

LION CAPITAL S.A.

CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

prepared in accordance with the International Financial Reporting Standards adopted by the European Union and the Financial Supervisory Authority Rule no. 39/28 December 2015 for the approval of the accounting regulations in accordance with the International Financial Reporting Standards, applicable to entities authorized, regulated and supervised by the FSA in the Financial Instruments and Investments Sector, with subsequent amendments and completions

TABLE OF CONTENTS	PAGE
Independent auditor's report	
Consolidated financial statements	
Consolidated statement of profit or loss and other elements of the overall result	1
Consolidated financial position	2
Consolidated statement of changes in equity	3 – 4
Consolidated cash flow position	5 – 6
Notes to the consolidated financial statements	7 – 70

Consolidated statement of profit or loss and other comprehensive income for the financial year ended December 31, 2025
(all amounts presented are in LEI)

<i>In LEI</i>	Note	31-Dec-25	31-Dec-24
Revenue			
Dividend income	7	177.613.580	161.438.194
Interest income (related to amortised cost assets)	8	66.680.121	31.799.932
Interest income on assets at fair value through profit or loss)	8	1.749.737	5.507.363
Other operating income	9	64.985.291	46.316.974
Other financial income		165.000	445.500
Gain/(Loss) from investments			
Gain/(Loss) from real estate investments	10	(475.532)	596.250
Gain/(Loss) from exchange rate differences		5.273.912	(78.721)
Gain/(Loss) from financial assets at fair value through the profit and loss account	11	265.401.300 95,716	(20.600.123) -
Gain/(Loss) from the sale of assets			
Expenses			
Resumptions/(constitutions) of provisions for risks and expenses		(936.927)	(2.138.598)
Resumptions/(constitutions) of adjustments for expected credit losses on current assets		283.305	(40.296)
Commission expenses	12	(6.540.405)	(5.768.681)
Other operational expenditure	13	(48.199.279)	(46.743.495)
Profit before tax		526.095.819	170.734.299
Corporate income tax	14	(38.021.257)	(18.597.585)
Net profit for the financial year		488.074.562	152.136.714
The profit is attributed to:			
Lion Capital Mom		488.116.893	152.118.901
Non-controlling interests		(42.331)	17.813
Total profit for the financial year		488.074.562	152.136.714
Other elements of the overall result			
Amounts that are or can be transferred to retained earnings			
Change in fair value of financial assets to fair value through other comprehensive income	19	700.597.936	369.704.064
Modification of the revaluation reserve for tangible assets		-	1.346.726
Result carried forward from correction of accounting errors		(2.450.000)	(32.848)
The effect of the corporate income tax related to them		(98.523.985)	(47.836.774)
Other elements of the overall result		599.623.951	323.181.168
Total overall result for the period		1.087.698.513	475.317.882

The consolidated financial statements were approved by the Board of Directors on March 27, 2026 and were signed on its behalf by:

Bogdan-Alexandru Drăgoi
President, CEO

Bogdan Dușu
Chief Financial Officer

Consolidated statement of profit or loss and other comprehensive income for the financial year ended December 31, 2025
(all amounts presented are in LEI)

<i>In LEI</i>	Note	31-Dec-25	31-Dec-24
Assets			
Cash and cash equivalents	15	722.033.009	628.813.111
Bank deposits	16	31.870.355	21.079.992
Financial assets measured at amortised cost	17	149.205.624	1.257.518
Other financial assets	20	75.891.049	54.104.542
Other assets		403.152	530.109
Assets held for sale	21	20.029.875	64.940.084
Financial assets measured at fair value through the profit and loss account	18	1.801.451.316	1.753.626.278
Financial assets measured at fair value through other comprehensive income (equities)	19	3.147.729.634	2.274.160.300
Real estate investments	10	31.455.705	31.887.961
Tangible fixed assets		7.338.054	7.562.103
Total assets		5.987.407.775	4.837.961.998
Liabilities			
Payout dividends		36.989	9.816.738
Other financial liabilities	22	9.197.293	5.424.817
Other payables and income recorded in advance		20.050.733	67.069.538
Provisions for risks and expenses		6.808.124	5.871.197
Deferred corporate tax liabilities	23	330.729.660	228.620.327
Total liabilities		366.822.798	316.802.618
Equity			
Share capital	24	50.751.006	50.751.006
Own shares		(3.850.000)	(7.221.000)
Losses from the redemption of own shares		(112.041)	(151.959)
Benefits granted in equity instruments		1.501.867	2.399.100
Other reserves	24	2.287.774.397	2.116.822.167
Reserves from the revaluation of tangible assets		2.523.295	2.523.295
Legal reservations		10.477.142	10.451.417
Reserves from revaluation of financial assets designated at fair value by other comprehensive income	19,24	1.920.920.318	1.324.061.145
Retained earnings	24	1.348.963.057	1.019.841.761
Total		5.618.949.041	4.519.476.932
Interests that do not control		1.635.934	1.682.347
Total equity		5.620.584.975	4.521.159.380
Total liabilities and equity		5.987.407.775	4.837.961.998

The consolidated financial statements were approved by the Board of Directors on March 27, 2026 and were signed on its behalf by:

Bogdan-Alexandru Drăgoi
President, CEO

Bogdan Dusu
Chief Financial Officer

Consolidated statement of changes in equity for the financial year ended 31 December
(all amounts presented are in lei)

In LEI

	Share capital	Own shares	Losses from share buyback	Legal reservations	Reserves from revaluation of financial assets designated at fair value by other comprehensive income	Revaluation reserves of tangible assets	Benefits granted in equity instruments	Other reserves	Retained earnings	Total	Interests that do not control	Total
Balance as of January 1, 2025	50.751.006	(7.221.000)	(151.959)	10.451.417	1.324.061.145	2.523.295	2.399.100	2.116.822.167	1.019.841.761	4.519.476.932	1.682.347	4.521.159.380
Profit/(Loss) for the financial year	-	-	-	-	-	-	-	-	488.116.894	488.116.894	(42.331)	488.074.562
Reserve from the revaluation of financial assets transferred to the profit and loss account	-	-	-	-	-	-	-	-	-	-	-	-
Reserve from the revaluation of financial assets transferred to retained earnings	-	-	-	-	(2.330.186)	-	-	-	2.330.186	-	-	-
Result carried forward from correction of accounting errors	-	-	-	-	-	-	-	-	(2.450.000)	(2.450.000)	-	(2.450.000)
Change in the reserve from the revaluation of FVOCI assets	-	-	-	-	700.614.521	-	-	-	(16.585)	700.597.036	-	700.597.936
Revaluation of tangible assets	-	-	-	-	-	-	-	-	-	-	-	-
Deferred corporate income tax related	-	-	-	-	(101.425.163)	-	-	-	2.901.178	(98.523.985)	-	(98.523.985)
Total overall result for the period	-	-	-	-	596.859.172	-	-	-	490.881.672	1.087.740.845	(42.331)	1.087.698.513
Other reserves – profit distribution	-	-	-	-	-	-	-	161.734.651	(161.734.651)	-	-	-
Prescribed dividends	-	-	-	-	-	-	-	9.734.038	-	9.734.038	-	9.734.038
Change in reserve for subsidiaries	-	-	-	25.725	-	-	-	-	(25.725)	-	(4.181)	(4.181)
Variation of benefits granted	-	7.221.000	-	-	-	-	(897.233)	(516.459)	-	5.807.308	-	5.807.308
Buyback of own shares	-	(3.850.000)	39.917	-	-	-	-	-	-	(3.810.083)	-	(3.810.083)
Cancellation of own actions	-	-	-	-	-	-	-	-	-	-	-	-
Total shareholder transactions, recognised directly in equity	-	3.371.000	39.917	25.725	-	-	(897.233)	170.952.230	(161.760.376)	11.731.263	(4.181)	11.727.079
Balance as of December 31, 2025	50.751.006	(3.850.000)	(112.041)	10.477.142	1.920.920.318	2.523.295	1.501.867	2.287.774.397	1.348.963.057	5.618.949.041	1.635.934	5.620.584.975

The consolidated financial statements were approved by the Board of Directors on March 27, 2026 and were signed on its behalf by:

Bogdan-Alexandru Drăgoi
President, CEO

Bogdan Dusu
Chief Financial Officer

Consolidated statement of changes in equity for the financial year ended 31 December
(all amounts presented are in lei)

In LEI

	Share capital	Own shares	Losses from share buyback	Legal reservations	Reserves from revaluation of financial assets designated at fair value by other comprehensive income	Revaluation reserves of tangible assets	Benefits granted in equity instruments	Other reserves	Retained earnings	Total	Interests that do not control	Total
Balance on January 1, 2024	50.751.006	(2.494.800)	(31.973)	11.106.413	1.002.509.286	1.176.569	2.159.850	1.699.567.035	1.284.040.414	4.048.783.801	1.564.619	4.050.348.420
Profit/(Loss) for the financial year	-	-	-	-	-	-	-	-	152.118.901	152.118.901	17.813	152.136.714
Reserve from the revaluation of financial assets transferred to the profit and loss account	-	-	-	-	-	-	-	-	-	-	-	-
Reserve from the revaluation of financial assets transferred to retained earnings	-	-	-	-	3.922.447	-	-	-	(3.922.447)	-	-	-
Result carried forward from correction of accounting errors	-	-	-	-	-	-	-	-	(32.848)	(32.848)	-	(32.848)
Change in the reserve from the revaluation of FVOCI assets	-	-	-	-	365.053.971	-	-	-	4.617.242	369.704.064	-	369.704.064
Revaluation of tangible assets	-	-	-	-	-	1.346.726	-	-	-	1.346.726	-	1.346.726
Deferred corporate income tax related	-	-	-	-	(47.424.558)	-	-	-	(412.216)	(47.836.774)	-	(47.836.774)
Total overall result for the period	-	-	-	-	321.551.859	1.346.726	-	-	152.401.483	475.300.068	17.813	475.317.882
Other reserves – profit distribution	-	-	-	-	-	-	-	417.255.132	(417.255.132)	-	-	-
Prescribed dividends	-	-	-	-	-	-	-	-	-	-	-	-
Change in reserve for subsidiaries	-	-	-	(654.995)	-	-	-	-	654.995	-	100.015	100.015
Variation of benefits granted	-	2.494.800	-	-	-	-	239.250	-	-	2.734.050	-	2.734.050
Buyback of own shares	-	(7.221.000)	(151.959)	-	-	-	-	-	-	(7.372.959)	-	(7.372.959)
Cancellation of own actions	-	-	31.973	-	-	-	-	-	-	31.973	-	31.973
Total shareholder transactions, recognised directly in equity	-	(4.726.200)	(119.986)	(654.995)	-	-	239.250	417.255.132	(416.600.136)	(4.606.936)	100.015	(4.506.919)
Balance as of December 31, 2024	50.751.006	(7.221.000)	(151.959)	10.451.417	1.324.061.145	2.523.295	2.399.100	2.116.822.167	1.019.841.761	4.519.476.932	1.682.347	4.521.159.380

The consolidated financial statements were approved by the Board of Directors on March 27, 2026 and were signed on its behalf by:

Bogdan-Alexandru Drăgoi
President, CEO

Bogdan Dusu
Chief Financial Officer

Consolidated statement of cash flows for the financial year ended December 31, 2025
(all amounts presented are in lei)

<i>In LEI</i>		31-Dec-25	31-Dec-24
Cash flows from operating activities			
Net profit for the period		488.074.562	152.136.714
Adjustments for:			
Depreciation of tangible and intangible assets		1.046.368	915.424
Gain on disposal of property, plant and equipment and other assets	10	95.716	(90.876)
Gain/(Loss) from real estate investments		475.532	(596.250)
(Revenue) / Net expense with provisions for risks and expenses		(140.654)	2.178.894
(Net gain)/ Net loss on financial assets at fair value through profit and loss account (shares, fund units, interest)	11	(265.401.300)	20.600.123
Dividend income	7	(177.613.580)	(161.437.612)
Interest income	8	(68.428.857)	(37.303.294)
Interest expenses		-	(1)
(Gain)/Loss on exchange rate differences, assets/financial liabilities and other income/expense from value adjustments		(4.498.524)	78.721
Benefits granted in equity instruments		3.674.267	3.179.550
Corporate income tax	14	38.021.257	18.597.584
Other adjustments (accrual uncollected administration fees – non-cash)		(23.557.349)	-
Operating profit before changes in assets and liabilities		(8.253.591)	(1.741.023)
Changes in assets and liabilities related to the operating activity			
Changes to other assets		5.217.636	12.024.429
Changes in other liabilities		1.601.574	3.696.116
Corporate income tax paid		(12.479.248)	(16.189.601)
Net cash generated from operating activities		(13.913.629)	(2.210.079)
Cash flows from investment activities			
Payments for the acquisition of financial assets measured at fair value through other comprehensive income (equities)		(254.255.312)	(83.373.322)
Proceeds from the sale of financial assets measured at fair value through other comprehensive income (equities)		41.300.509	426.359
(Investments) / Deposits for more than 3 months		(10.759.306)	(1.409.643)
Proceeds from the sale/redemption of assets at fair value through the profit and loss account (fund units, bonds)		282.084.607	230.699.399
Payments for the acquisition of assets at fair value through the profit and loss account (fund units, shares, loans)		(34.999.978)	(111.024.212)
Payments for the purchase of assets at amortised cost (bonds, government securities)		(586.549.832)	(1.242.744)
Proceeds from the sale of assets valued at amortised cost (bonds, government securities)		445.498.567	-
Proceeds from the sale of tangible assets and real estate investments		12.729	2.090.358
Payments for acquisitions of tangible assets		(423.899)	(792.975)
Dividends received		161.665.234	152.685.601
Interest collected		65.851.318	32.526.219
Net cash used in investment activities		109.424.637	220.585.040
Cash flows from financing activities			
Loan collections/repayments (including leasing)		1.598.240	(50.600)

Consolidated statement of cash flows for the financial year ended December 31, 2025
(all amounts presented are in lei)

Dividends paid to the company's shareholders	(39.349)	(76.717)
Redemption of own shares	(3.850.000)	(7.313.032)
Net cash used in financing activities	(2.291.110)	(7.440.349)
Net increase/(decrease) in cash and cash equivalents	93.219.898	210.934.610
Cash and cash equivalents at the beginning of the financial year	628.813.111	417.878.500
Cash and cash equivalents at the end of the financial year	722.033.009	628.813.111
Cash and cash equivalents include:		

	December 31, 2025	December 31, 2024
Cash in the cashier	4.521	4.673
Current accounts with banks (including interest receivable)	6.945.135	11.462.531
Bank deposits with an initial maturity of less than 3 months (including interest receivable)	715.083.289	617.345.843
Other Cash Advances and Advances	64	64
Cash and cash equivalents	722.033.009	628.813.111

The consolidated financial statements were approved by the Board of Directors on March 27, 2026 and were signed on its behalf by:

Bogdan-Alexandru Drăgoi
President, CEO

Bogdan Dusu
Chief Financial Officer

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

Consolidated accounting policies

1 Reporting group

Lion Capital S.A. ("Lion Capital S.A." or the "Group") was established under Law no. 133/1996 through the reorganization and transformation of the Private Property Fund and is a joint stock company operating under Law 31/1990. Lion Capital is constituted as a self-managed investment company, authorized by the Financial Supervisory Authority as Alternative Investment Fund Manager (AIFM) - Authorization no. 78/09.03.2018, classified in accordance with the provisions of Law no. 243/2019 as a closed, diversified alternative investment fund for retail investors (FIAIR). The Financial Supervisory Authority issued the Authorization no. 130/01.07.2021 authorizing Lion Capital S.A. as an Alternative Investment Fund for Retail Investors (F.I.A.I.R.).

Lion Capital S.A. is headquartered in Arad, Calea Victoriei, nr. 35 A, Arad County, 310158 code, tel: 0257.304.438, Fax: 0257.250.165. The registration number from the Trade Register Office is: J02/1898/1992, and the Unique Tax Registration Code is: 2761040. The Unique Fiscal Registration Code was amended on March 13, 2026, following the approval of the relocation of the registered office of Lion Capital S.A. from its former address in Arad Municipality, 35A Calea Victoriei, Arad County, to its new address in Bucharest, Sector 2, 46-48 Serghei Vasilevici Rahmaninov Street, 3rd floor.

The object of activity of the Company is:

- portfolio management;
- risk management;
- other activities carried out within the collective management of an investment fund, permitted by the legislation in force.

The Company's shares are listed on the Bucharest Stock Exchange, starting with November 1, 1999 and are traded on the regulated market Premium category, with the indicative LION.

Lion Capital of the Company's deposit, starting with 28.11.2019 is BCR.

Lion Capital for the provision of registry services is the Central Depository SA Bucharest.

The consolidated financial statements prepared for 2025 include Lion Capital, its subsidiaries and associates (the "Group"). The subsidiaries and associates are presented in Note 3. Lion Capital prepares consolidated financial statements as the ultimate parent company for the group entities.

Segment reporting - The activity carried out by the Group in 2025 and 2024 is found in a single segment of activity, namely financial.

In accordance with IFRS 10, as of fiscal year 2018, Lion Capital measures all of its subsidiaries at fair value through the profit or loss account, except for subsidiaries providing investment-related services, which will continue to be consolidated.

2 Basics of preparation

a) Declaration of conformity

The consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) adopted by the European Union and the Financial Supervisory Authority ("FSA") Rule no. 39/28 December 2015 for the approval of accounting regulations in accordance with the International Financial Reporting Standards, applicable to entities authorized, regulated and supervised by the FSA in the Financial Instruments and Investments Sector, as amended and subsequent additions ('the Standard').

In accordance with Regulation no. 1606/2002 of the European Parliament and of the Council of the European Union of 19 July 2002, as well as Law no. 24/2017 on issuers of financial instruments and market operations, Financial Investment Companies are required to prepare and submit to the Financial Supervisory Authority (FSA) consolidated annual financial statements, in accordance with IFRS, within 4 months of the end of the financial year.

The accounting records of the Company and its subsidiaries are maintained in lei.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

As not all subsidiaries apply international financial reporting standards as an accounting basis, accounts prepared in accordance with the Romanian Accounting Regulations ("RCR") are restated to reflect the differences between RCR and IFRS accounts. Accordingly, the RCR accounts shall be adjusted, to the extent necessary, in order to harmonize these financial statements, in all material respects, with the IFRS requirements adopted by the European Union by Regulation 1606/2002 of the European Parliament and of the Council of the European Union of July 2002 and with those of the ASF Standard no. 39/2015.

b) Presentation of the consolidated financial statements

The Group has adopted a liquidity-based presentation in the consolidated statement of financial position and a presentation of income and expenses by nature in the consolidated statement of comprehensive income, considering that these presentation methods provide information that is credible and more relevant than that which would have been presented under other methods permitted by IAS 1 "Presentation of Financial Statements".

c) Basis of assessment

The consolidated financial statements are prepared on the basis of the fair value convention for financial assets and liabilities, at fair value through the profit and loss account and financial assets at fair value through other comprehensive income, respectively for real estate investments.

