

Registered number: 568802

**Azzurri Restaurants Ireland Limited**

**Directors' Report and Financial Statements**

**For the 53 Week Period Ended 2 July 2023**

## Azzurri Restaurants Ireland Limited

### Contents

	Page
<b>Company Information</b>	1
<b>Directors' Report</b>	2 - 6
<b>Independent Auditors' Report</b>	7 - 9
<b>Statement of Comprehensive Income</b>	10
<b>Balance Sheet</b>	11
<b>Statement of Changes in Equity</b>	12
<b>Notes to the Financial Statements</b>	13 - 23

**Azzurri Restaurants Ireland Limited**

**Company Information**

<b>Directors</b>	Steve Holmes Kieran Pitcher Lindsay Dunsmuir
<b>Company secretary</b>	Goodbody Secretarial Limited
<b>Registered number</b>	568802
<b>Registered office</b>	25 North Wall Quay Dublin Republic of Ireland
<b>Independent auditors</b>	EisnerAmper Audit Limited Chartered Accountants and Statutory Audit Firm 6 The Courtyard Building Carmanhall Road Sandyford Dublin D18 CA22

## Azzurri Restaurants Ireland Limited

### Directors' Report For the 53 Week Period Ended 2 July 2023

The Directors present their annual report and the audited financial statements for the 53 Week Period ended 2 July 2023.

#### Introduction

The Directors present their annual report and Financial Statements for Azzurri Restaurants Ireland Limited ("the Company") for the 53 week period from 27 June 2022 to 02 July 2023 ("the period"). The comparatives in these financial statements are for the 52 week period from 28 June 2021 to 26 June 2022.

#### Business Review

The results of the Company for the period are set on page 10 and show an operating loss of €131,000 (2022: profit €521,000). The total shareholders' funds is a surplus of €112,000 (2022: surplus of €243,000).

Financial key performance indicators:

	2023	2022	Growth/(Decline)
Turnover	€4,100,000	€3,397,000	20.7%
Number of restaurants at year end	3	3	-

No new restaurants opened in the period.

#### Directors' responsibilities statement

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

Irish company law requires the Directors to prepare the financial statements for each financial period. Under the 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', applying Section 1A of that Standard, which is issued by the Financial Reporting Council.

Under company law, the Directors must not approve the financial statements unless they are satisfied they give a true and fair view of the assets, liabilities and financial position of the Company as at the financial period end date, of the profit or loss for that financial period 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's financial statements and then apply them consistently;
- make judgments and accounting 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 and enable the financial statements to be audited. 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.

## Azzurri Restaurants Ireland Limited

### Directors' Report (continued) For the 53 Week Period Ended 2 July 2023

#### Principal activities

The principal activity of Azzurri Restaurants Ireland Limited is operating Zizzi branded Italian restaurants.

The company is a private company limited by shares and is incorporated in the Republic of Ireland. The address of its registered office is 25 North Wall Quay, Dublin 1.

#### Results and dividends

The loss for the 53 Week Period, after taxation, amounted to €131,000 (2022 - profit €521,000).

The Directors do not recommend the payment of a dividend (2022: Nil).

#### Directors

The Directors who served during the period and up to the date of signing the financial statements, unless otherwise stated, were:

Steve Holmes  
Kieran Pitcher  
Lindsay Dunsmuir

#### Political contributions

The company made no political donations or incurred any political expenditure during the period (2022: Nil)

#### Principal risks and uncertainties

The management of the business and the execution of the Company's strategy give rise to a number of risks. The key business risks affecting the Company are considered to be:

- Economic conditions - adverse economic conditions and uncertainty can lead to challenging market conditions which could result in pressure on all functions of the business. A medium term business plan coupled with regular forecasting allows management to pre-empt any periods of difficulty and act early.
- Employee retention - with our biggest asset being our employees, it is critical to attract and retain the best people at all levels. We review our employment policies regularly and are committed to investing in our teams with competitive rewards structures and comprehensive training and development programs.
- Health & Safety - the Company maintains a strong focus on its food safety and health and safety standards, with the well being of our teams and customers being paramount. Standards are monitored regularly across all of our sites, and compliance with legislation and best practice taken very seriously across the business.
- Continuity of supply chain - our operations remain heavily dependent on key suppliers and distributors. We closely monitor against key supplier service level agreements with contingent arrangements in place where necessary.
- Reputation - failure to maintain the high standards we have set can quickly affect public perception and could damage our brands. We monitor our customer service and operating standards regularly, and have dedicated quality and safety, and customer services teams. A crisis management process is also in place in the event of a serious incident.

