

Unique Digital Limited

Directors' Report and Financial Statements

Year Ended

30 June 2024

Company Number 368387

Unique Digital Limited

Company Information

Directors	Eamonn Gavin Christopher Hagan
Company secretary	Christopher Hagan
Registered number	368387
Registered office	Office 204 Nesta Business Centre Glencullen House Kylemore Road Dublin 10 D10 CA33
Independent auditor	BDO Block 3 Miesian Plaza Dublin Ireland D02 Y754
Bankers	Allied Irish Banks 1/4 Lower Baggot Street Dublin 2 AIB Global Treasury Ashford House Tara Street Dublin 2 Spare Bank 1 Postbox 250 4066 Stavanger Norway
Solicitors	Dore & Co. 2 City Gate Bridge Street Kilmainham Dublin 8

Unique Digital Limited

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Unique Digital Limited

Directors' Report For the Year Ended 30 June 2024

The Directors present their annual report and the audited financial statements for the year ended 30 June 2024.

Principal activity

The principal activity of the Company is the provision of digital cinema solutions.

Results and dividends

The loss for the year, after taxation, amounted to €3,837,525 (2023 - profit €3,686,426).

The Directors did not declare or pay an interim dividend (2023 - €Nil) and they do not recommend the payment of a final dividend for the year (2023 - €Nil).

Overview of Performance

The Company achieved turnover of €11,699,712 for the year ended 30 June 2024 (2023 - €11,896,410). Income from core activities of Software Sales and content delivery distribution increased by €1,301,988 (13%) compared to the prior year, while non core activities, hardware resale and related party revenues reduced. Operating loss for the year was €(3,600,531) (2023 - operating profit of €4,495,219). Reflecting an increase in administration and exceptional costs associated with group refinancing activities and impairment of group investments. These costs are one off and not repeatable, the Company maintains its underlying recurring profitable base.

Directors

The Directors who served during the year were:

Eamonn Gavin
Christopher Hagan

The Directors and secretary have no direct interest in the share capital of the Company at the beginning and end of the year except as follows:

Mr. Christopher Hagan holds 100% of the shareholding at the beginning and the end of the financial year through his shareholdings in the ultimate parent undertaking, Unique Digital Holdings Limited, which is incorporated in the Republic of Ireland.

Accounting records

The measures taken by the Directors to ensure compliance with the requirements of Sections 281 to 285 of the Companies Act 2014 with regard to the keeping of accounting records, are the employment of appropriately qualified accounting personnel and the maintenance of computerised accounting systems. The Company's accounting records are maintained at the Company's registered office at Office 204, Nesta Business Centre, Glencullen House, Kylemore Road, Dublin 10, D10 CA33.

Research and development activities

The Company is involved in research and development in relation to intellectual property development.

Qualifying third party indemnity provisions

Qualifying third party indemnity provisions were in place during the financial year and remain in force at the date of approval of this report for the benefit of the Directors in their capacity as directors of group companies.

Unique Digital Limited

Directors' Report (continued) For the Year Ended 30 June 2024

Going concern

The Directors have assessed the Company's financial position, including cash flows and projected trading performance, and consider that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, these financial statements have been prepared on a going concern basis.

Disclosure of information to auditor

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Events after the reporting period

There have been no significant events affecting the Company since the reporting date.

Auditor

The auditor, BDO, was appointed in the year and will be proposed for reappointment in accordance with 383(2) of the Companies Act 2014.

This report was approved by the board on Dec 16, 2025 and signed on its behalf.


Chris Hagan (Dec 18, 2025 13:02:29 GMT)

.....
Christopher Hagan
Director


Eamonn Gavin (Dec 16, 2025 16:39:15 GMT)

.....
Eamonn Gavin
Director

Unique Digital Limited

Directors' Responsibilities Statement For the Year Ended 30 June 2024

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with Irish company 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 the Companies Act 2014 and FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' issued by the Financial Reporting Council ("relevant financial reporting framework").

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, 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 judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

Unique Digital Limited

Independent Auditor's Report to the Members of Unique Digital Limited

Opinion

We have audited the financial statements of Unique Digital Limited ('the Company') for the year ended 30 June 2024, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, Statement of Changes in Equity and notes to the financial statements, including the summary of significant accounting policies set out in note 2. The financial reporting framework that has been applied in their preparation is the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council.

