BiVictriX Therapeutics Limited

Financial Statements
for the year ended 31 December 2024

CONTENTS PAGE

BiVictriX is a UK-based drug discovery and development company applying an innovative, proprietary approach to develop a new class of highly selective, next generation cancer therapeutics, bispecific Antibody Drug Conjugates ("ADCs"), which exhibit superior potency, whilst eliminating treatment-related toxicities.

References to "BiVictriX", the "Company" or the "Group" refer to BiVictriX Therapeutics Limited a company incorporated in England & Wales with registered number 13470690 whose registered address is Mereside, Alderley Park, Alderley Edge, Macclesfield, England, SK10 4TG and BiVictriX Limited, a company incorporated in England & Wales with registered number 10005270 whose registered address is Mereside Alderley Park, Alderley Edge, Macclesfield, England, SK10 4TG.

Directors Review of Business

For the year ended 31 December 2024

2024 marked a pivotal year for BiVictriX as we continued to progress our lead programme, BVX001, towards clinical development, progressed and expanded our pipeline and took the strategic decision to delist from the London Stock Exchange's Alternative Investment Market (AIM) and re-register as a private limited company. Following the delisting, the Company has reduced its operating expenditure to focus its financial resources on continuing to progress the Company's programmes to key value inflexion points.

In addition, we have made excellent progress on our first solid tumour programme, BVX002, and this was assisted during 2024 with our successful application to Innovate UK for grant funding to expedite this programme.

Key Scientific Achievements in 2024

Having continued to prioritise research and development (R&D) progress, particularly BVX001 and BVX002 we have made good progress in the period, which additionally included:

- Identifying our lead therapeutic candidate for BVX002, demonstrating very promising anti-tumour activity and tolerability in an animal model of Ovarian Cancer.
- Filing two patents providing broad protection for the targeted antigen pair and specific antibody sequences used for BVX002.
- Securing Orphan Drug Designation status for BVX001.
- Demonstrating dose-dependent anti-tumour activity with BVX001 across a diverse range of patient samples with CD7+CD33+ AML.
- Completing a comprehensive toxicity assessment of BVX001 (non-GLP) in an animal species, demonstrating the superior safety and tolerability of BVX001 versus competitor ADC approaches using the same toxic warhead.

Our goal remains to develop and partner our differentiated bispecific ADCs. The next phase of our growth is subject to securing additional investment or a partnership/co-development agreement to progress one or more of our programmes into the clinic and we look forward to reporting on this in due course.

The key risks and uncertainties facing the Company are the requirement to secure additional funding together with the inherent uncertainty in performing research and development to develop pharmaceutical products.

Tiffany Thorn
Chief Executive Officer of BiVictriX Therapeutics Limited
31 December 2024

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the Group financial statements in accordance with UK-adopted International Financial Reporting Standards ('IFRS') in conformity with the requirements of the Companies Act 2006 and have elected to prepare the Parent Company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice and applicable law including FRS102. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the Group and Parent Company and of their profit or loss for that period. In preparing the Group and Parent Company financial statements, the Directors are required to:

(a) select suitable accounting policies and apply them consistently;
(b) make judgements and accounting estimates that are reasonable, relevant, reliable, and prudent;
(c) state whether applicable accounting standards in accordance with UK adopted international accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
(d) prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain transactions and disclose with reasonable accuracy at any time the financial position of the Company to ensure that the financial statements and the Annual Report comply with the Companies Act 2006 and Article 4 of the IAS Regulation. The Directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. They are responsible for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

We confirm that to the best of our knowledge we consider the Annual report and Accounts for the year ended 31 December 2024, to be fair, balanced and provide information for shareholders to assess the Group's position and performance, business model and strategy.

Tiffany Thorn
Chief Executive Officer
14 May 2025

Michael Kauffman
Chairman
14 May 2025

Directors' Report

The Directors present their report and the financial statements and independent auditor's report for the Group and parent company for the year ended 31 December 2024.

Directors
The Directors who were in office during the year and up to the date of signing the financial statements, unless stated, were:

Executive
Tiffany Thorn

Non-Executive
Michael Kauffman (Chairman)
Robert Hawkins
Susan Lowther
Drummond Paris

Secretary
Alison Halsall

No Director had an interest in any contract that was significant to the Group's business during the year.
The Company maintained Directors and Officers liability insurance cover throughout the year.

Principal activities
The principal activity of the Group is research and development through the identification, assessment and validation of drug targets ahead of commercial partnerships. This is reflected in Research and Development expenditure of £2.0 million (2023: £2.0 million) in the year.

Business review
The Directors Review of Business on page 2 is a review of the business and the Group's trading for the year ended 31 December 2024. It also sets out an outlook of future development and principal risks or uncertainties. The Review of Business is part of this Directors' Report.

Information provided to the independent auditor
The Directors at the date of approval of this Annual Report confirm that:

(i) So far as each director is aware, there is no relevant audit information of which the Group's Independent Auditor is unaware, and
(ii) Each Director has taken all steps that they ought to have taken as a Director, to make themselves aware of any relevant audit information and to establish that the independent auditor is aware of such information.

Post balance sheet events
Note 20 of the Consolidated Financial Statements refers.

Independent auditor
Crowe UK LLP have expressed their willingness to continue in office as independent auditor.

