

Seed Innovations Ltd / AIM: SEED / Sector: Closed End Investments

20 June 2025

SEED Innovations Limited
("SEED" or the "Company")

**Final Results
& Board Change**

SEED Innovations Ltd, the AIM-quoted investment company offering exposure to disruptive, high-growth, life sciences and technology ventures typically inaccessible to everyday investors, is pleased to announce its Final Results for the year ended 31 March 2025. A copy of the Report & Accounts will be available on the Company's website, <https://seedinnovations.co/investor-centre/financial-reports>. Contained in the Chairman's Statement are details of Ian Burns' decision to step down as Chairman and a Director following publication of these Report & Accounts and current Non-Executive Director Luke Cairns' appointment as Interim Chairman.

OVERVIEW

- **Portfolio value up 14%** - investment portfolio increased to £8.3 million (2024: £7.3 million), driven by gains across key holdings.
- **Strong cash position maintained** - cash and receivables of £3.4 million as at 31 March 2025 provide significant liquidity for future investments.
- **NAV at £11.8 million** - reflects increase in portfolio valuation, payment of a £2 million special dividend and £0.2 million share buyback during the period.
- **Shares trading at a discount** - at financial year end, shares were trading at a c. 74% discount to NAV.

CHAIRMAN'S STATEMENT

In an environment marked by geopolitical uncertainty, constrained capital markets, and muted investor sentiment, SEED continued its dual strategy, combining a traditional venture capital model enhanced by a tactical short-term trading approach. This hybrid structure allowed us to support ambitious early-stage companies driving breakthrough innovations, while also capturing value from shorter-term, liquid market opportunities across a diverse range of sectors.

During the year under review, the majority of our portfolio companies saw progress, underpinned by key structural themes. Clean Food Group continued its objective of addressing food security and formed a strategic partnership with THG Labs, a leader in cosmetics product development and manufacturing, while Juvenescence solidified its leadership in therapeutics for age-related diseases, supported by a new strategic alliance. Avextra continued to meet rising international demand for medical cannabis while navigating margin pressures, and our smaller holdings, including fintech specialist Inveniam, also reported strong organic and acquisitive growth.

In tandem, the short-term trading component of our strategy also delivered positive results. While typically more modest in scale, these gains enhance liquidity and flexibility across the broader portfolio. We realise that some shareholders were disappointed at the timing of our exit from AIM-listed Pantheon Resources plc, however, our decision was guided by prudence, and we were satisfied with the circa. 35% return received on our initial investment over a three month period. Markets are inherently unpredictable, and in this instance, we prioritised securing gains within our liquidity pool.

While the board shares the frustration of some shareholders at the pace of new investments, we remain as active and engaged as ever with a focus on deploying capital shrewdly - backing the right teams in the right sectors, with scalable, capital-efficient solutions. In the current environment, this disciplined approach is not only prudent but essential and ultimately serves the best interests of all shareholders. That said, and in line with comments made in our presentation at the 2024 AGM, if new investments are not made, we will look at other strategic options.

From a financial perspective, SEED's operating costs have remained stable despite ongoing inflationary pressures and as at 31 March 2025, the value of our investment portfolio had risen to £8.3 million (2024: £7.3 million). Total Net Asset Value

31 March 2025, the value of our investment portfolio had risen to £8.5 million (2024: £7.5 million). Total Net Asset Value ("NAV") stood at £11.8 million (2024: £13.6 million), reflecting extraordinary expenses during the year, the payment of a Special Dividend of £2 million and the conclusion of the share buyback programme with a further c.9 million Ordinary Shares being repurchased for approximately £0.2 million (inclusive of fees).

As of 31 March 2025, SEED's closing share price was 1.6p, reflecting a 73.8% discount to the NAV per share of 6.1p, an undervaluation that we believe significantly misrepresents the business and its future potential.

Looking ahead, the board remains optimistic and view the current disconnect between our market value and the intrinsic value of our portfolio as a compelling investment opportunity. While some liquidity events have taken longer than anticipated due to prevailing market conditions, the board remains engaged with our investee companies and ready to act opportunistically. That being said, for me personally, this will be my last statement as Chairman of SEED Innovations and I have advised my fellow directors of my decision to step down as Chairman and Director of the Company effective upon the publication of this Annual Report and Accounts with a view to reducing my commitments. Luke Cairns, my fellow non-executive director, shall assume the role of Interim Chairman until a successor is appointed. I wish all my colleagues and any future successors the best for the future in realizing Seed's full potential and unlocking its true value.

Finally, on behalf of the entire board, I would like to thank all our shareholders for their continued trust and support and the directors look forward to updating you on SEED's progress in the months ahead.

Ian Burns

Non-Executive Chairman

19 June 2025

REPORT OF THE CHIEF EXECUTIVE OFFICER

The past year has been characterised by an exceptionally challenging macroeconomic backdrop, further complicated by ongoing geopolitical tensions and regulatory uncertainties that have impacted both sentiment and capital flows across our core sectors.

Despite these headwinds, SEED has maintained a clear focus on value creation through strategic investments in innovative businesses that address significant global challenges, including longevity science, sustainable food tech, and fintech amongst others.

Each of our portfolio companies has taken strides forward in their respective fields. For instance, Avextra's medical cannabis research programmes continued progressing, while Juvenescence's broadened clinical pipeline and strategic collaborations with international blue-chip companies such as GSK and M42 highlight the growing momentum in longevity therapeutics.

We are also pleased with the progress made by other key holdings. Clean Food Group continues to gain traction with industry recognition and strategic partnerships, demonstrating the potential of biotech in tackling food sustainability. Meanwhile, Little Green Pharma is well positioned to benefit from regulatory shifts and the growth of medicinal cannabis markets in Europe and Australia, and Invenian's integration of AI to digitise private market data is an exciting development in fintech.

Alongside nurturing our existing portfolio, we are actively exploring new investment opportunities that align with our thematic focus and investment criteria. We continue to assess a pipeline of potential investments, seeking businesses with scalable models, differentiated IP, and strong management teams. This approach ensures we remain agile in capturing value in emerging sectors and reinforces our commitment to building a diversified and future-focused portfolio.

In closing, our strategy, defined by discipline, adaptability, and balance, has driven a solid performance and established a strong foundation for long-term value creation. We remain both prudent and opportunistic, identifying emerging trends, backing science-driven innovation, and managing our capital with care. While broader market conditions may remain challenging, we see strong long-term growth potential in the life sciences and technology sectors and are confident that our portfolio is well-positioned for the future.

Finally, I want to thank Ian Burns for his work with SEED. As the longest standing member of the board, he has brought a great deal of wisdom and provided exceptional stewardship of the board. The board and I wish Ian the very best going forward.

Ed McDermott

CEO

19 June 2025

**INVESTMENT PORTFOLIO REPORT
FOR THE YEAR ENDED 31 MARCH 2025**

The table below lists the Company's holdings at 31 March 2025 and 31 March 2024.

