

**MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

**Annual report and financial statements**

**FOR THE FINANCIAL YEAR 31 DECEMBER 2023**

**MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

**CONTENTS**

	Page
Directors and Other Information	1
Directors' Report	2 - 5
Statement of Directors' Responsibilities	6
Independent Auditor's Report	7 – 9
Statement of Profit or Loss Account and Other Comprehensive Income	10
Balance Sheet	11
Statement of Changes in Equity	12
Notes to the Financial Statements	13 - 29

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Directors and Other Information

<b>Directors</b>	William Brennan Christopher Cullen Joo Il Kim
<b>Company secretary</b>	MFD Secretaries Limited 32 Molesworth Street Dublin 2 Ireland
<b>Registered number</b>	511450
<b>Registered office</b>	32 Molesworth Street Dublin 2 Ireland
<b>Independent auditor</b>	KPMG Chartered Accountants 1 Harbourmaster Place IFSC Dublin 1 Ireland
<b>Bankers</b>	J.P. Morgan Bank 200 Capital Dock 79 Sir John Rogerson's Quay Dublin 2 Ireland
<b>Solicitors</b>	Matheson 70 Sir John Rogerson's Quay Dublin 2 Ireland
<b>Managing agent</b>	Maples Fiduciary Services (Ireland) Limited 32 Molesworth Street Dublin 2 Ireland
<b>Lease manager</b>	Dubai Aerospace Enterprise Limited Block B Riverside IV Grand Canal Dock Dublin 2 Ireland

## **MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023**

The Directors present their annual report and the audited financial statements of MSN 5099/5128 Spring Designated Activity Company (the "Company") for the year ended 31 December 2023.

#### **Principal Activities, Business Review and Future Developments**

The Company was incorporated as a special purpose company whose principal activity is the financing and leasing of aircraft. The Company is a designated activity company limited by shares. No significant changes in the Company's primary business activity are anticipated. It is the intention of the Directors to develop the activities of the Company and to seek out opportunities for the continued success of the Company.

#### **Principal Risks and Uncertainties**

The Company operates as a lessor to global airlines. The Company's ability to succeed is dependent on the financial strength of its lessees, their ability to compete effectively in the marketplace and to manage the competitive environment in which they operate.

The lessees are responsible for ensuring that the aircraft has adequate insurance cover, and the Directors have put appropriate monitoring systems in place to ensure that the lessee remains compliant.

The Company is subject to various risks including geopolitical and airline risk as described below.

##### *Geopolitical and airline risks*

The Company leases aircraft to customers in multiple jurisdictions exposing it to (i) many and varying economic, social, legal, and geopolitical risks, (ii) instability in key markets and (iii) global health pandemics. Exposure to multiple jurisdictions may adversely affect the Company's future performance, position, and growth potential. The adequacy and timeliness of the Company's response to emerging risks in these jurisdictions are of critical importance to the mitigation of their potential impact on the Company's results and financial position.

##### *Exposure to the commercial airline industry*

As a supplier to and partner of the airline industry, the Company is exposed to the financial condition of the airline industry as it leases all of its aircraft to commercial airline customers. The financial condition of the airline industry is affected by, among other things, geopolitical events, outbreaks of communicable pandemic diseases and natural disasters, fuel costs and the demand for air travel. To the extent that any of these factors adversely affect the airline industry they may result in (i) downward pressure on lease rates and aircraft values, (ii) higher incidences of lessee defaults, restructuring, and repossessions and (iii) inability to lease aircraft on commercially acceptable terms.

The Directors have considered the potential risks based on the currently available information and are satisfied that due to the nature of the Company's operations there is no significant risk to the Company other than those disclosed above.

#### **Going Concern**

The financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet the mandatory repayment terms of the loan and other liabilities for the foreseeable future.

The Directors have considered the going concern basis of the financial statements. The Directors are satisfied given the cash flow forecasts and limited recourse nature of the debt obligations that it is appropriate to prepare the financial statements as at 31 December 2023 on a going concern basis.

## **MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

### **DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2023**

#### **Going Concern (continued)**

The Directors continue to have a reasonable expectation that the Company has adequate resources to continue in operation for at least the next twelve months and that the going concern basis of preparation remains appropriate. During the financial year, the global financial markets experienced continued volatility due to general macro-economic factors and the increased rate of inflation and interest rates. However, the extent of this cannot be quantified at this time and the Directors, along with the support of the key service providers being Maples Fiduciary Services (Ireland) Limited as Managing Agent and Dubai Aerospace Enterprise Limited as Servicer, will continue to monitor the situation and any potential effect on the Company on future reporting periods. The Company will also receive support from its parent company, confirming it will show forbearance, if required, in demanding repayment of the amounts due from the Company until such time when the Company has sufficient funds to do so.

While acknowledging the uncertainties that these factors are causing, the Directors have reached the conclusion that it is appropriate to prepare the financial statements on a going concern basis.

There is still uncertainty over how the future developments of the current global situations will impact the Company's airline customers and the Company itself as a consequence. The Managing Agent (on behalf of the Directors) has modelled a number of different scenarios considering a period of at least twelve months from the date of approval of these financial statements. The assumptions modelled are based on the expected levels of performance by the Company's airline customers under their respective lease agreements. Under this base case scenario, the Company is expected to continue to have sufficient resources to service its debt.

Based on these factors, the Directors have a reasonable expectation that the Company has adequate liquidity and financial resources for at least the next twelve months and that the going concern base at preparation remains appropriate.

#### **Key Performance Indicators**

The Company's KPIs during the year were as follows:

- Operating income of US\$3,050,696 (2022: US\$3,180,000);
- Loss before tax of US\$274,001 (2022: loss before tax of US\$332,984);
- The depreciation and amortisation of the aircraft held by the Company was US\$1,393,200 (2022: US\$1,441,018); and
- The net book value of the aircraft held by the Company as at 31 December 2023 was US\$23,939,689 (2022: US\$25,332,889).

