

# Chanelle Holdco 1 Limited

Directors' report and financial statements

**Year ended 30 April 2025**

***Registered number: 720142***

# Chanelle Holdco 1 Limited

## Directors' report and financial statements

<i>Contents</i>	<i>Page</i>
Directors and other information	1
Directors' report	2 - 3
Statement of directors' responsibilities in respect of the directors' report and the financial statements	4
Independent auditor's report to the members of Chanelle Holdco 1 Limited	5 - 7
Profit and loss account	8
Statement of financial position	9
Statement of changes in equity	10
Notes to the financial statements	11 - 15

# Chanelle Holdco 1 Limited

## Directors and other information

<b>Directors</b>	Angelo Gatto Aubrey Mulveen
<b>Company secretary</b>	Aubrey Mulveen
<b>Registered office</b>	IDA Industrial Estate Dublin Road Loughrea Co. Galway
<b>Independent auditor</b>	KPMG Chartered Accountants Dockgate Dock Road Galway
<b>Bankers</b>	Bank of Ireland 40 Mespil Road Dublin 4 D04 C2N4 Ireland
<b>Solicitor</b>	Arthur Cox Ten Earlsfort Terrace Dublin 2 Ireland
<b>Company registration number</b>	720142

# Chanelle Holdco 1 Limited

## Directors' report

The directors present their directors' report and financial statements for the financial year ended 30 April 2025.

### Principal activity

The company is an investment holding company.

### Results and dividends

The results of the company for the year are set out in the profit and loss account on page 8 and in the related notes. The assets, liabilities and financial position of the company are set out in the statement of financial position on page 9.

The directors do not recommend the payment of a dividend (2024: €30,000,000).

### Directors and secretary and their interests

The names of the persons who at any time during the financial year, were directors are set out below. Except where indicated, they served as directors for the entire year:

Aubrey Mulveen  
Angelo Gatto (appointed 3 December 2024)  
Kara Walsh (resigned 26 August 2025)

On 26 August 2025, Kara Walsh resigned as company secretary and, on the same date, Aubrey Mulveen was appointed in her place.

The directors and secretary who held office at 30 April 2025 had no interests in the shares in, or debentures or loan stock of, the company or group companies.

### Political contributions

The company made no political contributions nor incurred any political expenditure during the year.

### Post statement of financial position events

There were no material post balance sheet events which would require adjustment to or disclosure in the financial statements.

### Accounting records

The directors believe that they have complied with the requirements of Sections 281 to 285 of the Companies Act 2014 with regard to adequate accounting records by employing accounting personnel with appropriate expertise and by providing adequate resources to the financial function. The accounting records of the company are maintained at IDA Industrial Estate, Dublin Road, Loughrea, Co. Galway.

### Relevant audit information

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

# Chanelle Holdco 1 Limited

## Directors' report *(continued)*

### **Auditor**

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

On behalf of the board



Aubrey Mulveen  
Director



Angelo Gatto  
Director

17<sup>th</sup> October 2025

# Chanelle Holdco 1 Limited

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

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

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

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

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

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

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

On behalf of the board



Aubrey Mulveen  
Director



Angelo Gatto  
Director

17th October 2025



**KPMG**

Audit  
Dockgate  
Dock Road  
Galway  
H91 V6RR  
Ireland

## Independent auditor's report to the members of Chanelle Holdco 1 Limited

### Report on the audit of the financial statements

#### **Opinion**

We have audited the financial statements of Chanelle Holdco 1 Limited ("the company") for the year ended 30 April 2025 set out on pages 8 to 15, which comprise the profit and loss account, the statement of financial position, the statement of changes in equity and related notes, 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, including its Section 1A.

In our opinion:

- the financial statements give a true and fair view of the assets, liabilities and financial position of the company as at 30 April 2025 and of its result for the year then ended;
- the financial statements have been properly prepared in accordance with FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*, including its Section 1A; and
- the financial statements have been properly prepared in accordance with the requirements of the Companies Act 2014.

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with 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.



## Independent auditor's report to the members of Chanelle Holdco 1 Limited (continued)

### Report on the audit of the financial statements (continued)

#### **Other information**

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

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

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

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements; and
- in our opinion, those parts of the directors' report specified for our review, which does not include sustainability reporting when required by Part 28 of the Companies Act 2014, have been prepared in accordance with the Companies Act 2014.

