

Company Number: 625115

Digital Care Asset Holdings Limited and subsidiaries
Directors' Report and Audited Consolidated Financial Statements
for the financial year ended 31 December 2023

Digital Care Asset Holdings Limited and subsidiaries

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Digital Care Asset Holdings Limited and subsidiaries
DIRECTORS AND OTHER INFORMATION

| | |
|---|--|
| Directors | David O'Rourke Stephan Tan (German) (Appointed 20/03/2024) Philippe Costeletos (British) (Resigned 20/03/2024) James Pat Simmons III (American) (Resigned 20/03/2024) Mark Richard Simmons (British) (Appointed 20/03/2024) |
| Company Secretary | Malone Secretaries Limited |
| Company Number | 625115 |
| Registered Office and Business Address | Landscape House Baldoonell Business Park Baldoonell Dublin 22 Ireland |
| Auditors | RBK Business Advisers Chartered Accountants & Statutory Audit Firm Termini 3 Arkle Road Sandyford Dublin 18 Ireland |
| Bankers | Allied Irish Bank Shannon Town Centre Shannon Co Clare Ireland |
| Solicitors | Matheson 70 Sir John Rogerson's Quay Grand Canal Dock Dublin 2 Ireland |

Digital Care Asset Holdings Limited and subsidiaries DIRECTORS' REPORT

for the financial year ended 31 December 2023

The directors present their report and the audited consolidated financial statements of Digital Care Asset Holdings Limited (the "company") and its subsidiaries (together and herein after the "group") for the financial year ended 31 December 2023.

Principal Activity and Review of the Business

The Company's principal activity is the management of, and the Holding Company of its principal subsidiary Digital Care Sp. z.o.o ("DCS"). The principal activity of DCS is to design and implement innovative insurance programs and services for mobile devices, to develop business specific IP and to licence this IP to other group companies. It is also involved in creating leasing programs for mobile operators in the Polish and international markets.

There has been no significant change in these activities during the financial year ended 31 December 2023.

Principal Risks and Uncertainties

Risk assessment

The directors have undertaken a comprehensive assessment of the key risks facing the Group. The key risk identified and the related controls over this risk is as follows:

Credit risk

The Group's principal financial assets are cash at bank, accounts receivables, VAT recoverable and prepayments. These represent the Group's maximum exposure to credit risk in relation to financial assets. The recoverability of these assets are regularly reviewed by the Directors.

Liquidity risk

The objective of the Group is to ensure it can meet its financial obligations as and when they fall due. The Company and Group monitor cashflow requirements on an ongoing basis.

Industry risk

The industry in which the Group operates is highly competitive and challenging, however the directors have detailed knowledge and experience of this sector.

Foreign exchange risk

The Company's foreign exchange exposure arises from intercompany receivables and payables which are denominated in various currencies and as a result the Company may be affected by uncertainty surrounding foreign exchange currency rates. The Company continues to manage foreign currency in coordination with the Group and matters of cashflows in relation to same

Results and Dividends

The profit for the financial year for the group after providing for depreciation and taxation amounted to €359,276 (2022 - €2,238,504).

The directors paid a dividend of €1,183,000 (2022 - € nil).

At the end of the financial year, the group has assets of €61,426,630 (2022 - €54,680,756) and liabilities of €34,217,793 (2022 - €27,464,810). The net assets of the group have decreased by €7,109.

Directors and Secretary and their interests

The directors who served throughout the financial year were as follows:

David O'Rourke
Stephan Tan (German)
Philippe Costeletos (British)
James Pat Simmons III (American)
Mark Richard Simmons (British)

The secretary who served throughout the financial year was Malone Secretaries Limited.

The directors and company secretary had no direct beneficial interest in the shares of the company at the beginning or end of the financial year.

There were no changes in shareholdings between 31 December 2023 and the date of signing the financial statements.

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

Digital Care Asset Holdings Limited and subsidiaries DIRECTORS' REPORT

for the financial year ended 31 December 2023

Future Developments

The company plans to continue its present activities and current trading levels. Employees are kept as fully informed as practicable about developments within the business.

Post Statement of Financial Position Events

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

Political Contributions

The group did not make any disclosable political donations in the current financial year.

Auditors

The auditors, RBK Business Advisers, (Chartered Accountants & Statutory Audit Firm), have indicated their willingness to continue in office in accordance with the provisions of section 383(2) of the Companies Act 2014.

Taxation Status

The company is a close company within the meaning of the Taxes Consolidation Act, 1997.

Going Concern

The directors have a strong expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. The Group therefore continues to adopt the going concern basis in preparing its consolidated financial statements.

Statement on Relevant Audit Information

In accordance with section 330 of the Companies Act 2014, so far as each of the persons who are directors at the time this report is approved are aware, there is no relevant audit information of which the statutory auditors are unaware. The directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and they have established that the statutory auditors are aware of that information.

Compliance Statement

The directors are responsible for securing the company's compliance with its relevant obligations (compliance with both company and tax law) and with respect to each of the following three items, we confirm that it has been done. We confirm:

- the existence of a compliance policy statement;
- appropriate arrangements or structures put in place to secure material compliance with the company's relevant obligations;
- a review of such arrangements and structures has taken place during the financial year.

Accounting Records

To ensure that adequate accounting records are kept in accordance with sections 281 to 285 of the Companies Act 2014, the directors have employed appropriately qualified accounting personnel and have maintained appropriate computerised accounting systems. The accounting records are located at the company's office at Landscape House, Baldonnell Business Park, Baldonnell, Dublin 22.

Approved on behalf of the board and signed by:



David O'Rourke
Director



Stephan Tan
Director

Date: 26 March 2026

Digital Care Asset Holdings Limited and subsidiaries DIRECTORS' RESPONSIBILITIES STATEMENT

for the financial year ended 31 December 2023

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

Irish law requires the directors to prepare consolidated financial statements for each financial period giving a true and fair view of the Company's assets, liabilities and financial position at the end of the financial period and the profit or loss of the Company for the financial period. The financial statements are prepared on a going concern basis and in accordance with accounting standards generally accepted in Ireland ("Irish GAAP") including Financial Reporting Standard ("FRS") 102, the financial reporting standard applicable in the UK and Republic of Ireland, Irish statute comprising the Companies Act 2014. Irish GAAP, in preparing financial statements which present a true and fair view, are issued by the Financial Reporting Council ("FRC").

