

The background of the entire page is a high-contrast, close-up photograph of a mechanical engine, likely a diesel engine, showing various components like pistons, valves, and connecting rods. The image is in shades of blue and grey, with some metallic highlights. A large, semi-transparent blue 'V' shape is overlaid on the right side of the image, extending from the top right towards the bottom right. The word 'MAVEN' is written in a bold, white, sans-serif font in the top left corner.

MAVEN

---

# MAVEN INCOME AND GROWTH VCT 4 PLC

Annual Report for the  
year ended 31 December 2020

---

# CORPORATE SUMMARY

## The Company

Maven Income and Growth VCT 4 PLC (the Company) is a public limited company limited by shares. It was incorporated in Scotland on 26 August 2004 with company registration number SC272568. Its registered office is at Kintyre House, 205 West George Street, Glasgow G2 2LW.

The Company is a venture capital trust (VCT) and its shares are listed on the premium segment of the Official List and traded on the main market of the London Stock Exchange.

## Management

The Company is a small registered, internally managed alternative investment fund under the Alternative Investment Fund Managers Directive (AIFMD).

## Investment Objective

The Company aims to achieve long-term capital appreciation and generate income for Shareholders.

## Continuation Date

The Articles of Association (Articles) require the Directors to put a proposal for the continuation of the Company, in its then form, to Shareholders at the Company's Annual General Meeting (AGM) to be held in 2026 or, if later, at the AGM following the fifth anniversary of the latest allotment of new shares.

## Share Dealing

Shares in the Company can be purchased and sold in the market through a stockbroker. For qualifying investors buying shares on the open market:

- dividends are free of income tax;
- no capital gains tax is payable on a disposal of shares;
- there is no minimum holding period;
- the value of shares, and income from them, can fall as well as rise;
- tax regulations and rates of tax may be subject to change;
- VCTs tend to be invested in smaller, unlisted companies with a higher risk profile; and
- the market for VCT shares can be illiquid.

The Stockbroker to the Company is Shore Capital Stockbrokers Limited (020 7647 8132).



## Recommendation of Non-mainstream Investment Products

The Company currently conducts its affairs so that the shares issued by it can be recommended by financial advisers to ordinary retail investors in accordance with the rules of the Financial Conduct Authority (FCA) in relation to non-mainstream investment products, and intends to continue to do so for the foreseeable future. The Company's shares are excluded from the FCA's restrictions that apply to non-mainstream investment products because they are shares in a VCT and the returns to investors are predominantly based on investments in private companies or publicly quoted securities.

## Unsolicited Offers for Shares (Boiler Room Scams)

Shareholders in a number of UK registered companies have received unsolicited calls from organisations, usually based overseas or using false UK addresses or phone lines routed abroad, offering to buy shares at prices much higher than their current market values or to sell non-tradeable, overpriced, high-risk or even non-existent securities. Whilst the callers may sound credible and professional, Shareholders should be aware that their intentions are often fraudulent and high-pressure sales techniques may be applied, often involving a request for an indemnity or a payment to be provided in advance.

If you receive such a call, you should exercise caution and, based on advice from the FCA, the following precautions are suggested:

- obtain the name of the individual or organisation calling;
- check the FCA register to confirm if the caller is authorised;
- call back using the details on the FCA register to verify the caller's identity;
- discontinue the call if you are in any doubt about the intentions of the caller, or if calls persist; and
- report any individual or organisation that makes unsolicited calls with an offer to buy or sell shares to the FCA and the City of London Police.

## Useful Contact Details:

Action Fraud

Telephone: 0300 123 2040

Website: [www.actionfraud.police.uk](http://www.actionfraud.police.uk)

FCA

Telephone: 0800 111 6768 (freephone)

E-mail: [consumer.queries@fca.org.uk](mailto:consumer.queries@fca.org.uk)

Website: [www.fca.org.uk/scamsmart](http://www.fca.org.uk/scamsmart)

# CONTENTS

## Strategic Report

---

Financial Highlights	4
Your Board	7
Chairman's Statement	9
Business Report	14
Analysis of Unlisted and Quoted Portfolio	20
Investment Manager's Review	22
Largest Investments by Valuation	35
Investment Portfolio Summary	41

## Governance Report

---

Directors' Report	45
Directors' Remuneration Report	51
Statement of Corporate Governance	55
Statement of Directors' Responsibilities	60
Report of the Audit and Risk Committees	61
Independent Auditor's Report to the Members of Maven Income and Growth VCT 4 PLC	65

## Financial Statements

---

Income Statement	73
Statement of Changes in Equity	74
Balance Sheet	75
Cash Flow Statement	76
Notes to the Financial Statements	77

## Annual General Meeting and Additional Information

---

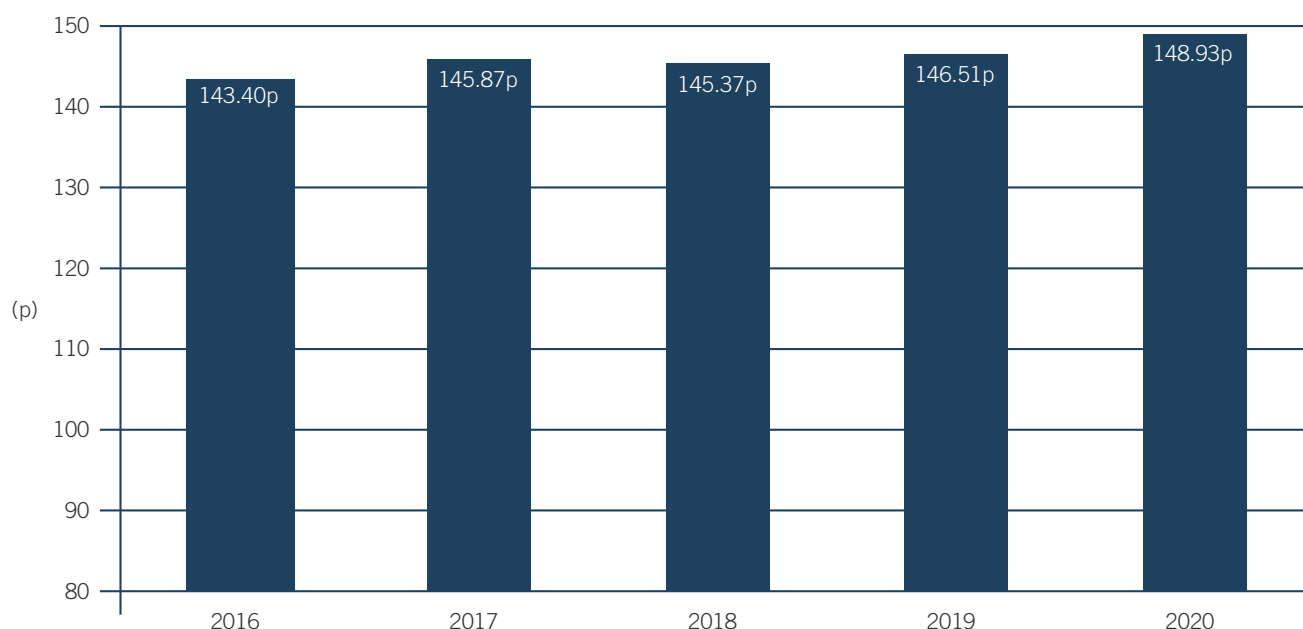
Notice of Annual General Meeting	90
Explanatory Notes to the Notice of Annual General Meeting	96
Glossary	98

# FINANCIAL HIGHLIGHTS

As at 31 December 2020

<b>Net asset value (NAV)</b>	<b>NAV</b> per Ordinary Share	<b>NAV total return<sup>1*</sup></b> per Ordinary Share
£78.77m	70.33p	148.93p
<b>Proposed final dividend</b> per Ordinary Share	<b>Dividends paid to date*</b> per Ordinary Share	<b>Annual yield<sup>2*</sup></b>
2.00p	78.60p	4.76%

## NAV Total Return Performance



The above chart shows the NAV total return per Ordinary Share as at the end of December in each year. Dividends that have been declared but not yet paid are included in the NAV at the balance sheet date. The policy for valuing investments is disclosed in Note 1 to the Financial Statements.

## Financial History

	31 December 2020	31 December 2019	31 December 2018
NAV	£78,774,000	£73,123,000	£54,954,000
NAV per Ordinary Share	70.33p	70.91p	71.77p
Dividends paid or proposed per Ordinary Share for year	3.00p	4.00p	13.70p
Dividends paid per Ordinary Share to date*	78.60p	75.60p	73.60p
<b>NAV total return per Ordinary Share<sup>1*</sup></b>	<b>148.93p</b>	<b>146.51p</b>	<b>145.37p</b>
Share price <sup>3</sup>	63.00p	66.00p	65.50p
Discount to NAV*	10.42%	6.92%	8.74%
Annual yield <sup>2*</sup>	4.76%	6.06%	20.92%
Ordinary Shares in issue	112,005,928	103,113,920	76,570,595

<sup>1</sup> Sum of current NAV per Ordinary Share and dividends paid per Ordinary Share to date (excluding initial tax relief).

<sup>2</sup> Based on dividends paid or proposed for the year and the closing mid-market share price at the year end.

<sup>3</sup> Closing mid-market price at the year end (Source: IRESS).

\*Definitions of these Alternative Performance Measures (APMs) can be found in the Glossary on page 98 of this Annual Report. The principal Key Performance Indicators (KPIs) can be found in the Business Report on page 17.

## Dividends

Year ended 31 December	Payment date	Interim/final	Payment (p)	Annual payment (p)
2006-2015			42.20	
2016	30 September 2016	Interim	2.20	
	26 May 2017	Final	3.05	5.25
2017	14 July 2017	First interim	3.36	
	15 September 2017	Second interim	3.70	
	30 November 2017	Third interim	5.39	12.45
2018	13 April 2018	First interim	8.90	
	22 June 2018	Second interim	4.80	13.70
2019	4 October 2019	Interim	2.00	
	22 May 2020	Final	2.00	4.00
2020	2 October 2020	Interim	1.00	
<b>Total dividends paid since inception</b>			<b>78.60</b>	
2020	21 May 2021	Proposed final	2.00	3.00
<b>Total dividends paid or proposed since inception</b>			<b>80.60</b>	

On 25 March 2013, S Shares were re-designated as Ordinary Shares with 804,028 bonus Ordinary Shares being issued. As a result, previous holders of S Shares held 1.1528 Ordinary Shares for every S Share held on the relevant record date, rounded down to the nearest whole share.

On 30 September 2014, C Ordinary Shares were consolidated into Ordinary Shares. As a result, 3,863,876 C Ordinary Shares were re-designated as 3,077,827 Ordinary Shares, based on a conversion ratio of 0.7968 Ordinary Shares per C Ordinary Share, rounded down to the nearest whole share.

On 15 November 2018, the Company merged with Maven Income and Growth VCT 2 PLC (Maven VCT 2). As a result, previous holders of Maven VCT 2 shares were issued new Ordinary Shares in the Company at a ratio of 0.4851 per Maven VCT 2 ordinary shares held, rounded down to the nearest whole share.

On 18 December 2019, the Company merged with Maven Income and Growth VCT 6 PLC (Maven VCT 6). As a result, previous holders of Maven VCT 6 shares were issued new Ordinary Shares in the Company at a ratio of 0.687632 per Maven VCT 6 ordinary share held, rounded down to the nearest whole share.



## Summary of Investment Changes

For the year ended 31 December 2020

	Valuation 31 December 2019		Net investment/ (disinvestment)	Appreciation/ (depreciation)	Valuation 31 December 2020	
	£'000	%	£'000	£'000	£'000	%
<b>Unlisted investments</b>						
Equities	29,090	39.8	4,424	714	34,228	43.4
Loan stock	15,726	21.5	556	(1,105)	15,177	19.3
	<b>44,816</b>	<b>61.3</b>	<b>4,980</b>	<b>(391)</b>	<b>49,405</b>	<b>62.7</b>
<b>AIM/AQSE investments*</b>						
Equities	4,937	6.7	682	4,899	10,518	13.3
<b>Listed investments</b>						
Investment trusts	4,435	6.1	(162)	(45)	4,228	5.4
<b>Total investments</b>	<b>54,188</b>	<b>74.1</b>	<b>5,500</b>	<b>4,463</b>	<b>64,151</b>	<b>81.4</b>
Other net assets	18,935	25.9	(4,312)	-	14,623	18.6
<b>Net assets</b>	<b>73,123</b>	<b>100.0</b>	<b>1,188</b>	<b>4,463</b>	<b>78,774</b>	<b>100.0</b>

\*Shares traded on the Alternative Investment Market (AIM) or the Aquis Stock Exchange (AQSE).

## YOUR BOARD

The Board of Directors is responsible for setting and monitoring the Company's strategy, supervising the management of Maven Income and Growth VCT 4 PLC and looking after the interests of its Shareholders. The Board consists of five non-executive Directors, the majority of whom are independent of the Manager. The biographies set out below indicate the Directors' range of investment, commercial and professional experience. Further details are also provided in the Directors' Report and in the Statement of Corporate Governance of this Annual Report.



**Peter Linthwaite**  
Chairman and Independent  
Non-executive Director

**Relevant experience and other directorships:** Peter was formerly a director of Maven Income and Growth VCT 2 PLC and oversees the portfolio of private equity fund investments of The Royal London Mutual Insurance Society Limited. He has over 25 years of private equity experience and was chief executive of the British Private Equity and Venture Capital Association (BVCA) from 2005 to 2007.

**Length of service:** He was appointed as a Director on 15 November 2018 and as Chairman on 15 May 2019.

**Last re-elected to the Board:** 21 May 2020

**Committee membership:** Audit, Management Engagement (Chairman), Nomination (Chairman) and Risk.

**Employment by the Manager:** None

**Shared directorships with other Directors:** None

**Shareholding in Company:** 9,507 Ordinary Shares



**Malcolm Graham-Wood**  
Independent  
Non-executive Director

**Relevant experience and other directorships:** Malcolm began his career with Wood Mackenzie in 1979 as a financial analyst and then spent twelve years at James Capel, after which he became head of equities at Williams de Broe. He is a founding partner of HydroCarbon Capital, which provides independent advisory services to the oil & gas sector.

**Length of service:** He was appointed as a Director on 1 September 2004.

**Last re-elected to the Board:** 21 May 2020

**Committee membership:** Audit, Management Engagement, Nomination and Risk (Chairman).

**Employment by the Manager:** None

**Shared directorships with other Directors:** None

**Shareholding in Company:** 72,931 Ordinary Shares



**Fraser Gray**  
Independent  
Non-executive Director

**Relevant experience and other directorships:** Fraser was a director of Maven Income and Growth VCT 6 PLC from 1 July 2016 until the completion of its merger with the Company. He sits on a number of advisory boards, supporting smaller companies on growth and strategic matters. He was previously a managing director in AlixPartners' turnaround and restructuring practice, where he led the provision of restructuring and liquidity improvement solutions to clients across a wide variety of industry sectors. Fraser is a chartered accountant and was formerly a licensed insolvency practitioner and accredited mediator. He is a non-executive director on the boards of Denholm Oilfield Services Limited and Richard Irvin FM Limited.

**Length of service:** He was appointed as a Director on 18 December 2019.

**Elected to the Board:** 21 May 2020

**Committee membership:** Audit, Management Engagement, Nomination and Risk.

**Employment by the Manager:** None

**Shared directorships with other Directors:** None

**Shareholding in Company:** 39,624 Ordinary Shares

---



**Bill Nixon**  
Independent  
Non-executive Director

**Relevant experience and other directorships:** Bill is managing partner of Maven Capital Partners UK LLP (Maven) and has 40 years' experience in banking and private equity. He is a Fellow of the Chartered Institute of Bankers in Scotland and obtained an MBA from Strathclyde University in 1996. In the 1990s, Bill was head of the private equity business at Clydesdale Bank plc, then a subsidiary of National Australia Bank, before joining Aberdeen Asset Management plc (Aberdeen) in 1999. In 2004, he was appointed as principal fund manager to all Aberdeen managed VCTs. In 2009, Bill and his senior colleagues led a management buy-out from Aberdeen to form Maven. He is also a director of Maven Income and Growth VCT 3 PLC and was formerly a director of Maven Income and Growth VCT 2 PLC and Maven Income and Growth VCT 6 PLC.

**Length of service:** An Alternate Director since 1 November 2005, he was appointed as a Director on 6 August 2008.

**Last re-elected to the Board:** 21 May 2020

**Committee membership:** Nomination and Risk.

**Employment by the Manager:** Since 2009; with Aberdeen 1999-2009.

**Shared directorships with other Directors:** None

**Shareholding in Company:** 990,804 Ordinary Shares

---



**Steven Scott**  
Independent  
Non-executive Director

**Relevant experience and other directorships:** Steven is a qualified chartered accountant. He worked in the Bank of Scotland Structured Finance Group before becoming a director of Royal Bank Development Capital, the private equity division of The Royal Bank of Scotland plc. In 1999, he founded Penta Capital LLP, an independent UK private equity manager that specialises in buy & build investments in the UK and has over £300 million under management.

**Length of service:** He was appointed as a Director on 1 September 2004.

**Last re-elected to the Board:** 21 May 2020

**Committee membership:** Audit (Chairman), Management Engagement, Nomination and Risk.

**Employment by the Manager:** None

**Shared directorships with other Directors:** None

**Shareholding in Company:** 202,838 Ordinary Shares



# CHAIRMAN'S STATEMENT

## HIGHLIGHTS

NAV total return at the year end of 148.93p per share (2019: 146.51p)

NAV at the year end of 70.33p per share (2019: 70.91p), after total dividend payments of 3.00p per share during the year

Final dividend of 2.00p per share proposed

Offer for Subscription fully subscribed, raising £7.5 million

Deployment of £12.39 million during the year, including new investments in 25 private and AIM quoted companies

Three profitable private company realisations completed during the year and a total of £2.29 million realised through AIM disposals

The financial year to 31 December 2020 has been a very challenging period, during which the COVID-19 pandemic and the protective measures that were subsequently introduced, have had a significant impact on the economy, whilst also affecting the personal and working lives of most people. This global health crisis has had a wide reaching impact across our society and the thoughts of the Directors are with all of those who have been affected.

Against this economic backdrop, it is encouraging to report on the positive progress that has been achieved by your Company, with NAV total return at the year end increasing to 148.93p per share. This growth reflects the strength and resilience of the underlying portfolio, and the ability of investee companies to adapt to the evolving market conditions. The AIM quoted portfolio made a strong contribution to the overall performance with most investee companies reporting positive trading updates, which resulted in share price appreciation. Consistent with your Company's growth strategy, further progress was also made in the expansion and diversification of the portfolio, with the addition of 25 new private and AIM quoted company holdings, alongside the provision of follow-on funding to support the continuing growth of certain assets. During the year, three profitable private company realisations completed, including the exit from Symphonic Software, which achieved a 2.92 times total return and is the first material realisation from the early stage portfolio. The Directors recognise the importance of distributions to Shareholders and are proposing a final dividend of 2.00p per share.

Over the past three years, your Company has substantially increased in size and scale, following the completion of two mergers and two successful fundraisings, with net assets increasing from £31.87 million in 2017 to £78.77 million at the end of the financial year. The core objective continues to be the expansion and diversification of the portfolio through the addition of carefully selected private company and AIM quoted holdings to support the long term growth in Shareholder value. Despite the challenges presented by COVID-19 and the requirement to temporarily focus attention on value preservation and supporting the needs of existing portfolio companies, the Directors are pleased to report that good progress has been made in line with this objective, with the deployment of £12.39 million across a range of private and AIM quoted companies with strong growth characteristics.

In March 2020, ahead of the first nationwide lockdown, the Manager successfully migrated its regional offices and administration hub to a remote working model, to comply with Government and local guidelines. Throughout the period and to date, your Company has maintained full operational capability, and the Directors are reassured that the Manager, and all third-party service providers, are capable of continuing to service your Company either remotely or from COVID-secure office environments for as long as is necessary.

The Manager was swift to respond to the potential economic impact of the pandemic and on 20 March 2020 completed a comprehensive appraisal of the portfolio to identify the likely impact on each company. Following this review, the Board approved a small number of specific provisions against the holdings in private companies with exposure to consumer facing sectors, which were most immediately impacted. The AIM quoted and listed holdings were also valued at their market prices. This review resulted in a 9% reduction in NAV per share from 70.91p at 31 December 2019 to 64.51p as at 20 March 2020, which was announced on 26 March 2020. The Directors are pleased to note that there has been a subsequent recovery in NAV per share to 70.33p at the year end, which is stated after the payment during the year of the 2019 final and 2020 interim dividends, totalling 3.00p per share. This improvement demonstrates the strength and quality of the underlying portfolio, which has diversified exposure to a range of defensive sectors such as software, funeral services, healthcare, data analytics and training, where the impact of the pandemic has been less severe. A number of these companies have continued to generate meaningful growth during the year, which has resulted in uplifts to valuations in line with the progress achieved. The recovery in NAV was also supported by a positive performance from the AIM quoted holdings, which have been gradually increased over recent years and now accounts for 13% of net assets, where several holdings, notably those with exposure to the healthcare and life sciences sectors, have experienced share price appreciation following positive trading updates.

Throughout the pandemic, the Directors have maintained close communication with the Manager, receiving regular updates on the performance of investee assets. The Board has been encouraged by the measures taken by investee management teams, with Maven taking an active role and providing assistance on a case-by-case basis. Whilst there are a small number of portfolio companies that are operating behind plan, the majority are trading in line with their revised COVID-19 budgets and, in all cases, cash is being carefully managed. It is also encouraging to report that several private and AIM quoted companies have continued to grow, reflecting the level of innovation and entrepreneurialism across the portfolio. This includes companies that offer a disruptive technology designed to take a product or service online, such as training, restaurant food ordering or prescription dispensing. Several businesses operating in the specialist biotechnology market have been able to make an active contribution towards the urgent need for COVID-19 testing or therapeutics, and those that manufacture devices and products for medical markets have experienced a surge in demand.

Following the successful completion of the top-up fundraising, which was launched in November 2019 and closed early fully subscribed on 6 February 2020 after raising £7.5 million of new capital. Full details on portfolio developments and a summary of the investments completed during the year can be found in the Investment Manager's Review on pages 22 to 34 of this Annual Report. The Manager maintained a cautious approach to certain sectors during the year, which resulted in a small number of potential transactions being aborted due to client attrition resulting from the pandemic. It is encouraging to report that 11 new private companies and 14 AIM quoted holdings were added to the portfolio including several in the healthcare and life sciences sectors, which are likely to remain attractive investment areas for the foreseeable future. In addition, your Company gained exposure to various new market sectors, including cyber security, data analytics and web archiving, which offer defensive qualities and are likely to continue to grow when the immediate impact of the pandemic subsides. The provision of performance based follow-on funding remains a key component of the investment strategy, as it is generally recognised that many earlier stage companies are likely to require several rounds of capital before they are fully scaled and shareholder value can be optimised.

The uncertainty surrounding the UK's future global trading relationships, as a result of Brexit, continued throughout the year. The UK formally left the EU on 31 January 2020 and entered an 11 month transition period that ended on 31 December 2020. The EU (Future Relationship) Act 2020, which was agreed with the EU on 24 December 2020, came into effect on 1 January 2021. The potential impact of the UK's withdrawal from the EU has been closely monitored across the portfolio of investee companies and, as at the date of this Annual Report, there is nothing material to report. The majority of investee companies have limited direct exposure to the EU, and those that do have been implementing contingency plans to mitigate any potential impact. Furthermore, it is not anticipated that there will be any changes to the legislation governing VCTs as a result of the UK's departure from the EU.

Prior to the emergence of the pandemic, two profitable exits were completed, with the realisations of the holdings in **Attraction World** and **Global Risk Partners**. In October 2020, there was a further positive development when your Company successfully exited its holding in **Symphonic Software** through a sale to a US listed trade acquirer. The exit generated a total return of 2.92 times cost in a holding period of just under two years. Whilst the Directors are optimistic that further profitable exits can be achieved from the early stage portfolio, it may take time for these companies to develop and achieve scale and for full value to be optimised. The timing of exits is difficult to predict, and this is particularly relevant for the early stage portfolio where certain companies may attract early interest from a strategic acquirer, whereas others may need to raise further capital in order to develop to their full potential before a formal exit process can be initiated.

## Proposed Final Dividend

As Shareholders will be aware from recent Interim and Annual Reports, decisions on distributions take into consideration the availability of surplus revenue, the realisation of capital gains, the adequacy of distributable reserves and the VCT qualifying level, all of which are kept under close and regular review by the Board and the Manager.

In respect of the year ended 31 December 2020, your Board is proposing a final dividend of 2.00p per Ordinary Share to be paid on 21 May 2021 to Shareholders on the register at 23 April 2021. This will bring total distributions for the year to 3.00p per Ordinary Share, representing a yield of 4.76% based on the year end closing mid-market share price of 63.00p. Since the Company's launch, and after receipt of the proposed final dividend, Shareholders will have received 80.60p per share in tax free distributions. It should be noted that the effect of paying dividends is to reduce the NAV of the Company by the total cost of the distribution.

Given the higher concentration of growth companies within the portfolio, future distributions may be more closely linked to realisation activity, whilst also reflecting the Company's requirement to maintain its minimum VCT qualifying level. If larger distributions are required, as a consequence of exits, this could result in a corresponding reduction in NAV per share. However, the Board considers this to be a tax efficient means of returning value to Shareholders, whilst ensuring ongoing compliance with the requirements of the VCT legislation.

## Dividend Investment Scheme (DIS)

Your Company operates a DIS, through which Shareholders may elect to have their dividend payments utilised to subscribe for new Ordinary Shares issued by the Company under the standing authority requested from Shareholders at Annual General Meetings. Due to the volatility in financial markets at the outset of the COVID-19 pandemic, the DIS was temporarily suspended on 26 March 2020, before being fully reinstated on 20 August 2020.

Shareholders who wish to participate in the DIS in respect of future dividends, including the payment of the proposed final dividend to be paid on 21 May 2021, should ensure that a DIS mandate or CREST instruction, as appropriate, is received by the Registrar (Link Group) in advance of 7 May 2021, this being the next dividend election date. The mandate form, terms & conditions and full details of the scheme (including further details about tax considerations) are available from the Company's website at [www.mavencp.com/migvct4](http://www.mavencp.com/migvct4). Election to participate in the DIS can also be made through the Registrar's share portal at [www.signalshares.com](http://www.signalshares.com). Shares issued under the DIS should qualify for VCT tax relief applicable for the tax year in which they are allotted, subject to an individual Shareholder's particular circumstances. If a Shareholder is in any doubt about the merits of participating in the DIS, or their own tax status, they should seek advice from a suitably qualified adviser.

## Fund Raising and Allotments

On 13 November 2019, the Directors of your Company, together with the board of Maven Income and Growth VCT 3 PLC, launched joint Offers for Subscription for new Ordinary Shares of up to £15 million in aggregate (£7.5 million for each company). Your Company's Offer closed on 6 February 2020, fully subscribed.

The allotment of 9,719,959 new Ordinary Shares, in respect of the 2019/20 tax year, was made on 11 February 2020, and 858,029 new Ordinary Shares were allotted in respect of the 2020/21 tax year on 9 July 2020. Further details regarding the new Ordinary Shares issued under the Offer for Subscription can be found in Note 12 to the Financial Statements.

This additional liquidity will enable your Company to continue to execute its investment strategy through selective new investments in both private and AIM quoted companies, alongside the provision of follow-on funding to support the continued growth of the existing portfolio. Furthermore, the funds raised will allow your Company to maintain its share buy-back policy, whilst also spreading costs over a wider asset base in line with the objective of maintaining a competitive total expense ratio for the benefit of all Shareholders.

## Share Buy-backs

Shareholders will be aware that a primary objective for the Board is to ensure that the Company retains sufficient liquidity for making investments in line with its stated policy, and for the continued payment of dividends. However, the Directors also acknowledge the need to maintain an orderly market in the Company's shares and have, therefore, delegated authority to the Manager to buy back shares in the market for cancellation or to be held in treasury, subject always to such transactions being in the best interests of Shareholders. Despite the market volatility in relation to COVID-19, the Board maintained the view that it was appropriate to continue to operate the buy-back policy as this is an important mechanism for ensuring an orderly market in your Company's shares.

It is intended that, subject to market conditions, available liquidity and the maintenance of the Company's VCT status, Ordinary Shares will be bought back at prices representing a discount of between 5% and 10% of the prevailing NAV per share.

## Regulatory Developments

During the year, there have been no further amendments to the rules governing VCTs. The Chancellor did not issue an Autumn 2020 Budget as the Treasury's focus at the time was on providing stimulus packages to support the economy through the pandemic. The Spring Budget was delivered on 3 March 2021, with no specific changes being proposed to the regulations governing VCTs.

The requirement of the Finance Act 2018, which increased the threshold level of qualifying investments that a VCT must hold from 70% to 80%, was comfortably achieved by your Company ahead of 1 January 2020, being the required date of compliance. The qualifying level continues to be closely monitored by the Manager and reviewed by the Board on a regular basis.

Following the outbreak of COVID-19, a number of regulatory changes were implemented to assist companies through the crisis. The Corporate Insolvency and Governance Act 2020 temporarily suspended parts of insolvency law in order to support directors, whose companies continued to trade through the emergency, from the threat of personal liability for wrongful trading and to protect companies from creditor action. This suspension has been extended until April 2021. In addition, Company Law and other legislation was amended to provide companies with temporary easements on company filings and the holding of Annual General Meetings.

On 27 March 2020, the International Private Equity and Venture Capital Valuation (IPEV) Guidelines Board issued Coronavirus Special Valuation Guidance to assist managers who are applying the IPEV Valuation Guidelines to their portfolios from 31 March 2020. The Guidelines were last updated in 2018 and are the prevailing framework for fair value information in the private equity and venture capital industry. The Directors and the Manager continue to apply the IPEV Guidelines as a central methodology for all private company valuations.

## Environmental, Social and Governance (ESG)

The Board recognises the importance of ESG principles and believes that each portfolio company should behave responsibly towards the environment and society. The Directors are pleased to report that the Manager considers environmental, social and governance matters as part of the investment appraisal process and ensures that any relevant ESG issues are identified at an early stage. The Manager is currently undertaking a programme of work to develop a framework which will ensure that ESG issues are carefully managed throughout the period of investment and there is close engagement with each portfolio company in relation to corporate governance practices and support provided to the management team to develop or improve policies on the environment, community engagement, HR and employee relations, corporate governance and responsible product marketing.

The Directors are aware of the work that the Manager is undertaking to address the recommendations of the Task Force on Climate-related Financial Disclosures, which seek to address the material financial impacts of the global transition to a lower carbon economy. The Directors are satisfied that the Manager is taking the appropriate steps to address these requirements and will continue to monitor progress.

### Annual General Meeting (AGM)

The 2021 AGM will be held in the Glasgow office of Maven Capital Partners UK LLP on Wednesday, 12 May 2021 commencing at 12 noon. The Notice of Annual General Meeting can be found on pages 90 to 95 of this Annual Report.

