



**METRION BIOSCIENCES LTD.**  
ANNUAL REPORT & ACCOUNTS 2024

## **Metrion Biosciences is a specialist ion channel contract research business.**

We are leaders in the provision of high quality ion channel drug discovery and safety assessment services to the world-wide pharmaceutical and life sciences industry.

Founded in September 2015, the Company has established an international reputation for the accuracy and technical competence of its ion channel research and development services and the clarity of its interpretation and reporting.



### **COMPANY INFORMATION**

#### **DIRECTORS**

J W Ford  
K G McCullagh  
J G Montana  
C L Ruddy  
S A A Carle  
D A Milroy  
L R Patterson

#### **COMPANY SECRETARY**

C Ruddy

#### **REGISTERED NUMBER**

09669815

#### **REGISTERED OFFICE**

First Floor Building 2  
Granta Centre  
Granta Park  
Great Abington  
Cambridge  
Cambridgeshire  
CB21 6AL

#### **INDEPENDENT AUDITORS**

Peters Elworthy & Moore  
Chartered Accountants &  
Statutory Auditors  
Salisbury House  
Station Road  
Cambridge  
CB1 2LA





METRION BIOSCIENCES LTD.

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## METRION BIOSCIENCES LTD. CHAIRMAN'S STATEMENT

### INTRODUCTION

Metrion Biosciences is a pharmaceutical contract research organisation with specialist expertise in the complex field of electrophysiology. Metrion provides high quality drug discovery services, data generation and advice, together with sophisticated cardiac safety and neuroscience assays. Metrion's mission is to empower the success of its clients' pharmaceutical research and development projects.

### BUSINESS PERFORMANCE IN 2024

The outsourced pharmaceutical services market has experienced a worldwide contraction that began in mid 2023 and is continuing in 2025. Metrion responded to the downturn by improving operational efficiency and strengthening its marketing and business development activities.

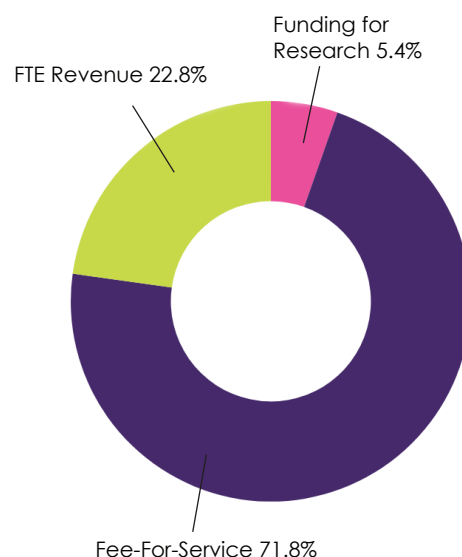
Against this background, I am pleased to report that Metrion achieved commercial revenues in 2024 of £5.53m, while at the same time generating non-cash exceptional income of £1.58m from the sale of Kv1.3 intellectual property (see Kv1.3 section below). As a result, the Company reports profits after tax for 2024 of £121,636. EBITDA also improved substantially from a negative outcome in 2023 to positive earnings of £587,108 in 2024.

### NEW MANAGEMENT

At the beginning of the year, Dr Andrew Southan informed the board of his wish to step down as CEO at an appropriate time in 2024. After a successful search and transition process, the Company appointed Lee Patterson as its new CEO and a director with effect from 2nd December 2024. An experienced life sciences and CRO executive, and previously CEO of Charnwood Discovery, Lee has been tasked by the board to guide Metrion as it seeks to execute an ambitious growth strategy, enhancing its specialist services and expanding further in key global markets. I would like to thank Andy Southan for his dedicated and successful leadership of the Company over the last 5 years and welcome Lee Patterson as Metrion's new CEO.

Early in 2024, Metrion appointed Sue Pepper as Head of Marketing with a remit to enhance the Company's worldwide digital and physical marketing, and in July, the Company appointed Dr Chris Mathes as Chief Commercial Officer, based in the USA. Chris is working closely with Lee and the Company's expert leadership team to drive commercial strategy and lead global business development and marketing activities.

