

PCP Lendco 1 Designated Activity Company

Directors' Report and Financial Statements for the financial year
ended 31 December 2024

PCP Lendco 1 Designated Activity Company
Directors' Report and Financial Statements

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PCP Lendco 1 Designated Activity Company

Directors' Report and Financial Statements

Company information

Directors	Matthew Gerber Máiréad Lyons Moira Scott
Registered office	3rd Floor Waterloo Exchange Waterloo Road Dublin 4 Ireland D04 E5W7
Company secretary	Cafico Secretaries Limited
Company registration number	687848
Solicitors	William Fry 2 Grand Canal Square Dublin 2 Ireland D02 A342
Bankers	Alpha Group Brunel Building 2 Canalside Walk London United Kingdom W2 1DG
Corporate services provider	Cafico Corporate Services Limited 3rd Floor Waterloo Exchange Waterloo Road Dublin 4 Ireland D04 E5W7
Arranger to the noteholders	Precede Capital Partners Limited 16 Berkeley Street London W1J 8DZ United Kingdom

PCP Lendco 1 Designated Activity Company

Directors' Report and Financial Statements

Company information (continued)

Independent auditor

Ernst & Young
Harcourt Centre
Harcourt Street
Dublin 2
Ireland
D02 YA40

PCP Lendco 1 Designated Activity Company

Directors' Report and Financial Statements

Directors' report for the financial year ended 31 December 2024

The Directors present the Directors' Report and the audited financial statements of PCP Lendco 1 Designated Activity Company (the "Company") for the financial year ended 31 December 2024.

Incorporation

The Company was incorporated in Ireland on 15 February 2021 as a designated activity company under the laws of Ireland with company registration number 687848. The Company was initially registered as Phoenix Lendco 1 DAC. On 3rd March 2021, following a special resolution by the Directors the Company was renamed to PCP Lendco 1 DAC.

The principal activity of the Company is to invest in urban real estate developments by providing secured loans to property developers, which are funded through various lending arrangements.

On 29 March 2021, the Company entered in to the First PPN Agreement.

On 28 July 2021, the Company entered in to a Second PPN Agreement.

On 24 December 2021, the Company entered in to a Third PPN agreement.

On 04 April 2022, the Second and Third PPN agreements were redeemed by delivery of new Notes issued under the First PPN Agreement, and the First PPN Agreement was amended and restated, the Company shall have no further obligations under the Second and Third PPN agreements, which are deemed to be redeemed and terminated.

On 30 August 2023, proceeds of £4,441,183 were received by the Company for the full redemption of a loan. On 03 October 2023, the proceeds of this loan redemption were used to redeem £1,844,266 of the PPN principal balance and pay £2,559,041 of PPN interest payable.

On 08 May 2024, proceeds of £16,213,570 were received by the Company for the full redemption of a loan. On 16 May 2024, the proceeds of this loan redemption was used to redeem £15,041,018 of the PPN principal balance and pay £1,701,767 of PPN interest payable.

In October 2024, proceeds totalling £3,754,161 were received by the Company for the full redemption of a loan. On 19 November 2024, the proceeds of this loan redemption was used to redeem £1,011,322 of the revolving credit facility and pay £2,389,073 of PPN interest payable.

PCP Lendco 1 Designated Activity Company

Directors' Report and Financial Statements

Directors' report for the financial year ended 31 December 2024 (continued)

Results and dividends

The results for the financial year and the financial position of the Company as at the financial year end are set out on pages 13 and 14, respectively.

The Company's profit for the financial year before taxation amounted to £18,685 (2023: £12,051). No interim dividends were paid during the financial year (2023: Nil). No dividends were recommended by the Directors (2023: Nil).

Business review

Principal risks and uncertainties

The Company currently offers real estate development loans to its borrower clients based in the UK and the EU.

The material financial risks faced by the Company included the following:

- interest rate risk;
- credit risk;
- currency risk; and
- liquidity risk.

At inception of the business undertaken by the Company, the Directors have put in place various measures to ensure any significant risks are identified, discussed and mitigated. These are disclosed in the notes to the financial statements and are outlined in note 16 of the financial statements.

