

Company registration number: 755239

**MAB FUNDING
DESIGNATED ACTIVITY COMPANY
FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD FROM
08 JANUARY 2024 (DATE OF INCORPORATION)
TO 31 DECEMBER 2024**

MAB FUNDING DESIGNATED ACTIVITY COMPANY

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MAB FUNDING DESIGNATED ACTIVITY COMPANY

DIRECTORS AND OTHER INFORMATION

Directors	Kate Macken (appointed 08 January 2024) John Paul Maguire (appointed 08 January 2024) David McGuinness (appointed 27 March 2024, retired 15 April 2024)
Company Secretary	MFD SECRETARIES LIMITED 32 Molesworth Street Dublin 2 Ireland
Registered Number	755239
Registered office	32 Molesworth Street Dublin 2 Ireland
Independent auditor	Crowe Ireland Chartered Accountants and Statutory Audit Firm 40 Mespil Road Dublin 4 Ireland
Bankers	Alpha FX Europe Limited 171, Old Bakery Street Valletta VLT 1455 Malta
Solicitors	Maples and Calder 75 St. Stephen's Green Dublin 2 Ireland
Corporate administrator	Maples Fiduciary Services (Ireland) Limited 32 Molesworth Street Dublin 2 Ireland

MAB FUNDING DESIGNATED ACTIVITY COMPANY

DIRECTORS' REPORT

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

The Directors present the Directors' report and audited financial statements of MAB Funding Designated Activity Company (the "Company") for the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024.

These financial statements are presented in United States Dollars ("USD"), the functional currency of the Company.

Principal Activities, Business Review and Future Developments

The Company was incorporated in Republic of Ireland on 08 January 2024 as a special purpose company. The Company is a special purpose company whose principal activity is the purchasing, leasing and disposal of aircraft.

The Company acquired 4 not in use aircraft with serial numbers MSN 1056, MSN 1057, MSN 1061, MSN 1080 in May 2024 which are in the process of being brought to service with a view to sale once operational.

To finance the acquisition of the aircraft, the company issued a Profit Participating Note (the "PPN") which was subscribed for by MAB SS Holding Designated Activity Company under which the Company can issue up to USD 75,000,000 profit participating notes due in 2044.

Principal Risks and Uncertainties

The Company, in the course of its business activities, is exposed to various risks including credit risk, market risk, liquidity risk and operational risk.

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument held by the Company fails to meet its contractual obligations. Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holding of financial instruments.

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.

Operational risk is the risk of indirect or direct loss arising from a wide variety of causes associated with the Company's operations. The Company's objective is to manage operational risk and does so primarily by outsourcing all administration functions to a professional service provider. The Company was incorporated with the purpose of engaging in those activities outlined in the Directors' Report. Corporate administration functions are outsourced to Maples Fiduciary Services (Ireland) Limited.

The Board of Directors ensures that risks are identified and managed in accordance with the objectives of the organisation. The aforementioned risks are discussed in more detail in note 14 of the Financial Statements.

Going Concern

The Company's financial statements are prepared as a going concern basis. The Directors believe the company has the ability to pay its debts as they fall due. The company has a subscription agreement with MAB SS Holding Designated Activity Company where the Company can issue up to USD 75,000,000 profit participating notes due in 2044. Should there be insufficient cash flows within the company to pay its debts as they fall due then the company can issue additional notes.

Key Performance Indicators

During the financial period:

- The Company made a loss after tax of USD 1,011,525.

Results for the Financial Period and Dividends

The results of the Company for the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024 are set out in the Statement of Comprehensive Income on page 8 and in the Statement of Financial Position on page 9. The loss on ordinary activities for the period before taxation amounted to USD 1,011,525. Shareholders' deficit at 31 December 2024 amounted to USD 1,011,524. The Directors did not declare any dividends during the financial period.

MAB FUNDING DESIGNATED ACTIVITY COMPANY

DIRECTORS' REPORT (CONTINUED)

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

Directors and Secretary and their Interests

The names of the persons who were Directors at any time during the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024 are set out on page 1. In accordance with the Articles of Association the Directors are not required to retire by rotation.

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 2024 do not have any direct or beneficial interest in the shares and debentures of the Company, or any group company at that date or at any time during the financial period.

Transactions Involving Directors

There were no loans advanced to the Directors at any time during the financial period. 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 period.

Political Contributions

The Company made no political donations during the financial period.

Accounting Records

The Directors are responsible for ensuring that the Company keeps proper books and accounting records, as outlined in Section 281 of the Companies Act 2014. 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 of the Companies Act 2014, are complied with. The books of account of the Company are maintained at 32 Molesworth Street, Dublin 2, Ireland.

Statement on 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.

Events after the end of the Reporting Date


Post year end, two aircraft were put on a short lease while a sale was pursued. In December 2025, two aircraft were sold. The company performed a redemption on the PPN of USD 40,245,813.