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 30 June 2024 and of its loss for the year then ended;
- have been properly prepared in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and Companies Act 2014. Our responsibilities under those standards are described below in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard 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.

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.

Other information

The directors are responsible for the other information. Other information comprises information included in the annual report, other than the financial statements and the 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.

Unique Digital Limited

Independent Auditor's Report to the Members of Unique Digital Limited (continued)

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 is consistent with the financial statements; and
- the directors' report has been prepared in accordance with 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

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 disclosures of directors' remuneration and transactions required by sections 305 to 312 of the Act are not made. We have nothing to report in this regard.

Responsibilities of directors

Responsibilities of directors and those charged with governance for the financial statements

As explained more fully in the directors' responsibilities statement set on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those charged with governance are responsible for overseeing the Company's financial reporting process.

Unique Digital Limited

Independent Auditor's Report to the Members of Unique Digital Limited (continued)

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on IAASA's website at:

https://iaasa.ie/getmedia/b2389013-1cf6-458b-9b8fa98202dc9c3a/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.



Teresa Morahan
For and on behalf of BDO
Statutory Audit Firm, Dublin (AI223876)

Block 3, Miesian Plaza,
50-58 Baggot Street Lower,
Dublin 2, D02 Y754, Ireland

Date: 18/12/2025

Unique Digital Limited

Statement of Comprehensive Income For the Year Ended 30 June 2024

	Note	2024 €	2023 €
Turnover	4	11,699,712	11,896,410
Cost of sales		(1,363,455)	(2,140,055)
Gross profit		10,336,257	9,756,355
Administrative expenses		(8,856,903)	(2,394,923)
Exceptional administrative expenses	13	(382,117)	-
Other operating income	5	-	10,101
Other operating charges	6	(4,697,768)	(2,876,314)
Operating (loss)/profit	7	(3,600,531)	4,495,219
Interest payable and similar expenses	11	(20,973)	(412,779)
(Loss)/profit before tax		(3,621,504)	4,082,440
Tax on (loss)/profit	12	(216,021)	(396,014)
(Loss)/profit for the financial year		(3,837,525)	3,686,426

There was no other comprehensive income for 2024 (2023 - €Nil).

The notes on pages 10 to 26 form part of these financial statements.


Unique Digital Limited


Registered number: 368387

Statement of Financial Position As at 30 June 2024

	Note	2024 €	2023 €
Fixed assets			
Intangible assets	14	8,719,545	7,762,211
Tangible assets	15	1,859,611	1,512,923
Investments	16	2,251,304	7,386,972
		<u>12,830,460</u>	<u>16,662,106</u>
Current assets			
Debtors: amounts falling due within one year	17	10,040,940	7,480,914
Cash at bank and in hand	18	1,184,273	2,791,092
		<u>11,225,213</u>	<u>10,272,006</u>
Current liabilities			
Creditors: amounts falling due within one year	19	(14,030,838)	(13,071,752)
		<u>(2,805,625)</u>	<u>(2,799,746)</u>
Net current liabilities			
		<u>(2,805,625)</u>	<u>(2,799,746)</u>
Total assets less current liabilities			
		<u>10,024,835</u>	<u>13,862,360</u>
Net assets			
		<u>10,024,835</u>	<u>13,862,360</u>
Capital and reserves			
Called up share capital presented as equity	20	10,000	10,000
Profit and loss account	21	10,014,835	13,852,360
		<u>10,024,835</u>	<u>13,862,360</u>
Shareholders' funds			
		<u>10,024,835</u>	<u>13,862,360</u>

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


Chris Hagan (Dec 18, 2025 13:02:29 GMT)
.....
Christopher Hagan
Director


Eamonn Gavin (Dec 16, 2025 16:39:15 GMT)
.....
Eamonn Gavin
Director

The notes on pages 10 to 26 form part of these financial statements.

