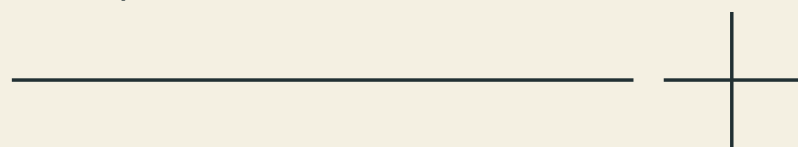




# Pembroke VCT plc

## Half-yearly report

for the six months ended  
30 September 2021



[PEMBROKEVCT.COM](http://PEMBROKEVCT.COM)



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# Investment Objective

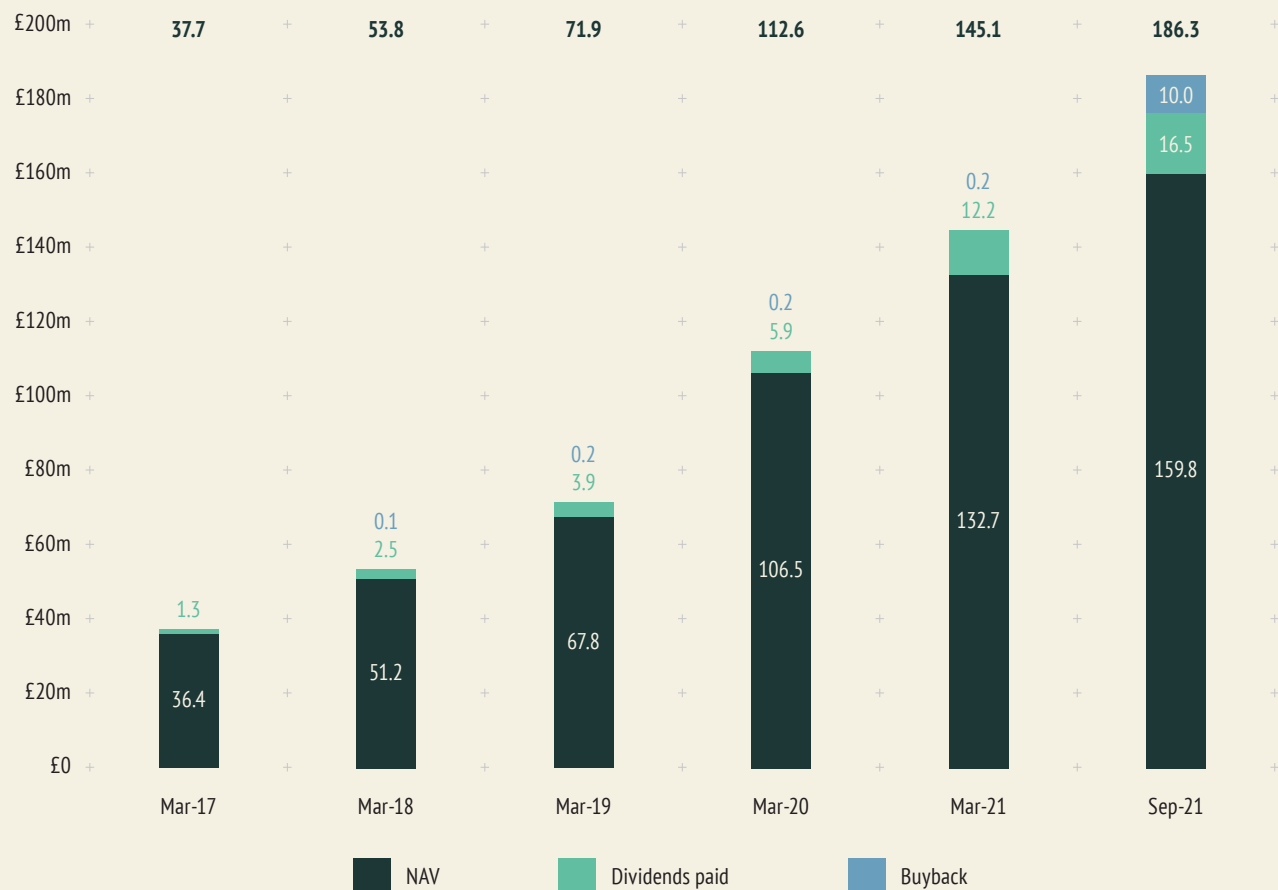
Pembroke VCT plc (the “Company”) is a generalist VCT focused on early-stage investments in founder-led businesses.

The Company invests in a diversified portfolio of small, principally unquoted companies, and selects those which Pembroke Investment Managers LLP (the “Investment Manager”) believes provide the opportunity for value appreciation.

The Board of Directors of the Company (the “Board”) believes that the Company can benefit from leveraging the previous sector experience of the Investment Manager and also that there are likely to be synergistic advantages from grouping similar businesses. Consequently, most investments fall within one of six sectors:

- Wellness
- Food, Beverage & Hospitality
- Education
- Design
- Media
- Digital Services

## Fund size



# Financial Summary

<b>Six months ended 30 September 2021 (unaudited)</b>	B Ordinary Shares (‘000)
Net assets	£159,787
Number of shares in issue	128,698
Net asset value per share (pence)	124.2
Total return per share (pence)	146.2
Investment income	£172
<b>Profit before tax</b>	
Revenue	(£873)
Capital	£16,838
<b>Total</b>	<b>£15,965</b>
<b>Return per share (pence)</b>	
Revenue	(0.7)
Capital	13.1
<b>Total</b>	<b>12.4</b>

<b>Year ended 31 March 2021 (audited)</b>	B Ordinary Shares (‘000)
Net assets	£132,666
Number of shares in issue	114,237
Net asset value per share (pence)	116.1
Total return per share	134.1
Investment income	£438
<b>Profit before tax</b>	
Revenue	(£928)
Capital	£14,937
<b>Total</b>	<b>£14,009</b>
<b>Return per share (pence)</b>	
Revenue	(0.9)
Capital	14.6
<b>Total</b>	<b>13.7</b>

<b>Six months ended 30 September 2020 (unaudited)</b>	B Ordinary Shares (‘000)
Net assets	£113,322
Number of shares in issue	100,186
Net asset value per share (pence)	113.1
Total return per share (pence)	124.1
Investment income	£789
<b>Profit before tax</b>	
Revenue	£269
Capital	£2,531
<b>Total</b>	<b>£2,800</b>
<b>Return per share (pence)</b>	
Revenue	0.3
Capital	2.5
<b>Total</b>	<b>2.8</b>

# Chair's Statement

## Overview

I am pleased to present the half year report for the six-month period ended 30 September 2021.

The Board continues to be impressed by the resilience and adaptability shown by the portfolio company founders and their teams since the onset of COVID-19 18 months ago. Whilst the social and business challenges of the pandemic continue, the gradual unwinding of government restrictions are having a positive impact across the Company's portfolio of businesses.

We were pleased that our last fundraise of £40 million was fully subscribed and we thank the shareholders for their continued support. In September 2021 the Board agreed to launch a new share offer to raise up to £60 million as the Investment Manager continues to see a strong pipeline of new opportunities, alongside opportunities to invest further into existing portfolio companies.

The Company has passed the £150m net asset hurdle having also returned £22.1 million to shareholders in the 12 months to September 2021; this includes £12.3 million of dividends (11 pence per share) and £9.8 million of share buybacks. The dividends represent a tax-free cash yield of 9.7% on the September 2020 NAV per share of 113.1 pence.

The Company's Total Return per share is 146.2 pence (NAV plus cumulative dividends paid) and has increased 12.1 pence per share, or 9.0%, in the six months to 30 September 2021.

## Investment Portfolio Overview

Pembroke VCT has £89.5 million invested in 42 companies which are currently valued at £140.0m. For further details please see the Investment Manager's Review and Investment Portfolio on pages 7 to 28.

## Results

The Company made a profit of £16.0 million in the six-month period to 30 September 2021.

