metrion biosciences

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 DECEMBER 2025

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.

metrionbiosciences.com

COMPANY INFORMATION

DIRECTORS

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

COMPANY SECRETARY

C L Rutty

REGISTERED NUMBER

Registered as a company in England and Wales: 09669815

REGISTERED OFFICE

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

INDEPENDENT AUDITORS

PEM Audit Limited
Registered Auditors
Salisbury House
Station Road
Cambridge
CB1 2LA

Contents

METRION BIOSCIENCES LTD.

Chairman's Statement

Keith McCullagh, Chairman

Introduction

Metrion Biosciences is a specialist preclinical drug discovery contract research organisation (CRO) and a leading centre of expertise in ion channel research, cardiac safety and neuroscience.

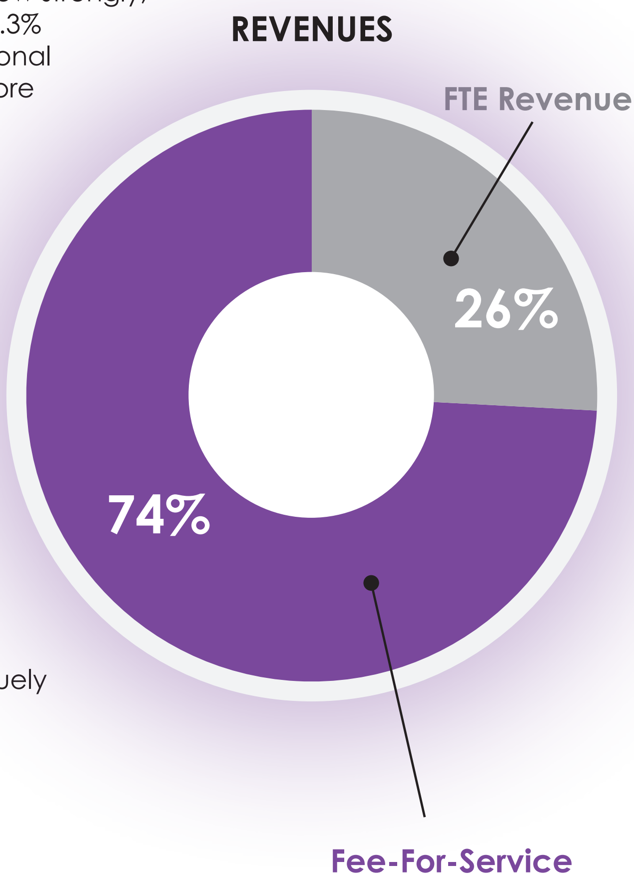
The Company's specialist knowledge and capabilities, advanced technology, flexibility, and proven reliability makes Metrion an ideal choice for pharmaceutical and bioscience companies seeking outsourced preclinical drug discovery and safety services.

Established in 2015 by a team of highly skilled electrophysiologists, Metrion celebrated its 10th full year of operations in 2025. Over this decade of growth, the Company has consistently prioritised quality of scientific work and excellence in customer service. Metrion serves pharma and bioscience customers world-wide, with its US client list growing particularly strongly.

BUSINESS PERFORMANCE IN 2025

As anticipated last year, 2025 continued to be a challenging period for preclinical CROs, with reduced world-wide demand for many areas of outsourced preclinical studies. Against this background I am pleased to report that Metrion's business continued to grow strongly, generating revenues in 2025 of £6.43m, an increase of 16.3% over 2024. In 2024, the Company benefited from exceptional income of £1.58m, in the absence of which earnings before interest, taxes, depreciation and amortisation (EBITDA) would have been significantly loss making. A major goal of 2025 was to achieve growing and sustainable EBITDA. I am pleased to say this was achieved, with EBITDA of £171k. These results include the costs of leasing 8,000 square feet of unused expansion space adjacent to the Company's laboratories in Cambridge. If these costs are excluded, underlying EBITDA rises to £586k, representing 9.1% of revenues.

Looking back through the year, the Company's pipeline of new orders increased steadily, with repeat business from existing clients and recruitment of new clients enhancing revenues and profits, particularly in the 4th quarter of the year. We believe this upturn in performance towards the end of the year reflects increasing international recognition across the pharma and bioscience industry of the scientific quality and innovation of Metrion's ion channel assays and uniquely tailored customer service.