There have been no other significant events subsequent to the financial period end that would require adjustment or disclosure in these financial statements.

Auditors

Crowe Ireland were appointed as the first auditors of the Company and, being eligible, they have signified their willingness to continue in office in accordance with section 383(2) of the Companies Act 2014.

This report was approved by the board on 16 March 2026 and signed on its behalf.


Kate Macken
Director


John Paul Maguire
Director

MAB FUNDING DESIGNATED ACTIVITY COMPANY

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE
DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

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

Irish company law requires the Directors to prepare the financial statements for each financial year. Under the law, the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and as applied in accordance with the Companies Act 2014.

Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company as at the financial year end date, of the profit or loss of the company for that financial year and otherwise comply with the Companies Act 2014.

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

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

The Directors are responsible for ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and Directors' report comply with the Companies Act 2014 and enable the financial statements to be audited. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.


Kate Macken
Director


John Paul Maguire
Director

Date: 16 March 2026



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Ireland
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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAB FUNDING DAC

Report on the audit of the financial statements

Opinion

We have audited the financial statements of MAB Funding DAC ('the Company') for the period ended 31 December 2024, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Cash Flow Statement and notes to the financial statements, including the summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is Irish Law and International Financial Reporting Standards as adopted by the European Union.

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 2024 and of its loss for the period then ended;
- have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the Auditors' 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 for Auditors (Ireland) issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter: Going concern

Without qualifying our opinion, we have considered the adequacy of disclosures made in notes 1 concerning the company's ability to continue as a going concern. The financial statements have been prepared on a going concern basis, the validity of which depends upon the company's ability to issue further profit participating notes to fund insufficient cash flows in the unlikely event of these insufficient cash flows arising. The financial statements do not include any adjustments that would result if this facility was not available.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAB FUNDING DAC (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the Director's Report other than the financial statements and our Auditors' 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.

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2014

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 the Companies Act 2014

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 financial statements are in agreement with the accounting records.

Matters on which we are required to report by exception

Based on the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

The Companies Act 2014 requires us to report to you if, in our opinion, the 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.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAB FUNDING DAC (continued)

Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement, 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 they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the IAASA's website at: [http://www.iaasa.ie/Publications/ISA-700-\(Ireland\)](http://www.iaasa.ie/Publications/ISA-700-(Ireland)). This description forms part of our auditors' report.

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 Auditors' 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.

Signed by: 
Roseanna O'Hanlon

For and on behalf of

Crowe Ireland
Chartered Accountants and Statutory Audit Firm
40 Mespil Road
Dublin 4
D04 C2N4

Date: 16/3/2026

MAB FUNDING DESIGNATED ACTIVITY COMPANY

STATEMENT OF COMPREHENSIVE INCOME

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

	Note	USD
Income		-
		<u>-</u>
Expenses		
Other expenses	3	(1,011,525)
		<u>(1,011,525)</u>
Net loss before taxation		(1,011,525)
Taxation	6	-
		<u>-</u>
Net loss for the period		(1,011,525)
Other comprehensive income		-
		<u>-</u>
Total comprehensive loss for the period		<u>(1,011,525)</u>

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

The accompanying notes form an integral part of these financial statements.

MAB FUNDING DESIGNATED ACTIVITY COMPANY

STATEMENT OF FINANCIAL POSITION
As at 31 December 2024

	Note	2024 USD
Non-current assets		
Aircraft	7	54,642,717
Total non-current assets		54,642,717
Current Assets		
Cash	9	109,096
Other receivables	8	9,478,913
Total current assets		9,588,009
Total assets		64,230,726
Equity		
Share capital	12	1
Loss for the period		(1,011,525)
Total Equity		(1,011,524)
Liabilities		
Non-current liabilities		
Intercompany loans payable	10	64,511,214
Total non-current liabilities		64,511,214
Current liabilities		
Other liabilities	11	731,036
Total current liabilities		731,036
Total liabilities		65,242,250
Total liabilities and equity		64,230,726

The accompanying notes form an integral part of these financial statements.

On behalf of the board:


Kate Macken
Director


John Paul Maguire
Director

Date: 16 March 2026

MAB FUNDING DESIGNATED ACTIVITY COMPANY

STATEMENT OF CHANGES IN EQUITY

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

	Called up share capital USD	Retained deficit USD	Total equity USD
Balance as at 08 January 2024	-	-	-
Comprehensive loss for the period			
Issued on incorporation	1	-	1
Loss for the period	-	(1,011,525)	(1,011,525)
At 31 December 2024	<u>1</u>	<u>(1,011,525)</u>	<u>(1,011,524)</u>

All equity is attributable to the holders of the Company.

The accompanying notes form an integral part of these financial statements.

