

**NTR NewCo Limited Directors' Report and Auditors Report for
the financial year ended 1 November 2025.**

Company No. 739949

NTR NewCo Limited

CONTENTS

Directors and Other Information 3
Directors Report and Responsibility Statement4
Accountants Report5

Directors and Other Information

Company Name: NTR NewCo Ltd

Registered Address: 40 Dame Street, Dublin 2.

Company Status: Private Limited Company (Dormant)

Financial Year End: 1 November 2025

Company Number **739949**

Trading Status: Has never traded

Bank Account: None

Shareholders:

Shareholder Eamon Moore 30 Ordinary Shares

Shareholder Martin Rice 30 Ordinary Shares

Shareholder Christopher Smith 30 Ordinary Shares

Accountants

Cregan & Associates
Broadmeadow Hall
Applewood Village
Swords, Co Dublin Swords, Co. Dublin

DIRECTORS' REPORT AND RESPONSIBILITIES STATEMENT for the financial year ended 1 November 2025

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 that 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.

Attention is drawn to the fact that the Company has not traded since incorporation and has no bank account.

Attention is drawn to the fact the Company applied for voluntary strike off during 2025 within the meaning of the Companies Acts ref :SR4508609

Attention is drawn to the fact the application was rejected for the following reasons

- The letter of no objection form Revenue must be dated within 3 months of the application, the one submitted is dated 08/03/2025 outside the 3 months. A new letter of no objection is required. The newspaper advertisement must be within 30 days of the application and must state who on the board is applying, the Directors and name the Director or Secretary and name the secretary. The full address must also be in the advertisement as registered with the CRO, so 40-41 Dame Street Dublin 2 a new newspaper advertisement is required.

The Company is dormant within the meaning of Section 365 of the Companies Act 2014. Our opinion is not modified in respect of this matter.

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.

Signed on behalf of the board

Eamon Moore

Martin Rice

1 November 2025

CREGAN & CO

Chartered Accountants & Statutory Auditors

Swords, Co. Dublin

INDEPENDENT AUDITOR'S REPORT

TO THE Directors OF NTR NewCo

Opinion

We have reviewed the history and financial affairs of NTR NewCo (the 'Company') for the year ended 1 November 2025 .

NOT APPLICABLE: The financial reporting framework that has been applied in their preparation is Irish law and FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with 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 and review we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter - Dormant Company

We draw attention to the fact that the Company has not traded since incorporation and has no bank account. The Company is dormant within the meaning of Section 365 of the Companies Act 2014. Our opinion is not modified in respect of this matter.

Attention is drawn to the fact the Company applied for voluntary strike off during 2025 within the meaning of the Companies Acts ref :SR4508609

Conclusions Relating to Going Concern

Based on the work we have performed, we cannot form an opinion that the company can continue as going concern..

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.

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 affairs of the company and has never traded.
- 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; and

Respective Responsibilities

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 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 Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and

are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA's website at: <https://www.iaasa.ie/Publications/Auditing-standards/International-Standards-on-Auditing-for-use-in-Ire/Description-of-the-auditor-s-responsibilities-for>. This description forms part of our auditor's report.

The Purpose of Our Audit Work and to Whom We Owe Our Responsibilities

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

For and on behalf of

CREGAN & CO

Chartered Accountants & Statutory Auditors

Swords, Co. Dublin

Date: _____