The Plenish exit realised a £4.2 million profit and the net

investment revaluations amount to a further £14.1 million. These were offset by Company expenses of £0.7 million and Investment Manager fees of £1.8 million, including the first investment performance fee of £0.4m which has become payable following the profitable exit from Plenish.

The Net Asset Value at 30 September 2021 is £159.8 million, equivalent to 124.2 pence per share.

## Dividends and share buybacks

Since January 2021 the Company has paid two special dividends, each of 4 pence per share, following investment exits. The proceeds from the Pasta Evangelists and the Plenish exits have funded the 8 pence per share of special dividends and the 2020/2021 final dividend of 3 pence per share, which will be paid on 22 November 2021 and shall return £4.2 million to shareholders.

Having returned £22.1 million to shareholders since September 2021 and paying a further dividend in November 2021 the Company has decided not to proceed with a share buyback at this time. The Board will consider buying back shares again at the year end.

As interests in portfolio companies are sold the Company intends to continue paying special dividends and conducting share buybacks but always subject to the requirements and best interests of the Company, the rules and regulations to which it is subject and the Company having sufficient cash resources and distributable reserves.

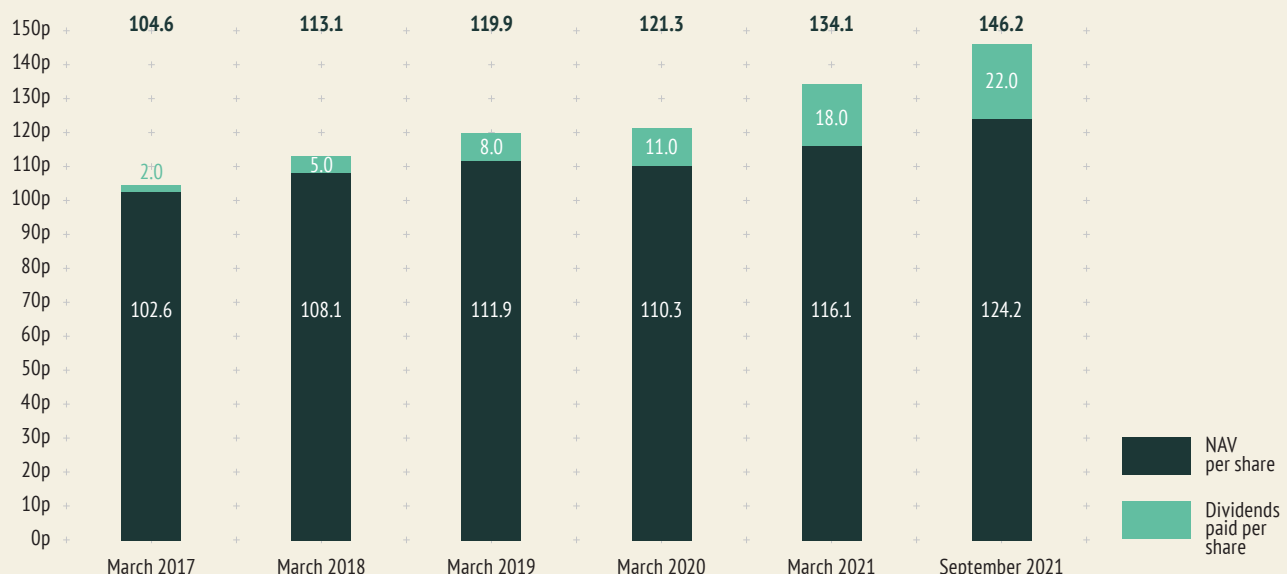
## Outlook

The Company's recent performance has been strong, and we recognise the efforts of the Investment Manager behind this. We shall continue to work with them to generate further shareholder returns as they develop the portfolio.

Jonathan Djanogly  
Chair

19 November 2021

## Total return per share



If you have any questions relating to your investment, please contact the Company Secretary on 0131 243 7210 or email [info@pembrokevct.com](mailto:info@pembrokevct.com). For further information refer to the Company's website [www.pembrokevct.com](http://www.pembrokevct.com).

# Investment Manager's Review

## for the six months ended 30 September 2021



### Overview

The Company has invested a total of £15.0 million this period from the B Ordinary Share class, making four new investments totalling £5.8 million, and 13 follow-on investments totalling £9.2 million through a combination of debt and equity.

At the end of the period the portfolio of the B Ordinary Share class comprised 42 investments with a cost of £89.5 million and a valuation of £140.0 million representing 36% increase.

### Investment portfolio review

The Company has made four new investments into new and innovative businesses: OnePlan (£1.8 million), COAT (£1.0 million), JustWears (£2.0 million) and Peckwater Brands (£1.0 million).

OnePlan aims to simplify and enhance event planning, allowing organisers to collaborate in real-time on a single platform. COAT aims to address the negative aspects associated with the paint industry and meet the needs of contemporary customers with a focus on quality, sustainability and customer experience. JustWears is a performance focussed men's basics clothing brand. Peckwater Brands creates data-driven, delivery-only, virtual food brands to increase revenue for existing restaurants.

Several further investments are in due diligence and we continue to see a strong pipeline of opportunities.

During the period, the Company also committed £9.2 million of further capital to 13 of its existing portfolio companies (Alexa Chung, Bella Freud, Floom, Hackney Gelato, Heist, Kinteract, PlayerLayer, Roto VR, Rubies in the Rubble, Sourced Market, Stitch & Story, Troubadour and United Fitness Brands) to support their continued growth plans.

### Investment performance

There have been several investment revaluations to the portfolio. During the period Floom received further funding at an increased valuation and we have increased our

valuation to reflect this. Heist and Roto VR's further funding were made at lower valuations.

The valuations of eight companies were increased during the period as a result of improved performance of the underlying businesses including Popsa, Five Guys, Thriava, ME+EM, and StillKing.

We have also reduced the valuations for six companies as their performance is behind where we would expect them to be; these include Alexa Chung, Boat, Kat Maconie, Kinteract, PlayerLayer and Second Home.

Recent investments have been held at cost as they have so far performed in line with our expectations. Please refer to the individual company profiles below for further details on performance.

### Valuation

Investments held by the Company have been valued in accordance with the International Private Equity and Venture Capital Valuation Guidelines (December 2018). Through these guidelines, investments are valued as defined at 'fair value'. Ordinarily, unquoted investments will be valued at cost for a limited period following the date of acquisition, being the most suitable approximation of fair value unless there is an impairment or significant increase in value during the period.

Portfolio valuations are prepared by the Investment Manager, reviewed and approved by the Board each quarter and subject to audit annually.

Details of the investments can be found on pages 10 to 28.

Andrew Wolfson  
 Chief Executive Officer  
 Pembroke Investment Managers LLP  
 19 November 2021



