

Unaudited preliminary results

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TPXimpact Holdings PLC

16 June 2026

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TPXimpact Holdings PLC
("TPXimpact", "TPX" or the "Group" or the "Company")

Unaudited preliminary results for the year ended 31 March 2026

Turnaround Complete, Delivering Strong Margin Expansion and Cash Generation

TPXimpact Holdings PLC (AIM: TPX), a leading digital transformation partner, announces its unaudited preliminary results for the year ended 31 March 2026.

A strong set of results for FY26 marks the successful conclusion of the Group's three-year turnaround plan, providing a strong foundation for accelerated growth in FY27 and beyond.

Financial Highlights

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- Revenue of £78.1m (FY25: £77.3m), representing 1% year on year growth
 - H2 revenue of £41.9m, 16% up on H1 revenue of £36.2m
 - New business wins of £122m (FY25: £70m)
 - Gross margin improved to 31.6% (FY25: 28.6%)
 - Adjusted EBITDA¹ increased 54% to £8.6m (FY25: £5.6m)
 - Adjusted EBITDA¹ margin expanded to 11.0% (FY25: 7.3%)
 - Reported operating profit of £0.2m (FY25: operating loss of £8.7m)
 - Adjusted diluted earnings per share¹ of 5.4p (FY25: 3.0p)
 - Net debt¹ (excluding lease liabilities) halved to £4.2m (FY25: £8.5m)
 - Leverage ratio (Net Debt/Adjusted EBITDA¹) reduced to 0.5x (FY25: 1.5x)

Operational and Strategic Highlights

- Successfully concluded the three-year strategic turnaround, consolidating nine divisions into three core, agile business units. Over the turnaround period debt has been reduced from £24.5m to £4.2m and adjusted EBITDA increased from £2.3m to £8.6m. The Group is now well established as a profitable, cash-generative platform for future growth
- Signed £122m in new business during the year, up from £70m in FY25
- New Chief Growth Officer appointed to accelerate growth in the Group's digital transformation offering through structured account development
- Strong wins in central government and health, including:
 - A £39m, four-year contract with DEFRA under its Capability as a Service model
 - A £22m, two-year contract with NHS England to support national vaccination programmes
 - An £11m uplift with His Majesty's Land Registry, taking the total partnership value to £60m
 - A £9m, 12-month contract with His Majesty's Prison and Probation Service
- Year-end headcount including associates of 702, up 15% from prior year (FY25: 608)
- Gender pay gap of 9% (FY25: 7%)
- Ethnically diverse representation of 19% (FY25: 20%)
- Carbon intensity of 19.9tCO₂e/£1m of revenue (FY25: 18.52)

Post-Period Trading and FY27 Outlook:

- £31m of new business won in the first two months of FY27, including a £16m, two-year contract with the Ministry of Justice
- FY27 outlook:
 - healthy double-digit revenue growth year on year
 - adjusted EBITDA¹ of not less than £12m
 - adjusted EBITDA margin improvement of c. 1% year on year
 - net debt to fall to zero by the end of FY27

1In measuring our performance, the financial measures that we use include those which have been derived from our reported results in order to eliminate factors which distort period-on-period comparisons. These are considered non-GAAP financial measures, and include measures such as adjusted EBITDA, adjusted diluted earnings per share and net debt which are defined in notes 6 and 7.

2PY restated due to updated methodology.

Bjorn Conway, Chief Executive Officer, commented:

"As noted in our April update, I am delighted by the performance of the business during the last financial year, which provides a positive conclusion to our three-year turnaround plan. We have successfully reshaped the business into a more profitable, resilient and cash-generative organisation that is designed with growth in mind.

We have achieved this whilst preserving the essence of what makes TPXimpact distinctive - a passion for delivering for our clients and maintaining the approach and values that make TPXimpact stand out.

I am extremely grateful for the many customers who trust us with their large-scale transformation projects, and want to thank all our teams for their dedication in delivering great outcomes for customers.

