ANNUAL REPORT AND ACCOUNTS
AUTINS GROUP PLC

31 MARCH 2025

AGILE, ACOUSTIC AND THERMAL ENGINEERING PROBLEM SOLVERS

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STRATEGIC REPORT

INTRODUCTION

SOLVING YOUR ACOUSTIC AND THERMAL CHALLENGES

Our purpose

We are acoustic and thermal specialists and apply our in-house materials expertise to manufacture products that solve challenging engineering problems, primarily for the automotive, commercial vehicle and flooring sectors.

We can help electric vehicle manufacturers extend the range of their vehicles, by reducing the energy losses whilst heating or cooling the cabins. We improve the acoustic comfort in the vehicle for all passengers. We strive to maximise the use of sustainable materials.

We manufacture in the UK, Germany and Sweden and have world class quality and performance metrics, making us a truly trusted local European partner.

We have our own proprietary Neptune™ technology which is manufactured in our UK facilities and provides a real point of differentiation, as it is superior to all competitor materials in terms of reducing thermal losses and acoustic noise, whilst boasting leading levels of recycled material content and recyclability.

Financial overview

During the period the Group changed its accounting reference date from 30 September to 31 March to align its financial year end with the year ends of its key customers. As a result, the amounts presented in the financial statements are not directly comparable.

Financial performance in the 18 month period ended 31 March 2025, compared to the 12 month period ended 30 September 2023 (FY23).

Revenue
FY25: £31.1 million
FY23: £22.7 million

Adjusted EBITDA[1]
FY25: £2.2 million
FY23: £1.2 million

Cash from Operating Activities
FY25: £3.6 million inflow
FY23: £2.1 million inflow

Net debt[2]
FY25: £1.1 million
FY23: £1.6 million

Gross profit
FY25: £9.9 million
FY23: £6.7 million

Operating loss, before exceptional costs
FY25: £0.7 million
FY23: £0.7 million

Loss per share
FY25: 3.05p
FY23: 1.67p

Final dividend
FY25: Nil
FY23: Nil

1 Adjusted EBITDA is Earnings Before Interest Taxation Depreciation Amortisation and Exceptional Costs
2 Net debt is cash less bank overdrafts, loans, invoice discounting, hire purchase finance and excludes IFRS16 right of use lease liabilities.

AT A GLANCE

Who we are

148
Employees

3
Countries

4
Operating locations

What we do

We design

We use our acoustic and thermal expertise and experience to research, test and develop bespoke solutions and products for our customers. Innovative design and our proprietary Neptune technology are our USPs.

We manufacture

We have a wide range of advanced manufacturing and conversion processes which deliver truly world-class quality products and services. We manufacture Neptune in our own Tamworth facility.

We support

We are agile and creative and will support the customer from cradle to grave, from design development and prototyping to engineering changes once in production.

Our specialist solutions

Acoustic

We have acoustic barrier materials and absorbers. Our range of unique Neptune nonwoven products are the lightest weight solutions available on the market and are particularly high performing in the range required by electric vehicles. Our flooring solutions, in our Decibex range, are bespoke developments designed for specific customer needs.

Thermal

Neptune has the best combination of acoustic and thermal resistance of any material we have tested, which is why it has been selected for use in the cabin of a number of well-known car and truck brands. Our materials are being used to protect passengers from the heat of an engine or to provide thermal control such as extending battery life in electric engines. Our Neptune product has market leading low thermal conductivity, which is ideal for applications in automotive and commercial vehicles and when combined with reflective foils can be used in a diverse range of applications such as Heating, Ventilation and Air Conditioning (HVAC).

AuDuct

Auduct is our newly released proprietary fibre based automotive air conditioning duct material providing superior thermal and acoustic performance compared to traditional blow moulded ducts.

AuTrim

AuTrim is our new fibre-based "A" surface (in cabin) material offering a cost-effective, aesthetic alternative to hard moulded plastic components.

Our industries

Automotive

95 Customers

Non-automotive

14 Customers

Where we operate

Tamworth, UK

Materials' manufacturing, assembly and conversion operation

Rugby, UK

Group headquarters, Group technical centre (laboratory and test site), new product introduction centre, assembly and conversion operation

Hilden, Germany

New product introduction centre, assembly and conversion operation

Gothenburg, Sweden

New product introduction centre, materials manufacturing, assembly and conversion operation

CHAIR'S STATEMENT

Overview

The 18 month period to 31 March 2025 ("FY25") was a period of reset and increased stability for the Group.

The automotive market as a whole remains cautious. Manufacturers are increasingly moving to electric platforms but are still waiting for consumer demand to readjust. More recently, the imposition of tariffs from the USA has further caused OEMs to re-evaluate their global supply chains. While any negative impact for the UK has been significantly reduced through the recent UK/US trade deal, European OEMs are still working through the implications for their European production that would normally be sold into the USA.

Since April 2025, companies in the UK have also had to absorb significant increased employment costs through increases to the minimum wage and changes to national insurance. This has put additional pressure on UK supply chains.

Although this seem to be a rather challenged backdrop, we believe that the current market provides exciting opportunities for growth for Autins. We have made many changes in FY25 to refocus and re-energise the Group and look forward to FY26 with renewed confidence.

A new executive team

We have refreshed our executive Board team. In April 2024, we welcomed Andy Bloomer as CEO of the Group and in March 2025, Des Dimitrov was formally promoted to CFO, having supported Andy as the most senior financial executive in the Group since November 2024. These changes have brought a very positive energy to the Group and a sharp focus on the implementation of our "Survive and Thrive" strategy.

A new strategic focus

The first part of our "Survive and Thrive" strategy is to re-establish earnings per share to the Group after a period of losses. As such, we have focussed on reducing costs and improving operational efficiency in the business. These measures are detailed in the CEO Statement that follows and have resulted in a small net profit in the final quarter of FY25. This was an improved performance compared to our initial internal expectations which resulted in the Group ending the period with strong cash balances and reduced net debt. The Group has met all of its banking covenants in FY25 and continues to make all scheduled repayments of our bank loans. Our UK fixed term loans are all due to be repaid by July 2026. Our financial performance for FY25 is set out in detail in the CFO Report that follows.

The second part of our strategy is to thrive. We will do this primarily through organic growth and also consider acquisition opportunities.

Our organic growth is driven by a combination of increasing our sales share with existing customers and winning new customer business supported by bringing innovative products to the marketplace. In FY25, we launched our Auduct and Autrim products that enable us to sell higher value products to new and existing customers and allow us to offer solutions to new areas of the cabin. In addition, we have invested in research and development for our proprietary Neptune material, resulting in improved operational delivery of our core Neptune product. These innovations provide a more commercial platform for future growth. In addition, by introducing these new products and materials, we establish ourselves as an innovation partner for our customers which will lead to more in-depth, significant relationships with them.

We experienced growing levels of enquiries in FY25 across all regions. In the UK, we won contracts for anticipated annualised sales of £1.3m, the majority of which are expected to start in FY26. In Germany, we won contracts for anticipated annualised sales of €4.0m, the majority of which are expected to start in FY27.

The automotive industry is a long-term business, with contracts for new platforms typically lasting six to eight years, so the sales success in FY25 will provide a solid foundation for the business for many years to come.

We have also begun to explore growth through acquisition. We believe that there are a number of businesses with attractive core products and existing platform sales that have struggled to adapt to the changing demands of the automotive industry over the past few years. These require restructuring but could prove attractive additions to our core business in the right circumstances. We have demonstrated our ability to "right size" a business through our own recent restructuring and believe that these skills can be used to consolidate other businesses into our Group. A key part of our "thrive" strategy is to establish Autins as a market consolidator over the coming years.

A new engagement with our shareholders

We understand that an important part of our strategy will be to re-invigorate interest in the Group with existing and potential investors which is a key part of our strategy, working with our broker to do so. We are also committed to engaging with retail investors, alongside our institutional investor base, which we intend to do throughout the year, via our website and other investor communications.

Outlook

The Board expects the business to deliver a net profit for FY26, which we expect to continue in FY27.

The net profit for FY26 is not expected to be delivered evenly over the year. The first half of the year is being impacted by higher costs of employment and uncertainty regarding US tariffs. Short term sales will also be impacted by planned shutdowns to prepare for new electric platforms in our customer base. However, our sales are forecast to increase in the second half of the year, when new contracts ramp up to full production, which we expect to continue into FY27.

The Board is very encouraged by the progress of its "Survive and Thrive" strategy and believes it has established a stable foundation from which to develop net profit growth in the future.

Adam Attwood
Chair

24 June 2025

CHIEF EXECUTIVE OFFICER'S REVIEW

I am pleased to present my first CEO report since joining in April 2024 and have therefore been CEO for 12 of the 18 month FY25 period. When I joined Autins, I discovered a Group with good people, products and processes, but one which had lost its confidence over the preceding years, it had spent such a long time trying to ensure it remained in existence that it was struggling to transition to prepare for growth.

I have spent the last 12 months getting to know the teams, learning the business, creating and then enacting our strategy. I am proud of what we have achieved over the last 12 months and am excited for what the future will bring.

Strategic Delivery: "Survive and Thrive"

FY25 has been a transitional period for Autins. Over the past 12 months, we have focused on creating a sustainable platform for future growth through the implementation of our "Survive and Thrive" strategy. The Board, the leadership team, and I have remained singularly focused on delivering against this plan.

Survive: Stabilising the Business

The first phase of our strategy has centred on operational and financial stabilisation. Key achievements include:

- **Workforce optimisation,** we have changed shift patterns to improve efficiency as well as ensuring indirect staffing levels are appropriate for a business of our size.

- **Better integration of our Swedish and German operations**, enabling better capability and capacity sharing. For example, sharing manufacturing best practices contributed to the German efficiency improvements.

- **Significant reduction in PLC costs,** aligning our overheads with the scale of our business we have delivered savings of £0.25m per annum through reductions in executive salaries and other PLC related costs.

- **Operational improvements in our German facility,** halving our scrap rate, increasing our material yield and tighter inventory control has helped transform our German business from being loss making at the start of the period to break even by the end with an expectation to move to net profit in FY26.

- **Enhanced production efficiency of Neptune,** increasing our knowledge and understanding of raw materials, the production process and finished product has allowed us to improve quality and available capacity for future planned volume increases

- **Continued inventory management improvements,** unlocking working capital while minimising supply chain risk. Our improvements freed up £1.6m in operating working capital in FY25.

- **Restructuring and repayment of existing loans**, Over the period we have repaid £1.4m on our outstanding loans, ensured on-going covenant compliance and improved financial stability with a forecast to be long-term debt free by July 2026.

Thrive: Building for Growth

Having laid the groundwork, we transitioned our focus to future growth, with important progress made across the following areas:

- **Diversification of our customer base**, with new relationships developed in the automotive, commercial vehicle and off highway space reducing our overall reliance on UK automotive OEM's. Increasingly, European customers are specifying our material as their preference, giving us confidence that our German business, in particular, will grow significantly faster than the overall automotive industry in the coming years.

- **Product innovation and investment**, primarily the development of AuDuct and AuTrim, both of which secured initial project wins during the period (£0.8m per annum starting in FY26). AuDuct is our proprietary fibre-based duct solution offering significant performance improvements over conventional blow moulded ducts, whilst AuTrim is our fibre-based A-surface material offering a cost-effective aesthetic alternative to hard moulded plastic components.

- **Expansion of commercial capacity,** including the recruitment of sales staff to work in adjacent markets as well as key industry experts to assist with new business acquisition. Adding capacity and capability has allowed us to significantly increase our pipeline of potential sales in the last 12 months.
- **Improving revenues per vehicle,** introduction of new higher valued product lines including AuDuct and AuTrim, as well as better penetration of our existing product lines allows us to have more content on upcoming vehicle platforms.
- **Strengthening of internal processes,** including enhanced forecasting, reporting, and communication has enabled faster, more informed decision-making, better communication across the business and improved buy in of our strategic priorities.
- **Capital investment in Germany,** with new machinery installed to support recently awarded contracts and our continued European growth trajectory. The new machinery increases our capacity for additional business, such as a new £2m per annum contract which started at low volume in Q1 FY26 and is expected to ramp up to full production by Q3 FY26.

Business performance

Overall, Autins has continued to demonstrate resilience and strategic focus amidst on-going industry headwinds. While our revenue performance remains closely tied to automotive production volumes, we are increasingly decoupling from the fluctuations of UK vehicle manufacturing. Our expanding presence in European markets is beginning to diversify and strengthen our revenue base, reducing reliance on domestic automotive production and supporting more balanced, sustainable growth.

In the most recent six-month period to 31 March 2025, we recorded a 2% reduction in revenue, while simultaneously delivering a 2.6 percentage point improvement in gross margin and a 2.1% uplift in adjusted EBITDA, compared to the prior six months. These improvements underscore that we are moving firmly in the right direction in terms of efficiency.

ESG Commitment

Environmental, Social and Governance (ESG) considerations remain embedded in our strategy and culture. We are acutely aware of the impact our operations have on employees, communities, customers, and the environment. We take this responsibility seriously and are committed to continuous improvement in all areas.

One area where we have made exceptional progress is waste reduction. Over the past year, we have achieved a 58% reduction in material sent to landfill, a testament to our commitment to environmental stewardship and operational efficiency.

Looking Ahead

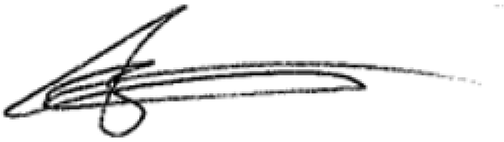
This review marks a turning point in Autins' journey. While we remain mindful of the challenges that persist in our industry, the decisive actions taken throughout FY25 have laid a strong and stable foundation for future success. As we look ahead to FY26, we do so with renewed confidence and ambition. Our plans are underpinned by a clear growth strategy, and we are forecasting a return to net profitability in the coming year.

My ambition for Autins is clear: to position Autins as the market leader in acoustic and thermal management solutions for both the automotive sector and adjacent industries. By deepening relationships with our existing customers and expanding into new markets, we are confident in our ability to drive sustained and profitable growth.

We also believe there is the opportunity to position Autins as the consolidator of choice for UK and, in time, European OEMs. By selectively pursuing acquisition opportunities that align with our strategic objectives, we will enhance our capabilities, broaden our product range, extend our market reach, and accelerate our growth trajectory.

This strategy of organic growth combined with targeted consolidation will enable us to increase both revenue and earnings per share, creating long-term value for our shareholders, whilst also positioning Autins as a market leader in acoustic and thermal management solutions.

None of the achievements listed above would be possible without our people. I would like to extend my sincere thanks to every member of the Autins team for their hard work, commitment, and contribution over the past year. I would also like to thank the Board for their support since I joined Autins. We have a great team, and I am looking forward to going on this journey together.



Andrew Bloomer
Chief Executive Officer

24 June 2025

CHIEF FINANCIAL OFFICER'S REVIEW

Financial performance in the 18 month period to 31 March 2025, compared to the 12 month period ended 30 September 2023 (FY23):

- Revenue was £31.1m (FY23: £22.7m)
- Gross profit was £9.9m (FY23: £6.7m)
- Gross margin was 31.9% (FY23: 29.5%)
- EBITDA before exceptional costs was £2.2m to (FY23: £1.2m)
- Loss before tax was £1.7m (FY23: (£1.0m)
- Cashflow from operating activities was £3.6m (FY23: £2.1m)
- Operating working capital improved by £1.6m (FY23: £0.8m)
- Cash and equivalents were £1.4m (FY23: £2.1m)
- Net debt, excluding IFRS16 lease liabilities was £1.1m (FY23: £1.6m)
- CBILS loan repayments continued, MEIF repayment recommenced in July 2024

Key actions during the period:

- Focus on margin improvements achieved through labour efficiency and materials projects
- Property rental increases have been absorbed through on-going costs optimisation initiatives
- Continued investment in new equipment for improved production efficiency.
- Loan repayments are in line with loan agreements; we expect full repayment of our UK long term loans by July 2026.

FY25 18 month performance overview

The period under review was a time of changes and challenges. Towards the end of the period, I assumed the role of Chief Financial Officer, so this is the first financial review I present to our stakeholders. In my new role I have continued to increase the financial transparency across the Group, reemphasising the importance of allocating capital in the most productive way so that we remain competitive in our markets and position ourselves for growth. Debt servicing is continuing in line with the loan agreements with expected full repayment of UK long term loans by July 2026.

Revenues and margins

The challenging automotive market affected our revenues across all Group companies in this 18 month period, after the recovery in the previous financial year. We have won significant new contracts, most of which commence after the period end and we expect to see their benefit in the new financial year and beyond. In the face of challenging revenue performance, we continued optimising our costs structures which led to further improvements of our gross margins. The improvement in our margins primarily derived from materials projects, labour efficiency, utilities reductions and strengthening of Sterling against the US dollar, which certain of our materials are purchased in. Transport costs across the Group improved, driven by rate negotiations with suppliers and improved planning and logistics. Additionally, there were cost savings in many other cost categories in comparison to the prior year, the most notable being energy.

Other operating costs and EBITDA before exceptional costs

Combined distribution and administrative expenses, before exceptional costs, for the 18 months were £10.6m, compared with £7.4m in the prior 12 month financial year, a meaningful reduction towards right-sizing the business. EBITDA before exceptional costs in the last six months of the 18-month period improved significantly as most of the actions taken started to deliver.

Loss before tax

The net finance expense for the 18 month period was £0.7m (FY23: £0.5m), which is a continuing decreasing trajectory as repayments are made on fixed rate borrowings. In FY23 there was a £0.2m profit on disposal from our JV share to our JV partner, Indica Industries UK Limited.

