19 November 2026

Mitie Group plc

Interim results for the six months to 30 September 2026 (H1 FY27)

Good momentum in sales, operating profit before Other items and cash generation
All FY25-FY27 strategic plan targets, set in October 2023, expected to be met
Completion of recommended acquisition by OCS expected in Q1 2027

H1 FY27 highlights:

- **Revenue** up 8% to £2,897m (H1 FY26: £2,677m), including 4% organic growth driven by contract wins, projects and pricing, after a 4% impact from the loss of one notable public sector contract in the prior year
- **Operating profit before Other items**[1] up 14% to £124m (H1 FY26: £109m)
- **Operating profit margin before Other items** up 20bps to 4.3% (H1 FY26: 4.1%), primarily reflecting margin enhancement initiatives and Marlowe synergies
- **Basic EPS before Other items** up 9% to 6.2p (H1 FY26: 5.7p), reflecting the increase in operating profit despite higher interest costs and new share issuance to finance the Marlowe acquisition
- **Operating profit** of £44m (H1 FY26: £61m) reflected higher Other items. EPS of 1.3p (H1 FY26: 2.6p) also reflected a higher effective tax rate as certain Other items, primarily acquisition-related, were not tax deductible
- **Other items**[1] of £79m (H1 FY26: £48m) including costs relating to building agentic solutions (£12m) and restructuring operations (£15m); the OCS acquisition (£13m); and the Marlowe integration (£13m)
- **Free cash flow**[2,3] of £105m (H1 FY26: £52m); operating cash flow of £167m (H1 FY26: £115m)
- **Closing net debt** down £49m to £401m (end FY26: £450m), reflecting strong cash generation and a £23m reduction in leases, partially offset by capital deployments totalling £79m
- **Contract awards** of £3.0bn total contract value (H1 FY26: £3.8bn)
- **Record order book**[4] of £16.4bn (end FY26: £16.3bn); book to bill ratio 100%; renewals rate 81%
- **Record bidding pipeline** up 14% to £36.0bn (end FY26: £31.7bn); over 70% to be awarded in next 18 months
- **Recommended cash offer** by OCS of 218.5p (plus FY26 final dividend of 3.1p, paid Aug 2026) received 99.7% shareholder support; two out of three regulatory clearances granted; CMA formal Phase 1 merger enquiry launched; and completion continues to be expected in Q1 2027
- **Interim dividend** of 1.3p per share (H1 FY26: 1.4p) agreed as part of OCS recommended offer
- **All FY25-FY27 "Facilities Transformation" Strategic Plan targets** expected to be met

	Six months to 30 September 2026			Six months to 30 September 2025		
£m unless otherwise specified	Before Other items[1,2]	Other items[1]	Total	Before other items[1,2]	Other items[1]	Total
Revenue	2,896.5	-	2,896.5	2,677.2	-	2,677.2
Operating profit	123.5	(79.4)	44.1	108.8	(48.2)	60.6
Operating profit margin	*4.3%*	*n/a*	*1.5%*	*4.1%*	*n/a*	*2.3%*
Profit before tax	106.8	(79.4)	27.4	98.0	(48.2)	49.8
Profit for the period	80.2	(62.5)	17.7	73.8	(39.1)	34.7
Basic earnings per share	6.2p		1.3p	5.7p		2.6p
Dividend per share			1.3p			1.4p
Cash generated from operations			166.7			114.8
Free cash inflow[2,3]			104.6			51.9
Average daily net debt[2]			(545.8)			(331.6)
Closing net debt[2]			(400.6)			(471.4)
Total order book[4]			£16.4bn			£16.5bn
Return on invested capital (ROIC)[2]			20.2%			16.3%

1. *Other items are described in Note 3 to the condensed consolidated financial statements*
2. *Performance before Other items, net debt, free cash flow, EBITDA (rolling 12-month) and ROIC are presented as Alternative Performance Measures. Explanations as to why these measures are presented, and reconciliations to the equivalent statutory measures, are set out in the Appendix to the condensed consolidated financial statements*
3. *H1 FY27 includes £43m contribution from the utilisation of a new receivables purchase facility*
4. *Order book includes secured fixed term contracts and estimates for projects & variable works. Book to bill ratio is relationship of orders received to revenue recognised*

Commenting on the results, Phil Bentley, Chief Executive Officer, said:

"Mitie's first half FY27 results show continued growth, further margin progression and improved free cash flow generation.

"Our FY25-FY27 Strategic Plan has established Mitie as a leader across Facilities Management, Facilities Transformation and Facilities Compliance, and we expect to deliver all of the targets we set in October 2023. There are substantial opportunities ahead to continue growing the business and increasing margins through our depth of customer relationships, our breadth of essential services and our technology and AI-enabled service delivery, underpinned by our record order book and bidding pipeline.

"As we enter the final stages of our current Plan, I would like to thank all of our colleagues for their exceptional contribution. Together, they have helped transform Mitie into a stronger, more diversified and more resilient business, well-placed to continue our growth story in combination with OCS, should the final regulatory approval be granted, following the overwhelming vote in favour of the transaction by Mitie shareholders."

Analyst Presentation

In light of the recommended cash acquisition by OCS, Mitie remains subject to ongoing requirements under the Takeover Code and will not deliver a presentation to analysts alongside the H1 FY27 results.

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About Mitie: *The Future of High Performing Places*

Founded in 1987, Mitie employs 90,000 colleagues and is the leading technology-led Facilities Management, Transformation and Compliance company in the UK. We are a trusted partner to a diverse range of large customers across the public and private sectors, working with them to transform their built estates, and the lived experience for their colleagues and customers, as well as providing data-driven insights to inform better decision-making.

In each of our Facilities Management service lines of Engineering Maintenance (hard services) and Security and Hygiene (soft services) we hold leading positions. We deliver Facilities Transformation projects in higher growth categories including buildings infrastructure, data centres, decarbonisation technologies, fire & security capital projects and power & grid connections, alongside Facilities Compliance capabilities in Fire & Security and Water & Environmental services. Our sector expertise includes central government, critical national infrastructure, defence, financial services, healthcare & life sciences, local government & education, manufacturing, media, retail & logistics and transport & aviation.

We hold industry-leading ESG credentials, including the CDP Climate and Supply Chain 'A List', and we have received multiple industry awards recently including Best Low Carbon Solution and Net Zero Carbon Strategy of the Year. We have been recognised as a UK Top Employer for the eighth consecutive year, as well as being ranked among the Top 100 Apprenticeship Employers and the Inclusive Top 50 UK Employers. We were recently awarded a Royal Warrant by appointment to His Majesty King Charles for services to the Royal Household. Find out more at www.mitie.com.

Chief Executive's review

Overview

Mitie delivered a good financial performance during the six months to 30 September 2026. This is the final year of our FY25-FY27 Strategic Plan, and we expect to deliver all of the targets we set in October 2023, consolidating our leading positions across our three key pillars of growth: Facilities Management, Facilities Transformation and Facilities Compliance.

Revenue grew by 8% to £2,897m (H1 FY26: £2,677m), including organic growth of 4%. Operating profit before Other items grew by 14% to £123.5m (H1 FY26: £108.8m) and the operating profit margin before Other items grew by 20bps to 4.3% (H1 FY26: 4.1%). Basic EPS before Other items grew by 9% to 6.2p (H1 FY26: 5.7p).

Free cash flow doubled to £105m (H1 FY26: £52m), reflecting the increase in operating profit before Other items and effective working capital management, including the utilisation of a new receivables purchase facility, partially offset by higher Other items.

We secured £3.0bn total contract value (TCV) of contract wins, renewals and extensions against a strong prior year comparative (H1 FY26: £3.8bn). We are entering H2 FY27 with a record order book of £16.4bn (end FY26: £16.3bn), and a record pipeline of upcoming bidding opportunities of £36.0bn (end FY26: £31.7bn).

Based on the equivalent statutory measures, operating profit reduced to £44.1m (H1 FY26: £60.6m), due to a £31m increase in Other items to £79m. This increase primarily reflects transaction costs relating to the recommended offer by OCS; the costs of the Marlowe integration, with the programme now in its most intensive phase as new systems and ways of working are introduced; and the costs of delivering agentic solutions to restructure our operations. Basic EPS reduced to 1.3p (H1 FY26: 2.6p) due to the increase in Other items, higher net finance costs and new share issuance in the prior year to finance the Marlowe acquisition.

Recommended cash acquisition of Mitie by OCS

On 21 July 2026, the Boards of Mitie and OCS announced the recommended cash acquisition of Mitie by OCS. Under the terms of the offer, Mitie shareholders will receive 218.5p per share in cash, in addition to the FY26 final dividend of 3.1p per share (paid on 27 August 2026), and an agreed H1 FY27 interim dividend of 1.3p per share, which will be paid to all shareholders on the register at 27 November 2026 (record date), on 18 December 2026.

On 16 September 2026, Mitie's shareholders voted overwhelmingly in support of the proposed scheme of arrangement ("Scheme") for the recommended cash acquisition, with 99.7% of votes cast in favour. On 19 October 2026, Mitie received merger control clearance from the European Commission, followed by satisfaction of the UK National Security Condition under the National Security and Investment Act 2021 on 21 October 2026. On 18 November 2026, the Competition and Markets Authority (CMA) launched its formal Phase 1 merger enquiry, with a decision deadline of 20 January 2027. Subject to the satisfaction of the remaining CMA Condition and sanction of the Scheme by the Scottish Court, as set out in the Scheme document published on 13 August 2026, we continue to expect the transaction to complete in Q1 2027.

FY25-FY27 "Facilities Transformation" Strategic Plan

Our Strategic Plan, launched at our Capital Markets Event in October 2023, set out to extend Mitie's Facilities Management leadership into Facilities Transformation projects and, thereafter, following the Marlowe acquisition, into business-critical Facilities Compliance. Together, these three pillars of growth create a compelling, end-to-end customer proposition that shifts our sales mix towards higher-margin adjacencies, while meeting our customers' evolving needs.

We are differentiated by our scale, our breadth of services delivered by exceptional colleagues and by our sustained investment in technology and AI, enabling us to aggregate workflow and workforce data, improve efficiency, and deliver high-value insights to public and private sector customers on the performance of their built environment. Demand for our services is underpinned by significant macro trends including tightening regulation of the built environment; increased investment in building modernisation; renewable energy; data centre investment; power & grid connections; and water services.

At the Capital Markets Event in October 2023, we set ambitious financial targets, inclusive of M&A, to accelerate growth and deliver superior returns to shareholders:

- High single-digit compound annual revenue growth
- Operating margin of at least 5% by FY27
- EBITDA >£300m by FY27
- Basic EPS growth above that of revenue growth, despite higher corporation tax rates
- Annual free cash flow of £150m by FY27

Our ambitious targets are underpinned by a proactive capital deployment policy, whilst limiting leverage to 0.75-1.5x (average daily net debt/EBITDA, including leases) and targeting a return on invested capital above 20%.

Delivering our key pillars of growth through our divisions

We deliver Facilities Management, Facilities Transformation and Facilities Compliance through our two business divisions, Business Services and Technical Services, each with specialist capabilities and specific sector focus. H1 FY27 performance across both divisions is set out in the Operating review.

Business Services is the UK's largest provider of Security and Hygiene services, and generated revenue of £1,667m in H1 FY27, up 18% compared to H1 FY26 (£1,415m). Within this, Facilities Management grew by 16% and represented 77% of divisional revenue. Facilities Transformation reduced by 49%, reflecting the loss of one notable Central Government contract with significant projects work, and contributed 2%, while Facilities Compliance grew by 49%, primarily reflecting a full six-months of Marlowe, and contributed 21% of divisional revenue.

Technical Services is the UK's largest provider of Engineering Maintenance and engineering projects, including across Defence and Healthcare, Local Government & Education. The division generated revenue of £1,230m in H1 FY27, down 3%, as expected, compared to H1 FY26 (£1,262m). Within this, Facilities Management reduced by 6%, primarily due to prior year contracts not renewing, and represented 60% of divisional revenue, while Facilities Transformation projects grew by 4% and contributed 40% of divisional revenue.

Accelerating growth

In H1 FY27, organic growth through key accounts and scope increases alongside projects upsell contributed 4% to revenue growth, inclusive of contract pricing of 2%. Acquisitions completed since 1 April 2025 contributed a further 4% of inorganic growth, resulting in total revenue growth of 8% to £2,897m.

Our Strategic Plan set out to deliver accelerated growth across all three key pillars:

1) Facilities Management – key account growth and scope increases;
2) Facilities Transformation – projects upsell and infill acquisitions; and
3) Facilities Compliance – growth in Fire & Security and Water & Environmental services

Pillar 1: Facilities Management

Facilities Management revenue increased by 7% to £2,018m (H1 FY26: £1,894m) across our two divisions. Over the medium-term, we see significant opportunities to increase 'share of wallet' in Facilities Management by c.£1.5bn, through the addition of service lines to our existing strategic client accounts. We currently deliver Integrated Facilities Management (IFM) to only c.40% of our largest contracts.

During H1 FY27, we secured £3.0bn TCV of contract wins, renewals and extensions (H1 FY26: £3.8bn TCV), the majority of which relates to FM. Notable new wins included IFM for Nationwide Building Society; Engineering for AstraZeneca and AS Watson; Security services for Airbus, Asda and Marks & Spencer; and Hygiene services for Kingston Hospital and North Cumbria Integrated Care NHS Foundation Trusts.

Notable renewals and extensions included IFM services across five data centres for a prestigious financial services client as well as contracts with Aldi, BBC, Co-operative Group, Hertfordshire Partnership NHS Foundation Trust, Primark, Sellafield, Transport for London and Unibail-Rodamco-Westfield. Mitie's renewal rate was 81% (H1 FY26: 86%).

Pillar 2: Facilities Transformation (projects)
Facilities Transformation revenue reduced by 4% to £524m (H1 FY26: £544m), reflecting the completion in September 2025 of a significant Central Government Facilities Management contract that had also generated c.£40m of projects work across multiple locations.

Demand for transformational projects remains strong, with c.80% of work delivered to existing Facilities Management customers. Projects typically run for one to three months and have an average value of c.£300k, although many form part of larger upgrade programmes aligned with customers' long-term investment priorities.

Over the medium term, we see the potential to accelerate growth and build a c.£2bn revenue Facilities Transformation business. Demand will continue to be underpinned by regulatory changes, estate modernisation and decarbonisation, and the adoption of digital technologies. The UK is one of Europe's largest and fastest-growing data centre markets, supported by hyperscaler and colocation demand as AI adoption increases. We have developed leading capabilities in designing, delivering and maintaining mechanical & electrical and cooling systems for these critical environments, serving customers in the UK and high-growth European markets.