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

In preparing the consolidated 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 consolidated 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 consolidated financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 102; and
- prepare the consolidated financial statements on a going concern basis unless it is inappropriate to presume that the Group and 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 Group and Company;
- enable, at any time, the assets, liabilities, financial position and profit or loss of the Group and Company to be determined with reasonable accuracy; and
- enable the directors to ensure that the consolidated financial statements comply with the Companies Act 2014 and enable those consolidated financial statements to be audited.

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

In so far as the directors are aware:

- there is no relevant audit information of which the Group and Company's statutory auditors are unaware, and
- each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the Group and Company's statutory auditors are aware of that information.

Approved on behalf of the board and signed by:



David O'Rourke
Director



Stephan Tan
Director

Date: 26 March 2026

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DIGITAL CARE ASSET HOLDINGS LIMITED

Opinion

We have audited the financial statements of Digital Care Asset Holdings Limited (the 'Company') and its subsidiaries (the 'group') for the year ended 31 December 2023, which comprise the Group Statement of comprehensive income, the Group and Company Balance sheet, the Group and Company Statement of changes in Equity and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is Irish law and Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In our opinion, the accompanying financial statements:

- the Group financial statements give a true and fair view of the assets, liabilities and financial position of the Group as at 31 December 2023 and of its profit for the year then ended;
- the Company financial statements give a true and fair view of the assets, liabilities and financial position of the Group as at 31 December 2023;
- have been properly prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- the Group financial statements and the Company 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 Group and the Company in accordance with the 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 Group's or the parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual report, other than the financial statements and our Auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DIGITAL CARE ASSET HOLDINGS LIMITED (CONTINUED)

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2014

Based solely on the work undertaken in the course of the audit, we report that:

- in our opinion, the information given in the Directors' Report is consistent with the financial statements; and
- in our opinion, the Directors' Report has been prepared in accordance with applicable legal requirements.

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

Based on the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Director's Report.

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

As explained more fully in the Directors' responsibilities statement on page 6, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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 Group's and the parent 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the Company's internal control.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DIGITAL CARE ASSET HOLDINGS LIMITED (CONTINUED)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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

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

This 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.



Conor O'Brien
for and on behalf of
RBK Business Advisers
Chartered Accountants and Statutory Audit Firm
Termini
3 Arkle Road
Sandyford
Dublin
Date: 26-3-2026

Digital Care Asset Holdings Limited and subsidiaries
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
for the financial year ended 31 December 2023

| | Notes | 2023 | 2022 |
|--|----------|-------------------|--------------|
| Revenue | 4 | 72,271,958 | 64,529,713 |
| Cost of sales | | (8,485,462) | (16,623,571) |
| Gross profit | | 63,786,496 | 47,906,142 |
| Administrative expenses | | (59,832,497) | (43,648,249) |
| Group operating profit | 5 | 3,953,999 | 4,257,893 |
| Investment income | 6 | 31,243 | (59,536) |
| Finance costs | 7 | (2,296,693) | (584,546) |
| Profit before taxation | | 1,688,549 | 3,613,811 |
| Corporation tax charge | 9 | (1,329,273) | (1,375,307) |
| (Loss)/profit for the financial year | | 359,276 | 2,238,504 |
| Other comprehensive income | | - | - |
| Total comprehensive (loss) / income | | 359,276 | 2,238,504 |
| Total comprehensive (loss) / income for the financial year attributable to: | | | |
| Non-controlling interests | | (92,688) | 6,881 |
| Owners of the parent company | | 451,964 | 2,231,623 |
| Total comprehensive (loss) / income | | 359,276 | 2,238,504 |


The Group's revenue and expenses all relate to continuing operations. All recognised gains and losses for the current financial year are included in the Statement of Comprehensive Income.

There is no other comprehensive income or loss for the year. Accordingly, no separate statement of other comprehensive income has been prepared.

Digital Care Asset Holdings Limited and subsidiaries
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
as at 31 December 2023

| | Notes | 2023 | 2022 |
|---|-------|---------------------|---------------------|
| Non-Current Assets | | | |
| Intangible assets | 11 | 21,614,133 | 22,535,259 |
| Property, plant and equipment | 12 | 9,695,767 | 5,131,193 |
| Financial assets | 13 | 236,540 | 856,688 |
| Non-Current Assets | | 31,546,440 | 28,523,140 |
| Current Assets | | | |
| Inventories | 14 | 5,293,948 | 2,969,919 |
| Receivables | 15 | 19,346,695 | 19,155,494 |
| Deferred tax asset | 19 | 2,582,966 | 1,943,065 |
| Cash and cash equivalents | 16 | 2,656,581 | 2,089,138 |
| | | 29,880,190 | 26,157,616 |
| Payables: amounts falling due within one year | 17 | (26,989,482) | (22,352,655) |
| Net Current Assets | | 2,890,708 | 3,804,961 |
| Total Assets less Current Liabilities | | 34,437,148 | 32,328,101 |
| Payables: amounts falling due after more than one year | 18 | (7,228,311) | (5,112,155) |
| Net Assets | | 27,208,837 | 27,215,946 |
| Equity | | | |
| Called up share capital presented as equity | 21 | 1,000 | 1,000 |
| Retained earnings | | 6,543,570 | 5,494,947 |
| Profit and loss account | | 451,964 | 2,231,623 |
| Capital contribution reserve | | 20,112,848 | 20,112,848 |
| Currency translation difference | | 135,199 | (628,522) |
| Total Equity | | 27,244,581 | 27,211,896 |
| Non-controlling interests | | (35,744) | 4,050 |
| | | 27,208,837 | 27,215,946 |

Approved on behalf of the board and signed by:


Director David O'Rourke


Director Stephan Tan

Date: 26 March 2026


Digital Care Asset Holdings Limited and subsidiaries
COMPANY STATEMENT OF FINANCIAL POSITION

as at 31 December 2023

| | Notes | 2023 € | 2022 € |
|---|-------|--------------------|-------------------|
| Fixed Assets | | | |
| Intangible assets | 11 | 437,764 | 437,764 |
| Property, plant and equipment | 12 | - | 312 |
| Investments | 13 | 21,533,537 | 21,533,537 |
| | | <u>21,971,301</u> | <u>21,971,613</u> |
| Current Assets | | | |
| Debtors | 15 | 149,656 | 560,527 |
| Cash and cash equivalents | 16 | 15,555 | 21,847 |
| | | <u>165,211</u> | <u>582,374</u> |
| Creditors: amounts falling due within one year | 17 | <u>(44,958)</u> | <u>(423,303)</u> |
| Net Current Assets | | <u>120,253</u> | <u>159,071</u> |
| Total Assets less Current Liabilities | | <u>22,091,554</u> | <u>22,130,684</u> |
| Creditors: amounts falling due after more than one year | 18 | <u>(1,795,066)</u> | <u>(600,502)</u> |
| Net Assets | | <u>20,296,488</u> | <u>21,530,182</u> |
| Capital and Reserves | | | |
| Called up share capital presented as equity | 21 | 1,000 | 1,000 |
| Capital contribution reserve | | 20,112,848 | 20,112,848 |
| Retained earnings | | 182,640 | 1,416,334 |
| Equity attributable to owners of the company | | <u>20,296,488</u> | <u>21,530,182</u> |

