



NOVACYT

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Public limited company under French law  
13 avenue Morane Saulnier  
78140 Vélizy-Villacoublay

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**'Rapport de Gestion'**  
**Management report on the financial statements**  
**for the year ended 31 December 2022**

**NOVACYT**

**Public limited company under French law (*société anonyme*) with capital of 4,708,416.54 euros**  
**Registered office: 13 avenue Morane Saulnier – 78140 Velizy-Villacoublay**  
**Versailles Trade and Companies Register 491 062 527**

**(hereinafter “the Company” or “Novacyt”)**

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**MANAGEMENT REPORT ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022**

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To the shareholders,

We hereby present to you the management report on the activities of Novacyt (hereinafter referred to as “**the Company**”) and its subsidiaries during the financial year beginning on 1 January 2022 and ending on 31 December 2022 in accordance with the provisions of the French Commercial Code.

**1. REVIEW OF THE ANNUAL AND GROUP CONSOLIDATED ACCOUNTS**

The annual accounts and consolidated accounts for the year ended 31 December 2022, which we submit to your approval, have been prepared in accordance with the rules of presentation and valuation methods provided for in the current regulations.

**1.1 Annual Social Accounts**

- **Operating Income:**

For the year ended 31 December 2022:

- Net turnover amounted to €381,146
- Total operating revenues amounted to €381,149
- Operating expenses for the year amounted to €2,327,294
- The operating result therefore is a loss of €1,946,144
- Salaries and wages amounted to €0
- The amount of social security charges amounted to €0

- **Financial result:**

The financial result for the year 2022 is -€6,339,642

- **Exceptional result:**

The exceptional result for the 2022 financial year is -€34,266

- **Net accounting income:**

The year ended 31 December 2022, therefore, resulted in a net accounting loss of €8,320,053

- **Total balance sheet:**

At 31 December 2022, the Company's balance sheet total amounted to €18,483,111

- **Proposed appropriation of the result:**

We propose you to approve the annual accounts (balance sheet, income statement and schedule) as presented to you and to allocate the net accounting loss for the year amounting to €8,320,053, as follows:

- the debtor "Retained Earning" account, for an amount of -€8,320,053

Therefore, the balance of the "Retained Earnings" account, will be debtor for an amount of €60,363,722

## 1.2 Annual Group Consolidated Accounts

- **Consolidated Operating Income:**

For the year ended 31 December 2022:

- Net consolidated turnover amounted to £21,040,000
- Total consolidated operating revenues amounted to £21,040,000
- Consolidated operating expenses for the year amounted to £44,433,000
- The consolidated operating result therefore is a loss of £23,393,000

- **Financial consolidated result:**

Net financial income and expense for the year 2022 is £3,340,000.

- **Net consolidated accounting income:**

The year ended 31 December 2022, therefore, was a consolidated net accounting loss of £25,730,000.

- **Total consolidated balance sheet:**

At 31 December 2022, the company's consolidated balance sheet assets total amounted to £140,901,000.

- **Approval of consolidated results:**

We suggest that you approve the consolidated financial statements (balance sheet, income statement and schedule) as presented to you.

## 2. ACTIVITY OF THE COMPANY AND ITS SUBSIDIARIES AND BUSINESS TRENDS DURING THE YEAR ENDED 31 DECEMBER 2022

### 2.1 Overview of Novacyt's activity

Novacyt is an international diagnostics business delivering a broad portfolio of in vitro and molecular diagnostic tests for a wide range of infectious diseases, enabling faster, more accurate, accessible testing to improve healthcare outcomes. The Company provides customers with a seamless sample-to-result workflow using its integrated and scalable instrumentation/solutions. The Company specialises in the design, manufacture, and supply of real-time PCR kits, reagents and a full range of laboratory and qPCR instrumentation for molecular biology research and clinical use. Novacyt offers one of the world's most varied and comprehensive range of qPCR assays, covering human, veterinary, biodefence, environmental, agriculture and food testing.

