



Baker Tilly Channel Islands Limited

Transparency report 31 December 2025

Now, for tomorrow

Contents

Who we are	3
Governance Structure	4
Internal Quality Management	6
Ethics and Independence	9
External monitoring of quality management	14
Financial information	15
Our people	16
Baker Tilly International network	17
Appendices	20

Who we are

Legal structure and ownership

Baker Tilly Channel Islands Limited ("BTCL") is a chartered accountancy practice.

The company, registered in Jersey, Channel Islands, is wholly owned by its directors through private investment companies. BTCL operates two subsidiaries:

1. Baker Tilly CI Audit Limited – registered in Guernsey
2. Baker Tilly Channel Islands Business Services Limited – registered in Jersey (dormant)

Collectively, these entities are referred to as the "Group".

Services offered by the Group are:



Audit and Assurance



Advisory



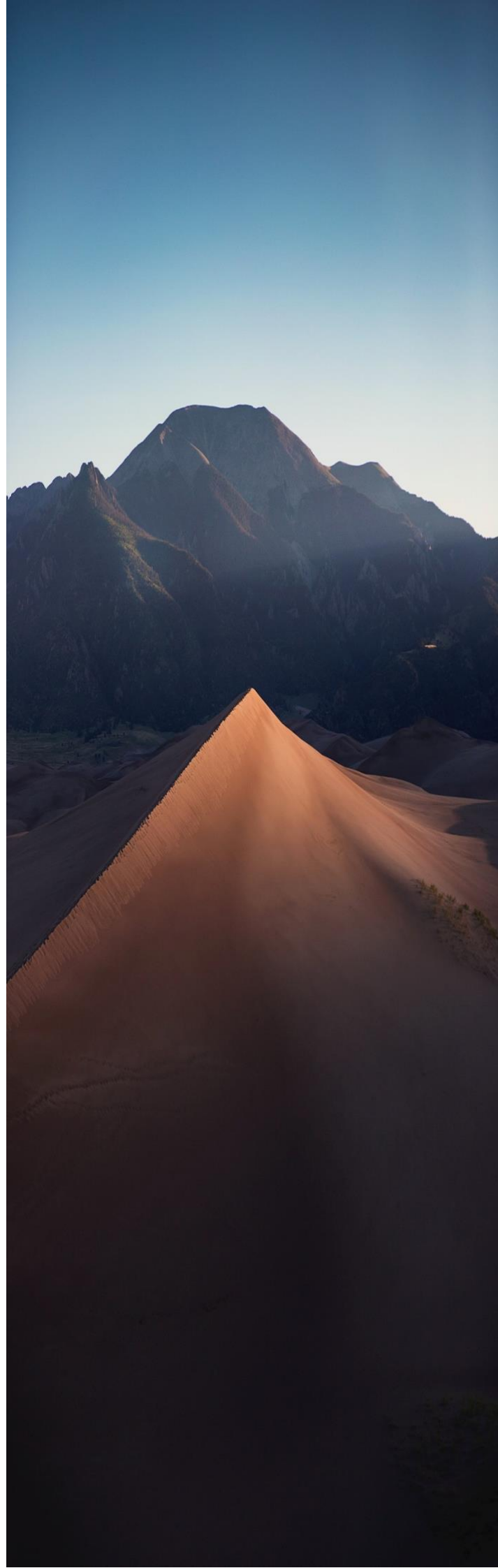
Tax



Outsourcing

Both BTCL and Baker Tilly CI Audit Limited are member firms of the Institute of Chartered Accountants in England and Wales (ICAEW) and they are recognised auditors in their registration countries.

We are a training office for ICAEW, ICAS and ACCA and we are a member firm of Baker Tilly International ("BTI").



Governance Structure

The Board of Directors and ultimately the Managing Director assumes the responsibility for the operations of the Group, including the oversight of corporate governance, compliance and risk management.



Ewan Spraggon
Managing Director
Audit and Assurance, Business and Regulatory Advisory

As the Managing Director of Baker Tilly Channel Islands, Ewan leads the Assurance and Advisory practice and has been a driving force behind the remarkable growth and success of the firm since joining in 2010, having previously worked with PricewaterhouseCoopers in Aberdeen and the Channel Islands.

He has a first-class honours degree in Accounting and Finance and qualified with the Institute of Chartered Accountants of Scotland (ICAS) in 2001 and holds a practising certificate with ICAS. He is also a Fellow of the Institute of Chartered Accountants of England and Wales.

Ewan's extensive expertise spans IFRS, UK GAAP, and US GAAP, providing a robust foundation for his role as an Assurance "Partner." His client-centric approach has been instrumental in catering to a diverse clientele, particularly within the alternative asset management sector. Complementing his core assurance responsibilities, Ewan offers clients a comprehensive suite of Advisory services, including buy-side due diligence and forensic investigations.

Away from the office Ewan is an avid golfer, enjoys walking his two West Highland White Terriers and following the Scottish national football team.



David Hopkins
Chairman of the Board

David is a Fellow of the Institute of Chartered Accountants of Ireland, a member of the Institute of Chartered Accountants of England and Wales and a member of the Society of Trust and Estate Practitioners. He holds an audit practising certificate with the Irish institute and is on the Recognised Auditor register of the Jersey Financial Services Commission.

He has more than twenty-five years' experience in the Financial Services Industry, including twelve years as an audit engagement leader. Under his direction the practice continues to expand and to increase the range of services we can offer to clients.

In his spare time David enjoys watching Rugby, both at international and club level, entertaining family and friends and plays an occasional round of golf.