**Azzurri Restaurants Ireland Limited**

**Directors' Report (continued)  
For the 53 Week Period Ended 2 July 2023**

**Financial risk management**

The Company's activities expose it to a variety of financial risks: foreign exchange risk, credit risk, liquidity risk, interest rate risk and price risk.

**(a) Foreign exchange risk**

Foreign exchange risk may arise from purchase of certain goods from UK suppliers. The Company mitigates this risk through making sterling payments through other UK Group companies and holding a small sterling balance transferred from other UK Group companies.

**(b) Credit risk**

The Company has no significant concentrations of credit risk. The nature of its operations results in a large and diverse customer base and a significant proportion of cash sales. The company has policies that limit the amount of credit exposure to any financial institution.

**(c) Liquidity risk**

Liquidity risk arises primarily as a result of the Company's intercompany creditors due within one year. The Company manages this risk by obtaining assurances from Azzurri Bidco Limited that they will not seek repayment of intercompany balances in the foreseeable future.

**(d) Price risk**

The Company is exposed to the variability in the price of commodities used in the running of its restaurants, this includes exposure to price fluctuations in ingredients purchased. The Company mitigates this risk by entering into price negotiations with suppliers to fix and reduce costs where possible.

## **Azzurri Restaurants Ireland Limited**

### **Directors' Report (continued) For the 53 Week Period Ended 2 July 2023**

#### **Employees**

Our people truly are our greatest asset and as such we are committed to providing an engaging, inspiring, honest and open environment for our colleagues.

We encourage a work environment that is fair, open and communicative, with many benefits for our employees.

Our employees will have a performance review at least once a year, which includes consideration of skills development and career prospects. We aim to retain, develop and promote our best staff, offering a variety of training courses and development opportunities.

Informal, frank and open dialogue is encouraged at all levels of the Company. We aim to keep our employees informed of any changes and progress with the business on a regular basis in an engaging way. Communication flows both ways, as we take the views of our employees seriously. We have a diverse workforce and an equal opportunities policy in place. We aim to employ people who reflect the diverse nature of society and value people and their contribution irrespective of age, sex, disability, sexual orientation, race, colour, religion, marital status or ethnic origin. We do not tolerate harassment or bullying in any shape or form. Procedures are in place to respond to accusations of workplace discrimination, harassment and victimisation. An effective employee grievance procedure is in operation, and the policy is properly communicated to our people.

Applications from disabled persons are given full consideration providing the disability does not seriously affect the performance of their duties. Such persons, once employed, are given appropriate training and equal opportunities.

#### **Accounting records**

The measures taken by the Directors to secure compliance with the company's obligation to keep adequate accounting records are the use of appropriate systems and procedures and employment of competent persons. The accounting records are kept at Third floor Capital House, Chapel Street, London NW1 5DH, United Kingdom.

#### **Future developments**

The company is committed to leveraging the potential of digital technology to drive more awareness and interaction with the brand. There is confidence that this will deliver on going strong performance in an ever increasingly competitive market.

#### **Qualifying third party indemnity provisions**

Qualifying third party indemnity provisions for the benefit of Directors, as defined by the Companies Act 2014, have been in force during the period and at the date of approval of the annual report.

#### **Statement on relevant audit information**

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.


#### **Independent Auditors**

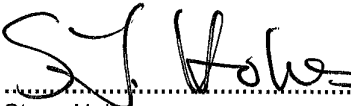
The auditors, EisnerAmper Audit Limited, continue in office in accordance with section 383(2) of the Companies Act 2014.

**Azzurri Restaurants Ireland Limited**

**Directors' Report (continued)  
For the 53 Week Period Ended 2 July 2023**

This report was approved by the board on 16 December 2025 and signed on its behalf.

  
.....  
Lindsay Dunsmuir  
Director

  
.....  
Steve Holmes  
Director

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AZZURRI RESTAURANTS IRELAND LIMITED

### Report on the audit of the financial statements

#### Opinion

We have audited the financial statements of Azzurri Restaurants Ireland Limited (the 'Company') for the period ended 2 July 2023 which comprise of the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies set out in note 2. The financial reporting framework that has been applied in their preparation is Irish law and FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* issued in the UK by the Financial Reporting Council.