Senior Leadership Team, left to right: Rob Kirby PhD, COO / Chris Mathes PhD, General Manager of North America / Gary Clark PhD, Director of Ion Channel Screening / Clare Rutty, CFO / Lee Patterson, CEO / Tony Rush PhD, Director of Neuroscience and Commercial Operations / Eddy Stevens PhD, CSO / Sue Peffer, Head of Marketing

LEADERSHIP AND TEAM

At the end of 2024, Metrion welcomed Lee Patterson as its new CEO, a commercially experienced pharmaceutical executive with strong CRO management skills. In his first full year of leadership, Lee has brought a clear focus on sales and marketing, operational efficiency and scientific innovation. I am delighted to say that he has also inspired all members of the Metrion team. Their continued high performance and collaborative ethos is making a major difference to the Company's progress and ongoing success.

In addition, Clare Rutty, the Company's CFO, has strengthened the Company's financial management and integrated the Company's finance function more closely with operations, resulting in a significant improvement in efficiency and profitability.

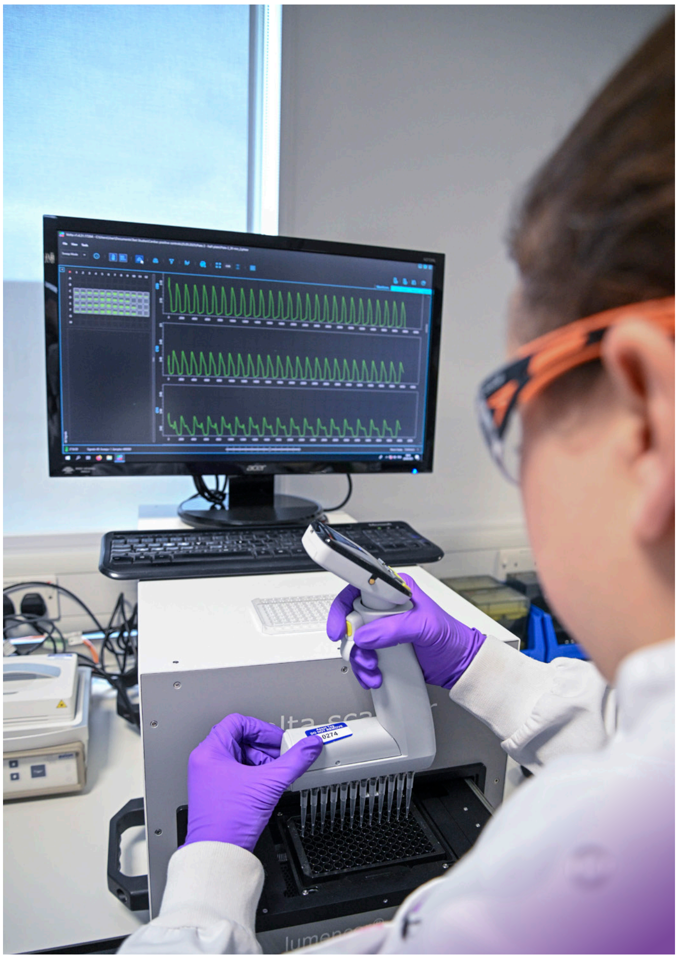
Metrion's leading expertise in pharmaceutical electrophysiology services, particularly in neuroscience and cardiac fields, derives from the experience and specialist knowledge of the Company's senior scientific management. Their regular involvement in the design of complex studies and advisory discussions with clients enhances customer confidence and ensures Metrion generates the most useful data to advance sophisticated R&D projects.

Finally, the Company's sales and marketing team has worked hard and intelligently over the year to strengthen partnerships with existing clients and bring the Company's services to the attention of a large number of new clients, achieving stretching targets in the process.

On behalf of the board, I thank all of the Metrion Team for their hard work throughout the year and continued commitment to the Company's success.

TEMMUNE THERAPEUTICS

In 2024, Metrion spun out its Kv1.3 inhibitor project into a new pharmaceutical development company, Temmune Therapeutics NV (Temmune). Metrion retains a minority shareholding in Temmune and a representative on the Temmune board. Temmune is developing oral Kv1.3 inhibitors for the treatment of autoimmune conditions. During 2025, Temmune completed in vitro and in vivo studies differentiating its lead compound from competitors and moved its programme closer to Phase 1 readiness.



OUTLOOK

Strong growth in clients, revenues and profits has continued through the early months of 2026. In addition to continuing to expand its client base, the Company's board is reviewing its service offerings and seeking to broaden these in a number of areas. At the same time, Metrion is maintaining its focus on providing exceptional customer service to all its pharmaceutical and bioscience company clients. I thank them for their confidence in the Company and the data generated for them. I would also like to thank the Company's board of directors for their continued wise counsel and clear sighted strategic analysis.
As Metrion heads into its second decade of operation, the Company is continuing its entrepreneurial approach to become the worldwide centre of excellence in ion channel therapeutics and safety assessment and the leading CRO in this field.

