

AYA - UK P LIMITED

**Abridged Unaudited Financial Statements
for the financial year ended
31 March 2025**

(As modified by Sections 352 and 353 of the Companies Act 2014)

AYA - UK P LIMITED

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AYA - UK P LIMITED

Directors and other information

Directors	Yussuf Goolam Noel Cunningham Alfan Jetha Adil Saleh
Company secretary	Aziz Hirji
Registered number	599305
Registered office	Unit 506B Northwest Business Park Ballycoolin Dublin 15
Bankers	Allied Irish Bank Bank Centre Ballsbridge Dublin 4
	Bank of Ireland Main Street Blanchardstown Dublin 15

Directors' Responsibilities Statement
For the year ended 31 March 2025

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

Irish company law requires the directors to prepare the financial statements for each financial year. Under the law, the directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' applying Section 1A of that Standard, issued by the Financial Reporting Council. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the company as at the financial year end date, of the profit or loss for that financial year and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Directors' declaration on unaudited financial statements

In relation to the financial statements which comprise the Statement of financial position and the related notes:

- The directors approve these financial statements and confirm that they are responsible for them, including selecting the appropriate accounting policies for the company's financial statements, applying them consistently and making, on a reasonable and prudent basis, the judgments underlying them. They have been prepared on a going concern basis on the grounds that the company will continue in business.
- The directors confirm that they have made available to Mazars all the company's accounting records and provided all the information necessary for the compilation of the financial statements.
- The directors confirm that to the best of their knowledge and belief, the accounting records reflect all the transactions of the company for the year ended 31 March 2025.

On behalf of the board

Signed by:

68139961F33A46A...
Yussuf Goolam
Director

DocuSigned by:

4647E2B172FA4E8...
Alfian Jetha
Director

Date: 24 February 2026

Date: 24 February 2026

AYA - UK P LIMITED

Abridged statement of financial position
As at 31 March 2025

	Note	31 March 2025 \$	31 March 2024 \$
Current assets			
Debtors: amounts falling due within one year	6	467,655	478,629
Cash at bank and in hand		4,030	4,251
		<u>471,685</u>	<u>482,880</u>
Creditors: amounts falling due within one year	7	(153,094)	(157,988)
Net current assets		<u>318,591</u>	<u>324,892</u>
Total assets less current liabilities		318,591	324,892
Creditors: amounts falling due after more than one year	8	(552,949)	(552,949)
Net liabilities		<u>(234,358)</u>	<u>(228,057)</u>
Capital and reserves			
Share capital	10	1,058	1,058
Profit and loss account		(235,416)	(229,115)
Shareholders' deficit		<u>(234,358)</u>	<u>(228,057)</u>

We, as directors of AYA - UK P Limited, state that:

- (a) these financial statements have been prepared in accordance with the small companies regime.
- (b) the company is availing itself of the exemption provided for by Chapter 16 of Part 6 of the Companies Act 2014.
- (c) the company is availing itself of the exemption on the grounds that the conditions specified in section 365(2) are satisfied.
- (d) We acknowledge the company's obligations under the Companies Act 2014, to keep adequate accounting records and prepare financial statements which give a true and fair view of the state of the assets, liabilities and financial position of the company at the end of its financial year and of its profit or loss for such a year and to otherwise comply with the provisions of Companies Act 2014 relating to financial statements so far as they are applicable to the company.
- (e) We hereby certify that we have relied on the specific exemption contained in section 365 Companies Act 2014 on the grounds that the company is entitled to the benefits of that exemption as a dormant company.
- (f) the company has relied on the specific exemptions contained in section 352 of the Companies Act 2014; the company has done so on the grounds that it is entitled to the benefit of that exemption as a small company and the abridged financial statements have been properly prepared in accordance with section 353 of the Companies Act 2014.

The financial statements were approved and authorised for issue by the board:


68139961F33A46A...

Yussuf Goolam

Director

Date: 24 February 2026

DocuSigned by:


4647E2B172FA4E8...

Alfian Jetha

Director

Date : 24 February 2026

AYA - UK P LIMITED

Statement of changes in equity
For the year ended 31 March 2025

	Called up Share Capital	Profit and loss account	Total equity
	\$	\$	\$
At 1 April 2023	1,058	(209,433)	(208,375)
Loss for the financial year	-	(19,682)	(19,682)
At 1 April 2024	<u>1,058</u>	<u>(229,115)</u>	<u>(228,057)</u>
Loss for the financial year	-	(6,301)	(6,301)
At 31 March 2025	<u><u>1,058</u></u>	<u><u>(235,416)</u></u>	<u><u>(234,358)</u></u>

The notes on pages 5 to 10 form part of these financial statements.

Notes to the financial statements
For the year ended 31 March 2025

1. General information

AYA – UK P Limited is a company limited by shares incorporated in the Republic of Ireland. The registered office of the company is Unit 506B, Northwest Business Park, Ballycoolin, Dublin 15 which is also the principal place of business of the company. The nature of the company's operations and its principal activities are set out in the Directors' Report.

2. Statement of compliance

The financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", applying Section 1A of that Standard, and the Companies Act 2014.

3. Summary of significant accounting policies

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

3.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland' and the Companies Act 2014.

