

# Baronsmead



Baronsmead Venture Trust plc  
Half-yearly report for the  
six months ended  
31 March 2023



**Gresham House**  
*Specialist asset management*

# About Baronsmead Venture Trust plc

## Our investment objective

Baronsmead Venture Trust plc (the “Company”) is a tax efficient listed company which aims to achieve long-term investment returns for private investors, including tax-free dividends.

## Investment policy

- To invest primarily in a diverse portfolio of UK growth businesses, whether unquoted or traded on the Alternative Investment Market (“AIM”).
- Investments are made selectively across a range of sectors in companies that have the potential to grow and enhance their value.

## Key elements of the business model

### Access to an attractive, diverse portfolio

The Company gives shareholders access to a diverse portfolio of growth businesses.

The Company will make investments in growth businesses, whether unquoted or traded on AIM, which are substantially based in the UK in accordance with the prevailing VCT legislation. Investments are made selectively across a range of sectors.

### The Manager’s approach to investing

The Manager endeavours to select the best opportunities and applies a distinctive selection criteria based on:

- Primarily investing in parts of the economy which are experiencing long term structural growth.
- Businesses that demonstrate, or have the potential for, market leadership in their niche.
- Management teams that can develop and deliver profitable and sustainable growth.
- Companies with the potential to become an attractive asset appealing to a range of buyers at the appropriate time to sell.

In order to ensure a strong pipeline of opportunities, the Manager invests in building deep sector knowledge, networks and undertakes significant active marketing to target companies in preferred sectors. This approach generates a network of potentially suitable businesses with which the Manager maintains a relationship ahead of possible investment opportunities.

## Dividend policy

- The Board will, wherever possible, seek to pay two dividends to shareholders in each financial year, typically an interim dividend in September and a final dividend following the Annual General Meeting.
- The Board will use, as a guide, when setting the dividends for a financial year, a sum representing 7 per cent. of the opening NAV of that financial year.

### The Manager as an influential shareholder

The Manager is an engaged and supportive shareholder (on behalf of the Company) in both unquoted and significant quoted investments.

For unquoted investments, representatives of the Manager often join the investee board. The role of the Manager with investees is to ensure that strategy is clear, the business plan can be implemented and the management resources are in place to deliver profitable growth. The aim is to build on the business model and grow the company into an attractive target which can be sold or potentially floated in the medium term.

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*If you have sold or otherwise transferred all of your shares in Baronsmead Venture Trust plc, please forward this document and the accompanying form of proxy as soon as possible to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was, or is being, effected, for delivery to the purchaser or transferee.*





01

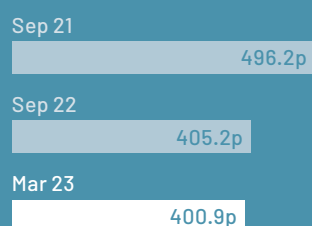
Strategic  
report



# Financial highlights

## Net asset value total return<sup>1</sup> (as at 31 March 2023)

# 400.9p



Net Asset Value ("NAV") total return to shareholders for every 100.0p invested at launch (April 1998).

## Decrease in net asset value per share<sup>1,2</sup> (six months to 31 March 2023)

# -0.9%



■ NAV per share (p)

\* Excludes interim dividend of 1.75p

NAV per share decreased 0.9% to 58.0p before deduction of dividends in the six months to 31 March 2023.

## Funds raised (six months to 31 March 2023)

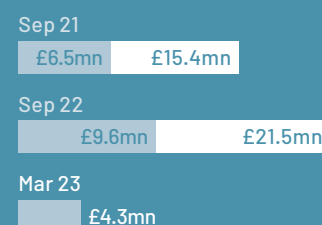
# £25.0mn



£25.0mn raised in the period (before costs).

## New investments<sup>3</sup> (six months to 31 March 2023)

# £4.3mn



■ Six months to March

■ Twelve months to September

Investments made into two new and three follow-on opportunities during the period (Unquoted: £3.2mn, Quoted: £1.1mn).

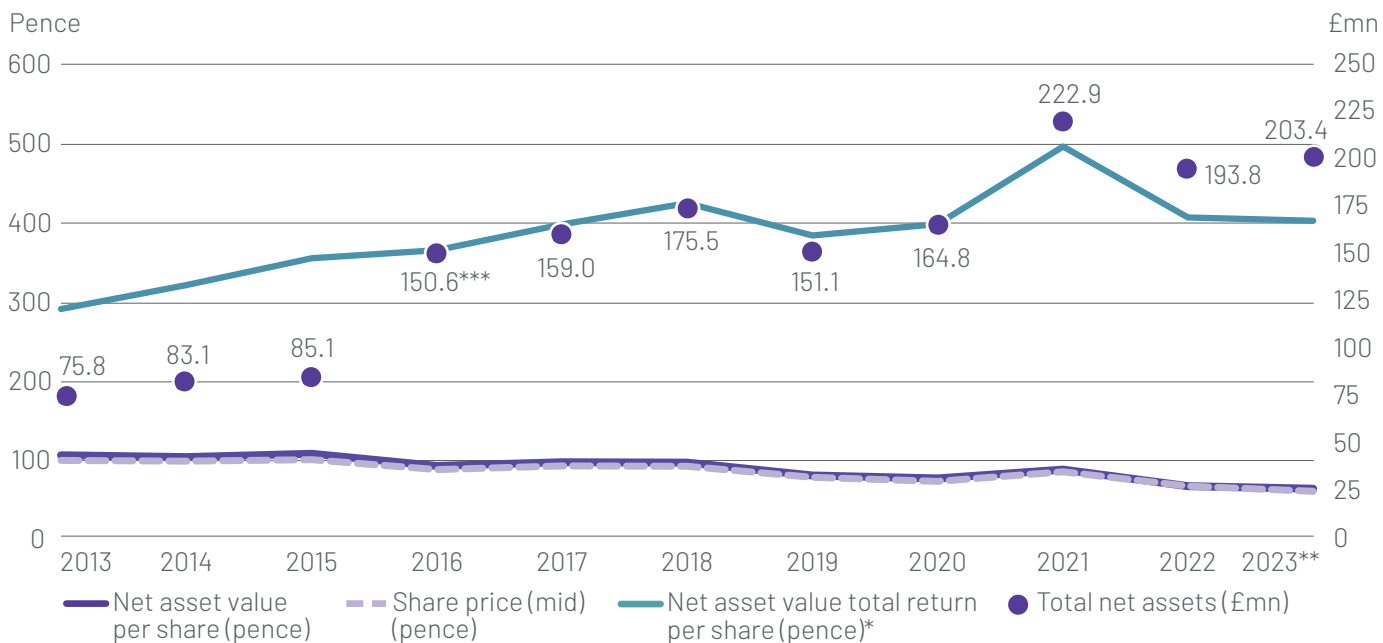
1. Alternative Performance Measures ("APM")/Key Performance Indicators ("KPIs") – please refer to glossary on page 27 for definitions.

2. Please refer to table on page 6 for breakdown of NAV per share movement.

3. Direct investments only.

# Performance summary

## Ten-year performance record



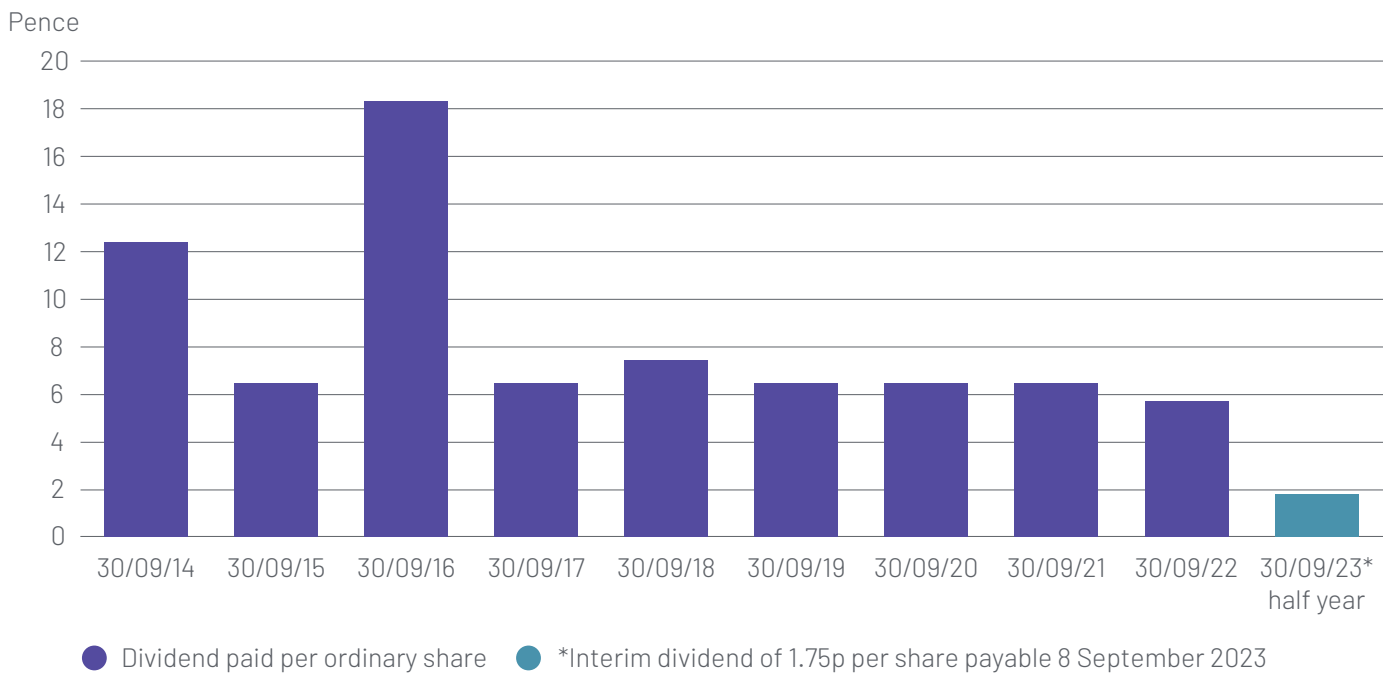
\* Net asset value total return (gross dividends reinvested) rebased to 100p.

