



Sarossa Plc

Interim Financial Report

For the six months ended 31 December 2024

SAROSSA PLC
DIRECTORS, OFFICERS AND ADVISERS

DIRECTORS

Richard Griffiths	<i>Chairman</i>
Michael Bretherton	<i>Chief Executive Officer</i>
James Ede-Golightly	<i>Non-Executive Director</i>

COMPANY SECRETARY

James Sutcliffe

COMPANY WEBSITE

www.sarossapl.com

COMPANY NUMBER

115158 (Jersey)

REGISTERED OFFICE

Floor 1 Liberation Station
The Esplanade
St Helier
Jersey
JE2 3AS

REGISTRAR & TRANSFER AGENT

Neville Registrars
Neville House
Steelpark Road
Halesowen
B62 8HD

INDEPENDENT AUDITOR

Grant Thornton Limited
Kensington Chambers
46/50 Kensington Place
St Helier
Jersey
JE1 1ET

SAROSSA PLC
CONTENTS

Chairman's Statement	2
Condensed Statement of Comprehensive Income	5
Condensed Statement of Changes in Equity	6
Condensed Statement of Financial Position	7
Condensed Statement of Cash Flows	8
Notes to the Condensed Financial Statements	9

SAROSSA PLC CHAIRMAN'S STATEMENT

Sarossa Plc ('Sarossa' or 'the Company') reported a net loss of (£7.25) million for the six months to 31 December 2024, compared to a net profit of £6.18 million in the previous half year to 31 December 2023. This disappointing result included a gross investment loss of (£6.86) million compared with an investment gain of £6.57 million in the previous half year, coupled with broadly unchanged administrative expenses of (£0.41) million and other income of £0.02 million in both half year periods.

The gross investment loss of (£6.86) million comprised unrealised losses of (£6.97) million on the value of portfolio investments, inclusive of foreign exchange rate movements, less realised investment gains of £0.05 million and dividends of £0.06 million (2023: investment gain of £6.57 million comprised unrealised investment gains of £6.25 million, plus realised investment gains of £0.05 million and dividends of £0.27 million).

A large element of the Company's unrealised investment losses in the half year arose on our U.S. listed Silence Therapeutics Plc investment and which losses fully reversed unrealised gains recorded in earlier years.

During the half year, the Company spent £2.36 million on 1 new short-term investment in Science in Sport Plc and realised cash proceeds of £3.14 million on the full realisation of 1 portfolio investment and the partial disposal of 2 other investments.

The Company currently holds 9 portfolio investments, 7 of which are quoted and 2 unquoted and for which the total carrying value at 31 December 2024 was £19.02 million (at 31 December 2023: £23.23 million represented by 7 quoted and 2 unquoted holdings).

Cash balances at 31 December 2024 amounted to £0.83 million (31 December 2023: to £0.19 million).

Net assets attributable to holders of Sarossa at 31 December 2024 were £19.88 million (equivalent to £497.37 per share) compared with £27.136 million (equivalent to £678.82 per share) at the previous 30 June 2024 year end. The decrease in net assets per share reflects the loss recorded for the half year.

Subsequent to 31 December 2024, Sarossa spent £3.17 million on the purchase of 2 new AIM listed investments which was funded in part from proceeds of £2.40 million received on the full of its new short-term investment in Science in Sport Plc.

Investment portfolio update

Sarossa is an investment holding and management company whose principal activity is the investment in businesses which present opportunities for value creation. The Company is focused mainly on portfolio investment businesses with product and service platforms targeting major international markets through customers and partners with an international profile.

Investment businesses in which Sarossa has a continuing holding of over 3% of the issued share capital or where the value of the continuing investment is at least 5% of Sarossa's net asset value at 31 December 2024, comprised **Griffin Mining Limited** ("Griffin"), **Silence Therapeutics Plc** ('Silence'), **Niox Group Plc** ("Niox"), **Amalfi Topco Limited** ("Amalfi") which holds **Caretech Holdings Limited** ("Caretech") as its principal business subsidiary, and **ZIGUP Plc** ("ZIGUP"). An overview of the activities of these investment businesses is given below:

Griffin is an AIM listed mining and investment company that has been the leader in foreign investment in mining in China, having been engaged in developing the Caijiaying zinc and gold Zone III mining project since 1997. In January 2021, Griffin announced a major achievement in finally securing a significant new zone II mining license from the Chinese Ministry of Land and Natural Resources which elevates Griffin to being one of the largest zinc producers in China. Revenues for the half year to 30 June 2024 amounted to