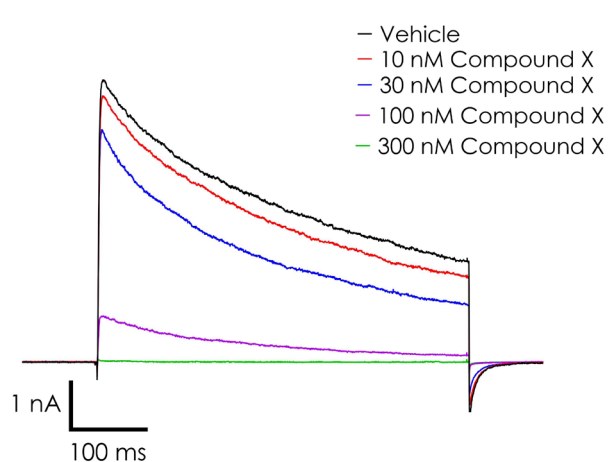
### REVENUES



Lee Patterson, CEO

## RESEARCH ON Kv1.3 INHIBITORS

For many years, Metrion has been conducting research on the potassium ion channel Kv1.3 as a potential breakthrough target for drug action. Activation of the Kv1.3 potassium ion channel in effector memory T-cells is thought to be an early and necessary step in the development of auto-immune diseases, including rheumatoid arthritis, lupus nephritis, psoriasis, multiple sclerosis, and many others.



### Effects of a selective inhibitor on Kv1.3 currents recorded using manual patch clamp technique

Effects of increasing concentrations of a selective Kv1.3 inhibitor (Compound X) on Kv1.3 currents evoked by a depolarizing voltage pulse, using whole-cell patch clamp recording.

Initially supported by Innovate UK grants and since 2021 under a contract with Bioqube, a Belgium based venture capital firm, Metrion identified and filed patents on a series of potent and selective small molecule inhibitors of Kv1.3. The lead compounds have demonstrated good oral absorption and pharmacokinetics in animals and potent activity in disease models and human cells. In September 2024, the project was spun out from Metrion to form a new drug research and development company, Temmune Therapeutics NV ("Temmune"), with seed funding from Bioqube. The new company is currently in "stealth" mode while raising funds to support further preclinical and clinical development of the new molecules.

As part of the spin out transaction, Metrion transferred patents and other intellectual property to Temmune in exchange for shares valued at £1.7m. Metrion's shareholding represents a minority interest in Temmune and is carried as an investment in the Company's balance sheet, while the net profit from the transaction is shown in this year's accounts as exceptional income of £1.58m.

## METRION BIOSCIENCES LTD. CHAIRMAN'S STATEMENT

### THE METRION TEAM

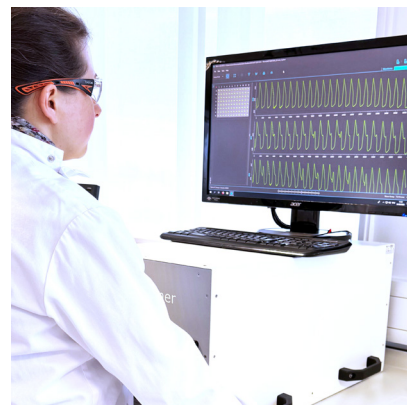
Metrion's vision of building a world class specialist ion channel CRO is a team effort and can only be achieved through the hard work, dedication and skill of staff at all levels. Their commitment and expertise in generating the highest quality scientific data, and their attention to the quality of daily operations and outstanding customer service is the core of the Company's ethos. On behalf of the board and the Company's shareholders, I thank all management and staff for their contributions during the year.

### OUTLOOK

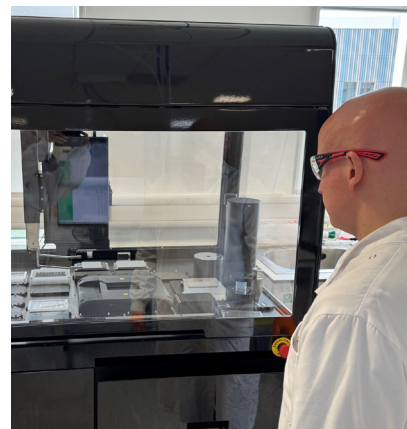
Metrion's reputation for high quality ion channel research, cardiac safety assessment and novel neuroscience research continues to grow internationally. Pharmaceutical company customers are frequently requesting shorter and more flexible contract terms but Metrion has continued to expand its customer base and the size of individual contracts. We expect that trend to continue and look forward to working with both existing and new clients in 2025 to advance their drug discovery and development programmes. With Lee Patterson bringing a new focus on internal efficiencies and excellence in customer care, the Company vision remains unaltered: to become the leading centre of excellence in contract ion channel drug discovery and safety services.



