



## SOCIÉTÉ GÉNÉRALE DES TRAVAUX DU MAROC S.A

### SUMMARY RELATING TO THE INITIAL PUBLIC OFFERING THROUGH SHARE DISPOSAL

The AMMC-approved prospectus consists of the following documents: (i) The reference document relating to the 2024 financial year and the first half of 2025, registered by the AMMC on 11/17/2025, under reference no. EN/EM/032/2025 (ii) and this securities note.

#### FIRM PRICE OFFER

<b>Type of securities</b>	<b>Common shares</b>
<b>Initial share price</b>	<b>MAD 420 (excl. discount specific to two order types)</b>
<b>Nominal value</b>	<b>MAD 20</b>
<b>Max. number of shares to be sold</b>	<b>12,000,000 shares</b>
<b>Max. total amount of the operation</b>	<b>MAD 5,040,000,000</b>
<b>Subscription period</b>	<b>From 12/01/2025 to 12/08/2025, at 3:30 p.m. inclusive</b>

**This offer does not apply to money-market and short-term bond UCITS**

#### Financial Advisor and Global Coordinator



#### Leader of the Underwriting Syndicate



#### Co-Leaders of the Underwriting Syndicate



#### Members of the Underwriting Syndicate



#### Approval of the Moroccan Capital Market Authority (AMMC)

In accordance with the provisions of the AMMC circular issued in application of article 5 of law 44-12 relating to public offerings and the information required from legal entities and organizations making public offerings, the prospectus was approved by the AMMC on 11/17/2025, under reference no. VI/EM/037/2025.

This securities note is only part of the AMMC-approved prospectus. The latter is made up of the following documents: (i) The reference document relating to the 2024 financial year and the first half of 2025, registered by the AMMC on 11/17/2025, under reference no. EN/EM/032/2025 (ii) and this securities note.



## Disclaimer

On November 17, 2025, the Moroccan Capital Markets Authority (AMMC) approved the prospectus relating to SGTM's initial public offering through share disposal.

The AMMC-approved prospectus is available at any time from SGTM's head office, on its website [www.sgtm-maroc.com](http://www.sgtm-maroc.com) and from financial advisors. It is also available within 48 hours from order-collecting institutions.

The prospectus is available to the public at the headquarters of the Casablanca Stock Exchange and on its website: [www.casablanca-bourse.com](http://www.casablanca-bourse.com).

It is also available on the AMMC website: [www.ammc.ma](http://www.ammc.ma).

This summary is translated by Lissaniat under the joint responsibility of the said translator and SGTM S.A. In the event of any discrepancy between the contents of this summary and the AMMC-approved prospectus, only the approved prospectus will prevail.



## **PART I – OFFER STRUCTURE**

## I. Offer structure

### I.1 Operation amount

SGTM plans to carry out an IPO for a maximum amount of MAD 5,040,000,000 through the sale of 12,000,000 shares at a price ranging from MAD 340 per share to MAD 420 per share, depending on the type of order. Details of the prices per share applicable to the different order types are given in the following sections.

### I.2 Offer structure

Order type	I	II	III	IV
<b>Subscribers</b>	<ul style="list-style-type: none"> <li>Employees of SGTM S.A. and Inframet as of November 7, 2025, who have not resigned as of the subscription date, are of Moroccan or foreign nationality, and have a monthly remuneration plan (CDI, CDD or site contract with monthly remuneration).</li> <li>Employees appearing on the list drawn up by SGTM's Board of Directors on November 17, 2025, which includes retired employees of SGTM S.A., and employees of (i) its subsidiaries SGTM Benin, SGTM Côte d'Ivoire, DPC, MCM, and (ii) its sister companies (NOVACIM, NOVACIMBETON, CARITEK, INFRAPOWER OMETEC GIE, INFRAWOOD and SAVM).</li> </ul>	<ul style="list-style-type: none"> <li>Natural persons, whether resident or non-resident, of Moroccan or foreign nationality;</li> <li>Legal entities governed by Moroccan or foreign law that do not belong to the categories of qualified investors as defined by Article 3 of Law No. 44-12 and Article 1.30 of AMMC Circular 03/19, as amended and supplemented, and that have been in existence for more than one year on the date of subscription.</li> </ul>	<ul style="list-style-type: none"> <li>Natural persons, whether resident or non-resident, of Moroccan or foreign nationality;</li> <li>Legal entities governed by Moroccan or foreign law that do not belong to the categories of qualified investors as defined by Article 3 of Law No. 44-12 and Article 1.30 of AMMC Circular 03/19, as amended and supplemented, and that have been in existence for more than one year on the date of subscription.</li> </ul>	<ul style="list-style-type: none"> <li>Qualified investors under Moroccan law as defined by article 3 of law no. 44-12 and article 1.30 of AMMC circular 03/19 as amended and supplemented (excluding money-market and short-term bond UCITS);</li> <li>Qualified investors under foreign law as defined by Article 1.30(c) of AMMC Circular No. 03/19, as amended and supplemented.</li> </ul>
<b>Maximum offer amount by order type</b>	MAD 190 187 840	MAD 1 662 500 000	MAD 951 562 080	MAD 2 016 000 000
<b>Number of shares</b>	559 376	4 375 000	2 265 624	4 800 000



<b>% of the maximum number of securities to be sold</b>	4.7%	36.5%	18.9%	40.0%
<b>Sale price by order type</b>	MAD 340 per share	MAD 380 per share	MAD 420 per share	MAD 420 per share
<b>Discount offered over IPO price</b>	19.0% compared to IPO price	9.5% compared to IPO price	No discount on IPO price	No discount on IPO price
<b>Minimum subscription per investor</b>	No minimum	No minimum	11 905 shares, i.e. MAD 5 000 100	No minimum
<b>Subscription ceiling per investor</b>	24 months' gross salary	13 158 shares, i.e. MAD 5 000 040	10% of the total number of shares offered in connection with the operation, representing 1 200 000 shares, i.e. MAD 504 000 000.	<ul style="list-style-type: none"> <li>■ For all investors other than UCITS, 10% of the total number of shares offered as part of the operation, representing 1 200 000 shares, i.e. MAD 504 000 000;</li> <li>■ For UCITS, the minimum of: <ul style="list-style-type: none"> <li>✓ 10% of the total number of shares offered as part of the operation, representing 1 200 000 shares, i.e. MAD 504 000 000; and</li> <li>✓ 10% of the UCITS' net assets corresponding to the net asset value as of 11/28/2025.</li> </ul> </li> </ul>
<b>Placement</b>	<ul style="list-style-type: none"> <li>■ Attijariwafa bank</li> </ul>	<ul style="list-style-type: none"> <li>■ All members of the underwriting syndicate</li> </ul>	<ul style="list-style-type: none"> <li>■ All members of the underwriting syndicate</li> </ul>	<ul style="list-style-type: none"> <li>■ For qualified investors under Moroccan law as defined by Article 3 of Law No. 44-12 and Article 1.30 of AMMC Circular No. 03/19, excluding UCITS: Leader and co-leader of the underwriting syndicate;</li> <li>■ For qualified foreign investors as defined by Article 1.30(c) of AMMC Circular No. 03/19, as</li> </ul>

## Subscription coverage

- |  |  |   |
|--|--|---|
| <ul style="list-style-type: none"> <li>■ For Eligible Employees and Retirees, subscriptions must be covered 100% by:           <ul style="list-style-type: none"> <li>✓ an actual deposit (cheque, cash or bank transfer) into the subscriber's account, and/or;</li> <li>✓ collateral consisting of securities in accordance with the following terms:               <ul style="list-style-type: none"> <li>- Government bonds: taken at a maximum of 100% of the value on the subscription date;</li> <li>- Money market UCITS with daily and weekly net asset values: taken at a maximum of 100% of the value on the subscription date;</li> <li>- Units in UCITS with daily and weekly net asset values (excluding money market funds), term deposits, listed shares: taken at a maximum of 80% of the value on the subscription date.</li> </ul> </li> </ul> </li> <li>■ Collateral coverage is subject to the discretion of each member of the underwriting syndicate selected by the subscriber. Coverage of the</li> </ul> | <ul style="list-style-type: none"> <li>■ For natural persons or legal entities under Moroccan or foreign law (non-qualified), subscriptions must be 100% covered by:           <ul style="list-style-type: none"> <li>✓ an actual deposit (cheque, cash or bank transfer) into the subscriber's account, and/or;</li> <li>✓ collateral consisting of securities in accordance with the following terms:               <ul style="list-style-type: none"> <li>- Government bonds: taken at a maximum of 100% of the value on the subscription date;</li> <li>- Money market UCITS with daily and weekly net asset values: taken at a maximum of 100% of the value on the subscription date;</li> <li>- Units in UCITS with daily and weekly net asset values (excluding money market funds), term deposits, listed shares: taken at a maximum of 80% of the value on the subscription date.</li> </ul> </li> </ul> </li> <li>■ Collateral coverage is subject to the discretion of each member of the underwriting syndicate selected by</li> </ul> | <ul style="list-style-type: none"> <li>■ For natural persons or legal entities under Moroccan or foreign law (non-qualified), subscriptions must be 100% covered by:           <ul style="list-style-type: none"> <li>✓ an actual deposit (cheque, cash or bank transfer) into the subscriber's account, and/or;</li> <li>✓ collateral consisting of securities in accordance with the following terms:               <ul style="list-style-type: none"> <li>- Government bonds: taken at a maximum of 100% of the value on the subscription date;</li> <li>- Money market UCITS with daily and weekly net asset values: taken at a maximum of 100% of the value on the subscription date;</li> <li>- Units in UCITS with daily and weekly net asset values (excluding money market funds), term deposits, listed shares: taken at a maximum of 80% of the value on the subscription date.</li> </ul> </li> </ul> </li> <li>■ Collateral coverage is subject to the discretion of each member of the underwriting syndicate selected by the</li> </ul>  |
|  |  | <ul style="list-style-type: none"> <li>amended and supplemented, excluding UCITS: All members of the underwriting syndicate;</li> <li>■ For UCITS other than money market and short-term bond UCITS: All members of the underwriting syndicate.</li> </ul>  |
|  |  | <ul style="list-style-type: none"> <li>■ For qualified investors under Moroccan law: no coverage at the time of subscription.</li> <li>■ For qualified investors under foreign law (i) who have been in existence for more than one year on the date of subscription to this Transaction or (ii) who have already carried out an operation on the primary or secondary market of the Casablanca Stock Exchange: no coverage at the time of subscription.</li> <li>■ For qualified foreign investors (i) who have been in existence for less than one year on the date of subscription to the operation and (ii) who have not already carried out an operation on the primary or secondary market of the Casablanca Stock Exchange: 30% coverage by an effective deposit (cheque, cash or bank transfer) or 100% coverage by a bank guarantee.</li> <li>■ Collateral coverage is subject to the assessment of each member of the underwriting syndicate selected by the subscriber. Coverage of the subscription in cash, cheque, bank transfer and/or collateral must remain blocked until the allocation of securities on 12/11/2025.</li> </ul> |

	<p>subscription in cash, cheque, transfer and/or collateral must remain blocked until the allocation of securities on 12/11/2025.</p>	<p>the subscriber. Coverage of the subscription in cash, cheque, bank transfer and/or collateral must remain blocked until the allocation of securities on 12/11/2025.</p>	<p>subscriber. Coverage of the subscription in cash, cheque, bank transfer and/or collateral must remain blocked until the allocation of securities on 12/11/2025.</p>	
<p><b>Allocation terms and conditions</b></p>	<ul style="list-style-type: none"> <li>■ 1<sup>st</sup> allocation: If the number of shares requested corresponds to that resulting from an amount less than or equal to 6 months' gross monthly salary, the latter will be paid in full;</li> <li>■ 2<sup>nd</sup> allocation: Following the 1<sup>st</sup> allocation, if the remainder of securities offered ("RSO") resulting from this allocation is less than the remainder of securities requested ('RSR'), then the "RSO" will be allocated in proportion to the request. Otherwise, the request will be served in full. The allocation ratio will be calculated as follows: RSO/RSR. If the number of shares calculated by multiplying the remaining shares requested by the subscriber by the allocation ratio is not a whole number, this number of shares will be rounded down to the nearest whole number. Fractional shares will be allocated in increments of one share per subscriber, with priority given to the largest requests. Depending on overall demand, some subscriptions may not be filled.</li> </ul>	<ul style="list-style-type: none"> <li>■ Allocation by iteration at a rate of one share per subscriber, with priority given to the highest orders.</li> </ul>	<ul style="list-style-type: none"> <li>■ Allocation on a pro rata basis.</li> </ul>	<ul style="list-style-type: none"> <li>■ Allocation on a pro rata basis.</li> </ul>
<p><b>Transfer rules</b></p>	<ul style="list-style-type: none"> <li>■ If the number of shares is less than the offer corresponding to order type I, the remainder is allocated to order type II, then to order type III, then to order type IV.</li> </ul>	<ul style="list-style-type: none"> <li>■ If the number of shares is less than the offer corresponding to order type II, the remainder is allocated to order type III, then to order type IV.</li> </ul>	<ul style="list-style-type: none"> <li>■ If the number of shares is less than the offer corresponding to order type III, the remainder is allocated to order type II, then to order type IV.</li> </ul>	<ul style="list-style-type: none"> <li>■ If the number of shares is less than the offer corresponding to order type IV, the remainder is allocated to order type II, then to order type III.</li> </ul>

## II. Financial instruments offered

### II.1 Characteristics of securities offered

<b>Nature of securities</b>	Common shares all of the same class
<b>Legal form</b>	The shares covered by this operation will all be bearer shares. They are fully dematerialized, registered with financial intermediaries and admitted to trading on Maroclear.
<b>Maximum operation amount</b>	MAD 5 040 000 000 <sup>1</sup> .
<b>Total number of shares to be sold</b>	12,000,000 shares
<b>Sale price</b>	The sale prices, taking into account the discounts applied to each type of order, are as follows: <ul style="list-style-type: none"> <li>▪ For order type I: MAD 340;</li> <li>▪ For order type II: MAD 380;</li> <li>▪ For order type III: MAD 420;</li> <li>▪ For order type IV: MAD 420.</li> </ul>
<b>Initial listing procedure</b>	Firm Price Offer
<b>Nominal value</b>	MAD 20 per share.
<b>Share payment</b>	The shares subject to the operation will be fully paid up and free of any commitments
<b>Listing line</b>	1 <sup>st</sup> line.
<b>Entitlement date</b>	Current dividend entitlement for shares sold, fully assimilated to the other shares making up the share capital <sup>2</sup>
<b>Subscription period</b>	From 12/01/2025 to 12/08/2025, at 3:30 p.m. inclusive.
<b>Tradability of securities</b>	The shares covered by the operation are freely tradable. There are no statutory provisions restricting the free trading of the shares comprising the Company's share capital. There are no commitments restricting the free trading of the shares covered by the operation.

<sup>1</sup> Sale of 12,000,000 shares for a maximum aggregate amount of MAD 5,040,000,000.

<sup>2</sup> It being understood that these shares will not benefit from the dividends relating to the 2024 financial year (these dividends will be paid before the date of 1<sup>st</sup> listing of the Company's shares, i.e. by December 15, 2025, at the latest).

<b>Settlement of the shares and payment of the sale price</b>	The shares sold are fully paid up and free of any commitments.
<b>Listing of the shares covered by the operation</b>	The shares to be sold under this initial public offering will be admitted to trading on the Main Market, compartment 'A' of the Stock Exchange.
<b>ISIN code</b>	MA0000012783
<b>Shares' listing date</b>	December 16, 2025
<b>Rights attached to sold shares</b>	All shares carry the same rights in terms of both profit distribution and liquidation surplus distribution. Each share carries one voting right at general meetings.

## **II.2 Listing characteristics of the shares to be sold**

<b>Date of 1<sup>st</sup> listing</b>	December 16, 2025
<b>Wording</b>	SGTM S.A
<b>Ticker</b>	GTM
<b>Listing compartment</b>	Principal A
<b>Sector of activity</b>	Building and construction materials
<b>Trading cycle</b>	Continuous
<b>MBS (Minimum Block Size)</b>	215,600 <sup>1</sup>
<b>Listing line</b>	1 <sup>st</sup> line
<b>Number of shares to be sold</b>	12 000 000 shares
<b>Entity in charge of registering the operation (seller's side)</b>	Attijari Intermédiation

<sup>1</sup> Based on a nominal value of MAD 20 per share

### III. Assessment of offer terms

#### III.1 Determination of the subscription price

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At its meeting on November 17, 2025, the Board of Directors decided to list the Company's shares on the stock market through the sale by certain shareholders of 12 000 000 shares for a maximum amount of MAD 5 040 000 000, i.e. an IPO price of MAD 420 per share based on a nominal value of MAD 20 (excluding the specific discount applied to each order type).

