

SHEARWATER MANAGEMENT COMPANY CLG

LIMITED BY GUARANTEE

Statutory Financial Statements

for the year ended 31 December 2025

MYLES C. RONAN & ASSOCIATES

Chartered Certified Accountants

No. 5A

Sheraton Court

Glasheen Road

Cork

**SHEARWATER MANAGEMENT COMPANY CLG
LIMITED BY GUARANTEE**

Directors And Other Information

Directors

Andrew O'Regan
Graham Hynd
Michael Carroll
David Good
Christopher Mauro

Secretary

Andrew O'Regan

Company Number

362291

Registered Office

C/o BMG Property Management Ltd
Office 4 Distillery Lane
Main Street, Middleton
Co. Cork

Accountants

Myles C. Ronan & Associates
Chartered Certified Accountants
No. 5A
Sheraton Court
Glasheen Road
Cork

Bankers

A.I.B. Bank
5/6 Pearse Street
Kinsale
Co. Cork

Property Managing Agent

BMG Property Management Limited

SHEARWATER MANAGEMENT COMPANY CLG

**Extract from Directors' Report in accordance with Section 329 of the Companies Act 2014
for the year ended 31 December 2025**

Extract from Directors Report

Directors, Secretary and their Interests

The Directors and Secretary who served during the year are as stated below:

Andrew O'Regan (Also Company Secretary)
Graham Hynd
Michael Carroll
David Good
Christopher Mauro

On Behalf of the Board

Andrew O'Regan
Director

Michael Carroll
Director

3 March 2026

**SHEARWATER MANAGEMENT COMPANY CLG
LIMITED BY GUARANTEE**

**Directors' Report
for the year ended 31 December 2025**

The Directors present their Report and the Financial Statements for the year ended 31 December 2025.

Principal Activity

This is a non-trading company and is principally engaged in the daily maintenance of the common areas of the complex at Shearwater, Kinsale, County Cork. This is a multi unit development consisting of sixty four residential units and seven commercial units. The Company also manages the public car park operating in the Shearwater garage and leases surplus land to Kinsale Yacht Club.

Principal Risks and Uncertainties

The directors and its management team take considerable effort to assess the critical risks and uncertainties that face the Company and in seeking ways to mitigate those risks. Those facing the Company as identified by the directors are as follows:

Economic Risk

The Company's policy is to ensure that sufficient resources are available from cash balances, cash flows and the Sinking Fund in order that all current and capital expenditure obligations can be met when they fall due. The Company does not forecast any immediate capital funding requirements, but should one arise, the directors are satisfied that appropriate funds or systems are in place to respond accordingly either through the Sinking Fund, the Company's insurance policy or by the calling of a meeting of the members in relation to any additional funding requirements.

Results And Business Review

The Company is reporting a surplus of €19,884 (2024 surplus of €14,287) which is being transferred to the Sinking Fund.

Cashflow

The total balance of outstanding debtors at the year end was €8,150 (2024 - €5,000) which primarily represents 5 Units Service Charges for the year to 31 December 2025. The number of units considered to be potentially problematic in terms of service charge collection within the next twelve months remains at "No units" on 31 December 2025 (See also Notes 1 and 10).

The timely collection of the majority of these charges has allowed the budgeted transfer of €56,800 to the Sinking Fund.

Expenditure

The cost decrease of note during the year was Light and Power again at €14,436 (2024 €15,835). However, Cleaning costs increased slightly €8,251 (2024 €6,622) which included some additional cleaning callouts during the year but also included an agreed general increase with the Board of Directors.

Sinking Fund

The balance of the Sinking Fund has increased to €220,341 as at 31st December 31 December 2025 (2024 €143,657).

In 2023 the owners agreed with the directors' proposal to increase the contribution to €800 per unit in order that the balance of the Sinking Fund would not only cover the ongoing costs of non-recurring expenditure but also would hopefully allow the balance to increase to an acceptable level.

