



TRISTEL plc
("Tristel", the "Company" or the "Group")

Half-year Report
Unaudited Interim Results for the six months ended 31 December 2022

Tristel plc (AIM: TSTL), the manufacturer of infection prevention products utilising proprietary chlorine dioxide technology announces its interim results for the six months to 31 December 2022, a period achieving 16% revenue growth and a 16-fold increase in EBITDA.

The Company's core business is the sale to hospitals of its proprietary chlorine dioxide chemistry used for the decontamination of medical devices under the **Tristel** brand, and for the sporidical disinfection of environmental surfaces under the **Cache** brand.

Financial highlights

- Revenue up 16% to £17.5m (2021: £15.1m restated to include products discontinued in 2021)
 - Underlying revenue up 21% (excluding previous year distortions)
- Overseas sales up 12% to £11.2m (2021: £10m); UK sales up 24% to £6.3m (2021: £5.1m)
- Gross margin up to 81% (2021: 80%)
- Reported EBITDA up 16-fold to £3.9m (2021: £0.2m)
 - Adjusted* EBITDA up 28% to £4.6m (2021: £3.6m)
- Reported profit before tax of £2.4m (2021: loss £1.2m)
 - Adjusted* profit before tax up 41% to £3.1m (2021: £2.2m)
- Reported EPS 3.19p (2021: -2.08p)
 - Adjusted* EPS 4.65p (2021: 4.97p)
- Tax charge £0.9m (2021: tax credit £0.2m)
- Interim dividend maintained at 2.62p per share (2021: 2.62p)
- No debt and cash of £8.4m (2021: £8.8m) after paying dividends of £3.3m (2021: £1.9m) including a special dividend of £1.4m in August 2022

*Adjusted for impairment of intangibles of £nil (2021: £2.4m) and share-based payments £0.7m (2021: £0.9m)

Operational highlights

- Launch of Tristel Duo into the North American ultrasound and ophthalmology markets
- FDA De Novo submission – additional data generated and will be delivered to FDA by March 2023 deadline

Commenting on the interim results, Paul Swinney, Chief Executive of Tristel, said: *"We are delighted to have increased sales by 16% on the first half of last year, above our long-term target for revenue growth.*

"In all regions the level of diagnostic examinations utilising our products is significantly higher than before the commencement of the pandemic.

"We have now entered the North American market, having launched Duo Ophthalmology in Canada, and Duo Ultrasound in the USA under our EPA approval, and expect the FDA's decision on our De Novo submission in June.

"The growth prospects for the Group are stronger than ever and we look to the future with confidence."

CFO video overview

Please find a link to a video overview relating to the Company's interim results from the Group's Chief Financial Officer, Liz Dixon [here](#).

A live hybrid presentation of the financial results and outlook will be delivered by Paul Swinney, CEO, and Liz Dixon, CFO today at 4:30pm at 85 Gresham Street, London, EC2V 7NQ. Those not attending in-person can participate via a live webcast. Please register to attend, or to be sent the live webcast link, by contacting Walbrook PR on 020 7933 8780 or email tristel@walbrookpr.com.

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Chairman's statement

Revenue

During the half sales increased by 16%, reaching a record level of £17.5m, with all parts of the Group performing well. During the comparable period (H1 2021-22) there were two events that distorted our reported growth:

- in the UK a release of £0.9m of Brexit inventory into hospitals, a sale that we had recorded a year earlier which had been held in a dedicated warehouse by the NHS; and
- our discontinuation of several low growth product lines, from which sales totaling £1.5m were recorded last year, which were not repeated this year.

Removing these distortions, the underlying growth was 21%:

	As reported		
£m	H1 2020-21	H1 2021-22	H1 2022-23
Total revenue:			
Tristel	13.1	12.2	14.7
Cache	2.0	1.6	1.8
Other	1.6	1.3	1.0
Total reported revenue	16.7	15.1	17.5
<i>Year on year growth/(decline)</i>		(10%)	16%
		Normalised revenues	
£m	H1 2020-21	H1 2021-22	H1 2022-23
Total reported revenue	16.7	15.1	17.5
Less: discontinued product revenue	(2.0)	(1.5)	0
Adjusted for: Brexit inventory	(0.9)	0.9	0
Total underlying revenue	13.8	14.5	17.5
<i>Underlying year on year growth</i>		5%	21%

Tristel and Cache

Notwithstanding the distortions, both key segments of the business have returned to a positive growth trajectory, with an increase of 20% in Tristel Medical Device products and 13% in Cache Surface products.