#### **Results for the year and Dividends**

The results of the Company for the financial year ended 31 December 2023 are set out in the Statement of Profit or Loss Account and Other Comprehensive Income on page 10 and in the Balance Sheet on page 11. The loss on ordinary activities for the financial year before taxation amounted to US\$274,001 (2022: loss of US\$332,984), and after taxation credit of US\$34,250 (2022: taxation credit of US\$1,696,163), the loss of US\$239,751 (2022: loss of US\$2,029,147) was transferred to reserves. Shareholders' equity at 31 December 2023 amounted to US\$(2,467,562) (2022: US\$(2,227,811)). There were no dividends declared during the financial year (2022: nil).

Total cash and cash equivalents at 31 December 2023 was nil (2022: nil). Total assets at 31 December 2023 was US\$26,681,018 (2022: US\$29,654,035) and total liabilities was US\$29,148,580 (2022: US\$31,881,846).

## **MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

### **DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2023**

#### **Directors and Secretary and their Interests**

The names of the persons who were Directors at any time during the financial year ended 31 December 2023 are set out below. In accordance with the Articles of Association, the Directors are not required to retire by rotation.

#### **Directors:**

William Brennan  
Christopher Cullen  
Joo Il Kim

#### **Secretary**

MFD Secretaries Limited

#### **Interests**

The Directors and the Company Secretary's interest in shares are required to be disclosed in accordance with section 261 to 263 of the Companies Act, 2014. The Directors and the Company secretary who held office at 31 December 2023 do not have any direct or beneficial interest in the shares, deferred shares, share options and debentures of the Company, or any company at that date or during the financial year (2022: none).

#### **Transactions Involving Directors**

There were no loans advanced to the Directors at any time during the financial year (2022: none). There were no contracts or arrangements in relation to the business of the Company in which the Directors had any interest, as defined by the Companies Act 2014, at any time during the financial year.

#### **Issue of Shares**

Authorised share capital consists of 100,000 ordinary shares of US\$1 each. One share was issued on 10 December 2019 to Kestrel Aircraft Funding Limited ("KAFL"). This was subsequently transferred to Briulan Limited on 8 February 2019.

#### **Political Contributions**

No political donations were made by the Company during the financial year (2022: none).

#### **Accounting Records**

The Directors are responsible for ensuring that proper books and accounting records, as outlined in Section 281 of the Companies Act 2014, are kept by the Company. To achieve this, the Directors have appointed Maples Fiduciary Services (Ireland) Limited ("Maples") to provide accounting services, who report to the board and ensure that the requirements of Section 281 to 285 of the Companies Act 2014, are complied with. The books of account of the Company are maintained at 32 Molesworth Street, Dublin 2, Ireland.

#### **Events after the end of the Reporting Date**

Subsequent to year end, the lease term had been extended to 2026.

There have been no significant events after the financial year end that would require adjustment or disclosure in these financial statements.

**MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

**DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2023**

**Relevant Audit Information**

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

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

**Independent Auditor**

The auditors KPMG were appointed to office in accordance with Section 382(1) of the Companies Act, 2014 on 14 December 2018.

This report was approved by the board on 18 December 2025 and signed on its behalf.



William Brennan  
**Director**



Christopher Cullen  
**Director**

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations. Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with FRS 101 Reduced Disclosure Framework. 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 and of its profit or loss for that period. 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 applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations or have no realistic alternative but to do so.

The Directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company and enable them to ensure that the financial statements comply with the Companies Act 2014. They are responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities. The Directors are also responsible for preparing a directors' report that complies with the requirements of the Companies Act 2014.

On behalf of the board



William Brennan  
Director



Christopher Cullen  
Director



KPMG

Audit  
1 Harbourmaster Place  
IFSC  
Dublin 1  
D01 F6F5  
Ireland

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

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

#### **Opinion**

We have audited the financial statements of MSN 5099/5128 Spring Designated Activity Company (the "Company") for the year ended 31 December 2023 set out on pages 10 to 29, which comprise the statement of profit or loss account and other comprehensive income, the balance sheet, the statement of changes in equity and related notes, 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 101 Reduced Disclosure Framework 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 31 December 2023 and of its loss for the year then ended;
- the financial statements have been properly prepared in accordance with FRS 101 Reduced Disclosure Framework; and
- the financial statements have been properly prepared in accordance with the requirements of the Companies Act 2014.

#### ***Basis for opinion***

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard 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 presented in the Annual Report together with the financial statements. The other information comprises the information included in the directors' report. The financial statements and our auditor's report thereon do not comprise part of 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 as explicitly stated below, any form of assurance conclusion thereon.



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY (continued)**

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Based solely on our work on the other information undertaken during the course of the audit, we report that:

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements; and
- in our opinion, those parts of the directors' report specified for our review, which does not include sustainability reporting when required by Part 28 of the Companies Act 2014, have been prepared in accordance with the Companies Act 2014.

### ***Our opinions on other matters prescribed by the Companies Act 2014 are unmodified***

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 and the financial statements are in agreement with the accounting records.

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

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by Sections 305 to 312 of the Act are not made. We have nothing to report in this regard.

### **Respective responsibilities and restrictions on use**

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

As explained more fully in the directors' responsibilities statement set out on page 6, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the Company or to cease operations, or have 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 fuller description of our responsibilities is provided on IAASA's website at <https://iaasa.ie/publications/description-of-the-auditors-responsibilities-for-the-audit-of-the-financial-statements/>.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MSN 5099/5128 SPRING  
DESIGNATED ACTIVITY COMPANY (continued)**

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

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

19 December 2025

Terence Coveney

**for and on behalf of**

**KPMG**

**Chartered Accountants, Statutory Audit Firm**

*1 Harbourmaster Place*

*IFSC*

*Dublin 1*

*D01 F6F5*

**MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY****STATEMENT OF PROFIT OR LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2023**

	Note	2023 US\$	2022 US\$
Lease income	3	3,050,696	3,180,000
Depreciation and amortisation	8	(1,393,200)	(1,441,018)
Impairment charge on aircraft and related assets	8	-	(1,005,956)
General and administration expenses	4	<u>(260,563)</u>	<u>(20,357)</u>
<b>Net operating profit on continuing activities</b>		1,396,933	712,669
Finance expense	5	<u>(1,670,934)</u>	<u>(1,045,653)</u>
<b>Profit / (Loss) on ordinary activities before taxation</b>		(274,001)	(332,984)
Taxation	7	<u>34,250</u>	<u>(1,696,163)</u>
<b>Profit / (Loss) on ordinary activities after taxation</b>		(239,751)	(2,029,147)
Other comprehensive income		<u>-</u>	<u>-</u>
<b>Total comprehensive profit / (loss) for the financial year</b>		<b><u>(239,751)</u></b>	<b><u>(2,029,147)</u></b>

All results for the year are attributable to the owners of the Company. The above results were derived from continuing operations.

