



AIVITA GROUP INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

| | March 31, 2025 | March 31, 2024 |
|--|---------------------|----------------------|
| ASSETS | | |
| Current assets: | | |
| Cash and cash equivalents | \$ 6,522,048 | \$ - |
| Accounts receivable | - | - |
| Inventory | - | - |
| Other current assets | 176,846 | 83,791 |
| Current assets for Discontinued Operations | <i>Note 3.1</i> - | 4,609,995 |
| Total current assets | 6,698,894 | 4,693,786 |
| Property and equipment, net | - | - |
| Other assets for Discontinued Operations | <i>Note 3.1</i> - | 7,271,115 |
| TOTAL ASSETS | \$ 6,698,894 | \$ 11,964,902 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| Current liabilities: | | |
| Accounts payable | \$ 10,919 | \$ 9,524 |
| Accrued expenses and other current liabilities | 38,760 | 14,000 |
| Value added and other tax payable | - | - |
| Note payable - bank, short-term | - | - |
| Current liabilities for Discontinued Operations | <i>Note 3.1</i> - | 899,567 |
| Total current liabilities | 49,679 | 923,091 |
| Long-term liabilities: | | |
| Note payable - bank | - | - |
| Long term liabilities for Discontinued Operations | <i>Note 3.1</i> - | 647,946 |
| Total liabilities | \$ 49,679 | \$ 1,571,037 |
| Stockholders' equity: | | |
| Common Stock, \$0.001 par value; 100,000,000 shares authorized; 82,263,525 issued at March 31, 2025 and March 31, 2024 | 82,264 | 82,264 |
| Preference Stock, 10,000,000 preference shares authorised; NIL preference shares issued at March 31, 2025 and March 31, 2024 | | |
| Additional paid-in capital | 22,902,286 | 22,898,776 |
| Capital contributions | - | - |
| Accumulated deficit | (16,335,335) | (12,634,364) |
| Cumulative translation adjustment (CTA) | - | 47,189 |
| Total stockholders' equity | 6,649,215 | 10,393,864 |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$ 6,698,894 | \$ 11,964,901 |



AIVITA GROUP INC.
 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
 (Unaudited)

| | Three Months Ended | |
|---|-----------------------------|--------------------------|
| | March 2025 | March 2024 |
| Revenues | | |
| Income from Continuing Operations | \$ - | \$ - |
| Income from Discontinued Operations | 1,662,761 | 2,058,843 |
| | <u>\$ 1,662,761</u> | <u>\$2,058,843</u> |
| Cost of sales | | |
| Cost of sales from Continuing Operations | - | - |
| Cost of sales from Discontinued Operations | 1,127,094 | 1,378,837 |
| Gross profit | | |
| Gross profit from Continuing Operations | - | - |
| Gross profit from Discontinued Operations | 535,667 | 680,007 |
| Operating expenses | | |
| Overheads from Continuing Operations | 619,644 | 100,858 |
| Overheads from Discontinued Operations | 386,090 | 406,093 |
| Loss on disposal of Subsidiary | 6,737,825 | - |
| | <u>7,743,559</u> | <u>506,950</u> |
| Gain / (Loss) from operations | | |
| Gain / (Loss) from Continuing Operations | (7,357,469) | (100,858) |
| Gain / (Loss) from Discontinued Operations | 149,577 | 273,914 |
| | <u>(7,207,891)</u> | <u>173,056</u> |
| Other income (expense) | | |
| Interest income from Discontinued Operations | 2,824 | 8,251 |
| | <u>2,824</u> | <u>8,251</u> |
| Gain / (Loss) before income taxes | | |
| Gain / (Loss) from Continuing Operations | (7,357,469) | (100,858) |
| Gain / (Loss) from Discontinued Operations | \$ 152,401 | \$ 282,164 |
| Tax charge | - | - |
| Net gain / (loss) | <u>\$(7,205,068)</u> | <u>\$ 181,307</u> |
| Net gain / (loss) per share - basic and diluted | <u>\$ (0.0876)</u> | <u>\$ 0.0022</u> |
| Weighted-average shares outstanding - basic and diluted | <u>82,263,525</u> | <u>82,263,525</u> |
| <u>Non-GAAP financial disclosure</u> | | |
| Gain / (Loss) from operations | \$(7,207,891) | \$ 173,056 |
| Depreciation expense | 177,391 | 198,175 |
| Site Impairments | - | - |
| Stock based compensation | - | - |
| Adjusted EBITDA | <u>\$(7,030,501)</u> | <u>\$ 371,231</u> |



