

Zynga Game Ireland Limited
Registered No. 481954
Reports and Financial Statements
For the year ended 31 March 2025

Zynga Game Ireland Limited

Company Information

Directors

P Collins
D Cooling
D Emerson

Company secretary

P Collins (Appointed 31 December 2024)
Goodbody Secretarial Limited (Resigned 31 December 2024)

Auditors

Xeinadin Audit Ireland Limited
Chartered Accountants and Statutory Audit Firm
74 Northumberland Road
Ballsbridge
Dublin 4

Bankers

Bank of America Merrill Lynch
2 King Edward Street
London EC1A 1HQ
United Kingdom

Registered office

5th Floor
40 Mespil Road
Dublin 4
Ireland

Zynga Game Ireland Limited

Directors' report

The directors present their report and audited financial statements for the year ended 31 March 2025.

Principal Activity

Zynga Game Ireland Limited (the "Company"), a limited company incorporated and resident in Ireland, is a service company for its parent company Zynga Inc., who develop, market and operate online games played on mobile platforms (such as Apple iOS and Google Android) and web platforms (such as Facebook). As of 31 March, 2022, the Company relies on financial support from its parent company, Zynga Inc., through a cost plus arrangement.

The registered office of the parent company, Zynga Inc., is located at 1200 Park Pl, San Mateo, CA 94403, United States of America. On 23 May 2022, Take-Two Interactive ("TTWO") acquired Zynga Inc. and is now the ultimate parent company. TTWO is located at 110 W. 44th Street, New York, NY 10036, United States of America

Results for the period and state of affairs at 31 March 2025

The Income Statement for the year is set out on page 10. The Statement of Financial Position is set out on page 11. The profit/(loss) before tax for the year amounted to \$76,439 (31 March 2024: \$114,031). After charging taxation of \$248,121 (31 March 2024: \$40,107), an amount of \$(171,682) (31 March 2024: \$154,138) was charged to reserves.

Review of the business and likely future developments

Revenues for the year ended 31 March 2025 amounted to \$1,153,967 (31 March 2024: \$1,102,236), while the gross profit amounted to \$1,153,967 (31 March 2024: \$1,102,236) or 100% of revenue. Operating profit amounted to \$54,951 (31 March 2024: \$52,487).

Revenue is fully derived through the Cost-Plus arrangement between the Company and Zynga Inc.

Going concern

The board of directors has made an assessment of its ability to continue as a going concern and is satisfied that it has the resources to continue in business for the foreseeable future. The directors have formed this view on the basis that the Company's ultimate parent undertaking, TTWO, has indicated that it will continue to provide financial support to the Company for a period of at least twelve months from the date of approval of these financial statements to enable the Company to meet its liabilities as and when they fall due to enable it to continue in operational existence for the foreseeable future. Furthermore, the board of directors are not aware of any material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on the going concern basis.

Principal risks and uncertainties facing the business

Under Irish Company Law, the Company is required to give a description of the principal risks and uncertainties faced, as well as a listing of the key performance indicators used to monitor performance.

As at 31 March 2025 the Company held investments in Zynga Game Network India Pvt. Limited, Zynga Game Canada Limited, Zynga Game Finland Oy and Zynga Game Turkey Oyun AS. The main risk the Company faces is changes in trading conditions that would impact the valuation of subsidiaries. In the year to at 31 March 2024 the company booked an impairment of investment related to Zynga Luxembourg amounting to \$652.

Key performance indicators

A standard set of key performance indicators, including revenue, expense, and gross profit margin metrics are consistently applied within the Company. Financial control is exercised through a rigorous annual budgeting process and timely monthly financial reporting using prudent accounting policies. The

Zynga Game Ireland Limited

Directors' report (continued)

directors are satisfied that reviews of such business and financial results reflect good business practice and that such reviews are performed in a timely manner to allow necessary corrective action to be taken.

Financial risk management objectives and policies

The Company's financial risk management and objectives are set out in note 17 to these financial statements.

