

Shem Drowne Limited

Abridged financial statements

Year ended 31 March 2025

Registered number: 481148

Shem Drowne Limited

Abridged financial statements

| Contents | Page |
|--|------|
| Directors and other information | 1 |
| Independent auditor's special report to the directors of Shem Drowne Limited pursuant to Section 356 of the Companies Act 2014 | 2 |
| Balance sheet | 6 |
| Statement of changes in equity | 7 |
| Notes to the abridged financial statements | 8 |

Shem Drowne Limited

Directors and other information

| | |
|--------------------------|--|
| Directors | David Gleeson Conor Spain |
| Secretary | Conor Spain |
| Registered office | Rosegreen Cashel Co. Tipperary |
| Auditor | KPMG Chartered Accountants 1 Stokes Place St. Stephen's Green Dublin 2 D02 DE03 |
| Bankers | AIB Patrick Street Cork |
| Solicitors | Ronan Daly Jermyn 12 South Mall Cork Arthur Cox 10 Earlsfort Terrace Dublin 2 |
| Registered number | 481148 |



KPMG

Audit
1 Stokes Place
St. Stephen's Green
Dublin 2
D02 DE03
Ireland

Independent auditor's special report to the directors of Shem Drowne Limited pursuant to Section 356 of the Companies Act 2014

We have examined the abridged financial statements for the year ended 31 March 2025 on pages 6 to 15.

Our opinion is unmodified

In our opinion the directors are entitled under Section 352 of the Companies Act 2014 to annex to the annual return of the Company abridged financial statements and those abridged financial statements have been properly prepared pursuant to the provisions of Section 353 of that Act (exemptions available to entities qualifying for the small companies regime and the micro companies regime).

Other information required by the Companies Act 2014

The abridged financial statements have been prepared from the financial statements in respect of which our audit report, as detailed below, was modified.

On XX February 2026 we reported, as auditor of Shem Drowne Limited, to the members on the Company's financial statements for the year ended 31 March 2025 and our report was as follows:

"Report on the audit of the financial statements

Opinion

We have audited the financial statements of Shem Drowne Limited ("the Company") for the year ended 31 March 2025, set out on pages 8 to 18, which comprise the statement of profit and loss and other comprehensive income, the balance sheet, the statement of changes in equity and related notes, including the summary of accounting policies set out in note 1.

The financial reporting framework that has been applied in their preparation is Irish Law and FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* issued in the United Kingdom by the Financial Reporting Council.

In our opinion:

- the financial statements give a true and fair view of the assets, liabilities and financial position of the Company as at 31 March 2025 and of its loss for the year then ended;
- the financial statements have been properly prepared in accordance with FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- the 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 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.



Independent auditor's special report to the directors of Shem Drowne Limited pursuant to Section 356 of the Companies Act 2014 *(continued)*

Report on the audit of the financial statements *(continued)*

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 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.

Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the directors' report. The financial statements and our auditor's report thereon do not comprise part of the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Based solely on our work on the other information undertaken during the course of the audit, we report that:

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements; and
- in our opinion, those parts of the directors' report specified for our review, which does not include sustainability reporting when required by Part 28 of the Companies Act 2014, have been prepared in accordance with the Companies Act 2014.

Our opinions on other matters prescribed by the Companies Act 2014 are unmodified

We have obtained all the information and explanations which we consider 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 are in agreement with the accounting records.

Matters on which we are required to report by exception

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by Sections 305 to 312 of the Act are not made. We have nothing to report in this regard.



Independent auditor's special report to the directors of Shem Drowne Limited pursuant to Section 356 of the Companies Act 2014 *(continued)*

Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 4, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; 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; assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using 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.

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 fuller description of our responsibilities is provided on IAASA's website at <https://iaasa.ie/publications/description-of-the-auditors-responsibilities-for-the-audit-of-the-financial-statements/>.

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."