Key performance indicators

Management monitors financial performance primarily through the analysis of the Statement of Comprehensive Income and Statement of Financial Position. As at 31 December 2024, the Company has not formally defined or adopted a set of performance indicators outside of the financial statements presented.

Financial instruments

The Company's objectives for the use of financial instruments and its financial risk management policies are set out in note 16 of the financial statements.

Directors of the Company

The directors, who held office at any time during the financial year, were as follows:

Matthew Gerber

Máiréad Lyons

Moira Scott

Officers' interests

The Directors and the company secretary at the end of the financial year have no interest in shares or debentures of the Company at the beginning of the financial year (or, when he or she became a director) or at the end of the financial year.

Cafico Corporate Services Limited ("Cafico") provides corporate and key management personnel services to the Company at arm's length commercial rates. Máiréad Lyons is a director of the Company and also a director of Cafico and in that regard have a material interest in the transactions between the Company and Cafico.

PCP Lendco 1 Designated Activity Company

Directors' Report and Financial Statements

Directors' report for the financial year ended 31 December 2024 (continued)

Going concern

The Directors confirm they have a reasonable expectation that the Company has adequate resources to continue its operations for at least twelve months from the date of signing these financial statements.

Accounting records

The measures taken by the Directors to ensure compliance with the requirements of section 281 to 285 of the Companies Act 2014 with regard to keeping of accounting records and the maintenance of computerised accounting systems. The Company's accounting records are maintained at the Company's registered office at 3rd Floor, Waterloo Exchange, Waterloo Road, Dublin 4, Ireland, D04 E5W7.

Disclosure of information to the auditors

Each Director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information. The Directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

This confirmation is given and should be interpreted in accordance with the provisions of section 330 of the Act.

Subsequent events

On 28 February 2025, the registered office of the Company was changed to 3rd Floor, Waterloo Exchange, Waterloo Road, Dublin 4, D04 E5W7 (the "Change of Registered Office").


There are no other events after the statement of financial position date that need to be disclosed in these financial statements.

Independent auditors to continue in office

The auditors, EY, Chartered Accountants, have expressed their willingness to continue in office in accordance with section 383 (2) of the Companies Act, 2014.

Approved by the Board on 21 January 2026 and signed on its behalf by:


.....
Máiréad Lyons
Director


.....
Moira Scott
Director

PCP Lendco 1 Designated Activity Company

Directors' Report and Financial Statements

Directors' Responsibilities Statement

The Directors acknowledge their responsibilities for preparing these financial statements in accordance with applicable 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 Irish Generally Accepted Accounting Practice (accounting standards issued by the Financial Reporting Council and Irish Law), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Irish company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company, of the profit or loss of the Company for that financial period and that they otherwise comply with the Companies Act 2014.


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


- select suitable accounting policies and apply them consistently;
- make judgements 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 Director' 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.

Approved by the Board on 21 January 2026 and signed on its behalf by:


.....
Máiréad Lyons
Director


.....
Moira Scott
Director



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PCP LENDCO 1 DESIGNATED ACTIVITY COMPANY

Report on the audit of the financial statements

Opinion

We have audited the financial statements of PCP Lendco 1 Designated Activity Company ('the Company') for the year ended 31 December 2024, which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and notes to the financial statements, including the summary of significant accounting policies set out in note 2. 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.

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 profit for the year then ended;
- have been properly prepared in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; 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 Auditor's 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 as applied to listed entities 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. Our evaluation of the Directors' assessment of the Company's ability to continue to adopt the going concern basis of accounting included:

- In conjunction with our walkthrough of the Company's financial close process, we confirmed our understanding of management's Going Concern assessment process and engaged with management early to ensure all key factors were considered in their assessment.
- We obtained management's going concern assessment, which covers a period of twelve months from the date of signing this audit opinion.
- We considered the nature and liquidity of the assets held by the company along with the liabilities to identify any liquidity mismatches. Confirmed that there was no event of default triggered in relation to the notes issued by the Company.
- We reviewed the Company going concern disclosures included in the annual report in order to assess that the disclosures were appropriate and in conformity with the reporting standards.