The Directors understand that the AGM is a good opportunity for Shareholders to meet the Board and the Manager but consider the well-being of its Shareholders and other AGM attendees to be their immediate priority. In light of the current Government advice against all non-essential travel and public gatherings, Shareholders will be unable to attend the AGM in person and should instead vote using the Proxy Form, which can be submitted to the Company. Proxy Forms should be completed and returned in accordance with the instructions thereon and the latest time for the receipt of Proxy Forms is 12.00 noon on 10 May 2021. Proxy votes can also be submitted by CREST or online using the Registrar's Share Portal Service at [www.signalshares.com](http://www.signalshares.com).

The Directors also encourage Shareholders to submit any questions to the Board and the Manager by email or by letter in advance of the AGM. Shareholders wishing to submit a question should write to: **The Company Secretary, Maven Income and Growth VCT 4 PLC, c/o Maven Capital Partners UK LLP, First Floor, Kintyre House, 205 West George Street, Glasgow G2 2LW** or email: [CoSec@mavencp.com](mailto:CoSec@mavencp.com). A summary of responses will be published after the AGM on the Company's website at: [www.mavencp.com/migvct4](http://www.mavencp.com/migvct4).

### The Future

Despite the challenges and disruption caused by the coronavirus pandemic, the Directors are encouraged by the progress achieved by your Company during the reporting period. Over recent years, the strategy has focused on expanding and diversifying the portfolio, through the addition of carefully selected private company and AIM holdings and it is pleasing to note that this approach is starting to deliver results. The Directors note the encouraging performance across the early stage investments, where a number of companies are gaining credible market traction and have demonstrated their ability to continue to deliver growth in an uncertain economic environment. The strategy for the year ahead will remain focused on further portfolio expansion, with the central objective of generating long term and sustained growth in Shareholder value.

**Peter Linthwaite**  
Chairman

**9 April 2021**



# BUSINESS REPORT

**This Business Report is intended to provide an overview of the strategy and business model of the Company, as well as the key measures used by the Directors in overseeing its management. The Company is a venture capital trust and invests in accordance with the investment objective set out below.**

## Investment Objective

Under an investment policy approved by the Directors, the Company aims to achieve long-term capital appreciation and generate income for Shareholders.

## Business Model and Investment Policy

The Company intends to achieve its objective by:

- investing the majority of its funds in a diversified portfolio of shares and securities in smaller, unquoted UK companies and AIM/AQSE quoted companies that meet the criteria for VCT qualifying investments and have strong growth potential;
- investing no more than £1.25 million in any company in one year and no more than 15% of the Company's assets by cost in one business at any time; and
- borrowing up to 15% of net asset value, if required and only on a selective basis, in pursuit of its investment strategy.

## Principal Risks and Uncertainties

The Board and the Risk Committee have an ongoing process for identifying, evaluating and monitoring the principal and emerging risks and uncertainties facing the Company. The risk register and dashboard form key parts of the Company's risk management framework used to carry out a robust assessment of the risks, including a significant focus on the controls in place to mitigate them. The principal and emerging risks and uncertainties facing the Company are as follows:

### *Investment Risk*

The majority of the Company's investments are in small and medium sized unquoted UK companies and AIM/AQSE quoted companies which, by their nature, carry a higher level of risk and lower liquidity than investments in large quoted companies. The Board aims to limit the risk attached to the investment portfolio as a whole by ensuring that a robust and structured selection, monitoring and realisation process is applied by Maven. The Board reviews the investment portfolio with the Manager on a regular basis.

The Company manages and minimises investment risk by:

- diversifying across a large number of companies;
- diversifying across a range of economic sectors;
- actively and closely monitoring the progress of investee companies;
- co-investing with other clients of Maven, other VCT managers and co-investment partners;
- ensuring valuations of underlying investments are made fairly and reasonably (see Notes to the Financial Statements 1(e), 1(f) and 16 for further details);
- taking steps to ensure that the share price discount is managed appropriately; and
- choosing and appointing an FCA authorised investment manager with the skills, experience and resources required to achieve the investment objective, with ongoing monitoring to ensure the Manager is performing in line with expectations.

**Internal Control Risk**

The Board reviews regularly the system of internal controls, both financial and non-financial, operated by the Company, Maven and other key third party outsourcers such as the Custodian and Registrar. These include controls designed to ensure that the Company's assets are safeguarded, that all records are complete and accurate and that the third parties have adequate controls in place to prevent data protection and cyber security failings.

**VCT Qualifying Status Risk**

The Company operates in a complex regulatory environment and faces a number of related risks, including:

- becoming subject to capital gains tax on the sale of its investments as a result of a breach of Section 274 of the Income Tax Act 2007;
- loss of VCT status and consequent loss of tax reliefs available to Shareholders as a result of a breach of the VCT Regulations;
- loss of VCT status and reputational damage as a result of a serious breach of other regulations such as the FCA Listing Rules and the Companies Act 2006; and
- increased investment restrictions resulting from EU State Aid Rules, incorporated by the Finance (No. 2) Act 2015 and the Finance Act 2018.

The Board works closely with the Manager to ensure compliance with all applicable and upcoming legislation, such that VCT qualifying status is maintained. Further information on the management of this risk is detailed under other headings in this Business Report.

**Legislative and Regulatory Risk**

The Directors strive to maintain a good understanding of the changing regulatory agenda and consider emerging issues so that appropriate changes can be implemented and developed in good time. In order to maintain its approval as a VCT, the Company is required to comply with current VCT legislation in the UK as well as the EU State Aid Rules. Changes to either legislation could have an adverse impact on Shareholder investment returns, whilst maintaining the Company's VCT status. The Board and the Manager continue to make representations where appropriate, either directly or through relevant industry bodies such as the Association of Investment Companies (AIC), the British Venture Capital Association (BVCA) and the Venture Capital Trust Association (VCTA).

The Company has retained Philip Hare & Associates LLP as its principal VCT adviser and also uses the services of a number of other VCT advisers on a transactional basis.

Breaches of other regulations including, but not limited to, the Companies Act, the FCA Listing Rules, the FCA Disclosure Guidance and Transparency Rules, the General Data Protection Regulation (GDPR), and the Alternative Investment Fund Managers Directive (AIFMD), could lead to a number of detrimental outcomes and reputational damage. Breaches of controls by service providers to the Company could also lead to reputational loss or damage.

The AIFMD, which regulates the management of alternative investment funds, including VCTs, introduced an authorisation and supervisory regime for all investment companies in the EU. The Company is a small registered, internally managed alternative investment fund under the AIFMD, and its status as such is unchanged as a result of the UK's departure from the EU. The Company is also required to comply with tax legislation under the Foreign Account Tax Compliance Act and the Common Reporting Standard. The Company has appointed Link Group to act on its behalf to report annually to HM Revenue & Customs (HMRC) and ensure compliance with this legislation.

**Political Risk**

Although the EU (Future Relationship) Act 2020 came into effect on 1 January 2021, the full political, economic and legal consequences of the UK leaving the EU are not yet known. It is possible that investments in the UK may be more difficult to value and assess for suitability of risk, harder to buy or sell, and may be subject to greater or more frequent rises and falls in value. In the longer term, there is likely to be a period of uncertainty as the UK seeks to negotiate its ongoing relationship with the EU and other global trade partners.

In the future, UK laws and regulations, including those relating to investment companies and AIFMs, may diverge from those of the EU. This may lead to changes in the operation of the Company, the rights of investors, or the list of territories in which the shares of the Company can be promoted or sold.

The Board reviews the political situation regularly, together with any associated changes to the economic, regulatory and legislative environment, in order to ensure that any risks are mitigated as effectively as possible.

### ***Climate Change and Social Responsibility Risk***

The Board recognises that climate change is an important emerging risk that all companies should take into consideration within their strategic planning. As referred to elsewhere in this Strategic Report and in the Statement of Corporate Governance, the Company has little direct impact on environmental issues. However, the Company has introduced measures to reduce the cost and environmental impact of the production and circulation of Shareholder documentation such as the annual and interim reports. This has resulted in a significant reduction in the number of copies being printed and posted, with fewer than 15% of Shareholders now receiving paper reports.

The Board is aware that the Manager is increasing efforts in relation to the identification of environmental risks and opportunities, and is developing its ESG policy accordingly. Environmental risk is a fundamental aspect of due diligence and industry specialists are assigned where there may be specific concerns in relation to a potential business or sector. The results are then factored into the decision making process for new investments. VCTs in general are regarded as supporting small and medium sized enterprises, which helps to create local employment opportunities across a range of UK geographical regions.

## **Other Key Risks**

### ***Governance Risk***

The Directors are aware that an ineffective Board could have a negative impact on the Company and its Shareholders. The Board recognises the importance of effective leadership and board composition and this is ensured by completing an annual evaluation process, with action being taken if required.

### ***Management Risk***

The Directors are aware of the risk that investment opportunities could fail to complete, or the management of the VCT could breach the Management and Administration Deed or regulatory parameters, due to lack of knowledge and/or experience of the investment professionals acting on behalf of the Company. To manage this risk, the Board has appointed Maven as investment manager, as it employs skilled professionals with the required VCT knowledge and experience. In addition, the Board takes comfort that the Manager's controls have been updated to ensure compliance with the Senior Managers and Certification Regime (SMCR).

The Directors are also mindful of the impact that the loss of the Manager's key employees could have on both investment opportunities that may be lost or existing investments that may fail. The Board is reassured by the Manager's approach to incentivising staff and ensuring that adequate notice periods are included in all contracts of employment.

### ***Financial and Liquidity Risk***

As most of the investments require a medium to long-term commitment and are relatively illiquid, the Company retains a portion of the portfolio in cash and listed investment trusts in order to finance any new or follow-on investment opportunities. The Company has only limited direct exposure to currency risk and does not enter into any derivative transactions.

### ***Economic Risk***

The valuation of investment companies may be affected by underlying economic conditions such as fluctuating interest rates and the availability of bank finance, which can be impacted during times of geopolitical uncertainty and fluctuating markets. The economic and market environment is kept under constant review and the investment strategy of the Company adapted, so far as is possible, to mitigate emerging risks.

### ***Credit Risk***

The Company may hold financial instruments and cash deposits and is dependent on counterparties discharging their agreed responsibilities. The Directors consider the creditworthiness of the counterparties to such instruments and seek to ensure that there is no undue concentration of exposure to any one party.

An explanation of certain economic and financial risks and how they are managed is contained in Note 16 to the Financial Statements.

## **Statement of Compliance with Investment Policy**

The Company is adhering to its stated investment policy and managing the risks arising from it. This can be seen in various tables and charts throughout this Annual Report, and from information provided in the Chairman's Statement and in the Investment Manager's Review. A review of the Company's business, its financial position as at 31 December 2020 and its performance during the year then ended is included in the Chairman's Statement, which also includes an overview of the Company's business model and strategy.

The management of the investment portfolio has been delegated to Maven, which also provides company secretarial, administrative and financial management services to the Company. The Board is satisfied with the depth and breadth of the Manager's resources and its nationwide network of offices, which supply new deals and enable it to monitor the geographically widespread portfolio of companies effectively.

The Investment Portfolio Summary on pages 41 to 44 of this Annual Report discloses the investments in the portfolio and the degree of co-investment with other clients of the Manager. The tabular analysis of the unlisted and quoted portfolio on pages 20 and 21 shows that the portfolio is diversified across a variety of industry sectors and transaction types. The level of VCT qualifying investments is monitored continually by the Manager and reported to the Risk Committee quarterly, or as otherwise required.

### Key Performance Indicators (KPIs)

During the year, the net return on ordinary activities before taxation was £2,721,000 (2019: £1,175,000); gains on investments were £4,463,000 (2019: £1,497,000) and earnings per share were 2.45p (2019: 1.53p). The Directors also use a number of APMs in order to assess the Company's success in achieving its objectives and also enable Shareholders and prospective investors to gain an understanding of its business. These APMs are shown in the Financial Highlights on pages 4 and 5.

In addition, the Board considers the following to be KPIs:

- NAV total return;
- annual yield;
- share price discount to NAV;
- investment income; and
- operational expenses.

The NAV total return is considered to be a more appropriate long-term measure of Shareholder value as it includes the current NAV per share and the sum of dividends paid to date. The annual yield is the total of dividends paid per share for the financial year, expressed as a percentage of the share price at the year end. The Directors seek to pay dividends to provide a yield and comply with the VCT rules, taking account of the level of distributable reserves, profitable realisations in each accounting period and the Company's future cash flow projections. The share price discount to NAV is the percentage by which the mid-market price of a share is lower than its NAV per share.

Definitions of these APMs can be found in the Glossary on page 98. A historical record of some of these measures is shown in the Financial Highlights on pages 4 and 5 and the change in the profile of the portfolio is reflected in the Summary of Investment Changes on page 6. The Board reviews the Company's investment income and operational expenses on a quarterly basis, as the Directors consider that both of these elements are important components in the generation of Shareholder returns. Further information can be found in Notes 2 and 4 to the Financial Statements on page 79.

There is no VCT index against which to compare the financial performance of the Company. However, for reporting to the Board and Shareholders, the Manager uses comparisons with the most appropriate index, being the FTSE AIM All-Share Index. The Directors also consider non-financial performance measures, such as the flow of investment proposals, and ranking of the VCT sector by independent analysts. In addition, the Directors will consider economic, regulatory and political trends and factors that may impact on the Company's future development and performance.

### Valuation Process

Investments held by the Company in unquoted companies are valued in accordance with the International Private Equity and Venture Capital Valuation Guidelines. Investments quoted or traded on a recognised stock exchange, including AIM, are valued at their bid prices.

### Share Buy-backs

At the forthcoming AGM, the Board will seek the necessary Shareholder authority to continue to conduct a share buy-back programme under appropriate circumstances.

### The Board's Duty and Stakeholder Engagement

The Directors recognise the importance of an effective Board and its ability to discuss, review and make decisions to promote the long-term success of the Company and protect the interests of its key stakeholders. As required by Provision 5 of the AIC Code (and in line with the UK Code), the Board has discussed the Directors' duty under Section 172 of the Companies Act and how the interests of key stakeholders have been considered in the Board discussions and decision making during the year.

This has been summarised in the table below:

Form of engagement	Influence on Board decision making
<p><b>Shareholders</b></p> <p>AGM – under normal circumstances, Shareholders are encouraged to attend the AGM and are provided with the opportunity to ask questions and engage with the Directors and the Manager. Shareholders are also encouraged to exercise their right to vote on the resolutions proposed at the AGM. However, please refer to the guidance in the Chairman's Statement on page 13.</p> <p>Shareholder documents – the Company reports formally to Shareholders by publishing Annual and Interim Reports, normally in April and September each year. In the instance of a corporate action taking place, the Board will communicate with Shareholders through the issue of a Circular and, if required, a Prospectus.</p> <p>In addition, significant matters or reporting obligations are disseminated to Shareholders by way of announcements to the London Stock Exchange.</p> <p>The Secretary acts as a key point of contact for the Directors and communications received from Shareholders are circulated to the whole Board.</p>	<p>Dividend declarations – the Board recognises the importance of tax-free dividends to Shareholders and takes this into consideration when making decisions to pay interim and propose final dividends for each year. Further details regarding dividends for the year under review can be found in the Chairman's Statement on page 11.</p> <p>Share buy-back policy – the Directors recognise the importance to Shareholders of the Company maintaining an active buy-back programme and considered this when establishing the current policy. Further details can be found in the Chairman's Statement on page 12, and in the Directors' Report on page 49.</p> <p>Offers for Subscription – in making a decision to launch any Offer for Subscription, the Directors have to consider that it would be in the interest of Shareholders to continue to expand the portfolio and make investments across a diverse range of sectors. By growing the Company, costs are spread over a wider asset base, which helps to promote a competitive total expense ratio and is in the interests of Shareholders. In addition, the increased liquidity helps support the buy-back policy referred to above. Further details regarding the latest Offer for Subscription can be found in the Chairman's Statement on page 11.</p> <p>Liquidity management – in order to generate income and add value for Shareholders, the Board has an active liquidity management policy, which has the objective of generating income from the cash held prior to investment. Further details regarding the liquidity management policy can be found in the Investment Manager's Report on page 25.</p>
<p><b>Environment and society</b></p> <p>The Directors and the Manager take account of the social environment and ethical factors impacted by the Company and the investments that it makes.</p>	<p>The Directors and the Manager are aware of their duty to act in the interests of the Company and acknowledge that there are risks associated with investment in companies that fail to conduct business in a socially responsible manner. Further details can be found in the Statement of Corporate Governance on page 59.</p>
<p><b>Portfolio companies</b></p> <p>Quarterly Board Meetings – the Manager reports to the Board on the portfolio companies and the Directors challenge the Manager where they feel it is appropriate. The Manager then communicates directly with each portfolio company, normally through the Maven representative who sits on the board of the portfolio company.</p>	<p>The Directors are aware that the exercise of voting rights is key to promoting good corporate governance and, through the Manager, ensures that the portfolio companies are encouraged to adopt best practice corporate governance. The Board has delegated the responsibility for monitoring the portfolio companies to the Manager and has given it discretion to vote in respect of the Company's holdings in the investment portfolio, in a way that reflects the concerns and key governance matters discussed by the Board. From time to time, the management teams give presentations to the Board. The Manager's ESG assessment of investee companies focuses heavily on their impact on their environment, challenging fundamental aspects such as energy and emissions usage, and targets an approach to waste and recycling as well as broader social themes such as the companies' approach to diversity and inclusion in the workplace, and their work with charities.</p> <p>The Board is also mindful that, as the portfolio expands and the proportion of early stage investments increases, follow-on funding will represent an important part of the Company's investment strategy and this forms a key part of the Directors' discussions on valuations, risk management and fundraising.</p>



Form of engagement	Influence on Board decision making
<b>Manager</b> Quarterly Board Meetings – the Manager attends every Board Meeting and presents a detailed portfolio analysis and reports on key issues such as VCT compliance, investment pipeline and utilisation of any new monies raised.	The Manager is responsible for implementing the investment objective and the strategy agreed by the Board. In making a decision to launch any Offer for Subscription, the Board needs to consider that the Company requires sufficient liquidity in order to continue to expand and broaden the investment portfolio in line with the strategy, including the provision of follow-on funding.
<b>Registrar</b> Annual review meetings and control reports.	The Directors review the performance of all third party service providers on an annual basis, including ensuring compliance with GDPR.
<b>Custodian</b> Regular statements and control reports received, with all holdings and balances reconciled.	The Directors review the performance of all third party providers on an annual basis, including oversight of securing the Company's assets.

### Employee, Environmental and Human Rights Policy

As a VCT, the Company has no direct employee or environmental responsibilities, nor is it responsible directly for the emission of greenhouse gases. The Board's principal responsibility to Shareholders is to ensure that the investment portfolio is managed and invested properly. As the Company has no employees, it has no requirement to report separately on employment matters. The Board comprises five male Directors and delegates responsibility for diversity to the Nomination Committee, as explained in the Statement of Corporate Governance on page 58. The management of the portfolio is undertaken by the Manager through members of its portfolio management team.

The Manager engages with the Company's underlying investee companies in relation to their corporate governance practices and in developing their policies on social, community and environmental matters. Further information can be found in the Statement of Corporate Governance. Additional work is being carried out by the Manager to establish a framework for the effective capture of ESG information, consistently across all investee companies. Maven will be overseeing the collation of this information for the benefit of the Board but will also be supporting individual investee companies to identify their ESG risks and opportunities and, where potential improvements are identified, will work jointly with the business to make positive changes.

In light of the nature of the Company's business, there are no relevant human rights issues and, therefore, the Company does not have a human rights policy.

### Independent Auditor

The Company's Independent Auditor is required to report if there are any material inconsistencies between the content of the Strategic Report and the Financial Statements. The Independent Auditor's Report can be found on pages 65 to 72.

### Future Strategy

The Board and the Manager intend to maintain the policies set out above for the year ending 31 December 2021, as it is believed that these are in the best interests of Shareholders.

### Approval

The Business Report, and the Strategic Report as a whole, was approved by the Board of Directors and signed on its behalf by:

**Peter Linthwaite**  
**Director**  
**9 April 2021**

# ANALYSIS OF UNLISTED AND QUOTED PORTFOLIO

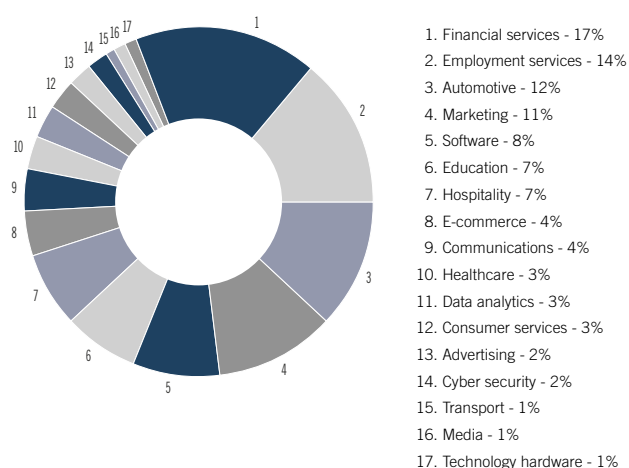
As at 31 December 2020

Industry sector	Unlisted valuation £'000	%	Quoted valuation £'000	%	Total valuation £'000	%
Software & computer services <sup>1</sup>	21,409	33.4	3,044	4.7	24,453	38.1
Support services <sup>1</sup>	9,665	15.1	81	0.1	9,746	15.2
Pharmaceuticals & biotechnology	2,536	4.0	4,468	7.0	7,004	11.0
Investment companies <sup>2</sup>	650	1.0	4,228	6.6	4,878	7.6
Energy services	4,133	6.4	-	-	4,133	6.4
Electronic & electrical equipment	3,123	4.8	243	0.4	3,366	5.2
Health	2,222	3.5	654	1.0	2,876	4.5
Technology	1,753	2.7	1,036	1.6	2,789	4.3
Telecommunication services	1,717	2.7	-	-	1,717	2.7
Specialised manufacturing	885	1.4	-	-	885	1.4
Real estate	650	1.0	-	-	650	1.0
Insurance	541	0.8	-	-	541	0.8
Chemicals	-	-	490	0.8	490	0.8
Media & entertainment	-	-	441	0.7	441	0.7
Diversified industrials	121	0.2	-	-	121	0.2
Engineering & machinery	-	-	61	0.1	61	0.1
<b>Total</b>	<b>49,405</b>	<b>77.0</b>	<b>14,746</b>	<b>23.0</b>	<b>64,151</b>	<b>100.0</b>

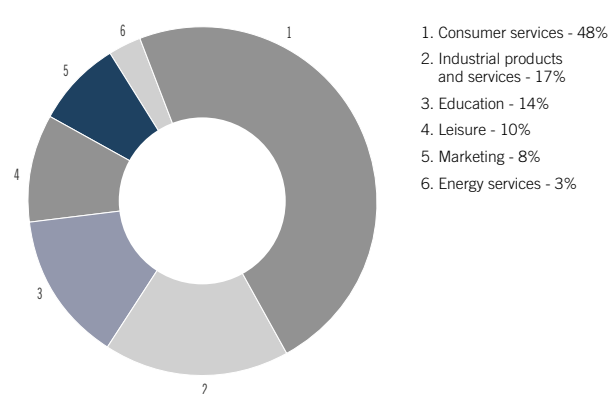
<sup>1</sup> The chart below shows the breakdown by end user market.

<sup>2</sup> Quoted holdings are in investment trusts held as part of liquidity management strategy.

## Breakdown of Software & Computer Services



## Breakdown of Support Services



# ANALYSIS OF UNLISTED AND QUOTED PORTFOLIO (CONTINUED)

As at 31 December 2020

Transaction type	Number	Valuation £'000	%
<b>Unlisted</b>			
Growth capital - post 2015 <sup>1</sup>	41	34,848	54.3
Investments completed pre 2015 <sup>2</sup>	19	14,557	22.7
<b>Total unlisted</b>	<b>60</b>	<b>49,405</b>	<b>77.0</b>
<b>Quoted</b>			
AIM/AQSE	39	10,518	16.4
Listed <sup>3</sup>	18	4,228	6.6
<b>Total quoted</b>	<b>57</b>	<b>14,746</b>	<b>23.0</b>
<b>Total unlisted and quoted<sup>4</sup></b>	<b>117</b>	<b>64,151</b>	<b>100.0</b>

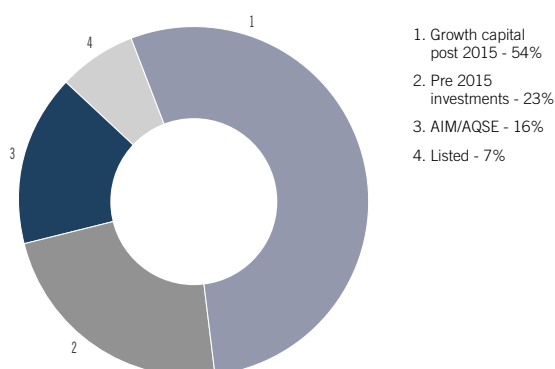
<sup>1</sup>The Finance (No. 2) Act 2015 introduced new qualifying rules governing the types of investments VCTs can make.

<sup>2</sup>Includes all investments completed prior to the enactment of the Finance (No. 2) Act 2015.

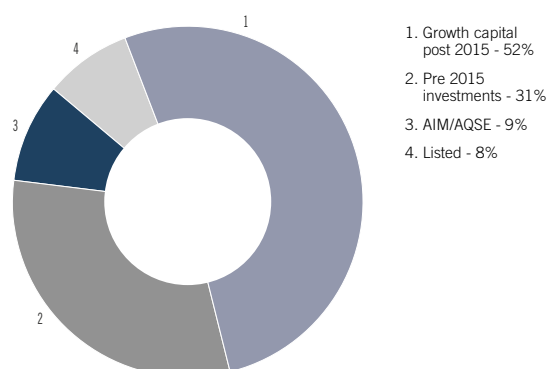
<sup>3</sup>Holdings in investment trusts held as part of liquidity management strategy.

<sup>4</sup>Excludes cash balances.

Valuation by Transaction Type - December 2020



Valuation by Transaction Type - December 2019



# INVESTMENT MANAGER'S REVIEW

## HIGHLIGHTS

11 new private and 14 AIM quoted company holdings added to the portfolio during the year, with a further three investments completed after the period end.

---

A total of £2.29 million realised through AIM disposals

---

Realisation of Attraction World for a total return of 1.94 times cost

---

Partial realisation of Global Risk Partners for a total return of 2.55 times cost

---

Realisation of Lending Works for a total return of 0.92 times cost

---

Realisation of Symphonic Software for a total return of 2.92 times cost

---

**During the period under review, the rapid change in economic conditions resulting from the outbreak of COVID-19 created a complex operating environment for the Manager. It is, therefore, encouraging to report that, although the pandemic inevitably had a short term impact on the trading of certain portfolio companies, many of the more defensive holdings have been relatively unaffected, whilst others have continued to grow their revenues. This highlights the benefits of the sectorally diverse portfolio that has been constructed over recent years and which has provided protection against the wider market conditions arising from the pandemic. Notably, the AIM quoted portfolio delivered a strong performance during the year, with several holdings, including those with exposure to the healthcare and life sciences sectors, recording significant share price appreciation. Whilst retaining a cautious approach to certain markets, the Manager has maintained a good rate of capital deployment, further increasing the number of investments in line with the strategic objective of building a large and highly diversified portfolio of private company and AIM quoted holdings. A key highlight of the financial year was the realisation of Symphonic Software, which was sold to a US trade buyer in October 2020, achieving a total return of 2.92 times cost over a holding period of less than two years.**

At the outset of the pandemic, and in support of your Company's objectives, the immediate priority was the safety and wellbeing of the Maven team and the protection of Shareholder value. In line with Government and local guidelines, Maven's regional offices migrated to a home-working model, with all non-essential travel cancelled and meetings taking place by video conference or telephone. This transition was achieved with continuity of service throughout. Latterly, the Maven offices have re-opened, with social distancing measures and enhanced hygiene protocols in place. Maven will continue to follow Government advice and local guidelines with respect to its day-to-day operations.

Shortly after the outbreak of COVID-19 in the UK, Maven initiated a comprehensive review of the portfolio, to ascertain the likely impact on a case-by-case basis. The investment team has been working closely with each management team to assess the impact and to ensure that each business has been able to continue to trade, with costs and cash managed carefully. Maven also provided assistance in helping portfolio companies to access Government support such as the Coronavirus Job Retention Scheme and the Coronavirus Business Interruption Loans Scheme. Following that initial review, the Board approved a small number of specific provisions against holdings in those private companies that were most affected, particularly those with direct exposure to sectors where lockdown restrictions had an immediate impact on trading ability. A revised NAV was announced to the market on 26 March 2020, reflecting those provisions alongside a revaluation of all AIM quoted and listed holdings based on market prices at that time. The breadth and diversity of the portfolio has proven to be a core strength throughout this period and it is encouraging to report that there has been a recovery in value since this review was conducted, as reflected in the NAV total return per share reported at the year end.

Whilst the market conditions over the past year have created challenges for some investee companies, most have adapted their business model and have proven to be operationally resilient. A large proportion of your portfolio is now invested in earlier stage companies, and a number of these younger investee businesses have experienced an acceleration in growth, reflecting the rapid and widespread uptake of digital solutions. This includes increased use of video-calls, online shopping, training or click and collect services. In addition, your Company has exposure to a range of biotech and medtech companies that have been able to contribute to the global effort to develop COVID-19 tests or therapeutics, as well as helping to provide much needed medical equipment and supplies.

It is encouraging to report that eleven new private company assets were added to the portfolio during the year, predominantly in defensive sectors such as cyber security, web archiving, data analytics and healthcare, where there is limited direct consumer exposure. Where possible, Maven has actively sought to co-invest alongside another VCT house or partner or has structured the investment to be delivered progressively in tranches, subject to achievement of agreed milestones, in order to further mitigate risk. The provision of follow-on funding to support portfolio companies that are making tangible commercial progress remains a key component of the investment strategy, as it is widely acknowledged that many growth companies will require several rounds of funding to help them achieve scale and realise optimum value at exit. Full details of the new portfolio companies can be found on pages 25 to 31 of this Annual Report.

Over recent years, the Manager has been steadily increasing your Company's exposure to AIM, to complement the core portfolio of private company holdings. During the year, 14 new AIM quoted holdings were added to the portfolio, across a range of attractive and emerging sectors including biotech, medtech, data analytics and clean energy. Maven has several dedicated London based AIM VCT executives with a deep understanding of that market and who enjoy long-standing relationships with the City broking community.

RegTech specialist **Symphonic Software** was sold to a US trade buyer in October 2020 for a total return of 2.92 times cost achieved over a holding period of less than two years, where the acquirer was attracted to Symphonic's unique platform and technology. Since the VCT rule change in 2015, your Company has been constructing a portfolio of early stage higher growth investments that are capable of generating a premium multiple of cost at exit. This exit represents the first material and high value realisation from the early stage element of the private company portfolio.