Source: Gresham House Asset Management Ltd

\*\* Six months to 31 March 2023.

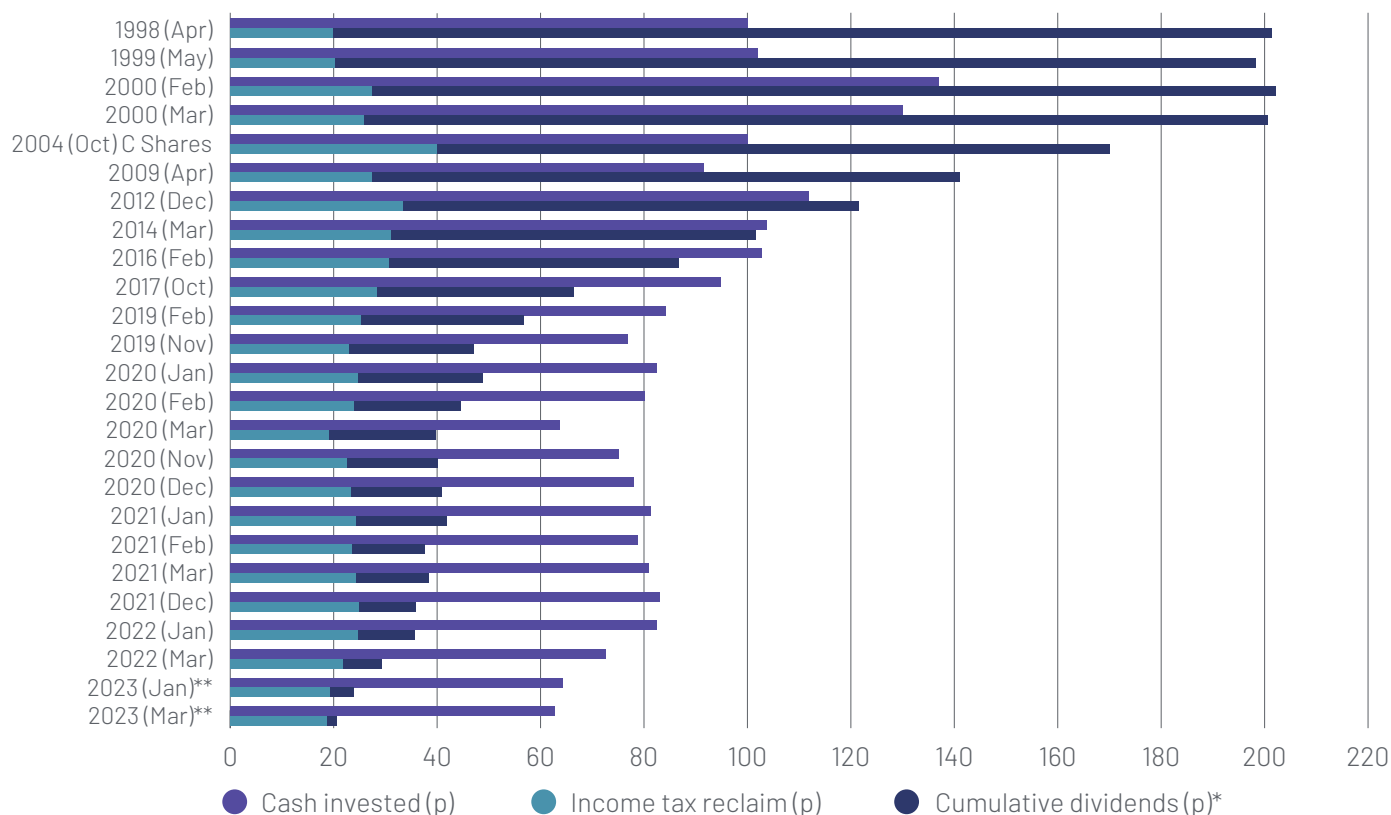
\*\*\* Net asset value increase following the merger of Baronsmead VCT plc and Baronsmead VCT2 plc in February 2016.

## Dividend history over the last ten years



## Cash returned to shareholders by date of investment

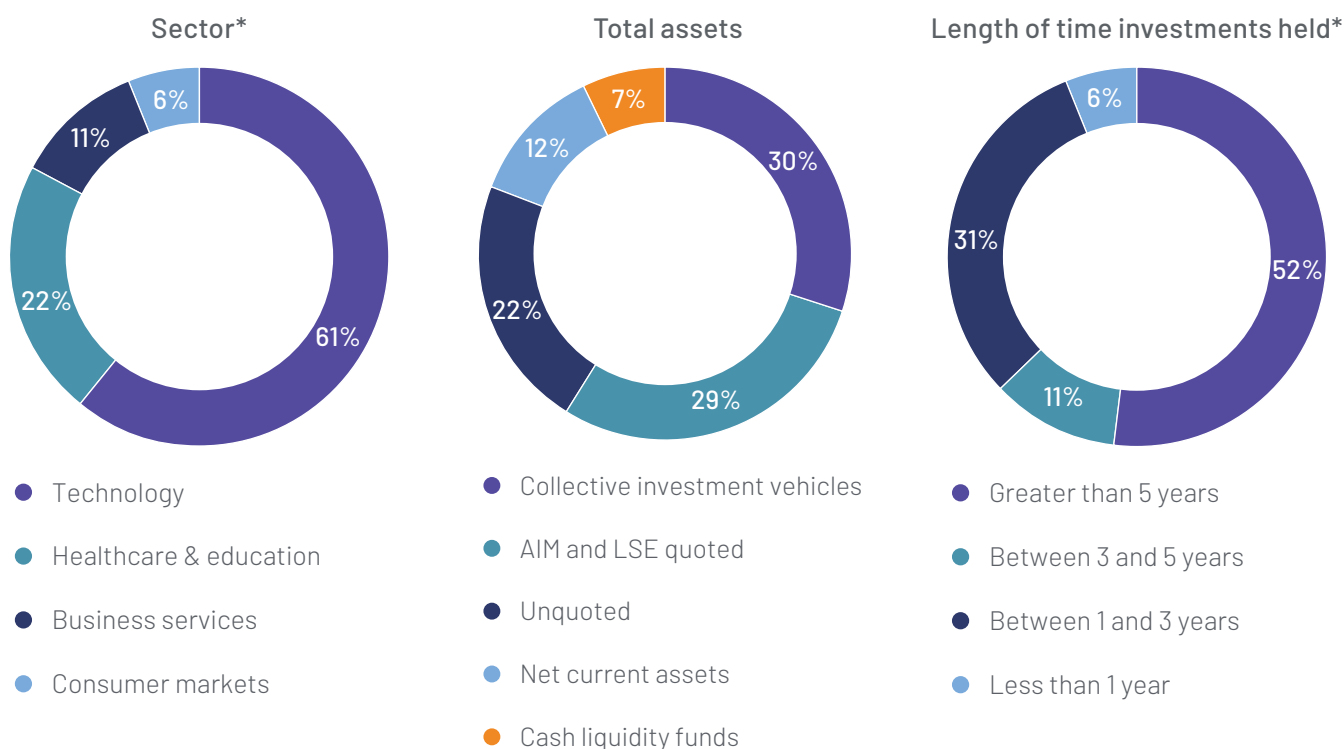
The chart below shows cash returned to shareholders based on the subscription price and the income tax reclaimed on subscription.



\* Includes Interim dividend of 1.75p per share payable 8 September 2023.

\*\* Average effective offer price. Shares were allotted pursuant to the 2023 Offer at individual prices for each investor in accordance with the allotment formula as set out in each Offer's Securities Note.

## Investment diversification at 31 March 2023 by value



\* Direct investments only.

## Chair's statement

Over what has been a turbulent six months, the Company's net asset value (NAV) declined slightly by 0.5p per share to 58.0p. Continued weakness in the value of the Company's unquoted investments was largely although not completely offset by the modestly positive performance of the listed portfolio. This is described more fully below, and highlights the benefits of the Company's investment policy of having a combination of unquoted and listed assets with the aim of providing a more consistent total return to shareholders over the medium to long term. After the period end, NAV recovered through further good performance of the listed portfolio, as reported on below.

Over the six months to 31 March 2023, inflation in the UK remained high and interest rates rose steadily. Consequently, UK economic conditions continued to be challenging and this has generated much uncertainty across the financial markets. This was compounded in the first quarter of 2023 by the collapses of Silicon Valley Bank and Credit Suisse in close succession which led to fears of a more widespread banking sector contagion.