AIVITA GROUP INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

| | Three Months Ended | |
|--|------------------------|--------------------|
| | March 2025 | March 2024 |
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| Net gain / (loss) | \$(7,205,068) | \$ 181,307 |
| <i>Adjustments to reconcile net loss to net cash used in operating activities:</i> | | |
| Depreciation and impairment | - | 198,175 |
| Stock-based compensation | - | - |
| Disposal of Subsidiary | Note 3.3 10,225,385 | - |
| <i>Changes in operating assets and liabilities</i> | | |
| <i>(Increase) decrease in:</i> | | |
| Accounts receivable | - | 273,135 |
| Value added and other tax | - | (103,170) |
| Inventory | - | - |
| Prepaid and other current assets | (140,610) | (72,115) |
| Other assets, long term | - | 57,898 |
| <i>Increase (decrease) in:</i> | | |
| Accounts payable | (42,087) | (8,445) |
| Accrued expenses and other current liabilities | (66,643) | 38,331 |
| Due to related party | - | - |
| Operating activities - Discontinued Operations | Note 3.3 663,938 | - |
| Net cash used in operating activities | 3,434,915 | 565,115 |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | |
| Purchases of property and equipment | - | (53,231) |
| Net cash used in investing activities | - | (53,231) |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Payments on note payable | - | (95,778) |
| Financing activities - Discontinued Operations | Note 3.3 (580,116) | - |
| Net cash provided by (used in) financing activities | (580,116) | (95,778) |
| Effect of Exchange Rate on Cash and Cash Equivalents | 26,892 | (25,749) |
| Net increase (decrease) in cash and cash equivalents | 2,881,691 | 390,358 |
| Cash and cash equivalents, beginning of the period | 3,640,357 | 2,873,724 |
| Cash and cash equivalents, end of the period | \$ 6,522,048 | \$3,264,082 |



AIVITA GROUP INC.
STATEMENT OF CHANGES IN EQUITY
(Unaudited)

| | Called up share capital \$ | Capital contribution reserve \$ | Profit and loss account \$ | Cumulative Translation Adjustment (CTA) \$ | Total equity \$ |
|---|-------------------------------------|--|----------------------------------|--|-----------------------|
| At 31 December 2024 | 82,264 | 22,902,286 | (12,883,702) | (26,892) | 10,073,955 |
| Gain / (Loss) for the year to date | - | - | (7,205,068) | - | (7,205,068) |
| Adjustment for disposal of subsidiary <i>Note 3.2</i> | - | - | 3,753,435 | - | 3,753,435 |
| Stock based compensation | - | - | - | - | - |
| Movement in CTA | - | - | - | 26,892 | 26,892 |
| At 31 March 2025 | 82,264 | 22,902,286 | (16,335,335) | (0) | 6,649,214 |

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE QUARTER ENDED 31 MARCH 2025**

1. Accounting policies

Historically, the financial statements of EuroSite Power Inc. (the 'Company') have consolidated its 100% owned subsidiary Company, EuroSite Power Limited ('Limited'), a limited liability Company incorporated and domiciled in the United Kingdom. The trading activities of the Company primarily took place in the United Kingdom. In addition, the consolidation have included results for Limited's 100% Subsidiaries, EuroSite Power Projects Limited, an entity incorporated in the United Kingdom and Eurosite Power Holdings Limited ("Holdings"), an entity incorporated in Cyprus.

On March 24, 2025, EuroSite Power Limited was acquired by TEDOM a.s., a company registered under Czech law ID 28466021 with registered office being Výčapy 195, 674 01 Výčapy, Czech Republic and registered in commercial register maintained in Regional Court in Brno under file No. B6260. First quarter results up to March 24, 2025 have been recognized in the reported results.

As part of the transaction to sell Limited, Eurosite Power Projects Limited was disposed of to the Company for a total consideration of £1 during the quarter. This entity did not trade in 2025 as it is currently being voluntarily wound up following appointment of a Liquidator following a special resolution dated August 28, 2024.

