ANNUAL REPORT FOR 15 MONTHS ENDED 31 MARCH 2008

TVC holdings plc

TABLE OF CONTENTS

CORPORATE PROFILE

TVC Holdings plc ("TVC") is a publicly quoted investment holding company with its shares trading on the AIM market of the London Stock Exchange and the IEX market of the Irish Stock Exchange. The Company's objective is to achieve capital appreciation through both working actively with its current portfolio of investments in order to maximise their value and identifying new investment opportunities across a more diversified range of business sectors, principally in Ireland and the UK. Led by Shane Reihill as Executive Chairman and John Tracey as Chief Executive Officer, TVC has extensive investment experience and the Company will leverage the proven strengths of its investment team to maintain its focus on capital appreciation.

Ticker Symbols

IEX: T1VC
AIM: TVCH

Website

www.tvc.com

Address

Beech House, Beech Hill Office Campus, Clonskeagh, Dublin 4, Ireland

EXECUTIVE CHAIRMAN'S STATEMENT

I am pleased to present the first annual report for TVC Holdings plc for the 15 month period ended 31 March 2008.

Flotation

On 11 July 2007, TVC successfully completed its flotation on the AIM market of the London Stock Exchange and the IEX market of the Irish Stock Exchange, raising gross proceeds of €50 million.

Overview of investment portfolio

As at 31 March 2008, TVC had a portfolio of 13 investments, which were categorised as follows:

	NUMBER OF COMPANIES	VALUE €'000	% INVESTMENTS	% INV + CASH
Financial Software	2	39,761	43%	28%
Telecom Software	5	32,881	36%	24%
Buy & Build	2	16,261	18%	12%
Other Investments	4	2,988	3%	2%
Total Investments		**91,891**	**100%**	**66%**
Cash & Liquid Investments		47,728		34%
Total Investments + Cash		**139,619**		**100%**

One of the 13 investments, Norkom Group plc, is publicly quoted and the remaining 12 are unquoted. Publicly quoted investments are valued at the closing bid price on the date of valuation and unquoted investments are valued in accordance with the European Venture Capital Association valuation guidelines.

Divestments

In September 2007, TVC disposed of its interest in Havok as part of the sale of Havok to Intel Corporation (INTC). Intel acquired the entire share capital of Havok in a cash transaction valued at approximately US$110 million. Under the terms of the deal, TVC received a total cash consideration of approximately US$25.6 million (US$20.9 million net of minority interests), US$21.0 million (US$17.1 million net) of which was paid on completion of the deal. An additional US$4.6 million (US$3.8 million net) is subject to an escrow and payable 12 to 18 months after the disposal date. The total consideration payable to TVC represents a return of over twice the valuation of its investment at 31 May 2007, the valuation date included in TVC's July 2007 Admission Document, and five times original cost. The disposal of this investment realised a gain of €9.4 million in the 15 months ended 31 March 2008. The proceeds generated by this deal will be used to pursue TVC's strategy in its existing portfolio of companies and fund new investment opportunities across a range of business sectors.

In February 2008, TVC transferred its interest in LeCayla to OpSource Inc. in a share-for-share transaction. Under the terms of the deal TVC received a 1.4% stake in OpSource Inc. in the form of preferred convertible shares. This transaction had no impact in the Group's income statement for the 15 months ended 31 March 2008.

In March 2008, TVC realised its investment in Nova Science as a result of the liquidation of the company following the sale of its intellectual property to Abbott Vascular Inc, a division of Abbott Laboratories Inc (ABT), in 2007. The disposal of this investment realised a gain of €0.9 million in the 15 months ended 31 March 2008.

New investments

In August 2007, TVC led a consortium of investors, including Pat McCann (ex CEO of Jury's Doyle Hotel Group plc), to acquire the operating businesses of 11 Comfort Inn and Quality Hotels in Ireland for €41.5 million. The deal represented a total investment of €46.5 million, including €3 million of development capital.
The acquisition of the business was funded with a combination of equity (including TVC and Pat McCann) and debt. TVC invested €10 million for a 29% shareholding. A new company has been set up to operate the business with Pat McCann as the full time Chief Executive.

Follow-on investments

In August 2007, TVC invested €4.3 million in Norkom Group plc through the acquisition of shares in its placing to fund the acquisition of US based Digital Harbor.

During the 15 month period ended 31 March 2008, TVC made a number of other follow-on investments, totalling €7.9 million, in its unquoted portfolio companies.

Equity value per share

The equity value per share as at 31 March 2008 was €1.24. The decrease in the equity value per share from Admission reflects the downward movement in the share price of Norkom Group plc over that period from €2.015 to €1.36; realised gains on unquoted investments of €9.8 million and net unrealised losses in the unquoted portfolio of €3.4 million, including unrealised foreign exchange losses of €2.7 million. As at the balance sheet date, TVC had cash and liquid investments of €47.7 million and no bank debt.

Business strategy and outlook

TVC's strategy is to create capital appreciation by maximising the value of its existing portfolio of investments and identifying new investment opportunities across a range of business sectors, principally in Ireland and the UK. The directors of TVC believe that the Company is strongly positioned to deliver on its strategy.

Board, management and staff

I would like to acknowledge the commitment and contribution of the Board, management and staff of TVC in achieving the successful admission of the Group to trading on AIM and IEX and I look forward to working with them as we grow and develop the business.

Shane Reihill
Executive Chairman
11 June 2008

OPERATING AND FINANCIAL REVIEW

This is the first set of financial statements for TVC following admission to the IEX and AIM markets of the Irish and London Stock Exchanges respectively, on 11 July 2007. These financial statements relate to the 15 month period ended 31 March 2008. The comparative figures relate to the 12 month period ended 31 December 2006. As a result of TVC's reverse acquisition of Trinity Venture Capital Limited ("TVCL") the financial statements are presented as a continuation to the precursor entity. The financial statements have been prepared according to IFRS as adopted by the EU.

Operating review

TVC was established to acquire TVCL as well as a 78% interest in the investment portfolio of Trinity Venture Fund 1 ("Fund 1") and an 82% interest in the investment portfolio of Trinity Venture Fund 2 ("Fund 2"). As at 31 March 2008 this investment portfolio consisted of investments in 13 portfolio companies, 1 of which, Norkom Group plc, is quoted and the remaining 12 of which are unquoted. TVC classifies its portfolio into four categories being financial software, telecom software, buy & build and other. Details of TVC's portfolio companies are set out on pages 7 to 12.

FINANCIAL SOFTWARE PORTFOLIO

The financial software portfolio was valued at €39.8 million as at 31 March 2008, representing 43% of the total investment portfolio as at that date. The financial software portfolio comprises of two investments as follows:

NORKOM TECHNOLOGIES

www.norkom.com

Sector Financial crime management software

Equity shareholding 27.1%
Carrying value €32.9m

First investment August 1999 to fund product development and sales/marketing

Nature of business Established in 1998, Norkom provides financial crime and compliance solutions to the global financial services sector. Norkom's solutions enable financial institutions to detect, analyse, investigate and act quickly on areas of financial crime such as money laundering, card fraud, identity theft, market abuse, terrorist financing and the illegal transfer of funds. Its Enterprise Investigation Management solution helps global financial institutions to deploy a complete financial crime solution, encompassing both anti-money laundering and anti-fraud, across their entire enterprise including all geographical and business boundaries.

Norkom's solutions are deployed in the global retail banking, insurance and investment banking sectors and monitor millions of transactions on a daily basis. With clients in over 100 countries across four continents, Norkom has a blue chip financial services client base which includes HSBC, Standard Chartered Bank, Credit Agricole, Erste Group, Rabobank, Allied Irish Banks, National Australia Group, KBC, Travelex, Fortis, Natexis Banques Populaires, Euroclear and Western Union, amongst others.

Recent developments

- June 2008 announced results for the year ended 31 March 2008:
  - Revenue up 64% to €41.0 million (2007: €25.0 million)
  - EBITDA up 59% to €7.2 million (2007: €4.5 million)
  - 32 new customers
- July 2007 acquired Digital Harbor
- June 2006 admitted to AIM and IEX

CR2 Channel Banking Innovation

www.cr2.com

Sector Banking solutions software

Equity shareholding 30.6%

First investment May 2005 to restructuring

Nature of business CR2, established in 1997, is a provider of multichannel banking software solutions. CR2 focuses on the retail banking sector in the high growth emerging markets; Middle East, Africa, former Soviet Republics and Asia including China. CR2 has more than 80 customers in 70 countries worldwide including Barclays Bank, Standard Bank of South Africa, Standard Chartered Bank, ANZ and Halyk Bank. CR2 offers a multi-channel management solution that integrates ATM, point of sale, internet and phone banking providing financial institutions with a consolidated view across customers' accounts.

Recent developments

- March 2008, Bank of Sharjah, National Bank of Abu Dhabi and Cairo Amman Bank go live with CR2's solutions
- September 2007, Halyk Bank selected CR2's multi-channel banking software solution. Halyk is the largest retail bank in Kazakhstan
- April 2007 CBII Bank (Russia) selected CR2

TELECOM SOFTWARE PORTFOLIO

The telecom software portfolio was valued at €32.9 million as at 31 March 2008, representing 36% of the total investment portfolio as at that date. The telecom software portfolio comprises of five investments as follows

AEPONA™

www.aepona.com

Sector Fixed and mobile telecommunications

Equity shareholding 19.7%

First investment April 2003 to fund product development and sales/marketing

Nature of business AePONA, established in 1999, provides software products and solutions to Telcos globally, empowering them to fully participate in the new, collaborative world of Web 2.0 and realise the full potential of their network assets. AePONA's technology provides the bridge between the Web / IT domain and the Telecoms domain, enabling new business models, new channels to market and the realisation of many new high value, composite services.

AePONA's solutions have been chosen and deployed by Tier 1 Telco's such as France Telecom, Sprint, Bharti Airtel, Telus, Vimpelcom and KPN.

Recent developments

- April 2008 appointed new CEO, Allen Snyder, as well as three new senior executives
- February 2008, won prestigious GSMA Award for Best Service Delivery Platform
- June 2007, acquired Appium (Sweden) in a share for share transaction. This gave AePONA ownership of the technology and customer base of a previous partner

apt soundconnections

www.aptx.com

Sector Audio compression technology

Equity shareholding 26.5%

First investment May 2005 to fund the MBO of the business from previous owners

Nature of business Originally formed in 1989 as a spin-off organisation from Queen's University Belfast, APT develops innovative audio compression technology and products which are sold to blue-chip companies and major broadcasters throughout Europe, Asia and North America.

The original compression technology known as apt-X has been continually enhanced and has been adopted by many of the world's leading pro-audio companies including Harris, Shure Microphones, Sennheiser, Hitachi and DTS. Licensees in the field of consumer wireless audio include leading companies such as CSR, Panasonic, Samsung and Creative Labs.

APT have also developed a series of hardware audio codecs which incorporate the company's compression technology and can be found in the circuits of leading broadcasters such as the BBC, ABC Australia, ABC USA, SABC South Africa, YLE Finland, Korean Telecom and MTS Canada.

Recent developments

- May 2008 awarded Queen's Award for Enterprise – International Trade
- January 2008 announced new licensing deal with Wearnes Tech Solutions (WTS), a global manufacturer of Bluetooth products, including headsets
- January 2008 announced the appointment of Mark Weir as Financial Director

www.changingworlds.com

Sector	Wireless telecommunications
Equity shareholding	25.2%
First investment	December 2000 to fund product development

Nature of business ChangingWorlds is a leading provider of personalisation of mobile internet data and the creation of in-depth subscriber intelligence for mobile operators.

Based on advanced artificial intelligence technology, the company's ClixSmart™ Intelligent Portal platform offers a personalised content discovery solution that enhances content relevance and optimises the user experience of the mobile internet, resulting in greater ARPU (Average Revenue Per User) for the mobile operator.

ChangingWorlds has over 50 mobile operator customers worldwide including Vodafone Global, O_2 Group, T-Mobile, TeliaSonera, CSL Hong Kong and Celcom Malaysia.

ChangingWorlds was founded in 1999 and is privately owned. The company now employs over 140 highly qualified staff in Ireland (Dublin), Malaysia (Kuala Lumpur) and the USA (San Francisco).

Recent developments

- April 2008 won the Irish American Technology Leadership Group's Innovation Award
- April 2008 announced US Launch of AdPersonalizer for Targeted Mobile Advertising
- February 2008 launched ClixSmart Discovery for off portal personalisation at the Mobile World Congress
- January 2008 signed major contract with South Africa's largest mobile carrier, Vodacom

www.lightstormnetworks.com

Sector	Carrier Ethernet chip
Equity shareholding	31.8%
First investment	November 2004 to fund product development

Nature of business Lightstorm Networks is a semiconductor company which is focused on the emerging carrier Ethernet market.

The company was founded in 2003 and is helping to enable the carriers' migration from older network technologies, based on SONET and designed for primarily voice services, to a new packet oriented network that is ideal for bundling voice, video and data traffic. Target applications for Lightstorm's carrier Ethernet chip include packet optical transport, wireless backhaul and carrier Ethernet switches. Market research has carrier investment in these classes of products growing by 65% in three years and by 2010 annual carrier equipment spending to be in excess of $8bn in this segment alone.

Recent developments

- January 2008 was the sole semiconductor participant in a highly successful industry compatibility test attended by 13 leading system OEMs
- December 2007 launched Hudson, the industry's first device for accelerating OAM (operations, administration, and maintenance) services for the carrier Ethernet market
- September 2007 announced the sampling and availability of the Brooklyn-10 which is the company's first product. It is currently in field trials with several leading system OEMs.

www.shenick.com

Sector	Telecommunications test equipment
Equity shareholding	40.6%
First investment	October 2003 to fund product development and sales/marketing

Nature of business Founded in 2000, Shenick develops IP Communications and Test & Measurement systems. It has deployed its diversifEYE integrated network, application and security attack emulation and performance assurance test systems with leading service providers such as AT&T, BT, T-Com and NTT and to equipment vendors such as Alcatel-Lucent, Cisco, Ericsson and Juniper. Its servicEye IPTV monitoring solution has been deployed to major carriers in Europe and Asia and is in trials with a number of large service providers around the world.