The sale prices, taking into account the discounts applied to each order type, are as follows:

- For order type I: MAD 340;
- For order type II: MAD 380;
- For order type III: MAD 420;
- For order type IV: MAD 420.

The said Board also approved the final characteristics of the Operation as well as the list of employees and retirees eligible to subscribe to Order Type I.

#### III.2 Valuation methodology

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##### (a) Discarded valuation methods

##### Asset-based approach (Net Asset Value - NAV)

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The asset-based method consists in valuing a company's various assets and liabilities separately, without taking into account its future prospects. This method is generally applied in a context of divestment and liquidation of assets, in order to provide a better allocation of resources, or to value financial or portfolio companies.

Insofar as SGTM is an integrated group that does not meet the conditions for application of this valuation method, it has been disregarded.

##### Dividend Discount Model (DDM)

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Similarly to the *Discounted Cash Flows* (DCF) method presented below, this method is based on the principle of discounting cash flows.

It consists of calculating the value of the company's equity by discounting the future dividends expected to be paid to shareholders at the cost of equity (corresponding to the shareholders' required rate of return). The value of equity ( $V_e$ ) corresponds to the sum of (i) the discounted dividends that can be paid by the company to its shareholders over the explicit horizon and (ii) the discounted terminal value.

Given that the dividend distribution policy depends on many parameters, including (i) the distribution rate decided by shareholders and (ii) the financing structure chosen by management, it seems very difficult to anticipate these parameters over the long term for the purposes of a valuation exercise. Consequently, this method has been ruled out.

##### Transactional comparables

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This method is based on valuing a company using the implicit valuation multiples of a sample of transactions in its sector of activity, where the target companies have financial and operational characteristics comparable to those of the company being valued.

M&A transactions in the construction sector are mainly aimed at facilitating entry into new geographical markets or expanding the scope of the acquirers' activities. However, given SGTM's positioning, which covers the entire construction value chain, there are few points of comparison with recent transactions.

Therefore, given the unavailability of public and audited financial information (such as transaction amounts and multiples) relating to recent previous transactions involving companies comparable to SGTM, this method was rejected.

#### (b) Valuation methods used

Two valuation methods have been used to value SGTM shares in connection with the operation:

- The discounted cash flow (DCF) method;
- The stock market comparable method, for indicative purposes.

#### **Discounted Cash-Flow (DCF)**

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The discounted cash flow (DCF) method is the preferred approach for determining the fundamental economic value of a company.

This method consists of calculating the value of the company by adding up the future cash flows it will generate, discounted at the weighted average cost of capital (WACC). The WACC represents the required rate of return for investors, weighted by the levels of commitment in financing the company's economic assets.

Valuation using this method involves the following steps:

- modelling future cash flows (based on a business plan);
- estimating the normative cash flows used in calculating the terminal value;
- determining the WACC;
- determining the value of the company, equal to the sum of future cash flows after tax and the terminal value, discounted at the WACC;
- determining the value of equity by deducting net debt and all debt-like liabilities from the value of the company.

Thus, the preferred reference method for valuing the Group is the DCF method.

#### **Stock market comparables**

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The stock market comparables method is a relative valuation method that consists of estimating the value of a company's equity based on the valuation levels observed for similar listed companies. The first step is to compile a sample of truly comparable listed companies, which is often a delicate exercise due to the specific characteristics of each company. Once this sample has been defined, the next step is to select the relevant indicators for comparison, calculate the multiples derived from their market valuation and financial aggregates, and then apply these multiples to the aggregates of the company being valued.

Several parameters must be checked when applying this method:

- Dispersion of multiple data within the sample of comparables, which may render the average multiples meaningless;
- Homogeneity of the assumptions underlying the construction of the benchmark of comparables (growth, risk, size, sector of activity, legal and fiscal/regulatory environment, accounting standards, etc.);
- Identification of companies whose business is similar to that of the Group.



The company operates in a geographical area characterized by strong economic momentum and a sustained pace of activity, contrasting with the more mature or less active environments of comparable companies, thus limiting the relevance of this approach.

Therefore, given (i) the Group's growth profile, (ii) its size and (iii) the difficulty of identifying listed companies with comparable activities, this valuation approach is presented for information purposes only.

The application of an intrinsic valuation method such as the discounted cash flow (DCF) method remains more appropriate.

### III.3 Valuation of Group's equity

#### (a) Main assumptions of the business plan

The following forecasts are based on assumptions made by the management of SGTM SA, the realization of which is inherently uncertain. Actual figures may differ significantly from the information presented. These forecasts are provided for information purposes only and cannot be considered as a firm or implicit commitment on the part of the Issuer.

#### General assumptions

The business plan used as the basis for the DCF valuation was prepared by SGTM's management, with an explicit 7-year horizon: 2025e – 2031p, and based on the Group's consolidated financial statements, including Inframet (removed from the scope of consolidation in 2024) and SGTM Immobilier (removed from the scope of consolidation in the first half of 2025), insofar as the performance levels observed historically remain comparable to those of the 2024 PF financial year, restated for these two subsidiaries.

SGTM's scope of consolidation between 2022 and 2024 is as follows:

Company name	Country	Dec. 31, 22			Dec. 31, 23			Dec. 31, 24		
		% control	% interest	Consolidation method	% control	% interest	Consolidation method	% control	% interest	Consolidation method
SGTM SA	Morocco	100.0%	100.0%	FC	100.0%	100.0%	FC	100.0%	100.0%	FC
SGTM IMMOBILIER	Morocco	97.0%	97.0%	FC	97.0%	97.0%	FC	97.0%	97.0%	FC
SGTM AFRICA	Morocco	100.0%	100.0%	FC	100.0%	100.0%	FC	100.0%	100.0%	FC
SGTM CI	Côte d'Ivoire	100.0%	100.0%	FC	100.0%	100.0%	FC	100.0%	100.0%	FC
GCPN	Morocco	42.5%	42.5%	PC	42.5%	42.5%	PC	42.5%	42.5%	PC
CCN	Cameroon	35.0%	35.0%	PC	35.0%	35.0%	PC	35.0%	35.0%	PC
SSN	Morocco	50.0%	50.0%	PC	50.0%	50.0%	PC	50.0%	50.0%	PC
MCM	Morocco	50.0%	50.0%	PC	50.0%	50.0%	PC	50.0%	50.0%	PC
SGTM BENIN	Benin	-	-	-	100.0%	100.0%	FC	100.0%	100.0%	FC
INFRAMET	Morocco	70.0%	70.0%	FC	70.0%	70.0%	FC	7.0%	7.0%	NC

Source: SGTM

FC: Full consolidation – PC: Proportional consolidation – NC: Not consolidated

The business plan presented below has been prepared based on assumptions consistent with the Group's historical financial performance and the growth prospects of the construction market<sup>1</sup>.

Revenue forecasts have been based on a portfolio of contracted projects as of May 31, 2025, and margin assumptions have been prepared on the basis of historical data for 2022 - 2024, not restated for SGTM Immobilier and Inframet, insofar as performance levels observed historically remain comparable to those for fiscal 2024 PF, restated for these two subsidiaries.

Furthermore, the business plan does not take into account the growth potential linked to international expansion, whether in African markets already addressed by the Group or in those it plans to penetrate, such as the Middle East or other areas of the continent.

The main assumptions of the business plan are presented below:

### Revenue assumptions

Consolidated revenue corresponds to the sum of revenue generated by SGTM S.A. (representing 87% and 94% of consolidated revenue in 2023 and 2024, respectively, and 94% of consolidated revenue in 2024PF) and all of its subsidiaries, restated for all intra-group transactions. SGTM's revenue is based on the following :

- The portfolio of contracted projects, as of the date of completion of the business plan, was established on the basis of data available as of end May 2025 and includes:
  - The order book at the end of 2024, amounting to MAD 16.6 billion, with the related revenue to be recognized according to the following projected invoicing schedule: (i) 49% in 2025e, (ii) 25% in 2026p, (iii) 17% in 2027e, and (iv) 9% in 2028e;
  - The order intake as of end May 2025, amounting to MAD 20.5 billion, with the related revenue to be recognized according to the following projected invoicing schedule: (i) 30% in 2025e, (ii) 34% in 2026p, (iii) 24% in 2027e and (iv) 12% in 2028e.

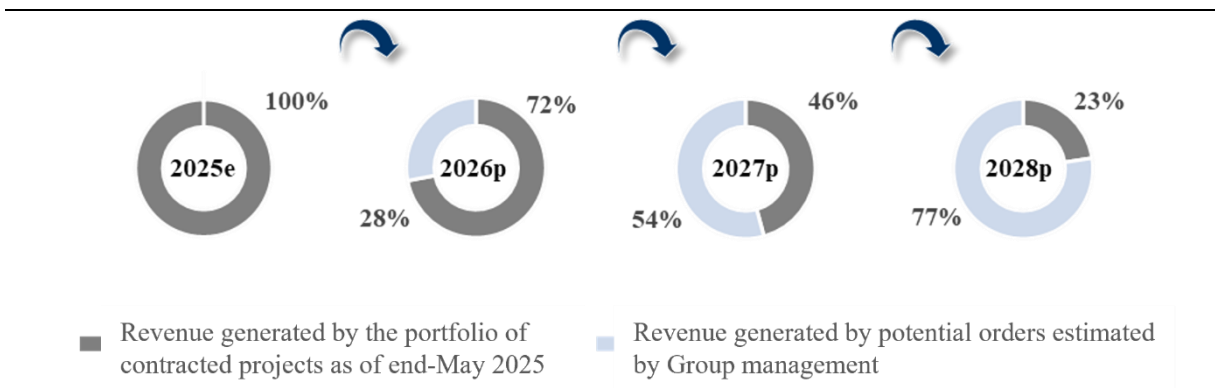
The table below shows the portfolio of projects contracted as of end May 2025:

Portfolio of contracted projects (in KMAD)	
<b>Order book as of 12/31/2024</b>	<b>16 553 201</b>
<b>Order intake as of end May 2025</b>	<b>20 496 307</b>
<b>Total</b>	<b>37 049 508</b>

Source: SGTM

<sup>1</sup> Source: Fitch Solutions (BMI) - Gross Value Added in Morocco's construction sector by 2031p.

The evolution of the share of contracted projects in forecast revenues is as follows:



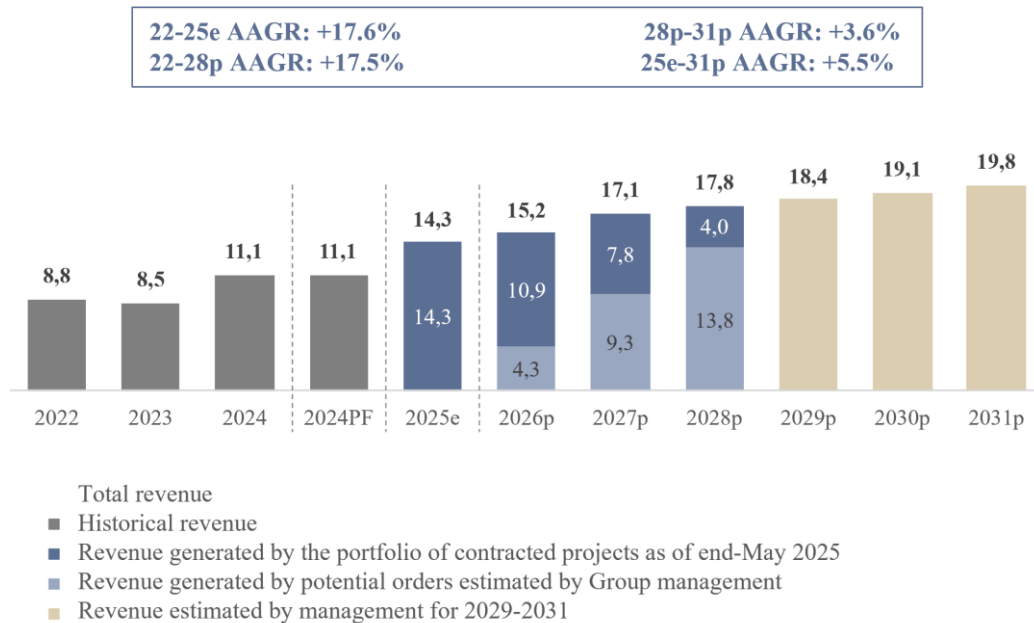
Note: The portfolio of contracted projects as of May 2025 will no longer generate revenue from 2029p onward

Source: SGTM

- The order intake for the period 2026p - 2028p includes an additional pipeline of potential projects, as estimated by SGTM S.A. management, corresponding to new business of 15 billion MAD per year. This pipeline includes projects of various kinds (industrial projects, public tenders, infrastructure projects, etc.), with execution times of between 3 and 5 years (a short project is executed at around 30% in year n, around 40% in year n+1 and around 30% in year n+2, while a long project is executed at around 18% in year n, around 25% in years n+1 to n+3 and 8% in year n+4);
- It should be noted that over the period 2026-2028, a pipeline of “Fast Track” projects has been estimated at MAD 4.5 bn, broken down as follows: MAD 1.0 bn in 2026, MAD 1.5 bn in 2027 and MAD 2.0 bn in 2028.
- Total sales should reach MAD 17.8 bn in 2028p, before gradually decelerating at an annual growth rate of -0.2% until 2031p. The growth rate would thus be 3.9% in 2029p, 3.6% in 2030p, and 3.4% in 2031p. This estimate implies a projected sales growth rate below the growth forecasts for the Moroccan construction sector over the same period, as published by Fitch Solutions<sup>1</sup> for the period 2028p-2031p.

<sup>1</sup> Source: Fitch Solutions (BMI) - Gross Value Added of the construction sector in Morocco by 2031p.

## Group revenue growth over the period 2021-2031p (MAD bn)



### Notes:

The portfolio of projects contracted as of May 2025 represents 58% of 2025e - 2028p revenues.

Estimated sales for 2029-2031 are based on a growth rate of 3.9% in 2029p, 3.6% in 2030p, and 3.4% in 2031p.

Source: SGTM

## Gross margin assumptions

The consolidated gross margin is expected to average 37.7% over the business plan horizon, similar to the level recorded between 2022 and 2024 (37.7% on average). It should be noted that the 2024PF gross margin also stands at 37.7%.

## Operating expense assumptions

- **Operating expenses<sup>1</sup>** (other external expenses and other operating expenses): these expenses mainly include rental expenses, maintenance and repair costs, insurance costs, and transportation expenses, and represent an average of 7.1% of consolidated revenue over the business plan horizon, in line with the level observed in 2024 (average 2022–2024: 6.5%). It should be noted that in 2024PF, these expenses also amount to 7.1% of consolidated revenue.
- **Staff expenses:** these expenses represent an average of 13.0% of consolidated revenue over the business plan horizon, in line with the level observed in 2024 (average 2022–2024: 13.5%). It should be noted that in 2024PF, these expenses also amount to 13.0% of consolidated revenue;

<sup>1</sup> Les autres produits d'exploitation ne sont pas prévus sur l'horizon du business plan.

- **Depreciation and amortization:**
  - These expenses are modelled on the basis of book depreciation schedules. In accordance with applicable accounting standards, they concern all property, plant and equipment (including those financed by finance leases).
  - Depreciation and amortization expenses average MAD 320 m over the period 2022 - 2024 (i.e., an average annual depreciation rate<sup>1</sup> representing 51.1% of annual investments<sup>2</sup> made over the same period), and MAD 475 m over the period 2025e - 2031p (i.e., an average annual depreciation rate<sup>1</sup> representing 114.2% of annual investment<sup>H1</sup> made over the same period, taking into account the impact of depreciation on historical assets, which will be fully depreciated in 2030p); It should be noted that the depreciation rate represents 55.2% of investment<sup>H1</sup> made in 2024PF.
- **Provisions:** no provisions are planned over the business plan horizon. Provisions represent an average of 0.4% of consolidated revenue over the period 2022–2024, and 0.6% of consolidated revenue in 2024PF.