MAB FUNDING DESIGNATED ACTIVITY COMPANY**STATEMENT OF CASH FLOWS****For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024**

	Note	USD
Cash flows from operating activities		
Loss before tax		(1,011,525)
Adjustments for:		
Increase in other current liabilities	11	731,036
Increase in other receivables	8	<u>(9,478,913)</u>
Net cash outflows from operations		<u>(9,759,402)</u>
Cash flows from financing activities		
Issue of share capital	12	1
Acquisition of aircraft	7	(46,769,823)
Capital expenditure	7	(7,872,894)
Increase in intercompany loans payable	10	<u>64,511,214</u>
Net cash inflows from financing activities		<u>9,868,498</u>
Net increase in cash and equivalents		109,096
Cash and cash equivalents at the beginning of the year		<u>-</u>
Cash and cash equivalents at the end of the year		<u>109,096</u>

The accompanying notes form an integral part of these financial statements.

MAB FUNDING DESIGNATED ACTIVITY COMPANY**NOTES TO THE FINANCIAL STATEMENTS****For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024**

The Company was incorporated on 08 January 2024 with a Company registration number 755239. The company is a special purpose company with limited liability and qualifies for the regime contained in Section 110 of the Irish Taxes Consolidation Act, 1997 (TCA). This provides that a qualifying company will be liable to corporation tax at the rate of 25% under Case III of Schedule D in respect of taxable profits.

The principal activity of the Company is the purchasing, leasing and disposal of aircraft.

1. Basis of preparation and measurement

The financial statements have been prepared on the historical cost basis.

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

The Directors believe the company has the ability to pay its debts as they fall due. The company has a subscription agreement with MAB SS Holding Designated Activity Company where the Company can issue up to USD 75,000,000 profit participating notes due in 2044. Should there be insufficient cash flows within the company to pay its debts as they fall due then the company can issue additional notes.

2. Accounting policies

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

Statement of compliance

The financial statements have been prepared in accordance with IFRS as adopted by the EU and also in accordance with the relevant requirements of the Companies Act 2014.

The Directors confirm the Company has fully complied with all aspects of the Companies Act 2014.

Functional currency presentation

These financial statements are presented in USD, the functional currency of the Company.

Critical accounting estimates and judgements

The preparation of the financial statements in conformity with IFRS 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.

New standards, amendments or interpretations

The Directors have reviewed those standards and interpretation that are issued but not yet effective up to the date of issuance of the Company's financial statements and those new standards which are effective for financial years beginning on or after 31 December 2021 and assessed that none of those new standards and interpretations will have an impact to the Company's financial statements.

Foreign currency

The financial statements are prepared in USD and accordingly foreign currency transactions are translated at the spot rate of exchange on the day the transaction occurs.

Monetary assets and liabilities denominated in currencies other than USD are translated into USD at exchange rates prevailing at the end of the reporting period. Non-monetary assets are stated at cost based on the exchange rate prevailing at the date of acquisition of the asset. All exchange differences are included in operating income.

MAB FUNDING DESIGNATED ACTIVITY COMPANY

NOTES TO THE FINANCIAL STATEMENTS

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

2. Accounting policies (continued)

Lease revenue

The Company intends to lease the aircraft under an operating lease and lease rental revenue will be recognised on a straight line basis over the lease term of the aircraft.

Operating expenses

The operating expenses of the Company are recognised in the financial statements on an accruals basis.

Interest expense

Interest on the PPN is recognised in line with the PPN agreement. The amount of Interest accrued in respect of any Accrual Period shall be either an amount equal to the Available Amount if greater than zero, Or, zero if the Available Amount is equal to or less than zero. For interest that has been incurred but unpaid at the end of the year, an accrual is recorded. Accrual period is considered the annual accounting period of the Company as issuer.

Available Amount shall mean with respect to any Accrual Period (a) all income and gains earned by the Issuer less (i) any losses suffered by the Issuer for the Accrual Period, (ii) the sum of all operating expenses and costs, including any fees payable under the Services Agreement (other than the accrual of the Interest) of the Issuer accrued in that Accrual Period (iii) any Carry Forward Losses (as defined below) and (iv) an amount of \$250 of income and realised gains which shall be retained by the Issuer in respect of that Accrual Period, and (b) to the extent not included in the foregoing, the taxable profits (before deduction of any amount due to Security Holders pursuant to the Securities, but excluding the amount of \$250 in each Accrual Period provided for in (iv)) of the Issuer relevant to that Accrual Period as computed under accounting standards applicable to the Issuer for Irish tax purposes.

Aircraft

All aircraft owned by the Company are accounted for at cost less impairment. The costs of the assets are made up of the purchase price of the assets plus any costs directly attributable to bringing the assets into working condition for its intended use.

