

MANAGEMENT REPORT
SC PREBET AIUD SA for the year 2025
Annual Report in accordance with ASF Regulation No. 5/2018

For the financial year: **2025**

Date of report: **30 April 2026**

Company name: **S.C. PREBET AIUD S.A.**

Registered office: **Aiud, Alba County, 10 Arenei Street**

Telephone/fax number: **0258-861661 / 0258-861454**

Unique tax registration code: **RO 1763841**

LEI code: **254900R0KBC9MDTF1V33**

Registration number in the Alba Trade Register: **J1991000121019**

Regulated market on which the issued securities are traded: **B.V.B.**

Subscribed and paid-up share capital: **25,200,000 lei**

Main characteristics of the securities issued: **The company has issued 140,000,000 registered shares with a nominal value of 0.18 lei each, in dematerialised form.**

1. Analysis of the company's activities

a. Description of the company's core business

The main business activity of SC PREBET AIUD SA is: **the manufacture of concrete products for construction, NACE code – 2361.**

The shareholding structure as at 31 December 2025 was as follows:

Name of shareholder	Number of shares	Percentage (%)
GES-GREEN ENERGY SPECIALISTS SRL, Bistrita, Bistrita-Nasaud County	47,113,027	33.6521
ANODIN OPPORTUNITY SRL, Cluj-Napoca, Cluj County	44,800,002	32.0000
Natural persons	37,037,728	26.4556
Legal entities	11,049,243	7.8923
Total	140,000,000	100

b. Specification of the date of incorporation of the company

The company PREBET AIUD S.A. was established in 1991 through the full takeover of the assets of the former Aiud Precast Concrete Works (IPB), established in 1966. The company PREBET AIUD S.A. was organised into its current structure pursuant to Law No. 15/1990 and Government Decision No. 93/04.02.1991, and is registered with the Trade Register under No. J/01/121/1991.

c. A description of any significant merger or reorganisation of the company, its subsidiaries or its controlled entities during the financial year

During 2025, there were no significant changes or reorganisations, mergers, demergers or dissolutions of the company or its subsidiaries. During 2025, the registration with the ASF of the share capital increase approved at the Extraordinary General Meeting of Shareholders on 30 April 2024 was completed, through the issue of 98,182,657 new

shares with a nominal value of RON 0.18. Thus, the share capital increase from RON 7,527,121.74 to RON 25,200,000 was completed. 's share capital increase was 100% subscribed, and the necessary steps to obtain the Certificate of Registration of Financial Instruments from the Financial Supervisory Authority were completed, bringing the total number of shares to 140,000,000 with a nominal value of 0.18 lei per share.

d. Description of acquisitions and/or disposals of assets

During 2025, the volume of investment was significant, marking the conclusion of the major investment cycle that began in 2023. Prebet Aiud SA's investments in 2025 (initiated, continued and completed) were carried out both by partner companies and in-house. The investments focused primarily on completing the production infrastructure required to fulfil multi-year contracts, by finalising and commissioning the production and storage facilities initiated in previous financial years.

The investments relating to the strategic metro project in Cluj-Napoca, signed in 2024 with a value of 339 million lei, were fully completed and accepted during 2025, enabling production to commence in accordance with the agreed contractual schedule. This achievement represents a milestone for the company, confirming its operational capacity to fulfil large-scale contracts and simultaneously completing the investment cycle initiated in 2023–2024.

The main assets commissioned in 2025 included: PROSOFT concrete batching plant (1,907,538 lei), GURALP 24T overhead crane (970,208 lei), GURALP 5T overhead crane (415,579 lei), GSB steam control and measurement system (376,780 lei), Liebherr LTM 1040 crane (297,913 lei), helical rebar machine (192,089 lei) and other equipment, with a total value of 4,198,142 lei.

At the end of 2025, the value of tangible fixed assets (net) stood at 108,458,155 lei, compared with 66,640,617 lei as at 31 December 2024, an increase of approximately 63%, reflecting the scale of the investment programme undertaken. Tangible assets under construction amounted to 35,463,611 lei as at 31 December 2025, representing ongoing investments: a photovoltaic park, staff accommodation, the modernisation of the DTS 2 metro depot, the PNRR615 project and other investments in production and logistics infrastructure.

At the end of 2025, Prebet held a portfolio of financial assets comprising holdings in companies listed and unlisted on the Bucharest Stock Exchange, with a total value of 67,270,435 lei, up from 62,667,724 lei as at 31 December 2024, mainly as a result of additional acquisitions of securities in the ROCA group and changes in the fair value of the existing portfolio.

e. Description of the main results of the assessment of the company's activities

Throughout 2025, SC PREBET AIUD SA conducted profitable operations, as evidenced by the profit recorded in the balance sheet, which is to be submitted to the relevant state authorities (ANAF, ASF and BVB) and published on the PREBET AIUD SA website. All of this leads to the conclusion that the going concern of SC PREBET AIUD SA in the coming years is assured.

1.1.1. General assessment

SC PREBET AIUD SA has prepared its financial statements in accordance with the provisions of OMFP 2844/12 December 2016 approving the Accounting Regulations in accordance with International Financial Reporting Standards, in force as at the company's annual reporting date, namely 31 December 2025.

The key indicators as at 31 December 2025 are:

Indicator	31 December 2025 (lei)	31 December 2024 (lei)
a) Gross profit	3,941,283	5,977,807
b) Turnover	69,658,232	57,338,770
c) Costs (total expenses)	68,098,329	62,635,702
d) Operating expenses	65,319,580	60,183,910
e) Financial expenses	2,778,748	2,451,792
f) Financial income	1,359,936	786,111

Indicator	31 December 2025 (lei)	31 December 2024 (lei)
g) Operating income	70,679,676	67,827,398
h) Total revenue	72,039,611	68,613,509

a) Profit

At the end of 2025, the company recorded a net profit of 3,431,419 lei, compared to 4,838,298 lei in the 2024 financial year. The reduction in net profit, despite a significant 21.5% increase in turnover, is mainly explained by the rise in depreciation expenses from 2,478,522 lei to 4,077,603 lei — a direct and anticipated effect of the massive investments received in 2025, including those related to the Cluj metro project. Without the impact of the additional depreciation, operating profit would have remained at a level comparable to 2024. The increase in depreciation is an indicator of the strengthening of the productive asset base, not of a deterioration in operational performance.

At the same time, the increase in staff costs from 20,753,993 lei to 22,341,474 lei reflects both the rise in the national minimum wage in 2025 and the increase in the number of employees in the first half of the year to support production volumes. Given that tax incentives for construction workers were completely phased out from 2024, these factors placed additional pressure on operating costs, partially offset by increased productivity.

b) Turnover

Turnover amounted to 69,658,232 lei, compared to 57,338,770 lei in 2024, an increase of 21.5%, confirming the strategy of increasing volumes through large-scale, multi-year contracts in road and rail infrastructure. The evolution of turnover over the last 3 years is as follows:

2023	2024	2025
59,399,196 lei	57,338,770 lei	69,658,232 lei

c) Exports

The company does not export any products.

d) Costs

Total operating costs relating to manufactured output amount to 65,319,580 lei, against operating revenue of 70,679,676 lei. The main categories of operating expenses are costs of raw materials and consumables (27,864,328 lei), staff costs (22,341,474 lei) and depreciation costs (4,077,603 lei). The increase in expenditure on external services from 5,961,612 lei to 6,908,203 lei reflects the higher volume of subcontracted work under ongoing contracts.

e) Market share

Due to the diversity of products manufactured and the large number of precast concrete element manufacturers on the domestic market, it is difficult to determine the market share of each precast concrete element produced.

f) Liquidity

At the end of the period under review, there was an available balance of 9,389,321 lei. Compared with the start of the year, cash flow decreased, mainly due to payments made under the investment programme and partial repayments of bank loans. The high cash balance at the end of 2024 reflects advances received from customers for contracts in progress, which were subsequently used to finance investments.

Liquidity:

- cash and bank balances at the start of the period: 16,783,131 lei
- cash and bank balances at the end of the period: 9,389,321 lei
- current liquidity: 0.52
- Quick ratio: 0.14

1.1.2. Assessment of the company's technical level

S.C. PREBET AIUD S.A. is one of the leading manufacturers of concrete construction elements in our country. Its main products are:

- a. Prestressed concrete sleepers for railways
- b. Prestressed concrete beams for road and railway bridges
- c. Precast elements for railway and road bridges
- d. Torsional beams for road bridges with large spans (post-tensioned)
- e. Precast concrete elements for engineering structures and tunnels
- f. Slabs for level crossings
- g. Precast concrete elements for maintenance pits for locomotives and carriages
- h. Bloc-type reinforced concrete sleepers for underground and tramways
- i. Various prefabricated components for structures

Description of the main products manufactured and/or services provided, specifying:

a. the main markets for each product or service and the distribution methods:

The company's product market is the domestic market, with distribution taking the form of direct sales to the contractor or subcontractor who has contracted works with the end user of the requested product.

b. The share of each category of products or services in the company's revenue and total turnover for the last three years:

In 2025, the total volume of precast products was 28,257 cubic metres. The products manufactured by the company fall into two main categories: reinforced and prestressed concrete sleepers, and other reinforced and prestressed concrete products.

Product name	2025 %	2024 %	2023 %
Concrete railway sleepers	79	66.79%	53.11%
Miscellaneous concrete products	21%	33.21%	46.89

c. New products under consideration for which a substantial volume of assets will be allocated in the coming financial year, as well as the stage of development of these products

Due to the nature of its business, SC PREBET AIUD SA constantly has new products on its production line, depending on market demand for precast products; these products are made to order, by adapting existing moulds or creating new ones, in accordance with technical specifications. During 2025, completed investments in production capacity — including the new PROSOFT concrete batching plant and the lifting equipment received — reduced the impact in terms of production times and the need for unskilled labour, significantly improving operational efficiency.

1.1.3. Assessment of technical and material procurement

The main objectives of the procurement activity were:

- to reduce procurement costs, thereby reducing production costs;
- identifying new suppliers;
- ensuring the necessary supply of raw materials, materials and spare parts, in accordance with stock policy;
- securing the best supply terms when contracting (quality / price / payment terms).

Current stock, which includes safety stock, ensures that production activities run smoothly. Prices for the supply of raw materials and supplies stabilised somewhat in 2025 compared to the marked upward trends of previous years, with the exception of electricity and fuels, where volatility remained high.

The company's main suppliers:

Cement: Holcim

Wire rope: D&D Drotaru Hungary

Reinforcing steel: Dacotrans / Arabesque

Transport: Jox Spedition

Additives: Chryso

Aggregates: Otel Trans / Muresul Drimbar

Commercial relations with the main suppliers of raw materials are based on compliance with the terms set out in the sales contracts concluded or, where applicable, extended at the beginning of each year. The choice of supplier is based on the principles of value for money, payment terms and market trends for the product in question. Materials are sourced both from the domestic market and imported from the European Union, depending on the type of product manufactured.

1.1.4. Assessment of sales activity

1.1.4.1 Description of the sequential evolution of sales on the domestic and/or foreign market and of the medium- and long-term sales outlook.

Sales are made exclusively on the domestic market and are somewhat seasonal in nature, with volumes being lower during the winter months. Due to climate change in recent years, the duration of periods of very low temperatures – when work on construction sites was not possible – has decreased, which has enabled the delivery of products and, consequently, a degree of monthly consistency in turnover. However, there are sometimes delays in product delivery due to the actual situation on the ground.

The medium- and long-term sales outlook is underpinned by a solid portfolio of ongoing multi-year contracts. The strategic contract in the Cluj-Napoca area, worth 339 million lei, with a completion period of 51 months from commencement, generates a predictable and significant volume of orders for the 2025–2029 period. At the same time, the increase in demand for precast concrete products generated by the PNRR and Anghel Saligny projects represents a structural opportunity that provides a solid foundation for the continued development of the business.

The evolution of turnover over the last 3 years is as follows:

2023	2024	2025
59,399,196 lei	57,338,770 lei	69,658,232 lei

1.1.4.2 Description of the competitive landscape within the company's field of activity, the market share of the company's products or services, and its main competitors

In 2025, sleepers accounted for 79% of total production volume, a significant increase compared to 2024, when they accounted for 66.79%. This increase reflects the company's clear focus on railway infrastructure contracts funded through the PNRR and Anghel Saligny programmes, where prestressed concrete sleepers are the main product. The percentage decrease was recorded in the 'Miscellaneous concrete products' category, which accounted for 21%, compared to 33.21% in the previous year.

The company has sold its products exclusively on the domestic market throughout the country. Prebet Aiud SA is currently the only manufacturer of prestressed concrete sleepers that uses strand technology rather than steel bars in its production process, which represents a significant competitive advantage when dealing with large-scale clients.

Our company's main competitors are:

- Somaco Grup Prefabricate Bucharest

- Ferrobeton
- Macon Deva
- ASA Cons Turda (Consolis)
- Bauelemente
- METABET Pitesti
- Other concrete manufacturers and manufacturers of concrete elements

1.1.4.3 A description of any significant dependence of the company on a single customer or a group of customers, the loss of which would have a negative impact on the company's revenue

The market segment in which the company operates is dependent on infrastructure investments carried out by entities directly or indirectly under the authority of the Romanian State (the National Investment Company, the National Railway Company). SC PREBET AIUD SA has a fairly extensive client base, ranging from individuals and mayors to commercial companies, including multinational firms undertaking large-scale projects.

In 2025, our company's main partners were:

- Arcada Company Galati with a 37% share
- FCC Construction SA Barcelona with a share of 18%
- Webuild S.p.A. Milan, accounting for 10%
- The FCC + Gulermak CCN consortium, with a 7% stake
- Salcef S.p.A. Rome with a 5% stake
- European with a 4% stake

These six main partners account for 81% of turnover. The total number of clients was approximately 100 companies, which highlights the importance of high-value commercial contracts and, by extension, of strong partners. The emergence of financial difficulties or the insolvency of one or more customers with whom the company conducts significant transactions could have a negative impact on the company's revenues. To date, no such situations have arisen. However, due to changes in weather conditions or delays in the decision to commence construction sites, there have been delays in fulfilling orders in accordance with the schedules agreed in the contract or in the collection of invoices for completed deliveries; however, these are managed in collaboration with clients, with good communication maintained with them.

1.1.5. Assessment of issues relating to the company's employees/staff

1.1.5.1 Specification of the number and level of training of the company's employees, as well as the degree of unionisation of the workforce

As at 31 December 2025, the average number of employees is 216, and the actual number is 212, compared to an average of 228 and an actual number of 243 as at 31 December 2024. Of those actually employed at the end of the year, a significant proportion have higher or post-secondary education, whilst the remainder are employees with secondary or lower secondary education.

