

**Eurovestech plc**  
**("Eurovestech", "the Group" or "the Company")**  
**Interim report for the six months ended 31 December 2012 ("the period" or "the six months")**

**Highlights**

- Further progress for Eurovestech and its investee companies
- Cash return of £4.4 million (1.32 pence per share) completed in September 2012
- Company net asset value £52.7 million (15.6 pence per share) following cash return
- Balance sheet remains strong
- KSS Fuels signs multi-million Euro deal with major European fuel retailer and reports strong committed order book
- Transformational year for Maxifier: important new contracts, strategic alliances, new investors, strong growth in revenue and pipeline
- Contract wins for LogNet, Magenta and ARKeX
- Continuing to deliver value from the portfolio

**CHAIRMAN'S STATEMENT**

Richard Bernstein, Chief Executive, comments:

"This was an important six months for Eurovestech. We returned more cash, taking the total returned to date to more than £27 million, and completed our delisting. Our portfolio companies are making further progress, with KSS Fuels benefiting from recent investment and Maxifier's prospects looking particularly promising. Our companies' growth should open up further opportunities for realisation as we continue to build value for our shareholders".

**Further Enquiries**

**Eurovestech plc**

Richard Bernstein (Chief Executive Officer) 020 7478 9070

## Chairman's Statement

I am pleased to report our results for the six months ended 31 December 2012 ("the period" or "the six months"). It has been a period of further progress for Eurovestech and its investee companies.

This progress is evidenced by a further return of £4.4 million cash to shareholders (1.32 pence per share) in September 2012, taking total returns above £27 million (7.5 pence per share). The period also included the sale of 40 per cent of KSS Fuels for £7.2 million, a 38 per cent premium to carrying value. The delisting of Eurovestech shares from AIM, having been approved by shareholders, was completed in September 2012.

Following the cash return, I am happy to tell you that our balance sheet remains strong with net cash of £3.5 million, and our portfolio companies are delivering further growth.

Under new accounting rules brought in this year, the £6.4m profit arising on the 40% disposal of KSS Fuels can only be recognised in equity rather than in profit for the period (see note 4 for further detail). Consequently, Eurovestech's result was a loss before tax of £0.1 million for the period, instead of a profit of £6.3 million. This compares to a loss of £2.2 million for the six months ended 31 December 2011 ("the previous period").

As we seek to build value for shareholders, the net asset value of our investments remains a key benchmark of our progress. The company balance sheet of Eurovestech shows shareholders' funds of £52.7 million (15.6 pence per share) compared to £55.0 million (16.6 pence per share) at 31 December 2011 and £57.4 million (17.3 pence per share) on 30 June 2012. Adjusted for the £4.4 million cash return in October 2012, company net assets per share were broadly stable in the six months.

Let me now give more detail on the progress of our investee companies.

### PORTFOLIO REVIEW

#### ITWP ACQUISITIONS LIMITED (TOLUNA)

ToLuna is one of the world's leading online panel and survey technology companies, providing digital data collection and consumer insight to research agencies, corporations and individuals through the combination of world class technology, access to premium respondents and high quality services.

ToLuna's products enable hundreds of organisations to create online and mobile surveys, manage panels and build their own online and mobile communities.

Since it was acquired by ITWP Acquisitions in April 2011, ToLuna has been a privately owned business. ToLuna continues to benefit from the movement of market research services online, in contrast to 15 years ago when almost all interviews were by phone, on paper, or face-to-face. US spending on online surveys in 2012 is estimated to have been in excess of \$2.4 billion, and European spending in excess of \$0.9 billion. More recently ToLuna has begun to benefit from the shift to mobile devices, which enables surveys to be completed while people are waiting for a plane, commuting to work or even standing in a queue. This provides immediate feedback from consumers at the "moments of truth" when they decide to make a purchase or react to an advertisement. In North America today, 10 per cent of surveys which were previously taken on desktops are taken on a mobile device; for 18 to 24 year olds the figure is 18 per cent.