The accompanying notes on pages 13 to 29 form an integral part of these financial statements.

MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

**BALANCE SHEET  
AS AT 31 DECEMBER 2023**

	Note	31 December 2023 US\$	31 December 2022 US\$
<b>Non-current assets</b>			
Aircraft	8	23,939,689	25,332,889
Deferred tax asset	7	34,250	-
<b>Total non-current assets</b>		<u>23,973,939</u>	<u>25,332,889</u>
<b>Current assets</b>			
Other receivables	9	2,707,079	4,321,146
<b>Total current assets</b>		<u>2,707,079</u>	<u>4,321,146</u>
<b>Total assets</b>		<u><b>26,681,018</b></u>	<u><b>29,654,035</b></u>
<b>Current liabilities</b>			
Loans and borrowings	10	6,458,766	2,961,140
Other liabilities	11	2,533,297	5,164,950
Maintenance reserves	12	-	12,898,241
<b>Total current liabilities</b>		<u>8,992,063</u>	<u>21,024,331</u>
<b>Non-current liabilities</b>			
Loans and borrowings	10	7,896,374	10,857,515
Maintenance reserves	12	11,730,143	-
Security deposits	13	530,000	-
<b>Total non-current liabilities</b>		<u>20,156,517</u>	<u>10,857,515</u>
<b>Total liabilities</b>		<u><b>29,148,580</b></u>	<u><b>31,881,846</b></u>
<b>Net assets</b>		<u><b>(2,467,562)</b></u>	<u><b>(2,227,811)</b></u>
<b>Capital and Reserves</b>			
Share capital	14	1	1
Capital Contribution	19	11,674,474	11,674,474
Retained deficit		<u>(14,142,037)</u>	<u>(13,902,286)</u>
<b>Shareholder's equity</b>		<u><b>(2,467,562)</b></u>	<u><b>(2,227,811)</b></u>
<b>Total equity and liabilities</b>		<u><b>26,681,018</b></u>	<u><b>29,654,035</b></u>

Approved by the board and authorised for issue on 18 December 2025.

  
William Brennan  
Director

  
Christopher Cullen  
Director

The accompanying notes on pages 13 to 29 form an integral part of these financial statements.

**MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2023**

	Called up share capital	Capital Contribution	Retained deficit	Total equity
	US\$	US\$	US\$	US\$
<b>At beginning of year</b>	1	11,674,474	(13,902,286)	(2,227,811)
Comprehensive income for the period	-	-	(239,751)	(239,751)
<b>Balance at 31 December 2023</b>	<b>1</b>	<b>11,674,474</b>	<b>(14,142,037)</b>	<b>(2,467,562)</b>

	Called up share capital	Capital contribution	Retained deficit	Total equity
	US\$	US\$	US\$	US\$
<b>At beginning of year</b>	1	11,674,474	(11,873,139)	(198,664)
Comprehensive loss for the period	-	-	(2,029,147)	(2,029,147)
<b>Balance at 31 December 2022</b>	<b>1</b>	<b>11,674,474</b>	<b>(13,902,286)</b>	<b>(2,227,811)</b>

All equity is attributable to the holders of the Company.

The accompanying notes on pages 13 to 29 form an integral part of these financial statements.

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Notes to the financial statements For the year ended 31 December 2023

#### 1. General information

MSN 5099/5128 Spring Designated Activity Company (the "Company") is a limited liability company incorporated in Ireland on 30 March 2012 as a special purpose company whose principal activity is the purchasing, leasing and disposal of jet aircraft and is domiciled in the Republic of Ireland. The registered number of the Company is 511450 and the address of its registered office is 32 Molesworth Street, Dublin 2, Ireland.

Due to the nature of the Company's business and the type of transactions the company is engaged in, the Directors have adopted the Profit or Loss Account and the Balance Sheet to suit the circumstances of the business in line with Section 291(4) of the Companies Act 2014.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all years presented in these financial statements.

#### 2. Accounting policies

##### 2.1 Basis of preparation of financial statements

The financial statements have been prepared on a historical cost basis in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ("FRS 101") and Irish statute comprising of the Companies Act 2014.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("EU IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2014 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken. The financial statements of Kestrel Aircraft Funding Limited are prepared in accordance with IFRS and are available to the public and may be obtained from the Companies Registration Office, Gloucester Place Lower, Dublin 1.

The financial statements have been prepared in US Dollars (US\$).

The financial statements have been prepared on a going concern basis.

##### Financial reporting standard 101 - reduced disclosure exemptions

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- A Cash Flow Statement and related notes;
- Disclosures in respect of capital management;
- The effects of new standards and interpretations issued but not yet effective;
- Disclosures in respect of the compensation of Key Management Personnel;
- The requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members
- Disclosures of transactions with a management entity that provides key management personnel services to the Company.

As the financial statements of Kestrel Aircraft Funding Limited ("KAFL") (whose accounts consolidate the accounts of the Company) and which have been prepared in accordance with the International Financial Reporting Standards ("IFRS"), include equivalent disclosures, the Company has taken exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 Fair Value Measurement; and
- The disclosures required by IFRS 7 Financial Instrument Disclosures.

There are no standards, amendments to standards or interpretations that are effective for annual periods beginning on 1 January 2023 that have a material effect on the financial statements of the Company.