Approved by the Board of Directors and signed on behalf of the Board:

Tiffany Thorn
Chief Executive Officer
14 May 2025

BiVictriX Therapeutics Limited
Mereside Alderley Park
Alderley Edge
Macclesfield
England
SK10 4TG

Company registration number: 13470690

Independent Auditor's Report to the Members of BiVictriX Therapeutics Limited

Opinion

We have audited the financial statements of BiVictriX Therapeutics Limited (the "parent company") and its subsidiary (the "group") for the year ended 31 December 2024 which comprise:

- the consolidated statement of comprehensive income for the year ended 31 December 2024;
- the consolidated and company statements of financial position as at 31 December 2024;
- the consolidated and company statements of cash flows for the year then ended;
- the consolidated and company statements of changes in equity for the year then ended; and
- the notes to the financial statements, including significant accounting policies.

The financial reporting framework that has been applied in the preparation of the group financial statements is applicable law and UK adopted international accounting standards. The financial reporting framework that has been applied in the preparation of the parent company financial statements is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 (United Kingdom Generally Accepted Accounting Practice).

In our opinion:

- the financial statements give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2024 and of the group's loss for the year then ended;
- the group financial statements have been properly prepared in accordance with UK-adopted international accounting standards;
- the parent company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to note 2 in the financial statements, which indicates that the directors have identified a need under both their base and alternative going concern scenarios to raise funds, the raising of which is not guaranteed. As stated in note 2 these events or conditions, along with the other matters as set forth in note 2, indicate that a material uncertainty exists that may cast significant doubt on the group and company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or

- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management. Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals and reviewing accounting estimates for biases.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing noncompliance and cannot be expected to detect non-compliance with all laws and regulations

A further description of our responsibilities for the audit of the financial statements is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Stephen Bullock
Senior Statutory Auditor
For and on behalf of
Crowe U.K. LLP
Statutory Auditor
London
14 May 2025

Consolidated Statement of Comprehensive Income

For the year ended 31 December 2024

	Notes	**Year Ended 31 December 2024**	Year Ended 31 December 2023
		£'000	**£'000**
Other income	3	**228**	-
Operating expenses			
Research and Development	4	**(2,013)**	(2,047)
General and Administration	4	**(822)**	(904)
Share based compensation	14	**(74)**	(74)
Total operating expenses before non-recurring costs		**(2,909)**	(3,025)
Operating loss		**(2,681)**	(3,025)
Finance income/(cost)		**24**	22
Loss on ordinary activities before taxation		**(2,657)**	(3,003)
Taxation	7	**394**	458
Loss and total comprehensive expenses attributable to equity holders of the parent for the year		**(2,263)**	(2,545)
Loss per share attributable to equity holders of the parent (pence)			
Basic loss per share (pence)		**(2.74)**	(3.50)
Diluted loss per share (pence)		**(2.74)**	(3.50)

Consolidated and Company Statements of Financial Position

as at 31 December 2024

		Group		Company	
	Notes	**As at 31 December 2024 £'000**	As at 31 December 2023 £'000	**As at 31 December 2024 £'000**	As at 31 December 2023 £'000
Assets					
Non-current assets					
Property, plant and equipment	8	**366**	476	**—**	—
Investment in subsidiary undertakings	9	**—**	—	**8,665**	7,040
Total non-current assets		**366**	476	**8,665**	7,040
Current assets					
Trade and other receivables	10	**142**	144	**19**	48
Current tax receivable		**377**	396	**—**	—
Cash and cash equivalents	11	**957**	3,279	**788**	3,126
Total current assets		**1,476**	3,819	**807**	3,174
Total assets		**1,842**	4,295	**9,472**	10,214
Liabilities and equity					
Current liabilities					
Trade and other payables	12	**282**	496	**15**	74
Lease liabilities	15	**133**	128	**—**	—
Total current liabilities		**415**	624	**15**	74
Non-current liabilities		**79**	134	**—**	—
Total liabilities		**494**	758	**15**	74
Equity					
Ordinary shares	13	**825**	825	**825**	825
Share premium	13	**13,939**	13,939	**9,889**	9,889
Share based compensation	13	**323**	425	**323**	425
Warrant reserve	13	**73**	73	**73**	73
Merger reserve	13	**(2,834)**	(2,834)	**—**	—
Retained losses	13	**(10,978)**	(8,891)	**(1,653)**	(1,072)
Total equity attributable to equity holders of the parent		**1,348**	3,537	**9,457**	10,140
Total liabilities and equity		**1,842**	4,295	**9,472**	10,214

No Statement of Comprehensive Income is presented in these financial statements for the parent company as provided by Section 408 of the Companies Act 2006. The loss for the financial year dealt with in the financial statements of the parent company was £0.8 million (2023: £0.4 million).

The financial statements on pages 10 to 33 were approved by the Board of Directors and authorised for issue on 14 May 2025 and were signed on its behalf by:

Tiffany Thorn
Chief Executive Officer

14 May 2025
BiVictriX Therapeutics Limited
Registered number: 13470690

Consolidated Statement of Changes in Equity

for the year ended 31 December 2024

	Ordinary shares	Share Premium	Merger reserve	Share based compensation	Warrant reserve	Retained deficit	Total
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
Balance at 31 December 2022	**661**	**12,052**	**(2,834)**	**351**	**73**	**(6,346)**	**3,957**
Total comprehensive expense for the period	—	—	—	—	—	(2,545)	(2,545)
Transactions with owners							
Share issue – cash	164	1,969	—	—	—	—	2,133
Expense of share issue	—	(82)	—	—	—	—	(82)
Share based compensation – share options	—	—	—	74	—	—	74
Total transactions with owners	**164**	**1,887**	**—**	**74**	**—**	**—**	**2,125**
Balance at 31 December 2023	**825**	**13,939**	**(2,834)**	**425**	**73**	**(8,891)**	**3,537**
Total comprehensive expense for the period	—	—	—	—	—	(2,263)	(2,263)
Transactions with owners							
Share based compensation – share options	—	—	—	74	—	—	74
Share based compensation – lapsed options	—	—	—	(176)	—	176	—
Total transactions with owners	—	—	—	**(102)**	**—**	**176**	**74**
Balance at 31 December 2024	**825**	**13,939**	**(2,834)**	**323**	**73**	**(10,978)**	**1,348**

Company Statement of Changes in Equity

for the year ended 31 December 2024

	Ordinary shares £'000	Share premium £'000	Share based compensation £'000	Warrant reserve £'000	Retained deficit £'000	Total £'000
Balance at 31 December 2022	**661**	**8,002**	**351**	73	**(667)**	**8,420**
Total comprehensive expense for the period	—	—	—	—	(405)	(405)
Transactions with owners						
Share issue – cash	164	1,969	—	—	—	2,133
Expense of share issue	—	(82)	—	—	—	(82)
Share based compensation – share options	—	—	74	—	—	74
Total transactions with owners	**164**	**1,887**	**74**	—	—	**2,125**
Balance at 31 December 2023	**825**	**9,889**	**425**	**73**	**(1,072)**	**10,140**
Total comprehensive expense for the period	—	—	—	—	(757)	(757)
Transactions with owners						
Share based compensation – share options	—	—	74	—	—	74
Share based compensation – lapsed options	—	—	(176)	—	176	—
Total transactions with owners	—	—	**(102)**	—	**176**	**74**
Balance at 31 December 2024	**825**	**9,889**	**323**	**73**	**(1,653)**	**9,457**

Consolidated and Company Statements of Cash Flows

for the year ended 31 December 2024

	Group		Company	
	Year ended 31 December 2024	Year ended 31 December 2023	**Year ended 31 December 2024**	Year ended 31 December 2023
	£'000	£'000	**£'000**	£'000
Cash flows from operating activities				
Loss before taxation	**(2,657)**	(3,003)	**(757)**	(405)
Depreciation and amortisation	**179**	165	**—**	—
Share based compensation	**74**	74	**74**	74
Asset write off	**—**	3	**—**	—
Finance costs	**(9)**	(8)	**—**	—
	(2,413)	(2,769)	**(683)**	(331)
Changes in working capital				
(Increase)/decrease in trade and other receivables	**2**	80	**29**	26
Increase/(decrease) in trade and other payables	**(214)**	213	**(59)**	31
Cash used in operations	**(212)**	293	**(30)**	57
Taxation received	**413**	516	**—**	—
Net cash used in operating activities	**(2,212)**	(1,960)	**(713)**	(274)
Cash flows (used in)/generated from investing activities				
Acquisition of tangible fixed assets	**(4)**	(5)	**—**	—
Disposal of tangible fixed assets	**—**	—	**—**	—
Interest received	**24**	22	**—**	—
Loans to subsidiary	**—**	—	**(1,625)**	(1,653)
Net cash (used in)/generated from investing activities	**20**	17	**(1,625)**	(1,653)
Cash flows from financing activities				
Proceeds from issue of shares	**—**	2,133	**—**	2,133
Issue costs	**—**	(82)	**—**	(82)
Repayment of lease liabilities	**(130)**	(116)	**—**	—
Net cash generated from financing activities	**(130)**	1,935	**—**	2,051
Movements in cash and cash equivalents in the period	**(2,322)**	(8)	**(2,338)**	124
Cash and cash equivalents at start of period	**3,279**	3,287	**3,126**	3,002
Cash and cash equivalents at end of period	**957**	3,279	**788**	3,126

Notes to the Financial Statements

1. General Information

BiVictriX Therapeutics Limited ('the Company') is a private limited company. Up until 11 September 2024 the Company was a public limited company incorporated in England and Wales following its admission to trading on the AIM market of the London Stock Exchange under the symbol "BVX" on 11 August 2021. The address of its registered office is Mereside, Alderley Park, Alderley Edge, Macclesfield, England, SK10 4TG and the registered company number is 13470690. The principal activity of the Company is research and experimental development of pharmaceutical products.

2. Significant Accounting Policies and Basis of Preparation

Basis of preparation

The consolidated financial statements have been prepared in accordance with United Kingdom International Financial Reporting Standards ('IFRS') as adopted by the UK, IFRIC interpretations and the Companies Act 2006 applicable to companies reporting under IFRS. The Company's financial statements have been prepared in accordance with Financial Reporting Standard 102 (United Kingdom Generally Accepted Accounting Practice).

The financial statements are presented in Sterling (£) and rounded to the nearest £000. This is the predominant functional currency of the Group and is the currency of the primary economic environment in which it operates. Foreign transactions are accounted in accordance with the policies set out below.

Basis of consolidation

The financial statements incorporate the financial statements of the Company and entities controlled by the Company. Control is achieved when the Company has the power over the investee; is exposed, or has rights, to variable return from its involvement with the investee; and, has the ability to use its power to affect its returns. The Company reassesses whether it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, the results of subsidiaries acquired or disposed of during the period are included in the Consolidated Statement of Comprehensive Income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with the Group's accounting policies.