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**INDEPENDENT AUDITOR’S REPORT TO THE MEMBERS OF PCP LENDCO 1 DESIGNATED
ACTIVITY COMPANY (CONTINUED)**

Conclusion

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 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. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company’s ability to continue as a going concern.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Risk	Our response to the risk	Key observations communicated to the Board of Directors
<p>Risk of inappropriate assessment and measurement of impairment of loans receivable at amortised cost:</p> <p>Non-Current Loans Receivable – 7,986,518 (2023: 4,885,278)</p> <p>Current Loans Receivable – Nil (2023: 14,674,252)</p> <p>The financial assets in the Statement of Financial Position of the Company are primarily comprised of investments in Loans receivable.</p> <p>Further details of these loans receivable can be found in Notes 2, 9 and 16 of the financial statements.</p> <p>Incorrect impairment losses calculation may result in inaccurate reporting of the provision for credit losses and loans receivable may not be valued correctly. Impairment of loan receivables at amortised cost is calculated based on the estimates and judgements. The nature and size of the balance and its importance to the Company are such that we have identified this as a key audit matter.</p>	<p>We performed the following testing to address the key audit matter:</p> <ul style="list-style-type: none"> • Assessed the appropriateness of policies governing the accounting treatment of impairment of loans receivable at amortised cost. • Obtained an understanding, evaluated and tested the design effectiveness of key controls over the impairment of loans receivable at amortised cost including appropriate governance procedures and management review of the control procedures. • Tested the reasonability of the inputs, methodology and accuracy of the impairment calculations. 	<p>Our planned audit procedures were completed without any material exception.</p>



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PCP LENDCO 1 DESIGNATED ACTIVITY COMPANY (CONTINUED)

Our application of materiality

We apply the concept of materiality in planning and performing the audit, in evaluating the effect of identified misstatements on the audit and in forming our audit opinion.

Materiality

Materiality is the magnitude of an omission or misstatement that, individually or in the aggregate, could reasonably be expected to influence the economic decisions of the users of the financial statements. Materiality provides a basis for determining the nature and extent of our audit procedures.

We determined materiality for the Company to be £88,005 (2023: £388,286), which is 2% (2023: 2%) of Issued notes. We believe that Issued notes provides us with the most appropriate basis for materiality having considered the expectation of the users of the financial statements and the overall business environment.

During the course of our audit, we reassessed initial materiality and concluded that our initial determination of materiality was still appropriate.

Performance materiality

Performance materiality is the application of materiality at the individual account or balance level. It is set at an amount to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds materiality.

On the basis of our risk assessments, together with our assessment of the Company's overall control environment, our judgement was that performance materiality was 75% (2023: 50%) of our planning materiality, namely £66,004 (2023: £194,413). We have set performance materiality at this percentage considering this is first year audit and based on our knowledge of the Company and industry, effectiveness of the control environment, our assessment of the risks associated with the engagement.

Reporting threshold

Reporting threshold is an amount below which identified misstatements are considered as being clearly trivial.

We agreed with the Board of Directors that we would report to them all uncorrected audit differences in excess of £4,400 (2023: £19,414), which is set at 5% of planning materiality, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds.

We evaluate any uncorrected misstatements against both the quantitative measures of materiality discussed above and in light of other relevant qualitative considerations in forming our opinion.

An overview of the scope of our audit report

Tailoring the scope

Our assessment of audit risk, our evaluation of materiality and our allocation of performance materiality determine our audit scope for the company. This enables us to form an opinion on the financial statements. We take into account size, risk profile, the organisation of the company and effectiveness of controls, including controls and changes in the business environment when assessing the level of work to be performed. All audit work was performed directly by the audit engagement team.



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PCP LENDCO 1 DESIGNATED ACTIVITY COMPANY (CONTINUED)

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2014

In our opinion, based solely on the work undertaken in the course of the audit, we report that:

- the information given in the directors' report for the financial year ended for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report, other than those parts relating to sustainability reporting where required by Part 28 of the Companies Act 2014, has been prepared in accordance with applicable legal requirements.

We have obtained all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit.

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

Matters on which we are required to report by exception

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

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



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PCP LENDCO 1 DESIGNATED ACTIVITY COMPANY (CONTINUED)

Respective responsibilities

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 6, the directors are responsible for the preparation of the financial statements in accordance with the applicable financial reporting framework that 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 going concerns, 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.

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.

