

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

**REPORTS AND FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED
31 MARCH 2025**

**NORTHSTAR HEALTHCARE UNLIMITED COMPANY
REPORTS AND FINANCIAL STATEMENTS**

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NORTHSTAR HEALTHCARE UNLIMITED COMPANY REPORTS AND FINANCIAL STATEMENTS

DIRECTORS AND OTHER INFORMATION

DIRECTORS

Anna Francis
Annette Barry (Resigned 01/10/2025)
Brian Padden
Scott Anthony Shuman – United States (Resigned 01/10/2025)
Ian Martin Howard
Collette Rohan (Appointed 05/04/2024) (Resigned 01/10/2025)
Jimmy Morrissey (Appointed 10/06/2024) (Resigned 14/06/2024)
Perry Lee Phillips – United States (Resigned 05/04/2024)
Paul A. Smith – United States (Appointed 01/10/2025)
Thomas David Blanford – United States (Appointed 01/10/2025)
Joanne O’Flaherty (Appointed 01/10/2025)

SECRETARY

Matsack Trust Limited

REGISTERED OFFICE

70 Sir John Rogerson’s Quay
Dublin 2
D02 R296
Ireland

REGISTERED NUMBER

372645

BANKERS

HSBC Bank Plc
1 Grand Canal Square
Grand Canal Harbour
Dublin 2, D02 P820

Bank Mendes Gans N.V.
619 Herengracht
Amsterdam,
The Netherlands

SOLICITORS

Matheson LLP
70 Sir John Rogerson’s Quay
Dublin 2
D02 R296
Ireland

AUDITOR

Deloitte Ireland LLP
Chartered Accountants and Statutory Audit Firm
No. 6 Lapp’s Quay
Cork
Ireland

NORTHSTAR HEALTHCARE UNLIMITED COMPANY REPORTS AND FINANCIAL STATEMENTS

DIRECTORS AND OTHER INFORMATION

The directors present their report and the audited financial statements for Northstar Healthcare Unlimited Company (the “Company”) for the financial year ended 31 March 2025.

BUSINESS REVIEW AND PRINCIPAL ACTIVITY

The Company produces and distributes generic pharmaceutical products, and acquires, develops, enhances, maintains, and protects the intellectual property. The Company has entered into contract manufacturing agreements with selected manufacturing companies pursuant to which these companies manufacture products, on behalf of the Company.

In the opinion of the directors, the Company’s state of affairs is satisfactory.

RESULTS AND DIVIDENDS

As shown in the Company’s profit and loss account on page 10, the Company’s turnover was \$729m (2024: \$743m). The after-tax profit was \$8m (2024: \$7m). The balance sheet reported on page 11 of the financial statements shows the Company’s financial position at the financial year end. Shareholders’ funds at 31 March 2025 were \$2b (2024: \$59m).

During the year, the board declared and approved dividends of \$nil (2024: \$nil).

PRINCIPAL RISKS AND UNCERTAINTIES

Under Irish company law, the Company is required to give a description of the principal risks and uncertainties which it faces. These principal risks are as follows:

The key risks and uncertainties of the business are linked to the rules and regulations for the manufacturing and the distribution of pharmaceutical products; product liability; exposure price changes and litigation.

The Company is exposed to minimal translation and transaction foreign exchange risk. The Company regularly reviews its exposure to translation risk and where appropriate minimises this risk.

ENVIRONMENT

The Company is satisfied that all selected contractors currently comply with all local regulations and requirements and will continue to use best practice in the manufacture of pharmaceuticals on the Company’s behalf to minimise direct environmental impact.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY REPORTS AND FINANCIAL STATEMENTS

DIRECTORS AND OTHER INFORMATION

DIRECTORS AND SECRETARY

The directors and secretary who served at any time during the financial year except as noted were as follows:

Anna Francis
Annette Barry
Brian Padden
Scott Anthony Shuman
Ian Martin Howard
Collette Rohan (Appointed 05/04/2024)
Jimmy Morrissey (Appointed 10/06/2024) (Resigned 14/06/2024)
Perry Lee Phillips (Resigned 05/04/2024)
Matsack Trust Limited - Secretary

DIRECTORS' AND SECRETARY'S INTEREST IN SHARES AND DEBENTURES

The directors and secretary had no disclosable interests in shares and debentures of the Company or other group undertakings at the beginning and at the end of the financial year within the meaning of the Companies Act 2014.

