



TALLY CENTRAL LIMITED

Annual Report and Financial Statements

For the Financial Year Ended

30 June 2025

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Directors, Company Secretary and Advisors

Directors:

Cameron Parry (Chief Executive Officer)
Arun Ranganathan (Executive Director)
Michael Joseph (Non-Executive Director)

Registered Office of the Company

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St Peter Port
Guernsey GY1 1GZ

Corporate Service Provider

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St Peter Port
Guernsey GY1 1GZ

Independent Auditor

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Statutory Auditor
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London E14 4HD
United Kingdom

Company's website:

www.tallymoney.com

UK Office

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Guernsey Counsel to the Company

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St Peter Port
Guernsey GY1 4EW

Registrars

Share Registrars Limited
The Courtyard
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Farnham
GU9 7DR

Chief Executive Officer's Report

I am pleased to provide the following report for the financial year ended 30 June 2025 for Tally Central Ltd ("Tally Central" or "the Company," together with its subsidiaries, "the Group").

Tally Central's monetary system enables people to use sound money in an everyday account and TallyMoney debit Mastercard®, and provides transparent and inexpensive gold ownership, with real-time liquidity for spending and payments. Every unit of tally (the currency, spelt with a lowercase 't') is a record of ownership of 1 milligram of ethically sourced physical gold from London Bullion Market Association (LBMA)-accredited brokers that is vaulted in Switzerland on behalf of Tally customers with LBMA-accredited high security provider, Brinks®. Tally's standalone full-reserve monetary system operates independently to the debt-based fiat-currency fractional-reserve banking system but seamlessly works with established funds transfers and merchant payments infrastructure. Tally is the first in the world to offer individual customer IBANs (International Bank Account Numbers) to access a currency that is not issued by a government.

The start of the financial year saw the Company complete the changeover and testing of its new Banking-as-a-Service ("BaaS") provider (FCA (Financial Conduct Authority) regulated E-Money Institution, TransactPay) with new IBANs issued to existing UK customers and recommenced onboarding new UK customers in June 2024. Following the move, the Company was focused on improving core systems and processes to increase the velocity of product development, end-to-end functionality and robust scalability. In line with the increasing activities and widening and deepening platform capabilities, a number of new hires were added to the organisation during the year.

The second half of the financial year saw the Company complete behind-the-scenes operational improvements and automations necessary to scale, and the finalisation of a strategic marketing campaign that went live at the end of June 2025. The campaign is a bold, rebellious and a cheeky call to action for the establishment challenger audience, targeting their frustrations with the fiat currency banking system and has shown strong early results. The Company offers a solution by providing savings held in physical gold with real-time spending, encouraging people to upgrade your savings, up your gold holdings, and up your money self-sovereignty.

Concurrent to Tally Central's systems and operational improvements the Company's corporate strategy continued with its complementary investment division continuing to fund the business's core operations and deliver Tally Central's monetary product for customers. During the financial year the Company continued divesting to support ongoing growth capital and to evidence that Tally Central is a self-funded fintech. The Company's investment division also made a further investment in the innovative airline and travel industry SaaS provider, Journey Mentor Holdings Ltd, of £337,500, taking total investment to £537,500.

The Board also made the Company's shares available for trading on an exchange for any shareholders under pressure to monetise their shareholding, and give others the chance to buy shares in the Company. Whilst the business is not yet at a stage to optimise an Initial Public Offering and this is deemed too costly and time consuming currently (both during the listing process and post listing), Tally Central's shares commenced trading on the JP Jenkins platform in London (TAL : JPJ) on the 1st of February 2025, offering both existing shareholders and potential new shareholders a platform to trade shares of the Company. It is the Company's corporate strategy to achieve profitability by the end of calendar year 2026, and then the Board will assess whether to IPO in 2027 or 2028 in the UK or the US respectively.

Key financials

Albeit the prior financial year's revenues were dampened (due to new customer onboarding being unavailable for most of the previous financial year), revenues increased 149% year-on-year to £386,967. Administrative costs increased by 6% year-on-year, as the Company strengthened the organisational structure in line with plans to scale the business and increased discretionary marketing costs to increase UK customer acquisition. The final result was that the Company made a loss before tax of £1,007,759 (2024: profit of £2,069,733) driven by operating losses and financing costs being partially offset by a gain (realised and unrealised) on the Company's investment holding and partial disposal of Deccan Gold Mines Limited ("Deccan") Bombay Stock Exchange ("BSE") listed shares.

The loss after tax for the year was £1,336,725 compared to the profit of £1,477,617 for the year ending 30 June 2024. Removing gains on financial assets and profit on disposal of investments from both years, saw losses before tax reduced by £666,666 in the financial year to 30 June 2025.

As at 30 June 2025, the Group's cash balances and cash equivalents was £651,002 (2024: £462,728) as well as physical gold belonging to the Company held as tally® in treasury of £298,538 (2024: £51,332).

The Company started the financial year with 765,536,636 shares in issue and issued 73,433 new ordinary shares at 3p each during the year increasing the total shares on issue to 765,610,069. This represented an indicative company valuation, based on the last equity issuance of 3p, of £23.0m at the end of the period (£23.0m as at 30 June 2024). The new issue of shares comprised share-based payments of £2,203 (£21,280 in 2024) at 3p each for 73,433 shares. In addition, Tally Central fully repaid four convertible loan notes ("CLNs") (total repayments made across all CLNs of £3,023,958 in the financial year to 30 June 2025) and extended the terms of repayment of two existing CLNs for up to 12 months at reduced coupon (interest) rates than in the original convertible loan note agreements.

The Company also completed an additional investment of £337,500 for a further 3.14% (at the time of investment) of the issued share capital of innovative airline and travel industry SaaS provider, Journey Mentor Holdings Ltd, in the year to 30 June 2025. Together with a £200,000 investment made in the previous financial year this took the Company's total holding, at the time of this investment, to 5.00% of Journey Mentor Holdings Ltd.

Outlook

The Company is well underway now into its roadmap and regulatory strategy for calendar years 2025 and 2026, with our target of achieving operating profitability by the end of calendar year 2026. Having built our platform technology and monetary product, having gone live with the first TallyMoney Account App and Mastercard® Tally debit cards in mid-2019 at time when a tally (one milligram of gold) was 3.33p (now approximately 10p), designing and building the Tally Ecosystem architecture and network, in pursuit of a vision of a safe and secure sound money digital environment, while overcoming numerous business and financial risks along the way, from July 2025 a marketing campaign that expressed Tally's values and purpose, communicated through an early adopter channel to a receptive public audience, was finally able to be released. And the first four months of this new next chapter (July-October 2025) has seen a step-change in customer acquisition and transaction activity by value and volume.

In the current financial year, we are focused on growth metrics and growing revenues, whilst completing and demonstrating the Company's core product applications and expanding our suite of consumer products. Tally Central continues to monetise part of its holding in Deccan Gold Mines Limited to fund business operations and the Directors continue to monitor cash needs and ensure a balance between development, marketing and recruitment, and to ensure sufficient working capital to achieve business growth and corporate objectives.

On behalf of the Board, I would like to thank shareholders for their continued support and understanding as we expand the use of Tally's independent monetary system and payments technology and grow the business into a profitable and highly valuable enterprise. And I'd like to thank all members of our team for their efforts and commitment to our shared mission of providing the public with a mainstream alternative to the fiat currency fractional-reserve banking system.



Cameron Parry
Chief Executive Officer
14 November 2025

Board of Directors

Cameron John Parry (aged 51) (Executive Director & CEO)

Cameron Parry is the Founder of the tally® physical gold digital currency and asset-based full-reserve monetary system and platform technology. He is a serial innovator and chief executive of quoted public companies who has built numerous start-ups, private and stock market-listed companies across industries including: financial technology, mining & exploration, life sciences and agribusiness.

Mr Parry was the Founder and inaugural CEO of natural resources investing company Metal Tiger PLC (LSE: MTR) and Co-founder and inaugural Executive Chairman of Coinsilium Group Ltd (NEX: COIN) - which he led to become the world's first blockchain industry company to list on a recognised investment exchange (Dec 2015). He created the vertically integrated gold company Lionsgold (LSE:LION), that evolved to become Tally Central Ltd and he is Joint-CEO and a major shareholder of 39-year-old London Stockbroking firm, First Equity Limited. First Equity is regulated by the Financial Conduct Authority ("FCA" Licence No. 124394) and Mr Parry is an FCA-approved person for relevant control functions (FCA reference number CJP01234).

Arun Ranganathan (aged 50) (Executive Director & CTO)

Arun Ranganathan is the Co-founder of Tally's monetary system and technology platform, having designed and built the Tally Ecosystem with Cameron Parry. Mr Ranganathan's expertise spans digital transformation, SaaS, mobile, banking, and payments and he has worked in start-ups, scale-ups and large corporates, spending years of his career in each of Bangalore, Dublin and London. He holds a double degree from the prestigious Birla Institute of Technology & Science in India.

Mr Ranganathan was formerly Director of Engineering at WEX and was CIO at the Oxford University incubation project that became Fuel 3D. He was also previously CTO at microfinance firm, Oakam, and CTO and co-founder of a start-up targeting motorcycle enthusiasts, where he built a user platform that leveraged Facebook technology. Over his career he has gained a unique understanding of synergies and the potential for connectivity between fintech and social media platform services.

Michael Paul Joseph (aged 54) (Non-Executive Director)

Michael Joseph is a highly successful entrepreneur and the Founder, former CEO and the Chief Underwriting Officer of Lucida Group, the parent company of Right Choice Insurance Brokers Ltd ("RCIB") which he founded in 2007, and grew to over £100m per year premium income and £10m earnings before tax. Under his leadership, the group acquired a number of best-in-class businesses and employed over 600 staff, providing insurance to in excess of 500,000 customers annually.

RCIB's business is underpinned by its own purpose-built data technology platform and the competitive advantage it delivers. In June 2018, Lloyds Bank private equity division ("LDC") invested £28m at a valuation in excess of £100m. RCIB is regulated by the Financial Conduct Authority ("FCA" reference number 475620) and Mr Joseph is an FCA-approved person for relevant control functions (FCA reference number 01051). Mr Joseph is a member of the Bank of England, Decision Maker Panel.

Directors' Report

The Directors present their report together with the audited consolidated financial statements of the Group comprising Tally Central Ltd ("the Company") and its subsidiaries (together "the Group") for the year ended 30 June 2025 and the independent auditor's report thereon.

Performance review

The Group made a total comprehensive loss of £2,013,439 during the year ended 30 June 2025 (2024: total profit £1,479,904).

Principal activities and future developments

The Group's principal activity is the provision of an asset-based full-reserve monetary system and platform technology that enables milligrams of physical gold to be used as digital currency (tally®). The platform and monetary ecosystem seamlessly operates with the government-issued fractional-reserve fiat currency system through mainstream banking infrastructure and point-of-sale merchant facilities and ATMs. Tally Central Ltd is a global currency innovator and the currency tally® is designed for distribution as a B2B product as well as offering tally-denominated individual everyday accounts B2C, operated via the Company's smartphone app and Mastercard® debit card.

Subsequent events

Post year end, the Company continued the repayment of its outstanding convertible loan notes ("CLN") and associated interest. At the date of this report the Company had fully repaid four CLNs and partially repaid the remaining two CLNs. Repayments in the financial year ending 30 June 2025 were £3,023,958 and post year end were £500,000 (total repayments made to date of £3,523,958).

Two CLNs remain outstanding at the date of this report the with an outstanding balance of £2,341,441. One CLN (balance of £549,121 at the date of this report) is due to be repaid by 31 December 2025 or converted to equity at the CLN holder's discretion. Post year end the second outstanding CLN (balance of £1,792,320 at the date of this report) was agreed to be extended to 31 December 2026 on the same terms. The repayments of the CLNs was funded, as planned, by proceeds from the sale of part of the Company's holdings in Deccan Gold Mines Limited ("Deccan").

In addition, the Company has continued to sell tranches of Deccan shares to fund the working capital of the Company. Post year end 1,973,986 Deccan shares have been sold and at the date of this report the Company held 3,497,578 shares in Deccan. From July 2025 the Company has seen Month-on-Month growth in revenues to over £100,000 per month, as well as other key metrics increasing.

Post year end, an extension to the loan term of £1,300,000 issued to the Founder & CEO of the Company, Cameron Parry, originally due to be repaid on 31 October 2025, was approved by the board (with Cameron Parry recused) in a post year end board meeting. The loan has been extended by 12 months, to 31 October 2026, on the same terms.

No further subsequent events took place that require disclosure in these consolidated financial statements.

Principal risks and uncertainties

The Group is exposed to a variety of financial risks including foreign exchange risk, market risk, liquidity risk, tax risk and credit risk. These risks are discussed in detail in Note 2.