Holding	Category	Valuations at 31 March 2024 £'000	Valuations at 31 March 2025 £'000	% of Nav
Juvenescence Limited	Biotech	2,509	2,451	20.8%
Avextra AG	Biotech/ Cannabis	2,740	3,097	26.3%
Clean Food Group Ltd	Biotech	1,182	1,719	14.6%
Little Green Pharma	Biotech/ Cannabis	529	443	3.8%
Inveniam Capital Partners, Inc.	Fintech	344	498	4.2%
Portage Biotech Inc.	Biotech	17	12	0.1%
Oxford BioDynamics Plc	Biotech	-	119	1.0%
Total Investment Value		7,321	8,339	70.9%
Cash and receivables, net of payables and accruals		6,283	3,426	29.1%
Net Asset Value		13,604	11,765	100.0%

Avextra AG (formerly Eurox) ('Avextra')

Avextra is a German-based manufacturer specialising in cannabis-based medicines, overseeing the entire value chain from cultivation in Portugal to EU-GMP certified extraction and production in Germany. Recent developments include the launch of an advanced breeding programme in Portugal to develop proprietary THC and CBD cultivars, establishing a key intellectual property pillar.

Having sold 55% of its holding in the previous financial year, SEED's remaining investment in Avextra was valued at £3.1 million as of 31 March 2025 (2024: £2.7 million).

Juvenescence Ltd ('Juvenescence')

Juvenescence is a clinical-stage drug development company dedicated to extending healthy human lifespan through the creation of innovative therapeutics. By targeting the fundamental biological mechanisms of aging, the company aims to treat and prevent age-related diseases, ultimately enhancing quality of life.

Juvenescence operates through a diverse portfolio of companies spanning platform technologies, cell and regenerative therapies, and nutritional supplements. This portfolio was recently strengthened with the acquisition of UniverXome Bioengineering, a company developing novel therapeutics focused on combating the effects of aging.

Among the year's key milestones, Juvenescence's portfolio company Relation secured two multi-programme strategic collaborations with GSK, while LyGenesis received regulatory approval to advance its cutting-edge cell therapy designed to regenerate liver tissue into the next phase of clinical development.

In a major post-period milestone, Juvenescence completed the first close of its Series B-1 fundraising round in May 2025, raising 76 million. The round was led by M42, a global, tech-enabled healthcare company based in Abu Dhabi, and will support the clinical advancement of Juvenescence's therapeutics portfolio, including key data readouts from its core pipeline. This funding follows the formation of a broader strategic partnership between Juvenescence and M42 to co-develop a new generation of AI-enabled therapeutics aimed at extending healthy lifespan and addressing life-threatening diseases. A second close of the Series B-1 round is anticipated in Q3 2025.

SEED's holding in Juvenescence was valued at £2.5 million - down £58,000 from 2024 (2024: £2.5 million) due to foreign exchange movements but supported by the recent fundraising round in which M42 invested in the company.

Clean Food Group Limited ('CFG')

CFG, a UK-based biotechnology company, is pioneering the development of sustainable oils and fats by converting food waste into valuable resources. Its proprietary technology employs non-GMO yeast strains and fermentation processes to produce alternatives to traditional oils, such as palm oil, aiming to reduce the environmental impact associated with conventional oil production.

News released during the year included a strategic partnership with THG Labs, a leading cosmetics product developer and manufacturer, to provide sustainable, bio-equivalent alternatives to agriculturally intensive ingredients, thereby promoting environmental responsibility within the cosmetics industry.

CFG's profile continues to build and post period end in April 2025, its Technical Lead & Co-founder Professor Chris Chuck featured on a BBC programme entitled 'What they really mean for you - ready meals' which is available to watch on the BBC iPlayer.

We have written up the value of SEED's investment in CFG by £0.5 million to £1.7 million (2024: £1.2 million), reflecting the developments seen over the past year and with reference to Series A valuations of comparable companies and ongoing discussions with CFG management.

Little Green Pharma ('LGP')

Little Green Pharma is an Australian ASX-Listed (Ticker: LGP) company specialising in the production and distribution of high-quality medicinal cannabis products. As well as significant progress in its home country, Australia, LGP's strategic expansion into European markets has been a key driver of its recent success. Its Danish production facility positions it to meet the increasing demand in Europe including Germany, where easing regulatory conditions have led to a notable uptick in demand, and the UK, where distribution partnerships are generating increasing monthly demand. Furthermore, as one of only two authorised suppliers in France, LGP is set to capitalise on a major amendment to the French health security bill, paving the way for a substantial transformation in how medicinal cannabis is integrated into the French healthcare system.

Building on this strong foundation, LGP has achieved robust double-digit year-on-year growth, with cash receipts exceeding A 10 million for the quarter ended 31 March 2025. The company remains in a healthy financial position, with net tangible assets substantially exceeding its enterprise value and only minimal long-term debt. Growing sales momentum in Germany and the UK continues to validate LGP's strategic direction, and SEED remains confident in its ability to sustain this positive trajectory.

The value of SEED's investment in LGP has declined by £87,000 to £0.44 million (2024: £0.53 million), primarily due to adverse market price movement and foreign exchange ('FX') movements. The position is marked to market with no adjustments applied.

Inveniam Capital Partners ('Inveniam')

Inveniam is a fintech company that provides data solutions to digitise and automate the middle office for private assets, including real estate, private equity, infrastructure, and private credit. Its platform enhances transparency and efficiency in private markets by credentialing, extracting, structuring, and delivering asset data, enabling real-time access to trusted performance information.

Activity during the year included a significant investment from G42, a UAE-based AI firm looking to integrate advanced AI technologies into Inveniam's data management solutions for private markets. Additionally, Inveniam acquired Hedgehog Invest Limited to enhance its digital infrastructure for distributing real-world asset investments to individual investors, and Factom, a blockchain innovations company.

The value of SEED's investment in Inveniam is up £155,000 to £0.5 million (2024: £0.3 million) based on the recent fundraising. While this does not yet represent a full recovery to the valuation held from March 2022 to March 2024, there is hope of further gains as Inveniam accelerates development following this substantial fundraise.

Portage Biotech, Inc ('Portage')

Portage (NASDAQ: PRTG) is a clinical-stage immuno-oncology company advancing a pipeline of novel biologics to transform the immune system's ability to fight cancer.

The value of SEED's investment in Portage is down £5,000 over the year to £12k (2024: £17k), reflecting market price movements and adverse FX.

Northern Leaf Ltd ('Northern Leaf')

In recent years, Northern Leaf, a Jersey-based cultivator and processor of pharmaceutical-grade medical cannabis, has faced a series of setbacks including a failed IPO and an unsuccessful merger with CBD company Voyager. In light of ongoing uncertainties around its ability to recover and secure the necessary funding to continue operations, SEED has maintained its £nil valuation in Northern Leaf.