Over the next three years, the Comprehensive Spending Period brings greater clarity and certainty over departmental budgets. Our new business performance demonstrates our ability to compete effectively in this environment - partnering with our clients to improve public sector service delivery whilst embracing the opportunities that AI offers.

I am excited about the future for TPXimpact - we enter FY27 with a strong business, continued focus on disciplined execution, and an account-centred plan that puts clients at the heart of everything we do."

CEO Statement

I am pleased to report a strong set of results for FY26, which marks the successful conclusion of our three-year turnaround plan. We have fully consolidated our operations into three core business units: Digital Transformation (trading as TPXimpact), manifesto, and Keep IT Simple (KITS). This simplification has created a more agile and efficient business, with the right foundations for our next phase of growth.

Resilient Financial Performance

Our financial performance reflects the benefits of this simpler operating model.

Throughout the three-year turnaround plan our priority was to build a resilient, sustainable business with strong conversion of revenue through to EBITDA margin and cash.

Revenue for the year was £78.1m, representing 1% growth from the prior year (FY25: £77.3m).

Gross margin improved to 31.6% (FY25: 28.6%), driven by a continued focus on utilisation, client project mix and disciplined cost control.

Adjusted EBITDA increased 54% to £8.6m (FY25: £5.6m), driven by improved gross margin and close management of central costs. Adjusted EBITDA margin increased to 11.0% (FY25: 7.3%).

We generated good cash flows during the year, halving our net debt to £4.2m (FY25: £8.5m) and reducing our leverage ratio to 0.5x (FY25: 1.5x).

Market Context

The Government finalised their multi-year spending review on 11 June 2025. This set out day-to-day departmental spending settlements for April 2026 to March 2029 and for investment spend to March 2030. Greater certainty and clarity of funding gave public sector bodies renewed confidence to commit to multi-year contracts.

We saw a strengthening of our new business conversion during FY26 with new business totalling £122m compared with £70m in the prior year. This trend has continued into FY27 with new business of £31m won in the first two months of FY27.

Notable successes in the year include our expanded role as digital transformation partner with HM Land Registry, now valued at £60m, a £39m contract with DEFRA under its Capability as a Service framework, a £22m contract with NHS England to support the national vaccination programme and a £9m contract with HM Prisons and Probation Service to utilise digital technologies to improve the tools available to probation officers and the experience of probationers. We also secured over £40m of extensions to existing client work and smaller contracts with new clients.

FY26 also saw AI becoming a fundamental part of our business. As well as adopting AI tools for our own business operations and to support our consultants, we have deployed AI solutions with clients including AI caseworker support, AI enabled facial recognition, and our own AI data analytics solution available on Oracle Cloud. We do some of our best work helping our clients navigate the possibilities of AI in a safe, effective way.

Our approach of working with and alongside client teams to deliver their important outcomes and build their internal capability sets us apart from our competitors, as does the unique passion and commitment of our account and delivery teams to delivering impact.

Demand for our services remains robust as government departments focus on driving operational efficiency and modernising public services. We are well-positioned to support these aims.

Purpose and People

Our people remain at the heart of our success, and we continue to invest in our teams and our culture. The passion and commitment of our teams has been fundamental to the success of our turnaround and will underpin the next few years of growth and maximising our value and impact for clients.

We strive to build an inclusive, supportive environment. We are proud of our PACT values - Purpose, Accountability, Craft and Togetherness that bring a sense of client focus and community across TPXimpact.

We are equally proud to maintain our commitment to diversity with a 48% female workforce, along with 19% representation from ethnically diverse groups. Our transparent approach to impact reporting was recognised with a win for Best ESG

Reporting at the IR Impact 2025 Awards Europe.

Our approach to purpose and people is fundamentally aligned with our success as a business - our employee proposition is more than just a job, it is the opportunity to work with passionate, like minded people in a supportive environment and make a tangible impact on society through client work. This gives a clear message to prospective employees and gives existing employees strong reasons to build their career with TPXimpact.