Other financial assets and liabilities, as well as non-financial assets and liabilities are presented at amortised cost, revalued or at cost.

The methods used to measure fair value are set out in Note 4.

d) Business continuity

The consolidated financial statements have been prepared using the business continuity principle, which assumes that parent Lion Capital and the companies in its portfolio will be able to dispose of assets and honour their obligations during the course of their operational activity.

e) Functional and presentation currency

The consolidated financial statements are presented in lei, rounded to the nearest leu, the currency that the Group's management has chosen as the presentation currency.

f) Using Estimates and Judgments

The preparation of consolidated financial statements in accordance with IFRS involves the use by the Group's management of estimates, judgments and assumptions that affect the application of accounting policies as well as the reported value of assets, liabilities, revenues and expenses. The estimates and assumptions associated with these judgments are based on historical experience as well as other factors considered reasonable in the context of these estimates. The results of these estimates form the basis of judgments regarding the carrying values of assets and liabilities that cannot be obtained from other sources of information. The results obtained may differ from the values of the estimates.

The estimates and assumptions underlying them are reviewed periodically. 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 in which the estimate is revised, and future periods if the revision affects both the current period and future periods.

The judgments made by the Group's management in application of IFRS that have a material effect on the consolidated financial statements as well as the estimates that imply a material adjustment risk during the next year are presented in Note 6.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

g) Changes in accounting policies - information on accounting policies with material impact

The Group adopted the document "Presentation of accounting policies (Amendments to IAS 1 and Statement 2 on IFRS practice) as of January 1, 2023. Management reviewed accounting policies in this context, and the Amendments did not lead to changes to accounting policies themselves.

The details of the changes and their application have already been presented in the set of consolidated financial statements for 2024 and 2023.

The accounting policies set out below have been applied consistently across all periods presented in these consolidated financial statements.

3 Basics of consolidation

a) Subsidiaries and associated entities

Subsidiaries are entities under the control of the Group. Control exists when the Group is exposed to or has rights to the variable return based on its participation in the Group in which it has invested and has the ability to influence that income through its authority over the entity in which it has invested. At the time of the evaluation of the control, the potential or convertible voting rights that are exercisable at the time are also taken into account.

The financial statements of subsidiaries are included in the consolidated financial statements from the moment control begins until the moment it ceases. The accounting policies of the subsidiaries have been modified in order to align them with those of the Group.

The list of investments in subsidiaries as of December 31, 2025 and December 31, 2024 is as follows:

No.	Company name	Percentage held (%)	
		December 31, 2025	December 31, 2024
1	(SIF Imobiliare PLC Nicosia)	99,9997	99,9997
2	(SIF SPV TWO Bucharest)	99,99	99,99
3	SAI Muntenia Invest SA Bucharest	99,98	99,98
4	(SIF1 IMGB)	99,99	99,99
5	(Napomar SA Cluj Napoca)	99,43	99,43
6	(SIF Hoteluri SA Oradea)	98,99	98,99
7	Administrare Imobiliare SA Bucharest	97,40	97,40
8	(SIF SPV THREE)	99,90	99,90
9	(Iamu SA Blaj)	96,53	96,53
10	(Vrancart SA Adjud)	76,33	76,33
11	(SIF SPV FOUR)	99,90	99,90
12	(SIFI CJ Logistic)*	5,53	5,53

Note: The subsidiaries presented in brackets in the table above are reflected at fair value in the statement of profit or loss in consolidated statements

**Subsidiary through control owned directly and/or indirectly through SIF Real Estate Plc Nicosia.*

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

b) Associated entities

Associates are those companies in which the Group can exercise significant influence, but not control over financial and operational policies.

Lion Capital, in which Lion Capital S.A. holds between 20-50%, over which it exercises significant influence as of December 31, 2025, is Biofarm SA.

Company name	Percentage held (%)	
	December 31, 2025	December 31, 2024
Biofarm SA Bucharest	36,75	36,75

As of December 31, 2025, Lion Capital S.A. has representatives on the Board of Directors of Biofarm SA and participates in the development of its policies.

In accordance with IFRS (IAS 28, paragraph 9), the Group may lose its significant influence over the entities in which it has invested when it loses its power to participate in the financial policy decisions and operating power of the entity, such as when the associated entity comes under the control of the government, the judiciary, a director or a regulatory body.

Companies over which they do not exercise significant influence:

Company name	Percentage held (%)	
	December 31, 2025	December 31, 2024
Grand Hotel Bucharest	40,19	40,19

As the criteria in paragraph 6 of IAS 28 ("Material Influence Criteria") are not met, it can be concluded that Lion Capital S.A. does not have significant influence over the associates in the table above.

c) Transactions eliminated on consolidation

Settlements and intra-Group transactions, as well as unrealized profits resulting from intra-Group transactions, are fully eliminated from the consolidated financial statements.

4 Accounting policies with material impact

The accounting policies set out below have been applied consistently across all periods presented in these consolidated financial statements.

The accounting policies have been consistently applied by all Group entities.

Foreign currency transactions

Transactions denominated in foreign currency are recorded in lei at the official exchange rate from the date of settlement of transactions. Monetary assets and liabilities recorded in foreign currencies at the date of preparation of the consolidated statement of financial position shall be converted into the functional currency at the exchange rate of that day. Gains or losses on monetary items are represented by the difference between the amortised cost expressed in functional currency at the beginning of the reporting period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency converted into functional currency at the closing rate of the period.

Non-monetary assets and liabilities denominated in foreign currency and measured at fair value are translated into functional currency at the rate on the date on which fair value was determined.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

Settlement gains or losses are recognised in the statement of income and loss, except in cases where exchange rate differences arise from the translation of financial instruments classified as measured at fair value by other comprehensive income that are included in the reserve arising from changes in the fair value of those financial instruments and cases where exchange rate differences arise from the translation of financial instruments classified at value fair by profit and loss that are presented as fair value gains or losses.

The exchange rates of the main foreign currencies were:

Currency	Spot course December 31, 2025	Spot course December 31, 2024
EUR	5,0985	4,9741
USD	4,3417	4,7768

Cash and cash equivalents

Cash includes what is available at home and at banks and demand deposits.

Cash equivalents are short-term, highly liquid financial investments that are easily convertible into cash and are subject to an insignificant risk of change in value.

When drawing up the consolidated statement of cash flows, the following were considered as cash equivalents: actual cash, current accounts with banks and deposits with an initial maturity of less than 90 days.

The Group presents the cash flow statement based on the indirect method, reflecting the operating cash flows, those related to the investment activity and those related to the financing activity. The Group recognises purchases and sales of financial assets, dividends and interest received as part of cash flows related to the investment activity. The buyback of own shares and dividends paid to the shareholders of the parent company are reflected in the cash flows related to the financing activity.

Financial instruments under IFRS 9 include the following:

- Investments in equity instruments (shares);

On December 31, 2025 and December 31, 2024, the shares are measured at fair value at profit or loss or at fair value through other comprehensive income.

- Investments in debt instruments (e.g. bonds/government bonds and loans);

As of December 31, 2025 and December 31, 2024, investments in debt instruments held are measured at fair value through profit and amortised cost.

- Commercial and other receivables;
- Cash and cash equivalents;
- Derivatives;
- Interests in subsidiaries and associated entities;
- Financial debts;
- Bonds / government bonds.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

(i) Classification

The financial instruments held are presented by the Group in accordance with IFRS 9 "Financial Instruments" as financial assets and financial liabilities.

The Group presents **financial assets** at amortised cost, at fair value through other comprehensive income or at fair value through profit or loss on the basis of:

- (a) the entity's business model for the management of financial assets, and
- (b) the characteristics of the contractual cash flows of the financial asset.

Business model

- It represents the way in which an entity manages its financial assets to generate cash flows: *collection, sale of assets, or both*;
- Its determination is carried out factually, taking into account: *the way of evaluating and reporting their performance, the existing risks and the way of managing them, respectively the way of compensation of the management* (based on the fair value or on the basis of the cash flows associated with these investments).

Model of assets held for collection (amortised cost)

- Managed to achieve cash flows by collecting principal and interest over the life of the instrument;
- Holding to maturity is not required, but there must be a clear intention to collect cash flows
- There are categories of sales transactions compatible with this model: those due to increased credit risk, limited or insignificant sales in value or sales on dates close to the maturity of the instruments;
- Interest income, depreciation gains or losses, and exchange rate differences are recognized in profit and loss;
- The accounting reflection of these assets (in the event that the SPPI* criterion is also met and the fair value by profit or loss option has not been selected) is made at amortised cost (using the effective interest method, i.e. a method of depreciation of the asset based on estimated cash flows).

* SPPI – payments exclusively for principal and interest.

Collection and Sale Held Assets Model (FVTOCI)

- Managed both to realize cash flows from collection and through the full sale of assets;
- Sales are of high frequency and value, but under IFRS 9, frequent and significant sales can lead to the reclassification of financial assets, usually under other accounting models, such as fair value through profit or loss (FVPL). There is no exact numerical threshold for sales compatible with this model, but frequent sales can affect the classification.
- The purpose of these sales can be: to manage current liquidity needs, maintain a certain structure of the returns obtained or decisions to optimize the entity's balance sheet (correlation of the duration of financial assets with that of financial debts);
- The accounting reflection of these assets (in the event that the SPPI criterion is also met and the fair value through profit and loss option has not been selected) is made at fair value through other comprehensive income (use of the effective interest method; interest, expected credit gains or losses and exchange rate differences – in profit and loss / change in the fair value of these instruments – in other comprehensive income, amounts recognised in other comprehensive income are recycled through profit and loss on asset recognition).

Other Business Model (FVTPL)

- Assets under management for the purpose of achieving cash flows through sales;

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

- The collection of cash flows associated with these investments is incidental, it does not represent the purpose of holding the assets for the collection of principal and interest;
- Assets whose performance is managed and reported on the basis of their fair value;
- Their accounting reflection is carried out at fair value through the profit and loss account.

SPPI test

It contains criteria that assess the extent to which the cash flow structure of a debt instrument fits into the pattern of a basic lending arrangement (interest reflects the value over time of the money, the credit risk associated with the principal, the coverage of other risks and costs associated with lending, and a profit margin).

There are a number of indicators that signal whether debt instruments held should be measured at fair value at profit and loss:

- Certain non-standard interest rates;
- the presence of leverage;
- Certain hybrid instruments (include a built-in derivative).

There are also indicators that, although they would require a fair value reflection, may in certain circumstances be consistent with the SPPI criterion and those assets may continue to be accounted for at amortised cost:

- the existence of an option to repay early or extend the term of the asset;
- non-recourse assets that guarantee the repayment of the debt
- contractually related instruments.

Financial assets measured at fair value through the statement of profit or loss (FVTPL)

A financial asset shall be measured at fair value at profit or loss, unless it is measured at amortised cost or fair value by other comprehensive income in accordance with the criteria set out in the applicable accounting standards (e.g. the SPPI criterion for financial assets).

Financial assets measured at fair value through other comprehensive income (FVOCI)

A financial asset, in the nature of debt instruments, must be measured at fair value by other comprehensive income if both of the following conditions are met:

(a) the financial asset is held under a business model the objective of which is to collect contractual cash flows and sell financial assets, and

(b) the contractual terms of the financial asset give rise, on certain dates, to cash flows which are exclusively payments of principal and interest on the amount of principal due.

The Group may make an irrevocable election at initial recognition in the case of certain investments in *equity instruments* that would otherwise be measured at fair value at profit or loss to disclose subsequent changes in fair value in other comprehensive income (in accordance with IFRS 9 – Financial Instruments).

Financial assets measured at amortised cost

A financial asset must be measured at amortised cost if both of the following conditions are met:

(a) the financial asset is held under a business model whose objective is to hold financial assets for the purpose of collecting contractual cash flows, and

(b) the contractual terms of the financial asset give rise, on certain dates, to cash flows which are exclusively payments of principal and interest on the amount of principal due.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

Financial debts

Financial liabilities are measured at fair value at profit or loss (FVTPL) if:

- meet the requirements of the definition of 'held for trading';
- are designated in the FVTPL category at initial recognition (if the specific conditions are met).

The other financial liabilities are valued at amortised cost.

(ii) Recognition

Financial assets and liabilities are recognised on the date on which the Group becomes a contractual party under the terms of that instrument. When the Group recognises a financial asset for the first time, it must classify it: amortised cost, fair value through profit or loss, or fair value through other comprehensive income) in IFRS 9 and measure it in accordance with IFRS 9 (a financial asset or financial liability is measured at its fair value plus or minus transaction costs, respectively, directly attributable to the acquisition or issuance of the asset or liability).

(iii) Rating

After initial recognition, the Group must measure financial assets in accordance with IFRS 9 at:

- a) Amortized cost;
- b) Fair value through other comprehensive income; or
- c) Fair value through profit or loss account.

After initial recognition, the Group must measure the financial liabilities in accordance with IFRS 9.

Thus, the Group will classify all financial liabilities at amortised cost, except:

- a) financial liabilities measured at fair value through the profit or loss account;
- b) financial liabilities arising when the transfer of a financial asset does not meet the conditions for derecognition;
- c) financial collateral agreements, measured at the greater of the amount of the loss provision amount (in IFRS 9) and the amount originally recognised less cumulative income (recognised under IFRS 15);
- d) commitments to provide a loan at a below-market interest rate, measured at the greater of the amount of the provision for losses (in IFRS 9) and the amount initially recognised minus cumulative income (recognised under IFRS 15);
- e) contingent consideration recognised by an acquirer in a business combination to which IFRS 3 applies.

Valuation at amortised cost

The amortised cost of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured after initial recognition minus principal repayments, plus or minus the cumulative amortization using the effective interest method for each difference between the original value and the maturity value, and minus any reduction for any estimated credit losses.

The effective interest rate is the rate that accurately discounts future cash payments and receipts over the expected life of the financial instrument up to the level of the gross carrying amount of the financial asset, respectively the amortised cost of the financial liability. When calculating the effective interest rate, the Group shall estimate cash flows taking into account all contractual conditions of the financial instrument, but shall not take into account future losses from changes in credit risk. The calculation includes all commissions and points paid or collected by the parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums and discounts.

Fair value measurement

Fair value represents the price that would have been received on the sale of an asset or paid for the transfer of a liability in a transaction conducted under normal conditions between participants in the

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

main market, at the valuation date, or in the absence of the main market, in the most advantageous market to which the Group has access at that date.

The group measures the fair value of a financial instrument using the prices quoted on an active market for that instrument. A financial instrument has an active market if quoted prices are readily and regularly available for that instrument. The group measures instruments listed on active markets using the closing price.

A financial instrument is considered to be quoted on an active market when quoted prices are readily and regularly available from an exchange, dealer, broker, industry association, pricing service or regulatory agency, and those prices reflect transactions that occur on a real and regular basis conducted under objective market conditions.

The category of shares listed on an active market includes all those shares admitted to trading on the Stock Exchange or on the alternative market and which present frequent transactions. The market price used to determine fair value is the market closing price on the last trading day before the valuation date.

Fund units are valued on the basis of the net asset unit value (NAV), calculated by the fund manager using closing quotes. For all funds, prices (net asset value) are readily and regularly available to the Group. For all funds, transactions with fund units take place on a regular basis under normal market conditions.

The Group also considered that the frequency was sufficient, given the characteristics of the asset, the subscription and redemption intervals being set by the Fund Manager, and the transactions taking place at the quoted price (NAV), unadjusted. The Group considers that the NAV of each fund is representative of fair value.

Government bonds are valued based on the market price available on Bloomberg for that issue, multiplied by the nominal value per unit.

In the absence of a price quote on an active market, the Group uses valuation techniques. The fair value of financial assets not traded on an active market is determined by authorised valuers.

Valuation techniques include techniques based on the use of observable inputs, such as the quoted price of the identical item held by another party in the form of an asset, in a market that is not active, and for assets for which observable prices are not available, valuation techniques based on the analysis of discounted cash flows. These include the method of comparisons with similar instruments for which there is an observable market price, i.e. the method of the percentage of the net assets of these companies, adjusted with a discount for minority ownership and a discount for lack of liquidity), making the most of market information, relying as little as possible on company-specific information.

The group uses evaluation techniques that maximize the use of observable data and minimize the use of unobservable data.

Evaluation techniques are used consistently.

(iv) Identification and assessment of expected credit losses

The Group must recognise an adjustment for expected credit losses on a financial asset that is measured in accordance with IFRS 9 (debt instruments measured at amortised cost or fair value through other comprehensive income), a claim arising from a lease, a lending commitment and a financial guarantee agreement.

The Group applies the expected credit loss provisions for the recognition of the impairment adjustment for assets measured at fair value through other comprehensive income (debt instruments that meet the criteria of IFRS 9 – assets held for the purpose of cash flow collection and sale, the cash flows of which represent exclusively principal repayments or interest payments). The adjustment thus determined is recognised on account of other comprehensive income and does not reduce the carrying amount of the financial asset in the statement of financial position.

At each reporting date, the Group assesses the credit loss adjustment for an instrument to reflect:

- Expected credit losses for 12 months, if credit risk has not increased significantly since initial recognition;
- Expected credit losses over the lifetime, if credit risk has increased significantly since initial recognition.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

The Group uses a simplified approach whereby it considers that the credit risk has not increased significantly since initial recognition if the financial asset has a low credit risk at the reporting date and has an external rating of the 'recommended investment category'. Based on the information available, it was concluded that there were no events leading to a significant increase in credit risk or default events.

The Group recognises in the statement of profit or loss, as a gain or loss from expected credit losses, the amount of expected, recognised or resumed losses required to affect the adjustment for losses at the reporting date up to the level required by IFRS 9.

The Group assesses the expected credit losses of a financial instrument so that it represents:

- An unbiased value, resulting from weighting several possible outcomes according to the probabilities associated with them;
- The time value of the money;
- Reasonable information available without disproportionate cost or effort at the date of reporting.

The group may assume that the credit risk for a financial instrument has not increased significantly since initial recognition if the financial instrument is considered to have a low credit risk at the reporting date. A financial instrument is considered to have a low risk if:

- The obligor has a high capacity to meet the obligations associated with the contractual cash flows in the near term;
- Unfavourable changes in the economic and business environment may, but not necessarily, reduce the debtor's ability to fulfil its obligations.

Collateral shall not be taken into account in the assessment of low credit risk for issuers. At the same time, financial instruments are not considered to be low-risk merely because they have a lower risk than the other instruments issued by the debtor or compared to the credit risk prevailing in the geographical region or jurisdiction in which it operates.

The Group primarily uses external credit risk ratings in its credit risk assessment.

The Group mainly uses available external credit risk ratings in its credit risk assessment.

The gain or loss related to the disposal of a financial asset or financial liability measured at fair value through the profit or loss account is recognised in the current profit or loss.

Upon derecognition of equity instruments designated as financial assets measured at fair value by other comprehensive income, gains or losses representing favourable or unfavourable differences in valuation, as evidenced in revaluation reserves, are recognised in other comprehensive income (retained earnings representing net realised surplus - IFRS 9).

