

Company registration number: 392368

Clemens Pont Limited

Financial statements

for the financial year ended 31 March 2025

Clemens Pont Limited

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Clemens Pont Limited

Directors and other information

| | |
|--------------------------|--|
| Directors | Patrick Dalton Patrick Phelan Frank Walker |
| Secretary | Patrick Phelan |
| Company number | 392368 |
| Registered office | One Royal Canal House Royal Canal Park Dublin 15 |
| Auditor | KPMG 1 Stokes Place St Stephen's Green Dublin 2 |
| Bankers | Bank of Ireland St. Stephen's Green East Dublin 2 |

Clemens Pont Limited

Directors' report

The directors present their annual report and the audited financial statements of Clemens Pont Limited ("the company") for the financial year ended 31 March 2025.

Directors

The names of the persons who at any time during the financial year were directors of the company are as follows:

Patrick Dalton
Patrick Phelan
Frank Walker

In accordance with the company's Constitution the directors are not required to retire by rotation.

Principal activities

The company acts as a property development and investment company. There has been no significant change in these activities during the year. The directors expect the general level of business activity to remain consistent in the foreseeable future.

Principal risks and uncertainties

Going concern

The directors consider the going concern basis of preparation to be appropriate. The principal assumptions made by the directors in determining that the going concern basis is the correct basis of preparation of these financial statements is set out in note 1.

Carrying value of stock

There are significant judgements and estimates in determining the carrying value of development properties. These are set out in note 7.

Results

The results of the company for the financial year are set out in the statement of comprehensive income on page 8 and in the related notes.

Dividends

During the financial year the directors have not paid any dividends or recommended payment of a final dividend (2024: €nil).

Post balance sheet events

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

Political and charitable donations

The company made no political or charitable donations during the financial year (2024: €nil).

Directors and secretary and their interests

The directors and the secretary, at the financial year end, had no interests in shares in, or debentures of, the company or any group undertaking of the company.

Clemens Pont Limited

Directors' report (continued)

Accounting records

The directors believe that they have complied with the requirements of sections 281 to 285 of the Companies Act 2014 with regard to the keeping of adequate accounting records by employing accounting personnel with appropriate expertise and by providing adequate resources to the financial function. The accounting records of the company are maintained at One Royal Canal House, Royal Canal Park, Dublin 15.

Relevant audit information

The directors believe that they have taken all the steps necessary to make themselves aware of any relevant audit information and have established that the company's statutory auditor is aware of that information. In so far as they are aware, there is no relevant audit information of which the company's statutory auditor is unaware.

Auditors

In accordance with Section 383(2) of the Companies Act 2014, the auditor, KPMG, Chartered Accountants, will continue in office.

On behalf of the board



.....
Patrick Dalton
Director



.....
Patrick Phelan
Director

12 September 2025

Clemens Pont Limited

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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

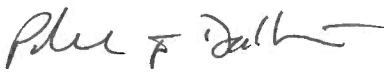
Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland, including its Section 1A.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company and of the profit or loss for that year. In preparing these financial statements, the directors are required to:

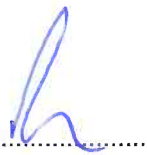
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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

On behalf of the board



.....
Patrick Dalton
Director



.....
Patrick Phelan
Director

12 September 2025

Independent auditor's report to the members of Clemens Pont Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Clemens Pont Limited (the 'company') for the financial year ended 31 March 2025 set out on pages 8 to 17, which comprise the Statement of comprehensive income, Statement of financial position, statement of changes in equity and related notes, including a summary of significant accounting policies set out in note 1.

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* issued in the United Kingdom by the Financial Reporting Council, including its Section 1A.

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 March 2025 and of its profit for the financial year then ended;
- the financial statements have been properly prepared in accordance with FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*, including its Section 1A; and
- the financial statements have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the financial statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

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

Other Information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the directors' report. The financial statements and our auditor's report thereon do not comprise part of the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

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

Independent auditor's report to the members of Clemens Pont Limited (continued)

Report on the audit to the financial statements (continued)

Other Information (continued)

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

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements; and
- in our opinion, the directors' report has been prepared in accordance with the Companies Act 2014.

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

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.

In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited, and the financial statements are in agreement with the accounting records.