The Board of Directors is supported by the Leadership team, which is made up of executive directors and client directors. The Leadership team works with the Board of Directors to execute the Group strategy.

Board of Directors

- Sets Group strategy
- Actively promotes high level of quality required in our sector as a professional services firm

The Board is actively supported by the Leadership Team.

Meets at least quarterly

Leadership Team

- Consists of executive directors and client directors
- Promote the culture of the Group
- Maintains a charter, which includes commitments of each member and a conflict management process

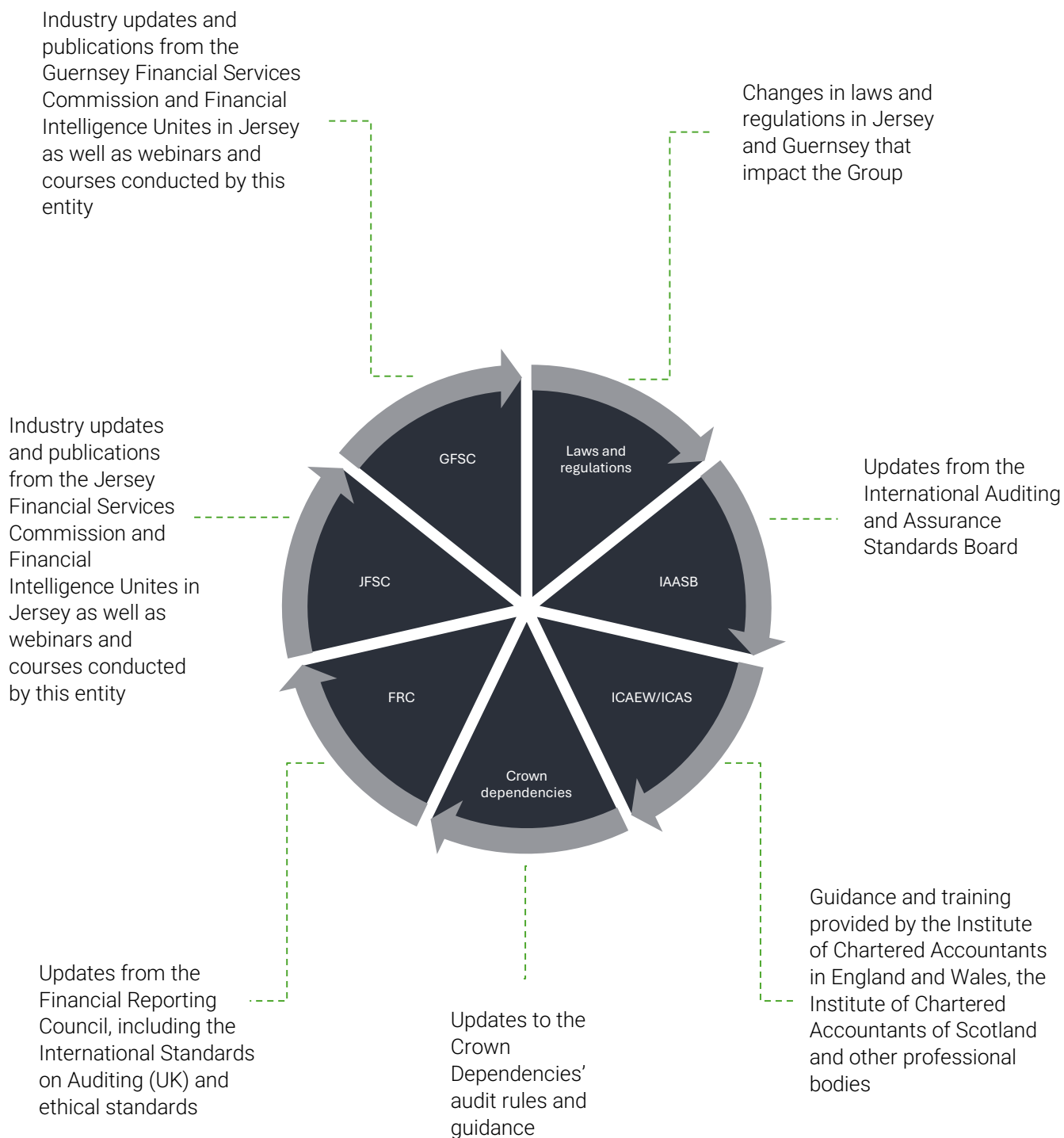
Meets as necessary but at least monthly



Internal Quality Management

The Managing Director holds ultimate responsibility for the Group's quality management system. This includes maintaining the Business Risk Assessment (BRA) and Policies and Procedures (P&Ps), along with the associated forms and templates, ensuring they meet the relevant quality standards.

The following considerations are taken into account to maintain the Group's quality control system, BRA and P&Ps:



