

Company Number 682586

AEON CRE UK 1 DESIGNATED ACTIVITY COMPANY

**Directors' Report and
Audited Financial Statements**

For the financial year ended 31 December 2024



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Aeon CRE UK 1 Designated Activity Company

Directors and other information

Directors	Joanna Taylor (Irish) Iwona Halpin (Irish)
Company Secretary/ Corporate Service Provider	Walkers Corporate Services (Ireland) Limited 5 th Floor, The Exchange Georges Dock IFSC Dublin 1 Ireland
Company Number	682586
Registered Office	5 th Floor, The Exchange Georges Dock IFSC Dublin 1 Ireland
Independent Auditor	Forvis Mazars Chartered Accountants and Statutory Audit Firm Block 3 Harcourt Centre Harcourt Rd Dublin 2, D02 A339 Ireland
Bankers, Paying Agent & Registrar	US Bank 5th Floor 125 Old Broad Street London EC2N 1AR United Kingdom
Legal Advisers	Walkers (Ireland) LLP 5th Floor The Exchange George's Dock Dublin 1 Ireland
Loan Servicers	Arbuthnot Latham & Co., Limited Arbuthnot House 7 Wilson Street London EC2M 2SN United Kingdom Assetz SME Capital Limited Assetz House Manchester Green 335 Styal Road Manchester M22 5LW United Kingdom Waypark Capital Limited 4 th Floor 17-19 Maddox Street London W1S 2QH United Kingdom

Directors' report

The directors present their report together with the audited financial statements for the financial year ended 31 December 2024 for Aeon CRE UK 1 Designated Activity Company (the "Company").

Directors and secretary and their interests

The names of the persons who were directors at any time during the financial year ended 31 December 2024 and subsequently are set out below:

Joanna Taylor
Morgan Sheehy (appointed 19 November 2020, resigned 08 July 2025)
Iwona Halpin (appointed 08 July 2025)

Walkers Corporate Services (Ireland) Limited was appointed secretary of the Company on 19 November 2020. The directors and their immediate relatives and the Company Secretary did not hold an interest in any shares of the Company as at 31 December 2024 or at any time during or since the financial year end.

Accounting records

The directors believe that they have complied with the requirements of Section 281 to 285 of the Companies Act 2014 with regard to maintaining adequate books and records by employing a service provider who employs accounting personnel with appropriate expertise and by providing adequate resources to the financial function. The Company's accounting records are maintained at 5th Floor, The Exchange, Georges Dock, IFSC, Dublin 1, Ireland.

Principal activities and future developments

The principal activity of the Company is the investment in a portfolio of mortgage loans (the "Portfolio") secured on commercial properties located in England and Wales. This activity was funded through the issuance of an uncommitted loan facility (the "Facility") and a profit participating note (the "PPN").

On 22 November 2024, Credit Suisse AG, Cayman Islands Branch ("Committed Support Lender") transferred by novation all of its right and obligations under the Senior Facility Agreement ("Senior Facility Agreement") to Aeon Bridge Loans Holdings, LLC.

The Company acquired loans of NIL (2023: £12,251,000) during the year and received repayments of £6,833,037 (2023: 456,466). The Company received proceeds from the sale of a loan asset totalling NIL (2023: 9,231,026). The Company had interest income of £4,140,823 (2023: £4,235,397) and interest expense of £3,550,279 (2023: £3,531,897) during the year.

The directors expect the current business activities to continue for the foreseeable future and do not expect any changes in the Company's business model.

Results and dividends

The results for the financial year are set out on page 11. The profit for the financial year after taxation is £750 (2023: £750). The company had total assets of £50,659,545 (2023: £51,673,908) during the year. The directors recommend that no dividend is paid for the financial year (2023: NIL).

Transactions involving directors

There were no contracts in the financial year of any significance in relation to the business of the Company in which the directors had any interest, as defined in the Companies Act 2014.

Principal risks and uncertainties

The principal risks and uncertainties which the Company faces relate to the purchase of a Portfolio of mortgage loan receivables. The Directors have analysed these and other risks and appropriate methods in place to manage and control these risks are discussed in Note 14

Going concern

The directors have prepared the financial statements on the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future and will have adequate funds available to meet their obligations as they fall due.

Directors' report (continued)

Events after the end of the reporting period

On 7 April 2025, one of the loans in the portfolio which the company holds as an asset was refinanced. As part of the refinance the terms of the security granted over the loan were amended.

On 8 July 2025, Morgan Sheehy resigned as Director while Iwona Halpin was appointed.

Other than the above, there are no other significant events after 31 December 2024, that require disclosure in the financial statements.

Political donations

The Electoral Act, 1997 (as amended by the Electoral Amendment Policy Funding Act, 2012) requires companies to disclose all political donations over £200 in aggregate made during a financial year. The directors, on enquiry, have satisfied themselves that no such donations in excess of this amount have been made by the Company during the financial year ended 31 December 2024 (2023: NIL).

Directors' compliance statement

The Company's turnover does not exceed the thresholds set out in section 225 of the Companies Act 2014 for the financial year ended 31 December 2024. Therefore, the provisions of section 225 of the Companies Act 2014 do not apply to the Company and the directors are not required to include a Compliance Statement in their statutory directors' report for the financial year ended 31 December 2024.

Audit committee

As at the date of these financial statements, the Company is operating within the employee and turnover threshold limits as set out under Section 167(1) of the Companies Act 2014 (the "Act") and, as such, the Company does not meet the requirements to establish an audit committee for the current financial year ended 31 December 2024.

