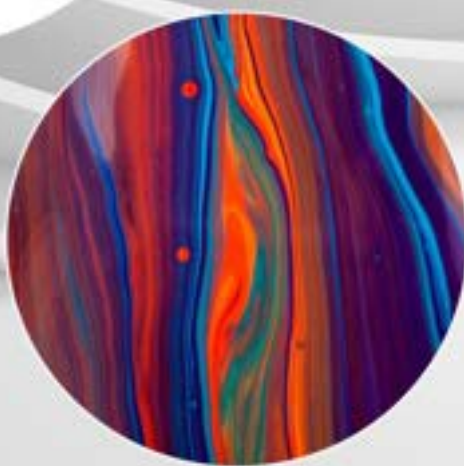
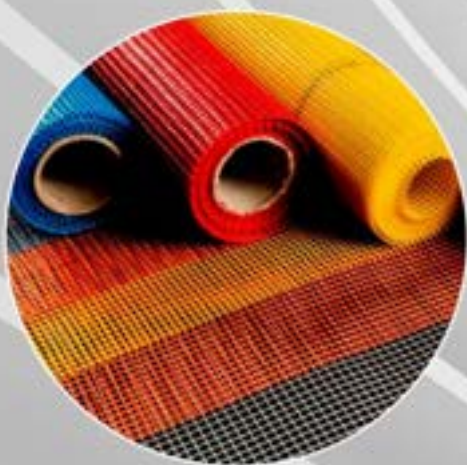




ROCA INDUSTRY
2025 ANNUAL
REPORT

Company listed on the
regulated market of the
Bucharest Stock Exchange

CONTENT

2025 Directors's Report	P02
Sustainability Statement, part of Directors' Report	P112
Consolidated financial statements	P285
Separate financial statements	P349

2025 Directors' Report

CONTENTS

ISSUER INFORMATION	4
MESSAGE FROM THE CHIEF EXECUTIVE OFFICER.....	5
EXECUTIVE SUMMARY	9
ROCA INDUSTRY ON THE CAPITAL MARKET	12
ABOUT ROCA INDUSTRY	17
BICO INDUSTRIES S.A.	19
EVOLOR S.A.....	21
VELTADOORS S.A.....	23
DIAL S.A.....	25
ELECTROPLAST S.A.	27
KEY EVENTS IN 2025 AND BEYOND.....	30
CORPORATE GOVERNANCE.....	39
OUTLOOK ON THE ACTIVITY OF ROCA INDUSTRY	48
ANALYSIS OF CONSOLIDATED FINANCIAL RESULTS	56
INDIVIDUAL FINANCIAL RESULTS ANALYSIS	69
KEY RISKS	75
CORPORATE GOVERNANCE PRINCIPLES	79
MANAGEMENT STATEMENT.....	111

Disclaimer: The financial figures presented in the descriptive part of the report, expressed in millions of lei, are rounded to the nearest whole number and may lead to small differences in regularization.

ISSUER INFORMATION

INFORMATION ABOUT THIS FINANCIAL REPORT

Type of report	2025 Directors' Report
Pentru exercițiul financiar	01.01.2024 – 31.12.2024
Date of publication of the report	28.04.2026

ISSUER INFORMATION

Name	ROCA INDUSTRY HOLDINGROCK1 S.A.
Tax Code	RO 44987869
Trade Register Registration Number	J2021016918408
Registered Office	Str. GARA HERĂSTRĂU, Nr. 4, CLĂDIREA A, Etaj 3, Sectorul 2, București

SECURITIES INFORMATION

Subscribed and paid-up capital	Lei 248,672,220
Market where securities are traded	BSE regulated market, Standard Category
Total number of shares	248,672,220
BSE Symbol	ROC1

CONTACT DETAILS FOR INVESTORS

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The financial statements for 2025 presented in the following pages are **audited**.

MESSAGE FROM THE CHIEF EXECUTIVE OFFICER



Dear shareholders,

Roca Industry turns 4 and a half years since its founding. We have gone from zero to 12 factories in 3 countries, EUR 130 million in turnover, over 1,000 employees, inclusion in the MSCI and BetPlus indices, a 10 out of 10 VEKTOR score, and so on. We have raised just over EUR 15 million from shareholders and used it to acquire companies worth over EUR 80 million

This is a journey that few have replicated in Romania. The model of a holding company that consolidates mature businesses through LBO, with a harvest horizon, does not fit easily into standard valuation frameworks and the conglomerate discount at which we are valued reflects this structural reality, beyond our actual results.

A new CEO mandate. Even though the person writing these lines is not new, the current Board of Directors was only appointed last autumn. We laid the foundations. Now we are entering the stage of reaping the fruits.

Every year, we have set ourselves ambitious objectives. We did not always deliver in full according to plan, but these milestones contributed decisively to our maturation as an organization. Today, more than ever, we are confident that we can deliver on the results we have committed to. This confidence is not grounded in a more favorable context, but in the experience we have accumulated, the infrastructure we have built, and the lessons we have learned, sometimes at significant cost..

Roca Industry is only 4 and a half years old, having been founded in the autumn of 2021. We are at the same time one of the largest and one of the youngest companies listed on the BSE. The figures I mentioned above speak for themselves. We have grown rapidly, taken on very significant debt, and improvised a great deal. It is a path that not many have walked, a path on which we have certainly made mistakes as well, but a model whose fruits we are now preparing to harvest.

Bico Industries is the first company with which we started out, contributed to capital by the majority shareholder prior to the private placement. Bico began 2021 as a local company, with 2 factories in Romania, 175 employees, and a turnover of under EUR 11 million. Meanwhile, it has become the largest producer of fiberglass mesh in CEE, ranked 3rd in the EU, with 5 factories in 3 countries, almost 400 employees, and a turnover more than 3 times higher. Today we export over 60% of our production and have managed to conclude a series of very important partnerships from listings in DIY chains in Germany and Croatia, to inclusion in the thermal insulation systems of the leading European players.

Evalor is an example of transformation in a short period of time. In 2022, Evalor was ranked 7th in the market, with nearly 80% exposure to a single DIY client, an old factory, with structural and operational limitations typical of the time, in which many processes were still

carried out manually from handling and dosing packaging to sealing it. After 3 years, we have moved up to 4th place in the market, doubled our turnover, reduced exposure to the main client to below 50%, we have a new fully compliant factory (although we have not managed to move all sections), we have production lines and robots (for the sections moved to the new location), we are present in 3 DIY chains, we have developed new sales channels (traditional trade, direct distribution, B2B, online), and we have also initiated some export partnerships.

Velta Doors is the largest door manufacturer in Romania and the company with the largest production capacity in SEE, of almost 1.5 million doors per year. Formed through the merger of Eco Euro Doors from Reghin and Workshop Doors, also from Reghin, Velta Doors is by far Roca Industry's largest investment. The strategic rationale for this transaction was straightforward. Eco Euro Doors was listed in the main DIY chain in Romania, while Workshop Doors was listed in the other 3, plus the largest one in Hungary. The two companies had 3 factories within a 5 km radius of each other. Although both companies produced all 3 categories of interior doors (painted, foil-wrapped, and paint-ready), the products were complementary in terms of models and positioning. Building on these elements, we have managed to become leaders in the production of ribbed panels and acoustic panels as well. Furthermore, we have continued our international expansion and have begun delivering to other international networks, namely 2 DIY chains in Greece and one in Germany.

Dial is the smallest company in the portfolio and the one in which we have managed to implement the fewest transformations. Nevertheless, it should be noted that we are the sole domestic producer of plastified fencing, that in 2025 we managed to list in a second DIY chain, and that we supply fencing for various representative projects, such as the A2 motorway, the Craiova–Pitești expressway, Dinamo stadium, and the M6 metro line.

Electroplast was initially acquired by Roca Investments, the majority shareholder of Roca Industry, from one of the largest cable manufacturers in Italy, ICC an example of buying our industry back. Prior to that moment, Electroplast had recorded a profit in only 1 of the previous 6 years and was in a negative spiral. After a successful turnaround and return to profitability, the company was acquired by Roca Industry in June 2023. Over these 2 and a half years, we have managed to double EBITDA and grow net profit by more than 6 times. But most importantly, we achieved this in parallel with the factory's retooling program. We acquired a company with a strong market reputation and significant technological know-how, but with equipment dating from the 1970s. Today, having preserved everything that was good (including the company's founder, who, although no longer a shareholder, serves as Chairman of the Board), we have what is probably the most modern factory in the country, as a result of investments exceeding EUR 12 million, of which over EUR 8 million in the last 2 years alone.

We have come a long way and it has not been easy. We have laid solid foundations for what comes next. And since I said this message is about the future, I would like to focus more on what we are aiming for.

Roca Industry

There are a few points I repeat, because they are relevant. First, I repeat that we have moved from the phase of accelerated construction and development (whether through M&A or CAPEX) to the consolidation phase. This comes with several changes, including in terms of results.

Perhaps most importantly, the debt of our companies has entered a downward trend. The phase of taking on loans for development is largely complete and we are now in a period of net repayment. This means that interest costs are declining, principal to be repaid is declining, and the total debt outstanding is also declining.

Another aspect that is very important for shareholders is that of dividends. We have repeatedly stated that the Roca Industry model is one of using profits for accelerated growth, and also that the LBOs used for growth prevent us from paying dividends in the early years. Today we can say that we are approaching the dividend distribution stage. To the extent that we meet our 2026 budget, we estimate that 3 of the 5 companies (Bico, Electroplast, and Velta) could distribute dividends to ROC1 as early as 2027. For us, this is an extremely important milestone: the harvesting stage, in which shareholders begin to reap the rewards of their investment.

Bico Industries is in the final stage of its investment plans. By the end of the third quarter, we will complete the restructuring of the thermal insulation mesh division. This means we will finish construction of the new warehouse in Vulcănești, Republic of Moldova, and the relocation there of operations from Vaslui and Chișinău. Through this action, we complete the centralization of all operational flows for this type of mesh in the location with the greatest potential, which also benefits from the fiscal incentives of the Vulcănești free zone, as well as exemption from anti-dumping duties on imports from China the duties that hurt us so badly when production was centered in Vaslui. Additionally, by year-end we will also complete the new warehouse in Piatra Neamț, into which we will relocate the production lines from Lithuania. The goal is the same to streamline operational flows and reduce the share of indirect costs.

Evalor is also a company that has reached maturity. Its market positioning is finalized, the main distribution channels are set up, and most of the investments have already been made. The construction of a new warehouse at the new location, for moving the remaining sections, remains for 2027, but the financial effort will be smaller than what has already been undertaken.

Velta Doors has a maximum production capacity of almost 1.5 million doors per year, against a current output of approximately 400,000 doors per year. This means that here too the investment phase is complete, and we will focus on the accelerated growth of our client portfolio, starting from the 8 DIY players in which we are already present.

Dial is the company from which we continue to expect linear progress, with repayment of LBO debt and, eventually, the monetization of one of its warehouses, which today is a non-core asset valued at over EUR 3 million more than half of its net bank debt.

Electroplast is on the most predictable trajectory of all, and is also the company with the best track record of meeting budget targets. As we have said before, by 2029, after completing the final investment phase of EUR 3 million, we hope to exceed a turnover of EUR 100 million and an EBITDA of EUR 9 million.

At the consolidated level, we have budgeted 2026 to be the best year in the holding's history: the highest turnover, the highest EBITDA, the highest net profit. It was a budget published before the conflict in Iran, which now, after a month of war, we do not feel the need to adjust. We are confident that the first-quarter results, which we will publish in a month, will cement this confidence. Furthermore, meeting the budget will also mean a return to profitability for the holding.

Four and a half years. Twelve factories. Five companies as part of the holding. And, perhaps most importantly, a team that has learned to do things better every time. We are grateful for the trust placed in us and fully aware of the responsibility we carry toward each shareholder. We enter the harvesting phase with the conviction that Roca Industry's best results are yet to come.

Ioan-Adrian Bindea
Chief Executive Officer



EXECUTIVE SUMMARY

From growth to sustainable consolidation

The **2025 annual report** of ROCA Industry Holdingrock1 S.A. includes a brief history of the company and its subsidiaries, presents the evolution of ROC1 shares on the capital market, explains the Company's consolidated and individual financial results, and outlines corporate governance aspects, strategy, and prospects for 2026.

The year 2025 was influenced by trade tensions between the US, China, and the EU, as well as the expansion of the European Union's trade defense measures against imports of Chinese products, volatility in energy and raw material prices, and declining consumer demand in the main Western European markets. Despite these external factors and their negative impact on the financial performance of some of the holding's companies, investments continued and concrete actions were carried out for innovation and the expansion of regional presence.

From operational and commercial perspective

- ✓ **Electroplast** completed the second stage of its investment plan and achieved a turnover increase of over 20% and nearly tripled its profit, strengthening its competitiveness through technological upgrades.
- ✓ **BICO Industries** recorded visibly improved results in the last months of the year following internal restructuring measures and the partial relocation of production to the Republic of Moldova, significantly reducing losses from the first part of the year.
- ✓ **Evolor** maintained a positive performance despite market contraction, expanding its presence in the Republic of Moldova and into new distribution channels.
- ✓ **VeltaDoors** continued its growth in the DIY and premium segments, improving quality and operational efficiency.
- ✓ **Dial** doubled its export sales and became a supplier for a new DIY chain, strengthening its reputation in the certified and sustainable products segment.

ROCA Industry ends 2025 with a consolidated operational portfolio, a high level of implementation of investment projects, and a clear strategy for 2026: optimizing performance, increasing profitability, and taking concrete steps toward delivering value to shareholders.

2025 in figures, at consolidated level:

In 2025, **turnover increased by 5.1%** compared to 2024, reaching RON 629.6 million, generated exclusively by the holding's operating companies. Revenues improved compared to the 6-month period of 2025, (-1.1% vs. the same period of 2024) and Q1 2025 (-4.4% vs. Q1 2024), confirming the effects of operational efficiency measures and investment projects implemented in the first part of the year. The growth was mainly supported by the performance of Electroplast and Evolor, as well as the gradual recovery of BICO Industries

following the partial implementation of the operational restructuring program across production centers.

Consolidated EBITDA amounted to RON 43.2 million (EBITDA margin of 6.9% of turnover), compared to RON 63.4 million in 2024, with all companies contributing positively to this result. The figure also includes the impact of ROCA Industry, which, as a holding company, does not generate operational revenues. Excluding ROCA Industry, consolidated EBITDA in 2025 reached RON 51.4 million (vs. RON 71.1 million in 2024). BICO's results had a significant negative impact, mainly due to anti-dumping duties on imports of fiberglass yarn from China, which increased raw material costs (additional cost of approximately RON 6 million) and could not be passed on to selling prices. Excluding BICO's impact, the difference would have been RON -4.6 million, representing only a 9% decrease.

IFRS Profit and loss indicators	2025 results (RON thousands)			2025 EBITDA margin	2025 net results margin	2025 vs 2024 variation		
	Turnover	EBITDA	Net result			Turnover	EBITDA	Net result
EVOLOR	105,418	14,420	4,261	13.7%	4.0%	3.4%	20.5%	43.9%
BICO group	150,586	7,214	(12,027)	4.8%	-8.0%	-8.5%	-64.4%	N/A
DIAL	64,487	4,256	(10,270)	6.6%	-15.9%	-3.0%	-40.0%	N/A
ELECTROPLAST	215,462	16,064	3,159	7.5%	1.5%	28.6%	42.3%	181.4%
VELTA DOORS	93,550	9,454	(6,045)	10.1%	-6.5%	-5.1%	-53.8%	N/A
Companies total	629,503	51,408	(20,922)	8.2%	-3.3%	5.1%	-27.7%	N/A
ROCA Industry	-	(8,169)	(10,663)	N/A	N/A	N/A	-7.4%	-11.7%
Consolidated total	629,503	43,239	(31,585)	6.9%	-5.0%	5.1%	-31.9%	N/A

Below the EBITDA of RON 43.2 million, several elements contributed to the net loss of RON 31.6 million (compared to a net profit of RON 5.9 million in 2024), the most significant being:

- **depreciation and amortization expenses** (RON 32.1 million, +6.0% vs. 2024), driven by additional amortization following the full acquisition of Workshop Doors and by investments made to expand production capacity and improve operational efficiency.
- **A significant additional impact** stems from the recognition of carrying value adjustments (RON 10,6 million) for a portion of the intangible assets identified in the Bico,Velta and Dial acquisitions. The adjustments were determined by an independent ANEVAR-authorized valuator, following the annual valuation process and the preparation of the purchase price allocation (PPA) report, against a backdrop of conditions less favorable than those estimated at the time of the acquisitions (future market conditions, execution of strategic plans, materialization of planned synergies and capacity expansions, raw material and energy price trends, foreign exchange rates, the trajectory of inflation in Romania, and the determination of an appropriate discount rate). Accordingly, management decided to recognize the value adjustments, grounding its decision in the conclusions of the independent valuator.
- **financial expenses** (RON 24.0 million).

In the context of strengthening its financial position, **long-term debt** as of December 31, 2025 amounted to RON 181.1 million, decreasing by 6.6% compared to 2024, mainly due

to repayments of amounts due during the year. The Group continued the process of optimizing its financing structure.

At the end of 2025, the level of bank loans (RON 202.5 million) decreased by approximately 24.4% compared to the previous period, following repayments made in line with contractual schedules and prudent cash flow management.

2025 in figures, at standalone level

ROCA Industry, as a holding company, continues to generate revenues mainly from dividends and interest related to loans granted to portfolio companies.

In 2025, the company recorded **financial revenues** of RON 10.6 million (RON 6.2 million dividends and RON 4.4 million interest). **Operating expenses** of RON 8.4 million include ongoing operating costs, personnel expenses, management fees, and consultancy services, slightly increasing compared to the previous year due to expanded reporting and compliance requirements for a company listed on the regulated market.

