

**Registered number: 319259**

**NEWGLADE INTERNATIONAL UNLIMITED COMPANY**

**Financial Statements**  
**For the year ended 30 September 2025**

# NEWGLADE INTERNATIONAL UNLIMITED COMPANY

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## **NEWGLADE INTERNATIONAL UNLIMITED COMPANY**

### **Company Information**

<b>Director</b>	D P Healy C Marciniuk
<b>Company secretary</b>	EM Da Silva Vieira
<b>Registered number</b>	319259
<b>Registered office</b>	6th Floor 2 Grand Canal Square Dublin 2 DO2 A342 Ireland
<b>Solicitors</b>	William Fry 2 Grand Canal Square Dublin 2 DO2 A342 Ireland

## **NEWGLADE INTERNATIONAL UNLIMITED COMPANY**

### **Directors' Report**

for the year ended 30 September 2025

The Directors submit their Directors' report and unaudited financial statements of Newglade International Unlimited Company ("the Company") for the financial year ended 30 September 2025.

#### **Review of business**

The principal activity of the Company is that of a dormant company. The Directors have no plans to recommence trading in the foreseeable future.

The Company is a wholly owned indirect subsidiary of Imperial Brands PLC, which is the ultimate parent company within the Group, and the Directors of the Group manage operations at a Group level. For this reason, the Company's Directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company.

In addition, the Directors of the Group manage the Group's risks at a Group level, rather than at an individual entity level. For this reason, the Company's Directors believe that a discussion of the Group's risks would not be appropriate for an understanding of the development, performance or position of the business of the Company. The principal risks and uncertainties of the Group, which include those of the Company, are discussed in the Group's Annual Report, which does not form part of this report.

In the normal course of business, the Group is exposed to market, liquidity and credit risk. The financial risk management policy is discussed in the Financial Risk Factors section of the Group's Annual Report, which does not form part of this report.

#### **Financial results**

The results for the Company show profit for the financial year of €nil (2024: €nil), and total equity at 30 September 2025 is €1 thousand (2024: €1 thousand).

The Directors do not propose a final dividend (2024: €nil).

#### **Future developments and going concern**

In the year ended 30 September 2025, the Company is considered to be dormant.

#### **Employees**

The Company does not have any employees during the current year or preceding year.

#### **Directors**

The Directors of the Company who were in office during the year, and up to the date of signing the financial statements, are detailed below:

D P Healy  
C Marciniuk

#### **Directors' interests in shares**

The Directors and Secretary in office at 30 September 2025 had no interests in the shares of the Company or any Group company that are required by the Companies Act 2014 to be recorded in the Register of Interests or disclosed in the Directors' Report.

## NEWGLADE INTERNATIONAL UNLIMITED COMPANY

### Directors' Report (continued)

for the year ended 30 September 2025

#### Statement of Director's responsibilities

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

Irish law requires the Directors to prepare financial statements for each financial year that give a true and fair view of the Company's assets, liabilities and financial position as at the end of the financial year and the profit and loss of the Company for the financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice in Ireland (accounting standards issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland, comprising Financial Reporting Standard 101(FRS 101) "Reduced Disclosure Framework" (FRS 101) and Irish law).

Under Irish law, the Directors shall not approve the financial statements unless they are satisfied that they give a true and fair view of the Company's assets, liabilities and financial position as at the end of the financial year and the profit and loss of the Company for the financial year.

In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with the FRS 101 and identify the standards in question, subject to any material departures from those standards being disclosed and explained in the notes to the financial statements; 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 keeping adequate accounting records that are sufficient to:

- correctly record and explain the transaction 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; and
- enable the Directors to ensure that the financial statements comply with the Companies Act 2014 and enable those financial statements to be audited.

The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for prevention and detection of fraud and other irregularities.

#### Accounting records

The measures taken by the Directors to ensure compliance with the requirements of Section 281 to 285 of the Companies Act 2014 with regard to the keeping of accounting record, are the employment of the appropriately qualified accounting personnel and the maintenance of computerised accounting systems. The Company's accounting records are maintained at the Company's registered office at 6th Floor 2 Grand Canal Square, Dublin 2, DO2 A342, Ireland and 121 Winterstoke Road, Bristol, BS3 2LL, United Kingdom.

On behalf of the Board

Signed by:  
  
0A2D66047F5E4A7...  
**C Marciniuk**  
Director  
28 November 2025

DocuSigned by:  
  
8634226F223545E...  
**D P Healy**  
Director  
28 November 2025

# NEWGLADE INTERNATIONAL UNLIMITED COMPANY

## Income Statement

for the year ended 30 September 2025

There have been no income statement transactions in the year ended 30 September 2025 nor in the year ended 30 September 2024 therefore no Income Statement or Statement of Comprehensive Income have been presented.

