Annual Report

2025

EKF Diagnostics

Contents

Financial and Operational Highlights

2025 – Key points

Financial Highlights

- Revenues of £51.6m (2024: £50.2m) – *reflecting growth in both point-of-care and Life Sciences*
- Gross profit (before exceptionals in 2024) of £26.5m (2024: £24.4m)
- Gross margins further improvement to 51% (2024: 48%)
- Adjusted EBITDA* up 9.3% to £12.4m (2024: £11.3m)
- Profit before tax of £7.1m (2024: £6.3m)
- Net cash generation from operations of £11.6m (2024: £12.2m)
- Net Cash and cash equivalents as at 31 December 2025 of £15.8m (31 December 2024: £14.3m)
  - £5m returned to shareholders through share buy-backs, continuing into 2026
  - £2.1m held by EKF's Russian subsidiary and subject to regulatory restrictions (31 December 2024: £1.3m)

** Earnings before interest, tax, depreciation and amortisation adjusted for exceptional items and share-based payments*

Operational Highlights

- Business division revenues:
  - Point-of-Care: £33.0m (2024: £31.4m) *reflecting improvements in both Hematology and Diabetes*
  - Life Sciences £17.9m (2024: £16.7m) including a 10% rise in β-HB sales
  - Other: (including Discontinued and non-core products*) £0.7m (2024: £2.1m)
- Key strategic goals met:
  - Commercial teams restructured for greater focus
  - Marketing team expanded
  - High delivery of Hematology instruments should drive future consumable consumption
  - Cuvette production capacity increase project underway

**Discontinued and non-core products include remaining sales of clinical chemistry*

At a Glance

EKF Diagnostics

Empowering Decision Making. Informing Health.

EKF Diagnostics is a global leader in point-of-care diagnostics and life sciences manufacturing, delivering advanced solutions that help professionals improve patient care and accelerate scientific discovery.

Operating in more than 120 countries, we combine innovative technologies, scalable manufacturing, and scientific expertise to support clinicians, researchers, and industry partners worldwide.

Our integrated offering spans rapid diagnostic testing and specialised bioprocessing – delivering immediate clinical insight today while supporting the breakthroughs of tomorrow.

Point-of-Care

Immediate Insight. Responsive Action.

EKF manufactures a wide range of point-of-care in vitro diagnostic (IVD) analysers and tests designed to deliver rapid, accurate results at or near the patient. Our portfolio, supported by a global network of partners, enables timely clinical decisions across blood donation services, primary care, emergency medicine, public health screenings, and community-based programmes.

Hematology: Precise point-of-care hemoglobin analysers for fast, reliable results, essential for blood screening, anaemia assessment, and public health initiatives.

Diabetes: Point-of-care analysers delivering dependable glucose, lactate, and HbA1c results to support effective diabetes management and early clinical intervention.

Life Sciences

Precision Delivery. Scalable Success.

EKF provides high-quality enzymes, reagents, and biomaterials for diagnostic, research, and pharmaceutical applications. Our precision-engineered solutions – including our globally recognise β-hydroxybutyrate (β-HB) offering – enable confident decision-making across clinical and scientific environments. With advanced fermentation and downstream processing, we deliver premium, scalable solutions engineered to meet the evolving needs of diagnostic, biotech, and pharmaceutical partners.

Precision Fermentation: Custom fermentation, bioprocessing, and contract manufacturing services enabling scalable production of high-purity biologics.

β-hydroxybutyrate (β-HB): Industry-leading β-HB solutions supporting ketone detection for the diagnosis and monitoring of diabetic ketoacidosis (DKA) and related metabolic conditions.

Together, our diagnostic technologies and life sciences capabilities create a uniquely integrated offering that supports immediate clinical decisions today and fuels scientific innovation for the future.

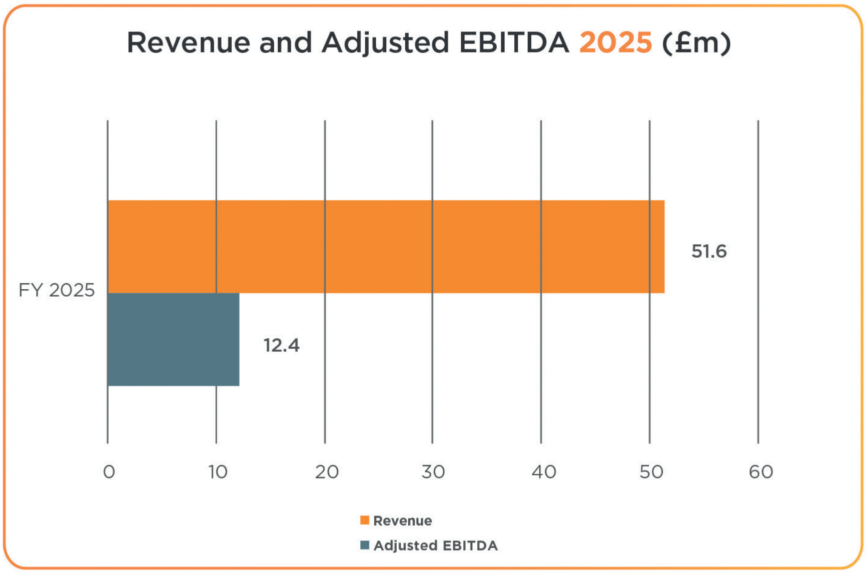
Our mission is to empower healthcare and scientific professionals with the clarity, confidence, and capabilities they need to make informed decisions that improve outcomes and advance global health.

For further information visit **www.ekfdiagnostics.com**

2025 Summary

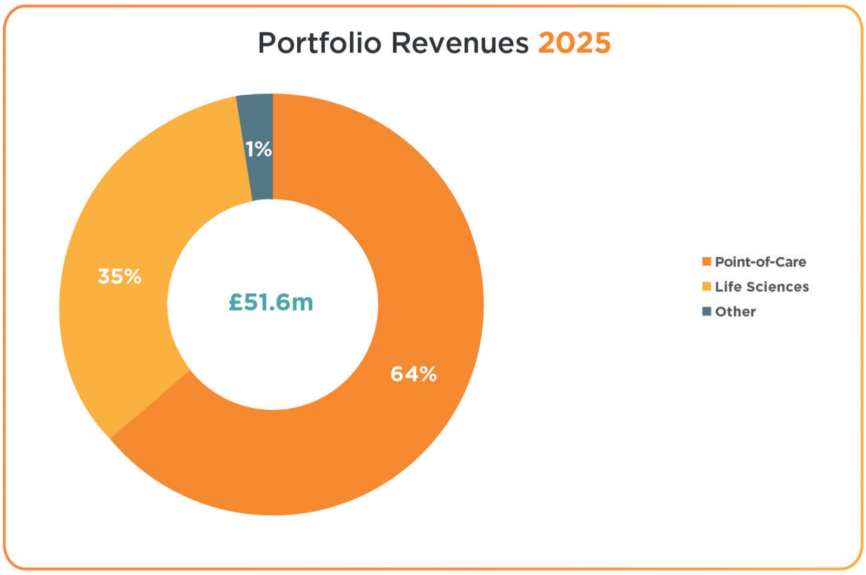
Revenue and Adjusted EBITDA 2025(£m)

	FY2025	FY2024
Revenue (£m)	51.6	50.2
Adjusted EBITDA (£m)	12.4	11.3



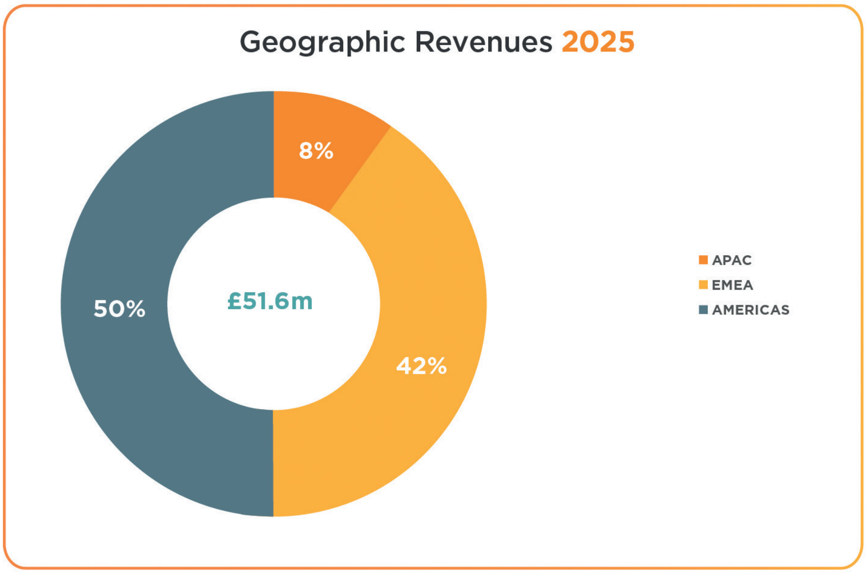
Portfolio Revenues 2025

	FY2025	FY2024
Point-of-Care (£m)	33.0	31.4
Life Sciences (£m)	17.9	16.7
Other (£m)	0.7	2.1



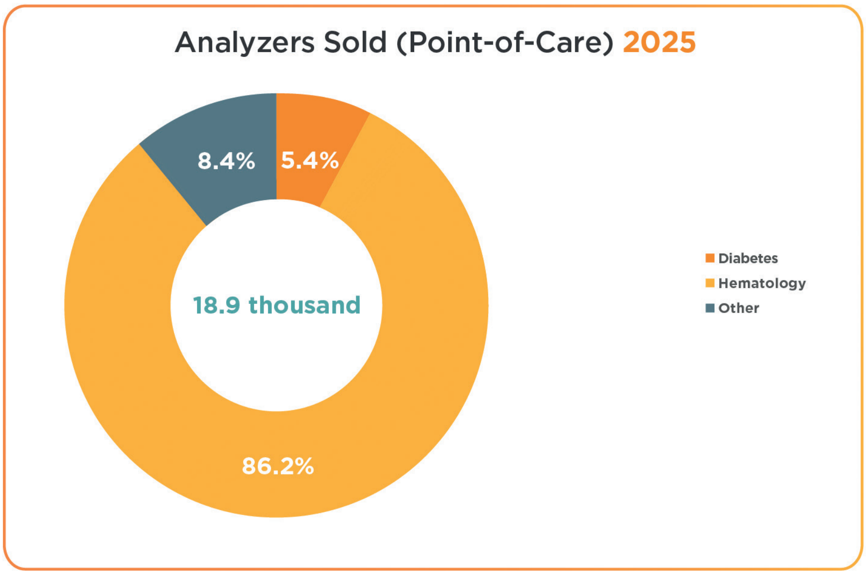
Geographic Revenues (by destination) 2025

	FY2025	FY2024
APAC (£k)	4,189	4,787
EMEA (£k)	21,400	19,983
AMERICAS (£k)	25,975	25,424



Analyzers Sold (Point-of-Care) 2025

	FY2025	FY2024
Diabetes	1,021	1,100
Hematology	16,283	9,700
Other	1,587	1,800



Better Health. Better World.

At EKF, we know the choices we make today shape the health of tomorrow. Every innovation we deliver, every partnership we build, and every action we take touches people's lives. Our commitment to patients, people, and the planet isn't an initiative – it's who we are.

We're here to make a positive, lasting impact – from reducing our environmental footprint to creating workplaces where everyone can thrive, to developing products that give healthcare providers the tools they need to deliver the best possible care.

We believe better healthcare and a healthier planet go hand in hand. These commitments are reinforced through a structured Environmental, Social, and Governance (ESG) framework that ensures we transform ambition into accountable action.

Patients: Care you can count on – today and tomorrow.

Patients are at the heart of everything we do. We work closely with healthcare providers and distributor partners to ensure our products are safe, reliable, and accessible – because good care should never be out of reach. We research underserved illnesses, keep our products affordable, and design with a closed-loop approach to reduce waste and protect the future.

People: A workplace where everyone belongs – and everyone grows.

Our people drive our progress. We're building a culture where every voice is heard, every team member feels supported, and everyone has the opportunity to thrive. From diversifying leadership to investing in skill development and education, we know that empowering people today creates stronger, fairer workplaces tomorrow.

Planet: Protecting the planet that protects us all.

We are taking meaningful action across the Group to protect the environment - from switching to renewable sources of power in the UK and reducing CO_2 emissions, to community-based sustainability initiatives in Germany and responsible resource use at our sites in the USA and Europe. Sustainability is not just part of our process - it is part of our purpose, ensuring a healthier planet for future generations.

ESG at EKF Diagnostics Holdings plc

Our ESG strategy is built on responsibility, integrity, and long-term sustainability. As outlined in the EKF ESG Value Statement, our impact on the environment, communities, and society is central to our operations. By embedding ethical conduct, responsible stewardship, and a commitment to patient care across the organisation, EKF is building a sustainable and future-ready business.

A Structured and Evolving ESG Framework

To meet increasing expectations from customers, regulators, and partners, EKF has implemented a phased ESG governance model through both the Global ESG Working Group and the senior-level ESG Committee. These structures ensure strong oversight, transparency, and strategic alignment across all regions. ESG governance ensures that our values guide everyday decision-making and long-term business planning.

Guided by the EKF Pledge

The EKF Pledge defines how we act and engage with each stakeholder group:

- **Team Members:** A safe, inclusive, and supportive environment with opportunities for growth.
- **Customers & Patients:** Safe, effective, innovative diagnostics delivered with consistency and care.
- **Governing Bodies:** Transparent, compliant, and responsible corporate citizenship.
- **Collaborators:** Long-term partnerships built on integrity and open dialogue.
- **Environment:** Responsible stewardship – reducing emissions, conserving resources, and minimising waste.
- **Shareholders:** Strong governance, long-term value creation, and consistent performance.

Building a Comprehensive View of ESG Activities

We continue to catalogue ESG-related activities across all sites – from formal initiatives to day-to-day operational actions such as reducing waste, improving recycling, sustainable procurement, and community engagement. Capturing these efforts strengthens cross-site learning, transparency, and accountability.

Preparing for Future ESG Objectives

Our long-term 2030 ESG Objectives – spanning carbon reduction, responsible supply chains, equitable healthcare access, and ethical governance – provide strategic direction. Sites are currently developing 2026-focused KPIs to bridge ambitions with actionable delivery, helping ensure realistic progress supported by credible measurement.

Strengthening Processes, Transparency, and Reporting

A formal ESG Standard Operating Procedure (SOP) is being finalised to standardise the proposal, evaluation, approval, and monitoring of ESG initiatives. This framework supports financial oversight, global consistency, and improved transparency. As external ESG reporting expectations grow, our structured process ensures we can respond confidently with reliable and accurate information.

Embedding ESG Into the EKF Culture

ESG is not a standalone programme – it is part of our cultural identity. Employees are encouraged to identify and champion ESG opportunities across their daily work. This mindset, aligned with the EKF Pledge, fosters shared responsibility, community impact, and continuous improvement.

Looking Ahead

As our ESG maturity continues to grow, EKF remains committed to integrity, transparency, stewardship, collaboration, and improving patient care. Our work today is laying the foundation for a fully integrated ESG strategy that creates long-term value for the people we serve, the communities we support, and the planet we depend on.

Strategic Report – Chief Executive Officer's Statement

The 2025 full-year results demonstrate the establishment of our five-year strategic development plan, with a continued focus on simplification of the business, building a strong base for strategically important product groups and services, while moving away from non-core, low margin products.

This resetting of the base has delivered moderately higher revenues of £51.6m (FY 2024: £50.2m), with a significant improvement in gross margins due to the completion of the removal of low margin product groups. This is also reflected in a 9.3% increase in adjusted EBITDA to £12.4m (FY 2024: £11.3m) demonstrating that whilst the lower margin product groups were making a contribution to revenue, they were not supporting the overall profitability of the business. Cash generation has remained positive, enabling an extension to our share buy-back scheme throughout the year delivering additional value to shareholders, at a time where the valuation of the business does not appear to track with the improved performance.

In my first year as CEO, I have made the strategy of the business going forward very clear, both externally and internally. This has been effective in providing clarity of vision and focus to key priorities, and has allowed a greater level of understanding than we have seen previously. We have seen gains in the areas of strategic development; whilst these will take time to develop over the remaining years of the plan, we have made good progress in establishing the foundations of business which we know will deliver significant growth, cash generation, and profitability over time.

Review of 2025 business and products performance

We continue to report our results across our two business categories, with a focus on core products and services. A geographic summary of the results is shown in the CFO's report. Discontinued and non-core revenue lines have been moved into the "Other" category as part of our product portfolio rationalisation strategy as we aim to deliver further margin improvement across the Group.

The two categories can be summarised as:

- **Point-of-Care** – supplying analysers and consumable products in the key areas of Hematology and Diabetes
- **Life Sciences** – offering contract fermentation services for clinically important enzymes and proteins, and the manufacture of Beta-Hydroxybutyrate (β-HB), used as a quantitative ketone test to identify patients suffering from diabetic ketoacidosis, as well as in many other clinical applications.

Divisional revenues for the 12 months ended 31 December

£ millions	2025	2024
Point-of-Care (POC)	**33.0**	**31.4**
POC: Hematology	16.6	15.8
POC: Diabetes	12.1	10.9
POC: Other	4.3	4.7
Life Sciences	**17.9**	**16.7**
Life Sciences: β-HB	13.8	12.5
Life Sciences: Fermentation sales	2.6	2.7
Life Sciences: Contract Manufacturing	1.5	1.5
Other*	**0.5**	**1.0**
Discontinued Product Lines	**0.2**	**1.1**
Total Revenues	**51.6**	**50.2**
Total Revenues excluding discontinued product	51.4	49.1

* *Other revenue relating to non-core products and freight. Discontinued product lines includes clinical chemistry*

Note:

POC: including discontinued	33.2	32.5
Life Sciences:	17.9	16.7
Other:	0.5	1.0
Total	**51.6**	**50.2**

Strategic Report – Chief Executive Officer's Statement

(continuation)

(1) Point-of-Care

EKF continues to hold a strong position in the Point-of-Care ("POC") market. In 2025, we sold over 16,000 Point-of-Care analysers, resulting in sales of almost 90 million individual test consumables.

A key element of our strategic development plan is to grow the existing Hematology business. In order to achieve this, it is imperative that we seed the market with analysers, which is exactly what we achieved in FY 2025, with over 15,000 Hematology analysers sold (2024: over 9,000). It is this level of commitment and investment from our distribution partners that has led to a 5% increase in the Hematology business in 2025 and should drive further consumable consumption in years to come. Whilst in previous years the Diabetes market seemed to contract and then stabilize, we are now starting to see green shoots of growth in glycated Hemoglobin (HbA1c) testing.

(2) Life Sciences

Revenues from our Life Sciences division grew by 7%, driven heavily by a 10% increase in β-HB sales, key to which has been the growth in our white label product contracts with Thermo Fisher Scientific and Cardinal Healthcare for β-HB LiquiColor®.

Fermentation and Contract Manufacturing have remained broadly flat in 2025, but this does not truly represent the progress that has been made with onboarding new clients and developing the business with existing clients. One of the key elements of the strategic development plan is to transform our Life Sciences operation into a truly world class Contract Development and Manufacturing Organisation (CDMO). Whilst we are not there yet, we do now have a path to achieving this, including structuring our offering to be more attractive to significant players in Pharma, Biotech and Diagnostics.

Cash

Cash generation continued to be strong. Cash as at 31 December 2025 was £15.8m (31 December 2024: £14.3m), after the deployment in 2025 of £5.0m of on-market purchases in the share buy-back programme and investment for growth that is part of the five-year strategic development plan.

Russia

We continue to supply tests to Russia through our 60% owned subsidiary. Whilst sanctions are still in place, we have been able to reach agreement to ship a wider range of our medical use products, enhancing our sales within the region. This agreement, as well as an improved currency rate has led to an increase in restricted cash balances of £2.1m as at 31 December 2025 (£1.3m as at 31 December 2024). During the year £0.5m (2024: £0.5m) cash has been received by our German subsidiary through dividends from Russia.

Middle East

We have customers across the Middle East and North Africa (but not Iran), as well as an employee based in the area. At present we are not aware of any issues affecting us caused by the current conflict, either from military action or economic effects, however we are watching the unfurling situation closely.

Five-year strategic development plan

Commercial focus delivers on accelerated organic growth

One of the first pillars identified of the five-year strategic development plan was the need to restructure the commercial teams to deliver greater focus in those product areas of strategic importance. I am pleased to confirm this process is now mostly complete, with a clear separation between the Life Sciences and Point-of-Care commercial teams, principally in the US, already delivering growth as demonstrated by the 10% increase in β-HB sales in 2025. In addition to the sales teams, we have expanded our Marketing functions both centrally and at each of our main facilities allowing us to drive further engagement in each of our strategic areas of growth.

Investment in Operational Excellence to increase capacity

Whilst we significantly increased our POC Hemoglobin analyser output in 2025, achieved through a combination of efficiency improvements and sub-assembly outsourcing, investment in our POC Hemoglobin production capacity is also required. The project to increase capacity was kicked off in 2025, this continuous programme will run through 2026 and into 2027, with the aim of increasing our Hemo Control consumable production by 30%. Not all our CapEx projects in 2025 ran to the planned timeline, meaning there will be some carryover into 2026, but we are confident that we can accelerate these projects, keeping up with demand.

Product Development to build for the future

Significant progress was made in product development programmes in 2025, focused on updating our class-leading β-HB LiquiColor® chemistry reagent, and in the exciting area of handheld multi-analyte POC testing. We recognise that to take full advantage of our strong market position in both areas, we have to invest further in product development, ensuring we maintain and grow that market position. As part of this we switched analyte focus on our handheld multi-analyte POC testing product, and as a result chose to accelerate amortisation of the capitalised cost of earlier work on it. We expect to see significant product launches through 2027 and 2028, adding to our product portfolio with clear consideration for our core strengths and strategic direction.

Strategic Report – Chief Executive Officer's Statement

(continuation)

Growth Strategy

POC Hematology

Key to accelerating the organic growth of the business is to capture more of the global POC Hematology market. To achieve this it is imperative that we build and place more analysers than we have in previous years. We are pleased to report that in 2025 we have seen a significant increase versus 2024 in our Hemo Control and DiaSpect Tm analyser placement with key partners around the world. Whilst it does take time for these analysers to be operating at their full capacity, it's this seeding of the market that will deliver an uplift in high margin consumable usage in the coming years. Solid progress has been made in the US POC Hemoglobin market, with a dedicated sales team focused entirely on delivering in the strategically important growth areas of blood banks, plasma centres and Women Infants & Children (WIC) centers and other Public Health settings. Whilst 2025 was focused on establishing a good foundation in this area through relationship building and product evaluations, we will see this bear fruit in 2026.