Additionally, a one-off element during the year was a value adjustment totaling RON 11.7 million, resulting from the impairment adjustment in respect of participations held in BICO, DIAL and VELTA (non-cash item). These impairment losses were recorded following an impairment test performed by an authorised independent valuer and represent a non-cash adjustment who determined an impairment adjustment existed for BICO and DIAL participations. Regarding impairment loss recorded for Velta, the adjustment was based on internal management assesment, based on the model in the valuaition reports. In the next period, the holding's management will make every effort to fulfil the conditions required for the reversal of these entries. Over the medium term, the expectation is that, by implementing optimization and other operating efficiency increase measures, the value adjustments may be reversed, depending on the evolution of results and market conditions.

Financial expenses increased by 20.6%, mainly due to the negative impact of exchange rate fluctuations, while interest expenses related to contracted loans remained at the level recorded in 2024.

Overall, at standalone level, ROCA Industry ended the year with a **net loss of RON 11.8 million** (RON 75 thousand prior to the value adjustment), compared to a net profit of RON 9.8 million in 2024. The difference, in addition to the negative adjustment mentioned above, is also due to additional income recorded only in 2024, amounting to RON 8.7 million, resulting from the reversal of a value adjustment recorded for the BICO shareholding in 2022, when an impairment of RON 12.4 million had been recognized (RON 3.7 million was reversed in 2023).

ROCA INDUSTRY ON THE CAPITAL MARKET

ROCA Industry is listed on the main market of the Bucharest Stock Exchange and pursues an active strategy to increase visibility, liquidity, and attractiveness for both retail and institutional investors.

The company entered the capital market in January 2022 through its listing on the AeRO market, just a few months after its establishment. This stage aimed to ensure access to capital, transparency, and reporting discipline at an early stage of the holding's development.

Starting March 11, 2024, ROCA Industry shares have been traded on the regulated market of the Bucharest Stock Exchange, Standard category. They have been included in the BET Plus index since September 2024 and were added to the MSCI Frontier IMI and MSCI Romania IMI indices starting March 1, 2025, with index composition reviewed periodically. The transfer to the main market and inclusion in indices reflect the maturity of the group structure, the growth in operational scale, and alignment with higher standards of governance and reporting.

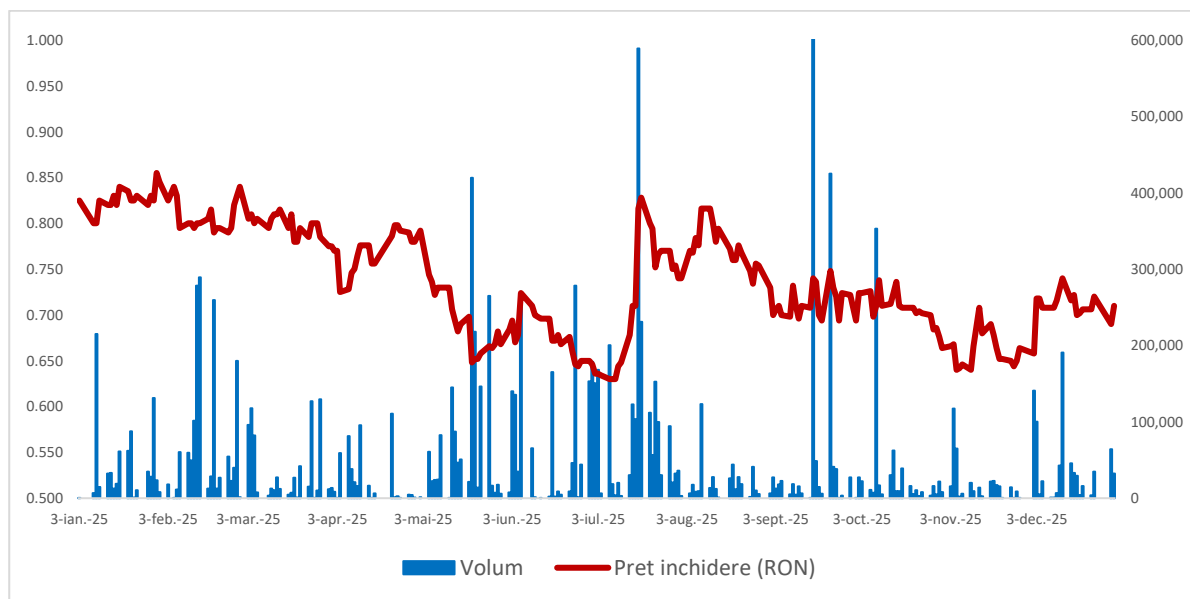
As of December 31, 2025, ROC1 shares were held by over 850 shareholders, compared to 831 shareholders as of December 31, 2024, including both legal entities and individuals. The shareholding structure of ROC1, according to information provided by the Central Depository, is as follows:

Shareholding structure as of 31 december 2025			
	Number of shares	Value (RON)	Total %
ROCA Investments SA	164,223,340	164,223,340	66.04%
Other shareholders	84,448,880	84,448,880	33.96%
Total	248,672,220	248,672,220	100%

The total trading volume in 2025 (excluding deal transactions) amounted to 11.2 million shares, with a daily average of 51.1 thousand shares, compared to a total volume of 19.9 million shares and a daily average of 110.1 thousand shares traded in 2024, the first year in which the company was listed on the main market. Thus, **the median daily volume** during this period was 17.7 thousand shares, half the level recorded in 2024. During the same period, **a record daily trading volume** of 777 thousand shares was recorded.

Throughout 2025, ROC1 shares reached a maximum price of RON 0.855 on January 30, 2025 and a minimum price of RON 0.630 on July 9, 2025, with a weighted average price excluding deal transactions of RON 0.723.

Daily volume and closing price of ROC1 shares during the period January 1, 2025 to December 31, 2025 excluding deal transactions



The year 2025 brought high volatility to the capital market. The macroeconomic context in the first quarter led to a cautious investment appetite, influenced by persistent uncertainties in the fiscal and budgetary environment and by volatility generated by the electoral calendar, resulting in significantly reduced liquidity. Following the elections in May, and especially after the summer months, the upward market trend became particularly strong, with the market entering a phase of accelerated growth.

Thus, in 2025, the main market index, BET, recorded a remarkable increase of 46% by year-end, reaching an all-time high of 24,438.89 points. This evolution was the strongest in approximately the last 15 years and one of the highest increases globally.

Despite the performance of the indices, the local capital market remains at a relatively low level of maturity compared to capital markets in the region. Liquidity on the main market, although increasing, with total traded value up 20% in 2025 compared to 2024, remains significantly lower than that of other markets, which makes large institutional investors more reluctant to invest on the Bucharest Stock Exchange.

INVESTOR RELATIONS

In 2025, ROCA Industry's investor relations activity continued to focus on increasing transparency and strengthening investor confidence.

Throughout the year, the company maintained a constant and open dialogue with the capital market, using both its regular communication channels and active participation in investor-focused events. The periodic newsletter remained an essential information tool, and each financial reporting was accompanied by dedicated conferences accessible to investors. During these interactions, the investor relations team transparently presented the company's development strategy, financial performance, and outlook.

At the same time, ROCA Industry continued its efforts to strengthen corporate governance. Measures were implemented to align with the new Bucharest Stock Exchange Corporate Governance Code. Additionally, in December, shareholders approved the initiation of a share buyback program, which is expected to be carried out during 2026. The purpose of this program is to repurchase ROCA Industry shares either for cancellation and share capital reduction, or for allocation within a Stock Option Plan designed to align the interests of the management team with those of shareholders and to support long-term performance.

A relevant element in assessing the quality of investor communication is the score obtained by ROCA Industry in the VEKTOR by ARIR evaluation, an indicator used in the Romanian capital market to measure transparency, reporting quality, and investor relations. In 2025, the company achieved the maximum score of 10 out of 10, confirming its alignment with best practices in the field. This evaluation is particularly relevant for investors, as it provides an independent and standardized benchmark regarding the level of transparency and quality of communication of listed issuers. In the context of the Romanian capital market, where consistency and predictability in communication are essential factors for attracting capital, a maximum score contributes to increasing the company's visibility and strengthening investor confidence, both locally and internationally.

Additionally, to ensure a high level of transparency, the company consistently published reports and communications through the Bucharest Stock Exchange and the Financial Supervisory Authority, which are also available on the company's official website.

DIVIDEND POLICY

In line with the Corporate Governance principles applicable to issuers the securities of whom are traded on the main market operated by Bucharest stock Exchange, Roca Industry adopted a dividend policy as a set of guidelines for the distribution of net profit.

The principles of the policy take into consideration the holding's business model. ROCA Industry invests as majority shareholder in average sized companies that do not have access to the capital market or institutional investors to finance their growth, such companies subsequently following a transformational process intended to streamline and enhance performance, with the purpose of becoming regional leaders. In most cases, the structuring of acquisitions involves the establishment of special purpose vehicles (SPVs), which are set up to provide the necessary financing structure for the respective transaction. Through the SPV, the acquisition of the new company is carried out using structured financing in the form of a leveraged buyout (LBO), with minimum 50% funded through bank financing and the remainder from the holding's own resources. Following the transaction, in accordance with the credit facility agreement, the acquired company prioritizes the repayment of the bank loans.

Therefore, after an estimated period of 5-6 years, the companies reach a level of integration in the holding and development that enable to significantly reduce the financial debts (necessary for their purchase by the holding, and the investments for operational efficiency). A level of profitability is also reached enough to ensure a high level of dividends distributed to the shareholders (over 50% from the distributable net profit, the difference being kept in the company for further investments).

On medium term, ROCA Industry has therefore the purpose of building a robust portfolio of companies meant to bring a positive impact in the economy and contribute to the industrialisation of Romania, also generating time and value for its shareholders.

The relevant principles with reference to the dividend policy are set out below:

- The company recognizes the rights of shareholders to be remunerated through dividends, representing the participation in the net profits accumulated from operations as well as the remuneration of the capital invested in the company.
- Dividends are distributed from the Company's net distributable profit based on the individual audited annual financial statements and/or from Company's other items of equity, and not from the net profit according to the annual audited consolidated financial statements.
- The dividends distributed and paid by the Group's Subsidiaries in year N (related to year N-1 results of the Subsidiaries) are recorded as finance income in Company's individual financial statements in year N and thus constitute the source of the net result from which the Company proposes and pays dividends to its shareholders in year N+1 (related to the Company's result of year N).
- Profits obtained by the Company through the collection of dividends from the Subsidiaries will be directed both to the distribution of dividends to the Company's shareholders and to the financing of development plans, as needed.
- The company proposes to reward its shareholders also by granting free shares, following the capitalization of part of the net profits earned by the company.
- The proposal for the distribution of dividends, in the form of free shares or cash, including the rate of distribution, will be made by the Company's Board of Directors, subject to the approval of the General Meeting of Shareholders, adopted in accordance with the law.

In selecting a certain dividend pay-out ratio according to the dividend policy, the Board of Directors shall take into consideration the following:

- reducing the fluctuations in dividend yield from one period to the next, as well as the absolute dividend per share value;
- Company's investment needs and opportunities;
- contributions of non-monetary items to net reported profit, if the case;
- financial resources available for dividends payment as well as the Company's indebtedness;
- setting up a dividend yield comparable to other listed companies in the industry or related sectors.

Any change in the dividend policy will be communicated to investors, and any interested party will be able to access it on company's website at the link [Corporate Governance | ROCA Industry](#).

Established in September 2021, ROCA Industry holding mainly recorded operating expenses aimed at making the holding functional. The profit generated by the Company in 2024 was allocated to cover losses carried forward from previous years, therefore no dividends were distributed to shareholders during 2025.

Regarding 2026, the Holding will not receive dividends from its subsidiaries for 2025, nor will it distribute dividends, as it has recorded no distributable profit.

ABOUT ROCA INDUSTRY

ROCA Industry HOLDINGROCK1 S.A. ("ROCA Industry" or the "Company") is a Romanian industrial holding that brings together, under an integrated structure, five companies producing construction materials, actively contributing to the consolidation and development of this strategic sector for Romania's economy.

The holding aims to develop an industrial ecosystem made up of Romanian companies with strong brands and regional expansion potential. Through its integration model, ROCA Industry seeks to create operational, financial, and commercial synergies among its portfolio companies, accelerating their transformation process and sustainable scaling.

The Company acts as a holding and strategic coordination vehicle, without direct operational activity, implementing its business directions through its five directly owned subsidiaries, acquired over a period of three years.

The portfolio was built in stages, with part of the acquisitions carried out through a dedicated investment vehicle (SPV – Special Purpose Vehicle). The financing structure used was of the Leveraged Buyout (LBO) type, whereby minimum 50% of the value of an acquisition was financed through bank loans contracted by the SPV, with the remainder coming from the holding's own resources. The assets of the acquired companies thus served as collateral for the credit facility, allowing the limitation of exposure at group level and the protection of the existing portfolio. Following the completion of these transactions, in accordance with the terms of the credit agreements, the acquired companies merge with the respective SPVs – three such investment vehicles have already been absorbed in 2022 and 2023. This structure enabled ROCA Industry to build its portfolio with a relatively low initial investment, maximizing return on equity (ROE). During the repayment period of the bank facilities, dividend distributions to the parent company are limited or non-existent.

Currently, ROCA Industry is focused on the operational consolidation of the group, optimizing the performance of each subsidiary, and leveraging synergies among the portfolio companies. At the same time, the holding remains open to new acquisitions, provided they align with its sector consolidation strategy and the market context.

Currently, ROCA Industry's portfolio includes five companies:



- **BICO Industries S.A.** (~60% of the share capital), a producer of fiberglass mesh and reinforcements, with operations in five production centers, two in Romania (Piatra Neamț and Vaslui), two in the Republic of Moldova (through Terra), and one factory in Lithuania (through Iranga)
- **EVOLOR S.A.** (~100% of the share capital), a manufacturer of paints, decorative plasters, and complete finishing systems for construction
- **ELECTROPLAST S.A.** (~100% of the share capital), a producer of low-voltage electrical cables made of copper and aluminum
- **DIAL S.A.** (~100% of the share capital), a manufacturer of welded mesh panels, woven fencing mesh, and welded and galvanized fencing mesh
- **VELTADOORS S.A.** (~100% of the share capital), a company specialized in the production of doors for residential construction, acoustic and decorative MDF panels.

These companies operate in complementary segments of the construction materials industry, generating a balanced and diversified portfolio with extended regional presence and a solid industrial base.

Currently, ROCA Industry is undergoing a phase of operational and internal efficiency consolidation, following a period of accelerated investments and expansion at both national and regional level. Through its portfolio-level plans, the company aims to maximize profitability and create sustainable value for shareholders.

The evolution of the companies in 2025 is presented below.

BICO INDUSTRIES S.A.

One of the most important producers of mesh and technical fabrics in Europe, with more than two decades of experience in the industry.

BICO Industries S.A. was established in 2006, and ROCA Industry currently holds a majority stake of 60% of the share capital. The company is in a consolidation phase, with a business model focused on industrial production, exports, and the continuous development of a high value-added product portfolio.

The BICO Group produces fiberglass mesh for ETICS systems (External Thermal Insulation Composite System), mesh and technical fabrics for industrial applications, as well as profiles and corner beads with reinforcing mesh. The Group's installed capacity exceeds 80 million square meters annually. Operations are carried out under the BICO and Terra brands, through five production centers, two in Romania (Piatra Neamț and Vaslui), two in the Republic of Moldova (through Terra), and one in Lithuania (through Iranga).

The product portfolio covers both residential construction materials and advanced industrial applications, and the company is recognized for its technological flexibility, product customization capabilities, and compliance with European quality and sustainability standards. BICO is a member of the European Association of Technical Textiles Producers and aligns its activity with the objectives of the European Green Deal.

In 2025, the activity of the BICO Group was strongly influenced by the macroeconomic context and changes in the regulatory framework at European level, particularly by the trade defense measures introduced by the European Union against imports of raw materials from Asia.

Starting from the end of 2024 and throughout 2025, the application of a 56.1% countervailing duty on imports of fiberglass yarn from China had a significant impact on production costs. Production costs at the Vaslui factory increased by 18%, an increase that could not be passed on to selling prices due to pricing policies applied by competitors not affected by these measures, competitors located in nearby non-EU countries such as Kosovo, Serbia, Moldova, and Morocco. This situation generated additional pressure on operating margins, against the backdrop of a raw material shortage at European level and competition from non-EU producers not subject to the same fiscal constraints.

In response, in 2025 BICO initiated a broad operational restructuring process focused on efficiency, digitalization, and adapting the production structure. Key directions included the relocation of certain activities from Romania, the modernization of units in the Republic of Moldova, and the optimization of the fiberglass mesh division for thermal insulation systems. This program was implemented at a level of 70% and is expected to be completed in 2026, with the first positive operational effects becoming visible in the second half of the year.

From a commercial perspective, in 2025 the company maintained its focus on increasing market presence, with sales distributed approximately 63% export and 37% domestic. The

company experienced a decrease in demand in some traditional European markets but partially offset this impact by diversifying sales channels and opening new ones. By the end of the year, management activated, for 2026, commercial relationships with two of the most important thermal insulation system producers in Germany and with a major DIY retail chain in the EU.

At the same time, the technical textiles division continued to show solid performance, reaching a record level of operating profitability in 2025, supported by the launch of the new BICOtwin product range, designed for reinforcing bituminous membranes and cement boards.

PRODUCT PORTFOLIO

Following the accumulation of experience and expertise in the field, the BICO Group has a wide range of products, which includes:

Fiberglass mesh for thermal insulation systems, BICOMesh, a product intended for reinforcing composite thermal insulation systems (ETICS) based on mineral wool, expanded polystyrene, or other types of insulation boards.

Products in this range are E-glass fiberglass fabrics with special properties that provide high tensile strength and long-term resistance in alkaline environments. They are used for reinforcing both interior and exterior plasters, with the purpose of strengthening external thermal insulation composite systems and preventing plaster defects.

Fiberglass/polyester mesh for other industrial materials, BICOscrim, a product specially designed for reinforcement and dimensional stabilization, through lamination, of industrial products.

This product, made from continuous filament glass yarns arranged in an open mesh structure and chemically bonded together, is specifically designed for industrial products that require substantial improvement in mechanical properties, ensuring high tear resistance and precise control of elasticity in the final material.

Fiberglass mesh in this category is suitable for use in lamination processes typical for the production of materials composed of two or more laminated layers, such as roofing membranes, plastic membranes, roofing foils, aluminum foils, thermal insulation materials, and other materials prone to tearing, such as nonwoven materials, foils, films, and paper.