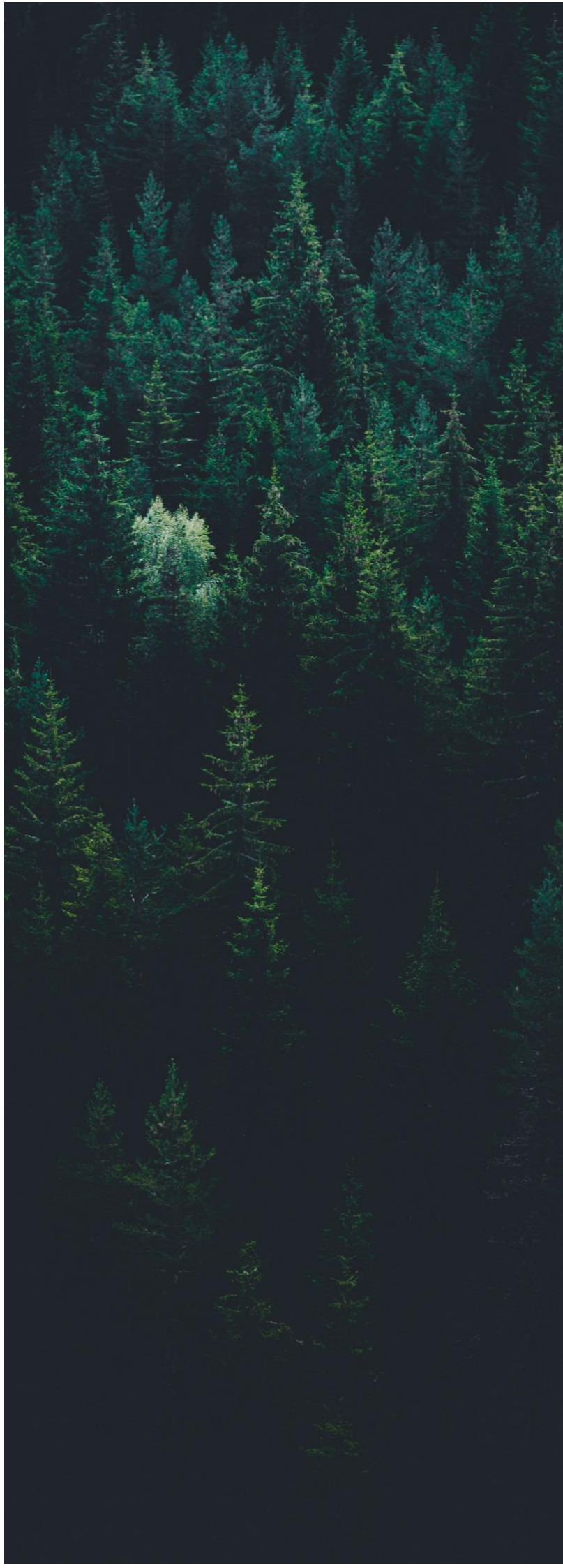
The engagement leader, whether a client director or the Managing Director, is responsible for ensuring that the services provided to each client meet the Group's quality standards. For audits, the engagement leader accomplishes this by:

- Providing direction to the audit work through a pre-audit meeting to discuss the engagement
- Ensuring the engagement team is knowledgeable about the client's reporting framework. If the framework is not IFRS or FRS 102, the engagement leader arranges appropriate training
- Selecting an appropriate engagement team, including identifying the need for an auditor's expert when necessary
- Supervising the audit work through regular discussions and correspondence

Each engagement is supported by a senior manager, manager, or assistant manager to assist the engagement leader and to share knowledge and experience amongst them.

As a Group we comply with International Standards on Auditing (ISA's).

Our audit methodology is the Global Focus methodology developed and adopted by BTI. This is a risk-based audit approach and is fully compliant with the requirements of the ISAs.



Client acceptance

The Group undertakes or continues assignments only after determining that the client maintains integrity and that the Group possesses the necessary expertise and resources to deliver the required services.

For audit engagements, the Group adheres strictly to the principles set forth by the FRC Ethical Standards, including guidelines on providing non-audit services to audit clients. Any team planning to perform non-audit services for an audit client must inform the audit engagement leader prior to commencing such work. This allows the audit engagement leader to evaluate the ethical implications and document the decision on whether the non-audit services can be conducted alongside the audit engagement.

The Group will not accept any engagement that involves services where an objective, reasonable, and informed third party might conclude that the Group or its employees are participating in management decision-making.

Approval from two members of the Leadership Team is required to accept new business. This process involves the relevant Client Director, who will oversee the engagement, and the MLCO, who reviews client due diligence to ensure alignment with the Group's risk appetite, assesses risks appropriately, and implements necessary mitigating controls.

The Group's risk appetite is established by the Board and is tailored individually for each service line, reflecting the Group's expertise in delivering that specific service.

Engagement performance

Engagements must be conducted in accordance with applicable technical and professional standards, as well as regulatory and legal requirements. The Group or the engagement leader must issue reports that are appropriate for the circumstances. To ensure this:

Consistency and quality are maintained through the use of relevant methodologies (e.g., Caseware and Global Focus for audits, as recommended by BTI), checklists, manuals, and the close involvement of Leadership Team members in the engagements.

Regular discussions about quality should occur among engagement team members to ensure consistency. Where relevant, processes may be adjusted based on these discussions.

The methodologies used by the Group (e.g., audit software) automatically assign roles, require the preparation and review of documents, and mandate that key documents be reviewed by the engagement leader. If the methodology does not include a predefined hierarchy, the engagement leader is responsible for assigning tasks to appropriate individuals based on their experience and expertise, and ensuring the work is reviewed by a suitably senior individual.



Ethics and Independence

Acting ethically

Baker Tilly Channel Islands Limited has established policies and procedures to ensure its staff adhere to ethical standards. These policies emphasize that every individual has a responsibility to act in the public interest, comply with laws and regulations, and avoid any conduct that might discredit the accountancy profession.

The policies further stress the importance of integrity and objectivity, and outline the procedures to follow when facing pressures to act unethically. These procedures include:

- Discussing the matter with the individual exerting the pressure to seek resolution.
- Consulting with their counsellor.
- Discussing the issue with the Group's Ethics Partner.
- If the matter remains unresolved, escalating it to the relevant professional or regulatory bodies, industry associations, or legal counsel.

Conflict of interest

A conflict of interest arises when a reasonable and informed observer would perceive that the objectivity of our staff or the Group is likely to be compromised.