Unique Digital Limited

Statement of Changes in Equity For the Year Ended 30 June 2024

	Called up share capital	Profit and loss account	Total equity
	€	€	€
At 1 July 2023	10,000	13,852,360	13,862,360
Comprehensive income for the year			
Loss for the year	-	(3,837,525)	(3,837,525)
Total comprehensive loss for the year	-	(3,837,525)	(3,837,525)
At 30 June 2024	10,000	10,014,835	10,024,835

Statement of Changes in Equity For the Year Ended 30 June 2023

	Called up share capital	Profit and loss account	Total equity
	€	€	€
At 1 July 2022	10,000	10,165,934	10,175,934
Comprehensive income for the year			
Profit for the year	-	3,686,426	3,686,426
Total comprehensive income for the year	-	3,686,426	3,686,426
At 30 June 2023	10,000	13,852,360	13,862,360

The notes on pages 10 to 26 form part of these financial statements.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

1. General information

Unique Digital Limited is a private company limited by shares and incorporated in Ireland under the Companies Act 2014. The address of the registered office is given on the Company Information page and the nature of the Company's operations and its principal activities are set out in the Directors' Report.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2014.

The financial statements are prepared in Euros which is the functional currency of the Company and rounded to the nearest €1.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A; and
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Unique Digital Holdings Limited as at 30 June 2024 and these financial statements may be obtained from Office 204, Nesta Business Centre, Glencullen House, Kylemore Road, Dublin 10, D10 CA33.

2.3 Going concern

The Directors have assessed the Company's financial position, including cash flows and projected trading performance, and consider that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, these financial statements have been prepared on a going concern basis.

2.4 Exemption from preparing consolidated financial statements

The Company is a parent company that is also a subsidiary included in the consolidated financial statements of a larger group by a parent undertaking established under the law of a state other than the United Kingdom and is therefore exempt from the requirement to prepare consolidated financial statements under section 401 of the Companies Act 2014.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

2. Accounting policies (continued)

2.5 Turnover

Turnover 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. Turnover 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

Turnover 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

Turnover 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.

2.6 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight-line basis over their useful economic lives of 10 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

2. Accounting policies (continued)

2.7 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 and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

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 except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of Comprehensive Income within 'administrative expenses'.

2.8 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.9 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

2.10 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

2. Accounting policies (continued)

2.11 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

At each reporting date the Company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Development costs - 10 years

Amortisation is recognised in 'Administrative expenses' in the Statement of Comprehensive Income.

2.12 Tangible assets

Tangible assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the Company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

The estimated useful lives range as follows:

Fixtures and fittings	- 3 years straight line
Plant and machinery	- 5 years straight line
Cinema equipment	- 5 years straight line
Plant and equipment	- 5 years straight line
Computer equipment	- 5 years straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.13 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

2. Accounting policies (continued)

2.14 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.15 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.

2.16 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.17 Financial instruments

The Company has elected to apply the provisions of Section 11 "Basic Financial Instruments" of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the Company's Statement of Financial Position 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 trade and other receivables, cash and bank balances, are initially measured at their transaction price including transaction costs and are subsequently carried at their amortised cost using the effective interest method, less any provision for impairment, 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.

Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents, trade and most other receivables due with the operating cycle fall into this category of financial instruments.

Other financial assets

Other financial assets, which includes investments in equity instruments which are not classified as subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the recognised transaction price. Such assets are subsequently measured at fair value with the changes in fair value being recognised in the profit or loss. Where other financial assets are not publicly traded, hence their fair value cannot be measured reliably, they are measured at cost less impairment.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

2. Accounting policies (continued)

2.17 Financial instruments (continued)

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each reporting date.

Financial assets are impaired when events, subsequent to their initial recognition, indicate the estimated future cash flows derived from the financial asset(s) have been adversely impacted. The impairment loss will be the difference between the current carrying amount and the present value of the future cash flows at the asset(s) original effective interest rate.

If there is a favourable change in relation to the events surrounding the impairment loss then the impairment can be reviewed for possible reversal. The reversal will not cause the current carrying amount to exceed the original carrying amount had the impairment not been recognised. The impairment reversal is recognised in the profit or loss.

Financial liabilities

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

Basic financial liabilities, which include trade and other payables, bank loans and other loans are initially measured at their transaction price after transaction costs. When this constitutes a financing transaction, whereby the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Discounting is omitted where the effect of discounting is immaterial.

