

Company Registration No. 604612 (Republic of Ireland)

VALLEJO HOLDINGS LIMITED
ABRIDGED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

VALLEJO HOLDINGS LIMITED

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VALLEJO HOLDINGS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 30 JUNE 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 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.

Directors' declaration on unaudited financial statements

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 DBASS, 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 year ended 30 June 2025.

On behalf of the board

Sean Keegan
Director

Laurence Keegan
Director

Date: 23 February 2026

VALLEJO HOLDINGS LIMITED

BALANCE SHEET

AS AT 30 JUNE 2025

	Notes	2025		2024	
		€	€	€	€
Fixed assets					
Financial assets	6		4,508,747		140,570
Current assets					
Debtors	7	20,634,944		17,204,944	
Cash at bank and in hand		1,690		8,971,810	
		<u>20,636,634</u>		<u>26,176,754</u>	
Creditors: amounts falling due within one year	8	<u>(6,806,098)</u>		<u>(8,097,403)</u>	
Net current assets			<u>13,830,536</u>		<u>18,079,351</u>
Total assets less current liabilities			<u>18,339,283</u>		<u>18,219,921</u>
Creditors: amounts falling due after more than one year	9		<u>(6,875,100)</u>		<u>(6,875,100)</u>
Net assets			<u><u>11,464,183</u></u>		<u><u>11,344,821</u></u>
Capital and reserves					
Called up share capital presented as equity			6,400,100		6,400,100
Profit and loss reserves	11		<u>5,064,083</u>		<u>4,944,721</u>
Total equity			<u><u>11,464,183</u></u>		<u><u>11,344,821</u></u>

VALLEJO HOLDINGS LIMITED

BALANCE SHEET (CONTINUED)

AS AT 30 JUNE 2025

We, as directors of Vallejo Holdings Limited, 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 Section 359 is complied with;

(c) no notice under subsection (1) of section 334 has, in accordance with subsection (2) of that section, been served on the company; and

(d) we acknowledge the obligations of the company, under the Companies Act 2014, to:

(i) 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 year and of its profit or loss for such a year; and

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

We, as directors of Vallejo Holdings Limited, state that:

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

On behalf of the board

Sean Keegan
Director

Laurence Keegan
Director

Date: 23 February 2026

VALLEJO HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2025

1 Accounting policies

The principal activity of the company continued to be that of a holding company.

There have been no significant changes in the company's activities during the financial year.

Vallejo Holdings Limited is a limited liability company domiciled and incorporated in the Republic of Ireland. The registered office is Collegefort, Carpenterstown Road, Castleknock, Dublin 15 and its company registration number is 604612.

The significant accounting policies adopted by the company and applied consistently in the preparation of these financial statements are set out below:

1.1 Basis of preparation

The financial statements are prepared on the going concern basis, under the historical cost convention, as modified by the revaluation of certain tangible fixed assets, and comply with the financial reporting standards of the Financial Reporting Council and promulgated by Chartered Accountants Ireland including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland as adapted by Section 1A of FRS 102 and 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 euro.

1.2 Group accounts

The company and its subsidiaries combined meet the size exemption criteria for a group and the company is therefore exempt from the requirement to prepare consolidated financial statements by virtue of meeting the requirements in Section 293(1A) of the Companies Act 2014. Consequently, these financial statements deal with the results of the company as a single entity.

1.3 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.4 Cash and cash equivalents

Cash at bank and in hand 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.

1.5 Financial instruments

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

VALLEJO HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2025

1 Accounting policies

(Continued)

1.6 Equity instruments

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

1.7 Dividend distribution

Dividend distribution to the company's shareholders is recognised as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

1.8 Taxation

The company is managed and controlled in the Republic of Ireland and, consequently, is tax resident in Ireland. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current tax

Current tax is calculated on the profits of the period. Current tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is provided in full on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Current or deferred taxation assets and liabilities are not discounted.

1.9 Provisions

Provisions are recognised when the company has a legal or constructive present obligation as a result of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation.

Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value, the unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

VALLEJO HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2025

1 Accounting policies

(Continued)

1.10 Currency

(i) *Functional and presentation currency*

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the company operates ("the functional currency"). The financial statements are presented in euro, which is the company's functional and presentation currency and is denoted by the symbol "€".

(ii) *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.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the profit and loss account within 'finance (expense)/income'. All other foreign exchange gains and losses are presented in the profit and loss account within 'Other operating (losses)/gains'.