EMPLOYEES

The Company places considerable emphasis and value on the involvement of its employees, keeping them informed on matters affecting them as employees and on various factors affecting the performance of the Company. McKesson Corporation's ICARE Shared Principles of Integrity, Inclusion, Customer-First, Accountability, Respect and Excellence are embraced by the Company. The Company has set out in its vision statement that it strives to become best place to work in healthcare, retaining and attracting the best talent by providing rewarding, dynamic careers. The annual employee engagement survey is used to formally capture employee views, is a key tool for understanding employee interests and concerns and informs management actions for the following year.

ACCOUNTING RECORDS

The measures that the directors have taken to secure compliance with the requirements of Sections 281 to 285 of the Companies Act 2014 with regard to keeping of accounting records, are the employment of appropriately qualified accounting personnel and the maintenance of computerised accounting systems. The Company's accounting records are maintained at the Company's business address at Building 3300, Cork Airport Business Park, Cork.

DISCLOSURE OF INFORMATION TO AUDITORS

So far as each of the directors in office at the date of approval of the financial statements is aware:

- (1) There is no relevant audit information of which the Company's auditors are unaware; and
- (2) The Directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

EVENTS AFTER THE BALANCE SHEET DATE

Details of significant events since the balance sheet date are contained in note 19 to the financial statements.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY REPORTS AND FINANCIAL STATEMENTS

DIRECTORS AND OTHER INFORMATION

GOING CONCERN

The Company has adequate financial resources available to it and as a consequence, the directors believe that the Company is well placed to manage its risks successfully. After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of at least 12 months from the date of this report. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.


AUDIT COMMITTEE


The Company has decided not to establish an audit committee pursuant to Section 167 of the Companies Act 2014. The functions which would be undertaken by an audit committee established by the Company are fulfilled by McKesson Corporation's audit committee which carries on the financial oversight functions for the group as a whole

AUDITOR

The auditor, Deloitte Ireland LLP, Chartered Accountants and Statutory Audit Firm, continues in office in accordance with Section 383(2) of the Companies Act 2014.

Approved by the Board of Directors on December 2nd, 2025, and signed on behalf of the Board.

DocuSigned by:

D2A4B36DCE884F7...
Ian Martin Howard
Director

Signed by:

8E46F19C1C8648C...
Anna Francis
Director

NORTHSTAR HEALTHCARE UNLIMITED COMPANY REPORTS AND FINANCIAL STATEMENTS

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the directors' report and the financial statements in accordance with the Companies Act 2014.

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 FRS 102 the Financial Reporting Standard applicable in the UK and Republic of Ireland issued by the Financial Reporting Council ("relevant financial reporting framework"). 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 and of the profit or loss of the Company for the financial year and otherwise comply with the Companies Act 2014.

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

- select suitable accounting policies for the Company Financial Statements and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with the 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, 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. 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORTHSTAR HEALTHCARE UNLIMITED COMPANY

Report on the audit of the financial statements

Opinion on the financial statements of NORTHSTAR HEALTHCARE UNLIMITED COMPANY ("the company")

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 the profit for the financial year then ended; and
- have been properly prepared in accordance with the relevant financial reporting framework and, in particular, with the requirements of the Companies Act 2014.

The financial statements we have audited comprise:

- the Profit and Loss Account;
- the Balance Sheet;
- the Statement of Changes in Equity; and
- the related notes 1 to 21, including a summary of significant accounting policies as set out in note 1.

The relevant 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 relevant financial reporting framework").