Recent developments

- April 2008, Shenick's 10Gigabit test system selected by Sandvine
- March 2008, Shenick chosen by Procera Networks to test high performance deep packet inspection solutions
- December 2007, Shenick adds new capabilities to IPTV Service Assurance with the launch of servicEye monitoring

BUY & BUILD PORTFOLIO

The buy and build portfolio was valued at €16.3 million as at 31 March 2008, representing 18% of the total investment portfolio as at that date. The buy and build portfolio comprises of two investments as follows:

the TAS GROUP

www.thetasgroup.com

Sector	Sales methodology software
Equity shareholding	34.4%
First investment	June 2006 to fund the acquisition by Select Selling Ltd (subsequently renamed The TAS Group) of the sales methodology and training division of Oracle (called OnTarget).

Nature of business The TAS Group provides on-demand sales effectiveness solutions to companies that want to achieve sustained, predictable and profitable revenue growth. It exists to guide and motivate global sales teams to win profitable business faster from target customers through a combination of methodology, process and technology.

The TAS Group has helped over half a million sales professionals succeed and has a global presence serving organisations in all major global economies with native language speaking, culturally attuned, sales effectiveness experts.

The TAS Group has a continuous multi-million dollar investment in its own methodology and technology R&D centre. The TAS Group is headquartered in Seattle, with international headquarters in Dublin, Ireland and Bracknell, England.

Recent developments

- January 2008 announced record growth in Q4 '07, overall revenue in Q4'07 was 46% up on Q4'06 and revenue from its technology solutions was up 640% in the same period
- February 2008 Tom Dolan (a corporate senior vice president of Xerox) joined the board of The TAS Group as non executive director
- October 2007 announced that Tideways Systems had deployed TAS Select Live, the sales opportunity management subscription services solution

QUALITY AND COMFORT HOTELS

www.qualityhotels.ie

Sector	Hotel operator
Equity shareholding	28.8%
First investment	August 2007 to fund the acquisition of the operating businesses of 11 Comfort Inn and Quality hotels in Ireland from Choice Hotels Ireland.

Nature of business In August 2007, TVC led a consortium of investors including Pat McCann (ex Jury's Doyle Hotel Group plc, Chief Executive) and Davy Private Clients, to acquire the operating business of 11 Comfort Inn and Quality hotels in Ireland. A new company, Dalata Limited, was set up to operate this business.

The company employs in excess of 500 people and the 11 leased/managed hotel properties represent in excess of 1,400 rooms.

It is planned to develop the business further as an upper three star operator in Ireland and to extend into the UK.

Recent developments

- May 2008 - opened 18 new rooms at Comfort Inn, Granby Row, Dublin City
- September 2007 - Peter Fitzpatrick (Group Finance Director of Irish Life and Permanent plc) joins the board as non executive Chairman
- August 2007 - buyout completed

OTHER INVESTMENTS

Other investments were valued at €2.9 million as at 31 March 2008, representing 3% of the total investment portfolio as at that date. The portfolio comprises of four investments as follows:

Established in 1992, LeT provides integrated network operations software solutions for utilities. Its flagship product, eRespond™, integrates a full range of decision support tools to enable management of customer contact, outages, workforce, crew dispatch and mobile data needs. The solution is deployed in utilities such as Scottish Power (UK); PEA (Thailand); and City Power (South Africa). eRespond™ users collectively serve a customer base of over 15 million.

OpSource Inc. provides both the operational infrastructure and application services that enable software vendors to provide software-as-a-service solutions and web applications on demand. In February 2008, OpSource Inc. acquired LeCayla in an all share transaction. Under the terms of the deal TVC received a 1.4% stake in OpSource in the form of preferred convertible shares. LeCayla was founded in 2004, and provides a software metering and billing solution that provides an innovative way for independent software vendors to offer software applications in a software-as-a-service environment by enabling the vendor to bill for the service based on customer usage.

Founded in 2000, Rococo provides voice applications services and wireless infrastructure software tools designed to make it easy to build connected applications for a broad range of mobile computing devices. Rococo has significant OEM partnerships in Japan and the US for its Java/Bluetooth products. Its customers include Nokia, Sony, Ericsson and Esmertec. In the last 24 months, Rococo has diversified its focus to include a range of voice enabled services.

Established in 2003, following the merger of Network365 and iPIN, Valista accelerates and automates the digital commerce process with software and managed services enabling multi-channel payments, settlement and service lifecycle management. Valista's suite of solutions has been implemented with customers such as Vodafone, NTT DoCoMo, France Telecom's w-HA, Orange, Cricket, U.S. Cellular, mBlox and CSL Hong Kong.

Financial review

Gross portfolio return

The principal components of TVC's portfolio return for the 15 months ended 31 March 2008 were:

- Realisations – Gain of €10.2 million on realisation of investments, most of which related to the sale of Havok.
- Revaluations – Net unrealised loss of €22.8 million (€3.2 million of which arose in the period prior to Admission) as follows:
  - Quoted investment - Write down of the value of Norkom Group plc by €16.3 million to reflect the movement in its share price from €2.05 to €1.36 during the period;
  - Unquoted investments – Net unrealised loss of €3.5 million;
  - Foreign exchange movements - €3.0 million unrealised loss due to appreciation of the Euro against the US Dollar and Sterling.

Operating expenses

Operating expenses for the 15 month period to 31 March 2008, excluding share-based payment expenses and share issue costs, were €4.8 million (2006: €3.3m). The increase in annualised operating costs was due to the expansion of the management team and the additional costs arising as a result of being a listed public company.

Costs of new share issue and admission

Costs arising from the placing in July 2007 and the admission of the Company's shares to trading on the IEX and AIM markets amounted to €4.0 million. Of this amount, €3.9 million was offset against share premium and the balance of €0.1 million is included in operating costs in the consolidated income statement.

Investment portfolio

As at 31 March 2008, TVC's investment portfolio was valued at €91.9 million, of which €32.9 million related to a quoted investment and €59.0 million related to unquoted investments.

Funding position

Cash at bank and liquid investments amounted to €47.7 million as at 31 March 2008 and the Group had no debt.

BOARD OF DIRECTORS

The Board of TVC comprises three executive directors, three non-executive directors and the company secretary.

EXECUTIVE DIRECTORS

Shane Reihill, *Executive Chairman* [3]

Shane Reihill (42) is Executive Chairman of TVC. In 1997 Shane founded TVCL. He is also currently the chairman of Norkom Group plc and The Agency (Holdings) Limited. Formerly he was joint chief executive officer of Tedcastle Holdings Limited and worked for a number of years at Dillon Read Investment Bank in New York. Shane holds an MBA from Columbia Business School.

John Tracey, *Chief Executive Officer*

John Tracey (48) has been the Chief Executive Officer of the Group since its inception in 1997. In 1989, he moved into venture capital and spent eight years with ICC Venture Capital where he was investment director. John is an engineer and had previously worked in the semiconductor industry before joining Deloitte as a management consultant. He represents the Group on the boards of Norkom Group plc, AePONA, ChangingWorlds, Lightstorm Networks and Shenick. John is a past chairman and current council member of the Irish Venture Capital Association. John holds bachelor and masters degrees in engineering from University College Dublin.

Rory Quirke, *Director*

Rory Quirke (36) is a Director of TVC. He joined the Group at its start-up in 1997 after qualifying as a chartered accountant with KPMG. Rory was responsible for the Group's investment in Similarity Systems and for the successful exit in January 2006. He represents the Group on the boards of CR2, LeT Systems, Rococo,The TAS Group and Dalata. Rory holds bachelor and masters degrees in economics from University College Dublin.

SHANE REIHILL

JOHN TRACEY

RORY QUIRKE

NON-EXECUTIVE DIRECTORS

John B McGuckian, *Non-Executive Director* (1) (2)
John B McGuckian (68) is a Non-Executive Director of TVC. John is chairman of UTV plc, Irish Continental Group plc, Cooneen Textiles Limited and Dale Farm Limited. He is also a director of Harbour Group Limited. John's former directorships include AIB plc and Unidare plc. He has served as chairman of the International Fund for Ireland and the Industrial Development Board for Northern Ireland. John was formerly pro chancellor and chairman of the governing body of the Queen's University of Belfast. John holds a BSc. (Econ) and is a Doctor of Laws.

Gavin O'Reilly, *Non-Executive Director* (1) (2) (3)
Gavin O'Reilly (41) is a Non-Executive Director of TVC. Gavin is group chief operating officer of Independent News & Media PLC, the international media and communications group, which is headquartered in Dublin, Ireland. Gavin is president of the World Association of Newspapers and chairman of Dromoland Castle Holdings Limited. Gavin is a non-executive director of Norkom Group plc and a number of other private Irish companies and charities. Gavin is a graduate of Georgetown University Business School in Washington DC.

Pádraig Ó Ríordáin, *Non-Executive Director* (1) (2) (3)
Pádraig Ó Ríordáin (42) is a Non-Executive Director of TVC. Pádraig is managing partner of Arthur Cox, one of Ireland's leading law firms. Pádraig began his practice with a Wall Street law firm before joining Arthur Cox in 1993 in its New York office. He returned to the Dublin office in 1996 to specialise in corporate law and regulated industries. Pádraig advises a range of public companies, private companies and State related entities on their transactional and business issues. In April 2007, Pádraig was appointed by the Irish Minister for Finance as chairman of the Financial Legislation Advisory Forum. Pádraig is a graduate of University College Cork and Harvard Law School.

COMPANY SECRETARY

John Fagan, *Chief Financial Officer and Company Secretary*
John Fagan (46) is Chief Financial Officer and Company Secretary of TVC. John was appointed to the TVCL board in 2003. He is the former group financial controller and company secretary of Tedcastle Holdings Limited. John is also a director of a number of other private companies. John is a graduate of University College Dublin and a Fellow of the Institute of Chartered Accountants in Ireland.


JOHN B McGUCKIAN


GAVIN O'REILLY


PÁDRAIG Ó RÍORDÁIN


JOHN FAGAN

(1) Member of audit committee
(2) Member of remuneration committee
(3) Member of nomination committee

DIRECTORS' REPORT

For the 15 months ended 31 March 2008

The directors present their first annual report together with the audited consolidated financial statements of TVC Holdings plc ("TVC" or the "Company") and its subsidiaries (the "Group") for the 15 month period ended 31 March 2008 and for the Company for the period from incorporation on 8 June 2007 until 31 March 2008. The financial statements are prepared in accordance with the International Financial Reporting Standards (IFRSs) as adopted by the EU.

TVC was incorporated on 8 June 2007. In July 2007 TVC acquired 100% of the share capital of TVCL in return for an issue of ordinary shares to the shareholders of TVCL. At this time 19 of the 22 Limited Partners in Fund 1 and Fund 2 transferred their interests in the funds to TVC, in return for an issue of TVC ordinary shares to them. The effect of this transfer was to make TVC a 78% Limited Partner in Fund 1 and an 82% Limited Partner in Fund 2.

On 11 July 2007 TVC completed a placing of ordinary shares, raised €50 million and was admitted to trading on the IEX and AIM markets of the Irish and London Stock Exchanges respectively.

Principal activity and business review

TVC is a publicly quoted holding company with investments in 13 portfolio companies. During the 15 month period under review the Group continued to develop its portfolio through the making of new investments, follow-on investments and divestments. A detailed review of the performance of the portfolio is included in the operating and financial review on pages 6 to 13.

Results for the period

The results for the period are set out in the Group income statement on page 27.

Dividends

There were no dividends paid or proposed by the Company since its incorporation.

Future developments

The Group will continue to pursue new investment opportunities to enhance shareholder value, through a combination of new investments, follow-on investments and divestments.

Directors and company secretary and their interests

TVC was incorporated on 8 June 2007 and the following changes in directors took place during the period:

	APPOINTED	RESIGNED
Shane Reihill	15 June 2007	
John Tracey	8 June 2007	
Rory Quirke	15 June 2007	
John B McGuckian	15 June 2007	
Gavin O'Reilly	15 June 2007	
Pádraig Ó Ríordáin	15 June 2007	
John Fagan	8 June 2007	15 June 2007

Bradwell Limited was appointed as company secretary on 8 June 2007 and resigned on 15 June 2007. John Fagan was appointed company secretary on 15 June 2007.

The directors and company secretary who held office at 31 March 2008 had no interests, other than those shown below, in the shares of TVC. Beneficial interests at 31 March 2008 and on date of appointment were as follows:

	ORDINARY SHARES IN TVC HOLDINGS PLC OF €0.01 EACH	
	AS AT 31 MARCH 2008	AS AT DATE OF APPOINTMENT
Shane Reihill [1]	16,953,392	-
John Tracey	1,115,256	100
Rory Quirke	301,397	-
John B McGuckian	66,667	-
Gavin O'Reilly	166,667	-
Pádraig Ó Ríordáin	833,333	-
John Fagan	140,024	-

(1) The interests of Shane Reihill in the Ordinary Shares represents 16.9% of the Company's issued share capital and relate to the Ordinary Shares held by BHR Limited and Frank Reihill & Co. Limited (both entities ultimately owned and controlled by Shane Reihill), and Blue Hawk Limited (a company ultimately controlled by Shane Reihill and members of his family).