## Portfolio Developments

Integrated drug discovery service provider **BioAscent Discovery** has achieved impressive growth since the Maven VCTs first invested in 2018. Over the past two years, the business has recorded 67% compound annual growth in revenue and was recently named top performing outsourcer in the Alantra Pharma Fast 50, which ranks the UK's fastest growing privately owned pharma and pharma service companies. Since investment, BioAscent has extended its services into complementary chemistry and biology areas, and has been involved in the UK's response to the outbreak of COVID-19, helping to set up a new testing facility in conjunction with the Scottish Government to scale up virus testing. Despite the challenging operating climate, BioAscent expects to record further growth in the year ahead.

Learning and development software provider **Filtered Technologies** has made strong progress since the Maven VCTs first invested in July 2019. The business provides skills training to corporate clients through its intelligent learning software solution and has continued to grow throughout the current year, with annual recurring revenue (ARR) doubling since the initial investment. During 2020, Filtered demonstrated the resilient nature of its business model by harnessing its technology to develop specific products that enable clients to conduct virtual training to replace the usual "in person" conferences. The business has a strong client base and a number of interesting pipeline opportunities, indicating that further growth in ARR should be achievable in the year ahead.

The first crematorium developed by **Horizon Ceremonies**, in the Clyde Coast & Garnock Valley, continues to trade well having built a strong local market presence and a growing reputation for offering high quality service and care for families. During 2020, the Horizon business made further strategic progress, including securing planning consent for the construction of new crematoria on two further sites. Construction work is now well advanced at the location in Cannock, Staffordshire, and the facility is expected to open at the end of April 2021. Construction of a third crematorium in the suburbs of Glasgow commenced in August 2020 and is progressing in line with plan. Two further sites are now under option, with planning applications submitted. The medium-term strategic objective remains to build a portfolio of modern, technologically advanced crematoria that meet the best ethical practice and environmental standards, and to sell the business to a trade acquirer when the business plan has been achieved.

**Martel Instruments**, a manufacturer and supplier of custom-built compact printers, portable data loggers and display units to the medical, pharmaceutical and other testing and compliance markets, has continued to experience strong trading over the past year, largely related to increased demand for medical devices. Martel's printers are used in clinical environments, where COVID-19 has increased the importance of printing test results quickly. The business has been operating at full capacity throughout the pandemic and has a strong forward order book. It is anticipated that this positive momentum will continue into the new year.



This has been an important year in the evolution of **QikServe**, which has developed a patented customer self-service platform that enables clients in hospitality venues to order and pay, either at their table or remotely, without the need for personal contact or handling menus. Your Company first invested in QikServe in December 2016 and, since then, the business has made good progress, including the 2019 acquisition of complementary technology business Preoday, a developer of order ahead, click-and-collect, solutions, which has added a supplementary service offering to QikServe's product range. The restrictions imposed by the pandemic have accelerated the transition towards digital ordering within the hospitality sector and QikServe has been well positioned to benefit. During the year, the business has added a number of new clients, including Merlin Entertainment, motorway service station Moto and TGI Fridays, and has a strong pipeline of opportunities with high profile clients that should help to continue to deliver growth in the year ahead.

This has been a challenging year for the automotive sector, with lockdown restrictions requiring car showrooms to remain closed and UK new car registrations 29% lower than the previous year. Despite the difficult market conditions, **Rockar**, the developer of a disruptive digital new and used car-buying software platform has continued to make good progress, with its online white label solution attracting attention from a number of car manufacturers and national dealership groups that are keen to develop a digital alternative to either replace or complement the traditional showroom model. Rockar is well positioned to continue to grow its presence in this developing market, where it is anticipated that there will be a progressive move towards digitising the market for retail car sales in line with the general trend across the retail economy.

In 2016, your Company invested in **The GP Service (GPS)**, which provides a secure end-to-end system that allows patients to consult with a doctor online and to have a private prescription dispensed by a local pharmacy through an electronic portal. GPS remains at the forefront of this sector, which has seen strong growth during the COVID-19 pandemic, having secured Care Quality Commission accreditation and being currently the only private company with access to patients' NHS records. There are now 1,600 pharmacy partners signed up and the management team continues to progress a number of significant commercial agreements that could be transformational for the business. Notably, GPS recently won *The Santander Technology Business of the Year* at the 2020 Growing Business Awards.

Your Company first invested in **WaterBear Education** in February 2018, when Maven backed a management team with over 20 years' experience in the music education sector to set up a specialist private music college offering university accredited Bachelor of Arts and Master of Arts courses for the creative arts, primarily catering for musicians, singers and songwriters. During the year, the business achieved a significant milestone by finalising a commercial relationship with Falmouth University, and student numbers have continued to grow. WaterBear was established to offer a blend of online and onsite tuition, and this model has proven to be resilient against COVID-19 restrictions and the associated market conditions.

Conversely, a small number of portfolio companies have failed to gain the necessary commercial traction. A provision was taken against the holding in **ADC Biotechnology**, which encountered challenges in gaining regulatory approval for its new facility in North Wales. Shortly after the period end, and following a formal process led by a specialist corporate finance adviser, ADC secured investment from a trade investor, which should assist the business in obtaining regulatory approval. A provision was also taken against the holding in **AVID Technology** which, whilst making commercial progress, has not scaled as quickly as anticipated.

The AIM quoted portfolio delivered a good performance during the reporting period. There are a number of investee companies that operate in the healthcare sector and which have been involved in developing COVID-19 related treatments or therapeutics. Healthcare is likely to remain an attractive investment area for the foreseeable future and it will continue to be a key focus of the Maven investment team, both in the unlisted and AIM markets. Your Company has holdings in a number of very interesting AIM quoted companies that operate in subsectors of the healthcare market, such as **MaxCyte**, the clinical-stage global cell-based therapies specialist, which has developed a cell-engineering enabled technology for the rapidly growing cell and gene-editing therapies market and **Diaceutics**, which is building a strong position in the precision medicine market. Both companies reported positive trading updates during the year with the share price responding positively. Furthermore, biopharmaceutical developer **Avacta** has reported a stream of positive news throughout the year in relation to the development of its Affimer-based rapid COVID-19 test for both laboratory and point-of-care setting, which was positive received by the market. Another key contributor to the positive performance was **Byotrol**, which develops and manufactures antimicrobial and antiviral products for the home, healthcare and personal markets. Demand for products has been exceptional, with the share price increasing accordingly.

It is pleasing to note that several of the AIM holdings performed strongly during the year, making a positive contribution to the overall growth in NAV despite, in some cases, a relatively short holding period. In November 2020, your Company invested in **Verici Dx**, an immuno-diagnostics development company that is focused on the kidney transplantation market. Since admission to AIM, Verici has been well received by the market, with the share price increasing significantly at the time of writing. In addition, leading provider of hydrogen power generation technologies **AFC Energy** is commercialising its fuel cell technology, through its *H-Power* product and reported its first strategic partnership with a global original equipment manufacturer in December 2020, which has had a positive impact on the share price.

## Liquidity Management

The Board and the Manager continue to operate an active liquidity management policy, with the objective of generating income from cash resources held prior to investment. Whilst the Finance Act 2016 introduced the restriction on holding investments in instruments such as treasury bills or other Government-backed securities for liquidity management purposes, it does permit VCTs to hold certain other listed securities. The Manager has constructed a focused portfolio of listed investment trust holdings and will continue to consider any other permitted liquidity management investment options that have the potential to generate income prior to deployment in VCT qualifying assets.

## New Investments

As noted previously, this has been an active period for new investment, with the addition of eleven new private company holdings to the portfolio. These companies are active in some of the UK's most dynamic market sectors, in areas that have continued to experience growth despite challenges within the wider economy.



**GEN inCode** has developed a range of patented products, that use genetic testing to provide predictive analysis of a patient's health risk in cardiovascular and related diseases, which collectively are the leading global cause of death and disability. Proprietary algorithms use AI, bioinformatics and a globally recognised clinical evidence base to provide actionable insights. With healthcare shifting from a 'one size fits all' approach towards tailored treatments that utilise patients' genetic information, GEN inCode's diagnostic solutions enable medical practitioners to develop targeted treatment and prevention plans; helping to transform the delivery of effective healthcare. The VCT funding is being used to expand its presence in the European market and to enter the US, which is seen as a key market for future growth.



**HiveHR** has developed a cloud-based Software as a Service (SaaS) solution designed to support an organisation's HR function and help improve employee engagement and communication. The platform collates and analyses the results of employee feedback surveys in real time, which serves to continually improve the HR function by understanding the opinions and suggestions from employees, as well as providing a medium to disseminate and implement new policies and services. HiveHR has a diverse customer base, including Accenture, BrewDog, Hermes, Tarmac, and various NHS and public sector organisations, and generates a high level of recurring revenue. The VCT funding is being used to support the growth of the business as it continues to expand its client base.



**Hublsoft** is a data analytics specialist that aims to provide better support for corporate decision makers. Through its SaaS platform, Hublsoft simplifies the analysis of big data using natural language and charts that are simple to interpret and understand. The smart user interface makes big data more accessible for clients who had previously found it too complex to handle or were heavily reliant on third parties to analyse and interpret the results. The VCT funding is being used to support the growth in new markets in the UK and Europe.



**Intilery** has developed a digital customer engagement platform that provides a holistic view of a client organisation's marketing activities and uses real time data about a customer's behaviour to identify opportunities for enhancing multi-channel marketing campaigns. Personalised interactions and timely reminders are used to improve the levels of engagement, increase loyalty, and ultimately drive revenue growth. The VCT funding is being used to expand the sales and marketing team as well as further develop the product and associated technology.



**MirrorWeb** has developed a cloud-based social media and website archiving solution for public and private sector clients, which addresses the increasing requirement to preserve online data to meet statutory, regulatory, or legal obligations. MirrorWeb provides a reliable, secure solution allowing clients to preserve legally admissible records in a digital archive, leading to reduced compliance costs and improved efficiency through automation. The business has built a strong recurring revenue base and has a client list that includes Aberdeen Standard Investments, the BBC, HM Treasury, Tesco Bank, The National Archives and Zurich Insurance Group. The VCT funding is being used to grow the sales and marketing function, as well as to help build a market presence in the UK and US, particularly within the financial services sector.



**Nano Interactive** is an advertising technology business that specialises in intent targeting to identify relevant individuals to receive advertising based on multiple live intent signals, including their online search activity. Nano's platform allows advertisers and agencies to target users, at the exact point of interest, whilst also prioritising user privacy. The company has a strong client base of blue-chip advertisers, including Microsoft and agency groups such as Omnicom and Publicis. The VCT funding is being used to further product development and establish a presence in the US.



**Precursive** has developed a business-to-business (B2B) SaaS platform that allows clients to automate their customer onboarding and workforce capacity management. The platform bridges the gap between customer relationship management sales systems and customer success platforms, in order to improve operational efficiency and reduce client attrition. Precursive has built a strong market position and has developed high-quality relationships with clients such as DPD, GoCardless, Google and SES, which also provides good levels of forward revenue visibility. The VCT funding is being used to hire additional development staff, grow outbound and channel sales and invest in product development.



**Push Technology** is an established technology business that provides solutions to improve the speed, security and efficiency of critical data transfers. Push has built a strong blue-chip customer base across financial services, e-gaming companies and internet of things (IoT) sectors, where data transfer is of particularly high importance and value. Push engages with customers through long-term software licenses combined with annual recurring maintenance and support income. The VCT funding is being used to develop the business internationally and enhance the technology offering.



**Quorum Cyber Security** has developed an innovative platform that offers organisations a level of cyber security that would not be available in-house, including advisory services in crucial areas such as penetration testing, vulnerability management, forensic investigation and regulatory compliance. Quorum's fully managed, cloud native *Security Operations Centre*, protects small and large businesses across a range of sectors, and the business also provides consulting and managed security services to companies across the globe, including the UK, Europe, Australasia, and the Middle East. The VCT funding is being used to invest in sales and marketing, as well as to further develop the relationship with Microsoft, which should enable Quorum to target larger customers in the future.



**RevLifter** has developed an AI powered B2B technology solution that helps e-retailers increase revenue through personalised offers hosted by client brands. The technology platform uses machine learning to analyse and understand multiple signals from customers' on-site behaviour, in order to deliver incentives tailored to their preferences, thereby minimising cart abandonment, increasing sales and improving customer loyalty and experience. RevLifter has gained a number of high-profile clients including ASOS, AT&T and US retailer Sam's Club. The VCT funding is being used to expand the sales and marketing function, build out the technical development and data science teams and grow the customer services function.



**The Algorithm People (TAP)** has developed a SaaS platform for the transport and logistics sectors. The *My Transport Planner* solution enables fleet operators to reduce costs by planning the most efficient route and job schedule for their vehicles (including electric vehicles). Delivery via a web browser removes the cost and complexity of implementation, or the need for investment in ancillary hardware, which are known barriers to the adoption of route optimisation technology for a large part of the market. TAP's technology also features a pay-as-you-go model (in addition to longer term contract options) to drive uptake by smaller fleet operators. The VCT funding is being used to progress new partnerships and increase market presence.

During the period, 14 new AIM quoted investments were added to the portfolio.

- **AFC Energy** is a global leader in hydrogen power generation technologies. It has a proven fuel cell technology that is being commercialised through its *Hydrogen Power (H-Power)* product, an off-grid electric vehicle charging system that is run on hydrogen and produces no emissions. Your Company participated in the £31.6 million fundraising, which completed in July 2020. The investment is being used to facilitate the manufacture of the H-Power fuel cell, to employ manufacturing, engineering and commercial staff to support the expansion in target markets (electric vehicles and construction), and to fund further product development.
- **DeepMatter** is a technology company that has developed an integrated software, hardware and machine learning enabled platform, *DigitalGlassware*, which operates across the research and process development sectors. The solution enables users to translate chemistry processes into computer code, making it easier to record, reproduce and share. Your Company participated in the £2.1 million fundraising, which completed in July 2020. The investment is being used to strengthen the balance sheet and to provide capital to invest in sales, marketing and distribution to help grow market presence and market share.
- **Destiny Pharma** is a clinical stage biotechnology company focused on the development and commercialisation of novel medicines to prevent life threatening infections caused by antibiotic resistant bacteria such as MRSA. Destiny is also co-developing a preventative biotherapeutic product for the prevention of COVID-19. Your Company participated in the £9.5 million fundraising, which completed in November 2020. The investment is being used to fund Phase III clinical trial preparation costs and to provide additional working capital.
- **Eden Research** develops and supplies innovative biopesticide products and natural micro-capsulation technologies to the global crop protection, animal health and consumer products industries. Your Company participated in the £10.1 million fundraising, which completed in March 2020. This investment is being used to develop, register and commercialise key new products in categories such as insecticide formulation and seed treatment, taking a leading position in the rapidly growing sustainable agriculture market.
- **Feedback** is a specialist medical imaging technology company that has developed *Bleepa*, an innovative medical communication app that allows radiologists, clinicians and medical researchers to view and discuss high quality images securely on mobile devices, directly from the hospital source, thereby improving workflow efficiency. Your company participated in the £5 million fundraising, which completed in July 2020. The investment is being used to enhance the sales force targeting NHS Trusts and other key strategic partners, to progress product development and accelerate international expansion.
- **Genedrive** is a molecular diagnostics company that is developing and commercialising a low cost, simple to use platform for the rapid diagnosis of infectious diseases and use in patient stratification pathogen detection and other indications. During the period, Genedrive announced the development of a high throughput SARS-CoV-2 test to detect the COVID-19 infection. Your Company participated in the £7 million placing, which completed in May 2020. The investment is being used to support the introduction of the SARS-CoV-2 test alongside other product innovation.
- **Intelligent Ultrasound** is a global leader in ultrasound training through simulation, which has expanded into the development of AI software to support doctors and sonographers in clinical and ultrasound scanning. Your Company participated in the £5.2 million fundraising, which completed in April 2020. The investment is being used to support existing and new product development, as well as strengthening the balance sheet and providing general working capital.

- **One Media** is a digital music rights acquirer, publisher and distributor that specialises in purchasing and monetising intellectual property rights with proven repeat revenue streams. The business has a catalogue of over 200,000 tracks covering the full spectrum of musical genres and is seeking to add value by maximising its availability across over 600 digital stores including Apple Music, YouTube, Amazon and Spotify. Your Company participated in the £6.0 million fundraising, which completed in August 2020. The investment is being used to expand the digital asset base and develop its proprietary SaaS platform which helps to monitor and protect digital music from unauthorised exploitation.
- **ReNeuron** is a global leader in cell-based therapeutics, where its unique stem cell technologies are used to develop 'off the shelf' stem cell treatments, without the need for immunosuppressive drugs. ReNeuron has clinical-stage candidates in development for retinitis pigmentosa, a blindness-causing disease, and for disability as a result of stroke. Your Company participated in the £15 million fundraising, which completed in November 2020. The investment is being used to support the current clinical trials and to help deliver proof of concept on pre-clinical stem cell therapies currently in development.
- **SkinBioTherapeutics** is a life sciences company that is focused on skin health and has developed the proprietary platform SkinBiofix which, through scientific testing, has demonstrated that it can improve the barrier effect of skin, protect from infection and enhance wound repair. Your Company participated in the £4.5 million fundraising, which completed in October 2020. The investment is being used to expand the technology pipeline into areas such as haircare, oral and acne and to support the transition of the business from a virtual operation to one with inhouse scientific capability and related infrastructure.
- **RUA Life Sciences** is the developer of novel patented long term implantable biopolymer devices and components that are focused on the vascular and heart valve markets and utilise the bio-compatible polymer Elast-Eon™. Your Company participated in the £6.0 million fundraising, which completed in December 2020. The investment is being used to accelerate the development of the group's surgical heart valve through to human trial and to progress the development of pipeline valve and graft products.
- **Trackwise Designs** is a leading printed circuit technology provider, manufacturing specialist interconnector products for use across multiple sectors and applications. Your Company participated in the £5.9 million fundraising, which completed in March 2020. The investment provides working capital to support the growth of the business, specifically in the improved harness technology area, which utilises the company's proprietary technology to manufacture unlimited length, multilayer flexible printed circuits that can be used in aerospace, automotive, satellite and medical markets.
- **Velocys** designs and develops fuel technology and now licences its proprietary reactor and catalyst technology for the conversion of biomass and household waste into jet fuel. Your Company participated in the £21 million fundraising, which completed in July 2020. The investment is being used to support product development and commercialisation, and provide working capital to ensure the company's intellectual property remains protected.
- **Verici Dx** is a developer of advanced clinical diagnostic tests that help to understand how a patient is responding to organ transplant and is initially focused on the kidney transplant market. Your Company participated in the initial public offering, which completed in November 2020 and raised £14.5 million. The investment is being used to undertake clinical and validation studies, as well as bioinformation and health economic studies with funding also available for general overheads and supporting the working capital requirements of the business.



The table below shows the investments that have been completed during the period:

Purchases	Date	Sector	Investment cost £'000	Website
<b>New unlisted</b>				
GEN inCode UK Limited	July 2020	Health	600	www.genincode.com
HiveHR Limited	February 2020	Software & computer services (human resources)	300	www.hive.hr.com
Hublsoft Group Limited	June 2020	Software & computer services (data analytics)	800	www.hublsoft.com
Intilery.com Limited	April 2020	Software & computer services (e-commerce)	75	www.intilery.com
MirrorWeb Limited	September 2020	Software & computer services (RegTech)	550	www.mirrorweb.com
Nano Interactive Group Limited	March 2020	Software & computer services (AdTech)	625	www.nanointeractive.com
Precursive Limited	March 2020	Software & computer services (resource management)	750	www.precursive.com
Push Technology Limited	March 2020	Software & computer services (data acceleration)	525	www.pushtechology.com
Quorum Cyber Security Limited	June 2020	Software & computer services (cyber security)	500	www.quorumcyber.com
RevLifter Limited	November 2020	Software & computer services (e-commerce)	1,000	www.revliifter.com
The Algorithm People Limited	May 2020	Software & computer services (fleet telematics)	300	www.thealgorithmpeople.co.uk
<b>Total new unlisted</b>			<b>6,025</b>	

Purchases	Date	Sector	Investment cost £'000	Website
<b>Follow-on unlisted</b>				
ADC Biotechnology Limited	July 2020	Pharmaceuticals & biotechnology	134	www.adcbio.com
Contego Solutions Limited (trading as NorthRow)	July 2020	Software & computer services (RegTech)	380	www.northrow.com
e.fundamentals (Group) Limited <sup>1</sup>	April and November 2020	Software & computer services (data analytics)	833	www.efundamentals.com
eSafe Global Limited	November 2020	Software & computer services (education)	100	www.esafeglobal.com
Growth Capital Ventures Limited	June 2020	FinTech	62	www.growthcapitalventures.co.uk
Horizon Ceremonies Limited	May 2020	Support services (funeral services)	400	www.horizoncremation.co.uk
Lending Works Limited	February 2020	Software & computer services (FinTech)	42	www.lendingworks.co.uk
Life's Great Group Limited (trading as Mojo Mortgages) <sup>1</sup>	June and July 2020	Software & computer services (financial services)	258	www.mojomortgages.com
QikServe Limited	March 2020	Software & computer services (hospitality)	120	www.qikserve.com
Relative Insight Limited	June 2020	Software & computer services (language analytics)	600	www.relativeinsight.com
Rockar 2016 Limited (trading as Rockar)	October 2020	Software & computer services (automotive)	300	www.rockar.digital
The GP Service (UK) Limited	May 2020	Health	163	www.thegpservice.co.uk
<b>Total follow-on unlisted</b>			<b>3,392</b>	
<b>Total unlisted</b>			<b>9,417</b>	

Purchases	Date	Sector	Investment cost £'000	Website
<b>New quoted</b>				
AFC Energy PLC	July 2020	Technology	175	www.afcenergy.com
DeepMatter Group PLC	July 2020	Technology	125	www.deepmatter.io
Destiny Pharma PLC	November 2020	Pharmaceuticals & biotechnology	300	www.destinypharma.com
Eden Research PLC	March 2020	Chemicals	102	www.edenresearch.com
Feedback PLC	July 2020	Health	125	www.fbkmmed.com
Genedrive PLC	May 2020	Pharmaceuticals & biotechnology	25	www.genedriveplc.com
Intelligent Ultrasound Group PLC	May 2020	Software & computer services (pharmaceuticals)	400	www.intelligentultrasound.com
One Media IP Group PLC <sup>1</sup>	August and September 2020	Software & computer services (media)	200	www.omip.co.uk
ReNeuron Group PLC	November 2020	Pharmaceuticals & biotechnology	283	www.reneuron.com
SkinBio Therapeutics PLC <sup>1</sup>	October and December 2020	Pharmaceuticals & biotechnology	250	www.skinbiotherapeutics.com
Trackwise Designs PLC	March 2020	Electronics & electrical equipment	62	www.trackwise.co.uk
Velocys PLC	June 2020	Pharmaceuticals & biotechnology	112	www.velocys.com
Verici Dx PLC	October 2020	Pharmaceuticals & biotechnology	600	www.vericidx.com
RUA Life Sciences PLC	December 2020	Pharmaceuticals & biotechnology	100	www.rualifesciences.com
<b>Total new quoted</b>			<b>2,859</b>	
<b>Follow-on quoted</b>				
C4X Discovery Holdings PLC	May 2020	Pharmaceuticals & biotechnology	47	www.c4xdiscovery.com
Diurnal Group PLC	March 2020	Pharmaceuticals & biotechnology	63	www.diurnal.co.uk
<b>Total follow-on quoted</b>			<b>110</b>	
<b>Total quoted</b>			<b>2,969</b>	
<b>Total investments</b>			<b>12,386</b>	

<sup>1</sup>Investment tranching in two stages.

Your Company has co-invested in some or all of the above transactions with the other Maven VCTs. At the period end, the portfolio stood at 117 unlisted and quoted investments, at a total cost of £60.42 million.

## Realisations

In February 2020, your Company realised its holding in **Attraction World**, one of the UK's largest theme park and attraction ticket specialists. Having originally backed the MBO of the business in December 2010, Maven continued to support Attraction World as it experienced good growth, including the completion of a strategic acquisition in 2016. The realisation, via a secondary buyout led by the CEO, generated a total return of 1.94 times cost over the life of the investment.

In June 2020, the partial sale of the investment in **Global Risk Partners** (GRP) completed. Your Company originally invested in 2013, participating in a syndicate to back a highly experienced management team to pursue a buy & build strategy in the specialty insurance and reinsurance markets. GRP achieved significant scale and, at the point of sale, had completed and successfully integrated 59 acquisitions, with the enlarged business achieving annual gross written premium of almost £800 million. Following a competitive process, an offer was received from a US private equity buyer, with a partial exit completing conditionally in February 2020. Regulatory approval for the transaction was subsequently granted and the sale concluded in June 2020, generating a total return of 2.55 times cost over the life of the investment.

In October 2020, following an unsolicited approach by a US buyer, the holding in RegTech specialist **Symphonic Software** was realised through a trade sale to NYSE listed technology business PING Identity, which delivers intelligent identity solutions for corporate clients. Following the investment by the Maven VCTs in March 2019, Symphonic developed a strong partnership with PING, allowing its authorisation software to be paired with PING's data privacy and consent products. The acquisition is an excellent strategic fit, as it will facilitate greater integration with PING's broader intelligent identity platform. The exit generated a total return of 2.92 times cost over the holding period.

In December 2020, the sale of peer-to-peer platform **Lending Works** completed on receipt of FCA approval. Your Company first invested in Lending Works in April 2018 and, at the time, the peer-to-peer market was experiencing significant growth with Lending Works poised to become a credible challenger in this disruptive market. The outbreak of COVID-19 had a detrimental impact on consumer appetite for lending and, therefore, the Manager made the decision to exit the investment. Following a formal sales process an offer for the business was accepted from private asset manager Intriva Capital, with the sale completing in December 2020. The exit generated a total return of 0.92 times cost.

During the period, £2.29 million was realised through AIM disposals, where the Manager was able to take advantage of share price appreciation and favourable market conditions to actively trade out of a number of holdings either partially or completely, in order to lock in profits.

The table below gives details of all realisations completed during the reporting period:

Sales	Year first invested	Complete/partial exit	Cost of shares disposed of £'000	Value at 31 December 2019 £'000	Sales proceeds £'000	Realised gain/(loss) £'000	Gain/(loss) over 31 December 2019 value £'000
<b>Unlisted</b>							
Attraction World Holding Limited	2010	Complete	355	416	415	60	(1)
Lambert Contracts Holdings Limited <sup>1</sup>	2013	Complete	-	-	30	30	-
Lending Works Limited	2018	Complete	1,162	1,162	1,067	(95)	(95)
Martel Instruments Holdings Limited <sup>2</sup>	2007	Partial	210	210	210	-	-
Maven Co-Invest Endeavour Limited Partnership (invested in Global Risk Partners) <sup>3</sup>	2013	Partial	905	1,556	1,300	395	(256)
Space Student Living Limited <sup>1</sup>	2011	Complete	51	85	63	12	(22)
Symphonic Software Limited	2019	Complete	480	480	1,349	869	869
Other unlisted investments			-	-	3	3	3
<b>Total unlisted</b>			<b>3,163</b>	<b>3,909</b>	<b>4,437</b>	<b>1,274</b>	<b>498</b>

Sales	Year first invested	Complete/partial exit	Cost of shares disposed of £'000	Value at 31 December 2019 £'000	Sales proceeds £'000	Realised gain/(loss) £'000	Gain/(loss) over 31 December 2019 value £'000
<b>Quoted</b>							
AFC Energy PLC	2020	Partial	28	-	39	11	-
Avacta Group PLC	2018	Partial	226	233	863	637	630
Byotrol PLC	2017	Partial	96	74	310	214	236
C4X Discovery Holdings PLC	2017	Partial	23	24	35	12	11
Cello Health PLC	2019	Complete	55	71	86	31	15
DeepMatter Group PLC	2020	Partial	27	-	38	11	-
Diaceutics PLC	2019	Partial	80	105	126	46	21
Eden Research PLC	2020	Partial	19	-	25	6	-
Feedback PLC	2020	Partial	4	-	6	2	-
Genedrive PLC	2020	Complete	25	-	40	15	-
Ideagen PLC (formerly Datum PLC)	2015	Partial	17	99	104	87	5
MaxCyte Inc	2017	Partial	42	30	63	21	33
ReNeuron Group PLC	2020	Partial	6	-	7	1	-
Scancell Holdings PLC	2019	Partial	81	114	255	174	141
SkinBio Therapeutics PLC	2020	Partial	16	-	17	1	-
The Panoply Holdings PLC	2019	Partial	105	113	140	35	27
Velocys PLC	2020	Partial	15	-	28	13	-
Verici Dx PLC	2020	Partial	57	-	101	44	-
Other quoted investments			3	3	4	1	1
<b>Total quoted</b>			<b>925</b>	<b>866</b>	<b>2,287</b>	<b>1,362</b>	<b>1,120</b>
<b>Private equity investment trusts<sup>4</sup></b>							
Alcentra European Floating Rate Income Fund	2019	Partial	180	179	162	(18)	(17)
<b>Total private equity investment trusts</b>			<b>180</b>	<b>179</b>	<b>162</b>	<b>(18)</b>	<b>(17)</b>
<b>Total sales</b>			<b>4,268</b>	<b>4,954</b>	<b>6,886</b>	<b>2,618</b>	<b>1,601</b>

<sup>1</sup> Final recovery proceeds.<sup>2</sup> Loan note repayment.<sup>3</sup> Loss over 31 December 2019 value equates to residual holding reflected in the current NAV.<sup>4</sup> Part of liquidity management strategy.

During the year, three private companies were struck off the Register of Companies, resulting in a realised loss of £1.39 million (cost £1.39 million). This had no effect on the NAV of the Company as full provisions had been made against the value of each of the holdings in a previous period.

## Material Developments Since the Period End

Since 31 December 2020, three new private company assets have been added to the portfolio:

- **Adimo** has developed a marketing technology platform for the fast moving consumer goods (FMCG) sector, which is the world's largest advertising sector by spend. Adimo's solution gives FMCG adverts direct sales capability by connecting to online grocery baskets and allowing a product to be added, either for purchase later or to be bought instantly through the "Buy it Now" functionality. The software also provides brands with important data on customers' buying behaviour to help support repeat purchases. Adimo has a strong blue chip client list, which includes Coca-Cola, Danone and GSK. The VCT funding is being used to pursue pipeline opportunities and help grow the revenue base;
- **Atterley** is the provider of a fashion marketplace, which connects consumers with independent fashion retailers and brands. The platform offers customers an extensive selection of premium, emerging and undiscovered labels curated by some of the most high profile fashion buyers. The VCT funding is being used to expand the market presence in the US, fund specific recruitment and further develop the technology platform; and
- **Cardinality** is the developer of a data ingestion and analytics platform, which enables customers to manage and derive value from very large data sets. The business is focused on the telecoms sector and its clients include Vodafone, Telefonica and Zain. The VCT funding is being used to expand into new target markets with an initial focus on the financial services sector.

## Outlook

Despite the wider macro-economic conditions this has been a year of positive progress, during which your Company has continued to deliver on its core investment objective. The investee portfolio has seen significant expansion with the addition of a wide range of new holdings across various industry sectors, many of which offer defensive qualities and continuing growth potential. The Manager believes that the optimum model for a fully diversified VCT is the construction of a large and balanced portfolio with exposure to both private and AIM quoted companies, in tandem with an active liquidity management policy. Your Company is aligned with this approach and, consequently, remains well positioned to continue to achieve further growth in Shareholder value in the years ahead.