Furthermore, Eurosite Power Holdings Limited went through a Strike Off process under Cypriot law and has not had any trading activity since the second quarter in 2024 and was formally dissolved and struck-off on May 9, 2025.

The Company's consolidated financial statements are prepared in US Dollars (\$) which is the functional currency of the Company. The financial statements of Limited were prepared in Sterling (£), which was the functional currency of Limited. The financial statements presented are for the quarter ended March 31, 2025 (2024: quarter ended March 31, 2024).

1.1 Basis of preparation of financial statements

The Company financial statements have been prepared in accordance with US GAAP.

The Limited financial statements were prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The Holdings financial statements were prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap. 113. No material adjustments to the financial statements are required for consolidation purposes.

The following principal accounting policies have been applied:

1.2 Going concern

At the time of signing these accounts, the directors have considered the going concern position, and consider that this does indicate that the company will continue to trade for a period of at least 12 months from the date of signing these accounts. The company has sufficient cash availability. The forecasts demonstrate that the

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE QUARTER ENDED 31 MARCH 2025**

company will continue to operate within the facilities available to it. On that basis, the directors have prepared these financial statements on a going concern basis.

1.3 Foreign currency translation

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the

transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account. Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the profit and loss account.

1.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, local value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of energy

Revenue from the sale of energy is recognised when all of the following conditions are satisfied:

- revenue is recognised as energy is generated;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE QUARTER ENDED 31 MARCH 2025**

1.5 Operating leases

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the lease term.

1.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

| | |
|---------------------|-------------------------|
| Plant and machinery | - 15 years straightline |
| Motor vehicles | - 4 years straightline |

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the profit and loss account.

At each balance sheet date, the Company reviews the carrying amounts of its tangible fixed assets to determine whether there is any indication that any items have suffered an impairment loss. If any such indication exists, the recoverable amount of an asset is estimated in order to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of the asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. Any impairment loss is recognised as an expense immediately.

1.7 Assets under construction

Assets under the course of construction have been capitalised and will be depreciated when they are brought fully into use.

1.8 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE QUARTER ENDED 31 MARCH 2025**

1.9 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit and loss account.

1.10 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the statement of profit and loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the balance sheet.

1.11 Current and deferred taxation

The tax charge for the year comprises of current and deferred tax.

Current tax is recognised for the amount of corporation tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or subsequently enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date, except as otherwise indicated. Deferred tax assets are only recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is calculated using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

1.12 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties and loans with related parties.

All financial assets and liabilities are initially measured at transaction price and subsequently measured at amortised cost.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an



**NOTES TO THE FINANCIAL STATEMENTS
FOR THE QUARTER ENDED 31 MARCH 2025**

asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

2. Employees

The average monthly number of employees, including directors, during the quarter was 15 (2024: 13).

3. Discontinued Operations

Following the sale of EuroSite Power Limited on March 24, 2025 the consolidated results for the Company now report the European operations from March 31, 2024 as Discontinued Operations, in line with US GAAP. This is done to ensure readers can easily identify the profits, expenses and cash flows of the continuing operations from those activities that have now ceased.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE QUARTER ENDED 31 MARCH 2025**

3.1 Balance Sheet

| | March 31st 2024 |
|--|----------------------------|
| Cash and cash equivalents | 3,264,082 |
| Accounts receivable | 746,955 |
| Inventory | 429,097 |
| Other current assets | 169,862 |
| Current assets for Discontinued Operations | 4,609,995 |
| <hr style="border-top: 3px double black;"/> | |
| Property and equipment, net | 7,271,115 |
| Other assets for Discontinued Operations | 7,271,115 |
| <hr style="border-top: 3px double black;"/> | |
| Current liabilities: | |
| Accounts payable | - 243,232 |
| Accrued expenses and other current liabilities | - 242,391 |
| Value added and other tax payable | - 77,599 |
| Note payable - bank, short-term | - 336,346 |
| Current liabilities for Discontinued Operations | - 899,568 |
| <hr style="border-top: 3px double black;"/> | |
| Long-term liabilities: | |
| Note payable - bank | - 647,946 |
| Long term liabilities for Discontinued Operations | - 647,946 |
| <hr style="border-top: 3px double black;"/> | |

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE QUARTER ENDED 31 MARCH 2025**

3.2 Statement of Changes in Equity (SOCE)

The 'adjustment for disposal of subsidiary', totalling \$3,753,435 on the SOCE represents the elimination of accumulated retained losses relating to the UK Operations.