US\$85.7 million and generated a profit before tax of US\$20.5 million and a profit after tax of US\$11.3 million. The cash inflow from operations for the half year amounted to US\$43.4 million and cash balances at 30 June 2024 amounted to US\$65.3 million. With Griffin's increasing cash generating capacity and growing cash balances and with no debt, the directors resolved to return excess monies not required to meet financial and working capital requirements to shareholders. In light of the severely undervalued nature of the company's share price, this return of excess monies has initially been implemented via a share buy-back programme which remains on-going in 2025. The directors are continuing to review the strategic direction and options for the company including further share buybacks, payment of dividends, realisation of asset value, acquisitions and listings on other stock exchanges. The shareholding of Sarossa in Griffin as at 31 December 2024 was 1.74% of the Griffin shares in issue.

Silence has a listing of American Depositary Shares ("ADSs") on the Nasdaq Capital Market. The company is developing a new generation of precision engineered medicines that harness the body's natural mechanism of RNA interference to precisely target and silence disease-associated genes in the liver. Silence's wholly owned product candidates include zerlasiran (SLN360), designed to address the high and prevalent unmet medical need in reducing cardiovascular risk in people born with high levels of lipoprotein(a), and divesiran (SLN124), designed to address hematological diseases, including polycythemia vera (PV). Silence also maintains ongoing research and development collaborations with AstraZeneca among others. Silence reported a loss after tax of US\$45.3 million for the year ending 31 December 2024 on revenues of US\$43.3 million. The loss includes research and development costs of US\$67.9 million. The company held cash and equivalent balances of US\$147.3 million at that 31 December 2024 date. That level of cash will extend Silence's cash runway into 2027 and allows the company to advance its divesiran PV program through Phase 2 and into the next phase of development and to also continue Phase 3 readiness activities for zerlasiran and to progress partnering discussions for this program. Sarossa's shareholding at 31 December 2024 was 1.28% of the issued share capital of Silence.

Niox is an AIM listed global medical device company focused on point of care asthma diagnosis and management. Niox is a debt-free business with a strong NIOX® asthma management products-based business. The company is continuing its growth as a distributor-led business implementing access to a large and underserved population of patients suffering from asthma in all three of its key geographic areas of Asia Pacific, EU and USA. Niox recently released a trading update for the year ended 31 December 2024 which highlighted revenue growth of 14% to approximately £41.80 million and an adjusted EBITDA profit up 21.1% to approximately £13.8 million. Net cash at 31 December 2024 amounted to £10.9 million and reflected a cash reduction in the year of £9.0 million comprising a cash inflow of £12.0 million from operations less £21.0 million spent on a tender offer share buyback in October. During 2025, management's focus will continue to be on growing revenue into new U.S. healthcare professional channels and developing a product for home-use. The shareholding of Sarossa at 31 December 2024 was 1.30% of the issued share capital of Niox.

Caretech is the principal business subsidiary of Amalfi which is a private company. Caretech is a leading provider of specialist residential care home and social care services, supporting adults and children with a wide range of complex needs in the UK. Caretech's core services provide for adults with learning disabilities, individuals who have or are recovering from mental illness, people with autistic spectrum disorder and people who have one or more physical impairments. Its children services cover assessment, residential care, education and fostering options. Caretech has a national UK presence with around 11,000 staff supporting some 5,000 vulnerable young people and adults. Its property portfolio comprises over 400 freehold and long leasehold properties. In recent years CareTech has also invested in technology to provide, via its Smartbox platform, software, hardware and augmentative and alternative communication products and services that help individuals without speech to have a voice and live more independently. CareTech also has an emerging presence in international markets in the Middle East and Gulf region where it is a provider of integrated care and technology solutions for the mental health, social care, special education and physical healthcare needs and disabilities in local communities. Sarossa's shareholding at 31 December 2024 was 1.56% of the issued share capital of Amalfi.