Keith McCullagh, Chairman

04 June 2026

Directors' Report

The directors present their report and the financial statements for the year ended 31 December 2025.

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 Rutty

S A A Carle

D A Milroy

L R Patterson

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.

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

Peters Elworthy and Moore transferred their audit registration and therefore part of their business to a newly incorporated company, PEM Audit Limited. Accordingly, Peters Elworthy and Moore ceased to hold office as the Company's auditor and PEM Audit Limited were appointed auditor in September 2025.

The auditors, PEM Audit Limited, 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.

K G McCullagh, Director

Date: 04 June 2026

Independent Auditors' Report To The Members

OPINION

We have audited the financial statements of Metrion Biosciences Ltd. (the 'Company') for the year ended 31 December 2025, 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 2025 and of its loss 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 (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 (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 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 and taxation legislation;
- in addition, we considered provisions of other laws and regulations which do not have a direct effect on the financial statements but compliance with which might be fundamental to the Company's ability to operate or to avoid material penalties;
- we obtained an understanding of the legal and regulatory framework applicable to the Company and of the Company's policies and procedures on compliance with laws and regulations, including documentation of any instances of non-compliance;
- we made enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- we obtained an understanding of the Company's risk assessment process, including the risk of fraud;
- we assessed the susceptibility of the entity's financial statements to material misstatement, including how fraud might occur; and
- laws and regulations identified 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 (continued)

As a result of the above risk assessment procedures we identified the greatest risk of material misstatement on the financial statements arising from irregularities and fraud to be within the potential for management to override controls together with the risk of fraudulent revenue recognition. We considered the risk of fraudulent revenue recognition to be most prevalent in the cut-off of revenue. In response to these identified risks, we designed procedures which included, but were not limited to:

- performed analytical procedures to identify any unusual or unexpected relationships;
- performed audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business;
- we evaluated the assumptions and judgements used by management within significant accounting estimates and assessed whether these indicated evidence of management bias;
- we used Audit Data Analytics to review the client data for unusual trends and anomalies;
- performed substantive testing for a sample of revenue transactions and assessed whether revenue was recognised in the correct financial period; and
- performed substantive testing for a sample of transactions from source documentation through to invoice raised and to revenue recognised during the year.

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

- we agreed the financial statement disclosures to underlying supporting documentation;
- we read the minutes of meetings of those charged with governance; and
- we discussed with management and those charged with governance 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**. This description forms part of our Auditors' Report.

Independent Auditors' Report To The Members (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
PEM Audit Limited

Registered Auditors

Salisbury House
Station Road
Cambridge
CB1 2LA

Date: 04 June 2026

Statement of Comprehensive Income

For the year ended 31 December 2025

	Note	**2025 £**	2024 £
Turnover		**6,433,346**	5,531,065
Cost of sales		**(2,146,410)**	(1,984,672)
GROSS PROFIT		**4,286,936**	3,546,393
Exceptional income	7	-	1,584,366
Administrative expenses		(4,837,397)	(5,095,471)
Other operating income	3	**153,727**	71,463
OPERATING (LOSS)/PROFIT		**(396,734)**	**106,751**
Interest receivable and similar income		15,289	35,653
Interest payable and similar expenses		(13,975)	(20,768)
(LOSS)/PROFIT BEFORE TAX		**(395,420)**	**121,636**
Tax on (loss)/profit	6	1,370	-
(LOSS)/PROFIT FOR THE FINANCIAL YEAR		**(394,050)**	**121,636**

There were no recognised gains and losses for 2025 or 2024 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2025 (2024 - £NIL). The notes on pages 17 to 25 form part of these financial statements.

METRION BIOSCIENCES LTD.

Balance Sheet

As at 31 December 2025

	Note		2025 £		2024 £
FIXED ASSETS					
Intangible assets	8		**353,150**		312,648
Tangible assets	9		**1,335,005**		1,622,507
Investments	10		**1,700,100**		1,700,100
			3,388,255		3,635,255
CURRENT ASSETS					
Stocks		**246,761**		174,312	
Debtors: amounts falling due within one year	11	**1,941,270**		1,712,369	
Cash at bank and in hand		**1,109,883**		1,916,054	
		3,297,914		3,802,735	
Creditors: amounts falling due within one year	12	**(1,201,902)**		(1,453,619)	
NET CURRENT ASSETS			**2,096,012**		**2,349,116**
TOTAL ASSETS LESS CURRENT LIABILITIES			**5,484,267**		**5,984,371**
Creditors: amounts falling due after more than one year	13		**(53,791)**		(174,113)
NET ASSETS			**5,430,476**		5,810,258
CAPITAL AND RESERVES					
Called up share capital	14		**15,004**		14,914
Share premium account			**7,229,440**		7,216,386
Profit and loss account			**(1,813,968)**		(1,421,042)
			5,430,476		5,810,258

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:

K G McCullagh, Director

Date: 04 June 2026

The notes on pages 17 to 25 form part of these financial statements.