Managing Agent

The directors take this opportunity to thank Bryan McGrath and his staff at BMG Property Management Limited for their hard work during the year.

Future Developments

Shearwater Management Company CLG maintains the development to a very high standard and will continue to do so in the foreseeable future. It is also committed to managing and safeguarding a Sinking Fund towards any future Capital Funding requirements which may be required by the development.

**SHEARWATER MANAGEMENT COMPANY CLG
LIMITED BY GUARANTEE**

**Directors' Report
for the year ended 31 December 2025**

Directors, Secretary and their Interests

The Directors and Secretary who served during the year are as stated below:

Andrew O'Regan (Also Company Secretary)
Graham Hynd
Michael Carroll
David Good
Christopher Mauro

The Company is Limited by Guarantee and the Directors have no beneficial interest.

Accounting Records

The Directors acknowledge their responsibilities under Section 281 to 285 of the Companies Act, 2014 to keep adequate accounting records for the Company. The books of account of the Company are maintained at C/o BMG Property Management Ltd, Office 4 Distillery Lane, Main Street, Midleton, Co. Cork.

Fire Safety Statement

The development is fitted with a fire alarm detection system and also contains fire extinguishers and fire blankets. Shearwater Management Company CLG engages fire safety specialists to maintain both.

Statement on Relevant Accounting Information

So far as each person who was a Director at the date of approving this report is aware, there is no relevant accounting information, being information needed by an Accountant in connection with preparing its report, of which the Accountant is unaware. Having made enquiries of fellow Directors and the Company's Accountant, each Director has taken all the steps he or she is obliged to take as a Director in order to make himself or herself aware of any relevant accounting information and to establish that the Accountant is aware of the information.

Taxation Status

So far as the Directors are aware, the Company is a close company within the meaning of Section 430 Taxes Consolidation Act, 1997.

On Behalf of the board

**Andrew O'Regan
Director**

**Michael Carroll
Director**

Date: 3 March 2026

**SHEARWATER MANAGEMENT COMPANY CLG
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Directors' Responsibilities Statement

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 Financial Statements for each financial year. Under the Law, the Directors have elected to prepare the Financial Statements in accordance with Companies Act, 2014 and accounting standards issued by the Financial Reporting Council including FRS 102 The Financial Reporting Standard applicable in the UK and Ireland giving a true and fair view of the state of the affairs of the Company and of the Profit or Loss of the Company for each financial year. 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 and of the Profit or Loss of the Company for the financial year and otherwise comply with the Companies Act, 2014. In preparing these Financial Statements the Directors are required to:

- select suitable accounting policies and 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
- prepare the Financial Statements based on the Going-Concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for ensuring that the Company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the Company, enable at any time the assets liabilities, financial position and Profit or Loss of the Company to be determined with reasonable accuracy, enable them to ensure that the Financial Statements and Directors Report comply with the Companies Act 2014 and enable the Financial Statements to be audited if required. 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 Unaudited Financial Statements as set out in Pages 5 to 13.

- The Directors approve these Unaudited Financial Statements and confirm that they are responsible for them, including selecting the appropriate policies, applying them consistently and making, on a reasonable and prudent basis, the judgements underlying them. They have been prepared on the going concern basis on the grounds that the company will continue in business.
- The Directors confirm that they have made available to Myles C. Ronan & Associates, the Company's accounting records and provided all the information necessary for the compilation of the Unaudited 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 December 2025.

On Behalf of the Board

Andrew O'Regan
Director

Michael Carroll
Director

Date: 3 March 2026

**SHEARWATER MANAGEMENT COMPANY CLG
LIMITED BY GUARANTEE**

**Income and Expenditure Account
for the year ended 31 December 2025**

	Notes	2025 €	2024 €
Income :			
Amounts Charged to Property Owners	5	152,200	151,100
Public Car Park plus Land Lease Income	8	25,823	20,398
Contributions from the Sinking Fund	6	-	92,370
		178,023	263,868
Maintenance and Administration Expenses		(151,935)	(244,752)
		26,088	19,116
Bank Interest Earned		225	242
		26,313	19,358
Taxation	9	(6,429)	(5,071)
Net Surplus/(Deficit)		19,884	14,287
Transfer of Surplus for the Year to Sinking Fund		(19,884)	(14,287)
		-	-
Statement of Comprehensive Income			
Profit/(Loss) for the Financial Year		-	-
Total Comprehensive Income for the year		-	-

There are no recognised Gains or Losses other than the Profit or Loss for the above two financial years.