### **Financial income assumptions**

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The financial income statement has been modeled on the basis of the Group's projected debt, and is essentially made up of interest expenses related to lease financing. Financial income represents an average of 6.9% of financing debt over the period 2022 - 2024, compared with 9.3% of financing debt over the period 2025e - 2031p, mainly due to lease financing debt positions at the end of the period, which decrease over the business plan projection horizon according to repayment schedules. In 2024PF, it amounts to 6.7% of financing debts.

Over the business plan horizon (2025e - 2031p), interest expense relates almost exclusively to the financing of leased investments, and represents 100.0% of net financial income, as the other components of net financial income have not been modeled.

It should be noted that financial income improves progressively as debts are repaid.

### **Non-current income assumptions**

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The non-recurring income is not modeled in the business plan.

### **Assumptions related to corporate income tax and social solidarity contributions**

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Corporate tax is calculated according to the standard rates in force in Morocco.

The business plan also takes into account the social solidarity contribution<sup>3</sup> applicable in Morocco according to the scale set out in the General Tax Code:

- 0% for profits below MAD 1,000,
- 1.5% for profits between KMAD 1,000 and KMAD 5,000,
- 2.5% for profits between KMAD 5,000 and KMAD 10,000,
- 3.5% for profits between KMAD 10,000 and KMAD 40,000,

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<sup>1</sup> Corresponding to the average of the annual “depreciation and amortization” / “ Investments” ratios.

<sup>2</sup> Investments net of divestments for the years 2022 to 2024, and excluding the impact of changes in scope (Inframet deconsolidation in 2024) and changes in financial receivables (financial assets linked to deposits and guarantees). Furthermore, the business plan is conservative, and excludes potential future divestments.

<sup>3</sup> Contribution introduced by the public authorities as part of the 2021 finance bill with a view to strengthening the mobilization of resources (from individuals and businesses) in favor of populations particularly affected by the COVID-19 crisis. This measure was renewed by the 2023 and 2024 finance laws and remains in force until 2028, in accordance with the 2026 finance bill.

- 5.0% for profits above KMAD 40,000.

From 2029p onwards, the business plan no longer takes into account the social solidarity contribution planned in Morocco, as its application is scheduled to end at the end of 2028 (inclusive) in accordance with the 2026 finance bill.

It should be noted that the 25% reduction in corporate income tax applicable to the 2026p to 2028p financial years, from which the Company benefits when it goes public through a share sale, has been taken into account in the business plan.

### Assumptions related to minority interests

The share of minority interests in the projected consolidated net income is nil, since (1) all fully consolidated companies are wholly owned, and (2) the projections are based on historical consolidated financial statements, which already include the shares of subsidiaries consolidated on a proportional basis.

### Assumptions relating to working capital requirements

Working capital requirements are estimated at an average of 76 days of revenue excluding VAT over the duration of the business plan, in line with the level recorded for the period 2023–2024 (77 days on average).

It should be noted that in 2024PF, working capital requirements are estimated at 57 days of revenue excluding VAT.

The estimate of working capital requirements is based in particular on:

- **An inventory turnover period<sup>1</sup>** of 22 days has been used from 2025e onwards and projected over the business plan horizon, in line with the historical average recorded for the 2023–2024 financial years. In 2024PF, this period is 13 days;
- **An accounts receivable turnover period<sup>2</sup>** of 207 days has been used from 2025e onwards and projected over the business plan horizon, in line with the historical average observed in fiscal years 2023–2024. In 2024PF, this period is 188 days;
- **An accounts payable turnover period<sup>3</sup>** of 172 days has been used from 2025e onwards and projected over the business plan horizon, in line with the historical average observed for the 2023–2024 financial years. In 2024PF, this period is 162 days;
- **A turnover period for other working capital items on the asset side<sup>4</sup>** (trade accounts receivable, advances, staff, government and other receivables) of 53 days has been retained from 2025e, and projected over the business plan horizon, in line with the historical average observed over the 2023 - 2024 financial years. In 2024PF, this period is 44 days;
- **A turnover period for other working capital requirements on the liabilities side<sup>5</sup>** (trade creditors, personnel, social security bodies, government and other creditors) of 98 days has been adopted from 2025e, and projected over the business plan horizon, in line with the historical average observed over the 2023 - 2024 financial years. In 2024PF, this period is 87 days.

<sup>1</sup> Inventory turnover period = (inventory / purchases of materials and supplies excluding tax) x 365

<sup>2</sup> Accounts receivable turnover = (accounts receivable / revenue including tax) x 365

<sup>3</sup> Accounts payable turnover = (accounts payable / purchases of materials and supplies including tax + other external expenses including tax) x 365

<sup>4</sup> Turnaround period for other working capital items on the assets side =  $(\sum \text{other working capital items on the assets side} / \text{sales}) \times 365$

<sup>5</sup> Turnaround period for other working capital on the liabilities side =  $(\sum \text{other working capital on the liabilities side} / \text{sales}) \times 365$

Working capital requirements relative to revenue are as follows for the period 2022–2031p:

	2022	2023	2024	2025e	2026p	2027p	2028p	2029p	2030p	2031p
<b>WCR, as a % of revenue</b>	27%	26%	16%	21%	21%	21%	21%	21%	21%	21%

### Investment assumptions

Planned investment can be broken down into (i) investments related to capacity increases (equipment and machinery), financed by leases repayable over 4 years, and (ii) renewal, maintenance and repair investments.

(i) Cumulative capital expenditure related to capacity expansion amounts to MAD 861 million over the period 2025-2031p. These investments have been estimated to support sales growth, and represent annually 10% of additional sales compared with the previous year.

(ii) Cumulative investments in renewal, maintenance and repair amount to MAD 2,099 million over the period 2025-2031p. These investments are estimated on a historical basis (and represent MAD 250 m in 2025e), plus 10% of the previous year's capacity investments each year.

Total cumulative investment over the period 2025e-2031p thus amounts to MAD 2,960 m, or 2.5% of total sales on average over the same period (around MAD 420 m/year on average). This level, which is lower than that observed historically (6.4% of sales on average over the 2023-2024 period), is explained by the increase in capital expenditure since 2022 (after the end of the economic crisis linked to COVID-19), enabling the Group to strengthen its equipment base to support a large part of the forecast growth. It should be noted that 2024PF investment represents 5.1% of 2024PF sales.

### Assumption relating to medium- and long-term debt

The Group plans to repay its financing debts in accordance with their repayment schedule.

Financing debts projected over the business plan horizon amount to MAD 2,960 million over the period 2025-2031p, and mainly relate to the financing of future investments, mainly in equipment, amortized over 4 years at a rate of 5.5% (average rate for debt contracts).

Associates' current accounts, both assets and liabilities, have been modeled on the basis of the repayment schedule forecast and estimated by management. No new injections into associates' current accounts are anticipated over the business plan horizon. It should be noted that the net balance of associates' current accounts (liabilities - assets) amounts to MAD 335 million at the end of 2024.

It should also be noted that net financial debt becomes negative as from 2028p, mainly due to (i) the full repayment, in 2027p, of historical financing and leasing debts, and (ii) the improvement in the net cash position, driven by positive cash flow generation, which offsets the renewal of leased equipment.

### Dividend assumptions

Subject to approval by the general meeting, the Company plans to propose an annual distribution of between 50% and 100% of its distributable income. It should be noted that the Company distributed 33.4% and 65.4% of its net income for 2023 and 2024 (distributed in 2024 and 2025e).

The business plan assumes an annual distribution of 60% of consolidated net income over the period 2025e–2031p.<sup>1</sup>

<sup>1</sup> New shareholders will not receive dividends for the 2024 financial year distributed in 2025 (these dividends will be paid before the date of the Company's first listing, i.e. December 16, 2025). It should be noted that the Company distributed MAD 150 million, MAD 175 million, and MAD 500 million for fiscal years 2022, 2023, and 2024, respectively.



## (b) Key aggregates of the business plan

The key consolidated aggregates from SGTM's business plan are presented in the following table:

In mMAD	2022	2023	2024	2024PF <sup>1</sup>	2025e	2026p	2027p	2028p	2029p	2030p	2031p	AAGR 22-25e	AAGR 25e-31p
Consolidated revenue	8 779	8 505	11 094	11 094	14 297	15 191	17 055	17 756	18 442	19 113	19 762	17.6%	5.5%
<i>% change</i>	68.4%	-3.1%	30.4%	30.4%	28.9%	6.3%	12.3%	4.1%	3.9%	3.6%	3.4%	<i>n.a.</i>	<i>n.a.</i>
EBITDA	1 471	1 484	1 871	1 872	2 419	2 570	2 885	3 004	3 120	3 233	3 343	18.0%	5.5%
<i>as a % of consolidated revenue</i>	16.8%	17.5%	16.9%	16.9%	16.9%	16.9%	16.9%	16.9%	16.9%	16.9%	16.9%	<i>n.a.</i>	<i>n.a.</i>
Consolidated net income <sup>2</sup>	807	671	590	783	1 096	1 378	1 597	1 710	1 688	1 795	1 877	10.8%	9.4%
<i>as a % of consolidated revenue</i>	9.2%	7.9%	5.3%	7.1%	7.7%	9.1%	9.4%	9.6%	9.2%	9.4%	9.5%	<i>n.a.</i>	<i>n.a.</i>
Equity	1 729	2 255	2 618	2 682	3 214	3 934	4 704	5 456	6 118	6 900	7 700	23.0%	15.7%
Working capital requirements	2 375	2 227	1 745	1 743	2 967	3 153	3 540	3 685	3 828	3 967	4 102	7.7%	5.5%
<i>as a % of consolidated revenue</i>	27%	26%	16%	21%	21%	21%	21%	21%	21%	21%	27%	<i>n.a.</i>	<i>n.a.</i>
Investments (CAPEX) <sup>3</sup>	512	696	652	652 <sup>4</sup>	564	371	477	379	385	390	395	0.8%	-5.8%
<i>as a % of consolidated revenue</i>	6.3%	8.2%	6.6%	<i>n.a.</i>	3.9%	2.4%	2.8%	2.1%	2.1%	2.0%	2.0%	<i>n.a.</i>	<i>n.a.</i>
Net financial debt <sup>5</sup>	1 784	1 403	832	565	1 444	762	329	-402	-1 003	-1 673	-2 344	-6.8%	<i>n.a.</i>
Dividends <sup>6</sup>	100	150	175	<i>n.a.</i>	500	658	827	958	1 026	1 013	1 077	71.0%	13.6%
<i>Rate of return<sup>7</sup></i>	<i>n.a.</i>	<i>n.a.</i>	<i>n.a.</i>	<i>n.a.</i>	<i>n.a.</i>	2.5%	3.1%	3.6%	3.8%	3.8%	4.0%	<i>n.a.</i>	<i>n.a.</i>

Source: SGTM

<sup>1</sup> The 2024 PF financial statements include the deconsolidation of Inframet in 2024 and SGTM Immobilier in the first half of 2025.

<sup>2</sup> Consolidated net income taking into account the 25% reduction in corporate income tax payable over 3 years, starting in 2026, and the social solidarity contribution by 2028p.

<sup>3</sup> Investments net of divestments for fiscal years 2022 to 2024, and excluding the impact of changes in the scope of consolidation (Inframet deconsolidated in 2024) and changes in financial receivables (financial assets linked to deposits and guarantees). Furthermore, the business plan is conservative, and excludes potential future divestments.

<sup>4</sup> Investments relating to 2024PF are similar to investments made in 2024, insofar as SGTM Immobilier, which left the scope of consolidation in the first half of 2025, has not made any investments.

<sup>5</sup> Net financial debt: Cash liabilities + Financing debts + Net current accounts with associates - Cash assets - Marketable securities.

<sup>6</sup> Dividends distributed in n in respect of n-1.

<sup>7</sup> Calculated on the basis of an equity value of MAD 26,692 million. The rate of return is calculated as follows  $\text{Dividend Yield} = \text{Dividends} / \text{equity value}$ .

## (c) Valuation using the DCF method

### Method presentation

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The DCF method measures a company's ability to create value. This value creation results from the difference between the return on invested capital and the remuneration demanded by shareholders and financial backers.

This valuation method provides a dynamic view of a company's value, and is based on free cash flow projections generated by operations, taking into account the main factors influencing the value of a company's economic assets. These cash flows are then discounted using a rate that takes into account the target financial structure and intrinsic risk.

Enterprise value (EV) as of December 31, 2025e, also known as economic asset value, is estimated by discounting forecast free cash flows, and comprises:

- The discounted value of free cash flows over the explicit time horizon (from January 1, 2026p, to December 31, 2031p);
- Terminal value (TV) represents the value of the company at the end of the explicit horizon. It is determined using the Gordon Shapiro method, by discounting to perpetuity the normative free cash flow:

$$\text{Terminal Value} = \frac{\text{Normative flow}}{\text{WAAC} - g}$$

Where:

- **Normative flow:** flow calculated on the basis of the latest available cash flow aggregates over the business plan horizon, and on the following elements:
  - Perpetual growth rate of 2.5%, applied to sales forecast for 2031p;
  - EBITDA margin equal to that of 2031p (16.9%);
  - Working capital requirement maintained at 76 days of sales, equal to 2031p;
  - Perpetual growth rate of 2.5%, applied to capital expenditure planned for 2031p.
- **WACC:** Weighted Average Cost of Capital set at 7.96%;
- **g:** Growth rate to infinity set at 2.5%. This rate is lower than (i) the real growth forecast for the Moroccan economy in 2030p, published by the International Monetary Fund<sup>1</sup> (3.6%), and (ii) the real growth forecast for the Moroccan economy in 2031, published by Fitch<sup>2</sup> (2.7%).
- The equity value ( $E_v$ ) is obtained as follows:

$$E_v = EV - NFD$$

Where:

- **EV:** Enterprise value as of December 31, 2025e;
- **NFD:** Net Financial Debt<sup>3</sup> as of December 31, 2025e.

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<sup>1</sup> IMF - World Economic Outlook, April 2025.

<sup>2</sup> Fitch Solutions database.

<sup>3</sup> Consolidated net financial debt including shareholder current accounts.

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## WACC calculation

The discount rate used is equal to the Weighted Average Cost of Capital (WACC). This corresponds to the weighted average profitability requirement of the Company's capital providers. It is calculated using the following formula:

$$WACC = C_e \times \frac{E}{D + E} + C_d \times (1 - T) \times \frac{D}{D + E}$$

Where:

- **C<sub>e</sub>**: Cost of equity;
- **E**: Equity value;
- **D**: Net debt value with gearing (D/E) of 44.94%, corresponding to the Group's 2025e gearing;
- **C<sub>d</sub>**: Market cost of debt of 5.50% before tax<sup>1</sup>;
- **T**: Income tax rate (35.00%) corresponding to the effective tax rate over the term of the business plan.

The cost of equity capital is 9.93%. This is calculated as follows:

$$C_e = r_f + (L\beta \times m_r)$$

Where:

- **r<sub>f</sub>**: Risk-free rate (10-year Treasury bill rate on the secondary market as of October 28, 2025, i.e., 2.88%);
- **L<sub>β</sub>**: Leveraged beta (i.e. 1.16 based on a deleveraged beta of 0.90<sup>2</sup>);
- **m<sub>r</sub>**: Equity market risk premium (i.e., 6.07%)<sup>3</sup>;
- No specific risk premium was applied due to the absence of significant operational risks.

Note that the transition from deleveraged to leveraged beta is made using the following formula:

$$L\beta = D\beta \times [1 + (1 - T) \times G]$$

Where:

- **L<sub>β</sub>**: Leveraged Beta;
- **D<sub>β</sub>**: deleveraged Beta;
- **T**: Corporate tax rate;
- **G**: Projected gearing in 2025e stands at 44.94%, close to the historical average observed over the 2023-2024 period (47.02%). This ratio, calculated as net debt to shareholders' equity, reflects the Group's current structure, with shareholders' equity estimated at MAD 3,214 million and net debt consisting mainly of finance lease liabilities (MAD 1,112 million), net cash (MAD 146 million) and net current accounts with associates (MAD 186 million). This level of gearing reflects a sustainable level of debt, consistent with the capital-intensive nature of construction and infrastructure activities, which require regular recourse to debt to finance plant and equipment. It thus illustrates the maintenance of a financial equilibrium between shareholders' equity and debt, despite the continuation of lease-financed investments.