Impairment of the asset is recognised in accordance with IAS 36, Impairment of Assets, which stipulates that the recoverable amount of an asset is measured whenever there is an indication that the asset is impaired. An assessment of impairment is undertaken by the Company at each reporting date. Generally, impairment exists if the recoverable amount of an asset is less than its carrying amount as reflected in the Company's Statement of Financial Position. In considering whether an impairment exists the Company uses inputs for current market values from third party appraisers for assessing current market value. During the first year of ownership the aircraft is considered to have a market value equal to its purchase price and hence no impairment is recorded in year 1. From year 2 onwards the Company assesses the aircraft for impairment.

Taxation

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the Statement of Comprehensive Income except to the extent that it relates to items recognised directly in equity, in which case it is recognised as Other Comprehensive Income.

Current tax is the expected tax payable on the taxable income for the year, using the tax rates applicable to the Company's activities enacted or substantially enacted at the Statement of Financial Position date, and any adjustments to tax payable in respect of previous years.

Deferred tax is recognised in respect of all temporary differences that have originated but not reversed at the end of the reporting year where transactions or events have occurred at that date that will result in an obligation to pay more or right to pay less tax. Provision is made at the rates expected to apply when the timing differences reverse based on legislation substantively enacted at the end of the reporting year. Temporary differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in taxable profits in years different from those in which they are recognised in the financial statements.

MAB FUNDING DESIGNATED ACTIVITY COMPANY**NOTES TO THE FINANCIAL STATEMENTS****For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024****2. Accounting policies (continued)****Taxation (continued)**

Temporary differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in taxable profits in years different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying temporary differences can be deducted.

Financial instruments*Classification*

IFRS 9 establishes specific categories into which all financial assets and liabilities must be classified. The classification of financial instruments dictates how these assets and liabilities are subsequently measured in the financial statements. There are three categories of financial assets: at amortised cost, at fair value through profit or loss, at fair value through other comprehensive incomes. There are two categories of financial liabilities: at fair value through profit or loss and other liabilities.

The financial instruments held or issued by the Company include the following:

- Cash and cash equivalents;
- Loans Payable
- Debt securities held at amortised cost;
- Non-derivative financial instruments; and
- Share capital.

Cash and cash equivalents

Cash and cash equivalents represent cash held at credit institutions with the original maturity of these amounts being less than three months and which are subject to insignificant risk in changes to fair value.

Debt securities issued - amortised cost

Debt securities issued are non-derivative financial liabilities and are classified as other liabilities and measured at amortised cost under the effective interest rate method.

Non-derivative financial instruments

Non-derivative financial instruments comprise trade and other receivables, taxes payable, accrued interest payable, and trade and other liabilities. Such instruments are recognised at amortised cost plus any directly attributable transaction costs. Trade and other receivables are short term in nature and do not contain a significant financing component.

Other non-derivative financial instruments are held at amortised cost.

Recognition

The Company initially recognises all financial assets and liabilities on the trade date at which the Company becomes a party to the contractual provisions of the instruments.

Impairment

IFRS 9 allows an entity to use a simplified "provision matrix" for calculating expected losses for trade receivables. The provision matrix is based on an entity's historical default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates.

The Company only holds trade receivables with no financing component and which have maturities of less than 12 months.

MAB FUNDING DESIGNATED ACTIVITY COMPANY

NOTES TO THE FINANCIAL STATEMENTS

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

2. Accounting policies (continued)

Financial instruments (continued)

Classification (continued)

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire or it transfers the rights 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 transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability. The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

3. General and administration expenses

	FINANCIAL PERIOD FROM 08 JANUARY 2024 TO 31 DECEMBER 2024 USD
Accounting services	14,190
Legal, notary & compliance fees	438,780
Valuation fees	5,250
Bank fees	3,198
Foreign exchange loss	550,107
	<u>1,011,525</u>

4. Finance expense

	FINANCIAL PERIOD FROM 08 JANUARY 2024 TO 31 DECEMBER 2024 USD
Interest expense on loans	-
	<u>-</u>

Interest on the PPN is recognised in line with the PPN agreement. The amount of Interest accrued in respect of any Accrual Period shall be either an amount equal to the Available Amount if greater than zero, or, zero if the Available Amount is equal to or less than zero. Accrual period is considered the annual accounting period of the Company as issuer.

Available Amount shall mean with respect to any Accrual Period (a) all income and gains earned by the Issuer less (i) any losses suffered by the Issuer for the Accrual Period, (ii) the sum of all operating expenses and costs, including any fees payable under the Services Agreement (other than the accrual of the Interest) of the Issuer accrued in that Accrual Period (iii) any Carry Forward Losses (as defined below) and (iv) an amount of \$250 of income and realised gains which shall be retained by the Issuer in respect of that Accrual Period, and (b) to the extent not included in the foregoing, the taxable profits (before deduction of any amount due to Security Holders pursuant to the Securities, but excluding the amount of \$250 in each Accrual Period provided for in (iv)) of the Issuer relevant to that Accrual Period as computed under accounting standards applicable to the Issuer for Irish tax purposes.