Financial instruments and associated risks

The Board of Directors is committed to effective risk management and is responsible for ensuring that the Group has an appropriate framework in place to identify and effectively manage business risks and to monitor business performance and the Group's financial position. The Board is also responsible for overseeing compliance with regulatory, prudential, legal and ethical standards. These risks are discussed in detail in Note 19.

Directors' Report (Cont'd)

Accounting policies

The accounting policies of the Group as set out on pages 17 to 27 have been applied consistently during the year.

Dividends

No dividends have been paid and the Directors do not recommend the declaration of a dividend for the year ended 30 June 2025 (2024: nil).

Directors' remuneration and interests

2025	Remuneration			Interests		
Director	Cash-based payments £	Share-based payments* £	Totals £	Shares No.	Options* No.	Warrants No.
Cameron Parry (CEO)	280,734**	-	280,734	100,545,988	50,000,000	80,083,333
Michael Joseph***	-	-	-	53,525,000	-	5,000,000
Arun Ranganathan	211,062	-	211,062	566,087	50,000,000	6,000,000
	491,796	-	491,796	154,637,075	100,000,000	91,083,333

Refer to Note 16 for further information on the warrants and options held by Directors.

*Further detail of share based payments can be found in Note 16.

** Cameron Parry has used a loan from the Company to acquire 65m shares of his current shareholding and interest on the loan totalling £29,250 for the year was paid from his after-tax income.

*** Michael Joseph is to be paid £200,000 in shares (including the £170,000 recorded at year end June 2024) for the 6 years and 8 months to end of June 2025 that he acted as NED, contingent upon, and only in the event of, the Company relisting on a recognised investment exchange, calculated at the IPO price per share

2024	Remuneration			Interests		
Director	Cash-based payments £	Share-based payments £	Totals £	Shares No.	Options No.	Warrants No.
Cameron Parry (CEO)	213,663	-	213,663	100,545,988	-	80,083,333
Michael Joseph*	-	-	-	53,525,000	-	5,000,000
Arun Ranganathan	160,331	-	160,331	566,087	-	6,000,000
	373,994	-	373,994	154,637,075	-	91,083,333

Refer to Note 16 for further information on the warrants and options held by Directors.

Alan Davies resigned as a director of the Company on 27 July 2023 and is therefore not included in the disclosure above. He was remunerated £2,500 in shares, contingent upon, and only in the event of, the Company relisting on a recognised investment exchange, calculated at the IPO price per share, for the month in the year ended June 2024 that he acted as NED,

* Michael Joseph is to be paid £170,000 (including the £140,000 recorded at year end June 2023) in shares for the 5 years and 8 months to end of June 2024 that he acted as NED, contingent upon, and only in the event of, the Company relisting on a recognised investment exchange, calculated at the IPO price per share.

Directors' Report (Cont'd)

Results for the year and financial position as at 30 June 2025

The Consolidated Statement of Comprehensive Income and the Consolidated Statement of Financial Position are set out on pages 11 and 12 of the financial statements.

Accounting records

The Directors believe that they have complied with the requirements of Section 244 of the Companies (Guernsey) Law 2008, as amended with regards to the financial statements by employing appropriate expertise and providing adequate resources to the financial function within the Group.

Statement of Directors' responsibilities

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Companies (Guernsey) Law 2008, as amended, require the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with International Financial Reporting Standards as adopted by the EU and applicable law.

The financial statements are required by law to give a true and fair view of the state of affairs of the Group and of the profit or loss of the Group for the year.

In preparing these financial statements, the Directors are required to:

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

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Group and to enable them to ensure that the financial statements comply with the Companies (Guernsey) Law 2008, as amended. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from legislation in other jurisdictions.

Directors' confirmation

The Directors confirm that they have complied with the requirements in preparation of the financial statements as at the date of approval of this report. So far as the Directors who held office at the date of approval of this Directors' Report are aware, there is no relevant audit information of which the Group's auditor is unaware, having taken all the steps the Directors ought to have taken to make themselves aware of any relevant audit information and to establish that the Group's auditor is aware of that information.

Directors' Report (Cont'd)

Going concern

These financial statements have been prepared on the basis of accounting principles applicable to a going concern. The Directors consider that the Group will have access to adequate resources, as set out below, to meet operational requirements for at least 12 months from the date of approval of these financial statements as well as the Group's remaining commitments to investments and debt repayments. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

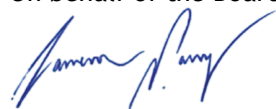
The Group's source of operating cash inflows for the financial year are account keeping and account activation fees, gold purchase fee revenue, Mastercard interchange revenue and interest income. The Group has incurred net operating cash outflows for the year ended 30 June 2025 of £3,960,252 (2024: outflow of £3,023,119). As at 30 June 2025, the Group had cash of £651,002 (2024: £462,728), and net current assets (current assets, including cash and cash equivalents, less current liabilities) of £5,670,458 (2024: net current assets of £7,299,032).

Since January 2023 Tally Central has raised £4,500,000 in convertible loan notes, the last of which was raised in January 2024. The Company, as planned, has been self-funded, since April 2024, through selling tranches of the Company's holding of Deccan Gold Mines Limited, the Bombay Stock Exchange listed gold mining company, to support its working capital requirements and pay down convertible loan debt as the business moves towards positive operating cashflows. In the financial year the Company sold 7,415,735 shares in Deccan, generating gross proceeds of £8,779,388 (2024: sold 1,084,786 shares generating gross proceeds of £1,190,397). Post year end the Company has sold a further 1,973,986 shares and at the date of this report the Company held 3,497,578 Deccan shares. Subject to the performance of the Company's remaining Deccan shares, the INR:GBP foreign exchange rate, the wholesale gold price, and the revenue growth trajectory and cost management of the Company's core operations, the Company may need to raise additional capital, within 12 months of the approval of these financial statements to fund operational cashflow requirements and repayment of the remaining CLNs. The Company has a strong track record of raising external funding and the director's are confident of the Company's ability to do so, if required, over the next 12 months. The Company's core focus is to grow its customer base and revenues to achieve profitability, and along that journey intends to sell down, from time to time as and when required, parcels of Deccan shares for working capital and to clear convertible loan note debt.

The auditors have included a material uncertainty on going concern paragraph in their audit report to draw attention to this reliance on further funding or divestment of assets.

The directors are confident that sufficient capital will be available as required for at least the next 12 months from asset sales, revenue growth and cost management, and if necessary, new equity investment.

On behalf of the Board



Cameron Parry - Director
14 November 2025

Tally Central Ltd and its controlled entities
Consolidated Statement of Comprehensive Income
for the year ended 30 June 2025

		Group	
	Note	2025 £	2024* £
Continuing operations			
Revenue	11	386,967	155,602
Administrative expenses	4	(4,041,582)	(3,806,670)
Loss from operating activities		(3,654,615)	(3,651,068)
Finance income	5	83,106	30,508
Finance costs	5	(684,425)	(740,583)
Net financing costs		(601,319)	(710,075)
Profit on disposal of held for sale investment	9	-	973,956
Gain on financial assets held at fair value through profit or loss	10	3,248,175	6,018,377
Impairment	7	-	(561,457)
(Loss) / profit before tax		(1,007,759)	2,069,733
Income tax	6	(328,966)	(592,116)
(Loss) / profit for the year		(1,336,725)	1,477,617
Other comprehensive (loss) / profit			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign exchange translation (net of tax)	17	(676,714)	2,287
Total comprehensive (loss) / profit for the year		(2,013,439)	1,479,904
Basic (loss) / earnings per share (p)	18	(0.18)	0.19
Diluted (loss) / earnings per share (p)	18	(0.18)	0.19

*The 2024 balances have been re-presented, and further information has been provided in note 1.23

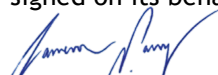
The notes on pages 17 to 50 are an integral part of the consolidated financial statements.

Tally Central Ltd and its controlled entities
Consolidated Statement of Financial Position
as at 30 June 2025

		Group	
	Note	2025 £	2024* £
Non-current assets			
Intangible assets	7	1,217,870	772,474
Tangible assets	8	15,427	24,783
Right of use asset	20	199,107	49,802
Other receivables	12	-	1,300,000
Investments at fair value through profit or loss	9	537,500	200,000
Total non-current assets		<u>1,969,904</u>	<u>2,347,059</u>
Current assets			
Financial assets at fair value through profit or loss	10	7,380,186	13,566,983
Trade and other receivables	12	1,731,404	311,034
Cash and cash equivalents	19	651,002	462,728
Total current assets		<u>9,762,592</u>	<u>14,340,745</u>
Total assets		<u>11,732,496</u>	<u>16,687,804</u>
Current liabilities			
Trade and other payables	13	537,355	674,673
Deferred tax	13	605,389	1,124,494
Lease liabilities	20	202,509	55,324
Borrowings	14	2,746,881	5,187,222
Total current liabilities		<u>4,092,134</u>	<u>7,041,713</u>
Non-current liabilities			
Deferred Income	13	478,705	474,070
Total non-current liabilities		<u>478,705</u>	<u>474,070</u>
Total net assets		<u>7,161,657</u>	<u>9,172,021</u>
Equity			
Share capital	17	-	-
Share premium	17	32,892,560	32,890,357
Foreign currency translation reserve	17	(664,499)	12,215
Share based payment reserve	17	157,429	156,557
Accumulated losses		<u>(25,223,833)</u>	<u>(23,887,108)</u>
Total equity		<u>7,161,657</u>	<u>9,172,021</u>

*The 2024 balances have been re-presented, and further information has been provided in note 1.23.

These financial statements were approved by the Board of Directors on 14 November 2025 and were signed on its behalf by:



Cameron Parry
Director

The notes on pages 17 to 50 are an integral part of the consolidated financial statements.

Tally Central Ltd and its controlled entities
Consolidated Statement of Changes in Equity
for year ended 30 June 2025

	Share capital	Share premium	Share based payment reserve	Foreign exchange translation reserve	Shares to be issued reserve	Accumulated losses	Total equity
	£	£	£	£	£	£	£
Balance at 30 June 2024	-	32,890,357	156,557	12,215	-	(23,887,108)	9,172,021
Profit for the year	-	-	-	-	-	(1,336,725)	(1,336,725)
Other comprehensive loss - foreign exchange translation (net of tax)	-	-	-	(676,714)	-	-	(676,714)
Total comprehensive income for the year	-	-	-	(676,714)	-	(1,336,725)	(2,013,439)
Issue of shares	-	2,203	-	-	-	-	2,203
Issue of warrants	-	-	872	-	-	-	872
Total contributions by and distributions to owners	-	2,203	872	-	-	-	3,075
Balance at 30 June 2025	-	32,892,560	157,429	(664,499)	-	(25,223,833)	7,161,657

The notes on pages 17 to 50 are an integral part of the consolidated financial statements.

Tally Central Ltd and its controlled entities
Consolidated Statement of Changes in Equity
for year ended 30 June 2024

	Share capital	Share premium	Share based payment reserve	Foreign exchange translation reserve	Shares to be issued reserve	Accumulated losses	Total equity
	£	£	£	£	£	£	£
Balance at 30 June 2023	-	32,833,079	129,955	9,928	25,260	(25,364,725)	7,633,497
Profit for the year	-	-	-	-	-	1,477,617	1,477,617
Other comprehensive loss - foreign exchange translation (net of tax)	-	-	-	2,287	-	-	2,287
Total comprehensive income for the year	-	-	-	2,287	-	1,477,617	1,479,904
Issue of shares	-	57,278	-	-	(25,260)	-	32,018
Issued options	-	-	-	-	-	-	-
Issue of warrants	-	-	26,602	-	-	-	26,602
Total contributions by and distributions to owners	-	57,278	26,602	-	(25,260)	-	58,620
Balance at 30 June 2024	-	32,890,357	156,557	12,215	-	(23,887,108)	9,172,021

The notes on pages 17 to 50 are an integral part of the consolidated financial statements.