In addition to the above, the directors and company secretary hold options to purchase shares in TVC as follows:

	DATE OF GRANT	EXERCISE PERIOD	NO. OF ORDINARY SHARES REPRESENTED BY THE OPTIONS	EXERCISE PRICE
Shane Reihill [1]	5 July 2007	11 July 2010-11 July 2017	1,137,517	€1.875
John Tracey	5 July 2007	11 July 2010-11 July 2017	1,137,517	€1.875
Rory Quirke	5 July 2007	11 July 2010-11 July 2017	1,516,689	€1.875
John Fagan	5 July 2007	11 July 2010-11 July 2017	568,758	€1.875

(1) The options set out in respect of Shane Reihill in this table are the options granted to BHR Limited (a company ultimately owned and controlled by Shane Reihill).

The options in the Company are subject to a three year vesting period which commenced on 5 July 2007. No options were exercised or lapsed during the period.

The share price of the Company was €1.00 as at 31 March 2008 and ranged from €1.57 to €0.90 during the period.

Substantial holdings

At 10 June 2008, and other than as disclosed under directors' interests, the directors have been notified of the following shareholdings which amount to 3% or more of the Company's issued share capital:

SHAREHOLDER	NO. OF SHARES	PERCENTAGE
European Investment Fund	9,590,461	9.5%
Bank of Ireland Asset Management	8,072,897	8.0%
Enterprise Ireland	6,870,839	6.8%
Allied Irish Banks (Holdings & Investments) Limited	6,229,246	6.2%
AIB Investment Managers	4,995,778	4.9%
Hibernian Life and Pensions Limited	4,383,218	4.3%

Key performance indicators (KPIs)

TVC considers shareholders' equity value per share as being the most important indicator of the underlying performance of the business. Details of the movements in equity value per share are outlined on page 5.

Financial risk management

Details of TVC's financial risk management policies are outlined in note 22 to the financial statements.

Principal risks and uncertainties

Under Irish company law (Regulation 37 of the European Communities (Companies: Group Accounts)) (Regulations 1992, as amended) TVC is required to give a description of the principal risks and uncertainties which it faces.

There are a number of potential risks and uncertainties which could have a material impact on TVC's long-term performance which are:

CATEGORY	RISK
Business Structure	· Illiquid nature of the unquoted portfolio companies · Underlying nature of the portfolio companies where there are uncertainties as to profitability, technology etc.
Investment	· Ability to source and execute new investments · Ability to realise divestments at strong valuations
Economic	· Ability to raise funds in current depressed equity markets and tight credit markets · Exchange rate risk

TVC has adopted appropriate controls; established investment approval procedures and processes; and recruited management with skills and experience to manage and mitigate these risks where possible and thus enable execution of the Group's business strategy.

Accounting records

The directors believe that they have complied with the requirement of Section 202 of the Companies Act, 1990 with regard to books of account by employing personnel with appropriate expertise and by providing adequate financial resources to the finance function. The books of account of the Company are maintained at the Company's registered office at Beech House, Beech Hill Office Campus, Clonskeagh, Dublin 4, Ireland.

Political donations

TVC did not make any political donations during the period.

Post balance sheet events

Details of post balance sheet events are contained in note 24 to the financial statements.

Auditor

The auditor, KPMG, Chartered Accountants, was appointed to the Company on 5 July 2007 and, in accordance with Section 160(2) of the Companies Act 1963, will continue in office.

Subsidiaries

Information on the Group's subsidiaries is set out in note 3 to the financial statements.

Annual general meeting

Your attention is drawn to the notice of the Annual General Meeting ("AGM") of the Company which will be held at The Merrion Hotel, Upper Merrion Street, Dublin 2, Ireland on 10 July 2008 at 11:30am and is set out on pages 61 to 63. In addition to the usual business of the AGM (as set out in resolutions 1 and 2 in the notice of the meeting) there are three items of special business proposed for the AGM. The first two items of special business relate to the share capital of the Company and concern matters which are now routine for most public companies. Under the last item of special business, it is proposed that the Articles of Association of the Company be amended in a way that will facilitate the wider use of electronic communications. Your Board believes that the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders. Accordingly, your directors unanimously recommend you to vote in favour of the resolutions as they intend to do in respect of all the ordinary shares which can be voted by them.

Under the first item of special business, shareholders are being asked to extend the authority granted last year to give the Company, or any of its subsidiaries, the authority to purchase up to 20% of its own shares. If adopted, this authority will expire on the earlier of the close of business on 10 October 2009 or the date of the AGM of the Company in 2009. The Board reviews the appropriateness of share repurchases on an ongoing basis and while the directors do not have any current intention to exercise this power in full, this authority is being sought as it is common practice for public companies. Furthermore such purchases would be made only at price levels which the directors considered to be in the best interests of the shareholders generally, after taking into account the Company's overall financial position. In addition, the authority being sought from shareholders will provide that the minimum price which may be paid for such shares shall not be less than the nominal value of the shares and the maximum price will be 105% of the then market price of such shares.

Shareholders are also being asked under the second item of special business to pass a resolution authorising the Company to reissue such shares purchased by it and not cancelled as treasury shares. If granted, the minimum and maximum prices at which treasury shares may be reissued shall be set at 95% and 120%, respectively, of the then market price of such shares. This authority will expire on the earlier of the close of business on 10 October 2009 or the date of the AGM of the Company in 2009.

A copy of the proposed amended Articles of Association will be available for inspection during normal business hours on any weekday (Saturdays and public holidays excepted) at the Company's registered office up to and including 10 July 2008 and at The Merrion Hotel, Upper Merrion Street, Dublin 2, Ireland for a period of 15 minutes before the AGM scheduled for Thursday, 10 July 2008 at 11:30am.

Further Action

A Form of Proxy for use at the AGM is enclosed. You are requested to complete, sign and return the Form of Proxy as soon as possible whether or not you propose to attend the meeting in person. To be valid, the Form of Proxy should be returned by hand or by post to the Registrar of the Company, Capita Registrars, Unit 5 Manor Street Business Park, Manor Street, Dublin 7, Ireland or by facsimile transmission to the facsimile number printed on the Form of Proxy, to arrive not less than 48 hours before the time appointed for the holding of the meeting. The completion and return of a form of proxy will not preclude you from attending and voting at the meeting should you so wish.

On behalf of the Board

Shane Reihill
Director

John Tracey
Director

11 June 2008

DIRECTORS' STATEMENT ON CORPORATE GOVERNANCE

The Board of TVC is committed to maintaining high standards of corporate governance. While adherence to the Combined Code on Corporate Governance is not required of IEX and AIM listed companies, TVC supports the principles and provisions of the Code and has undertaken to apply these insofar as appropriate and practical for a company of its size. The following statement describes how TVC is applying the Code in the governance of its business.

The Board

The Company is controlled through its Board of Directors. The Board is comprised of three executive and three non-executive directors. The Board's main roles are to create value for shareholders, to provide leadership of the Company, to approve investments and divestments within the portfolio, to approve the Company's strategic objectives and to ensure that the necessary financial and other resources are made available to meet those objectives.

The Board considers all non-executive directors capable of exercising independent judgement.

Enhanced and effective corporate governance is achieved by the separation of the roles of Chairman and Chief Executive Officer. The Chairman is responsible for the operational efficiency of the Board and for ensuring that all directors have full and timely access to the information necessary to enable them to discharge their duties. Board meetings are held throughout the year at which reports relating to TVC's operations, together with financial reports, are considered.

The Board is responsible for formulating, reviewing and approving TVC's strategy, budgets, new investments, follow-on investments in excess of certain limits, divestments in excess of certain limits and major items of capital expenditure. The Board has delegated responsibility for the day to day management of the Group and follow-on investments and divestments below a certain threshold to the Management Board, which consists of the executive directors, the company secretary and other key members of the Group's management.

The directors have full access to the advice and services of the company secretary, who also acts as secretary to the audit committee. The company secretary is responsible to the Board for ensuring that Board procedures are followed and ensuring compliance with applicable rules and regulations. The directors also have access to independent professional advice, at the Group's expense, if and when required.

The Board established an audit committee, a remuneration committee and a nomination committee in July 2007 with formally delegated duties and responsibilities.

Terms of appointment

The appointments of John B McGuckian, Gavin O'Reilly and Pádraig Ó Ríordáin as non executive directors of TVC are governed by letters of appointment dated 28 June 2007, 26 June 2007 and 5 July 2007 respectively.

Audit committee

The audit committee is chaired by John B McGuckian and comprises of the three non-executive directors, all of whom have recent and relevant financial experience.

The audit committee has primary responsibility for monitoring the quality of internal controls, ensuring that the financial performance of TVC is properly measured and reported on, and for reviewing reports from TVC's auditors relating to its accounting and internal controls.

In the course of its meetings, the audit committee reviewed the accounting policies adopted by the Company, the annual and interim financial statements and any reports of the external auditors. The committee also evaluated the need for an internal audit function in TVC and concluded that such was not necessary given the current size of the Company. The committee has reviewed TVC's internal controls and risk management systems and determined that these operated effectively during the period. It also reviewed the external auditor's independence and the effectiveness of its planning for audit. The external auditor has full and unrestricted access to the audit committee.

Remuneration committee

The remuneration committee is chaired by Pádraig Ó Ríordáin and is comprised of the three non-executive directors. The remuneration committee is responsible for determining the terms and conditions of service, including remuneration and other benefits granted or proposed to be granted by TVC.

Nomination committee

The nomination committee is chaired by Shane Reihill, Executive Chairman, and the other members are Gavin O'Reilly and Pádraig Ó Ríordáin. It is responsible for identifying and nominating directors to the Board of TVC for approval.

Internal controls

The Board has ultimate responsibility for the Group's systems of internal control and for monitoring their effectiveness. These systems are designed to give reasonable but not absolute assurance against material misstatement or loss. In order to discharge that responsibility in a manner which ensures compliance with legislation and regulations, the Board has established an organisational structure with clear operating and reporting procedures, lines of responsibility, authorisation limits and delegation of authority.

The system of internal control includes the following:

- Clearly defined organisational structure, with defined authority limits and reporting mechanisms to higher levels of management and to the Board which support the maintenance of a strong control environment.
- Clearly defined investment approval process for the making of new and follow-on investments and disposals approved by the Board.
- Budgeting systems with an annual budget approved by the Board.
- System of financial reporting. Quarterly actual results are reported against budget and considered by the Board.
- Set of policies and procedures relating to operational and financial controls.
- A corporate governance framework.

The Group, in common with other organisations of its size, does not have an internal audit function.

Communication with shareholders

The Group recognises the importance of shareholder communications. There is regular dialogue between the executive directors and institutional shareholders as well as presentations at the time of release of annual and half year results. The Board is subsequently briefed on the views and concerns of institutional shareholders.

The Group issues its results promptly to shareholders and they are also published on the Group's website, **www.tvc.com**. The Company's Annual General Meeting will afford each shareholder the opportunity to meet and engage directly with the Chairman of the Board and all other Board members. The annual report, including the notice of the Annual General Meeting, will be sent to all shareholders at least 21 working days prior to the meeting.

Share ownership and dealing

TVC has adopted a Share Dealing policy that complies with Rule 21 of the AIM Rules and Rule 21 of the IEX Rules relating to directors' dealings as applicable to AIM and IEX companies respectively. TVC takes all reasonable steps to ensure compliance by applicable employees.

Going concern

The directors have made enquiries and are satisfied that the Group has adequate resources to continue in operational existence for the foreseeable future and, accordingly, consider it appropriate to adopt the going concern basis in preparing the financial statements.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual Report and consolidated and Company financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare consolidated and Company financial statements for each financial year. In accordance with the requirements of the listing rules for the Irish Enterprise Exchange (IEX) issued by the Irish Stock Exchange and those for the Alternative Investment Market (AIM) issued by the London Stock Exchange, and as permitted by company law, the directors have prepared the Group financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU. In addition, the directors have elected to prepare the Company financial statements in accordance with IFRSs as adopted by the EU and applicable law, as applied in accordance with the Companies Acts 1963 to 2006.

The financial statements are required by law and IFRSs as adopted by the EU to present fairly the financial position and the performance of the Group and the Company; the Companies Acts 1963 to 2006 provide in relation to such financial statements that references in the relevant part of those Acts to financial statements giving a true and fair view are references to their achieving a fair presentation.

In preparing each of the consolidated and Company 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and the Company will continue in business.

The directors are responsible for keeping proper books of account that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that its financial statements comply with the Companies Acts 1963 to 2006. They are also responsible 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.

Under applicable law and the requirements of the listing rules issued by the Irish Stock Exchange and the London Stock Exchange, the directors are also responsible for preparing a Directors' Report and reports relating to Directors' remuneration that comply with that law and those requirements.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Group's website. Legislation in the Republic of Ireland governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

On behalf of the Board

Shane Reihill
Director

John Tracey
Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TVC HOLDINGS PLC

We have audited the consolidated and Company financial statements (the "financial statements") of TVC Holdings plc for the 15 month period ended 31 March 2008 which comprise the Consolidated Income Statement, the Consolidated and Company Balance Sheets, the Consolidated and Company Cash Flow Statements, the Consolidated and Company Statements of Changes in Shareholders' Equity and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the Company's members, as a body, in accordance with Section 193 of the Companies Act 1990. 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.

Respective responsibilities of directors and auditor

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU are set out in the Statement of Directors' Responsibilities on page 23.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view in accordance with IFRSs as adopted by the EU and, in the case of the Company as applied in accordance with the Companies Acts 1963 to 2006, and have been properly prepared in accordance with the Companies Acts 1963 to 2006 and Article 4 of the IAS Regulation.
We also report to you whether, in our opinion: proper books of account have been kept by the Company; whether, at the balance sheet date, there exists a financial situation requiring the convening of an extraordinary general meeting of the Company; and whether the information given in the Directors' Report is consistent with the financial statements. In addition, we state whether we have obtained all the information and explanations necessary for the purposes of our audit, and whether the Company balance sheet is in agreement with the books of account.