ToLuna's strategy includes creating key relationships with clients to leverage its core technology platform, whether this be its unified panel system, its analytic technology or DIY products.

ToLuna has 17 offices in Europe, North America and Asia Pacific. It has built and nurtured one of the largest and most diverse qualified online panel communities in the world, with more than 4.8 million respondents from 39 countries. ToLuna.com, the world's first online voting community site of its kind, receives more than one million votes per day. The company's products include [PanelPortal™](#), [ToLuna Analytics™](#) and [ToLuna QuickSurveys](#). Recently it launched [SmartSelect™](#), a sophisticated respondent selection methodology.

ToLuna's progress in the faster growing regions of the world, such as Asia Pacific, is encouraging. Progress in newer market sectors, such as healthcare, is also encouraging, as is the growth of its technology and DIY products such as QuickSurveys, which are experiencing high growth rates and are a key part of its strategy.

At 31 December 2012 Eurovestech was interested in 16.5 per cent of the issued share capital of ITWP, which owns the entire issued share capital of ToLuna, at a valuation of £23.8 million.

#### KSS LTD (KSS FUELS)

KSS Fuels is the global leader in fuels pricing and retail location intelligence, building on the strengths of KSS Fuels and MPSI. Its software, analytics and consulting solutions draw on more than 40 years' experience of the convenience retail, grocery and oil & gas industries in over 80 countries.

Strategic goals include expansion in new markets, including Brazil, India and South East Asia, cross-selling products to leverage the client base, and developing next generation pricing and location products and business intelligence tools.

KSS Fuels experienced record revenues during the period. This was fuelled by significant new European Pricing deals together with strong growth in Retail Network Planning, particularly in Japan and South Africa.

KSS Fuels has continued its growth in 2013 across all its major business streams with several new clients signed up to its Pricing solutions cloud offer, successful cross-sales of Retail Network Planning to existing pricing clients and more recently a multi-million dollar two year price survey collection service deal signed in the US.

The outlook for the second half of KSS Fuels' financial year to 30 June 2013 is positive. It has a growing backlog of revenue, and new deals are expected to be signed in all core markets of Europe, the US, Japan and South Africa in addition to new territories in Australia/New Zealand, Brazil and Southeast Asia.

Eurovestech believes that KSS Fuels is benefiting from its recent investments in MPSI and new product development, and its sales growth is building a solid platform for a significant increase in profits. We are pleased with the transformation of KSS Fuels since 2003, when the combined revenue of KSS Fuels and KSS Retail was £1 million. KSS Fuels is now a sizeable business, with current year revenues likely to exceed £15 million.

At 31 December 2012 Eurovestech owned 60 per cent of KSS Fuels at a valuation of £10.8 million.

#### MAXIFIER LIMITED

Maxifier is the global leader in inventory revenue management technology within the advertising technology industry. Its proprietary advertising technology enables premium publishers and advertising networks to maximise campaign performance and drive inventory value. It is targeting the rapidly growing digital ad spend market, and estimates its target market in 2013 to be worth \$30 billion and is estimated to be growing at about 12 per cent year on year.

Since its inception in 2010, Maxifier has made rapid progress, and during the period it reported several important breakthroughs. In addition to significant new contract wins, the effectiveness and global potential of its technology was recognised by new investors and strategic partners. It strengthened its management and sales team with the addition of highly experienced senior executives. For 2013, its strategic goals include building on its recent successes by converting its pipeline into revenues, extending its technology and broadening its marketing reach.

Important deals were concluded during the period in Japan, the second largest global advertising market. In August 2012 Dentsu Digital Holdings (DDH) announced a strategic investment in Maxifier and its intention to collaborate with Maxifier on business development plans across the Asian market. DDH is a leading innovator in global advertising.

Maxifier and MediaMath, the leading digital media-buying platform company, announced a partnership, also in August 2012, to bring a combined buying platform to the Japanese market. MediaMath buys ads for all the major agency holding companies and brands such as American Express, Kellogg's and Prudential. This alliance is exclusive in Japan and a growing source of revenue for Maxifier. In November 2012 Maxifier announced an investment from WGI Group, which provides early stage capital for Internet entrepreneurs.