At the time of writing, it's fair to say that consumer and business confidence remain fragile. In such an environment we might expect there to be further weakness in the valuation of smaller companies and this is particularly the case with the types of business the VCT rules require the Company to invest in. However, the Manager continues to believe that, in aggregate, the fundamentals of the underlying portfolio companies remain robust and the growth prospects for the majority of investee companies continue to be positive over the medium term.

### Results

During the six months to 31 March 2023, the Company's NAV per share decreased 0.9 per cent. from 58.5p to 58.0p after the payment of a final dividend of 2.75p per share on 3 March 2023. The table below breaks down the movement in NAV over the 6 months.

### Fiona Miller Smith

Chair



	Pence per ordinary share
<b>NAV as at 1 October 2022</b>	
(after deducting the final dividend of 2.75p)	58.5
Valuation decrease (0.9 per cent.)	(0.5)
<b>NAV as at 31 March 2023</b>	<b>58.0</b>

The Board is pleased to report that over the two months to 31 May 2023, NAV was 59.1p per share, a 1.9 per cent. increase over the NAV as at 31 March 2023. This was driven by firmer quoted markets and further increases in the value of the Company's listed investments.

### Dividends

The Board is pleased to declare an interim dividend of 1.75p per share to be paid on 8 September 2023 to shareholders on the register as of 11 August 2023. The Board is aware that dividends are an important part of the total return to the shareholders' investment in the Company. As such, the Board is aiming to achieve its dividend policy objective of an annual yield of 7.0 per cent. based on the NAV at the beginning of the financial year. Having said that, I must of course remind shareholders this is not a guarantee and that payment dates and the amount of future dividends depend on the level and timing of profitable realisations.



## Portfolio review

The table below provides a summary of each asset class and the return generated during the period under review.

Asset class	NAV* (£mn)	% of NAV*	Number of investee companies**	% return in the period***
Unquoted	44	22	41	(14)
AIM-traded companies	59	29	48	2
LF Gresham House UK Micro Cap Fund	29	14	48	7
LF Gresham House UK Multi Cap Income Fund	12	6	40	7
LF Gresham House UK Smaller Companies Fund	25	12	38	5
Liquid assets <sup>#</sup>	34	17	N/A	2
<b>Total</b>	<b>203</b>	<b>100</b>	<b>215</b>	<b>(1)</b>

\* By value at 31 March 2023.

\*\* Includes investee companies with holdings by more than one fund. Total number of individual companies held is 166.

\*\*\* Return includes interest received on unquoted realisations during the period.

<sup>#</sup> Represents cash, OEICs and net current assets. % return in the period relates only to the OEICs.

The value of the unquoted portfolio decreased 13.6 per cent. in the six months to 31 March 2023. The drop in value was driven by a combination of lower benchmark market comparables and softening trading performance of the investee companies as a result of the decline in consumer confidence.

The value of the Company’s portfolio of investments directly held in AIM-traded companies increased 2.1 per cent. in the six months to 31 March 2023. The value of the Company’s investment into the LF Gresham House UK Micro Cap Fund (“Micro Cap”) increased by 7.4 per cent., the LF Gresham House UK Smaller Companies Fund (“Small Cap”) increased by 4.6 per cent. and the LF Gresham House UK Multi Cap Income Fund (“Multi Cap”) increased by 6.8 per cent. in the period. This was primarily due to positive news flow across the portfolio being well received by the markets with a number of trading updates demonstrating better than expected financial performance. In the Manager’s regular reporting to the Board, the Directors were pleased to learn that in the six months to 31 March 2023, 85.8 per cent. of the companies in our listed portfolio have reported positive news flow in terms of the financial performance. This is very welcome news given the economic and political uncertainties we are currently experiencing.

## Investments

I am pleased to report that the Company made two new investments totalling £1.3mn and three follow-on investments with a combined value of £3.0mn in the six months to 31 March 2023. Below are descriptions of the new investments made:

- **Cognassist (unquoted)** – a platform for supporting those with learning needs.
- **Connect Earth (unquoted)** – helps businesses track their carbon emissions.

- **Patchworks (unquoted)** – a platform for connecting businesses’ applications.
- **Oberon (quoted)** – wealth advisory service for individuals and businesses.
- **Seen (quoted)** – a video technology business.

Following the period end, a total of £1.8mn was invested as follows:

- a new unquoted investment of £0.8mn in Dayrize, a platform for assessing the sustainability of products,
- a follow-on investment of £0.6mn into Airfinity, which is in our unquoted portfolio, and
- a follow-on investment of £0.4mn into Panthera Biopartners, which is in our unquoted portfolio.

## Realisations

During the period both Glisser, a provider of conference and educational software, and CMME, a specialist mortgage broker, went into administration. Both businesses had experienced very challenging trading conditions over the past year and their valuations had already been written down.

Following the period end, in the unquoted portfolio, Evotix was acquired resulting in a gross money multiple of 0.7x original cost. In addition, further proceeds from previous sales of unquoted investments were received as follows:

- deferred consideration from the sale of Key Travel in 2018, resulting in a gross money multiple of 3.2x original cost, and
- earn-out consideration from the Pho realisation in 2021, resulted in a gross money multiple of 3.1x original cost.

In the listed portfolio, the Manager continued to take profits from partial sales of the Company’s holding of Cerillion plc resulting in proceeds of £0.5mn, and a gross money multiple of 15.8x original cost.

## **Fundraising**

I am pleased to report that during the period the Company successfully raised £25.0mn (before costs) through an offer for subscription which became fully subscribed in March 2023. The Directors are pleased to welcome the 873 new shareholders who invested for the first time and to thank the 478 existing shareholders who continue to support the Company.

The Board will consider whether to raise new funds in the 2023/24 tax year. This will be determined by the Company’s cashflow and its anticipated requirements to fund new and follow-on investments over the next two to three years. The Board appreciates that shareholders would like plenty of notice of its fundraising intentions and will ensure that shareholders are informed of any such fundraising at the earliest practical time.

## **Consumer Duty**

The Financial Conduct Authority (FCA) has introduced the concept of Consumer Duty, the rules and principles of which come into effect in July 2023. Consumer Duty is an advance on the existing concept of ‘treating customers fairly’ and looks to ensure good outcomes for purchasers of investment products. As a listed entity, Baronsmead Venture Trust plc, alongside other investment companies, are not themselves subject to Consumer Duty.

Instead, in their role as promoter of and Investment Manager to the Company, it is Gresham House, and any other FCA regulated parties associated with your investment in the Company, that must uphold the principles behind Consumer Duty. To that end, the Board is working with Gresham House to review the information that should be provided to assist investors and their advisers to discharge their obligations under Consumer Duty.

## **VCT Regulation – Financial Health Test**

Since the various VCT rule changes in both 2015 and 2018, VCT qualifying investments have become focussed on smaller, younger companies. As a result, when the Manager makes a new investment, they expect to make further follow-on investments as the investee company progresses and where the business case for the investment is justified. These follow-on investments are subject to the same VCT compliance rules as new deals and both rely on certain criteria being met, including the Financial Health Test.

The Financial Health Test is not something new and was primarily introduced as an anti-abuse regulation. However, following amendment to HMRC’s guidance, there has been an effective tightening of the interpretation of the Financial Health Test. This is resulting in the restriction of potential follow-on VCT investment to support certain portfolio companies. This has the potential to negatively impact shareholders’ returns as a result of portfolio companies going into administration when they might otherwise have gone on to be successful. Furthermore, as this is an industry wide issue, this measure increases the uncertainties small companies face at a particularly difficult time and may well result in unnecessary job losses and hardship to employees and their families and has the potential to reduce the overall tax efficiency of the VCT scheme as a whole.

The Board continues to monitor developments in this area carefully and supports the representations being made by the AIC and the VCTA to HMRC and HM Treasury to seek a change to HMRC’s guidance in this area.

## **Outlook**

The Board expects that market conditions will remain volatile throughout 2023 as the economic and political backdrop remain uncertain. While it is anticipated that inflation will gradually start to fall later in the year, it remains stubbornly high, and interest rates seem unlikely to fall and may rise further over the coming months.

Against this the Company’s portfolio remains highly diversified, and is largely positioned in sectors which the Manager expect to provide long-term growth potential. We remain committed to investing through the economic cycle as experience suggests that this can produce superior returns over the longer term. This can also provide an opportunity for the Company to make high quality investments and build strategic stakes in businesses with great potential at good prices. This applies to both new investments and follow-on investments in the portfolio. The Manager continues to see a good pipeline of potential investments and the Company remains suitably resourced to support investment into new and existing portfolio companies.

**Fiona Miller Smith**

Chair

12 June 2023

## Investments in the period

Company	Location	Sector	Activity	Book cost £'000
<b>Unquoted investments</b>				
<b>New</b>				
Cognassist UK Ltd	Newcastle upon Tyne	Healthcare & Education	A platform for supporting those with learning needs	896
Connect Earth Ltd	London	Business Services	Helps businesses track their carbon emissions	447
<b>Follow on</b>				
Patchworks Integration Ltd	Nottingham	Technology	A platform for connecting businesses' applications	1,920
<b>Total unquoted investments</b>				<b>3,263</b>
<b>AIM-traded investments</b>				
<b>Follow on</b>				
SEEEEN plc	London	Technology	A video technology business	609
Oberon Investments Group plc	London	Business Services	Wealth advisory service for individuals and businesses	471
<b>Total AIM-traded investments</b>				<b>1,080</b>
<b>Total investments in the period</b>				<b>4,343</b>

## Realisations in the period

There were no realisations in the period.