MAB FUNDING DESIGNATED ACTIVITY COMPANY

NOTES TO THE FINANCIAL STATEMENTS

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

5. Statutory and other information

**FINANCIAL PERIOD
FROM 08 JANUARY 2024
TO 31 DECEMBER 2024
USD**

Depreciation	-
Audit remuneration	
Audit fees (inclusive of VAT)	14,190
	<u>14,190</u>

The Company had no employees during the period. Maples Fiduciary Services (Ireland) Limited (the “Corporate Administrator”) acts as a corporate administrator to the Company. The fee in the current period was USD 17,640. Kate Macken and John Paul Maguire, as employees of the Corporate Administrator, had an interest in these fees in their capacity as directors. Pursuant to Section 305A(1)(a) of the Companies Act 2014 (as amended), the Corporate Administrator received USD 9,484 as consideration for the making available of individuals to act as directors of the Company.

6. Taxation

(a) Analysis of tax charge for the period

**FINANCIAL PERIOD
FROM 08 JANUARY 2024
TO 31 DECEMBER 2024
USD**

Loss on ordinary activities before taxation	(1,011,525)
Corporation tax rate	25%
Corporation tax	<u>(252,881)</u>
Effect of:	
Losses on which deferred tax is not recognised	<u>252,881</u>
	-

(b) Circumstances affecting current and future tax charges

To the extent losses are incurred, these can be carried forward. The corporation tax rate is expected to remain at its current rate of 25% in accordance with Section 110 of the Taxes Consolidation Act, 1997.

(c) 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. No deferred tax has been recognized due to the uncertainty around sufficient future available profits to utilize the losses against.

MAB FUNDING DESIGNATED ACTIVITY COMPANY**NOTES TO THE FINANCIAL STATEMENTS****For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024****7. Aircraft**

During the period ended 31 December 2024, the Company acquired the beneficial interest in 4 Canadair CL-215T Amphibious Aircraft ("Super Scoopers") with serial numbers MSN 1056, MSN 1057, MSN 1061, MSN 1080.

These aircraft were not operational as at 31 December 2024 and were held in storage. As the aircraft were not in use and were in the process of being converted, no depreciation has been recognised.

In line with IAS 16 – Property, Plant and Equipment, the Company initially recognised the aircraft as an asset at cost, plus related costs associated with the purchase of the aircraft which are capitalised as a component of the cost of the relevant aircraft asset and are depreciated over the useful life of the aircraft to its residual value.

The carrying values of the aircraft are set out below.

	FINANCIAL PERIOD FROM 08 JANUARY 2024 TO 31 DECEMBER 2024 USD
Cost:	
At beginning of the period	
Acquisition during the period	46,769,823
Capital expenditure	<u>7,872,894</u>
Balance at end of the period	54,642,717
Accumulated depreciation:	
At the start of the period	-
Depreciation during the period	<u>-</u>
At the end of the period	-
Net book value at end of the period	<u><u>54,642,717</u></u>

8. Other receivables

	FINANCIAL PERIOD FROM 08 JANUARY 2024 TO 31 DECEMBER 2024 USD
Intercompany receivable	1
VAT receivable	<u>9,478,912</u>
	<u><u>9,478,913</u></u>

MAB Funding Designated Activity Company holds an intercompany receivable of USD 1 relating to the acquisition of shareholding in the company by MAB SS Holding Designated Activity Company.

MAB FUNDING DESIGNATED ACTIVITY COMPANY

NOTES TO THE FINANCIAL STATEMENTS

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

9. Cash and cash equivalents

**FINANCIAL PERIOD
FROM 08 JANUARY 2024
TO 31 DECEMBER 2024
USD**

Cash	109,096
	<u>109,096</u>

All cash is held with Alpha FX Europe Limited. The S&P credit ratings of Alpha FX Europe Limited is A+.

10. Debt securities issued - amortised cost

Debt securities issued comprise of profit participating notes issued to MAB SS Holding Designated Activity Company due in 2044.

**AS AT 31 DECEMBER 2024
USD**

Debt securities issued – amortised cost	64,511,214
	<u>64,511,214</u>

Principal repayments of the loan are as follows:

**AS AT 31 DECEMBER 2024
USD**

Within one year	-
Greater than one year	64,511,214
Total	<u>64,511,214</u>

**AS AT 31 DECEMBER 2024
USD**

At beginning of the period	-
Additions during the period	64,511,214
Repayments during the period	-
At end of the period	<u>64,511,214</u>

11. Other liabilities

**AS AT 31 DECEMBER 2024
USD**

Accruals	424,399
Accounts Payable	306,637
	<u>731,036</u>

MAB FUNDING DESIGNATED ACTIVITY COMPANY

NOTES TO THE FINANCIAL STATEMENTS

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

12. Share capital

**AS AT 31 DECEMBER 2024
USD**

Allotted, called up and fully paid 1 ordinary share of EUR1.00 each	1
	<u>1</u>

13. Related parties

MAB SS Holding Designated Activity Company are the sole shareholder with 1 USD share capital.