In September 2012 Maxifier reported a new alliance with MOAT, the brand intelligence and analytics company. In October 2012 A.H.Belo Corporation of Dallas, Texas, which owns nine newspapers including the Dallas Morning News, and related websites, adopted Maxifier's ADMAX platform across all its sites. In December 2012 Rakuten, the Japanese Internet services group, implemented the ADMAX platform to improve campaign performance and advertising inventory yield.

Progress continued after the end of the period. In January 2013 Maxifier announced that BBN, an industry pacesetter in large scale digital marketing solutions, had adopted the ADMAX platform across all its sites. In February 2013 Telegraph Media Group, one of the leading UK daily newspaper groups, implemented ADMAX. In Latin America, Maxifier is in advanced discussions with two large media groups on potentially very significant projects. Separately, it has been approached by potential new investors to assist in funding accelerated growth in 2013 and beyond.

Revenues, although still modest relative to Maxifier's potential, rose by two-thirds in 2012 and the pipeline of possible new business increased by 250 per cent. From October 2012 through February 2013, revenue growth month over month has been 12 per cent.

At 31 December 2012 Eurovestech owned 44.6 per cent of Maxifier at a valuation of £7.4 million

#### LOGNET INFORMATION SYSTEMS plc (LOGNET)

LogNet offers innovative customer management and billing solutions to leading service providers. LogNet's solutions have been deployed in more than 60 locations across a wide range of industries including communications, utility, financial and transport companies worldwide. Its demand response capability helps utilities with flexible billing (such as peak and off-peak rates). Its strategic objectives include expanding its customer base, with a focus on Asia Pacific, developing reseller distribution in Europe and the US, and expanding their solutions with existing customers.

During the period LogNet announced important new contracts and increased its geographic footprint, opening regional offices in Thailand and Vietnam. In September 2012 it announced the deployment of a multi-service customer management and billing solution for Infostan, which supports payment and collection services for the ten largest cities in Serbia, for use at the City of Belgrade.

Using its MaxBill product suite, LogNet created a full operational framework for Infostan to support billing for services, including electricity, water and heating, to Belgrade's 1.4 million residents. LogNet's multi-tenant architecture enables Infostan to service other municipalities in the region on the same platform. Saga, the Serbian information technology company, led the implementation of MaxBill for Infostan and Belgrade.

In October 2012 Simfonics, an international provider of high added value mobile solutions, announced that it had expanded its customer base of mobile operators using LogNet's MaxBill suite, which supported the automation of service delivery, handling high transaction volumes and reconciling complex partner relationships. New customers using the Simfonics platform include E-Plus and GTCom in Germany and Macheen in the US.

In November 2012 LogNet announced that it had deployed MaxBill for RoutIT, an independent supplier of connectivity and cloud services to the small and medium sized enterprises market in the Netherlands.

LogNet continues to work on enhancing its product and continuing to develop its demand response capability for utilities which is a promising new product with significant revenue potential.

At 31 December 2012 Eurovestech owned 26.5 per cent of LogNet at a valuation of £1.3 million.

#### MAGENTA CORPORATION LTD (MAGENTA)

Magenta is a UK-based company exclusively focused on the creation of efficient dynamic scheduling solutions. It was founded in 1999 by a team of UK and Russian computer scientists to develop multi-agent technology (hence the name Magenta).

Magenta made further progress during the period, and following its new product strategy, won its first Software as a Service (SaaS) contracts for its Maxoptra distribution and Echo taxi scheduling solutions. In November 2012 Magenta and Coperforma, a National Health Service Innovation and Improvement Framework provider and a long term partner of Magenta, announced the results of their effort to transform the NHS patient transport services using dynamic Patient-Centred Scheduling. Delivered by Magenta two years earlier and currently used in five NHS hospitals, this helped to lower the costs of patient transport significantly and to improve service for patients and hospitals, while helping the environment by reducing excess mileage.

