

2023 half-year results

- **Solid NAV¹: €135.8m at 30 June 2023, almost stable versus the strong performance on 31 December 2022 and up 12% from 30 June 2022**
- **NAV per share: €3.39 (vs. €3.44 at 31 December 2022 and €3.28 at 30 June 2022) with a 3.5% increase in the value of investees from 31 December 2022**
- **First-half performance characterised by capital-intensive activity at investees**

Paris – 28 September 2023 – 7:00 a.m.

Transition Evergreen (FR0000035784 - EGR), the first French-listed investment fund dedicated to the ecological transition and reducing the carbon footprint, reported its half-year results² and net asset value as of 30 June 2023, which were approved by the Board of Directors at its meeting held on 27 September 2023. The interim financial report for the period ended 30 June 2023 is available on Transition Evergreen's website, www.transition-evergreen.com, in the Investors section under Financial documents.

Lionel Le Maux, Chairman of the Board of Directors of Transition Evergreen, commented:

"The current market environment still favours the ecological transition, particularly investment in companies seeking to own assets that produce energy or reduce the carbon footprint. What's more, Transition Evergreen investees operate in an extended scope (through engineering and operational teams) where their value extends beyond owned assets with lesser dependence on interest rates.

Factoring in an inflationary climate with rising interest rates, Transition Evergreen capitalised on its unique position to show resilience and excellent NAV, totalling €135.8m, comparable to the strong performance at end-December 2022, and up 12% from end-June 2022.

These results do not factor in the Group's capital-intensive investees activity during H1 2023, all of whom help create value for the fund. SAFRA and Evergaz are actively reviewing financing options, first letters of intent have been received for the Phynix spin-off, a leading developer of green hydrogen in Spain. Lastly, Everwood maintains its focus on the highly strategic acquisition of an international forestry asset management company which could result in large-scale change for our investee.

Going forward, our strategy for 2023 is unchanged. We will continue to support our investees in their growth initiatives, while sustaining a balanced rotation strategy for our asset portfolio."

¹ NAV: net asset value corresponds to the Company's IFRS shareholder equity, i.e. €135.8m. The change between 30 June 2023 and 31 December 2022 stemmed from the change in the fair value of investees during the period (+€0.4m) and net profit restated for the fair value effect (-€2.7m).

² The statutory auditors conducted a limited review.

2023 HALF-YEAR RESULTS

NAV³ of €135.8m at 30 June 2023

Transition Evergreen's net asset value (NAV) amounted to €135.8m at 30 June 2023 vs. €138.0m at 31 December 2022. NAV was up 12.3% from 30 June 2022 (€120.9m).

The difference between 30 June 2023 and 31 December 2022 stemmed from (i) the slight change in the fair value of investees during the period (+€0.4m) and (ii) net profit restated for the fair value effect (-€2.7m).

As of 30 June 2023, NAV per share⁴ amounted to €3.39⁵ (vs. €3.44 at 31 December 2022 and €3.28 at 30 June 2022).

The fair value of investees increased from €134.6m at 30 June 2022 to €146.6m at 31 December 2022 and €151.7m at 30 June 2023. The rise in value stemmed especially from value creation in two investees:

- SAFRA, driven by its commercial momentum and further financing to strengthen its equity;
- LPF Groupe, propelled by a positive business performance, with prospective new markets in Italy and strengthened equity.

Results at 30 June 2023

First-half operating income totalled -€1.0m. It includes:

- +€0.4m in fair value adjustments to non-current financial assets;
- -€0.2m in staff costs;
- -€1.7m in other operating costs (fees and similar charges);
- +€0.5m in revenue from financial assets.

The cost of financial debt amounted to -€0.9m (vs. -€0.7m at 30 June 2022), comprising interest on bonds (€0.8m) and current account advances (€0.1m).

After booking tax of -€0.4m, net loss was -€2.3m.

A detailed income statement as of 30 June 2023 is appended to page 6 of this press release.

Financial structure

Transition Evergreen's shareholders' equity was €135.8m at 30 June 2023, compared with €138.0m at 31 December 2022.

As of 30 June 2023, Transition Evergreen had available cash of €0.4m, versus €0.8m as of 31 December 2022. For the record, the Company has a maximum current account advance of €12m authorised by Financière Evergreen⁶, €0.7m of which had been used as of 30 June 2023.

³ NAV: net asset value corresponds to the Company's IFRS shareholder equity, i.e. €135.8m (vs. €138.0m at 31 December 2022 and €120.9m at 30 June 2022).

⁴ (Excluding treasury shares).

⁵ Identical before and after dilution in the absence of a dilutive instrument outstanding at the given date.

⁶ A 0.72% shareholder in Transition Evergreen as of 30 June 2023.