Composite reinforcements made of two layers, BICOtwin, is a composite product obtained through the lamination of nonwoven mesh onto nonwoven materials or foils. With high resistance to delamination, these fiberglass reinforcements are designed for strengthening and dimensional stabilization of bituminous and plastic membranes used in both industrial and residential buildings.

Profiles with fiberglass mesh represent a product range that includes L-shaped profiles made of PVC or aluminum with fiberglass mesh, used for reinforcing, protecting, and finishing external corners of surfaces covered with various types of plaster.

The fiberglass mesh on PVC or aluminum corner profiles facilitates their integration into plaster layers, providing flexibility during installation and durability of the finished corners.

COMPETITIVE DIFFERENTIATION

Bico is one of the largest producers of fiberglass mesh in Europe and the only domestic manufacturer of fiberglass reinforcements. With a constant focus on innovation, development, and optimization, we have established a versatile technological park that allows us, through close cooperation with our clients, to develop products tailored to their individual requirements.

Whether it's fiberglass mesh for reinforcing ETICS systems, fiberglass mesh for reinforcing industrial products through lamination, laminated fiberglass reinforcements that combine the properties of their component layers (non-woven fabric and fiberglass mesh), or other related products such as fiberglass mesh profiles and composite solutions created by laminating mesh onto non-woven materials, foils, films, or paper—Bico's production technologies are specifically implemented to ensure compliance with the highest quality standards in the technical textiles industry and allow us to continuously develop a diverse product portfolio.

EVOLOR S.A.

One of the leading players in the paint and varnish production industry, with over 30 years of experience on the market

EVOLOR S.A. has been wholly owned by ROCA Industry since December 2021 and is currently in a consolidation phase, following the successful completion of the transformation process initiated at the time of its inclusion in the holding's portfolio. The company specializes in the production of washable paints, decorative plasters, enamels and varnishes based on water or with rapid drying, primers, thinners, adhesives, and colorants. Production activity is organized into seven main units, distributed across two locations in Vâlcea County, with products primarily targeting the domestic market, focusing on the residential sector.

Through its two commercial brands in the portfolio, STICKY and CORAL, the company addresses the full spectrum of consumers, from the economic and mainstream segments to the premium segment. EVOLOR products are mainly distributed through DIY retail chains, traditional trade, B2B channels, and to a lesser extent through exports. All products manufactured by the company comply with EU regulations regarding volatile organic compound levels and are technically approved by the Ministry of Development, Public Works and Administration through the Permanent Technical Council for Construction. In addition, all Sticky and Coral products containing biocidal ingredients are approved by the Ministry of Health through the National Commission for Biocidal Products.

In 2025, EVOLOR's activity took place in a still challenging market context, marked by the prolonged contraction of the paints and varnishes market, socio-political instability, and austerity measures adopted at national level, which negatively impacted consumer demand. In this context, the company continued implementing the strategic actions initiated in previous years, managing to maintain a positive evolution of its operational performance.

From a commercial perspective, EVOLOR focused on diversifying and innovating its product portfolio. During the year, previously launched product ranges were consolidated and new high value-added products were introduced, including the Coral Effetto range, as well as the licensed Coral Barbie and Coral Hot Wheels ranges, aimed at expanding into new customer segments and additional distribution channels. These initiatives contributed to improving the sales mix and exceeding financial performance compared to the same period of the previous year.

At the same time, the company continued its regional expansion strategy, recording significant growth in sales in the Republic of Moldova and making important steps toward entering and strengthening its presence in markets such as Hungary and Bulgaria. The B2B channel continued to develop at an accelerated pace, initial steps were taken in the B2C segment, while existing channels were further consolidated. The company opened a new channel, direct distribution, with its own team covering seven counties in the natural area of the factory, where partnerships have been established with specialized distributors.

At operational level, in 2025 investments continued in efficiency and production capacity, through the commissioning of two new silos for solid raw materials and the operationalization of a production platform for mosaic-based products at the decorative plaster factory on the Oltchim Râmnicu Vâlcea platform, as well as through the optimization of production processes, with an impact on sustainability and the reduction of volatile organic compound emissions. At this factory, the installation of a modern research and development laboratory was also completed, along with an automated line consisting of a palletizing robot and a pallet wrapping machine with stretch film. The equipment has a value of EUR 600 thousand and is part of a EUR 3 million investment plan for the operationalization of the factory.

In the marketing area, efforts focused on active communication on social media, running consumer-focused campaigns at points of sale, and initiating a merchandiser program aimed at facilitating consumer choice in stores and maximizing product visibility on shelves, as well as preparing launches on new distribution channels, including online and non-DIY retail networks and export markets.

From a corporate governance perspective, the company finalized the implementation of group policies assumed at the beginning of the year, operational, commercial, financial, and marketing, and renewed essential certifications, ETICS, ISO 9001, ISO 14001, and ISO 45001, strengthening its operating framework in line with group standards.

COMPLETE PROFUCT PORTFOLIO

In line with identified consumer needs, the company offers a wide range of specialized products: washable paints, decorative plasters, water-based enamels and varnishes as well as fast-drying ones, primers, thinners, adhesives, highly concentrated pigments, and other complementary products, addressing the entire spectrum of the relevant market with competitive products: premium, medium, economic, and budget.

The company's reputation and popularity are mainly based on its commercial brands Sticky and Coral, for which the company has initiated a brand-building process, positioning, and strategic marketing plans.

Product distribution is managed through specialized sales teams that professionally address each sales channel: do-it-yourself, traditional trade, B2B, as well as export.

COMPETITIVE DIFFERENTIATION

EVOLOR is one of the largest players in the paints and varnishes manufacturing industry, a traditional producer with a market share of approximately 10% in the decorative paints and varnishes market in Romania, which has entered a new stage of development. The company launched this year a series of innovative products with a high level of embedded technology, which will act as strong drivers for business growth as well as for increasing the value of its commercial brands: under the premium CORAL brand, non-combustible decorative plasters, paint for finishing or refreshing façades that prevents the formation of algae and mold over the long term, decorative effect paint for interiors or washable lime intended for finishing historical monuments and buildings constructed exclusively from traditional materials; and under the STICKY brand, a range of niche technical products, including enamels applied directly on rust, enamels for concrete protection, contact primer for concrete, and others.

VELTADOORS S.A.

The largest Romanian manufacturer of doors for residential constructions, according to the Neomar 2024 study

VELTADOORS S.A. resulted from the merger between Eco Euro Doors and Workshop Doors, completed in December 2024. The merger aimed to create a consolidated leader in the interior doors market by integrating operations, unifying management teams, and optimizing the logistics chain. The integration of the two companies enables the optimization of production and distribution costs, reduction of delivery times, and increased storage capacity. In addition, the use of shared resources and the consolidation of the logistics chain contribute to the optimization of operating expenses.

Following the merger, VeltaDoors operates three production units located in Mureș County and has a total production capacity of over 1 million doors per year. The company's portfolio includes foil-coated interior doors, painted doors, doors prepared for painting, as well as

decorative slatted panels, addressing both standard market requirements and the need for custom-sized or tailored solutions.

VeltaDoors products are entirely manufactured in Romania and are distributed both nationally, through major DIY retail chains, specialized distributor and reseller networks, and internationally. Through its wide product range, competitive pricing, and strong industrial capacity, the company has strengthened its position as a local leader in the interior doors segment.

The year 2025 represented VeltaDoors' first full year of post-merger operations, marked by an extensive integration and consolidation process. In a volatile economic environment, the company demonstrated resilience and adaptability.

In the first part of the year, VeltaDoors continued implementing integration initiatives, focusing on operational efficiency and digitalization, as well as strengthening its presence in DIY and traditional channels. Key achievements included the full implementation of the ERP system, the reorganization of production flows, increased productivity without increasing headcount, and investments in automation. At the same time, the company completed its legal transformation from an SRL to an S.A., strengthening its corporate governance and transparency framework.

From a commercial perspective, in 2025 approximately 85% of sales were generated on the domestic market and 15% from exports, with DIY networks remaining the main distribution channel. The company continued to diversify its portfolio and expand its retail presence by listing new products in existing networks and opening additional channels, including in the premium segment. The launch of innovative products, such as doors designed for children, featuring one colored side and one magnetic paint side allowing chalk writing and play with special magnets, contributed to strengthening its market position and increasing the attractiveness of its offering.

Throughout the year, VeltaDoors advanced its international expansion efforts, with advanced discussions underway with relevant external partners, with potential to increase volumes and geographic footprint.

At operational and quality level, the company continued initiatives to optimize processes, reduce non-quality costs, and improve customer satisfaction. The complaint registration and traceability system was refined, allowing faster identification of root causes and more rigorous resolution of requests, with improved response times. At the same time, initial steps were taken toward ESG standardization and increased energy efficiency.

Additionally, VeltaDoors launched its new website www.veltadoors.ro, updated product labels, and initiated communication on social media channels, further strengthening brand presence and customer relationships.

COMPLETE PRODUCT PORTFOLIO

The company produces and sells three categories of standard interior doors: foil-coated doors, painted doors, and doors prepared for painting, as well as decorative slatted panels.

A new policy for producing custom-sized, non-standard doors has also been initiated, complementing and expanding the door portfolio and addressing customer needs.

COMPETITIVE DIFFERENTIATION

Veltadoors offers a diverse range of doors available in various styles, colors, and finishes: foil-wrapped, painted, paint-ready, decorative ribbed panels, and custom-sized doors, covering both the standard and premium segments.

The use of quality materials, modern technologies, and advanced production techniques ensures durable, aesthetically refined products tailored to the demands of the residential market. Production carried out entirely in Romania guarantees quality control throughout the entire manufacturing chain, operational flexibility, and competitive lead times.

Post-merger structural efficiency, supported by the digitalization of operations and the optimization of production flows, strengthens the cost advantage over competitors, while multi-channel distribution — DIY networks, specialized distributors, premium retail, and export — ensures broad commercial coverage with growth potential in market share.

DIAL S.A.

One of the largest manufacturers of fence panels and mesh with an experience of over 30 years in the industry

DIAL S.A. was acquired by ROCA Industry in September 2022 and is currently in a transformation phase, with the objective of achieving sustainable growth and strengthening its position on the national market. The company produces welded fence panels, woven mesh, welded mesh rolls, metal posts, and an extensive range of fencing accessories. Its portfolio includes over 200 products, tailored to both the residential segment and agricultural, industrial, and infrastructure applications. Products are mainly distributed at national level through DIY retail chains, specialized retailers, and an extensive network of traditional distributors.

A distinctive feature of the company is its fluidized bed coating facility, unique in Romania, which enables the production of highly durable products with superior resistance to corrosion and UV radiation, as well as consistent finishing quality. This technological capability provides DIAL with a significant competitive advantage on the local market.

In 2025, DIAL operated in an economic context marked by uncertainty and pressure on purchasing power, while demonstrating resilience and a high capacity for adaptation. The company continued to strengthen its position on the national market and develop growth opportunities on external markets.

From a commercial perspective, the strategy focused on maintaining volumes and adapting the offering to consumer behavior increasingly oriented toward lower-priced products, with an emphasis on the entry-level segment through the development of an affordable product line designed specifically for consumers with limited financial resources. The product range was expanded, with DIAL introducing new products such as farmer welded mesh, farmer knotted mesh, and “U-type” posts, mainly targeting the agricultural sector and infrastructure projects, already integrated into relevant projects such as the fencing of the Mârşani and Pleniţa forests and segments of the A1 and A7 highways. At the same time, DIAL fence panels contributed to fencing military objectives, photovoltaic parks, construction sites for the Cluj metro, as well as the new terminal of Craiova Airport.

In 2025, approximately 94% of sales were generated on the domestic market and 6% from exports, with exports recording a significant increase compared to the previous year. This performance was supported by improved product quality, more rigorous production planning, and commercial services adapted to the requirements of external markets.

The company continued to strengthen existing commercial relationships and maintained its status as a main supplier of gray and green fence panels in relation to strategic partners. At the same time, new sales channels were opened through the listing of products in an additional DIY retail chain and by expanding geographic coverage at national level. The range of accessories was significantly expanded by identifying multiple systems for fixing fence panels and screening solutions. The end of 2025 marked the beginning of the commercial partnership between DIAL and Brico Depot/Altex. This partnership was developed by identifying the needs of Brico/Altex customers and their purchasing appetite for products offering an appropriate quality-price ratio.

At operational level, in 2025 the company continued initiatives to optimize production capacity and costs, including technical improvements to the coating facility, reallocation of human resources between departments, and flexible adjustment of production based on demand. The procurement strategy remained focused on maintaining raw material costs below market levels through proactive negotiations and careful supply planning.

A notable achievement of the year was the strengthening of the company's competitive advantage through investments in product testing and certification, enabling the provision of a minimum 10-year warranty for coated fence panels.

COMPLETE PRODUCT PORTFOLIO

Dial aims to be a benchmark of quality on the local market, as well as a supplier offering a complete range of products and accessories for fencing any type of perimeter. The main products offered by Dial Hârşova are:

Welded and double wire fence panels, galvanized or coated, used for residential and industrial fencing, parks and gardens, public buildings, and various areas. The panels are manufactured by welding pre-galvanized wires, ensuring resistance to mechanical shocks, and are subsequently coated in a fluidized bed (in the case of coated panels), providing protection against corrosion. Coated panels stand out on the market through their robustness and increased durability, being considered of superior quality due to these characteristics as well as their appearance resulting from this technological process. It is also

important to mention that Dial is the only manufacturer in Romania that has this technology, which provides a competitive advantage on the local market.

Woven fence mesh, galvanized or PVC-coated, is used for fencing households, vineyards, factories, sports fields, as well as for building cages and enclosures for animals. Woven meshes are recommended due to their durability and are made from metal wires with diameters between 1.6 mm and 2.8 mm.

Welded mesh in rolls is a product made by welding galvanized wires at intersection points and is mainly used for road, railway, and highway demarcation, as well as for building animal cages and fencing agricultural farms.

Galvanized or coated fence posts, used for fixing fence panels or wire mesh, are available in rectangular format 60x40 mm and round shape (mainly used for fence mesh or produced through roll forming of galvanized sheet metal).

Fixing and installation accessories act as a link between the sale of panels or mesh and posts, being compatible both with Dial products and those of competitors. Their diversity, quality-price ratio, and design give them a superior position compared to similar products on the market.

Special goods or items are newly introduced products on the market but have high potential for the local market. Dial's sales know-how, its portfolio of recurring partners, and its comprehensive product range provide it with a strong position for promoting new products and launching new trends in the market.

COMPETITIVE DIFFERENTIATION

Fluidised bed lamination section is the only one in Romania, and the products resulting from this technological process are high quality products that ensure increased durability, corrosion and UV resistance, easy handling, but also environment friendly.

The company also differentiates itself in the market through the technical solutions it offers, as well as through a complete and locally adapted product range.

ELECTROPLAST S.A.

One of the main manufacturers of low-voltage copper and aluminium electrical cables with over 30 years of experience on the market

ELECTROPLAST S.A. has been owned by ROCA Industry since June 2023 and is currently in a consolidation phase, experiencing accelerated development, including as a result of significant investments in production capacity and technology. The company operates a factory in Bistrița, with a production area of approximately 13,000 sqm, located on a 23,500 sqm site. The company is equipped with over 30 production lines and machines and holds an extensive portfolio of approximately 3,600 cable types and sizes, serving multiple sectors:

railway infrastructure, civil and industrial construction, energy, installations, telecommunications, and industry.

A strategic segment for the company is railway cables, where Electroplast is a leader on the local market, operating within a strictly regulated framework in terms of certifications and quality standards. The company places particular emphasis on European trends regarding construction safety, energy efficiency, and sustainability, having a RENAR-accredited testing laboratory, AFER authorizations, and a certified integrated management system.

The year 2025 was characterized by a solid performance of Electroplast, resulting in a 29% increase in turnover and a 45% increase in EBITDA. This performance was supported by internal transformation through technological upgrades, the rigorous application of procurement policies, and commercial discipline, which contributed to maintaining operational balance in an external context marked by significant volatility in metal prices and an internal context affected by uncertainties regarding the pace of public investments, with some railway segments being removed from funding.

From a commercial perspective, significant fluctuations in metal prices led distribution channel partners to adopt a cautious approach, reducing orders and inventory levels. However, the company managed to sustain sales growth through deliveries of cables for railway and road infrastructure within ongoing contracts financed through the PNRR and expanded its product range following the commissioning of equipment included in the 2025 investment plan, including those financed with PNRR support. Electroplast was involved in numerous large-scale projects, such as the construction of the metro line connecting Otopeni Airport to Gara de Nord, works at Craiova Airport, highway projects including A7 and Sibiu Bucharest, express roads such as Craiova Pitești, modernization and electrification of major railway routes in Romania, including Caransebeș Timișoara Arad and routes Cluj Napoca Episcopia Bihor, Craiova Caransebeș and Apata Cața, as well as the modernization of several hospitals in Romania. In addition, two new export clients were attracted in Germany and Latvia for the heavy aluminum cable segment. Thus, in 2025, approximately 96.5% of sales were generated on the domestic market and 3.5% from exports.

At operational level, Electroplast made significant progress in implementing the major investment project initiated in 2024, with a total value of over EUR 9 million, aimed at tripling production capacity and improving product quality. During 2025, production halls and logistics spaces were reconfigured, most of the equipment related to phases 1 and 2 of the investment project was received, and the first deliveries of products manufactured on the new lines were carried out.

Despite the complex transformation process and the potential operational disruptions associated with such a large-scale investment project, the organization managed to ensure the stability of ongoing activities and exceed the key performance indicators estimated for 2025.

SPECIALIZED PRODUCT PORTFOLIO

Electroplast is a leader in the railway cable market, a highly regulated segment in terms of certifications and quality, with products that are among the most complex and of superior quality. At the same time, the company develops products that meet enhanced safety

standards in the construction sector and ensure energy efficiency, sustainability, and other aspects of public interest. For example, in compliance with the requirements of Regulation EU no. 305/2011, Electroplast holds Certificates of Constancy of Performance for certain cable families, such as N2XH and NA2XH.