<sup>1</sup> Current financing conditions of the Group.

<sup>2</sup> Deleveraged beta corresponding to the average of the 5-year betas of the sample of international companies "comparable" to SGTm (cf. stock market comparables), as published by Capital IQ (S&P Global's financial data platform).

<sup>3</sup> Average risk premiums of Attijari Global Research (6.7%, obtained by survey) published in October 2025, CFG Research (5.0%, obtained by prospective method) published in March 2025, and BMCE Capital Global Research (6.5%, obtained by survey) published in February 2025.



Based on the above, SGTM's weighted average cost of capital stands at **7.96%**

<b>SGTM WACC</b>	
Risk-free rate - 10-year TB as of October 28, 2025 (Rf)	2.88%
Risk premium (Rm)	6.07%
Tax rate (T)	35.00%
Deleveraged Beta	0.90
Leveraged beta	1.16
Gearing 2025e (Net debt/Equity)	44.94%
<b>Cost of equity (Ce)</b>	<b>9.93%</b>
<b>Cost of debt after taxes (Cd)</b>	<b>3.58%</b>
<b>WACC</b>	<b>7.96%</b>

### Calculation of the Group's estimated net debt as of December 31, 2025<sup>e</sup>

As of December 31, 2025e, the landing estimates for consolidated net debt and debt-like liabilities taken into account in the calculation of SGTM's equity value are detailed as follows:

<b>Forecasts as of 12/31/2025e (in mMAD)</b>	
+ Financing debt	<b>1 112</b>
+ Net cash <sup>1</sup>	<b>146</b>
+ Unearned Revenues - Liabilities	<b>360</b>
(-)Prepaid Expenses - Assets	<b>174</b>
<b>Estimated consolidated net debt</b>	<b>1 444</b>

Source: SGTM

Net debt (including net debt and debt-like liabilities) is deducted from the value of economic assets to determine the value of equity.

<sup>1</sup> Corresponds to Cash and Cash Equivalents – Liabilities, given that Cash and Cash Equivalents – Assets is zero in 2025e.



## Results of the DCF method

In mMAD	2026p	2027p	2028p	2029p	2030p	2031p	Normative
EBITDA	2 570	2 885	3 004	3 120	3 233	3 343	<b>3 427</b>
Depreciation allowances	(519)	(527)	(503)	(467)	(417)	(401)	<b>(404)</b>
Theoretical income tax on EBIT <sup>1</sup>	(718)	(825)	(875)	(929)	(986)	(1 030)	<b>(1 058)</b>
WCR variation	(186)	(387)	(145)	(142)	(139)	(135)	<b>(138)</b>
Investments	(371)	(477)	(379)	(385)	(390)	(395)	<b>(404)</b>
<b>Free cash flow<sup>2</sup></b>	<b>1 296</b>	<b>1 196</b>	<b>1 604</b>	<b>1 664</b>	<b>1 719</b>	<b>1 784</b>	<b>1 826</b>
<b>Terminal value</b>							<b>33 433</b>
<b>Discounted Free Cash Flows (FCF)</b>	<b>1 200</b>	<b>1 026</b>	<b>1 275</b>	<b>1 225</b>	<b>1 172</b>	<b>1 127</b>	<b>21 112</b>
<b>Sum of discounted FCFs 2026p-2031p<sup>3</sup></b>							<b>7 024</b>
<b>Discounted terminal value</b>							<b>21 112</b>
<b>Enterprise value as of December 31, 2025e</b>							<b>28 136</b>
<b>Projected consolidated net debt as of 12/31/2025e</b>							<b>1 444</b>
<b>Equity value</b>							<b>26 692</b>
<b>Value per share (based on a par value per share of MAD 20)</b>							<b>445</b>

Based on a discount rate of **7.96%** and a perpetual growth rate of **2.5%**, the enterprise value comes out at **MAD 28,136 million**, comprising (i) the discounted sum of the 2026p - 2031p free cash flows of **MAD 7,024 million** and (ii) the discounted terminal value of **MAD 21,112 million**.

After deducting net debt and debt-like liabilities at December 31, 2025e( **MAD1,444 million**), SGTM's equity is valued at **MAD 26,692 million**, or a value per share of **MAD 445**, based on a nominal value per share of **MAD 20**.

<sup>1</sup> Taxed EBIT = EBIT (EBITDA – Depreciation and amortization) – Theoretical income tax (35%) on EBIT

<sup>2</sup> Free cash flow = Taxed EBIT + Depreciation and amortization + Capital expenditures + Change in working capital.

<sup>3</sup> The 2025e cash flow is not included in the sum of free cash flows due to year-end discounting. This cash flow is therefore excluded as it impacts the components of net financial debt (i.e., NFD at the end of 2025e).

The table below presents a sensitivity analysis of the Group's equity value (in MAD million) to the WACC and the Perpetual Growth Rate:

Discount Rate (WACC)	Perpetual Growth Rate				
	2.00%	2.25%	2.50%	2.75%	3.00%
7.0%	30 267	31 627	<b>33 139</b>	34 832	36 737
7.5%	27 297	28 389	<b>29 590</b>	30 919	32 397
8.0%	<b>24 827</b>	<b>25 719</b>	<b>26 692</b>	<b>27 758</b>	<b>28 932</b>
8.5%	22 740	23 479	<b>24 280</b>	25 151	26 102
9.0%	20 953	21 574	<b>22 242</b>	22 965	23 747

The table below presents a sensitivity analysis of the Group's share price (in MAD/share), based on a nominal value of MAD 20/share, at the WACC and the infinite growth rate:

Discount Rate (WACC)	Perpetual Growth Rate				
	2.00%	2.25%	2.50%	2.75%	3.00%
7.0%	504	527	<b>552</b>	581	612
7.5%	455	473	<b>493</b>	515	540
8.0%	<b>414</b>	<b>429</b>	<b>445</b>	<b>463</b>	<b>482</b>
8.5%	379	391	<b>405</b>	419	435
9.0%	349	360	<b>371</b>	383	396

**(d) Valuation using the market comparables method (presented for informational purposes only)**

As a reminder, the market comparables valuation method is presented for informational purposes only, given (i) the Group's growth profile, (ii) its size, and (iii) the difficulty of identifying a meaningful sample of comparable listed companies. The application of an intrinsic valuation method such as discounted cash flow (DCF) remains the most appropriate.

At the national level, TGCC and Jet Contractors are the only listed companies operating in the construction sector. However, Jet Contractors has been excluded from the sample of comparable companies for the purposes of valuation by market comparables, as its projected EV/EBITDA and P/E multiples for 2025p and 2026p are not available (Source: Capital IQ database – S&P Global financial data platform). This is because the company does not appear to be monitored by analysts and, as a result, no public financial estimates are published that would enable its multiples to be calculated.

Consequently, with the exception of TGCC, and in the absence of relevant local and regional comparables, the sample of companies “comparable” to SGTM consists entirely of international companies. The selection of companies included in the sample was based on various criteria, mainly:

- **Sector:** companies operating in the building and public works sector;
- **Description of activity:** companies involved in large-scale national projects (transport infrastructure, civil engineering, construction in the industrial and tertiary sectors, etc.);
- **Revenue:** companies with revenue exceeding \$300 million in 2024, with construction activity accounting for at least 70% of total revenue in 2024;
- **EBITDA:** companies with an EBITDA margin of between 5% and 25%, in line with that of SGTM in 2024.

Based on the results that met these criteria, the sample was refined on the basis of the following factors:

- **Customer type:** companies working with a mixed customer base, including both public sector clients and private customers, as explained in the companies' annual reports;



- **Monitoring:** forward-looking data must be available to enable an assessment based on trailing (2025e) and forward (2026p) aggregates.

Finally, the multiples used to value the company are the **EV/EBITDA and P/E** multiples.

It should nevertheless be noted that the heterogeneity of the sample selected is due to the absence of listed companies that are fully comparable to SGTM in terms of size, scope of activity, macroeconomic context, and margin profile. It also stems from the limited availability of forecast multiples (EV/EBITDA and P/E 2025e–2026p) for the most similar players, making it necessary to include companies with partial characteristics that are not perfectly aligned with those of SGTM.

Furthermore, the EBITDA margin is a key indicator for assessing the performance of a construction business, as it reflects the ability of players to control their costs in a sector characterized by price pressures, execution deadlines, and high operational risk. Although margin levels differ between SGTM and the companies in the selected sample, given the specific characteristics of each country/market, this indicator remains relevant for assessing the relative operational quality of each player.



The table below shows the sample of companies selected:

Company	Country	Revenue 2024 US\$m	Customer typology 2024	Share of construction in 2024 revenue	EBITDA margin		Net margin		VE/EBITDA		P/E	
					2023	2024	2023	2024	Fw 2025	Fw 2026	Fw 2025	Fw 2026
<b>Travaux Généraux de Construction de Casablanca S.A</b>	<b>Morocco</b>	750	Public/Private Customers	>99%	9.7%	12.9%	5.3%	6.4%	<b>17.3x</b>	<b>15.9x</b>	<b>42.3x</b>	<b>35.1x</b>
<b>Enka Insaat ve Sanayi A.S.</b>	<b>Turkey</b>	2 843	Public/Private Customers	>70%	20.1%	22.9%	22.1%	24.6%	<b>8.8x</b>	<b>7.1x</b>	<b>12.6x</b>	<b>11.1x</b>
<b>Malaysian Resources Corporation Berhad</b>	<b>Malaysia</b>	368	Public/Private Customers	>77%	3.4%	10.3%	4.0%	3.9%	<b>16.8x</b>	<b>14.7x</b>	<b>54.1x</b>	<b>31.3x</b>
<b>Cemindia Projects Limited</b>	<b>India</b>	926	Public/Private Customers	>99%	7.5%	9.4%	2.4%	3.5%	<b>15.6x</b>	<b>12.8x</b>	<b>34.5x</b>	<b>24.3x</b>
<b>J. Kumar Infraprojects Limited</b>	<b>India</b>	586	Public/Private Customers	>99%	13.7%	14.1%	6.5%	6.8%	<b>5.5x</b>	<b>4.9x</b>	<b>11.8x</b>	<b>10.5x</b>
<b>Budimex SA</b>	<b>Poland</b>	2 206	Public/Private Customers	>90%	8.0%	8.8%	7.5%	6.8%	<b>10.5x</b>	<b>9.8x</b>	<b>16.9x</b>	<b>15.8x</b>
<b>Nyab AB (publ)</b>	<b>Sweden</b>	358	Public/Private Customers	>99%	5.9%	8.2%	3.2%	4.8%	<b>11.4x</b>	<b>9.6x</b>	<b>18.0x</b>	<b>13.9x</b>
<b>Average</b>									<b>12.3x</b>	<b>10.7x</b>	<b>27.2x</b>	<b>20.3x</b>

Source: Capital IQ

Based on the sample presented above, the valuation of SGTM using the stock market comparables method is as follows:

#### Valuation based on stock market comparables - EV/EBITDA

In mMAD, unless otherwise indicated	2025e	2026p	Average 2025e-2026p
Average EV/EBITDA of the sample of comparable companies selected	12.3x	10.7x	n.a
SGTM consolidated EBITDA	2 419	2 570	n.a
Enterprise value	29 724	27 492	n.a
Consolidated net debt as of end 2025e	1 444	1 444	n.a
<b>Equity value</b>	<b>28 279</b>	<b>26 048</b>	<b>27 164</b>
<b>MAD/share<sup>1</sup></b>	<b>471</b>	<b>434</b>	<b>453</b>

#### Valuation based on stock market comparables - P/E

In mMAD, unless otherwise indicated	2025e	2026p	Average 2025e-2026p
Average P/E ratio of the sample of comparable companies selected	27.2	20.3	n.a
SGTM consolidated net income	1 096	1 378	n.a
<b>Equity value</b>	<b>29 793</b>	<b>27 933</b>	<b>28 863</b>
<b>MAD/share<sup>1</sup></b>	<b>497</b>	<b>466</b>	<b>481</b>

### III.4 Summary of the evaluation methods selected

The table below shows the discount level of the introductory price of the shares covered by the operation (i.e. MAD 420 per share) compared to the value per share resulting from the valuation methods used:

Valuation summary	DCF <i>Method selected</i>	Stock market comparables EV/EBITDA (average 25e-26p) <i>For information purposes only</i>	Stock market comparables P/E (average 25e-26p) <i>For information purposes only</i>
Equity value	26 692	27 164	28 863
in MAD/share	445	453	481
<b>IPO price (MAD/Share)</b>		<b>420</b>	
<b>Discount relative to the IPO price</b>	<b>-5.6%</b>	<b>-7.2%</b>	<b>-12.7%</b>

<sup>1</sup> Based on a nominal value of MAD 20 per share.

Based on the introductory price of MAD 420 per share, corresponding to an equity valuation of MAD 25,200 million, the resulting valuation multiples are as follows:

Induced multiples	2025e	2026p
VE/EBITDA	11.0x	10.4x
P/E	23.0x	18.3x
Dividend Yield <sup>1</sup>	2.0%	2.6%
Sector P/E ratio <sup>2</sup>	38.2x	30.3x

Based on the IPO price of MAD 380/share, corresponding to an equity valuation of MAD 22,800 million, the resulting valuation multiples are as follows:

Multiple induced	2025e	2026p
VE/EBITDA	10.0x	9.4x
P/E	20.8x	16.6x
Dividend Yield <sup>3</sup>	2.2%	2.9%
Sector P/E ratio <sup>4</sup>	38.2x	30.3x

Based on the IPO price of MAD 340/share, corresponding to an equity valuation of MAD 20,400 million, the resulting valuation multiples are as follows:

Multiple induced	2025e	2026p
VE/EBITDA	9.0x	8.5x
P/E	18.6x	14.8x
Dividend Yield <sup>5</sup>	2.5%	3.2%
Sector P/E ratio <sup>6</sup>	38.2x	30.3x

### III.5 Operation objectives

Motivated by the Company's size and development prospects, the operation would serve to achieve the following main objectives:

- institutionalize the Company by bringing new partners on board;
- raise the Company's profile and proximity to institutional investors and the general public;
- pursue and strengthen the Company's commitment to transparency and performance;
- facilitate recourse to external financing and reinforce the Company's financial agility through direct access to financial markets;
- optimize the Company's financing costs;

<sup>1</sup> Dividende n à verser en n+1 | Dividend Yield = Dividende / VFP de 25 200 mMAD et tenant compte d'une réduction fiscale de 25% de l'IS à payer sur une durée de 3 ans. Par ailleurs, il est à noter que le business plan tient compte d'une distribution annuelle de 60% du résultat net consolidé sur la période 2025e – 2031p.

<sup>2</sup> Average P/E of TGCC (source: Capital IQ database - S&P Global financial data platform) and Jet Contractors (34.0x in 2025e and 25.6x in 2026 - Source: BMCE Capital Global Research - October 2025)

<sup>3</sup> Dividend n to be paid in n+1 | Dividend Yield = Dividend / VFP of 22 800 mMAD and taking into account a 25% reduction in corporate income tax payable over a 3-year period. It should also be noted that the business plan takes into account an annual distribution of 60% of consolidated net income over the period 2025e - 2031p.

<sup>4</sup> Average P/E of TGCC (source: Capital IQ database - S&P Global financial data platform) and Jet Contractors (34.0x in 2025e and 25.6x in 2026 - Source: BMCE Capital Global Research - October 2025)

<sup>5</sup> Dividend n to be paid in n+1 | Dividend Yield = Dividend / VFP of 20 400 mMAD and taking into account a 25% reduction in corporate income tax payable over a 3-year period. It should also be noted that the business plan takes into account an annual distribution of 60% of consolidated net income over the period 2025e - 2031p.

<sup>6</sup> Average P/E of TGCC (source: Capital IQ database - S&P Global financial data platform) and Jet Contractors (34.0x in 2025e and 25.6x in 2026 - Source: BMCE Capital Global Research - October 2025)

- offer liquidity to the Company's shareholders; and
- involve employees in the development of their company and share the fruits of performance with them.