Statement of relevant audit information

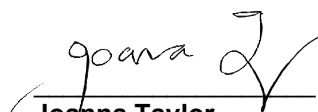
The directors confirm that;

- so far as they are aware, there is no relevant audit information of which the Company's statutory auditors are unaware of; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of the any relevant audit information to establish that the Company's statutory auditors are aware of that information.

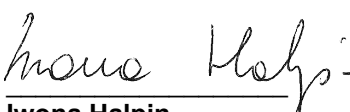
Independent auditor

Forvis Mazars Chartered Accountants and Statutory Audit Firm were appointed as auditor during the year and have expressed their willingness to continue in office in accordance with Section 383(2) of the Companies Act 2014.

On behalf of the Board of Directors



Joanna Taylor
Director
27 January 2026



Iwona Halpin
Director
27 January 2026

Statement of directors' responsibilities

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

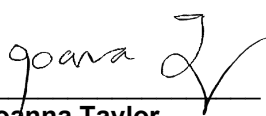
Company law requires the directors to prepare financial statements for each financial period in accordance with the provisions of Companies Act 2014. Under that law, the directors have elected to prepare the financial statements in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102").


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

Approved and authorised for issue on behalf of the directors on 27 January 2026:


Joanna Taylor
Director
27 January 2026


Iwona Halpin
Director
27 January 2026

Independent auditor's report to the members of Aeon CRE UK 1 DAC

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Aeon CRE UK 1 DAC ('the Company'), for the year ended 31 December 2024, which comprise the statement of profit and loss and other comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows, and notes to the Company 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 Companies Act 2014 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 (FRS 102).

In our opinion, the accompanying financial statements:

- give a true and fair view of the assets, liabilities and financial position of the Company as at 31 December 2024, and of its profit for the year then ended;
- have been properly prepared in accordance with FRS 102; and
- have been properly prepared in accordance with the requirements of the Irish Companies Act 2014.

Basis for opinion

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

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard for Auditors (Ireland) issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), applied as required for the types of entity determined to be appropriate in the circumstances. We have fulfilled our other ethical responsibilities in accordance with these requirements.

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

Conclusions relating to going concern

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

Our evaluation of the directors' assessment of the Company's ability to continue to adopt the going concern basis of accounting included:

- An assessment of the reasonableness of management's going concern assessment including discussions/enquiries with the management and review of the financial performance and financial position of the Company at the year-end date for indicators of going concern uncertainties;
- Review of the terms of the agreements underpinning the Company's debt securities issued specifically in respect to the maturity date and the limited recourse nature of these securities;
- Review of post period activities; and
- Evaluation on the sufficiency of disclosures in the financial statements pertaining to the going concern assessment.

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.

Key audit matters

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

We summarise below the key audit matters in forming our audit opinion above, together with an overview of the principal audit procedures performed to address each matter and, where relevant, key observations arising from those procedures.

Key audit matter	How the matter was addressed
<p><i>Valuation of loans and receivables</i></p> <p>The Company's financial assets are comprised of investments in a portfolio of mortgage loans secured on commercial properties located in England and Wales. These investments are measured at amortised cost and involves key management estimation and judgment regarding the estimation of impairment.</p> <p>Accordingly, ensuring the appropriate assessment of impairment on these loans and receivables is considered an enhanced risk and a key audit matter.</p> <p>Refer to note 2(j) (accounting policy) on pages 16-18, and notes 8 and 14 (financial disclosures) on page 20 and 23-26, respectively.</p>	<p>We addressed the risk through the following procedures:</p> <ul style="list-style-type: none"> ▪ Reviewed supporting documentation to support the accuracy and valuation of the Company's loans and receivables at amortised cost; ▪ Obtained management's impairment assessment and reviewed the assumptions and methodology used to conclude that there is no impairment at year-end; and ▪ Assessed the appropriateness of the related disclosures in the financial statements. <p>Based on the procedures performed, we consider the valuation of the Company's loans and receivables to be reasonable.</p>

Our application of materiality

We apply the concept of materiality in planning and performing the audit and in evaluating the impact of misstatements, if any. Materiality is an expression of the relative significance or importance of a matter in the context of the financial statements. Misstatements in the financial statements are material if they, individually or in aggregate, could reasonably be expected to influence the economic decisions of users taken based on the financial statements.

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and on the financial statements as a whole. Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Overall materiality	£759,893
How we determined it	1.5% of total assets
Rationale for benchmark applied	In determining our materiality, we considered those financial metrics which we believed to be relevant and concluded that total assets was the most relevant benchmark. We applied this benchmark because in our view this is the metric against which the recurring performance of the Company is commonly measured by its primary users.
Performance materiality	<p>£531,925</p> <p>Performance materiality is set to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements in the financial statements exceeds materiality for the financial statements as a whole.</p> <p>Performance materiality was determined at 70%, by taking into account factors such as:</p> <ul style="list-style-type: none"> ▪ It is not an initial audit engagement; ▪ Assessment of the control environment; ▪ The volume and nature of the entity's transactions; and ▪ Consideration of previous errors and likelihood of re-occurrence.
Reporting threshold	We agreed with those charged with governance that we would report to them misstatements identified during our audit above £22,797 as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

Overview of the scope of the audit

As part of designing our audit, we assessed the risk of material misstatement in the financial statements, whether due to fraud or error, and then designed and performed audit procedures responsive to those risks. In particular, we looked at where the directors made subjective judgements such as making assumptions on significant accounting estimates.

We tailored the scope of our audit to ensure that we performed sufficient work to be able to give an opinion on the financial statements as a whole. We used the outputs of a risk assessment, our understanding of the Company, its environment, controls and critical business processes, to consider qualitative factors in order to ensure that we obtained sufficient coverage across all financial statement line items.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Directors' Report and Audited Financial Statements 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2014

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

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements;
- the directors' report has been prepared in accordance with applicable legal requirements;
- 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.