Tally Central Ltd and its controlled entities
Consolidated Statement of Cash Flows
For the year ended 30 June 2025

	Note	2025 £	2024 £
Cash flows from operating activities			
(Loss) / profit before tax for the year		(1,336,725)	1,477,617
<i>Adjustments for:</i>			
Depreciation	8,20	185,674	108,441
Amortisation	7	455,105	325,407
Impairment	7	-	561,457
Loss from disposal of tangible assets	8	5,165	-
Bad debt write off	4	5,845	-
Bad debt provision	4,12	-	456,840
Fair value movement on investments & financial assets	10	(62,358)	(117,871)
Share based payments to consultants	16	3,075	37,622
CLN interest & fair value modification	5, 14	563,690	612,159
Profit on sale of Investment	9	-	(973,956)
Gain on financial assets held at fair value	10	(3,185,817)	(5,900,506)
R&D tax credit	6	13,704	-
Foreign exchange variances	5	53,818	95,471
<i>Operating loss before changes in working capital and provisions</i>		(3,298,824)	(3,317,319)
Change in trade and other receivables	12	(69,898)*	(410,509)
Change in trade and other payables	13	(591,530)**	704,709
Net cash used in operating activities		(3,960,252)	(3,023,119)
Cash flows from investing activities			
Acquisition of intangible assets	7	(900,501)	(621,866)
Acquisition of tangible assets	8	(4,976)	(7,477)
Acquisition of financial assets at fair value	10	-	(81,146)
Addition of financial assets at fair value	10	(184,848)	220,749
Proceeds from disposal of financial asset	10	8,779,388	1,190,397
Investments in assets at fair value	9	(337,500)	(200,000)
Net cash from investing activities***		7,351,563	500,657
Cash flows from financing activities			
Proceeds from the issue of shares	17	-	36,000
Issue of loans (incl convertible loan notes)	14	-	2,500,000
Repayment of loans (incl convertible loan notes)	14	(3,023,958)	-
Repayment of lease liabilities	20	(178,627)	(98,080)
Net cash (used in) / from financing activities		(3,202,585)	2,437,920
Net increase/(decrease) in cash and cash equivalents		188,726	(84,542)
Cash and cash equivalents at 1 July		462,728	547,270
Foreign exchange translation adjustment		(452)	-
Cash and cash equivalents at 30 June		651,002	462,728

*Adjusted for non-cash items of £50,472 included in prepayments

** Includes £61,607 of non-cash translation differences related to deferred tax which have been excluded from operating cash flows and £3,286 of other non-cash items in trade and other payables

***See Note 9 for detail on the non-cash sale transaction of Kalevala in the financial year ending 30 June 2024

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Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies

1.1 Reporting entity

The Group financial statements consolidate those of Tally Central Ltd and its controlled entities (together referred to as the “Company” or “Group”).

As at 30 June 2025, the direct and indirect wholly owned subsidiaries of the Company were:

- TallyMoney UK Ltd - operating company focused on the UK market;
- Lionsgold India Holdings Ltd (Mauritius) - holding company for overseas assets; and
- Kolar Gold Resources (India) Private Limited - non-trading overseas entity.

The Group financial statements have been prepared and approved by the Directors in accordance with International Financial Reporting Standards as adopted by the EU (“Adopted IFRSs”). The financial statements comply with the Companies (Guernsey) Law, 2008 as amended and give a true and fair view of the state of affairs of the Group.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these consolidated financial statements.

1.2 Measurement convention

The financial statements are prepared on the historical cost basis, except for the following items in the statement of financial position and statement of comprehensive income:

- Share-based payments are measured at fair value;
- Financial assets and investments at fair value through profit or loss;
- Assets held for sale, held at the lower of the carrying value or fair value less costs to sell.

The financial statements are presented in Great British Pounds (“GBP” or “£”). 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 1.21.

1.3 Going concern

These financial statements have been prepared on the basis of accounting principles applicable to a going concern. The Directors consider that the Group will have access to adequate resources, as set out below, to meet operational requirements for at least 12 months from the date of approval of these financial statements as well as the Group’s remaining commitments to investments. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

The Group’s source of operating cash inflows for the financial year are account keeping fees, account activation fees, gold purchase fee revenue, mastercard interchange revenue and interest income. The Group has incurred net operating cash outflows for the year ended 30 June 2025 of £3,960,252 (2024: outflow of £3,023,119). At 30 June 2025, the Group had cash and gold held as tally of £949,540 (2024: £514,060), and net current assets (current assets, including cash, less current liabilities) of £5,670,458 (2024: net current assets of £7,299,032).

Since January 2023 Tally Central has raised £4,500,000 in convertible loan notes, the last of which was raised in January 2024. The Company, as planned, has been self-funded, since April 2024, through selling small tranches of the Company’s holding of Deccan Gold Mines Limited, the Bombay Stock Exchange listed gold mining company, to support its working capital requirements as the business moves towards positive operating cashflows. In the financial year the Company sold 7,415,735 shares in Deccan, generating gross proceeds of £8,779,388 (financial year 2024 sold 1,084,786 shares generating gross proceeds to £1,190,397). Post year end the Company has

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.3 Going concern (Cont'd)

sold a further 1,973,986 shares and at the date of this report the Company held 3,497,578 Deccan shares. Subject to the performance of the Company's remaining Deccan shares, the INR:GBP foreign exchange rate, the wholesale gold price, and the revenue growth trajectory and cost management of the Company's core operations, the Company may need to raise additional capital, within 12 months of the approval of these financial statements to fund operational cashflow requirements and repayment of the remaining CLNs. The Company has a strong track record of raising external funding and the director's are confident of the Company's ability to do so, if required, over the next 12 months. The Company's core focus is to grow its customer base and revenues to achieve profitability, and along that journey intends to sell down, from time to time as and when required, parcels of Deccan shares for working capital and to clear convertible loan note debt.

The auditors have included a material uncertainty on going concern paragraph in their report to draw attention to this reliance on further funding or divestment of assets.

The directors are confident that sufficient capital will be available as required for at least the next 12 months from asset sales, revenue growth and cost management, and if necessary, new equity investment.

1.4 Basis of consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. In assessing its power over the investee, the Group takes into consideration its rights through shareholding or other arrangements to direct the activities which significantly affect the investee's returns. The acquisition date is the date on which control is transferred to the acquirer. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the:

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the group;
- fair value of any asset or liability resulting from a contingent consideration arrangement; and
- fair value of any pre-existing equity interest in the subsidiary.

Goodwill represents the excess of the consideration transferred, less the amount of any non-controlling interest in the acquiree over the fair value of the identifiable net assets acquired. All goodwill in relation to historic acquisitions has been written off in prior years.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions - that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity. Acquisition-related costs are expensed as incurred.

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.5 Impairment of non-financial assets

At each reporting date, the Directors review the carrying amounts of the Group's tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. Other Assets are reviewed for impairment annually and if any indication of impairment exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

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. If the recoverable amount of a cash-generating unit is less than its carrying amount the impairment loss is allocated first to reduce the carrying amount of assets of the unit pro rata based on the carrying amount of each asset in the unit.

An impairment loss is recognised as an expense immediately. 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 periods. A reversal of an impairment loss is recognised in the Income Statement immediately.

1.6 Intangible assets

Internally generated software

Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use
- management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available; and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and third-party development expenditure. Capitalised development costs are recorded as intangible assets and to date have been amortised on a straight-line basis from the point at which the asset is ready for use. The original platform was put in to use in June 2019 and has been amortised from this date over a 5 year period. The new platform (Teco) was put into use from May 2023 and is amortised from this date over a rolling 3 year period to allow for the fact that Teco will be continuously developed with new functionality and product enhancements.

Trademarks and licences

Trademarks and licences are included in Intangible assets and initially recognised at cost and are subsequently carried at cost less accumulated amortisation and accumulated impairment losses. These costs are amortised using the straight -line method over 10 years which is the shorter of their estimated useful lives and period of contractual rights.

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.7 Tangible assets

Tangible assets are stated at cost (or deemed cost) less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price, costs directly attributable to bringing the asset to its working condition for its intended use, dismantling and restoration costs. The Company assesses at each reporting date whether tangible fixed assets are impaired.

Depreciation is provided at rates calculated to write off the cost, less estimated residual value, of each asset over its estimated useful life, and is calculated on a straight line basis as follows:

Computer Equipment	3 years
Furniture and Fittings	10 years

It is anticipated that the assets will have no residual value at the end of their useful lives.

Tangible assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in profit on disposal of tangible fixed assets in the statement of comprehensive income.

1.8 Classification of financial instruments issued by the Group

In accordance with IAS 32, financial instruments issued by the Group are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the Group to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Group; and
- (b) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Where a financial instrument that contains both equity and financial liability components exists these components are separated and accounted for individually under the above policy.

1.9 Non-derivative financial instruments

Non-derivative financial instruments comprise investments, trade and other receivables, cash and cash equivalents, loans and borrowings, and trade and other payables.

Trade and other receivables

Trade and other receivables are recognised at fair value.

Trade and other payables

Trade and other payables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Term deposits

Term deposits comprise bank deposits with maturity dates of between 3 and 12 months from the consolidated statement of financial position date.

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.9 Non-derivative financial instruments (cont'd)

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand that form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the consolidated statement of cash flows.

Convertible loan notes

The proceeds received from issuance of convertible loan notes are allocated to their liability and equity components and presented separately in the Statement of Financial Position, within loan payables and equity reserves, respectively. The amount initially attributable to the debt component equals the discounted cash flows using a market rate of interest that would be payable on a similar debt instrument that did not include an option to convert into equity. The difference between the net proceeds of the convertible debt and the amount allocated to the debt component is credited to an equity reserve and is not subsequently re-measured. Each period, the liability component is re-measured, discounting for current market conditions, and any adjustment necessary is recognised against the current fair value of the debt and as an expense on the income statement. On conversion, the debt and equity elements are credited to share capital and share premium as appropriate.

Modification of convertible loan notes: if the terms of convertible notes are subsequently modified and renegotiated, e.g. extending the maturity date and / or amending the conversion terms of the instrument resulting in substantial change (10% or above) of an existing financial liability, extinguishment accounting is followed replacing the original financial liability with a new financial liability, with the difference between the carrying amount of the original financial liability and the fair value of the new financial liability being recognised in the profit or loss. If the modification results in less than the 10% threshold modification accounting is followed where the financial liability is not replaced but only adjusted with the difference being recognised in the profit or loss account.

1.10 Foreign currency

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of the Group's entities at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the statement of financial position date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the statement of comprehensive income. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Foreign operations

The assets and liabilities of foreign operations are translated to the Group's presentation currency, at foreign exchange rates ruling at the consolidated statement of financial position date. The revenues and expenses of foreign operations are translated at an average rate for the year where this rate approximates to the foreign exchange rates ruling at the dates of the transactions. Exchange differences arising from the translation of foreign operations are reported as an item of other comprehensive income and accumulated in the translation reserve. When a foreign operation is disposed of, such that control is lost, the entire accumulated amount in the translation reserve is recycled to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while still retaining control, the relevant proportion of the accumulated amount is reattributed to non-controlling interests.

Exchange differences arising from a monetary item receivable from or payable to a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of a net investment in a foreign operation and are recognised directly in equity in the translation reserve.

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.11 Financial assets at fair value through profit or loss

Classification

Equity investments and the Group's gold holdings are classified as 'financial assets at fair value through profit or loss.' These financial assets are designated by the Board of Directors at fair value through profit or loss at inception.

Financial assets designated at fair value through profit or loss at inception are those that are managed and their performance evaluated on a fair value basis in accordance with the Company's investment strategy. The Company's policy is for the Board of Directors to evaluate the information about these financial assets on a fair value basis together with other related financial information.

Recognition

Purchases and sales of investments are recognised on the trade date, the date on which the Company commits to purchase or sell the investment.

Derecognition of financial assets

A financial asset (in whole or in part) is derecognised either (i) when the Company has transferred substantially all the risks and rewards of ownership; or (ii) when it has neither transferred nor retained substantially all the risks and rewards and when it no longer has control over the assets or a portion of the asset; or (iii) when the contractual right to receive cash flow has expired. Any gain or loss on derecognition is taken to the Statement of Comprehensive Income as appropriate.

Measurement

Financial assets at fair value are initially recognised at fair value. Subsequent to initial recognition, all financial assets at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of the 'financial assets at fair value' category are presented in the Statement of Comprehensive Income in the period in which they arise.

Fair value estimation

The fair value of financial assets traded in active markets is based on quoted market prices at the Statement of Financial Position date. The quoted market price used for the financial assets held by the Company, being gold, is the spot price at the close of the respective market at the Statement of Financial Position date. Warrants are carried at fair value using standard Black Scholes valuation models. Further details are disclosed in Note 9 Unlisted investments are carried at such fair value as the Directors consider appropriate given the performance of each investee company and after considering the financial position of the entity, latest news and developments.

Fair value measurement hierarchy

IFRS 13 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

The level in the fair value hierarchy within which the financial asset or financial liability is categorised is determined on the basis of the lowest input that is significant to the fair value measurement. Financial assets and financial liabilities are classified in their entirety into one of the three levels. For financial instruments that are recognised at fair value on a recurring basis, the Board determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.12 Impairment of financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. 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 the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognised if the carrying amount of an asset or its cash generating unit exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of cash generated units are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

1.13 Assets held for sale

The Group shows assets or cash generating units as held for sale when the following criteria are met:

- Management is committed to a plan to sell;
- The asset is available for immediate sale;
- An active programme to locate a buyer is initiated;
- The sale is highly probable and expected within 12 months; and
- The asset is being actively marketed.

When classified as held for sale, the asset is transferred to current assets and valued at the lower of its carrying amount and fair value less costs to sell. Any fair value movements go through profit or loss. Further details are included in Note 9.

