CORE

CORE VCT I PLC

Annual Report and Accounts
for the year ended 31 December 2008

Performance Summary

	As at 31 December 2008		As at 31 December 2007	
	Ordinary Shares	B Shares	Ordinary Shares	B Shares
Net asset value per share	67.60 pence	1.00 pence	101.49 pence	1.00 pence
Total return per share[1]	74.70 pence	1.00 pence	104.59 pence	1.00 pence
Share price (mid-market)	75.00 pence	3.00 pence	90.00 pence	4.50 pence

	Year ended 31 December 2008		Year ended 31 December 2007	
	Ordinary Shares	B Shares	Ordinary Shares	B Shares
Revenue return per share	0.97 pence	–	0.98 pence	–
(Decrease)/Increase in total return since inception[2]	(21.0%)	–	10.68%	–
Cumulative Dividends paid and proposed per share[3]	18.10 pence	–	7.10 pence	–
Total expense ratio[4]	2.72%	–	2.16%	–

[1] Total return per share comprises closing net asset value per share plus cumulative dividends per share paid to date.
[2] Decrease in total return since inception compares total return per share to opening net asset value per share.
[3] Consists of proposed dividends of 11.00p (2007–4p) and dividends paid to date of 7.1p (2007–3.10p)
[4] Total expense ratio has been calculated using total operating costs divided by closing net assets.

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Investment Objective

Core VCT I plc ("Core VCT I" or "the Company") is a tax efficient listed Company which aims to achieve long-term capital and income growth and to distribute tax free dividends comprising realised gains and investors' capital investment.

Investment Approach

We invest management buyout and development capital, typically in:

- Established, private companies, which show:
  - sufficient operating critical mass, with an established economic model
  - quality management teams with the key skills in place to deliver a well-defined business model
- Amounts of £3 - £8 million in companies valued at £5 - £25 million.

Company Structure

Core VCT I is structured as follows:–

- **No Annual Management fees**
  Only when Shareholders have received the first 60 pence of distributions, which together with an assumed 40 pence of initial tax relief will have realised them 100 pence, will the Manager start to be entitled to 30% of distributions from the Company (for further information please see Note 3 to the Accounts on page 27) .
- **Maximise distributions of income and capital**
  Core VCT I has a policy to distribute all proceeds from realised investments. The Company has no fixed life but intends to naturally liquidate and distribute its assets over time. The Manager's incentives are structured to align their interests in delivering this liquidity for Shareholders as well as maximising overall investment performance.

Investment Policy

Core VCT I intends to achieve its overall Investment Objective, consistent with maintaining its qualifying status as a VCT, by pursuing the following Investment Policy:–

Asset Allocation

The Company may invest all of its assets in private companies. These investments are unquoted, and include, but are not limited to, Management Buy-Outs (MBOs) and Development Capital for expansion or acquisition funding for established companies. After 31 December 2007, the Company must have in excess of 70% of its assets invested in Qualifying Investments as defined for VCT purposes.

However, due to the nature of completing and realising such investments, and the need to maintain some liquid reserves, there will inevitably be periods when a proportion of its assets are not held in Unquoted Investments.

Risk Management

The Company's Asset Allocation includes a potentially large proportion of the Company's assets to be held in Unquoted Investments. These investments are not publicly traded and there is not a liquid market for them, and therefore these investments may be difficult to realise.

The Company manages its investment risk within the restrictions of maintaining its qualifying VCT status by using a number of methods commonly used in the Private Equity industry, including:–

- The active monitoring of its investments by the Manager;
- Seeking the agreement of various rights associated with each investment, such as board representation, information rights, and veto rights;
- Seeking to hold larger investment stakes by co-investing with other Companies managed by the Manager, so as to gain more significant influence in the investment and to facilitate investing in larger companies which may reduce the risk compared to investing in smaller companies;
- Ensuring a spread of investments is achieved.

The Company has no fixed life but intends to realise its assets over time, and distribute all proceeds (net of costs) from its realised investments. This process will naturally result in each retained investment representing an increased proportion of the remaining net assets of the Company.

Gearing

The Company has the authority to borrow up to the amount paid on the issued share capital and the amount standing to the credit of the reserves of the Company but does not ordinarily take advantage of this authority.

As is common in the Private Equity industry, in many cases the Company makes investments into Unquoted Companies which have, or may have, substantial borrowings from third party lenders.

Chairman's Statement

Results

The Net Asset Value (NAV) Total Return per Ordinary Share was 74.70p as at 31 December 2008, comprising a NAV per Ordinary Share of 67.60p and cumulative dividends paid of 7.1p per Ordinary Share. This is a reduction from the NAV Total Return to 31 December 2007 of 28.6%, compared to a 29.9% reduction in the value of the FTSE All share index. A deficit of £3,268,792 was recorded during the year ended 31 December 2008.

The major causes of the reduction in Net Asset Value over the year ended 31 December 2008 are:–

- An aggregate reduction in the valuation of the unquoted portfolio of 37.5%, or some £2.53 million. Primarily, this arises from the use of comparative quoted company earnings multiples in valuing the portfolio reflecting the significant falls in the quoted markets over this period; and
- The continuing capital losses on the financial instrument portfolio managed by Credit Suisse, equivalent to 1.7p per share.

The Managers' Review contains a more detailed analysis of the unquoted investment portfolio. Overall, however, trading to date has held up well and in many cases debt and gearing levels have been reduced, both of which have contributed to a lower fall in NAV than experienced in the market comparatives mentioned above.

Merger Proposal

Agreement has been reached with Core II and Core III to put proposals to shareholders to merge the VCTs to achieve cost efficiencies. The merger, if approved, would be effected on a relative net asset basis by Core I and Core II being placed in members' voluntary liquidations pursuant to section 110 of the Insolvency Act 1986 and their assets and liabilities transferred to Core III in consideration for new shares in Core III. Shareholders should note that a merger on this basis will be outside the provisions of the Takeover Code. Documents setting out the full details of the proposal to merge the VCTs will be circulated to shareholders shortly.

Each of these VCTs has completed its initial investment programme, and following the completion of the merger, all shareholders would benefit from the following:–

- An increased ability to pay larger dividends to shareholders;
- Reduced proportionate operating costs following the merger;
- Enhanced investment flexibility by virtue of the larger overall size of funds managed in a single listed VCT.

We urge all shareholders to read the shareholder documentation and approve the proposals.

Dividends

Core VCT I is structured to maximise distributions of both capital and income to Shareholders over the life of the Company. Now that the investment programme has achieved the basis for establishing the associated tax reliefs, we are working as a priority towards returning the proportion of the Company we do not intend to invest into unquoted private equity investments, approximating to 30p per share of the original capital raised. However, the following issues have reduced or delayed our ability to do this so far in the life of the Company:

- Firstly, the performance since inception of the portfolio managed by Credit Suisse as described above has produced a total return of –1.7% (compared to our expectation of a 5% pa return). This underperformance is the subject of ongoing discussions with Credit Suisse;
- It will be also observable that the level of merger and acquisition activity in the UK, which could have reasonably been expected to permit exits from investments, is sharply reduced.

In relation to the year ended 31 December 2008 we are recommending an income dividend of 1p, subject to shareholder approval payable on 30 June 2009 to shareholders on the register at 12 June 2009. In addition, we are recommending a special dividend of 10p to be paid which does not require shareholder approval but is conditional upon the merger being effected (leading to the benefits as described above). The payment date for this dividend will be set out in the merger documentation. These dividends will bring the cumulative dividends paid to 18.10p per share which amounts to a net annual yield of 7.1% on the net cost of subscription after tax relief.

Investments

In line with the completion of the Company's investment programme last year, no new investments were made. We must however, be prepared to support the existing investments with further capital if required, and a net £508,000 was invested in the year in this way. A substantial amount of work has gone into preparing the portfolio for the recession which we are now experiencing.

The Manager's Review refers in more detail to the prospects of the investment portfolio, which now comprises 8 investments with a cost of £8.6 million and a valuation of £6.1 million

Share Price and Secondary Market

Both the Ordinary Shares (CR.) and the B Shares (CR.B) are fully listed shares. Prices are available on www.londonstockexchange.com and the Ordinary Share price is published daily in the Financial Times. Shareholders are reminded that their holding of B Shares forms an integral part of their investment along with their holding of Ordinary Shares.

We are conscious that the mid price of the shares is at a discount to the Net Asset Value. This discount has widened over recent months, as it has for many other VCTs, which simply reflects the lack of liquidity in the secondary market. In addition, whilst Core VCT I does have the ability to buy back shares, we are not anticipating making any share buy backs for the foreseeable future so that we are best placed as a Company to maximise distributions made to all shareholders, as referred to above. Communications from a number of our shareholders has expressed their support for this approach. We would also remind shareholders that we view the NAV Total Return, rather than the share price, as the preferred measure of performance, as it encompasses the value of the current portfolio and the amount of cash distributed to shareholders over the life of their investment.

Information for Shareholders

The Board supports open communication with investors and welcomes any comments or questions you may have, and full contact details are provided at the back of this Report.

Outlook

The current economic and investment outlook remains very uncertain, and 2009 is set to be a challenging year. Our investments cannot be immune from these economic pressures, although the active management that goes into the portfolio has prepared us as far as possible to withstand at least those pressures that we can reasonably foresee.

Overall the stocks in the portfolio were from the outset deliberately selected to represent a portfolio of trades with below average exposure to consumer discretionary expenditure economic cycles, although that does not guarantee that they are unaffected or exempt from the firm-specific risk profiles which are a feature of the small unlisted corporate sector. Whilst the Company does not plan to make new investments, there will be opportunities for our existing investments to make acquisitions at lower prices and so take advantage of these conditions.

Peter Smaill

Chairman

29 April 2009

Manager's Review

Investment Highlights

- Investment Portfolio comprises 8 investments with a cost of £8.6 million and a value of £6.1 million;
- In aggregate, trading has held up across the portfolio, exceeding the levels achieved in 2007. Valuations, however, have fallen, primarily as a result of the reductions in earnings multiples used from comparative quoted companies;
- We have fully provided for the balance of the valuation in Ma Hubbards, reflecting the exceptional challenges facing the freehold pub sector;
- A net £508,000 was invested into existing portfolio investments during the year.

Existing Investments

The investment programme for the fund was completed in the year ended 31 December 2007, and no new investments are expected to be made. Our efforts are therefore centred solely on managing the existing investment portfolio, almost all of which is invested alongside other Companies managed by Core.

Wherever possible, we have sought to prepare for the downturn that is now evident – reducing costs early, and where possible repaying or restructuring bank debt. In this climate, maintaining sales and profit levels means gaining market share; in aggregate, we are pleased that turnover and profits in 2008 are actually ahead of last year.

We are also continuing to pursue an acquisition led growth strategy for many of our larger businesses; pricing is more attractive, risk can be shared with or laid off to previous owners, and opportunities will be plentiful over the next 1–2 years. A further £595,000 was invested into 4 companies during the year and it is important that we continue to support the most successful management teams and businesses to take advantage of these opportunities.

Valuations have fallen by 37.5% over the year. We have decided to fully provide against one investment, Ma Hubbards, given the extreme difficulties facing the pub sector in general and the continuing pressures which we feel will worsen the climate further. Other valuations in the portfolio have fallen, in most cases due to the reductions in comparative earnings multiples of quoted companies. Whilst earnings have risen in many instances in our portfolio, this has not been enough to overcome such a significant scale of de-rating. This also underlines an obvious consequence of the downturn, in that we are not planning to seek exits for any of our investments for the foreseeable future. Our strategy is to hold, support and grow our investments through well structured and selective acquisitions in order to grow scale and lay the foundations for profit growth in the future.

Collectively, this means a delay to the realisation of returns and the distributions of proceeds to our shareholders. However, we believe this approach will ultimately produce the returns we are working to achieve.

Each investment is described below:

kelway®

Kelway Holdings Limited

Cost £1,301,000
Valuation: £1,786,000

Kelway is a fast growing IT reseller targeting organisations with 250 to 1,000 employees. Turnover was £98 million in the year ended 31 March 2008, and is forecast to exceed this in the current year. The company repaid all its bank debt this year. Kelway completed a major acquisition in 2007 and is actively exploring a number of opportunities currently.

adapt

Adapt Group Limited

Cost £980,000
Valuation: £1,252,000

Adapt is a virtual network operator (VNO) providing telecoms solutions to small and medium sized businesses.

This business continues to grow turnover and EBITDA, and has significant further growth potential. Our investment is structured as a high yielding investment, and we have received £90k since inception in addition to the valuation increase over cost as detailed above

Manager's Review

Pureleaf Limited (Baxters International)

Cost £1,213,000
Valuation: £879,000

Baxters is a long established removals and storage business with substantial freehold property and a long standing relationship with the Ministry of Defence, for whom Baxters carries out a significant amount of long term storage.

