

**KEARYS EASTGATE UNLIMITED COMPANY**

**Annual Report**

**Financial Year Ended 28 February 2025**

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**DIRECTORS AND OTHER INFORMATION**

**Board of Directors at 11 December 2025**

William Keary  
Marian Keary

**Solicitors**

James Lucey & Sons  
Kanturk  
Co Cork

**Secretary and Registered Office**

William Keary  
Kinsale Road Roundabout  
Cork

**Registered Number:** 168000

**Independent Auditors**

PricewaterhouseCoopers  
Chartered Accountants and Statutory Audit Firm  
One Albert Quay  
Albert Quay  
Cork

## DIRECTORS' REPORT

The directors present their report and the financial statements of the company for the financial year ended 28 February 2025.

### Statement of directors' responsibilities

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

Under that law the directors have prepared the financial statements in accordance with Irish Generally Accepted Accounting Practice (accounting standards issued by the UK Financial Reporting Council, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* 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 or loss of the company for the financial year.

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

- select suitable accounting policies 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 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 a 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 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; 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 the prevention and detection of fraud and other irregularities.

### Small companies exemptions

The entity has availed of the small companies exemption contained in the Companies Act 2014 with regard to the requirements for exclusion of certain information in the directors' report.

### Principal activities and review of the business

The company did not trade during the financial year or preceding financial year.

### Accounting records

The measures taken by the directors to secure compliance with the company's obligation to keep proper accounting records are the use of appropriate systems, procedures and employment of competent persons. The accounting records are kept at Kinsale Road Roundabout, Cork.

### Dividends

The directors do not recommend a payment of a dividend in the 2025 financial year (2024: €Nil).

### Political donations

The Electoral (Amendment) (Political Funding) Act 2012 requires companies to disclose all political donations over €200 in aggregate made during the financial year. The directors, on enquiry, have satisfied themselves that no such donations in excess of this amount have been made by the company.

**DIRECTORS' REPORT - continued**

**Directors and secretary**

The names of the persons who are currently and were directors for the financial year ended 28 February 2025 are set out below. Except where indicated, they served for entire year.

William Keary (director and secretary)  
 Marian Keary

**Disclosure of information to auditors**

The directors in office at the date of this report have each confirmed that:

- As far as they are aware, there is no relevant audit information of which the company’s auditors are unaware; and
- They have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company’s auditors are aware of that information.

**Directors’ and secretary’s interests in shares**

The beneficial interests, including family interests, of the directors and secretary of Kearys Eastgate Unlimited Company in office at 28 February 2025 in the shares of Kearys Eastgate Unlimited Company and other group undertakings of MRBP Motors Unlimited Company at 1 March 2024 (or date of appointment, if later) and 28 February 2025 were:

|                             | 28 February<br>2025 | 1 March<br>2024     |
|-----------------------------|---------------------|---------------------|
| <b>Directors</b>            | Number of<br>shares | Number of<br>shares |
| <i>SK Cosmetics Limited</i> |                     |                     |
| Ordinary shares of €1 each  |                     |                     |
| Marian Keary                | <u>1</u>            | <u>1</u>            |

The directors and secretary had no other interests in the shares or debentures of the company or any other group company at 1 March 2024 and 28 February 2025.

**Events since end of the financial year**

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

**Going concern**

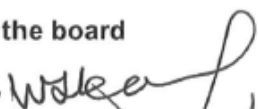
After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Therefore these financial statements have been prepared on a going concern basis. The directors’ assessment of the company’s going concern position is set out in note 3(b).

**Statutory auditors**

The statutory auditors, PricewaterhouseCoopers, will be re-appointed in accordance with Section 383 (2) of the Companies Act, 2014.

**On behalf of the board**

William Keary



Marian Keary



11 December 2025



## ***Independent auditors' report to the members of Kearys Eastgate Unlimited Company***

### **Report on the audit of the financial statements**

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#### **Opinion**

In our opinion, Kearys Eastgate Unlimited Company's financial statements:

- give a true and fair view of the company's assets, liabilities and financial position as at 28 February 2025 and of its result for the year then ended;
- have been properly prepared in accordance with Generally Accepted Accounting Practice in Ireland (accounting standards issued by the Financial Reporting Council of the UK, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and Irish law); and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

We have audited the financial statements, included within the Annual Report, which comprise:

- the balance sheet as at 28 February 2025;
- the profit and loss account for the year then ended;
- the statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a description of the accounting policies.

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#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (Ireland) ("ISAs (Ireland)") and applicable law.