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.

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 any material misstatements in the directors' report.

The Companies Act 2014 requires us to report to you if, in our opinion, the requirements of any of 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 4, 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 management determines 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in

respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Based on our understanding of the Company and its industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2014, and we considered the extent to which non-compliance might have a material effect on the financial statements.

In identifying and assessing risks of material misstatement in respect to irregularities including non-compliance with laws and regulations, our procedures included but were not limited to:

- Obtaining an understanding of the legal and regulatory framework applicable to the Company;
- Inquiring with the management and those charged with governance as to whether the Company is in compliance with laws and regulations, and discussing the policies and procedures in place regarding compliance with laws and regulations;
- Reviewing minutes of Board of Directors' meetings;
- Discussing amongst the engagement team the identified laws and regulations, and remaining alert to any indications of non-compliance; and
- Focusing on areas of laws and regulations that could reasonably be expected to have a material effect on preparation of the financial statements such as the Companies Act 2014.

Our procedures in relation to fraud included but were not limited to:

- Making inquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud such as opportunities for fraudulent manipulation of financial statements, and determined the principal risks;
- Testing the design and implementation of the key controls over the journal entry posting process;
- Making inquiries of those involved in the financial reporting process about inappropriate or unusual activity relating to the processing of journal entries and other adjustments;
- Reviewing the appropriateness of journal entries;
- Maintaining professional scepticism when reviewing key management estimates and other areas of management judgement, and seeking to identify if any evidence of management bias exists; and
- Reviewing any significant transactions outside the normal course of business.

The primary responsibility for the prevention and detection of irregularities including fraud rests with both those charged with governance and management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

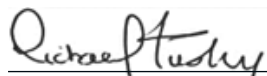
As a result of our procedures, we did not identify any key audit matters relating to irregularities. The risks of material misstatement that had the greatest effect on our audit, including fraud, are discussed under "Key audit matters" within this report.

A further description of our responsibilities for the audit of the financial statements is located on the Irish Auditing and Accounting Supervisory Authority'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.



Michael Tuohy
for and on behalf of Forvis Mazars
Chartered Accountants & Statutory Audit Firm
Harcourt Centre, Block 3
Harcourt Road
Dublin 2
Date: 30 January 2026

Aeon CRE UK 1 Designated Activity Company

Statement of profit and loss and other comprehensive income

For the financial year ended 31 December 2024

		Financial year ended 31-Dec-24 GBP	Financial year ended 31-Dec-23 GBP
Net interest income	Note		
Interest income	3	4,140,823	4,235,397
Interest expense	4	<u>(3,550,279)</u>	<u>(3,531,897)</u>
		590,544	703,500
Other income/(expenses)			
Other income	3	746	39,889
Administrative expenses	5	<u>(590,290)</u>	<u>(742,389)</u>
Profit before taxation		1,000	1,000
Corporation tax	7	<u>(250)</u>	<u>(250)</u>
Profit after taxation		750	750
Other comprehensive income		-	-
Total comprehensive income for the financial year		<u>750</u>	<u>750</u>

All items dealt with in arriving at the profit for the financial year ended 31 December 2024 related to continuing operations.

The notes to the financial statements on pages 15 to 27 form an integral part of the financial statements.

The Company has no recognised gains or losses in the financial year other than those included within the statement of profit and loss and other comprehensive income.

Aeon CRE UK 1 Designated Activity Company

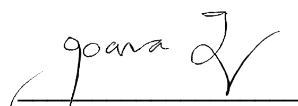
Statement of financial position

As at 31 December 2024

	Note	31-Dec-24 GBP	31-Dec-23 GBP
Assets			
Non-current assets			
Loans and receivables	8	<u>43,119,372</u>	<u>49,952,409</u>
		43,119,372	49,952,409
Current assets			
Cash and cash equivalents	9	6,682,468	373,958
Other receivables	10	<u>857,705</u>	<u>1,347,541</u>
Total assets		<u><u>50,659,545</u></u>	<u><u>51,673,908</u></u>
Liabilities			
Non-current liabilities			
Creditors: accounts falling due after more than one year	12	<u>48,634,279</u>	<u>49,952,409</u>
		48,634,279	49,952,409
Current liabilities			
Creditors: accounts falling due within one financial year	11	<u>2,023,015</u>	<u>1,719,998</u>
Total liabilities		<u><u>50,657,294</u></u>	<u><u>51,672,407</u></u>
Equity			
Called up share capital	13	1	1
Retained earnings		<u>2,250</u>	<u>1,500</u>
Total equity		<u><u>2,251</u></u>	<u><u>1,501</u></u>
Total equity and liabilities		<u><u>50,659,545</u></u>	<u><u>51,673,908</u></u>

The notes to the financial statements on pages 15 to 27 form an integral part of the financial statements.

Approved and authorised for issue on behalf of the directors on 27 January 2026:


Joanna Taylor
Director


Iwona Halpin
Director

Aeon CRE UK 1 Designated Activity Company

Statement of changes in equity

For the financial year ended 31 December 2024

	Share capital GBP	Retained earnings GBP	Total GBP
Balance as at 1 January 2024	1	1,500	1,501
Total profit and other comprehensive income	-	750	750
Balance as at 31 December 2024	<u>1</u>	<u>2,250</u>	<u>2,251</u>

	Share capital GBP	Retained earnings GBP	Total GBP
Balance as at 1 January 2023	1	750	751
Total profit and other comprehensive income	-	750	750
Balance as at 31 December 2023	<u>1</u>	<u>1,500</u>	<u>1,501</u>

The notes to the financial statements on pages 15 to 27 form an integral part of the financial statements.