COMPETITIVE DIFFERENTIATION

The low- and medium-voltage electrical cable market is segmented based on applicability: there is the segment of widely used cables, including those sold in DIY retail, and the segment of specialized cables, manufactured under specific authorization and certification conditions and subject to testing in accredited laboratories, the segment in which Electroplast has chosen to operate. This represents an example of implementing an efficiency strategy and capturing a market opportunity, as the company has a more limited production capacity compared to large international players present in Romania and has therefore focused on product segments that require a higher level of expertise and certification, but which can compensate in terms of profitability for the volume advantage of large companies. One of the highly specialized segments for Electroplast is railway signaling cables, AFER, where the company's estimated market share places it in a leading market position.

KEY EVENTS IN 2025 AND BEYOND

GENERAL MEETINGS OF SHAREHOLDERS

The first Ordinary General Meeting of Shareholders in 2025 took place on **February 27, 2025**, when shareholders approved the necessary steps for initiating and implementing a revised Stock Option Plan for the period 2025 to 2028, which included additional details regarding the obligations and benefits of the management team, the SOP having initially been submitted for shareholder approval in 2024. Another decision concerned the modification of the performance bonus granted to the CEO of ROCA Industry, set at a maximum of 50% of the total annual fixed remuneration.

On **April 29, 2025**, the annual Ordinary General Meeting of Shareholders took place. The main items on the agenda referred to the approval of the company's revenue and expense budget for 2025, the individual and consolidated financial statements of the holding, and the allocation of net profit.

Considering that the mandate of the Board of Directors members expired on September 17, 2025, during the **OGMS** held on **September 15, 2025**, shareholders elected the new Board composition, namely ROCA Management SRL, through its permanent representative Rudolf-Paul Vizental, Adela-Smaranda Smeu, Victorița Șter-Chelba, Iulian-Ciprian Pătrașcu, and Dan-Liviu Moruțan.

On the same date, an **EGMS** was also held to approve the contracting of financing required to pay the price related to the acquisition of a 30% stake in VeltaDoors, a transaction that took place in October 2024

A final **EGMS** took place on **December 15, 2025**, during which shareholders approved additional details regarding the future financing of VeltaDoors, as well as the extension by an additional two years of the maturity of two loans granted by Fortalis Holding S.A., formerly ROCA Investments, to the Company on April 3, 2023, amounting to EUR 1 million with an initial maturity date of April 3, 2026, and on January 12, 2024, amounting to EUR 1.667 million with an initial maturity date of April 12, 2026.

During the same meeting, shareholders approved the implementation of a share buyback program aimed at acquiring treasury shares for the purpose of reducing share capital through their cancellation, as well as acquiring shares to be allocated within a Stock Option Plan. The maximum number of shares that may be acquired under the program is 8% of the subscribed share capital, at a minimum price of RON 0.7 per share and a maximum price of RON 1 per share. The program will be carried out between January 1, 2026 and June 30, 2027, without exceeding the legal maximum duration of 18 months.

On the same date, an **OGMS** was also held, during which shareholders approved the appointment of Mr. Sorin Man as a member of the Company's Audit and Risk Committee for a minimum mandate of one year from the date of the meeting, with the possibility of annual extension by mutual agreement for a maximum period of four years, as well as the appointment of KPMG AUDIT S.R.L. as financial auditor of ROCA Industry for the purpose of sustainability reporting.

CHANGES IN ROCA INDUSTRY'S MANAGEMENT

On **January 22, 2025**, Mr. Ioan-Adrian Bindea resigned from his position as CEO of the Company, and the Board of Directors appointed Ms. Camelia Ene as CEO of ROCA Industry. Her mandate was granted for a period of three years, starting January 22, 2025 and ending January 22, 2028. On **October 2, 2025**, Ms. Camelia Ene resigned from her position as CEO of the Company, with her last day of mandate being October 31, 2025, and the Board of Directors appointed Mr. Ioan-Adrian Bindea as interim CEO for a period of six months, starting November 1, 2025 until April 30, 2026. Subsequently, on April 6, 2026, the Board of Directors decided to mandate Mr. Ioan-Adrian Bindea as Chief Executive Officer of ROCA Industry for a full period of 4 (four) years, commencing on May 1, 2026 and ending on May 1, 2030.

Mr. Bindea is the main architect of the ROCA Industry project and served as CEO of ROCA Industry from June 29, 2022 until January 22, 2025, and as Chairman of the Board of Directors from the establishment of the company until September 2025. His experience within ROCA Industry ensures an interim management focused on continuing the holding's development strategy without disrupting its operations and results.

During the first Board of Directors meeting following the Ordinary General Meeting in which the new Board was elected, held on **September 23, 2025**, the Board members appointed ROCA Management SRL, through its permanent representative Rudolf-Paul Vizental, as Chairman of the Board of Directors. At the same time, they established the composition of the Board committees as follows:

Audit and Risk Committee:

- Ms. Adela Smaranda Smeu – Chair
- ROCA Management S.R.L., through Mr. Rudolf Paul Vizental – member
- Mr. Dan-Liviu Moruțan – member

Nomination and Remuneration Committee:

- Ms. Victorița Șter Chelba – Chair
- ROCA Management S.R.L., through Mr. Rudolf Paul Vizental – member
- Mr. Dan-Liviu Moruțan – member

Both the appointment of the Chairman of the Board and the composition of the committees were established for a period of one year, starting September 23, 2025 until September 23, 2026. Subsequently, on **January 23, 2026**, the composition of the Audit and Risk Committee was modified by replacing Ms. Adela Smeu with Mr. Sorin Man, elected by the Ordinary General Meeting in December 2025.

On **January 26, 2026**, Ms. Adela Smaranda Smeu resigned from her position as a member of the Company's Board of Directors, with February 25, 2026 being her last day as a Board member of ROCA Industry.

PAYMENT OF THE PRICE FOR THE ACQUISITION OF 30% OF THE SHARE CAPITAL OF WORKSHOP DOORS SRL

On **October 23, 2025**, a new agreement was signed between ROCA Industry and the founder of Workshop Doors S.R.L. Under this agreement, ROCA Industry paid EUR 5 million, representing part of the purchase price for the acquisition of an additional 30% stake in Workshop Doors, with the remaining amount of EUR 2.5 million to be paid in the first part of 2026. In this regard, negotiations for obtaining a credit facility or a loan, for a period of up to 10 years, in accordance with the approval of the Extraordinary General Meeting of Shareholders on September 15, 2025, are at an advanced stage.

IMPORTANT CONTRACTS

On **April 17, 2025**, BICO Industries signed a financing agreement with the Environmental Fund Administration for the funding of a project for the construction and equipping of a factory for the production of nonwoven fiberglass material through the recycling of fiberglass waste generated both from its current activity, production of fiberglass mesh for thermal insulation systems, and through collection from the market.

The total eligible value of the project subject to non-reimbursable funding granted through PNRR is up to RON 37.8 million, equivalent to EUR 7.6 million, with a support intensity of 60%. Thus, the non-reimbursable financial support amounts to up to RON 22.7 million, equivalent to EUR 4.6 million. The project implementation period was initially set until June 30, 2026, but was subsequently extended until December 31, 2029.

RELATED PARTIES TRANSACTIONS

Significant related party transactions were recorded in the relationship between BICO and Terra Impex, with ROCA Industry publishing current reports on **February 14, 2025** and **May 15, 2025**. Following the amendments to Law 24/2017, in the second half of 2025, ROCA Industry no longer reported BICO's transactions with Terra that fell under the category of transactions carried out in the ordinary course of business.

Additionally, on **April 3, 2025**, transactions between ROCA Industry and ROCA Investments, its majority shareholder, were reported, representing extensions of loans used to finance business expansion, including company acquisitions. The amount required for the partial payment of the price for the acquisition of the additional stake in Workshop Doors was also financed through a loan agreement concluded between ROCA Industry, as borrower, and ROCA Investments S.A., as lender, for a total amount of EUR 5 million. The loan was granted under market conditions and has a maturity date of **October 22, 2026**, with the possibility of extension.

The related party transactions reported by ROCA Industry in 2025 were subject to financial audit, with the auditor's opinion published on the Bucharest Stock Exchange website on **July 29, 2025** for H1 2025 and on **January 30, 2026** for H2 2025.

SIGNIFICANT SHAREHOLDERS

On **April 11, 2025**, Mr. Ciprian-Daniel Șter-Chelba, a person closely associated with Ms. Victorița Șter-Chelba, member of the Board of Directors of ROCA Industry, notified the Company regarding the exceeding of the 5% threshold of voting rights, following the acquisition of 30,000 shares.

On **October 10, 2025**, Oberhauser Invest S.R.L. notified the Company regarding the exceeding of the 5% threshold of voting rights. The threshold was exceeded following an off-market transaction through which Mr. Ciprian-Daniel Șter-Chelba sold 4,837,030 shares to Oberhauser Invest S.R.L., a company with which Mr. Șter acts in concert.

Additionally, throughout 2025, several transactions carried out by ROCA Investments, Ioan-Adrian Bindea, Chairman of the Board of Directors of ROCA Industry, and Ciprian-Daniel Șter-Chelba were reported.

CHANGE OF THE LEGAL FORM OF THREE COMPANIES

In June 2025, the legal form of three of its subsidiaries, Evolor, Dial, and VeltaDoors, was changed from limited liability company SRL to joint stock company SA. The decision was made to improve corporate governance practices, both at the level of the parent company and of the group entities, by adopting a management structure aligned with best practice standards, with the aim of optimizing the decision-making process.

As a joint stock company must have at least two shareholders, ROCA Investments S.A., the majority shareholder of ROCA Industry, acquired one share in each of the three companies. These changes did not affect the exercise of control over the subsidiaries and did not generate any financial impact.

THE MAIN STRATEGIC PLANS

BUSINESS & SALES STRATEGY

The holding's medium-term plan is to consolidate a structure of approximately 8 companies, held directly or indirectly, with subsidiaries having their own growth strategies at local and regional level, both organically and through M&A processes, aiming to strengthen their activity in the industries in which they operate, both commercially and in production. The acquisition of a new company to become a subsidiary of ROCA Industry will only be carried out to the extent that it aligns with the Company's strategy, namely the consolidation of companies within the same sector of activity and the creation of added value around them through synergies and shared tools, as well as under acquisition conditions appropriate to the current economic context.

In the current context, ROCA Industry, through the companies it owns, will continue the investment process and sustained efforts in the following directions:

- Technological upgrades and expansion of production lines with new equipment;
- Relocation or reorganization of production facilities to increase operational efficiency and enable future growth;
- Implementation of monitoring and production planning systems, as well as identification of workflow optimization solutions;
- Implementation of energy efficiency solutions;
- Digitalization solutions and integration of data from various areas of the company, aimed at accelerating data-driven decision-making.

The process of identifying synergies will also continue, both in terms of cost optimization, workflow improvements, as well as operational and commercial synergies. To achieve these objectives, ROCA Industry plans to implement a set of principles focused on energy efficiency, sustainability, environmentally friendly products, and active involvement in the communities in which it operates.

(i) STRATEGIC GUIDELINES

1. Accelerated organic growth through access to new markets and sales channels, together with the implementation of appropriate marketing policies.
2. Improved profitability through operational efficiency measures, reduction of consumption, and increased productivity.
3. Development of group synergies and unified procurement and sales structures to support and enhance the economic activity of ROCA Industry and its subsidiaries;
4. Implementation of professional management at the subsidiary level, based on modern principles;
5. Adherence to the principles of sustainability, social equity, and good governance.

(ii) COMMERCIAL STRATEGY

ROCA Industry's commercial strategy is aimed at increasing market share, diversifying the range of products, diversifying the markets where these products are present, all of which

contribute to the value of the Company's subsidiaries. Although the guidelines of the subsidiaries' strategy will be common, being dictated by the financial and budgetary objectives of the portfolio companies, the implementation of the strategy will be customised at company level, depending on the product and market characteristics.

Strengthening the sales of ROCA Industry subsidiaries' products will be achieved through all available sales channels and to all categories of customers by:

- Modern trade, through DIY type markets, nationwide;
- Traditional trade, through existing small traders nationwide;
- B2B, through direct sales to developers and builders;
- Export, by identifying foreign partners for the sale of the Company's subsidiaries' products and/or by opening work points abroad.

A key element in ROCA Industry's commercial strategy is the creation of synergies between the sales teams of its subsidiaries. Given the specificity of the Company, the main internal customers of its companies will be common, namely the main DIY chains operating in Romania.

Additionally, to mitigate commercial risk, emphasis will also be placed on the development of the traditional retail sector, which, by definition, is highly fragmented. In this context, group synergies can help reduce sales and logistics costs, potentially generating competitive advantages over the competition. An extremely important element will be the development of exports. ROCA Industry's subsidiaries are already among the top producers in the domestic market, which provides them with sufficient scale and brand recognition to access international markets.

Companies' marketing plans include new product developments associated with business lines expected to bring relevant growth. Furthermore, specific product developments will in the future allow access to new sales channels as well as entry into some adjacent or specialised product categories for certain industries.

The support of sales teams and commercial expansion plans will be matched by the efforts of marketing teams to ensure product visibility at point of sale, as well as through communication campaigns with end consumers..

(iii) DEVELOPMENT STRATEGY

Development at ROCA Industry level

- Consolidation of presence and contribution to the national construction materials production market;
- Vertical development and operational integration, including through reorganizations within subsidiaries (e.g., mergers);
- Digitalization and streamlining of internal processes through rapid access to group-level data;

- Establishment of best practices in corporate governance and full compliance with market regulations following the Holding's listing on the regulated market of the BSE.

Development at ROCA Industry's subsidiaries level

- Development of new products, based on identified market needs;
- Creation of efficient, unified structures across companies, operating according to shared principles and values;
- Implementation of professional, performance-oriented management structures;
- Digitalization and operational efficiency improvements to enhance cost monitoring and identify new development opportunities;
- Increasing brand visibility and supporting research and development initiatives for new products;
- Development of the sustainable, "green" construction materials component through the creation of sustainable products and technologies.

(iv) PRODUCTION STRATEGY

ROCA Industry's production strategy will rely on the following main pillars:

- **Efficiency** – The Company wishes to enhance production processes efficiency by investing in better technologies and in improving the staff training. The purpose of greater efficiency will primarily be enhancement of profitability. Roca Industry also aims to improve working conditions by reducing manual and repetitive labor;
- **Sustainability** – The Company seeks to adapt its production technologies in order to provide higher protection of the environment. It is therefore a desire that the entities employed for carrying out the activity generate a smaller amount of waste in order to reduce the level of pollution, increase the percentage of recycled materials, including by using in the production process larger amount of recycled raw materials, and the consumption of energy be as reduced as possible;
- **Market Adaptation** – ROCA Industry will implement continuous communication between the commercial and production departments across its companies, ensuring that products are constantly adapted to market needs;
- **Innovation** – Innovation will be a clear objective for ROCA Industry's subsidiaries, both in terms of products and production processes. The company will also focus on investing in new technologies, digitalization, and production automation;
- **Ensuring Workplace Safety and Environmental Protection.**

(v) FINANCIAL STRATEGY

Roca Industry's financial strategy is develop based on the following principles:

- Efficient allocation of capital within the Company, according to development needs;
- Access to various sources of capital, negotiated and contracted as a whole, for cost and condition optimisation;
- Separate profit centers, with planning, budgeting and own financing activity in the subsidiaries;
- Regular share or bond issues at Company level and access alternative funding sources, on the capital markets.

(vi) HUMAN RESOURCES STRATEGY

ROCA Industry's philosophy is based on quality human resource throughout its departments. For this reason, the human resource strategy will be steered on two main directions:

- Fill top and middle management positions with extremely high level of soft skills and competences, above the market average, and ensure a continuous growth process of these competences;
- Continuous motivation and education of all employees across the Group;
- Implementation and monitoring of performance evaluation indicators that support the achievement of the Group's strategic objectives.

(vii) SUSTAINABILITY STRATEGY WITH FOCUS ON ENVIRONMENT

ROCA Industry aims to integrate its environmental strategy into its overall sustainability strategy, a process that began in the second half of 2022. By developing this sustainability strategy, ROCA Industry is strengthening its efforts to comply with applicable environmental policies and aims to operate in a responsible manner. The companies within the holding focus their efforts on the following key areas:

- **Strengthening resilience to climate risks and reducing the carbon footprint** — reducing the intensity of GHG emissions for Scope 1, Scope 2, and Scope 3, reported per tonne of product, year on year, and integrating climate risks and opportunities into both decision-making processes and operational planning.
- **Optimizing energy consumption and transitioning to renewable energy** — optimizing energy consumption across all Group operations and progressively transitioning to the use of energy from renewable sources.
- **Pollution prevention and reduction** — preventing and reducing pollution generated by operations and products, alongside ensuring compliance with environmental legislation and the requirements of applicable environmental permits.
- **Sustainable management of water resources and protection of their quality** — continuous risk assessment and adaptive plans, modernization of infrastructure for maximum efficiency, innovation and partnerships for advanced water reuse.

- **Protection of biodiversity and ecosystems** — minimizing the impact on biodiversity and ecosystems, including in the context of operational expansion.
- **Circular economy and resource management** — reducing the use of virgin resources and increasing the rate of recycling and reuse.

Each of these areas will be closely monitored and will benefit from clear and measurable objectives aligned with company needs and industry practices. To achieve its objectives, ROCA Industry will work closely with all its partners to develop sustainable solutions and contribute to a more responsible society.

CORPORATE GOVERNANCE

The ROCA Industry management considers that the principles of a good corporate governance support the holding's sustainable growth and add long-term value for shareholders. Therefore, ROCA Industry constantly improves its corporate governance practices, both at individual level and at the level of the held companies, aiming to fully align to the best practices. On ROCA Industry website stakeholders can access the section dedicated to investors, at [Corporate Governance | ROCA Industry](#). This section includes updated information that regulate the holding's corporate governance, as well as the articles of incorporation of the company, the main policies and regulations in force, and information on the auditor, the Board of Directors and its committees.

Board of Directors

ROCA Industry has adopted a one-tier management system, being administered by a Board of Directors composed of five members. The members of the Board of Directors of ROCA Industry during 2025, as well as at the date of this report, are presented in the table below.