MAB Funding Designated Activity Company also holds an intercompany receivable of USD 1 relating to the acquisition of shareholding in the company by MAB SS Holding Designated Activity Company.

There were no other related party transactions during the period.

14. Financial risk management

The Company has exposure to the following risks:

- Credit risk
- Market risk
- Liquidity risk

a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The Company operates as a supplier to airlines, although the aircraft owned by the Company are not currently under lease. The airline industry is cyclical, economically sensitive and highly competitive. The Company's ability to succeed is dependent on the financial strength of potential lessees and their ability to react to and cope with the volatile competitive environment in which they operate. If a lessee experience financial difficulties this may result in defaults or the early termination of the lease.

The Directors mitigate this risk by putting in place appropriate settlement conditions in the event of default or early termination of the lease by the Lessee, which would be detailed in the lease agreement.

The maximum exposure of the Company's financial assets to credit risk is as follows:

**AS AT 31 DECEMBER 2024
USD**

VAT receivable	9,478,912
Cash and cash equivalents	109,096
Shares in affiliated undertakings	1
	<u>9,588,009</u>

MAB FUNDING DESIGNATED ACTIVITY COMPANY**NOTES TO THE FINANCIAL STATEMENTS****For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024****14. Financial risk management (continued)****b) Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holding of financial instruments.

The Company is highly dependent upon the continuing financial strength of the commercial airline industry. Although the aircraft is not currently on lease, a significant deterioration in this sector could adversely affect the Company through a reduced demand for aircraft in the fleet and/or reduced market rates, higher incidences of lessee default and aircraft on ground all of which may require that the carrying value of aircraft be materially reduced.

Currency risk

The functional currency of the aviation industry is predominantly USD. The Company manages its exposure to currency risk by effectively matching its lease revenue and its loan expenses to the functional currency.

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company manages its exposure to currency risk by effectively matching its foreign currency assets and liabilities. The Company's exposure to currency risk as at financial period end is not significant.

Interest risk

Interest rate risk is the risk that the fair value or future cash flows of its financial instruments will fluctuate as a result of changes in market interest rates. The Company only has PPNs as interest bearing liabilities which only pay out interest to the extent that income has been generated.

The Company's exposure to interest rate risk as 31 December 2024 is not considered significant.

The interest rate profile and fair values of the Company's financial assets and liabilities at 31 December 2024 was:

Financial assets	Fixed rate	Floating rate	Assets on which no interest is paid	Total book value	Fair value
	USD	USD	USD	USD	USD
Other receivables	-	-	9,478,913	9,478,913	9,478,913
Cash and cash equivalents	-	109,096	-	109,096	109,096
	-	109,096	9,478,913	9,588,009	9,588,009

Financial liabilities	Fixed rate	Floating rate	Assets on which no interest is paid	Total book value	Fair value
	USD	USD	USD	USD	USD
Intercompany loans payable	-	64,511,214	-	64,511,214	64,511,214
Other liabilities	-	-	731,036	731,036	731,036
	-	64,511,214	731,036	65,242,250	65,242,250

The Directors believe that the carrying value of the debt securities is the same as the fair value of the loans as at the Statement of Financial Position date as the credit ratings of the lenders and the prevailing ratings available are on an equivalent basis to those available at draw down.

MAB FUNDING DESIGNATED ACTIVITY COMPANY**NOTES TO THE FINANCIAL STATEMENTS****For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024****14. Financial risk management (continued)****c) Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach in managing liquidity is to seek to match the cash inflows on lease receivables with the cash outflows on debt securities.

Although the aircraft is not currently on lease, the Company bears the risk of re-leasing or selling the aircraft at the end of any future lease terms agreed. If demand for aircraft decreases or the average fleet age increases or market lease rates decrease, this could affect market value. Should this condition continue for an extended period, it could affect the market value of the aircraft and may result in an impairment charge in accordance with IAS 36, Impairment of Assets.

The Company is funding a significant part of its operations with debt financing. The ability of the Company to continue in operation will be dependent upon its continued adherence to its payment obligations and other covenant requirements under the respective loan and debt security agreements, which are dependent upon the factors outlined above.

The Company's repayment obligations under the loan agreements are limited in recourse to monies received under the terms of any aircraft lease agreements.