As regards staff recruitment and selection, this period is characterised by a rather limited supply of qualified personnel, which poses a problem for the company — we are referring here to civil engineers specialising in Railways, Roads and Bridges, as well as electricians, welders and mechanical fitters. In the future, the company will need to place particular emphasis on organising training courses for interested young graduates, alongside improving working practices and inter-departmental collaboration. Prebet Aiud's management has continued to extend its job offers to employees outside Romania, in accordance with applicable legislation.

The increase in staff costs compared to 2024 is driven by two combined factors: the rise in the national minimum gross wage applicable in 2025, which directly affected the calculation basis for a significant proportion of the workforce, and the increase in the number of employees in the first half of the year to cope with the high volume of production. The complete removal in 2024 of tax incentives granted to construction workers had a direct impact on the company's profitability, all the more so as, previously, to boost competitiveness, Prebet Aiud — being the sole manufacturer of prestressed concrete sleepers using strand technology — had signed multi-year fixed-price contracts in euros. Throughout

2025, there was a constant focus on evaluating staff performance and setting individual targets, with regular reviews of these.

1.1.5.2 Description of the relationship between management and employees, as well as any areas of conflict that characterise this relationship

During 2025, there were no labour disputes between the company's management and its employees.

1.1.6. Assessment of aspects relating to the impact of the issuer's core business on the environment

We believe that the company does not have, nor will it have, any environmental issues, as its operations are not polluting, as evidenced by the existing environmental permit. S.C. PREBET AIUD S.A. aims to step up its efforts to ensure and maintain an environment that meets the standards set by international and European regulations.

To this end, the following objectives have been established:

1. Implementation and certification of an environmental management system. The company holds environmental management certificate no. 20183M dated 03.04.2020 in accordance with SR EN ISO 14001:2005.
2. Identifying and controlling the environmental aspects associated with all activities carried out within the company, to ensure compliance with legal requirements and prevent pollution by: minimising the quantities of waste generated and managing it safely where its generation cannot be avoided; improving the quality of water discharged from the company; reducing emissions of pollutants into the atmosphere; reducing the consumption of natural resources.
3. Ensuring that the policy is communicated to all internal and external stakeholders of the company.
4. Creating the conditions for the implementation, maintenance and continuous improvement of the Environmental Management System by ensuring the availability of competent staff and the material resources necessary to uphold the environmental policy and achieve the proposed objectives.

During 2025, compliance with legal requirements and those contained in regulatory acts was monitored, this being confirmed following inspections carried out by the authorised bodies. Through the investment plan for 2026, the company aims to reduce energy consumption from conventional sources by installing a photovoltaic park and converting steam power stations to electricity, thereby contributing to the sustainable development objectives it has undertaken.

1.1.7. Evaluation of research and development activities

The company does not have its own research department dedicated to new products; this is carried out through our clients' projects, which are developed by institutions specialising in research and design. Research activities within SC PREBET AIUD SA are carried out by the Technical Production Office and the company's own laboratory, as well as through collaborations with design institutes, with direct implications for improving the quality of our company's products and services, by improving manufacturing processes and optimisation schemes to increase labour productivity, namely: modernising existing production capacities, improving the working environment, expanding the market and scope of activity, and automating technological processes.

1.1.8. Assessment of the company's risk management activities

SC PREBET AIUD SA recorded a profit in 2023, 2024 and 2025. Based on an analysis of the key indicators and the company's performance in the first few months of 2026, as well as an analysis of the contracts signed by the company, we consider that there will be no profitability issues in the future either.

The following categories of risk may influence the company's operations:

Market risk is defined as the risk that fluctuations in market prices, such as exchange rates, interest rates and a decline in market demand, may affect the Company's revenues. Market risk — instability in the market for construction materials, characterised by a significant decline in demand, a risk mitigated through market research and marketing policies. The risk of price volatility for electricity, natural gas, metals and diesel, mitigated by finding new suppliers or renegotiating contracts with traditional suppliers.

Currency risk is defined as the risk of incurring losses from international commercial contracts or other economic transactions due to changes in exchange rates between the date a contract is entered into and its maturity date. Currency risk arises from the risk of incurring losses or failing to realise the estimated profit as a result of adverse exchange rate fluctuations. Most of the Company's financial assets and liabilities are denominated in the national currency and, therefore, exchange rate fluctuations do not significantly affect the Company's operations. Although the Company operates in Romania, it is exposed to currency risk arising from exposure to fluctuations in the euro exchange rate, in which purchases from or deliveries to external partners are denominated. The Company does not hedge against currency risk related to fluctuations in the euro exchange rate through forward contracts or other financial derivatives. However, the Company's management regularly reviews forecasts regarding the evolution of the LEI/EUR exchange rate and incorporates the information thus obtained into the basis for its pricing strategy. The RON/EUR exchange rate as at 31 December 2025 was 5.0985.

Price risk may arise due to price fluctuations over time, between the date the contract is concluded and the date on which payment is made and the sum stipulated in the contract is received. This risk is particularly likely to arise in the case of long-term contracts. The Company does not export products and there is no possibility of failing to achieve the expected profit or of incurring losses due to changes in international prices during the period between the conclusion and the completion of contracts. To mitigate the price risk associated with supply contracts concluded with customers in the domestic market, the Company carries out analyses and estimates regarding the evolution of prices for raw materials and supplies, as well as utility and labour costs.

Credit risk is determined by cash and cash equivalents, deposits with credit institutions and other financial institutions, as well as credit exposures to customers in respect of products sold, including outstanding receivables. In the case of credit institutions and other financial institutions, only entities with a good reputation and financial soundness in the Romanian financial market are accepted. In the case of customers, as no independent rating is available, management assesses the customer's creditworthiness based on their financial position, previous experience and other factors. Individual risk limits are set based on internal ratings in accordance with the limits established by the Board of Directors. The utilisation of credit limits (ceilings) is monitored on a regular basis.

Adverse changes in the creditworthiness of the Company's customers may have a negative impact on the Company's ability to collect cash or cash equivalents arising from sales, which could give rise to uncertainty regarding the Company's ability to continue as a going concern, as well as a deterioration in financial performance indicators through the recognition of impairment losses on these assets. The Company's exposure to credit risk is primarily influenced by the individual characteristics of each customer. Prebet Aiud, due to the specific nature of its business and the fact that its customers are commercial companies operating in the construction sector — a sector with a high degree of banking risk — is exposed to this type of risk caused by late payment of invoices or, even more seriously, insolvency.

Liquidity risk is the risk of incurring losses or failing to realise estimated profits, arising from the inability to meet short-term payment obligations at any time without incurring excessive costs or losses that the Company cannot bear. The Company's management monitors forecasts of liquidity requirements to ensure that there is sufficient cash to meet operational needs. These forecasts take into account financing plans, compliance with contractual agreements, and adherence to internal targets regarding economic and financial performance indicators.

The risk of dependence on a small number of clients. The company has a broad client portfolio; however, given the economic sector in which it operates, there is a dependence on companies involved in major infrastructure projects initiated by the Romanian government (motorway construction, railway refurbishment, etc.).

Emerging market risk. Romania is considered an emerging economy. Investors wishing to invest in the shares of an issuer listed on an emerging market should be aware that such an economy presents higher risks compared to a developed economy with advanced political, legal and financial infrastructure. Although Romania is a member state of the European Union, a status which provides the conditions for the continuation of structural reforms and the improvement of the economic environment, there is a risk that unforeseen events associated with an emerging market economy could significantly affect the Company's operations and financial prospects. Romania's status as an emerging economy may also result in a slow pace of capital market development, reflected in a slow growth in transaction value, market capitalisation and/or the number of issuers and investors.

The risk of political instability. Political instability may lead to delays in the implementation of structural reforms designed to support the sustainable development of Romania's economy and to foster the creation of an economic and financial infrastructure intended to enhance the attractiveness of foreign direct and/or portfolio investment. A negative perception of the Romanian political class may influence the volume, nature and structure of investment in Romania, whether foreign and/or domestic, and may have a significant negative effect on the confidence of resident or non-resident investors.

Risk of changes to tax legislation. Tax legislation in Romania is subject to extensive and frequent changes which could adversely affect the Company's operations and/or the returns realised by investors from holding or trading shares (increases in taxes, the introduction of new taxes, the reduction or suspension of certain tax incentives, etc.). There is a risk that the Company or investors in its shares may in future be subject to increased tax rates or new (additional) taxes that could not have been foreseen or estimated at the time of preparing this Report.

Economic and financial risk. The Company's operations, financial position and prospects depend on the level of development of the Romanian economy and capital market, and consequently on the volume and value of transactions on the capital market. The international political situation affecting global economies and capital markets could have negative and difficult-to-predict effects on the Romanian economy, the national currency and the markets in which the Company operates. The risk of regional instability arising from the conflict in Ukraine may also cause substantial financial losses, which are difficult to anticipate. Based on the information available to date, the Company's management has not identified any specific potential risks related to the Russia-Ukraine conflict with a significant impact on current operations. The Company has no direct exposure to third parties affected by the sanctions imposed.

Competitive risk. The company believes that there is currently a risk of competition in the markets in which it operates. However, its position as the sole manufacturer of prestressed concrete sleepers using strand technology in Romania represents a sustainable competitive advantage.

Operational risk is defined as the risk of incurring losses or failing to achieve estimated profits due to internal factors such as the inadequate performance of internal activities, the existence of unsuitable staff or systems, or due to external factors such as economic conditions, changes in the capital market, and technological advances. The policies defined for managing operational risk have taken into account every type of event that may generate significant risks and their specific manifestations, in order to eliminate or mitigate financial losses.

The Company's Board of Directors has overall responsibility for establishing and overseeing the risk management framework at Company level. Its work is guided by the following principles: the principle of delegation of powers; the principle of decision-making autonomy; the principle of objectivity; the principle of investor protection; the principle of promoting the development of the stock market; and the principle of active engagement.

The Board of Directors is also responsible for reviewing and approving the Company's strategic, operational and financial plans, as well as its corporate structure. The Company's risk management policies are defined to ensure the identification and analysis of the risks faced by the Company, the establishment of appropriate limits and controls, and the monitoring of risks and compliance with the established limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. At the date of the financial statements, the Company has an internal audit committee, the composition of which is to be ratified by the AGM upon approval of the annual financial statements for the year 2025.

1.1.9. Outlook on the company's operations

1.1.9.1 Presentation and analysis of trends, factors, events or uncertainties affecting or likely to affect the company's liquidity compared with the same period of the previous year.

The company's quick ratio is 0.14, and its current ratio is 0.52. The decrease in liquidity compared to 31 December 2024 is mainly due to payments made as part of the major investment programme carried out in 2025, repayments of bank loans and the increase in funding received from the shareholder Anodin Opportunity. This trend in liquidity is consistent with the growth strategy adopted by the company and does not represent a risk to business continuity, given the solid portfolio of ongoing contracts and the projected cash inflows.

1.1.9.2 Presentation and analysis of the impact of capital, current or anticipated expenditure on the company's financial position compared with the same period last year.

The value of investments completed in 2025 was 4,198,142 lei. The investments relating to the Cluj-Napoca metro project were fully completed and accepted during 2025, which led to a significant increase in depreciation expenses (+64% compared to 2024) and marked the end of the major investment cycle. At the end of the year, the FIXED ASSETS balance sheet account recorded a 63% increase compared to the start of the year.

At the end of 2025, tangible assets under construction amounted to 35,463,611 lei, representing ongoing investments: the solar farm (2,137,675 lei), staff accommodation (2,159,849 lei), modernisation of the DTS 2 metro hall (8,426,211 lei), investments from the PNRRC615 project (4,473,111 lei) and other investments in production and logistics infrastructure. At the end of 2025, Prebet held a portfolio of shares in companies listed on the Bucharest Stock Exchange worth 65,770,435 lei (the ROCA group and other securities).

For 2026, an investment volume of 16,000,000 lei is proposed, focusing on infrastructure modernisation, energy efficiency and logistics capacity, with funding sources comprising own funds, customer advances, loans or European funds. We note that the investments made in 2023, 2024 and 2025 were predominantly funded from own funds, loans and advances, which were channelled into investments necessary for the execution of major contracts with a significant impact on the company's future operations.

1.1.9.3 Presentation and analysis of events, transactions and economic changes that significantly affect revenue from core activities

In 2025, the company managed to significantly exceed its turnover targets, with total revenue of 72,039,611 lei exceeding initial forecasts. The strategic contract signed in 2024 in the Cluj-Napoca area, worth 339 million lei, is currently being executed with a completion deadline of 51 months. The company has negotiated and received advance payments from the beneficiary in order to commence and complete a large-scale investment project that will ensure the contract is carried out under favourable conditions.

The increased concentration of turnover on PNR and Anghel Saligny projects, with the top six clients accounting for 81% of turnover, reflects the company's strategic positioning within the supply chain for major infrastructure projects. The economic outlook for 2026 and beyond is positive, supported by the portfolio of multi-year contracts and the company's expanded and modernised production capacities.

2. The company's tangible assets

2.1 Details of the location and characteristics of the company's main production facilities

All of the company's production facilities are located on its premises, for which it holds title to the land. The main production facilities are:

- the production hall for concrete railway sleepers;
- production hall for other prestressed concrete elements, mainly sleepers and components for road and rail infrastructure;
- test rig for bridge beams of various cross-sections;
- heavy products testing ground;
- concrete batching plant (modernised in 2025, equipped with a PROSOFT system);
- ballast sorting plant;
- hall for the production of reinforced concrete precast elements (DTS);
- production line for pre-stressed beams up to 40 m in length.

2.2 Description and analysis of the degree of wear and tear of the company's assets

The machinery and production facilities show an average level of wear and tear. In recent years, the company has invested substantially in modernising existing production facilities and creating new ones. As a result of the significant investments made in 2023, 2024 and 2025, the average degree of wear and tear at the end of 2025 is 60%, a significant reduction compared to previous periods, reflecting the substantial modernisation of the technical infrastructure.

2.3 Details of potential issues relating to ownership of the company's tangible assets

The company owns its assets and there are no disputes regarding ownership.

3. The market for securities issued by the company.

3.1 The securities issued by our company have been traded exclusively in Romania, on the main market of the Bucharest Stock Exchange, under the ticker symbol PREB, in the Standard category, since 24 September 2015.