Approved on behalf of the board and signed by:


 Director David O'Rourke


 Director Stephan Tan

Date: 26 March 2026

Digital Care Asset Holdings Limited and subsidiaries
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

as at 31 December 2023

| | Share Capital | Retained Earnings | Capital contribution reserve | Currency Translation difference | Non- Controlling interest | Total |
|---|------------------|----------------------|------------------------------------|---------------------------------------|---------------------------------|-------------------|
| | € | € | € | € | € | € |
| At 1 January 2022 | 1,000 | 5,494,947 | - | (359,910) | (2,831) | 5,133,206 |
| Profit for the financial year | - | 2,231,623 | - | - | 6,881 | 2,238,504 |
| Change in minority interest arising on acquisitions | - | - | - | - | - | - |
| Issue of share capital | - | - | - | - | - | - |
| Other movements in equity attributable to owners | - | - | 20,112,848 | (268,612) | - | 19,844,236 |
| At 31 December 2022 | 1,000 | 7,726,570 | 20,112,848 | (628,522) | 4,050 | 27,215,946 |
| Profit / (Loss) for the financial year | - | 451,964 | - | - | (92,688) | 359,276 |
| Recognition of minority interest arising on conversion | - | - | - | - | 52,894 | 52,894 |
| Other movements in equity attributable to owners | - | (1,183,000) | - | 763,721 | - | (419,279) |
| At 31 December 2023 | 1,000 | 6,995,534 | 20,112,848 | 135,199 | (35,744) | 27,208,837 |

Digital Care Asset Holdings Limited and subsidiaries
COMPANY STATEMENT OF CHANGES IN EQUITY
as at 31 December 2023

| | Called up share capital € | Retained earnings € | Capital contribution reserve € | Total € |
|-----------------------------|--|------------------------------------|---|--------------------|
| At 1 January 2022 | 1,000 | 1,749,843 | 20,112,848 | 21,863,691 |
| Loss for the financial year | - | (333,509) | - | (333,509) |
| At 31 December 2022 | 1,000 | 1,416,334 | 20,112,848 | 21,530,182 |
| Loss for the financial year | - | (50,694) | - | (50,694) |
| Dividend declared | - | (1,183,000) | - | (1,183,000) |
| At 31 December 2023 | 1,000 | 182,640 | 20,112,848 | 20,296,488 |

Digital Care Asset Holdings Limited and subsidiaries
CONSOLIDATED STATEMENT OF CASH FLOWS

for the financial year ended 31 December 2023

| | Notes | 2023 | 2022 |
|---|-------|---------------------|--------------------|
| Cash flows from operating activities | | | |
| Profit for the financial year | | 359,276 | 2,238,504 |
| Adjustments for: | | | |
| Investment income | 6 | (31,243) | (2,860) |
| Interest payable and similar expenses | 7 | 2,296,693 | 584,546 |
| Tax on profit on ordinary activities | 9 | 1,329,273 | 1,375,307 |
| Depreciation | 12 | 2,639,252 | 1,465,583 |
| Amortisation of intangibles | 11 | 3,694,588 | 2,996,092 |
| Loss/(profit) on disposal of property, plant and equipment | | 3,438 | 10,094 |
| (Profit)/loss on disposal of intangible fixed assets | | (1,806) | 586,284 |
| Unrealised currency translation (gains)/losses | | 106,055 | (225,225) |
| Impairment loss on intangible assets | | 982,348 | - |
| Impairment loss on tangible assets | | - | 129,986 |
| | | <u>11,377,874</u> | <u>9,158,311</u> |
| Movements in working capital: | | | |
| Movement in inventories | | (2,324,029) | (1,000,535) |
| Movement in receivables | | (191,201) | (8,500,685) |
| Movement in payables | | (452,225) | (187,228) |
| | | <u>8,410,419</u> | <u>(530,137)</u> |
| Cash generated from/(used in) operations | | <u>(2,296,693)</u> | <u>(180,440)</u> |
| Interest paid | | | |
| | | <u>6,113,726</u> | <u>(710,577)</u> |
| Net cash generated from/(used in) operating activities | | | |
| | | <u>30,075</u> | <u>382,154</u> |
| Taxation received/(paid) | | | |
| Net cash generated from/ (used in) operating activities | | <u>6,143,801</u> | <u>(328,423)</u> |
| Cash flows from investing activities | | | |
| Interest received | | 31,243 | 2,860 |
| Receipts from sales of intangible assets | | 339,809 | 357,277 |
| Payments to acquire tangible assets | 12 | (8,780,942) | (9,496,816) |
| Payments to acquire intangible assets | 11 | (3,628,838) | (3,295,156) |
| Share on loss/(profit) on investments | | 54,887 | (123,219) |
| Receipts from sale of tangible assets | | 1,766,368 | 4,591,200 |
| Purchase of a subsidiary (net of cash acquired) | | (55,874) | - |
| Dividends paid to owners of the parent | | (1,183,000) | - |
| | | <u>(11,456,347)</u> | <u>(7,963,854)</u> |
| Net cash used in investment activities | | | |
| Cash flows from financing activities | | | |
| New long term loan and movement in financing | | 2,116,156 | 4,304,260 |
| New short term loan | | 3,198,572 | 3,085,098 |
| Issue of loans to third parties | | - | (263,317) |
| Repayment of loans to third parties | | 565,261 | - |
| | | <u>5,879,989</u> | <u>7,126,041</u> |
| Net cash used in financing activities | | | |
| | | <u>567,443</u> | <u>(1,166,236)</u> |
| Net increase/(decrease) in cash and cash equivalents | | | |
| Cash and cash equivalents at beginning of financial year | | <u>2,089,138</u> | <u>3,255,374</u> |
| Cash and cash equivalents at end of financial year | 16 | <u>2,656,581</u> | <u>2,089,138</u> |

Digital Care Asset Holdings Limited and subsidiaries

NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

1. General Information

These consolidated and Company financial statements comprising of the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and the related notes constitute the consolidated financial statements of the Digital Care Asset Holdings Group and the financial statements of Digital Care Asset Holdings Limited for the financial year ended 31 December 2023.