We also report to you if, in our opinion, any information specified by law or the listing rules for the Irish Enterprise Exchange of the Irish Stock Exchange or the Alternative Investment Market of the London Stock Exchange regarding directors' remuneration and directors' transactions is not disclosed and, where practicable, include such information in our report.

We read the other information contained in the Annual Report and consider whether it is consistent with the audited financial statements. The other information comprises only the Executive Chairman's Statement, the Operating and Financial Review, the Directors' Report and the Directors' Statement on Corporate Governance. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Group's and Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- the consolidated financial statements give a true and fair view, in accordance with IFRSs as adopted by the EU, of the state of the Group's affairs as at 31 March 2008 and of its loss for the 15 month period then ended;
- the Company financial statements give a true and fair view, in accordance with IFRSs as adopted by the EU as applied in accordance with provisions of the Companies Acts 1963 to 2006, of the state of the Company's affairs as at 31 March 2008; and
- the financial statements have been properly prepared in accordance with the Companies Acts 1963 to 2006 and Article 4 of the IAS Regulation.

We have obtained all the information and explanations which we consider necessary for the purposes of our audit. In our opinion proper books of account have been kept by the Company. The Company balance sheet is in agreement with the books of account.

In our opinion, the information given in the Directors' Report is consistent with the financial statements.

The net assets of the Company, as stated in the Company balance sheet, are more than half of the amount of its called-up share capital and, in our opinion, on that basis there did not exist at 31 March 2008 a financial situation which, under Section 40 (1) of the Companies (Amendment) Act 1983, would require the convening of an extraordinary general meeting of the Company.

KPMG

Chartered Accountants
Registered Auditor
11 June 2008

CONSOLIDATED BALANCE SHEET

as at 31 March 2008

	NOTES	31 MARCH 2008 €'000	31 DECEMBER 2006 €'000
Non-current assets			
Investments – designated as FVTPL *			
Quoted equity investments		**32,878**	44,926
Unquoted equity investments		**39,374**	48,249
Loans and receivables		**19,639**	9,355
Total investment portfolio	*1*	**91,891**	102,530
Available-for-sale investments	*2*	**9,954**	-
Property, plant and equipment	*4*	**69**	49
Total non-current assets		**101,914**	102,579
Current assets			
Other current assets	*5*	**3,738**	5,243
Current taxation recoverable		**80**	120
Cash and cash equivalents	*6*	**37,774**	8,613
Total current assets		**41,592**	13,976
Total assets		**143,506**	116,555
Current liabilities			
Trade and other payables	*7*	**(2,076)**	(811)
Current taxation payable		-	(9)
Total liabilities		**(2,076)**	(820)
Net assets		**141,430**	115,735
Equity			
Shareholders' capital	*8*	**1,011**	1
Share premium		**133,146**	-
Share option reserve		**430**	-
Other reserves		**1,753**	-
Retained earnings		**(10,580)**	10,309
Shareholders' equity		**125,760**	10,310
Minority interests			
Partners' capital		-	96,790
Partners' retained earnings		-	8,635
Minority interests	*9*	**15,670**	-
Total minority interests		**15,670**	105,425
Total equity		**141,430**	115,735

* Fair Value Through Profit or Loss

On behalf of the Board

Shane Reihill
Director

John Tracey
Director

CONSOLIDATED INCOME STATEMENT

for the 15 month period ended 31 March 2008

	NOTES		15 MONTHS ENDED 31 MARCH 2008 €'000		YEAR ENDED 31 DECEMBER 2006 €'000
Net realised profits over opening value on the disposal of investments	*11*		**10,203**		4,234
Net unrealised (losses)/profits on the revaluation of investments	*12*		**(22,795)**		29,977
			(12,592)		34,211
Portfolio income					
Fees receivable	*13*		**423**		373
Income from loans and receivables			**113**		14
Gross portfolio return			**(12,056)**		34,598
Fund management fees			**-**		(21)
Operating expenses (including share-based payment expenses of €2.196m (2006: €0.047m))	*14*		**(7,121)**		(3,348)
Net portfolio return			**(19,177)**		31,229
Other income			**-**		50
Interest receivable	*18*		**1,614**		318
Interest payable	*18*		**(67)**		(14)
Exchange movements	*19*		**(448)**		(286)
(Loss)/profit before tax			**(18,078)**		31,297
Income tax	*20*		**(364)**		(255)
(Loss)/profit after tax for the financial period/year			**(18,442)**		31,042
Attributable to:					
Equity holders			**(20,651)**		1,939
Partners (Pre 11 July 2007)		**6,499**		29,103	
Minority interests		**(4,290)**	**2,209**	-	29,103
			(18,442)		31,042
Earnings per share					
Basic EPS (cent)	*21*		**(32)**		13
Diluted EPS (cent)	*21*		**(32)**		13

On behalf of the Board

Shane Reihill
Director

John Tracey
Director

CONSOLIDATED CASH FLOW STATEMENT

for the 15 month period ended 31 March 2008

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Cash flow from operating activities		
(Loss)/profit for period before tax	**(18,078)**	31,297
Adjusted for:		
Depreciation	**64**	75
Unrealised losses/(profits) on the revaluation of investments	**22,795**	(29,977)
Realised profits over opening value on the disposal of investments	**(10,203)**	(4,234)
Exchange movements	**448**	286
Share-based payment expenses	**2,196**	47
Costs related to admission to IEX and AIM	**140**	-
Income from loans and receivables	**(113)**	(14)
Interest receivable	**(1,614)**	(318)
Interest payable	**67**	14
Purchase of investments	**(22,179)**	(12,900)
Proceeds from disposal of investments	**19,694**	20,921
Decrease/(increase) in other current assets	**1,275**	(472)
Increase in trade and other payables	**515**	32
Tax paid	**(333)**	(275)
Net cash (outflow)/inflow from operating activities	**(5,326)**	4,482
Cash flow from investing activities		
Purchase of available-for-sale investments	**(10,275)**	-
Interest received	**1,498**	318
Purchase of property, plant and equipment	**(84)**	(30)
Net cash (outflow)/inflow from investing activities	**(8,861)**	288
Cash flow from financing activities		
Net proceeds from issue of share capital	**46,820**	-
Dividends (paid by subsidiary pre 5 July 2007)	**(239)**	(62)
Interest paid	**(67)**	(14)
Partners' contributions (pre 11 July 2007)	**785**	13,281
Distributions to partners (pre 11 July 2007)	**(3,483)**	(19,238)
Contributions from minority interests	**2,277**	-
Distributions to minority interests	**(2,745)**	-
Net cash inflow/(outflow) from financing activities	**43,348**	(6,033)
Increase/(decrease) in cash and cash equivalents	**29,161**	(1,263)
Opening cash and cash equivalents	**8,613**	9,876
Closing cash and cash equivalents	**37,774**	8,613

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

for the 15 month period ended 31 March 2008

	NO. OF SHARES	ORDINARY SHARES €'000	SHARE PREMIUM €'000	SHARE OPTION RESERVE €'000	OTHER RESERVES €'000	RETAINED EARNINGS €'000	SHAREHOLDERS' EQUITY €'000	PARTNERS' CAPITAL €'000	PARTNERS' RETAINED EARNINGS €'000	MINORITY INTERESTS €'000	TOTAL €'000
Balance at 1 January 2006	**9,248**	**1**	**-**	**-**	**-**	**8,433**	**8,434**	**102,747**	**(20,469)**	**-**	**90,712**
Profit for the year	-	-	-	-	-	1,939	1,939	-	29,103	-	**31,042**
Issue of share capital	1,028	-	-	-	-	-	-	-	-	-	-
Partners' contributions	-	-	-	-	-	-	-	13,281	-	-	**13,281**
Distributions to partners	-	-	-	-	-	-	-	(19,238)	-	-	**(19,238)**
Dividends paid	-	-	-	-	-	(62)	(62)	-	-	-	**(62)**
At 31 December 2006	**10,276**	**1**	**-**	**-**	**-**	**10,310**	**10,311**	**96,790**	**8,634**	**-**	**115,735**
(Loss)/profit for the period	-	-	-	-	-	(20,651)	(20,651)	-	6,499	(4,290)	**(18,442)**
Issue of share capital	89,798,835	898	137,133	-	-	-	138,031	(75,408)	(12,584)	-	**50,039**
Costs of share issue	-	-	(3,875)	-	-	-	(3,875)	-	-	-	**(3,875)**
Fair value of shares issued to acquire legal subsidiary	15,123,469	151	22,534	-	-	-	22,685	-	-	-	**22,685**
Redemption of share capital	(3,809,214)	(38)	38	-	-	-	-	-	-	-	-
Reverse acquisition accounting adjustment	(10,787)	(1)	(22,684)	-	-	-	(22,685)	-	-	-	**(22,685)**
Partners' contributions (Pre 11 July 2007)	-	-	-	-	-	-	-	785	-	-	**785**
Distributions to partners (Pre 11 July 2007)	-	-	-	-	-	-	-	(4,288)	-	-	**(4,288)**
Net distributions to minority interests	-	-	-	-	-	-	-	-	-	(468)	**(468)**
Transfer of partners' accounts to minority interests	-	-	-	-	-	-	-	(17,879)	(2,549)	20,428	-
Share-based payments	-	-	-	430	1,813	-	2,243	-	-	-	**2,243**
Fair value movements on available-for-sale investments	-	-	-	-	(60)	-	(60)	-	-	-	**(60)**
Dividends paid by subsidiary pre 5 July 2007	-	-	-	-	-	(239)	(239)	-	-	-	**(239)**
At 31 March 2008	**101,112,579**	**1,011**	**133,146**	**430**	**1,753**	**(10,580)**	**125,760**	**-**	**-**	**15,670**	**141,430**

The legal form of the acquisition of TVCL by TVC Holdings plc resulted in the issue of 15,123,469 ordinary shares by TVC Holdings plc with a fair value of €22,685,202 including a share premium of €22,533,968. From an accounting perspective, this is treated as a reverse acquisition by TVCL resulting in the issue of shares with a nominal value of €38,092 and the recognition of a reverse acquisition deficit of €22,685,202.

After the share capital and share premium of the legal subsidiary has been transferred to the reverse acquisition reserve the balance remaining on the reserve is a deficit of €22,683,833. For presentation purposes, an equivalent amount of the share premium of the legal parent has been transferred to the reverse acquisition reserve leaving a balance of €133,145,728 on the disclosed share premium in the consolidated financial statements.

COMPANY BALANCE SHEET

as at 31 March 2008

	NOTES	31 MARCH 2008 €'000
Non-current assets		
Investments – designated as FVTPL *		
Quoted equity investments		318
Unquoted equity investments		1
Loans and receivables		10,000
Total investment portfolio	*1*	10,319
Available-for-sale investments	*2*	9,954
Investments in subsidiaries	*3*	89,705
Total non-current assets		**109,978**
Current assets		
Other current assets	*5*	2,848
Current taxation recoverable		189
Cash and cash equivalents	*6*	27,822
Total current assets		**30,859**
Total assets		**140,837**
Current liabilities		
Trade and other payables	*7*	(4,045)
Total liabilities		**(4,045)**
Net assets		**136,792**
Equity		
Shareholders' capital	*8*	1,011
Share premium		155,830
Share option reserve		430
Other reserves		240
Retained earnings		(20,719)
Shareholders' equity		**136,792**

* Fair Value Through Profit or Loss

On behalf of the Board

Shane Reihill
Director

John Tracey
Director

COMPANY CASH FLOW STATEMENT

for the 10 month period from incorporation to 31 March 2008

	8 JUNE 2007 TO 31 MARCH 2008 €'000
Cash flow from operating activities	
Loss for period before tax	(20,665)
Adjusted for:	
Unrealised losses on the revaluation of investments	17,292
Realised profits over opening value on the disposal of investments	(511)
Exchange movements	285
Share-based payment expenses	730
Costs of new share issue	140
Interest receivable	(1,183)
Purchase of investments	(10,445)
Proceeds from disposal of investments	12,220
Increase in other current assets	(89)
Increase in trade and other payables	942
Tax paid	(244)
Net cash outflow from operating activities	**(1,528)**
Cash flow from investing activities	
Investment in subsidiaries	(8,256)
Purchase of available-for-sale investments	(10,275)
Interest received	1,061
Net cash outflow from investing activities	**(17,470)**
Cash flow from financing activities	
Net proceeds from issue of share capital	46,820
Net cash inflow from financing activities	**46,820**
Increase in cash and cash equivalents	**27,822**
Opening cash and cash equivalents	-
Closing cash and cash equivalents	**27,822**

COMPANY STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

for the 10 month period from incorporation to 31 March 2008

	ORDINARY SHARES No.	ORDINARY SHARES €'000	SHARE PREMIUM €'000	SHARE OPTION RESERVE €'000	OTHER RESERVES €'000	RETAINED EARNINGS €'000	TOTAL €'000
At 8 June 2007	-	-	-	-	-	-	-
Loss for the period	-			-	-	(20,719)	**(20,719)**
Issue of share capital	89,798,324	898	137,133	-	-	-	**138,031**
Costs of share issue	-	-	(3,875)	-	-	-	**(3,875)**
Fair value of shares issued to acquire legal subsidiary	15,123,469	151	22,534	-	-	-	**22,685**
Redemption of share capital	(3,809,214)	(38)	38	-	-	-	-
Share-based payments	-	-	-	430	300	-	**730**
Fair value movements on available-for-sale investments	-	-	-	-	(60)	-	**(60)**
At 31 March 2008	**101,112,579**	**1,011**	**155,830**	**430**	**240**	**(20,719)**	**136,792**

SIGNIFICANT ACCOUNTING POLICIES

TVC Holdings plc (the "Company") is a company incorporated and registered in the Republic of Ireland. The Company was incorporated on 8 June 2007 and was established to acquire 100% of the share capital of Trinity Venture Capital Limited ("TVCL") and 19 of the 22 Limited Partners' interests in Trinity Venture Fund 1 ("Fund 1") and Trinity Venture Fund 2 ("Fund 2") (together "the Funds"). The remaining 3 Limited Partners constitute the minority interests of TVC Holdings plc.