In our opinion the financial statements:

- give a true and fair view of the state of the assets, liabilities and financial position of the Company as at 2 July 2023, and of its loss for the period then ended;
- have been properly prepared in accordance with FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) ("ISAs (Ireland)") and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Ireland, including the Ethical Standard for Auditors (Ireland) issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

#### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.



## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AZZURRI RESTAURANTS IRELAND LIMITED (continued)**

### **Other information (continued)**

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### **Opinions on other matters prescribed by the Companies Act 2014**

In our opinion, based solely on the work undertaken in the course of the audit, we report that:

- the information given in the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

We have obtained all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit.

In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited, and financial statements are in agreement with the accounting records.

### **Matters on which we are required to report by exception**

Based on our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

The Companies Act 2014 requires us to report to you if, in our opinion, the requirements of any of the sections 305 to 312 of the Act, which relate to disclosures of directors' remuneration and transactions are not complied with by the Company. We have nothing to report in this regard.

### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements in accordance with the applicable financial reporting framework that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, if applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.



## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AZZURRI RESTAURANTS IRELAND LIMITED (continued)**

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the Company's financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA's website at: [https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description\\_of\\_auditors\\_responsibilities\\_for\\_audit.pdf](https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description_of_auditors_responsibilities_for_audit.pdf). This description forms part of our auditor's report.

### **The purpose of our audit work and to whom we owe our responsibilities**

This report is made solely to the Company's members, as a body, in accordance with section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

---

**Paul Cahill**  
**For and on behalf of EisnerAmper Audit Limited**  
**Chartered Accountants and Statutory Audit Firm**  
**Dublin**

**17 December 2025**

**Azzurri Restaurants Ireland Limited**

**Statement of Comprehensive Income  
For the 53 Week Period Ended 2 July 2023**

	Note	52 weeks period ended 2 July 2023 €000	52 weeks period ended 26 June 2022 €000
Turnover	4	4,100	3,397
Cost of sales		<b>(3,682)</b>	<b>(2,910)</b>
<b>Gross profit</b>		<b>418</b>	<b>487</b>
Administrative expenses		<b>(515)</b>	<b>(437)</b>
Other operating income	5	-	545
<b>Operating (loss)/profit</b>	6	<b>(97)</b>	<b>595</b>
Tax on (loss)/profit	8	<b>(34)</b>	<b>(74)</b>
<b>(Loss)/profit for the financial 53 Week Period</b>		<b>(131)</b>	<b>521</b>

There were no recognised gains and losses for 2023 or 2022 other than those included in the statement of comprehensive income.

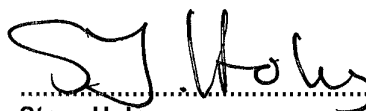
There was no other comprehensive income for 2023 or 2022.

Signed on behalf of the board:



.....  
**Lindsay Dunsmuir**

Director



.....  
**Steve Holmes**

Director

Date: 16 December 2025


**Azzurri Restaurants Ireland Limited**

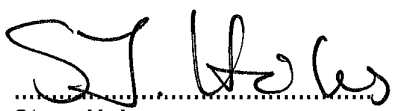
**Balance Sheet  
As at 2 July 2023**

	Note	2 July 2023 €000	26 June 2022 €000
<b>Fixed assets</b>			
Tangible assets	9	1,444	1,439
		1,444	1,439
<b>Current assets</b>			
Stocks	10	36	35
Debtors: amounts falling due within one year	11	166	511
Cash at bank and in hand	12	381	807
		583	1,353
Creditors: amounts falling due within one year	13	(1,797)	(2,397)
<b>Net current liabilities</b>		<b>(1,214)</b>	<b>(1,044)</b>
<b>Total assets less current liabilities</b>		<b>230</b>	<b>395</b>
<b>Provisions for liabilities</b>			
Deferred tax	14	(118)	(152)
		(118)	(152)
<b>Net assets</b>		<b>112</b>	<b>243</b>
<b>Capital and reserves</b>			
Called up share capital presented as equity	15	-	-
Retained earnings	16	112	243
<b>Shareholders' funds</b>		<b>112</b>	<b>243</b>

These financial statements have been prepared in accordance with the small companies regime.