## Balance Sheet

At 30 September 2025

	Note	2025 €'000	2024 €'000
<b>Current assets</b>			
Debtors: amounts falling due within one year	5	1	1
<b>Net assets</b>		1	1
<b>Capital and reserves</b>			
Called up share capital	6	1	1
<b>Total shareholders' funds</b>		1	1

The notes on pages 5 to 8 are an integral part of these financial statements.

We, as Directors of the Company state that:

1. the Company is availing itself of the audit exemption provided for by Chapter 16 of Part 6 of the Companies Act 2014;
2. the Company is availing itself of the exemption on the grounds that the conditions specified in section 365(2) of the Companies Act 2014 are satisfied;
3. we acknowledge the Company's obligations under the Companies Act 2014, to keep adequate accounting records and to 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 year and to otherwise comply with the provisions of Companies Act 2014 relating to Financial Statements so far as they are applicable to the Company; and
4. we hereby certify that we have relied on the specific exemption contained in section 365 of the Companies Act 2014 on the grounds that the Company is entitled to the benefits of that exemption as a dormant company.

Approved by the Board of Directors and authorised for issue on 28 November 2025 and signed on its behalf by:

Signed by:  
  
0A2D65047FEE4A7...  
**C Marciniuk**  
 Director  
 28 November 2025

DocuSigned by:  
  
8634226F223545E...  
**D P Healy**  
 Director  
 28 November 2025

## NEWGLADE INTERNATIONAL UNLIMITED COMPANY

### Statement of Changes in Equity

As at 30 September 2025

There have been no movements in share capital, share premium or retained earnings during the year ended 30 September 2025 nor the year ended 30 September 2024, and therefore no change in equity. As a result no Statement of Changes in Equity has been presented.

### Notes to the Financial Statements

#### 1. Authorisation of financial statements and statement of compliance with FRS101

Newglade International Unlimited Company is a private unlimited company and incorporated in Ireland. The Company is resident in the United Kingdom. The registered office is 6th Floor 2 Grand Canal Square, Dublin 2, DO2 A342.

These financial statements were prepared in accordance with Generally Accepted Accounting Practice in Ireland. The entity financial statements comply with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101) as issued by the Financial Reporting Council of the UK and promulgated by the Institute of Chartered Accountants in Ireland and the Companies Act 2014.

The Company's financial statements are presented in Euro and all values are rounded to the nearest thousand euros (€'000) except when otherwise indicated.

The financial statements have been prepared on the historical cost basis.

#### 2. Accounting policies

##### Basis of preparation of financial statements

The financial statements have been prepared in accordance with the Companies Act 2014 and Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101) as issued by the Financial Reporting Council of the UK, and promulgated by the Institute of Chartered Accountants in Ireland.

The financial statements have been prepared on the historical cost basis, except as described in the accounting policies on investments and financial instruments. Historical cost is generally based on the fair value of the consideration given in exchange for the assets.

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported assets and liabilities at the balance sheet date.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available in the preparation of the financial statements, as detailed below:

- Paragraph 38 of IAS 1 'Presentation of financial statements' - comparative information requirements in respect of paragraph 79(a)(iv) of IAS 1.
- The following paragraphs of IAS 1 'Presentation of financial statements':
  - (i) 10(d) - statement of cash flows;
  - (ii) 16 - statement of compliance with all IFRS;
  - (iii) 38A - requirement for minimum of two primary statements, including cash flow statements;
  - (iv) 38B-D - additional comparative information;
  - (v) 111- cash flow information; and
  - (vi) 134-136 - capital management disclosures;

## **NEWGLADE INTERNATIONAL UNLIMITED COMPANY**

### **Notes to the Financial Statements (continued)**

for the year ended 30 September 2025

#### **2. Accounting policies (continued)**

##### **Basis of preparation of financial statements (continued)**

- IAS 7 'Statement of cash flows';
- Paragraph 30 and 31 of IAS 8 'Accounting Policies, changes in accounting estimates and errors' - requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective;
- Paragraph 17 of IAS 24 'Related party disclosures' - key management compensation;
- The requirements in IAS 24 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group;
- IFRS 7 'Financial Instruments: Disclosures'; and
- Certain disclosures required by IAS 12 Income Taxes in respect of Pillar Two income taxes.

##### **New accounting standards and interpretations**

No new accounting standards, or amendments to accounting standards, or IFRS IC interpretations that are effective for the year ended 30 September 2025, have had a material impact on the Company.

##### **Foreign currency**

Monetary assets and liabilities denominated in foreign currencies are translated into euro at the rates of exchange ruling at the balance sheet date.