Currency

The Group's overseas operations and certain key raw material suppliers require the Group to trade in currencies other than Sterling, our base currency. During the period, operational transactions were conducted in US Dollar, Swedish Krona and Euro. Certain purchases of key raw materials for production are transacted in US Dollars and we implemented a hedging structure. As Euro revenues continue growing, the Group continues to benefit from natural hedging, arising from its structure and trading balances.

Borrowing and net finance expense

Total borrowings for the Group, excluding IFRS16 lease liabilities, reduced significantly to £2.5m (FY23 £3.7m), as repayments have been made on the CBILS and the MEIF term loans, whilst hire purchase liabilities marginally increased following further investments in plant and equipment in Germany and in the UK. All term loans have fixed interest rates, and the slight reduction in the finance expense is a consequence of borrowing reduction following repayments made. As a result, cash and cash equivalents decreased year on year, however overall cash headroom remains strong. Our Group working capital facilities remained entirely undrawn at the period end. As noted, the Group has commenced repayment of the MEIF term loan, which requires full settlement by 31 January 2026. The lender has also waived covenants indefinitely.

The Board continues to review the Group's banking and funding arrangements with a view to ensuring that they remain appropriate for its planned growth.

Cash, working capital and net debt

The Group ended the period with a net debt position of £1.1m excluding IFRS16 lease liabilities (FY23: £1.6m). The Group has continued to optimise operating working capital during the period, improving it by £1.6m across the Group.

Taxation

The effective tax rate in the period was below that expected based on current UK corporation tax levels. Given the quantum of available tax losses compared to expected profitability in the next two years, the Group has not recognised the majority of current period losses as a deferred tax asset. The Group has total tax losses of £11.5 million, the majority of which are in the UK, to offset against future taxable profits.

Loss per share and dividends

Loss per share for the 18 month period was 3.05 pence (FY23: loss per share 1.67 pence) reflecting the net loss in the period. The weighted average number of shares was 54,600,984 in the period (FY23: 54,600,984). The Board are not proposing a final dividend for the current period (FY23: £nil) and no interim dividend was paid (FY23: £nil).

Going concern

The financial statements, based on current and forecast trading, the annual cash flow forecasts and the available sources of finance, have been prepared on the going concern basis, further details of which are provided in note 1 of the financial statements.

Financial risk management

Details of our financial risk management policies are disclosed in note 3 to the financial statements.

Desislav Dimitrov
Chief Financial Officer

24 June 2025

OUR COMMITMENT TO ESG

All the information below relates to calendar years unless otherwise stated.

Our future is about sustainable growth. For our business to thrive in the future we will need to be able to demonstrate our ESG credentials. Focussing on ESG is not just a moral requirement, it is having a direct positive impact on our revenues and profits.

- ESG is at the heart of our business decisions, from operations, through R&D and into administration, we make the right choices, not necessarily the easiest choices.
- Our customers and investors are interested in and make their decisions based on our ESG performance. We have a well-established range of measures being monitored to help identify where we should focus to improve our ESG performance.
- During the 18 months ended 31 March 2025 our key focus was on waste reduction, we have reduced our waste sent to landfill by 58% and our percentage of recycled waste has increased to 92%. With further initiatives planned, we believe this will continue to improve.

Monitoring Strategy for ESG:

i. Measure, monitor and manage continuous improvement of the key environmental data points (energy, CO_2, water and waste).
ii. Maintaining our strong safety record.
iii. Reduce total energy used /£m of revenue through continuous operational efficiency improvements.

Environmental

Total energy usage:

- Energy usage kW/h per £m of revenue reduced by 7%

	Energy usage				
	2020	2021	2022	2023	2024
Total Energy used in buildings & process kW/h	2,777,674	3,682,180	3,174,255	3,354,387	3,135,920
kW/h per million turnover	114,699	138,293	148,302	139,204	129,852
		21%	7%	-6%	-7%

Carbon footprint:

- Total CO_2 produced on a per £m of revenue basis, reduced by 11.1%, driven by our move to renewable energy sourcing and improved operational efficiencies.

	CO_2e Emissions				
	2020	2021	2022	2023	2024
Total $kgCO_2$	6,057,506	6,705,112	5,841,754	617,708	550,605
tonnes CO_2 per million of revenue	250	251.8	272.9	25.6	22.8
		1%	8.4%	-90.6%	-11.1%

Water and Waste in UK:

- Water usage continued to reduce by a further 37% last year on a m3/£m of sales basis. This was due to improvements to the systems managing consumption and machinery draw off.

Waste

- Total waste produced has reduced by 16% measured on a tonnes/£m of sales.
- Recycled waste per tonnes/£m of sales reduced 15% in 2024, reflecting increased efficiencies in our process.
- Landfill waste reduced 58% (39 tonnes) against previous year. The percentage of waste recycled increased to 92%.

Safety

Autins is proud of its safety record, continuing our commitment to providing the safest possible environment for our staff to work in.

- Zero lost time accidents in 2024
- 7 years without a RIDDOR
- 3 First aid incidents in the year, a reduction of 2 from previous year.

Autins Group is very proud of its safety record, the quality of our products and services and the integrity in the way we do business with all our partners and stakeholders. The way in which we do business is underpinned by a core set of Company values and a code of business ethics, which are set out within our Annual Corporate Responsibility Report.

Governance

The Autins Board is committed to maintaining the highest possible standards of Corporate Governance as set out in detail in the Investor section of the company website under the heading 'Governance'.

www.autins.co.uk/investors/governance/

The Board undertakes from time to time a full QCA Board Effectiveness Review and formal anti-bribery training, along with Company management and staff.

"We are an international business operating in the global community – we take our responsibility to be a good corporate citizen seriously."

Andrew Bloomer
Chief Executive Officer

24 June 2025

DIRECTORS' SECTION 172 STATEMENT

The Board of Directors consider that they, both individually and collectively, have acted in a way that would be most likely to promote the success of the Company for the benefits of its members as a whole (having regard to the stakeholders and matters set out in Section 172(1) (a-f) of the Act) in the decisions they have taken during the period ended 31 March 2025.

In making this statement the Directors considered the longer-term needs of stakeholders and the environment and have taken into account the following:-

- the likely consequences of any decisions in the long term;
- the interest of the Company's employees;
- the need to foster the Company's business relationships with suppliers, customers and others;
- the impact of the Company's operations on the community and the environment;
- the desirability of the Company maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between members of the Company.

KEY PERFORMANCE INDICATORS ('KPIS')

Lost Time Injury Frequency Rate ('LTIFR')
18 months ended 31 March 2025: 0.0
Year ended 30 September 2023: 3.4

KPI Definition
LTIFR is calculated as the number of lost time injuries leading to more than one day off work, divided by one million and multiplied by the number of hours worked.

Comment
There have been no incidents in the period resulting in no lost time (being more than one day away from work as a result of an incident at work).

Gross profit percentage
18 months ended 31 March 2025: 31.9%
Year ended 30 September 2023: 29.5%

KPI Definition
Measure is calculated as the gross profit divided by the revenue.

(Target: 30-35%)

Comment
The improved margin in the 18 months ended 31 March 2025 reflects the operational efficiencies achieved in the production processes.

Non-UK revenue as a proportion of consolidated sales (%)
18 months ended 31 March 2025: 43%
Year ended 30 September 2023: 43%

KPI Definition
Measure is calculated as the value of sales to customers, based outside the UK, as a proportion of total revenues.

(Target: 35%)

Comment
Non-Uk sales remained a consistent percentage of Group sales, ahead of target.

PRINCIPAL RISKS AND UNCERTAINTIES

Key Risk	Risk Details	Mitigation
The imposition of tariffs on motor vehicles imported by the USA.	The current US administration is imposing tariffs on many goods imported including motor vehicles. This may have an impact on our major customers.	The UK and USA have concluded a trade deal which moderates the impact of tariffs on the UK car industry and, therefore, the Group's major customer. However, there remains uncertainty of the impact of the US tariffs for our European customers. Our customers are working strategies around the duties, to ensure sales continue in the key USA market.
Failing to successfully implement our growth strategies	Our future success requires continued success in diversifying the customer base and regional sales.	The Group has diversified its customer base from 9 to over 100 over the last 8 years, European sales represent 42% of Group turnover. We will continue to build the breadth and depth of relationship with our customer base and supplement that with pull through marketing activity. New products assist in ensuring we increase our penetration within our customers allowing them to better understand the benefits of Autins as a supplier.
Over-dependence on key customers	All countries have a high customer concentration with the largest customer representing c.60% of Group revenue.	Dependence on our major customer has reduced to c.60%, and the relationships with all major customers have been strengthened over the period. The target addressable market within our specialist area of automotive NVH is significant and therefore provides huge potential for more customer diversification and market share gain. New products allow us to commence sales with new customers both with new products as well as with more traditional ones. Our "Survive and Thrive" strategy includes customer diversification, both at the OEM and Tier 1 level.
Retention of key staff in business-critical roles	The Group has a high level of reliance on certain individuals in key roles both for operational management and for key external relationships and growth.	We have a highly collaborative and respectful culture and regularly meet with all senior and key team members so that people feel included. This fosters a highly engaged and motivated team. We conduct bi-annual staff surveys and hold site meetings with staff and the Leadership team at least twice a year. The employee turnover in the Group remains low and is considered to be at a healthy level indicating strong employee engagement. In FY26 we are creating a long term incentive plan to aid in the retention of key staff and allow them to share in the success of our business

Key Risk	Risk Details	Mitigation
Major failure of Neptune line	The Group's Neptune production line is the only such facility in Europe.	Autins has a skilled set of engineers who have a detailed knowledge of the workings of the Neptune machine. We have a robust maintenance schedule, coupled with critical spare parts help in stock to minimise any downtime. We also have capacity available to run additional shifts if a backlog occurs due to unplanned downtime.
New technologies emerging to render traditional passive NVH solutions for Thermal, Acoustic and NVH treatments obsolete or less attractive and Neptune less unique and less competitive	Risk of new NVH technologies (e.g. active sound control) emerging that usurp passive resistance solutions reducing our NVH market size and/or emerging technologies that reduce the competitiveness of Neptune	Having developed Neptune-R, Neptune Green and SilentShell we must continue innovating to find ever higher performance and more sustainable solutions. We are also diversifying our product line up to ensure that should one area of our business see an emerging challenge, other product lines are there to derisk our business. AuDuct and AuTrim are great examples of this, both offering acoustic and thermal benefits from current products on the market. Electric vehicles need more acoustic and thermal materials than a traditional internal combustion engine, therefore our addressable market is in fact growing.
Security of the software systems, hardware and Cyber Security	Interruption of access, or loss of the systems could negatively affect the Group's ability to produce, despatch and invoice customers as well as interrupt the smooth running of its own supply chain. The latter could also be impacted by cyber-security issues, for example if data transfer or integrity was impacted. In addition, the Automotive industry is moving to adopt ISO27001 the TISAX protocol, so that we will need to meet these standards.	The Group has invested in its IT infrastructure in order to both improve operational functionality and also protect sensitive and proprietary data from cyber-attacks. Specialist third party IT support consultants are employed, with the use of multi-layer data backup and storage. We are compliant with ISO27001 across the Group and TISAX in Germany, which we will roll out across the rest of the Group.

Key Risk	Risk Details	Mitigation
Currency and foreign exchange	A proportion of the Group's business is carried out in currencies other than Sterling. The Group's financial position or results of operations may be impacted to the extent that there are fluctuations in exchange rates.	The Group maintains banking facilities in the functional currency of overseas operations and continues to seek, where possible, to buy materials and services locally to the procuring site so as to minimise transactional risk. Some natural hedging prevails between Euro income and US$ purchases, against our £GBP base currency.
Sustainability and ESG	Sustainability and ESG are becoming ever more important topics for our stakeholders, particularly shareholders and customers.	We have a Sustainability Policy document and issue a Corporate Social Responsibility Report annually. We have targets for carbon zero and we are already ahead of target to achieve 68% improvement by 2030. In the last period we have reduced energy usage by 7%, water usage by 37% and our total CO2 output reduced 11.1%.

The Strategic Report was approved by the Board on 24 June 2025 and signed by order of the Board by the Chairman.

Adam Attwood
Chairman

GOVERNANCE

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Annual Report and financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare Group and Parent Company financial statements for each financial period. As required by the AIM Rules for Companies, they are required to prepare the Group financial statements in accordance with applicable law and International Accounting Standards in conformity with the requirements of the Companies Act 2006 and have elected to prepare the Parent Company financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Parent Company and of the profit or loss of the Group for that period. In preparing each of the Group and Parent Company financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- for the Group financial statements, state whether they have been prepared in accordance with International Accounting Standards in conformity with the requirements of the Companies Act 2006;
- for the Parent Company financial statements, state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Parent Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Parent Company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and the Parent Company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are also responsible for taking such steps as are reasonably open to them to safeguard the assets of the Group and the Parent Company and to prevent and detect fraud and other irregularities.

Website publication

The Directors are responsible for ensuring that the Annual Report and the financial statements are made available on a website. Financial statements are published on the Company's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of financial statements, which may vary from legislation in other jurisdictions. The maintenance and integrity of the Company's website is the responsibility of the Directors. The Directors' responsibility also extends to the ongoing integrity of the financial statements contained therein.

BOARD OF DIRECTORS

Adam Attwood
Non-Executive Chairman

Adam joined the Autins' Board in January 2016 as Non-Executive Chairman. He has many years' experience of working with growth-focused SMEs. Originally a corporate solicitor with Norton Rose Fulbright, he moved into quoted company advisory and European M&A with Charterhouse Bank. He progressed to direct private equity investment with Livingbridge Equity Partners focusing on investments in the Midlands region. Adam has a portfolio of non-executive roles with manufacturing and branded businesses. Adam chairs the Group's Nominations Committee.

Andrew Bloomer
Chief Executive Officer

Andy joined the Company and the Board in April 2024 as Chief Executive Officer and Director of the Company. Andy has over 20 years' experience in Automotive, Advanced Materials and Thermal Management. He has previously worked for Jaguar Land Rover, DENSO, Unipart and ultimately for 10 years at Morgan Advanced Materials a FTSE 250 listed company as Sales and Marketing Director EMEA for their Thermal Ceramics division where he had commercial responsibility for a c.£150m division across entities in UK, Germany, Poland, Spain, Italy, France, United Arab Emirates and South Africa.

Desislav Dimitrov
Chief Financial Officer

Des joined Autins in 2021 as Group Financial Controller. He has over 15 years' experience in accounting, auditing and finance in building materials and manufacturing businesses. Prior to Autins Des worked at Travis Perkins and CRH. At CRH he held responsibility for the UK holdings of the Group overseeing treasury, entity rationalisation and financial processes optimisation. Des qualified as a chartered accountant (ACA) at Deloitte in Birmingham and is currently a fellow of the ICAEW. He holds a Master's degree in Finance from Coventry University and BA in Political Science from Sofia University.

Mark Taylor
Non-Executive Director

Mark was appointed to the Board in November 2023 as a Non-Executive Director and is Chair of the Audit and Remuneration Committees. He is a highly experienced chartered accountant and a member of the ICAEW. He has worked in the accountancy profession throughout his career at KPMG, Baker Tilly and ultimately for 19 years as a partner in Grant Thornton, before retiring in 2019. He was an audit and transaction support partner specialising in due diligence in his final eight years with Grant Thornton. Mark's experience covered many sectors including the automotive supply chain. He also serves as a non-executive director and chair of the audit and remuneration committee of Tandem Group plc since 2019.

Dr Qu Li
Non-Executive Director
Qu joined the Board as a Non-Executive Director in September 2024, as a representative of the Company's major shareholder Braveheart Investment Group plc. Qu is an entrepreneur, investor and businesswoman with over 30 years of experience in corporate mergers and acquisitions, financing and investments in the automotive industry. Qu is a Non-Executive Director of Braveheart Plc. She is also the founder and CEO of Morris Commercial Ltd, a British automotive engineering and manufacturing company seeking to produce zero emission full battery electric vehicles, that incorporate the original Morris design heritage.

CORPORATE GOVERNANCE STATEMENT

The Group has adopted the QCA Corporate Governance Code for Small and Mid-Size Quoted Companies (the 'QCA Code') since September 2018. This is in line with the Board's stated aims of seeking to apply, or work towards, best practice for smaller quoted companies. The Group remains subject to the UK City Code on Takeovers and Mergers.

The Directors note that a revised QCA Corporate Governance Code was issued on 13 November 2023, which will apply to financial years commencing on or after 1 April 2024. The Directors are considering the implications it has on the Group's corporate governance.

The statement on Corporate Governance below should be read in conjunction with relevant sections of the of this Annual Report and Account which are cross referred from these pages and the Group's website – www.autins.com.

QCA Principle 1: Establish a strategy and business model which promote long-term value for shareholders

Leadership and day-to-day management of the Group is the responsibility of the Chief Executive. The executive directors, in conjunction with the leadership team formulate, review and recommend the Group's strategy for Board approval as part of the annual planning cycle. The leadership team will then take ownership of specific policy deployment plans that are designed to implement and promote the approved strategy in addition to delivery of annual financial plans.

The Group's business model has been designed to deliver sustainable, long term, profitable growth. As a partner of choice for the automotive industry, we generate growth by providing differentiated acoustic and thermal products with a clear benefit to the customer. We do this through a high-performing, values-led organisation focused on delivering our strategic goals.

QCA Principle 2: Seek to understand and meet shareholders needs and expectations

The Group seeks regular dialogue with both existing and potential shareholders in order to confirm that our wider investor relations plan has allowed shareholders to clearly understand the strategy, business model and performance.

The executive directors meet with investors and analysts and also host tours of our facilities in order to facilitate open communications regarding the Group's business performance (both current and expected future) and reconfirm the Board's understanding of shareholders' expectations and needs with regards the Group.