Upon derecognition of financial assets, the retained earnings since the date of transition to IFRS 9 are transferred to a retained profit representing realized surplus.

A gain or loss on a financial asset that is measured at amortised cost is recognised in the current profit or loss when the asset is derecognised.

(v) Derecognition

The Group decognises a financial asset when the rights to receive cash flows from that financial asset expire, or when the Group has transferred the rights to receive the contractual cash flows relating to that financial asset in a transaction in which it has transferred substantially all of the risks and benefits of ownership.

Any interest in transferred financial assets retained by the Group or created for the Group is separately recognised as an asset or liability.

The Group recognises a financial debt when the contractual obligations have been concluded or when the contractual obligations are cancelled or expire.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

The derecognition of financial assets and liabilities shall be accounted for using the weighted average cost method. This method involves calculating the value of each item based on the weighted average of the value of the like items in stock at the beginning of the period and the value of the like items purchased during the period.

(vi) Reclassifications

If the Group reclassifies financial assets in accordance with IFRS 9 (as a result of the change in the business model for the management of its financial assets), then all affected financial assets will be reclassified. Financial liabilities cannot be reclassified after initial recognition.

The Group shall apply the reclassification of financial assets prospectively from the date of the reclassification. Any previously recognised gains, losses or interest will not be restated.

In the event of a reclassification, the Group shall proceed as follows:

- When an asset is reclassified from the amortized cost category to the fair value category through the profit or loss account, the fair value is determined at the date of the reclassification. The difference between amortised cost and fair value is recognised in the statement of profit or loss;
- When an asset is reclassified from the fair value category through the profit or loss account to the amortised cost account, the fair value at the date of the reclassification becomes the new gross carrying amount;
- When an asset is reclassified from amortised cost to fair value by other comprehensive income, fair value is determined at the date of reclassification. The difference between amortised cost and fair value is recognised in other comprehensive income, without adjusting the effective interest rate or expected lending losses;
- When an asset is reclassified from fair value through other comprehensive income to amortised cost, the reclassification is made at the fair value of the asset at the date of the reclassification. Amounts previously recognised in other comprehensive income are eliminated in relation to the fair value of the asset, without affecting the profit or loss account. The effective interest rate and the expected lending losses are not adjusted as a result of the reclassification;
- When an asset is reclassified from fair value through profit or loss to fair value through other comprehensive income, the asset continues to be measured at fair value;
- When an asset is reclassified from fair value through other comprehensive income to fair value through profit or loss, the financial asset continues to be measured at fair value. Amounts previously recognised in other comprehensive income are reclassified from equity in the statement of profit or loss as an adjustment from the reclassification (in accordance with IAS1).

(vii) Gains and losses

Gains or losses resulting from a change in the fair value of a financial asset or financial liability that is not part of a hedging relationship are recognised as follows:

- Gains or losses arising from financial assets or financial liabilities classified as measured at fair value by the statement of profit or loss shall be recognised in the statement of profit or loss;
- Gains or losses arising from a financial asset measured at fair value through other comprehensive income are recognised to other comprehensive income.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

Gains on shares measured at fair value by other comprehensive income are recognised as follows:

- Changes in fair value (including exchange rate) in other comprehensive income – these gains will never be recycled in the profit and loss account, even on derecognition (unlike FVOCI debt instruments);
- Dividend income is recognized in profit or loss.

Gains on debt instruments (bonds):

- Changes in fair value (including exchange rate) in other comprehensive income;
- Interest income is recognised in the profit or loss account;
- Adjustments for loss are recognized in the profit or loss account.

When the asset is derecognised, the accumulated gains or losses previously recognised to other comprehensive income:

- They are reclassified from equity to profit or loss account, in the case of debt instruments;
- They are transferred to the retained profit in the case of equity instruments (shares).

At the time of impairment or derecognition of financial assets accounted for at amortised cost, as well as through their amortization process, the Group recognises a gain or loss in the profit or loss statement.

In the case of financial assets recognised using settlement accounting, no change in the fair value of the asset to be received during the period between the trading date and the settlement date is recognised for assets recorded at cost or amortised cost (except for expected credit loss losses). For assets accounted for at fair value, however, the change in fair value must be recognised in the statement of profit or loss or in equity, as the case may be.

d) Fixed assets held for sale

The Group accounts for fixed assets held for sale in accordance with IFRS 5. The group reclassifies fixed assets under this category if the following conditions are met: there is a firm commitment to dispose of them, the asset is immediately available for sale, there is an active search for potential buyers, the price at which the asset is to be recovered is reasonable in relation to its fair value, and there are no clear indications that the sale decision is likely to be withdrawn.

The measurement at the date of classification as fixed assets for sale is made on the basis of the carrying amount of the asset, determined according to the Financial Reporting Standard applicable to that category. The subsequent measurement shall be carried out at the lower of the carrying amount and fair value less the costs incurred in the recovery of the assets.

At the reporting date, the Group classified certain fixed assets as held for sale in accordance with the requirements of IFRS 5 "Fixed assets held for sale and discontinued operations".

Fixed assets classified as held for sale have been valued on the basis of a valuation report prepared by an authorised independent valuer. In accordance with IFRS 5, these assets are recognised at the lesser of carrying amount and fair value less costs of selling.

For the assets presented, no impairment adjustments were required as the sales value set out in the contract is consistent with the fair value determined by the valuation report. Moreover, no changes in the sale price are anticipated and the costs related to the transfer of ownership are insignificant and do not justify the establishment of adjustments. The Group considers that there are no significant risks related to the completion of the sale of these assets. Therefore, it is not necessary to make a provision for impairment losses or risks related to non-completion of the transaction.

The only remaining cost is that associated with administrative formalities, therefore, the Group considers that a sensitivity analysis is not relevant. These costs are set out in the transaction and do not affect the net value of the assets recognised in the financial statements.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

Fixed assets held for sale are presented at the contract sale value, without additional adjustments, and the risks associated with the transaction are considered insignificant.

The proceeds from the sale of these assets are recognised when the significant risks and rewards of the property are transferred to the buyer

e) Other financial assets and liabilities

Other financial assets and liabilities are measured at amortised cost using the effective interest method.

f) Tangible fixed assets

(i) Recognition and evaluation

Tangible assets recognised as assets are initially measured at cost. The cost of a property, plant and equipment consists of the purchase price, including sunk taxes, after deduction of any commercial price reductions and any costs that can be directly attributed to bringing the asset to the location and under the condition necessary for it to be used for the intended purpose of management, such as: employee expenses that result directly from the construction or acquisition of the asset, site set-up costs, initial delivery and handling costs, installation and assembly costs, professional fees.

Tangible assets are classified by the Group into the following asset classes of the same nature and with similar uses:

- Land and constructions;
- Technical installations and means of transport;
- Other installations, machinery and furniture.

(ii) Evaluation after recognition

After recognition as an asset, property, plant and equipment of the nature of land and buildings whose fair value can be reliably measured are accounted for at a revalued value, which is the fair value at the revaluation date less any depreciation accrued thereafter and any accumulated losses from expected credit losses. Other tangible assets are measured at cost minus cumulative depreciation and any losses from expected credit losses.

Revaluations are made regularly to ensure that the carrying amount does not differ materially from what would have been determined by using fair value at the end of the reporting period.

If an item of property, plant and equipment is revalued, then the entire class of property, plant and equipment to which that item belongs is subject to revaluation.

If the carrying amount of an asset is increased as a result of a revaluation, the increase is recognised in other comprehensive income and accumulated in equity as a revaluation surplus.

However, the increase will be recognised in the profit or loss account to the extent that it offsets a decrease in the revaluation of the same asset previously recognised in the profit or loss account.

If the carrying amount of an asset is reduced as a result of a revaluation, this decrease is recognised in the profit or loss account.

However, the reduction will be recognised in other comprehensive income to the extent that the revaluation surplus shows a credit balance for that asset. Transfers from the revaluation surplus to retained earnings are not made through the profit or loss account.

(iii) Subsequent costs

The subsequent costs related to tangible assets are assessed in the light of the general criterion for the recognition of tangible assets, respectively

- whether the entry of future economic benefits associated with the asset is likely;

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

- Whether these costs can be measured reliably.

The costs of daily maintenance ("repair and maintenance expenses") related to tangible fixed assets are not capitalized; they are recognised as costs of the period in which they occur. These costs consist mainly of labor and consumables expenses, and may also include the cost of low-value components. Expenses for the maintenance and repair of tangible assets are recorded in the profit or loss account when they occur, and significant improvements to tangible assets, which increase their value or lifespan, or which significantly increase their ability to generate economic benefits, are capitalized.

(iv) Amortization

Depreciation is calculated for the cost of the asset or another value that substitutes for the cost, minus the residual value. Depreciation is recognised in the statement of profit or loss using the straight-line method for the estimated useful life of property, plant and equipment.

The estimated useful lives for the current period and for the comparative periods are as follows:

Construction	10-50 years
Equipment, technical installations and machinery	3-30 years
Means of transport	4-12 years old
Furniture and other tangible assets	3-20 years

The depreciation methods, the estimated useful life as well as the residual values are reviewed by the Group's management on each reporting date.

(v) Sale/disposal of tangible assets

The carrying amount of a tangible asset is derecognised (eliminated from the statement of financial position) upon disposal or when no future economic benefit is expected from its use or disposal.

Tangible assets that are scrapped or sold are removed from the balance sheet together with the corresponding cumulative depreciation. Any profit or loss resulting from such a transaction is included in the current profit or loss account.

(ii) Real estate investments

An investment property is real estate (land, building or part of a building) held by the Group for the purpose of obtaining rental income or increasing the value of capital, or both, rather than to be used for the production or provision of goods or services or for administrative purposes or to be sold in the normal course of business.

(iii) Recognition

A real estate investment should be recognised as an asset if, and only if there is a likelihood that the future economic benefits associated with the real estate investment accrue to the Group and the cost of the real estate investment can be reliably assessed.

(iv) Rating

Assessment on recognition

A real estate investment must initially be valued at cost, including transaction costs. The cost of a purchased real estate investment includes its purchase price plus any directly attributable expenses (e.g. professional fees for the provision of legal services, fees for the transfer of ownership and other transaction costs).

Assessment after recognition

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

Fair value model

After initial recognition, all real estate investments are measured at fair value, unless fair value cannot be reliably determined on a continuous basis.

In exceptional situations where, at the time of the first acquisition of a real estate investment, there is clear evidence that the fair value of the real estate investment cannot be reliably determined on a continuous basis, the Group shall value that real estate investment using the cost model. All other real estate investments are measured at fair value. If the Group has previously measured a real estate investment at fair value, then it will continue to measure that real estate investment at fair value until the time of disposal.

Gains or losses resulting from changes in the fair value of real estate investments are recognised in the profit or loss of the period in which they occur.

The fair value of real estate investments must reflect market conditions at the end of the reporting period.

(v) Derecognition

The carrying amount of a real estate investment is derecognised (eliminated from the statement of financial position) at the time of disposal or when the investment is definitively withdrawn from use and no future economic benefits are expected from its disposal.

Gains or losses arising from the scrapping or disposal of a real estate investment must be recognised in the profit or loss account at the time of the decommissioning or disposal.

g) Expected credit losses of non-financial assets

The carrying amount of the Group's assets that are not financial in nature other than deferred tax assets is reviewed at each reporting date to identify the existence of indications of expected credit losses. If such indices exist, the recoverable value of those assets shall be estimated.

A loss from expected credit losses is recognised when the carrying amount of the asset or its cash-generating unit exceeds the recoverable amount of the cash-generating asset or unit. A cash-generating unit is the smallest identifiable group that generates cash and is independent of other assets and groups of assets. Losses from expected credit losses are recognised in the statement of profit and loss. The recoverable value of a cash-generating asset or unit is the maximum of its use value and its fair value, less the costs of selling that asset or unit. To determine net use value, future cash flows are discounted using a pre-tax discount rate that reflects current market conditions and the risks specific to that asset.

Losses from expected credit losses recognised in previous periods are assessed at each reporting date to determine whether they have diminished or no longer exist. The loss from expected credit losses resumes if there has been a change in the estimates used to determine the recovery amount. The loss from expected credit losses is recovered only if the carrying amount of the asset does not exceed the carrying amount that would have been calculated, net of amortization and expected credit losses, if the loss from expected credit losses had not been recognized.

Non-financial assets, other than goodwill, that have been affected by expected credit losses are reviewed for the eventual resumption of impairment at each reporting date.

h) Share capital and treasury shares

Ordinary shares are recognized in the share capital. The incremental costs directly attributable to an issue of ordinary shares are deducted from the capital, net of the effects of taxation.

For the purpose of preparing the consolidated financial statements in accordance with IFRS, the Group also applied the provisions of IAS 29 "Financial Reporting in Hyperinflationary Economies" adjusting, in order to be expressed in the current unit of measure as at December 31, 2003, the share capital.

The Group recognises the buybacks of own shares at the date of the transaction, as a decrease in equity. The repurchased own shares are recorded at the purchase value, brokerage commissions and other costs directly related to the acquisition being recognized in a separate account also as a decrease in

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

equity. The cancellation of treasury shares held is carried out based on the approval of the shareholders, in compliance with all legal requirements regarding this operation. Upon derecognition, the Group uses the share capital accounts (for the nominal value) and retained earnings (for the difference between the acquisition cost and the nominal value) in exchange for the cancelled treasury shares.

i) Provisions for risks and expenses

Provisions are recognised in the consolidated statement of financial position when an obligation arises for the Group related to a past event and it is likely that in the future it will be necessary to consume economic resources to extinguish this obligation and a reasonable estimate of the value of the obligation can be made. To determine the provision, future cash flows are discounted using a pre-tax discount rate that reflects current market conditions and the risks specific to that liability. The amount recognised as a provision is the best estimate of the expenses necessary to settle the current obligation at the end of the reporting period.

j) Interest income and expenses

Interest income and expenses are recognised in the consolidated statement of profit or loss by the effective interest method. The effective interest rate is the rate that accurately discounts future cash payments and receipts over the expected life of the financial instrument up to the level of the gross carrying amount of the financial asset, respectively the amortised cost of the financial liability.

k) Dividend income

Dividends on an equity instrument classified at fair value by other comprehensive income or fair value by profit or loss shall be recognised in profit or loss where the entity's entitlement to receive those amounts is established, unless those amounts represent a substantial recovery of the cost of the investment, according to IFRS 9.

The Group does not record dividend income from shares received free of charge when they are distributed proportionally to all shareholders.

Dividend income is recorded at the gross value including dividend tax (2025: 10%, 2024: 8%), which is recognised as a current corporate income tax expense. Their accounting recognition is carried out after the date of registration, which identifies the shareholders on whom the resolutions of the general meeting of shareholders are affected, taking into account the number of shares held by the Group on the date of registration and the gross dividend/share approved by those resolutions.

l) Income from administration activity (SAI Muntenia)

The estimated value of variable fee income shall be determined by one of the following methods: (a) the expected value representing the sum of probability-weighted values from a range of possible consideration values. An expected value may be an adequate estimate of the value of variable consideration if an entity has a large number of contracts with similar characteristics. b) the most likely value representing the most likely single value in a range of possible values of the consideration (i.e. the single most likely outcome of the contract). The most likely value may be an adequate estimate of the value of variable consideration if the contract has two possible outcomes (either get a performance premium or not). The Group should recognise an estimated amount of performance fee income only to the extent that it is highly likely that there will be no significant reversal in the amount of recognised cumulative revenue when the uncertainty associated with the variable consideration is subsequently resolved. The Group has a limitation in estimating the amount of performance fee during the financial year according to IFRS 15 and recognizes this income only annually. The income

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

from the management activity is recognized on the basis of the contracts concluded with the managed funds. The price of the contracts is represented by the monthly administration fee and a performance fee determined in accordance with the contractual provisions. The Group has concluded management contracts with Longhshield Investment Group and partnership agreements with the Open Investment Fund Plus Invest and with FIAIPCP Muntenia Trust. For the management of Longhshield Investment Group, the monthly management fee is calculated as a percentage of the total assets certified by the depository bank for the last day of the month, and the performance fee is due for meeting the performance criteria and objectives set annually by the General Meeting of Shareholders of the managed company and is calculated by applying a percentage to the difference between the gross profit achieved and the budgeted gross profit. For the management of the Open Investment Fund Plus Invest, the monthly management fee is calculated as a percentage of the monthly average of the net assets certified by the depository bank and for the management of FIAIPCP Muntenia Trust the fee is calculated as a percentage of the total assets of the Fund. No performance fee is due for the management of these two funds.

m) Rental income

Rental income is generated by real estate investments leased by the Group in the form of operational leasing contracts and is recognised in profit or loss on a straight-line basis throughout the contract period.

n) Employee benefits

(i) Short-term benefits

The obligations with short-term benefits granted to employees are not updated and are recognized in the statement of the overall result as the related service is provided.

Short-term benefits for employees include salaries, bonuses, and social security contributions. Short-term employee benefits are recognized as an expense when services are provided.

(ii) Determined contribution plans

The Group makes payments on behalf of its employees to the pension system of the Romanian state, and health insurance, in the course of normal activity. The Group also withholds and transfers to private pension funds the amounts with which employees have enrolled in an optional pension plan.

All employees of the Group are members and also have the legal obligation to contribute (through social contributions) to the pension system of the Romanian State (a plan of determined contributions of the State). All related contributions are recognised in the profit or loss account for the period when they are made. The group has no additional obligations.

The Group is not employed in any independent pension scheme and, consequently, has no other obligations in this regard.

(iv) Payment based on shares and share option plan programs

According to IFRS 2, for share-settled payment transactions, the Group must measure the goods or services received and the corresponding increase in equity, directly at the fair value of the goods or services received, unless fair value cannot be reliably estimated. If the Group cannot reliably estimate the fair value of the goods or services received, the Group must assess their value and the corresponding increase in equity indirectly, in relation to the fair value of the equity instruments granted.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

In order to apply these provisions to transactions with employees and other persons providing similar services, the Group must measure the fair value of the services received in relation to the fair value of the equity instruments granted, as it is generally not possible to reliably estimate the fair value of the services received. The fair value of those equity instruments shall be assessed at the date of granting. A grant of equity instruments may be conditional on the fulfilment of specific conditions for entitlement. For example, an award of shares or stock options to an employee is generally conditional on the employee remaining in the service of the Group for a specified period of time. It may be necessary to satisfy performance conditions, such as the group achieving a specified increase in profit or a specified increase in the group's share price. Conditions for entitlement, other than market conditions, should not be taken into account when estimating the fair value of shares or stock options at the valuation date. Instead, the conditions for entitlement must be taken into account by adjusting the number of equity instruments included in the valuation of the transaction so that, ultimately, the value recognised for the goods or services received in exchange for the equity instruments granted must be based on the number of equity instruments that ultimately become entitled. Therefore, on a cumulative basis, no value is recognised for the goods or services received if the equity instruments granted do not become entitlements due to the non-fulfilment of a condition for entitlement, for example, the partner does not complete the specified service period or a performance condition is not met.

o) Corporate income tax

Reflected in the statement of financial position

The corporate income tax includes the current tax and the deferred tax.

