

# Oxford Technology 3 Venture Capital Trust Plc



## UNAUDITED INTERIM REPORT

For the period 1 March 2021 to 28 February 2022

	Year Ended 28 February 2022	Year Ended 28 February 2021
Net Assets at Period End	£2.57m	£2.86m
Net Asset Value (NAV) Per Share	41.1p	42.2p
Dividend Paid in the Period	6.0p	-
Cumulative Dividends Per Share	42.0p	36.0p
Total NAV Return Per Share	83.1p	78.2p
Share Price at Period End (Mid-Market)	41.3p	35.0p
Earnings Per Share	5.3p	(27.4)p

Company Number: 4351474

Registered Address: Magdalen Centre, Oxford Science Park, Oxford OX4 4GA

## Statement on behalf of the Board

I would normally now be writing to fellow shareholders to present the Annual Report for the 12 months to 28 February 2022, but due to the proposed merger with the other three Oxford Technology VCTs (the “Merger”), our accounting period has been extended to 31 August 2022.

I am therefore pleased to provide an unaudited Interim Report for the 12 month period to 28 February 2022 which contains more details than our normal half year interim reports (particularly regarding the portfolio), but not as much about governance and other matters as would be included in an Annual Report. Apart from the usual portfolio update, I would like to draw your attention to two slightly more unusual matters in my report below, namely the Merger announcement and a change of auditor.

## Overview

The unaudited Net Asset Value (NAV) per share increased by 5.3p (12%) from 42.2p as at 28 February 2021 but ended at 41.1p as at 28 February 2022 after the payment of a 6.0p dividend. The dividend was funded by the proceeds from the sale of Ixaris. There was a significant increase in the value of Arecor Therapeutics Plc (“Arecor”). Arecor floated on 3 June 2021 at a share price of 226p per share and the share price ended the period to 28 February 2022 at 350p per share. The increase in NAV per share was reduced somewhat by a decline in the share price of Scancell Holdings Plc (“Scancell”) from 22.5p to 12p per share.

Shareholders should be aware that a 1p movement on Scancell share price causes a 0.73p change in OT3 NAV/share and a 10p movement in Arecor share price causes a 0.73p change in OT3 NAV/share. At 19 April with Scancell bid price at 16.75p and Arecor at 390p, the estimated OT3 NAV/share has increased from 41.1p at 28 February 2022 by 5.7p to 46.8p.

I am also pleased that we were able to use about a third of the Ixaris sale proceeds to conduct the first OT3 share buyback enabling almost 8% of shares to exit at a 10% discount to NAV. Total NAV Return since the Company’s launch is 83.1p per share.

As mentioned above your Company paid an interim dividend of 6.0p per share during the year ended 28 February 2022 (2021: nil). The cumulative dividends per share paid since inception in 2002 are 42.0p (2021: 36.0p).

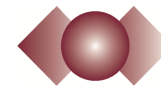
## Merger of the Oxford Technology VCTs

As announced on 4 March 2022, OT3 has entered into discussions regarding a Merger of the Oxford Technology VCTs (“OT VCTs”) and a subsequent proposed move to a new investment manager, Edition Capital Investments Limited (Edition). The structure of the proposed Merger is designed to preserve the economic value of OT3’s portfolio for the benefit of the Company’s existing shareholders. Discussions are progressing and I am optimistic that the proposed transaction, with full details, will be formally announced in May.

Shareholders will be aware that as investments are realised, your Company reduces in size which means that your Company is now one of the smallest VCTs (as are each of the OT VCTs) – in terms of NAV, market capitalisation and number of portfolio companies. The Boards of all four OT VCTs have previously stated that it would be preferable to have a larger asset base to share their operating costs due to the relentless upward trajectory of regulatory costs and the ongoing challenges of maintaining VCT status. The structure being proposed allows the shareholders of all four OT VCTs to benefit from the economies of scale of the Merger.

In addition, shareholders will be aware that for a number of years, your Directors have sought to find partners interested in using the existing VCT structure to launch their own share offering, and hence enabling one (or more) of the OT VCTs to expand its asset base. In Edition I believe we have found an ideal partner, especially in the light of our succession planning requirements: it has been clear for some years that OTM do not consider VCTs a suitable vehicle for investing small sums in high risk reward start-ups, which is their area of interest and expertise.

Having Edition as the new investment manager (raising new money in a separate share class) means longevity for the OT VCT portfolios such that the risk of ‘fire sale’ exits (due to these individual portfolios become sub-scale) is substantially reduced.



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It is important to emphasise the point made above that the proposed Merger is designed to preserve the economic value of OT3's portfolio for the benefit of existing shareholders as well as reducing its operating costs yet ensuring the portfolios of each of the OT VCTs remain ringfenced. By sharing the costs of the Merger with its sister VCTs as well as Edition, it has been possible to off-set the otherwise and hitherto prohibitive cost of combining the VCTs.