3.2 Cash Flow Statement

| Disposal of subsidiary | |
|---|----------------|
| PPE, net at 31 December 2024 | 6,471,950 |
| Accumulated losses from UK | 3,753,435 |
| | 10,225,385 |
| Operating activities | |
| Accounts receivable | 555,881 |
| Inventory | 405,127 |
| Other current assets | 145,705 |
| Accounts payable | (198,424) |
| Accrued expenses and other current liabilities | (147,089) |
| Value added and other tax payable | (97,262) |
| | 663,938 |
| Operating activities - Discontinued Operations | |

Financing activities

The Financing activities – Discontinued Operations, \$580,116, represents the elimination from the Company of the loan facilities relating to the UK Operations.

-Ends-

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SIC Code: 4991 - COGENERATION SERVICES & SMALL POWER PRODUCERS

Quarterly Report

For the period ending March 31, 2025 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

82,263,525 as of March 31, 2025

82,263,525 as of March 31, 2024

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: No:

1) Name and address(es) of the issuer and its predecessors (if any)

⁴ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

Aivita Group Inc. – with effect from March 27, 2025

On March 27, 2025 the Company filed with the State of Delaware to change its name from EuroSite Power Inc to Aivita Group Inc. At or around the same date the Company also filed with FINRA to change its name and provide a new ticker symbol. Although FINRA has acknowledged these instructions processing delays mean that both changes remain outstanding at the time of filing this disclosure.

Current State and Date of Incorporation or Registration: Delaware, July 9, 2010
Standing in this jurisdiction: (e.g. active, default, inactive): Active

On September 17, 2010, the Company registered EuroSite Power Limited as a wholly-owned subsidiary with the Registrar of Companies for England and Wales and this company remains active. This company was sold by the Company on March 24, 2025.

On January 26, 2018 the Company registered EuroSite Power Holdings Limited as a wholly-owned subsidiary of EuroSite Power Limited with the Register of Companies for Cyprus. This company was dissolved and struck from the register in May 9, 2025.

On April 05, 2022 the Company registered EuroSite Power Projects Limited as a wholly-owned subsidiary of EuroSite Power Limited with the Register of Companies for England and Wales. This Company was sold by EuroSite Power Limited to the Company immediately before the sale of EuroSite Power Limited in March 2025. EuroSite Power Projects Limited is currently being wound up and a Liquidator was voluntarily appointed following a special resolution dated August 28, 2024.

Prior Incorporation Information for the issuer and any predecessors during the past five years: None

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception: None

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months: None

Address of the issuer's principal executive office:

EuroSite Power Inc.
P.O. Box 691
New York, NY 10013
United States of America

Address of the issuer's principal place of business:

EuroSite Power Inc.
P.O. Box 691
New York, NY 10013
United States of America

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: Yes: If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: VStock Transfer LLC
Phone: 212-828-8436
Email: info@vstocktransfer.com
Address: 18 Lafayette Place, Woodmere, NY 11598

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

| | | |
|--|---------------------|-------------------------------|
| Trading symbol: | <u>EUSP</u> | |
| Exact title and class of securities outstanding: | <u>Common stock</u> | |
| CUSIP: | <u>29881X100</u> | |
| Par or stated value: | <u>0.001</u> | |
| Total shares authorized: | <u>100,000,000</u> | as of date: <u>05/12/2025</u> |
| Total shares outstanding: | <u>82,263,525</u> | as of date: <u>05/12/2025</u> |
| Total number of shareholders of record: | <u>61</u> | as of date: <u>05/12/2025</u> |

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

N/A

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

| | | |
|---|------------------------|-------------------------------|
| Exact title and class of the security: | <u>Preferred Stock</u> | |
| CUSIP (if applicable): | <u>N/A</u> | |
| Par or stated value: | <u>0.001</u> | |
| Total shares authorized: | <u>10,000,000</u> | as of date: <u>05/12/2025</u> |
| Total shares outstanding (if applicable): | <u>NIL</u> | as of date: <u>05/12/2025</u> |
| Total number of shareholders of record (if applicable): | <u>NIL</u> | as of date: <u>05/12/2025</u> |

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

N/A

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Dividends. Subject to preferences that may be applicable to any then outstanding preferred stock, the holders of our outstanding shares of Common Stock are entitled to receive dividends, if any, as may be declared from time to time by our Board of Directors out of legally available funds.