This can occur in situations such as:

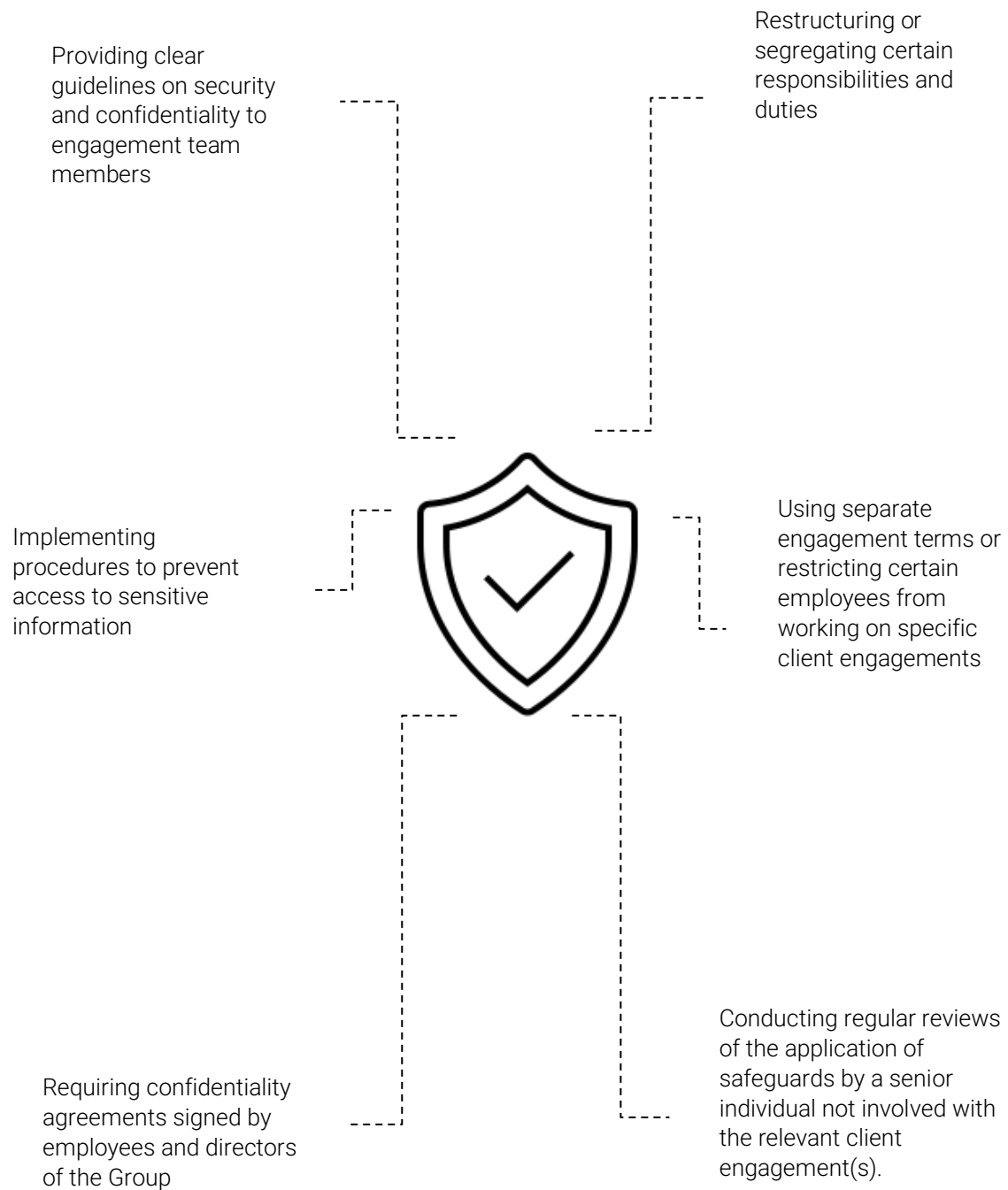
- The Group engaging in professional activities for two or more clients whose interests are in conflict regarding a particular matter.
- The interests of the Group conflicting with those of a client concerning a specific matter.

Conflicts of interest must not compromise the professional or business judgment of our employees.

Before accepting or continuing a client relationship or specific engagement, the client team must evaluate the significance of any threats posed by business interests or relationships with the client or a third party. This includes staying vigilant to changes over time in activities, interests, and relationships that might create a conflict of interest during the engagement.

If a conflict arises that prejudices the Group's ability to serve the client, the Group will address the conflict through appropriate safeguards. If the risk cannot be eliminated or reduced to an acceptable level, the Group will not accept the specific engagement or will resign from one or more conflicting engagements.

Upon identifying a conflict or potential conflict of interest, the Head of Compliance must be informed. Typical safeguards include:



Rotation of Key audit directors and staff

To ensure the integrity and independence of our audit services, we have established a rotation policy for key audit directors and staff for listed clients and public interest entities (PIEs):

No individual may serve as the audit signatory for more than five consecutive years. After this period, a mandatory five-year gap is required. However, under certain circumstances, such as maintaining audit quality during significant changes to the client's business structure or unexpected changes in senior management, the rotation period may be extended to a maximum of seven years. This extension must be approved by the client's audit committee and disclosed to the shareholders.

No individual may serve as the Engagement Quality Reviewer (EQR) for more than seven consecutive years, followed by a mandatory five-year gap.

A combination of the same audit signatory and EQR cannot serve simultaneously for more than four years, after which a three-year gap is required (or five years if the audit signatory has held the role for three or more years).

The threats and safeguards associated with long-term associations must be reviewed for all senior staff after seven years.