Dr Qu Li was appointed to the Board in September 2024 as a representative of our largest shareholder Braveheart, which holds 29.09% of the issued share capital. The Company, Braveheart and the Company's nominated adviser have entered into a relationship agreement to ensure the Company is capable of carrying on its business independently at all times. The costs associated with Qu's appointment and tenure are borne by Braveheart.

The Board recognises the importance of retail investors to the Group and understands that information that is available to institutional investors may not be accessible to retail investors. The Group will therefore provide information that it believes will be helpful to all shareholders regarding future expectations on its website from no later than September 2025.

The Board recognises the importance of the Annual General Meeting ('AGM') and therefore encourages participation by all investors at the AGM. All Board members present at the AGM therefore make themselves available to answer any questions from shareholders that may arise.

The results of the AGM are subsequently published on the Company's corporate website and are announced through a regulatory information service. The Board will also disclose any actions to be taken as a result of resolutions, for which, votes against have been received from at least 20 per cent of independent shareholders.

The Group has not appointed a Senior Independent Director but considers annually whether one should be appointed.

QCA Principle 3: Take into account wider stakeholder and social responsibilities and their implications for long-term success

The Group recognises the need to maintain effective working relationships across a range of stakeholder groups including its employees, customers, suppliers, shareholders and the wider community in which it operates. The Group's commitment to effective ESG governance is set out on pages 12 to 13.

The Board's primary responsibility is to promote the success of the Group for the benefit of its shareholders, but the Board recognises its obligation to balance the Group's operations and working methodologies to take account of, and balance with, the needs of all of the wider stakeholder groups. Where feedback is received from stakeholders, the Group endeavours to make appropriate amendments to working arrangements and operational plans to address this feedback whilst remaining consistent with the Group's longer-term strategies.

The Group continues to promote Autins' Values, a set of six principles designed to influence the way we work together, drive performance and inform our response to stakeholder needs and the Group's responsibilities to them.

QCA Principle 4: Embed effective risk management, considering both opportunities and threats, throughout the organisation

The Audit Committee provides guidance; having taken feedback from management and third party advisers, to the Board with regards the effectiveness of the Group's system of Internal Control. The Group has designed and implemented systems to manage, limit and control the risk of failure to achieve business objectives. As with all systems, the Group's processes cannot eliminate all risk completely but provide reasonable rather than absolute assurance against material loss or misstatement.

The Chief Financial Officer leads a continuous process, with support from the leadership and finance team, to identify, evaluate and manage the Group's significant risks. The Group's register of potentially material or significant risks are reviewed by the Board twice per annum.

As an SME, the executive directors, supported by the Group's leadership team, are actively involved in the daily management of all aspects of Group operations and meet on a regular basis to discuss:

- Quality, environmental and health and safety performance.
- Monthly financial and commercial results of the business compared to forecast.
- Achievement against annual policy deployment activities that support the Board's delivery of the strategic plans.
- Business risks and appropriate control systems improvements to manage those risks.
- Progress on performance improvement projects.
- Steps taken to embed internal control and risk management further into the Group's operations.

On a monthly basis, agreed financial and non-financial KPIs together with management accounts are reviewed by the Board to assess progress against its key objectives for the year. The executive directors provide a supporting written commentary in order to highlight key areas of performance and address previously agreed areas of interest. These KPI's, management accounts and more detailed departmental level data are cascaded via the leadership team throughout the organisation.

The Board further considers whether any significant strategic, organisational or compliance issues have occurred (or are at risk) to ensure that the Group's assets are safeguarded and financial information and accounting records can be relied upon.

A summary of the principal risks and uncertainties facing the Group, as well as mitigating actions, are set out on pages 16 to 18 of this report.

QCA Principle 5: Maintain the Board as a well-functioning, balanced team led by the Chair

Role of the Board

The Company and Group are managed by a Board of Directors, chaired by Adam Attwood, who are ultimately responsible for taking all major strategic decisions and also addressing any significant operational matters whilst overseeing that good governance is maintained across the Group. Deployment of the Group's strategy and management of day-to-day decisions is delegated to the executive directors and the leadership team. The Board also reviews the Group's risk profile and the adequacy of the implemented systems of internal control that are in place. The management information systems continue to be evolved to adapt to changing data enquiry needs and to ensure that they are capable of facilitating informed decisions by the Board to allow them to properly discharge their duties.

Delegation of responsibilities

The Group maintains a formal schedule of matters reserved for the Board which is reviewed at least annually. A schedule of delegated authorities under which management can operate without reference to the Board exists and was last reviewed, revised and approved by the Board in March 2025.

Board composition

The Board consists of two executive directors, a non-executive chair and one independent non-executive director and one non-executive who represents our major shareholder, Braveheart. During the period ended 31 March 2025 there were two non-executive directors who were considered to be independent of management by the Board and were free from any business or other relationship that could materially interfere with the exercise of their independent judgement in accordance with the QCA Code.

The Group considers annually whether a Senior Independent Director should be appointed but has not currently chosen to do so.

The Board are satisfied that they have sufficient members and with an appropriate balance of skills and experience to allow it to operate effectively and exert control over, and provide challenge and guidance to, the business and its management team. No individual Board member has unconstrained powers to make decisions of a material nature.

Role of Chair and Chief Executive

The Chair and Chief Executive Board positions are separate with clearly defined individual duties and responsibilities. The Chair is responsible for the leadership and management of the Board and its governance and as such meets regularly and separately with the executive and non-executive directors to discuss matters for the Board. Adam Attwood has served as Chair since January 2016 and so has been Chair for more than the recommended nine years. The Board recognise this but consider Adam continues to demonstrate independent judgement in execution of his role as Chair. In addition, given tthere is a new Chief Executive and a new Chief Financial Officer have recently been appointed, it considers that Adam's in-depth knowledge of the Group's history and business is very valuable to the Group. Accordingly, the Board believes he should continue as Chair. The Board also strongly believes that any further disruption to the Board in the short term would distract from the delivery of the Survive and Thrive strategy, which would not be in the interests of the shareholders as a whole. Furthermore, this matter has been discussed with key shareholders, and the Board believes that the majority of shareholders support this approach. It is anticipated that as the performance of the business improves, the Board will review this position and commence a succession process when it considers that it can attract the calibre of candidate to lead the Group on the next stage of its growth journey.

The Chief Executive is responsible for day-to-day management and leadership of the Group. This includes guiding the leadership team, in its formulation, review and confirmation of the Group strategy for Board approval and subsequent execution.

The Board convenes regularly with at least 10 scheduled meetings per year. These meetings incorporate an annual strategy day and scheduled presentations by leadership team members to provide the Board with additional insight into their area of expertise. Additional meetings are held in person or via online audio and web conferencing platforms, whichever provides the most efficient, timely, or safe solution at a given time.

Details of Directors' attendance at scheduled Board and Committee meetings during the period can be found on page 27 within the Director's report.

QCA Principle 6: Ensure that between them, the Directors have the necessary up-to-date experience, skills and capabilities

The Board is considered to have all appropriate skills, experience and knowledge sufficient to give it the ability to constructively challenge strategy, decision making and scrutinise business performance.

The Board's biographical details are set out on the Group's website and within this Annual Report and Accounts on page 20.

Board composition remains under review to ensure it remains appropriate to the strategic and managerial requirements of the Group. At least one third of the Directors are required, in accordance with the Company's Articles of Association, to retire annually in rotation. This enables the Shareholders to decide on the election of the Company's Board.

Attendance and participation in relevant training, networking and update events are encouraged in order to create, maintain or enhance relevant skills and knowledge. Updates from the Quoted Companies Alliance and external advisers are utilised to ensure relevant knowledge of Corporate Governance matters where appropriate.

All Directors have access to the Group's (or independent) professional advice at the Company's expense. In addition, they have access to the advice and services of the Company Secretary who is responsible to the Board for advice on corporate governance matters.

QCA Principle 7: Evaluate Board performance based on clear and relevant objectives, seeking continuous improvement

As part of his responsibilities with regards Board effectiveness and governance, the Chair, informally assesses the performance of the Board and its Directors on an ongoing basis and brings to the relevant party's attention any areas for improvement.

The Board has committed to using the QCA Board effectiveness review to assess the 12 defined key areas of Board effectiveness. This has not been completed in FY25 due to the significant changes to the Board in the period but will recommence in FY26.

The Board is satisfied that its operating culture is open and dynamic enough not to warrant the use of Group resources for an externally facilitated review at this time. This approach will be reviewed on an annual basis.

The effectiveness of the Board and its Committees are reviewed on at least an annual basis but kept under review in accordance with Corporate Governance best practice.

QCA Principle 8: Promote a corporate culture that is based on ethical values and behaviours

As an SME, we recognise that it's our people that will underpin delivery of our business model. We therefore aim to create systems and roles that support the recruitment, retention, engagement and development of our staff in response to ever-changing customer demands.

Autins operates its Core Values that seek to establish a framework which all employees can support, will govern our behaviours and underpin a high performance culture that the Board believes is required in order to deliver our strategy.

Our aim is that the Group's culture will be built on these Autins Values and they will inform the expected behaviours that will be an integral part of our induction, appraisal and performance management and remuneration processes. We have already established a twice yearly leadership organisational management review which allows for peer to peer review of critical business challenges, staff performance and reward.

A positive health and safety culture is promoted within the business and the Group seek to reflect this in all of our policies and procedures, as well as in our approach to the training and development of the people involved in our operations. Health and Safety is the standing first agenda item at all Board and leadership meetings. The Group's Health and Safety Manager, who reports ultimately to the Chief Executive, has direct access to the executive directors should he wish to raise any urgent concerns.

The Group's policies and procedures are given to all new employees at induction, and are available to both permanent and temporary staff via our employee engagement app. The app is also the Group's portal for anti-bribery, corruption and whistle-blowing policy. Any concerns raised are passed directly to the Chair of the Audit Committee for independent review. All policies and procedures are subject to a periodic review and re-approval to ensure they continue to meet their aims.

The Group's share dealing code is applicable to all staff and available for review on the employment engagement app. All staff are subject to a closed period from the last day of each full or half year until 48 hours after the results for that period have been published and require authorisation from the Company Secretary for any trading activity outside of a close period.

QCA Principle 9: Maintain Governance structures and processes that are fit for purpose and support good decision making by the Board

The Board maintains separate Audit, Nomination and Remuneration Committees whose purpose is to consider and oversee issues of policy outside main Board meetings.

Audit Committee

The Audit Committee is comprised of the non-executive Directors and is chaired by Mark Taylor.

The Committee's role is described within the Audit Committee Report set on page 32.

Remuneration Committee

The Remuneration Committee comprises the three non-executive directors and is chaired by Mark Taylor. The Committee is responsible, within its agreed terms of reference, for the following remuneration matters:

- Setting and reviewing the remuneration policy for all executive directors and the senior leadership team.
- Confirm that remuneration payments made to directors and the senior leadership team are consistent with approved policy.

- Ensuring that remuneration payments are in accordance with appropriate benchmarks as well as assessing changes in practice that may have future remuneration impacts.
- Overseeing incentives-based remuneration for senior management or other employees identified as relevant by the Committee.

In carrying out these duties the Committee shall ensure the appropriateness, relevance and market practice in respect of such remuneration policy.

Nominations Committee

The Nominations Committee comprises the three non-executive directors and is chaired by Adam Attwood. It has responsibility for reviewing the size, composition and structure of the Board (and its committees) and making recommendations of any changes it believes are required for succession planning. The Committee identifies and nominates for approval by the Board candidates to fill vacancies as and when they arise as well as reviewing the results of any Board performance evaluations and proposing corrective actions if required. The Committee, in conjunction with the Chief Executive, reviews annually the succession planning strategy for the senior leadership team.

Whilst the Committee has ultimate responsibility for reviewing the structure, size and composition of the Board and recommending any changes required, in practice the Board, as a whole, considers any recommendations for appointments.

Interaction with the Board and governance

During the year, the Chair of each committee will provide the Board with a summary of key issues considered, and conclusions drawn, at the committee meetings. Details regarding the frequency and attendance of meetings for these committees are contained in the Director's Report.

Written terms of reference have been established (and are regularly reviewed) for all Board committees. These terms of reference are available on the Group's Investor website and confirm the duties, authority, reporting responsibilities and minimum meeting frequency for each committee.

Board committees are authorised, in the furtherance of their duties, to engage the services of external advisers as they deem necessary at the Company's expense.

QCA Principle 10: Communicate how the Group is governed and is performing by maintaining a dialogue with shareholders and other relevant stakeholders

The Group communicates formally with shareholders via the Annual Report and Accounts, the full-year and half-year results announcements and associated presentations, periodic market announcements and trading updates (as appropriate) and the AGM.

The executive directors periodically meet with analysts and shareholders in face-to-face meetings as well as hosting investor road shows and events both at the Group's and investors' premises.

The Group's website has been designed to allow a more accessible platform to communicate the Group's strategy, products and processes to the wider community. A dedicated Investors section is maintained within the main site and is updated regularly. The Investors' website contains all financial reports and associated Investor presentations since the Group's Initial Public Offering, together with downloadable copies of standing data (including the terms of reference of the Board's subcommittees) that are of use to stakeholders. We continue to use social media platforms primarily for companywide announcements and to promote success stories.

This governance statement was last reviewed and approved on 24 June 2025.

DIRECTORS' REPORT

FOR THE 18 MONTHS ENDED 31 MARCH 2025

The Directors present their report and the audited financial statements for the Group and the Company for the 18 months ended 31 March 2025.

In accordance with section 415 of the Companies Act 2006 particulars of important events affecting the Group, together with the factors likely to affect its future development, performance and position are set out in the strategic report on pages 2 to 18 which is incorporated into this report by reference.

The Directors' statement on corporate governance is set out on pages 21 to 25. This report should be read in conjunction with information concerning Directors' Remuneration and employee share schemes in the Remuneration report on pages 30 to 31 and which is incorporated by way of cross-reference into the Directors' Report.

The principal activities of the Group are the manufacture and sale of insulating materials primarily to the automotive industry. The Company is an investment holding company. The Directors are not aware, at the date of this report, of any likely changes in the Group's activities in the next year.

Results and dividends

The results for the period are set out in the consolidated income statement and consolidated statement of comprehensive income on pages 41 and 42. Following the period end, the Directors assessed the appropriateness of the Group declaring a final dividend and concluded that no dividend would be appropriate.

Directors

The Directors who served during the period under review and up to the date of approving the Annual Report and Accounts were:

- Adam Attwood;
- Andrew Bloomer (appointed 22 April 2024)
- Desislav Dimitrov (appointed 3 March 2025)
- Mark Taylor (appointed 13 November 2023)
- Dr Qu Li (appointed 25 September 2024)
- Gareth Kaminski-Cook (resigned 19 April 2024)
- Kamran Munir (resigned 18 November 2024)
- Andrew Burn (resigned 28 March 2024)

Corporate governance

The Directors' statement regarding corporate governance can be found on pages 21 to 25. The Company is a member of the Quoted Company Alliance ('QCA') and has adopted the QCA Corporate Governance Code for Small and Mid-Size Quoted Companies (the implementation of corporate governance standards through the year).

Board of Directors and Board committees

Biographical details of all the Directors at the date of this report are set out on page 20.

The Board has formally delegated certain duties and responsibilities to the Audit, Remuneration and Nomination Committees. These committees seek advice from the Company's advisers as the need arises and operated throughout the year. Their roles and membership are stated on page 32 as part of the corporate governance statement.

Meetings of the Board and its Committees

The following table sets out the number of meetings of the Board and Committees during the period under review and individual attendance by the relevant members at these meetings:

	Board		Audit Committee		Remuneration Committee		Nomination Committee	
	Number	Attended	Number	Attended	Number	Attended	Number	Attended
Adam Attwood	17	17	6	6	4	4	2	2
Andrew Bloomer (appointed 22 April 2024)	11	11	-	-	3	3	-	-
Desislav Dimitrov (appointed 3 March 2025)	1	1	-	-	1	1	-	-
Mark Taylor (appointed 13 November 2023)	17	17	6	6	3	3	2	2
Dr Qu Li (appointed 25 September 2024)	6	6	2	2	1	1	1	1
Gareth Kaminski-Cook (resigned 19 April 2024)	6	6	-	-	-	-	-	-
Kamran Munir (resigned 18 November 2024)	12	12	-	-	-	-	-	-
Andrew Burn (resigned 29 March 2024)	6	5	3	3	-	-	-	-

Should a director be unable to attend a meeting, their comments on the business to be considered at the meeting are discussed with the Chair ahead of the meeting so that their contribution can be included in the wider Board discussion.

Auditor independence

The Audit Committee and the Group's external auditor, Dains Audit Limited, have safeguards in place to avoid the possibility that the auditor's objectivity and independence could be compromised. These safeguards include the auditor's report to the Audit Committee on the actions they take to comply with the professional and regulatory requirements and best practice designed to ensure their independence from the Company.

The Group's auditor, through one of its group companies acquired in the period, provided tax services amounting to £22,565 during the period (2023: £nil).

Re-election of Directors

At every Annual General Meeting, at least one-third of the directors (excluding any director appointed since the previous AGM) or, if their number is not a multiple of three, the number nearest to but not exceeding one-third, shall retire from office by rotation.

Directors' interests and indemnity arrangements

At no time during the period did any director hold a material interest in any contract of significance with the Company or any of its subsidiary undertakings excepting an indemnity provision between each Director and the Company and employment contracts between each Director and the Group. The Group has purchased and maintained throughout the period Directors' and Officers' liability insurance in respect of all Group companies.

Directors' interests in shares

The beneficial interests in the shares of the Company of those Directors serving at 31 March 2025 are noted in the Directors' Remuneration report set on pages 30 to 31.

