12 November 2026

Falconedge PLC

("Falconedge" or the "Company")

Final Results for the year ended 31 May 2026

CHAIRMAN'S REPORT FOR THE YEAR ENDED 31 MAY 2026

Principal Activities

Falconedge operates at the intersection of traditional finance and digital assets, combining two complementary pillars: turnkey hedge fund advisory services, spanning capital introduction, investor relations and operations support to emerging and established asset managers, and a Bitcoin-denominated treasury strategy, under which the Company holds Bitcoin as a strategic reserve asset, both directly on its balance sheet and through Class C shares in Falcon Hybrid SPC (in respect of the Paravene-Falcon Protected Leverage Fund SP), and generates yield on a significant portion of those holdings through a disciplined yield programme.

The Board believes this dual-pillar model positions Falconedge to deliver both fee-generating operational income and asymmetric exposure to the continued institutional adoption of Bitcoin, from a lean and disciplined cost base.

Review of the Year

This was a year of consolidation and disciplined execution. Having remained non-trading in the prior period while the business was built out, Falconedge commenced active trading in July 2025, and went on to list on the Aquis Stock Exchange in November 2025, before admission to the OTCQB Venture Market in February 2026 and the Frankfurt Stock Exchange in April 2026, broadening the Company's access to both US and European investors.

On the treasury side, the Company's Bitcoin Yield Strategy, launched in December 2025, has generated a positive monthly yield in every month since inception, averaging over 1.22% per month on a low-risk basis. As reported to the market on 10 August 2026, the strategy had generated a compounded yield of 10.16%, increasing the Company's Bitcoin holdings by approximately 1.96 BTC (a fiat-denominated return of £91,185.02), bringing total Bitcoin holdings, including those held through the fund, to 21.2338 BTC.

On the advisory side, the Company launched its recurring referral fee programme following the successful introduction of investors and investment managers under an existing referral agreement, which the Board expects to become an increasingly significant contributor to revenue over time.

Alongside this progress, the Board undertook a review of the Company's cost base, streamlining activities and headcount so that Falconedge now operates as a lean organisation in which every team member positively contributes to growth. The Directors consider the Company to be in a comfortable financial position entering the new financial year. During the period, the Company incurred significant one-off, non-recurring costs associated with its IPO and listing process across three exchanges, which are not expected to recur in the Company's underlying cost base going forward.

There was one change to the Board following the financial year-end: Stefania Barbaglio, a non-executive director, stepped down with effect from 1 September 2026. On behalf of the Board, I thank Stefania for her contribution, including her support through the Company's admission to three exchanges.

Outlook

The Board's priority for the year ahead is to continue delivering the consistent, low-risk monthly yield the Bitcoin Yield Strategy has produced in every month since inception, while materially scaling the Company's Bitcoin holdings to which the strategy is applied. On the advisory side, the Company will continue progressing discussions on further referral agreements to diversify its revenue base, and remains alert to accretive, revenue-generating partnerships that complement its existing activities.

The Board remains confident in Falconedge's differentiated, dual-pillar model and its ability to continue creating long-term value for shareholders.

On behalf of the Board, I would like to thank our shareholders, advisers and the wider Falconedge team for their continued support.

Benny Menashe
Chairman
11 November 2026

STRATEGIC REPORT FOR THE YEAR ENDED 31 MAY 2026

1. Introduction
The directors present the strategic report for the year ended 31 May 2026.

Review of the business
Falconedge was listed on the Aquis Stock Exchange (AQSE: EDGE) on 5 November 2025, and its shares subsequently began trading on the OTCQB Venture Market in the United States (OTCQB: FEDG) on 2 February 2026 and on the Frankfurt Stock Exchange (FSE: V87) on 21 April 2026. The Company operates at the intersection of traditional finance and digital assets, combining the provision of management consultancy services (hedge fund advisory) to asset and fund managers, excluding regulated financial management services, with the establishment of its Bitcoin-denominated treasury policy, while delivering growth to shareholders.

2. Business Model and Strategy
Falconedge's business model rests on two complementary pillars, both of which are designed to leverage the Company's expertise at the intersection of institutional finance and digital assets.

2.1 Hedge Fund Advisory
The Company's operating business is the provision of turnkey hedge fund advisory services. Falconedge provides expertise across capital introduction, investor relations and operations support to emerging and established asset managers. Additionally, as disclosed on 31 July 2026, the Company launched its recurring referral fee program following the successful introduction of investors and investment managers under an existing referral agreement. The Directors expect this revenue stream to grow meaningfully over time and become an increasingly significant contributor to the Company's overall operating revenues, further supporting the creation of long-term shareholder value.

