



Rezolve Ai Raises 2025 Guidance to \$150M ARR and Initiates 2026 Guidance to \$500M ARR Exit Rate as Strong Growth Shatters Analyst Forecasts

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- *\$6.3M H1 Revenue (+426% YoY) vs. \$5.1M Consensus*
- *Gross Margin at 95.8% vs. 60–70% Consensus*
- *Adjusted EBITDA¹ \$(17.7)M vs. \$(18.7)M Consensus*
- *100+ Enterprise Customers² Including Ferrero, H&M, and Urban Outfitters*
- *Brain Suite Now Agentic Commerce Ready*
- *brainpowa Whitepaper Confirms Competitive Performance vs GPT-4 and Claude, With Effectively Zero Hallucinations*

NEW YORK, Oct. 01, 2025 (GLOBE NEWSWIRE) -- Rezolve Ai (NASDAQ: RZLV), a leader in proprietary AI-powered commerce solutions and a partner of Microsoft, Google and Tether, today announced first half 2025 results that **materially outperformed analyst expectations**, underscoring the Company's accelerating momentum with global enterprises and its expanding role as the AI engine of commerce.

- **Revenue surged to \$6.3 million** in H1 2025, surpassing the \$5.1 million analyst consensus and marking a more than **426% increase** versus the prior year period.
- **Gross Profit Margin hit 95.8%**, dramatically ahead of the 60–70% range expected by analysts, highlighting the power of Rezolve's SaaS-driven model.
- Rezolve also beat analyst consensus on **Adjusted EBITDA**, reporting **\$(17.7) million** versus the **\$(18.7) million** expected.

Rezolve has now secured over **\$90 million ARR year-to-date** and is raising guidance to a **minimum of \$150 million ARR exit rate for 2025**. Looking further ahead, Rezolve today set **2026 guidance at \$500 million ARR exit rate**, reflecting strong demand momentum and visibility into its customer pipeline. The majority of this growth is contracted recurring ARR, providing strong visibility, durability and predictability to Rezolve's financial model.

Enterprise Adoption Accelerates

Rezolve's **Brain Suite** spanning Brain Commerce and Brain Checkout is live with **over 100 enterprise customers worldwide**. Customers include **Ferrero, Bright Bean Toys, Cineplex, H&M, ASOS, Myntra, Office Depot, Rakuten Group, Rebag, The Container Store, Urban Outfitters, Mango, Warehouse Group, New Era, Philz Coffee, Men's Warehouse, and WB Mason**. On the professional services side, Rezolve is now working with **Cognizant, Wipro, Tata Consulting Services, PwC** and others.

Consistent with Rezolve's **Professional Services strategy**, this division is also providing **significant implementation resources** to Brain Suite clients as they deploy Rezolve technologies at scale.

The Brain Suite is designed to enable **Agentic Commerce**, giving enterprises the ability to deploy autonomous AI agents that can search, transact, fulfill, and personalize in real time, defining the next era of enterprise commerce.

"Rezolve Ai is building the indispensable infrastructure for the age of Agentic Commerce," said **Daniel M. Wagner, Founder & CEO of Rezolve Ai**. "Since the first half of 2025, we have doubled enterprise adoption, delivered SaaS margins among the very best in the industry, and secured a clear path to exit the year at or above \$150 million ARR. With our Brain Suite being Agentic Commerce ready and with the backing of partners like Microsoft and Google, we are at the forefront of the AI revolution. With durable ARR growth, an expanding roster of blue-chip customers and our roadmap now extending to a **\$500 million ARR exit in 2026**, combined with new digital asset capabilities coming to Brain Checkout, Rezolve is positioned to lead the next decade of commerce innovation. With brainpowa now validated through rigorous benchmark testing as competitive with leading public models like GPT-4 and Claude, and **demonstrating effectively zero hallucinations**, we are proving the **strength, safety, and reliability** of Rezolve's technology for enterprises worldwide."

Explosive Scale Across Retail AI

In the first eight months of 2025 alone, Rezolve's Ai infrastructure has:

- **Powered more than 1.6 billion search and browse sessions globally.**
- **Processed over 13 billion API calls** across its Brain Commerce search and discovery platform.
- **Reached 53.9 million consumer devices** with its SDK, generating **27.8 million monthly**

geofence events and powering nearly 200,000 ETA predictions per month.