The nature of the Group and Company's operations and its principal activities are set out in the Directors' Report on pages 4 to 5.

Digital Care Asset Holdings Limited is a private company limited by shares (registered under Part 2 of Companies Act 2014), incorporated in the Republic of Ireland on 20 April 2018. The registered office is Malone & Co., Landscape House, Baldonnell Business Park, Baldonnell, Dublin 22, Ireland. The registered number of the Company is 625115.

In accordance with FRS 102 the Financial Reporting Standard applicable in the UK and Republic of Ireland the Company has prepared Group consolidated financial statements for the financial year ended 31 December 2023.

2. Summary of Significant Accounting Policies

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

Statement of compliance

The Company's financial statements are prepared on a going concern basis and in accordance with accounting standards generally accepted in Ireland ("Irish GAAP") including Financial Reporting Standard ("FRS") 102, the financial reporting standard applicable in the UK and Republic of Ireland, Irish statute comprising the Companies Act 2014. Irish GAAP, in preparing financial statements which present a true and fair view, are issued by the Financial Reporting Council ("FRC").

The consolidated 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.

The Company has taken advantage of the exemption allowed under section 304 of the Companies Act 2014 and has not presented its own statement of comprehensive income in these financial statements.

Basis of preparation

The consolidated financial statements have been prepared in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and Irish statute comprising of the Companies Act 2014 and have been prepared under the historical cost convention.

The preparation of consolidated 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 reporting date. It also requires the directors to exercise their judgement in the process of applying the Group's accounting policies. The Group financial statements consolidate the financial statements of Digital Care Asset Holdings Limited and its subsidiary undertakings drawn up to 31 December 2023. The financial reporting framework that has been applied in their preparation is the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council.

Unrealised gains and losses on transactions between the Group and its associates are eliminated to the extent of the Group's interest in those entities. Where unrealised losses are eliminated, the underlying asset is also tested for impairment.

Digital Care Asset Holdings Limited and subsidiaries

NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

Basis of consolidation - Group

Transactions eliminated on consolidation

The consolidated financial statements include the results of the Company and its subsidiaries. All intercompany profits, transactions and account balances are eliminated on consolidation.

Subsidiaries

Subsidiaries are all entities over which the Company has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Company controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are de-consolidated from the date that control ceases.

Associates

Investments in associates are accounted for using the equity method. The carrying amount of the investment in associates is increased or decreased to recognise the Group's share of the profit or loss and other comprehensive income of the associate, adjusted where necessary to ensure consistency with the accounting policies of the Group.

Income recognition

Loan interest income is recognised on an effective interest method.

Revenue is recognised on the accrual basis in the period to which it relates to, regardless of the period in which related payments are made or received.

Revenue from sales of finished goods, merchandise and raw materials are recognised in the profit and loss account when the Group has transferred the significant risk and benefits of ownership to the buyer, as well as ceased to be permanently involved in the management of transferred assets, nor does not have any effective control over them.

The Group recognises revenues from the following titles: related to handling and administration of insurance programs and maintenance services - the Group's remuneration is a part of the insurance premium collected / a part of the service fee collected by the operator - this revenue is recognised linearly over the average period of validity of policies in the portfolio / for the service period; related to the settlement of the claim costs with the insurer - the Group recognises revenue in the month in which the service was performed, i.e. in which the claims being subject of the settlement with the insurer, were settled;

Sales are shown in net value, i.e. excluding value-added tax and after taking into account any rebates granted.

Going Concern

At the end of the financial year, the Group had net assets of €27,208,837 (2022: €27,215,946).

On this basis, the Directors have adopted the going concern basis of preparation for the financial statements. Accordingly, these financial statements do not include any adjustments to the carrying amount and classification of assets and liabilities that may arise if the Group was unable to continue as a going concern.

Provisions and contingencies

(i) Provisions

Provisions are liabilities of uncertain timing or amount. Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that a transfer of economic benefits will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

Digital Care Asset Holdings Limited and subsidiaries

NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

Provisions and contingencies (continued)

Provisions are measured at the present value of the best estimate of the amount required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Provisions are reviewed at the end of each financial period and adjusted to reflect the current best estimate of the amount required to settle the obligation. The unwinding of the discount is recognised as a finance cost in the Statement of Comprehensive Income and other comprehensive income presented as part of 'interest payable and similar charges' in the financial period in which it arises.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

(ii) Contingencies

Contingent liabilities, arising as a result of past events, are not recognised as a liability because (a) it is not probable that the Group will be required to transfer economic benefits in settlement of the obligation, or (b) the amount cannot be reliably measured at the end of the financial period. Possible but uncertain obligations are not recognised as liabilities but are contingent liabilities. Contingent liabilities are disclosed in the consolidated financial statements unless the probability of an outflow of resources is remote.

Contingent assets are not recognised. Contingent assets are disclosed in the consolidated financial statements when an inflow of economic benefits is probable.

Expense recognition

Expenses are recognised on an accrual's basis. Interest expense is recognised using the effective interest method.

Deferred income

Deferred income represents mainly upfront commission received from underwriters. It is settled linearly within the period of the contract.

Intangible assets

IP Trademark

(i) Recognition

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

(ii) Amortisation

Intangible assets are amortised over their estimated useful lives, on a straight-line basis. The intangible assets are amortised over the following useful economic lives:

IP Trademarks and Software between 3 to 7 years.

The software and trademarks are not considered to have a residual value. The amortisation charge is reflected in administration expenses in the Statement of Comprehensive Income.

The intangible assets are reviewed for impairment if there is an indication that the intangible asset may be impaired.

Other IA

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Intangible assets are amortised over their estimated useful lives, on a straight-line basis.

Advances for IP

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

IP Trademark

IP Trademarks hold an indefinite useful life and are therefore not amortised.

Digital Care Asset Holdings Limited and subsidiaries

NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

Goodwill on acquisition

Goodwill on acquisitions of subsidiaries and associates represents the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the net identifiable assets acquired.

Goodwill on subsidiaries and associates is recognised separately as intangible assets and carried at cost less accumulated impairment losses.

The goodwill is amortised over a period of 10 years. The amortisation period and amortisation method of intangible assets other than goodwill is reviewed at least at each report date. The effects of any revision are recognised in the Statement of Comprehensive Income when the changes arise.

Goodwill is reviewed for impairment at the end of the first full financial year following acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable.

Property, plant and equipment and depreciation

Fixed assets are measured at cost i.e. either at acquisition price or construction cost (base value) less accumulated depreciation and any permanent impairment allowances.