After a difficult start to this investment in 2007, we settled our substantial claims against the vendors and Baxters now has a strong balance sheet with substantial net assets, unencumbered freehold assets and no senior bank debt. Substantial new commercial contracts have been won which will start to add to the profitability of the business, and a small acquisition was completed in 2008.

SPL Services Limited

Cost £1,467,000
Valuation: £855,000

SPL Services is a specialist logistics business servicing the pharmaceutical sector.

This investment had a difficult start in 2007 but we have worked hard to restore value and the prospects for growth, and invested further to support the business. Management has been strengthened, new overseas operations have been established in India and Singapore, and we have restructured the senior bank debt position so that we have created significant headroom to complete a turnaround. The business is now making good progress, has won some major contracts, is exceeding its budget and has returned to profitability. We are hopeful that this business will now be in a position to make a strong recovery.

Blanc Brasseries Holdings plc

Cost £1,000,000
Valuation: £800,000

Brasserie Blanc now operates 8 units, and will open its 9th unit in Portsmouth in April. Despite the obvious risks to consumer spending, Blanc is trading ahead of expectations, and particularly well in the 6 units opened or refurbished since the business was acquired in 2006. Bank gearing is modest, with substantial undrawn facilities. Whilst we are not committing to opening new sites in the current climate, there will be a time to accelerate our growth through the acquisition or development of new units at lower cost than has been possible to date. This is likely to require further capital from ourselves, other shareholders and management. In the meantime, the business has now achieved the scale to be profitable and cash generative.

Colway Limited (trading as Red Box)

Cost £1,000,000
Valuation: £458,000

Colway is a long established office and graphic supplies business, with three principal divisions – Business, Systems, and Retail. Turnover has grown from £15.5m to approximately £20m and whilst turnover growth has slowed, it is still forecast to be maintained at the levels achieved last year. Having completed five acquisitions since the date of our investment, the latest one in February 2009, we anticipate completing further acquisitions during 2009

Augentius Fund Administration LLP

Cost £30,000
Valuation: £30,000

Augentius is a leading onshore administrator of private equity funds and was formerly Ansbacher Fund Services. The business operates from London, Guernsey, New York, Hong Kong and Singapore, and provides out-sourced administration services to many leading private equity and property funds.

This small investment has a cash yield of 9.5%. The business is trading strongly, but we have made no increase in the valuation given the immaterial size of this investment.

Ma Hubbards Limited

Cost £1,600,000
Valuation: £Nil

The business operates freehold pubs offering value for money food in the North Midlands. We have effected management change and replaced the bank debt provider to create headroom in this business. However, trading continues to be challenging, and the valuation of individual pub properties and pub companies in general has fallen materially. We believe that the pub sector will continue to experience trading pressures and anticipate a large number of pubs will be disposed of or closed by the major operators, depressing valuations still further. For these reasons, we have decided to fully provide against the balance of this investment, which was valued at £658k as at 30 June 2008.

Investment Portfolio Summary
as at 31 December 2008

	Date of initial investment	Book cost £'000	Valuation £'000	% of equity held	% of net assets by value
Qualifying Investments (unquoted)					
Kelway Holdings Limited IT services	November 2006	1,301	1,786	6.3%	23.9%
Adapt Group Limited Internet connections and co-location services	June 2006	980	1,252	3.6%	16.8%
Pureleaf Limited (Baxters International) Removal Company	January 2007	1,213	879	16.1%	11.8%
SPL Services Limited Specialist courier company focusing on the medical industry	July 2007	1,467	855	18.3%	11.4%
Blanc Brasseries Holdings plc Premium casual dining brasseries	April 2006	1,000	800	11.9%	10.7%
Colway Limited (trading as Red Box) Office and graphics supplies	May 2006	1,000	458	21.6%	6.1%
Ma Hubbards Limited Managed freehold pubs	July 2005	1,600	0	49.9%	0.0%
Total qualifying investments		8,561	6,030		80.7%
Non-qualifying investments					
Listed securities		80	32		0.4%
Fixed Interest Securities		1,046	1,046		14.0%
Funds and Trusts		193	193		2.6%
Augentius Fund Administration LLP Fund administrator	October 2006	30	30		0.4%
Total non-qualifying investments		1,349	1,301		17.4%
Total investments		9,910	7,331		98.1%
Other assets			216		2.9%
Current liabilities			(83)		(1.0%)
Net assets			7,464		100.0%

Book value of total qualifying investments represents 86.4% of the total book value of investments. The VCT investment tests are measured broadly on original cost of investments, including cash balances.

10 Largest investments

	Book cost £'000	Valuation £'000	% of net assets by value
Kelway Holdings Limited	1,301	1,786	23.9%
Adapt Group Limited	980	1,252	16.8%
Pureleaf Limited	1,213	879	11.8%
SPL Services Limited	1,467	855	11.4%
Blanc Brasseries Holdings plc	1,000	800	10.7%
Treasury 4% 2009	660	661	8.9%
Colway Limited	1,000	458	6.1%
BGI Cash Selection Fund plc	193	193	2.6%
BSkyB 7.75% 2009	93	93	1.3%
Rexam plc 7.125% 2009	91	92	1.2%
Total of 10 largest investments	7,998	7,069	94.7%

Board of Directors

Peter Smaill

Status: Independent, non-executive Chairman
Age: 54
Date of appointment: 29 November 2004

Peter has pursued a career in private equity investment spanning more than 25 years, focusing on mid-market transactions of all types. He has been associated with many successful exits of buyouts, buyins and growth capital investments throughout the UK. A law graduate of Edinburgh University, Peter trained at 3i and had a period with Gresham Trust plc, specialising in Business Expansion Scheme financings, prior to developing his career at National Westminster Bank Plc. He was a Director of NatWest Equity Partners Limited (now Bridgepoint Capital Limited), and headed its Edinburgh office in 1989. He was Director of the NatWest IT Fund from 1996 to 2000, which achieved successful flotations for investments on AIM, Techmark and NASDAQ, as well as via trade sales. Subsequently he moved to LICA Development Capital Limited in London where he was Co Managing Director, developing information technology strategy and tax related products, before joining Dunedin Capital Partners Limited, where he was a Director from 2002 to 2004. He was non-executive chairman of Portman Holdings Limited, a MBO which he led in 1996 and successfully exited in February 2007. In January 2006 he joined Fairfax, an innovative international investment business, and was appointed a director of Fairfax Investment Management Limited. Peter was appointed as Chairman of Core VCT II plc and Core VCT III plc in October 2005.

The Rt. Hon. The Lord Walker of Worcester, MBE, PC

Status: Non-executive Director
Age: 76
Date of appointment: 29 November 2004

Lord Walker has pursued both an active business career and a distinguished career in British politics. He was elected a Conservative Member of Parliament in 1961 for Worcester, and became the youngest member of the Shadow Cabinet in 1965 and the youngest Cabinet member in 1970. He remained a member of all Conservative Cabinets from 1970 to 1990. In 1990, he left the Cabinet and returned to his business activities and took on a series of executive and non-executive board positions including British Gas plc (1990-1996), and Tate & Lyle plc (1990-2001). He was Chairman of Allianz Cornhill Insurance plc until June 2006 and is Vice Chairman of Dresdner Kleinwort Limited. He is a non-executive Director of the London International Financial Futures and Options Exchange, a non-executive director of Caparo plc and Caparo Group Limited and a non-executive director of ITM Power plc. He is also a director of the International Tax and Investment Centre and is vice president of the German-British Chamber of Industry and Commerce. Lord Walker was appointed as a Director of Core VCT II plc and Core VCT III plc in October 2005.

John Brimacombe

Status: Independent, non-executive Director
Age: 39
Date of appointment: 9 August 2007

John is MD of Jobstream Group plc and an Operating Partner of Sussex Place Ventures. He was a co-founder of NGame Limited and was also President of Mforma Group Inc. John is a non-executive director and shareholder of Kelway Holdings Limited, one of the investee companies of the Core VCTs. John was appointed as a Director of Core VCT II plc and Core VCT III plc in August 2007.

Directors' Report

The Directors present the fourth Annual Report and Accounts of the Company for the year ended 31 December 2008.

Business and principal activities

The principal activity of the Company during the year under review was investment in a diverse selection of established unquoted companies in the United Kingdom. Details of the principal investments made by the Company are given in the Investment Portfolio Summary on page 9 of this Report. A review of the Company's business during the period is contained in the Chairman's Statement and Manager's Review.

The Ordinary Shares of 1p each and the B Shares of 1p each in the capital of the Company were first admitted to the Official List of the UK Listing Authority (UKLA) and began trading on 4 April and 29 June 2005 respectively.

The Company intends to revoke investment company status in order to effect the payment of capital dividends.However the Company has satisfied the requirements for provisional approval as a Venture Capital Trust under section 274 of the Income Tax Act 2007 (ITA). It is the Directors' intention to continue to manage the Company's affairs in such a manner as to comply with section 274 of the ITA.

Future developments

The Company will continue to pursue its investment objective as set out at the beginning of this Report, in line with its Investment Policy.

Business review and performance review

For a review of the Company's development and performance during the year, please see the Chairman's Statement on page 4 and the Manager's Review on pages 6-8. The Performance Summary on page 1 provides data on the Company's key performance indicators.

The Board reviews performance by reference to a number of measures, taking account of the long term nature of the assets in which the Company invests.

Total Return

The Total Return (Net Asset Value plus cumulative distributions) is the key measure of performance for the Company. The two principal components of this measure are:–

- **Net Asset Value (NAV)**
  Net Asset Value is calculated monthly, with a full valuation of the Unquoted investments carried out every six months in accordance with the International Private Equity Venture Capital Valuation guidelines.
- **Cumulative distributions**
  Cumulative distributions are since inception distributions of both income and capital. The Company has no fixed life, but intends to naturally liquidate and distribute all its assets over time. In particular, the Company has a policy to distribute all proceeds from realised investments (the original capital invested plus realised profits less losses), as well as income after expenses. In addition, the Company intends to return cash assets after the initial three year investment period.

Share price

The Board monitors the share price of the Ordinary Shares and the B Shares.

Total expense ratio

The expenses of managing the Company, known as the Total Expense Ratio (TER), are reviewed by the Board at board meetings. Because the Company has no management fee payable to Core Capital, the Company is expected to have one of the lowest fixed costs of any VCT of comparable size.

Principal risks and uncertainties

For details on the principal risks and uncertainties of the Company, please see Note 18 to the Account on pages 35-38.

Issue of shares

The Company has not issued any Ordinary Shares or B Shares during the year under review nor bought back any shares.

As at 31 December 2008 the issued Ordinary Share capital of the Company was £109,346 and the issued B Share capital of the Company was £72,964. The number of Shares in issue as at 31 December 2007 was 10,934,571 Ordinary Shares and 7,296,381 B Shares.

Results

	Year ended 31 December 2008 £	Year ended 31 December 2007 £
Capital return transferred to reserves	(3,375,145)	611,690
Revenue return after taxation for the period	106,353	106,751
Total return attributable to shareholders for the period	(3,268,792)	718,441

Dividend

The Directors will be recommending a final dividend of 1p per share to Shareholders at the Annual General Meeting to be held on 18 June 2009 which will be payable on 30 June 2009 to Shareholders who are on the Register on 12 June 2009. In addition a special dividend of 10.0p will be paid subject to the merger being effected.

Directors and their interests

The names of the Directors appear below and brief biographical details on each of the Directors are given on page 10 of this Annual Report. Peter Smaill and Lord Walker were both appointed to the Board on 29 November 2004. John Brimacombe was appointed to the Board on 9 August 2007. In accordance with the Company's Articles of Association and the

Directors' Report

AIC Code of Corporate Governance ("the AIC Code"), Lord Walker will retire by rotation, and being eligible will offer himself for re-election, at the Annual General Meeting of the Company to be held on 18 June 2009.

The Directors' interests (including holdings of connected persons) in the issued capital of the Company as at 31 December 2008 were:

	Shares held on 31 December 2008		Shares held on 31 December 2007	
	Ordinary Shares	B Shares	Ordinary Shares	B Shares
Peter Smaill	31,200	5,200	31,200	5,200
Lord Peter Walker	46,800	7,800	46,800	7,800
John Brimacombe	–	–	–	–

There have been no further changes in the holdings of the Directors since 31 December 2008.

No options over the share capital of the Company have been granted to the Directors. No Director has a service contract with the Company. The Company does not have any employees.

Management

Core Growth Capital LLP was appointed Manager to the Company on 1 December 2004, and changed its name to Core Capital LLP on 3 October 2006. The Management Agreement is for an initial period of four years and thereafter until their appointment is terminated by not less than one year's notice in writing to expire at any time after the initial period. The Manager receives no annual fee but instead has subscribed for 75% of the B Shares in issue. For further information please see note 3 to the accounts on page 27. The Directors regularly review the performance of the Manager and carry out an annual evaluation. They believe that the continuing appointment of the Manager on the terms agreed is in the interests of the Shareholders as a whole. For further details of the review please see the Corporate Governance Statement on page 18.

