

**Noceros Asset-Holdings Limited**  
**Abridged Unaudited Financial Statements**  
**for the financial year ended 30 September 2025**

# Noceros Asset-Holdings Limited

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# **Noceros Asset-Holdings Limited**

## **DIRECTOR'S RESPONSIBILITIES STATEMENT**

for the financial year ended 30 September 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", applying Section 1A of that Standard, 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**

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**Ryan O'Loughlin**  
Director

**13 January 2026**

# Noceros Asset-Holdings Limited

## STATEMENT OF FINANCIAL POSITION

as at 30 September 2025

	Notes	2025 €	2024 €
<b>Non-Current Assets</b>			
Financial assets	6	201,933	21,029
<b>Current Assets</b>			
Debtors	7	21,132	497
Cash and cash equivalents		45	18
		21,177	515
<b>Payables: amounts falling due within one year</b>	8	(227,264)	(24,664)
<b>Net Current Liabilities</b>		(206,087)	(24,149)
<b>Total Assets less Current Liabilities</b>		(4,154)	(3,120)
<b>Capital and Reserves</b>			
Called up share capital presented as equity	10	1	1
Retained earnings		(4,155)	(3,121)
<b>Equity attributable to owners of the company</b>		(4,154)	(3,120)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", applying Section 1A of that Standard.

I as Director of Noceros Asset-Holdings Limited, 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 359 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 13 January 2026 and signed on its behalf by:**

\_\_\_\_\_  
**Ryan O'Loughlin**  
**Director**

**Noceros Asset-Holdings Limited**  
**STATEMENT OF CHANGES IN EQUITY**

as at 30 September 2025

	Called up share capital €	Retained earnings €	Total €
<b>At 27 October 2024</b>	-	-	-
Loss for the financial period	-	(3,121)	(3,121)
Net proceeds of equity Ordinary share issue	1	-	1
<b>At 30 September 2024</b>	1	(3,121)	(3,120)
Loss for the financial year	-	(1,034)	(1,034)
<b>At 30 September 2025</b>	<b>1</b>	<b>(4,155)</b>	<b>(4,154)</b>

# Noceros Asset-Holdings Limited

## NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

for the financial year ended 30 September 2025

### 1. General Information

Noceros Asset-Holdings Limited is a company limited by shares incorporated and registered in Ireland. The registered number of the company is 751179. The registered office of the company is Suite 11,, Parklands Office Park,, Southern Cross Road,, Bray, Co. Wicklow, A98R524 which is also the principal place of business of the company. The principal activity of this company is that of the holding of shares in subsidiary, associate and investee companies. The company does not carry on a trade and its income arises primarily from dividend receipts and capital returns from those investments.

#### Currency

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 financial statements.

#### Statement of compliance

The financial statements of the company for the financial year ended 30 September 2025 have been prepared in accordance with the provisions of FRS 102 Section 1A (Small Entities) and the Companies Act 2014.

#### 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" Section 1A, issued by the Financial Reporting Council.

The company qualifies as a small company as defined by section 280B 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 and Section 1A of FRS 102.

#### Consolidated accounts

The company is entitled to the exemption provided for in section 293 (1A) of the Companies Act 2014 from the obligation to prepare group accounts because it qualifies as a small company in accordance with the small companies' regime.

#### Financial assets

Financial assets held as fixed assets are stated at cost less provision for any permanent diminution in value. Income from other investments together with any related withholding tax is recognised in the Income Statement in the financial year in which it is receivable.

#### 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.

#### Trade and other payables

Trade and other payables 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.

#### 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.

# Noceros Asset-Holdings Limited

## NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

for the financial year ended 30 September 2025

### 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 Statement of Financial Position 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 Statement of Financial Position date.

### Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the Statement of Financial Position 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 Income Statement.

### Ordinary share capital

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

### 3. Period of financial statements

The comparative figures relate to the 11 month period ended 30 September 2024.

4. Income from investments	2025 €	2024 €
Investment income	5,009	73
(Loss)/profit on disposal of investments	(1,062)	-
	<u>3,947</u>	<u>73</u>

### 5. Employees

The average monthly number of employees, including director, during the financial year was

	2025 Number	2024 Number
Director	<u>1</u>	<u>1</u>

# Noceros Asset-Holdings Limited

## NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

for the financial year ended 30 September 2025

### 6. Financial fixed assets

	Subsidiary undertakings shares	Participating interests/ joint ventures shares	Listed investments	Total
	€	€	€	€
<b>Investments</b>				
<b>Cost</b>				
At 1 October 2024	1	102	20,926	21,029
Additions	-	250	201,580	201,830
Disposals	-	-	(20,926)	(20,926)
	<u>1</u>	<u>352</u>	<u>201,580</u>	<u>201,933</u>
<b>Net book value</b>				
At 30 September 2025	<u>1</u>	<u>352</u>	<u>201,580</u>	<u>201,933</u>
At 30 September 2024	<u>1</u>	<u>102</u>	<u>20,926</u>	<u>21,029</u>