A photograph of a woman with voluminous, curly dark hair looking out a window. She is wearing a blue textured top. In the foreground, the back of a man's head and shoulder is visible, slightly out of focus. The background is a bright, blurred window view.

02

**Statement  
of Directors'  
responsibilities**

# Responsibility statement of the Directors in respect of the half-yearly financial report

## Half-yearly report

The important events that have occurred during the period under review, the key factors influencing the financial statements and the principal uncertainties for the remaining six months of the financial year are set out in the Chair's statement and the Strategic report.

The principal risks facing the Company are mostly unchanged since the date of the Company's Annual Report for the financial year ended 30 September 2022 and continue to be as set out in that Report on [pages 18 and 19](#).

Risks faced by the Company include but are not limited to; loss of approval as a Venture Capital Trust, legislative risk, investment performance risk, risk of economic, political and other external factors, regulatory and compliance risk and operational risk. The Board considers the aftermath of the COVID-19 pandemic and the Russian invasion of Ukraine to be factors which permeate these risks, and their impacts for the remaining six months of the year continue to be kept under review.

## Responsibility statement

Each Director confirms that to the best of their knowledge:

- the condensed set of financial statements has been prepared in accordance with FRS 104 Interim Financial Reporting Standards and gives a true and fair view of the assets, liabilities, financial position and profit or loss of the Company.
- This half-yearly report includes a fair review of the information required by:
  - a) DTR 4.2.7R of the Disclosure Guidance and Transparency Rules, being an indication of important events that have occurred during the first six months of the financial year and their impact on the condensed set of financial statements; and a description of the principal risks and uncertainties for the remaining six months of the year; and
  - b) DTR 4.2.8R of the Disclosure Guidance and Transparency Rules, being related party transactions that have taken place in the first six months of the current financial year and that have materially affected the financial position or performance of the Company during that period; and any changes in the related party transactions described in the last annual report that could do so.

The half-yearly report was approved by the Board of Directors on 12 June 2023 and was signed on its behalf by Ms Fiona Miller Smith, Chair.

**Fiona Miller Smith**  
Chair

12 June 2023





03

# Financial statements



## Condensed income statement

For the six months to 31 March 2023 (Unaudited)

	Notes	Six months to 31 March 2023			Six months to 31 March 2022			Year to 30 September 2022		
		Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Losses on investments	5	-	(1,243)	(1,243)	-	(23,346)	(23,346)	-	(43,626)	(43,626)
Income		925	-	925	735	-	735	3,949	-	3,949
Investment management fee		(437)	(1,315)	(1,752)	(505)	(1,513)	(2,018)	(967)	(2,903)	(3,870)
Other expenses		(336)	-	(336)	(361)	-	(361)	(652)	-	(652)
<b>Profit/(Loss) before taxation</b>		<b>152</b>	<b>(2,558)</b>	<b>(2,406)</b>	<b>(131)</b>	<b>(24,859)</b>	<b>(24,990)</b>	<b>2,330</b>	<b>(46,529)</b>	<b>(44,199)</b>
Taxation on ordinary activities		-	-	-	-	-	-	(229)	229	-
<b>Profit/(loss) for the period, being the total comprehensive income for the period after taxation</b>		<b>152</b>	<b>(2,558)</b>	<b>(2,406)</b>	<b>(131)</b>	<b>(24,859)</b>	<b>(24,990)</b>	<b>2,101</b>	<b>(46,300)</b>	<b>(44,199)</b>
<b>Return per ordinary share:</b>										
Basic and Diluted	2	<b>0.05p</b>	<b>(0.80p)</b>	<b>(0.75p)</b>	(0.05p)	(8.54p)	(8.59p)	0.69p	(15.25p)	(14.56p)

All items in the above statement derive from continuing operations.

There are no recognised gains and losses other than those disclosed in the Income Statement.

The revenue column of the Income Statement includes all income and expenses. The capital column accounts for the realised and unrealised profit or loss on investments and the proportion of the management fee charged to capital.

The total column of this statement is the unaudited Statement of Total Comprehensive Income of the Company prepared in accordance with the Financial Reporting Standard ("FRS"). The supplementary revenue return and capital return columns are prepared in accordance with the Statement of Recommended Practice issued by the Association of Investment Companies ("AIC SORP").

## Condensed statement of changes in equity

For the six months to 31 March 2023 (Unaudited)

	Non-distributable reserves			Distributable reserves		
	Called-up share capital £'000	Share premium £'000	Revaluation reserve £'000	Capital reserve £'000	Revenue reserve £'000	Total £'000
<b>At 1 October 2022</b>	34,205	108,435	16,912	31,786	2,487	193,825
(Loss)/profit on ordinary activities after taxation	-	-	(2,307)	(251)	152	(2,406)
Net proceeds of share issues, share buybacks & sale of shares from treasury	3,674	18,970	-	(1,516)	-	21,128
Dividends paid	-	-	-	(8,458)	(663)	(9,121)
<b>At 31 March 2023</b>	<b>37,879</b>	<b>127,405</b>	<b>14,605</b>	<b>21,561</b>	<b>1,976</b>	<b>203,426</b>

For the six months to 31 March 2022 (Unaudited)

	Non-distributable reserves			Distributable reserves		
	Called-up share capital £'000	Share premium £'000	Revaluation reserve £'000	Capital reserve £'000	Revenue reserve £'000	Total £'000
<b>At 1 October 2021</b>	29,501	76,711	68,763	46,248	1,640	222,863
(Loss)/profit after taxation	-	-	(28,972)	4,113	(131)	(24,990)
Net proceeds of share issues, share buybacks & sale of shares from treasury	4,704	31,724	-	(850)	-	35,578
Dividends paid	-	-	-	(10,435)	(307)	(10,742)
<b>At 31 March 2022</b>	<b>34,205</b>	<b>108,435</b>	<b>39,791</b>	<b>39,076</b>	<b>1,202</b>	<b>222,709</b>

For the year ended 30 September 2022 (Audited)

	Non-distributable reserves			Distributable reserves		
	Called-up share capital £'000	Share premium £'000	Revaluation reserve £'000	Capital reserve £'000	Revenue reserve £'000	Total £'000
<b>At 1 October 2021</b>	29,501	76,711	68,763	46,248	1,640	222,863
(Loss)/profit after taxation	-	-	(51,851)	5,551	2,101	(44,199)
Net proceeds of share issues, share buybacks & sale of shares from treasury	4,704	31,724	-	(1,050)	-	35,378
Dividends paid	-	-	-	(18,963)	(1,254)	(20,217)
<b>At 30 September 2022</b>	<b>34,205</b>	<b>108,435</b>	<b>16,912</b>	<b>31,786</b>	<b>2,487</b>	<b>193,825</b>

## Condensed balance sheet

As at 31 March 2023 (Unaudited)

	Notes	As at 31 March 2023 £'000	As at 31 March 2022 £'000	As at 30 September 2022 £'000
<b>Fixed assets</b>				
Unquoted investments	5	44,426	48,012	48,184
Traded on AIM	5	59,156	64,041	56,819
Collective investment vehicles	5	75,140	67,459	54,740
Listed on LSE	5	-	24	24
<b>Investments</b>	5	<b>178,722</b>	<b>179,536</b>	<b>159,767</b>
<b>Current assets</b>				
Debtors		1,213	80	131
Cash at bank and on deposit		24,600	44,304	35,051
		<b>25,813</b>	<b>44,384</b>	<b>35,182</b>
<b>Creditors</b> (amounts falling due within one year)		<b>(1,109)</b>	<b>(1,211)</b>	<b>(1,124)</b>
<b>Net current assets</b>		<b>24,704</b>	<b>43,173</b>	<b>34,058</b>
<b>Net assets</b>		<b>203,426</b>	<b>222,709</b>	<b>193,825</b>
<b>Capital and reserves</b>				
Called-up share capital		37,879	34,205	34,205
Share premium		127,405	108,435	108,435
Capital reserve		21,561	39,076	31,786
Revaluation reserve	5	14,605	39,791	16,912
Revenue reserve		1,976	1,202	2,487
<b>Equity shareholders' funds</b>		<b>203,426</b>	<b>222,709</b>	<b>193,825</b>
<b>Net asset value per share</b>		<b>57.96p</b>	<b>70.37p</b>	<b>61.29p</b>
Number of ordinary shares in circulation		<b>350,947,945</b>	<b>316,473,613</b>	<b>316,218,166</b>



## Condensed statement of cash flows

For the six months to 31 March 2023 (Unaudited)

