

Forclaz Limited

Annual Report and Financial Statements

for the financial period from 20 May 2024 (date of incorporation) to 30 April 2025

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Forclaz Limited

DIRECTORS AND OTHER INFORMATION

Directors	Noel O'Grady (Appointed 20 May 2024) Desmond O'Grady (Appointed 20 May 2024)
Company Secretary	Noel O'Grady (Appointed 20 May 2024)
Company Number	764301
Registered Office	118 Georgian Village Castleknock Dublin 15 Ireland
Business Address	118 Georgian Village Castleknock Dublin 15
Auditors	Frisby & Associates Chartered Accountants and Statutory Audit Firm Unit 11, Woodview Court Tandy's Lane Lucan, Co. Dublin

DIRECTORS' REPORT

for the financial period from 20 May 2024 (date of incorporation) to 30 April 2025

The directors present their report and the audited financial statements for the financial period from 20 May 2024 (date of incorporation) to 30 April 2025.

Principal Activity

The principal activity is that of a holding company.

Results and Dividends

The profit for the financial period amounted to €0.

The directors do not recommend payment of a dividend.

At the end of the financial period, the company has assets of €14,000,100 and liabilities of €0. The net assets of the company are €14,000,100.

Directors and Secretary

The directors who served throughout the financial period, except as noted, were as follows:

Noel O'Grady (Appointed 20 May 2024)

Desmond O'Grady (Appointed 20 May 2024)

The secretary who served throughout the financial period was Noel O'Grady.

The directors' and the secretary's interests in the shares of the company are as follows:

Name	Class of Shares	Number Held At 30/04/25
Noel O'Grady	Ordinary Shares Class 1	<u>14,000,100</u>

Desmond O'Grady had no direct beneficial interest in the shares of the company at the beginning or end of the financial period.

There were no changes in shareholdings between 30 April 2025 and the date of signing the financial statements.

In accordance with the Constitution, the directors retire by rotation and, being eligible, offer themselves for re-election.

Future Developments

The company plans to continue its present activities and current trading levels.

Post Balance Sheet Events

There have been no significant events affecting the company since the financial period-end.

Auditors

The auditors, Frisby & Associates, (Chartered Accountants), continue in office in accordance with section 383(2) of the Companies Act 2014.

Accounting Records

To ensure that adequate accounting records are kept in accordance with sections 281 to 285 of the Companies Act 2014, the directors have employed appropriately qualified accounting personnel and have maintained appropriate computerised accounting systems. The accounting records are located at the company's office at 118 Georgian Village, Castleknock, Dublin 15.

Signed on behalf of the board

Noel O'Grady
Director

19 March 2026

Desmond O'Grady
Director

19 March 2026

DIRECTORS' RESPONSIBILITIES STATEMENT

for the financial period from 20 May 2024 (date of incorporation) to 30 April 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 period. 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" 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 period end date and of the profit or loss of the company for the 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 financial statements 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 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 readily and properly 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.

Signed on behalf of the board

Noel O'Grady
Director

19 March 2026

Desmond O'Grady
Director

19 March 2026

INDEPENDENT AUDITOR'S REPORT to the Shareholders of Forclaz Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Forclaz Limited ('the company') for the financial period from 20 May 2024 (date of incorporation) to 30 April 2025 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity, the Statement of Cash Flows and the related notes to the financial statements, including the 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 United Kingdom by the Financial Reporting Council.

In our opinion the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the company as at 30 April 2025 and of its profit for the financial 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 described below 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 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.

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 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 the financial statements are in agreement with the accounting records.

Matters on which we are required to report by exception

Based on the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any 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 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.

INDEPENDENT AUDITOR'S REPORT to the Shareholders of Forclaz Limited

Respective responsibilities

Responsibilities of directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements in accordance with the applicable financial reporting framework that give a true and fair view, and for such internal control as they 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 management either intends to liquidate the company or to cease operation, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the 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 contained in the appendix to this report, located at page 8, which is to be read as an integral part of our report.

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

Our report is made solely to the company's shareholders, 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 shareholders 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 any responsibility to anyone other than the company and the company's shareholders, as a body, for our audit work, for this report, or for the opinions we have formed.

George Frisby
for and on behalf of
FRISBY & ASSOCIATES

Chartered Accountants and Statutory Audit Firm
Unit 11, Woodview Court
Tandy's Lane
Lucan,
Co. Dublin

19 March 2026

Further information regarding the scope of our responsibilities as auditor

As part of an audit in accordance with ISAs (Ireland), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Forclaz Limited**PROFIT AND LOSS ACCOUNT**

for the financial period from 20 May 2024 (date of incorporation) to 30 April 2025

	Notes	2025 €
Profit before taxation		-
Tax on profit	5	-
Profit for the financial period		-
Total comprehensive income		-

Approved by the board on 19 March 2026 and signed on its behalf by:

Noel O'Grady
DirectorDesmond O'Grady
Director

Forclaz Limited
BALANCE SHEET

as at 30 April 2025

	Notes	2025 €
Fixed Assets		
Investments	6	<u>14,000,000</u>
Current Assets		
Debtors	7	<u>100</u>
Net Current Assets		<u>100</u>
Total Assets less Current Liabilities		<u><u>14,000,100</u></u>
Capital and Reserves		
Called up share capital presented as equity	8	<u>14,000,100</u>
Equity attributable to owners of the company		<u><u>14,000,100</u></u>

Approved by the board on 19 March 2026 and signed on its behalf by:

Noel O'Grady
Director

Desmond O'Grady
Director

STATEMENT OF CHANGES IN EQUITY

as at 30 April 2025

	Called up share capital €	Total €
Net proceeds of equity Ordinary share issue	14,000,100	14,000,100
At 30 April 2025	<u>14,000,100</u>	<u>14,000,100</u>

STATEMENT OF CASH FLOWS

for the financial period from 20 May 2024 (date of incorporation) to 30 April 2025

	Notes	2025 €
Cash flows from operating activities		
Movements in working capital:		
Movement in debtors		(100)
		<u>(100)</u>
Cash (used in)/generated from operations		<u>(100)</u>
Cash flows from investing activities		
Payments on acquisition of group interests		(14,000,000)
		<u>(14,000,000)</u>
Cash flows from financing activities		
Issue of equity share capital		14,000,100
		<u>14,000,100</u>
Cash and cash equivalents at end of financial period		<u><u>-</u></u>

NOTES TO THE FINANCIAL STATEMENTS

for the financial period from 20 May 2024 (date of incorporation) to 30 April 2025

1. General Information

Forclaz Limited is a company limited by shares incorporated and registered in Ireland. The registered number of the company is 764301. The registered office of the company is 118 Georgian Village, Castleknock, Dublin 15, Ireland. The nature of the company's operations and its principal activities are set out in the Directors' Report. The financial statements have been presented in Euro (€) which is also the functional currency of the company.

2. Summary of Significant Accounting Policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Statement of compliance

The financial statements of the company for the financial period ended 30 April 2025 have been prepared on the going concern basis and in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (FRS 102).

Basis of preparation

The financial statements have been prepared on the going concern basis and in accordance with the historical cost convention except for certain properties and financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for assets. The financial reporting framework that has been applied in their preparation is the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council.

The company qualifies as a large company as defined by section 280H of the Companies Act 2014 in respect of the financial period.

Consolidated accounts

The company and its subsidiaries 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 297 of the Companies Act 2014. Consequently, these financial statements deal with the results of the company as a single entity.

Investments

Investments held as fixed assets are stated at cost less provision for any permanent diminution in value. Income from other investments together with any related withholding tax is recognised in the Profit and Loss Account in the financial period in which it is receivable.

Trade and other debtors

Trade and other debtors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method less impairment losses for bad and doubtful debts except where the effect of discounting would be immaterial. In such cases the receivables are stated at cost less impairment losses for bad and doubtful debts.

Taxation and deferred taxation

Current tax represents the amount expected to be paid or recovered in respect of taxable profits for the financial period and is calculated using the tax rates and laws that have been enacted or substantially enacted at the Balance Sheet date.

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 have occurred at that date that will result in an obligation to pay more tax in the future, or a right to pay less tax in the future. Timing differences are temporary differences between the company's taxable profits and its results as stated in the financial statements.

Deferred tax is measured on an undiscounted basis at the tax rates that are anticipated to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the Balance Sheet date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated at the rates of exchange ruling at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. The resulting exchange differences are dealt with in the Profit and Loss Account.

Ordinary share capital

The ordinary share capital of the company is presented as equity.

Forclaz Limited

NOTES TO THE FINANCIAL STATEMENTS

for the financial period from 20 May 2024 (date of incorporation) to 30 April 2025

3. Period of financial statements

The financial statements are for the 11 month 11 days period from 20 May 2024 (date of incorporation) to 30 April 2025.

4. Statement on previous periods

The company did not present financial statements for previous periods.

5. Tax on profit

2025
€

Analysis of charge in the financial period

Current tax:
Corporation tax

-

No charge to tax arises as the company did not have an income in the period.

6. Investments

	Subsidiary undertakings shares	Total
	€	€
Investments Cost		
Additions	14,000,000	14,000,000
At 30 April 2025	14,000,000	14,000,000
Net book value At 30 April 2025	14,000,000	14,000,000

7. Debtors

2025
€

Other debtors

100

8. Share capital

2025
€

Description	Number of shares	Value of units	
Authorised			
Ordinary Shares	15,000,000	€1.00 each	15,000,000
Allotted, called up and fully paid			
Ordinary Shares	14,000,100	€1.00 each	14,000,100

9. Capital commitments

The company had no material capital commitments at the financial period-ended 30 April 2025.

10. Related party transactions

There are no transactions with related parties in the period.

11. Post-Balance Sheet Events

There have been no significant events affecting the company since the financial period-end.

12. Approval of financial statements

The financial statements were approved and authorised for issue by the board of directors on 19 March 2026.