The acquisition price or construction cost of fixed assets and fixed assets under construction includes all costs incurred in the construction, assembly, installation and improvement process up to the date when the asset was brought into use. The cost includes borrowing costs and related foreign exchange gains and losses, net of related investment income.

Subsequent expenditure on improvements such as re-construction, extension or modernisation is capitalised and increases the initially recognised cost of an asset. Subsequent expenditure is capitalised only if it increases the economic benefit embodied in the asset when it was brought into use.

(i) Depreciation

Tangible fixed assets are depreciated using the straight-line method. Depreciation commences in the following month after the asset was brought into use.

Typical depreciation rates applied are as follows:

| | | |
|-------------------------|---|---------|
| Advances for TA | - | 20-100% |
| Leasehold improvement | - | 20-100% |
| Machinery and equipment | - | 20-100% |
| IT equipment | - | 20-100% |
| Motor vehicles | - | 20-100% |
| Other | - | 20-100% |

Useful lives and depreciation rates are periodically reassessed with appropriate adjustments to depreciation rates recognised on a prospective basis in subsequent financial years.

The carrying values of tangible fixed assets are reviewed annually for impairment in periods if events or changes in circumstances indicate the carrying value may not be recoverable.

Expenditure on development activities is recognised as an expense in the period in which it is incurred. An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following conditions have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in the statement of comprehensive income in the period in which it is incurred.

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

Development expenditure is amortised on a straight-line basis over its useful economic life, which commences when the asset is brought into use, and is considered to be between three and seven years.

Financial assets*Investment in subsidiary undertakings*

Investments in subsidiaries are stated at cost less any accumulated impairment and are reviewed for impairment if there are any indications that the carrying value may not be recoverable.

Investment in associate undertakings

Investments in associates are initially stated at cost less any accumulated impairment and are reviewed for impairment if there are any indications that the carrying value may not be recoverable subsequently measured at fair value.

Investment in Joint Ventures

Investments in associates are initially stated at cost less any accumulated impairment and are reviewed for impairment if there are any indications that the carrying value may not be recoverable subsequently measured at fair value.

Inventories

Inventories are valued at the lower of cost and net realisable value. Inventories are determined on a first-in first-out basis. Cost comprises expenditure incurred in the normal course of business in bringing inventories to their present location and condition. Full provision is made for obsolete and slow moving items. Net realisable value comprises actual or estimated selling price (net of trade discounts) less all further costs to completion or to be incurred in marketing and selling.

Trade and other receivables

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

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

Borrowing costs

Borrowing costs relating to the acquisition of assets are capitalised at the appropriate rate by adding them to the cost of assets being acquired. Investment income earned on the temporary investment of specific borrowings pending their expenditure on the assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Trade and other payables

Trade and other payables are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method, unless the effect of discounting would be immaterial, in which case they are stated at cost.

Taxation and deferred taxation

Income tax expense for the financial period comprises current tax recognised in the financial period. Income tax expense is presented in the same component of the Statement of Comprehensive Income or equity as the transaction or other event that resulted in the income tax expense.

Current assets and liabilities are not discounted.

(i) Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the financial period. Current tax is measured at the amount of current tax that is expected to be paid using tax rates and laws that have been enacted or substantively enacted by the end of the financial period.

The directors periodically evaluate positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. A current tax liability is recognised where appropriate and measured on the basis of amounts expected to be paid to the tax authorities.

(ii) Deferred tax

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

Deferred tax is recognised on all timing differences at the end of each financial period with certain exceptions. Unrelieved tax losses and other deferred tax assets are recognised only when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the end of each financial period end and that are expected to apply to the reversal of the timing difference.

Digital Care Asset Holdings Limited and subsidiaries

NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

Foreign currencies

(i) Functional and presentation currency

The Group and Company's functional and presentation currency is the Euro because the main transactions and loans of both the Group and the Company are in Euro. Euro is denominated by the symbol "€" unless otherwise stated.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At the end of the financial period foreign currency monetary items are translated to Euro using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at exchange rates at the end of the financial period of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'interest receivable and similar income' or 'interest payable and similar charges' as appropriate. All other foreign exchange gains and losses are presented in the Statement of Comprehensive Income within 'other operating expenses'.

Financial Instruments

Financial assets and financial liabilities are recognised on the Group's statement of financial position when the Group has become a party to the contractual provisions of the instrument.

(i) Financial Assets

Basic financial assets, including trade and other debtors, cash and cash equivalents and short-term deposits are initially recognised at transaction price (including transaction costs), unless the arrangement constitutes a financing transaction. Where the arrangement constitutes a financing transaction the resulting financial asset is initially measured at the present value of the future receipts discounted at a market rate of interest for a similar debt instrument.

Trade and other debtors, cash and cash equivalents and financial assets from arrangements which constitute financing transactions are subsequently measured at amortised cost using the effective interest rate method.

At the end of each financial period, financial assets measured at amortised cost are assessed for objective evidence of impairment. If there is objective evidence that a financial asset measured at amortised cost is impaired an impairment loss is recognised in Statement of Comprehensive Income. The impairment loss is the difference between the financial asset's carrying amount and the present value of the financial asset's estimated cash inflows discounted at the asset's original effective interest rate

If, in a subsequent financial period, the amount of an impairment loss decreases and the decrease can be objectively related to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment loss not previously been recognised. The impairment reversal is recognised in the Statement of Comprehensive Income.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of ownership of the financial asset are transferred to another party, or (c) control of the financial asset has been transferred to another party who has the practical ability to unilaterally sell the financial asset to an unrelated third party without imposing additional restrictions.

(ii) Financial Liabilities

Basic financial liabilities, including trade and other creditors, bank loans, loans from fellow Group companies and bonds 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.

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

Trade and other creditors, bank loans, loans from fellow Group companies, bonds and financial liabilities from arrangements which constitute financing transactions are subsequently carried at amortised cost, using the effective interest rate method.

Issued bonds are initially recognised on the date that they are originated at transaction price and are subsequently carried at amortised cost, with the interest expense being recognised in the Statement of Comprehensive Income using the effective interest method. Where bonds have been issued at a discount to the repayment amount, the discount is amortised over the life of the bond, with the amortisation being recognised in the Statement of Comprehensive Income.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors 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. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest rate method.

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

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. Share premium represents the excess over nominal value of the value of consideration received for the shares.

Digital Care Asset Holdings Limited and subsidiaries

NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

3. Judgement in applying accounting policies and key sources of estimation uncertainty

Estimates and judgements made in the process of preparing the Group's 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 Judgements and Estimates in applying the groups accounting policies

In preparing these financial statements, the directors have had to make the following judgements:

(i) Tangible & intangible fixed assets

Tangible and intangible fixed assets are depreciated or amortised over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and the residual values are assessed annually and may vary depending on the number of factors. In re-assessing asset lives, factors such as technological innovation and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

(ii) Associate

Associates are entities over which an investor exercises significant influence and is neither a subsidiary nor a joint venture.

