

Company registration number 305964 (Ireland)

AQUAFAWN LTD
ABRIDGED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 6 SEPTEMBER 2025

AQUAFAWN LTD

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AQUAFAWN LTD

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE PERIOD ENDED 6 SEPTEMBER 2025

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable Irish law and regulations.

Irish company law requires the directors to prepare financial statements for each financial year. Under that law, the directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (Generally accepted Accounting Practice in Ireland) issued by the Financial Reporting Council. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company as at the financial year end date and of the profit or loss of the company for that financial year and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the company financial statements and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and Directors' Report comply with the Companies Act 2014. 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.

On behalf of the board

Kevin Gallagher
Director

Sandra Gallagher
Director

23 January 2026

AQUAFAWN LTD

DIRECTORS' DECLARATION ON UNAUDITED FINANCIAL STATEMENTS *FOR THE PERIOD ENDED 6 SEPTEMBER 2025*

In relation to the financial statements which comprise the profit and loss account, the balance sheet and the related notes:

- The directors approve these financial statements and confirm that they are responsible for them, including selecting the appropriate accounting policies, applying them consistently and making, on a reasonable and prudent basis, the judgments underlying them. They have been prepared on the going concern basis on the grounds that the company will continue in business.
- The directors confirm that they have made available to Xeinadin, all the company's accounting records and provided all the information necessary for the compilation of the financial statements.
- The directors confirm that to the best of their knowledge and belief, the accounting records reflect all transactions of the company for the period ended 6 September 2025.

On behalf of the board

Kevin Gallagher
Director

Sandra Gallagher
Director

23 January 2026

AQUAFAWN LTD

BALANCE SHEET

AS AT 6 SEPTEMBER 2025

		6 September 2025		7 September 2024	
	Notes	€	€	€	€
Fixed assets					
Tangible assets	5		1,565,828		1,632,429
Current assets					
Stocks	6	334,068		319,828	
Debtors	7	2,707,360		2,424,130	
Cash at bank and in hand		552,546		515,955	
		<u>3,593,974</u>		<u>3,259,913</u>	
Creditors: amounts falling due within one year	8	<u>(1,700,098)</u>		<u>(1,127,008)</u>	
Net current assets			1,893,876		2,132,905
Total assets less current liabilities			<u>3,459,704</u>		<u>3,765,334</u>
Creditors: amounts falling due after more than one year	9		(386,370)		(642,780)
Provisions for liabilities			<u>(487)</u>		<u>(2,011)</u>
Net assets			<u>3,072,847</u>		<u>3,120,543</u>
Capital and reserves					
Called up share capital presented as equity	11		103		103
Profit and loss reserves	12		3,072,744		3,120,440
Total equity			<u>3,072,847</u>		<u>3,120,543</u>

AQUAFAWN LTD

BALANCE SHEET (CONTINUED)

AS AT 6 SEPTEMBER 2025

We, as directors of Aquafawn Ltd, state that:

(a) The company is availing itself of the exemption from audit provided for by Chapter 15 of Part 6 of the Companies Act 2014.

(b) The company is availing itself of the exemption on the grounds that the conditions specified in section 358 are satisfied.

(c) The shareholders of the company have not served a notice on the company under section 334(1) in accordance with section 334(2).

(d) The directors acknowledge the obligations of the company, under the Companies Act 2014:

(i) to keep adequate accounting records and prepare financial statements which give a true and fair view of the assets, liabilities and financial position of the company at the end of its financial period and of its profit or loss for such a period; and

(ii) to otherwise comply with the provisions of this Act relating to financial statements so far as they are applicable to the company.

(e) The company has relied on the specified exemption contained in section 352 Companies Act 2014; the company has done so on the grounds that the company is entitled to the benefit of that exemption as a small company and the abridged financial statements have been properly prepared in accordance with section 353 Companies Act 2014.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with Financial Reporting Standard 102 'The Financial Statement Reporting Standard applicable in the UK and Republic of Ireland'.

The financial statements were approved by the board of directors and authorised for issue on 23 January 2026 and are signed on its behalf by:

Kevin Gallagher
Director

Sandra Gallagher
Director

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 6 SEPTEMBER 2025

1 Accounting policies

Company information

Aquafawn Ltd is a limited company domiciled and incorporated in Ireland. The registered office is Wentworth Place, Wicklow Town, Wicklow and its company registration number is 305964. The principal activity of the company continued to be that of the provision of retail services in the food sector.

1.1 Reporting period

The annual financial statements are prepared for a 364 day period ending on the 6th September 2025, while comparatives are for a 371 day period ending on the the 7th September 2024. The balance sheets for 2025 and 2024 have been drawn up as at 6th September 2025 and 7th September 2024 respectively.

1.2 Accounting convention

These financial statements have been prepared on a going concern basis and in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102"), as adapted by Section 1A of FRS 102, and the requirements of the Companies Act 2014.