Independence

The Group has established policies and procedures for Gifts and Hospitality to ensure that staff members are not unduly influenced. Employees are required to sign independence declarations annually and notify the Head of Compliance of any changes.

Consultation

If an engagement leader identifies a difficult or contentious matter while undertaking a client engagement, they are required to consult appropriately. Initially, this consultation should be with another member of the Leadership Team who is eligible to be an audit signatory. Further consultation with subject matter experts at BTI or within other network firms may be necessary.

Technical reviews of financial statements, required for audits of listed companies and Public Interest Entities (PIEs), should be requested from another network firm. Additionally, a review of financial statements by an independent BTCI responsible individual is required for audits of clients regulated in Jersey or Guernsey, or where the financial statements contain a prior year adjustment.

Baker Tilly International Independence Database

To ensure independence, BTI has established and maintains an Independence Database, which includes entries for all listed clients within the BTI global network. The relevant engagement leader is responsible for updating the database whenever a listed group is won or lost, there is a change in the services provided to the listed group client, the audit signatory changes, or the listed entity within the relevant listed group changes its name. Before accepting any engagement, the Independence Database must be checked for any potential conflicts.



Engagement Quality Reviewer

When a client is deemed to be of "high reputation risk," an independent Engagement Quality Reviewer (EQR) will conduct a review of specific matters as outlined in the Group's methodology. This review includes:

1. Assessing compliance with ethical standards and the adequacy of safeguards applied, as well as the documentation of the engagement team's consideration of the Group's and its personnel's objectivity and independence.
2. Discussing significant matters with the engagement leader.
3. Ensuring appropriate consultation has occurred on contentious matters and reviewing the conclusions from these consultations.
4. Reviewing the financial statements or other subject matter information and the proposed report.
5. Examining selected engagement documentation related to significant judgments made by the engagement team and the adequacy of the documentation.
6. Evaluating the conclusions reached in formulating the report and determining whether the proposed report is appropriate.

For audits of listed clients' financial statements, the EQR's review will also include:

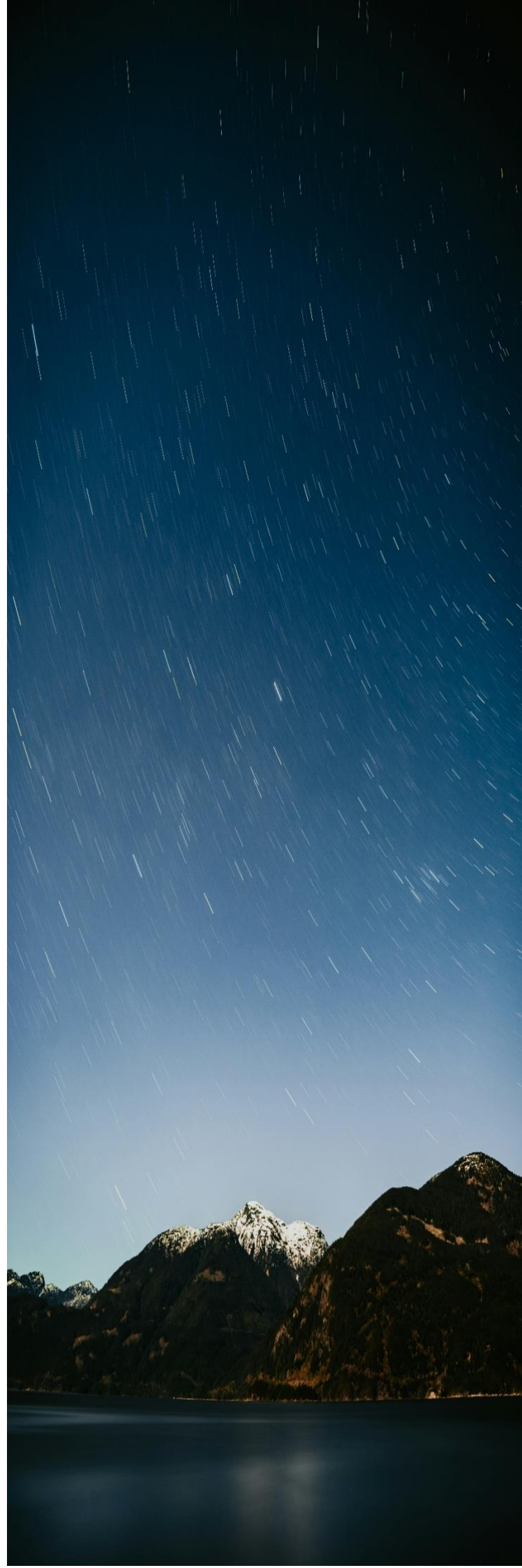
1. Identifying significant risks during the engagement and the responses to those risks.
2. Assessing judgments made, particularly regarding materiality and significant risks.
3. Evaluating the significance and disposition of corrected and uncorrected misstatements identified during the engagement.
4. Reviewing matters to be communicated to management, those charged with governance, and, where applicable, other parties such as regulatory bodies.

These considerations may also apply to reviews of non-listed clients' financial statements and other assurance and related services engagements.

If the EQR's involvement mitigates threats to independence arising from non-audit or additional services, the EQR must specifically address these threats by ensuring the work performed during the non-audit or additional service engagement has been properly assessed in the context of the audit or other public interest assurance engagement.

The EQR will be an appropriately independent BTCI Responsible Individual. If all eligible Leadership Team members have been involved in the audit, the Group will arrange for another BTI network firm to perform the EQR. If the EQR's objectivity is impaired during the review, they will be replaced.