Employee matters

The Company is committed to providing a work environment that is free from unlawful harassment and discrimination, and respects the dignity of its employees. The Company has numerous policies covering various aspects of its relationship with its employees all of which reflect more than the minimum standards required by law. The Company is committed to maintaining these high standards.

Information relevant to environmental matters

The Company is committed to the protection of the environment and to providing a safe and healthy workplace for the Zynga community. A positive and proactive approach to environment, health and safety management is consistent with the spirit and intent of the Company's values.

Dividends

The Company does not propose the payment of a dividend for the year (period ended 31 March 2024: Nil).

Directors

The directors of the Company at 31 March 2025 are listed on page 2 and, unless otherwise stated, have served throughout the period.

Directors' and secretary's interests in shares of the company or group companies

The directors, secretary and their immediate families held no interest in the share capital of the Company at 31 March 2025 and 31 March 2024. At period end and during the financial period, the directors and secretary held interests in the share capital of the ultimate parent company, Take Two Inc; however, these interests in aggregate do not represent more than 1% in nominal value of Take Two Inc's issued share capital, and are therefore not disclosed in accordance with Section 260 of the Companies Act 2014.

Political donations

The Company did not make any political donations during the year ended 31 March 2025 (31 March 2024: Nil).

Disclosure of information to the auditors

So far as the directors at the date of approving this report are aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made inquiries of the Company's auditor, the directors have taken all the steps that they are obliged to take as directors in orders to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Directors' compliance statement

The directors are responsible for securing material compliance with the relevant obligations as defined in Section 225 of the Companies Act 2014, which comprise material compliance with specified matters in the Companies Act 2014 and with Irish Tax law. To ensure material compliance with the relevant obligations the directors have codified the Company's relevant corporate governance arrangements into a Company compliance policy statement and have commissioned a review of the contained policies and procedures on an annual basis to ensure that these policies ensure material compliance with the relevant obligations as set out in the Companies Act 2014.

Directors' report (continued)

Audit committee

The Company has not constituted an audit committee as the directors are of the view that the current corporate governance arrangements in the Company are sufficient to monitor the financial reporting process including the associated internal controls, the statutory audit process, and the independence of the statutory auditors, including the existence of an audit committee at the parent level for Take Two Inc. In considering the adequacy of the current governance arrangements, the directors have considered the composition of the Board of directors of the Ultimate Parent Company, including the non-executive members which are independently sitting on the board, the current expertise of the Board of directors who are tasked with the above arrangements, and the other corporate governance arrangements that will be in place as detailed in the compliance policy statement.

Transactions involving directors

There were no contracts or arrangements in relation to the business of the Company in which the directors had any interest, as defined in the Companies Act 2014, at any time during the year ended 31 March 2025.

Important events since year end

No subsequent events since the year end were noted.

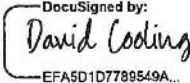
Accounting records

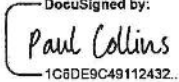
The directors are responsible for ensuring that appropriate accounting records, as outlined in Sections 281 to 285 of the Companies Act 2014, are kept by the Company. To achieve this, the directors have appointed appropriate accounting personnel in a fellow group company with responsibility for ensuring that those requirements are complied with. The books and accounting records are maintained at Take Two Inc., 110 W. 44th Street, New York, NY 10036, United States of America. The books and records of the Company are made available to the directors, within the State of Ireland, at regular intervals not exceeding six months.

Auditors

Manus Brady resigned as auditors during the financial year and the directors appointed Xeinadin Audit Ireland Limited (Chartered Accountants) to fill the vacancy. The auditors, Xeinadin Audit Ireland Limited, have indicated their willingness to continue in office and in accordance with Section 383 (2) of the Companies Act 2014, a resolution for re-appointment will be approved by the company.

On behalf of the Board

Director 
Date: January 12, 2026

Director 
Date: January 12, 2026

Directors' responsibilities statement

The directors are responsible for preparing the Directors' Report and the 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 accounting standards including FRS 101 'Reduced Disclosure Framework' (Irish Generally Accepted Accounting Practice). 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 end of the financial year, and the profit or loss for the Company for the financial year, and otherwise comply with the Companies Act 2014.