Corporate income tax is recognised in profit or loss or other comprehensive income if the tax relates to capital items.

The Group recognises a deferred corporate income tax liability (deductible) for temporary taxable (deductible) fair value differences in the case of investments in shares measured at fair value by other comprehensive income. The amount of this liability/receivable) is adjusted accordingly each time any differences in taxable (deductible) fair value are recognised.

Deferred tax is determined using the balance sheet method for those temporary differences that arise between the tax basis for calculating the tax on assets and liabilities and their carrying amount used for reporting in the consolidated financial statements.

Deferred tax is not recognised for the following temporary differences: initial recognition of goodwill, initial recognition of assets and liabilities arising from transactions which are not combinations of undertakings and which do not affect either accounting or tax profits, and differences arising from investments in subsidiaries and associated entities, provided that they are not resumed in the near future. The deferred tax is calculated on the basis of the tax percentages that are expected to be applicable to the temporary differences when they are resumed, based on the legislation in force on the reporting date or the legislation issued on the reporting date and which will enter into force later.

The deferred tax liability is recognised only to the extent that taxable profit is likely to be obtained in the future after offsetting against the tax loss of previous years and the corporate income tax to be recovered. The deferred tax claim is reduced to the extent that the related tax benefit is unlikely to be realised.

The calculated deferred tax receivables and liabilities are presented at net value in the Group's financial statements.

Deferred tax claims and liabilities are set off if there is a legal right to offset current tax claims and liabilities that relate to taxes levied by the same tax authority, from the same taxable entity, or on different tax entities, but which intend to offset current tax claims and liabilities on a net basis or their tax assets and liabilities will be realised simultaneously.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

Reflected in the profit or loss situation

Current corporate income tax also includes tax on income from dividends recognised at gross value, respectively income tax (in the case of a subsidiary).

The additional taxes arising from the distribution of dividends are recognised on the same date as the obligation to pay dividends.

The current tax is the tax payable related to the profit made in the current period, determined on the basis of the percentages applied at the balance sheet date and all the adjustments related to the previous periods.

On December 31, 2025 and December 31, 2024, corporate income tax was 16% and income tax was 1%.

p) Earnings per share

Lion Capital parent discloses basic and diluted earnings per share in the separate financial statements.

q) Dividend

Dividends are treated as a distribution of profits during the period in which they were declared and approved by the General Meeting of Shareholders. The profit available for distribution is the profit of the year recorded in the consolidated financial statements prepared in accordance with the International Financial Reporting Standards adopted by the European Union.

Dividends not collected for three years and for which the right to claim has been time-barred shall be recorded in equity in Other Reserves.

r) Segment reporting

An operating segment is a component of an entity that engages in commercial activities from which it can derive revenue and incur expenses (including revenues and expenses related to transactions with other components of the same entity) whose operating results are regularly reviewed by the entity's lead operational decision-maker to make decisions on the resources to be allocated to the segment and evaluate performance and for which financial information is available.

From the management point of view, the real estate activity of some of the subsidiaries is pursued as a financial activity and has been included in the financial activity segment.

s) Adoption of new or revised Standards and Interpretations

New IFRS accounting standards and amendments to existing standards that are in effect for the current year:

This year, the Group has applied amendments to IAS 21 "Lack of convertibility" issued by the International Accounting Standards Board (IASB) that are mandatory for reporting periods on or after January 1, 2025. The adoption of these amendments had no impact on the information to be provided or on the amounts reported in these consolidated financial statements.

New IFRS accounting standards and amendments to existing standards issued and adopted by the EU but not yet entered into force

At the date of approval of these consolidated financial statements, the Group has not applied the following amended IFRS Accounting Standards that have been issued by the IASB and adopted by the EU, but have not yet entered into force, with the effective date set by the IASB being January 1, 2026:

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

Amendments to IFRS 9 and IFRS 7 - Amendments to the classification and measurement of financial instruments.

Amendments to IFRS 9 and IFRS 7 - Contracts Referring to Electricity Dependent on Natural Conditions.

Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7 - Annual Improvements to IFRS Accounting Standards - Volume 11.

New IFRS accounting standards and amendments to existing standards issued but not yet adopted by the EU

Currently, IFRS as adopted by the EU does not differ significantly from IFRS adopted by the International Accounting Standards Board (IASB), except for the following new standards and amendments to existing standards, which have not been adopted by the EU at the date of authorisation of these consolidated financial statements:

IFRS 18 - Presentation and disclosure of information in financial statements (effective date determined by the IASB: January 1, 2027).

IFRS 19 as amended - Non-public liability subsidiaries: information to be provided (effective date set by the IASB: January 1, 2027).

Amendments to IAS 21 - Transition to a hyperinflationary presentation currency (effective date set by the IASB: January 1, 2027).

IFRS 14 - Deferral Accounts for Regulated Activities (effective date set by the IASB: January 1, 2016).

Amendments to IFRS 10 and IAS 28 - Sale of or contribution of assets between an investor and its associates or joint ventures and subsequent amendments (effective date deferred indefinitely by the IASB, but early application permitted)

The Group anticipates that the adoption of these new standards and amendments to existing standards will not have a material impact on the Group's consolidated financial statements in the future.

Risk hedging accounting for a portfolio of financial assets and liabilities whose principles have not been adopted by the EU remains unregulated. According to the Group's estimates, the use of hedging accounting for the risks of a portfolio of financial assets and liabilities in accordance with IAS 39: "Financial Instruments: Recognition and Measurement" would not materially affect the individual financial statements, if applied at the balance sheet date.

t) Post-balance sheet events

Events occurring after the balance sheet date may provide additional information on the reported period compared to that known at the balance sheet date. If the annual consolidated financial statements have not been approved, they must be adjusted to reflect additional information, if that information relates to conditions (events, operations, etc.) that existed at the balance sheet date.

Post-balance sheet events are those events, whether favourable or unfavourable, that occur between the balance sheet date and the date on which the annual financial statements are approved. Post-balance sheet events include all events occurring up to the date on which the annual consolidated financial statements are approved, even if those events occur after the public disclosure of financial information.

Two types of post-balance sheet events can be identified:

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

- those proving the conditions that existed at the balance sheet date. These events subsequent to the balance sheet date lead to the adjustment of the annual financial statements; and

- those that provide indications of conditions arising after the balance sheet date. These events subsequent to the balance sheet date do not lead to an adjustment to the annual financial statements. In the case of events subsequent to the balance sheet date that lead to the adjustment of the annual financial statements, the Group adjusts the amounts recognised in its financial statements to reflect events subsequent to the balance sheet date. A post-balance sheet date event that leads to an adjustment to the annual financial statements and that requires the Group to adjust the amounts recognised in its annual financial statements or to recognise items that were not previously recognised is the post-balance sheet date settlement of a dispute confirming that the Group has a present obligation at the balance sheet date. The Group shall adjust any previously recognised provisions relating to this dispute or recognise a new provision.

u) Non-financial climate-related disclosures and the impact of climate risks on asset impairments

In the context of the European Union's objective of achieving climate neutrality by 2050, the Group recognises the need for significant investments and the mobilisation of capital towards economic sectors that can facilitate the transition to a sustainable model. In this regard, part of the Group's sustainability efforts have focused on integrating ESG (environmental, social and governance) principles into its current activities. The Group also assessed the impact of climate risks on its assets, including the impairment risks associated with them, and adopted appropriate measures to manage them.

Impairment of non-financial assets

The tangible assets held by the Group, classified as both tangible assets and real estate investments (presented in the specific notes to the financial statements), are depreciated in accordance with the applicable legal provisions and accounting rules. Their periodic revaluation, for the purpose of demonstrating them at fair value, carried out in accordance with the applicable valuation standards, shall also take into account the risks associated with the holding or exploitation of those assets. The assets held by the Group and reflected as tangible assets or real estate investments have not suffered impairments that represent the effect of climate change and whose impact is recognised in the financial statements prepared by the Group.

Provisions, accounting treatment of electricity purchase contracts

The Group has not concluded and does not have concluded electricity purchase agreements, other than those signed as a final consumer to ensure the operation of the operational activity carried out at the Group's main headquarters and at the branch in Bucharest. As a result, the Group did not recognise provisions in this regard. Both in the previous financial years and in the financial year ended 31 December 2025, the share of energy costs in the Group's total operating expenses was low.

v) Impact of the conflict in Ukraine on consolidated financial statements

The Group does not have any investments or exposures in the area of the military conflict in Ukraine. The impact on the Group's equity and financial performance is related to unpredictable developments in financial markets, significant fluctuations in the value of some asset classes, significant changes in fair value in the case of equity participations of issuers facing disruption in the raw material supply chain, increases in operating costs or increased energy costs. These aspects were reflected in the changes in Tier 1 fair value during the year, in the interim reports, and in these financial statements, on account of the assumptions taken into account in determining the Tier 3 fair value applied to unlisted or non-active market shareholdings. Moreover, the range of ongoing global geopolitical tensions, including the conflict in the Middle East, continues to represent a source of uncertainty, both through

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

its direct impact on the energy commodity markets and through the potential emergence of episodes of volatility in the financial markets.

(v) Impact of the current macroeconomic environment on employee benefits, credit losses, expected non-financial assets and expected credit losses (ECL)

Employee benefits

The Group did not experience exceptional variations in employee benefits as a result of the current macroeconomic environment. Any changes in the level of employee remuneration are the result of periodic negotiations between the Group's management and the employees' representatives, under the conditions of the applicable legal regulations.

Impairment of non-financial assets

The tangible assets held by the Group, classified as both tangible assets and real estate investments (presented in the specific notes to the financial statements), are depreciated in accordance with the applicable legal provisions and accounting rules. Their periodic revaluation, for the purpose of highlighting them at fair value, carried out in accordance with the applicable valuation standards, shall take into account the macroeconomic context at the date of the valuation and any trends that may affect the explicit forecast period. The assets held by the Group and reflected as tangible assets or real estate investments have not suffered impairments that would represent the effect of the current macroeconomic environment and whose impact would be recognized in the consolidated financial statements prepared by the Group.

Expected credit losses

The Group assessed the need to recognise expected credit losses in accordance with IFRS, using the simplified expected credit loss ('ECL') model. The estimate was based on the analysis of the likelihood of payment, risk exposure and expected losses, taking into account the information available at the reporting date.

As a result of this analysis, it was determined that the expected credit losses do not have an impact on the consolidated financial statements. Compared to previous periods, there were no significant changes in the ECL estimates that would warrant further adjustments. Details of these financial instruments are set out in the notes to the financial statements, in the sections relating to the risks to which the Group is exposed, as well as in the notes detailing the equity positions that include these assets.

5 Significant risk management

The risk management activity is found in the Group's organizational structure and covers both general and specific risks, as provided for by the applicable national and European legislation and regulations. The most important financial risks to which the Group is exposed are credit risk, liquidity risk and market risk. Market risk includes currency risk, interest rate risk and equity price risk. This note provides information on the Group's exposure to each of the above-mentioned risks, the Group's objectives and policies, and risk assessment and management processes.

The Group uses a variety of policies and procedures to manage and assess the types of risk to which it is exposed. These policies and procedures are outlined in the sub-chapter dedicated to each type of risk.

5.1 Financial risks

(a) Market risk

Market risk is the current or future risk of losses on on-balance sheet and off-balance sheet positions due to adverse fluctuations in the price market (such as e.g. share prices, interest rates, exchange rates).

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

The Group's management sets the risk limits that can be accepted, limits that are regularly monitored. However, the use of this approach does not prevent losses outside the limits set in the event of a significant market fluctuation.

Position risk is associated with the portfolio of financial instruments held by the Group with the intention of benefiting from the favorable evolution of the price of those financial assets or from any dividends/coupons granted by issuers. The group is exposed to position risk, both in terms of general and specific, due to short-term investments in bonds, shares and fund units.

The management has pursued and continues to continuously pursue the minimization of the possible adverse effects associated with this financial risk, through an active policy of prudential diversification of the portfolio, as well as by using one or more risk mitigation techniques depending on the evolution of market prices related to the financial instruments held by the Group.

Concentration risk

Concentration risk concerns all assets held by the Group, regardless of the period of their holding, and by reducing this type of risk, the aim is to avoid the registration of too large an exposure to a single debtor/issuer at Group level.

The Management's Exposure Diversification Policy applies to the portfolio structure, the structure of the business model, as well as the structure of the exposures to financial risks. Thus, this diversification policy involves: diversifying the portfolio by avoiding excessive exposure to a debtor, issuer, country or geographical region; the diversification of the structure of the business plan aims at the Group level to avoid excessive exposure to a certain line of business/sector of activity; The diversification of the financial risk structure aims to avoid excessive exposure to a certain type of financial risk.

The market risk of equity instruments results predominantly from shares measured at fair value through other comprehensive income and the profit or loss account. The entities in which the Group holds shares operate in various industries.

The objective of market risk management is to control and manage market risk exposures within acceptable parameters, to the extent of profitability optimization.

The Group's strategy for market risk management is driven by its investment objective and market risk is managed in accordance with its policies and procedures.

The group is exposed to the following categories of market risk:

(i) Equity price risk

Price risk is the risk of making losses in balance sheet positions due to asset price developments.

The Group is exposed to the risk that the fair value of the financial instruments held may fluctuate as a result of changes in market prices, whether caused by factors specific to the activity of its issuer or factors affecting all instruments traded on the market.

The Board of Directors monitors the way in which market risk management is carried out, and internal procedures provide that, when price risks are not in line with the Group's investment policy and principles, the portfolio must be rebalanced.

A positive change of 10% in the price of financial assets at fair value through the profit and loss account (subsidiary shares, associates, corporate bonds/government bonds and fund units) would lead to an increase in profit after tax, by RON 156,420,820 (December 31, 2024: RON 137,191,165), a negative change of 10% having a similar impact, but in the opposite direction.

A positive change of 10% in the prices of financial assets measured at fair value through other elements of the overall result, investments in shares would lead to an increase in equity, net of corporate income tax, by RON 77,489,889 (December 31, 2024: RON 57,171,894), a negative change of 10% having a similar impact, but in the opposite direction.

As can be seen from the table below, as of December 31, 2025, the Group held mainly shares in companies operating in the financial-banking and insurance sectors, with a share of 57.1% of the total portfolio, up from that recorded on December 31, 2024.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

In LEI	December 31, 2025	%	December 31, 2024	%
Financial intermediation and insurance	2.689.518.483	57,1%	1.859.179.679	51,2%
Financial services applicable to the real estate field	846.436.752	18,0%	738.179.097	20,3%
Manufacturing industry	505.486.259	10,7%	531.428.464	14,6%
Extractive industry	353.305.800	7,5%	251.752.575	6,9%
Hotels and restaurants	77.746.609	1,6%	98.666.643	2,7%
Real Estate Rentals	203.237.517	4,3%	76.141.755	2,1%
Transport and storage	31.501.393	7,5%	42.431.866	1,2%
Production and supply of energy, gas, water	-	0,0%	27.450.000	0,8%
Construction	3.841.912	0,1%	4.463.516	0,1%
Wholesale & Retail, Automotive Repair	863.100	0,0%	206.465	0,0%
TOTAL	4.711.937.826	100,0%	3.629.900.060	100,0%

As of December 31, 2025, the Group holds fund units worth RON 177,259,159 (December 31, 2024: RON 317,095,914), in the following investment funds: ASSET PLUS (Alternative Private Equity Investment Fund), OPTIM INVEST (Private Equity Alternative Investment Fund), STAR VALUE (Open-ended Alternative Investment Fund), MULTICAPITAL INVEST (Private Equity Alternative Investment Fund), ROMANIA STRATEGY FUND (Closed-End Alternative Investment Fund) and FDI PLUS Invest (Open-Ended Investment Fund). The Group is exposed to price risk in terms of the investments made (listed shares, bonds, bank deposits) with a different degree of risk by these Investment Funds.

(vi) *Interest rate risk*

IBOR reform

Interest rate risk is the risk that income or expenses, or the value of the Group's assets or liabilities fluctuate as a result of changes in market interest rates.

With regard to interest-bearing financial instruments: interest rate risk is composed of the risk of fluctuation in the value of a particular financial instrument as a result of changes in interest rates and the risk of differences between the maturity of interest-bearing financial assets and that of interest-bearing liabilities. However, interest rate risk can also influence the value of fixed interest bearing assets (e.g. bonds), so an increase in the market interest rate will cause the value of future cash flows generated by them to decrease and may lead to a reduction in their price, if it causes an increase in investors' preference to place their funds in bank deposits or other instruments whose interest rate has increased, and vice versa – a reduction in the market interest rate can cause the price of stocks and bonds to rise and will cause an increase in the fair value of future cash flows.

With respect to fixed interest bearing assets or marketable assets, the Group is exposed to the risk that the fair value of future cash flows related to financial instruments may fluctuate as a result of changes in market interest rates.

Thus, the Group will be subject to limited exposure to fair value rate risk or future cash flows due to fluctuations in prevailing levels of market interest rates.

The Group does not use derivatives to protect against interest rate fluctuations.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

The following table illustrates the annual interest rates obtained by the Group for interest-bearing assets during 2025:

Financial assets	RON		EUR	
	Interval		Interval	
	Min	Max	Min	Max
Bank deposits	0,0%	6,8%	1,01%	1,8%
Financial assets at fair value through profit and loss*	-	-	5,4%	6,2%
Financial assets at amortised cost	3,65%	6,3%	4,75%	15%

* Financial assets at fair value through the profit or loss account include two loans in euro granted in 2024 and 2022 to subsidiaries.

The following table illustrates the annual interest rates obtained by the Group for interest-bearing assets during 2024:

Financial assets	RON		EUR	
	Interval		Interval	
	Min	Max	Min	Max
Bank deposits	0,0%	6,75%	2,8%	3%
Financial assets at fair value through profit and loss*	-	-	6,3%	7,4%
Related Parties Loans	2%	3,5%	1%	1%

* Financial assets at fair value through the profit or loss account include two loans in euro granted in 2024 and 2022 to subsidiaries.

The table below contains a summary of the Group's exposure to interest rate risks. The table includes the Group's assets and liabilities at book values, classified according to the most recent date between the date of the change in interest rates and the maturity date.

<i>In RON</i>	2025	2024
Cash and cash equivalents*	712.809.285	613.328.000
Bank deposits	31.696.700	20.937.614
Financial assets at fair value through profit and loss - loan granted	51.296.860	74.915.750
Financial assets at amortised cost - government bonds	59.955.166	-
Financial assets at amortised cost - bonds**	83.866.359	-
TOTAL	939.624.370	710.424.965

*Short-term investments in bank deposits are included in cash equivalents (maturity of less than 3 months)

**As of December 31, 2024, the total assets exposed to interest rate risk also contain the SNG bond in the amount of 1,243,601.