3.2 Going concern

At the year-end date, the deficit on shareholders' funds amounted to \$234,358 (2024: \$228,057). The related parties have agreed not to seek repayment of amounts due of \$694,054 (2024: \$694,054) if this would in any way impair the operations of the company for the foreseeable future. Taking this into consideration together with the wider outlook for the company, the financial statements have been prepared on a going concern basis which the directors consider to be appropriate.

3.3 Financial instruments

Financial assets

Basic financial assets, including other receivables and cash and cash equivalents, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the statement of comprehensive income.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment loss is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not

Notes to the financial statements
For the year ended 31 March 2025

3. Summary of significant accounting policies (continued)

3.3 Financial instruments (continued)

previously been recognised. The impairment reversal is recognised in the statement of comprehensive income.

Financial assets are derecognised when the contractual rights to the cash flows from the asset expire or are settled; or substantially all the risks and rewards of the ownership of the asset are transferred to another party; or control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions on the transfer.

Financial liabilities

Basic financial liabilities include trade and other payables.

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

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Offsetting

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

3.4 Borrowing costs

Borrowing costs relating to the acquisition of assets are capitalised at the appropriate rate by adding them to the cost of assets being acquired. Investment income earned on the temporary investment of specific borrowings pending their expenditure on the assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3.5 Taxation

Taxation expense for the year comprises current tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current taxation assets and liabilities are not discounted.

Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Notes to the financial statements
For the year ended 31 March 2025

3. Summary of significant accounting policies (continued)

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

3.6 Reporting currency

Functional currency and presentation currency

The financial statements are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The financial statements are presented in US Dollars (\$) which is also the functional currency of the company.

Transactions and balances

Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction or an average rate where this rate approximates the actual rate at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the year end date. All differences are taken to the statement of comprehensive income.

3.7 Share capital

The ordinary share capital of the company is presented as equity.

3.8 Related parties

The company discloses transactions with related parties which are not wholly owned with the same group. It does not disclose transactions with members of the same group that are wholly owned.

Notes to the financial statements
For the year ended 31 March 2025

4. Critical accounting estimates and judgements

The company makes judgements, estimates and assumptions about the carrying amounts of assets and liabilities that were not readily apparent from other sources in the application of the company's accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors that are considered to be reasonable under the circumstances. Actual results may differ from the estimates.

(a) Critical judgements made in applying the company's accounting policy

Management is of the opinion that there are no critical judgements (other than those involving estimates) that have a significant effect on the amounts recognised in the financial statements.

(b) Key sources of estimation uncertainty

There are no estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

5. Employees

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

	2025 No.	2024 No.
Average monthly number of employees	4	4

6. Debtors

	2025 \$	2024 \$
Amounts owed by group undertakings (note 11)	467,655	478,629
	467,655	478,629

Notes to the financial statements
For the year ended 31 March 2025

7. Creditors: Amounts falling due within one year

	2025	2024
	\$	\$
Trade creditors	5,932	10,758
Amounts owed to group undertakings (note 11)	141,105	141,105
Accruals	6,057	6,125
	<u>153,094</u>	<u>157,988</u>

Trade creditors are payable in accordance with standard commercial credit terms. Amounts owed to group companies are unsecured, interest free, have no fixed repayment schedule and are repayable on demand.

8. Creditors: Amounts falling due after more than one year

	2025	2024
	\$	\$
Amounts owed to group undertakings (note 11)	552,949	552,949
	<u>552,949</u>	<u>552,949</u>

The aggregate amount of liabilities repayable wholly or in part more than five years after the reporting date is:

	2025	2024
	\$	\$
Repayable in five years or more	552,949	552,949
	<u>552,949</u>	<u>552,949</u>

9. Capital commitments

The company had no material capital commitments at the financial year-ended 31 March 2025.

Notes to the financial statements
For the year ended 31 March 2025

10. Share capital

	2025	2024
	\$	\$
Authorised		
1,000 (2024 - 1,000) Ordinary shares shares of €1.058 each	1,058	1,058
Issued		
1,000 Ordinary shares shares of €1 each	1,058	1,058
	2025	2024
	\$	\$
Presented as follows:		
Called up share capital presented as equity	1,058	1,058

11. Related party transactions

The company has availed of the exemption under FRS 102 in relation to the disclosure of transactions with group undertakings.

RxBio Limited, a company registered in Ireland, has been identified as a related party in accordance with FRS 102 Section 33 Related Party Disclosures by virtue of commonality of directors and shareholders. The amounts due from RxBio Limited for the year ended 31 March 2025 is \$46,736 (2024: \$46,736). There were no transactions with RX Bio during 2025, 2024 or 2023.

12. Ultimate holding company and controlling party

The company is a wholly owned subsidiary of AYA Done Limited a company incorporated in Ireland with a registered address at Unit 506B, Northwest Business Park, Ballycoolin, Dublin 15.

The company's ultimate parent undertaking is Aya Can Hold Corp a company incorporated in Canada. The company considers Yussuf Goolam, Adil Saleh and Alfian Jetha as the ultimate controlling parties.

13. Events since the year end

There have been no significant events affecting the company since the financial year end.

14. Approval of financial statements

The financial statements were approved and authorised for issue by the board of directors on 24 February 2026.