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Notes to the financial statements For the year ended 31 December 2023

#### 2. Accounting policies (continued)

##### *Significant estimates and judgements*

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

Note 7: Recognition of deferred tax assets

Note 8: Recognition and carrying value of aircraft and related assets

Note 9: Carrying value of trade receivables

The preparation of the financial report in conformity with FRS 101 requires the directors to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income, and expenses. These estimates and associated assumptions are based upon historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed by the Directors on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year or in the year of the revision and future years if the revision affects both current and future years.

##### *Judgements*

The key judgements that could affect the reported results are those concerning the going concern and determining the classification of lease arrangements entered into by the Company. Going concern is disclosed in Note 2.2. All leases entered into by the Company as lessor have been classified as operating lease.

##### *Estimates*

###### *Aircraft impairment*

Aircraft are evaluated for impairment in each reporting year, or when there are indicators of impairment. Estimates and judgement are used in determining the value in use and fair value of aircraft. The Company estimates future lease cash flows, useful economic life, discount rate, residual value, and current and future fair values. The estimates and assumptions used are based on historical trends as well as future expectations. For some of these estimates including residual values, the Company utilises independent appraisers to determine the appropriate inputs.

###### *Aircraft residual value and useful economic life*

Estimates are used in determining the residual value and useful economic life of aircraft. The useful economic life and residual value of aircraft are generally estimated being 25 years from the date of manufacture and 15% of cost, respectively. Where more relevant information indicates a different pattern in which the benefits associated with an aircraft are consumed, management adjust the residual value and useful economic life estimates for those specific aircraft. As at 31 December 2023, the remaining useful life of the Company's aircraft was 12 years.

Residual value and useful economic life estimates of aircraft and related assets are reviewed at a minimum at each annual reporting date considering management's experience and knowledge of the industry, the Company's strategy (that relating to the acquisition, disposition and leasing of the aircraft) as well as external market factors.

#### **2.2 Going concern**

The financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet the mandatory repayment terms of the loan and other liabilities for the foreseeable future. The Directors have considered the going concern basis of the financial statements in light of the net deficit position of the Company. The Directors are satisfied given the cash flow forecasts and limited recourse nature of the debt obligations that it is appropriate to prepare the financial statements as at 31 December 2023 on a going concern basis.

**Notes to the financial statements  
For the year ended 31 December 2023**

**2. Accounting policies (continued)**

**2.2 Going concern (continued)**

The Directors continue to have a reasonable expectation that the Company has adequate resources to continue in operation for at least the next twelve months and that the going concern basis of preparation remains appropriate. During the financial year, the global financial markets experienced continued volatility due to general macro-economic factors and the increased rate of inflation and interest rates. However, the extent of this cannot be quantified at this time and the Directors, along with the support of the key service providers being Maples Fiduciary Services (Ireland) Limited as Managing Agent and Dubai Aerospace Enterprise Limited as Servicer, will continue to monitor the situation and any potential effect on the Company on future reporting periods.

While acknowledging the uncertainties that these factors are causing, the Directors have reached the conclusion that it is appropriate to prepare the financial statements on a going concern basis.

There is still uncertainty over how the future developments of the current global situations will impact the Company's airline customers and the Company itself as a consequence. The Managing Agent (on behalf of the Directors) has modelled a number of different scenarios considering a period of at least twelve months from the date of approval of these financial statements. The assumptions modelled are based on the expected levels of performance by the Company's airline customers under their respective lease agreements. Under this base case scenario, the Company is expected to continue to have sufficient resources to service its debt.

Based on these factors, the Directors has a reasonable expectation that the Company has adequate liquidity and financial resources for at least the next twelve months and that the going concern base at preparation remains appropriate.

**2.3 Revenue Recognition**

Under IFRS 16 Leases, a contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a year of time in exchange for the consideration and control is conveyed where the customer has both the right to direct the identified asset's use and to obtain substantially all the economic benefits from that use. The Company, as lessor, leases aircraft under operating leases and records rental income over the life of the lease as it is earned. The Company accounts for lease rental income under lease agreements that include step rent clauses on a straight-line basis.

Leases where the Company transfers substantially all of the risks and rewards of ownership to the lessees are classified as finance leases. All other leases are classified as operating leases.

*Operating lease with the Company as lessor*

Rental income from operating leases (net of any incentives given to lessees) is recognised in the Statement of Comprehensive Income on a straight-line basis over the lease term.

Initial direct costs incurred by the Company in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense in the Statement of Comprehensive Income over the lease term on the same basis as the lease income.

**2.4 Finance expense**

Finance expense comprises of interest expense on borrowings and financing fee amortisation. All borrowing costs are recognised in Statement of Profit or Loss Account and Other Comprehensive Income using the effective interest rate method.

**2.5 Cash and cash equivalents**

Cash and cash equivalents comprise of amounts due from banks and where applicable, overdrafts. They are convertible into cash with an insignificant risk of changes in value and with original maturities of less than 90 days.

**Notes to the financial statements  
For the year ended 31 December 2023**

**2. Accounting policies (continued)**

**2.6 Financial instruments**

*Recognition*

The Company recognises a financial asset or a financial liability when it becomes a party to the contractual provisions of the instrument. Purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e. the date that the Company commits to purchase or sell the asset.

The financial assets held on the statement of financial position are simple financial assets which, in the form of receivables, are held to collect contractual cash flows through the underlying lease agreements on the aircraft. Accordingly, they continue to be classified at amortised cost under IFRS 9.

The financial liabilities held on the statement of financial position are all recognised at amortised cost.

*Classification and measurement*

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income ("FVOCI") – debt investment; FVOCI – equity investment; or fair value through profit or loss ("FVTPL"). Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting year following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows;
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt instrument is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets;
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial instruments. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The Company assesses the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed, and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model and how those risks are managed; and
- the frequency, volume, and timing of sales of financial assets in prior years, the reasons for such sales and expectations about future sales activity.

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Notes to the financial statements For the year ended 31 December 2023

#### 2. Accounting policies (continued)

##### 2.6 Financial Instruments (continued)

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

##### *De-recognition*

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the right to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in a transferred financial asset that is created or retained by the Company is recognised as a separate asset or liability. Financial liabilities are initially measured at fair value (less directly attributable policies), and subsequently measured at amortized cost, on an effective interest rate basis. The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or have expired.

