

Velvet Quality Systems Ltd
Abridged Unaudited Financial Statements
for the financial year ended 30 April 2025

Velvet Quality Systems Ltd

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Velvet Quality Systems Ltd

DIRECTOR'S RESPONSIBILITIES STATEMENT

for the financial year ended 30 April 2025

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable Irish law and regulations.

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

In preparing these financial statements, the director is required to:

- select suitable accounting policies for the company financial statements and then apply them consistently;
- make judgements 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 director is 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 him to ensure that the financial statements and Director's Report comply with the Companies Act 2014. He is 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.

Signed on behalf of the board

Armand Lako
Director

Date: _____

Velvet Quality Systems Ltd

BALANCE SHEET

as at 30 April 2025

| | Notes | 2025 € | 2024 € |
|---|-------|-------------------------|-------------------------|
| Fixed Assets | | | |
| Tangible assets | 6 | <u>4,935,000</u> | <u>4,500,000</u> |
| Current Assets | | | |
| Debtors | 7 | 488,000 | 280,500 |
| Cash and cash equivalents | | 100 | 100 |
| | | <u>488,100</u> | <u>280,600</u> |
| Creditors: amounts falling due within one year | 8 | <u>(358,000)</u> | - |
| Net Current Assets | | <u>130,100</u> | <u>280,600</u> |
| Total Assets less Current Liabilities | | <u>5,065,100</u> | 4,780,600 |
| Creditors: | | | |
| amounts falling due after more than one year | 9 | <u>(1,782,175)</u> | <u>(2,405,500)</u> |
| Net Assets | | <u><u>3,282,925</u></u> | <u><u>2,375,100</u></u> |
| Capital and Reserves | | | |
| Called up share capital presented as equity | | 100 | 100 |
| Revaluation reserve | 10 | 2,375,000 | 2,375,000 |
| Other reserves | 10 | 910,000 | - |
| Retained earnings | | (2,175) | - |
| Equity attributable to owners of the company | | <u><u>3,282,925</u></u> | <u><u>2,375,100</u></u> |

I as Director of Velvet Quality Systems Ltd, 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 are satisfied,

(c) the shareholders of the company have not served a notice on the company under section 334(1) in accordance with section 334(2),

(d) I 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 at the end of its financial year and of its profit or loss for such a financial year and to otherwise comply with the provisions of the Companies Act 2014 relating to financial statements so far as they are applicable to the company,

(e) the company has relied on the specified exemption contained in section 352 Companies Act 2014. The company has done so on the grounds that the company 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 Companies Act 2014 and the small companies' regime.

Approved by the board on _____ and signed on its behalf by:

Armand Lako
Director

Velvet Quality Systems Ltd
STATEMENT OF CHANGES IN EQUITY

as at 30 April 2025

| | Called up share capital € | Revaluation reserve € | Retained earnings € | Capital contribution reserve € | Total € |
|--|------------------------------------|-----------------------------|---------------------------|---|------------------|
| At 1 May 2023 | 100 | 2,375,000 | - | - | 2,375,100 |
| At 30 April 2024 | 100 | 2,375,000 | - | - | 2,375,100 |
| Loss for the financial year | - | - | (2,175) | - | (2,175) |
| Capital contribution receivable | - | - | - | 435,000 | 435,000 |
| Capital contribution dividend distribution | - | - | - | 475,000 | 475,000 |
| At 30 April 2025 | 100 | 2,375,000 | (2,175) | 910,000 | 3,282,925 |

Velvet Quality Systems Ltd

NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

for the financial year ended 30 April 2025

1. General Information

Velvet Quality Systems Ltd is a company limited by shares incorporated and registered in Ireland. The registered number of the company is 649377. The registered office of the company is 56 New Street, Macroom, Co Cork, P12 CP49, Ireland. The principal activity of the business is investment in commercial property. The financial statements have been presented in Euro (€) which is also the functional currency of the company.

2. Summary of Significant Accounting Policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Statement of compliance

The financial statements of the company for the financial year ended 30 April 2025 have been prepared on the going concern basis and in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (FRS 102).

Basis of preparation

The financial statements have been prepared on the going concern basis and in accordance with the historical cost convention except for certain properties and financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for assets. The financial reporting framework that has been applied in their preparation is the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council.

The company qualifies as a small company as defined by section 280A of the Companies Act 2014 in respect of the financial year, and has applied the rules of the 'Small Companies Regime' in accordance with section 280C of the Companies Act 2014.

Cash flow statement

The company has availed of the exemption in FRS 102 from the requirement to prepare a Statement of Cash Flows because it is classified as a small company.

Turnover

Turnover comprises the invoice value of goods supplied by the company, exclusive of trade discounts and value added tax.

Tangible assets and depreciation

Tangible assets are stated at cost or at valuation, less accumulated depreciation. The charge to depreciation is calculated to write off the original cost or valuation of tangible assets, less their estimated residual value, over their expected useful lives as follows:

| | |
|-----------------------|--------------------|
| Investment properties | - 0% Straight line |
|-----------------------|--------------------|

The carrying values of tangible fixed assets are reviewed annually for impairment in periods if events or changes in circumstances indicate the carrying value may not be recoverable.

Trade and other debtors

Trade and other debtors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method less impairment losses for bad and doubtful debts except where the effect of discounting would be immaterial. In such cases the receivables are stated at cost less impairment losses for bad and doubtful debts.

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.