Outside of the US, we have focused on growing access to anemia testing programmes in EMEA, and LATAM, signing extended and new contracts in Peru, Uganda and Kenya. This expansion will continue as we build the team to further support anemia prevention programmes across Africa, where the African Union has launched the *Strategic Framework for Anemia Prevention in Africa* which aims to halve anaemia rates by 2035[1]. A key element to this framework is to focus on targeted interventions through prevention, **diagnosis**, and management of anemia in women, adolescent girls, and children, a strategy that aligns with the World Health Organization (WHO) global approach to anemia prevention.

Life Sciences

We have demonstrated that the decision to build a commercial team focused entirely on β-HB sales in the US has delivered the growth predicted, achieving £13.8m in 2025 (FY 2024: £12.5m), supported in no small part by our key distributors in the region with their own white labelled version of our product. We are confident in this trend continuing as we build on the strong foundations in 2025 with even more focus on those hospital groups that have yet to convert to our product, still using outdated technology.

Whilst remaining broadly flat, our Contract Manufacturing and Fermentation services have developed new opportunities, and although some partners dropped off due to business decisions outside of EKF's control, we have seen significant growth in long-term partners, as well as new business from significant players in the field. We still have capacity to fill in our fermentation facility but this is one of the strengths of our offering. Other facilities are not able to offer this same level of focus and support, this is now starting to show real benefits as we bring in new partners with a view to onshore their enzyme production in the US.

Achievements of the Five-Year Strategy for Sustainable Growth

- **Transform EKF Life Sciences into a world class Contract Development and Manufacturing Organization (CDMO)** – Strategy and service offering refocused to clearly align with Pharma and Biotech client requirements, in addition to an expanded diagnostic enzyme offering

- **Product improvement** – Capacity increase planning in Hematology implemented, in addition to product updates in β-HB to deliver best-in-class and enhance our ability to compete at the highest level by 2027

- **New product development** – Positive progress in development of new products and technologies in multianalyte Point-of-Care testing by 2028

- **Focus on Hematology** – Increased commercial support and access to the US blood bank market, whilst expanding new territory opportunities in Asia Pacific, Africa & Latin America leading to a significant uplift in analyser installation

Outlook

The 2025 results establish a strong foundation for the Five-Year Strategic Development plan, providing EKF a positive base from which to push further into new markets with a simplified product offering and greater commercial focus on the areas of strategic importance.

The trajectory for EKF has been clearly mapped to deliver further improvements in margin, revenue and EBITDA. Operational cash generation remains at a high level, and this shall be utilised to thoughtfully invest in those areas that will further build on the requirements of the strategy, and deliver long term shareholder value.

We remain committed to establishing EKF as a true leader in Hemoglobin POC testing and Life Sciences, further developing the business through organic growth with a strong focus on profitability improvement and sustainable investment.

Gavin Jones
Chief Executive Officer

24 March 2026

[1] – African Union announces Continental Framework for tackling Anaemia in Africa at heads of state summit in Addis Ababa. African Union (AU). 14 February 2025

Strategic Report – Chief Financial Officer's Review

Revenue

In 2025 Revenue was £51.6m (FY 2024: £50.2m), an increase of 2.8% on the prior year. The increase is largely driven by Point-of-Care (POC) revenue outside the USA and β-HB sales inside the USA. At constant 2024 exchange rates, revenue for the year would have been £51.7m.

Revenue and adjusted EBITDA by geographical segment based on the legal entity locations from which sales are made, is as follows:

	2025		2024	
	Revenue £'000	Adjusted EBITDA* £'000	Revenue £'000	Adjusted EBITDA* £'000
Germany	22,147	6,223	20,671	5,588
USA	25,155	8,839	26,166	8,748
UK	-	(3,891)	-	(3,925)
Russia	4,262	1,217	3,357	925
Total	**51,564**	**12,388**	**50,194**	**11,336**

** Adjusted EBITDA excludes exceptional items and share-based payments.*

Commentary by geographical segment:

Germany – Increase in revenue primarily due to higher revenues for Hemo Control and Quo-Lab. This improvement in revenue enhanced the adjusted EBITDA generating £6.2m in 2025 (2024: £5.6m).

USA – A further increase in β-HB sales offset by reduced revenues following the discontinuation of clinical chemistry products. The higher margins driven by this product mix shift led to an increase in adjusted EBITDA generating £8.8m in 2025 (2024: £8.7m).

Russia – A strong result driven by increases in sales of Biosen, Quo-Lab and Hemo Control, largely as a result of more favourable exchange rates, and leading to an increase in adjusted EBITDA. EKF's Russian entity is 60% owned by the Group with 100% of its results consolidated, with the non-controlling interest shown separately in the income statement and statement of financial position.

Russia Update

During 2025, EKF continued to supply essential medical products to its 60%-owned Russian subsidiary, in compliance with current international sanctions guidance and following regular management review. The effect of sanctions and Russian Government retaliation has stabilised during the year, and it has been possible to continue the distribution of limited cash dividends. It remains unclear how long this will be able to continue. As at 31 December 2025, cash held in Russia totalled £2.1m (31 December 2024: £1.3m).

Management continues to assess the situation in Russia and is mindful of the continuing financial and operational challenges.

Gross profit

Gross profit was £26.5m (2024: £24.1m), which represents a gross margin of 51% (2024: 48%). The further margin improvement was largely the result of higher β-HB sales and the discontinuation of the low margin clinical chemistry business. Our US point-of-care business is predominantly based on goods imported from Germany, and the introduction of higher tariff levels from May 2025 on such goods has reduced margins in 2025 by £0.3m, as our customer pricing is generally set by long term contracts. It is difficult to assess the likely effects of this in future periods because of the uncertainty of ongoing tariff levels.

Administration costs and research and development

Administration costs excluding exceptional items have increased to £19.7m (2024: £18.1m), which includes an increase in R & D costs driven by higher investment and accelerated amortisation on some projects.

Research and development costs included in administration expenses were £3.3m (2024: £1.5m) which includes the effect of accelerating amortisation on certain R & D assets totalling £1.4m. This mainly arose because of a change of strategy. In addition £0.7m (2024: £0.5m) was capitalised as an intangible asset, resulting from our development work to broaden and improve our product portfolio (including our EKF Link data management platform), bringing gross R & D expenditure for the year to £4.0m (2024: £1.9m). The charge for depreciation of fixed assets and amortisation of intangible assets increased to £5.4m (2024: £4.7m). The increase was mainly the result of the accelerated amortisation of R & D projects, offset by lower depreciation on land and buildings.

Operating profit and adjusted earnings before interest, tax, depreciation and amortisation

The Group generated an operating profit of £7.0m (2024: £6.3m). This was mostly due to the effect of the improved margins. We continue to consider that adjusted earnings before interest, tax, depreciation and amortisation, share-based payments and exceptional items (adjusted EBITDA) is a better measure of the Group's progress as the Board believes it provides a clearer comparison of the underlying operating performance between periods. In 2025 we achieved adjusted EBITDA of £12.4m (2024: £11.3m), an increase of 9.3%, due to higher gross margins. The calculation of this non-GAAP measure is shown on the face of the income statement. In 2024 it excluded the effect of exceptional costs of £0.4m from the write down of inventory relating to our clinical chemistry product line. There were no exceptional costs in 2025.

Finance costs

Net finance income rose to £0.1m (2024: £nil). Despite achievable financial returns on the Group's cash balances remaining very low, interest received on cash balances held outside Russia has improved, while finance costs have reduced following the repayment of all bank borrowing in 2024.

Tax

There is an income tax charge of £4.6m (2024: credit of £0.3m). The effective tax rate is 64% (2024: credit of 5%). In recent years we have benefited from the tax effect of accelerated depreciation on fixed assets in the USA leading to a substantial refund and tax losses which have now largely been utilised.

Strategic Report – Chief Financial Officer's Review
(continuation)

Going forwards despite ongoing tax management we expect to see higher effective tax rates in both Germany and the USA than in 2024 as the opportunities for further tax planning have reduced, in addition to the effect of systematic unutilised tax losses in the UK. We do however expect the ongoing group tax rate to be lower than in 2025. This year we have provided for £1.3m of tax in Germany relating to transfer pricing and licence payments in current and previous years. Discussions with the German tax authorities on both the applicability and quantum of these continue.

Dividend and share buy back

Based on the potential need for continued modest investment in the growth of our core areas the Board has previously decided that it would be prudent to pause dividend payments and to enhance shareholder value mainly through growth. The Board will consider restarting dividends if this makes commercial and economic sense.

The Group has returned £5.0m to shareholders during 2025, acquiring 19,903,452 of its ordinary shares during the year, representing 4.4% of the issued share capital at 31 December 2024.

Balance sheet

Property plant and equipment and right-of-use assets

Additions to fixed assets were £1.6m (2024: £3.1m). The expenditure was split between our German and USA facilities. As part of the Group's five year strategic plan, planned capital expenditure over the next three years is expected to increase.

Intangible assets

The carrying value of intangible assets has decreased, from £28.9m at the end of 2024 to £27.9m as at 31 December 2025. This is largely due to the accelerated amortisation of certain R & D projects as a result of a change in strategy.

Investments

We continue to hold small investments in Verici Dx plc, Epinex, LLC, and Llusern Scientific Limited. The investment in Epinex has been impaired in full during the year. As a result the combined carrying value as at 31 December 2025 has reduced to £0.1m (2024: £0.2m).

Cash and working capital

Group cash has increased to £15.8m from £14.3m. Excluding cash held in Russia which is restricted, the cash balance is £13.7m (2024: £13.0m). The unused loan facility from HSBC UK plc which was a £3m revolving credit facility has been cancelled. Cash generated by operations is £11.6m (2024: £12.2m). Investment has been made in the acquisition of fixed assets (£1.5m excluding IFRS 16 leases).

The Company's funding line with North Atlantic Smaller Companies Investment Trust PLC ("NASCIT") expires on 26 March 2026 and is not expected to renew. Christopher Mills, Non-executive Director of the Company, sits on the Board as Chief Executive Officer of NASCIT and is a substantial shareholder of both the Company and the lender. This is a committed facility for a maximum value of £3.0m which, as at the year end and the date of this statement, is not drawn down. The direct and indirect shareholdings of Mr. Mills in the Company include those of the North Atlantic Smaller Companies Investment Trust PLC.

The lending facility is available for three years from the date of signature in March 2023 and any amounts drawn down carry interest at 2.5% above the Bank of England base rate from time to time, payable quarterly in arrears. Any loan under the facility is required to be fully repaid at the end of the facility term. An arrangement fee of £25k was paid to NASCIT in connection with the facility being made available.

As a Substantial Shareholder (as defined in the AIM Rules), the arrangement of the debt facility with NASCIT represented a related party transaction pursuant to AIM Rule 13. In accordance with AIM Rule 13, the independent Directors of EKF (being the Directors of the Company other than Christopher Mills), consulted with Singer Capital Markets as the Company's nominated adviser, and disclosed (prior to entry into the facility agreement) that they consider the terms of that agreement are fair and reasonable in so far as shareholders are concerned.

Going concern

The Directors have considered the applicability of the going concern basis in the preparation of these financial statements. This included the review of internal budgets and financial results covering the period to June 2027 which show that, even taking into account severe but plausible changes in financial performance, the Group will be able to meet its liabilities as they fall due throughout the going concern period. In making this assessment the Directors continue to consider all options for maximising shareholder value.

While the Company has net current liabilities, the majority of liabilities are with controlled companies where the timing of outflows and the ability to extract further cash from them are controlled by the Company.

The Directors have modelled a range of sensitivities from the base internal Budget including lower revenues, the potential effect of changes in trading relationships with the USA, and continued restrictions in Russia in relation to accessing cash.

Considering the range of sensitivities which account for a severe downturn versus expectation in 2026, plus the range of mitigation options available, the business demonstrates sufficient headroom giving the Directors confidence that the business can continue to meet its obligations as they fall due, even under the worst-case scenarios, for at least 12 months from the date of this report. Accordingly, the Directors are satisfied they can prepare the financial statements on a going concern basis.

Stephen Young
Chief Financial Officer

24 March 2026

Strategic Report – Board of Directors

Executive Directors

Julian Baines MBE

Executive Chair

Julian was Group CEO of BBI where he undertook a management buyout in 2000, a flotation on AIM in 2004 and was responsible for selling the business to Alere Inc. (now part of Abbott Laboratories) in 2008 for circa £85 million. Julian founded and was CEO of the EKF Group from its inception in 2009 until 2021, during which time he successfully completed a number of fund raisings and the acquisition and subsequent integration of eight businesses in seven countries. In 2016 he was awarded an MBE for services to the life sciences industry. From 2021 Julian served as Non-executive Deputy Chair before returning to an executive position with the Group in January 2023. Julian is also Chair of Verici Dx plc and Renalytix plc.

Gavin Jones

Chief Executive Officer (appointed 25 March 2025)

Having joined EKF in 2013 as a Product Manager, Gavin was appointed as Chief Executive Officer in March 2025. Before joining EKF, Gavin held roles at Biotage AB, PCI (then trading as Penn Pharma) and the Forensic Science Service, initially starting out in the laboratory but quickly transitioning to product strategy and innovation and gaining extensive industry experience in analytical chemistry and diagnostics.

Following promotion to Head of Product Management and then Chief Product Officer, Gavin led the Product Management, R&D, Marketing and Regulatory departments, bringing new and updated products to market, delivering on enhanced connectivity solutions and user-friendly design to meet evolving customer needs. His expertise spans commercial strategy, business development, and product lifecycle management, contributing to significant growth in global healthcare markets.

Gavin holds a BSc (Hons) Forensic and Biomolecular Science degree from Liverpool John Moores University and has a track record of driving product innovation and operational excellence.

Stephen Young

Chief Financial Officer

Steve is an experienced Finance Director and CFO. In September 2023 he joined the Company from Trellus Health plc where he had served as Interim Chief Financial Officer in a non-board capacity, since August 2022.

Prior to working with Trellus, Steve served for thirteen years as CFO and Company Secretary of Axiom Manufacturing Services Limited, a contract electronic manufacturer. Having joined in 2009 when Axiom generated around £12m in revenue and was loss making, he supported the restructuring of the business, achieving over £62m turnover in 2020.

In addition to this, Steve has experience with AIM-quoted businesses having served as Interim CFO at Pure Wafer plc and, before this, at BBI Holdings plc which was admitted to AIM in 2004. During Steve's seven year tenure at BBI he reported to EKF Executive Chair Julian Baines when he was CEO of BBI. Steve is a member of the Chartered Institute of Management Accountants (CIMA).

Strategic Report – Board of Directors (continuation)

Non-Executive Directors

Christopher Mills

Non-executive Director

Christopher founded Harwood Capital Management in 2011, a successor to its former parent company J.O. Hambro Capital Management, which he co-founded in 1993. He is Chief Executive and Investment Manager of North Atlantic Smaller Companies Investment Trust plc and Chief Investment Officer of Harwood Capital LLP. He is a Non-Executive Director of a number of companies including Renalytix plc. Christopher was a Director of Invesco MIM, where he was Head of North American Investments and Venture Capital, and of Samuel Montagu International.

Christian Rigg

Senior Independent Non-executive Director

Chris Rigg is a chartered accountant who has significant executive experience at both public and private companies. He is Chief Executive Officer of PAM Group, a private equity backed healthcare business. He was formerly the Chief Executive Officer of Project Galaxy UK Topco Limited (the holding company of Mandata Holdings Limited) which was sold in 2021 for £82m and he was also formerly a Non-executive Director of the main market listed Sportech plc. Chris previously held the positions of Chief Financial Officer and latterly Chief Executive Officer at Quantum Pharma plc, which, under his stewardship, was refinanced and implemented a new strategy facilitating growth and leading to its acquisition by Clinigen Group plc for an enterprise value of £160 million.

Chris is chair of the Audit & Risk Committee and a member of the Remuneration & Nominations Committee.

Jennifer Winter

Independent Non-executive Director

Jenny has over 20 years' experience across a broad variety of healthcare organisations ranging from small not-for-profit companies to large corporates. Jenny is currently Chief Executive Officer of AIM listed Animalcare Group plc (AIM: ANCR) where she is successfully executing on the business's long-term growth strategy, against a backdrop of very challenging market conditions. Before joining Animalcare Group plc in October 2018, Jenny was Vice President of Respiratory products – Global Supply Chain and Strategy at AstraZeneca, a position she held from 2015. Jenny has a BSc in Physiology and Pharmacology from the University of Southampton.

Jenny is chair of the Remuneration & Nominations Committee and a member of the Audit & Risk Committee.

Strategic Report

for the year ended 31 December 2025

The Directors present their Strategic Report for the year to 31 December 2025.

Review of the business

A review of the business is contained in the Chief Executive Officer's Statement on pages 8 to 10 and the Chief Financial Officer's Review on pages 11 to 12.

We recognise that effective risk management is essential to the successful delivery of the Group's strategy. As our business continues to develop we believe it is important to expand and enhance our risk management processes and control environment on an ongoing basis to ensure it remains fit for purpose by maturing our approach to identifying and managing risks across the Group in a consistent and robust manner.

Below we describe our risk management approach, the principal risks and uncertainties faced by the Group and the controls in place to manage them.

Overview of risk management approach

Each business area is responsible for identifying, assessing and managing the risks in their respective area on a periodic basis. Risks are measured against a defined set of criteria, considering likelihood of occurrence, and potential impact. The Executive Board members also conduct a strategic risk identification and assessment exercise to identify risks, including those that could impact the business model, future performance, solvency or liquidity. This risk information is combined with a consolidated view of the business area risks. The most significant risks identified are included in our Group Risk Profile, which is reported to the Executive Board for review and challenge, ahead of it being submitted to the Group Board for final review, challenge and approval. The Board has the overall accountability for ensuring that risk is effectively managed across the Group and therefore ensuring that it is comfortable with the nature and extent of the principal risks faced in achieving its strategic objectives.

Principal risks and uncertainties

Set out below are the principal and emerging risks which we believe could materially affect the Group's ability to achieve its financial and operating objectives and control or mitigating activities adopted to manage them. The risks are not listed in order of significance.

Key employees

Lack of retention of key employees affects the continuity and effectiveness of on-going relationships with key customers and suppliers.

This risk is minimised by ensuring that at least two individuals manage every relationship with key customers and suppliers. In addition, in retaining the key employees, incentivisation packages are offered through a mixture of sales commission, and bonuses. Main Board Directors are incentivised as detailed in the Directors' Remuneration Report. There has been no change in the level of this risk in the last 12 months.

Political risk

A significant proportion of the Group's revenues are accounted for by agreements in developing countries. Any instability in these countries could meaningfully affect the operations and the revenue of the Group. In particular the Group has revenues from customers in Russia and an entity based there. As a result of the sanctions imposed on Russia by the EU, the USA and other countries, there are enhanced risks in respect of our Russian entity, including credit risk to cash balances, its ability to collect debtors, our ability to import products into Russia, and our ability to receive cash from them through dividends. While relatively more stable recently, the situation in Russia may change rapidly and mitigation of these risks is difficult, however we maintain frequent communications with our senior management in the country who have a good knowledge of operating there in difficult circumstances. In addition we have disregarded sales from this region in our growth forecasts.

We have customers across the Middle East and North Africa (but not Iran), as well as an employee based in the area. At present we are not aware of any issues affecting us caused by the current conflict, either from military action or economic effects, however we are watching the unfurling situation closely.

The Group has significant operations in the United States and imports instruments and consumables into the USA from the EU for sales within that and other regional countries. The US Government has enacted increased tariffs on EU imports as well as threatening additional measures which may have a significant effect on our competitiveness in this market. While certain tariffs have been struck down by the US Supreme Court, these have been replaced by others. The Group is carefully monitoring the situation, and if necessary will supply to other countries direct rather than through the US and consider other actions to mitigate the effect.

The Group spreads the risk through seeking a portfolio of diversified revenue streams geographically with a mixture of distribution partners in developing and developed countries.

The level of this risk has increased in the last 12 months.

Regulatory risk

There can be no guarantee that any of the Group's products will be able to obtain or maintain the necessary regulatory approvals in any or all of the territories in respect of which applications for such approvals are made. Where regulatory approvals are obtained, there can be no guarantee that the conditions attached to such approvals will not be considered too onerous by the Group or its distribution partners in order to be able to market its products effectively. The Group

Strategic Report (continuation)

for the year ended 31 December 2025

seeks to reduce this risk by manufacturing the products to recognised standards, by keeping appraised with changes in the standards geographically, by seeking advice from regulatory advisers, consultations with regulatory approval bodies and by working with experienced distribution partners.

The Group's operations are covered by the In Vitro Diagnostic Regulation (IVDR) which affects all our products produced or sold in the EU. We have adapted to the significant changes the IVDR brings such that we are ready to meet the immediate requirements, and have a defined plan for the amended transitional provisions.
There has been no change in the level of this risk in the last 12 months.

Competition risk

Due to the Group's current and future potential competitors, such as major multinational pharmaceutical and healthcare companies, having substantially greater resources than those of the Group, the competitors may develop systems and products that are more effective or economic than any of those developed by the Group, rendering the Group's products obsolete or otherwise non-competitive. The Group seeks to mitigate this risk by securing patent registration protection for its products where appropriate, maintaining confidentiality agreements regarding the Group's know-how and technology, monitoring technological developments and by selecting leading businesses in their respective fields as distribution partners capable of addressing significant competition, should it arise. There has been no change in the level of this risk in the last 12 months.

Intellectual property risk

The commercial success of the Group and its ability to compete effectively with other companies depends, amongst other things, on its ability to obtain and maintain patents sufficiently broad in scope to provide protection for the Group's intellectual property rights against third parties and to exploit its products. The absence of any such patents may have a material adverse effect on the Group's ability to develop its business.

The Group mitigates this risk by developing products where legal advice indicates patent protection would be available, seeking patent protection for the Group's products, maintaining confidentiality agreements regarding Group know-how and technology and monitoring technological developments and the registration of patents by other parties.

