Company No 09709826

Group Strategic Report, Report of the Directors and

Consolidated Financial Statements For The Year Ended 31st December 2025

for

BotOptions (UK) Plc

BotOptions (UK) Plc

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For The Year Ended 31st December 2025

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Company Information
For The Year Ended 31st December 2025

DIRECTORS:	V Valasakis F E Driscoll T H Holmes
SECRETARY:	Gresham International Group Ltd
REGISTERED OFFICE:	Level 1, Devonshire House, One Mayfair Place, Mayfair London W1J 8AJ
REGISTERED NUMBER:	09709826 (England and Wales)
AUDITORS:	Hillier Hopkins LLP Radius House 51 Clarendon Road Watford WD17 1HP

BotOptions (UK) Plc

Group Strategic Report
For The Year Ended 31st December 2025

The directors present their strategic report for the year ended 31st December 2025**.**

FINANCIAL REVIEW
Financial Year 2025 marked the Group's tenth year since incorporation. As anticipated, the Group recorded a pre-tax profit for the year and, at the balance sheet date, reported net assets.

The Group continues to develop and structure innovative financial products targeted at a niche and sophisticated investor and client base. During the year, the Group made significant progress in advancing the Project in Sweden, which continues to develop in accordance with its strategic objectives. Investor interest in the financing structures established in support of the project has remained encouraging, providing further validation of the Group's long-term vision.

The Group remains mindful of the broader geopolitical and macroeconomic environment. Ongoing tensions in the Middle East, including potential disruptions to international shipping routes and energy markets, may affect global investment conditions and project financing activities. Notwithstanding these uncertainties, the Project continues to progress with its primary focus on battery energy storage systems ("BESS") for grid stabilisation in Sweden's SE3 electricity pricing area, together with the development of associated data centre infrastructure.

Looking further ahead, the Group is evaluating opportunities to incorporate artificial intelligence technologies into certain aspects of its operations and project development activities. Such initiatives may, in due course, support the financing and deployment of advanced energy technologies, including small modular reactor ("SMR") projects, subject to regulatory approvals and market conditions.

In parallel, the Group continues to assist clients in developing bespoke financial structures designed to support their financing requirements. Through its activities, the Group has demonstrated its ability to identify, structure and advance complex projects requiring specialised financial, legal and commercial expertise.

The Group's principal focus remains the continued de-risking of the Project and the consolidation of its legal, financial and operational framework into a streamlined and manageable structure. The Directors remain committed to this process and will continue pursuing these objectives as the project progresses towards its anticipated listing and broader commercial development.

PRINCIPAL RISKS AND UNCERTAINTIES
The Group is exposed to a number of risks and uncertainties that could materially affect its financial performance and cause actual results to differ from those anticipated, budgeted or previously reported.

Whilst the Project represents a significant opportunity for the Group, the current concentration of resources and management focus on a single strategic project exposes the Group to project-specific risks. Delays in financing, regulatory approvals, development activities or market conditions affecting the project may have a material impact on the Group's performance. The Directors regularly review these risks and seek to mitigate them through careful project management, strategic partnerships and ongoing diversification initiatives.

The principal risks facing the Group include market competition, foreign exchange fluctuations, credit risk and especially the ability to secure financing for current and future projects. As the Group continues to advance the Project in Sweden and other strategic initiatives, project execution, regulatory approvals and market conditions remain key factors influencing performance.

The Group operates in an increasingly uncertain geopolitical environment. Developments in the Middle East, Ukraine and other regions, together with potential disruptions to international trade routes, shipping lanes and energy markets, may adversely affect investor sentiment, project financing and economic activity generally. In addition, the imposition of sanctions, capital controls, travel restrictions or other governmental measures could have a material impact on the Group's operations and future plans.

Although governments and central banks continue to implement monetary and fiscal measures intended to support economic stability, there can be no assurance that such measures will be sufficient to prevent further economic volatility. Changes in interest rates, inflationary pressures and broader macroeconomic conditions may affect the Group's ability to execute its strategy within anticipated timeframes.

Neither the Group nor its subsidiaries currently undertake activities that require financial services authorisation in their respective jurisdictions of operation. However, regulatory frameworks continue to evolve and future licensing, permitting or compliance requirements may arise. Any such requirements could increase operational costs, delay project implementation or otherwise impact the Group's financial performance.

The successful development of the Group's projects is also dependent upon obtaining various third-party approvals, including regulatory consents, governmental permissions and, where applicable, exchange approvals. Such approvals are outside the Group's direct control and there can be no assurance that they will be granted within the anticipated timeframe, or at all.

The Directors recognise that projects involving Small Modular Reactor ("SMR") technology and artificial intelligence ("AI") are subject to a number of specific risks and uncertainties. In relation to SMR projects, these include regulatory approval processes, licensing requirements, technological development risks, construction and commissioning delays, cost overruns, public acceptance and changes in government policy relating to nuclear energy. In relation to AI-related activities, key risks include rapid technological change, intellectual property protection, cybersecurity threats, data privacy and protection requirements, evolving regulatory frameworks, reliance on specialised personnel and increasing competition within the sector. The Directors continue to monitor these risks and seek to mitigate their potential impact through ongoing due diligence, engagement with specialist advisers and careful project selection.

The Directors have overall responsibility for the Group's risk management framework and continuously monitor the principal risks facing the business. Further details of the Group's risk management policies and financial risk exposures are set out in Note 21 to the financial statements.

FINANCIAL & NON-FINANCIAL KEY PERFORMANCE INDICATORS

The Group's key performance indicators are considered to be Revenue and Liquidity.

