Azorra Limited

Directors' report and consolidated financial statements

For the financial year ended 31 December 2024

Registered number: 692693

AZORRA LIMITED

Directors' report and consolidated financial statements

Contents

COMPANY DEFINITIONS

Azorra Limited (the "Company") was incorporated in Ireland on 14 April 2021 under the Companies Act 2014. Its registered office is located at 1st Floor, 118 Lower Baggot Street, Dublin 2.

Azorra Limited Group	Azorra Limited and its consolidated subsidiaries (the "Group")
Financial Year	from 1 January to 31 December 2024
Subsidiaries	Azorra Aircraft Ireland 1 Limited Azorra Aircraft Ireland 4 Limited Artemis Funding 2 Limited Azorra Aircraft Cayman 4 Limited Azorra Aircraft Cayman 6 Limited AZ E2 Leasing 1 Limited AZ E2 Leasing 2 Limited AZ E2 Leasing 3 Limited Azorra France SAS Azorra Aviation Canada ULC

Directors and other information

Directors	Thomas Schmid Michael Milne (appointed 05 October 2023, resigned 19 September 2024) Alan G Stanford Jr. Becca Ni Mheilbhin (appointed 19 September 2024) John Levins (alternate appointed 25 September 2024)
Secretary	Alter Domus Secretarial (Ireland) Limited
Registered office	1st Floor 118 Lower Baggot Street Dublin 2 Ireland
Independent auditor	Ernst and Young Chartered Accountants Harcourt Centre Harcourt Street Dublin 2
Bankers	BNP Paribas Dublin Branch 5 Georges Dock, IFSC, Dublin 1 Ireland UMB Bank, N.A. 6440 S Millrock Drive, Suite 400 Salt Lake City, UT 84121 United States
Solicitors	Mason Hayes & Curran LLP Barrow Street Dublin 4 Ireland

AZORRA LIMITED

DIRECTORS' REPORT
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

The Board of Directors (the "Directors") of Azorra Limited (the "Company") present their annual report together with the consolidated audited financial statements for the year ended 31 December 2024. The comparative financial statements were presented for the year ended 31 December 2023.The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as adopted by the European Union ("EU)" and as applied in accordance with the Companies Act 2014.

Principal activities

The principal activities of the Group include the ownership and leasing of aircraft and the servicing of leased commercial aircraft within subsidiary entities. The Directors plan to continue to maintain, develop and expand the activities and operations of the Group and Company in the coming year, as market conditions allow.

Business review

At 31 December 2024, the Group had a portfolio of 17 aircraft (2023: 22 aircraft) and 7 right of use assets (2023: Nil). The Group generated its income from the leasing of aircraft to lessees based in various countries during the year. During the year, the Group acquired 6 aircraft (2023: 8 aircraft), and disposed of 11 aircraft (2023: Nil). There were no modifications to existing lease agreements in 2024 (2023: Nil).

The Group is financed by intercompany debt.

The Company had 17 employees at 31 December 2024 (2023: 8 employees). Certain management and administration services are contracted from a related party and third parties. See Note 3 for further details.

During the year ended 31 December 2024, the Company formed the following subsidiaries for the purpose of ownership and leasing of aircraft: AZ E2 Leasing 2 Limited, AZ E2 Leasing 3 Limited, Artemis Funding 2 Limited, Aircraft Ireland 4 Limited.

The following entities were transferred out of the group during the year: Artemis Funding Limited, Azorra Aircraft Ireland 2 Limited, Azorra Aircraft Ireland 3 Limited, Azorra Aircraft Cayman 2 Limited, Azorra Aircraft Cayman 3 Limited, and Azorra Aircraft Cayman 5 Limited.

Results and dividends for the financial year

During the financial year, the Group reported a profit of USD 4,776,282 (2023: USD 4,770,017). At the end of the financial year, the Group's financial position showed assets of USD 502,172,092 (2023: USD 408,966,517), comprising primarily of aircraft. The Group's portfolio of aircraft, including Right-of-use asset, intangible and lease initiation assets and liabilities have a carrying value of USD 489,878,276 (2023: USD 396,721,762) at 31 December 2024.

At the end of the financial year, the Group's net loans and borrowings were USD 340,064,464 (2023: USD 278,489,472). The Group's loans and borrowings comprise of intercompany loans amounting to USD 184,182,384 (2023: USD 67,804,232), lease liability of USD 155,882,080 (2023:USD Nil) and external loans amounting to USD Nil (2023: USD 210,685,240).

Results and dividends for the financial year (continued)

The results for the year are set out in the statement of profit or loss and other comprehensive income on pages 13 to 19 and in the related notes.

During the year, a dividend of $33,700,746 was declared and paid to Azorra Finance Holdings Limited. This amount was offset against the consideration received from the sales of Artemis Funding Limited and Azorra Aircraft Ireland 3 Limited.

The directors, in accordance with Section 225 (2) of the Companies Act 2014, acknowledge that they are responsible for securing the Group and Company's compliance with certain obligations specified in that Section arising from the Companies Act 2014 and Tax laws ('relevant obligations').

Material Contracts

There are no material contracts in relation to the business of the Group in which any director had any interest during the year ended 31 December 2024.

Principal risks and uncertainties

The Directors consider that the following are the principal risk factors that could materially and adversely affect the Company's future operating profits or financial position:

Residual values of the aircraft
The Company bears the risk of re-leasing or selling aircraft in its fleet at the end of their lease terms. If demand for aircraft decreases or market lease rates decrease, these factors could affect the market value of the portfolio or re-lease rates achieved. Should these conditions continue for an extended period, it could affect the market value of the portfolio and may result in impairment charges in accordance with IAS 36. The directors look to mitigate these risks by actively managing the portfolio, lease durations, maintenance return conditions and selectively marketing aircraft for sale.

Credit risk of lease counterparties
The Group operates as lessor to airlines. Its ability to succeed is partially dependent on the financial strength of its customers and their ability to compete effectively in the aviation market and manage in the competitive environment in which they operate. If airline customers experience financial difficulties, this may result in defaults or the early termination of leases. The Group continuously monitors and assesses its customer and credit exposure and the directors look to mitigate risks by negotiating security deposits and maintenance reserve payments as appropriate.

Geopolitical and economic risks
The Group leases aircraft to a customer that operates in multiple jurisdictions exposing it to (i) many and varying economic, social, legal and geopolitical risks, (ii) instability in key markets and (iii) global health pandemics. The directors continue to monitor the development of the Russian invasion of Ukraine and the conflict in the Middle East and are continuing to assess the potential impact on the Group. Exposure to multiple jurisdictions may adversely affect the Company's future performance, position and growth potential. The adequacy and timeliness of the Company's response to emerging risks in these jurisdictions are of critical importance to the mitigation of their potential impact on the Group.

Principal risks and uncertainties (continued)

Exposure to the commercial airline industry
As a supplier to and partner of the airline industry, the Group is exposed to the financial condition of the airline industry as it leases all of its aircraft to commercial airline customers. The financial condition of the airline industry is affected by, among other things, geopolitical events, outbreaks of redundant pandemic diseases and natural disasters, fuel costs and the demand for air travel.

To the extent that any of these factors adversely affect the airline industry they may result in (i) downward pressure on lease rates and aircraft values, (ii) higher incidences of lessee defaults, restructuring, and repossessions and (iii) inability to lease aircraft on commercially acceptable terms.

Market risk
Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group's income or the value of its holding of financial instruments.

The Group is highly dependent upon the continuing financial strength of the commercial airline industry. A significant deterioration in this sector could adversely affect the Group through a reduced demand for aircraft and/or reduced market rates, higher incidences of lessee default and aircraft on the ground. The Group periodically performs reviews of its carrying value of aircraft and associated assets, receivable and the sufficiency of accruals and provisions, substantially all of which are susceptible to the above risks and uncertainties.

Operational risk
Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Group'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 Group was incorporated with the purpose of engaging in those activities outlined in the Director's Report which limits the risk. The Group manages this risk by outsourcing administration to group companies and professional service providers with sufficient skills and expertise to manage this risk.

Interest rate risk
The Group will be impacted by fluctuations in interest rates as changes in the cost of borrowing directly impacts the lease margin.

Asset risk
Asset risk is the risk of deterioration in the underlying value of the aircraft. If the demand for aircraft or market lease rates decrease, these could affect the market value of the aircraft and consequently the recovery of the carrying value of the aircraft. Should this condition continue for an extended period, it could affect the market value of the aircraft and result in impairment charges.

Liquidity risk
Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Notes are limited recourse obligations of the Company such that the Company is only obligated to pay the coupon and principal amounts due to the extent there is available cash to do so. Failure to do so does not constitute a default by the Company on the Notes.

Technical maintenance and environmental risk
Technical, maintenance and environmental risk is the risk that a lessee undertakes responsibility for ensuring that the aircraft complies with current environmental, technical and maintenance regulations and statutory obligations as applicable. The directors monitor these risks in conjunction with the Servicer under a servicing agreement.

Principal risks and uncertainties (continued)

Public liability risk
Public liability risk is the risk that a lessee has not put adequate insurance cover in place, and the directors have put appropriate monitoring systems in place, through the servicing agreement, to ensure that the lessee remains compliant.

Liquidity and financing risk
The Group continuously forecasts its liquidity requirements and continuously maintains contact with relevant credit institutions to maintain access to competitive financing. Appropriate action has been taken to ensure timely refinancing of short-term credit facilities. With the aim of managing the liquidity risk, the Group ensures that sufficient cash is available to meet payment obligations and to adhere to covenant compliance under the respective loan agreements.

Going concern

The Directors have considered the Group's use of the going concern basis of preparation at the date of signing these financial statements by evaluating all cash inflows and outflows of the Group for a period of 12 months from the signing of the financial statements. Additionally, the Directors have considered the adequacy of the Group's external borrowing facilities and the non-recourse nature of the related party loans.

The estimated cash flows involve known and unknown risks and uncertainties, which may cause actual performance and financial results in future periods to differ materially from forecasted cash flows.

The Group's indebtedness also comprises of non-recourse group borrowings (an intercompany loan repayable to Azorra Finance Limited, a member of the Azorra Aviation Holdings LLC group, the Company is also subject to group lending requirements and benefits from the support and a financial guarantee from its ultimate parent.

Based on this analysis and all information available at present, the Directors believe that the Company has sufficient liquidity to meet its obligations as they fall due and that it continues to be appropriate to prepare the financial statements on a Going Concern basis of preparation.

Key performance indicators

The principal key performance indicator, which was not met in the current year, used by management to monitor performance is as follows:

- Profit after tax;
- Operating profit;
- Net assets;
- Various measures in relation to capital expenditure, including acquisitions and disposals;
- Lease terminations; and
- Number of aircraft on the ground.

Future developments in the business

It is the intent of Azorra Limited to manage the portfolio in order to maximize cash flows of the portfolio, repay the debt and earn a return on its investment.

Directors' compliance statement

The directors confirm that:

- a compliance policy statement has been drawn up setting out the Group and Company's policies with regard to such compliance;
- appropriate arrangements and structures that, in their opinion, are designed to secure material compliance with the Group and Company's relevant obligations, have been put in place; and
- a review has been conducted, during the financial year, of the arrangements and structures that have been put in place to secure the Group and Company's compliance with its relevant obligations.