- The investor can, without having the contractual right to do so, appoint or approve the investee's key management personnel who have the ability to direct the relevant activities.
- The investor can, without having the contractual right to do so, direct the investee to enter into, or can veto any changes to, significant transactions for the benefit of the investor.
- The investor can dominate either the nominations process for electing members of the investee's governing body or the obtaining of proxies from other holders of voting rights.
- The investee's key management personnel are related parties of the investor (for example, the chief executive officer of the investee and the chief executive officer of the investor are the same person).
- The majority of the members of the investee's governing body are related parties of the investor.

(b) Critical accounting estimates and assumptions

The directors make estimates and assumptions concerning the future in the process of preparing the Group's financial statements. The resulting accounting estimates will, by definition, seldom equal the related actual results. Estimates and judgements 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.

(i) For financial assets measured at amortised cost less impairment, an impairment is calculated as the difference between the carrying amount and the best estimate of the amount that the Group would receive for the assets if it were to be repaid at the reporting date. Impairment losses are recognised in Statement of Comprehensive Income.

When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reserved through the Statement of Comprehensive Income.

(ii) The directors make an assessment at the end of each financial period of whether there is objective evidence that an intercompany debtor is impaired. When assessing impairment of these debtors, the directors consider factors including the current financial position of the counterparty and the support available from the Group as a whole. See Note 15 for the net carrying amount of amounts receivable from Group companies. There was no impairment loss recognised in the financial period.

continued

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS
for the financial year ended 31 December 2023

4. Revenue

| Group | 2023 € | 2022 € |
|------------------------|-------------------|-------------------|
| By Category: | | |
| Revenue - Poland | 62,944,411 | 52,736,830 |
| Revenue – South Africa | 9,141,543 | 11,318,379 |
| Other income | 186,004 | 474,504 |
| | <u>72,271,958</u> | <u>64,529,713</u> |

5. Operating profit

| | 2023 € | 2022 € |
|---|---------------|--------------|
| Operating profit is stated after charging/(crediting): | | |
| Amortisation of intangible assets | 1,714,304 | 1,022,146 |
| Depreciation of property, plant and equipment | 2,639,252 | 1,465,583 |
| Impairment loss on intangible assets | 982,348 | - |
| Impairment loss on tangible assets | - | 129,986 |
| Amortisation of goodwill | 1,980,284 | 1,973,846 |
| Loss/(profit) on disposal of tangible assets | 3,438 | 10,343 |
| (Profit)/loss on disposal of intangible fixed assets | (1,806) | 586,284 |
| Loss on foreign currencies | 851,889 | 33,118 |
| Auditor's remuneration | | |
| - Statutory audit fees | 148,017 | 173,889 |
| - Tax compliance services | 15,488 | 5,513 |
| | <u>15,488</u> | <u>5,513</u> |

6. Income from investments

| | 2023 € | 2022 € |
|-------------------|---------------|--------------|
| Investment income | 31,243 | 2,860 |
| | <u>31,243</u> | <u>2,860</u> |

7. Finance costs

| | 2023 € | 2022 € |
|---------------------------------------|------------------|----------------|
| On amounts payable to group companies | 854,875 | 180,440 |
| Other | 1,441,818 | 404,106 |
| | <u>2,296,693</u> | <u>584,546</u> |

continued

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

8. Employees and remuneration

| | 2023 € | 2022 € |
|---|-------------------|------------------|
| The staff costs including directors comprise: | | |
| Wages and salaries | 10,706,019 | 7,867,865 |
| Employers social insurance contribution | 2,299,733 | 1,687,879 |
| | <u>13,005,752</u> | <u>9,555,744</u> |

The group's average number of employees, including directors, during the financial year was 456 (2022 – 385).

Directors' remuneration

| | | |
|---|---------|---------|
| Salaries and other short-term employee benefits | 210,726 | 209,796 |
|---|---------|---------|

9. Taxation

| | 2023 € | 2022 € |
|--|------------------|------------------|
| Tax expense in profit and loss: | | |
| Current tax expense: | | |
| Corporation tax on profits for the year | 39,569 | 341,887 |
| Adjustments in respect of prior periods | - | - |
| | <u>39,569</u> | <u>341,887</u> |
| Deferred tax expense: | | |
| Origination and reversal of temporary difference | 1,289,704 | 1,033,420 |
| | <u>1,329,273</u> | <u>1,375,307</u> |

(b) Reconciliation of tax charge

The tax assessed for the year is higher than the standard rate of corporation tax in Ireland for the year ended 31 December 2023 of 12.5% (2022: 12.5%). The differences are explained below.

| | 2023 € | 2022 € |
|--|------------------|------------------|
| Profit on ordinary activities before tax | 1,688,549 | 3,613,811 |
| Tax calculated at Irish tax rates of 12.5% (2022: 12.5%) | 211,069 | 451,726 |
| Effects of: | | |
| Non deductible expenses | 290,854 | 24,609 |
| Income taxed at higher rates | (462,354) | (134,448) |
| Deferred tax movement | 1,289,704 | 1,033,420 |
| Tax charge for year | <u>1,329,273</u> | <u>1,375,307</u> |

10. Profit attributable to members of the parent company

In accordance with section 304 of the Companies Act 2014 a separate Income Statement for the company has not been presented in these financial statements. The loss dealt with in the financial statements of the parent company was €50,694 (2022 - €333,509).