Pillar 3: Facilities Compliance
Mitie provides Fire & Security and Water & Environmental services in the fast-growing £7.6bn UK Facilities Compliance market with demand driven by increasingly stringent fire, building-safety, water-use and discharge regulations and the resulting need for business-critical assurance. Mitie leads in this highly fragmented sector and sees the potential to build a c.£1.5bn revenue business over the medium term.

Facilities Compliance revenue increased by 49% to £355m (H1 FY26: £239m), including the contribution from Marlowe, acquired on 4 August 2025. We are making good progress in cross-selling Marlowe's regulatory-driven services to Mitie customers through our specialist sales capabilities, although this growth has been offset by the one-off impact of some of Mitie's FM competitors cancelling their contracts with Marlowe during the first year of ownership. As a result, organic growth in Facilities Compliance has been a modest 3% in H1 FY27. However, with the pipeline of opportunities and the average size of each opportunity having increased materially since acquisition, we are confident of achieving significant long term revenue growth.

Integration continues to progress well, with a further £11m of cost synergies delivered in H1 FY27, and £19m to date, towards our target of at least £30m by FY28. Current workstreams include moving field-force deployment onto a single IT scheduling platform, consolidating roles and responsibilities, further rationalising the property portfolio, and migrating Marlowe to Mitie's cyber-secure, AI-enabled core systems.

Record total order book and bidding pipeline
Our total order book increased by 1% to a record £16.4bn (end FY26: £16.3bn), net of £2.9bn of revenue that was delivered in the period, and our bidding pipeline increased by 14% to a record £36.0bn (end FY26: £31.7bn). Both the order book and pipeline are split across our three key pillars, as below:

£bn	**Total order book**			**Bidding pipeline**		
Key pillar:	**H1 FY27**	**End-FY26**	**Change**	**H1 FY27**	**End-FY26**	**Change**
Facilities Management	13.1	13.0	1%	27.2	24.1	13%
Facilities Transformation	2.7	2.7	-	7.9	6.7	18%
Facilities Compliance	0.6	0.6	-	0.9	0.9	-
Total	**16.4**	**16.3**	**1%**	**36.0**	**31.7**	**14%**

We have good near-term revenue visibility, with c.60% of the total order book due to be recognised in the next three years. Facilities Management contracts typically run for 3–5 years in the private sector and 5–10 years in the public sector, while Facilities Transformation projects are shorter-term, typically lasting 1–3 months. Facilities Compliance contracts acquired through Marlowe are generally 'evergreen' (automatically renewing), with early cross-selling also securing multi-year contracts across Mitie's large blue-chip customer base.

Across the bidding pipeline, significant sectors include Immigration & Justice, Defence, Healthcare, Local Government and Education in the public sector, alongside Retail, Critical National Infrastructure (including data centres), Manufacturing, Transport & Aviation and Financial Services in the private sector. Over 70% of the pipeline is due to be awarded in the next 18 months.

Operating margin progression
In H1 FY27, the operating profit margin before Other items increased by 20bps to 4.3% (H1 FY26: 4.1%). The improvement primarily reflected the benefits of our ongoing margin enhancement initiatives and Marlowe cost synergies, more than offsetting the loss of one notable higher margin public sector contract, investments in our growth strategy and inflationary pressures.

We delivered £17m of cost savings through our margin enhancement initiative programmes. Key workstreams within our Target Operating Model (TOM) included fleet initiatives to improve utilisation alongside our ongoing 'Mitie First' initiative to reduce reliance on third-party contractors and continued partnering with strategic client accounts to implement best-practice service delivery models. Further TOM cost initiatives are planned for H2, with aggregate costs to deliver expected to be c.£30m in FY27 (reported within Other items), of which £15m was incurred in H1.

The significant investments we have made in technology and data over the past decade provide a strong foundation for our enterprise-wide programme of process re-imagination and optimisation across internal workflows and customer-facing solutions through agentic AI. Working with third party specialist data scientists, coders and agentic mesh orchestrators, this programme is gaining momentum, with multiple agents deployed across Engineering Field Force, Hygiene, Hire-to-Retire and Energy Management processes during the period.

One-off programme costs to build Mitie's agentic capabilities are expected to be c.£25m in FY27 (reported within Other items), of which £12m was incurred in H1, as we accelerate deployment across priority domains. Benefits are expected to build progressively as solutions are scaled across the Group, with modest initial cost savings anticipated in the second half of the year, building to a greater contribution in FY28.

Sustainable free cash flow generation
In H1 FY27, the Group generated £167m of cash from operations (H1 FY26: £115m), resulting in a free cash inflow of £105m (H1 FY26: £52m). Free cash flow benefited from a £43m contribution from the utilisation of a new receivables purchase facility. This facility was established in H1 FY27 as a cost-effective way of supporting day-to-day liquidity management, avoiding the need for an increase in more expensive long-term structural debt, and at a lower cost than drawings under the Group's revolving credit facility.

The cash inflow from this new facility more than offset the one-off (negative) impact of extended payment terms on two large, new FM contracts in H1 FY27 in the retail sector. The remaining year-on-year improvement in free cashflow was driven by the increased profitability, offset by higher Other items; ongoing process improvements including to reduce accrued income; and a small number of customer payments that were received earlier than they were contractually due.

Proactive and growing capital deployments
Capital deployments totalled £79m in the period. This included the purchase of 13m shares for £22m since 1 April 2026 as part of Mitie's 12-month share buyback programme (launched on 14 October 2025), which was suspended on 21 July 2026, following the announcement of the proposed acquisition by OCS.

We paid the FY26 final dividend of 3.1p per share (£39m) in August and we have declared an FY27 interim dividend of 1.3p per share (agreed as part of the recommended cash offer by OCS). The remaining capital deployments in the period (of £18m) were largely M&A related, including employment-linked earnout payments and advisory and legal costs associated with the proposed acquisition by OCS.

Strong balance sheet and low leverage
Closing net debt (including leases) at 30 September 2026 was £401m, a decrease of £49m from 31 March 2026. This decrease reflects £79m of capital deployments (see above), offset by free cash flow generation of £105m (H1 FY26: £52m) and a £23m decrease in leases. H1 FY27 average daily net debt was £546m (H1 FY26: £332m), reflecting the ownership of Marlowe for the full six-month period (compared to less than two months in the prior year). Rolling 12-month leverage therefore increased to 1.5x (H1 FY26: 1.0x).

Operating review

Business Services

Business Services is the UK's leading provider of technology-led Security and Hygiene services across c.2,500 private and public sector contracts, including providing services in Central Government and Immigration & Justice. Following the acquisition of Marlowe, it is also the leading provider of Facilities Compliance services. Mitie's Spanish business, which largely comprises Hygiene and Security services, is reported within the division.

Business Services, £m	**H1 FY27**	**H1 FY26 (restated)[1]**	***Change***
Revenue	**1,667**	**1,415**	***18%***
Security	*511*	457	*12%*
Hygiene & Landscapes	*341*	275	*24%*
Facilities Compliance (incl. Marlowe)	*355*	239	*49%*
Immigration & Justice	*164*	153	*7%*
Central Government	*158*	187	*(16)%*
Spain	*138*	104	*33%*
Operating profit before Other items	**92.2**	**85.3**	***8%***
Operating profit margin before Other items	*5.5%*	*6.0%*	*(0.5)ppt*
Total order book	£7.9bn	£7.1bn	*11%*

[1] Having acquired Marlowe, a new Facilities Compliance sub-division was created within Business Services (and reported in the FY26 results). This comprises both Mitie and Marlowe's activities in Fire & Security (including capital projects) and Water & Environmental services. Waste is also included in the sub-division (formerly reported within Hygiene and Environmental services, which has been renamed Hygiene and Landscapes).

Revenue split by growth pillar, £m	**H1 FY27**	**H1 FY26**	***Change***
Facilities Management[1]	1,274	1,101	*16%*
Facilities Transformation[2]	38	75	*(49)%*
Facilities Compliance[3]	355	239	*49%*
Total divisional revenue	**1,667**	**1,415**	***18%***

[1] Facilities Management is delivered across Security, Hygiene & Landscapes, Central Government, Immigration & Justice and Spain

[2] Facilities Transformation projects are delivered across Security and Central Government

[3] Facilities Compliance comprises both Mitie and Marlowe's compliance activities (including Mitie's Waste business)

Performance highlights

- Revenue grew 18% to £1,667m, reflecting net wins, pricing, fire & security projects and acquisitions
- Operating profit before Other items grew 8% to £92.2m reflecting revenue growth, margin enhancement initiatives and acquisitions, more than offsetting the loss of one high-margin public sector contract in the prior year
- £2.0bn TCV of wins, renewals and extensions resulted in a 5% increase in the total order book to £7.9bn (end-FY26: £7.5bn), net of £1.7bn of revenue produced in the year
- Significant growth in Facilities Compliance reflects the prior year acquisition of Marlowe, complementing existing Fire & Security capabilities and adding new Water & Environmental capabilities

Operational performance

Business Services delivered strong growth, driven by net wins, fire & security projects and pricing, alongside the contribution from acquisitions (principally Marlowe), more than offsetting the loss of one notable high revenue and margin contract in Central Government in the prior year. This was replaced by a similarly sized 7+3-year Security contract for the same organisation, albeit at a much lower margin in its first year, and with lower volumes of (higher margin) projects.

The impact of the prior-year contract loss was reflected in lower Central Government sub-division and Facilities Transformation (projects) growth pillar revenue, as well as a 50bps reduction in the division's operating margin before Other items. All other subdivisions, together with our Facilities Management growth pillar, performed well during the period. The significant growth in Facilities Compliance principally reflected the acquisition of Marlowe in August 2025.

The division continued to implement margin enhancement initiatives to mitigate cost pressures, strengthen operational resilience and reinforce service quality. This included investment in industry-leading, AI-enabled robotic mowers ('mowbots') to enhance workforce productivity alongside Mitie's significant fleet of cleaning robots ('cobots'), as well as the implementation of fleet cost initiatives and further process and operational improvements across client accounts.

Contract wins, renewals and extensions totalling £2.0bn TCV were secured in the period. Notable wins included Airbus, Asda, Jones Engineering, Pirelli, Transport for London (Hygiene – graffiti removal) and West Yorkshire Police. Notable extensions/renewals included Aldi, AWE, BBC, Co-operative Group, Nationwide Building Society, Sellafield, Transport for London (Security) and Unibail-Rodamco.

Within the subdivisions, Security and Hygiene & Landscapes delivered strong growth, driven by net wins in the current and prior year, as well as pricing, while Immigration & Justice benefited from the prior year win of the Campsfield Immigration Removal Centre. The reduction in Central Government revenue reflected the prior year contract loss highlighted above.

The Marlowe acquisition has significantly strengthened Mitie's position in the fast-growing Facilities Compliance market, creating differentiated 'Total Fire & Security' and 'Total Managed Water' propositions. It was the primary driver of growth in the subdivision.

During the period, Total Fire & Security services were cross sold to Mitie customers including AS Watson, Boots, BT and Sainsbury's with Total Managed Water services cross-sold to McCormick, RAF Mildenhall and University Hospitals Coventry & Warwickshire. Although we are making good progress in cross-selling Marlowe's services, this growth has been offset by the one-off impact of some of Mitie's FM competitors cancelling their contracts with Marlowe during the first year of ownership. As a result, organic growth in Facilities Compliance was modest at 3% in H1.

Finally, Mitie Spain delivered strong growth across both Security and Hygiene services, driven by new contract wins in the current and prior year (including Aena, Ayuntamiento de Palma de Mallorca, Ayuntamiento de Santa Cruz de Tenerife, Fundacion ACCEM, Primark and Universidad Rey Juan Carlos), scope increases and the contribution from the SPM security acquisition in the prior year.

Technical Services

Technical Services is the UK's leading provider of engineering Facilities Management services for buildings and critical assets across c.300 contracts, including for the Ministry of Defence and in Healthcare, Local Government & Education. The division also delivers Facilities Transformation projects in high-growth areas including buildings infrastructure, data centres, decarbonisation technologies and power & grid connections.

Technical Services, £m	**H1 FY27**	**H1 FY26 (restated)[1]**	***Change***
Revenue	**1,230**	**1,262**	***(3)%***
Engineering	*594*	632	*(6)%*
Defence	*280*	281	*0%*
Healthcare, Local Government & Education	*356*	349	*2%*
Operating profit before Other items	**60.1**	**50.4**	***19%***
Operating profit margin before Other items	*4.9%*	*4.0%*	*0.9ppt*
Total order book	£8.5bn	£9.4bn	*(10)%*

[1] Restated to report sector-related contracts within the relevant Defence and Healthcare, Local Government & Education subdivisions (formerly within Engineering)

Revenue split by growth pillar, £m	**H1 FY27**	**H1 FY26**	***Change***
Facilities Management[1]	744	793	*(6)%*
Facilities Transformation[1]	486	469	*4%*
Total divisional revenue	**1,230**	**1,262**	***(3)%***

[1] Facilities Management and Facilities Transformation are delivered across Engineering, Defence and Healthcare, Local Government & Education

Performance highlights

- Revenue reduced by 3% to £1,230m reflecting growth in project works, pricing and acquisitions being more than offset by net contract losses
- Operating profit before Other items grew by 19% to £60.1m, primarily reflecting the completion of a loss-making contract in May 2026 and margin enhancement initiatives
- Contract wins, renewals and extensions of £1.0bn TCV did not offset £1.2bn of revenue produced in the year, resulting in a 2% reduction in the total order book to £8.5bn (end FY26: £8.7bn)
- Early progress under the division's new leadership team reflected in a slowing decline of revenue in Q2 (flat) compared to Q1 (-5%), as well as a significant improvement in margin and profit

Operational performance

The new Technical Services leadership team is implementing a focused, technology-led growth strategy, with early progress reflected in a slowing revenue decline (-5% in Q1 to flat in Q2). Healthcare, Local Government & Education was the best-performing subdivision, delivering modest year-on-year growth.

Across our key growth pillars, the 4% improvement in Facilities Transformation was primarily driven by projects work in data centres and wider critical environments, as well as in Defence and Local Government. The 6% reduction in Facilities Management revenue reflected net contract losses, primarily in the prior year (including one notable public sector contract) and lower volumes on the Landmarc contract in Defence, as the volume of training of troops reduced.

The significant increase in operating profit and operating margin before Other items principally reflected the completion of a loss-making maintenance contract in May 2026, as well as good delivery of margin enhancement initiatives. These programmes include intelligent process automation and broader profitability initiatives focused on improving workforce utilisation, optimising fleet, procurement and support costs, strengthening revenue and pricing disciplines and deploying automation and AI-enabled technologies to improve operational efficiency.