Directors and secretary and their interests

In accordance with Section 329 of the Companies Act 2014, neither the directors nor secretary who held office at 31 December 2024 had any disclosable interest in the share capital of the Company in the current year. The names of the persons who were directors during the year are set out on page 1. Except where indicated, they served as directors for the entire year:

Relevant audit information

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

Political and charitable contributions

The Company made no political and charitable contributions or incurred any political expenditure during the year (2023: Nil).

Post balance sheet events

The directors consider the state of affairs of the Group to be satisfactory and there have been no material changes since the balance sheet date. The normal operations of the Group have continued.

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 the adequate accounting records by engaging a service provider who employs accounting personnel with appropriate expertise and by providing adequate resources to the financial function. The accounting records of the company are maintained at 1st Floor, 118 Lower Baggot Street, Dublin 2, Ireland.

Financial instruments

The Group's financial instruments comprise of cash and cash equivalents, restricted cash, trade and other receivables, other assets, loans and borrowings, creditors, maintenance reserves and trade and other payables. See further details in the related notes.

AZORRA LIMITED

DIRECTORS' REPORT (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024
Audit committee

The Board has considered the establishment of an Audit Committee and decided that this is not warranted as the Company's Board fulfils the function by performing the duties as required by Section 167 of the Companies Act 2014. The duties performed by the Board include oversight of (1) the integrity of the consolidated financial statements of the Group, (2) compliance by the Group with legal and regulatory requirements, (3) independent auditor's qualifications and independence, and (4) the performance of the Group's independent auditor.

Independent auditor

Ernst & Young, Chartered Accountants, have expressed their willingness to continue in office in accordance with Section 383(2) of the Companies Act 2014.

This report was approved by the board of directors ("the Board") and authorised for issue on 12 December 2025 and signed on its behalf by:

DocuSigned by:
Alan G Stanford Jr
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Alan G Stanford Jr
Director

DocuSigned by:
Thomas Schmid
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Thomas Schmid
Director

AZORRA LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with IFRS as adopted by EU and as applied in accordance with the Companies Act 2014.

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

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

The directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company and enable them to ensure that the financial statements 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.

On behalf of the board

DocuSigned by:	DocuSigned by:
Alan G Stanford Jr	Thomas Schmid
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Alan G Stanford Jr	Thomas Schmid
Director	*Director*

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AZORRA LIMITED

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Azorra Limited ('the Company') and its subsidiaries ('the Group') for the year ended 31 December 2024, which comprise the Consolidated Statement of Profit or Loss and Other Comprehensive Income, Consolidated Statement of Financial Position, Company Statement of Financial Position, Consolidated Statement of Cash Flow, Company Statement of Cash Flow, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity and notes to the financial statements, including the material accounting policy information set out in note 1. The financial reporting framework that has been applied in their preparation is Irish Law and International Financial Reporting Standards ('IFRS') as adopted by the European Union.

In our opinion:

- the Group financial statements give a true and fair view of the assets, liabilities and financial position of the group as at 31 December 2024 and of its profit for the year then ended;
- the Company financial statements give a true and fair view of the assets, liabilities and financial position of the company as at 31 December 2024;
- the Group financial statements have been properly prepared in accordance with IFRS as adopted by the European Union;
- the Company financial statements have been properly prepared in accordance with IFRS as adopted by the European Union as applied in accordance with the provisions of the Companies Act 2014; and
- the Group financial statements and Company financial statements have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group and Company in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AZORRA LIMITED

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 Group's or 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. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Group's ability to continue as a going concern.

Other information

The directors are responsible for the other information. The other information comprises the information included in the the Directors' Report and Statement of Directors' Responsibilities in respect of the Directors' Report and the Consolidated Financial Statements. . 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 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 solely 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, other than those parts relating to sustainability reporting where required by Part 28 of the Companies Act 2014, has been prepared in accordance with applicable legal requirements.

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 is in agreement with the accounting records.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AZORRA LIMITED

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 material misstatements in the directors' report.

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures required by 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 8, 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 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 Group and the Company's ability to continue as going concerns, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or the parent 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.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA's website at: https://iaasa.ie/wp-content/uploads/docs/media/IAASA/Documents/audit-standards/Description_of_auditors_responsibilities_for_audit.pdf. This description forms part of our auditor's report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AZORRA LIMITED

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.

Séamus Feeney

Séamus Feeney
for and on behalf of
Ernst & Young Chartered Accountants and Statutory Audit Firm
Office: Dublin
Date: 18 December 2025

AZORRA LIMITED

Consolidated Statement of profit and loss and other comprehensive income
For the year ended 31 December 2024

	Note	**Year ended 31 December 2024 USD**	**Year ended 31 December 2023 USD**
Turnover	*2*	61,916,428	50,508,523
Loss on disposal	*2*	(5,018,853)	-
Depreciation and impairment	*8*	(17,469,248)	(14,861,230)
Depreciation – Right-of-use	*9*	(2,537,386)	-
Operating expenses	*3*	(10,403,192)	(4,608,883)
Operating profit		**26,487,749**	**31,038,410**
Interest income	*5*	71,416	210,972
Interest expense	*6*	(19,956,686)	(16,333,892)
Profit on ordinary activities before taxation		**6,602,479**	**14,915,490**
Tax charge on ordinary activities	*7*	(1,826,197)	(1,834,829)
Profit for the financial year		**4,776,282**	**13,080,661**
Other comprehensive loss		-	(8,310,644)
Total comprehensive profit		**4,776,282**	**4,770,017**

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

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

The notes on pages 20 to 62 form an integral part of these financial statements.

AZORRA LIMITED

Consolidated Statement of financial position
For the year ended 31 December 2024

	Note	31 December 2024 USD	31 December 2023 USD
Non-current assets			
Aircraft	8	225,463,565	346,376,631
Intangible and lease initiation assets	10	32,668,425	50,345,131
Right-of-use asset	9	231,746,286	-
Intercompany debtors	15	447,277	-
Restricted cash	13	-	4,152,051
Current assets			
Trade and other receivables	12	4,359,820	1,113,433
Cash and cash equivalents	13	7,401,602	6,229,611
Other assets	14	85,117	679,036
Creditors: amounts falling due within one year	16	(12,943,749)	(26,346,704)
Net current liabilities		**(1,097,210)**	**(18,324,624)**
Deferred tax asset		-	70,624
Total assets less current liabilities		**489,228,343**	**382,619,813**
Provision for liabilities and charges			
Deferred tax liability	7	(3,564,746)	(1,389,110)
Creditors: amounts falling due after one year	17	(375,213,178)	(259,171,910)
Maintenance reserves	18	(26,878,940)	(39,069,012)
Trade and other payables	19	(5,229,598)	(50,518,879)
Net assets		**78,341,881**	**32,470,902**
Capital and reserves			
Called up share capital	21	1	1
Capital contribution	21	53,741,011	23,019,999
Retained earnings		24,600,869	12,741,291
Other reserves		-	(3,290,389)
Shareholders' equity		**78,341,881**	**32,470,902**

The notes on pages 20 to 62 form an integral part of these financial statements.

The consolidated financial statements were approved by the Board of Directors and authorised for issue and signed on behalf of the board by;

DocuSigned by:
Alan G Stanford Jr
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Alan G Stanford Jr
Director

DocuSigned by:
Thomas Schmid
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Thomas Schmid
Director

AZORRA LIMITED

Company Statement of financial position
For the year ended 31 December 2024

	Note	31 December 2024 USD	31 December 2023 USD
Non-current assets			
Aircraft	*8*	5,935,676	6,059,707
Intangible and lease initiation assets	*10*	18,416	45,142
Investment in subsidiaries	*11*	53,741,011	23,020,300
Intercompany debtors	*15*	112,644,664	194,961,279
Current assets			
Trade and other receivables	*12*	322,401	114,154
Cash and cash equivalents	*13*	4,683,897	1,865,974
Other assets	*14*	57,302	8,007
Intercompany debtors	*15*	-	5,416,345
Creditors: amounts falling due within one year	*16*	(1,380,313)	(1,862,278)
Net current assets		**3,683,287**	**5,542,202**
Total assets less current liabilities		**176,023,054**	**229,628,630**
Provision for liabilities and charges			
Deferred tax liability		(71,429)	(199)
Creditors: amounts falling due after one year	*17*	(94,672,336)	(67,804,233)
Maintenance reserves	*18*	-	(43,788)
Trade and other payables	*19*	(220,000)	(129,703,614)
Net assets		**81,059,289**	**32,076,796**
Capital and reserves			
Called up share capital	*21*	1	1
Capital contribution	*21*	53,741,011	23,019,999
Retained earnings		27,318,277	9,056,796
Shareholders' equity		**81,059,289**	**32,076,796**

The Company's profit for the year ended 31 December 2024 was USD 18,261,592 (2023: USD 9,016,956). The notes on pages 20 to 62 form an integral part of these financial statements.

The consolidated financial statements were approved by the Board of Directors and authorised for issue and signed on behalf of the board by;

DocuSigned by:
Alan G Stanford Jr
BDC2C287B7D0493...
Alan G Stanford Jr
Director

DocuSigned by:
Thomas Schmid
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Thomas Schmid
Director

AZORRA LIMITED

Consolidated Statement of cash flows
For the year ended 31 December 2024

	Note	**Year ended 31 December 2024 USD**	**Year ended 31 December 2023 USD**
Cash flows from operating activities			
Profit before taxation		**6,602,479**	**14,915,490**
Adjustments for:			
Depreciation of aircraft and related components		17,469,248	14,861,230
Depreciation – Right-of-use asset		2,537,386	-
Interest expense- Finance lease		2,722,094	-
Finance expense- intercompany		3,159,278	3,222,227
Finance expense – secured debt		11,224,887	11,639,981
Interest income		(71,416)	(210,972)
Amortisation of lease intangible asset		464,777	1,391,902
Amortisation of debt issues costs		2,417,387	1,407,720
Tax expense		(1,826,197)	(1,834,829)
Loss on disposal		5,018,853	-
Changes in fair value of derivative financial instruments		3,290,389	(8,310,644)
Changes in working capital;			
Decrease in amount due from related parties		(80,429,792)	4,306,260
Decrease in trade and other receivables		(2,581,056)	5,004,122
Decrease in trade and other payables		(208,530)	6,118,071
Increase in deferred tax		2,236,152	647,595
Decrease in maintenance reserves		(12,190,072)	32,193,775
Net cash (used) / from operating activities		**(40,164,133)**	**85,351,928**
Cash flows from investing activities			
Disposals		404,247,655	-
Acquisition of aircraft and related components		(283,591,908)	(108,132,264)
Net cash generated from / (used) in investing activities		**120,655,747**	**(108,132,264)**
Cash flows from financing activities			
Movement in restricted cash		4,152,051	(513,278)
Lease Liability – repayments		(2,378,619)	-
Loans and borrowings – drawdowns		-	31,550,569
Loans and borrowings – repayments		(281,934,592)	(17,542,329)
Loans and borrowings – debt issuance costs incurred		(3,445,117)	(2,347,874)
Interest paid		(10,616,632)	(11,405,554)
Loans and borrowings – intercompany debt drawdowns		184,182,384	16,912,394
Capital contribution		64,421,648	-
Dividends paid		(33,700,746)	-
Net cash from financing activities		**(79,319,623)**	**16,653,928**

AZORRA LIMITED

Consolidated Statement of cash flows
For the year ended 31 December 2024

Net increase / (decrease) in cash and cash equivalents		**1,171,991**	**(6,126,408)**
Cash and cash equivalents at beginning of year		**6,229,611**	**12,356,019**
Cash and cash equivalents at end of year	12	**7,401,602**	**6,229,611**

The notes on pages 20 to 62 form an integral part of these financial statements.