The following companies make up the Novacyt Group:

Biotec Laboratories Ltd  
 IT-IS International Ltd  
 Lab21 Healthcare Ltd  
 Novacyt US Inc  
 Novacyt Inc  
 Microgen Bioproducts Ltd  
 Novacyt SA  
 Novacyt Asia Ltd  
 Novacyt China Ltd  
 Novacyt UK Holdings Ltd  
 Primer Design Ltd

## 2.2 Situation and activity / Analysis of business trends

- Group revenue for FY2022 was £21.0m, in line with guidance, (FY2021: £92.6m), due to the expected decline in COVID-19 related sales,
- Revenue from COVID-19 products in 2022 totalled £14.7m (FY2021: £84.0m),
- Revenue for the non-COVID-19 portfolio in 2022 totalled £6.3m (FY2021: £8.6m). This decline was predominantly driven by lower instrument sales compared to FY2021 which benefited from COVID-19 demand,
- Group gross profit totalled £5.7m (27%) in FY2022 (FY2021: £28.2m (30%)). The FY2022 gross profit was reduced as a result of significant stock provisions based on lower forecasted COVID-19 sales in addition to writing-off stock that had not been provided for previously. Excluding the impact of these items, the margin would be in excess of 60%,
- Group EBITDA loss in FY2022 is £13.5m before exceptional items (FY2021: £3.1m profit) as a result of the expected decline in revenue and in line with guidance,
- Discontinued operations loss of £3.5m in FY2022 (FY2021: £3.7m loss),
- Loss after tax increased to £25.7m in FY2022 (FY2021: £9.7m loss),
- Cash position at 31 December 2022 was £87.0m (2021: £101.7m) and the Company remains debt free.

## 2.3 Results, progress achieved and difficulties encountered

### Overview

Novacyt's 2022 performance was impacted by a faster than anticipated decline in COVID-19 related sales, and as such is reporting a loss for the year. During the second half of 2022 the Group made good progress on i) transitioning from its reliance on COVID-19 revenue and ii) right sizing its cost base. During the year the Group carried out a large restructuring exercise to reduce its opex cost base, which saw over 100 employees leave the Group.

### Operational highlights

#### *Non-COVID-19 assay development*

- Completed the development of genesig<sup>®</sup>PLEX, a multiplex gastrointestinal bacterial assay, available as a research-use-only test (RUO),

- Developed and relaunched two single analyte transplant viral assay panels for the Epstein-Barr virus and BK virus for use on open instrument platforms,
- Augmented product portfolio with the addition of over 40 CE marked *in vitro* diagnostic (IVD) assays, through a third-party distribution agreement with Clonit srl,
- International launch and UK Coronavirus Test Device Approvals (CTDA) approval of genesig® Real-time PCR SARS-CoV-2 genesig™ Winterplex® panel covering RSV, Flu A&B and COVID-19,
- Relaunched RUO portfolio globally and developed Monkeypox and Adenovirus F41 RUO assays to support infectious disease monitoring ,

#### *COVID-19 assay development*

- Six UK CTDA approvals in the year (including genesig™ Winterplex® multiplex panel), taking the total number of Novacyt products approved by the CTDA to seven, the most of any UK-based company,
- CE marked two lyophilised PROMate® products, enabling deployment of near-patient COVID-19 diagnostic solution without the need for cold-chain shipping,
- CE marked PathFlow® COVID-19 Rapid Antigen Self-Test received, one of the first saliva-based COVID-19 assays to be launched in the EEA and providing diagnosis of symptomatic and asymptomatic individuals in approximately 15 minutes,

#### *Workflow and instrumentation development*

- Launched and CE marked CO-Prep™ Automated Liquid Handling System Completed validation of a nucleic acid extraction system to enhance post-COVID-19 integrated sample-to-result molecular workflow solution,
- Launched two new lateral flow test (LFT) readers for use in conjunction with a broad range of assays within Novacyt's Pathflow® product portfolio, consisting of 18 non-COVID-19 products across sexually transmitted, gastrointestinal, respiratory and insect-borne infections,

#### *Commercialisation*

- Partnered with a global fisheries company to develop solutions for testing infectious salmon anaemia virus and bacterial kidney disease,
- Signed a contract with a leading global non-governmental organisation (NGO) to support the detection of arboviruses, including dengue, Zika and Chikungunya,
- Partnered with leading healthcare company in India to develop and supply both reagents and instrumentation.