Our B-Corp certification provides independent validation of our approach.

Our medium term plan: accelerating growth and maximising impact

With our turnaround plan completed, we are in the exciting position of being able to bring our unique approach and delivery to a wider range of clients.

The market for digital transformation services is large and we currently occupy a small part of it. There is significant scope to expand and grow our business, building on the foundations of a strong delivery track record, effective new business development, and a well structured, scalable business model.

In the immediate term our focus will remain on our core strengths of Place & Infrastructure, Transforming Government and Health. We see significant potential in deepening relationships with clients in these areas and with adjacent public sector bodies, charities and businesses who require our support in managing data and improving services.

We will go to market through a focused account management approach, building on the significant progress made during FY26 to develop multiple relationships within large public and private sector organisations. These deep relationships enable us to better understand our client's needs, maximise our value to them and impact delivered, and maintain long-term, consistent revenue streams that allow us to develop our own business and widen our service offering. We will deliver an increasing proportion of our work through client relationships of more than £10m+ per annum.

Where there are opportunities to complement organic growth through the acquisition of new capabilities or accelerate access to adjacent clients, we will explore targeted inorganic growth through acquisitions as our improving cash position allows. Our management team holds the recent experience of successfully integrating the businesses that comprise TPXimpact.

We aim to be recognised as a strategic supplier to the Government and a key contributor to improving service delivery through digital transformation - harnessing the opportunity that AI presents. A fast growing, profitable and cash generative business that brings unique value to clients through our passionate, inclusive and impact driven teams.

Our guidance for FY27 is a firm first step on the path to accelerating growth and maximising impact.

Financial Review

Overview

The results for FY26 demonstrate strong progress and the successful conclusion of TPXimpact's three-year strategic turnaround. Adjusted EBITDA margin has increased from 3.3% (FY23) to 11.0% (FY26), debt of £24.5m (FY23) has shrunk to £4.2m (FY26), and leverage has reduced to a modest 0.5x at the year end. Taken together, this puts the Group firmly on the path to healthy, sustainable growth in future years.

Key metrics

Revenue for FY26 increased 1% from the prior year to £78.1m (FY25: £77.3m). H2 revenue of £41.9m saw a sequential 16% increase compared to H1, demonstrating building momentum from contract wins during the year.

Approximately 90% of our revenue was generated from public sector clients, with Central Government customers accounting for around 70%. Client concentration was healthy, with our top 5 clients contributing c. 60% of revenue, and our top 10 clients contributing c. 75% of revenue.

Our ability to retain and extend customer relationships was good - approximately 75% of revenue came from customers with a minimum three years tenure, and a further ~15% of revenue came from customers with two to three years tenure.

Cost of sales decreased 3% to £53.4m (FY25: £55.2m), resulting in gross profit of £24.7m (FY25: £22.1m), up £2.5m or 11.5% year-on-year. Gross margin expanded by 300 basis points to 31.6% (FY25: 28.6%) as a result of good utilisation, robust pricing, and the benefits of a streamlined operating model.

Year end headcount, including associates at 31 March 2026 increased 15% to 702 (FY25: 608), as our teams scaled up towards the end of the year to support new contract wins in the second half. Employee retention was 83%, broadly in line with the prior

year (FY25: 86%).

Adjusted EBITDA increased to £8.6m (FY25: £5.6m), driven by the improvement in gross margin noted above and close management of central costs.

Reported operating profit was £0.2m (FY25: loss of £8.7m), which includes share-based payment charges of £1.5m (FY25: £1.4m), amortisation of acquired intangibles of £4.6m (FY25: £5.4m), and restructuring and transformation costs of £1.3m (FY25: £2.1m).

Adjusted profit before tax increased to £6.9m (FY25: £3.3m), and reported loss before tax was £0.6m (FY25: £10.0m). Adjusted diluted earnings per share increased to 5.4p (FY25: 3.0p).