Name	Date of the initial election	Term	Position	Mandate starting date	Mandate ending date
Roca Management S.R.L. through representative Rudolf Paul Vizental	17 Sept 2021	4 years, 7 months	Chairman (since Sept. 2025), Non-executive director	17 Sept 2021	17 Sept 2029
Victorița Șter-Chelba	3 Iun 2024	1 year, 9 months	Non-executive director, independent	3 Iun 2024	17 Sept 2029
Adela-Smaranda Smeu	17 Sept 2025	~ 6 months	Non-executive director, independent	17 Sept 2025	25 Feb 2026
Ciprian-Iulian Pătrașcu	17 Sept 2025	7 months	Non-executive director	17 Sept 2025	17 Sept 2029
Dan-Liviu Moruțan	17 Sept 2025	7 months	Non-executive director	17 Sept 2025	17 Sept 2029
Ioan-Adrian Bindea	17 Sept 2021	4 years	Chairman, executive director	17 Sept 2021	17 Sept 2025
Vasile Sandu	16 Nov 2022	2 years, 11 months	Non-executive director, independent	16 Nov 2022	17 Sept 2025
Alexandru Savin	17 Sept 2021	4 years	Non-executive director	17 Sept 2021	17 Sept 2025

Starting **September 17, 2025**, the mandates of Mr. Ioan-Adrian Bindea, Mr. Vasile Sandu, and Mr. Alexandru Savin ended, following the election by the Ordinary General Meeting of Shareholders of new Board members for a four-year term (ROCA Management S.R.L., represented by Rudolf Paul Vizental, Victorița Șter-Chelba, Adela-Smaranda Smeu, Ciprian-Iulian Pătrașcu, and Dan-Liviu Moruțan).

Additionally, on **January 26, 2026**, Ms. Adela Smaranda Smeu resigned from her position as a member of the Company's Board of Directors, with February 25, 2026 being her last day as a Board member of ROCA Industry. As of the date of this report, the Board of Directors has only four members.

Additional information regarding the experience of the Board of Directors members can be accessed on the company's website, at the link [Board of Directors Archives - ROCA Industry](#), as well as in the following section.

ROCA MANAGEMENT S.R.L., through Rudolf Paul Vizental



The mandate of ROCA Management S.R.L. as a member of the Board of Directors of ROCA Industry, represented by its permanent representative Rudi Vizental, dates back to September 2021, and on September 15, 2025 it was reappointed for a four-year term, until September 17, 2029.

Rudi is one of the most experienced financiers in Romania, whose appetite for investment activity is rooted in current business realities and a strong understanding of entrepreneurs' needs. He has over 7 years of experience in investment management, 10 years in the distress sector, and 7 years in financing, during which he developed the ability to identify opportunities where others see only risks. With this mix of experience, Rudolf advocates for the development of an entrepreneurial culture in Romania and is a leader whose strategy is to create environments where people are passionate, inspired, and motivated to achieve their goals and continuously improve.

He is the administrator of Roca Management SRL. Previously, Rudi held management and restructuring roles within CITR and BRD, and also served as a member of the Board of Directors of Cemacon S.A.

Rudolf Vizental graduated from the Faculty of Economics at the West University of Timișoara in 1996, and in 2008 he completed an MBA at the National Conservatory of Arts and Crafts in Paris, France.

Shareholding: As of December 31, 2025, Rudolf Paul Vizental held 0.36% of the share capital of ROCA Industry.

Remuneration: In 2025, in his capacity as a Board member, ROCA Management, through its permanent representative Rudi Vizental, received total remuneration (including VAT) of RON 145.1 thousand, with no additional benefits.

Other information:

- Rudolf Paul Vizental is currently an associate or active shareholder in the following companies: Roca Management SRL, Impetum Investments SA, and Impetum Group SRL.
- ROCA Management SRL, through Rudolf Paul Vizental as permanent representative, is the administrator of Electroplast S.A., Evolor S.A., Roca Energy Investments S.A., Adrem Energy Solutions S.A. și Adrem Link SRL.
- In the past 5 years, Rudolf Paul Vizental has not been prohibited by a court from holding a position as a member of the board of directors or supervisory body of a company.

- In the past 5 years, there have been no cases of insolvency, liquidation, bankruptcy, or special administration of companies in which Rudolf Paul Vizental was a member of the board of directors or supervisory body.
- Rudolf Paul Vizental does not carry out professional activities that compete with those of the issuer and is not a party to any agreement, arrangement, or family relationship with a third party as a result of which he was appointed as a director.



Victorița Șter-Chelba

Victorița Șter was appointed as a provisional member of the Board of Directors of ROCA Industry starting June 3, 2024, and was elected by the General Meeting of Shareholders (AGOA) as a board member on October 14, 2024, with a mandate until September 17, 2025. She was subsequently re-elected on September 15, 2025, for a four-year term, until September 17, 2029.

Victorița Șter-Chelba is a well-established presence in the business environment of the northwestern and central regions of the country. With over 10 years of experience in business management and marketing, she successfully manages one of the most profitable businesses in the construction materials and interior design sector in Maramureș County, the VIVOHAUS showroom, together with its two associated materials warehouses.

She is an active partner and administrator in five companies that are part of the “REVOLUTION RESIDENCE” Group. She is a member of Romanian Business Leaders and the Maramureș Business Club and is actively involved in supporting and developing the local and national entrepreneurial environment.

Victorița Șter-Chelba graduated in 2012 from the “Spiru Haret” University in Brașov, specializing in Management.

Shareholding: As of December 31, 2025, Victorița Șter-Chelba did not hold any shares in ROCA Industry.

Remuneration: In 2025, in her capacity as a Board member, Victorița Șter-Chelba received total net remuneration of RON 121.1 thousand, without additional benefits.

Other information:

- Victorița Șter is currently an active associate and administrator in the following companies: Revolution Property Management SRL, Revolution Office SRL, Revolution Corporate SRL, and Revolution Nova Construct SRL.
- In the past 5 years, she has not been prohibited by a court from holding a position as a member of the board of directors or supervisory body of a company.
- She does not carry out professional activities that compete with those of the issuer and is not a party to any agreement, arrangement, or family relationship with a third party as a result of which she was appointed as a director.

Ciprian-Iulian Pătrașcu

Ciprian Pătrașcu was appointed as a member of the Board of Directors of ROCA Industry starting September 17, 2025, for a four-year term, until September 17, 2029.

Ciprian Pătrașcu has solid experience in financial management, strategic consulting, and capital markets analysis, gained through complex investment and development projects. His expertise includes valuation, financial structuring, and optimization processes, with a focus on long-term business sustainability and the creation of lasting value.

Ciprian Pătrașcu is a graduate of Babeș-Bolyai University in Cluj-Napoca, further enhancing his professional training through specialized programs in capital markets and investment management.

Shareholding: As of December 31, 2025, Ciprian Pătrașcu did not directly hold shares in ROCA Industry.

Remuneration: In 2025, in his capacity as a Board member, Ciprian Pătrașcu received total net remuneration of RON 35.2 thousand, without additional benefits.

Other information:

- Ciprian Pătrașcu is also a Board member of PREBET AIUD S.A..
- In the past 5 years, he has not been prohibited by a court from holding a position as a member of the board of directors or supervisory body of a company.
- He does not carry out professional activities that compete with those of the issuer and is not a party to any agreement, arrangement, or family relationship with a third party as a result of which he was appointed as a director.

Dan-Liviu Moruțan



Dan Moruțan was appointed as a member of the Board of Directors of ROCA Industry starting September 17, 2025, for a four-year term, until September 17, 2029.

Dan Moruțan has extensive experience in the financial-banking sector and corporate management, gained within national and multinational organizations. He has coordinated complex processes in financial management, strategic planning, mergers and acquisitions, liquidity management, and risk management, contributing to the development of solid and sustainable financial structures.

Dan Moruțan holds a degree in Finance, Banking, and Insurance and a Master's degree in Banking and Capital Markets from Babeș-Bolyai University in Cluj-Napoca. He has further enhanced his training through specialization programs in management and sales, accredited by the National Certification Authority.

Shareholding: As of December 31, 2025, Dan Moruțan did not directly hold shares in ROCA Industry.

Remuneration: In 2025, in his capacity as a Board member, Dan Moruțan received total net remuneration of RON 35.2 thousand, without additional benefits.

Other information:

- Dan Moruțan is currently Deputy General Director of PREBET AIUD S.A.
- He is an active partner or a representative of a legal entity partner or shareholder in the following companies: Damonz Enterprise SRL, Prebet Logistics SRL, Prebet Aggregates SRL, Prebet Investments SRL, Green Mountain Energy SRL.
- At the same time, he serves as a director in the following companies: Damonz Enterprise SRL, Bonas Import Export SA, P&G Constructions and Infrastructure SRL.
- In the last 5 years, Dan Moruțan has not been prohibited by a court of law from holding the position of member of a board of directors or supervisory board of a company.
- Dan Moruțan does not carry out any professional activity that competes with that of the issuer and is not part of any agreement, arrangement, or family relationship with a third party that would have led to his appointment as a director.

THE BOARD OF DIRECTORS ACTIVITY IN 2025

The Board of Directors' main role is to coordinate the holding at a strategic level, including by setting policies and short-, medium-, and long-term objectives. The ROCA Industry Board of Directors is composed of highly experienced individuals who ensure the efficient functioning of the holding, with the purpose of overseeing the company and providing guidance in its specific activities.

During 2025, the Board of Directors met 30 times, with all members attending either in person or online. In addition to matters where the involvement of the Board of Directors is expressly required by law, the Board was actively involved in strategic, supervisory, and sustainability-related topics.

As the Board's main responsibilities are strategic, the discussions and decisions made during meetings focused primarily on aspects related to the development and consolidation of the holding. The Board analyzed merger and acquisition opportunities and took the necessary measures, within its competencies, endorsed or approved (as applicable) the financing required for such transactions, and made decisions regarding changes in executive management.

Furthermore, given its monitoring and supervisory role over the holding's activities, both financially and operationally, Board members reviewed on a monthly basis the financial performance of the Group's companies, the gaps between results and budgets, and requested the implementation of corrective measures where results did not meet expectations.

The Board of Directors was also involved in sustainability (ESG) matters, with the process of implementing the holding's sustainability strategy currently underway.

ADVISORY COMMITTEES OF THE BOARD OF DIRECTORS

The advisory committees of the Board of Directors were established in February 2024, and since then the activity of the Board has been supported by two advisory committees: the Nomination and Remuneration Committee and the Audit and Risk Committee.

The members of the advisory committees are appointed and revoked by the Board of Directors from among the Company's non-executive directors. The Ordinary General Meeting of Shareholders may also appoint and revoke committee members who are not directors of the Company. The committees consist of three members and are chaired by an independent non-executive director. At least one member of the Audit Committee must have experience in accounting principles or financial auditing.

The organization and responsibilities of each committee are set out in ROCA Industry's Articles of Association and in the committees' regulations.

The Audit and Risk Committee assists the Board of Directors in fulfilling its responsibilities related to internal audit and also has an advisory role regarding the Company's strategy and policies on internal control systems, internal and external audit, and the management of significant risks. The Committee is responsible for preparatory work for Board decision-making related to overseeing the integrity and quality of the Company's financial reporting, the effectiveness of risk management and internal control systems, and the evaluation of any conflicts of interest.

The purpose of the **Nomination and Remuneration Committee** is to support the Board of Directors in fulfilling its responsibilities by establishing principles for selecting candidates for Board membership, selecting candidates for appointment or reappointment, participating in the selection of executive directors, determining the remuneration of directors and executives, and making proposals on these matters for approval by the Board or the General Meeting of Shareholders. Additionally, the Committee supports the Board in evaluating its own performance as well as that of executive management.

The composition of the committees, as approved by the Board of Directors for the period including 2025, was as follows:

From February 23, 2024 to September 17, 2025:

Audit and Risk Committee:

- Mr. Vasile Sandu – Chairman
- Mr. Rudolf Paul Vizental, representative of ROCA Management S.R.L. – member
- Mr. Sorin Man – member

Nomination and Remuneration Committee:

- Mr. Vasile Sandu – Chairman
- Mr. Rudolf Paul Vizental, representative of ROCA Management S.R.L. – member

- Mr. Alexandru Savin – member

From September 23, 2025 to January 23, 2026:

Audit and Risk Committee:

- Ms. Adela Smaranda Smeu – Chair
- Mr. Rudolf Paul Vizental, representative of ROCA Management S.R.L. – member
- Mr. Dan-Liviu Moruțan – member

Nomination and Remuneration Committee:

- Ms. Victorița Șter-Chelba – Chair
- Mr. Rudolf Paul Vizental, representative of ROCA Management S.R.L. – member
- Mr. Dan-Liviu Moruțan – member

Subsequently, **on January 23, 2026**, the composition of the Audit and Risk Committee was modified by replacing Ms. Adela Smeu with Mr. Sorin Man, elected by the Ordinary General Meeting of Shareholders in December 2025.

During 2025, **the Audit and Risk Committee met four times**, focusing primarily on the following:

- Reviewing the individual and consolidated financial statements for the 2024 financial year, together with the financial auditor's report and recommendations;
- Reviewing quarterly financial results.

In 2025, the Board of Directors met three times on matters involving **the Nomination and Remuneration Committee**, including the approval of the proposal for the appointment of the CEO of ROCA Industry (February 2025 and October 2025), as well as the review of candidates proposed for Board membership (September 2025).

EXECUTIVE MANAGEMENT AND ROCA INDUSTRY TEAM

The Board of Directors has delegated the management of the holding to the **Chief Executive Officer**, whose appointment falls under the authority of the Board members. The CEO's responsibilities are defined both in the Company's Articles of Association and in the mandate agreement. **During 2025, the CEOs of ROCA Industry were:**

- **Mr. Ioan-Adrian Bindea**, from June 29, 2022 until January 22, 2025 (he resigned from his three-year mandate), resuming his duties on November 1, 2025;
- **Ms. Camelia Ene**, for the period from January 22, 2025 until October 31, 2025 (she resigned from her three-year mandate).

The total net remuneration of Mr. Ioan-Adrian Bindea for both positions held within ROCA Industry during 2025 amounted to RON 156.2 thousand.

The total net remuneration of Ms. Camelia Ene during 2025 amounted to RON 422.9 thousand, and she benefited from a company car.

Further details regarding the composition of the entire team can be accessed on the company's website, in the "[Team | ROCA Industry](#)" section. Additional information regarding internal organization and corporate governance at the level of the entire holding is also provided in the **Sustainability Statement for 2025**.

RISK MANAGEMENT AND INTERNAL CONTROL

The Board of Directors of ROCA Industry recognizes the importance of a robust framework for identifying, assessing, and managing risks, which depends on the size, complexity of operations, and the Group's risk profile, including the potential environmental and social impact of its activities.

During 2025, the Company made significant progress in structuring its risk management framework:

- A risk management policy and related procedure were approved, establishing clear structures, responsibilities, and mechanisms for identifying, assessing, reporting, managing, and monitoring significant and emerging risks, including those related to sustainability, cybersecurity, and the use of digital technologies.
- A risk register was established and maintained at the ROCA Industry level, reviewed in detail by the Board of Directors in December 2025, reflecting the main risk categories, their likelihood and impact, as well as the associated control measures.

The risk management process was coordinated with the support of a specialized external officer, ensuring independence and objectivity in the assessments performed.

For 2026, the Company intends to strengthen and expand its risk management framework by:

- Continuing collaboration with the external risk management officer to ensure consistency and quality of the analysis process;
- Extending the risk register to the Group's subsidiaries to ensure an integrated and consolidated view of risk exposures;
- Providing periodic reporting to the Board of Directors and the Audit Committee on the evolution of the Group's risk profile.

The Board of Directors considers that the implemented and planned measures ensure the existence of appropriate and feasible risk control mechanisms, aligned with the Company's strategy and risk appetite.

RELATED PARTIES TRANSACTIONS

According to the provisions of Article 108 of Law no. 24/2017 on issuers of financial instruments and market operations, reporting obligations do not apply to transactions carried out in the ordinary course of business, under normal market conditions. At the level of the

ROCA Industry Group, this category includes transactions whose object is specific to the companies' day-to-day activities, namely the purchase and sale of raw materials, materials, goods, consumables, services, and other routine operations related to the operating cycle, and which are concluded at prices and under contractual conditions comparable to those applied with independent third parties, without any exceptional or speculative nature. Transactions involving the acquisition or transfer of equipment or machinery, as well as intra-group loans, are not included in this category.

Internal annual evaluation procedure

According to the Related Party Transactions Reporting Policy, approved by the ROCA Industry Board of Directors in July 2025, the Audit and Risk Committee performs an annual assessment of whether transactions with related parties fall within the category of those carried out in the ordinary course of business and under normal market conditions. The assessment considers: (i) the nature of the transaction from the perspective of its object, (ii) the comparability of commercial terms, including alignment with market prices and with the transfer pricing documentation prepared in accordance with the Fiscal Code and OPANAF no. 442/2016, (iii) the volume and frequency of transactions, (iv) the economic rationale, and (v) compliance with internal governance policies. Related parties do not participate in this assessment, thus ensuring the objectivity of the conclusions. The evaluation report is issued within the first three months of each year and submitted to the Board of Directors for information.

Results of the evaluation for the 2025 financial year

In 2025, the only transactions in the ordinary course of business that exceeded the threshold referred to in Law 24/2017 were carried out between BICO and its subsidiary, Terra Impex, in the Republic of Moldova. Following the annual assessment performed by the Audit and Risk Committee regarding these transactions, it was concluded that the transactions identified as being in the ordinary course of business met the conditions set out in the internal policy and the applicable legal framework: their object corresponds to the Group's current activities, the pricing conditions and contractual terms are similar to those applied with non-affiliated third parties, and their frequency and volume reflect the usual commercial practices of the Group's companies. These transactions were therefore excluded from the calculation of the 5% reporting threshold of ROCA Industry's net assets, in accordance with the applicable internal procedure.