The impact on the Group's net profit (on account of income/expenses from/with interest) of a change of $\pm 1.00\%$ in the interest rate on assets and liabilities bearing variable interest and denominated in other currencies in conjunction with a change of $\pm 1.00\%$ in the interest rate on assets and liabilities bearing variable interest and expressed in lei is RON 685,926 (December 31, 2024: 362,317 lei).

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

(iii) Currency risk

Currency risk is the risk of incurring losses or not realizing the estimated profit as a result of unfavorable exchange rate fluctuations. The Group invests in financial instruments and enters into transactions that are denominated in currencies other than its functional currency, thus being exposed to risks that the exchange rate of the national currency against another currency may have adverse effects on the fair value or future cash flows of that portion of the financial assets and liabilities denominated in another currency.

The Group carried out transactions during reporting periods in both Romanian currency (Leu) and foreign currency. The Romanian currency fluctuated compared to foreign currencies, EURO and USD. The financial instruments used give the possibility to preserve the value of monetary assets held in lei, by making investments and collecting interest depending on the maturity date.

The Group did not engage in any exchange rate derivatives transactions during the financial years presented.

The Group's financial assets and liabilities in lei and foreign currencies as of December 31, 2025 and December 31, 2024 can be analyzed as follows:

Financial assets and liabilities at exchange rate risk (EUR/USD/GBP in RON)

<i>In RON</i>	2025	2024
Cash and cash equivalents	309.424.586	410.620
Bank deposits	-	4.215.010
Financial assets at fair value through profit or loss account – (including assets held by investment funds)*	61.062.829	81.029.956
Financial assets at amortised cost	85.750.075	-
TOTAL	456.237.490	85.655.586
Loans	-	-
Debts from leasing contracts	-	-
Total liabilities	-	-
Net financial assets	456.237.490	85.655.586

* Financial assets at fair value through the profit or loss account include loans in euros granted (in 2024 and 2022) to subsidiaries and holdings in foreign currency of closed-end investment funds, in proportion to the Group's holding in their net assets.

As of December 31, 2025, the Group holds fund units at the Alternative Investment Funds Active Plus, Star Value, Optim Invest, MULTICAPITAL INVEST, FDI PLUS Invest and Romania Strategy Fund. The Group is exposed to currency risk in terms of the investments made by these Investment Funds (financial instruments listed on foreign markets, available or investments in foreign currency).

As of December 31, 2025 and December 31, 2024, respectively, the assets of private equity funds represented mainly investments in shares listed on a regulated market in Romania and other European Union member states.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

The following table shows the sensitivity of profit or loss as well as equity to possible changes at the end of the reporting period of foreign exchange rates in correspondence with the reporting currency, keeping all other variables constant:

	December 31, 2025		December 31, 2024	
	Impact on the profit and loss account	Impact on other elements of the overall result	Impact on the profit and loss account	Impact on other elements of the overall result
EUR appreciation 5% (2024: 5%)	1.665.267	-	218.422	-
Expected credit losses EUR 5% (2024: 5%)	(1.665.267)	-	(218.422)	-
Total	-	-	-	-

(b) Credit risk

Credit risk is the risk that a counterparty of a financial instrument fails to meet a financial obligation or commitment in which it has entered into a relationship with the Group, thus resulting in a loss for the Group. The Group is exposed to credit risk as a result of investments made in bonds issued by companies or the Romanian State, current accounts and bank deposits and other receivables.

The Group's management closely and constantly monitors the exposure to credit risk so that it does not suffer losses as a result of the concentration of credit in a particular sector or field of activity.

As of December 31, 2025 and December 31, 2024, it does not hold collateral as insurance, nor other credit rating upgrades.

As of December 31, 2025 and December 31, 2024, the Group did not record any outstanding financial assets, except for balances from receivables and miscellaneous debtors, which were considered impaired

The Group assessed the need to recognise expected credit losses in accordance with IFRS, using the simplified expected credit loss (ECL) model. The estimate was based on the analysis of the likelihood of payment, risk exposure and expected losses, taking into account the information available at the reporting date.

As a result of this analysis, it was determined that the expected credit losses do not have an impact on the financial statements. Compared to previous periods, there were no significant changes in the ECL estimates that would warrant further adjustments.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

Below are the financial assets with exposure to credit risk:

December 31, 2025	Current accounts	Bank deposits	Government bonds (measured at amortised cost)	Other financial assets	Total
AAA to A- rating					
AAA+					
BBB+	4.977.925	344.034.155	-	-	349.012.080
BBB	-	-	-	-	-
BBB-	591.241	388.136.160	63.455.549	-	452.182.950
BB+	-	-	-	-	-
BB	5.458.248	7.935.700	-	-	13.393.948
BB-	-	-	-	-	-
Baa1	311.256	-	-	-	311.256
No rating		-	85.750.075	75.891.049	161.641.124
TOTAL	11.338.670	740.106.015	149.205.624	75.891.049	976.541.358

December 31, 2024	Current accounts	Bank deposits	Other financial assets	Total
AAA to A- rating				
AAA+				
BBB+	772.285	56.560.000	-	57.332.285
BBB	19.336	-	-	19.336
BBB-	791.265	253.282.000	-	254.073.265
BB+	-	-	-	-
BB	15.639	318.823.614	-	318.839.253
BB-	9.645.823	-	-	9.645.823
Baa1	193.370	-	-	193.370
No rating	-	5.600.000	54.104.542	59.704.542
TOTAL	11.437.717	634.265.614	54.104.542	699.807.863

In the financial statements for the year ended 31 December 2024, the table on financial assets with exposure to credit risk also included a loan classified at fair value through profit or loss (FVTPL). In order to align the presentation with the nature of the instruments included in the credit risk exposure analysis in this note, that loan has been excluded from the table above for both the current period and from the comparative information for the year ended 31 December 2024. This change is solely a presentation reclassification and has no impact on the Company's financial position, financial performance or cash flows.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

The Group's maximum exposure to credit risk is RON 1,031,141,201 as of December 31, 2025 (December 31, 2024: RON 780,541,853). The tables below show the most important components at risk:

Exposure from current accounts and deposits placed with banks

	Credit rating			December 31, 2025	December 31, 2024
BRD - Societe Generale Group	BBB+	BRD - Societe Generale Group	Fitch	8.399.893	12.786
Banca Transilvania	BBB-	Banca Transilvania	Fitch	337.579.228	247.789.127
Banca Comerciala Romana	BBB+	Banca Comerciala Romana	Fitch	335.783.555	56.910.854
CEC Bank	BB		Fitch	8.510.766	7.584.333
Exim Bank	BBB-	Exim Bank Romania	Fitch	44.939.324	311.254.920
Intesa Sanpaolo Romania*	NO.	Intesa Sanpaolo Italy	Fitch	-	19.336
Procredit	BBB-	Procredit	Fitch	6.208.849	6.284.138
Raiffeisen Bank Romania	Baa1	Raiffeisen Bank Romania	Moody's	311.256	193.370
Nexent Bank	BB	Credit Europe Bank	Fitch	4.883.182	9.575.622
UniCredit Tiriatic	BBB+	UniCredit Tiriatic	Fitch	4.828.632	408.654
Libra Bank	BB-	Libra Bank	Fitch	-	70.202
Techventures Bank	NO.			-	5.600.000
TOTAL				751.444.685	645.703.331

*For banks for which there is no rating, we have taken into account the rating of the parent group.

Given the current structure of investments in bank deposits and government bonds/securities, management does not estimate a significant impact from a credit risk perspective on the Group's financial position.

Cash, cash equivalents and bank deposits are not at risk of being lost or reduced in value.

c) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties in fulfilling its obligations arising from short-term financial liabilities, which are extinguished by payment in cash or other financial means, or that such obligations will be extinguished in a manner unfavourable to the Group.

The Group monitors the evolution of the level of liquidity in order to be able to pay its obligations on the date they become due and permanently analyzes the assets and liabilities, depending on the period remaining until the contractual maturities.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

The structure of assets and liabilities was analyzed based on the period remaining from the balance sheet date to the contractual maturity date, both on December 31, 2025 and December 31, 2024, as follows:

<i>In LEI</i>	Book value	Under 3 months	Between 3 and 12 months	More than 1 year	No default maturity
December 31, 2025					
Financial assets					
Cash and cash equivalents	722.033.009	722.033.009	-	-	-
Bank deposits	31.870.355	-	31.870.355	-	-
Other financial assets valued at amortised cost	149.205.624	63.455.549	84.460.779	1.289.295	-
Financial assets at fair value through the profit and loss account	1.801.451.316	37.325.600	22.658.342	-	1.741.467.374
Financial assets measured at fair value through other comprehensive income	3.147.729.634	-	-	-	3.147.729.634
Other financial assets	75.891.049	75.872.865	13.058	5.126	-
Total financial assets	5.928.180.987	898.687.023	139.002.534	1.294.422	4.889.197.008
Financial debts					
Payout dividends	36.989	-	-	-	36.989
Other payables and income recorded in advance	20.050.733	-	20.050.733	-	-
Other financial liabilities	9.197.293	9.197.293	-	-	-
Total financial liabilities	29.285.014	9.197.293	20.050.733	-	36.989
Excess liquidity	5.898.895.973	889.489.730	118.951.801	1.294.422	4.889.160.019
December 31, 2024					
Financial assets					
Cash and cash equivalents	628.813.111	628.813.111	-	-	-
Bank deposits	21.079.992	-	21.079.992	-	-
Other financial assets valued at amortised cost	1.257.518	-	-	1.257.518	-
Financial assets at fair value through the profit and loss account	1.753.626.278	-	-	80.733.990	1.672.892.288
Financial assets measured at fair value through other comprehensive income	2.274.160.300	-	-	-	2.274.160.300
Other financial assets	54.104.542	15.948.582	521.683	15.426.899	22.207.379
Total financial assets	4.733.041.741	644.761.693	21.601.675	97.418.407	3.969.259.967
Financial debts					
Payout dividends	9.816.738	-	-	-	9.816.738
Other financial liabilities	5.424.817	5.424.817	-	-	-
Total financial liabilities	15.241.556	5.424.818	-	-	9.816.739
Excess liquidity	4.717.800.185	639.336.875	21.601.675	97.418.407	3.959.443.229

The share of immediately available cash (cash and cash equivalents) is increasing compared to the previous year, both overall and on each relevant maturity/maturity category, presented in the table

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

above. The liquidity risk remains mainly influenced by the liquidity of the local capital market, respectively by the ratio between the volume of the Group's main listed holdings and their average daily liquidity.

5.2 Other risks

By the nature of the object of activity, the Group is exposed to different types of risks associated with the financial instruments and the market in which it invests. The main types of risks to which the Group is exposed are:

- taxation risk;
- the risk related to the business environment;
- operational risk.

Risk management aims to maximize the Group's profit in relation to the level of risk to which it is exposed.

The Group uses a variety of policies and procedures to manage and assess the types of risk to which it is exposed. These policies and procedures are outlined in the sub-chapter dedicated to each type of risk.

(a) Taxation risk

Starting with January 1, 2007, following Romania's accession to the European Union, the Group had to comply with the regulations of the European Union, and consequently prepared for the application of the changes brought by the European legislation. The Group has implemented these changes, but how to implement them remains open to tax auditing for 5 years.

The interpretation of the texts and the practical implementation of the procedures of the new applicable tax regulations could vary and there is a risk that in certain situations the tax authorities will adopt a different position from that of the Group.

From the point of view of corporate income tax for the financial year 2015, there is a risk of different interpretation by the tax authorities of the accounting treatments determined by the transition to IFRS as an accounting basis.

The Group has chosen to prescribe dividends distributed and not collected for 3 years by shareholders and to record them in the Other Reserves-Analytical account separately. According to the provisions of the Civil Code, the statute of limitations applies to the right to request enforcement, not to the right of ownership over the amounts. Given that the transfer of these amounts, already taxed in the sphere of both corporate and dividend tax, back to equity represents a transaction with shareholders, not a taxable transaction. Consequently, the Group did not recognise a deferred tax on these amounts. In those circumstances, there is a risk of a different interpretation by the tax authorities relating to these transactions.

In addition, the Romanian Government has a number of agencies authorized to carry out the audit (control) of companies operating on the territory of Romania. These controls are similar to tax audits in other countries, and can cover not only tax issues, but also other legal and regulatory issues of interest to these agencies. The Group may be subject to tax audits as new tax regulations are issued.

(b) Risk related to the economic environment

The Group's management cannot predict all the effects of international economic developments with an impact on the financial sector in Romania, but considers that in 2025 it has adopted the necessary measures for the Group's sustainability and development under the existing conditions on the financial market, by monitoring cash flows and the adequacy of investment policies.

The avoidance of risks and the mitigation of their effects are ensured by the Group through an investment policy that complies with the prudential rules imposed by the applicable legal provisions and regulations.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

The Group has adopted risk management policies through which they are actively managed, with specific procedures for identifying, assessing, measuring and controlling risks being applied, which provide reasonable assurance regarding the achievement of the Group's objectives, with a constant balance between risk and expected profit being pursued.

The risk management process aims to: (i) identify and assess significant risks with a major impact in achieving the investment objective and developing activities to counteract the identified risk; (ii) adapting risk management policies to financial developments in the capital market, monitoring performance and improving risk management procedures; (iii) reviewing investment decisions in correlation with the evolution of the capital and money markets; (iv) compliance with the legislation in force.

The aggressive measures taken by the main central banks (Federal Reserve, European Central Bank, etc.) to moderate inflation and the uncertainties regarding the short- and medium-term impact of these measures on macroeconomic developments have led to high volatility among the main capital markets. The lack of visibility in terms of central banks' attitude to these externalities, the necessary level of successive interest rate hikes and their impact on global demand are the main challenges in asset portfolio management in 2026 as well.

(c) Operational risk

Operational risk is the risk of incurring direct or indirect losses resulting from deficiencies or deficiencies in the Group's procedures, personnel, internal systems or from external events that may have an impact on its operations. Operational risks arise from all Group activities.

The Group's objective is to manage operational risk to the extent that it limits its financial losses, does not damage its reputation and achieves its investment objective of generating benefits for investors.

The primary responsibility for the implementation and development of operational risk control lies with the Board of Directors. This responsibility is supported by the development of general operational risk management standards, which encompass controls and processes at service providers and service engagements with service providers.

(d) Capital adequacy

The management's capital adequacy policy focuses on maintaining a solid capital base in order to support the Group's continued development and achieve investment objectives.

The Group's equity includes share capital, various types of reserves and retained earnings. Shareholders' equity amounted to RON 5,620,584,975 as of December 31, 2025 (RON 4,521,159,380 as of December 31, 2024).

6. Accounting estimates and significant judgments

Management discusses the development, selection, presentation and application of material impact accounting policies and estimates. All these are approved during the meetings of the Company's Board of Directors. These presentations complement the information on financial risk management (see note 5.1).

Key sources of forecast uncertainty

The accounting judgments with material impact for the application of the Group's accounting policies include:

Application of Amendments to IFRS 10 Investment Entities

The criteria set out in IFRS 10 for classification as an investment entity are met, namely:

- a) obtain funds from one or more investors for the purpose of providing them with investment management services;
- b) commits to its investors that the purpose of its business is to invest funds only for gains from

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

- increasing the value of the investment, income from investments or both; and
- c) quantifies and evaluates the performance of almost all of its investments on a fair value basis (IFRS 10.27).

Thus, the Group applies the provisions of IFRS 10 – Investment Entities starting with the financial year 2018.

In addition, Lion Parent Capital has other characteristics specific to an investment entity, namely:

(a) Investment-related services

Lion Capital is incorporated as a self-managed investment company, authorized by the Financial Supervisory Authority as an Alternative Investment Fund Manager (AIFM) and as an Alternative Investment Fund for Retail Investors (F.I.A.I.R). Lion Capital-Parent directly provides services related to investment management for its investors, having as its main object of activity exclusively the activities specific to closed-end investment companies.

Lion Capital-mama holds significant investments in two subsidiaries, SAI Muntenia Invest SA and Administrare Imobiliare SA, which provide investment-related services or activities. Thus, after Lion Capital becomes an investment entity, Lion Capital S.A. SAI Muntenia and Administrare Imobiliare SA, in accordance with IFRS 10 starting with January 2018.

(b) Purpose of the activity

According to the articles of incorporation, the purpose of the parent company is to carry out lucrative (financial) activities specific to its object of activity and to obtain profit in order to distribute it to shareholders and/or to finance financial investments, allowed by the statutory object of activity and by the legal provisions in force.

The objective of the parent company is the efficient management of a diversified portfolio of quality assets, able to ensure a constant flow of income, preservation and medium-long term capital growth, in order to increase the value for shareholders and obtain the highest possible returns on the invested capital, provided that a reasonable level of risk dispersion is ensured, in order to provide its shareholders with the possibility of obtaining attractive performances, while increasing the capital invested.

The investment strategy of the parent company aims to maximize the performance of the portfolio in order to increase the value of assets under management and investment income. The investment strategy and the annual investment program of the Parent Company approved by the General Meeting of Shareholders are public information, being presented on the official website of the Parent Company, and can be consulted by third parties, potential investors, in order to support the decision to invest in the Company.

At the same time, Lion Capital-Parent frequently monitors the structure and evolution of the investment portfolio and publishes monthly the statement of assets and debts and publishes together with the quarterly/half-yearly/annual reports the Statement of Assets.

(c) Exit strategies

Lion Capital S.A. manages a complex portfolio composed of the following main categories of financial instruments: stocks, bonds and fund units. Lion Parent Capital intends to hold the majority of its investments (financial and non-financial) for a limited period of time and for this purpose it has defined and implemented an exit strategy for them.

Lion Capital-parent applies an exit strategy adapted to the specifics of each investment, defined based on the following elements: the strategy applied, the investment objectives and the conditions (triggers) of the exit transaction. The differentiated approach approached by the Company for each of its shareholdings aims to capitalize on an aggregate return (generated from dividend gains and capital gains).

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

(d) Fair value measurement

As of January 1, 2018, parent Lion Capital has valued almost all of the investments in its portfolio at fair value.

Lion Capital parent owns properties classified as "Investment Real Estate" that are valued using the fair value model in accordance with IAS 40. The evaluation is carried out by appraisers authorized by the National Association of Authorized Appraisers in Romania (ANEVAR).

(e) Effects of the Company's classification as an investment entity

From the moment the parent Lion Capital became an investment entity, the Group has accounted for the change in its articles of association as a "determined divestiture" or a "loss of control" over its subsidiaries as they were presented in the consolidated financial statements in accordance with IFRS. The fair value of the investment at the date of the amendment of the articles of association shall be used as consideration received, when the provisions of IFRS 10 apply. Thus, the gain or loss in the event of a "specified assignment" must be recognized as a gain or loss in the profit or loss account.

