

**Company registration number: 745753**

**Magnolia Capital Limited**

**Unaudited abridged financial statements**

**for the financial year ended 31 December 2025**

# Magnolia Capital Limited

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## **Magnolia Capital Limited**

### **Directors responsibilities statement**

These abridged financial statements have been extracted, pursuant to section 353 of the Companies Act 2014, from the statutory financial statements prepared under section 290 of that Act. The following is the Directors Responsibilities Statement accompanying those financial statements.

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

Irish company law requires the directors to prepare financial statements for each financial year. Under the law, the directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company as at the financial year end date and of the profit or loss of the company for the 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 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. 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.

## Magnolia Capital Limited

### Balance sheet As at 31 December 2025

	Note	2025 €	€	2024 €	€
<b>Fixed assets</b>					
Financial assets	5	3,414,546		3,414,546	
			3,414,546		3,414,546
<b>Current assets</b>					
Cash at bank and in hand		192,796		212,971	
		192,796		212,971	
<b>Creditors: amounts falling due within one year</b>	6	(2,693,619)		(2,672,982)	
<b>Net current liabilities</b>			(2,500,823)		(2,460,011)
<b>Total assets less current liabilities</b>			913,723		954,535
<b>Net assets</b>			913,723		954,535
<b>Capital and reserves</b>					
Called up share capital presented as equity			2		2
Profit and loss account			913,721		954,533
<b>Shareholders funds</b>			913,723		954,535

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with Section 1A of FRS 102 Financial Reporting Standard applicable in the UK and Republic of Ireland'.

The notes on pages 4 to 7 form part of these abridged financial statements.

**Magnolia Capital Limited**

**Balance sheet (continued)  
As at 31 December 2025**

We, as directors of Magnolia Capital Limited state that:

- the company is availing itself of the exemption provided for by Chapter 15 of Part 6 of the Companies Act 2014;
- the company is availing itself of the exemption on the grounds that the conditions specified in section 358 of the Companies Act 2014 are satisfied;
- the shareholders of the company have not served a notice on the company under section 334(1) of the Companies Act 2014 in accordance with section 334(2);
- We acknowledge the company's obligations under the Companies Act 2014, to keep adequate accounting records and prepare financial statements which give a true and fair view of the assets, liabilities and financial position of the company at the end of its financial year and of its profit or loss for such a financial year and to otherwise comply with the provisions of Companies Act 2014 relating to financial statements so far as they are applicable to the company; and
- the company has relied on the specified exemption contained in section 352 of the Companies Act 2014; has done so on the grounds that the company is entitled to the benefit of that exemption as a small company and the abridged financial statements have been properly prepared in accordance with section 353 of the Companies Act 2014.

These abridged financial statements were approved by the board of directors on 13 March 2026 and signed on behalf of the board by:

Michelle O'Toole  
Director

Sean O'Flaherty  
Director

**The notes on pages 4 to 7 form part of these abridged financial statements.**

## Magnolia Capital Limited

### Notes to the abridged financial statements Financial year ended 31 December 2025

#### 1. Accounting policies and measurement bases

##### **Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in Euro, which is the functional currency of the entity.

##### **Taxation**

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that 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 the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

##### **Financial assets**

Financial assets are initially recorded at cost, and subsequently stated at cost less any provision for diminution in value. Listed investments are measured at fair value with changes in fair value being recognised in profit or loss.

##### **Impairment**

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

When it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

## Magnolia Capital Limited

### Notes to the abridged financial statements (continued) Financial year ended 31 December 2025

#### Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

#### 2. Staff costs

The average number of persons employed by the company during the financial year, including the directors was - (2024: 2).

The aggregate payroll costs incurred during the financial year were:

	<b>2025</b>	2024
	€	€
Wages and salaries	30,000	30,000

**Magnolia Capital Limited**

**Notes to the abridged financial statements (continued)  
Financial year ended 31 December 2025**

**3. Directors remuneration**

The directors aggregate remuneration was as follows:

	<b>2025</b>	<b>2024</b>
	€	€
Emoluments in respect of qualifying services	30,000	30,000
	<u>          </u>	<u>          </u>

**4. Appropriations of profit and loss account**

	<b>2025</b>	<b>2024</b>
	€	€
At the start of the financial year	954,533	-
(Loss)/profit for the financial year	(40,812)	954,533
<b>At the end of the financial year</b>	<u>913,721</u>	<u>954,533</u>

**5. Financial assets**

	Shares in group undertakings	<b>Total</b>
	€	€
<b>Cost</b>		
<b>At 1 January 2025 and 31 December 2025</b>	3,414,546	3,414,546
	<u>          </u>	<u>          </u>
<b>Provision for diminution in value</b>		
<b>At 1 January 2025 and 31 December 2025</b>	-	-
	<u>          </u>	<u>          </u>
<b>Carrying amount</b>		
<b>At 31 December 2025</b>	3,414,546	3,414,546
	<u>          </u>	<u>          </u>
At 31 December 2024	3,414,546	3,414,546
	<u>          </u>	<u>          </u>

**6. Creditors: amounts falling due within one year**

	<b>2025</b>	<b>2024</b>
	€	€
Other creditors including tax and social insurance	2,688,619	2,668,185
Accruals	5,000	4,797
	<u>2,693,619</u>	<u>2,672,982</u>

## Magnolia Capital Limited

### Notes to the abridged financial statements (continued) Financial year ended 31 December 2025

#### 7. Directors transactions

During the financial year the company entered into the following arrangements relating to loans, quasi-loans and credit transactions:

	<b>2025</b>	2024
	€	€
At the start of the financial year	(2,665,808)	-
Advances made during the financial year	-	776,925
Amounts repaid during the financial year	-	(3,442,733)
At the end of the financial year	<u>(2,665,808)</u>	<u>(2,665,808)</u>

Disclosure for each director or other person is as follows:

##### **Michelle O'Toole**

The loan is interest free and repayable on demand.

Advances made during the financial year	-	26,473
Amounts repaid during the financial year	-	(26,473)

##### **Sean O'Flaherty**

The loan is interest free and repayable within ten years

	<b>2025</b>	2024
	€	€
At the start of the financial year	(2,665,808)	-
Advances made during the financial year	-	750,452
Amounts repaid during the financial year	-	(3,416,260)
At the end of the financial year	<u>(2,665,808)</u>	<u>(2,665,808)</u>

#### 8. Approval of financial statements

The board of directors approved these abridged financial statements for issue on 13 March 2026.