The Company's financial debt – comprising bond issues (including two new ordinary bond issues totalling €8m for the first half) – amounted to €24.8m at 30 June 2023 versus €16.7m at 31 December 2022.

A detailed balance sheet as of 30 June 2023 is appended to page 7 of this press release.

During Q4 2023, Transition Evergreen is planning a new funding round of between €8m and €12m⁷ to strengthen its financing structure and to continue supporting its investees. Parallel to this, the fund aims to refinance its various active bonds totalling €25m, with €15m that can be drawn down in the next 12 months and maturity extended to three years.

OUTLOOK

In 2023, Transition Evergreen continues to support its investees in their growth trajectory to reach SME size, while maintaining a strategic focus on optimising and allocating its capital.

Evergaz continues to expand in France with the construction of the "Bioenergaz" biomethane plant

The construction phase of the "Bioenergaz" biomethane injection unit, located in Ille-et-Vilaine (35), is on track. The production test phase is scheduled for the 3rd quarter of 2023. For the record, Bioenergaz has an injection capacity of 125 Nm³/hr into the GRDF network.

At the same time, in the 2nd quarter of 2023, Evergaz raised over €3.7 million in bonds (equity financing and private placement). The funds raised will be used, among other things, to finance optimization and capacity expansion programs for units already in the portfolio, and to seize potential opportunities for the external growth of units already in service.

More generally, Evergaz is studying various options for financing its growth, which could, depending on market conditions, lead to an Initial Public Offering (IPO).

Everwood: continuation of negotiations to acquire a majority interest in an international third-party forestry asset management company

Everwood continues to develop in its two main business activities: wood energy, through its subsidiary Wooday, and forestry asset management (120,000 hectares under management).

On the back of several successful acquisitions, Wooday now has a team of around 40 employees and has just strengthened its finance department following a number of strategic hires. Wooday will continue to grow organically through significant commercial synergies between the various companies it has acquired (Brazeco, Le-Kastor.com) as well as external growth in its consolidation of a highly fragmented market.

In parallel, Everwood is stepping up its international expansion with support for long-standing institutional clients in their acquisition of forestry assets in Europe and continues the discussions started in H1 2023 with the aim of becoming a majority shareholder of a global-leading group that manages forestry assets on behalf of third parties (in July 2023, this group also carried out a convertible bond issue subscribed by Everwood).

⁷ Initially planned before 30 September 2023.

SAFRA: order for 10 hydrogen buses and new financing to support growth

In early July 2023, SAFRA won a tender issued by the Communauté Urbaine de Dunkerque to supply ten HYCITY® hydrogen-powered buses, with a 12m, 3-door version scheduled to run Dunkerque's public transport network during 2024. This new order increases SAFRA's provisional pipeline to 23 hydrogen-powered buses.

To support growth and strengthen equity, SAFRA continues to diversify its sources of financing. In H1 2023, the company completed a capital increase of €7m with existing and new private shareholders which involved Transition Evergreen in the offsetting of receivables for up to €4.7m. At the same time, the company is actively considering an Initial Public Offering (IPO) – based on market conditions – in an effort to step up its development.

EverWatt: continued roll-out of BoucL Energie for collective self-consumption in France

BoucL Energie, an EverWatt subsidiary and the source behind local energy loop collective self-consumption, continues its development. The successful capital-raising operation worth €34m, completed in H1 2023, will enable the company to finance: (i) the roll-out of 300 MWh solar projects in France (with an identified pipeline of around sixty development projects located in 11 regions), and (ii) the recruitment of teams needed to accelerate the completion of its projects.

Despite fast-changing energy expectations, BoucL Energie aims to focus on the energy mix across France with a strong concentration on local production and energy consumption by bringing together local public and private players to work on large-scale renewable projects, thereby targeting the development of energy communities in economic activity zones⁸ (as illustrated by its pilot project in Saint Martin d'Hères).

EverWatt therefore confirms its leader position in self-consumption and recently bolstered its offer in the individual self-consumption market by launching a jointly-owned company with Terre Solaire.

LPF Groupe: expansion in the Italian luxury market

With respect to eco-packaging, LPF Groupe is accelerating its international expansion, particularly in luxury, with a subsidiary established in Italy.

In terms of financing, the company has sold stakes to a professional investor, in order to fund further acquisitions and its growth plan in the years ahead.

NEXT KEY DATES

October 2023 – Activity & Significant events for investees in Q3 2023

⁸ Economic activity zone.

About Transition Evergreen

Transition Evergreen is the first French-listed investment fund, with a focus on accelerating the ecological transition and reducing the carbon footprint.