Aeon CRE UK 1 Designated Activity Company

Statement of cash flows

For the financial year ended 31 December 2024

		Financial year ended 31-Dec-24 GBP	Financial year ended 31-Dec-23 GBP
Cash flows from operating activities			
Profit after taxation		750	750
<i>Adjustments for:</i>			
Interest income	3	(4,140,823)	(4,235,397)
Other income	3	(746)	(39,889)
Interest expense	4	3,550,279	3,531,897
(Decrease)/ Increase in other payables		<u>(79,920)</u>	<u>122,706</u>
Net cash used in operating activities		(670,460)	(619,933)
Cash flows from investing activities			
Loans originated during the year	8	-	(12,251,000)
Loan facility repaid	8	6,833,037	456,466
Proceeds from sale of loan asset	8	-	9,231,026
Interest received		<u>4,630,658</u>	<u>3,472,454</u>
Net cash generated from investing activities		11,463,695	908,946
Cash flows from financing activities			
Proceeds from PPN	12	-	1,719,840
Note principal repaid	12	-	(279,851)
Proceeds from Loan facility	12	-	8,908,091
Loan facility repaid	12	(1,318,130)	(7,784,572)
Interest paid on Loan facility		(2,682,414)	(2,202,512)
Interest paid on PPN		(484,927)	(318,294)
Reimbursement from PPN holder	3	<u>746</u>	<u>39,889</u>
Net cash (used in)/generated from financing activities		(4,484,725)	82,591
Net increase in cash and cash equivalents		6,308,510	371,604
Cash and cash equivalents at beginning of the financial year		373,958	2,354
Cash and cash equivalents at the end of the financial year		<u><u>6,682,468</u></u>	<u><u>373,958</u></u>

The notes to the financial statements on pages 15 to 27 form an integral part of the financial statements.

Notes to the financial statements

1. General information

The Company was incorporated in Ireland on the 19 November 2020 under the name of Aeon CRE UK 1 Designated Activity Company, with registration number 682586. The registered office of the Company is established at 5th Floor, The Exchange, George's Dock, IFSC, Dublin 1. The principal activity of the Company is the investment in a portfolio of mortgage loan receivables (the "Portfolio").

The administration of the Company is carried out by Walkers Corporate Services (Ireland) Limited. Asset Management Services, executing payments transfers due under loans and mortgages and providing related administration services has been performed by Arbuthnot Latham & Co., Limited, Assetz SME Capital Limited and Waypark Capital Limited (the "Loan Servicers").

2. Significant accounting policies

The principal accounting policies that the Company applied in preparing its financial statements for the financial year ended 31 December 2024 are set out below.

(a) Basis of preparation and statement of compliance

The financial statements for the financial year ended 31 December 2024 have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") and the Companies Act 2014.

(b) Going concern

The directors have prepared the financial statements on the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future and will have adequate funds available to meet their obligations as they fall due.

(c) Functional and presentation currency

These financial statements are presented in GBP (GBP or £) which is the Company's functional currency. Functional currency is the currency of the primary economic environment in which the entity operates. The directors of the Company believe that the GBP most faithfully represents the economic effects of the underlying transactions, events and conditions of the Company. The level of round off used is to the value of the nearest GBP.

(d) Foreign currency transactions

Foreign currency transactions during the financial year are translated into GBP at the exchange rates ruling at the transaction dates. Monetary items denominated in foreign currencies are retranslated at rates prevailing at each reporting date. Exchange differences are recognised in the profit and loss account. All of the Company's investments are held in GBP.

(e) Interest income

Interest income is recognised on an accrual basis in line with the contractual terms of the loans and receivables using the effective interest rate method.

(f) Interest expense

Interest expense on the Facility is recognised using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating the interest expense over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial instrument or, when appropriate a shorter period to the net carrying amount of the financial liability. Interest expense includes amortisation of any discount or premium, transaction costs or other differences between the initial carrying amount of an interest bearing instrument and the amount at maturity calculated at effective interest rate basis.

The holders of the profit participating loans ("PPNs") shall receive a distribution of any excess cash generated by the Company from its investment activities over and above the amounts required to discharge its financing costs. In accordance with the terms and conditions of the PPNs per the Note Instrument deed all available distribution amounts (if any) after all other priority payments have been made, will be payable to the holders of the PPNs on each interest payment date, excluding an annual reserved profit of GBP1,000.

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

(g) Operating income and expenses

All operating income and expenses are accounted for on an accruals basis.

(h) Taxation

Income tax expense comprises current tax and deferred tax. Income tax expense is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the financial year, using tax rates applicable to the Company's activities enacted or substantively enacted at the reporting date, and adjustments to tax payable in respect of previous financial years.

Deferred tax is provided on all timing differences that have originated but not reversed at the statement of financial position date where transactions or events that result in an obligation to pay tax in the future or a right to pay less tax in the future have occurred at the statement of financial position date.

Timing differences are differences between profits as computed for tax purposes and profits as stated in the financial statements which arise because certain items of income and expenditure in the financial statements are dealt with in different financial years for tax purposes.

Deferred tax is measured at the tax rates that are expected to apply in the financial years in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the statement of financial position date. Deferred tax is not discounted.

(i) Cash and cash equivalents

Cash and cash equivalents includes cash at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of less than three months, which are subject to insignificant risk of changes in their fair value, and are used by the Company in the management of its short term commitments. Cash and cash equivalents are carried at amortised cost in the statement of financial position.

(j) Financial instruments

The Company has made an accounting policy choice under section 11 and 12 of FRS 102 to categorise their non-derivative financial assets and financial liabilities as basic financial instruments.