The revenue in the year was £90,000 (2024: £375,409). Going forward a KPI will be the amount of funds raised under the approved by the Exchange bond programme that the company may be seeking approval for by the Exchange.

The Group also monitors the outcome of due diligence processes into potential clients and new projects. During the year a number of projects were evaluated for potential future work, but no additional projects were approved.

DIRECTORS STATEMENT OF COMPLIANCE WITH DUTY TO PROMOTE THE SUCCESS OF THE GROUP
The Directors of the Group, as those of all UK companies, must act in accordance with a set of general duties. These duties are detailed in section 172 of the UK Companies Act 2006 and include a duty to promote the success of the Group, which is summarised below:

The executive Directors meet regularly to discuss their duties and they can access professional advice on these – either through the Group, or if they judge it necessary, from an independent provider.

The Directors fulfil their duties partly through a governance framework that delegates day-to-day decision making to employees of the Group. The Board recognises that such delegation needs to extend beyond more than simple financial authorities, and therefore set out below we have summarised how the Directors fulfil their on-going operational duties:

Our People
The Group is committed to being a responsible business. Our behaviour is aligned with the expectations of our people, clients, investors, communities and society as a whole. For our business to succeed we need to manage our people's performance and develop and bring through talent while ensuring we operate as efficiently as possible. We must ensure common values that inform and guide our behaviour so we achieve our goals in the right way.

Business relationships
Our strategy prioritise organic growth, to achieve this we need to develop and maintain strong client relationships. We value all our clients and suppliers and in line with our business culture endeavour to act with integrity at all times.

Community and environment
The Group approach is to use our position of strength to create positive change for the people and communities with which we interact.

This strategic report was approved by the board on ....30/06/2026......... and signed on its behalf by

Vas Valasakis

....
V Valasakis - Director

Report of the Directors
For The Year Ended 31st December 2025

The directors present their report with the financial statements of the Group for the year ended 31st December 2025.

PRINCIPAL ACTIVITY
The principal activity of the Group is the structuring, development and financing of energy and shipping projects through the issuance of listed or unlisted financial instruments. Particular focus is currently being placed on opportunities within the energy infrastructure, energy storage and energy transition sectors, while continuing to evaluate opportunities within the maritime and other specialised asset-backed industries.

REVIEW OF BUSINESS
The consolidated pre-tax profit for the year was £2,486,404 (2024: pre-tax profit of £153,753). The company has not paid dividends in either the current or prior financial years. The directors sold a proportion of the investments that belong to the company, and this attributed a gain of £618,224 (2024: £206,073).

FUTURE DEVELOPMENTS
The Directors expect global macroeconomic and geopolitical developments to continue influencing the Group's activities during the coming year. Ongoing geopolitical tensions in the Middle East and Eastern Europe, disruptions to global shipping routes, including periods of uncertainty surrounding the Strait of Hormuz, increasing trade protection measures, inflationary pressures and continuing volatility in global capital markets are expected to sustain demand for alternative financing solutions and resilient infrastructure projects.

The increasing importance of energy security, grid resilience and digital infrastructure is expected to drive investment in battery energy storage systems (BESS), power generation, data centres, artificial intelligence ("AI") infrastructure and other energy-related assets. Recent incidents affecting critical infrastructure, including damage to data centre facilities in conflict zones, have further highlighted the importance of resilient energy and digital infrastructure, reinforcing the long-term investment case for the sectors in which the Group intends to operate.

The Directors also believe that the continuing growth in electricity demand arising from AI applications, cloud computing and digitalisation, together with increasing investment in Small Modular Reactor ("SMR") technologies and renewable energy infrastructure, will create additional opportunities for the Group to structure listed and unlisted financing solutions for energy, shipping and other specialised asset-backed projects.

The Directors continue to receive encouraging levels of interest from both potential UHNW investors and project sponsors. Subject to prevailing market conditions and the successful completion of ongoing financing initiatives, the Group intends to advance its strategic pipeline of transactions and believes it is well positioned to benefit from the increasing global demand for innovative financing solutions supporting critical infrastructure and the energy transition.

DIRECTORS
The directors holding office during the period were:
V Valasakis
F E Driscoll
T H Holmes

PROVISION 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 that director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the Company's auditors in connection with preparing their report and to establish that the Company's auditor is aware of that information.

DIRECTORS' RESPONSIBILITIES STATEMENT
The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the United Kingdom. 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 and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRSs as adopted by the United Kingdom, subject to any material departures disclosed and explained in the financial statements;
- 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.

GREENHOUSE GAS EMISSIONS, ENERGY CONSUMPTION AND ENERGY EFFICIENCY ACTION

The Company has not disclosed information in respect of greenhouse gas emissions, energy consumption and energy efficiency action as its energy consumption in the United Kingdom for the year is 40,000kWh or lower.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITOR

The auditors, Hillier Hopkins LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

ON BEHALF OF THE BOARD:

Vas Valasakis

....
V Valasakis - Director

Date: ......30/06/2026..............................

Report of the Independent Auditors to the Members of
BotOptions (UK) Plc

Opinion
We have audited the financial statements of BotOptions (UK) Plc (the 'parent company') and its subsidiaries (the 'group") for the year ended 31st December 2025, which comprise the Consolidated Statement of Comprehensive Income, the Consolidated Statement of Financial Position, the Company Statement of Financial Position, the Consolidated Statement of Changes in Equity, the Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows 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 International Financial Reporting Standards (IFRS) as adopted by the United Kingdom.