Contract wins, renewals and extensions totalling £1.0bn TCV were secured in the period. Notable new wins included AS Watson, AstraZeneca, Kingston Hospital and North Cumbria Integrated Care NHS Foundation Trusts,

Nationwide Building Society and Thales alongside the High Constellation Wind Farm in Argyll and Bute for BayWa r.e. UK. Notable extensions and renewals included BMW, Hertfordshire Partnership NHS Foundation Trust, Qatar Airways, Sellafield, Stellantis & You UK, Tennent Caledonian Breweries and Virgin Media O2.

Within the subdivisions, Engineering revenue declined as a result of the contract losses noted above, partly offset by growth in projects work, in particular in data centres. Following completion of the mechanical and electrical design and construction of the second of four planned data centres at Kao Data's Harlow campus, construction of the third 17 MW facility is under way, with completion expected in Q4 2027. A new 40 MW second hall at Longcross Park in Surrey has also been agreed.

Good projects momentum within Defence more than offset the lower volumes on the Landmarc contract while Healthcare, Local Government & Education growth was driven by new wins in the current and prior year, together with projects and lifecycle works.

Corporate overheads

Corporate overheads represent the costs of running the Group and include costs for central functions such as commercial sales and business development, finance, marketing, legal and HR. Corporate overhead costs increased by 7% to £29m (H1 FY26: £27m), primarily reflecting inflation and investments in technology, partially offset by cost savings from margin enhancement initiative programmes.

Finance review

Alternative Performance Measures

In addition to presenting statutory measures, the Group presents its results before Other items. Management believes this is useful for users of the financial statements, providing both a balanced view of the financial statements, and relevant information on the Group's financial performance. Accordingly, the Group separately reports the cost of restructuring programmes, acquisition and disposal-related costs (including the amortisation of acquisition-related intangible assets), gains or losses on business disposals, and other exceptional items as 'Other items'.

Financial performance

The reported income statement is set out below:

£m unless otherwise specified	H1 FY27	H1 FY26
Revenue	**2,896.5**	2,677.2
Operating profit before Other items	**123.5**	108.8
Other items	**(79.4)**	(48.2)
Operating profit	**44.1**	60.6
Net finance costs	**(16.7)**	(10.8)
Profit before tax	**27.4**	49.8
Tax	**(9.7)**	(15.1)
Profit after tax	**17.7**	34.7
Less: Profit attributable to non-controlling interest	**(1.6)**	(3.2)
Profit attributable to owners of the parent	**16.1**	31.5
Basic earnings per share before Other items	**6.2p**	5.7p
Basic earnings per share	**1.3p**	2.6p

Revenue

Revenue for H1 FY27 of £2,897m (H1 FY26: £2,677m) has grown by 8.2% (£220m). Of this growth, 3.7% (£100m) was organic, driven by growth in core trading (+5.9ppts, inclusive of projects of +0.8ppts), and pricing (+2.2ppts), offset by the completion of one large, higher-margin contract in Business Services (Central Government) in the prior year (-4.4ppts). The remaining 4.5% (£120m) of growth was inorganic, mainly related to the Marlowe acquisition completed in August 2025.

Organic core trading growth (of £157m) includes FM revenue growth (of £139m) from new wins, such as the Department for Work & Pensions security contract, Transport for London and Asda, partially offset by lower volumes on certain contracts including Landmarc, and some lost contracts.

It also includes organic projects growth (of £21m), which was driven – in particular – by engineering projects in the fast-growing data centre market, together with decarbonisation projects, such as the battery energy storage system at Staythorpe, which is one of the largest in Europe.

The impact of pricing was £58m in the period (H1 FY26: £77m), and the £120m of inorganic growth was driven by prior-year acquisitions (mainly Marlowe, but also including Forest Group, SPM, El-Team Vest, and ABC Elektro).

Operating profit

Operating profit before Other items was £123.5m (H1 FY26: £108.8m), an increase of £14.7m (+13.5%), despite the impact of the completion of one notable high margin contract in Central Government in the prior year (-£17.7m), investments made to underpin our growth strategy (-£3.8m), and the unrecovered cost increases associated with inflation (-£3.6m). The improvement was driven by other organic core trading growth (£8.9m), savings from margin enhancement initiatives (£16.8m), the delivery of cost synergies from Marlowe (£11.3m), and inorganic growth (£2.8m).

The other organic core trading profit growth primarily related to the revenue growth outlined above, in particular from projects works.

Of the incremental £16.8m of profit from margin enhancement initiatives, the Target Operating Model programme contributed £14.8m of cost savings, primarily through optimisation of the Group's organisational structure and implementing efficiencies on contracts and operations, and also through a fleet costs initiative to improve utilisation and drive wider fleet efficiencies. Savings on contracts and operations were achieved through focusing on the design and optimisation of our account structures, and increasing the levels of 'self-delivery' to customers by reducing our reliance on third-party contractors.

The Marlowe integration is progressing well, generating £11.3m of cost synergies in H1 FY27, through the removal of duplicate roles, the exit of properties and leveraging Mitie's technology platforms to drive operational efficiencies.

Inorganic profit growth of £2.8m was driven by the Marlowe acquisition (£2.4m excluding cost synergies), together with £0.4m from infill acquisitions completed in FY26 (Forest Group, SPM, El-Team Vest, and ABC Elektro).

The investments of £3.8m have largely focused on enhancing our sales capabilities and investing in technology to help to drive growth in the final year of our strategic plan, and beyond.

Operating profit after Other items was £44.1m (H1 FY26: £60.6m), with the increase in operating profit from the factors outlined above being more than offset by higher Other items costs of £79.4m (H1 FY26: £48.2m), which are explained below.

Other items

£m	H1 FY27	H1 FY26
Target Operating Model	**(14.8)**	(9.9)
Agentic platform: Process Re-Imagination & Optimisation	**(11.8)**	-
Digital supplier platform	**-**	(0.7)
Margin enhancement initiatives cash costs	**(26.6)**	(10.6)
Process Re-Imagination & Optimisation non-cash costs	**(0.7)**	-
Margin enhancement initiative costs	**(27.3)**	**(10.6)**
Marlowe acquisition transaction costs	**-**	(7.0)
Marlowe acquisition integration costs	**(12.2)**	(1.9)
Total Marlowe acquisition cash costs	**(12.2)**	(8.9)
Employment-linked earnout charges	**(1.8)**	(4.4)
OCS transaction cash costs	**(12.9)**	-
Other acquisition-related costs	**(0.7)**	(1.7)
Total acquisition-related cash costs	**(27.6)**	(15.0)
Marlowe acquisition integration non-cash costs	**(0.7)**	-
Amortisation of acquisition-related intangible assets	**(23.7)**	(15.6)
Acquisition-related costs	**(52.0)**	**(30.6)**
Pension-related cash costs	**(0.1)**	-
Pension-related non-cash costs	**-**	(7.0)
Pension-related costs	**(0.1)**	**(7.0)**
Total Other items	**(79.4)**	**(48.2)**
of which cash Other items	**(54.3)**	(25.6)

Cash Other items of £54.3m in H1 FY27 (H1 FY26: £25.6m) largely comprised the costs of delivering the Group's margin enhancement initiatives of £26.6m (H1 FY26: £10.6m) and acquisition-related cash costs of £27.6m (H1 FY26: £15.0m).

The increase in margin enhancement initiative cash costs to £26.6m in H1 FY27 (H1 FY26: £10.6m) was primarily driven by the Agentic Process Re-Imagination & Optimisation (PRIO) programme costs of £11.8m. PRIO was

launched in the second half of FY26 to redefine ways of working, leveraging technology and Artificial Intelligence (AI) to support enhanced customer service and further margin expansion. The benefits from this investment are expected to start to flow through towards the end of FY27. The Target Operating Model programme costs also increased, primarily due to £6.4m of costs associated with the fleet initiative which is already starting to deliver significant cost savings.

Acquisition-related cash costs included £12.2m of Marlowe integration costs (H1 FY26: £1.9m), supporting delivery of the identified synergy savings over the next two years. These costs included integration team costs, consultancy fees, redundancy expenses, and property exit costs. In addition, £12.9m of costs were incurred in relation to the recommended acquisition of Mitie by OCS Group International Limited (OCS), largely related to professional and legal services.

Acquisition-related cash costs also included employment-linked earnout charges of £1.8m (H1 FY26: £4.4m), which are cash in nature and are payable to former owners of acquired businesses if post-acquisition performance targets are achieved and employment conditions are satisfied. In addition, £0.7m (H1 FY26: £1.7m) relates to other acquisition and disposal transaction costs and adjustments to provisions originally recognised on the opening balance sheets of acquired businesses.

Non-cash Other items of £25.1m (H1 FY26: £22.6m) primarily comprised £23.7m (H1 FY26: £15.6m) of amortisation of acquisition-related intangible assets, which increased mainly due to the Marlowe acquisition which completed towards the end of the prior half year. The remaining non-cash costs comprised £0.7m of PRIO costs relating to the write-off of software that became redundant (H1 FY26: £nil) and £0.7m of Marlowe integration costs relating to accelerated amortisation of intangible assets (H1 FY26: £nil).

Net finance costs

Net finance costs increased to £16.7m in H1 FY27 (H1 FY26: £10.8m), primarily driven by debt funding drawn down as part of financing the Marlowe acquisition, which is explained below in the Liquidity and covenants section.

Tax

The tax charge for the period was £9.7m (H1 FY26: £15.1m), comprising a tax charge on profit before Other items of £26.6m (H1 FY26: £24.2m) and a tax credit for Other items of £16.9m (H1 FY26: £9.1m).

The effective tax rate (ETR) on profit before Other items of 24.9% (H1 FY26: 24.7%) is slightly lower than the UK statutory rate of 25%, primarily due to the impact of lower tax rates on overseas profits.

After Other items, the tax charge for the period equated to an ETR of 35.4% (H1 FY27: 30.3%), which is higher than the standard corporation tax rate of 25% due to certain Other items costs, primarily related to acquisitions, not being deductible for tax purposes.

The Group paid corporation tax of £2.6m in the period (H1 FY26: £9.5m), of which £0.2m (H1 FY26: £7.7m) was paid in the UK, and £2.4m (H1 FY26: £1.8m) overseas. The corporation tax paid in the UK is lower than the corporation tax charge for the year primarily due to tax deductions related to share-based incentive plans that are expected to crystallise on completion of the OCS transaction.

Earnings per share

Basic earnings per share before Other items increased by 9% to 6.2p (H1 FY26: 5.7p). This improvement was a result of the increase in operating profit before Other items in the year (+1.0p), partially offset by an increase in the weighted average number of shares (-0.2p) and the increase in net finance charges (-0.3p).

The increase in the weighted average number of shares is driven by the full year impact of the shares issued to fund the acquisition of Marlowe (-0.3p) and shares used to satisfy employee share schemes (-0.1p), largely offset by the impact of the reduction in shares from the share buyback programme (+0.2p).

Basic earnings per share reduced to 1.3p (H1 FY26: 2.6p), with the improvement from the factors outlined above being more than offset by the increase in Other items (explained above).

Return on invested capital (ROIC)

£m unless otherwise specified	H1 FY27 (R12M)[1]	H1 FY26 (R12M)[1]
Operating profit before Other items	**278.8**	241.8
Tax[2]	**(69.1)**	(58.3)
Operating profit before Other items after tax	**209.7**	183.5
Invested capital	**1,036.2**	1,125.3
ROIC %	**20.2%**	16.3%

[1] *R12M represents a rolling 12-month basis*

[2] *Tax charge has been calculated on operating profit before Other items using the effective tax rate for the last 12 months of 24.8% (H1 FY26: 24.1%)*

ROIC on a rolling 12-month basis increased by 3.9ppts to 20.2% in H1 FY27 (H1 FY26: 16.3%), primarily driven by the increase in operating profit before other items, partly offset by the increase in the effective tax rate.

Balance sheet

£m	H1 FY27	FY26
Goodwill and intangible assets	**997.5**	1,019.0
Property, plant and equipment	**237.8**	262.7
Working capital balances	**(209.6)**	(175.9)
Provisions	**(89.4)**	(89.9)
Net debt	**(400.6)**	(450.2)
Net retirement benefit assets	**22.5**	15.4
Net deferred tax liabilities	**(50.4)**	(51.0)
Other net assets	**1.6**	2.4
Net assets	**509.4**	532.5

As at 30 September 2026 the Group's reported net assets were £509.4m, a decrease of £23.1m since 31 March 2026, This decrease is primarily driven by dividends paid and shares purchased under the share buyback programme. The key movements across the different balance sheet categories are explained below.

Goodwill and intangible assets

The decrease of £21.5m is primarily driven by the amortisation of acquired intangible assets (-£23.7m), partially offset by a small increase from the El-Team Vest acquisition.

Property, plant and equipment

The decrease of £24.9m is primarily due to the decrease in our property and vehicle fleet lease portfolio, driven by the Margin Enhancement Initiatives described above, alongside depreciation.

Provisions

At 30 September 2026, provisions totalled £89.4m (FY26: £89.9m), which largely comprised contract-specific costs of £23.3m (FY26: £26.5m), insurance reserve of £34.2m (FY26: £30.4m) and dilapidation provisions of £16.5m (FY26: £16.3m). The reduction in contract-specific provisions was a result of commercial settlements with customers that led to utilisation of the related provisions. See Note 10 to the condensed consolidated interim financial statements for further details on provisions.

Retirement benefit schemes

At 30 September 2026, the Group's net retirement benefit assets on an IAS 19 basis were £22.5m (FY26: £15.4m net assets). The net improvement of £7.1m was driven by favourable movements in financial assumptions, which resulted in an increase in the surplus on the main Group scheme to £25.2m (FY26: £18.2m surplus).

As a result of continued improvement in the funding position of the main Group scheme, deficit repair contributions ceased during FY26 and the Group is working with the trustee to purchase a 'buy-in' policy from an insurer to cover scheme liabilities.

As previously reported, the Group reached a settlement agreement with the trustees of the multi-employer defined benefit Plumbing & Mechanical Services (UK) Industry Pension Scheme relating to certain Section 75 liabilities. The settlement extinguishes any future liabilities relating to this scheme. The total £24.5m liability is being settled over a three-year period in equal monthly payments, of which £8.1m remained at 30 September 2026.

Deferred tax

The net deferred tax liability was £50.4m at 30 September 2026, which decreased by £0.6m compared with the liability at 31 March 2026.