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 described below 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 the ethical requirements that are relevant to our audit of the financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority, 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.

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 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 other information comprises the information included in the Reports and Financial Statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the Reports and Financial Statements. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORTHSTAR HEALTHCARE UNLIMITED COMPANY

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view and otherwise comply with the Companies Act 2014, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for 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 the directors 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 further description of our responsibilities for the audit of the financial statements is located on IAASA's website at: <https://iaasa.ie/publications/description-of-the-auditors-responsibilities-for-the-audit-of-the-financial-statements>. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

Opinion on other matters prescribed by the Companies Act 2014

Based solely on the work undertaken in the course of the audit, we report that:

- 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.
- The financial statements are in agreement with the accounting records.
- In our opinion the information given in the directors' report is consistent with the financial statements.
- 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.

Matters on which we are required to report by exception

Based on the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the provisions in the Companies Act 2014 which require us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions specified by law are not made.

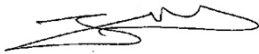
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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORTHSTAR HEALTHCARE UNLIMITED COMPANY

Use of our report

This 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.



John Kelly
For and on behalf of Deloitte Ireland LLP
Chartered Accountants and Statutory Audit Firm
No. 6 Lapp's Quay, Cork

04 December 2025

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

PROFIT AND LOSS ACCOUNT FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

| | Notes | 2025 \$'000 | 2024 \$'000 |
|--------------------------------------|----------|----------------|----------------|
| TURNOVER | 3 | 729,039 | 742,643 |
| Cost of Sales | | (708,102) | (728,640) |
| GROSS PROFIT | | 20,937 | 14,003 |
| Administrative expenses | | (9,993) | (9,983) |
| Amortisation expense | | (5,721) | - |
| OPERATING PROFIT | | 5,223 | 4,020 |
| Finance income (net) | 4 | 4,842 | 4,249 |
| PROFIT BEFORE TAXATION | 6 | 10,065 | 8,269 |
| Tax expense | 7 | (2,123) | (1,609) |
| PROFIT FOR THE FINANCIAL YEAR | | 7,942 | 6,660 |

The total comprehensive income attributable to the equity shareholders of the Company equates to the profit as reflected in the Profit and Loss account.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

BALANCE SHEET


AS AT 31 MARCH 2025


(Expressed in thousands of US dollars)

| | Notes | 2025 \$'000 | 2024 (restated) \$'000 |
|---|-------|------------------|------------------------------|
| FIXED ASSETS | | | |
| Intangible Assets | 8 | 2,844,279 | - |
| Tangible Assets | 9 | 24 | 45 |
| | | <u>2,844,303</u> | <u>45</u> |
| CURRENT ASSETS | | | |
| Inventory | 11 | 20,515 | 27,769 |
| Debtors | 10 | 110,934 | 96,484 |
| Cash at bank and in hand | | 379,972 | 342,064 |
| | | <u>511,421</u> | <u>466,317</u> |
| CREDITORS: amounts falling due within one year | 12 | <u>(411,507)</u> | <u>(390,767)</u> |
| NET CURRENT ASSETS | | <u>99,914</u> | <u>75,550</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | 2,944,217 | 75,595 |
| CREDITORS: amounts due falling after one year | 13 | (800,000) | - |
| PROVISIONS FOR LIABILITIES | 14 | <u>(27,026)</u> | <u>(16,346)</u> |
| NET ASSETS | | <u>2,117,191</u> | <u>59,249</u> |
| CAPITAL AND RESERVES | | | |
| Called-Up Share Capital | 16 | - | - |
| Share Premium | 16 | 2,050,000 | - |
| Profit and Loss Account | 16 | 67,191 | 59,249 |
| TOTAL SHAREHOLDERS' FUNDS | | <u>2,117,191</u> | <u>59,249</u> |

Details of the restated comparatives for the year ended 31 March 2025 are set out in note 21.