**Maven Capital Partners UK LLP**  
**Manager**

**9 April 2021**



# LARGEST INVESTMENTS BY VALUATION

As at 31 December 2020



## Horizon Ceremonies Limited

Kent

Cost (£'000)	2,463	
Valuation (£'000)	3,694	
Basis of valuation	Discounted cashflow	
Equity held	12.9%	
Income received to date (£'000)	185	
First invested	May 2017	
Year end	31 December	
	2019 (£'000)	2018 (£'000)
Net assets/ (liabilities)	(584)	259

*This company produces abbreviated accounts as permitted under the Companies Act 2006 relating to small companies.*

Horizon Ceremonies is building and operating a portfolio of environmentally and technologically advanced crematoria across the UK that will offer enhanced levels of care for families. Many UK areas have a shortage of modern local facilities, with the market experiencing increased demand for better quality service and forecast to see significant long-term growth, reflecting demographic changes and changing public attitudes to cremation. Horizon's first facility, Clyde Coast and Garnock Valley in North Ayrshire, has been trading since June 2018 and construction is well underway at the site in Cannock Staffordshire, with the facility due to open in April 2021. Construction has also recently commenced at a third site in the suburbs of Glasgow and there are a further two sites at various stages in the planning and consents process.

[www.horizoncremation.co.uk](http://www.horizoncremation.co.uk)

### Other Maven clients invested:

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC  
Maven Investor Partners



## BioAscent Discovery Limited

Motherwell

Cost (£'000)	1,532	
Valuation (£'000)	2,351	
Basis of valuation	Revenue	
Equity held	26.1%	
Income received to date (£'000) <sup>1</sup>	Nil	
First invested	June 2018	
Year end	31 December	
	2019 (£'000)	2018 (£'000)
Net assets	4,194	2,240

*This company produces abbreviated accounts as permitted under the Companies Act 2006 relating to small companies.*

BioAscent Discovery provides compound collection facilities and drug discovery processes for pharmaceutical and biotechnology companies, testing interactions against a collection of over one million chemical compounds to identify potential drug candidates for preclinical trials. BioAscent is able to maintain a comprehensive collection of compounds in optimum conditions at a state-of-the-art R&D facility, which enables clients to avoid committing significant financial and technical resources to undertaking these critical processes in-house.

[www.bioascent.com](http://www.bioascent.com)

### Other Maven clients invested:

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC



### Whiterock Group Limited

Aberdeen

Cost (£'000)	1,014	
Valuation (£'000)	1,753	
Basis of valuation	Earnings	
Equity held	13.0%	
Income received (£'000)	49	
First invested	December 2016	
Year end	31 December	
	2019 (£'000)	2018 (£'000)
Net assets	2,403	491

*This company produces abbreviated accounts as permitted under the Companies Act 2006 relating to small companies.*

Whiterock Group develops specialist visual asset management solutions for clients across a range of industries, delivering cost savings around the inspection and maintenance of assets. Whiterock has developed ZynQ 360 software, a cloud based visualisation system, which captures 360° photography and video to create a high-definition visual environment. This enables clients to navigate every area of hard to access assets such as offshore platforms, refineries or government buildings, and can be used across a range of devices.

[www.whiterockgroup.net](http://www.whiterockgroup.net)

#### Other Maven clients invested:

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC



### Rockar 2016 Limited (trading as Rockar)

Hull

Cost (£'000)	1,674	
Valuation (£'000)	1,741	
Basis of valuation	Earnings	
Equity held	6.9%	
Income received to date (£'000)	66	
First invested	July 2016	
Year end	31 December	
	2019 (£'000)	2018 (£'000)
Sales	51,754	47,855
EBITDA <sup>2</sup>	340	553
Net assets	728	830

Rockar has developed a disruptive digital car-buying proposition which aims to revolutionise the retail market by giving customers access to all the services of a traditional dealership online. The white label solution helps car manufacturers digitalise their traditional route to market and enables consumers to complete their purchase online, including options for part-exchange and finance.

[www.rockar.digital](http://www.rockar.digital)

#### Other Maven clients invested:

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC


**Martel Instruments Holdings Limited**

Durham

Cost (£'000)	910	
Valuation (£'000)	1,718	
Basis of valuation	Earnings	
Equity held	14.7%	
Income received to date (£'000)	646	
First invested	January 2007	
Year end	31 December	
	2019 (£'000)	2018 (£'000)
Sales	3,435	3,663
EBITDA <sup>2</sup>	781	868
Net liabilities	(3,452)	(3,313)

Martel is one of the leading UK manufacturers of custom-built compact printer and display units, offering in-house software and tooling design expertise, as well as injection moulding and surface mount capabilities. Martel's global customer base includes companies in the automotive, medical, transport and retail sectors. The business differentiates itself from other printer suppliers by offering a complete design and build service for low volume/high customisation printer solutions. Martel has traded very well during the year, having secured a number of significant orders for printers for the medical market.

[www.martelinstruments.com](http://www.martelinstruments.com)
**Other Maven clients invested:**

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC


**Vodat Communications Group Limited**

Stockport

Cost (£'000)	1,240	
Valuation (£'000)	1,717	
Basis of valuation	Earnings	
Equity held	7.1%	
Income received to date (£'000)	473	
First invested	March 2012	
Year end	31 March	
	2020 (£'000)	2019 (£'000)
Sales	28,576	24,053
EBITDA <sup>2</sup>	1,880	1,802
Net assets	2,183	2,723

Vodat provides managed network and communications solutions to business customers, with a particular focus on the UK retail sector, and offers a range of products and services including secure real-time data networks, telephone/VOIP services, card payment solutions, mobile marketing campaigns and disaster recovery. Vodat provides services to over 7,000 retail sites and its products enable retailers to reduce costs, boost store productivity and increase sales. Its established customer base includes Beaverbrooks, Fat Face, Joules and Welcome Break. In 2017, the company completed the acquisition of Axonex, a complementary specialist IT solutions provider. The acquisition has increased headline turnover and created a number of cross-selling opportunities.

[www.vodat-int.com](http://www.vodat-int.com)
**Other Maven clients invested:**

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC  
Maven Investor Partners



### QikServe Limited

Edinburgh

Cost (£'000)	1,674	
Valuation (£'000)	1,674	
Basis of valuation	Revenue	
Equity held	7.6%	
Income received to date (£'000) <sup>1</sup>	Nil	
First invested	December 2016	
Year end	31 July	
	2020 (£'000)	2019 (£'000)
Net assets	5,408	1,315

*This company produces abbreviated accounts as permitted under the Companies Act 2006 relating to small companies.*

QikServe has developed a patented digital ordering platform for the global travel concessions market, which allows customers in airports, stations and beyond to order and pay for food and drinks in any way they choose. This brings advantages to operators, allowing them to transform the guest experience, increase average customer spend, reduce waiting times and achieve operational efficiencies. The business is an Oracle Gold Partner and is fully integrated into Oracle's market leading point-of-sale hardware, which provides a unique route to market and allows multi-site operators to achieve rapid, low-cost deployment across large estates.

[www.qikserve.com](http://www.qikserve.com)

#### Other Maven clients invested:

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC



### CatTech International Limited

Scunthorpe

Cost (£'000)	1,115	
Valuation (£'000)	1,642	
Basis of valuation	Earnings	
Equity held	8.4%	
Income received to date (£'000)	465	
First invested	March 2012	
Year end	31 December	
	2019 (£'000)	2018 (£'000)
Sales	13,827	9,510
EBITDA <sup>2</sup>	1,968	895
Net assets	640	97

CatTech provides niche industrial services to oil refineries and petrochemical plants across the major international markets, with offices in the UK, US, China, Singapore and Thailand. The business has developed a range of proprietary products for servicing essential equipment and improving catalyst handling, in sectors where health & safety and the ability to maintain operational efficiency are critical. There are only a limited number of specialists worldwide have the skilled personnel and equipment to undertake catalyst handling projects.

[www.cat-tech.com](http://www.cat-tech.com)

#### Other Maven clients invested:

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC  
Maven Investor Partners


**The GP Service (UK) Limited**

London

Cost (£'000)	1,597	
Valuation (£'000)	1,622	
Basis of valuation	Revenue	
Equity held	19.2%	
Income received to date (£'000)	46	
First invested	April 2016	
Year end	31 January	
	2020 (£'000)	2019 (£'000)
Net liabilities	(1,894)	(597)

*This company produces abbreviated accounts as permitted under the Companies Act 2006 relating to small companies.*

The GP Service (GPS) provides innovative services for general medical consultations and prescriptions and is expanding into new geographical locations, whilst also enhancing its range of services. The online pharmacy and prescription market is a growth sector, driven by widespread increases in average GP waiting times and inflexible surgery opening times. The GPS platform enables customers to tailor healthcare needs around work and family commitments, by facilitating live GP consultations by video link, with prescriptions issued to a local pharmacy.

[www.thegpservice.co.uk](http://www.thegpservice.co.uk)

**Other Maven clients invested:**

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC


**Contego Solutions Limited**

(trading as NorthRow)

Thame

Cost (£'000)	1,581	
Valuation (£'000)	1,581	
Basis of valuation	Revenue	
Equity held	12.1%	
Income received to date (£'000)	65	
First invested	July 2017	
Year end	31 December	
	2019 (£'000)	2018 (£'000)
Sales	2,003	1,540
EBITDA <sup>2</sup>	(2,252)	(2,280)
Net liabilities	(294)	(253)

NorthRow develops automated compliance solutions across a range of industries, helping organisations in the property, banking, financial services and public sectors to gain a full understanding of their customers and employees by automating processes, including providing complex, real-time compliance and fraud checks. Its comprehensive software solutions are designed to enable clients to minimise operational costs and improve the efficiency of their compliance processes, helping to reduce risk when dealing with people, companies and identity documents.

[www.northrow.com](http://www.northrow.com)

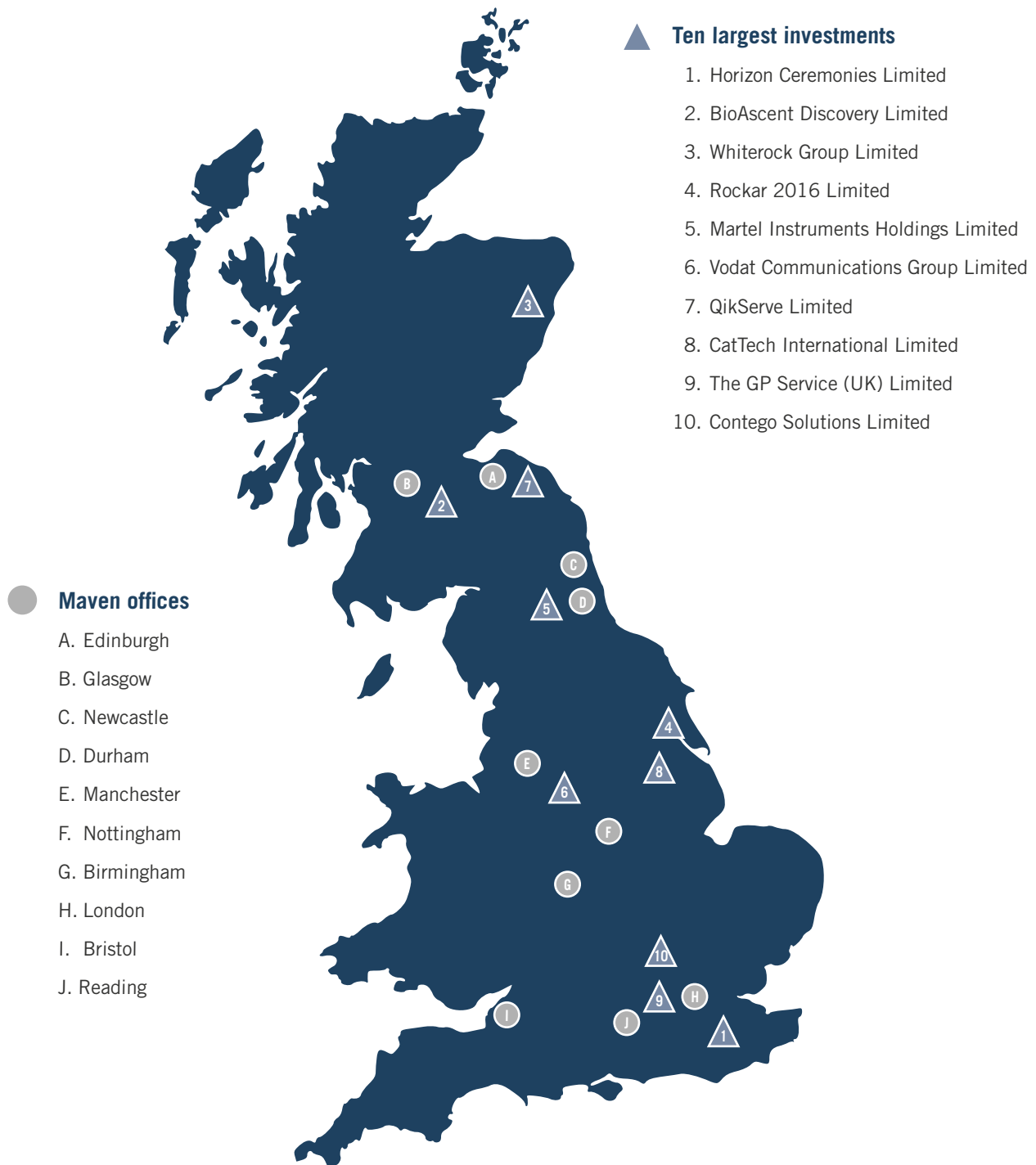
**Other Maven clients invested:**

Maven Income and Growth VCT PLC  
Maven Income and Growth VCT 3 PLC  
Maven Income and Growth VCT 5 PLC

<sup>1</sup> No interest is payable as investment has been structured as all equity.

<sup>2</sup> Earnings before interest, tax, depreciation and amortisation.

# NATIONAL PRESENCE | REGIONAL FOCUS





# INVESTMENT PORTFOLIO SUMMARY

As at 31 December 2020

Investment	Valuation £'000	Cost £'000	% of total assets	% of equity held	% of equity held by other clients <sup>1</sup>
<b>Unlisted</b>					
Horizon Ceremonies Limited (formerly Horizon Cremation Limited)	3,694	2,463	4.6	12.9	39.7
BioAscent Discovery Limited	2,351	1,532	2.9	26.1	13.9
Whiterock Group Limited	1,753	1,014	2.2	13.0	17.0
Rockar 2016 Limited (trading as Rockar)	1,741	1,674	2.2	6.9	14.7
Martel Instruments Holdings Limited	1,718	910	2.2	14.7	29.6
Vodat Communications Group Limited	1,717	1,240	2.1	7.1	19.8
QikServe Limited	1,674	1,674	2.1	7.6	8.2
CatTech International Limited	1,642	1,115	2.1	8.4	21.6
The GP Service (UK) Limited	1,622	1,597	2.1	19.2	32.1
Contego Solutions Limited (trading as NorthRow)	1,581	1,581	2.0	12.1	20.2
Glacier Energy Services Holdings Limited	1,540	1,540	2.0	6.0	21.7
CB Technology Group Limited	1,405	1,097	1.8	19.6	59.3
WaterBear Education Limited	1,396	987	1.8	20.1	19.1
Bright Network (UK) Limited	1,382	1,383	1.8	11.9	26.0
HCS Control Systems Group Limited	1,201	1,201	1.5	10.7	25.8
e.fundamentals (Group) Limited	1,200	967	1.5	3.8	7.1
ebb3 Limited	1,186	1,307	1.5	23.3	35.3
Life's Great Group Limited (trading as Mojo Mortgages)	1,166	1,156	1.5	13.7	31.8
RMEC Group Limited	1,084	782	1.4	4.8	45.3
Flow UK Holdings Limited	1,047	1,047	1.3	12.7	22.3
Filtered Technologies Limited	1,034	950	1.3	10.1	16.5
Boiler Plan (UK) Limited	1,000	1,000	1.3	24.0	32.5
Relative Insight Limited	1,000	1,000	1.3	5.3	24.0
RevLifter Limited	1,000	1,000	1.3	11.9	6.0
Ensco 969 Limited (trading as DPP)	983	1,823	1.2	7.4	27.1
Curo Compensation Limited	846	1,117	1.1	12.1	6.9
Hublsoft Group Limited	800	800	1.0	12.5	18.7
eSafe Global Limited	753	971	1.0	26.2	25.3
Precursive Limited	750	750	1.0	6.5	15.1
TC Communications Holdings Limited	734	958	0.9	10.7	19.3
Optoscribe Limited	726	726	0.9	5.1	4.6
Growth Capital Ventures Limited	650	639	0.8	12.8	30.3
Maven Capital (Marlow) Limited	650	650	0.8	-	100.0
Nano Interactive Group Limited	625	625	0.8	3.7	11.2
GEN inCode UK Limited	600	600	0.8	6.6	9.9
MirrorWeb Limited	550	550	0.7	7.8	29.1
Delio Limited	533	533	0.7	3.6	9.9
Push Technology Limited	525	525	0.7	2.8	8.5
Quorum Cyber Security Limited	500	500	0.6	8.7	12.3
CODILINK UK Limited (trading as Coniq)	400	400	0.5	1.1	3.8

# INVESTMENT PORTFOLIO SUMMARY (CONTINUED)

As at 31 December 2020

Investment	Valuation £'000	Cost £'000	% of total assets	% of equity held	% of equity held by other clients <sup>1</sup>
<b>Unlisted (continued)</b>					
HiveHR Limited	300	300	0.4	5.2	33.7
The Algorithm People Limited	300	300	0.4	9.7	16.3
Maven Co-invest Endeavour Limited Partnership (invested in Global Risk Partners) <sup>2</sup>	291	4	0.4	12.1	87.9
R&M Engineering Group Limited	268	1,087	0.3	13.4	57.2
Altra Consultants Limited	250	250	0.3	4.2	55.8
ISN Solutions Group Limited	216	467	0.3	7.8	47.3
ADC Biotechnology Limited	184	1,227	0.2	3.7	5.6
Shortbite Limited (trading as DigitalBridge)	163	325	0.2	1.1	30.5
AVID Technology Group Limited	159	636	0.2	4.4	5.6
GradTouch Limited	150	200	0.2	2.9	32.6
Honcho Markets Limited	129	129	0.2	2.4	22.3
Fathom Systems Group Limited	121	1,066	0.2	12.7	47.3
Intilery.com Limited	75	75	0.1	0.8	43.2
FLXG Scotland Limited (formerly Flexlife Group Limited)	39	339	-	3.2	11.1
Other unlisted investments	1	1,592	-		
<b>Total unlisted</b>	<b>49,405</b>	<b>50,381</b>	<b>62.7</b>		
<b>Quoted</b>					
Verici Dx PLC	1,548	543	1.9	1.9	-
Ideagen PLC (formerly Datum PLC)	1,322	166	1.6	0.2	0.8
AFC Energy PLC	717	147	0.8	0.1	0.1
MaxCyte Inc	634	207	0.8	0.2	0.2
Intelligent Ultrasound Group PLC	533	400	0.7	1.7	0.5
Creo Medical Group PLC	530	497	0.7	0.2	-
Byotrol PLC	339	167	0.4	1.1	0.5
Scancell Holdings PLC	335	124	0.4	0.6	-
Pelatro PLC	334	496	0.4	2.7	0.9
SkinBio Therapeutics PLC	321	234	0.4	0.9	-
ReNeuron Group PLC	317	277	0.4	0.7	1.8
Destiny Pharma PLC	305	300	0.4	0.8	1.0
C4X Discovery Holdings PLC	280	137	0.4	0.9	1.2
Diaceutics PLC	279	161	0.4	0.3	0.3
The Panoply Holdings PLC	275	107	0.3	0.3	-
Trackwise Designs PLC	242	60	0.3	0.3	0.4
Avacta Group PLC	226	33	0.3	0.1	0.1
Oxford Metrics PLC (formerly OMG PLC)	215	80	0.3	0.2	-
Velocys PLC	195	97	0.2	0.3	0.3
Diurnal Group PLC	181	99	0.2	0.3	0.5
One Media IP Group PLC	166	200	0.2	1.8	-

# INVESTMENT PORTFOLIO SUMMARY (CONTINUED)

As at 31 December 2020

Investment	Valuation £'000	Cost £'000	% of total assets	% of equity held	% of equity held by other clients <sup>1</sup>
<b>Quoted (continued)</b>					
KRM22 PLC	154	220	0.2	1.6	-
Eden Research PLC	152	83	0.2	0.4	1.1
Vectura Group PLC	128	100	0.2	-	0.1
RUA Life Sciences PLC	125	100	0.2	0.4	1.3
DeepMatter Group PLC	124	98	0.2	0.7	1.7
Feedback PLC	121	121	0.2	1.1	1.1
Angle PLC	73	92	0.1	0.1	0.1
Access Intelligence PLC	72	42	0.1	0.1	0.7
Faron Pharmaceuticals PLC	69	70	0.1	0.1	0.2
Hardide PLC	61	122	0.1	0.4	0.3
Osirium Technologies PLC	57	100	0.1	1.5	4.4
Seen PLC (formerly Entertainment AI PLC)	55	75	0.1	-	1.4
Vianet Group PLC (formerly Brulines Group PLC)	22	49	-	0.1	-
Other quoted investments	11	356	-		
<b>Total quoted</b>	<b>10,518</b>	<b>6,160</b>	<b>13.3</b>		
<b>Private equity investment trusts</b>					
HgCapital Trust PLC	606	428	0.8	0.1	0.1
Apax Global Alpha Limited	493	384	0.6	0.1	0.1
Princess Private Equity Holding Limited	471	391	0.6	0.1	0.1
HarbourVest Global Private Equity Limited	344	250	0.4	-	0.1
BMO Private Equity Trust PLC (formerly F&C Private Equity Trust PLC)	295	343	0.4	0.2	0.3
ICG Enterprise Trust PLC	279	250	0.4	-	0.1
Standard Life Private Equity Trust PLC	234	190	0.3	-	0.1
Pantheon International PLC	214	180	0.3	-	0.1
<b>Total private equity investment trusts</b>	<b>2,936</b>	<b>2,416</b>	<b>3.8</b>		
<b>Real estate investment trusts</b>					
Regional REIT Limited	210	265	0.3	0.1	0.1
Target Healthcare REIT Limited	199	199	0.2	0.1	-
Schroder REIT Limited	133	206	0.2	0.1	-
Custodian REIT PLC	105	140	0.1	-	-
<b>Total real estate investment trusts</b>	<b>647</b>	<b>810</b>	<b>0.8</b>		

# INVESTMENT PORTFOLIO SUMMARY (CONTINUED)

As at 31 December 2020

Investment	Valuation £'000	Cost £'000	% of total assets	% of equity held	% of equity held by other clients <sup>1</sup>
<b>Fixed income investment trusts</b>					
TwentyFour Income Fund Limited	185	196	0.1	0.1	-
Alcentra European Floating Rate Income Fund Limited	9	11	0.1	0.1	-
<b>Total fixed income investment trusts</b>	<b>194</b>	<b>207</b>	<b>0.2</b>		
<b>Infrastructure investment trusts</b>					
3i Infrastructure PLC	124	117	0.3	-	-
The Renewables Infrastructure Group Limited	117	121	0.1	-	-
HICL Infrastructure Company Limited	106	105	0.1	-	-
International Public Partnerships Limited	104	102	0.1	-	-
<b>Total infrastructure investment trusts</b>	<b>451</b>	<b>445</b>	<b>0.6</b>		
<b>Total investments</b>	<b>64,151</b>	<b>60,419</b>	<b>81.4</b>		

<sup>1</sup> Other clients of Maven Capital Partners UK LLP.

<sup>2</sup> Managed by Penta Capital LLP of which Steven Scott, a Director of the Company, is a partner.

# DIRECTORS' REPORT

**The Directors submit their Annual Report together with the Financial Statements of the Company for the year ended 31 December 2020. A summary of the financial results for the year can be found in the Financial Highlights on pages 4 and 5. The investment objective, business model and investment policy are set out in the Business Report on page 14 and the Board's dividend strategy is summarised in the Chairman's Statement on page 11.**

## Principal Activity and Status

The Company's affairs have been conducted, and will continue to be conducted, in a manner to satisfy the conditions to enable it to continue to obtain approval as a venture capital trust under Section 274 of the Income Tax Act 2007. During the year, the Company maintained its membership of the AIC. Its Ordinary Shares are listed on the premium segment of the Official List and traded on the main market of the London Stock Exchange. Further details are provided in the Corporate Summary.

## Regulatory Status

The Company is a small registered, internally managed alternative investment fund under the AIFMD. As a VCT, pursuant to Section 274 of the Income Tax Act 2007, the rules of the FCA in relation to non-mainstream investment products do not apply to the Company.

## Going Concern

The Company's business activities, together with the factors likely to affect its future development and performance, are set out in this Directors' Report and within the Strategic Report. The financial position of the Company is described in the Chairman's Statement. In addition, Note 16 to the Financial Statements includes: the Company's objectives, policies and processes for managing its financial risks; details of its financial instruments; and its exposures to market price risk, interest rate risk, liquidity risk, credit risk and price risk sensitivity. The Directors believe that the Company is well placed to manage its business risks.

Following a detailed review, and taking into account the impact of the COVID-19 pandemic referred to in the Chairman's Statement on pages 9 to 13 and in the Investment Manager's Review on pages 22 to 34, the Directors have a reasonable expectation that the Company has adequate financial resources to enable it to continue in operational existence for the foreseeable future. Accordingly, they have continued to adopt the going concern basis when preparing the Annual Report and Financial Statements.

## Viability Statement

In accordance with Provision 31 of the UK Corporate Governance Code, published in July 2018 and Principle 36 of the AIC Code of Corporate Governance, published in February 2019 (the Codes), the Board has assessed the Company's prospects and risks for the five-year period to 31 December 2025, which is considered appropriate for a VCT business of its size.

In making this statement, the Board carried out a robust assessment of the principal and emerging risks facing the Company as set out in the Business Report, including those that might threaten its business model, future performance, solvency, or degree of liquidity within the portfolio. The Board concentrated its efforts on the major factors that affect the economic, regulatory and political environment, including the COVID-19 pandemic, the UK's decision to leave the EU and the potential impact on EU State Aid Rules.

The Board also considered the quality of the current portfolio, the Company's ability to raise new funds and the Manager's ability to source and secure new investment opportunities. As highlighted in the Chairman's Statement on page 13, the Board considers the Company's future to be positive.

The Directors also considered the Company's cash flow projections and underlying assumptions for the five years to 31 December 2025 and regarded them to be realistic and fair. Therefore, after careful consideration of the Company's current position, its future prospects and, taking into account the Board's attitude to risk and its ongoing review of the investment objective and policy, the Board has a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the course of the five years ending 30 December 2025.

## Financial Instruments

The Company's financial instruments comprise its investment portfolio, cash balances, debtors and creditors that arise directly from its operations, including accrued income and purchases and sales awaiting settlement. The main risks that the Company faces arising from its financial instruments are disclosed in Note 16 to the Financial Statements.

## Global Greenhouse Gas Emissions

The Company has no greenhouse gas emissions to report from its operations, nor does it have responsibility for any other emissions producing sources under the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013.

## Corporate Governance

The Statement of Corporate Governance, which supports this Directors' Report, is shown on pages 55 to 59.

## Directors

Biographies of the Directors who held office during the year and as at the date of signing of this Annual Report are shown in the Your Board section of this Annual Report along with their interests in the shares of the Company, which are also shown below.

Bill Nixon is managing partner of Maven Capital Partners UK LLP, which is entitled to receive investment management and secretarial fees, as disclosed in Notes 3 and 4 to the Financial Statements respectively. No other contract or arrangement significant to the Company's business, and in which any of the Directors is interested, has subsisted during the year.

In accordance with the Codes, all of the other Directors will stand for annual re-election. The Board confirms that, following a formal process of evaluation, the performance of each Director continues to be effective and all Directors have demonstrated commitment to their roles.

Peter Linthwaite oversees the portfolio of private equity fund investments of The Royal London Mutual Insurance Society Limited. He has over 25 years of private equity experience and was previously the chief executive of the BVCA.

Malcolm Graham-Wood began his career as a financial analyst and then spent twelve years at James Capel before becoming head of equities at Williams de Broe. He is a founding partner of HydroCarbon Capital, which provides independent advisory services to the oil & gas sector.

Fraser Gray sits on a number of advisory boards, supporting smaller companies on growth and strategic matters. He was previously a managing director in AlixPartners' turnaround and restructuring practice, where he led the provision of restructuring and liquidity improvement solutions to clients across a wide variety of industry sectors. Fraser is a chartered accountant, and was formerly a licensed insolvency practitioner and accredited mediator.

Bill Nixon, as the managing partner of Maven and with 40 years' experience in banking and private equity, has a wealth of knowledge in the private equity sector in which the Company operates and is a key contributor to all Board discussions. As a participant in various VCT forums, Bill provides the other Directors with valuable insight to the sector.

Steven Scott is a qualified chartered accountant. He worked in the Bank of Scotland Structured Finance Group before becoming a director of Royal Bank Development Capital, the private equity division of The Royal Bank of Scotland plc. He founded Penta Capital LLP, an independent UK private equity manager that specialises in buy & build investments in the UK.

The Board believes that, for the above reasons, the contribution of each Director continues to be important to the continued long-term success of the Company, as the combined skills and experience ensure a balanced Board of Directors with a wealth of knowledge and understanding in the key areas that are relevant to the Company. It is, therefore, believed to be in the best interests of Shareholders that all Directors be re-elected and Resolutions to this effect will be proposed at the 2021 AGM.



## Directors' Interests

The Directors who held office during the year and as at the date of this Annual Report, together with their interests in the share capital of the Company, are as follows:

	31 December 2020 Ordinary Shares of 10p each	31 December 2019 Ordinary Shares of 10p each
Peter Linthwaite	9,507	2,425
Malcolm Graham-Wood	72,931	72,931
Fraser Gray	39,624	39,624
Bill Nixon	990,804	456,958
Steven Scott	202,838	202,838

There is no requirement for the Directors of the Company to hold shares in the Company. All of the interests shown above are beneficial and as at 7 April 2021, being the latest practicable date prior to the publication of this Annual Report, there have been no further changes to them since the end of the Company's financial year.

## Directors' and Officers' Liability Insurance

The Company purchases and maintains liability insurance for the Directors and Officers of the Company.

## Conflicts of Interest

Each Director has a statutory duty to avoid a situation where he has, or could have, a direct or indirect interest which conflicts, or may conflict with the interests of the Company. A Director will not be in breach of that duty if the relevant matter has been authorised by the Board in accordance with the Company's Articles. This includes any co-investment made by the Directors in entities in which the Company also has an interest.