Cash flow and net debt

£m	H1 FY27	H1 FY26
Operating profit before Other items	**123.5**	**108.8**
Add back: depreciation, amortisation and impairment	47.7	45.5
Earnings before interest, tax, depreciation and amortisation (EBITDA)	**171.2**	**154.3**
Other items	(54.3)	(25.6)
Other operating movements	19.0	8.7
Operating cash flows before movements in working capital	**135.9**	**137.4**
Working capital movements[1]	28.7	(24.4)
Capex, capital element of lease payments and other	(41.2)	(41.8)
Net interest payments	(16.2)	(9.8)
Tax payments	(2.6)	(9.5)
Free cash inflow	**104.6**	**51.9**
Share buybacks	(22.2)	(2.9)
Purchase of own shares into trusts	(0.5)	(22.6)
Acquisitions[2]	(13.9)	(239.1)
Dividends paid	(42.7)	(40.5)
Lease liabilities and other	24.3	(19.2)
Decrease / (increase) in net debt during the period	**49.6**	**(272.4)**
Closing net (debt)	**(400.6)**	**(471.4)**
Average daily net (debt)	**(545.8)**	**(331.6)**
Leverage[3] (average daily net debt/EBITDA)	**1.5x**	**1.0x**

[1] *Adjusted to exclude movements in restricted cash and other adjustments which do not form part of net debt (as explained in the Alternative Performance Measures Appendix to the condensed consolidated financial statements)*
[2] *Acquisitions includes acquisition-related transaction costs and employment-linked earnout payments, the related charges for which are reported within Other items*
[3] *Leverage uses post-IFRS 16 net debt*

Operating cash flows before movements in working capital were broadly stable at £135.9m, £1.5m lower than the prior year (H1 FY26: £137.4m), as higher EBITDA from strong trading performance was largely offset by increased cash Other items, principally relating to margin enhancement initiatives, Marlowe integration, and costs relating to the recommended offer by OCS, as explained above. Other operating movements were £19.0m (HY26: £8.7m), primarily related to the add back of non-cash share-based payment charges of £12.8m (HY26: £10.9m) and to the add back of vehicle exit payments of £4.4m (HY26: £nil), resulting from the fleet transformation programme, which are reported within capital lease payments below.

The Group generated a free cash inflow of £104.6m for H1 FY27, with the improvement of £52.7m driven by a reduction in working capital, partially offset by higher net interest costs.

The working capital reduction in H1 FY27 included a £43.1m benefit from the utilisation of a receivables purchase facility, established to support day-to-day liquidity management at a lower cost than long term structural debt, or drawings under the Group's revolving credit facility. The drawdown on this facility offset the increase in working capital from two large FM contracts that were mobilised in H1 FY27, and included longer payment terms. The remaining year-on-year improvement in working capital was driven by ongoing process improvements, and a small number of customer payments that were received earlier than when they were contractually due.

Capex, capital element of lease payments and other of £41.2m was broadly in line with prior year (H1 FY26: £41.8m). Capital lease repayments increased by £6.4m, primarily due to the vehicle exit payments highlighted above, but these were largely offset by lower Capex.

Net interest payments increased by £6.4m, reflecting higher debt financing associated with the Marlowe acquisition. Tax payments decreased by £6.9m, driven by lower UK corporation tax instalments, reflecting tax deductions related to share-based incentive plans that are expected to crystallise on completion of the OCS transaction.

Net debt movements associated with acquisitions totalled £13.9m, largely comprising employment-linked earnout payments related to prior year acquisitions, transaction cost payments related to the recommended acquisition of Mitie by OCS, and consideration paid for ABC Elektro and El-Team Vest following completion accounts settlements.

During H1 FY27, we purchased 13.1m shares for £22.2m through the share buyback programme, which was launched in October 2025 and then suspended in July 2026 following the announcement of the recommended acquisition of Mitie by OCS. A further 0.3m shares (£0.5m) were purchased into employee trusts to satisfy share incentive schemes.

Dividend payments of £42.7m comprised the FY26 final dividend of £39.4m, together with dividends paid to the Landmarc minority shareholder of £3.3m.

The net movement in 'lease liabilities and other' for H1 FY27 was a decrease of £24.3m (H1 FY26: net increase of £19.2m), as a result of the implementation of Fleet savings initiatives, including a new salary sacrifice scheme for all employees.

Net debt

Closing net debt at 30 September 2026 of £400.6m was £49.6m lower than at 31 March 2026 (£450.2m). The decrease in net debt during H1 FY27 was driven by the free cash inflow generated during the period of £105m and and a £23m decrease in leases, partially offset by capital deployment actions totalling £79m.

Average daily net debt of £545.8m for H1 FY27 was £105.6m higher than in FY26 (£440.2m), due to funding the Marlowe acquisition for the full 6 month period (H1 FY26: < 2 months), contributing to a leverage ratio (average daily net debt/EBITDA) of 1.5x for H1 FY27 on a rolling 12-month basis, within our target range of 0.75x–1.5x (FY26: 1.2x).

Liquidity and covenants

As at 30 September 2026, the Group had £610m of committed funding arrangements, comprising £360m of US Private Placement (USPP) notes with maturities ranging from 2028 to 2034 at a weighted average interest rate of 4.65%, and a £250m Revolving Credit Facility (RCF) maturing in October 2028.

Mitie's credit rating of BBB Stable was reconfirmed by Morningstar DBRS in July 2026, and there have been no material changes in Mitie's underlying operating performance, financial position or capital structure since then. In line with Morningstar DBRS's standard methodology, Mitie's credit rating was placed Under Review with Negative Implications in August 2026, pending the outcome of the recommended acquisition by OCS. Morningstar DBRS has stated that, if the acquisition were not to complete, Mitie's rating would likely revert to BBB Stable. Alternatively, if the acquisition completes as proposed, then the rating of Mitie as a standalone issuer would likely be withdrawn.

Mitie's two key covenant ratios are leverage (ratio of consolidated total net borrowings to adjusted consolidated EBITDA) and interest cover (ratio of consolidated EBITDA to consolidated net finance costs), with a maximum of 3.0x and minimum of 4.0x respectively. Covenant ratios are measured on a post-IFRS 16 basis with appropriate

adjustments for leases, being primarily the exclusion of lease liabilities from net debt and the inclusion of a charge equivalent to lease payments against EBITDA. At 30 September 2026, the Group was operating well within these ratios at 0.71x covenant leverage and 13.6x interest cover. A reconciliation of the calculations is set out in the table below:

£m		H1 FY27 (R12M)[6]	H1 FY26 (R12M)[6]
Operating profit before Other items		**278.8**	**241.8**
Add: depreciation, amortisation and impairment		98.1	86.8
Headline EBITDA		**376.9**	**328.6**
Add: covenant adjustments[1]		22.6	19.8
Leases adjustment[2]		(77.6)	(71.7)
Consolidated EBITDA	**(a)**	**321.9**	**276.7**
Full-year effect of acquisitions and disposals		2.3	15.8
Adjusted consolidated EBITDA	**(b)**	**324.2**	**292.5**
Net finance costs		**33.7**	**20.4**
Less: covenant adjustments		-	-
Leases adjustment[3]		(10.0)	(9.5)
Consolidated net finance costs	**(c)**	**23.7**	**10.9**
Interest cover (ratio of (a) to (c))		**13.6x**	**25.4x**
Net debt		**400.6**	**471.4**
Covenant adjustment[4]		0.1	0.1
Impact of hedge accounting and upfront fees		1.9	2.7
Leases adjustment[5]		(172.0)	(217.8)
Consolidated total net debt	**(d)**	**230.6**	**256.4**
Covenant leverage (ratio of (d) to (b))		**0.71x**	**0.88x**

[1] *Covenant adjustments to EBITDA relate to share-based payments charges, and pension administration expenses and past service costs*

[2] *Leases adjustment for EBITDA relates to depreciation charge for leased assets and interest charge for lease liabilities (i.e. application of a charge equivalent to lease payments)*

[3] *Leases adjustment for net finance costs relates to interest charge for lease liabilities (i.e. removal of interest on lease liabilities)*

[4] *Covenant adjustment for net debt relates to cash held in a bank in Cyprus*

[5] *Leases adjustment for net cash relates to lease liabilities (i.e. removal of lease liabilities)*

[6] *R12M represents a rolling 12-month basis*

Principal risks and uncertainties statement

The Group continues to operate in a complex and rapidly evolving external environment characterised by geopolitical tensions, economic uncertainty, increasing cyber threats, and changes to the UK employment and broader regulatory landscape. Together, these factors create risks for operations, supply chains, critical infrastructure, and the wider economy. During the first half of FY27, the Group closely monitored developments and adapted its risk management and resilience arrangements accordingly.

Geopolitical instability and the potential for disruption to global trade and supply chains remain key areas of focus, alongside economic uncertainty, and ongoing cost pressures. The UK outlook also remains uncertain. In parallel, changes to UK employment legislation and the broader regulatory environment require continued attention as new requirements come into effect.

The cyber threat environment remains elevated, with increasingly sophisticated activity from cyber criminals and state-linked actors creating risks for organisations, supply chains, and critical infrastructure. These risks are particularly relevant to Mitie given the Group's role in delivering technology-enabled services and supporting critical customer operations across a range of sectors.

As the Group enters the second half of FY27, its principal external uncertainties are expected to remain: geopolitical instability and associated economic and cost pressures, cyber and technology threats, critical infrastructure disruption, and evolving regulatory and employment requirements. The Group will continue to monitor these interconnected risks and maintain appropriate mitigation and resilience measures.

Further details of the Group's principal risks, risk management framework, and mitigation measures can be found in the Annual Report and Accounts 2026 pages 84–95.

Responsibility statement

The Directors of Mitie Group plc confirm that, to the best of their knowledge:

- the unaudited condensed consolidated financial statements have been prepared in accordance with UK-adopted International Accounting Standard 34 Interim Financial Reporting; and
- the interim management report, as required by rules 4.2.7R and 4.2.8R of the Disclosure Guidance and Transparency Rules, includes a fair review of:
    - important events during the six months ended 30 September 2026 and their impact on the unaudited condensed consolidated financial statements;
    - a description of the principal risks and uncertainties for the second half of the year; and
    - related parties' transactions and changes therein.

The names and functions of the Directors of Mitie Group plc are available on the Group's website: www.mitie.com/investors/corporate-governance/our-board.

On behalf of the Board

Phil Bentley
Chief Executive Officer
18 November 2026

INDEPENDENT REVIEW REPORT TO MITIE GROUP PLC

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed set of financial statements in the half-yearly financial report for the six months ended 30 September 2026 is not prepared, in all material respects, in accordance with UK adopted International Accounting Standard 34: Interim Financial Reporting and the Disclosure Guidance and Transparency Rules of the United Kingdom's Financial Conduct Authority.

We have been engaged by Mitie Group Plc (the 'Company') to review the condensed set of financial statements in the half-yearly financial report for the six months ended 30 September 2026 which comprise of the following:

Condensed consolidated income statement
Condensed consolidated statement of comprehensive income,
Condensed consolidated statement of financial position
Condensed consolidated statement of changes in equity
Condensed consolidated statement of cash flows
Notes to the condensed consolidated financial statements

Basis for conclusion

We conducted our review in accordance with the International Standard on Review Engagements (UK) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" ("ISRE (UK) 2410"). A review of interim financial information consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (UK) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

As disclosed in note 1(a), the annual financial statements of the Group are prepared in accordance with UK adopted international accounting standards. The condensed set of financial statements included in this half-yearly financial report has been prepared in accordance with UK adopted International Accounting Standard 34: Interim Financial Reporting.

Conclusions relating to going concern

Based on our review procedures, which are less extensive than those performed in an audit as described in the Basis for conclusion section of this report, nothing has come to our attention to suggest that the directors have inappropriately adopted the going concern basis of accounting or that the directors have identified material uncertainties relating to going concern that are not appropriately disclosed.

This conclusion is based on the review procedures performed in accordance with ISRE (UK) 2410, however future events or conditions may cause the Group to cease to continue as a going concern.

Responsibilities of directors

The directors are responsible for preparing the half-yearly financial report in accordance with the Disclosure Guidance and Transparency Rules of the United Kingdom's Financial Conduct Authority.

In preparing the half-yearly financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the review of the financial information

In reviewing the half-yearly report, we are responsible for expressing to the Company a conclusion on the condensed set of financial statement in the half-yearly financial report. Our conclusion, including our Conclusions Relating to Going Concern, are based on procedures that are less extensive than audit procedures, as described in the Basis for Conclusion paragraph of this report.

Use of our report

Our report has been prepared in accordance with the terms of our engagement to assist the Company in meeting the requirements of the Disclosure Guidance and Transparency Rules of the United Kingdom's Financial Conduct Authority and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of our terms of engagement or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

BDO LLP
Chartered Accountants
London, UK
18 November 2026

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Condensed consolidated income statement
For the six months ended 30 September 2026

	Notes	30 September 2026 Before Other items £m	30 September 2026 Other items[1] £m	30 September 2026 Total £m	30 September 2025 Before Other items £m	30 September 2025 Other items[1] £m	30 September 2025 Total £m
Revenue	2	**2,896.5**	**–**	**2,896.5**	2,677.2	–	2,677.2
Cost of sales		**(2,571.4)**	**–**	**(2,571.4)**	(2,386.1)	–	(2,386.1)
Gross profit		**325.1**	**–**	**325.1**	291.1	–	291.1
Administrative expenses		**(203.2)**	**(79.4)**	**(282.6)**	(182.8)	(48.2)	(231.0)
Other income		**1.6**	**–**	**1.6**	0.8	–	0.8
Share of loss of associates		**–**	**–**	**–**	(0.3)	–	(0.3)
Operating profit/(loss)	2	**123.5**	**(79.4)**	**44.1**	108.8	(48.2)	60.6
Finance income		**1.2**	**–**	**1.2**	2.2	–	2.2
Finance costs		**(17.9)**	**–**	**(17.9)**	(13.0)	–	(13.0)
Net finance costs		**(16.7)**	**–**	**(16.7)**	(10.8)	–	(10.8)
Profit/(loss) before tax		**106.8**	**(79.4)**	**27.4**	98.0	(48.2)	49.8
Tax	4	**(26.6)**	**16.9**	**(9.7)**	(24.2)	9.1	(15.1)
Profit/(loss) for the period		**80.2**	**(62.5)**	**17.7**	73.8	(39.1)	34.7
Attributable to:							
Equity holders of the parent		**77.8**	**(61.7)**	**16.1**	69.9	(38.4)	31.5
Non-controlling interests		**2.4**	**(0.8)**	**1.6**	3.9	(0.7)	3.2
Profit/(loss) for the period		**80.2**	**(62.5)**	**17.7**	73.8	(39.1)	34.7
Earnings per share (EPS) attributable to owners of the parent							
Basic	6	**6.2p**		**1.3p**	5.7p		2.6p
Diluted	6	**5.8p**		**1.2p**	5.3p		2.4p

Note:
1. Other items are as described in Note 3.