Trade and other creditors

Trade and other creditors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method, unless the effect of discounting would be immaterial, in which case they are stated at cost.

Velvet Quality Systems Ltd

NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

for the financial year ended 30 April 2025

Employee benefits

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The company also operates a defined benefit pension scheme for its employees providing benefits based on final pensionable pay. The assets of this scheme are also held separately from those of the company, being invested with pension fund managers.

Taxation and deferred taxation

Current tax represents the amount expected to be paid or recovered in respect of taxable profits for the financial year and is calculated using the tax rates and laws that have been enacted or substantially enacted at the Balance Sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more tax in the future, or a right to pay less tax in the future. Timing differences are temporary differences between the company's taxable profits and its results as stated in the financial statements.

Deferred tax is measured on an undiscounted basis at the tax rates that are anticipated to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the Balance Sheet date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated at the rates of exchange ruling at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. The resulting exchange differences are dealt with in the Profit and Loss Account.

Ordinary share capital

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

| | | |
|---|---------------|---------------|
| 3. Interest payable and similar expenses | 2025 | 2024 |
| | € | € |
| Interest | <u>49,500</u> | <u>75,000</u> |

4. Employees

The average monthly number of employees, including director, during the financial year was 0, (2024 - 0).

5. Tax on (loss)/profit

| | | |
|---|-------------|----------|
| | 2025 | 2024 |
| | € | € |
| Analysis of charge in the financial year | | |
| Current tax: | | |
| Corporation tax at 0.00% (2024 - 25.00%) | <u>-</u> | <u>-</u> |

No charge to tax arises.

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NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

for the financial year ended 30 April 2025

| 6. Tangible assets | Investment properties | Total |
|--|--------------------------|------------------|
| | € | € |
| Cost | | |
| At 1 May 2024 | 4,935,000 | 4,935,000 |
| | <u>4,935,000</u> | <u>4,935,000</u> |
| At 30 April 2025 | 4,935,000 | 4,935,000 |
| | <u>4,935,000</u> | <u>4,935,000</u> |
| Depreciation | | |
| At 1 May 2024 | - | - |
| | <u>-</u> | <u>-</u> |
| At 30 April 2025 | - | - |
| | <u>-</u> | <u>-</u> |
| Net book value | | |
| At 30 April 2025 | 4,935,000 | 4,935,000 |
| | <u>4,935,000</u> | <u>4,935,000</u> |
| At 30 April 2024 | 4,935,000 | 4,935,000 |
| | <u>4,935,000</u> | <u>4,935,000</u> |
| <u>Tangible assets comparative net book value does not agree with amount in Balance Sheet</u> | | |
| 6.1. Tangible assets continued | | |
| Tangible assets included at a valuation would have been included on a historical cost basis at: | | |
| | 2025 | 2024 |
| | € | € |
| Cost | - | 2,125,000 |
| | <u>-</u> | <u>2,125,000</u> |
| 7. Debtors | 2025 | 2024 |
| | € | € |
| Trade debtors | 198,000 | 280,500 |
| Prepayments | 290,000 | - |
| | <u>488,000</u> | <u>280,500</u> |
| | <u>488,000</u> | <u>280,500</u> |
| 8. Creditors | 2025 | 2024 |
| Amounts falling due within one year | € | € |
| Other creditors | 358,000 | - |
| | <u>358,000</u> | <u>-</u> |
| | <u>358,000</u> | <u>-</u> |
| 9. Creditors | 2025 | 2024 |
| Amounts falling due after more than one year | € | € |
| Loans | 1,782,175 | 2,405,500 |
| | <u>1,782,175</u> | <u>2,405,500</u> |
| Loans | | |
| Repayable between two and five years | 1,782,175 | 2,405,500 |
| | <u>1,782,175</u> | <u>2,405,500</u> |

Velvet Quality Systems Ltd
NOTES TO THE ABRIDGED FINANCIAL STATEMENTS
for the financial year ended 30 April 2025

10. Income Statement

| | Revaluation reserve | Profit and loss account | Capital contribution reserve | Total |
|--------------------------------------|------------------------|-------------------------------|------------------------------------|------------------|
| | € | € | € | € |
| At 1 May 2024 | 2,375,000 | - | - | 2,375,000 |
| (Loss)/profit for the financial year | - | (2,175) | - | (2,175) |
| Capital contribution | - | - | 435,000 | 435,000 |
| Other movements | - | - | 475,000 | 475,000 |
| | <u>2,375,000</u> | <u>(2,175)</u> | <u>910,000</u> | <u>3,282,825</u> |
| At 30 April 2025 | <u>2,375,000</u> | <u>(2,175)</u> | <u>910,000</u> | <u>3,282,825</u> |

11. Capital commitments

The company had no material capital commitments at the financial year-ended 30 April 2025.

12. Director's remuneration

| | 2025 € | 2024 € |
|------|--------------|-----------|
| Fees | <u>5,000</u> | <u>-</u> |

13. Parent and ultimate parent company

The company regards Green Velvet Holding Company Ltd as its parent company.

The company's ultimate parent undertaking is Cerapon Limited.

The address of Cerapon Limited is 5 Limassol Avenue Eurosure Tower, Floor 3 2112 Aglantzia Greece.

14. Post-Balance Sheet Events

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

15. Approval of financial statements

The financial statements were approved and authorised for issue by the board on _____.

Accounting and Disclosure Errors

Tangible Fixed Assets : Tangible assets comparative net book value does not agree with amount in Balance Sheet