2.2 Bitcoin Treasury Management and Yield Generation
The second pillar of the business is Bitcoin treasury management. Falconedge holds Bitcoin as a strategic reserve asset in Class C Shares in Falcon Hybrid SPC (in respect of the Paravene-Falcon Protected Leverage Fund SP) and on its own balance sheet and applies a disciplined yield generation strategy to a significant portion of those holdings, with the objective of growing the Company's Bitcoin per share over time. This structure is central to the Company's value proposition, positioning Falconedge to benefit from the growth of its own Bitcoin treasury alongside the continued institutional adoption of Bitcoin as an asset class.

The Directors believe this combined model - pairing a fee-generating advisory business with a scalable, Bitcoin-denominated treasury and yield strategy - positions Falconedge to deliver both operational income and asymmetric exposure to the continued institutional adoption of Bitcoin, while maintaining a lean and disciplined cost base.

3. Review of Business, Development and Performance

Having remained non-trading during the prior financial period while the Company was built out, Falconedge commenced active trading operations in July 2025, engaging with initial clients, building its deal flow and recruiting additional staff to support the business, alongside preparations for its admission to trading on the Access Segment of the Aquis Growth Market. This early operational progress laid the foundation for the developments described below.

The year under review was one of consolidation and disciplined execution. Having completed its listing on AQSE in November 2025, and its subsequent admission to the OTCQB Venture Market and the Frankfurt Stock

Exchange, the Company focused on building out its Bitcoin yield strategy, launching a recurring revenue stream from its advisory business, and streamlining its cost base.

On the treasury side, the Company's Bitcoin Yield Strategy, launched in December 2025, has generated a positive monthly yield in every month since inception, at an average return of over 1.22% per month, while the underlying strategy has been operated on a low-risk basis. Further details on the performance of the Bitcoin Yield Strategy are set out in section 5 below.

Alongside this operational progress, the Board undertook a review of the Company's cost base during the year, streamlining activities and headcount so that the Company now operates as a lean organisation in which every team member makes a positive contribution to business growth. As a result, the Directors consider the Company to be in a comfortable financial position as it moves into the next financial year, better placed to fund the continued scaling of its Bitcoin treasury and advisory activities from a disciplined cost structure.

Directors appointed during the year are set out on page 7. There was one change to the Board post year end: Stefania Barbaglio, a non-executive director, stepped down from the Board with effect from 1 September 2026. The Board thanks Stefania for her contribution to Falconedge, including her support through the Company's listing on three exchanges.

4. Principal Risks and Uncertainties

The Board has identified the following as the principal risks and uncertainties facing the Company. This is not intended to be an exhaustive list of every risk faced by the Company, and additional risks not presently known to the Directors, or currently considered immaterial, may also have an adverse effect on the business.

4.1 Competitor risk

The fund advisory space is highly competitive, with both established players and specialist boutiques competing on price, speed and perceived value. One of the primary risks to Falconedge is the potential for competitors to reduce fees or undercut pricing in an effort to win new mandates.

4.2 Operational risk: automation and AI

As artificial intelligence and automation tools continue to advance, many core functions in fund setup, structuring, compliance support and performance reporting are becoming increasingly automated. There is a risk that certain traditional aspects of fund advisory may be commoditised, reducing the perceived value of human-led services.

4.3 Risks relating to key personnel

The Company's ability to execute its strategy and deliver long-term value is significantly influenced by the knowledge, relationships and leadership of its core management team. Given the Company's current scale, the loss of one or more key individuals could disrupt momentum and place added strain on remaining personnel during any transitional period.

4.4 Bitcoin price volatility

The Company's treasury strategy includes the strategic acquisition and holding of Bitcoin as a long-term treasury reserve asset. As with any single asset class, the value of these holdings will move with the price of Bitcoin, which can be volatile, and this may in turn influence the market price of the Company's shares from time to time. The Board keeps the Company's treasury allocation under regular review as part of its overall approach to balance sheet management.

4.5 Bitcoin Yield Strategy risk

The Bitcoin Yield Strategy has generated a positive return every month since its inception in December 2025, at an average of 1.22% per month, and is operated on a deliberately low-risk basis. As with any financial market strategy, a degree of risk is inherent, and the Board cannot guarantee that this consistent track record will continue

in every future period. The strategy's low-risk design and the Board's ongoing oversight are intended to keep this risk well managed.

Key performance indicators
5. Financial Position and Key Performance Indicators

The Directors monitor the performance and financial position of the Company by reference to a combination of conventional financial measures and Bitcoin-denominated key performance indicators that are specific to the Company's treasury strategy.