### 6.1. Holdings in related undertakings

The company holds 20% or more of the share capital of the following companies:

Name	Registered office / Principal place of business and address of Registered Office	Nature of business	Details of investment	Proportion held by company
<b>Subsidiary undertaking</b>				
Rhinoceros Investments Limited	18 Suite 11, Parklands Office Park, Southern Cross Road, Bray, Co. Wicklow	Restaurant	Ordinary shares	100%
<b>Participating interests and joint ventures</b>				
Zambr3ro Drogheda Limited	M.D. O'Loughlin & Co., 11, Parklands Office Park, Southern Cross Road, Bray, Wicklow, A98 R524	Restaurant	Ordinary shares	50%

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

Year ended	Capital and reserves €	Profit for the year €
Rhinoceros Investments Limited 31 December 2024	(5,956)	27,988
	<u>                    </u>	<u>                    </u>

In the opinion of the director, the shares of the company's unlisted investments are worth at least the amount at which they are stated in the Statement of Financial Position.

## Noceros Asset-Holdings Limited

# NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

for the financial year ended 30 September 2025

<b>7. Debtors</b>			<b>2025</b>	2024
			€	€
Amounts owed by connected parties (Note 14)			<b>20,000</b>	-
Other debtors			<b>1,132</b>	486
Taxation			-	11
			<u><b>21,132</b></u>	<u>497</u>
<b>8. Payables</b>			<b>2025</b>	2024
<b>Amounts falling due within one year</b>			<b>€</b>	<b>€</b>
Director's current account (Note 13)			<b>224,189</b>	21,589
Accruals			<b>3,075</b>	3,075
			<u><b>227,264</b></u>	<u>24,664</u>
<b>9. Taxation</b>			<b>2025</b>	2024
			€	€
<b>Debtors:</b>				
Corporation tax			-	11
			<u>-</u>	<u>11</u>
<b>10. Share capital</b>			<b>2025</b>	2024
			€	€
<b>Description</b>	<b>Number of shares</b>	<b>Value of units</b>		
<b>Authorised</b>				
Ordinary shares	1	€1.00 each	<u><b>1</b></u>	<u>1</u>
<b>Allotted, called up and fully paid</b>				
Ordinary shares	1	€1.00 each	<u><b>1</b></u>	<u>1</u>
<p>On 8 April 2024, the company received 2 Ordinary Issued Shares of €1 in Roccontent Limited, representing a 2% shareholding.</p> <p>On 21 November 2023, Ryan O'Loughlin transferred his 1 Ordinary Issued Share of €1 in Rhinoceros Investments 18 Limited to Noceros Asset-Holdings Limited.</p> <p>The company also owns 100 Ordinary Issued Shares of €1 in Complai E-Learning Limited, representing a 10% shareholding.</p> <p>The director's and the secretary's interests in the shares of the company are as follows:-</p>				
			<b>Number Held</b>	
<b>Name</b>	<b>Class of Shares</b>		<b>At</b>	01/10/24
			<b>30/09/25</b>	
Ryan O'Loughlin	Ordinary shares		<u><b>1</b></u>	<u>1</u>
<b>11. Income Statement</b>			<b>2025</b>	2024
			€	€
At 1 October 2024			<b>(3,121)</b>	-
Loss for the financial year			<b>(1,034)</b>	(3,121)
			<u><b>(4,155)</b></u>	<u>(3,121)</u>

## Noceros Asset-Holdings Limited

# NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

for the financial year ended 30 September 2025

### 12. Capital commitments

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

### 13. Director's transactions

The following amounts are repayable to the director:

	2025	2024
	€	€
Ryan O'Loughlin	<u>224,189</u>	<u>21,589</u>

### 14. Related party transactions

The company has availed of the exemption under FRS 102 Section 1A in relation to the disclosure of transactions with group undertakings.

The company had transactions with other connected parties. The following amounts are receivable at the financial year end:

	Balance 2025 €	Movement in year €	Balance 2024 €	Maximum in year €
Zambr3ro Drogheda Limited	<u>20,000</u>	<u>20,000</u>	<u>-</u>	<u>-</u>

### 15. Approval of financial statements

The financial statements were approved and authorised for issue by the board on 13 January 2026.