All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated on consolidation.

Going concern

In assessing the appropriateness of adopting the going concern assumption, the Directors have reviewed detailed operating forecasts, for the period which extends to at least 12 months from the approval of these financial statements. Such forecasts include actions to reduce or defer expenditure.

The Board considers that these operating forecasts represent a reasonable estimate of the Group's forecast performance for the period under review. Operating costs are controlled and focused on progressing projects to value inflexion points, however the business is focused on research and development activities and has reported an operating loss of £2.7 million for the financial year ended 31 December 2024 (2023: £3.0 million).

In reviewing the going concern analysis, the Directors considered a base case which is based on the ongoing larger fundraise exercise. To mitigate risk, the Directors also considered the status of current discussions with certain key shareholders regarding the potential of further investment which would extend the cash runway of the Company through to Q1 2026 to allow further time to raise the larger investment round whilst continuing to develop the business. This is based on reduced expenditure and a more streamlined operating plan.

The base and alternative scenarios reflect a requirement for external funding with the two scenarios reflecting different amounts of funding required.

The Directors believe that the Company should be able to raise further external funding from existing and/or new shareholders during the financial year ended 31 December 2025.

As set out in Note 20, on 2 May 2025 the Company entered into subscription and underwriting agreements with three shareholders under which the shareholders agreed to underwrite £500,000 of a proposed placing of £800,000. This additional funding is expected to provide the extended cash runway through to Q1 2026, referred to above. Further committed funding will, however, be required to provide a cash runway throughout the going concern period.

The Group is investing in research and development activities, therefore it is not unusual or unexpected for the Group at this stage of development to require further funding. Shareholders should be aware that such conditions represent a material uncertainty which may cast significant doubt on the Group and Company's ability to continue as a going concern and, therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business.

At 31 December 2024, the Group had cash and cash equivalents of £1.0 million (2023: £3.3 million).

Other income

Grant income and research and development tax credits (RDEC) are treated as other operating income within the consolidated statement of comprehensive income. Research and development income not eligible for HMRC's small and medium-sized enterprise (SME) tax relief scheme but which is eligible for the RDEC scheme is reported within other income and within current assets on the Statement of Financial Position. Where Government grants have been successfully obtained, these are reported as other income in the accounting period to which they relate but payment is received after each grant reporting period following the submission of a claim. At the period end, any funds yet to be received are included within accrued income on the Statement of Financial Position.

Functional and presentational currency

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or at an average rate for a period if the rates do not fluctuate significantly. 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 in the Consolidated Statement of Comprehensive Income. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. The presentational currency is also the functional currency.

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any impairment losses. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use.

Office equipment – 25% straight line

Plant and equipment – 16% straight line

Furniture, fixtures and fittings – 25% straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Consolidated Statement of Comprehensive Income.

At each reporting date, the Group reviews the carrying amounts of its property, plant and equipment assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities, representing obligations to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets
The Group recognises right-of-use assets at the commencement date of the leases (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less and lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the remainder of the lease term.

Lease liabilities
At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. The Group's lease liabilities are included in interest-bearing loans and borrowings.

Short-term leases and leases of low-value assets
The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as an expense on a straight-line bases over the lease term.

Extension and termination options
The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss.

Research and development

Expenditure on pure and applied research is charged to the profit and loss account in the year in which it is incurred. Development costs are charged to profit and loss account unless it can be demonstrated that the costs represent an intangible asset which meets all of the criteria for capitalisation set out in para 57 of IAS38.

Income tax

The tax expense or credit represents the sum of the tax currently payable or recoverable and the movement in deferred tax assets and liabilities.

(a) Current income tax

Current tax, including R&D tax credits which have the characteristics of income tax, is based on taxable income for the period and any adjustment to tax from previous periods. Taxable income differs from net income in the Consolidated Statement of Comprehensive Income because it excludes items of income or expense that are taxable or deductible in other periods or that are never taxable or deductible. The calculation uses the latest tax rates for the period that have been enacted or substantively enacted by the dates of the Consolidated Statement of Financial Position.

(b) Deferred tax

Deferred tax is calculated at the latest tax rates that have been substantially enacted by the reporting date that are expected to apply when settled. It is charged or credited in the Consolidated Statement of Comprehensive Income, except when it relates to items credited or charged directly to equity, in which case it is also dealt with in equity.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable income, and is accounted for using the liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable income will be available against which the asset can be utilised. Such assets are reduced to the extent that it is no longer probable that the asset can be utilised.

Deferred tax assets and liabilities are offset when there is a legal right to offset current tax assets and liabilities, and when the deferred tax assets and liabilities relate to taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred tax assets are not recognised due to uncertainty concerning crystallisation.

Payroll expense and related contributions

Wages, salaries, payroll tax, paid annual leave and sick leave, bonuses, and non-monetary benefits are accrued in the period in which the associated services are rendered.

Pension costs

The Group makes contributions to the private pension schemes of Directors and employees. Contributions are recognised in the periods to which they relate.

Share-based compensation

The Group issues share based payments to certain employees and Directors and warrants have been issued to certain suppliers. Equity- settled share-based payments are measured at fair value at the date of grant and expensed on a straight-line basis over the vesting period, along with a corresponding increase in equity.

At each reporting date, the Group revises its estimate of the number of equity instruments expected to vest as a result of the effect of non-market based vesting conditions. The impact of any revision is recognised in the Consolidated Statement of Comprehensive Income, with a corresponding adjustment to equity reserves.