Basis of opinion, responsibilities and restrictions on use

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the Company is entitled to annex abridged financial statements to the annual return of the Company and that the abridged financial statements are properly prepared. The scope of our work for the purpose of this report does not include examining or dealing with events after the date of our report on the full financial statements.

It is the directors' responsibility to prepare abridged financial statements which comply with the Companies Act 2014. It is our responsibility to form an independent opinion that the directors are entitled under Section 352 of the Companies Act 2014 to annex abridged financial statements to the annual return of the Company and that those abridged financial statements have been properly prepared pursuant to Section 353 of that Act and to report our opinion to you.



Independent auditor's special report to the directors of Shem Drowne Limited
pursuant to Section 356 of the Companies Act 2014 *(continued)*

Basis of opinion, responsibilities and restrictions on use *(continued)*

This report is made solely to the Company's directors as a body, in accordance with Section 356 of the Companies Act 2014. Our work has been undertaken so that we might state to the Company's directors those matters we are required to state to them under Section 356 of the Companies Act 2014 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 directors as a body, for our work, for this report, or for the opinion we have formed.

Stephen J. King
for and on behalf of
KPMG
Chartered Accountants, Statutory Audit Firm
1 Stokes Place
St. Stephen's Green
Dublin 2

20 February 2026

Shem Drowne Limited

Balance sheet as at 31 March 2025

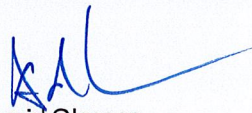
| | Note | 2025 € | 2024 € |
|---|------|---------------------|---------------------|
| Fixed assets | | | |
| Tangible assets | 7 | 19,827,733 | 18,715,130 |
| Current assets | | | |
| Stock | 8 | 238,194 | 193,490 |
| Debtors | 9 | 847,369 | 962,370 |
| Cash at bank and in hand | 10 | 46,202 | 30,745 |
| | | <u>1,131,765</u> | <u>1,186,605</u> |
| Creditors: amounts falling due within one year | 11 | <u>(23,574,413)</u> | <u>(22,231,344)</u> |
| Net current liabilities | | <u>(22,442,648)</u> | <u>(21,044,739)</u> |
| Net liabilities | | <u>(2,614,915)</u> | <u>(2,329,609)</u> |
| Capital and reserves | | | |
| Called up share capital | 12 | 12 | 12 |
| Share premium | | 213,470 | 213,470 |
| Profit and loss account | | (2,828,397) | (2,543,091) |
| Shareholder's deficit | | <u>(2,614,915)</u> | <u>(2,329,609)</u> |

The accompanying notes form an integral part of this balance sheet.

We, as directors of Shem Drowne Limited, state that:

The Company has relied on the specified exemption 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 confirm that the abridged financial statements have been properly prepared in accordance with Section 353 of the Companies Act 2014.

On behalf of the board


David Gleeson
Director


Conor Spain
Director

20 February 2026

Shem Drowne Limited

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

| | Called up share capital € | Share premium € | Profit and loss account € | Total equity € |
|--|---------------------------------|-----------------------|---------------------------------|----------------------|
| Balance at 1 April 2023 | 12 | 213,470 | (2,209,129) | (1,995,647) |
| Loss for the year | - | - | (333,962) | (333,962) |
| Other comprehensive income | - | - | - | - |
| Total comprehensive loss for the year | - | - | (333,962) | (333,962) |
| Balance at 31 March 2024 | 12 | 213,470 | (2,543,091) | (2,329,609) |
| Balance at 1 April 2024 | 12 | 213,470 | (2,543,091) | (2,329,609) |
| Loss for the year | - | - | (285,306) | (285,306) |
| Other comprehensive income | - | - | - | - |
| Total comprehensive loss for the year | - | - | (285,306) | (285,306) |
| Balance at 31 March 2025 | 12 | 213,470 | (2,828,397) | (2,614,915) |

The accompanying notes form an integral part of the financial statements.