In our opinion:
- the financial statements give a true and fair view of the state of the Group's and the Parent Company's affairs as at 31st December 2025 and of the Group's profit for the year then ended;
- the Group financial statements have been properly prepared in accordance with IFRSs as adopted by the United Kingdom; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the 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.

Material uncertainty relating to going concern
We draw attention to the Going Concern section of Note 2 in the financial statements, which indicates that the parent company and its subsidiaries (the 'group") are dependent upon the successful completion of future financing initiatives, strategic transactions and the realisation of certain assets in order to meet its obligations as they fall due as the company is currently in a net current liability position.

These events and conditions, along with the other matters set out in Note 2, indicate the existence of a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

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

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

Other information
The 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 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 Group Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report 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 Group and the Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:
- adequate accounting records have not been kept, by the Parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Parent Company financial statements are not in agreement with the accounting records and return; 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.

Report of the Independent Auditors to the Members of
BotOptions (UK) Plc

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

In preparing the financial statements, the directors are responsible for assessing the Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the 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:

- the nature of the industry and sector, control environment and business performance including the remuneration incentives and pressures of key management;
- the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management. We consider the results of our enquiries of management, about their own identification and assessment of the risks of irregularities;
- any matters we identified having obtained and reviewed the Group's and the Parent Company's documentation of their policies and procedures relating to:
    - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
    - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;
    - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;
- the matters discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override, including testing journals and evaluating whether there was evidence of bias by the management that represented a risk of material misstatement due to fraud.

We also obtained an understanding of the legal and regulatory frameworks that the Group and the Parent Company operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. We focused on laws and regulations that could give rise to a material misstatement in the financial statements, including, but not limited to, the Companies Act 2006, Financial Conduct Authority regulations and relevant tax legislation.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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.

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 a Report of the Auditors 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.

Sam Hodson

Samuel Hodson BSc ACA (Senior Statutory Auditor)
for and on behalf of Hillier Hopkins LLP
Radius House
51 Clarendon Road
Watford
WD17 1HP
Date: ....30/06/2026............................

BotOptions (UK) Plc

Consolidated Statement of Comprehensive Income
For The Year Ended 31st December 2025

	Notes	Year Ended 31.12.25	Period 1.8.23 to 31.12.24
		£	£
CONTINUING OPERATIONS			
Revenue	4	90,000	375,409
Other operating income		618,224	206,073
Administrative expenses		(580,463)	(1,019,204)
OPERATING PROFIT/ (LOSS)	5	127,761	(437,722)
Finance income		29,922	-
Finance costs	6	(10,778)	(43,855)
Gain on revaluation of Investment		2,339,499	635,330
PROFIT/ (LOSS) BEFORE TAXATION		2,486,404	153,753
Tax payable on Profit	8	(463,720)	(45,235)
PROFIT/ (LOSS) FOR THE PERIOD ATTRIBUTABLE TO EQUITY HOLDERS		2,022,684	108,518
Other Comprehensive Income		-	-
TOTAL COMPREHENSIVE PROFIT/ (LOSS) ATTRIBUTABLE TO EQUITY HOLDERS		2,022,684	108,518

The Company has taken advantage of the exemption under Section 408 of the Companies Act 2006 and elected not to present its own Statement of Comprehensive Income in these financial statements.

BotOptions (UK) Plc (Registered number: 09709826)

Consolidated Statement of Financial Position
31st December 2025

	Notes	As at 31.12.25 £	As at 31.12.24 £
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	9	770	161
Investment Property	10	119,961	119,961
Investments	11	3,192,450	1,225,302
Loan receivables	12	1,043,868	-
		4,357,049	1,345,424
CURRENT ASSETS			
Trade and other receivables	13	299,541	42,551
Cash and cash equivalents	14	167,143	38,110
		466,684	80,661
TOTAL ASSETS		4,823,733	1,426,085
EQUITY			
SHAREHOLDERS' EQUITY			
Called up share capital	15	51,000	51,000
Retained earnings	16	2,069,469	46,785
TOTAL EQUITY		2,120,469	97,785
LIABILITIES			
NON-CURRENT LIABILITIES			
Trade and other payables	17	170,179	170,179
Loans and borrowings	18	10,000	20,000
Deferred Tax	19	508,955	45,235
		689,134	235,414
CURRENT LIABILITIES			
Trade and other payables: amounts falling due within one year	17	356,960	404,336
Loans and borrowings	18	1,657,170	688,550
		2,014,130	1,092,886
TOTAL LIABILITIES		2,703,264	1,328,300
TOTAL EQUITY AND LIABILITIES		4,823,733	1,426,085

The financial statements were approved by the Board of Directors and authorised for issue on .....30/06/2026.............. and were signed on its behalf by:

Vas Valasakis

....
V Valasakis - Director

The notes on pages 15 to 25 form part of these financial statements

BotOptions (UK) Plc (Registered number: 09709826)

Company Statement of Financial Position
31st December 2025

	Notes	As at 31.12.25 £	As at 31.12.24 £
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	9	770	161
Investment Property	10	119,961	119,961
Investments	11	3,197,173	1,230,025
Loan receivables	12	1,043,868	-
		4,361,772	1,350,147
CURRENT ASSETS			
Trade and other receivables	13	360,221	94,273
Cash and cash equivalents	14	167,128	38,094
		527,348	132,367
TOTAL ASSETS		4,889,120	1,482,514
EQUITY			
SHAREHOLDERS' EQUITY			
Called up share capital	15	51,000	51,000
Retained earnings	16	2,133,072	103,844
TOTAL EQUITY		2,184,072	154,844
LIABILITIES			
NON-CURRENT LIABILITIES			
Trade and other payables	17	170,179	170,179
Loans and borrowings	18	10,000	20,000
Deferred Tax	19	511,136	45,235
		691,315	235,414
CURRENT LIABILITIES			
Trade and other payables: amounts falling due within one year	17	356,562	403,706
Loans and borrowings	18	1,657,171	688,550
		2,013,733	1,092,256
TOTAL LIABILITIES		2,705,048	1,327,670
TOTAL EQUITY AND LIABILITIES		4,889,120	1,482,514

