

Wheelsure Holdings plc

("Wheelsure" or the "Group")

Final Results for the Year Ended 31 August 2022

Wheelsure announces its final results for the year ended 31 August 2022 ("Final Results"). A copy of the Group's annual report and accounts will shortly be available from the Group's website, www.wsgroupglobal.com and will be posted to all shareholders in due course.

Trading in Wheelsure's ordinary shares were suspended on 1 March 2023 due to the delayed publication of its Final Results. At the same time, the Group further announced that its working capital position is severely constrained but it was advancing funding conversations with a number of parties which still remains the case.

Trading in the Group's shares will remain suspended until it has published its half-yearly report to 28 February 2023 and it has concluded conversations in respect of further funding to address its working capital position. The Group remains optimistic for a positive conclusion to raising working capital, however, there can be no certainty that further funding will be raised.

Pursuant to Rule 5.2 of the AQSE Growth Market (Access Segment), should trading in the Group's shares not be restored by 1 September 2023, then AQSE may withdraw the Group's shares from admission.

This announcement contains inside information for the purposes of UK Market Abuse Regulations.

Enquires:

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Gerhard Dodl, CEO

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CHAIRMAN'S STATEMENT

We are pleased to announce our results for the year ended 31 August 2022.

Sales for the year were £197,188 (2021: £144,077).

This 37% increase is a welcome improvement in activity. It reflects a slight improvement in trading conditions after the exceptional circumstances of the pandemic which substantially decreased rail maintenance activity in all.

The Group has seen this improvement maintained since the year end and the Board is confident that this will result in a further increase in reported sales next year.

The increased turnover and continued focus on controlling costs mean that post-tax losses have reduced to £185,010 (2021: £206,357).

UK

We continue to receive repeat orders from both the London Underground and the Docklands Light Railway (through associated contractors), although business in the UK has not fully recovered post-covid. This primarily reflects the huge financial uncertainties at London Underground which pertained throughout the period.

Germany

Increased orders received in the year from Siemens AG, DB Netz, and Thyssenkrupp, where a broader product range is now in track, are encouraging signs for our German business. These orders have continued strongly into 2023. This significant European market is a primary focus for growing the business.

Italy

Business in Italy was higher than in any previous year and this is very encouraging. The challenge is to bring consistency and growth in this market where we benefit from excellent technical approvals.

Holland

We are pleased to report business with Strukton BV as a direct result of initiating the first Digital Fastener

project referenced in our interim report. This project continues and the Board is optimistic that it will lead to opportunities in Holland and other markets.

Spain

We received a first order from the Metro in Barcelona in the year and are seeking to build on this breakthrough, coupled with strong technical approvals in the wider market. Since the year end we have seen further new business and we are encouraged that this will lead to more opportunities.

Product Development: Tracksure Digital Fastener (TDF)/ Tracksure Dual Thread Technology (TDT)

The Tracksure technology has evolved with these two important developments that offer broader scope to sell our range within the world's rail markets. As reported previously, the highly innovative TDT technology is an important extension to our patent family and strengthens our business platform.

The TDF project in Holland (above) is ongoing and we have received positive feedback on the new technology from others in the rail market.

In addition, since the year end, the first usage of Dual-threaded/Digital technology was instigated in the UK Wind Energy sector and, at time of writing, continues to operate successfully.

The Board would like to thank all our shareholders for their continued support.

J Allen
Chairman
24 July 2023

WHEELSURE HOLDINGS PLC**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**
for the Year Ended 31 August 2022

	2022	2021
	£	£
Turnover	197,188	144,077
Cost of sales	<u>(105,062)</u>	(75,178)
Gross profit	92,126	68,899
Administrative expenses	<u>(273,513)</u>	(277,825)
Operating loss	(181,387)	(208,926)
Interest payable and similar expenses	<u>(20,775)</u>	(15,032)
Loss before taxation	(202,162)	(223,958)
Tax on loss	<u>(17,152)</u>	(17,601)
Loss for the financial year	(185,010)	(206,357)
Other comprehensive income	<u>-</u>	-
Total comprehensive loss for the year	<u><u>(185,010)</u></u>	(206,357)
Basic and Diluted Loss per Share	<u><u>4.6p</u></u>	5.5p

WHEELSURE HOLDINGS PLC
CONSOLIDATED BALANCE SHEET
31 August 2022

	2022		2021	
	£	£	£	£
Fixed assets				
Intangible assets		41,392		48,621
Tangible assets		132		292
Investments		-		-
		<hr/>		<hr/>
		41,524		48,913
Current assets				
Stocks	33,056		32,034	
Debtors	88,337		54,036	
Cash at bank	4,687		18,747	
		<hr/>		<hr/>
	126,080		104,817	
Creditors				
Amounts falling due within one year		<hr/> (460,307)		<hr/> (252,545)
Net current liabilities		<hr/> (334,227)		<hr/> (147,728)
Total assets less current liabilities		(292,703)		(98,815)
Creditors				
Amounts falling due after more than one year		<hr/> (36,180)		<hr/> (45,058)
Net liabilities		<hr/> <hr/> (328,883)		<hr/> <hr/> (143,873)
Capital and reserves				
Called up share capital		2,418,171		2,418,171
Share premium		3,713,311		3,713,311
Retained earnings		<hr/> (6,460,365)		<hr/> (6,275,355)
Shareholders' (deficit) / funds		<hr/> <hr/> (328,883)		<hr/> <hr/> (143,873)

NOTES TO THE FINANCIAL STATEMENTS

1. PUBLICATION OF NON-STATUTORY ACCOUNTS

The financial information set out in this preliminary announcement does not constitute statutory accounts as defined in section 435 of the Companies Act 2006.

The financial information for the year ended 31 August 2023 has been extracted from the audited financial statements to that date, which were prepared in accordance with UK GAAP and with the requirements of the Companies Act 2006. These financial statements have yet to be delivered to the Registrar of Companies. The financial statements for the year ended 31 August 2021 have been delivered to the Registrar of Companies. The auditors' report in relation to both years was unqualified, contained a material uncertainty relating to going concern (which has been reproduced below), and did not contain a statement under section 498 of the Companies Act 2006.

Extract from audited financial statements:

Material uncertainty relating to going concern

We draw attention to note 1 to the financial statements, which indicates that the Group have unpredictable forecasted sales, reliance on funding and a significant loan facility falling due on 31 August 2024. As stated in note 1, these events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

We conclude that the use of the going concern basis by the directors is appropriate.

The relevant section of note 1 to the financial statements is reproduced as note 2 below.

2. ACCOUNTING POLICY – GOING CONCERN

These financial statements are prepared on the going concern basis. The directors have a reasonable expectation that the Group will continue in operational existence for the foreseeable future. However, the directors are aware of certain material uncertainties which may cause doubt on the Company's ability to continue as a going concern.

The working capital is reliant upon unpredictable sales forecasts and further funding. There is also a significant loan facility falling due on 31 August 2024. The directors are confident that by achieving the forecast level of sales, obtaining funding and extending loan facilities they will achieve the required cashflow.

3. Annual Report

Copies of the Report and Accounts will be sent to shareholders shortly and will be available from the registered office of the Company, 235 Hunts Pond Road, Fareham, Hampshire, PO14 4PJ, and also on the Company's website, www.wsgroupglobal.com.