During the financial year, the Company incurred significant one-off, non-recurring expenses associated with its IPO and listing process. These costs reflect the Company's transition to a publicly listed company and are not expected to impact the Company's underlying cost base going forward.

5.1 Bitcoin Treasury Key Performance Indicators
The table below summarises the key performance indicators for the Company's Bitcoin Yield Strategy since its inception in December 2025, as most recently reported to the market in the Company's July 2026 trading update dated 10 August 2026.

Key Performance Indicator Result

- Total Bitcoin Holdings - 21.2338 BTC (including those held as Class C shares in the fund)
- 0.718% - most recent monthly yield (July 2026)
- 1.22% - average monthly yield since inception of yield strategy
- 10.16% - compounded yield since inception of yield strategy
- 1.95879127 BTC – incremental Bitcoin growth since inception of yield strategy
- £91,185.02 – Fiat-denominated return since inception of yield strategy
- Every month – positive monthly yield since inception

The Directors regard the consistency of monthly yield generation - positive in every month since the strategy's inception - and the resulting compounding of Bitcoin per share as the most relevant indicators of the strategy's success, given that the objective of the strategy is to grow the Company's Bitcoin holdings independently of movements in the price of Bitcoin itself, rather than to generate a specific fiat return.

Other information and explanations
6. Bitcoin Treasury and Yield Activities

Falconedge's Bitcoin Yield Strategy, which became effective in December 2025, is designed to generate a transparent, compliant and repeatable return on the Company's Bitcoin treasury holdings, over and above the underlying price performance of Bitcoin.

Since inception, the strategy has generated a positive yield in every calendar month, delivering an average monthly return of 1.22% and a cumulative yield of 10.16% as at 1 August 2026. This has added the equivalent of approximately 1.96 BTC to the Company's treasury holdings and generated a fiat-denominated return of £91,185.02 since inception.

7. Outlook

The Board's priority for the year ahead is to continue delivering the consistent, low-risk monthly yield that the Bitcoin Yield Strategy has generated in every month since its December 2025 inception, while materially scaling the size of the Bitcoin holdings to which that strategy is applied. The Directors consider the strategy to be fully scalable and intend to explore several avenues over the coming months to grow the Company's Bitcoin treasury base, thereby increasing the absolute return generated for shareholders from the same disciplined, repeatable approach.

On the advisory side, the Company will continue to progress its discussions regarding further referral agreements, with the aim of finalising additional arrangements that build on the recurring fee income established during the year and further diversify the Company's revenue base.

In addition, the Company is always looking at potential accretive partnerships with revenue-generating businesses that could be added to the Group and will continue to assess opportunities of this nature where they are expected to be complementary to, and supportive of, Falconedge's existing advisory and treasury activities.

Having streamlined its cost base during the year, the Company enters the new financial year as a lean organisation, with every member of the team positively contributing to business growth, and in a comfortable financial position from which to pursue the opportunities set out above. The Directors remain confident in the Company's differentiated, dual-pillar model and in its ability to continue creating long-term value for shareholders.

On behalf of the board



R Kashi
Director

Date: 11 November 2026

Contacts

Falconedge
Roy Kashi, CEO
+44 (0)20 3827 0278
Roy@falconedge.co.uk

Harbor Access (US) Investor Relations
Jonathan Paterson
+1 475 477 9401
Jonathan.Paterson@harbor-access.com

AQSE Corporate Adviser and Joint Broker
David Coffman
AlbR Capital Limited
+44 (0)20 7469 0930

Corporate Brokers
Fortified Securities
Guy Wheatley
guy.wheatley@fortifiedsecurities.com
+44 7493 989014

SI Capital
Sam Lomanto
sam.lomanto@sicapital.co.uk
+44 (0)1483 413 500

Investor Relations (UK)
+44 (0)20 3827 0278
IR@falconedge.co.uk

The Directors of the Company accept responsibility for the contents of this announcement.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MAY 2026

	Notes	Year ended 31 May 2026 £	Period ended 31 May 2025 £
Revenue	2	151,197	-
Cost of sales		(114,064)	-

Gross profit		37,133	-
Administrative expenses		(728,781)	(488)
Operating loss	**3**	(691,648)	(488)
Investment revenues	**6**	7,994	651
Other gains and losses	**7**	(224,187)	-
(Loss)/profit before taxation		(907,841)	163
Income tax expense	**8**	-	-
(Loss)/profit and total comprehensive income for the year		(907,841)	163