##### *Impairment*

The Company recognises loss allowances for expected credit losses ("ECLs") on financial assets measured at amortised cost and debt investments measured at FVOCI. The Company measures loss allowances at an amount equal to lifetime ECLs.

Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs.

Lifetime losses are estimated by comparing the outstanding receivables at year end, with post year end collections and security deposits deemed as credit enhancements. Any deficit is provided for based on estimates of probability and loss given default. The carrying amount of the asset shall be reduced directly. The amount of the loss shall be recognised in the Statement of Profit or Loss and Other Comprehensive Income.

Financial liabilities are either 'other financial liabilities' or 'financial liabilities at FVPL'. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Other financial liabilities include 'security deposits', loans, and borrowings', and 'trade and other payables' in the statement of financial position.

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Notes to the financial statements For the year ended 31 December 2023

#### 2. Accounting policies (continued)

##### 2.7 Aircraft and related assets

###### Cost

Aircraft assets are initially recorded at cost including directly attributable transaction costs on acquisition. Aircraft are subsequently measured at cost less accumulated depreciation and any impairment losses.

###### *Purchase price allocation of acquired aircraft and related assets*

Upon acquisition of an aircraft, the cost was determined through purchase price allocation based on the aircraft and related assets acquired - metal value, maintenance, and lease components. The Company employs appraisers in order to place a value on the assets acquired.

###### Maintenance rights asset

Maintenance rights asset represents the value in the difference between the contractual right under the acquired in-place leases to receive the aircraft in a specified maintenance condition at the end of the lease and the actual physical condition of the aircraft at the date of acquisition. A maintenance right asset represents the fair value of our contractual right under a lease to receive an aircraft in an improved maintenance condition as compared to the maintenance condition on the acquisition date. A maintenance right liability represents our obligation to pay the lessee for the difference between the lease end contractual maintenance condition of the aircraft and the actual maintenance condition of the aircraft on the acquisition date. The Company did not recognise any maintenance right liabilities in the current year.

###### Lease component asset and liabilities

At the time of an aircraft acquisition, the Company evaluates whether the lease acquired with the aircraft is at fair market value. A lease premium is recognised when it is determined that the acquired lease terms are above market value; lease discounts are recognised when it is determined that the acquired lease terms are below fair market value. Lease component asset and liabilities are capitalised as a portion of the Aircraft (and related) assets value and are amortised as lease revenue (for sale and lease back acquisitions) or depreciation, amortisation, and impairment (for portfolio acquisitions) on a straight-line basis over the lease term.

###### Aircraft

The Company depreciates aircraft (and related) assets on a straight-line basis to a residual value at the end of the useful economic life.

The useful economic life and residual value of aircraft and related assets are generally estimated as being 25 years from date of manufacture and 15% of cost, respectively. Where more relevant information indicates a different pattern in which the benefits associated with an aircraft are consumed, management adjust the residual value and useful economic life estimates for those specific aircraft. As at 31 December 2023, the remaining useful life of the Company's aircraft was 12 years.

Residual value and useful economic life estimates of aircraft and related assets are reviewed at a minimum at each annual reporting date considering management's experience and knowledge of the industry, the Company's strategy (that relating to the acquisition, disposition and leasing of aircraft) as well as external market factors. Changes are accounted for as a charge in accounting estimate.

###### Maintenance rights asset

The commencement of amortisation of maintenance rights asset is triggered by maintenance events. Following a maintenance event, the portion of the cost of the event that relates to the maintenance rights asset is capitalised to aircraft asset and is then depreciated on a straight-line basis over the remaining useful economic life of the aircraft. On termination of a lease, any remaining maintenance rights asset is offset against any remaining Maintenance reserves cash balances. Excess maintenance reserves are then released to the Statement of Profit or Loss Account and Other Comprehensive Income, recognised as Other Income.

**Notes to the financial statements  
For the year ended 31 December 2023**

**2. Accounting policies (continued)**

**2.7 Aircraft and related assets (continued)**

**Lease component assets and liabilities**

Lease component assets and liabilities are amortised on a straight-line basis over the remaining term of the related lease.

The assets' residual values, useful lives, and depreciation methods are reviewed and adjusted if appropriate as at each financial year end.

**Disposal of aircraft**

Gains and losses on disposal are determined by comparing proceeds with the carrying amount. These are included in the Statement of Profit or Loss Account and Other Comprehensive Income.

**Derecognition**

Aircraft (and related) assets are derecognised upon disposal or when no further future economic benefits are expected from their use or disposal.

**Impairment**

At each reporting date, the carrying values of aircraft (and related) assets are assessed for indications of impairment. If any indicator of impairment exists, an estimate of the asset's recoverable amount is calculated. An impairment loss is recognised for the amount by which the assets carrying amount exceeds its recoverable amount. Recoverable amount is the higher of an assets fair value less cost to sell and value in use. A previously recognised impairment loss is only reversed if there has been an increase in the asset's recoverable amount since the last impairment loss was recognised. The impairment loss would be reversed to the revised estimate of its recoverable amount but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in the prior years. A reversal of an impairment loss is recognised immediately in Statement of Profit or Loss Account and Other Comprehensive Income.

**2.8 Maintenance reserves**

Under certain leases, the Company requires lessees to make regular additional rent payments based on aircraft utilisation. In all cases the leases require the lessees to be responsible for maintenance and repairs, including major airframe and engine overhauls (major maintenance events) over the term of the lease. Under the terms of some leases, the Company is obliged to reimburse the lessee for the cost of major maintenance events (up to the amount of supplemental rent paid).

In certain circumstances, the Company as lessor agrees to defer the receipt of the lessee's compensation for the use of the aircraft until the lease end. The compensation is typically calculated on the basis of the condition of each major component at the end of the lease relative to the commencement of the lease. If each major component is returned to the lessor in worse condition, the lessee is required to make a payment to the lessor. Such payment will be calculated on the basis of condition measured by hours, number of cycles or time at an agreed rate specified in the lease. End of lease compensation is recognised as supplemental rent when such amounts are virtually certain and estimable. Maintenance costs incurred when an aircraft is off lease are recognised as an expense in the year incurred.