The share price of SC PREBET AIUD SA has fluctuated over the last 52 weeks between a low of 1.4550 lei per share and a high of 2.1700 lei per share.

3.2 In recent years, the dividend distribution has been as follows:

3.2.1 2018 – dividends totalling 945,681 lei were paid.

3.2.2 2019 – dividends totalling 947,503 lei were paid.

3.2.3 2020 – dividends totalling 2,000,000 lei were paid.

3.2.4 2021 – no dividends were paid.

3.2.5 2022 – no dividends were paid.

3.2.6 2023 – no dividends were paid.

3.2.7 2024 – no dividends were paid.

3.2.8 2025 – management proposes that no dividends be paid; the net profit of 3,431,419 lei is to be transferred to other reserves.

3.3 Description of any activities undertaken by the company to acquire its own shares.

During 2025, the company did not carry out any operations to acquire its own shares.

3.4 If the company has subsidiaries, specify the number and nominal value of the shares issued by the parent company and held by the subsidiary.

Not applicable.

3.5 Where the company has issued bonds and/or other debt securities, a description of how the company meets its obligations to the holders of such securities.

The company has not issued any bonds or other debt securities.

4. Management of the company

4.1 List of the company's directors as at 31 December 2025:

No.	Surname and first name	Position	Occupation
1	Liviu Daniel Deceanu	Chairman of the Board	Economist
2	Mathe Francisc	Member	Lawyer
3	Parvu Adrian Marcel	Member	Lawyer
4	Patrascu Iuliu Ciprian	Member	Economist
5	Oltean Ioan	Member	Lawyer

CV (surname, first name, age, qualifications, professional experience, etc.)

1. Liviu Daniel Deceanu

Age: 41

Qualification: Economist

Professional experience: 16 years Length of service: 5 years

Non-executive member of the board of directors: He graduated from the Faculty of Economics and Business Administration, Babeş-Bolyai University, Cluj-Napoca (specialising in International Economic Relations). Currently holds the position of Lecturer (International Economic Transactions, European Economics) at the Faculty of Economics and Business Administration, Cluj.

2. Mathe Francisc

Age: 49

Qualification: Lawyer

Professional experience: 26 years Length of service: 6 years

Non-executive member of the board of directors: he is a graduate of the Faculty of Law, Babeş-Bolyai University, class of 1999, and a former member of the board of directors at several commercial companies. He was nominated for SC PREBET AIUD SA by ANODIN OPPORTUNITY Cluj-Napoca.

3. Parvu Adrian Marcel

Qualifications: Lawyer and economist

Professional experience: member of the Cluj Bar Association since 2014, associate lawyer at the law firm Parvu & Associates. He served as a provisional member of the Board of Directors from December 2023 to April 2024 and was elected by the General Meeting of Shareholders as a member of the Board of Directors on 29 April 2024. Work address: Samuel Brassai, no. 12, 1st floor, Cluj-Napoca, Cluj County.

4. Patrascu Iuliu Ciprian

Qualification: Economist

Professional experience: Mr Patrascu has worked primarily in the capital markets sector as a diagnostic analysis consultant. He was elected as a member of the Board of Directors of Prebet Aiud S.A. on 29 April 2024 at the General Meeting of Shareholders.

5. Oltean Ioan

Qualification: Lawyer

Experience: a lawyer by profession, he graduated from the Faculty of Law at Babeş-Bolyai University. He served as chief legal adviser and was a member of the Bucharest Bar Association between 2016 and 2020. He was elected as a member of the Board of Directors of Prebet Aiud S.A. in 2023 at the General Meeting of Shareholders.

a) Any agreement, understanding or family relationship between the person in question and another person on the basis of which the person in question was appointed as a director.

We are not aware of any.

b) The director's shareholding in the company.

As at 31 December 2025, the directors hold the following number of shares in PREBET AIUD S.A.:

No.	First name and surname	Number of shares	Percentage
1	Deceanu Liviu Daniel	-	-
2	Mathe Francisc	-	-
3	Ioan Oltean	-	-
4	Parvu Adrian Marcel	-	-
5	Patrascu Iuliu Ciprian	-	-

c) List of persons affiliated with the company.

Not applicable.

4.2 List of members of the company's executive management:

No.	Surname and first name	Position	Occupation
1	Porutiu Cosmin Alexandru	Managing Director	Economist
2	Morutan Dan-Liviu	Deputy General Manager / Financial Director	Economist
3	Simionca Radu Calin	Operations Director	Public Administration

a. Term for which the person is a member of the executive management: Not specified.

b. Any agreement, understanding or family relationship between the person in question and another person on the basis of which the person in question was appointed as a director.

We are not aware of any such relationship.

c. The individual's shareholding in the company.

As at 31 December 2025, the members of the executive management held the following number of shares in PREBET AIUD S.A.:

No.	First name and surname	Number of shares	Percentage
1	Porutiu Cosmin Alexandru	-	-
3	Morutan Dan Liviu	-	-
4	Simionca Radu Calin	-	-

4.3 For the persons referred to in points 4.1 and 4.2, details of any disputes or administrative proceedings in which they have been involved relating to their activities within the issuer.

Over the last 5 years, the persons referred to in points 4.1 and 4.2 have not been involved in any disputes or administrative proceedings relating to their activities within the issuer.

4.4 Gross remuneration paid to the Board of Directors and Executive Management:

Indicators	31.12.2025 (lei)	31.12.2024 (lei)
Salaries/Contracts	1,819,088	1,484,342
Taxes and contributions	721,541	616,002
TOTAL	2,540,629	2,100,344

5. Changes affecting the issuer's capital and management:

During 2025, the registration with the ASF and the Central Depository of the share capital increase approved at the Extraordinary General Meeting of Shareholders on 30 April 2024 was finalised, through the issue of 98,182,657 new shares with a nominal value of 0.18 lei per share. The total number of shares reached 140,000,000, with the share capital remaining at 25,200,000 lei, the difference representing the share premium recorded in account 1028 Share Capital Adjustments. No other significant changes occurred regarding the executive management or the composition of the Board of Directors during 2025.

5.1 Circumstances in which the issuer was unable to meet its financial obligations during the period:

Not applicable.

5.2 Changes affecting the rights of holders of securities issued by the issuer:

Not applicable.

6. Significant transactions

During 2025, the significant transactions carried out outside the ordinary course of business were as follows:

- Additional funding received from the shareholder Anodin Opportunity SRL, with the debt balance increasing from 6,707,170 lei to 40,067,555 lei, used to finance the major investment programme carried out in 2025.
- Receipt of the government grant relating to the PNRRC6I5 project, amounting to 6,343,536 lei.
- Final acceptance of all investments relating to the Cluj-Napoca metro project, marking the completion of the major investment cycle initiated in 2023–2024 and enabling production to commence in accordance with the contract.
- Additional purchases of shares in the ROCA group amounting to 5,148,387 lei.
- Granting of an additional loan to Prebet Aggregates SRL amounting to 500,000 lei.

7. ECONOMIC AND FINANCIAL POSITION

a. Balance sheet items

Description	Note	31 Dec 25 LEI	31 Dec 24 LEI
Total fixed assets, of which		175,847,917	129,427,668
Intangible assets	11	119,327	119,327
Tangible assets	11	108,458,155	66,640,617
Financial assets	12	67,270,435	62,667,724
Current assets, total of which		40,277,809	49,887,450
Inventories	13	10,845,009	9,821,260
Trade receivables and other receivables	14	19,831,079	18,730,062
Prepaid expenses	15	36,534	38,908
Short-term financial investments	16	212,400	4,552,997
Cash and cash equivalents	17	9,389,321	16,783,131
Total assets		216,162,260	179,354,030
Equity			
Share capital	21	25,200,000	25,200,000
Adjustments to share capital	21	56,075,081	56,075,081
Items treated as equity	21	(3,844,398)	(1,859,222)
Treasury shares	21	0	0
Retained earnings excl. IAS 29	23	13,358,030	13,358,030
Retained earnings under IAS 29	23	(60,401,818)	(60,401,818)
Revaluation reserves, net of tax	22	6,654,050	6,654,050
Other reserves	22	33,870,069	29,569,706
Current result		3,431,419	4,838,298
Total equity		74,342,433	73,434,125
Long-term liabilities			
Trade payables (account 419 TL)	17	42,365,394	42,365,394

Description	Note	31 Dec 25 LEI	31 Dec 24 LEI
Deferred income tax liabilities	17	727,032	727,032
Investment grants	17	271,240	381,743
Dividends	17	–	132,507
Bank loans	17	15,213,014	8,946,014
Total long-term liabilities		58,576,680	52,552,690
Current liabilities			
Trade payables	17	14,731,817	22,564,054
Current income tax liabilities	17	–	820,499
Investment grants	17	6,479,029	278,423
Liabilities to related parties	25	38,208,395	8,291,143
Bank loans	17	4,946,489	13,373,702
Provisions	18	428,517	550,532
Other liabilities	17	13,050,919	7,488,862
Total current liabilities		77,845,166	53,367,215
Total liabilities		136,421,846	105,919,905
Total liabilities and equity		216,162,260	179,354,030

b. Profit and loss account

Description	Note	31 Dec 25 LEI	31 Dec 24 LEI
Net turnover		69,658,232	57,338,770
Revenue from sales	4	69,658,232	57,338,770
Other operating income	4	2,107,247	1,937,411
Change in inventories – Closing balance D	4	(4,957,620)	–
Change in inventories – Balance C	4	–	5,396,444
Revenue from the production of tangible fixed assets		3,871,817	4,827,870
Total operating revenue		70,679,676	69,500,495
Costs of raw materials and supplies	5	(27,864,328)	(27,919,836)
Energy and water costs	5	(2,557,431)	(2,291,094)
External service costs	5	(6,908,203)	(5,961,612)
Employee benefit expenses	5	(22,341,474)	(20,753,993)
Depreciation and amortisation expenses	5	(4,077,603)	(2,478,522)
Other operating expenses	5	(1,570,541)	(2,451,960)
Total operating expenses		(65,319,580)	(61,857,017)
Gross operating profit/loss		5,360,096	7,643,478
Financial income	7	1,359,936	786,111
Financial expenses	7	(2,778,748)	(2,451,792)
Financial profit/loss		(1,418,812)	(1,665,681)
Gross profit		3,941,283	5,977,797
Deferred tax expense	9	–	(20,498)
Current income tax	8	(509,863)	(1,119,011)

Description	Note	31 Dec 25 LEI	31 Dec 24 LEI
Net profit for the current financial year		3,431,419	4,838,288
Other comprehensive income		(1,985,176)	(2,633,763)
Total profit and loss account and other comprehensive income		1,446,243	2,204,535

MANAGEMENT REPORT OF SC PREBET AIUD SA for the year 2025**Annual Report in accordance with ASF Regulation No. 5/2018 – Annex 15***(all amounts are expressed in lei ("RON") unless otherwise specified)***8. Corporate governance**

PREBET S.A. Aiud complies with the relevant corporate governance principles applicable to issuers on the regulated market, Standard category, administered by the market operator Bursa de Valori Bucuresti S.A., with regard to transparency and communication with investors, the integrity of the financial reporting process and the effectiveness of internal controls. For the current year, the issuer intends to continue formalising its internal corporate governance processes, to develop or improve the policies and procedures currently in place, and to review the general compliance requirements, as described in the BVB Corporate Governance Code applicable to issuers on the regulated market, Standard category.

In 2025, the Board of Directors of Prebet Aiud SA held a total of 12 meetings.

Indicative	Provisions of the BVB Code	Full compliance	Partial compliance	Non-compliance	Reason for non-compliance
A.1	All companies must have internal Board regulations that include the terms of reference/responsibilities of the Board and the company's key management functions, and which apply, amongst other things, the General Principles in Section A.	X			
A.2	Provisions for the management of conflicts of interest must be included in the Board's rules of procedure.	X			
A.3	The Board of Directors or the Supervisory Board must consist of at least five members.	X			
A.4	The majority of the members of the Board of Directors must not hold an executive position. At least one member must be independent in the case of Standard Category companies.	X			
A.5	Other relatively permanent professional commitments and obligations of a Board member must be disclosed to shareholders and potential investors prior to nomination and during their term of office.	X			
A.6	Any Board member must provide the Board with information regarding any relationship with a shareholder who directly or	X			

Indicative	Provisions of the BVB Code	Full compliance	Partial compliance	Non-compliance	Reason for non-compliance
	indirectly holds shares representing more than 5% of all voting rights.				
A.7	The company must appoint a company secretary to assist the Board in its work.	X			
A.8	The corporate governance statement shall indicate whether an evaluation of the Board has taken place under the leadership of the Chair or the nomination committee and, if so, shall summarise the key measures and changes resulting therefrom.		X		The Board of Directors presents its Annual Report at the annual general meetings, and its activities are reviewed by the general meeting. The company does not have a policy or guidelines regarding the evaluation of the Board, setting out the purpose, criteria and frequency of the evaluation process; steps will be taken in this regard.
A.9	The corporate governance statement must include information on the number of meetings held by the Board and its committees over the past year, directors' attendance, and a report from the Board on their activities.	X			
A.10	The corporate governance statement must include information regarding the exact number of independent members of the Board of Directors.	X			
A.11	The Board of Premium Category companies must establish a nomination committee composed of non-executive members.			X	This provision does not apply to the Issuer, given its trading market segment (Standard).
B.1	The Board must establish an Audit Committee, at least one member of which must be an independent non-executive director. The majority of members, including the chair, must have demonstrated that they possess the appropriate qualifications relevant to the committee's functions and responsibilities.	X			
B.2	The Chair of the Audit Committee must be an	X			

Indicative	Provisions of the BVB Code	Full compliance	Partial compliance	Non-compliance	Reason for non-compliance
	independent non-executive member.				
B.3	As part of its responsibilities, the Audit Committee must carry out an annual assessment of the internal control system.	X			
B.4	The assessment must take into account the effectiveness and scope of the internal audit function, the adequacy of the risk management and internal control reports submitted to the Board's audit committee, and the promptness and effectiveness with which senior management addresses the deficiencies or weaknesses identified as a result of internal control.	X			
B.5	The audit committee must assess conflicts of interest relating to transactions between the company and its subsidiaries and related parties.	X			
B.6	The audit committee must assess the effectiveness of the internal control system and the risk management system.	X			
B.7	The audit committee must monitor compliance with statutory requirements and generally accepted internal audit standards. The audit committee must receive and review the reports of the internal audit team.	X			
B.8	Whenever the Code refers to reports or analyses initiated by the Audit Committee, these must be followed by periodic (at least annual) or ad hoc reports to be subsequently submitted to the Board.	X			
B.9	No shareholder may be granted preferential treatment over other shareholders in relation to transactions and agreements entered into by the company with shareholders and their affiliates.	X			

Indicative	Provisions of the BVB Code	Full compliance	Partial compliance	Non-compliance	Reason for non-compliance
B.10	The Board must adopt a policy to ensure that any transaction by the company with any of the companies with which it has close links, the value of which is equal to or greater than 5% of the company's net assets, is approved by the Board following a mandatory opinion from the Board's audit committee.		X		This recommendation will be implemented in the Corporate Governance Regulations, which will require the approval of such transactions with related parties by the Board of Directors, based on the opinion provided by the Audit Committee.
B.11	Internal audits must be carried out by a structurally separate division (the internal audit department) within the company or by engaging an independent third party.	X			
B.12	To ensure that the internal audit department fulfils its key functions, it must report functionally to the Board through the audit committee. For administrative purposes and as part of management's obligations to monitor and mitigate risks, it must report directly to the chief executive.	X			
C.1	The company must publish its remuneration policy on its website and include in the annual report a statement regarding the implementation of the remuneration policy during the annual period under review.		X		The remuneration policy for the Company's employees is determined on the basis of the achievement of the proposed objectives, through collective bargaining with the trade union; the remuneration policy for the Company's management is to be approved at the next AGOA.
D.1	The Company must establish an Investor Relations department – disclosing to the general public the person(s) responsible or the organisational unit. In addition to the information required by law, the company must include on its website a section dedicated to Investor Relations, in	X			The company has established a Shareholder Services department, which manages relations with the company's investors. The company has a section on its website dedicated to investors – Investor Relations.