Shem Drowne Limited

Notes

to the abridged financial statements

1 Accounting policies

Shem Drowne Limited ("the Company") is a private company limited by shares and incorporated, domiciled and registered in Ireland. The registered number of the Company is 481148 and the address of its registered office is Rosegreen, Cashel, Co. Tipperary.

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* ("FRS 102"). There have been no material departures from the standards. The presentation currency of these financial statements is Euro.

The Company has availed of the exemption contained FRS 102.1.12(b) and as a result have elected not to prepare a cash flow statement.

The financial statements are prepared on the historical cost basis.

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

Accounting estimates and judgements

The preparation of financial statements in conformity with FRS 102 requires the use of certain key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date. It also requires the directors to exercise its judgement in the process of applying the Company's accounting policies. There were no areas involving a higher degree of judgement or areas where assumptions and estimates have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Going concern

The Company is engaged in farming related activities and forestry.

The Company is in a net current liability position of €22,442,648 (2024: €21,044,739) and a net liability position of €2,614,915 (2024: €2,329,609). The Company is dependent on the continued financial support of the controlling shareholder who has confirmed that he will continue to provide financial support to the Company and they will not seek repayment of loans advanced to the Company for a year of at least twelve months from the date of approval of the financial statements. Accordingly, the directors consider it appropriate to prepare the financial statements on a going concern basis.

Classification of financial instruments issued by the Company

In accordance with FRS 102.22, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- (b) where the instrument will or may be settled in the entity's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the entity's own equity instruments or is a derivative that will be settled by the entity exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

Shem Drowne Limited

Notes *(continued)*

1 Accounting policies *(continued)*

Classification of financial instruments issued by the Company *(continued)*

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the entity's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares

Basic financial instruments

Trade and other debtors/creditors

Trade and other debtors are recognised initially at transaction price plus attributable transaction costs. Trade and other creditors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances only.

Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Where parts of an item of tangible fixed assets have different useful lives, they are accounted for as separate items of tangible fixed assets, for example land is treated separately from buildings.

Depreciation is charged to the profit and loss account on a straight-line basis over the estimated useful lives of each part of an item of tangible fixed assets. Land is not depreciated. The estimated useful lives are as follows:

- | | |
|--------------------------|-------------------|
| • Buildings | 4% straight line |
| • Plant and machinery | 10% straight line |
| • Leasehold improvements | 10% straight line |
| • Fixtures and fittings | 20% straight line |

Intangible assets

Intangible assets relate to basic payment entitlements and are stated at cost less accumulated amortisation and less accumulated impairment losses. Amortisation is charged to the profit and loss account on a straight line basis over the estimated life of intangible assets. Intangible assets are amortised from the date they are available for use. The estimated useful lives are as follows:

- | | |
|------------------------------|---------|
| • Basic payment entitlements | 3 years |
|------------------------------|---------|

Turnover

Turnover primarily comprises income from farming activities and receipts from an afforestation grant.

Stock

Tillage stock is stated at the lower of cost and net realisable value at the balance sheet date. The costs represent the cost of planted crops in the ground.

Shem Drowne Limited

Notes (continued)

1 Accounting policies (continued)

Taxation

Corporation tax is provided on taxable profits at the current rate.

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected 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.

2 Ownership and operations

The Company's principal activity is to engage in farming related activities and forestry on lands held by the Company.

The Company is incorporated in the Republic of Ireland and is ultimately controlled by the Controlling Shareholder.

| 3 Turnover | 2025 € | 2024 € |
|---|------------------|------------------|
| Sale of tillage, farming and related income | <u>1,301,215</u> | <u>1,182,785</u> |

All turnover is generated in the Republic of Ireland.

| 4 Statutory and other information | 2025 € | 2024 € |
|-----------------------------------|----------------|----------------|
| Depreciation | <u>496,395</u> | <u>504,671</u> |
| Auditor's remuneration | <u>4,471</u> | <u>3,690</u> |

The directors did not receive any remuneration for their services during the year (2024: €Nil).

