SKL Robotics Ltd Accounts Cover

SKL Robotics Ltd

Company No. 15702488

Director's Report and Audited Abridged Accounts

31 December 2025

SKL Robotics Ltd Contents

	Pages
Company Information	2
Director's Report	3 to 4
Auditor's Report	5 to 8
Profit and Loss Account	9
Statement of Comprehensive Income	10
Balance Sheet	11
Statement of Changes in Equity	12
Notes to the Accounts	13 to 19

SKL Robotics Ltd Company Information
Director

R. Kosarenko

Registered Office

Fourth Floor
4-8 Ludgate Circus
London
EC4M 7LF

Accountants

Aqlo Limited
4-8 Ludgate Circus
London
EC4M 7LF

Auditor

Sumer Auditco Limited
Chartered Accountants
Statutory Auditors
14th Floor
33 Cavendish Square
London
W1G 0PW

SKL Robotics Ltd Directors Report
The Director presents his report and the accounts for the year ended 31 December 2025.

Director's responsibilities statement

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 period.

In preparing these financial statements, the directors are required to:
• select suitable accounting policies for the Company's financial statements and then apply them consistently
• make judgements and accounting estimates that are reasonable and prudent
• 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 that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

Principal activity

The principal activity of the company during the year under review was creation of technological advances in the field of humanoid robotics.

The Director who served at any time during the year was as follows:
R. Kosarenko

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

• so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
• the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

The auditors, Sumer Auditco Limited, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

R. Kosarenko

Director

22 May 2026

SKL Robotics Ltd Independent
Auditors Report to The Members of
SKL Robotics Limited
Opinion

We have audited the financial statements of SKL Robotics Limited (the 'Company') for the year ended 31 December 2025, which comprise the Statement of profit and loss and other comprehensive income, the Balance sheet, the Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

• give a true and fair view of the state of the Company's affairs as at 31 December 2025 and of its profit for the year then ended;
• have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
• have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' 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 the United Kingdom, including the Financial Reporting Council's Ethical Standard 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.

Other matters

This is the first period which the company subject to audit and therefore the prior year comparatives are unaudited.

Material uncertainty related to going concern

We draw attention to Note 2 in the financial statements, which indicates that the company incurred a net loss of £40,206,272 during the year ended 31 December 2025 and, as of that date, the company's liabilities exceeded its total assets by £43,515,474. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' report thereon. The directors are responsible for the other information contained within the Annual Report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of 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 following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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.

Auditors' 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 Auditors' 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 (UK) 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

In order to identify and assess the risks of material misstatements, including fraud and non-compliance with laws and regulations that could be expected to have a material impact on the financial statements, we have considered:

• the results of our enquiries of management and those charged with governance of their assessment of the risks of fraud and irregularities;
• the nature of the company including its management structure and control systems (including the opportunity for management to override such controls);
• management's incentives and opportunities for fraudulent manipulation of the financial statements including the company's remuneration and bonus policies and performance targets; and
• the industry and environment in which it operates.

We also considered UK tax and pension legislation and laws and regulations relating to employment and the preparation and presentation of the financial statements such as the Companies Act 2006.

Based on this understanding we identified the following matters as being of significance to the entity:

• laws and regulations considered to have a direct effect on the financial statements including UK financial reporting standards, Company Law, tax and pension legislation and distributable profits legislation;
• management bias in selecting accounting policies and determining estimates;
• inappropriate journal entries;
• manipulation of specific performance measures to meet remuneration targets;

We communicated the outcomes of these discussions and enquiries, as well as consideration as to where and

Audit procedures undertaken in response to the potential risks relating to irregularities (which include fraud and non-compliance with laws and regulations) comprised:

• enquiries of management and those charged with governance as to whether the entity complies with such laws and regulations;

• enquiries with the same concerning any actual or potential litigation or claims;
• discussion with the same regarding any known or suspected instances of non-compliance with laws and regulation and fraud;
• inspection of relevant legal correspondence;
• assessment of matters reported to management and the result of the subsequent investigation;
• obtaining an understanding of the relevant controls and testing their operation during the period;
• obtaining an understanding of the policies and controls over the recognition of income and testing their implementation during the year;
• reviewing the financial statements for compliance with the relevant disclosure requirements;
• performing analytical procedures to identify any unusual or unexpected relationships or unexpected movements in account balances which may be indicative of fraud;

No instances of material non-compliance were identified. However, the likelihood of detecting irregularities, including fraud, is limited by the inherent difficulty in detecting irregularities, the effectiveness of the entity's controls, and the nature, timing and extent of the audit procedures performed. Irregularities that result from fraud might be inherently more difficult to detect than irregularities that result from error. As explained above, there is an unavoidable risk that material misstatements may not be detected, even though the audit has been planned and performed in accordance with ISAs (UK).