Reporting period

The consolidated financial statements of the Company and its subsidiaries (collectively "the Group") are for the 15 month period ended 31 March 2008. The Group changed its financial year end to 31 March in order to better facilitate its reporting requirements as a listed public company. The comparative amounts included in the consolidated income statement, the consolidated cash flow statement, the consolidated statement of changes in shareholders' equity and related notes are for the 12 month period ended 31 December 2006 and are, therefore, not entirely comparable.

The individual financial statements of the Company are for the 10 month period from date of incorporation to 31 March 2008.

Statement of compliance

The consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB) as adopted by the EU and effective for the 15 month period ended 31 March 2008.

The individual financial statements of the Company have been prepared in accordance with IFRS as adopted by the EU as applied in accordance with the Companies Acts 1963 to 2006 which permits a company that publishes its group and company financial statements together to take advantage of the exemption in section 148(8) of the Companies Act 1963 from presenting to its members its company income statement and related notes that form part of the approved company financial statements.

Basis of preparation

These consolidated financial statements are presented in Euro rounded to the nearest thousand, being the functional currency of the Company and all of its subsidiaries.

The accounting policies have been consistently applied across all Group companies for the purposes of producing these consolidated financial statements.

Adoption of new standards and interpretations

The Group adopted the following standards and interpretations during the financial period: IFRS 7, "Financial Instruments: Disclosures"; IAS 1, "Capital Disclosures".

None of the above standards or interpretations has had a material impact on the Group's reported income or net assets.

On the adoption of IFRS 7, "Financial Instruments: Disclosures", the Group was required to disclose additional information for the current and prior financial periods surrounding the Group's financial instruments, their significance and the nature and extent of the risks to which they give rise.

Basis of preparation *(continued)*

On the adoption of IAS 1, "Capital Disclosures", the Group was required to disclose additional information surrounding its capital management strategy.

New standards and interpretations not applied

The Group has not applied the following standards and interpretations that have been issued by the IASB and endorsed by the EU, but are not yet effective:

- IFRIC Interpretation 11 " Group and Treasury Share Transactions" (effective date: financial year beginning 1 January 2008); and
- IFRS 8 "Operating Segments" (effective date: financial year beginning 1 January 2009).

The above standard and interpretation will be applied for the purposes of the Group's financial statements with effect from the dates listed.

Upon adoption of IFRS 8 "Operating Segments", the Group will disclose additional segmental reporting information. There will be no effect on reported income or net assets as a result of adopting IFRS 8 or IFRIC 11.

Basis of consolidation

Following its incorporation on 8 June 2007, the Company issued a nominal amount of share capital in order to facilitate the occurrence of the IPO of the business. On 5 July 2007, the Company acquired all the share capital of TVCL at fair value, amounting to €22,685,202. The consideration was paid by the issuance of 15,123,469 ordinary shares in the Company and the Company became the legal parent of TVCL at that time. However, in accordance with International Financial Reporting Standard 3 – Business Combinations ("IFRS 3"), the acquirer for accounting purposes was determined to be the legal subsidiary, TVCL. Therefore, while these consolidated financial statements are issued under the name of the Company, the legal parent, they reflect a continuation of the financial statements of the legal subsidiary, TVCL, as the latter company is the acquirer for accounting purposes.

Consequently, at the date of acquisition:

- the assets and liabilities of TVCL were recognised and measured at their pre-combination carrying amounts;
- the retained earnings and other equity balances recognised reflect the amounts included in TVCL immediately prior to the business combination;
- the equity structure appearing in these financial statements (i.e. the number of shares in issue, the amount of share capital and share premium (net of reverse acquisition reserve)) reflect the equity structure of the legal parent, TVC Holdings plc, including the shares issued to effect the combination;
- a reverse acquisition reserve thus arose in the amount of €22,685,202;
- the comparative information presented is that of the legal subsidiary, TVCL, and its subsidiaries (as disclosed in the Admission Document dated 5 July 2007); and
- the accounting policies presented are consistent with those used in the Admission Document dated 5 July 2007.

Basis of consolidation *(continued)*

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

(ii) Associates

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Investments that are held as part of the Group's investment portfolio are carried in the balance sheet at fair value even though the Group may have significant influence over those companies. This treatment is permitted by International Accounting Standard 28, 'Investments in Associates' ("IAS 28"), which requires investments held by venture capital organisations to be excluded from its scope where those investments are designated, upon initial recognition, as at fair value through profit or loss and accounted for in accordance with IAS 39, with changes in fair value recognised in profit or loss on the same basis as all other investments in its venture capital investment portfolio. The Group has no interests in associates through which it carries on its business.

(iii) Transactions eliminated on consolidation

Intragroup balances and any unrealised gains and losses or income and expenses arising from intragroup transactions are eliminated in preparing the consolidated financial statements.

Exchange differences

Transactions in currencies different from Euro, Euro being the functional currency of all Group entities, are translated at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated into Euro at the exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement. 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 transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to Euro using exchange rates ruling at the dates the fair value is determined.

Investment portfolio

The Group's return is generated primarily from its investment portfolio, which forms the principal element of its total assets. The Group's investment portfolio includes quoted and unquoted equity investments and also unquoted loan assets.

(i) Recognition and measurement

Investments are recognised and derecognised on the date where the purchase or sale of an investment is under a contract whose terms require the delivery or settlement of the investments. The Group manages its investment portfolio with a view to profiting from a total return from these assets, including the receipt of interest and dividends and changes in fair value of investments. Therefore, all quoted and unquoted investments are designated as at fair value through profit or loss and recorded at the fair value of the consideration given. Acquisition costs are attributed to investments and recognised immediately in profit or loss. At each subsequent reporting period, all investments are re-measured to fair value by applying the valuation methodologies as described in note 22 to the financial statements.

Investment Portfolio *(continued)*

(ii) Income

Gross portfolio return is equivalent to "revenue" for the purposes of IAS 1 except that it is net of deal-related costs. It represents the overall increase or decrease in net assets from the investment portfolio net of deal-related costs. Investment income is analysed into the following components:

(a) Net realised profits over opening value on the disposal of investments is the difference between the fair value of the consideration received on the sale of investments, less any directly attributable disposal costs, and its carrying fair value at the start of the accounting period, converted into Euro using the exchange rates in force at the date of disposal.

(b) Net unrealised (losses)/profits on the revaluation of investments is the movement in carrying fair value of investments between the start and end of the accounting period converted into Euro using the exchange rates in force at the date of the movement.

(c) Portfolio income is that portion of income that is directly related to the return from individual investments. It is recognised to the extent that it is probable that there will be economic benefit and the income can be reliably measured. The following specific recognition criteria must be met before the income is recognised:

- Fee income is earned directly from investee companies is recognised as services are provided.
- Income from loans and receivables is recognised as it accrues by reference to the principal outstanding and the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash flows through the expected useful life of the financial asset.

Available-for-sale investments

Investments classified as available-for-sale are stated at their fair value at the balance sheet date. Movements in fair value are recorded in shareholders' equity until the asset is disposed of unless there is deemed to be an impairment on the original cost in which case the loss is taken directly to the income statement. Upon disposal the fair value movement in shareholders' equity is transferred to the income statement. Income from investments is recognised as it accrues. Available-for-sale investments are quoted in an active market and are valued based on closing bid price.

Fund management

(i) Fund management fees

Where the Group has invested in external funds, fees charged by managers of funds are recognised on an accruals basis.

(ii) Carried interest payable

The current and former executives and directors of TVCL (a 100% owned subsidiary of the Company) have been incentivised in assembling and building the value of the Funds by a performance-based payment scheme. This performance-based payment is referred to as "Carried Interest" or "Carry". It is calculated by reference to the value of the Funds and to the achievement of pre-defined performance conditions. At each balance sheet date, the performance of the Funds is measured and, where an obligation to pay Carry arises, an accrual for this liability is made.

Property, plant and equipment

Property, plant and equipment is stated at cost of acquisition less accumulated depreciation and impairment losses. Depreciation is computed using the straight-line method based on the following estimated useful lives:

Leasehold improvements	Over period of lease
Computer equipment	2 years
Office equipment	4 years

Cash and cash equivalents

Cash and cash equivalents include cash and highly liquid investments with original maturities of three months or less.

Employee benefits

(i) Retirement benefit costs

Payments to defined contribution retirement benefit plans are charged as an expense in the income statement as they fall due.

(ii) Share-based payments – cash settled

The Group entered into an arrangement which is a cash-settled share-based payment with certain key management personnel. This is measured at fair value at the date of grant and is then recognised as an expense, with a corresponding increase in liabilities, on a straight-line basis over the vesting period. Fair value is measured by use of an appropriate model. The liability is re-measured at each reporting date and at settlement date. Any change in the fair value of the liability is recognised in the income statement. This arrangement was settled on 5 July 2007.

(iii) Share-based payments – equity settled

In accordance with IFRS 2, 'Share-based payments', the cost of equity-settled transactions with employees and executive directors is measured by reference to the fair value at the date on which they are granted and is recognised as an expense, together with a corresponding increase in equity, over the vesting period, which ends on the date on which the relevant persons become fully entitled to the award.

The fair value of options granted is determined using an appropriate valuation model excluding the impact of any non-market vesting conditions. Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. At each balance sheet date, the Company will revise its estimates of the number of options that are expected to vest. It recognises the impact of the revision of original estimates, if any, in the income statement, and a corresponding adjustment to equity over the remaining vesting period.

Other liabilities

Liabilities, other than those specifically accounted for under a separate policy, are stated based on the amounts which are considered to be payable in respect of goods or services received up to the balance sheet date. As the liabilities are due for payment within one year, they have not been discounted.

Equity instruments issued

Equity instruments issued by the Group are recognised at the proceeds or fair value received with the excess of the amount received over nominal value being credited to the share premium account. Direct issue costs are deducted from share premium.

Income tax

Income tax comprises current and deferred tax. Tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the tax is also dealt with in equity.

Current tax is the expected tax payable on the taxable income for the period using tax rates enacted or substantively enacted at the balance sheet date and any adjustments to tax payable in respect of prior years.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, except to the extent that temporary differences arise on goodwill not deductible for tax purposes or the initial recognition of assets and liabilities that affect neither accounting or taxable profits. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Critical accounting estimates and judgements

The preparation of financial statements in conformity with IFRS requires directors to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. The areas involving a high degree of judgement or complexity, or areas where assumptions or estimates are significant to the Group's financial statements, include:

(i) Investment portfolio valuation

There is significant judgement involved in determining the fair value of unquoted investments. Details of the Group's portfolio valuation methodology are included in note 22 to the financial statements.

(ii) Share option plan

The Company grants share options to certain employees and executive directors. The fair value of the options granted is estimated as of the date of the grant using the Black-Scholes option-pricing model. Details of the share option plan and the valuation assumptions used are outlined in note 17 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1 INVESTMENT PORTFOLIO

	GROUP EQUITY INVESTMENTS €'000	GROUP LOANS AND RECEIVABLES €'000	GROUP TOTAL €'000	COMPANY EQUITY INVESTMENTS €'000	COMPANY LOANS AND RECEIVABLES €'000	COMPANY TOTAL €'000
15 month period to 31 March 2008						
At 1 January 2007	93,175	9,355	102,530	-	-	-
Additions	6,966	15,213	22,179	445	10,000	10,445
Disposals, repayments	(9,924)	(99)	(10,023)	-	-	-
Revaluation	(16,661)	(3,126)	(19,787)	(126)	-	(126)
Exchange movements	(1,304)	(1,704)	(3,008)	-	-	-
At 31 March 2008	**72,252**	**19,639**	**91,891**	**319**	**10,000**	**10,319**
Quoted	32,878	-	32,878	318	-	318
Unquoted	39,374	19,639	59,013	1	10,000	10,001
Year to 31 December 2006						
At 1 January 2006	64,440	14,695	79,135			
Additions	12,796	104	12,900			
Disposals, repayments	(16,793)	(2,689)	(19,482)			
Revaluation	33,075	(2,937)	30,138			
Exchange movements	(343)	182	(161)			
At 31 December 2006	**93,175**	**9,355**	**102,530**			
Quoted	44,926	-	44,926			
Unquoted	48,249	9,355	57,604			

The holding period of the investment portfolio is on average greater than one year. For this reason, the Directors have classified the portfolio as non-current. It is not possible to identify with certainty investments that will be sold within one year.

Equity investments comprise both ordinary shares and preferred shares. Loans and receivables comprise loan notes, bridging loans and non equity preferred shares provided to investee companies. Loans are made on an arm's length basis as part of an overall investment and interest rates are established by reference to interest rates at the date the loan is granted. Interest rates on loans outstanding are between 8% and 10%. There are no fixed repayment terms attaching to these loans as the repayment of the loans can depend on a number of factors which could include the realisation of the Group's investments. Details on how the Group manages the risks associated with the above investments are set out in note 22 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

2 AVAILABLE-FOR-SALE INVESTMENTS

	GROUP AND COMPANY 15 MONTHS ENDED 31 MARCH 2008 €'000	GROUP YEAR ENDED 31 DECEMBER 2006 €'000
At beginning of period/year	**-**	-
Additions	**10,014**	-
Revaluation	**(60)**	-
At end of period/year	**9,954**	-

The available-for-sale investments represent investments in Euro government bonds with a maturity date in April 2010.

3 INVESTMENTS IN SUBSIDIARIES - COMPANY

	€'000
At beginning of period	-
Investments in subsidiaries at fair value	112,982
Advances during period	8,256
Repayments during period	(14,368)
Revaluation	(17,165)
At end of period	**89,705**

There are no fixed repayment terms attaching to the loans advanced as the repayment of the loans can depend on a number of factors which could include the realisation of investments by the Company's subsidiaries.