With **enterprise adoption doubling to more than 100 enterprise customers since June**, Rezolve has rapidly expanded its footprint as the indispensable AI infrastructure behind global commerce.

Strategic Partnerships Driving Scale

Rezolve's growth is further reinforced by its partnerships with **Microsoft and Google**, which provide both global cloud infrastructure and extensive go-to-market resources. Microsoft Azure and Google Cloud enable Rezolve's brainpowa LLM and commerce applications at enterprise scale, while their co-sell programs accelerate distribution to enterprises worldwide. Together, these partnerships accelerate Rezolve's mission to democratize AI for commerce globally.

Looking ahead, Rezolve expects to make significant progress in implementing its strategy to embed **digital asset capabilities into its Brain Checkout solutions** in this quarter, further cementing Rezolve's leadership at the intersection of AI, commerce, and next-generation payments.

brainpowa Whitepaper Validates Competitive, Safe, and Reliable Performance

Rezolve has also published a new **whitepaper and technical evaluation report**, produced by **Dr. Salman Ahmad, Rezolve's Chief Technology Officer, and his team**, demonstrating that the brainpowa models perform competitively against leading public LLMs while delivering superior latency, safety, and domain accuracy in commerce-specific tasks. In arena comparisons, brainpowa models achieved win rates of up to 100% against GPT-4, Claude, and Mistral in empathy, contextual relevance, and coherence, while operating more efficiently on smaller GPU footprints. In particular, the brainpowa empathetic-128K and single-GPU 27B models outperformed GPT-4 and Claude in retention-focused and multi-turn eCommerce scenarios delivering unmatched empathy, contextual accuracy, and conversational coherence for enterprise commerce applications. The report further highlights brainpowa's effectively zero hallucination rates in benchmark testing, underscoring its reliability for enterprise deployment. The full whitepaper is available for download <https://rezolve.com/reports/brainpowa-redefining-ecommerce-ai-with-compact-empathetic-and-hallucination-free-models/>.

Strengthened Balance Sheet

Following two financings in Q3 totaling \$250 million, Rezolve ends September with approximately **\$230 million in cash** on its balance sheet, positioning the company to accelerate global sales expansion and pursue accretive acquisitions. These acquisitions not only expand Rezolve's global footprint but also provide significant upsell opportunities into the Brain Suite. With the right products in place, Rezolve is executing aggressively to consolidate enterprise AI-commerce infrastructure and cement its leadership in a market that is rapidly scaling worldwide.

Earnings Conference Call Information

Rezolve Ai (NASDAQ: RZLV), a global leader in AI-powered commerce technology, will host a live conference call and webcast to discuss its first half 2025 financial results and provide a year-to-date 2025 business update on Wednesday, October 1, 2025, at 8:30 a.m. ET.

The live webcast of the conference call can be found on Rezolve Ai's Investor Relations website at <https://investor.rezolve.com/>. Participants can also access the call by registering through the webcast link ([here](#)) or participant call link ([here](#)). Following the live call, a replay of the webcast will be available on the Company's Investor Relations website.

About Rezolve Ai

Rezolve Ai (NASDAQ: RZLV) is an industry leader in AI-powered solutions, specializing in enhancing customer engagement, operational efficiency, and revenue growth. The Brain Suite is the world's first enterprise AI platform built for Agentic Commerce, delivering advanced tools that harness artificial intelligence to power search, transact, fulfill, and personalize at global scale. For more information, visit www.rezolve.com.

