

**30 September 2019**

**CLEAN INVEST AFRICA PLC**

**("CIA" or the "Company")**

**INTERIM RESULTS FOR THE PERIOD 1 OCTOBER 2018 TO 31 MARCH 2019**

**CHIEF EXECUTIVE OFFICER STATEMENT**

I am pleased to present the interim results of the Company.

On 16 December 2018, the Company entered into a binding sale and purchase agreement to conditionally acquire 97.5% of CoalTech Limited ("CoalTech") and 97.5% of Coal Agglomeration South Africa (Pty) Ltd ("CASA"). The Company already owned the remaining shares in both CoalTech and CASA (each equating to 2.5% of the share capital of both CoalTech and CASA). The consideration for the Acquisition amounted to approximately £27.16m and was partly satisfied by the allotment of the Consideration Shares to the Non-South African Vendors, that amounted to approximately £20.1m. For the period, most of the activities of the Company were focused on closing that transaction. Post the end of the period and following a General Meeting on 3 July 2019 where all resolutions were duly passed unanimously, the transaction closed (the first closing and a subsequent closing is anticipated - the remaining 256,845,316 SA Resident Vendor Consideration Shares) and Admission became effective thereafter.

I am pleased with the progress made in this initial six months, the investment made and look forward to continuing to update shareholders on the progress of CoalTech and the exciting prospects ahead, some of which are developing reasonably fast. We continue to seek new investment opportunities and will advise shareholders if they come to fruition.

**FINANCIALS**

The interim financial results for the period 1 October 2018 to 31 March 2019 show a loss after taxation of GBP69,602.

The interim results have not been reviewed by the Company auditor.

The Company will now take steps to change its year end date 31 December, the same year end of the CoalTech Group. Conscious that the Company was re-admitted on 3 July 2019 to trading on the NEX Exchange, the next set of reporting will be the audited year end results to 31 December 2019 for the combined accounts of the CoalTech Group and the Company.

**OUTLOOK**

I am pleased with the progress made in this initial six months, the investment made and look forward to continuing to update shareholders on the progress of CoalTech and as we seek new investment opportunities in due course.

Filippo Fantechi  
Executive Director

26 September 2019

The Directors of the Company accept responsibility for the content of this announcement.

**ENQUIRIES:**

**Company**

Clean Invest Africa PLC

Sam Preece - Executive Director

Telephone: 020 3130 0674

Noel Lyons - Executive Director

Telephone: 020 7486 6558

**Corporate Adviser**

Peterhouse Capital Limited

Guy Miller

Telephone: 020 7220 9795

**CLEAN INVEST AFRICA PLC**  
**INCOME STATEMENT**  
**FOR THE PERIOD 1 OCTOBER 2018 TO 31 MARCH 2019**

	Notes	For the period ending 31 March 2019 Unaudited GBP	For the period ending 30 September 2018 Audited GBP
Revenue		-	-
Cost of sales		-	-
<b>Gross profit</b>		-	-
Administrative expenses		(69,602)	(204,415)
<b>Operating loss</b>		<b>(69,602)</b>	<b>(204,415)</b>
Finance income		-	337
Finance costs		-	-
<b>Loss before income tax</b>		<b>(69,602)</b>	<b>(204,078)</b>
Income tax		-	-
<b>Loss for the financial year attributable to the Company's equity shareholders</b>		<b>(69,602)</b>	<b>(204,078)</b>
Loss per share from operations			
<b>Basic and diluted loss per share (GBP)</b>	2	<b>(0.0004)</b>	<b>(0.0015)</b>

**CLEAN INVEST AFRICA PLC**  
**STATEMENT OF COMPREHENSIVE INCOME**  
**FOR THE PERIOD 1 OCTOBER 2017 TO 31 MARCH 2019**

	<b>Notes</b>	<b>For the period ending 31 March 2019 Unaudited GBP</b>	<b>For the period ending 30 September 2018 Audited GBP</b>
<b>Loss for the period</b>		<b>(69,602)</b>	<b>(204,078)</b>
Other comprehensive income		-	-
<b>Total comprehensive loss for the period attributable to the Company's equity shareholders</b>		<b>(69,602)</b>	<b>(204,078)</b>

The accompanying notes form an integral part of these interim financial statements.