Also in November, Corporate Solutions Logistics (CSL) announced the results of using CSL Live, a solution developed by Magenta, for two years. It saved CSL staff up to 75 per cent of the time spent on allocating consignments and managing the process. CSL, which is UK based, developed out of D J Ponsonby Ltd, a

family haulage business. Recently, Magenta has begun work on a promising demand scheduling opportunity in the UK transport sector.

Strategic objectives include increasing revenue, particularly the recurring revenue base, continuing to develop its products, enhancing its presence in the transport, haulier and patient transport markets, and maintaining its non-core outsource work in the US and Russia.

At 31 December 2012 Eurovestech owned 49.6 per cent of Magenta at a valuation of £1.2 million.

#### ARKeX LIMITED

ARKeX supplies geophysical imaging services for oil and gas exploration. It specialises in multi-client and proprietary Full Tensor Gravity Gradiometry (FTG) data. FTG surveys measure minute variations in the earth's gravity field to make images of subsurface structures to a much higher resolution than conventional surveys. Based in the UK and US, ARKeX has global operating capabilities.

ARKeX made further progress in the period and into 2013. In January 2013 it was awarded a contract by Taipan Resources, an independent African oil & gas explorer, for an airborne FTG survey over a 1.9 million acre onshore block in the Anza Basin, Kenya, one of the basins of the East African Rift system which contains very significant oil discoveries. Taipan has interests in 9.7 million gross oil & gas exploration acres in Kenya. Also in January 2013, ARKeX began an airborne geophysical survey of Kuwait's Partitioned Zone on behalf of Wafra Joint Operations. This is the first airborne gravity gradiometry survey in Kuwait.

In December 2012 ARKeX reported the completion of the first part of the Namibia Tectonic Atlas, a comprehensive set of structural data for offshore and onshore Namibia and South African Cape Province, which comprise one of the world's frontier oil exploration areas.

In January 2013, ARKeX also announced a new collaboration with Midlands Ultracold Atom Research Centre (MUARC) to assist the development of a future generation of quantum technology gravity gradient sensors. MUARC is a joint venture by the Birmingham and Nottingham Schools of Physics and Astronomy.

At 31 December 2012 Eurovestech owned 2.5 per cent of ARKeX at a valuation of £1.2 million.

#### AUDIONAMIX SA (ADX)

ADX technology separates and isolates elements of mixed audio recording to overcome traditional limitations to solve a variety of challenges and enhance revenue in the film, broadcast and music industries. ADX's streamlined, semi-automated, high quality technology solutions enable customers to monetise dormant assets by removing costly commercial licensed music, opening new revenue opportunities in digital or foreign distribution. Other functions include separation of dialogue, vocal melodies, backing, and/or music and effect, thus enabling creative professionals to produce new works such as virtual duets and mixes. High profile clients include CBS, Warner Bros, NBC-Universal, Disney Studios, and Verve Records.

ADX continues to assist well-known artists and their community. In autumn 2012, Barbra Streisand released a compilation album of unpublished recordings from 1967 to 2012. The album's leading single, "Mother and Child" suffered from crippling instrumental "bleed" (the artist had been recorded standing in the middle of the orchestra) and could not be included. ADX isolated Streisand's voice and removed the "bleed", preserving the original orchestration and performance. The track was released and the album became a Top 10 seller.

ADX Vocal Isolation was called in to isolate Ella Fitzgerald's voice in a 1956 recording of "What are you doing New Year's Eve?", one of Rod Stewart's favourite Christmas songs, enabling him to record a "virtual duet" with Ella on his album "Merry Christmas Baby" released in November 2012.

The ADX vision is to become the recognised leader in unique cloud-based software technologies combined with professional audio services spanning the full spectrum from mobile devices for enthusiasts to professional audio engineers leveraging digital audio workstations. The fresh strategy includes capturing emerging markets through direct online Software as a Service (SaaS), enterprise, partnerships and "white label" licensing revenue models.

The company is engaged in a strategic pivot from a services model to a technology licensing model, with initial product launch scheduled for the fourth quarter of 2013. ADX has undergone significant organisational restructuring with the infusion of new management and expert external resources.