Forward-Looking Statements

This press release includes "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1996. The actual results of Rezolve AI plc ("Rezolve") may differ from their expectations, estimates and projections and consequently, you should not rely on these forward-looking statements as predictions of future events. Words such as "expect", "estimate", "project", "budget", "forecast", "anticipate", "intend", "plan", "may", "will", "could", "should", "believes", "predicts", "potential", "continue", and similar expressions are intended to identify such forward-looking statements. These forward-looking statements include, without limitation, Rezolve's expectations with respect to anticipated annual recurring revenue. These forward-looking statements involve significant risks and uncertainties that could cause the actual results to differ materially from the expected results. You should carefully consider the risks and uncertainties described in the "Risk Factors" section of Rezolve's Annual Report on Form 20-F and its subsequent filings made with the SEC. These filings identify and address other important risks and uncertainties that could cause actual events and results to differ materially from those contained in the forward-looking statements. Most of these factors are outside Rezolve's control and are difficult to predict. Factors that may cause such differences include, but are not limited to: (1) competition, the ability of Rezolve to grow and manage growth profitably, and retain its management and key employees; (2) changes in applicable laws or regulations; and (3) weakness in the economy, market trends, uncertainty and other conditions in the markets in which Rezolve operates, and other factors beyond its control, such as inflation or rising interest rates. Rezolve cautions that the foregoing list of factors is not exclusive and not to place undue reliance upon any forward-looking statements, including projections, which speak only as of the date made. Except as required by applicable law, Rezolve does not plan to publicly update or revise any forward-looking statements contained herein, whether as a result of any new information, future events, changed circumstances, or otherwise.

Non-GAAP Financial Measures

The Company uses certain non-GAAP financial measures, which include Annual Recurring Revenue (ARR), EBITDA, and Adjusted EBITDA, to supplement our consolidated financial statements as we believe these measures can provide meaningful information regarding our performance. These non-GAAP measures should be evaluated in addition to and not as a substitute for our financial results, which are presented in accordance with U.S. GAAP.

Annual Recurring Revenue (ARR), aka "ARR Exit Rate" as considered by the Company, is defined as the annualized value of contractual monthly recurring revenue from customers on the last date of an applicable period. A contract is included in ARR for an applicable period if it is active at the end of that applicable period and is excluded if it is not active at the end of that applicable period. This measure includes revenue from subscription contracts as well as recurring professional services agreements. While ARR represents the annualized revenue the Company would expect to receive from customers assuming no increases or reductions in contractual arrangements, the measure can be affected by contract start and end dates and should be viewed independently of the Company's GAAP revenue as ARR is an operating metric and is not intended to be combined with or to replace revenue. ARR is not a forecast of future revenue and does not consider other sources of revenue that are not recurring in nature. ARR does not have a standardized meaning and is not necessarily comparable to similarly titled measures presented by other companies.

EBITDA is defined as net income (loss) adjusted for interest expense, income tax, depreciation of property and equipment and amortization of acquired intangibles. EBITDA should not be considered as a substitute for other measures of financial performance reported in accordance with GAAP. Adjusted EBITDA is defined as EBITDA adjusted for unrealized foreign exchange gains (losses); share-based compensation related to employees, consultants and related parties; loss (gain) resulting from the remeasurement of derivative assets and derivative liabilities at fair value at

the end of each reporting period; loss (gain) resulting from the extinguishment of debt obligations; loss (gain) resulting from the remeasurement of financial assets carried at fair value; ordinary shares issued in lieu of cash payment for services; ordinary shares issued to Radio Group to settle termination of any acquisition in Germany; legal costs incurred in connection with the Company's SPAC transaction; costs related to the demerger of Rezolve Limited; legal and professional costs associated with acquisitions; and, costs incurred within business development expenses to close former businesses. Although it is frequently used by investors and securities analysts in their evaluations of companies, Adjusted EBITDA has limitations which we compensate by providing a reconciliation to the most directly comparable GAAP measure, net income (loss). Adjusted EBITDA is used by management to understand and track underlying earnings performance by excluding one-time and non-recurring costs.

REZOLVE AI PLC AND SUBSIDIARIES
Condensed Interim Combined Consolidated Balance Sheets
(Unaudited)