Share capital

Full details of the Company's authorised and issued share capital are set out in note 20 to the consolidated financial statements.

The Company has one class of ordinary share capital with a nominal value of £0.02 each. The rights and obligations attached to the ordinary shares are governed by UK law and the Company's Articles of Association.

Major interests in shares

The following substantial interests (3% or more) in voting rights attaching to the Company's ordinary shares had been notified to the Company:

Shareholder	Number of voting rights as at 31 March 2025	% voting rights as at 31 March 2025	Number of voting rights as at 30 September 2023	% voting rights as at 30 September 2023
Braveheart Investment Group (UK)	**15,884,000**	**29.09%**	8,785,000	16.09%
Schroder Investment Management	**12,752,730**	**23.36%**	13.252.730	24.27%
Stonehage Fleming Family & Partners	**10,400,000**	**19.05%**	10,400,000	19.05%
Premier Miton Group (formerly Miton Group plc)	**3,834,416**	**7.02%**	4,775,156	8.75%
Quai Investment Services (London)	**2,231,694**	**4.09%**	1,604,363	2.94%
Karen Holdback (UK)	**2,025,000**	**3.71%**	2,025,000	3.71%
Kevin Westwood (UK)	**2,025,000**	**3.71%**	2,025,000	3.71%

Financial risk management

In certain circumstances, the Group uses financial instruments to manage specific types of financial risks, including those relating to credit and foreign currency exchange. The Group's objectives and policies on financial risk management including information on liquidity, capital, credit and risk can be found on pages 57 to 59 of the financial statements.

Future business development

Our Strategy is to focus primarily on the automotive, commercial vehicle and adjacent markets:

- Build broader and deeper relationships across auto and commercial OEM's and Tiers, particularly in Engineering, Purchasing, and technology partners.
- Create a more technical product offering, which has higher recycled content or is fully recyclable, particularly leveraging our Neptune technology.
- Create pull through demand and enquiries using a variety of marketing channels.

Research & Development

The Group has a Research and Product Development Strategy and a prioritised programme of projects which is led jointly by the UK Commercial and Projects Director and the Group R&D Manager. The Board reviews the programme twice a year and has a standing agenda item for each Board meeting to review key projects.

Strategic priority is given to environmental projects and maximising profit improvement.

Health and safety

The Chief Executive, with support from a full time Environmental, Health and Safety professional, has overall accountability for health and safety across the organisation.

The Group remains committed to providing a safe and healthy working environment for staff and contractors alike. Groupwide health and safety standards and systems exist to set out, in support of a one company approach, the required range of policies and procedures designed to manage risks and promote wellbeing at all sites.

Management and the Board regularly review a range of health and safety performance measures and take appropriate steps to address any areas for concern including ensuring lessons learned from incidents that occur are shared across the Group for best practice improvements.

Since 2020 an increased level of attention has been given to knowledge and awareness around mental health in the workplace. This included external training for the Group H&S Manager and UK HR Manager.

Charitable and political donations in the period

The Company did not make any political or charitable donations during the period.

Going concern

Going concern is considered in note 1 to the financial statements.

Auditor

As recommended by the Audit Committee and pursuant to section 487 of the Companies Act 2006, the Company will propose a resolution at the AGM to reappoint Dains Audit Limited as auditor and authorise the Directors to agree their remuneration.

Audit information

The Directors who were in office on the date of approval of the Directors' Report have confirmed that, so far as they are aware, there is no relevant audit information of which the Company's auditor is unaware. Each of the directors has confirmed they have taken all the reasonable steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of the information.

The confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Annual General Meeting

Details of the Company's Annual General Meeting and the resolutions to be proposed are set out in the separate Notice of Meeting.

The meeting will be held at 10:30am on 17 September 2025 at the Company's main offices at Central Point One, Central Park Drive, Rugby, Warwickshire, CV23 0WE.

The Directors' Report has been approved by the Board of Directors on 24 June 2025.

By order of the Board.

Desislav Dimitrov
Director

Autins Group plc
Central Point One
Central Park Drive
Rugby
Warwickshire CV23 0WE

Company number: 08958960

DIRECTORS' REMUNERATION REPORT

The remuneration of the executive directors and certain other key management team members is subject to the approval and oversight of the Remuneration Committee which is chaired by Mark Taylor.

The Company's remuneration policy is designed to promote the achievement of its strategic goals with regard to growth and diversification and to attract and retain staff and directors capable of accelerating achievement of the strategic plans.

In setting the measurement of executive performance, due notice is taken of the risk profile of the business and to reward progress. The Committee believes that the Executive Directors and Leadership team should be rewarded for securing long-term growth that provides for a sustained growth of investor returns.

Fixed pay is based on a market-based approach which takes into account the size of the Group, peer review of compensation packages and the experience and qualifications of the executive in question. Variable pay is designed to promote outperformance, which is achievable, repeatable and sustainable.

Directors

The Directors who served during the period under review and up to the date of approving the Annual Report and Accounts are disclosed in the Directors' Report.

At every Annual General Meeting, at least one-third of the Directors (excluding any Director appointed since the previous AGM) or, if their number is not a multiple of three, the number nearest to but not exceeding one-third, shall retire from office by rotation.

Directors' interests – interests in shares

	2p ordinary shares at 31 March 2025	% of issued ordinary share capital	2p ordinary shares at 1 October 2023	% of issued ordinary share capital
Adam Attwood	**675,000**	**1.24**	675,000	1.24
Andrew Bloomer (appointed 22 April 2024)	**-**	**-**	-	-
Desislav Dimitrov (appointed 3 March 2025)	**-**	**-**	-	-
Mark Taylor (appointed 13 November 2023)	**-**	**-**	-	-
Dr Qu Li (appointed 25 September 2024)	**-**	**-**	-	-
Gareth Kaminski-Cook (resigned 19 April 2024)	**-**	**-**	245,228	0.45
Kamran Munir (resigned 18 November 2024)	**-**	**-**	45,000	0.08
Andrew Burn (resigned 28 March 2024)	**-**	**-**	-	-

Directors' interests – interests in share options

There were no share options arrangements in place at 31 March 2025. However, two new share option arrangements will be established as detailed below.

2025 EMI share option scheme

This scheme will be established for Andy Bloomer and Des Dimitrov and share options will be awarded based on the net profit after taxation for the year ending 31 March 2026 exceeding the budgeted net profit after taxation for that year. The maximum number of share options that can be awarded is 407,143 to Andy Bloomer and 257,143 to Des Dimitrov depending by how much the budgeted net profit after taxation is exceeded. The share options will be awarded once the Annual Report for the year ending 31 March 2026 has been signed by the auditors. Once awarded 50% can be exercised immediately and 50% 12 months after that date. Once the share options are exercised 75% of the shares must be retained for at least 12 months.

In respect of the year ending 31 March 2026 there is no cash bonus arrangement in place for Andy Bloomer and Des Dimitrov. There is a cash bonus scheme in place for the rest of the Leadership Team.

Long Term Incentive Plan ('LTIP')

This scheme will be established for Andy Bloomer, Des Dimitrov and the rest of the Leadership Team. This is a three year plan with share options awarded based on achievement of challenging net profit after taxation targets for the three years ending 31 March 2028, the achievement of significant increases in the Company's share price and the recommencement of the payment of dividends in respect of the year ending 31 March 2027. The maximum number of share options that can be awarded under this scheme is 3,950,000. The share options will be awarded once the Annual Report for the year ending 31 March 2028 has been signed by the auditors. Once the share options are exercised 75% of the shares should be held for a minimum of two years.

Contracts of service

The Chief Executive Officer, Andy Bloomer, has a service agreement containing nine months' notice, and claw back and malus clauses with regard to any paid or unpaid bonuses.

The Chief Financial Officer, Des Dimitrov, has a service agreement containing six months' notice, and claw back and malus clauses with regard to any paid or unpaid bonuses

The non-Executive Directors, Adam Attwood, Qu Li and Mark Taylor, have service agreements with a three months' notice period.

Salaries and benefits

The Remuneration Committee meets at least twice per year to consider, review and set the remuneration packages for the Executive Directors.

Remuneration is benchmarked annually to ensure it remains comparable and competitive with companies of a similar size and complexity. Remuneration for the executive directors comprises basic salary, pension contributions and benefits in kind (including healthcare, company cars and life insurance). The non-Executive Directors' remuneration, with the exception of Dr Qu Li who is not remunerated, consists of basic salaries but they are also reimbursed for travel and other out-of-pocket expenses.

Period ended 31 March 2025	**Salary £000**	**Bonus £000**	**Benefits £000**	**Pension £000**	**Total FY25 £000**	Total FY23 £000
A Attwood	90	-	-	-	**90**	60
A Bloomer (appointed 22 April 2024)	179	-	10	18	**207**	-
D Dimitrov (appointed 3 March 2025)	11	-	-	1	**12**	-
M Taylor (appointed 13 November 2023)	50	-	-	-	**50**	-
Dr Q Li (appointed 25 September 2024)	-	-	-	-	**-**	-
G Kaminski-Cook (resigned 19 April 2024)	249	2	9	-	**260**	265
K Munir (resigned 18 November 2024)	283	42	6	30	**361**	208
A Burn (resigned 28 March 2024)	22	-	-	-	**22**	17
N MacDonald (resigned 30 June 2023)	-	-	-	-	**-**	34
	884	**44**	**25**	**49**	**1,002**	584

FY25 is for the 18 months ended 31 March 2025.

FY23 is for the 12 months ended 30 September 2023.

A bonus of £2,000 each was paid to Gareth Kaminski-Cook and Kamran Munir in September 2024 to reflect the achievement of personal goals set by the Board. In addition, Kamran Munir was paid £40,000 in relation to an historic arrangement for his support during the Covid period and was payable if he remained with the Company for two years.

By order of the Board

Mark Taylor
Non-Executive Director and Chair of the Remuneration Committee

24 June 2025

AUDIT COMMITTEE REPORT

Members of the Audit Committee

The Committee currently consists of all serving non-executive directors. The Committee was chaired by Mark Taylor.

The Board is satisfied that as Chair of the Committee in the period, Mark Taylor has relevant and recent financial experience as well as being a Chartered Accountant who has served as an audit partner and Chair of Audit Committee in another organisation.

Meetings of the Committee may, by invitation, be attended by the Chief Executive and the Chief Financial Officer. The Committee met formally six times in the period. There were also several informal meetings with the external auditors.

The Committee reports the outcome of its deliberations at the subsequent Board meeting and minutes of each meeting are made available to all members of the Board.

Duties

The Audit Committee's duties are set out in its terms of reference, which are available on the Company's website (www.autins.com/investors) and on request from the Company Secretary.

The normal items of business considered by the Audit Committee during the period included:

- Review of the risk management and internal control framework;
- Review of the financial statements, Annual Report and investor presentations;
- Consideration of the external audit report and management representation letter;
- Review of the interim results and associated presentation for investors;
- Review of the audit plan and audit engagement letter for the 18 months ended 31 March 2025; and
- Meetings with the auditor with and without management present.

Role of the Auditor

The Audit Committee monitors the relationship with the auditor, Dains Audit Limited, to ensure that auditor independence and objectivity is maintained.

The Committee monitors the provision of any non-audit services by the external auditor (if any). During the period, the auditor, through one of its group companies acquired in the period, provided tax services amounting to £22,565 (2023: £nil). We have subsequently changed the tax services provider to an independent firm.

The Audit Committee recommends Dains Audit Limited be reappointed as auditor at the next AGM.

Audit process

The auditor prepares and presents a plan for the audit of the financial statements that establishes the scope, areas of special focus and audit timetable. This plan is reviewed and agreed by the Audit Committee.

Following the audit of the annual financial statements the auditor presents its findings to the Audit Committee for discussion. There were no major areas of concern highlighted by the auditor during the period beyond those areas of significant risk and audit judgment that are routinely discussed and disclosed in their report to the members of the Company.

Internal audit

The Committee considers that, taking account of the size and structure of the Group's trading and assets, an internal audit function is not required. The Committee will keep this under review to ensure that as the Group develops and complexity increases appropriate resources are dedicated to the creation of an internal audit function.

Risk management and internal controls

As described on page 22 of the Corporate Governance Report, the Group has established a framework of risk management and internal control systems, policies and procedures. The Audit Committee is responsible for reviewing the risk management and internal control framework and ensuring that it operates effectively. During the period, the Committee has reviewed the framework and the Committee is satisfied that it is currently operating effectively.

Whistleblowing

As noted in the Corporate Governance Report, the Group has a formal whistleblowing policy which sets out the process for any employee of the Group to raise, in confidence, any concerns about possible improprieties in financial reporting or other governance matters. The Chair of the Audit Committee acts as the independent reviewer for any concerns that are raised, with any relevant matters and actions recorded at the next appropriate meeting. During the period, there have been no incidents recorded or raised for consideration.

By order of the Board

Mark Taylor
Non-Executive Director and Chair of the Audit Committee

24 June 2025

FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AUTINS GROUP PLC

Opinion

We have audited the financial statements of Autins Group plc (the 'Parent Company') and its subsidiaries (the 'Group') for the period ended 31 March 2025 which comprise the Consolidated Income Statement, the Consolidated Statement of Comprehensive Income, the Consolidated and Parent Company Statements of Financial Position, the Consolidated and Parent Company Statements of Changes in Equity, the Consolidated Statement of Cash Flows and notes to the financial statements, including significant accounting policies.

The financial reporting framework that has been applied in the preparation of the group financial statements is applicable law and UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006. The financial reporting framework that has been applied in the preparation of the Parent Company financial statements is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 31 March 2025 and of the Group's loss for the period then ended;
- the group financial statements have been properly prepared in accordance with UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006; and
- the parent company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK) and applicable law. Our responsibilities under those standards are further described in the Auditor responsibilities for the audit of the financial statements section of our report. We are independent of the Group and the Parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our approach to the audit

As part of designing our audit approach, we obtained an understanding of the Group and its environment, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we looked at where the Directors made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the Directors that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the Group and the Parent Company, the accounting processes and controls, and the industry in which they operate and assessing the risks of material misstatement at the Group level.

The Group financial statements are a consolidation of five reporting units, comprising the Group's trading businesses and holding company. In establishing the overall approach to the Group audit, we assessed the audit significance of each reporting unit in the Group by reference to both its financial significance and other indicators of audit risk to the Group, such as the complexity of operations and the degree of estimation and judgement in the financial results.

Based on our assessment we have focussed our audit on the UK and German businesses, Autins Group plc, Autins Limited and Autins GmbH. These entities were subjected to full scope audits for Group purposes by the Group engagement team. At a Group level we tested the consolidation and performed reviews at group level on the remaining aggregated financial information not subject to audit.

The businesses where we audited the entire financial information accounted for 92% of group revenues and 61% of total assets. Specified audit procedures were performed by the group audit team on a further 24% of total assets. The remaining revenues and total assets were reviewed at group level.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit, and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters	How our scope addressed this matter
Impairment risks The Group has goodwill, other intangibles, property, plant and equipment and right of use assets of £15.3m. In accordance with accounting standards, goodwill is not amortised but is subject to an annual impairment review through assessment of the value in use of the Automotive Noise, Vibration and Harshness ("NVH") CGU to which it is attributable. The existence of continuing operating losses and the Group's market capitalisation being lower than the consolidated net assets, provide indicators that impairments may be present. In addition, property, plant and equipment within the NVH CGU includes the Neptune production facility with a net book value of £4.3m. This facility was completed and brought into use in 2018 and whilst volumes continue to increase, it is currently still operating below full capacity. Therefore we consider there to be a significant risk in relation to the achievement of the forecast future trading and cash flows used to determine the value in use supporting the carrying value of the	We have tested the judgements made by management in undertaking the impairment tests. This included: • Identifying the Cash Generating Units (CGUs) and validating the assumptions and evidence supporting the allocation of the associated revenue, costs and assets to CGUs; • Reconciling the information used in the value in use models to the underlying accounting records and the budgets and forecasts for the Group; • Recalculating the discount rate used to discount the cash flows in each CGU and changes made to incorporate the risks in the business and sector; • Comparing the forecasts to the information used to assess the going concern assumption and challenging the robustness of the key assumptions, including revenue and profit growth; • Considering the appropriateness of the sensitivities applied by management. This included reviewing the stress testing undertaken by management to assess the appropriateness of the assumptions applied for the relevant scenarios, assessing the level of underperformance against management's forecasts required to eliminate the headroom for both the NVH CGU and the Neptune facility and considering the level of headroom after the application of the relevant sensitivities; • Engaging our internal valuation experts, working with them to confirm the appropriateness of the models used by management to calculate the value in use for each CGU, and the calculation of the discount rates, and

Key audit matters	How our scope addressed this matter
goodwill, other intangible assets, property, plant and equipment and right of use assets in the NVH CGU and the Neptune facility within the NVH CGU. No other CGU's have any assets which could be subject to material impairment. Details of the accounting policies, significant estimates and judgements, property, plant and equipment, right-of-use assets and intangible assets are provided in notes 1, 2, 11, 12 and 13.	• Reviewing the disclosures prepared by the Directors set out in Notes 1, 2, 11, 12 and 13 to ensure we consider them to be appropriate. **Key observations:** Nothing has come to our attention as a result of performing the above procedures that causes us to believe that the assumptions and judgements used as inputs in the impairment considerations were inappropriately applied.
Going concern We have determined going concern to be a key audit matter because of challenging trading circumstances and a further period of the Group reporting a trading loss. These matters, and the further uncertainty created by the wider economy have therefore increased the level of estimation and judgement involved in relation to going concern assessments and was a key area of focus during our audit. Details of the Directors' going concern assessment are disclosed in note 1.	We have tested the judgements made by management in assessing the Group and the Parent Company's ability to continue to adopt the going concern basis of accounting. This included: • Critically assessing management's trading and cash flow budgets and forecasts, which cover the period to 31 March 2027. This included challenging the key estimates and judgements and the evidence underpinning them. In doing so, we specifically considered the principal trading and cash flow assumptions, the quantum of the banking facilities used in the calculation of the available liquidity and the impact of the confirmed lender covenants position. Our challenge of the revenue assumptions included consideration of customer enquiries, current order levels and information from customers regarding expected future volumes and prices and included information available up to the date of issuance of our report; • Testing the various scenarios and sensitivities performed by management in respect of the key assumptions underpinning the budgets and forecasts and challenged the sensitivities to ensure they reflected all reasonably foreseeable events and circumstances; • Considering the information provided to management by their major customers relating to future activity levels and the previous experience of these activity levels being met; and • Reviewing the disclosure prepared by the Directors set out in Note 1 to ensure we consider it to be appropriate.