ZIGUP (previously Redde Northgate Plc prior to a rebranding in May 2024) is an LSE listed provider of integrated mobility solutions across the full automotive vehicle lifecycle covering vehicle rental, vehicle data, accident management, vehicle repairs, fleet management, service and maintenance, vehicle ancillary services and vehicle sales. The company services its customers, which include businesses, fleet operators, insurers and OEMs, through a network and diversified fleet of over 132,000 owned and leased vehicles, supporting over 700,000 managed vehicles, with around 184 branches across the UK, Ireland and Spain and a specialist team of over 7,400 employees. ZIGUP aims to utilise its scale, reach and comprehensive suite of integrated services to offer a market-leading customer proposition and drive revenue growth in conjunction with bolt-on acquisitions including Electric Vehicle (EV) infrastructure and charging equipment assets. During the six months to 31 October 2024 the company continued to increase capacity and efficiency through investment in 3 new facilities opened or nearing completion. ZIGUP reported revenues of £903.6 million in the half to 31 October 2024 and a profit before tax of £56.2 million which was considerably lower than for the previous corresponding half year due mainly to lower vehicle disposal sales. The interim dividend was increased 6.0% to 8.8p per share. The shareholding of Sarossa in ZIGUP as at 31 December 2024 was 0.14% of the ZIGUP shares in issue.

In addition to the above, at 31 December 2024, Sarossa had 4 further investment holdings. Of these, 3 are AIM listed holdings, being **Seeing Machines Limited**, which is an industry leader in advanced AI powered computer vision technologies using camera-based optics and embedded processing to improve transport safety in automotive, commercial fleet, aviation, rail and off-road markets, **Cirata Plc**, which is a data activation company that enables organisations to move large datasets to the cloud at massive scale in order to activate all their data for AI, machine learning and analytics on a modern cloud data platform, and a short-term investment in **Science in Sport Plc** which was sold in full for £2.40 million subsequent to 31 December 2024. The other investment is a private company holding in **Source Bioscience International Ltd**, which is an international provider of state-of-the art laboratory services, clinical diagnostics and analytical testing services.

Outlook

The economic outlook for 2025 is projected to be modest at best and reflects considerable uncertainties and risks going forward. These include continuing concerns over the impact of Russia's invasion of Ukraine and Israel's conflict in Gaza, together with the impact of US trade tariffs on various major worldwide markets and related retaliatory actions. In addition, the economic outlook is also still being adversely impacted by high levels of government debt in much of the developed world and which debt is likely to have to increase further, particularly in Europe where there is a need to expand military spending in the face of Russian aggression and reduced US support.

These risks and concerns continue to make the current environment a challenging one for investors and your Board will, therefore, maintain a rigorous and highly selective investment approach with a view to delivering additional value for shareholders going forward. We remain confident in the underlying fundamentals, technologies and long-term potential for growth at the businesses within our investment portfolio.

Richard Griffiths
Chairman
21 March 2025

SAROSSA PLC
CONDENSED STATEMENT OF COMPREHENSIVE INCOME
FOR THE SIX MONTHS TO 31 DECEMBER 2024

	Notes	6 months ended 31 December 2024 (Unaudited) £'000	6 months ended 31 December 2023 (Unaudited) £'000	Year ended 30 June 2024 (Audited) £'000
(Loss)/gain on portfolio investments		(6,920)	6,297	10,060
Dividend income		57	273	558
Gross investment (loss)/gain	3	(6,863)	6,570	10,618
Other income		8	8	19
Administrative expenses		(414)	(400)	(779)
Operating (loss)/profit		(7,269)	6,178	9,858
Finance income		18	2	5
(Loss)/profit before taxation		(7,251)	6,180	9,863
Taxation	4	-	-	-
Comprehensive (loss)/income for the period		(7,251)	6,180	9,863
(Loss)/earnings per ordinary share				
Basic and diluted	5	(£181.45)	£154.64	£246.81

The loss for the interim period arises from the Company's continuing operations.

There were no items of other comprehensive income or loss for the periods covered by these statements and therefore the loss for the period is also the total comprehensive loss for the period, net of tax.

SAROSSA PLC
CONDENSED STATEMENT OF CHANGES IN EQUITY
FOR THE SIX MONTHS ENDED 31 DECEMBER 2024

	Share capital £'000	Capital redemption reserve £'000	Retained Earnings Reserve £'000	Total £'000
At 31 December 2023	3,996	2,398	17,050	23,444
Total comprehensive income for the period	-	-	3,683	3,683
At 30 June 2024	3,996	2,398	20,733	27,127
Total comprehensive loss for the period	-	-	(7,251)	(7,251)
At 31 December 2024	3,996	2,398	13,482	19,876