Indicative	Provisions of the BVB Code	Full compliance	Partial compliance	Non-compliance	Reason for non-compliance
	Romanian and English, containing all relevant information of interest to investors.				
D.1.1	Key corporate governance documents: the Articles of Association, procedures governing general meetings of shareholders.	X			
D.1.2	Professional CVs of the members of the company's management bodies, other professional commitments of Board members, including executive and non-executive positions on boards of directors of companies or non-profit organisations.		X		The professional CVs of the Board members are available; steps will be taken to publish any other professional engagements and executive and non-executive positions on the boards of companies or non-profit organisations.
D.1.3	Current reports and periodic reports (quarterly, half-yearly and annual) – at least those specified in point D.8 – including current reports containing detailed information regarding non-compliance with this Code.	X			
D.1.4	Information regarding general meetings of shareholders: the agenda and supporting materials; the procedure for electing Board members; the arguments supporting the proposals for candidates for election to the Board, together with their professional CVs; shareholders' questions regarding items on the agenda and the company's responses, including the resolutions adopted.	X			
D.1.5	Information regarding corporate events, such as the payment of dividends and other distributions to shareholders, or other events that result in the acquisition or restriction of a shareholder's rights, including the deadlines and principles applied to such transactions.	X			
D.1.6	The name and contact details of a person who will	X			

Indicative	Provisions of the BVB Code	Full compliance	Partial compliance	Non-compliance	Reason for non-compliance
	be able to provide relevant information upon request.				
D.1.7	Company presentations (e.g. investor presentations, quarterly results presentations, etc.), financial statements (quarterly, half-yearly, annual), audit reports and annual reports.	X			The company publishes quarterly, half-yearly and annual reports from the Board of Directors, as well as audit reports and annual reports, on its own website and on the BVB website.
D.2	The company shall have a policy regarding the annual distribution of dividends or other benefits to shareholders, proposed by the Chief Executive Officer or the Management Board and adopted by the Board, in the form of a set of guidelines which the company intends to follow regarding the distribution of net profit.		X		Dividends shall be paid based on the net profit for the current (analysed) financial year.
D.3	The company shall adopt a policy regarding forecasts, whether or not these are made public.			X	
D.4	The rules governing general meetings of shareholders must not restrict shareholders' participation in general meetings or the exercise of their rights.	X			
D.5	External auditors shall be present at the general meeting of shareholders when their reports are presented at such meetings.	X			
D.6	The Board shall present to the annual general meeting of shareholders a brief assessment of the internal control and significant risk management systems, as well as opinions on matters subject to the decision of the general meeting.	X			
D.7	Any specialist, consultant, expert or financial analyst may attend the shareholders' meeting upon prior invitation from the Board.	X			
D.8	The company will organise at least two meetings/teleconferences			X	Steps will be taken to ensure compliance.

Indicative	Provisions of the BVB Code	Full compliance	Partial compliance	Non-compliance	Reason for non-compliance
	with analysts and investors each year.				
D.10	Where a company supports various forms of artistic and cultural expression, sporting activities, educational or scientific activities, and considers that their impact on the company's innovative character and competitiveness forms part of its mission and development strategy, it shall publish its policy regarding its activities in this area.		X		The company supports activities carried out for the benefit of local and national communities (donations), as well as charitable, cultural and sporting initiatives, for non-profit organisations registered with the National Agency for Fiscal Administration (ANAF), within the limits set by law for tax deductibility.

Managing Director,
Cosmin Porutiu

Finance Director,
Dan Morutan

S.C. PREBET AIUD S.A.

Aiud, Alba County

ANNUAL INDIVIDUAL FINANCIAL STATEMENTS

as at 31 DECEMBER 2025

prepared in accordance with International Financial Reporting Standards as adopted by the European Union

(all amounts are expressed in LEI, unless otherwise stated)

STATEMENT OF COMPREHENSIVE INCOME

for the financial years ended 31 December 2025 and 2024

(all amounts are expressed in LEI, unless otherwise stated)

Description	Note	31 Dec 25	31 Dec 24
Net turnover	1	69,658,232	57,338,770
Production sold		69,658,232	57,305,452
Revenue from the sale of goods		–	33,318
Other operating revenue	1	2,107,247	1,937,411
Change in inventories — Closing balance D	1	(4,957,620)	–
Change in inventories — Balance C	1	–	5,396,444
Revenue from the production of tangible fixed assets	1	3,871,817	4,827,880
Total operating revenue		70,679,676	69,500,505
Costs of raw materials and consumables	5	(27,864,328)	(27,919,836)
Energy and water costs	5	(2,557,431)	(2,291,094)
External service costs	5	(6,908,203)	(5,961,612)
Employee benefit expenses	6	(22,341,474)	(20,753,993)
Depreciation and amortisation expenses	11	(4,077,603)	(2,478,522)
Other operating expenses	5	(1,570,541)	(2,451,960)
Total operating expenses		(65,319,580)	(61,857,017)
Gross operating profit/loss		5,360,096	7,643,488
Financial income	7	1,359,936	786,111
Financial expenses	7	(2,778,748)	(2,451,792)
Financial profit/loss		(1,418,812)	(1,665,681)
Gross profit		3,941,283	5,977,797
Deferred tax income	9	–	–
Deferred tax expense	9	–	(20,498)
Current income tax	8	(509,863)	(1,119,011)
Net profit/Loss for the current financial year		3,431,419	4,838,288
Other comprehensive income			
Items that will not be reclassified to profit or loss:			
Change in revaluation reserves		–	(248,070)
Change in fair value differences of financial assets measured through other comprehensive income		(1,985,176)	(2,385,693)
Tax relating to other comprehensive income		–	–
Total other comprehensive income		(1,985,176)	(2,633,763)
Total profit and loss account and other comprehensive income		1,446,243	2,204,525

Chief Executive Officer,

Cosmin Porutiu

Finance Director,

Dan Morutan

STATEMENT OF FINANCIAL POSITION

as at 31 December 2025 and 2024

Description	Note	31 Dec 25	31 Dec 24
Fixed assets			
Intangible assets	11	119,327	119,327
Tangible assets	11	108,458,155	66,640,617
Financial assets	12	67,270,435	62,667,724
Total fixed assets		175,847,917	129,427,668
Current assets			
Inventories	13	10,845,009	9,821,260
Trade and other receivables	14	19,831,079	18,730,062
Prepaid expenses	15	36,534	38,908
Short-term financial investments	16	212,400	4,552,997
Cash and cash equivalents	17	9,389,321	16,783,131
Total current assets		40,277,809	49,926,358
Total assets		216,162,260	179,354,026
Equity			
Share capital	21	25,200,000	25,200,000
Adjustments to share capital	21	56,075,081	56,075,081
Items treated as equity (account 103)	21	(3,844,398)	(1,859,222)
Treasury shares	21	0	0
Retained earnings excl. IAS 29	23	13,358,030	13,358,030
Retained earnings under IAS 29	23	(60,401,818)	(60,401,818)
Revaluation reserves, net of tax	22	6,654,050	6,654,050
Other reserves	22	33,870,069	29,569,706
Current result		3,431,419	4,838,298
Total equity		74,342,433	73,434,125
Long-term liabilities			
Trade payables — customer advances TL	17	42,365,394	42,365,394
Deferred income tax liabilities	17	727,032	727,032
Investment grants	17	271,240	381,743
Dividends	17	–	132,507
Bank loans	17	15,213,014	8,946,014
Total long-term liabilities		58,576,680	52,552,690
Current liabilities			
Trade payables	17	14,731,817	22,564,054
Current income tax liabilities	17	–	820,499
Investment grants	17	6,479,029	278,423
Payables to related parties	25	38,208,395	8,291,143
Bank loans	17	4,946,489	13,373,702
Provisions	19	428,517	550,532
Other liabilities	17	13,050,919	7,488,862

Description	Note	31 Dec 25	31 Dec 24
Total current liabilities		77,845,166	53,367,215
Total liabilities		136,421,846	105,919,905
Total liabilities and equity		216,162,260	179,354,026

Managing Director,

Cosmin Porutiu

Finance Director,

Dan Morutan

CASH FLOW STATEMENT

for the financial years ended 31 December 2025 and 2024 — Indirect method

Description	2025	2024
Profit before tax	3,941,283	5,977,797
Adjustments for non-cash items:		
Depreciation and amortisation of tangible and intangible assets	4,077,603	2,478,522
(Income) from the production of tangible fixed assets	(3,871,817)	(4,827,870)
Value adjustments to current assets, net	355,660	(243,559)
Adjustments to provisions, net	(122,015)	(128,114)
Net loss on disposal of tangible fixed assets	151,460	980,720
(Income) from grants	(253,434)	(261,764)
Adjustments for foreign exchange losses/(gains)	99,824	–
Interest expense	1,961,564	2,016,973
(Interest) income	(1,265,016)	(457,766)
Expenses relating to financial investments disposed of	717,360	269,138
(Income) from dividends	(82,910)	(276,997)
Cash flow before changes in working capital	5,709,562	5,526,080
Changes in working capital:		
(Increases)/Decreases in receivables	5,027,768	(6,279,462)
(Increases)/Decreases in prepaid expenses	2,373	(24,565)
(Increases)/Decreases in inventories	(1,023,749)	(3,742,136)
Increases/(decreases) in liabilities	2,809,218	53,455,157
Interest paid	(1,961,564)	(2,096,974)
Interest received	1,265,016	457,766
Dividends received	82,910	276,997
Income tax paid	(800,543)	(360,666)
Net cash from operating activities	11,210,991	47,212,197
Cash flows from investing activities:		
Acquisitions of tangible and intangible assets	(28,523,034)	(21,737,255)
Acquisitions of financial assets	(5,148,387)	(34,139,827)
Investment grants received	6,343,536	–
Acquisitions/(Disposals) of short-term investments, net	4,340,597	(4,552,997)
Loans granted to related parties, net	(576,741)	(9,554,366)
Net cash from investing activities	(23,564,029)	(69,984,445)
Cash flows from financing activities:		
Increase/(Decrease) in credit facility	645,532	(1,461,159)
Repayment of long-term loan	(2,777,538)	13,229,486
Dividends paid	(132,507)	–
Loans received from related parties	33,360,384	6,211,143
Changes in share capital	–	17,672,878
Net cash from financing activities	31,095,871	35,652,348
Net (decrease)/increase in cash	18,742,833	12,879,100

Description	2025	2024
Cash at the beginning of the financial year	16,783,131	476,529
Effect of exchange rate fluctuations	(99,824)	19,179
Cash at the end of the financial year	9,389,321	16,783,131

Chief Executive Officer,

Cosmin Porutiu

Finance Director,

Dan Morutan

STATEMENT OF CHANGES IN EQUITY

for the financial year ended 31 December 2025 and 2024

	Capital + 1028	Account 103 OCI	Revaluation reserve	Other reserves	Retained earnings	IAS 29	Profit for the year
Balance at 01.01.2024	7,527,122	680,573	8,204,490	35,878,325	5,501,804	(60,401,818)	6,385,787
Other movements in comprehensive income	–	(2,633,763)	–	–	–	–	2,633,763
Current comprehensive income	–	–	–	–	–	–	4,838,288
Corrections and adjustments	–	–	–	–	–	–	(80,001)
Share capital increase	17,672,878	–	–	–	–	–	–
Cancellation of own shares	(672,426)	–	–	(6,308,620)	–	–	–
Transfer of current profit to reserves	–	–	–	–	6,385,787	–	(6,385,787)
Transfer of revaluation reserve to retained earnings	–	–	(1,550,440)	–	1,550,440	–	–
Balance as at 31 December 2024	25,200,000	(1,859,222)	6,654,050	29,569,706	13,358,030	(60,401,818)	4,838,298
Net profit 2025	–	–	–	–	–	–	3,431,419
OCI — change in fair value of financial assets	–	(1,985,176)	–	–	–	–	–
Allocation of 2024 profit to reserves	–	–	–	4,838,298	–	–	(4,838,298)
Correction of prior accounting errors (IAS 8)	–	–	–	(537,934)	–	–	–
Balance at 31 December 2025	25,200,000	(3,844,398)	6,654,050	33,870,069	13,358,030	(60,401,818)	3,431,419

Chief Executive Officer,

Cosmin Porutiu

Finance Director,

Dan Morutan

NOTES TO THE SEPARATE FINANCIAL STATEMENTS

for the financial year ended 31 December 2025

1. PRESENTATION OF THE FINANCIAL STATEMENTS

S.C. PREBET AIUD S.A. ("the Company") is a Romanian legal entity organised as a public limited company. The Company conducts its business in accordance with Romanian law, with regulations specific to its field of activity—including those relating to the capital market—and with the provisions of its Articles of Association. The Company's registered office is in Romania, in the town of Aiud, 10 Arenei Street, Alba County, postcode 515200. The Company has no secondary offices.