Short Term Trades

SEED invested £250k in Pantheon Resources plc in August 2024 and sold its holding three months later to generate profits of £87,000 - a return of approximately 35% on its initial investment. It also invested £125k in AIM quoted Oxford Biodynamics' (OBD) private placing in February 2025. Whilst share price performance has been varied and mostly negative since, with the investment showing as down £6k over cost as at 31 March, we remain hopeful of a modest profit on the position as OBD develops markets for its products and capital markets improve.

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2025

	Note	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Net realised gain on disposal of financial assets at fair value through profit and loss	12	87	1,077
Net unrealised gain / (loss) on revaluation of financial assets at fair value through profit and loss	12	892	(2,296)
Total investment gain / (loss)		979	(1,219)
Other income			
Bank Interest income		142	114
Total other income		142	114
Expenses			
Directors' remuneration and expenses	7	(428)	(385)
Provision for loss on receivables	14	-	(108)
Legal and professional fees		(53)	(132)
Other Expenses	8	(156)	(207)
Administration fees		(40)	(44)
Adviser and broker's fees		(67)	(76)
Total expenses		(744)	(952)
Net gain / (loss) before losses and gains on foreign currency exchange		377	(2,057)
Net foreign currency exchange loss		(10)	(63)
Total comprehensive gain / (loss) for the year		367	(2,120)
Gain / (loss) per Ordinary share - basic and diluted	10	0.19p	(1.01p)

The Company has no recognised gains or losses other than those included in the results above.

All the items in the above statement are derived from continuing operations.

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2025

	Note	31 March 2025 £'000	31 March 2024 £'000
Non-current assets			
Financial assets at fair value through profit or loss	12	8,339	7,321
		<u>8,339</u>	<u>7,321</u>
Current assets			
Cash and cash equivalents		3,407	3,884
Other receivables	14	43	2,426
		<u>3,450</u>	<u>6,311</u>
Total assets		11,789	13,632

Current Liabilities

Current liabilities			
Payables and accruals	15	(24) (24)	(28) (28)
Net assets		<u>11,765</u>	<u>13,604</u>
Financed by			
Share capital	16	1,929	2,020
Other distributable reserve		9,836	11,584
		<u>11,765</u>	<u>13,604</u>
Net assets per Ordinary share	17	6.10	6.73

**STATEMENT OF CHANGES IN EQUITY
AS AT 31 MARCH 2025**

		Share Capital	Other distributable reserve	Total
		£'000	£'000	£'000
Balance as at 1 April 2023	Note	2,127	13,905	16,032
Total comprehensive loss for the year		-	(2,120)	(2,120)
Transactions with shareholders				
Ordinary Share buyback		(107)	(201)	(308)
Balance as at 31 March 2024		2,020	11,584	13,604
Balance as at 1 April 2024		2,020	11,584	13,604
Total comprehensive gain for the year		-	367	367
Transactions with shareholders				
Ordinary Share buyback		(91)	(117)	(208)
Dividend			(1,998)	(1,998)
Balance as at 31 March 2025		1,929	9,836	11,765

**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2025**

	Notes	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Cash flows from operating activities			
Total comprehensive gain / (loss) for the year		367	(2,120)
<i>Adjustments for:</i>			
Unrealised (gain) / loss on fair value adjustments on financial assets at FVTPL	12	(892)	2,296
Realised gain on disposal of financial assets at FVTPL	12	(87)	(1,077)
Foreign exchange movement		10	63
<i>Changes in working capital:</i>			
Decrease / (Increase) in other receivables and prepayments	14	2,383	(2,376)
Decrease in other payables and accruals	15	(4)	(39)
Net cash inflow / (outflow) from operating activities		<u>1,777</u>	<u>(3,253)</u>
Cash flows from investing activities			
Acquisition of financial assets at fair value through profit or loss	12	(375)	(216)
Disposal of financial assets at fair value through profit or loss	12	337	7,694
Net cash (outflow) / inflow from investing activities		<u>(38)</u>	<u>7,478</u>
Cash flows from financing activities			
Ordinary Share buyback	16	(208)	(308)
Dividend payment		(1,998)	-
Net cash outflow from financing activities		<u>(2,206)</u>	<u>(308)</u>
Movement in cash and cash equivalents		<u>(467)</u>	<u>3,917</u>
Cash and cash equivalents brought forward		3,884	30
Foreign exchange movement		(10)	(63)
Cash and cash equivalents carried forward		3,407	3,884

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

1. General Information

SEED Innovations Limited (the "Company") is an authorised closed-ended investment scheme. The Company is domiciled and incorporated as a limited liability company in Guernsey. The registered office of the Company is Suite 8, Upper House, 16-20 Smith Street, St. Peter Port, Guernsey GY1 2JQ.

The Company's objective is to invest in disruptive technologies with significant intellectual property rights which they are seeking to exploit, principally within the technology sector (including digital and content focused businesses), life sciences sectors (including biotech and pharmaceuticals) and health and wellness sectors. This includes investing in the cannabinoid sector where there has been increased investor momentum due to regulation changes, and as companies' profiles grow and investment in the sector becomes more mainstream. The Company's main geographical focus will be in North America and Europe though investments may also be considered in other regions to the extent that the Board considers that valuable opportunities exist, and positive returns can be achieved. The objective of the Company is to also provide its investors with exposure to disruptive growth opportunities, with a mix of liquid, pre-liquid and longer term investments, which taken together greatly reduces the risk of the portfolio whilst giving much clearer visibility on potential returns.

The Company's Ordinary Shares are quoted on AIM, a market operated by the London Stock Exchange and is authorised as a Closed-ended investment scheme by the Guernsey Financial Services Commission (the "GFSC") under Section 8 of the Protection of Investors (Bailiwick of Guernsey) Law, 2020 and the Authorised Closed-Ended Investment Schemes Guidance and Rules 2021.

2. Basis of Preparation

The financial statements of the Company have been prepared in accordance with IFRS Accounting Standards ("IFRSs") as issued by the International Accounting Standards Board ("IASB") and applicable legal and regulatory requirements of the Companies (Guernsey) Law, 2008. The financial statements have been prepared under the historical cost convention except for financial assets at fair value through profit or loss.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and judgments. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

In the current year, the Company has adopted all the applicable new and revised standards and interpretations issued by the IASB and the International Financial Reporting Interpretations Committee ("IFRIC") of the IASB that are relevant to its operations and effective for annual reporting periods beginning on or after 1 April 2024. The adoption of the standards and interpretations has not had a material impact on the content or presentation of these financial statements; refer below for additional consideration.

(a) Standards and amendments to existing standards effective 1 April 2024

There are no standards, amendments to standards or interpretations that are effective for the annual period beginning on or after 1 April 2024 that have a material effect on the financial statements of the Company.