Aberdeen Asset Management PLC acts as both Administrator and Company Secretary to the Company under an Agreement dated 23 May 2008. The appointment is for an initial period of three years and thereafter may be terminated by not less than six month's notice in writing to expire after the initial period. A fee of £12,121 was paid in respect of the year covered by this report. There are no compensation provisions on termination of this agreement.

VCT status monitoring

The Company appointed PricewaterhouseCoopers LLP (PWC) to advise on its compliance with the legislative requirements relating to VCTs. PWC review new investment opportunities as appropriate and carry out regular reviews of the Company's investment portfolio.

Auditors

Ernst & Young LLP were reappointed as Auditors of the Company at the Annual General Meeting held on 4 June 2008 and resolutions to re-appoint Ernst & Young LLP and to authorise the Directors to determine their remuneration will be proposed at the forthcoming Annual General Meeting.

Auditors' right to information

So far as the Directors are aware, there is no relevant audit information of which the auditors are unaware. They have individually taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Financial instruments

The main risks arising from the Company's financial instruments are due to fluctuations in the market price and interest rates, credit risk and liquidity risk. The Board regularly reviews and agrees policies for managing these risks and full details can be found in note 18 on pages 35-38.

Substantial interests

As at 29 April 2009 the Company had not been notified of any beneficial interest exceeding 3% of the issued share capital.

Creditors' payment policy

The Company's creditor policy is to agree terms of payment before business is transacted, to ensure suppliers are aware of these terms and to settle bills in accordance with them. The Company did not have any material trade creditors at the year end.

Annual General Meeting

A notice for the Annual General Meeting of the Company to be held at 10.30 am on 18 June 2009 at the offices of Core Capital LLP, 103 Baker Street, London, W1U 6LN is set out on pages 40-42 of this Annual Report and a personalised proxy form is included with shareholders' copies of this Annual Report.

The notice of the meeting includes a resolution to re-appoint Lord Walker as Director of the Company and brief biographical details of all Directors can be found on page 10 of this Annual Report. The Board supports the re-election of Lord Walker and believes that he brings valuable skill, experience and expertise to the Company.

In addition to the ordinary business, the following resolutions will be considered at the Annual General Meeting:

Authorities for the Directors to allot shares (Resolution 7) and the disapplication of pre-emption rights (Resolution 8) under sections 80 and 95 of the Companies Act 1985 ("the Act").

These two resolutions grant the Directors the authority to allot shares for cash to a limited and defined extent otherwise than pro rata to existing shareholders in accordance with section 89 of the Act. Resolution 7 will enable the Directors to allot up to an aggregate nominal amount not exceeding £27,336 with regard to the Ordinary Shares and £18,241 with regard to the B Shares representing approximately 25% of the issued ordinary share capital of both classes. This resolution is proposed as an ordinary resolution and will require the approval of more than 50% of the votes cast at the meeting.

Under section 89 of the Act, if the Directors wish to allot any of the unissued share capital for cash they must first offer such shares to existing shareholders in proportion to their current holdings. Resolution 8 will enable this requirement to be disapplied in the specific circumstances named in the Resolution. These are in relation to a rights issue, to fund a purchase of shares and also pursuant to any future 5 per cent. "top-up" offer. This resolution is proposed as a special resolution and will require the approval of at least 75% of the votes cast at the meeting.

Both authorities, unless previously renewed or revoked, will expire on the earlier of the Annual General Meeting of the Company to be held in 2010 and the date which is fifteen months after the date on which the relevant resolution is passed except that the Directors may allot securities after this date in pursuance of offers or agreements made prior to the expiration of the authority.

Both resolutions generally renew previous authorities approved on 4 June 2008 respectively. The Directors have no immediate intention of exercising these powers.

Authority to purchase the Company's own shares (Resolution 9)

This resolution authorises the Company to purchase its own shares pursuant to section 166 of the Companies Act 1985. The authority is limited to a maximum number of 1,639,092 Ordinary Shares and 1,093,727 B Shares equal to approximately 14.99% of the issued share capital at the date of the resolution and will expire on the earlier of the conclusion of the Annual General Meeting of the Company to be held in 2010 and the date which is fifteen months after the date on which this resolution is passed. The maximum price (exclusive of expenses) which may be paid for an Ordinary Share or, as the case may be, B Share will be the amount equal to 105% of the average of the middle market quotations for the Company's Shares of that class as derived from The London Stock Exchange Daily Official List for the five business days immediately preceding the purchase. The minimum price which may be paid is one penny per share, i.e. the nominal value of the shares.

As a consequence of the tax relief available to investors who purchase new VCT shares, market liquidity is restricted. The additional new reserve created by the cancellation of the share premium account may be used to off-set the effects of any future unrealised losses on the ability of the Company to pay future dividends in respect of the Ordinary Shares. In addition, the reserve created by the cancellation may also be used, to a limited extent, to purchase Ordinary Shares or, as the case may be, B Shares in the market. Such purchases may help to limit the discount at which the shares may trade to their underlying net asset value.

Shareholders should note that the Directors will not exercise this authority unless to do so would result in an increase in net assets per share and would be in the interests of Shareholders generally. This resolution is proposed as a special resolution and will require the approval of at least 75% of the votes cast at the meeting.

By order of the Board

For Aberdeen Asset Management PLC
Company Secretary
29 April 2009

Directors' Remuneration Report

This Report has been prepared by the Directors in accordance with the requirements of Schedule 7A of the Companies Act 1985. A resolution to approve the Report will be proposed at the Annual General Meeting to be held on 18 June 2009. The Company's auditors are required to give their opinion on the specified information provided on Directors' emoluments and this is explained further in their report to Shareholders on page 21. The figures that are audited are detailed as such.

Remuneration policy

The remuneration policy and the remuneration of individual Directors is determined by the Board as a whole of which Peter Smaill and John Brimacombe are independent of the Manager. When considering the level of Directors' fees, the Board takes account of remuneration levels elsewhere in the Venture Capital Trust industry and other relevant information. It considers the levels and make-up of remuneration which are sufficient to attract, retain and motivate directors of the quality required to run the Company successfully and reflect the time commitment and responsibilities of the roles. The Board has access to independent advice where it considers it appropriate. However, no such advice was taken during the year under review.

It is not considered appropriate at the current time to relate any portion of the fees paid to the Directors, who are all non-executive, to performance. However, members of the Manager own 75% of the B Shares through which they effectively receive 30% of all income and capital after such time as the Ordinary Shareholders have received the effective initial cost of 60 pence plus a hurdle rate return of 5% per annum. Lord Peter Walker is a Director and shareholder of Caparo plc which is a partner in Core Capital LLP (for further information on the incentive fee and on Lord Walker's connection to the Caparo Group Limited please see Notes 3 and 21 respectively of the Notes to the Accounts on pages 27 and 38). Lord Walker was paid director's fees of £12,000 during the year under review.

The Directors do not have any plans to introduce any further incentive schemes at the present time and will seek Shareholder approval for any such schemes should they be proposed in the future.

The Company's Articles of Association limit the total amount that can be paid to the Directors in fees to £100,000 per annum. It is intended that this policy will continue for the year ended 31 December 2009 and subsequent years.

Details of the Directors' remuneration are disclosed below and in the Notes to the Accounts.

Terms of appointment

The Articles of Association provide that Directors may be appointed either by an ordinary resolution of the Company or by the Board provided that a person appointed by the Board shall be subject to re-election at the first Annual General Meeting following their appointment. Subject to the provisions of the Companies Act 1985, one third of the Directors (or if the number is not a multiple of three, the number nearest to one-third), shall retire from office by rotation at each AGM and the Director(s) retiring by rotation shall be the Director(s) who has been longest in office since their last election. Notwithstanding the above provision, each Director is required to submit himself for re-election in any period of three consecutive Annual General Meetings. Directors retiring by rotation are then eligible for re-election. In accordance with these provisions, Lord Walker will offer himself for re-election at the Annual General Meeting to be held on 18 June 2009.

All of the Directors are non-executive and none of the Directors has a service contract with the Company. All Directors receive a formal letter of appointment setting out the terms of their appointment, the powers and duties of Directors and the fees pertaining to the appointment. A Director's appointment may be terminated on three months' notice being given by the Company and in certain other circumstances. No arrangements have been entered into between the Company and the Directors to entitle any of the Directors to compensation for loss of office. None of the Directors receive pension benefits from the Company and the Company has not granted any Director any options over the share capital of the Company.

Directors' emoluments

The total emoluments in respect of qualifying services of each person who served as a Director during the year are as set out in the table below (audited).

	Year ended 31 December 2008	Year ended 31 December 2007 £
Peter Smaill	15,000	15,000
Helen Bagan	–	7,338
Lord Peter Walker	12,000	12,000
John Brimacombe	12,000	4,662
	39,000	**39,000**

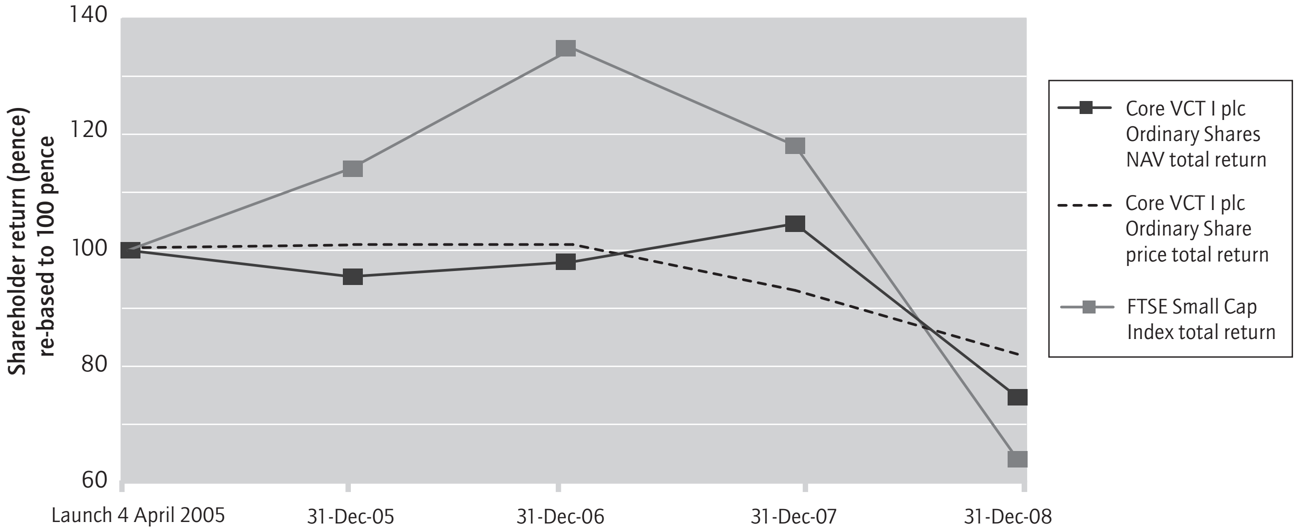
The Company does not have any schemes in place to pay any of the Directors bonuses or benefits in addition to their Directors' fees.

The Directors received no further emoluments in respect of their services. Aggregate fees in respect of qualifying services for all Directors for the year ended 31 December 2008 amounted to £39,000 (2007: £39,000).

Total shareholder return

The following graph charts the total cumulative shareholder return of the Company since the Ordinary Shares were first admitted to the Official List of the UK Listing Authority on 4 April 2005 compared to the total cumulative shareholder return of the FTSE SmallCap Index. This index represents a broad equity market index against which investors can measure the performance of the Company and is considered an appropriate index against which to measure the Company's performance. The total shareholder return has been re-based to 100 pence. An explanation of the performance of the Company is given in the Chairman's Statement and the Manager's Review.

Total cumulative shareholder return of the Ordinary Share Fund since the Ordinary Shares were first admitted to the Official List of the UK Listing Authority compared to the total return of the FTSE Small Cap Index



The total return per share has been shown separately on the graph because the Directors believe that it represents a more accurate reflection of the Company's performance.

By order of the Board

Aberdeen Asset Management PLC
Company Secretary

29 April 2009

Corporate Governance Statement

The Directors of Core VCT I plc have adopted the Association of Investment Companies Code of Corporate Governance ("AIC Code") for the year ended 31 December 2008. The AIC Code addresses all principles set out in Section 1 of the Combined Code, as well as setting out additional principles and recommendations on issues that are of specific relevance to the Company. The Financial Reporting Council (FRC) has confirmed that in complying with the AIC Code the Company will meet its obligations in relation to the Combined Code and paragraph 9.8.6 of the Listing Rules.