Whilst the Board cannot be certain the proposals they are discussing will be finalised, good progress is being made with both Edition and the boards of the other OT VCTs, and I am optimistic a Merger Circular will be issued to shareholders in May. I would encourage all shareholders to read this Circular carefully and to vote to support the various resolutions to enable the Merger to proceed. Shareholders should note that there will not be an Annual General Meeting in the summer as there normally is, but there will be a shareholder General Meeting to approve the Merger and which will provide an opportunity to question the Board. The Board also expects to offer shareholders an opportunity to question the Board via a virtual zoom webinar well ahead of the deadline for when voting closes.

### **Change to the Companies' auditor**

UHY Hacker Young LLP ("UHY") advised the Board that they wished to resign as auditor to the Company. UHY have taken the decision to withdraw from the VCT market following a change in its strategy over the sectors in which it operates. Accordingly, UHY has resigned as auditor to all of the OT VCT companies with effect from 23 February 2022. You will have already received the letter from UHY confirming that there are no matters connected with it ceasing to hold office that need to be brought to the attention of members or creditors of the Companies for the purposes of section 519 of the Companies Act 2006. I would like to thank UHY for its services and support as external auditors.

The Directors have appointed Hazlewoods LLP ("Hazlewoods") as OT3's auditors. However, it is hoped that the proposed Merger will avoid the need for another audit of OT3 as a standalone entity.

### **Portfolio Review**

OT3 has eight companies in its portfolio, two of which are listed on the Alternative Investment Market (AIM) of the London Stock Exchange. No new investments were made in the period.

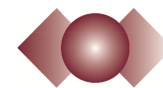
Your Company first invested in Arecor in July 2007. Since then, has become a leader in innovative formulation technologies which allow pharmaceutical formulations to be stabilised in liquid form. The company has developed a successful fee for service and licencing business model as well as developing its own formulations for rapid action and highly concentrated insulin.

Arecor now represents 62% of the Company's NAV. Shares are currently subject to a lock in and orderly market period, but the Directors are considering top-slicing to take some profits after lock in ends on 3 June and then return proceeds to shareholders.

Scancell is also listed on AIM. During the majority of the financial year, Scancell's share price fluctuated within a band of between 20p and 24p. From mid-January 2022, the Scancell share price entered a period of steady decline before recovering to 16.75p at 19 April following the announcement of the start of Modi-1 trials.

While it could be argued that Scancell has had a quiet year in terms of news flow and corporate milestones, the substantial injections of equity funding during 2020 have allowed Scancell to invest heavily in its technology platforms. Founder Professor Lindy Durrant is now back at the helm as CEO and Chief Scientific Officer, and Dr Richard Goodfellow is back as Interim Chief Business Officer. There have been subtle changes in the way Scancell positions itself in the market, the company now describing itself as a *"clinical stage biopharmaceutical company that is leveraging its proprietary research, built up over many years of studying the human adaptive immune system, to generate novel medicines to treat significant unmet needs in cancer and infectious disease. The company is building a pipeline of innovative products by utilising its four technology platforms: Moditope and ImmunoBody for vaccines and GlyMab and AvidiMab for antibodies"*.

I remain positive about Scancell's potential for treating otherwise untreatable diseases. Arguably the most important announcement made by Scancell during the course of the last 12 months was the news that the redemption date of the c. £19.7m of convertible loan notes held by Scancell's major funder, US-based Redmile



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Group, LLC, were extended by three years (from 2022 to 2025), reducing the risk of an unfavourable dilutive event in 2022 and giving Scancell's management the time to create maximum commercial value from its multiple 'shots on goal'. Post period end Scancell has received approval from the South Africa authorities to extend the scope of its Covidity trial. As at the period end, Scancell made up 21% of OT3's NAV, making it the Company's second largest portfolio holding.

STL Management Limited ("Select Technology") distributes high quality document management software via its global channel partners. Over the last decade Select Technology has built up a global network of distributors and dealers through which it sells third party products targeted at its end customers' scanning, copying and printing infrastructure. These products now include PaperCut, KPAX, Foldr, Drivve Image, EveryonePrint and Square 9 Enterprise Content Management. Our valuation methodology for this investment is based on a sales multiple, and we have cautiously retained the discount that we have applied in recent years until we can fully assess the impact of various geopolitical events on Select Technology's markets. However, the company itself is now seeing a recovery in trading conditions – this is welcome news after the turmoil of 2020 and the disruption in early 2021. OT3 received a small dividend from Select Technology in February 2022, possibly (and hopefully) a sign that normal trading is in the process of being resumed.

As at 28 February 2022, OT3's stake in Select Technology constituted 4% of the Company's NAV. At the end of August 2021, Alex Starling joined the board of Select Technology to represent the OT VCTs' interests as we seek to maximise shareholder value.

As was reported in the half year accounts, the decision was made to move the core technology of Immunobiology Ltd ("ImmBio") to Liverpool University to reduce costs whilst the technology transfer to ImmBio's licensee China National Biotech Group continues. Since the move, Liverpool University has won a grant to lay the foundations for a challenge/carriage study to determine the extent to which pneumococcus is carried in the nose of vaccinated people. The first grant finishes in April 2022 and could lead to a second grant to perform the study.