All consultations relevant to the final report or opinion, including any differences in opinion and their resolutions, are documented and kept on the client file. Differences may need to be resolved through consultation with other parties as described above. The final engagement report (e.g., audit opinion and report to the audit committee) will not be signed until these differences have been documented and reviewed by all relevant parties.



External monitoring of quality management

The Group is committed to providing and maintaining a high standard of audit work. One part of achieving this is carrying out regular reviews of the system of quality management including review of the whole firm's key controls and cold file reviews of a selection of completed engagements.

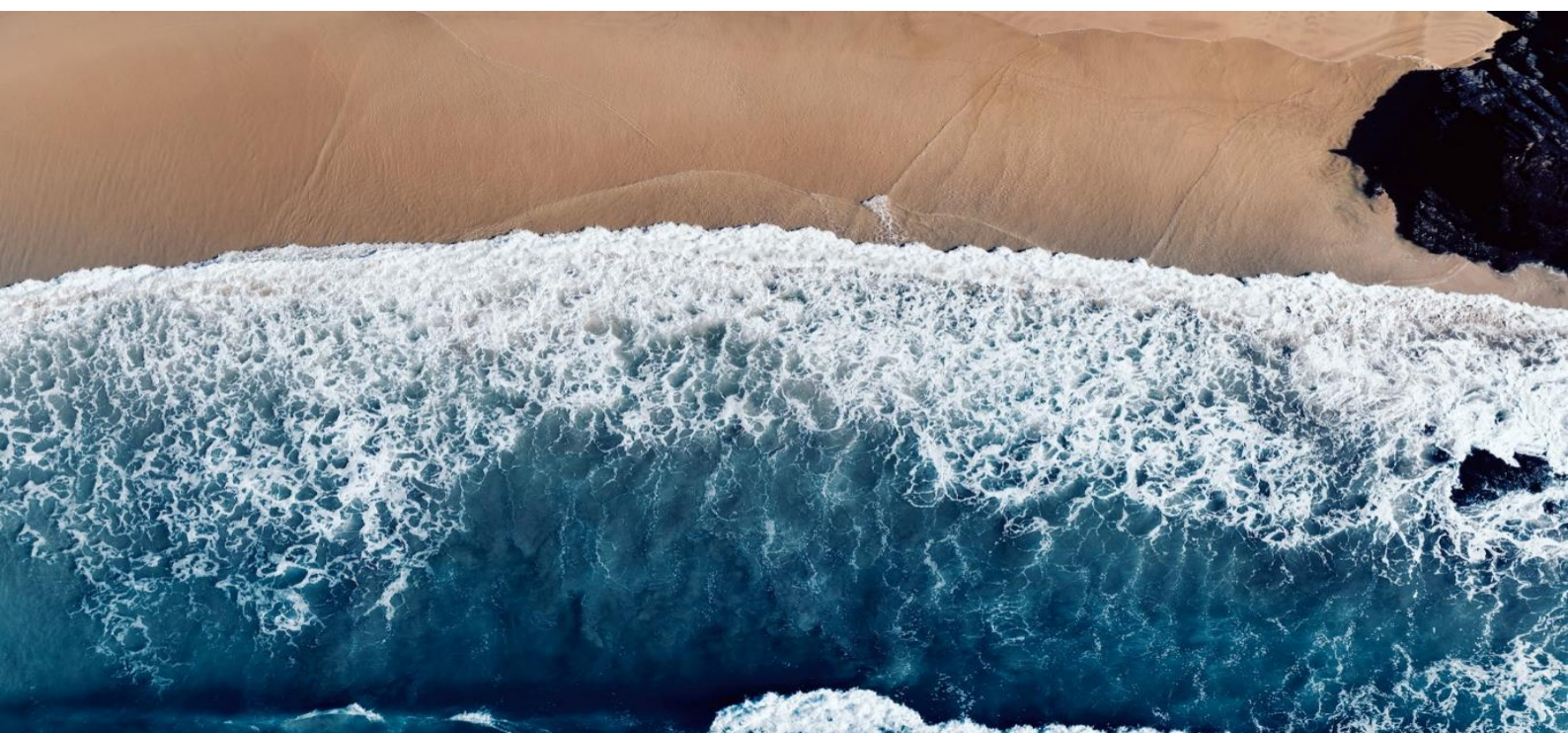
Annual cold file reviews will be conducted on the Group's portfolio of audit clients on a rotating basis and giving consideration to clients on the following basis:

1. By industry/sector
2. By engagement leader
3. By fees
4. By risk
5. By year of take on
6. By service line

The Managing Director takes appropriate action based on the results of the reviews and important matters arising are communicated to all relevant directors and staff on a timely basis.

Recent external quality reviews:

Stakeholders	Nature of monitoring	Date of last review
BTI	Quality Assurance Review	May 2024
ICAEW	Baker Tilly Channel Islands Limited – Compliance with the Audit Rules by reviewing whole-firm procedures and one audit file	June 2024
ICAEW	Baker Tilly CI Audit Limited – Compliance with the Audit Rules and the quality of audit work by reviewing whole-firm procedures.	June 2024
BTI Peer Review	Independent peer review of audit files, for compliance with International Standards on Auditing (ISAs).	December 2025





Financial information

The Group's total fee income for the year ended 31 December 2025 was £5,566,755.

This is analysed in the table to the right.

Basis for directors remuneration

The remuneration of directors is determined based on their responsibilities and experience, their role in management and the annual performance assessment.

