
2NIGHT ENTERTAINMENT LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2023

2NIGHT ENTERTAINMENT LIMITED

COMPANY INFORMATION

Directors	Simone Tomaello Giorgio Alessandro Maria Govi
Company secretary	Giorgio Alessandro Maria Govi
Registered number	463644
Registered office	Suite 18 Castle House Mullingar County Westmeath N91 C596
Trading Address	Suite 18 Castle House Mullingar County Westmeath N91 C596
Independent auditors	Patrick Lane & Co. Chartered Accountants & Statutory Auditors 69 Main Street Blackrock County Dublin A94 N6D0
Bankers	Bank of Ireland Dublin 2 D02 HF62

2NIGHT ENTERTAINMENT LIMITED

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2NIGHT ENTERTAINMENT LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 30 JUNE 2023

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

Irish company law requires the directors to prepare the financial statements for each financial year. Under the law, the directors have elected to prepare the financial statements in accordance with the Companies Act 2014.

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 for the financial year end date, of the profit or loss for that 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 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 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in Republic of Ireland governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

On behalf of the board 11 December 2025

Simone Tomaello
Director

Giorgio Alessandro Maria Govi
Director

2NIGHT ENTERTAINMENT LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 2NIGHT ENTERTAINMENT LIMITED

Report on the audit of the financial statements

Opinion

We have audited the financial statements of 2Night Entertainment Limited (the 'Company') for the year ended 30 June 2023, which comprise the Profit and Loss Account and the Balance Sheet and the notes to the financial statements, including a 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 105 'The Financial Reporting Standard applicable to the Micro-entities Regime' issued in the United Kingdom by the Financial Reporting Council.

In our opinion, the financial statements:

- meet the requirements to be presumed under Section 336(3A) of the Companies Act 2014 to give a true and fair view of the assets, liabilities and financial position of the Company as at 30 June 2023 and of its loss for the year then ended;
- have been properly prepared in accordance with Financial Reporting Standard 105 'The Financial Reporting Standard applicable to the Micro-entities Regime'; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014 applicable to micro companies.

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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard for Auditors (Ireland) 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.

Other matter - application of true and fair view

The financial statements have been prepared under the micro companies regime which does not require the directors or the auditors to consider the inclusion of any disclosures necessary to give a true and fair view where these go beyond the minimum disclosures required by the Companies Act 2014 as applied to micro companies.

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.

2NIGHT ENTERTAINMENT LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 2NIGHT ENTERTAINMENT LIMITED (CONTINUED)

Opinion on other matters prescribed by the Companies Act 2014

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

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by sections 307 and 308 of the Act are not made. We have nothing to report in this regard.

Respective responsibilities and restrictions on use

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement on page , the directors are responsible for the preparation of the financial statements and for being satisfied that they comply with FRS 105 'The Financial Reporting Standard applicable to the Micro-entities Regime', and the legal requirements applicable to micro company financial statements, and are thereby presumed, in law, to give a true and fair view. The financial statements are presumed, in law, to give a true and fair view without any consideration of any other circumstances, factors, accounting principles or disclosures. The financial reporting framework applicable to micro companies is a compliance framework and not a fair presentation framework. The directors are responsible 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 the management either intends to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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

A further description of our responsibilities for the audit of the financial statements is located on the IAASA's website at: <http://www.iaasa.ie>. This description forms part of our Auditors' Report.

2NIGHT ENTERTAINMENT LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 2NIGHT ENTERTAINMENT LIMITED
(CONTINUED)**

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

This 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 Auditors' 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.

Patrick Lane

for and on behalf of
Patrick Lane & Co.

Chartered Accountants
Statutory Auditors

69 Main Street
Blackrock
County Dublin
A94 N6D0

11 December 2025

2NIGHT ENTERTAINMENT LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2023

	Note	2023 €	2022 €
Other expenses		(1,680)	(1,711)
Loss		(1,680)	(1,711)

2NIGHT ENTERTAINMENT LIMITED

**BALANCE SHEET
AS AT 30 JUNE 2023**

	2023	2022
	€	€
Current assets	355	535
Creditors: amounts falling due within one year	(139,722)	(138,222)
Net current liabilities	(139,367)	(137,687)
Total assets less current liabilities	(139,367)	(137,687)
Net liabilities	(139,367)	(137,687)
Capital and reserves	(139,367)	(137,687)
Appropriation of Profit and loss account		
	2023	2022
	€	€
Profit and loss account brought forward at the beginning of the year	(138,687)	(136,976)
Other movement in the profit and loss account	(1,680)	(1,711)
Profit and loss account carried forward at the end of the year	(140,367)	(138,687)

These financial statements have been prepared in accordance with the micro-companies regime.