The commercial success of the Group also depends upon not infringing patents granted, now or in the future, to third parties who may have filed applications or who have obtained, or may obtain, patents relating to business processes which might inhibit the Group's ability to develop and exploit its own products.

There has been no change in the level of this risk in the last 12 months.

Foreign exchange risk

The Group has transactional currency exposures as the majority of revenues and expenditure are denominated in foreign currencies. Fluctuations in exchange rates between the Company's functional currency of Sterling and the currency of the overseas operations could adversely impact the financial results. In most cases the Group matches the currency receipts and expenditure of the overseas operations. The Group also endeavours where appropriate to match the foreign currency assets of the foreign operations by funding through borrowings and loans denominated in the currency of the overseas operations, and to negotiate currency protection in major contracts.

There has been no change in the level of this risk in the last 12 months.

Reimbursement levels

There is no guarantee that the Group may be able to sell its products or services profitably if the reimbursement level from third party payers, including government and private health insurers, is unavailable or limited. Third party payers are increasingly attempting to contain health care costs through measures that could impact the Group including challenging the prices charged for health care products and services, limiting both coverage and the amount of reimbursement for new diagnostics products and services, and denying or limiting coverage for products that are approved by the regulatory agencies but are considered experimental by third party payers.

The Group understands that due to third party dependency it is extremely difficult to eradicate this risk. However, the Group manages this risk with constant dialogue and educating the third party payers on the Group's products and also developing new technologies in order to seek additional reimbursements.

There has been no change in the level of this risk in the last 12 months.

Cyber security risk

The Group uses computers extensively in its operations and has an online presence but trades online through a third party. It is at risk of attack through hacking or other methods. This risk is mitigated by the use of robust security measures, staff training, and back-up systems. Formal procedures are in place where necessary, and in the UK is certified to Cyber Essentials Plus.

The level of this risk has not changed in the last 12 months.

Strategic Report (continuation)

for the year ended 31 December 2025

Climate change risk

Climate change means we may face physical risks such as more frequent or severe weather events; transitional risks such as increased regulatory requirements from our customers or that a move towards a greener economy could mean the Group might face reductions in asset values or higher costs of doing business. Equally the response to climate change may lead to new, but not yet identified, opportunities for the Group. While the potential economic effect on the Group is uncertain, the Group does not believe its operations are materially at risk. The Group seeks to manage this risk by monitoring events and taking mitigating actions if necessary. More information on our response to climate change risks is shown in the Environment section of this Report on page 18.

The level of this risk has not changed in the last 12 months.

Review of strategy and business model

The Board of Directors judge the Company's financial performance by reference to the internal budget which it establishes at the beginning of each financial year.

EKF's strategy is to create a global, world class, IVD business through organic growth and strategic partnerships, concentrating on hematology and ketone testing, while developing our enzyme business. We have identified and acquired businesses in these areas with strong product lines and distribution networks which can benefit from better, more professional management, greater resources, and from the synergistic benefits of being part of a larger group.

We sell worldwide to around 120 countries. In many territories we sell through local distributors, however where appropriate we sell direct to end users which include hospitals, laboratories, and government agencies. Our distributors are supported by a network of regional sales managers and by product managers who are specialists in our product range. We manufacture the majority of the products we sell ourselves, but also distribute a number of carefully chosen products on behalf of others. We have product support centres in the USA and Germany.

Within its point-of-care business the Group works mainly on the principle of providing value priced instrumentation which generates long-term revenue streams from the subsequent delivery of consumables. The Group has an existing portfolio of technologies which produce revenues and will add technologies which are strategically appropriate to this portfolio should they become available and providing the additions make economic sense.

Future outlook

The Chief Executive Officer's Statement on pages 8 to 10 gives information on the future outlook of the Group, including the main trends and factors likely to affect its future development.

Key Performance Indicators (KPIs)

The key performance indicators currently used across the Group are revenue, gross profit, adjusted EBITDA and cash and working capital. Local entities also use a variety of non-financial measures for measuring their own performance. KPIs are discussed in more detail in the Chief Financial Officer's review on pages 11 to 12.

Environment

The Directors consider that the nature of the Group's activities is not inherently detrimental to the environment. The Group is committed to minimising any effect on the environment caused by its operations.

Primary responsibility for governance of the Group's response to climate change lies with the Board, which sets the strategy for managing associated risks in association with the Group's senior management. Senior management are responsible for identifying, assessing, and managing climate change risks and opportunities, and for determining processes and actions that need to be taken to manage and report on that risk. The Group's response is developing in line with, and where appropriate ahead of government requirements and is the responsibility of a team of senior managers. Part of this process includes an analysis of the metrics, targets, and reporting requirements that we may face now and in the future.

Physical risks

The Group operates in a number of geographical locations throughout the world. In 2025 there was significant flooding on the Guadalupe River, approximately 35 miles from our site in Boerne, during which tragically over 100 people died. The river does not pass near our site which was unaffected. No other locations are in environmentally sensitive areas, and the Group does not believe that any locations are at material risk from severe weather events or similar consequences of climate change. We monitor potential changes to our physical risk profiles by tracking events and assessing our response to them.

Transitional risks

Many of our ultimate customers are government bodies or national health systems which are funded by governments, large charities, or similar bodies. It is likely that part of their climate change management will involve trickling down net zero or similar initiatives to their supply chain. It is likely these requirements will increase over time. We have commenced a process of seeking to understand what effects if any this process will have on our own response, risk profile, and on the value of our income streams and assets. Areas we have identified include the use of plastics and packaging. Our strategy is to work together with our customers and our own supply chain to ensure that we can operate successfully within customer requirements while mitigating as far as possible any additional costs.

Strategic Report (continuation)

for the year ended 31 December 2025

Energy use

Because of the size of its UK operations, the Group is not required to report on energy use in the UK, and our overseas subsidiaries do not come within the scope of the UK Government's Streamlined Energy and Carbon Reporting (SECR) requirements. We are voluntarily reporting both for the UK and for the Group, on the same basis as the UK reporting. It is our intention to improve our climate change reporting over time as our response continues to evolve.

We have given a senior employee the responsibility to champion our climate change response as part of a wider ESG portfolio, who is working to produce a road map of our actions and our reporting upon them. The need to respond is being driven by our customers, suppliers and other stakeholders. The responsible employee is working with a team of senior management to formulate and action our climate change response and other ESG matters.

The tables below represent the energy use and associated greenhouse gas (GHG) emissions from electricity and fuel use in the UK and for the Group for the year ended 31 December 2025.

The Company has sought to improve its energy efficiency by reducing electricity usage through lower wastage, and by promoting the use of video conferencing rather than international travel. Energy usage and emissions in the UK have marginally increased as a result of greater domestic car travel. Reported energy emissions across the Group has marginally decreased largely because of a lower conversion factor for electricity.

Employees

The Group places great value on the involvement of its employees and they are regularly briefed on the Group's activities. The Group closely monitors staff attrition rates which it seeks to keep at low levels and aims to structure staff compensation levels at competitive rates in order to attract and retain high calibre personnel.

Disabled employees

Applications for employment by disabled persons are always fully considered, bearing in mind the specific aptitudes of the applicant involved. It is the policy of the Group that the training, career development and promotion of disabled persons, as far as possible, be identical with that of other employees.

Social, community, and human rights

The Board recognises that the Group has a duty to be a good corporate citizen and to respect the laws, and where appropriate the customs and culture of the territories in which it operates. The Group has donated product to selected appropriate charities which operate within its area, and encourages staff to take part in charitable activities which

UK

Energy consumption used to calculate emissions:	2025 KwH	2024 KwH
Electricity usage	15,433	16,414
Transport	6,835	1,571

Conversion factors used to calculate emissions:	2025	2024
Electricity usage (scope 2)	0.17489	0.20493
Transport (scope 1)	0.2723	0.27092

The 2025 emission conversion factors are based on the UK Government GHG Conversion Factors for Company Reporting 2025.

Calculated emissions	2025 Tonnes of CO_2	2024 Tonnes of CO_2
Electricity usage	2.7	3.4
Transport	1.8	0.4
Total	**4.5**	3.8

The rate of emissions per £m of Group turnover is 0.09 (2024: 0.08) tonnes of CO_2.

Group

Energy consumption used to calculate emissions:	2025 KwH	2024 KwH
Electricity usage	1,915,416	1,845,983
Gas usage	134,089	91,490
Transport	342,810	302,092

Conversion factors used to calculate emissions:	2025	2024
Electricity usage (scope 2)	0.17489	0.20493
Gas usage (scope 2)	0.20229	0.20223
Transport (scope 1)	0.30741	0.27949

The emission conversion factors are based on the UK Government GHG Conversion Factors for Company Reporting 2025.

Calculated emissions	2025 Tonnes of CO_2	2024 Tonnes of CO_2
Electricity usage	335.0	378.3
Gas usage	27.1	18.5
Transport	105.4	84.4
Total	**467.5**	481.2

The rate of emissions per £m of Group turnover is 9.07 (2024: 9.59) tonnes of CO_2.

Strategic Report (continuation)

for the year ended 31 December 2025

are related to our business areas or customers. It contributes as far as is practicable to the local communities in which it operates and takes a responsible and positive approach to employment practices. The Group's Modern Slavery Act statement is published on our website.

Section 172 Statement

The Directors are required by the Companies Act 2006 to act in the way they consider, in good faith, would be most likely to promote success of the Group for the benefit of its shareholders as a whole and in doing so are required to have regard for the following:

- the likely long term consequences of any decision;
- the interests of the Group's employees;
- the need to foster the Group's business relationships with suppliers, customers and others;
- the impact of the Company's operations on the community and the environment;
- the desirability of the Company maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between shareholders of the Company.

The Group has adopted the Corporate Governance Code for Small and Mid-Size Quoted Companies from The Quoted Companies Alliance (the "QCA Code"). The QCA Code is an appropriate code of conduct for the Group's size and stage of development. There is a discussion of how the Group applies the updated principles of the QCA Code in support of its growth on the Group's website.

The Chief Executive Officer's and Chief Financial Officer's statements describe the Group's activities, strategy and future prospects, including the considerations for long term decision making on pages 8 to 12. The Board considers that its response to changes in the market has been measured and has allowed it to grasp opportunities as they have arrived.

The Board considers its major stakeholders to be its employees, its suppliers, customers, and shareholders. When making decisions, the interests of these stakeholders is considered informally as part of the Board's group discussions.

The Board has a good relationship with the Group's employees. The Board maintains constructive dialogue with employees through the Executive Directors. Appropriate remuneration and incentive schemes including bonuses and commissions are maintained to align employees' objectives with those of the Group. The Group regularly discusses progress both locally and at group level with employees in "town hall" style meetings, allowing opportunities to exchange views and for employees to have a say. The Group has an open, flexible, and entrepreneurial culture which has allowed the Group to be flexible and responsive to customer needs. The Board monitors, assesses, and promotes the Group's corporate culture through discussions with management and employees and through the use of appropriate measures.

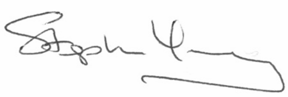
The Board ensures that the Group endeavours to maintain good relationships with its suppliers by contracting on reasonable business terms and paying them promptly, within agreed terms. We meet with our significant suppliers regularly and where required audit their activities to ensure that materials are delivered effectively in a timely and cost-efficient manner. We frequently offer longer term contracts to provide stability to their business in return for cost savings. These principles ensure that the Group's and our significant suppliers' interests are aligned.

The Executive Directors and senior management meet major customers when appropriate and encourage a dialogue with them and with the Regional Sales Management team. The Board receives regular reports on progress with customer relationships to ensure that their decision making takes into account the needs of our customer base. Key Performance Indicators are used internally to ensure we are responding to customer needs.

The Board does not believe that the Group has a significant impact on the communities and environments within which it operates. The Board recognises that the Group has a duty to be a good corporate citizen and is conscious that its business processes minimise harm to the environment, and that it contributes as far as is practicable to the local communities in which it operates.

The Board recognizes the importance of maintaining high standards of business conduct. The Group operates appropriate policies on business ethics and provides mechanisms for whistle blowing and complaints. The Board endeavours to maintain good relationships with its shareholders and treat them equally. This is described in more details in "Relations with shareholders" in the Corporate Governance Report on page 23.

The Strategic Report was approved by the Board on 24 March 2026 and signed on its behalf by:



Stephen Young
Chief Financial Officer

Report of the Directors

for the year ended 31 December 2025

The Directors have pleasure in presenting this report together with the audited consolidated financial statements of EKF Diagnostics Holdings plc for the year ended 31 December 2025.

Corporate details

EKF Diagnostics Holdings Plc is a company incorporated in England and Wales and domiciled in the United Kingdom. The Company is a public limited company, which is listed on the Alternative Investment Market of the London Stock Exchange. The address of the registered office is Avon House, 19 Stanwell Road, Penarth, Cardiff CF64 2EZ.

Directors

The Directors who held office during the year and as at the date of signing the financial statements were as follows:

- Julian Baines
- Gavin Jones (Appointed 25 March 2025)
- Christopher Mills
- Christian Rigg
- Jennifer Winter
- Stephen Young

The Company Secretary is One Advisory Limited.

Principal activities

During the year the principal activities of the Group and Company were the development, manufacture and supply of products into the in-vitro diagnostics (IVD) market place. Future developments and research and development activities are discussed in the Chief Executive Officer's Statement on pages 8 to 10, the Chief Financial Officer's Review on pages 11 to 12, and the Strategic Report on pages 15 to 19.

Dividends and share buy back

Based on the need for continued investment in our core areas the Board has previously decided to discontinue dividend payments and to enhance shareholder value mainly through growth.

The Company holds authorisation to acquire up to approximately 15% of its Ordinary Shares in order to reduce the number of shares in issue. 19,903,452 shares were acquired for cash under this authorisation during the current year (2024: none). The Board has indicated that it may continue buy backs in the future if appropriate. The Company intends to seek renewal of the authorisation at the next AGM. 19,547,472 Ordinary Shares of 1p each, with a nominal value of £195,000 have been cancelled during the year, and 1,555,980 shares with a nominal value of £16,000 are held in treasury.

Going concern

The Directors have considered the applicability of the going concern basis in the preparation of these financial statements. This included the review of internal budgets and financial results covering the period to June 2027 which show that, even taking into account severe but plausible changes in financial performance, the Group will be able to meet its liabilities as they fall due throughout the going concern period. In making this assessment, the Directors continue to consider all options for maximising shareholder value.

While the Company has net current liabilities, the majority of liabilities are with controlled companies where the timing of outflows and the ability to extract further cash from them are controlled by the Company.

The Directors have modelled a range of sensitivities from the base internal Budget including lower revenues, the potential effect of changes in trading relationships with the USA, and continued restrictions in Russia in relation to accessing cash.

Considering the range of sensitivities which account for a severe downturn versus expectation in 2026, plus the range of mitigation options available, the business demonstrates sufficient headroom giving the Directors confidence that the business can continue to meet its obligations as they fall due, even under the worst-case scenarios, for at least 12 months from the date of this report. Accordingly, the Directors are satisfied they can prepare the financial statements on a going concern basis.

Financial risk management

Financial risk management is discussed in Note 3 of the financial statements.

Employee policies and engagement

Employee policies are discussed in the Strategic Report on pages 15 to 19.

Stakeholder engagement

A statement summarising how the directors have had regard to the need to foster the Group's business relationships with other stakeholders is included in the Strategic Report on pages 15 to 19.

Streamlined Energy and Carbon Reporting (SECR)

SECR reporting is included in the Strategic Report on page 18.

Report of the Directors (continuation)

for the year ended 31 December 2025

Directors' interests

The interests in the share capital of the Company of those Directors serving at 31 December 2025, all of which are beneficial, are set out below. Changes to the Directors' interests in the share capital of the Company between 31 December 2025 and the date of the signing of these financial statements are laid out below.

	On 31 December 2025 Number of ordinary Shares of 1p each	On 31 December 2024 Number of ordinary Shares of 1p each
Christopher Mills	127,928,000	133,350,000
Julian Baines	1,751,288	1,616,288
Stephen Young	135,000	85,000
Gavin Jones	50,000	-
Christian Rigg	100,000	-
Jennifer Winter	150,000	-

Funds associated with Mr Mills acquired 300,000 in February 2025, and a further 150,000 in March. From March until December, as a result of the Company's share buyback programme Funds associated with Mr Mills sold a total of 5,872,000 shares. Mr Mills holds 800,000 Ordinary shares in his own name through Harwood Capital LLP. Mr Mills' other interest in the Company's shares is held through North Atlantic Smaller Companies Investment Trust PLC ("NASCIT") and Oryx International Growth Fund Limited ("Oryx")

Harwood Capital LLP ("Harwood") is investment manager and investment adviser to NASCIT and Oryx respectively. Christopher Mills is a partner and Chief Investment Officer of Harwood. Christopher Mills is also a director of Oryx and NASCIT. He holds 3.05% of the shares in Oryx in his own name and in the names of close family members, as well as a further 53.57% of the shares in Oryx via his 32.17% shareholding in NASCIT.

On 16 September Mr Jones was awarded 500,000 options at an exercise price of £0.01, which will vest after three years depending on the achievement of certain performance conditions.

Substantial shareholdings

The following interests in 3% or more of the issued Ordinary Share capital had been notified to the Company:

	Number of shares	Percentage of issued share capital
Mr Christopher Mills	127,126,000	29.49%
Gresham House	51,138,498	11.84%
LionTrust Asset Management	43,406,316	10.05%
Schroders PLC	32,944,141	7.63%
Ruffer	26,010,000	6.02%
Morgan Stanley	14,453,109	3.35%

The interests disclosed above are those as at 27 February 2026, updated for any substantial shareholding notifications received up to 23 March 2026. The above holdings consist solely of Ordinary Shares. Between 31 December 2025 and 23 March 2026 Funds associated with Mr Mills sold 802,000 as part of the Company's share buy back programme.

Statement of Directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the group and the company financial statements in accordance with UK-adopted international accounting standards.

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and company and of the profit or loss of the group for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK-adopted international accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for safeguarding the assets of the group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006. The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Report of the Directors

for the year ended 31 December 2025

Directors' confirmations

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the group's and company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the group's and company's auditors are aware of that information.

Directors' liability insurance

The Company has entered into deeds of indemnity for the benefit of each Director of the Company in respect of liabilities to which they may become liable in their capacity as Director of the Company and of any Company in the Group. Those indemnities are qualifying third party indemnity provisions for the purposes of Section 234 of the Companies Act 2006 and have been in force during the whole of the financial year and up to the date of approval of the financial statements.

Independent auditors

PricewaterhouseCoopers LLP has expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Corporate governance

The Company's statement of corporate governance can be found in the Corporate Governance Statement on pages 23 to 25 of these financial statements. The Corporate Governance Statement forms part of this Report of the Directors and is incorporated into it by cross-reference.

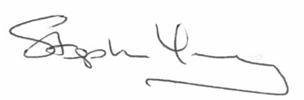
Annual General Meeting

The resolutions to be proposed at the forthcoming Annual General Meeting are set out in the formal notice of the meeting, which accompanies this report.

Recommendation

The Board considers that the resolutions to be proposed at the Annual General Meeting are in the best interests of the Company and it is unanimously recommended that shareholders support these proposals as the Board intends to do in respect of their own holdings.

The Report of the Directors was approved by the Board on 24 March 2026 and signed on its behalf by:



Stephen Young
Chief Financial Officer

Corporate Governance Statement

for the year ended 31 December 2025

Compliance

The Company recognises the value of good corporate governance in every part of its business. In November 2025 the Board updated its Corporate Governance Statement to reflect the adoption of the updated 2023 Quoted Companies Alliance Governance Code. The full statement can be found on the Company's website https://www.ekfdiagnostics.com/investors/corporate-governance-committees/ Details of the Code can be obtained from the Quoted Companies Alliance's website (www.theqca.com).

The following statement describes how the Group as at 31 December 2025 sought to address the principles underlying the Code.

Board composition and responsibility

Gavin Jones was appointed to the Board as Chief Executive Officer on 25 March 2025. The Board now comprises three Executive Directors and three Non-Executive Directors.

It is the Board's opinion that Christian Rigg and Jennifer Winter are independent in character and judgment and that there are no relationships or circumstances which could materially affect or interfere with the exercise of their independent judgement. Mr. Rigg is the Senior Independent Director. Both Mr. Rigg and Ms. Winter have been appointed to the Boards of numerous companies, with Mr. Rigg specialising in finance and operational matters and Ms. Winter specialising in commercial operations in the healthcare sector. The Directors keep their skills up to date through appropriate training and experience both within and outside the organisation.

All Directors are subject to re-election by Shareholders at the Annual General Meeting. Non-Executive Directors are appointed for a specific term of office which provides for their removal in certain circumstances, including under section 168 of the Companies Act 2006. The terms of appointment of the Non-Executive Directors can be obtained by request to the Company Secretary.

EKF's purpose is to advance global health by delivering innovative, reliable, and accessible diagnostic and biotechnology solutions. The Company is dedicated to empowering healthcare professionals with high-quality tools that enable the effective monitoring of medical conditions. EKF is focused on improving health outcomes through precision medicine and point-of-care testing. More details on the strategy to achieve this, the Group's objectives, business model, the Board's assessment of the state of the Group's culture and the promotion of the long-term value to the shareholders are given in the Strategic Report on pages 15 to 19.

The Board's primary objective is to focus on adding value to the assets of the Group by identifying and assessing business opportunities and ensuring that potential risks are identified, monitored and controlled.

The Matters reserved for Board were updated during the period to reflect the updates to the QCA code and includes decisions related to the strategic long-term objectives and capital structure of major transactions. The implementation of Board decisions and day to day operations of the Group are delegated to Management.

The Executive Chairman is responsible for running the Board including corporate governance, as well as assisting the Chief Executive Officer with the overall strategy of the Group. The Chief Executive is responsible for implementing the strategy and day to day running of the Group. He is assisted by the Chief Financial Officer.

A Senior Management Group of four senior managers has been put in place to assist the Executive Directors with their responsibilities.

Board meetings

Seven Board meetings were held during the year. The Directors' attendance record during the year, along with the number of meetings for which they were eligible to attend, is as follows:

Julian Baines (Executive Chair)	7 (7)
Gavin Jones (Chief Executive Officer)	5 (5)
Stephen Young (Chief Financial Officer)	6 (7)
Christopher Mills (Non-Executive Director)	6 (7)
Chris Rigg (Non-Executive Director)	6 (7)
Jennifer Winter (Non-Executive Director)	6 (7)

Mr Jones and Mr Young work full time for the Group. Mr Baines is working for the Group on a part-time basis for a minimum of two days per week. The Non-Executive Directors are expected to devote at least two days per month to the business of the Group, plus additional days for committee meetings.