### III.6 Operation Schedule

The table below sets out the Operation schedule:

Order	Steps	Date
1	Issuance by the Casablanca Stock Exchange of the notice of approval of the Operation AMMC approval of the prospectus	11/17/2025
2	Publication of the prospectus on the Issuer's website	11/17/2025
3	Publication by the Casablanca Stock Exchange of the notice relating to the Operation	11/19/2025
4	Publication of the press release by the Issuer in a legal gazette	11/19/2025
5	Opening of the subscription period	12/01/2025
6	Closing of the subscription period at 3:30 p.m. inclusive	12/08/2025
7	Receipt of subscriptions by the Casablanca Stock Exchange before 6:30 p.m.	12/08/2025
8	Centralization and consolidation of subscriptions by the Casablanca Stock Exchange	12/09/2025
9	Handling of rejections by the Casablanca Stock Exchange	12/10/2025
10	Allocation of subscriptions and submission by the Casablanca Stock Exchange of the subscription list to the Issuer Delivery by the Casablanca Stock Exchange of allocations by account holder to Attijari Intermédiation before 12:00 p.m. Delivery by the Casablanca Stock Exchange of securities allocations to underwriting syndicate members before 12:00 p.m.	12/11/2025
11	Receipt by the Casablanca Stock Exchange of the minutes of the Issuer's body having recorded the completion of the Operation before 12:00 p.m.	12/12/2025
12	Initial listing, reduction in nominal value from MAD 100 to MAD 20 and registration of the Operation on the Stock Exchange Publication by the Casablanca Stock Exchange of the Operation results	12/16/2025
13	Publication of the Operation results in a legal gazette and on the Issuer's website	12/18/2025
14	Payment / Delivery	12/19/2025



## **PART II – ABOUT SGTM**

## I. General information

<b>Corporate name</b>	Société Générale des Travaux du Maroc (S.G.T.M)
<b>Registered office</b>	2, Boulevard Zerktouni Casablanca
<b>Phone</b>	+212 (0) 5 22 88 80 00/01/02
<b>Fax</b>	+212 (0) 5 22 32 05 69 +212 (0) 5 22 33 42 80
<b>Website</b>	www.sgtm-maroc.com
<b>Legal form</b>	Public limited company with a board of directors
<b>Date of incorporation</b>	January 3, 1972
<b>Lifespan</b>	99 years
<b>Trade register number and location</b>	31.287 Casablanca
<b>Fiscal year</b>	From January 1 to December 31
<b>Corporate purpose</b>	<p>According to article 3 of SGTM's articles of association, the Company's purpose in Morocco and in all other countries is:</p> <ul style="list-style-type: none"> <li>▪ the study and execution of all public and private works, construction and civil engineering;</li> <li>▪ the creation, installation, acquisition, leasing and operation of all construction sites, factories and industrial establishments for the manufacture and sale of construction equipment and materials;</li> <li>▪ quarrying;</li> <li>▪ the manufacture of concrete;</li> <li>▪ transport for third parties;</li> <li>▪ the acquisition, operation, leasing and assignment of all patents and licenses relating to this industry;</li> <li>▪ the acquisition of interests in any existing or future companies with a similar or related purpose, in particular by subscription for shares, purchase of securities or corporate rights, contribution of all or part of assets, absorption, merger or otherwise;</li> </ul> <p>More generally, any industrial, commercial, financial, civil, securities or real estate transactions that may be directly or indirectly related to any of the above-mentioned projects or to any similar or related objects.</p>
<b>Share capital as of September 30, 2025</b>	MAD 1,200,000,000, consisting of 12,000,000 shares with a nominal value of MAD 100
<b>Legal documents</b>	The Company's legal documents, including the articles of association, minutes of general meetings, and auditors' reports, may be consulted at the Company's registered office.
<b>Legislative and regulatory texts applicable to SGTM</b>	By virtue of its legal form, the Company is governed by Act no. 17-95 promulgated by Dahir no. 1-96-124 of August 30, 1996, on public limited companies. By virtue of its activity, SGTM is governed by Moroccan law, in particular:

- Law no.39-08 forming the Real Rights Code, promulgated by Dahir no.1-11-178 of Hijja 25 (November 22, 2011), as amended and supplemented;
- Law no.12-90 relating to town planning (promulgated by dahir no.1-92-31 dated Hijja 15, 1412 (June 17, 1992), as amended and supplemented by law no.66-12 relating to the repression of offences in the town planning and construction sector (promulgated by dahir no.1-16-124 dated Kaada 21 (August 25, 2016));
- Law no.25-90 relating to subdivisions, housing groups and subdivisions (promulgated by dahir no.1-92-7 dated Hijja 15, 1412 (June 17, 1992)), as amended and supplemented by law no.66-12 relating to the repression of offences in the town planning and construction sector (promulgated by dahir no.1-16-124 dated Kaada 21 (August 25, 2016));
- The applicable provisions of the Dahir of September 12, 1913, as amended and supplemented, on the Code of Obligations and Contracts.

Due to its future listing on the Casablanca Stock Exchange, SGTM will be subject to the following provisions:

- Law no.44-12 relating to public offerings and the information required from legal entities and organizations making public offerings;
- Law 43-12 relating to the AMMC;
- AMMC's General Regulations as approved by Minister of Economy and Finance Order no. 2169/16 of July 14, 2016;
- The AMMC circulars in force;
- Law no. 35-96 relating to the creation of a central depository and the institution of a general regime for the book-entry of certain securities (amended and supplemented by law no. 43-02);
- The General Regulations of the central depository approved by Ministerial Order no.932-98 of April 16, 1998, and amended by Ministerial Order no.1961-01 of October 30, 2001, and by Ministerial Order no.77-05 of March 17, 2005;
- Law no.19-14 on the Stock Exchange, brokerage firms and financial investment advisors;
- The General Regulations of the Casablanca Stock Exchange, approved by Ministerial Order no. 2208-19 of July 3, 2019;
- Law no. 26-03 on public offerings on the Moroccan stock market, as amended and supplemented by Law no. 46-06.

<b>Tax regime</b>	SGTM is governed by general tax law. It is subject to corporate income tax at the progressive rate. Its operations are subject to VAT at a rate of 20%.
<b>Competent court in the event of a dispute</b>	Commercial Court of Casablanca

Source: SGTM



## II. Composition of SGTM S.A.'s share capital

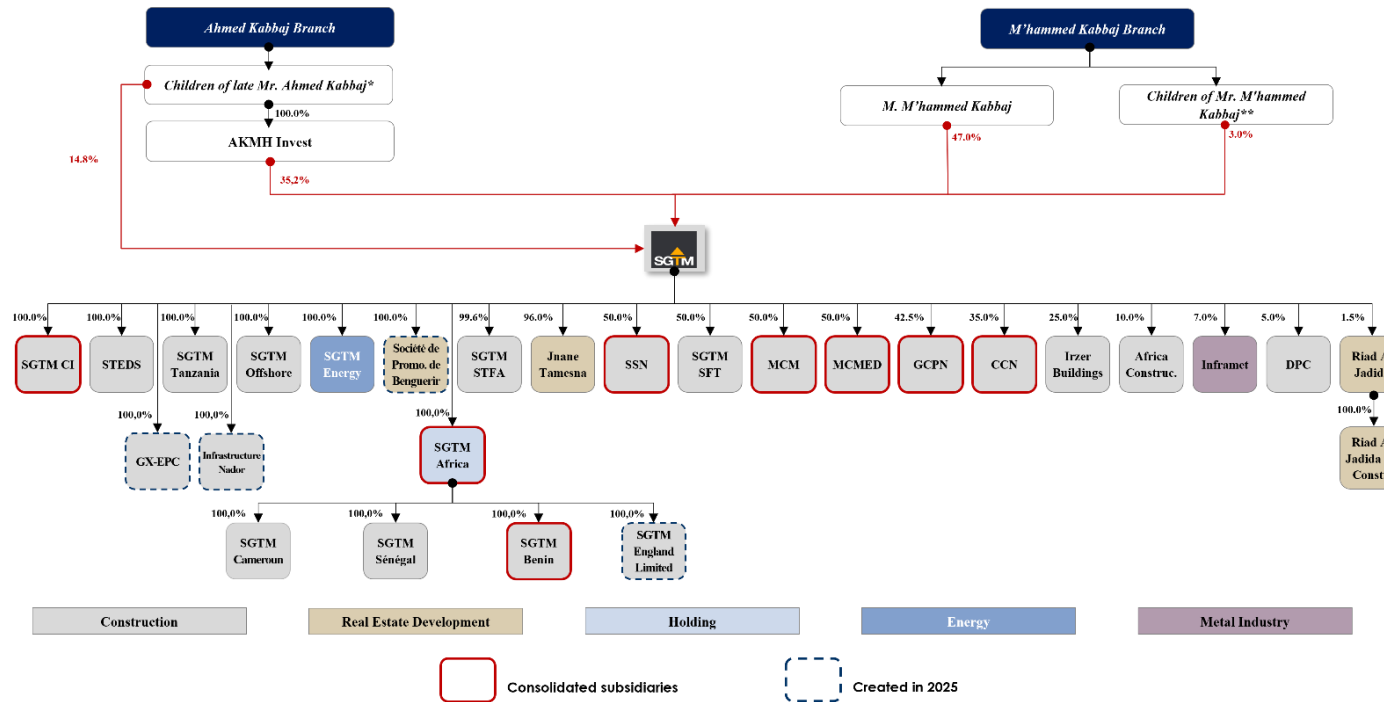
Shareholders	12/31/2020		12/31/2021		12/31/2022		12/31/2023		12/31/2024		31/07/2025	
	Number of shares and voting rights	% of capital and voting rights	Number of shares and voting rights	% of capital and voting rights	Number of shares and voting rights	% of capital and voting rights	Number of shares and voting rights	% of capital and voting rights	Number of shares and voting rights	% of capital and voting rights	Number of shares and voting rights	% of capital and voting rights
<b>Late Mr. Ahmed Kabbaj branch (co-founder)</b>												
<b>AKMH INVEST</b>	1 410 000	47.0%	1 410 000	47.0%	1 410 000	47.0%	1 410 000	47.0%	1 410 000	47.0%	4 229 997	35.2%
<b>Mohammed Kabbaj</b>	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	472 500	3.9%
<b>Hamza Kabbaj</b>	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	472 500	3.9%
<b>Hicham Kabbaj</b>	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	472 500	3.9%
<b>Myriam Kabbaj</b>	-	-	-	-	-	-	-	-	-	-	352 503	2.9%
<b>Total AK branch</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>6 000 000</b>	<b>50.0%</b>
<b>Mr. M'hammed Kabbaj branch (co-founder)</b>												
<b>M'hammed Kabbaj</b>	1 410 000	47.0%	1 410 000	47.0%	1 410 000	47.0%	1 410 000	47.0%	1 410 000	47.0%	5 640 000	47.0%
<b>Jihane Kabbaj</b>	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	120 000	1.0%
<b>Mohamed Ali Kabbaj</b>	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	120 000	1.0%
<b>Brahim Kabbaj</b>	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	30 000	1.0%	120 000	1.0%
<b>Total MK branch</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>1 500 000</b>	<b>50.0%</b>	<b>6 000 000</b>	<b>50.0%</b>
<b>Total</b>	<b>3 000 000</b>	<b>100.0%</b>	<b>3 000 000</b>	<b>100.0%</b>	<b>3 000 000</b>	<b>100.0%</b>	<b>3 000 000</b>	<b>100.0%</b>	<b>3 000 000</b>	<b>100.0%</b>	<b>12 000 000</b>	<b>100.0%</b>

Source: SGTM



### III. Presentation of SGTM and its subsidiaries

As at July 31, 2025, SGTM's legal organizational structure breaks down as follows:



Source: SGTM

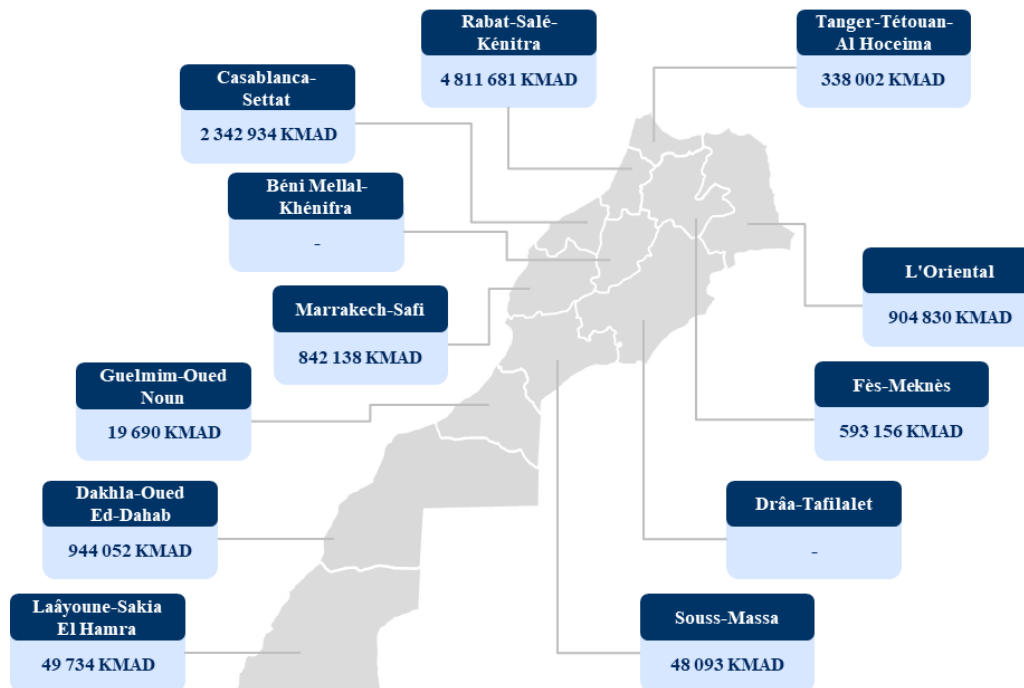
The percentage of ownership is equivalent to the percentage of control for all subsidiaries

\*Mohammed Kabbaj, Hamza Kabbaj, Hicham Kabbaj and Myriam Kabbaj

\*\*Jihane Kabbaj, Mohamed Ali Kabbaj and Brahim Kabbaj



## IV. Breakdown of revenue in Morocco by region



Source: SGTM

## V. Changes in SGTM's order book

### V.1 Changes in SGTM's order book over the last three financial years and in H1 2025 by customer type

The table below shows the change in SGTM's order book over the last three financial years and in H1 2025 by customer type.

Sector	Order book (12/31/2022) (KMAD excl. VAT)	Order book (12/31/2023) (KMAD excl. VAT)	Order book (12/31/2024) (KMAD excl. VAT)	Order book (12/31/2025) (KMAD excl. VAT)
<b>Public sector</b>	9 861 245	8 706 768	8 506 766	8 969 202
<b>Semi-public sector</b>	1 917 859	3 204 741	6 908 096	24 338 284
<b>Private sector</b>	369 798	1 559 884	1 138 339	1 199 529
<b>Total</b>	<b>12 148 903</b>	<b>13 471 393</b>	<b>16 553 201</b>	<b>34 507 015</b>

Source: SGTM

The order book as of June 30, 2025, stood at KMAD 34,507,015, compared with KMAD 16,553,201 in 2024, KMAD 13,471,393 in 2023 and KMAD 12,148,903 in 2022, i.e. an AAGR 2022 - H1 2025 of 34.1%, mainly driven by the rise in the semi-public sector, which accounted for 70.5% of the order book in H1 2025, compared with 41.7% in 2024, 23.8% in 2023 and 15.8% in 2022.

## V.2 Change in SGTM's order book over the last three years and to H1 2025 by geographical area

The table below shows the change in SGTM's order book over the last three financial years and in H1 2025 by geographical area.

Sector	Order book (12/31/2022) (KMAD excl. VAT)	Order book (12/31/2023) (KMAD excl. VAT)	Order book (12/31/2024) (KMAD excl. VAT)	Order book (12/31/2025) (KMAD excl. VAT)
Morocco	12 148 903	13 471 393	16 553 201	32 876 180
Africa (excl. Morocco)	ND	ND	ND	1 630 835
<b>Total</b>	<b>12 148 903</b>	<b>13 471 393</b>	<b>16 553 201</b>	<b>34 507 015</b>

Source: SGTM

SGTM's order book mainly consists of projects based in Morocco. In H1 2025, the latter accounted for 95.3% of total orders.

## V.3 Order intake over the last three financial years and H1 2025

The table below shows orders received over the last three financial years and the first half of 2025.