SAROSSA PLC
CONDENSED STATEMENT OF FINANCIAL POSITION
AT 31 DECEMBER 2024

	Notes	At 31 December 2024 (Unaudited) £'000	At 31 December 2023 (Unaudited) £'000	At 30 June 2024 (Audited) £'000
ASSETS				
Non-current assets				
Portfolio Investments	6	19,022	23,228	26,721
		19,022	23,228	26,721
Current assets				
Trade and other receivables		69	63	43
Cash and cash equivalents		825	193	398
		894	256	441
Total assets		19,916	23,484	27,162
LIABILITIES				
Current liabilities				
Trade and other payables		(40)	(40)	(35)
Total liabilities		(40)	(40)	(35)
Net current assets		854	216	406
Net assets		19,876	23,444	27,127
Shareholders' equity				
Share capital	7	3,996	3,996	3,996
Capital redemption reserve	8	2,398	2,398	2,398
Retained earnings reserve		13,482	17,050	20,733
Total equity		19,876	23,444	27,127

Approved by the Board and authorised for issue on 21 March 2025.

Michael Bretherton
Chief Executive Officer

SAROSSA PLC
CONDENSED STATEMENT OF CASH FLOWS
FOR THE SIX MONTHS ENDED 31 DECEMBER 2024

	6 months ended 31 December 2024 (Unaudited) £'000	6 months ended 31 December 2023 (Unaudited) £'000	Year ended 30 June 2024 (Audited) £'000
	Notes		
Cash flows from operating activities			
(Loss)/profit before tax for the period	(7,251)	6,180	9,863
Adjustments for:			
Finance income	(18)	(2)	(5)
Realised gain on sale of portfolio investments	3 (51)	(50)	(255)
Unrealised Foreign Exchange loss/(gain)	3 264	(320)	(39)
Unrealised loss/(gain) on revaluation of portfolio investments	3 6,707	(5,927)	(9,766)
Operating cash (outflows) before movement in working capital	(349)	(119)	(202)
Purchase of portfolio investments	6 (2,361)	(204)	(204)
Proceeds from sale of investments	3,140	396	666
(Increase)/decrease in trade and other receivables	(26)	(16)	4
Increase in trade and other payables	5	8	3
Net cash inflows from operating activities	409	65	267
Cash flows from investing activities			
Finance income earned	18	2	5
Net cash inflows from investing activities	18	2	5
Net increase in cash and cash equivalents	427	67	272
Cash and cash equivalents at beginning of the period	398	126	126
Cash and cash equivalents at end of the period	825	193	398

SAROSSA PLC
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED 31 DECEMBER 2024

1) BASIS OF PREPARATION

The interim financial statements of Sarossa Plc are unaudited condensed financial statements for the six months ended 31 December 2024. These include unaudited comparatives for the six months ended 31 December 2023 together with audited comparatives for the year ended 30 June 2024.

The financial information for the six months ended 31 December 2024 does not constitute statutory financial statements within the meaning of the Companies (Jersey) Law 1991. A copy of the audited financial statements for the year ended 30 June 2024 has been delivered to the Jersey Registrar of Companies. The auditor's opinion on those financial statements was unqualified, did not draw attention to any matters by way of an emphasis of matter paragraph, and contained no statement under section 113B(3) or section 113B(4) of the Companies (Jersey) Law 1991.

These interim condensed financial statements have been prepared on the basis of the accounting policies expected to apply for the financial year to 30 June 2025 which are based on the recognition and measurement principles of International Financial Reporting Standards (IFRS) as adopted by the United Kingdom (UK), in accordance with the provisions of the Companies (Jersey) Law 1991 applicable to companies reporting under IFRS. The financial statements have been prepared under the historical cost convention. The Company's presentation and functional currency is Sterling.

The interim financial statements do not include all of the information required for full annual financial statements and do not comply with all the disclosures in IAS 34 'Interim Financial Reporting' and should be read in conjunction with the Company's annual financial statements to 30 June 2024. Accordingly, whilst the interim statements have been prepared in accordance with IFRS, they cannot be construed as being in full compliance with IFRS.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The accounting policies adopted are consistent with those followed in the preparation of the Company's annual financial statements for the year ended 30 June 2024.

Going concern

Information on the business environment, financial position and the factors underpinning the Company's prospects and portfolio are included in the Chairman's Statement. The Directors confirm that they are satisfied that the Company has adequate resources to continue in business for the foreseeable future based on the current liquid resources available. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

2) SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted are consistent with those followed in the preparation of the annual financial statements of Sarossa Plc for the year ended 30 June 2024.