Statement of Changes in Equity

For the year ended 31 December 2025

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
AT 1 JANUARY 2024	14,838	7,204,736	(1,541,940)	5,677,634
Profit for the year	-	-	121,636	121,636
Shares issued during the year	76	11,650	-	11,726
Employee share-based payments	-	-	(738)	(738)
AT 1 JANUARY 2025	14,914	7,216,386	(1,421,042)	5,810,258
Profit for the year	-	-	(394,050)	(394,050)
Shares issued during the year	90	13,054	-	13,144
Employee share-based payments	-	-	1,124	1,124
AT 31 DECEMBER 2025	15,004	7,229,440	(1,813,968)	5,430,476

The notes on pages 17 to 25 form part of these financial statements.

Notes to the Financial Statements
For the year ended 31 December 2025

1. GENERAL INFORMATION

Metrion Biosciences Ltd. 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 Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the requirements and 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 loss of £394,050 in 2025 compared to a profit of £121,636 in 2024. 2024 was favourably impacted by exceptional income of £1,584,366. Underlying trading was stronger in 2025 than in 2024.

The Company ended the year with cash in the bank of £1.1m and the directors have adopted a budget for 2026 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 at the customer. Consumables used on subcontracting agreements are recharged to customers at the relevant markup when the items have been consumed.

Notes to the Financial Statements
For the year ended 31 December 2025 (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:

Cell Lines	- 10 years
Computer software	- 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.

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.

Notes to the Financial Statements
For the year ended 31 December 2025 (continued)

2. ACCOUNTING POLICIES (CONTINUED)

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 balance
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. Non-monetary 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.

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.

Notes to the Financial Statements
For the year ended 31 December 2025 (continued)

2. ACCOUNTING POLICIES (CONTINUED)

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.

2.18 EXEMPTION FROM PREPARING CONSOLIDATED FINANCIAL STATEMENTS

The Company, and the Group headed by it, qualify as small as set out in section 383 of the Companies Act 2006 and the parent and Group are considered eligible for the exemption to prepare consolidated accounts.

Notes to the Financial Statements

For the year ended 31 December 2025 (continued)

2. ACCOUNTING POLICIES (CONTINUED)

2.19 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.

2.20 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.

2.21 ASSOCIATES AND JOINT VENTURES

Associates and Joint Ventures are held at cost less impairment.

3. OTHER OPERATING INCOME

	2025 **£**	2024 £
Research and development expenditure credits	**153,727**	71,463

Notes to the Financial Statements
For the year ended 31 December 2025 (continued)

4. EBIDTA

	2025 £	2024 £
(Loss)/profit	(394,050)	121,636
Interest payable	13,975	20,768
Interest receivable	(15,289)	(35,653)
Corporation tax	(1,370)	-
Foreign exchange	87,823	15,987
Depreciation	441,145	429,086
Amortisation	40,968	35,284
(Profit) loss of disposal of fixed assets	(1,865)	-
	171,337	587,108

Non-operating costs of £414,281 were incurred in 2025 for rent, service charge and rates of unused additional office space. If these costs are excluded, underlying EBITDA for 2025 is positive £585,618.

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 is postive £989,636.

5. EMPLOYEES

The average monthly number of employees, including directors, during the year was 40 (2024 - 46).

6. TAXATION

CORPORATION TAX	**2025 £**	2024 £
Adjustments in respect of previous periods	(1,370)	-
TOTAL CURRENT TAX	**(1,370)**	-

There are unrecognised tax losses available to offset against future taxable profits of £3,276,901 (2024 - £3,374,868).