**Keith McCullagh**  
Chairman  
4th June 2025



Clinically translatable hiPSC cardiomyocyte assay for early cardiac derisking



Expertise to support hit finding, hit-to-lead, lead optimisation and selectivity profiling for your drug discovery project

## METRION BIOSCIENCES LTD.

### DIRECTORS' REPORT

The directors present their report and the financial statements for the year ended 31 December 2024.

#### PRINCIPAL ACTIVITY

During the year, the Company's principal activity was ion channel contract research and collaborative drug discovery services for the world-wide pharmaceutical, biotech and life sciences industry.

#### DIRECTORS

The directors who served during the year were:

J W Ford

K G McCullagh

J G Montana

C L Ruddy

S A A Carle

D A Milroy

L R Patterson (appointed 6 December 2024)

A P Southan (resigned 30 November 2024)

#### DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Directors' 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 the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

METRION BIOSCIENCES LTD.  
**DIRECTORS' REPORT (CONTINUED)**

**DISCLOSURE OF INFORMATION TO AUDITORS**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

**AUDITORS**

The auditors, Peters Elworthy & Moore, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

**SMALL COMPANIES NOTE**

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf by:



**Keith McCullagh**  
Director  
4th June 2025

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF METRION BIOSCIENCES LIMITED**

### **OPINION**

We have audited the financial statements of Metrion Biosciences Limited (the 'Company') for the year ended 31 December 2024, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion:

- give a true and fair view of the state of the Company's affairs as at 31 December 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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.

### **CONCLUSIONS RELATING TO GOING CONCERN**

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF METRION BIOSCIENCES LIMITED (CONTINUED)**

### **OTHER INFORMATION**

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. 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 course of 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 MATTERS PRESCRIBED BY THE COMPANIES ACT 2006**

In our opinion, based on the work undertaken in the course of the 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 have 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 Company and its 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF METRION BIOSCIENCES LIMITED (CONTINUED)**

### **RESPONSIBILITIES OF DIRECTORS**

As explained more fully in the Directors' Responsibilities Statement set out on page 7, 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 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 Company or to cease operations, or have no realistic alternative but to do so.

### **AUDITORS' 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 Auditors' 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:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge and experience of the Biosciences sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including the Companies Act 2006, taxation legislation and data protection, anti-bribery, employment and health and safety legislation;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF METRION BIOSCIENCES LIMITED (CONTINUED)

We assessed the susceptibility of the Company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations; and
- understanding the design of the company's remuneration policies.

To address the risk of fraud through management bias and override of controls, we:

- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias; and
- we tested significant transactions, in particular the evaluation of the business rationale for any which appeared unusual or outside the company's normal course of business.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of meetings of those charged with governance; and
- enquiring of management as to actual and potential litigation and claims.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditors' Report.

METRION BIOSCIENCES LTD.

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF METRION BIOSCIENCES LIMITED (CONTINUED)

### 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 Auditors' 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.



**James Burrett** (Senior Statutory Auditor)

for and on behalf of  
**Peters Elworthy & Moore**  
Chartered Accountants  
Statutory Auditors

Salisbury House  
Station Road  
Cambridge CB1 2LA  
Date: 10th June 2025

METRION BIOSCIENCES LTD.

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Note	2024 £	2023 £
Turnover		5,531,065	6,037,824
Cost of sales		(1,984,672)	(2,586,499)
<b>GROSS PROFIT</b>		<b>3,546,393</b>	<b>3,451,325</b>
Exceptional income	7	1,584,366	-
Administrative expenses		(5,095,471)	(4,481,777)
Other operating income	3	71,463	149,829
<b>OPERATING PROFIT/(LOSS)</b>		<b>106,751</b>	<b>(880,623)</b>
Interest receivable and similar income		35,653	844
Interest payable and similar expenses		(20,768)	(26,022)
<b>PROFIT/ (LOSS) BEFORE TAX</b>		<b>121,636</b>	<b>(905,801)</b>
Tax on loss	6	-	189,016
<b>PROFIT/ (LOSS) FOR THE FINANCIAL YEAR</b>		<b>121,636</b>	<b>(716,785)</b>

There were no recognised gains and losses for 2024 or 2023 other than those included in the statement of comprehensive income.

The notes on pages 17 to 28 form part of these financial statements.