Matters on which we are required to report by exception

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

Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 4, the directors are responsible for the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

A fuller description of our responsibilities is provided on IAASA's website at <https://iaasa.ie/publications/description-of-the-auditors-responsibilities-for-the-audit-of-the-financial-statements/>



Independent auditor's report to the members of Clemens Pont Limited (continued)

Respective responsibilities and restrictions on use (continued)

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

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

Tom McEvoy

For and on behalf of

KPMG

Chartered Accountants, Statutory Audit Firm

1 Stokes Place

St Stephen's Green

Dublin 2

26 September 2025

Clemens Pont Limited

**Statement of comprehensive income
Financial year ended 31 March 2025**

| | Note | 2025 € | 2024 € |
|---|----------|----------------------------|-----------------------|
| Turnover | 2 | 10,569 | 8,943 |
| Gross profit | | <u>10,569</u> | <u>8,943</u> |
| Administrative expenses | | <u>(4,571)</u> | <u>(11,534)</u> |
| Operating profit/(loss) | 3 | 5,998 | (2,591) |
| Profit/(loss) on ordinary activities before taxation | | <u>5,998</u> | <u>(2,591)</u> |
| Tax on profit/(loss) on ordinary activities | 5 | <u>(1,088)</u> | <u>(236)</u> |
| Profit/(loss) for the financial year | | <u><u>4,910</u></u> | <u><u>(2,827)</u></u> |

All the activities of the company are from continuing operations.

The company had no other comprehensive income in the financial year or the previous financial year and therefore, no statement of other comprehensive income is provided.

The notes on pages 11 to 17 form part of these financial statements.

Clemens Pont Limited

**Statement of financial position
As at 31 March 2025**

| | Note | 2025 € | 2025 € | 2024 € | 2024 € |
|---|------|--------------------|---------------------------|--------------------|---------------------------|
| Financial assets | | | | | |
| Financial assets | 6 | - | - | - | - |
| Current assets | | | | | |
| Stocks | 7 | 510,000 | | 510,000 | |
| Debtors | 8 | 505 | | 1,259 | |
| Cash at bank and in hand | 9 | 3,969 | | 2,005 | |
| | | <u>514,474</u> | | <u>513,264</u> | |
| Creditors: amounts falling due within one year | | | | | |
| | 10 | <u>(1,572,362)</u> | | <u>(1,576,062)</u> | |
| Net current liabilities | | | <u>(1,057,888)</u> | | <u>(1,062,798)</u> |
| Total assets less current liabilities | | | <u>(1,057,888)</u> | | <u>(1,062,798)</u> |
| Net liabilities | | | <u><u>(1,057,888)</u></u> | | <u><u>(1,062,798)</u></u> |
| Capital and reserves | | | | | |
| Called up share capital presented as equity | 12 | | 2 | | 2 |
| Profit and loss account | | | <u>(1,057,890)</u> | | <u>(1,062,800)</u> |
| Shareholders' deficit | | | <u><u>(1,057,888)</u></u> | | <u><u>(1,062,798)</u></u> |

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

On behalf of the board



.....
Patrick Dalton
Director



.....
Patrick Phelan
Director

12 September 2025

The notes on pages 11 to 17 form part of these financial statements.

Clemens Pont Limited

**Statement of changes in equity
Financial year ended 31 March 2025**

| | Called up share capital | Profit and loss account | Total |
|---|--|--|--------------------|
| | € | € | € |
| At 1 April 2023 | 2 | (1,059,973) | (1,059,971) |
| Loss for the financial year | - | (2,827) | (2,827) |
| Total comprehensive expense for the financial year | - | (2,827) | (2,827) |
| | | | |
| At 31 March 2024 and 1 April 2024 | 2 | (1,062,800) | (1,062,798) |
| Profit for the financial year | - | 4,910 | 4,910 |
| Total comprehensive income for the financial year | - | 4,910 | 4,910 |
| | | | |
| At 31 March 2025 | 2 | (1,057,890) | (1,057,888) |

The notes on pages 11 to 17 form part of these financial statements.

Clemens Pont Limited

Notes to the financial statements Financial year ended 31 March 2025

1 Accounting policies

Clemens Pont Limited ("the company") is a private company limited by shares and incorporated, registered and domiciled in Ireland. The company's registered number is 392368 and registered address is One Royal Canal House, Royal Canal Park, Dublin 15.

These financial statements have been prepared in accordance with the Companies Act 2014 and FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland, including its Section 1A.