	2022	2023	2024	H1 2025	AAGR 22-24
Number of projects signed	12	16	33	31	65.8 %
Aggregate amount of signatures (in MMAD ( excl. tax))	3 684	7 800	13 862	22 289	94.0%

Source: SGTM

The number of new projects signed stands at 31 in H1 2025, compared with 33 in 2024, 16 in 2023 and 12 in 2022. The aggregate amount of signatures totals KMAD 22,289 in H1 2025, compared with KMAD 13,962 in 2024, KMAD 7,800 in 2023 and KMAD 3,683 in 2022, in line with strong business growth.

## **PART III – FINANCIAL SITUATION**

## I. Annual financial statements analysis

### I.1 Corporate accounts analysis

#### *Management balance analysis*

In KMAD	2022	2023	2024	Var. 22-23	Var. 23-24
<b>Revenues</b>	<b>7 409 191</b>	<b>7 421 752</b>	<b>10 452 484</b>	<b>0.2%</b>	<b>40.8%</b>
Change in product inventories	(1 829)	3 367	599	n.a	-82.2%
Purchases of materials and supplies	(4 892 033)	(4 750 187)	(6 979 479)	-2.9%	46.9%
Other external expenses	(561 790)	(678 097)	(880 339)	20.7%	29.8%
<b>Added value</b>	<b>1 953 538</b>	<b>1 996 835</b>	<b>2 593 265</b>	<b>2.2%</b>	<b>29.9%</b>
<i>as a % of revenue</i>	<i>26.4%</i>	<i>26.9%</i>	<i>24.8%</i>	<i>0.5pts</i>	<i>-2.1pts</i>
Taxes	(23 988)	(44 229)	(56 099)	84.4%	26.8%
Staff expenses	(975 060)	(970 120)	(1 316 499)	-0.5%	35.7%
<b>Gross operating surplus</b>	<b>954 491</b>	<b>982 485</b>	<b>1 220 667</b>	<b>2.9%</b>	<b>24.2%</b>
<i>as a % of revenue</i>	<i>12.9%</i>	<i>13.2%</i>	<i>11.7%</i>	<i>0.4pts</i>	<i>-1.6pts</i>
Operating reversals	107 704	37 934	35 127	-64.8%	-7.4%
Operating provisions	(403 798)	(195 713)	(126 373)	-51.5%	-35.4%
<b>Operating income</b>	<b>658 397</b>	<b>824 707</b>	<b>1 129 422</b>	<b>25.3%</b>	<b>36.9%</b>
<i>as a % of revenue</i>	<i>8.9%</i>	<i>11.1%</i>	<i>10.8%</i>	<i>2.2pts</i>	<i>-0.3pts</i>
Financial income	37 728	43 717	70 382	15.9%	61.0%
Financial expenses	(76 526)	(93 097)	(69 329)	21.7%	-25.5%
<b>Financial income</b>	<b>(38 798)</b>	<b>(49 380)</b>	<b>1 053</b>	<b>27.3%</b>	<b>n.a</b>
<b>Current income</b>	<b>619 599</b>	<b>775 327</b>	<b>1 130 475</b>	<b>25.1%</b>	<b>45.8%</b>
Non-current income	36 295	(2 463)	7 939	n.a	n.a
<b>Profit before tax</b>	<b>655 894</b>	<b>772 864</b>	<b>1 138 414</b>	<b>17.8%</b>	<b>47.3%</b>
Income tax	(202 144)	(248 142)	(374 322)	22.8%	50.8%
<b>Net income</b>	<b>453 750</b>	<b>524 722</b>	<b>764 092</b>	<b>15.6%</b>	<b>45.6%</b>
<i>as a % of revenue</i>	<i>6.1%</i>	<i>7.1%</i>	<i>7.3%</i>	<i>0.9pts</i>	<i>0.2pts</i>

Source: SGTM

### *Balance sheet analysis*

<b>Assets - in KMAD</b>	<b>2022</b>	<b>2023</b>	<b>2024</b>	<b>Var. 22-23</b>	<b>Var. 23-24</b>
Fixed assets written off	4 000	2 000	-	-50.0%	-100.0%
Intangible assets	278	1 269	2 918	>100.0%	>100.0%
Property, plant and equipment	180 131	185 227	204 772	2.8%	10.6%
Financial fixed assets	108 505	108 291	108 598	-0.2%	0.3%
<b>Fixed assets</b>	<b>292 913</b>	<b>296 787</b>	<b>316 288</b>	<b>1.3%</b>	<b>6.6%</b>
<i>Weight on total balance sheet</i>	<i>4.4%</i>	<i>3.7%</i>	<i>3.2%</i>	<i>-0.7pts</i>	<i>-0.5pts</i>
Inventories	269 858	174 283	236 677	-35.4%	35.8%
Accounts receivable, advances & down-payments	104 806	104 654	290 864	-0.1%	>100.0%
Customers and related accounts	4 451 812	5 658 275	6 357 959	27.1%	12.4%
Staff	19 728	582	27 866	-97.1%	>100.0%
State	573 369	580 315	792 988	1.2%	36.6%
Associate accounts	455 637	521 650	531 557	14.5%	1.9%
Other debtors	27 353	180 675	45 855	>100.0%	-74.6%
Accruals and deferrals	33 993	46 577	60 970	37.0%	30.9%
Marketable securities	45	116 794	475 926	>100.0%	>100.0%
Translation differences - assets	4 725	2 725	10 682	-42.3%	>100.0%
<b>Current assets</b>	<b>5 941 327</b>	<b>7 386 530</b>	<b>8 831 345</b>	<b>24.3%</b>	<b>19.6%</b>
<i>Weight on total balance sheet</i>	<i>90.0%</i>	<i>91.9%</i>	<i>89.4%</i>	<i>1.8pts</i>	<i>-2.5pts</i>
<b>Cash and cash equivalents</b>	<b>364 246</b>	<b>357 451</b>	<b>733 766</b>	<b>-1.9%</b>	<b>&gt;100.0%</b>
<b>Total Assets</b>	<b>6 598 486</b>	<b>8 040 768</b>	<b>9 881 398</b>	<b>21.9%</b>	<b>22.9%</b>

Source: SGTM

Liabilities - in KMAD	2022	2023	2024	Var. 22-23	Var. 23-24
Share or staff capital	300 000	300 000	300 000	0.0%	0.0%
Legal reserve	30 000	30 000	30 000	0.0%	0.0%
Other reserve	33 640	33 640	33 640	0.0%	0.0%
Retained earnings	867 570	1 171 320	1 521 042	35.0%	29.9%
Net income for the financial year	453 750	524 722	764 092	15.6%	45.6%
<b>Shareholders' equity</b>	<b>1 684 960</b>	<b>2 059 682</b>	<b>2 648 774</b>	<b>22.2%</b>	<b>28.6%</b>
<i>Weight on total balance sheet</i>	<i>25.5%</i>	<i>25.6%</i>	<i>26.8%</i>	<i>0.1pts</i>	<i>1.2pts</i>
Other financial liabilities	67 857	53 571	39 286	-21.1%	-26.7%
<b>Financial liabilities</b>	<b>67 857</b>	<b>53 571</b>	<b>39 286</b>	<b>-21.1%</b>	<b>-26.7%</b>
<b>Permanent financing</b>	<b>1 752 817</b>	<b>2 113 253</b>	<b>2 688 059</b>	<b>20.6%</b>	<b>27.2%</b>
Suppliers and related accounts	2 205 151	2 607 288	3 278 812	18.2%	25.8%
Accounts receivable, advances and deposits	531 901	1 378 779	1 383 669	>100.0%	0.4%
Staff	81 550	73 204	137 067	-10.2%	87.2%
Social security organizations	16 814	20 243	28 010	20.4%	38.4%
State	546 757	427 229	876 140	-21.9%	>100.0%
Associate accounts	198 456	286 531	162 177	44.4%	-43.4%
Other receivables	1 584	1 892	1 998	19.5%	5.6%
Accrued liabilities	834	1 680	4 562	>100.0%	>100.0%
Other provisions for risks and expenses	391 753	510 236	536 926	30.2%	5.2%
Translation differences - liabilities	13 914	11 246	2 137	-19.2%	-81.0%
<b>Current liabilities</b>	<b>3 988 713</b>	<b>5 318 328</b>	<b>6 411 498</b>	<b>33.3%</b>	<b>20.6%</b>
<i>Weight on total balance sheet</i>	<i>60.4%</i>	<i>66.1%</i>	<i>64.9%</i>	<i>5.7pts</i>	<i>-1.3pts</i>
<b>Cash and cash equivalents</b>	<b>856 956</b>	<b>609 187</b>	<b>781 841</b>	<b>-28.9%</b>	<b>28.3%</b>
<b>Total Liabilities</b>	<b>6 598 486</b>	<b>8 040 768</b>	<b>9 881 398</b>	<b>21.9%</b>	<b>22.9%</b>

Source: SGTM

### *Financing table analysis*

In KMAD	2022	2023	2024	Var. 22-23	Var. 23-24
<b>Self-financing</b>	<b>374 433</b>	<b>401 006</b>	<b>630 417</b>	7.1%	57.2%
Self-financing capacity	474 433	551 006	805 417	16.1%	46.2%
Profit distributions	(100 000)	(150 000)	(175 000)	50.0%	16.7%
<b>Disposals and reductions in fixed assets</b>	<b>62 065</b>	<b>179 726</b>	<b>227 804</b>	<b>&gt;100.00%</b>	<b>26.8%</b>
Disposals of tangible fixed assets	62 065	174 810	227 251	>100.0%	30.0%
Disposals of financial fixed assets	-	4 916	22	n.a	-99.6%
Recoveries on fixed asset receivables	-	-	531	n.a	n.a
<b>Total stable resources</b>	<b>436 498</b>	<b>580 731</b>	<b>858 221</b>	<b>33.0%</b>	<b>47.8%</b>
<b>Acquisitions and increases in fixed assets</b>	<b>103 651</b>	<b>209 883</b>	<b>288 630</b>	<b>&gt;100.0%</b>	<b>37.5%</b>
Acquisitions of intangible assets	168	1 107	2 278	>100.0%	>100.0%
Acquisitions of tangible assets	102 782	207 706	286 022	>100.0%	37.7%
Acquisitions of financial assets	525	504	250	-4.0%	-50.5%
Increase in intangible receivables	177	566	79	>100.0%	-86.0%
<b>Repayment of financing debts</b>	<b>28 306</b>	<b>14 286</b>	<b>14 286</b>	<b>-49.5%</b>	<b>0.0%</b>
<b>Total stable uses</b>	<b>131 957</b>	<b>224 169</b>	<b>302 915</b>	<b>69.9%</b>	<b>35.1%</b>
<b>Change in financing requirement</b>	<b>156 143</b>	<b>115 588</b>	<b>351 645</b>	<b>-26.0%</b>	<b>&gt;100.0%</b>
<b>Change in cash and cash equivalents</b>	<b>148 397</b>	<b>240 974</b>	<b>203 660</b>	<b>62.4%</b>	<b>-15.5%</b>
<b>Grand total</b>	<b>436 498</b>	<b>580 731</b>	<b>858 221</b>	<b>33.0%</b>	<b>47.8%</b>

Source: SGT M

## I.2 Consolidated annual financial statements

### *Management balance analysis*

In KMAD	2022	2023	2023 PF	2024	Var. 22-23	Var. 23PF-24
<b>Revenues</b>	<b>8 787 114</b>	<b>8 505 804</b>	<b>8 544 538</b>	<b>11 098 839</b>	<b>-3.2%</b>	<b>29.9%</b>
Change in product inventories	(7 663)	(1 079)	(1 079)	(5 223)	-85.9%	>100.0%
Purchases of goods for resale	-	-	-	(718)	n.a	n.a
Consumed purchases of materials and supplies	(5 511 166)	(5 251 475)	(5 438 835)	(6 915 252)	-4.7%	27.1%
Other external expenses	(542 792)	(527 056)	(519 509)	(774 946)	-2.9%	49.2%
<b>Added value</b>	<b>2 725 494</b>	<b>2 726 193</b>	<b>2 585 114</b>	<b>3 402 699</b>	<b>0.0%</b>	<b>31.6%</b>
<i>as a % of revenue</i>	<i>31.0%</i>	<i>32.1%</i>	<i>30.3%</i>	<i>30.7%</i>	<i>1.0pts</i>	<i>0.4pts</i>
Taxes	(36 332)	(77 019)	(63 910)	(72 471)	>100.0%	13.4%
Staff expenses	(1 214 412)	(1 160 180)	(1 125 657)	(1 446 173)	-4.5%	28.5%
<b>Gross operating surplus</b>	<b>1 474 750</b>	<b>1 488 994</b>	<b>1 395 547</b>	<b>1 884 056</b>	<b>1.0%</b>	<b>35.0%</b>
<i>as a % of revenue</i>	<i>16.8%</i>	<i>17.5%</i>	<i>16.3%</i>	<i>17.0%</i>	<i>0.7pts</i>	<i>0.6pts</i>
Operating allowances, net of reversals and expense transfers	(235 074)	(351 993)	(347 640)	(478 415)	49.7%	37.6%
<i>O/w depreciation allowances</i>	<i>(393 836)</i>	<i>(455 477)</i>	<i>(451 124)</i>	<i>(542 006)</i>	15.7%	20.1%
<i>O/W resump. of operations, expense transfers</i>	<i>158 761</i>	<i>103 484</i>	<i>103 484</i>	<i>63 591</i>	-34.8%	-38.6%
Other operating income	655	2 212	2 212	18 539	>100.0%	>100.0%
Other operating expenses	(4 038)	(4 905)	(4 905)	(13 012)	21.5%	>100.0%
<b>Operating income</b>	<b>1 236 293</b>	<b>1 134 308</b>	<b>1 045 215</b>	<b>1 411 168</b>	<b>-8.2%</b>	<b>35.0%</b>
<i>as a % of revenue</i>	<i>14.1%</i>	<i>13.3%</i>	<i>12.2%</i>	<i>12.7%</i>	<i>-0.7pts</i>	<i>0.5pts</i>
Financial income	91 618	86 645	86 632	84 716	-5.4%	-2.2%
Financial expenses	(154 835)	(201 886)	(201 844)	(160 054)	30.4%	-20.7%
<b>Financial income</b>	<b>(63 217)</b>	<b>(115 241)</b>	<b>(115 212)</b>	<b>(75 338)</b>	<b>82.3%</b>	<b>-34.6%</b>
<b>Current income from integrated companies</b>	<b>1 173 076</b>	<b>1 019 067</b>	<b>930 002</b>	<b>1 335 831</b>	<b>-13.1%</b>	<b>43.6%</b>
Non-current income	40 599	(21 825)	(161 350)	(303 330)	n.a	88.0%
<b>Profit before tax</b>	<b>1 213 675</b>	<b>997 242</b>	<b>768 652</b>	<b>1 032 501</b>	<b>-17.8%</b>	<b>34.3%</b>
Income tax	(406 930)	(325 999)	(325 999)	(442 843)	-19.9%	35.8%
<b>Consolidated net income</b>	<b>806 746</b>	<b>671 243</b>	<b>442 654</b>	<b>589 658</b>	<b>-16.8%</b>	<b>33.2%</b>
<i>as a % of revenue</i>	<i>9.2%</i>	<i>7.9%</i>	<i>5.2%</i>	<i>5.3%</i>	<i>-1.3pts</i>	<i>0.1pts</i>
<i>Net income - Group share</i>	<i>767 552</i>	<i>645 225</i>	<i>443 354</i>	<i>589 759</i>	<i>-15.9%</i>	<i>33.0%</i>
<i>Net income - minority interests</i>	<i>39 193</i>	<i>26 018</i>	<i>(701)</i>	<i>(101)</i>	<i>-33.6%</i>	<i>-85.6%</i>

Source: SGTМ

### Balance sheet analysis

The following table presents the key indicators from the SGTM Group's consolidated balance sheet for the period 2022-2024:

Assets - in KMAD	2022	2023	2023 PF	2024	Var. 22-23	Var. 23PF-24
Fixed assets written off	4 000	2 000	2 000	-	-50.0%	-100.0%
Intangible assets	446	1 340	1 340	2 945	>100.0%	>100.0%
Property, plant, and equipment	1 259 992	1 612 186	1 579 448	1 805 541	28.0%	14.3%
Financial assets	104 607	108 004	123 576	208 187	3.2%	68.5%
Deferred tax assets	1 135	-	-	-	-100.0%	n.a
<b>Fixed assets</b>	<b>1 370 180</b>	<b>1 723 529</b>	<b>1 706 365</b>	<b>2 016 674</b>	<b>25.8%</b>	<b>18.2%</b>
<i>Weight on total balance sheet</i>	<i>14.8%</i>	<i>15.8%</i>	<i>15.7%</i>	<i>16.2%</i>	<i>1.0pts</i>	<i>0.5pts</i>
Inventories	512 161	366 179	347 058	370 266	-28.5%	6.7%
Accounts receivable, advances & down-payments	464 295	220 614	220 004	354 007	-52.5%	60.9%
Customers and related accounts	5 019 380	6 332 565	6 335 322	6 854 501	26.2%	8.2%
Staff	20 103	2 976	2 976	27 914	-85.2%	>100.0%
State	719 275	963 082	950 981	952 447	33.9%	0.2%
Associate accounts	379 264	344 411	356 411	295 466	-9.2%	-17.1%
Other debtors	35 571	210 220	210 220	89 891	>100.0%	-57.2%
Accruals and deferrals	61 395	48 827	48 821	71 080	-20.5%	45.6%
Marketable securities	127 812	215 014	215 014	605 766	68.2%	>100.0%
<b>Current assets</b>	<b>7 339 255</b>	<b>8 703 888</b>	<b>8 686 806</b>	<b>9 621 340</b>	<b>18.6%</b>	<b>10.8%</b>
<i>Weight on total balance sheet</i>	<i>79.3%</i>	<i>80.0%</i>	<i>80.2%</i>	<i>77.3%</i>	<i>0.7pts</i>	<i>-2.9pts</i>
<b>Cash and cash equivalents</b>	<b>550 801</b>	<b>455 208</b>	<b>441 769</b>	<b>809 577</b>	<b>-17.4%</b>	<b>83.3%</b>
<b>Total Assets</b>	<b>9 260 236</b>	<b>10 882 625</b>	<b>10 834 940</b>	<b>12 447 590</b>	<b>17.5%</b>	<b>14.9%</b>

Source: SGTM

Liabilities - in KMAD	2022	2023	2023PF	2024	Var. 22-23	Var. 23PF-24
Share or staff capital	300 000	300 000	300 000	300 000	0.0%	0.0%
Legal reserve	30 000	30 000	30 000	30 000	0.0%	0.0%
Translation differences	(7 389)	(3 094)	(3 094)	11 978	-58.1%	n.a
Consolidated reserves	599 710	1 256 456	1 279 049	1 686 228	>100.0%	31.8%
Net income for the financial year	806 746	671 243	442 654	589 658	-16.8%	33.2%
<b>Shareholders' equity</b>	<b>1 729 067</b>	<b>2 254 605</b>	<b>2 048 608</b>	<b>2 617 864</b>	<b>30.4%</b>	<b>27.8%</b>
Equity - Group share	1 690 448	2 189 968	2 050 442	2 619 799	29.5%	27.7%
Minority interests	38 619	64 637	(1 834)	(1 934)	67.4%	5.5%
<i>Weight on total balance sheet</i>	<b>18.7%</b>	<b>20.7%</b>	<b>18.9%</b>	<b>21.0%</b>	<b>2.0pts</b>	<b>2.1pts</b>
Investment grants	4 060	2 748	2 748	1 436	-32.3%	-47.7%
<b>Equivalent shareholders' equity</b>	<b>4 060</b>	<b>2 748</b>	<b>2 748</b>	<b>1 436</b>	<b>-32.3%</b>	<b>-47.7%</b>
Bond loans	375 000	250 000	250 000	125 000	-33.3%	-50.0%
Finance lease liabilities	513 125	769 468	769 468	951 112	50.0%	23.6%
Other financing liabilities	657 577	141 537	141 537	49 297	-78.5%	-65.2%
<b>Financial liabilities</b>	<b>1 545 702</b>	<b>1 161 004</b>	<b>1 161 004</b>	<b>1 125 409</b>	<b>-24.9%</b>	<b>-3.1%</b>
Deferred tax liabilities	155 299	210 988	210 988	238 952	35.9%	13.3%
Provisions for contingencies and expenses	63 687	28 863	28 863	39 944	-54.7%	38.4%
<b>Long-term provisions for liabilities and expenses</b>	<b>218 986</b>	<b>239 851</b>	<b>239 851</b>	<b>278 896</b>	<b>9.5%</b>	<b>16.3%</b>
Suppliers and related accounts	2 855 151	3 347 043	3 567 371	4 261 371	17.2%	19.5%
Accounts receivable, advances and deposits	733 736	1 580 048	1 580 048	1 420 153	>100.0%	-10.1%
Staff	96 362	86 172	83 731	150 621	-10.6%	79.9%
Social security organizations	21 866	24 030	23 292	30 946	9.9%	32.9%
State	687 001	824 038	765 201	1 020 759	19.9%	33.4%
Associate accounts	354 986	615 005	615 005	630 070	73.2%	2.4%
Other receivables	2 086	6 881	6 881	20 010	>100.0%	>100.0%
Accrued liabilities	8 404	7 286	7 286	7 532	-13.3%	3.4%
Other provisions for risks and expenses	61 202	91 801	91 801	95 202	50.0%	3.7%
<b>Current liabilities</b>	<b>4 820 794</b>	<b>6 582 304</b>	<b>6 740 616</b>	<b>7 636 664</b>	<b>36.5%</b>	<b>13.3%</b>
<i>Weight on total balance sheet</i>	<b>52.1%</b>	<b>60.5%</b>	<b>62.2%</b>	<b>61.4%</b>	<b>8.4pts</b>	<b>-1.0pts</b>
<b>Cash and cash equivalents</b>	<b>941 626</b>	<b>642 113</b>	<b>642 113</b>	<b>787 321</b>	<b>-31.8%</b>	<b>22.6%</b>
<b>Total Liabilities</b>	<b>9 260 236</b>	<b>10 882 625</b>	<b>10 834 940</b>	<b>12 447 590</b>	<b>17.5%</b>	<b>14.9%</b>

Source: SGTM

### Cash flow statement analysis

In KMAD	2022	2023	2024	Var. 22-23	Var. 23-24
<b>Consolidated net income</b>	<b>806 746</b>	<b>671 243</b>	<b>589 658</b>	<b>-16.8%</b>	<b>-12.2%</b>
Amortization of intangible assets	2 237	2 212	2 672	-1.1%	20.8%
Depreciation of tangible assets	268 545	351 230	431 416	30.8%	22.8%
Net reversals of provisions and subsidies	(22 269)	(4 657)	13 170	-79.1%	n.a
Change in deferred taxes	182 368	56 823	27 964	-68.8%	-50.8%
Proceeds from disposal of fixed assets	(8 556)	(7 979)	(7 556)	-6.8%	-5.3%
Consolidated income from the sale of subsidiaries	-	-	139 526	n.a	n.a
<b>Self-financing capacity of consolidated companies</b>	<b>1 229 070</b>	<b>1 068 873</b>	<b>1 196 851</b>	<b>-13.0%</b>	<b>12.0%</b>
Change in working capital requirements related to operations	(967 155)	453 480	348 865	n.a	-23.1%
<b>Net cash flow generated by operations</b>	<b>261 915</b>	<b>1 522 354</b>	<b>1 545 716</b>	<b>&gt;100.00%</b>	<b>1.5%</b>
Acquisition of intangible assets	(205)	(1 106)	(2 278)	>100.0%	>100.0%
Acquisition of tangible assets	(520 451)	(720 670)	(673 807)	28.8%	-6.6%
Change in financial receivables	(270)	(4 277)	(84 610)	>100.0%	>100.0%
Sale price of fixed assets	8 971	25 680	23 854	>100.0%	-7.1%
Impact of changes in scope	(39 468)	(456)	-	-98.84%	-100.0%
<b>Net cash flow from investing activities</b>	<b>(551 423)</b>	<b>(700 828)</b>	<b>(736 841)</b>	<b>27.1%</b>	<b>5.1%</b>
Change in translation differences	(12 040)	4 295	15 072	n.a	>100.00%
Dividends paid	(100 000)	(150 000)	(175 000)	50.0%	16.7%
Issuance (repayment) of loans, net	653 057	(384 698)	(35 595)	n.a	-90.7%
<b>Net cash flow from financing activities</b>	<b>541 017</b>	<b>(530 403)</b>	<b>(195 523)</b>	<b>n.a</b>	<b>-63.1%</b>
<b>Cash Flow Variation</b>	<b>251 508</b>	<b>291 123</b>	<b>613 351</b>	<b>15.8%</b>	<b>&gt;100.00%</b>
Opening cash balance	(514 522)	(263 014)	28 109	-48.9%	n.a
Cash flow from changes in scope	-	-	13 439	n.a	n.a
Closing cash balance	(263 014)	28 109	628 022	n.a	>100.00%
<b>Cash Flow Variation</b>	<b>251 508</b>	<b>291 123</b>	<b>613 352</b>	<b>15.8%</b>	<b>&gt;100.00%</b>

Source: SGTM

## II. Half-year financial statements

### II.1 Corporate accounts analysis

#### *Management balance analysis*

In KMAD	H1 2024	H1 2025	Var. H1 24 - H1 25
<b>Revenues</b>	<b>3 724 408</b>	<b>6 905 422</b>	<b>85.4%</b>
Change in product inventories	(7 956)	(7 133)	-10.3%
Purchases of materials and supplies	(2 408 041)	(4 355 311)	80.9%
Other external expenses	(384 006)	(562 307)	46.4%
<b>Added value</b>	<b>924 407</b>	<b>1 980 670</b>	<b>114.3%</b>
<i>as a % of revenue</i>	<i>24.8%</i>	<i>28.7%</i>	<i>3.9pts</i>
Taxes	(28 611)	(38 600)	34.9%
Staff expenses	(530 263)	(1 032 779)	94.8%
<b>Gross operating surplus</b>	<b>365 532</b>	<b>909 292</b>	<b>148.8%</b>
<i>as a % of revenue</i>	<i>9.8%</i>	<i>13.2%</i>	<i>3.4pts</i>
Operating reversals	35 127	237 640	576.5%
Operating provisions	(20 563)	(64 503)	213.7%
<b>Operating income</b>	<b>380 096</b>	<b>1 082 429</b>	<b>184.8%</b>
<i>as a % of revenue</i>	<i>10.2%</i>	<i>15.7%</i>	<i>5.5pts</i>
Financial income	29 273	65 129	122.5%
Financial expenses	(20 952)	(144 065)	587.6%
<b>Financial income</b>	<b>8 321</b>	<b>(78 936)</b>	<b>-1048.7%</b>
<b>Current income</b>	<b>388 417</b>	<b>1 003 493</b>	<b>158.4%</b>
Non-current income	5 024	1 319	-73.7%
<b>Profit before tax</b>	<b>393 441</b>	<b>1 004 812</b>	<b>155.4%</b>
Income tax	(113 267)	(355 019)	213.4%
<b>Net income</b>	<b>280 174</b>	<b>649 794</b>	<b>131.9%</b>
<i>as a % of revenue</i>	<i>7.5%</i>	<i>9.4%</i>	<i>1.9pts</i>

Source: SGTM

*Balance sheet analysis*

Assets - in KMAD	2024	H1 2025	Var. 24 - H1 25
Intangible assets	2 918	2 559	-12.3%
Property, plant and equipment	204 772	238 776	16.6%
Financial fixed assets	108 598	12 112	-88.8%
<b>Fixed assets</b>	<b>316 288</b>	<b>253 448</b>	<b>-19.9%</b>
<i>Weight on total balance sheet</i>	<i>3.2%</i>	<i>2.5%</i>	<i>-0.7pts</i>
Inventories	236 677	157 855	-33.3%
Accounts receivable, advances & down-payments	290 864	343 537	18.1%
Customers and related accounts	6 357 959	8 055 876	26.7%
Staff	27 866	21 018	-24.6%
State	792 988	867 012	9.3%
Associate accounts	531 557	147 701	-72.2%
Other debtors	45 855	55 430	20.9%
Accruals and deferrals	60 970	65 449	7.3%
Marketable securities	475 926	45	-100.0%
Translation differences - assets	10 682	4 315	-59.6%
<b>Current assets</b>	<b>8 831 345</b>	<b>9 718 239</b>	<b>10.0%</b>
<i>Weight on total balance sheet</i>	<i>89.4%</i>	<i>94.2%</i>	<i>4.9pts</i>
<b>Cash and cash equivalents</b>	<b>733 766</b>	<b>340 993</b>	<b>-53.5%</b>
<b>Total Assets</b>	<b>9 881 398</b>	<b>10 312 680</b>	<b>4.4%</b>

Source: SGTM

Liabilities - in KMAD	2024	H1 2025	Var. 24 - H1 25
Share or staff capital	300 000	400 000	33.3%
Legal reserve	30 000	30 000	0.0%
Other reserve	33 640	33 640	0.0%
Retained earnings	1 521 042	1 785 134	17.4%
Net income for the financial year	764 092	649 794	-15.0%
<b>Shareholders' equity</b>	<b>2 648 774</b>	<b>2 898 567</b>	<b>9.4%</b>
<i>Weight on total balance sheet</i>	<i>26.8%</i>	<i>28.1%</i>	<i>1.3pts</i>
Other financial liabilities	39 286	32 143	-18.2%
<b>Financial liabilities</b>	<b>39 286</b>	<b>32 143</b>	<b>-18.2%</b>
Suppliers and related accounts	3 278 812	3 062 728	-6.6%
Accounts receivable, advances and deposits	1 383 669	1 702 285	23.0%
Staff	137 067	64 447	-53.0%
Social security organizations	28 010	45 463	62.3%
State	876 140	611 727	-30.2%
Associate accounts	162 177	312 177	92.5%
Other receivables	1 998	2 008	0.5%
Accrued liabilities	4 562	3 097	-32.1%
Other provisions for risks and expenses	536 926	301 639	-43.8%
Translation differences - liabilities	2 137	1 698	-20.5%
<b>Current liabilities</b>	<b>6 411 498</b>	<b>6 107 269</b>	<b>-4.7%</b>
<i>Weight on total balance sheet</i>	<i>64.9%</i>	<i>59.2%</i>	<i>-5.7pts</i>
<b>Cash and cash equivalents</b>	<b>781 841</b>	<b>1 274 701</b>	<b>63.0%</b>
<b>Total Liabilities</b>	<b>9 881 398</b>	<b>10 312 680</b>	<b>4.4%</b>

Source: SGTM

## II.2 Consolidated annual financial statements

### Management balance analysis

The table below presents the main indicators of the SGTM Group's management balances for the period H1 2024PF - H1 2025:

In KMAD	H1 2024	H1 2024 PF	H1 2025	Var. H1 24 PF-H1 25
<b>Revenues</b>	<b>4 166 957</b>	<b>4 165 426</b>	<b>7 117 026</b>	<b>70.9%</b>
Change in product inventories	(9 626)	(7 956)	(7 133)	-10.3%
Consumed purchases of materials and supplies	(2 534 990)	(2 534 985)	(4 372 606)	72.5%
Other external expenses	(290 874)	(290 831)	(360 874)	24.1%
<b>Added value</b>	<b>1 331 467</b>	<b>1 331 654</b>	<b>2 376 413</b>	<b>78.5%</b>
<i>as a % of revenue</i>	<i>32.0%</i>	<i>32.0%</i>	<i>33.4%</i>	<i>1.4pts</i>
Taxes	(40 707)	(40 703)	(45 486)	11.8%
Staff expenses	(591 033)	(591 033)	(1 087 101)	83.9%
<b>Gross operating surplus</b>	<b>699 727</b>	<b>699 918</b>	<b>1 243 826</b>	<b>77.7%</b>
<i>as a % of revenue</i>	<i>16.8%</i>	<i>16.8%</i>	<i>17.5%</i>	<i>0.7pts</i>
Operating allowances, net of reversals and expense transfers	(225 750)	(223 213)	(260 811)	16.8%
<i>Of which depreciation allowances</i>	<i>(282 312)</i>	<i>(279 774)</i>	<i>(307 264)</i>	<i>9.8%</i>
<i>Of which resumption of operations, transfers of expenses</i>	<i>56 561</i>	<i>56 561</i>	<i>46 453</i>	<i>-17.9%</i>
Other operating income	5 232	5 232	9 026	72.5%
Other operating expenses	(1 942)	(1 942)	(121)	-93.7%
<b>Operating income</b>	<b>477 266</b>	<b>479 995</b>	<b>991 919</b>	<b>&gt;100.0%</b>
<i>as a % of revenue</i>	<i>11.5%</i>	<i>11.5%</i>	<i>13.9%</i>	<i>2.4pts</i>
Financial income	43 920	43 920	83 648	90.5%
Financial expenses	(81 195)	(81 195)	(90 842)	11.9%
<b>Financial income</b>	<b>(37 275)</b>	<b>(37 275)</b>	<b>(7 194)</b>	<b>-80.7%</b>
<b>Current income from integrated companies</b>	<b>439 991</b>	<b>442 720</b>	<b>984 725</b>	<b>&gt;100.0%</b>
Non-current income	(124 492)	57 936	48 797	-15.8%
<b>Profit before tax</b>	<b>315 499</b>	<b>500 657</b>	<b>1 033 522</b>	<b>&gt;100.0%</b>
Income tax	(173 129)	(166 478)	(294 649)	77.0%
<b>Consolidated net income</b>	<b>142 370</b>	<b>334 179</b>	<b>738 872</b>	<b>&gt;100.0%</b>
<i>as a % of revenue</i>	<i>3.4%</i>	<i>8.0%</i>	<i>10.4%</i>	<i>2.4pts</i>
<i>Net income - Group share</i>	<i>142 433</i>	<i>334 179</i>	<i>738 872</i>	<i>&gt;100.0%</i>
<i>Net income - minority interests</i>	<i>(62 359)</i>	<i>-</i>	<i>-</i>	<i>-</i>