## **2.4 Foreseeable change in the Company's position and future prospects**

### **Strategy highlights**

During the period, Novacyt has focused on deploying talent in key geographies and optimising its global distributor network to ensure optimal commercial coverage for its recently relaunched RUO portfolio and its growing clinical offering. Through this work, coverage has been increased across EMEA and the Company has begun conducting distributor training on its full portfolio, including its expanded clinical portfolio and workflow.

- Commercialised Winterplex® panel with sales to hospitals in both the UK and Europe.
- Partnered with a global fisheries company in the development of tests and workflow for more efficient management of fish stocks; initial sales have been focused on their North American subsidiary and we are now engaging with other global sites to identify their testing needs.
- As the APAC region begins to open up post-COVID, we are re-engaging with new and existing distributors across the region with the RUO reagent and instrument products.
- Signed a contract with a leading global non-governmental organisation (NGO) to support the detection of arboviruses, including dengue, Zika and Chikungunya. This has now been extended to include West Nile fever, hepatitis A & E and haemorrhagic fever, with further orders received. We also anticipate sales of our RSV test to come in the near term and they are currently evaluating our Winterplex® product for deployment across Africa.
- Partnered with a leading healthcare company in India to supply both reagents and instrumentation.

The Company expects to launch an updated customer website in Q3, that will replace and consolidate former legacy sites. All commerce activity will be conducted from this single site, which will include webshop functionality, as well as a customer portal offering instrument registration and software upgrades.

### Business development

In addition to the internal development of the new portfolio, the Company continues to assess strategic M&A, partnership and licencing opportunities as a priority to add scale and diversification to support the long-term growth of the business.

In January 2023 Novacyt entered into an exclusive development agreement with Elucedá Ltd, a specialist developer of electrochemical sensors, to develop novel biosensor technology in the fields of human and animal in vitro diagnostics, life science research and animal speciation. Development of two products has started and the first product is expected to launch early in 2024.

## 2.5 Business activity in the year ended 31 December 2022

Amounts in £'000	Primer Design	IT-IS International	Total
<b>Geographical area</b>			
United Kingdom	10,051	72	10,123
Europe (excluding UK)	3,372	477	3,849
America	4,134	347	4,481
Asia-Pacific	1,373	479	1,852
Middle East	347	30	377
Africa	357	1	358
<b>Total revenue</b>	<b>19,634</b>	<b>1,406</b>	<b>21,040</b>

## 2.6 Research and development activity

### Product development

In July 2022 the Company relaunched its extensive and established research use only (RUO) portfolio, ensuring our primers and probes were best-in-class to reliably target current pathogens. By year-end, the team had optimised and verified the redesigns of 25 RUO products, and also developed new RUO assays for Monkeypox and Adenovirus F41.

As the product development pathway for clinical products has been significantly extended under IVDR, the Company will now develop RUO versions for its target therapeutic areas as a first step. This activity is well underway targeting the development of up to ten new multiplex products in 2023 in the areas of gastrointestinal, respiratory and insect-borne infections.

Through a combination of internal R&D and third-party sourcing, the Company has already launched a portfolio of CE marked clinical assays in the following areas:

- A winter respiratory panel with the internally developed genesig® Real-time PCR SARS-CoV-2 Winterplex® launched in Europe and CTDA approved for UK launch in October 2022,
- Sexually transmitted infections (STI) (e.g., Chlamydia trachomatis, Neisseria gonorrhoeae, Trichomonas vaginalis),

- Gastrointestinal infections (e.g., Clostridium difficile, Enterovirus),
- Respiratory (RI) (e.g., Mycoplasma pneumoniae),
- Two single analyte transplant viral assay panels for the Epstein-Barr virus and BK virus for use on open instrument platforms during the period.

These products and our enhanced workflow solution will be targeted to indications where there is a need for cost-effective, rapid, accurate and highly precise diagnostic testing. Based on market research, we believe the key market for this offering is in routine testing in mid-to-low volume spoke laboratories and non-routine services in hub laboratories. As identified in April 2022 at the strategy update, we will target these markets due to our differentiated customer offering.

For Europe, which is our initial target geography with CE marked products, the Company estimates a market size of circa £470m growing at a CAGR of 10%. The mid-term goal is to expand our offering to customers worldwide.