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

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

The directors are responsible for ensuring that the Company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the Company, enable at any time the assets, liabilities, financial position and profit or loss of the Company to be determined with reasonable accuracy, enable them to ensure that the financial statements and Directors' Report comply with the Companies Act 2014 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.

On behalf of the Board

DocuSigned by:
David Collins
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Director
Date: January 12, 2026

DocuSigned by:
Paul Collins
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Director
Date: January 12, 2026

Independent auditors' report

To the members of Zynga Game Ireland Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Zynga Game Ireland Limited ('the Company') for the year ended 31 March 2025, which comprise the Income Statement, the Statement of Comprehensive Income, the Statement of Financial Position, the 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 Financial Reporting Standard 101 'Reduced Disclosure Framework'.

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 year then ended;
- have been properly prepared in accordance with FRS 101 Reduced Disclosure Framework; 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 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. 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.

Other information

The directors are responsible for the other information. The other information comprises the information included in the director's report other than the financial statements and our 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.

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

Independent auditors' report

To the members of Zynga Game Ireland Limited

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 period ended for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report 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 of directors' remuneration and transactions 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.

Respective responsibilities

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 8, 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 a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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.

Independent auditors' report

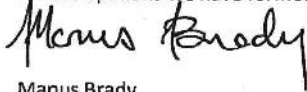
To the members of Zynga Game Ireland Limited

A further description of our responsibilities for the audit of the financial statements is located on the IAASA's website at: http://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/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 opinions we have formed.



Manus Brady

For and on behalf of

Xeinadin Audit Ireland Limited
Chartered Accountants and Statutory Audit Firm
74 Northumberland Road
Ballsbridge
Dublin 4

Date: 12 January 2026

Zynga Game Ireland Limited

Income statement

For the year ended 31 March 2025

		31 March 2025	31 March 2024
	<i>Notes</i>	\$	\$
<i>Turnover</i>	5	1,153,967	1,102,236
Cost of sales		—	—
Gross profit		1,153,967	1,102,236
Administrative expenses		(1,099,016)	(1,049,749)
<i>Operating profit</i>		54,951	52,487
Other expenses		—	—
Interest income / (expense) - net	8	39,600	54,808
Foreign exchange gain / (loss)		(18,112)	7,388
Impairment of investments		—	(652)
<i>Profit before taxation</i>		76,439	114,031
Tax charged on loss / (profit) on ordinary activities	9	(248,121)	40,107
<i>Profit for the financial year</i>		(171,682)	154,138

All income and expenditure pertain to continuing operations. There was no other comprehensive income or expenditure in either year

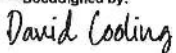
Zynga Game Ireland Limited


Statement of financial position

As at 31 March 2025

		At 31 March 2025	At 31 March 2024
	Notes	\$	\$
Fixed assets			
Tangible assets		11,430	16,314
Financial assets	4	11,889,809	11,889,809
Total fixed assets		11,901,239	11,906,123
Current assets			
Debtors	10	36,766,268	36,772,514
Cash at bank	11	2,192,840	2,510,868
Total current assets		38,959,108	39,283,382
Creditors: amounts falling due within one year	14	(6,475,025)	(6,632,501)
Net current assets		32,484,083	32,650,881
Net assets		44,385,322	44,557,004
Capital and reserves			
Called up share capital presented as equity		1,366	1,366
Capital reserves		75,811,013	75,811,013
Other reserves		1,914,083	1,914,083
Profit and loss account (deficit)		(33,341,140)	(33,169,458)
Total equity shareholders' funds		44,385,322	44,557,004

These financial statements were approved by the Board of Directors and are signed on its behalf by:

DocuSigned by:

 EFA5D1D7789549A...
 Director
 Date: January 12, 2026

DocuSigned by:

 1C9DE9C49112432...
 Director
 Date: January 12, 2026

Zynga Game Ireland Limited

Statement of changes in equity

For the year ended 31 March 2025

	Number of shares	Called up Share Capital as equity \$	Capital reserves \$	Other reserves \$	Profit and Loss Account (deficit) \$	Total \$
31 March 2023	1,000	1,366	75,811,013	1,939,811	(33,323,596)	44,428,594
Loss for the period	—	—	—	—	154,138	154,138
Share based payment charge	—	—	—	47,421	—	47,421
Share based payment recharge	—	—	—	(73,149)	—	(73,149)
	—	—	—	—	—	—
31 March 2024	1,000	1,366	75,811,013	1,914,083	(33,169,458)	44,557,004
Profit for the year	—	—	—	—	(171,682)	(171,682)
Share based payment charge	—	—	—	57,338	—	57,338
Share based payment recharge	—	—	—	(57,338)	—	(57,338)
	—	—	—	—	—	—
31 March 2025	1,000	1,366	75,811,013	1,914,083	(33,341,140)	44,385,322

Notes to the financial statements

For the year ended 31 March 2025

1. Corporate Information

Zynga Game Ireland Limited ("the Company") is a limited company incorporated and domiciled in Ireland. The registered office of the Company is located at 5th Floor 40 Mespil Road, Dublin 4, Ireland. The Company is a service company for its parent company Zynga Inc., who develop, market and operate online games played on mobile platforms (such as Apple iOS and Google Android) and web platforms (such as Facebook). As of 31 March, 2022, the Company relies on financial support from its parent company, Zynga Inc., through a cost plus arrangement.

The registered office of the parent company, Zynga Inc., is located at 1200 Park Pl, San Mateo, CA 94403, United States of America. On 23 May 2022, Take-Two Interactive ("TTWO") acquired Zynga Inc. and is now the ultimate parent company. TTWO is located at 110 W. 44th Street, New York, NY 10036, United States of America

2. Accounting policies

2.1 Statement of Compliance

These financial statements are prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") and the Companies Act 2014.

The results of the Company are included in the consolidated financial statements of Take Two Interactive ("TTWO") a company incorporated in USA, which are available from its registered office located at 110 West 44th Street, New York, NY 10036, United States of America.

2.2 Basis of preparation

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 March 2025. The Company has taken advantage of the following disclosure exemptions under FRS 101:

- The requirements of paragraph 45(b) and 46-52 of IFRS 2 *Share based Payment* because the share based payment arrangement concerns the instruments of the ultimate parent company, TTWO;
- The requirements of IFRS 7 *Financial Instruments: Disclosures*;
- The requirements of paragraphs 91-99 of IFRS 13 *Fair Value Measurement*;
- The requirement in paragraph 38 of IAS 1 *Presentation of Financial Statements* to present comparative information in respect of paragraph 79(a)(iv) of IAS 1;
- The requirements of paragraphs 10(d), 10(f), 39(c) and 134-136 of IAS 1 *Presentation of Financial Statements*;
- The requirements of IAS 7 *Statement of Cash Flows*;
- The requirements of paragraphs 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*;
- The requirements of paragraph 17 of IAS 24 *Related Party Disclosures*;
- The requirements in IAS 24 *Related Party Disclosures* to disclose related party 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 requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 *Impairment of Assets*; and
- The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15: *Revenue from Contracts with Customers*.

The financial statements of the Company are presented in US dollars ("US\$"), which represents the functional currency of the Company as it is the currency of the primary economic environment in which the entity operates. The financial statements have been prepared on a historical cost.

Notes to the financial statements (continued)

For the year ended 31 March 2025

2. Accounting policies (continued)

2.2 Basis of preparation (continued)

The preparation of financial statements in conformity with FRS 101 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and income and expenses. 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 year in which the estimate is revised if the revision affects only that year or in the year of the revision and future years if the revision affects both current and future periods. The key estimates and judgements that have had the most significant effects on amounts recognised in the financial statements are listed in note 3 below.