The financial statements are prepared in euros, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest €.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.3 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.4 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses. Cost includes the original purchase price, costs directly attributable in bringing the asset to the location and condition necessary for its intended use, applicable dismantling, removal and restoration costs and borrowing costs capitalised.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Freehold land and buildings	2% straight line
Fixtures and fittings	15% straight line
Motor vehicles	20% straight line

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 6 SEPTEMBER 2025

1 Accounting policies

(Continued)

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of cost and replacement cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

In the opinion of the directors there are no material differences between the replacement cost of stock and the balance sheet amounts.

1.8 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 6 SEPTEMBER 2025

1 Accounting policies

(Continued)

1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

All loans and borrowings, both assets and liabilities are initially recorded at the present value of cash payable to the lender in settlement of the liability discounted at the market interest rate. Subsequently loans and borrowings are stated at amortised cost using the effective interest rate method. The computation of amortised cost includes any issue costs, transaction costs and fees, and any discount or premium on settlement, and the effect of this is to amortise these amounts over the expected borrowing period. Loans with no stated interest rate and repayable within one year or on demand are not amortised. Loans and borrowings are classified as current assets or liabilities unless the borrower has an unconditional right to defer settlement of the liability for at least twelve months after the financial year end date.

Loans from directors who are natural persons and shareholders in the company (or close members of the family of such persons) are initially measured at transaction price and not discounted on subsequent measurement.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 6 SEPTEMBER 2025

1 Accounting policies

(Continued)

1.11 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

1.12 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.13 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.14 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.15 Government and other grants

Grants are recognised using the accruals model when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Grants towards capital expenditure are credited to deferred income and are released to the profit and loss account over the expected useful life of the related assets, by equal annual instalments. Grants towards revenue expenditure are released to the profit and loss account as the related expenditure is incurred.

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 6 SEPTEMBER 2025

2 Operating (loss)/profit

	2025	2024
	€	€
Operating (loss)/profit for the period is stated after charging:		
Depreciation of tangible fixed assets	120,428	18,766
	<u> </u>	<u> </u>

3 Employees

The average monthly number of persons (including directors) employed by the company during the period was:

	2025	2024
	Number	Number
Total	1	1
	<u> </u>	<u> </u>

4 Directors' remuneration

	2025	2024
	€	€
Remuneration for qualifying services	368,984	207,444
Company pension contributions to defined contribution schemes	250,004	250,004
	<u> </u>	<u> </u>
	618,988	457,448
	<u> </u>	<u> </u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 1 (2024 - 1).

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 6 SEPTEMBER 2025

5 Tangible fixed assets

	Freehold land and buildings	Fixtures and fittings	Motor vehicles	Total
	€	€	€	€
Cost				
At 8 September 2024	2,534,094	2,313,648	21,030	4,868,772
Additions	6,585	47,242	-	53,827
Disposals	-	(5,373)	-	(5,373)
At 6 September 2025	2,540,679	2,355,517	21,030	4,917,226
Depreciation and impairment				
At 8 September 2024	1,125,114	2,092,865	18,364	3,236,343
Depreciation charged in the period	50,814	66,948	2,666	120,428
Eliminated in respect of disposals	-	(5,373)	-	(5,373)
At 6 September 2025	1,175,928	2,154,440	21,030	3,351,398
Carrying amount				
At 6 September 2025	1,364,751	201,077	-	1,565,828
At 7 September 2024	1,408,980	220,783	2,666	1,632,429

6 Stocks

	2025	2024
	€	€
Finished goods and goods for resale	334,068	319,828

The carrying amount of stocks includes €- (2024 - €-) of stocks classified as part of a disposal group held for sale.

In the opinion of the directors, there are no material differences between the replacement cost of stock and the balance sheet amounts.

7 Debtors

	2025	2024
	€	€
Amounts falling due within one year:		
Trade debtors	2,147	135
Corporation tax recoverable	23,856	-
Amounts owed by group undertakings	2,228,216	1,923,182
Other debtors	399,285	450,698
Prepayments	53,856	50,115
	2,707,360	2,424,130

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 6 SEPTEMBER 2025

8 Creditors: amounts falling due within one year

	Notes	2025 €	2024 €
Amounts owed to credit institutions		225,300	207,702
Trade creditors		1,355,558	762,884
Deferred income	10	11,250	11,250
Other creditors including tax and social insurance		41,791	69,574
Accruals		66,199	75,598
		<u>1,700,098</u>	<u>1,127,008</u>

Trade creditors includes an amount in respect of goods which ownership is not passed until payment is made.