The Company believes that reporting against the principles of the AIC Code will provide more relevant information to shareholders.

The Company has complied with the recommendations of the AIC Code and the relevant provisions of Section 1 of the Combined Code except where noted below. There are certain areas of the Combined Code that the AIC do not consider relevant to investment companies, and with which the Company does not specifically comply, for which the AIC Code provides dispensation. These areas are as follows:

- The role of the chief executive
- Executive directors' remuneration
- The need for an internal audit function

As an externally managed investment company, the Company does not employ a chief executive, nor any executive directors. The systems and procedures of the Manager and the Administrator, the provision of VCT monitoring services by PricewaterhouseCoopers LLP, as well as the size of the Company's operations, gives the Board full confidence that an internal audit function is not necessary. The Company is therefore not reporting further in respect of these areas.

The Board

The Board comprises three non-executive Directors. Each brings a range of relevant expertise, experience and judgement to the Board. The Company has not appointed a Senior Independent Director as it does not believe that such an appointment is necessary when the Board is comprised solely of non-executive Directors. The Directors believe that this structure is the most appropriate for the Company given its current size and the nature of its business.

The Chairman's other significant time commitments are disclosed on page 10.

All the Directors are equally responsible under the law for the proper conduct of the Company's affairs. In addition, the Directors are responsible for ensuring that their policies and operations are in the best interests of all the Company's Shareholders and that the best interests of creditors and suppliers to the Company are properly considered.

At least four formal Board meetings are scheduled every year and other meetings are held as necessary. There is a schedule of matters specifically reserved for decision by the Board. These include compliance with the requirements of the Companies Act, the UK Listing Authority and the London Stock Exchange; changes relating to the Company's capital structure or its status as a plc. The primary focus at each quarterly Board meeting is overall strategy and a review of investment performance, including but not limited to, asset allocation, investor relations, peer group information and issues affecting the investment industry as a whole. The Board, through the Manager, regularly monitors the level of the share price discount and, if necessary, takes action to reduce it.

Given the size and structure of the Company and the Board, the Board does not believe it is necessary to appoint an Audit Committee or a Nominations and Remuneration Committee. The roles and responsibilities of these Committees have been included in the schedule of matters specifically reserved for decision by the Board following the recommendations of the AIC Code where these are considered to be appropriate to the Company. The Board allocates separate sections of the Agendas for Board meetings for 'Audit matters', 'Nomination matters' and 'Remuneration matters'. Under 'Audit matters' the Board reviews the internal financial and non-financial controls, accounting policies and the contents of the Interim and Annual Reports to Shareholders and has full responsibility for the appointment and removal of the external auditors. The Company's external auditors are invited to attend meetings as appropriate.

The Chairman and Board are involved at an early stage in the process of structuring the launch of any Offers that may be agreed by the Board.

In the year under review the Board held six formal meetings. The attendance of the Directors is summarised in the table below:

Director	Number of meetings (attended/held)
Peter Smaill	6/6
Lord Walker	5/6
John Brimacombe	6/6

A procedure has been adopted for individual Directors, in the furtherance of their duties, to take independent professional advice at the expense of the Company. The Directors have access to the advice and services of the Company Secretary, who is responsible to the Board for ensuring board procedures are followed. Both the appointment and removal of the Company Secretary are matters for the Board as a whole. Where Directors have concerns, which cannot be resolved about the running of the Company or a proposed action, they are asked to ensure that their concerns are recorded in the Board minutes. On resignation, a Director who has any such concerns should provide a written statement to the Chairman, for circulation to the Board. The Board has satisfied itself that it has sufficient resources to undertake its duties.

All of the Directors are subject to re-election by Shareholders at the first Annual General Meeting following their appointment and, subject to the provisions of the Companies Act 1985, one-third of the Directors shall retire from office by rotation at each AGM and this Director shall be the Director who has been longest in office since their last election. Notwithstanding the above provision, each Director is required to submit himself for re-election in any period of three consecutive Annual General Meetings. Lord Walker will retire by rotation and being eligible offers himself for re-election at the Annual General Meeting of the Company to be held on 18 June 2009.

	Date of appointment	Last re-election	Next retirement by rotation/ re-election due
Peter Smaill	29 Nov 2004	AGM 2008	AGM 2011
John Brimacombe	9 Aug 2007	AGM 2008	AGM 2010
Lord Walker	29 Nov 2004	AGM 2007	AGM 18 June 2009

In terms of overall length of tenure, the AIC Code does not explicitly make recommendations. Some market practitioners feel that considerable length of service (which has generally been defined as a limit of 9 years) may lead to the compromise of a director's independence. While the Company has not been in existence long enough for the Board to consider that this is an issue (having commenced trading in 2004), the overall matter of directors' independence is taken extremely seriously, as discussed below. If the matter becomes relevant in future years, the Board will consider length of tenure of directors at the appropriate time. The Board has considered whether each Director is independent in character and judgement and whether there are any relationships or circumstances which are likely to affect, or could appear to affect, the Director's judgement and has concluded that all of the Directors, with the exception of Lord Walker, are independent of the Manager. John Brimacombe is a non-executive director and shareholder of Kelway Holdings Limited, in which the Core VCTs have invested. The Board considers that this relationship does not unduly affect Mr Brimacombe's independence from the Manager. All Directors have been appointed to the boards of Core VCT II plc and Core VCT III plc, which are also managed by the Manager. The AIC Code recommends that directors who sit on the boards of more than one company managed by the same manager should not be regarded as independent. The Board believes that these cross-directorships do not unduly affect their independence from the Manager due to the parallel investments the companies intend to, and are, making. Further, the Board rigorously reviews and monitors all investments made by the Manager, whether common to all three VCTs or not, to ensure they meet the Company's investment policy. The Board believes that this, along with the annual review of the Manager, is sufficient to ensure that they remain independent from the Manager. Independence provisions under Chapter 15 of the UKLA Listing Rules, in relation to directors' appointments to companies managed by the same Manager, are currently subject to transitional arrangements. The Board intends to keep this matter under review and will report on this in future years. For further details please see Note 21 of the Notes to the Accounts on page 38 on related party transactions. The Board places great emphasis on the requirement for the Directors to disclose their interests in investments (and potential investments) and has instigated a procedure whereby a Director declaring such an interest does not participate in any decisions relating to such investments. In addition and following on from the change in the Articles of Association at last years AGM, a Directors conflicts of interests register has been created and authorised by the Board.

The Board aims to include a balance of skills, experience and length of service that the Directors believe to be appropriate to the management of the Company. The Board reviews all candidates for new appointments and candidates are selected based on the skills and experience that the Board believes will fill any gaps that the Board may have. The Board offers an induction procedure to all new directors and all directors may choose relevant training as and when required. The AIC Code provides that the Board should undertake a formal and rigorous annual evaluation of its own performance and that of its committees and individual Directors. In order to review its effectiveness, the Board carries out a process of formal self appraisal. The Directors consider how the Board functions as a whole and also review the

Corporate Governance Statement

individual performance of its members. This process is led by the Chairman and encompasses quantative and qualitative measures of performance implemented by way of an evaluation survey questionnaire and Board discussion. It also forms the basis of the decision on whether or not Directors are nominated for re-election at the relevant intervals. This process has been carried out in respect of the year under review and will be conducted on an annual basis. The review concluded that the Board is functioning well and there are no issues of concern.

The Manager

Under the terms of a Management Deed dated 1 December 2004, the Company has appointed Core Capital LLP (formerly Core Growth Capital LLP) as Manager of the Company. The Manager will manage and advise the Company so that it will ensure that the Company will satisfy and continue to satisfy the conditions for approval as a venture capital trust as set out in section 274 of ITA (previously section 842AA of the Income and Corporation Taxes Act 1988) and the rules of the UKLA. The Board and Manager operate in a supportive, co-operative and open environment and the Board regularly reviews the performance of the Manager. Details of the principal investments made by the Company are given in the Manager's Review on pages 6-8. There are no management fees payable to the Manager. Details of the management incentive structure whereby members of the Manager have subscribed for B shares in the Company are set out in Note 3 to the accounts on page 27.

The continued appointment of Core Capital LLP as Investment Manager to the Company on the existing terms was approved by the Board on 10 March 2009. The Board considers the arrangements for the provision of investment management and other services to the Company on an ongoing basis and a review is conducted annually.

As part of this review the Board considers the quality of management, the levels of staffing, the investment process and the results achieved to date. From time to time the Board makes suggestions as to the development of processes and considers the changes proposed by management as to the ownership and operation of the management contract. The Board continues to put emphasis on the achievement as a result of the key test of 70% of your Company's assets being in qualifying assets for VCT purposes by the time of the third anniversary of subscription.

The Board reviews performance data for other VCTs whose capital was raised at the same time as your Company was capitalised. However, it is considered as too early to determine whether any detectable early variances in net asset performance are significant or meaningful in the context of the objectives of the investor in this type of company.

The principal contents of the agreement with the Manager have been set out in the previous section. Having considered the terms of this agreement, and where relevant those of companies in the same peer group, the Board considers that the terms of the agreement represent an appropriate balance between cost and incentivisation of the Manager, with the principal economic reward to the Manager consisting of the capital growth potential of their B Shares of the Company in the event that investor-focused hurdles are met.

Internal control

The Board acknowledges that it is responsible for the Company's system of internal control. Internal control systems are designed to manage the particular needs of the Company and the risks to which it is exposed and can by their nature only provide reasonable and not absolute assurance against material misstatement or loss.

The Directors are responsible for the internal control systems of the Company and for reviewing their effectiveness. These aim to ensure the maintenance of proper accounting records, the reliability of published financial information and the information used for business making decisions and that the assets of the Company are safeguarded.

The Board has put in place ongoing procedures for identifying, evaluating and managing the significant risks faced by the Company. As part of this process an annual review of the control systems is carried out in accordance with the Turnbull guidelines for internal control. The review covers a consideration of the key business, operational, compliance and financial risks facing the Company. Each risk is considered with regard to: the controls exercised at Board level; reporting by service providers and controls relied upon by the Board; exceptions for consideration by the Board; responsibilities for each risk and its review period; and risk rating. Investment risk is managed to the Board's satisfaction by the Manager, primarily through the medium of a balanced and diversified portfolio; this approach is described in more detail in the Manager's Report.

The Board has delegated contractually to third parties the management of the investment portfolio, the day to day accounting, company secretarial and administration requirements and the registration services. Each of these contracts was entered into after full and proper consideration by the Board. The annual review includes a consideration of the risks associated with the Company's contractual arrangements with third party suppliers.

This procedure for the review of control systems has been in place and operational throughout the year under review. The Board has identified no significant problems with the Company's internal control mechanisms that warrant disclosure in the Annual Report.

Directors' remuneration

The remuneration of the Directors is determined by the Board, in accordance with the Company's Articles of Association. The Articles currently stipulate a maximum total Board remuneration of £100,000 per annum. The Board as a whole reviews the remuneration policy of the Company. Further details can be found in the Directors' Remuneration Report on pages 14-15.

Relations with Shareholders

Communication with Shareholders is given a high priority. All Shareholders receive a copy of the Annual and Interim Reports. There is an opportunity to question the Directors at the Annual General Meeting to which all Shareholders are invited. Shareholders also receive a Newsletter in respect of the quarters in which they do not receive either the Annual or the Interim Reports. The Company invites communications from Shareholders and contact details are provided on page 39.

The Board as a whole approves the contents of the Chairman's Statement and Manager's Review which form part of the Annual and Interim Reports to Shareholders in order to ensure that they present a balanced and understandable assessment of the Company's position and future prospects.

The Company counts all proxy votes and indicates to Shareholders at each General Meeting the balance for and against each resolution and the number of abstentions, after it has been dealt with on a show of hands. The details of proxy votes for each resolution are published on the Manager's website after each General Meeting.

The Notice of the Annual General Meeting is included in this Annual Report and is normally sent to Shareholders at least 20 working days before the meeting.

Going concern

Agreement has been reached with Core II and Core III to put proposals to shareholders to merge the VCTs to achieve cost efficiencies. The merger, if approved, would be effected on a relative net asset basis by Core I and Core II being placed in members' voluntary liquidations pursuant to section 110 of the Insolvency Act 1986 and their assets and liabilities transferred to Core III in consideration for new shares in Core III. As a consequence of the proposed merger, it is expected that the Company will cease to operate in the foreseeable future, and the accounts have been prepared on a break-up basis.

Accountability and audit

The Statement of Directors' Responsibilities in respect of the accounts is set out on page 20 of this report.

The non-audit services provided by the auditors for the period ended 31 December 2008 related to the review of the interim report. The Board regularly reviews and monitors the external auditor's independence and objectivity. As part of this it reviews the nature and extent of services supplied by the auditors to ensure that independence is maintained.