The financial statements were approved by the Board of Directors on December 2nd, 2025. They were signed on its behalf by:

DocuSigned by:

D2A4B56DCE884F7...
 Ian Martin Howard
 Director

Signed by:

8E46E19C1C8648C...
 Anna Francis
 Director

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

STATEMENT OF CHANGES IN EQUITY

AS AT 31 MARCH 2025

(Expressed in thousands of US dollars)

| | Notes | Called-Up Share Capital \$'000 | Share Premium \$'000 | Profit and Loss Account \$'000 | Total \$'000 |
|-------------------------------|-----------|--------------------------------------|----------------------------|--------------------------------------|------------------|
| At 1 April 2023 | | - | - | 52,589 | 52,589 |
| Profit for the financial year | | - | - | 6,660 | 6,660 |
| At 31 March 2024 | 16 | - | - | 59,249 | 59,249 |
| At 1 April 2024 | | - | - | 59,249 | 59,249 |
| Share Premium | | - | 2,050,000 | - | 2,050,000 |
| Profit for the financial year | | - | - | 7,942 | 7,942 |
| At 31 March 2025 | 16 | - | 2,050,000 | 67,191 | 2,117,191 |

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

1. ACCOUNTING POLICIES

The significant accounting policies adopted by the Company are summarised below. They have been applied consistently throughout the financial year and the preceding financial year.

GENERAL INFORMATION AND BASIS OF ACCOUNTING

Northstar Healthcare Unlimited Company is an unlimited company incorporated in Ireland under the Companies Act 2014. The Company's registered number is 372645 and its registered address is 70, Sir John Rogerson's Quay Dublin 2 DO2 R296. The nature of the Company's operations and its principal activities are set out in the directors' report on pages 3 to 5.

The financial statements have been prepared in accordance with the Companies Act 2014 and under the historical cost convention, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

CONSOLIDATION

The Ultimate Parent Company, McKesson Corporation prepares consolidated financial statements which includes Northstar Healthcare Unlimited Company and its registered address is 6555 State Highway 161, Irving, Texas 75039, USA. The Company have availed of the exemption in Section 300 of the Companies Act 2014 to prepare and deliver consolidated financial statements. The Company also meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in these separate company financial statements in relation to the presentation of a cash flow statement and basic financial instruments. Additionally, The company has availed of an exemption available in Section 33 of FRS 102 Related Party Disclosures and has not disclosed transactions with wholly owned fellow group companies.

GOING CONCERN

The Company has adequate financial resources available to it and as a consequence, the directors believe that the Company is well placed to manage its risks successfully. After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of at least 12 months from the date of this report. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

INTANGIBLE ASSETS

Intangible assets are recorded at cost and amortized on a straight-line basis over their estimated useful economic lives. Separately acquired intellectual property rights, such as registered trademarks and documented procedures, are capitalized at cost and amortized in equally over their estimated useful economic life. Provisions are established for any impairment. Intangible assets acquired as part of a transaction are valued at fair value as of the acquisition date.

On March 21, 2025, the Company acquired intellectual property from McKesson Private Label Limited. The acquired intangible assets include registered trademarks and tradenames, domain names, secret documented procedures, and ANDA approvals.

The total consideration for the acquired IP rights was valued at \$2,850m, which represents the fair value of the assets on the acquisition date. The consideration was satisfied through a promissory note receivable with McKesson US Finance Corporation valued at \$2,050m and the issuance of a new promissory note payable valued at \$800m, as disclosed in Note 10 and 13, respectively.

The assets are being amortized on a straight-line basis over a useful life of 15 years, which is consistent with FRS 102 principles and appropriate given the estimated useful life of the intangible assets.