The fair value of share options and warrants are determined using a Black-Scholes model, taking into consideration the best estimate of the expected life of the option or warrant and the estimated number of shares that will eventually vest.

Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker is responsible for allocating resources and assessing performance of operating segments.

The Directors consider that there are no identifiable business segments that are subject to risks and returns different to the core business. The information reported to the Directors, for the purposes of resource allocation and assessment of performance is based wholly on the overall activities of the Group. The Group has therefore determined that it has only one reportable segment under IFRS 8.

The results and assets for this segment can be determined by reference to the Consolidated Statement of Comprehensive Income and Consolidated Statement of Financial Position.

Investment in subsidiaries

Investment in subsidiaries is shown in the Company Statement of Financial Position at cost and are reviewed annually for impairment.

Financial instruments

Financial assets and financial liabilities are recognised in the Group's Consolidated Statement of Financial Position when the Group becomes party to the contractual provisions of the instrument. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire or when the contractual rights to those assets are transferred. Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expired.

Trade and other receivables

Trade and other receivables that do not contain a significant financing component are initially recognised at fair value and subsequently held at amortised cost less provision for impairment. Provisions for impairment are based on an expected credit loss model as required by IFRS 9.

Cash, cash equivalents and short-term investments

Cash and cash equivalents consist of cash on hand, demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Trade and other payables

Trade and other payables are not interest-bearing and are stated at nominal value.

Classification as debt or equity

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instruments issued by the Group are recognised as the proceeds received, net of direct issue costs.

Capital risk management

The Group has been funded by equity. The components of shareholders' equity are:

(a) The share capital and share premium account arising on the issue of shares.

(b) Merger reserve, which was created as a result of the acquisition by the Company of the entire issued share capital of BiVictriX Limited on 9 August 2021.

(c) The share-based compensation reserve results from the Group's grant of equity-settled share options to selected employees and Directors.

(d) The retained deficit reflecting comprehensive loss to date.

The Group's objective when managing capital is to maintain adequate financial flexibility to preserve its ability to meet financial obligations, both current and long term. The capital structure of the Group is managed and adjusted to reflect changes in economic conditions. The Group funds its expenditures on commitments from existing cash and cash equivalent balances, primarily received from issuances of shareholders' equity. There are no externally imposed capital requirements. Financing decisions are made based on forecasts of the expected timing and level of capital and operating expenditure required to meet the Group's commitments and development plans.

Fair value estimation

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values because of the short-term nature of such assets and the effect of discounting liabilities is negligible.

Significant management judgement in applying accounting policies and estimation uncertainty

When preparing the financial statements, the Directors make estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses during the reporting period.

Estimates and judgements are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstance.

The following are the significant judgements and estimates used in applying the accounting policies of the Company.

Estimation uncertainty

Receivables from the subsidiary, being amounts due from BiVictriX Limited advanced to support the Group's research expenditure, will be recoverable from future commercial revenues or capital receipts in the subsidiary, which are not certain to arise. As at 31 December 2024 the receivable balance from the subsidiary was £8.7 million (2023: £7.0 million).

Treatment of research and development expenditure

Expenditure on pure and applied research is charged to the profit and loss account in the year in which it is incurred. Development costs are charged to profit and loss account unless it can be demonstrated that the costs represent an intangible asset which meets all the criteria for capitalisation set out in para 57 of IAS38. As BiVictriX's lead programme is in the early stages of clinical development, all costs are expenses to the income statement.

Taxation

In recognising income tax assets and liabilities, management makes estimates of the likely outcome of decisions by tax authorities on transactions and events whose treatment for tax purposes is uncertain. In particular, amounts claimed for R&D tax credits may not be receivable. The balance recoverable is only confirmed at the point the claim is approved by the tax authority. The calculation is consistent with prior periods where claims have been approved and external tax advisors review the submission. Where the outcome of such matters is different, or expected to be different, from previous assessments made by management, a change to the carrying value of income tax assets and liabilities will be recorded in the period in which such a determination is made. The carrying values of current tax are disclosed separately in the statement of financial position. As at 31 December 2024 the expected R&D tax credits claimable for the period was £0.4 million (2023: £0.4 million).

3. Other income

Other operating income of £0.2 million (2023: nil) was primarily derived from the first year of a £0.4 million Innovate UK grant, which was awarded on 4 June 2024. This income is included as other income in the Statement of Comprehensive Income in the accounting period to which they relate. Payment is received after each grant reporting period following the submission of a claim. At the period end, any funds yet to be received are included within accrued income on the Statement of Financial Position.

A further £27,701 relates to research and development income not eligible for HMRC's small and medium-sized enterprise (SME) tax relief scheme but which is eligible for the research and development tax credits (RDEC) scheme. This is reported within other income and within current assets on the Statement of Financial Position.

	Year ended 31 Dec 2024	Year ended 31 Dec 2023
	£'000	£'000
Grant income	**200**	-
RDEC income	**28**	
Total other income	**228**	-

4. Operating Loss

An analysis of the Group's operating loss has been arrived at after charging:

	Year ended 31 Dec 2024 £'000	Year ended 31 Dec 2023 £'000
Research and development:		
Other research and development	**999**	1,058
Staff costs (see note 6)	**835**	824
Depreciation of property, plant and equipment	**179**	165
General and Administrative:		
Staff costs (see note 6)	**303**	320
Administration expenses	**519**	584
Share based compensation	**74**	74
Total operating expenses	**2,909**	3,025

5. Auditor's Remuneration

The analysis of the auditor's remuneration is as follows:

	Year ended 31 Dec 2024 £'000	Year ended 31 Dec 2023 £'000
Fees payable to the Group's auditors for the audit of:		
the annual accounts	**35**	**43**
Total audit fees	**35**	**43**
Audit related services	4	4
Total audit related fees	**39**	**47**

The Group's auditors did not provide any non-audit services in the year (2023: Nil).