OUTLOOK ON THE ACTIVITY OF ROCA INDUSTRY

Within ROCA Industry's medium- and long-term strategy (3–5–7 years), the main objective remains the consolidation of its leading position in the construction materials production market, through the development of regional champions. This direction is primarily based on organic growth but may also include the expansion of the group through mergers and acquisitions in this strategic sector. In an economic environment still characterized by volatility, the management team has analyzed the key factors influencing the implementation of the strategy and assessed the outlook for 2026.

For 2026, the Group's strategy is calibrated in a context marked by significantly higher macroeconomic uncertainty compared to the previous year, mainly driven by the escalation of the military conflict in the Middle East, which began on February 28, 2026, with direct and indirect effects on the European economy and, implicitly, on the construction materials sector in Romania.

The conflict has led to the effective closure of the Strait of Hormuz and the resurgence of attacks in the Red Sea, disrupting two of the world's most important maritime corridors simultaneously. The immediate consequences (an increase in oil prices by approximately 40% compared to pre-conflict levels, nearly doubling of European natural gas prices (TTF), and escalating transport costs) are compounded by a Romanian economy affected by a budget deficit of around 8% of GDP, inflation of 9.3% in February 2026, and an economic contraction of 1.9% recorded in Q4 2025.

Another contextual factor relates to developments in the construction sector and the absorption of PNRR funds. Part of the construction materials industry will continue to benefit from financing programs, including PNRR. However, it is important to note that the disbursement of PNRR funds depends not only on the progress of contracted works but also on the implementation of legislative measures. The current geopolitical context may lead to the reallocation of public funds toward defense and energy security expenditures, reducing fiscal space for civil infrastructure investments.

Thus, August 31, 2026 is the deadline for achieving all PNRR milestones and targets, with the European Commission confirming that no extensions will be granted. Any actions completed after this date will not be recognized. The deadline for submitting the final payment request is September 30, 2026, and December 31, 2026 is the final deadline for payments. No payments will be made starting in 2027.

Additionally, wage growth in the construction sector, which accelerated in 2024 and 2025, is expected to continue in 2026, maintaining inflationary pressures within the sector.

In this context, ROCA Industry's management estimates that 2026 must be approached with greater caution than any previous year, with final results depending significantly on the duration and intensity of the Middle East conflict. In a scenario of a short-term conflict resolved diplomatically in Q2 2026, negative effects could be partially mitigated through

operational efficiency measures and price adjustments. A prolonged conflict exceeding six months would imply significant risks to operating margins and the Group's consolidated profitability, with differentiated impacts across subsidiaries depending on their exposure to energy, exports, and sourcing of raw materials from Asia.

Given the current context, the Company is considering a set of criteria and measures at the holding level to ensure that its operations benefit from a wide range of levers and tools aimed at maximizing performance.

2026 CONSOLIDATED REVENUE AND EXPENDITURE

TOTAL (RON th)	2026 budget	2025 achieved	2025 budget	2026 budget vs 2025 achieved (%)	2026 budget vs 2025 budget (%)	2025 achieved vs 2025 budget (%)
Turnover	751,735.1	629,502.8	716,178.6	19.4%	5.0%	-12.1%
Total direct costs	582,318.7	499,225.0	550,412.7	16.6%	5.8%	-9.3%
Gross margin	169,416.4	130,277.8	165,765.9	30.0%	2.2%	-21.4%
Gross margin %	22.54%	20.70%	23.15%	1.8 pp	-0.6 pp	-2.5 pp
Total indirect costs	92,093.9	87,038.4	96,921.8	5.8%	-5.0%	-10.2%
EBITDA	77,322.5	43,239.4	68,844.1	78.8%	12.3%	-37.2%
EBITDA %	10.29%	6.87%	9.61%	3.4 pp	0.7 pp	-2.7 pp
EBIT	42,319.5	168.7	35,961.1	N/A	17.7%	-99.5%
EBIT %	5.63%	0.03%	5.02%	5.6 pp	0.6 pp	-5.0 pp
Net result	9,793.0	(31,585.5)	5,629.0	N/A	74.0%	N/A
Net result %	1.30%	-5.02%	0.79%	6.3 pp	0.5 pp	-5.8 pp

Note – The presented data take into account ROCA Industry's ownership in each company, as well as the individual budgets of these companies. These indicators are estimated in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union, as subsequently amended.

The consolidated Revenue and Expenditure Budget (Consolidated BVC or Budget) for 2026 of ROCA Industry Holdingrock1 S.A. (ROCA Industry or the Company) reflects a stage of operational maturity of the Group: following the integration and transformation of the portfolio companies, the focus shifts toward sustainable growth, efficiency, and profitability consolidation.

The Budget is prepared in accordance with IFRS standards and includes the impact of ROCA Industry's holdings in all its subsidiaries, the holding operating and implementing its business strategy through its directly owned subsidiaries – BICO INDUSTRIES, EVOLOR, VELTADOORS, DIAL, and ELECTROPLAST – as well as indirectly through BICO – TERRA IMPEX and IRANGA.

For 2026, the Group estimates consolidated turnover RON 751.7 million, representing an increase of 19.4% compared to the result achieved in 2025. This evolution is driven by a combination of factors, the most important being:

- growth in sales volumes across subsidiaries;
- expansion of distribution channels, including export development;
- launch of new products and optimization of the product mix; the effect of investments made in previous years.

Direct costs include all expenses involved in the production process (raw materials, inventory variation, production costs, direct production personnel, etc.), and their evolution is in line with revenue growth (16% vs. 2025). Thus, the estimated gross margin is RON 169.4 million, corresponding to a margin of 22.5%. The evolution of the gross margin percentage compared to the previous year is +1.8 percentage points. This remains at a solid level for the construction materials sector, reflecting:

- the companies' ability to maintain commercial discipline;
- the application of pricing policies based on costs and market conditions;
- improved operational efficiency.

Consolidated EBITDA is estimated at RON 77.3 million, up 79% compared to 2025. The EBITDA margin (10.29%) is 3.4 percentage points higher than the previous year, this evolution being explained both by increased sales and by investments in modernization, costs associated with integration and operational optimization, and the strengthening of the Group's organizational structure.

The consolidated net result is estimated at RON 9.8 million. The difference between EBITDA and net profit is mainly driven by:

- depreciation of tangible assets (investments in equipment and technology) and intangible assets (brands, customer relationships) identified following acquisitions;
- financial costs (mainly bank interest);
- corporate income tax.

This is typical for a holding in a growth and consolidation phase, where investments and financing structure temporarily influence net margins.

The main key indicators estimated for the companies within the ROCA Industry Group are detailed in the table below. It should be noted that, unlike consolidated indicators prepared in accordance with IFRS, the individual indicators are presented in accordance with Order of the Minister of Public Finance no. 1802/2014, as subsequently amended, which represents a different accounting framework from that used for the preparation of the consolidated indicators presented above.

Key indicators estimated for 2026 (OMFP) -RON th-	EVOLOR	BICO GROUP	VELTADOORS	DIAL	ELP	TOTAL CUMULATED
Turnover	120,283.6	157,093.3	119,863.7	70,747.4	283,747.1	751,735.1
Gross margin	45,047.4	34,557.4	41,044.0	11,050.7	37,717.0	169,416.4
GM %	37.5%	22.0%	34.2%	15.6%	13.3%	22.5%
EBITDA	16,358.0	16,435.2	22,625.6	4,915.1	20,386.3	80,720.2
EBITDA %	13.6%	10.5%	18.9%	6.9%	7.2%	10.7%
Net result	761.0	2,019.8	5,244.1	-2,410.9	5,114.7	10,728.8
Net results %	0.6%	1.3%	4.4%	-3.4%	1.8%	1.4%

ROCA Industry's subsidiaries continue their refurbishment process and investments in equipment that will ensure medium and long-term development:

2026 budget	EVOLOR	BICO GROUP	VELTA DOORS	DIAL	ELP	TOTAL 2025
Capex (RON)	1,799,800	25,781,960	3,410,195	-	6,247,500	36,475,023

Evolor aims in 2026 to achieve a turnover increase of nearly 15% compared to 2025, driven by portfolio diversification and expansion into high-potential product categories, the extension of commercial partnerships in B2B and export channels to ensure volume stability, the strengthening of the national network through its own distribution division, as well as the digitalization of the commercial process and development of online sales. Strengthening its market position remains another key focus, through increasing brand awareness and visibility, continuous product innovation, and reinforcing the quality-price positioning in the medium-premium segment. CAPEX estimates mainly relate to maintenance costs, compliance and ESG investments (e.g., heat recovery equipment), and digitalization & IT.

The improvement in Evolor's profitability stems from revenue growth, with operating margins (gross margin and EBITDA) estimated at levels similar to those of 2025.

BICO (at consolidated level, including Terra and Iranga) targets in 2026 a turnover in line with 2025 (+1.9%), considering optimization of sales across customer categories, focus on premium and mid-quality products, improved product mix to enhance customer attractiveness, and growth through strategic partners both domestically and internationally. In 2026, the company will continue operational optimization actions aimed at increasing production capacity and efficiency, including the construction of additional production halls, completion of mesh and corner production efficiency projects, and commissioning of new automated manufacturing lines. Additionally, efforts in digitalization and internal process optimization will continue to support planned growth and improve profit margins.

The significant improvement in Bico's profitability stems primarily from the completion of the first phase of the relocation project initiated in 2025, namely the transfer of all production operations for thermal insulation mesh to Vulcănești, Republic of Moldova, and the closure of the production facilities in Vaslui and Chișinău. The main effects of the relocation are the elimination of anti-dumping duty impacts (imports of raw materials from China into the Republic of Moldova are exempt from anti-dumping duties), access to lower labor costs, as well as operational and logistical efficiency gains resulting from the centralization of production.

VeltaDoors aims in 2026 for a turnover increase of over 27% compared to 2025.

Estimates are based on key strategic directions, including expanding relationships with major partners, launching new products - especially in the decorative slat (riflaje) segment - and exploring new sales channels, alongside optimizing and increasing production capacity. The company also targets expansion in export markets with extended product ranges. In terms of CAPEX, plans include investments in improving production flow efficiency, reducing waste volumes, and completing automation investments initiated in 2025.

Veltadoors is the second company where profitability is expected to grow strongly, for two main reasons. On one hand, 2026 will no longer be affected by the one-off items that impacted results throughout 2025, namely inventory adjustments, corrections arising from the merger, the full takeover of management, and the implementation of significantly stricter internal accounting standards and revenue and expense recognition policies. These totaled approximately RON 9 million as at 31.12.2025. In addition, a modest improvement in operating margins is expected, alongside revenue growth.

Dial's turnover is estimated to grow by 10% compared to 2025, despite a market still showing contraction and stable pricing levels. Growth in 2026 is expected mainly from expanding collaboration with DIY retail chains, organic growth in traditional distribution through new partners, and improvement of the product mix. A current uncertainty relates to the implementation of the CBAM tax, as the European Commission had not finalized its calculation at the time of reporting. The company does not plan new investments in 2026.

Electroplast targets a turnover increase of over 30% in 2026 compared to 2025, primarily driven by the completion of the second phase of its investment plan exceeding EUR 9 million. Increased production capacity, through efficient use of new production lines, is expected to drive sales growth. Focus areas include launching new product ranges and expanding distribution. Market share is estimated to increase from 1.9% to 2.4% in volume and from 3.2% to 4.2% in value. Monitoring direct costs (raw materials and new suppliers) and operational efficiency will remain key priorities for management. In terms of CAPEX, 2026 will see a lower level of investments - approximately EUR 450 thousand, plus an advance of EUR 800 thousand for equipment orders related to phase 3 of the investment plan, which is scheduled to begin in 2027.

At Electroplast as well, the improvement in profitability will be driven primarily by revenue growth.

2026 INDIVIDUAL REVENUE AND EXPENDITURE BUDGET

TOTAL (RON th)	2026 budget	2025 achieved	2025 budget	2026 budget vs 2025 achieved (%)	2026 budget vs 2025 budget (%)	2025 achieved vs 2025 budget (%)
Operating revenues	-	-	-	N/A	N/A	N/A
Operating expenses	7,665.5	8,357.3	11,080.6	-8.3%	-30.8%	-24.6%
Value adjustment	-	(11,689.9)	-	N/A	N/A	N/A
Financial revenues	4,429.2	10,598.2	10,378.7	-58.2%	-57.3%	2.1%
Financial expenses	3,927.1	2,267.1	1,615.9	73.2%	143.0%	40.3%
Gross result	(7,163.4)	(11,716.1)	(2,617.8)	-38.9%	173.6%	347.6%
Net result	(7,162.4)	(11,764.9)	(2,617.8)	-39.1%	173.6%	349.4%
Number of shares	248,672.2	248,672.2	248,672.2	0.0%	0.0%	0.0%
Earnings per share	(0.0288)	(0.0473)	(0.0105)	-39.1%	174.3%	350.5%

The individual Revenue and Expenditure Budget (Individual BVC or Budget) for the 2026 financial year is based on the holding's strategic objectives, namely portfolio consolidation and the creation of sustainable value for shareholders. While at consolidated level each company in the Group shows an improvement in financial indicators, at individual level the Budget is based on a reduction of operating costs for running the holding by over 8% compared to 2025 actuals and by 31% compared to the 2025 budget, combined with a decrease in financial income and an increase in financial expenses, based on the assumptions below:

The financial revenues estimated for 2026 include interest income from loans granted to portfolio companies, at a level similar to 2025.

Unlike 2025, no dividend distributions from Group companies are estimated for 2026 (RON 6.1 million dividends recorded in 2025). In line with the holding's development strategy, most direct investments were carried out through dedicated investment vehicles established to ensure the required financing structure, combining equity and bank financing (Leveraged Buyout structures). The financing agreements for these structures include certain covenants agreed with lending institutions, which impose temporary limitations on dividend distributions. These mechanisms contribute to maintaining appropriate financial discipline and supporting medium and long-term stability but result in lower dividend income for ROCA Industry.

Financial expenses consist of interest related to loans contracted at holding level to support strategic investments in companies. The level of financial expenses is correlated with the financing structure and the assumed development objectives, and the estimated increase of 73.2% compared to 2025 is generated by the loan received from the main shareholder, amounting to EUR 5 million, used to finance part of the acquisition price for the additional 30% stake in Workshop Doors S.R.L., as per current report 45/2025 published on October 23, 2025. Considering strictly the impact of loans received and granted by the holding, estimated interest expenses for 2026 amount to RON 3.9 million, while interest income is estimated at RON 4.4 million.

Operating expenses reflect the resources required for the functioning of the holding, as well as for ensuring an adequate framework of governance, transparency, and strategic development. These are estimated to decrease by over 8% compared to 2025 due to cost optimization measures. The main categories include:

- **Salaries & Board of Directors remuneration** – The budget includes estimated costs in the context of consolidating a high-performing management structure, actively involved in defining and implementing growth strategies across portfolio companies. The Board of Directors maintains its structure of 5 members, ensuring an adequate framework for oversight and strategic decision-making.
- **Investor relations and reporting obligations** – Resources are allocated for managing investor relations and complying with legal and reporting obligations specific to a listed company, including:
 - periodic reporting to the capital market;
 - ongoing communication with shareholders;
 - organization of investor-dedicated events (conferences, meetings, Investors Day).

These ongoing efforts aim to strengthen transparency and alignment with best practices in communication and corporate governance.

- **Strategic marketing and business development** – Marketing and PR expenses are focused on maintaining a solid knowledge base regarding each sector in which Group companies operate, their evolution and that of key players; supporting positioning and communication of the Holding's progress; and generating new business contacts and strategic partnerships. Given its status as a listed company, maintaining transparency and continuous communication with a broad base of retail investors contributes to better understanding of company performance and more stable share price behavior.
- **ESG and sustainability** – The holding maintains its commitment to developing a sustainable business model. For 2026, investments are planned for implementing and monitoring ESG initiatives based on data reported by portfolio companies, in order to align with applicable standards and investor expectations.
- **Compliance and internal control** – The budget includes costs for financial and internal audit; legal services and independent evaluations; preparation and updating of transfer pricing documentation; and maintaining a robust internal control and compliance system. These expenses are essential for ensuring regulatory compliance and maintaining high corporate governance standards.

ROCA Industry management estimates a negative gross result of RON 7.2 million, at the same level as the net result.

The evolution of results should be analyzed in the specific context of the holding model, where performance is influenced by various elements, particularly financial income. Unlike

2025, no dividend income is expected in 2026 due to temporary restrictions arising from financing structure covenants.

From management's perspective, the budgeted result for 2026 reflects an investment and consolidation phase at the holding level, with a focus on the medium- and long-term development of portfolio companies and the creation of sustainable value for shareholders.

ANALYSIS OF CONSOLIDATED FINANCIAL RESULTS

The financial information included in this chapter has been extracted from the consolidated, audited financial statements, prepared in accordance with the International Financial Reporting Standards adopted by the European Union, as subsequently amended.

The consolidated financial statements reflect the operational performance and financial position of ROCA Industry together with all portfolio companies over which it exercises control. They provide a complete picture of the Group's actual size, revenue-generating capacity, operational profitability, level of indebtedness and liquidity, as well as the structure of assets and equity.

In the consolidated financial statements, the performance of each company is included starting from the moment ROCA Industry acquires control over it. Thus, the results are consolidated proportionally with the period and the effective ownership percentage. In 2025, the performance of VeltaDoors is fully included in the consolidated financial statements, as the company was held throughout the entire financial year. In contrast, in 2024, the results were included only partially, for the period during which the company was within the consolidation perimeter. The situation of the participations (direct and indirect) held by the Company is presented below:

Subsidiaries (% consolidation)	31 December 2025	31 December 2024	
BICO	60%	60%	
TERRA	60%	60%	
IRANGA	60%	60%	
EVOLOR	99,9916%	100%	
DIAL	99,9999%	100%	
ELECTROPLAST	99,9999%	100%	
VELTADOORS*	99,9889%	100% (oct-dec)	70% (feb-sep)

* Velta Doors is the company resulting from the merger by absorption of Eco Euro Doors by Workshop Doors in December 2024. During 2024, ROCA Industry fully owned Eco Euro Doors throughout the year and held 70% of Workshop Doors between February and September, and 100% starting from October 2024.

