

Company Registration No. 294906 (Republic of Ireland)

# **Engage Technologies Limited**

**Annual Report and Unaudited Financial Statements**

**For the year ended 30 April 2025**



**ENGAGE TECHNOLOGIES LIMITED  
COMPANY INFORMATION  
FOR THE YEAR ENDED 30 APRIL 2025**

**Directors**

John Petter

Sean Murray

**Company secretary**

Chris Fox

**Company number**

294906

**Registered office**

26 Pembroke Street  
Upper Dublin 2  
Dublin  
D02 X361

**ENGAGE TECHNOLOGIES LIMITED  
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FOR THE YEAR ENDED 30 APRIL 2025**

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**ENGAGE TECHNOLOGIES LIMITED  
DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 APRIL 2025**

The directors present the annual and financial statements for the year ended 30 April 2025.

**Principal activities**

The company has not traded during the year and received no income and incurred no expenditure. The directors do not expect that this position will change in the foreseeable future.

**Directors**

The Directors who held office during the year and up to the date of signature of the financial statements were as follows:

John Petter  
Sean Murray

**Results and dividends**

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

**Directors' and secretary's interests**

The directors are not required to retire by rotation.

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

**Accounting records**

The company's directors are aware of their responsibilities, under sections 281 to 285 of the Companies Act 2014 as to whether in their opinion, the accounting records of the company are adequate and are discharging their responsibility by employing accounting personnel with appropriate expertise and by ensuring that sufficient company resources are available for the task.

The accounting records of the company are maintained at the offices of the company's intermediate parent undertaking, Zellis UK Limited, 740 Waterside Drive, Aztec West, Almondsbury, Bristol England BS32 4UF, United Kingdom and regular returns relating to the company's business are sent to and kept at the company's registered office at 26 Pembroke Street Upper Dublin 2, Dublin D02 X361.

The entity has availed of the small companies' exemption contained in the Companies Act 2014, with regard to the requirements for exclusion of certain information in the Directors' report.

On behalf of the board

Signed by:  
  
88E2C06BC8ED44F...

John Petter  
Director  
23 January 2026

Signed by:  
  
EB1D2877A4A447B...

Sean Murray  
Director  
23 January 2026

**ENGAGE TECHNOLOGIES LIMITED  
DIRECTORS' RESPONSIBILITIES STATEMENT  
FOR THE YEAR ENDED 30 APRIL 2025**

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

Irish company law requires the directors to prepare financial statements for each financial year. Under that law, the directors have elected to prepare the financial statements in accordance with Companies Act 2014 and FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (Generally accepted Accounting Practice in Ireland) issued by the Financial Reporting Council. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company as at the financial year end date and of the profit or loss of the company 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 for the company financial statements and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and Directors' Report comply with the Companies Act 2014. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the board

Signed by:  
  
88E2C06BC8ED44F...

John Petter  
Director  
23 January 2026

Signed by:  
  
EB1D2877A4A447B...

Sean Murray  
Director  
23 January 2026

**ENGAGE TECHNOLOGIES LIMITED  
STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 30 APRIL 2025**

The company has not traded during the current or preceding year. It received no income and incurred no expenditure, and therefore made neither profit nor loss.

**ENGAGE TECHNOLOGIES LIMITED  
STATEMENT OF FINANCIAL POSITION  
AS AT 30 APRIL 2025**

	Note	2025 €	2024 €
<b>Current assets</b>			
Debtors	3	592,000	592,000
<b>Net current assets</b>		<b>592,000</b>	<b>592,000</b>
<b>Equity</b>			
Called up share capital	4	223,625	223,625
Other reserves		3,531	3,531
Retained earnings		364,844	364,844
<b>Total equity</b>		<b>592,000</b>	<b>592,000</b>

We, as directors of Engage Technologies Limited, state that:

(a) the company is availing itself of the exemption provided for by Chapter 16 of Part 6 of the Companies Act 2014;

(b) the company is availing itself of the exemption on the grounds that the conditions specified in section 365(2) are satisfied;

(c) we acknowledge the company's obligations under Companies Act 2014, to keep adequate accounting records and to prepare Financial Statements which give a true and fair view of the assets, liabilities and financial position of the company at the end of its financial year and of its profit or loss for such a year and to otherwise comply with the provisions of Companies Act 2014 relating to Financial Statements so far as they are applicable to the company;

(d) we hereby certify that we have relied on the specific exemption contained in s.365 Companies Act 2014 on the grounds that the company is entitled to the benefits of that exemption as a dormant company.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with Financial Reporting Statement 102 'The Financial Statement Reporting Standard applicable in the UK and Republic of Ireland'.