Statement of Directors' Responsibilities

Company law requires the Directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the year and of the net return for the year. In preparing those accounts, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts.

The Directors confirm that the accounts comply with the above requirement.

The Directors are responsible for ensuring that proper accounting records are kept which disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts comply with the Companies Act 1985 and 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The accounts are published on the Core Capital LLP website, which is maintained by the Company's investment manager. The maintenance and integrity of the website maintained by Core Ca[pital LLP is, so far as it relates to the Company, the responsibility of Core Capital LLP.

In accordance with Chapter 4 of the Disclosure and Transparency Rules, and to the best of their knowledge, each Director of Core VCT I plc ("the Company") confirms that the financial statements have been prepared in accordance with the applicable set of accounting standards and give a true and fair view of the assets, liabilities, financial position and profit or loss of the company. Furthermore, each Director certifies that the Report of the Directors includes a fair review of the development and performance of the business and the position of the Company, together with a description of the principal risks and uncertainties that the Company faces.

By order of the board

Peter Small
Director

29 April 2009

Independent Auditors' Report to the Shareholders of Core VCT I plc

We have audited the financial statements of Core VCT I plc for the year ended 31 December 2008 which comprise the Income Statement, Balance Sheet, Reconciliation of Movement in Shareholders' Funds and Cash Flow Statement and the related notes 1 to 21. These financial statements have been prepared under the accounting policies set out therein. We have also audited the information in the Directors' Remuneration Report that is described as having been audited.

This report is made solely to the Company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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 auditors

The directors are responsible for preparing the Annual Report, the Directors' Remuneration Report and the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements and the part of the Directors' Remuneration Report to be audited 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 and whether the financial statements and the part of the Directors' Remuneration Report to be audited have been properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the information given in the Directors' Report is consistent with the financial statements. In addition, we report to you if, in our opinion, the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We review whether the Corporate Governance Statement reflects the Company's compliance with the nine provisions of the 2006 FRC Combined Code specified for our review by the Listing Rules of the Financial Services Authority, and we report if it does not. We are not required to consider whether the board's statements on internal control cover all risks and controls, or form an opinion on the effectiveness of the Company's corporate governance procedures or its risk and control procedures.

We read other information contained in the Annual Report and consider whether it is consistent with the audited financial statements. The other information comprises only the Performance Summary, Investment Objective, Investment Policy, the Chairman's Statement, the Manager's Review, the Investment Portfolio Summary, Board of Directors, the Directors' Report, the unaudited part of the Directors' Remuneration Report, Corporate Governance Statement, and the Statement of Directors' Responsibilities, Shareholder Enquiries, Notice of the Annual General Meeting and Corporate Information. 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 and the part of the Directors' Remuneration Report to be audited. 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 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 and the part of the Directors' Remuneration Report to be audited 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 and the part of the Directors' Remuneration Report to be audited.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the Company's affairs as at 31 December 2008 and of its Net Return for the year then ended;
- the financial statements and the part of the Directors' Remuneration Report to be audited have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

Ernst & Young LLP
Registered auditor, London

29 April 2009

Income Statement
for the year ended 31 December 2008

	Notes	Revenue £	Year ended 31 December 2008 Capital £	Total £	Revenue £	Year ended 31 December 2007 Capital £	Total £
Unrealised (losses)/gains on investments	9	–	(3,226,622)	(3,226,622)	–	611,917	611,917
Net realised (losses)/gains on investments	9	–	(127,814)	(127,814)	–	23,713	23,713
Income	2	356,635	–	356,635	323,073	–	323,073
Transaction costs and investment management expense	3	(773)	(28,213)	(28,986)	(2,725)	(28,220)	(30,945)
Other expenses	4	(226,513)	–	(226,513)	(210,585)	–	(210,585)
Return on ordinary activities before taxation		**129,349**	**(3,382,649)**	**(3,253,300)**	**109,763**	**607,410**	**717,173**
Tax on ordinary activities	6	(22,996)	7,504	(15,492)	(3,012)	4,280	1,268
Return attributable to equity shareholders		**106,353**	**(3,375,145)**	**(3,268,792)**	**106,751**	**611,690**	**718,441**
Return per Ordinary Share	8	**0.97p**	**(30.87)p**	**(29.90)p**	**0.98p**	**5.59p**	**6.57p**

There were no other gains or losses in the year ended 31 December 2008, or the comparative period.

All revenue and capital items in the above statement derive from continuing operations.

No operations were acquired or discontinued in the year.

The notes on pages 25-38 form part of these financial statements.

Balance Sheet
as at 31 December 2008

	Notes	31 December 2008 £	£	31 December 2007 £	£
Non-current assets					
Investments at fair value	9		–		10,890,734
Current assets					
Investments at fair value	9	7,331,671		–	
Debtors and prepayments	11	123,917		195,362	
Cash at bank	17	92,280		141,831	
		7,547,868		337,193	
Creditors: amounts falling due within one year					
Corporation tax		(15,515)		(23)	
Other creditors		(5,891)		(21,450)	
Accruals		(61,697)		(35,515)	
	12	(83,103)		(56,988)	
Net current assets			7,464,765		280,205
Net assets			**7,464,765**		**11,170,939**
Capital and reserves					
Called up Ordinary Share capital	13		109,346		109,346
Called up B Share capital	13		72,964		72,964
Capital redemption reserve	14		100		100
Share premium account	14		5,113,629		5,113,629
Capital reserve - realised	14		(201,558)		(53,035)
Capital reserve - unrealised	14		(2,578,732)		647,890
Special distributable reserve	14		4,831,261		5,104,625
Revenue reserve	14		117,755		175,420
Total equity shareholders' funds			**7,464,765**		**11,170,939**
Net asset value per 1p Ordinary Share	15		**67.60p**		**101.49p**
Net asset value per 1p B Ordinary Share	15		**1.00p**		**1.00p**

The notes on pages 25-38 form part of these financial statements.

The financial statements were approved and authorised for issue by the Board on 29 April 2009 and were signed on its behalf by:

Peter Smaill

Chairman

Reconciliation of Movements in Shareholders' Funds

for the year ended 31 December 2008

	Notes	Year ended 31 December 2008 £	Year ended 31 December 2007 £
Opening balance at beginning of year		11,170,939	10,691,338
Net share capital (bought back) for in the year		–	(9,004)
(Loss)/profit for the year		(3,268,792)	718,441
Dividends paid in year	7	(437,382)	(229,836)
Closing Shareholders' funds at 31 December 2008		**7,464,765**	**11,170,939**

Cash Flow Statement

for the year ended 31 December 2008

	Notes	Year ended 31 December 2008 £	£	Year ended 31 December 2007 £	£
Operating activities					
Investment income received		155,775		293,081	
Investment management expense paid		(3,875)		(14,820)	
Other cash payments		(187,889)		(194,866)	
Net cash (outflow)/inflow from operating activities	16		(35,989)		83,395
Taxation					
UK Corporation tax paid			–		(55,992)
Investment activities					
Acquisition of investments	9	(1,936,318)		(4,347,071)	
Disposal of investments	9	2,360,138		4,539,246	
			423,820		192,175
Equity dividends paid	7		(437,382)		(229,836)
Net cash outflow before financing			(49,551)		(10,258)
Financing					
(Buy back)/issue of ordinary shares		–		(9,004)	
Net cash outflow from financing			–		(9,004)
Decrease in cash for the year	17		**(49,551)**		**(19,262)**

The notes on pages 25-38 form part of these Financial Statements.

Notes to the Accounts
for the year ended 31 December 2008

1 Accounting policies

A summary of the principal accounting policies, all of which have been applied consistently throughout the current and prior year, is set out below:

a) **Basis of accounting**

The accounts have been prepared under the fair value rules of the Companies Act 1985, and in accordance with applicable accounting standards and the 2003 Statement of Recommended Practice, 'Financial Statements of Investment Trust Companies', revised December 2005.

Agreement has been reached with Core II and Core III to put proposals to shareholders to merge the VCTs to achieve cost efficiencies. The merger, if approved, would be effected on a relative net asset basis by Core I and Core II being placed in members' voluntary liquidations pursuant to section 110 of the Insolvency Act 1986 and their assets and liabilities transferred to Core III in consideration for new shares in Core III. As a consequence of the proposed merger, it is expected that the Company will cease to operate in the foreseeable future, and the accounts have been prepared on a break-up basis. Investments have been treated as current assets and continue to be stated at their fair value with no additional provision for impairment. The comparative figures were prepared on a going concern basis.

b) **Presentation of the Income Statement**

In order to better reflect the activities of a VCT and in accordance with the SORP, supplementary information which analyses the Income Statement between items of a revenue and capital nature has been presented alongside the total column. The Net revenue is the measure the Directors believe appropriate in assessing the Company's compliance with certain requirements set out in Section 274 Income Tax Act 2007.

c) **Investments**

All investments held by the Company are classified as at "fair value through profit and loss". For investments actively traded in organised financial markets, fair value is generally determined by reference to Stock Exchange market quoted bid prices at the close of business on the balance sheet date.

Investments are recognised and de-recognised on a date where the purchase or sale of an investment is under a contract whose terms require the delivery or settlement of the investment.

The Company manages its investments with a view to profiting from the receipt of dividends and changes in fair value of equity investments.

Unquoted investments are valued by the Directors in accordance with the following rules, which are consistent with the International Private Equity Venture Capital Valuation (IPEVCV) guidelines published in 2005:

(i) Investments which have been made in the last 12 months are at fair value, which unless another methodology gives a better indication of fair value, will be at cost.

(ii) Investments in companies at an early stage of their development are also valued at fair value, which unless another methodology gives a better indication of fair value, will be at cost.

(iii) Where investments have gone beyond the stage in their development in (ii) above, the shares may be valued, in the absence of overriding factors, by applying a suitable price-earnings ratio to that company's maintainable earnings (the ratio used being based on a comparable listed company or sector but the resulting value being discounted to reflect lack of marketability). Where overriding factors apply, alternative methods of valuation will be used. These may include the application of a material arms length transaction by an independent third party, cost, cost less provision for impairment, discounted cash flow, or a net asset basis.

(iv) Where a value is indicated by a material arms-length transaction by a third party in the shares of a company, this value will be used.

(v) Where a company's underperformance against plan indicates a permanent diminution in the value of the investment, this amount is transferred to the realised reserve from the unrealised reserve.

(vi) Investments are impaired when the asset value falls below cost.

d) **Income**

Dividends receivable on quoted equity shares are brought into account on the ex-dividend date. Dividends receivable on unquoted equity shares are brought into account when the Company's right to receive payment is established and there is no reasonable doubt that payment will be received. Fixed returns on financial liabilities are recognised on a time-apportioned basis so as to reflect the effective yield, provided there is no reasonable doubt that payment will be received in due course.

Notes to the Accounts
for the year ended 31 December 2008

e) **Transaction costs and investment management expense**
The Company is responsible for any external costs such as legal or accounting fees incurred on transactions that do not proceed to completion. Such transaction costs are charged 100% against capital.

The Board has considered the intrinsic value of the B shares allotted to the Manager at the year end, as the valuation should be considered over the period of the Manager's service. The resulting valuation, less the amount subscribed by the Manager for these shares, is spread over the estimated investing period.

75% of the investment management expense is charged against capital. This is in line with the Board's expected long-term split of returns from the investment portfolio of the Company.

f) **Expenses**
All expenses are accounted for on an accruals basis. Expenses are charged wholly to revenue, with the exception of expenses incidental to the acquisition or disposal of an investment, which are charged to the capital column of the Income Statement.

g) **Taxation**
Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the years in which timing differences are expected to reverse based on tax rates and laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax is measured on a non-discounted basis.

Any tax relief obtained in respect of management fees allocated to capital is reflected in the capital reserve - realised and a corresponding amount is charged against revenue. The tax relief is the amount by which corporation tax payable is reduced as a result of these capital expenses.

h) **Comparative**
The comparative figures are for the year to 31 December 2007.

2 Income

	2008 £	2007 £
Income from investments		
– from loan stock	304,384	145,374
– from dividends	22,709	90,817
– from fixed and variable interest securities	23,161	74,222
	350,254	310,413
Interest income		
Bank interest	6,381	12,660
	6,381	12,660
Total income	356,635	323,073
Total income comprises		
Dividends	22,709	90,817
Interest	333,926	232,256
	356,635	323,073
Income from investments comprises		
Listed UK securities	23,161	29,951
Funds and Trusts	22,709	–
Unlisted UK securities	304,384	280,462
	350,254	310,413

Included in loan stock interest is an amount of £166,686 relating to the reconstruction of SPL Services Limited. This income was recognised in the year and capitalised in return for Ordinary shares as part of the reconstruction. No cash flow took place in relation to this element of the reconstruction.