Our responsibilities under ISAs (Ireland) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### ***Independence***

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Ireland, which includes IAASA's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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#### **Conclusions relating to going concern**

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 on which the financial statements are authorised for issue.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

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

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## Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the Companies Act 2014 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (Ireland) and the Companies Act 2014 require us to also report certain opinions and matters as described below:

- In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 28 February 2025 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.
- Based on our 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.

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## Responsibilities for the financial statements and the audit

### *Responsibilities of the directors for the financial statements*

As explained more fully in the Statement of directors' responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view.

The directors are also responsible 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 as 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.

### *Auditors' 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 auditors' 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.

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA 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 auditors' report.



### *Use of this report*

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with section 391 of the Companies Act 2014 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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## **Other required reporting**

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### **Companies Act 2014 opinions on other matters**

- We have obtained all the information and explanations which we consider 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.
  - The financial statements are in agreement with the accounting records.
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### **Other exception reporting**

#### *Directors' remuneration and transactions*

Under the Companies Act 2014 we are required to report to you if, in our opinion, the disclosures of directors' remuneration and transactions specified by sections 305 to 312 of that Act have not been made. We have no exceptions to report arising from this responsibility.

*Declan Maunsell*

Declan Maunsell  
for and on behalf of PricewaterhouseCoopers  
Chartered Accountants and Statutory Audit Firm  
Cork  
12 December 2025

**PROFIT AND LOSS ACCOUNT**  
**For the financial year ended 28 February 2025**

|                                      | Financial<br>year ended<br>28 February<br>2025<br>€ | Financial<br>year ended<br>29 February<br>2024<br>€ |
|--------------------------------------|-----------------------------------------------------|-----------------------------------------------------|
| Income                               | -                                                   | -                                                   |
| Expenses                             | -                                                   | -                                                   |
| <b>Result for the financial year</b> | <b>-</b>                                            | <b>-</b>                                            |

The company did not trade during the year. There were no other comprehensive income other than those dealt within the profit and loss account.

**BALANCE SHEET**  
As at 28 February 2025

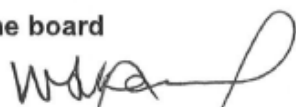
|                                                       | Notes | 28 February<br>2025<br>€ | 29 February<br>2024<br>€ |
|-------------------------------------------------------|-------|--------------------------|--------------------------|
| <b>Creditors: amounts falling due within one year</b> | 6     | <u>(180,630)</u>         | <u>(180,630)</u>         |
| <b>Net current liabilities</b>                        |       | <u>(180,630)</u>         | <u>(180,630)</u>         |
| <b>Net liabilities</b>                                |       | <u>(180,630)</u>         | <u>(180,630)</u>         |
| <b>Capital and reserves</b>                           |       |                          |                          |
| Called up share capital presented as equity           | 7     | 250,380                  | 250,380                  |
| Profit and loss account                               | 8     | <u>(431,010)</u>         | <u>(431,010)</u>         |
| <b>Deficit in total equity</b>                        |       | <u>(180,630)</u>         | <u>(180,630)</u>         |

The financial statements have been prepared in accordance with the small companies regime as permitted by section 280C of the Companies Act 2014.

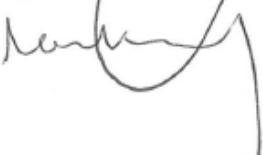
The notes on pages 11 to 14 form an integral part of these financial statements.

**On behalf of the board**

William Keary



Marian Keary



**STATEMENT OF CHANGES IN EQUITY**  
**For the financial year ended 28 February 2025**

|                                                   | Called-up<br>share capital<br>presented<br>as equity<br>€ | Profit<br>and<br>loss<br>account<br>€ | Total<br><br>€   |
|---------------------------------------------------|-----------------------------------------------------------|---------------------------------------|------------------|
| Balance as at 1 March 2023                        | 250,380                                                   | (431,010)                             | (180,630)        |
| Result for the financial year                     | -                                                         | -                                     | -                |
| Total comprehensive income for the financial year | -                                                         | -                                     | -                |
| <b>Balance as at 29 February 2024</b>             | <u>250,380</u>                                            | <u>(431,010)</u>                      | <u>(180,630)</u> |
| Balance as at 1 March 2024                        | 250,380                                                   | (431,010)                             | (180,630)        |
| Result for the financial year                     | -                                                         | -                                     | -                |
| Total comprehensive income for the financial year | -                                                         | -                                     | -                |
| <b>Balance as at 28 February 2025</b>             | <u>250,380</u>                                            | <u>(431,010)</u>                      | <u>(180,630)</u> |

## **NOTES TO THE FINANCIAL STATEMENTS**

### **1 General information**

Kearys Eastgate Unlimited Company is a company incorporated in Ireland under the Companies Act 2014. The company has not traded in recent years. The address of its registered office is Kinsale Road Roundabout, Cork. The company's registered number is 168000.