	Six months to 31 March 2023 £'000	Six months to 31 March 2022 £'000	Year to 30 September 2022 £'000
Net cash outflow from operating activities	(1,384)	(3,765)	(2,981)
Net cash (outflow)/inflow from investing activities	(21,072)	6,076	5,713
Net cash (outflow)/inflow before financing activities	(22,456)	2,311	2,732
Net cash inflow from financing activities	12,005	24,540	14,866
<b>(Decrease)/increase in cash</b>	<b>(10,451)</b>	<b>26,851</b>	<b>17,598</b>
<b>Reconciliation of new cash flow to movement in net cash</b>			
(Decrease)/increase in cash	(10,451)	26,851	17,598
Opening cash at bank and on deposit	35,051	17,453	17,453
<b>Closing cash at bank and on deposit</b>	<b>24,600</b>	<b>44,304</b>	<b>35,051</b>
<b>Reconciliation of loss on ordinary activities before taxation to net cash outflow from operating activities</b>			
Loss on ordinary activities before taxation	(2,406)	(24,990)	(44,199)
Losses on investments	1,243	23,346	43,626
Changes in working capital and other non-cash items	(221)	(2,121)	(2,408)
<b>Net cash outflow from operating activities</b>	<b>(1,384)</b>	<b>(3,765)</b>	<b>(2,981)</b>

# Notes to the financial statements

For the six months to 31 March 2023 (Unaudited)

## 1 Basis of preparation

The condensed financial statements for the six months to 31 March 2023 comprise the unaudited statements set out on pages 13 to 16 together with the related notes on pages 17 to 21. The Company applies FRS 102 and the AIC SORP for its annual financial statements. The condensed financial statements for the six months to 31 March 2023 have therefore been prepared in accordance with FRS 104 'Interim Financial Reporting' and the principles of the AIC SORP. They have been prepared on a going concern basis. The accounts have been prepared on the same basis as the accounting policies set out in the Company's Annual Report and Financial Statements for the year ended 30 September 2022.

The financial information contained in this half-yearly financial report does not constitute statutory accounts as defined in sections 434 – 436 of the Companies Act 2006. The half-yearly financial report for the six months ended 31 March 2023 and for the six months ended 31 March 2022 have been neither audited nor reviewed by the Company's auditor. The information for the year to 30 September 2022 has been extracted from the latest published audited financial statements, which have been filed with the Registrar of Companies. The report of the auditor for the audited financial statements for the year to 30 September 2022 was: (i) unqualified; (ii) did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying their report; and (iii) did not contain a statement under section 498 (2) or (3) of the Companies Act 2006. No statutory accounts in respect of any period after 30 September 2022 have been reported on by the Company's auditors or delivered to the Registrar of Companies.

Copies of the half-yearly financial report have been made available to shareholders and are available from Gresham House, 80 Cheapside, London, EC2V 6EE.

## 2 Performance and shareholder returns

Return per share is based on a weighted average of 321,742,586 ordinary shares in issue (31 March 2022 – 290,940,471 ordinary shares; 30 September 2022 – 303,530,368 ordinary shares).

Earnings for the first six months to 31 March 2023 should not be taken as a guide to the results of the full financial year to 30 September 2023.

## 3 Called-up share capital

Allotted, called-up and fully paid:

Ordinary shares	£'000
342,045,641 ordinary shares of 10p each listed at 30 September 2022	34,205
36,739,031 ordinary shares of 10p each issued during the period	3,674
<b>378,784,672 ordinary shares of 10p each listed at 31 March 2023</b>	<b>37,879</b>
25,827,475 ordinary shares of 10p each held in treasury at 30 September 2022	(2,583)
2,742,252 ordinary shares of 10p each repurchased during the period and held in treasury	(274)
733,000 ordinary shares of 10p each sold from treasury during the period	73
<b>27,836,727 ordinary shares of 10p each held in treasury at 31 March 2023</b>	<b>(2,784)</b>
<b>350,947,945 ordinary shares of 10p each in circulation* at 31 March 2023</b>	<b>35,095</b>

\* Carrying one vote each.

During the six months to 31 March 2023, the Company issued 36,739,031 shares at net proceeds of 22,334,000 (after costs). During the same period, the Company purchased 2,742,252 shares to be held in treasury at a cost of £1,622,000. The Company also sold 733,000 treasury shares at a cost of £416,000. At 31 March 2023 the Company held 27,836,727 ordinary shares in treasury. Shares may be sold out of treasury below Net Asset Value as long as the discount at issue is narrower than the average discount at which the shares were bought into treasury.

Excluding treasury shares, there were 350,947,945 ordinary shares in issue at 31 March 2023 (31 March 2022 – 316,473,613 ordinary shares; 30 September 2022 – 316,218,166 ordinary shares).

## 4 Dividends

The final dividend for the year ended 30 September 2022 of 2.75p per share (2.55p capital, 0.2p revenue) was paid on 3 March 2023 to shareholders on the register on 3 February 2023. The ex-dividend date was 2 February 2023.

During the year to 30 September 2022, the Company paid an interim dividend on 9 September 2022 of 3.0p per share (2.7p capital, 0.3p revenue).

## 5 Investments

All investments are initially recognised and subsequently measured at fair value. Changes in fair value are recognised in the Income Statement.

The methods of fair value measurement are classified into a hierarchy based on reliability of the information used to determine the valuation.

- Level 1 – Fair value is measured based on quoted prices in an active market.
- Level 2 – Fair value is measured based on directly observable current market prices or indirectly being derived from market prices.
- Level 3 – Fair value is measured using a valuation technique that is not based on data from an observable market.

The valuation of unquoted investments contained within level 3 of the Fair Value hierarchy involves key assumptions dependent upon the valuation methodology used. The primary methodologies applied are:

- Cost of recent investment.
- Earnings multiple.
- Offer less 10 per cent.

The earnings multiple approach involves more subjective inputs than the cost of recent investment and offer approaches and therefore presents a greater risk of over or under estimation. Key assumptions for the earnings multiple approach are the selection of comparable companies and the use of either historic or forecast revenue or earnings, as considered most appropriate. Other assumptions include the appropriateness of the discount magnitude applied for reduced liquidity and other qualitative factors. These assumptions are described in more detail in note 2.3 in the Company's Report and Financial Statements for the year to 30 September 2022. The techniques used in the valuation of unquoted investments have not changed materially since the date of that Report.

	Level 1		Level 2	Level 3	Total £'000
	Traded on AIM £'000	Listed on LSE £'000	Collective investment vehicles £'000	Unquoted £'000	
Opening book cost	48,212	2,315	42,931	49,397	142,855
Opening unrealised appreciation/ (depreciation)	8,607	(2,291)	11,809	(1,213)	16,912
<b>Opening fair value</b>	<b>56,819</b>	<b>24</b>	<b>54,740</b>	<b>48,184</b>	<b>159,767</b>
Movements in the period:					
Purchases at cost	1,080	-	38,669	3,263	43,012
Sale - proceeds	-	-	(21,750)	(1,064)	(22,814)
- realised gains on sales	-	-	-	1,064	1,064
Change in unrealised appreciation/ (depreciation)	1,257	(24)	3,481	(7,021)	(2,307)
<b>Closing fair value</b>	<b>59,156</b>	<b>-</b>	<b>75,140</b>	<b>44,426</b>	<b>178,722</b>
Closing book cost	49,292	2,315	59,850	52,660	164,117
Closing unrealised appreciation/ (depreciation)	9,864	(2,315)	15,290	(8,234)	14,605
<b>Closing fair value</b>	<b>59,156</b>	<b>-</b>	<b>75,140</b>	<b>44,426</b>	<b>178,722</b>
Equity shares	59,156	-	-	16,756	75,912
Preference shares	-	-	-	17,508	17,508
Loan notes	-	-	-	10,162	10,162
Collective investment vehicles	-	-	75,140	-	75,140
<b>Closing fair value</b>	<b>59,156</b>	<b>-</b>	<b>75,140</b>	<b>44,426</b>	<b>178,722</b>

## 6 Other required disclosures

### 6.1 Segmental reporting

The Company has one reportable segment being investing in primarily a portfolio of UK growth businesses, whether unquoted or traded on AIM.

### 6.2 Principal risks and uncertainties

The Company's financial instruments consist of equity and fixed interest investments, cash balances and liquid resources. Its principal risks are therefore market risk, price risk, credit risk and liquidity risk. Other risks faced by the Company include loss of approval as a Venture Capital Trust, legislative, investment performance, economic, political and other external factors, regulatory and compliance and operational risks. These risks, and the way in which they are managed, are described in more detail in the principal risks and uncertainties table within the Strategic report section in the Company's Report and Financial Statements for the year to 30 September 2022. The Board continues to regularly review the risk environment in which the Company operates.

### 6.3 Related parties

Gresham House Asset Management Ltd (the "Manager") manages the investments of the Company. The Manager also provides or procures the provision of secretarial, administrative and custodian services to the Company. Under the management agreement, the Manager receives a fee of 2.0 per cent. per annum of the net assets of the Company. This is described in more detail under the heading 'The management agreement' within the Strategic Report in the Company's Annual Report and Financial Statements for the year to 30 September 2022. During the period the Company has incurred management fees of £1,753,000 (31 March 2022 - £2,018,000; 30 September 2022 - £3,870,000) and secretarial fees of £74,000 (31 March 2022 - £69,000; 30 September 2022 - £136,000) payable to the Manager. A performance fee of £nil has been accrued at 31 March 2023 (31 March 2022 - £nil; 30 September 2022 - £nil). This is described in more detail under the heading 'Performance fees' within the Strategic Report in the Company's Annual Report and Financial Statements for the year to 30 September 2022.