## **MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

### **Notes to the financial statements For the year ended 31 December 2023**

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

##### **2.9 Leases**

The Company leases aircraft to airline operators. The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Leases in which the Company retains substantially all the risks and benefits of ownership of the leased asset are classified as operating leases. Initial direct costs incurred in negotiating and executing an operating lease are added to the carrying amount of the leased asset and recognised as an expense over the lease term on the same basis as lease rental revenue. Leases in which the risks and benefits of ownership transfer to the lessee are classified as finance leases.

##### **2.10 Other receivables**

Other receivables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. If payments received from customers exceed the income recognised, then the difference is presented as deferred income. Trade receivables include, but are not limited to, operating lease receivables, VAT recoverable and a number of other operating receivables.

##### **2.11 Trade payables**

Trade payables represent amounts due by the Company in connection with the carrying on of its trade. Such payables include but are not limited to, deferred income and a number of operating payables.

##### **2.12 Security deposits**

Security deposits on leased aircraft are generally paid by the lessee on the execution of the lease and are non-refundable during the term of the lease. The amounts are held as security for the timely and faithful performance by the lessee of its obligations during the lease and are included on the Statement of Financial Position. The deposit may be applied against amounts owing from the lessee for rent or returned to the lessee on the termination of the lease. The lease deposits are classified as financial liabilities initially measured at fair value and subsequently at amortised cost.

##### **2.13 Foreign currency**

Transactions, including income and expenditure, in foreign currencies are translated at the foreign currency exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the foreign currency closing exchange rate ruling at the reporting date. Foreign currency exchange differences arising on translation and realised gains and losses on disposals or settlements of monetary assets and liabilities are recognised through profit or loss in the Statement of Comprehensive Income.

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Notes to the financial statements For the year ended 31 December 2023

#### 2. Accounting policies (continued)

##### 2.14 Taxation

Corporation tax is provided on taxable profits at current rates applicable to the Company's activities. Deferred taxation is accounted for, without discounting, in respect of all temporary differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the reporting date except as otherwise required by IAS 12 'Income Tax'. Provision is made at the tax rates which are expected to apply in the years in which the timing differences reverse, based on those tax which are enacted or substantively enacted for each jurisdiction. Deferred tax assets are recognised only to the extent that it is considered more likely than not that they will be recovered.

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity or in other comprehensive income.

Current tax comprises of the expected tax payable or receivable on taxable income or loss for the financial year and any adjustments in respect of previous financial years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received. It is measured using the tax rates enacted or substantially enacted at the reporting date.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future, and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted by the reporting date. A deferred tax asset is recognised to the extent that it is probable that the future tax able profits will be available against which temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that is no longer probable that the related tax benefit will be realised.

##### 2.15 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributed to the issue of shares are recognised as a deduction from equity, net of tax effects.

##### 2.16 Capital contribution

Capital contributions represent advances made by the parent company. This contribution is not repayable to the parent company under any circumstances.

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Notes to the financial statements For the year ended 31 December 2023

#### 3. Operating income

	2023 US\$	2022 US\$
Lease rental revenue	3,050,696	3,180,000
	<b>3,050,696</b>	<b>3,180,000</b>

Income arises from the leasing of aircraft under operating leases. All income is derived from activities carried out in Middle East. The Company has one customer, an airline located in the Middle East, in the financial year ended 31 December 2023, which accounted for 100% of revenue. There was no contingent rent during the financial year. Subsequent to year end, the lease term had been extended to 2026.

The Company had contracted to receive the following minimum cash lease rentals under the lease agreement:

	2023 US \$	2022 US\$
Within 1 year	2,514,000	3,053,833
Between 1 to 2 years	1,047,500	2,514,000
Between 2 to 3 years	-	1,047,500
Between 3 to 4 years	-	-
Later than four years	-	-
Total	<b>3,561,500</b>	<b>6,615,333</b>

#### 4. General and administration expenses

	2023 US\$	2022 US\$
Aircraft costs	2,625	10,255
Legal and professional fees	253,903	10,102
Other fees and expenses	4,035	-
Total	<b>260,563</b>	<b>20,357</b>

#### 5. Finance expense

	2023 US\$	2022 US\$
Interest expense on loans	1,670,934	1,045,653
Total	<b>1,670,934</b>	<b>1,045,653</b>

**MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY****Notes to the financial statements  
For the year ended 31 December 2023****6. Profit on ordinary activities before tax**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
<b>The profit is arrived at after charging:</b>		
Directors remuneration (fees)	-	-
Directors remuneration (other)	-	-
Depreciation and amortisation	1,393,200	1,441,018
Auditors' remuneration - Audit	7,500	7,500
Auditors' remuneration - Tax Compliance	-	-
Other non-audit services	-	-
	<u>1,400,700</u>	<u>1,448,518</u>

Auditors' remuneration arises on fees incurred for the statutory audit of the Company.

**7. Taxation**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
<b>Current tax</b>		
Income tax (charge) / credit for the year on ordinary activities	-	-
	<u>-</u>	<u>-</u>
<b>Total current tax</b>	<u>-</u>	<u>-</u>
<b>Deferred tax</b>		
Origination of timing differences	34,250	41,623
Movement in unrecognised deferred tax asset	-	(1,737,786)
	<u>34,250</u>	<u>(1,696,163)</u>
<b>Total deferred tax</b>	<u>34,250</u>	<u>(1,696,163)</u>
<b>Tax credit / (charge) for the year</b>	<u>34,250</u>	<u>(1,696,163)</u>

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Notes to the financial statements For the year ended 31 December 2023

#### 7. Taxation (continued)

##### Factors affecting tax charge for the year

The reconciliation of tax on profit on ordinary activities at the standard rate of Irish corporation tax to the Company's actual tax charge is analysed as follows:

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Loss on ordinary activities before tax	(274,001)	(332,984)
Loss on ordinary activities multiplied by standard rate of corporation tax in Ireland of 12.5%	34,250	41,623
Movement in unrecognised deferred tax asset	-	(1,737,786)
<b>Total tax credit for the year</b>	<b>34,250</b>	<b>(1,696,163)</b>

##### Factors that may affect future tax charges

Tax is chargeable in future years unless Company relief is available. To the extent losses are incurred in the future, these can be carried forward. From 1 January 2023, the corporation tax rate is expected to remain at its current rate of 12.5%.