The financial instruments held by the Company include the following:

Financial Assets

Portfolio of loan receivables measured at amortised cost.

Classification, Recognition and Subsequent Measurement

The Company's portfolio of loans and receivables, cash and cash equivalents and other receivables is initially recognised at fair value plus transaction costs and subsequently stated at amortised cost using the effective interest rate method less any impairment. The Company has assessed whether there is objective evidence that impairment exists by considering the performance of the portfolio to date by reference to the level of arrears of the borrowers. From this, the Company has determined that there is no objective evidence of impairment and as such no impairment loss is recognised.

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

(j) Financial instruments (continued)

Financial liabilities

The Facility and PPN are both measured at amortised cost.

Classification and recognition of PPN

The Company has issued PPN. In assessing the appropriate classification and measurement of these instruments, the Company considered the requirements of FRS 102 Section 11 and Section 12, including the guidance in paragraph 11.9A and Example 10, and the measurement restrictions set out in paragraphs 12.8 and A3.12A.

Under FRS 102 paragraph 11.9A, a debt instrument may be regarded as a basic financial instrument only if the contractual cash flows represent repayment of principal plus reasonable compensation for the time value of money, credit risk and other basic lending risks. PPNs that provide returns linked to the issuer's profits do not meet these conditions, as the profit-linkage exposes the holder and issuer to risks not consistent with a basic lending arrangement. As illustrated by Example 10 to paragraph 11.9A, such instruments fall within the scope of Section 12 Other Financial Instruments Issues.

Although Section 12 would normally require measurement at fair value through profit or loss, the Company is subject to the Small Companies Regulations, which prohibit the fair value measurement of financial liabilities, except for derivatives, instruments held for trading, or those for which fair value measurement is permitted under UK-adopted IFRS (FRS 102 paragraphs 12.8 and A3.12A).

The Company has concluded that the profit-participation feature represents a non-financial variable specific to a party to the contract. In addition, under IFRS 9, a comparable financial liability would be measured at amortised cost. As the instrument could not otherwise be designated at fair value through profit or loss under UK-adopted IFRS, the measurement restriction in paragraph 12.8(c) applies.

Accordingly, the PPNs are measured at amortised cost. This approach also avoids recognition inconsistencies, given that the Company's underlying loans and receivables and loan facility are also measured at amortised cost.

Classification, Recognition and Subsequent Measurement

These are initially recognised at fair value less transaction costs at the date of issuance and are subsequently measured at amortised cost using the effective interest method. The interest expense on the PPN is equal to the operating income less the operating expenses of the Company less issuer's fee

Derecognition of financial assets and liabilities

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial assets are transferred.

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

(j) Financial instruments (continued)

Offsetting of financial assets and liabilities

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously. Income and expenses are presented on a net basis only when permitted by the accounting standards, or for gains and losses arising from a group of similar transactions. For the financial year ended 31 December 2024, there were no financial assets or liabilities subject to enforceable master netting agreements which would require disclosure

(k) Share capital

Ordinary shares held by the Company are classified as equity.

(l) Use of estimates and judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that may affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the year in which the estimate is revised of the revision affects only that year or in the year of the revision and future years if the revision affects both current and future years.

The critical judgements and assumptions relate to the identification and subsequent measurement of impairment. The Company has assessed whether there is objective evidence that impairment exists by considering the performance of the portfolio to date of approval by reference to the level of arrears of the borrowers, from this the Company has determined that there is no objective evidence of impairment and as such no impairment loss is recognised.

3. Interest income/other income

	Financial year ended 31-Dec-24 GBP	Financial year ended 31-Dec-23 GBP
Interest income on financial assets	4,140,823	4,235,397
Other income	746	39,889
	<u>4,141,569</u>	<u>4,275,286</u>

4. Interest expense

	Financial year ended 31-Dec-24 GBP	Financial year ended 31-Dec-23 GBP
Interest expense on Facility	(2,249,173)	(2,361,312)
Interest expense on PPN	(1,301,106)	(1,170,585)
	<u>(3,550,279)</u>	<u>(3,531,897)</u>

Interest on the Facility is charged at 2.25% plus 3 month SONIA.

Notes to the financial statements (continued)

Interest on the PPN is calculated in line with the Note instrument dated 22 October 2022. Further information on the PPN amount is available in Note 12.

5. Administrative expenses

	Financial year ended 31-Dec-24	Financial year ended 31-Dec-23
	GBP	GBP
Administrative expenses	(83,827)	(325,769)
Legal and professional fees	(62,052)	(27,181)
Audit and tax fees	(18,023)	(18,023)
Servicer fee	(426,388)	(371,416)
	<u>(590,290)</u>	<u>(742,389)</u>

The terms of the corporate services agreement in place between the Company and the corporate service provider provide for a single fee for the provision of corporate administration services. As a result, the allocation of fees between the different services provided is a subjective and approximate calculation. The individuals, who are employees of the service provider and who act as directors, do not, in their personal capacity or any other capacity, receive any fee for acting or having acted as a director of the Company. Pursuant to Section 305A (1)(a) of the Companies Act 2014 (as amended), the third party corporate service provider received administration fees of £3,565 (2023: £4,100) as consideration for the making available of individuals to act as directors of the Company. The Company has no employees.

6. Profit before taxation

Profit before taxation has been arrived at after charging the following:

	Financial year ended 31-Dec-24	Financial year ended 31-Dec-23
	GBP	GBP
Directors' remuneration*	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
Auditor's remuneration (exclusive of VAT)		
Statutory audit	(13,036)	(13,036)
Tax advisory services	(2,173)	(2,173)
	<u>(15,209)</u>	<u>(15,209)</u>

*Refer to Note 5 for further detail.