The Board has an approved protocol for identifying and dealing with conflicts and has resolved to conduct a regular review of actual or possible conflicts. As previously reported, the Company is invested in Maven Co-invest Endeavour Limited Partnership, which is an investment managed by Penta Capital LLP of which Steven Scott, a Director of the Company, is a partner and which, from time to time, introduces potential investment opportunities to the Manager. The Board has continued to agree that this does not represent a material conflict. No other new, or potential, conflicts of interest were identified during the year.

## Substantial Interests

At 31 December 2020, the only Shareholder known to the Company to be directly or indirectly interested in 3% or more of its issued Ordinary Share capital was as follows:

	Number of Ordinary Shares held	% of issued share capital
Hargreaves Lansdown (Nominees) Limited – HLNOM Account	7,988,412	7.13

At 7 April 2021, being the last practicable date prior to the publication of this Annual Report, the only Shareholder known to the Company to be directly or indirectly interested in 3% or more of its issued Ordinary Share capital was as follows:

	Number of Ordinary Shares held	% of issued share capital
Hargreaves Lansdown (Nominees) Limited – HLNOM Account	7,937,278	7.12

## Manager and Secretary

Maven Capital Partners UK LLP (Maven) acted as Manager and Secretary to the Company during the year ended 31 December 2020 and details of the investment management and secretarial fees are disclosed in Notes 3 and 4 to the Financial Statements respectively.

The principal terms of the Management and Administration Deed agreed with Maven are as follows:

### **Termination provisions**

The agreement is capable of termination by the giving of 24 months' written notice by either the Company or the Manager. Should the Company terminate the Management and Administration Deed on shorter notice before that date, the Manager would be entitled to receive fees which would otherwise have been due up until the date of the end of the contractual notice period. Furthermore, the Company may terminate the agreement without compensation due if:

- a receiver, liquidator or administrator of the Manager is appointed;
- the Manager commits any material breach of the provisions of the agreement; or
- the Manager ceases to be authorised to carry out investment business.

### **Management and administration fees**

For the year ended 31 December 2020, and unchanged for the year ending 31 December 2021, the investment management and secretarial fees payable to Maven were calculated and charged on the following basis:

- an investment management fee of 2.5% (2019: 2.5%) per annum of the gross assets of the Company at the previous quarter end, which is chargeable 20% to revenue and 80% against realised capital reserves; and
- a secretarial fee of £127,000 (2019: £103,000) per annum, the increase in which reflects the revised amount agreed on completion of the merger with Maven VCT 6 on 18 December 2019, is charged 100% to revenue and is subject to an annual adjustment to reflect movement in the UK Consumer Prices Index.

Subject to certain criteria being met, Maven is entitled to a performance incentive fee, in respect of each six month period ended 30 June and 31 December, of an amount equal to 20% (2019: 20%) of any increase in the total return (before applying any performance incentive fee) as at the end of the relevant six month period to the total return (after accruing for the performance incentive fee payable for that period) as at the end of the last six month period on which a performance incentive fee was paid. Total return for these purposes means net asset value, adjusted for dividends, share buy-backs and share issues since the period in respect of which the last performance incentive fee was paid. The net asset value from which the performance related fee is measured is rebased to the higher level on each occasion that such a fee becomes payable. The investment management, secretarial and performance incentive fees will be exclusive of VAT (if any).

By agreement with the Manager, the total management and administrative expenses of the Company, inclusive of irrecoverable VAT but exclusive of transaction costs and expenses relating to the acquisition and disposal of investments, are capped at 3.5% of the net asset value at the end of the relevant financial period, calculated before deduction of management and administrative expenses or any exceptional items such as merger or performance incentive fees in respect of that financial year.

Independent from the above arrangements, during the year ended 31 December 2020 the sum of £18,000 (2019: £17,500) plus VAT was paid to the Manager in respect of Bill Nixon's role as a Director of the Company. Maven may also receive, from investee companies, fees in relation to arranging transactions, monitoring of business progress and for providing non-executive directors for their boards.

In the period to 11 October 2018, to ensure that the Manager's staff were appropriately incentivised in relation to the management of the portfolio, a co-investment scheme allowed individuals to participate in investment in portfolio companies alongside the Company. On 11 October 2018, the co-investment scheme was suspended temporarily, pending a review by the Manager. That review has now been completed and it was agreed to re-introduce the co-investment scheme with effect from 5 March 2021, with the terms of participation unchanged from those in place previously. Under the terms and conditions of the co-investment scheme, all investments will be made through a nominee and under terms agreed by the Board. The terms of the scheme ensure that all investments will be made on identical terms to those of the Company and that no selection of investments by participants will be allowed. Total investment by participants in the co-investment scheme is set at 5% of the aggregate amount of equity subscribed for by the Company and the co-investing executives, except where the only securities to be acquired by the Company are those quoted on AIM, in which case the co-investment percentage is 1.5%. Given the relatively low equity participation in each private company investment, any dilution of the Company's interests is, therefore, minimal and the Directors believe that the scheme provides a useful incentive that closely aligns the interests of key individuals within the Manager's staff with those of the Company's Shareholders.

In light of investment performance achieved by the Manager, together with the standard of company secretarial and administrative services provided, the Board considers that the continued appointment of the Manager and Secretary on the stated terms is in the best interests of the Company and its Shareholders.

It should be noted that, as at 7 April 2020, Maven Capital Partners UK LLP, Bill Nixon and certain other executives held, in aggregate, 2,722,481 of the Company's Ordinary Shares, representing 2.44% of the issued Ordinary Share capital as at that date.

### **Independent Auditor**

It is recommended that the Company's Independent Auditor, Deloitte LLP, should continue in office and Resolution 9 to propose its re-appointment will be proposed at the 2021 AGM, along with Resolution 10, to authorise the Directors to fix its remuneration. No non-audit fees were paid to Deloitte LLP during the year under review (2019: £5,000 for tax services, including VAT). The Directors have received confirmation from the Auditor that it remains independent and objective. The Directors remain satisfied that objectivity and independence are being safeguarded by Deloitte LLP.

### **Directors' Disclosure of Information to the Auditor**

So far as the Directors who held office at the date of approval of this Annual Report are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Company's Auditor is unaware, and each of the Directors has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's Auditor is aware of that information.

### **Purchase of Ordinary Shares**

During the year ended 31 December 2020, the Company bought back a total of 1,851,566 (2019: 1,232,000) of its own Ordinary Shares, representing 1.65% of the Ordinary Shares in issue as at 17 April 2020, being the last practicable date prior to publication of the previous Annual Report.

A Special Resolution, numbered 13 in the Notice of Annual General Meeting, will be put to Shareholders at the 2021 AGM for their approval to renew the Company's authority to purchase in the market a maximum of 16,717,318 Ordinary Shares (14.99% of the shares in issue at 7 April 2021). Such authority will expire on the date of the AGM in 2022, or after a period of 15 months from the date of the passing of the Resolution, whichever is the earlier.

The Board intends to use this authority to continue its share buy-back policy. Purchases of shares will be made within guidelines established from time to time by the Board, but only if it is considered that such purchases would be to the advantage of the Company and its Shareholders when taken as a whole. Purchases will be made in the market at prices below the prevailing NAV per share. Under the FCA Listing Rules the maximum price that may be paid on the exercise of this authority must not exceed 105% of the average of the mid-market quotations for the shares over the five business days immediately preceding the date of purchase. The minimum price that may be paid is 10p per share. In making purchases, the Company will deal only with member firms of the London Stock Exchange. Any shares that are purchased will be cancelled, and not available for reissue, or held in treasury. Once held in treasury, such shares may be cancelled or sold for cash.

Purchases of shares by the Company will be made from distributable reserves and will normally be paid out of cash balances held by the Company from time to time. As any purchases will be made at a discount to NAV at the time of purchase, the NAV of the remaining Ordinary Shares in issue should increase as a result of any such purchase. Shares will not be purchased by the Company in the period from the end of the Company's relevant financial period up to and including the earlier of an announcement of all price sensitive information in respect of the relevant period or the release of the full results.

### **Issue of New Ordinary Shares**

During the year under review, 10,743,574 new Ordinary Shares were issued and allotted (2019: 27,775,325 Ordinary Shares). Of this amount, 165,586 new Ordinary Shares were issued under the DIS (2019: 196,355 Ordinary Shares). Further details are provided in Note 12 to the Financial Statements on page 85. An Ordinary Resolution, numbered 11 in the Notice of Annual General Meeting, will be put to Shareholders at the 2021 AGM for their approval for the Company to issue up to an aggregate nominal amount of £1,115,231 in respect of the Ordinary Shares (equivalent to 11,152,310 Ordinary Shares or 10% of the total issued share capital at 7 April 2021).

Issues of new Ordinary Shares may only be made at, or at a premium to, NAV per share, thus ensuring existing investors will not be disadvantaged by such issues. The proceeds of any issue may be used to purchase the Company's shares in the market or to fund further investments in accordance with the Company's investment policy. This authority shall expire either at the conclusion of the AGM in 2022 or on the expiry of 15 months from the passing of the Resolution, whichever is the first to occur.

When shares are to be allotted for cash, Section 561(1) of the Companies Act 2006 provides that existing Shareholders have pre-emption rights and that the new shares are offered first to such Shareholders in proportion to their existing holdings. However, Shareholders can, by special resolution, authorise the Directors to allot shares otherwise than by a pro rata issue to existing Shareholders. A Special Resolution, numbered 12 in the Notice of Annual General Meeting, will, if passed, give the Directors power to allot for cash, up to an aggregate nominal amount not exceeding £1,115,231 in respect of the Ordinary Shares (equivalent to 11,152,310 Ordinary Shares or 10% of the total issued share capital at 7 April 2021) as if Section 561(1) does not apply. This is the same amount of share capital that the Directors are seeking the authority to allot pursuant to Resolution 11. The authority will also expire either at the conclusion of the AGM of the Company in 2022 or on the expiry of 15 months from the passing of the Resolution, whichever is the first to occur.

### **Share Capital and Voting Rights**

As at 31 December 2020, the Company's share capital amounted to 112,005,928 Ordinary Shares of 10p each. Subsequent to the year end, the Company bought back 482,786 Ordinary Shares for cancellation. As a result, there were 111,523,142 Ordinary Shares in issue as at 7 April 2021. Further details are included in Note 12 to the Financial Statements.

There are no restrictions on the transfer of Ordinary Shares issued by the Company or their related voting rights, other than certain restrictions that may from time to time be imposed by law (for example, the Market Abuse Regulation). The Company is not aware of any agreement between Shareholders that may result in a transfer of securities and/or voting rights.

### **Significant Agreements and Related Party Transactions**

The Company is not aware of any significant agreements to which it is a party that take effect, alter or terminate upon a change of control of the Company, following a takeover. Other than the Management and Administration Deed, further details of which are set out on pages 48 and 49, the Company is not aware of any contractual or other agreements that are essential to its business and which could reasonably be expected to be declared in the Directors' Report.

Other than those set out in this Directors' Report, there are no further related party transactions that require to be disclosed.

### **Post Balance Sheet Events**

Other than those referred to above and elsewhere in the Strategic Report, there have been no events since 31 December 2020 that require disclosure.

### **Future Developments**

An indication of the Company's future developments can be found in the Chairman's Statement on page 13 and in the Investment Manager's Review on page 34, which highlight the commitment of the Board and the Manager to providing returns to Shareholders and delivering the Company's investment strategy.

### **AGM and Directors' Recommendation**

The AGM will be held on 12 May 2021, and the Notice of Annual General Meeting is on pages 90 to 95 of this Annual Report. The Notice of Annual General Meeting also contains a Resolution that seeks authority for the Directors to convene a general meeting, other than an annual general meeting, on not less than fourteen days' clear notice, although it is anticipated that such authority would only be exercised under exceptional circumstances.

As highlighted in the Chairman's Statement, in light of Government advice against all non-essential travel and maintaining social distancing, Shareholders will be unable to attend the AGM in person. Therefore, the Board encourages Shareholders to vote at the AGM using a hard copy proxy form, via CREST, or electronically using the Registrar's share portal service at [www.signalshares.com](http://www.signalshares.com). Please refer to the notes to the Notice of Annual General Meeting on pages 92 to 95 of this Annual Report.

The Directors consider that all of the Resolutions to be put to the AGM are in the best interests of the Company and its Shareholders as a whole. Your Board will be voting in favour of them and unanimously recommends that Shareholders do so as well.

**Authorised for issue by the Board**  
**Maven Capital Partners UK LLP**  
**Secretary**

**9 April 2021**

# DIRECTORS' REMUNERATION REPORT

**This report has been prepared in accordance with the requirements of Section 421 of the Companies Act 2006 and the Enterprise and Regulatory Reform Act 2013. An Ordinary Resolution for the approval of this report, which includes a section on the policy for the remuneration of Directors, will be put to the members of the Company at the forthcoming AGM. The law requires the Company's Auditor to audit certain disclosures provided. Where disclosures have been audited, they are indicated as such and the Auditor's opinion is included in their report on pages 65 to 72 of this Annual Report.**

## Statement by the Board

The full Board, with Peter Linthwaite as its Chairman, carries out the functions of a remuneration committee. As all of the Directors are non-executive, the principles of the UK Corporate Governance Code in respect of executive directors' remuneration do not apply.

At 31 December 2020, and as at the date of this Annual Report, the Company had five non-executive Directors and their biographies are shown in the Your Board section of the Strategic Report. The names of the Directors who served during the year together with the fees paid during the year are shown in the table on page 53.

The dates of appointment of the Directors in office as at 31 December 2020 and the dates on which they will next be proposed for re-election are as follows:

	Date of original appointment	Date of previous election/re-election	Due date for re-election
Peter Linthwaite	15 November 2018	21 May 2020	12 May 2021
Malcolm Graham-Wood	1 September 2004	21 May 2020	12 May 2021
Fraser Gray	18 December 2019	21 May 2020	12 May 2021
Bill Nixon	6 August 2008	21 May 2020	12 May 2021
Steven Scott	1 September 2004	21 May 2020	12 May 2021

During the year ended 31 December 2020, the Board was not provided with advice or services in respect of its consideration of the Directors' remuneration. However, in the application of the Board's policy on Directors' remuneration, as defined below, the Board expects, from time to time, to review the fees paid to the directors of other venture capital trust companies for comparative purposes.

The latest change to Directors' remuneration took place during the year ended 31 December 2018, when the Board resolved that the rates of remuneration should be increased by £1,000 per annum for each Director with effect from 1 July 2019.

The Board met once during the year ended 31 December 2020 to review the policy for, and the level of, Directors' remuneration. At that meeting, it was resolved that the rates of Directors' remuneration should be maintained at their current level. The Board considered that the total Directors' remuneration is reasonable when compared with other similar VCTs and it was agreed that the Board should continue to review the policy for the remuneration of Directors on a regular basis.

## Remuneration Policy

The Company's Policy is that the remuneration of the Directors should reflect the experience of the Board as a whole and be fair and comparable to that of other VCTs with a similar capital structure and similar investment objectives. Directors are remunerated in the form of fees, payable quarterly in arrears, to the Director personally or to a third party specified by him. The fees for the Directors are determined within the limits set out in the Company's Articles, which limit the aggregate of the fees payable to the Directors to £150,000 per annum and the approval of Shareholders in a general meeting would be required to change this limit.

It is intended that the fees payable to the Directors should reflect their duties, responsibilities, and the value and amount of time committed to the Company's affairs, and should also be sufficient to enable candidates of a high quality to be recruited and retained. Non-executive Directors do not receive bonuses, pension benefits, share options, long-term incentive schemes or other benefits, and the fees are not specifically related to the Directors' performance, either individually or collectively.

A copy of this Remuneration Policy may be inspected by the members of the Company at its registered office.

It is the Board's intention that the above remuneration policy will be put to a Shareholder's vote at least once every three years and, as a Resolution was last approved at the AGM held in 2020, an Ordinary Resolution for its approval will be proposed at the AGM to be held in 2023.

At the AGM held on 21 May 2020, the result in respect of the Ordinary Resolution to approve the Directors' Remuneration Policy for the period to 30 December 2022 was as follows:

	Percentage of votes cast for	Percentage of votes cast against	Number of votes withheld
Remuneration Policy	83.53	16.46	103,632

### Directors' and Officers' Liability Insurance

The Company purchases and maintains liability insurance covering the Directors and Officers of the Company. This insurance is not a benefit in kind, nor does it form part of the Directors' remuneration.

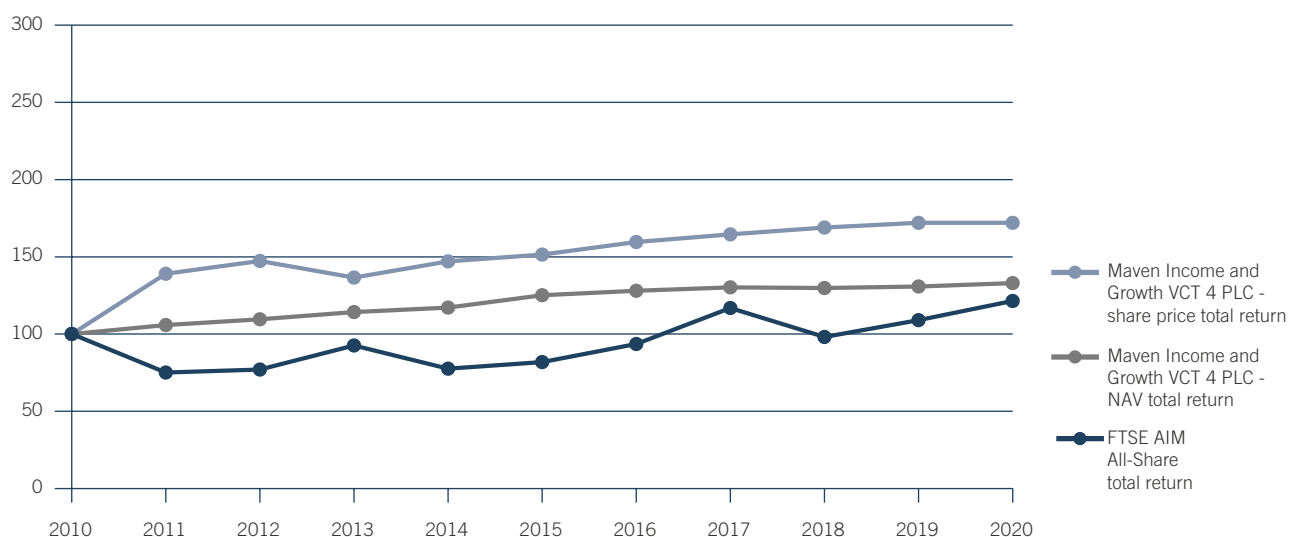
### Directors' Interests (Audited)

The Directors' interests in the share capital of the Company are shown in the Directors' Report on page 47. There is no requirement for Directors to hold shares in the Company.

### Company Performance

The Board is responsible for the Company's investment strategy and performance, although the management of the Company's investment portfolio is delegated to the Manager through the Management and Administration Deed, as referred to in the Directors' Report.

The graph below compares the total returns (excluding tax relief) on an investment of £100 in the Ordinary Shares of the Company, for each annual accounting period for the ten years to 31 December 2020, assuming all dividends are reinvested, with the total shareholder return on a notional investment of £100 made up of shares of the same kind and number as those by reference to which the FTSE AIM All-Share index is calculated. This index was chosen for comparison purposes as it is the most relevant to the Company's investment portfolio.



Source: Maven/London Stock Exchange/IRESS.

Please note that past performance is not a guide to future performance.



## Directors' Remuneration (audited)

The Directors who served during the year received the following emoluments in the form of fees:

	Year ended 31 December 2020 £	Year ended 31 December 2019 £
Peter Linthwaite <sup>1</sup>	21,000	19,058
Ian Cormack <sup>2</sup>	N/A	7,397
Fraser Gray <sup>3</sup>	18,000	690
Malcolm Graham-Wood	18,000	17,500
Bill Nixon <sup>4</sup>	18,000	17,500
Steven Scott	18,000	17,500
<b>Total</b>	<b>93,000</b>	<b>79,645</b>

<sup>1</sup> Appointed as Chairman 15 May 2019.

<sup>2</sup> Retired 15 May 2019.

<sup>3</sup> Appointed 18 December 2019.

<sup>4</sup> Remuneration is paid to Maven Capital Partners UK LLP and is subject to VAT.

The above amounts exclude any employers' national insurance contributions, if applicable. No other forms of remuneration were received by the Directors and no Director has received any taxable expenses, compensation for loss of office or non-cash benefits for the year ended 31 December 2020 (2019: £nil).

The Company does not have any employees and Directors' remuneration comprises solely of Directors' fees. The current and projected Director's fees for the year ended 31 December 2020 and the year ending 31 December 2021 are shown below:

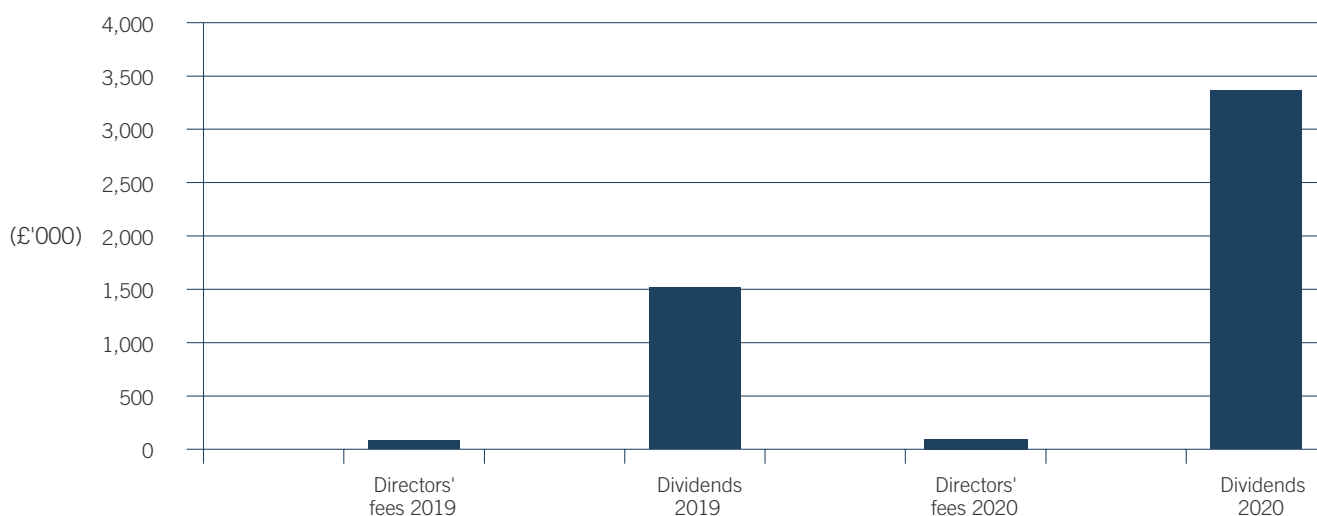
	Year ending 31 December 2021 £	Year ended 31 December 2020 £
Peter Linthwaite	21,000	21,000
Fraser Gray	18,000	18,000
Malcolm Graham-Wood	18,000	18,000
Bill Nixon <sup>1</sup>	18,000	18,000
Steven Scott	18,000	18,000
<b>Total</b>	<b>93,000</b>	<b>93,000</b>

<sup>1</sup> Remuneration is paid to Maven Capital Partners UK LLP and is subject to VAT.

Directors do not have service contracts, but new Directors are provided with a letter of appointment. Copies of the Directors' letters of appointment will be available for inspection at the AGM. The terms of appointment provide that Directors should retire and be subject to election at the first AGM following their appointment. Thereafter, all Directors will be subject to annual re-election, in line with the requirements under the Codes. There is no notice period and no provision for compensation upon early termination of appointment, save for any arrears of fees which may be due. During the year ended 31 December 2020, no communication was received from Shareholders regarding Directors' remuneration.

### Relative Cost of Directors' Remuneration

The chart below shows, for the years ended 31 December 2019 and 31 December 2020, the cost of Directors' fees compared with the level of dividend distribution:



As noted in the Strategic Report, all of the Directors are non-executive and, therefore, the Company does not have a chief executive officer, nor does it have any employees. In the absence of a chief executive officer or employees, there is no related information to disclose.

### Approval

An Ordinary Resolution to approve this Directors' Remuneration Report for the year ended 31 December 2020 will be put to Shareholders at the 2021 AGM.

At the AGM held on 21 May 2020, the results in respect of the Ordinary Resolution to approve the Directors' Remuneration Report for the year ended 31 December 2019 were as follows:

	Percentage of votes cast for	Percentage of votes cast against	Number of votes withheld
Remuneration Report (2019)	96.59	3.41	79,928

The Directors' Remuneration Report for the year ended 31 December 2020 was approved by the Board of Directors and signed on its behalf by:

**Peter Linthwaite**  
Director

9 April 2021

# STATEMENT OF CORPORATE GOVERNANCE

**The Company is committed to, and is accountable to the Company's Shareholders for, a high standard of corporate governance. The Board has put in place a framework for corporate governance that it believes is appropriate for a venture capital trust and which enables it to comply with the UK Corporate Governance Code (the UK Code). The UK Code is available from the website of the Financial Reporting Council (FRC) at [www.frc.org.uk](http://www.frc.org.uk).**

During the year under review, the Company was a member of the AIC, which published a revised version of its own Code of Corporate Governance (the AIC Code) in February 2019 and applies to accounting periods commencing on or after 1 January 2019. The Board wishes to align with the AIC Code and has adopted its principles, and reports on compliance with them below. The AIC Code provides a comprehensive guide to best practice in certain areas of governance where the specific characteristics of investment trusts or venture capital trusts suggest alternative approaches to those set out in the UK Code. The key changes to the AIC Code included:

- a requirement for the annual re-election of all directors of all investment companies;
- a requirement that a board should understand the views of its company's key stakeholders and describe in the annual report how their interests and the matters set out in Section 172 of the Companies Act 2006 (the duty to promote the success of the company) have been considered in board discussions and decision making; and
- the chairman of an investment company may remain in post beyond nine years from the date of first appointment by the board. Notwithstanding this more flexible approach, the board is required to determine and disclose a policy on the tenure of the chairman.

The AIC Code is available from the AIC website at [www.theaic.co.uk](http://www.theaic.co.uk). This Statement of Corporate Governance supports the Directors' Report.

## Application of the Main Principles of the Code

This statement describes how the main principles identified in the AIC Code have been applied by the Company throughout the year, as is required by the Listing Rules of the FCA. The Board has considered the Principles and Provisions of the AIC Code, which address the Principles and Provisions set out in the UK Code, as well as setting out additional Provisions on issues that are of specific relevance to the Company. The Board considers that reporting against the Principles and Provisions of the AIC Code, which has been endorsed by the FRC, provides more relevant information to Shareholders. The endorsement by the FRC means that by reporting against the AIC Code, the Company is meeting its obligations under the UK Code and the associated disclosure requirements of the Listing Rules, and as such does not need to report further on issues contained in the UK Code which are irrelevant to them. These include:

- Provision 9 (dual role of chairman and chief executive);
- Provision 19 (tenure of the chair);
- Provision 25 (internal audit function); and
- Provision 33 (executive remuneration).

The Board is of the opinion that the Company has complied fully with the main principles identified in the AIC Code, except as set out below:

- Provision 14 (senior independent director).

A senior independent non-executive Director has not been appointed as the Board considers that each Director has different qualities and areas of expertise on which they may lead.

## The Board

As at the date of this Annual Report, the Board consists of five Directors, all of whom are non-executive and the majority of whom are considered to be independent of the investment manager (Maven Capital Partners UK LLP, Maven, or the Manager). Bill Nixon is not considered to be independent because of his position as managing partner of Maven. The independent non-executive Directors are free of any relationship which could materially interfere with the exercise of their independent judgement. The biographies of the Directors appear in the Your Board section of this Annual Report and indicate their high level and range of investment, industrial, commercial and professional experience.

The Board sets the Company's values and objectives and ensures that its obligations to Shareholders are met. It has formally adopted a schedule of matters that are required to be brought to it for decision, thus ensuring that it maintains full and effective control over appropriate strategic, financial, operational and compliance issues. These matters include:

- the appointment and removal of the Manager and the terms and conditions of any management and administration agreement;
- the maintenance of clear investment objectives and risk management policies;
- the monitoring of the business activities of the Company;
- Companies Act requirements such as the approval of interim and annual financial statements and the approval and recommendation of interim and final dividends;
- major changes relating to the Company's structure, including share buy-backs and share issues;
- Board appointments and related matters;
- terms of reference and membership of Board Committees; and
- London Stock Exchange and FCA matters, such as approval of all circulars, listing particulars and releases concerning matters decided by the Board.

As required by the Companies Act 2006 and permitted by the Articles, Directors notify the Company of any situation that might give rise to the potential for a conflict of interest, so that the Board may consider and, if appropriate, approve such situations. A register of the potential conflicts of interest for Directors is reviewed regularly by the Board and the Directors notify the Company whenever there is a change in the nature of a registered conflict, or whenever a new conflict situation arises. Steven Scott is a partner of Penta Capital LLP which, from time to time, introduces potential investment opportunities to the Manager and which led the syndicated investment in Maven Co-invest Endeavour Limited Partnership.

Following implementation of the Bribery Act 2010, the Board adopted appropriate procedures. There is an agreed procedure for Directors to take independent professional advice, if necessary, at the Company's expense. The Directors have access to the advice and services of the Secretary through its appointed representatives, who are responsible to the Board for:

- ensuring that Board procedures are complied with;
- under the direction of the Chairman, ensuring good information flows within the Board and its Committees; and
- advising on corporate governance matters.

An induction meeting will be arranged by the Manager on the appointment of any new Director, covering details about the Company, the Manager, legal responsibilities and VCT matters. Directors are provided, on a regular basis, with key information on the Company's policies, regulatory and statutory requirements and internal controls. Changes affecting Directors' responsibilities are advised to the Board as they arise.

Peter Linthwaite was independent of the Manager at the time of his appointment as a Director in November 2018 and Chairman in May 2019, and continues to be so by virtue of his lack of connection with the Manager and the absence of cross-directorships with his fellow Directors. Peter is also Chairman of the Management Engagement and Nomination Committees as the other Directors consider that he has the skills and experience relevant to these roles. A senior non-executive director has not been appointed, as the Board considers that each of the Directors has different qualities and areas of expertise on which they may lead.

The Board meets at least four times each year and, between meetings, maintains regular contact with the Manager. The primary focus of quarterly Board Meetings is a review of investment performance and related matters including asset allocation, peer group information and industry issues. During the year ended 31 December 2020, the Board held four full quarterly Board Meetings; two Committee Meetings to approve the issue of shares under the Offer for Subscription; a Committee Meeting to approve the issue of shares under the DIS; a further Committee Meeting in relation to the impact of COVID-19; and two Committee Meetings to approve the release of financial results. In addition, there were four meetings of the Risk Committee, two meetings of the Audit Committee and one meeting each of the Management Engagement and Nomination Committees.