2.3 Going concern

To the best of the directors' current knowledge company has the ability to continue as a going concern. The directors have formed this view on the basis that the Company's ultimate parent undertaking, TTWO, has indicated that it will continue to provide financial support to the Company for a period of at least twelve months from the date of approval of these financial statements to enable the Company to meet its liabilities as and when they fall due to enable it to continue in operational existence for the foreseeable future.

2.4 Consolidation

The Company has availed the exemption in Section 299 of the Companies Act 2014 from preparing and delivering consolidated financial statements. The results of the Company and all of its subsidiaries are included in the consolidated financial statements of its ultimate parent, TTWO, which have been prepared in accordance with US GAAP. The consolidated financial statements are available from 110 West 44th Street, New York, NY 10036, United States of America.

These financial statements present information about the Company as an individual undertaking and not about its group.

2.5 Foreign currency translation

Transactions denominated in a currency other than the functional currency are translated into the functional currency using exchange rates prevailing on transaction dates. Foreign exchange gains and losses resulting from the settlement of such transactions, and on translation of monetary assets and liabilities denominated in currencies other than the functional currency at year-end exchange rates, are recognised in the Income Statement.

2.6 Investments

Investments in subsidiary undertakings are shown at cost in the financial statements unless they are impaired in which case they are recorded at their recoverable amount. The recoverable amount is measured as the higher of fair value less costs of disposal or value in use. If either the fair value less cost of disposal or the value in use is above the carrying amount of the investment, no impairment has occurred. If the fair value less cost of disposal cannot be determined, then the recoverable amount is the value in use. Determining the value in use of an investment requires estimates of future cash flows, timing of those future cash flows, interest rates, and cost of capital.

Notes to the financial statements (continued)

For the year ended 31 March 2025

2. Accounting policies (continued)

2.7 Impairment of non-financial assets

At each reporting date the Company assesses whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the assets recoverable amount. The Company determines the recoverable amount based on the higher of the asset's fair value less cost to sell and its value in use, for individual assets. Where an individual asset does not generate cash inflows that are largely independent of those from other assets, the Company determines the fair value less cost to sell and value in use of that group of assets, or Cash Generating Unit ("CGU"). Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

2.8 Financial assets

Trade and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than twelve months after the end of the reporting period. These are classified within non-current assets. Trade and other receivables are carried at amortised cost using the effective interest method. Gains and losses are recognised in the Income Statement when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

2.9 Financial liabilities

The Company determines the classification of its financial liabilities at initial recognition.

Trade and other payables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method.

The Company's financial liabilities included trade and other payables and other non-current liabilities.

2.10 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

2.11 Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all-debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

2.12 Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Notes to the financial statements (continued)

For the year ended 31 March 2025

2. Accounting policies (continued)

2.13 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, if it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the Income Statement, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, risks specific to the liability. Where discounting is used, increases in the provision due to the passage of time are recognised as interest expenses.

2.14 Trade and other payables and other non-current liabilities

Trade and other payables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method where the effect of the passage of time is material.

2.15 Cost of sales

The primary cost of sales incurred by the Company relates to platform and payment processing fees from the third-party payment platforms and royalty expense for licensing brands, properties and other licensed content from third parties for use in the Company's games. Cost of sales is recorded on an accruals basis.

2.16 Share-based payment

The Company does not issue its own shares to employees or other parties. However, employees can and do participate in share purchase programs of the ultimate parent company, TTWO. Employees of the Company participate, or are entitled to participate, in an equity incentive plan whereby employees render services in exchange for rights over shares. The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employee becomes fully entitled to the stock units (the vesting date). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. No expense is recognised for stock units that do not ultimately vest, except for units where vesting is conditional upon a market condition, which are treated as vested irrespective of whether or not the market conditions are satisfied, provided that all other performance conditions are satisfied.

Where the terms of an equity-settled stock unit are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee as measured at the date of modification.

2.17 Taxes

Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rate and tax laws used to compute the amount are those enacted or substantively enacted by the Statement of Financial Position date.

Deferred tax

Deferred income tax is provided using the liability method and calculated from temporary differences at the Statement of Financial Position date between the tax base of assets and liabilities and their carrying amount for financial reporting purposes.