AZORRA LIMITED

Company statement of cash flows
As at 31 December 2024

	Note	Year ended 31 December 2024 USD	Year ended 31 December 2023 USD
Cash flows from operating activities			
Profit before tax		**20,861,527**	**10,305,093**
Adjustments for;			
Depreciation of aircraft and related components		342,647	442,976
Finance expense		10,238,991	3,222,227
Interest income		40,723	(5,416,345)
Amortisation of lease intangible asset		-	423,332
Tax expense		(2,599,935)	(1,288,137)
Changes in working capital;			
Decrease in amount due from related parties		42,572,692	(24,046,114)
Increase in trade and other receivables		(257,542)	(93,886)
Increase in trade and other payables		(372,077)	1,938,167
Increase in deferred tax		71,230	622
Decrease in maintenance reserves		(43,788)	43,788
Net cash generated from / (used in) operating activities		**70,854,468**	**(14,468,277)**
Cash flows from investing activities			
Investment in subsidiaries		(64,421,348)	(300)
Proceeds from disposal of subsidiaries		33,700,746	
Acquisition of aircraft and aircraft related components		(232,612)	(6,971,157)
Net cash generated from / (used) in investing activities		**(30,953,214)**	**(6,971,457)**
Cash flows from financing activities			
Repayments of loans and borrowings		(67,804,233)	-
Loans and borrowings – intercompany debt drawdowns		-	16,912,395
Dividend paid		(33,700,746)	
Capital Contribution		64,421,648	-
Net cash (used in) / generated from financing activities		**(37,083,331)**	**16,912,395**
Net increase / (decrease) in cash and cash equivalents		**2,817,923**	**(4,527,339)**
Cash and cash equivalents, beginning of year		**1,865,974**	**6,393,313**
Cash and cash equivalents, end of year	*12*	**4,683,897**	**1,865,974**

The notes on pages 20 to 62 form an integral part of these financial statements.

AZORRA LIMITED

Consolidated statement of changes in equity
As at 31 December 2024

	Share Capital USD	Capital Contribution USD	Retained earnings USD	Other reserves USD	Total Equity USD
At 1 January 2024	1	23,019,999	12,741,291	(3,290,389)	32,470,902
Capital contributions received		64,421,648	-	-	64,421,648
Transfer of capital contributions to retained earnings	-	(33,700,636)	33,700,636	-	-
Dividends paid	-	-	(33,700,746)	-	(33,700,746)
Movement in year	-	-	7,083,406	3,290,389	10,373,795
Shares Issued	-	-	-		-
Total comprehensive profit	-	-	4,776,282	-	4,776,282
At 31 December 2024	**1**	**53,741,011**	**24,600,869**	**-**	**78,341,881**

During the year, a dividend of USD 33,700,746 was declared and paid (2023: USD Nil) amounting to a dividend of USD 33,700,746 per share.

For the financial year ended 31 December 2023

	Share Capital USD	Capital Contribution USD	Retained earnings USD	Other reserves USD	Total Equity USD
At 1 January 2023	1	23,019,999	(339,370)	5,020,255	27,700,885
Total comprehensive profit	-	-	13,080,661	(8,310,644)	4,770,017
At 31 December 2023	**1**	**23,019,999**	**12,741,291**	**(3,290,389)**	**32,470,902**

The notes on pages 20 to 62 form an integral part of these financial statements.

AZORRA LIMITED

Company statement of changes in equity
As at 31 December 2024

	Share capital USD	Capital Contribution USD	Retained Earnings USD	Other reserves USD	Total Equity USD
At 1 January 2024	1	23,019,999	9,056,796	-	32,076,796
Capital contributions received	-	64,421,648	-	-	64,421,648
Transfer of capital contribution to retained earnings		(33,700,636)	33,700,636	-	-
Dividends paid	-	-	(33,700,746)	-	(33,700,746)
Total comprehensive profit	-	-	18,261,591	-	18,261,591
At 31 December 2024	**1**	**53,741,011**	**27,318,277**	**-**	**81,059,289**

During the year, a dividend of USD 33,700,746 was declared and paid (2023: USD Nil) amounting to a dividend of USD 33,700,746 per share.

For the financial year ended 31 December 2023

	Share capital USD	Capital Contribution USD	Retained Earnings USD	Other reserves USD	Total Equity USD
At 1 January 2023	1	23,019,999	39,840	-	23,059,840
Total comprehensive profit	-	-	9,016,956	-	9,016,956
At 31 December 2023	**1**	**23,019,999**	**9,056,796**	**-**	**32,076,796**

The notes on pages 20 to 62 form an integral part of these financial statements.

1. General information and material accounting policies

The Company was incorporated in Ireland under the Companies Act 2014 on 14 April 2021, with a company registration number 692693 and is domiciled in Ireland. The address of the Company's registered office is 1st Floor, 118 Lower Baggot Street, Dublin 2. The consolidated financial statements of the Group and Company are presented for the year to 31 December 2024.

1.1. Basis of preparation

The consolidated financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the European Union ("EU") ("IFRS") and as applied in accordance with the Companies Act 2014.

IFRS applied by the Company in the preparation of these consolidated financial statements are those that were effective and applicable at 31 December 2024.

The Group's ultimate holding undertaking, Azorra Aviation Holdings LLC, includes the Group in its consolidated financial statements. The consolidated financial statements of Azorra Limited are available to the public and may be obtained from 1st Floor, 118 Lower Baggot Street, Dublin 2.

Principal activities

The principal activities of the Group include the ownership and leasing of aircraft and the servicing of leased commercial aircraft within subsidiary entities. The Directors plan to continue to maintain, develop and expand the activities and operations of the Group and Company in the coming year, as market conditions allow.

The Group has funded the payment of the purchase price of the aircraft assets from the proceeds of external secured debt and intercompany debt.

Ultimate Parent / Ownership

The direct shareholder in the Company is Azorra Finance Holdings, a Cayman incorporated Company who holds 100% of the shares in the Company. During the financial year ended 31 December 2024, ownership of the Company transferred from Azorra Aviation Holdings LLC, a Delaware Limited Liability registered company.

Statement of compliance

The consolidated and Company financial statements have been prepared in accordance IFRS and applicable law, and in the case of the Company, as applied in accordance with the Companies Act 2014.

The Company has taken advantage of the exemption in Section 304(2) of the Companies Act 2014 not to present its individual Profit or Loss and other comprehensive income and related notes that form part of the approved consolidated financial statements.

The consolidated financial statements include the results of the Company and its subsidiaries as listed in Note 11.

1. General information and material accounting policies

1.1. Basis of preparation (continued)

Statement of compliance (continued)

The consolidated financial statements have been prepared in US Dollar ("USD") which is the functional currency of the Group. These financial statements are prepared on a going concern basis.

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

New accounting pronouncements and amended standards adopted by the Company

The company has adopted all new standards that have come into effect for annual periods beginning on or after 1 January 2024. The adoption of these standards did not have any material effect on the financial performance or position of the Company or Group. The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective

Description	**Effective date (period beginning)**
Classification of Liabilities as Current or Non-Current (Amendments to IAS 1)	1 January 2024
Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)	1 January 2024
Non-current Liabilities with Covenants (Amendments to IAS 1)	1 January 2024
Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)	1 January 2024

New standards and interpretations not yet adopted

Several new standards, amendments to standards and interpretations are effective for annual periods beginning on or after 1 January 2025 and have not been applied in preparing the Group financial statements. The company intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Description	**Effective date (period beginning)**
Amendments to IAS 21: Lack of Exchangeability	1 January 2025
IFRS 18: Presentation and Disclosure in Financial Statements	1 January 2025
IFRS 19: Subsidiaries without Public Accountability: Disclosure	1 January 2027

The Company is still in the process of reviewing the impact of the upcoming standards to determine their impact but do not anticipate that the application of these amendments will have a significant impact on the Group's consolidated financial statements. The company does not plan to adopt these standards early

1. General information and material accounting policies (continued)

1.2 Measurement convention

The consolidated financial statements have been prepared on the historical cost basis as modified to include fair valuation of certain financial instruments in accordance with IFRS as applied in accordance with the Companies Act 2014.

1.3 Going concern

The Directors have considered the Group's use of the going concern basis of preparation at the date of signing these consolidated financial statements by evaluating all cash inflows and outflows of the Group for a period of 12 months from the signing of the consolidated financial statements. Additionally, the Directors have considered the adequacy of the Group's external borrowing facilities and the non-recourse nature of the related party loans.

The Group's indebtedness also comprises of non-recourse group borrowings (an intercompany loan repayable to Azorra Aviation Holdings LLC). As a member of the Azorra Aviation Holdings LLC group, the Group is also subject to group lending requirements and benefits from the support and a financial guarantee from its ultimate parent.

Based on this analysis and all information available at present, the Directors believe that the Group has sufficient liquidity to meet its obligations as they fall due and that it continues to be appropriate to prepare the financial statements on a Going Concern basis of preparation.

The estimated cash flows involve known and unknown risks and uncertainties, which may cause actual performance and financial results in future periods to differ materially from forecasted cash flows.

1.4. Functional and presentation currency

The consolidated financial statements are expressed in USD, as this is the Company's functional currency, being the currency of the primary economic environment in which the Company operates.

1.5. Estimates and judgements

The preparation of the consolidated financial statements in conformity with IFRS as adopted by the EU requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying amounts of assets and 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. Revisions to accounting estimates are recognised in the year in which the estimate is revised if 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. In particular, the judgements and assumptions involved in the Group's accounting policies which have the most significant effect on the amounts recognised in the consolidated financial statements are as follows:

Supplemental rent: The Company records supplemental amounts that are not expected to be reimbursed during the lease as lease revenue when the Company has reliable information that it will not be required to make reimbursements of the amounts collected based on utilisation and a maintenance forecasting model that estimates the maintenance inflows and outflows through lease expiration date.

1. General information and material accounting policies (continued)

Aircraft: In accounting for property, plant and equipment, the Company makes estimates about the expected useful lives and the estimated residual value of aircraft. In determining these estimates, management relies upon actual industry experience supported by estimates received from independent appraisers and considers anticipated utilisation of the aircraft.

In accordance with IAS 16 – Property, Plant and Equipment, the Group's owned and leased aircraft are reviewed for impairment whenever events or changes in circumstances indicate that the carrying value of the aircraft may not be recoverable. An impairment review involves consideration as to whether the carrying value of an aircraft is not recoverable and is in excess of its fair value. In such circumstances, an impairment charge is recognised as a write-down of the carrying value of the aircraft to the higher of value in use or fair value less cost to sell.

The review for recoverability has a level of subjectivity and requires the use of judgement in the assessment of estimated future cash flows associated with the use of an item of property, plant and equipment and its eventual disposition. Future cash flows are assumed to occur under current market conditions and assume adequate time for a sale between a willing buyer and a willing seller. Expected future lease rates are based upon all relevant information available, including the existing lease, current contracted rates for similar aircraft, appraisal data and industry trends.