In determining the value of the acquired assets, management applied the principles of FRS 102, ensuring that the transaction price reflects the fair value of the intellectual property rights.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

1. ACCOUNTING POLICIES (continued)

TANGIBLE ASSETS

Tangible assets are stated at cost and depreciated on a straight-line basis over their estimated useful economic lives. The estimated useful economic lives of the assets are as follows:

| | |
|-----------------------------------|--------------|
| Building & Leasehold Improvements | 7.75 years |
| Furniture & Equipment | 5 years |
| Information Equipment | 3 to 5 years |

CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash in hand and deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown within borrowings in creditors: amounts falling due within one year.

INVENTORY

Inventories are stated at the lower of cost and estimated selling price less costs to complete and sell, which is equivalent to the net realisable value. Cost is defined as the aggregate cost of raw material, direct labour and the attributable proportion of direct production overheads based on a normal level of activity and is defined in the contract manufacturing agreements.

Net realisable value is based on normal selling price, less further costs expected to be incurred to completion and disposal.

FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

1. ACCOUNTING POLICIES (continued)

IMPAIRMENT OF ASSETS

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced to below its carrying amount. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

If at the end of the reporting period, there is objective evidence of impairment (including observable data about loss events), the Company recognises an impairment loss in profit or loss immediately. For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

TAXATION

Current tax is provided at amounts expected to be paid (or recovered) 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 the balance sheet date that result in an obligation to pay more tax or a right to pay less tax in the future.

Deferred tax relating to property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset. Deferred tax liabilities are not discounted.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

REVENUE RECOGNITION

Turnover is recognised on the transfer of risks and rewards of ownership to the customer. The returns provision is based on an expected rate of return for pharmaceutical products. All revenue is recorded at the fair value of consideration received or receivable.

EMPLOYEE BENEFITS

The Company operates a defined contribution pension scheme for certain employees. Contributions to the pension scheme are charged to the profit and loss account as they become payable.

FOREIGN CURRENCY

The financial statements have been prepared using the US Dollar as the functional currency. Transactions during the financial year have been translated at the rate of exchange ruling at the date of the transaction. Assets and liabilities denominated in other currencies are translated at the rate of exchange ruling at the balance sheet date. The resulting profits or losses are dealt with in the profit and loss account.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods, if the revision affects both current and future periods.

KEY SOURCE OF ESTIMATION UNCERTAINTY – SALES RETURN PROVISION

The sales return provision is based on an expected rate of return for pharmaceutical products which is developed based on prevailing market conditions.

VALUATION AND AMORTIZATION OF INTANGIBLE ASSETS

The principal estimates and judgements in these financial statements relate to the determination of the value and useful lives of intangible assets. At acquisition, the intellectual property was valued at \$2,850m based on management's assessment of its expected future economic benefits. This valuation represents a critical accounting estimate, requiring significant judgement in selecting appropriate methodologies and assumptions.

The valuation was derived using generally accepted techniques, including discounted cash flow analysis, which considered projected revenues, market conditions, and the expected useful life of the asset. The asset is amortized over a 15-year period, reflecting the estimated duration over which the intellectual property is expected to contribute to the entity's operations.

3. TURNOVER

The directors, in accordance with Schedule 3, Section 65, paragraph 6 of the Companies Act 2014, believe that it is not in the Company's interest to disclose the particulars of turnover as specified in Schedule 3, Section 65, paragraphs 1 and 2, as it would be prejudicial to the interests of the Company.

4. FINANCE INCOME (NET)

| | 2025 \$'000 | 2024 \$'000 |
|-------------------------------|----------------|----------------|
| Intercompany interest expense | (1,616) | - |
| Bank interest income | 6,458 | 4,249 |
| | 4,842 | 4,249 |

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

**NOTES TO FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025**

(Expressed in thousands of US dollars)

5. WAGES AND SALARIES

| | 2025 | 2024 |
|---|---------------|---------------|
| | \$'000 | \$'000 |
| The Company had a monthly average of 73 employees for the current year (2024: 59) | | |
| Wages and Salaries | 6,159 | 5,942 |
| Social Security costs | 904 | 709 |
| Other retirement benefit costs | 311 | 252 |
| | 7,374 | 6,903 |