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.14 Share based payment arrangements

Share-based payment arrangements in which the Group receives goods or services as consideration for its own equity instruments are accounted for as equity-settled share-based payment transactions, regardless of how the equity instruments are obtained by the Group.

Share-based transactions, other than those with employees, are measured at the value of goods or services received where this can be reliably measured. Where the services received are not identifiable, their fair value is determined by reference to the grant date fair value of the equity instruments provided. Should it not be possible to measure reliably the fair value of identifiable goods and services received, their fair value shall be determined by reference to the fair value of the equity instruments provided measured over the period of time that the goods and services are received.

The expense is recognised in profit or loss (or capitalised as part of an asset) when the goods are received or as services are provided, with a corresponding increase in equity.

In the Company accounts, where employees have been granted share-options, the fair value is determined at the grant date and recognised as an employee expense and the Company will expense the fair value of the options over each employee's vesting period, in line with IFRS 2, over a straight-line basis. Given the zero exercise price, the fair value per share option is equal to the fair market value of a share at the grant date. Per IFRS 2.10, options without market conditions and with a zero exercise price are typically measured using the share price at grant. As permitted by IFRS 2.19, the Company will estimate expected forfeitures at grant and adjust this at each reporting date based on actual experience.

Share-based payment transactions in which the Group receives goods or services by incurring a liability to transfer cash or other assets that is based on the price of the Group's equity instruments are accounted for as cash-settled share-based payments. The fair value of the amount payable to recipients is recognised as an expense, with a corresponding increase in liabilities, over the period in which the recipients become unconditionally entitled to payment. The liability is re-measured at each consolidated statement of financial position date and at settlement date. Any changes in the fair value of the liability are recognised in profit or loss.

1.15 Revenue

Revenue comprises the invoiced value of goods and services supplied by the Group, net of Value Added Tax and trade discounts. Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods and services supplied, stated net of discounts, returns and VAT. The output method is used in revenue recognition.

The Group recognises revenue according to the principles of IFRS 15 and derives its revenue from contracts with customers by transferring the following services:

Card and interchange: Card revenue represents transaction-related fees, including interchange fees receivable from the Group's card issuing partners and merchant acquiring fees. Card and interchange fees are deemed to include a single performance obligation under IFRS 15 Revenue from Contracts with Customers; namely, the completion of a card transaction for a customer and as such, revenue is recognised at the point in time of settlement of the transaction.

Activation fee: activation fee revenue represents a one-off charge to customers at the point of TallyMoney account activation, allowing customers to access their TallyMoney account and associated services. During the year, this fee was charged at £29 up to February 2025 and £9 thereafter per activated account and is deemed to include a single performance obligation at a point in time, namely the activating of a customer's TallyMoney account and this is when revenue is recognised.

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.15 Revenue (cont'd)

Account keeping fee: account keeping fee revenue represents monthly fees charged to customers based on their tally® balance. The fee is calculated daily and charged monthly at 0.5% per annum of customers' tally® balance, and is subject to a minimum monthly account keeping fee of £3. The revenue has an ongoing performance obligation being the ongoing provision of the TallyMoney account and processing services with revenue recognised at the end of each month.

Gold purchase fee: the gold purchase fee of 1.49% applies to customer deposits made to their TallyMoney Accounts, which comes in at the gold spot price and then the fee is applied. The gold purchase fee can be further broken down into two elements, being an FX fee charged on deposits and a handling fee. This revenue is deemed to be recognisable in line with IFRS 15 as a transaction price is applied in exchange for transferring goods and a service (the nature of the business is Money as a Service) through the deposit of fiat currency via the Company's smartphone app and technology platform, the Tally customer's deposits automatically convert to asset-based money in units of tally®, being one milligram of gold each, up to one-hundredth of a tally, in a monetary system designed to protect and benefit the customer as a depositor and saver.

FX fee revenue has a single performance obligation, namely, the exchange of one currency for another between customer's currency pockets. Revenue is recognised at the point of this exchange. Handling fee: in addition there is a transaction handling fee component of the gold purchase fee, being 0.5% of the fiat value customers deposit when buying tally®. Handling fee revenue has a single performance obligation at the point of the transaction converting from the fiat currency deposit to tally® and revenue is recognised at this point in time.

1.16 Expenses

Financing income and costs

Financing costs comprise interest payable and finance charges recognised in profit or loss using the effective interest method, unwinding of discounts on provisions, and foreign exchange losses that are recognised in the income statement (see foreign currency accounting policy note 1.10).

Financing income comprises interest receivable on loans and funds invested, dividend income, and foreign exchange gains. Interest income and interest payable is recognised in profit or loss as it accrues, using the effective interest method.

1.17 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the consolidated statement of financial position date, and any adjustment to tax in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

The Company claims research and development (R&D) tax credits in accordance with relevant tax legislation. R&D tax credits are recognised on an accruals basis.

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.18 Earnings per share

The Group presents basic and diluted earnings or loss per share data for its ordinary shares. Basic earnings/loss per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted earnings/loss per share is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise share options and warrants granted.

1.19 Operating segments

Segment results that are reported to the Chief Executive Officer include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, head office expenses, and income tax assets and liabilities.

Segment capital expenditure is the total cost incurred during the period to acquire plant and equipment and intangible assets.

1.20 New IFRS adopted for the first time and standards not yet applied

a) New standards, interpretations, and amendments adopted from 1 July 2024

No standards or interpretations that came into effect for the first time for the financial year beginning 1st July 2024 have had a material impact on the Group.

b) New standards, interpretations, and amendments not yet effective

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the consolidated financial statements are disclosed below. The Group intends to adopt these standards, if applicable, when they become effective.

Standard		Effective date
Amendments to IAS 21	Lack of exchangeability	1 January 2025
Amendments to IFRS 7 & IFRS 9	Classification and measurement of financial instruments	1 January 2026
Annual improvements vol 11	Annual improvements to IFRS accounting standards	1 January 2026
Amendments to IFRS 18	Presentation and disclosure in financial statements	1 January 2027
Amendments to IFRS 19	Subsidiaries without public accountability	1 January 2027

The Directors are continuing to assess the potential impact that the adoption of the standards listed above will have on the consolidated financial statements for the year ended 30 June 2026 however no material impact is expected.

1.21 Use of estimates and judgements

The preparation of financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are described in the following notes:

Tally Central Ltd and its controlled entities

Notes to the financial statements

1. Accounting policies (Cont'd)

1.21 Use of estimates and judgements (cont'd)

Judgements

- Going concern (Note 1.3);
- Valuation of and classification of investments (Note 9 and Note 10);
- Carrying value and recoverability of intangible assets (Note 7); and

Estimates

- Fair value measurement of options and warrants (Note 16).
- Convertible loan note (Note 14)
- Intangible assets useful life (Note 7)
- Leases and discount rate (Note 1.22 and Note 20)

1.22 Leases

In accordance with IFRS 16, at the inception of a contract, the Group assesses whether the contract is, or contains, a lease. As at the reporting date the group held no leases. The group recognizes a right-of-use asset and a corresponding liability for all leases with a term of more than 12 months.

At the commencement date, the group measures lease liabilities at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, or if this rate cannot be readily determined, the group uses its incremental borrowing rate. An incremental borrowing rate is based on what the consolidated entity estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset, with similar terms, security and economic environment. Lease payments included in the measurement of the lease liability comprise fixed lease payments.

The current and non-current lease liabilities are presented as separate entries in the consolidated statement of financial position. After the commencement date, the lease liability is measured by increasing the carrying amount to reflect the interest on the lease liability and by reducing the carrying amount to reflect the lease payments made. The group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever there is a change to the lease term.

The right-of-use-asset comprises the initial measurement of the corresponding lease liability and is entered as a separate line on the consolidated statement of financial position. The right-of-use asset is depreciated over the lease term and measured at cost less accumulated depreciation. In the statement of comprehensive income, the group presents the interest expense on the lease liability (a component of finance costs) separately from the depreciation charge for the right-of-use asset. Please refer to Note 20 for full financial disclosure.

1.23 Prior year comparatives

The following reclassifications and presentational changes have been made in the consolidated financial statements for the year ended 30 June 2024 for better disclosure. These changes do not impact the overall total comprehensive income, financial position, statement of changes in equity or cash flows for the year ended 30 June 2024.

- Gain on financial assets held at fair value through profit or loss for both Deccan Gold Mines Limited and physical gold were previously presented separately, have now been presented as one balance on the Consolidated Statement of Comprehensive Income
- Interest on debt and borrowings (in Note 5) has been split to separate interest on debt and borrowings and fair value modification of debt, which was previously shown together within Finance Costs in Note 5
- Trade and other payables and deferred tax were previously presented together, have now been presented separately in the Consolidated Statement of Financial Position

Tally Central Ltd and its controlled entities

Notes to the financial statements

2. Risk management

Overview

The Group has exposure to the following risks:

- Credit risk;
- Liquidity risk;
- Tax risk;
- Currency risk;
- Market risk; and
- Operational and regulatory risk

This note presents information about the Group's exposure to each of the above risks, its objectives, policies and processes for measuring and managing risk, and its management of capital. Further quantitative disclosures are included throughout these consolidated financial statements.

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework and developing and monitoring the Group's risk management policies. Key risk areas have been identified and the Group's risk management policies and systems will be reviewed regularly to reflect changes in market conditions and the Group's activities.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's bank deposits and receivables. The risk of non-collection is considered to be low.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Tax risk

The Company holds its investments in India (shares in Deccan Gold Mines Limited) through Lionsgold India Holdings Ltd, a wholly owned Mauritian subsidiary. As with all investments into India through Mauritius, this is subject to the India Mauritius Double Taxation Avoidance Agreement and withholding taxation arising thereof. Capital gains tax and surcharges will be subject to any disposal of the Company's investment in Deccan Gold Mines Limited. However, the rate of capital gains tax may be subject to possible future changes in Indian tax laws and how the relevant double tax treaties are interpreted.

Currency risk

The Group is exposed to currency risk on cash and cash equivalents, receivables and payables that are denominated in the local fiat currency of each of the Group entities. In order to reduce fiat currency devaluation risk, Tally holds currency primarily in tally® in sufficient amounts to cover expected future outgoings for several months. The Group is therefore exposed to fluctuations in the gold price relative to the relevant local fiat currency. The Group does not use derivatives to hedge its foreign currency exposures.

Market risk

The Group's future potential revenues from its MaaS (Money as a Service) operations may see demand affected by adverse changes in the market price of gold.

Operational and regulatory risk

tally® has been developed as an alternative mainstream currency that operates seamlessly with the fiat currencies used in banking. The Company has engaged a regulatory legal specialist firm to opine on the UK jurisdictional landscape and whilst the opinion confirmed that Tally Central Ltd was able to release tally® to the public in the UK, regulations can potentially change and indeed in some countries the Company may wish to take tally® into, it may not be legally possible in the short to medium term. The Group's business is at an early stage and is subject to several operational risks.

These risks include access and trading of physical gold, reliance on Transact Payments Limited for the banking connectivity, and delays in approvals to enter new markets as desired by the Company. Operational risks in relation to exploration and mining include delays in approvals to undertake

Tally Central Ltd and its controlled entities

Notes to the financial statements

2. Risk management (cont'd)

Operational and regulatory risk (cont'd)

exploration or production activities, actual resources differing from estimates, operational delays and the availability of equipment, personnel and infrastructure.

Capital management

The Group has outstanding convertible loan notes of £2,696,883 (including accrued interest) as at the year end. In the view of the Directors, the Company is able to meet its working capital requirements for the next 12 months. See Note 1.3 as to the capital available to the Group to satisfy this assertion. The Group manages its capital through the preparation of detailed forecasts and tracks actual receipts and outlays against the forecasts on a regular basis, to ensure that entities in the Group will be able to continue as a going concern while maximising the return to shareholders. The capital structure of the Group consists of cash and cash equivalents and equity comprising, capital, reserves and accumulated losses (see Note 17).

3. Operating segments

During the reporting period, the Group continued the development of its proprietary ledger architecture and platform technology “Teco” (an abbreviation of Tally EcoSystem) and development and phasing in of features commenced during the financial year ended 30 June 2025.

For the financial year under review the Group identified three reportable segments being: the development of the tally® currency and full-reserve monetary system and the development, build and maintenance of the technology platform (labelled as “corporate” in the table below), the UK focused trading company (labelled “TallyMoney UK Ltd” in the table below) and its legacy overseas investments in gold mining and exploration companies.