Lion Capital parent measures all its subsidiaries at fair value through the profit or loss account, except for the subsidiaries SAI Muntenia Invest SA and Administrare Imobiliare SA, which will continue to be consolidated. Thus, Lion Capital will prepare two sets of financial statements: *individual and consolidated financial statements, in accordance with the provisions of IFRS 10 and IAS 27.*

The presentation of investments in the financial statements of the Parent Company, as an investment entity, will consider both IFRS 10 and IFRS 9 requirements regarding the classification and measurement of financial instruments held by the Company, as follows:

i) Investments in subsidiaries excluded from consolidation are measured at fair value through the profit or loss account in accordance with IFRS 9;

ii) The investments in the subsidiaries (SAI Muntenia and AISA) included in the scope of consolidation will be measured in accordance with the provisions of IFRS 9 and measured at fair value by other elements of the comprehensive income.

iii) Investments in associates are measured at fair value through the profit or loss account, in accordance with IFRS 9;

iv) Investments in equity instruments (other than those in subsidiaries and associates) - at fair value through other comprehensive income;

v) Investments in debt instruments (bonds / government securities) will be classified and measured in accordance with IFRS 9, after the analysis of the business model and the performance of the SPPI test:

- Government and corporate bonds – at fair value through other elements of the overall result, as a result of documenting the "*Hold to collect & sell*" business model and passing the SPPI test;

- Corporate bonds issued by subsidiaries and associates – at fair value through the profit or loss account, these being treated in a manner consistent with the valuation method of subsidiaries and associates, following the provisions of IFRS 10 paragraph 31 and the Company's business model, in line with the exit strategy related to the respective investments; and

- Corporate bonds/government securities, other than those issued by subsidiaries and associated entities – at amortised cost, consistent with those detailed in Section B.1(iv) '*Investments in debt instruments (bonds)*'.

vi) Investments in fund units will be classified at fair value by the profit or loss account, which are ineligible for the irrevocable election to present them in other changes in comprehensive income. According to IFRS 9, although investments in such instruments can be treated as investments in equity for accounting purposes, they do not meet the definition of equity as set out in IAS 32.

(f) Presentation of information

For each subsidiary that has not been consolidated in the financial statements, parent Lion Capital must disclose information on: the name of the subsidiary and the percentage of ownership in the share capital.

If parent Lion Capital or one of its subsidiaries has provided financial or other support to a subsidiary that has not been consolidated in the financial statements (e.g. acquisitions of assets, financial

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

instruments issued by that subsidiary), it must disclose information on the type and amount of support provided.

The information set out above has been set out in Note 3.

Expected credit losses of receivables

The valuation for expected credit losses of receivables is carried out on an individual basis and is based on management's best estimate of the present value of cash flows expected to be received. In order to estimate these flows, management makes certain estimates regarding the financial situation of the counterparty. Each impaired asset is analyzed individually. The accuracy of expected credit losses depends on estimating future cash flows for specific counterparties.

Determination of the fair value of financial instruments

The fair value of financial instruments that are not traded on an active market is determined using the valuation techniques described in accounting policy 4(d)(iii). For financial instruments that are rarely traded and for which there is no price transparency, fair value is less objective and is determined using various levels of estimates of liquidity, concentration, uncertainty of market factors, price assumptions and other risks affecting that financial instrument.

The group uses the following hierarchy of methods for calculating fair value:

- Level 1: The market price quoted on an active market for an identical instrument.
- Level 2: Evaluation techniques based on observable elements. This category includes instruments valued using: the market price quoted on the active markets for similar instruments; quoted prices for similar instruments on markets considered less active; or other valuation techniques in which elements may be directly or indirectly observable from market statistics.
- Level 3: Evaluation techniques based largely on unobservable elements. This category includes all instruments for which the evaluation technique includes elements that are not based on observable data and for which unobservable input parameters may have a significant effect on the evaluation of the instrument. This category includes instruments that are valued on the basis of quoted prices for similar instruments but for which adjustments are required based largely on unobservable data or estimates to reflect the difference between the two instruments.

The concentration risk to which the Group is exposed is presented in Note 5.1 (a) (i), which includes the structure of exposures to the main NACE sectors as at 31 December 2025 and 31 December 2024 respectively.

The fair value of financial assets and liabilities that are traded on active markets shall be based on the prices quoted on the market or the prices quoted by intermediaries. For all other financial instruments, the Group determines fair value using valuation techniques. Valuation techniques include net present value and discounted cash flow models, comparison with similar instruments for which there are observable market prices, and other valuation techniques. The assumptions and data used in valuation techniques include risk-free interest rates and benchmark rates, credit spreads and other premiums used to estimate discount rates, bond and equity yields, exchange rates, capital price indices, volatilities and forecasted correlations. The purpose of measurement techniques is to determine fair value that reflects the price of financial instruments at the reporting date, which would be determined under objective conditions by market participants.

The Group uses recognised valuation models to determine the fair value of simple financial instruments that use only observable market data and requires very few estimates and analysis from management (e.g. instruments that are valued on the basis of quoted prices for similar instruments and for which no adjustments based on unobservable data or estimates are required to reflect the difference between the two instruments). Observable prices and model entry parameters are usually available in the market for equity instruments. Their availability reduces the need for management estimates and analysis and the uncertainty associated with determining fair value. The degree of availability of observable market

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

prices and input data varies by product and market and is subject to change as a result of specific events and general financial market conditions.

For shares that do not have a market price quoted on an active market, the Group uses valuation models that are usually derived from known valuation models. Some or all of the significant input data in these models may not be observable in the market and are derived from market prices or are estimated on the basis of assumptions. Valuation models that require unobservable inputs require a higher degree of analysis and estimation from management to determine fair value. Management analysis and estimation are in particular involved in selecting the appropriate valuation model, determining the future cash flows of the financial instrument, determining the likelihood of counterparty default and advance payments, and selecting appropriate discount rates.

For financial instruments for which there is no active market (level 3), fair value was determined by external valuers using valuation techniques that include techniques based on net present value, the discounted cash flows method, the method of comparisons with similar instruments for which there is an observable market price. The assessment techniques have been used consistently, with no changes in their application.

In 2025, the valuation methods for unlisted and listed holdings that do not meet the criteria to be considered an active market according to IFRS 13 were maintained.

However, the impact of further changes in these assumptions on financial markets in general, and on individually valued issuers, may be favourable or unfavourable to fair values in future financial years.

The Group's management analyzed the situation between the date of completion of the valuation reports and the date of authorization for the publication of the annual financial statements, concluding that there is no publicly available information that could significantly impact the fair values of the holdings presented in these consolidated annual financial statements.

An analysis of financial instruments, real estate investments, assets held for sale and land and buildings recognised at fair value according to the valuation method is presented in the table below:

December 31, 2025	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit and loss account - shares	440.588.704	-	1.123.619.512	1.564.208.216
Financial assets at fair value through profit and loss account - fund units	-	177.259.158	177.259.158	177.259.158
Financial assets at fair value through profit and loss account - loans granted	-	-	59.983.942	59.983.942
Financial assets at fair value through other comprehensive income - equities	3.064.101.253	-	83.628.380	3.147.729.634
Real estate investments	-	-	31.455.705	31.455.706
Assets held for sale	-	-	20.029.875	20.029.875
Land and buildings	-	-	4.236.517	4.236.517
TOTAL	3.504.689.957	177.259.158	1.322.953.933	5.004.903.048

December 31, 2024	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit and loss account - shares	438.814.359	-	916.863.520	1.355.677.879
Financial assets at fair value through profit and loss account - fund units	-	317.152.515	-	317.152.515
Financial assets at fair value through profit and loss account - loans granted	-	-	80.733.990	80.733.990
Financial assets at fair value through other comprehensive income - equities	2.176.680.651	77.050.702	20.428.949	2.274.160.302
Real estate investments	-	-	31.887.961	31.887.961
Assets held for sale	-	-	64.940.084	64.940.084
Land and buildings	-	-	4.431.356	4.431.356
TOTAL	2.615.495.010	394.203.217	1.119.347.755	4.129.045.982

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

In 2025 there were the following transfers between the fair value levels (holding in Grand Hotel Bucharest). The holding was reclassified from level 2 to level 3 of the market value hierarchy, given the absence of an active market for this financial instrument. Fair value was determined on the basis of an external valuation report prepared by a licensed valuer. According to the accounting policy and valuation methodology, the input data used is largely unobservable on the market, which justifies the classification at Level 3 according to IFRS 13 – Fair Value Measurement.

	Level 1	Level 2	Level 3
Book value as of January 1, 2025	-	77.050.702	-
Level 2 transfers	-	(77.050.702)	-
Transfers to Level 3			77.050.702
Gains or losses related to the period included in profit or loss	-	-	(15.700.702)
Acquisitions/participations in share capital	-	-	-
Sales	-	-	-
Book value as of December 31, 2025	-	-	61.350.000

In 2024 there were the following transfers between fair value levels (holding in Grand Hotel Bucharest). The holding has been reclassified from level 1 to level 2 of the market value hierarchy, given the absence of an active market for this financial instrument. Although the holding was reclassified to level 2, the Group did not adjust its value and the closing price on the BVB on December 31, 2024 was used to determine the fair value.

	Level 1	Level 2	Level 3
Book value as of January 1, 2024	62.912.186	-	-
Transfers to Level 2	(62.912.186)	62.912.186	-
Gains or losses related to the period included in profit or loss	-	(6.929.786)	-
Acquisitions/participations in share capital	-	21.068.302	-
Sales	-	-	-
Book value as of December 31, 2024	-	77.050.702	-

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

The following table shows the reconciliation from the beginning balance to the ending balance for financial assets measured at fair value, real estate investments and assets held for sale, level 3 of the fair value hierarchy:

2025	Financial assets measured at fair value through other comprehensive income - equities	Financial assets measured at fair value through profit or loss account - shares	Real estate investments	Assets held for sale
Balance as of January 1, 2025	20.428.949	916.925.416	31.887.960	64.940.084
(Gains)/losses recognised in:				
- profit and loss account	-	206.694.096	(475.532)	-
- other elements of the overall result	3.301.446	-	-	-
Acquisitions/Inputs	61.797.610	-	43.277	(44.910.209)
Value of the shares sold	(1.899.624)	-		-
Balance as of December 31, 2025	83.628.380	1.123.619.512	31.455.706	20.029.876

2024	Financial assets measured at fair value through other comprehensive income - equities	Financial assets measured at fair value through profit or loss account - shares	Real estate investments	Assets held for sale
Balance on January 1, 2024	20.132.475	921.294.236	33.745.945	64.940.084
(Gains)/losses recognised in:				
- profit and loss account	-	52.926.827	596.250	-
- other elements of the overall result	251.113	-	-	-
Acquisitions/Inputs	471.720	61.350.001	481.051	-
Value of the shares sold	(426.359)	(118.645.647)	(2.935.285)	-
Balance as of December 31, 2024	20.428.949	916.925.416	31.887.960	64.940.084

Although the Group considers its own fair value estimates to be adequate, the use of other methods or assumptions could lead to different fair value values. For fair values recognised from the use of a significant amount of unobservable input data (level 3), changing one or more assumptions in order to make alternative assumptions possible would have effects on the overall result and the current result.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

At the value resulting from the evaluation of the investments in shares, a sensitivity analysis was carried out by estimating some risk variations on the main influencing factors. Two evaluation techniques were used, namely:

(1) *Valuation based on discounted net cash flow* – thus, both the EBITDA values and the weighted average cost of capital values were statistically changed by +/-5% (2024: +/-5%), considered as a risk limit, obtaining values per share and implicitly of the company's equity with a deviation from the standard value. These deviations from the standard value influence the profit and loss account, respectively other items of the comprehensive result (net of tax).

2025		
Modifying the Global Elements Variable	Impact on the profit or loss account	Impact on other elements of the overall result
EBITDA growth by 5%	5.167.308	4.784.093
EBITDA decrease by 5%	(5.167.308)	(4.784.093)
WACC increase by 5%	5.974.380	4.747.115
Decrease WACC by 5%	(5.974.380)	(4.747.115)

2024		
Modifying the Global Elements Variable	Impact on the profit or loss account	Impact on other elements of the overall result
EBITDA growth by 5%	6.391.848	12.744.366
EBITDA decrease by 5%	(6.391.848)	(12.744.366)
WACC increase by 5%	9.061.532	12.781.462
Decrease WACC by 5%	(9.061.532)	(12.781.462)

(2) *Corrected net asset valuation* – both asset values and obligation (liabilities) values were changed by +/-5% (2024: +/-5%), resulting in values per share and equity of the company, with a deviation from the standard value. These deviations from the standard value influence the profit and loss account, respectively other items of the comprehensive result (net of tax).

2025		Impact on other elements of the overall result
Modifying the Global Elements Variable	Impact on the profit or loss account	result
Increase in assets by 5%	25.478.789	1.145.480
Decrease in assets by 5%	(25.478.789)	(1.145.480)
Increase in debts by 5%	(43.454.238)	(4.209.901)
Debt reduction by 5%	43.454.238	4.209.091

2024		Impact on other elements of the overall result
Modifying the Global Elements Variable	Impact on the profit or loss account	result
Increase in assets by 5%	40.154.310	6.378.101
Decrease in assets by 5%	(40.154.310)	(6.378.101)
Increase in debts by 5%	(4.275.629)	(3.179.453)
Debt reduction by 5%	4.275.629	3.179.453

At the value resulting from the evaluation of the fund units, a sensitivity analysis was carried out. These funds generally invest in highly liquid stocks and bonds. As such, the sensitivity analysis was carried out considering a variation of +/-10% in the market prices of equity instruments. These variations influence the profit and loss account (net of tax) with the amount of +/- RON 17,725,916 as of December 31, 2025 (December 31, 2024: +/- RON 31,715,251).

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

At the value resulting from the valuation of real estate investments, a sensitivity analysis was carried out by estimating risk variations on the main influencing factors. Two evaluation techniques were used, namely:

- valuation based on updated net cash flow - thus, the values of the estimated revenues to be obtained from these real estate investments have been modified +/-5%. These deviations from the standard value influence the profit and loss account (net of tax).
- valuation based on market value - thus, the values of the market prices estimated to be obtained from these real estate investments have been modified +/-5%. These deviations from the standard value influence the profit and loss account (net of tax).

2025

Modifying the Global Elements Variable	Impact on the profit or loss account
Revenue growth by 5%	-
Revenue decrease by 5%	-
Market value increase by 5%	536.872
Decrease in market value 5%	(536.872)

2024

Modifying the Global Elements Variable	Impact on the profit or loss account
Revenue growth by 5%	-
Revenue decrease by 5%	-
Market value increase by 5%	1.594.398
Decrease in market value 5%	(1.594.398)

Management considers that a presentation in the manner of the above is useful for establishing useful directions of action in risk management.

Classification of financial assets and liabilities

The Group's accounting policies provide the basis for assets and liabilities to be classified, at the initial time, in different accounting categories. For the classification of assets and liabilities at fair value through the profit and loss account, the Group determined that one or more of the criteria presented in note 4(d)(i) were met.

Details on the classification of the Group's financial assets and liabilities are set out in Note 6.

Determining the Fair Value of Real Estate Investments

The fair value of completed real estate investments is determined using the income method with explicit assumptions about the benefits and liabilities of ownership over the life of the asset, including an exit or closing value. As an accepted method within the income approach for valuation, the method of capitalization of income on real estate property shares is used. To projected cash flow series, a market-derived capitalization ratio is applied to determine the present value of cash flows associated with real estate.

The specific income and timing of entries and exits are determined by events such as rent review, renewal of the lease agreement and related rental periods, reletting, redevelopment or renovation. The corresponding duration is usually determined by market behavior. In the case of real estate investments, revenues estimated as gross income minus unoccupied spaces, sunk expenses, collection losses, rental incentives, maintenance costs, agency costs and commissions and other operating and management expenses.

For the years ended December 31, 2025 and 2024, the Group obtained valuation reports on its real estate investments. The fair value of real estate investments is based on these valuations.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

For all real estate investments, the current degree of utilization is equivalent to the highest and best degree of utilization. In the case of outsourcing the preparation of valuation reports, the Group reviews the valuations carried out by the independent evaluators for financial and reporting purposes.

IFRS 13 defines fair value as the price that would have been received in the event of the sale of an asset or paid for the transfer of a liability in a normal transaction between market participants at the measurement date.

The group now presents fair values according to a 'fair value hierarchy' (according to IFRS 13) which classifies the inputs used in valuation techniques into three levels. The hierarchy gives the highest priority (Level 1) to prices listed in the active markets for identical assets or liabilities and the lowest priority (Level 3) to insignificant entries. The different levels of the fair value hierarchy are explained below:

- Level 1: Prices listed (unadjusted) on the active markets for identical assets or liabilities that the Group can access at the valuation date;
- Tier 2: Use of a model with inputs (other than prices included in Tier 1) that are directly or indirectly observable market data, and
- Level 3: Use of a model with inputs that are not based on observable data.

The Group's real estate investments are classified as Level 3. There were no transfers between levels of the hierarchy during the year.