The financial statements were approved by the Board of Directors and authorised for issue on .....30/06/2026.............. and were signed on its behalf by:

Vas Valasakis

....
V Valasakis - Director

The notes on pages 15 to 25 form part of these financial statements

Consolidated Statement of Changes in Equity
For The Year Ended 31 December 2025

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1st August 2023	51,000	(61,733)	(10,733)
Changes in equity			
Total comprehensive income	-	108,518	108,518
Balance at 31st December 2024	51,000	46,785	97,785
Changes in equity			
Total comprehensive income	-	2,022,684	2,022,684
Balance at 31st December 2025	51,000	2,069,469	2,120,469

The notes on pages 15 to 25 form part of these financial statements

BotOptions (UK) Plc

Company Statement of Changes in Equity
For The Year Ended 31st December 2025

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1st August 2023	51,000	(38,730)	12,270
Changes in equity			
Total comprehensive income	-	142,574	142,574
Balance at 31st December 2024	51,000	103,844	154,844
Changes in equity			
Total comprehensive income	-	2,029,228	2,029,228
Balance at 31st December 2025	51,000	2,133,072	2,184,072

The notes on pages 15 to 25 form part of these financial statements

BotOptions (UK) Plc

Consolidated Statement of Cash Flows
For The Year Ended 31st December 2025

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Cash flows from operating activities		
Profit / (Loss) for the period	2,022,684	108,518
Adjustments for:		
Finance cost	10,778	43,855
Tax expense	463,720	45,235
Decrease / (Increase) in receivables	(245,760)	516,878
(Decrease) / Increase in payables	(47,376)	665,120
Depreciation	257	53
Gain on revaluation	(2,339,499)	(635,330)
Operating cashflows	(135,196)	744,329
Net cash generated from operating activities	(135,196)	744,329
Financing activities		
Loan repayment	(146,701)	(14,972)
Interest payable	(10,778)	(43,855)
Repayment of amounts due to / (from) Director	(11,230)	(56,282)
Net cash inflow / (outflow)from financing activities	(168,709)	(115,109)
Investing activities		
Investment in unlisted shares	(987,448)	(589,973)
Disposal of unlisted shares	2,465,120	-
New loan issued	(1,044,125)	-
Investment in property	-	(2,152)
Purchase of fixed assets	(609)	-
	432,938	(592,125)
Net cash inflow / (outflow) from investing activities		
Net increase / (decrease) in cash and cash equivalents	129,033	37,095
Cash and cash equivalents at start of period	38,110	1,015
Cash and cash equivalents at end of period	167,143	38,110

Non-cash investing and financing activities

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Acquisition of unlisted shares	(1,105,321)	(550,103)

The notes on pages 15 to 25 form part of these financial statements

Continued…

BotOptions (UK) Plc

Consolidated Statement of Cash Flows
For The Year Ended 31st December 2025

Analysis of changes in net debt

	At 1 January 2025	Cash Flow	Other non-cash changes	At 31 December 2025
Cash and cash equivalents				
Cash	38,110	129,033	-	167,143
	38,110	129,033	-	167,143
Borrowings				
Debt due within one year	(688,550)	136,700	(1,105,321)	(1,657,171)
Debt due after one year	(190,179)	10,000	-	(180,179)
	(878,729)	146,700	(1,105,321)	(1,837,350)
Total	(840,619)	275,733	(1,105,321)	(1,670,207)

The notes on pages 15 to 25 form part of these financial statements

Continued…

1. STATUTORY INFORMATION

BotOptions (UK) Plc is a public company, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparation
These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the United Kingdom and with those parts of the Companies Act 2006 applicable to companies preparing their accounts under endorsed IFRS.

These financial statements have been prepared in accordance with International Financial Reporting Standards, International Accounting Standards, and Interpretations (collectively IFRSs).

The Company has taken advantage of the exemption under Section 408 of the Companies Act 2006 and elected not to present its own Statement of Comprehensive Income in these financial statements.

Basis of Consolidation
The consolidated financial statements present the results of the Company and its own subsidiaries (the Group) as if they form a single entity. Intercompany transactions are balances between group companies and therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the statement of Financial Positions, the assets and liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidation Statement of Comprehensive income from the date on which control obtained.

IFRS 15 – Revenue from contracts with customers
IFRS 15 Revenue from contracts with customers, supersedes IAS 11 Construction Contracts, IAS 18 Revenue and related interpretations and it applies to all revenue arising from contracts with customers, unless those contracts are in the scope of other standards. The new standard establishes a five-step model to account for revenue arising from contracts with customers. Under IFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to customers.

The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract.

Apart from providing more extensive disclosures for the company's revenue transactions, the application of IFRS 15 has not had a significant impact on the financial position and financial performance of the company.

Revenue is recognised when performance obligations are met. To determine whether to recognise revenue, the company follows a 5-step process:
1. Identifying the contract with a customer.
2. Identifying the performance obligations.
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations.
5. Recognising revenue when/as performance obligation(s) are satisfied.

Consultancy revenue is recognised at the point in time when the company satisfies performance obligations by transferring the promised services to its customers.