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

11. Intangible assets
Group

| | Advances For IP € | IP Software € | Other IA € | IP Trademark € | Goodwill € | Total € |
|---------------------------|-------------------------|------------------|---------------|-------------------|-------------------|-------------------|
| Cost | | | | | | |
| At 1 January 2023 | 348,492 | 7,334,175 | 16,189 | 437,764 | 19,741,996 | 27,878,616 |
| Additions | 1,687,976 | 1,938,710 | 2,152 | - | - | 3,628,838 |
| FX movement | 26,851 | 481,022 | (10,039) | - | 60,572 | 558,406 |
| Disposals | (338,003) | - | - | - | - | (338,003) |
| At 31 December 2023 | <u>1,725,316</u> | <u>9,753,907</u> | <u>8,302</u> | <u>437,764</u> | <u>19,802,568</u> | <u>31,727,857</u> |
| Amortisation | | | | | | |
| At 1 January 2023 | - | 3,108,173 | - | - | 2,235,184 | 5,343,357 |
| Charge for financial year | - | 1,707,304 | 7,000 | - | 1,980,284 | 3,694,588 |
| FX movement | - | 100,431 | (7,000) | - | - | 93,431 |
| Impairment loss | - | 982,348 | - | - | - | 982,348 |
| At 31 December 2023 | <u>-</u> | <u>5,898,256</u> | <u>-</u> | <u>-</u> | <u>4,215,468</u> | <u>10,113,724</u> |
| Net book value | | | | | | |
| At 31 December 2023 | <u>1,725,316</u> | <u>3,855,651</u> | <u>8,302</u> | <u>437,764</u> | <u>15,587,100</u> | <u>21,614,133</u> |
| At 31 December 2022 | <u>348,492</u> | <u>4,226,002</u> | <u>16,189</u> | <u>437,764</u> | <u>17,506,812</u> | <u>22,535,259</u> |

DCS holds software licenses as at 31 December 2023. The software licenses relate to MS Office, Enterprise Architects, MS Visio Standard, MS Project etc.

Company

| | IP Trademark € | Total € |
|-----------------------|-------------------|----------------|
| Cost | | |
| At 1 January 2023 | <u>437,764</u> | <u>437,764</u> |
| At 31 December 2023 | <u>437,764</u> | <u>437,764</u> |
| Net book value | | |
| At 31 December 2023 | <u>437,764</u> | <u>437,764</u> |
| At 31 December 2022 | <u>437,764</u> | <u>437,764</u> |

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS
for the financial year ended 31 December 2023

| 12. Property, plant and equipment Group | Advances for TA | Leasehold improvement | Machinery and equipment | IT equipment | Motor vehicles | Other | Total |
|---|-----------------|-----------------------|-------------------------|--------------|----------------|-------------|-------------|
| | | | | | | | |
| Cost | | | | | | | |
| At 1 January 2023 | 59,464 | 406,835 | 5,366,390 | 16,771 | 208,455 | 896,187 | 6,954,102 |
| Additions | 115,040 | - | 7,385,983 | 5,588 | 27,140 | 1,247,191 | 8,780,942 |
| Disposals | (94,579) | (4,792) | (558,818) | (2,054) | - | (1,447,392) | (2,107,635) |
| FX exchange difference | (13,781) | (10,727) | 384,206 | (6,238) | 12,249 | 35,092 | 400,801 |
| At 31 December 2023 | 66,144 | 391,316 | 12,577,761 | 14,067 | 247,844 | 731,078 | 14,028,210 |
| Depreciation | | | | | | | |
| At 1 January 2023 | - | 66,273 | 1,336,044 | 8,539 | 72,823 | 339,231 | 1,822,910 |
| Charge for the financial year | - | 46,198 | 2,333,803 | 4,372 | 49,738 | 205,141 | 2,639,252 |
| On disposals | - | (4,610) | (257,998) | (1,954) | - | (73,267) | (337,829) |
| FX exchange difference | - | (7,803) | 191,798 | (5,447) | 4,584 | 24,978 | 208,110 |
| Impairment loss | - | - | - | - | - | - | - |
| At 31 December 2023 | - | 100,058 | 3,603,647 | 5,510 | 127,145 | 496,083 | 4,332,443 |
| Net book value | | | | | | | |
| At 31 December 2023 | 66,144 | 291,258 | 8,974,114 | 8,557 | 120,699 | 234,995 | 9,695,767 |
| At 31 December 2022 | 59,464 | 340,562 | 4,030,346 | 8,232 | 135,632 | 556,956 | 5,131,193 |

continued

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

12. Property, plant and equipment (continued)

Company

| | Fixtures, fittings and equipment € | Total € |
|-------------------------------|---|--------------------|
| Cost | | |
| At 1 January 2023 | 3,908 | 3,908 |
| | <hr/> | <hr/> |
| At 31 December 2023 | 3,908 | 3,908 |
| | <hr/> | <hr/> |
| Depreciation | | |
| At 1 January 2023 | 3,596 | 3,596 |
| Charge for the financial year | 312 | 312 |
| | <hr/> | <hr/> |
| At 31 December 2023 | 3,908 | 3,908 |
| | <hr/> | <hr/> |
| Net book value | | |
| At 31 December 2023 | - | - |
| | <hr/> | <hr/> |
| At 31 December 2022 | 312 | 312 |
| | <hr/> | <hr/> |

continued

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

| | | | |
|--|---------------------|-----------------------|-------------------|
| 13. Financial fixed assets | | | |
| Group | | 2023 | 2022 |
| | | € | € |
| Loans to third parties | | 234,056 | 799,317 |
| Investments in joint ventures | | 2,484 | 57,371 |
| | | <u>236,540</u> | <u>856,688</u> |
| Joint ventures | | | |
| At 1 January 2023 | | | 57,371 |
| Movement arising on conversion | | | (217) |
| Share of loss retained by joint ventures | | | (54,670) |
| | | | <u>2,484</u> |
| At 31 December 2023 | | | <u>2,484</u> |
| | | | |
| Company | Subsidiary | Participating | Total |
| | undertakings | interests/ | |
| | shares | joint ventures | |
| | | shares | |
| Investments | € | € | € |
| Cost at 1 January 2023 | | | |
| At 31 December 2023 | <u>21,533,276</u> | <u>261</u> | <u>21,533,537</u> |
| Net book value | | | |
| At 31 December 2023 | <u>21,533,276</u> | <u>261</u> | <u>21,533,537</u> |
| At 31 December 2022 | 21,533,276 | 261 | 21,533,537 |
| | | | |
| 14. Inventories | | | |
| Group | | 2023 | 2022 |
| | | € | € |
| Components | | 1,271,431 | 413,689 |
| Finished goods and goods for resale | | 3,996,969 | 2,542,429 |
| Consumables | | 25,548 | 13,801 |
| | | <u>5,293,948</u> | <u>2,969,919</u> |

The replacement cost of stock did not differ significantly from the figures shown.