Interest in whole cell vaccines has been limited during the Covid crisis, with the focus on synthetic vaccines which could be rapidly developed, tested and deployed. However, in recent months the interest in such vaccines has waned, as can be seen by the share price drops of companies involved in their development. It can be hoped that interest will now switch back to vaccines with the potential for a much wider immune response, and therefore ImmBio may be able to re-engage with additional potential partners. ImmBio represents 3% of NAV.

The portfolio continues to be highly concentrated. As at 28 February 2022, the two largest portfolio companies, Arecor and Scancell, together accounted for just over 83% of NAV.

The Directors, along with the Investment Adviser, continue to take an active interest in the companies within the portfolio, supporting management teams (where possible) to achieve company development, but also to prepare companies for realisation at the appropriate time. It should however be noted that approaches do occur at other times, and the ability of the Directors and Investment Adviser to be able to provide support when such approaches occur is essential for maximising value.

Further details are contained within the Investment Manager's Report, and on our website at [www.oxfordtechnologyvct.com/vct3.html](http://www.oxfordtechnologyvct.com/vct3.html).

### **VCT Qualifying Status**

The Board continues to monitor all the VCT requirements very carefully in order to ensure that all the various qualifying tests are met and that qualifying investments comfortably exceed the current minimum threshold of 80% which is required for the Company to continue to benefit from VCT tax status. As at 28 February 2022, the HMRC value of qualifying investments of our portfolio was 94.3% (2021: 94.2%).

### **Liquidity**

The issue of liquidity of unquoted companies within investment funds has remained a national topic of discussion this year. Shareholders may be interested to know that at the year-end just over 85% of the

Company's portfolio was held in cash or quoted AIM shares, thus providing short-term liquidity (though shareholders should note that stocks quoted on AIM may have limited liquidity at times).

### **Risk Factors**

The geopolitical situation is distressing, and our thoughts go out to those who are affected by military actions and other violence. Whilst your Company's portfolio has no major direct contact with defence spending, there remains the possibility that any shift of government focus towards additional defence spending may have a long term impact on other areas of spending. The long term impact of sanctions is unclear, but it is hoped given the nature of the portfolio that they should not have a major impact on performance.

For much of the post 2008 era, inflation has been tamed by various mechanisms such as quantitative easing. Recent developments indicate that such efforts to 'kick the can down the road' may be coming to an end. Inflation is now forecast to hit high single figures – it is unclear to what extent the UK and the wider world economy is in a fit state to thrive in such a challenging environment.

Thankfully OT3's portfolio is heavily focused on early stage biotech companies providing a degree of protection from some of these global headwinds but remains exposed to cost inflation and reduction in availability of cheap money.

### **Dividends/Return of Capital**

A 6.0p interim dividend was paid and 531k shares were bought back at a 10% discount at a cost of £239k funded from the proceeds of the Ixaris sale during the financial year.

Due to its relatively small size the Company remains exposed to balancing solvency requirements and compliance with VCT rules: there is no flexibility in the latter, and there is now much greater emphasis on Directors explaining to shareholders why it is still reasonable to adopt the going concern basis when accounts are being prepared. Sufficient comfort regarding liquidity is provided by your Company's stakes in two AIM-listed companies (both of which are currently held at a substantial profit). As mentioned in my introduction, expanding the size of the Company should further help improve this situation.

The ongoing strategy remains to seek to crystallise value from the portfolio and distribute cash to shareholders. Our priority is to maximise shareholder value and liquidity over the medium term by seeking exits for these holdings at the appropriate time, but remaining mindful of the need to meet both VCT qualifying and going concern tests.

### **Presentation of Interim Report**

In order to reduce the length of this report, we have omitted details of the Company's objectives and investment strategy, its Advisers and Registrar and how to buy and sell shares in the Company. These details are all included in the Annual Reports, which together with previous half-yearly reports, are available for viewing on the Oxford Technology website.

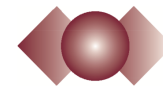
### **VCT Market Changes**

During the period under review, there have been no further amendments to the rules governing VCTs. The Chancellor of the Exchequer's Spring Statement was also subsequently delivered on 23 March 2022 and did not propose any changes to the legislation governing VCTs.

### **Cost Control**

Your Board continues to look at methods of improving operational efficiency, reducing costs and, more generally putting in place appropriate plans to ensure that your VCT's operational costs relative to its overall size remain within acceptable limits. Over the last 5 years we have renegotiated almost every element of cost.

Our investment management and Directors' fees and auditors' remuneration are amongst the lowest in the VCT industry. The largest remaining elements of cost are the LSE listing fee at £10k and the FCA fee of £6k. These regulatory fees seem to have relentless increases and bear disproportionately on a small company. Filed company accounts now also need to be produced in XHTML format, at additional cost, to comply with the first phase of mandatory electronic format reporting under FCA's Disclosure, Guidance and Transparency Rules.