Factors considered in estimating the future cash flows are impacted by changes in contracted lease payments, future projected lease payments, transition costs, estimated downtime and estimated residual values.

Useful life and residual value of Right of use asset: For leases where ownership of the underlying asset transfers to the Group at the end of the lease term, the right-of-use asset is recognised at cost and depreciated over its estimated useful life. The Group estimates a useful life of 25 years and a residual value of 15% of cost when determining the depreciable amount.

Sublease classification: Judgement is required in determining the classification of subleases. In making this assessment, the Group refers to the underlying asset of the head lease rather than the right-of-use asset, as ownership of the underlying asset will transfer to the Group at the end of the lease term.

Trade and other receivables: Trade and other receivables are recognised initially at fair value and are thereafter measured at amortised cost using the effective interest rate less any provision for impairment. Trade and other receivables are discounted when the time value of money is considered material.

1. General information and material accounting policies (continued)

1.5. Estimates and judgements (continued)

The Company assesses its trade and other receivables balance by comparing historical receivable loss patterns with current and future forecasted credit conditions. When determining whether the credit risk of trade and other receivables has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

Deferred tax: Deferred tax assets and liabilities are measured using enacted tax rates and laws expected to be in effect in the years in which those temporary differences are expected to be recovered or settled. Any change in the timing or level of future changes in tax rates can result in substantial differences between the tax charge in the statement of profit or loss and tax payments.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the year in which the estimate is revised if 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.

1.6. Foreign currency translation

Transactions in foreign currencies are translated to USD at exchange rates prevailing at the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into USD at the exchange rate prevailing at the reporting date with differences arising recognised as profit or loss in the statement of profit or loss and other comprehensive income.

1.7. Lease rental income

The Company leases aircraft under operating leases and records rental income on a straight-line basis over the life of the lease as it is earned. In some cases, leases provide for rentals based on aircraft usage which may be calculated based on hours or on cycles operated. The Company accounts for lease rentals under such leases on a basis that represents the time pattern in which the revenue is earned.

The Company's leases require lease rental payments to be paid in advance. Rentals received but unearned at the reporting date are recorded as deferred income.

1.8. Interest income and expenses

Interest income and expenses comprise interest income and expenses and amortisation of costs of loan facilities. Borrowing costs are recognised in profit or loss using the effective interest rate method.

1.9. Taxation

Tax for the year comprises current tax and changes in deferred tax for the year, including changes as a result of a change in the tax rate. The tax expense relating to the profit or loss for the year is recognised in the statement of profit or loss and the tax expense relating to items recognised in other comprehensive income is recognised in other comprehensive income. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted as of the reporting date.

1. General information and material accounting policies (continued)

1.9. Taxation (continued)

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised. Deferred tax is charged or credited to the statement of profit or loss except when it relates to items charged or credited directly to equity, in which case the deferred tax effect is recorded to equity.

1.10. Aircraft

Aircraft are recorded at cost. Major improvements and modifications that are required to get acquired aircraft ready for initial service are capitalised and depreciated over the remaining useful life.

Depreciation is charged so as to expense the cost or valuation of assets less residual values over their estimated useful lives using the straight-line method on the following bases:

- Jet aircraft – 25 years from the date of purchase assuming an estimated residual value of the greater of 15% of cost or USD 2 million.

The basis for depreciation is calculated as the net book value less the residual value of the asset and impairment losses, if any. The residual value is determined at the acquisition date and reassessed annually. If the residual value exceeds the carrying amount, depreciation is discontinued.

When changing the depreciation period or the residual value, the effect on the depreciation is recognised prospectively as a change in accounting estimate. Depreciation and impairment is recognised in the statement of profit or loss.

Aircraft are assessed for recoverability in accordance with IAS 36 – Impairment of Assets whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Notwithstanding the results of this review, in certain circumstances management also considers the carrying amounts of specific aircraft where indicators of a diminution in value have been identified based on aircraft specific sale and technical information.

For the purposes of measuring an impairment loss, each aircraft is tested individually by comparing its carrying amount to the higher of value in use and fair value less cost to sell.

The residual values, useful lives and depreciation methods are revised and adjusted if appropriate, at each reporting date. Residual value of aircraft is based on their assumed residual value of jet aircraft.

The gain or loss arising on the disposal of aircraft is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit or loss and other comprehensive income.

1.11. Lessee security deposits

Some of the Company’s leases require the lessee to pay a security deposit. These deposits are refundable to the lessee upon expiration of the lease. Such deposits received are recorded as a liability in the balance sheet.

1. General information and material accounting policies (continued)

1.12. Maintenance rights

Maintenance rights assets associated with the acquisition of aircraft with in-place leases represent the difference in value between the contractual right to receive an aircraft in a specified maintenance condition on redelivery and the maintenance condition on the acquisition date. Maintenance rights assets exist if on the acquisition date, the maintenance condition of the aircraft is worse than the expected maintenance condition on redelivery. A maintenance rights liability exists if on the acquisition date, the maintenance condition is better than the expected redelivery condition and the lessor has agreed to compensate the lessee for the enhanced maintenance condition on redelivery.

When the Company has recorded maintenance rights assets, the following subsequent accounting scenarios exist: (i) the aircraft is returned at lease expiry in the contractually specified maintenance condition without any cash payment to the Group by the lessee, the maintenance rights asset is released and an aircraft improvement is recorded to the extent the improvement is substantiated and deemed to meet the Company's capitalisation policy; (ii) the lessee pays the Group cash compensation at lease expiry in excess of the value of the maintenance rights asset, the maintenance rights asset is relieved and any excess is recognised as end-of-lease income consistent with the Group 's existing policy; or (iii) the lessee pays the Company cash compensation at lease expiry that is less than the value of the maintenance rights asset, the cash is applied to the maintenance rights asset and the balance of such asset is relieved and recorded as an aircraft improvement to the extent the improvement is substantiated and meets the Company’s capitalisation policy. Any aircraft improvement will be depreciated in accordance with the Company's depreciation policy.

When the Company has recorded maintenance rights liabilities, the following subsequent accounting scenarios exist: (i) the aircraft is returned at lease expiry in the contractually specified maintenance condition without any cash payment by the Company to the lessee, the maintenance rights liability is relieved and end-of-lease income is recognised; (ii) the Company pays the lessee cash compensation at lease expiry of less than the value of the maintenance rights liability, the maintenance rights liability is relieved and any difference is recognised as end-of-lease income; or (iii) the Company pays the lessee cash compensation at lease expiry in excess of the value of the maintenance rights liability, the maintenance rights liability is relieved and the excess amount is recorded as an aircraft improvement.

1.13. Lease premium assets

Lease premium assets represent the value of acquired leases where the contractual rent payments are above the market lease rate at the date of acquisition. This asset is recognised at cost based on discounted cash flows and is amortised on a straight-line basis over the remaining term of the related lease and recorded as a non-cash reduction to lease rental income.

1.14. Lease premium liabilities

Lease premium liabilities represent the value of acquired leases where the contractual rent payments are below the market lease rate at the date of acquisition. This liability is recognised at cost based on discounted cash flows and amortised on a straight-line basis over the remaining term of the related lease and recorded as a non-cash addition to lease rental income.

1.15. Financial assets and liabilities measured at amortized costs

Non-derivative financial instruments comprise cash and cash equivalents, restricted cash, trade and other receivables, other assets, loans and borrowings, creditors, maintenance reserves and trade and other payables.

1. General information and material accounting policies (continued)

1.15. Financial assets and liabilities measured at amortized costs

Trade and other receivables
Trade and other receivables are recognised initially at fair value and are thereafter measured at amortised cost using the effective interest rate method.

Cash and cash equivalents
Cash and cash equivalents comprise cash balances held for the purpose of meeting short-term cash commitments and investments which are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. Cash equivalents have a maturity of three months or less from the date of acquisition. Cash equivalents are carried at amortised cost.

Loans and borrowings
Loans and borrowings are recognised initially at fair value, net of transaction costs incurred. Loans and borrowings are subsequently stated at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised as profit or loss in the statement of profit or loss and other comprehensive income over the period of borrowings using the effective interest rate. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least one year after the reporting date.

Trade and other payables
Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method.

1.16. Financial instruments

Classification and measurement of financial assets and financial liabilities

IFRS 9 sets out requirements for recognizing and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items.

On initial recognition, a financial asset is classified as measured at: amortized cost; Fair Value Other Comprehensive Income (“FVOCI”) – debt investment; FVOCI – equity investment; or Fair Value through Profit or Loss (“FVTPL”). The classification of financial assets under IFRS 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. Derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is to hold assets to collect contractual cash flows;
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Company assesses the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

1. General information and material accounting policies (continued)

1.16. Financial instruments (continued)

- The stated policies and objectives for the portfolio and the operation of those policies in practice;
- How the performance of the portfolio is evaluated and reported to the Company's management;
- How the managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- The frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

For the purpose of this assessment, "principal" is defined as the fair value of the financial asset on initial recognition. "Interest" is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition

All financial assets meet the requirements above and are measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses, if any. Interest income, foreign exchange gains and losses, and impairment are amortized in profit or loss. Any gain or loss on derecognition is amortized in profit or loss.

Trade and other receivables are stated at their net recoverable amount.

Cash and cash equivalents are held for the purpose of meeting short term cash commitments. Cash and cash equivalents comprise cash in hand and demand deposits.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is achieved by collecting contractual cash flows and selling financial assets; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in Other Comprehensive Income ("OCI"). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial instruments. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition.

The financial assets held by the Company are cash and cash equivalents, restricted cash, trade and other receivables and other assets.

1. General information and material accounting policies (continued)

1.16. Financial instruments (continued)

The fair value of financial assets held approximate their carrying value.

Financial liabilities are classified at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held for trading, it is a derivative, or is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including interest expenses, are amortized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expenses and foreign exchange gains and losses are amortized in profit or loss. Any gain or loss on derecognition is also amortized in profit or loss.

Impairment of financial assets

The Company has elected to measure loss allowances for trade receivables at an amount equal to lifetime Expected Credit Losses (“ECLs”).

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Company’s historical experience and informed credit assessment and including forward-looking information.

The Company considers a financial asset to be in default when the lessee is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realizing security (if any is held).

The Company has prepared an analysis of each lessee based on past performance and some publicly available information without any input from the servicer to estimate a credit rating. This risk rating was used to assign an expected credit loss percentage based on monthly rental and supplemental rent income and any outstanding balances at period end.

In accordance with Section B5.5.55 of IFRS 9, security deposits received have been treated as credit enhancement and included in the measurement of the expected credit loss due to the credit enhancement being integral to the contractual terms of the lease and not being required under IFRS standards to be amortized separately.

The Company has a customer ranking model which calculates a ranking score based on the customer’s payment behaviour, financial strength and jurisdiction. The score translates into a 6-level ranking of the customers, with each level being designated a default risk percentage for the receivable amount.

The Company has used the risk percentage at period end when calculating the impact of IFRS 9 on the consolidated financial statements. Trade and other receivables depicts the expected credit loss arising from trade receivables including consideration for the security held for each aircraft.

