

## **Gen II Nominee Services (Ireland) Limited**

**Unaudited financial statements  
for the year ended 30 June 2025**

**Gen II Nominee Services (Ireland) Limited**  
**Contents**  
**30 June 2025**

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**Gen II Nominee Services (Ireland) Limited**  
**Company information**  
**30 June 2025**

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**Company information**

|                          |   |
|--------------------------|---|
| <b>Directors</b>         | A Lennon<br>A Kekovska  |
| <b>Registered office</b> | Office Suite 101-103<br>16 Fitzwilliam Place<br>Dublin 2<br>Ireland |
| <b>Company secretary</b> | Gen II Corporate Services<br>(Ireland) Limited                      |
| <b>Registered number</b> | 663675  |

**Gen II Nominee Services (Ireland) Limited**  
**Directors' report**  
**For the year ended 30 June 2025**

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The directors of Gen II Nominee Services (Ireland) Limited ("the Company") present their annual report and unaudited financial statements for the financial year ended 30 June 2025.

**Background**

The Company was incorporated in Ireland on 7 January 2020 (Company number: 663675) as a private company limited by shares. Its registered office with effect from 31 August 2021 is Office Suite 101-103, 16 Fitzwilliam Place, Dublin 2, Ireland.

**Principal activities**

The principal activity of the Company is the provision of nominee services.

**Results**

The Company does not present a statement of comprehensive income in these financial statements as it does not receive any income and all expenses are borne by its parent company, Gen II HoldCo (Ireland) Limited and sister company Gen II Corporate Services (Ireland) Limited (GCSIL).

**Going Concern**

The directors expect the Company to be wound up within 12 months of the signing of the financial statements, and the financial statements have been prepared on a basis other than that of going concern.

**Directors**

The following persons were directors of Gen II Nominee Services (Ireland) Limited during the financial year and up to the date of this report:

A Kekovska  
A Lennon

**Secretary**

The secretary of the Company during the year and up to the date of this report is Gen II Corporate Services (Ireland) Limited.

**Directors' interests**

None of the directors or secretary who held office during the financial year and up to the date of this report held any shares in the Company.

**Accounting records**

The measures taken by the directors to ensure compliance with the requirements of Sections 281 to 285 of the Companies Act 2014 with regard to the keeping of adequate accounting records are the implementation of necessary policies and procedures for recording transactions, the employment of competent accounting personnel with appropriate expertise and the provision of adequate resources to the financial function. The Company's accounting records are maintained at 47 Esplanade, St Helier, Jersey, JE1 0BD and financial information and returns of the Company are sent to and can be accessed at Office Suite 101-103, 16 Fitzwilliam Place, Dublin 2, Ireland.

**Political donations**

No political donations were made during the financial year ended 30 June 2025.

**Statement of directors' responsibilities in respect of the financial statements**

The directors are responsible for preparing the directors' report and the unaudited financial statements of the Company in accordance with applicable laws and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with Irish Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, and applicable law.

**Gen II Nominee Services (Ireland) Limited**  
**Directors' report**  
**For the year ended 30 June 2025**  
**(continued)**

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**Statement of directors' responsibilities (continued)**

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 state of affairs of the Company and of the profit or loss of the Company for that financial year and otherwise comply with the Companies Act 2014.


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

- Select suitable accounting policies and then apply them consistently;
- Make judgements that are reasonable and prudent;
- State whether applicable Irish Accounting Standards, comprising FRS 102 Section 1A, have been followed, subject to any material departures disclosed and explained in the financial statements; 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 keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company and enable them to ensure that its financial statements comply with the Companies Act 2014. They have general responsibility for taking such steps as are reasonable to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The directors are also responsible for preparing a directors' report that complies with the requirements of the Companies Act 2014.

Signed on behalf of the Board by:

Signed by:  
  
D43E3522D9B8441:.....  
A Lennon  
Director

Date: 12/15/2025

**Gen II Nominee Services (Ireland) Limited**  
**Statement of financial position**  
**As at 30 June 2025**

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|                           | Notes | 30 June<br>2025<br>€ | 30 June<br>2024<br>€ |
|---------------------------|-------|----------------------|----------------------|
| <b>ASSETS</b>             |       |                      |                      |
| <b>Current assets</b>     |       |                      |                      |
| Cash and cash equivalents |       | <u>1</u>             | <u>1</u>             |
| <b>Net assets</b>         |       | <u>1</u>             | <u>1</u>             |
| <b>EQUITY</b>             |       |                      |                      |
| Ordinary shares           | 4     | <u>1</u>             | <u>1</u>             |
| <b>Total equity</b>       |       | <u>1</u>             | <u>1</u>             |