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

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

The preparation of financial statements in compliance with FRS 102 requires management to exercise judgement in applying the company's accounting policies. The key judgements made by management relate to going concern (note 1.1) and valuation of developments properties (note 7).

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

1.1. Going concern

At 31 March 2025 the company had net liabilities of €1,057,888. Amounts due to Sean Mulryan totalled €487,237. The company's ability to continue as a going concern is dependent on the continued support of the shareholder of the company by not demanding repayment of his loans of €487,237 and of other loans advanced by group undertakings controlled by him. It is on the basis of this continued support that the directors consider it appropriate to prepare the financial statements on a going concern basis.

1.2. Taxation

Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current year. Current tax is the amount of tax expected to be paid or recovered using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Unrelieved tax losses and other deferred tax assets are recognised only 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.

1.3. Turnover

Turnover represents rental income earned during the year and is recognised on an accruals basis.

Clemens Pont Limited

Notes to the financial statements (continued) Financial year ended 31 March 2025

1 Accounting policies (continued)

1.4. Financial assets

Financial assets are initially recorded at cost, and subsequently stated at cost less any provision for impairment.

1.5. Stocks

Development properties

Development properties are properties acquired for future development and properties on which only initial planning and development work has commenced. These are stated at the lower of cost and net realisable value. Cost comprises purchase price and development costs.

1.6. Basic financial instruments

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits.

1.7. Cash flow statement

As the company qualifies as a small company, it has availed of the exemption available from preparing a cash flow statement.

2. Turnover

Turnover arises from:

| | 2025 | 2024 |
|---------------|---------------|--------------|
| | € | € |
| Rental income | <u>10,569</u> | <u>8,943</u> |

Turnover represents rental income received and arises from activities undertaken wholly within Ireland.

Clemens Pont Limited

Notes to the financial statements (continued) Financial year ended 31 March 2025

3. Statutory and other information

Auditor's remuneration was borne by a related party, in the years ended 31 March 2025 and 31 March 2024.

Directors' remuneration for the year ended 31 March 2025 was €nil (2024: €nil).

The Company has not paid any fees or remuneration to its directors, related to the directorship roles they provided to the Company as part of their Group wide executive management roles. The estimated allocation of the emoluments payable by the Company to each of its directors in relation to their Group wide executive management roles is not material, based on estimates of the qualifying services, including management of the Company's affairs, they have provided during the financial year

4. Staff costs

The company had no employees during the financial year (2024: nil).

Clemens Pont Limited

Notes to the financial statements (continued)
Financial year ended 31 March 2025

5. Tax on profit/(loss) on ordinary activities

Major components of tax expense

| | 2025 | 2024 |
|--|--------------|-------------|
| | € | € |
| Current tax: | | |
| Irish current tax expense/income | 1,324 | (1,625) |
| Adjustments in respect of previous periods | (236) | 1,861 |
| Deferred tax: | | |
| Deferred tax charge | - | - |
| Tax on profit/(loss) on ordinary activities | 1,088 | 236 |

Reconciliation of tax expense

The tax assessed on the profit/(loss) for the financial year is higher than (2024: higher than) the standard rate of corporation tax in Ireland of 12.5% (2024: 12.5%).

| | 2025 | 2024 |
|--|--------------|-------------|
| | € | € |
| <i>Tax reconciliation</i> | | |
| Profit/(loss) on ordinary activities before taxation | 5,998 | 2,591 |
| Current tax in Ireland at 12.5% (2024: 12.5%) | 750 | (324) |
| Adjustments in respect of prior periods | (236) | 1,861 |
| Amounts taxable/deductible at different rates | 750 | (324) |
| Movement in unrecognised timing differences | (176) | (977) |
| Tax on profit/(loss) on ordinary activities | 1,088 | 236 |

Factors affecting future tax expense

At 31 March 2025 there is an unrecognised deferred tax asset of €nil (2024: €176) in respect of unutilised tax losses.

Clemens Pont Limited

Notes to the financial statements (continued)
Financial year ended 31 March 2025

6. Financial assets

| | Shares in related parties |
|--|--|
| | € |
| Cost | |
| At 1 April 2024 and 31 March 2025 | 69,106 |
| Provision for impairment | |
| At 1 April 2024 and 31 March 2025 | 69,106 |
| Carrying amount | |
| At 31 March 2025 | - |

The company owns 69,106 ordinary shares of €1 each in Nakata Properties Limited, a subsidiary of Ballymore Ireland Group Limited. The shares acquired were in exchange for settlement of debts due to the company. The carrying value of the investment in these shares has been provided for in full.