Notes to the financial statements (continued)

7. Taxation

	Financial year ended 31-Dec-24 GBP	Financial year ended 31-Dec-23 GBP
Corporation tax for the year	<u>(250)</u>	<u>(250)</u>
	<u>(250)</u>	<u>(250)</u>
Profit on ordinary activities before tax	<u>1,000</u>	<u>1,000</u>
Corporation tax at the standard of 12.5% rate for the year	(125)	(125)
Effects of:		
Higher rate tax applicable under Section 110 TCA, 1997 of 12.5%	<u>(125)</u>	<u>(125)</u>
Current tax charge for the year	<u>(250)</u>	<u>(250)</u>

The Company is a qualifying company within the meaning of Section 110 of the TCA. In accordance with section 110 of the TCA, the taxable profit of the Company has been calculated in accordance with Irish GAAP applicable as at 31 December 2004. The profits are chargeable to corporation tax under Case III of Schedule D of the TCA at a rate of 25% but are computed in accordance with the provision applicable to Case I of Schedule D of the TCA.

8. Loans and receivables

	31-Dec-24 GBP	31-Dec-23 GBP
Opening balance	49,952,409	48,357,875
Loans originated during the year	-	12,251,000
Principal repayments on loans and receivables	(6,833,037)	(456,466)
Sale of loan asset*	-	(10,200,000)
Closing Balance	<u>43,119,372</u>	<u>49,952,409</u>

The Company's financial assets consist of portfolio of loan receivables (the "Portfolio") at amortised cost. These are secured on commercial properties in England and Wales. The loans and receivables carry variable interest in the range of 7.24% - 9.75% (2023: 7.24% - 9.75%). Impairment loss recognised during the current financial year totalled NIL (2023: NIL). Interest income earned on loans and receivables during the financial year totalled £4,140,823 (2023: £4,235,397).

The maturity profile of the loan receivables is as follows as at 31 December 2024:

	31-Dec-24 GBP	31-Dec-23 GBP
Due within one financial year	-	-
Due after more than one financial year	<u>43,119,372</u>	<u>49,952,409</u>
Total	<u>43,119,372</u>	<u>49,952,409</u>

Notes to the financial statements (continued)**9. Cash and cash equivalents**

	31-Dec-24	31-Dec-23
	GBP	GBP
Restricted Cash	6,483,750	-
Cash and cash equivalents	<u>198,718</u>	<u>373,958</u>
	<u><u>6,682,468</u></u>	<u><u>373,958</u></u>

The restricted cash amounting to GBP6,483,750 relates to principal repayment on loans and receivables, these funds must be repaid to Aeon Bridge Loans Holding, LLC ("New Committed Support lender") in line with the priority of payments as defined in the Senior Facility Agreement.

The cash was held with U.S. Bank Europe DAC (formerly Elavon Financial Services DAC) with a Moody's credit rating of A1 (2023: A1).

10. Other receivables

	31-Dec-24	31-Dec-23
	GBP	GBP
Accrued interest income	857,704	1,347,540
Share capital receivable	<u>1</u>	<u>1</u>
	<u><u>857,705</u></u>	<u><u>1,347,541</u></u>

All interest income receivable are due within one year.

11. Creditors: accounts falling due within one financial year

	31-Dec-24	31-Dec-23
	GBP	GBP
Interest payable on Facility	-	433,242
Interest payable on PPN	1,844,475	1,028,296
Other payables	<u>178,540</u>	<u>258,460</u>
	<u><u>2,023,015</u></u>	<u><u>1,719,998</u></u>

Notes to the financial statements (continued)

12. Creditors: accounts falling due after more than one financial year

	31-Dec-24	31-Dec-23
	Total	Total
<i>Facility</i>	GBP	GBP
Opening balance	37,273,175	36,149,656
Facility drawdowns during the year	-	8,908,091
Facility repayments during the year	<u>(1,318,130)</u>	<u>(7,784,572)</u>
Closing Balance	<u><u>35,955,045</u></u>	<u><u>37,273,175</u></u>

	31-Dec-24	31-Dec-23
	Total	Total
<i>Profit Participating Note</i>	GBP	GBP
Opening balance	12,679,234	12,208,219
PPN issued during the year	-	1,719,840
PPN repaid during the year	-	(279,851)
Amount charged to PPN*	<u>-</u>	<u>(968,974)</u>
Closing Balance	<u><u>12,679,234</u></u>	<u><u>12,679,234</u></u>

The Company entered into an uncommitted loan facility in an aggregate amount not exceeding GBP 250,000,000 with Credit Suisse AG, Cayman Islands Branch ("Committed Support Lender On 22 November 2024, Credit Suisse AG, Cayman Islands Branch ("Committed Support Lender") transferred by novation all of its right and obligations under the Senior Facility Agreement to Aeon Bridge Loans Holdings, LLC.

The Company also issued a profit participating note due 30 September 2080 with an initial principal amount of GBP 8,600,000 and maximum principal amount of GBP 100,000,000 to Aeon Group (Jersey) Limited ("Initial PPN Holder"). The Company would apply all amounts borrowed under the Facility and PPN towards purchasing the mortgage loan receivables. The PPN is due for repayment when all the mortgage loans relating to the purchased mortgage loan receivables have matured, or, if earlier, are repaid in full.

13. Called up share capital

	31-Dec-24	31-Dec-23
Authorised called up share-capital	GBP	GBP
1,000 ordinary shares of €1 each	<u>887</u>	<u>887</u>
Issued share capital not yet paid		
1 ordinary share of €1 each	<u>1</u>	<u>1</u>

The only shareholder of the Company is Walkers AV8 Shareholding Services Limited, who holds the share under a Declaration of Trust for charitable purposes. The Company has no ultimate beneficial owner. There are no restrictions on the distribution of dividends or the repayment of capital attaching to ordinary shares.