The financial statements on pages 5 to 8 were approved and authorised for issue by the Board of Directors on

We, as directors of Gen II Nominee Services (Ireland) Limited, state that:

- (a) the Company is availing itself of the audit exemption provided for by Chapter 16 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 s.365(2) are satisfied;
- (c) we acknowledge the Company's obligations under the Companies Act 2014, to keep adequate accounting records and to 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 Companies Act 2014 relating to financial statements so far as they are applicable to the Company;
- (d) we hereby certify that we have relied on the specific exemption contained in s.365 Companies Act 2014 on the grounds that the Company is entitled to the benefits of that exemption as a dormant company.

Signed on behalf of the Board of directors by:

Signed by:  
  
.....D#43E3522D3B8#41:...  
 A Lennon  
 Director

12/15/2025  
 Date: .....

**Gen II Nominee Services (Ireland) Limited**  
**Statement of changes in equity**  
**For the year ended 30 June 2025**

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|                                | Share capital<br>€ | Total equity<br>€ |
|--------------------------------|--------------------|-------------------|
| <b>Balance at 01 July 2023</b> | _____ 1            | _____ 1           |
| <b>Balance at 30 June 2024</b> | _____ 1            | _____ 1           |

|                                | Share capital<br>€ | Total equity<br>€ |
|--------------------------------|--------------------|-------------------|
| <b>Balance at 01 July 2024</b> | _____ 1            | _____ 1           |
| <b>Balance at 30 June 2025</b> | _____ 1            | _____ 1           |

The notes on pages 7 to 8 are an integral part of these unaudited financial statements

**Gen II Nominee Services (Ireland) Limited**  
**Notes to the unaudited financial statements**  
**For the year ended 30 June 2024**

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## **1 General information**

The Company was incorporated in Ireland on 7 January 2020 (Company number: 663675) as a private company limited by shares. Its registered office with effect from 31 August 2021 is Office Suite 101-103, 16 Fitzwilliam Place, Dublin 2, Ireland.

## **2 Summary of significant accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below.

### **(a) Basis of preparation**

The financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A.

The financial statements are presented in Euros ("€") which is the Company's functional and presentational currency. All values stated in the financial statements are rounded to the nearest Euro.

#### *Critical accounting estimates*

The preparation of the financial statements in conformity with generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. There are no estimates or judgements that are considered significant to the financial statements.

#### *Climate change*

The Company has not identified significant risks induced by climate changes that could negatively and materially affect the Company's financial statements. Management continuously assesses the impact of climate-related matters.

### **(b) Exemptions for qualifying entities**

Under FRS 102 Section 1A the Company is exempt from:

- preparing a statement of comprehensive income; and
- preparing a cash flow statement.

### **(c) Going concern**

The directors expect the Company to be wound up within 12 months of the signing of the financial statements, and the financial statements have been prepared on a basis other than that of going concern.

### **(d) Expenditure**

All expenses of the Company have been borne by GCSIL.

### **(e) Cash and cash equivalents**

Cash and cash equivalents are defined as cash in hand, demand deposits, and highly liquid investments readily convertible within three months or less to known amounts of cash and subject to insignificant risk of changes in value.

### **(f) Classification of shares as debt or equity**

The Company's ordinary shares are classified as equity.

## **3 Employees**

The Company has no employees (2024: nil).

**Gen II Nominee Services (Ireland) Limited**  
**Notes to the unaudited financial statements**  
**For the year ended 30 June 2024**  
**(continued)**

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**4 Share capital**

|   | <b>30 June<br/>2025</b> | 30 June<br>2024 |
|---|-------------------------|-----------------|
|   | €                       | €               |
| <b>Allotted, called up and fully paid</b> |                         |                 |
| 1 ordinary share of €1                    | <u>1</u>                | <u>1</u>        |
|   | <u>1</u>                | <u>1</u>        |

**5 Ultimate controlling party**

The Company's immediate parent company is Gen II HoldCo (Ireland) Limited, a company registered in the United Kingdom.

The Company's ultimate parent company is Crestbridge Corporate Holdings Limited, a company incorporated in Jersey.

The Company's ultimate controlling party is Ellis Aggregator UK, L.P.

**6 Events after the reporting period**

There have been no subsequent events which require to be adjusted for or disclosed in these financial statements.