Voting Rights. Each holder of Common Stock is entitled to one vote per share on all matters properly submitted to a vote of the stockholders, including the election of directors. Our charter will not provide for cumulative voting rights. Because of this, but subject to the rights of any then outstanding shares of preferred stock, the holders of a majority of the shares of Common Stock entitled to vote in any election of directors can elect all of the directors standing for election, if they should so choose. An election of directors by our stockholders is determined by a plurality of the votes cast by stockholders entitled to vote on the election.

Liquidation. In the event of our liquidation, dissolution or winding up, holders of Common Stock will be entitled to share ratably in the net assets legally available for distribution to stockholders after the payment of all of our debts and other liabilities, subject to the satisfaction of any liquidation preference granted to the holders of any outstanding shares of preferred stock.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

10,000,000 shares of Preferred Stock were authorized in February 2012. This Preferred Stock was undesignated and has not been issued. Preferred Stock may be issued in one or more series by the authority of the Board of Directors. The Board may also fix the number of shares of such series and such voting powers, designations, preferences and relative participating, optional or other special rights and qualifications, limitations or restrictions thereof including dividend rights, conversion rights, redemption privileges and liquidation preferences.

3. Describe any other material rights of common or preferred stockholders.

Rights and Preferences. Holders of our Common Stock have no preemptive, conversion or subscription rights, and there are no redemption or sinking fund provisions applicable to our Common Stock. The rights, preferences and privileges of holders of Common Stock are subject to and may be adversely affected by the rights of the holders of shares of any series of preferred stock that we may designate and issue in the future.

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

No modifications have occurred over the reporting period covered by this report.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: Yes: (If yes, you must complete the table below)

| Shares Outstanding <u>Opening Balance</u> : | | | *Right-click the rows below and select "Insert" to add rows as needed. | | | | | | |
|---|--|--|--|---|--|--|--|---|---------------------------------|
| Date _____ | Common: _____ Preferred: _____ | | | | | | | | |
| Date of Transaction | Transaction type (e.g., new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance? (Yes/No) | Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed. | Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided | Restricted or Unrestricted as of this filing. | Exemption or Registration Type. |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| Shares Outstanding on Date of This Report: | | | *Right-click the rows below and select "Insert" to add rows as needed. | | | | | | |
| <u>Ending Balance</u> : | | | | | | | | | |
| Date _____ | Common: _____ Preferred: _____ | | | | | | | | |

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities :

No: Yes: (If yes, you must complete the table below)

| Date of Note Issuance | Outstanding Balance (\$) | Principal Amount at Issuance (\$) | Interest Accrued (\$) | Maturity Date | Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares) | Name of Noteholder. *** You must disclose the control person(s) for any entities listed. | Reason for Issuance (e.g. Loan, Services, etc.) |
|-----------------------|--------------------------|-----------------------------------|-----------------------|---------------|--|---|---|
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

No operations.

B. List any subsidiaries, parent company, or affiliated companies.

On April 05, 2022 the Company registered EuroSite Power Projects Limited as a wholly-owned subsidiary of EuroSite Power Limited with the Register of Companies for England and Wales. This Company was sold by EuroSite Power Limited to the Company immediately before the sale of EuroSite Power Limited in March 2025. EuroSite Power Projects Limited is currently being wound up and a Liquidator was voluntarily appointed following in a special resolution dated August 28, 2024.

C. Describe the issuers' principal products or services.

No principal products or services.

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties.

Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company has no permanent place of business or facilities.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

| Names of All Officers, Directors and Control Persons | Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%) | Residential Address (City / State Only) | Number of shares owned | Share type/class | Ownership Percentage of Class Outstanding | Names of control person(s) if a corporate entity |
|--|--|--|---|-------------------------------|---|--|
| <u>Dr. Elias Samaras</u> | <u>Chief Executive Officer and 5%+ shareholder</u> | <u>Sunny Isles Beach, FL</u> | <u>14,727,312 + options for a further 4,217,790</u> | <u>Common Stock + Options</u> | <u>17.9%</u> | |
| <u>Mr. Paul Hamblyn</u> | <u>Chief Operating Officer</u> | <u>Cheshire, UK</u> | <u>Options for 1,100,000</u> | <u>Options</u> | <u>N/A</u> | |
| <u>Mr. Jacques de Saussure</u> | <u>Chairman of the Board of Directors and 5%+ shareholder (resigned April 4, 2025)</u> | <u>Geneva, Switzerland</u> | <u>7,347,826 + options for a further 100,000</u> | <u>Common Stock + Options</u> | <u>8.932%</u> | |
| <u>Dr Ahmed F. Ghoniem</u> | <u>Member of the Board of Directors</u> | <u>Boston, MA</u> | <u>Options for 100,000</u> | <u>Options</u> | <u>N/A</u> | |
| <u>Mr. Joan Giacinti</u> | <u>Member of the Board of Directors (resigned March 31, 2025)</u> | <u>Santo Domingo, Dominican Republic</u> | <u>1,650,000 + options for a further 100,000</u> | <u>Common Stock + Options</u> | <u>2.0%</u> | |

| | | | | | | |
|----------------------------|---|-----------------------|--|-------------------------------|---------------|--|
| <u>Mr. Marcel Cassard</u> | <u>Member of the Board of Directors (resigned March 31, 2025)</u> | <u>London, UK</u> | <u>1,000,000 + Options for a further 100,000</u> | <u>Common Stock + Options</u> | <u>1.22%</u> | |
| <u>Mr. Stelios Zavvos</u> | <u>Member of the Board of Directors (resigned March 31, 2025)</u> | <u>Athens, Greece</u> | <u>Options for 100,000</u> | <u>N/A</u> | <u>N/A</u> | |
| <u>Mr. Trifon Natsis</u> | <u>5%+ shareholder</u> | <u>Abu Dhabi, UAE</u> | <u>14,535,648</u> | <u>Common Stock</u> | <u>17.66%</u> | |
| <u>Mrs Despina Natsis</u> | <u>5%+ shareholder</u> | <u>Abu Dhabi, UAE</u> | <u>14,535,648</u> | <u>Common Stock</u> | <u>17.66%</u> | |
| <u>Mr John Hatsopoulos</u> | <u>5%+ shareholder</u> | <u>Boston, MA</u> | <u>7,235,871</u> | <u>Common Stock</u> | <u>8.80%</u> | |
| <u>Mrs Laura Chambers</u> | <u>Employee of EuroSite Power Limited</u> | <u>Cheshire, UK</u> | <u>0</u> | <u>N/A</u> | <u>N/A</u> | |

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

N/A

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

N/A

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

N/A

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a “yes” answer to part 3 above; or

N/A

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person’s involvement in any type of business or securities activities.

N/A

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

N/A

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

N/A

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Securities Counsel is not retained by the Company. If needed, we have access to such counsel.
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Accountant or Auditor

Name: Anoop Bilkhu
Firm: Cooper Parry Group Limited
Address 1: Sky View, Argosy Road, East Midlands Airport
Address 2: Castle Donington, Derbyshire DE74 2SA, United Kingdom
Phone: +44 1332 411163
Email: anoopb@cooperparry.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: **Paul Hamblyn**
Title: **Director and Secretary**
Relationship to Issuer: **Director and Officer**

B. The following financial statements were prepared in accordance with:

- IFRS
- U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: **Laura Chambers**
Title: **Financial Controller**
Relationship to Issuer: **Consultant**

Describe the qualifications of the person or persons who prepared the financial statements:⁵
FCA (The Institute of Chartered Accountants in England and Wales)

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be “machine readable”. Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

AIVITA GROUP (EUSP) Q1 2025 Financial Statements, Notes to Financial Statement and Disclosure Statement published to OTCIQ on May 15, 2025

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Paul Hamblyn, certify that:

1. I have reviewed this Disclosure Statement for EuroSite Power INC
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 14, 2025

/s/ Paul Hamblyn [COO's Signature]

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Laura Chambers certify that:

1. I have reviewed this Disclosure Statement for EuroSite Power INC;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 14, 2025

/s/ Laura Chambers [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")