Shem Drowne Limited

Notes *(continued)*

5 Related party transactions

During the current year the Company entered into related party transactions with entities which are ultimately controlled by family members of the controlling shareholder as follows:

| | 2025 € | 2024 € |
|---|-----------------------------|-----------------------------|
| Receipt of agricultural produce income | 211,645 | 217,565 |
| Receipt of wintering income | 416,238 | 261,822 |
| Agricultural produce/contracting services costs | (398,023) | (416,186) |
| | <u> </u> | <u> </u> |

As at year end included within debtors and creditors were the following related party balances:

| | 2025 € | 2024 € |
|--|-----------------------------|-----------------------------|
| Amounts due to related parties (a) | (3,549,990) | (3,549,990) |
| Amounts due from related parties (a) | 368,186 | 326,016 |
| Amount due to ultimate controlling Shareholder (b) | (13,694,383) | (12,513,853) |
| Amount due to shareholders (c) | (5,947,935) | (5,947,935) |
| | <u> </u> | <u> </u> |

(a) The amounts due to/from related parties are interest free, unsecured and repayable on demand.

(b) Amounts due to the ultimate controlling shareholder are interest free, unsecured and repayable on demand.

(c) Amounts due to the shareholder's are interest free, unsecured and repayable on demand.

6 Tax on loss on ordinary activities

| | 2025 € | 2024 € |
|--|-----------------------------|-----------------------------|
| (a) Analysis of charge/(credit) in year | | |
| The tax charge/(credit) comprises | | |
| Current tax | - | - |
| Deferred tax | - | - |
| | <u> </u> | <u> </u> |
| Tax on profits on ordinary activities | <u> </u> | <u> </u> |

Shem Drowne Limited

Notes (continued)

6 Tax on loss on ordinary activities (continued)

(b) Reconciliation

The difference between the total tax shown above and the amount calculated by applying the standard rate of Irish corporation tax to the profit before tax is as follows:

| | 2025 € | 2024 € |
|---|------------------|-----------|
| Profit/(loss) on ordinary activities before taxation | (285,306) | (333,962) |
| Loss on ordinary activities multiplied by the standard rate of corporation tax of 12.5% (2024: 12.5%) | (35,663) | (41,745) |
| <i>Effects of:</i> | | |
| Depreciation in excess of capital allowances | (104,684) | (77,391) |
| Expenses not deductible for tax purposes | 58 | 10,000 |
| Losses carried forward to subsequent years | 140,289 | 109,676 |
| Total current tax | - | - |

(c) Deferred tax

A deferred tax asset relating to tax losses carried forward has not been recognised in accordance with the Company's accounting policy.

Shem Drowne Limited

Notes (continued)

| 7 Tangible fixed assets | Land € | Plant and machinery € | Leasehold improvements € | Fixtures and fittings € | Buildings € | Total € |
|-------------------------|-------------------|-----------------------------|--------------------------------|-------------------------------|--------------------|--------------------|
| Cost | | | | | | |
| At 1 April 2024 | 11,754,679 | 266,948 | 855,494 | 6,758 | 7,869,041 | 20,752,920 |
| Additions | - | 824 | 190,526 | 933 | 1,416,715 | 1,608,998 |
| At 31 March 2025 | 11,754,679 | 267,772 | 1,046,020 | 7,691 | 9,285,756 | 22,361,918 |
| Depreciation | | | | | | |
| At 1 April 2024 | - | (100,673) | (458,663) | (1,352) | (1,477,102) | (2,037,790) |
| Charge for the year | - | (21,924) | (101,526) | (1,538) | (371,407) | (496,395) |
| At 31 March 2025 | - | (122,597) | (560,189) | (2,890) | (1,848,509) | (2,534,185) |
| Net book value | | | | | | |
| At 31 March 2025 | 11,754,679 | 145,175 | 485,831 | 4,801 | 7,437,247 | 19,827,733 |
| At 31 March 2024 | 11,754,679 | 166,274 | 396,831 | 5,407 | 6,391,939 | 18,715,130 |