METRION BIOSCIENCES LTD.  
**BALANCE SHEET**  
**AS AT 31 DECEMBER 2024**

	Note	2024 £	2023 £
<b>FIXED ASSETS</b>			
Intangible assets	8	312,648	244,594
Tangible assets	9	1,622,507	1,873,176
Investments	10	1,700,100	100
		<b>3,635,255</b>	2,117,870
<b>CURRENT ASSETS</b>			
Stocks		174,312	158,297
Debtors: amounts falling due within one year	11	1,712,369	1,751,040
Cash at bank and in hand		1,916,054	3,263,764
		<b>3,802,735</b>	5,173,101
Creditors: amounts falling due within one year	12	(1,453,619)	(1,317,855)
<b>NET CURRENT ASSETS</b>		<b>2,349,116</b>	3,855,246
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>5,984,371</b>	5,973,116
Creditors: amounts falling due after more than one year	13	(174,113)	(295,482)
<b>NET ASSETS</b>		<b>5,810,258</b>	5,677,634
<b>CAPITAL AND RESERVES</b>			
Called up share capital	14	14,914	14,838
Share premium account		7,216,386	7,204,736
Profit and loss account		(1,421,042)	(1,541,940)
		<b>5,810,258</b>	5,677,634

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



**Keith McCullagh**  
 Director  
 4th June 2025

The notes on pages 17 to 28 form part of these financial statements.

METRION BIOSCIENCES LTD.

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
<b>AT 1 JANUARY 2023</b>	<b>10,358</b>	<b>3,797,799</b>	<b>(834,383)</b>	<b>2,973,774</b>
Loss for the year	-	-	(716,785)	(716,785)
Shares issued during the year	4,480	3,740,966	-	3,745,446
	-	(334,029)	-	(334,029)
Employee share-based payments	-	-	9,228	9,228
<b>AT 1 JANUARY 2024</b>	<b>14,838</b>	<b>7,204,736</b>	<b>(1,541,940)</b>	<b>5,677,634</b>
Profit for the year	-	-	121,636	121,636
Shares issued during the year	76	11,650	-	11,726
Employee share-based payments	-	-	(738)	(738)
<b>AT 31 DECEMBER 2024</b>	<b>14,914</b>	<b>7,216,386</b>	<b>(1,421,042)</b>	<b>5,810,258</b>

The notes on pages 17 to 28 form part of these financial statements.

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

### **1. GENERAL INFORMATION**

Metrion Biosciences Limited is a private company limited by shares and incorporated in England and Wales. Its registered office and principal place of business is First Floor Building 2 Granta Centre, Granta Park, Great Abington, Cambridge, CB21 6AL.

### **2. ACCOUNTING POLICIES**

#### **2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland' and the requirements of the Companies Act 2006. The disclosure requirements of Section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The following principal accounting policies have been applied:

#### **2.2 GOING CONCERN**

The Company reported a profit of £121,636 in 2024 compared to a loss of £716,885 in 2023.

The Company ended the year with cash in the bank of £1.9m and the directors have adopted a budget for 2025 which delivers an increase in revenue. The directors are satisfied that this will enable the Company to meet its liabilities as they fall due.

#### **2.3 TURNOVER**

Turnover comprises revenue recognised by the Company in respect of contract research services supplied during the period and grant income, exclusive of Value Added Tax.

Revenue from fee-for-service contracts is recognised according to the percentage of completion of the service.

Revenue from subcontracting Metrion staff to customers is recognised based on the number of months staff have worked for the customer. Consumables used on subcontracting agreements are recharged to customers at the relevant markup when the items have been consumed.

Grants of revenue nature are recognised in the Profit and loss account in the same period as the related expenditure.

METRION BIOSCIENCES LTD.  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)**

**2. ACCOUNTING POLICIES (CONTINUED)**

**2.4 INTANGIBLE ASSETS**

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Patents	-	10 years
Cell Lines	-	10 years

**2.5 TANGIBLE FIXED ASSETS**

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

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

Depreciation is provided on the following basis:

Short-term leasehold property	-	Over the period of the lease
Plant and machinery	-	14% - 33% straight line
Office equipment	-	33% straight line
Computer equipment	-	33% straight line

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

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

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

### 2. ACCOUNTING POLICIES (CONTINUED)

#### 2.6 VALUATION OF INVESTMENTS

Investments in subsidiaries are measured at cost less accumulated impairment.