Services	£
Revenues from statutory audit of annual and consolidated financial statements of public interest entities and entities belonging to a group of undertakings whose parent undertaking is a public-interest entity	466,983
Revenues from statutory audit of annual and consolidated financial statements of other entities	3,679,496
Revenues from other assurance services to other entities	123,545
Revenues from non-audit services of entities in the network to other entities	1,296,731

Our people

Learning & Development

BTCI implements various training methods including inhouse and external seminars, conferences, webinars, on the job training, coaching, membership to professional bodies, as well as support in studying towards professional certifications and professional qualifications.

BTCI has been approved by ICAEW, ICAS and ACCA as an approved employer for training purposes.

Continuing professional development

Every employee is required to comply with the ICAEW prescribed minimum number of hours of continuing professional development. The CPD that is required should be relevant to the individual's role. It can take many forms, and the type that is chosen should be influenced by their development needs.

BTCI assists its employees in achieving these prescribed hours through:

- Developing and offering inhouse training sessions during the year
- Access to BTI's website Billy, that contains various training materials and videos
- On an ad hoc basis, subscribe them to training courses that could be benefited from in their role

Feedback

Feedback is essential for employees to develop and ensure they remain on the right track. The process of delivering feedback is constructive, whether positive or developmental and is always aimed at our employee's continuous development.

All employees receive feedback on an ad hoc and ongoing basis, which can be informal feedback on performance. To help everyone reach their full potential, regular check-ins are held with line-managers.

BTCI also follows an upward feedback process where feedback can be provided to managers and directors from other employees.



Baker Tilly International network

Description and legal structure

Baker Tilly International is one of the world's leading networks of independently owned and managed accountancy and business advisory firms united by a commitment to provide exceptional client service.

Baker Tilly Channel Islands Limited is an independent member of Baker Tilly International Limited, which is a company limited by guarantee registered in England and Wales. It is owned by its members, all of which hold an equal interest in the legal entity. The members, in the Annual General Meeting, are responsible for appointing the board of directors, approving the company's strategy and other matters such as making changes to the company's constitution.

Baker Tilly International does not itself provide professional services, advice or opinions to clients but acts as a member services organisation operating from its Global Office in London. Client services are delivered by a network of over 140 independent members worldwide.

Each member is a separate and independent legal entity. Each member is locally owned, operated and managed and is responsible for its own actions. No single member is responsible for the services or actions of another.

Management and governance

Baker Tilly International operates with a board of directors consisting of the Chief Executive Officer (CEO), and directors drawn from independent members around the world. The board of directors appoints the CEO. It also formulates the strategy for Baker Tilly International and approves the policies and procedures to govern and manage the network. On the recommendation of the CEO and regional advisory councils, the board is responsible for admitting new members and, on occasion, terminating membership.

The network operates geographically through five regions - North America; Latin America; Europe; Middle East and Africa; and Asia Pacific. Each region has a chairperson who chairs an advisory council made up of partners from members in that region. The chairperson's role includes the co-ordination and development of business between members, the recruitment of new members as necessary and the implementation of the regional strategy.

At a management level, the network is co-ordinated by the CEO. The CEO is responsible to the board and ultimately to the members for all matters relating to the management and leadership of the network.

The CEO is supported by a team at Global Office which supports members worldwide. Support includes international brand development initiatives, technical development of the global audit tool and the co-ordination of a global secondment programme.

Quality assurance

Baker Tilly International's members are expected to conduct all aspects of their business to the highest professional standards, to maintain integrity and to keep in good standing in their local business community.

They are required to comply with all national standards applicable to all aspects of their work. These include auditing, independence and any other standards issued in a member's country which impact on their work. They are also expected to comply with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA) and to carry out audits to standards that are at least compliant with International Standards on Auditing (ISAs) issued by the International Auditing and Assurance Standards Board (IAASB).

Members are also required to comply with IAASB's ISQM 1 International Standard of Quality Management.

Regular quality assurance reviews of all members are carried out by Baker Tilly International, with members typically subject to a review at least once every three years.

Independence

Although Baker Tilly International is a network, it is for each member to determine its position under the ethical codes which govern its work. Each member identifies those other members of the Baker Tilly International network that must be considered in respect of independence for their client base.

Each member complies with their local code of ethics. Where no local code exists or where the local code is significantly less comprehensive than the International Code of Ethics for Professional Accountants (Code) members are expected to comply with the Code.

All members are required to include in their audit process a procedure that requires consideration of whether there are threats to independence resulting from work done for the client and any of its related companies by themselves or any other members of Baker Tilly International. This includes discussion with the client of circumstances where any such threats may arise.

Baker Tilly International provides a conflict check messaging system and an Independence Database to assist members in complying with this requirement. The Independence Database includes details of all clients which are members of a listed group for which any member provides any service to any company within the listed group. Details are recorded for all instances where members provide audit services to listed entities. This information is then used to create the Restricted Entity List which shows all the listed audit clients for whom members act as auditors. Member firms should not hold a financial interest (for example, an investment) in any entity on the Restricted Entity List and should not provide non-audit services to those entity's without first consulting the audit team.

Audit firm and audit fee information in respect of EU members

As at 31 December 2025, the following independent member firms of the Baker Tilly International network provided statutory audit services in the EU

Austria - AuditConsultAustria Wirtschaftsprüfung und Unternehmensberatung GmbH (see Appendix 1)

Belgium - Baker Tilly Belgium

Bulgaria - TPA Audit OOD; Baker Tilly Klitou and Partners OOD (see Appendix 1)

Croatia - TPA Audit d.o.o. (see Appendix 1)

Cyprus - Baker Tilly Klitou & Partners Limited (see Appendix 1)

Czech Republic - TPA Audit, s.r.o. (see Appendix 1)

Denmark - Baker Tilly Denmark

Estonia - Baker Tilly Baltics OÜ

Finland – Baker Tilly Finland Oy

France – Baker Tilly Strego Audit

Germany - Baker Tilly Holding GmbH

Gibraltar: Baker Tilly (Gibraltar) Ltd

Greece - Baker Tilly Greece Auditors S.A. (see Appendix 1)

Hungary - TPA Control Könyvvizsgáló Kft. (see Appendix 1)

Iceland - Rýni endurskoðun ehf

Ireland – Baker Tilly Kirk; Baker Tilly Ireland

Italy - Baker Tilly Revisa SpA

Latvia - Baker Tilly Baltics SA

Liechtenstein: Baker Tilly (Liechtenstein) AG

Lithuania - UAB Scandinavian Accounting and Consulting

Luxembourg – Baker Tilly Audit & Assurance s.à r.l.