Explanation to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud, that could reasonably be expected to have a material effect on the financial statements. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. In addition, the further removed any non-compliance is from the events and transactions reflected in the financial statements, the less likely it is that our procedure will identify such non-compliance. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the company and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are Financial Reporting Standard 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") and Irish Statute comprising of the Companies Act 2014.



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PCP LENDCO 1 DESIGNATED ACTIVITY COMPANY (CONTINUED)

Explanation to what extent the audit was considered capable of detecting irregularities, including fraud (continued)

- We understood how the Company is complying with those frameworks by performing a review of the oversight of those charged with governance and making inquiries of those charged with governance, the management and those responsible for legal and compliance matters. In assessing the effectiveness of control environment, we reviewed the code of conduct policy, inquired about the compliance with the code of conduct policy, reviewed the board minutes and gained an understanding of the Company's approach to compliance and governance.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by making enquiries of those charged with governance. We considered the general risk of management override of controls and the specific risk of inappropriate assessment and measurement of impairment of loans receivable at amortised cost as significant and fraud risks.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved enquiries of management and those charged with governance, review of legal and professional expenses and review of the minutes of the board.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA's website at: https://iaasa.ie/wp-content/uploads/docs/media/IAASA/Documents/audit-standards/Description_of_auditors_responsibilities_for_audit.pdf. 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 opinion we have formed.

David Keane
for and on behalf of
Ernst & Young Chartered Accountants and Statutory Audit Firm

Office: Dublin

Date: 21 January 2026

PCP Lendco 1 Designated Activity Company
Directors' Report and Financial Statements

**Statement of comprehensive income
for the financial year ended 31 December 2024**

	Note	for the financial year ended 31 Dec 2024 £	for the financial year ended 31 Dec 2023 £
Interest and similar income	3	6,388,795	3,482,009
Interest and similar expense	4	(6,227,413)	(3,176,114)
Net interest income		161,382	305,895
Other income	5	282,015	1,304
Administrative expenses	6	(424,712)	(295,148)
Profit before tax		18,685	12,051
Tax charge	8	(4,672)	(3,012)
Profit for the financial year		14,013	9,039
Other comprehensive income		-	-
Total comprehensive income		14,013	9,039

The above results were derived from continuing operations.

PCP Lendco 1 Designated Activity Company
Directors' Report and Financial Statements

**Statement of financial position
as at 31 December 2024**

	Note	as at 31 Dec 2024 £	as at 31 Dec 2023 £
ASSETS			
Non-current assets			
Loans receivable	9	7,986,518	4,885,278
Current assets			
Loans receivable	9	-	14,674,252
Cash and cash equivalents	10	300,669	1,394,289
Interest and other receivables	11	104,035	237,032
Total current assets		404,704	16,305,573
Total assets		8,391,222	21,190,851
EQUITY AND LIABILITIES			
Equity			
Called-up share capital presented as equity	15	872	872
Retained earnings		23,614	9,601
Total equity		24,486	10,473
Non-current liabilities			
Issued notes	12	4,400,271	19,414,289
Revolving credit facility	13	100,000	-
Total non-current liabilities		4,500,271	19,414,289
Current liabilities			
Interest payable on issued notes	12	3,813,825	1,695,051
Trade and other payables	14	52,640	71,038
Total current liabilities		3,866,465	1,766,089
Total liabilities		8,366,736	21,180,378
Total equity and liabilities		8,391,222	21,190,851

Approved and authorised by the Board on 21 January 2026 and signed on its behalf by:

..... *Mairéad Lyons*
Máiréad Lyons
Director

..... *Moira Scott*
Moira Scott
Director

The notes on pages 16 to 28 form an integral part of these financial statements.

PCP Lendco 1 Designated Activity Company
Directors' Report and Financial Statements

**Statement of changes in equity
for the financial year ended 31 December 2024**

	Share capital £	Retained earnings £	Total £
At 1 January 2023	872	562	1,434
Profit for the financial year	-	9,039	9,039
At 31 December 2023	872	9,601	10,473
At 1 January 2024	872	9,601	10,473
Profit for the financial year	-	14,013	14,013
At 31 December 2024	872	23,614	24,486

The notes on pages 16 to 28 form an integral part of these financial statements.