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As mentioned in the introduction (assuming the Board puts forward the Merger recommendation it is currently envisaging, and shareholders of both the Company and Oxford Technology 2 VCT Plc (the acquiring entity) approve the relevant resolutions), these annual costs will be able to be shared more widely in the future.

### **Environmental, Social and Governance (ESG)**

Whilst many of the requirements under company law to detail ESG matters are not directly applicable to the Company, the Board is conscious of its potential impact on the environment as well as its social and corporate governance responsibilities. Furthermore, the Investment Adviser takes ESG considerations into account when investing.

The FCA reporting requirements consistent with the Task Force on Climate-related Financial Disclosures that commenced this year do not currently apply to the Company. However, it will be kept under review in light of any recommended changes.

### **Fraud Warnings – Boiler Room Fraud**

We are aware of a number of cases where shareholders are being fraudulently contacted or are being subjected to attempts of identity fraud. Shareholders should remain vigilant of all potential financial scams or attempts for them to disclose personal data for fraudulent gains. The Board strongly recommends shareholders take time to read the Company's fraud warning section, including details of who to contact, contained within the Information for shareholders section of the Annual Reports from previous years.

### **Outlook and Prospects**

This not being an accounting period year end statement, there is no AGM to look forward to. However, there will be a General Meeting following the expected publication in May of the Circular for the proposed Merger, and I look forward to speaking to you there, or in advance of that date if you have any questions about the proposals by contacting me at [vcts@oxfordtechnology.com](mailto:vcts@oxfordtechnology.com).

Given the Directors' view of the potential of the underlying assets, we continue to view the future with confidence. Assuming the Board put forward the resolutions they anticipate – and shareholders approve them – it will mean the end of OT3 as the holding vehicle for your investment, but this will continue to be maintained within a separate pool of assets within OT2 and at a lower holding cost.

One of those cost savings is that my chairmanship will be surplus to requirements, though I shall be staying on post-Merger as a Director of the enlarged OT2 VCT for at least a year for continuity and to help prioritise the maximisation of shareholder value for holders of the OT3 share class.

I would therefore like to take this opportunity to thank my fellow shareholders – likely for the final time in a chairman's statement for Oxford Technology 3 VCT Plc – for their continued support.

**Robin Goodfellow**  
**Chairman**  
**21 April 2022**

## Investment Manager's Review

OT3 was formed in 2002 and invested in a total of 38 companies, all start-up or early stage technology companies. Some of these companies failed with the loss of the investment. Some have succeeded and have been sold. Dividends paid to shareholders to date are now 42p per share following the 6p dividend paid in October 2021 when Ixaris Systems was sold to Nium Plc.

A more detailed analysis on some of the remaining companies in the portfolio is given here. The portfolio contains several investees which are showing promise and which still have the potential to deliver significant returns, namely Arecor, Scancell and Select Technology.

Arecor dominates the OT3 portfolio and comprises 62% of the NAV. Arecor Ltd became Arecor Therapeutics Plc and then floated on the Alternative Investment Market on 3 June 2021, raising £20m at a share price of 226p. The share price has climbed steadily and was 390p on 19 April 2022.

Despite the drop in share price Scancell suffered in early 2022 the holding was still 21.2% of the OT3 NAV. Scancell is focused on developing innovative immunotherapies for cancer that stimulate the body's own immune system. From a share price of 22.5p at 28 February 2021, the share price declined to 12.0p at the end of the financial year. This reflected a general move away from small cap biotech. However, post period end the price has recovered to 16.75p at 19 April following the announcement of the Modi-1 trials.

### New Investments in the 12 month period

There were no new investments in the 12 month period.

### Disposals during the 12 month period

During the 12 month period the Ixaris sale to Nium Plc completed. OT3 received £679k in September 2021 and there will be a realisation of outstanding receivables over the next three years which is currently estimated at over £100k.

Plasma Antennas was dissolved during the period but not before the outstanding loan was repaid to OT3 at a small increase to its previous carrying value. Metal Nanopowders & Superhard Materials were dissolved during the period.

### Valuation Methodology

Quoted and unquoted investments are valued in accordance with current industry guidelines that are compliant with International Private Equity and Venture Capital (IPEVC) Valuation Guidelines and current financial reporting standards.

### VCT Compliance

Compliance with the main VCT regulations as at 28 February 2022 and for the 12 month period then ended is summarised as follows:

Type of Investment By HMRC Valuation Rules	Actual	Target
VCT Qualifying Investments	94.3%	Minimum obligation: 80%
Non-Qualifying Investments	5.7%	Maximum allowed: 20%
Total	100%	100%

The value used in the qualifying tests is not necessarily the original investment cost due to the complex rules required by HMRC, therefore the allocation of Qualifying investments as defined by the legislation can be different to the portfolio weighting as measured by market value relative to the net assets of the VCT.

At least 70% of each investment must be in eligible shares - Complied.

No more than 15% of the income from shares and securities is retained - Complied.

No investment constitutes more than 15% of the Company's portfolio (by value at time of investment or when the holding is added to) - Complied.