Net Debt and Cash Flow

The Group continued to strengthen its balance sheet during the year, with net debt (excluding lease liabilities) falling by 50% to £4.2m at 31 March 2026 (FY25: £8.5m). This brings our leverage ratio, defined as net debt/ adjusted EBITDA, down to 0.5x (FY25: 1.5x).

The Company will be debt free at the end of the year and highly cash generative, a sharp contrast to the position at the beginning of the turnaround. Our strengthening balance sheet provides options and the Board will discuss and agree an appropriate capital allocation policy as the year progresses.

Outlook

In terms of FY27 outlook - management expects:

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- **healthy double-digit revenue growth year on year** - underpinned by excellent backlog with existing customer contracts, providing high coverage for FY27 revenue expectations
 - **adjusted EBITDA of not less than £12m**
 - adjusted EBITDA margin improvement of c. 1% year on year
 - continued robust cash generation, leading to **net debt falling to zero** by the end of FY27

Unaudited preliminary results for the year ended 31 March 2026

Consolidated Income Statement

For the year ended 31 March 2026

	Note	Unaudited 2026 £'000	Audited 2025 £'000
Revenue		78,100	77,340
Cost of sales		(53,428)	(55,213)
Gross profit		24,672	22,127
Administrative expenses		(24,994)	(31,336)
Other income		552	489
Operating profit/(loss)		230	(8,720)
Finance income		26	89
Finance costs		(890)	(1,408)
Loss before tax		(634)	(10,039)
Tax expense		63	884
Loss for the year		(571)	(9,155)
Other comprehensive loss:			
Movements on equity investments held at fair value through other comprehensive income	4	(2,188)	-
Total comprehensive loss for the year		(2,759)	(9,155)
Earnings per share			
Basic (p)	6	(0.6p)	(10.1p)
Fully diluted (p)	6	(0.6p)	(10.1p)

Consolidated Statement of Financial Position

At 31 March 2026

		Unaudited 2026 £'000	Audited 2025 £'000
Note			
Non-current assets			
		35,713	35,713
		4,143	8,790
		46	67
		901	1,204
	4	-	2,188
		473	260
		41,276	48,222
Current assets			
		9,240	11,088
		4,929	2,598
		-	331
		-	4,647
		14,169	18,664
		55,445	66,886
Current liabilities			
			(6,371)
		(7,100)	
		(2,750)	(2,885)
		(709)	(885)
	7	(298)	-
		(171)	-
		(1,324)	(1,639)
		(12,352)	(11,780)
Non-current liabilities			
		(1,033)	(2,187)
	5	(3,916)	(13,145)
		(251)	(444)
		(5,200)	(15,776)
		(17,552)	(27,556)
		37,893	39,330
Equity			
		952	922
		6,538	6,538
		45,972	45,972
		15	15
		(717)	(1,109)
		(14,867)	(13,008)
		37,893	39,330

Consolidated Statement of Changes in Equity

For the year ended 31 March 2026

	Share capital	Share premium	Merger reserve	Capital redemption reserve	Own shares	Retained earnings	Total
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
At 1 April 2025	922	6,538	45,972	15	(1,109)	(13,008)	39,330
Loss for the year	-	-	-	-	-	(571)	(571)
Movements on equity investments held at fair value through other comprehensive income	-	-	-	-	-	(2,188)	(2,188)
Transactions with owners							
Shares issued	30	-	-	-	-	-	30
Own shares transferred from EBT	-	-	-	-	470	(461)	9
Own shares purchased by EBT	-	-	-	-	(78)	-	(78)
Share-based payments	-	-	-	-	-	1,361	1,361
At 31 March 2026 (Unaudited)	952	6,538	45,972	15	(717)	(14,867)	37,893