Notes to the financial statements (continued)

For the year ended 31 March 2025

2. Accounting policies (continued)

2.17 Taxes (continued)

Deferred tax (continued)

Deferred tax liabilities are recognised for all taxable temporary differences, except where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting, nor taxable, profit or loss.

Deferred income tax assets are recognised for all deductible temporary differences and carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary difference and the carry-forward of unused tax credits and unused tax losses can be utilised, except where the deferred tax assets relate to deductible temporary differences from initial recognition of an asset or liability in a transaction that is not a business combination, and, at the time of the transaction, affects neither accounting, nor taxable, profit or loss.

The carrying amount of deferred income tax assets is reviewed at each Statement of Financial Position date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to utilise the deferred income tax asset.

Unrecognised deferred income tax assets are reassessed at each Statement of Financial Position date and are recognised to the extent it is probable that future taxable profit will enable the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rate expected to apply in the year when the assets are realised or liabilities settled, based on tax rates and tax laws that have been enacted or substantively enacted at the Statement of Financial Position date.

Income tax relating to items recognised directly in equity is recognised in equity and not in the Income Statement. Deferred tax assets and deferred tax liabilities are offset where legally enforceable set off rights exist.

3. Key estimates and judgement

Contingent liabilities

Contingent liabilities are potential liabilities that arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Provisions for liabilities are recorded when a loss is considered probable and can be reasonably estimated. The determination of whether or not a provision should be recorded for any potential liabilities is based on management's judgement.

Estimates

Estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Because of inherent uncertainties in this evaluation process, actual results may be different from originally estimated amounts. In addition, significant estimates are involved in the determination of revenue recognition, impairments, provisions related to taxes, and litigation risks, when present. These estimates are subject to change as new information becomes available and may significantly affect future operating results.

For the Company's critical accounting estimates reference is made to the relevant individual notes to these financial statements, more specifically note 4—Financial assets; note 9—Taxation; note 10—Debtors; note 13—Share based payment; and note 15—Commitments and contingencies.

Zynga Game Ireland Limited

Notes to the financial statements (continued)

For the year ended 31 March 2025

4. Financial assets

	\$
As at 31 March 2024	11,889,809
As at 31 March 2025	11,889,809

The investments consist of the ownership of the companies detailed below:

Name of the subsidiary	Country	Holdings at 31 March 2025
Zynga Game Network India Pvt. Limited	India	100.00%
Zynga Game Canada Limited	Canada	100.00%
Zynga Game Finland Oy	Finland	100.00%
Zynga Game Turkey Oyun AS	Turkey	100.00%

Zynga Game Network India Pvt. Limited

The registered office of Zynga Game Network India Pvt. Limited is located at 4th & 5th Floor, Prestige Falcon Tower, Municipal no 19, Brunton Rd, Craig Park Layout, Richmond Town, Bengaluru, Karnataka 560025, India.

Zynga Game Canada Limited

The registered office of Zynga Game Canada Limited is located at 110 Spadina Avenue, Toronto, Canada. Zynga Game Canada Limited transferred ownership from Zynga Game Holdings Limited to Zynga Game Ireland Limited in January 2016.

Zynga Game Finland Oy

The registered office of Zynga Game Finland Oy is located at Cleveland Street 30 W1T 4JD London United Kingdom.

Zynga Game Turkey Oyun AS

The registered office of Zynga Game Turkey Oyun AS is located at Acibadem Mahallesi Cecen Sokak No: 25A Uskudar, Istanbul Turkey.

Notes to the financial statements (continued)

For the year ended 31 March 2025

5. Turnover

The Company produces no revenues and relies on financial support from its parent company, Zynga Inc. through a cost plus arrangement.