IFRS 9 Financial Instruments
IFRS 9 Financial instruments replaces IAS 39 Financial Instruments: Recognition and Measurement which brings together three aspects of the accounting for financial instruments; classification and measurement; impairment; and hedge accounting.

Interest income is recognised in profit or loss using the effective interest rate (EIR) method, which allocates interest income over the relevant period so as to achieve a constant periodic rate of return on the carrying amount of the financial asset.

Going concern
The Directors have prepared the financial statements on a going concern basis.

In assessing the appropriateness of the going concern assumption, the Directors have considered the Group's current financial position, expected cash requirements and available sources of funding for a period of at least twelve months from the date of approval of these financial statements.

Continued…

The Group continues to operate in markets that are subject to economic, geopolitical and capital market uncertainties. The principal risks affecting the Group include access to funding, foreign exchange fluctuations, counterparty credit risk, regulatory developments and the timing of strategic transactions.

During the year, the Group continued to pursue a number of strategic transactions and financing initiatives in support of its business plan. The successful completion of these initiatives, together with the securing of additional funding required for the advancement of the Group's projects, remains subject to factors outside the Group's direct control, including market conditions, regulatory approvals, counterparties' performance and investor appetite. Delays in completing such transactions or obtaining additional funding could adversely affect the Group's liquidity position and its ability to implement its strategic objectives.

In performing their assessment, the Directors have also considered the security available to the Group in relation to its funding activities. As at the year end, the Group has net current liabilities of £1,547,446. The Company has advanced loan facilities totalling £1,043,868 to two Swedish entities, with contractual repayment due in 2028 (refer to Note 12 for further details) and thus currently included in long-term receivables. The aggregate amount advanced under these facilities substantially corresponds to the consideration payable of £1,655,424, which is repayable on demand (refer to Note 18), under the related Share Purchase Agreement, resulting in only a limited funding shortfall. Whilst, these balances are relating to the same transaction, they are with different companies with the same ultimate beneficial owner and there is no contractual right of offset. The Directors note that the loan receivable balances are supported by security arrangements, including pledges over shares, which provide an element of protection in respect of the amounts advanced. In addition, post year end the Group became the holder of two registered mortgage certificates (pantbrev) over the underlying Swedish property, which are held through an appointed Swedish Trustee for the benefit of the Group. The Directors consider that these security arrangements materially mitigate the Group's potential exposure should the underlying transactions not complete as currently anticipated.

Post year end as detailed in note 23, the company entered into an additional loan agreement with a third party on 8th May 2026 for EUR 1,580,000, which is interest bearing at a rate of 3.5% per annum and fully repayable on 14 May 2027. This loan is for the specific purpose of purchasing additional shares in the same investment as disclosed in note 11.

The Directors also considered their ability to sell the investments disclosed in note 11 of the financial statements to meet liabilities as they fall due, as they have done throughout the period and post year end. However, as these shares are not listed, they are not considered liquid within these financial statements and as there are no current signed agreements to sell these shares, the timing and of the realisation of their value and the amount receivable is not certain.

The Directors have prepared budget covering a period of at least twelve months from the date of approval of these financial statements and have considered the funding options available to the Group. Whilst the Directors note the level of investor interest in the Group's projects and the successful fundraising activities undertaken to date, the Group remains dependent upon the successful completion of future financing initiatives and strategic transactions. As these matters are not wholly within the Group's control, they represent a material uncertainty that may cast significant doubt upon the Group's ability to continue as a going concern.

Accordingly, the Directors have concluded that these events and conditions indicate the existence of a material uncertainty which may cast significant doubt upon the Group's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities as they fall due in the normal course of business.

Nevertheless, having considered the progress achieved to date, the continuing support demonstrated by investors, the Group's track record of raising finance, and the security arrangements available to the Group, the Directors believe that it remains appropriate to prepare the financial statements on a going concern basis. Accordingly, the financial statements have been prepared on the going concern basis and do not include any adjustments that would result if the Group were unable to continue as a going concern.

Property, plant and equipment
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 provided at the following annual rates in order to write off each asset over its estimated useful life.

Computer equipment - 25% on reducing balance

Investment Property
Investment property is carried at fair value. Revaluation surpluses are recognised in the income statements. Deferred taxation is provided on these gains at the rate expected to apply when the property is sold.

Investments
Investments in non-listed equity instruments are recognised initially at fair value and subsequently measured at fair value. Gains and losses arising from changes in fair value are recognised either in profit or loss or in other comprehensive income where the entity has made an irrevocable election for non-trading investments.

Foreign currencies
The Group's functional and presentational currency is Pounds Sterling (£) and this is the currency of the primary economic environment in which the Group operates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the Statement of Comprehensive Income.

Trade and other receivables
Trade and other receivables are non-interest bearing and are stated at their nominal amount less provisions made for estimated irrecoverable amounts. Estimated irrecoverable amounts are based on historical experience together with specific amounts that are not expected to be collectible. Individual amounts are written off when management deems them not to be collectible.

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

Loans and advance receivables
Loans and advances receivable are carried at their amortised cost.

Cash and cash equivalents
Cash and cash equivalents include cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less, and – for the purpose of the statement of cash flows - bank overdrafts. Bank overdrafts are shown within loans and borrowings in current liabilities on the statement of financial position.

Trade and other payables
Trade and other payables are non-interest bearing and are stated at their nominal value.

Taxation
The tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Statement of Comprehensive Income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes

items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet

liability method. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply in the year when the liability is settled, or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Financial assets
The Group classifies its financial assets into one of the categories discussed below, depending on the purpose for which the asset was acquired. The Group has not classified any of its financial assets as held to maturity.