The Financial Statements were approved by the Board on 3 March 2026 and signed on its behalf by

Andrew O'Regan
Director

Michael Carroll
Director

**SHEARWATER MANAGEMENT COMPANY CLG
LIMITED BY GUARANTEE**

**Balance Sheet
as at 31 December 2025**

		2025		2024	
Notes	€	€	€	€	€
Current Assets					
Trade and Other Receivables	10	21,556		18,406	
Cash and Cash Equivalents		<u>250,593</u>	272,149	<u>174,778</u>	193,184
Creditors due within One Year					
Trade and Other Payables	11		<u>(51,808)</u>		<u>(49,527)</u>
Net Current Assets/(Liabilities)					
			<u><u>220,341</u></u>		<u><u>143,657</u></u>
Represented by:					
Sinking Fund	12		220,341		143,657
Retained Profit			-		-
Total Equity					
			<u><u>220,341</u></u>		<u><u>143,657</u></u>

We, as Directors of Shearwater Management Company CLG state that:

- (a) The Company is availing itself of the exemption provided for by Chapter 15 of Part 6 of the Companies Act, 2014.
- (b) The Company is availing itself of the exemption on the grounds that the conditions specified in Section 358 is complied with,
- (c) no notice under subsection (1) of Section 334 has in accordance with subsection (2) of that section been served on the Company, and
- (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 assets, liabilities and financial position of the Company as the end of the 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.

The Unaudited Financial Statements were approved by the Board on 3 March 2026 and signed on its behalf by

Andrew O'Regan
Director

Michael Carroll
Director

**SHEARWATER MANAGEMENT COMPANY CLG
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**Statement of Changes in Equity
for the year ended 31 December 2025**

	Retained Earnings €	Total Equity €
At 1 January 2024	-	-
Result for the year to 31 December 2024	-	-
Other Comprehensive Income	-	-
Balance at 31 December 2024	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
Balance at 1 January 2025	-	-
Result for the year to 31 December 2025	-	-
Other Comprehensive Income	-	-
Balance at 31 December 2025	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>

**SHEARWATER MANAGEMENT COMPANY CLG
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**Statement of Cashflows
for the year ended 31 December 2025**

	Notes	2025 €	2024 €
Reconciliation of Operating Profit to Net Cash Inflow from Operating Activities			
Operating Surplus/(Deficit)		19,884	14,287
Taxation Provision		6,429	5,071
Bank Interest Earned		(225)	(242)
(Increase)/Decrease in Debtors		(3,150)	(5,263)
Increase/(Decrease) in Creditors		2,454	4,483
Increase/(Decrease) in Sinking Fund		76,684	(21,283)
Transfer of Surplus for the Year to Sinking Fund		(19,884)	(14,287)
Net Cash Inflow/(Outflow) from Operating Activities		<u>82,192</u>	<u>(17,234)</u>
Statement of Cashflows			
Net Cash Inflow/(Outflow) from Operating Activities		82,192	(17,234)
Returns on Investments and Servicing of Finance		225	242
Taxation Paid		(6,602)	(3,127)
Increase/(Decrease) in Cash and Cash Equivalents in the year		<u>75,815</u>	<u>(20,119)</u>
Reconciliation of Net Cash Flow to movement in Cash and Cash Equivalents			
Net Increase/(Decrease) in Cash and Cash Equivalents in the year		75,815	(20,119)
Cash and Cash Equivalents at 1 January 2025		174,778	194,897
Cash and Cash Equivalents at 31 December 2025		<u>250,593</u>	<u>174,778</u>