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

Trade payables are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if the payment is due within one year. If not, they represent non-current liabilities. Trade payables are initially recognised at their transaction price and subsequently are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial.

Derecognition of financial instruments

Derecognition of financial assets

Financial assets are derecognised when their contractual right to future cash flow expire, or are settled, or when the Company transfers the asset and substantially all the risks and rewards of ownership to another party. If significant risks and rewards of ownership are retained after the transfer to another party, then the Company will continue to recognise the value of the portion of the risks and rewards retained.

Derecognition of financial liabilities

Financial liabilities are derecognised when the Company's contractual obligations expire or are discharged or cancelled.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of these financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses.

Judgements and estimates are continually evaluated and are based on historical experiences and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

a) **Intangible assets**

The Company amortises intangible assets over their useful lives. The estimated useful life reflects management's estimate of the period that the Company intends to derive future economic benefits from the use of the intangible assets. Changes in the economic usage and developments could affect the economic useful life of the intangible assets which could then consequently impact on future amortisation charges.

b) **Useful economic life of tangible assets**

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on future investments, economic utilisation and the physical condition of the assets.

c) **Impairment of investments**

An impairment review of investments is performed whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. During the year, the Directors identified such indicators and recognised an impairment charge. This was based on the judgement that the recoverable amount of certain investments was lower than their carrying value, due to changes in expected future economic benefits. The Directors consider the revised carrying values to be appropriate and reflective of the current outlook for those investments.

d) **Recoverability of debtors**

Estimates are made in respect of the recoverable value of trade and other debtors. When assessing the level of provisions required, factors including current trading experience, historical experience and the ageing profile of debtors are considered.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

4. Turnover

The whole of the turnover is attributable to the Company's principal activity which is the provision of digital cinema solutions.

An analysis of turnover by country of destination is as follows:

	2024 €	2023 €
United Kingdom	4,230,388	4,559,394
Rest of Europe	3,909,611	4,556,624
Rest of World	3,559,713	2,780,392
	<u>11,699,712</u>	<u>11,896,410</u>

An analysis of turnover by category is as follows:

	2024 €	2023 €
Provisions of goods	142,127	1,012,172
Rendering of services	11,557,585	10,884,238
	<u>11,699,712</u>	<u>11,896,410</u>

5. Other operating income

	2024 €	2023 €
Commissions receivable	-	10,101
	<u>-</u>	<u>10,101</u>

6. Other operating charges

	2024 €	2023 €
Intercompany recharges	4,697,768	2,876,314
	<u>4,697,768</u>	<u>2,876,314</u>

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

7. Operating (loss)/profit

The operating profit is stated after charging/(crediting):

	2024 €	2023 €
Impairment of fixed asset investments	5,135,668	557,693
Depreciation of tangible assets	555,104	465,796
Amortisation of intangible assets	1,409,791	1,452,662
Exchange differences	(44,559)	107,094
	<u>5,155,004</u>	<u>1,582,645</u>

8. Auditor's remuneration

During the year, the Company obtained the following services from the Company's auditor:

	2024 €	2023 €
Fees payable to the Company's auditors for the audit of the Company's financial statements	30,000	23,226
	<u>30,000</u>	<u>23,226</u>

9. Employees

	2024 €	2023 €
Wages and salaries	223,946	180,799
Social security costs	1,796	1,777
	<u>225,742</u>	<u>182,576</u>

The average monthly number of employees, including the Directors, during the year was as follows:

	2024 No.	2023 No.
Administration and management	1	2
	<u>1</u>	<u>2</u>

10. Directors' remuneration

	2024 €	2023 €
Directors' emoluments	223,946	180,799
	<u>223,946</u>	<u>180,799</u>

There were no directors in the Company's defined contribution pension scheme (2023 - Nil).