The financial statements were approved and authorised for issue by the board:

  
 .....  
**Lindsay Dunsmuir**  
 Director

  
 .....  
**Steve Holmes**  
 Director

Date: 16 December 2025

The notes on pages 13 to 23 form part of these financial statements.

**Azzurri Restaurants Ireland Limited**

**Statement of Changes in Equity  
For the 53 Week Period Ended 2 July 2023**

	<b>Profit and loss account</b>	<b>Total equity</b>
	<b>€000</b>	<b>€000</b>
<b>At 1 June 2021</b>	<b>(278)</b>	<b>(278)</b>
<b>Comprehensive income for the period</b>		
Profit for the period	<b>521</b>	<b>521</b>
<b>Total comprehensive income for the period</b>	<b>521</b>	<b>521</b>
<b>At 27 June 2022</b>	<b>243</b>	<b>243</b>
<b>Comprehensive income for the period</b>		
Loss for the period	<b>(131)</b>	<b>(131)</b>
<b>Total comprehensive income for the 53 week period</b>	<b>(131)</b>	<b>(131)</b>
<b>At 2 July 2023</b>	<b>112</b>	<b>112</b>

The notes on pages 13 to 23 form part of these financial statements.

## **Azzurri Restaurants Ireland Limited**

### **Notes to the Financial Statements For the 53 Week Period Ended 2 July 2023**

#### **1. General information**

The principal activity of Azzurri Restaurants Ireland Limited is operating Zizzi branded Italian restaurants.

The company is a private company limited by shares and is incorporated in the Republic of Ireland. The address of its registered office is 25 North Wall Quay, Dublin.

#### **2. Accounting policies**

##### **2.1 Statement of Compliance**

The financial statements of Azzurri Restaurants Ireland Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" (Section 1A of "FRS 102") and the Companies Act 2014.

##### **2.2 Summary of significant accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The company has adopted FRS 102 in these financial statements.

##### **2.3 Basis of preparation**

These financial statements are prepared on a going concern basis, under the historical cost convention.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

##### **2.4 Going concern**

The Directors have reviewed cash flow forecasts for a 12 month period from the year end date which indicates the company will be able to meet all its liabilities when they fall due. The Directors have also obtained written confirmation from Azzurri Bidco Limited that they will not seek repayment of intercompany loans and provide financial support to meet obligations as they become due for a period of not less than 12 months from the date of approval of these financial statements.

The Directors have therefore adopted the going concern basis in preparing the financial statements.

## Azzurri Restaurants Ireland Limited

### Notes to the Financial Statements For the 53 Week Period Ended 2 July 2023

#### 2. Accounting policies (continued)

##### 2.5 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

##### Sale of goods

Turnover from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

##### 2.6 Tangible assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation on fixture and fittings is provided on the following basis:

Plant and machinery	-	20% per annum
Short term leases	-	3% per annum
Fixtures and fittings	-	10% per annum
Computer Equipment	-	20% per annum

Tangible fixed assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in loss/profit on disposal of fixed assets in the income statement. The carrying values of tangible fixed assets are reviewed for impairment at each balance sheet date and in periods where events of changes in circumstances indicate the carrying value may not be recoverable. Any impairment is charged to the income statement. Reversals of impairment are recognised when the reasons for the impairment no longer apply.

## Azzurri Restaurants Ireland Limited

### Notes to the Financial Statements For the 53 Week Period Ended 2 July 2023

#### 2. Accounting policies (continued)

##### 2.7 Inventories

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

Cost of smallware inventories is determined by reference to the standard quantity in issue to each restaurant.

##### 2.8 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

##### 2.9 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

##### 2.10 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a Director in the case of a small company, or a public benefit entity concessionary loan.

##### 2.11 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

## Azzurri Restaurants Ireland Limited

### Notes to the Financial Statements For the 53 Week Period Ended 2 July 2023

#### 2. Accounting policies (continued)

##### 2.12 Foreign currency translation

###### Functional and presentation currency

The Company's functional and presentational currency is Euro.

###### Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

##### 2.13 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

The benefit of lease incentives is taken to the Statement of Comprehensive Income to reduce the lease expense on a straight-line basis over the lease term. The Company has taken advantage of the exemption in respect of lease incentives on leases in existence on the date of transition to FRS 102 (1 July 2014). The Company continues to credit these lease incentives to the Statement of Comprehensive Income over the period to the first review date.