Board evaluation

The Chairman initiated an evaluation of the Board and its Committees' performance in late 2025, which was undertaken in early 2026, with the results being presented to the Board in March 2026. The Board evaluation focussed on purpose and strategy, board meetings, talent and culture, board composition and dynamics, the role of the Chair, reporting and risk management. The Committee evaluations

Corporate Governance Statement (continuation)
for the year ended 31 December 2025

focussed on role and operations, composition, leadership, process and procedures. Once the key findings of the evaluations have been presented the Board will review the recommended actions.

More details on corporate governance including a compliance statement can be found on the Company's website at: ekfdiagnostics.com/investors.html.

Audit & Risk Committee

This comprises two Non-Executive Directors, Christian Rigg (Chairman) and Jennifer Winter. Chris Rigg is the Senior Independent Director and has recent and relevant finance experience. The committee reviewed and updated it's terms of reference during the reporting period to reflect the recommendations of the updated QCA code and to formally embed the risk management oversight into its role. The role of the Committee is to assist the Board in fulfilling its oversight responsibilities by reviewing and monitoring the integrity of the financial statements and other financial information of the Company and its subsidiaries (Group) provided to the Company's shareholders; its role includes:

- Agreeing the external audit plan with auditors;
- the Group's system of internal controls and risk management;
- the internal and external audit process and auditor independence;
- the processes for compliance with laws, regulations and ethical codes of practice (including whistleblowing); and
- how risk is reported internally and externally.

The Committee has considered and confirmed agreement with the key estimates and judgements laid out in Notes 3 and 4 on pages 46 to 49.

The Committee also has responsibility for determining the Company's attitude to and appetite for risk and its future risk strategy shall remain with the Board.

The Committee will also assist the Board in monitoring and keeping abreast of regulatory developments concerning the audit of the Group and the oversight of the audit.

The current auditors have been in place since 2010, and the audit was last retendered in 2015. There are no current plans to seek a retender.

Since 2020 the external auditors have not provided non-audit services.

The Non-Executive Directors may seek information from any employee of the Group and obtain external professional advice at the expense of the Company if considered necessary. Due to the relatively low number of personnel employed within the Group, the nature of the business and the current control and review systems in place, the Board has decided not to establish a separate internal audit department.

The committee met three times formally during 2025. All eligible members attended all meetings. There were no significant matters communicated to the Committee by the Auditors. Key matters of judgement discussed with the Auditors are noted within the Audit report on pages 28 to 33.

Remuneration and Nomination Committee

During the reporting period the committee reviewed and updated it's terms of reference to reflect the recommendations of the updated QCA code. The role of the Committee is:

- to ensure the Company has appropriate remuneration and other reward and incentivisation structures which are supportive of long-term value creation and the Company's purpose, strategy and culture; and
- to ensure the structure, size and composition of the Board is appropriate for the business at each stage of its development and that adequate consideration is given to succession planning.

The Company has established a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual Directors. No Director is involved in deciding their own remuneration.

The Remuneration and Nomination Committees are made up of Christian Rigg and Jennifer Winter. The Committee considers the employment and performance of individual Executive Directors and determines their terms of service and remuneration. It also has authority to grant options under the Company's Executive Share Option Scheme and Long Term Incentive Plan.

The Committee met three times during 2025. All eligible members attended all meetings. During the year an internal candidate, Gavin Jones, was promoted to Chief Executive Officer.

Corporate Governance Statement (continuation)

for the year ended 31 December 2025

Where necessary, the Remuneration Committee also considers director nominations.

Internal control

The Directors are responsible for ensuring that the Group maintains a system of internal control to provide them with reasonable assurance regarding the reliability of financial information used within the business and for publication and that the assets are safeguarded. There are inherent limitations in any system of internal control and accordingly even the most effective system can provide only reasonable, but not absolute, assurance with respect to the preparation of financial reporting and the safeguarding of assets.

The Group, in administering its business, has put in place strict authorisation, approval and control levels within which senior management operates. These controls reflect the Group's organisational structure and business objectives. The control system includes clear lines of accountability and covers all areas of the organisation.

The Board operates procedures which include an appropriate control environment through the definition of the above organisation structure and authority levels and the identification of the major business risks.

Internal financial reporting

The Directors are responsible for establishing and maintaining the Group's system of internal reporting and as such have put in place a framework of controls to ensure that on-going financial performance is measured in a timely and correct manner and that risks are identified as early as is practicably possible. There is a comprehensive budgeting system and monthly management accounts are prepared which compare actual results against both the budget and the previous year. They are reviewed and approved by the Board and revised forecasts are prepared on a regular basis.

Relations with shareholders

The Company reports to Shareholders twice a year. The Company dispatches the notice of its Annual General Meeting, together with a description of the items of special business, at least 21 clear days before the meeting. Each substantially separate issue is the subject of a separate resolution and all Shareholders have the opportunity to put questions to the Board at the Annual General Meeting.

The Chair(s) of the Audit and Remuneration Committees normally attend the Annual General Meeting and will answer questions which may be relevant to their work. The Chairman advises the meeting of the details of proxy votes cast on each of the individual resolutions after they have been voted on in the meeting. The Chairman and the Non-Executive Directors intend to maintain a good and continuing understanding of the objectives and views of the Shareholders.

Shareholders may contact the Company as follows:

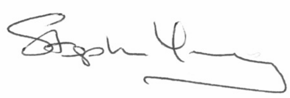
Tel: 029 2071 0570
Email: investors@ekfdiagnostics.com

Corporate social responsibility

The Board recognises that the Group has a duty to be a good corporate citizen and is conscious that its business processes minimise harm to the environment, that it contributes as far as is practicable to the local communities in which it operates, and takes a responsible and positive approach to employment practices.

With effect from the financial year to 31 December 2016, the Group became subject to the requirements of the Modern Slavery Act 2015. The Group has published the required statement on its website.

The Corporate Governance Statement was approved by the Board on 24 March 2026 and signed on its behalf by:



Stephen Young
Chief Financial Officer

Report of the Remuneration Committee

for the year ended 31 December 2025

Statement of compliance

This report does not constitute a Directors' Remuneration Report in accordance with The Companies (Directors' Remuneration Policy and Directors' Remuneration Report) Regulations 2019 which do not apply to the Company as it is not fully listed. This report sets out the Group policy on Directors' remuneration, including emoluments, benefits and other share-based awards made to each Director.

Policy on Executive Directors' remuneration

Remuneration packages are designed to motivate and retain Executive Directors to ensure the continued development of the Group and to reward them for enhancing value to shareholders. The main elements of the remuneration package for Executive Directors are basic salary or fees, bonuses, benefits, and share based incentives. Increases in salaries and bonus levels for Executive Directors are determined by the Remuneration Committee, and those for the Non-Executive Directors by the full Board. No Director is involved in deciding their own remuneration. In September 2025 a new Long Term Incentive Plan was approved by the Board. As at the date of this report, no new remuneration arrangements had been made for the Directors in 2026.

Directors' remuneration – Audited

The remuneration of the Directors for qualifying services for the years ended 31 December 2025 and 31 December 2024 are shown in the table below:

	Salary and fees £'000	Benefits in kind £'000	LTIP £'000	Pension £'000	**2025 £'000**	**2024 £'000**
Executive Directors						
Julian Baines	233	17	-	11	**261**	278
Gavin Jones[1]	164	8	14	8	**194**	-
Stephen Young	180	17	-	27	**224**	225
	577	**42**	**14**	**46**	**679**	**503**
Non-Executive Directors						
Christopher Mills	50	-	-	-	**50**	50
Christian Rigg	50	-	-	-	**50**	50
Jennifer Winter	50	-	-	-	**50**	50
	150	-	-	-	**150**	150
Total fees and emoluments	**727**	**42**	**14**	**46**	**829**	**653**

1. Mr Jones remuneration is stated from 1st April 2025, being the date from which his remuneration changed to reflect his appointment.

There have been no changes to the directors' remuneration policy during the year.

Report of the Remuneration Committee (continuation)

for the year ended 31 December 2025

Directors' bonuses, share options and Long-Term Incentive Plan (unaudited)

Bonus payments are discretionary and determined by the Remuneration Committee. They are not subject to formal performance metrics or targets. There are no formal bonus arrangements in place for 2026.

A new Long Term Incentive plan was approved by the Board on 9 September 2025. As at 31 December 2025 one director held options under the plan. The following option was granted under the scheme during 2025:

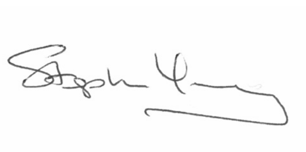
Option holder	Option price per ordinary share	Ordinary shares under option	Exercise period
Gavin Jones	1p	500,000	16 September 2028–16 September 2035

Mr Jones' options were granted on 16 September 2025. They vest after a three year period on a sliding scale subject to the achievement of a performance condition based on the total growth in the Group's Adjusted EBITDA per share as follows:

(i) 25% or higher: 100% of the Award vests;
(ii) Between 10% and 25%: Vesting shall occur on a straight-line basis between 25% and 100%;
(iii) 10%: 25% of the Award vests; or
(iv) Below 10%: 0% of the Award vests.

Directors' interests in the share capital of the Company are disclosed in the Directors' Report on pages 20 to 22.

Approved by the Board on 24 March 2026 and signed on its behalf by:



Stephen Young
Chief Financial Officer

Independent auditors' report to the members of EKF Diagnostics Holdings Plc Report on the audit of the financial statements

Opinion

In our opinion, EKF Diagnostics Holdings plc's group financial statements and company financial statements (the "financial statements"):

- give a true and fair view of the state of the group's and of the company's affairs as at 31 December 2025 and of the group's profit and the group's and company's cash flows for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards as applied in accordance with the provisions of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report, which comprise:

- the Consolidated and Company's Statement of Financial Position as at 31 December 2025;
- the Consolidated Income Statement for the year then ended;
- the Consolidated Statement of Comprehensive Income for the year then ended;
- the Consolidated and Company's Statement of Cash Flows for the year then ended;
- the Consolidated Statement of Changes in Equity for the year then ended;
- the Company Statement of Changes in Equity for the year then ended; and
- the notes to the financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, as applicable to listed entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Our audit approach

Overview

Audit scope

- We performed full-scope audit procedures in respect of the Group's largest trading subsidiaries in the USA and in Germany
- We performed audit procedures over certain material balances within non-significant components including balances within the Parent Company, EKF Diagnostics Holdings plc.
- We engaged component auditors for the audit of the German in-scope subsidiary and we engaged a third party audit firm for specified procedures reporting on the cash and cash equivalents balance reported by the Russian subsidiary. All other audit work was performed by the Group engagement team.
- Our audit procedures covered entities contributing 88% of the Group's revenues and 86% of adjusted EBITDA for the year ended 31 December 2025.

Key audit matters

- Recoverability of Group goodwill (group)
- The Company's investment in subsidiaries (parent)

Materiality

- Overall group materiality: £310,000
  (2024: £276,500) based on 2.5% of Adjusted earnings before interest, taxation, depreciation and amortisation (Adjusted EBITDA).
- Overall company materiality: £402,000
  (2024: £381,500) based on 1% of total assets.
- Performance materiality: £232,500 (2024: £207,375) (group) and £301,500 (2024: £286,125) (company).

Independent auditors' report to the members of EKF Diagnostics Holdings Plc
Report on the audit of the financial statements (continuation)

The scope of our audit

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements.

Key audit matters

Key audit matters are those matters that, in the auditors' professional judgement, were of most significance in the audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by the auditors, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters, and any comments we make on the results of our procedures thereon, were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

This is not a complete list of all risks identified by our audit.

The key audit matters below are consistent with last year.

Key audit matter	How our audit addressed the key audit matter
Recoverability of Group goodwill (group) As at 31 December 2025, the Consolidated Statement of Financial Position includes intangible assets, including goodwill. Goodwill in the Group is significant, and the estimated recoverable amount of these balances is subjective due to the inherent uncertainty involved in forecasting and discounting future cash flows in order to obtain a Value In Use calculation. The impairment reviews therefore include significant estimates and judgements in respect of future growth rates, cash flows and discount rates, particularly in relation to the Germany CGU where there is more limited headroom. Further details on these balances are detailed in note 19, Intangible assets.	We obtained the cash flow forecasts supporting management's assessment of the recoverable amount of each CGU and performed the following procedures: 1) Assessed the methodology used by management in accordance with IAS 36 'Impairment of assets' and tested the mathematical accuracy of the model; 2) Agreed forecast cash flows to board approved budgets and evaluated and challenged key assumptions within the cashflows and validated to third party evidence, where appropriate. We engaged our internal valuation experts to assist us with determining the suitability of the post-tax discount rates and long term growth rates applied within management's models through independent calculation of an acceptable range for these assumptions; 3) Assessed the historic accuracy of management's forecasting through comparison of actual results to historic forecasts, and evaluated whether the findings impacted the estimation uncertainty within the current year assessment; 4) Performed sensitivity analysis including the effect of reasonably possible changes in forecast cash flows and other assumptions to evaluate the impact on the carrying value of the goodwill; 5) We also considered the impact of climate change in performing our audit procedures in this area, particularly in relation to the Group's assessment that net zero initiatives may be placed upon them by Government bodies, who will be the "ultimate customer" of the Group. At present, the Group is at an early stage in responding to these requirements, where applicable, and so there are no commitments that are impacting the financial reporting; 6) We assessed the adequacy of the Group's disclosures regarding the goodwill and the sensitivity of the outcome of the impairment assessments to changes in key assumptions used in the model. We concur with management's assessment that no impairment charge is required.
The Company's investment in subsidiaries (parent) As at 31 December 2025, the Company Statement of Financial Position includes investments in subsidiaries. The Company's investment in subsidiaries are significant, and there is judgment involved in the assessment of impairment indicators in accordance with IAS 36. Further details on these balances are detailed in note 20, Investments in subsidiaries.	We assessed the methodology used by management in assessing indication of impairment in accordance with IAS 36 'Impairment of assets' in relation to investments in subsidiaries, which concluded that no triggers existed at the balance sheet date. We also assessed the adequacy of the Company's disclosures regarding the investments in subsidiaries. We concur with management's assessment that there are no indicators of impairment at the reporting date.

Independent auditors' report to the members of EKF Diagnostics Holdings Plc Report on the audit of the financial statements (continuation)

How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the group and the company, the accounting processes and controls, and the industry in which they operate.

The Group has two main manufacturing centres in Germany and the USA, in addition to the Head Office function based in the United Kingdom (UK). The central finance and accounting team is located in the UK and is responsible for the financial reporting of EKF Diagnostics Holdings plc (the "Company"). Stanbio Laboratory ("Stanbio") and EKF-diagnostic GmbH ("EKF Germany") are assessed as significant due to their size. A full-scope audit of these entities' financial information has been carried out. The audit of Stanbio was conducted by the group engagement team and component auditors were engaged to audit EKF Germany. Additional procedures were also performed at Group level in respect of centralised processes and functions, including the audit of consolidation journals. Specified audit procedures were performed by the UK audit team over certain other balances and transactions within the Company and Separation Technology Inc. Component auditors were also engaged to perform specified procedures over the cash and cash equivalents balance within ooo EKF Diagnostika. Excluding specified procedure reporting, our audit addressed components making up 88% of the group's 2025 revenues and 86% of adjusted EBITDA, with targeted risk procedures undertaken over all non-significant components. Where component teams in Germany and Russia were engaged, we adopted procedures to ensure we were sufficiently involved in their audits. These included discussions with overseas audit teams during the planning, fieldwork and reporting phases, the issuance of comprehensive audit instructions and a review of working papers in key risk areas.

The impact of climate risk on our audit

As part of our audit we made enquiries of management to understand the extent of the potential impact of climate risk on the group's and company's financial statements, and we remained alert when performing our audit procedures for any indicators of the impact of climate risk. Our procedures did not identify any material impact as a result of climate risk on the group's and company's financial statements, as outlined in the Key audit matters section above.

Materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

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

	Financial statements – group	Financial statements – company
Overall materiality	£310,000 (2024: £276,500).	£402,000 (2024: £381,500).
How we determined it	2.5% of Adjusted earnings before interest, taxation, depreciation and amortisation (Adjusted EBITDA)	1% of total assets
Rationale for benchmark applied	Based on the benchmarks used in the Annual Report, a profit-based measure has been used which is a primary measure used by the shareholders in assessing the performance of the group.	We determined our materiality based on total assets, which is more applicable than a performance-related measure as the company is primarily an investment holding company for the group.

Independent auditors' report to the members of EKF Diagnostics Holdings Plc Report on the audit of the financial statements (continuation)

For each component in the scope of our group audit, we allocated a materiality that is less than our overall group materiality. The range of materiality allocated across components was £210,000 and £280,000. Certain components were audited to a local statutory audit materiality that was also less than our overall group materiality.

We use performance materiality to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds overall materiality. Specifically, we use performance materiality in determining the scope of our audit and the nature and extent of our testing of account balances, classes of transactions and disclosures, for example in determining sample sizes. Our performance materiality was 75% (2024: 75%) of overall materiality, amounting to £232,500 (2024: £207,375) for the group financial statements and £301,500 (2024: £286,125) for the company financial statements.

In determining the performance materiality, we considered a number of factors – the history of misstatements, risk assessment and aggregation risk and the effectiveness of controls – and concluded that an amount at the upper end of our normal range was appropriate.

We agreed with those charged with governance that we would report to them misstatements identified during our audit above £15,500 (group audit) (2024: £13,825) and £20,000 (company audit) (2024: £19,000) as well as misstatements below those amounts that, in our view, warranted reporting for qualitative reasons.

Conclusions relating to going concern

Our evaluation of the directors' assessment of the group's and the company's ability to continue to adopt the going concern basis of accounting included:

- Verifying the integrity and mathematical accuracy of management's model as well as agreeing underlying cash flow projections to management approved forecasts;
- Assessing management's historic forecasting accuracy by obtaining management information for the financial performance year to date;
- Evaluating and challenging the reasonableness of the key assumptions in management's model, and agreeing the data to supporting information, where available;
- Evaluating and assessing the severe but plausible downside scenarios modelled;
- Reviewing and challenging the going concern basis of preparation disclosure presented by the directors in the financial statements.

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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the group's and the company's ability to continue as a going concern.

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material

Independent auditors’ report to the members of EKF Diagnostics Holdings Plc
Report on the audit of the financial statements (continuation)

inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Report of the Directors, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Report of the Directors

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Report of the Directors for the year ended 31 December 2025 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the group and company and their environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Report of the Directors.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors’ responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group’s and the company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the company or to cease operations, or have no realistic alternative but to do so.

Auditors’ responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors’ report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the group and industry, we identified that the principal risks of non-compliance with laws and regulations related to AIM rules, patent protection, product safety, specific international sanctions and employment legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as tax legislation and the Companies Act 2006. We evaluated management’s incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to manipulate financial results and potential management bias in accounting estimates. The group engagement team shared this risk assessment with the component auditors so that they could include appropriate audit procedures in response to such risks in their work. Audit procedures performed by the group engagement team and/or component auditors included:

Independent auditors' report to the members of EKF Diagnostics Holdings Plc Report on the audit of the financial statements (continuation)

- Enquiry of group management (including the global head of quality and regulatory assurance) and those charged with governance around known or suspected instances of non-compliance with laws and regulations and fraud;
- Review of minutes of meetings of those charged with governance;
- Challenging assumptions made by management in its significant accounting estimates, in particular in relation to the impairment assessment and tax and inventory provisioning; and
- Identifying and testing the validity of journal entries based on our assessment of risk, in particular any journal entries posted with unusual account combinations and consolidation journals;

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

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

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Stuart Couch

Stuart Couch (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors

Cardiff
24 March 2026

Consolidated Income Statement

for the year ended 31 December 2025

Continuing operations	Notes	2025 £'000	2024 £'000
Revenue	5	**51,564**	50,194
Cost of sales	6	**(25,084)**	(25,798)
Exceptional items – other charged to cost of sales	8	**-**	(330)
Gross profit		**26,480**	24,066
Administrative expenses	6	**(19,734)**	(18,078)
Exceptional items – other	8	**-**	(22)
Other income	7	**232**	294
Operating profit		**6,978**	6,260
Depreciation and amortisation	6	**(5,396)**	(4,724)
Share-based payments		**(14)**	-
Exceptional items	8	**-**	(352)
EBITDA before exceptional items and share-based payments	5	**12,388**	11,336
Finance income	13	**262**	174
Finance costs	13	**(154)**	(171)
Profit before income tax		**7,086**	6,263
Income tax (charge)/ credit	14	**(4,555)**	314
Profit for the year		**2,531**	6,577
Profit attributable to:			
Owners of the parent		**2,122**	6,242
Non-controlling interest		**409**	335
		2,531	6,577

		Pence	Pence
Earnings per Ordinary Share attributable to the owners of the parent during the year			
Basic	15	**0.47**	1.38
Diluted	15	**0.47**	1.38

The notes on pages 40 to 77 are an integral part of these consolidated financial statements.

Consolidated Statement of Comprehensive Income

for the year ended 31 December 2025

	Note	**2025 £'000**	2024 £'000
Profit for the year		**2,531**	6,577
Other comprehensive (loss)/income			
Items that will not be reclassified to profit or loss Changes in fair value of equity instruments at fair value through other comprehensive income (net of tax)	31	**(174)**	(48)
Items that may be subsequently reclassified to profit or loss Currency translation differences on translation of foreign operations		**45**	(1,198)
Other comprehensive income/(loss) (net of tax)		**(129)**	(1,246)
Total comprehensive income for the year		**2,402**	5,331
Attributable to:			
Owners of the parent		**1,700**	5,210
Non-controlling interests		**702**	121
Total comprehensive income for the year		**2,402**	5,331

Items stated above are disclosed net of tax. The income tax relating to each component of other comprehensive loss is disclosed in note 14.

The notes on pages 40 to 77 are an integral part of these consolidated financial statements.