Revenue in 2012 was disappointing, however ADX has reduced costs and is now managing its business and cash needs to support this strategic pivot and related operational and financial milestones.

At 31 December 2012 Eurovestech owned 45.5 per cent of Audionamix at a valuation of £0.9 million.

#### DELISTING

The delisting of Eurovestech shares from AIM was approved by shareholders on 6 September 2012. The last day of trading was 21 September 2012. Shareholders who wish to acquire or dispose of shares may do so through a Matched Bargain Facility through London Matched Markets (LMM) Limited.

Shareholders will be able to contact LMM through a stockbroker; shareholders who do not have their own stockbroker will need to register with a broker to be able to deal. We are happy to provide further information regarding the facility to shareholders if required.

#### OUTLOOK

The global economic outlook remains clouded by sluggish recovery from the on-going financial crisis. As has been the case for some time now, our companies' advance must rely primarily on the strength of their technology, management and products, backed by our own strong balance sheet.

As our portfolio companies develop and grow, we are confident that they will open up opportunities for further realisation. Our strategy, to drive value from the portfolio and release surplus cash for shareholders, continues to be pursued with vigour.

**Richard Grogan**  
**Chairman**  
**28 March 2013**

## Consolidated Statement of Comprehensive Income

		Six month period to 31 December 2012 (unaudited) £'000	Six month period to 31 December 2011 (unaudited) £'000	Year ended 30 June 2012 (audited) £'000
<b>Continuing operations</b>				
<b>Revenue</b>	3	<b>7,583</b>	7,122	13,273
Investment income		<b>85</b>	53	57
Net gains on financial assets at fair value		<b>195</b>	24	2,068
Profit on disposal of financial assets	4	-	-	-
Operating expenses		<b>(7,628)</b>	(8,340)	(18,365)
<b>Underlying operating profit/(loss)</b>	3	<b>235</b>	(1,141)	(2,967)
Exceptional items and business combination amortisation		<b>(202)</b>	(836)	(1,643)
<b>Operating profit/(loss)</b>		<b>33</b>	(1,977)	(4,610)
Finance income		<b>17</b>	13	18
Finance costs		<b>(146)</b>	(173)	(261)
<b>Loss before tax</b>		<b>(96)</b>	(2,137)	(4,853)
Income tax (charge)/credit		<b>(33)</b>	(23)	328
<b>Loss for the period</b>		<b>(129)</b>	(2,160)	(4,525)
Foreign exchange movements		<b>98</b>	240	40
<b>Total comprehensive income and expense recognised in the period</b>		<b>(31)</b>	(1,920)	(4,485)
<b>Attributable to:</b>				
Equity holders of the Company		<b>(249)</b>	(1,920)	(4,485)
Non-controlling interests		<b>218</b>	-	-
		<b>(31)</b>	(1,920)	(4,485)

## Consolidated Statement of Financial Position

	Notes	31 December 2012 (unaudited) £'000	31 December 2011 (unaudited) £'000	30 June 2012 (audited) £'000
<b>Assets</b>				
<b>Non-current assets</b>				
Property, plant and equipment		269	286	255
Goodwill		1,660	1,742	1,724
Other intangible assets		1,077	1,526	1,091
Financial assets at fair value through profit or loss	5	35,867	22,824	34,919
Deferred tax asset		1,511	1,317	1,511
Trade and other receivables		60	62	60
		<b>40,444</b>	27,757	39,560
<b>Current assets</b>				
Trade and other receivables		6,291	5,020	3,798
Financial assets at fair value through profit or loss		2,930	16,651	6,299
Cash and cash equivalents		3,523	1,896	1,880
		<b>12,744</b>	23,567	11,977
<b>Liabilities</b>				
<b>Current liabilities</b>				
Trade and other payables		(7,193)	(5,045)	(7,474)
Income tax liabilities		-	-	-
Borrowings		-	(9)	-
		<b>(7,193)</b>	(5,054)	(7,474)
<b>Net current assets</b>		<b>5,551</b>	18,513	4,503
<b>Non-current liabilities</b>				
Deferred tax liability		(164)	(164)	(164)
Provisions		(4,084)	(4,909)	(5,164)
			(5,073)	(5,328)
<b>Net assets</b>		<b>41,747</b>	41,197	38,735
<b>Equity</b>				
<b>Capital and reserves attributable to the equity holders of the Company</b>				
Issued capital		3,389	3,314	3,325
Share premium		423	169	261
Capital redemption reserve		4,438	4,438	4,438
Other reserves		2	144	(56)
Retained earnings		32,514	33,132	30,767
<b>Shareholders' funds</b>		<b>40,766</b>	41,197	38,735
Non-controlling interests		981	-	-
<b>Total equity</b>		<b>41,747</b>	41,197	38,735