**CLEAN INVEST AFRICA PLC**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 MARCH 2019**

	Notes	As at 31 March 2019 Unaudited GBP	As at 30 September 2018 Audited GBP
<b>Assets</b>			
<b>Non-current assets</b>			
Investment	3	358,362	358,362
<b>Total non-current assets</b>		<b>358,362</b>	<b>358,362</b>
<b>Current assets</b>			
Trade and other receivables	4	8,263	5,080
Cash and cash equivalents		16,873	68,602
<b>Total current assets</b>		<b>25,136</b>	<b>73,682</b>
<b>Total assets</b>		<b>383,498</b>	<b>432,044</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	6	43,678	22,622
<b>Total liabilities</b>		<b>43,678</b>	<b>22,622</b>
<b>Net current assets</b>		<b>(18,542)</b>	<b>51,060</b>
<b>Net assets</b>		<b>339,820</b>	<b>409,422</b>
<b>Equity</b>			
<b>Capital and reserves attributable to equity shareholders:</b>			
Share capital	5	402,750	402,750
Share premium	5	210,750	210,750
Accumulated loss		(273,680)	(204,078)
<b>Total equity</b>		<b>339,820</b>	<b>409,422</b>

The accompanying notes form an integral part of these interim financial statements.

**CLEAN INVEST AFRICA PLC**  
**STATEMENT OF CHANGES IN EQUITY**  
**FOR THE PERIOD ENDING 31 MARCH 2019**

	Share capital GBP	Share premium GBP	Retained earnings GBP	Total GBP
<b>For the period ended 18 September 2017</b>	-	-	-	-
Issue of share capital	402,750	236,250	-	639,000
Cost of shares issued	-	(25,500)	-	(25,500)
Total comprehensive loss for the period	-	-	(204,078)	(204,078)
<b>For the period ended 30 September 2018</b>	<b>402,750</b>	<b>210,750</b>	<b>(204,078)</b>	<b>409,422</b>
Issue of share capital	-	-	-	-
Total comprehensive loss for the period	-	-	(69,602)	(69,602)
<b>For the period ended 31 March 2019</b>	<b>402,750</b>	<b>210,750</b>	<b>(273,680)</b>	<b>339,820</b>

The accompanying notes form an integral part of these interim financial statements.

**CLEAN INVEST AFRICA PLC**  
**STATEMENTS OF CASH FLOWS**  
**FOR THE PERIOD 1 OCTOBER 2018 TO 31 MARCH 2019**

	Notes	For the period ending 31 March 2019 Unaudited GBP	For the period ending 30 September 2018 Audited GBP
<b>Operating activities</b>			
<b>Loss for the period before income tax</b>		<b>(69,602)</b>	<b>(204,078)</b>
Increase in trade and other receivables		(3,183)	(5,080)
Increase in trade and other payables		21,056	22,622
<b>Net cash used in operating activities</b>		<b>(51,729)</b>	<b>(186,536)</b>
<b>Investing activities</b>			
Purchase of investments	3	-	(358,362)
<b>Net cash used in investing activities</b>		<b>-</b>	<b>(358,362)</b>
<b>Financing activities</b>			
Proceeds from issue of shares	5	-	639,000
Issue costs		-	(25,500)
<b>Net cash generated from financing activities</b>		<b>-</b>	<b>613,500</b>
<b>Net increase in cash and cash equivalents</b>		<b>(51,729)</b>	<b>68,602</b>
Cash and cash equivalents at beginning of period		68,602	-
<b>Cash and cash equivalents at end of period</b>		<b>16,873</b>	<b>68,602</b>

The accompanying notes form an integral part of these interim financial statements.

**CLEAN INVEST AFRICA PLC**  
**NOTES TO THE INTERIM RESULTS**

**1. Principal Accounting Policies**

**Company information**

Clean Invest Africa plc (“**the Company**”) is a public limited company incorporated and domiciled in the United Kingdom.

**Basis of preparation**

The interim financial statements for Clean Invest Africa plc have been prepared on the basis of the accounting policies set out below, which comply with International Financial Reporting Standards as adopted for use in the European Union (“IFRS”). The financial information for the period ended 31 March 2019 is unaudited.

IFRS is subject to amendment and interpretation by the International Accounting Standards Board (“IASB”) and the IFRS Interpretations Committee and there is an on-going process of review and endorsement by the European Commission.

The interim financial statements have been prepared on a going concern basis. Management believes the Company has sufficient funds to continue as a going concern for at least 12 months from the end of the reporting period.

The principal accounting policies set out below have been consistently applied to all periods presented.