6. (Loss) / profit on ordinary activities before taxation

The (loss) / profit on ordinary activities before taxation, all of which arises from continuing operations, is stated after charging:

	31 March 2025	31 March 2024
	\$	\$
Operating lease rentals - land and buildings	6,834	10,315
Auditor's remuneration	15,565	14,743
Directors' emoluments (Salary)	138,680	112,415
	<u>138,680</u>	<u>112,415</u>

Directors' remuneration for the year in respect of qualifying services amounted to \$138,680 (31 March 2024: \$112,415).

7. Employee related costs

The following employee related costs were included in general and administrative expenses.

	31 March 2025	31 March 2024
	\$	\$
Salaries	762,255	707,404
Shared-based compensation	57,338	47,421
Social welfare costs	92,353	87,521
Other employee related expenses	97,436	132,818
	<u>1,009,382</u>	<u>975,164</u>

The average number of permanent employees during the year ended 31 March 2025 was 11 (31 March 2024: 12) and was comprised of 11 administrative personnel (31 March 2024: 12).

Notes to the financial statements (continued)

For the year ended 31 March 2025

8. Interest income / (expense) - net

Interest income / (expense) - net mainly consists of interest income earned net of intercompany interest expenses payable and similar charges for the year ended 31 March 2025 (interest income earned net of intercompany interest expenses payable and similar charges for the period ended 31 March 2024).

9. Tax charged on profit on ordinary activities

As an Irish company, the Company is subject to all taxes applicable to an Irish limited company. The income tax charge for the period ended 31 March 2025 amounted to \$248,121 (31 March 2024: \$40,107) and is comprised of the following:

(a) Tax on profit on ordinary activities

The tax charge is made up as follows:

	31 March 2025	31 March 2024
	\$	\$
Current income tax:		
Irish corporation tax charge	20,477	17,971
Adjustment in respect of prior years	(23,038)	4,188
Withholding tax	250,682	(62,266)
Total current income tax	<u>248,121</u>	<u>(40,107)</u>
Deferred tax:		
Originating and reversal of temporary differences	—	—
Adjustment in respect of previous periods	—	—
Total deferred tax	<u>—</u>	<u>—</u>
Total income tax expense	<u><u>248,121</u></u>	<u><u>(40,107)</u></u>

Zynga Game Ireland Limited

Notes to the financial statements (continued)

For the year ended 31 March 2025

(b) Factors affecting the tax charge for the year

The tax assessed for the year differs from the standard rate of corporation tax in Ireland of 12.5%. The differences are explained below;

	31 March 2025	31 March 2024
	\$	\$
Profit on ordinary activities before tax	76,439	114,031
Irish corporation tax at 12.5%	9,555	14,254
<i>Effects of:</i>		
Expenses not deductible for tax purposes	(3,299)	(8,393)
Adjustment in respect of previous years	(23,038)	3,406
Adjustment of other items	14,221	12,892
Other (WHT)	250,682	(62,266)
Tax charge for the year	<u>248,121</u>	<u>(40,107)</u>

(c) Factors that may affect future tax charges

The tax charge in future periods may be affected by any changes to the corporation tax rates in force in the Republic of Ireland.

10. Debtors

	31 March 2025	31 March 2024
	\$	\$
Amounts owed by group undertakings	36,724,820	36,723,250
VAT receivable	5,901	1,058
Prepayments and other assets	186	8,895
Taxation	35,361	39,311
	<u>36,766,268</u>	<u>36,772,514</u>

Notes to the financial statements (continued)

For the year ended 31 March 2025

11. Cash at bank

	31 March 2025	31 March 2024
	\$	\$
Cash at bank in US dollars	1,702,820	2,286,328
Cash at bank in Euros	490,020	224,540
Total	<u>2,192,840</u>	<u>2,510,868</u>

12. Called up share capital and capital reserves

During the year ended 31 March 2025, the Company received no capital contributions from its parent company (31 March 2024: nil).

'Other reserves' in equity relate to the vesting of TTWO Stock Units ("RSUs") which are held by the Company's employees (see note 13 for additional information on the Company's equity plan).

