



ICARA Public Disclosure 2026

1. Introduction

Moneybox is subject to the Financial Conduct Authority (FCA) Investment Firms Prudential Regime (IFPR). Moneybox's governance, risk management, own funds (capital) and own funds requirements disclosures are in accordance with the IFPR requirements set out in the FCA's MIFIDPRU rules.

Moneybox is required to disclose certain information in line with prudential rules issued by the FCA, and this document provides full disclosure of Moneybox's capital requirements.

The information provided within this document is aligned to the date of its financial year end (31st December 2025), which is the date used for the audited accounts and Moneybox's Internal Capital Adequacy and Risk Assessment (ICARA) report.

2. Governance Arrangements

Moneybox Board

The Board is the ultimate decision-making authority within the Moneybox group and is responsible for risk governance throughout the business.

The Board meets four to six times per year and discusses business progress, financial reporting, business plans, and any significant risk or compliance events.

Directorships Held

As at the 31st December 2025, the Moneybox Board comprised six directors. Collectively, those directors held a total of six additional directorships.

Board Risk Committee

The Board Risk Committee has formally delegated responsibility from the Board for the oversight of risk and compliance. It is responsible for reviewing: Moneybox's attitude to and appetite for risk and developing its future risk strategy; the system of internal controls including, product governance, information security, operational resilience, and overall risk management; and how risk is reported both internally and externally. The Risk Committee meets four times a year, and is composed of two non-executive directors, including the chair of the committee.

Audit Committee

The Audit Committee has formally delegated responsibility from the Board for the oversight of external (both financial and regulatory) and internal audit. It is responsible for: reviewing and monitoring the integrity of the financial and narrative statements; Moneybox's system of internal controls and risk management; the internal and external audit process; and the processes for compliance with laws, regulations and ethical codes of practice. The Audit Committee meets four times a year, and is composed of two non-executive directors, including the chair of the committee.

Remuneration Committee

The Remuneration Committee has formally delegated responsibility from the Board for the oversight of the remuneration policy applicable to the non-executive directors, executive directors and senior management - including pension rights and compensation payments. Its remit also includes overseeing performance incentives, balancing the management of risk, capital and

liquidity. The Remuneration Committee meets two times a year, and is composed of two non-executive directors, including the chair of the committee.

Nomination Committee

The Nomination Committee has formally delegated responsibility from the Board for the oversight of the Board's composition, size and skillsets. It considers: succession planning for directors and senior executives; identifying and nominating for approval of potential Board members; and ensuring diversity of the Board. The Nomination Committee meets two times a year, and is composed of two non-executive directors, including the chair of the committee.

Diversity

Moneybox provides equality of opportunity for its employees. Its selection and development procedures are designed so that no job applicant or employee receives less favourable treatment on the grounds of age, sex, sexual orientation, disability, marital status, colour, religion, race, or ethnic origin, or is disadvantaged by conditions or requirements which cannot be shown to be justifiable.

3. Risk Management

Moneybox is an execution-only platform that provides saving, investment and pension products. It does not hold customer deposits on its balance sheet. The main risks that Moneybox is exposed to are operational risk, regulatory and compliance risk, financial risk and strategic risk.

Moneybox manages risk through a "three lines of defence" model, which is overseen by the Board, Board committees and management committees. Key management committees include the Executive Committee and its sub-committees: CASS & Trust Committee; Product Governance Committee; Information Security Management Committee; Operations Committee; and Treasury Management Committee.

Moneybox's Enterprise Risk Policy sets out the enterprise risk management framework, including roles and responsibilities.

The **first line** is made up of business areas which, aligned with their accountability for executing Moneybox's strategy, own the risks that could jeopardise the successful delivery of the company's objectives. The first line is therefore responsible for designing, implementing and maintaining controls to manage risk within Moneybox's risk appetite.

The **second line** comprises the Risk & Compliance team, which partners with the first line and provides independent oversight and challenge of business activities. The Risk & Compliance team is responsible for developing policies and procedures that provide a common approach and structure for risk management and compliance processes and practices, as well as control requirements.

The Risk & Compliance team carries out risk-based monitoring and reviews to assess the effectiveness of first line arrangements to meet regulatory and risk management requirements, including the principles and standards outlined in the Enterprise Risk Management Framework.

The **third line** at Moneybox is provided by an externally resourced function which conducts independent assessments. Appropriately skilled parties carry out specific risk-based reviews of business areas which are agreed with the Audit Committee.

Key Harms and Material Risks

Strategic and Business Risk

Strategic risk is a function of the compatibility of a firm's resources to accomplish its goals, for example delivery channels, operating systems and managerial capacity and capabilities.