The Company's income in the period has been derived wholly or mainly (70% plus) from shares or securities - Complied.

No investment made by the VCT has caused the company to receive more than £5m of State Aid investment (£10 million for Knowledge Intensive Companies) in any rolling 12 month period and £12 million of state aid investment (£20 million for Knowledge Intensive Companies) during its lifetime – Complied as no new investments made.

## Investment Portfolio as at 28 February 2022

Company	Description	Net Cost of investment £'000	Carrying value at 28/02/22 £'000	Change in value for the year £'000	% Equity held OT3	% Equity held All OTVCTs	% Net assets
Arecor (bid price 350p)	Protein stabilisation	443	1,593	881	1.6	5.7	62.0
Scancell (bid price 12p)	Antibody based cancer therapeutics	362	544	(476)	0.6	1.5	21.2
Select – STL Management	Specialist Photocopier interfaces	47	108	14	2.8	58.6	4.2
ImmBio	Novel vaccines	483	80	-	6.5	22.6	3.1
Insense	Wound healing dressings	333	60	-	1.9	5.6	2.3
Invro	Low power electronics	40	10	-	33.1	33.1	0.4
Inaplex	Data integration software	58	1	-	13.3	34.8	0.1
Microarray	Insense spinout	1	-	-	0.2	0.2	-
<b>Total Investments</b>		<b>1,768</b>	<b>2,397</b>	<b>419</b>			<b>93.3</b>
Other Net Assets			<b>172</b>				<b>6.7</b>
<b>Net Assets</b>			<b>2,569</b>				<b>100.0</b>

	First Investment	Net Cost	Carrying Value 28/02/2022	Change in Value for the Year	% Equity Held
<b>Arecor</b>	July 2007	£442,824	£1,592,976	£881,447	1.6%

Arecor Therapeutics Plc is a leader in the development of innovative formulation technology that enables differentiated biopharmaceutical products. It has developed a proprietary, patent backed formulation technology platform that has been proven to stabilize a broad range of molecules as aqueous compositions. Many proteins, peptides and vaccines are too unstable in liquid form and/or at high concentrations to develop stable ready-to-use drugs and Arecor has overcome these challenges to significantly enhance the delivery of therapeutic medicines to patients. Arecor has continued the development of a portfolio of differentiated peptides through to clinical proof of concept, with an initial focus on diabetes as a therapeutic area.

The Company's original investment was in Arecor Ltd which became Arecor Therapeutics Plc when it floated on AIM on 3 June 2021, raising £20m at a share price of 226p. Since then its share price has risen to a peak of 460p and ended the year at 350p. Thus far it has been very thinly traded with the highest daily volume of just over 200,000 shares achieved when Arecor announced positive results for their AT278 ultra concentrated ultrarapid acting insulin. They have also announced that AT247 has progressed into Phase 1.

Since inception in 2007, Arecor has built a successful revenue generating business employing this technology to enable and differentiate biopharmaceuticals for a large cross section of the major pharmaceutical companies on a fee for service plus licensing model. Since floating, Arecor has announced 4 new collaborations.

The bid price as at 28 February 2022 used for this Arecor valuation was 350p per share.

	First Investment	Net Cost	Carrying Value 28/02/2022	Change in Value for the Year	% Equity Held
<b>Scancell</b>	December 2003	£361,912	£544,295	(£476,258)	0.6%

Scancell is an AIM listed biotechnology company in which OT3 invested in 2003 when Professor Lindy Durrant, Scancell's founder, was based in a university laboratory in Nottingham. Scancell is developing novel immunotherapies for cancer based on four platform technologies known as ImmunoBody, Moditope, Avidimab and GlyMab. They are also using their TCell stimulating vaccine platform to make a COVID vaccine aimed at the N capsid.

GlyMab is the most recent of the cancer therapeutics: these are antibodies with direct killing ability and are targeted at glycans produced by tumours. SCIB1, Scancell's first ImmunoBody, is being developed for the treatment of melanoma and is in Phase 2 clinical trials. In theory, these Scancell technologies could be used to treat many common forms of cancer, including lung, breast and prostate cancer. Data from the trials to date are encouraging and demonstrate that SCIB1, when used as monotherapy, has a marked effect on tumour load, produces a melanoma-specific immune response and a highly encouraging survival trend without serious side effects.

During the year Scancell started 2 major clinical trials. Covidity, their family of Covid-19 vaccines is in phase 1 in South Africa and at the end of January the dosing had started on the second of the COVIDITY variants and will be dosed using PharmaJet's needle free system. It is the only needle free system precleared by the WHO. Results were expected during H1 22, however there has been a change of protocol to make the results more relevant and also to make it easier to recruit patients. The SCIB1 phase 2 trial started dosing in November and is looking at how well SCIB1 – Scancell's melanoma vaccine works with existing checkpoint inhibitor pembrolizumab.