3 Transaction costs and investment management expense

	Revenue 2008 £	Capital 2008 £	Total 2008 £	Revenue 2007 £	Capital 2007 £	Total 2007 £
Third Party – transaction costs	–	25,218	25,218	–	18,817	18,817
Core Capital LLP – management fees	–	–	–	–	–	–
Credit Suisse – transaction costs	–	676	676	–	1,228	1,228
Credit Suisse – management fees	773	2,319	3,092	2,725	8,175	10,900
	773	28,213	28,986	2,725	28,220	30,945

Core Capital LLP advise the Company on investments in qualifying companies under an agreement dated 1 December 2004. The agreement is for an initial period of four years and thereafter until the appointment is terminated by not less than one year's notice in writing to expire at any time after the initial period.

The Manager has subscribed for 5,472,285 B shares of 1p each, being 75% of the B shares of 1p each that have been issued.

This effectively provides them with a carried interest of 30 per cent of the distributions of income and capital after the Ordinary shareholders have received back:–

i) their Effective Initial Cost of investment of 60p per share, and

ii) the Hurdle Rate Return, being an amount equal to 5% of the Effective Initial Cost that remains to be repaid, compounded annually.

Given the inherent uncertainties in projecting the investment performance of the Manager (which will ultimately determine the value of the B shares) the Board consider that the fair value of these shares at the year end is £54,723, being 1p per share. This is the subscription price paid by the Manager, and as the Manager has paid this value in cash, there is no investment management expense in the current year.

Third party transaction costs arose from aborted transactions where such costs were not otherwise recoverable. Under the agreement with the Manager, these costs are to be borne by the Company and by other VCTs managed by Core Capital. The amount of such costs for the year ended 31 December 2008 is £25,218 (2007:£18,817).

4 Other expenses

	2008 £	2007 £
Directors' remuneration (including NIC) (see note 5)	41,753	41,599
Administration fees	51,888	34,411
Broker's fees	8,812	8,813
Auditors' fees – audit	20,939	17,625
– other services	2,233	1,998
Taxation services	3,450	2,938
Registrar's fees	7,154	7,305
Printing	9,620	6,470
Legal and professional fees	9,132	7,520
Directors' insurance	3,644	6,273
Subscriptions	14,079	13,722
Sundry	1,629	994
Provision against loan interest receivable	52,180	60,917
	226,513	210,585

Charges for non-audit services provided by the auditors for the year ended 31 December 2008 relate to the provision of the desktop review of the interim report. The Directors consider the auditors were best placed to provide these services. The Board Committee reviews the nature and extent of non-audit services to ensure that independence is maintained.

5 Directors' remuneration

	2008 £	2007 £
Directors' emoluments		
Peter Smaill	15,000	15,000
Lord Peter Walker	12,000	12,000
Helen Bagan	–	7,338
John Brimacombe	12,000	4,662
	39,000	39,000
Employer's NIC	2,753	2,599
	41,753	41,599

No pension scheme contributions or retirement benefit contributions were paid. There are no share option contracts held by the Directors. Since all the Directors are non-executive, the other disclosures required by the Listing Rules are not applicable. The Company has no employees.

6 Taxation on ordinary activities

		2008 £	2007 £
a)	**Analysis of charge in the year**		
	Revenue charge	23,019	4,280
	Credited to capital return	(7,504)	(4,280)
	Overprovision in prior year	(23)	(1,268)
	Current tax charge for year	15,492	(1,268)
b)	**Factors affecting tax charge for the year**		
	Total return on ordinary activities before tax	(3,253,300)	717,173
	Add/(less): unrealised losses/(gains)	3,226,622	(611,917)
	Add/(less): non-taxable realised losses/(gains)	127,814	(23,713)
	Less: capitalised transaction costs and investment management expense	28,213	28,220
	Revenue return on ordinary activities before taxation	129,349	109,763
	Corporation tax @ 20.70% (2007: 19.75%)	26,780	21,678
	Non-taxable UK dividend income	(3,761)	(17,398)
	Overprovision in prior year	(23)	(1,268)
	Taxation on revenue return	22,996	3,012
	Capitalised expenditure allowable and credited to capital return	(7,504)	(5,574)
	Additional losses carried forward	–	1,294
	Current tax charge for year	15,492	(1,268)

Investment trust companies are exempt from tax on capital gains if they meet the HM Revenue & Customs criteria set out in Section 274 Income Tax Act 2007 for a given year.

Deferred taxation

There is no unrecognised deferred tax asset recognised on surplus management expenses carried forward. At present it is not envisaged that any tax will be recovered in the foreseeable future. The amount not recognised is £Nil (2007:£1,294).

7 Dividends and other appropriations

Amounts recognised as distributions to equity holders in the year:

	2008 £	2007 £
Ordinary Shares – final dividend for the year ended 31 December 2007 of 4.0p (2006: 2.1 p) per share	437,382	247,386

Any proposed final dividend is subject to approval by Shareholders at the Annual General Meeting and has not been included as a liability in these financial statements. Previously dividends were recognised in respect of the year to which they related.

Set out below are the total income dividends payable in respect of the financial year, which is the basis on which the requirements of section 274 of the ITA 2007 are considered.

	2008 £	2007 £
Revenue available for distribution by way of dividends for the year	106,353	106,751
Proposed final dividend of 1 pence per Ordinary Share for the year ended 31 December 2008 (2007: 1.5p)	109,346	164,019

No dividends have been paid, or are proposed, on the B Shares.

8 Return per Ordinary Share

	Year ended 31 December 2008 £	Year ended 31 December 2007 £
Total earnings after taxation:	3,268,792	718,441
Basic earnings per share (note a)	**(29.90)p**	**6.57p**
Net revenue from ordinary activities after taxation	106,353	106,751
Revenue return per share (note b)	**0.97p**	**0.98p**
Net realised capital (losses)/gains	(127,814)	23,713
Net unrealised capital (losses)/gains	(3,226,622)	611,917
Capital expenses	(20,709)	(23,940)
Total capital return	(3,375,145)	611,690
Capital return per share (note c)	**(30.87)p**	**5.59p**
Weighted average number of shares in issue in the year	10,934,571	10,938,050

Notes

a) Basic earnings per share is total earnings after taxation divided by the weighted average number of shares in issue.

b) Revenue return per share is net revenue after taxation divided by the weighted average number of shares in issue.

c) Capital return per share is total capital return divided by the weighted average number of shares in issue.

None of the returns are considered to be attributable to the B Shares, by the Board, at this stage of the Company's development.

Notes to the Accounts
for the year ended 31 December 2008

9 Investments

	Fully listed £	Unlisted ordinary shares £	Loan stock £	Investments in associated companies £	Fixed and variable interest securities £	Funds and trusts £	Total £
Cost at 31 December 2007	412,132	2,213,011	5,636,925	1,003,119	–	977,657	10,242,844
Unrealised (Losses)/gains at 31 December 2007	(26,847)	1,005,379	(348,925)	5,247	–	13,036	647,890
Valuation at 31 December 2007	385,285	3,218,390	5,288,000	1,008,366	–	990,693	10,890,734
Purchases at cost	47,360	982,406	394,432	–	1,977,921	269,029	3,671,148
Sale proceeds	(423,137)	–	(635,776)	(967,361)	(927,550)	(921,951)	(3,875,775)
Realised gains/(losses)	43,680	–	–	(35,755)	(4,004)	(131,735)	(127,814)
(Decrease) in unrealised appreciation	(21,390)	(1,937,437)	(1,248,782)	(5,250)	(727)	(13,036)	(3,226,622)
Closing valuation at 31 December 2008	31,798	2,263,359	3,797,874	–	1,045,640	193,000	7,331,671
Cost at 31 December 2008	80,035	3,195,417	5,395,581	3	1,046,367	193,000	9,910,403
Unrealised (losses) at 31 December 2008	(48,237)	(932,058)	(1,597,707)	(3)	(727)	–	(2,578,732)
Valuation at 31 December 2008	31,798	2,263,359	3,797,874	–	1,045,640	193,000	7,331,671

Reconciliation of cash movement to investment transactions

The associated companies are Core Holdings I Limited, Core Holdings II Limited and Core Holdings III Limited.

Purchases above of £3,671,148 include non-cash transactions, being investments transferred from Core Holdings I Limited of £524,252 and Core Holdings III Limited of £429,039. There was also a reconstruction of SPL resulting in loan stock of £548,276 being converted to equity and previously written off interest of £233,263 being recognised and subsequently capitalised. Adjusting for these amounts leaves purchases of £1,936,318 as shown in the cash flow statement.

Sales proceeds above of £3,875,775 include non-cash transactions totalling £1,515,637 relating to the transactions described above. Adjusting for these amounts leaves sale proceeds of £2,360,138 as shown in the cash flow statement.

Following the recent revaluation of the unlisted assets,the following assets have been treated as impaired at the balance sheet date:

	Cost £	Impairment £
Pureleaf Limited	1,212,500	(333,642)
Ma Hubbards Limited	1,600,000	(1,600,000)
Blanc Brasseries	1,000,000	(200,143)
Colway Limited	1,000,002	(541,642)
SPL Services Limited	1,466,924	(611,800)
Total	6,279,426	(3,287,227)

10 Significant interests

At 31 December 2008 the Company held significant investments, amounting to 3% or more of the equity capital of an undertaking, in the following companies:

Company	Equity investment (ordinary shares) £	Investment in loan stock £	Total investment (at cost) £	Percentage of investee company's total equity
Core Holdings I Limited	1	–	1	33.3%
Core Holdings II Limited	1	–	1	33.3%
Core Holdings III Limited	1	–	1	33.3%
Pureleaf Limited (Baxters International)	127,575	1,084,925	1,212,500	16.1%
SPL Services Limited	945,768	521,156	1,466,924	18.3%
Colway Limited (trading as Red Box)	300,002	700,000	1,000,002	21.6%
Blanc Brasseries Holdings plc	1,000,000	–	1,000,000	11.9%
Kelway Holdings Limited	263,888	1,037,500	1,301,388	6.3%
Ma Hubbards Limited	450,000	1,150,000	1,600,000	49.9%
Adapt Group Limited	108,040	872,000	980,040	3.6%

The above companies are incorporated in the United Kingdom.

Whilst the Company has significant interests as set out above, it has not equity accounted for its investment. Instead, the investment is accounted for at market value. As the Company is an investment fund, this treatment is permitted under FRS 9: Associates and Joint Ventures.

Core Capital LLP also advises Core VCT II, Core VCT III plc, Core VCT IV plc and Core VCT V plc that have made investments to 31 December 2008 in the following companies:

	Core VCT II plc £	Core VCT III plc £	Core VCT IV plc £	Core VCT V plc £	Total at cost £	% of equity held by funds managed by Core Capital LLP
Pureleaf Limited (Baxters International)	1,818,751	1,818,751	–	–	3,637,502	64.3%
SPL Services Limited	2,114,136	2,114,136	–	–	4,228,272	70.0%
Colway Limited (trading as Red Box)	1,000,002	1,000,002	1,000,000	1,000,000	4,000,004	72.3%
Blanc Brasseries Holdings plc	1,000,000	1,000,000	–	–	2,000,000	35.6%
Kelway Holdings Limited	1,952,082	1,952,082	–	–	3,904,164	25.4%
Adapt Group Limited	123,365	123,365	–	–	246,730	4.6%

11 Debtors

	2008 £	2007 £
Amounts due within one year:		
Accrued income	115,423	185,924
Prepayments	8,494	9,438
	123,917	195,362

Notes to the Accounts
for the year ended 31 December 2008

12 Creditors: amounts falling due within one year

	2008 £	2007 £
UK Corporation tax	15,515	23
Trade creditors	–	16,276
Other creditors	5,891	5,174
Accruals	61,697	35,515
	83,103	56,988

13 Called up share capital

	2008 £	2007 £
Authorised:		
Ordinary Shares of 1p each: 24,250,000 (2007: 24,250,000)	242,500	242,500
B Shares of 1p each: 15,750,000 (2007: 15,750,000)	157,500	157,500
	400,000	400,000
Allotted, called-up and fully paid:		
Ordinary Shares of 1p each: 10,934,571 (2007: 10,934,571)	109,346	109,346
B Shares of 1p each: 7,296,381 (2007: 7,296,381)	72,964	72,964

During the year the Company purchased Nil - £Nil nominal value (2007: 10,000 - £100 nominal value) of its own Ordinary Shares for cash at the prevailing market price for a total cost of £Nil (2007: £9,004).

The Ordinary Shares are entitled to all of the income and capital of the Company until they have received back:

(i) their Effective Initial Cost of investment of 60p per share, and

(ii) the Hurdle Rate Return, being an amount equal to 5% of the Effective Initial Cost that remains to be repaid, compounded annually.

After that point, the B Shares are entitled to 40% of the future income and remaining capital for distribution to all Shareholders.