**Finance income and costs**

Interest is recognised using the effective interest method which calculates the amortised cost of a financial asset or liability and allocates the interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial asset or liability to the net carrying amount of the financial asset or liability.

**Impairment of non-financial assets including goodwill**

For the purposes of impairment testing, goodwill is allocated to each of the Company's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination. Each unit to which goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired.

At each balance sheet date, the Directors review the carrying amounts of the Company's tangible and intangible assets, other than goodwill, to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where the asset does not generate cash



flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount. If the recoverable amount of a cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit.

An impairment loss is recognised as an expense immediately.

An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where an impairment loss subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or cash-generating unit in prior periods. A reversal of an impairment loss is recognised in the Income Statement immediately.

### **Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

### **Financial instruments**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets and financial liabilities are measured initially at fair value plus transactions costs. Financial assets and financial liabilities are measured subsequently as described below.

### **Financial assets**

The Company classifies its financial assets as 'loans and receivables'. The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the balance sheet date, which are classified as non-current assets. Loans and receivables are classified as 'trade and other receivables' in the Balance Sheet.

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulty, high probability of bankruptcy or a financial reorganisation and defaults are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at original effective interest rate. The loss is recognised in the Income Statement. When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited in the Income Statement.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred.

### **Financial liabilities**

The Company's financial liabilities include trade and other payables and borrowings.

Trade payables and borrowings are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

### **Current taxation**

Current taxation for the Company is based on the local taxable income at the local statutory tax rate enacted or substantively enacted at the balance sheet date and includes adjustments to tax payable or recoverable in respect of previous periods.

### **Deferred taxation**

Deferred taxation is calculated using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, if the deferred tax arises from the initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss, it is not accounted for. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised, or the deferred tax liability is settled.

Deferred tax liabilities are provided in full.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Changes in deferred tax assets or liabilities are recognised as a component of tax expense in the Income Statement, except where they relate to items that are charged or credited directly to equity in which case the related deferred tax is also charged or credited directly to equity.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

### Foreign currency

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the year-end date. All differences are taken to the Income Statement.

Assets and liabilities of subsidiaries that have a functional currency different from the presentation currency (pound sterling), if any, are translated at the closing rate at the date of each balance sheet presented. Income and expenses are translated at average exchange rates. All resulting exchange differences are recognised in other comprehensive income (loss), if any.

### Equity

Equity comprises the following:

- a. "Share capital" represents amounts subscribed for shares at nominal value.
- b. "Share premium" represents amounts subscribed for share capital, net of issue costs, in excess of nominal value.
- c. "Retained earnings" represents the accumulated profits and losses attributable to equity shareholders.

### International Financial Reporting Standards in issue but not yet effective

At the date of authorisation of these financial statements, the IASB and IFRS Interpretations Committee have issued standards, interpretations and amendments which are applicable to the Company.

Whilst these standards and interpretations are not effective for, and have not been applied in the preparation of, these financial statements, the following may have an impact going forward:

<b>New/Revised International Financial Reporting Standards</b>		<b>Effective Date: Annual periods beginning on or adopted after:</b>	<b>EU adopted</b>
IAS 28	Investment in associates and joint ventures	1 January 2019	
IFRS 9	Financial instruments: Classification and measurement	1 January 2019	Yes
IFRS 16	Leases	1 January 2019	Yes
Annual improvements	IFRS Standards 2015-2017 Cycle	1 January 2019	No

The impact of the above new/revised standards have not highlighted any material future impact in the net results of the Company for the interim period ending 31 March 2019.

### **Critical accounting judgements and key sources of estimation uncertainty**

The preparation of financial statements in conformity with International Financial Reporting Standards as adopted by the EU requires management to make estimates and judgements that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the balance sheet date and the reported amounts of revenues and expenses during the reporting period.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company did not need to apply any significant judgements in applying the accounting policies of the Company that have an effect on the financial statements:

## **2. Earnings per share**

Basic earnings per share is calculated by dividing the earnings attributable to Ordinary Shareholders by the weighted average number of Ordinary Shares outstanding during the period.

The Company does not have any potentially dilutive shares in any of the periods presented, therefore the basic and diluted earnings per share are the same.