The financial statements were approved and authorised for issue by the board on 11 December 2025.

Simone Tomaello
Director

Giorgio Alessandro Maria Govi
Director

The notes on pages 7 to 11 form part of these financial statements.

Auditors' Report pages 2 to 4.

2NIGHT ENTERTAINMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

1. General information

2Night Entertainment Limited is a company limited by shares incorporated in the Republic of Ireland under the number 463644 and having a registered address at Suite 18, Castle House, Castle Street, Mullingar, County Westmeath, N91 C596.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared in accordance with Financial Reporting Standard 105 'The Financial Reporting Standard applicable to Micro-entities Regime' and Irish statute comprising of the Companies Act 2014.

The following principal accounting policies have been applied:

2.2 Going concern

The financial statements of the company have been prepared on the going concern basis for the year ended 30 June 2023. The parent company will continue to provide financial assistance to enable the company continue as a going concern for the foreseeable future.

2.3 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is Euros.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

2NIGHT ENTERTAINMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.5 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at transaction price, being the amount loaned plus any material arrangement or legal fees. Subsequent measurement takes account of any repayments of principal and accrued interest, and reductions for impairment or uncollectability.

2.6 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.7 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers and are measured at the transaction price.

2NIGHT ENTERTAINMENT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2023**

3. Taxation

	2023	2022
	€	€
Total current tax	-	-
Deferred tax		
Total deferred tax	-	-
Tax on loss	-	-

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2022 - *the same as*) the standard rate of corporation tax in Ireland of 12.5% (2022 - 12.5%) as set out below:

	2023	2022
	€	€
Loss on ordinary activities before tax	(1,680)	(1,711)
Loss on ordinary activities multiplied by standard rate of corporation tax in Ireland of 12.5% (2022 - 12.5%)	(210)	(214)
Effects of:		
Unrelieved tax losses carried forward	210	214
Total tax charge for the year	-	-

Factors that may affect future tax charges

There are no significant factors which could affect the charge for taxation.

4. Cash and cash equivalents

	2023	2022
	€	€
Cash at bank and in hand	355	535
	355	535

2NIGHT ENTERTAINMENT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2023**

5. Creditors: Amounts falling due within one year

	2023	2022
	€	€
Amounts owed to group undertakings	136,617	136,617
Accruals	3,105	1,605
	<u>139,722</u>	<u>138,222</u>

6. Share capital

	2023	2022
	€	€
Authorised		
1,000,000 (2022 - 1,000,000) Ordinary shares of €1.00 each	<u>1,000,000</u>	<u>1,000,000</u>
Allotted, called up and fully paid		
1,000 (2022 - 1,000) Ordinary shares of €1.00 each	<u>1,000</u>	<u>1,000</u>

7. Appropriation of Profit and loss account

	2023	2022
	€	€
Profit and loss account brought forward at the beginning of the year	(138,687)	(136,976)
Other movement in the profit and loss account	(1,680)	(1,711)
Profit and loss account carried forward at the end of the year	<u>(140,367)</u>	<u>(138,687)</u>

8. Capital commitments

The company does not have capital commitments as at 30 June 2023.

9. Transactions with directors

There are no transactions with the directors and they are not in receipt of salaries.

10. Directors' personal guarantees

The directors have not given any personal guarantees on foot of borrowing agreements.

2NIGHT ENTERTAINMENT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2023**

11. Related party transactions

There were no related party transactions during the year ended 30 June 2023.

12. Post balance sheet events

There have been no significant events affecting the company since the financial year-end on 30 June 2023.

13. Controlling party

2Night Spa, a company incorporated in Italy is a 100% shareholder of the company. 2Night Spa is ultimately controlled by a company Total-e Srl, a company registered in Italy, which own 53% of the shareholding. The two directors, Mr Giorgio Alessandro Maria Govi and Mr Simone Tomaello own 22.2% each of the shareholding of Total-e Srl.

14. Approval of financial statements

The board of directors approved these financial statements for issue on 11 December 2025

2NIGHT ENTERTAINMENT LIMITED

DETAILED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2023

	2023 €	2022 €
Other Charges	(1,680)	(1,711)
Loss	(1,680)	(1,711)

2NIGHT ENTERTAINMENT LIMITED

SCHEDULE TO THE DETAILED ACCOUNTS
FOR THE YEAR ENDED 30 JUNE 2023

	2023 €	2022 €
Other charges		
Accountancy fees	1,500	1,500
Bank charges	180	212
Sundry expenses	-	(1)
	<u>1,680</u>	<u>1,711</u>