##### 2.14 Borrowing costs

All borrowing costs are recognised in profit or loss in the 52 week period in which they are incurred.

##### 2.15 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of Comprehensive Income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

## Azzurri Restaurants Ireland Limited

### Notes to the Financial Statements For the 53 Week Period Ended 2 July 2023

#### 2. Accounting policies (continued)

##### 2.16 Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Company can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

#### 3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company accounting policies.

The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are listed below and in more detail in the related notes:

##### **The impairment of the carrying amount of tangible fixed assets**

The Company formally determines whether property, plant and equipment are impaired by considering indicators of impairment annually. This requires the Company to determine the lowest level of assets which generate largely independent cash flows (cash generating units of GCU) and to estimate the value in use of these assets or GCUs; and compare these to their carrying value. Cash generating units are deemed to be individual units.

Calculating the value in use requires the Company to make estimate of the future cash flows of each GCU and to choose a suitable discount rate in order to calculate the present value of those cash flows.

Azzurri Restaurants Ireland Limited

Notes to the Financial Statements  
For the 53 Week Period Ended 2 July 2023

4. Turnover

All turnover arose from the operation of restaurants.

	2023 €000	2022 €000
Sales	4,100	3,397
	<u>4,100</u>	<u>3,397</u>

All turnover arose in Ireland.

5. Other operating income

	2023 €000	2022 €000
Other operating income	-	545
	<u>-</u>	<u>545</u>

6. Operating profit

The operating profit is stated after charging:

	2023 €000	2022 €000
Operating lease charges	711	298
Depreciation of tangible fixed assets	144	196
Exchange differences	-	3

7. Employees

The average monthly number of employees, including the Directors, during the 53 Week Period was as follows:

	2023 No.	2022 No.
Restaurant Staff	<u>87</u>	<u>88</u>

**Azzurri Restaurants Ireland Limited**

**Notes to the Financial Statements  
For the 53 Week Period Ended 2 July 2023**

The Directors of the company did not receive any remuneration as they are paid by other companies within the Azzurri Group Holdings UK Limited group.

**8. Taxation**

	<b>2023</b>	<b>2022</b>
	<b>€000</b>	<b>€000</b>
<b>Total current tax</b>	<u>-</u>	<u>-</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	(30)	(11)
Unused losses carried forward	-	85
Adjustment in respect of prior year	64	-
<b>Total deferred tax</b>	<u>34</u>	<u>74</u>
<b>Taxation on profit on ordinary activities</b>	<u>34</u>	<u>74</u>

**Factors affecting tax charge for the 53 week period**

The tax assessed for the 53 week period is higher than (2022 - *higher than*) the standard rate of corporation tax in Ireland of 12.5% (2022 - 12.5%). The differences are explained below:

	<b>2023</b>	<b>2022</b>
	<b>€000</b>	<b>€000</b>
(Loss)/profit on ordinary activities before tax	<u>(97)</u>	<u>595</u>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in Ireland of 12.5% (2022 - 12.5%)	(48)	74
<b>Effects of:</b>		
Adjustments to tax charge in respect of prior periods	64	-
Other timing differences leading to an increase (decrease) in taxation	18	-
<b>Total tax charge for the 53 Week Period/year</b>	<u>34</u>	<u>74</u>

**Factors that may affect future tax charges**

There were no factors that may affect future tax charges.

Azzurri Restaurants Ireland Limited

Notes to the Financial Statements  
For the 53 Week Period Ended 2 July 2023

9. Tangible fixed assets

	Short-term leasehold property €000	Fixtures and fittings €000	Office equipment €000	Computer equipment €000	Assets Under Constructi on €000	Total €000
<b>Cost or valuation</b>						
At 27 June 2022	1,294	1,189	-	-	-	2,483
Additions	-	44	75	-	29	148
Transfers between classes	-	(448)	423	52	(26)	1
At 2 July 2023	<u>1,294</u>	<u>785</u>	<u>498</u>	<u>52</u>	<u>3</u>	<u>2,632</u>
<b>Depreciation</b>						
At 27 June 2022	242	802	-	-	-	1,044
Charge for the 53 Week Period on owned assets	47	76	19	2	-	144
Transfers between classes	-	(471)	421	50	-	-
At 2 July 2023	<u>289</u>	<u>407</u>	<u>440</u>	<u>52</u>	<u>-</u>	<u>1,188</u>
<b>Net book value</b>						
At 2 July 2023	<u>1,005</u>	<u>378</u>	<u>58</u>	<u>-</u>	<u>3</u>	<u>1,444</u>
At 26 June 2022	<u>1,052</u>	<u>388</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,440</u>