Key audit matters	How our scope addressed this matter
	Key observations: As a result of performing the above procedures, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our application of materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

We apply the concept of materiality both in planning and performing our audit, and in evaluating the effect of misstatements. We consider materiality to be the magnitude by which misstatements, including omissions, could influence the economic decisions of reasonable users that are taken on the basis of the financial statements.

In order to reduce to an appropriately low level the probability that any misstatements exceed materiality, we use a lower materiality level, performance materiality, to determine the extent of testing needed. Importantly, misstatements below these levels will not necessarily be evaluated as immaterial as we also take account of the nature of identified misstatements, and the particular circumstances of their occurrence, when evaluating their effect on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole and performance materiality as follows:

	Group financial statements		Parent company financial statements	
	2025 **£'000**	**2023** **£'000**	**2025** **£'000**	**2022** **£'000**
Materiality	412	450	226	265
Basis for determining materiality	2% of annualised Group revenue	2% of Group revenue	2.0% of net assets	2.0% of net assets
Rationale for the benchmark applied	Revenue is the key driver of the business value and is the underlying driver for management's key measure of performance.	Revenue is the key driver of the business value and is the underlying driver for management's key measure of performance.	The Parent Company does not trade so the key measure of performance is net assets	The Parent Company does not trade so the key measure of performance is net assets.

	Group financial statements		Parent company financial statements	
	2025 **£'000**	**2023** **£'000**	**2025** **£'000**	**2022** **£'000**
Performance materiality	350	385	192	225
Basis for determining performance materiality	Set at 85% of materiality after having considered a number of factors including the expected total value of known and likely misstatements and the level of transactions in the period	Set at 85% of materiality after having considered a number of factors including the expected total value of known and likely misstatements and the level of transactions in the year.	Set at 85% of materiality after having considered a number of factors including the expected total value of known and likely misstatements and the level of transactions in the period	Set at 85% of materiality after having considered a number of factors including the expected total value of known and likely misstatements and the level of transactions in the year

Component materiality

We set materiality for each component of the Group which ranged from £264,000 to £412,000. In the audit of each component, we further applied performance materiality levels of 85% of the component materiality to our testing to ensure that the risk of errors exceeding component materiality was appropriately mitigated.

Reporting threshold

We agreed with the Audit Committee that we would report to them all uncorrected audit differences in excess of £18,000 (2023 - £23,000). We also agreed to report differences below this threshold that, in our view, warranted reporting on qualitative grounds.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group and the Parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the Parent Company and their environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the Parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Parent Company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the Parent Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We gained an understanding of the legal and regulatory framework applicable to the Group and the industry in which it operates and considered the risk of acts by the Group which were contrary to applicable laws and regulations, including fraud. These included, but were not limited, to compliance with the Companies Act 2006, the AIM listing rules and accounting standards.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the senior statutory auditor ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;

- we identified the laws and regulations applicable to the Group through discussions with directors and other management, and from our commercial knowledge and experience of the manufacturing sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the Group, including the financial reporting legislation, Companies Act 2006, the AIM listing rules, taxation legislation, anti-bribery, employment, and environmental and health and safety legislation;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the Group's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in Note 2 were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of meetings of those charged with governance;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC, relevant regulators and the Group's legal advisors.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's report.

Use of our report

This report is made solely to the Parent Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Parent Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Parent Company and the Parent Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Dains Audit Limited

Mark Hargate FCA (Senior Statutory Auditor)
For and on behalf of
Dains Audit Limited
Statutory Auditor
Chartered Accountants
Birmingham
United Kingdom
24 June 2025

CONSOLIDATED INCOME STATEMENT
For the 18 months ended 31 March 2025

	Note	**18 months ended 31 March 2025 *£000***	Year ended 30 September 2023 £000
Revenue	4	**31,106**	22,679
Cost of sales		**(21,198)**	(15,997)
Gross profit		**9,908**	6,682
Other operating income	5	**9**	6
Selling and distribution expenses		**(564)**	(562)
Administrative expenses excluding exceptional costs		**(10,082)**	(6,872)
Exceptional administrative costs	5	**(280)**	-
Administrative expenses		**(10,362)**	(6,872)
Operating loss before exceptional costs		**(729)**	(746)
Exceptional costs		**(280)**	-
Operating loss	5	**(1,009)**	(746)
Finance income	8	**20**	-
Finance expense	8	**(724)**	(501)
Share of post-tax profit of equity accounted joint ventures	14	**-**	5
Profit on disposal of interest in joint venture	14		201
Loss before tax		**(1,713)**	(1,041)
Tax credit	9	**49**	128
Loss after tax for the period		**(1,664)**	(913)
Loss per share for loss attributable to the owners of the parent during the period			
Basic (pence)	10	**(3.05)p**	(1.67)p
Diluted (pence)	10	**(3.05)p**	(1.67)p

All amounts relate to continuing operations.

The notes on pages 49 to 74 form part of these financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the 18 months ended 31 March 2025

	18 months ended 31 March 2025 £000	Year ended 30 September 2023 £000
Loss after tax for the period	**(1,664)**	**(913)**
Other comprehensive income		
Items that may be reclassified subsequently to profit or loss		
Currency translation differences	**22**	**(7)**
Total comprehensive expense for the period	**(1,642)**	**(920)**

The notes on pages 49 to 74 form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 March 2025

	Note	31 March 2025 £000	30 September 2023 £000
Non-current assets			
Property, plant and equipment	11	**7,873**	8,407
Right-of-use assets	12	**4,658**	4,302
Intangible assets	13	**2,814**	2,839
Total non-current assets		**15,345**	15,548
Current assets			
Inventories	15	**1,449**	2,343
Trade and other receivables	16	**4,063**	4,275
Cash and cash equivalents		**1,384**	2,090
Total current assets		**6,896**	8,708
Total assets		**22,241**	24,256
Current liabilities			
Trade and other payables	17	**4,927**	4,468
Loans and borrowings	18	**1,712**	1,306
Lease liabilities	12	**1,158**	889
Total current liabilities		**7,797**	6,663
Non-current liabilities			
Trade and other payables	17	**98**	99
Loans and borrowings	18	**751**	2,387
Lease liabilities	12	**4,422**	4,280
Deferred tax liability	19	**-**	12
Total non-current liabilities		**5,271**	6,778
Total liabilities		**13,068**	13,441
Net assets		**9,173**	10,815
Equity attributable to equity holders of the company			
Share capital	20	**1,092**	1,092
Share premium account	21	**18,366**	18,366
Other reserves	21	**1,886**	1,886
Currency differences reserve	21	**(125)**	(147)
Profit and loss account	21	**(12,046)**	(10,382)
Total equity		**9,173**	10,815

The notes on pages 49 to 74 form part of these financial statements.

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 24 June 2025.

Desislav Dimitrov
Chief Financial Officer

PARENT COMPANY STATEMENT OF FINANCIAL POSITION
As at 31 March 2025

	Note	31 March 2025 £000	30 September 2023 £000
Non-current assets			
Intangible assets	13	**4**	56
Investments	14	**16,408**	16,239
Total non-current assets		**16,412**	16,295
Current assets			
Trade and other receivables	16	**5,275**	9,008
Cash and cash equivalents		**53**	247
Total current assets		**5,328**	9,255
Total assets		**21,740**	25,550
Current liabilities			
Trade and other payables	17	**8,085**	8,458
Loans and borrowings	18	**1,580**	1,195
Total current liabilities		**9,665**	9,653
Non-current liabilities			
Loans and borrowings	18	**292**	2,042
Total non-current liabilities		**292**	2,042
Total liabilities		**9,957**	11,695
Net assets		**11,783**	13,855
Equity attributable to equity holders of the company			
Share capital	20	**1,092**	1,092
Share premium account	21	**18,366**	18,366
Other reserves	21	**1,886**	1,886
Profit and loss account	21	**(9,561)**	(7,489)
Total equity		**11,783**	13,855

The Company has elected to take the exemption under section 408 of the Companies Act not to present the parent Company profit and loss account. The loss for the parent Company for the 18 months ended 31 March 2025 was £2,072,000 (year ended 30 September 2023: loss of £1,239,000).

The notes on pages 49 to 74 form part of these financial statements.

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 24 June 2025.

Desislav Dimitrov
Chief Financial Officer

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the 18 months ended 31 March 2025

	Share capital £000	*Share premium account £000*	*Other reserves £000*	*Currency differences reserve £000*	*Profit and loss account £000*	*Total Equity £000*
At 30 September 2023	1,092	18,366	1,886	(147)	(10,382)	10,815
Comprehensive income for the period						
Loss for the period	-	-	-	-	(1,664)	**(1,664)**
Other comprehensive income	-	-	-	22	-	**22**
Total comprehensive expense for the period	**-**	**-**	**-**	**22**	**(1,664)**	**(1,642)**
At 31 March 2025	**1,092**	**18,366**	**1,886**	**(125)**	**(12,046)**	**9,173**

	Share capital £000	*Share premium account £000*	*Other reserves £000*	*Currency differences reserve £000*	*Profit and loss account £000*	*Total Equity £000*
At 30 September 2022	1,092	18,366	1,886	(140)	(9,469)	11,735
Comprehensive income for the year						
Loss for the year	-	-	-	-	(913)	**(913)**
Other comprehensive income	-	-	-	(7)	-	**(7)**
Total comprehensive expense for the year	**-**	**-**	**-**	**(7)**	**(913)**	**(920)**
At 30 September 2023	**1,092**	**18,366**	**1,886**	**(147)**	**(10,382)**	**10,815**

PARENT COMPANY STATEMENT OF CHANGES IN EQUITY
For the 18 months ended 31 March 2025

	Share capital £000	*Share premium account £000*	*Other reserves £000*	*Profit and loss account £000*	*Total Equity £000*
At 30 September 2023	1,092	18,366	1,886	(7,489)	13,855
Comprehensive income for the period					
Loss for the period and total comprehensive expense	-	-	-	(2,072)	**(2,072)**
Total comprehensive expense for the period	**-**	**-**	**-**	**(2,072)**	**(2,072)**
At 31 March 2025	**1,092**	**18,366**	**1,886**	**(9,561)**	**11,783**

	Share capital £000	*Share premium account £000*	*Other reserves £000*	*Profit and loss account £000*	*Total Equity £000*
At 30 September 2022	1,092	18,366	1,886	(6,250)	15,094
Comprehensive income for the year					
Loss for the year and total comprehensive expense	-	-	-	(1,239)	**(1,239)**
Total comprehensive expense for the year	**-**	**-**	**-**	**(1,239)**	**(1,239)**
At 30 September 2023	**1,092**	**18,366**	**1,886**	**(7,489)**	**13,855**

CONSOLIDATED STATEMENT OF CASH FLOWS
For the 18 months ended 31 March 2025

	18 months ended 31 March 2025 £000	Year ended 30 September 2023 £000
Operating activities		
Loss after tax	**(1,664)**	(913)
Adjustments for:		
Income tax	**(49)**	(128)
Net finance expense	**704**	501
Foreign exchange losses	**57**	-
Depreciation of property, plant and equipment	**1,125**	895
Depreciation of right-of-use assets	**1,579**	817
Amortisation of intangible assets	**228**	199
Profit on disposal of interest in joint venture	**-**	(201)
Share of post-tax profit of equity accounted joint ventures	**-**	(5)
	1,980	1,165
Change in trade and other receivables	**127**	(723)
Change in inventories	**871**	291
Change in trade and other payables	**388**	1,274
	1,386	842
Cash generated from operations	**3,366**	2,007
Income taxes received	**192**	67
Net cash flows from operating activities	**3,558**	2,074
Investing activities		
Interest received	**20**	-
Purchase of property, plant and equipment	**(539)**	(531)
Purchase of intangible assets	**(198)**	(82)
Proceeds from disposal of tangible fixed assets	**-**	118
Proceeds from disposal of interest in joint venture	**-**	180
Net cash used in investing activities	**(717)**	(315)
Financing activities		
Interest paid	**(724)**	(501)
Bank loans repaid	**(1,424)**	(179)
Principal paid on lease liabilities	**(1,524)**	(851)
Hire purchase finance advanced	**267**	205
Hire purchase agreements repaid	**(136)**	(110)
Net cash used in financing activities	**(3,541)**	(1,436)
Net (decrease)/increase in cash and cash equivalents	**(700)**	323
Cash and cash equivalents at beginning of period	**2,090**	1,786
Foreign exchange movements	**(6)**	(19)
Cash and cash equivalents at end of period	**1,384**	2,090

	31 March 2025 £000	*30 September 2023 £000*
Cash and cash equivalents comprise:		
Cash balances	**1,384**	2,090

Reconciliation of movements in net cash/financing liabilities

18 months ended 31 March 2025	***Opening £000***	***Cash flows £000***	***Non-cash movements £000***	***Closing £000***
Cash and cash equivalents				
Cash balances	2,090	(700)	(6)	**1,384**
Financing liabilities				
Bank loans	(3,456)	1,424	(6)	**(2,038)**
Hire purchase liabilities	(237)	(131)	(57)	**(425)**
Lease liabilities	(5,169)	1,970	(2,381)	**(5,580)**
	(8,862)	3,263	(2,444)	**(8,043)**
	(6,772)	**2,563**	**(2,450)**	**(6,659)**

Year ended 30 September 2023	***Opening £000***	***Cash flows £000***	***Non-cash movements £000***	***Closing £000***
Cash and cash equivalents				
Cash balances	1,786	323	(19)	**2,090**
Financing liabilities				
Bank loans	(3,625)	179	(10)	**(3,456)**
Hire purchase liabilities	(142)	(95)	-	**(237)**
Lease liabilities	(5,452)	1,116	(833)	**(5,169)**
	(9,219)	1,200	(843)	**(8,862)**
	(7,433)	**1,523**	**(862)**	**(6,772)**

Material non cash transactions

Financing liabilities include lease liabilities, primarily in respect of property leases, following the adoption of IFRS16 from 1 October 2019. Additions of £1,925,000 and foreign exchange movements of £10,000 are shown in non-cash movements together with financing charges of £446,000 (FY23: £610,000 of additions net of foreign exchange movements of £42,000 together with financing charges of £265,000).

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting policies

Description of business
Autins Group is a public limited company (plc) incorporated and domiciled in England and Wales and listed on AIM, a market operated by the London Stock Exchange. The principal activity of the Group is the supply of Noise Vibration and Harshness (NVH) insulating materials. Supply is primarily to the automotive industry but also into other industries such as commercial vehicles, flooring, office pods and building applications. The address of the registered office is Central Point One, Central Park Drive, Rugby, Warwickshire, CV23 0WE.

Accounting convention and basis of preparation

The financial statements have been prepared in accordance with the historical cost convention and International Accounting Standards in conformity with the requirements of the Companies Act 2006. The financial statements are for the 18 month period ended 31 March 2025, with the comparative period for the year ended 30 September 2023. The stated accounting policies have been consistently applied to all periods presented.

The parent company financial statements have been prepared under applicable United Kingdom Accounting Standards (FRS101) in order to apply International Accounting Standards in conformity with the requirements of the Companies Act 2006. The following FRS 101 disclosure exemptions have been taken in respect of the parent company only information:

- IAS 7 Statement of cash flows;
- IFRS 7 Financial instruments disclosures; and
- IAS 24 Key management remuneration.

The consolidated financial statements are drawn up in sterling, the functional currency of Autins Group plc. The level of rounding for the financial statements is the nearest thousand pounds.

Changes in accounting policies
These financial statements have been prepared in accordance with UK-adopted international accounting standards in conformity with the requirements of the Companies Act 2006 for periods beginning on or after 1 October 2023 with no new standards adopted in these financial statements

New accounting standards applicable to future periods
There are no new standards, interpretations and amendments which are not yet effective in these financial statements, expected to have a material effect on the Group's future financial statements.

Going concern
The Directors have concluded that, based on current and forecast trading, the annual cash flow forecasts, and the available sources of finance, that it is appropriate to prepare these financial statements on the going concern basis.

The Directors have prepared trading and cash flow forecasts through to 31 March 2027.

The trading forecasts take into consideration:

- the current and expected demand schedules from the Group's key automotive customers, changes in expected demand for flooring products in Germany and the levels of enquiries for new business;
- the impact of current and future expected demand levels for new vehicles, the migration to EVs and publicly available forward looking market information on market sizes and dynamics; and
- the current cost structure of the Group and an allowance for known increases and reductions including various projects to improve efficiency in the production and procurement processes.

The key sensitivities in the trading forecasts are automotive revenue levels, end market vehicle sales mix and the timing of orders placed by customers. These sensitivities have been factored into the forecasts.

The cash flow forecasts are derived from the trading forecasts and include the repayment of loans in accordance with the agreements with the lenders, further details of which are provided below. The cash flow forecasts also assume that working capital is managed in line with the commercial agreements and provide a contingency.