Our molecular portfolio is complemented by an extensive range of lateral flow diagnostic tests (LFTs) for clinical use. The range aligns with the target disease areas covered by our molecular portfolio and has been further enhanced with the launch of two new LFT readers for use in conjunction with a number of key assays within Novacyt's Pathflow® product portfolio. The readers are designed to provide digital test results based on optical imaging technology, thereby removing the ambiguity of manually interpreting a reading. The result is available in a matter of seconds (~10-12 secs) in a digital form that can be exported to other systems.

### **Instrumentation & workflow**

Novacyt has made considerable progress enhancing its post-COVID-19 integrated sample-to-result molecular workflow solution. We have validated a nucleic acid extraction system and have launched an automated liquid handling system (CO-Prep™) for assay setup that complements our proprietary q16 and q32 instruments and user friendly direct-to-PCR assays to deliver an end-to-end, fast scalable workflow solution capable of processing over 1,000 tests per day. The new workflow reduces hands-on time and risk of contamination whilst providing robust sample stewardship to reduce the chance of human error. The complete workflow platform can be used where current decentralised sample-to-result solutions are not easily scalable, slow, and costly.

### **COVID-19 portfolio**

To ensure Novacyt remains well positioned for any future COVID-19 outbreaks in both developed and developing markets, the Company has consolidated its portfolio. To this end, Novacyt secured CE mark accreditation for its saliva-based PathFlow® COVID-19 Rapid Antigen Self-Test and an ambient version of its PROMate® COVID-19 2G assay designed for international shipping. Both tests complement the Company's established genesig® COVID-19 Real-Time PCR portfolio and PROMate® COVID-19 direct to PCR 1G and 2G assays.

## **2.7 Polluting or dangerous activities**

None

## 2.8 Main risks and uncertainties facing the Company and management of financial risks

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

The going concern model covers the period up to and including April 2024. In making this assessment, the Directors have considered the following elements:

- The working capital requirements of the business;
- A positive cash balance at 31 December 2022 of £86,973,000;
- Payment of the Long-Term cash Incentive Plan ("LTIP") that commenced in 2021 and vests at the end of 2023; and
- The DHSC commercial dispute having a trial date set for June 2024.

The forecast prepared by the Group shows that it is able to cover its cash needs during the financial year 2023 up until April 2024.

As at 31 December 2022 the Group is debt free and its main financial liabilities are trade and other payables.

Trade and other receivables, cash and cash equivalents held by the Group are generated by operating activities.

- Currency risk

The Group has significant operations in the United Kingdom, where its main subsidiaries are located. The Group is mainly exposed to the Euro and US Dollar currencies as the company now reports in Great British Pounds, which is its main functional currency.

- Credit risk

Credit risk is the risk of financial loss, following the failure by a third party to honour its commitment to repay a debt. The Group is exposed to credit risk due to its operating activities (mainly through trade receivables) and through deposits with banks.

The Group's exposure to credit risk is represented by the risk of counterparty default: maximum exposure is equal to the carrying amount of these instruments.

The Group has adopted a policy of only dealing with credit worthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group uses publicly available financial information and its own trading records to rate its major customers' risk levels. The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

The Group uses debt collection agencies and government backed schemes to collect difficult aged debts as a last resort.

- Liquidity risk

Since its creation, the Group has financed its growth by successive capital increases, loans, grants and public aid for innovation, the reimbursement of research tax credit receivables and has recently self-financed due to its profitability.



## **2.9 Significant events occurring between the reporting date and the date of this report**

### **Subsequent events**

On 30 January 2023, Novacyt announced that the UK High Court had directed Novacyt, that the hearing of the case between Primer Design Ltd / Novacyt SA and the DHSC has been listed to commence on 10 June 2024 and is expected to last 16 days.

### **2.10 Existing branches**

Pursuant to the provisions of Article L. 232-1 of the French Commercial Code, we inform you that there are no branches of the Company during the 2022 financial year.

### 3. REPORT ON CORPORATE GOVERNANCE

#### 3.1 List of offices

Pursuant to the provisions of Article L. 225-102-1 of the French Commercial Code, we list below all the offices and functions exercised in any company by each of the Company's corporate officers during the financial year.