We have increased our prices to hospitals in response to global inflation. Of the increase in revenue of £2.4m, £1.8m relates to additional volume and £0.6m to pricing, which reflects a 4% global price rise.

The product rationalisation which took place in the corresponding period last year has achieved the key objective of sharpening our focus on our core hospital market. The benefits have been the elimination of products that were in sales decline and releasing operational and corporate resources to activities with high growth potential.

Other

This revenue derives from carriage, and products which are complementary to the Company's key strategic focus on infection prevention, some involving third party collaborations.

Profits and margins

Gross margins have remained steady at 81% (2021: 80%), in line with expectations.

Sales, general and administrative expenses of £9.5m (2021: £8.7m) have increased by 9%, reflecting the general inflationary environment and the recruitment of an additional 18 staff to accelerate our product development, sales, and marketing activities. Consequently, personnel costs have increased by 13%. Other cost increases include packaging (50%), plastics (24%) and chemicals

(128%). Whilst utility costs have increased by 60%, our manufacturing process is largely manual, which provides us with some protection from cost pressures caused by the energy crisis.

Reported Group profit before tax increased by 300% to £2.4m (2021: loss before tax of £1.2m), and Group profit before tax and share-based payments increased by 41% to £3.1m (2021: profit before tax, share-based payments and impairment of intangibles of £2.2m).

Earnings and Dividend

Earnings per share (EPS) were 3.19p, a significant improvement from the loss per share of 2.08p last year.

EPS adjusted for share-based payments of £0.7m (2021: £0.9m) and impairment of intangibles of £nil (2021: £2.4m) was 4.65p (2021: 4.97p). The fall in adjusted EPS relates to a higher effective tax charge in 2022 of 37% (2021: 16% credit). The effective tax rate on operational results alone for the period is 21%. Both the current and deferred tax impact of the Group's share option plans increase the overall effective tax rate for the period to 37%.

The share-based payment charge of £0.7m is derived from the Group's All-Staff share option scheme (£0.5m) and the Executive Management LTIP scheme (£0.2m). The All-Staff scheme is valued via the Black-Scholes model. The Executive Management scheme which is linked to share price and profit targets, is valued via the Monte Carlo method. The Board believes that these share schemes help to retain staff and link their interests to shareholders. The value of share-based payments is significantly influenced by the volatility of the Company's share price, a factor that is out of the Board's control. As a consequence, profit and earnings are reported on both an adjusted basis, adding back share-based payments, alongside unadjusted, so that the underlying profitability of the Company can be understood.

The Board is recommending an interim dividend of 2.62 pence (2021: 2.62 pence) to be paid on 11 April 2023. The associated ex-dividend date will be 16 March 2023 with a record date of 17 March 2023. The dividend pay-out will be held at its current level of 2.62 pence interim and 3.93 pence final, until the Group's stated dividend policy of two times EPS cover can be reinstated without a reduction in dividend per share.

North America

We have made our first sales in North America and have continued preparation of the additional data requested by the FDA for our De Novo submission. This will be lodged in March on time and within deadline and we are hopeful of a positive response in June.

Outlook

We are pleased to see the level of sales and profit growth that characterised Tristel in the decade up to 2020 returning and look forward to continuing growth in the second half, in line with expectations.

We remain optimistic for the Company's future, and if our FDA submission is approved this will add a new dimension to the Company's future ambitions - a challenge that we are ready to meet.