	Gold exploration and production		TallyMoney UK Ltd		Corporate		Total	
	2025 £	2024 £	2025 £	2024 £	2025 £	2024 £	2025 £	2024 £
Income	-	-	386,967	155,602	-	-	386,967	155,602
Depreciation, amortisation, impairment	-	-	(185,674)	(538,688)	(455,105)	(456,617)	(640,779)	(995,305)
Profit on investments	-	-	62,358	117,871	3,185,817	6,874,462	3,248,175	6,992,333
Other reportable segment expenses	(10)	(191)	(2,001,154)	(1,330,930)	(2,000,958)	(2,751,776)	(4,002,122)	(4,082,896)
Segment result before tax	(10)	(191)	(1,737,503)	(1,596,145)	729,754	3,666,069	(1,007,759)	2,069,733
Tax	-	-	-	-	(328,966)	(592,116)	(328,966)	(592,116)
Segment result after tax	(10)	(191)	(1,737,503)	(1,596,145)	400,788	3,073,953	(1,336,725)	1,477,617
Reportable segment assets		247,148	901,769	861,904	10,830,727	15,578,752	11,732,496	16,687,804
Reportable segment liabilities	(43)	(238)	(477,820)	(273,683)	(4,092,976)	(7,241,862)	(4,570,839)	(7,515,783)

Tally Central Ltd and its controlled entities
Notes to the financial statements

4. Admin expenses and auditor's remuneration

	2025	2024
	£	£
<i>Administrative expenses are made up as follows:</i>		
Staff costs	1,897,184	1,517,591
Marketing costs	351,767	87,272
Operations costs	600,358	664,486
Depreciation & amortisation	640,779	433,848
Loss on disposal of tangible asset	5,166	-
Legal & professional fees	304,515	412,235
Auditors remuneration	94,860	70,000
IT costs	89,730	117,391
Other costs*	57,223	503,847
Administrative expenses	4,041,582	3,806,670

*Other costs include £5,845 bad debt write-off. The prior year (2024) included a bad debt provision of £456,840. See Note 12

Staff costs are made up of:

	2025	2024
	£	£
Wages and salaries	2,119,176	1,430,755
Pensions	21,799	14,697
Employer's NI	263,440	179,982
Employee Expenses	2,404,415	1,625,434
Contractors	365,046	106,770
Share based payments	3,075	37,622
Other staff costs	25,149	53,245
Staff costs (incl capitalised costs)	2,797,685	1,823,071
Wages & salaries (incl pensions & NI) & contractors capitalised to intangible assets	(900,501)	(305,480)
Staff costs	1,897,184	1,517,591

5. Finance income and finance cost

	2025	2024*
	£	£
Interest income from cash at bank	744	446
Interest income from director loan	33,802	30,062
FX gains	48,560	-
Finance income	83,106	30,508
Interest on debt and borrowings (Note 14)	588,871	572,137
Fair value modification of CLN (Note 14)	(25,181)	40,022
Bank charges, late payment penalties & other costs	5,846	27,593
Interest on lease liabilities (Note 20)	12,511	3,623
FX loss	102,378	97,208
Finance costs	684,425	740,583

*The 2024 balances have been re-presented & further information has been provided in note 1.23

Tally Central Ltd and its controlled entities
Notes to the financial statements

6. Income tax

	2025	2024
Current tax	£	£
Tax paid on realised gains in Lionsgold	896,190	92,914
Research and development tax credit relief in respect of prior periods*	(109,726)	(123,430)
	<u>786,464</u>	<u>(30,516)</u>
Deferred tax		
Origination and reversal of temporary differences	(457,498)	622,633
Total Tax	328,966	592,119

*Reported on an accruals basis (Note 1.17). R&D credit receipt of was £13,704 higher than accrual.

Reconciliation of effective tax rate	2025 %	2025 £	2024 %	2024 £
Profit/(loss) for the year		(1,336,725)		1,477,617
Total income tax for the year		<u>328,966</u>		<u>592,116</u>
(Loss) / profit before tax		<u>(1,007,759)</u>		<u>2,069,733</u>
Income tax using the respective domestic rate for the Group	20.54	(207,005)	18.1	374,396
Non-deductible expenditure		(242,692)		(14,658)
Adjustment in respect of prior periods		(109,726)		(123,430)
Movement in deferred tax not recognised		1,148,456		759,006
Remeasurement of deferred tax for changes in tax rates		(318,674)		(76,273)
Other differences		<u>58,607</u>		<u>(326,925)</u>
		328,966		592,116

Deferred tax assets related to TallyMoney UK Ltd and Tally Central Ltd are not recognised for losses carried as future taxable profits are uncertain.

A deferred tax liability totalling £605,389 (£2024: £1,124,494) has been recognised on the temporary timing difference arising on revaluation of the Group's equity investment in listed shares.

7. Intangible Assets

	Goodwill	Internally Generated Software	Trademarks	Total
	£	£	£	£
Non-current assets				
Balance at 1 July 2024	-	3,296,175	15,578	3,311,753
Additions - internal development	-	900,501	-	900,501
Balance at 30 June 2025	-	4,196,676	15,578	4,212,254
Amortisation				
Balance at 1 July 2024	-	1,899,619	8,049	1,907,668
Charge for the year	-	453,548	1,557	455,105
Balance at 30 June 2025	-	2,353,167	9,606	2,362,773
Impairment 2023/2024	-	631,611	-	631,611
Net book value at 30 June 2025	-	1,211,898	5,972	1,217,870

Tally Central Ltd and its controlled entities

Notes to the financial statements

7. Intangible Assets (cont'd)

Balance at 1 July 2023	-	2,674,309	15,578	2,689,887
Additions - internal development	-	621,866	-	621,866
Balance at 30 June 2024	-	3,296,175	15,578	3,311,753
Amortisation				
Balance at 1 July 2023	-	1,575,770	6,491	1,582,261
Charge for the year	-	323,849	1,558	325,407
Balance at 30 June 2024	-	1,899,619	8,049	1,907,668
Impairment 2023	-	70,154	-	70,154
Impairment 2024		561,457		561,457
Net book value at 30 June 2024	-	764,945	7,529	772,474

Tally Central funded and developed its neobank and full reserve monetary platform with physical asset-based challenger currency, tally®, with some development activities conducted through its wholly-owned operating subsidiary, TallyMoney UK Ltd, which is a UK incorporated entity. The platform provides a monetary system and smartphone banking app that allows customers to hold an individual account with IBAN (International Bank Account Number) denominated in tally® (1 tally® = 1 milligram of physical gold), sourced and vaulted on behalf of the customer. The app delivers the utility and convenience of everyday deposits and payments, using a physical asset that belongs to the customer. Costs directly attributable to the continued development and enhancement of this platform have been capitalised under IAS 38.

Tally Central evolved its technology development knowledge and the Chief Technology Officer has led the restructuring of the tech dev team as part of building the CEO's vision for Tally Central's platform technology as a global currency provider with its standalone monetary system and payments ecosystem. This new platform technology and ledger architecture, called "Teco", has been developed over calendar years 2021, 2022, 2023 and following staged integration went live on 2nd May 2023. Teco continues to be evolved, improved and upgraded in 2024, 2025 and into 2026.

During the course of the financial year ending 30 June 2025, Tally has focused on growing customer numbers whilst building out its platform technology, operations, treasury, product development and marketing capabilities. The first quarter of the FY25 was focused on ensuring the recent integration of a new BaaS provider into the Tally business and ecosystem continued smoothly before then focusing on trying to accelerate customer growth in the B2C business and working on SME offerings and additional B2C product features - all of which will be underpinned by Teco.

The development resource that has been invested in the Company's predecessor tech build (known as T1) and its mobile phone banking app was fully impaired and the carrying value at 30 June 2024 of £561,457 was written-off in the year ended June 2024.

Teco went live from 2nd May 2023 and is continually developed for enhanced functionality and is being amortised on a rolling 3 year basis. The Teco asset has been assessed as a core underlying CGU that supports all revenue generating activities within Tally. Teco makes the Tally monetary system agnostic to BaaS (Banking as a Service) and payment card providers so that the Company can forge business and customer relationships in new territories, accept multiple fiat currencies and accept different card and banking provider. The business cannot operate without the Teco system.

Tally Central Ltd and its controlled entities

Notes to the financial statements

7. Intangible Assets (Cont'd)

An impairment review has been performed and Management believes the carrying value of the Teco asset is fully supported and no impairment of these assets is required. The impairment review performed of Teco utilised a discounted cash flow ("DCF") showing an implied carrying-value that exceeds that net book value of the Teco assets on the balance sheet. The assessment included both internal sources of information, historic performance, future performance assumptions and also external sources of information to calculate WACC. The DCF incorporated:

- 5 years of forecast cash flows up to June 2030
- Terminal value growth rate of 1.0% (2024: 2.0%)
- Discount rate of 10.5% (2024: 13.1%), based on an internally calculated WACC for Tally
- WACC was determined using a CAPM calculation to reflect Cost of Equity of 12.9% (2024: 10.9%); and Cost of Debt of 12% (2024: 18%)

A NPV was calculated for the CGU that Teco enables, which was significantly higher than the net book value at 30 June 2025. Only one CGU has been identified as revenues are generated in one jurisdiction, by one product, managed by one management team and Teco enables this.

Sensitivity analysis has also been performed by Management. A number of reasonably possible sensitivity scenarios were calculated as detailed below. In all the sensitivity scenarios the recoverable amount exceeded the carrying value of the intangible assets with significant headroom. All scenarios run include the terminal value assumption outlined above. Should the terminal value growth rate be changed to 0% all scenarios would continue to show significant headroom compared with the carrying value of intangible assets. Should the terminal value be removed entirely Sensitivity 3 and 4 would show indicators of impairment.

Sensitivity 1 - Higher Discount Rate of 16.2% (using a risk premium for expected market return of 10% vs 5% in base case and cost of debt of 18% vs 12% in base case)

Headroom: >100%

Sensitivity 2 - No Terminal Value Attributed to NPV

Headroom: >100%

Sensitivity 3 - Monthly Active User Growth Rate Reduced by 50% (B2C and SME)

Headroom: >100%

Sensitivity 4 - Monthly Average Deposit Per Active Customer Growth Rate Reduced by 50%

Headroom: >100%

Note: in Sensitivity 3 and 4 above, there have been no mitigating cost reductions actions taken in the forecast (i.e. reduction in overheads or marketing spend)

The Teco asset carrying value is fully supported and no impairment of these assets is required. When possible sensitivities are run there remains significant headroom.

Tally Central Ltd and its controlled entities
Notes to the financial statements

8. Tangible Assets

Non-current assets	Computer Equipment £	Furniture and Fittings £	Total £
Balance at 1 July 2024	43,055	19,485	62,540
Additions	4,976	-	4,976
Disposals		(7,943)	(7,943)
Balance at 30 June 2025	48,031	11,542	59,573

Depreciation

Balance at 1 July 2024	30,333	7,424	37,757
Reversal of depreciation for disposed asset		(2,778)	(2,778)
Charge for the year	7,682	1,485	9,167
Balance at 30 June 2025	38,015	6,131	44,146

Net book value at 30 June 2025	10,016	5,411	15,427
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Non-current assets	Computer Equipment £	Furniture and Fittings £	Total £
Balance at 1 July 2023	35,726	19,337	55,063
Additions	7,329	148	7,477
Balance at 30 June 2024	43,055	19,485	62,540
Depreciation			
Balance at 1 July 2023	21,492	5,487	26,979
Charge for the year	8,841	1,937	10,778
Balance at 30 June 2024	30,333	7,424	37,757
Net book value at 30 June 2024	12,722	12,061	24,783

The Group estimates the useful life of the computer equipment to be 3 years and furniture and fittings to be 10 years with no residual value.

Tally Central Ltd and its controlled entities

Notes to the financial statements

9. Investments

Non-current assets: Investments at fair value through profit and loss

Details of the significant accounting policies and methods adopted by the Group including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of its financial assets and liabilities are disclosed in note 1. The following table analyses the fair value of the Group's financial assets by category as defined in IFRS 13.

	Fair Value Level 1 £	Fair Value Level 2 £	Fair Value Level 3 £	Fair Value Total £
As at 1 July 2024	-	-	200,000	200,000
Additions	-	-	337,500	337,500
Disposals	-	-	-	-
Gains recognised in profit or loss	-	-	-	-
Fair value at 30 June 2025	-	-	537,500	537,500

In the financial year to 30 June 2025 Tally Central invested £337,500 for an additional holding of 3.14% (10,171 shares) of Journey Mentor Holdings Ltd share capital giving an total ownership of 5.00% (16,197 shares) at the time of the final investment (August 2024). The investment is treated at Fair Level 3 as the investment relates to a private company and management determined the fair value of the investment be based on the cost of investment given, upon review, this is the most relevant or observable information for the basis of the valuation. The investment has been classified as non-current as the Company expects to hold the investment for more than 12 months.

	Fair Value Level 1 £	Fair Value Level 2 £	Fair Value Level 3 £	Fair Value Total £
As at 1 July 2023	-	-	-	-
Additions	-	-	200,000	200,000
Disposals	-	-	-	-
Gains recognised in profit or loss	-	-	-	-
Fair value at 30 June 2024	-	-	200,000	200,000

Tally Central invested £200,000 for 1.86% (6,026 shares) of the issued share capital of Journey Mentor Holdings Ltd in the year to 30 June 2024.