	<u>June 30, 2025</u>	<u>December 31, 2024</u>
Assets		
Current assets		
Cash	\$ 9,857,390	\$ 9,729,546
Accounts receivable, net	1,591,806	703,706
Prepaid expenses and other current assets (including related party transactions of \$298,520 and \$0)	5,424,280	1,002,117
Other receivable	5,710,714	—
Derivative asset	—	2,587,581
Total current assets	<u>22,584,190</u>	<u>14,022,950</u>
Non-current assets		
Property and equipment, net	117,975	22,319
Intangible assets	47,104,816	6,750,178
Goodwill	6,189,901	—
Right of use assets	2,294,862	—
Deferred tax asset	412,569	—
Other non-current assets	1,397,679	373,445
Total non-current assets	<u>57,517,802</u>	<u>7,145,942</u>
Total assets	<u>\$ 80,101,992</u>	<u>\$ 21,168,892</u>
Liabilities and Shareholders' deficit		
Current liabilities		
Accounts payable	\$ 23,035,142	\$ 8,061,598
Due to related party	—	1,639,418
Accrued expenses and other payables	15,680,098	9,513,932
Short term debt	28,745,993	—
Short term debt to related party	—	5,102,211
Short term convertible debt	111,837	10,288,123
Short term convertible debt to related party	108,047	95,309
Convertible promissory notes	538,524	6,428,825
Ordinary Shares Payable	—	1,206,609
Share-based payment liability	1,400,000	1,400,000
Advisors loans	3,865,447	12,812,366
Derivative liabilities	1,513,430	2,579,875
Deferred revenue	16,016,292	1,172,056
Lease liabilities, current portion	1,452,755	—
Income taxes payable	482,882	—
Other current liabilities	695,517	2,138,314
Total current liabilities	<u>93,645,964</u>	<u>62,438,636</u>
Non-current liabilities		
Long term debt	121,140	—
Lease liabilities, non-current portion	610,146	—
Other non-current liabilities	14,561	—
Total non current liabilities	<u>745,847</u>	<u>—</u>
Total liabilities	<u>\$ 94,391,811</u>	<u>\$ 62,438,636</u>
Commitments and contingencies		
Shareholders' deficit		
Ordinary shares, £0.0001 nominal value 259,066,638 shares issued and outstanding as of June 30, 2025; 209,080,491 shares issued and outstanding as of December 31, 2024; 341,476,136 and 256,365,817 shares authorized as of June 30, 2025 and December 31, 2024	33,394	26,919
Additional paid-in capital	302,123,036	216,879,496
Share subscription receivable	(2,108)	(80)
Accumulated deficit	(316,062,263)	(258,209,745)
Accumulated other comprehensive loss	(381,878)	33,666
Total stockholders' deficit	<u>(14,289,819)</u>	<u>(41,269,744)</u>
Total liabilities and stockholders' deficit	<u>\$ 80,101,992</u>	<u>\$ 21,168,892</u>

REZOLVE AI PLC AND SUBSIDIARIES
Condensed Interim Combined Consolidated Statements of Operations
(Unaudited)

	Six months ended June 30, 2025	Six months ended June 30, 2024
Revenue	\$ 6,316,950	\$ 1,202,014
Operating expenses		
Cost of revenue	276,049	78,413
Sales and marketing expenses (including related party transactions of \$770,032 and \$734,824)	3,619,675	1,662,048
General and administrative expenses (including related party transactions of \$6,612,778 and \$3,147,074)	33,263,730	8,972,450
Other operating expenses	31,236	84,500
Depreciation and amortization expenses	1,550,777	121,895
Total operating expenses	\$ 38,741,467	\$ 10,919,306
Operating loss	\$ (32,424,517)	\$ (9,717,292)
Other (expense)/income		
Interest expense	(2,109,570)	(3,008,131)
Loss on derivatives	(1,521,136)	—
Loss on extinguishment	(27,183,375)	—
Gain on revaluation of financial asset	5,710,714	—
Other non-operating income (expense), net	169,613	(98,818)
Total other expenses, net	\$ (24,933,754)	\$ (3,106,949)
Loss before taxes	(57,358,271)	(12,824,241)
Income tax expense	(494,247)	(142,856)
Net loss and comprehensive loss	\$ (57,852,518)	\$ (12,967,097)
Net loss per share, basic and diluted	\$ (0.25)	\$ (0.09)
Weighted average shares, basic and diluted	233,521,905	151,369,192

REZOLVE AI PLC AND SUBSIDIARIES
Condensed Interim Combined Consolidated Statements of Cash Flows
(Unaudited)

