REGISTERED NUMBER: 10867089 (England and Wales)

Financial Statements for the Year Ended 31 December 2024

for

Quantum Motion Technologies Limited

WEDNESDAY

AEBA9ØCW

A05 17/09/2025 #55

COMPANIES HOUSE

Quantum Motion Technologies Limited (Registered number: 10867089)

Contents of the Financial Statements
for the year ended 31 December 2024

Quantum Motion Technologies Limited

Company Information
for the year ended 31 December 2024

DIRECTORS:	Professor J J L Morton A L Sangiovanni Vincentelli J A R Palles-Dimmock S A Harman J O Westerhues F J M Lansink
REGISTERED OFFICE:	9 Sterling Way London N7 9HJ
REGISTERED NUMBER:	10867089 (England and Wales)
AUDITOR:	BDO Statutory audit firm Block 3 Miesian Plaza 50-58 Baggot Street Dublin 2 Ireland D02 Y754

Quantum Motion Technologies Limited (Registered number: 10867089)

Statement of Financial Position
31 December 2024

	Notes	2024 £	2024 £	2023 £	2023 £
FIXED ASSETS					
Tangible assets	5		**4,785,633**		4,402,620
Investments in subsidiaries	6		**1,381,134**		54
			6,166,767		4,402,674
CURRENT ASSETS					
Debtors and other receivables	7	**4,019,912**		3,019,008	
Short term deposits	8	**7,500,000**		-	
Cash at bank		**13,945,846**		31,751,243	
		25,465,758		34,770,251	
CREDITORS					
Amounts falling due within one year	9	**1,612,460**		1,588,454	
NET CURRENT ASSETS			**23,853,298**		33,181,797
TOTAL ASSETS LESS CURRENT LIABILITIES			**30,020,065**		37,584,471
CAPITAL AND RESERVES					
Called up share capital	12		**11,016**		11,016
Share premium			**52,007,802**		52,011,222
Retained losses			**(21,998,753)**		(14,437,767)
			30,020,065		37,584,471

The financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the Board of Directors and authorised for issue on 04 September 2025 and were signed on its behalf by:

JPD

....

J A R Palles-Dimmock - Director

The notes form part of these financial statements

Notes to the Financial Statements
for the year ended 31 December 2024

1. STATUTORY INFORMATION

Quantum Motion Technologies Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006.

3. ACCOUNTING POLICIES

Basis of preparing the financial statements
The financial statements have been prepared under the historical cost convention.

Going concern
The Directors have considered the Company's liquidity position. At 31 December 2024 the Company had net assets of £30,020,065 (2023: £37,584,471). At 31 December 2024, the Company held cash at bank and term deposits totalling £21,445,846 (2023: £31,751,243).

The Company's financial forecasts use severe but plausible assumptions that there will be a continuation of normal macroeconomic factors through the going concern timeframe. Business is forecast to continue as planned through the next 12 months, with activities and income projected to continue materially as planned.

To mitigate the risks outside of the Company's control, the Directors have a number of measures in place including, but not limited to, monthly review of actual results vs budget, carefully considered annual pay increases for employees, scrutiny of new hire positions in advance of recruitment and ongoing critical review of general expenditure. In addition, the Directors are confident that they have the ability to flex and reduce operating expenses in future months if necessary.

The Company is investor funded, and the Directors take further comfort from the fact that the Company has been able to attract substantial additional funding from existing and new investors in its most recent funding round. The Directors are therefore confident that if a further funding round is required, they would be able to attract the necessary funding from existing and/or new investors for continued operations of the Company.

Consequently, the Directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

Preparation of consolidated financial statements
The financial statements contain information about Quantum Motion Technologies Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Related party exemption
The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Significant judgements and estimates
There are no material judgements made by the directors in the application of these accounting policies that are expected to have a significant effect on the financial statements or any estimates with a significant risk of material adjustment in the next year.

continued...

3. **ACCOUNTING POLICIES - continued**

Turnover
Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Tangible fixed assets
Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Such cost includes costs directly attributable to making the asset capable of operating as intended.

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost, less estimated residual value, of each asset on a systematic basis over its expected useful life as follows:

- Plant and machinery - over 5 years
- Computer equipment - over 3 years
- Fixtures & fittings - over 5 years
- Short leasehold improvement to property costs - over the life of the lease

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Government grants
Government grants are recognised when it is reasonable to expect that the grants will be received and that all related conditions will be met, usually on submission of a valid claim for payment.