# Investment Portfolio

	As at 30 September 2021			As at 31 March 2021			As at 30 September 2020		
	Cost £'000	Valuation £'000	% of net assets	Cost £'000	Valuation £'000	% of net assets	Cost £'000	Valuation £'000	% of net assets
<b>Wellness</b>									
United Fitness Brands (previously Boom Cycle)	4,276	4,276	2.7	3,276	3,150	2.4	3,106	2,108	1.9
KX Gym	700	1,349	0.8	700	1,066	0.8	700	1,285	1.1
Beryl	553	1,889	1.2	553	1,771	1.3	553	1,771	1.6
KX Urban	1,034	790	0.5	1,034	790	0.6	1,034	790	0.7
LYMA Life	2,001	9,910	6.2	2,001	9,667	7.3	2,001	3,747	3.3
ThriVa	1,330	10,775	6.7	1,330	2,426	1.8	1,330	2,092	1.8
Eave	2,000	2,000	1.3	2,000	2,000	1.5	-	-	-
Credentially	1,000	1,000	0.6	1,000	1,000	0.8	-	-	-
	12,894	31,989	20.0	11,894	21,870	16.5	8,724	11,793	10.4
<b>Food, Beverage and Hospitality</b>									
Chilango	635	-	-	635	-	-	635	-	-
Five Guys UK	2,083	6,929	4.3	2,083	5,507	4.2	2,083	5,600	4.9
La Bottega	-	-	-	-	-	-	2,545	-	-
Chucs Bar & Grill	-	-	-	-	-	-	5,724	2,220	2.0
Chucs Restaurants	2,220	2,220	1.4	2,220	2,220	1.7	-	-	-
Second Home	1,485	123	0.1	1,485	392	0.2	1,485	845	0.7
Sourced Market	7,097	3,200	2.0	6,247	2,350	1.8	5,797	3,428	3.0
Secret Food Tours	1,000	1,000	0.6	1,000	500	0.4	1,000	500	0.4
Rubies in the Rubble	732	732	0.4	250	250	0.2	250	107	0.1
Hackney Gelato	2,700	2,800	1.8	1,600	1,699	1.3	1,000	1,000	0.9
Pasta Evangelists	-	-	-	-	-	-	2,000	2,613	2.3
Plenish	-	-	-	3,895	8,749	6.6	3,395	9,202	8.1
	17,952	17,004	10.6	19,415	21,667	16.4	25,914	25,515	22.4
<b>Education</b>									
N is for Nursery	3,200	5,220	3.3	3,200	5,220	3.9	3,200	5,220	4.6
Kinteract	2,435	1,802	1.1	1,975	2,062	1.6	1,250	1,743	1.5
Stitch & Story	3,500	6,014	3.8	2,000	4,514	3.4	2,000	3,175	2.8
Toucan	1,000	1,000	0.6	1,000	1,000	0.8	1,000	1,000	0.9
Smartify	1,000	1,000	0.6	1,000	1,000	0.8	-	-	-
	11,135	15,036	9.4	9,175	13,796	10.5	7,450	11,138	9.8
<b>Design</b>									
Kat Maconie	1,850	3,384	2.1	1,850	3,765	2.8	1,850	3,765	3.3
Troubadour Goods	2,040	2,964	1.9	1,740	2,664	2.0	1,490	1,872	1.7
Bella Freud	3,227	6,318	4.0	2,738	5,830	4.4	2,738	5,053	4.5
Chucs	-	-	-	-	-	-	1,195	-	-
ME+EM	955	13,104	8.2	955	6,757	5.1	890	5,880	5.2
Alexa Chung	4,123	250	0.2	3,733	3,131	2.4	3,733	1,636	1.4
Heist Studios	5,049	4,115	2.6	4,749	5,508	4.2	4,749	4,092	3.6
PlayerLayer	4,851	2,429	1.5	4,701	4,651	3.5	3,501	3,200	2.8
JustWears	2,000	2,000	1.3	-	-	-	-	-	-
	24,095	34,564	21.8	20,466	32,306	24.4	20,146	25,498	22.5
<b>Media</b>									
Boat International Media	3,250	6,890	4.3	3,250	6,950	5.2	3,250	5,567	4.9
Stillking Films	1,452	4,957	3.1	1,452	1,968	1.5	1,452	2,519	2.2
Popsa	4,400	13,311	8.3	4,400	9,063	6.8	4,400	8,523	7.5
Roto VR	1,750	1,547	1.0	1,500	1,500	1.0	1,000	1,071	0.9
	10,852	26,705	16.7	10,602	19,481	14.5	10,102	17,680	15.5
<b>Digital services</b>									
Rated People	641	993	0.6	641	993	0.7	641	1,266	1.1
Wishi Fashion	153	284	0.2	153	153	0.1	153	153	0.1
Unbolted	400	500	0.3	400	500	0.4	400	500	0.4
Stylindex	-	-	-	663	-	-	663	-	-
HotelMap	1,500	1,500	0.9	1,500	750	0.6	1,500	750	0.7
Floom	4,415	5,914	3.7	2,415	2,193	1.7	2,415	2,193	1.9
Dropless	1,750	1,750	1.1	1,750	1,750	1.3	-	-	-
OnePlan	1,750	1,750	1.1	-	-	-	-	-	-
Coat	1,000	1,000	0.6	-	-	-	-	-	-
PeckWater Brands	1,000	1,000	0.6	-	-	-	-	-	-
	12,609	14,691	9.1	7,522	6,339	4.8	5,772	4,862	4.2
Investments before interest	89,537	139,989	87.6	79,074	115,459	87.1	78,108	96,486	84.8
Interest rolled up in fixed income investments*	3,630	3,630	2.3	3,620	3,620	2.7	4,019	4,019	3.5
Total investments	93,167	143,619	89.9	82,694	119,079	89.8	82,127	100,505	88.3
Net current assets	16,513	16,513	10.3	13,836	13,836	10.4	12,817	12,817	11.7
Non-current liabilities	(345)	(345)	(0.2)	(249)	(249)	(0.2)	-	-	-
<b>Net assets</b>	<b>109,335</b>	<b>159,787</b>	<b>100.0</b>	<b>96,281</b>	<b>132,666</b>	<b>100.0</b>	<b>94,944</b>	<b>113,322</b>	<b>100.0</b>
Net assets per share (pence)		124.2			116.1			113.1	

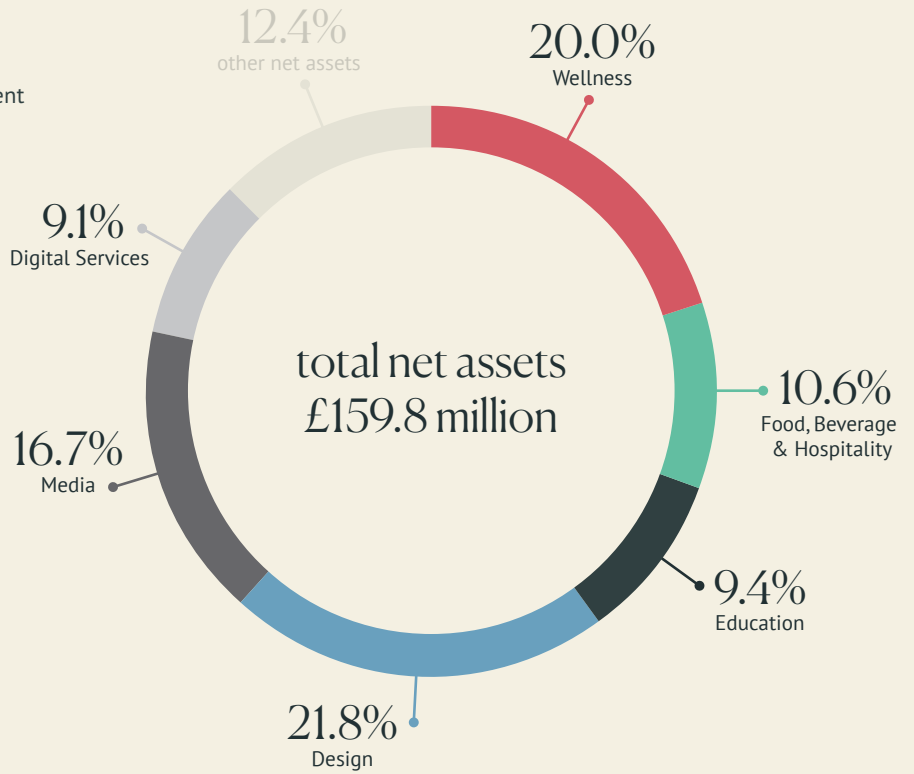
\*Added to Investments in the Financial Statements.