Condensed consolidated statement of comprehensive income
For the six months ended 30 September 2026

	Notes	30 September 2026 £m	30 September 2025 £m
Profit for the period		**17.7**	34.7
Items that will not be reclassified to profit or loss in subsequent periods			
Remeasurement of retirement benefit assets/liabilities	16	**7.1**	7.9
Tax charge relating to items that will not be reclassified to profit or loss in subsequent periods		**(1.8)**	(2.0)
		5.3	5.9
Items that may be reclassified to profit or loss in subsequent periods			
Exchange differences on translation of foreign operations		**(0.9)**	1.2
		(0.9)	1.2
Other comprehensive income for the period		**4.4**	7.1
Total comprehensive income for the period		**22.1**	41.8
Attributable to:			
Equity holders of the parent		**20.5**	38.6
Non-controlling interests		**1.6**	3.2
Total comprehensive income for the period		**22.1**	41.8

Condensed consolidated statement of financial position
As at 30 September 2026

	Notes	30 September 2026 £m	31 March 2026 £m
Non-current assets			
Goodwill	7	**639.9**	642.5
Other intangible assets		**357.6**	376.5
Property, plant and equipment[1]		**237.8**	262.7
Finance lease receivables		**5.4**	–
Interests in associates		**0.5**	0.5
Trade and other receivables	8	**17.9**	19.7
Contract assets		**3.7**	3.7
Retirement benefit assets	16	**25.2**	18.2
Deferred tax assets		**0.4**	–
Total non-current assets		**1,288.4**	1,323.8
Current assets			
Inventories		**29.2**	26.7
Trade and other receivables	8	**1,053.5**	1,082.2
Finance lease receivables		**2.2**	–
Contract assets		**1.8**	1.1
Current tax receivable		**0.2**	1.6
Cash and cash equivalents	11	**137.3**	108.9
Total current assets		**1,224.2**	1,220.5
Total assets		**2,512.6**	2,544.3
Current liabilities			
Trade and other payables	9	**(1,142.6)**	(1,128.8)
Deferred income		**(127.2)**	(138.6)
Current tax payable		**(6.9)**	(5.4)
Financing liabilities	12	**(56.6)**	(62.5)
Provisions	10	**(36.5)**	(36.9)
Total current liabilities		**(1,369.8)**	(1,372.2)
Net current liabilities		**(145.6)**	(151.7)
Non-current liabilities			
Trade and other payables	9	**(12.6)**	(10.7)
Deferred income		**(33.3)**	(31.2)
Financing liabilities	12	**(481.1)**	(490.9)
Provisions	10	**(52.9)**	(53.0)
Retirement benefit liabilities	16	**(2.7)**	(2.8)
Deferred tax liabilities		**(50.8)**	(51.0)
Total non-current liabilities		**(633.4)**	(639.6)
Total liabilities		**(2,003.2)**	(2,011.8)
Net assets		**509.4**	532.5

Note:

1. Includes owned property, plant and equipment of £73.1m (2026: £74.4m) and right-of-use assets of £164.7m (2026: £188.3m). Refer to Note 13 for right-of-use assets.

Condensed consolidated statement of financial position continued
As at 30 September 2026

	30 September 2026 £m	31 March 2026 £m
Equity		
Share capital	**32.4**	32.7
Share premium	**132.0**	132.0
Merger reserve	**278.1**	278.1
Own shares reserve	**(33.2)**	(71.4)
Share-based payments reserve	**42.1**	50.6
Capital redemption reserve	**6.4**	6.1
Translation reserve	**(2.6)**	(1.7)
Retained profits	**37.7**	87.9
Equity attributable to owners of the parent	**492.9**	514.3
Non-controlling interests	**16.5**	18.2
Total equity	**509.4**	532.5

Condensed consolidated statement of changes in equity
For the six months ended 30 September 2026

	Share capital £m	Share premium £m	Merger reserve £m	Own shares reserve £m	Share-based payments reserve £m	Capital redemption reserve £m	Translation reserve £m	Retained profits £m	Total attributable to owners of parent £m	Non-controlling interests £m	Total equity £m
30 September 2026											
At 1 April 2026	32.7	132.0	278.1	(71.4)	50.6	6.1	(1.7)	87.9	514.3	18.2	532.5
Profit for the period	–	–	–	–	–	–	–	16.1	**16.1**	1.6	**17.7**
Other comprehensive income	–	–	–	–	–	–	(0.9)	5.3	**4.4**	–	**4.4**
Total comprehensive income	–	–	–	–	–	–	(0.9)	21.4	**20.5**	1.6	**22.1**
Transactions with owners											
Dividends paid	–	–	–	–	–	–	–	(39.4)	**(39.4)**	–	**(39.4)**
Purchase of own shares[1]	–	–	–	(0.5)	–	–	–	–	**(0.5)**	–	**(0.5)**
Share buybacks[2]	(0.3)	–	–	–	–	0.3	–	(22.2)	**(22.2)**	–	**(22.2)**
Share-based payments	–	–	–	38.7	(8.5)	–	–	(17.6)	**12.6**	–	**12.6**
Tax on share-based payments	–	–	–	–	–	–	–	7.6	**7.6**	–	**7.6**
Dividends paid to Non-controlling interest	–	–	–	–	–	–	–	–	–	(3.3)	**(3.3)**
Total transactions with owners	(0.3)	–	–	38.2	(8.5)	0.3	–	(71.6)	**(41.9)**	(3.3)	**(45.2)**
At 30 September 2026	32.4	132.0	278.1	(33.2)	42.1	6.4	(2.6)	37.7	**492.9**	16.5	**509.4**

Notes:

1. During the period, the Share Incentive Plan Trust acquired 0.3m shares for a consideration of £0.5m.
2. The share buybacks resulted in the purchase of 13.1m ordinary shares for a consideration of £22.2m, which were subsequently cancelled.

	Share capital £m	Share premium £m	Merger reserve £m	Own shares reserve £m	Share-based payments reserve £m	Capital redemption reserve £m	Translation reserve £m	Retained profits £m	Total attributable to owners of parent £m	Non-controlling interests £m	Total equity £m
30 September 2025											
At 1 April 2025	31.3	132.0	157.0	(65.1)	40.4	5.3	(2.8)	112.3	**410.4**	17.6	**428.0**
Profit for the period	–	–	–	–	–	–	–	31.5	**31.5**	3.2	**34.7**
Other comprehensive income	–	–	–	–	–	–	1.2	5.9	**7.1**	–	**7.1**
Total comprehensive income	–	–	–	–	–	–	1.2	37.4	**38.6**	3.2	**41.8**
Transactions with owners											
Issue of shares[1]	2.2	–	121.1	–	–	–	–	–	**123.3**	–	**123.3**
Dividends paid	–	–	–	–	–	–	–	(36.6)	**(36.6)**	–	**(36.6)**
Purchase of own shares[2]	–	–	–	(22.6)	–	–	–	–	**(22.6)**	–	**(22.6)**
Share buybacks[3]	–	–	–	(2.9)	–	–	–	–	**(2.9)**	–	**(2.9)**
Share-based payments	–	–	–	18.6	3.8	–	–	(12.1)	**10.3**	–	**10.3**
Tax on share-based payments	–	–	–	–	–	–	–	6.8	**6.8**	–	**6.8**
Dividends paid to Non-controlling interest	–	–	–	–	–	–	–	–	–	(3.9)	**(3.9)**
Total transactions with owners	2.2	–	121.1	(6.9)	3.8	–	–	(41.9)	**78.3**	(3.9)	**74.4**
At 30 September 2025	33.5	132.0	278.1	(72.0)	44.2	5.3	(1.6)	107.8	**527.3**	16.9	**544.2**

Notes:

1. As part of consideration for the acquisition of Marlowe plc (Marlowe), 86.6 million shares were issued with premium of £121.1m arising (refer to Note 15). These share issues qualified for merger relief under Section 612 of the Companies Act 2006, such that total premium arising of £121.1m was not required to be credited to the share premium account.
2. During the period the Employee Benefit Trust acquired 16.8m ordinary shares through market purchases for a consideration of £21.8m and the Share Incentive Plan Trust acquired 0.6m shares for a consideration of £0.8m.
3. The share buybacks resulted in the purchase of 2.0m ordinary shares for a consideration of £2.9m, which were bought into Treasury.

Condensed consolidated statement of cash flows
For the six months ended 30 September 2026

	Notes	30 September 2026 £m	30 September 2025 £m
Operating profit before Other items	2	**123.5**	108.8
Other items	3	**(79.4)**	(48.2)
Operating profit		**44.1**	60.6
Adjustments for:			
Share-based payments expense		**12.8**	10.9
Defined benefit pension expense		**1.2**	8.3
Defined benefit pension contributions	16	**(0.4)**	(3.9)
Depreciation of property, plant and equipment		**42.6**	40.2
Amortisation of other intangible assets		**28.7**	20.3
Share of loss of associates		**–**	0.3
Amortisation of contract assets		**0.8**	0.4
Impairment of non-current assets	13	**4.9**	0.2
Loss on disposal of property, plant and equipment and other intangible assets		**0.4**	0.1
Reduction in finance lease receivables through salary sacrifice arrangements		**0.8**	–
Operating cash flows before movements in working capital		**135.9**	137.4
Increase in inventories		**(2.5)**	(0.7)
Decrease/(increase) in receivables		**29.6**	(25.2)
Increase in contract assets		**(1.6)**	(0.9)
(Decrease)/increase in deferred income		**(9.1)**	2.3
Increase in payables		**15.1**	7.0
Decrease in provisions		**(0.7)**	(5.1)
Cash generated from operations		**166.7**	114.8
Income taxes paid	4	**(2.6)**	(9.5)
Interest paid		**(16.8)**	(11.5)
Net cash generated from operating activities		**147.3**	93.8
Investing activities			
Acquisition of businesses, net of cash acquired	15	**(0.7)**	(220.7)
Interest received		**0.6**	1.7
Purchase of property, plant and equipment		**(10.8)**	(16.0)
Purchase of other intangible assets		**(5.7)**	(3.3)
Disposal of property, plant and equipment		**0.5**	0.1
Net cash used in investing activities		**(16.1)**	(238.2)

Condensed consolidated statement of cash flows continued
For the six months ended 30 September 2026

	Notes	30 September 2026 £m	30 September 2025 £m
Financing activities			
Purchase of own shares		**(0.5)**	(22.6)
Shares bought back		**(22.2)**	(2.9)
Capital element of lease rentals	13	**(38.4)**	(32.0)
Proceeds from bridge loan facility		**–**	240.0
Repayment of bank loans		**–**	(9.0)
Payment of arrangement fees		**–**	(0.7)
Proceeds received on settlement of share-based payment transactions		**1.2**	1.2
Equity dividends paid	5	**(39.4)**	(36.6)
Dividends paid to non-controlling interest		**(3.3)**	(3.9)
Net cash (used)/generated in financing activities		**(102.6)**	133.5
Net increase/(decrease) in cash and cash equivalents		**28.6**	(10.9)
Net cash and cash equivalents at beginning of the period		**108.9**	180.4
Effect of foreign exchange rate changes		**(0.2)**	0.3
Net cash and cash equivalents at end of the period	11	**137.3**	169.8

Notes to the condensed consolidated financial statements
For the six months ended 30 September 2026

1. Basis of preparation and material accounting policies

(a) Basis of preparation

Mitie Group plc (the Company) is a company incorporated in the United Kingdom and registered in Scotland. The Company's registered office is at 35 Duchess Road, Rutherglen, Glasgow, G73 1AU. The Group comprises the Company and all its subsidiaries.

These unaudited condensed consolidated financial statements (the condensed consolidated financial statements) for the six months ended 30 September 2026 have been prepared in accordance with UK-adopted International Accounting Standard (IAS) 34 *Interim Financial Reporting,* and the Disclosure Guidance and Transparency Rules sourcebook of the United Kingdom's Financial Conduct Authority.

The condensed consolidated financial statements have been reviewed by BDO LLP but have not been audited. They do not include all the information and disclosures required in the annual financial statements, and therefore should be read in conjunction with the Group's Annual Report and Accounts for the year ended 31 March 2026 (Annual Report and Accounts 2026).

These condensed consolidated financial statements do not comprise statutory accounts within the meaning of Section 434 of the Companies Act 2006. A copy of the statutory accounts for the year ended 31 March 2026 has been delivered to the Registrar of Companies and is available upon request from the Company's registered office or at mitie.com/investors. The independent auditor's report for the year ended 31 March 2026 was unqualified and did not contain a statement under Section 498(2) or 498(3) of the Companies Act 2006.

The condensed consolidated financial statements were approved by the Board of Directors on 18 November 2026.

Going concern

The condensed consolidated financial statements for the six months ended 30 September 2026 have been prepared on a going concern basis.

Impact of recommended cash offer by OCS Group International Limited

In adopting the going concern basis, the Directors have assessed the implications of the announcement on 21 July 2026 detailing a recommended cash offer by OCS Group International Limited ("OCS") to acquire the entire issued share capital of Mitie Group plc ("the OCS Transaction"), in accordance with Rule 2.7 of the Takeover Code. The OCS Transaction was approved by Mitie's shareholders on 16 September 2026, but remains subject to the satisfaction or waiver of the remaining conditions set out in the Scheme Document, including certain regulatory approvals. Subject to these conditions being satisfied or waived, completion is expected in the first quarter of 2027.

The Directors do not consider that the transaction gives rise to a material uncertainty related to going concern based on the following key matters:

- Following standalone going concern assessments based on existing facilities, which cover the period to November 2027, each of the Group and OCS in their last publicly available financial statements have concluded that the going concern basis is appropriate.
- While the Group's existing facilities contain change of control provisions that may become exercisable on completion of the OCS Transaction, the Directors are satisfied that sufficient committed debt and equity funding has been secured by OCS to replace the existing facilities of both the Group and OCS, and to fund the OCS Transaction. As set out in the debt commitment letter in connection with the OCS Transaction, OCS has secured committed financing comprising a £2,500m senior term loan facility, a £1,500m bridge facility and an £800m revolving credit facility. In addition, the scheme document for the OCS transaction confirms that Clayton, Dubilier & Rice has committed equity funding of approximately £891m. Collectively, these financing arrangements total £5,691m, and the debt facilities have maturities that extend beyond the going concern assessment period to November 2027.
- The Directors have assessed the statements made by OCS in its Rule 2.7 announcement and consider that OCS intends to combine the two existing businesses, and operate as an enlarged group, which is supportive of the Group's ability to continue as a going concern throughout the assessment period.
- If intended by OCS, any significant legal entity reorganisation at a scale that could give rise to a material uncertainty over the Group's ability to continue as a going concern is considered unlikely to occur within the assessment period, reflecting the substantial planning, regulatory approvals and legal processes required to implement changes of such scale and complexity.