Bruno Holthof

Chairman

20 February 2023

Condensed Consolidated Income Statement for the six months ended 31 December 2022

	Note	Restated*		
		6 months ended	6 months ended	Year ended
		31-Dec-22	31-Dec-21	30-Jun-22
		(unaudited)	(unaudited)	(audited)
		£'000	£'000	£'000
Revenue	2	17,463	15,125	31,123
Cost of sales		(3,359)	(3,030)	(6,464)
Gross profit		14,104	12,095	24,659
Admin expenses – share-based payments		(688)	(884)	(596)
Admin expenses – depreciation and amortisation		(1,431)	(1,300)	(2,777)
Admin expenses – other (sales, general and administration)		(9,514)	(8,697)	(17,325)
Admin expenses – impairment of intangibles		-	(2,439)	(2,439)
Total Admin expenses		(11,633)	(13,320)	(23,137)
Other operating income		13	162	167
Operating profit		2,484	(1,063)	1,689
Finance income		-	-	1
Finance costs		(96)	(102)	(195)
Profit before taxation		2,388	(1,165)	1,495
Taxation		(882)	183	(568)
Profit/(loss) for the period from continuing operations		1,506	(982)	927
Profit/(loss) for the period attributable to the Group's equity shareholders		1,506	(982)	927
Earnings per share from continuing operations attributable to equity holders of the parent				
Basic (pence)	5	3.19	*(2.08)	1.96
Diluted (pence)		3.14	*(2.05)	1.94

* Restated for all products including those in product rationalisation project

Earnings from continuing operations before interest, tax depreciation, amortisation and impairment for the period ended 31 December 2022 were £4,603,000. (Period ended 31 December 2021 £3,560,000. Year ended 30 June 22 £7,501,000).

Condensed Consolidated Statement of Comprehensive Income for the six months ended 31 December 2022

	6 months ended	6 months ended	Year ended
	31-Dec-22	31-Dec-21	30-Jun-22
	(unaudited)	(unaudited)	(audited)
	£'000	£'000	£'000
Profit for the period	1,506	(982)	927
Items that will be reclassified subsequently to Profit and loss			
Exchange differences on translation of foreign operations	188	75	138
Other comprehensive income for the period	188	75	1,065
Total comprehensive income for the period	1,694	(907)	1,065
Attributable to:			
Equity holders of the parent	1,694	(907)	1,065
	1,694	(907)	1,065

Condensed Consolidated Statement of Financial Position as at 31 December 2022

	6 months ended 31-Dec-22 (unaudited) £'000	6 months ended 31-Dec-21 (unaudited) £'000	Year ended 30-Jun-22 (audited) £'000
Non-current assets			
Goodwill	5,325	5,127	5,242
Intangible assets	3,828	4,063	4,138
Right of use assets	4,927	5,310	5,209
Property, plant and equipment	2,682	2,953	2,791
Deferred tax asset	725	1,990	1,493
	17,487	19,443	18,873
Current assets			
Inventories	4,668	3,751	4,420
Trade and other receivables	6,394	4,842	5,851
Income tax receivable	1,160	474	713
Cash and cash equivalents	8,421	8,779	8,883
	20,643	17,846	19,867
Total assets	38,130	37,289	38,740
Capital and reserves			
Called up share capital	473	472	473
Share premium account	14,010	13,929	13,996
Merger reserve	2,205	2,205	2,205
Foreign exchange reserves	123	(128)	(65)
Retained earnings	11,388	11,255	12,371
Equity attributable to equity holders of parent	28,199	27,733	28,980
Minority interest	7	7	7
Total equity	28,206	27,740	28,987
Current liabilities			
Trade and other liabilities	3,697	2,897	3,222
Current leased asset liabilities	700	629	814
Total current liabilities	4,397	3,526	4,036
Non-current liabilities			
Deferred tax	654	874	720
Non-current leased asset liabilities	4,873	5,149	4,997
Total liabilities	9,924	9,549	9,753
Total equity and liabilities	38,130	37,289	38,740

Condensed Consolidated Statement of Changes in Equity for the six months ended 31 December 2022