The Company's main business activity consists of carrying out construction and installation works, and the manufacture and sale of products and services in the field of transport infrastructure. The main production activity is "Manufacture of concrete products for construction", NACE code 2361. PREBET AIUD SA is listed on the main market of the Bucharest Stock Exchange, under the symbol PREB. The specific independent registry activities for S.C. PREBET AIUD SA were carried out by the Central Depository.

These separate financial statements of PREBET AIUD SA have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. In accordance with the provisions of Order No. 2844/2016 of the Minister of Public Finance, Romanian companies listed on the stock exchange prepare financial statements in accordance with IFRS as adopted by the EU. These financial statements are the responsibility of the Company. The Company is not affiliated with any group and presents separate financial statements. The financial statements comprise the Statement of Financial Position, the Statement of Comprehensive Income, the Statement of Changes in Equity, the Statement of Cash Flows and the Notes.

INFORMATION ABOUT THE REPORTING ENTITY

The main products manufactured are: prestressed concrete sleepers for railways; bridge girders of various lengths and heights; precast elements for railway and road overpasses; precast concrete elements for engineering structures and tunnels; slabs for level crossings; precast concrete elements for canal-type maintenance pits for locomotives and carriages; double-block reinforced concrete sleepers for the underground and trams; various precast concrete elements for structures.

The company's market consists of the domestic market, with sales made directly to the contractor or subcontractor who has been contracted to carry out work for the end user of the requested product. Sales are made exclusively on the domestic market and are somewhat seasonal in nature, with volumes being lower during the winter months. Due to climate change, the duration of the period with very low temperatures has decreased significantly in recent years, which has also allowed for the delivery of prefabricated elements during this season. The company does not export its products.

The medium- and long-term sales outlook depends on government policy regarding the allocation of financial resources for various projects involving the Company's products, in particular the PNRR and Anghel Saligny projects. The market segment in which the Company operates is dependent on infrastructure investments carried out by entities directly or indirectly under the authority of the Romanian State.

The share of each product category in total turnover for the last 3 years:

Product name	2025 %	2024 %	2023 %
Concrete railway sleepers	79	66.79%	53.11%
Miscellaneous concrete products	21%	33.21%	46.89%

In 2025, sleeper production accounted for 79% of total freight production, up from 66.79% in 2024. This increase reflects a clear focus on railway infrastructure contracts funded through the PNRR and Anghel Saligny. Investments relating to the strategic metro contract in Cluj-Napoca (339 million lei, duration 51 months) were fully completed and accepted during 2025, enabling production to commence in accordance with the contractual schedule.

The Company's main competitors are: Somaco Grup Prefabricate Bucharest, Ferrobeton, Macon Deva, ASA Cons Turda (Consolis), Bauelemente, METABET Pitești and other companies specialising in concrete production and

the manufacture of concrete elements. Prebet Aiud SA is the only manufacturer of prestressed concrete sleepers that uses strand technology rather than steel bars in the production process, which represents a significant competitive advantage.

In 2025, the company's main partners were: Arcada Company Galați (37%), FCC Construction SA Barcelona (18%), Webuild S.p.A Milan (10%), the FCC + Gulermak CCN consortium (7%), Salcef S.p.A Rome (5%) and European (4%). These six main partners account for 81% of turnover. The total number of clients was approximately 100 companies.

The company is managed under a unitary system, within the meaning of Law 31/1990, with the Board of Directors being responsible for the company's management.

EXECUTIVE MANAGEMENT

Composition of the Board of Directors as at 31 December 2025:

No.	Surname and first name	Position	Occupation
1	Liviu Daniel Deceanu	Chairman of the Board	Economist
2	Francisc Mathe	Member	Lawyer
3	Pârvu Adrian Marcel	Member	Lawyer
4	Iuliu Ciprian Pătrașcu	Member	Economist
5	Oltean Ioan	Member	Lawyer

Executive management at the date of this report:

No.	Surname and first name	Position	Profession
1	Porutiu Cosmin Alexandru	Managing Director	Economist
2	Kerekes Ioan Csaba	Deputy General Manager	Economist
3	Dan Liviu Morutan	Financial Director	Economist
4	Simionca Radu Călin	Operations Director	Public Administration

During 2025, there were no changes to the executive management or the composition of the Board of Directors.

Gross remuneration paid to the Board of Directors and Executive Management:

Indicators	31.12.2025	31.12.2024
Salaries/Contracts	1,819,088	1,484,342
Taxes and contributions	721,541	616,002
TOTAL	2,540,629	2,100,344

SHAREHOLDING STRUCTURE as at 31 December 2025:

Name of holder	Number of shares held	Percentage (%)
GES-GREEN ENERGY SPECIALISTS SRL, Bistrita, Bistrita-Nasaud County	47,113,027	33.6521
ANODIN OPPORTUNITY SRL, CLUJ-NAPOCA, CLUJ County	44,800,002	32.0000
Natural persons	37,037,728	26.4556

Name of holder	Number of shares held	Percentage (%)
Legal entities	11,049,243	7.8923
Total	140,000,000	100

2. BASIS FOR THE PREPARATION OF THE FINANCIAL STATEMENTS

2.1. Statement of compliance

The separate financial statements have been prepared by the Company in accordance with the Accounting Act No. 82/1991, as subsequently amended and supplemented, and Order of the Minister of Public Finance No. 2844/2016 approving the Accounting Regulations in accordance with International Financial Reporting Standards, as subsequently amended and supplemented, applicable to commercial companies whose securities are admitted to trading on a regulated market, and with the significant accounting policies and valuation bases in force as at the reporting date of 31 December 2025. For the previous reporting period, ended 31 December 2024, accounting policies and valuation bases consistent with the provisions of Order of the Minister of Public Finance No. 2844/2016 were applied.

The separate financial statements present a true and fair view of the Company's assets, liabilities, financial position and financial performance. The directors accept responsibility for the preparation of the separate financial statements and confirm in good faith that: (i) the accounting policies used in the preparation of the annual financial statements are in accordance with the accounting regulations applicable to companies whose securities are admitted to trading on a regulated market; (ii) the annual financial statements give a true and fair view of the financial position, financial performance and other information relating to the business; and (iii) the Company is a going concern.

2.2. Going concern

The separate financial statements have been prepared on a historical cost basis and on a going concern basis. The financial statements are presented in lei, which is also the Company's functional currency.

The market segment in which the company operates is dependent on infrastructure investments carried out by entities directly or indirectly under the authority of the Romanian State (the National Investment Company, the National Railway Company). Although the company has a diversified client portfolio, the achievement of the targets set out in the company's income and expenditure budget is contingent upon high-value contracts concluded with companies carrying out work on road and rail infrastructure, and hence the risk of non-payment or late payment of invoices. Despite all the measures taken by Prebet, the level of exposure on these contracts remains high.

The emergence of financial difficulties or the insolvency of one or more customers with whom the company conducts significant transactions could have a negative impact on the company's revenue and operations. The Company's management believes that, based on existing contracts and proven operational capacity, business continuity is assured for the foreseeable future.

2.3. Fair value measurement

Disclosures regarding the fair value of financial instruments and non-financial assets that are measured at fair value, or where fair values are disclosed, are summarised in the relevant notes. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the assumption that the sale of the asset or the transfer of the liability takes place either on the principal market for the asset or liability, or, in the absence of a principal market, on the most advantageous market for the asset or liability. The principal or most advantageous market must be accessible to the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their own economic interests. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits from the most efficient use of the asset or by selling it to another market participant who would use the asset in its best use.

2.4. Foreign exchange transactions

Foreign exchange transactions are converted into the functional currency at the exchange rate prevailing on the date of each transaction. Monetary assets and liabilities denominated in foreign currency are converted into the functional currency at the exchange rate prevailing on the reporting date, as published by the National Bank of Romania. Non-

monetary assets and liabilities, measured at fair value in a foreign currency, are converted into the functional currency at the exchange rate on the date on which the fair value was determined. Exchange differences are recognised in the profit or loss statement. Non-monetary items denominated in a foreign currency and measured at historical cost are not converted.

The exchange rates at 31 December 2025 and 31 December 2024 were:

	31 Dec. 2025	31 Dec. 2024
RON – EUR	5.0985	4.9741

Average exchange rates for the periods ended 31 December 2025 and 2024:

	31 Dec. 2025	31 Dec. 2024
RON – EUR	5.0415	4.9746

2.5. Segment reporting

A segment is a component of the Company: (a) that engages in business activities from which it may earn revenue and incur expenses; (b) whose operating results are reviewed regularly by the entity's chief operating decision-maker for the purpose of making decisions regarding the allocation of resources to the segment and assessing its performance; (c) for which separate financial information is available.

The Company has a single operating segment identified in accordance with the internal reports provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing the segment's performance, has been identified as the board of directors, which makes strategic decisions. The board of directors assesses the performance of the reporting segment based on gross profit indicators. Due to the diversity of products manufactured and the multitude of precast concrete manufacturers on the domestic market, it is difficult to determine a proportion for each precast concrete product.

2.6. New IFRS standards and interpretations

a) New standards, interpretations and amendments adopted, effective from 1 January 2025

The following amendments to existing standards issued by the International Accounting Standards Board (IASB) and adopted by the EU are effective for reporting periods beginning on or after 1 January 2025:

- Lack of Convertibility (Amendment to IAS 21 — The Effects of Changes in Foreign Exchange Rates). This amendment to IAS 21 clarifies how entities should measure and account for transactions in currencies that are not freely convertible on foreign exchange markets. The standard introduces new requirements for identifying and measuring the applicable exchange rate in situations where convertibility is restricted. It came into force on 1 January 2025.

b) Standards and amendments to existing standards issued by the IASB and adopted by the EU, but which have not yet come into force

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7). These amendments clarify and improve the rules for the classification and measurement of financial instruments, ensuring a more consistent application of the principles of IFRS 9 and IFRS 7. The main changes include clarification of the criteria for classifying financial assets based on the business model and cash flow characteristics. It comes into force on 1 January 2026.
- Contracts relating to electricity dependent on natural factors (Amendments to IFRS 9 and IFRS 7). These amendments clarify the accounting treatment of contracts for the purchase of electricity where supply is contingent on natural factors, such as wind, solar or hydroelectric power. Effective from 1 January 2026.
- IFRS 18 Presentation and Disclosure in Financial Statements. Published by the IASB in April 2024, IFRS 18 replaces IAS 1 and brings about significant changes to IFRS standards, including IAS 8. The main changes include the introduction of new categories and subtotals in the income statement, rules for aggregating/disaggregating

information, and new requirements for reporting management-defined performance measures. The standard will come into force on 1 January 2027, with early adoption permitted.

➤ IFRS 19 Subsidiaries without public accountability: reporting. Published by the IASB in May 2024, IFRS 19 introduces a simplified reporting framework for subsidiaries that are not required to provide extensive public disclosures. The standard will come into force on 1 January 2027, with early adoption permitted.

The Company anticipates that the adoption of these new standards and amendments to existing standards will not have a significant impact on the Company's separate financial statements in the period of initial application.

3. KEY PROFESSIONAL JUDGEMENTS AND ESTIMATES

In preparing these financial statements, management has used judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed periodically. Revisions to estimates are recognised prospectively.

The Company has based its assumptions and estimates on the information available at the time the financial statements were prepared. However, the circumstances and assumptions regarding future developments may change due to market changes or circumstances beyond the Company's control. Such changes are reflected in the assumptions as and when they arise.

The significant estimates taken into account in preparing the financial statements are as follows: (i) the estimation of the degree of obsolescence, the recoverable amount and the useful life of fixed assets; (ii) the estimation of the net realisable value of raw materials, consumables and finished goods; (iii) the estimation of financial claims in disputes where the Company is the defendant; (iv) estimating adjustments to the value of receivables in connection with European-funded projects; (v) estimating sales trends, the recoverable amount associated with trade receivables and the net realisable value associated with inventories; (vi) adjustments for impairment of financial assets.

4. TURNOVER AND OTHER OPERATING INCOME

	2025	2024
Finished goods sold	69,658,232	57,338,770
Change in inventories — Closing balance D	(4,957,620)	—
Change in inventories — Balance C	—	5,396,444
Revenue from the production of tangible fixed assets	3,871,817	4,827,880
Other revenue, of which:	2,107,247	1,937,411
— Revenue from investment grants (account 7584)	190,076	261,764
— Income from disposal of assets (account 7583)	151,460	—
— Income from prescribed dividends (account 7585)	132,507	—
— Income from provisions (account 7812)	544,698	576,630
— Income from adjustments to current assets (account 7814)	65,965	1,096,477
— Other miscellaneous income	1,022,541	2,540
Total operating income	70,679,676	69,500,505

5. OPERATING EXPENSES

Expenses	2025	2024
Costs of raw materials and consumables	27,864,328	27,919,836
Energy and water costs	2,557,431	2,291,094
Total cost of materials	30,421,759	30,210,930
Salaries and allowances (accounts 641+642)	20,875,297	20,334,426
Insurance and social security costs (accounts 645+646)	1,466,177	419,567
Total staff costs	22,341,474	20,753,993
Depreciation and amortisation of fixed assets	4,077,603	2,478,522
Total depreciation and impairment	4,077,603	2,478,522
Expenses relating to external services	6,908,203	5,961,612
Expenses relating to other taxes, duties and similar payments	577,142	586,284
Other operating expenses	795,883	1,293,768
Adjustments to provisions	(122,015)	(128,114)
Value adjustments on current assets	355,660	(93,535)
Total other operating expenses	8,514,873	7,620,015
Total operating expenses	65,319,580	61,857,017

Prices for the supply of raw materials and supplies stabilised somewhat in 2025 compared with the sharp upward trends of previous years, with the exception of electricity and fuels, where volatility remained high. Expenditure on external services increased from 5,961,612 lei to 6,908,203 lei, reflecting the higher volume of subcontracted work. Depreciation expenses rose significantly from 2,478,522 lei to 4,077,603 lei, as a direct result of the completion of major investments in 2024–2025, including those related to the Cluj-Napoca metro project. In general, supply sources are secure, with the aim of maintaining a minimum of 2–3 suppliers per product range.

6. EMPLOYEE BENEFITS

Employee benefits consist mainly of salaries and contributions to the Romanian state pension funds, social security funds, paid annual leave, sick leave and other bonuses. As at 31 December 2025, the average number of employees was 216, whilst the actual number was 212. As at 31 December 2024, the average number of employees was 228, and the actual number was 243.