Current assets: Investments held for sale

At 30 June 2025 there were no investments held for sale classified as current assets.

In September 2023 of the prior financial year, ending 30 June 2024, Tally Central Ltd sold its 31.52% equity interest in a Finnish operating company, Kalevala Gold Oy ("Kalevala") to Deccan Gold Mines Limited in a share for share deal. Kalevala was established to develop various exploration licences in a joint venture with Mineral Exploration Network (Finland) Limited ("MENF"). The transaction completed with the Company receiving 1,151,181 new shares in Deccan at a share price of 139.5 INR in exchange for its interest in Kalevala representing a consideration of £1,568,206, the sale therefore being a non-cash transaction.

Tally Central Ltd and its controlled entities

Notes to the financial statements

9. Investments (cont'd)

	Kalevala £	Fair Value £
As at 1 July 2023	594,251	594,251
Proceeds on sale of asset	(1,568,206)	(1,568,206)
Realised gains recognised in profit and loss	973,956	973,956
Disposals in the year	-	-
Fair value at 30 June 2024	-	-

10. Financial Assets at fair value through profit and loss

Details of the significant accounting policies and methods adopted by the Group including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of its financial assets and liabilities are disclosed in note 1. The following table analyses the fair value of the Group's financial assets by category as defined in IFRS 13.

The Level 1 financial assets are made up of holdings in physical gold as well as the investment in the Deccan Gold Mines Limited. The fair value at the year-end is the quoted market value.

Deccan Gold Mines Limited ("Deccan"):

Tally Central completed the sale of its 19.17% shareholding in Geomysore for 12,666,388 new shares in Deccan issued in mid-April 2023, and became a 9.9% equity owner of Deccan at that time. In the financial year to 30 June 2024, Tally Central received 1,151,181 additional shares in Deccan for the sale of its interest in Kalevala Gold Oy and a further 154,516 as part of a placing Deccan conducted, in which Tally Central subscribed for the equivalent of US\$100,000 worth of shares. In the financial year to 30 June 2025 the Company sold 7,415,735 shares in Deccan, generating gross proceeds of £8,779,388 (financial year 2024 sold 1,084,786 shares generating gross proceeds of £1,190,397).

As at the date of this report, the Company held 3,497,578 Deccan shares of which 2,000,000 are offered as security to the CLN holder and are not to be sold and until the CLNs are repaid or to be sold in part to fully repay CLNs.

	Fair Value Level 1 £	Fair Value Level 2 £	Fair Value Level 3 £	Fair Value Total £
As at 1 July 2024	13,515,651	-	-	13,515,651
Additions	-	-	-	-
Disposals	(8,779,388)	-	-	(8,779,388)
Unrealised gains recognised in profit & loss	1,900,223	-	-	1,900,223
Realised gains recognised in profit or loss	1,285,594	-	-	1,285,594
FX Gains (losses)	(840,432)	-	-	(840,432)
Fair value at 30 June 2025	7,081,648	-	-	7,081,648

	Fair Value Level 1 £	Fair Value Level 2 £	Fair Value Level 3 £	Fair Value Total £
As at 1 July 2023	7,260,691	-	-	7,260,691
Additions	1,643,350	-	-	1,643,350
Disposals	(1,190,397)	-	-	(1,190,397)
Unrealised gains recognised in profit & loss	5,331,154	-	-	5,331,154
Realised gains recognised in profit or loss	569,352	-	-	569,352
FX Gains (losses)	(98,499)	-	-	(98,499)
Fair value at 30 June 2024	13,515,651	-	-	13,515,651

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Notes to the financial statements

10. Financial Assets at fair value through profit and loss (cont'd)

Physical Gold:

The Company has developed an independent, full-reserve monetary system based on a centralised ledger and is the issuing organisation of its digital currency, 'tally' (not a crypto). Each unit of 'tally' represents one milligram of physical gold either held in custody for the beneficial ownership of depositor customers or owned by the Company. The Level 1 assets in the table below represent the Company's owned balance of 'tally' as at the balance sheet date.

The investment is categorised as level 1 under the fair value hierarchy:

	Fair Value Level 1 £	Fair Value Level 2 £	Fair Value Level 3 £	Fair Value Total £
As at 1 July 2024	51,332	-	-	51,332
Net additions	184,848	-	-	184,848
Gains recognised in profit or loss	62,358	-	-	62,358
Fair value at 30 June 2025	298,538	-	-	298,538

	Fair Value Level 1 £	Fair Value Level 2 £	Fair Value Level 3 £	Fair Value Total £
As at 1 July 2023	154,210	-	-	154,210
Net disposals	(220,749)	-	-	(220,749)
Gains recognised in profit or loss	117,871	-	-	117,871
Fair value at 30 June 2024	51,332	-	-	51,332

11. Revenue (All UK Revenue)

	2025 £	2024 £
Account keeping fee	194,878	68,054
Activation fee	20,713	26,230
Legacy fiat holding fees	1,108	1,285
Gold purchase fee	166,308	53,598
Mastercard interchange revenue	3,960	6,435
	386,967	155,602

12. Trade and other receivables

	2025 £	2024 £
Non-Current:		
Loans receivable*	-	1,300,000
	-	1,300,000
Current:		
Loans receivable*	1,304,552	-
Trade and other receivables	287,105	643,606
Bad debt provisions**	-	(456,840)
Prepayments***	139,747	124,268
	1,731,404	311,034

Tally Central Ltd and its controlled entities

Notes to the financial statements

12. Trade and other receivables (cont'd)

*Yarramen Corp Limited, a company owned by the family trust of Cameron Parry, invested £1.3m in Tally Ltd in December 2021 at 2p per share, which investment was funded by a loan from Tally Central, and secured by the CEO's total share and warrant holdings in the Company, along with his entire holding of Railsbank shares at the time, for the sole purpose of investing in the placing of 65 million shares and 65 million warrants. Interest is paid on the outstanding amount at 3.75% per annum, paid monthly. The loan, which was due for repayment by 31 October 2025, was approved by the board (with Cameron Parry recused) to be extended to 31 October 2026 on the same terms.

**Bad debt provision relates to debt created by the July 2023 incident whereby a coding error released into production before testing completed, meant a few dozen culprits were able to attempt to spend over £800,000 on virtual debit cards beyond what funds they held in tally. The systems that were in place and response times meant over £300,000 in goods ordered were not delivered and those funds retained. The remaining approximate £500,000 was promptly reported to police and is being pursued through debt collection and relevant legal processes. The Company fully provided for this amount (£456,840) in the year ended 30 June 2024. In the financial year to 30 June 2025 the bad debt provision has reduced as a result of the recovery of a small amount of the bad debts. Whilst the Company continues to pursue the culprits and outstanding debts through the County Courts, the bad debt provision was changed to a write-off of bad debt due to the small sums recovered to date.

***Prepayments includes a £49,996 non-cash prepayment related to credit taken on insurance.

13. Trade and other payables

	2025 £	2024 £
Non-Current:		
Deferred Income*	478,705	474,070
	478,705	474,070
Current:		
Trade payables	164,762	372,350
Accruals and other payables	372,593	302,323
	537,355	674,673
Other deferred tax (Note 6)	605,389	1,124,494
	1,142,744	1,799,167

*The Company entered into a business agreement with a strategic partner in June 2022 by which the partner provided financial support to help increase the usage and activation of Tally accounts and cards. The was categorised as deferred income as although received in July 2022, the support is subject to performance targets on volumes to be achieved within certain timeframes over 5 years and thus will be re-allocated to income when these targets have been met. The volumes set out assumed a level of transactional growth that as at the balance sheet date has not yet been met.

14. Borrowings

	£
Balance at 1 July 2024	5,187,159
Interest (finance charges)	588,871
New loans issued	83,420
Repayment of loans (incl convertible loan notes)	(3,057,380)
Modifications	(55,189)
Balance at 30 June 2025	2,746,881

*Loans payable of £2,746,881 (2024: £5,187,222) shown in the Consolidated Statement of Financial Position includes £2,696,883 (2024: £5,187,159 of convertible loan notes ("CLNs")). Repayments in table shown above includes £3,023,958 related to repayment of convertible loan notes and £33,422 related to insurance repayments. New loans issued of £83,420 relate to credit taken on annual

Tally Central Ltd and its controlled entities

Notes to the financial statements

14. Borrowings (cont'd)

professional indemnity, directors and officers and cyber insurance. Modifications of £55,189 relate to fair value modifications taken to Income Statement of £25,181 (Note 5) and £30,000 related to broker fees for one of the outstanding CLNs at 30 June 2025.

	£
Balance at 1 July 2023	2,075,000
Interest (finance charges)	572,137
New convertible loan notes issued	2,500,000
Modifications (finance charges)	40,022
Balance at 30 June 2024	5,187,159

No new CLNs were issued during the year ending 30 June 2025. Four CLNs were fully repaid in the year and two CLNs had their repayment terms extended on improved terms being i) the Group extended the maturity of the loan notes issued on 20 December 2023 by 12 months (to 31 December 2025) with the interest rate decreasing in February 2025 from 1.5% per month to 1.2% until June 2025 and 1.0% per month thereafter; ii) the Group extended the maturity of the loan notes issued on 22 January 2024 by 12 months (to 31 December 2025) with the interest rate decreasing in February 2025 from 1.5% per month to 1.2% until June 2025 and 1.0% per month thereafter. The maturity of this CLN was further extended, post year end, on the same terms with repayment due on 31 December 2026 - please refer to Note 24 for more details.

The terms included the option for the lender to convert the repayment amount in part, or in full, as shares at a conversion price of £0.03 per share. The lender may exercise its conversion option any number of times that it shall determine until such time as the repayment amount is settled in full. The loan arrangements are considered to be compound financial instruments and therefore accounted as per the provisions of IAS 32 and IFRS 9. When the fair value of the financial liability of the CLN's was calculated, no equity component of the CLN was required to be recognised at the balance sheet date. The fair value of the financial liability is computed based on the fair market rates of interest and is classified at Level 2 in the fair value hierarchy.

15. Changes in liabilities arising from financing activities

	30 June 2024	Cash Flows	Non Cash Items	New Leases	30 June 2025
	£	£	£	£	£
Convertible loan notes (note 14)	5,187,159	(3,023,958)	533,682	-	2,696,883
Credit for insurance (note 14)	-	49,998	-	-	49,998
Lease liabilities (note 20)	55,324	(178,627)	-	325,812	202,509

16. Share based payments and warrants

a) Employee Share Options

The Company has the ability to issue share options to employees, including senior executives and Directors. In the financial year to 30 June 2025 an HMRC approved Enterprise Management Incentive ("EMI") option plan was put in place and approved by the Company board. The Company granted EMI share options to employees as disclosed in the table below. EMI share options were granted at a zero exercise price. Vesting conditions include both time-based vesting (specific to each employee based on length of service with the Company, but no earlier than 30 June 2026) and also achieving a non-market condition of Company revenue exceeding £500,000 in any trailing three-month period.

Tally Central Ltd and its controlled entities

Notes to the financial statements

16. Share based payments and warrants (cont'd)

In management's opinion it is not probable that the non-market performance (revenue) condition will be met before 30 June 2026 and therefore the fair value of the options will only start being expensed from the point of vesting. In-line with IFRS 2.20 this will be re-assessed at each reporting date. Therefore, no expense is incurred in financial year ended 30 June 2025 related to the EMI Options.

The share options can be exercised up to five years after the vesting conditions have been met. There are no cash settlement alternatives. The Group does not have a past practice of cash settlement for these share options. The Group accounts for the EMI share options as an equity-settled plan.

50,000,000 share options each were granted in the year to the Executive Directors of the Company, Cameron Parry and Arun Ranganathan. No share options vested during the period and therefore no expense was charged in the year related to these share options.