(b) New standards, amendments and interpretations effective after 1 April 2024 and have not been early adopted

A number of new standards, amendments to standards and interpretations are effective for the annual periods beginning on or after 1 April 2024 and have not been early adopted in preparing these financial statements. Based on a preliminary assessment, the adoption of the following new standards is expected to have a material impact on the Company's financial statements when they are applied for the first time:

- IFRS 18 Presentation and Disclosure in Financial Statements

3. Material Accounting Policies

The material accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

a) Investment Income

Investment income is recognised on an accruals basis using the effective interest method and includes bank interest and interest from debt securities. Dividend income from investments designated at fair value through profit or loss is recognised through the Statement of Comprehensive Income within dividend income when the Company's right to receive payments is established.

b) Expenses

All expenses are accounted for on an accruals basis and, with the exception of share issue and share buyback costs, are charged through the Statement of Comprehensive Income in the period in which they are incurred. Costs of issuing and buying back equity instruments are accounted for as a deduction from equity, net of any related income tax benefit.

c) Taxation

The Company is exempt from taxation in Guernsey. However, in some jurisdictions, investment income and capital gains are subject to withholding tax deducted at the source of the income. The Company presents the withholding tax separately from the gross investment income, if any, in the Statement of Comprehensive Income. For the purpose of the Statement of Cash Flows, cash inflows from financial assets are presented net of withholding taxes when applicable.

d) Financial instruments

Financial instruments are classified into financial assets and financial liabilities. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument.

(i) Recognition and initial measurement

Financial assets at fair value through profit or loss are recognised initially on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument. Other financial assets and liabilities are recognised on the date they are originated.

Financial assets at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in profit or loss. Financial assets or financial liabilities not at fair value through profit or loss are initially recognised at fair value plus transaction costs that are directly attributable to its acquisition or issue.

(ii) Classification

Business model assessment

On initial recognition, the Company classifies financial assets as measured at amortised cost or fair value through profit or loss ("FVTPL").

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest ("SPPI").

All other financial assets are classified as measured at FVTPL.

In making an assessment of the objective of the business model in which a financial asset is held, the Company considers all of the relevant information about how the business is managed, including:

- the documented investment strategy and the execution of this strategy in practice. This includes whether the investment strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how the Investment Manager is compensated: e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

The Company has determined that it has two business models:

- Held-to-collect business model: this includes cash and cash equivalents and other receivables. These financial assets are held to collect contractual cash flows; and
- Other business model: this includes investment in unquoted securities that were not held for trading purposes. These financial assets are managed and their performance is evaluated, on a fair value basis.

(iii) Assessment whether contractual cash flows are SPPI

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

In assessing whether the contractual cash flows are SPPI, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

In making the assessment, the Company considers:

- contingent events that would change the amount and timing of cash flows;
- leverage features;
- prepayment and extension terms;
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse loans); and
- features that modify consideration of the time value of money (e.g. periodical reset of interest rates).

(iv) Reclassification

Financial assets are not reclassified subsequent to their initial recognition unless the Company was to change its business model for managing financial assets, in which case all affected financial assets would be reclassified on the first day of the first reporting period following the change in the business model.

(v) Subsequent measurement

Financial assets at fair value through profit or loss

These assets are subsequently measured at fair value. Net gains and losses, excluding any interest or dividend income and including foreign exchange gains and losses are recognised in profit or loss in the Statement of Comprehensive Income.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. Interest income is recognised in 'interest income on financial assets at fair value through profit or loss', foreign exchange gains and losses are recognised in the Statement of Comprehensive Income. Any gain or loss on derecognition is also recognised in profit or loss.

(vi) Financial liabilities - classification and subsequent measurement

Non - derivative financial liabilities

The Company initially recognises debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated as at fair value through profit or loss) are recognised initially on the trade date, which is the date that the Company becomes a party to the contractual provisions of the instrument. The Company derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

The Company classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method. Other liabilities include other payables and accruals.

(vii) Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets (such as publicly traded derivatives and trading securities) are based on quoted market prices at the close of trading on the reporting date. The Company utilises the last traded market price for both financial assets and financial liabilities where the last traded price falls within the bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread, management will determine the point within the bid-ask spread that is most representative of fair value.

If a significant movement in fair value occurs subsequent to the close of trading up to midnight on the year end date, valuation techniques will be applied to determine the fair value. A significant event is any event that occurs after the last market price for a security, close of market or close of the foreign exchange, but before the Company's valuation time that materially affects the integrity of the closing prices for any security, instrument, currency or securities affected by that event so that they cannot be considered 'readily available' market quotations.

The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques in accordance with the International Private Equity and Venture Capital Valuation (IPEV) Guidelines. The Company uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Valuation techniques used include the use of comparable recent ordinary transactions between market participants, reference to other instruments that are substantially the same, discounted cash flow analysis, option pricing models and other valuation techniques commonly used by market participants making the maximum use of market inputs and relying as little as possible on entity-specific inputs.

Transfers between levels of the fair value hierarchy

Where transfers between levels of the fair value hierarchy occur, they are deemed to have occurred at the beginning of the reporting period.

(viii) Amortised cost measurement

The amortised cost of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured at initial recognition, minus principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between the initial amount recognised and the maturity amount and for financial assets adjusted for any loss allowance.

The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability at initial recognition. When calculating the effective interest rate, the Company estimates the future cash flows considering all contractual terms of the financial instruments but not the future credit losses.

(ix) Impairment

The Company recognises loss allowances for Expected Credit Losses ("ECL") on financial assets measured at amortised cost. The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- Financial assets that are determined to have low credit risk at the reporting date; and
- Other financial assets and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the asset) has not increased significantly since initial recognition.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30

days past due. The Company considers a financial asset to be in default:

- when the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising assets (if any is held); or
- the financial asset is more than 90 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation;
- the underlying project is put on hold; and
- breach of contract such as a default or being more than 90 days past due.

Presentation of allowance for ECLs in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. Impairment losses including reversals of impairment losses and gains are disclosed separately in the Statement of Comprehensive Income.

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

(x) Derecognition

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised where:

- The rights to receive cash flows from the asset have expired; or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and
- Either (a) the Company has transferred substantially all the risks and rewards of the asset; or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Company's continuing involvement in the asset. The Company derecognises a financial liability when the obligation under the liability is discharged, cancelled or has expired.

(xi) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Statement of Financial Position when, and only when, the Company has a legal right to offset the amounts and it intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis for gains and losses from financial instruments at fair value through profit or loss and foreign exchange gains and losses.

e) Cash and cash equivalents

Cash comprises of cash at bank. Cash equivalents are short-term highly liquid investments that are readily convertible to known amounts of cash, are subject to an insignificant risk of changes in value and are held for the purpose of meeting

short-term cash commitments rather than for investment or other purposes.

f) Foreign currency translation

Functional and presentation currency

The Company's Ordinary Shares are denominated in Sterling and are traded on AIM in Sterling. The primary activity of the Company is detailed in the Investing Policy on page 9. The performance of the Company is measured and reported to the investors in Sterling and the majority of the expenses incurred by the Company are in Sterling. Consequently, the Board of Directors considers that Sterling is the currency that most faithfully represents the effects of the underlying transactions, events and conditions. The financial statements are presented in Sterling, which is the Company's functional and presentation currency. All amounts are rounded to the nearest thousand.