Government grants in respect of capital expenditure are credited to a deferred income account and are released to profit over the expected useful lives of the relevant assets by equal annual instalments.

Grants of a revenue nature are credited to income so as to match them with the expenditure to which they relate.

Investments in subsidiaries
Investments in subsidiaries are recorded at cost less provision for impairment.

Financial instruments
Cash and cash equivalents
Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.

Short-term debtors and creditors
Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement in other operating expenses.

continued...

3. **ACCOUNTING POLICIES - continued**

Taxation

The tax expense or credit represents the sum of the tax currently payable or recoverable and the movement in deferred tax assets and liabilities.

(a) Current income tax

Current tax is based on taxable income for the year and any adjustment to tax from previous years. Taxable income differs from net income in the Income Statement because it excludes items of income or expense that are taxable or deductible in other years or that are never taxable or deductible. The calculation uses the latest tax rates for the year that have been enacted or substantively enacted by the dates of the Statement of Financial Position.

(b) Deferred tax

Deferred tax is calculated at the latest tax rates that have been substantively enacted by the reporting date that are expected to apply when settled. It is charged or credited in the Income Statement, except when it relates to items credited or charged directly to equity, in which case it is also dealt with in equity.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the Statement of Financial Position and the corresponding tax bases used in the computation of taxable income and is accounted for using the liability method. It is not discounted.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable income will be available against which the asset can be utilised. Such assets are reduced to the extent that it is no longer probable that the asset can be utilised.

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

Research and development

Expenditure on research activities is recognised as an expense in the period in which it is incurred. Development costs are only capitalised when the related products meet the recognition criteria of an internally generated intangible asset, the key criteria being as follows:

- it is probable that the future economic benefits that are attributable to the asset will flow to the company;
- the project is technically and commercially feasible;
- the company intends to and has sufficient resources to complete the project;
- the company has the ability to use or sell the asset; and
- the cost of the asset can be measured reliably.

Such intangible assets are amortised on a straight-line basis from the point at which the assets are ready for use over the period of the expected benefit and are reviewed for an indication of impairment at each reporting date. Other development costs are charged against profit or loss as incurred since the criteria for their recognition as an asset are not met.

The costs of an internally generated intangible asset comprise all directly attributable costs necessary to create, produce and prepare the asset to be capable of operating in the manner intended by management. Directly attributable costs include employee costs incurred on technical development, testing and certification, materials consumed and any relevant third-party cost. The costs of internally generated developments are recognised as intangible assets and are subsequently measured in the same way as externally acquired intangible assets. However, until completion of the development project, the assets are subject to impairment testing only.

No development costs to date have been capitalised as intangible assets as it is deemed that the probability of future economic benefit is currently uncertain.

continued...

3. **ACCOUNTING POLICIES - continued**

Foreign currencies
Functional and presentation currency
Items included in these financial statements are measured using the currency of the primary environment in which the Company operates ("the functional currency") which is UK Sterling (£). The financial statements are presented in UK Sterling.

Transactions and balances
Foreign currency transactions are translated into the functional currency using the spot rate at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Income Statement within "Administrative expenses".

Hire purchase and leasing commitments
Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits
The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Income Statement when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

Share-based payment transactions
Equity-settled transactions
The cost of equity-settled transactions with employees is measured by reference to the fair value of the equity instruments granted at the date at which they are granted and is recognised as an expense over the vesting period, which ends on the date on which the relevant employees become fully entitled to the award. Fair value is determined by using an appropriate pricing model. In valuing equity-settled transactions, no account is taken of any vesting conditions, other than conditions linked to the price of the shares of the company (market conditions) and non-vesting conditions. No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market or non-vesting condition, which are treated as vesting irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance conditions are satisfied.

At each balance sheet date before vesting, the cumulative expense is calculated, representing the extent to which the vesting period has expired and management's best estimate of the achievement or otherwise of non-market conditions and of the number of equity instruments that will ultimately vest or in the case of an instrument subject to a market condition, be treated as vesting as described above. The movement in cumulative expense since the previous balance sheet date is recognised in the income statement, with a corresponding entry in equity.