Source: SGTM

### Balance sheet analysis

The following table presents the key indicators from the SGTM Group's consolidated balance sheet for the period 2024PF - H1 2025:

<b>Assets - in KMAD</b>	<b>2024</b>	<b>2024 PF</b>	<b>H1 2025</b>	<b>Var. 24 PF-H1 25</b>
Intangible assets	2 945	2 945	2 576	-12.5%
Property, plant, and equipment	1 805 541	1 693 254	1 699 390	0.4%
Financial assets	208 187	119 134	113 381	-4.8%
<b>Fixed assets</b>	<b>2 016 674</b>	<b>1 815 333</b>	<b>1 815 347</b>	<b>0.0%</b>
<i>Weight on total balance sheet</i>	<i>16.2%</i>	<i>14.8%</i>	<i>14.4%</i>	<i>-0.4pts</i>
Inventories	370 266	255 710	164 855	-35.5%
Accounts receivable, advances & down-payments	354 007	310 445	434 720	40.0%
Customers and related accounts	6 854 501	6 867 450	8 370 047	21.9%
Staff	27 914	27 914	21 075	-24.5%
State	952 447	919 320	983 887	7.0%
Associate accounts	295 466	486 512	103 822	-78.7%
Other debtors	89 891	89 891	95 746	6.5%
Accruals and deferrals	71 080	70 982	84 548	19.1%
Marketable securities	605 766	605 725	45	-100.0%
<b>Current assets</b>	<b>9 621 340</b>	<b>9 633 950</b>	<b>10 258 744</b>	<b>6.5%</b>
<i>Weight on total balance sheet</i>	<i>77.3%</i>	<i>78.6%</i>	<i>81.2%</i>	<i>2.6pts</i>
<b>Cash and cash equivalents</b>	<b>809 577</b>	<b>806 691</b>	<b>558 053</b>	<b>-30.8%</b>
<b>Total Assets</b>	<b>12 447 590</b>	<b>12 255 974</b>	<b>12 632 145</b>	<b>3.1%</b>

Source: SGTM

Liabilities - in KMAD	2024	2024 PF	H1 2025	Var. 24 PF-H1 25
Share or staff capital	300 000	300 000	400 000	33.3%
Legal reserve	30 000	30 000	30 000	0.0%
Translation differences	11 978	11 978	9 477	-20.9%
Consolidated reserves	1 686 228	1 557 618	1 774 250	13.9%
Net income for the financial year	589 658	782 748	738 872	-5.6%
<b>Shareholders' equity</b>	<b>2 617 864</b>	<b>2 682 344</b>	<b>2 952 600</b>	<b>10.1%</b>
Equity - Group share	2 619 799	2 682 344	2 952 600	10.1%
Minority interests	-1 934	-	-	n.a
<i>Weight on total balance sheet</i>	<i>21.0%</i>	<i>21.9%</i>	<i>23.4%</i>	<i>1.5pts</i>
Investment grants	1 436	-	-	n.a
<b>Equivalent shareholders' equity</b>	<b>1 436</b>	<b>-</b>	<b>-</b>	<b>n.a</b>
Bond loans	125 000	125 000	-	-100.0%
Finance lease liabilities	951 112	951 112	898 374	-5.5%
Other financing liabilities	49 297	49 297	37 534	-23.9%
<b>Financial liabilities</b>	<b>1 125 409</b>	<b>1 125 409</b>	<b>935 908</b>	<b>-16.8%</b>
Deferred tax liabilities	238 952	238 952	164 677	-31.1%
Provisions for contingencies and expenses	39 944	39 944	28 015	-29.9%
<b>Long-term provisions for liabilities and expenses</b>	<b>278 896</b>	<b>278 896</b>	<b>192 692</b>	<b>-30.9%</b>
Suppliers and related accounts	4 261 371	4 090 283	3 560 284	-13.0%
Accounts receivable, advances and deposits	1 420 153	1 415 640	1 988 860	40.5%
Staff	150 621	150 621	74 496	-50.5%
Social security organizations	30 946	30 946	51 140	65.3%
State	1 020 759	1 020 576	726 332	-28.8%
Associate accounts	630 070	551 280	725 272	31.6%
Other receivables	20 010	19 946	25 815	29.4%
Accrued liabilities	7 532	7 532	3 214	-57.3%
Other provisions for risks and expenses	95 202	95 191	111 417	17.0%
<b>Current liabilities</b>	<b>7 636 664</b>	<b>7 382 015</b>	<b>7 266 830</b>	<b>-1.6%</b>
<i>Weight on total balance sheet</i>	<i>61.4%</i>	<i>60.2%</i>	<i>57.5%</i>	<i>-2.7pts</i>
<b>Cash and cash equivalents</b>	<b>787 321</b>	<b>787 311</b>	<b>1 284 115</b>	<b>63.1%</b>
<b>Total Liabilities</b>	<b>12 447 590</b>	<b>12 255 974</b>	<b>12 632 145</b>	<b>3.1%</b>

Source: SGTM



## PART IV – RISK FACTORS



## I. Risk factors related to the issuer

### Demand and economic environment risk

SGTM's business is strongly correlated with national investment trends, both public and private. Thus, an economic slowdown in Morocco or internationally could lead to a decline in demand for infrastructure and construction projects, directly affecting the company's revenue. Exogenous factors such as an economic crisis, geopolitical instability or a global pandemic could also weigh on the overall economic environment and reduce market opportunities for SGTM.

However, SGTM's sound strategic management, the diversification of its activities (building, civil engineering, hydraulic works, etc.), and its positioning on high value-added infrastructure projects partially limit its exposure to this economic risk

### Competitive risk

SGTM operates in a highly competitive sector, marked by the presence of numerous national and international players operating in the construction industry in Morocco (see section 'Main market players'). This intense competition may impact the Company's market share, put pressure on margins and complicate access to certain large-scale projects.

To address this, SGTM focuses on the quality of its services and customer satisfaction as levers for loyalty and differentiation. Its reputation in the Moroccan market is based on key strengths: rapid execution capacity, strong operational responsiveness and flexibility in project management.

In addition, SGTM benefits from significant and experienced human capital, as well as one of the most developed equipment fleets in the Kingdom. These resources enable the company to ensure high availability and rapid response on construction sites, thereby strengthening its competitiveness vis-à-vis other market players.

### Contract completion and subcontracting risks

The completion of large-scale projects naturally involves risks related to meeting deadlines, the quality of the work, and the coordination of the various parties involved, particularly subcontractors. In a context marked by the increasing technical complexity of construction sites, any failure in the organization or subcontracting chain can impact the overall performance of the project.

Aware of these challenges, SGTM Group relies on rigorous project management, a clear structure of responsibilities, and optimized mobilization of its internal resources. The group also favors a controlled subcontracting policy, selecting reliable, experienced partners who are regularly assessed according to performance criteria.

This operational control is based on robust internal quality procedures and a culture of continuous improvement, in order to guarantee the conformity of deliverables and the lasting satisfaction of public and private clients.

## **Raw material price risk**

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SGTM's activity relies heavily on the supply of construction materials (steel, concrete, bitumen, etc.), the prices of which can fluctuate depending on international markets, geopolitical tensions or logistical conditions. A sudden or prolonged increase in these costs may impact project margins, particularly in the case of fixed-price contracts. To mitigate this risk, SGTM implements advance purchasing strategies, develops partnerships with reliable suppliers and ensures that, where possible, price revision clauses are included in its contracts

## **Workforce risk**

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In the construction industry, the availability of a skilled and stable workforce is a key factor in the success of projects. SGTM Group may be exposed to recruitment pressures, high staff turnover or difficulties in adapting skills to the technical requirements of construction sites. These challenges are exacerbated by the large number of projects running in parallel and the need for additional staff during certain critical phases.

To address these challenges, SGTM implements a proactive human resources management policy, including ongoing training, team retention and the development of a pool of internal and local skills. The group also strives to maintain a structured and secure working environment, contributing to employee motivation and productivity. This approach helps to limit the operational risks associated with insufficient or poorly trained workforce.

## **Currency risk**

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SGTM is exposed to currency risk related to cash flows generated by its subsidiaries in Africa, as well as to international purchases.

In addition, operations carried out within free trade zones – which often involve transactions denominated in foreign currencies (imports of capital goods, purchases of raw materials, international services, etc.) – accentuate this exposure. Consequently, exchange rate fluctuations may have an upward or downward impact on the Company's financial results, depending on the evolution of the currencies concerned and the conditions applicable to transactions carried out in these free zones.

## **Construction sector risk**

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SGTM's activity is heavily dependent on developments in the construction sector, which is sensitive to economic cycles and the level of public and private investment. An economic slowdown, budgetary pressures or a global crisis could lead to a decline in available projects, affecting the Company's activity volume.

However, this risk is mitigated by the diversification of SGTM's portfolio, its presence in strategic sectors (infrastructure, industry, energy) and its ability to execute large-scale projects throughout Morocco. The strength of its management and its adaptability also reinforce its resilience to market fluctuations.

## **Counterparty risk**

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SGTM is exposed to counterparty risk, linked to potential defaults or late payments by its customers. However, this risk remains limited thanks to the quality of its portfolio, which consists mainly of public entities and large private companies.

A rigorous credit management policy, including customer assessment, payment monitoring and targeted collection actions, helps to control this exposure. Nevertheless, some projects may experience payment delays, which may have a temporary impact on the Company's cash flow and working capital requirements.

## **Access to financing risk**

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To support the development of its projects and meet the pre-financing requirements of the construction industry, SGTM mobilizes both its own funds and bank financing in the form of credit lines, cash facilities, discount lines and contract guarantees. This trend will be reinforced with the development of its own financing platform, 'EPC + financing or concession'.

However, in the event of an economic slowdown, tensions in the banking sector or a deterioration in financial performance, access to these instruments could become more difficult, affecting the group's ability to finance certain projects.

Nevertheless, this risk remains contained thanks to SGTM's sound financial structure. In addition, the Company benefits from a long-standing relationship of trust with its banking partners and a proven ability to mobilize guarantees (contract pledges) to secure its cash requirements.

## **Regulatory risk**

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SGTM operates in a constantly changing regulatory environment, particularly in terms of labor law, taxation, urban planning, construction site safety and environmental standards. Any legislative changes or changes in interpretation by the Moroccan authorities are likely to result in additional costs or operational adjustments. Nevertheless, the Company remains attentive to these developments thanks to its active legal monitoring and proven ability to adapt

## **Country risk**

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Although SGTM focuses most of its activity in Morocco, the group is gradually expanding its international operations, particularly in sub-Saharan Africa. As such, it remains exposed to country risks, such as political instability, economic fluctuations, local regulatory constraints and logistical and contractual difficulties. These factors may impact the successful execution of projects and payment terms

## **Sector concentration risk**

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SGTM may be exposed to sector concentration risk when a significant portion of its order book is focused on a particular sector of activity, making its performance sensitive to developments in that sector.

In the first half of 2025, a large proportion of ongoing projects relate to public infrastructure (roads, bridges, engineering structures) and administrative buildings, due to strong public demand in these areas. However, the rest of the order book is spread across several sectors, such as industry, energy, healthcare and residential, which helps to limit this concentration risk.

The gradual diversification of SGTM's areas of activity remains an important lever for strengthening the resilience of its activity in the face of sectoral fluctuations.

## **Key person risk**

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SGTM's governance and strategy remain linked to the involvement of the Kabbaj family, the reference shareholder that controls the Group's main companies through its holding companies. The experience, expertise and network of its senior managers constitute a decisive competitive advantage. However, dependence on a small number of key individuals from the same family represents a vulnerability: prolonged unavailability or unexpected withdrawal could affect the continuity of the strategy and the confidence of partners. This risk is, however, mitigated by the opening up of the Board of Directors and the Executive Committee to third parties, a trend that is set to strengthen with the arrival of independent directors. These developments reflect the establishment of a broader, more robust and professional governance structure that is fully capable of supporting the Group's long-term development.

## **Interest rate risk**

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In the course of its activity, SGTM uses bank financing. Changes in Bank Al-Maghrib's key interest rate may therefore lead to changes in interest rates, which may have an impact (upwards or downwards) on the Company's financing costs.

## **Supply chain risk**

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SGTM's activity depends on the availability of the inputs needed to carry out its projects (construction materials, equipment, subcontracting services). Any delay or disruption in the supply chain could result in additional costs or delay the execution of projects

## **Operational incident risk**

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Projects carried out by SGTM may be exposed to operational incidents (delays, accidents, technical faults) that could affect quality, deadlines or implementation costs. This risk is inherent to the nature and complexity of construction sites.



## **Risks related to the health and safety of employees and subcontractors**

SGTM's activities involve a significant number of employees and subcontractors working in an environment exposed to accident risks. Any serious incident could have human, social and financial consequences for the Company

## **Contractual compliance risk**

The contracts executed by SGTM are governed by strict specifications and contractual obligations. Any failure or delay in execution may result in financial penalties or litigation.

## **Risk related to the size of contracts awarded**

SGTM regularly takes on large-scale projects. Although these projects generate growth, they involve increased risks in terms of technical and financial complexity. Any delay or poor execution of a large-scale project could have a significant impact on the Company's overall performance.

## **Environmental risk**

Certain projects carried out by SGTM may be subject to specific regulatory constraints in terms of environmental compliance. Failure to comply with environmental standards or the occurrence of environmental incidents could result in additional costs, penalties or damage to the Company's image.

## **II. Risk factors related to the financial instruments offered**

The admission of SGTM shares to trading on the Casablanca Stock Exchange market means that each investor is exposed to certain risks resulting from the operating conditions of the financial market.

## **Liquidity risk**

Depending on market conditions, investors may be exposed to liquidity risk. Liquidity risk determines the extent to which it is possible to buy and sell a financial instrument. Stocks with low trading volumes may be more difficult to sell and present a risk, as investors may, to a certain extent, be unable to sell some or all of their holdings within a short period of time, with or without a discount on the principal.

## **Price volatility risks**

Listed shares are subject to the rules of supply and demand, which determine their value on the stock market. Share price movements are determined in particular by the achievements and financial performance of listed companies and the growth prospects anticipated by investors. Investors may therefore see a significant increase or decrease in the value of the listed securities they hold.

## **Capital loss risk**

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Participation in a company's capital involves the risks inherent in any investment. Should one or more of these risks materialize, losses may be incurred up to and including the total loss of the contribution and related transaction costs, and thus of the entire capital invested.

Moreover, if the investor has borrowed external capital to pay for the investment, the maximum risk is even higher, since the obligations arising from the loan contract continue to be owed to the lender, regardless of changes in SGTM's shareholding, and the lender may take action against the investor for an amount exceeding the capital invested.

## **Disclaimer**

The above information makes only part of the prospectus approved by the Moroccan Capital Market authority (AMMC) on 11/17/2025, under reference no. EN/EM/032/2025.

AMMC recommends that you read the full prospectus, which is made available to the public in the French language.