Impairment losses related to trade and other receivables are presented under “administrative expenses”, similar to the presentation under IAS 39, but due to materiality considerations they are presented separately in the statement of profit or loss.

Derecognition

The Company derecognizes a financial asset when the contractual rights to collect cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially of the risks and rewards of ownership and it does not retain control of the financial asset.

1. General information and material accounting policies (continued)

1.16. Financial instruments (continued)

Derecognition (continued)

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognizes 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 amortized 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 amortized in profit or loss.

1.17. Provisions

Provisions are recognised when the Group has a present obligation as a result of a past event, and it is probable that the Group will be required to settle that obligation. Provisions are measured at management’s best estimate of the expenditure required to settle the obligation at the reporting date and are discounted to present value where the effect is material.

1.18. Derivative financial instruments measured through OCI

The Company has interest rate swaps in place to hedge its interest rate risks. These derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

For the purpose of hedge accounting, hedges are classified as:

- Fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment
- Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment
- Hedges of a net Investment in a foreign operation

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which it wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Company will assess whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined). A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

- There is an economic relationship between the hedged item and the hedging instrument.
- The effect of credit risk does not 'dominate the value changes' that result from that economic relationship.
- The hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Group actually hedges and the quantity of the hedging instrument that the Company actually uses to hedge that quantity of hedged item.

1. General information and material accounting policies (continued)

1.18. Derivative financial instruments measured through OCI (continued)

Cash flow hedges
The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the statement of profit or loss.

The cash flow hedge reserve is adjusted to the lower of the cumulative gain or loss on the hedging instrument and the cumulative change in fair value of the hedged item.

Derivative financial instruments are measured at fair value through the statement of profit or loss and other comprehensive income.

The fair values of derivative financial instruments are included in other assets and trade and other payables, and positive and negative values are offset only when the Group has the right and the intention to settle several financial instruments net.

Changes in the fair value of derivative financial instruments that qualify as a cash flow hedge and which effectively hedge changes in the value of the hedged item are recognized in other comprehensive income and attributed to a separate reserve in equity. When a hedged transaction results in gains or losses, amounts previously recognized in other comprehensive income are transferred to the same item as the hedged item when the hedged risk impacts the statement of profit or loss.

1.19. Maintenance reserves

In many aircraft operating leases, the lessee has the obligation to make periodic payments which are calculated based on the utilization of airframes, engines and other major life-limited components (supplemental amounts). In such leases, upon the lessee presenting invoices evidencing the completion of qualifying maintenance on the aircraft, the Group reimburses the lessee for the cost of the maintenance, up to a maximum of the supplemental amounts received with respect to such work unless otherwise indicated in the lease.

Upon the acquisition of an aircraft with a lease, the provision is recorded at fair value and is subsequently reassessed in line with the Group’s maintenance forecasting model.

Such maintenance reserves received in cash from lessees are recognized as maintenance reserves in the statement of financial position in recognition of the contractual commitment to either refund such receipts or to hold them for future scheduled maintenance work to be performed thereafter.

Generally, leases require a lessee to redeliver an aircraft in a specified maintenance condition (normal wear and tear excepted), with reference to major life-limited components of the aircraft. To the extent that such components are redelivered in a different condition than specified, there is generally an end- of-lease compensation adjustment for the monetary difference. Amounts received or paid as part of these redelivery adjustments are recorded as lease rental income at lease termination. The Group includes amounts recorded as maintenance payments that are not expected to be reimbursed to lessees as revenue.

1.20. Lessor contributions

Lessor contributions represent contractual obligations on the part of the Group to contribute to a lessee’s cost of a planned major maintenance event which is expected to occur during the lease. The Group regularly reviews the level of lessor contributions to cover its contractual obligations under current leases and makes adjustments as necessary.

1. General information and material accounting policies (continued)

1.20. Lessor contributions

Lessor contributions represent a lease incentive and are recorded as a charge against lease rental income over the life of the associated lease. When aircraft are sold, the portion of the accrued liability not specifically assigned to the buyer is derecognized from the statement of financial position as part of the gain or loss on disposal of the aircraft.

Lessor contributions in respect of end-of-lease adjustments are recognized when the Group believes it is probable that it will be required to reimburse amounts to a lessee and the amount can be reasonably estimated.

1.21. Equity

Dividends
Proposed dividends are recognised as a liability at the date they are adopted by the directors.

Hedging reserve
The hedging reserve includes the accumulated net change in the fair value of hedging transactions qualifying for hedge accounting.

Share capital
Ordinary Shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

1.22 Right-of-Use Assets (ROU Assets)

Group as Lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are initially measured at cost, which comprises:

- the amount of the initial measurement of the lease liability,
- any lease payments made at or before the commencement date, less any lease incentives received,
- any initial direct costs incurred; and
- an estimate of costs to be incurred in dismantling and removing the underlying asset or restoring the site.

Subsequently, right-of-use assets are measured at cost less accumulated depreciation and accumulated impairment losses and are adjusted for any remeasurement of the lease liability.

Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

Right-of-use assets are subject to impairment in accordance with IAS 36 Impairment of Assets.

The Group presents right-of-use assets separately in the statement of financial position.

1.23 Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. Lease payments include:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable,
- variable lease payments that depend on an index or a rate,
- amounts expected to be payable under residual value guarantees,
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If not, the Group uses its incremental borrowing rate at the lease commencement date.

After the commencement date, lease liabilities are increased to reflect the accretion of interest and reduced for lease payments made. Lease liabilities are remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

Lease liabilities are presented separately in the statement of financial position**.**

2. Turnover

Operating income arises from the leasing of aircraft under operating leases.

	Year ended 31 December 2024 USD	**Year ended 31 December 2023 USD**
Turnover		
Lease rentals	44,100,048	36,049,181
Supplemental rent income	8,766,058	8,965,227
Management fee income	8,359,525	5,494,115
Other Income	690,797	-
Total turnover	**61,916,428**	**50,508,523**

By geographical market	**Year ended 31 December 2024 USD**	**Year ended 31 December 2023 USD**
Asia	12,179,764	13,692,205
Europe	23,710,855	14,868,669
Africa and the Middle East	3,731,222	13,563,977
North America	10,640,819	2,577,420
Latin America	2,603,446	312,137
Total	**52,866,106**	**45,014,408**

2. Turnover (continued)

Future minimum contracted lease rentals	**Year ended 31 December 2024 USD**	**Year ended 31 December 2023 USD**
Due within 1 year	36,641,292	38,632,006
Due between 1 and 2 years	34,709,292	26,904,756
Due between 2 and 3 years	28,054,292	19,318,884
Due between 3 and 4 years	19,464,398	17,662,884
Due between 4 and 5 years	11,897,780	15,892,884
Due after 5 years	57,141,878	41,469,417
	187,908,932	**159,880,831**

Loss on disposals

During the financial year ended 31 December 2024, five subsidiaries of the Group were sold, as part of this sale, a loss on sale of $5,018,853 was recognised in the consolidated statement of profit and loss.

Please see below table:

Aircraft and Intangible assets	314,490,489
Cash and equivalents	592,837
Trade and other receivables	21,791,451
Trade and other payables	(298,154,668)
Total assets less liabilities transferred	**38,720,109**
Total consideration	(33,701,256)
Loss on sale	**(5,018,853)**

3. Operating expenses

	31 December 2024 USD	**31 December 2023 USD**
Included in profit/loss are the following:		
Payroll & benefits	4,878,380	2,312,562
Maintenance and other costs	1,781,940	511,245
Aircraft appraisal fees	135,626	33,802
Legal and professional	2,229,112	504,343
Administration expenses	1,249,661	1,246,931
Audit and directors' remuneration	128,473	87,854
Total	**10,403,192**	**4,696,737**

Servicer fees were paid to the Azorra LLC in the amount of USD Nil (2023: USD 137,088) for management services provided.

Statutory Information - Group

	31 December 2024 USD	31 December 2023 USD
Auditor's remuneration:		
Audit fees	90,348	57,579
Total	**90,348**	**57,579**

Statutory Information - Group

	31 December 2024 USD	31 December 2023 USD
Directors' remuneration:		
Aggregate amount paid or receivable by directors in respect of qualifying services in relation to emoluments	38,125	30,275
Total	**38,125**	**30,275**

4. Staff numbers and costs

The Company had 17 employees during the year (2023: 8 employees). The Company's administrative activities are performed within the company.

5. Interest income

	31 December 2024 USD	31 December 2023 USD
Interest income	71,416	210,972
Total	**71,416**	**210,972**

6. Interest expense

	31 December 2024 USD	31 December 2023 USD
Interest expense on external secured debt	11,224,887	11,639,981
Interest expense - intercompany debt	3,159,278	3,222,227
Interest expense of lease liability	2,722,094	-
Other bank fees and amortisation	2,850,427	1,471,684
Total	**19,956,686**	**16,333,892**

7. Taxation

Consolidated

(a) Analysis of tax charge/ (credit) for the financial year

	Year ended 31 December 2024 USD	Year ended 31 December 2023 USD
Current tax	(419,793)	-
Deferred tax	2,245,990	1,834,829
Total tax charge/(credit)	**1,826,197**	**1,834,829**

(b) Factors affecting total tax charge/(credit) for the financial year

The reconciliation of tax on profits for the current year at the standard rate of Irish corporation tax to the Company's actual tax charge is analysed as follows;

7. Taxation (continued)

(b) Factors affecting total tax charge/(credit) for the financial year (continued)

Reconciliation of effective tax rate;

	Year ended 31 December 2024	Year ended 31 December 2023
	USD	**USD**
Profit / (Loss) on ordinary activities before tax	6,602,479	14,915,490
Expected tax at 12.5%	825,310	1,864,436
Effects of:		
Capital allowances in excess of depreciation		-
Unutilised losses		-
Prior year under / over provision	841,150	(51,879)
Non deductible expenses		-
Valuation adjustment	(362,646)	22,272
Income taxable at different rate	5,316	
Other Adjustments	517,067	
Total tax charge/(credit)	**1,826,197**	**1,834,829**

(c) Factors affecting current and future tax charges

Tax is chargeable in future periods unless Company relief is available. To the extent losses are incurred in the future, these can be carried forward. The corporation tax rate is expected to remain at its current rate of 12.5%.

(d) Current tax

There is no current tax charge and no preliminary tax payments made during the period.

(e) Deferred tax

The Group has a net deferred tax liability of USD 3,564,476 (2023: USD 1,318,486), which arises due to timing differences on aircraft. The company has recognised a deferred tax asset of USD nil (2023: deferred tax asset USD 70,624) which arises due to timing differences on aircraft.