Basic earnings per share

	<b>For the period ending 31 March 2019 GBP</b>	<b>For the period ending 30 September 2018 GBP</b>
Total basic loss per share	(0.0004)	(0.0015)

The losses and weighted average number of Ordinary Shares used in the calculation of basic earnings per share are as follows:

	<b>For the period ending 31 March 2019 GBP</b>	<b>For the period ending 30 September 2018 GBP</b>
Loss used in the calculation of total basic and diluted earnings per share	(69,602)	(204,078)

	<b>For the period ending 31 March 2019 Number of shares</b>	<b>For the period ending 30 September 2018 Number of shares</b>
Weighted average number of Ordinary Shares for the purposes of basic earnings per share	161,100,000	135,290,476

### 3. Investment

	<b>As at 31 March 2019 GBP</b>	<b>As at 30 September 2018 GBP</b>
Equity securities - energy sector	358,362	358,362

On 8 May 2018, the Company invested to privately held CoalTech Limited ("CoalTech"), a limited liability company registered in England and Wales, and its sister company, Coal Agglomeration South Africa (Pty) Ltd ("CASA"), a company registered in South Africa, which will give CIA shareholders exposure to a commercial and scalable technology applied to the remediation of waste coal fines. The technology produces a high quality, saleable energy source from what would otherwise be a problematic waste product. Under the terms of the investment agreement CIA will invest US\$500,000 (GBP358,362) in return for a 2.5% holding in the ordinary share capital of CASA and will also be awarded an equivalent shareholding in CoalTech.

### 4. Trade and other receivables

	<b>As at 31 March 2019 GBP</b>	<b>As at 30 September 2018 GBP</b>
Prepayments	6,063	5,080
Input VAT payment	2,200	-
	<b>8,263</b>	<b>5,080</b>

## 5. Share capital

	As at 31 March 2019 GBP	As at 30 September 2018 GBP
Allotted, issued, and fully paid Ordinary shares of 0.0025 each		
<b>Opening balance</b>	<b>402,750</b>	-
<b>Allotments</b>		
18 September 2017 - shares issued at 0.25p each	-	50,000
17 November 2017 - shares issued at 0.25p each	-	9,000
17 November 2017 - shares issued at 0.4p each resulting in premium of GBP 198,750	-	331,250
2 August 2018 - shares issued at 1.0p each resulting in premium of GBP 37,500	-	12,500
<b>Closing balance</b>	<b>402,750</b>	<b>402,750</b>

	As at 31 March 2019 Number of shares	As at 30 September 2018 Number of shares
Allotted, issued, and fully paid Ordinary shares of 0.0025 each		
<b>Opening balance</b>	<b>161,100,000</b>	-
<b>Allotments</b>		
18 September 2017 - shares issued at 0.25p each	-	20,000,000
17 November 2017 - shares issued at 0.25p each	-	3,600,000
17 November 2017 - shares issued at 0.4p each resulting in premium of GBP 198,750	-	132,500,000
2 August 2018 - shares issued at 1.0p each resulting in premium of GBP 37,500	-	5,000,000

<b>Closing balance</b>	<b>161,100,000</b>	<b>161,100,000</b>
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## 6. Trade and other payables

	<b>As at 31 March 2019 GBP</b>	<b>As at 30 September 2018 GBP</b>
Trade payables	35,678	10,622
Accrued expenses	8,000	12,000
	<b>43,678</b>	<b>22,622</b>

## 7. Related party transactions

During the period ended 31 March 2019, GBP12,000 (2018: GBP17,000 as director of the Company and GBP25,000 for share placing commission) was paid to Mr Noel Lyons for his services as a director of the Company, GBP2,941 (2018: GBP13,200) was paid to Firmitas Energy Advisers Limited in relation to Dr Andrew Paul Matharu's services as a director of the Company and GBP18,000 (2018: GBP25,500) was paid to Arkosund Consulting Group Limited in relation to Mr Samuel Preece's services as a director of the Company.

There were no amounts outstanding to or from the Company at the period end.

## 8. Events after the reporting period

Further to the binding sale and purchase agreement entered on 16 December 2018 and to the Deed of Variation to the sale and purchase agreement dated 2 July 2019 and following the General Meeting on 3 July 2019, the Company has completed the allotment of the Consideration Shares to the Non-South African Vendors of 731,022,842 new Ordinary Shares, there are now 892,122,842 Ordinary Shares of £0.0025 each in issue.

Further to the shares trading suspension published on 11 January 2019, the Company shares are re-admitted back to the NEX Exchange Growth Market on 4 July 2019.