The Company will periodically perform reviews of its carrying values of aircraft, trade receivables and the sufficiency of accruals and provisions, substantially all of which are susceptible to the above risks and uncertainties.

The table below shows the undiscounted cash flows of the Company's financial liabilities as at 31 December 2024.

Financial liabilities	< 1 year	1 - 5 years	More than 5 years	Total contractual cash flows	Total carrying value
	USD	USD	USD	USD	USD
Intercompany loans payable	-	-	64,511,214	64,511,214	64,511,214
Other liabilities	731,036	-	-	731,036	731,036
	731,036	-	64,511,214	65,242,250	65,242,250

15. Fair value estimation

Under IFRS 13 Fair Value Measurement, the fair value of a financial asset and liability is the amount at which it could be exchanged in an arm's length transaction between informed and willing parties, other than in a forced sale or liquidation.

The Company measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

- Inputs that are quoted market prices (unadjusted) in active markets for identical instruments (Level 1).
- Inputs other than quoted prices included in Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices). The category includes instruments valued using: quoted market prices in active market for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques in which all significant inputs are directly or indirectly observable from market data (Level 2); and
- Inputs that are unobservable. This category includes all instruments for which the valuation technique includes inputs not based on observable data and the observable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments but for which significant unobservable adjustments or assumptions are required to reflect differences between the instruments. (Level 3).

MAB FUNDING DESIGNATED ACTIVITY COMPANY

NOTES TO THE FINANCIAL STATEMENTS

For the financial period from 08 January 2024 (Date of incorporation) to 31 December 2024

15. Fair value estimation (continued)

The below table shows the fair value hierarchy of the Company as at 31 December 2024:

Financial liabilities	Level 1 USD	Level 2 USD	Level 3 USD	Fair value USD
Debt securities issued – amortised cost	-	-	64,511,214	64,511,214
	-	-	64,511,214	64,511,214

The amortised cost of the debt securities issued approximates its fair value.

16. Parent and ultimate controlling party

MAB SS Holding Designated Activity Company is the registered holder of the share in issue.

The Board of Directors are responsible for the day-to-day management and administration of the Company. The Board is composed of two Directors, both of whom are employees of the Corporate Administrator.

17. Charge over assets

As at 31 December 2024 there are no charges registered on the Company's assets

18. Subsequent events

Post year end, two aircraft were put on a short lease while a sale was pursued. In December 2025, two aircraft were sold. The company performed a redemption on the PPN of USD 40,245,813.

There have been no other significant events subsequent to the financial period end that would require adjustment or disclosure in these financial statements.

19. Approval of the financial statements

The board of Directors approved these financial statements for issue on 16 March 2026.

Crowe Ireland
Chartered Accountants and Statutory Audit Firm
40 Mespil Road
Dublin 4

Dear Sirs,

Re: MAB Funding DAC

We confirm that the following representations are made on the basis of enquiries of management and staff with relevant knowledge and experience and, where appropriate, of inspection of supporting documentation sufficient to satisfy ourselves that we can properly make each of the following representations to you in connection with your audit of the company's financial statements for the period ended 31 December 2024.


1. We acknowledge as directors, our statutory responsibility for the accounts. All of the accounting records have been made available to you for the purpose of your audit and all the transactions undertaken by the companies have been properly reflected and recorded in the accounting records. All other records and related information have been made available to you and we confirm that adequate books of account are located 32 Molesworth Street, Dublin 2.
2. We confirm that the company's financial statements for the period ended 31 December 2024 and this letter have been approved at a meeting of the board of directors and that the board has authorised that the financial statements and this letter be signed on its behalf by any two directors.
3. Any expenditure included in the financial statements was properly made in connection with the carrying on of the company's business.
4. There have been no events since the balance sheet date, other than those for which amounts have been revised or events already disclosed in the financial statements, which would require either revision of the amounts included in the financial statements or disclosure in a note thereto.
5. No transactions were entered into shortly before the accounting date with the intention that they should reverse shortly after that date, so as not to present a true and fair view of the state of the affairs of the company.
6. The directors acknowledge their responsibility for the design, implementation and maintenance of internal controls to prevent and detect fraud. The directors confirm that they have assessed the risk of fraud in the company and do not consider that the financial statements are materially misstated as a result of fraud. The directors have no knowledge of any actual, alleged or suspected fraud affecting the company where such fraud could have a material effect on the financial statements.