	Six months ended June 30, 2025	Six months ended June 30, 2024
Cash flows from operating activities:		
Net loss	\$ (57,852,518)	\$ (12,967,097)
Adjustments to reconcile net loss to net cash (used in) operating activities:		
Depreciation and amortization	1,550,777	121,895
Share based compensation for employees	2,341,249	1,852,702
Share based compensation issued to related parties	6,043,937	2,190,482
Ordinary shares issued in lieu of cash payment for services	222,486	—
Ordinary shares issued to Radio Group to settle termination of ANY acquisition in Germany	876,000	—
Income tax expense	482,882	—
Interest expense	2,255,967	3,008,131
Loss on derivatives	1,521,136	—
Loss on extinguishment	27,247,099	—
Gain on revaluation of financial asset	(5,710,714)	—
Unrealized foreign exchange (gain)/loss	(145,259)	108,224
Non-cash component of lease expense	561,127	—
Net loss attributable to Bluedot Industries prior to common control transaction	291,161	122,726
Changes in operating assets and liabilities:		
Decrease in accounts receivable	4,536,378	1,100
Increase in prepaid expense and other current assets	(4,483,334)	(131,679)
Increase in accounts payable, accrued expenses and other payables	2,053,099	477,428
(Decrease)/Increase in payables due to related parties	(1,297,489)	315,895
Increase in accrued expenses and other payables	229,070	—
Decrease in lease liabilities	(805,828)	—
Increase in non-current liabilities	272,835	—
Net cash used in operating activities	\$ (19,809,939)	\$ (4,900,193)
Cash flows from investing activities:		
Purchase of property and equipment	(90,217)	(3,850)
Development of intangible assets	(1,677,356)	(1,360,525)

Acquisition of Prediq, net of cash acquired	(80,888)	—
Cash acquired in business combinations	1,800,234	—
Cash acquired in common control transaction	139,697	—
Net cash provided by /(used in) investing activities	\$ 91,470	\$ (1,364,375)
Cash flows from financing activities:		
Proceeds from rights issuance	—	1,350,000
Call up capital received from related parties	—	222,306
Repayment of short-term debt obligation from related parties	(5,163,477)	—
Proceeds from promissory notes	67,705	—
Proceeds from issuance of ordinary shares	1,613,207	—
Proceeds from short-term debt	—	400,000
Repayment of advisor loans	(3,500,000)	—
Proceeds from convertible debt	27,000,000	4,301,855
Net cash provided by financing activities	\$ 20,017,435	\$ 6,274,161
Effect of exchange rate changes on cash	(171,122)	38,522
Net change in cash	127,844	48,115
Cash and cash equivalents, beginning of period	9,729,546	156,586
Cash and cash equivalents, end of period	\$ 9,857,390	\$ 204,701
Supplemental disclosures		
Cash paid for taxes	\$ 4,804	\$ —

REZOLVE AI PLC AND SUBSIDIARIES
Reconciliation of Adjusted EBITDA
(Unaudited)

	Six months ended June 30,	
	2025	2024
Net income (loss)	\$ (57,852,518)	\$ (12,967,097)
Add (subtract)		
Interest expense	2,109,570	3,008,131
Provision for income tax expense	494,247	142,856
Depreciation and amortization	1,550,777	121,895
EBITDA (non-GAAP)	\$ (53,697,924)	\$ (9,694,215)
Add (subtract)		
Unrealized foreign exchange (gain) loss	\$ 415,544	\$ (133,245)
Share based compensation issued to related parties	6,043,937	2,190,482
Share-based compensation for employees	2,341,249	1,852,702
Gain on derivatives	1,521,136	—
Loss on extinguishment	27,183,375	—
Gain/(loss) on revaluation of financial asset	(5,710,714)	—
Ordinary shares issued in lieu of cash payment for services	222,486	—
Ordinary shares issued to Radio Group to settle termination of ANY acquisition in Germany	876,000	—
Legal costs incurred in connection with the Company's SPAC transaction	1,398,866	—
Costs related to the demerger of Rezolve Limited	517,798	—
Legal and professional cost associated with acquisitions	1,000,000	—
Costs incurred within business development expenses to close former businesses	151,353	—
Adjusted EBITDA (non-GAAP)	\$ (17,736,894)	\$ (5,784,276)

¹ The definition of Adjusted EBITDA can be found in the Non-GAAP Financial Measures section of this release, and a reconciliation of Adjusted EBITDA can be found on page 9

² The roster of enterprise customers as of the period ended September 30, 2025