7. Stocks

| | 2025 | 2024 |
|--------------------------------|--------------------|-------------|
| | € | € |
| Development properties at cost | 2,857,751 | 2,857,751 |
| Provision for impairment | (2,347,751) | (2,347,751) |
| | 510,000 | 510,000 |

Each year the directors review the carrying value of the company's stock in the context of current market conditions and, where necessary, restate these assets at the lower of cost and net realisable value. As part of this review, the directors appraise the eventual financial outcome on each stock item and consider the various risks associated with development including planning risk, construction risk and finance risk. They also examine the prudence of the assumptions underlying an appraisal including the timeline and future attributable costs to complete and the eventual proceeds the company can expect to receive from the sale of the stock. On this basis, during the current year the directors have not made any further impairment provision against the carrying value of the company's development properties. The directors have considered the appropriateness of the carrying value of stock and are satisfied it is being held at the lower of cost and net realisable value.

Clemens Pont Limited

Notes to the financial statements (continued)
Financial year ended 31 March 2025

| | | |
|---|-------------------------|------------------|
| 8. Debtors | 2025 | 2024 |
| | € | € |
| Prepayments | 505 | 1,259 |
| | <u>505</u> | <u>1,259</u> |
| | | |
| 9. Cash and cash equivalents | 2025 | 2024 |
| | € | € |
| Cash at bank and in hand | 3,969 | 2,005 |
| | <u>3,969</u> | <u>2,005</u> |
| | | |
| 10. Creditors: amounts falling due within one year | 2025 | 2024 |
| | € | € |
| Trade creditors | 527 | - |
| Amounts owed to related parties (a) | 1,570,048 | 1,575,826 |
| Tax and social insurance: | | |
| Corporation tax | 1,324 | 236 |
| VAT | 463 | - |
| | <u>1,572,362</u> | <u>1,576,062</u> |

(a) At 31 March 2025 amounts owed to related parties comprised of €487,237 (2024: €487,237) due to Mr. Sean Mulryan, €113 (2024 : €6,891) due to Ballymore Properties Ireland Limited and €1,082,698 (2024 : €1,081,698) due to Ballymore Ireland Group Limited. Ballymore Properties Ireland Limited and Ballymore Ireland Group Limited are controlled by Mr. Sean Mulryan.

Clemens Pont Limited

Notes to the financial statements (continued)
Financial year ended 31 March 2025

11. Financial instruments

The carrying amount for each category of financial instruments is as follows:

| | 2025 | 2024 |
|---|-------------------------|------------------|
| | € | € |
| Financial assets measured at amortised cost | | |
| Cash at bank and in hand | 3,969 | 2,005 |
| | <u>3,969</u> | <u>2,005</u> |
| Financial liabilities measured at amortised cost | | |
| Trade creditors | 527 | - |
| Amounts owed to related parties | 1,570,047 | 1,575,826 |
| | <u>1,570,574</u> | <u>1,575,826</u> |

12. Share capital

Authorised share capital

| | 2025 | 2025 | 2024 | 2024 |
|------------------------------------|-----------------------|-----------------------|----------------|----------------|
| | Number | € | Number | € |
| Ordinary shares shares of € 1 each | <u>100,000</u> | <u>100,000</u> | <u>100,000</u> | <u>100,000</u> |

Issued, called up and fully paid

| | 2025 | 2025 | 2024 | 2024 |
|-------------------------------------|-----------------|-----------------|----------|----------|
| | Number | € | Number | € |
| Amounts presented in equity: | | | | |
| Ordinary shares shares of € 1 each | <u>2</u> | <u>2</u> | <u>2</u> | <u>2</u> |

13. Post balance sheet events

There have been no significant events affecting the company since the year end.

14. Controlling party

The company is jointly owned by Ballymore Ireland Group Limited, a company incorporated in the Isle of Man, and Mr. Sean Mulryan. Ballymore Ireland Group Limited is controlled by Mr. Sean Mulryan.

Information on related party transactions is provided throughout the financial statements.

15. Approval of financial statements

The board of directors approved these financial statements for issue on 12 September 2025.