

Zegona Communications plc

Interim Company Accounts

Registered Number: 09395163

For the period ended 5 December 2025



Zegona Communications plc
Interim income statement
For the period 1 April 2025 to 5 December 2025

	Period ended 5 December 2025 Unaudited
	€000
Operating and administrative expenses	(6,598)
Separately reported items	(27,560)
Operating loss	(34,158)
Dividend income	1,423,000
Finance cost	(46)
Income for the period before tax	1,388,796
Income tax	—
Income for the period	1,388,796

These interim accounts are prepared only for the purposes of Sections 836 and 838 of the Companies Act 2006. They are abridged and unaudited.

The notes on page 4 form part of these interim accounts.

Zegona Communications plc
Interim statement of financial position
As at 5 December 2025

	5 December 2025
	Unaudited
	€000
Note	
Assets	
Non-current assets	
Property, plant and equipment	10
Investments in subsidiaries	2,329,282
	2,329,292
Current assets	
Trade and other receivables	727
Cash and cash equivalents	1,424,171
	1,424,898
Total assets	3,754,190
Equity and Liabilities	
Equity	
Share capital	8,971
Share premium	2 —
Capital reduction reserve	190,424
Retained earnings	2 2,516,207
Foreign currency translation reserve	25,459
Total equity	2,741,061
Current liabilities	
Trade and other payables	1,013,129
	1,013,129
Total liabilities	1,013,129
Total equity and liabilities	3,754,190

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The interim accounts of Zegona Communications plc (registered number 09395163) were approved by the Board of Directors on 5 December 2025 and were signed on its behalf by:



Eamonn O'Hare

Director

Zegona Communications plc
Interim statement of changes in equity
As at 5 December 2025

	Share capital	Share premium	Capital reduction reserve	Retained earnings	Foreign currency translation reserve	Total equity
	€000	€000	€000	€000	€000	€000
Balance at 1 April 2025	8,971	1,229,327	190,424	(101,916)	25,459	1,352,265
Income for the period	—	—	—	1,388,796	—	1,388,796
Share premium cancellation	—	(1,229,327)	—	1,229,327	—	—
Balance at 5 December 2025 (unaudited)	8,971	—	190,424	2,516,207	25,459	2,741,061

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The notes on page 4 form part of these interim accounts.

1. Material Accounting Policies

1.1 General information

Zegona Communications plc ("the Company") is a public limited company, incorporated and domiciled in the UK. Its registered address is 8 Sackville St, Mayfair, London, W1S 3DG.

These interim accounts of the Company for the period 1 April 2025 to 5 December 2025 have been prepared, in accordance with the requirements of sections 836 and 838 of the Companies Act 2006, for the purpose of confirming that the Company has sufficient distributable reserves to support a special dividend of €1.4bn, subject to shareholder approval at a general meeting to be held on 22 December 2025.

The financial information contained in this report does not constitute statutory accounts within the meaning of section 434 of the Companies Act 2006. The interim accounts should be read in conjunction with the financial statements for the period ended 31 March 2025, which were prepared in accordance with Financial Reporting Standard 101 ("FRS 101") in conformity with the requirements of the Companies Act 2006. The financial statements for the period ended 31 March 2025 were approved by the Board of Directors on 16 July 2025 and have been delivered to the registrar. The auditor's report on those financial statements was unqualified, did not contain an emphasis of matter paragraph and did not contain any statement under section 498(2) or (3) of the Companies Act 2006.

1.2 Basis of preparation

These interim accounts contain information about the Company as an individual company and do not contain consolidated financial information for the Group. These accounts are abridged and unaudited but are otherwise prepared on a consistent basis and follow the same accounting policies as the annual financial statements for the period ended 31 March 2025. The interim accounts have been properly prepared in accordance with s838 of the Act, subject only to those departures, under s838(3), which the directors have considered are not material for determining whether the proposed distribution is permitted by s830 and s831 of the Act.

The directors have chosen not to present comparative figures for the period and the note disclosures that would normally form part of a set of complete financial statements.

2. Reserves

Following approval at the Company's AGM on 24 September 2025, the Company made an application to the High Court, together with a lodgment of the Company's statement of capital with the Registrar of Companies, and the Company was permitted to cancel its share premium account. This was affected on the 6 November 2025 by a transfer of the full amount held in the share premium account to retained earnings, which forms part of the distributable reserves of the Company.

A dividend of €1,423m was received in the period from the Company's subsidiary.

The Company has considered the profits available for distribution to shareholders. At 5 December 2025 the Company had retained earnings of €2,707m.