Movements during the year:

The following table shows the number and weighted average exercise price ("WAEP") of, and movements in, share options during the year

	2025 Number	2025 WAEP £	2024 Number	2024 WAEP £
Outstanding at 1 July (of prior year)	-	-	-	-
Granted during the year	193,120,000	£0.00	-	-
Vested during the year	-	-	-	-
Forfeited during the year	(11,240,000)	£0.00	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at 30 June	181,880,000	£0.00	-	-

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16. Share based payments and warrants (Cont'd)

b) Warrants

As at 30 June 2025, the following warrants were in existence:

Date of grant	Warrants issued	Warrants exercised	Warrants expired	Warrants remaining	Expiry date	Exercise price £
08.11.2017	2,500,000	-	2,500,000	-	30.11.22	0.011
08.11.2017	2,500,000	-	2,500,000	-	30.11.22	0.022
29.11.2019	47,200,000	-	-	47,200,000	*	*
24.08.2020	12,100,000	-	-	12,100,000	**	**
24.08.2020	3,800,000	-	3,800,000	-	30.11.22	0.015
04.12.2020	4,765,000	-	-	4,765,000	**	**
04.12.2020	1,000,000	-	1,000,000	-	30.11.22	0.015
04.12.2020	1,450,000	-	1,450,000	-	30.11.22	0.02
30.06.2021	21,041,611	-	-	21,041,611	**	**
30.07.2021	3,275,000	-	-	3,275,000	**	**
31.12.2021	71,000,000	-	-	71,000,000	**	**
15.12.2022	11,566,667	-	-	11,566,667	**	**
15.12.2022	1,141,667	-	-	1,141,667	**	**
15.12.2022	10,000,000	-	-	10,000,000	**	**
15.12.2022	2,500,000	-	-	2,500,000	**	**
15.12.2022	2,500,000	-	-	2,500,000	**	**
15.12.2022	3,800,000	-	-	3,800,000	**	**
15.12.2022	1,000,000	-	-	1,000,000	**	**
15.12.2022	1,450,000	-	-	1,450,000	**	**
23.05.2023	250,000	-	-	250,000	**	**
23.05.2023	1,000,000	-	-	1,000,000	**	**
23.05.2023	500,000	-	-	500,000	**	**
23.05.2023	50,000	-	-	50,000	**	**
29.06.2023	250,000	-	-	250,000	**	**
20.10.2023	350,000	-	-	350,000	**	**
30.06.2024	1,289,762	-	-	1,289,762	**	**
30.06.2024	1,870,200	-	-	1,870,200	***	0.03
03.04.2025	315,633	-	-	315,633	***	0.03
03.04.2025	157,817	-	-	157,817	**	**
03.04.2025	36,717	-	-	36,717	**	**
	210,660,074	-	11,250,000	199,410,074		

Warrants issued in the financial year to 30 June 2025 related to two consultants who received share based payments (see Note 16c).

The warrants issued in 2017 were attached to the appointment of Director Alan Davies, as a global strategy consultant and shares issued to this individual. The fair value of these warrants, given they are exercisable contingent on an IPO and exercisable at a high premium to the IPO price is considered to be £nil as the amount paid for the share and warrant bundle is equivalent to the fair value of the shares during the financial year. Alan Davies was considered a good leaver and his warrants remain exercisable.

Of the IPO-contingent warrants granted on 29.11.2019, Director Cameron Parry subscribed for 3,333,333 and Director Michael Joseph subscribed for 5,000,000. Of the warrants granted 04.12.2020, Director Cameron Parry subscribed for 1,500,000. Of the warrants granted 30.07.2021, Director Cameron Parry subscribed for 250,000. Of the warrants granted 31.12.2021, Director Cameron Parry subscribed for 65,000,000 and Director Arun Ranganathan subscribed for 6,000,000.

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Notes to the financial statements

16. Share based payments and warrants (Cont'd)

b) Warrants

On the 30.11.2022 11,250,000 warrants expired, they were then subsequently re-issued to the same recipients on the 15.12.2022.

* the exercise price of the warrants issued on 29 November 2019 is 150% of the Company's Initial Public Offering ("IPO") price with a term of 2 years from IPO. As the IPO date and price is uncertain, these are not included in the below analysis.

** the exercise price of the warrants issued on 24th August and 4th December 2020 and on 30th June, 30th July and 31st December 2021 and 15th December 2022 and 23rd May 2023, 29th June and 20th Oct 2023 and part of the warrants issued on 30th June 2024 and 3 April 2025 is 200% of the Company's Initial Public Offering ("IPO") price with a term of 3 years from IPO. As the IPO date and price is uncertain, these are not included in the below analysis. These terms also apply to the 11,250,000 of warrants re-issued in the year to June 2023.

***the 1,870,200 and 315,633 warrants issued to a consultant on 30 June 2024 and 3 April 2025 respectively are exercisable at 3p and vest immediately upon grant.

The number and weighted average exercise price of warrants are as follows:

Warrants in issue	Weighted average exercise price	Number of warrants	Weighted average exercise price	Number of warrants
	2025	2025	2024	2024
	£		£	
Outstanding at 1 July	0.03*	198,899,907	*	195,389,945
Issued during the year	0.03*	510,167	0.03*	3,509,962
Expired during the year	-	-	-	--
	0.03*	199,410,074	0.03*	198,899,907

*the majority of warrants issued have an exercise price and expiry date linked to the Company's Initial Public Offering ("IPO"). As the exercise price and the expiry date of these warrants will be determined by the eventual pricing and timing of the future IPO of the company, they have been excluded from calculation of the weighted average exercise price and weighted average remaining contractual life of the total warrants outstanding.

The terms of the convertible loan notes issued up to 30 June 2025 state that should these convert to shares then 1 warrant will be issued for every 2 shares, this would, if converted, amount to an additional 45,793,717 warrants. These warrants have not been included in the warrants register at this time.

The fair value of the warrants issued for services in the year were determined by the Black-Scholes model. Expected volatility is estimated by comparison to junior AIM listed technology companies. The inputs used in the measurement of the fair values of the warrants issued during the year were as follows:

b) Warrants

	3 April 2025	3 April 2025
Grant date fair value	0.25p	0.07p
Grant date share price	1.5p	3.0p
Exercise price	3.0p	6.0p
Expected volatility	50%	50%
Option life	3 years from IPO	3 years from IPO
Dividend yield	0%	0%
Risk-free interest rate	3.68%	3.68%

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Notes to the financial statements

16. Share based payments and warrants (Cont'd)

c) Other share based payments

	2025	2024
	£	£
Total expense recognised from share based payment transactions	3,075	37,622
	<u>3,075</u>	<u>37,622</u>

A supplier to Tally Central, Picadali Consultancy Ltd, was partially paid by way of shares for services rendered. Picadali Consultancy Ltd was issued 73,433 ordinary shares in the financial year to 30th June 2025 at an indicative price of 3p per share. A share based payment of £2,203 has been recognized in administrative expenses in the consolidated statement of comprehensive income.

Warrants were issued to two consultants with an expense of £872 recognised in administrative expenses in the consolidated statement of comprehensive income. Picadali Consultancy Ltd was issued with warrants to subscribe for 36,717 ordinary shares exercisable at 200% of the IPO price with an expiry date of 3 years post IPO date. Charles Boulas was issued warrants to subscribe for 315,633 ordinary shares exercisable at 3p, vesting immediately upon grant. As part of the consultant's remuneration structure the consultant shall be paid a bonus fee of £9,469 in cash concurrent to the exercising of the warrants. Mr Boulas was also issued with warrants to subscribe for 157,817 ordinary shares exercisable at 200% of the IPO price with an expiry date of 3 years post IPO.

17. Capital and reserves

	Ordinary Shares no par value
<i>a) Movement in issued and fully paid share capital:</i>	
In issue at 1 July 2024	765,536,636
Issued	<u>73,433</u>
In issue at 30 June 2025	<u>765,610,069</u>

All shares issued by the Company are 'ordinary' shares and rank equally in all respects, including for dividends, shareholder attendance and voter rights at meetings, on a return of capital and in a winding-up.

During the financial year to 30 June 2025 Tally Central Ltd made a share based payment of £2,203 was made to Picadali Consultancy Ltd through the issue of 73,433 shares at 3p a share.

As a result of the above events, the total shares in issue as at 30 June 2025 was 765,610,069 (30 June 2024: 765,536,636).

In accordance with the provision of the Disclosure Guidance and Transparency Rules of the FCA, the issued ordinary share capital of Tally Central Ltd including the issue of the new ordinary shares is 765,610,069 Ordinary Shares with voting rights attached (one vote per share). There are no shares held in treasury)

b) Reserves

Share premium

Share premium comprises the excess of consideration received over the par value of the shares issued, the nominal value of share capital at the date of re-designation at no par value, plus costs of issue of the shares in the form of invoices and warrants.

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Notes to the financial statements

17. Capital and reserves (Cont'd)

b) Reserves

	Share premium £
As at 30 June 2024	32,890,357
Shares in lieu of cash	2,203
Cost of issue	-
As at 30 June 2025	32,892,560

	Share based payment reserve £	Foreign exchange translation reserve £
As at 1 July 2024	156,557	12,215
Foreign currency on retranslation of subsidiary	-	(676,714)
Issue of warrants	872	-
As at 30 June 2025	157,429	(664,499)

Share based payment reserve

The share-based payment reserve comprises the fair value of warrants and options granted, less the fair value of lapsed and expired warrants and options.

Foreign exchange translation reserve

The foreign exchange translation reserve contains all foreign currency differences arising from the translation of the financial statements of foreign operations. Changes arising from monetary items that are considered to be part of the net investment are also included in the foreign exchange translation reserve.

Reserves in the Consolidated Statement of Financial Position comprise the share-based payment reserve, shares to be issued reserve and the foreign exchange translation reserve.

18. Earnings per share

The calculation of basic earnings per share at 30 June 2025 was based on the loss of £1,336,725 (2024 profit: £1,477,617), and a weighted average number of ordinary shares outstanding of 765,554,340 (2024: 764,614,462), calculated as follows:

	2025 £	2024 £
(Loss)/profit attributable to ordinary shareholders	(1,336,725)	1,477,617
Weighted average number of ordinary shares	Number '000	Number '000
Issued ordinary shares at 1 July	765,536	763,627
Effect of shares issued during the year	18	987
Weighted average number of shares at 30 June	765,554	764,614
	2025 pence per share	2024 pence per share
Basic (loss)/earnings per share	(0.18)	0.19
Diluted (loss)/earnings per share*	(0.18)	0.19

Tally Central Ltd and its controlled entities

Notes to the financial statements

18. Earnings per share (cont'd)

* The dilutive effect of potential ordinary shares obtainable (being the potential conversion of the convertible loan notes) and adjusting for interest in the period under review, has been assessed and the impact would not be dilutive to EPS.

19. Financial Instruments and Risk Management

(a) Fair values of financial instruments

The fair values of all financial assets and financial liabilities are equal to their carrying amounts shown in the consolidated statement of financial position.

Trade and other receivables

The fair value of trade and other receivables is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date if the effect is material.

Trade and other payables

The fair value of trade and other payables is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date if the effect is material.

Cash and cash equivalents

The fair value of cash and cash equivalents is estimated as its carrying amount where the cash is repayable on demand. Where it is not repayable on demand then the fair value is estimated at the present value of future cash flows, discounted at the market rate of interest at the reporting date)

(b) Credit risk

Financial risk management

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables and cash and cash equivalents. The carrying amount of cash, cash equivalents and term deposits represents the maximum credit exposure on those assets. The cash and cash equivalents are held with bank and financial institution counterparties which are rated at least A for UK banks, and BBB for Indian banks, based on rating agency Standard and Poor's ratings.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. Therefore, the maximum exposure to credit risk at the reporting date was £2,680,944 (2024: £825,094) being the total of the carrying amount of financial assets shown in the consolidated statement of financial position (cash and cash equivalents, trade and other receivables, physical gold held as per note 10).

(c) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. Liquidity risk is a significant risk that is constantly monitored by the chief financial officer and financial controller.

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements.

Tally Central Ltd and its controlled entities
Notes to the financial statements

19. Financial Instruments and Risk Management (cont'd)

Financial liabilities	Carrying amount £	Contractual cash flows £	6 months or less £	6-12 months £	1 -5 years £
30 June 2025					
Trade and other payables, borrowings & deferred tax	4,368,330	4,368,330	3,889,625	-	478,705
Lease liabilities	202,509	202,509	110,459	92,050	-
Total	4,570,839	4,570,839	4,000,084	92,050	478,705

30 June 2024					
Trade and other payables, borrowings & deferred tax	7,460,459	7,460,459	6,986,389	-	474,070
Lease liabilities	55,324	55,324	55,324	-	-
Total	7,515,783	7,515,783	7,041,713	-	474,070

(d) Currency risk

The Group's exposure to foreign currency risk is as follows. This is based on the carrying amount of monetary financial instruments which are held in a currency that differs from that entity's functional currency, except derivatives when it is based on notional amounts.

	2025 £	2024 £
Cash and cash equivalents - INR	299,144	275,450
Cash and cash equivalents - US\$	10,159	211
Cash and cash equivalents - GBP£	341,699	187,067
	651,002	462,728
Trade and other payables - INR	(42,791)	(238)
Trade and other payables - US\$	(36,243)	(5,703)
	(79,034)	(5,941)

(d) Currency risk

The following significant exchange rates applied during the year:

	Average rate 2025	Reporting date spot rate 2025	Average rate 2024	Reporting date spot rate 2024
GBP:INR	110.09393	117.26027	104.9351	105.41046
GBP:US\$	1.29316	1.37172	1.25574	1.26461

Tally Central Ltd and its controlled entities

Notes to the financial statements

19. Financial instruments and Risk Management (Cont'd)

Sensitivity analysis

A strengthening of the GBP, as indicated below, against the Indian Rupee and United States Dollar at 30 June 2025 would have decreased equity by the amount shown below. This analysis is on foreign currency exchange rate variances that the Group considered to be reasonably possible at the end of the reporting period. The analysis assumes that all other variables, in particular interest rates, remain constant.