Included in operating expenses are the following in respect to the directors:

| | 2025 | 2024 |
|--|---------------|---------------|
| | \$'000 | \$'000 |
| Directors' remuneration | 805 | 312 |
| Aggregate pension contribution paid in respect of directors to a defined contribution scheme | 30 | 1 |

The other amounts required to be disclosed S.305/306 Companies Act 2014 were \$nil for both the current and prior financial year

6. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

| | 2025 | 2024 |
|---|---------------|---------------|
| | \$'000 | \$'000 |
| Profit on ordinary activities before taxation is stated after charging: | | |
| Amortization - intangible assets | 5,721 | - |
| Depreciation - tangible assets | 21 | 46 |
| Auditors remuneration | 2025 | 2024 |
| | \$'000 | \$'000 |
| Audit of individual Company accounts | 36 | 30 |

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

7. TAXATION ON PROFIT ON ORDINARY ACTIVITIES

| | 2025 \$'000 | 2024 \$'000 |
|--|----------------|----------------|
| (a) Analysis of charge | | |
| Current year Corporation tax | 2,136 | 1,569 |
| Under/(over) provision relating to prior years | (13) | 40 |
| | 2,123 | 1,609 |

(b) Reconciliation of the actual tax charge comparing the effective rate to the standard rate of corporation tax:

The tax assessed for the financial year does differ from the standard rate of corporation tax of 12.5% (2024: 12.5%). The differences are explained below:

| | | |
|---|--------|-------|
| Profit on ordinary activities before taxation | 10,065 | 8,269 |
| Tax on profit on ordinary activities at the standard rate 12.5% (2024: 12.5%) | 1,258 | 1,034 |
| Income taxed at a higher rate | 830 | 532 |
| Depreciation in excess of capital allowances | - | (9) |
| Expenses not tax deductible | 4 | (2) |
| Tax (credit/expenses) | 15 | 15 |
| Other differences | 29 | 53 |
| Prior year under/(over) provision | (13) | (14) |
| Tax charge for the current financial year | 2,123 | 1,609 |

Northstar Healthcare Unlimited Company (the "Company") is a member of the McKesson Corporation group and is expected to be within the scope of Part 4A of the Taxes Consolidation Act (TCA) 1997, which transposed the EU Minimum Tax Directive and implemented Pillar Two into Irish law, as of April 1, 2024. The Company has applied the mandatory exception from accounting for deferred tax on the 15% minimum effective rate. The Company has assessed the impact of Pillar Two and it is not expected that a top-up tax will be payable for FY2025 as the Company should qualify for a transitional safe harbor provision.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

8. INTANGIBLE ASSETS

| | Intellectual Property \$'000 | Total \$'000 |
|---------------------------------|---|-------------------------|
| Cost | | |
| At 1 April 2024 | - | - |
| Additions | 2,850,000 | 2,850,000 |
| At 31 March 2025 | <u>2,850,000</u> | <u>2,850,000</u> |
| Accumulated amortisation | | |
| At 1 April 2024 | - | - |
| Amortisation | 5,721 | 5,721 |
| At 31 March 2025 | <u>5,721</u> | <u>5,721</u> |
| Net book value | | |
| At 31 March 2025 | <u>2,844,279</u> | <u>2,844,279</u> |
| At 1 April 2024 | <u>-</u> | <u>-</u> |

On March 21, 2025, the Company acquired intellectual property from McKesson Private Label Limited, a Maltese Company. The acquired intangible assets include registered trademarks and tradenames, domain names, secret documented procedures, and ANDA approvals.

The total consideration for the acquired IP rights was valued at \$2,850m, which represents the fair value of the assets on the acquisition date. The consideration was satisfied through the issuance of a new promissory note valued at \$800m and contribution of a promissory note receivable with McKesson US Finance Corporation valued at \$2,050m, as disclosed in Note 13. The assets are being amortized on a straight-line basis over a useful life of 15 years, which is consistent with FRS 102 principles and appropriate given the estimated useful life of the intangible assets.