Information related to the measurement of fair value using significant unobservable inputs (Level 3) for 2025 and 2024 is presented in the tables below:

December 31, 2025

Segments	Evaluation method	Estimated rent value – euro/sqm
Commercial & Services – Buildings	Sales comparison method	1,305 euro/sqm

December 31, 2024

Segments	Evaluation method	Estimated rent value – euro/sqm	Capitalization Rates %
Commercial & Services – Buildings	Revenue method	16 - 18 euro/sqm	8 – 11,5%

Notes to the consolidated financial statements for the financial year ended December 31, 2025
(all amounts presented are in lei)

6 Financial assets and liabilities

The table below summarizes the carrying amounts and fair values of the Group's financial assets and liabilities as of December 31, 2025:

<i>In LEI</i>	Assets at fair value through profit and loss	Assets at fair value through other comprehensive income	Financial assets/liabilities measured at amortised cost	Total book value	Fair Value
Cash and cash equivalents	-	-	722.033.009	722.033.009	722.033.009
Cash in the cashier and other values	-	-	4.585	4.585	4.585
Current accounts with banks	-	-	6.945.135	6.945.135	6.945.135
Bank deposits with an initial maturity of less than 3 months	-	-	715.083.289	715.083.289	715.083.289
Bank deposits	-	-	31.870.335	31.870.335	31.870.335
Financial assets at fair value through the profit and loss account	1.801.451.316	-	-	1.801.451.316	1.801.451.316
Actions	1.564.208.216	-	-	1.564.208.216	1.564.208.216
Background units	177.259.158	-	-	177.259.158	177.259.158
Loans granted	59.983.942	-	-	59.983.942	59.983.942
Corporate bonds	-	-	-	-	-
Financial assets measured at fair value through other comprehensive income	-	3.147.729.634	-	3.147.729.634	3.147.729.634
Actions	-	3.147.729.634	-	3.147.729.634	3.147.729.634
Financial assets at amortised cost	-	-	149.205.624	149.205.624	148.912.435
Corporate bonds	-	-	85.750.075	85.750.075	85.464.975
Government bonds	-	-	63.455.549	63.455.549	63.447.461
Other financial assets	-	-	75.891.049	75.891.049	75.891.049
Total financial assets	1.801.451.316	3.147.729.634	979.000.037	5.928.180.987	5.927.887.798
Payout dividends	-	-	36.989	36.989	36.989
Other financial liabilities	-	-	9.197.293	9.197.293	9.197.293
Other debts and income recorded in advance	-	-	20.050.733	20.050.733	20.050.733
Total financial liabilities	-	-	29.285.015	29.285.015	29.285.015

Notes to the consolidated financial statements for the financial year ended December 31, 2025
(all amounts presented are in lei)

The table below summarizes the carrying amounts and fair values of the Group's financial assets and liabilities as of December 31, 2024:

<i>In LEI</i>	Assets at fair value through profit and loss	Assets at fair value through other comprehensive income	Financial assets/liabilities measured at amortised cost	Total book value	Fair Value
Cash and cash equivalents	-	-	628.813.111	628.813.111	628.813.111
Cash in the cashier and other values	-	-	4.737	4.737	4.737
Current accounts with banks	-	-	11.462.751	11.462.751	11.462.751
Bank deposits with an initial maturity of less than 3 months	-	-	617.345.624	617.345.624	617.345.624
Bank deposits	-	-	21.079.992	21.079.992	21.079.992
Financial assets at fair value through the profit and loss account	1.753.626.278	-	-	1.753.626.278	1.753.626.278
Actions	1.355.739.774	-	-	1.355.739.774	1.355.739.774
Background units	317.152.515	-	-	317.152.515	317.152.515
Loans granted	80.733.990	-	-	80.733.990	80.733.990
Corporate bonds	-	-	-	-	-
Financial assets measured at fair value through other comprehensive income	-	2.274.160.300	-	2.274.160.300	2.274.160.300
Actions	-	2.274.160.300	-	2.274.160.300	2.274.160.300
Financial assets at amortised cost	-	-	1.257.518	1.257.518	1.257.518
Other financial assets	-	-	54.104.542	54.104.542	54.104.542
Total financial assets	1.753.626.278	2.274.160.300	703.997.645	4.731.784.223	4.731.784.223
Payout dividends	-	-	9.816.739	9.816.739	9.816.739
Other financial liabilities	-	-	5.424.817	5.424.817	5.424.817
Other debts and income recorded in advance	-	-	67.069.538	67.069.538	67.069.538
Debts from the leasing contract	-	-	-	-	-
Total financial liabilities	-	-	82.311.093	82.311.093	82.311.093

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

7 Dividend income

In accordance with IFRS 9 and as a result of the fact that the Group has chosen the option to measure the investments through other comprehensive income, dividends related to these investments are recognised as income, unless they represent substantially a recovery of the cost of the investment.

Dividend income is recorded at gross value. The dividend tax rates for the financial year ended 31 December 2025 from resident and non-resident companies were 10% (2024: 8%). The breakdown of dividend income by the main counterparties is presented in the table below:

<i>In LEI</i>	December 31, 2025	December 31, 2024	Rating
Banca Transilvania SA	116.110.518	47.767.943	FVTOCI
OMV Petrom SA	22.867.230	25.317.289	FVTOCI
BRD-GSG SA	14.406.557	28.525.828	FVTOCI
Biofarm SA	11.224.994	11.224.994	FVTPL
SIF Hotels	6.905.137	5.937.781	FVTPL
Conpet SA	3.805.903	3.818.984	FVTOCI
Hydroelectric	2.022.502	3.147.750	FVTOCI
Central Depository	270.739	160.91	FVTOCI
SIF Real Estate Plc	-	34.874.698	FVTPL
Bucharest Stock Exchange SA	-	638.541	FVTOCI
SIFI Cj Logistic	-	22.884	FVTOCI
Other	-	582	FVTOCI
TOTAL	177.613.580	161.438.194	
FVTOCI	159.483.449	109.400.721	
FVTPL	18.130.131	52.037.473	

FVTPL = Financial assets at fair value through profit or loss/ **FVTOCI** = Financial assets at fair value through other comprehensive income

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

8 Interest income

Interest income (amortised cost assets, fair value assets through other comprehensive income)

<i>In LEI</i>	December 31, 2025	December 31, 2024
Interest income from bank deposits and current accounts	26.149.868	31.785.939
Interest income on bonds valued at amortised cost	40.530.252	13.993
	66.680.121	31.799.932

Interest income (assets at fair value through profit or loss)

<i>In LEI</i>	December 31, 2025	December 31, 2024
Interest income on bonds	-	629.561
Interest income related to the contract for the sale of financial assets	1.749.737	1.043.198
Interest income related to loan contracts	-	3.834.604
	1.749.737	5.507.363

9 Other operating income

<i>In LEI</i>	December 31, 2025	December 31, 2024
Income from administration activity (SAI Muntenia and Administrare Imobiliare SA)	64.410.426	45.124.940
Rental income	251.937	366.690
Other operating income	322.928	825.344
	64.985.291	46.316.974

In 2025, the most significant revenues are represented by the administration income of SAI Muntenia are worth 62,486,026 lei (2024: 43,186,939 lei) and they include the monthly fund management fee and the performance fee.

The revenue reflection was carried out in accordance with the provisions of IFRS 15 regarding the identification of the contract, performance obligations, determination of the price and its allocation according to the performance obligations and recognition of revenues when these obligations are met.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

10 Gain/(Loss) from real estate investments

	December 31, 2025	December 31, 2024
Balance January 1	31.887.961	33.745.945
Inputs, of which:	43.277	481.051
- Procurement	43.277	481.051
- Running		
Transferred to tangible assets and inventory items	-	-
Transferred from assets in progress	-	-
Transfer to assets held for sale	-	-
Outputs	-	(2.935.285)
Effect of the change in fair value	(475.532)	596.250
Balance at the end of the period	31.455.705	31.887.961

The evaluation on December 31, 2025 and 2024 was carried out by appraisers authorized by the National Association of Authorized Appraisers in Romania (ANEVAR).

11 Net gain/(loss) from financial assets at fair value through the profit and loss account

<i>In LEI</i>	December 31, 2025	December 31, 2024
Gain/(Loss) from Valuation/Redemption of Fund Units	52.010.965	26.419.773
Gain/(Loss) from bond valuation	-	(737.496)
Gain/(Loss) from valuation of shares in subsidiaries and associates	209.494.074	(46.282.399)
Interest on loans granted to subsidiaries (under FVTPL*)	3.896.261	-
Total	265.401.300	(20.600.123)

**During the financial year ended December 31, 2025, the Company revised the presentation of interest on loans to subsidiaries, classified as financial assets measured at fair value at profit or loss (FVTPL). In accordance with IFRS 7, such interest is included under "Net gain/(loss) from financial assets at fair value through profit and loss". As of December 31, 2024, interest on loans to subsidiaries was 2,520,453 (Note 8 – Assets at fair value through profit and loss). This reclassification represents a change in presentation and does not affect the net profit of any of the financial years.*

As of December 31, 2025, the valuation of the fund units resulted in a gain of RON 52 million (as of December 31, 2024: RON 26.4 million).

The result from the fair value measurement of shares in subsidiaries and associates as of December 31, 2025 is favorable in the amount of RON 209.4 million (gain of RON 174.7 million from the valuation of subsidiaries and loss of RON 34.7 million from the valuation of associates).

The result from the fair value measurement of shares in subsidiaries and associates as of December 31, 2024 is unfavorable in the amount of RON 46.3 million (loss of RON 6.4 million from the valuation of subsidiaries and loss of RON 39.8 million from the valuation of associates). During 2024, a subsidiary (Azuga Turism S.A.) was sold.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

12 Commission expenses

<i>In LEI</i>	December 31, 2025	December 31, 2024
Financial Supervisory Authority fees	4.575.426	4.152.485
Storage fees	1.536.475	1.329.043
Fees due for transactions	89.593	-
Registration fees	257.043	218.732
Other fees	81.869	68.421
Total	6.540.405	5.768.681

13 Other operational expenditure

<i>In LEI</i>	December 31, 2025	December 31, 2024
Expenditure on other taxes, fees and similar payments	1.172.940	1.020.398
Salary and other personnel expenses	34.686.777	35.385.862
Depreciation expenses	1.046.368	915.424
Expenditure on external benefits*	11.293.194	9.421.811
Total	48.199.279	46.743.495

Salary and other personnel expenses are detailed as follows:

	December 31, 2025	December 31, 2024
Salary expenses	29.266.763	30.484.254
Stock option plan expenses	3.674.267	3.179.550
Expenditure on insurance and social protection	884.919	882.883
Other staff expenditure	860.828	839.175
Total	34.686.777	35.385.862

The auditors' fee for the audit of the financial statements for 2025 was RON 439,306 (2024: RON 488,649), of which RON 357,730 (2024: RON 393,893) was for the audit of the individual financial statements (parent company and subsidiaries), RON 45,887 (2024: RON 53,300) and additional expenses RON 35,690 (2024: RON 41,456). The amounts include VAT.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

14 Corporate income tax

	December 31, 2025	December 31, 2024
Current corporate income tax (16%)	22.370.691	10.565.135
Income tax (1%)	-	-
Tax on dividends (8%, 10%)	15.948.345	8.752.011
Financial assets at fair value through other comprehensive income	-	-
Financial assets at fair value through the profit and loss account	-	-
Tangible assets/Real estate investments	(147.871)	(377.386)
Provisions for risks and expenses and adjustments to receivables & inventories	(149.908)	(342.176)
Total corporate income tax recognised in profit or loss for the year	38.021.257	18.597.585

Reconciliation of pre-tax profit with corporate income tax expense in profit and loss account:

	2025	2024
Profit before tax	526.095.819	170.734.299
Tax according to the statutory tax rate	87.155.459	27.236.149
Effect on corporate income tax of:		
Tax on dividends (8%, 10%)	15.948.345	8.752.011
Non-deductible expenses and similar items	25.549.222	32.064.891
Non-taxable income	(87.226.457)	(48.444.596)
Income-like items	26.307.563	2.263.089
Items similar to expenditure	(30.209.748)	(2.738.405)
Deferred tax	(297.779)	(719.562)
Amounts representing sponsorship within legal limits and other deductions	(3.088.475)	(291.309)
Tax recognized in the retained profit	3.883.127	475.316
Corporate income tax	38.021.257	18.597.585

Non-deductible expenses on which the effect of corporate income tax has been calculated mainly include unfavorable differences in the fair value measurement of holdings where holding is greater than 10% for an uninterrupted period of more than 1 year.

Non-taxable income mainly includes dividend income due from Romanian legal entities and income from fair value measurement related to participations where the holding is more than 10% for an uninterrupted period of more than 1 year.

Starting with January 1, 2014, the amendments to the Fiscal Code entered into force, according to which the income from the sale/assignment of participation securities and income from liquidation are included in the category of non-taxable income for the calculation of corporate income tax, together with income from dividends, regardless of whether the legal entities in which the participation securities are held are Romanian or foreign legal entities, from states with which Romania has concluded double taxation conventions (including from outside the EU). This income is non-taxable if certain conditions are met (if, on the date of sale/sale of the shareholdings or on the date of the start of the liquidation operation, the minimum period of 1 year of uninterrupted holding of a holding of at least 10% is fulfilled).

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

15 Cash and cash equivalents

	December 31, 2025	December 31, 2024
In LEI		
Cash in the cashier and other values	4.521	4.673
Current accounts with banks	6.945.135	11.462.751
Deposits with banks with an initial maturity of less than 3 months	715.083.289	617.345.624
Other Cash Advances and Advances	64	64
Total cash and cash equivalents	722.033.009	628.813.111

Current accounts opened with banks and bank deposits are at the disposal of the Group at all times and are not restricted.

16 Bank deposits

	December 31, 2025	December 31, 2024
In LEI		
Deposits with banks with an initial maturity of more than 3 months	31.696.700	20.937.614
Attached interest on deposits	173.655	142.378
Total	31.870.355	21.079.992

17 Financial assets measured at amortised cost

<i>In LEI</i>	December 31, 2025	December 31, 2024
Government bonds issued in RON	63.455.549	-
Bonds issued in EURO	85.750.075	1.257.518
Total	149.205.624	1.257.518

<i>In LEI</i>	Government bonds	Bonds
1 January 2025	-	1.257.518
Procurement	201.636.532	384.913.300
Exits (due date)	(140.000.000)	(305.498.567)
Variation in interest receivable	4.989.179	29.023.339
Premium/discount depreciation	1.561.838	779.937
Interest received	(4.732.000)	(22.167.364)
Exchange rate differences	-	(2.558.088)
December 31, 2025	63.455.549	85.750.075

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

<i>In LEI</i>	Government bonds	Bonds
January 1, 2024	-	-
Procurement	-	1,242,494
Exits (due date)	-	
Variation in interest receivable	-	13,841
Premium/discount depreciation	-	
Interest received	-	
Exchange rate differences	-	1,183
December 31, 2024	-	1,257,518

The coupon rates for government bonds issued by the Romanian Government were in 2025: 3.65% and 6.30%, and for bonds: 4.75% and 15% (in 2024: 4.75%).

The Company assessed the need for the recognition of expected credit losses in accordance with IFRS, using the simplified model of expected credit losses (ECL). The estimate was based on the analysis of the likelihood of payment, risk exposure and expected losses, taking into account the information available at the reporting date.

As a result of this analysis, it was determined that the expected credit losses do not have an impact on the financial statements. Compared to previous periods, there were no significant changes in the ECL estimates that would warrant further adjustments.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**
(all amounts presented are in lei)

18 Financial assets at fair value through the profit and loss account

<i>In LEI</i>	December 31, 2025	December 31, 2024
Shares measured at fair value	1.564.208.216	1.355.739.774
- unconsolidated subsidiaries	1.270.909.982	1.097.202.812
-Associated entities	293.298.234	258.536.962
Fund units measured at fair value	177.259.158	317.152.515
Loans to subsidiaries (including attached interest)	59.983.942	80.733.990
Total	1.801.451.316	1.753.626.278

Shares measured at fair value through the profit and loss account include subsidiaries (unconsolidated) in the amount of RON 1,270,909,982 (2024: RON 1,097,202,812) and associates RON 293,298,234 (2024: RON 258,536,962).

In 2025, fund units worth a total of RON 227 million were repurchased.

In March 2024, the Vrancart bond reached maturity. Also in 2024, fund units were repurchased in the total amount of RON 105 million.

The fair value of investments in subsidiaries is set out below:

	December 31, 2025	December 31, 2024
1 Measured at fair value through the profit and loss account		
SIF IMOBILIARE PLC NICOSIA	488.897.854	441.742.722
SIF1 IMGB SA BUCHAREST	332.502.753	272.410.021
VRANCART SA ADJUD	147.290.468	180.277.396
IAMU SA BLAJ	62.322.618	85.111.606
SIF SPV THREE	74.237.174	64.205.645
SIF HOTELS SA ORADEA	16.396.609	21.615.941
NAPOMAR SA CLUJ-NAPOCA	20.323.924	19.903.254
SIF SPV TWO SA BUCHAREST	127.278.625	10.385.117
SIFI CJ LOGISTIC SA BUCHAREST	1.552.209	1.343.380
SIF SPV OVEN	107.730	145.834
Total	1.270.909.982	1.097.140.916

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

Situation of Investment Funds in which fund units are held:

	December 31, 2025	December 31, 2024
ASSET PLUS (Private Equity Alternative Investment Fund)	30.939.147	82.052.945
OPTIM INVEST (Private Equity Alternative Investment Fund)	26.803.957	49.346.526
STAR VALUE (Open-ended Alternative Investment Fund)	30.331.203	13.491.879
CERTINVEST ACTIUNI (Open-ended alternative investment fund)	-	125.090.505
ROMANIA STRATEGY FUND (Closed-end alternative investment fund)	61.031.082	46.984.060
MULTICAPITAL INVEST (Alternative investment fund with private capital)	27.967.418	-
PLUS INVEST (Open-ended Investment Fund)	186.352	186.601
Total	177.259.159	317.152.515

The movement of financial assets measured at fair value through the profit and loss account in 2025 is presented below:

In LEI

	Actions	Background units	Loans granted	Total
1 January 2025	1.355.739.774	317.152.514	80.733.990	1.753.626.278
Procurement	-	34.999.978	-	34.999.978
Sales	-	(226.904.050)	(26.476.701)	(253.380.751)
Variation in interest receivable	-	-	3.978.940	3.978.940
Change in fair value (including exchange rate difference)	208.468.442	52.010.716	1.747.713	262.226.872
December 31, 2025	1.564.208.216	177.259.159	59.983.942	1.801.451.317

During 2025, the following significant transactions took place:

- Purchase in full of the fund units held in Certinvest, in the amount of RON 136.9 million, but also of other units held in the Active Plus (RON 59.9 million) and Optim Invest (RON 29.9 million) funds;
- Acquisition of units in the funds Star Value (RON 9.9 million) and Multicapital Invest (RON 24.9 million);
- Repayment of the loan granted to a subsidiary in the amount of 26 million lei.

The movement of financial assets measured at fair value through the profit and loss account in 2024 is presented below:

In LEI

	Actions	Background units	Loans granted	Corporate bonds	Total
January 1, 2024	1.434.456.758	395.732.790	52.034.666	38.185.926	1.920.410.140
Procurement	86.211.062	-	24.874.500	-	111.085.562

**Notes to the consolidated financial statements for the financial year ended
December 31, 2025**

(all amounts presented are in lei)

Sales	(118.645.647)	(105.000.001)	-	(36.874.800)	(260.520.448)
Variation in interest receivable	-	-	3.833.853	(573.630)	3.260.223
Change in fair value (including exchange rate difference)	(46.282.399)	26.419.725	(9.029)	(737.496)	(20.609.199)
December 31, 2024	1.355.739.774	317.152.514	80.733.990	-	1.753.626.278

The share acquisitions made during 2024 include: capital contributions to SIF SPV THREE, SIF SPV FOUR (in the total amount of RON 61.3 million) and capital contribution to Vrancart (in the total amount of RON 25 million).

The sales of shares mostly represent the value of the stake held in Azuga Turism S.A. – RON 44.7 million, sold in full. Also in 2024, the Group repurchased fund units in the total amount of RON 105 million.