	Share Capital	Share Premium	Merger reserve	Foreign exchange reserve	Retained earnings	Total attributable to owners of the parent	Non-controlling interests	Total Equity
	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000
30 June 2021	471	13,600	2,205	(203)	14,003	30,076	7	30,083
Transactions with owners								
Dividends paid					(1,854)	(1,854)		(1,854)
Shares issued	1	329				330		330
Share-based payments					884	884		884
Deferred tax through equity					(796)	(796)		(796)
Total transactions with owners	1	329			(1,766)	(1,436)		(1,436)
Profit for the period ended 31 December 2021					(982)	(982)		(982)
Other comprehensive income :-								
Exchange differences on translation of foreign operations				75		75		75
Total comprehensive income				75	(982)	(907)		(907)
31 December 2021	472	13,929	2,205	(128)	11,255	27,733	7	27,740
Transactions with owners								
Dividends paid					(1,237)	(1,237)		(1,237)
Shares issued	1	67				68		68
Share-based payments					(288)	(288)		(288)
Current tax through equity					47	47		47
Deferred tax through equity					685	685		685
Total transactions with owners	1	67			(793)	(725)		(725)
Profit for the period ended 30 June 2022					1,909	1,909		1,909
Other comprehensive income :-								
Exchange differences on translation of foreign operations				63		63		63
Total comprehensive income				63	1,909	1,972		1,972
30 June 2022	473	13,996	2,205	(65)	12,371	28,980	7	28,987
Transactions with owners								
Dividends paid					(3,273)	(3,273)		(3,273)
Shares issued	-	14				14		14
Share-based payments					688	688		688
Deferred tax through equity					96	96		96
Total transactions with owners	-	14	-	-	(2,489)	(2,475)	-	(2,475)

Condensed Consolidated Statement of Changes in Equity for the six months ended 31 December 2022 (continued)

	Share Capital	Share Premium	Merger reserve	Foreign exchange reserve	Retained earnings	Total attributable to owners of the parent	Non-controlling interests	Total Equity
	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000
Total transactions with owners brought forward	-	14	-	-	(2,489)	(2,475)	-	(2,475)
Profit for the period ended 31 December 2022					1,506	1,506		1,506
Other comprehensive income :-								
Exchange differences on translation of foreign operations				188		188		188
Total comprehensive income				188	1,506	1,694		1,694
31 December 2022	473	14,010	2,205	123	11,388	28,199	7	28,206

Condensed Consolidated Statement of Cash Flows for the six months ended 31 December 2022

		6 months ended	6 months ended	Year ended
		31-Dec-2022	31-Dec-2021	30-Jun-2022
		(unaudited)	(unaudited)	(audited)
Cash flows from operating activities	Note	£'000	£'000	£'000
Group profit/(loss) before tax for the period		2,388	(1,165)	1,495
Adjustments to cash flows from non-cash items				
Depreciation of leased assets		500	369	973
Depreciation of plant, property & equipment		323	335	632
Amortisation of intangible asset		577	595	1,105
Impairment of intangible asset		33	2,472	2,506
Share-based payments - IFRS 2		688	884	596
Loss on disposal of PPE and intangible assets		-	-	20
Lease interest		92	100	193
Other interest		-	-	2
Finance income		-	-	(1)
		4,601	3,590	7,521
Working capital adjustments				
(Increase)/decrease in inventories		(248)	515	(154)
(Increase)/decrease in trade and other receivables		(543)	413	(596)
Increase/(decrease) in trade and other payables		475	(579)	(253)
Lease interest paid		(92)	(100)	(193)
Corporation tax paid		(533)	(488)	(772)
Net cash flow from operating activities		3,660	3,351	5,553
Cash flows from investing activities				
Interest received		-	-	1
Purchase of intangible assets		(295)	(428)	(898)
Purchase of property plant and equipment		(128)	(164)	(305)
Net cash used in investing activities		(423)	(592)	(1,202)
Cash flows from financing activities				
Payment of lease liabilities		(450)	(400)	(930)
Share issues		14	330	398
Dividends paid	4	(3,273)	(1,854)	(3,091)
Net cash used in financing activities		(3,709)	(1,924)	(3,623)
Net (decrease)/increase in cash and cash equivalents		(472)	835	728
Cash and cash equivalents at the beginning of the period		8,883	8,094	8,094
Exchange differences on cash and cash equivalents		10	(148)	61
Cash and cash equivalents at the end of the period		8,421	8,781	8,883

1 Accounting policies

Basis of Preparation

For the year ended 30 June 2022, the Group prepared consolidated financial statements under UK adopted international accounting standards. These condensed consolidated interim financial statements (the interim financial statements) have been prepared under the historical cost convention. They are based on the recognition and measurement principles of UK adopted international accounting standards which are effective from 1 July 2022.