	Notes	Year ended 31 May 2026 Pence	Period ended 31 May 2025 Pence
Earnings per share	**9**		
Basic		(0.13)	1.09
Diluted		(0.13)	1.09
Earnings per share from continuing operations			
Basic		(0.13)	1.09
Diluted		(0.13)	1.09
Earnings per share from discontinued operations			

STATEMENT OF FINANCIAL POSITION

AS AT 31 MAY 2026

	Notes	2026 £	2025 £
Non-current assets			
Intangible assets	**10**	20,727	-
Investments	**11**	1,097,935	-
		1,118,662	-
Current assets			
Investments	**11**	234,501	-
Trade and other receivables	**12**	49,181	111,289
Cash and cash equivalents		7,846	204
		291,528	111,493
Current liabilities			
Trade and other payables	**14**	49,295	111,329

Net current assets		242,233	164
Net assets		1,360,895	164
Equity			
Called-up share capital	**17**	67,710	1
Share premium account	**18**	1,974,611	-
Warrant equity reserve	**19**	141,998	-
Share option reserve	**20**	84,254	-
Retained earnings		(907,678)	163
Total equity		1,360,895	164

These financial statements have been prepared in accordance with UK-adopted international accounting standards and the requirements of the Companies Act 2006.

The financial statements were approved by the board of directors and authorised for issue on 11 November 2026 and are signed on its behalf by:



R Kashi
Director

Company registration number 15713290 (England and Wales)

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MAY 2026

	Notes	Share capital	Share premium account	Equity reserve	Warrant equity reserve	Share option reserve	Retained earnings	Total
		£	£	£	£	£	£	£
Balance at 10 May 2024		-	-	-	-	-	-	-
Period ended 31 May 2025:								
Profit and total comprehensive income		-	-	-	-	-	163	163
Transactions with owners:								
Issue of share capital	**17**	1	-	-	-	-	-	1
Balance at 31 May 2025		1	-	-	-	-	163	164
Year ended 31 May 2026:								
Loss and total comprehensive income		-	-	-	-	-	(907,841)	(907,841)
Transactions with owners:								
Issue of share capital	**17**	67,709	2,116,609	-	-	-	-	2,184,318
Issue of convertible loan		-	-	1,000,000	-	-	-	1,000,000
Conversion of loan	**17**	-	-	(1,000,000)	-	-	-	(1,000,000)
Equity-settled share-based payment movement		-	-	-	-	84,254	-	84,254
Allocation from share premium to warrant equity reserve		-	(141,998)	-	141,998	-	-	-
Balance at 31 May 2026		67,710	1,974,611	-	141,998	84,254	(907,678)	1,360,895

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MAY 2026

	Notes	Year ended 31 May 2026 £	Period ended 31 May 2025 £
Cash flows from operating activities			
Cash absorbed by operations	**23**	(437,567)	(448)

Net cash outflow from operating activities		(437,567)		(448)
Investing activities				
Purchase of intangible assets	(1,524,124)		-	
Purchase of Investments	(297,882)		-	
Receipts from sale of Investments	74,902			
Interest received	7,994		651	
Net cash (used in)/generated from investing activities		(1,739,110)		651
Financing activities				
Proceeds from issue of shares	1,399,567		1	
Share issue costs	(215,248)		-	
Issue of convertible loans	1,000,000		-	
Net cash generated from financing activities		2,184,319		1
Net increase in cash and cash equivalents		7,642		204
Cash and cash equivalents at beginning of year		204		-
Cash and cash equivalents at end of year		7,846		204

Non-cash transactions

During the period, convertible loan notes with a principal value of £1,000,000 were converted into ordinary shares of the Company. Also, during the year, the Company transferred 19 Bitcoin in exchange for 1,900 Class C participating shares in Falcon Hybrid SPC, relating to the Paravene-Falcon Protected Leverage Fund SP. The non-cash consideration was valued at £1,331,325 at the transaction date.

These transactions did not involve cash or cash equivalents and have therefore been excluded from investing cash receipts and payments in the statement of cash flows.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2026

1 Accounting policies

Company information

FALCONEDGE PLC is a public company limited by shares incorporated in England and Wales. The registered office is 64 North Row, London, W1K 7DA. The company's principal activities and nature of its operations are disclosed in the directors' report.

1.1 Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted for use in the United Kingdom and with the requirements of the Companies Act 2006 applicable to companies reporting under IFRS, except as otherwise stated.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, except for the revaluation of Investment. The principal accounting policies adopted are set out below.

1.2 Going concern

The directors have at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Revenue

Revenue comprises sales of goods or services provided to customers net of value added tax and other sales taxes, less an appropriate deduction for actual and expected returns and discounts. Revenue is recognised when performance obligations are satisfied and the control of goods or services is transferred to the buyer. Where the performance obligation is satisfied over time, revenue is recognised in accordance with its progress towards complete satisfaction of that performance obligation.