Standalone going concern assessment

The Directors have considered the Group's business activities as set out on pages 4 to 83 of the Annual Report and Accounts 2026 and the principal risks and uncertainties as set out on pages 84 to 95 and the viability statement on page 98 of the same.

The Directors have carried out an assessment of the Group's ability to continue as a going concern for the period of at least 12 months from the date of approval of the condensed consolidated financial statements (the Going Concern Assessment Period). This assessment was based on the latest medium-term cash forecasts from the Group's cash flow model (the Base Case Forecasts), which is based on the Board approved budget. These Base Case Forecasts indicate that the debt facilities currently in place are adequate to support the Group over the Going Concern Assessment Period.

The Group's principal debt financing arrangements as at 30 September 2026 were a £250m Revolving Credit Facility maturing in October 2028, which was undrawn as at 30 September 2026, and £360m of US private placement (USPP) notes. These financing arrangements are subject to certain financial covenants which are tested every six months on a rolling 12-month basis, as set out in the Finance review.

The Group has £360m of USPP notes in issue. Of this amount, £120m was issued in December 2022, split equally across 8, 10 and 12-year maturities, with a weighted average coupon of 2.94%. A further £240m was issued under a three-year uncommitted shelf facility which has a total capacity of £360m, comprising £60m issued in December 2024 and £180m issued in November 2025. These additional USPP notes have maturities ranging from three to seven years and carry a weighted average fixed interest rate of 5.51%. At 30 September 2026, the shelf facility had approximately £120m of undrawn capacity available and remains available for drawdown until October 2027.

The Group currently operates within the terms of its agreements with its lenders, with consolidated net debt (i.e. net debt adjusted for covenant purposes, primarily by the exclusion of lease liabilities) of £230.6m at 30 September 2026. The Base Case Forecasts indicate that the Group will continue to operate

within these terms and that the headroom provided by the Group's debt facilities currently in place is adequate to support the Group over the Going Concern Assessment Period.

The Directors have also completed a reverse stress test using the Group cash flow model to assess the point at which the financial covenants, or facility headroom, would be breached. The sensitivities considered have been chosen after considering the Group's principal risks and uncertainties.

The primary financial risks related to adverse changes in the economic environment and/or a deterioration in commercial or operational conditions are listed below. These risks have been considered in the context of any further UK fiscal or monetary policy changes, the current economic climate including high inflation, as well as wider geopolitical uncertainties such as the Russian invasion of Ukraine and conflict in the Middle East:

- A downturn in revenues: this reflects the risks of not being able to deliver services to existing customers, or contracts being terminated or not renewed
- A deterioration of gross margin: this reflects the risks of contracts being renegotiated at lower margins, or planned cost savings not being delivered
- An increase in costs: this reflects the risks of a shortfall in planned overhead cost savings, including margin enhancement initiatives not being delivered, or other cost increases such as sustained higher cost inflation
- A downturn in cash generation: this reflects the risks of customers delaying payments due to liquidity constraints, the removal of ancillary debt facilities or any substantial one-off settlements related to commercial issues

As a result of completing this assessment, the Directors concluded that the likelihood of the reverse stress scenarios arising was remote. In reaching the conclusion of remote, the Directors considered the following:

- All stress test scenarios would require a very severe deterioration compared to the Base Case Forecasts. Revenue is considered to be the key risk, as this is less within the control of management. Revenue would need to decline by approximately 25% in the 12 months to 30 September 2027 compared to the Base Case Forecasts, which is considered to be very severe given the high proportion of Mitie's revenue that is fixed in nature and the fact that even in the Covid-hit year ended 31 March 2021, Mitie's revenue excluding Interserve declined by only 1.6%
- In the event that results started to trend significantly below those included in the Base Case Forecasts, additional mitigation actions have been identified that would be implemented. These include the short-term scaling down of capital expenditure, overhead efficiency/reduction measures including cancellation of discretionary bonuses and reduced discretionary spend, asset disposals and reductions in cash distributions

Conclusion

Based on these assessments, the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for a period of no less than 12 months from the date of approval of these condensed consolidated financial statements and that no material uncertainty exists.

(b) Critical accounting judgements and key sources of estimation uncertainty

In preparing these condensed consolidated financial statements, the critical judgements and significant sources of estimation uncertainty disclosed in the Annual Report and Accounts 2026 remain applicable.

In addition, a new critical judgement arising during the period ended 30 September 2026 relates to the Directors' conclusion that the proposed OCS Transaction does not give rise to a material uncertainty related to going concern. In reaching this conclusion, the Directors considered the factors set out in the going concern assessment disclosed in Note 1(a).

(c) Material accounting policies

In preparing these condensed consolidated financial statements for the six months ended 30 September 2026, the Group's accounting policies and methods of computation are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 March 2026, which were prepared in accordance with UK-adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006. In the six months to 30 September 2026, the Group entered into an uncommitted non-recourse receivable purchasing arrangement, and the accounting policy with respect to the new arrangement is detailed below.

Receivables purchasing arrangement

The Group uses a non-recourse receivable purchasing arrangement under which certain trade receivables are sold to the Group's relationship bank. As substantially all of the risks and rewards associated with ownership of the receivables are transferred to the bank, the receivables are derecognised from the Group's statement of financial position at the point of sale.

Under the terms of the arrangement, customers continue to remit cash directly to the Group, which acts solely as a collection agent and transfers the amounts collected to the bank. The cash inflow is recorded within cash generated from operations upon receipt from the bank. Further information on the Group's utilisation of the arrangement is provided in Note 8.

New standards and amendments to IFRS

The only IFRS amendments effective for the first time in the financial year ending 31 March 2027 relates to amendments to IFRS 9 *Financial Instruments* and IFRS 7 *Financial Instruments - Disclosures* for classification and measurement of financial instruments and contracts referencing nature-dependent electricity. These amendments do not have a material effect on the Group.

None of the new standards and amendments that are not yet effective are expected to have a material effect on the Group other than presentational changes that will be required for the year ending 31 March 2028 under IFRS 18 *Presentation and Disclosure in Financial Statements*, the impact of which is currently being assessed.

Statutory and non-statutory measures of performance

In the condensed consolidated financial statements, the Group has elected to provide some further non-statutory disclosures and performance measures, reported as 'before Other items', in order to assist in understanding the underlying financial performance achieved by the Group. The accounting policy used in determining the non-statutory measures of performance has remained unchanged in the six months ended 30 September 2026, and is set out below.

Other items are items of financial performance which management believes should be separately identified on the face of the condensed consolidated income statement to assist in understanding the underlying financial performance achieved by the Group. The Group separately reports acquisition and disposal costs within Other items. These include transaction costs, amortisation of acquisition-related intangible assets, integration costs, employment-

linked earnout charges, and gains or losses on business disposals. Other items also include cost of restructuring programmes, impairments of goodwill and acquired intangible assets, charges arising on the exit of pension schemes and other exceptional items, together with the associated tax effects. Should these items be reversed, disclosure of this would also be as Other items. The associated post-acquisition trading results generated by acquired businesses and the benefits from restructuring programmes are not included as Other items.

Separate presentation of these items is intended to enhance understanding of the financial performance of the Group in the period and the extent to which results are influenced by material unusual and/or non-recurring items. Further detail of Other items is set out in Note 3.

In addition, following the guidelines on Alternative Performance Measures issued by the European Securities and Markets Authority, the Group has included an Alternative Performance Measures appendix to the condensed consolidated financial statements.

2. Business segment information

The Group's operating segments are established on the basis of those components of the Group that are evaluated regularly by the Chief Operating Decision Maker in deciding how to allocate resources and in assessing performance. The Group has determined the Chief Operating Decision Maker to be its Board of Directors.

Revenue, operating profit before Other items and operating profit margin before Other items are the primary measures of performance that are reported to and reviewed by the Board. Segment assets and liabilities have not been disclosed as they are not reviewed by the Board.

No single customer accounted for more than 10% of external revenue in the period ended 30 September 2026 or in the comparative period. The UK Government is not considered to be a single customer.

Income statement information

	Six months ended 30 September 2026			Six months ended 30 September 2025		
	Revenue £m	**Operating profit/(loss) before Other items[1] £m**	**Operating profit margin before Other items[1] %**	Revenue £m	Operating profit/(loss) before Other items[1] £m	Operating profit margin before Other items[1] %
Business Services	**1,667.0**	**92.2**	**5.5**	1,415.3	85.3	6.0
Technical Services	**1,229.5**	**60.1**	**4.9**	1,261.9	50.4	4.0
Corporate Centre	**–**	**(28.8)**	**–**	–	(26.9)	–
Total for the Group	**2,896.5**	**123.5**	**4.3**	2,677.2	108.8	4.1

Note:

1. Other items are as described in Note 3.

A reconciliation of operating profit before Other items to total profit before tax is provided below:

	Six months ended 30 September 2026 £m	Six months ended 30 September 2025 £m
Operating profit before Other items	**123.5**	108.8
Other items[1]	**(79.4)**	(48.2)
Net finance costs	**(16.7)**	(10.8)
Profit before tax	**27.4**	49.8

Note:

1. Other items are as described in Note 3.

Disaggregated revenue

The Group disaggregates revenue from contracts with customers by sector (government and non-government). Management believes this best depicts how the nature and amount of revenue and cash flows are affected by economic factors. The following table includes a reconciliation of disaggregated revenue with the Group's reportable segments.

	Six months ended 30 September 2026			Six months ended 30 September 2025		
	Sector[1]			Sector[1]		
	Government £m	**Non-government £m**	**Total £m**	Government £m	Non-government £m	Total £m
Business Services	**763.1**	**903.9**	**1,667.0**	610.9	804.4	1,415.3
Technical Services	**704.7**	**524.8**	**1,229.5**	728.9	533.0	1,261.9
Revenue	**1,467.8**	**1,428.7**	**2,896.5**	1,339.8	1,337.4	2,677.2

Note:

1. Sector is defined by the end customer on any contract, for example, if the Group is a subcontractor to a company repairing a government building, then the contract would be classified as government.

3. Other items

Other items are items of financial performance which management believes should be separately identified on the face of the condensed consolidated income statement to assist in understanding the underlying financial performance achieved by the Group.

The Group separately reports acquisition and disposal costs within Other items. These include transaction costs, amortisation of acquisition-related intangible assets, integration costs, employment-linked earnout charges, and gains or losses on business disposals. Other items also include cost of restructuring programmes, impairments of goodwill and acquired intangible assets, integration costs, charges arising on the exit of pension schemes and other exceptional items, together with the associated tax effects.

	Six months ended 30 September 2026	Six months ended 30 September 2025
	£m	£m
Restructuring costs	**(27.3)**	(9.9)
Acquisition and disposal costs	**(52.0)**	(30.6)
Other exceptional items	**(0.1)**	(7.7)
Total Other items before tax	**(79.4)**	(48.2)
Tax	**16.9**	9.1
Total Other items after tax	**(62.5)**	(39.1)

Restructuring costs

The Group has been undertaking a major transformation involving the restructuring of operations to reposition the business for its next phase of growth. Material transformation programmes are included as Other items where initiatives are not considered to be normal operating costs of the business. The costs are analysed below:

	Six months ended 30 September 2026	Six months ended 30 September 2025
	£m	£m
Target Operating Model[1]	**(14.8)**	(9.9)
Process Re-imagination & Optimisation[2]	**(12.5)**	–
Restructuring costs	**(27.3)**	(9.9)
Tax	**6.7**	2.5
Restructuring costs net of tax	**(20.6)**	(7.4)

Notes:

1. The Target Operating Model (TOM) transformation programme includes the further outsourcing of back-office functions, process optimisation and system consolidation and optimising the organisation structure. Since its launch in the year ended 31 March 2022, cumulative costs of £85.5m have been recognised within the condensed consolidated income statement and classified as Other items, of which £81.7m were cash costs. The programme is expected to complete by 31 March 2027.
2. During the second half of the year ended 31 March 2026, the Group launched the Process Re-imagination & Optimisation programme, to redefine ways of working, leveraging technology and AI to support enhanced customer service and further margin expansion. This will be a major 'step change' for the business, requiring significant investment. Since its launch, cumulative costs of £14.2m have been recognised within the condensed consolidated income statement and classified as Other items, of which £13.5m were cash costs.

The costs associated with the Group restructuring programmes include £10.0m (2025: £3.2m) of external consultancy costs, £6.4m (2025: £0.7m) of property and vehicle exit costs including £4.9m of related impairment of non-current assets (2025: £nil), fixed-term staff costs of £5.5m (2025: £2.9m) to manage and implement changes, redundancy costs of £3.6m (2025: £2.0m), dual-run licence costs in relation to decommissioned operating systems of £1.1m (2025: £1.1m) and a loss on disposal of software and associated onerous licence fees of £0.7m (2025: £nil).

Acquisition and disposal-related costs

	Six months ended 30 September 2026	Six months ended 30 September 2025
	£m	£m
Amortisation of acquisition-related intangible assets	**(23.7)**	(15.6)
Disposal-related transaction costs[1]	**(12.9)**	–
Integration costs[2]	**(12.9)**	(2.3)
Employment-linked earnout charges	**(1.8)**	(4.4)
Acquisition-related transaction costs[3]	**(0.4)**	(7.0)
Other acquisition-related costs	**(0.3)**	(1.3)
Acquisition and disposal costs	**(52.0)**	(30.6)
Tax	**10.2**	4.7
Acquisition and disposal costs net of tax	**(41.8)**	(25.9)

Notes:

1. Comprises £9.3m of professional fees incurred in connection with the recommended cash offer by OCS to acquire the Group, together with £3.6m of additional employer's national insurance charges arising on existing share schemes due to the associated 'step change' in the Group's share price following the transaction announcement.
2. Comprises costs in relation to professional fees of £4.6m (2025: £0.9m), fixed-term staff costs of £4.4m (2025: £0.2m), cost associated with property exits of £1.4m (2025: £0.6m), redundancy costs of £0.9m (2025: £0.6m), accelerated amortisation in relation to software that is in the process of being replaced due to integration activities of £0.7m (2025: £nil), dual-run licence costs in relation to decommissioned operating systems of £0.6m (2025: £nil), and £0.3m of other integration activity costs (2025: £nil).
3. Relates to professional fees associated with the Group's acquisitions.