#### 2.7 STOCKS

Stocks are stated at the lower of cost and net realisable value.

#### 2.8 DEBTORS

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

#### 2.9 CASH AND CASH EQUIVALENTS

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### 2.10 CREDITORS

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

#### 2.11 FOREIGN CURRENCY TRANSLATION

##### Functional and presentation currency

The Company's functional and presentational currency is GBP.

##### Transactions and balances

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

At each period end foreign currency monetary items are translated using the closing rate.

Nonmonetary

items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

### 2. ACCOUNTING POLICIES (CONTINUED)

#### 2.12 OPERATING LEASES

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

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

#### 2.13 PENSIONS

The Company operates a defined contribution pension plan for its employees. A defined contribution pension plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in other creditors as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds

#### 2.14 INTEREST INCOME

Interest income is recognised in profit or loss using the effective interest method.

#### 2.15 BORROWING COSTS

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

#### 2.16 TAXATION

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

#### 2.17 RESEARCH AND DEVELOPMENT

Research and development expenditure is recognised in the profit and loss account in the period in which it is incurred.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

### 2. ACCOUNTING POLICIES (CONTINUED)

#### 2.18 SHARE-BASED PAYMENTS

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

#### 2.19 EXCEPTIONAL INCOME

Exceptional income are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

#### 2.20 ASSOCIATES AND JOINT VENTURES

Associates and Joint Ventures are held at cost less impairment.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

### 3. OTHER OPERATING INCOME

	2024 £	2023 £
Research and development expenditure credits	71,463	149,829
	<b>71,463</b>	<b>149,829</b>

### 4. EBITDA

	2024 £	2023 £
Profit/(Loss)	121,636	(716,785)
Interest payable	20,768	26,022
Interest receivable	(35,653)	(844)
Corporation tax	-	(189,016)
Foreign exchange	15,987	53,531
Depreciation	429,086	403,123
Amortisation	35,284	24,123
Loss on sale of assets	-	90
	<b>587,108</b>	<b>(399,756)</b>

Non-operating costs of £388,001 were incurred in 2023 for rent, service charge and rates of unused additional office space. If these costs are excluded, underlying EBITDA for 2023 was negative £11,755.

Non-operating costs of £402,528 were incurred in 2024 for rent, service charge and rates of unused additional office space. If these costs are excluded, underlying EBITDA for 2024 was positive £989,636.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

### 5. EMPLOYEES

The average monthly number of employees, including directors, during the year was 46 (2023 - 49).

### 6. TAXATION

	2024 £	2023 £
<b>CORPORATION TAX</b>		
Current tax on profits for the year	-	(71,102)
Adjustments in respect of previous periods	-	(117,914)
<b>TOTAL CURRENT TAX</b>	<b>-</b>	<b>(189,016)</b>

There are unrecognised tax losses available to offset against future taxable profits of £3,228,025 (2023 - £3,374,868).

### 7. EXCEPTIONAL INCOME

	2024 £	2023 £
Sale of patents	1,584,366	-
	<b>1,584,366</b>	<b>-</b>

The exceptional income is income from investment in Temmune Therapeutics NV (Note 10) adjusted for disposal of relevant patents.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

#### 8. INTANGIBLE ASSETS

	Cell lines	Patents	Computer software	Total
	£	£	£	£
<b>COST</b>				
At 1 January 2024	179,872	157,172	9,884	346,928
Additions	193,341	25,631	-	218,972
Disposals	-	(182,803)	-	(182,803)
At 31 December 2024	373,213	-	9,884	383,097
<b>AMORTISATION</b>				
At 1 January 2024	45,666	55,899	769	102,334
Charge for the year on owned assets	23,025	11,270	989	35,284
Disposals	-	(67,169)	-	(67,169)
At 31 December 2024	68,691	-	1,758	70,449
<b>NET BOOK VALUE</b>				
At 31 December 2024	304,522	-	8,126	312,648
At 31 December 2023	134,206	101,273	9,115	244,594

METRION BIOSCIENCES LTD.  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)**