Malta - Baker Tilly Malta

Netherlands - Baker Tilly (Netherlands)

Norway: Baker Tilly Grimsrud & Co.

Poland - Baker Tilly TPA Sp. z o.o. (see Appendix 1)

Romania - TPA Audit Advisory S.R.L.; Baker Tilly Klitou and Partners SRL (see Appendix 1)

Slovakia - TPA Audit, s.r.o. (see Appendix 1)

Spain - Baker Tilly Iberia (see Appendix 1)

Sweden - Baker Tilly Sweden (see Appendix 1)

Total statutory audit fees for EU members which provide statutory audit services

The total statutory audit fees for EU members for the period is approximately €242 million.

Appendix 1 – Network Operators

Network	EU statutory audit members
TPA Steuerberatung GmbH	AuditConsultAustria Wirtschaftsprüfung und Unternehmensberatung GmbH (Austria)
TPA Group	TPA Audit OOD (Bulgaria) TPA Audit d.o.o. (Croatia) TPA Audit, s.r.o. (Czech Republic) TPA Control Könyvvizsgáló Kft. (Hungary) Baker Tilly TPA Sp. z o.o. (Poland) TPA Audit Advisory S.R.L. (Romania) TPA Transilvania Advisory S.R.L. (Romania) TPA Audit, s.r.o. (Slovakia)
Baker Tilly South East Europe Ltd	Baker Tilly Klitou and Partners Limited (Cyprus) Baker Tilly Klitou and Partners (Limassol) Limited (Cyprus) Baker Tilly Klitou and Partners OOD (Bulgaria) Baker Tilly Greece Auditors S.A.(Greece) Baker Tilly Klitou and Partners SRL (Romania)
Baker Tilly Iberia	Baker Tilly Audiaxis Auditores, S.L.P Baker Tilly Auditores, S.L.P.
Baker Tilly Sweden	Adsum Revision AB Ahnell & Partner Revisionsbyrå Aktiv Revision I Gavle AB Baker Tilly Ahlgren & Co Baker Tilly Asplunds AB Baker Tilly Borås AB Baker Tilly GA Revision AB Baker Tilly Guide Baker Tilly Halmstad KB Baker Tilly Helsingborg KB Baker Tilly Jönköping Baker Tilly Karnan Baker Tilly Luminor Revision AB Baker Tilly Mapema AB Baker Tilly MLT KB Baker Tilly Norköping Baker Tilly Saxos KB Baker Tilly SEK AB Baker Tilly Solid Revision AB Baker Tilly Stint AB Baker Tilly Stockholm KB Baker Tilly Strömstad AB Baker Tilly Swedrev Baker Tilly Sydost AB Baker Tilly Umeå AB Baker Tilly Uppsala AB Baker Tilly Örebro AB Baker Tilly Östra Värmland AB Carlstedt & Lindh AB Edlings Revisionsbyrå KB Ernströms Revisionsbyrå, AB Sandrev AB Radek KB YW Revision AB

Appendix 2 – Public Interest Companies

The Group issued audit reports on the financial statements of the following PIE's:

- CoinShares International Limited
- MAC Alpha Limited
- InvestAcc Group Limited
(Previously: Marwyn Acquisition Company II Limited)
- Marwyn Acquisition Company III Limited
- Marwyn Value Investors Limited

The Group issued audit reports on the financial statements of the following AIM listed entities:

- 450 Plc
- AdvancedAdvt Limited

The Group issued audit reports on the financial statements of the following entities with listed products issued:

- Valour Digital Securities Limited
- HanETF Multi-Asset ETC Issuer plc

Appendix 3 – Key Definitions and Abbreviations

Abbreviation	Description
ACCA	Association of Chartered Certified Accountants. The Group is a training office for ACCA students and/or has ACCA members.
BRA	Business Risk Assessment
BTCI	Baker Tilly Channel Islands Limited, a Jersey based company
BTI	Baker Tilly International
EQR	Engagement Quality Reviewer
FIU	Financial Intelligence Unit, which services as a national centre for the receipt and analysis of Suspicious Activity Reports (SARs) and other information relevant to money laundering, associated predicate offences, financing of terrorism and proliferation financing
GFSC	Guernsey Financial Services Commission, regulator of BTCI Audit for AML/CFT/CFP purposes
Global Focus	The Group's current audit methodology including any manuals and templates
ICAS	Institute of Chartered Accountants of Scotland. The Group is a training office for ICAS students and/or has ICAS members
JFSC	Jersey Financial Services Commission, regulator of BTCI for AML/CFT/CFP purposes
MLRO/MLCO	Money Laundering Reporting Officer/Money Laundering Compliance Officer



Ewan Spraggon
Managing Director

Baker Tilly Channel Islands Limited trading as Baker Tilly Channel Islands is a member of the global network of Baker Tilly International Ltd., the members of which are separate and independent legal entities.