Transactions and balances

Foreign currency transactions are translated into the functional currency using rates approximating to the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised through the Statement of Comprehensive Income. Translation differences on non-monetary financial assets and liabilities, such as financial assets designated at fair value through profit or loss, are recognised through the Statement of Comprehensive Income within the net unrealised change in fair value of investments.

g) Net assets per share

The net assets per Ordinary Share disclosed on the face of the Statement of Financial Position is calculated by dividing the net assets of the Company as at the year-end by the number of Ordinary Shares in issue at the year end.

h) Earnings/(Loss) per share

Basic earnings/(loss) per share

Basic earnings/(loss) per share is calculated by dividing:

- the profit or loss attributable to owners of the Company, excluding any costs of servicing equity other than ordinary shares;
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements, if any, in ordinary shares issued during the year and excluding treasury shares.

Diluted earnings/(loss) per share

Diluted earnings/(loss) per share adjusts the figures used in the determination of basic earnings/(loss) per share to take into account:

- the after tax effect of interest and other financing costs associated with dilutive potential ordinary shares; and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

i) Transaction costs

Transaction costs are the incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or financial liability. An incremental cost is one that would not have been incurred if the entity had not acquired, issued or disposed of the financial instrument. Transaction costs are legal and professional fees incurred to structure a deal to acquire the investments designated as financial assets at fair value through profit or loss. They include the upfront fees and commissions paid to agents, advisers, brokers and dealers and due diligence fees.

j) Equity

Share Capital

Ordinary shares are classified as equity. Where the Company purchases its own equity share (e.g. as the result of a share buyback), the consideration paid, including any directly attributable incremental costs, is deducted from equity attributable to the owners of the Company as Treasury Shares until the shares are cancelled or reissued. The Company will present any Treasury Shares acquired in the Statement of Changes in Equity as a deduction from Ordinary Shares.

Employee Share Option Reserve

Employee share options are valued when they are granted using the current accounting standard's fair value technique. However, the value of the options may be calculated at the conclusion of the vesting period or when they are exercised.

Other Distributable Reserve

The Company's cumulative profits and losses are known as distributable reserves. From time to time, the Company may transfer any sum that it considers to be realised to the distributable reserve (for example, if ordinary shares are sold for more than their par value, the excess will be moved to other distributable reserves).

k) Going concern

After making reasonable enquiries, and assessing all data relating to the Company's liquidity, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future and do not consider there to be any threat to the going concern status of the Company. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

The Directors note that the Company has sufficient cash and cash equivalent resources to meet its obligations for at least one year after the approval of these financial statements.

4. Critical Accounting Estimates and Judgements

The preparation of financial statements in conformity with IFRSs requires the Board to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from

these estimates.

The Board makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

The Directors believe that the underlying assumptions are appropriate and that the financial statements are fairly presented. Estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below:

Judgements

Assessment as an investment entity

In determining the Company meeting the definition of an investment entity in accordance with IFRS 10, it has considered the following:

- the Company has raised the commitments from a number of investors in order to raise capital to invest and to provide investor management services with respect to these private equity investments;
- the Company intends to generate capital and income returns from its investments which will, in turn, be distributed to the investors; and
- the Company evaluates its investment performance on a fair value basis, in accordance with the policies set out in these financial statements.

Although the Company met all three defining criteria, management has also assessed the business purpose of the Company, the investment strategies for the private equity investments, the nature of any earnings from the private equity investments and the fair value model. Management made this assessment in order to determine whether any additional areas of judgement exist with respect to the typical characteristics of an investment entity versus those of the Company. Management have therefore concluded that from the assessments made, the Company meets the criteria of an investment entity within IFRS 10.

Part of the assessment in relation to meeting the business purpose aspects of the IFRS 10 criteria also requires consideration of exit strategies. Given that the Company does not intend to hold investments indefinitely, management have determined that the Company's investment plans support its business purpose as an investment entity.

The Board has also concluded that the Company meets the additional characteristics of an investment entity, in that: it holds more than one investment; the investments will predominantly be in the form of equities, derivatives and similar securities; it has more than one investor and the majority of its investors are not related parties.

Estimates and assumptions

Fair value of securities not quoted in an active market.

The Company may value positions by using its own models or commissioning valuation reports from professional third-party valuers. The models used in either case are based on valuation methods and techniques generally recognised as standard within the industry and in accordance with International Private Equity and Venture Capital Valuation (IPEV) Guidelines. The inputs into these models are primarily revenue or earnings multiples and discounted cash flows. The inputs in the revenue or earnings multiple models include observable data, such as the earnings multiples of comparable companies to the relevant portfolio company, and unobservable data, such as forecast earnings for the portfolio company. In discounted cash flow models, unobservable inputs are the projected cash flows of the relevant portfolio company and the risk premium for liquidity and credit risk that are incorporated into the discount rate. In some instances, the cost of an investment is the best measure of fair value in the absence of further information. Models are calibrated by back-testing to actual results/exit prices achieved to ensure that outputs are reliable, where possible.

Models use observable data, to the extent practicable. However, areas such as credit risk (both own and counterparty), volatilities and correlations require management to make estimates. Changes in assumptions about these factors could affect the reported fair value of financial instruments. The sensitivity to unobservable inputs is based on management's expectation of reasonable possible shifts in these inputs, taking into consideration historical volatility and estimations of future market movements.

The determination of what constitutes 'observable' requires significant judgement by the Company. The Company considers observable data to be market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

5. Segmental Information

The Chief Operating Decision Maker, which is the Board, is of the opinion that the Company is engaged in a single segment of business, through its portfolio of investments in early stage businesses, with the aim of providing capital appreciation. The financial information used by the Chief Operating Decision Maker to manage the Company presents the business as a single segment.

Segment information is measured on the same basis as that used in the preparation of the Company's Financial Statements.

The Company receives no revenues from external customers. Other than its investments, the Company holds no non-current assets in any geographical area other than Guernsey.

6. Administration Fees

Obsidian Fund Services Limited ("Obsidian") was the Administrator of the Company during the year and was entitled to an administration fee of £40,000 per annum with an additional fee of £500 per Board or Committee meeting above the eight meetings covered by the administration fee.

In the year ended 31 March 2025, a total of £40,111 (2024: £43,628) was charged to the Statement of Comprehensive Income for Obsidian, of which £3,333 was payable at the financial reporting date (2024: £4,033).

The Administrator is also entitled to recover by way of reimbursement from the Company, transaction costs associated with the provision of specific services and reasonable out-of-pocket expenses incurred in the performance of its services to include any of the Administrator's approved services.