	Year ended 31 December 2024	Year ended 31 December 2023
	USD	**USD**
Opening balance	(1,318,486)	670,891
Deferred tax (charge)/credit	(2,245,990)	1,834,829
Deferred tax charge / (credit) to OCI	-	(1,187,235)
Deferred tax asset/(liability)	**(3,564,746)**	**(1,318,486)**

8. Aircraft
Consolidated

	Year ended 31 December 2024 USD Aircraft
Cost	
At beginning of year	371,636,122
Additions	279,840,079
Disposals	(410,784,859)
At end of year	**240,691,342**
Depreciation	
At beginning of year	(25,259,491)
Depreciation and Impairment expense	(17,469,248)
Disposals	27,500,962
At end of year	**(15,227,777)**
Net book value at beginning of year	**346,376,631**
Net book value at end of year	**225,463,565**

	Year ended 31 December 2023 USD Aircraft
Cost	
At beginning of year	302,238,478
Additions	69,397,644
At end of year	**371,636,122**
Depreciation	
At beginning of year	10,398,261
Depreciation and Impairment expense	14,861,230
At end of year	**25,259,491**
Net book value at beginning of year	**291,840,217**
Net book value at end of year	**346,376,631**

At 31 December 2024 the Group owned 17 aircraft (2023: 22 aircraft). Cost of aircraft represents the cost of the aircraft acquired by the Group. During 2024, the Group acquired 15 aircraft, (2023: 8 aircraft), and disposed 15 aircraft during the year (2023:Nil aircraft). Aircraft are assessed for recoverability in accordance with IAS 36 - Impairment of Assets ("IAS 36"), at each reporting date or whenever events or changes in circumstances indicate that their carrying value may not be recoverable. Included in depreciation is an impairment charge of USD 616,826 that has been recognised in 2024 (2023: USD Nil). All the Company's external loans at the end of the financial year were fully repaid and hence there were no charges over the assets. The Group's aircraft had a carrying value at 31 December 2024 of USD225,463,565 (2023: USD 346,376,631).

8. Aircraft (continued)

Company

	Year ended 31 December 2024 USD Aircraft
Cost	
At beginning of year	6,502,683
Additions	218,615
At end of year	**6,721,298**
Depreciation	
At beginning of year	(442,976)
Depreciation expense	(342,646)
At end of year	**(785,622)**
Net book value at beginning of year	**6,059,707**
Net book value at end of year	**5,935,676**

	Year ended 31 December 2023 USD Aircraft
Cost	
At beginning of year	-
Additions	6,502,683
At end of year	**6,502,683**
Depreciation	
At beginning of year	-
Depreciation expense	(442,976)
At end of year	**(442,976)**
Net book value at beginning of year	**-**
Net book value at end of year	**6,059,707**

At 31 December 2024 the Company owned 1 aircraft (2023: 1 aircraft). Aircraft are assessed for recoverability in accordance with IAS 36 - Impairment of Assets ("IAS 36"), at each reporting date or whenever events or changes in circumstances indicate that their carrying value may not be recoverable. No impairment charge has been recorded in 2024 (2023: US$ Nil).

All the Company's external loans at the end of the financial year were fully repaid and hence there were no charges over the assets. The Company's aircraft with a carrying value at 31 December 2024 of USD 5,935,676 (2023: 6,059,707).

8. Aircraft (continued)

An impairment charge of USD616,826 was recognised within the statement of profit or loss in 2024 (2023: USD Nil). Significant judgement is required when evaluating the inputs into the recoverable amount of the Group's aircraft. The Directors are satisfied that the carrying value of the aircraft is appropriate. At 31 December 2024, the Group's aircraft were on lease to lessees in the following regions, based on airline location: North America, Latin America, Europe, Asia, Africa and the Middle East.

9. Right-of-Use Asset

The Group has recognised a right-of-use asset in relation to the lease of aircraft. The asset is recognised in accordance with IFRS16 leases. As at 31 December 2024, the carrying amount of the Right-of-use asset is as follows:

	31 December 2024
	USD
Cost	
Additions	234,283,672
Disposals	-
Depreciation	(2,537,386)
	231,746,286

10. Intangible and lease initiation assets

Consolidated

	Lease Intangible	**Lease Purchase Intangible**	**31 December 2024**
	USD	**USD**	**USD**
Cost			
At beginning of year	**3,481,176**	**48,682,477**	**52,163,653**
Additions in financial year	1,510,603	2,241,227	3,751,830
Disposals	(1,039,053)	(20,804,615)	(21,843,668)
At end of year	**3,952,726**	**30,119,089**	**34,071,815**
Accumulated depreciation			
At beginning of year	**(1,130,999)**	**(687,523)**	**(1,818,522)**
Charge for the financial year	(464,777)	-	(464,777)
Disposals	192,386	687,523	879,909
At end of year	**(1,403,390)**	**-**	**(1,403,390)**
Carrying amounts at 31 December 2024	**2,549,336**	**30,119,089**	**32,668,425**

AZORRA LIMITED
Notes to the Financial Statements for the year ended 31 December 2024 (continued)

10. Intangible and lease initiation assets (continued)

Consolidated (continued)

	Lease Intangible	Lease Purchase Intangible	31 December 2023
	USD	USD	USD
Cost			
At beginning of year	**433,296**	**12,995,737**	**13,429,033**
Additions in financial year	3,047,880	35,686,740	38,734,620
At end of year	**3,481,176**	**48,682,477**	**52,163,653**
Accumulated depreciation			
At beginning of year	**(55,524)**	**(371,096)**	**(426,620)**
Charge for the financial year	(1,075,475)	(316,427)	(1,391,902)
At end of year	**(1,130,999)**	**(687,523)**	**(1,818,522)**
Carrying amounts at 31 December 2023	**2,350,177**	**47,994,954**	**50,345,131**

	31 December 2024	31 December 2023
	USD	USD
Current intangible and lease initiation assets	--	-
Non-current intangible and lease initiation assets	32,668,425	50,345,131
Total intangible and lease initiation assets	**32,668,425**	**50,345,131**

Company

	Lease Intangible	Lease Purchase Intangible	31 December 2024
	USD	USD	USD
Cost			
At beginning of year	468,474	-	468,474
Additions in financial year	13,997	-	13,997
At end of year	**482,471**	**-**	**482,471**
Accumulated depreciation			
At beginning of year	(423,332)	-	(423,332)
Charge for the financial year	(40,723)		(40,723)
At end of year	**(464,055)**	**-**	**(464,055)**
Carrying amounts at 31 December 2024	**18,416**	**-**	**18,416**

AZORRA LIMITED
Notes to the Financial Statements for the year ended 31 December 2024 (continued)

10. Intangible and lease initiation assets (continued)

Company (continued)

	Lease Intangible	Lease Purchase Intangible	31 December 2023
	USD	USD	USD
Cost			
At beginning of year	-	-	-
Additions in financial year	468,474	-	468,474
At end of year	**468,474**	**-**	**468,474**
Accumulated depreciation			
At beginning of year	-	-	-
Charge for the financial year	(423,332)	-	(423,332)
At end of year	**(423,332)**	**-**	**(423,332)**
Carrying amounts at 31 December 2023	**45,142**	**-**	**45,142**

	31 December 2024	31 December 2023
	USD	USD
Current intangible and lease initiation assets	4,922	-
Non-current intangible and lease initiation assets	13,494	45,142
Total intangible and lease initiation assets	**18,416**	**45,142**

11. Investment in subsidiaries

Company

	31 December 2024	31 December 2023
	USD	USD
Investment in subsidiary undertakings	53,741,011	23,020,300
	53,741,011	**23,020,300**

	31 December 2024	31 December 2023
	USD	USD
Current	-	-
Non-current	53,741,011	23,020,300
Total	**53,741,011**	**23,020,000**

11. Investment in subsidiaries (continued)

Company (continued)

Investments in subsidiary undertakings relate to the shareholding and capital contributions of the subsidiaries, Azorra Aircraft Ireland 1 Limited, Azorra Aircraft Ireland 4 Limited, Azorra France SAS, Artemis Funding 2 Limited, Azorra Aircraft Cayman 4 Limited, Azorra Aircraft Cayman 6 Limited, AZ E2 Leasing 1 Limited, AZ E2 Leasing 2 Limited, AZ E2 Leasing 3 Limited and Azorra Aviation Canada ULC. The investments are carried at cost less impairment losses, if any. The Directors of the Group have assessed the carrying value of the investments in subsidiaries at 31 December 2024 and have determined that there is no impairment to be recognised.

Throughout the year ended 31 December 2024, the Company formed the following subsidiaries for the purpose of buying financing and lease aircraft: AZ E2 Leasing 2 Limited, AZ E2 Leasing 3 Limited, Artemis Funding 2 Limited, Aircraft Ireland 4 Limited.

The following entities were transferred out of the group during the year: Artemis Funding Limited, Azorra Aircraft Ireland 2 Limited, Azorra Aircraft Ireland 3 Limited, Azorra Aircraft Cayman 2 Limited, Azorra Aircraft Cayman 3 Limited, and Azorra Aircraft Cayman 5 Limited. The Company made a loss of USD 5,018,853 from the disposal of these entities.

The Company had the following subsidiary companies as at 31 December 2024:

Company/entity name	Country of incorporation	Principal activity	% of shares held
Azorra Aircraft Ireland 1 Limited	Ireland	Aircraft Leasing	100%
Azorra Aircraft Ireland 4 Limited	Ireland	Aircraft Leasing	100%
Artemis Funding 2 Limited	Ireland	Aircraft Leasing	100%
Azorra Aircraft Cayman 4 Limited	Cayman Islands	Aircraft Leasing	100%
Azorra Aircraft Cayman 6 Limited	Cayman Islands	Aircraft Leasing	100%
AZ E2 Leasing 1 Limited	Ireland	Aircraft Leasing	100%
AZ E2 Leasing 2 Limited	Ireland	Aircraft Leasing	100%
AZ E2 Leasing 3 Limited	Ireland	Aircraft Leasing	100%
Azorra France SAS	France	Aircraft Leasing	100%
Azorra Aviation Canada ULC	Canada	Aircraft Leasing	100%

The registered offices of the above Irish subsidiaries is at 1st Floor, 118 Lower Baggot Street, Dublin 2. The registered offices of the above Cayman subsidiaries is at 190 Elgin Avenue, George Town, Grand Cayman, KY1-9008 Cayman Islands. The registered office of the French subsidiary is at 5 Rue Saint Georges, Paris, France 75009. The registered office of the Canadian subsidiary is at 777 Dunsmuir Street, 11th Floor, Vancouver, British Columbia, Canada V7Y 1K3.

Directors are satisfied that the investment in subsidiaries is not impaired at 31 December 2024. The Company has investments in subsidiaries of USD 53,741,011 at 31 December 2024 (2023: USD 23,020,300).

AZORRA LIMITED
Notes to the Financial Statements for the year ended 31 December 2024 (continued)

12. Trade and other Receivables

Consolidated

	31 December 2024 USD	31 December 2023 USD
Amounts falling due within one year		
Rent receivables	682,641	201,500
VAT receivable	55,583	144,301
Supplemental rent receivable	925,386	160,664
Straight line rent	704,375	586,250
Other receivables	1,991,835	20,718
	4,359,820	**1,113,433**

Company

	31 December 2024 USD	31 December 2023 USD
Amounts falling due within one year		
Rent receivables	110,000	-
VAT receivable	16,984	114,154
Supplemental rent receivable	81,610	-
Other receivables	113,807	-
	322,401	**114,154**

13. Cash and cash equivalents

Consolidated

	31 December 2024 USD	31 December 2023 USD
Cash and cash equivalents	7,401,602	6,229,611
Restricted cash balance	-	4,152,051
	7,401,602	**10,381,662**

The Group maintains substantially all its cash, cash equivalents and restricted cash balances in interest-bearing accounts with major financial institutions.