### 6.4 Going concern

After making enquiries, and bearing in mind the nature of the Company's business and assets, the Directors consider that the Company has adequate resources to continue in operational existence for the foreseeable future. In arriving at this conclusion, the Directors have considered the Company's cash balances, the liquidity of the Company's investments and the absence of any gearing. The Directors are therefore also satisfied that the Company has adequate financial resources to continue in operation for at least the next 12 months and that, accordingly, it is appropriate to adopt the going concern basis in preparing the financial statements.



## 6.5 Post balance sheet events

The following events occurred between the balance sheet date and the signing of these financial statements:

- The 30 April 2023 NAV of 59.0p was announced on 5 May 2023 and the 31 May 2023 NAV of 59.1p was announced on 6 June 2023. At the date of publishing this report, the Board is unaware of any matter that will have caused the NAV per share to have changed significantly since the latest NAV.
- 3mn shares were issued on 3 April 2023 at allotment prices between 58.9p and 61.8p under the current offer.
- Purchased 0.7mn Ordinary Shares of 10.0p on 5 April 2023 at a price of 54.3p per share to be held in Treasury.
- Follow-on investment into Airfinity Ltd completed in April 2023 totalling £0.6mn.
- Follow-on investment into Panthera Biopartners completed in June 2023 totalling £0.4mn.
- Two follow-on investments, into LF Gresham House UK Multi Cap Income Fund, completed in April and May 2023, totalling £2.5mn.
- Two follow-on investments, into LF Gresham House UK Smaller Companies Fund, completed in April and May 2023, totalling £2.5mn.
- One new investment, into Dayrize B.V., completed in May 2023 totalling £0.8mn.
- Partial realisation in MXC Capital Ltd was made in April, following a corporate action, realising proceeds of £0.01mn and making a return of 0.6x cost.
- Partial realisations in Cerillion plc were made in April and May, realising proceeds of £0.5mn and making a return of 15.8x cost.
- Received earn-out proceeds of £1.1mn from Pho in May 2023, which was realised in July 2021, making a total return of 3.1x cost.
- Realised Evotix in May 2023, receiving proceeds of £0.7mn, making a return of 0.7x cost.
- Received deferred proceeds of £0.3mn from Key Travel in May 2023, which was realised in May 2018, making a total return of 3.2x cost.







04

Appendices

## Cash returned to shareholders

The table below shows the cash returned to shareholders that invested in **Baronsmead Venture Trust plc** dependent on their subscription cost, including the income tax available to be reclaimed on the subscription.

Year subscribed	Cash invested (p)	Income tax reclaim (p)	Net cash invested (p)	Cumulative dividends paid <sup>#</sup> (p)	Return on cash invested <sup>#</sup> (%)
1998 (April)	100.00	20.00	80.00	181.40	201.4
1999 (May)	102.00	20.40	81.60	177.90	194.4
2000 (February)	137.00	27.40	109.60	174.70	147.5
2000 (March)	130.00	26.00	104.00	174.70	154.4
2004 (October) – C Shares*	100.00	40.00	60.00	130.00	170.0
2009 (April)	91.60	27.48	64.12	113.50	153.9
2012 (December)	111.80	33.54	78.26	88.00	108.7
2014 (March)	103.80	31.14	72.66	70.50	97.9
2016 (February)	102.80	30.84	71.96	56.00	84.5
2017 (October)	94.76	28.43	66.33	38.00	70.1
2019 (February)	84.20	25.26	58.94	31.50	67.4
2019 (November)	76.80	23.04	53.76	24.00	61.3
2020 (January)	82.40	24.72	57.68	24.00	59.1
2020 (February)	80.10	24.03	56.07	20.50	55.6
2020 (March)	63.80	19.14	44.66	20.50	62.1
2020 (November)	75.20	22.56	52.64	17.50	53.3
2020 (December)	78.00	23.40	54.60	17.50	52.4
2021 (January)	81.30	24.39	56.91	17.50	51.5
2021 (February)	78.80	23.64	55.16	14.00	47.8
2021 (March)	80.90	24.27	56.63	14.00	47.3
2021 (December)	83.10	24.93	58.17	11.00	43.2
2022 (January)	82.40	24.72	57.68	11.00	43.3
2022 (March)	72.60	21.78	50.82	7.50	40.3
2023 (January) <sup>†</sup>	64.25 <sup>1</sup>	19.28	44.97	4.50	37.0
2023 (March) <sup>†</sup>	62.65 <sup>2</sup>	18.80	43.85	1.75	32.8

\* C Share dividend calculated using conversion ratio of 0.9657 which is the rate the c shares were converted into ordinary shares.

<sup>#</sup> Includes proposed Interim dividend of 1.75p.

<sup>†</sup> Shares were allotted pursuant to the 2023 Offer at individual prices for each investor in accordance with the allotment formula as set out in each Offer's Securities Note.

1. Average effective offer price based on allotment prices between 63.4p and 67.2p.

2. Average effective offer price based on allotment prices between 61.5p and 64.5p.



## Full investment portfolio

Company	Sector	Original Book cost <sup>1</sup> £'000	Accounting Book cost <sup>1</sup> £'000	31 March 2023 fair value £'000	30 September 2022 fair value £'000	% of net assets	% of Equity held by Baronsmead Venture Trust plc	% of Equity held by all funds <sup>#</sup>
<b>Unquoted</b>								
Patchworks Integration Ltd	Technology	4,223	4,223	5,429	3,442	2.7	10.0	23.8
eConsult Health Ltd	Healthcare & Education	3,600	3,600	4,849	4,797	2.4	4.8	11.4
Airfinity Ltd	Healthcare & Education	2,687	2,687	3,710	3,698	1.8	8.6	20.1
Popsa Holdings Ltd	Technology	3,120	3,120	3,120	3,120	1.5	3.8	8.9
Clarilis Ltd	Technology	1,679	1,679	2,514	2,514	1.2	7.0	16.7
Scurri Web Services Ltd	Technology	2,033	2,033	2,366	2,275	1.2	6.1	14.7
Revlifter Ltd	Technology	1,438	1,438	1,825	1,725	0.9	5.8	13.6
Metrion Bioscience Ltd	Healthcare & Education	1,057	1,057	1,818	2,088	0.9	11.3	27.3
Fu3e Limited	Technology	1,680	1,680	1,769	1,713	0.9	12.7	30.0
SecureCloud+ Ltd	Technology	700	700	1,643	1,314	0.8	7.8	16.6
IWP Holdings Ltd	Business Services	1,407	1,407	1,392	2,724	0.7	3.7	9.0
TravelLocal Ltd	Consumer Markets	1,175	1,175	1,279	919	0.6	1.7	4.2
Orri Ltd	Healthcare & Education	792	792	1,183	792	0.6	5.7	28.4
Proximity Insight Holdings Ltd	Technology	1,148	1,148	1,148	1,148	0.6	4.1	20.4
Pointr Ltd	Technology	466	466	1,015	1,054	0.5	2.4	5.1
Bidnamic	Technology	949	949	944	944	0.5	1.9	9.1
Counting Ltd	Business Services	940	940	936	936	0.5	2.2	5.3
Focal Point Positioning Ltd	Technology	905	905	905	905	0.4	1.0	4.9
Armstrong Craven Ltd	Business Services	543	922	904	1,485	0.4	8.4	18.7
Cognassist UK Limited	Healthcare & Education	896	896	896	-	0.4	4.4	22.2
Panthera Biopartners Ltd	Healthcare & Education	2,638	2,638	659	2,746	0.3	11.0	26.0
SilkFred Ltd	Consumer Markets	790	790	551	771	0.3	2.3	5.1
Tribe Digital Holdings Ltd	Technology	1,198	1,198	535	640	0.3	3.1	6.7
Cisiv Ltd	Technology	700	700	499	879	0.2	8.1	17.3
Munnypot Ltd	Technology	460	460	460	460	0.2	1.2	2.7
Connect Earth Limited	Business Services	447	447	447	-	0.2	2.9	14.6
Evotix Ltd	Technology	375	375	375	375	0.2	0.6	1.3
Key Travel Ltd	Business Services	209	209	309	298	0.2	0.0	0.0
Your Welcome Ltd	Technology	914	914	249	314	0.1	7.4	15.6
Yappy Ltd	Consumer Markets	1,786	1,786	232	2,307	0.1	13.2	31.9
Vinoteca Ltd	Consumer Markets	934	934	227	748	0.1	5.9	14.3
Rockfish Group Ltd	Consumer Markets	700	700	129	329	0.1	5.8	12.5
Custom Materials Ltd	Technology	2,530	2,530	109	530	0.1	11.3	25.0
CMME Group Ltd	Consumer Markets	931	931	-	-	0.0	1.9	4.2
Equipsme(Holdings) Ltd	Business Services	842	842	-	-	0.0	6.3	13.3
Funding Xchange Ltd	Business Services	705	705	-	-	0.0	1.8	4.4
Glisser Ltd	Business Services	1,585	1,585	-	102	0.0	6.0	14.5
Rezatec Ltd	Technology	1,380	1,380	-	92	0.0	0.0	0.0
Samuel Knight International Ltd	Business Services	705	705	-	-	0.0	9.8	23.8
		51,267	51,646	44,426		21.9		