Consolidated Statement of Changes in Equity

For the year ended 31 March 2025

	Share capital	Share premium	Merger reserve	Capital redemption reserve	Own shares	Retained earnings	Total
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	£'000	£'000	£'000	£'000	£'000	£'000	£'000
At 1 April 2024	922	6,538	50,449	15	(955)	(9,134)	47,835
Loss for the year	-	-	-	-	-	(9,155)	(9,155)
Transfer to retained earnings	-	-	(4,477)	-	-	4,477	-
Transactions with owners							
Own shares transferred from EBT	-	-	-	-	557	(545)	12
Own shares purchased by EBT	-	-	-	-	(711)	-	(711)
Share-based payments	-	-	-	-	-	1,349	1,349
At 31 March 2025 (Audited)	922	6,538	45,972	15	(1,109)	(13,008)	39,330

Consolidated Statement of Cash Flows

FOR THE YEAR ENDED 31
MARCH 2026

	Unaudited 2026 £'000	Audited 2025 £'000
Cash flows from operating activities:		
Loss before taxation	(634)	(10,039)
Adjustments for:		
Depreciation	899	979
Amortisation of intangible assets	4,647	5,383
Impairment of goodwill	-	4,477
Share-based payments	1,544	1,421
Finance income	(26)	(89)
Finance costs	889	1,408
Working capital adjustments:		
(Increase)/decrease in trade and other receivables	(483)	977
Decrease in trade and other payables	(454)	(3,522)
Net cash generated from operations	6,382	995
Tax (paid)/received	(263)	437
Net operating cash flows	6,119	1,432
Cash flows from investing activities:		
Interest received	26	89
Purchase of property, plant and equipment	(38)	-
Net cash (used in)/generated from investing activities	(12)	89
Cash flows from financing activities:		
New borrowings	-	2,000
Repayment of borrowings	(9,200)	(5,000)
Issue of new shares	30	-
Proceeds from exercise of share options	9	12
Purchase of own shares	(78)	(711)
Payment of lease liabilities	(983)	(1,005)
Interest paid	(830)	(1,104)
Net cash used in financing activities	(11,052)	(5,808)

Net decrease in cash and cash equivalents	(4,945)	(4,287)
Cash and cash equivalents at beginning of the year	4,647	8,934
Cash and cash equivalents at the end of the year	(298)	4,647
Comprising:		
Cash at bank and in hand	(333)	4,647
Cash held by trust	35	-
Cash and cash equivalents at end of the year	(298)	4,647

Notes to the Consolidated Financial Statements

1. General information

TPXimpact Holdings plc is a public limited company incorporated in England and Wales under the Companies Act 2006 with registered number 10533096. The Company's shares are publicly traded on AIM, part of the London Stock Exchange.

The address of the registered office is 2nd Floor, The Hickman, 2 Whitechapel Road, London, E1 1EW. The principal activity of the Group is the provision of digitally native technology services to clients within the commercial, government and non-government organisation (NGO) sectors.

2. Basis of preparation

The unaudited consolidated preliminary financial statements have been prepared in accordance with UK-adopted international accounting standards, with the Companies Act 2006 and the AIM rules for Companies. The financial statements are presented in pound sterling (GBP), which is the functional currency of the parent company.

The financial information set out in this announcement does not comprise the Group's statutory accounts as defined in section 434 of the Companies Act 2006 for the year ended 31 March 2026. The statutory accounts for the year ended 31 March 2026 have not yet been delivered to the Registrar of Companies, nor have the auditors yet reported on them. This preliminary announcement does not constitute statutory accounts under section 435 of the Companies Act 2006.

Going concern

After reviewing the budgets and cash projections for the next twelve months and beyond, the Directors believe that the Company has adequate resources to continue operations for the foreseeable future and to meet the requirements of its debt covenants. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

3. Accounting policies

The accounting policies used in the preparation of the unaudited preliminary consolidated financial statements for the year ended 31 March 2026 are in accordance with the recognition and measurement criteria of International Financial Reporting Standards (IFRS) and are consistent with those which were adopted in the annual statutory financial statements for the year ended 31 March 2025.

4. Other investments

Other investments decreased by £2.2 million during the year ended 31 March 2026, representing a change in fair value of the Group's equity investment in OpenDialog AI Limited.