6. Employees and Directors

The average monthly number of persons (including Executive Directors) employed by the Group was:

	Group		Company	
	Year ended 31 Dec 2024 Number	Year ended 31 Dec 2023 Number	**Year ended 31 Dec 2024 Number**	Year ended 31 Dec 2023 Number
Directors	**5**	5	**5**	5
Scientists and administration staff	**12**	12	**-**	-
Average total persons employed	**17**	17	**5**	5

At 31 December 2024 the Group had 15 employees (31 December 2023: 17).

Staff costs in respect of these employees were:

	Group	
	Year ended 31 Dec 2024 £'000	Year ended 31 Dec 2023 £'000
Salaries and other short-term employee benefits	**782**	967
Employer's National Insurance	**104**	106
Pension contributions	**80**	71
Options vesting under share option schemes	**47**	86
Total remuneration including vesting of share options	**1,013**	1,230

The Group makes contributions to pension schemes on behalf of the Director and employees.

The total remuneration of the highest paid Director excluding share-based payments was £208,147 (31 December 2023: £226,375).

The Directors have the authority and responsibility for planning, directing and controlling, directly or indirectly, the activities of the Group and they therefore comprise key management personnel as defined by IAS 24.

Aggregate emoluments of the Directors of BiVictriX Therapeutics Limited:

	Group	
	Year ended 31 Dec 2024 £'000	Year ended 31 Dec 2023 £'000
Salaries and other short-term employee benefits	**326**	415
Employer's National Insurance	**43**	44
Pension contributions	**10**	12
Options vesting under share option schemes	**31**	62
Total remuneration including vesting of share options	**410**	533

7. Taxation

	Year ended 31 Dec 2024 £'000	Year ended 31 Dec 2023 £'000
Current tax		
Research and development income tax credit receivable	**356**	396
Adjustments in respect of prior periods	44	62
RDEC credit	(6)	-
Net tax credit	**394**	458
Deferred income tax		
Deferred tax asset from share based payments	-	88
Deferred tax asset arising from tax losses	41	-
Deferred tax liability from accelerated capital allowances	(41)	(88)
Net deferred taxes	-	-

The Group has a deferred tax liability being accelerated capital allowances, for which the tax, measured at a standard rate of 25% (2023: 25%) in all periods is 31 December 2024 £41,493 (2023: £87,501).

The Group has a deferred tax asset for share-based payments, for which the tax, measured at a standard rate of 25% in all periods is 31 December 2024 £124,026 (2023: £87,501). No deferred tax assets have been recognised due to the uncertainty of the availability of future profits.

At 31 December 2024 the Group had UK carried forward tax losses of £6.1 million (2023: £5.1 million). A deferred tax asset has been recognised in respect of these losses to the extent of the accelerated capital allowances within the group. No deferred tax asset has been recognised in respect of the carried forward losses over and above the group's deferred tax liabilities due to the uncertainty of the availability of future profits.

At 31 December 2024 the Group had unused tax credits of £6,925.15 in relation to research and development tax credit. No deferred tax asset has been recognised in respect of this credit due to uncertainty of when this will be utilised.

The tax credit for each period can be reconciled to the loss per Consolidated Statement of Comprehensive Income as follows:

	Year ended 31 Dec 2024 £'000	Year ended 31 Dec 2023 £'000
Loss on ordinary activities before taxation	**(2,657)**	(3,003)
Loss before tax at the effective rate of corporation tax in the United Kingdom of 25% (2023 23.52%)	**(664)**	(706)
Effects of:		
Expenses not deductible for tax purposes	**39**	20
Additional deduction for R&D expenditure	**(284)**	(316)
Surrender of tax losses for R&D tax credit refund	**615**	642
Movement in deferred tax not recognised	**277**	411
Adjustment to tax charge in respect of previous periods	**(44)**	(62)
Adjustment to tax charge in respect of previous periods	**36**	-
Remeasurement of deferred tax for changes in tax rates	**-**	(33)
Timing differences not recognised in the computation	**(19)**	(18)
RDEC credit YE 311/12/2	**7**	-
R&D tax credit	**(357)**	(396)
Tax credit for the year	**(394)**	(458)

8. Property, Plant and Equipment

	Office equipment, fixtures and fittings	Building improvements	Plant and machinery	Right of Use Asset	Total
	£'000s	£'000s	£'000s	£'000s	£'000s
Cost					
At 31 December 2023	19	5	324	421	769
Additions	-	-	4	65	69
Disposals	-	-	-	(67)	(67)
At 31 December 2024	**19**	**5**	**328**	**419**	**771**
Accumulated Depreciation					
At 31 December 2023	10	3	113	167	293
Provided during the year	4	1	55	119	179
Disposals	-	-	-	(67)	(67)
At 31 December 2024	**14**	**4**	**168**	**219**	**405**
Net Book Value					
At 31 December 2023	9	2	211	254	476
At 31 December 2024	**5**	**1**	**160**	**200**	**366**

9. Investment in Subsidiary Undertakings

The consolidated financial statements of the Group at 31 December 2024 include the subsidiary of BiVictriX Limited which is incorporated in the United Kingdom and has ordinary shares. The principle activity of this subsidiary is research and development and the parent company has 100% ownership and 100% voting rights.