## Consolidated Statement of Cashflows

	Six month period to 31 December 2012 (unaudited) £'000	Six month period to 31 December 2011 (unaudited) £'000	Year ended 30 June 2012 (audited) £'000
<b>Cash flows from operating activities</b>			
Loss for the period before taxation	(129)	(2,137)	(4,853)
Adjustments for:			
Net finance costs	129	160	243
Depreciation of property, plant and equipment	64	51	112
Amortisation of intangible assets	190	310	664
Net gains on financial assets	(195)	(24)	(2,068)
Profit on disposal of non-current investments	-	-	-
Movement on provision	(1,080)	966	1,382
Investment income	(85)	(53)	(57)
Share based payments	-	1	28
(Increase)/decrease in trade and other receivables	(2,493)	(905)	423
Decrease in trade and other payables	(281)	(3,758)	(1,329)
Net cash used in operations	(3,880)	(5,389)	(5,455)
Finance costs	(146)	(173)	(261)
Income tax received	160	4	(29)
Net cash used in operating activities	(3,866)	(5,558)	(5,745)
<b>Cash flows from investing activities</b>			
Finance income	17	13	18
Purchase of property, plant and equipment	(59)	(134)	(178)
Purchase of intangible assets	(12)	-	(54)
Dividends received	85	53	57
Disposal of financial assets	18,494	24,756	47,548
Purchase of financial assets	(8,908)	(27,205)	(49,857)
Net cash generated by/(used in) investing activities	9,617	(2,517)	(2,466)
<b>Cash flows from financing activities</b>			
Finance lease capital repayments	-	(8)	(17)
D Share dividend paid	-	(13,262)	(13,262)
E share dividend paid	(4,383)	-	-
Purchase of own shares	-	(55)	(55)
Proceeds from issue of equity shares	226	3	14
Net cash used in financing activities	(4,157)	(13,322)	(13,320)
<b>Net increase/(decrease) in cash and cash equivalents</b>			
	1,594	(21,397)	(21,531)
Exchange movements	49	32	150
Cash and cash equivalents at the start of the period	1,880	23,261	23,261
Cash and cash equivalents at the end of the period	3,523	1,896	1,880

## Consolidated Statement of Changes in Equity

	Share capital £'000	Share premium £'000	Other reserves £'000	Retained earnings £'000	Non-controlling interests £'000	Total equity £'000
At 1 July 2012	3,325	261	4,382	30,767	-	38,735
Partial disposal of subsidiary				6,437	763	7,200
Issue of E Shares	4	(4)	-	-	-	-
E share distribution	-	-	-	(4,383)	-	(4,383)
Exercise of options	60	166	-	-	-	226
<i>Transactions with owners</i>	64	162	-	2,054	763	3,043
Foreign exchange movements	-	-	58	-	40	98
Profit for the period	-	-	-	(307)	178	(129)
<i>Total comprehensive income</i>	-	-	58	(307)	218	(31)
<b>At 31 December 2012</b>	<b>3,389</b>	<b>423</b>	<b>4,440</b>	<b>32,514</b>	<b>981</b>	<b>41,747</b>
At 1 July 2011	3,314	135	4,329	48,609	-	56,393
Charitable donation of shares	3	37	-	-	-	40
Issue of D Shares	3	(3)	-	-	-	-
D share distribution	-	-	-	(13,262)	-	(13,262)
Share buyback	(6)	-	6	(55)	-	(55)
Share-based payment charge	-	-	1	-	-	1
<i>Transactions with owners</i>	-	34	7	(13,317)	-	(13,276)
Foreign exchange movements	-	-	240	-	-	240
Profit for the period	-	-	-	(2,160)	-	(2,160)
<i>Total comprehensive income</i>	-	-	240	(2,160)	-	(1,920)
<b>At 31 December 2011</b>	<b>3,314</b>	<b>169</b>	<b>4,582</b>	<b>33,132</b>	<b>-</b>	<b>41,197</b>