##### Deferred tax

Deferred tax represents the amount of tax recoverable in respect of tax losses available in the current year which are available for carry forward against future taxable profits, temporary timing differences and an excess of capital allowances over accounting depreciation.

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
<i>Deferred tax asset</i>		
At beginning of the year	-	1,696,163
Movement during the year	34,250	41,623
Movement in unrecognised deferred tax asset	-	(1,737,786)
<b>At end of the year</b>	<b>34,250</b>	<b>-</b>

The deferred tax balance is composed of:

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Capital allowances in excess of depreciation	(1,629,849)	(1,056,385)
Tax losses carried forward	1,664,099	1,056,385
<b>Net deferred tax asset</b>	<b>34,250</b>	<b>-</b>

MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

Notes to the financial statements  
For the year ended 31 December 2023

8. Aircraft and related assets

	Aircraft	Maintenance component asset	Lease premium component asset	Lease premium component liability	Total
	US\$	US\$	US\$	US\$	US\$
<b>Cost</b>					
At the beginning of the financial year	38,887,970	8,116,189	843,140	-	47,847,299
Additions	-	-	-	-	-
<b>Balance at 31 December 2023</b>	<b>38,887,970</b>	<b>8,116,189</b>	<b>843,140</b>	<b>-</b>	<b>47,847,299</b>
<b>Accumulated depreciation and amortisation:</b>					
At the beginning of the financial year	(5,748,972)	-	(813,593)	-	(6,562,565)
Current year depreciation and amortisation	(1,393,200)	-	-	-	(1,393,200)
<b>Balance at 31 December 2023</b>	<b>(7,142,172)</b>	<b>-</b>	<b>(813,593)</b>	<b>-</b>	<b>(7,955,765)</b>
<b>Impairment:</b>					
At the beginning of the financial year	(12,950,785)	(2,971,513)	(29,547)	-	(15,951,845)
Impairment charge	-	-	-	-	-
<b>Balance at 31 December 2023</b>	<b>(12,950,785)</b>	<b>(2,971,513)</b>	<b>(29,547)</b>	<b>-</b>	<b>(15,951,845)</b>
<b>Net book value at 31 December 2023</b>	<b>18,795,013</b>	<b>5,144,676</b>	<b>-</b>	<b>-</b>	<b>23,939,689</b>
<b>Cost</b>					
At the beginning of the financial year	38,887,970	8,116,189	843,140	-	47,847,299
Additions	-	-	-	-	-
<b>Balance at 31 December 2022</b>	<b>38,887,970</b>	<b>8,116,189</b>	<b>843,140</b>	<b>-</b>	<b>47,847,299</b>
<b>Accumulated depreciation and amortisation:</b>					
At the beginning of the financial year	(4,307,954)	-	(813,593)	-	(5,121,547)
Current year depreciation and amortisation	(1,441,018)	-	-	-	(1,441,018)
<b>Balance at 31 December 2022</b>	<b>(5,748,972)</b>	<b>-</b>	<b>(813,593)</b>	<b>-</b>	<b>(6,562,565)</b>
<b>Impairment:</b>					
At the beginning of the financial year	(12,146,798)	(2,769,544)	(29,547)	-	(14,945,889)
Impairment charge	(803,987)	(201,969)	-	-	(1,005,956)
<b>Balance at 31 December 2022</b>	<b>(12,950,785)</b>	<b>(2,971,513)</b>	<b>(29,547)</b>	<b>-</b>	<b>(15,951,845)</b>
<b>Net book value at 31 December 2022</b>	<b>20,188,213</b>	<b>5,144,676</b>	<b>-</b>	<b>-</b>	<b>25,332,889</b>

## MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY

### Notes to the financial statements For the year ended 31 December 2023

#### 8. Aircraft and related assets (continued)

The aircraft is on lease to a global airline until 2025; subsequent to year end, the lease term had been extended to 2026. The Directors of the Company undertake a review to determine whether an impairment provision is required in respect of the Company's aircraft and related assets. In the assessment of impairment, the Directors have considered the aircraft's current appraised market value and if there is an indication of impairment, assessed its value in use. In determining the aircraft's value in use, consideration is given to contractual cash flows expected to be received under the current lease arrangements, as well as future proceeds expected from disposal activities at end of lease. Impairment arises in the year due to certain aircraft and related assets' recoverable amount being less than the carrying amount.

Based on this review, the Company has not recognised an impairment charge (2022: US\$1,005,956) on the aircraft – nil (2022: US\$803,987) on aircraft (metal) and nil (2022: US\$201,969) on maintenance component assets.

The recoverable amount of the assets was US\$33,064,751 (2022: US\$32,374,732) while value in use was US\$19,454,856 (2022: US\$17,709,330). Value in use was estimated using a discount rate of 9.25% (2022: 8.25%). Net realisable value (being fair value less cost to sell) was determined using three external, independent aircraft appraisal firms having appropriate qualifications and experience.

Significant judgement is required when evaluating the inputs into the recoverable amount of the Company's aircraft. Reasonable possible changes at the reporting date to one of the significant inputs, while holding others constant, would have affected the impairment charge recorded by the amounts shown below.

Reasonable possible changes at the reporting date to one of the significant inputs, while holding the others constant, was considered for the variables set out below;

- Discount rate applied +/- 0.5%
- Uncontracted future lease rental rates +/- 10%
- Residual values +/- 10%
- Downtime between leases +/- 2 months

None of the above possible changes in significant inputs would have given rise to a materially different impairment charge for the Company's aircraft than was recorded for the year.