The company's immediate parent undertaking is Carweb Unlimited Company, a company incorporated in the Republic of Ireland. The company's ultimate parent company is MRBP Motors Unlimited Company, a company incorporated in the Republic of Ireland.

MRBP Motors Unlimited Company prepares group financial statements and is both the smallest and largest group for which group financial statements are drawn up and of which Kearys Eastgate Unlimited Company is a member. The company's financial statements reflect the effects of such group membership.

These financial statements are the company's separate financial statements for the financial year beginning 1 March 2024 and ending 28 February 2025.

### **2 Statement of compliance**

The entity financial statements have been prepared on a going concern basis and in accordance with Irish GAAP (accounting standards issued by the Financial Reporting Council of the UK and the Companies Act 2014). The entity financial statements comply with Financial Reporting Standard 102, *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (FRS 102) and the Companies Act 2014.

### **3 Summary of significant accounting policies**

The significant accounting policies used in the preparation of the entity financial statements are set out below. These policies have been consistently applied to all financial years presented, unless otherwise stated.

#### **(a) Basis of preparation**

The entity financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with FRS 102 requires the use of certain key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the financial year. It also requires the directors to exercise its judgement in the process of applying the company's accounting policies.

#### **(b) Going concern**

The financial statements have been prepared on a going concern basis, which assumes that the company will continue in operational existence for the foreseeable future. In considering the going concern assumption, the directors note that the balance sheet at year-end shows net current liabilities and net liabilities of €180,630. The directors have received confirmation that the ultimate parent company, MRBP Motors Unlimited Company, will support the company for a period of not less than one year from the date of signing the financial statements and the directors are satisfied the ultimate parent company has the ability to do so.

In assessing whether the going concern assumption is appropriate, the directors have taken into account all available information for at least 12 months following the approval of these financial statements. The directors believe, having considered the company's financial situation in the light of the commitment to continued financial support from the company's parent company, that it is appropriate for the financial statements to be prepared on the going concern basis.

#### **(c) Foreign currency**

##### *Functional and presentation currency*

The company's functional and presentation currency is the euro, denominated by the symbol "€".

## NOTES TO THE FINANCIAL STATEMENTS - continued

### 3 Summary of significant accounting policies - continued

#### (d) Disclosure exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions. The company is a qualifying entity for the purposes of FRS 102. Note 1 gives details of the company's parent and from where the consolidated financial statements may be obtained.

As a qualifying entity the company has availed of a number of exemptions from the disclosure requirements of FRS 102 in the preparation of the entity financial statements.

##### (i) *Key management compensation*

The entity has taken advantage of the exemption, under FRS 102, paragraph 33.7, from disclosing key management compensation, on the basis that it is a qualifying entity.

##### (ii) *Financial instruments*

Disclosures required under FRS 102 paragraphs 11.39 to 11.48A and paragraphs 12.26 to 12.29 have not been presented as the information is provided in the consolidated financial statements of MRBP Motors Unlimited Company.

#### (e) Financial instruments

The company has chosen to apply the provisions of Sections 11 and 12 of FRS 102 to account for all of its financial instruments.

##### *Financial liabilities*

Basic financial liabilities, including loans from fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction. Where the arrangement constitutes a financing transaction the resulting financial liability is initially measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Loans from fellow group companies are subsequently carried at amortised cost, using the effective interest method.

Loans from fellow group companies are classified as due within one year if payment is due within one year or less. If not, they are presented as falling due after more than one year.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

The company does not apply hedge accounting for interest rate swaps or forward foreign exchange contracts.

#### (f) Distributions to equity shareholders

Dividends and other distributions to the company's equity shareholders are recognised as a liability in the financial statements in the financial year in which the dividends and other distributions are approved by the company's shareholders.

#### (g) Share capital presented as equity

Equity shares issued are recognised at the proceeds received. Incremental costs directly attributable to the issue of new equity shares or options are shown in equity as a deduction, net of tax, from the proceeds.

NOTES TO THE FINANCIAL STATEMENTS - continued

**4 Critical accounting judgements and estimation uncertainty**

Estimates and judgements made in the process of preparing the entity financial statements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**(a) Critical accounting estimates and assumptions**

The directors make estimates and assumptions concerning the future in the process of preparing the entity financial statements. The resulting accounting estimates will, by definition, seldom equal the related actual results. There are no estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

**(b) Critical judgements in applying the company's accounting policies**

No critical judgements have been identified in these financial statements.