On behalf of the Board

**Andrew O'Regan
Director**

**Michael Carroll
Director**

**SHEARWATER MANAGEMENT COMPANY CLG
LIMITED BY GUARANTEE**

**Notes to the Financial Statements
for the year ended 31 December 2025**

1. Accounting Policies

Shearwater Management Company CLG is primarily engaged in the daily maintenance of the common areas of the complex at Shearwater, Kinsale, County Cork from its base of operations in Shearwater, Kinsale, Co. Cork. It is a multi unit development consisting of sixty four residential apartments and seven commercial units. The object of the Company is the orderly management of the Units to the mutual benefit of the owners.

The Company is a Company Limited by Guarantee incorporated and domiciled in Ireland and its Company Registration Number is 362291. The Company is tax resident in Ireland.

The significant accounting policies adopted by the Company and applied consistently in the preparation of these Financial Statements are as follows:

1.1. Basis of Preparation

The Financial Statements are prepared on the Going Concern basis, under the Historical Cost Convention and comply with the Financial Reporting Standards of the Financial Reporting Council, as promulgated by the Association of Chartered Certified Accountants including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the Companies Act 2014.

The Financial Statements are prepared in Euro which is the functional currency of the Company.

1.2. Income/Service Charges

All Turnover derives from activities in the Republic of Ireland and primarily relates to Service Charges invoiced.

There are 64 Residential Units and 7 Commercial Units in the Development from which the Company is entitled to receive Service Charges. The Gross Service Charge Fee for the year ended 31 December 2025 was €2,400 per Unit (31 December 2024 - €2,400). Discounts are available to those Members who pay their Service Charges within a specified time structure. The Company also collects some Rental Income from the public section of its Public Car Park and has leased some surplus land to the neighbouring Yacht Club.

Debtors relating to Service Charges due at 31 December 2025 were €8,150. However, for the moment, no Units were identified as potentially being problematic in terms of successful collection within the next twelve months. Legal measures and other procedures will always be considered by the Directors to ensure the timely collection of these particular debts.

1.3. Taxation

In common with other Companies in this sector, the Company must compensate the owners of the Units for any excess charges over the expenditure incurred or recover any shortfall. As a result, the Company should not have a Profit or incur a Loss. As a consequence of the above a Corporation Tax liability should not arise. However, Corporation Tax is returned on the Income received from the Public Car Park and lease of land.

2. Going Concern

The Financial Statements have been prepared on a going concern basis. The Company's activities together with the factors likely to affect its future development, performance and position are set out in the Directors Report on Pages 1 to 2. The principal risks and uncertainties faced by the Company are also included in the Directors Report.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the Annual Financial Statements.

**SHEARWATER MANAGEMENT COMPANY CLG
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**Notes to the Financial Statements
for the year ended 31 December 2025**

3. Critical Accounting Judgements and Estimates

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

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

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. Management consider that there are no estimates and assumptions that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

4. The transfer of the Reversionary Interest and Residual Title to the common areas in Shearwater Management Company CLG has been completed.

5. Amounts Charged to Property Owners	2025	2024
	€	€
Amounts Charged to Property Owners for the year is made up as follows:		
Gross Value of Service Charges	170,400	170,400
Add: Income from Key Fobs	300	300
Less: Discounts for Prompt Payment	(18,500)	(19,600)
	<u>152,200</u>	<u>151,100</u>

6. Summary of Sinking Fund Expenditure	2025	2024
	€	€
In Respect of Roof Repairs	-	92,370
	<u>-</u>	<u>92,370</u>

7. Operating Result	2025	2024
	€	€
Operating Result is stated after charging:		
Accountants Remuneration	1,400	1,400
	<u>1,400</u>	<u>1,400</u>

**SHEARWATER MANAGEMENT COMPANY CLG
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**Notes to the Financial Statements
for the year ended 31 December 2025**