When cash inflows are deferred and represent a financing arrangement, the promised consideration is adjusted for the effects of the time value of money, which is recognised as interest income.

1.4 Bitcoin held directly by the Company

Bitcoin held directly for treasury investment purposes is accounted for as an intangible asset under IAS 38. It is initially recognised at cost, including directly attributable acquisition costs, and subsequently measured at cost less accumulated impairment losses.

Bitcoin has an indefinite useful life because there is no foreseeable limit to the period over which it is expected to generate economic benefits. It is not amortised. The assessment of its useful life is reviewed annually. Bitcoin is tested for impairment annually and whenever an indication of impairment arises.

An impairment loss is recognised in profit or loss when the carrying amount exceeds the recoverable amount, being the higher of fair value less costs of disposal and value in use. A subsequent reversal is recognised in profit or loss, limited to the carrying amount that would have applied had no impairment been recognised. Gains or losses on disposal are recognised in profit or loss.

1.5 Non-current investments

The Company's non-current investments represent Class C participating shares in Falcon Hybrid SPC, attributable to the Paravene-Falcon Protected Leverage Fund SP, are financial assets accounted for under IFRS 9. The investments are measured at fair value through profit or loss because their returns are linked to the fund's net asset value and they do not qualify for measurement at amortised cost or fair value through other comprehensive income under the Company's classification assessment.

The Class C investment is a holding of participating fund shares, including where redemption is settled in BTC. It is measured under this financial-asset policy. Any increase in the BTC-denominated NAV is reflected in the investment's fair value.

1.6 Impairment of tangible and intangible assets

At each reporting end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of 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.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or 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 (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial assets

Financial assets are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument. Financial assets are classified into specified categories, depending on the nature and purpose of the financial assets.

At initial recognition, financial assets classified as fair value through profit and loss are measured at fair value and any transaction costs are recognised in profit or loss. Financial assets not classified as fair value through profit and loss are initially measured at fair value plus transaction costs.

Financial assets at fair value through profit or loss

When any of the above-mentioned conditions for classification of financial assets is not met, a financial asset is classified as measured at fair value through profit or loss. Financial assets measured at fair value through profit or loss are recognized initially at fair value and any transaction costs are recognised in profit or loss when incurred. A gain or loss on a financial asset measured at fair value through profit or loss is recognised in profit or loss, and is included within finance income or finance costs in the statement of income for the reporting period in which it arises.

Financial assets held at amortised cost

Financial instruments are classified as financial assets measured at amortised cost where the objective is to hold these assets in order to collect contractual cash flows, and the contractual cash flows are solely payments of principal and interest. They arise principally from the provision of goods and services to customers (eg trade receivables). They are initially recognised at fair value plus transaction costs directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment where necessary.

Financial assets at fair value through other comprehensive income

Debt instruments are classified as financial assets measured at fair value through other comprehensive income where the financial assets are held within the company’s business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt instrument measured at fair value through other comprehensive income is recognised initially at fair value plus transaction costs directly attributable to the asset. After initial recognition, each asset is measured at fair value, with changes in fair value included in other comprehensive income. Accumulated gains or losses recognised through other comprehensive income are directly transferred to profit or loss when the debt instrument is derecognised.

Equity instruments measured at fair value through other comprehensive income are recognized initially at fair value plus transaction cost directly attributable to the asset. After initial recognition, each asset is measured at fair value, with changes in fair value included in other comprehensive income. Accumulated gains or losses recognized through other comprehensive income are directly transferred to retained earnings when the equity instrument is derecognized or its fair value substantially decreased. Dividends are recognized as finance income in profit or loss.

Impairment of financial assets

Financial assets carried at amortised cost and FVTPL are assessed for indicators of impairment at each reporting end date.

The expected credit losses associated with these assets are estimated on a forward-looking basis. A broad range of information is considered when assessing credit risk and measuring expected credit losses, including past events, current conditions, and reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

1.9 Financial liabilities

The company recognises financial debt when the company becomes a party to the contractual provisions of the instruments. Financial liabilities are classified as either 'financial liabilities at fair value through profit or loss' or 'other financial liabilities'.

Other financial liabilities

Other financial liabilities, including borrowings, trade payables and other short-term monetary liabilities, are initially measured at fair value net of transaction costs directly attributable to the issuance of the financial liability. They are subsequently measured at amortised cost using the effective interest method. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the company's obligations are discharged, cancelled, or they expire.