Post period end Scancell also received approval for and started their Modi 1 phase 1/2 trial which is directed at a wide range of tumours with or without existing Checkpoint inhibitors. The trial includes 22 centres indicating wide clinical interest in participating. The first stage will just look at safety, with efficacy trials intending to read out in 2023, however as the patients in the phase 1 are cancer patients there is the possibility of early results. Furthermore Scancell has started to commercialise their GlyMab platform which targets antibodies at sugars rather than proteins on cell surfaces. They have announced though not detailed four partnerships in this area.

The Scancell share price has fallen over the year. Possible reasons are the delays due to Covid-19 and a general move of the market away from Biotech, but is now starting to recover following the official announcement of the Modi-1 trials.

The bid price as at 28 February 2022 used for this Scancell valuation was 12.0p per share (2021: 22.5p).

## Select – STL Management Ltd

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

	First Investment	Net Cost	Carrying Value 28/02/2022	Change in Value for the Year	% Equity Held
Select - STL Management Ltd	November 2004	£47,051	£108,095	£13,758	2.8%

Select Technology (100% owned by STL Management Ltd) distributes high quality document management software via its global channel partners while adding significant further value through its development team by providing integrations or bespoke solutions. Select Technology grew significantly between 2010 and 2018 by focusing on print management software. Realising that this type of software was becoming increasingly commoditised, the company changed its focus to document capture and sharing, acquiring distribution rights to additional software solutions and introducing them to the market in an innovative way.

Covid-19 caused major disruption both to Select and to everyone in the industry globally. The biggest and most obvious change was that almost everyone was working from home which meant that all the long established procedures for managing and printing documents were disrupted. Another effect is that there were many consolidations/mergers globally, with larger companies acquiring smaller companies with the objective of reducing costs while increasing sales. Although print management remains a significant part of Select Technology's business, it has made a conscious effort to seek out and acquire regional rights to innovative document management systems which are appropriate to the new 'work-at-home' reality.

Among these products, for example are Foldr and Square9. Foldr was originally developed for teachers in schools. It enabled teachers to store and retrieve materials for their lessons, to write reports for their students and email these securely to the parents, with controls to ensure that the right report went to the right parent, but which also enabled all the reports to be sent to the school's central administration. Documents could be protected with various levels of security with different people being given different levels of access. Foldr has turned out to be very useful for businesses to manage their documents in a secure manner and even more so now that working from home is the norm. The level of security on a home laptop is generally less than was the case for the head-office security systems. Square9 is an Enterprise Content Management System. It is appropriate for the largest companies with thousands of employees and enables companies to store, find, access and manage documents and other information easily and securely and in compliance with GDPR and other security protocols.

Select Technology's sales grew from £210k in the year to 31 July 2010 to £5m in the year to 31 July 2021 and, despite the restrictions caused by the pandemic, the company still recorded a profit of £95k for the year. Subsequently, in the first half of the current financial year, the period August 2021 to January 2022, the company has reported turnover of £2.9m with a profit of £145k, the latter a result of measures to increase gross margin.

Select Technology is valued at a multiple of sales with a discount.

	First Investment	Net Cost	Carrying Value 28/02/2022	Change in Value for the Year	% Equity Held
ImmBio	May 2003	£482,760	£79,614	-	6.5%

ImmBio was founded in 1999 by Camilo Colaco to develop vaccines that engage dendritic cells. Dr. Colaco identified the role that Heat Shock Proteins play in activating the immune system. The company has programmes developing vaccines against Tuberculosis, Meningitis and Pneumonia. The TB and Meningitis vaccines have been partnered for development in China and India. ImmBio makes up 3% of the NAV of OT3.

Whilst ImmBio has not managed to find a pharmaceutical partner or acquirer during the year it has teamed up with Liverpool School of Tropical Medicine, who have applied for a grant to progress the programme to a challenge model of the protein based vaccine. They have won a first grant which is to validate the models they would use in the main study. A successful challenge study would address many of the questions potential partners have raised. Whether that would then result in them taking action is a separate question.

Progress with China National Biotech Group for its pneumococcal vaccine PnuBioVax has been slow in part due to the pandemic. Further milestones payments will be made when the transfer of certain technology is complete.

The company is valued to reflect its stage of technical and commercial development and taking into account the preference cascade, but the outcome is likely to be quite binary.



**Lucius Cary**  
**Director – OT3 Managers Ltd**  
**Investment Manager**  
**21 April 2022**

## **Responsibility Statement of the Directors in respect of the interim report**

We confirm that to the best of our knowledge:

- the 12 months' financial statements have been prepared in accordance with the statement "Interim Financial Reporting" issued by the Financial Reporting Council;
- the 12 months' report includes a fair review of the information required by law and regulations, being:
  - an indication of the important events that have occurred during the 12 month period and their impact on the condensed set of financial statements.
  - a description of related party transactions that have taken place in the 12 months of the period that may 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 assets of the Company include cash and shares in two AIM quoted companies, one of which is quite liquid and readily accessible. After reviewing the forecast for the Company, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing the interim accounts.