Other reserves include the Capital Redemption Reserve.

## Notes to the interim report

### 1. Legal status and activities

Eurovestech Plc ("the Company") and its subsidiaries (together "the Group") make investments in technology businesses. The principal trading subsidiary during the period was Knowledge Support Systems Limited ("KSS Fuels"). KSS Fuels is the leading global provider of price management and optimisation solutions and network planning solutions to the fuel retail and oil and gas wholesale industries.

The Company is a public limited company and is incorporated and domiciled in the UK. The address of the registered office is 29 Curzon Street, London, W1J 7TL.

### 2. Basis of preparation

This interim report for the six month period ended 31 December 2012 has been prepared in compliance with IAS 34 'Interim financial reporting'. It does not include all the information required for full annual financial statements and should be read in conjunction with the consolidated financial statements of the Group for the year ended 30 June 2012, which were prepared under International Financial Reporting Standards ("IFRS") as adopted by the European Union.

The interim financial information has been prepared on a basis which is consistent with the accounting policies adopted by the Group for the last financial statements and in compliance with IAS 34, except that the Group has adopted IFRS 10 "Consolidated Financial Statements" from the start of this reporting period. There is no impact on prior periods however it has impacted a significant transaction during the period which is disclosed in Note 4.

The financial information presented does not constitute statutory accounts as defined by section 434 of the Companies Act 2006. The Group's statutory accounts for the year ended 30 June 2012 have been filed with the Registrar of Companies. The auditors, PricewaterhouseCoopers LLP, reported on these accounts and their report was unqualified and did not contain a statement under section 498 of the Companies Act 2006.

Comparative figures are given for the six months ended 31 December 2011 and the year ended 30 June 2012.

### 3. Segmental analysis

#### a) Primary reporting format – business segments

The segment results for the six month period ended 31 December 2012 are as follows:

	Venture capital £'000	Software development £'000	Total £'000
<b>Revenue</b>	105	7,478	<b>7,583</b>
Investment income	85	-	85
Net gains on financial assets at fair value	195	-	195
Other operating expenses	(814)	(6,814)	(7,628)
<b>Underlying operating (loss)/profit</b>	<b>(429)</b>	<b>664</b>	<b>235</b>
Exceptional items and business combination amortisation	-	(202)	(202)
<b>Operating (loss)/profit</b>	<b>(429)</b>	<b>462</b>	<b>33</b>
Net finance cost			(129)
<b>Loss before tax</b>			<b>(96)</b>
Income tax charge			(33)
<b>Loss for the period</b>			<b>(129)</b>

### 3. Segmental analysis (continued)

The segment results for the six month period ended 31 December 2011 are as follows:

	Venture capital £'000	Software development £'000	Total £'000
<b>Revenue</b>	16	7,106	<b>7,122</b>
Investment income	53	-	53
Net gains on financial assets at fair value	24	-	24
Other operating expenses	(2,060)	(6,280)	(8,340)
<b>Underlying operating (loss)/profit</b>	<b>(1,967)</b>	<b>826</b>	<b>(1,141)</b>
Exceptional items and business combination amortisation	-	(836)	(836)
<b>Operating loss</b>	<b>(1,967)</b>	<b>(10)</b>	<b>(1,977)</b>
Net finance cost			(160)
<b>Loss before tax</b>			<b>(2,137)</b>
Income tax charge			(23)
<b>Loss for the period</b>			<b>(2,160)</b>