Loans and receivables
These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers, e.g. trade receivables. Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts.

Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counter party or default) that the Group will be unable to collect all of the amounts due under the terms receivable, the amount of such a provision being the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable. For trade receivables, which are reported net; such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses in the income statement.

On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

The Group's loans and receivables comprise trade and other receivables and cash and cash equivalents.

Continued…

Cash and cash equivalents include cash in hand, deposits held at call and overdrafts with banks.

Financial liabilities

Other financial liabilities

Other financial liabilities include the following items:

- Trade payables and other short-term monetary liabilities, which are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method.
- Borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statement of financial position.

Operating leases

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to the Statement of Comprehensive Income on a straight-line basis over the period of the lease.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing these financial statements the directors have made the following judgement and estimates:

- Going concern - The directors have assessed the Company's ability to continue as a going concern, considering current financial position and future cash flows. Further details are provided in the going concern note.
- Impairment indicators - The directors have considered whether there are indicators of impairment of the Company's assets, taking into account performance, market conditions, and future prospects.
- Fair value of investments - The Group's investments comprise unquoted equity instruments for which there is no active market or readily observable market price. Accordingly, the Directors have exercised significant judgement in determining fair value.

  The fair value of these investments has been determined using the lower end of the most recent transaction prices achieved through the Group's internal sales of similar shares. In applying this valuation methodology, the Directors have assumed that these recent transactions provide the best available indication of fair value at the reporting date.

  Given that the shares are unlisted and there is no active market for the investments, the fair value measurement is inherently subjective and may not represent the price that could be achieved in an arm's length transaction at the reporting date. Changes in market conditions, investor appetite, transaction volumes or other valuation assumptions could result in a materially different valuation. Therefore, the reported fair values are subject to a degree of estimation uncertainty.

4. REVENUE

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Fee Income	90,000	375,409
	90,000	375,409

Revenue in the current and prior year relates to consultancy services derived from UK: £Nil (2024: £Nil), EU: £Nil (2024: £1,000), Outside Europe £90,000 (2024: £374,409).

5. OPERATING LOSS

The operating result is stated after charging/(crediting):

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Auditors' remuneration		
Audit services	29,400	25,200

6. FINANCE COST

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Finance cost	10,778	43,855
	10,778	43,855

7. EMPLOYEES AND DIRECTORS

Staff costs, including directors' remuneration, were all included in the Company, therefore these figures also represent the Group's figure.

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Wages and salaries	66,256	138,000
Social security costs	2,070	15,028
	68,326	153,028

The average number of employees during the period was as follows:

	Year Ended 31.12.25	Period 1.8.23 to 31.12.24
Director	3	3

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Directors' remuneration	66,256	138,000
Social security costs	2,070	15,028
	68,326	153,028

The number of directors to whom retirement benefits are accruing is Nil (2024: Nil).

8. TAXATION

Analysis of tax expense

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Current tax:		
Tax	-	-
Deferred Tax	463,720	45,235
Total tax expense in statement of comprehensive income	463,720	45,235

The tax charged for the year is lower (2024: higher) than the charge resulting from the profit before tax at the standard rate of corporation tax in the UK of 25%. The differences are explained below:

Continued…

Tax reconciliation

	Year Ended 31.12.25 £	Period 1.8.23 to 31.12.24 £
Profit / (Loss) before tax	2,486,404	153,753
	2,486,404	153,753
Tax at 25%	621,600	38,438
Expenditure not deductible for tax purposes	950	639
Provision movement	(234,750)	(107,439)
Other Comprehensive Income	-	-
Carry forward losses	75,920	113,597
Current tax charge for the period	463,720	45,235

9. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment held as follows, are all held in the Company, **w**ith none being held by its subsidiaries and thus these figures also represent the Group's figures:

	Computer equipment £
COST	
At 1st January 2025	465
Additions	866
At 31st December 2025	1,331
DEPRECIATION	
At 1st January 2025	304
Charge for year	257
At 31st December 2025	561
NET BOOK VALUE	
At 31st December 2025	770
At 31st December 2024	161

10. INVESTMENT PROPERTY

Investment property held as follows, are held in the Company, with none being held by its subsidiaries and thus these figures also represent the Group figures:

	Investment Property £
COST	
At 1st January 2025	105,019
Additions	-
At 31st December 2025	105,019
Revaluation	
At 1st January 2025	14,942
Gain/ (loss) for the year	-
At 31st December 2025	14,942

Continued…

NET BOOK VALUE	
At 31st December 2025	119,961
At 31st December 2024	119,961

Market value of investment property at 31st December 2025 - £119,961 (2024: £119,961). The properties were professionally valued by a local agent who confirmed that there was no change in value.

11. INVESTMENTS

Company

	Shares in Group undertakings	Other Investments	Total
	£	£	£
COST			
At 1st January 2025	4,722	589,973	594,695
Addition		2,092,769	2,092,769
Disposal	-	(2,465,120)	(2,465,120)
At 31st December 2025	4,722	217,622	222,344
Revaluation			
At 1st January 2025	-	635,330	635,330
Gain/ (loss) for the year	-	2,339,499	2,339,499
At 31st December 2025	-	2,974,829	2,974,829
NET BOOK VALUE			
At 31st December 2025	4,722	3,192,451	3,197,173
At 31st December 2024	4,722	1,225,303	1,230,025

Other investments relate to investments in unlisted equity shares measured at fair value through profit or loss.