The financial statements were approved by the board of directors and authorised for issue and are signed on its behalf by:

Signed by:  
  
 88E2C06BC8ED44F...

John Petter  
 Director  
 23 January 2026

Signed by:  
  
 EB1D2877A4A447B...

Sean Murray  
 Director  
 23 January 2026

**ENGAGE TECHNOLOGIES LIMITED  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2025**

**1. Company information**

Engage Technologies Limited is a limited company domiciled and incorporated in Republic of Ireland. The registered office is 26 Pembroke Street Upper Dublin 2, Dublin D02 X361 and its Company Registration No. is 294906.

**2. Accounting policies**

**2.1 Accounting convention**

These financial statements have been prepared in accordance with FRS 102 “The Financial Reporting Standard applicable in the UK and Republic of Ireland” (“FRS 102”), as adapted by Section 1A of FRS 102, and the requirements of the Companies Act 2014.

The financial statements are prepared in euros, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest €.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

**2.2 Going concern**

These financial statements are prepared on the going concern basis. In the opinions of the directors, no material uncertainty exists which may cast significant doubt on the company's ability to continue as a going concern.

**2.3 Financial instruments**

The company has elected to apply the provisions of Section 11 ‘Basic Financial Instruments’ and Section 12 ‘Other Financial Instruments Issues’ of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

*Basic financial assets*

Basic financial assets, which include debtors, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

*Classification of financial liabilities*

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

*Basic financial liabilities*

Basic financial liabilities, including creditors, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

**2.4 Equity instruments**

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

**ENGAGE TECHNOLOGIES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 APRIL 2025**

**3. Debtors**

	2025	2024
	€	€
Amounts owned by group undertakings	592,000	592,000

**4. Called up share capital**

	2025	2024
	€	€
<b>Ordinary share capital</b>		
<b>Authorised equity</b>		
62,500,000 ordinary shares of 1c each	625,000	625,000
62,500,000 'A' ordinary shares of 1c each	625,000	625,000
	<b>1,250,000</b>	<b>1,250,000</b>
<b>Issued and fully paid equity</b>		
7,612,500 ordinary shares of 1c each	76,125	76,125
14,750,000 'A' ordinary shares of 1c each	147,500	147,500
	<b>223,625</b>	<b>223,625</b>

**5. Controlling party**

The immediate parent company is Zellis Ireland Limited, a company registered in Republic of Ireland. During the prior year, and up until 13 August 2024 (when the Group headed by Zellis Topco Limited was acquired by funds advised by Apax), the ultimate parent company was Zellis Holdco S.à.r.l, a company registered in Luxembourg and ultimately controlled by Bain Capital Fund IV LP. Subsequently, and at the balance sheet date, the ultimate parent company was Zorro EquityCo S.à.r.l, a company registered in Luxembourg and ultimately controlled by Apax Fund XI.

The smallest undertaking for which the Company is a member and for which group financial statements are prepared is Zellis Holdings Limited. During the prior year, and up until 13 August 2024, the largest undertaking for which the company was a member and for which group financial statements were prepared was Zellis Holdco S.à.r.l. Subsequently, and at the balance sheet date, the largest undertaking for which the company is a member was Zorro EquityCo S.a.r.l. and the largest undertaking for which group financial statements are prepared was Zorro Topco Limited.

Copies of accounts can be obtained from a 740 Waterside Drive, Aztec West, Almondsbury, Bristol England BS32 4UF.

**6. Approval of financial statements**

The directors approved the financial statements on the 23 January 2026.