1.11 Related party transactions

The company discloses transactions with related parties which are not wholly owned within the same group. It does not disclose transactions with members of the same group that are wholly owned.

1.12 Trade and other debtors

Trade and other debtors including amounts owed from group companies are recognised initially at transaction price (including transaction costs) unless a financing arrangement exists in which case they are measured at the present value of future receipts discounted at a market rate. Subsequently these are measured at amortised cost less any provision for impairment. A provision for impairment of trade debtors 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 receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. All movements in the level of the provision required are recognised in the profit and loss.

1.13 Creditors and accruals

Creditors and accruals are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

1.14 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

1.15 Cash flow statement exemption

The company has availed of the exemption contained in Section 1A of FRS 102 and as a result have elected not to prepare a cash flow statement.

2 Employees

There were no employees during the year.

VALLEJO HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2025

3 Directors' transactions

Loans have been granted to the company by its directors as follows:

Description	% Rate	Opening balance €	Amounts advanced €	Amounts repaid €	Closing balance €
Laurence Keegan	-	(5,775,100)	-	-	(5,775,100)
		<u>(5,775,100)</u>	<u>-</u>	<u>-</u>	<u>(5,775,100)</u>

4 Interest receivable and similar income

2025	2024
€	€

Interest receivable and similar income includes the following:

Income from shares in group undertakings	<u>160,000</u>	<u>-</u>
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5 Amounts written off investments

2025	2024
€	€

Fair value gains/(losses)

Change in value of financial assets held at fair value through profit or loss	<u>(43,599)</u>	<u>(18,157)</u>
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6 Financial assets

2025	2024
€	€

Shares in group undertakings	500	140,570
Other investments other than loans	<u>4,508,247</u>	<u>-</u>

VALLEJO HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2025

6 Financial assets

(Continued)

Movements in financial assets

	Shares in group undertakings	Other investments other than loans	Total
	€	€	€
Cost or valuation			
At 1 July 2024	140,570	-	140,570
Additions	-	6,999,997	6,999,997
Valuation changes	(140,070)	96,471	(43,599)
Disposals	-	(2,588,221)	(2,588,221)
	<hr/>	<hr/>	<hr/>
At 30 June 2025	500	4,508,247	4,508,747
	<hr/>	<hr/>	<hr/>
Carrying amount			
At 30 June 2025	500	4,508,247	4,508,747
	<hr/>	<hr/>	<hr/>
At 30 June 2024	140,570	-	140,570
	<hr/>	<hr/>	<hr/>

7 Debtors

	2025	2024
	€	€
Amounts falling due within one year:		
Amounts owed by group undertakings	20,634,944	17,204,944
	<hr/>	<hr/>

8 Creditors: amounts falling due within one year

	Notes	2025	2024
		€	€
Amounts owed to credit institutions	10	6,853	-
Amounts due to group undertakings		6,795,600	8,095,403
Other creditors including tax and social insurance		1,645	-
Accruals		2,000	2,000
		<hr/>	<hr/>
		6,806,098	8,097,403
		<hr/>	<hr/>

VALLEJO HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2025

9 Creditors: amounts falling due after more than one year

	Notes	2025 €	2024 €
Other borrowings	10	5,775,100	5,775,100
Other creditors		1,100,000	1,100,000
		<u>6,875,100</u>	<u>6,875,100</u>

10 Loans and overdrafts

	2025 €	2024 €
Bank overdrafts	6,853	-
Other loans	5,775,100	5,775,100
	<u>5,781,953</u>	<u>5,775,100</u>
Payable within one year	6,853	-
Payable after one year	5,775,100	5,775,100
	<u>5,781,953</u>	<u>5,775,100</u>

11 Profit and loss reserves

	2025 €	2024 €
At the beginning of the year	4,944,721	4,966,977
Profit/(loss) for the year	119,362	(22,256)
At the end of the year	<u>5,064,083</u>	<u>4,944,721</u>

12 Capital commitments

There were no capital commitments at the year ended 30 June 2025.

13 Post balance sheet events

There have been no significant events affecting the company since the year end.

14 Related party transactions

The amount owing to Mairead Keegan at the year end was €1,100,000 (2024: €1,100,000). Mairead Keegan is deemed a related party as she is a parent and wife to the directors respectively.

15 Approval of financial statements

The directors approved the financial statements on the 23 February 2026.