5. Borrowings

At 31 March 2025, the Group had a revolving credit facility ("RCF") with HSBC of £25m with a £15m accordion of which £13.2m had been drawn down. In July 2025, the Group refinanced the RCF with its bankers. The existing £25m RCF, due to mature in July 2026, was reduced to £11m with a £5.5m accordion, and a £4m overdraft (renewed annually). The new RCF has an initial term of three years and may be extended by one year by mutual agreement, with a further option to extend for an additional year thereafter. Under the terms of the RCF, the covenants now comprise two measures to be assessed at each quarter end: (i) Net debt (excluding lease liabilities) to rolling twelve month Adjusted EBITDA of 2.5x or less; and (ii) rolling twelve month Adjusted EBITDA to net finance costs of at least 4.0x. The Group satisfied these revised covenants throughout the period from refinancing to 31 March 2026. Borrowings of £9.2m were repaid during the year ended 31 March 2026 leaving £4.0m drawn down at end of the year.

6. Earnings per share

	2026 Number of shares '000	2025 Number of shares '000
Weighted average number of shares for calculating basic earnings per share	91,306	90,450
Weighted average number of dilutive shares	4,905	5,498
Weighted average number of shares for calculating diluted earnings per share	96,211	95,948

	2026 £'000	2025 £'000
Loss after tax	(571)	(9,155)
Adjusted profit after tax ¹	5,235	2,883

Earnings per share is calculated as follows:

	2026	2025
Basic earnings per share	(0.6p)	(10.1p)
Adjusted basic earnings per share	5.7p	3.2p
Diluted earnings per share ²	(0.6p)	(10.1p)
Adjusted diluted earnings per share	5.4p	3.0p

1 Adjusted profit after tax on continuing operations is defined in note 6.

2 The weighted average shares used in the basic EPS calculation has also been used for reported diluted EPS due to the anti-dilutive effect of the weighted average shares calculated for the reported diluted EPS calculation.

7. Alternative performance measures (unaudited)

In measuring our performance, the financial measures that we use include those which have been derived from our reported results in order to eliminate factors which distort period-on-period comparisons. These are considered non-GAAP financial measures, and include measures such as adjusted EBITDA and net debt (excluding lease liabilities). We believe this information, along with comparable GAAP measurements, is useful to shareholders and analysts in providing a basis for measuring our financial performance.

Reconciliation of net debt (excluding lease liabilities):

	2026 £'000	2025 £'000
Cash and cash equivalents as presented in the consolidated statement of financial position	-	4,647
Bank overdrafts ¹	(298)	-
Cash and cash equivalents as presented in the consolidated cash flow statement	(298)	4,647
Borrowings due after one year	(3,916)	(13,145)
Net debt	(4,214)	(8,498)

¹Bank overdrafts are included in short-term borrowings in the Group's statement of financial position. For cash flow statement presentation purposes, these are included in cash and cash equivalents as they are repayable on demand and form an integral part of the Group's cash management.

Reconciliation of operating profit/(loss) to adjusted EBITDA:

	2026 £'000	2025 £'000
Operating profit/(loss)	230	(8,720)
Amortisation of intangible assets	4,647	5,383
Depreciation	899	979
Impairment of goodwill	-	4,477
Share-based payments ¹	1,544	1,421
Restructuring and transformation costs	1,309	2,074
Adjusted EBITDA	8,629	5,614

¹ Includes social security costs.

Reconciliation of loss before tax to adjusted profit after tax:

	2026 £'000	2025 £'000
Loss before tax	(634)	(10,039)
Amortisation of intangible assets	4,647	5,383
Impairment of goodwill	-	4,477
Share-based payments ¹	1,544	1,421

Restructuring and transformation costs	1,309	2,074
Adjusted profit before tax	6,866	3,316
Tax (excluding impact of above adjustments) ²	(1,631)	(433)
Adjusted profit after tax	5,235	2,883

¹ Includes social security costs.

² Tax on restructuring and transformation costs for the year ended 31 March 2025 is £nil due to the utilisation of tax losses.

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