The Company had the following subsidiaries at 31 March 2008:

NAME	ISSUED AND FULLY PAID SHARE CAPITAL	HELD BY COMPANY	HELD BY SUBSIDIARY	PRINCIPAL ACTIVITY
Trinity Venture Capital Limited	2 shares of €1	100%		Manager Funds 1 & 2
Trinity Venture Fund 1	€2,920 fixed capital contribution in a limited partnership	77.8%		Limited partnership
Trinity Venture Fund 2	€2,349 fixed capital contribution in a limited partnership	81.7%		Limited partnership
Picco Limited	1 share of €1		100%	General partner Fund 2
Listnal Limited	1 share of €1		100%	General partner Fund 1
Trinity Venture Capital Nominees Limited	2 shares of €1		100%	Nominee company
Gimbet Limited	10,000 A ordinary shares of €0.01 10,000 ordinary shares of €0.01		100% -	Special limited partner Fund 2

Each of the above subsidiary undertakings is incorporated and registered in the Republic of Ireland and is included in the consolidated accounts of the Group.

NOTES TO THE FINANCIAL STATEMENTS

4 PROPERTY, PLANT AND EQUIPMENT - GROUP

	LEASEHOLD IMPROVEMENTS €'000	COMPUTER EQUIPMENT €'000	OFFICE EQUIPMENT €'000	TOTAL €'000
15 month period to 31 March 2008				
Cost				
At 1 January 2007	196	249	54	499
Additions	-	75	9	84
At 31 March 2008	**196**	**324**	**63**	**583**
Accumulated depreciation				
At 1 January 2007	174	224	52	450
Charge for the period	22	39	3	64
At 31 March 2008	**196**	**263**	**55**	**514**
Net book value at 31 March 2008	**-**	**61**	**8**	**69**

	LEASEHOLD IMPROVEMENTS €'000	COMPUTER EQUIPMENT €'000	OFFICE EQUIPMENT €'000	TOTAL €'000
Year to 31 December 2006				
Cost				
At 1 January 2006	196	220	53	469
Additions	-	29	1	30
At 31 December 2006	**196**	**249**	**54**	**499**
Accumulated depreciation				
At 1 January 2006	131	198	46	375
Charge for the year	43	26	6	75
At 31 December 2006	**174**	**224**	**52**	**450**
Net book value at 31 December 2006	**22**	**25**	**2**	**49**

5 OTHER CURRENT ASSETS

	GROUP 31 MARCH 2008 €'000	GROUP 31 DECEMBER 2006 €'000	COMPANY 31 MARCH 2008 €'000
Prepayments	**76**	37	**38**
Amounts owed by subsidiary	**-**	-	**2,375**
Other debtors	**754**	1,864	**435**
Directors' loans	**-**	652	**-**
Deferred consideration receivable	**2,908**	2,690	**-**
	3,738	5,243	**2,848**

Deferred consideration receivable relates to that portion of the proceeds from investments that have been sold which is held in escrow for an agreed period of time.

NOTES TO THE FINANCIAL STATEMENTS

5 OTHER CURRENT ASSETS *(continued)*

Details of directors' loans are as follows:

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
At 1 January 2007	**652**	481
Loan advances	**30**	1,543
Repayments	**(682)**	(1,372)
At 31 March 2008	**-**	652
Maximum amount outstanding during the period/year:	**682**	652

The loans were repayable on demand. Interest was charged at a rate of 11% per annum.

6 CASH AND CASH EQUIVALENTS

	GROUP 31 MARCH 2008 €'000	GROUP 31 DECEMBER 2006 €'000	COMPANY 31 MARCH 2008 €'000
Cash at bank	**453**	98	**331**
Short term bank deposits	**37,321**	8,515	**27,491**
	37,774	8,613	**27,822**

Cash and cash equivalents consists of cash at bank and short term bank deposits with a maturity of three months or less.

At 31 March 2008, cash and cash equivalents include bank balances held by Fund 2 of €247,000 which may only be used to repay loans from Limited Partners, representing the minority interests of the Group, or to pay fund expenses in accordance with the terms of the partnership agreement between TVCL and the Limited Partners.

7 TRADE AND OTHER PAYABLES

	GROUP 31 MARCH 2008 €'000	GROUP 31 DECEMBER 2006 €'000	COMPANY 31 MARCH 2008 €'000
Accounts payable	**209**	234	**110**
Amounts owed to subsidiaries	**-**	-	**2,665**
Amounts owed to related parties (note 25)	**142**	23	**199**
Other creditors	**101**	81	**-**
Accruals	**1,624**	473	**1,071**
	2,076	811	**4,045**

NOTES TO THE FINANCIAL STATEMENTS

8 SHARE CAPITAL

	31 MARCH 2008 €'000	31 DECEMBER 2006 €'000
Authorised:		
Trinity Venture Capital Limited		
998,972 ordinary shares of €0.126974	-	127
1,028 B ordinary shares of €0.126974	-	-
TVC Holdings plc		
10,000,000,000 ordinary shares of €0.01	100,000	
	100,000	127
Allotted, called up and fully paid:		
Trinity Venture Capital Limited		
9,248 ordinary shares of €0.126974	-	1
1,028 B ordinary shares of €0.126974	-	-
TVC Holdings plc		
101,112,579 ordinary shares of €0.01	1,011	-
	1,011	1

On incorporation, the Company's authorised share capital was €100,000 divided into 100,000 ordinary shares of €1 each, of which 7 ordinary shares were issued at their nominal value. On 27 June 2007, the authorised share capital was increased and sub-divided into 10,000,000,000 ordinary shares of €0.01 each. As a result of this subdivision the 7 ordinary shares of €1 each were subdivided into 700 ordinary shares of €0.01 each.

On 2 July 2007, 3,808,514 ordinary shares of €0.01 each were issued at their nominal value.

On 5 July 2007, the Company purchased 3,809,214 ordinary shares of €0.01 each for nil consideration and these shares were subsequently cancelled.

On 5 July 2007, the Company issued 15,123,469 ordinary shares of €0.01 each to acquire 100% of the shares in TVCL for a consideration of €22,685,202. As noted in the accounting policies this has been accounted for as a reverse acquisition, with TVCL, the legal subsidiary, being considered the acquirer and the Company, the legal parent, being considered the acquiree.

On 11 July 2007, the Company issued 52,655,776 ordinary shares of €0.01 each in exchange for the limited partnership interests of certain Limited Partners in the Funds. As permitted by the Companies Acts, costs associated with the issuance of the shares, in the amount of €789,837, have been deducted from share premium.

On 11 July 2007, the date of the Company's admission to trading on the IEX and AIM markets, the Company placed 33,333,334 new ordinary shares of €0.01 each at a price of €1.50 each for cash of €50,000,000. As permitted by the Companies Acts, costs associated with the issuance of new shares, in the amount of €3,085,378, including taxes payable, have been deducted from share premium.

9 MINORITY INTERESTS

	15 MONTHS ENDED 31 MARCH 2008 €'000
At beginning of period	-
Share of loss for the period	(4,290)
Transfer of partners' accounts to minority interests	20,428
Net distributions for the period	(468)
At end of period	**15,670**

The minority interests relate to the three remaining external limited partners in the Funds. Details of the movements in minority interests in the year ended 31 December 2006 are outlined on page 29.

NOTES TO THE FINANCIAL STATEMENTS

10 SEGMENTAL ANALYSIS

Segmental information is presented in respect of the Group's investment portfolio based on the business sector of the Group's investee companies. This is a change in presentation from the segmental information disclosed in the Admission Document dated 5 July 2007, which was based on the development stages of the Group's investee companies. The Group has only one reportable geographical segment as its investments are all located in Ireland. The following presentation is consistent with the Group's internal analysis of its investment portfolio:

	FINANCIAL SOFTWARE €'000	TELECOM SOFTWARE €'000	BUY & BUILD €'000	OTHER €'000	TOTAL €'000
15 month period to 31 March 2008					
Gross portfolio return					
Net realised profits over opening value on the disposal of investments	-	-	-	10,203	10,203
Net unrealised losses on the revaluation of investments	(16,342)	(2,478)	(1,256)	(2,719)	(22,795)
Portfolio income	109	97	315	15	536
	(16,233)	(2,381)	(941)	7,499	(12,056)
Net (investment)/divestment					
Realisation proceeds (including income from loan instruments)	-	-	-	20,339	20,339
New investment	(4,293)	(6,999)	(10,000)	(887)	(22,179)
	(4,293)	(6,999)	(10,000)	19,452	(1,840)
Balance sheet					
Value of investment portfolio	39,761	32,881	16,261	2,988	91,891

	FINANCIAL SOFTWARE €'000	TELECOM SOFTWARE €'000	BUY & BUILD €'000	OTHER €'000	TOTAL €'000
Year to 31 December 2006					
Gross portfolio return					
Net realised profits over opening value on the disposal of investments	-	-	-	4,234	4,234
Net unrealised profits/(losses) on the revaluation of investments	27,857	(699)	(350)	3,169	29,977
Portfolio income	86	85	183	33	387
	27,943	(614)	(167)	7,436	34,598
Net (investment)/divestment					
Realisation proceeds (including income from loan instruments)	2,458	-	-	21,272	23,730
New investment	(785)	(2,942)	(7,867)	(1,306)	(12,900)
	1,673	(2,942)	(7,867)	19,966	10,830
Balance sheet					
Value of investment portfolio	51,810	28,360	7,517	14,843	102,530

NOTES TO THE FINANCIAL STATEMENTS

11 NET REALISED PROFITS OVER OPENING VALUE ON THE DISPOSAL OF INVESTMENTS

	EQUITY €'000	LOANS AND RECEIVABLES €'000	TOTAL €'000
15 month period to 31 March 2008			
Net proceeds	20,127	99	**20,226**
Valuation of disposed investments at start of period	(9,924)	(99)	**(10,023)**
Total net realised profits over value	10,203	-	**10,203**

	EQUITY €'000	LOANS AND RECEIVABLES €'000	TOTAL €'000
Year to 31 December 2006			
Net proceeds	21,027	2,689	**23,716**
Valuation of disposed investments at start of year	(16,793)	(2,689)	**(19,482)**
Total net realised profits over value	4,234	-	**4,234**

12 NET UNREALISED (LOSSES)/PROFITS ON THE REVALUATION OF INVESTMENTS

	EQUITY €'000	LOANS AND RECEIVABLES €'000	TOTAL €'000
15 month period to 31 March 2008			
Movement in fair value	(16,661)	(3,126)	**(19,787)**
Effect of foreign exchange movements	(1,304)	(1,704)	**(3,008)**
Total net unrealised losses on the revaluation of investments	(17,965)	(4,830)	**(22,795)**

	EQUITY €'000	LOANS AND RECEIVABLES €'000	TOTAL €'000
Year to 31 December 2006			
Movement in fair value	33,075	(2,937)	**30,138**
Effect of foreign exchange movements	(343)	182	**(161)**
Total net unrealised profits/(losses) on the revaluation of investments	32,732	(2,755)	**29,977**

The impact of the change in the credit quality of the Group's loans and receivables is set out above. Details of the Group's policy on managing the risks associated with the investments are set out in note 22 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

13 FEES RECEIVABLE

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Fees receivable	**868**	478
Deal-related costs	**(445)**	(105)
	423	373

Fees receivable include fees arising from the ongoing management of the portfolio together with fees arising from making investments. Deal-related costs represent fees incurred in the process of acquiring or disposing of an investment.

14 OPERATING EXPENSES

Operating expenses include the following amounts:

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Depreciation of property, plant and equipment	**64**	75
Operating lease rentals	**282**	236
Auditors' remuneration:		
Audit (i)	**79**	39
Audit-related (ii)	**27**	20
Tax services (iii)	**90**	7
Other services (iv)	**43**	13

(i) Audit services include audit work performed on the consolidated financial statements, as well as work that generally only the independent auditor can reasonably be expected to provide, including comfort letters, statutory audits, and discussions surrounding the proper application of financial accounting and/or reporting standards.
(ii) Audit related services are for assurance and related services that are traditionally performed by the independent auditor, including due diligence related to mergers and acquisitions, employee benefit plan audits and special procedures required to meet certain regulatory requirements.
(iii) Tax services include all services, except those specifically related to the audit of financial statements, performed by the independent auditor's tax personnel, including tax analysis, supporting other tax-related regulatory requirements, and tax compliance and reporting.
(iv) Other services comprise advice in relation to financial regulatory compliance.

In addition to the audit-related fees expensed in the consolidated income statement, €436,000 (2006: €nil) in respect of professional services provided in connection with the IPO were paid to the auditors and has been offset against share premium.

NOTES TO THE FINANCIAL STATEMENTS

15 DIRECTORS' EMOLUMENTS

As outlined under Significant Accounting Policies on page 33, the Company was incorporated on 8 June 2007. Directors' emoluments relate to the period from the date of the appointment of the director to 31 March 2008.

	PERIOD ENDED 31 MARCH 2008 €'000
Executive directors	
Fees	**24**
Other remuneration	**979**
Share-based payments (note 17)	**474**
Pension costs	**46**
	1,523
Non-executive directors	
Fees	**71**

16 EMPLOYEE COSTS

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Wages and salaries	**1,915**	1,414
Social welfare costs	**191**	144
Share-based payments (note 17)	**2,196**	47
Pension costs	**74**	612
	4,376	2,217

The average number of employees during the period, including executive directors, was 9 (2006: 10).

NOTES TO THE FINANCIAL STATEMENTS

17 SHARE-BASED COMPENSATION

Share option plans

The Company grants share options under the Company share option plan to certain employees and executive directors.