Consolidated and Company's Statement of Financial Position

As at 31 December 2025

	Note	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Assets					
Non-current assets					
Property, plant and equipment	17	**20,988**	22,779	**14**	13
Right-of-use asset	18	**1,311**	1,255	**178**	225
Investment property	17	**-**	-	**-**	1,154
Intangible assets	19	**27,884**	28,922	**501**	617
Investments in subsidiaries	20	**-**	-	**30,149**	30,149
Investments	22	**54**	228	**54**	228
Deferred tax assets	28	**25**	9	**-**	-
Total non-current assets		**50,262**	53,193	**30,896**	32,386
Current assets					
Inventories	24	**8,302**	7,393	**-**	-
Trade and other receivables	23	**6,739**	6,803	**5,286**	5,600
Current income tax receivable	23	**-**	55	**-**	-
Cash and cash equivalents (including restricted cash of £2,147,000 (2024: £1,289,000))	25	**15,834**	14,301	**4,065**	172
Total current assets		**30,875**	28,552	**9,351**	5,772
Total assets		**81,137**	81,745	**40,247**	38,158
Equity attributable to owners of the parent					
Share capital	29	**4,338**	4,537	**4,338**	4,537
Share premium	29	**7,375**	7,375	**7,375**	7,375
Other equity – Ordinary shares held in treasury	29	**16**	12	**16**	12
Other reserves	31	**53**	32	**53**	32
Foreign currency reserves		**5,124**	5,372	**-**	-
Retained earnings		**52,144**	54,999	**4,172**	10,713
		69,050	72,327	**15,954**	22,669
Non-controlling interest		**1,225**	885	**-**	-
Total equity		**70,275**	73,212	**15,954**	22,669
Liabilities					
Non-current liabilities					
Lease liabilities	18	**987**	898	**135**	183
Deferred tax liabilities	28	**2,455**	1,198	**-**	-
Total non-current liabilities		**3,442**	2,096	**135**	183
Current liabilities					
Trade and other payables	26	**5,334**	5,399	**24,104**	15,258
Lease liabilities	18	**398**	420	**54**	48
Current income tax liabilities		**1,688**	618	**-**	-
Total current liabilities		**7,420**	6,437	**24,158**	15,306
Total liabilities		**10,862**	8,533	**24,293**	15,489
Total equity and liabilities		**81,137**	81,745	**40,247**	38,158

The notes on pages 40 to 77 are an integral part of these financial statements.

The Company has elected to take the exemption under section 408 of the Companies Act 2006 not to present the Parent Company income statement. The loss for the Parent Company for the year was £1,564,000 (2024: profit of £4,540,000).

The financial statements were approved and authorised for issue by the Board on 24 March 2026 and signed on its behalf by:

Julian Baines
Executive Chair
EKF Diagnostics Holdings plc
Registered no: 4347937

Stephen Young
Chief Financial Officer

Consolidated and Company's Statement of Cash Flows

for the year ended 31 December 2025

	Note	**Group 2025 £'000**	Group 2024 £'000	**Company 2025 £'000**	Company 2024 £'000
Cash flow from operating activities					
Cash generated from operations	34	**11,633**	12,170	**9,046**	2,596
Interest received	13	**262**	174	**74**	-
Interest paid	13	**(8)**	(91)	**-**	(90)
Income tax (paid)/received		**(2,180)**	1,403	**(158)**	(21)
Net cash generated from operating activities		**9,707**	13,656	**8,962**	2,485
Cash flow from investing activities					
Payment for property, plant and equipment (PPE)		**(1,530)**	(2,246)	**(11)**	(8)
Payment for intangibles	19	**(837)**	(510)	**-**	-
Proceeds from sale of PPE	34	**29**	94	**-**	-
Net cash (used in) investing activities		**(2,338)**	(2,662)	**(11)**	(8)
Cash flow from financing activities					
Repayments of borrowings		**-**	(3,000)	**-**	(3,000)
Share buy back		**(4,991)**	-	**(4,991)**	-
Principal elements of lease payments	18	**(510)**	(741)	**(66)**	(88)
Dividend payment to non-controlling interest		**(362)**	(336)	**-**	-
Net cash used in financing activities		**(5,863)**	(4,077)	**(5,057)**	(3,088)
Net increase/(decrease) in cash and cash equivalents		**1,506**	6,917	**3,894**	(611)
Cash and cash equivalents at beginning of year		**14,301**	7,726	**172**	796
Exchange gains/ (losses) on cash and cash equivalents		**27**	(342)	**(1)**	(13)
Cash and cash equivalents at end of year	25	**15,834**	14,301	**4,065**	172

Cash and cash equivalents totalling £2,147,000 (2024: £1,289,000) are held by the Group's 60% owned subsidiary company in Russia. As a result of action by the Russian Government following international sanctions being imposed on Russia, access to this cash is currently restricted.

Consolidated Statement of Changes in Equity

For the year ended 31 December 2025

Consolidated	Note	Share capital £'000	Share premium account £'000	Other equity £'000	Other reserves £'000	Foreign currency reserve £'000	Retained earnings £'000	**Total £'000**	Non-controlling interest £'000	**Total equity £'000**
At 1 January 2024		**4,537**	**7,375**	**12**	**80**	**6,356**	**48,757**	**67,117**	**1,100**	**68,217**
Comprehensive income										
Profit for the year		-	-	-	-	-	6,242	6,242	335	6,577
Other comprehensive (expense)										
Revaluation of investment in Llusern		-	-	-	(2)	-	-	(2)	-	(2)
Changes in fair value of equity instruments at fair value through other comprehensive income		-	-	-	(46)	-	-	(46)	-	(46)
Currency translation differences		-	-	-	-	(984)	-	(984)	(214)	(1,198)
Total other comprehensive (expense)/income		**-**	**-**	**-**	**(48)**	**(984)**	**-**	**(1,032)**	**(214)**	**(1,246)**
Total comprehensive (expense)/income		-	-	-	**(48)**	**(984)**	**6,242**	**5,210**	**121**	**5,331**
Transactions with owners										
Dividends to non-controlling interest		-	-	-	-	-	-	-	(336)	(336)
Total distributions to owners		**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(336)**	**(336)**
At 31 December 2024		**4,537**	**7,375**	**12**	**32**	**5,372**	**54,999**	**72,327**	**885**	**73,212**
Comprehensive income										
Profit for the year		-	-	-	-	-	2,122	2,122	409	2,531
Other comprehensive (expense)/ income										
Changes in fair value of equity instruments at fair value through other comprehensive income	22	-	-	-	(174)	-	-	(174)	-	(174)
Currency translation differences		-	-	-	-	(248)	-	(248)	293	45
Total other comprehensive (expense)/income		-	-	-	**(174)**	**(248)**	**-**	**(422)**	**293**	**(129)**
Total comprehensive (expense)/income		-	-	-	**(174)**	**(248)**	**2,122**	**1,700**	**702**	**2,402**
Transactions with owners										
Cancellation of shares	29	-	-	(195)	195	-	-	-	-	-
Shares acquired into treasury	29	(199)	-	199	-	-	(4,991)	(4,991)	-	(4,991)
Dividends to non-controlling interest		-	-	-	-	-	-	-	(362)	(362)
Share-based payment charge	30	-	-	-	-	-	14	14	-	14
Total distributions to owners		**(199)**	**-**	**4**	**195**	**-**	**(4,977)**	**(4,977)**	**(362)**	**(5,339)**
At 31 December 2025		**4,338**	**7,375**	**16**	**53**	**5,124**	**52,144**	**69,050**	**1,225**	**70,275**

Company Statement of Changes in Equity

For the year ended 31 December 2025

Company	Share capital £'000	Share premium £'000	Other equity £000	Other reserves £'000	Retained earnings £'000	**Total £'000**
At 1 January 2024	**4,537**	**7,375**	**12**	**80**	**6,173**	**18,177**
Comprehensive income/(expense)						
Profit for the year	-	-	-	-	4,540	4,540
Other comprehensive expense						
Revaluation of investment in Llusern	-	-	-	(2)	-	(2)
Changes in fair value of equity instruments at fair value through other comprehensive income	-	-	-	(46)	-	(46)
Total other comprehensive expense	**-**	**-**	**-**	**(48)**	**-**	**(48)**
Total comprehensive (expense)/income	**-**	**-**	**-**	**(48)**	**4,540**	**4,492**
At 31 December 2024	**4,537**	**7,375**	**12**	**32**	**10,713**	**22,669**
Comprehensive expense						
Loss for the year	-	-	-	-	(1,564)	(1,564)
Other comprehensive expense						
Changes in fair value of equity instruments at fair value through other comprehensive income	-	-	-	(174)	-	(174)
Total other comprehensive expense	**-**	**-**	**-**	**(174)**	**-**	**(174)**
Total comprehensive expense	**-**	**-**	**-**	**(174)**	**(1,564)**	**(1,738)**
Transactions with owners						
Cancellation of shares	-	-	(195)	195	-	-
Shares acquired into treasury	(199)	-	199	-	(4,991)	(4,991)
Share-based payment charge	-	-	-	-	14	14
Total contributions by and distributions to owners	**(199)**	**-**	**4**	**195**	**(4,977)**	**(4,977)**
At 31 December 2025	**4,338**	**7,375**	**16**	**53**	**4,172**	**15,954**

Notes to the Financial Statements

for the year ended 31 December 2025

1. General information

EKF Diagnostics Holdings Plc is a company incorporated in England and Wales and domiciled in the United Kingdom. The Company is a public limited company, which is listed on the Alternative Investment Market of the London Stock Exchange. The address of the registered office is Avon House, 19 Stanwell Road, Penarth, Cardiff CF64 2EZ.

The principal activity of the Group is the development, manufacture and supply of products and services into the in-vitro diagnostic (IVD) market place. The Group has presence in the UK, USA, Germany, and Russia, and sells throughout the world including Europe, the Middle East, the Americas, Asia, and Africa.

The financial statements are presented in British Pounds Sterling, the currency of the primary economic environment in which the Company's headquarters operates. The Group comprises EKF Diagnostics Holdings Plc and its subsidiary Companies as set out in note 20.

The registered number of the Company is 4347937.

2. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. The policies have been consistently applied throughout all years presented, unless otherwise stated.

Basis of preparation

The financial statements of EKF Diagnostics Holdings Plc and its Group have been prepared in accordance with UK-adopted International Accounting Standards (UK IAS) and with the requirements of the Companies Act 2006 as applicable to companies reporting under those standards.

The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of certain financial assets measured at fair value through other comprehensive income.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 4.

New standards, amendments and interpretations adopted by the Group.

Certain new accounting standards and amendments to accounting standards have been published that are not mandatory for 31 December 2025 reporting periods and have not been early adopted by the group. The group's assessment of the impact of these new standards and amendments is set out below:

(a) Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7 (effective for annual periods beginning on or after 1 January 2026)

On 30 May 2024, the IASB issued targeted amendments to IFRS 9 and IFRS 7 to respond to recent questions arising in practice, and to include new requirements not only for financial institutions but also for corporate entities. These amendments:

- clarify the date of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some financial instruments with features linked to the achievement of environment, social and governance targets); and
- update the disclosures for equity instruments designated at fair value through other comprehensive income (FVOCI).

The Group does not expect these amendments to have a material impact on its operations or financial statements.

(b) IFRS 18 Presentation and Disclosure in Financial Statements (effective for annual periods beginning on or after 1 January 2027)

IFRS 18 will replace IAS 1 Presentation of financial statements, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though IFRS 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the statement of financial performance and providing management-defined performance measures within the financial statements.

Management is currently assessing the detailed implications of applying the new standard on the group's consolidated financial statements.

The group will apply the new standard from its mandatory effective date of 1 January 2027. Retrospective application is required, and so the comparative information for the financial year ending 31 December 2026 will be restated in accordance with IFRS 18.

Going concern

The Directors have considered the applicability of the going concern basis in the preparation of these financial statements. This included the review of internal budgets and financial results covering the period to June 2027 which show that, even taking into account severe but plausible changes in financial performance, the Group will be able to meet its liabilities as they fall due throughout the going concern period. In making this assessment, the Directors continue to consider all options for maximising shareholder value.

While the Company has net current liabilities, the majority of liabilities are with controlled companies where the timing of outflows and the ability to extract further cash from them are controlled by the Company.

The Directors have modelled a range of sensitivities from the base internal Budget including lower revenues, the potential effect of changes in trading relationships with the USA, and continued restrictions in Russia in relation to accessing cash.

Notes to the Financial Statements

for the year ended 31 December 2025

Considering the range of sensitivities which account for a severe downturn versus expectation in 2026 and beyond, plus the range of mitigation options available, the business demonstrates sufficient headroom giving the Directors confidence that the business can continue to meet its obligations as they fall due, even under the worst-case scenarios, for at least 12 months from the date of this report. Accordingly, the directors are satisfied they can prepare the financial statements on a going concern basis.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiary undertakings. Subsidiaries are all entities over which the Group has the power to govern their financial and operating policies generally accompanying a shareholding of more than fifty per cent of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration agreement. Acquisition related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition by acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the income statement.

Investments in subsidiaries are accounted for at cost less impairment.

Inter-Company transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Foreign currency translation

(a) Functional and presentational currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The consolidated financial statements are presented in British Pounds Sterling, which is the Company's functional and presentational currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement within 'administrative expenses'.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyper- inflationary economy) that have a functional currency different from the presentational currency are translated into the presentational currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- income and expenses for each income statement are translated at average exchange rates; and
- all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations are taken to other comprehensive income. When a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are recognised in the income statement as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

Segmental reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Executive Directors who make strategic decisions. The information used to assess performance during 2025 is by geography.

Government grants

Government grants receivable in connection with expenditure on property, plant and equipment are recognised at their fair value where there is reasonable assurance that the grant will be received and the Group will comply with all attached conditions. They are accounted for as deferred income, which is credited to the income statement over the expected useful economic life of the related assets, on a basis consistent with the depreciation policy. Revenue grants for the reimbursement of costs charged to the income statement are credited to the Income Statement in the year in which the costs are incurred.

Notes to the Financial Statements

for the year ended 31 December 2025

Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and any provision for impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the asset and bringing the asset to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only where it is probable that future economic benefits associated with the asset will flow to the Group and the cost of the asset can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred. Any borrowing costs associated with qualifying property plant and equipment are capitalised and depreciated at the rate applicable to that asset category.

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost to its residual values over their estimated useful lives, as follows

Buildings	2%–10%
Leasehold improvements	20% or over the life of the lease if under 5 years
Fixtures and fittings	16.7%–33.3%
Plant and machinery	6.7%–33.3%
Motor vehicles	25%

From 2023 certain large scale fermenters are depreciated over their estimated life of 15 years (6.67%).

Assets under construction are stated at historical cost. Depreciation commences when the asset is placed into service.

The assets' residual values and useful economic lives are reviewed regularly, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying value is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on the disposal of assets are determined by comparing the proceeds with the carrying amount and are recognised in administration expenses in the income statement.

Investments in subsidiaries

The Company adopts the cost model and shows investments in subsidiaries at cost less accumulated depreciation and any accumulated impairment losses. Occasionally the Company performs group restructuring activities which involve the transfer of assets to other subsidiary companies. Where no value is being lost to the Group, the policy is to transfer the investment value in between subsidiaries in line with the conceptual framework. There is no effect on consolidation as the investment values are eliminated.

Investment property

The Company adopts the cost model and shows the investment property at cost less accumulated depreciation and any accumulated impairment losses. As the property is occupied by a subsidiary, it does not meet the definition of an investment property for the Group. In 2025 the property was sold by the Company to the occupying subsidiary.

Intangible assets

(a) Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of the acquisition. Goodwill on acquisitions of subsidiaries is included in 'intangible assets'. Goodwill has an infinite useful life and is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose, identified according to operating segment.

(b) Trademarks, trade names and licences

Separately acquired trademarks and licences are shown at historical cost. Trademarks and licences acquired in a business combination are recognised at fair value at the acquisition date. Trademarks and licences have a finite useful life and are carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method to allocate the cost of trademarks and licences over their estimated useful lives of between 8 and 12 years and is charged to administrative expenses in the income statement.

(c) Customer relationships

Contractual customer relationships acquired in a business combination are recognised at fair value at the acquisition date. The asset represents the value at acquisition of long term relationships with customers. The contractual customer relationships have a finite useful life and are carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method over the expected life of the customer relationship of between 5 and 15 years and is charged to administrative expenses in the income statement.

Notes to the Financial Statements

for the year ended 31 December 2025

(d) Trade secrets

Trade secrets, including technical know-how, operating procedures, methods and processes, acquired in a business combination are recognised at fair value at the acquisition date. Trade secrets have a finite useful life and are carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method to allocate the cost of trade secrets over their estimated useful lives of between 6 and 15 years and is charged to administrative expenses in the income statement.

(e) Development costs

Development costs acquired in a business combination are recognised at fair value at the acquisition date. They represent the value at acquisition of expenditure incurred on the development of new or substantially improved products or processes. Development costs have a finite useful life and are carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method over their estimated useful lives of 15 years and is charged to administrative expenses in the income statement.

Expenditure incurred on the development of new or substantially improved products or processes is capitalised, provided that the related project satisfies the criteria for capitalisation, including the project's technical feasibility and likely commercial benefit. All other research and development costs are expensed as incurred.

Such internally generated development costs are amortised over the estimated useful life of the products with which they are associated, currently 3 to 10 years. Amortisation commences when a new product is in commercial production. The amortisation is charged to administrative expenses in the income statement. The estimated remaining useful lives of development costs are reviewed at least on an annual basis.

The carrying value of capitalised development costs is reviewed for potential impairment at least annually and if a product becomes unviable and an impairment is identified the deferred development costs are immediately charged to the income statement.

(f) Software and website costs

Expenditure incurred on the development of new or substantially improved software and websites is capitalised, provided that the project satisfies the criteria for capitalisation, including technical feasibility and likely commercial benefit. All other software and website costs are expensed as incurred.

Software and website costs are amortised over their estimated useful life, currently 6–10 years. Amortisation commences when the software or website is in commercial use. The amortisation is charged to administrative expenses in the income statement. The estimated remaining useful life of the assets is reviewed at least on an annual basis.

The carrying value of capitalised software and website costs is reviewed for potential impairment at least annually and if an impairment is identified the costs are immediately charged to the income statement.

Impairment of non-financial assets

Assets that have an indefinite life such as goodwill are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs to sell, and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. Impairment losses recognised for cash-generating units, to which goodwill has been allocated, are credited initially to the carrying amount of goodwill. Any remaining impairment loss is charged pro rata to the other assets in the cash-generating unit.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in the prior period. A reversal of an impairment loss is recognised in the income statement immediately. If goodwill is impaired however, no reversal of the impairment is recognised in the financial statements.

Financial assets

Classification

The group classifies its financial assets in the following measurement categories:

- those to be measured at amortised cost; and
- those to be measured subsequently at fair value (either through OCI or through profit or loss);

Notes to the Financial Statements

for the year ended 31 December 2025

(a) Financial assets at amortised cost

Assets that are held for collection of contractual cash flows, where those cash flows represent solely payments of principal and interest, are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the statement of profit or loss.

(b) Financial assets at fair value through profit or loss

The Group classifies the following financial assets at fair value through profit or loss (FVPL):

- debt investments that do not qualify for measurement at either amortised cost or fair value through Other Comprehensive Income
- equity investments that are held for trading, and
- equity investments for which the entity has not elected to recognise fair value gains and losses through Other Comprehensive Income.

(c) Financial assets at fair value through Other Comprehensive Income

Financial assets at fair value through Other Comprehensive Income comprise equity securities that are not held for trading and which the Group has irrevocably elected at initial recognition to recognise in this category. The Group considers this category to be more relevant for assets of this type. Purchases and sales of these assets are valued at the date of trade.

Inventories

Inventories and work in progress are stated at the lower of cost and net realisable value. Cost is calculated on a weighted average cost basis and includes raw materials, direct labour, other direct costs and attributable production overheads, where appropriate. Net realisable value represents the estimated selling price less all estimated costs of completion and applicable selling costs. Where necessary, provision is made for slow-moving and obsolete inventory. Inventory on consignment and their related obligations are recognised in current assets and payables respectively.

Trade and other receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. Other than in the case of certain intercompany receivables, and large corporate customers, they are generally due for settlement within 30 days and therefore are all classified as current. Trade receivables are initially recognised at fair value, being the original invoice amount, and subsequently measured at amortised cost less provision for impairment. The group applies the IFRS 9 simplified approach to measuring expected credit losses. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The expected loss rates are based on the historical credit losses from past experience and are adjusted to reflect current and forward-looking information on factors affecting the ability of the customers to settle the receivables, where applicable the amount of the loss is recognised in the income statement within administrative expenses. When a trade receivable is uncollectible it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against administrative expenses in the income statement.

Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at bank and in hand and short-term deposits with an original maturity of less than three months, reduced by overdrafts.

For the purposes of the consolidated cash flow statement, cash and cash equivalents consist of cash and short-term deposits as defined above net of outstanding bank overdrafts where there is a right of offset.

Cash and cash equivalents are disclosed as restricted where the Group's ability to access cash held by a subsidiary is limited or otherwise restricted by action of the entity's home government.

Share capital

Ordinary Shares are classified as equity. Proceeds in excess of the nominal value of shares issued are allocated to the share premium account and are also classified as equity. Incremental costs directly attributable to the issue of new Ordinary Shares or options are deducted from the share premium account.

Where the Company purchases any of the Company's equity instruments, for example as the result of a share buyback, the consideration paid, including any directly attributable incremental costs, is deducted from equity attributable to the owners of the company as treasury shares until the shares are cancelled or reissued. Where the shares are subsequently cancelled, the nominal value of shares is deducted from the value of equity and credited to the Capital Redemption reserve. The amount paid is debited to reserves.

Financial liabilities

Debt is measured at fair value, being net proceeds after deduction of directly attributable issue costs, with subsequent measurement at amortised cost with the exception of deferred equity consideration which is categorised as a financial liability at fair value through profit and loss. Debt issue costs are recognised in the income statement over the expected term of such instruments at a constant rate on the carrying amount.

Notes to the Financial Statements
for the year ended 31 December 2025

Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings

Borrowings are recognised initially at the fair value of proceeds received, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Borrowing costs are expensed in the consolidated Group income statement under the heading 'finance costs'. Arrangement and facility fees together with bank charges are charged to the income statement under the heading 'administrative expenses'.

Current and deferred income tax

The tax expense comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income where the associated tax is also recognised in other comprehensive income.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income.

Management evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is recognised, using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognised in respect of all temporary differences except where the deferred tax liability arises from the initial recognition of goodwill in business combinations.