Notes to the consolidated financial statements for the financial year ended December 31, 2025
(all amounts presented are in lei)

Hierarchy analysis of the fair value of financial instruments

December 31, 2025

Financial assets	Val.justa 31/12/25	Evaluation technique	Input data used		Unobservable input data	Weighted average cost of capital		Capitalization Rate		Sensitivity
Financial investments, d.c.:	1.207.185.998					Standard values	Var. vs val.standard	Standard values	Var. vs val.standard	
- unlisted majority shareholdings or no active market	143.996.542	Revenue Approach - Updated Cash Flow Method	Turnover, EBITDA for each majority shareholding	Change +/- 5 % from the standard value	Weighted average cost of capital	11.36%- 21.7% (for 3 companies	Change +/- 5 % from the standard value			The increase in EBITDA (influenced by the increase in revenue and/or decrease in costs) and the decrease in wacc leads to the increase in fair value and vice versa leads to the decrease in fair value
- unlisted majority shareholdings or no active market	1.040.911.075	Corrected net asset approach	Adjusted net assets for each majority shareholding in the holding group	Change +/- 5 % from the standard value of assets and obligations	unit rent and capitalization rate for real estate investments (major influence on net assets)			8%-11.5% in the valuation of fixed assets (majority share in total assets)	Variation +/- 5 % from the standard value	The increase in net assets (influenced by the increase in the value of real estate investments) leads to an increase in fair value and vice versa to a decrease in fair value
- minority shareholdings without the active market	12.095.178	Approach through market comparisons	similar transactions with the shares of the company or comparable companies							
	10.183.203	Corrected net asset approach	annual and half- yearly historical financial statements		Discount: lack of liquidity, minority stake, low profitability					
Total	1.207.185.998									

Notes to the consolidated financial statements for the financial year ended December 31, 2025
(all amounts presented are in lei)

December 31, 2024

Financial assets	Val. justa 31/12/24	Evaluation technique	Input data used		Unobservable input data	Weighted average cost of capital		Capitalization Rate		Sensitivity
Financial investments, d.c.:	937.292.468					Standard values	Var. vs val.standard	Standard values	Var. vs val.standard	
- unlisted majority shareholdings or no active market	126.630.801	Revenue Approach - Updated Cash Flow Method	Turnover, EBITDA for each majority shareholding	Variation +/- 5 % from the standard value	Weighted average cost of capital	9.1%-13.4% (for 5 companies) and 27% (for 1 company)	Variation +/- 5 % from the standard value			The increase in EBITDA (influenced by the increase in revenue and/or decrease in costs) and the decrease in wacc leads to the increase in fair value and vice versa leads to the decrease in fair value
- unlisted majority shareholdings or no active market	790.232.719	Corrected net asset approach	Corrected net assets for each majority shareholding in the holding group	Change +/- 5% from the standard value of assets and obligations	unit rent and capitalization rate for real estate investments (major influences net assets)			8%-11.5% in the valuation of fixed assets (majority share in total assets)	Variation +/- 5 % from the standard value	The increase in net assets (influenced by the increase in the value of real estate investments) leads to an increase in fair value and vice versa to a decrease in fair value
	5.881.013	Approach through market comparisons	similar transactions with the shares of the company or comparable companies							
	14.547.935	Corrected net asset approach	annual and half- yearly historical financial statements		Discount: lack of liquidity, minority stake, low profitability					
Total	937.292.468									

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**

(all amounts presented are in lei)

19 Financial assets at fair value through other comprehensive income

The fair value of the shares for which the Group has selected the option of fair value accounting reflection through other income items as of December 31, 2025 and December 31, 2024 is presented below, structured by the main sectors of economic activity. The Group chose, at the date of the transition to IFRS 9, respectively at the initial recognition of new acquisitions, this way of presentation provided for in IFRS 9 provided that this option is in line with the Group's strategy and investment horizon regarding these investments.

In LEI	December 31, 2025	%	December 31, 2024	%
Financial intermediation and insurance	2.689.518.483	85,4%	1.859.179.679	81,8%
Manufacturing industry	2.574.937	0,1%	7.502.498	0,3%
Hotels and restaurants	61.350.000	1,9%	77.050.702	3,4%
Wholesale & Retail, Automotive Repair	863.1000	0,0%	206.465	0,0%
Production and supply of energy, gas, water	-	0,0%	27.450.000	0,8%
Extractive industry	353.305.800	11,2%	251.752.575	11,1%
Financial services applicable to the real estate field	4.774.000	0,2%	4.123.000	0,2%
Construction	3.841.912	0,1%	4.463.516	0,2%
Transport and storage	31.501.393	1,0%	42.431.866	1,9%
TOTAL	3.147.729.634	100,0%	2.274.160.300	100,0%

Dividend income from shares measured at fair value by other comprehensive income is presented separately in Note 7.

The movement of financial assets measured at fair value through other comprehensive income in 2025 is presented in the following table:

In LEI

	Actions*
1 January 2025	2.274.160.300
Procurement	214.255.321
Sales	(41.300.509)
Change in fair value (including exchange rate differences)	700.614.521
December 31, 2025	3.147.729.634

**the option to measure at fair value through other comprehensive income was exercised at initial recognition or at the date of transition to IFRS 9*

The inflows of shares in 2025, in a total amount of RON 214 million, mainly include the acquisition of shares of Banca Transilvania (RON 130 million), Infinity Capital Investments (RON 44.7 million) and Fondul Proprietatea SA (RON 38.6 million). As for the exits in 2025, the most significant transaction was represented by the sale of the package of shares held in SPEEH Hidroelectrica in the amount of RON 27.4 million.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**
(all amounts presented are in lei)

The movement of financial assets measured at fair value through other comprehensive income in 2024 is presented in the following table:

In LEI

	Actions*
January 1, 2024	1.826.159.366
Procurement	83.373.322
Sales	(426.359)
Change in fair value (including exchange rate differences)	365.053.969
December 31, 2024	2.274.160.300

**the option to measure at fair value through other comprehensive income was exercised at initial recognition or at the date of transition to IFRS 9*

The share inflows in 2024, in a total amount of RON 83.3 million, mainly include the acquisition of Grand Hotel Bucharest and Infinity Capital Investments shares.

Differences in change in fair value of financial assets measured by other comprehensive income

<i>In LEI</i>	2025	2024
On January 1	1.324.061.145	1.002.509.286
Gain/(Loss) on the measurement at fair value of financial assets measured at fair value by other comprehensive income	700.614.521	365.053.971
Gain/(loss) transferred to retained earnings related to financial assets measured at fair value through other comprehensive income items from the portfolio	(2.330.186)	3.922.447
Effect of the related deferred corporate income tax	(101.425.163)	(47.424.558)
On December 31	1.920.920.318	1.324.061.145

During 2025, the loss of RON 2,330,186 (in 2024: gain of RON 3,922,447) represents mostly the difference in market mark-up accumulated up to the date of sale.

20 Other financial assets

In LEI

	December 31, 2025	December 31, 2024
Trade receivables - net	34.109.924	21.500.612
VAT to be recovered	40.940	-
Advances to suppliers	4	9.885
Other receivables - net	41.740.182	32.594.045
Total	75.891.049	54.104.542

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**
(all amounts presented are in lei)

21 Assets held for sale

<i>In LEI</i>	December 31, 2025	December 31, 2024
Balance at the beginning of the period	64.940.084	64.940.084
Entrances, of which:	-	-
Acquisitions/fittings	-	-
Transfer from/(to) assets available for sale	-	-
Outputs	(44.910.209)	-
Effect of changing fair value	-	-
End of period balance	20.029.875	64.940.084

In 2025, the contractual conditions were met and thus the recognition of an asset held for sale took place.

22 Other financial liabilities

<i>In LEI</i>	December 31, 2025	December 31, 2024
Trade Debts*	5.373.191	1.960.917
Amounts due to employees and related contributions	3.366.705	3.072.309
Taxes	1.327	27.724
Other liabilities - short-term	456.070	363.867
Total	9.197.293	5.424.817

*The increase recorded in 2025 compared to 2024 is mainly due to corporate tax.

23 Deferred corporate tax liabilities

The deferred tax assets and liabilities on 31 December 2025 are generated by the items detailed in the following table:

	Assets	Liabilities	Net
Financial assets at fair value through the profit and loss account	-	-	-
Financial assets at fair value through other comprehensive income	-	2.068.667.011	(2,068,667,011)
Property, plant and equipment and real estate investments	-	12.876.685	(12,876,685)
Asset value adjustments	7.640.905	-	7.640.905
Provisions for risks and expenses	6.842.427	-	6.842.427
Total	14.483.332	2.081.543.695	(2.067.060.364)
Tax related to the deferred loss			
Net temporary differences - 16% share			(330.729.660)
Deferred corporate tax liabilities			(330.729.660)

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**

(all amounts presented are in lei)

The deferred tax assets and liabilities as of December 31, 2024 are generated by the items detailed in the following table:

	Assets	Liabilities	Net
Financial assets at fair value through the profit and loss account	-	-	-
Financial assets at fair value through other comprehensive income	-	1.428.622.566	(1.428.622.566)
Property, plant and equipment and real estate investments	-	13.800.880	(13.800.880)
Asset value adjustments	7.640.914	-	7.640.914
Provisions for risks and expenses	5.905.500	-	5.905.500
Total	13.546.413	1.442.423.445	(1.428.877.032)
Tax related to the deferred loss			
Net temporary differences - 16% share			(228.620.327)
Net temporary differences - 10% share			
Deferred corporate tax liabilities			(228.620.327)

The movements during the years related to the deferred tax debt are presented below:

	Value
Deferred tax debt January 1, 2024	181.027.745
Tax with impact on the profit and loss account	(719.561)
Impact of valuation reserves of assets measured by other comprehensive income	48.312.142
Deferred tax debt December 31, 2024	(228.620.327)
Tax with impact on the profit and loss account	(297.776)
Impact of valuation reserves of assets measured by other comprehensive income	102.407.108
Deferred tax debt December 31, 2025	(330.729.660)

Table of movements regarding deferred income tax debts:

	01/01/2025	Increases/decreases in the profit and loss account	Increases/decreases in other items of the comprehensive result	31/12/2025
Financial assets at fair value through other comprehensive income	228.579.611	-	102.407.108	330.986.719
Tangible assets and real estate investments	985.595	(147.871)	-	837.724
Supplies	(944.879)	(149.904)	-	(1.094.784)
Other assets	-	-	-	-
Total	228.620.327	(297.776)	102.407.108	330.729.660

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**

(all amounts presented are in lei)

	01/01/2024	Increases/decreases in the profit and loss account	Increases/decreases in other items of the comprehensive result	31/12/2024
Financial assets at fair value through other comprehensive income	180.479.451	-	48.100.159	228.579.611
Tangible assets and real estate investments	1.150.998	(377.386)	211.983	985.595
Supplies	(602.704)	(342.176)	-	(944.879)
Other assets	-	-	-	-
Total	181.027.745	(719.561)	48.312.142	228.620.327

24 Capital and reserves

(a) Share capital

As of December 31, 2025, the share capital of Lion Capital S.A. has the value of RON 50,751,006, being divided into 507,510,056 shares with a nominal value of RON 0.1 and is the result of the direct subscriptions made to the share capital of Lion, by transforming into shares the amounts due as dividends based on Law no. 55/1995 and by the effect of Law 133/1996. As of December 31, 2025, the number of shareholders was 5,732,456 (December 31, 2024: 5,735,100).

The shares issued by Lion Capital S.A have been traded on the Bucharest Stock Exchange since November 1999. The records of the shares and shareholders are kept by Lion Capital Depozitarul Central S.A. Bucharest.

All shares are ordinary shares, have been subscribed and are paid in full on December 31, 2025 and December 31, 2024. All shares have the same voting rights and have a nominal value of RON 0.1/share. The number of shares authorised to be issued is equal to the number of issued shares.

<i>In LEI</i>	December 31, 2025	December 31, 2024
Share capital	50.751.006	50.751.006
Total	50.751.006	50.751.006

(b) Retained earnings

<i>In LEI</i>	December 31, 2025	December 31, 2024
Retained earnings from the transition to IAS and IFRS	422.323.709	422.323.709
Retained earnings from the application of IFRS 9 (including gains from transactions)	402.786.544	397.555.180
Profit for the year (profit)	488.116.893	152.118.901
Other amounts recognised in retained earnings (legal reserves, revaluation of tangible assets, etc.)	35.735.911	47.843.971
Total	1.348.963.057	1.019.841.761

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**
(all amounts presented are in lei)

(c) Other reservations

<i>In LEI</i>	December 31, 2025	December 31, 2024
Reserves distributed from net profit	2.024.300.415	1.863.082.223
Reservations constituted following the application of Law no. 133/1996	145.486.088	145.486.088
Reserves from prescribed dividends	98.154.949	88.420.910
Reserves from exchange rate differences and investment facilities	19.832.946	19.832.946
Total	2.287.774.397	2.116.822.167

The reserve related to the initial portfolio was constituted following the application of Law no. 133/1996, as the difference between the value of the contributed portfolio and the value of the subscribed share capital of Lion Capital S.A. Thus, these reserves are assimilated to a contribution premium and are not used for the sale of fixed assets.

(d) Legal reservations

According to the legal requirements, the Group constitutes legal reserves in the amount of 5% of the profit recorded according to the applicable accounting regulations until the total value of the reserves reaches 20% of the share capital according to the Articles of Incorporation. The value of the legal reserve as of December 31, 2025 is RON 10,477,142 (December 31, 2024: RON 10,451,417). Legal reserves cannot be distributed to shareholders.

(e) Differences in change in fair value of financial assets measured by other comprehensive income

This reserve comprises the cumulative net changes in the fair values of financial assets measured by other comprehensive income from the date they were classified in this category until the date on which they were derecognised or write-down. Reserves are recorded at net value of the related deferred tax. The amount of the deferred tax recognized directly by the reduction of equity is presented in Note 23.

The following table presents the reconciliation of net differences from change in fair value for financial assets measured by other comprehensive income:

<i>In LEI</i>	December 31, 2025	December 31, 2024
Differences in change in fair value for financial assets measured by other comprehensive income (equities)	1.920.920.318	1.324.061.145
Total	1.920.920.318	1.324.061.145

(f) Dividends

During 2025 there was no distribution of dividends from the profit for the financial year 2024. During 2024, there was no distribution of dividends from the profit for the financial year 2023.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**
(all amounts presented are in lei)

(g) Own actions

<i>In LEI</i>	December 31, 2025	December 31, 2024
Own shares	(3.850.000)	(7.221.000)
Total	(3.850.000)	(7.221.000)

Between 13.10.2025 - 24.10.2025, the public tender offer of shares issued by Lion Capital S.A. was carried out, approved by decision A.S.F 964/07.10.2025. It was completed by the redemption of 1,100,000 own shares, by Lion Capital S.A., in the amount of RON 3,850,000.

25 Segment reporting

In 2025 and 2024, the Group carried out its activity on a single segment, namely the financial activity. The activity of 3 companies was included in the financial activity (2024: 3).

26 Commitments and contingent liabilities

a) Court actions

The group is the subject of a number of legal actions resulting from the normal course of business. Management considers that these actions will not have a significant effect on the economic results and the consolidated financial position.

b) Transfer price

The tax legislation in Romania has contained rules on transfer pricing between related persons since 2000. The current legislative framework defines the principle of 'market value' for transactions between related persons, as well as the methods of transfer pricing. As a result, it is expected that the tax authorities will initiate thorough transfer pricing checks to ensure that the tax result and/or customs value of the imported goods are not distorted by the effect of prices charged in the relations between related persons. The Group cannot estimate the impact of such verification.

c) Other commitments

As of December 31, 2025 and December 31, 2024, the Group does not have loans obtained from banks for which the banks have requested collateral guarantees represented by mortgages on fixed assets (land, buildings) and security interests on receivables, inventories and cash.

27 Transactions with Related Parties

Related parties are entities or legal persons that are linked to each other by a relationship of control or significant influence. Under accounting and tax regulations, an affiliated party may be an entity that directly or indirectly owns a significant interest in another entity, or that is under the control of the same entity or group of entities. Related parties also include entities that are influenced by the same economic or administrative interests. Transactions between related parties are governed by specific principles and methods, in particular with regard to transfer pricing.

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**
(all amounts presented are in lei)

The Group has identified the following related parties in the course of its activity:

Key management personnel

December 31, 2025

- As of December 31, 2025, the Board of Directors of Lion Capital S.A consisted of 4 members: Bogdan-Alexandru Drăgoi-President, Rachid El Lakis – Vice-President, Sorin Marica, Marcel Pfister;
- On December 31, 2024, the members of the executive management of Lion Capital S.A: Bogdan-Alexandru Drăgoi – General Manager, Florin Daniel Gavrilă – Director and Laurențiu Riviș – Director.

December 31, 2024

- On December 31, 2024, the Board of Directors of Lion Capital S.A consisted of 4 members: Bogdan-Alexandru Drăgoi-President, Răzvan-Radu Străuț-Vice-President (term ended on October 1, 2024), Sorin Marica, Marcel Pfister and Ionel Marian Ciucioi;
- On December 31, 2024, the members of the executive management of Lion Capital S.A: Bogdan-Alexandru Drăgoi – General Manager, Răzvan-Radu Străuț – Deputy General Manager (mandate ended on October 1, 2024), Florin Daniel Gavrilă – Director and Laurențiu Riviș – Director.

During the financial year, no transactions were made and no advances and loans were granted to the Company's directors and administrators, except for advances for travel in the interest of the service.

During 2025, the gross amounts paid to the members of the Board of Directors and Directors (authorized by the FSA) amounted to 6.652 thousand lei (2024: 9.924 thousand lei).

The Group has not received or granted guarantees in favour of any related party.

Subsidiaries

Subsidiaries are legal entities controlled directly or indirectly by a parent company, by holding a significant shareholding (usually at least 50%) of the voting rights or by exercising control over the subsidiary's business and financial policy.

The following transactions were conducted with related parties:

(a) Dividend income

	2025	2024
SIF Real Estate Plc	-	34.874.698
Vrancart SA	-	-
Biofarm SA	11.224.994	11.224.994
IAMU SA	-	-
SIFI CJ Logistic SA	-	22.884
SIF Hotels	6.905.137	5.937.781
Total	18.130.131	52.060.537

**Notes to the consolidated financial statements for the financial year ended
December 31, 2024**
(all amounts presented are in lei)

(b) Interest income

	2025	2024
VRANCART SA – bonds	-	629.561
SIF SPV TWO SA	2.920.143	3.611.944
SIF 1 IMGB S.A.	976.118	222.659
Total	3.896.260	4.464.164

(c) Balance of fixed receivables

	2025	2024
SIF SPV TWO SA – main loan	51.296.859	50.045.250
SIF SPV TWO SA – interest to be collected	8.687.082	5.595.632
SIF 1 IMGB S.A. - main loan	-	24.870.500
SIF 1 IMGB S.A. - interest to be collected	-	222.608
Total	59.983.941	80.733.990

During 2025, the following transactions were carried out with subsidiaries, other than those presented above:

- Napomar – participation in the reduction of the share capital in cash by the amount of RON 1,025,624.

During 2024, the following transactions were carried out with the subsidiaries not included in the consolidation:

- Vrancart S.A. – participation in the increase of the share capital in cash by the amount of RON 24,861,062, representing the equivalent value of RON 248,078,495 shares and receipt of the bond: RON 36,874,800;
- SIF SPV THREE and FOUR – participation / contribution to the increase of the share capital in cash with the total amount of 61,288,650;
- Azuga Turism and SIFI Uniteh – full sale and liquidation of the stake, the value of the transactions being RON 44.7 million and RON 0.7 million.

28 Post-balance sheet events

On 13 March 2026, the relocation of the registered office of Lion Capital S.A. was approved, from its previous address in Arad Municipality, 35A Calea Victoriei, Arad County, to its new address in Bucharest, District 2, 46–48 Serghei Vasilievici Rahmaninov Street, 3rd floor.