Company	Sector	Original Book cost† £'000	Accounting Book cost† £'000	31 March 2023 fair value £'000	30 September 2022 fair value £'000	% of net assets	% of Equity held by Baronsmead Venture Trust plc	% of Equity held by all funds#
<b>Delisted (previously AIM)</b>								
InterQuest Group plc	Business Services	620	754	–	–	0.0	2.2	4.3
MXC Capital Ltd	Business Services	221	260	–	–	0.0	0.3	0.6
		841	1,014	–	–			
<b>Total unquoted</b>		<b>52,108</b>	<b>52,660</b>	<b>44,426</b>		<b>21.9</b>		
<b>AIM</b>								
Cerillion plc	Technology	1,232	1,232	<b>18,165</b>	15,083	8.9	5.5	12.2
Netcall plc	Technology	1,738	3,246	<b>9,705</b>	7,130	4.8	6.2	23.6
IDOX plc	Technology	614	614	<b>4,009</b>	4,137	2.0	1.4	5.7
Bioventix plc	Healthcare & Education	253	669	<b>3,759</b>	3,180	1.9	1.8	9.6
Diaceutics plc	Healthcare & Education	1,410	1,410	<b>1,855</b>	1,484	0.9	2.2	12.8
Inspired plc	Business Services	574	1,542	<b>1,825</b>	2,007	0.9	1.9	29.7
Property Franchise Group plc	Consumer Markets	686	806	<b>1,784</b>	1,887	0.9	2.1	14.6
PCI-PAL plc	Technology	1,101	1,101	<b>1,545</b>	1,480	0.8	4.9	10.9
Begbies Traynor Group plc	Business Services	433	474	<b>1,377</b>	1,516	0.7	0.7	3.6
Belvoir Group plc	Consumer Markets	752	671	<b>1,304</b>	1,304	0.7	1.7	13.6
Access Intelligence plc	Business Services	586	586	<b>1,136</b>	1,381	0.6	1.1	7.3
Anpario plc	Healthcare & Education	304	768	<b>858</b>	1,804	0.4	1.8	5.8
Beeks Financial Cloud Group plc	Technology	337	338	<b>851</b>	925	0.4	1.0	2.3
Crossword Cybersecurity plc	Technology	2,144	2,144	<b>837</b>	1,674	0.4	8.9	18.6
hVIVO plc	Healthcare & Education	1,180	1,245	<b>836</b>	589	0.4	0.9	1.9
Vianet Group plc	Business Services	1,292	1,144	<b>746</b>	528	0.4	3.6	17.7
Oberon Investments Group plc	Business Services	1,128	1,128	<b>733</b>	406	0.4	4.7	10.0
Everyman Media Group plc	Consumer Markets	782	825	<b>613</b>	896	0.3	1.0	4.0
Driver Group plc	Business Services	1,126	1,306	<b>589</b>	655	0.3	4.2	20.2
One Media iP Group plc	Technology	825	778	<b>539</b>	754	0.3	4.8	10.8
SysGroup plc	Technology	1,292	1,310	<b>518</b>	394	0.3	4.2	28.3
IXICO plc	Healthcare & Education	675	675	<b>494</b>	795	0.3	5.0	11.1
Crimson Tide plc	Technology	592	592	<b>474</b>	355	0.2	3.0	6.4
Aptamer Group plc	Healthcare & Education	2,206	2,206	<b>471</b>	1,546	0.2	2.7	5.7
SEEEN plc	Technology	2,019	2,019	<b>465</b>	219	0.2	14.2	29.8
Eden Research plc	Business Services	1,125	1,125	<b>407</b>	589	0.2	3.3	7.3
Skillcast Group plc	Healthcare & Education	754	754	<b>407</b>	408	0.2	2.3	4.7
Gresham House plc*	Business Services	112	116	<b>298</b>	278	0.1	0.1	0.2
Gama Aviation plc	Business Services	776	1,002	<b>292</b>	250	0.1	0.7	1.7
Scholium Group plc	Consumer Markets	900	626	<b>288</b>	360	0.1	6.6	14.7
Merit Group plc	Technology	2,022	2,546	<b>272</b>	321	0.1	4.1	10.2
Staffline Group plc	Business Services	174	4,614	<b>235</b>	249	0.1	0.4	10.5
Fusion Antibodies plc	Healthcare & Education	540	540	<b>221</b>	311	0.1	2.5	5.5
TPXimpact Holdings plc	Technology	585	585	<b>213</b>	276	0.1	0.9	1.8
Zoo Digital Group plc	Technology	788	442	<b>195</b>	130	0.1	0.1	0.2
KRM22 plc	Technology	450	450	<b>194</b>	239	0.1	1.3	2.8
Rossllyn Data Technologies plc	Technology	1,151	1,151	<b>168</b>	408	0.1	7.1	28.3
Poolbeg Pharma plc	Healthcare & Education	44	44	<b>148</b>	85	0.1	0.4	0.9
Deepverge plc	Healthcare & Education	1,410	1,410	<b>68</b>	376	0.0	0.6	1.3

## 04 Appendices - Full investment portfolio

Company	Sector	Original Book cost <sup>†</sup> £'000	Accounting Book cost <sup>†</sup> £'000	31 March 2023 fair value £'000	30 September 2022 fair value £'000	% of net assets	% of Equity held by Baronsmead Venture Trust plc	% of Equity held by all funds <sup>#</sup>
<b>AIM (continued)</b>								
Totally plc	Healthcare & Education	70	170	65	123	0.0	0.2	0.5
Science In Sport plc	Consumer Markets	288	263	54	78	0.0	0.3	0.6
Tasty plc	Consumer Markets	1,188	2,832	54	94	0.0	1.8	13.7
CloudCoco Group plc	Technology	438	338	29	24	0.0	0.4	0.8
I-nexus Global plc	Technology	563	562	28	25	0.0	2.4	5.4
LoopUp Group plc	Technology	504	504	14	24	0.0	0.3	0.6
RUA Life Sciences plc	Healthcare & Education	509	289	14	12	0.0	0.1	0.1
Fulcrum Utility Services Ltd	Business Services	102	100	4	30	0.0	0.1	1.0
<b>Total AIM</b>		<b>39,774</b>	<b>49,292</b>	<b>59,156</b>		<b>29.1</b>		
<b>Listed</b>								
Hawkwing plc	Business Services	1,466	2,315	-	24	0.0	0.7	26.5
<b>Total listed</b>		<b>1,466</b>	<b>2,315</b>	<b>-</b>		<b>0.0</b>		
<b>Collective investment vehicles</b>								
LF Gresham House UK Micro Cap Fund		7,050	12,450	28,877	26,877	14.2		
LF Gresham House UK Smaller Companies Fund		22,250	22,250	20,567	13,533	10.1		
LF Gresham House UK Multi Cap Income Fund		11,360	11,360	11,906	8,270	5.8		
BlackRock Sterling Liquidity Fund		6,895	6,895	6,895	3,030	3.4		
JPMorgan Sterling Liquidity Fund		6,895	6,895	6,895	3,030	3.4		
<b>Total collective investment vehicle</b>		<b>54,450</b>	<b>59,850</b>	<b>75,140</b>		<b>36.9</b>		
<b>Total investments</b>		<b>147,798</b>	<b>164,117</b>	<b>178,722</b>		<b>87.9</b>		
<b>Net current assets</b>				<b>24,704</b>		<b>12.1</b>		
<b>Net assets</b>				<b>203,426</b>		<b>100</b>		

<sup>†</sup> The original book cost column provides the combined cost of investments made by BVCT & BVCT2 prior to the merger of the two VCTs to become BVT. This is included for information purposes for shareholders reviewing the portfolio.

The accounting cost column ties into the investment note on [page 19](#) of these accounts. For investments owned before the assets of BVCT were acquired by BVCT2 the accounting book cost is the sum of the original cost of the investment held in BVCT2 and the market value of the investment in BVCT at the date of the merger.

<sup>#</sup> All funds managed by Gresham House Asset Management Ltd.

\* Acquired November 2014, pre change of Investment Manager on 30 November 2018.