Deferred tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and tax losses, to the extent that they are regarded as recoverable. They are regarded as recoverable where, on the basis of available evidence, there will be sufficient taxable profits against which the future reversal of the underlying temporary differences can be deducted.

The carrying value of the amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all, or part, of the tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on the tax rates (and tax laws) that have been substantively enacted at the balance sheet date.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Provisions

Provisions for legal claims are recognised when the Group has a present legal or constructive obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably measured.

Leases

The Group and Company's leasing policy is described in Note 18.

Deferred consideration

Deferred consideration is recognised at fair value. Where the value of deferred consideration is based on a future event, the amounts of future payments are discounted to their present values at the date of completion. The discount rate used is the entity's incremental borrowing rate being the rate at which similar borrowing could be obtained from an independent financier under comparable terms and conditions. Deferred consideration is discounted to take account of the time value of money at rates based on those used for the valuation of related intangible assets.

Employee benefits

(a) Pension obligations

Group companies operate various pension schemes all of which are defined contribution plans. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity with the pension cost charged to the income statement as incurred. The Group has no further obligations once the contributions have been paid.

(b) Share-based compensation

The Group implemented a new Long Term Incentive Plan in September 2025. Under this plan the Group receives services from certain employees as consideration for equity instruments of the Group. Equity-settled share-based payments are measured at fair value at the date of grant and are expensed over the vesting period based on the number of instruments that are expected to vest. Where applicable, the Group recognises the impact of revisions to original estimates on vesting in the income statement, with a corresponding adjustment to equity for equity-settled schemes. Fair values are measured using appropriate valuation models, taking into account the terms and conditions of the awards.

When the shared-based payment awards are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and where appropriate share premium.

Notes to the Financial Statements

for the year ended 31 December 2025

National insurance on share options

To the extent that the share price at the balance sheet date is greater than the exercise price on options granted under unapproved share-based payment compensation schemes, provision for any National Insurance Contributions is based on the prevailing rate of National Insurance. The provision is accrued over the performance period attaching to the award.

(c) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current liabilities in the balance sheet.

Revenue recognition

Revenue is accounted for in accordance with the principles of IFRS 15, which has been applied as follows:

(a) Sale of goods

Revenue for the sale of medical diagnostic instruments and reagents is measured at the fair value of the consideration received or receivable and represents the invoiced value for the sale of the goods net of sales taxes, rebates and discounts. Revenue from the sale of goods is recognised when control of the products has transferred which is when a Group Company has delivered products to the customer, the customer has accepted delivery of the products and collectability of the related receivables is reasonably assured. A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due. Where contracts contain multiple deliverables, and the volume of each deliverable can be determined with reasonable certainty, then the transaction price will be allocated to each performance obligation based on the expected cost of each item.

(b) Sale of services

Revenue for the sale of services is measured at the fair value of the consideration received or receivable and represents the invoiced value for the sale of the services net of sales taxes, rebates and discounts. Revenue from the sale of services is recognised when a Group Company has completed the services and collectability of the related receivables is reasonably assured. Services sold mainly consist of repairs, shipping and handling.

Goods are often sold with retrospective volume discounts based on aggregate sales over a period. Revenue from these sales is recognised based on the price specified in the contract, net of the estimated volume discounts. Accumulated experience is used to estimate and provide for the discounts, using the expected value method, and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. A refund liability (included in trade and other payables) is recognised for expected volume discounts payable to customers in relation to sales made until the end of the reporting period. The group's obligation to repair or replace faulty products under the standard warranty terms is recognised as an accrual.

Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Dividend distribution

Dividend distributions to the Company's shareholders are recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders. Interim dividends are recognised when paid.

Distributions in specie are recognised at the fair value of the assets distributed.

Other income

Other income includes grant income passed through income where this is permitted by the relevant jurisdiction.

Exceptional items

These are items of an unusual or non-recurring nature incurred by the Group and include transactional costs and reorganisation costs.

3. Financial risk management

Financial risk factors

The Group and Company's activities expose it to a variety of financial risks: market risk (foreign exchange risk and cash flow interest rate risk), credit risk, liquidity risk, capital risk and fair value risk. The Group and Company's overall risk management programme focuses on the unpredictability of the financial markets and seeks to minimise the potential adverse effects on the Group and Company's financial performance. The Group and Company do not use derivative financial instruments to hedge risk exposures.

Risk management is carried out by the head office finance team. It evaluates and mitigates financial risks in close co-operation with the Group's operating units. The Board provides principles for overall risk management whilst the head office finance team provides specific policy guidance for the operating units in terms of managing foreign exchange risk, credit risk and cash and liquidity management.

Notes to the Financial Statements

for the year ended 31 December 2025

(a) Market risk

(i) Foreign exchange – cash flow risk
The Group and Company's presentational currency is sterling although the Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily between GBP, USD, the Euro, and Rouble, such that the Group's cash flows are affected by fluctuations in the rate of exchange between GBP and the aforementioned foreign currencies.

This exposure is managed by a natural currency hedge as the Group's operating subsidiaries cost base is also denominated mainly in USDs, Euros, and Roubles, as the Group has subsidiary businesses located in the USA, Germany, and Russia.

Management do not use derivative financial instruments to mitigate the impact of any residual foreign currency exposure not mitigated by the natural hedge within the business model. The Group and Company do not speculate in foreign currencies and no operating Company is permitted to take unmatched positions in any foreign currency.

(ii) Foreign exchange – Fair value risk
Translation exposures that arise on converting the results of overseas subsidiaries are not hedged. Net assets held in foreign currencies are hedged wherever practical by matching borrowings in the same currency. The principal exchange rates used by the Group and Company in translating overseas profits and net assets into GBP are set out in the table below.

Rate compared to GBP	Average rate 2025	Average rate 2024	**Year end rate 2025**	Year end rate 2024
Euro	**1.171**	1.182	**1.146**	1.21
Russian Rouble	**111.342**	119.899	**106.356**	141.796
US Dollar	**1.315**	1.278	**1.344**	1.252

As a guide to the sensitivity of the Group's results to movements in foreign currency exchange rates, a five per cent movement in the Euro, US Dollar and Russian Rouble to Sterling rate would impact annual earnings by approximately £308,000 (2024: £274,000), £395,000 (2024: £391,000), and £57,000 (2024: £43,000) respectively. In the case of the Russian Rouble, a 15% movement would impact annual earnings by £155,000 (2024: £117,000).

(iii) Cash flow and fair value interest rate risk
The Group has interest-bearing assets in the form of cash and cash equivalents and interest-bearing liabilities which relate to borrowings and finance lease obligations. Interest rates on cash and cash equivalents are floating whilst interest rates on certain borrowings have been fixed and therefore expose the Group to fair value interest rate risk. The Group and Company do not speculate on future changes in interest rates. The Group does not consider this risk to be material.

Where overseas acquisitions are made, it is the Group's policy to arrange any borrowings required in local currency.

It is the Group and Company's policy not to trade in financial instruments. The Group and Company do not use interest rate swaps.

(b) Credit risk

Credit risk is managed on a Group basis, except for credit risk relating to accounts receivable balances. Each local subsidiary and operating business unit is responsible for managing and analysing the credit risk for each of their new clients before standard payment and delivery terms and conditions are offered. It is the Group and Company policy to obtain deposits or require payment in advance from customers where possible, particularly overseas customers. In addition if possible the Group will seek confirmed letters of credit for the balances due. Credit risk is managed at the operating business unit level and monitored at the Group level to ensure adherence to Group policies. If there is no independent rating, local management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board. The utilisation of credit limits is regularly monitored. Where extended credit is granted, this is agreed by the Chief Financial Officer. Credit insurance is taken out where appropriate and cost effective.

Credit risk also arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to customers.

(c) Liquidity risk

Cash flow forecasting is performed in the individual operating entities of the Group and is aggregated by Group Finance. Group Finance monitors cash and cash flow forecasts and it is the Group and Company's liquidity risk management policy to maintain sufficient cash and available funding through an adequate amount of cash and cash equivalents and committed credit facilities from its bankers. Due to the dynamic nature of the underlying businesses, the head office finance team aims to maintain flexibility in funding by keeping sufficient cash and cash equivalents available to fund the requirements of the Group and Company.

Notes to the Financial Statements

for the year ended 31 December 2025

The Group's policy in relation to the finance of its overseas operations requires that sufficient liquid funds be maintained in each of its territory subsidiaries to support short and medium-term operational plans. Where necessary, short-term funding is provided by the holding company. In the UK, the management of liquid funds in excess of operational needs are controlled centrally. Typically excess funds are placed as short-term deposits, to provide a balance between interest earnings and flexibility, where the benefit outweighs the administrative cost.

The table below analyses the Group's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than one year £'000	Between 1 and 2 years £'000	Between 2 and 5 years £'000	More than 5 years £'000	**Total £'000**
At 31 December 2025:					
Lease liabilities	462	311	428	660	**1,861**
Trade and other payables	5,334	-	-	-	**5,334**
At 31 December 2024:					
Lease liabilities	497	421	558	-	**1,476**
Trade and other payables	5,399	-	-	-	**5,399**

The maturity of the Company's non-derivative financial liabilities is all less than one year.

(d) Capital risk management

Capital risk

The Group and Company's objectives when managing capital are to safeguard the ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust its capital structure, the Group might adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. The Group sometimes places cash on short term demand deposit using financial institutions with at least A credit rating.

The Group and Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net cash divided by total capital. Net cash is calculated as total borrowings (including "current and non-current borrowings" as shown in the consolidated balance sheet) and lease creditors less cash and cash equivalents. Total capital is the sum of net debt or net cash plus equity.

	2025 £'000	2024 £'000
Net cash	**14,449**	12,983
Total capital	**84,724**	86,195
Ratio	**17.1%**	15.1%

(e) Fair value estimation

Fair value for the investment in Verici Dx plc was determined by reference to their published price quotation in an active market (classified as level 1 in the fair value hierarchy). The investments have been classified as financial assets at fair value through Other comprehensive income.

Group and Company	**2025 £'000**	2024 £'000
AIM listed ordinary shares – Verici Dx plc	**5**	28

Notes to the Financial Statements

for the year ended 31 December 2025

The investments in the unlisted equity securities of Llusern and Epinex are classified as Level 3 in the fair value hierarchy. Their fair value is assessed annually based on inputs from the senior management of the investee companies, including the result where appropriate of further funding rounds, as well as the Group's assessment of their progress. The fair value of the Llusern shares has not changed in 2025 (2024 reduction of £2,000). The value of the investment in Epinex has been impaired in full in 2025 (£151,000, 2024: £nil). There have been no movements between levels in 2025 or 2024.

4. Critical accounting estimates and judgements

In the process of applying the Group's accounting policies, management has made accounting judgements in the determination of the carrying value of certain assets and liabilities. Due to the inherent uncertainty involved in making assumptions and estimates, actual outcomes will differ from those assumptions and estimates. The following estimates have the most significant effect on the amounts recognised in the financial statements.

Impairment of goodwill and other intangible assets and recoverability of investment in subsidiaries

The recognition of goodwill and other intangible assets arising on acquisitions and the impairment assessments contain significant accounting estimates. The Group tests annually whether goodwill and other intangible assets have suffered any impairment, in accordance with the accounting policy stated in note 2. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations or fair value less costs to sell. These calculations require the use of estimates as set out in note 19 where we also detail the sensitivity of changes in the key assumptions.

Inventory provisions

The Group makes provisions for slow-moving and obsolete inventory. While the majority of provisions are set using a standard model, management uses judgement to determine whether use of the standard model is appropriate in the circumstances or whether adjustments should be made to increase or decrease the standard provision. If the standard model had been applied in all cases, inventory provisions would have been higher by £0.6m (2024: £1.1m) which in percentage terms is 24% (2024: 28%).

Further details of inventory provisions are set out in Note 24.

Russia

The Directors have used judgement in determining that the Group retains control of its subsidiary company in Russia and that it remains appropriate for it to still be consolidated in these results. Details of trading and assets in Russia are shown in Note 5. The Directors consider the extent to which the Group can control the actions of the subsidiary, the appointment of directors, and the declaration and payment of dividends, which are restricted as a result of actions by the Russian Government.

Current tax

Having taken advice, the Group has provided for £1.3m of current tax in it's German subsidiary relating to transfer pricing on trade between Germany and Russia, and licence payments to the USA in previous years. Discussions with the German tax authorities on both the applicability and quantum of these continue, and a range of final outcomes is possible. The Directors have used judgement in determining that payment is more likely than not, and in determining the fair value of the provision.

If the Directors had judged that it was more likely than not that payment would not be required, then no provision would have been made. In the case of the licence payments, the full amount of the potential payment has been provided. If 25% of the amount could be recovered the provision would have reduced by £0.2m. In case of the transfer pricing, a 5% change up or down in the calculation would change the provision by £0.3m.

5. Segmental reporting

Management has determined the Group's operating segments based on the monthly management reports presented to the Chief Operating Decision Maker ('CODM'). The CODM is the Executive Directors and the monthly management reports are used by the Group to make strategic decisions and allocate resources.

The principal activity of the Group is the design, development, manufacture and sale of diagnostic instruments, reagents and certain ancillary products. This activity takes place across various countries, such as the USA, Germany, and Russia, with head office activities taking place in the United Kingdom, and as such the Board considers the business primarily from a geographic perspective. Although not all the segments meet the quantitative thresholds required by IFRS 8, management has concluded that all segments should be maintained and reported.

The reportable segments derive their revenue primarily from the manufacture and sale of medical diagnostic equipment and reagents. Other services include the servicing and distribution of third party company products under separate distribution agreements. Transactions between segments consist of the sale of products for resale. The basis of accounting for these transactions is the same as for external revenue. Currently the key operating performance measures used by the CODM are revenue and adjusted EBITDA.

Notes to the Financial Statements

for the year ended 31 December 2025

5. Segmental reporting *(continued)*

The segment information provided to the Board for the reportable segments for the years ended 31 December 2025 and 2024 is as follows:

2025	Germany £'000	USA £'000	Russia^ £'000	UK £'000	**Total £'000**
Income statement					
Revenue	27,343	25,155	4,262	-	56,760
Inter-segment	(5,196)	-	-	-	(5,196)
External revenue	**22,147**	**25,155**	**4,262**	**-**	**51,564**
Adjusted EBITDA*	**6,223**	**8,839**	**1,217**	**(3,891)**	**12,388**
Share based payment	-	-	-	(14)	(14)
EBITDA	**6,223**	**8,839**	**1,217**	**(3,905)**	**12,374**
Depreciation	(991)	(1,974)	(39)	(64)	(3,068)
Amortisation	(2,072)	(277)	-	21	(2,328)
Operating profit/(loss)	**3,160**	**6,588**	**1,178**	**(3,948)**	**6,978**
Finance income					262
Finance cost					(154)
Income tax					(4,555)
Profit for the year					**2,531**
Segment assets					
Operating assets	43,219	34,351	1,423	9,949	88,942
Inter-segment assets	(10,690)	(7,853)	(119)	(4,976)	(23,638)
External operating assets	32,529	26,498	1,304	4,973	65,304
Cash	3,862	5,760	2,147	4,065	15,834
Total assets	**36,391**	**32,258**	**3,451**	**9,038**	**81,138**
Segment liabilities					
Operating liabilities	4,894	3,772	346	25,489	34,501
Inter-segment liabilities	(119)	(32)	-	(23,487)	(23,638)
External operating liabilities	4,775	3,740	346	2,002	10,863
Total liabilities	**4,775**	**3,740**	**346**	**2,002**	**10,863**
Other segmental information					
Non-current assets – PPE	8,206	13,722	180	191	22,299
Non-current assets – Intangibles	17,508	7,020	73	3,283	27,884
PPE – additions	999	930	71	18	2,018
Intangible assets – additions	550	287	-	-	837

** Adjusted EBITDA excludes exceptional items and share-based payments. The UK includes head office costs.*
^ relates to a subsidiary with a non-controlling interest

Notes to the Financial Statements

for the year ended 31 December 2025

5. Segmental reporting *(continued)*

2024	Germany £'000	USA £'000	Russia^ £'000	UK £'000	**Total £'000**
Income statement					
Revenue	25,487	26,166	3,357	-	55,010
Inter-segment	(4,816)	-	-	-	(4,816)
External revenue	**20,671**	**26,166**	**3,357**	**-**	**50,194**
Adjusted EBITDA*	**5,588**	**8,748**	**925**	**(3,925)**	**11,336**
Exceptional items – other, charged to cost of sales	109	(439)	-	-	(330)
Exceptional items – other	8	-	-	(30)	(22)
EBITDA	**5,705**	**8,309**	**925**	**(3,955)**	**10,984**
Depreciation	(934)	(2,538)	(45)	(116)	(3,633)
Amortisation	(751)	(360)	-	20	(1,091)
Operating profit/(loss)	**4,020**	**5,411**	**880**	**(4,051)**	**6,260**
Finance income					174
Finance cost					(171)
Income tax					314
Profit for the year					**6,577**
Segment assets					
Operating assets	39,651	29,758	1,244	12,675	83,328
Inter-segment assets	(10,272)	-	(271)	(5,341)	(15,884)
External operating assets	29,379	29,758	973	7,334	67,444
Cash	4,090	8,750	1,289	172	14,301
Total assets	**33,469**	**38,508**	**2,262**	**7,506**	**81,745**
Segment liabilities					
Operating liabilities	4,684	3,142	176	16,415	24,417
Inter-segment liabilities	(271)	(829)	-	(14,784)	(15,884)
External operating liabilities	4,413	2,313	176	1,631	8,533
Total liabilities	**4,413**	**2,313**	**176**	**1,631**	**8,533**
Other segmental information					
Non-current assets – PPE	6,712	15,814	117	1,391	24,034
Non-current assets – Intangibles	16,789	7,651	55	4,427	28,922
PPE – additions	1,320	1,490	60	272	3,142
Intangible assets – additions	466	44	-	-	510

** Adjusted EBITDA excludes exceptional items and share-based payments. The UK includes head office costs*

^ relates to a subsidiary with a non-controlling interest

Notes to the Financial Statements

for the year ended 31 December 2025

5. Segmental reporting *(continued)*

Disclosure of Group revenues by geographic location of customer is as follows:

	2025 £'000	2024 £'000
Americas		
United States of America	**21,970**	22,109
Peru	**2,426**	1,449
Rest of Americas	**1,579**	1,866
Europe, Middle East and Africa (EMEA)		
Germany	**7,254**	7,188
United Kingdom	**867**	781
Rest of Europe	**4,614**	4,344
Russia	**4,262**	3,357
Middle East	**1,086**	1,041
Africa	**3,317**	3,272
Asia and Rest of World		
China	**872**	1,025
Rest of Asia and Oceania	**3,317**	3,762
Total revenue	**51,564**	50,194

In 2025, revenues of £5,519,000 (10.7%) (2024: £4,953,000) were derived from one external customer. £5,512,000 of this revenue relates to the USA, with the remainder relating to Germany. No other customer contributed 10% or more of the Group's total external revenue during the year. In 2024 no customer represented more than 10% of external revenues.

Notes to the Financial Statements
for the year ended 31 December 2025

6. Expenses – analysis by nature

	2025 £'000	2024 £'000
Inventories consumed in cost of sales	**18,660**	17,124
Employee benefit expense (note 11)	**19,060**	18,156
Employee costs capitalised as intangible assets	**(228)**	(229)
Depreciation and amortisation	**5,396**	4,724
Exceptional items – other, charged to cost of sales (note 8)	**-**	330
Exceptional items – other (note 8)	**-**	22
Research and development expenses	**1,439**	1,345
Foreign exchange	**256**	141
Other expenses	**235**	2,615
Total cost of sales and administration expenses	**44,818**	44,228

Included within the above expenses in 2024 are exceptional items as set out in note 8. There are no exceptional items in 2025.

7. Other income

	2025 £'000	2024 £'000
Other	**232**	294
Total	**232**	294

Notes to the Financial Statements

for the year ended 31 December 2025

8. Exceptional items

There are no exceptional items in the year to 31 December 2025. Included within cost of sales and administrative expenses in 2024 are exceptional items as shown below:

	Note	**2025 £'000**	2024 £'000
– Business reorganisation costs – other charged to cost of sales	a	-	(330)
– Business reorganisation costs – other charged to operating expenses	b	-	(22)
Exceptional items		-	(352)

a. Costs associated with the transition and restructure of operations. In 2024 costs of £0.5m are inventory provisions associated with the ending of the group's clinical chemistry product line offset by reductions of provisions previously made against COVID-19 inventory where the inventory had now been utilised
b. Higher than expected professional fees associated with the 2023 closure of DiaSpect Medical AB.

9. Independent auditor's remuneration

During the year the Group (including its overseas subsidiaries) obtained the following services from the Company's auditors and their associates:

	2025 £'000	2024 £'000
Fees payable to Company's auditors and its associates for the audit of the parent Company and consolidated financial statements	**306**	295
Fees payable to the Company's auditors and its associates for other services:		
– The audit of Company's subsidiaries	**46**	39
	352	334

10. Directors' remuneration

	2025 £'000	2024 £'000
Aggregate remuneration	**769**	614
Contribution to defined contribution pension scheme	**46**	39
Amounts receivable under long term incentive plan	**14**	-
	829	653

Retirement benefits are accruing to 3 (2024: 2) current directors under a defined contribution scheme. See further disclosures within the Remuneration Report on pages 26 to 27. The highest paid director received aggregate emoluments of £261,000 (2024: £278,000).

Notes to the Financial Statements
for the year ended 31 December 2025

11. Employee benefit expense

	Group 2025 £'000	Group 2024 £'000	**Company 2025 £'000**	Company 2024 £'000
Wages and salaries	**15,717**	15,051	**2,545**	2,026
Social security costs	**2,791**	2,566	**382**	283
Share-based payments granted to Directors and senior management (Note 30)	**14**	-	**14**	-
Other pension costs (Note 32)	**310**	310	**90**	79
	18,832	17,927	**3,031**	2,388
Capitalised as development costs	**228**	229	**-**	-
	19,060	18,156	**3,031**	2,388

12. Monthly average number of people employed

	Group 2025	Group 2024	**Company 2025**	Company 2024
Monthly average number of people (including Executive Directors) employed was:				
Administration	**45**	48	**10**	9
Research and development and regulatory	**37**	32	**-**	-
Sales and marketing	**60**	61	**15**	13
Manufacturing, production and after sales	**158**	163	**-**	-
	300	304	**25**	22

The total number of employees (FTEs) in the Group at 31 December 2025 was 301 (2024: 303), and in the Company was 26 (2024: 22).