The segment results for the year ended 30 June 2012 are as follows:

	Venture capital £'000	Software development £'000	Total £'000
Revenue	34	13,239	13,273
Investment income	57	-	57
Net gains on financial assets at fair value	2,068	-	2,068
Other operating expenses	(5,732)	(12,633)	(18,365)
Underlying operating profit	(3,573)	606	(2,967)
Exceptional items and business combination amortisation	-	(1,643)	(1,643)
Operating profit	(3,573)	(1,037)	(4,610)
Net finance cost			(243)
Profit before tax			(4,853)
Income tax credit			328
Profit for the year			(4,525)

### 4. Partial disposal of KSS Fuels – impact on profit for the period

On 17 August 2012, the Company sold 40 per cent of its shareholding in Knowledge Support Systems Limited (KSS Fuels) for a cash consideration of £7.2 million to Invesco Perpetual.

Under the new accounting rules of IFRS 10 "Consolidated Financial Statements", when a Company part disposes of a subsidiary which subsequently remains a subsidiary after completion of that transaction, it is required to account for this disposal within Equity rather than through the Statement of Comprehensive Income. In order to better clarify the impact of this transaction, the actual realised gain of £6.4 million is disclosed in the table below, to give an adjusted profit for the period for the Group.

	£'000
Proceeds from disposal	7,200
Net assets disposed (40% of £1,907,000 net assets)	(763)
Gain on disposal (now recognised only in Equity)	6,437
Loss for the period	(129)
<b>Adjusted profit for the period</b>	<b>6,308</b>

## 5. Non-current financial assets at fair value through profit or loss

	<b>Equity investments £'000</b>
At 1 July 2011	21,775
Additions	13,487
Net loss on investments at fair value	(343)
At 1 July 2012	<u>34,919</u>
Additions	948
Net gain on investments at fair value	-
At 31 December 2012	<u>35,867</u>

Additions are follow-on investment in Maxifier Limited.

The prior period additions relate to ITWP Acquisitions Limited where the convertible loan notes converted into equity, together with additional fundraising in Maxifier Limited and ARKeX Limited.

## 6. Company Balance Sheet

	<b>At 31 December 2012 (unaudited) £'000</b>	At 31 December 2011 (unaudited) £'000	At 30 June 2012 (audited) £'000
<b>Fixed assets</b>			
Tangible assets	<b>3</b>	8	5
Investments	<b>46,667</b>	35,824	52,919
	<b>46,670</b>	35,832	52,924
<b>Current assets</b>			
Debtors	<b>3,503</b>	2,812	2,375
Investments	<b>2,930</b>	16,651	6,299
Cash at bank and in hand	<b>2,397</b>	288	52
	<b>8,830</b>	19,751	8,726
<b>Creditors: amounts falling due within one year</b>	<b>(2,786)</b>	(602)	(4,279)
<b>Net current assets</b>	<b>6,044</b>	19,149	4,447
<b>Net assets</b>	<b>52,714</b>	54,981	57,371
<b>Capital and reserves</b>			
Called up share capital	<b>3,389</b>	3,314	3,325
Share premium account	<b>423</b>	169	261
Capital redemption reserve	<b>4,438</b>	4,438	4,438
Other reserve	<b>100</b>	100	100
Profit and loss account	<b>44,364</b>	46,960	49,247
<b>Shareholders' funds</b>	<b>52,714</b>	54,981	57,371

## **7. Dividends**

On 24 September 2012, through a Return of Cash scheme, the Company returned £4,383,000 (1.32 pence per share) to its shareholders via E share dividend.

## **8. Forward-looking statements**

Certain statements in these interim results are forward-looking. Although the group believes that the expectations reflected in these forward-looking statements are reasonable, we can give no assurance that these expectations will prove to have been correct. Because these statements involve risks and uncertainties, actual results may differ materially from those expressed or implied by those forward-looking statements.

We undertake no obligation to update any forward-looking statements whether as a result of new information, future events or otherwise.