# Glossary

<b>AIM</b>	The Alternative Investment Market, a sub-market of the London Stock Exchange, designed to help smaller companies access capital from the public market.
<b>Annual Dividend Yield</b>	The ratio of dividend paid/declared for financial year divided by opening net asset value per share.
<b>Book Cost (Original)</b>	Total acquisition value, including transaction costs, less the value of any disposals or capitalised distributions allocated on a weighted average cost basis.
<b>Book Cost (Accounting)</b>	The original book cost of an asset, rebased to the value at which it was used in a subsequent transaction, such as a transfer between entities.
<b>Collective Investment Vehicle</b>	An entity which allows investors to pool their money, investing the pooled funds on their behalf.
<b>Discount/Premium</b>	If the share price is lower than the NAV per share it is said to be trading at a discount. The size of the Company's discount is calculated by subtracting the share price from the NAV per share and is usually expressed as a percentage of the NAV per share. If the share price is higher than the NAV per share, this situation is called a premium.
<b>EBITDA</b>	Earnings before Interest, Tax, Depreciation and Amortisation – a proxy for the cash flow generated by a business, most commonly used for businesses that do not (yet) generate operating or shareholder profits.
<b>IFA</b>	Independent Financial Advisors, professionals who offer independent advice to their clients and recommend suitable financial products.
<b>Key Performance Indicators (“KPIs”)</b>	A measurable value that demonstrates how effectively the Company is achieving core business objectives.
<b>NAV</b>	The total value of all the Company's assets, at current market value, having deducted all liabilities at their carrying value.
<b>NAV per share</b>	Total Net Asset Value divided by the number of shares.
<b>NAV total return</b>	A measure showing how the Net Asset Value has performed over a period of time, taking into account both capital returns and dividends paid to shareholders.
<b>Return on Cash Invested to shareholders</b>	The amount of cash returned to shareholders through income tax reclaimed, and cumulative dividends paid, expressed as a percentage of the initial investment.
<b>Shares Held in Treasury</b>	Shares in the Company repurchased by itself, reducing the number of freely traded shares.
<b>SME</b>	Small and medium-sized entities. These are independent companies which meet two of the three recognition criteria for small or medium companies according to UK Legislation.
<b>Total Assets</b>	All assets, both current and non-current. An asset is an economic resource owned by an entity that can lead to an increase in economic value.
<b>VCT Value</b>	The value of an investment when acquired, rebased if the holding is added to or any payment is made which causes an increase or decrease in its value.
<b>80 per cent. test</b>	Ensuring that the Company meets the requirement to hold 80 per cent. of its investments in qualifying holdings.



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Information



# Shareholder information and contact details

## Shareholder Account Queries

The Registrar for Baronsmead Venture Trust plc is Computershare Investor Services plc (“Computershare”).

Computershare will deal with all of your queries with regard to your shareholder account, such as:

- Change of address.
- Latest share price.
- Your current shareholding balance.
- Your payment history including any outstanding payments.
- Your payment options (cheque, direct payment to your bank/building society account, reinvestment).
- Paper or electronic communications.
- Request replacement cheques or share certificates (for which there may be additional administrative and other charges).

You can contact Computershare with your queries in several ways:

<b>Telephone:</b>	0800 923 1533	<ul style="list-style-type: none"> <li>▪ This is an automated self-service system.</li> <li>▪ It is available 24 hours a day, 7 days a week.</li> <li>▪ You should have your Shareholder Reference Number (“SRN”) to hand, which is available on your share certificate and dividend tax voucher and which you should always keep confidential for security reasons.</li> <li>▪ Press ‘0’ if you wish to speak to someone.</li> <li>▪ The Contact Centre in Bristol is available on UK business days between 8.30am – 5.00pm Monday to Friday.</li> </ul>
<b>On-line:</b>	Investor Centre <a href="http://www.investorcentre.co.uk">www.investorcentre.co.uk</a>	<ul style="list-style-type: none"> <li>▪ Computershare’s secure website, Investor Centre, allows you to manage your own shareholding online.</li> <li>▪ You will need to register to use this service on the Investor Centre web site.</li> <li>▪ You should have your SRN to hand, which is available on your share certificate and dividend tax voucher and which you should always keep confidential for security reasons.</li> </ul>
<b>Email:</b>	<a href="mailto:web.queries@computershare.co.uk">web.queries@computershare.co.uk</a>	
<b>Post:</b>	Computershare Investor Services plc The Pavilions Bridgwater Road Bristol BS99 6ZZ	



## Share Price

The Company's ordinary shares are listed on the London Stock Exchange. Share price information can be obtained from the link on the Company's website and many financial websites.

## Shares In Issue

As at 12 June 2023, the Company had 381,621,257 Ordinary shares of 10p each in issue which included 28,511,043 Ordinary shares of 10p each held in treasury. The total voting rights in the Company is therefore 353,110,214.

## Calendar

August 2023 – Quarterly factsheet to 30 June 2023

December 2023 – Announcement of final results for the period to 30 September 2023

March 2024 – Annual General Meeting

## Additional Information

The information provided in this report has been produced in order for shareholders to be informed of the activities of the Company during the period it covers. Gresham House Asset Management Ltd does not give investment advice and the naming of companies in this report is not a recommendation to deal in them.

Baronsmead Venture Trust plc is managed by Gresham House Asset Management Ltd which is authorised and regulated by the FCA. Past performance is not necessarily a guide to future performance. Stock markets and currency movements may cause the value of investments and the income from them to fall as well as rise and investors may not get back the amount they originally invested. Where investments are made in unquoted securities and smaller companies, their potential volatility may increase the risk to the value of, and the income from, the investment.

## Secondary market in the shares of Baronsmead Venture Trust plc

The Company's shares can be bought and sold in the same way as any other quoted company on the London Stock Exchange through a stockbroker.

The market makers in the shares of Baronsmead Venture Trust plc are:

Panmure Gordon & Co +44 (0)20 7886 2500 (the Company's broker)

Winterflood +44 (0)20 3100 0009

Qualifying investors\* who invest in the existing shares of the Company can benefit from:

- Tax free dividends;
- Realised gains are not subject to capital gains tax (although any realised losses are not allowable);
- No minimum holding period; and
- No need to include VCT dividends in annual tax returns.

The UK tax treatment of VCTs is on a first in first out basis and therefore tax advice should be obtained before shareholders dispose of their shares and also if they deferred a capital gain in respect of new shares acquired prior to 6 April 2004.

\* UK income tax payers, aged 18 or over, who acquire no more than £200,000 worth of VCT shares in a tax year.

## Warning to Shareholders

Many companies are aware that their shareholders have received unsolicited phone calls or correspondence concerning investment matters. These are typically from “brokers” based overseas who target UK shareholders offering to sell them what often turn out to be worthless or high risk shares in US or UK investments. They can be very persistent and extremely persuasive. Shareholders are therefore advised to be very wary of any unsolicited advice, offers to buy shares at a discount or offers for free company reports.

Please note that it is very unlikely that either the Company or the Company Registrar, Computershare, would make unsolicited telephone calls to shareholders and that any such calls would relate only to official documentation already circulated to shareholders and never in respect of investment “advice”.

If you are in any doubt about the veracity of an unsolicited phone call, please call either the Company or the Registrar at the numbers provided below.

## Protect Yourself

If you are offered unsolicited investment advice, discounted shares, a premium price for shares you own, or free company or research reports, you should take these steps before handing over any money or share certificates:

- 1 Get the name of the person and organisation contacting you.
- 2 Check the FCA Register at [www.fca.org.uk/register](http://www.fca.org.uk/register) to ensure they are authorised (or [www.fca.org.uk/publication/systems-information/aifmd-small-register.pdf](http://www.fca.org.uk/publication/systems-information/aifmd-small-register.pdf)).
- 3 Use the details on the FCA Register to contact the firm.
- 4 Call the FCA Consumer Helpline on **0800 111 6768** (freephone) from 8.00am to 6.00pm, Monday to Friday (except public holidays) and 9.00am to 1.00pm, Saturday (from abroad call **+44 20 7066 1000**) if there are no contact details on the Register or you are told they are out of date.
- 5 Search the FCA's list of unauthorised firms and individuals to avoid doing business with.
- 6 **REMEMBER: if it sounds too good to be true, it probably is!**

If you use an unauthorised firm to buy or sell shares or other investments, you will not have access to the Financial Ombudsman Service (<https://www.financial-ombudsman.org.uk/>) or Financial Services Compensation Scheme (<https://www.fscs.org.uk/>) if things go wrong.

## Report a Scam

If you are approached about a share scam you should tell the FCA using the Share Fraud Reporting Form ([www.fca.org.uk/consumers/report-scam-unauthorised-firm](http://www.fca.org.uk/consumers/report-scam-unauthorised-firm)), where you can find out about the latest investment scams. You can also call the FCA Consumer Helpline on **0800 111 6768**.

**If you have already paid money (or otherwise dealt with share fraudsters) you should contact ActionFraud on 0300 123 2040 or use the ActionFraud (<https://www.actionfraudalert.co.uk/>) Online Reporting Tool.**

More detailed information on this or similar activity can be found on the FCA web site.

# Corporate information

## Directors

Fiona Miller Smith (Chair)  
Les Gabb\*  
Susannah Nicklin<sup>†</sup>  
Michael Probin<sup>††</sup>

## Secretary

Gresham House Asset Management Ltd

## Registered Office

5 New Street Square  
London EC4A 3TW

## Investment Manager

Gresham House Asset Management Ltd  
5 New Street Square  
London EC4 3TW  
Tel: 020 7382 0999

## Registered Number

03504214

## Registrars and Transfer Office

Computershare Investor Services plc  
The Pavilions  
Bridgwater Road  
Bristol BS99 6ZZ  
Tel: 0800 923 1533

## Brokers

Panmure Gordon & Co  
One New Change  
London EC4M 9AF  
Tel: 020 7886 2500

## Auditor

BDO LLP  
55 Baker Street  
London W1U 7EU

## Solicitors

Dickson Minto W.S.  
Broadgate Tower  
20 Primrose Street  
London EC2A 2EW

## VCT Status Adviser

PricewaterhouseCoopers LLP  
1 Embankment Place  
London WC2N 6RH

## Website

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

<sup>‡</sup> Senior Independent Director

\* Chair of the Audit and Risk Committee

<sup>†</sup> Chair of the Nomination Committee

<sup>††</sup> Chair of the Management Engagement and Remuneration Committee





Since 1857

**Gresham House**  
*Specialist asset management*