Shem Drowne Limited

Notes (continued)

| 8 Stock | 2025 | 2024 |
|----------------|-----------------------------|-----------------------------|
| | € | € |
| Tillage | 238,194 | 193,490 |
| | <u> </u> | <u> </u> |

In the opinion of the directors, the carrying value of stock is not less than cost or the net realisable value at the balance sheet date.

| 9 Debtors | 2025 | 2024 |
|--------------------------------------|-----------------------------|-----------------------------|
| | € | € |
| Amounts due from related parties (a) | 368,186 | 326,016 |
| Other debtors | 211,135 | 20,066 |
| Prepayments | 268,048 | 616,288 |
| | <u> </u> | <u> </u> |
| | 847,369 | 962,370 |
| | <u> </u> | <u> </u> |

(a) The amounts due from related parties are trade related, unsecured, interest free and repayable on demand.

| 10 Cash and cash equivalents | 2025 | 2024 |
|-------------------------------------|-----------------------------|-----------------------------|
| | € | € |
| Cash at bank and in hand | 46,202 | 30,745 |
| | <u> </u> | <u> </u> |

| 11 Creditors: amounts falling due within one year | 2025 | 2024 |
|--|-----------------------------|-----------------------------|
| | € | € |
| Trade creditors | 121,534 | 28,201 |
| Accruals | 260,571 | 191,365 |
| Amount due to related parties (a) | 3,549,990 | 3,549,990 |
| Amount due to ultimate Controlling Shareholder (b) | 13,694,383 | 12,513,853 |
| Amount due to shareholders (c) | 5,947,935 | 5,947,935 |
| | <u> </u> | <u> </u> |
| | 23,574,413 | 22,231,344 |
| | <u> </u> | <u> </u> |

(a) Amounts due to related parties are unsecured, interest free and repayable on demand.

(b) Amounts due to the ultimate controlling shareholder are unsecured, interest free and repayable on demand.

(c) Amounts due to the shareholders are interest free, unsecured and repayable on demand.

Shem Drowne Limited

Notes (continued)

| | | |
|---|----------------|-------------|
| 12 Share capital | 2025 | 2024 |
| | € | € |
| Authorised | | |
| 100,000 ordinary shares of €1 each | 100,000 | 100,000 |
| | <hr/> | <hr/> |
| Allotted, called up and fully paid | | |
| 12 ordinary shares of €1 each | 12 | 12 |
| | <hr/> | <hr/> |

13 Staff costs

The average number of persons employed by the Company during the year was 1 (2024: 1).

| | | |
|-------------------------------|---------------|-------------|
| Their remuneration comprised: | 2025 | 2024 |
| | € | € |
| Wages and salaries | 63,114 | 58,645 |
| | <hr/> | <hr/> |

14 Changes in net debt

The changes in net debt arising during the year ended 31 March 2025 were as follows:

| | Net cash and cash equivalents | Borrowings | Total |
|-------------------------|--|---------------------|---------------------|
| | € | € | € |
| At 1 April 2024 | 30,745 | (22,011,778) | (21,981,033) |
| Cashflows | 15,457 | (1,180,530) | (1,165,073) |
| | <hr/> | <hr/> | <hr/> |
| At 31 March 2025 | 46,202 | (23,192,308) | (23,146,106) |
| | <hr/> | <hr/> | <hr/> |

15 Post balance sheet events

There were no significant post balance sheet events affecting the operations of the Company. It is the intention of the directors to continue to develop the existing activities of the Company.

16 Approval of financial statements

The board of directors approved these financial statements on 20 February 2026.