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 Auditors' 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.

Andrew Marks ACA (Senior Statutory Auditor) for and on behalf of
Sumer Auditco Limited
Chartered Accountants
Statutory Auditors

14th Floor
33 Cavendish Square
London
W1G 0PW

22 May 2026

SKL Robotics Ltd Profit and Loss Account for The Year Ended 31st December 2025

	Note	2025	Unaudited 2024 Restated
		£	£
		-	-
Administrative expenses		(44,193,954)	(3,848,458)
Operating loss		(44,193,954)	(3,848,458)
Other Income	**3**	4,011,874	520,260
Interest payable and similar charges		(24,192)	(1,404)
Loss on ordinary activities before		(40,206,272)	(3,329,602)
Taxation		-	-
Loss for the financial year after taxation		(40,206,272)	(3,329,602)

SKL Robotics Ltd Statement of Comprehensive Income

for the year ended 31 December 2025

	2025	**Unaudited 2024 Restated**
	£	**£**
Loss for the financial year after taxation	(40,206,272)	(3,329,602)
Total comprehensive income for the period	(40,206,272)	(3,329,602)

SKL Robotics Ltd Balance Sheet at
31st December 2025
31 December 2025

Company No. 15702488	**Notes**	**2025**	**Unaudited 2024 Restated**
		£	**£**
Fixed assets			
Tangible assets	5	1,147,798	154,472
		1,147,798	154,472
Current assets			
Debtors	6	6,460,389	1,580,485
Cash at bank and in hand		2,330,367	520,620
		8,790,756	2,101,105
Creditors: Amount falling due within one year	7	(2,923,351)	(837,338)
Net current assets		5,867,405	1,263,767
Total assets less current liabilities		7,015,203	1,418,239
Creditors: Amounts falling due after more than one year	8	(50,530,677)	(4,747,831)
Net liabilities		(43,515,474)	(3,329,592)
Capital and reserves			
Called up share capital		20,400	10
Profit and loss account	10	(43,535,874)	(3,329,602)
Total equity		(43,515,474)	(3,329,592)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

All the members have consented to the preparation of abridged financial statements for the year ended 31 December 2025 in accordance with the Companies Act 2006.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

R. Kosarenko

Director

22 May 2026

SKL Robotics Ltd Statement of Changes in Equity
for the year ended 31 December 2025

	Share Capital	Retained earnings	Total equity
	£	£	£
At 1 January 2024	-	-	-
Shares issued during the period	10		10
Loss for the period as restated		(3,329,602)	(3,329,602)
At 31 December 2024 and 1 January 2025	10	(3,329,602)	(3,329,592)
Shares issued during the period	20,390		20,390
Loss for the period		(40,206,272)	(40,206,272)
At 31 December 2025	20,400	(43,535,874)	(43,515,474)

SKL Robotics Ltd Notes to the Accounts for the year ended 31 December 2025

1 **General information**

SKL Robotics Ltd is a private company limited by shares and incorporated in England and Wales.
Its registered number is: 15702488
Its registered office is:
Fourth Floor
4-8 Ludgate Circus
London
EC4M 7LF

2 **Accounting policies**

Basis of preparation
The accounts have been prepared under the historical cost convention and in accordance with FRS 102 Se
applicable in the UK and Republic of Ireland and the Companies Act 2006.

Going concern

The company has net liabilities at the balance sheet date. The operations of the company are funded b
Sokolov. The director have obtained written confirmation of continued financial support from the shareho
from the date of approval of these accounts. On this basis, the director consider it appropriate to prepare tl

Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and a
Historical cost includes expenditure that is directly attributable to bringing the asset to the location and cor
operating in the manner intended by management.
Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated use

Depreciation is provided on the following basis:

Computer Equipment - 33.33% straight line
Office Equipment - 33.33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively
a significant change since the last reporting date.
During the current financial year, the company has revised the depreciation method from 20% reducing bal
reflect the pattern in which the economic benefits of the assets are consumed.