13. Finance income and costs

	2025 £'000	2024 £'000
Finance costs:		
– Bank borrowings	**-**	(91)
– Other interest	**(48)**	-
– IFRS 16 interest	**(106)**	(80)
Finance costs	**(154)**	(171)
Finance income:		
– Interest income on short term deposits	**259**	168
– Other interest	**3**	6
Finance income	**262**	174
Net finance income	**108**	3

Notes to the Financial Statements

for the year ended 31 December 2025

14. Income tax charge/(credit)

Group	2025 £'000	2024 £'000
Current tax:		
Current tax on profit for the year	**2,065**	993
Adjustments in respect of prior periods	**1,237**	-
Total current tax charge	**3,302**	993
Deferred tax (note 28):		
Origination and reversal of temporary differences	**1,253**	(1,307)
Total deferred tax charge/(credit)	**1,253**	(1,307)
Income tax charge/(credit)	**4,555**	(314)

The main UK corporation tax rate increased to 25% from 1 April 2023. Deferred taxes at the reporting date have been measured using this enacted tax rate and reflected in these financial statements.

There is no income tax associated with components of other comprehensive income.

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the standard tax rate applicable to the profits of the consolidated entities as follows:

	2025 £'000	2024 £'000
Profit before tax	**7,086**	6,263
Tax calculated at domestic tax rates applicable to UK standard rate of tax of 25%	**1,772**	1,566
Tax effects of:		
– Expenses not deductible for tax purposes	**517**	261
– Income not subject to tax	**(159)**	(29)
- Current year temporary differences	**341**	473
– Movements on unrecognised tax losses	**331**	263
– Utilisation of tax losses	**(90)**	(779)
– Adjustment in respect of prior years – current tax	**1,237**	-
– Adjustment in respect of prior years – deferred tax	**-**	(2,024)
– Impact of different tax rates in other jurisdictions	**125**	31
– Other movements	**481**	(76)
Tax charge/(credit)	**4,555**	(314)

Notes to the Financial Statements

for the year ended 31 December 2025

15. Earnings per share

Basic

Basic earnings per share is calculated by dividing the profit attributable to owners of the parent by the weighted average number of Ordinary Shares in issue during the year.

	2025 £'000	2024 £'000
Profit attributable to owners of the parent	**2,122**	6,242
Weighted average number of Ordinary Shares in issue	**448,330,087**	453,730,564
Basic earnings per share	**0.47 pence**	1.38 pence

Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of Ordinary shares outstanding assuming conversion of all dilutive potential Ordinary shares. The Company has one category of dilutive potential Ordinary shares in 2025 being an equity-based Long Term Incentive Plan (LTIP) which was approved in September 2025.

There were no outstanding share options at 31 December 2024, or other dilutive items. The number of shares in issue in 2025 excludes 1,555,980 (2024: 1,200,000) shares held in treasury.

	2025 £'000	2024 £'000
Profit attributable to owners of the parent	**2,122**	6,242
Weighted average number of Ordinary Shares in issue	**448,470,937**	453,730,564
Diluted earnings per share	**0.47 pence**	1.38 pence

	2025 £'000	2024 £'000
Weighted average number of Ordinary Shares in issue	**448,330,087**	453,730,564
Adjustment for assumed conversion of share awards	**140,850**	-
Weighted average number of Ordinary Shares in issue	**448,470,937**	453,730,564

16. Dividends

Based on the need for continued investment in our core areas the Board has decided that it would be prudent to discontinue dividend payments and to enhance shareholder value mainly through growth. The Board will however consider recommencing the payment of dividends if and when appropriate.

Notes to the Financial Statements

for the year ended 31 December 2025

17. Property, plant and equipment

Group	Land and buildings £'000	Fixtures & fittings £'000	Plant and machinery £'000	Motor vehicles £'000	Assets under construction £'000	Right-of-use asset £'000	**Total £'000**
Cost							
At 1 January 2024	**14,513**	**1,437**	**21,267**	**208**	**1,188**	**3,323**	**41,936**
Additions	1,179	80	673	-	314	896	**3,142**
Exchange differences	(31)	(36)	(291)	(39)	(22)	(25)	**(444)**
Transfers	73	-	982	-	(1,055)	-	**-**
Disposals	-	(18)	(992)	-	(44)	(1,178)	**(2,232)**
At 31 December 2024	**15,734**	**1,463**	**21,639**	**169**	**381**	**3,016**	**42,402**
Accumulated depreciation							
At 1 January 2024	**3,870**	**1,065**	**9,862**	**72**	**-**	**2,292**	**17,161**
Charge for the year	982	152	1,841	16	-	642	**3,633**
Exchange differences	11	(34)	(274)	(15)	-	5	**(307)**
Disposals	-	(17)	(924)	-	-	(1,178)	**(2,119)**
At 31 December 2024	**4,863**	**1,166**	**10,505**	**73**	**-**	**1,761**	**18,368**
Net book value at 31 December 2024	**10,871**	**297**	**11,134**	**96**	**381**	**1,255**	**24,034**
Cost							
At 1 January 2025	**15,734**	**1,463**	**21,639**	**169**	**381**	**3,016**	**42,402**
Additions	247	126	527	71	559	111	**1,641**
Adjustments	-	-	-	-	-	377	**377**
Exchange differences	(472)	19	(232)	53	23	(27)	**(636)**
Transfers	413	-	581	-	(581)	-	**413**
Disposals	-	(40)	(14)	(23)	(63)	(812)	**(952)**
At 31 December 2025	**15,922**	**1,568**	**22,501**	**270**	**319**	**2,665**	**43,245**
Accumulated depreciation							
At 1 January 2025	**4,863**	**1,166**	**10,505**	**73**	**-**	**1,761**	**18,368**
Charge for the year	628	150	1,845	16	-	429	**3,068**
Exchange differences	(169)	25	121	22	-	(24)	**(25)**
Transfers	413	-	-	-	-	-	**413**
Disposals	-	(40)	(10)	(16)	-	(812)	**(878)**
At 31 December 2025	**5,735**	**1,301**	**12,461**	**95**	**-**	**1,354**	**20,946**
Net book value at 31 December 2025	**10,187**	**267**	**10,040**	**175**	**319**	**1,311**	**22,299**

Depreciation expense of £1,744,000 (2024: £1,755,000) has been charged to cost of sales and £1,324,000 (2024: £1,878,000) has been charged to administrative expenses.

The adjustments above relates to a property lease in the USA where a change in judgement has led to the inclusion of extension options reasonably certain to be exercised.

Notes to the Financial Statements

for the year ended 31 December 2025

17. Property, plant and equipment *(continued)*

Company	Land and buildings £'000	Investment property £'000	Fixtures & fittings £'000	Assets under construction £'000	Right-of-use asset £'000	**Total £'000**
Cost						
At 1 January 2024	**-**	**1,670**	**189**	**-**	**563**	**2,422**
Additions	-	-	8	-	265	**273**
Disposal	-	-	-	-	(563)	**(563)**
At 31 December 2024	**-**	**1,670**	**197**	**-**	**265**	**2,132**
Accumulated depreciation						
At 1 January 2024	**-**	**477**	**169**	**-**	**563**	**1,209**
Charge for the year	-	39	15	-	40	**94**
Disposal	-	-	-	-	(563)	**(563)**
At 31 December 2024	**-**	**516**	**184**	**-**	**40**	**740**
Net book value at 31 December 2024	**-**	**1,154**	**13**	**-**	**225**	**1,392**
Cost						
At 1 January 2025	**-**	**1,670**	**197**	**-**	**265**	**2,132**
Additions/adjustments	-	-	11	-	8	**19**
Disposal	-	(1,670)	(40)	-	-	**(1,710)**
At 31 December 2025	**-**	**-**	**168**	**-**	**273**	**441**
Accumulated depreciation						
At 1 January 2025	**-**	**516**	**184**	**-**	**40**	**740**
Charge for the year	-	20	10	-	55	**85**
Disposal	-	(536)	(40)	-	-	**(576)**
At 31 December 2025	**-**	**-**	**154**	**-**	**95**	**249**
Net book value at 31 December 2025	**-**	**-**	**14**	**-**	**178**	**192**

The Company's freehold property was sold at an arms length price to the occupying subsidiary undertaking, EKF-diagnostic GmbH, in July 2025 for £1.92m. Prior to the sale EKF-diagnostic GmbH was paying rental income of €13,900 (£12,100) per month to the parent Company. €83,400 (£71,300) (2024: €167,000 (£141,300)) was paid to the parent Company for the period. The Company adopted the cost model and showed the investment property at cost less accumulated depreciation. As the property was occupied by a subsidiary, it did not meet the definition of an investment property for the Group.

Notes to the Financial Statements

for the year ended 31 December 2025

18. Leases

(i) Amounts recognised in the statement of financial position

The balance sheet shows the following amounts relating to leases:

Right-of-use assets	**Group 2025 £'000**	Group 2024 £'000	**Company 2025 £'000**	Company 2024 £'000
Land and buildings	**1,072**	947	**175**	221
Fixtures and fittings	**62**	139	**3**	4
Motor vehicles	**177**	169	**-**	-
Total right-of-use	**1,311**	1,255	**178**	225

Lease liabilities				
Current	**398**	420	**54**	48
Non-current	**987**	898	**135**	183
Total lease liabilities	**1,385**	1,318	**189**	231

Additions to the right-of-use assets during the 2025 financial year were £115,000 (2024: £896,000) for the Group and £8,000 (2024: £265,000) for the Company.

(ii) Amounts recognised in the Statement of Comprehensive income

The statement of profit or loss shows the following amounts relating to leases:

Depreciation charge right-of-use assets	**Group 2025 £'000**	Group 2024 £'000	**Company 2025 £'000**	Company 2024 £'000
Land and buildings	**254**	454	**53**	39
Fixtures and fittings	**79**	73	**2**	1
Motor vehicles	**96**	115	**-**	-
Total right-of-use	**429**	642	**55**	40
Interest expense (included in finance cost)	**106**	80	**16**	14

The total cash outflow for leases in 2025 was £510,000 (2024: £741,000) for the Group and £66,000 (2024: £88,000) for the Company.

(iii) The group's leasing activities and how these are accounted for

The group leases various offices, factories, fixtures and fittings, and motor vehicles. Rental contracts for offices and factories are typically made for fixed periods of between 1 and 15 years, and those for fixtures and fittings and motor vehicles for 3 years, but may have extension options as described below. Payments that relate to maintenance and servicing are not included in the amounts capitalised.

The Group has elected not to capitalise leases which are short term or where the underlying asset is of low value. Lease payments associated with such leases are recognised as an expense when they are incurred. In certain property related leases, reasonably certain future cost increases are included in the amount capitalised.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group uses recent third-party financing received, adjusted where appropriate to reflect changes in financing conditions since third party financing was received.

Notes to the Financial Statements

for the year ended 31 December 2025

18. Leases (continued)

Leases are recognised as a right-of-use asset and a corresponding lease liability at the date on which the leased asset is available for use by the Group.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the group under residual value guarantees
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

Where the Group is exposed to potential future increases in variable lease payments based on an index or rate, amounts are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs
- restoration costs

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Notes to the Financial Statements

for the year ended 31 December 2025

19. Intangible assets

Group	Goodwill £'000	Trademarks, trade name and licences £'000	Customer relationships £'000	Trade secrets £'000	Development costs £'000	Software & website £'000	**Total £'000**
Cost							
At 1 January 2024	**24,425**	**4,678**	**15,271**	**13,256**	**5,539**	**664**	**63,833**
Additions	-	59	-	-	451	-	**510**
Disposals	-	-	-	-	(1,796)	-	**(1,796)**
Exchange differences	(550)	(114)	(88)	(450)	(158)	(7)	**(1,367)**
At 31 December 2024	**23,875**	**4,623**	**15,183**	**12,806**	**4,036**	**657**	**61,180**
Accumulated amortisation and impairment							
At 1 January 2024	**-**	**3,797**	**14,659**	**12,114**	**2,624**	**415**	**33,609**
Charge for the year	-	251	214	179	328	119	**1,091**
Disposal	-	-	-	-	(1,796)	-	**(1,796)**
Exchange differences	-	(89)	(90)	(396)	(65)	(6)	**(646)**
At 31 December 2024	**-**	**3,959**	**14,783**	**11,897**	**1,091**	**528**	**32,258**
Net book value at 31 December 2024	**23,875**	**664**	**400**	**909**	**2,945**	**129**	**28,922**
Cost							
At 1 January 2025	**23,875**	**4,623**	**15,183**	**12,806**	**4,036**	**657**	**61,180**
Additions	-	-	-	-	680	157	**837**
Disposals	-	-	-	-	(1,412)	-	**(1,412)**
Exchange differences	261	45	(411)	456	131	(6)	**476**
At 31 December 2025	**24,136**	**4,668**	**14,772**	**13,262**	**3,435**	**808**	**61,081**
Accumulated amortisation and impairment							
At 1 January 2025	**-**	**3,959**	**14,783**	**11,897**	**1,091**	**528**	**32,258**
Charge for the year	-	270	89	184	1,730	55	**2,328**
Disposal	-	-	-	-	(1,412)	-	**(1,412)**
Exchange differences	-	(19)	(384)	405	14	7	**23**
At 31 December 2025	**-**	**4,210**	**14,488**	**12,486**	**1,423**	**590**	**33,197**
Net book value at 31 December 2025	**24,136**	**458**	**284**	**776**	**2,012**	**218**	**27,884**

Amortisation of £68,000 (2024: £53,000) has been charged to cost of sales and £2,260,000 (2024: £1,038,000) has been charged to administrative expenses in the income statement (net of the profit on the sale of intangible assets). Disposals relate to the write off of projects that had been fully amortised.

Notes to the Financial Statements

for the year ended 31 December 2025

19. Intangible assets (continued)

Company	Development costs £'000
Cost	
At 1 January 2024	992
Disposal	(161)
At 31 December 2024	**831**
Accumulated amortisation	
At 1 January 2024	284
Charge for the year	91
Disposal	(161)
At 31 December 2024	**214**
Net book value at 31 December 2024	**617**
Cost	
At 1 January 2025	831
Disposal	(29)
At 31 December 2025	**802**
Accumulated amortisation	
At 1 January 2025	**214**
Charge for the year	116
Disposal	(29)
At 31 December 2025	**301**
Net book value at 31 December 2025	**501**

Impairment disclosure for goodwill

Goodwill is allocated to the Group's cash–generating units (CGU's) identified according to geographic operating segment. An operating segment-level summary of the goodwill allocation is presented below.

	2025 £'000	2024 £'000
Germany*	**17,340**	16,602
Russia	**73**	55
USA – Stanbio	**5,690**	6,109
USA – STI	**1,033**	1,109
Total	**24,136**	23,875

* Germany includes EKF-Diagnostic, Senslab, and DiaSpect.

Notes to the Financial Statements

for the year ended 31 December 2025

19. Intangible assets (continued)

Goodwill is tested for impairment at the balance sheet date. The recoverable amount of goodwill at 31 December 2025 was assessed on the basis of value in use.

The calculations used to assess value in use are based on forecasts of future revenues and costs, and the ability to generate future cash flows. The most recent financial results and forecasts for the next year were used and forecasts for a further four years, followed by an extrapolation of expected cash flows at a constant growth rate for each unit and the calculation of a terminal value based upon the longer term growth rates set out below. The projected results were discounted at a rate which is a prudent evaluation of the pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the cash-generating units. The discount rates applied reflect a risk-adjusted weighted average cost of capital. The key assumptions used for the value in use calculations of cash generating units with significant goodwill are as follows:

2025	Germany %	USA-Stanbio %	USA-STI %
Longer-term growth rate	2	2	2
Discount rate	10.45	10.32	10.27
Average gross margin	39%	58%	45%

2024	Germany %	USA-Stanbio %	USA-STI %
Longer-term growth rate	2	2	2
Discount rate	10.07	11.1	10.85
Average gross margin	40%	60%	45%

The discount rate used is initially based on a common risk profile across the Group.

Sensitivity analysis has been carried out on the value in use calculations including an increase in the discount rate and a restriction of EBITDA margin to current year levels. The effects of changes in these on the value in use calculation are as follows:

	Germany £000s	USA-Stanbio £000s	USA-STI £000s
1% increase in discount rate	15.40	13.80	13.90
Restricted EBITDA	-	6.16	9.52
Both sensitivities	15.40	19.05	22.11

Each of these changes leads to a proportional reduction in the value in use. No impairments arise if any of these sensitivities are used in isolation or in combination.

As a result of a number of acquisitions over time, a large proportion of the total goodwill is associated with the Group's cash generating unit in Germany, which acts as the main manufacturing base for the Group's point-of-care products. As part of the strategic plan for the Group, a significant amount of capital expenditure is planned for Germany in 2026 and 2027, in order to update certain production lines and add capacity. In accordance with IAS 38, this additional capital and the expected financial benefits from it are excluded from the value in use calculation. As a result the value in use calculation gives more limited head room than in other parts of the Group, and additional sensitivities have been performed. Either an increase of greater than 2% in the discount rate, or a decrease of greater than 31% of forecasted cashflow would each result in the need to impair the carrying value of the associated goodwill.

Notes to the Financial Statements
for the year ended 31 December 2025

19. Intangible assets (continued)

The remaining average useful lives of the intangibles are as follows:

Trade name	-
Customer relations	3 years
Trade secrets	3 years
Website and software	2 years
Development costs	2.9 years

20. Investments in subsidiaries

Company	2025 £'000	2024 £'000
Shares in Group undertakings		
At 1 January and 31 December 2025	**30,149**	30,149

Investments in Group undertakings are recorded at cost, which is the fair value of the consideration paid, less any impairment.

The subsidiaries of EKF Diagnostics Holdings plc as at 31 December 2025, which are held directly unless noted otherwise, are as follows:

Name of Company	Note	Proportion Held	Class of Shareholding	Nature of Business
DiaSpect Medical GmbH	1	100% (Indirect)	Ordinary	Manufacture and sale of diagnostic equipment and consumables
EKF-diagnostic GmbH	1	100%	Ordinary	Manufacture and sale of diagnostic equipment and consumables
000 EKF Diagnostika	2	60% (indirect)	Ordinary	Sale of diagnostic equipment
EKF Diagnostics Inc	3	100%	Ordinary	Intermediate holding company
Stanbio Laboratory LLC	3	100% (indirect)	Ordinary	Manufacture and sale of diagnostic equipment and consumables
Separation Technology, Inc	3	100% (indirect)	Ordinary	Manufacture and sale of diagnostic equipment and consumables

Notes

1. Incorporated, registered, and having its principal place of business in Germany at Ebendorfer Chaussee 3, 39179 Barleben, Germany.
2. Incorporated, registered, and having its principal place of business in Russia at 117648, Moscow, PO Box: 30, District Severnoe Chertanovo, House 2, building 207.
3. Incorporated and registered, and having its principal place of business in the United States of America at 1261 North Main Street, Boerne, Texas, USA 78006.

During 2025 Senslab GmbH merged with EKF-Diagnostic GmbH.

All subsidiaries are included in the consolidation. The proportions of voting shares held by the parent Company do not differ from the proportion of Ordinary Shares held.

Total cash flows associated with 000 EKF Diagnostika which has a non-controlling interest are £1,726,000 (2024: £421,000).

Information on the impact of sanctions on 000 EKF Diagnostika is given in the Chief Executive Officer's statement on page 8 and in Note 4.

Notes to the Financial Statements

for the year ended 31 December 2025

21. Financial instruments by category

(a) Assets

	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
31 December				
Assets as per balance sheet				
Financial assets at fair value through other comprehensive income	**54**	228	**54**	228
Financial assets at amortised cost				
Trade and other receivables excluding prepayments and corporation tax	**6,043**	6,221	**5,076**	5,411
Cash and cash equivalents (note 25)	**15,834**	14,301	**4,065**	172
Total	**21,931**	20,750	**9,195**	5,811

Changing the assumptions used to value the assets held at fair value would not have any material effect.

(b) Liabilities

	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
31 December				
Liabilities as per balance sheet				
Lease liabilities	**1,385**	1,318	**189**	231
Financial liabilities at amortised cost				
Trade and other payables (excluding deferred grants and deferred income)	**5,181**	5,248	**24,042**	15,203
Total	**6,566**	6,566	**24,231**	15,434

Liabilities in the analysis above are all categorised as 'other financial liabilities at amortised cost' for the Group and Company. The Group no longer has any borrowings.

(c) Credit quality of financial assets

The Group is exposed to credit risk from its operating activities (primarily for trade receivables and other receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

The Group's maximum exposure to credit risk, due to the failure of counterparties to perform their obligations as at 31 December 2025 and 31 December 2024, in relation to each class of recognised financial assets, is the carrying amount of those assets as indicated in the accompanying balance sheets.

Trade receivables

The credit quality of trade receivables that are neither past due nor impaired have been assessed based on historical information about the counterparty default rate. The Group does not hold any other receivable balances with customers whose past default has resulted in the recovery of the receivables balances.

Notes to the Financial Statements

for the year ended 31 December 2025

Cash at bank

The credit quality of cash has been assessed by reference to external credit ratings, based on reputable credit agencies' long-term issuer ratings:

	2025 £'000	2024 £'000
A+	**4,387**	354
AA-	**5,760**	8,570
A	**3,540**	4,088
Ratings lower than AA- or unrated	**2,147**	1,289
Total	**15,834**	14,301

£2,147,000 (2024: £1,289,000) of the cash held in banks rated lower than AA- or unrated was held by the Group's Russian subsidiary.

22. Investments

Group and Company	2025 £'000	2024 £'000
1 January	**228**	276
Change in fair value through other comprehensive income	**(174)**	(46)
Change in fair value through profit and loss	**-**	(2)
31 December	**54**	228

The Company has a 0.05% (2024 : 0.30%) holding in Verici Dx plc, with a fair value at 31 December 2025 of £5,000. The fair value which has reduced by £23,000 during the year is calculated using the quoted mid price. The Company also has a 1.16% (2024: 1.19%) holding in Llusern Scientific Limited, a UK based privately held company developing molecular point-of-care tests for the detection of bacterial and viral infections at a fair value of £49,000, and a 0.55% (2024: 0.55%) holding in Epinex Diagnostics Inc., a US based privately held company operating in the medical diagnostics industry. The fair value of the investment in Llusern is based on recent fundraising. The fair value of Epinex of £151,000 has been impaired in full during the year.