Company

	31 December 2024 USD	31 December 2023 USD
Cash and cash equivalents	4,683,897	1,865,974
	4,683,897	**1,865,974**

The company maintains substantially all its cash, cash equivalents balances in interest-bearing accounts with major financial institutions.

14. Other assets

Consolidated

	31 December 2024 USD	31 December 2023 USD
Prepaid other expenses	85,117	100,054
Facility fee	-	443,182
Interest rate swap asset	-	135,800
	85,117	**679,036**

There is an economic relationship between the hedged item and the hedging instrument as the terms of the interest rate swap match the terms of the external loan (notional amount, maturity, payment and reset dates). The Company has established a hedged ratio of 1:1 for the hedging relationship as the underlying risk of the interest rate swap is identical to the hedged risk component.

Changes in the fair value of a derivative that is designated and qualifies as an effective cash flow hedge are recorded in other comprehensive income/(loss), net of tax, until earnings are affected by the variability of cash flows of the hedged item. The test the hedge effectiveness, the Company uses the hypothetical derivative method and compare the changes in the fair value of the hedging instrument against the changes in fair value of the hedged item attributable to the hedged risk.

Company

	31 December 2024 USD	31 December 2023 USD
Prepaid expenses	57,302	8,007
	57,302	**8,007**

15. Intercompany debtors

Consolidated

Intercompany debtors	31 December 2024 USD	31 December 2023 USD
Intercompany debtor, amounts owed from related companies	447,277	-
	-	**-**

	31 December 2024 USD	31 December 2023 USD
Current intercompany debtor, amounts owed from related companies	**-**	**-**
Non-current intercompany debtor, amounts owed from related companies	447,277	**-**
Total consolidated intercompany debtors, amounts owed from related companies	**447,277**	**-**

Amounts owed from related companies are unsecured, interest free and repayable on demand.

15. Intercompany debtors (continued)

Company

Intercompany debtors	31 December 2024 USD	31 December 2023 USD
Intercompany debtor, amounts owed from group companies	112,644,664	200,377,624
	112,644,664	**200,377,624**

	31 December 2024 USD	31 December 2023 USD
Current intercompany debtor, amounts owed from related companies	-	5,416,345
Non-current intercompany debtor, amounts owed from related companies	112,644,664	194,961,279
Total intercompany debtors, amounts owed from related companies	**112,644,664**	**200,377,624**

16. Creditors: amounts falling due within one year

Consolidated

	31 December 2024 USD	31 December 2023 USD
Trade and other payables (note 19)	3,717,637	7,029,141
Lease liability	8,895,935	-
Current tax asset	330,177	-
Loans from third parties – external secured debt (note 20)	-	19,317,563
	12,943,749	**26,346,704**

Company

	31 December 2024 USD	31 December 2023 USD
Trade and other payables (note 19)	1,380,313	1,862,278
	1,380,313	**1,862,278**

17. Creditors: amounts falling due after one year

Consolidated

	31 December 2024 USD	31 December 2023 USD
Lease liability (Note 22)	146,986,145	-
Intercompany amounts owed to group companies	44,044,649	-
Loans from third parties – external secured debt (note 20)	-	191,367,678
Loans and borrowings owed to group companies – intercompany debt (note 20)	184,182,384	67,804,232
	375,213,178	**259,171,910**

Company

	31 December 2024 USD	31 December 2023 USD
Loans and borrowings owed to group companies – intercompany debt (note 20)	-	67,804,233
Intercompany amounts owed to group companies	94,672,336	-
	94,672,336	**67,804,233**

18. Maintenance reserves

Consolidated

	31 December 2024 USD	31 December 2023 USD
Opening balance	39,069,012	6,875,237
Supplemental rental billings	15,327,770	25,392,002
Supplemental rent income recognised during the year	(8,766,058)	(8,965,227)
Lessor contribution	-	15,767,000
Disposals	(18,751,784)	-
	26,878,940	**39,069,012**

	31 December 2024 USD	31 December 2023 USD
Analysed as:		
Non-current	26,878,940	39,069,012
Current	-	-
	26,878,940	**39,069,012**

18. Maintenance reserves (continued)

Company

	31 December 2024 USD	31 December 2023 USD
Opening balance	43,788	-
Supplemental rental billings	582,567	43,788
Supplemental rent income recognised during the year	(626,355)	-
	-	**43,788**

	31 December 2024 USD	31 December 2023 USD
Analysed as:		
Non-current	-	43,788
Current		-
	-	43,788

In many aircraft operating leases, the lessee has the obligation to make periodic payments based on the utilization of the aircraft in order to protect the lessor against the exposure related to the maintenance condition of the aircraft. These payments are made in arrears.

The Group operates an accrue-to- expected-cost method in relation to maintenance reserves and supplemental rent income. This requires the Group to estimate future costs that will be required to be reimbursed to the lessees under the leases based on the historical experience and knowledge of the Group. Any amounts that are required to be reimbursed are retained on the balance sheet as a maintenance reserves provision. When the balance that is required to be reimbursed is reached, any excess amounts over this are recognised as supplemental rent income – see Note 2 Turnover.

Based on the expected timing of estimated future reimbursement of maintenance cost, the maintenance reserves provision is divided into non-current and current provisions. Current maintenance reserves include expected reimbursement of cost within twelve months whereas non- current maintenance reserves include reimbursement of cost later than twelve months.

19. Trade and other payables

Consolidated

	31 December 2024 USD	31 December 2023 USD
Current trade and other payables		
Accrued expenses	1,351,428	1,088,200
Other payables	248,992	102,823
Interest rate swap liability	-	3,930,374
Unearned revenue	2,117,217	1,907,744
Total current trade and other payables	**3,717,637**	**7,029,141**

19. Trade and other payables (continued)

Consolidated (continued)

	31 December 2024	31 December 2023
	USD	USD
Non-current trade and other payables		
Security deposits	5,121,096	2,514,469
Amounts owed to group companies – intercompany debt	-	48,004,410
Other payables	108,502	-
Total non-current trade and other payables	**5,229,598**	**50,518,879**
Total trade and other payables	**8,947,235**	**9,543,610**

Security deposits relate to cash security received with respect to aircraft. Deposits are refundable at the end of the lease term after all lease obligations have been met by the lessee.

Company

	31 December 2024	31 December 2023
	USD	USD
Current trade and other payables		
Accounts payable	-	92,203
Accrued expenses	1,380,313	482,560
Income tax payable	-	1,287,515
Total current trade and other payables	**1,380,313**	**1,862,278**

	31 December 2024	31 December 2023
	USD	USD
Non-current trade and other payables		
Security deposits	220,000	110,000
Total non-current trade and other payables	**220,000**	**110,000**
Total trade and other payables	**1,600,313**	**1,972,278**

20. Loans and borrowings

Intercompany loans

Company

	31 December 2024 USD	31 December 2023 USD
Balance at beginning of the financial year	67,804,233	47,669,609
Notes issued payable	-	16,912,397
Repayments during the year	(67,804,233)	-
Accrued interest	-	3,222,227
At end of financial year	**-**	**67,804,233**

The Company received intercompany loans from its previous parent company, Azorra Aviation Holdings LLC. These loans were fully repaid during the financial year.

Intercompany loan

Consolidated

	31 December 2024 USD	31 December 2023 USD
Balance at beginning of the financial year	67,804,233	47,669,609
Loans issued	181,135,507	-
Notes issued payable	-	16,912,397
Repayments during the year	(67,804,233)	-
Accrued interest	3,046,877	3,222,227
At end of financial year	**184,182,384**	**67,804,233**

The Group received intercompany loans from Azorra Finance Limited.

20. Loans and borrowings (continued)

Intercompany loan

Consolidated

The loans are payable on maturity, in April 2030. The maturity profile of the borrowings issued is as follows:

	Total 2024 USD	Interest 2024 USD	Principal 2024 USD
Less than one year	-	-	-
Between one and five years	-	-	-
More than five years	184,182,384	3,046,877	181,135,507
	184,182,384	**3,046,877**	**181,135,507**

Secured debt

Consolidated

	31 December 2024 USD	31 December 2023 USD
Balance at beginning of the financial year	214,130,359	200,122,119
Debt issued	-	31,550,569
Principal repayments during the financial year	(214,130,359)	(17,542,329)
At end of financial year	**-**	**214,130,359**

Debt issuance costs

	31 December 2024 USD	31 December 2023 USD
Balance at beginning of the financial year	(3,445,119)	(2,504,963)
Issue costs incurred during the financial year	-	(2,347,874)
Amortisation of debt issue costs for the financial year	3,445,119	1,407,718
At end of financial year	**-**	**(3,445,119)**
Net secured debt	**-**	**210,685,240**

20. Loans and borrowings (continued)

Debt issuance costs (continued)

The maturity profile of the borrowings issued is as follows

	31 December 2024	31 December 2023
	USD	USD
Within 1 year-	-	19,317,563
Between 1 and 5 years	-	191,367,677
Later than 5 years	-	-
	-	**210,685,240**

21. Share capital and capital contribution

Consolidated and Company	31 December 2024	31 December 2023
	USD	USD
Capital contribution		
Capital contribution	**53,741,011**	**23,019,999**
Allotted, called up and fully paid		
1 ordinary share of $1 each	**1**	**1**

On incorporation 1 ordinary share was issued, called up and fully paid. The share was issued to Azorra Aviation Holdings LLC. During the year ended 31 December 2024, the share was transferred to Azorra Finance Holdings LLC.

There is no interest on the capital contribution and Azorra Limited has no requirement to repay the amounts.

22. Lease liability

	Period ended 31 December 2024
	USD'000
Cost	-
Additions	155,538,605
Interest expense	2,722,094
Payments	(2,378,619)
Lease Liability	**155,882,080**

The lease liability is classified as follows:
- Current portion USD 8,895,935
- Non-current portion USD146,986,144

Maturity Analysis – Contractual Undiscounted Cash Flows

	Period ended 31 December 2024
	Total
	USD'000
Less than 1 year	17,168,762
1 – 2 years	17,552,353
2 – 5 years	52,657,059
More than 5 years	117,496,013
Total	**204,874,187**

Lease Term & Discount Rate

- Lease term: 5 & 12 Years
- Discount rate: 5.28%

Statement of Profit of Loss Impact

During the year, the following amounts were recognised in profit or loss:

- Depreciation expense on ROU asset (aircraft): USD 2,537,386
- Interest expense on lease liability: USD 2,722,094
- Total amount recognised in profit or loss: USD 5,259,480

23. Financial risk management

Treasury policy and financial risk management

The financial risks within the Group and the Company are managed by the ultimate parent, Azorra Aviation Holdings, LLC.

The Board has identified the following financial risks as the most significant to the Group:

- Liquidity and financing risk
- Interest rate risk
- Currency risk
- Credit risk
- Market risk
- Operational risk
- Asset risk

The exposure and policies/processes for managing these risks are mentioned below. Financing risk is defined as the risk that loans cannot be refinanced when necessary, that financing cannot be obtained or that refinancing is only possible at unfavourable terms.

It is incumbent on Group treasury department to continuously forecast the Group's liquidity requirements and to continuously maintain contact with relevant credit institutions to maintain access to competitive financing.

Financing risk is defined as the risk that loans cannot be refinanced when necessary, that financing cannot be obtained or that refinancing is only possible at unfavourable terms.