Indicators	31 December 2025	31 December 2024
Salaries and allowances	20,875,297	20,334,426
Insurance and social security costs	1,466,177	419,567
TOTAL	22,341,474	20,753,993

7. FINANCIAL INCOME AND EXPENSES

	2025	2024
Financial expenses:		
Interest expenses (account 666)	(1,961,564)	(2,016,973)
Exchange rate differences (account 665)	(99,824)	(70,528)

	2025	2024
Expenses relating to disposed financial investments (account 664)	(717,360)	(269,138)
Other financial expenses	–	(95,153)
Total financial expenses	(2,778,748)	(2,451,792)
Financial income:		
Income from investments — dividends (account 761)	82,910	7,452
Income from exchange rate differences (account 765)	12,010	51,349
Interest income — deposits (account 766.2)	550,372	–
Interest income — other (account 766)	714,644	457,766
Income from disposal of financial assets	–	269,545
Total financial income	1,359,936	786,111

In 2025, financial income consists mainly of interest income on bank deposits (1,265,016 lei) and dividend income (82,910 lei). Financial expenses increased compared to 2024, mainly due to higher interest costs on loans from the shareholder Anodin Opportunity, taken out to finance the investment programme. Expenses relating to disposed financial investments (717,360 lei) represent the net losses from the sale of securities in the short-term investment portfolio (MACO, HUNT).

8. INCOME TAX EXPENSES

Indicators	31.12.2025	31.12.2024
Operating income	70,679,676	69,500,495
Operating expenses	65,319,580	61,857,017
Operating profit	5,360,096	7,643,478
Financial income	1,359,936	786,111
Financial expenses	2,778,748	2,451,792
Financial result	(1,418,812)	(1,665,681)
Gross profit	3,941,283	5,977,797
Income-like items — restatements	–	1,550,440
Tax depreciation	4,077,603	2,478,522
Total deductions	4,077,603	4,028,962
Other non-taxable income	190,076	1,673,107
Fines, non-deductible penalties	587,242	159,843
Non-deductible entertainment expenses	25,461	–
Sponsorship expenses	47,000	106,739
Depreciation and amortisation expenses	4,077,603	2,478,522
Other non-deductible expenses	1,001,765	1,774,267
Expense for provisions exceeding the legal limit	428,517	542,051
Total non-deductible expenses	6,167,588	5,380,432
Total taxable profit	3,188,189	8,438,031
Total income tax (16%)	510,110	1,350,085
Amounts representing sponsorship within the limits provided for by law	47,000	106,739

Indicators	31.12.2025	31.12.2024
Annual corporation tax	463,110	1,243,346
Bonus pursuant to Government Emergency Ordinance 153/2020	–	124,335
Profit tax after deduction of the allowance	509,863	1,119,011

9. DEFERRED INCOME TAX

The analysis of deferred tax assets and liabilities is as follows:

	2025	2024
Deferred income tax assets	0	0
Deferred income tax liabilities	727,032	727,032
— to be recovered after more than 12 months	727,032	727,032
— to be recovered within 12 months	0	0
Net deferred tax	(727,032)	(727,032)

The gross change in the deferred income tax account is as follows:

	2025	2024
At 1 January	727,032	954,604
Profit or loss account (credit)/debit	–	20,498
Tax (credit)/debit relating to OCI components	–	248,070
As at 31 December	727,032	727,032

Deferred income tax liabilities due to be recovered after more than 12 months: 727,032 lei. The deferred tax balance remained unchanged from 31 December 2024, as there were no new temporary differences or reversals during the 2025 financial year.

10. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the profit attributable to the company's equity holders by the average number of ordinary shares issued during the reporting period.

	2025	2024
Profit from continuing operations attributable to shareholders	3,431,419	4,838,298
Average number of ordinary shares issued	140,000,000	41,817,343
Basic earnings per share/Diluted earnings per share	0.0245	0.1157

The number of shares has increased from 41,817,343 to 140,000,000 following the completion of the registration with the ASF of the share capital increase approved at the Extraordinary General Meeting of Shareholders on 30 April 2024. EPS 2025 is calculated based on the final number of 140,000,000 shares. The Board of Directors proposed that no dividends be paid from the 2025 results and that the net profit of 3,431,419 lei be transferred to other reserves. The Company has not issued preference shares. The Company does not hold financial instruments and/or other contracts that give rise to potential ordinary shares.

11. TANGIBLE AND INTANGIBLE ASSETS

Tangible assets

(lei)	Land	Buildings	Technical equipment and machinery	Other equipment	Fixed assets under construction	Other assets	TOTAL
Net book value 01.01.2025	4,154,720	5,515,936	29,906,704	156,421	16,431,531	10,475,308	66,640,620
Entries	52,462	16,724	5,953,208	19,652	14,316,243	38,569,864	58,928,153
Outflows	(151,460)	–	(1,775,641)	–	(3,889,833)	(7,216,078)	(13,033,012)
Depreciation expense	–	(285,119)	(3,782,088)	(10,396)	–	–	(4,077,603)
Net book value 31 December 2025	4,055,722	5,247,541	30,302,183	165,677	26,857,941	41,829,094	108,458,158
Cost or valuation	4,055,722	7,110,556	53,101,705	269,894	26,857,941	41,829,094	133,224,912
Accumulated depreciation	–	(1,863,015)	(22,799,522)	(104,217)	–	–	(24,766,754)

Investments relating to the strategic metro contract in Cluj-Napoca, signed in 2024 and worth 339 million lei, were fully completed and accepted during 2025, enabling production to commence in accordance with the agreed contractual schedule. This achievement marks the end of the major investment cycle initiated in 2023–2024.

Main assets accepted in 2025:

Name of fixed asset	Amount (lei)	Date of acceptance
PROSOFT concrete batching plant	1,907,538	31 May 2025
GURALP YD 24T overhead crane	970,208	31 May 2025
GURALP YD 5T overhead crane	415,580	31 May 2025
GSB steam control and measurement system	376,780	31 May 2025
Liebherr LTM 1040 crane	297,913	31 March 2025
Helical reinforcement machine	192,089	31 May 2025
Other assets (IT equipment, tools, etc.)	40,034	Miscellaneous
TOTAL	4,198,142	–

During the period under review, the company recorded disposals of fixed assets amounting to 13,033,012 lei, representing transfers to completed tangible fixed assets. The average depreciation rate of fixed assets as at 31 December 2025 is 60%, down from previous periods as a direct result of significant investments received in 2023, 2024 and 2025.

Intangible assets

Intangible assets consist of RED ERP software (119,327 lei), which is being amortised. There were no additions or disposals of intangible assets in 2025.

Depreciation is calculated using the straight-line method over the estimated useful life of the assets. Land is not subject to depreciation. The useful lives used are: Buildings 8–60 years; Technological equipment 3–24 years; Measuring

instruments and installations 4–24 years; Vehicles 4–18 years; Furniture and office equipment 3–18 years; Structures 8–60 years.

12. FINANCIAL ASSETS

During 2025, the Company acquired additional shares in ROCA Industry SA, listed on the Bucharest Stock Exchange, and in Roca Investments. Furthermore, during 2025, the Company granted an additional loan of 500,000 lei to its subsidiary Prebet Aggregates SRL. These investments are recognised at fair value through other comprehensive income (FVOCI) and were revalued based on market data as at 31 December 2025. The change in fair value in 2025 of (1,985,176) lei was recognised in other comprehensive income (OCI), with no impact on the profit and loss account.

Issuer/Category	SI (lei)	Additions	Disposals/Fair value adjustments	SF (lei)
ROCA Group (265.1) — various classes	51,125,023	7,519,028	(2,103,615)	56,540,436
Goldring ROC1 (265.3)	10,542,701	–	(1,312,701)	9,230,000
Fixed receivables (account 267) — loans to affiliates	1,016,093	500,000	–	1,516,093
Total	62,683,817	8,019,028	(3,416,316)	67,286,529

13. INVENTORIES

31 December 2025	Cost	Adjustments	Net value	31.12.2024
Raw materials and consumables	1,370,096	–	1,370,096	2,308,541
Finished goods and merchandise	3,131,596	(968,826)	2,162,770	7,512,719
Inventory items, SDVs	244,256	–	244,256	–
Advances to suppliers of goods (account 4091)	7,297,887	–	7,297,887	–
Total	12,043,835	(968,826)	10,845,009	9,821,260

The main categories of inventory are raw materials, consumables and finished goods. The cost of inventories comprises all costs associated with their acquisition, as well as other costs incurred to bring the inventories to their present form and location. The cost of production of finished goods consists of costs of raw materials, direct labour, other direct costs and allocated production overheads based on normal operating capacity. Upon removal from inventory, stocks are valued using the weighted average cost method (WAC). The company recognises an adjustment for the impairment of stocks for finished goods older than one year. The impairment adjustment relating to stocks, recorded as at 31 December 2025, amounts to 968,826 lei.

14. TRADE RECEIVABLES AND OTHER RECEIVABLES

Receivables are recorded at their nominal value and are recorded in the analytical accounts for each individual or legal entity.

Receivables	31 Dec. 2025	31 Dec. 2024
Trade receivables from third parties — gross (account 411)	7,517,246	10,930,445
Adjustments for impairment of receivables (accounts 491+496)	(2,389,169)	(2,455,134)
Receivables from affiliated entities (account 451 debit)	7,663,027	10,254,756

Receivables	31 Dec. 2025	31 Dec. 2024
Advances to POS CCE suppliers (account 4092)	62,210	–
Government receivables (accounts 4424+4382+4451)	6,557,780	–
Other receivables (accounts 461, 473 and 542)	419,985	7,954,000
Trade receivables, net	19,831,079	26,684,067

The provision for impairment of receivables outstanding as at 31 December 2025 amounts to 2,389,169 lei and relates to doubtful or disputed accounts. Receivables from affiliated entities represent loans granted and are detailed in Note 25. Tax receivables amounting to 6,557,780 lei represent VAT recoverable in respect of investments.

Movement in impairment allowances:

	31 Dec. 2025	31 Dec. 2024
At the beginning of the period	2,455,134	2,361,599
Increases	–	93,535
Decreases/reversals	(65,965)	–
At the end of the period	2,389,169	2,455,134

In accordance with the Company's policies, amounts recorded in the provision for impairment — representing uncollected receivables from customers against whom insolvency or bankruptcy proceedings have been initiated, or which are more than 365 days past due — are charged in full to non-deductible expenses, and upon their recovery, whether partial or total, non-taxable income is recognised.

15. PREPAID EXPENSES

	31 Dec. 2025	31 Dec. 2024
Prepaid expenses — insurance (account 471.3)	36,534	38,908
Total	36,534	38,908

Prepaid expenses represent advance payments for insurance recorded in advance.

16. SHORT-TERM FINANCIAL INVESTMENTS

	31 Dec. 2025	31 Dec. 2024
BONA SA shares (ct.5081.52)	212,400	300,900
MACO shares (ct.5081.51)	–	3,956,040
HUNT shares (ct.5081.50)	–	296,057
Total	212,400	4,552,997

The decrease compared to 2024 is due to the sale of MACO and HUNT securities during 2025. The remaining BONA SA securities in the portfolio are valued at market value as at 31 December 2025.

17. CASH AND CASH EQUIVALENTS

As at 31 December 2025, cash and cash equivalents had decreased compared with 31 December 2024, mainly as a result of payments made for investments in progress, partial repayments of bank loans and an increase in payables to the shareholder Anodin Opportunity, which were used to finance the investment programme. The high balance at the end of 2024 reflected advances received from customers for contracts in the start-up phase, which were subsequently used to finance investments. The change in cash and cash equivalents was also influenced by the trend in project advances.

	31 Dec. 2025	31 Dec. 2024
Cash on hand	727	170
Bank balances (current accounts)	68,115	16,782,961
Bank deposits (account 5081: deposits)	9,267,438	–
Other assets — meal vouchers (account 532)	53,041	–
Total	9,389,321	16,783,131

18. TRADE PAYABLES AND OTHER PAYABLES

Liabilities are recorded at their nominal value and are recorded in the analytical accounts for each individual or legal entity. Liabilities denominated in foreign currency were valued based on the exchange rate in force at the end of the financial year, and exchange rate differences were recognised as financial income or expenses for the period. The statement of current and long-term liabilities reported by the Company at the end of the reporting periods is as follows:

Current liabilities

Specification/indicator	31 Dec. 2025	31 Dec. 2024
Amounts owed to credit institutions (account 5191)	4,946,489	13,373,702
Trade payables (accounts 401+403+404+408)	14,731,817	11,736,870
Amounts owed to related parties (accounts 4551+4558)	38,208,395	8,291,143
Amounts owed to employees (accounts 421+428)	568,108	608,529
Social security and other taxes (accounts 431+436+438+441+442+444+447+448)	5,997,272	6,832,644
Advances received on orders — TS (account 419 TS)	5,693,350	10,827,183
Investment grants — TS (account 475)	6,479,029	278,423
Provisions (account 151)	428,517	550,532
Other liabilities	792,149	868,188
Total current liabilities	77,845,166	53,367,215

The company maintains a credit facility with BRD for a maximum amount of 30,000,000 lei, which can be used to issue bank guarantees and/or a revolving credit facility. A new credit facility of 4,946,489 lei was arranged with Garanti Bank during 2025. Payables to the shareholder Anodin Opportunity SRL increased significantly in 2025, from 6,707,170 lei to 38,208,395 lei (including interest), representing loans received to finance the investment programme. Short-term advances from customers decreased from 10,827,183 lei to 5,693,350 lei, reflecting the partial utilisation of advances received for contracts in progress.

Long-term liabilities

Specification/indicator	31 Dec. 2025	31 Dec. 2024
Trade payables — long-term customer advances (account 419 LT)	42,365,394	42,365,394
BRD IMM Invest loan (account 162.1)	3,186,594	4,220,084
BCR loan, 60 months (account 162.2)	1,388,474	1,838,789
BCR Medium-Term Loan 3.3 (ct.162.3)	6,295,207	6,286,118
BCR NOVATECH Loan (ct.162.4)	4,342,739	5,645,560
TL interest (account 1682)	28,207	28,207
Deferred income tax liabilities (account 4412)	727,032	727,032
Investment grants — TL (account 475)	271,240	381,743
Total long-term liabilities	58,576,680	52,552,690

Long-term advances from customers represent the amounts received from the beneficiary of the strategic contract in the Cluj-Napoca area (339 million lei), used to finance the related investment programme. These amounts will be recognised as revenue as deliveries are made under the contract, with a completion period of 51 months from commencement. At the end of 2024, Prebet signed, as a supplier, a contract relating to the strategic project in the Cluj-Napoca area, valued at 339 million lei, which commenced in 2025 and has a completion period of 51 months.