7. Directors' Remuneration

The Board agreed the following compensation packages for the Directors of the Company.

- Ian Burns is entitled to an annual remuneration of £36,000 (2024: £36,000).
- Ed McDermott is entitled to an annual remuneration of £161,321 (2024: £161,063).
- Lance De Jersey is entitled to an annual remuneration of £106,000 (2024: £106,000).
- Luke Cairns is entitled to an annual remuneration of £36,000 (2024: £36,000).
- Alfredo Pascual is entitled to an annual remuneration of €106,000 (£89,038) (2024: €106,000).

Additional information on Directors' Remuneration is noted in related parties. Refer to note 18.

	Year ended 31 March 2025
	Directors' Remuneration
	£'000
Ian Burns	36
Ed McDermott	161
Lance De Jersey	106
Luke Cairns	36
Alfredo Pascual	89
	<u>428</u>

	Year ended 31 March 2024
	Directors' Remuneration
	£'000
Ian Burns	36
Ed McDermott	161
Lance De Jersey	106
Luke Cairns	36
Alfredo Pascual	46
	<u>385</u>

8. Other Expenses

	Year ended 31-Mar-25	Year ended 31-Mar-24
	£'000	£'000
Regulatory and listing fees	29	26
Directors' and Officers' liability insurance	22	37
IT Costs	5	6
Consultancy fees	-	36
Salaries and Wages	-	26
PR costs	61	63
Other expenses	39	13
	<u>156</u>	<u>207</u>

9. Tax effects of other comprehensive income

The Income Tax Authority of Guernsey has granted the Company exemption from Guernsey income tax under the Income Tax (Exempt Bodies) (Guernsey) (Amendment) Ordinance, 2012 and the income of the Company may be distributed or accumulated without deduction of Guernsey income tax. Exemption under the above mentioned Ordinance entails payment by the Company of an annual fee of £1,600 for each year in which the exemption is claimed. It should be noted, however, that interest and dividend income accruing from the Company's investments may be subject to withholding tax in the country of origin.

There were no tax effects arising from the other comprehensive income disclosed in the Statement of Comprehensive Income (2024: £Nil).

10. Earnings / (loss) per Ordinary Share

The gain per Ordinary Share of 0.19p (2024: loss per Ordinary Share of 1.01p) is based on the gain for the year of £366,808 (2024: loss £2,119,521) and on a weighted average number of 193,815,598 Ordinary Shares in issue during the year (2024: 208,840,402 Ordinary Shares).

There are no dilutive effects on earnings per Ordinary Shares as all issued Options and Warrants expired without exercise during the prior year.

11. Dividends

On 16 April 2024, the Company declared a special dividend of 1.0 pence (£0.01) per Ordinary Share (2024: £Nil). The Directors do not propose a final dividend for the year ended 31 March 2025 (2024: £Nil).

12. Financial Assets designated at fair value through profit or loss

	31 March 2025 £'000	31 March 2024 £'000
Fair value of investments brought forward	7,322	16,019
Purchases during the year	375	216
Proceeds from disposals during the year	(337)	(7,694)
Realised gains / (losses) on disposals during the year	87	1,077
Net unrealised gain / (loss) on revaluation of investments	<u>892</u>	<u>(2,296)</u>
	<u>8,339</u>	<u>7,322</u>

13. Fair value of financial instruments

IFRS 13 requires the Company to classify financial instruments at fair value using a fair value hierarchy that reflects the significance of the inputs used in making the measurement. The fair value hierarchy has the following levels:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the year-end date;
- Level 2 - Those involving inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and
- Level 3 - Those with inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety.

If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a Level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgement, considering factors specific to the asset or liability.

The determination of what constitutes 'observable' requires judgement by the Company. The Company considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

The valuations used to determine fair values are validated and periodically reviewed by experienced personnel, in most cases this validation and review is undertaken by members of the Board, however professional third-party valuation firms are used for some valuations and the Company also has access to a network of industry experts by virtue of the personal networks of the directors and substantial shareholders. The valuations prepared by the Company or received from third parties are in accordance with the IPEV Guidelines. The valuations, when relevant, are based on a mixture of:

- Market approach (utilising EBITDA or Revenue multiples, industry value benchmarks and available market prices approaches);
- Income approach (utilising Discounted Cash Flow, Replacement Cost and Net Asset approaches);
- Price of a recent transaction when transaction price/cost is considered indicative of fair value; and
- Proposed sale price.

As at 31 March 2025, 3 investments were valued as Level 1 investments within the fair value hierarchy, with the value being taken from the published bid price available as at that date (2024: 2 investments).

The remaining four investments were included within the Level 3 category and subject to a Level 3 valuation approach.

Where investments are considered to be Level 3 investments for valuation purposes, it is required under IFRS 13 that information be provided about the significant unobservable inputs used in the fair value measurement. In the case of the Company a balance is necessary in providing commentary on such inputs, whilst at the same time not disclosing information about these private companies which they have indicated cannot be published (primarily for competitive reasons). The table below provides a summary of the valuations subject to unobservable inputs across the Company's investment portfolio, split by valuation methodology and an indicative aggregate value of the effect of either a more positive or negative valuation approach, without publication of specific metrics which could be identified as relating to any one investee company.

Valuation Basis	Aggregate Valuation	Range	(input)	Sensitivity	Effect on fair value	
	£'000				£'000	£'000
Price of recent transaction (deal price)	7,764	n/a	n/a	-25% / 25%	(1,941)	1,941
Quoted price	575					
Total	<u>8,339</u>					

A reconciliation of the opening and closing balances of assets designated at fair value through profit or loss classified as Level 1 is shown below:

31 March 2025 £'000	31 March 2024 £'000
------------------------	------------------------

Fair value of investments brought forward	548	811
Purchases during the year	375	-
Disposals proceeds during the year	(337)	-
Realised gains on disposals during the year	87	-
Net unrealised change in fair value	<u>(98)</u>	<u>(263)</u>
Fair value of investments carried forward	<u>575</u>	<u>548</u>

A reconciliation of the opening and closing balances of assets designated at fair value through profit or loss classified as Level 3 is shown below:

	31 March 2025 £'000	31 March 2024 £'000
Fair value of investments brought forward	6,773	15,208
Purchases during the year	-	216
Disposals proceeds during the year	-	(7,694)
Realised gains/(losses) on disposals during the year	-	1,077
Net unrealised change in fair value	<u>990</u>	<u>(2,034)</u>
Fair value of investments carried forward	<u>7,764</u>	<u>6,773</u>
	31 March 2025 £'000	31 March 2024 £'000
Level 1	575	548
Level 2	-	-
Level 3	<u>7,764</u>	<u>6,773</u>
Total	<u>8,339</u>	<u>7,321</u>

14. Other receivables

	31 March 2025 £'000	31 March 2024 £'000
Prepaid expenses	43	43
Other receivables	<u>-</u>	<u>2,383</u>
	<u>43</u>	<u>2,426</u>

An amount for which the Company had previously made a provision at a default rate of 100% for £108,314 (2024: £108,314) for an outstanding receivable due from a loan note issued to SWB has been written off as there was no chance to recover.