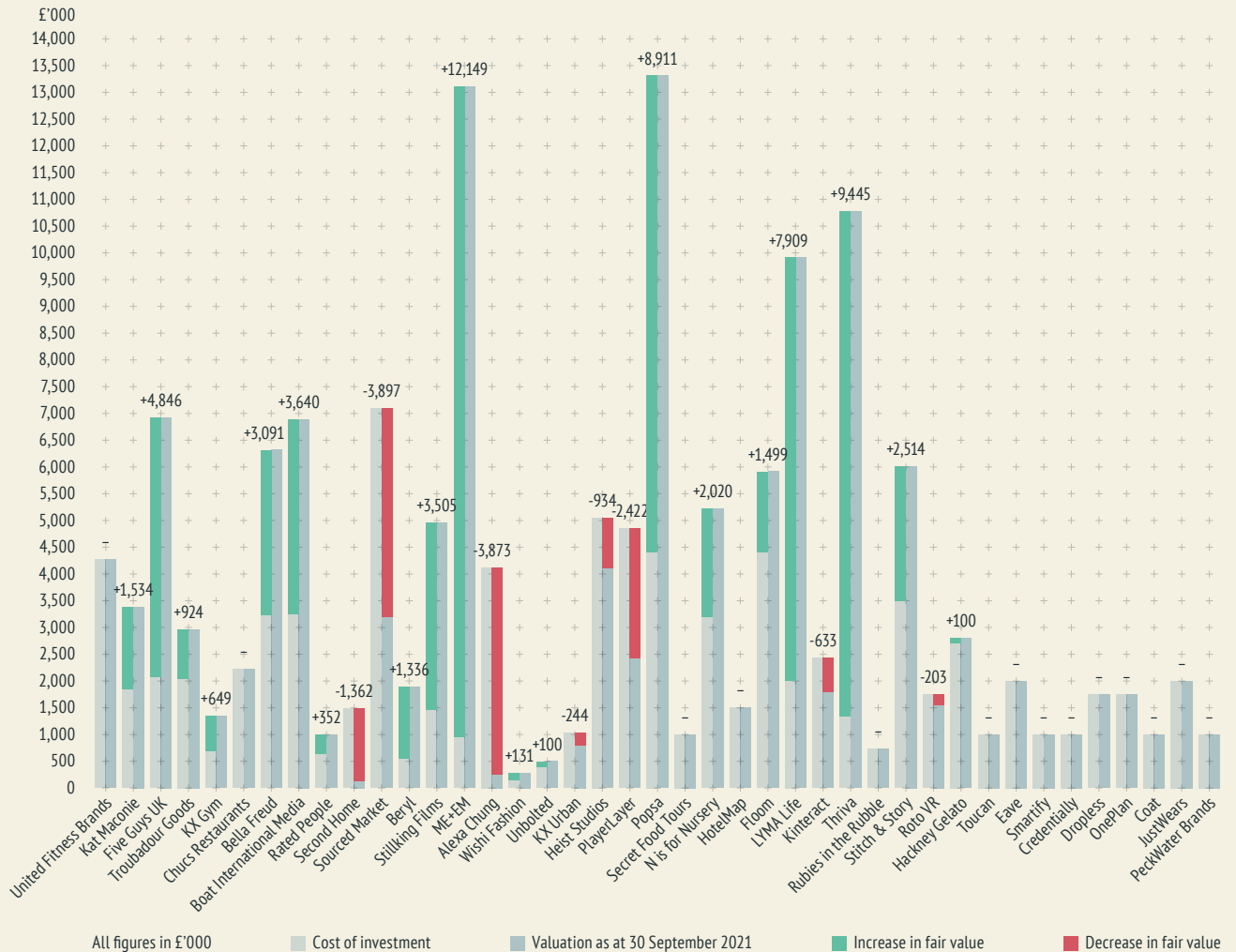
# Investment Portfolio continued

## Segment analysis

Segmental breakdown of the investment portfolio based on net assets at 30 September 2021.



## Portfolio performance



# + Wellness

Representing  
**20.0%**  
 of the net assets



## UNITED • FITNESS • BRANDS

*(formerly Boom Cycle)*

United Fitness Brands (UFB) exists to curate the best in class fitness verticals and support them through national and international growth. Formed through the merger of Boom Cycle, an indoor cycling concept which offers a fun, high-intensity cardiovascular workout, and KOBOX, a gym group focused on making boxing accessible to everyone, in early 2021. The group has progressed to acquire Barrecore that offers Barre classes from 13 locations across the UK.

Cost (£'000)	4,276
Valuation (£'000)	4,276
Interest rolled up in fixed income investment (£'000)	141
Basis of valuation	Market Value
Equity holding	27%
Investment in the period at cost (£'000)	1,000
Total income recognised in the period (£'000)	-





## KX

KX Gym, founded in 2002, is a private members' gym and spa, which includes a restaurant and clubroom, located in Chelsea, London. KX offers members an exclusive holistic approach to wellbeing, incorporating fitness, diet and relaxation.

Cost (£'000)	700
Valuation (£'000)	1,349
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	12%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



## beryl

Beryl is focused on changing the way cities move. The company offers both bike sharing schemes with over 4,000 bikes across the UK and their innovative laser light as seen on the London Santander Cycles hire bikes. Their bike hire is currently available in Bournemouth, Poole, Hereford, Norwich, Watford and the Isle of Wight. Beryl has been chosen by Transport for Greater Manchester to design, deliver and operate its cycle hire scheme.

Cost (£'000)	553
Valuation (£'000)	1,889
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	4%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-







## KXU

KX Urban (KX U) is a pay-as-you-go development of the established KX luxury gym brand. It offers a range of gym classes including Hiit & Run, Body Barre, yoga, boxing and spinning within a high-quality gym environment with a healthy food and beverage offering.

Cost (£'000)	1,034
Valuation (£'000)	790
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	10%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



## LYMA

LYMA is a luxury wellness brand. The company worked closely with the world's leading nutritional scientists, combining intensive R&D with the latest technological advances to produce a unique and high-quality, evidence-based nutritional supplement. It has recently launched a world-first medical-grade laser which can be used safely at home in conjunction with a newly formulated serum and mist.

Cost (£'000)	2,001
Valuation (£'000)	9,910
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	20%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



Thrive is a proactive healthcare service, which offers at-home blood tests for a range of health markers such as Vitamin B12, Vitamin D, liver function, omega and iron. Consumers receive the testing kit in the post with NHS-grade result. They also have a range of supplements they can recommend and offer to you based on your test results. The UK's Department of Health and Social Care has recently awarded Thrive a government contract to enable the delivery of at-home COVID-19 Antibody tests for the UK population.

Cost (£'000)	1,330
Valuation (£'000)	10,775
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	5%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-

## EAVE

Eave aims to help prevent avoidable deafness through the monitoring of, and protection against, damaging noise levels. Its first product is a pair of smart ear defenders designed for the construction industry. Unlike traditional passive hearing protection, these work as part of a complete solution to protect workers from hearing damage, as well as to detect and report noise levels. The company was founded in November 2015 and launched its first product in 2019.

Cost (£'000)	2,000
Valuation (£'000)	2,000
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	17%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



## credentially

Credentially is aiming to ease the administrative burden placed on both medical and clerical staff when applying for, and filling job vacancies in Health and Social Care. This application process is resource-intensive and can take up to six months. To reduce this burden, Credentially has developed software that automates the sign-up, verification, and ongoing compliance of employees in Health and Social Care. With the success in the UK market, they are now expanding into the US market.

Cost (£'000)	1,000
Valuation (£'000)	1,000
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	10%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-

# Food, Beverage + Hospitality

Representing  
**10.6%**  
of the net assets



## FIVE GUYS® UK

Five Guys was founded in 1986 in the US. The company serves a range of hand-made burgers made with locally sourced beef and cooked on a grill, along with fresh-cut fries, served with unlimited toppings. It now has over 110 outlets in the UK.

Cost (£'000)	2,083
Valuation (£'000)	6,929
Interest rolled up in fixed income investment (£'000)	1,515
Basis of valuation	Multiples
Equity holding	1%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-





Chucs Bar & Grill is a restaurant concept reflecting the style and branding of the Italian Riviera.

The first restaurant opened on Dover Street in Mayfair, London in 2014 and has since expanded to Westbourne Grove, Belgravia and St John's Wood. Chucs has added two new cafés in Kensington and Chelsea.

Cost (£'000)	2,220
Valuation (£'000)	2,220
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	25%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



Second Home offers flexible and modern office space for fast-growing technology firms and creative businesses. Combining architectural design with first class amenities, Second Home provides users with an impressive office environment in which to locate their business for the short, medium and long term. The company has sites in London, Lisbon and Los Angeles.