On behalf of the Board:

**Robin Goodfellow**  
**Chairman**  
**21 April 2022**

## Income Statement

	12 months to 28 February 2022			Year to 28 February 2021		
	Revenue £'000	Capital £'000	Total £'000	Revenue £'000	Capital £'000	Total £'000
Gain on disposal of fixed asset investments	-	20	20	-	63	63
Unrealised gain/(loss) on valuation of fixed asset investments	-	419	419	-	(1,815)	(1,815)
Investment income	2	-	2	-	-	-
Investment management fees	(29)	-	(29)	(47)	-	(47)
Other expenses	(60)	-	(60)	(60)	-	(60)
<b>Return on ordinary activities before tax</b>	<b>(87)</b>	<b>439</b>	<b>352</b>	<b>(107)</b>	<b>(1,752)</b>	<b>(1,859)</b>
Taxation on ordinary activities	-	-	-	-	-	-
<b>Return on ordinary activities after tax</b>	<b>(87)</b>	<b>439</b>	<b>352</b>	<b>(107)</b>	<b>(1,752)</b>	<b>(1,859)</b>
<b>Earnings per share – basic and diluted</b>	<b>(1.3)p</b>	<b>6.6p</b>	<b>5.3p</b>	<b>(1.6)p</b>	<b>(25.8)p</b>	<b>(27.4)p</b>

There was no other Comprehensive Income recognised during the year.

The 'Total' column of the Income Statement is the Profit and Loss Account of the Company, the supplementary Revenue and Capital return columns have been prepared under guidance published by the Association of Investment Companies.

All Revenue and Capital items in the above statement derive from continuing operations.

The Company has only one class of business and derives its income from investments made in shares and securities and from bank and money market funds.

## Balance Sheet

	As at 28 February 2022		As at 28 February 2021	
	£'000	£'000	£'000	£'000
Fixed asset investments at fair value		2,397		2,748
Debtors	119		1	
Cash at Bank	69		130	
Creditors: amounts falling due within one year	(16)		(16)	
Net current assets		172		115
<b>Net assets</b>		<b>2,569</b>		<b>2,863</b>
Called up share capital		63		679
Capital redemption reserve		616		-
Share premium reserve		718		718
Unrealised capital reserve		630		443
Profit and Loss account		542		1,023
<b>Total equity shareholders' funds</b>		<b>2,569</b>		<b>2,863</b>
<b>Net asset value per share</b>		<b>41.1p</b>		<b>42.2p</b>

## Statement of Changes in Equity

	Share Capital £'000	Capital Redemption Reserve £'000	Share Premium Reserve £'000	Unrealised Capital Reserve £'000	Profit & Loss Account £'000	Total £'000
<b>As at 1 March 2020</b>	<b>679</b>	<b>-</b>	<b>718</b>	<b>1,730</b>	<b>1,595</b>	<b>4,722</b>
Revenue return on ordinary activities after tax	-	-	-	-	(107)	(107)
Current period gains on disposal	-	-	-	-	63	63
Current period losses on fair value of investments	-	-	-	(1,815)	-	(1,815)
Prior period unrealised losses now realised	-	-	-	9	(9)	-
Permanent diminution in value now realised	-	-	-	519	(519)	-
<b>Balance as at 28 February 2021</b>	<b>679</b>	<b>-</b>	<b>718</b>	<b>443</b>	<b>1,023</b>	<b>2,863</b>
<b>As at 1 March 2021</b>	<b>679</b>	<b>-</b>	<b>718</b>	<b>443</b>	<b>1,023</b>	<b>2,863</b>
Revenue return on ordinary activities after tax	-	-	-	-	(87)	(87)
Current period gains on disposal	-	-	-	-	20	20
Current period gains on fair value of investments	-	-	-	419	-	419
Prior years' unrealised gains now realised	-	-	-	(232)	232	-
Share capital reclassification	(611)	611	-	-	-	-
Share buyback	(5)	5	-	-	(239)	(239)
Dividend paid	-	-	-	-	(407)	(407)
<b>Balance as at 28 February 2022</b>	<b>63</b>	<b>616</b>	<b>718</b>	<b>630</b>	<b>542</b>	<b>2,569</b>

## Statement of Cash Flows

	12 months to 28 February 2022 £'000	Year to 28 February 2021 £'000
<b>Cash flows from operating activities</b>		
Return on ordinary activities before tax	352	(1,859)
Adjustments for:		
Gain on disposal of fixed asset investments	(20)	(63)
(Gain)/loss on valuation of fixed asset investments	(419)	1,815
Increase/(decrease) in creditors	-	(5)
(Increase)/decrease in debtors	(118)	20
Movement in investment debtors and creditors	107	-
<b>Outflow from operating activities</b>	<b>(98)</b>	<b>(92)</b>
<b>Cash flows from investing activities</b>		
Purchase of fixed asset investments	-	-
Sale of fixed asset investments	683	101
<b>Inflow/(outflow) from investing activities</b>	<b>683</b>	<b>101</b>
<b>Cash flows from financing activities</b>		
Share buyback	(239)	-
Dividends paid	(407)	-
<b>Total cash flows from financing activities</b>	<b>(646)</b>	<b>-</b>
<b>Increase/(decrease) in cash and cash equivalents</b>	<b>(61)</b>	<b>9</b>
<b>Opening cash and cash equivalents</b>	<b>130</b>	<b>121</b>
<b>Closing cash and cash equivalents</b>	<b>69</b>	<b>130</b>