During the period ended 31 March 2008, 5,877,170 share options were granted. The fair value of services received in return for share options granted is measured by reference to the fair value of share options granted. The fair value of the options granted is estimated as of the date of the grant based on the Black-Scholes option-pricing model and using the following assumptions:

Weighted average share price (€)	1.50
Weighted average exercise price (€)	1.875
Expected life	5 years
Expected volatility	21%
Expected dividend yield	0%
Risk-free rate	4.776%
Fair value per option (€)	0.29

As the Company's shares have only been listed since July 2007, the Company has determined expected volatility by considering the share price volatility, over a five-year period, of a group of comparable US and UK listed companies. The risk-free interest rate assumption is based upon observed interest rates appropriate for the term of the share options.

Details of the options granted during the period are as follows:

DATE OF GRANT	EXERCISE PERIOD	NO. OF ORDINARY SHARES REPRESENTED BY THE OPTIONS	EXERCISE PRICE
5 July 2007	11 July 2010 – 11 July 2017	5,877,170	€1.875

The total fair value of the options granted at 5 July 2007 is estimated to be €1,719,000. These options can be exercised at the end of a three year service period. No options were exercised or lapsed during the period. The company recognised an expense of €430,000 related to these share options during the 15 month period to 31 March 2008.

Cash-settled share-based payment

In 2006 and 2007, B ordinary shares in TVCL were issued to certain of the Group's key executives. The B ordinary shares entitled the holders to a portion of the fair value of the net assets of TVCL over a specified threshold. The B ordinary shares did not entitle the holders to vote and they were subject to a three to four year vesting period which commenced on 1 January 2006.

In accordance with IFRS 2, the Group has recorded these transactions as cash-settled share-based payments and measured the liability at fair value at the settlement date. The amount charged to the income statement in the period ended 31 March 2008 was €1,466,000. On 5 July 2007, the liability for the vested B ordinary shares was settled through the issue of ordinary shares in the Company in exchange for the vested B ordinary shares at that date. The liability at that date in relation to partially vested B ordinary shares was settled by an issue of equity as part of the replacement of the old cash settled scheme with a new equity settled arrangement based on the shares of the Company as described below.

Equity-settled share-based payment

On 5 July 2007, ordinary shares in the Company were issued in exchange for the unvested portion of B ordinary shares in TVCL. The shares in the Company are subject to a two to three year vesting period which commenced on 5 July 2007.

NOTES TO THE FINANCIAL STATEMENTS

17 SHARE-BASED COMPENSATION *(continued)*

Equity-settled share-based payment *(continued)*

In accordance with IFRS 2, the company has recorded this transaction as an equity-settled share-based payment. The fair value of the shares issued was measured at 5 July 2007 and is being expensed over the vesting periods, with a corresponding entry in equity. In the period to 31 March 2008, the amount charged to the income statement was €300,000.

18 FINANCIAL INCOME AND EXPENSE

Recognised in profit or loss

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Interest receivable on bank deposits	**1,558**	318
Interest receivable on available-for-sale investments	**56**	-
Interest receivable	**1,614**	318
Interest payable on bank overdrafts	**(67)**	(14)
Net finance income	**1,547**	304

All of the above financial income and expense relates to assets/(liabilities) not at fair value through profit or loss.

Recognised directly in equity

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Net change in fair value of available-for-sale investments recognised in other reserves	**(60)**	-

19 EXCHANGE MOVEMENTS

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Exchange movements on monetary items denominated in currencies different from the functional currency of the Company, other than investments	**(448)**	(286)

NOTES TO THE FINANCIAL STATEMENTS

20 INCOME TAX

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Current tax		
Current period/year	**364**	256
Adjustment in respect of previous periods	**-**	(1)
	364	255

Reconciliation of income tax in the income statement

The tax charge for the period is different to the standard rate of corporation tax in the Republic of Ireland, currently 12.5% (2006: 12.5%), and the differences are explained below:

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
(Loss)/profit before tax	**(18,078)**	31,297
(Loss)/profit before tax multiplied by rate of corporation tax in the Republic of Ireland of 12.5% (2006: 12.5%)	**(2,260)**	3,912
Effects of:		
Expenses not deductible for tax purposes	**2,734**	54
Income not taxable	**-**	(101)
Income and gains taxed at higher rate	**120**	29
Depreciation in excess of capital allowances	**4**	-
Other timing differences	**(29)**	-
Other	**71**	6
Adjustments to tax charge in respect of previous periods	**-**	1
Minority interests' share of profits of the Funds not taxable	**(276)**	(3,646)
Income tax expense	**364**	255

Under taxation legislation in the Republic of Ireland, Fund 1 and Fund 2 do not constitute separate taxable entities and, accordingly, no provision for taxation has been made in these financial statements. The directors have assessed the impact of deferred taxation to be immaterial to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

21 EARNINGS PER SHARE

The earnings per share attributable to the equity shareholders of the Company are based on the following data:

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2008 €'000
Earnings (€'000)		
(Loss)/profit for the period/year		
- basic & diluted	**(20,651)**	1,939
Number of shares (Number)		
Weighted average number of shares in issue		
- basic & diluted	**64,973,492**	15,123,469

The effect of share options granted on 11 July 2007 is anti-dilutive and therefore excluded from the diluted earnings per share calculation.

22 FINANCIAL INSTRUMENTS

Details of potential risks and uncertainties which could have a material impact on TVC's long-term performance are set out on page 18. The Group is exposed to a variety of financial and market risks including investment portfolio valuation risk, foreign currency risk, interest rate risk, liquidity risk and credit risk.

Investment portfolio valuation risk

The valuation of unquoted investments depends upon a combination of market factors and the performance of the underlying asset. The Group does not hedge the price risk inherent in the portfolio but manages asset performance risk on an asset-specific basis. Loans and receivables included in the investment portfolios of both the Group and the Company are managed as part of the overall management of each individual equity investment.

Sensitivity analysis for investment portfolio

An increase of 10% in the fair value of investments at the reporting date would have increased profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign exchange rates, remain constant. The analysis is performed on the same basis for 2006.

	GROUP PROFIT OR LOSS €'000	COMPANY PROFIT OR LOSS €'000
31 March 2008		
Quoted investments	3,288	32
Unquoted investments	5,901	1,000
	9,189	1,032
31 December 2006		
Quoted investments	4,493	
Unquoted investments	5,760	
	10,253	

NOTES TO THE FINANCIAL STATEMENTS

22 FINANCIAL INSTRUMENTS *(continued)*

A decrease of 10% in the fair value of the investments at the reporting date would have had an equal but opposite effect to the amounts shown above, on the basis that all other variables remain constant.

All of the Group's investments are located in Ireland. However, it is considered that this does not give rise to concentration of risk due to the international focus of the majority of the investee companies.

Details of the business sectors of the Group's investments are set out in note 10 to the financial statements.

Foreign currency risk

The Group is exposed to foreign currency risk on some of its investments which are denominated in a foreign currency. In addition, deferred consideration receivable is denominated in US Dollars. The Group reviews its foreign currency exposure on a regular basis and does not currently hedge its foreign currency exposure.

The net balance sheet exposure comprises the Group's and the Company's foreign currency exposure on all its monetary assets and liabilities and also its non-monetary assets. The exposure to foreign currency risk at the reporting date was as follows:

	GROUP GBP £'000	GROUP USD $'000	COMPANY USD $'000
31 March 2008			
Net balance sheet exposure	9,327	16,383	3,756
31 December 2006			
Net balance sheet exposure	6,394	14,153	

The Group has included its investments in non-monetary assets which are fair valued through profit or loss.

The following significant exchange rates applied during the period/year:

	AVERAGE RATE		REPORTING DATE SPOT RATE	
	15 MONTHS ENDED 31 MARCH 2008	YEAR ENDED 31 DECEMBER 2008	**31 MARCH 2008**	31 DECEMBER 2006
€1 = GBP	**0.6985**	0.6817	**0.7958**	0.6715
€1 = USD	**1.3953**	1.2556	**1.5812**	1.3170

NOTES TO THE FINANCIAL STATEMENTS

22 FINANCIAL INSTRUMENTS *(continued)*

Foreign currency risk *(continued)*

Sensitivity analysis

A 10% strengthening of the Euro against the following currencies at the reporting date would have increased/(decreased) profit or loss by the amounts shown below based on the net balance sheet exposure as defined above. This analysis assumes that all other variables remain constant. The analysis is performed on the same basis for 2006.

	GROUP PROFIT OR LOSS €'000	COMPANY PROFIT OR LOSS €'000
31 March 2008		
GBP	(1,172)	-
USD	(1,036)	(238)
31 December 2006		
GBP	(952)	
USD	(1,075)	

A 10% weakening of the Euro against the above currencies at the reporting date would have had an equal but opposite effect to the amounts shown above, on the basis that all other variables remain constant.

Interest rate risk

The Group's exposure to market risk for changes in interest rates arises from its short term deposit accounts. The Group regularly reviews the deposit interest rates available from a number of financial institutions for a range of maturity dates. Available cash and cash equivalents are placed on deposit for varying periods of less than three months, depending on the Group's cash requirements and market conditions.

Details of risk on the Group's loans and receivables to investee companies are set out on page 51.

Details of short term deposits are contained in note 6 to the financial statements.

Cash flow sensitivity for short term deposits

A change of 100 basis points in interest rates at the reporting date, based on the short term deposits held at that date, would have increased/(decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant. The analysis is performed on the same basis for 2006.

	GROUP PROFIT OR LOSS		GROUP PROFIT OR LOSS	
	100bp INCREASE €'000	100bp DECREASE €'000	100bp INCREASE €'000	100bp DECREASE €'000
31 March 2008				
Short term deposits	159	(159)	117	(117)
31 December 2006				
Short term deposits	29	(29)		

NOTES TO THE FINANCIAL STATEMENTS

22 FINANCIAL INSTRUMENTS *(continued)*

Available-for-sale investments

The available-for-sale investments represent investments held by the Group and the Company in fixed rate Euro government bonds with a maturity date in April 2010. The valuation of the bonds depends upon movements in market bond yields. The yield-to-maturity on the bonds at the reporting date was 3.49%. The Group and Company does not hedge the price risk associated with the bonds but it is considered as part of the management of credit risk in making decisions on how to invest surplus cash.

Sensitivity analysis for available-for-sale investments

An increase of 50 basis points in the yield-to-maturity on the government bonds at the reporting date would have decreased equity, in both the Group and the Company, by €97,000.

A decrease of 50 basis points in the yield-to-maturity on the government bonds at the reporting date would have had an equal but opposite effect to the amounts shown above, on the basis that all other variables remain constant.

Liquidity risk

The funding policy of the Group is to ensure that it has adequate funding in place ahead of planned investment. In July 2007, the Company listed on the IEX and AIM markets and completed a placing raising gross proceeds of €50 million. The Group's cash resources at 31 March 2008 amounted to €37.8 million (2006: €8.6 million). In addition, the Group held available-for-sale investments at the end of the period of €10.0 million (2006: €Nil).

All of the financial liabilities of both the Group and the Company at the reporting date had contractual maturities of less than twelve months.

Credit risk

The carrying amount of financial assets represents the maximum credit exposure. Financial assets are predominantly unsecured investments in both quoted and unquoted companies, in which the Directors consider the maximum credit risk to be the carrying value of the asset. Credit risk exposure is managed on an asset-specific basis by key executives.

The Group limits its exposure to credit risk on cash deposits and other liquid investments by only investing in liquid securities which are held with reputable and financially secure institutions which typically have long term credit ratings of A+ or equivalent. At the period end, all cash and short-term deposits had a maturity of less than three months.

The available-for-sale investments are Euro bonds issued by the German Government.

Interest rate and other financial risks in respect of the loans and receivables included in the investment portfolios of both the Group and the Company are managed as part of the overall management of each individual equity investment.

NOTES TO THE FINANCIAL STATEMENTS

22 FINANCIAL INSTRUMENTS *(continued)*

Credit risk *(continued)*

The maximum exposure to credit risk at the reporting date was:

	CARRYING AMOUNT - GROUP		CARRYING AMOUNT - COMPANY
	31 MARCH 2008 €'000	31 DECEMBER 2006 €'000	31 MARCH 2008 €'000
Available-for-sale financial assets	**9,954**	-	**9,954**
Loans and other receivables	**2,908**	3,342	**2,375**
Cash and cash equivalents	**37,774**	8,613	**27,822**
Total	**50,636**	11,955	**40,151**

Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain the future development of the business. The capital structure of the Group and Company consists of shareholders' equity comprising issued share capital, share premium, reserves and retained earnings.

The Group is at a development stage and may require additional investment which could be financed from the raising of equity finance, debt and/or the reinvestment of profits. It is not expected that dividends will be paid to shareholders in the foreseeable future.

During the period, the Company implemented a share option plan details of which are contained in note 17.

One of the Company's subsidiaries, TVCL, is regulated by the Irish Financial Regulator and is subject to minimum capital adequacy requirements. Neither the Company nor any of its other subsidiaries are subject to externally imposed capital requirements.

Fair values

There are no differences between the carrying amounts of financial assets and liabilities in the balance sheet and their fair value. The following summarises the significant methods and assumptions used in estimating the fair value of financial instruments.

Portfolio valuation methodology

As at 31 March 2008 the Group's investment portfolio consisted of investments in 13 portfolio companies, of which 1 is quoted and 12 are unquoted. TVC classifies its portfolio into four categories being financial software, telecom software, buy & build and other.

The fair value of investments is determined using the "International Private Equity and Venture Capital Valuation Guidelines" endorsed by the European Venture Capital Association ("EVCA").

Basis of valuation

Investments are reported at the Directors' estimate of fair value at the reporting date. Fair value represents the amount for which an asset could be exchanged between knowledgeable, willing parties in an arm's length transaction.