Directors have attended Board and Committee Meetings during the year ended 31 December 2020<sup>1</sup> as follows:

Director	Board	Board Committee	Audit Committee	Management Engagement Committee	Nomination Committee	Risk Committee
Peter Linthwaite	4 (4)	6 (6)	2 (2)	1 (1)	1 (1)	4 (4)
Malcolm Graham-Wood	4 (4)	6 (6)	2 (2)	1 (1)	1 (1)	4 (4)
Fraser Gray	4 (4)	6 (6)	2 (2)	1 (1)	1 (-)	4 (4)
Bill Nixon <sup>2</sup>	4 (4)	6 (6)	n/a	n/a	1 (1)	4 (4)
Steven Scott	3 (4)	6 (6)	1 (2)	- (1)	1 (1)	2 (4)

<sup>1</sup> The number of meetings which the Directors were eligible to attend is in brackets.

<sup>2</sup> Not a member of the Audit Committee or the Management Engagement Committee.

To enable the Board to function effectively and allow Directors to discharge their responsibilities, full and timely access is given to all relevant information. In the case of Board Meetings, this consists of a comprehensive set of papers, including the Manager's review and discussion documents regarding specific matters. The Directors make further enquiries when necessary.

The Board and its Committees have undertaken a process for their annual performance evaluation, using questionnaires and discussion to ensure that Directors have devoted sufficient time and contributed adequately to the work of the Board and its Committees, and to consider each Director's independence. The Chairman is subject to evaluation by his fellow Directors. In addition, the Board also uses the process to assess and monitor its culture and behaviour, to ensure it is aligned with the Company's purpose, values and strategy.

### Directors' Terms of Appointment

All non-executive Directors are appointed for an initial period of three years, subject to re-election and Companies Act provisions and, in accordance with the Articles, stand for election at the first annual general meeting following their appointment. Notwithstanding the Articles, which state that Directors must offer themselves for re-election at least once every three years, in accordance with the Codes, all Directors will stand for annual re-election.

### Policy on Tenure

The Board subscribes to the view that long-serving Directors should not be prevented from forming part of an independent majority. It does not consider that a Director's tenure necessarily reduces his ability to act independently and, following formal performance evaluations, believes that each Director is independent in character and judgement and that there are no relationships or circumstances which are likely to affect the judgement of any Director. The Board's policy on tenure is that continuity and experience are considered to add significantly to the strength of the Board and, as such, no limit on the overall length of service of any of the Company's Directors, including the Chairman, has been imposed. The policy on tenure and the independence of each Director is reviewed on an annual basis, before the re-election of any Director is recommended, and the Board considers the need for regular refreshment of the Directors prior to doing so. The Company has no executive Directors or employees.

### Committees

Each of the Committees has been established with written terms of reference, which are available on request from the registered office of the Company and are reviewed and re-assessed for their adequacy at each Meeting.

#### Audit Committee

The Audit Committee is chaired by Steven Scott and comprises all of the independent Directors. The role and responsibilities of the Committee are detailed in a joint Report of the Audit and Risk Committees.

### ***Management Engagement Committee***

The Management Engagement Committee, which comprises all of the independent Directors and is chaired by Peter Linthwaite, is responsible for the annual review of the contract with the Manager, details of which are shown in the Directors' Report. One meeting was held during the year ended 31 December 2020, at which the Committee recommended the continued appointment of Maven Capital Partners UK LLP as Manager and Secretary of the Company

### ***Nomination Committee***

The Nomination Committee, which comprises all of the Directors and is chaired by Peter Linthwaite, met once during the year ended 31 December 2020. The Committee makes recommendations to the Board on the following matters:

- the evaluation of the performance of the Board (including its Chairman) and its Committees, and supports the Chairman of the Board in acting on the results of the evaluation process;
- reviewing the composition, skills, knowledge, experience and diversity of the Board;
- succession planning;
- the identification and nomination of candidates to fill Board vacancies, as and when they arise, for the approval of the Board;
- considering candidates from a wide range of backgrounds in order to promote diversity of gender, social and ethnic background, cognitive and personal strengths;
- the tenure and re-appointment of any non-executive Director on an annual basis;
- proposals for the re-election by Shareholders of any Director on an annual basis, having due regard to the provisions of the AIC Code, the Director's performance and ability to contribute to the Board and long-term success of the Company;
- the continuation in office of any Director at any time; and
- the appointment of any Director to another office, such as Chairman of any Committee, other than to the position of Chairman of the Company.

At a meeting held in November 2020, the Committee reviewed the knowledge, experience and skills of all Directors. The Board noted that each of the Directors were valued and that they were deemed to enhance the skills and knowledge base of the Board, enabling it to carry out its functions more effectively and each Director contributing to the long-term success of the Company. The Committee recommended to the Board that all Directors be nominated for re-election and, accordingly, Resolutions 4 to 8 will be put to the 2021 AGM.

Although the Company does not have a formal policy on diversity, Board diversity forms part of the responsibilities of the Committee.

No external search consultancy was used by the Company during the year ended 31 December 2020.

### ***Remuneration Committee***

Where a venture capital trust has only non-executive directors, the UK Code principles relating to directors' remuneration do not apply. As noted on page 51, the full Board, chaired by Peter Linthwaite, carries out the functions of a remuneration committee. The Board met once during the year ended 31 December 2020 to review the policy for, and the level of, Directors' Remuneration. The level of remuneration for the Directors has been set in order to attract and retain individuals of a calibre appropriate to the future development of the Company. Details of the remuneration of each Director and of the Company's policy on Directors' remuneration are provided in the Directors' Remuneration Report on pages 51 to 54.

### ***Risk Committee***

The Risk Committee is chaired by Malcolm Graham-Wood and comprises all of the Directors. The role and responsibilities of the Committee are detailed in a joint Report of the Audit and Risk Committees on pages 61 to 64.

### **External Agencies**

The Board has contracted to external agencies, including the Manager, certain services: the management of the investment portfolio; the custodial services (which include the safeguarding of assets); the registration services; and the day-to-day accounting and company secretarial requirements. Each of these contracts was entered into after full and proper consideration by the Board of the quality and cost of services offered. The Board receives and considers reports from the Manager and other external agencies on a regular basis. In addition, ad hoc reports and information are supplied to the Board as requested.



## Corporate Governance, Stewardship and Proxy Voting

The FRC published the revised UK Stewardship Code 2020 in October 2019 and it took effect for reporting periods beginning on or after 1 January 2020. The purpose of the Stewardship Code is to enhance the quality of engagement between institutional investors and companies to help improve long-term returns to shareholders and assist institutional investors in the efficient exercise of their governance responsibilities. The Board has considered the implications of the revised code when preparing this Annual Report.

The Board is aware of its duty to act in the interests of the Company and the Directors believe that the exercise of voting rights lies at the heart of regulation and the promotion of good corporate governance. The Directors, through the Manager, wish to encourage companies in which investments are made to adhere to best practice in the area of corporate governance. The Manager believes that, where practicable, this can best be achieved by entering into a dialogue with investee company management teams to encourage them, where necessary, to improve their governance policies. Therefore, the Board has delegated responsibility for monitoring the activities of portfolio companies to the Manager and has given it discretionary powers to vote in respect of the holdings in the Company's investment portfolio.

## Socially Responsible Investment Policy

The Directors and the Manager are aware of their duty to act in the interests of the Company and acknowledge that there are risks associated with investment in companies that fail to conduct business in a socially responsible manner. Therefore, the Directors and Manager take account of the social environment and ethical factors that may affect the performance or value of the Company's investments. Maven and the Directors believe that a company run in the long-term interests of its shareholders should manage its relationships with its employees, suppliers and customers and behave responsibly towards the environment and society as a whole. The effectiveness of the policy in respect of investee companies is monitored on an ongoing basis.

## Communication with Shareholders

The Company places a great deal of importance on communication with its Shareholders, all of whom are normally welcome to attend and participate in the AGM. However, in respect of the 2021 AGM, Shareholders should note the guidance provided in the Chairman's Statement on page 13. The Notice of Annual General Meeting sets out the business of the AGM and the Resolutions are explained more fully in the Explanatory Notes to the Notice of Annual General Meeting as well as in the Directors' Report and the Directors' Remuneration Report. Separate Resolutions are proposed for each substantive issue and Shareholders have the opportunity to put questions to the Board and the Manager. The results of proxy voting are relayed to Shareholders after the Resolutions have been voted on by a show of hands. Nominated persons, often the beneficial owners of shares held for them by nominee companies, may attend Shareholder meetings and are invited to contact the registered Shareholder, normally a nominee company, in the first instance in order to be nominated to vote in respect of the shares held for them. In general, a venture capital trust has few major shareholders.

The Annual Report is normally posted to Shareholders at least twenty business days before the AGM. Annual and Interim Reports and Financial Statements are distributed to Shareholders and other parties who have an interest in the Company's performance.

Shareholders and potential investors may obtain up-to-date information on the Company through the Manager and the Secretary, and the Company responds to letters from Shareholders on a wide range of issues. In order to ensure that the Directors develop an understanding of the views of Shareholders, correspondence between Shareholders and the Manager or the Chairman is copied to the Board. See Contact Information for details on how to contact the Manager or Company Secretary.

The Company's web pages are hosted on the Manager's website, and can be visited at: [www.mavencp.com/migvct4](http://www.mavencp.com/migvct4) from where Annual and Interim Reports, London Stock Exchange Announcements and other information can be viewed, printed or downloaded. Further information about the Manager can be accessed at: [www.mavencp.com](http://www.mavencp.com).

## Accountability and Audit

The Statement of Directors' Responsibilities in respect of the Financial Statements is on page 60, the Statement of Going Concern is included in the Directors' Report on page 45, and the Viability Statement can also be found in the Directors' Report on page 45. The Independent Auditor's Report is on pages 65 to 72.

**Authorised for issue by the Board**  
**Maven Capital Partners UK LLP**  
**Secretary**

**9 April 2021**

# STATEMENT OF DIRECTORS' RESPONSIBILITIES

## **The Directors are responsible for preparing the Annual Report, Directors' Remuneration Report and the Financial Statements in accordance with applicable law and regulations.**

Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors have elected to prepare the Financial Statements in accordance with FRS 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland. The Financial Statements are required by law to give a true and fair view of the state of affairs of the Company and the net return 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 judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the Financial Statements; and
- 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the Financial Statements comply with the Companies Act. 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.

The Directors are also responsible for preparing a Strategic Report, Directors' Report, Directors' Remuneration Report (including a report on remuneration policy), and Statement of Corporate Governance that comply with applicable law and regulations.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's web pages, which are hosted on the Manager's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions. The Directors are also responsible for ensuring that the Annual Report and Financial Statements, taken as a whole, is fair, balanced and understandable and provides the information necessary for Shareholders to assess the Company's position and performance, business model and strategy.

## **Responsibility Statement of the Directors in respect of the Annual Report and Financial Statements**

The Directors confirm that, to the best of their knowledge:

- the Financial Statements have been prepared in accordance with the applicable accounting standards and give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company as at 31 December 2020 and for the year to that date;
- the Directors' Report includes a fair review of the development and performance of the Company, together with a description of the principal and emerging risks and uncertainties that it faces; and
- the Annual Report and Financial Statements taken as a whole is fair, balanced and understandable and provides the information necessary for Shareholders to assess the Company's position and performance, business model and strategy.

**Peter Linthwaite**  
**Director**

**9 April 2021**

# REPORT OF THE AUDIT AND RISK COMMITTEES

**The Audit and Risk Committees are chaired by Steven Scott and Malcolm Graham-Wood respectively.**

## Audit Committee

The Audit Committee comprises all independent Directors and the Board is satisfied that at least one member of the Committee has recent and relevant financial experience, and that the Audit Committee, as a whole, has competence relevant to the sector in which the Company operates.

The principal responsibilities of the Committee include:

- the integrity of the Interim and Annual Reports and Financial Statements and the review of any significant financial reporting judgements contained therein, including the valuation of investments and the recognition of income;
- the review of the terms of appointment of the Auditor, together with its remuneration;
- the review of the scope and results of the audit and the independence and objectivity of the Auditor;
- the review of the Auditor's Board Report and any required response;
- meetings with representatives of the Manager;
- the review of the custody arrangements in place to confirm ownership of investments;
- providing advice on whether the Annual Report and Financial Statements, taken as a whole, is fair, balanced and understandable and provides the information necessary for Shareholders to assess the Company's position and performance, business model and strategy; and
- making appropriate recommendations to the Board.

## Activities of the Audit Committee

The Committee met twice during the year under review, in February and August 2020. At each meeting, the Committee noted that the Risk Committee had considered the risks detailed below and in the Business Report, and the corresponding internal control and risk reports provided by the Manager, which included the Company's risk management framework. No significant weaknesses in the control environment were identified and it was also noted that there had not been any adverse comment from the Auditor and that the Auditor had not identified any significant issues in its audit report. In addition, there had been no interaction with the FRC, through their Corporate Reporting Review or Audit Quality Review teams, during the period. The Committee, therefore, concluded that there were no significant issues that required to be reported to the Board.

At its meeting in February 2020, the Committee reviewed, for recommendation to the Board, the Audit Report from the Auditor and the draft Annual Report and Financial Statements for the year ended 31 December 2019.

At its meeting in August 2020, the Committee reviewed the Half Yearly Report and Financial Statements for the six months ended 30 June 2020. The Committee also considered the performance, tenure and independence of Deloitte LLP (Deloitte) as Auditor and concluded that it was satisfied with the performance of Deloitte and recommended its continued appointment.

Subsequent to the year end, the Committee considered the draft Annual Report and Financial Statements for the year ended 31 December 2020 and provided advice to the Board that it considered the Annual Report and Financial Statements, taken as a whole, was fair, balanced and understandable and provided the information necessary for Shareholders to assess the Company's position and performance, business model and strategy.

It is recognised that the investment portfolio forms a significant element of the Company's assets and that there are different risks associated with listed and unlisted investments. The primary risk that requires the particular attention of the Committee is that unlisted investments are not recognised and measured in line with the Company's stated accounting policy on the valuation of investments as set out in Note 1(e) to the Financial Statements on pages 77 and 78. In accordance with that policy, unlisted investments are valued by the Manager in line with the International Private Equity and Venture Capital Guidelines and are subject to scrutiny and approval by the Directors. Investments listed in a recognised stock exchange are valued at their closing bid market price.

The Committee has considered the assumptions and judgements in relation to the valuation of each quoted and unquoted investment and is satisfied that they are appropriate. The basis of valuation across the portfolio as at 31 December 2020 was as follows:

Investment	% of net assets by value	Valuation basis
AIM/AQSE quoted	13.3	Bid price <sup>1</sup>
Listed investment trusts	5.4	Bid price <sup>1</sup>
Unlisted	62.7	Directors' valuation
<b>Total investment</b>	<b>81.4</b>	

<sup>1</sup> London Stock Exchange closing market quote.

The Committee recommended the investment valuations, representing 81.4% of net assets as at 31 December 2020, to the main Board for approval. In addition, the revenue generated from dividend income and loan stock interest has been considered by the Committee on a quarterly basis and the Directors are satisfied that the levels of income recognised are in line with revenue estimates.

The Audit Committee's performance evaluation is carried out by the Directors as part of the Board evaluation review.

### Review of Effectiveness of Independent Auditor

As part of its annual review of audit services, the Committee considers the performance, cost effectiveness and general relationship with the Auditor. In addition, the Committee reviews the independence and objectivity of the Auditor. Key elements of these reviews include: discussions with the Manager regarding the audit service provided; separate meetings with the Auditor; consideration of the completeness and accuracy of the Deloitte reporting; and a review of the relationship the Auditor has with the Manager.

The Company first appointed Deloitte as Auditor in 2007 and they were subsequently re-appointed during the year ended 31 December 2016, following a formal tender process. It should be noted that Deloitte rotates the Senior Statutory Auditor responsible for the audit every five years and Chris Hunter was appointed as the Senior Statutory Auditor during the year ended 30 November 2017.

The Auditor's Report is on pages 65 to 72. Details of the amounts paid to the Auditor during the year for audit services are set out in Note 4 to the Financial Statements. The Company reviews its approach for governing and controlling the provision of non-audit services by the Auditor, so as to safeguard its independence and objectivity.

Shareholders are asked to approve the re-appointment, and the Directors' authority to fix the remuneration, of the Auditor at each AGM. Any non-audit work, other than interim reviews, requires the specific approval of the Audit Committee in each case. Non-audit work, where independence may be compromised or conflicts arise, is prohibited. There are no contractual obligations that restrict the Committee's choice of auditor. The Committee has concluded that Deloitte is independent of the Company and recommended that a Resolution for the re-appointment of Deloitte as Auditor should be put to the 2021 AGM.

### Risk Committee

Under the recommendations of the AIFMD, the Company established a Risk Committee, which comprises all of the Directors. The responsibilities of the Committee are:

- to keep under review the adequacy and effectiveness of the Manager's internal financial controls and its internal control and risk management systems and procedures in the context of the Company's overall risk management system;
- to identify, measure, manage and monitor the risks to the Company as recommended by the AIFMD, including, but not limited to, the investment portfolio, credit, counterparty, liquidity, market and operational risk;
- to monitor and review all reports on the Company from the Manager's internal control function to ensure ongoing compliance with the VCT regulations;
- to review the arrangements for, and effectiveness of, the monitoring of risk parameters;
- to ensure appropriate, documented and regularly updated due diligence processes are implemented when appointing and reviewing service providers, including reviewing the main contracts entered into by the Company for such services;

- to ensure that the risk profile of the Company corresponds to the size, portfolio structure, investment strategies and objectives of the Company; and
- to report to the Board on its conclusions and to make recommendations in respect of any matters within its remit including proposals for improvement in, or changes to, the systems, processes and procedures that are in place.

The Committee will review these Terms of Reference at least four times each year.

### Activities of the Risk Committee

The Committee met four times during the year under review. In addition to the Committee's ordinary activities in that period, the Committee carried out a full and comprehensive review of the Company's Risk Register. This included a reassessment of the risks facing the Company, the impact of the failure to prevent an identified risk occurring together with a review of the control measures used to address the identified risks. The Committee also took the opportunity to ensure that the Risk Register adequately addressed new legislative and regulatory changes.

### Internal Control and Risk Management

The Board of Directors has overall responsibility for the Company's system of internal control and for reviewing its effectiveness. However, as the Directors have delegated the investment management, company secretarial and administrative functions of the Company to Maven, the Board considers that it is appropriate for the Company's internal controls to be monitored by the Manager, rather than by the Company itself.

The principal responsibilities of the Committee include the ongoing review of the effectiveness of the internal control environment and the review of the risk management systems that allow the Company to identify, measure, manage and monitor all risks on a continuous basis. The Committee keeps the effectiveness of the Company's internal control and risk management systems and procedures under review. The Directors have confirmed that there is an ongoing process for identifying, evaluating and managing the significant risks faced by the Company, which has been in place up to the date of approval of this Annual Report. The process is reviewed regularly by the Board and accords with internal control guidance issued by the FRC.

Through the Risk Committee, the Board reviews the effectiveness of the system of internal control at least twice each year. In particular, it has reviewed the process for identifying and evaluating the principal and emerging risks affecting the Company and the policies and procedures by which these risks are managed. The Board has delegated the management of the Company's assets to the Manager and this embraces implementation of the system of internal control, including financial, operational and compliance controls and risk management. Internal control systems are monitored and supported by the compliance function of the Manager, which undertakes periodic examination of business processes, including compliance with the terms of the Management and Administration Deed, and ensures that recommendations to improve controls are implemented.

Risks are identified through the risk management framework by each function within the Manager's activities. Risk is considered in the context of the guidance issued by the FRC and includes financial, regulatory, market, operational and reputational risk. This helps the Manager's risk model to identify those functions most appropriate for review. Any errors or weaknesses identified are reported to the Company and timetables are agreed for implementing improvements to systems. The implementation of any remedial action required is monitored and feedback provided to the Committee.

The key components designed to provide effective internal control for the year under review and up to the date of this report are:

- the Manager prepares forecasts and management accounts that allow the Board to assess the Company's activities and review its investment performance;
- the Board and Manager have agreed clearly defined investment criteria, specified levels of authority and exposure limits. Reports on these issues, including performance statistics and investment valuations, are submitted regularly to the Board;
- the Manager's evaluation procedure and financial analysis of the companies concerned include detailed appraisal and due diligence;
- the compliance function of Maven reviews the Manager's operations on an ongoing basis;
- written agreements are in place which specifically define the roles and responsibilities of the Manager and other third party service providers;
- clearly documented contractual arrangements exist in respect of any activities that have been delegated to external professional organisations;

- the Committee carries out a bi-annual assessment of internal controls by considering reports from the Manager, including oversight of Maven's whistleblowing policy, its internal control and compliance functions, and taking account of events since the relevant period end; and
- the compliance function of the Manager reports bi-annually to the Risk Committee and has direct access to the Directors at any time.

The internal control systems are intended to meet the Company's particular needs and the risks to which it is exposed. Accordingly, these systems are designed to manage, rather than eliminate, the risk of failure to achieve business goals and, by their nature, can provide reasonable, but not absolute, assurance against material misstatement or loss.

In addition, as the Company has contractually delegated specific services to external parties, another key risk relates to the performance of those service providers.

### **Assessment of Risks**

In terms of the assessment of the risks facing the Company, it is recognised that the investment portfolio forms a significant element of its assets. The recognition, ownership and valuation of the investment portfolio is, therefore, an area of particular attention by the Committee. Specifically, the risk is that investments are not recognised and measured in line with the Company's stated accounting policy on the valuation of investments as set out in Note 1(e) to the Financial Statements on pages 77 and 78. Another risk is that the Company does not recognise income in line with its stated policy on revenue recognition. The maintenance of VCT status is another risk that the Company has to address and the approach to address each of these risks is set out below.

#### ***Valuation, Existence and Ownership of the Investment Portfolio***

The Company uses the services of an independent custodian (JPMorgan Chase Bank) to hold the quoted investment assets of the Company. An annual internal control report is received from the Custodian, which provides details of the Custodian's control environment. The investment portfolio is reconciled regularly by the Manager and the reconciliation is also reviewed by the Auditor. The portfolio is reviewed and verified by the Manager on a regular basis and management accounts, including a full portfolio listing, are considered at the quarterly meetings of the Board. The portfolio is also audited annually by the Auditor.

The valuation of investments is undertaken in accordance with the Company's stated accounting policy as set out in Note 1(e) to the Financial Statements on pages 77 and 78. Unlisted investments are valued by the Manager and are subject to scrutiny and approval by the Directors. Investments listed on a recognised stock exchange are valued at their closing bid market price. The Committee considered and challenged the assumptions and significant judgements in relation to the valuation of each quoted and unquoted investment and was satisfied that they were appropriate. The Committee was also satisfied that there were no issues associated with the existence and ownership of the investments that required to be addressed.

#### ***Revenue Recognition***

The recognition of dividend income and loan stock interest is undertaken in accordance with accounting policy set out in Note 1(b) to the Financial Statements on page 77. Management accounts are reviewed by the Board on a quarterly basis and discussion takes place with the Manager at the quarterly Board Meetings regarding the revenue generated from dividend income and loan stock. The Committee is satisfied that the levels of income recognised are in line with revenue estimates and that there were no issues associated with revenue recognition that required to be addressed.

#### ***Maintenance of VCT Status***

Compliance with the VCT regulations is monitored continually by the Manager and is reviewed by the Committee on a quarterly basis. The Committee concluded that there were no issues associated with the maintenance of VCT status that required to be addressed.

The principal and emerging risks and uncertainties faced by the Company and the Board's strategy for managing these risks are covered in the Business Report on pages 14 to 16.

**Steven Scott**  
Director

**Malcolm Graham-Wood**  
Director

**9 April 2021**



# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MAVEN INCOME AND GROWTH VCT 4 PLC

## Report on the audit of the Financial Statements

### 1. Opinion

*In our opinion the Financial Statements of Maven Income and Growth VCT 4 PLC (the Company):*

- **give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its return for the year then ended;**
- **have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and**
- **have been prepared in accordance with the requirements of the Companies Act 2006.**

We have audited the Financial Statements, which comprise:

- the Income Statement;
- the Balance Sheet;
- the Statement of Changes in Equity;
- the Cash Flow Statement; and
- the related Notes 1 to 16.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).





### 2. 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 Auditor's responsibilities for the audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of financial statements in the UK, including the Financial Reporting Council's (the FRC's) Ethical Standard as applied to listed public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We confirm that the non-audit services prohibited by the FRC's Ethical Standard were not provided to the Company.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### 3. Summary of our audit approach

<b>Key audit matters</b>	<p>The key audit matter that we identified in the current year was the valuation of early stage unlisted investments.</p> <p>Within this report, key audit matters are identified as follows:</p> <div>  Newly identified         </div> <div>  Increased level of risk         </div> <div>  Similar level of risk         </div> <div>  Decreased level of risk         </div>
<b>Materiality</b>	The materiality that we used in the current year was £1,575,000 (2019: £1,462,000), which was determined on the basis of 2% of the net asset value of the Company at year end.
<b>Scoping</b>	Audit work to respond to the risks of material misstatement was performed directly by the engagement team.
<b>Significant changes in our approach</b>	There have been no significant changes to our audit approach in the current year.

### 4. Conclusions relating to going concern

In auditing the Financial Statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the Financial Statements is appropriate.

Our evaluation of the Directors' assessment of the Company's ability to continue to adopt the going concern basis of accounting included:

- considering as part of our risk assessment the nature of the Company, its business model and related risks including, where relevant, the impact of the COVID-19 pandemic and the UK's departure from the EU, the requirements of the applicable financial reporting framework and the system of internal control;
- evaluating the Directors' assessment of the Company's ability to continue as a going concern, including challenging the underlying data and key assumptions used to make the assessment through review of forecasted cash flows and the impact of external market forces, and evaluating the Directors' plans for future actions in relation to their going concern assessment;
- assessing the Directors' statement in the Directors' Report about whether they considered it appropriate to adopt the going concern basis of accounting in preparing the Financial Statements and their identification of material uncertainties, if any, to the Company's ability to continue to do so over a period of at least twelve months from the date of approval of the Financial Statements.

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

In relation to the reporting on how the Company has applied the UK Corporate Governance Code, we have nothing material to add or draw attention to in relation to the Directors' statement in the Financial Statements about whether the Directors considered it appropriate to adopt the going concern basis of accounting.

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

## 5. Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team.

These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### 5.1. Valuation of early stage unlisted investments

<b>Key audit matter description</b>	<p>Refer to Note 1(e) (Accounting Policies) on pages 77 and 78, Note 8 on page 82 and the Assessment of Risks section of the Report of the Audit and Risk Committees on page 64.</p> <p>The Company holds unlisted investments that are valued in accordance with the revised International Private Equity and Venture Capital Valuation (IPEVCV) Guidelines. These unlisted investments represent £49.4 million or 62.7% (2019: £44.8 million or 61.3%) of the Company's net assets.</p> <p>Under the VCT regulations, investments are more likely to be in earlier stage unlisted companies, which lack financial performance history. The valuation of these early stage unlisted companies is, therefore, exposed to a greater deal of judgement, further heightened by the COVID-19 pandemic and Brexit.</p> <p>In particular, where a follow-on investment has been made in an early stage unlisted company, there is a risk that the price of the recent investment may not be reflective of an independent market value due to the existing relationship between the investee company and the Company. Furthermore, where the early stage unlisted company has not been revalued in the current year, there is a risk that indicators of a change in fair value, such as investee company performance being ahead or behind milestones, have not been adequately factored in the re-measurement.</p> <p>This risk has been identified as a potential fraud risk, as incorrect valuations could result in a material misstatement of the net asset value of the Company.</p>
<b>How the scope of our audit responded to the key audit matter</b>	<p>Our testing included:</p> <ul style="list-style-type: none"> <li>• review of Board minutes for evidence that all investee company valuations are challenged prior to approval by the Directors;</li> <li>• review of valuation committee minutes for evidence that company valuations are reviewed by the Manager's valuation committee;</li> <li>• review of the initial or revised investment planning documents related to the investee companies and identification of the key milestones that underpin the companies' anticipated growth and development;</li> <li>• enquiring with the individual investment managers to understand current performance of the investee company against milestones, its challenges and opportunities;</li> <li>• assessing the appropriateness of the selected valuation methodology as well as challenging the Manager for any indicators of fair value movement;</li> <li>• scrutiny of management accounts, with a particular emphasis on current cash position and cash flow forecasts for the next twelve months and assessing whether any additional funding is anticipated; and</li> <li>• assessment of the assumptions used in the performance of the investee company against management accounts and other available market data, including the potential impact of Brexit and COVID-19. If this performance was not reflected in the valuation of the investee company, this was challenged with the relevant investment manager and relevant external supporting documentation obtained.</li> </ul>
<b>Key observations</b>	<p>Based on our testing, we have concluded that the valuation of the early stage unlisted investments is reasonable.</p>

## 6. Our application of materiality

### 6.1. Materiality

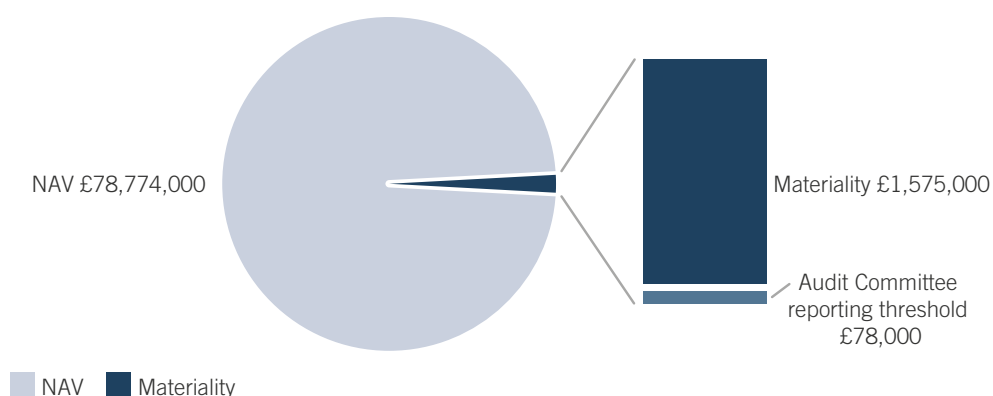
We define materiality as the magnitude of misstatement in the Financial Statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the Financial Statements as a whole as follows:

<b>Materiality</b>	£1,575,000 (2019: £1,462,000)
<b>Basis for determining materiality</b>	2% of net asset value (2019: 2%).
<b>Rationale for the benchmark applied</b>	Net asset value is a primary measure used by the Shareholders in assessing the performance of the Company as an investment entity.

### 6.2. Materiality applied to particular classes of transactions, account balances or disclosures

For our testing of the unlisted investments held by the Company, we used a lower level of materiality based on 2% of the unlisted investment balance, which results in a lower-level materiality of £988,000. This is because the NAV of the VCT includes significant levels of cash that have not yet been deployed from previous capital raises, meaning a significant amount of cash is held as of the year-end date. However, the cash balance will carry a different risk profile to that of unlisted investments and, therefore, these investments should be tested at a lower materiality level.



### 6.3. Performance materiality

We set performance materiality at a level lower than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the Financial Statements as a whole. Performance materiality was set at 70% of materiality for the 2020 audit (2019: 70%). In determining performance materiality, we considered the quality of the control environment and management's willingness to correct identified errors in previous audits.