Notes to the financial statements (continued)**14. Financial risk management**

The PPN is a limited recourse obligation of the Company which is payable solely out of amounts received by or on behalf of the Company in respect of proceeds of investments, therefore reducing the risks facing the Company.

The main risks arising from the Company's investments are credit counterparty risk, market conditions, interest rate risk, foreign currency exchange risk, liquidity risk and operational risk.

Credit risk

The Company's principal financial assets are loans and receivables, cash and cash equivalents and other receivables. The maximum credit risk exposure to the Participants as at 31 December 2024 is disclosed below, comprising loans and receivables, cash and cash equivalents, and other receivables.

	31-Dec-24	31-Dec-23
	GBP	GBP
Cash and cash equivalents	6,682,468	373,958
Other receivables	857,705	1,347,541
Loans and receivables	<u>43,119,372</u>	<u>49,952,409</u>
	<u><u>50,659,546</u></u>	<u><u>51,673,908</u></u>

Credit risk arises from the possibility of obligors failing to meet their obligations to the Company and represents the most significant category of risk. The Company manages the credit risk by monitoring the Servicer reports of the underlying properties behind the loans acquired. The Servicer provides these reports. The Participants face credit risk mainly on the financial assets in the Company. Cash and cash equivalents are held with U.S. Bank Europe DAC (formerly Elavon Financial Services DAC) which has a Moody's credit rating of A1 (2023: A1).

The Company is exposed to credit risk of the receivable counterparties with which the Company trades in relation to the Portfolio. The Company will be subject to the possibility of the insolvency, bankruptcy or default of the individual loan account holders which could result in substantial losses to the Company. The Company may also be exposed to the credit risk of parties that make payments on the loans, service the Portfolio and perform obligations under the transaction and finance documents. Accordingly, the Company is also exposed, amongst other things, to the creditworthiness of the loan account holders, the account bank and the Servicer, in addition to the creditworthiness of all parties (the "Counterparties").

The Company would recognise a provision for impairment where it is more likely than not the principal and interest outstanding on the loans and receivables would not be fully recovered using the resolution options available to the Company. No impairment is recognised in the current financial year.

Market conditions

Any liquidity shortage and volatility in the credit markets will introduce a variety of increased risks relating to several aspects of the Company's operations. Such additional risks include the inability of the borrowers to repay their obligations, amongst other things, which may reduce the return provided to the Participants. Such market conditions may also lead to the inability of the Company to determine a reliable valuation of its assets. All of such factors could materially adversely affect the interests of the Participants.

The Company would recognise a provision for impairment where it is more likely than not the principal and interest outstanding on the loans and receivables would not be fully recovered using the resolution options available to the Company. No impairment is recognised in the current financial year.

Notes to the financial statements (continued)

14. Financial risk management (continued)

Liquidity risk

Liquidity risk is defined as the risk of being unable to fulfil current or future payment obligations in full on the due date. The objective of the Company's liquidity management is to ensure that sufficient funds are available to meet the Company's commitments. The Company manages its liquidity risk by issuing loans that are limited in recourse to the extent of future funds available in the Company.

The table below summarizes the Company's exposure to liquidity risk:

31-Dec-24	Carrying Amount	Gross contractual cashflows	Up to 1 year	2 - 4 years
	GBP	GBP	GBP	GBP
<i>Financial liabilities</i>				
Creditors: accounts falling due within one financial year	2,023,015	2,023,015	2,023,015	-
Creditors: accounts falling due after more than one year	48,634,279	48,634,279	-	48,634,279
	<u>50,657,294</u>	<u>50,657,294</u>	<u>2,023,015</u>	<u>48,634,279</u>

31-Dec-23	Carrying Amount	Gross contractual cashflows	Up to 1 year	2 - 4 years
	GBP	GBP	GBP	GBP
<i>Financial liabilities</i>				
Creditors: accounts falling due within one financial year	1,719,998	1,719,998	1,719,998	-
Creditors: accounts falling due after more than one year	49,952,409	50,848,553	2,733,997	48,114,556
	<u>51,672,407</u>	<u>52,568,551</u>	<u>4,453,995</u>	<u>48,114,556</u>

Interest rate risk

Interest rate risk is the risk that the future cash flows of the financial instrument will fluctuate because of changes in the market interest rates.

The original constitution of the Portfolio has been reviewed by all relevant Counterparties with the performance returns being considered. The limited recourse nature of the obligations negates any of the interest rate risk to the Company itself with the Participants bearing the risk in reduced cashflows being available for distribution.

The interest on the profit participating loans cannot be reliably measured as at the date of these financial statements due to the limited recourse obligation on the loans. Therefore, interest payment is limited to the application of receipts from the Portfolio.