In the event of liquidation before that date, the Ordinary Shares are entitled to 60%, and the B Shares to 40%, of the assets remaining after:

(i) the Ordinary Shares have received back their Effective Initial Cost of investment of 60p per share, and

(ii) the Hurdle Rate Return, being an amount equal to 5% of the Effective Initial Cost that remains to be repaid, compounded annually, and

(iii) after the B Shares have received two thirds of the Hurdle Rate Return due to the Ordinary Shareholders.

Ordinary Shares have one vote per share. Until such time as the Ordinary Shares have received 60p per share and the Hurdle Rate of Return, the B Shares will only be entitled to vote in the event that the resolution being put to the meeting is one to amend any provision of the Company's Articles.

14 Share capital and reserves

Company	Called up Share capital £	Called up B Share capital £	Capital redemption reserve £	Share premium account £	Capital reserve (realised) £	Capital reserve (unrealised) £	Special distributable reserve £	Revenue reserve £	Total £
As at 1 January 2008	109,346	72,964	100	5,113,629	(53,035)	647,890	5,104,625	175,420	11,170,939
Realised losses	–	–	–	–	(127,814)	–	–	–	(127,814)
Unrealised losses	–	–	–	–	–	(3,226,622)	–	–	(3,226,622)
Capitalised expenses less tax credit	–	–	–	–	(20,709)	–	–	–	(20,709)
Dividends	–	–	–	–	–	–	(273,364)	(164,018)	(437,382)
Return for the year	–	–	–	–	–	–	–	106,353	106,353
At 31 December 2008	109,346	72,964	100	5,113,629	(201,558)	(2,578,732)	4,831,261	117,755	7,464,765

The cancellation of 50% of the Company's Share Premium Account (as approved at the Annual General Meeting held on 6 April 2006 and by order of the Court dated 23 August 2006) has provided the Company with a special distributable reserve. The purpose of the reserve is to fund market purchases of the Company's shares, and to write off existing and future losses, should the Company revoke its investment company status and be obliged to take into account capital losses in determining distributable reserves.

15 Net asset values per share

The net asset values per share, as disclosed in the balance sheet, are based on attributable assets at the date of the balance sheet and assume that no break-up of the Company will occur - the "attributed basis". The Board considers that the Articles basis reflects the attribution of assets between the two classes of shares that would occur in the event that a liquidation of the Company took place. On liquidation, B Shareholders could be entitled to up to 40% of the assets remaining after Ordinary Shareholders first recover their effective initial cost of 60 pence per share plus the annual hurdle rates due to both share classes, achieved up to the date of liquidation.

At this early stage in the Company's life, the Board considers that liquidation is unlikely, and that attributing to the B Shares purely the capital contributed of 1 penny per share reflects the Board's best estimate at 31 December 2008 of the B Shares' entitlement to assets at 31 December, given the inherent uncertainties in projecting the investment performance of the Manager (which will ultimately determine the B Shares' entitlement to the Company's assets).

The net asset values per share have been calculated by reference to the numbers of shares in issue at 31 December 2008, being 10,934,571 Ordinary Shares of 1p each and 7,296,381 B Shares of 1p each.

Notes to the Accounts
for the year ended 31 December 2008

	Total attributable net assets 2008 £	Net asset value (pence per share) 2008 £	Total attributable net assets 2007 £	Net asset value (pence per share) 2007 £
Ordinary Shares of 1p each				
In accordance with the Articles	**7,464,765**	**68.27 p**	**9,329,260**	**85.31 p**
(Reduced)/Additional entitlement to assets on the attributed basis	(72,964)	(0.67) p	1,768,715	16.18 p
Attributed basis	**7,391,801**	**67.60 p**	**11,097,975**	**101.49 p**
B Shares of 1p each				
In accordance with the Articles	**–**	**–**	**1,841,679**	**25.24 p**
Additional/(Reduced) entitlement to assets on the attributed basis	72,964	1.00 p	(1,768,715)	(24.24)p
Attributed basis	**72,964**	**1.00 p**	**72,964**	**1.00 p**

16 Reconciliation of net revenue before taxation to net cash inflow from operating activities

	2008 £	2007 £
Return on ordinary activities before taxation	(3,253,300)	717,173
Losses/(Gains) on investments	3,354,436	(635,630)
Decrease in debtors	71,445	13,020
Increase/(Decrease) in creditors and accruals	10,595	(11,168)
Non cash movement	(219,165)	–
Net cash (outflow)/inflow from operating activities	(35,989)	83,395

17 Analysis of changes in net funds

	2008 £	2007 £
At beginning of year	141,831	161,093
Cash flows	(49,551)	(19,262)
At 31 December 2008 – cash at bank (net funds)	92,280	141,831

18 Financial Instruments

The Company's financial instruments in both years comprised:

- Equity and fixed and floating rate interest securities that are held in accordance with the Company's investment objective.
- Cash, liquid resources and short-term debtors and creditors that arise directly from the Company's operations.

Classification of financial instruments

The Company held the following categories of financial instruments, all of which are included in the balance sheet at fair value, at 31 December 2008:

	2008 (Book value) £	2008 (Fair value) £	2007 (Book value) £	2007 (Fair value) £
Assets at fair value through profit and loss				
Investments managed by Core Capital LLP	6,061,233	6,061,233	9,514,756	9,514,756
Investments managed by Credit Suisse	1,270,438	1,270,438	1,375,978	1,375,978
Cash at bank	92,280	92,280	141,831	141,831
Loans and receivables				
Accrued income	115,423	115,423	185,924	185,924
Other debtors	8,494	8,494	9,438	9,438
Other creditors	(83,103)	(83,103)	(56,988)	(56,988)
	7,464,765	7,464,765	11,170,939	11,170,939

The Core Capital investment portfolio consists of unquoted investments representing 81.2% (2007: 85.2%) of net assets. This portfolio has a 100% (2007: 100%) concentration of risk towards small UK based, sterling denominated companies. The Credit Suisse portfolio comprises a range of ready realisable equity linked investments, representing 17.0% (2007: 12.3%) of net assets.

The main risks arising from the Company's financial instruments are due to fluctuations in market prices (market price risk), credit risk and interest rate risk, although liquidity risk and currency risk are also discussed below. The Board regularly reviews and agrees policies for managing each of these risks and they are summarised below. These have been in place throughout the current and preceding periods.

Market price risk

Market price risk arises from uncertainty about the future prices of financial instruments held in accordance with the Company's investment objectives. It represents the potential gain or loss that the Company might benefit or suffer from through holding market positions in the face of market movements.

The investments in equity and fixed interest stocks of unquoted companies that the Company holds are not traded and as such the prices are more uncertain than those of more widely traded securities. As, in a number of cases, the unquoted investments are valued by reference to price earnings ratios prevailing in quoted comparable sectors, their valuations are exposed to changes in the price earnings ratios that exist in the quoted markets.

The Board's strategy in managing the market price risk inherent in the Company's portfolio of equities and loan stock investments is determined by the requirement to meet the Company's investment objective, as set out on page 2. As part of the investment process, the Board seeks to maintain an appropriate spread of market risk, and also has full and timely access to relevant information from the Investment Manager. No single investment is permitted to exceed 15% of total investment assets at the point of investment. The Board meets regularly and reviews the investment performance and financial results, as well as compliance with the Company's objectives. In the case of the Credit Suisse portfolio, derivative instruments are often used to hedge against market risk.

Market price risk sensitivity

The Board believes that the Company's assets are mainly exposed to market price risk, as the Company is required to hold most of its assets in the form of sterling denominated investments in small companies, and holds the remainder in a portfolio of equity instruments managed by Credit Suisse.

All of the investments made by the Investment Manager in unquoted companies, irrespective of the instruments the Company actually holds, (whether shares or loan stock) carry a full market risk, even though some of the loan stocks may be secured on assets, but behind any prior ranking bank debt in the investee company.

The Board considers that the values of investments in unquoted equity and loan stock instruments are ultimately sensitive to changes in quoted share prices, insofar as such changes eventually affect the enterprise value of unquoted companies. The impact on net assets of unquoted investments if there were to be a 15% movement in overall share prices for the year would have been an increase or decrease of £909,185 (2007:£1,275,959). The impact on net assets if there were to be a 15% movement in overall share price for listed quoted securities for the year would have been an increase or decrease of £190,566 (2007:£206,397). The impact of a change of 15% has been selected as this is considered reasonable given the current level of volatility observed both on a historical basis and market expectations for future movement. The range in equity prices is considered reasonable given the historic changes that have been observed.

The above figures assumes that each of these sub categories of investments (shares and loan stocks) held by the Company produces a movement overall of 15% and that the actual portfolio of investments held by the Company is perfectly correlated to this overall movement in share prices. However, Shareholders should note that this level of correlation is unlikely to be the case in reality, particularly in the case of the loan stock instruments. This is because loan stock instruments would not share in the impact of any increase in share prices to the same extent as the equity investments, as the returns are set by reference to interest rates and premiums agreed at the time of the initial investment. Similarly, where share prices are falling, the equity instrument could fall in value before the loan stock instrument. It is not considered practical to assess the sensitivity of the loan stock instruments to market price risk in isolation.

The impact of a change of 15% has been selected as this is considered reasonable given the current level of volatility observed both on a historical basis and market expectations for future movement. The range in equity prices is considered reasonable given the historic changes that have been observed.

Credit risk

Credit risk is the risk that a counterparty will fail to discharge an obligation or commitment that it has entered into with the Company.

The Company's maximum exposure to credit risk is:

	2008 £	2007 £
Financial assets		
Debt Securities	1,045,640	–
Loan stock investments	3,797,874	6,264,514
Accrued income	115,423	185,924
Cash and cash equivalents	92,280	141,831
Total	5,051,217	6,592,269

The Company has an exposure to credit risk in respect of the loan stock investments it has made in investee companies, most of which have no security attached to them, and where they do, such security ranks beneath any bank debt that an investee company may owe.

£57,608 of the accrued income shown above was due within the next 12 months. The balance of £57,815 is due upon repayment of the loans, which could be in up to 5 years time.

The following table shows the maturity of the loan stock and debt securities referred to above.

	2008 £	2007 £
Repayable within		
less than 1 year	1,045,640	–
3 to 4 years	1,485,360	924,000
4 to 5 years	521,156	4,215,514
More than5 years	1,791,358	1,125,000
Total	4,843,514	6,264,514

These loan stock investments are made as part of the qualifying investments within the investment portfolio, and the risk management processes applied to loan stock investments have already been set out under market price risk above.

There could also be a failure by counter-parties to deliver securities which the Company has paid for, or pay for securities which the Company has delivered. This risk is considered to be small as most of the Company's investment transactions are in unquoted investments, where investments are conducted through solicitors, to ensure that payment matches delivery. In respect of any quoted investment transactions that are undertaken, the Company uses brokers with a high credit quality, and these trades usually have a short settlement period. Accordingly, counterparty risk is considered to be relatively low.

There are no assets that are past due repayment dates.

Interest rate risk

The Company's fixed and floating rate interest securities, its equity investments and net revenue may be affected by interest rate movements. Investments are often in relatively small businesses, which are relatively high risk investments sensitive to interest rate fluctuations.

Due to the short time to maturity of some of the Company's fixed and floating rate securities, its equity investments and net revenue may be affected by interest rate movements. Investments are often in relatively small businesses, which are relatively high risk investments sensitive to interest rate fluctuations.

Due to the short time to maturity of the Company's floating rate investments, it may not be possible to re-invest in assets which provide the same rates as those currently held.

The Company's assets include fixed and floating rate interest instruments, as shown below. The rate of interest earned is regularly reviewed by the Board, as part of the risk management processes applied to these instruments, already disclosed under market price risk on page 35.

The interest rate profile of the Company's financial net assets at 31 December 2008 was:

	Financial assets on which no interest paid £	Fixed rate financial assets £	Floating rate financial assets £	Total £	Weighted average interest rate %	Average period to maturity (years)
Equity	2,488,157	–	–	2,488,157		
Fixed Interest Securities	–	956,230	89,410	1,045,640	4.45	0.37
Loan stock	–	3,672,874	125,000	3,797,874	7.85	5.35
Cash	–	–	92,280	92,280		
Debtors	123,917	–	–	123,917		
Creditors	(83,103)	–	–	(83,103)		
Total	2,528,971	4,629,104	306,690	7,464,765		

The interest rate profile of the Company's financial net assets at 31 December 2007 was:

	Financial assets on which no interest paid £	Fixed rate financial assets £	Floating rate financial assets £	Total £	Weighted average interest rate %	Average period to maturity (years)
Equity	4,626,220	–	–	4,626,220		
Loan stock	–	6,264,514	–	6,264,514	9.03	5.05
Cash	–	–	141,831	141,831		
Debtors	195,362	–	–	195,362		
Creditors	(56,988)	–	–	(56,988)		
Total	4,764,594	6,264,514	141,831	11,170,939		

Floating rate cash earns interest based on LIBOR rates.