15. Payables and accruals

	31 March 2025 £'000	31 March 2024 £'000
Administration fees	3	4
Audit fees	17	18
Legal & professional fees	4	3
Other accrued expenses	<u>-</u>	<u>3</u>
	<u>24</u>	<u>28</u>

16. Share Capital, Warrants, Options, Treasury shares and Other distributable reserves

	31 March 2025 £'000	31 March 2024 £'000
<i>Authorised:</i>		
1,910,000,000 Ordinary Shares of 1p (2024: 1,910,000,000 Ordinary Shares)	19,100	19,100
100,000,000 Deferred Shares of 0.9p (2024: 100,000,000 Deferred Shares)	900	900
	<u>20,000</u>	<u>20,000</u>
<i>Allotted, called up and fully paid:</i>		
192,949,895 Ordinary Shares of 1p (2024: 202,032,895 Ordinary Shares) (i)	<u>1,929</u>	<u>2,020</u>
Nil Deferred Shares of 0.9p (2024: Nil) (ii)	=	=
<i>Treasury Shares:</i>		
22,269,946 Treasury Shares of 1p (2024: 13,186,946) (iii)	<u>223</u>	<u>132</u>

(i) Ordinary Shares

During the year ended 31 March 2025 9,083,000 Ordinary shares were bought by the Company as part of a share buyback programme (31 March 2024: 10,714,500).

(ii) Deferred Shares

There were no changes to the number of deferred shares during the year.

(iii) Shares held in Treasury

As part of a share buyback programme, share repurchases in the year ended 31 March 2025 saw the number of Ordinary Shares held as Treasury shares increase to 22,269,946 (31 March 2024: 13,186,946).

(iv) Directors' Authority to allot shares

The Directors are generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities. The Directors may determine up to a maximum aggregate nominal amount of 50% of the issued share capital during the period until the following Annual General Meeting. The Company (Guernsey) Law, 2008 (as amended) does not limit the power of Directors to issue shares or impose any pre-emption rights on the issue of new shares.

(v) Other Distributable Reserves

	31 March 2025	31 March 2024
	£'000	£'000
Opening balance as at 1 April	11,584	13,905
Total comprehensive gain/(loss) for the year	367	(2,120)
Ordinary Share buyback	(117)	(201)
Dividend	(1,998)	=
Closing Balance as at 31 March	<u>9,836</u>	<u>11,584</u>

17. Net Assets per Ordinary Share

Basic and diluted

The basic and diluted net asset value per Ordinary Share is based on the net assets attributable to equity shareholders of £11,765,000 (2024: £13,604,000) and on 192,949,895 Ordinary Shares (2024: 202,032,895 Ordinary Shares) in issue at the end of the year. There was no dilutive effect as at 31 March 2025.

18. Related Parties

(i) Directors' remuneration

The Directors' remuneration for the year ended 31 March 2025 is disclosed in note 7. The Directors consider that there is no immediate or ultimate controlling party.

Ian Burns

Mr Burns is the legal and beneficial owner of Smoke Rise Holdings Limited, which held 1,674,024 (0.87%) Ordinary Shares (2024: 1,674,024) in the Company at 31 March 2025 and the date of signing this report.

Mr Burns received an annual remuneration of £36,000 (2024: £36,000) with no discretionary bonus for the year (2024: Nil). There was no payable at the financial reporting date (2024: nil).

Ed McDermott

Mr McDermott held 6,130,000 (3.18%) Ordinary Shares (2024: 4,680,000) in the Company at 31 March 2025 and at the date of signing this report.

Mr McDermott is entitled to an annual remuneration of £160,000 effective 1 April 2021.

Mr McDermott received annual remuneration of £161,321 (2024: £161,063) which included pension contributions of 1.1% of salary. There was no discretionary bonus (2024: Nil). There was no payable at the financial reporting date (2024: Nil).

Mr McDermott is Co-chairman of Clean Food Group as disclosed in the Investment Portfolio Report on page 7 of the Annual Report & Accounts.

Lance De Jersey

Mr De Jersey, Finance Director of the Company held 1,400,000 (0.73%) Ordinary Shares (2024: 400,000) in the Company as at 31 March 2025 and at the date of signing of this report.

Mr De Jersey received annual remuneration of £106,000 (2024: £106,000). There was no discretionary bonus (2024: Nil). There was no payable at the financial reporting date of (2024: nil).

Luke Cairns

Mr Cairns, Non-Executive Director of the Company is entitled to annual remuneration of £36,000 per annum, effective from the date of his appointment on 3 January 2020.

Mr Cairns received annual remuneration of £36,000 (2024: £36,000) with no discretionary bonus (2024: Nil). There was no payable at the financial reporting date (2024: nil).

Alfredo Pascual

Mr Pascual, Executive Director of the Company is entitled to annual remuneration of €106,000 (£89,038) per annum, effective from the date of his appointment on 1 September 2023.

Mr Pascual received annual remuneration of £89,038 (2024: £71,781) with no discretionary bonus (2024: Nil). There was no payable at the financial reporting date (2024: nil).

(ii) Administrator of the Company

Obsidian Fund Services Limited ("Obsidian") was the Administrator of the Company during the year and was entitled to an administration fee of £40,000 per annum with an additional fee of £500 per Board or Committee meeting above the eight meetings covered by the administration fee.

In the year ended 31 March 2025, a total of £40,111 (2024: £43,628) was charged to the Statement of Comprehensive Income for Obsidian, of which £3,333 was payable at the financial reporting date (2024: £4,033).

(iii) Digital Marketing

During the year the Company contracted with G-Force Media, a digital content creator and digital marketer. Ed McDermott, a Director of the Company, is a one third shareholder of G-Force Media. During the year the Company paid £24,000 (2024: £12,000) to G-Force Media.

19. Financial Risk Management

The main risks arising from the Company's financial instruments are credit risk, liquidity risk and market risk, and are set out below, together with the policies currently applied by the Board for their management. Market risk comprises three types of financial risk, being interest rate risk, currency risk and other price risk, being the risk that the fair value or future cash flows will fluctuate because of changes in market prices other than from interest rate and currency risks.

Treasury policies

The objective of the Company's treasury policies is to manage the Company's financial risk, secure cost effective funding for the Company's operations and to minimise the adverse effects of fluctuations in the financial markets on the value of the Company's financial assets and liabilities on reported profitability and on cash flows of the Company.

The Company finances its activities with cash, short-term deposits with maturities of three months or less and market traded securities. Other financial assets and liabilities, such as receivables and payables, arise directly from the Company's operating activities. Derivative instruments may be used to change the economic characteristics of financial instruments in accordance with the Company's treasury policies.