PCP Lendco 1 Designated Activity Company

Directors' Report and Financial Statements

Notes to the financial statements for the financial year ended 31 December 2024

1 General information

PCP Lendco 1 Designated Activity Company (the "Company") was incorporated on 15 February 2021 as a designated activity company under the laws of Ireland with company registration number 687848. The Company was initially registered as Phoenix Lendco 1 DAC. On 03 March 2021, following a special resolution by the Directors the Company was renamed to PCP Lendco 1 DAC.

The principal activity of the Company is to invest in urban real estate developments by providing secured loans to property developers, which were funded through various lending arrangements.

The Company entered in to a PPN agreement on 29 March 2021 which was amended on 04 April 2022.

2 Accounting policies

Statement of compliance

These financial statements have been prepared in accordance with Financing Reporting Standard 102 ("FRS 102") 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and Irish Statute comprising the Companies Act 2014.

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the financial years presented, unless otherwise stated.

Basis of preparation

These financial statements have been prepared using the historical cost convention and in accordance with Financial Reporting Standard 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") and Irish Statute comprising of the Companies Act 2014.

The preparation of the financial statements in conformity with FRS 102 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses.

These financial statements are presented in Pound Sterling ("£") which is the Company's functional currency being the currency of the Company's primary economic environment.

Significant judgments and estimates

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments 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 on an ongoing basis. Revisions to accounting estimates are recognised in the financial year in which the estimates are revised if the revision affects only that financial year or in the financial year of the revision and future financial year if the revision affects both current and future periods. Key accounting estimates and judgments used by the management are discussed below.

PCP Lendco 1 Designated Activity Company
Directors' Report and Financial Statements

Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

2 Accounting policies (continued)

Impairment of loans receivables

The Company recognises an impairment on loan receivables when it is estimated that it will not be in a position to receive all payments due, as defined by the contract of the loan. The amount of the allowance for impairment on the loan receivable is the difference between all contracted cash flows that are due in accordance with the contract and all the cash flows that the Company expects to receive discounted at the original effective rate of the loan.

The Company assess at each reporting year whether there is objective evidence that a loan or a group of loans is impaired.

Key accounting estimates and judgments used by the management include:

- Choosing the appropriate assumptions for the future cash flows
- Determining criteria of what is considered as evidence of impairment

Disclosure exemptions adopted

In these financial statements, the Company has applied the exemption available in respect of the following:

- Section 7.1B - 'Statement of cash flows'.
- Section 33.1 - 'Related party disclosures'.

Financial instruments

Financial assets

The Company classifies its financial assets as 'loans receivables'.

Loans receivables

Loans receivables are non-derivative financial assets with fixed or determinable payments which are not quoted in an active market. Included in this category are the loans receivables and interest and other receivables. The Company initially recognises loans receivables on the trade date at which the Company becomes a party to the contractual provisions of the instrument. Loans receivables are initially recognised at fair value plus transaction cost and are subsequently measured at amortised cost using the effective interest method less impairment.

Impairment of financial assets

All financial assets, except for those measured at fair value through profit or loss, are subject to review for impairment. Assessment is made at the end of each reporting year as to whether there is any objective evidence that a financial asset is impaired. A financial asset or group of financial assets is impaired (and impairment losses are determined) if, and only if, there is objective evidence of impairment as a result of one or more loss events that occurs after initial recognition and that loss event (or events) has an impact on the estimated future cash flows of the financial assets or the group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtor or a group of debtors are experiencing significant financial difficulty; breach of contract such as default or delinquency in interest or principal payments; the lender, for economic reasons relating to the borrower's financial difficulty, granting to the borrower a concession that would not otherwise be considered; it becoming probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for those financial assets because of financial difficulties; and observable data indicating that there is a measurable decrease in the estimated future cash flows from a group of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the group, including adverse changes in the payments status of borrowers in the group or national or local economic conditions that correlate with defaults on the assets in the group.

PCP Lendco 1 Designated Activity Company
Directors' Report and Financial Statements

Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

2 Accounting policies (continued)

If there is objective evidence that an impairment loss on financial assets measured at amortised cost has been incurred, the amount of the loss is to be measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. Impairment losses are recognised in the statement of comprehensive income and the carrying amount of the financial assets or group of financial assets is reduced by establishing an allowance for impairment losses. If, in a subsequent period, the amount of the impairment loss reduces and the reduction can be ascribed to an event after the impairment was recognised, the previously recognised loss is reversed by adjusting the allowance.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expires, 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 in the statement of financial position.