Where the terms of an equity-settled award are modified or a new award is designated as replacing a cancelled or settled award, the cost based on the original award terms continues to be recognised over the original vesting period. In addition, an expense is recognised over the remainder of the new vesting period for the incremental fair value of any modification, based on the difference between the fair value of the original award and the fair value of the modified award, both as measured on the date of the modification. No reduction is recognised if this difference is negative.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any cost not yet recognised in the income statement for the award is expensed immediately. Any compensation paid up to the fair value of the award at the cancellation or settlement date is deducted from equity, with any excess over fair value expensed in the income statement.

continued...

4. **EMPLOYEES AND DIRECTORS**

The average number of employees during the year was 59 (2023 - 35).

5. **TANGIBLE FIXED ASSETS**

	Land and buildings £	Plant and machinery etc £	Totals £
COST			
At 1 January 2024	3,273,999	2,775,449	6,049,448
Additions	45,319	1,852,234	1,897,553
At 31 December 2024	3,319,318	4,627,683	7,947,001
DEPRECIATION			
At 1 January 2024	558,526	1,088,302	1,646,828
Charge for year	731,912	782,628	1,514,540
At 31 December 2024	1,290,438	1,870,930	3,161,368
NET BOOK VALUE			
At 31 December 2024	2,028,880	2,756,753	4,785,633
At 31 December 2023	2,715,473	1,687,147	4,402,620

6. **INVESTMENTS IN SUBSIDIARIES**

	Shares in group undertakings £
COST	
At 1 January 2024	54
Additions	1,381,080
At 31 December 2024	1,381,134
NET BOOK VALUE	
At 31 December 2024	1,381,134
At 31 December 2023	54

Details of the Company's subsidiary undertakings at 31 December 2023 are as follows:

Subsidiary	Place of incorporation (or registration) and operation	Proportion of ownership Interest and voting power held %
Quantum Motion Technologies Pty	Australia	100%
Cuantomoción S.L.	Spain	100%
Quantum Motion Technologies Inc	United States of America	100%

Quantum Motion Technologies Pty and Cuantomoción S.L. undertake the activity of research and development services for the parent company. Quantum Motion Technologies Inc. undertakes the activity of management services for the group.

continued...

7. DEBTORS AND OTHER RECEIVABLES: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2024	2023
	£	£
Trade debtors	697,255	144,522
Amounts owed by group undertakings	35,346	152,340
Tax receivable	39,638	15,373
Other debtors	3,247,673	2,706,773
	4,019,912	3,019,008

Included within other debtors is accrued income of £550,703 (2023: £456,141). This is expected to be invoiced during 2025.

Amounts owed by subsidiary undertakings are unsecured, interest free and have no fixed date for repayments. No impairment provisions have been made against these balances.

8. SHORT TERM DEPOSITS

	2024	2023
	£	£
Bank term deposits	7,500,000	-

Bank term deposits have a maturity of more than 3 months but less than 12 months from the balance sheet date.

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2024	2023
	£	£
Trade creditors	665,534	1,038,102
Amounts owed to group undertakings	22,276	-
Taxation and social security	214,538	94,426
Other creditors	710,112	455,926
	1,612,460	1,588,454

10. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2024	2023
	£	£
Within one year	529,201	566,874
Between one and five years	762,139	1,106,796
In more than five years	-	-
	1,291,340	1,673,670

continued...

11. **FINANCIAL INSTRUMENTS**

Non-derivative financial assets
At the reporting date, the Company held the following non-derivative financial assets:

	2024	2023
	£	£
Due within 3 months		
Cash at bank and in hand	13,945,846	31,751,243
Trade receivables	697,255	144,522
Other receivables	1,148,569	903,611
	15,791,670	32,799,376
Due between 3 and 12 months		
Term deposits	7,500,000	-
Total financial assets	23,291,670	32,799,376

Non-derivative financial liabilities
At the reporting date, the Company held the following non-derivative financial liabilities

	2024	2023
	£	£
Due within 3 months		
Trade payables	665,534	1,038,101
Other payables	935,176	550,352
Total financial liabilities	1,600,710	1,588,453

continued...

12. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid Number	Class	Nominal value	**2024** £	2023 £
2,283,334 (2023: 2,283,334)	Ordinary	0.1p	**2,283**	2,283
100,000 (2023: 100,000)	Non-voting B	0.1p	**100**	100
2,560,332 (2023: 2,560,332)	Series A	0.1p	**2,560**	2,560
5,419,550 (2023: 5,419,550)	Series B1	0.1p	**5,420**	5,420
528,120 (2023: 528,120)	Series B2	0.1p	**528**	528
125,000 (2023: 125,000)	Series C	0.1p	**125**	125
			11,016	11,016

Share class rights
Holders of Ordinary, Series A, Series B1, Series B2 and Series C shares all have the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to vote on all proposed resolutions. Holders of Non-voting B shares have the right to attend general meetings but are not entitled to vote.

The Ordinary, Series A, Series B1 and Series B2 shares rank pari passu in respect to the distribution of available profits.

On a distribution of assets on a liquidation or return of capital, the Series A, Series B1, Series B2 shares all have certain anti-dilution rights and have priority over the holders of the other classes of shares, with the holders of Deferred shares (if any) and the Series A shares ranking highest.

13. **DISCLOSURE UNDER SECTION 444(5B) OF THE COMPANIES ACT 2006**

The Report of the Auditors was unqualified.

Stephen McCallion (Senior Statutory Auditor)
for and on behalf of BDO

14. **CONTINGENT LIABILITIES**

The Company had no contingent liabilities at 31 December 2024 (2023: £nil).

15. **CAPITAL COMMITMENTS**

	2024 £	2023 £
Contracted but not provided for in the financial statements	-	-

16. **RELATED PARTY DISCLOSURES**

During the year the company incurred consultancy costs of £22,533 (2023: £11,548) for the services of one of the directors, during the period of his directorship of the company. At 31 December 2024 an amount of £1,914 was outstanding (2023: £1,806).

In addition, the company purchased software amounting to £312,582 (2023: £286,681) from a company in which one of the directors has part ownership. At 31 December 2024 no balances were outstanding due to that company (2023: £nil).

continued...

17. **POST BALANCE SHEET EVENTS**

On 25th July 2025, subsequent to the reporting period, the company received payment from HMRC for its Research & Development tax credit claim for the year ended 31st December 2023 for a total of £1,217,051.11.

This event is considered a non-adjusting post balance sheet event bccause the company had no certainty about the claim's approval at the balance sheet date. Consequently, the financial statements for the year ended 31st December 2023 have not been adjusted. The expected cash inflow from this credit will be recognised in the financial statements for the year ending 31st December 2025.

18. **ULTIMATE CONTROLLING PARTY**

The company has no overall controlling party.

continued...

19. SHARE-BASED PAYMENT TRANSACTIONS

Share options

The company has share option plans under which it grants options over ordinary shares to certain directors and employees of the company. Options under these plans are exercisable at a range of exercise prices based on the market price of the company's shares on the date of the grant. The options are settled in equity once exercised. If the options remain unexercised for a period after 10 years from the date of grant, the options expire. Options are forfeited if the employee leaves the company before the options vest.

The number and weighted average exercise prices of share options are as follows:

	EMI options	Unapproved options	Total	Weighted average exercise price per share (£)
At 1 August 2022	341,875	750,764	1,092,639	0.36
Granted during the period	72,000	936,400	1,008,400	0.36
Forfeited during the period	(28,000)	-	(28,000)	0.36
At 31 December 2023	385,875	1,687,164	2,073,039	0.36
At 1 January 2024	385,875	1,687,164	2,073,039	0.36
Granted during the year	-	147,000	147,000	0.36
Forfeited during the year	-	-	-	-
At 31 December 2024	385,875	1,834,164	2,220,039	0.36

Options vest over a 3 to 4 year period from the vesting commencement date. Options not yet exercised have an exercise price of £0.36 per share.

Any share options which are not exercised within 10 years from the date of grant will expire. A share-based payment charge of £115,658 has been recognised in these financial statements for the period ended 31 December 2024 (2023: £8,629).

Option values were calculated using a Black-Scholes pricing model with the following assumptions:

	Options granted in the year
Dividend yield	0%
Expected volatility	40%
Option maturity period	10 years
Risk free interest rate	4.54%
Weighted average exercise price of a share	£0.36