19. PROVISIONS

S.C. PREBET AIUD S.A. had established the following categories of provisions at the end of 2025:

Type of provision	Balance 01.01.2025	Provisions	Reversals	Balance 31.12.2025
Provisions for litigation (account 1511)	96,882	26,000	(96,882)	26,000
Provisions for customer guarantees (account 1512)	5,834	–	–	5,834
Provisions for unused leave (account 1517)	448,516	396,683	(448,516)	396,683
TOTAL	551,232	422,683	(545,398)	428,517

Provisions for wage-related disputes are recognised based on management's estimates regarding the likelihood and amount of potential liabilities. Provisions for guarantees granted to customers are calculated and recognised in accordance with the commercial terms negotiated with customers. Other provisions relate to amounts relating to annual leave not taken by staff by the end of the reporting period.

20. INVESTMENT SUBSIDIES

The outstanding investment grants as at 31 December 2025 relate to the project to access European funds, which began in 2014 and was completed in 2019 (the remaining balance relating to the depreciation of the asset), to subsidies for electric vehicles purchased, as well as to the government subsidy relating to the PNRRC6I5 project amounting to 6,343,536 lei, received during 2025. The significant increase compared to 2024 is due to the recognition of this subsidy.

	31 Dec. 2025	31 Dec. 2024
Current grants — TS (ct.475)	6,479,029	278,423
Long-term grants — TL (ct.475)	271,240	381,743

	31 Dec. 2025	31 Dec. 2024
Total	6,750,269	660,166

21. SHARE CAPITAL

The total authorised number of ordinary shares issued as at 31 December 2025 is 140,000,000 shares, compared with 41,817,343 shares as at 31 December 2024, following the completion of the registration with the ASF of the capital increase approved at the Extraordinary General Meeting of Shareholders on 30 April 2024. The nominal value is 0.18 LEI per share. All issued shares are fully paid up.

During 2025, the registration with the Financial Supervisory Authority of the share capital increase of S.C. PREBET AIUD S.A. was finalised, through the issue of 98,182,657 new shares with a nominal value of 0.18 lei, with the share capital remaining at 25,200,000 lei. The share premium was recorded in account 1028 Share Capital Adjustments (balance 56,075,081 lei, unchanged from 31 December 2024).

The shares of S.C. PREBET AIUD S.A. have been traded on the Bucharest Stock Exchange, in the Standard category, since 24 September 2015. The share price has fluctuated over the last 52 weeks between a low of 1.4550 lei per share and a high of 2.1700 lei per share. The shareholder structure as at 31 December 2025 is set out in Note 1.

22. RESERVES

Revaluation reserves

	2025	2024
At the beginning of the period	6,654,050	8,204,490
Increases/(reversals)	–	–
Decreases (transfer to deferred)	–	1,550,440
At the end of the period	6,654,050	6,654,050

Statutory reserves

	2025	2024
At the beginning of the period	1,639,910	1,639,910
Increases/(reversals)	–	–
At the end of the period	1,639,910	1,639,910

Other reserves

	2025	2024
At the beginning of the period	27,929,796	34,238,416
Allocation of 2024 profit	4,838,298	–
Correction of previous accounting errors (account 1068/408)	(537,934)	–
Decreases (cancellation of own shares 2024)	–	(6,308,620)
At the end of the period	32,230,160	27,929,796

The correction of accounting errors from 2025 amounting to (537,934) lei represents the recognition of outstanding invoices (account 408) from previous periods that had not been properly recorded, carried out in accordance with IAS 8 by debiting account 1068 Other reserves. Further details are provided in Note 28 — section 28.14.

23. RETAINED EARNINGS

	31 Dec. 2025	31 Dec. 2024
Retained earnings, excluding retained earnings arising from the first-time adoption of IAS 29 (account 117)	13,358,030	13,358,030
Retained earnings arising from the first-time adoption of IAS 29 (account 118)	(60,401,818)	(60,401,818)
Total	(47,043,788)	(47,043,788)

24. DISTRIBUTION OF PROFIT

For the year 2025, the net profit is to be distributed in accordance with the resolution of the General Meeting of Shareholders of April 2026. The Board of Directors' proposal for the distribution of the net profit for the year 2025, amounting to 3,431,419 lei, is set out below:

Profit allocation	2025	2024
Net profit to be distributed	3,431,419	4,838,298
— statutory reserve	0	0
— coverage of the loss arising from the change in accounting policy	0	0
— dividends	0	0
— other reserves	3,431,419	4,838,298

25. TRANSACTIONS AND BALANCES WITH AFFILIATED AND RELATED PARTIES

Loans granted to affiliated and related parties

	31 Dec. 2025	31 Dec. 2024
Prebet Aggregates SRL	7,341,487	7,557,828
P&G Constructions and Infrastructures SRL	–	51,912
Prebet Logistics SRL	188,447	476,018
Prebet Investments Ltd	128	128
Assignments of preliminary land contracts (Aggregates + Logistics)	503,460	–
Total	8,033,522	8,085,886

Loans contracted from affiliated and related parties

	31 Dec. 2025	31 Dec. 2024
Anodin Opportunity SRL (ct.4551.1)	40,067,555	6,707,170
Acord Construct — assigned loan (ct.4551.2)	(2,443,533)	(2,168,870)
Prebet Logistic SRL (account 451.6 liability)	–	499,800
P&G Energy (account 451.7 liability)	219,035	499,800

	31 Dec. 2025	31 Dec. 2024
Interest on Anodin (account 4558.1)	584,373	584,373
Total	38,427,430	8,122,273

26. COMMITMENTS AND CONTINGENCIES

The guarantees are presented below. The Company provides bank guarantee letters for the return of advances, performance and payment, issued by BRD and BCR in favour of the main beneficiaries, in accordance with the contracts in progress.

Beneficiary	Amount (RON)	Type of Letter	Maturity
ABG Gulermak (1)	26,722,907	Advance repayment	03 July 2029
ABG Gulermak (2)	7,552,571	Repayment of advance	03/07/2029
ABG Gulermak (3)	13,354,742	Advance repayment	03/07/2029
PBG Gulermak	13,193,280	Good performance	05/07/2034
APG Arcada Company (1)	2,948,265	Repayment of advance	31 October 2026
APG Arcada Company (2)	2,041,210	Advance repayment	31 December 2026
APG FCC Barcelona (1)	3,196,532	Advance repayment	31 March 2026
APG FCC Barcelona (2)	1,913,960	Advance repayment	31 August 2026
PBG FCC Barcelona	441,788	Good performance	31 December 2029
SGB D&D Drotaru	2,087,351	Good payment	16 June 2026
PBG Webuild (EUR)	1,038,107	Performance bond	31 July 2026
SGB Holcim	2,000,000	Good payment	31 December 2026
Other guarantees	498,486	Miscellaneous	Miscellaneous
TOTAL SGB ISSUED	76,989,199		

There are no significant ongoing disputes requiring the recognition of additional provisions beyond those already recorded.

27. RISK MANAGEMENT

27.1. Categories of risk

The Company's operational activities expose it to a variety of financial and non-financial risks, the most relevant of which include: market risk (including currency risk), credit risk, liquidity risk, tax risk, economic risk and operational risk. The Company's overall risk management programme focuses on market unpredictability and aims to minimise any potential adverse effects on the Company's financial performance. The Company does not use derivative financial instruments to hedge certain risk exposures. The risks and uncertainties set out in the following paragraphs may, where

applicable, adversely affect the continuity of the Company's operations, its financial position and performance, and its prospects, including its ability to pay dividends.

(a) Market risk is defined as the risk that fluctuations in market prices, such as exchange rates, interest rates and a decline in market demand, may affect the Company's revenues. Market risk — instability in the market for construction materials, characterised by a significant decline in demand, a risk mitigated through market research and marketing policies. Risk of price volatility for electricity, natural gas, metals and diesel, mitigated by finding new suppliers or renegotiating contracts with traditional suppliers.

b) Currency risk is defined as the risk of incurring losses from international commercial contracts or other economic transactions due to changes in exchange rates between the date the contract is concluded and its maturity date. Currency risk is determined by the risk of incurring losses or failing to realise the estimated profit as a result of unfavourable exchange rate fluctuations. Although the Company operates in Romania, it is exposed to currency risk arising from exposure to fluctuations in the exchange rate of the Euro, in which purchases from or deliveries to foreign partners are denominated. The Company does not hedge against currency risk through forward contracts or other financial derivatives. However, the Company's management regularly reviews forecasts regarding the evolution of the LEI/EUR exchange rate and incorporates the information thus obtained into the basis for its pricing strategy. The RON/EUR exchange rate as at 31 December 2025 was 5.0985.

c) Price risk may arise due to price fluctuations over time, between the date the contract is concluded and the date on which payment is made and the amount specified in the contract is received. This risk may arise particularly in the case of long-term contracts. The Company does not export products and there is no possibility of failing to achieve the expected profit or of incurring losses due to changes in international prices during the period between the conclusion and the completion of contracts. To mitigate the price risk associated with supply contracts concluded with domestic customers, the Company carries out analyses and estimates regarding the evolution of prices for raw materials and supplies, as well as utility and labour costs.

(d) Credit risk is determined by cash and cash equivalents, deposits with credit institutions and other financial institutions, as well as credit exposures to customers in respect of products sold, including outstanding receivables. In the case of credit institutions and other financial institutions, only entities with a good reputation and financial soundness in the Romanian financial market are accepted. Individual risk limits are set on the basis of internal ratings in accordance with the limits established by the Board of Directors. The utilisation of credit limits is monitored on a regular basis.

Adverse changes in the creditworthiness of the Company's customers may have a negative impact on the Company's ability to collect cash or cash equivalents arising from sales, which could give rise to uncertainty regarding the Company's ability to continue as a going concern, as well as a deterioration in financial performance indicators through the recognition of impairment losses on these assets. The Company's exposure to credit risk is primarily influenced by the individual characteristics of each customer. Prebet Aiud, due to the specific nature of its business and the fact that its clients are commercial companies operating in the construction sector — a sector with a high degree of banking risk — is exposed to this type of risk caused by late payment of invoices or, even more seriously, insolvency.

e) Interest rate risk. The Company is exposed to the risk of rising interest rates, as it has contracted bank loans and shareholder loans. Any rise in interest rates will be reflected in higher financial costs. The Company regularly monitors market conditions to forecast the risk associated with interest rates.

f) Liquidity risk is the risk of incurring losses or failing to realise estimated profits, arising from the inability to meet short-term payment obligations at any time without incurring excessive costs or losses that the Company cannot bear. The Company's management monitors forecasts of liquidity requirements to ensure that there is sufficient cash to meet operational needs. These forecasts take into account financing plans, compliance with contractual agreements, and adherence to internal targets regarding economic and financial management indicators. As at 31 December 2025, the current liquidity ratio stands at 0.52 and the quick ratio at 0.14, reflecting the extensive investment programme currently underway.

g) Taxation risk. The tax system in Romania is subject to various interpretations and constant changes, which may sometimes be retroactive. The tax authorities may take a different view from that of the Company regarding certain transactions, operations and events and, as such, may assess additional tax liabilities, interest and penalties. The

Company's management believes that it has recorded accurate amounts in the accounts for taxes, duties and other liabilities to the state.

h) Economic risk. The Romanian economy exhibits the characteristics typical of an emerging economy, and there is a significant degree of uncertainty regarding future political, economic and social developments. The war in Ukraine and the wider geopolitical context may have major consequences for the national and global economic environment. Based on the information available to date, the Company's management has not identified any specific potential risks related to the Russia-Ukraine conflict that would significantly affect the Company's operations. The Company has no direct exposure to third parties affected by the sanctions imposed.

(i) Risk of changes in legislation. Tax legislation in Romania is subject to extensive and frequent changes which could adversely affect the Company's operations. There is a risk that the Company may in future be subject to higher tax rates or new (additional) taxes, or to new operational or financial requirements, which could not be foreseen or estimated at the date of preparation of the financial statements.

j) The risk of dependence on a small number of clients. The company has a broad client portfolio; however, given the economic sector in which it operates, there is a dependence on companies involved in major infrastructure projects initiated by the Romanian State (motorway construction, railway rehabilitation, etc.).

k) Operational risk is defined as the risk of incurring losses or failing to realise estimated profits due to internal factors such as the inadequate performance of internal activities, the existence of unsuitable staff or systems, or due to external factors such as economic conditions, changes in the capital market, or technological advances. The policies defined for the management of operational risk have taken into account every type of event that may generate significant risks and their specific manifestations, in order to eliminate or mitigate financial losses.

27.2. Capital risk management

Management's policy regarding capital risk management focuses on maintaining a solid capital base, with a view to supporting the Company's continued development and achieving its investment objectives. The objectives relating to capital management aim to safeguard the Company's ability to continue its operations in the future, thereby generating returns for shareholders and benefits for other stakeholders, as well as maintaining an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust its capital structure, the Company may adjust the amount of dividends proposed for distribution to shareholders, may return capital to shareholders, may issue new equity instruments, or may sell assets with the aim of reducing debt. The Company monitors capital based on the gearing ratio, calculated as the ratio of net debt to total capital. Net debt is calculated by deducting cash and cash equivalents from total liabilities. Total capital is calculated by adding net debt to equity.

28. ACCOUNTING PRINCIPLES, POLICIES AND METHODS

The accounting policies adopted by the Company for the preparation of its separate annual financial statements apply from 19 December 2016, the date on which the new financial reporting framework came into force, namely Order of the Minister of Public Finance No. 2844/2016 approving the Accounting Regulations in accordance with International Financial Reporting Standards, applicable to companies whose securities are admitted to trading on a regulated market. The accounting policies adopted by the Company for the preparation of the separate annual financial statements have also been applied to the separate annual financial statements prepared for the financial year ended 31 December 2024.

28.1. Property, plant and equipment

Fixed assets are assets that generate future economic benefits and are recognised in accordance with the provisions of IFRS: IAS 16, IAS 40, IAS 38 and IAS 36. Tangible fixed assets recognised as assets are initially measured at cost by the Company. The cost of an item of property, plant and equipment comprises the purchase price, including non-refundable taxes, after deducting any trade discounts and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, such as: initial delivery and handling costs, installation and packaging costs, and professional fees.

The Company classifies property, plant and equipment into the following classes of assets of the same nature and with similar uses: land and land improvements; buildings and structures; equipment, technical installations and machinery; vehicles; property, plant and equipment under construction; other property, plant and equipment.