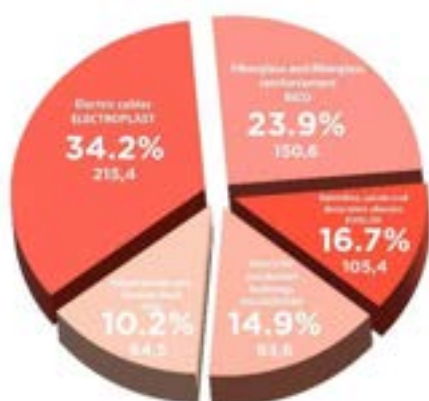
CONSOLIDATED PROFIT AND LOSS ACCOUNT ANALYSIS

	2025	2024
Revenue from contracts with customers	629,502,779	599,182,219
Other operating income	1,419,935	1,777,099
Change in inventories of finished goods and work in progress	(8,957,480)	14,950,984
Expenses with raw materials, consumables and goods	(409,763,538)	(396,636,331)
Depreciation and amortization	(32,458,428)	(30,613,323)
Goodwill impairment adjustment	(10,612,259)	-
Employee benefits expenses	(104,143,984)	(95,823,794)
Marketing and advertising expenses	(5,355,643)	(9,789,385)
Expenses with services rendered and utilities	(59,278,952)	(53,460,780)
Other gains/(losses) – net	65,874	3,738,698
Operating profit/(loss)	418,304	33,325,387
Financial income	159,165	307,234
Financial expenses	(31,524,224)	(26,144,393)
Financial result	(31,365,059)	(25,837,159)
Profit/(Loss) before income tax	(30,946,755)	7,488,228
Income tax expense	(638,698)	(1,611,596)
Net profit/(loss)	(31,585,453)	5,876,632
Other components of comprehensive income		
<i>Items that may be reclassified to profit or loss</i>		
Foreign exchange differences	190,151	(114,749)
Revaluation of property, plant and equipment	-	2,821,362
Deferred tax related to the revaluation of property, plant and equipment	-	(451,418)
Other components of comprehensive income, net of tax	190,151	2,255,195
Total comprehensive income	(31,395,302)	8,131,827
Total result attributable to:		
Parent company	(27,962,312)	1,520,816
Non-controlling interests	(3,623,141)	4,355,816
	(31,585,453)	5,876,632
Total comprehensive income is attributable to:		
Parent company	(27,848,221)	3,821,911
Non-controlling interests	(3,547,081)	4,309,916
	(31,395,302)	8,131,827
Earnings per share		
Basic, earnings attributable to the holders of the Company's ordinary shares	(0.115)	0.006

Revenues recorded an increase of 5.1% in 2025 compared to 2024. The breakdown of revenues achieved in 2025 is as follows:

Revenue breakdown	2025	2024
Revenue by product line		
Fiberglass and fiberglass reinforcement (BICO Group)	150,585,672	164,602,011
Varnishes, paints and decorative plasters (EVOLOR)	105,418,050	101,969,987
Doors for residential buildings (VELTADOORS)	93,549,821	98,608,996
Fencing panels and wire mesh (DIAL)	64,486,986	66,475,618
Electrical cables (ELECTROPLAST)	215,462,250	167,525,607
TOTAL	629,502,779	599,182,219

The contribution of each business segment to the Holding's cumulative turnover (thousand RON) (preliminary 2025).



Out of the total revenues of RON 629.5 million recorded in 2025, a share of 79.8% (RON 502.4 million) is represented by sales to customers in Romania, while the remaining sales are mainly generated by the BICO Group with external partners from countries such as Italy, Germany, Greece, Poland, Bulgaria, Portugal or Croatia.

ROCA Industry is a holding company without its own operational activity, recording revenues mainly from dividends distributed by the companies held in its portfolio and other financial income, thus the entire value of revenues comes from the consolidation of the companies it holds.

Other operating income, amounting to a total of RON 1.4 million for 2025 (compared to RON 1.8 million as at 31 December 2024), mainly consists of income obtained from government grants accessed through European programs by the companies within the group.

The variation in inventories of finished goods and work in progress amounted to RON - 9.0 million as of December 31, 2025 (compared to RON +15.0 million recorded in 2024). This evolution reflects the fact that, in 2025, the Group utilized part of its existing inventories, with sales levels exceeding production achieved during the current period, while in 2024 an increase in inventories was recorded. The net decrease was mainly driven by the BICO Group (RON -10.8 million), based on management's decision to reduce inventory from previous years with a higher share of lower-quality products (class B). Additional impact was generated by DIAL (RON -0.9 million) and VELTA (RON -0.4 million), being offset by moderate increases in the case of ELP (RON 1.0 million) and EVOLOR (RON 2.2 million).

The operating result in 2025 was influenced by a series of events with a significant impact on operating expenses, as explained below. At consolidated level, the process of operational

efficiency improvement continued; however, not all additional costs could be passed on into the selling price.

Expenses with raw materials, consumables and goods reached a level of RON 409.8 million in 2025 compared to RON 396.6 million in 2024, recording a marginal increase of 3.3%, below the revenue growth rate. The high share of this category of expenses in total operating expenses represents a normal aspect considering the core activity of the companies within the Group and is directly influenced by the volume of sales carried out during the analyzed period.

Employee benefits expenses increased by 8.7% in 2025 compared to 2024, both as a result of the acquisition of Workshop Doors, as well as due to salary increases in the construction sector. The labor market continued to be characterized by wage pressures, generated by the shortage of skilled personnel and the alignment of remuneration levels with general trends in the economy. In addition, this increase reflects the initiation of the operational transformation strategy implementation process at the level of the companies held by ROCA Industry. Following the acquisition of a new company, the Group initiates a gradual process of professionalization and consolidation of the organizational structure, with a focus on strengthening the management team by attracting specialists with relevant industry experience. This stage aims to support sustainable growth, optimization of operational processes and the medium- and long-term development of the companies within the portfolio.

Expenses with services rendered and utilities reached a level of RON 59.3 million in 2025, 10.9% above the level recorded in 2024, and mainly include expenses with utilities, transport, maintenance and repairs, costs related to taxes and insurance, as well as those related to consulting services.

Other gains/(losses) from operating activities recorded a decrease of 98.2% in 2025 compared to 2024, reaching a level of RON 0.1 million, compared to gains of RON 3.7 million in 2024.

We note that, for presentation purposes, amounts related to foreign exchange differences were reclassified from other net gains/losses to finance costs in the profit and loss account, in accordance with the audited financial statements as of 31.12.2025. The reclassification was carried out to better reflect the nature of these items and has no impact on profit before tax, total comprehensive income, or equity.

Operational activity, also influenced by the uncertainties throughout 2025, led to the achievement of an **EBITDA**, at consolidated level, of RON 43.2 million (vs. RON 63.5 million in 2024), with an **EBITDA margin** of 6.9% calculated based on turnover. The contribution of each company to EBITDA is as follows:

EBITDA breakdown	2025	2024)
EBITDA by product line		
Glass fiber and fiberglass reinforcement (BICO Group)	7,213,556	20,235,019
Varnishes, paints and decorative plasters (EVOLOR)	14,419,777	11,967,069
Doors for residential construction (VELTADOORS)	9,454,055	20,479,348
Fencing panels and wire mesh (DIAL)	4,255,955	7,093,995
Electrical cables (ELECTROPLAST)	16,064,255	11,285,058
EBITDA of productive companies	51,407,598	71,060,489

EBITDA breakdown	2025	2024)
ROCA Industry – individual	(8,168,198)	(7,605,607)
Consolidated EBITDA	43,239,400	63,454,882

During 2025, the productive companies within the Group (including, within the BICO Group, the companies Terra and Iranga) achieved EBITDA margins ranging between 4.8% (BICO Group) and 13.7% (Evolor), reflecting the impact of the mix of economic and political factors presented in the Business Lines Evolution section. Going forward, the company's management maintains its strategy for operational, commercial and financial development, which involves both growth through investments (CAPEX), the launch of new products, the maximization of current distribution channels, as well as the identification of new sales channels, in an economic context that will not be without challenges and influences beyond the Group's control. The results achieved by BICO had a significant negative impact, mainly due to the effect that anti-dumping duties on yarn imports from China had on raw material costs (an additional cost of approximately RON 6 million), an impact that could not be transferred into the selling price. Excluding the BICO impact, the difference would have been RON -6.6 million.

The consolidated EBITDA in 2025 was eroded by depreciation and amortization expenses totaling RON 43.1 million, 40.7% higher compared to 2024, driven by additional amortization following the full acquisition of Workshop Doors, as well as by investments made by the companies within the holding for expanding production capacity and improving operational efficiency. A significant impact arises from the recognition of carrying value adjustments for a portion of the intangible assets identified in the Bico and Dial acquisitions. The adjustments were determined by an independent ANEVAR-authorized valuator, following the annual valuation process and the preparation of the purchase price allocation (PPA) report, against a backdrop of conditions less favorable than those estimated at the time of the acquisitions (future market conditions, execution of strategic plans, materialization of planned synergies and capacity expansions, raw material and energy price trends, foreign exchange rates, the trajectory of inflation in Romania, and the determination of an appropriate discount rate). Accordingly, management decided to recognize the value adjustments, grounding its decision in the conclusions of the independent valuator.

Thus, at the level of 2025, as a result of all these elements, a operating profit of RON 0.4 million is recorded, compared to a profit of RON 33.3 million achieved in 2024.

The financial loss in 2025, amounting to RON 31.4 million, increasing by 21.4% compared to the result obtained in 2024, was generated by financial expenses of RON 31.5 million, mainly representing interest expenses related to LBO-type credit facilities contracted for financing company acquisitions, as well as interest related to credit facilities contracted by the companies in the ROCA Industry portfolio for financing investments and current operations. Despite the repayment of due amounts, the increase in interest rates during the year significantly impacted the financial result. At the same time, financial income, amounting to RON 0.2 million in 2025, mainly represents interest income from short-term deposits.

A major factor contributing to the variation in the financial result is the negative evolution in 2025 of the net foreign exchange result, as an effect of the depreciation of the Romanian leu, which amounted to RON -7.5 million in 2025, compared to RON -0.9 million in 2024.

Considering all these elements, at consolidated level in 2025 a gross loss of RON 31.0 million is recorded (compared to a profit of RON 7.5 million in 2024). The breakdown of these results by business lines is presented below:

	<u>2025</u>	<u>2024</u>
Operating result by product lines		
ROCA Industry	(10,612,339)	(9,542,083)
Glass fiber and fiberglass reinforcement (BICO Group)	(11,985,892)	4,929,698
Varnishes, paints and decorative plasters (EVOLOR)	4,767,370	3,368,285
Doors for residential construction (VELTADOORS)	(5,967,846)	6,116,836
Fencing panels and wire mesh (DIAL)	(10,319,960)	1,269,799
Cabluri electrice (ELECTROPLAST)	3,171,912	1,345,693
TOTAL	<u>(30,946,755)</u>	<u>7,488,228</u>

As can be observed from the data presented above, with the exception of Electroplast and Evolor, the directly productive companies achieved results below those of 2024, as a result of the impact of the variations presented above.

At consolidated level, ROCA Industry recorded a net loss of RON 31.6 million (compared to the profit achieved in 2024 amounting to RON 5.9 million), of which a negative result of RON 28.0 million is attributable to the parent entity, while the difference of RON 3.6 million is attributable to non-controlling interests.

Business lines evolution:

a) Glass fiber and fiberglass reinforcement (BICO Group)

The turnover of the BICO Group decreased by 8.5% in 2025 compared to 2024, reaching a level of RON 150.6 million. The company faced low demand, driven both by unfavorable weather conditions that affected the results recorded in the first months of 2025, as well as by the lack of funds necessary for the initiation of insulation projects in Europe.

At the same time, profitability was affected by the increase in energy prices, generated by geopolitical tensions in the Republic of Moldova and the Transnistria region. Another major factor was the application, starting October 2024, of a 56.1% anti-dumping duty on yarn imports from China, which led to a direct increase in raw material costs. This impact could not be fully transferred into selling prices, resulting in an additional cost of approximately RON 6 million in 2025. All these factors had a negative impact on EBITDA, which in 2025 amounted to RON 7.2 million, below the level recorded in the same period of the previous year (-64.3%). Q4 2025 was a quarter in which the company recovered from the declines recorded in the first 9M of 2025, when the EBITDA decrease was 70.4% vs 9M 2024.

The current market context, together with the unfavorable evolution of the exchange rate, affected the results of the BICO Group, which in 2025 recorded a net loss of RON 12.0 million, in contrast to the net profit of RON 4.2 million achieved in 2024.

The company's net result includes an expense amounting to RON 2.3 million, representing the adjustment of the carrying value of intangible assets identified in the acquisition, recognized based on the purchase price allocation (PPA) report prepared by an independent valuer authorized by ANEVAR, as presented above.

b) Varnishes, paints and decorative plasters (EVOLOR)

The paints and varnishes market in Romania went through a 2025 marked by instability and a significant contraction in demand. Reduced demand from consumers, amplified by unfavorable weather starting in the second half of February, significantly affected sales, in contrast to 2024, when weather conditions supported growth. The cautious behavior of end consumers continues to remain a major challenge, and its evolution was decisive for the performance in 2025.

In 2025, EVOLOR recorded a turnover of RON 105.4 million, increasing by 3.4% compared to 2024, despite the backdrop of reduced sales volumes across all product categories. The negative effect of the achieved sales was mitigated by the company, on one hand through price increases, but also through organizational optimizations, so that at the EBITDA level an improvement compared to 2024 can be observed (+20.5%), and at the level of the achieved result, Evolor recorded a positive net result of RON 4.3 million compared to a profit of RON 3.0 million recorded in 2024. Exchange rate fluctuations had a negative impact on financial results, amounting to approximately RON 1.1 million.

c) Doors for residential construction (VELTADOORS)

The contraction observed in the construction materials market also affected the residential doors sector, thus the turnover achieved in 2025 reached RON 93.6 million, 5.1% below that recorded in 2024.

Following the merger carried out in December 2024 between Eco Euro Doors and Workshop Doors, the company continues the operational transformation and integration process, which, together with the current market context marked by reduced sales, had an impact on the EBITDA margin. Thus, the residential doors segment achieved an EBITDA of RON 9.5 million, compared to an EBITDA of RON 20.5 million in 2024, and the EBITDA margin stood at 10.1%. The EBITDA level reported for 2025 reflects the impact of non-recurring (one-off) events, recognized as a result of audit adjustments, which do not reflect the sustainable operational performance of the company.

Exchange rate volatility had a negative impact of RON 1.5 million in 2025 compared to RON 0.04 million in 2024. Additionally, depreciation expenses and financial expenses, particularly interest expenses, eroded the segment's results, so that in 2025 it recorded a net loss of RON 6.1 million compared to a net profit of RON 6.1 million achieved in 2024.

d) Fencing panels and wire mesh (DIAL)

The turnover recorded during 2025 was RON 64.5 million, 3.0% below the level of 2024 (RON 66.5 million), mainly due to consumers shifting towards lower-margin products, while maintaining the volume of products sold.

Within operating expenses, the most significant are those related to employee benefits, which increased by 22.1% compared to 2024, reaching RON 9.5 million, as well as transport expenses. Thus, the fencing segment achieved an EBITDA of RON 4.3 million, compared to RON 7.1 million during 2024, and the EBITDA margin stood at 6.6%. The impact of depreciation and amortization expenses and interest expenses, together with the negative

evolution of the exchange rate, which led to a cost of RON 1.3 million, influenced the result achieved during the period, respectively the Company recorded a net loss of RON 10.3 million, compared to a profit of RON 1.3 million in 2024. The company's net result includes an expense amounting to RON 8.3 million, representing the adjustment of the carrying value of intangible assets identified in the acquisition, recognized based on the purchase price allocation (PPA) report prepared by an independent valuer authorized by ANEVAR, as presented above.

e) Electrical cables (ELECTROPLAST)

The turnover recorded during 2025 was RON 215.4 million, 28.6% above the level achieved in 2024 (RON 167.5 million), mainly driven by the increased volume of sales across most product categories.

In an unfavorable market context, Electroplast managed to achieve positive results by improving its gross margin as a result of the customer and product mix. Additionally, the projects completed in 2024 and 2025, together with the implemented Industry 4.0 system, underpinned the increase in efficiency, with the OEE indicator on an upward trend in the first half compared to last year's performance, in line with operational objectives.

The EBITDA achieved in 2025 is 42.3% higher compared to the result obtained in 2024, reaching a level of RON 16.1 million compared to RON 11.3 million in 2024. The net result at the end of the year marks a profit of RON 3.2 million, despite recording unfavorable foreign exchange differences of approximately RON 1.2 million.

CONSOLIDATED BALANCE SHEET ANALYSIS

	31 december 2025	31 december 2024
ASSETS		
Non-current assets		
Goodwill	87,999,441	94,134,182
Other intangible assets	107,013,411	117,388,500
Property, plant and equipment	237,547,023	238,928,232
Right-of-use assets	19,470,509	11,087,779
Other non-current assets	4,456,913	722,785
Total non-current assets	456,487,297	462,261,478
Current assets		
Inventories	98,396,518	113,373,491
Trade receivables	75,441,232	93,823,107
Other current assets	5,162,934	12,885,757
Prepaid expenses	2,443,357	1,415,056
Cash and cash equivalents	24,182,258	33,335,995
Total current assets	205,626,299	254,833,406
TOTAL ASSETS	662,113,596	717,094,884
EQUITY AND LIABILITIES		
Capital and reserves		
Share capital	248,672,220	248,672,220
Share premium	44	44
Revaluation reserves	18,822,243	18,822,243
Translation reserves	448,963	334,872
Retained earnings	(85,037,462)	(57,063,967)

	31 december 2025	31 december 2024
Total equity	182,906,008	210,765,412
Non-controlling interests	18,707,154	24,042,654
Total equity	201,613,162	234,808,066
Non-current liabilities		
Borrowings	143,313,558	161,980,142
Lease liabilities	9,542,346	6,016,509
Government grants	5,364,805	2,003,796
Deferred income tax liabilities	22,896,466	23,982,909
Total non-current liabilities	181,117,175	193,983,356
Current liabilities		
Borrowings	125,659,978	130,039,779
Lease liabilities	4,293,836	3,233,709
Liabilities related to the acquisition of participations	12,746,250	37,305,750
Trade payables and other liabilities	125,349,001	106,074,195
Employee benefits	7,969,231	6,843,919
Current income tax liabilities	1,249,085	1,719,138
Government grants	2,115,878	3,086,972
Total current liabilities	279,383,259	288,303,462
TOTAL LIABILITIES	460,500,434	482,286,818
TOTAL EQUITY AND LIABILITIES	662,113,596	717,094,884

From the perspective of the consolidated financial position, the companies within the Group achieved significant progress in optimizing working capital. The reduction in the value of receivables and inventories (improvement in turnover ratios), as well as the extension of the average payment period to suppliers and the increase in the share of trade payables, contributed to strengthening cash flow and improving the liquidity position.