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither taxable profit nor accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities, and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.12 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of inventories or non-current assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminating an employee's employment or providing termination benefits.

1.13 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.14 Share-based payments

The Company operates equity-settled share-based remuneration plans for employees and eligible third-party service providers. Equity-settled share-based payments are measured at the fair value of the equity instruments at the grant date using the Black-Scholes option pricing model.

The fair value determined at the grant date is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding credit to the Share-Based Payment Reserve within equity. Upon the exercise of options, the balance in this reserve is transferred to Share Capital and Share Premium.

When the terms and conditions of equity-settled share-based payments at the time they were granted are subsequently modified, the fair value of the share-based payment under the original terms and conditions and under the modified terms and conditions are both determined at the date of the modification. Any excess of the modified fair value over the original fair value is recognised over the remaining vesting period in addition to the grant date fair value of the original share-based payment. The share-based payment expense is not adjusted if the modified fair value is less than the original fair value.

Cancellations or settlements (including those resulting from employee redundancies) are treated as an acceleration of vesting and the amount that would have been recognised over the remaining vesting period is recognised immediately.

2 Revenue

	2026	2025
	£	£
Revenue analysed by class of business		
Sale of services	151,197	-

	2026	2025
	£	£
Revenue analysed by geographical market		
United Kingdom	151,197	-

3 Operating loss

	2026	2025
Operating loss for the year is stated after charging/(crediting):	£	£
Exchange gains	(3,071)	(12)
Fees payable to the company's auditor for the audit of the company's financial statements	18,000	-
Loss on disposal of intangible assets	165,502	-
Share-based payments	84,254	-

4 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2026 Number	2025 Number
	4	1

Their aggregate remuneration comprised:

	2026 £	2025 £
Wages and salaries	213,248	-
Pension costs	1,461	-
	214,709	-

5 Directors' remuneration

	2026 £	2025 £
Remuneration for qualifying services	106,900	-

6 Investment income

	2026 £	2025 £
Interest income		
Financial instruments measured at amortised cost:		
Bank deposits	7,994	-
Other interest income on financial assets	-	651
Total interest revenue	7,994	651

Income above relates to assets held at amortised cost, unless stated otherwise.

7 Other gains and losses

	2026 £	2025 £
Change in value of financial assets at fair value through profit or loss	(224,187)	-

8 Income tax expense

	2026	2025
Tax expense comprises:	£	£
Current tax expense in respect of current year	-	-
Deferred tax expense in respect of current year	-	-
Total income tax	**-**	**-**

The total charge for the year can be reconciled to the accounting profit multiplied by the tax rate as follows:

	2026	2025
	£	£
(Loss) from continuing operations	(907,841)	163
Income tax expense calculated at: 25% (2025: 19%)	(226,960)	31
Effect of non-taxable income	-	(31)
Effect of expenses that are not deductible in determining taxable profit	21,354	-
Effect of revaluations of assets for taxation purposes	55,467	-
Impairment losses that are not deductible	1,643	-
Effect of unused tax losses and tax offsets not recognised as deferred tax assets	148,496	-
Income tax expense recognised in the Income Statement	-	-

9 Earnings per share

	2026	2025
	Number	Number
Number of shares		
Weighted average number of ordinary shares for basic earnings per share	690,979,692	14,925

	2026	2025
	£	£
Earnings		
Continuing operations		
Loss/profit for the period from continuing operations	(907,841)	163

	2026	2025
	£ per share	£ per share
Basic and diluted earnings per share		
From continuing operations	-	0.01

10 Intangible assets

	BTC held on exchanges
	£
Cost	
Additions - purchased	1,524,124
Disposals	(1,496,827)
At 31 May 2026	27,297

10 Intangible assets

	BTC held on exchanges £
Amortisation and impairment	
Impairment loss	6,570
At 31 May 2026	6,570
Carrying amount	
At 31 May 2026	20,727

At 31 May 2026, the company held a total of 0.3785 Bitcoin (BTC), comprising 0.3785 BTC held on the exchanges. These holdings were acquired in November 2025 at an average cost of £72,118 per BTC.

Bitcoin held directly by the Company for treasury investment purposes is recognised as an intangible asset under IAS 38. It is initially measured at acquisition cost, including directly attributable acquisition costs, and subsequently carried at cost less accumulated impairment losses.

Bitcoin is assessed as having an indefinite useful life and is therefore not amortised. It is tested for impairment annually and whenever circumstances indicate that its carrying amount may not be recoverable.

An impairment loss is recognised in the income statement when the carrying amount exceeds the recoverable amount, being the higher of fair value less costs of disposal and value in use. Subsequent impairment reversals are recognised in the income statement, limited to the carrying amount that would have applied had no impairment been recognised.