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

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

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

#### **Matters on which we are required to report by exception**

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

#### **Respective responsibilities and restrictions on use**

##### **Responsibilities of directors for the financial statements**

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



Independent auditor's report to the members of Chanelle Holdco 1 Limited  
(continued)

**Respective responsibilities and restrictions on use (continued)**

***Auditor's responsibilities for the audit of the financial statements***

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

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

***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.

Laurence May

**for and on behalf of  
KPMG**

**Chartered Accountants, Statutory Audit Firm**

Dockgate  
Dock Road  
Galway  
H91 V6RR

21 October 2025

# Chanelle Holdco 1 Limited

## Profit and loss account for the year ended 30 April 2025

	<i>Note</i>	<b>2025</b> €	2024 €
Income from shares in group undertakings		-	30,000,000
		<hr/>	<hr/>
<b>Profit before taxation</b>	<b>3</b>	-	30,000,000
Tax on profit		-	-
		<hr/>	<hr/>
<b>Profit for the financial year</b>		-	30,000,000
		<hr/> <hr/>	<hr/> <hr/>

# Chanelle Holdco 1 Limited

## Statement of financial position as at 30 April 2025

	Note	2025 €	2024 €
<b>Fixed assets</b>			
Financial assets	4	<u>1,011,950</u>	<u>1,011,948</u>
<b>Current assets</b>			
Debtors	5	30,000,000	30,000,000
Creditors: amounts falling due within one year	6	<u>(30,000,002)</u>	<u>(30,000,000)</u>
<b>Net assets</b>		<u><u>1,011,948</u></u>	<u><u>1,011,948</u></u>
<b>Equity and reserves</b>			
Called up share capital presented as equity		1,398	1,398
Capital contribution		<u>1,010,550</u>	<u>1,010,550</u>
<b>Shareholder's equity</b>		<u><u>1,011,948</u></u>	<u><u>1,011,948</u></u>

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

On behalf of the board



Aubrey Mulveen  
Director



Angelo Gatto  
Director

17<sup>th</sup> October 2025

# Chanelle Holdco 1 Limited

## Statement of changes in equity for the year ended 30 April 2025

	Share capital €	Profit and loss account	Capital contribution €	Total equity €
<b>Balance at 30 April 2023</b>	1,398	-	1,010,550	1,011,948
<i>Total comprehensive income for the year</i>				
Profit for the financial year	-	30,000,000	-	30,000,000
<i>Transactions with owners, recorded directly in equity</i>				
Dividends declared and paid	-	(30,000,000)	-	(30,000,000)
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Balance at 30 April 2024</b>	1,398	-	1,010,550	1,011,948
<i>Total comprehensive income for the year</i>				
Result for the financial year	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Balance at 30 April 2025</b>	<b>1,398</b>	<b>-</b>	<b>1,010,550</b>	<b>1,011,948</b>
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

# Chanelle Holdco 1 Limited

## Notes

*to the financial statements*

### **1 General information**

Chanelle Holdco 1 Limited (“the company”) is a private company limited by shares incorporated, domiciled and registered in the Republic of Ireland. The registered office of the company is IDA Industrial Estate, Dublin Road, Loughrea, Co. Galway and its company registration number is 720142.

### **2 Summary of significant accounting policies**

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

#### **Basis of preparation**

These financial statements were prepared in accordance with the provisions of Section 1A *Small Entities* of Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (“FRS 102”). There have been no material departures from that Standard. The functional currency of the company and the presentation currency of these financial statements is Euro.

The company is exempt by virtue of Section 300 of the Companies Act 2014 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

#### **Measurement convention**

The financial statements are prepared on the historical cost basis.

#### **Going concern**

The financial statements have been prepared on a going concern basis. In the opinion of the directors, no material undertaking exists which may cast significant doubt on the company’s ability to continue operating as a going concern.

#### **Financial assets**

Investments in subsidiaries are carried at cost less impairment.

#### **Basic financial instruments**

##### ***Trade and other debtors/creditors***

Trade and other debtors are recognised initially at transaction price plus attributable transaction costs.

Trade and other creditors are recognised initially at transaction price less attributable transaction costs.

Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade and other debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

# Chanelle Holdco 1 Limited

## Notes (continued)

### 2 Summary of significant accounting policies (continued)

#### Dividend income and dividend paid

Dividends paid are recognised in the period in which they are approved by the company's shareholders, or in the case of an interim dividend, when it has been approved by the board of directors. Dividends declared after the balance sheet date are disclosed and presented as a separated component of retained earnings at the end of the period.

Dividend income is recognised in the profit and loss account on the date the company's right to receive payments is established.

#### Provisions

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the company treats the guarantee contract as a contingent liability until such time as it becomes probable that the company will be required to make a payment under the guarantee.