Other exceptional items

	Six months ended 30 September 2026 £m	Six months ended 30 September 2025 £m
Pension-related cost	**(0.1)**	(7.0)
Digital supplier platform	**–**	(0.7)
Other exceptional items	**(0.1)**	(7.7)
Tax	**-**	1.9
Other exceptional items, net of tax	**(0.1)**	(5.8)

4. Tax

The tax charge for the period has been calculated based upon the effective tax rate expected to apply to the Group for the year ending 31 March 2027 using rates substantively enacted by 30 September 2026. The rate of tax on profit before Other items for the period was 24.9% (2025: 24.7%). The rate of 24.9% is slightly lower than the UK statutory rate of 25%, mainly due to the statutory rate on overseas profits being lower than 25%.

The effective tax rate on total profits was 35.4% (2025: 30.3%), which is higher than the UK statutory rate primarily due to non-tax deductible acquisition-related costs which are charged to Other items. The tax credit on Other items equates to a rate of tax of 21.3% (2025: 18.9%).

Corporation tax payments for the period amounted to £2.6m (2025: £9.5m), of which £0.2m (2025: £7.7m) was paid in the UK and £2.4m (2025: £1.8m) was paid overseas. As explained in the Finance review, tax payments decreased by £6.9m, driven by lower UK corporation tax instalments, reflecting tax deductions related to share-based incentive plans that are expected to crystallise on completion of the OCS transaction.

The Group has unutilised income tax losses of £60.1m (31 March 2026: £52.0m) that are available for offset against future profits. A deferred tax asset has been recognised in respect of £28.5m (31 March 2026: £19.2m) of these losses to the extent that it is probable that taxable profits will be generated in the future and be available for utilisation. When considering the recoverability of deferred tax assets, the taxable profit forecasts are based on the same information used to support the going concern and goodwill assessments.

No deferred tax asset has been recognised in respect of losses of £16.4m (31 March 2026: £17.6m) and disallowed interest under UK corporate interest restriction rules of £15.2m (31 March 2026: £15.2m) because recoverability is uncertain. All amounts may be carried forward indefinitely. Deferred tax has been calculated using tax rates that were substantively enacted at the condensed consolidated statement of financial position date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax receivables against current tax payables; or when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax receivables and payables on a net basis.

5. Dividends

During the six months ended 30 September 2026, the Group paid £39.4m in respect of the final dividend for the year ended 31 March 2026 of 3.1p per share (31 March 2025: 3.0p). The Board has declared an interim dividend of 1.3p per share for the year ending 31 March 2027 (31 March 2026: 1.4p per share). Shares will be quoted ex-dividend on 26 November 2026 and the dividend will be payable to shareholders on the register at the earlier of 27 November 2026 and the effective date of the Scheme in connection with OCS's recommended cash offer for the acquisition of the Group, should the transaction complete. The dividend will be paid on the earlier of 18 December 2026 and 14 days following the effective date of the Scheme. The Dividend Reinvestment Plan (DRIP) will not be available in relation to the interim dividend. Shareholders who have previously elected to participate in the DRIP will instead receive this dividend in cash.

6. Earnings per share

The calculation of the basic and diluted EPS is based on the following data:

	Six months ended 30 September 2026 £m	Six months ended 30 September 2025 £m
Profit before Other items attributable to owners of the parent	**77.8**	69.9
Other items net of tax[1]	**(61.7)**	(38.4)
Profit attributable to owners of the parent	**16.1**	31.5

Note:

1. Other items are as described in Note 3.

Number of shares	Six months ended 30 September 2026 million	Six months ended 30 September 2025 million
Weighted average number of ordinary shares for the purpose of basic EPS[1]	**1,257.1**	1,223.7
Effect of dilutive potential ordinary shares	**94.8**	104.2
Weighted average number of ordinary shares for the purpose of diluted EPS[1]	**1,351.9**	1,327.9

Note:

1. The weighted average number of ordinary shares in issue during the period excludes those accounted for in the own shares reserve.

	Six months ended 30 September 2026 pence per share	Six months ended 30 September 2025 pence per share
Basic EPS before Other items[1]	**6.2**	5.7
Basic EPS	**1.3**	2.6
Diluted EPS before Other items[1]	**5.8**	5.3
Diluted EPS	**1.2**	2.4

Note:

1. Other items are as described in Note 3.

7. Goodwill

	£m
Cost	
At 1 April 2026	675.0
Measurement period adjustments on prior year acquisitions (refer to Note 15)	(2.6)
At 30 September 2026	**672.4**
Accumulated impairment losses	
At 31 March 2026	32.5
At 30 September 2026	**32.5**
Net book value	
At 31 March 2026	642.5
At 30 September 2026	**639.9**

8. Trade and other receivables

	30 September 2026 £m	31 March 2026 £m
Trade receivables	**493.9**	585.8
Accrued income	**439.7**	394.3
Prepayments	**85.2**	75.9
Other receivables	**52.6**	45.9
Total	**1,071.4**	1,101.9
Included in current assets	**1,053.5**	1,082.2
Included in non-current assets	**17.9**	19.7
Total	**1,071.4**	1,101.9

Management considers that the carrying amount of trade and other receivables approximates their fair value.

During the six months ended 30 September 2026, the Group entered into an uncommitted non-recourse receivables purchasing arrangement. At 30 September 2026, trade receivables with a carrying value of £43.1m had been sold under the arrangement and derecognised from trade receivables. Costs incurred in relation to the sale of trade receivables totalled £0.4m and were recognised within finance costs. Further information on the Group's accounting policy with respect to this arrangement is provided in Note 1 (c).

9. Trade and other payables

	30 September 2026 £m	31 March 2026 £m
Trade payables	**296.5**	282.1
Other taxes and social security	**230.5**	217.6
Accruals	**545.9**	566.9
Other payables	**82.3**	72.9
Total	**1,155.2**	1,139.5
Included in current liabilities	**1,142.6**	1,128.8
Included in non-current liabilities	**12.6**	10.7
Total	**1,155.2**	1,139.5

Management considers that the carrying amount of trade and other payables approximates their fair value.

10. Provisions

	Contract specific costs £m	Onerous contracts £m	Insurance reserve £m	Dilapidations £m	Other £m	Total £m
At 1 April 2026	26.5	12.1	30.4	16.3	4.6	**89.9**
Additional provisions	0.4	0.7	9.1	0.4	2.3	**12.9**
Released to the income statement	(1.1)	(0.7)	–	(0.2)	(0.6)	**(2.6)**
Utilised	(2.5)	(2.5)	(5.3)	(0.1)	(0.5)	**(10.9)**
Arising on business combinations	–	–	–	0.1	–	**0.1**
At 30 September 2026	23.3	9.6	34.2	16.5	5.8	**89.4**
Included in current liabilities	9.2	5.2	12.3	5.2	4.6	**36.5**
Included in non-current liabilities	14.1	4.4	21.9	11.3	1.2	**52.9**
Total	23.3	9.6	34.2	16.5	5.8	**89.4**

Contract specific costs

Contract specific provisions have been made primarily to cover remedial and rectification costs required to meet clients' contract terms, and include a £10.8m (31 March 2026: £10.8m) provision relating to a liability risk on a certain contract which is subject to dispute. The provisions are expected to be utilised over a maximum period of seven years.

Onerous contracts

Onerous contracts include provisions for certain long-term Private Finance Initiative, and other contracts. Due to the long-term nature of Private Finance Initiative contracts, it is expected that these provisions will be utilised over a weighted average period of six years.

Insurance reserve

The Group retains a portion of the exposure in relation to insurance policies for employer liabilities and motor and fleet liabilities. The provision includes claims incurred but not yet reported and is based on information available at the statement of financial position date. The provision is expected to be utilised over five years.

The insurance reserve of £34.2m is presented gross of an insurer reimbursement asset of £5.5m (31 March 2026: £3.4m), which represents the amount the Group is virtually certain to recover for claims under its insurance policies. Of this other receivable, £2.1m (31 March 2026: £2.2m) is presented as non-current.

Dilapidations

The provision for dilapidations relates to the legal obligation for leased properties to be returned to the landlord in the contracted condition at the end of the lease period. This cost would include repairs of any damage and restoration, and is expected to be utilised over the next nine years as properties are exited.

11. Cash and cash equivalents

	30 September 2026 £m	31 March 2026 £m
Cash and cash equivalents	**137.3**	108.9

Cash and cash equivalents comprise cash held by the Group and short-term bank deposits with an original maturity of three months or less. The Group operates cash-pooling arrangements with certain banks for cash management purposes. There were no gross overdraft balances at 30 September 2026 (31 March 2026: no gross overdraft balances).

At 30 September 2026, included within cash and cash equivalents is £7.8m (31 March 2026: £5.7m) which is subject to various constraints on the Group's ability to utilise these balances. These constraints relate to amounts held through a joint operation, where cash is not available for use by the Group.

12. Financing liabilities

	30 September 2026 £m	31 March 2026 £m
Private placement notes	**360.0**	360.0
Lease liabilities (Note 13)	**179.6**	195.5
Prepaid arrangement fees	**(1.9)**	(2.1)
Total	**537.7**	553.4
Included in current liabilities	**56.6**	62.5
Included in non-current liabilities	**481.1**	490.9
Total	**537.7**	553.4

Revolving Credit Facility (RCF)

The Group has a Revolving Credit Facility of £250m with a maturity date of October 2028. During the period to 30 September 2026, the Revolving Credit Facility was utilised for short-term borrowings, with the average borrowing amounting to £19.9m (31 March 2026: £22.5m) over an average period of 16 days (31 March 2026: 13 days). Amounts drawn down during the period accumulated to £815m (31 March 2026: £810m) with equal amounts repaid (31 March 2026: £810m). There were no amounts outstanding as at 30 September 2026 (31 March 2026: no amounts outstanding).

As at 30 September 2026, the Group had available £250m (31 March 2026: £250m) of undrawn committed borrowing facilities in respect of the Revolving Credit Facility to which all conditions precedent had been met.

US Private Placement (USPP) notes

The Group has £360m of US Private Placement ('USPP') notes in issue. Of this amount, £120m was issued in December 2022, split equally across 8, 10 and 12-year maturities, with a weighted average coupon of 2.94%. A further £240m was issued under a three-year uncommitted shelf facility which has a total capacity of £360m, comprising £60m issued in December 2024 and £180m issued in November 2025. These additional USPP notes have maturities ranging from three to seven years and carry a weighted average fixed interest rate of 5.51%. At 30 September 2026, the shelf facility had approximately £120m of undrawn capacity available and remains available for drawdown until October 2027.

Compliance with covenants

The RCF and USPP notes are unsecured but have financial and non-financial covenants and obligations commonly associated with these arrangements. The two key financial covenant ratios are leverage and interest cover, measured biannually on a rolling 12-month basis at 31 March and 30 September as follows:

- Leverage – ratio of 'consolidated total net borrowings' to 'adjusted consolidated EBITDA') shall not exceed 3.0x
- Interest cover – ratio of 'consolidated EBITDA' to 'consolidated net finance costs', shall not be lower than 4.0x

Covenant ratios are measured after adjustments for IFRS 16 primarily excluding lease liabilities from net debt and the inclusion of a charge equivalent to lease payments against EBITDA. The Group was compliant with these covenants as at 30 September 2026, with leverage of 0.71x (31 March 2026: 0.82x) and interest cover of 13.6x (31 March 2026: 17.8x), and therefore all amounts are classified in line with repayment dates.

13. Leases

Right-of-use assets	Properties £m	Plant and vehicles £m	Total £m
At 1 April 2026	34.3	154.0	188.3
Additions	2.2	14.3	16.5
Modifications to lease terms and disposals	2.1	3.5	5.6
De-recognition of right-of-use assets[1]	-	(8.4)	(8.4)
Impairments[2]	(0.4)	(4.5)	(4.9)
Depreciation	(4.8)	(27.4)	(32.2)
Effect of movements in exchange rates	-	(0.2)	(0.2)
At 30 September 2026	**33.4**	**131.3**	**164.7**

Notes:
1. During the six months ended 30 September 2026, the Group introduced a salary sacrifice arrangement for company cars. The Group leases the vehicles and sub-leases them to employees in exchange for salary sacrifice. The head lease and employee sub-lease are accounted for separately. On entering into the sub-lease, the related right-of-use asset for the head lease is derecognised, and a finance lease receivable is recognised for the sub-lease.
2. As part of the TOM transformation programme (refer to Note 3), certain vehicle leases were terminated early, resulting in a £4.5m impairment to the associated plant and vehicles right-of-use assets. The related early termination fees also resulted in a corresponding increase to the capital repayments of lease liabilities in the period.

Lease liabilities	£m
At 31 March 2026	195.5
Additions	17.4
Modifications to lease terms and disposals	5.4
Interest expense related to lease liabilities	4.8
Repayment of lease liabilities (including interest)	(43.2)
Effect of movements in exchange rates	(0.3)
At 30 September 2026	**179.6**
Included in current liabilities	57.3
Included in non-current liabilities	122.3
Total	**179.6**

14. Analysis of net debt

	Notes	30 September 2026 £m	31 March 2026 £m
Cash and cash equivalents	**11**	**137.3**	108.9
Adjusted for: restricted cash	**11**	**(7.8)**	(5.7)
Private placement notes	**12**	**(360.0)**	(360.0)
Prepaid arrangement fees	**12**	**1.9**	2.1
Net debt before lease obligations		**(228.6)**	(254.7)
Lease liabilities	**13**	**(179.6)**	(195.5)
Finance lease receivables		**7.6**	–
Net debt		**(400.6)**	(450.2)

Reconciliation of net cash flow to movements in net debt	Notes	Six months ended 30 September 2026 £m	Six months ended 30 September 2025 £m
Net increase/(decrease) in cash and cash equivalents		**28.6**	(10.9)
Increase in restricted cash		**(2.1)**	(1.8)
Net increase/(decrease) in unrestricted cash and cash equivalents		**26.5**	(12.7)
Cash drivers			
Proceeds from bridge loan facility		**-**	(240.0)
Repayment of bank loans		**-**	9.0
Payment of arrangement fees		**-**	0.7
Capital element of lease rentals	**13**	**38.4**	32.0
Non-cash drivers			
Non-cash movement in bank loans		**(0.2)**	(0.4)
Non-cash movement in lease liabilities	**13**	**(22.8)**	(26.3)
Non-cash movement in finance lease receivables		**7.6**	–
Effect of foreign exchange rate changes		**0.1**	(0.4)
Debt acquired as part of business combinations		**-**	(34.3)
Decrease/(increase) in net debt during the period		**49.6**	(272.4)
Opening net debt		**(450.2)**	(199.0)
Closing net debt		**(400.6)**	(471.4)

15. Acquisitions

Prior year acquisitions

During the year ended 31 March 2026 the Group completed the acquisitions of Marlowe Limited, formerly Marlowe plc (Marlowe), Seguridad Profesional Mediterranea and Serveis Puntuals i Manteniment (together, SPM), Forest Group Holdings Limited and its subsidiaries, Forest U.K. Limited and GB Refrigeration Limited (together, Forest Group), El-Team Vest A/S (ETV) and ABC Elektro AS (ABC).