11 Investments

	Current		Non-current	
	2026 £	2025 £	2026 £	2025 £
Investments held at fair value through profit or loss	234,501	-	-	-
Financial assets at fair value through profit or loss	-	-	1,097,935	-
	234,501	-	1,097,935	-

During the year, the company subscribed for Class B and Class C participating shares in Falcon Hybrid SPC in respect of the Paravene-Falcon Protected Leverage Fund SP.

At 31 May 2026, the company held 253.02 Class B participating shares, denominated in fiat currency, with a fair value of £234,501.

At 31 May 2026, the company also held 1,900 Class C participating shares, denominated in Bitcoin (BTC). The fund holds the BTC in a designated wallet, and redemption proceeds will be settled in BTC rather than sterling.

The administrator's statement reported an aggregate net asset value (NAV) of 20.07126665 BTC for the Class C shareholding. Using the BTC price of £54,701.86 at the reporting date, the sterling fair value of this investment was £1,097,935.

Fair value of financial assets carried at fair value through profit or loss

The Company's investments in Class B and Class C participating shares in Falcon Hybrid SPC, relating to the Paravene-Falcon Protected Leverage Fund SP, are classified as financial assets at fair value through profit or loss.

The investments are initially recognised at fair value, with directly attributable transaction costs recognised as an expense. Subsequently, the investments are measured at fair value at each reporting date. All resulting gains and losses are recognised within other gains and losses in the income statement.

Movements in non-current investments

	Investments £
Cost or valuation	
At 1 June 2025	-
Additions	1,331,325
Disposals	-
At 31 May 2026	1,331,325
Fair value movement	
At 1 June 2025	-
Fair value loss	(233,390)
At 31 May 2026	(233,390)
Carrying amount	
At 31 May 2026	1,097,935
At 31 May 2025	-

12 Trade and other receivables

	2026	2025
	£	£
Trade receivables	-	1
VAT recoverable	16,347	-
Amounts owed by related parties	9,666	107,389
Other receivables	5,880	3,899
Prepayments	17,288	-
	49,181	111,289

13 Trade receivables - credit risk

Fair value of trade receivables

The directors consider that the carrying amount of trade and other receivables is approximately equal to their fair value.

No significant receivable balances are impaired at the reporting end date.

14 Trade and other payables

	2026	2025
	£	£
Trade payables	3,971	-
Amounts owed to related parties	-	111,329
Accruals	43,122	-
Social security and other taxation	1,908	-
Other payables	294	
	49,295	111,329

15 Retirement benefit schemes

	2026	2025
Defined contribution schemes	£	£
Charge to profit or loss in respect of defined contribution schemes	1,461	-

The company operates a defined contribution pension scheme for all qualifying employees. The scheme's assets are held separately from those of the company in an independently administered fund.

16 Share-based payments

Share options are granted to employees and advisers who fulfil certain criteria. All plans are equity settled. Options either vest immediately or over a period of three years on a pro-rata basis. There are no cash settlement alternatives in all cases.

Number of share options		Average exercise price	
2026	2025	2026	2025
Number	Number	£	£

Outstanding at 1 June 2025	-	-	-	-
Granted in the period	87,579,234	-	0.01	-
Outstanding at 31 May 2026	87,579,234	-	0.01	-
Exercisable at 31 May 2026	87,579,234	-	0.10	-

Category	**Warrants**	**Accounting**
CLN financing warrants	54,697,223	IAS 32 warrant equity reserve
Directors' and adviser service warrants	32,882,011	IFRS 2 share-based payments
Combined total	87,579,234	

Expenses		
Related to equity settled share-based payments	84,254	-

17 Share capital

	2026	2025	2026	2025
Ordinary share capital	**Number**	**Number**	**£**	**£**
Issued and fully paid				
Ordinary shares of 0.0067p each	1,010,602,208	14,925	67,710	1

Reconciliation of movements during the year:

	Number
At 1 June 2025	14,925
Allotment on 17 July 2025	14,925
Founder allotment on 10 September 2025	749,970,150
Conversion of Convertible loan notes on 5 November 2025	120,877,839
Issued on IPO on 5 November 2025	139,724,369
At 31 May 2026	1,010,602,208

On 17 July 2025, the Company issued one additional ordinary share of £1 for £1. On 10 September 2025, the two existing ordinary shares of £1 each were subdivided into 29,850 ordinary shares of £0.000067 each. A further 749,970,150 ordinary shares were allotted on that date for aggregate consideration of £50,248, bringing the number of shares in issue before the IPO to 750,000,000.