Transactions in currencies other than euro are initially recorded at the exchange rate ruling at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at exchange rates ruling at the balance sheet date of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement with exchange differences arising on trading transactions being reported in operating profit, and those arising on financing transactions being reported in net finance costs.

##### **Interest**

Interest payable and receivable is recognised in the income statement in the period to which it relates.

##### **Taxes**

The tax expense for the year comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly in the shareholders' funds, respectively.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustments to tax payable in respect of previous periods.

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.

A net deferred tax asset is recognised only to the extent that it is probable that future taxable profit will be available against which the asset can be utilised.

Deferred tax is determined using tax rates that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax is measured on a non-discounted basis.

## **NEWGLADE INTERNATIONAL UNLIMITED COMPANY**

### **Notes to the Financial Statements (continued)**

for the year ended 30 September 2025

#### **2. Accounting policies (continued)**

##### **Dividends**

Final dividends are recognised as a liability in the period in which the dividends are approved by shareholders, whereas interim dividends are recognised in the period in which the dividends are paid.

##### **Financial Instruments**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the relevant instrument. Financial assets are de-recognised when the rights to receive benefits have expired or been transferred, and the Company has transferred substantially all risks and rewards of ownership. Financial liabilities are de-recognised when the obligation is extinguished.

Non-derivative financial assets are classified as loans and receivables. Receivables are initially recognised at fair value and are subsequently stated at amortised cost using the effective interest method, subject to reduction for allowances for estimated irrecoverable amounts. A provision for impairment of receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of those receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, and is recognised in the income statement.

Non-derivative financial liabilities are classified as loans and payables. Payables are initially recognised at fair value and are subsequently stated at amortised cost using the effective interest method.

##### **Critical accounting estimates and judgements**

The Company makes estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience, and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

In the future, actual experience may deviate from these estimates and assumptions. There were no estimates or judgements in these financial statements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

#### **3. Staff costs and Directors' remuneration**

The Company has no employees other than the Directors during the current year or prior year.

None of the Directors received any emoluments from the Company in respect of the year under review (2024: €nil).

The emoluments of the Directors are paid by Imperial Tobacco Limited, a wholly owned indirect subsidiary of Imperial Brands PLC, the ultimate parent company. The Directors' services to the Company and to a number of fellow subsidiaries are of a non-executive nature and their emoluments and retirement benefits are deemed to be wholly attributable to their services to Imperial Tobacco Limited and the ultimate parent company. Accordingly, no emoluments or retirement benefits are disclosed in these financial statements.

#### **4. Dividends**

No interim dividends have been paid during the current or prior year. No final dividends have been proposed during the current or prior year.

**NEWGLADE INTERNATIONAL UNLIMITED COMPANY****Notes to the Financial Statements (continued)**

for the year ended 30 September 2025

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

	<b>2025</b> <b>€'000</b>	2024 €'000
Amounts owed by group undertakings	<u>1</u>	<u>1</u>
	<u><u>1</u></u>	<u><u>1</u></u>

Amounts owed by group undertakings falling due within one year comprise:

- €1 thousand (2024 : €1 thousand) from Imperial Brands PLC. The balance is unsecured, non-interest bearing and repayable on demand.

The fair value of the amounts due from group undertakings is considered to be their carrying value. The Company's debtors are all denominated in euros, and there is no provision for impairment against the Company's debtors.

**6. Called up share capital**

	<b>2025</b> <b>€'000</b>	2024 €'000
<b>Authorised, allotted, called up and fully paid</b>		
1,001 (2024: 1,001) ordinary shares of €1.25 each	<u>1</u>	<u>1</u>
	<u><u>1</u></u>	<u><u>1</u></u>

There is a single class of equity share. There are no restrictions on the distribution of dividends and the repayment of capital.

**7. Related party transactions**

The Company has taken advantage of the Group exemption under the terms of IAS 24 from disclosing related party transactions with entities that are wholly owned within the Group since the Company is a wholly owned subsidiary of Imperial Brands PLC and is included in the consolidated financial statements of the Group, which are publicly available.

**8. Ultimate parent company and ultimate controlling party**

The ultimate parent undertaking and controlling party of Newglade International Unlimited Company at 30 September 2025 was Imperial Brands PLC, a company incorporated in the United Kingdom and registered in England and Wales. The smallest and largest group in which the results of the Company are consolidated is that headed by Imperial Brands PLC, whose consolidated financial statements may be obtained from the Company Secretary, Imperial Brands PLC, 121 Winterstoke Road, Bristol, BS3 2LL.

The immediate parent undertaking of Newglade International Unlimited Company at 30 September 2025 was Imperial Tobacco Overseas Limited, a company incorporated in the United Kingdom and registered in England and Wales.