## Notes to the Interim Report

### 1. Basis of preparation

The unaudited interim results which cover the 12 months to 28 February 2022 have been prepared in accordance with the Financial Reporting Council's (FRC) Financial Reporting Standard 104 Interim Financial Reporting ('FRS 104') and the Statement of Recommended Practice (SORP) 'Financial Statements of Investment Trust Companies and Venture Capital Trusts (revised 2021)'. Details of the accounting policies and valuation methodologies are included in the 2021 Annual Report.

### 2. Publication of non-statutory accounts

The unaudited interim results for the 12 months ended 28 February 2022 do not constitute statutory accounts within the meaning of Section 415 of the Companies Act 2006. The comparative figures for the year ended 28 February 2021 have been extracted from the audited financial statements for that year, which have been delivered to the Registrar of Companies. The independent auditor's report on those financial statements, in accordance with chapter 3, part 16 of the Companies Act 2006, was unqualified. This interim report has not been reviewed by the Company's auditor.

### 3. Earnings per share

The calculation of earnings per share for the period is based on the return attributable to shareholders divided by the weighted average number of shares in issue during the period (2022: 6,653,562 2021: 6,785,233). There are no potentially dilutive capital instruments in issue and, therefore, no diluted returns per share figures are relevant.

### 4. Net asset value per share

The net asset value per share is based on the net assets at the period end divided by the number of shares in issue at that date (2022: 6,254,596, 2021: 6,785,233).

### 5. Share Capital – Sub-division and Reclassification, and Reduction of Capital

As referred to in the Chairman's statement, each ordinary share of 10p in the capital of the Company was sub-divided and reclassified into one ordinary share of 1p and one deferred share of 9p, and then all of the deferred shares were repurchased and cancelled for the aggregate sum of 1p. The Company also bought back 530,637 shares during November and December 2021. The Company now has 6,254,596 ordinary shares of 1p each (and no deferred shares of 9p each).

### 6. Principal risks and uncertainties

The Company's assets consist of equity and fixed interest investments, cash and liquid resources. Its principal risks are therefore market risk, credit risk and liquidity risk. Other risks faced by the Company include economic, loss of approval as a Venture Capital Trust, investment and strategic, regulatory, reputational, operational and financial risks. These risks, and the way in which they are managed, are described in more detail in the Company's Annual Report and Accounts for the year ended 28 February 2021. The Company's principal risks and uncertainties have not changed materially since the date of that report although the impact of the military invasion of Ukraine by Russian forces may have a consequential impact on economic conditions globally. These may have an indirect impact on businesses in which the Company has invested, hindering growth, financing, or operations. Similarly, the threat of rising inflation may impact on the performance/profitability of our investees. Consequently, any change of governmental, economic, fiscal, monetary or political policy, and in particular any spending cuts or material increases in interest rates could affect, directly or indirectly, the performance of the Company (as a result of the performance of its underlying investments) and hence the value of, and returns from, the Company's shares.

### 7. Related party transactions

OT3 Managers Ltd, a wholly owned subsidiary, provides investment management services to the Company for a fee of 1% of net assets per annum.

Copies of this statement are available from Oxford Technology Management, Magdalen Centre, Oxford Science Park, Oxford OX4 4GA and on the Company's website.

## Company Information – Directors and Advisers

### Board of Directors

Robin Goodfellow (Chairman)  
David Livesley  
Richard Roth  
Alex Starling

### Accountants

Wenn Townsend  
30 St Giles  
Oxford OX1 3LE

### Investment Manager & Registered Office

OT3 Managers Ltd  
Magdalen Centre  
Oxford Science Park  
Oxford OX4 4GA  
Tel: 01865 784466

### Independent Auditor

Hazlewoods LLP  
Staverton Court  
Staverton  
Cheltenham  
GL51 0UX

### Company Secretary

James Gordon  
Gordons Partnership LLP  
22 Great James Street  
London WC1N 3ES

### Registrars

Neville Registrars  
Neville House  
Steelpark Road  
Halesowen B62 8HD  
Tel: 0121 585 1131

### Investment Adviser

Oxford Technology Management  
Tel: 01865 784466  
Email : [vcts@oxfordtechnology.com](mailto:vcts@oxfordtechnology.com)

### Bankers

Natwest Bank  
121 High Street  
Oxford OX1 4DD

### Legal Entity Identifier

2138008W5QZKMHHWRY76

### Legal Adviser

Hill Dickinson LLP  
50 Fountain Street  
Manchester M2 2AS

### Company Registration Number

4351474

### Website

[www.oxfordtechnologyvct.com/vct3.html](http://www.oxfordtechnologyvct.com/vct3.html)



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