The comparative share number and the July allotment shown above have been adjusted to reflect the subdivision. At 31 May 2025, the legal issued share capital comprised one ordinary share of £1, equivalent to 14,925 shares following the subdivision. This adjustment does not change the comparative share capital balance of £1.

18 Share premium account

	2026 £	2025 £
At the beginning of the year	-	-
Issue of new shares	2,427,377	-
Share issue expenses	(310,768)	-
Allocation to warrant equity reserve	(141,998)	-
At the end of the year	1,974,611	-

19 Warrant equity reserve

	2026 £	2025 £
At the beginning of the year	-	-
Additions	141,998	-
At the end of the year	141,998	-

The warrant equity reserve represents the amount allocated on initial recognition to the 54,697,223 equity-classified warrants issued in connection with the Company's convertible loan note financing. The allocation is determined as part of the initial accounting for the financing arrangement in accordance with IAS 32 Financial Instruments: Presentation.

The reserve is not subsequently remeasured for changes in the Company's share price. Converting the related loan notes into ordinary shares does not extinguish the outstanding warrants, and the amount attributable to those warrants remains in equity.

20 Share option reserve

	2026 £	2025 £
At the beginning of the year	-	-
Additions	84,254	-
At the end of the year	84,254	-

The share-based payment reserve represents the cumulative amount recognised in equity in respect of equity-settled share options and warrants granted to directors and advisers in exchange for services, in accordance with IFRS 2 Share-based Payment. The related cost is recognised as services are received over the applicable vesting period, taking account of relevant service and non-market performance conditions. Amounts recognised are not subsequently remeasured for changes in the Company's share price.

21 Capital risk management

The company is not subject to any externally imposed capital requirements.

22 Related party transactions

Remuneration of key management personnel

The remuneration of key management personnel, including directors, is set out below in aggregate for each category specified in IAS 24 Related Party Disclosures.

	2026 £	2025 £
Short-term employee benefits	106,900	-
Share-based payments	49,782	-
	156,682	-

Other transactions with related parties

During the year, the company entered into the following transactions with Falcon Investment Management Ltd (a company controlled by one of the directors):

	Sale of services		Purchase of services	
	2026 £	2025 £	2026 £	2025 £
Other related parties	150,901	-	266,734	-

The following amounts were outstanding at the reporting end date:

Amounts due from related parties	2026 £	2025 £
Entities with joint control or significant influence over the company	9,666	-

Of the outstanding balance, £2,666 was receivable from Falcon Investment Management (2025: Nil), and £7,000 was receivable from Falcon Capital Management Limited (2025: £7,000).In the period ended 31 May 2025, audit fees of £5,000 and accounts-preparation fees of £2,000 were borne by Falcon Capital Management Limited.

Investment in the related fund

During the year, the Company invested in Class B and Class C participating shares of Falcon Hybrid SPC attributable to the Paravene-Falcon Protected Leverage Fund SP, a related party in common control of Benny Menashe. At 31 May 2026, the Company held 253.02 Class B shares and 1,900 Class C shares, with fair values of £234,502 and £1,097,936 respectively (2025: nil).

23 Cash absorbed by operations

	2026 £	2025 £
(Loss)/profit for the year before taxation	(907,841)	163
Adjustments for:		
Investment income	(7,994)	(651)
Loss on disposal of intangibles	165,502	-
Amortisation and impairment of intangible assets	6,570	-
Other gains and losses	221,868	-
Equity-settled share-based payment expense	84,254	-
Movements in working capital:		
Decrease/(increase) in trade and other receivables	62,108	(111,289)
(Decrease)/increase in trade and other payables	(62,034)	111,329
Cash absorbed by operations	(437,567)	(448)

Non-cash transactions

During the period, convertible loan notes with a principal value of £1,000,000 were converted into ordinary shares of the Company. Also, during the year, the Company transferred 19 Bitcoin in exchange for 1,900 Class C participating shares in Falcon Hybrid SPC, relating to the Paravene-Falcon Protected Leverage Fund SP. The non-cash consideration was valued at £1,331,325 at the transaction date.

These transactions did not involve cash or cash equivalents and have therefore been excluded from investing cash receipts and payments in the statement of cash flows.

24 Analysis of changes in net funds

	1 June 2025 £	Cash flows £	31 May 2026 £
Cash at bank and in hand	204	7,642	7,846

Prior year:	10 May 2024 £	Cash flows £	31 May 2025 £
Cash at bank and in hand	-	204	204

25 Post Balance Sheet Event

On 1 September 2026, non-executive S Barbaglio resigned from her position with the Company with immediate effect.