**9. TANGIBLE FIXED ASSETS**

	Short-term leasehold property £	Plant and machinery £	Office equipment	Computer equipment £	Total £
<b>COST</b>					
At 1 January 2024	631,785	2,235,685	44,091	80,174	2,991,735
Additions	76,220	95,498	1,823	4,876	178,417
Disposals	-	-	(302)	-	(302)
At 31 December 2024	708,005	2,331,183	45,612	85,050	3,169,850
<b>DEPRECIATION</b>					
At 1 January 2024	136,817	889,544	30,696	61,502	1,118,559
Charge for the year on owned assets	71,924	238,061	11,833	14,302	336,120
Charge for the year on financed assets	-	92,966	-	-	92,966
Disposals	-	-	(302)	-	(302)
At 31 December 2024	208,741	1,220,571	42,227	75,804	1,547,343
<b>NET BOOK VALUE</b>					
<b>At 31 December 2024</b>	<b>499,264</b>	<b>1,110,612</b>	<b>3,385</b>	<b>9,246</b>	<b>1,622,507</b>
At 31 December 2023	494,968	1,346,141	13,395	18,672	1,873,176

Included within plant and machinery are assets held under finance leases or hire purchase contracts. At the year end, the net book value of these assets was £372,353 (2023 - £465,319).

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

### 10. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £	Investments in associates £	Total £
<b>COST</b>			
At 1 January 2024	100	-	100
Additions	-	1,700,00	1,700,000
<b>At 31 December 2024</b>	<b>100</b>	<b>1,700,000</b>	<b>1,700,100</b>

Metrion Pharma Limited is a 100% owned subsidiary of the Company, incorporated and is registered in England and Wales. The subsidiary was dormant for the year ended 31 December 2024. The registered office of Metrion Pharma Limited is the same as Metrion Biosciences Limited.

In September 2024, Metrion Biosciences sold patents to a newly incorporated Belgian entity, Temmune Therapeutics NV. In exchange, Metrion Biosciences received common shares with voting rights in Temmune Therapeutics representing 38.1% of the share capital which are classified as investments in associates.

### 11. DEBTORS

	2024 £	2023 £
Trade debtors	854,054	817,274
Amounts owed by group undertakings	450	300
Other debtors	208,858	193,713
Prepayments and accrued income	595,410	554,063
Tax recoverable	53,597	185,690
	<b>1,712,369</b>	<b>1,751,040</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

### 12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2024 £	2023 £
Trade creditors	447,959	381,613
Other taxation and social security	58,444	62,381
Other creditors	160,348	164,649
Accruals and deferred income	786,868	709,212
	<b>1,453,619</b>	<b>1,317,855</b>

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. At the balance sheet date, unpaid contributions of £29,262 (2023 - £30,637) were due to the fund, which are included within other creditors.

### 13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2024 £	2023 £
Hire purchase liability	174,113	295,482
	<b>174,113</b>	<b>295,482</b>

### 14. SHARE CAPITAL

	2024 £	2023 £
<b>ALLOTTED, CALLED UP AND FULLY PAID</b>		
568,878 (2023 - 561,198) Ordinary shares of £0.01 each	5,688.78	5,611.98
247,525 (2023 - 247,525) A Ordinary shares of £0.01 each	2,475.25	2,475.25
247,525 (2023 - 247,525) A Preference shares of £0.01 each	2,475.25	2,475.25
99 (2023 - 99) Deferred shares of £0.01 each	0.99	0.99
23,382 (2023 - 23,382) B Ordinary shares of £0.01 each	233.82	233.82
210,437 (2023 - 210,437) B Preference shares of £0.01 each	2,104.37	2,104.37
96,801 (2023 - 96,801) 2023 A Ordinary shares of £0.01 each	968.01	968.01
96,801 (2023 - 96,801) 2023 A Preference shares of £0.01 each	968.01	968.01
	<b>14,914.48</b>	<b>14,837.68</b>

On 3 May 2024 the Company allotted 168 Ordinary shares of £0.01 each as a result of the exercise of share options at a price of £2.73 per share.

On 1 August 2024 the Company allotted 7,512 Ordinary shares of £0.01 each as a result of the exercise of share options at a price of £1.50 per share.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

### 15. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2024 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2024 £	2023 £
Not later than 1 year	740,214	703,777
Later than 1 year and not later than 5 years	2,944,884	2,944,884
Later than 5 years	1,093,589	1,829,810
	<b>4,778,687</b>	<b>5,478,471</b>

### 16. POST BALANCE SHEET EVENTS

Subsequent to the year end on 11 February 2025 a number of share options were exercised resulting in a change of share capital.

3,000 ordinary shares were allotted at £0.01 par at a price of £1.00 per share.

5,004 ordinary shares were allotted at £0.01 par at a price of £1.50 per share.

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