### 6.4. Error reporting threshold

We agreed with the Audit Committee that we would report to the Committee all audit differences in excess of £78,000 (2019: £73,000), as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also report to the Audit Committee on disclosure matters that we identified when assessing the overall presentation of the Financial Statements.

## **7. An overview of the scope of our audit**

### **7.1. Scoping and our consideration of the control environment**

Our audit was scoped by obtaining an understanding of the entity and its environment, including internal control, and assessing the risks of material misstatement.

The investment management and accounting and reporting operations were undertaken by the Manager, whilst the safeguarding of assets resides with the Manager and the Custodian. We have obtained an understanding of the Manager's systems of internal control and reviewed the Custodian's controls report. We have, however, not relied on the controls at either the Manager or Custodian.

## **8. Other information**

The other information comprises the information included in the Annual Report, other than the Financial Statements and our Auditor's report thereon. The Directors are responsible for the other information included in the Annual Report.

Our opinion on the Financial Statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the Financial Statements or a material misstatement of the other information. 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 respect of these matters.**

## **9. Responsibilities of Directors**

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

In preparing the Financial Statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

## **10. Auditor's 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 auditor's 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.

A further description of our responsibilities for the audit of the Financial Statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditor's report.

## 11. Extent to which the audit was considered capable of detecting irregularities, including fraud

We identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, and then design and perform audit procedures responsive to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.

### 11.1. Identifying and assessing potential risks related to irregularities

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following:

- the nature of the industry and sector, control environment and business performance, including the design of the Company's remuneration policy, key drivers for Directors' remuneration, bonus levels and performance targets;
- results of our enquiries of management and the Audit Committee about their own identification and assessment of the risks of irregularities;
- any matters we identified having obtained and reviewed the Company's documentation of its 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 there is knowledge of any actual, suspected, or alleged fraud;
  - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations; and
- the matters discussed among the audit engagement team and involving relevant internal specialists, including tax and valuations 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 the following areas: valuation of early stage unlisted investments. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.

We also obtained an understanding of the legal and regulatory framework that the 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. The key laws and regulations we considered in this context included the UK Companies Act and Listing Rules.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the Financial Statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty. These included the Company's compliance with VCT regulations.

### 11.2. Audit response to risks identified

As a result of performing the above, we identified the valuation of early stage unlisted investments as a key audit matter related to the potential risk of fraud. The key audit matters section of our report explains the matter in more detail and also describes the specific procedures we performed in response to that key audit matter.

In addition to the above, our procedures to respond to risks identified included the following:

- reviewing the Financial Statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the Financial Statements;
- enquiring of management, the Audit Committee and external legal counsel concerning actual and potential litigation and claims;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- reading minutes of meetings of those charged with governance and reviewing correspondence with HMRC and the FCA; and
- in addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members, including internal specialists, and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.



## Report on other legal and regulatory requirements

### 12. Opinions on other matters prescribed by the Companies Act 2006

In our opinion the part of the Directors' Remuneration Report to be audited has been properly prepared in accordance with the Companies Act 2006.

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the 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 Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic Report or the Directors' Report.

### 13. Corporate Governance Statement

The Listing Rules require us to review the Directors' statement in relation to going concern, longer-term viability and that part of the Corporate Governance Statement relating to the Company's compliance with the provisions of the UK Corporate Governance Code specified for our review.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the Corporate Governance Statement is materially consistent with the Financial Statements and our knowledge obtained during the audit:

- the Directors' statement with regards to the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified set out on page 45;
- the Directors' explanation as to its assessment of the Company's prospects, the period this assessment covers and why the period is appropriate set out on page 45;
- the Directors' statement on fair, balanced and understandable set out on page 60;
- the Board's confirmation that it has carried out a robust assessment of the emerging and principal risks set out on page 14;
- the section of the Annual Report that describes the review of effectiveness of risk management and internal control systems set out on page 63; and
- the section describing the work of the Audit Committee set out on pages 61 and 62.

### 14. Matters on which we are required to report by exception

#### 14.1. Adequacy of explanations received and accounting records

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the Financial Statements are not in agreement with the accounting records and returns.

**We have nothing to report in respect of these matters.**

#### 14.2. Directors' remuneration

Under the Companies Act 2006 we are also required to report if, in our opinion, certain disclosures of Directors' remuneration have not been made or the part of the Directors' Remuneration Report to be audited is not in agreement with the accounting records and returns.

**We have nothing to report in respect of these matters.**

## **15. Other matters**

### **15.1. Auditor tenure**

Following the recommendation of the Audit Committee, we were re-appointed by the Board of Directors in July 2016 to audit the financial statements for the year ended 31 December 2016 and subsequent financial periods. The period of total uninterrupted engagement, including previous renewals and reappointments of the firm, is 14 years, covering the years ended 31 December 2007 to 31 December 2020.

### **15.2. Consistency of the audit report with the additional report to the Audit Committee**

Our audit opinion is consistent with the additional report to the Audit Committee we are required to provide in accordance with ISAs (UK).

## **16. Use of our report**

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

**Chris Hunter CA (Senior Statutory Auditor)**

**For and on behalf of Deloitte LLP**

**Statutory Auditor**

**Edinburgh, United Kingdom**

**9 April 2021**

## INCOME STATEMENT

For the year ended 31 December 2020

		Year ended 31 December 2020			Year ended 31 December 2019		
	Notes	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Gains on investments	8	-	4,463	4,463	-	1,497	1,497
Income from investments	2	1,287	-	1,287	1,509	-	1,509
Other income	2	23	-	23	81	-	81
Investment management fees	3	(504)	(2,017)	(2,521)	(315)	(1,260)	(1,575)
Other expenses	4	(531)	-	(531)	(337)	-	(337)
<b>Net return on ordinary activities before taxation</b>		<b>275</b>	<b>2,446</b>	<b>2,721</b>	<b>938</b>	<b>237</b>	<b>1,175</b>
Tax on ordinary activities	5	(55)	55	-	(162)	162	-
<b>Return attributable to Equity Shareholders</b>	7	<b>220</b>	<b>2,501</b>	<b>2,721</b>	<b>776</b>	<b>399</b>	<b>1,175</b>
<b>Earnings per share (pence)</b>		<b>0.20</b>	<b>2.25</b>	<b>2.45</b>	<b>1.01</b>	<b>0.52</b>	<b>1.53</b>

All gains and losses are recognised in the Income Statement.

All items in the above statement are derived from continuing operations. The Company has only one class of business and one reportable segment, the results of which are set out in the Income Statement and Balance Sheet. The Company derives its income from investments made in shares, securities and bank deposits.

There are no potentially dilutive capital instruments in issue and, therefore, no diluted earnings per share figures are relevant. The basic and diluted earnings per share are, therefore, identical.

The accompanying Notes are an integral part of the Financial Statements.

## STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2020

Year ended 31 December 2020	Notes	Non-distributable reserves				Distributable reserves			Total £'000
		Share capital £'000	Share premium account £'000	Capital redemption reserve £'000	Capital reserve unrealised £'000	Capital reserve realised £'000	Special distributable reserve £'000	Revenue reserve £'000	
<b>At 31 December 2019</b>		<b>10,311</b>	<b>16,526</b>	<b>51</b>	<b>494</b>	<b>-</b>	<b>44,177</b>	<b>1,564</b>	<b>73,123</b>
Net return		-	-	-	3,238	1,225	(1,962)	220	2,721
Share premium cancellation costs		-	(38)	-	-	-	-	-	(38)
Dividends paid	6	-	-	-	-	-	(2,526)	(841)	(3,367)
Repurchase and cancellation of shares	12	(185)	-	185	-	-	(1,156)	-	(1,156)
Merger costs		-	(14)	-	-	-	-	-	(14)
Net proceeds of share issue		1,058	6,348	-	-	-	-	-	7,406
Net proceeds of DIS issue		16	83	-	-	-	-	-	99
<b>At 31 December 2020</b>		<b>11,200</b>	<b>22,905</b>	<b>236</b>	<b>3,732</b>	<b>1,225</b>	<b>38,533</b>	<b>943</b>	<b>78,774</b>

Year ended 31 December 2019*	Notes	Non-distributable reserves				Distributable reserves			Total £'000
		Share capital £'000	Share premium account £'000	Capital redemption reserve £'000	Capital reserve unrealised £'000	Capital reserve realised £'000	Special distributable reserve £'000	Revenue reserve £'000	
<b>At 31 December 2018</b>		<b>7,657</b>	<b>48,568</b>	<b>472</b>	<b>(1,186)</b>	<b>(9,020)</b>	<b>7,675</b>	<b>788</b>	<b>54,954</b>
Net return		-	-	-	1,680	(183)	(1,098)	776	1,175
Cancellation of share premium account		-	(48,562)	-	-	-	48,562	-	-
Cancellation of capital redemption reserve		-	-	(544)	-	-	544	-	-
Share premium cancellation costs		-	(9)	-	-	-	-	-	(9)
Dividends paid	6	-	-	-	-	-	(1,517)	-	(1,517)
Repurchase and cancellation of shares	12	(123)	-	123	-	-	(786)	-	(786)
Issue of shares on merger		2,758	16,427	-	-	-	-	-	19,185
Net proceeds of DIS issue		19	102	-	-	-	-	-	121
Transfer between distributable reserves*		-	-	-	-	9,203	(9,203)	-	-
<b>At 31 December 2019</b>		<b>10,311</b>	<b>16,526</b>	<b>51</b>	<b>494</b>	<b>-</b>	<b>44,177</b>	<b>1,564</b>	<b>73,123</b>

\*Refer to Note 1 to the Financial Statements on page 77.

The capital reserve unrealised is generally non-distributable, other than the part of the reserve relating to gains / (losses) attributable to readily realisable quoted investments that are distributable.

The accompanying Notes are an integral part of the Financial Statements.

## BALANCE SHEET

As at 31 December 2020

	Notes	31 December 2020 £'000	31 December 2019* £'000
<b>Fixed assets</b>			
Investments at fair value through profit or loss	8	64,151	54,188
<b>Current assets</b>			
Debtors	10	591	708
Cash	16	14,852	18,402
		<b>15,443</b>	<b>19,110</b>
<b>Creditors</b>			
Amounts falling due within one year	11	(820)	(175)
<b>Net current assets</b>		<b>14,623</b>	<b>18,935</b>
<b>Net assets</b>		<b>78,774</b>	<b>73,123</b>
<b>Capital and reserves</b>			
Called up share capital	12	11,200	10,311
Share premium account	13	22,905	16,526
Capital redemption reserve	13	236	51
Capital reserve - unrealised	13	3,732	494
Capital reserve - realised	13	1,225	-
Special distributable reserve	13	38,533	44,177
Revenue reserve	13	943	1,564
<b>Net assets attributable to Ordinary Shareholders</b>		<b>78,774</b>	<b>73,123</b>
<b>Net asset value per Ordinary Share (pence)</b>	14	<b>70.33</b>	<b>70.91</b>

\*Refer to Note 1 to the Financial Statements on page 77.

The Financial Statements of Maven Income and Growth VCT 4 PLC, registered number SC272568, were approved by the Board of Directors and were signed on its behalf by:

**Peter Linthwaite**  
**Director**  
**9 April 2021**

The accompanying Notes are an integral part of the Financial Statements.

## CASH FLOW STATEMENT

For the year ended 31 December 2020

	Notes	Year ended 31 December 2020 £'000	Year ended 31 December 2019 £'000
<b>Net cash flows from operating activities</b>	15	(1,090)	(120)
<b>Cash flows from investing activities</b>			
Purchase of investments		(12,386)	(23,503)
Sale of investments		6,996	4,478
<b>Net cash flows from investing activities</b>		<b>(5,390)</b>	<b>(19,025)</b>
<b>Cash flows from financing activities</b>			
Equity dividends paid	6	(3,367)	(1,517)
Net proceeds of DIS issue		99	-
Issue of Ordinary Shares		7,406	121
Issue of Ordinary Shares - merger		-	19,185
Merger costs		(14)	-
Share premium cancellation costs		(38)	(9)
Repurchase of Ordinary Shares		(1,156)	(786)
<b>Net cash flows from financing activities</b>		<b>2,930</b>	<b>16,994</b>
<b>Net decrease in cash</b>		<b>(3,550)</b>	<b>(2,151)</b>
<b>Cash at beginning of year</b>		<b>18,402</b>	<b>20,553</b>
<b>Cash at end of year</b>		<b>14,852</b>	<b>18,402</b>

The accompanying Notes are an integral part of the Financial Statements.



# NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2020

## 1. Accounting policies

The Company is a public limited company, incorporated in Scotland, and its registered office is shown in the Corporate Summary.

### (a) Basis of preparation

The Financial Statements have been prepared on a going concern basis, including an assessment of the impact of COVID-19 on the finances of the Company, as covered in the Directors' Report on page 45. The Financial Statements have been prepared under the historical cost convention, as modified by the revaluation of investments and in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland, and in accordance with the Statement of Recommended Practice for Investment Trust Companies and Venture Capital Trusts (the SORP) issued by the AIC in October 2019.

Changes in presentation of 2019 of Statement of Changes in Equity and Balance Sheet - in previous years, capital expenses and dividends were recorded through the capital reserve realised. The nature of this treatment created a large deficit position that continued to build. In order to improve the transparency of distributable reserves, capital expenses and dividends are now recorded through the special distributable reserve. A one-off prior year reclassification has been reflected in the Statement of Changes in Equity to clear the originating deficit position. This disclosure change has no impact on the profit and loss account or NAV.

### (b) Income

Dividends receivable on equity shares and unit trusts are treated as revenue for the period on an ex-dividend basis. Where no ex-dividend date is available dividends receivable on or before the year end are treated as revenue for the period. Provision is made for any dividends not expected to be received. The fixed returns on debt securities and non-equity shares are recognised on a time apportionment basis so as to reflect the effective interest rate on the debt securities and shares. Provision is made for any income not expected to be received. Interest receivable from cash and short term deposits and interest payable are accrued to the end of the year.

### (c) Expenses

All expenses are accounted for on an accruals basis and charged to the Income Statement. Expenses are charged through the revenue account except as follows:

- expenses that are incidental to the acquisition and disposal of an investment are charged to capital;
- expenses are charged to realised capital reserves where a connection with the maintenance or enhancement of the value of the investments can be demonstrated. In this respect the investment management fee and

performance fee has been allocated 20% to revenue and 80% to special distributable reserve to reflect the Company's investment policy and prospective income and capital growth; and

- share issue and merger costs are charged to the share premium account.

### (d) Taxation

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or right to pay less tax in the future have occurred at the balance sheet date. This is subject to deferred tax assets only being recognised if it is considered more likely than not that there will be suitable profits from which the future reversal of the underlying timing differences can be deducted. Timing differences are differences arising between the Company's taxable profits and its results as stated in the Financial Statements that are capable of reversal in one or more subsequent periods.

Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

The tax effect of different items of income/gain and expenditure/loss is allocated between capital reserves and revenue account on the same basis as the particular item to which it relates using the Company's effective rate of tax for the period.

UK corporation tax is provided at amounts expected to be paid/recovered using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

### (e) Investments

In valuing unlisted investments, the Directors follow the criteria set out below. These procedures comply with the revised International Private Equity and Venture Capital Valuation Guidelines for the valuation of private equity and venture capital investments. Investments are recognised at their trade date and are designated by the Directors as fair value through profit or loss. At subsequent reporting dates, investments are valued at fair value, which represent the Directors' view of the amount for which an asset could be exchanged between knowledgeable willing parties in an arm's length transaction. This does not assume that the underlying business is saleable at the reporting date or that its current shareholders have an intention to sell their holding in the near future.

A financial asset or liability is generally derecognised when the contract that gives rise to it is settled, sold, cancelled or expires.

1. For early stage investments completed in the reporting period, fair value is determined with reference to the price of recent investment, calibrating for any material change in the trading circumstances of the investee company. Other early stage investments are valued using a milestone approach, in particular where it is considered there are no deemed current or short-term future maintainable earnings or positive cashflows.
2. Whenever practical, recent investments will be valued by reference to a material arm's length transaction or a quoted price.
3. Mature companies are valued by applying a multiple to their maintainable earnings to determine the enterprise value of the company.

To obtain a valuation of the total ordinary share capital held by management and the institutional investors, the value of third party debt, institutional loan stock, debentures and preference share capital is deducted from the enterprise value. The effect of any performance related mechanisms is taken into account when determining the value of the ordinary share capital.

4. In the absence of evidence of a deterioration, or strong defensible evidence of an increase in value, the fair value is determined to be that reported at the previous balance sheet date.
5. All unlisted investments are valued individually by the Manager's portfolio management team. The resultant valuations are subject to detailed scrutiny and approval by the Directors of the Company.
6. In accordance with normal market practice, investments listed on AIM or a recognised stock exchange are valued at their bid market price.

#### **(f) Fair value measurement**

Fair value is defined as the price that the Company would receive upon selling an investment in a timely transaction to an independent buyer in the principal or the most advantageous market of the investment. A three-tier hierarchy has been established to maximise the use of observable market data and minimise the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes. Inputs refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk, for example, the risk inherent in a particular valuation technique used to measure fair value including such a pricing model and/or the risk inherent in the inputs to the valuation technique. Inputs may be observable or unobservable.

Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability, developed based on market data obtained from sources independent of the reporting entity.

Unobservable inputs are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on best information available in the circumstances.

The three-tier hierarchy of inputs is summarised in the three broad levels listed below.

- Level 1 - the unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 - inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly.
- Level 3 - inputs are unobservable (i.e. for which market data is unavailable) for the asset or liability.

#### **(g) Gains and losses on investments**

When the Company sells or revalues its investments during the year, any gains or losses arising are credited/charged to the Income Statement.

#### **(h) Critical accounting judgements and key sources of estimation uncertainty**

Disclosure is required of judgements and estimates made by the Board and the Manager in applying the accounting policies that have a significant effect on the financial statements. The area involving the highest degree of judgement and estimates is the valuation of early stage unlisted investments recognised in Note 8 and explained in Note 1(e) above.

In the opinion of the Board and the Manager, there are no critical accounting judgements.

<b>2. Income</b>	<b>Year ended 31 December 2020 £'000</b>	<b>Year ended 31 December 2019 £'000</b>
<b>Income from investments:</b>		
UK franked investment income	117	87
UK unfranked investment income	1,170	1,422
	<b>1,287</b>	<b>1,509</b>
<b>Other income:</b>		
Deposit interest	23	81
<b>Total income</b>	<b>1,310</b>	<b>1,590</b>

<b>3. Investment management fees</b>	<b>Year ended 31 December 2020</b>			<b>Year ended 31 December 2019</b>		
	<b>Revenue £'000</b>	<b>Capital £'000</b>	<b>Total £'000</b>	<b>Revenue £'000</b>	<b>Capital £'000</b>	<b>Total £'000</b>
Investment management fees	371	1,483	1,854	278	1,112	1,390
Performance fees	133	534	667	37	148	185
	<b>504</b>	<b>2,017</b>	<b>2,521</b>	<b>315</b>	<b>1,260</b>	<b>1,575</b>

Details of the fee basis are contained in the Directors' Report on page 48.

<b>4. Other expenses</b>	<b>Year ended 31 December 2020</b>			<b>Year ended 31 December 2019</b>		
	<b>Revenue £'000</b>	<b>Capital £'000</b>	<b>Total £'000</b>	<b>Revenue £'000</b>	<b>Capital £'000</b>	<b>Total £'000</b>
Secretarial fees	127	-	127	103	-	103
Directors' remuneration	97	-	97	83	-	83
Fees to Auditor - audit of financial statements	27	-	27	28	-	28
Fees to Auditor - tax compliance services	-	-	-	5	-	5
Miscellaneous expenses	280	-	280	118	-	118
	<b>531</b>	<b>-</b>	<b>531</b>	<b>337</b>	<b>-</b>	<b>337</b>

5. Tax on ordinary activities	Year ended 31 December 2020			Year ended 31 December 2019		
	Revenue	Capital	Total	Revenue	Capital	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Corporation tax	(55)	55	-	(162)	162	-

The tax assessed for the period is at the rate of 19% (2019: 19%).

	Year ended 31 December 2020			Year ended 31 December 2019		
	Revenue	Capital	Total	Revenue	Capital	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Net return on ordinary activities before taxation	275	2,446	2,721	938	237	1,175
Net return on ordinary activities before taxation multiplied by standard rate of corporation tax	52	465	517	178	45	223
Non taxable UK dividend income	(22)	-	(22)	(16)	-	(16)
Expenses not deductible for tax purposes	25	-	25	-	-	-
Gains on investments	-	(848)	(848)	-	(285)	(285)
Increase in excess management expenses	-	328	328	-	78	78
	<b>55</b>	<b>(55)</b>	<b>-</b>	<b>162</b>	<b>(162)</b>	<b>-</b>

Losses with a tax value of £764,500 (2019: £261,447) are available to carry forward against future trading profits. These have not been recognised as a deferred tax asset as recoverability is not sufficiently certain.

6. Dividends	Year ended 31 December 2020 £'000	Year ended 31 December 2019 £'000
<b>Revenue dividends</b>		
Final revenue dividend for the year ended 31 December 2019 of 0.75p paid on 14 May 2020 (2019: Nil)	841	-
	<b>841</b>	<b>-</b>
<b>Capital dividends</b>		
Final capital dividend for the year ended 31 December 2019 of 1.25p (2019: Nil) paid on 14 May 2020	1,401	-
First Interim capital dividend for the year ended 31 December 2020 of 1.00p (2019: 2.00p) paid on 2 October 2020	1,125	1,517
	<b>2,526</b>	<b>1,517</b>
<b>Total dividends</b>	<b>3,367</b>	<b>1,517</b>
<b>Dividends</b>		
We set out below the final dividends proposed in respect of the financial year, which reflect the requirements of Section 274 of the Income Tax Act 2007.		
Revenue available for distribution by way of dividends for the year	<b>220</b>	<b>776</b>
<b>Revenue dividends</b>		
Final revenue dividend proposed for the year ended 31 December 2020 of 0.15p (2019: 0.75p)	168	773
	<b>168</b>	<b>773</b>
<b>Capital dividends</b>		
Final capital dividend proposed for the year ended 31 December 2020 of 1.85p (2019: 1.25p)	2,072	1,289
	<b>2,072</b>	<b>1,289</b>

7. Return per Ordinary Share	Year ended 31 December 2020	Year ended 31 December 2019
The returns per share have been based on the following figures:		
Weighted average number of Ordinary Shares	111,344,983	76,885,003
Revenue return	£220,000	£776,000
Capital return	£2,501,000	£399,000
<b>Total return</b>	<b>£2,721,000</b>	<b>£1,175,000</b>

8. Investments	Year ended 31 December 2020			
	Listed (quoted prices) £'000	AIM/AQSE (quoted prices) £'000	Unlisted (unobservable inputs) £'000	Total £'000
<b>Valuation at 31 December 2019</b>	<b>4,435</b>	<b>4,937</b>	<b>44,816</b>	<b>54,188</b>
Unrealised (gain)/loss	(377)	(821)	704	(494)
<b>Cost at 31 December 2019</b>	<b>4,058</b>	<b>4,116</b>	<b>45,520</b>	<b>53,694</b>
<b>Movements during the year:</b>				
Purchases	-	2,969	9,417	12,386
Sales proceeds	(162)	(2,287)	(4,437)	(6,886)
Realised (loss)/gain	(18)	1,362	(119)	1,225
<b>Cost at 31 December 2020</b>	<b>3,878</b>	<b>6,160</b>	<b>50,381</b>	<b>60,419</b>
Unrealised gain/(loss)	350	4,358	(976)	3,732
<b>Valuation at 31 December 2020</b>	<b>4,228</b>	<b>10,518</b>	<b>49,405</b>	<b>64,151</b>

Note 1(f) defines the three-tier hierarchy of investments, and the significance of the information used to determine their fair value, that is required by Financial Reporting Standard 102 Section 11 “Basic Financial Instruments”. Listed and AIM/AQSE quoted securities are categorised as Level 1 and unlisted investments as Level 3.

FRS 102 requires disclosure, by class of financial instrument, if the effect of changing one or more inputs to reasonably possible alternative assumptions would result in a significant change to the fair value measurement (see Note 16 for sensitivity analysis). The information used in determination of the fair value of Level 3 to the specific underlying investments is chosen with reference to the circumstances and position of each investee company.

The portfolio valuation	31 December 2020 £'000	31 December 2019 £'000
<b>Held at market valuation:</b>		
Investment trusts	4,228	4,435
AIM/AQSE quoted equities	10,518	4,937
	<b>14,746</b>	<b>9,372</b>
<b>Unlisted at Directors' valuation:</b>		
Unquoted unobservable equities	34,228	29,090
Unquoted unobservable fixed income	15,177	15,726
	<b>49,405</b>	<b>44,816</b>
<b>Total</b>	<b>64,151</b>	<b>54,188</b>
Realised gains/(losses) on historical basis	1,225	(183)
Net increase in value of investments	3,238	1,680
<b>Gains on investments</b>	<b>4,463</b>	<b>1,497</b>

## 9. Participating interests

The principal activity of the Company is to select and hold a portfolio of investments in unlisted, listed and AIM/AQSE securities. Although the Company will, in some cases, be represented on the board of the investee company, it will not take a controlling interest or become involved in its management. The size and structure of the companies with unlisted and AIM/AQSE securities may result in certain holdings in the portfolio representing a participating interest without there being any partnership, joint venture or management consortium agreement.

At 31 December 2020, the Company held shares amounting to 20% or more of the equity capital of the following undertakings:

Investment	% of class held	% of equity held	Total cost £'000	Carrying value £'000	Latest accounts period end	Aggregate capital & reserves £'000	Profit/(loss) after tax for year £'000
<b>Altra Consultants Limited</b>							
2,594 D ordinary shares	35.7	4.2	58	58	30/9/19	(1,035)	(1,951)
11,665,268 E ordinary shares	35.7		117	117			
<b>BioAscent Discovery Limited</b>							
104,476 A ordinary shares	65.3	26.1	1,532	2,351	31/12/19	4,194	-
<b>Bright Network (UK) Limited</b>							
37,063 B ordinary shares	28.0	11.9	1,383	1,382	31/3/20	4,863	(533)
<b>Boiler Plan (UK) Limited</b>							
41,459 C ordinary shares	41.3	24.0	1,000	1,000	31/12/20	(363)	(1,340)
<b>CatTech International Limited</b>							
1,479,723 B ordinary shares	28.0	8.4	140	474	31/12/19	640	663
24,627,780 C ordinary shares	29.1		289	394			
<b>CB Technology Limited</b>							
18,647,991 B ordinary shares	24.9	19.6	221	386	31/3/19	(334)	-
99,489 C ordinary shares	25.5		112	137			
<b>Curo Compensation Limited</b>							
810,956 C ordinary shares	33.0	12.1	962	730	31/3/20	1,302	(2,043)
<b>Delio Limited</b>							
627 B ordinary shares	26.7	3.6	533	533	31/3/20	3,130	(771)
<b>ebb3 Limited</b>							
8,311,624 B ordinary shares	45.0	23.3	598	654	30/11/20	(203)	(530)
56,388,744 C ordinary shares	53.3		564	423			
<b>Ensco 969 Limited (trading as DPP)</b>							
10,782,500 B ordinary shares	21.6	7.4	145	103	31/10/19	1,953	(190)
227,000 C ordinary shares	22.7		227	114			
<b>eSafe Global Limited</b>							
83,125 B ordinary shares	51.9	26.2	83	62	31/12/20	(2,173)	(277)
17,500,000 C ordinary shares	54.7		175	131			
<b>Fathom Systems Group Limited</b>							
127,412 B ordinary shares	21.2	12.7	59	-	31/12/19	(4,120)	-
212,241 C ordinary shares	22.4		195	-			
<b>Filtered Technologies Limited</b>							
47,221 B ordinary shares	38.0	10.1	950	1,034	31/12/19	1,682	(791)
<b>Flow UK Holdings Limited</b>							
6,347,728 B ordinary shares	36.3	12.7	63	63	31/12/19	(892)	-
24,818,181 C ordinary shares	37.2		248	248			



## 9. Participating interests (continued)

Investment (continued)	% of class held	% of equity held	Total cost £'000	Carrying value £'000	Latest accounts period end	Aggregate capital & reserves £'000	Profit/(loss) after tax for year for year £'000
<b>Horizon Ceremonies Limited</b>							
2,813,119 B ordinary shares	38.6	12.9	28	1,259	31/12/19	(584)	-
99,013,636 C ordinary shares	27.7		990	990			
<b>Hublsoft Group Limited</b>							
7,272 B ordinary shares	40.0	12.5	800	800	31/3/20	41	-
<b>Martel Instruments Holdings Limited</b>							
63,804 B Ordinary Shares	33.1	14.7	23	-	31/12/19	(4,219)	-
<b>MirrorWeb Limited</b>							
1,329 E2 ordinary shares	55.0	7.8	550	550	31/10/20	383	(678)
<b>Optoscribe Limited</b>							
2,597 A ordinary shares	70.9	5.1	36	36	30/6/19	1,783	-
<b>Precursive Limited</b>							
265,477 D ordinary shares	30.0	6.5	750	750	31/1/20	(218)	(235)
<b>Quorum Cyber Security Limited</b>							
145,833 A ordinary shares	20.8	8.7	146	146	31/5/19	(357)	-
<b>R&amp;M Engineering Group Limited</b>							
240,000 C ordinary shares	20.0	13.4	156	-	31/12/19	(7,044)	(727)
<b>RevLifter Limited</b>							
15,957 A preference shares	33.3	11.9	994	994	31/12/19	931	(834)
15,957 A ordinary shares	33.3		6	6			
<b>Rockar 2016 Limited (trading as Rockar)</b>							
7,458 B ordinary shares	20.1	6.9	875	1,066	31/12/19	728	(102)
<b>TC Communications Holdings Limited</b>							
62,403 B ordinary shares	35.7	10.7	27	-	31/12/19	(5,235)	197
653,430 C ordinary shares	52.7		28	-			
<b>The Algorithm People Limited</b>							
866 A ordinary shares	37.5	9.7	300	300	30/9/19	411	-
<b>The GP Service (UK) Limited</b>							
5,762,641 B ordinary shares	39.1	19.2	347	372	31/1/20	(1,894)	-
<b>Vodat Communications Group Limited</b>							
21,573,809 B ordinary shares	26.4	7.1	433	791	31/3/20	2,106	(617)
6,711,735 C ordinary shares	26.8		76	91			
<b>WaterBear Education Limited</b>							
7,883,600 B ordinary shares	51.2	20.1	79	488	31/8/19	157	(820)
612,800 C ordinary shares	52.4		613	613			
<b>Whiterock Group Limited</b>							
6,491,464 B ordinary shares	45.3	13.0	214	923	31/12/19	2,403	1,100
55,081,137 C ordinary shares	47.7		551	551			

Details of the equity percentages of all other holdings are shown in the Investment Portfolio Summary on pages 41 to 44.