The facilities available to the Group comprise a UK invoice finance facility of up to £3.5 million and combined overdraft facilities in Germany and Sweden of £0.2 million, none of which are currently drawn. As at 31 May 2025, shortly before the reporting date, the cash headroom, including the undrawn facilities was £2.8 million.

The minimum cash headroom, comprising cash at bank and available facilities, in the forecasts for a period of 12 months from the date of signing these financial statements is £1.4 million in January 2026, following the full repayment of the MEIF term loan.

As at 31 March 2025, the Group had:

- a UK CBILS loan of £0.9 million;
- a MEIF loan of £1.0 million; and
- a German Government loan of £0.2 million.

The UK CBILS loan is repayable in quarterly instalments of £146,154 through to July 2026. A revised facility agreement was signed in relation to this loan in July 2024 which included covenants in relation to minimum EBITDA levels, minimum levels of cash at bank plus available facilities (liquidity) and maximum net leverage (total debt, excluding IFRS 16 liabilities, as a multiple of EBITDA), which are measured quarterly. The forecasts demonstrate that in the period of at least 12 months from signing these financial statements the covenants are fully complied with.

A revised facility agreement was also signed in July 2024 in relation to the MEIF loan, which schedules full repayment of the loan by 31 January 2026. This facility does not include any covenants.

The German Government loan is repayable in quarterly instalments of £8,000 through to 2030.

Composition of the Group
A list of the subsidiary undertakings is given in note 14 to the financial statements.

Basis of consolidation
The consolidated financial statements incorporate the results of business combinations using the acquisition method. In the statement of financial position, the acquiree's identifiable assets (both tangible and intangible), liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date.

The consolidated financial statements present the results of the Company and its subsidiaries ("the Group") as if they formed a single entity. Intercompany transactions and balances between Group companies are therefore eliminated in full.

Subsidiaries are all entities over which the Group has control. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group. Any non-controlling interest in a subsidiary entity is recognised at a proportionate share of the subsidiary's net assets or liabilities. On acquisition of a non-controlling interest, the difference between the consideration paid and the non-controlling interest at that date is taken to equity reserves.

Revenue recognition
Revenue is measured at the fair value of the consideration received or receivable when performance obligations are satisfied and represents the amount receivable for goods supplied, net of returns, discounts and rebates allowed by the Group and value added taxes.

Revenue from the sale of goods is recognised when the customer has taken control of the goods and is able to benefit from or direct the use of the goods, which is usually when the goods have been accepted by the customer.

The Group recognises revenue from the sale of tooling when the obligation for it to be capable of the specified production use are satisfied which is considered to be when the specific tool has passed pre-production assessment and sign off by the relevant customer engineer.

Where the costs of developing a specific automotive tooling component for a customer do not result in a product that will enter volume production, the revenue arising from cost recovery for obsolete materials, tooling and design and development work is recognised at the point of customer acceptance of the claim.

Expenditure
Expenditure is recognised in respect of goods and services received when supplied in accordance with contractual terms. Provision is made when a present obligation exists for a future liability relating to a past event and where the amount of the obligation can be reliably estimated.

Goodwill
Goodwill arising on acquisitions is the excess of the fair value of the cost of acquisition, over the fair value of identifiable net assets acquired. Any direct costs are expensed in the income statement. Goodwill on acquisition is recorded as an intangible fixed asset and represents the residual amount remaining after taking account of the fair values attributed to the identifiable assets, liabilities and contingent liabilities that existed at the date of acquisition, reflecting their condition at that date. Adjustments are also made to align the accounting policies of acquired businesses with those of the Group. This is applied either on initial acquisition or where control is gained over a previously equity accounted interest in an entity. A fair value is measured for the entire holding on taking control and in respect of all assets and liabilities resulting in a gain or loss on a previously held and equity accounted investment.

Goodwill is assigned an indefinite useful economic life. Impairment reviews are performed annually, or more frequently if events or changes in circumstances indicate that the carrying value may not be recoverable.

Impairment of non-financial assets
Impairment tests on goodwill are undertaken annually at the financial year end. All other individual non-financial assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the carrying value exceeds the recoverable amount of the asset or cash-generating unit. The recoverable amount is the higher of fair value, reflecting market conditions less costs to sell, and value in use based on an internal discounted cash flow evaluation.

Impairment charges are included in profit or loss, except to the extent they reverse gains previously recognised in other comprehensive income. An impairment loss recognised for goodwill is not reversed.

Intangible assets acquired as part of a business combination
Intangible assets acquired in a business combination are identified and recognised separately from goodwill where they are separable from the acquired entity or give rise to other contractual/legal rights. Amounts assigned to intangibles acquired as part of a business combination are arrived at by using an appropriate valuation technique for the asset concerned.

All intangible assets acquired through a business combination are amortised on a straight-line basis over their estimated useful lives. Amortisation is reported within administrative expenses in the consolidated statement of comprehensive income.

The intangibles currently recognised by the Group; their useful economic lives and the methods used to determine the separable cost of the intangibles acquired in business combinations are as follows:

Intangible asset	*Useful economic life*	*Valuation method*
Tooling intellectual property	10 years	Estimated discounted cash flow of post-tax royalty earnings potential
Key customer relationships	7 years	Estimated discounted cash flow

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and impairment losses.

Property, plant and equipment
Items of property, plant and equipment are initially recognised at cost. As well as the purchase price, cost includes directly attributable costs, pre-production plant commissioning costs and interest incurred during the course of construction.

Depreciation is provided on all items of property, plant and equipment so as to write off their cost, less expected residual value over the expected useful economic lives. It is provided at the following rates:

Plant and machinery	-	5-20 years straight line or units of production (see below)
Leasehold improvements	-	Period of the lease
Fixtures and fittings	-	3-15 years straight line

Depreciation of the Group's Neptune material production line has been provided based on a fixed unit of production method since the commencement of commercial production.

The unit of production has been calculated based on the original equipment manufacturer's warranted minimum annual capacity, adjusted for management's recent experience, and management's assessment of expected life. Any re-assessment of this lifetime capacity will affect the depreciation rate prospectively.

Right-of-use assets
Assets and liabilities arising from a lease are initially measured at the present value of the lease payments and payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease or the incremental borrowing rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Lease payments are allocated between principal, presented as a separate category within liabilities, and finance cost. The finance cost is charged to the statement of comprehensive income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Right-of-use assets are measured at cost comprising the amount of the initial measurement of lease liability, any lease payments made at or before the commencement date less any lease incentives received and any initial direct costs. Depreciation is charged on a straight line basis over the period of the lease and assets are subject to impairment reviews where circumstances indicate their value may not be recoverable or if they are not being utilised.

Profit/loss on disposal of property, plant and equipment and intangible assets
Profits and losses on the disposal of property, plant and equipment and intangible assets represent the difference between the net proceeds and net book value at the date of sale. Disposals are accounted for when the relevant transaction becomes unconditional.

Inventories
Inventories are initially recognised at cost, and subsequently at the lower of cost and net realisable value. Cost comprises all costs of purchase, costs of conversion and an appropriate proportion of fixed and variable overheads incurred in bringing the inventories to their present location and condition. Net realisable value being the estimated selling price less costs to complete and sell. Where necessary, provision is made to reduce cost to no more than net realisable value having regard to the nature and condition of inventory, as well as its anticipated utilisation and saleability.

Tooling for resale - contract assets
Where a customer project or component is secured, the Group may be required to source and test production tooling in advance of volume production. Tooling sourced for a customer is recognised at cost and held as a contract asset in receivables when the Group has a documented commitment from the customer and is valued at the lower of cost and net realisable value. The cost is expensed when the revenue is recognised and where the Group has no customer commitment to meet the costs of tooling production. The costs are expensed within cost of sales as incurred.

Research and development
An internally generated intangible asset arising from development (or the development phase) of an internal project is recognised if, and only if, all of the following have been demonstrated:

- It is technically feasible to complete the development such that it will be available for use, sale or licence;
- There is an intention to complete the development;
- The method by which probable future economic benefits will be generated is known;
- There are adequate technical, financial and other resources required to complete the development and;
- There are reliable measures that can identify the expenditure directly attributable to the project during its development.

The amount recognised is the expenditure incurred from the date when the project first meets the recognition criteria listed above. Expenses capitalised consist of employee costs incurred on development and an apportionment of appropriate overheads.

Where the above criteria are not met, development expenditure is charged to the consolidated income statement in the period in which it is incurred. The expected life of internally generated intangible assets varies based on the anticipated useful life, currently ranging from five to ten years.

Subsequent to initial recognition, internally generated intangible assets are reported at cost less accumulated amortisation and impairment losses.

Amortisation is charged on a straight-line basis over the estimated period in which the intangible asset has economic benefit from the commencement of related product sales and is reported within administrative expenses in the consolidated statement of comprehensive income.

Research expenditure is recognised as an expense in the period in which it is incurred.

Revenue based grants
Revenue based grants, including those related to government business support schemes, are recognised as income based on the specific terms related to them as follows:

- A grant is recognised in other operating income when the grant proceeds are received (or receivable) provided that the terms of the grant do not impose future performance-related conditions.
- If the terms of a grant do impose performance-related conditions then the grant is only recognised in income when the performance-related conditions are met.
- Any grants that are received before the revenue recognition criteria are met are recognised in the statement of financial position as an other creditor within liabilities.

Capital grants
Grants received relating to property, plant and equipment are treated as deferred income and released to the income statement over the expected useful lives of the assets concerned.

Foreign currencies
Transactions entered into by Group entities in a currency other than the currency of the primary economic environment in which they operate (their 'functional currency') are recorded at the rates ruling when the transactions occur. Foreign currency monetary assets and liabilities are translated at the rates ruling at the reporting date. Exchange differences arising on the retranslation of unsettled monetary assets and liabilities are recognised immediately in the consolidated income statement.

Translation of the results of overseas businesses
The results of overseas subsidiaries are translated into the Group's presentational currency of sterling each month at the weighted average exchange rate for the month. The weighted average exchange rate is used, as it is considered to approximate the actual exchange rates on the date of the transactions. The assets and liabilities of such undertakings are translated at the year-end exchange rate. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income and accumulated in a separate equity reserve.

Hire purchase liabilities
Hire purchase agreements where the Group has substantially all the risks and rewards of ownership and retains the asset at the end of the payment term are classified as hire purchase liabilities within loans and borrowings. Assets are capitalised at the agreement's commencement at the lower of the fair value of the related asset and the present value of the minimum lease payments.

Each payment is allocated between the liability and finance charges. The remaining future rental obligations, net of finance charges, are included in hire purchase obligations in current or non-current liabilities. The finance cost is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under hire purchase contracts is depreciated over the useful life of the asset.

Borrowing costs
Borrowings are recognised initially at fair value, net of transaction costs incurred. They are subsequently carried at amortised cost and the difference between the proceeds (net of transaction costs) and the total redemption value is recognised in the income statement over the period of the borrowings using the effective interest method.

Operating leases
Payments associated with short-term leases of property, plant and equipment and leases of low-value assets are recognised on a straight-line basis as an expense. Short-term leases are leases with a lease term of 12 months or less.

Employee benefit costs
The Group operates a defined contribution pension scheme. Contributions payable to the pension scheme are charged to the consolidated statement of comprehensive income in the period to which they relate.

Share based payment
The Group operates an equity-settled share based compensation plan in which the Group receives services from directors and certain employees as consideration for share options. The fair value of the services is recognised as an expense, determined by reference to the fair value of the options granted.

Invoice discounting
The Group has an agreement with HSBC whereby its trade receivables are discounted, with recourse after 120 days. On the basis that the benefits and risks attaching to the debts remained with the Group, the gross debts are included as an asset within trade receivables (net of any provisions and discounts) and the proceeds received are included within current liabilities as short-term borrowings under invoice discounting facilities. The net cash advances or repayments are presented as financing cash flows.

Charges and interest are recognised in the finance expense in the consolidated statement of comprehensive income as they accrue.

Investments in subsidiaries
Investments in subsidiaries are stated at cost or at the fair value of shares issued as consideration less provision for any impairment.

Investments in joint ventures
A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Group accounts for its interests in joint ventures using the equity method. Under the equity method, an investment in a joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the joint venture.

When the Group's share of losses of a joint venture exceeds the Group's interest in that joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the joint venture), the Group discontinues recognising its share of further losses, unless and only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture for those losses.

Any premium paid for an investment in a joint venture above the fair value of the Group's share of the identifiable assets, liabilities and contingent liabilities acquired is capitalised and included in the carrying amount of the investment in the joint venture. Where there is objective evidence that the investment in a joint venture has been impaired the carrying amount of the investment is tested for impairment in the same way as other non-financial assets.

Financial assets
The Group classifies its financial assets based upon the purpose for which the asset was acquired. The Group has not classified any of its financial assets as held at fair value through profit and loss or through other comprehensive income.

The classes of financial assets are commented upon further below:

(a) Receivables
These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods to customers (e.g. trade receivables and contract balances). They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue and are subsequently carried at amortised cost using the effective interest method.

The Group's receivables comprise trade and other receivables included within the consolidated statement of financial position.

The Group applies the simplified IFRS 9 approach and recognises loss allowances for expected credit losses ("ECLs") on financial assets measured at amortised cost to the extent that these are experienced and significant for assets subject to similar credit risks and ageing. The Group measures loss allowances for trade receivables and contract assets at an amount equal to lifetime ECL and the expected loss rates are based on a three year period adjusted where required for current and forward looking information on the group's customers. The potential default of receivables from other group companies is measured using a 12 month ECL and assessment for any significant changes in risk related to changes in underlying trading or prospects. The gross carrying amount of a financial asset is written off (either partially or in full) against the allowance to the extent that there is no realistic prospect of recovery.

(b) Cash and cash equivalents
Cash and cash equivalents comprise cash held at bank which is available on demand.

Financial liabilities
The Group classifies its financial liabilities as other financial liabilities and does not enter into any financial liabilities which are held at fair value through profit or loss or through other comprehensive income. This reflects the purpose for which the liabilities were acquired.

Other financial liabilities comprise:

- Trade payables, accruals and other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

- Bank loans, bank overdrafts, invoice discounting, lease liabilities and hire purchase agreements are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost ensuring the interest (effective rate) element of the borrowing is expensed over the repayment period at a constant rate.

Share capital
Financial instruments issued by the Group are treated as equity only to the extent that they do not meet the definition of a financial liability. The Group's ordinary shares are classified as equity instruments.

Dividends
Dividend distributions to the Group's shareholders are recognised as a liability in the period in which the dividend becomes a committed obligation.

Final dividends are recognised when they are approved by the shareholders. Interim dividends are recognised when paid.

Taxation
Current taxes are based on the results and are calculated according to local tax rules, using tax rates enacted or substantively enacted by the date of the statement of financial position.

Deferred taxation
Deferred tax assets and liabilities are recognised where the carrying amount of an asset or liability in the consolidated statement of financial position differs from its tax base, except for differences arising on:

- the initial recognition of goodwill;
- the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting or taxable profit; and
- investments in subsidiaries where the Group is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future.

Recognition of deferred tax assets is restricted to those instances where it is probable that taxable profit will be available against which the difference can be utilised.

The amount of the asset or liability is determined using tax rates that have been enacted or substantively enacted by the date of the statement of financial position and are expected to apply when the deferred tax liabilities or assets are settled or recovered. Deferred tax balances are not discounted.

Deferred tax assets and liabilities are offset when the Group has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority on either:

- the same taxable Group company; or
- different entities which intend either to settle current tax assets and liabilities on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax assets and liabilities are expected to be settled or recovered.

Operating segments
Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision maker has been identified as the management team including the Chief Executive Officer, Chief Financial Officer and Chair.

The Board considers that the Group's activity constitutes one primary operating and one separable reporting segment as defined under IFRS 8. Management considers the reportable segment to be Automotive Noise, Vibration and Harshness ('NVH'). Revenue and profit before tax primarily arises from the principal activity based in the UK. Management reviews the performance of the Group by reference to total results against budget.

The total profit measure is operating profit/(loss) before exceptional items as disclosed on the face of the consolidated income statement. No differences exist between the basis of preparation of the performance measures used by management and the figures in the Group financial statements.

2. Critical accounting estimates and judgements
The Group makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including the expectations of future events that are believed to be reasonable under the circumstances and any further evidence that arises relevant to judgements taken. In the future, actual experience may differ from these estimates and assumptions. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Property, plant and equipment and right-of-use assets (Notes 11 and 12)
Judgement
Depreciation commences once an asset is considered to be capable of operating in the manner intended and to the specification set by management when ordering the equipment. Judgement is applied based on testing of the equipment and trial products which impacts the commencement and charge in a period. Depreciation on right-of-use property assets commences from the start of the lease.

Estimates
Property, plant and equipment are depreciated over the estimated useful lives of the assets. Useful lives are based on management's estimates of the period that the assets will generate revenue, which are reviewed annually for continued appropriateness and events which may cause the estimate to be revised.

The key areas of estimation uncertainty regarding depreciation are the use of the unit of production method for the Neptune assets and the determination of the lifetime capacity; risk of obsolescence from technological and regulatory changes; and required future capital expenditure (refurbishment or replacement of key components). The lifetime capacity was initially been assessed using an assumed 2.7 million linear metres production per annum (based on a weighted average of the original equipment manufacturer's warranted minimum annual production capacity for each of three primary material grades produced) and fifteen years use at full line speed when refurbishment and replacement of key components would be considered likely. Management will continue to monitor the position for future periods.