23. Financial risk management (continued)

The Group's interest-bearing liabilities are primarily comprised of commercial aircraft financing. Aircraft financing and other term loans are conditional on the Group meeting certain financial covenants. During the year and at the reporting date, the Group met all financial covenants.

With the aim of managing the liquidity risk, the Group ensures that sufficient cash is available to meet payment obligations and adhere to covenant compliance under the respective loan agreements. The liquidity reserve consists of cash and cash equivalents. 31 December 2024 cash and cash equivalents amounted to USD 7,401,602 (2023: USD 10,381,662), of which USD 7,401,602 (2023: USD 6,229,611) is unrestricted cash. Maturity analysis of loans and borrowings are set out in Note 20. The lease liability amounted to USD 155,882,080 (2023: USD Nil) as set out on in Note 22.

Interest rate risk

Interest rate risk consists of the risk that a change of market rates has a negative impact on the consolidated statement of profit or loss or statement of financial position.

The Group’s strategy is to manage its exposure to interest rate risk. Ongoing monitoring and regular reviews define the foundation for interest rate hedging.

Currency risk

Exposure to currency risk can be divided into transaction exposure and translation exposure.

Transaction exposure

All aircraft purchase agreements are negotiated in USD and the majority of revenue is in USD. Funding is mainly denominated in USD. At times attractive funding may be sourced in other major currencies the exposure of which is considered for hedging into USD. Local expenses, general and administrative expenses are incurred in foreign currencies, primarily EUR and GBP.

A change in foreign exchange rates would not have a material impact on operating profit or cash flow.

Translation exposure arises in the translation of the statements of financial position and statements of profit or loss for foreign subsidiaries to USD. As all subsidiaries are preparing and presenting financial statements in USD no material translation exposure exists.

Credit risk

The Company is subject to the credit risk of its lessees as to collection of rental payments under its operating and finance leases. The Company has implemented effective ongoing monitoring of lessees’ credit risk. This task is managed in a joint effort between Lease Management and Company Treasury. The creditworthiness of each new customer is assessed and the Company obtains security in the form of cash and/or letters of credit to lower the overall credit exposure against each individual lessee.

The credit assessment is based upon qualitative and quantitative information about the lessees such as business results, ownership, management team and financial performance, including forecast, accident and incidents history, maintenance capabilities, etc. to the extent that the information is publicly available or disclosed.

In considering whether past due receivables are required to be provided for, security deposits, maintenance reserves, letters of credit and the underlying aircraft value for finance lease receivables are taken into account.

Default by any one of the Company’s major customers could have a material impact on the Group’s cash flow.

23. Financial risk management (continued)

Credit risk (continued)

The Company holds cash balances which give rise to credit risk on counterparties which is managed by limiting the aggregate amount of and duration of exposure to any one bank. The duration of any cash deposit is limited to a maximum of 90 days.

The carrying amount of financial assets represents the maximum credit risk exposure at the reporting date as follows:

Consolidated

	31 December 2024 USD	31 December 2023 USD
Trade and other receivables	4,359,820	1,113,433
Cash and cash equivalents	7,401,602	6,229,611
Other assets	-	578,982
		-
Intercompany debtors	447,277	-
Restricted cash	-	4,152,051
	12,208,699	**12,074,077**

Company

	31 December 2024 USD	31 December 2023 USD
Cash and cash equivalents	4,683,897	1,865,974
Trade and other receivables	322,401	114,154
Other assets	-	-
Intercompany debtors	112,644,664	200,377,624
	117,650,962	**202,357,752**

Operational risk

Operational risk is the risk of indirect or direct loss rising from wide variety of causes associated with the Group's operations. The Group's objective is to manage operational risk and does so primarily by outsourcing administration functions to a professional service provider with sufficient skills and expertise to manage the risk.

The Company was incorporated with the purpose of engaging in the purchasing, leasing and trading of aircraft. Administrative functions are outsourced to Alter Domus Secretarial (Ireland) Limited and Pivotal Corporate Limited.

Asset risk

Asset risk is the risk of deterioration in the underlying value of the aircraft. The directors look to mitigate the risk by collecting maintenance reserves and/or collecting security deposits/letters of credit where appropriate. The directors have employed personnel with appropriate experience of the industry to manage the fleet and remarket or sell aircraft as required in order to reduce this risk. The Group's strategy for managing residual value risk is to maximise returns through sale or part our of assets. The Group have also entered into insurance contracts to provide additional security in the event of loss or damage to the aircraft.

23. Financial risk management (continued)

Fair value of financial assets and liabilities
The fair value of fixed rate loans is determined as the present value of the expected payments, discounted at a rate equal to the relevant USD zero-coupon rates with addition of an estimated credit spread. Since the Company on an ongoing basis enters into financing agreements, the credit spread, which is a significant input to the valuation, is based on an estimate supported by observable data (Level 2 measurement in the fair value hierarchy).

The carrying amounts of other financial assets and liabilities are considered to be reasonable estimates of the fair value of each class of financial assets and liabilities.

Carrying amounts of financial assets and liabilities by measurement category
The table below presents the carrying amounts for financial assets and liabilities by measurement category in IFRS 9.

Carrying amounts of financial assets and liabilities by measurement category (continued)

Consolidated		Fair Value		Carrying Value
	Level 1	Level 2	Level 3	31 December 2024
	USD	USD	USD	USD
Financial Assets at amortised cost				
Cash and cash equivalents	-	7,401,602	-	7,401,602
Trade and other receivables	-	4,359,820	-	4,359,820
Intercompany debtors		447,277	-	447,277
Financial Assets	-	**12,208,699**	**-**	**12,208,609**
Financial liabilities at amortised cost				
Intercompany amounts owed to group companies	-	36,229,962	-	36,229,962
Intercompany loans	-	184,182,384	-	184,182,384
Maintenance reserves	-	26,878,940	-	26,878,940
Security deposits	-	5,121,096	-	5,121,096
Trade and other payables		3,826,139	-	3,826,139
Financial Liabilities	-	**256,238,521**	-	**256,238,521**

23. Financial risk management (continued)

Carrying amounts of financial assets and liabilities by measurement category (continued)

Consolidated	Fair Value			Carrying Value
	Level 1	Level 2	Level 3	31 December 2023
	USD	USD	USD	USD
Financial Assets at amortised cost				
Restricted cash	-	4,152,051	-	4,152,051
Cash and cash equivalents	-	6,229,611	-	6,229,611
Trade and other receivables	-	1,113,433	-	1,113,433
Interest rate swap	-	-	135,800	135,800
Other assets	-	443,182	-	443,182
Financial Assets	-	**11,938,277**	**135,800**	**12,074,077**
Financial liabilities at amortised cost				
Loans from third parties – secured debt	-	210,685,240	-	210,685,240
Intercompany loans	-	67,804,232	-	67,804,232
Maintenance reserves	-	39,069,012	-	39,069,012
Security deposits	-	2,514,469	-	2,514,469
Trade and other payables	-	7,029,141	-	7,029,141
Financial Liabilities	-	**327,102,094**	-	**327,102,094**

23. Financial risk management (continued)

Carrying amounts of financial assets and liabilities by measurement category (continued)

Company	**Fair Value**			**Carrying Value**
	Level 1	**Level 2**	**Level 3**	**31 December 2024**
	USD	**USD**	**USD**	**USD**
Financial Assets at amortised cost				
Trade and other receivables	-	322,401	-	322,401
Cash and Cash Equivalents	-	4,683,897	-	4,683,897
Intercompany debtors	-	112,644,664		112,644,664
Financial Assets	**-**	**117,708,262**	**-**	**117,708,262**
Financial liabilities at amortised cost				
Intercompany loans	-	94,672,336	-	94,672,336
Other payables	-	1,380,313	-	1,380,313
Security deposits	-	220,000	-	220,000
Financial Liabilities	**-**	**96,272,649**	**-**	**96,272,649**

23. Financial risk management (continued)

Carrying amounts of financial assets and liabilities by measurement category (continued)

Company	**Fair Value**			**Carrying Value**
	Level 1	**Level 2**	**Level 3**	**31 December 2023**
	USD	**USD**	**USD**	**USD**
Financial Assets at amortised cost				
Trade and other receivables	-	114,154	-	114,154
Cash & Cash Equivalents	-	1,865,974	-	1,865,974
Intercompany debtors	-	200,377,624	-	200,377,624
Financial Assets	-	**202,357,752**	-	**202,357,752**
Financial liabilities at amortised cost				
Intercompany loans	-	67,804,233	-	67,804,233
Trade and other payables	-	1,862,278	-	1,862,278
Security deposits	-	110,000	-	110,000
Maintenance reserves	-	43,788	-	43,788
Financial Liabilities	-	**69,820,299**	-	**69,820,299**

A number of the Group's accounting policies and disclosures require the determination of fair value for financial and non-financial assets and liabilities. Fair value is the amount at which an instrument could be exchanged in an arm's length transaction between informed and willing parties, other than as part of a forced liquidation sale. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability. If the inputs used to measure the fair value of an asset or a liability might be categorized into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety into the same levels of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Aircraft
The fair value of property, plant and equipment recognized as a result of an asset acquisition based on book values which are deemed not to be materially different from market values. The market value of property, plant and equipment is the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing, wherein the parties had each acted knowledgeably, prudently and without compulsion. The Group uses independent, professional valuations as an estimate of the fair value of aircraft.

Loans and borrowings
The fair value of loans and borrowings is estimated as the present value of future cash outflows discounted at market rates of similar credit quality.

23. Financial risk management (continued)

Carrying amounts of financial assets and liabilities by measurement category (continued)

Derivatives – interest rate swaps
Interest rate swaps and interest rate cap contracts held by the Group are measured at fair value. Fair value is based on broker quotes, which are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the measurement date.

Cash and cash equivalents
The carrying amount approximates to fair value due to the short-term nature of these instruments. Cash and cash equivalents comprise restricted, unrestricted cash and short-term investments.

Trade and other receivables
The fair value of trade and other receivables is estimated as the present value of future cash flows and is discounted at the market rate of interest when the impact is material.

24. Related party transactions

A related party is a person or entity that is related to the Company. A person or a close member of that person's family is related to that Company if that person has significant influence or power over the Company or is a member of key management. An entity is a related party if it is a member of the same group or is related to the entity by means of investment or is controlled by a person related to the Company.

A related party transaction is defined as a transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged.

Transactions with key management personnel

There were no transactions and there are no outstanding balances relating to key management personnel and/or entities over which they have control or significant influence.

Remuneration of key management personnel

Key management personnel include directors (executive and non-executive) and the Company Secretary, none of whom received remuneration for these activities in this capacity.

The table below provides a list of any outstanding balances at year end and any transactions entered into during the financial year with the parent companies and its subsidiaries.

	31 December 2024 USD	31 December 2023 USD
Consolidated		
Balances at year end:		
Intercompany loans (Note 20)	184,182,384	67,804,232
Intercompany amounts owed to group companies	44,044,649	-
Amounts due to group companies – intercompany debt	-	48,004,410
	228,227,033	**115,808,642**

25. Post balance sheet events

The directors consider the state of affairs of the Group to be satisfactory and there have been no material changes since the balance sheet date. The normal operations of the Group have continued.

26. Approval of the consolidated financial statements

The directors approved these consolidated financial statements on 12 December 2025.