10. Inventories

	2023 €000	2022 €000
Food and drink	36	35
	<u>36</u>	<u>35</u>

**Azzurri Restaurants Ireland Limited**

**Notes to the Financial Statements  
For the 53 Week Period Ended 2 July 2023**

**11. Debtors: amounts falling due within one year**

	<b>2023</b>	<i>2022</i>
	<b>€000</b>	<i>€000</i>
Amounts owed by group undertakings	2	-
Other debtors	32	15
Prepayments and accrued income	132	496
	<b>166</b>	<i>511</i>
	<b>166</b>	<i>511</i>

**12. Cash at bank and in hand**

	<b>2023</b>	<i>2022</i>
	<b>€000</b>	<i>€000</i>
Cash at bank and in hand	381	807
	<b>381</b>	<i>807</i>
	<b>381</b>	<i>807</i>

**13. Creditors: Amounts falling due within one year**

	<b>2023</b>	<i>2022</i>
	<b>€000</b>	<i>€000</i>
Trade creditors	149	699
Amounts owed to group undertakings	1,496	1,161
Corporation tax	9	9
Taxation and social insurance	49	199
Other creditors	46	88
Accruals	48	241
	<b>1,797</b>	<i>2,397</i>
	<b>1,797</b>	<i>2,397</i>

Loans due to group companies which are denominated in pound sterling bear no interest, are unsecured and repayable on demand.

**Azzurri Restaurants Ireland Limited**

**Notes to the Financial Statements  
For the 53 Week Period Ended 2 July 2023**

**14. Deferred taxation**

	<b>2023</b>	<i>2022</i>
	<b>€000</b>	<i>€000</i>
At beginning of year	<b>(152)</b>	<i>(78)</i>
Charged to profit or loss	<b>34</b>	<i>(74)</i>
<b>At end of year</b>	<b>(118)</b>	<i>(152)</i>

The provision for deferred taxation is made up as follows:

	<b>2 July</b>	<i>26 June</i>
	<b>2023</b>	<i>2022</i>
	<b>€000</b>	<i>€000</i>
Origination of timing differences	<b>(118)</b>	<i>(154)</i>
Unused tax losses carried forward	<b>-</b>	<i>2</i>
	<b>(118)</b>	<i>(152)</i>

**Azzurri Restaurants Ireland Limited**

**Notes to the Financial Statements  
For the 53 Week Period Ended 2 July 2023**

**15. Share capital**

	2023	2022
	€	€
<b>Authorised, allotted, called up and fully paid</b>		
1 (2022 - 1) Ordinary share of €1.00	1	1
	<u>1</u>	<u>1</u>

**16. Reserves**

**Profit and loss account**

The total profit and loss account as at 02 July 2023 is a surplus of €112,000 (2022: surplus of €243,000).

**17. Commitments under operating leases**

At 2 July 2023 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2023	2022
	€000	€000
Not later than 1 year	711	711
Later than 1 year and not later than 5 years	2,844	2,844
Later than 5 years	9,134	9,856
	<u>12,689</u>	<u>13,411</u>

**18. Related party transactions**

Transactions and balances between companies wholly owned by Azzurri Group Holdings UK Limited have not been disclosed as is permitted by FRS 102 Section 33.1A "Related Party Disclosures".

**19. Controlling party**

The Company is a subsidiary undertaking of Azzurri Central Limited. The ultimate controlling party is Buslrode B.V. and Bulstrode B.V.'s ultimate parent company is Towerbrook Capital Partners L.P.

**20. Consolidation**

The largest group in which the results of the Company are consolidated is that headed by Bulstrode B.V. The smallest group in which they are consolidated is that headed by Azzurri Group Holdings UK Limited, 3rd Floor, Capital House, 25 Chapel Street, London, NW1 5DH. The consolidated financial statements of Azzurri Group Holdings UK Limited are available to the public and may be obtained from 3rd Floor, Capital House, 25 Chapel Street, London, NW1 5DH.