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

11. Interest payable and similar expenses

	2024 €	2023 €
Loans from group undertakings	-	248,375
Other interest payable	20,973	164,404
	<u>20,973</u>	<u>412,779</u>

12. Taxation

	2024 €	2023 €
Corporation tax		
Current tax on loss/profit for the year	216,021	396,072
Adjustments in respect of previous periods	-	(58)
Total current tax	<u>216,021</u>	<u>396,014</u>

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2023 - lower than) the standard rate of corporation tax in Ireland of 12.5% (2023 - 12.5%). The differences are explained below:

	2024 €	2023 €
(Loss)/profit before tax	<u>(3,621,504)</u>	<u>4,082,440</u>
(Loss)/profit multiplied by standard rate of corporation tax in Ireland of 12.5% (2023 - 12.5%)	(452,688)	510,305
Effects of:		
Expenses not deductible for tax purposes	731,729	(94,534)
Capital allowances for year in excess of depreciation	176,027	(19,699)
Foreign tax deduction	(11,991)	-
Income tax withheld loans to participators	825	-
Capital items expensed	(295,891)	-
Adjustments to tax charge in respect of prior periods	-	(58)
Impairment of assets	71,875	-
Double taxation relief	(3,865)	-
Total tax charge for the year	<u>216,021</u>	<u>396,014</u>

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

13. Exceptional administrative expenses

	2024 €	2023 €
Exceptional items	382,117	-

Exceptional costs were incurred during the year in relation to professional fees associated with potential corporate transactions.

14. Intangible assets

	Software Licence €	Development €	Total €
Cost			
At 1 July 2023	297,580	15,780,807	16,078,387
Additions	-	2,367,125	2,367,125
Disposals	(297,580)	-	(297,580)
At 30 June 2024	-	18,147,932	18,147,932
Amortisation			
At 1 July 2023	297,580	8,018,596	8,316,176
Charge for the year	-	1,409,791	1,409,791
Disposals	(297,580)	-	(297,580)
At 30 June 2024	-	9,428,387	9,428,387
Net book value			
At 30 June 2024	-	8,719,545	8,719,545
At 30 June 2023	-	7,762,211	7,762,211

All development costs are internally generated.

Included within development costs is our Theatre Management Software suite and our Advertising Software which was continued to be developed in 2024 and is considered material to the Group. The carrying amount as at 30 June 2024 is €8,720k (2023: €7,762k) and has an estimated remaining useful life of more than 10 years.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

15. Tangible assets

	Plant and machinery €	Fixtures and fittings €	Cinema equipment €	Plant and equipment €	Computer equipment €	Total €
Cost						
At 1 July 2023	2,678,859	30,186	3,976,919	2,991,387	-	9,677,351
Additions	-	-	896,311	-	5,481	901,792
Disposals	-	-	-	(2,991,387)	-	(2,991,387)
At 30 June 2024	<u>2,678,859</u>	<u>30,186</u>	<u>4,873,230</u>	<u>-</u>	<u>5,481</u>	<u>7,587,756</u>
Depreciation						
At 1 July 2023	2,678,859	30,186	2,463,996	2,991,387	-	8,164,428
Charge for the year	-	-	555,104	-	-	555,104
Disposals	-	-	-	(2,991,387)	-	(2,991,387)
At 30 June 2024	<u>2,678,859</u>	<u>30,186</u>	<u>3,019,100</u>	<u>-</u>	<u>-</u>	<u>5,728,145</u>
Net book value						
At 30 June 2024	<u>-</u>	<u>-</u>	<u>1,854,130</u>	<u>-</u>	<u>5,481</u>	<u>1,859,611</u>
At 30 June 2023	<u>-</u>	<u>-</u>	<u>1,512,923</u>	<u>-</u>	<u>-</u>	<u>1,512,923</u>

Plant and machinery and computer equipment assets although fully depreciated, are still in use by the business.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

16. Fixed asset investments

	Investments in subsidiary companies €
Cost or valuation	
At 1 July 2023	7,944,665
At 30 June 2024	<u>7,944,665</u>
Impairment	
At 1 July 2023	557,693
Charge for the period	5,135,668
At 30 June 2024	<u>5,693,361</u>
Net book value	
At 30 June 2024	<u>2,251,304</u>
At 30 June 2023	<u>7,386,972</u>

During the year, and impairment of €5.1m was made in relation to the investment in UniqueX Limited (Isle of Man).