The table below summarizes the Company's exposure to interest rate risk including the basis of the interest rates:

Notes to the financial statements (continued)

14. Financial risk management (continued)

31-Dec-24	Fixed rate	Floating rate	Non-interest bearing	Total
<i>Financial assets</i>	GBP	GBP	GBP	GBP
Cash and cash equivalents	-	6,682,468	-	6,682,468
Accrued interest income	-	-	857,704	857,704
Share capital receivable	-	-	1	1
Loans and receivables	-	43,119,372	-	43,119,372
	-	49,801,840	857,705	50,659,545

	Fixed rate	Floating rate	Non-interest bearing	Total
<i>Financial liabilities</i>	GBP	GBP	GBP	GBP
Interest payable on Facility	-	-	-	-
Interest payable on PPN	-	-	1,844,475	1,844,475
Other payables	-	-	178,540	178,540
Facility	-	35,955,045	-	35,955,045
Profit Participating Note	-	-	12,679,234	12,679,234
	-	35,955,045	14,702,249	50,657,294

31-Dec-23	Fixed rate	Floating rate	Non-interest bearing	Total
<i>Financial assets</i>	GBP	GBP	GBP	GBP
Cash and cash equivalents	-	373,958	-	373,958
Accrued interest income	-	-	1,347,540	1,347,540
Share capital receivable	-	-	1	1
Loans and receivables	-	49,952,409	-	49,952,409
	-	50,326,367	1,347,541	51,673,908

	Fixed rate	Floating rate	Non-interest bearing	Total
<i>Financial liabilities</i>	GBP	GBP	GBP	GBP
Interest payable on Facility	-	-	433,242	433,242
Interest payable on PPN	-	-	1,028,296	1,028,296
Other payables	-	-	258,460	258,460
Facility	-	37,273,175	-	37,273,175
Profit Participating Note	-	-	12,679,234	12,679,234
	-	37,273,175	14,399,232	51,672,407

Notes to the financial statements (continued)**14. Financial risk management (continued)***Interest rate sensitivity*

A 1% sensitivity has been assigned for interest rate risk due to low current interest rates. The impact of a 1% movement in the interest rate on the Statement of profit and loss and comprehensive Income is shown as follows assuming that the all other factors remain the same:

	31-Dec-24	31-Dec-23
Description	EUR	EUR
1% net movement in interest rates	(138,468)	(130,532)
Adjustment on PPN	138,468	130,532
	<u>-</u>	<u>-</u>

Foreign exchange risk

Foreign exchange risk refers to the potential loss arising from changes in foreign currency rates. As at the financial year, there were no significant foreign currency exposures as the Company holds financial assets and liabilities that are denominated in GBP.

Operational risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes, personnel and infrastructure, and from external factors other than credit, markets and liquidity issues such as those arising from legal and regulatory requirements and generally accepted standards to corporate behaviour. The directors have established processes to manage operational risks. Those processes include appropriate segregation of responsibilities and specific control activities. The directors delegates the servicing function to the Servicer who operates a sophisticated system of controls.

Certain administration functions have been outsourced to the Corporate Service Provider to mitigate system of controls.

15. Related party transactions

The following note summarises related parties and related party transactions during the financial year.

Transactions with Key Management Personnel

The Board and the Initial PPN Holder are considered the key management personnel of the Company for the year ended 31 December 2024.

(a) Transactions with Walkers Corporate Services (Ireland) Limited (the "Corporate Service Provider")

All of the issued share capital of the Company is held on trust by Walkers AV8 Shareholding Services Limited pursuant to a Declaration of Trust for charitable purposes effective from 19 November 2020. The individuals, who are employees of the service provider and who act as directors, do not, in their personal capacity or any other capacity, receive any fee for acting or having acted as a director of the Company. Pursuant to Section 305A (1)(a) of the Companies Act 2014 (as amended), the third party corporate service provider received administration fees of £3,565 (2023: £4,100) as consideration for the making available of individuals to act as directors of the Company.

Walkers Corporate Services (Ireland) Limited ("Walkers") of which the Directors are employees, acted as corporate administrator to the Company for the year. An arm's length administration fee is paid by the company to Walkers for services provided. During the financial year a total of £17,827 (2023: £20,500) relating to the provision of these services is recognised in the financial statements. At the financial year end, NIL (2023: NIL) fees remain outstanding.

(b) Transactions with Aeon Group Limited ("Initial PPN Holder")

Notes to the financial statements (continued)

During the financial year ended 31 December 2023, the Company sold Dreadnought Loan amounting to GBP 10,200,0000 to the Initial PPN Holder (2023: GBP 9,231,026) was repaid while the remaining (2023: 968,974) was charged to the PPN.

16. Capital management

The Company views the share capital as its capital. The Company is a special purpose vehicle set up to issue debt for the purpose of making investments as defined under the underlying transaction documents. Share capital of €1 was issued in line with Irish Company Law and is not used for financing the investment activities of the Company. The Company is not subject to externally imposed capital requirements.

The capital managed by the Company comprises of ordinary shares outstanding and the profit participating loan issue and outstanding as at year end. The Company manages its capital to ensure that it is able to continue as a going concern while maximising the return to Participants through the optimisation of debt and equity balance. There were no changes to the policies and procedures during year with respect to the Company's approach to capital program.

17. Events after the end of the reporting period

On 7 April 2025, one of the loans in the portfolio which the company holds as an asset was refinanced. As part of the refinance the terms of the security granted over the loan were amended.

On 8 July 2025, Morgan Sheehy resigned as Director while Iwona Halpin was appointed.

Other than the above, there are no other significant events after 31 December 2024, that require disclosure in the financial statements.

18. Charges

As at 31 December 2023, U.S. Bank Trustees Limited (the "Security Agent"), holds a security trust deed in relation to the right, title, interest and benefit present and future in relation to the loans and receivables including all rights to receive payment of any amounts which may become payable, all payments received, all rights to serve notices, give consents and/or make demands thereunder and/or otherwise act thereunder and pursuant thereto and, all rights of action in respect of any breach thereof or default in respect thereto, and all rights to receive damages or obtain relief thereto and the proceeds of any of the forgoing to hold the same unto the Security Agent.

19. Commitments and contingencies

There are no commitments or contingencies at year end.

20. Approval of the financial statements

The financial statements were approved by the Board and authorised for issue on 27 January 2026.