13. Share-based payment

2011 Equity Incentive Plan (previously the 2007 Equity Incentive Plan)

All Zynga group employees receive a grant of RSUs, subject to TTWO Board of Directors approval. Upon vesting, the RSUs are settled in shares of the Company's ultimate parent, TTWO. For RSUs awarded prior to 15 December 2011, two vesting requirements must be satisfied on or before the expiration date (seven years from the vesting start date) in order for a RSU to vest: a time and service-based requirement (the "Time-Based Requirement") and a "Liquidity Event Requirement". RSUs awarded after 15 December 2011 contain the same expiration period and Time-Based Requirement, but are not subject to the Liquidity Event Requirement. RSUs will not vest (in whole or in part) unless all vesting requirements are satisfied on or before the expiration date.

The Time-Based Requirement will be satisfied in instalments as to the RSUs as follows: (1) the requirement will be satisfied as to twenty-five percent (25%) of the total number of RSUs subject to the award on the one year anniversary of the vesting start date, and (2) on each subsequent three month anniversary of the vesting start date (continuing for three years from the one year anniversary of the vesting start date) an additional 1/16th of the total number of RSUs will vest.

The fair value of RSUs awarded during the year was determined using the grant date fair value of one share of TTWO.

During the year ended 31 March 2025 the Company recognised \$57,338 (31 March 2024: \$47,421).

Notes to the financial statements (continued)

For the year ended 31 March 2025

14. Creditors: amounts falling due within one year

	31 March 2025	31 March 2024
	\$	\$
Amounts owed to group undertakings	6,284,510	6,497,724
Accrued expenses	107,336	27,902
Trade payables	658	18,185
Withholding tax payable and other taxes	23,975	30,144
Other current liabilities	58,546	58,546
	<u>6,475,025</u>	<u>6,632,501</u>

15. Commitments and contingencies

As at 31 March 2025, the Company was not involved in any litigation. It had no capital expenditures commitments and no contingent assets. As at 31 March 2025, operating lease commitments amounted to Nil (31 March 2024: US\$Nil).

16. Related party transactions

The Company has availed of the exemption provided in FRS 101.8(k) whereby transactions entered into between two or more members of a group of companies are not required to be disclosed, provided that any subsidiary undertaking which as a party to the transaction is a wholly owned member of that group.

17. Financial risk management

Terms, conditions and risk management policies

The Company's primary risk exposure relates to foreign currency, credit and liquidity risks that arise in the normal course of the Company's business. The Company analyses each of these risks individually as well as on an interconnected basis and defines and implements strategies to manage the economic impact on its performance in line with its financial risk management policy. Zynga's risk management strategies may include the use of derivatives. Zynga's policy prohibits the use of such derivatives in the context of speculative trading.

Foreign currency risk

The Company, whose functional currency is the US dollar, operates in Ireland and generates transactions in currencies other than US dollar and is therefore exposed to foreign exchange risk. The Company seeks to reduce its foreign currency exposure through a policy of matching, as far as possible, assets and liabilities denominated in foreign currencies.

Credit risk

Financial instruments, which potentially expose the Company to concentrations of credit risk, consist primarily of cash at bank and amounts owed by group undertakings. Substantially all cash at bank are maintained with two financial institutions with good credit standings.

Accounts receivables are unsecured and represent amounts due to the Company based on contractual obligations where a signed and executed contract or click-through agreement exists. The Company performs ongoing credit evaluations of its customers to assess the probability of accounts receivable collection. In cases where the Company is aware of circumstances that may impair a specific customer's ability to meet its financial obligations, a specific allowance as a reduction to the accounts receivable balance is recorded to reduce it to its net realisable value.

Zynga Game Ireland Limited

Notes to the financial statements (continued)

For the year ended 31 March 2025

18. Important events since the period end

The complicated international situation that has arisen in recent months, related to tension between the Republic of Ukraine and the Russian Federation, has resulted in the imposition of economic sanctions on the Russian Federation and increased uncertainties in the global market. There has been no impact to the Company, however the situation will continue to be monitored as it evolves.

19. Approval of the financial statements

The financial statements were approved and authorised for issue by the board of directors on the date of :

12 January 2026