Cost (£'000)	1,485
Valuation (£'000)	123
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	3%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-





## SOURCED

### MARKET

Sourced Market is a retail, café and restaurant concept that offers a curated selection of locally sourced produce replicating the products and ambience found at a farmers' market. The company's flagship site is situated at St Pancras station in London. With the recent transition into a travel hub model, Sourced Market opened a new site at the motorway service station in Leeds Skelton in 2020 and a further site in Cobham opened in October 2021.

Cost (£'000)	7,097
Valuation (£'000)	3,200
Interest rolled up in fixed income investment (£'000)	9
Basis of valuation	Market Value
Equity holding	41%
Investment in the period at cost (£'000)	850
Total income recognised in the period (£'000)	9



## Secret Food Tours

Secret Food Tours is a rapidly growing food and beverage tour company that has developed a scalable and profitable approach to global expansion. Its flagship events, centre on high-end food tours, culinary events and nightlife tours. The company operates over 50 tours across 4 continents.

Cost (£'000)	1,000
Valuation (£'000)	1,000
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Market value
Equity holding	9%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-





## RUBIES IN THE RUBBLE

Rubies in the Rubble was founded in 2012 and produces sustainable condiments. Every Rubies product makes use of otherwise discarded ingredients: aesthetically rejected fruit and vegetables, or under-utilised by-products of food production. The business has focussed on the OOH (out of home) market, whilst also being stocked in leading supermarkets. Their range includes mayo, relishes and ketchup that contains 3x more fruit and 50% less sugar than that of their competitors.

Cost (£'000)	732
Valuation (£'000)	732
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	9%
Investment in the period at cost (£'000)	482
Total income recognised in the period (£'000)	-



Hackney Gelato was established in 2015 by two chefs, Sam and Enrico, who learnt the craft from the master gelatieri of Sicily. The brand has quickly become a leading supplier to high-end London restaurants, as well as retail customers through multiple channels including Ocado, Waitrose, Tesco, Whole Foods and independent retail outlets. Hackney Gelato has won 31 Great Taste awards in four years.

Cost (£'000)	2,700
Valuation (£'000)	2,800
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	35%
Investment in the period at cost (£'000)	1,100
Total income recognised in the period (£'000)	-

# + Education

Representing

# 9.4%

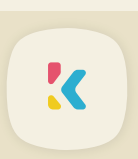
of the net assets



## n family club

N Nursery & Family Club is a 7-day-a-week neighbourhood club, which offers a nursery (N Nursery) during the week and a family club space (N Family Club) at weekends. N Nursery & Family Club is open 51 weeks per year, closing only between Christmas and New Year and, to provide parents with a flexible offering, the nursery is open from 7.00 am to 7.00 pm. The business has 14 live sites including its latest addition in Twickenham.

Cost (£'000)	3,200
Valuation (£'000)	5,220
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	12%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	12



## Kinteract

Kinteract is a digital education platform that enables collaboration between teachers, students and parents, and provides guidance to aid child development. It is aimed at those throughout the schooling and learning sector, both in the UK and internationally. Kinteract is delivered through a simple and elegant interface on desktop, tablet and mobile devices, and allows practitioners, parents and students to record events linked to their learning and development in a collaborative way.

Cost (£'000)	2,435
Valuation (£'000)	1,802
Interest rolled up in fixed income investment (£'000)	2
Basis of valuation	Most recent round
Equity holding	40%
Investment in the period at cost (£'000)	460
Total income recognised in the period (£'000)	2





## STITCH & STORY<sup>®</sup>

Stitch & Story is a modern craft brand selling all-in-one DIY kits, accompanied by bespoke online tutorials to teach viewers knitting and crafting techniques. Stitch & Story sells its products mainly in the UK, both online and through third party retailers such as John Lewis, Liberty and Fenwick, alongside over 100 boutique gift stores nationwide. On the back of the success of the Hello Kitty partnership, the business will be launching licensing products for Crayola and Disney in 2022.

Cost (£'000)	3,500
Valuation (£'000)	6,014
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	31%
Investment in the period at cost (£'000)	1,500
Total income recognised in the period (£'000)	-

## toucantech

ToucanTech is a software-as-a-service (SaaS) CRM and website-builder used by schools, charities and companies to run their communities. It allows organisations to manage marketing, fundraising, alumni communications and events in one easy-to-use, vertically integrated platform. ToucanTech has created a user-friendly, cost-effective community management software platform that encompasses a wide range of features.

Cost (£'000)	1,000
Valuation (£'000)	1,000
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	13%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



## SMARTIFY

Smartify is an award-winning digital platform used by some of the world's most popular art and cultural institutions to bring their content to life. Smartify gives its users access to audio tours, a 'Shazam for art' feature covering 2m+ artworks, and a suite of distance learning tools which have been produced in association with the world's leading cultural institutions. Smartify was launched in 2017 by Tate trustee Anna Lowe and digital entrepreneur Thanos Kokkiniotis. The company's app is the #1 UK museum app.

Cost (£'000)	1,000
Valuation (£'000)	1,000
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	20%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



# + Design

Representing  
**21.8%**  
of the net assets

## KAT MACONIE

Kat Maconie, founded in 2008, designs and manufactures distinctive ladies' boots and shoes which are sold online, in department stores and in boutiques globally. In Summer 2017 the company collaborated with a Korean cosmetic major, resulting in significant expansion in sales in the Asian market which led to the launch of the Kat Maconie make up range in 2019. The company opened its first retail concept store in Bermondsey in early 2019, for shopping and women's beauty treatments.

Cost (£'000)	1,850
Valuation (£'000)	3,384
Interest rolled up in fixed income investment (£'000)	273
Basis of valuation	Multiples
Equity holding	26%
Investment in the period at cost (£'000)	–
Total income recognised in the period (£'000)	51



## TROUBADOUR

Troubadour Goods is a London-based luxury men and women's accessories brand specialising in designing and creating superior handcrafted leather and textile goods, including an affordable range of products. Troubadour has recently opened its first London store at 65 Beak Street, with the entire collection on display.

Cost (£'000)	2,040
Valuation (£'000)	2,964
Interest rolled up in fixed income investment (£'000)	83
Basis of valuation	Most recent round
Equity holding	37%
Investment in the period at cost (£'000)	300
Total income recognised in the period (£'000)	27



## BELLA FREUD

Bella Freud is a fashion designer label producing a range of high-end men's and women's clothing and homeware, focusing on knitwear. The collections are available at her Flagship store on Chilton Street in London, online and through a range of luxury retail boutiques and department stores in the UK, and around the world.

Cost (£'000)	3,227
Valuation (£'000)	6,318
Interest rolled up in fixed income investment (£'000)	350
Basis of valuation	Most recent round
Equity holding	44%
Investment in the period at cost (£'000)	489
Total income recognised in the period (£'000)	24



## ME+EM

ME+EM, founded in 2008, is a contemporary womenswear brand launched by Clare Hornby. The brand targets women aged 30-55 who are busy and fashion conscious, offering a classic aesthetic embodying designer quality at an affordable price. The business designs and produces its collections primarily through catalogues and online, with seven London retail sites and Selfridges

Cost (£'000)	955
Valuation (£'000)	13,104
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	12%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-

## ALEXACHUNG

The iconic model and designer launched her own fashion label in May 2017. The label offers accessible luxury womenswear producing four in-season collections per year internationally, with stockists in over 15 countries. The company is currently working through a strategic business review.

Cost (£'000)	4,123
Valuation (£'000)	250
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Market value
Equity holding	24%
Investment in the period at cost (£'000)	390
Total income recognised in the period (£'000)	-



# heist

Established in 2015, Heist is a premium hosiery and shape wear manufacturer that seeks to redefine how these products can feel and wear using an innovative combination of technology from sports and space. The business has recently expanded its original range launching more products into their shape wear and underwear line as well as its first leggings in Q3.