NAME	POSITION	STARTING DATE OF TERM / DATE OF THE LAST RENEWAL	EXPIRY DATE OF TERM / DATE OF RESIGNATION
<b>Chief Executive Officer</b>			
David ALLMOND	Chief Executive Officer	18 October 2021	Resigned 14 November 2022
James MC CARTHY	Chief Executive Officer	14 November 2022	2024 General Meeting
<b>BOARD OF DIRECTORS</b>			
James WAKEFIELD	Chairman and member of the Board of Directors	29 September 2020	2023 General Meeting
David ALLMOND	Chief Executive Officer	18 October 2021	Resigned 14 November 2022
Jean-Pierre CRINELLI	Member of the Board of Directors	18 October 2021	2024 General Meeting
Andrew HEATH	Member of the Board of Directors	18 October 2021	2024 General Meeting
James MC CARTHY	Member of the Board of Directors	18 October 2021	2024 General Meeting
Juliet THOMPSON	Member of the Board of Directors	29 September 2020	2023 General Meeting
Ed SNAPE	Member of the Board of Directors	29 September 2020	Resigned 31 December 2022

The offices and duties held and performed by corporate officers in other companies during the 2022 financial year were as follows:

- James Wakefield is also:
  - o Director of Westbridge Fund Managers Ltd;
  - o Director of Westbridge SME Fund GP Ltd;
  - o Director of Westbridge SME Fund FPLP GP Ltd;
  - o Director of Westbridge GP1 Ltd;
  - o Director of Westbridge GP2 Ltd;
  - o Director of Enterprise Fund (General Partner Wales) Ltd; Resigned 03.07.2022
  - o Director of DB Systems Holdings Ltd;
  - o Director of Westbridge (AJM) Nominees Ltd; Resigned 10.05.2022
  - o Director of Ravel 123 Ltd;
  - o Director of Acuity Care Holdings Ltd;
  - o Director of Acuity Care Group Ltd;
  - o Director of WestBridge III GP1 Ltd; Appointed 31.05.2022
  - o Director of WestBridge III GP2 Ltd; Appointed 31.05.2022
  - o Director of Stream 123 Limited; Appointed 13.10.2022
  - o Director of Stream 456 Limited; Appointed 13.10.2022
  - o Director of Stream 789 Limited; Appointed 14.10.2022

- David Allmond is also:
  - o Director of Lab 21 Healthcare; Resigned 10.11.2022
  - o Director of Microgen Bioproducts; Resigned 10.11.2022
  - o Director of Biotec Laboratories; Resigned 10.11.2022
  - o Director of Primer Design Ltd; Resigned 10.11.2022
  - o Director of Novacyt UK Holdings Ltd; Resigned 10.11.2022
  - o Director of IT-IS International Ltd; Resigned 10.11.2022
  - o Director of Novacyt US Inc; Resigned 10.11.2022
  - o Director of Novacyt Asia; Appointed 26.07.2022, Resigned 06.01.2023
  
- Jean-Pierre Crinelli is also:
  - o Chairman of Pathinvest; Resigned December 2022
  
- Andrew Heath is also:
  - o Chairman of TauC3 Biologics Ltd
  
- Ed Snape:
  - o None.
  
- Juliet Thompson is also:
  - o Trustee of Leadership through Sport and Business;
  - o Trustee of Opus Trust;
  - o Director of Indivior PLC;
  - o Director of Organox Ltd;
  
- James McCarthy is also:
  - o Director of Lab 21 Healthcare;
  - o Director of Microgen Bioproducts;
  - o Director of Biotec Laboratories;
  - o Director of Primer Design Ltd;
  - o Director of Novacyt UK Holdings Ltd;
  - o Director of IT-IS International Ltd;
  - o Director of Novacyt US Inc;
  - o Director of Energy Transition Forum Limited;
  - o Director of Focus4Value Limited
  - o Director of Novacyt Inc;
  - o Director of Novacyt Asia; Appointed 26.07.2022

During this general meeting, the following mandates expire:

- **James Wakefield** (Chairman and Member of the Board of Directors)
- **Juliet Thompson** (Member of the Board of Directors)

We suggest that you renew all of these mandates for a period of three (3) years, ending at the end of the general meeting which will be called in 2026 to approve the accounts for the year ended December 31<sup>st</sup>, 2025.