Leveraging the expertise of asset management company, Aqua Asset Management, Transition Evergreen seeks to provide concrete solutions to the challenges of building a carbon-neutral world. To achieve this, the Group invests in unlisted French and European companies. Transition Evergreen is a proven accelerator of green growth. The Group's corporate purpose is to invest in high-growth French and European SMEs focused on the ecological transition.

Transition Evergreen holds interests mainly in the following companies: **Evergaz**, the leading independent French biogas player, **C4**, a fully-integrated methanisation operator in Germany, **EverWatt**, an energy-efficient and carbon neutral player for regions, **Everwood**, a specialist in sustainable forest management and **Safra**, a French player in the carbon-neutral mobility market.

Transition Evergreen has been awarded the Greenfin label, which guarantees the green credentials of investment funds and is awarded to funds that factor environmental, social and governance ("ESG") criteria into the design and life cycle of their portfolio, comply with the exclusion criteria set by the label and have a positive impact on the energy and ecological transition. Transition Evergreen has been awarded the "Relance" label for investment funds that support the economic recovery by strengthening French companies with equity or quasi-equity.

Transition Evergreen is listed on Euronext Paris, compartment C (ISIN FR0000035784). Transition Evergreen is eligible for the PEA-PME equity savings plan.

Learn more at www.transition-evergreen.com

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Disclaimer

It should be noted that any investment includes the risk of partial or total loss of the capital invested. For further information on the risks of investing in the portfolio, please refer to the "Risk Factors" section of the 2021 Universal Registration Document and the 2022 Annual Financial Report. Recognition of extra-financial criteria is likely to encounter methodological limitations. In particular, there may be inconsistencies in investee reporting, owing to their size and stage of development. Also note that past performance is no guarantee of future performance and performance is not constant over time.

APPENDICES

INCOME STATEMENT

(€k)	30-06-22	30-06-23
Revenue from financial assets	234	541
Change in fair value of financial assets	20,420	449
Payroll costs	(173)	(242)
Other operating costs	(4,027)	(1,707)
Operating profit (loss)	16,453	(959)
Gross cost of financial debt	(654)	(890)
Net cost of financial debt	(654)	(890)
Other financial income and expenses	(48)	(48)
Net profit before tax	15,751	(1,897)
Income tax	(1,941)	(373)
Net loss	13,810	(2,269)
Number of shares in circulation*	36,852,094	40,075,973
Earnings per share (€)	0.37	(0.06)
Number of shares after dilution*	36,852,094	40,075,973
Diluted earnings per share (€)	0.37	(0.06)

*Excluding treasury shares

BALANCE SHEET

ASSETS(€k)	31-12-22	30-06-23
Non-current financial assets	146,580	151,729
- o/w shares	146,580	151,729
- o/w bonds	-	0
Other non-current assets	13	13
Total non-current assets	146,593	151,742
Current financial assets	21,898	21,655
Other receivables	106	71
Cash & cash equivalents	850	374
Total current assets	22,854	22,101
Total assets	169,447	173,842

LIABILITIES (€k)	31-12-22	30-06-23
Capital	20,086	20,086
Share capital premium	51,657	34,018
Reserves	44,665	83,941
Overall profit	21,638	(2,269)
Shareholders' equity	138,046	135,775
Non-current portion of bond issues	4,100	10,470
Deferred tax liabilities	5,159	5,532
Total non-current liabilities	9,259	16,002
Bond issues	12,641	14,363
Other current financial liabilities	2,201	1,681
Other debts	7,300	6,021
Total current liabilities	22,142	22,065
Total assets	169,447	173,842

CHANGE IN THE FAIR VALUE OF INVESTEES SINCE 30 JUNE 2022

Investees	Fair value 30/06/2022	Fair value 31/12/2022	Fair value 30/06/2023
Everwood SAS	€29,469k	€31,546k	€28,723k
Aqua SAS/Evergaz SA	€27,380k	€24,903k	€26,900k
Everwatt SAS	€42,010k	€47,109k	€43,016k
LPF Groupe SAS (formerly La Paper Factory SAS)	€2,551k	€3,256k	€4,230k
Valporte Holding SAS	€1,844k	€1,749k	€1,844k
Borea SAS	€279k	€342k	€342k
Safra SA	€14,887k	€12,815k	€19,457k
Safra Participations SAS	€3,091k	€2,665k	€3,330k
3 E BIOGAS/C4 Group	€12,600k	€21,960k	€23,724k
Keiryo SAS (formerly Green H2 Partenaires SAS)	€235k	€235k	€130k
Total share portfolio	€134,345k	€146,580k	€151,729k
OC Natureo SAS	€266k	-	-
Total bond portfolio	€266k	-	-
Total assets	€134,611k	€146,580k	€151,729k