Cost (£'000)	5,049
Valuation (£'000)	4,115
Interest rolled up in fixed income investment (£'000)	159
Basis of valuation	Most recent round
Equity holding	27%
Investment in the period at cost (£'000)	300
Total income recognised in the period (£'000)	-



## PL PLAYERLAYER

PlayerLayer designs and manufactures customised sports kits for universities, sports clubs and schools. Since it was founded in 2008, it has become a leader in the premium education market providing clothing for some of the top schools, universities and professional clubs.

Cost (£'000)	4,851
Valuation (£'000)	2,429
Interest rolled up in fixed income investment (£'000)	77
Basis of valuation	Multiples
Equity holding	25%
Investment in the period at cost (£'000)	150
Total income recognised in the period (£'000)	12



## Just Wears™

JustWears is a men's basics brand looking to disrupt a £31bn category that is dominated by stagnant legacy brands and unsustainable products. JustWears is currently selling its maiden product, men's underwear. The brand prides itself on the use of innovative materials, with a focus on ergonomic designs and comfort, made using sustainable, biodegradable, high-performance fabrics.

Cost (£'000)	2,000
Valuation (£'000)	2,000
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	16%
Investment in the period at cost (£'000)	2,000
Total income recognised in the period (£'000)	-

**NEW**



# +Media



Representing  
**16.7%**  
 of the net assets



## BOAT

Recognised as a significant worldwide media group serving the superyacht industry, Boat International Media provides information and data services across traditional print, digital media and high quality events. The company continues to innovate, and in 2019 launched Boat Pro, a superyacht database leveraging its large collection of information on superyachts and the industry.

Cost (£'000)	3,250
Valuation (£'000)	6,890
Interest rolled up in fixed income investment (£'000)	942
Basis of valuation	Multiples
Equity holding	22%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	6



## STILKING

Stilking Films is a prolific producer of commercials, TV series, feature films and music videos. The company has created commercials for almost all Dow Jones and FTSE advertisers. They have co-produced a number of successful feature films, including Spider-Man: Far From Home, The Falcon and the Winter Soldier, Quantum of Solace and created music videos for artists including Beyoncé, Kanye West, Blur, Madonna and One Direction.

Cost (£'000)	1,452
Valuation (£'000)	4,957
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	5%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-

## Popsa

Popsa is a photobook app that, through the use of proprietary machine learning algorithms, has reduced the time it takes for customers to produce photobooks from two hours to an average of just five minutes. Popsa operates in a £5 billion global industry that has been built on a clunky and frustrating process. By automating the selection of a customer's most relevant photos, Popsa's disruptive software removes this frustration.

Cost (£'000)	4,400
Valuation (£'000)	13,311
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	19%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



## roto<sup>®</sup>

Roto VR's flagship product is an interactive virtual reality (VR) chair. The chair synchs what users feel with what they see, by auto-rotating wherever the user looks. This phenomenon known as gravitational presence is achieved by incorporating accelerometers, gyroscopes and magnetometers inside the Roto Head tracker, a small device that clips on to the user's own VR headset.

Cost (£'000)	1,750
Valuation (£'000)	1,547
Interest rolled up in fixed income investment (£'000)	38
Basis of valuation	Most recent round
Equity holding	23%
Investment in the period at cost (£'000)	250
Total income recognised in the period (£'000)	25



# +Digital Services



Representing  
**9.1%**  
of the net assets



## rated people

Rated People, founded in 2005, is one of the UK's leading online marketplaces for homeowners to find tradesmen for home improvement work. Trust pilot review Rated People at "Excellent" with a rating of 4.5 out of 5.

Cost (£'000)	641
Valuation (£'000)	993
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Multiples
Equity holding	1%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-

## WISHI

Wishi is an innovative fashion technology business that brings together personal styling and online wardrobe management functionality to help fully exploit an individual's current wardrobe and provide new clothing suggestions personalised to their look. The business has recently launched its first white-label partnership with a major international online fashion retailer.

Cost (£'000)	153
Valuation (£'000)	284
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	1%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



## Unbolted

Unbolted provides a platform for peer-to-peer secured lending, offering short-term liquidity to individuals seeking bridging facilities, or advance sale loans for personal or small business use. In late 2019 the company launched their first mortgage product to complement the existing asset back lending product.

Cost (£'000)	400
Valuation (£'000)	500
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	6%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-



## HOTELMAP

HotelMap is a worldwide platform for managing hotel bookings exclusively for business events such as conferences, professional congresses, conventions and trade shows. The company seeks to exploit advantages associated with hotel booking for business events by creating a completely autonomous on-demand platform. HotelMap aims to become the dominant global brand in the sector, enabling the platform to aggregate buying power with hotel suppliers as a result of its ability to maneuver the world's largest audience of business event delegates to HotelMap's official hotels.

Cost (£'000)	1,500
Valuation (£'000)	1,500
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Market value
Equity holding	5%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-





# FLOOM

Founded in July 2015, Floom is a curated global marketplace platform for independent florists; its mission is to become the primary destination for customers looking to send flowers worldwide. It also encompasses FloomX which provides a complete back-office function for independent florists to make their work more streamlined, efficient and ultimately enjoyable. Floom is expanding its US operations by working with small independent florists.

Cost (£'000)	4,415
Valuation (£'000)	5,914
Interest rolled up in fixed income investment (£'000)	35
Basis of valuation	Most recent round
Equity holding	22%
Investment in the period at cost (£'000)	2,000
Total income recognised in the period (£'000)	-



## dropless

**NEW**

Its vision is to become the go-to destination for automobile care for both individual consumers and businesses across the UK at your home or workplace. The business has grown rapidly, expanding beyond London to Bristol and Manchester through its regional B2B customers. Using their eco-friendly, non-hazardous nano solutions, Dropless helps save over 150 litres of water on every wash. The company launched a scratch and dent repair service in November 2020 and has recently completed the development of Dropless Hydroloop, the world's first closed loop HGV and LCV wash system.

Cost (£'000)	1,750
Valuation (£'000)	1,750
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	16%
Investment in the period at cost (£'000)	-
Total income recognised in the period (£'000)	-

## OnePlan

OnePlan has built a collaborative, easy-to-use, real-time platform for event and venue planning. OnePlan combines the world's best selection of 2D, 3D, satellite and aerial maps into its platform to provide planners with a fully customisable solution to suit their event planning needs. The user-friendly design allows employees of all skill levels to use the platform without specialist training.

Cost (£'000)	1,750
Valuation (£'000)	1,750
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	14%
Investment in the period at cost (£'000)	1,750
Total income recognised in the period (£'000)	-

**NEW**



**NEW**

## COAT

Launched in September 2020, COAT Paints is a paint brand seeking to disrupt a market dominated by aging incumbents. COAT provides premium, environmentally friendly paint at a cost c. 20% lower than its direct competitors. Coat's entire range is water-based and solvent-free, low VOC (volatile organic compounds), 100% vegan and 100% animal cruelty free.

Cost (£'000)	1,000
Valuation (£'000)	1,000
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	22%
Investment in the period at cost (£'000)	1,000
Total income recognised in the period (£'000)	-



## peckwater BRANDS

Peckwater Brands develops virtual food brands for delivery-only restaurant franchises which are operated by existing restaurant owners allowing them to increase their revenue. Since its commercial launch in 2020, Peckwater has developed multiple brands, ranging from Korean fried chicken and wings, through to a plant-based hot dog brand in partnership with Unilever.

Cost (£'000)	1,000
Valuation (£'000)	1,000
Interest rolled up in fixed income investment (£'000)	-
Basis of valuation	Most recent round
Equity holding	9%
Investment in the period at cost (£'000)	1,000
Total income recognised in the period (£'000)	-

**NEW**

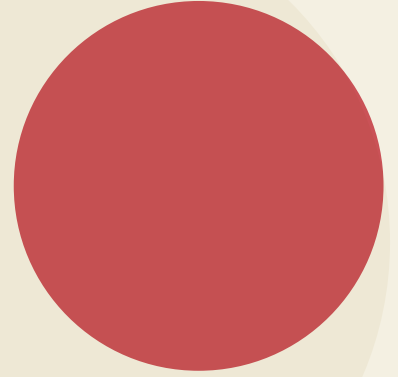




# + Principal Risks and Uncertainties

The principal risks facing the Company are Venture Capital Trust status risk and investment valuation and liquidity risk. The Company's assets consist of equity and fixed interest investments and cash. The main risks arising from the Company's financial instruments are credit risk, investment valuation risk, interest rate risk and liquidity risk. These risks, and the way in which they are managed, are described under the heading Risk Management within the Strategic report and in Note 21 to the Financial Statements for the year ended 31 March 2021.