Financial liabilities

The Company classifies its financial liabilities as 'other liabilities'.

Other liabilities

Other liabilities include all financial liabilities that are not held for trading or designated at fair value through profit or loss. Included in this category are the issued notes, interest payable, trade payables and accrued expenses. Other liabilities are recognised initially at fair value being their issue proceeds (fair value of consideration received) less transaction cost incurred. Borrowed amounts are subsequently measured at amortised cost, any difference between the proceeds net of transaction cost and the redemption value is recognised in the statement of comprehensive income over the term of the financial liability using the effective interest method.

Derecognition of financial liabilities

The Company derecognises financial liabilities when its contractual obligations are discharged, cancelled or expired.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amount and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Interest income and expense

Interest income and expense are recognised in the statement of comprehensive income as they accrue using the original effective interest rate determined at the acquisition or origination date. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts throughout the expected life of the financial instrument or a shorter period where appropriate to the net carrying amount of the financial asset or financial liability.

Interest income and expense includes the amortisation of any discount or premium, transaction cost or other differences between the initial carrying amount of an interest-bearing instrument and its amount at maturity on an effective interest rate basis.

Tax

The tax expense for the financial year comprises of current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

2 Accounting policies (continued)

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates taxable income.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments.

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

3 Interest and similar income

	for the financial year ended 31 Dec 2024 £	for the financial year ended 31 Dec 2023 £
Interest income from loans	6,190,895	3,324,271
Arrangement fee income	197,900	157,738
	6,388,795	3,482,009

4 Interest and similar expenses

	for the financial year ended 31 Dec 2024 £	for the financial year ended 31 Dec 2023 £
PPN interest expense	6,209,614	3,134,830
Interest expense on RCF	17,799	41,284
	6,227,413	3,176,114

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

5 Other income

The account consists of:

	for the financial year ended 31 Dec 2024 £	for the financial year ended 31 Dec 2023 £
Other income	282,000	738
VAT refund	-	563
Unrealised foreign exchange gains	15	3
	282,015	1,304

6 Administrative expenses

The account consists of:

	for the financial year ended 31 Dec 2024 £	for the financial year ended 31 Dec 2023 £
Corporate administration fees	76,455	99,969
Audit fee	20,562	24,885
Tax advisory	4,059	11,010
Legal fees	26,117	61,670
Bank charges	8,138	7,065
Realised foreign exchange (gains)/losses	16	2,249
Other expense	412	-
Other professional fees	277,000	88,300
VAT expense	11,953	-
	424,712	295,148

The Company had no employees in 2024 and 2023.

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

7 Auditors' remuneration

	for the financial year ended 31 Dec 2024 £	for the financial year ended 31 Dec 2023 £
Audit of the financial statements	20,562	24,885
	20,562	24,885

8 Taxation

Tax charged in the statement of comprehensive income consists of:

	for the financial year ended 31 Dec 2024 £	for the financial year ended 31 Dec 2023 £
Current taxation		
Corporation tax for the financial year	4,672	3,012
Tax expense in the statement of comprehensive income	4,672	3,012

The tax on profit before tax for the financial year is higher than the standard rate of corporation tax in the Republic of Ireland of 12.5% (2023 - 12.5%).

The Company is a qualifying company within the meaning of Section 110 of the Taxes Consolidation Act (the "TCA") 1997. As such, the profits of the Company are chargeable to corporation tax under Case III Schedule D of the TCA at the rate of 25% but are computed in accordance with the provisions applicable to Case I Schedule D of the TCA.