These equity securities are not held for trading. They are held as financial assets at fair value through other comprehensive income.

Notes to the Financial Statements

for the year ended 31 December 2025

23. Trade and other receivables

	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Current				
Trade receivables	**5,363**	5,946	**-**	-
Less: provision for impairment of trade receivables	**(30)**	(101)	**-**	-
Trade receivables – net	**5,333**	5,845	**-**	-
Prepayments	**696**	582	**210**	189
Amounts owed by subsidiary undertakings	**-**	-	**4,976**	5,342
Other receivables	**710**	376	**100**	69
	6,739	6,803	**5,286**	5,600
Corporation tax	**-**	55	**-**	-
	6,739	6,858	**5,286**	5,600

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. Other than to certain corporate customers who are granted 60 day terms, they are generally due for settlement within 30 days and are therefore all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional. The group holds the trade receivables with the objective of collecting the contractual cash flows.

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

As of 31 December 2025, in the Group trade receivables of £302,000 (2024: £1,284,000) were past due but not covered by a loss allowance. In the Company, £nil (2024: £nil) were past due but not covered by a loss allowance. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these trade receivables is as follows:

	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Up to 3 months	**302**	1,165	**-**	-
3 to 6 months	**-**	57	**-**	-
Over 6 months	**-**	62	**-**	-
	302	1,284	**-**	-

As of 31 December 2025, in the Group trade receivables of £30,000 (2024: £101,000) were subject to a loss allowance. In the Company trade receivables of £nil (2024: £nil) were subject to a loss allowance. The ageing of these receivables is as follows:

	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Up to 3 months	**17**	51	**-**	-
3 to 6 months	**13**	-	**-**	-
Over 6 months	**-**	50	**-**	-
Total	**30**	101	**-**	-

Notes to the Financial Statements

for the year ended 31 December 2025

23. Trade and other receivables *continued*

Movements on the provision for impairment of trade receivables are as follows:

	Group 2025 £'000	Group 2024 £'000	**Company 2025 £'000**	Company 2024 £'000
At 1 January	**101**	87	**-**	-
Provision for receivables impairment	**186**	193	**-**	-
Unused amounts reversed	**(195)**	(161)	**-**	-
Receivables written off as uncollectible	**(61)**	4	**-**	-
Adjustment in respect of prior periods	**-**	(19)	**-**	-
Exchange differences	**(1)**	(3)	**-**	-
At 31 December	**30**	101	**-**	-

The other classes within trade and other receivables do not contain impaired assets.

The carrying amounts of the Group's trade and other receivables denominated in foreign currencies were as follows:

	Group 2025 £'000	Group 2024 £'000	**Company 2025 £'000**	Company 2024 £'000
UK Sterling	**310**	258	**310**	258
Euros	**2,669**	2,887	**-**	-
US dollar	**3,623**	3,618	**4,976**	5,342
Russian rouble	**137**	95	**-**	-
	6,739	6,858	**5,286**	5,600

24. Inventories

	Group 2025 £'000	Group 2024 £'000	**Company 2025 £'000**	Company 2024 £'000
Raw materials	**6,343**	5,318	**-**	-
Work in progress	**939**	1,176	**-**	-
Finished goods	**1,020**	899	**-**	-
	8,302	7,393	**-**	**-**

The Directors are of the opinion that the replacement values of inventories are not materially different to the carrying values stated above. The Group carrying values above are stated net of impairment provisions of £2,490,000 (2024: £3,931,000). The cost of inventories recognised as expense and included in 'cost of sales' in the Group amounted to £18,660,000 (2024: £17,124,000), and in the Company £nil (2024: £25,000).

Notes to the Financial Statements

for the year ended 31 December 2025

25. Cash and cash equivalents

	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Demand deposits	**5,744**	-	**3,998**	-
Cash at bank and in hand	**10,090**	14,301	**67**	172
Cash and cash equivalents	**15,834**	14,301	**4,065**	172

The Directors consider that the carrying amount of cash and cash equivalents approximates to their fair value. The Group has no borrowings in 2025 or 2024 other than lease liabilities as shown in Note 18. Cash totalling £2,147,000 (2024: £1,289,000) is held by the Group's 60% owned Russian subsidiary. As a result of sanctions put in place by the USA, the EU, and the UK, against Russia, it is difficult to access cash in Russia, however we have again been able to transfer limited funds to our main Germany entity during the year via dividends.

26. Trade and other payables

	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Trade payables	**747**	900	**21**	48
Amounts due to subsidiary undertakings	**-**	-	**23,487**	14,784
Social security and other taxes	**153**	151	**62**	54
Other payables	**441**	246	**-**	-
Accrued expenses and deferred income	**3,993**	4,102	**534**	370
	5,334	5,399	**24,104**	15,256

Other payables consists mainly of VAT and US sales tax liabilities. The carrying amounts of trade and other payables are considered to be the same as their fair values due to their short-term nature. Trade payables are unsecured and are usually paid within 30 days of recognition. Amounts due by the Company to its subsidiaries are interest free and are repayable on demand.

27. Borrowings

The Group had no amounts owed under borrowings in either 2025 or 2024, other than lease liabilities as shown in Note 18.

Bank and other borrowing facilities

A £3m revolving credit facility was opened by the Company with HSBC UK in November 2023. This was cancelled in July 2025, the borrowings taken out in 2023 having been repaid in full in 2024. The facility was for a maximum of three years at a rate of 2.45% above the Bank of England Base rate and secured by a debenture. There was a non-utilisation fee of 0.98%. The borrowings had covenants attached to them measured at Group level, the Group was compliant with these covenants in the period up to cancellation as there was no outstanding balance. The related security is no longer required and is in the process of being released.

The Group also continues to benefit from a funding line with North Atlantic Smaller Companies Investment Trust PLC. This is a committed facility for a maximum value of £3.0m which, as at the date of this statement, is not drawn down. The lending facility is available for three years from March 2023 and any amounts drawn down carry interest at 2.5% above the Bank of England base rate from time to time, payable quarterly in arrears. Any loan under the facility is required to be fully repaid at the end of the facility term. The Company may repay any such loan early, in part or in full, but may not re-borrow such amounts. This facility expires on 26 March 2026 and will not be renewed.

The Group is not exposed to interest rate changes or contractual re-pricing dates at the end of the reporting period, as there are no current borrowings.

Notes to the Financial Statements

for the year ended 31 December 2025

28. Deferred income tax

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis. The amounts concerned are as follows:

Group	2025 £'000	2024 £'000
Deferred tax assets		
Deferred tax asset to be recovered within 12 months	-	-
Deferred tax asset to be recovered after more than 12 months	(25)	(9)
	(25)	(9)
Deferred tax liabilities		
Deferred tax liability to be recovered after more than 12 months	2,467	823
Deferred tax liability to be recovered within 12 months	(12)	375
	2,455	1,198
Deferred tax liabilities – net	2,430	1,189

The gross movement on the deferred income tax account is as follows:

	2025 £'000	2024 £'000
At 1 January	1,189	2,499
Exchange differences	(12)	(3)
Adjustments in respect of prior periods	-	(2,024)
Income statement movement (Note 14)	1,253	717
At 31 December	2,430	1,189

Notes to the Financial Statements

for the year ended 31 December 2025

28. Deferred income tax (continued)

The movement in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction, is as follows:

	Accelerated tax depreciation £'000	Tax losses £'000	Inventory £'000	Capitalised R & D £'000	Intangible assets £'000	Other £'000	**Total £'000**
At 1 January 2024	**2,278**	**(1,572)**	**(439)**	**523**	**1,716**	**(7)**	**2,499**
Charged/(credited) to the income statement (Note 14)	49	444	(3)	74	(1,880)	9	(1,307)
Exchange differences	38	(22)	(2)	(25)	10	(2)	(3)
At 31 December 2024	**2,365**	**(1,150)**	**(444)**	**572**	**(154)**	**-**	**1,189**
At 1 January 2025	**2,365**	**(1,150)**	**(444)**	**572**	**(154)**	**-**	**1,189**
(Credited)/charged to the income statement (Note 14)	(149)	1,086	211	(96)	201	-	1,253
Exchange differences	5	(39)	(12)	29	5	-	(12)
At 31 December 2025	**2,221**	**(103)**	**(245)**	**505**	**52**	**-**	**2,430**

Deferred income tax assets relate to the Russia CGU mainly arise in respect of vacation accruals. They are recognised to the extent that the realisation of the related tax benefit through future taxable profits is probable. The Group did not recognise deferred income tax assets of £2,242,000 (2024: £2,007,000) mainly in respect of tax losses amounting to £8,966,000 (2024: £8,029,000), all arising in the UK, that may be carried forward against future taxable income, as the likely timing of recovery is considered too remote.

The Company has not recognised any deferred tax assets or liabilities. The Company did not recognise deferred income tax assets of £2,242,000 (2024: £2,007,000) mainly in respect of tax losses amounting to £8,966,000 (2024: £8,029,000) as the likely timing of recovery is considered too remote.

Notes to the Financial Statements

for the year ended 31 December 2025

29. Share capital

Group and Company	Number of Ordinary Shares	Share capital £'000	Share premium £'000
At 1 January 2024	**453,730,564**	**4,537**	**7,375**
Ordinary shares acquired into treasury	**-**	**-**	**-**
At 31 December 2024 and at 1 January 2025	**453,730,564**	**4,537**	**7,375**
Ordinary shares acquired into treasury	**(19,903,452)**	**(199)**	**-**
At 31 December 2025	**433,827,112**	**4,338**	**7,375**

Group and Company **Other equity – shares held in Treasury**	Number of Ordinary Shares	Share capital £'000
At 1 January 2024	**1,200,000**	**12**
Ordinary shares acquired into treasury	-	-
At 31 December 2024 and 1 January 2025	**1,200,000**	**12**
Ordinary shares acquired into treasury	19,903,452	199
Ordinary shares cancelled	(19,547,472)	(195)
At 31 December 2025	**1,555,980**	**16**

In April 2023 1,200,000 Ordinary shares of 1p each were acquired into treasury. 19,903,452 Ordinary shares of 1p each were acquired into treasury during 2025 at an average price of 25.08p and a total cost including expenses of £5,499,000. The shares acquired represented 4.39% of the shares in issue at 31 December 2024. 19,542,471 ordinary shares held in treasury were cancelled in 2025.

Ordinary shares have a nominal value of 1p and are all fully paid. They entitle the holder to participate in dividends and to share in the proceeds of winding up the Company in proportion to the number and amounts paid on the shares held. On a show of hands, every holder of ordinary shares present at a meeting, in person or by proxy, is entitled to one vote; and on a poll each share is entitled to one vote. The Company does not have a limited amount of authorised capital.

Dilutive shares consist of 500,000 options issued on 16 September under the Company's Long Term Incentive Plan.

30. Share options and share-based payments

The share incentive schemes in existence in the Group and Company were as follows:

	2025		2024	
Long Term Incentive Plan	**Av. Exercise price per share (£)**	**Options (Number)**	Av. Exercise price per share (£)	Options (Number)
At 1 January	-	-	-	-
Granted	0.01	500,000	-	-
At 31 December	**0.01**	**500,000**	**-**	**-**

On 9 September 2025 a new Long Term Incentive Plan for executives was agreed by the Board. 500,000 options were granted to Mr Jones on 16 September 2025. They vest after a three year period on a sliding scale subject to the achievement of a performance condition based on the total growth in the Group's Adjusted EBITDA per share as follows:

(i) 25% or higher: 100% of the Award vests;

(ii) Between 10% and 25%: Vesting shall occur on a straight-line basis between 25% and 100%;

(iii) 10%: 25% of the Award vests; or

(iv) Below 10%: 0% of the Award vests.

All share options are equity settled and have a maximum term of 10 years from grant. No options were exercisable at 31 December 2025.

Notes to the Financial Statements

for the year ended 31 December 2025

31. Other reserves

The following table shows a breakdown of the balance sheet item "other reserves" and the movements in reserves during the year. A description of the nature and purpose of each reserve is provided below the table.

Group	Capital redemption reserve £'000	Financial assets at FVOCI £'000	Total £'000
At 1 January 2024	192	(112)	**80**
Changes in the fair value of equity instruments at fair value through Other Comprehensive Income (net of tax)	-	(48)	**(48)**
At 31 December 2024	192	(160)	**32**
Changes in the fair value of equity instruments at fair value through Other Comprehensive Income (net of tax)	-	(174)	**(174)**
Cancellation of shares	195	-	**195**
At 31 December 2025	387	(334)	**53**

FVOCI reserve

The Group has elected to recognise changes in the fair value of certain investments in equity securities in Other Comprehensive Income, as explained in note 2. These changes are accumulated within the FVOCI reserve within equity and disclosed as Other reserve. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

Capital redemption reserve

On the buy-back and cancellation of ordinary shares, an amount equal to the par value is transferred from retained earnings to the capital redemption reserve for capital maintenance purposes.

Foreign currency translation

Exchange differences arising on translation of the foreign controlled entity are recognised in OCI, and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed of.

32. Retirement benefit obligations

Pension benefits

The Group operates defined contribution pension schemes the assets of which are held separately from those of the Company in independently administered funds. The pension cost for the year represents contributions made by the Group to the funds and amounted to £310,000 (2024: £310,000). The value of pension contributions owed to pension providers at 31 December 2025 was £nil (2024: £12,000).

Notes to the Financial Statements

for the year ended 31 December 2025

33. Commitments

Capital commitments

The Group has contracted £241,000 (2024: £136,000) of capital expenditure and £142,000 (2024: £nil) of intangible assets at the end of the reporting period that had not yet been incurred.

34. Cash generated from operations

	Group 2025 £'000	Group 2024 £'000	**Company 2025 £'000**	Company 2024 £'000
Profit/ (loss) before tax	**7,086**	6,263	**(1,406)**	4,561
Adjustments for:				
– Depreciation	**3,068**	3,633	**85**	94
– Amortisation	**2,328**	1,091	**116**	91
– Exceptional items – other, charged to cost of sales	**-**	330	**-**	-
– Exceptional items – other	**-**	22	**-**	-
– Loss on disposal of fixed assets	**45**	19	**-**	-
– Share-based payments	**14**	-	**14**	-
– Cash outflows relating to exceptional items	**-**	(22)	**-**	-
– Foreign exchange	**(227)**	141	**477**	(472)
– Bad debt written down	**(60)**	17	**-**	-
- Release of debt fees	**-**	14	**-**	14
– Finance income	**(262)**	(174)	**(74)**	-
- Finance cost	**48**	91	**359**	445
- Lease interest	**106**	80	**16**	14
- Inter-company dividend	**-**	-	**-**	(5,192)
Changes in working capital				
– Inventories	**(711)**	765	**-**	-
– Trade and other receivables	**178**	(122)	**448**	1,331
– Trade and other payables	**20**	22	**9,011**	1,710
Net cash generated from operations	**11,633**	12,170	**9,046**	2,596

In the statement of cash flows, proceeds from the sale of property, plant and equipment comprise:

Group	**2025 £'000**	2024 £'000
Net book value	**74**	113
Profit on disposal of property, plant and equipment	**(45)**	(19)
Proceeds from disposal of property, plant and equipment	**29**	94

Non-cash transactions

The principal non-cash transactions are: depreciation and amortisation, release of accruals no longer required, and exceptional items consisting of provisions and impairments.

Notes to the Financial Statements
for the year ended 31 December 2025

This section sets out an analysis of net cash/(debt) and the movements in net cash/(debt) for each of the years presented.

	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Cash and cash equivalents (Note 25)	**15,834**	14,301	**4,065**	172
Lease liabilities	**(1,385)**	(1,318)	**(189)**	(231)
Net cash/(debt)	**14,449**	12,983	**3,876**	(59)

	Group				Company			
	Cash £'000	Borrowings £'000	Lease liabilities £'000	Total £'000	Cash £'000	Borrowings £'000	Lease liabilities £'000	Total £'000
Movements in Net cash								
Net cash/ (debt) as at 1 January 2024	**7,726**	**(2,986)**	**(1,113)**	**3,627**	**796**	**(2,986)**	**(40)**	**(2,230)**
Financing cash flows	6,917	3,000	741	**10,658**	(611)	3,000	88	**2,477**
Other movements	-	(14)	(976)	**(990)**	-	(14)	(279)	**(293)**
Foreign exchange adjustments	(342)	-	30	**(312)**	(13)	-	-	**(13)**
Net cash/ (debt) at 31 December 2024	**14,301**	**-**	**(1,318)**	**12,983**	**172**	**-**	**(231)**	**(59)**
Financing cash flows	1,506	-	510	**2,016**	3,893	-	66	**3,959**
Other movements	-	-	(594)	**(594)**	-	-	(24)	**(24)**
Foreign exchange adjustments	27	-	17	**44**	-	-	-	**-**
Net cash at 31 December 2025	**15,834**	**-**	**(1,385)**	**14,449**	**4,065**	**-**	**(189)**	**3,876**

Other movements in borrowings are the release of debt fees, and in Lease liabilities are new leases and interest.

35. Related Party Disclosures

Directors

Christopher Mills is interested in 29.49% of the Company's issued share capital which is held through North Atlantic Smaller Companies Investment Trust PLC, Oryx International Growth Fund Limited, and Harwood Capital LLP. Harwood Capital LLP is investment manager to North Atlantic Smaller Companies Investment Trust plc and investment adviser to Oryx International Growth Fund Limited. Harwood Capital LLP, which is part of the Harwood Capital Management Group (of which Christopher is sole shareholder) is a limited liability partnership of which Christopher Mills is Chief Investment Officer. He holds a 12.76% shareholding in Verici Dx plc ("Verici").

The Company has agreed a funding line with North Atlantic Smaller Companies Investment Trust PLC. Christopher Mills, Non-executive Director of the Company, sits on the Board as Chief Executive Officer of North Atlantic Smaller Companies Investment Trust PLC and is a substantial shareholder of both the Company and the lender. This is a committed facility for a maximum value of £3.0m which is not currently drawn down, and no amounts have been drawn to date. The terms of the facility are substantially similar to those considered to be commercially available to the Company. The direct and indirect shareholdings of Mr. Mills in the Company include those of the North Atlantic Smaller Companies Investment Trust PLC. The loan expires on 26 March 2026 and is not expected to be renewed.

The lending facility is available for three years from 27 March 2023 and any amounts drawn down carry interest at 2.5% above the Bank of England base rate from time to time, payable quarterly in arrears. Any loan under the facility is required to be fully repaid at the end of the facility term. The Company may repay any such loan early, in part or in full, but may not re-borrow such amounts.

The Group was invoiced £18,000 (2024: £17,500) by J & K (Cardiff) Limited for property rent. Julian Baines is a Director and 20% shareholder of J & K (Cardiff) Limited. Julian is non-executive chair of Verici. The Company owns 0.05% of Verici and Mr Baines holds 5,691,338 (0.38%) shares in Verici.

Mr Young holds 9,200 (0.0006%) shares in Verici.

Notes to the Financial Statements

for the year ended 31 December 2025

There are no outstanding balances at 31 December 2025, and during the year there were no sales or purchases, between the Group and Verici.

Directors' emoluments are set out in the Remuneration Committee report and in note 10.

Other related party transactions

Sergey Kots who is Chief Executive of OOO EKF Diagnostika ("EKF Russia"), owns 20% of the subsidiary's share capital.

During the year EKF Russia invoiced £539,000 (2024: £411,000) to OOO Laboratory Diagnostic Systems ("LDS"), a company of which Mr Kots' brother is a director. There was no receivable balance outstanding from LDS at 31 December 2025.

Key management compensation

Key management compensation for the year was as follows:

	2025 £'000	2024 £'000
Salaries and other short-term employee benefits	769	614
Share-based payments	14	-
Employer contribution to pension scheme	46	39
	829	653

Key management includes the Directors of the Company only.

The Company

During the year the Company invoiced management charges of £3,326,000 (2024: £3,496,000) to its subsidiary companies. It also invoiced rental costs to EKF Germany of €83,400 (£71,300) (2024: €167,000 (£141,000)). It sold £1.92m (2024: £nil) of goods, fixed assets, and services to subsidiaries, and purchased goods and services from subsidiaries totalling £601,000 (2024: £319,000). It received dividends from subsidiaries totalling £nil (2024: £5,192,000). At 31 December 2025 the Company was owed £4,976,000 (2024: £5,342,000) by its subsidiaries and owed £23,487,000 (2024: £14,784,000) to other subsidiaries.

36. Post Balance Sheet events

Between 1 January and 23 March 2026 the Company acquired 2,729,000 of its ordinary shares into treasury at a cost of £0.7m.

Directors:

Julian Baines MBE
(Executive Chairman)

Gavin Jones (appointed 25 March 2025)
(Chief Executive Officer)

Stephen Young
(Chief Financial Officer)

Christopher Mills
(Non-Executive Director)

Christian Rigg
(Non-Executive Director)

Jennifer Winter
(Non-Executive Director)

Company Secretary:

One Advisory Limited

Registered office and Head office:

Avon House
19 Stanwell Road Penarth Cardiff CF64 2EZ

Place of incorporation:

England and Wales (Company number – 4347937)

Independent Auditors:

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
One Kingsway
Cardiff CF10 3PW

Nominated Advisor and Broker:

Singer Capital Markets
1 Bartholomew Lane London EC2N 2AX

Solicitors to the Company:

Shoosmiths LLP
1 Bow Churchyard
London EC4M 9DQ

Berry Smith LLP
Haywood House Dumfries Place
Cardiff CF10 3GA

Registrars:

MUFG Pension and Market Services (formerly Link Group)
Central Square
29 Wellington Street
Leeds LS1 4DL

If you have a query regarding your shareholding please call the MUFG shareholder helpline on +44 (0)371 664 0300 (UK calls are charged at the standard geographic rate and will vary by provider)

or visit their website at https://www.mpms.mufg.com/en/for-individuals/uk/shareholders/

Financial public relations:

Walbrook PR Limited
4 Lombard Street
London
EC3V 9HD

Investor relations email:

investors@ekfdiagnostics.com

EKF Diagnostics Holdings plc
Avon House, 19 Stanwell Road,
Penarth, Cardiff, CF64 2EZ

+44 (0) 29 20 710570
investors@ekfdiagnostics.com

ekfdiagnostics.com

EKF Diagnostics