These investments are not quoted in an active market and therefore their fair value has been determined using appropriate valuation techniques in accordance with IFRS 13 'Fair Value Measurement'. The valuation techniques applied include consideration of:

- recent arm's length transactions in the equity of the investee;
- market-based approaches, including comparable company multiples; and
- where relevant, discounted cash flow models based on forecast performance.

The key inputs used in the valuation are not all observable in the market. Accordingly, these instruments are classified within "Level 3 of the fair value hierarchy". Changes in fair value are recognised within profit or loss in the period in which they arise. During the year, a total fair value gain of £2,339,499 (2024: £635,330) has been recognised in profit or loss in respect of these investments.

Given the nature of the investments and the inherent uncertainty in valuation, the fair values are subject to estimation uncertainty. Changes in key assumptions, including expected future cash flows, discount rates, and market multiples, could have a significant impact on the carrying value of these investments.

The Directors believe that the valuation techniques and assumptions applied are appropriate and that the carrying values at the reporting date are a reasonable estimate of fair value.

Details of the Group's subsidiaries at the end of the reporting period are as follows

Name of Subsidiary	Place of Incorporation	Portion of Ownership (%)	Aggregate Share capital and reserve (£)	Loss for the period (£)
EcoChain Ltd Canon's Court, 22 Victoria Street, Hamilton, HM12, Bermuda	Bermuda	98	45,873	2,162
EcoChain Prime IBC Ltd 306 Victoria House, Victoria, Mahe, Seychelles	Republic of Seychelles	100	15,224	6,563

Continued…

12. LOAN RECEIVABLES

	Group		Company	
	2025	2024	2025	2024
	£	£	£	£
Loan receivables	1,043,868	-	1,043,868	-
	1,043,868	-	1,043,868	-

This relates to facility agreement entered into with a third party during the year. The facility agreement is secured against their company shares and bears an annual interest at 8.65% and this is repayable by 2028. The Directors have assessed the recoverability of the balance and consider it to be fully recoverable based on underlying security and financial position of the counterparty. The loan is classified as a financial asset measured at amortised cost in accordance with IFRS 9.

13. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2025	2024	2025	2024
	£	£	£	£
Current:				
Trade debtors	-	-	-	-
Amounts owed by group undertakings	-	-	60,680	51,722
Other debtors	261,510	15,750	261,510	15,750
Directors' current accounts	38,031	26,801	38,031	26801
Prepayments and accrued income	-	-	-	-
	299,541	42,551	360,221	94,273

The total of trade receivables past due date but not impaired is £Nil (2024: £Nil).

14. CASH AND CASH EQUIVALENTS

	Group		Company	
	2025	2024	2025	2024
	£	£	£	£
Cash in hand	17	18	2	2
Bank accounts	167,126	38,092	167,126	38,092
	167,143	38,110	167,128	38,094

15. CALLED UP SHARE CAPITAL

Authorised			As at	As at
Number:	Class:	Nominal value:	31.12.25 £	31.12.24 £
1,000	Ordinary B shares	£1	1,000	1,000
50,000	Ordinary shares	£1	50,000	50,000
			51,000	51,000

Allotted, issued and fully paid:			As at	As at
Number:	Class:	Nominal value:	31.12.25 £	31.12.24 £
1,000	Ordinary B shares	£1	1,000	1,000
50,000	Ordinary shares	£1	50,000	50,000
170,000	Preference C shares	£1	170,000	170,000

<u>Ordinary shares</u>

Each share has full voting rights in the Company with respect to voting, dividends and distributions.

<u>Ordinary B shares</u>

No voting rights. Each share is entitled pari passu to dividend payments or any other distribution.

<u>Preference C shares</u>

The preference shares are classified as liabilities in the Statement of Financial Position.

No voting rights and no rights of redemption. The shares have attached to them rights to a preferential dividend at an annual rate of 5.1% of the issue price per preference share. The shares carry right to capital distributions in the same proportion as if they were distributed by way of a dividend.

16. RESERVES

Group

	Retained earnings £
At 1st January 2025	46,785
Profit for the year	2,022,684
At 31st December 2025	2,069,469

Company

	Retained earnings £
At 1st January 2025	103,844
Profit for the year	2,209,228
At 31st December 2025	2,133,072

17. TRADE AND OTHER PAYABLES

	Group		Company	
	2025 £	2024 £	2025 £	2024 £
Current:				
Trade creditors	201,395	199,662	200,997	199,264
Social security and other taxes	33,881	47,314	33,881	47,314
Other creditors	28,684	28,684	28,684	28,684
Accrued expenses	93,000	128,676	93,000	128,444
	356,960	404,336	356,562	403,706
Non-current:				
Cumulative preference shares of £1 each	170,179	170,179	170,179	170,179
	170,179	170,179	170,179	170,179
Aggregate amounts	527,139	574,515	526,741	573,885

18. LOAN AND BORROWINGS

	Group		Company	
	2025 £	2024 £	2025 £	2024 £
Current:				
Other loans	1,657,170	688,550	1,657,171	688,550
Non-current:				
Bank loans - 1-2 years	10,000	20,000	10,000	20,000

Other loans consist of a related party balance of £1,476 (2024: £138,447) which bears interest of 9.1% and this has now been fully paid. The security provided against this loan is the investment property Lagada, Kefalonia, Greece. Additionally, there is a promissory note against this loan pledged with a property Aetostassi, Kefalonia, Greece.

This also includes £1,655,424 (2024: £550,103) which represent deferred consideration payable to a seller in respect of the partial acquisition of unlisted equity shares classified under Other Investments. The liability is unsecured, non-interest bearing and is repayable on demand.