The Company's investments in equity shares and similar instruments have been excluded from the interest rate risk profile as they have no maturity date and would thus distort the weighted average period information.

Interest rate sensitivity

Although the Company holds investments in loan stocks that pay interest, the Board does not believe that the income of these instruments is interest rate sensitive, as they all carry fixed rates of interest. The Board does not consider that the impact of interest rate changes materially affects the value of the loan portfolio in isolation, other than the consequent impact that interest rate changes have upon movements in share prices, discussed under equity price risk on page 35.

Liquidity risk

The investment in equity and fixed interest stocks of unquoted companies that the Company holds are not traded. They are not readily realisable. The ability of the Company to realise the investments at their carrying value may at times not be possible if there are no willing purchasers. The Company's ability to sell investments may also be constrained by the requirements set down by VCTs. The maturity profile of the Company's loan stock investments disclosed within the consideration of credit risk above indicates that these assets are also not readily realisable until dates up to 5 years or more from the year end.

To counter these risks to the Company's liquidity, the Manager maintains sufficient ready realisable investments within the Credit Suisse portfolio to meet running costs and other commitments.

All creditors and accruals are all due within one year and are comfortably covered by the funds within the Credit Suisse portfolio and short-term debtors.

Currency risk

All assets and liabilities are denominated in sterling and therefore there is no currency risk.

19 Management of Capital

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and to provide an adequate return to shareholders by allocating its capital assets commensurately with the level of risk.

By its nature, the Company has an amount of capital, at least 70% (as measured under the tax legislation) of which is and must be, and remain, invested in the relatively high risk asset class of small UK companies within three years of that capital being subscribed. The Company accordingly has limited scope to manage its capital structure in the light of changes in economic conditions and the risk characteristics of the underlying assets. Subject to this overall constraint upon changing the capital structure, the group may maintain a level of liquidity to remain a going concern.

Although, as the Investment Policy implies, the Board would consider levels of gearing, there are no current plans to do so. It regards the net assets of the Company as the Company's capital, as the level of liabilities are small and the management of them is not directly related to managing the return to shareholders. There has been no change in this approach from the previous year.

20 Segmental analysis

The operations of the Company are wholly in the United Kingdom.

21 Related party transactions

Lord Walker is also a Director of Caparo plc, which is a member of the Manager, Core Capital LLP. No amounts have been paid or are payable to Caparo plc. £Nil (2007: £Nil) were due to the Manager at 31 December 2008. Details of the carried interest arrangements between the Company and the Manager are set out in Note 3 which also discloses amounts paid and payable to the Manager.

Shareholder Enquiries:

For information on your holding, to notify the Company of a change of address or to request a dividend mandate form (should you wish to have future dividends paid directly into your bank account) please contact the Company's Registrars, Capita IRG plc, Northern House, Woodsome Park, Fennay Bridge, Huddersfield HD8 0LA (Tel: 0871 664 0300 (calls cost 10p per minute plus network extras), if calling from overseas dial +44 208 639 3399) or should you prefer visit their website at www.capitaregistrars.com.

For enquiries concerning the performance of the Company, please contact the Investment Manager at Core Capital LLP:

Stephen Edwards on 020 7317 0150 or by e-mail on Stephen.Edwards@Core-Cap.com

Walid Fakhry on 020 7317 0145 or by e-mail on Walid.Fakhry@Core-Cap.com

For other Shareholder enquiries, including the sale of shares, please contact the Company Secretary and Administrator, Aberdeen Asset Management plc, telephone 0845 300 2830 or alternatively visit their website www.aberdeen-asset.com, email: vcts@aberdeen-asset.com.

CORE VCT I PLC

(Registered in England and Wales No. 5258348)

NOTICE of the ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the fourth Annual General Meeting of the Company will be held at 10.30 am on 18 June 2009 at the offices of Core Capital LLP, 103 Baker Street, London W1U 6LN for the following purposes:-

ORDINARY BUSINESS

1. To receive and adopt the report of the Directors and the audited accounts of the Company for the year ended 31 December 2008, together with the Auditors' report thereon.
2. To approve the Directors' Remuneration Report for the year ended 31 December 2008 as set out in the Annual Report and Accounts of the Company for the year ended 31 December 2008.
3. To re-appoint Ernst & Young LLP of 1 More London Place, London SE1 2AF as Auditors.
4. To authorise the Directors to determine the remuneration of the Auditors.
5. To re-elect Lord Walker as a Director of the Company.
6. To declare a final dividend for the year ended 31 December 2008 of 1p to the holders of ordinary shares of 1p each ("Ordinary Shares").

SPECIAL BUSINESS

7. THAT in substitution for any existing authorities pursuant to section 80 of the Companies Act 1985 ("the Act") the Directors be generally and unconditionally authorised, in accordance with section 80 of the Companies Act 1985 ("the Act"), to allot Ordinary Shares up the maximum nominal amount of £27,336 and B ordinary shares of 1p each ("B Shares") up to a maximum of £18,241 being approximately 25% of the issued share capital of each class, this authority to expire on the fifth anniversary of the date of the passing of this resolution (unless previously renewed, varied or revoked by the Company in general meeting). The Directors shall be entitled under the authority conferred or under the renewal thereof to make at any time prior to the expiry of such authority any offer or agreement which would or might require relevant securities as aforesaid to be allotted after the expiry of such authority and to allot relevant securities accordingly as if the authority conferred thereof had not expired.

To consider and, if thought fit, to pass the following as Special Resolutions:

8. THAT in substitution for any existing authorities pursuant to section 95 of the Act the Directors be and they are hereby empowered to allot equity securities (as defined in section 94 of the Act) for cash pursuant to the authority conferred upon them by resolution 8 above as if section 89(1) of the Act did not apply to any such allotment, provided that the power conferred by this resolution shall be limited to the allotment of equity securities in connection with:
   (i) The allotment of equity securities having a nominal value not exceeding 10% of the issued Ordinary Share capital and/or issued B Share capital of the Company at the date on which this resolution is passed in connection with a rights issue in favour of the holders of relevant securities in which such holders are offered the right to participate, in proportion (as nearly as may be) to the respective holdings but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in connection with shares representing fractional entitlements or on account of either legal or practical problems arising in connection with the laws or any territory, or of the requirements of any generally recognised body or stock exchange in any territory; and
   (ii) the allotment of equity securities (otherwise than pursuant to sub-paragraph (i) above) having a nominal value not exceeding 10% of the issued Ordinary Share capital and/or issued B Share capital of the Company at the date on which this resolution is passed where the proceeds of the allotment may be used in whole or in part to purchase the Company's Ordinary Shares and/or B Shares in the market;
   (iii) the allotment of equity securities (otherwise than pursuant to sub-paragraphs (i) and (ii) above) from time to time with a aggregate nominal value of up to 5% of the issued Ordinary Share capital and/or issued B Share capital of the Company at the date on which this resolution is passed.

and shall expire on the earlier of the Annual General Meeting of the Company to be held in 2010 or the date which is fifteen months after the date on which this resolution is passed (unless previously renewed, varied or revoked by the Company in General Meeting), except that the Company may, before such expiry, make an offer or agreement which would or might require relevant securities as aforesaid to be allotted after the expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

9. THAT the Company be and is hereby authorised in accordance with section 166 of the Act to make one or more market purchases (within the meaning of section 163 of the Act) of the Ordinary Shares and/or B Shares in the Company provided that:
   (i) the maximum aggregate number of Ordinary Shares and B Shares authorised to be purchased is 1,639,092 and 1,093,727 respectively;
   (ii) the minimum price which may be paid for an Ordinary Share or, as the case may be, B Share, is 1 penny per share, the nominal amount thereof;
   (iii) the maximum price, exclusive of expenses, which may be paid for an Ordinary Share or, as the case may be, B Share shall be an amount which is 105% of the average of the middle market prices as derived from the Daily Official List of the UK Listing Authority for the five business days immediately preceding the day on which that Ordinary Share or, as the case may be, B Share is purchased;

and this authority shall expire on the earlier of the Annual General Meeting of the Company to be held in 2010 and the date which is fifteen months after the date on which this resolution is passed save that the Company may prior to such expiry, enter into a contract to purchase Ordinary Shares or, as the case may be, B Shares which will or may be completed or expected wholly or partly after such expiry and provided further that any purchase by the Company of its own shares does not prejudice the ability of the Company to disregard, to the fullest possible extent pursuant to section 274 of the Income Tax Act 2007 ("ITA"), the use to which money raised pursuant to a share issue is put, for the purposes of complying with the 70% test and the 30% test, as those terms are defined in the ITA

BY ORDER OF THE BOARD

Aberdeen Asset Management PLC
Secretary

Registered Office
One Bow Churchyard
London EC4M 9HH

29 April 2009

NOTES:

(i) A person entitled to receive notice of, attend and vote at the above meeting is entitled to appoint one or more proxies to and on a poll, vote in his place. A proxy need not be a member of the Company. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise right attached to any one share. To appoint more than one proxy, you may copy the proxy form, clearly stating on each copy the shares to which the proxy relates, or alternatively contact the Company's registrars, Capita Registrars, on 0871 664 0300 (calls cost 10p per minute plus network extras – if calling from overseas please dial +44 208 639 3399) to request additional copies of the proxy form.

(ii) In accordance with section 325 of the Companies Act 2006 ("the 2006 Act"), the right to appoint proxies does not apply to persons nominated to receive information rights under section 146 of the 2006 Act. Persons nominated to receive information rights under section 146 of the 2006 Act who have been sent a copy of this notice of meeting are hereby informed, in accordance with section 149 (2) of the 2006 Act, that they may have a right under an agreement with the registered member by whom they were nominated to be appointed, or to have someone else appointed, as a proxy for this meeting. If they have no such right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the member as to the exercise of voting rights.

Nominated persons should contact the registered member by whom they were nominated in respect of these arrangements.

(iii) To be valid the enclosed form of proxy for the Annual General Meeting together with the power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy thereof must be deposited no less than 48 hours (excluding weekends) prior to the time fixed for the holding of the meeting or any adjournment of the said meeting at the offices of the Company's registrars, Capita Registrars, Proxy Department, PO Box 25, Beckenham, Kent BR3 4BR.

(iv) Completion and return of the form of proxy will not prevent you from attending and voting in person at the Annual General Meeting.

(v) As at 29 April 2009, the Company's issued share capital comprised 10,934,571 Ordinary Shares and 7,296,381 B Shares. Each Ordinary Share carries one vote at a general meeting of the Company and each B Share shall only be entitled to one vote in the event that the resolution being put to the meeting is one to amend the Articles of Association or where a takeover offer has been made and remains open for acceptance. After such time as the Ordinary Shareholders have received from the Company by way of dividends, return of capital or otherwise in aggregate, an amount equal to 60p per Ordinary Share and the Hurdle Rate Return (an amount equal to 5% pa, compounded annually and calculated on a daily basis on such part of the Effective Initial Cost (60p being the 100p subscription price less 40% income tax relief) that remains to be repaid to the Ordinary Shareholders) the B Shares shall carry the same voting rights as the Ordinary Shares, provided that any B Shares issued for cash (rather than by way of a bonus issue) shall not entitle the holders in respect of such shares to more than 29.9% of the votes at any general meeting of the Company. The total number of voting rights attached to the Ordinary Shares and B Shares would be 18,230,952 in aggregate.

(vi) The Company, pursuant to Regulation 41 of the Uncertified Securities Regulations 2001, specifies that only those Shareholders registered in the Register of Members of the Company as at midnight on 16 June 2009 or, in the event that the meeting is adjourned, in the Register of Members 48 hours before the time of any adjourned meeting, shall be entitled to attend or vote at the Annual General Meeting in respect of the number of shares registered in their name at the relevant time. Changes to entries in the Register of Members after midnight on 16 June 2009 or, in the event that the meeting is adjourned, in the Register of Members less than 48 hours before the time of any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the meeting.

(vii) The Register of Directors' Interests shall be available for inspection at the place of the Annual General Meeting for at least fifteen minutes prior to and during the meeting.

Corporate Information

Directors
Peter Smaill (Chairman)
Lord Walker
John Brimacombe

All of whom are non-executive and of:
One Bow Churchyard
London
EC4M 9HH

Secretary and administrator
Aberdeen Asset Management PLC
149 St.Vincent Street
Glasgow
G2 5NW

Investment Manager
Core Capital LLP
103 Baker Street
London
W1U 6LN

VCT Tax Adviser
PricewaterhouseCoopers LLP
1 Embankment Place
London
WC2N 6RH

Receiving Agent
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Kent BR3 4TU

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SE1 2AF

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155 Bishopsgate
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