The Company's principal risks and uncertainties have not materially changed since the date of that report.



# Statement of Directors' Responsibilities

## in respect of the Half-Yearly Report

We confirm that to the best of our knowledge:

- The condensed set of Financial Statements has been prepared in accordance with the FRS 104 'Interim Financial Reporting';
- The Chair's statement (constituting the interim management report) includes a fair review of the information required by DTR 4.2.7R of the "Disclosure Guidance and Transparency Rules", being an indication of important events that have occurred during the first six months of the financial year and their impact on the condensed set of Financial Statements;
- The "Statement of Principal Risks and Uncertainties" on page • is a fair review of the information required by DTR 4.2.7R, being a description of the principal risks and uncertainties for the remaining six months of the year; and
- The Financial Statements include a fair review of the information required by DTR 4.2.8R of the "Disclosure Guidance and Transparency Rules", being related party transactions that have taken place in the first six months of the current financial year and that have materially affected the financial position or performance of the entity during that period; and any changes in the related party transactions described in the Annual Report for the year ended 31 March 2021, that could do so.

For and on behalf of the Board

Jonathan Djanogly  
*Chair*

19 November 2021



# — + Financial Statements



# Income Statement

## for the six months ended 30 September 2021

	Note	Revenue £'000	Capital £'000	Total £'000
<b>For the six months ended 30 September 2021 (unaudited)</b>				
Realised/unrealised gains and losses on investments		-	18,290	18,290
Income		172	-	172
Investment Manager's fees		(358)	(1,075)	(1,433)
Performance incentive fee		-	(377)	(377)
Other expenses		(687)	-	(687)
Profit before tax		(873)	16,838	15,965
Tax		-	-	-
Profit attributable to equity shareholders		(873)	16,838	15,965
Return per share (pence)	3	(0.7)	13.1	12.4

	Note	Revenue £'000	Capital £'000	Total £'000
<b>For the year ended 31 March 2021 (audited)</b>				
Realised/unrealised gains and losses on investments		-	16,741	16,741
Income		983	-	983
Interest write offs		(545)	-	(545)
Investment Manager's fees		(576)	(1,729)	(2,305)
Other expenses		(790)	(75)	(865)
Loss before tax		(928)	14,937	14,009
Tax		-	-	-
Loss attributable to equity shareholders		(928)	14,937	14,009
Return per share (pence)	3	(0.9)	14.6	13.7

	Note	Revenue £'000	Capital £'000	Total £'000
<b>For the six months ended 30 September 2020 (unaudited)</b>				
Realised/unrealised gains and losses on investments		-	3,412	3,412
Income		766	23	789
Investment Manager's fees		(276)	(829)	(1,105)
Other expenses		(221)	(75)	(296)
Profit before tax		269	2,531	2,800
Tax		-	-	-
Profit attributable to equity shareholders		269	2,531	2,800
Return per share (pence)	3	0.3	2.5	2.8

The total column of this Income Statement represents the profit and loss account of the Company, prepared in accordance with Financial Reporting Standards ("FRS"). The supplementary revenue and capital return columns are prepared in accordance with the Statement of Recommended Practice for "Financial Statements of Investment Trust Companies and Venture Capital Trusts" October 2019. A separate Statement of comprehensive income has not been prepared as all comprehensive income is included in the Income Statement.

All revenue and capital items in the above statement derive from continuing operations of the Company.

The accompanying notes on pages 37 and 38 are an integral part of the Financial Statements.



# Condensed Balance Sheet

as at 30 September 2021

	30 September 2021 (unaudited) £'000	31 March 2021 (audited) £'000	30 September 2020 (unaudited) £'000
<b>Fixed assets</b>			
Investments	143,619	119,079	100,505
<b>Current assets</b>			
Debtors	1,792	1,661	1,678
Cash at bank and in hand	15,407	12,420	11,371
	17,199	14,081	13,049
Creditors: amounts falling due within one year	(686)	(245)	(232)
Net current assets	16,513	13,836	12,817
Creditors: amounts falling due after more than one year	(345)	(249)	-
Net assets	159,787	132,666	113,322
<b>Capital and reserves</b>			
Called up share capital	1,287	1,142	1,002
Share premium account	37,609	11,722	89,503
Capital redemption reserve	96	2	2
Special reserve	80,278	95,248	9,472
Capital reserves	41,578	24,740	12,334
Revenue reserve	(1,061)	(188)	1,009
Total shareholders' funds	159,787	132,666	113,322
Net asset value per share (pence)	124.2	116.1	113.1

The accompanying notes on pages 37 and 38 are an integral part of the Financial Statements.

# Statement of Changes in Equity

For the six months ended 30 September 2021

For the six months ended 30 September 2021	Non-distributable reserves					Distributable reserves			Total reserves £'000
	Called up share capital £'000	Share premium £'000	Capital redemption reserve £'000	Special reserve £'000	Capital reserve £'000	Special reserve £'000	Capital reserve £'000	Revenue reserve £'000	
Opening balance as at 1 April 2021	1,142	11,722	2	76,145	36,367	19,103	(11,627)	(188)	132,666
Total comprehensive income for the year	-	-	-	-	18,290	-	(1,452)	(873)	15,965
Contributions by and distributions to owners	-	-	-	-	-	-	-	-	-
Shares issued	239	26,975	-	-	-	-	-	-	27,214
Share issue expenses	-	(1,088)	-	-	-	-	-	-	(1,088)
Share buyback	(94)	-	94	-	-	(9,852)	-	-	(9,852)
Transfer of distributable reserves	-	-	-	(12,047)	-	12,047	-	-	-
Investment disposal	-	-	-	-	(4,221)	-	4,221	-	-
Dividends paid	-	-	-	-	-	(5,118)	-	-	(5,118)
Closing balance as at 30 September 2021	1,287	37,609	96	64,098	50,436	16,180	(8,858)	(1,061)	159,787

For the year ended 31 March 2021	Non-distributable reserves					Distributable reserves			Total reserves £'000
	Called up share capital £'000	Share premium £'000	Capital redemption reserve £'000	Special reserve £'000	Capital reserve £'000	Special reserve £'000	Capital reserve £'000	Revenue reserve £'000	
Opening balance as at 1 April 2020	958	85,486	2	-	14,629	9,472	(4,826)	740	106,461
Total comprehensive income for the year	-	-	-	-	16,740	-	(1,803)	(928)	14,009
Contributions by and distributions to owners	-	-	-	-	-	-	-	-	-
Shares issued	177	19,849	-	-	-	(915)	-	-	19,111
Share issue expenses	-	(605)	-	-	-	-	-	-	(605)
Share reorganisation	7	(7)	-	-	-	-	-	-	-
Share premium cancellation	-	(93,001)	-	76,145	-	16,856	-	-	-
Investment disposal	-	-	-	-	4,998	-	(4,998)	-	-
Dividends paid	-	-	-	-	-	(6,310)	-	-	(6,310)
Closing balance as at 31 March 2021	1,142	11,722	2	76,145	36,367	19,103	(11,627)	(188)	132,666

For the six months ended 30 September 2020	Non-distributable reserves					Distributable reserves			Total reserves £'000
	Called up share capital £'000	Share premium £'000	Capital redemption reserve £'000	Special reserve £'000	Capital reserve £'000	Special reserve £'000	Capital reserve £'000	Revenue reserve £'000	
Opening balance as at 1 April 2020	958	85,486	2	-	14,629	9,472	(4,826)	740	106,461
Total comprehensive income for the period	-	-	-	-	3,712	-	(1,181)	269	2,800
Contributions by and distributions to owners	-	-	-	-	-	-	-	-	-
Shares issued	37	4,196	-	-	-	-	-	-	4,233
Share reorganisation	7	(7)	-	-	-	-	-	-	-
Share issue expenses	-	(172)	-	-	-	-	-	-	(172)
Closing balance as at 30 September 2020	1,002	89,503	2	-	18,341	9,472	(6,007)	1,009	113,322

The accompanying notes on pages 37 and 38 are an integral part of the Financial Statements.