Bank loans relates to the loan from Coutts & Co under the government support Bounce Back Loan Scheme. This is 6-year repayment loan from 2021 with interest of 2.5%.

19. DEFERRED TAX

	Group		Company	
	2025	2024	2025	2024
	£	£	£	£
Deferred Tax	508,955	45,235	511,136	45,235
	508,955	45,235	511,136	45,235

Group

	Deferred tax £
At 1st January 2025	45,235
Charge to Income Statement during the year	463,720
At 31st December 2025	508,955

Company

	Deferred tax £
At 1st January 2025	45,235
Charge to Income Statement during the year	465,901
At 31st December 2025	511,136

Changes to income statement during the year relates to deferred tax on unrealised gains on investments.

20. RELATED PARTY TRANSACTIONS

At the period end there was a balance included within other debtors of £38,031 (2024: £26,801) owed by V Valasakis, a director and shareholder of the Company. There was a £28,699 (2024: £28,699) balance included within other creditors owed to V Popotas, a shareholder of the Company.

As at 31st December 2025 an amount of £1,476 (2024: £138,447) was due to Opavel SA, a company that is controlled by V Popotas. During the year interest of £1,476 (2024: £13,359) was charged on this loan. This was fully repaid post year end.

As at 31st December 2025 an amount of £207,196 (2024: £15,000) was due from Nordiq Energy Systems Inc, a company where T Holmes is a director. This loan is interest free and payable on demand.

Following payments are included in consultancy fee expenses which relates to consultancy services provided on an arm's length basis:

1. £74,784 (2024: Nil) was paid to Meon Trade and Invest Limited where V Valasakis, is a director and shareholder of the company.
2. £5,000 (2024: Nil) was paid to FELD Consulting Ltd where F Driscoll, is a director and shareholder of the company. Additionally, she also received shares of investment held by Botoptions (UK) Plc valued at £6,256.
3. £20,652 (2024: £8,700) was paid to T Holmes, a director of the Company.
4. £112,591 (2024: £Nil) was paid to V Popotas. a shareholder of the Company.

21. FINANCIAL INSTRUMENTS

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group is mainly exposed to credit risk from credit sales and loans to counter-parties. It is Group policy, to assess the credit risk of new parties before entering contracts.

Credit risk also arises from cash and cash equivalents and deposits with banks and financial institutions and loan receivables The Group reviews its cash holdings regularly to ensure that it is not over exposed. The Group has a long-term loan receivable from a third party under a facility agreement, which is contractually repayable by 2028. Credit risk in respect of this balance is managed through:

- Assessment of the counterparty's financial position at inception and on an ongoing basis
- Review of compliance with key terms of the facility agreement
- Monitoring of repayment capacity and expected cash flows

Continued…

The loan is measured at amortised cost and is subject to the IFRS 9 ECL model. Given the longer-term nature and concentration with a single counterparty, management considers this exposure to be a key area of credit risk. Where relevant, management assesses whether there has been a significant increase in credit risk (SICR) since initial recognition and whether a lifetime ECL provision is required.

Further disclosures regarding trade and other receivables, which are neither past due nor impaired, are provided in note 13.

Foreign exchange risk

Foreign exchange risk arises when the Group entities enter into transactions denominated in a currency other than their functional currency. The Group's policy is to manage foreign currency risk to minimise volatility in earnings and cash flows arising from exchange movements. Key elements of the policy include:

- Regular monitoring of foreign currency exposures by management
- Matching foreign currency inflows and outflows where possible (natural hedging)
- Periodic review of pricing strategies to reflect currency fluctuations
- Maintaining flexibility in settlement timing to mitigate adverse rate movements

The Group does not currently enter into derivative hedging instruments. However, given the increasing volume of foreign currency transactions, management keeps under review whether formal hedging strategies should be implemented.

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due to safeguard the Group's ability to continue as a going concern.

Capital risk

The Group monitors its level of capital which comprises all components of equity.
The Group's objective when maintaining capital is so that it can provide returns to shareholders and benefits for other stakeholders. In order to maintain the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Sensitivity analysis

Whilst the Group takes steps to minimise its foreign exchange risk as described above, changes in foreign exchange rates will have an impact on profit.

22. CONTROLLING PARTY

The Companies voting rights are within Vasileios Valasakis and Vasileios Popotas equally and they are deemed to be the Company's ultimate controlling parties.

23. POST BALANCE SHEET EVENT

The company has commenced the process of cancelling its Preference C Shares which are classified as liabilities in these financial statements. At the date of approval of these financial statements, the cancellation is in progress and subject to necessary legal and regulatory procedures. As this event relates to conditions that arose after the reporting period, it has been treated as a non-adjusting post balance sheet event in accordance with IAS 10 Events after the Reporting Period. Accordingly, no adjustment has been made to the carrying value of the related financial liabilities as at the reporting date.

Subsequent to the year end, the Company entered a new financing arrangement for EUR 1,580,000 to support investment and project-related activities. The facility carries interest at 3.5% per annum and is repayable in full by 14 May 2027. The loan also includes an obligation to deliver to the lender 1,580,000 fully paid treasury common shares in the same company as is included in BotOptions (UK) PLC's investment portfolio as disclosed in note 11. The bridge loan represents a significant financing transaction entered after the reporting date.

No further events that occurred after the year end that require disclosure or adjustment in the accounts.

V104B-Consolidated Accounts YE 31.12.2025 v Final

Final Audit Report 2026-06-30

Created:	2026-06-30
By:	Prajwal Bajracharya (prajwal@dua.co.uk)
Status:	Signed
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"V104B-Consolidated Accounts YE 31.12.2025 v Final" History

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