7. EXCEPTIONAL INCOME

	2025 £	2024 £
Sale of patents	-	1,584,366
	-	1,584,366

The exceptional income in the prior year 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 2025 (continued)

8. INTANGIBLE ASSETS

	Cell lines £	Computer software £	Total £
COST			
At 1 January 2025	373,213	9,884	383,097
Additions	81,262	208	81,470
At 31 December 2025	454,475	10,092	464,567
AMORTISATION			
At 1 January 2025	68,691	1,758	70,449
Charge for the year on owned assets	39,978	990	40,968
At 31 December 2025	108,669	2,748	111,417
NET BOOK VALUE			
At 31 December 2025	**345,806**	**7,344**	**353,150**
At 31 December 2024	304,522	8,126	312,648

9. TANGIBLE FIXED ASSETS

	Short-term leasehold property £	Plant and machinery £	Office equipment £	Computer equipment £	Total £
COST					
At 1 January 2025	708,005	2,331,183	45,612	85,050	3,169,850
Additions	-	144,973	1,345	7,459	153,777
Disposals	-	(4,059)	(341)	(4,147)	(8,547)
At 31 December 2025	708,005	2,472,097	46,616	88,362	3,315,080
DEPRECIATION					
At 1 January 2025	208,741	1,220,571	42,227	75,804	1,547,343
Charge for the year on owned assets	74,890	263,568	2,589	7,131	348,178
Charge for the year on financed assets	-	92,966	-	-	92,966
Disposals	-	(3,924)	(341)	(4,147)	(8,412)
At 31 December 2025	283,631	1,573,181	44,475	78,788	1,980,075
NET BOOK VALUE					
At 31 December 2025	**424,374**	**898,916**	**2,141**	**9,574**	**1,335,005**
At 31 December 2024	499,264	1,110,612	3,385	9,246	1,622,507

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 £279,387 (2024 - £372,353).

Notes to the Financial Statements

For the year ended 31 December 2025 (continued)

10. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £	Investments in associates £	Total £
COST			
At 1 January 2025	100	1,700,000	1,700,100
At 31 December 2025	**100**	**1,700,000**	**1,700,100**

Metrion Pharma Limited is a 100% owned subsidiary of the Company, incorporated and is registered in England and Wales. The subsidiary was dormant dormant for the year ended 31 December 2025. The registered office of Metrion Pharma Limited is the same as Metrion Biosciences Ltd.

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, reflected as investments in associates.

11. DEBTORS

	2025 £	2024 £
Trade debtors	958,465	854,054
Amounts owed by group undertakings	450	450
Other debtors	246,821	208,858
Prepayments and accrued income	609,645	595,410
Tax recoverable	125,889	53,597
	1,941,270	**1,712,369**

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2025 £	2024 £
Trade creditors	273,146	447,959
Other taxation and social security	58,186	58,444
Other creditors	160,863	160,348
Accruals and deferred income	709,707	786,868
	1,201,902	**1,453,619**

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 £24,981 (2024 - £29,262) were due to the fund, which are included within other creditors.

Notes to the Financial Statements
For the year ended 31 December 2025 (continued)

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

	2025 £	2024 £
Hire purchase liability	53,791	174,113
	53,791	**174,113**

14. SHARE CAPITAL

	2025 £	2024 £
ALLOTTED, CALLED UP AND FULLY PAID		
577,848 (2024 - 568,878) Ordinary shares of £0.01 each	5,778.48	5,688.78
247,525 (2024 - 247,525) A Ordinary shares of £0.01 each	2,475.25	2,475.25
247,525 (2024 - 247,525) A Preference shares of £0.01 each	2,475.25	2,475.25
99 (2024 - 99) Deferred shares of £0.01 each	0.99	0.99
23,382 (2024 - 23,382) B Ordinary shares of £0.01 each	233.82	233.82
210,437 (2024 - 210,437) B Preference shares of £0.01 each	2,104.37	2,104.37
96,801 (2024 - 96,801) 2023 A Ordinary shares of £0.01 each	968.01	968.01
96,801 (2024 - 96,801) 2023 A Preference shares of £0.01 each	968.01	968.01
	15,004.18	**14,914.48**

On 11 February 2025 the Company allotted the following shares:

- 3,000 Ordinary shares of £0.01 each as a result of the exercise of share options at a price of £1.00 per share; and
- 5,004 Ordinary shares of £0.01 each as a result of the exercise of share options at a price of £1.50 per share.

On 11 November 2025 the Company allotted 966 Ordinary shares of £0.01 each as a result of the exercise of share options at a price of £2.73 per share.

15. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2025 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2025 £	2024 £
Not later than 1 year	736,221	740,214
Later than 1 year and not later than 5 years	2,944,884	2,944,884
Later than 5 years	357,368	1,093,589
	4,038,473	**4,778,687**

Metrion Biosciences Ltd.

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

+44 (0) 1223 919 100
info@metrionbiosciences.com

metrionbiosciences.com