#### Cash flow statement

The company has availed of the exemption contained in Section 1A of FRS 102 and as a result has elected not to prepare a cash flow statement or its related notes.

#### Related party transactions

The company discloses transactions with related parties which comprise directors, directors of the holding company and non-wholly owned subsidiaries within the same group. It does not disclose transactions with members of the same group that are wholly owned.

### 3 Employees

The company had no employees during the period (2024: None). Directors' remuneration is paid by a fellow group company. Management has estimated that €5,371 of the total group's directors' remuneration could apply to the company (2024: €7,167).

### 4 Financial fixed assets

	<b>Investments in subsidiaries €</b>
<b>Cost</b>	
Balance at 1 May 2024	1,011,948
Additions	2
	<hr/>
<b>Balance at 30 April 2025</b>	<b>1,011,950</b>
	<hr/> <hr/>

On 21 February 2025, the company incorporated a wholly owned subsidiary, Chanelle Portugal Unipessoal Lda, in Portugal for the provision of support services to group companies.

# Chanelle Holdco 1 Limited

## Notes (continued)

### 4 Financial fixed assets (continued)

Name of entity	Registered office	Nature of business	Class of shares held	Ownership % 2025	Ownership % 2024
Chanelle Medical Unlimited Company	IDA Industrial Estate Dublin Road Loughrea, Co. Galway, Ireland	Sale of human pharmaceutical products	100 A ordinary shares of €1.269738 each; 1,001 ordinary shares of €1.269738 each	100%	100%
Chanelle Veterinary UK Limited	483 Green Lanes London N13 4BS United Kingdom	Wholesale of veterinary products	4 ordinary shares of £1 each	100%	100%
Chanelle Portugal, Unipessoal Lda	Sarcol – Work & Balance, Escritório N1.1-1.2, Rua do Tronco, no. 375, 4465-275 São Mamede de Infesta, Matosinhos, Porto, Portugal	Provision of support services	1 ordinary share of €2	100%	-

In the opinion of the directors, the shares in the company's subsidiary undertakings are worth at least the amounts at which they are stated in the statement of financial position.

<b>5 Debtors:</b> amounts falling due within one year	<b>2025</b>	2024
	€	€
Loan note receivable from group undertaking (note 7)	<b>30,000,000</b>	30,000,000
	=====	=====
<b>6 Creditors:</b> amounts falling due within one year	<b>2025</b>	2024
	€	€
Loan note payable to group undertaking (note 7)	<b>30,000,000</b>	30,000,000
Amounts owed to subsidiary undertaking (note 7)	<b>2</b>	-
	=====	=====
	<b>30,000,002</b>	30,000,000
	=====	=====

# Chanelle Holdco 1 Limited

Notes (continued)

## 7 Related party transactions

The company discloses transactions with related parties which comprise directors, directors of the holding company and non-wholly owned subsidiaries within the same group. It does not disclose transactions with members of the same group that are wholly owned.

The following balances were owed by and to entities under common control:

	<b>Debtors outstanding 2025 €</b>	Debtors outstanding 2024 €
Chanelle Medical Unlimited Company	<b>30,000,000</b>	30,000,000
	<hr/> <hr/>	<hr/> <hr/>
	<b>Creditors outstanding 2025 €</b>	Creditors outstanding 2024 €
Chanelle Holdco 3 Limited	<b>30,000,000</b>	30,000,000
Chanelle Portugal, Unipessoal Lda	<b>2</b>	-
	<hr/> <hr/>	<hr/> <hr/>
	<b>30,000,002</b>	30,000,000

## 8 Capital commitments and contingencies

### Capital commitments

The company had no capital or other commitments as at 30 April 2025 (2024: €Nil).

### Contingencies

The company is a guarantor in respect of the group's banking facility. Pursuant to a debenture, the group's bankers have a charge over the shares and related rights of the company, and all monies held by the company, together with the benefit of all licences, consents and agreements held by the company.

## 9 Holding undertaking of smallest group preparing group financial statements

The smallest group in which the results of the company are consolidated is that headed by Herriot Pharma UK Topco Limited, incorporated in England & Wales, with a registered office address at 30 Broadwick Street, London W1F 8JB, United Kingdom.

## 10 Events after end of reporting year

There were no material post balance sheet events which would require adjustment to or disclosure in the financial statements.

# Chanelle Holdco 1 Limited

Notes *(continued)*

## **11 Approval of financial statements**

The financial statements were approved and authorised for issue by the board of directors on 17 October 2025.