The difference between the corporate tax charge based on the standard income tax rate in Ireland and the Company's effective tax rate is shown below:

	2024 £	2023 £
Profit before tax	18,685	12,051
Corporation tax at standard rate	2,336	1,506
Effect of higher tax rate applicable under Section 110 TCA 1997	2,336	1,506
Total tax charge	4,672	3,012

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

9 Loans receivables

	2024	2023
	£	£
Non-current portion		
Loan receivables	7,986,518	4,885,278
	7,986,518	4,885,278
Current portion		
Loans receivable	-	14,674,252
	-	14,674,252

Chiswick

On 01 July 2021, the Company entered into a Facility Agreement as Lender whereby the Company agreed to make available a sterling term loan facility to CHR London Limited due 2024. The facility bears interest on the outstanding principal amount at a rate per annum equal to 7.35% plus SONIA. The principal amount receivable as at 31 December 2023 was £3,296,583. In October 2024, proceeds totalling £3,754,161 were received by the Company for the full redemption of this loan facility.

Embassy

On 10 December 2021, the Company entered into a Facility Agreement as Lender whereby the Company agreed to make available a sterling term loan facility to Embassy Development F S.À.R.L due 2027. The facility bears interest on the outstanding principal amount at a rate per annum equal to 6.10% plus SONIA. The principal amount receivable as at 31 December 2024 was £4,965,568 (2023: £3,513,825). The arrangement fee receivable in relation to this loan as at 31 December 2024 was £38,187 (2023: £25,618)

Eden

On 12 May 2022, the Company entered into a Facility Agreement as Lender whereby the Company agreed to make available a sterling term loan facility to Elysian Hampstead Limited due 2026. The facility bears interest on the outstanding principal amount at a rate per annum equal to 6.00% plus SONIA. The principal amount receivable as at 31 December 2024 was £3,020,950 (2023: £1,371,453). The arrangement fee receivable in relation to this loan as at 31 December 2024 was £56,299 (2023: £34,902)

Project One

On 31 May 2022, the Company entered into a Mezzanine Facility Agreement as Lender whereby the Company agreed to make available a sterling term loan facility to R&F International Sub 2 Limited due 2024. The facility shall bear interest on the outstanding principal amount at a rate per annum equal to 13.03% plus SONIA. The principal amount receivable as at 31 December 2023 was £11,674,924. In May 2024, proceeds totalling £16,213,570 were received by the Company for the full redemption of this loan facility.

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

10 Cash and cash equivalents

	2024	2023
	£	£
Cash at bank	300,669	1,394,289
	300,669	1,394,289

11 Interest and other receivables

	as at	as at
	31 Dec	31 Dec
	2024	2023
	£	£
Arrangement fee receivable	94,486	193,841
Interest receivable	9,549	43,191
	104,035	237,032

The carrying amount of the accounts above classified as financial instruments approximates their fair value.

12 Issued notes

	2024	2023
	£	£
Loan notes - Nominal	4,400,271	19,414,289
Interest payable on issued notes	3,813,825	1,695,051
	8,214,096	21,109,340

	2024	2023
	£	£
Due within 1 year	3,813,825	1,695,051
Between 1 and 5 years	4,400,271	19,414,289
	8,214,096	21,109,340

The Company entered into a profit participation note agreement ("PPN") with PCP Asset LP (the "Parent Company") on 29 March 2021 which was amended on 04 April 2022. The PPN is due to mature in 2028 and was issued on a limited recourse non-petition basis. The PPN is listed on the Vienna Stock Exchange.

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

13 Revolving credit facility

	as at 31 Dec 2024 £	as at 31 Dec 2023 £
Revolving credit facility	100,000	-
	100,000	-

On 1 December 2021, the Company was designated as a qualified borrower on the Revolving Credit Agreement with Citibank. The total commitment available is \$7.5million. As at 31 December 2024, the total amounts of drawdowns and repayments made were £10.40 million and £10.30 million respectively (2023: £9.30 million and £9.30 million respectively).

The revolving credit facility is secured, subject to interest rate at floating rate plus a margin of 2.5% and repayable by 22 April 2025.

14 Trade and other payables

	2024 £	2023 £
Accruals	44,769	67,839
Other payables	7,871	3,199
	52,640	71,038

15 Called-up share capital presented as equity

Authorised and issued shares

	2024		2023	
	No.	£	No.	£
Ordinary shares of €1	1,000	872.00	1,000	872.00

The shares are owned by PCP Asset LP.

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

16 Financial risk management

The Company is exposed to risks because of its financial instruments. The identified financial risks are credit risk, liquidity risk, interest rate risk and foreign exchange risk.