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

16. Fixed asset investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
UniqueX Suisse	Buckhauserstrasse 24 8048 Zurich	Provision of digital cinema solutions	Ordinary	100%
UniqueX Limited	Mountain View Innovation Centre Jurby Road Lezayre Ramsey IM7 2DZ Isle of Man	Provision of digital cinema solutions	Ordinary	100%
UAB Unique Digital LT	"3 Bures" verslo centras, Lvovo g. 25, LT-09320 Vilnius, Lithuania	Provision of digital cinema solutions	Ordinary	100%
Unique Digital Software Limited (formerly UniqueX (UK) Limited)	South Wing 2nd Floor Parkway 2, Parkway Business Centre, Princess Road, Manchester, England, M14 7LU	Provision of digital cinema solutions	Ordinary	100%

Unique Digital Software Limited (formerly UniqueX (UK) Limited) is the only subsidiary undertaking held indirectly.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

17. Debtors: amounts falling due within one year

	2024 €	2023 €
Trade debtors	2,407,202	2,921,869
Amounts owed by group undertakings	6,521,160	3,131,578
Other debtors	213,403	479,260
Prepayments and accrued income	551,221	948,207
Tax recoverable	347,954	-
	<u>10,040,940</u>	<u>7,480,914</u>

Included within other debtors is an amount owed by Directors of €3,301 (2023 - €Nil).

Amounts owed by group undertakings are interest free, unsecured and repayable on demand.

18. Cash and cash equivalents

	2024 €	2023 €
Cash at bank and in hand	1,184,273	2,791,092
Less: bank overdrafts	(36)	(18)
	<u>1,184,237</u>	<u>2,791,074</u>

19. Creditors: amounts falling due within one year

	2024 €	2023 €
Overdrafts owed to credit institutions	36	18
Trade creditors	312,343	1,632,467
Amounts owed to group undertakings	11,921,002	10,291,118
Corporation tax	-	306,646
Other taxation and social security	3,105	8,278
Other creditors	3,237	-
Accruals	116,893	74,083
Deferred income	1,674,222	759,142
	<u>14,030,838</u>	<u>13,071,752</u>

Amounts owed to group undertakings are interest free, unsecured and repayable on demand.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

20. Share capital

	2024 €	2023 €
Authorised		
1,000,000 (2023 - 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		
10,000 (2023 - 10,000) Ordinary shares of €1.00 each	<u>10,000</u>	<u>10,000</u>

Ordinary shares carry one vote per share and the right to participate in dividends declared by the Company.

21. Reserves

The Company's capital and reserves are as follows:

Called up share capital

The called up share capital represents the nominal value of the shares issued.

Profit and loss account

The profit and loss account represents cumulative profits or losses net of dividends paid and other adjustments.

22. Related party transactions

The Company has taken advantage of the exemption available in Section 33.1A of FRS 102 whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the Group.

Purchases of €309,717 (2023 - €Nil) were made during the year to Sandylane Limited, an entity with common ownership. At the year end €Nil (2023 - €Nil) was owed by Sandylane Limited.

Unique Digital Limited

Notes to the Financial Statements For the Year Ended 30 June 2024

23. Controlling party

The Company's immediate parent is UniqueX Holdings Limited, a company incorporated in England and Wales. The Company's ultimate parent is Unique Digital Holdings Limited, a company incorporated in the Republic of Ireland.

The smallest group in which the results of the Company are consolidated is that headed by Unique Digital Holdings Limited, a company incorporated in the Republic of Ireland. The consolidated accounts of the Company are available to the public and may be obtained from the registered address of Office 204, Nesta Business Centre, Glencullen House, Kylemore Road, Dublin 10, D10 CA33.

The largest group in which the results of the Company are consolidated is that headed by is Unique Digital Holdings Limited. The consolidated accounts of the Company are available to the public and may be obtained from the registered address of Office 204, Nesta Business Centre, Glencullen House, Kylemore Road, Dublin 10, D10 CA33.

The ultimate parent company is now CH Digital Holdings Limited. C Hagan is the ultimate controlling party through his shareholding in that company.










Unique Digital Limited 2024 - Final Accounts

Final Audit Report

2025-12-18

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