### **3.2 Agreements concluded between a significant officer or shareholder and a subsidiary**

Pursuant to the provisions of paragraph 2 of Article L. 225-37-4, of the French Commercial Code, we confirm that no agreements were entered into, directly or by an intermediary, between the Chief Executive Officer, one of the executive directors, one of the directors or one of the shareholders owning a fraction of the voting rights greater than 10% and a subsidiary of which the Company holds, directly or indirectly, more than half of the capital, during the year ended 31 December 2022.

### 3.3 Report on delegations of authority concerning capital increases and changes in share capital during the year ended 31 December 2022

#### 3.3.1 Report on delegations of authority concerning capital increases

In accordance with the provisions of Article L. 225-100 of the French Commercial Code, we list below the current delegations of authority or powers granted by the General Meeting to the Board of Directors pursuant to the provisions of Articles L. 225-129-1 and L. 225-129-2 of the said Code:

DATE OF GENERAL MEETING	NATURE OF DELEGATION	DURATION OF DELEGATION	DATE AND TERMS OF USE BY THE BOARD OF DIRECTORS
Extraordinary General Meeting of 18 October 2021	Allotment of free shares (existing shares or shares to be issued)	38 months	Please refer to section 11 below.
Extraordinary General Meeting of 18 October 2021	Granting of stock options or stock purchase options	38 months	None
Extraordinary General Meeting of 18 October 2021	Capital increase through an offer referred to in Article L411-2 of the Monetary and Financial Code (private placements)	26 months	None
Extraordinary General Meeting of 18 October 2021	Capital increase with maintenance of preferential subscription rights	26 months	None

#### 3.3.2 Change in capital during the year ended 31 December 2022

The share capital of the Company did not change during 2022.

As of 31 December 2022, the share capital amounted to €4,708,416.54 and consisted of 70,626,248 shares with a par value of 1/15th of a euro each.

#### 4. EMPLOYEE SHAREHOLDINGS

In accordance with the provisions of Article L. 225-102 of the French Commercial Code, we inform you that no savings plan has been established for the Company's employees.

As of 31 December 2022, employees held 0.25% of the Company's capital.

#### 5. SUBSIDIARIES AND INVESTMENTS

##### 5.1 Acquisition of significant holdings in companies or takeovers of such companies

In accordance with Article L. 233-6 of the French Commercial Code, we inform you that the Company did not acquire any new shareholdings in a company whose registered office is in the French Republic during the 2022 financial year.

## 5.2 Alienation of shares taken to regularise cross shareholdings

None

## 5.3 Breakdown of share capital and treasury shares

### Breakdown of share capital

In accordance with the provisions of Article L. 233-13 of the French Commercial Code and taking into account the information received in application of Articles L. 233-7 and L. 233-12 of the said Code, we hereby disclose the identity of shareholders holding, directly or indirectly, more than one-twentieth, one-tenth, three-twentieths, one-fifth, one-quarter, one-third, one-half, two-thirds, eighteen-twentieths or nineteen-twentieths of voting rights at the General Meetings of the Company as of 31 December 2022:

This is based on the CMCIC register as at 31 December 2022.

NAME	NUMBER OF SHARES	% OF CAPITAL	% OF VOTING RIGHTS
N/A	-	-	-

There were no shareholders that held at least one-twentieth of voting rights as of 31 December 2022.

Information on treasury shares:

In accordance with the provisions of paragraph 2 of Article L. 225-211 of the French Commercial Code, we hereby disclose share purchases:

- Intended to be attributed to employees as part of employee incentive plans: none;
- A liquidity agreement has been concluded with Invest Securities to facilitate the trading of our securities on Euronext Growth and to promote the liquidity of the Company's securities.

In 2022, the Company carried out the following transactions on its own shares:

- Number of shares held on 1 January 2022: 9,028;
- Purchases made during the financial year under the liquidity contract: 375,367;
- Average price of purchases: 1.2462 euros;
- Sales made during the financial year under the liquidity contract: 367,402;
- Average price of sales: 1.2307 euros;
- Number of shares held as of 31 December 2022: 16,993.