In determining the value of the acquired assets, management applied the principles of FRS 102, ensuring that the transaction price reflects the fair value of the intellectual property rights.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

9. TANGIBLE ASSETS

| | Building & Leasehold Improvements \$'000 | Furniture & Equipment \$'000 | Information Equipment \$'000 | Total \$'000 |
|---------------------------------|---|---|---|-------------------------|
| Cost | | | | |
| At 1 April 2024 | 167 | 360 | 73 | 600 |
| Additions | - | - | - | - |
| At 31 March 2025 | 167 | 360 | 73 | 600 |
| Accumulated depreciation | | | | |
| At 1 April 2024 | 122 | 360 | 73 | 555 |
| Expense for the financial year | 21 | - | - | 21 |
| At 31 March 2025 | 143 | 360 | 73 | 576 |
| Net book value | | | | |
| At 31 March 2025 | 24 | - | - | 24 |
| At 1 April 2024 | 45 | - | - | 45 |

10. DEBTORS

| | 2025 \$'000 | 2024 (restated) \$'000 |
|---|------------------------|---------------------------------------|
| Amounts due from group undertakings within one year (a) | 92,950 | 86,355 |
| Other receivables | 17,559 | 10,059 |
| Corporate tax receivable | 240 | - |
| Prepays and employee-related receivables | 141 | 19 |
| VAT reclaimable | 44 | 51 |
| Total Debtors due within one year | 110,934 | 96,484 |

(a) Amounts owed by group companies are repayable on demand and are not interest bearing.

11. INVENTORY

| | 2025 \$'000 | 2024 \$'000 |
|----------------|------------------------|------------------------|
| Raw materials | 461 | 482 |
| Finished goods | 20,054 | 27,287 |
| | 20,515 | 27,769 |

In the opinion of the directors, the replacement cost of inventory does not differ significantly from its balance sheet value.

US \$0.73m (2024: US\$0.97m) of the inventory has been funded in advance by the Company at the end of the year.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

**NOTES TO FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025**

(Expressed in thousands of US dollars)

12. CREDITORS – Amounts falling due within one year

| | 2025 | 2024 |
|------------------------------------|----------------|-------------------|
| | \$'000 | (restated) |
| | | \$'000 |
| Amounts owed to group undertakings | 35,174 | 52,704 |
| Trade payables | 74,747 | 85,625 |
| Corporation tax payable | - | 148 |
| Deferred Income | 300,000 | 250,000 |
| Accruals | 1,295 | 2,041 |
| Deferred tax payable | 232 | 203 |
| PAYE/PRSI | 59 | 46 |
| | <u>411,507</u> | <u>390,767</u> |

Amounts due to group companies are payable on demand and are not interest bearing.

13. CREDITORS: AMOUNTS FALLING DUE AFTER ONE YEAR

| | 2025 | 2024 |
|--|----------------|---------------|
| | \$'000 | \$'000 |
| Amounts owed to group undertakings (a) | 800,000 | - |
| | <u>800,000</u> | <u>-</u> |

On March 21, 2025, the Company completed a strategic acquisition of intellectual property from McKesson Private Label Limited, as disclosed in Note 8. A promissory note payable with McKesson Private Label Limited, valued at \$800m, was issued as part of the consideration for acquiring intellectual property. This note has an interest rate of 6.61% and is payable semi-annually, with the maturity date of March 21, 2035.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

14. PROVISIONS FOR LIABILITIES

| | 2025 \$'000 | 2024 \$'000 |
|--|----------------|----------------|
| (a) Sales Returns Provision (Non-McKesson) | | |
| Sale returns provision at 1 April | 16,346 | 12,117 |
| Charged to the profit and loss account | 5,234 | 14,842 |
| Utilisation of provision | (6,593) | (10,613) |
| | <u>14,987</u> | <u>16,346</u> |
| (b) Sales Returns Provision (McKesson) | | |
| Returns provision at 1 April | - | - |
| Reanalysis of balances | 4,918 | - |
| Charged to the profit and loss account | 11,547 | - |
| Utilisation of provision | (4,426) | - |
| | <u>12,039</u> | <u>-</u> |
| | <u>27,026</u> | <u>16,346</u> |