# Cash Flow Statement

for the six months ended 30 September 2021

	Six months ended 30 September 2021 (unaudited) £'000	Year ended 31 March 2021 (audited) £'000	Six months ended 30 September 2020 (unaudited) £'000
<b>Operating activities</b>			
Investment income received – qualifying	161	110	40
Deposit and similar interest received – non-qualifying	1	2	2
Investment Manager's fees paid	(1,586)	(2,291)	(1,025)
Cash paid to and on behalf of Directors	(57)	(45)	(14)
Tax	-	-	-
Other cash payments	(448)	(678)	(466)
Net cash outflow from operating activities	(1,929)	(2,902)	(1,463)
<b>Cash flow from investing activities</b>			
Purchase of investments	(13,420)	(14,632)	(6,492)
Disposal of investments	8,180	4,543	-
Long term loans made	(1,600)	(3,850)	(1,780)
Long term loans repaid	600	23	23
Net cash outflow from investing activities	(6,240)	(13,916)	(8,249)
Net cash outflow before financing	(8,169)	(16,818)	(9,712)
<b>Cash flow from financing activities</b>			
Net proceeds from share issues	26,126	20,040	4,660
Share buybacks paid	(9,852)	-	-
Equity dividend paid	(5,118)	(7,225)	-
Net cash inflow from financing	11,156	12,815	4,660
Increase/(decrease) in cash and cash equivalents	2,987	(4,003)	(5,052)
Cash and cash equivalents at the beginning of the period	12,420	16,423	16,423
Cash and cash equivalents at the end of the period	15,407	12,420	11,371

The accompanying notes on pages 37 and 38 are an integral part of the Financial Statements.



# + Notes to the Financial Statements



# + Notes to the Financial Statements

1. The half-yearly financial report covers the six months ended 30 September 2021. The Company applies FRS 102 and in accordance with the Statement of Recommended Practice issued by the Association of Investment Companies ("AIC") in October 2019 as adopted for its financial year ended 31 March 2021. The Financial Statements for this six-month period have been prepared in accordance with FRS 104 and on the basis of the same accounting policies as set out in the Company's Annual Report and Financial Statements for the year ended 31 March 2021.

The comparative figures for the financial year ended 31 March 2021 have been extracted from the latest published audited Annual Report and Financial Statements. Those accounts have been reported on by the Company's auditor and lodged with the Registrar of Companies. The report of the auditor was (i) unqualified, (ii) did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report, and (iii) did not contain a statement under section 498 (2) or (3) of the Companies Act 2006.

2. The Board of Directors is satisfied that the Company has adequate availability of funding in order to continue as a going concern. Therefore, the Company continues to adopt the going concern basis in preparing these Financial Statements.
3. Basic revenue return per share is based on the net revenue gain after tax attributable to B Ordinary shareholders for the period and the weighted average number of shares in issue during the period of 30 September 2021: 129,020,555 (31 March 2021: 132,666,020).
4. The net asset value per B Ordinary share at 30 September 2021 is based on net assets of £159,787,214 (31 March 2021: £132,666,020) and the number of shares in issue of 128,698,349 (31 March 2021: 114,237,168).
5. The Company has one reportable segment, being invested primarily in unquoted companies.
6. The Company is required to report the category of fair value measurements used in determining the value of its investments, to be disclosed by the source of inputs, using a three-level hierarchy:

#### Quoted market prices in active markets – "Level 1"

Inputs to Level 1 fair values are quoted prices in active markets for identical assets. An active market is one in which transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis. The Company has no investments classified in this category.

#### Valued using models with significant observable market parameters – "Level 2"

Inputs to Level 2 fair values are inputs other than quoted prices included within Level 1 that are observable for the asset, either directly or indirectly. The Company has no investments classified in this category.

#### Valued using models with significant unobservable market parameters – "Level 3"

Inputs to Level 3 fair values are unobservable inputs for the asset. Unobservable inputs may have been used to measure fair value to the extent that observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset at the measurement date (or market information for the inputs to any valuation models). As such, unobservable inputs reflect the assumptions the Company considers that market participants would use in pricing the asset. All the Company's investments are classified within this category.

## 7. Related party transactions

The Company retains Pembroke Investment Managers LLP ("PIM") as its Investment Manager and promoter for the 2021/22 share offer.

During the six months ended 30 September 2021, £1,433,408 (30 September 2020: £1,105,285) was payable to PIM for investment management services of which £108,618 (30 September 2020: £109,711 owed to) was due from PIM as at the period end. During the six months ended 30 September 2021, PIM acted as promoter for the 2021/22 offer. The related fees in the period amounted to £26,298 (30 September 2020: £nil) out of which PIM covers the costs of the offer.

PIM acted as promoter for the 2020/21 offer. The related fees in the period amounted to £616,782 (30 September 2020: £nil) out of which PIM covers the costs of the offer.

During the year, £377k was payable to PIM in respect of a performance incentive fee (Note 9).

The number of shares (all of which are held beneficially) by the Directors and certain members of the management team of the Investment Manager are:

		B Ordinary Shares
Jonathan Djanogly	Director	75,992
Laurence Blackall	Director	307,942
David Till	Director	329,334
Mark Stokes	Director	16,764
Louise Wolfson	Director	–

## Notes to the Financial Statements continued

- 8.** No asset or liability has been recognised for deferred tax in relation to capital gains or losses on revaluing investments as the Company is exempt from corporation tax in relation to capital gains or losses as a result of qualifying as a Venture Capital Trust. No deferred tax asset has been recognised on surplus expenses carried forward as it is not envisaged that any such tax will be recovered in the foreseeable future. The value of the unrecognised deferred tax is £1,586,642. This is calculated using a corporation tax rate of 19% which is the rate at which it is deemed that any losses would be utilised.
- 9.** Following the successful exits of Pasta Evangelists (January 2021) and Plenish (April 2021) the Company has approved, and provided for, its first investment performance fee of £377k; payable to the Investment Manager. This represents 20% of the shareholders' net realised investment returns of £1,883k. The next assessment date will be 31 March 2022 as part of the audited annual report and accounts.
- 10.** Copies of the Half-yearly report are being sent to all shareholders. Further copies are available free of charge from the Company's registered office.



# + Corporate Information

## Directors (all non-executive)

### Independent

Jonathan Djanogly (Chair)  
Laurence Blackall  
Louise Wolfson  
Mark Stokes

### Non-independent

David Till

## All of the registered office and principal place of business

3 Cadogan Gate  
London  
SW1X 0AS  
[www.pembrokevct.com](http://www.pembrokevct.com)

## Investment Manager

Pembroke Investment Managers LLP  
3 Cadogan Gate  
London  
SW1X 0AS

## Company Secretary

The City Partnership (UK) Limited  
The Mending Rooms  
Park Valley Mills  
Meltham Road  
Huddersfield  
HD4 7BH

## Independent Auditor

BDO LLP  
55 Baker Street  
London  
W1U 7EU

## Registrar

The City Partnership (UK) Limited  
The Mending Rooms  
Park Valley Mills  
Meltham Road  
Huddersfield  
HD4 7BH

## Bankers

Barclays Bank plc  
1st Floor  
99 Hatton Garden  
London  
EC1N 8DN

## VCT Status Adviser

Philip Hare & Associates LLP  
Hamilton House  
1 Temple Avenue  
London  
EC4Y 0HA

## Reporting calendar

for the year ending 31 March 2022

Results announced:

Interim – November 2021

Annual – June 2022





# Pembroke VCT plc

3 Cadogan Gate, London SW1X 0AS

Incorporated in England and Wales  
with registered number 08307631