## 6. INFORMATION ABOUT PAYMENT TERMS OF SUPPLIERS AND CUSTOMERS

In application of Articles L. 441-6-1 and D. 441-4 of the French Commercial Code, we hereby provide you with the mandatory information on the payment terms of our suppliers (in thousands of euros):

The figures below include VAT.

Information on payment terms	Not due	X < 30 days	X < 60 days	X > 60 days	Total
Trade payables as of 31 December 2022	0	17	0	0	17
Trade payables as of 31 December 2021	0	28	0	0	28

In application of Articles L. 441-6-1 and D. 441-4 of the French Commercial Code, we hereby provide you with the mandatory information on the payment terms of our customers (in thousands of euros):

The figures below include VAT.

Information on payment terms	Not due	X < 30 days	X < 60 days	X > 60 days	Total
Trade receivable as of 31 December 2022	0	0	0	0	0
Trade receivable as of 31 December 2021	0	0	0	0	0

## 7. AMOUNT OF DIVIDENDS PAID DURING THE LAST THREE YEARS

The Company has not paid any dividends in the last three years.

## 8. TRANSACTIONS BY SENIOR MANAGERS ON THEIR SHARES

Pursuant to the provisions of Articles 223-22 A and 223-26 of the AMF General Regulation, we hereby disclose transactions carried out by senior managers and their relatives on the Company's shares during the financial year:

Name	Number of shares bought in 2022	Price per share
James McCarthy (CFO)	37,310	£2.01 per share
James McCarthy (CFO)	2,360	£2.12 per share
David Allmond (CEO)	43,500	£2.31 per share
Jean-Pierre Crinelli (NED)	3,208	€2.41 per share
James Wakefield (Chairmen)	7,000	£1.17 per share

## 9. TABLE OF RESULTS OVER THE PAST FIVE YEARS

The table below sets out the results of the last five financial years required pursuant to paragraph 2 of Article R. 225-102 of the French Commercial Code.

COMPANY: NOVACYT SA	YEAR ENDED: 31 December 2022				

NATURE OF INDICATIONS	2018	2019	2020	2021	2022
<i>End-of-year capital</i>					
. Share capital.....	2,510,956	3,872,984	4,708,417	4,708,417	4,708,417
. Number of ordinary shares in circulation.....	37,664,342	58,094,754	70,626,248	70,626,248	70,626,248
. Number of (non-voting) preference shares in circulation.....					
. Maximum number of future shares to be created.....					
. by conversion of bonds.....					
. by exercise of warrants.....					
<i>Operations and results of the year</i>					
. Revenue excluding VAT.....	1,422,706	1,755,342	22,094,742	626,738	381,146
. Income before tax, employee profit sharing and depreciation, amortisation and provisions.....	<4,333,568>	<23,743,116>	<2,704,355>	<1,867,030>	<2,318,567>
. Research tax.....	<91,134>	<0>	<0>	<0>	<0>
. Employee profit-sharing due for the year.....					
. Income after tax, employee profit sharing and depreciation, amortisation and provisions.....	<5,906,469>	<7,045,325>	<2,561,562>	<1,785,821>	<8,320,053>
. Result distributed for the year.....					
<i>Earnings per share</i>					
. Income after tax and employee profit sharing, but before depreciation, amortisation and provisions.....	<0.12>	<0.41>	<0.04>	<0.03>	<0.03>
. Income after tax, employee profit sharing and depreciation, amortisation and provisions.....	<0.16>	<0.12>	<0.04>	<0.03>	<0.12>
. Dividend paid on each share.....					
<i>Employees</i>					
. Average number of employees during the year.....	4	4	1	0	0
. Amount of payroll for the year.....	427,188	353,764	76,459	0	0
. Amount of employee benefits paid in the year (social security, social services).....	159,314	138,506	18,500	0	0

## 9.1 Consolidated results

TABLE OF CONSOLIDATED RESULTS FOR THE LAST 2 YEARS		
Amounts in £ thousand	Year ended 31 December 2022	Year ended 31 December 2021