	Equity £	Profit or loss £
30 June 2025		
INR (10 percent strengthening)	(23,305)	-
US\$ (10 percent strengthening)	2,371	-
30 June 2024		
INR (10 percent strengthening)	(25,019)	-
US\$ (10 percent strengthening)	(499)	-

A weakening of the GBP against Indian Rupee and United States Dollar at 30 June would have had the equal but opposite effect on the amounts shown above, on the basis that all other variables remain constant.

(e) Interest rate risk

Profile

At the reporting date the interest rate profile of interest-bearing financial instruments was:

	Carrying amount	
	2025 £	2024 £
Variable rate instruments		
Cash and cash equivalents	651,002	462,728
	651,002	462,728

Cash flow sensitivity analysis for variable rate instruments

The Group's interest-bearing assets at the reporting date were invested with financial institutions with a minimum rating (S&P long term rating) of A for UK banks, and BBB for Indian banks.

20. Leases

The Group held three leases during the 2025 financial year (2024: two) that are accounted for under IFRS16, being its leased offices which it moved out of in December 2024 and its new leased office that it moved into in December 2024. At the year ended 30 June 2025 the Company held one lease (2024: two). Two leased offices reached the end of their contractual terms in December 2024, as a result, the related right-of-use assets (£99,604) and lease liabilities (£99,604) were fully derecognised. No gain or loss arose on derecognition. To determine the split between principal and interest in the lease the Company applied an estimate of the interest it would have to pay in order to finance payments under the lease. The Company used an incremental borrowing rate of 9.25% (2024: 9.25%) for the two leases it held at the beginning of the year and 8.75% for the new lease it took on from December 2024 to make this estimation.

The terms of the new lease entered into in the year were for 18 months (December 24-May 26) with no option to extend or break the lease early.

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Notes to the financial statements

20. Leases (cont'd)

	2025
	£
For the year	
Cash outflow	
Capital	178,627
Interest (see Note 5)	12,511
	<u>191,138</u>
Depreciation charge	176,507
Interest charge	<u>12,511</u>
As at 30 June 2025	
<i>Right of use asset</i>	
At 1 July 2024	49,802
Expired leases (derecognized)	(99,604)
Addition	325,812
Depreciation	(76,903)
At 30 June 2025	<u>199,107</u>
<i>Lease liability</i>	
Less than 12 months	202,509
Greater than 12 months	<u>-</u>
	<u>-</u>
Total	<u>-</u>
Actual lease liability - current	202,509
Actual lease liability - non- current	<u>-</u>
	2024
	£
For the year	
Cash outflow	
Capital	98,080
Interest (see Note 5)	3,623
	<u>101,703</u>
Depreciation charge	97,663
Interest charge	<u>3,623</u>
As at 30 June 2024	
<i>Right of use asset</i>	
At 1 July 2023	47,861
Remeasurement due to lease extension 1st January 2024	99,604
Depreciation	<u>(97,663)</u>
At 30 June 2024	49,802
<i>Lease liability</i>	
Less than 12 months	55,324
Greater than 12 months	<u>-</u>
	<u>55,324</u>
Total	<u>55,324</u>
Actual lease liability - current	55,324
Actual lease liability - non- current	<u>-</u>

Tally Central Ltd and its controlled entities

Notes to the financial statements

21. Group entities

	Country of incorporation	Ownership interest	
		2025	2024
Lionsgold India Holdings Ltd: 8th Floor, Ebene Tower, 52 Cyber City, Ebene	Mauritius	100%	100%
Kolar Gold Resources (India) Private Limited: #627, Trinity, 3rd Cross, 3rd Block, Koromangala, Bengaluru	India	100%	100%
TallyMoney UK Ltd: North West House 119 Marylebone Road, London, NW1 5PU	United Kingdom	100%	100%

22. Related parties

Key management personnel

As at the 30 June 2025 year end, there were no key management personnel employed by the Group who was not a Director (2024: Nil).

	2025 £	2024 £
Key management remuneration		
Cash-based payments	491,796	373,994
	491,796	373,994

Directors' remuneration and interests

Please refer to Director's Report on page 7.

Transactions with other related parties

Yarramen Corp Limited, a company owned by the family trust of Cameron Parry, invested £1.3m in Tally Central in December 2021 at 2p per share, which investment was funded by a loan from Tally Central, and secured by the CEO's total share and warrant holdings in the company, for the sole purpose of investing in the placing of 65 million shares and 65 million warrants. The loan is repayable by 31 October 2025 and interest is paid on the outstanding amount at 3.75% per annum, paid monthly.

Journey Mentor Holdings Ltd is a related party by way of Michael Joseph being a Non-Executive Director of both Tally Central Ltd and Journey Mentor Holdings Ltd. In the financial year to 30 June 2025 Tally Central subscribed for a further £337,500 (with £200,000 also invested in the financial year to 30 June 2024) of the share capital of Journey Mentor.

First Equity Limited is an FCA-licensed London Stockbroking firm, established 1987, FCA Ref. No. 124394. Tally Central Ltd CEO and Founder, Cameron Parry, owns more than 25% and less than 50% of First Equity Limited and he is Joint-CEO and an FCA approved person with the firm, FCA Ref. No. CJP01234. During the prior year, ended 30 June 2023, First Equity Limited was engaged to assist with the capital raises Tally Central Ltd conducted during the prior financial years and was paid £69,000 in the financial year to 30 June 2025 for those capital raising services, specifically in respect to the CLNs. First Equity holds a total of 10,150,000 IPO-contingent warrants. No amounts are outstanding as due to First Equity.

Ultimate controlling party

The directors believe there is no ultimate controlling party.

Tally Central Ltd and its controlled entities

Notes to the financial statements

23. Contingent liabilities

Directors fees totalling £70,000, £45,000 and £200,000 (2024: £70,000, £45,000 and £170,000) in shares calculated at the IPO price, are payable to former Non-Executive Directors Alan Davies and Michael Corcoran and Non-Executive Director Michael Joseph respectively, contingent upon the Company relisting on a recognised investment exchange. This amount has not been recognised in the financial statements as the certainty and timing of any listing is unknown as at the year end.

The Company entered into a business agreement with a strategic partner in June 2022 by which the partner provided financial support to help increase the usage and activation of tally accounts and cards. The support invoiced prior to year end totals £478,704 and has been recorded as deferred income as it is subject to performance targets on volumes being achieved within certain timeframes over 5 years. Thus there could be a future obligation to repay part or all of the support, should these targets not be met. As at the balance sheet date the targets which are cumulative have not been met.

The Company has issued convertible loan notes, which state that the CLN holder would be issued with warrants once the CLN has been repaid or converted to shares - subject to the Company completing an Initial Public Offer ("IPO") on a recognised stock exchange. Like other IPO-contingent warrants, the warrants will be exercisable for up to three years from the IPO date at an exercise price being double the IPO share price. Upon IPO of the Company, the CLN holder would be issued with the warrants equivalent to 1 warrant for every 2 shares converted (or if the CLN is repaid rather than converted to shares, the equivalent warrants as if it was converted to shares). As at 30 June 2025 this would amount to additional 92,259,679 warrants. These warrants have not been included in the warrants register at this time and no expense incurred as the issue of warrants is contingent upon an IPO of the Company.

The Company issued 315,633 warrants in the financial year with an exercise price of 3 pence to Charles Boulas whereby, in the event that the Company issues Ordinary Shares in a listing on a recognised stock exchange (or any other liquidity event) at a price below 3.75 pence per share, then the Company will issue additional shares to the warrant holder at a price in an amount sufficient that the warrant holder shall achieve a minimum 25% uplift in value of their 315,633 issued warrants (based on an exercise price of 3 pence).

24. Subsequent events

Post year end, the Company continued the repayment of its outstanding convertible loan notes ("CLN") and associated interest. At the date of this report the Company had fully repaid four CLNs and partially repaid the remaining two CLNs. Repayments in the financial year ending 30 June 2025 were £3,023,958 and post year end were £500,000 (total repayments made to date of £3,523,958). Two CLNs remain outstanding at the date of this report the with an outstanding balance of £2,341,441. One CLN (balance of £549,121 at the date of this report) is due to be repaid by 31 December 2025 or converted to equity at the CLN holder's discretion. Post year end the second outstanding CLN (balance of £1,792,320 at the date of this report) was agreed to be extended to 31 December 2026 on the same terms. The repayments of the CLNs was funded, as planned, by proceeds from the sale of part of the Company's holdings in Deccan Gold Mines Limited ("Deccan").

Post year end the Company has continued to sell tranches of Deccan shares to fund the working capital of the Company. Post year end 1,973,986 Deccan shares have been sold and at the date of this report the Company held 3,497,578 shares in Deccan.

In addition, an extension to the loan of £1,300,000 issued to CEO and director of the Company, Cameron Parry, and due to be repaid on 31 October 2025 was approved by the board (with Cameron Parry recused) in a post year end board meeting. The loan has been extended by 12 months, to 31 October 2026, on the same terms.

No further subsequent events took place that require disclosure in these consolidated financial statements.

Tally Central Ltd and its controlled entities
INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF TALLY CENTRAL LIMITED

Opinion

We have audited the financial statements of Tally Central Limited ('the Company' or 'the Group') for the year ended 30 June 2025 which comprise of the Consolidated Statement of Comprehensive Income, Consolidated Statement of Financial Position, Consolidated Statement of Changes in Equity, and the Consolidated Statement of Cash Flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is the applicable law and International Financial Reporting Standards as adopted by the European Union ("IFRS")

In our opinion, the financial statements:

- give a true and fair view of the state of the Group's affairs as at 30 June 2025 and of its loss for the year then ended;
- have been properly prepared in accordance with IFRS; and
- have been prepared in accordance with the requirements of the Companies (Guernsey) Law 2008.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to note 1.3 in the financial statements, which indicates that that the Group incurred operating cash outflows of £3,960,252 (2024: outflow of £3,023,119). The Group is reliant on additional financing through either the exercise of warrants, the issue of new ordinary shares, further loan financing or divestment of its non-core assets and the sale of its investment in Deccan Gold Mines Limited to fund working capital and support its operations. Furthermore, the one of the convertible loan notes in issue at the year end is repayable by 31 December 2025. As stated in note 1.3, while the Directors are confident that sufficient funding will be available through further equity investment and asset sales to meet the Group's obligations for at least the next 12 months, these circumstances indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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 in this regard.

Opinions on other matters prescribed by the Companies (Guernsey) Law 2008

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Chief Executive Officer's Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Chief Executive Officer's Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Chief Executive Officer's Report or the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies (Guernsey) Law 2008 requires us to report to you if, in our opinion:

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

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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 Company's and Group'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 company or to cease operations, or have no realistic alternative but to do so.

Auditor's 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 auditor's 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:

- We obtained an understanding of the Group and the sector in which it operates to identify laws and regulations that could reasonably be expected to have a direct effect on the financial statements. We obtained our understanding in this regard through discussions with management and industry research.
- We determined the principal laws and regulations relevant to the Company and Group in this regard to be those arising from:
 - The Companies (Guernsey) Law 2008;
 - IFRS;
 - Local laws in the subsidiaries jurisdictions; and
 - General Data Protection Regulation.

- We designed our audit procedures to ensure the audit team considered whether there were any indications of non-compliance by the Company and Group with those laws and regulations. These procedures included, but were not limited to:
 - Enquires of management;
 - Review of Board minutes; and
 - Review of legal expenses to assess any instances of non-compliance.
- We also identified the risks of material misstatement of the financial statements due to fraud. We considered, in addition to the non-rebuttable presumption of a risk of fraud arising from management override of controls, the potential for management bias in relation to:
 - The going concern assumption of the Group as noted above;
 - The assessment of the carrying value of the intangible assets;
 - Valuation and classification of investments; and
 - Accounting for the convertible loan notes issued in the year

We addressed these risks by challenging the assumptions and judgements made by management, corroborating to supporting documentation and performing sensitivity analysis, where relevant, to stress test the assumptions made.

- As in all of our audits, we addressed the risk of fraud arising from management override of controls by performing audit procedures which included, but were not limited to the testing of journals; reviewing accounting estimates for evidence of bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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

Use of our report

This report is made solely to the Company's members, as a body, in accordance in accordance with Section 262 of the Companies (Guernsey) Law 2008. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone, other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Andrew Simpson

Andrew Simpson (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP
Statutory Auditor

15 Westferry Circus
Canary Wharf
London E14 4HD

14 November 2025