15. FINANCIAL INSTRUMENTS

| | 2025 \$ '000 | 2024 \$ '000 |
|---|-----------------|-----------------|
| Financial assets | | |
| <i>Measured at undiscounted amount receivable</i> | | |
| · Amount due from group undertakings (see note 10) | 92,951 | 86,354 |
| · Other receivables (see note 10) | 17,558 | 10,059 |
| | <u>110,509</u> | <u>96,414</u> |
| Financial liabilities | | |
| <i>Measured at undiscounted amount payable</i> | | |
| · Amount owed to group undertakings within one year (note 12) | 35,174 | 52,704 |
| · Trade and other payables (see note 12) | 74,747 | 85,625 |
| | <u>109,920</u> | <u>138,329</u> |

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

16. CALLED UP SHARE CAPITAL AND RESERVES

| | 2025 EUR€ | 2024 EUR€ |
|--|--------------|--------------|
| Authorised share capital - presented as equity: (10,000 ordinary shares of €0.01 each) | 100 | 100 |
| Allotted, Called-Up and Fully Paid: (101 ordinary shares of €0.01 each; as of 2024, only 100 shares were issued) | 1 | 1 |

The profit and loss reserve represents cumulative profits or losses less dividends paid. The capital contributions represent assets received from its shareholders. The share premium reserve contains the premium arising on the issue of equity shares, net of issue expenses.

On March 21, 2025, the Company issued and allotted one additional ordinary share of €0.01 to its parent, McKesson International Opco3A Limited, in exchange for a contribution of a promissory note receivable of \$2,050m, as disclosed in Note 10. This resulted in an increase in share premium for the current financial year of \$2,050m.

17. PENSION

Annual contributions to the Company pension scheme charged to the profit and loss account in the financial year were \$300 thousand (2024: \$241 thousand).

18. RELATED PARTY TRANSACTIONS

The Company has availed of an exemption available in Section 33 of FRS 102 Related Party Disclosures and has not disclosed transactions with wholly owned fellow group companies. Key management compensation amounted to \$805 thousand (2024: \$314 thousand).

19. EVENTS AFTER THE BALANCE SHEET DATE

No subsequent events have arisen since the financial year end requiring disclosure in these financial statements.

20. ULTIMATE PARENT COMPANY

The Company's ultimate parent undertaking and controlling party is McKesson Corporation, a company incorporated in the State of Delaware, USA.

The consolidated financial statements of McKesson Corporation are available to the public and may be obtained from Investor Information, McKesson Corporation, Corporate Headquarters, 6555 State Highway 161, Irving, Texas 75039, USA. Company's ultimate parent company is McKesson Corporation, a company incorporated in the USA.

NORTHSTAR HEALTHCARE UNLIMITED COMPANY

NOTES TO FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

(Expressed in thousands of US dollars)

21. RESTATEMENT OF PRIOR YEAR FIGURES

Comparative figures presented in the Balance Sheet have been restated to ensure alignment with the Group's accounting policies. Specifically, the Company revised its classification methodology for intercompany balances. Previously, these balances were categorized based on affiliate company code within the accounting system; they are now presented by affiliated legal entity to reflect a more accurate and consistent group-wide reporting approach.

As a result of this reclassification, the financial statement line items impacted in the prior year are Debtors and Creditors. This restatement does not affect the Company's previously reported operating profit, net profit, or retained earnings for the prior year.

| | As previously stated \$'000 | Amount Restated \$'000 | Restated amount \$'000 |
|-----------|--|---------------------------------------|---------------------------------------|
| Debtors | 199,852 | (103,368) | 96,484 |
| Creditors | (494,135) | 103,368 | (390,767) |