8.	Public Car Park plus Land Lease Income	2025	2024
		€	€
	Income from Public Car Park	49,526	40,293
	Income from Lease of Land	1,000	1,000
		<u>50,526</u>	<u>41,293</u>
	Less:		
	Public Car Park Repairs	(698)	-
	Public Car Park Light & Power	(1,604)	(1,759)
	Public Car Park Insurance	(2,700)	(2,700)
	Public Car Park Management Fee	(18,602)	(15,360)
	Public Car Park Rates	(1,099)	(1,076)
		<u>25,823</u>	<u>20,398</u>
9.	Taxation		
	Analysis of Tax Charge in Period	2025	2024
		€	€
	Current Tax		
	Corporation Tax	6,429	5,071
		<u>6,429</u>	<u>5,071</u>
	Factors affecting tax charge for period		
	The tax assessed for the period is based on the rate of corporation tax in Ireland on Rental Type Income (25%). The factors affecting the charge are explained below:		
		€	€
	Result on Public Car Park and Land Lease Activities	25,823	20,398
		<u>25,823</u>	<u>20,398</u>
	Profit on Public Car Park and Land Lease Activities multiplied by applicable rate of Corporation Tax	6,456	5,100
	Effects of:		
	Deposit Interest	(27)	(29)
	Current Tax Charge for Period	6,429	5,071
		<u>6,429</u>	<u>5,071</u>
10.	Trade and Other Receivables	2025	2024
		€	€
	Debtors	8,150	5,000
	Prepayments and Accrued Income	13,406	13,406
		<u>21,556</u>	<u>18,406</u>

**SHEARWATER MANAGEMENT COMPANY CLG
LIMITED BY GUARANTEE**

**Notes to the Financial Statements
for the year ended 31 December 2025**

11. Creditors due within One Year		2025	2024
		€	€
	Service Charges Paid in Advance	46,989	44,287
	Trade Creditors/Accruals	3,460	3,708
	Corporation Tax Due	1,359	1,532
		<u>51,808</u>	<u>49,527</u>

12. Sinking Fund			Total
			€
	Opening Balance as at 1 January 2025		143,657
	Budgeted Transfer to Sinking Fund in year to 31 December 2025		56,800
	Transfer of Surplus for the Year to Sinking Fund		19,884
	Closing Balance as at 31 December 2025		<u>220,341</u>

A Sinking Fund is in place for the specific purpose of discharging expenditure reasonably incurred on refurbishment, improvement and/or maintenance of a non-recurring nature. It is, however, not guaranteed to cover all unexpected costs of a non-recurring nature. Contributions to the Sinking Fund are billed in each financial period.

13. Related Party Transactions

Service Charges were levied on the Directors of the Company for units in the development for which they own. Amounts unpaid and receivable as at 31 December 2025 from such units was €"Nil".

The Company has a contract with BMG Property Management Limited for the provision of management services. In accordance with disclosure requirements, where an entity manages the reporting entity, it is presumed that the parties are related. During the year to 31 December 2025, the Company was invoiced by BMG Property Management Limited for services and at 31 December 2025 the Company had a trade debt to BMG Property Management Limited of €"Nil".

	Opening Balance	Cash Flows	Closing Balance
	€	€	€
14. Analysis of changes in Net Funds			
Cash and Cash Equivalents - Current Account	40,370	75,590	115,960
Cash and Cash Equivalents - Sinking Fund Deposit Account	134,408	225	134,633
Net Funds	<u>174,778</u>	<u>75,815</u>	<u>250,593</u>

**SHEARWATER MANAGEMENT COMPANY CLG
LIMITED BY GUARANTEE**

**Notes to the Financial Statements
for the year ended 31 December 2025**

15. The Company is Limited by Guarantee, not having a Share Capital and consequently the liability of the Members is limited, subject to an undertaking by each Member to contribute to the Net Assets or Liabilities of the Company on winding up such amounts as may be required not exceeding €1.

16. Approval of Financial Statements

The Financial Statements were approved by the Board on 3 March 2026.