SAROSSA PLC
NOTES TO THE CONDENSED FINANCIAL STATEMENTS (CONTINUED)
FOR THE SIX MONTHS ENDED 31 DECEMBER 2024

3) SEGMENTAL REPORTING

The Directors are of the opinion that under IFRS 8 – ‘Operating Segments’ the Company has only one reportable segment, being Portfolio Investment Return. The Board assesses the performance of the operating segment based on financial information which is measured and presented in a manner consistent with that in the financial statements.

The principal sources of revenue for the Company for the reporting periods were:

	6 months ended 31 December 2024 (Unaudited)	6 months ended 31 December 2023 (Unaudited)	Year ended 30 June 2024 (Audited)
Unrealised (loss)/gain on revaluation of portfolio investments	(6,707)	5,927	9,766
Unrealised foreign exchange (loss)/gain	(264)	320	39
Gain on disposal of portfolio investments	51	50	255
Net (loss)/gain on portfolio investments	(6,920)	6,297	10,060
Dividend income	57	273	558
Gross investment return	6,863	6,570	10,618

4) TAXATION

The accrued tax charge for the six-month interim period is based on an estimated worldwide effective tax rate of nil percent, (six months to 31 December 2023: nil percent; year to 30 June 2024: nil percent).

5) EARNINGS/(LOSS) PER SHARE (BASIC AND DILUTED)

Basic earnings or loss per share is calculated by dividing the gain or loss attributable to ordinary shareholders by the weighted average number of ordinary shares in issue during the period.

For diluted earnings or loss per share, the weighted average number of ordinary shares in issue is adjusted to assume conversion of all dilutive potential ordinary shares.

	6 months ended 31 December 2024 (Unaudited)	6 months ended 31 December 2023 (Unaudited)	Year ended 30 June 2024 (Audited)
(Loss)/gain for the period (£'000)	(7,251)	6,180	9,863
Weighted average number of shares	39,962	39,962	39,962
Basic (loss)/earnings per ordinary share	(£181.45)	£154.64	£246.81
Diluted (loss)/earnings per ordinary share	(£181.45)	£154.64	£246.81

The Company had no dilutive potential ordinary shares in issue during any reported period and consequently there was also no dilutive impact for those periods.

SAROSSA PLC
NOTES TO THE CONDENSED FINANCIAL STATEMENTS (CONTINUED)
FOR THE SIX MONTHS ENDED 31 DECEMBER 2024

6) PORTFOLIO INVESTMENTS

	Quoted Equity Shares £'000	Unquoted Equity Shares £'000	Total £'000
Fair value at 31 December 2023	19,324	3,904	23,228
Additions	-	-	-
Disposals	(65)	-	(65)
Foreign exchange loss	(281)	-	(281)
Unrealised gain on the revaluation of investments	3,839	-	3,839
Fair value at 30 June 2024	22,817	3,904	26,721
Additions	2,361	-	2,361
Disposals	(3,089)	-	(3,089)
Foreign exchange loss	(264)	-	(264)
Unrealised loss on the revaluation of investments	(6,707)	-	(6,707)
Fair value at 31 December 2024	15,118	3,904	19,022

All quoted investments for which an active market exists are valued at closing bid-market price at the reporting date. Unquoted investments are stated at a Directors' estimate of their fair value determined in accordance with IPEVVCV guidelines as described in the accounting policies note to the audited financial statements of the Company for the year ended 30 June 2024.

7) SHARE CAPITAL

Ordinary Shares of £100	Number	£'000
Authorised ordinary shares		
At 31 December 2023 and 30 June 2024	100,000	10,000
At 31 December 2024	100,000	10,000
Allotted, issued and fully paid ordinary shares		
At 31 December 2023 and 30 June 2024	39,962	3,996
At 31 December 2024	39,962	3,996

The Company had a total of 39,962 ordinary shares, each with a nominal value of £100, in issue at the period end.

8) CAPITAL REDEMPTION RESERVE

	Capital redemption reserve £'000
At 31 December 2023 and 30 June 2024	2,398
At 31 December 2024	2,398

The capital redemption reserve arose on historic buybacks of the Company's own shares.

9) RELATED PARTY TRANSACTIONS

During the period the Company paid remuneration to the Directors' in accordance with their service contracts and letters of appointment.

10) HALF YEAR FINANCIAL REPORT

A copy of this half year report, as well as the annual statutory accounts is available on the Company's website at www.sarossapl.com.