**5 Employees and remuneration**

**(i) Employees**

The company did not remunerate any employees during the year (2024: €Nil).

**(ii) Directors**

No emoluments or retirement benefits were payable to any director by the company during the year (2024: €Nil).

The remuneration of the directors for services rendered to the MRBP Motors Unlimited Company and its subsidiaries is paid by fellow subsidiary undertakings, Keary's of Mallow Unlimited Company and Keary Motors Limited; these companies make no recharge to the company. The directors are directors of this company, the parent company and to a number of fellow subsidiaries and it is not possible to make an accurate apportionment of remuneration in respect of each entity. Accordingly, the details above include no remuneration details in respect of the directors. Total remuneration is included in the aggregate of directors' remuneration disclosed in the financial statements of the fellow subsidiary companies.

| <b>6 Creditors: amounts falling due within one year</b> | 28 February<br>2025<br>€ | 29 February<br>2024<br>€ |
|---------------------------------------------------------|--------------------------|--------------------------|
| Amounts due to parent undertaking                       | <u>180,630</u>           | <u>180,630</u>           |

Amounts due to parent undertaking are unsecured, non-interest bearing and are repayable on demand.

| <b>7 Called up share capital presented as equity</b>                | 28 February<br>2025<br>€ | 29 February<br>2024<br>€ |
|---------------------------------------------------------------------|--------------------------|--------------------------|
| <b>Authorised:</b>                                                  |                          |                          |
| 259,000 (2024: 259,000) ordinary shares of €1.30 (2024: €1.30) each | 336,700                  | 336,700                  |
| 1,000 (2024: 1,000) preference shares of €1.30 (2024: €1.30) each   | <u>1,300</u>             | <u>1,300</u>             |
|                                                                     | <u>338,000</u>           | <u>338,000</u>           |
| <b>Allotted, called up and fully paid:</b>                          |                          |                          |
| 192,500 (2024: 192,500) ordinary shares of €1.30 (2024: €1.30) each | 250,250                  | 250,250                  |
| 100 (2024: 100) preference shares of €1.30 (2024: €1.30) each       | <u>130</u>               | <u>130</u>               |
|                                                                     | <u>250,380</u>           | <u>250,380</u>           |

## **NOTES TO THE FINANCIAL STATEMENTS - continued**

### **7 Called up share capital presented as equity - continued**

There are two classes of equity shares – ordinary shares and preference shares.

#### *Ordinary shares*

There are no restrictions on the distribution of dividends and the repayment of capital. All shares carry equal voting rights and rank for dividends to the extent to which the total amount on each share is paid up.

#### *Preference shares*

- (i) The holders of the Preference Shares are entitled to receive notice of, attend and speak at general meetings but are not entitled to vote at such meetings.
- (ii) The holders of the Preference Shares are not entitled to a dividend.
- (iii) On a return of assets in a winding up, the Preference shareholders shall be entitled to repayment on the capital paid up on the preference shares *pari passu* with the other members. The preference shares confer no further right to participate in the profits or assets of the company.

### **8 Reserves**

#### **Profit and loss account**

The profit and loss account represents cumulative profits or losses, net of dividends paid, and other adjustments.

### **9 Related party transactions**

Directors' emoluments are set out in note 5.

The company is exempt from disclosing related party transactions with entities that are part of the MRBP Motors Unlimited Company group of companies under paragraph 33.1A of FRS 102.

### **10 Commitments**

In January 2023, the company was part of the refinancing of its parent company's and subsidiaries' bank loans. As part of this arrangement, a commitment has arisen for the company as follows:

- Group guarantee between Kearys Kinsale Road Roundabout Unlimited Company, Kearys of Cork Unlimited Company, Kearys Eastgate Unlimited Company, Carweb Unlimited Company, Keary's of Mallow Unlimited Company, Kearys of Midleton Unlimited Company and Leasemaster Unlimited Company in the amount of €5,000,000 in respect of principal together with interest and costs accrued thereon.
- Group guarantee between Kearys Kinsale Road Roundabout Unlimited Company, Kearys of Cork Unlimited Company, Kearys Eastgate Unlimited Company, Carweb Unlimited Company, Keary's of Mallow Unlimited Company, Kearys of Midleton Unlimited Company, Leasemaster Unlimited Company and Keary Garage Limited in the amount of €2,000,000 in respect of principal together with interest and costs accrued thereon.

### **11 Subsequent events**

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

### **12 Approval of financial statements**

The financial statements were approved and authorised for issue by the board of directors on 11 December 2025 and were signed on its behalf on that date.