The following business risk factors have been identified, which may impact Moneybox's ability to successfully execute its strategy, including:

- Heightened competition may mean that Moneybox needs to revise fees in order to remain competitive.
- Policy and macroeconomic uncertainty, including ongoing impact on the UK economy, leading to a change in customer saving behaviour.
- Concentration risk: Moneybox places its own liquidity with a number of financial institutions in the form of corporate cash deposits, diversified across a number of banking partners. The approach to the management and selection of counterparty banks is governed by a Board-approved Bank and Counterparty Selection policy designed to identify, assess and manage the risks associated with using and placing money with financial institutions, and to set prudent and appropriate limits to diversify its concentration risk. The overriding objective is to ensure that there are proper and robust safeguards in place for the security of Moneybox's liquidity. The financial stability of the banks used is monitored daily by the Treasury team, which is supplemented through the deployment of additional real time market metrics as an indicator of the likelihood of a bank failure, enabling the Treasury Management Committee to make an informed decision on where to place Moneybox's own funds.
- Concentration in Moneybox's source of revenue: Moneybox monitors this aspect of concentration risk and develops additional products and services to enhance the diversification of its revenue streams.

Emerging strategic and business risks are discussed at Executive Committee and Board meetings.

Financial Risk

Liquidity Risk

- The management of the liquidity profile and the investments made, is undertaken with a conservative approach to ensure there is sufficient liquidity to meet Moneybox's obligations as they fall due, plus a prudent buffer for unforeseen contingencies, as set out in the ICARA analysis. Effective management of liquidity risk involves regular monitoring of current as well as future cash flows, and strategic planning of the use and deployment of liquidity. This approach is underpinned by the liquidity risk framework as set out in an Board-approved Corporate Investment Strategy and Liquidity Risk Policy. Corporate liquidity levels are monitored daily and the Treasury team has ownership and responsibility to ensure that the liquidity requirements are maintained in alignment with policy limits.
- Moneybox does not have a requirement to manage its own liquidity across business lines, and has very little exposure to foreign currencies. There are no intraday obligations or time critical payments that require utilisation or allocation of liquidity.

Operational Risk

Operational risk is the risk of loss due to failed processes, people, systems or external events. The harm from the materialisation of operational risk assessments would impact the firm and the firm's customers. Moneybox's management of errors and incidents aims to minimise or prevent impact on customers.

The main repository of risk information for ongoing business operations is the Risk and Control Self Assessments (RCSA). These are in place for each area of the business and are combined to provide a company-wide risk register and risk profile.

The RCSA exercise is completed formally on an annual basis, but reviewed at least every six months. They are mapped to a pre-defined risk taxonomy and assessed using consistent criteria.

These risks have also been analysed through stress scenarios to determine whether additional action or capital is required.

4. Own Funds

Moneybox's total capital resources at 31st December 2025 were £93.4m. Moneybox's capital consists of Moneybox shares and reserves. Certain adjustments need to be made to capital resources, which are set out in the table below:

Composition of Regulatory Own Funds (OF1)

	Item	Amount (£'000s)	Source based on reference numbers/letters of the balance sheet in the audited financial statements
1	OWN FUNDS	65,671	
2	TIER 1 CAPITAL	65,671	
3	COMMON EQUITY TIER 1 CAPITAL	61,708	
4	Fully paid up capital instruments	0	
5	Share premium	285	Statement of changes in Equity
6	Retained earnings	3,248	Statement of changes in Equity
7	Accumulated other comprehensive income	0	
8	Other reserves	86,746	Statement of changes in Equity (Distributable Reserve & Share Based Payment Reserve)
9	Adjustments to CET1 due to prudential filters	0	
10	Other funds	0	
11	(-) TOTAL DEDUCTIONS FROM COMMON EQUITY TIER 1	28,571	
19	CET1: Other capital elements, deductions and adjustments	28,571	Note 12 & Note 15
20	ADDITIONAL TIER 1 CAPITAL	3,963	

21	Fully paid up, directly issued capital instruments	0	
22	Share premium	3,963	Statement of changes in Equity
23	(-) TOTAL DEDUCTIONS FROM ADDITIONAL TIER 1	0	
24	Additional Tier 1: Other capital elements, deductions and adjustments	0	
25	TIER 2 CAPITAL	Not applicable	
26	Fully paid up, directly issued capital instruments	Not applicable	
27	Share premium	Not applicable	
28	(-) TOTAL DEDUCTIONS FROM TIER 2	Not applicable	
29	Tier 2: Other capital elements, deductions and adjustments	Not applicable	

Own Funds: reconciliation of regulatory own funds to balance sheet in the audited financial statements

		a	b	c
		Balance sheet as in audited financial statements	Under regulatory scope of consolidation	Cross reference to template OF1
		31 December 2025	31 December 2025	
Assets - Breakdown by asset classes according to the balance sheet in the audited financial statements				
1	Intangible assets	23,292		
2	Property, plant and equipment	890		
3	Deferred tax asset	5,279		
4	Investments	19,699		
5	Trade and other receivables	41,178		
6	Current tax receivable	1,918		
7	Cash and cash equivalents	53,239		
8	Total Assets	145,495		
Liabilities - Breakdown by liability classes according to the balance sheet in the audited financial statements				
1	Trade and other payables	51,633		

		a	b	c
		Balance sheet as in audited financial statements	Under regulatory scope of consolidation	Cross reference to template OF1
		31 December 2025	31 December 2025	
Assets - Breakdown by asset classes according to the balance sheet in the audited financial statements				
2	Lease liabilities	444		
	Total Liabilities	52,077		
Shareholders' Equity				
1	Ordinary shares	0		
2	Share premium	4,248		5
3	Share based payment reserve	5,836		8
4	Distributable reserves	80,910		8
5	Retained earnings + Loss in year	2,424		6
	Total Shareholders' equity	93,418		