NOTES TO THE FINANCIAL STATEMENTS

22 FINANCIAL INSTRUMENTS *(continued)*

Fair values *(continued)*

General

In estimating fair value, we seek to use a methodology that is appropriate in light of the nature, facts and circumstances of the investment and its materiality in the context of the total portfolio. Methodologies are applied consistently from period to period, except where a change would result in a better estimation of fair value. Given the uncertainties inherent in estimating fair value, a degree of caution is applied in exercising judgements and making the necessary estimates.

Quoted investments

Quoted investments are valued at the closing bid price at the reporting date. In accordance with IFRS, no discount is applied for liquidity of the stock or any dealing restrictions.

Unquoted investments

Unquoted investments are valued by deriving an enterprise value using one of the following methodologies:

- the price of a recent investment;
- revenue multiple;
- cost, less any required provision.

Generally, the process of estimating the fair value of an investment involves using one of the above methodologies to derive an enterprise value for the investee company. The process is then to:

- adjust the enterprise value for the net cash/debt of the investee company;
- deduct from the adjusted enterprise value all financial instruments ranking ahead of the Group; and
- apportion the remaining value over the other financial instruments including those held by the Group.

Other factors that may be taken into account include the expected effect of ratchets, options and liquidation preferences and offers received as part of a sale process.

Available-for-sale investments

The available-for-sale investments represent investments in Euro government bonds. The fair value of the investments is based on the closing bid price.

Other receivable/payables

Other receivables/payables have a remaining life of less than twelve months and the notional amount is deemed to reflect the fair value.

NOTES TO THE FINANCIAL STATEMENTS

23 COMMITMENTS

Operating lease commitments

At the balance sheet date, the Group had outstanding commitments for future minimum rental payments under non-cancellable operating leases which fall due as follows:

	31 MARCH 2008 €'000	31 DECEMBER 2006 €'000
Less than one year	-	115
Between one and five years	**634**	-
	634	115

Other commitments

At 31 March 2008, the Company had commitments to invest up to a total of €18.7 million in Fund 2.

24 POST BALANCE SHEET EVENTS

In the period from 31 March 2008 to the date of signing these financial statements, the Group has completed follow-on investments of €3.7 million.

25 RELATED PARTIES

The Group has various related parties stemming from relationships with its subsidiaries, the investees and its key management personnel.

Investees

The Group and the Company hold minority investments in the equity of quoted and unquoted companies. This normally allows the Group and the Company to participate in the financial and operating policies of those companies. It is presumed that it is possible to exert significant influence when the equity holding is greater than 20%. These investments are not equity accounted for (as permitted by IAS 28) but are related parties. The total amount included for these investments is provided in notes 1 and 10. Details of fees receivable from investee companies are outlined in note 13.

Key management personnel

The Group's key management personnel comprise the executive members of the board of directors, which includes the principal executive officers.

NOTES TO THE FINANCIAL STATEMENTS

25 RELATED PARTIES *(continued)*

Remuneration

The remuneration of key management personnel during the period was:

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Salaries, fees, bonuses and benefits-in-kind [1]	**1,472**	780
Share-based payments (note 17)	**1,494**	47
Pension costs	**73**	226
Total	**3,039**	1,053

(i) Includes €500,000 (2006: €248,000) relating to management fees payable to BHR Limited in respect of the services of certain key management personnel (see below).

Co-investment

Certain key management personnel have co-invested in the investee companies of Fund 1 and Fund 2 alongside the Group. These co-investments are made on terms which are in all material respects the same as the terms on which the Group invests.

The co-investments made by key management personnel and related parties are detailed below.

	15 MONTHS ENDED 31 MARCH 2008 €'000	YEAR ENDED 31 DECEMBER 2006 €'000
Co-investment during the period/year	**235**	960

Subsidiaries

Transactions between the Company and its subsidiaries, which are related parties of the Company are eliminated on consolidation. Information on the Company's subsidiaries is set out in note 3 to the financial statements. Details of related party transactions between the Company and its subsidiaries are detailed below.

	15 MONTHS ENDED 31 MARCH 2008 €'000
Acquisition of limited partner interests in Fund 1 and Fund 2 from TVCL	**2,305**
Management fees paid to the general partner of Fund 2	**1,902**
Payroll and administration costs payable by the Company to TVCL	**495**
Occupancy costs payable by the Company to TVCL	**81**
Management charges payable by the Company to TVCL	**111**
Management charge payable by TVCL to the Company	**(89)**

Details of the amount due to subsidiaries at the end of the period are contained in note 7.

NOTES TO THE FINANCIAL STATEMENTS

25 RELATED PARTIES *(continued)*

BHR Limited

BHR Limited is a company controlled by TVC's Executive Chairman, Shane Reihill, and is considered a related party.

Certain management personnel of the Group were employees of BHR Limited during the period. The Group paid management fees to BHR Limited in respect of the provision of their services of €894,000, (2006: €340,000) excluding VAT, during the period.

BHR Limited paid certain occupancy costs in respect of its use of offices and shared use of general facilities at the Group's offices at Beech House, Beech Hill Office Campus, Clonskeagh, Dublin 4, Ireland. These costs amounted to €149,000 (2006: €148,000) during the period.

The amount due to BHR Limited at the end of the period was €142,000 (2006: €23,000)

Other

Consilient Health Limited and Hibernia Capital Partners Limited are companies in which TVC's Executive Chairman, Shane Reihill, holds significant indirect shareholdings and are considered related parties.

Consilient Health Limited and Hibernia Capital Partners Limited paid certain occupancy costs in respect of their use of offices and shared use of general facilities at the Group's offices at Beech House, Beech Hill Office Campus, Clonskeagh, Dublin 4, Ireland. These costs amounted to €35,000 and €64,000 (2006: €Nil and €78,000) respectively during the period.

26 DATE OF APPROVAL

These financial statements were approved by the Board of Directors on 11 June 2008.

DIRECTORS AND OTHER INFORMATION

Directors
Shane Reihill *(Executive Chairman)*
John Tracey *(Chief Executive Officer)*
Rory Quirke
John B McGuckian
Gavin O'Reilly
Pádraig Ó Ríordáin

Secretary
John Fagan

Registered office
Beech House
Beech Hill Office Campus
Clonskeagh
Dublin 4
Ireland

Nominated adviser, IEX adviser and broker
Davy
49 Dawson Street
Dublin 2
Ireland

Registrars
Capita Corporate Registrars plc
Unit 5, Manor Street Business Park
Dublin 7
Ireland

Banker
AIB Bank
7/12 Dame Street
Dublin 2
Ireland

Solicitor
Arthur Cox
Earlsfort Centre
Earlsfort Terrace
Dublin 2
Ireland

Auditor
KPMG
Chartered Accountants
1 Stokes Place
St. Stephen's Green
Dublin 2
Ireland

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("AGM") of TVC Holdings plc will be held at The Merrion Hotel, Upper Merrion Street, Dublin 2, Ireland on 10 July 2008 at 11:30am for the following purposes:

1. To receive and consider the financial statements for the period ended 31 March 2008 and the reports of the Directors and Auditor thereon.
2. To authorise the Directors to fix the remuneration of the Auditor for the year ending 31 March 2009.

As special business to consider and, if thought fit, pass the following resolutions:

3. **AS SPECIAL RESOLUTIONS:**

(A) "That the Company and/or any subsidiary (as defined by Section 155 of the Companies Act, 1963) of the Company is hereby generally authorised to make market purchases (as defined by Section 212 of the Companies Act, 1990) of shares of any class in the Company ("**shares**") on such terms and conditions and in such manner as the Directors may determine from time to time but subject to the provisions of the Companies Act, 1990 and to the following restrictions and provisions:

(a) The maximum number of ordinary shares (as defined in the Articles of Association of the Company) authorised to be acquired pursuant to this resolution shall not exceed 20,222,515 ordinary shares of €0.01 each (representing twenty (20) per cent. of the issued share capital);

(b) the minimum price which may be paid for any share shall be an amount equal to the nominal value thereof;

(c) the maximum price which may be paid for any share (a "**relevant share**") shall be an amount equal to 105% of the average of the five amounts resulting from determining whichever of the following (i), (ii) or (iii) specified below in relation to the shares of the same class as the relevant share shall be appropriate for each of the five business days immediately preceding the day on which the relevant share is purchased, as determined from the information published in the Irish Stock Exchange Daily Official List reporting the business done on each of those five business days:

(i) if there shall be more than one dealing reported for the day, the average of the prices at which such dealings took place; or

(ii) if there shall be only one dealing reported for the day, the price at which such dealing took place; or

(iii) if there shall not be any dealing reported for the day, the average of the high and low market guide prices for that day;

and if there shall be only a high (but not a low) or a low (but not a high) market guide price reported, or if there shall not be any market guide price reported, for any particular day then that day shall not count as one of the said five business days for the purposes of determining the maximum price. If the means of providing the foregoing information as to dealings and prices by reference to which the maximum price is to be determined is altered or is replaced by some other means, then a maximum price shall be determined on the basis of the equivalent information published by the relevant authority in relation to dealings on the Irish Stock Exchange or its equivalent;

(d) the authority hereby granted shall expire at the close of business on the date of the next AGM of the Company or 10 October 2009, whichever is the earlier, unless previously varied, revoked or renewed by special resolution in accordance with the provisions of Section 215 of the Companies Act, 1990. The Company or any such subsidiary may, before such expiry, enter into a contract for the purchase of shares which would or might be executed wholly or partly after such expiry and may complete any such contract as if the authority conferred hereby had not expired."

(B) "That, subject to the passing of resolution 3(A), for the purposes of Section 209 of the Companies Act, 1990, the reissue price range at which any treasury shares (as defined by the said Section 209) for the time being held by the Company may be reissued off-market shall be as follows:

(a) The maximum price at which a treasury share may be reissued off-market shall be an amount equal to 120 per cent. of the "appropriate price"; and

(b) the minimum price at which a treasury share may be re-issued off-market shall be the nominal value of the share where such a share is required to satisfy an obligation under an employee share scheme (as defined in the Listing Rules of The Irish Stock Exchange Limited) operated by the Company or, in all other cases, an amount equal to 95 per cent. of the appropriate price.

For the purposes of this resolution the expression "**appropriate price**" shall mean the average of the five amounts resulting from determining whichever of the following (i), (ii) or (iii) specified below in relation to shares of the class of which such treasury share is to be reissued shall be appropriate in respect of each of the five business days immediately preceding the day on which the treasury share is reissued, as determined from information published in the Irish Stock Exchange Daily Official List reporting the business done in each of those five business days:

(i) if there shall be more than one dealing reported for the day, the average of the prices at which such dealings took place; or

(ii) if there shall be only one dealing reported for the day, the price at which such dealing took place; or

(iii) if there shall not be any dealing reported for the day, the average of the high or low market guide prices for the day;

and if there shall be only a high (but not a low) or a low (but not a high) market guide price reported, or if there shall not be any market guide price reported, for any particular day then that day shall not count as one of the said five business days for the purposes of determining the appropriate price. If the means of providing the foregoing information as to dealings and prices by reference to which the appropriate price is to be determined is altered or is replaced by some other means, then the appropriate price shall be determined on the basis of the equivalent information published by the relevant authority in relation to dealings on the Irish Stock Exchange or its equivalent.

The authority hereby conferred shall expire at the close of business on the day of the next AGM of the Company or 10 October 2009, whichever is the earlier, unless previously varied or renewed in accordance with the provisions of Section 209 of the Companies Act, 1990."

(C) "That Article 120 of the Articles of Association of the Company be and is hereby amended by the insertion of the following new Article 120(g):

"(g) Any requirement in these articles for the consent of a member in regard to the receipt by such member of electronic mail or other means of electronic communications approved by the Directors, including the receipt of the Company's audited accounts and the directors' and auditor's reports thereon, shall be deemed to have been satisfied where the Company has written to the member informing him/her of its intention to use electronic communications for such purposes and the member has not, within 4 weeks of the issue of such notice, served an objection in writing on the Company to such proposal. Where a member has given, or is deemed to have given, his/her consent to the receipt by such member of electronic mail or other means of electronic communications approved by the Directors, he/she may revoke such consent at any time by requesting the Company to communicate with him/her in documented form PROVIDED HOWEVER that such revocation shall not take effect until 5 days after written notice of the revocation is received by the Company." "

J Fagan
Secretary
Beech House, Beech Hill Office Campus, Clonskeagh, Dublin 4
11 June 2008

Notes:

1. *Any member entitled to attend and vote at the meeting is entitled to appoint a proxy (who need not be a member of the Company) to attend, speak and vote in his/her place. Completion of a form of proxy will not affect the right of a member to attend, speak and vote at the meeting in person.*

2. *To be valid, forms of proxy duly signed together with the power of attorney or such other authority (if any) under which they are signed (or a certified copy of such power or authority) must be lodged with the Company's registrar, Capita Registrars, Unit 5 Manor Street Business Park, Manor Street, Dublin 7, Ireland by not later than 11:30am on Tuesday, 8 July 2008.*

3. *The Company, pursuant to Regulation 14 of the Companies Act, 1990 (Uncertificated Securities) Regulations, 1996, specifies that only those shareholders registered in the register of members of the Company as at 6.00pm on Tuesday, 8 July 2008 (or in the case of an adjournment as at 48 hours before the time of the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at the time. Changes to entries in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.*

4. *CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST Proxy Instruction must be properly authenticated in accordance with CRESTCo's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by Capita Registrars (ID 7RA08) by 11.30am on 8 July 2008. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Capita Registrars is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means. CREST members and, where applicable, their CREST sponsors or voting service providers should note that CRESTCo does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the CREST Regulations.*

08 ANNUAL REPORT

TVC Holdings plc
Beech House, Beech Hill Office Campus
Clonskeagh, Dublin 4, Ireland

Tel +353 1 205 7700 Fax +353 1 205 7701 Email info@tvc.com
www.tvc.com