In respect of right-of-use leased assets a key estimate is the incremental borrowing rate used to discount the total cash flows and derive both the opening asset value and lease liability as well as the consequential depreciation and financing charges. Assessment of the rate, particularly for property, takes account of the Group's borrowing rates, financial position and factors specific to leases, including property yields. If the rate applied had been 1% lower at 4%, it would have increased the transition asset by £350,000, the transition liability by £280,000 and reduced the credit to retained earnings by £70,000. The depreciation charge for the period ended 31 March 2025 would have been £66,000 higher and financing charges £69,000 lower with a net £3,000 impact on the profit and loss account.

The carrying values are tested for impairment when there is an indication that the value of the assets might not be realisable or impaired. When carrying out impairment tests these are based upon future cash flow forecasts and these forecasts include management estimates for sales pricing and volumes informed by external market forecasts and experience. Future events or changes in the market could cause the assumptions to change, therefore this could have an adverse effect on the future results of the Group.

Other intangible assets (Note 13)
As set out in the policy in note 1, intangible assets acquired in a business combination and development costs are capitalised and amortised over their estimated useful lives which may be impacted by future events.

Estimate
Both initial valuations and subsequent impairment tests for intangible assets are based on risk adjusted future cash flows discounted using appropriate discount rates. These future cash flows will be based on forecasts for the individual assets or, where the specific cash flows cannot be separately identified, the Cash Generating Unit ("CGU") to which the assets are attributable which include estimated factors and are inherently judgemental. Future events could cause the assumptions to change which could have an adverse effect on the future results of the Group.

Judgement
The capitalisation of development costs is also subject to a degree of judgement in respect of the viability of new products, supported by the results of testing and customer trials, and by forecasts for the overall value and timing of sales which may be impacted by other future factors which could impact the assumptions made.

Trade receivables (Note 16)
Estimate
Trade receivables are initially recognised at invoice value. Where specific amounts remain outstanding or disputed beyond their agreed settlement date management, having reviewed all commercial documentation, proof of delivery and credit risk of the customer, apply judgement as to the likelihood of the future settlement. This judgement will be influenced by the passage of time, the documentation available and previous experience of collection of past due invoices with that customer and the Group's customer base in general.

In addition, where the Group has historic experience of a rate of loss against a specific group of receivables (or where circumstances are indicative of a likely future change in the rate of estimated loss) then a change in that estimated loss rate would alter the impairment provision recognised.

3. Financial instruments – risk management
The Board has overall responsibility for the determination of the Group's risk management objectives and policies. The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility. All funding requirements and financial risks are managed based on policies and procedures adopted by the Board of Directors.

The Group is exposed to the following financial risks:

- Credit risk
- Liquidity risk
- Foreign exchange risk
- Interest rate risk

In common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. The principal financial instruments used by the Group, from which financial instrument risk arises, are as follows:

- Trade and other receivables
- Cash and cash equivalents
- Trade and other payables
- Fixed and floating rate bank loans
- Floating rate overdrafts
- Fixed rate hire purchase agreements
- Fixed rate lease liabilities
- Floating rate invoice discounting facilities

Group financial instruments by category

Financial assets

	Financial assets at amortised cost	
	31 March 2025	*30 September 2023*
	£000	*£000*
Cash and cash equivalents	**1,384**	2,090
Trade and other receivables	**3,448**	3,586
Total financial assets	**4,832**	5,676

Financial liabilities

	Financial liabilities at amortised cost	
	31 March 2025	*30 September 2023*
	£000	*£000*
Trade and other payables	**4,517**	4,131
Borrowings	**2,463**	3,693
Lease liabilities	**5,580**	5,169
Total financial liabilities	**12,560**	12,993

All financial instruments are carried at amortised cost and the carrying value of the Group's financial assets and liabilities is considered to approximate to their fair value at the current reporting date. Cash and cash equivalents are held in Sterling, Euro, and Swedish Krona and placed on deposit in UK, German and Swedish banks.

Credit risk
Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group is mainly exposed to credit risk from credit sales. At 31 March 2025, the Group has net trade receivables of £3,334,000 (30 September 2023: £3,286,000).

The Group is exposed to credit risk in respect of these balances such that, if one or more customers encounter financial difficulties, this could materially and adversely affect the Group's financial results. The Group attempts to mitigate credit risk by assessing the creditworthiness of customers and closely monitoring payment history.

The ageing of debtors past due and not impaired is included in note 16. Having assessed the recoverability of past due invoices, including consideration of time elapsed and associated commercial documents, the directors have made provision, using the Expected Credit Loss methodology, of £103,000 at 31 March 2025 (30 September 2023: £116,000) for doubtful debts.

Credit risk on cash and cash equivalents is considered to be minimal as the counterparties are all substantial banks with high credit ratings.

Liquidity risk
Liquidity risk arises from the Group's management of working capital and the continued availability of its other funding facilities. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due. The Group actively manages its cash generation and maintains sufficient cash holdings to cover its immediate obligations. Cash and cash equivalents at 31 March 2025 were £1.4m (30 September 2023: £2.1m). There was an unutilised invoice discounting facility at 31 March 2025 of up to £3.5m subject to eligible receivables (30 September 2023: £3.5m discounting facility) and unutilised overdrafts in Germany and Sweden totalling £0.2m (30 September 2023: £0.2m).

The tables below set out the maturities of the Group's financial liabilities, including interest payments as at the year-end dates:

At 31 March 2025	***Up to 1 year £000***	***1 to 2 years £000***	***2 to 5 years £000***	***Over 5 years £000***
Trade and other payables	4,517	-	-	-
Bank loans	1,695	326	96	8
Hire purchase liabilities	117	126	277	-
Lease liabilities	1,453	1,593	2,852	369
Total	**7,782**	**2,045**	**3,225**	**377**

At 30 September 2023	*Up to 1 year £000*	*1 to 2 years £000*	*2 to 5 years £000*	*Over 5 years £000*
Trade and other payables	4,131	-	-	-
Bank loans	1,410	1,548	696	58
Hire purchase liabilities	86	172	-	-
Lease liabilities	934	923	2,665	1,126
Total	**6,561**	**2,643**	**3,361**	**1,184**

Subsequent to the period end, term loan capital repayments have continued according to the most recent repayment schedules agreed with the Group's lenders.

Foreign exchange risk
Foreign exchange risk is the risk that movements in exchange rates adversely affect the profitability or cash flows of the business.

The majority of the Group's financial assets are held in Sterling but movements in the exchange rate of the Euro, the US Dollar and the Swedish Krona against Sterling have an impact on both the result for the period and equity. The Group considers its most significant exposure is to movements in the Euro, although there are no material net foreign currency denominated assets/liabilities in the Group other than the Swedish Krona denominated goodwill in respect of Autins AB at 31 March 2025.

Interest rate risk
The Group's exposure to market risk for changes in interest rates relates primarily to cash and external borrowings (including overdrafts and invoice discounting arrangements).

The Group has a limited exposure to cash flow interest rate risk. Borrowings under asset finance/hire purchase arrangements are at a fixed interest rate over their term, a fixed rate of 7.5% applies to the £1.5m MEIF growth funding loan and 1.03% to a German bank loan of £0.3m. The CBIL term loan was also converted to a fixed rate of 4.69% from October 2022. Lease liabilities have been derived by applying an incremental borrowing rate of 5% for the major property leases which were in place at transition to IFRS 16 in 2019 and 8% to the new lease additions since then.

The interest rates applicable to the fixed rate borrowings are lower than current market rates and the estimated fair value is considered to be some £50,000 lower than the carrying value of the liabilities as a result of the interest rates fixed at less than current market rates (30 September 2023: fair value considered to be £180,000 lower than the carrying value of the liabilities).

All borrowing is approved by the Board of Directors to ensure that it is conducted at the most competitive rates available to it.

Capital management
The Group is financed by a mixture of equity, term loans and invoice discounting facilities as required for working capital purposes and with hire purchase finance used for certain capital projects. The capital comprises all components of equity which includes share capital, retained earnings and other reserves.

The Company's and Group's objectives when maintaining capital are to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, by pricing products and services commensurately with the level of risk.

All working capital requirements are financed from existing cash with invoice discounting resources available if required.

The Company and Group sets the amount of capital it requires in proportion to risk. The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

4. Revenue and segmental information

Revenue analysis

	18 months ended 31 March 2025 £000	Year ended 30 September 2023 £000
Revenue arises from:		
Sales of components	**30,891**	22,513
Sales of tooling	**215**	166
	31,106	22,679

Segmental information
The Group currently has one main reportable segment in each period, namely Automotive NVH which involves provision of insulation materials to reduce noise, vibration and harshness to automotive manufacturing. Turnover and operating profit are disclosed for other segments in aggregate as they individually do not have a significant impact on the Group result. These segments have no material identifiable assets or liabilities.

Factors that management used to identify the Group's reportable segments
The Group's reportable segments are strategic business units that offer different products and services.

Measurement of operating segment profit or loss
The accounting policies of the operating segments are the same as those described in the summary of significant accounting policies.

The Group evaluates performance on the basis of operating profit/(loss) before exceptional items. Automotive remained the only significant segment in the period.

The Group's non-automotive revenues are included within the others segment.

Segmental analysis for the 18 months ended 31 March 2025

	Automotive NVH £000	Others £000	2025 Total £000
Group's revenue per consolidated statement of comprehensive income	29,424	1,682	**31,106**
Depreciation	2,704		
Amortisation	228		
Segment operating loss before exceptional items	(670)	(59)	**(729)**
Exceptional costs			**(280)**
Finance income			**20**
Finance expense			**(724)**
Group loss before tax			**(1,713)**
Additions to non-current assets	2,724	-	**2,724**
Reportable segment assets/total Group assets	22,241	-	**22,241**
Reportable segment liabilities/total Group liabilities	13,068	**-**	**13,068**

Segmental analysis for the year ended 30 September 2023

	Automotive NVH £000	Others £000	2023 Total £000
Group's revenue per consolidated statement of comprehensive income	20,074	2,605	**22,679**
Depreciation	1,712		
Amortisation	199		
Segment operating loss before exceptional items	(687)	(59)	**(746)**
Finance expense			**(501)**
Profit on disposal of joint venture interest			**201**
Share of post-tax loss of equity accounted joint ventures			**5**
Group loss before tax			**(1,041)**
Additions to non-current assets	1,225	-	**1,225**
Reportable segment assets/total Group assets	24,256	-	**24,256**
Reportable segment liabilities/total Group liabilities	13,441	-	**13,441**

Revenues from one UK customer in the period ended 31 March 2025 total £10,890,000 and £5,190,000 of revenue arose from two other European customers (FY23: one customer £7,658,000 and £3,800,000 of revenue arose from two other European customer). This largest customer purchases goods from Autins Limited in the United Kingdom and there are no other customers which account for more than 10% of total revenue.

External revenues by location of customers

	18 months ended 31 March 2025 £000	Year ended 30 September 2023 £000
United Kingdom	**17,757**	12,832
Sweden	**1,111**	709
Germany	**6,737**	6,434
Other European	**5,332**	2,595
Rest of the World	**169**	109
	31,106	22,679

The material non-current assets outside of the United Kingdom at 31 March 2025 are £1,108,000 (30 September 2023: £892,000) of fixed assets including right-of-use assets and £493,000 (30 September 2023: £488,000) of goodwill in respect of the Swedish subsidiary, together with £1,218,000 of fixed assets including right-of-use assets (30 September 2023: £564,000) in Germany. £270,000 (30 September 2023: £268,000) of cash balances are held in Germany and £211,000 in Sweden (2023: £107,000) with the cash partly utilised to repay intercompany debt owed to a UK group company.

5. Operating loss

The operating loss is stated after charging/(crediting):

	18 months ended 31 March 2025 ***£000***	Year ended 30 September 2023 *£000*
Foreign exchange losses	**4**	43
Depreciation of property, plant and equipment	**1,125**	895
Depreciation of right-of-use assets	**1,579**	817
Amortisation of intangible assets	**228**	199
Cost of inventory sold	**19,973**	14,910
Impairment of trade receivables	**42**	72
Research and development expenditure	**102**	11
Other government assistance and grants	**(9)**	(6)
Employee benefit expenses (see note 6)	**9,238**	6,210
Lease payments (short term rentals only)	**92**	164
Auditors' remuneration:		
Fees for audit of the Group	**85**	70

Exceptional costs in the 18 months ended 31 March 2025 relate to the payments of salaries to the former CEO and CFO during their notice periods and recruitment costs for the new CEO.

6. *Staff costs*

	Group	Group	**Company**	Company
	18 months ended 31 March 2025 £000	*Year ended 30 September 2023 £000*	***18 months ended 31 March 2025 £000***	*Year ended 30 September 2023 £000*
Wages and salaries	**7,876**	5,295	**1,583**	1,106
Social security costs	**1,119**	751	**192**	143
Other pension costs	**243**	164	**76**	49
	9,238	6,210	**1,851**	1,298

The average monthly number of employees during each period was as follows:

	18 months ended 31 March 2025 Number	*Year ended 30 September 2023*	***18 months ended 31 March 2025 Number***	*Year ended 30 September 2023*
Directors	**5**	4	**5**	4
Administrative and development	**33**	44	**9**	13
Production	**110**	110	**-**	-
	148	158	**14**	17

Group key personnel are considered to be the directors and senior management team of Autins Group plc and Autins Limited which is the largest trading entity in the Group. The remuneration of Group key personnel is disclosed in note 23.

7. *Directors' remuneration*

18 months ended 31 March 2025	***Salary £000***	***Bonus £000***	***Benefits £'000***	***Pension £000***	***Total £000***
A Attwood	90	-	-	-	**90**
A Bloomer (appointed 22 April 2024)	179	-	10	18	**207**
D Dimitrov (appointed 3 March 2025)	11	-	-	1	**12**
M Taylor (appointed 13 November 2023)	50	-	-	-	**50**
Dr Q Li (appointed 25 September 2024)	-	-	-	-	**-**
G Kaminski-Cook (resigned 19 April 2024)	249	2	9	-	**260**
K Munir (resigned 18 November 2024)	283	42	6	30	**361**
A Burn (resigned 28 March 2024)	22	-	-	-	**22**
	884	**44**	**25**	**49**	**1,002**

Year ended 30 September 2023	***Salary £000***	***Bonus £000***	***Benefits £000***	***Pension £000***	***Total £000***
A Attwood	60	-	-	-	**60**
A Burn (appointed 15 May 2023)	17	-	-	-	**17**
G Kaminski-Cook	254	-	11	-	**265**
K Munir	188	-	3	17	**208**
N MacDonald (resigned 30 June 2023)	34	-	-	-	**34**
	553	**-**	**14**	**17**	**584**

Retirement benefits accrued to 3 directors under defined contribution schemes (year ended 30 September 2023: 1).

A bonus of £2,000 each was paid to Gareth Kaminski-Cook and Kamran Munir in December 2023 to reflect the achievement of personal goals set by the Board. In addition, Kamran Munir was paid £40,000 in relation to an historic arrangement for his support during the Covid period and was payable if he remained with the Company for two years.

8. *Finance income and expense*

	18 months ended 31 March 2025 £000	Year ended 30 September 2023 £000
Finance income		
Bank interest receivable	**20**	-
Finance expense		
Bank interest payable	**242**	200
Amortisation of loan issue costs	**13**	16
Right-of-use asset financing charges	**446**	265
Interest element of hire purchase agreements	**23**	20
	724	501

9. *Income tax*

	18 months ended 31 March 2025 £000	Year ended 30 September 2023 £000
(i) Tax credit in income statement excluding share of tax of equity accounted for joint ventures		
Current tax expense		
Current tax on loss for the period	**-**	(52)
Prior year adjustments	**(37)**	(58)
Total current tax	**(37)**	(110)
Deferred tax credit		
Origination and reversal of timing differences	**(12)**	(18)
Total deferred tax	**(12)**	(18)
Total tax credit	**(49)**	(128)

(ii) Total tax credit

The reasons for the difference between the actual tax credit for the period and the average standard rate of corporation tax in the United Kingdom applied to the loss for the period are as follows:

	18 months ended 31 March 2025 £000	**Year ended 30 September 2023 £000**
Loss for the period	(1,664)	(913)
Income tax credit	(49)	(128)
Loss before income taxes	(1,713)	(1,041)
Expected tax credit based on average corporation tax rate of 25% (2023: 22%)	(428)	(229)
Expenses not deductible for tax purposes	15	4
Enhanced R&D tax relief	-	(48)
Tax credit claimed at lower rate of 14.5%	-	41
Tax losses not recognised	401	162
Prior year adjustments	(37)	(58)
Total tax	**(49)**	(128)

Deferred taxes at the balance sheet date have been measured using the enacted tax rates and the expected timing of reversals. The rate of 25% is accordingly applied to UK deferred taxation balances at 31 March 2025 (30 September 2023: 25%).

The current rate of corporation tax in Sweden is 20.6% and the current rate of corporation tax in Germany is 30%. The Group's Swedish subsidiary did not have taxable profits during the periods under review and the German subsidiary profits have to date been offset by losses brought forward.

10. Loss per share

	18 months ended 31 March 2025 £000	Year ended 30 September 2023 £000
Loss used in calculating basic and diluted EPS	**(1,664)**	(913)
Number of shares		
Weighted average number of £0.02 shares for the purpose of basic earnings per share ('000s)	**54,601**	54,601
Weighted average number of £0.02 shares for the purpose of diluted earnings per share ('000s)	**54,601**	54,601
Loss per share (pence)	**(3.05)p**	(1.67)p
Diluted loss per share (pence)	**(3.05)p**	(1.67)p

Loss per share has been calculated based on the share capital of Autins Group plc and the loss of the Group for both periods.