<b>10. Debtors</b>	<b>31 December 2020</b> <b>£'000</b>	<b>31 December 2019</b> <b>£'000</b>
Prepayments and accrued income	431	446
Current taxation	23	16
Other debtors	137	246
	<b>591</b>	<b>708</b>

<b>11. Creditors</b>	<b>31 December 2020</b> <b>£'000</b>	<b>31 December 2019</b> <b>£'000</b>
Accruals	820	175
	<b>820</b>	<b>175</b>

<b>12. Share capital</b>	<b>31 December 2020</b>		<b>31 December 2019</b>	
	<b>Number</b>	<b>£'000</b>	<b>Number</b>	<b>£'000</b>
At 31 December the authorised share capital comprised:				
<i>allotted, issued and fully paid:</i>				
Ordinary Shares of 10p each				
Balance brought forward	103,113,920	10,311	76,570,595	7,657
Repurchased and cancelled in year	(1,851,566)	(185)	(1,232,000)	(123)
Ordinary Shares issued during year	10,743,574	1,074	196,355	19
Ordinary Shares issued during year - merger	-	-	27,578,970	2,758
	<b>112,005,928</b>	<b>11,200</b>	<b>103,113,920</b>	<b>10,311</b>

During the year, 1,851,566 Ordinary Shares (2019: 1,232,000) of 10p each were repurchased by the Company at a cost of £1,156,142 (2019: £786,000) and cancelled. Subsequent to the year end, the Company bought back a further 482,786 shares for cancellation at a total cost of £392,962.

During the year, the Company issued 10,577,988 new Ordinary Shares under an Offer for Subscription at prices ranging from 63.96p to 73.74p.

Also during the year, the Company issued 165,586 shares (2019: 196,355) under the DIS at a price of 63.73p per share (2019: 70.73p).

### 13. Reserves

#### Share premium account

The share premium account represents the premium above nominal value received by the Company on issuing shares net of issue costs. This reserve is non-distributable.

#### Capital redemption reserve

The nominal value of shares repurchased and cancelled is represented in the capital redemption reserve. This reserve is non-distributable.

#### Capital reserve - unrealised

Increases and decreases in the fair value of investments are recognised in the Income Statement and are then transferred to the capital reserve unrealised account. This reserve is non-distributable.

#### Capital reserve - realised

Gains or losses on investments realised in the year that have been recognised in the Income Statement are transferred to the capital reserve realised account on disposal. Furthermore, any prior unrealised gains or losses on such investments are transferred from the capital reserve unrealised account to the capital reserve realised account on disposal. This reserve is distributable.

#### Special distributable reserve

The total cost to the Company of the repurchase and cancellation of shares is represented in the special distributable reserve account. The special distributable reserve also represents capital dividends, capital investment management fees and the tax effect of capital items. This reserve is distributable.

#### Revenue reserve

The revenue reserve represents accumulated profits retained by the Company that have not been distributed to Shareholders as a dividend. This reserve is distributable.

### 14. Net asset value per Ordinary Share

The net asset value per share and the net asset value attributable to the Ordinary Shares at the year end, calculated in accordance with the Articles were as follows:

	31 December 2020		31 December 2019	
	Net asset value per share p	Net asset value attributable £'000	Net asset value per share p	Net asset value attributable £'000
<b>Ordinary Shares</b>	<b>70.33</b>	<b>78,774</b>	<b>70.91</b>	<b>73,123</b>

The number of issued shares used in the above calculation is set out in Note 12.

15. Reconciliation of net return to cash utilised by operations	Year ended 31 December 2020 £'000	Year ended 31 December 2019 £'000
Net return	2,721	1,175
Adjustment for:		
gains on investments	(4,463)	(1,497)
<b>Operating cash flow before movement in working capital</b>	<b>(1,742)</b>	<b>(322)</b>
Increase in prepayments	(3)	(7)
Increase in accruals	644	17
Decrease in debtors	11	82
<b>Cash utilised by operations</b>	<b>(1,090)</b>	<b>(120)</b>

## 16. Financial instruments

The Company's financial instruments comprise equity and fixed interest investments, cash balances and debtors and creditors that arise directly from its operations, for example, in respect of sales and purchases awaiting settlement, and debtors for accrued income. The Company holds financial assets in accordance with its investment policy of investing mainly in a portfolio of VCT qualifying unquoted and AIM/AQSE quoted securities. The Company may not enter into derivative transactions in the form of forward foreign currency contracts, futures and options without the written permission of the Directors. No derivative transactions were entered into during the period.

The main risks the Company faces from its financial instruments are: (i) market price risk, being the risk that the value of investment holdings will fluctuate as a result of changes in market prices caused by factors other than interest rates; (ii) interest rate risk; (iii) liquidity risk; (iv) credit risk; and (v) price risk sensitivity. In line with the Company's investment objective, the portfolio comprises mainly sterling currency securities and, therefore, foreign currency risk is minimal.

The Manager's policies for managing these risks are summarised below and have been applied throughout the period. The numerical disclosures below exclude short-term debtors and creditors which are included in the Balance Sheet at fair value.

### (i) Market price risk

The Company's investment portfolio is exposed to market price fluctuations, which are monitored by the Manager in pursuance of the investment objective as set out on page 14. Adherence to investment guidelines and to investment and borrowing powers set out in the Management and Administration Deed mitigates the risk of excessive exposure to any particular type of security or issuer. These powers and guidelines include the requirement to invest in a number of companies across a range of industrial and service sectors at varying stages of development, to closely monitor the progress of the investee companies and to appoint a non-executive director to the board of each company. Further information on the investment portfolio (including sector analysis, concentration and deal type analysis) is set out in the Analysis of Unlisted and Quoted Portfolio, the Investment Manager's Review, the Summary of Investment Changes, the Investment Portfolio Summary and the Largest Investments by Valuation.

### (ii) Interest rate risk

The interest rate risk profile of financial assets at the balance sheet date was as follows:

At 31 December 2020	Fixed interest £'000	Floating rate £'000	Non interest bearing £'000
<b>Sterling</b>			
Unlisted and AIM/AQSE	15,177	-	44,746
Investment trusts	-	-	4,228
Cash	-	6,057	8,795
	<b>15,177</b>	<b>6,057</b>	<b>57,769</b>

At 31 December 2019	Fixed interest £'000	Floating rate £'000	Non interest bearing £'000
<b>Sterling</b>			
Unlisted and AIM/AQSE	15,726	-	34,027
Investment trusts	-	-	4,435
Cash	-	9,291	9,111
	<b>15,726</b>	<b>9,291</b>	<b>47,573</b>

The unlisted fixed interest assets have a weighted average life of 1.06 years (2019: 1.81 years) and a weighted average interest rate of 10.13% (2019: 9.80%). The floating rate assets consist of cash.

These assets are earning interest at prevailing money market rates. The non-interest bearing assets represent the equity element of the portfolio. All assets and liabilities of the Company are included in the Balance Sheet at fair value.

The floating rate investments only comprise cash held on interest bearing deposit accounts. The benchmark rate which determines the rate of interest receivable on cash is the bank base rate, which was 0.10% at 31 December 2020 (2019: 0.75%). A 0.25% increase or decrease in the base rate would mean an increase or decrease of interest received in the year of £15,141 (2019: £23,277). The impact of a change of 0.25% has been selected as this is considered reasonable given the current level of the Bank of England base rates and market expectations for future movement.

**16. Financial instruments (continued)****Maturity profile**

The maturity profile of the Company's financial assets at the balance sheet date was as follows:

<b>At 31 December 2020</b>	<b>Within 1 year £'000</b>	<b>Within 1-2 years £'000</b>	<b>Within 2-3 years £'000</b>	<b>Within 3-4 years £'000</b>	<b>Within 4-5 years £'000</b>	<b>Total £'000</b>
Unlisted	11,197	2,633	295	98	954	15,177
	<b>11,197</b>	<b>2,633</b>	<b>295</b>	<b>98</b>	<b>954</b>	<b>15,177</b>

<b>At 31 December 2019</b>	<b>Within 1 year £'000</b>	<b>Within 1-2 years £'000</b>	<b>Within 2-3 years £'000</b>	<b>Within 3-4 years £'000</b>	<b>Within 4-5 years £'000</b>	<b>Total £'000</b>
Unlisted	7,306	4,851	3,073	295	201	15,726
	<b>7,306</b>	<b>4,851</b>	<b>3,073</b>	<b>295</b>	<b>201</b>	<b>15,726</b>

**(iii) Liquidity risk**

Due to their nature, unlisted investments may not be readily realisable and, therefore, a portfolio of listed assets and cash is held to offset this liquidity risk. Note 8 details the three-tier hierarchy of inputs used as at 31 December 2020 in valuing the Company's investments carried at fair value.

The Company, generally, does not hold significant cash balances and any cash held is with reputable banks with high quality external credit ratings.

**(iv) Credit risk**

This is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Company.

The Company's financial assets exposed to credit risk amounted to the following:

	<b>31 December 2020 £'000</b>	<b>31 December 2019 £'000</b>
Investments in unlisted debt securities	15,177	15,726
Investment trusts	4,228	4,435
Cash	18,402	18,402
	<b>37,807</b>	<b>38,563</b>

All assets that are traded on a recognised exchange are held by JPMorgan Chase (JPM), the Company's custodian. Cash balances are held by Barclays, Clydesdale, JPM and RBSI. Should the credit quality or the financial position of any of these institutions deteriorate significantly, the Manager will move these assets to another financial institution.

## 16. Financial instruments (continued)

### (iv) Credit risk (continued)

The Manager evaluates credit risk on unlisted debt securities and financial commitments and guarantees prior to investment, and as part of the ongoing monitoring of investments. In doing this, it takes into account the extent and quality of any security held. Typically, unlisted debt securities have a fixed charge over the assets of the investee company in order to mitigate the gross credit risk. The Manager receives management accounts from investee companies, and members of the investment management team sit on the boards of investee companies; this enables the close identification, monitoring and management of investment specific credit risk.

There were no significant concentrations of credit risk to counterparties at 31 December 2020 or 31 December 2019.

### (v) Price risk sensitivity

The following details the Company's sensitivity to a 10% increase or decrease in the market prices of listed or AIM/AQSE quoted securities, with 10% being the Manager's assessment of a reasonable possible change in market prices.

At 31 December 2020, if market prices of AIM/AQSE quoted securities had been 10% higher or lower and with all other variables held constant, the increase or decrease in net assets attributable to Ordinary Shareholders for the year would have been £1,051,800 (2019: £493,700) due to the change in valuation of financial assets at fair value through profit or loss.

At 31 December 2020, if prices of unlisted securities had been 10% higher or lower with all other variables held constant, the increase or decrease in net assets attributable to Ordinary Shareholders for the year would have been £4,940,500 (2019: £4,481,600) due to the change in valuation of financial assets at fair value through profit or loss.

At 31 December 2020, 62.7% (2019: 61.3%) comprised investments in unlisted securities held at fair value. The valuation of unlisted securities reflects a number of factors, including the performance of the investee company itself and the wider market, and any uncertainty surrounding from the implications of the UK's departure from the EU and uncertainties associated with COVID-19.

# NOTICE OF ANNUAL GENERAL MEETING

**Notice is hereby given that the Annual General Meeting of Maven Income and Growth VCT 4 PLC (the Company: Registered in Scotland with registered number SC272568) will be held at Kintyre House, 205 West George Street, Glasgow G2 2LW at 12.00 noon on Wednesday 12 May 2021 for the purposes of considering and, if thought fit, passing the following Resolutions:**

## **Ordinary Resolutions**

1. To receive the Directors' Report and the audited Financial Statements for the year ended 31 December 2020.
2. To receive the Directors' Remuneration Report for the year ended 31 December 2020.
3. To approve a final dividend of 2.00p per Ordinary Share in respect of the year ended 31 December 2020.
4. To re-elect Peter Linthwaite as a Director.
5. To re-elect Malcolm Graham-Wood as a Director.
6. To re-elect Steven Scott as a Director.
7. To re-elect Bill Nixon as a Director.
8. To re-elect Fraser Gray as a Director.
9. To re-appoint Deloitte LLP as Auditor to the Company.
10. To authorise the Directors to fix the remuneration of the Auditor.
11. THAT the Directors be and are hereby generally and unconditionally authorised under Section 551 of the Companies Act 2006 (the Act) to exercise all the powers of the Company to allot Ordinary Shares in the Company, or grant rights to subscribe for or convert any security into Ordinary Shares in the Company, up to an aggregate nominal amount of £1,115,231 (representing 10% of the total Ordinary Share capital in issue as at 7 April 2021) provided that this authority shall expire at the conclusion of the next AGM of the Company or, if earlier, on the expiry of 15 months after the passing of this Resolution, and so that the Company may before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred had not expired.



**Special Resolutions**

12. THAT, subject to the passing of Resolution 11, the Directors be and are hereby empowered, under Section 571 of the Act, to allot equity securities (as defined in Section 560 of the Act) under the authority conferred by Resolution 11 for cash as if Section 561(1) of the Act did not apply to the allotment, provided that this power shall be limited to allotment:
- (a) of equity securities in connection with an offer of such securities by way of rights to holders of Ordinary Shares in proportion (as nearly as practicable) to their respective holdings of such shares, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or any legal or practical problems under the laws of any territory, or the requirements of any regulatory body or stock exchange;
  - (b) (other than under paragraph (a) above) of equity securities up to an aggregate nominal amount not exceeding £1,115,231, representing 10% of the total Ordinary Share capital in issue as at 7 April 2021; and
  - (c) shall expire at the conclusion of the next AGM of the Company held after the passing of this resolution or, if earlier, on the expiry of 15 months from the passing of the Resolution, and so that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.
13. THAT the Company be and is hereby generally and, subject as here and hereinafter appears, unconditionally authorised in accordance with Section 701 of the Act to make market purchases (within the meaning of Section 693(4) of the Act) of fully paid Ordinary Shares of 10p each in the capital of the Company provided always that:
- (a) the maximum number of Ordinary Shares hereby authorised to be purchased is 16,717,318 Ordinary Shares, representing approximately 14.99% of the Company's Ordinary Share capital in issue as at 7 April 2021;
  - (b) the minimum price that may be paid for an Ordinary Share shall be 10p per share;
  - (c) the maximum price exclusive of expenses, that may be paid for an Ordinary Share shall be not more than an amount equal to the higher of:
    - (i) an amount equal to 105% of the average of the closing middle market price for the Ordinary Share as derived from the London Stock Exchange's Daily Official List for the five business days immediately preceding the date on which the Ordinary Shares are purchased; and
    - (ii) the price stipulated by Article 5(1) of Commission Regulation (EC) No. 273/2003 (the Buy-back and Stabilisation Regulation); and
  - (d) unless previously renewed, varied or revoked, the authority hereby conferred shall expire at the conclusion of the next AGM of the Company or, if earlier, on the expiry of 15 months from the passing of this Resolution, save that the Company may before such expiry enter into a contract to purchase Ordinary Shares which will or may be completed wholly or partly after such expiry.
14. THAT a general meeting other, than an annual general meeting, may be called on not less than 14 days' clear notice.

**By order of the Board**  
**Maven Capital Partners UK LLP**  
**Secretary**  
**Kintyre House**  
**205 West George Street**  
**Glasgow G2 2LW**  
**9 April 2021**

## NOTES:

### ***Entitlement to attend and vote***

- 1) To be entitled to attend and vote at the Meeting (and for the purposes of the determination by the Company of the votes that may be cast in accordance with Regulation 41 of the Uncertified Securities Regulations 2001), only those members registered in the Company's register of members at close of business on 10 May 2021 (or, if the Meeting is adjourned, close of business on the date which is two business days before the adjourned Meeting) shall be entitled to attend and vote at the Meeting. Changes to the register of members of the Company after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the Meeting.

### ***Website giving information regarding the Meeting***

- 2) Information regarding the Meeting, including the information required by Section 311A of the Companies Act 2006, is available from [www.mavencp.com/migvct4](http://www.mavencp.com/migvct4).

### ***Attending in person***

- 3) Please note the guidance on attendance provided in the Chairman's Statement on page 13 of this Annual Report.

### ***Appointment of proxies***

- 4) If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this Notice of Annual General Meeting. You can appoint a proxy only using the procedures set out in these notes and the notes to the proxy form.
- 5) If you are not a member of the Company but you have been nominated by a member of the Company to enjoy information rights, you do not have a right to appoint any proxies under the procedures set out in this "Appointment of proxies" section. Please read the section "Nominated Persons" below.
- 6) A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting, you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
- 7) You may appoint more than one proxy, provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please copy the proxy form, indicate on each form how many shares it relates to, and attach them together.
- 8) A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against a resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

### ***Appointment of proxy using hard copy proxy form***

- 9) A proxy form is enclosed with this document. The notes to the proxy form explain how to direct your proxy to vote or withhold their vote on each Resolution. To appoint a proxy using the proxy form, the form must be completed, signed and sent or delivered to the Company's Registrars, Link Group, at 10th Floor, Central Square, 29 Wellington Street, Leeds LS1 4DL so as to be received by Link Group no later than 12.00 noon on 10 May 2021 or by close of business on a date two business days prior to that appointed for any adjourned Meeting or, in the case of a poll taken subsequent to the date of the Meeting or adjourned Meeting, so as to be received no later than 24 hours before the time appointed for taking the poll. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form. For the purposes of determining the time for delivery of proxies, no account has been taken of any part of a day that is not a working day.

***Appointment of a proxy on-line***

- 10) You may submit your proxy electronically using the Share Portal service at **www.signalshares.com**. Shareholders can use this service to vote or appoint a proxy on-line. The same voting deadline of 48 hours (excluding non-working days) before the time of the Meeting applies as if you were using your personalised proxy form to vote or appoint a proxy by post to vote for you. You will need to use the unique personal identification Investor Code printed on your share certificate. Shareholders should not show this information to anyone unless they wish to give proxy instructions on their behalf.

***Appointment of proxies through CREST***

- 11) CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available from <https://www.euroclear.com/site/public/EUI>). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID: RA10) by 12.00 noon on 10 May 2021. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time.

In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

***Appointment of proxy by joint members***

- 12) In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding, the first-named being the most senior.

***Changing proxy instructions***

- 13) To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off times for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Link Group at the address shown in note 9. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

***Termination of proxy appointments***

- 14) In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Link Group, at the address shown in note 9. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed, or a duly certified copy of such power or authority, must be included with the revocation notice. The revocation notice must be received by Link Group no later than 48 hours before the Meeting. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid. Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

**Corporate representatives**

- 15) A corporation that is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.

**Issued shares and total voting rights**

- 16) As at 7 April 2021 the Company's issued share capital comprised 111,523,142 Ordinary Shares of 10p each. Each Ordinary Share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company on 7 April 2021 is 111,523,142. The website referred to in note 2 will include information on the number of shares and voting rights.

**Questions at the Meeting**

- 17) Under Section 319A of the Act, the Company must answer any question you ask relating to the business being dealt with at the Meeting unless:
- answering the question would interfere unduly with the preparation for the Meeting or involve the disclosure of confidential information;
  - the answer has already been given on a website in the form of an answer to a question; or
  - it is undesirable in the interests of the Company or the good order of the Meeting that the question be answered.

**Website publication of audit concerns**

- 18) Pursuant to Chapter 5 of Part 16 of the Act (Sections 527 to 531), where requested by a member or members meeting the qualification criteria set out at note 19 below, the Company must publish on its website, a statement setting out any matter that such members propose to raise at the Meeting relating to the audit of the Company's accounts (including the Auditor's Report and the conduct of the audit) that are to be laid before the Meeting. The request:

- may be in hard copy form or in electronic form (see note 20 below);
- must either set out the statement in full or, if supporting a statement sent by another member, clearly identify the statement which is being supported;
- must be authenticated by the person or persons making it (see note 20 below); and
- must be received by the Company at least one week before the Meeting.

Where the Company is required to publish such a statement on its website:

- it may not require the members making the request to pay any expenses incurred by the Company in complying with the request;
- it must forward the statement to the Company's Auditor no later than the time the statement is made available on the Company's website; and
- the statement may be dealt with as part of the business of the Meeting.

**Members' qualification criteria**

- 19) In order to be able to exercise the members' right to require the Company to publish audit concerns (see note 18), the relevant request must be made by a member or members having a right to vote at the Meeting and holding at least 5% of total voting rights of the Company, or at least 100 members having a right to vote at the Meeting and holding, on average, at least £100 of paid up share capital. For information on voting rights, including the total number of voting rights, see note 16 above and the website referred to in note 2.

**Submission of hard copy and electronic requests and authentication requirements**

- 20) Where a member or members wishes to request the Company to publish audit concerns (see note 18), such request be must be made in accordance with one of the following ways:

- a hard copy request which is signed by you, states your full name and address and is sent to **The Secretary, Maven Income and Growth VCT 4 PLC, Kintyre House, 205 West George Street, Glasgow G2 2LW**; or
- a request which states your full name, address, and investor code, and is sent to **enquiries@mavencp.com** stating "AGM" in the subject field.

***Nominated persons***

21) If you are a person who has been nominated under Section 146 of the Act to enjoy information rights (Nominated Person):

- you may have a right under an agreement between you and the member of the Company who has nominated you to have information rights (Relevant Member) to be appointed or to have someone else appointed as a proxy for the Meeting;
- if you either do not have such a right or if you have such a right but do not wish to exercise it, you may have a right under an agreement between you and the Relevant Member to give instructions to the Relevant Member as to the exercise of voting rights; and
- your main point of contact in terms of your investment in the Company remains the Relevant Member (or, perhaps, your custodian or broker) and you should continue to contact them (and not the Company) regarding any changes or queries relating to your personal details and your interest in the Company (including any administrative matters). The only exception to this is where the Company expressly requests a response from you.

***Documents on display***

22) Copies of the letters of appointment of the Directors of the Company and a copy of the Articles of the Company will be available for inspection at the registered office of the Company at Kintyre House, 205 West George Street, Glasgow G2 2LW from the date of this notice until the end of the Meeting.

***Communication***

23) Except as provided above, members who have general queries about the Meeting should use the following means of communication (no other methods of communication will be accepted):

- calling Maven Capital Partners UK LLP (the Secretary) on **0141 306 7400**; or
- e-mailing **enquiries@mavencp.com**, stating "AGM" in the subject field.

**Registered in Scotland: Company Number SC272568**

# EXPLANATORY NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

An explanation of the Resolutions to be proposed at the AGM is set out below. Resolutions 1 to 11 will be proposed as Ordinary Resolutions requiring the approval of more than 50% of the votes cast and Resolutions 12 to 14 will be proposed as Special Resolutions requiring the approval of 75% or more of the votes cast.

## ***Resolution 1 – Annual Report and Financial Statements***

The Directors seek approval to receive the Directors' Report and audited Financial Statements for the year ended 31 December 2020, which are included within the Annual Report.

## ***Resolution 2 – Directors' Remuneration Report***

The Board seeks approval to receive the Directors' Remuneration Report for the year ended 31 December 2020, which is also included in the Annual Report.

## ***Resolution 3 – Final Dividend***

The Company's Shareholders will be asked to approve the payment of a final dividend of 2.00p per Ordinary Share for the year ended 31 December 2020, to be paid on 21 May 2021 to Shareholders on the register at the close of business on 23 April 2021.

## ***Resolution 4 – Re-election of Director***

Peter Linthwaite will retire at the AGM and, being eligible, he offers himself for re-election as a Director of the Company

## ***Resolution 5 – Re-election of Director***

Malcolm Graham-Wood will retire at the AGM and, being eligible, offers himself for re-election as a Director of the Company.

## ***Resolution 6 – Re-election of Director***

Steven Scott will retire at the AGM and, being eligible, offers himself for re-election as a Director of the Company.

## ***Resolution 7 – Re-election of Director***

Bill Nixon will retire at the AGM and, being eligible, offers himself for re-election as a Director of the Company.

## ***Resolution 8 – Re-election of Director***

Fraser Gray will retire at the AGM and, being eligible, offers himself for re-election as a Director of the Company.

## ***Resolutions 9 and 10 – Re-appointment and remuneration of Auditor***

The Company must appoint an auditor at each general meeting at which the accounts are presented to Shareholders, to hold office until the conclusion of the next such meeting. Resolution 9 seeks Shareholder approval to re-appoint Deloitte LLP as the Company's Auditor. In accordance with normal practice, Resolution 10 seeks authority for the Directors to determine the Auditor's remuneration.

## ***Resolution 11 – Authority to allot shares***

Resolution 11, if passed, will authorise the Directors to allot shares or rights to subscribe for them up to an aggregate nominal value of £1,115,231. This amounts to 11,152,310 Ordinary Shares representing approximately 10% of the total share capital of the Company in issue as at 7 April 2021 (this being the latest practicable date prior to publication of this Annual Report). The Directors' authority will expire at the conclusion of the next AGM of the Company or on the expiry of 15 months from the passing of the Resolution, whichever is the first to occur.

## ***Resolution 12 – Waiver of statutory pre-emption rights***

Resolution 12, if passed, would allow the Board to allot new Shares, up to 10% of the current share capital, without implementing pre-emption rights. This authority will expire at the conclusion of the next AGM of the Company or, if earlier, on the expiry of 15 months from the passing of the Resolution. The Board may use the authorities conferred under Resolutions 11 and 12 to allot further Ordinary Shares or rights to subscribe for them.

**Resolution 13 – Purchase of own shares**

Under Resolution 13, the Company's Shareholders are being asked to renew the Directors' authority to make market purchases of up to 16,717,318 Ordinary Shares (excluding shares held in treasury) of the Company (which represents approximately 14.99% of the issued share capital of the Company as at 7 April 2021) and the Resolution sets out the minimum and maximum prices that can be paid, exclusive of expenses. Any Ordinary Shares in the Company purchased pursuant to the authority sought under Resolution 13 may be either cancelled, and not be available for reissue, or held in treasury. Once held in treasury, such shares may be cancelled or sold for cash. At the date of this Annual Report, the Company does not hold any Ordinary Shares in the capital of the Company in treasury. The authority conferred by Resolution 13 will expire at the conclusion of the next AGM of the Company or on the expiry of 15 months from the passing of the Resolution, whichever is the first to occur.

The Board intends to use this authority to continue its share buy-back policy.

**Resolution 14 – Notice of general meetings**

The Directors propose to preserve the Company's ability to call general meetings (other than annual general meetings) on 14 clear days' notice, as approved by Shareholders at the previous AGM. Resolution 14 seeks such approval and would be effective until the Company's next AGM, when it is intended that a similar Resolution is proposed. If approved, it is anticipated that such authority will only be exercised under exceptional circumstances. The Company will also need to meet the requirements for electronic voting before it can call a general meeting on 14 days' notice.



# GLOSSARY

<b>Alternative Performance Measures (APMs)</b>	Measures of performance that are in addition to the statutory measures reported in the Financial Statements. The APMs used by the Company are marked * in this Glossary. The table in the Financial Highlights section on page 5 shows the movement in net asset value and NAV total return per Ordinary Share over the past three financial years, and shows the dividends declared in respect of each of the past three financial periods and on a cumulative basis since inception.
<b>Annual yield*</b>	The total dividends paid for the financial year expressed as a percentage of the share price at the year end date.
<b>Cumulative dividends paid*</b>	The total amount of both capital and income distributions paid since the launch of the Company.
<b>Discount/premium to NAV*</b>	A discount is the percentage by which the mid-market price of an Ordinary Share is lower than the net asset value per Ordinary Share. A premium is the percentage by which the mid-market price exceeds the net asset value per Ordinary Share.
<b>Distributable reserves</b>	Comprises capital reserve (realised), revenue reserve and special distributable reserve.
<b>Dividend per Ordinary Share</b>	The total of all dividends per Ordinary Share paid by the Company in respect of the year.
<b>Earnings per Ordinary Share (EPS)</b>	The net income after tax of the Company divided by the weighted average number of shares in issue during the year. In a venture capital trust, this is made up of revenue EPS and capital EPS.
<b>Ex-dividend date (XD date)</b>	The date set by the London Stock Exchange, normally being the business day preceding the record date.
<b>Index or indices</b>	A market index calculates the average performance of its constituents, normally on a weighted basis. It provides a means of assessing the overall state of the economy and provides a comparison against which the performance of individual investments can be assessed.
<b>Investment income</b>	Income from investments as reported in the Income Statement.
<b>NAV per Ordinary Share</b>	Net assets divided by the number of Ordinary Shares in issue.
<b>NAV total return per Ordinary Share*</b>	Net assets divided by the number of Ordinary Shares in issue, plus cumulative dividends paid per Ordinary Share to date.
<b>Net assets attributable to Ordinary Shareholders or Shareholders' funds (NAV)</b>	Total assets less current and long-term liabilities.
<b>Operational expenses</b>	The total of investment management fees and other expenses as reported in the Income Statement.
<b>Realised gains/losses</b>	The profit/loss on the sale of investments during the year.
<b>Record date</b>	The date on which an investor needs to be holding a share in order to qualify for a forthcoming dividend.
<b>Revenue reserves</b>	The total of undistributed revenue earnings from prior years. This is available for distribution to Shareholders by way of dividend payments.
<b>Total return</b>	The theoretical return, including reinvesting each dividend in additional shares in the Company at the closing mid-market price on the day that the shares go ex-dividend. The NAV total return involves investing the same net dividend at the NAV of the Company on the ex-dividend date.
<b>Unrealised gains/losses</b>	The profit/loss on the revaluation of the investment portfolio at the end of the year.

# CONTACT INFORMATION

<b>Directors</b>	Peter Linthwaite (Chairman) Malcolm Graham-Wood Fraser Gray Bill Nixon Steven Scott
<b>Manager and Secretary</b>	Maven Capital Partners UK LLP Kintyre House 205 West George Street Glasgow G2 2LW Telephone: 0141 306 7400 E-mail: <a href="mailto:enquiries@mavencp.com">enquiries@mavencp.com</a>
<b>Registered Office and Principal Place of Business</b>	Kintyre House 205 West George Street Glasgow G2 2LW
<b>Registered in Scotland</b>	Company Registration Number: SC272568 Legal Entity Identifier: 213800WSH2TNL9NG5I06 TIDM: MAV4 ISIN: GB00B043QW84
<b>Website</b>	<a href="http://www.mavencp.com/migvct4">www.mavencp.com/migvct4</a>
<b>Registrars</b>	Link Group 10th Floor Central Square 29 Wellington Street Leeds LS1 4DL  Website: <a href="http://www.linkgroup.eu">www.linkgroup.eu</a>  Shareholder Portal: <a href="http://www.signalshares.com">www.signalshares.com</a>  Shareholder Helpline: 0333 300 1566 (Lines are open 9.00am until 5.30pm, Monday to Friday, excluding public holidays in England and Wales. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom should be made to +44 371 664 0300 and will be charged at the applicable international rate.)
<b>Auditor</b>	Deloitte LLP
<b>Bankers</b>	JPMorgan Chase Bank
<b>Stockbrokers</b>	Shore Capital Stockbrokers Limited Telephone: 020 7647 8132
<b>VCT Adviser</b>	Philip Hare & Associates LLP

---

## MAVEN CAPITAL PARTNERS UK LLP

Kintyre House

205 West George Street

Glasgow G2 2LW

Tel: 0141 306 7400

Authorised and Regulated by The Financial Conduct Authority

---