7. We confirm that the financial statements are free of material misstatements including omissions and that significant assumptions used by the directors in making accounting estimates, including impairment assessment, PPN interest calculation assumptions and fair value considerations, are reasonable and represent our best and informed judgement.
8. The company has complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance. There have been no communications concerning non-compliance with requirements of regulatory or tax authorities with respect to any matter.
9. We are not aware of any material transactions with related parties other than as disclosed in the accounts. All related party balances arise from arm's length transactions and are recoverable/payable as stated.
10. At no time during the period has any group company had any arrangement, transaction or agreement to provide credit facilities for directors or persons connected with the directors or guaranteed or provided security for such matters. Further, at no time during the period has the company acquired or disposed of any assets, other than cash, from or to directors or persons connected with the directors or entered into any transaction or arrangement in which the director had, directly or indirectly, a material interest, other than as disclosed in the financial statements.
11. We have no plans or intentions that may materially affect the carrying value or classification of assets and liabilities reflected in the accounts.
12. The company has satisfactory title to all assets and there are no liens or encumbrances on the company's assets, except as disclosed in the financial statements. All the assets to which the company has satisfactory title are included in the financial statements. All amounts of expenditure capitalised in respect of fixed assets as detailed in the financial statements represent expenditure incurred in acquiring additional assets or improving existing assets. No expenditure capitalised is of a revenue nature. Idle or obsolete assets have been written down to their recoverable amount.
13. We have recorded or disclosed to you all liabilities, both actual and contingent.
14. We confirm that the company generated no revenue during the period.
15. We confirm that the company has complied with all conditions necessary to maintain its status as a qualifying Section 110 company.
16. There are no financial commitments of a revenue or capital nature other than those as disclosed in the accounts.
17. We confirm that the VAT receivable balance of USD 9,478,912 is fully recoverable and no provision is required.
18. Except as disclosed to you, we have no other bank or other financing facilities available.
19. We confirm that we have undertaken a review of the company's cash-flow forecast, including the assumptions used to prepare the forecast, and we are of the opinion that the company will have sufficient working capital to meet its foreseeable requirements for at least the next twelve months. We confirm that the PPN noteholder has not indicated any intention to withdraw

support. We are of the opinion that the financial statements should be prepared on a going concern basis.

20. We confirm that the fair value of the Bombardier Inc CL-215-6B11 aircraft bearing manufacturer's serial number 1056 is not less than the amount stated in the Statement of Financial Position as at 31 December 2024 of USD 13,660,679.
21. We confirm that the fair value of the Bombardier Inc CL-215-6B11 aircraft bearing manufacturer's serial number 1057 is not less than the amount stated in the Statement of Financial Position as at 31 December 2024 of USD 13,660,679.
22. We confirm that the fair value of the Bombardier Inc CL-215-6B11 aircraft bearing manufacturer's serial number 1061 is not less than the amount stated in the Statement of Financial Position as at 31 December 2024 of USD 13,660,679.
23. We confirm that the fair value of the Bombardier Inc CL-215-6B11 aircraft bearing manufacturer's serial number 1080 is not less than the amount stated in the Statement of Financial Position as at 31 December 2024 of USD 13,660,679.
24. We have calculated the 'Available Amount' under the PPN for the 2024 Accrual Period and confirm that no interest was payable or accrued. The company was in compliance with all covenants and terms of the PPN throughout the year ended 31 December 2024.
25. We confirm our compliance with the requirements of S.330 of the Companies Act 2014. We acknowledge that S.330 requires that we as the directors of the company make a statement in the directors report that each of the persons who are directors of the company at the time of the report, that in so far as they are aware there is no relevant audit information of which the company's statutory auditors are unaware and the directors have taken all steps that he or she out to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's statutory auditors are aware of that information.
26. We have reviewed the Deed Poll and Terms and Conditions of the US\$75,000,000 profit participating notes and the Subscription Agreement (each dated 8 May 2024), together with the Deed of Amendment and Restatement (Netting Agreement) dated 6 September 2024. We confirm that the profit participating notes balance of US\$64,511,214 at the balance sheet date represents the Paid-Up Amount recorded in the Register in accordance with Conditions 1.4/1.5 and reflects the partly-paid and notice mechanics set out in the PPN Documents, and is accurately stated..
27. We have reviewed and approved the late adjusting journals as set out in **Appendix 1** and confirm that we are not aware of any further material adjustments which ought to be recognised in these financial statements.

For and on behalf of the board:



Director



Director

16/03/2026

Date

Appendix 1 – Adjusting journal entries

	Statement of comprehensive income			Statement of financial position		
	Revenue	Expenses	Profit/ (Loss)	Asset	Liabilities	Equity
	Increase/ (decrease)	(Increase)/ decrease	Increase/ (decrease)	Increase/ (decrease)	(Increase)/ decrease	(Increase)/ decrease
	\$	\$	\$	\$	\$	\$
Loss per preliminary trial balance			(490,761)			
Journal to agree out aircraft costs to sale agreements	-	(225,147)	(225,147)	(225,147)	-	-
Journal to correct foreign exchange rate on Spanish VAT debtor	-	(295,617)	(295,617)	(295,617)	-	-
Loss per Statement of Comprehensive Income			(1,011,525)			