Credit risk

Credit risk is the risk that the counterparties fail to meet their obligations.

The Company faces credit risk due to the loans receivable and the cash held by the Company's bankers, Alpha Group. The Company undertakes detailed credit analysis before advancing loans to the potential borrowers. In addition to this, ongoing monitoring is undertaken in relation to the projects for which the funds are advanced. The Company's bankers, Alpha Group, is a reputable financial institution and is publicly listed.

All loans receivable as at the reporting date are neither past due nor impaired. The credit quality of the loans is assessed based on a combination of borrower financial due diligence, collateral coverage, and internal risk scoring. No loan is granted without meeting internal credit quality thresholds. At the reporting date, all loans were assessed to pass the internal criteria, and no significant increase in credit risk was observed since initial recognition. There were also no defaults noted on the required payments and no covenants have been breached. The carrying amount of the loans receivables best represents the Company's maximum exposure to credit risk.

The Directors monitor the Company's exposure to the credit default risks on a regular basis.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities as they fall due.

The maturity of the Company's financial liabilities are shown below.

	Up to 1 year	Between 1 - 2 years	Between 2 - 5 years	5+ years	Total
2024					
Issued notes	-	-	4,400,271	-	4,400,271
Interest payable on issued notes	3,813,825	-	-	-	3,813,825
Revolving credit facility	100,000	-	-	-	100,000
Accruals	52,640	-	-	-	52,640
	3,966,465	-	4,400,271	-	8,366,736

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

16 Financial risk management (continued)

	Up to 1 year	Between 1 - 2 years	Between 2 - 5 years	5+ years	Total
2023					
Issued notes	-	-	19,414,289	-	19,414,289
Interest payable on issued notes	1,695,051	-	-	-	1,695,051
Accruals	71,038	-	-	-	71,038
	1,766,089	-	19,414,289	-	21,180,378

Interest on the notes will be payable only to the extent that sufficient funds are available on each payment date, and such payments shall be made in accordance with the applicable priority of payments.

Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in market interest rates.

The Company's loans receivable have a fixed interest rate on top of SONIA (Sterling Overnight Index Average). The Company is exposed to a minimal interest rate risk as the borrowers enter into an interest rate cap with a counterparty for at least 70% of the loan exposure. Any interest movement that exceeds the interest rate cap is being covered and paid by the counterparty to the Company which significantly reduces the Company's interest rate risk exposure.

Foreign exchange risk

Foreign currency risk is the risk that the value of a financial instrument will fluctuate because of changes in foreign exchange rates.

As at 31 December 2024, all the major transactions of the Company are in Pound Sterling, therefore there is minimal foreign exchange risk. The Company's reporting currency is Pound Sterling and hence the Company's exposure to foreign currency risk is minimal.

Capital risk management

The Company manages its capital to ensure it can continue as a going concern and support its operations. Capital comprises equity and borrowings. There are no externally imposed capital requirements, and no changes were made to capital management policies during the year.

17 Ultimate beneficial owners

The ultimate beneficial owners are Ramez Sousou and Neal Moszkowski. They own the Company through various subsidiaries which form part of the structure.

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Notes to the financial statements
for the financial year ended 31 December 2024 (continued)

18 Related party transactions

The Company has availed of the exemption available under FRS 102 paragraph 33.1A which permits a qualifying entity to not give disclosures on transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

The Company's immediate parent is PCP Asset LP, a limited partnership incorporated in the United Kingdom. The Company's financial statements are not consolidated into the immediate parent or any member of the group.

Cafico provides corporate and key management personnel to the Company. Máiréad Lyons is a director of the Company and is also a director of Cafico and in that regard have a material interest in the transactions between the Company and Cafico. No director's fee was paid during the financial year (2023: Nil). The Company incurred fees of £76,455 (2023: £99,969) in respect of corporate service fees during the financial year.

19 Subsequent events

On 28 February 2025, the registered office of the Company was changed to 3rd Floor, Waterloo Exchange, Waterloo Road, Dublin 4, D04 E5W7 (the "Change of Registered Office").

There are no other events after the statement of financial position date that need to be disclosed in these financial statements.

20 Approval of the financial statements

This financial statements have been approved by the directors on 21 January 2026.