11. Property, plant and equipment

Group	***Plant and machinery £000***	***Leasehold improvement £000***	***Fixtures and fittings £000***	***Total £000***
COST				
At 1 October 2022	**14,052**	**199**	**602**	**14,853**
Additions	524	1	8	533
Disposals	(229)	-	-	(229)
Foreign exchange movement	(107)	-	-	(107)
At 30 September 2023	**14,240**	**200**	**610**	**15,050**
Additions	584	6	11	601
Disposals	(746)	-	-	(746)
Foreign exchange movement	(11)	-	-	(11)
At 31 March 2025	**14,067**	**206**	**621**	**14,894**
DEPRECIATION				
At 1 October 2022	5,491	71	342	5,904
Charge for year	841	15	39	895
Disposals	(112)	-	-	(112)
Foreign exchange movement	(44)	-	-	(44)
At 30 September 2023	**6,176**	**86**	**381**	**6,643**
Charge for period	1,040	23	62	1,125
Disposals	(746)	-	-	(746)
Foreign exchange movement	(1)	-	-	(1)
At 31 March 2025	**6,469**	**109**	**443**	**7,021**
NET BOOK VALUE				
At 31 March 2025	**7,598**	**97**	**178**	**7,873**
At 30 September 2023	8,064	114	229	8,407
At 30 September 2022	8,561	128	260	8,949

Net book value of assets held under hire purchase contracts are as follows:

	Plant and machinery £000
At 31 March 2025	**608**
At 30 September 2023	576

Depreciation of £67,000 was charged on these assets in the period (year ended 30 September 2023: £52,000).

The Company has fixed assets with a cost for office equipment of £3,000 at 31 March 2025, 30 September 2023 and 2022 and a net book value of £nil at 31 March 2025 (30 September 2023: £nil, 30 September 2022: £1,000).

12. Right-of-use assets

The right-of-use assets are as follows:

Group	***Property £'000***	***Plant and machinery £'000***	***Total £000***
At 1 October 2023	4,013	289	4,302
Additions	1,727	198	1,925
Foreign exchange movements	10	-	10
Depreciation charge for the period	(1,415)	(164)	(1,579)
At 31 March 2025	**4,335**	323	**4,658**

Group	***Property £'000***	***Plant and machinery £'000***	***Total £000***
At 1 October 2022	4,468	81	4,549
Additions	330	280	610
Foreign exchange movements	(40)	-	(40)
Depreciation charge for the year	(745)	(72)	(817)
At 30 September 2023	**4,013**	289	**4,302**

The lease liabilities relating to these are:

Group	***£000***
At 1 October 2023	5,169
Additions	1,925
Foreign exchange movements	10
Lease payments	(1,970)
Financing charge for the period	446
At 31 March 2025	**5,580**
Current	**1,158**
Payable in 2-5 Years	**4,061**
Payable after 5 Years	**361**

	£'000
At 1 October 2022	5,452
Additions	610
Foreign exchange movements	(42)
Lease payments	(1,116)
Financing charge for the year	265
At 30 September 2023	**5,169**
Current	**889**
Payable in 2-5 Years	**3,207**
Payable after 5 Years	**1,073**

13. Intangible assets

Group	*Goodwill £000*	*Development costs £000*	*Customer relationships £000*	*Tooling intellectual property £000*	*Total £000*
COST					
At 1 October 2022	2,185	946	1,079	830	5,040
Additions	-	82	-	-	82
Foreign currency differences	(31)	-	-	-	(31)
At 30 September 2023	**2,154**	**1,028**	**1,079**	**830**	**5,091**
Additions	-	198	-	-	198
Foreign currency differences	5	-	-	-	5
At 31 March 2025	**2,159**	**1,226**	**1,079**	**830**	**5,294**
AMORTISATION AND IMPAIRMENT					
At 1 October 2022	-	275	1,079	699	2,053
Charge for the year	-	116	-	83	199
At 30 September 2023	**-**	**391**	**1,079**	**782**	**2,252**
Charge for the period		180	-	48	228
At 31 March 2025		**571**	**1,079**	**830**	**2,480**
NET BOOK VALUE					
At 31 March 2025	**2,159**	**655**	**-**	**-**	**2,814**
At 30 September 2023	2,154	637	-	48	2,839
At 30 September 2022	2,185	671	-	131	2,987

The development costs relate to know-how and expertise held by the Group in respect of the production and use of new materials and design of insulation products.

The Group tests goodwill for impairment annually or where there is an indication that goodwill might be impaired. The Directors have, in considering impairment of goodwill, reviewed the operating activities and structure of the Group and considers the goodwill is attributable to a single cash generating unit related to the existing established products of the automotive NVH segment.

The recoverable amount of that cash generating unit has been determined on a value-in-use basis. Value-in-use calculations for the cash generating unit are based on projected three year (30 September 2023: three-year) discounted cash flows, together with a terminal value which assumes a 2.5% (30 September 2023: 2.5%) long term growth rate currently considered appropriate to the industry in the UK and European markets the Group operates in. The cash flows have been discounted at pre-tax rates of 13.35% (30 September 2023: 11.9%) reflecting the Group's weighted average cost of capital adjusted for country-specific tax rates and risks.

The Directors have reviewed a range of reasonably foreseeable trading forecasts for future periods. The key assumption which underpins these forecasts relates to the rate of revenue and profit growth and reflects trading experience, as adjusted for the expected growth from current customer, industry and global economic data. We have continued to reduce the cost base and improve operational efficiency which has significantly improved gross margin. Revenue, supported by demand for new vehicles, agreed contractual improvements, and new contract wins is expected to show growth in FY26 and continue improving into FY27, aided by the continued diversification of the customer base and product range. A return to profitability was achieved in the last quarter of the 18 month period and further cash generation is expected in the foreseeable future. The key sensitivity in the forecasts is the level of revenue. Each 1% fall in revenue would reduce the headroom of £4.5 million by £0.7 million.

The Company had a closing net book value of £nil following a transfer of £50,000 to investments (30 September 2023: £50,000) for goodwill and £4,000 (30 September 2023: £6,000) for development costs in intangible assets.

14. *Fixed asset investments*

Group	***Interest in joint ventures £000***
COST AND NET BOOK VALUE	
At 30 September 2022	74
Share of profit before and after tax for the year	5
Disposal of interest in joint venture	(79)
Net book value at 30 September 2023 and 31 March 2025	**-**

The joint venture results for the year ended 30 September 2023 were:

	£'000
Revenues	2,048
Profit after tax	10
Total comprehensive income	10
Group share of total comprehensive income	5
Included in the above amounts are:	
Depreciation and amortisation	25
Right-of-use asset depreciation	65
Interest expense	16

Company	***Investments in subsidiaries £000***
COST AND NET BOOK VALUE	
At 30 September 2023	16,239
Additions – transfer of investment in Autins GmbH from Autins Limited	119
Transfer from goodwill	50
At 31 March 2025	**16,408**

The Directors have considered the carrying value of the investments and consider that this remains supported by the projections and impairment tests referred to in note 13 in respect of the trading prospects and value in use of the subsidiaries.

The subsidiaries of the Company, which have all been included in the consolidated financial statements are as follows:

Name	***Principal activity***	***Class of shares***	***31 March 2025 and 30 September 2023*** *Ownership %*
UK subsidiaries:			
Autins Limited	Supply of insulating materials	Ordinary	100
Solar Nonwovens Limited	Supply of insulating materials	Ordinary	100
Automotive Insulations Limited	Dormant	Ordinary	100
Autins Technical Centre Limited	Dormant	Ordinary	100
Acoustic Insulations Limited	Dormant	Ordinary	100
European subsidiaries:			
Autins GmbH	Supply of insulating materials	Ordinary	100
Autins AB	Supply of insulating materials	Ordinary	100

The Group has agreed to guarantee the liabilities of Solar Nonwovens Limited and Autins Technical Centre Limited, thereby allowing these companies to take the exemption from an audit under Section 479A of the Companies Act 2006.

All UK companies are incorporated in England with a registered office at Central Point One, Central Park Drive, Rugby, Warwickshire, CV23 0WE.

Autins AB operates in and is incorporated in Sweden with a registered office at Hamneviksvägen 12, SE-418 79 Gothenburg. It is held by Autins Limited.

Autins GmbH operates in and is incorporated in Germany with a registered office at Hilden Amtsgericht, Düsseldorf HRB 70344. It is held by Autins Group plc.

The Group held a 50% interest in a joint venture, Indica Automotive Limited, until disposal of this interest on 29 September 2023. The sale consideration, net of the related fees, was £280,000. A consolidated profit on disposal of £201,000 was recorded compared to the carrying value at the date of sale of £79,000.

15. Inventories

Group	***31 March 2025 £000***	*30 September 2023 £000*
Raw materials	**1,088**	1,652
Work in progress	**38**	33
Finished goods	**323**	658
	1,449	2,343

Inventory is stated net of impairment provisions of £411,000 (30 September 2023: £383,000). The Company has no inventories.

16. *Trade and other receivables*

	Group 31 March 2025 £000	*Group 30 September 2023 £000*	**Company 31 March 2025 £000**	*Company 30 September 2023 £000*
Trade receivables	**3,437**	3,402	**-**	-
Provisions for impairment	**(103)**	(116)	**-**	-
Trade receivables net	**3,334**	3,286	**-**	-
Amounts owed by subsidiaries	**-**	-	**5,236**	8,935
Tooling contract balances	**97**	57	**-**	-
Other receivables	**17**	243	**-**	10
Total financial assets other than cash equivalents classified as receivables	**3,448**	3,586	**5,236**	8,945
Corporation tax debtor	**12**	166	**-**	-
Other receivables	**99**	22	**11**	11
Prepayments	**504**	501	**28**	52
Total trade and other receivables	**4,063**	4,275	**5,275**	9,008
The analysis of trade receivables is as follows:				
Not yet due gross amount	**2,933**	3,011	**-**	-
Past due gross amount	**504**	391	**-**	-
Past due impairment loss allowance	**(103)**	(116)	**-**	-
	3,334	3,286	**-**	-

With the exception of one customer which accounts for 44% (30 September 2023: 49%) of the net trade receivable balance at the period end, credit risk with respect to accounts receivable is dispersed due to the number of customers. An impairment allowance of £42,000 has been charged (30 September 2023: £72,000) in respect of specific trade receivables at 31 March 2025. The expected credit loss in respect of debt not due and past due is otherwise considered immaterial.

The Group has financing agreements whereby certain trade debts can be subject to an invoice discounting agreement which is secured against the associated trade receivables. The amounts outstanding at 31 March 2025 were £nil (30 September 2023: £nil).

The movement in the provision for trade receivables is as follows:

Group	**2025 £000**	*2023 £000*
At 1 October	**116**	44
Charged in period	**42**	72
Receivables written off in period	**(55)**	-
At 31 March/30 September	**103**	116

The movement in the tooling contract assets balances are as follows:

	2025 **£'000**	2023 £'000
Brought forward at 1 October	**57**	-
Additions during the period	**205**	153
Recognised as cost of sales in the period	**(165)**	(96)
Assets as at 31 March/30 September	**97**	57
Revenue yet to be recognised on tooling contract balances	**126**	98

17. *Trade and other payables*

	Group 31 March 2025 £000	*Group 30 September 2023 £000*	***Company 31 March 2025 £000***	*Company 30 September 2023 £000*
Current				
Trade payables	**2,557**	2,351	**144**	208
Amounts owed to subsidiaries	**-**	-	**7,674**	7,963
Accruals	**1,960**	1,780	**224**	240
Total financial liabilities, excluding loans borrowings, classified as financial liabilities measured at amortised cost	**4,517**	4,131	**8,042**	8,411
Social security and other taxes	**297**	331	**43**	47
Deferred income	**113**	6	**-**	-
Total current trade and other payables	**4,927**	4,468	**8,085**	8,458
Non-current liabilities				
Deferred income	**98**	99	**-**	-

No interest is payable on the amounts owed to the Company or by the Company to its subsidiaries except for a loan to the German subsidiary of €1.77m on which a rate of 8.5% is charged.

18. *Borrowings*

	Group 31 March 2025 £000	*Group 30 September 2023 £000*	***Company 31 March 2025 £000***	*Company 30 September 2023 £000*
Bank loans and overdrafts	**2,042**	3,473	**1,876**	3,254
Unamortised issue costs	**(4)**	(17)	**(4)**	(17)
Hire purchase liabilities	**425**	237	**-**	-
Total Borrowings	**2,463**	3,693	**1,872**	3,237
Bank loans	**1,612**	1,228	**1,580**	1,195
Hire purchase liabilities	**100**	78	**-**	-
Current	**1,712**	1,306	**1,580**	1,195
Bank loans – instalments due in 2 to 5 years	**419**	2,171	**292**	2,042
Bank loans – instalments due in more than 5 years	**7**	57	**-**	-
Hire purchase liabilities due in 2 to 5 years	**325**	159	**-**	-
Non-current	**751**	2,387	**292**	2,042

Bank loans and overdrafts are secured by fixed and floating charges over the Group's assets.

Principal terms and the debt repayment schedule of the Group's bank borrowings are as follows:

Lender	*Nominal Currency*	*Conditions*	*Repayment method*	*Rate %*	*Year of Maturity*
HSBC CBILS	GBP	Secured	Repayable by instalments	4.69% fixed rate	2026
Maven MEIF term loan	GBP	Secured	Repayable by instalments	7.50% fixed rate	2026
German government-backed loan	EUR	Secured	Repayable by instalments	1.03% fixed rate	2030

Net obligations under hire purchase contracts are denominated in sterling and euro and secured on the assets to which they relate.

Details of financing facilities are also included in note 3, liquidity risk.

Hire purchase liabilities

The future minimum lease payments in respect of hire purchase liabilities are as follows:

Group	***31 March 2025 £000***	*30 September 2023 £000*
Less than one year	**117**	85
Between one and five years	**403**	173
Total gross payments	**520**	258
Less: interest charge allocated to future periods	**(95)**	(21)
Carrying amount of liability	**425**	237

19. *Deferred tax*

Deferred tax is calculated in full on temporary differences under the liability method using a tax rate of 25% (30 September 2023:25%) for the UK, 21% (30 September 2023: 21%) for Sweden and 30% for Germany (30 September 2023: 30%). The movement on the deferred tax account is as shown below:

Group

	18 months ended 31 March 2025 £000	*Year ended 30 September 2023 £000*
Opening net liability	**12**	30
Total credit recognised in profit and loss	**(12)**	(18)
Closing net liability	**-**	12

	31 March 2025 £000	*30 September 2023 £000*
Deferred tax (asset)		
Accelerated capital allowances	**870**	768
Losses	**(947)**	(826)
Other temporary differences	**77**	58
Closing asset	**-**	-
Deferred tax liability		
Deferred tax on intangible assets	**-**	12
Closing liability	**-**	12

The Group's deferred tax balances have arisen primarily due to the timing differences on accelerated capital allowances, recognition of intangible assets on acquisition or development costs and tax losses carried forward.

The Group has an unrecognised deferred tax asset of approximately £2,548,000 at 31 March 2025 (30 September 2023: £2,100,000) in respect of losses carried forward as it is, as yet, uncertain when these will be utilised.

Group tax losses have been recognised where there is capacity to utilise them against specific profits or where budgets and forecasts indicate that they can be used to offset overseas trading profits within the next two years, supported by the trend in trading results and order books in these entities.

The Company deferred tax asset recognised is £nil (30 September 2023: £nil). The Company has an unrecognised deferred tax asset of approximately £1,881,000 (30 September 2023: £1,500,000) in respect of losses carried forward.

20. Share capital

Allotted, issued and fully paid ordinary shares of £0.02 each

	Number	***£'000***
At 30 September 2023 and 31 March 2025	54,600,984	1,092

All of the ordinary shares are non-redeemable, have voting rights and participate equally in any income or capital distributions.

21. Reserves

The share premium account represents the amounts subscribed for shares in excess of the nominal value, net of any directly attributable issue costs.

Retained earnings are the cumulative net profits in the consolidated statement of comprehensive income. Movements on these reserves are set out in the consolidated statement of changes in equity.

The cumulative currency differences reserve represents translation differences in respect of the net assets of overseas subsidiaries.

Other reserves of £1,391,000 arose from the difference between the fair value and nominal value of shares issued in partial satisfaction of the acquisition of 100% of the equity of Autins Limited (formerly Automotive Insulations Limited) in April 2014 and £495,000 from the difference between the fair value of shares issued and the existing cost of investment in order to acquire the remaining 50% of Autins AB and 10% of Autins GmbH in April 2016.

22. Commitments

The Group leases all its office and manufacturing properties as well as a number of vehicles and forklifts used by the business. The lease terms vary from three years for vehicles, property rentals with an annual rolling renewal for certain overseas properties through to 15 year terms for the principal UK manufacturing sites, which are subject to five yearly rent reviews.

The Group had capital commitments at 31 March 2025 of £nil (30 September 2023: £nil).

The Company had no lease or capital commitments.

23. *Related party transactions*

Transactions with related parties and key management personnel

Group key management personnel costs

	18 months ended 31 March 2025 £000	*Year ended 30 September 2023 £000*
Group aggregate salaries and short term benefits	**1,887**	1,310
Post employment benefits	**69**	66
	1,956	1,376

24. *Control*

In the opinion of the Directors there is no one ultimate controlling party.

DIRECTORS, SECRETARY, REGISTERED OFFICE AND ADVISERS

Directors	Adam Attwood, Non-Executive Chairman Andrew Bloomer, Chief Executive Officer Desislav Dimitrov, Chief Financial Officer Mark Taylor, Non-Executive Director Dr Qu Li, Non-Executive Director
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Telephone Number	+44(0)1788 578 300
Website	www.autins.com
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Solicitors to the Company	Freeths LLP 1 Vine Street Mayfair London W1J 0AH
Auditors	Dains Audit Limited 2 Chamberlain Square Birmingham B3 3AX
Registrars	MUFG Corporate Markets (UK) Limited Central Square 29 Wellington Street Leeds LS1 4DL