	Company	
	2024	2023
	£'000	£'000
Cost at 1 January	214	214
Acquisitions during the year	-	-
Cost at 31 December	214	214
Impairment	(214)	-
Carrying Value as at 31 December	**-**	214

	Company	
	2024	2023
	£'000	£'000
Break down of carrying value of investment:		
BiVictriX Limited – equity	214	214
BiVictriX Limited – loan	8,857	6,826
Impairment – equity & loan	(406)	**-**
	8,665	**7,040**

Investments are tested for impairment at the reporting date. For the year ended 31 December 2024, an impairment has been recognised to reduce the total carrying value of the investment to be in line with a valuation based on latest share price data for the Company taken from the JP Jenkins trading platform for privately held and unlisted businesses, used by BiVictriX following the delisting.

10. Trade and Other Receivables

	Group		Company	
	As at 31 Dec 2024 £'000	As at 31 Dec 2023 £'000	**As at 31 Dec 2024 £'000**	As at 31 Dec 2023 £'000
Amounts receivable within one year				
Other taxation and social security	**6**	58	**-**	11
Prepayments	**63**	86	**19**	37
Accrued income	**73**	-	**-**	-
Trade and other receivables	**142**	144	**19**	48

11. Cash, Cash Equivalents and Short-Term Investments

	Group		Company	
	Year ended 31 Dec 2024 £'000	Year ended 31 Dec 2023 £'000	**Year ended 31 Dec 2024 £'000**	Year ended 31 Dec 2023 £'000
Cash at bank and in hand	**957**	3,279	**788**	3,126

12. Trade and Other Payables

	Group		Company	
	Year ended 31 Dec 2024 £'000	Year ended 31 Dec 2023 £'000	**Year ended 31 Dec 2024 £'000**	Year ended 31 Dec 2023 £'000
Amounts falling due within one year				
Trade payables	**68**	209	**8**	8
Other taxation and social security	**48**	42	**-**	-
Accrued expenses	**166**	245	**7**	66
Trade and other payables	**282**	496	**15**	74

13. Issued Capital and Reserves

Ordinary shares

Ordinary shares of 1p each:	Company			
	Number	Share Capital	Share Premium	Total
		£'000	£'000	£'000
At 31 December 2023	**82,526,088**	**825**	**13,939**	**14,764**
Issued of share capital	-	-	-	-
Expenses of share issue	-	-	-	-
At 31 December 2024	**82,526,088**	**825**	**13,939**	**14,764**

Other reserves

The share premium reserve represents the difference between the net proceeds of equity issues and the nominal share capital of the shares issued. The merger reserve at 31 December 2024 arose from the acquisition of BiVictriX Limited on 9 August 2021, which is accounted for using the merger method of accounting. The share-based compensation reserve reflects the cumulative expense for outstanding share-based instruments. The warrant reserve relates to warrants over ordinary shares that were granted at the time of the initial public offering. Reserves classified as retained deficit represent accumulated losses. None of the reserves are distributable.

14. Share-based Payments

Certain Directors and employees of the Group are granted options to subscribe for shares in the Group in accordance with the rules of the Company's share option schemes. The number of shares subject to options, the periods in which they were granted and the period in which they may be exercised are given below.

As at 31 December 2024, the Group operated both an EMI and non-EMI share option scheme. Options are currently granted for £nil consideration and are exercisable at a price determined on the date of the grant.

At 31 December 2024 the Company had 9,268,443 (2023: 8,744,184) unissued ordinary shares of 1p under the Company's share option schemes, details of which are as follows:

Exercise price	At 1 Jan 2024	Granted	Lapsed	At 31 Dec 2024	Date from which exercisable	Expiry date
0.117	365,295	-	-	365,295	11 Aug 2021	8 Apr 2031
0.200	3,290,875	-	(408,170)	2,882,705	11 Aug 2021	8 Apr 2031
0.200	2,449,000	-	(1,032,667)	1,416,333	9 Feb 2022	8 Apr 2031
0.200	1,632,680	-	(1,632,680)	-	11 Aug 2023	8 Apr 2031
0.250	846,334	-		846,334	13 Dec 2024	13 Dec 2031
0.205	40,000	-	(40,000)	-	14 Sep 2025	13 Sep 2032

0.170	50,000	-	-	50,000	22 Dec 2025	21 Dec 2032
0.150	70,000		(30,000)	40,000	10 May 2026	9 May 2033
0.1175	-	2,650,000	(1,800,000)	850,000	27 Mar 2025	27 Mar 2034
0.130	-	2,862,776	(45,000)	2,817,776	14 Aug 2025	14 Aug 2034

As at 31 December 2024, the share option scheme movements was as follows:

	As at 31 Dec 2024		As at 31 Dec 2023	
	Number	**Weighted average exercise price Pence**	Number	Weighted average exercise price Pence
Outstanding at start of the year	**8,774,184**	**20.11**	8,734,184	20.16
Granted	**5,512,776**	**12.40**	100,000	15.00
Lapsed	**(4,988,517)**	**16.93**	(90,000)	20.07
Outstanding at end of year	**9,268,443**	**17.21**	8,744,184	20.11
Exercisable at end of year	**5,557,334**	**20.19**	4,522,500	20.10