The financial assets and liabilities of the Company were:

	31 March 2025	31 March 2024
	£'000	£'000
<i>Financial assets at fair value through profit or loss</i>		
Investments	<u>8,339</u>	<u>7,321</u>
<i>Financial assets at amortised cost</i>		
Other receivables	-	2,383
Cash and cash equivalents	<u>3,407</u>	<u>3,885</u>
	<u>3,407</u>	<u>6,268</u>
<i>Financial liabilities at amortised cost</i>		
Other payables	<u>24</u>	<u>28</u>

Prepayments of £42,556 (2024: £42,900) have been excluded from financial assets.

Credit risk

The Company takes on exposure to credit risk, which is the risk that one party will cause a financial loss for the other party by failing to discharge an obligation.

The Company's credit risk is primarily attributable to its cash and cash equivalents, other receivables, short term loans and convertible loan notes to investees. In order to mitigate credit risk, the Company seeks to trade only with reputable counterparties that the management believe to be creditworthy.

The credit risk on cash and cash equivalents is limited by using banks with high credit ratings assigned by international credit-rating agencies. At the year end, an amount of cash and cash equivalents of £3,343,579 was placed with HSBC Bank plc (2024: £3,728,206). The Moody's counterparty risk rating for HSBC Bank plc was A3 as at 31 March 2025.

During the year ended 31 March 2025 the Company wrote off convertible loan notes with a face value of £150,000 and a carrying amount of £Nil (2024: Nil).

The Company's activities may give rise to settlement risk. 'Settlement risk' is the risk of loss due to the failure of an entity to honour its obligations to deliver cash, securities or other assets as contractually agreed. For the majority of transactions, the Company mitigates this risk by conducting settlements through a broker to ensure that a trade is settled only when both parties have fulfilled their contractual settlement obligations. Settlement limits form part of the credit approval and limit monitoring processes by the Board.

The investment in these debt instruments is considered to be of an equal risk to the equity investments held in other Level 3 investments as disclosed in Note 13.

Liquidity risk

Liquidity risk is the risk that the Company may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous. The Company invests in private equities, which, by their very nature, are illiquid. The Company incurs a range of fixed expenses for which it can budget.

As such it can appropriately plan as to how to maintain a sufficient cash balances to meet its working capital requirements.

Should it be identified that additional cash resources are required, the Company would propose to issue further equity to the market or to sell part of the investment(s) held in market traded securities.

The contractual undiscounted cash flows of the Company's financial liabilities, which are equal to the fair value of the Company's financial liabilities, comprise of payable within one year to the sum of £24,000 (2024: £28,000). The Company has no contractual commitment to invest further in any of its existing investments.

Market risk

(i) Price risk

The Company's private equity investments are susceptible to price risk arising from uncertainties about future values of the private equity investments or derivative financial instruments. This price risk is the risk that the fair value or future cash flows will fluctuate because of changes in market prices, whether those changes are caused by factors specific to the individual investment or financial instrument or its holder or factors affecting all similar financial instruments or investments traded in the market, if any. Investments that are exposed to price risk are disclosed under level 1 in note 13.

Given the levels of market volatility in the current year, the Directors consider 30% (2024: 30%) best represents the margin of price risk associated with the Company risk. A 30% (2024: 30%) increase/decrease in the fair value of investments would result in a £172,168 (2024: £163,875) increase/decrease in the net asset value.

ii) Currency risk

The Company regularly holds assets (both monetary and non-monetary) denominated in currencies other than the functional currency (Sterling). It is therefore exposed to currency risk, as the value of the financial instruments denominated in other currencies will fluctuate due to changes in exchange rates.

Foreign currency risk, as defined in IFRS 7, arises as the values of recognised monetary assets and monetary liabilities denominated in other currencies fluctuate due to changes in foreign exchange rates. IFRS 7 considers the foreign exchange exposure relating to non-monetary assets and liabilities to be a component of market price risk, not foreign currency risk. The Company monitors the exposure on all foreign-currency-denominated assets and liabilities.

The Company monitors its exposure to foreign exchange rates and, where exposure is considered significant, appropriate measures would be adopted to minimise these exposures. The proportion of the net financial assets of the Company were denominated in currencies other than Sterling as follows:

	31 March 2025 £'000	31 March 2024 £'000
US Dollar		
Cash and cash equivalents	4	5
Financial assets at fair value through profit and loss	2,962	2,870
Euro		
Cash and cash equivalents	23	2,582
Financial assets at fair value through profit and loss	3,096	2,740
Australian Dollar		
Financial assets at fair value through profit and loss	443	529
Net currency exposure	<u>6,529</u>	<u>8,727</u>

At 31 March 2025, if the exchange rate of the US Dollar had strengthened/weakened by 10% against the Sterling, with all other variables remaining constant, the increase/(decrease) in the profit for the year would amount to +/- £269,639 (2024: +/- £261,341).

At 31 March 2025, if the exchange rate of the Euro had strengthened/weakened by 10% against the Sterling, with all other variables remaining constant, the increase/(decrease) in the profit for the year would amount to +/- £290,109 (2024: +/- £483,873).

At 31 March 2025, if the exchange rate of the Australian Dollar had strengthened/weakened by 10% against the Sterling, with all other variables remaining constant, the increase/(decrease) in the profit for the year would amount to +/- £40,263 (2024: £48,133).

iii) Interest rate risk

The Company currently funds its operations through the use of equity. Cash at bank, the majority of which was in Sterling at the year end, is held at variable rates. At the year end, the Company's financial liabilities did not suffer interest and thus were not subject to any interest rate risk.

20. Capital Management Policy and Procedures

The Company's capital structure is derived solely from the issue of Ordinary Shares.

The Company does not currently intend to fund any investments through debt or other borrowings but may do so if appropriate. Investments in early stage assets are expected to be mainly in the form of equity, with debt potentially being raised later to fund the development of such assets. Investments in later stage assets are more likely to include an element of debt to equity gearing. The Company may also offer new Ordinary Shares as consideration as well as cash, thereby helping to preserve the Company's cash for working capital and as a reserve against unforeseen contingencies including, for example, delays in collecting accounts receivable, unexpected changes in the economic environment and operational problems.

The Board monitors and reviews the structure of the Company's capital on an ad hoc basis. This review includes:

- The need to obtain funds for new investments, as and when they arise;

- The current and future levels of gearing;
- The need to buy back Ordinary Shares for cancellation or to be held in treasury, which takes account of the difference between the net asset value per Ordinary Share and the Ordinary Share price;
- The current and future dividend policy; and
- The current and future return of capital policy.

The Company is not subject to any externally imposed capital requirements.

21. Events after the Financial Reporting Date

Following the publication of these Financial Statements Mr Ian Burns resigned as Non-Executive Chairman of the Board of Directors. At which point Luke Cairns, non-executive director, assumed the role of Interim Chairman.

There are no material events subsequent to year end which require disclosure.

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