The accounting for these acquisitions was disclosed as provisional within the Group's Annual Report and Accounts 2026, as these acquired businesses were in the 12-month measurement period as allowed by IFRS 3 *Business Combinations.* During the six months ended 30 September 2026, Management have revised the acquisition accounting for these businesses, and measurement period adjustments have been recognised to reflect new information about conditions and circumstances that existed at the acquisition date. The acquisition accounting for Marlowe, SPM and Forest Group has been finalised. The acquisition accounting for ETV and ABC remains provisional and will be finalised within the measurement period by 31 March 2027.

Following the measurement period adjustments, the fair value of acquired net assets increased by £4.4m, deferred tax liabilities increased by £1.1m and consideration increased by £0.7m which was paid in the period following the finalisation of the ETV and ABC completion accounts, resulting in a corresponding £2.6m decrease in goodwill. The decrease primarily relates to the finalisation of the purchase price accounting for ETV that was acquired on 31 March 2026, with adjustments recognised to record the provisional value of acquired customer relationships.

As these adjustments to acquisition accounting are not material for the Group, goodwill values have been adjusted in the current period rather than re-presenting goodwill as at 31 March 2026.

16. Defined benefit pension schemes

As at 30 September 2026, the Group operates defined benefit schemes including the Mitie Group plc Pension scheme (the Group scheme) and other smaller schemes. The Group scheme is comprised of two segregated sections (Group Part A and Group Part B). As a result of continued improvement in the funding position of the main Group scheme, deficit repair contributions ceased during FY26 and the Group is working with the trustee to purchase a 'buy-in' policy from an insurer to cover scheme liabilities.

The other smaller defined benefit schemes include MacLellan Group 2000 Retirement Benefit Scheme, THK Insulation Limited Retirement Benefits Scheme and Cyprus Provident Fund. Due to the size of the smaller schemes, the Directors present the results and position of these schemes within this disclosure note as 'Other schemes'. Other schemes also include the Admitted Body schemes, which are largely sections of Local Government Pension Schemes, in respect of certain employees who joined the Group under the Transfer of Undertakings (Protection of Employment) Regulations 2006 or through the acquisition of subsidiary companies.

Principal accounting assumptions at statement of financial position date

	Group Part A		Group Part B		Other schemes	
	30 September 2026 %	31 March 2026 %	**30 September 2026 %**	31 March 2026 %	**30 September 2026 %**	31 March 2026 %
Key assumptions used for IAS 19 valuation:						
Discount rate	**6.70**	6.12	**6.75**	6.16	**6.76**	6.17
Expected rate of pensionable pay increases	**2.77**	2.88	**2.89**	3.00	**2.97**	3.82
Retail price inflation	**3.30**	3.44	**3.28**	3.41	**3.30**	3.41
Consumer price inflation	**2.77**	2.57	**2.89**	3.00	**2.89**	3.00
Future pension increases	**2.77**	2.57	**2.89**	3.00	**2.97**	2.81

Sensitivity of defined benefit obligations to key assumptions

The sensitivity of defined benefit obligations to changes in principal actuarial assumptions is shown below.

		Impact on defined benefit obligations	
	Change in assumption	(Decrease)/increase in obligations %	(Decrease)/increase in obligations £m
Increase in discount rate	0.25%	(3.1)	(6.1)
Increase in retail price inflation	0.25%	2.0	3.9
Increase in consumer price inflation (excluding pay)	0.25%	1.0	2.0
Increase in life expectancy	1 year	2.7	5.3

Some of the above changes in assumptions may have an impact on the value of the scheme's investment holdings, such as a change in discount rates as a result of a change in UK corporate bond yields.

Amounts recognised in financial statements

Amounts recognised in the condensed consolidated financial statements in respect of the Group's defined benefit schemes are as follows:

	Group Part A £m	**Group Part B £m**	**Other schemes £m**	**Total £m**
Net pension asset / (liability) at 1 April 2026	15.5	2.7	(2.8)	**15.4**
Charge to income statement	–	(0.2)	(0.2)	**(0.4)**
Credit to other comprehensive income	6.0	1.0	0.1	**7.1**
Employer contributions	0.1	0.1	0.2	**0.4**
Net pension asset / (liability) at 30 September 2026	**21.6**	**3.6**	**(2.7)**	**22.5**
Fair value of scheme assets	162.8	22.5	70.6	**255.9**
Present value of defined benefit obligations	(141.2)	(18.9)	(38.0)	**(198.1)**
Surplus without restriction	**21.6**	**3.6**	**32.6**	**57.8**
Effect of asset ceiling	–	–	(35.3)	**(35.3)**
Net pension asset / (liability) at 30 September 2026	**21.6**	**3.6**	**(2.7)**	**22.5**

The total of schemes in surplus position is £25.2m (31 March 2026: £18.2m).

17. Related party transactions

Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in this Note.

Mitie Group plc has a related party relationship with the Mitie Foundation, a charitable company. During the six months ended 30 September 2026, the Group made payments of £0.2m (2025: £0.2m) to the Mitie Foundation to fund operations.

During the six months ended 30 September 2026, the Group recognised amounts for transactions with joint ventures and associates of £0.1m (2025: £0.4m). Separately, purchases of £0.1m were made from associates (2025: no purchases).

The amounts due from associates as at 30 September 2026 is £0.1m (31 March 2026: no amounts due), and no expense has been recognised in the period for expected credit losses in respect of the amounts owed by associates (2025: no expense recognised). The amount due to associates is £nil (31 March 2026: £nil).

All transactions with these related parties were made on terms equivalent to those that prevail in arm's length transactions.

No other transactions during the six months ended 30 September 2026 meet the definition of related party transactions.

18. Events after the reporting period

There are no material events since 30 September 2026 that require adjustment or disclosure in the condensed consolidated financial statements.

Appendix - Alternative Performance Measures

The Group presents various Alternative Performance Measures as management believes that these are useful for users of the financial statements in helping to provide a balanced view of, and relevant information on, the Group's financial performance.

In assessing its performance, the Group has adopted certain non-statutory measures which, unlike its statutory measures, cannot be derived directly from its financial statements. The Group commonly uses the following measures to assess its performance:

Performance before Other items

The Group adjusts the statutory income statement for Other items which, in management's judgement, need to be disclosed separately by virtue of their nature, size and incidence in order for users of the condensed consolidated financial statements to obtain a proper understanding of the financial information and the underlying performance of the business.

The Group separately reports acquisition and disposal costs within Other items. These include transaction costs, amortisation of acquisition-related intangible assets, integration costs, employment-linked earnout charges, and gains or losses on business disposals. Other items also include cost of restructuring programmes, impairment of goodwill and acquired intangible assets, charges arising on exit of pension schemes and other exceptional items. Further details of these Other items are provided in Note 3.

Operating profit		Six months ended 30 September 2026 £m	Six months ended 30 September 2025 £m
Operating profit	Statutory measures	**44.1**	60.6
Adjust for:			
Restructuring costs	Note 3	**27.3**	9.9
Acquisition and disposal costs	Note 3	**52.0**	30.6
Other exceptional items	Note 3	**0.1**	7.7
Operating profit before Other items	Performance measures	**123.5**	108.8

Reconciliations are provided below to show how the Group's segmental reported results are adjusted to exclude Other items.

	Six months ended 30 September 2026 £m			Six months ended 30 September 2025 £m		
Operating profit/(loss)	Reported results	Adjust for: Other items (Note 3)	Performance measures	Reported results	Adjust for: Other items (Note 3)	Performance measures
Segment						
Business Services	**85.7**	**6.5**	**92.2**	75.4	9.9	85.3
Technical Services	**53.6**	**6.5**	**60.1**	41.7	8.7	50.4
Corporate Centre	**(95.2)**	**66.4**	**(28.8)**	(56.5)	29.6	(26.9)
Total	**44.1**	**79.4**	**123.5**	60.6	48.2	108.8

In line with the Group's measurement of profit from operations before Other items, the Group also presents its basic earnings per share before Other items. The table below reconciles this to the statutory basic earnings per share.

Earnings per share		Six months ended 30 September 2026 pence	Six months ended 30 September 2025 pence
Statutory basic earnings per share	Statutory measures	**1.3**	2.6
Adjust for: Other items per share		**4.9**	3.1
Basic earnings per share before Other items	Performance measures	**6.2**	5.7

Net debt

Net debt is defined as the difference between net total borrowings (being financing liabilities net of finance lease receivables) and cash and cash equivalents. It is a measure that provides additional information on the Group's financial position. Restricted cash, which is subject to various constraints on the Group's ability to utilise these balances, has been excluded from the net debt measure.

Total Financial Obligations is defined as the Group's net debt including the amount of invoice discounting under the Group's receivable purchasing arrangement and the net retirement benefit assets/(liabilities). Total Financial Obligations represents all debt-like financing items the Group has made use of at period end.

A reconciliation from reported figures is presented below:

Net debt		30 September 2026 £m	31 March 2026 £m	30 September 2025 £m
Cash and cash equivalents	Statutory measures	**137.3**	108.9	169.8
Adjusted for: restricted cash	Note 11	**(7.8)**	(5.7)	(6.1)
Financing liabilities	Note 12	**(537.7)**	(553.4)	(635.1)
Finance lease receivables		**7.6**	–	–
Net debt	Performance measures	**(400.6)**	(450.2)	(471.4)
Receivable purchasing arrangement	Note 8	**(43.1)**	–	–
Net retirement benefit assets	Note 16	**22.5**	15.4	18.0
Total Financial Obligations	Performance measures	**(421.2)**	(434.8)	(453.4)

The Group uses an average net debt measure as this reflects its financing requirements throughout the period. The Group calculates its average net debt based on the daily closing figures, including its foreign currency bank loans translated at the closing exchange rate for the previous month end. This measure showed average daily net debt of £545.8m for the six months ended 30 September 2026, compared with £440.2m for the year ended 31 March 2026 and £331.6m for the six months ended 30 September 2025.

Free cash flow

Free cash flow is a measure representing the cash that the Group generates after accounting for cash flows to support operations and maintain its capital assets. It is a measure that provides additional information on the Group's financial performance as it highlights the cash that is available to the Group after operating and capital expenditure requirements are met.

The table below reconciles net cash generated from operating activities to free cash inflow.

Free cash flow		Six months ended 30 September 2026 £m	Six months ended 30 September 2025 £m
Net cash generated from operating activities	Statutory measures	**147.3**	93.8
Less: net increase in restricted cash	Note 11	**(2.1)**	(1.8)
Interest received		**0.6**	1.7
Employment-linked earnouts[1]		**6.7**	3.7
Acquisition-related transaction costs[2]		**0.1**	5.7
Disposal-related transaction costs[3]		**6.4**	–
Purchase of property, plant and equipment		**(10.8)**	(16.0)
Purchase of other intangible assets		**(5.7)**	(3.3)
Disposal of property, plant and equipment		**0.5**	0.1
Capital element of lease rentals paid	Note 13	**(38.4)**	(32.0)
Free cash inflow	Performance measures	**104.6**	51.9

Notes:

1. During the six months ended 30 September 2026, payments totalling £6.7m (2025: £3.7m) have been made to the former owners of certain acquired businesses with respect to earnout payments, which are conditional on the owners remaining employed with the Group as well as the underlying performance of the acquired business. During the period, costs related to such performance-based employment-linked earnouts of £1.8m (2025: £4.4m) were charged to the condensed consolidated income statement and classified as Other items. Refer to Note 3.
2. During the six months ended 30 September 2026, acquisition-related transaction costs charged to the income statement totalled £0.4m (2025: £7.0m) (Refer to Note 3), of which £0.1m (2025: £5.7m) has been settled in cash during the period.
3. During the six months ended 30 September 2026, transaction costs associated with the recommended cash offer by OCS to acquire the Group totalled £12.9m (Refer to Note 3), of which £6.4m has been settled in cash during the period.

Earnings before interest, tax, depreciation and amortisation

Earnings before interest, tax, depreciation and amortisation (EBITDA) is a measure of the Group's profitability. EBITDA is measured as profit before tax excluding the impact of net finance costs, Other items, depreciation on property, plant and equipment, amortisation and impairment of non-current assets and amortisation of contract assets.

EBITDA		Six months ended 30 September 2026 £m	Six months ended 30 September 2025 £m
Profit before tax	Statutory measures	**27.4**	49.8
Add: net finance costs		**16.7**	10.8
Operating profit		**44.1**	60.6
Add: Other items	Note 3	**79.4**	48.2
Operating profit before Other items		**123.5**	108.8
Add:			
Depreciation of property, plant and equipment		**42.6**	40.2
Amortisation of non-current assets[1]		**4.3**	4.7
Amortisation of contract assets		**0.8**	0.4
Impairment of non-current assets[2]		**-**	0.2
EBITDA	Performance measures	**171.2**	154.3

Notes:

1. Excludes amortisation of acquisition-related intangible assets of £23.7m (2025: £15.6m) and accelerated amortisation of software of £0.7m (2025: £nil), as these are classified as Other items in the condensed consolidated income statement. Refer to Note 3.
2. Excludes impairment of non-current assets relating to property exists and fleet terminations, as these are classified as Other Items in the condensed consolidated income statement. Refer to Note 3.

Return on invested capital

Return on invested capital (ROIC) is a measure of how efficiently the Group utilises its invested capital to generate profits. The table below reconciles the Group's net assets to invested capital and summarises how the ROIC is derived, based on a 12-month rolling operating profit before Other items after tax.

		30 September 2026 £m	31 March 2026 £m	30 September 2025 £m
Net assets	Statutory measures	**509.4**	532.5	544.2
Add:				
Non-current liabilities		**633.4**	639.6	707.1
Current provisions	Note 10	**36.5**	36.9	44.1
Deduct:				
Non-current deferred tax assets		**(0.4)**	–	(0.3)
Non-current finance lease receivables		**(5.4)**	–	–
Cash and cash equivalents	Note 11	**(137.3)**	(108.9)	(169.8)
Invested capital	Performance measures	**1,036.2**	1,100.1	1,125.3
Operating profit before Other items[1]		**278.8**	264.1	241.8
Tax[2]		**(69.1)**	(64.7)	(58.3)
Operating profit before Other items after tax[1]		**209.7**	199.4	183.5
ROIC %	Performance measures	**20.2%**	18.1%	16.3%

Notes:

1. Operating profit is presented on a rolling 12-month basis.
2. The tax charge has been calculated at the effective tax rate on pre-tax profits before other items on a rolling 12-month basis of 24.8% (31 March 2026: 24.5%, 30 September 2025: 24.1%).