Forthcoming requirements: This table lists the recent changes to the Standards that are required to be applied for annual periods beginning after 1 January 2022 and that are available for early adoption in annual periods beginning on 1 January 2022

Effective date	
1 January 2023	IFRS 17 Insurance Contracts and amendments to IFRS 17 Insurance Contracts
1 January 2023	Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)
1 January 2023	Definition of Accounting Estimates (Amendments to IAS 8)
1 January 2023	Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)
1 January 2023	Classification of Liabilities as Current or Non-current (Amendments to IAS 1)

There are no other standards that are not yet effective and that would be expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

None of the standards, interpretations and amendments effective for the first time from 1 July 2022 have had a material effect on the financial statements.

Accounting Policies

The interim report is unaudited and has been prepared on the basis of IFRS accounting policies.

The accounting policies adopted in the preparation of this unaudited interim financial report are consistent with the most recent annual financial statements being those for the year ended 30 June 2022.

The financial information for the six months ended 31 December 2022 and 31 December 2021 has not been audited and does not constitute full financial statements within the meaning of Section 434 of the Companies Act 2006.

The financial information relating to the year ended 30 June 2022 does not constitute full financial statements within the meaning of Section 434 of the Companies Act 2006. This information is based on the Group's statutory accounts for that period. The statutory accounts were prepared in accordance with UK adopted international accounting standards and received an unqualified audit report and did not contain statements under Section 498(2) or (3) of the Companies Act 2006. These financial statements have been filed with the Registrar of Companies.

2 Segmental Analysis

Management considers the Company's revenue lines to be split into two operating segments, which span the different Group entities. The operating segments consider the nature of the product sold, the nature of production, the class of customer and the method of distribution. The Company's operating segments are identified initially from the information which is reported to the chief operating decision maker.

The first segment concerns the manufacture and sale of medical device decontamination products which are used primarily for infection control in hospitals. This segment generates approximately 84% of the Company's continuing revenues (2021: 81%).

The second segment which constitutes 10% (2021: 10%) of the business activity, relates to the manufacture and sale of hospital environmental surface disinfection products.

A third segment comprises carriage and third party collaborations which are complimentary to the Company's core strategic focus on infection prevention.

The operation is monitored and measured on the basis of the key performance indicators of each segment, these being revenue and gross profit, and strategic decisions are made on this basis.

The Company's centrally incurred administrative expenses and operating income, and assets and liabilities, cannot be allocated to individual segments.

**6 Months ended
31 December 2022
(unaudited)**

	Hospital medical device decontamination £000	Hospital environmental surface disinfection £000	Other revenue £000	Total £000
Revenue	14,699	1,782	982	17,463
Cost of material	(2,253)	(719)	(387)	(3,359)
Gross profit	12,446	1,063	595	14,104

**6 Months ended
31 December 2021 **
(unaudited)**

	Hospital medical device decontamination £000	Hospital environmental surface disinfection £000	Other revenue £000	Total £000
	12,238	1,568	1,319	15,125
	(1,929)	(575)	(526)	(3,030)
	10,309	993	793	12,095

Centrally incurred income and expenses not attributable to individual segments:

Depreciation and amortisation of non-financial assets	(1,431)	(1,300)
Administrative expenses – other (sales, general and administration)	(9,514)	(8,697)
Share-based payments	(688)	(884)
Other income	13	162
Segment operating profit	2,484	1,376

Segment operating profit can be reconciled to Group profit before tax as follows:

Segment operating profit	2,484	1,376
Finance income	-	-
Finance costs	(96)	(102)
Disposal of intangible asset	-	(2,439)
Group (loss)/profit	2,388	(1,165)

** 31 December 2021 restated for all products

	Year ended 30 June 2022 (audited)			
	Hospital medical device decontamination £000	Hospital environmental surface disinfection £000	Other revenue £000	Total £000
Revenue	25,422	3,178	2,523	31,123
Cost of material	(4,060)	(1,292)	(1,112)	(6,464)
Gross profit	21,362	1,886	1,411	24,659

Centrally incurred income and expenses not attributable to individual segments:

Depreciation and amortisation of non-financial assets	(2,777)
Administrative expenses – other (sales, general and administration)	(17,325)
Share-based payments	(596)
Other income	167
Impairment of intangible assets	(2,439)
Segment operating profit	1,689

Segment operating profit can be reconciled to Group profit before tax as follows:

Segment operating profit	1,689
Finance income	1
Finance costs	(195)
Group profit	1,495

3 Income tax

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2021 - lower than the standard rate of corporation tax in the UK) of 20.50% (2021 - 19%).

The differences are reconciled below:

	6 months ended 31 December 2022 (unaudited) £000	6 months ended 31 December 2021 (unaudited) £000	Year ended 30 June 2022 (audited) £000
Profit/(loss) before tax	2,388	(1,165)	1,495
Corporation tax at standard rate	490	(221)	284
Adjustment in respect of prior years	-	227	314
Expenses not deductible for tax purposes	17	29	66
(Decrease) from effect of patent box	-	(48)	-
Increase from effect of foreign tax rates	18	68	25
Tax losses not utilised and other differences	341	68	118
Remeasurement of deferred tax due to changes in tax rate	114	(244)	(144)
Enhanced relief on qualifying scientific research expenditure	(98)	(62)	(95)
Total tax charge	882	(183)	568

4 Dividends

Amounts recognised as distributions to equity holders in the year:

	6 months ended 31 December 2022 (unaudited) £000	6 months ended 31 December 2021 (unaudited) £000	Year ended 30 June 2022 (audited) £000
Ordinary shares of 1p each			
Final dividend for the year ended 30 June 2022 of 3.93p (2021: 3.93p) per share **	1,856	1,854	1,854
Special dividend for the year ended 30 June 2022 Of 3.00p (2021: nil)	1,417	-	-
Interim dividend for the year ended 30 June 2022 of 2.62p (2021: 2.62p) per share	-	-	1,237
	<hr/> 3,237	<hr/> 1,854	<hr/> 3,091
Proposed interim dividend for the year ended 30 June 2023 of 2.62p (2022: 2.62p) per share	1,237	1,236	
	<hr/>	<hr/>	

** Based on shares in issue at 14 December 2022 of 47,227,993 (14 December 2021 of 47,185,043).

The proposed interim dividend has not been included as a liability in the financial statements.

5 Earnings per share

The calculations of earnings per share are based on the following profits and number of shares:

	6 months ended 31 December 2022 (unaudited) £000	6 months ended 31 December 2021 (unaudited) £000	Year ended 30 June 2022 (audited) £000
Retained (loss)/profit for the period attributable to equity holders of the parent	1,506	(982)	927
	Shares '000 Number	Shares '000 Number	Shares '000 Number
Weighted average number of ordinary shares for the purpose of basic earnings per share	47,227	47,147	47,187
Share options	723	708	582
	47,950	47,855	47,769
Earnings per ordinary share			
Basic (pence)	3.19p	(2.08)p	1.96p
Diluted (pence)	3.14p	(2.05)p	1.94p
	£'000	£'000	£'000
Retained profit for the financial year attributable to equity holders of the parent	1,506	(982)	927
Adjustments:			
Impairment of intangible assets	-	2,439	2,439
Share-based payments	688	884	596
Net adjustments	688	3,323	3,035
Adjusted earnings	2,194	2,341	3,962
Adjusted basic earnings per ordinary share (pence)	4.65p	4.97p	8.40p