9 Creditors: amounts falling due after more than one year

	Notes	2025 €	2024 €
Amounts owed to credit institutions		352,620	597,780
Deferred income	10	33,750	45,000
		<u>386,370</u>	<u>642,780</u>

The AIB Bank Loan is secured by the following:

1. Mortgage over 0.06 Acres at Carpark Spaces, Wentworth Place, Wicklow Town, Co Wicklow.
2. Mortgage Debenture over Church Street / Wentplace, Wicklow Town, Co. Wicklow.
3. Assignment of Life Policy with Ark Life Assurance.
4. Letter of Personal Guarantee for €1,500,000 from directors.
5. Cross Company Guarantee of €2,400,000.

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 6 SEPTEMBER 2025

10 Deferred income

	2025 €	2024 €
Other deferred income	45,000	56,250
Deferred income is included in the financial statements as follows:		
Current liabilities	11,250	11,250
Non-current liabilities	33,750	45,000
	<u>45,000</u>	<u>56,250</u>

A capital grant of €25,000 was received from Musgrave Retail Partners Ireland under an agreement in relation to DRS REV Machines purchased in 2024. The grant is amortised over 7 years, matching with the useful life of the related fixed assets. The grant may be repayable if a termination event, as defined in the grant agreement, occurs within 5 years of the signing of the agreement by the parties. A capital grant of €50,000 was received from Musgrave Retail Partners Ireland under a Sustainability Fund agreement in relation to energy efficient refrigeration equipment purchased in 2023. The grant is amortised over 7 years, matching with the useful life of the related fixed assets. The grant may be repayable if a termination event, as defined in the grant agreement, occurs within 5 years of the signing of the agreement by the parties.

11 Called up share capital

	2025 Number	2024 Number	2025 €	2024 €
Ordinary share capital				
Authorised equity				
Ordinary shares of €1.269738 each	100,000	100,000	126,974	126,974
'A' Ordinary Shares of €1 each	100	100	100	100
	<u>100,100</u>	<u>100,100</u>	<u>127,074</u>	<u>127,074</u>
Issued and fully paid				
Ordinary shares of €1.269738 each	2	2	3	3
'A' Ordinary Shares of €1 each	100	100	100	100
	<u>102</u>	<u>102</u>	<u>103</u>	<u>103</u>

The holders of the ordinary shares have the following rights attaching to them:

- (i) Entitled to attend and vote at General Meetings of the company
- (ii) Entitled to receive dividends
- (iii) Entitled to a return on capital from the winding up of the company.

The ordinary shares do not carry any rights to vote on any resolution to appoint or remove directors.

The holders of the A ordinary shares have the following rights attaching to them:

- (i) Entitled to vote on any resolution to appoint or remove directors.

The A ordinary shares do not carry any rights to attend and vote at General Meetings of the company, receive dividends or to a return on capital from the winding up of the company.

Called up share capital- represents the nominal value of shares that have been issued.

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 6 SEPTEMBER 2025

12 Profit and loss reserves

	2025 €	2024 €
At the beginning of the period	3,120,440	2,656,736
(Loss)/profit for the period	(47,696)	463,704
At the end of the period	<u>3,072,744</u>	<u>3,120,440</u>

Profit and loss account represents cumulative gains and losses recognised in the profit and loss account, net of transfers to and from other reserves and dividends.

13 Events after the reporting date

There have been no significant events affecting the company since the balance sheet date.

14 Related party transactions

Transactions with related parties

During the period the company entered into the following transactions with related parties:

Soldinio Ltd, a 50% shareholder of Aquafawn Ltd, had the following transactions with Aquafawn Ltd.

At 8th September 2024 Aquafawn Ltd was owed €1,923,182.

During the year Aquafawn Ltd advanced €305,034 to Soldinio Ltd.

The amount owing to Aquafawn Ltd at 6th September 2025 was €2,228,216.

Soldinio Ltd charged a management charge of €1,326,237 (2024: €1,072,925) for personnel management services to Aquafawn Ltd during the current period. At 6th September 2025 creditors balance owed to Soldinio Ltd was €784,104 (2024: €529,619) from Aquafawn Ltd.

15 Directors' transactions

The company has granted the following interest free loans to its directors as follows:

The aggregate of this loan at its maximum outstanding amount as a % of the company's relevant assets for the current year is 5.7% (2024: 6.7.%)

Description	%	Opening balance	Closing balance
	Rate	€	€
Kevin Gallagher -	-	178,600	178,600
		<u>178,600</u>	<u>178,600</u>

Dividends totalling €0 (2024 - €0) were paid in the period in respect of shares held by the company's directors.

16 Ultimate controlling party

The ultimate parent company is Soldinio Ltd a company registered in Ireland, which controls 50% of this company. Sandra Gallagher, the director, is the ultimate controlling party of the parent company.

AQUAFAWN LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) *FOR THE PERIOD ENDED 6 SEPTEMBER 2025*

17 Approval of financial statements

The directors approved the financial statements on 23 January 2026.