Revenue	21,040	92,603
Recurring operating (loss)/profit	-15,655	1,305
Total net loss	-25,730	-9,728
Net loss attributable to shareholders of the parent company	-26,573	-8,866
Share capital	4,053	4,053
Equity attributable to owners of the company	115,216	141,815
Borrowings	0	0
Net assets	115,216	141,815
Total assets	140,901	183,697
Dividends	0	0
Earnings per share (in units)	-0.36	-0.14

**10. LOANS DUE IN LESS THAN 2 YEARS GRANTED BY THE COMPANY TO MICRO, SMALL OR MID-SIZED ENTERPRISES WITH WHICH IT HAS ECONOMIC LINKS JUSTIFYING IT**

In accordance with paragraph 3b, line 2 of Article L. 511-3 of the French Commercial Code, we list below the loans made by the Company and due in less than 2 years to micro, small or mid-sized enterprises with which it has economic links justifying it:

None.

**11. SPECIAL REPORT ON STOCK OPTIONS AND FREE SHARES**

To the shareholders,

This report is presented to you:

- Pursuant to the provisions of Article L. 225-184 of the French Commercial Code concerning transactions relating to stock options, and
- Pursuant to the provisions of Article L. 225-197-4 of the French Commercial Code concerning transactions relating to the granting of free shares.

On 2<sup>nd</sup> February 2022, the Board approved and adopted a plan under which awards of Nil-cost Options (*actions gratuites*) and Market Value Options could be granted in accordance with the delegations obtained during the Extraordinary General Meeting dated 18 October 2021.

On 3<sup>rd</sup> February 2022, the Board decided to grant Performance Share Awards to the following Eligible Employees and in the following proportions :

# Performance Share Awards		
David Allmond*	Chief Executive Officer *	358,262
James McCarthy	Chief Financial Officer, subsequently appointed Acting CEO	228,333
Other employees		411,884
<b>Total</b>		<b>998,479</b>

\*resigned on 14 November 2022, his Performance Shares Awards have lapsed.

The Performance Share Awards have the following main characteristics :



- they are structured as Nil-cost Options to acquire for no payment new shares;
- they are subject to TSR growth based Performance Conditions set out in Schedule 2 to the Plan, which shall be determined by reference to the quotation of the Company's shares on AIM;
- Awards granted to the Company's Chief Executive Officer, David Allmond, and to the Chief Financial Officer, James McCarthy, are subject to the Holding Conditions.
- All other Eligible Individuals to whom Awards are granted under are not subject to the Holding Conditions.

## 12. OFFICE OF THE AUDITORS

### Statutory auditors:

#### **DELOITTE & ASSOCIÉS**

Represented by Benoit Pimont  
6 Place de la Pyramide Puteaux - 92908 Paris la Defense Cedex

Renewed at the General Meeting of 11 June 2018 for a period of 6 years, i.e. until the Extraordinary General Meeting called in 2024 to approve the financial statements for the year ended 31 December 2023.

#### **ALBERIS AUDIT**

Represented by Guillaume Turchi  
27 Avenue Des Essarts 95800 Cergy,

Has been appointed at the General Meeting of 18 October 2021 for a period of 6 years, i.e. until the Extraordinary General Meeting called in 2027 to approve the financial statements for the year ended 31 December 2026.

### Alternate auditors:

#### **BEAS**

6 Place de la Pyramide Puteaux - 92908 Paris la Defense Cedex

Renewed at the General Meeting of 11 June 2018 for a period of 6 years, i.e. until the Extraordinary General Meeting called in 2024 to approve the financial statements for the year ended 31 December 2023.

## 13. AGREEMENTS CONCLUDED BETWEEN A SENIOR OFFICER OR A SIGNIFICANT SHAREHOLDER AND THE COMPANY OR ONE OF ITS SUBSIDIARIES

In accordance with Article L. 225-38 of the French Commercial Code, we list below the regulated agreements entered into by the Company during the year ended 31 December 2022:

None

## 14. MISCELLANEOUS INFORMATION

In accordance with the provisions of Articles 39-4 and 223 quater of the French General Tax Code, the expenses that are not deductible from the taxable result amount to €0 for the financial year ended on 31 December 2022.

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*The Board of Directors*