Land and buildings are stated at fair value, based on periodic revaluations carried out by independent external valuers (accredited by ANEVAR), less any subsequent impairment. Any accumulated impairment loss at the date of the revaluation is removed from the gross carrying amount of the asset, and the net carrying amount is restored to the revalued amount of the asset. All other tangible fixed assets are stated at historical cost less accumulated depreciation. Historical cost includes expenditure directly attributable to the acquisition of the assets.

Increases in the carrying amount resulting from the revaluation of land and buildings are credited to other comprehensive income and presented as revaluation reserves in equity. Decreases that offset previous revaluation increases in the same asset are recognised in other comprehensive income and debited from revaluation reserves directly to equity. All other decreases are recognised in profit or loss for the reporting period. Amounts recognised in revaluation reserves are transferred to retained earnings at the end of the assets' useful lives or when the assets are sold or disposed of.

Depreciation is calculated using the straight-line method over the estimated useful life of the assets. Land is not subject to depreciation. Depreciation of other fixed assets is calculated using the straight-line method to allocate the costs or revalued amounts over the estimated useful life, as follows: Buildings 8–60 years; Technological equipment 3–24 years; Measuring, control and regulation apparatus and installations 4–24 years; Transport vehicles 4–18 years; Furniture, office equipment, equipment for the protection of human and material assets 3–18 years; Structures 8–60 years.

The residual values of assets and their useful lives are reviewed and adjusted where necessary at the end of each reporting period. The residual value of an asset is the estimated amount that the Company could obtain from the disposal of the asset, less the estimated costs of disposal, if the asset had already reached its estimated condition at the end of its useful life. Tangible fixed assets that are scrapped or disposed of are derecognised from the statement of financial position together with the corresponding accumulated depreciation. The gain or loss arising on the disposal of a fixed asset is determined as the difference between the proceeds from the disposal of the asset and its net book value.

Tangible assets under construction represent unfinished investments carried out in-house or under contract. These are reclassified as completed assets, in accordance with IFRS, on the date of acceptance.

28.2. Financial assets

Initial recognition and measurement. The Company's financial assets consist of equity investments in associates and receivables (trade receivables, contractual assets, other receivables, cash and cash equivalents). Financial assets are classified, upon initial recognition, as measured subsequently at amortised cost, fair value through other comprehensive income (OCI) and fair value through profit or loss. The classification of financial assets on initial recognition depends on the characteristics of the financial asset's contractual cash flows and the Company's business model for managing them.

With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value; in the case of a financial asset not measured at fair value through profit or loss, transaction costs are added. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined in accordance with IFRS 15.

Subsequent measurement. The Company measures financial assets classified as loans at amortised cost using the effective interest method (EIR) and is subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired. The Company measures financial assets in the form of equity interests in associates by revaluation at fair value through other comprehensive income (FVOCI).

Impairment of financial assets. The Company recognises a provision for expected credit losses for all financial assets classified as liabilities that are not measured at fair value through profit or loss. For trade receivables and contractual assets, the Company applies a simplified approach in calculating expected credit losses. The Company does not monitor changes in credit risk but instead recognises a provision based on lifetime expected loss data at each reporting date. The Company analyses receivables individually and takes into account the effect of financial guarantees received from insurers when calculating expected credit losses. The impairment analysis of equity securities is performed based on available data regarding their market price at the reporting date.

28.3. Inventories

Inventory is recognised in the accounts on the date on which the recognition criteria set out in IFRS are met. Inventory is initially recognised at cost and subsequently carried at the lower of cost and net realisable value. Cost comprises all purchase costs, conversion costs and other costs incurred in bringing the inventories to their present location

and condition. The production cost of finished goods consists of costs of raw materials, direct labour, other direct costs and production overheads allocated on the basis of normal operating capacity. Net realisable value is the estimated selling price in the ordinary course of business, less related selling expenses. Upon disposal, inventories are valued on a weighted average cost (WAC) basis. The recognition and reversal of inventory write-downs are charged to the profit and loss account.

28.4. Trade receivables

Trade receivables are amounts due from customers for goods or finished products sold in the ordinary course of business. If they are expected to be collected within one year or less (or the normal operating cycle), they shall be classified as current assets. Amounts due from customers but not invoiced at the end of the reporting period are presented net of advances paid to those customers, provided the conditions for offsetting these amounts are met. Trade receivables are initially recognised at fair value and subsequently measured at amortised cost, using the effective interest method, less any impairment loss.

28.5. Short-term investments

Short-term investments are assets held by the Company with a view to realising a profit within a period of less than one year. The short-term investments held by the Company consist of shares listed on the Bucharest Stock Exchange (BVB), which are measured at fair value through profit or loss and presented in the cash flow statement as cash and cash equivalents.

28.6. Cash and cash equivalents

In the cash flow statement, cash and cash equivalents include cash on hand, demand deposits, other highly liquid short-term investments with original maturities of three months or less, and bank overdrafts. At the end of each reporting period, foreign currency holdings and other treasury items are valued at the foreign exchange market rate published by the National Bank of Romania on the last banking day of the month in question.

28.7. Financial liabilities

Initial recognition. Financial liabilities are classified, on initial recognition, as financial liabilities measured at amortised cost. All financial liabilities are initially recognised at fair value and, in the case of financial liabilities not measured at fair value through profit or loss, after deducting directly attributable transaction costs, on the transaction date on which the Company becomes a party to the contractual provisions of the instrument.

Subsequent measurement. Interest-bearing loans are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the profit and loss account when the liabilities are derecognised, as well as over the period of amortisation at the effective interest rate. Amortised cost is calculated taking into account any discount or premium on acquisition and any fees and costs that form an integral part of the effective interest rate.

Derecognition. A financial liability is derecognised when the obligation arising from the liability is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same creditor on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference between the respective carrying amounts is recognised in profit or loss.

28.8. Provisions

Provisions are recognised when the Company has a legal or constructive obligation as a result of past events, where an outflow of resources embodying economic benefits is required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Where there is a group of similar obligations, the probability that an outflow of resources will be required to settle them is determined by assessing the class of obligations as a whole. The provision is recognised even if the probability of an outflow of resources relating to any individual item within any class of obligations is low.

Provisions are measured at the present value of the estimated expenditure required to settle the obligation, using a pre-tax rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as interest expense. Provisions are grouped in the

accounts by category and are established for: litigation; guarantees granted to customers; decommissioning of property, plant and equipment and other similar actions related thereto; restructuring; employee benefits; other provisions.

28.9. Employee benefits

The provisions of IAS 19 are applied when accounting for employee benefits. In the normal course of business, the Company makes payments to the Romanian State on behalf of its employees for health, pension and unemployment funds. All employees of the Company are members of the Romanian State pension scheme, which is a defined contribution scheme. These costs are recognised in the profit and loss account at the same time as payroll expenses are recognised. Employee benefit obligations are measured on an undiscounted basis and are recognised as expenses as the services are rendered. A provision is recognised at the estimated amount payable for employee benefits in the form of bonuses or profit-sharing, only if the Company has a present, legal or constructive obligation to pay this amount for past services rendered by employees, and this obligation can be estimated at fair value. Paid annual leave and sick leave, as well as other bonuses, are recognised in the period in which the related services are rendered by the Company's employees.

28.10. Government grants

Government grants are recognised at fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to revenue are deferred and recognised in the profit or loss account over the period corresponding to the costs intended to be offset. Government grants relating to property, plant and equipment are included in long-term liabilities as deferred government grants and are credited to the profit or loss account on a straight-line basis over the useful lives of the related assets.

28.11. Current and deferred income tax

There are uncertainties regarding the interpretation of complex tax regulations, changes in tax legislation, and the amount and timing of future taxable profit. The Company is subject to corporation tax in Romania. There are several transactions and calculations for which the final tax liability is uncertain. The Company will recognise provisions, where appropriate, for the possible future consequences of tax audits. If the final tax outcome of these matters differs from the amounts initially recognised, such differences will impact current and deferred income tax assets and liabilities in the period in which the difference arises.

28.12. Equity

Ordinary shares are classified as equity. External costs directly attributable to the issue of new shares are presented as a deduction from equity in the proceeds. Any excess of the fair value of the consideration received over the nominal value of the shares issued is recognised as additional paid-in capital.

Dividends. The Company recognises a liability to make cash or non-cash distributions to shareholders when the distribution is authorised and is no longer at the Company's discretion. Under Romanian company law, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Other components of equity. Deferred income tax relating to statutory reserves and other reserves provided for under the Tax Code is recognised in other comprehensive income. Income tax which, in accordance with IAS 12, is recognised in other comprehensive income, is recorded in account 1034 Current income tax and deferred income tax recognised in equity, broken down by each such item.

28.13. Recognition of income and expenses

Revenue. Revenue is recognised in the profit and loss account when it is possible to reliably measure an increase in future economic benefits associated with an increase in the value of an asset or a decrease in the value of a liability. Revenue is recognised simultaneously with the recognition of the increase in assets or the decrease in liabilities. The company's revenue is classified into operating revenue and financial revenue. Revenue from the sale of finished goods is recognised upon the transfer of control to the customer, which generally occurs when the customer takes delivery of the goods sold. Investment grants are recognised as revenue over the useful life of the subsidised asset.

Expenses. Expenses are recognised in the profit and loss account when it is possible to reliably measure a decrease in future economic benefits associated with a decrease in the value of an asset or an increase in the value of a liability. The recognition of expenses occurs simultaneously with the recognition of the increase in the value of liabilities or the decrease in the value of assets. Expenses are accounted for by type, according to their nature, as follows: operating expenses (cost of inventories; costs of services provided by third parties; costs of other taxes, duties and similar payments;

staff costs; depreciation, provisions and impairment adjustments; corporation tax) and financial expenses (unfavourable exchange rate differences; interest for the current financial year; losses on financial and similar receivables).

28.14. Correction of accounting errors

During the 2025 financial year, management identified an accounting error from previous periods relating to the recording of outstanding invoices (account 408) amounting to 537,934.33 lei, which had not been properly recognised in the accounts. These invoices represented definite liabilities to suppliers, which had been incorrectly recorded or not recorded in the periods in which the services were provided.

In accordance with IAS 8 — Accounting Policies, Changes in Accounting Estimates and Errors, corrections of errors from prior periods are made retrospectively by adjusting the opening balance of the most recent period presented for which restatement is practicable. The correction was recorded by debiting account 1068 Other reserves (decrease of 537,934 lei) and crediting account 408 Suppliers – invoices not yet received (increase in payables of 537,934 lei). The impact of the adjustment is reflected in the Statement of Changes in Equity under the heading ‘Correction of prior accounting errors’ (IAS 8).

29. OTHER MATTERS

Environment

Romania is currently undergoing a period of rapid harmonisation of its environmental legislation with the legislation in force within the European Economic Community. As at 31 December 2025, the Company had not recognised any liabilities relating to anticipated costs, including statutory and consultancy fees, studies, design and implementation of plans to remedy environmental issues. The Company does not consider the costs associated with environmental issues to be significant. The Company holds environmental management certificate no. 20183M dated 3 April 2020 in accordance with SR EN ISO 14001:2005.

Transfer price

Romanian tax legislation has contained rules on transfer pricing between related parties since 2000. The current legislative framework defines the arm’s length principle for transactions between related parties, as well as the methods for determining transfer prices. The tax assessment of a transaction carried out with related parties is based on the concept of the arm’s length price for that transaction. Based on this concept, transfer prices must be adjusted to reflect the market prices that would have been agreed between entities with no affiliation. The Company cannot quantify the outcome of a potential transfer pricing audit. The Company considers that transactions with related parties were carried out at market values.

Taxation

The tax system in Romania has undergone numerous changes in recent years and is currently being adapted to European Union case law. As a result, there are differing interpretations of tax legislation. In certain situations, the tax authorities may treat certain matters differently, resulting in the calculation of additional taxes and duties, as well as the associated interest and late payment penalties.

The Russia-Ukraine conflict

The Russian Federation’s invasion of Ukraine and the subsequent global response to these military actions could have a significant impact on certain companies, particularly those with physical operations in Ukraine, Russia and Belarus, as well as entities with indirect interests (e.g. those with suppliers and customers, investments and creditors with operations within these countries). Sanctions imposed on the Russian government, Russian entities and Russian individuals in many jurisdictions could affect companies through the loss of access to financial resources and trade, as well as through the knock-on effects of sanctions on global prices (e.g. oil, natural gas and other petroleum products).

Based on the information available to date, the Company’s management has not identified any specific potential risks related to the Russia-Ukraine conflict and, as such, does not currently anticipate any significant impact on the conduct of its day-to-day operations. The Company has no direct exposure to third parties affected by the sanctions imposed since the start of the conflict (customers, suppliers, banking institutions with which the Company collaborates, which may have been directly affected by the sanctions).

Audit of the financial statements

The financial statements prepared for the financial year ended 31 December 2025 have been audited by the audit firm S.C. Moldovan & Partners SRL, a member of the Chamber of Financial Auditors of Romania (CAFR) with registration number and authorisation number 612/626/2021, legally represented by Sorin Moldovan. The financial auditor has not provided the Company with any prohibited non-audit services, as referred to in Article 5(1) of EU Regulation No 537/2014.

30. EVENTS AFTER THE REPORTING DATE

There are no subsequent events to report. There were no significant events after 31 December 2025 and prior to the date of publication of this report that would require the adjustment or further presentation of the financial statements.

Statement by the Board of Directors of PREBET AIUD S.A.

The Board of Directors of PREBET AIUD S.A. hereby declares that it accepts responsibility for the preparation of the Financial Statements as at 31 December 2025.

The Board of Directors of PREBET AIUD S.A. confirms, with regard to the Financial Statements prepared as at 31 December 2025, the following:

- a) The Financial Statements as at 31 December 2025 have been prepared in accordance with International Financial Reporting Standards, as adopted by the European Union.
- b) The accounting policies used in the preparation of the Financial Statements are in accordance with the applicable accounting regulations.
- c) The financial statements prepared as at 31 December 2025 give a true and fair view of the financial position, financial performance and other information relating to the Company's operations.
- d) The Company operates on a going concern basis.
- e) We note that the financial statements as at 31 December 2025 have been audited by Moldovan & Partners SRL.

This statement is in accordance with the provisions of Order No. 2844/2016 of the Minister of Public Finance, as subsequently amended and supplemented.

Director,

Drawn up by,

Liviu Daniel DECEANU

Dan Liviu MORUTAN

Chairman of the Board of Directors

Financial Director

Signature: _____

Signature: _____

Company stamp