The fair values of share options granted during the period were calculated using the Black Scholes option pricing model. The inputs into the model for awards granted were as follows:

Options issued	2,650,000	2,862,776
Grant date	27 March 2024	13 Aug 2024
Expiry date	27 March 2034	13 Aug 2034
Vesting period	One third each year from grant	One third each year from grant
Share price (pence)	11.75p	8.25p
Exercise price (pence)	11.75p	13.0p
Expected volatility	46.66%	46.66%
Risk free rate	4.46%	4.46%
Fair value of options granted	£86,252	£26,349

15. Lease liabilities

Amounts recognised in the statement of financial position

Right-of-use assets

Details of the Right-of-use assets held at 31 December 2024 can be found in note 8.

Lease liabilities

	As at 31 Dec 2024	As at 31 Dec 2023
	£'000	£'000
Current	**133**	128
Non-current	**79**	134
	212	262
Future minimum lease payments are as follows:		
Not later than one year	**133**	128
Later than one year and not later than 5 years	**79**	134
Total gross payments	**212**	262
Impact of finance expenses	**-**	-
Carrying amount of liability	**212**	262

Amounts recognised in the statement of comprehensive income

	As at 31 Dec 2024	As at 31 Dec 2023
	£'000	£'000
Depreciation charge	(119)	(105)
Interest on lease liabilities	(15)	(14)
Rental payments with lease term less than 12 months		
	(134)	**(119)**

Amounts recognised in the statement of cash flows

	As at 31 Dec 2024	As at 31 Dec 2023
	£'000	£'000
Principal elements of lease payments	**(115)**	(102)
Interest on lease liabilities	**(15)**	(14)
Rental payments with lease term less than 12 months	-	-
	(130)	(116)

16. Financial Risk Management

The main risks arising from the Group's financial instruments are cash flow and liquidity and credit risk. The Group's financial instruments comprise cash and various items such as trade payables, which arise directly from its operations.

Cash flow and liquidity risk

Management monitors the level of cash on a regular basis to ensure that the Group has sufficient funds to meet its commitments as they fall due. The table below analyses the Group and Company's financial liabilities by category:

	Group		Company	
	Year ended 31 Dec 2024 Financial assets at amortised cost £'000	Year ended 31 Dec 2023 Financial assets at amortised Cost £'000	**Year ended 31 Dec 2024 Financial assets at amortised cost £'000**	Year ended 31 Dec 2023 Financial assets at amortised cost £'000
Trade payables	**68**	209	**8**	-
Other creditors and accruals	**214**	287	**7**	43
	282	496	**15**	43

Credit risk

The Group considers which organisations it uses for banking in order to minimise credit risk. The Group holds cash with one large bank in the UK. All of the cash and equivalents were denominated in UK Sterling. The Group's policy is to minimise the risks associated with cash and cash equivalents by placing these deposits with institutions with a recognised high credit rating. The carrying amount of financial assets recorded in the Consolidated Statement of Financial Position, net of any allowances for losses, represents the Group's maximum exposure to credit risk without taking account of the value of any collateral obtained. In the Directors' opinion, there has been no impairment of financial assets during the period. No collateral is held by the Group as security in relation to its financial assets.

Foreign currency risk

The Group's exposure to the risk of changes in foreign exchange rates relates solely to the Group's use of suppliers operating overseas, primarily denominated in Euros and US Dollars. The Group's use of foreign suppliers is minimal and as such exposure to foreign currency changes is not material. At present the Group does not make use of financial instruments to minimise any foreign exchange gains or losses so any fluctuations in foreign exchange movements may have a material adverse impact on the results from operating activities.

Fair value of financial assets and liabilities

There is no material difference between the fair value and the carrying values of the financial instruments because of the short maturity period of these financial instruments and their intrinsic size and risk.

Capital risk management
The Group considers capital to be shareholders' equity as shown in the consolidated statement of financial position, as the Group is primarily funded by equity finance. The Group is not yet in a position to pay a dividend. The objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and for other stakeholders. In order to maintain or adjust the capital structure the Group may return capital to shareholders and issue new shares.

17. Related Party Transactions

Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in this note. Key management compensation is disclosed in Note 6.

18. Transactions with shareholders

The following transactions with shareholders and companies controlled by directors or former directors of BiVictriX were recorded, excluding VAT, during the year:

	Year to 31 Dec 2024 £'000	Year to 31 Dec 2023 £'000
HAD Consulting (Michael Kauffman)		
Consultancy fees	-	2
Simon Thorn		
Consultancy fees	17	-
Tami Rashal		
Consultancy fees	23	-

Company
The Company is responsible for financing and setting Group strategy. The Company's subsidiary carried out the Group's research and development strategy including the management of the Group's intellectual property. The Company provides funding to its subsidiary in the form of a loan. This loan is classified as non-current to reflect the likely repayment schedule of the loan. Balance outstanding, at the 31 December 2024 was £8.9 million (31 December 2023: £6.8 million).

19. Contingent Liabilities
The Group has no contingent liabilities at 31 December 2024 (2023: nil).

20. Post balance sheet events
On 2 May 2025, the company entered into subscription and underwriting agreements with three shareholders under which the shareholders agreed to underwrite £500,000 of a proposed placing of £800,000.

21. Ultimate Controlling Party
There is no ultimate controlling party of the Group.