Own Funds: main features of own instruments issued by the firm

Allotted and fully paid	No.	£
At 1 June 2025	48,736,777	49
Issued during the year	79,395	0
Cancelled during the year	1,391,359	1
At 31 December 2025	47,424,813	48

Shares

- There are Ordinary shares and nine classes of Preference shares. There are no restrictions on the distribution of dividends. Whilst there is an order preference by share class, there are no restrictions on the repayment of capital.
- During the current year 79,901 Ordinary shares were issued at varying rates during the year. This resulted in an overall nominal increase of less than £1 share capital and £3,995 of share premium issued. Additionally shares issued in the prior period were overstated by 506 (6,000 recorded vs 5,494 actual) at Companies House and have been corrected in the current period.

- During the current year 1,382,129 Preference shares and 9,230 Ordinary shares were cancelled during the year.

5. Own Funds Requirements

Figures at 31st December 2025.

Own funds requirement	Amount (£)
K-ASA	763,000
K-CMH	485,000
K-COH	14,000
K-Factor Total	1,262,000
Fixed overhead requirement	23,807,320

Approach to assessing the adequacy of Moneybox own funds

Moneybox has conducted further assessments to determine whether the funds it holds are sufficient to address potential material harms that may result from its ongoing business activities, as well as whether the funds are sufficient to wind-down the business in an orderly manner.

Moneybox assesses its risks and determines how much capital is required to address these business risks should they materialise. Where applicable, the funding for these risks may be offset against the K-factor fund requirement.

Moneybox also carries out wind-down analysis to determine whether the fixed overhead requirement is sufficient to enable an orderly wind-down of the business.

Stress testing is then performed using various scenarios that are considered severe yet plausible. Moneybox's own funds are assessed against these scenarios to determine whether its own funds are sufficient.

6. Remuneration Policy and Practices

The Moneybox Remuneration Policy is designed to align with MIFIDPRU8.6. The Moneybox remuneration principles, as set out in the policy, aim to align effective risk management with individual reward by supporting positive behaviours, conduct and culture and discouraging excessive risk taking and short-termism.

Moneybox fixed remuneration comprises salary payments, regular and non-discretionary pension contributions and other benefits that are not linked to its performance criteria. Its variable remuneration comprises Moneybox share options. Moneybox does not offer guaranteed variable remuneration.

The performance of each member of staff is formally reviewed every six months. Assessment of performance is based on the achievement of objectives, their conduct, behaviour and how this aligns to Moneybox company values. Line managers have budgetary control over the remuneration of staff, within salary bands which are benchmarked and approved by the Executive Directors every six months. The remuneration of the Risk & Compliance Director and Senior Managers are overseen by the Remuneration Committee. Changes to remuneration may be implemented through changes to base salary or offering additional equity incentives.

To date, Moneybox has not paid annual cash bonuses, although for recruitment and retention purposes, share options have been awarded to all employees according to their seniority level in the company, and further grants have been awarded on promotion. These share options vest over

three years; however, they can be reduced or clawed back as a result of an employee being a “bad leaver” or when other conduct issues arise as outlined in the Remuneration Policy.

Moneybox is required to identify employees whose activities are deemed to have a material impact on the risk profile of the firm, in accordance with SYSC 19G.5, these staff are classified as Material Risk Takers. At Moneybox this includes all Senior Management Function holders and Certified Individuals pursuant to the Senior Managers and Certification Regime.

As at 31st December 2025, Moneybox had twenty six Material Risk Takers (MRT) subject to the Remuneration Code. The total fixed remuneration for this group (annualised) was £4,290,000, with a £401,000 variable remuneration. This is broken down into Senior Managers and other Material Risk Takers as follows:

	Senior Management	Other MRTs		Other Staff	Total
Number of staff	11	15		404	430
Total fixed remuneration (£)	2,291,000	1,999,000		25,504,000	29,794,000
Total variable remuneration (£)	219,000	182,000		2,889,000	3,290,000
Variable remuneration: non-cash (£)	219,000	182,000		2,883,000	3,284,000
Variable remuneration: cash (£)	0	0		6,000	6,000
Proportion of total variable remuneration deferred	100%	100%		99.79%	

Any payments related to the early termination of a contract will reflect performance achieved over a period of time and will not reward failure or adverse risk taking. No Senior Management or other MRT received a severance payment during the financial year.