Investments
Investments in subsidiary companies are held at cost less accumulated impairment losses.

Research and development costs

Expenditure on research and development is written off in the year it is incurred unless it meets the criteria to allow it to be capitalised. Costs of research are always written off in the year in which they are incurred.

Trade and other creditors

Short-term creditors are measured at the transaction price.

Foreign currencies

The functional and presentational currency of the company is Sterling. Transactions in currencies other thai the rate of exchange on the date the transaction occurred. Monetary items denominated in other currencie the end of the reporting period. All exchange differences are taken to the profit and loss account.

Defined contribution pensions

The company operates a defined contribution pension plan for its employees. Contributions are recogni amounts not paid at the balance sheet date are included within creditors: amounts falling due within one y

Borrowings

Loans from related parties are initially recognised at the transaction price. Interest is charged to prc denominated loans are retranslated at the closing exchange rate at each balance sheet date with exchange

3 Other income

	2025
Research and Development Tax Credit	4,011,874
Other income	4,011,874

The 2024 comparative has been restated - see Note 12.

4 Employees

	2025 Number
The average monthly number of employees (including directors) during the year was:	79

5 **Tangible fixed assets**

	Computer Equipment
	£
Cost or revaluation	
At 1 January 2025	159,001
Additions	864,298
At 31 December 2025	1,023,299
Depreciation	
At 1 January 2025	4,529
Charge for the year	233,248
At 31 December 2025	237,777
Net book values	
At 31 December 2025	785,522
At 31 December 2024	154,472

6 **Debtors**

	2025
	£
Interco Receivables	4,125,592
Provision for Interco Receivables	(4,125,592)
Research and Development Tax Credit	4,011,874
VAT recoverable	1,494,371
Other debtors	924,984
Prepayments	29,160
	6,460,389.00

7 **Creditors:**
amounts falling due within one year

	2025
	£
Trade creditors	1,138,309
Taxes and social security	667,297
Other creditors	79,707
Accruals	1,038,038
	2,923,351

8 **Creditors:**

amounts falling due after more than one year

	2025
	£
Other loans	50,530,677
	50,530,677

The loans are from Artem Sokolov, sole shareholder. Interest is charged at 0.1% per annum.
The loans are unsecured with a fixed repayment date.

Loan movement:

	£
Opening balance	4,747,831
Advances in year	45,024,663
Exchange adjustments	733,991
Interest capitalised	24,192
Closing balance	50,530,677

9 **Share Capital**

	2025	Unaudited 2024 Restated
	£	£
Called up share capital	20,400	10
20,400,000 (2024: 100) Ordinary shares of £0.001 each (2024: £0.10 each)		

Share Subdivision - 21 March 2025 By ordinary resolution passed on 21 March 2025, the company sub-di
£0.10 each into 10,000 ordinary shares of £0.001 each in accordance with section 618 of the Companies A
capital remained unchanged at £10.00 following the subdivision.

Issued during the year

On 15 December 2025, the company issued 20,390,000 ordinary shares of £0.001 each at par.

10 **Reserves**

Profit and loss account - includes all current and prior period retained profits and losses.

11 **Related party transactions**

(a) Artem Sokolov - sole shareholder and ultimate controlling party

The company has a loan facility with its sole shareholder, Artem Sokolov. The balance at 31 December 20 (2024: £4,747,831). Interest was charged in the year at 0.1% per annum amounting to £24,192 (202 facility agreements are in place dated from June 2024 through November 2025.

(b) Ruslan Kosarenko - director

R. Kosarenko is a director of the company and a senior partner of Sterling Lawyers Ltd. Fees charged by during the year amounted to £435,772. The client account balance held by Sterling Lawyers Ltd at the ye and is included in the other debtors figure.

(c) Subsidiaries Undertakings

The company has wholly owned subsidiary undertakings:
SKL Robotics Canada Inc - Amount due at balance sheet date: £1,815,522
SKL Robotics USA Inc - Amount due at balance sheet date: £2,310,070
Both of these balances have been fully provided for during the year

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to consolidated financial statements.

12 **Prior year restatement**

The 2024 comparative figures have been restated to recognise an R&D tax credit of £520,260 and to recla capital of £10 as a debtor.

Effect of restatement:

	As fi
Other income	
Corporation tax receivable	
Unpaid share capital	
Shareholder loan	(4,747,8
	(4,747,8