#### Maintenance and lease components

The Company recognises maintenance and lease components in relation to the acquisition of aircraft that were purchased on lease. Lease premium represent the value of an acquired lease rental above or below the market rate for leases of a similar type of aircraft, which is adjusted by relevant credit risk associated with that lessee. Lease premium are amortised on a straight-line basis over the remaining life of the lease.

Maintenance components represent the value of the return condition of the aircraft on lease when compared to the current market value of that aircraft, adjusted for current maintenance conditions. Maintenance components are capitalised to the Statement of Financial Position at the end of the lease in line with the Company's maintenance accounting policy.

**MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

**Notes to the financial statements  
For the year ended 31 December 2023**

**9. Other receivables**

	<b>2023 US\$</b>	<b>2022 US\$</b>
Lease rent receivable	2,707,078	1,902,723
Share capital receivable	1	1
Other receivables	-	2,121
Receivable from other Group entities	-	2,416,301
	<u>2,707,079</u>	<u>4,321,146</u>

Amounts receivable from other Group entities are due on demand and do not bear interest.

**10. Loans payable**

The balance of the loans as of 31 December 2023 is US\$14,355,140 (2022: US\$13,818,655). Aircraft lease rentals are fixed and structured to ensure that lease payments are sufficient to meet the debt funding over the term of the lease. The contractual maturity date of the loan is 15 December 2038.

	<b>2023 US\$</b>	<b>2022 US\$</b>
<b>Maturity analysis:</b>		
Within 1 year	6,458,766	2,961,140
Greater than 1 year	<u>7,896,374</u>	<u>10,857,515</u>
<b>Total Loans Payable</b>	<u>14,355,140</u>	<u>13,818,655</u>

**Key terms of debt facilities**

The terms of outstanding debt facilities were as follows:

	<b>Nominal Interest Rate (%)</b>	<b>2023 US\$</b>	<b>2022 US\$</b>
<b>Fixed rate loans</b>			
Intercompany loan	6.78%	14,355,140	13,818,655

The aircraft is pledged as security to the Security Trustees, as outlined in the security assignment. The aircraft has also been pledged as collateral to the financing parties as outlined in the proceeds and intercreditor deeds. The recourse of the Lenders and the other parties to the transaction documents is limited to the assets secured by the Company in favour of the Security Trustees and to any monies received by the Company pursuant to the transaction documents. None of these parties has a right to wind-up or take any other insolvency proceedings against the Company. The fixed interest rate of the intercompany loan is 4.25% and the margin is 2.53%, which total to the nominal interest rate of 6.78%.

**MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

**Notes to the financial statements  
For the year ended 31 December 2023**

**11. Other liabilities**

	<b>2023 US\$</b>	<b>2022 US\$</b>
Deferred income	104,754	194,335
Accrued interest	486,639	4,970,615
Payable to other Group entities	1,941,904	
	<u>2,533,297</u>	<u>5,164,950</u>

**12. Maintenance reserve**

	<b>2023 US\$</b>	<b>2022 US\$</b>
Balance at beginning of year	12,898,241	10,959,253
Billings during the period	3,399,468	2,578,951
Claims during the year	(4,567,566)	(639,963)
Closing balance	<u>11,730,143</u>	<u>12,898,241</u>
Current	-	12,898,241
Non-current	11,730,143	-
Total	<u>11,730,143</u>	<u>12,898,241</u>

**13. Security deposits**

	<b>2023 US\$</b>	<b>2022 US\$</b>
Opening balance	-	-
Security deposits credited	530,000	-
Closing balance	<u>530,000</u>	-
Current	-	-
Non-current	530,000	-
Total	<u>530,000</u>	-

**14. Ordinary share capital**

	<b>2023 US\$</b>	<b>2022 US\$</b>
<b>Allotted, called up and unpaid</b>		
1- Ordinary shares share of US\$1	<u>1</u>	<u>1</u>

Ordinary shares carry one vote per share. There are no additional rights, preferences or restrictions associated with these shares.

## **MSN 5099/5128 SPRING DESIGNATED ACTIVITY COMPANY**

### **Notes to the financial statements For the year ended 31 December 2023**

#### **15. Employees**

Maples acts as corporate administrator to the Company in accordance with the terms of the Administration Agreement. The Company has entered into a lease management agreement with Dubai Aerospace Enterprise Ltd ('DAE') to provide leasing and asset management services as per the service agreement. The Company did not directly employ any persons during the year.

#### **16. Capital commitments**

At 31 December 2023, there are no outstanding capital commitments (2022: none).

#### **17. Related party transactions**

DAE acts as leasing and asset manager of the Company. The fee charged by DAE for year ended 31 December 2023 was US\$2,037,580 (2022: US\$1,465,873), which was paid by Kestrel Aircraft Funding Limited ("KAFL") on behalf of the group. The balance payable at 31 December 2023 is US\$107k (2022: US\$87k).

During the financial year, the Company incurred fees relating to administration services provided by Maples, which was borne by KAFL.

KAFL provided the intercompany loans to the Company. Total interest charged for the year in respect of the loans was US\$1,670,934 (2022: US\$1,045,653). At 31 December 2023, the total balance of the loan was US\$14,355,140 (2022: US\$13,818,655).

The balance payable to KAFL, excluding the intercompany loans, as at 31 December 2023 was US\$1,941,904 (2022: receivable of US\$2,416,301).

#### **18. Events after the end of the Reporting Date**

Subsequent to year end, the lease term had been extended to 2026.

There have been no significant events after the financial year end that would require adjustment or disclosure in these financial statements.

#### **19. Parent undertaking**

The Company's ultimate parent undertaking and controlling party is Kestrel Aircraft Funding Limited, a Cayman Islands incorporated company, registered as a branch in Ireland with a registered office located at 32 Molesworth Street, Dublin 2, Ireland.

The Company is a subsidiary of Briulan Limited whose immediate parent undertaking is KAFL.

The entire share capital of the Company is held by Briulan Limited, holding 1 ordinary share (nominal of US\$1 each). The Company has also received a capital contribution of US\$11,674,474 from Briulan Limited.

#### **20. Approval of financial statements**

The board of Directors approved these financial statements for issue on December 2025.