continued

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

| | | |
|--|-------------------|-------------|
| 15. Receivables | | |
| | 2023 | 2022 |
| Group | € | € |
| Trade receivables | 15,362,241 | 13,602,931 |
| Long term receivables | 1,696,070 | 2,176,699 |
| Other debtors | 1,267,031 | 1,369,412 |
| Called up share capital not paid | 1,000 | 1,000 |
| Prepayments | 1,020,353 | 2,005,452 |
| | 19,346,695 | 19,155,494 |
| Company | | |
| Amounts owed by related parties | 134,614 | 330,250 |
| Trade Debtors | - | 101,389 |
| Accrued Income | - | 5,838 |
| Other debtors | 11,779 | 94,504 |
| Tax debtors | 3,263 | 28,546 |
| | 149,656 | 560,527 |
| 16. Cash and cash equivalents | | |
| | 2023 | 2022 |
| Group | € | € |
| Cash and bank balances | 2,656,571 | 1,269,278 |
| Cash equivalents | 10 | 819,860 |
| | 2,656,581 | 2,089,138 |
| Company | | |
| Cash and bank balances | 15,555 | 21,847 |
| 17. Payables | | |
| Amounts falling due within one year | 2023 | 2022 |
| | € | € |
| Group | | |
| Short term loans and overdrafts | 9,699,804 | 6,501,232 |
| Trade payables | 10,182,534 | 8,587,446 |
| Taxation | 995,025 | 1,034,150 |
| Other creditors | 2,403,072 | 2,046,684 |
| Accruals | 331,579 | 2,735,280 |
| Deferred tax liability | 3,377,468 | 1,447,863 |
| | 26,989,482 | 22,352,655 |

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

17. Payables (continued)

Trade and other creditors are payable at various dates in accordance with suppliers' usual and customary credit terms.

Amounts owed to group undertakings are interest free and payable on demand.

| Amounts falling due within one year | 2023 | 2022 |
|--|---------------|----------------|
| | € | € |
| Company | | |
| Trade payables | 4,855 | 8,782 |
| Amounts owed to group undertakings | - | 354,424 |
| Taxation | 6,581 | 7,387 |
| Other creditors | - | 1,460 |
| Accruals | 33,522 | 51,250 |
| | <u>44,958</u> | <u>423,303</u> |

Trade and other creditors are payable at various dates in accordance with suppliers' usual and customary credit terms.

Amounts owed to group undertakings are interest free and payable on demand

18. Payables

| Amounts falling due after more than one year | 2023 | 2022 |
|---|-------------------|-------------------|
| | € | € |
| Group | | |
| Long term loans and provisions | 810,920 | 743,996 |
| Long term credits and loans | 6,417,391 | 3,767,657 |
| Amounts owed to related parties | - | 600,502 |
| | <u>7,228,311</u> | <u>5,112,155</u> |
| Loans | | |
| Short term loans and overdrafts | 9,699,804 | 6,501,232 |
| Long term loans and provisions | 7,228,311 | 4,511,653 |
| | <u>16,928,115</u> | <u>11,012,885</u> |
| Amounts falling due after more than one year | 2023 | 2022 |
| Company | | |
| Amounts owed to group undertakings | 1,795,066 | - |
| Amounts owed to related parties | - | 600,502 |
| | <u>1,795,066</u> | <u>600,502</u> |

continued

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

19. Deferred Tax

Consolidated

| | 2023 € | 2022 € |
|---|------------------|----------------|
| Deferred Tax Asset | | |
| At 1 January | 495,202 | 1,528,622 |
| Additions | 232,290 | 414,443 |
| Deductions | (1,521,994) | (1,447,863) |
| At 31 December | <u>(794,502)</u> | <u>495,202</u> |
| Net book values | | |
| At 31 December | (794,502) | 495,202 |
| The provision for deferred taxation is made up as follows: | | |
| Deferred tax asset | 2,582,966 | 1,943,065 |
| Deferred tax liability | (3,377,468) | (1,447,863) |
| At 31 December | <u>(794,502)</u> | <u>495,202</u> |

20. Financial Instruments

| | 2023 € | 2022 € |
|--|--------------------|--------------------|
| Financial assets that are debt instruments measured at amortised cost | | |
| Trade debtors | 15,362,241 | 13,602,931 |
| Cash at bank and in hand | <u>2,656,571</u> | <u>1,269,278</u> |
| Financial assets that are equity instruments measured at cost less impairment | | |
| Unlisted fixed asset investments | <u>2,484</u> | <u>57,371</u> |
| Financial liabilities at amortised cost | | |
| Trade creditors | (10,182,534) | (8,587,446) |
| Bank and other loans | (9,699,804) | (6,501,232) |
| Long term loans and provisions | <u>(7,288,311)</u> | <u>(5,112,155)</u> |

21. Share capital

| Description | Number of Shares | Value of units | 2023 € | 2022 € |
|-----------------------------|---------------------|-------------------|--------------------|--------------------|
| Authorised | | | | |
| €1 Ordinary Shares | 100,000,000 | €1.00 each | <u>100,000,000</u> | <u>100,000,000</u> |
| Issued share capital | | | | |
| €1 Ordinary Shares | 1,000 | €1.00 each | <u>1,000</u> | <u>1,000</u> |

No director or the secretary had an interest in the share capital of the company at any time during the financial year.

Digital Care Asset Holdings Limited and subsidiaries
NOTES TO THE FINANCIAL STATEMENTS

for the financial year ended 31 December 2023

22. Capital commitments
Group

The group had no material capital commitments at the financial year-ended 31 December 2023.

Company

The company had no material capital commitments at the financial year-ended 31 December 2023.

23. Contingent liabilities

The Group is party to a services agreement in the capacity of guarantor between DCS and TU Europa. As guarantor the Group provides assurance to TU Europa that the payments to be made for the costs and service fees will be transacted in accordance with the terms of the services agreement and the Company provides protection against any loss in respect thereof (in whole or in part).

At the year end, the Board of Directors are not aware of Group companies that do not have the ability to meet their financial obligations in relation to the services agreements. Accordingly, the Company has not recorded any liability in relation to these agreements for the financial year ended 31 December 2023.

The Company is not aware of any contingent liability for the financial year ended 31 December 2023 (2022: nil).

24. Related party transactions

The company trades with other group companies on a regular basis and the group companies recharge income and expenses. It is the opinion of the Directors that all transactions are conducted on an arms length basis.

The company and group have availed of the exemption under FRS 102 in relation to the disclosure of transactions with wholly owned subsidiary companies.

Key management personnel compensation:

Key management includes the Board of Directors (executive and non-executive). The compensation paid or payable to key management for employee services is shown below:

| | 2023 | 2022 |
|---|---------|---------|
| Salaries and other short-term employee benefits | 210,726 | 209,796 |

25. Events After the End of the Reporting Period

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

26. Parent and ultimate parent company

The company regards Bolttech Holdings (Europe) SARL as its parent company. Bolttech Holdings (Europe) SARL is a limited company incorporated in Luxembourg. The ultimate parent of the company is Bolttech Holdings Limited, a company registered in the Cayman Islands.

27. The financial statements were approved and authorised for issue by the board of directors on 26 March 2026 and were signed on its behalf on that date.