The structure of **total assets** (RON 662.1 million at FY 2025, decreasing by 7.7% y/y) is dominated by **non-current assets** (RON 456.5 million at FY 2025, slightly decreasing vs FY 2024), representing the production capacities, equipment and technological investments made at the level of the companies within the portfolio. The breakdown by operational segments (excluding the impact of ROCA Industry) is presented in the following table:

	31 december 2025	31 december 2024
Fiberglass and fiberglass reinforcement (BICO Group)	157,991,649	175,412,242
Varnishes, paints and decorative plasters (EVOLOR)	128,055,712	132,539,870
Doors for residential buildings (VELTADOORS)	157,410,132	179,724,374
Edged panels and fencing mesh (DIAL)	62,107,960	82,255,045
Electric cables (ELP)	154,555,442	145,384,276
TOTAL	660,120,895	715,315,807

Part of non-current assets, the **goodwill** resulting from the acquisitions carried out reflects the strategic value of the integrated entities, including market positioning, customer portfolio and development potential. At the end of 2025, the structure of goodwill was adjusted following the application of a prudent approach, aimed at reflecting the significant impact of the results recorded during the financial year. In accordance with IFRS standards, goodwill is subject to impairment testing at the end of each financial year. The conclusions of the

evaluation related to the financial year ended December 31, 2025 indicate the need to update the value of goodwill related to the company Dial by RON 6.1 million, in order to ensure a fair and realistic presentation in the financial statements. Therefore, the structure of goodwill as of December 31, 2025 is presented in the following table:

	31 december 2025	31 december 2024
Fiberglass and fiberglass reinforcement (BICO Group)	18,846,752	18,846,752
Varnishes, paints and decorative plasters (EVOLOR)	35,389,467	35,389,467
Doors for residential buildings (VELTADOORS)	19,941,779	19,941,779
Edged panels and fencing mesh (DIAL)	-	6,134,741
Electric cables (ELECTROPLAST)	13,821,443	13,821,443
TOTAL	87,999,441	94,134,182

Within the category of **Other intangible assets** (-8.8% compared to 31 December 2024) are mainly included trademarks, customer relationships, licenses and other intangible items. In accordance with IFRS standards, these intangible assets are also subject to periodic assessment to identify any indications of impairment.

Following the completion of the analysis related to the financial year ended December 31, 2025, factors were identified indicating the need to adopt prudent measures, so as to reflect in the financial statements the impact of the results recorded during the financial year, as well as developments in the economic and sectoral environment. The value adjustments recorded apply to the intangible assets identified in the Bico and Dial acquisitions, based on the purchase price allocation (PPA) report prepared by an independent valuer authorized by ANEVAR. Thus, the value of the adjustments amounts to RON 2.3 million in the case of Bico and RON 2.2 million for Dial.

Total **current assets** as at 31 December 2025 amounted to RON 205.6 million, decreasing by 19.3% compared to the value as at 31 December 2024. Of these, the most significant component was **inventories**, amounting to RON 98.4 million, decreasing by 13.2% compared to 2024, mainly due to the capitalization of existing inventories, particularly by BICO. The main components include raw materials, finished goods and goods, work in progress, and advances for the purchase of inventories of the companies within the consolidation perimeter.

Another balance sheet item with significant changes is **trade receivables**, which, as at 31 December 2025, were 19.6% lower than at the end of 2024, reaching a level of RON 75.4 million, an evolution driven by faster collection of receivables.

Cash and cash equivalents amount to a balance of RON 24.2 million, recording a decrease of 27.4% compared to the level recorded as at 31 December 2024, as a result of covering the financing needs of the companies' current activities, as well as payments made for loan repayments and the payment of interest related to loans.

Equity and liabilities

Equity, 14.1% lower than in December 2024, evolved in line with the result of the financial year, without recording other significant changes.

Total liabilities at consolidated level were 4.5% below the level as at 31 December 2024, reaching a total value of RON 460.5 million. Their breakdown by operational segments (excluding the impact of ROCA Industry) is as follows:

	31 december 2025	31 december 2024
Fiberglass and fiberglass reinforcement (BICO Group)	88,781,334	90,516,035
Varnishes, paints and decorative plasters (EVOLOR)	78,705,466	85,513,794
Doors for residential construction (VELTADOORS)	88,075,309	98,543,099
Edged panels and fencing mesh (DIAL)	42,886,903	53,377,481
Electric cables (ELECTROPLAST)	96,937,663	90,061,942
TOTAL	395,386,675	418,012,351

Long-term liabilities at consolidated level as of December 31, 2025, representing 39.3% of total liabilities, amounted to RON 181.1 million, marking a decrease of 6.6% compared to 2024, driven by the repayment of amounts due during the year. In the same context of strengthening the financial position, the company continued the process of optimizing its financing structure. At the end of 2025, the level of long-term indebtedness to banking institutions recorded a decrease of approximately 11.5% compared to the previous period, as a result of repayments made in accordance with contractual schedules and prudent cash flow management.

Another element impacting the share of non-current liabilities is represented by the long-term portion of **lease liabilities**, which at the end of 2025 reached a level of RON 9.5 million, compared to RON 6.0 million at the end of 2024. These liabilities represent lease facilities mainly contracted for the acquisition of equipment necessary for carrying out current activities.

Deferred income tax liabilities, amounting to RON 22.9 million, are determined based on the corporate income tax rate specific to each subsidiary (RO – 16%, MD – 12% and Lithuania – 15%). Compared to the previous year, a decrease of 4.5% is recorded, from a liability of RON 24.0 million reported in 2024.

Short-term liabilities recorded at consolidated level as of December 31, 2025 amounted to a total of RON 279.4 million, slightly below the level recorded at the end of 2024. The most significant components of their structure are trade and other payables, bank borrowings, and liabilities related to the acquisition of participations:

- **Trade payables and other liabilities** reached a level of RON 125.4 million as at 31 December 2025, compared to RON 106.1 million at the end of 2024. This increase mainly comes from the growth of liabilities of the directly productive companies, a normal fluctuation depending on the operational needs of the companies, in the context of inventory build-up for the seasonal sales period.
- **Liabilities related to the acquisition of participations**, amounting to a total of RON 12.7 million, were reduced from the balance of RON 37.3 million recorded as at 31 December 2024, following the partial payment (EUR 5 million) of the purchase price related to the 30% shareholding in Workshop Doors.

Short-term borrowings amounting to RON 125.7 million as of December 31, 2025 recorded a variation of -3.4% compared to December 31, 2024.

The breakdown of total financial liabilities is presented in the table below. It can be observed that net debt decreased by RON 26.1 million, with the bank loan balance declining by RON 65.5 million (-24.4% versus FY 2024), while the shareholder loan balance increased by RON 26.1 million, primarily as a result of financing the partial payment of the acquisition price for the additional 30% stake in Workshop Doors.

	31 December 2025	31 December 2024	Variation
Total bank loans, out of which	202,939,185	268,476,988	(65,537,803)
LBO	120,532,346	144,747,924	(24,215,578)
EVOLOR	47,349,672	55,142,677	(7,793,005)
DIAL	29,927,574	37,736,138	(7,808,564)
EED (absorbed by Velta)	43,255,100	51,869,109	(8,614,009)
Other bank loans	82,406,839	123,729,064	(41,322,225)
Leasings	13,387,485	9,250,218	4,137,267
Total bank loans	216,326,670	277,727,206	(61,400,536)
Total shareholders loans, out of which	46,358,400	20,234,845	26,123,555
LT loans	19,865,900	19,234,845	631,055
ST loans	26,492,500	1,000,000	25,492,500
TOTAL	262,685,070	297,962,051	(35,276,981)
Cash and equivalents	24,182,258	33,335,995	(9,153,737)
Net debt	238,502,812	264,626,056	(26,123,244)

CONSOLIDATED CASH FLOW ANALYSIS	2025	2024
Cash flow from operating activities	97,326,767	52,430,648
Income tax paid	(2,195,193)	(1,473,526)
Net cash generated from operating activities	95,131,574	50,957,122
Net cash used in investing activities	(47,318,929)	(61,488,793)
Net cash generated from financing activities	(57,156,533)	5,480,688
Net decrease in cash and cash equivalents	(9,343,888)	(5,050,983)
Cash and cash equivalents at the beginning of the financial year	33,335,995	38,501,727
Effects of exchange rate changes on cash and cash equivalents	190,151	(114,749)
Cash and cash equivalents at the end of the financial year	24,182,258	33,335,995

Cash flow from operating activities

At consolidated level, net cash generated from operating activities as of December 31, 2025 amounted to RON 95.1 million, compared to net cash generated in 2024 of RON 51.0 million. Cash flow generated from operating activities recorded an increase compared to the previous period, supported by the favorable evolution of working capital, namely the efficient management of inventories, receivables, and trade payables.

Net cash used in investing activities

During 2025, the Group recorded net cash used in investing activities amounting to RON 47.3 million, 23.1% lower than the level reported for 2024 (RON 61.5 million). The main cash outflows represent amounts paid for the acquisition of 70% of the share capital of Workshop Doors S.R.L. (RON 25.4 million), as well as investments in equipment made by the portfolio companies (cash used of RON 24.0 million).

Net cash generated from financing activities

At the end of 2025, the Group recorded net cash used for financing activities amounting to RON 57.2 million, compared to the value of cash generated as reported at December 31, 2024 (RON 5.5 million). The recorded amounts represent new borrowings or drawdowns of existing facilities (proceeds from borrowings amounting to RON 60.7 million), repayments of loans and lease liabilities in accordance with financing terms amounting to RON 98.4 million, payment of due interest amounting to RON 18.9 million (compared to RON 20.4 million in 2024), as well as dividend payments to non-controlling interests.

INDIVIDUAL FINANCIAL RESULTS ANALYSIS

The individual financial statements reflect the financial performance of ROCA Industry as a separate legal entity, acting as a holding. They do not include the operational results of the portfolio companies, which are presented in the consolidated financial statements.

At individual level, the main sources of income for a holding are dividends distributed by portfolio companies, interest owed by group companies for loans granted by ROCA Industry, as well as potential gains from the valuation of shareholdings.

Therefore, individual performance should be interpreted in correlation with the holding's development and financing strategy, taking into account the absence of its own operational activities.

P&L ANALYSIS

	2025	2024
Continuing operations		
Other operating income	2,843	1,086
Depreciation and amortization	(201,158)	(168,607)
Employee benefits expenses	(3,617,807)	(3,501,601)
Advertising and promotion expenses	(110,724)	(513,511)
(Value adjustments)/Reversals of value adjustments for held participations	(11,689,937)	8,720,542
Other operating expenses	(4,442,506)	(3,591,583)
Other gains/(losses) – net	12,029	-
Operating (loss)/profit	(20,047,259)	946,326
Financial income	10,598,236	10,650,412
Financial expenses	(2,267,101)	(1,831,108)
Net financial result	8,331,135	8,819,304
Result before income tax	(11,716,124)	9,765,630
Income tax expense	(48,744)	(446)
Net result for continuing operations	(11,764,868)	9,765,184
Total comprehensive income for the period	(11,764,868)	9,765,184
Earnings per share	(0.047)	0.040

During 2025, the revenues recorded by ROCA Industry amounted to RON 10.6 million, at the same level as those for 2024, mainly generated from interest on loans granted to portfolio companies (RON 4.4 million in 2025 vs RON 4.9 million in 2024) and from dividends distributed by them (RON 6.2 million in 2025 from Velta Doors and BICO vs RON 5.8 million in 2024, from Workshop Doors).

According to IFRS standards, the value of participations held in subsidiaries is subject to impairment testing at the end of each financial year, based on valuation reports prepared by an independent valuer authorized by ANEVAR. In 2024, as a result of the valuation report prepared for 2024, an additional income amounting to RON 8.7 million was recorded, representing the reversal of the value adjustment recognized for the participation held in BICO in 2022, when it was decided to recognize an adjustment of RON 12.4 million (RON 3.7 million was reversed in 2023).

The conclusions of the valuation related to the financial year ended December 31, 2025 indicate the need to update the value of the participations held in BICO, DIAL and VELTADOORS, so that they adequately reflect in the financial statements the impact of the results recorded during the financial year, as well as developments in the economic and sectoral environment. Thus, the value adjustment amounting to RON 11.7 million is based on the market context and the downward dynamics recorded in 2025, which may temporarily influence the ability of these entities to generate value in the upcoming period. The holding's management will continue to implement the necessary operational and financial measures to improve the performance of the companies within the group, so that the conditions for a potential reversal of these adjustments in future periods are met. In the medium term, the outlook is that, through the implementation of these measures, the value adjustment may be reversed, depending on the evolution of results and market conditions.

From the perspective of operational activity, the individual operating result must be analyzed in light of the company's role: ROCA Industry is not a company with its own operational activity, but a holding that makes investments in companies, which it subsequently coordinates and for which it applies a long-term growth strategy. Thus, **operating expenses** in 2025 (RON 8.4 million versus RON 7.8 million in 2024) mainly consist of the holding's operational running costs, personnel and management expenses, administrative expenses, consultancy and strategic support expenses, including audit, ESG and financial advisory costs required to meet the stricter criteria applicable to companies listed on the regulated market of the Bucharest Stock Exchange. Their increase was driven by additional consultancy costs for audit and for the acquisition of the additional 30% stake in the share capital of Workshop Doors.

Financial expenses increased by 23.8% due to the depreciation of the exchange rate (a loss of RON 0.4 million in 2025 compared to an insignificant impact in 2024), while interest expenses remained at a level similar to the previous year (RON 1.8 million), these being related to intra-group loans granted by the majority shareholder, ROCA Investments, necessary for financing the portfolio companies, as well as the holding's current activity.

Overall, at individual level, ROCA Industry closed the year with a **net loss** of RON 11.8 million, of which RON 11.7 million represents the impact of recording the value adjustment of the participations in Veltadoors, Dial, and Bico, compared to a profit of RON 9.8 million in

2024. The difference, in addition to the negative adjustment mentioned above, is generated by the additional income recorded in 2024, amounting to RON 8.7 million, from the reversal of the value adjustment recorded for the participation held in BICO in 2022, when it was decided to recognize an adjustment of RON 12.4 million (RON 3.7 million was reversed in 2023).

BALANCE SHEET ANALYSIS

	31 december 2025	31 december 2024
ASSETS		
Non-current assets		
Other intangible assets	394,454	6,233
Tangible assets	31,895	37,901
Right-of-use assets	205,935	234,564
Investments in subsidiaries	216,766,928	227,369,185
Other non-current financial assets	70,608,586	78,740,290
Deferred tax receivables	6,628	323
Total non-current assets	288,014,426	306,388,496
Current assets		
Other current financial assets	14,648,479	6,083,936
Prepaid expenses	101,412	253,493
Cash and cash equivalents	219,559	1,220,742
Total current assets	14,969,450	7,558,171
Total assets	302,983,876	313,946,667
EQUITY AND LIABILITIES		
Share capital and reserves		
Share capital	248,672,220	248,672,220
Share premium	44	44
Retained earnings	(10,822,432)	953,625
Total equity attributable to the Company's shareholders	237,849,832	249,625,889
Total equity	237,849,832	249,625,889
Long-term liabilities		
Long-term borrowings	23,081,315	5,968,920
Lease liabilities	122,587	80,493
Government grants	10,347	315
Total long-term liabilities	23,214,249	6,049,728
Current liabilities		
Trade and other payables	14,467,380	43,473,851
Lease liabilities	87,055	156,091
Borrowings	27,092,582	14,265,925
Employee benefits – current	272,778	375,183
Total current liabilities	41,919,795	58,271,050
Total liabilities	65,134,044	64,320,778
Total equity and liabilities	302,983,876	313,946,667

Total assets at individual level (RON 303.0 million as of December 2025 vs. RON 314.0 million in FY 2024) are dominated by investments in subsidiaries (RON 216.8 million) – participations in portfolio companies reflect the strategy of building an integrated industrial holding. The evolution of this position is driven by new acquisitions, capital increases in subsidiaries, as well as value adjustments.

At the end of each financial year, the Company's management assesses the recoverable amount of the investment. Thus, as of December 31, 2025, the Company decided to adopt a conservative approach regarding the value of the investment held in Bico Industries, Dial, and Velta Doors, and, considering a series of internal and external indicators, recorded an adjustment amounting to RON 11.7 million.

Investments in subsidiaries represent the foundation of the holding's economic value, and the only corporate change during 2025 was in the case of Evolor, where part of a shareholder loan, amounting to RON 1 million, was converted into share capital.

INDICATOR (RON)	31.12.2025	31.12.2024	Δ %
BICO	65,490,680	71,022,300	-7.8%
EVOLOR	1,000,100	100	100%
DIAL	4,730,783	7,000,100	-32.4%
ELECTROPLAST	45,750,989	45,750,989	0%
VELTADOORS (formerly WORKSHOP DOORS)	99,794,376	103,595,696	-3.7%
TOTAL	216,766,928	227,369,185	-4.7%

The total receivables of ROCA Industry in relation to its subsidiaries amount to RON 83.1 million, a level similar to that at the end of 2024, and are represented by loans granted to group companies (RON 69.3 million), as well as interest related to these loans (RON 13.8 million). Their allocation between short-term and long-term is determined based on the maturity of the credit facilities.

Current assets

Total **current assets** as of December 31, 2025 amounted to RON 15.0 million, increasing by 98.1% compared to December 31, 2024 (RON 7.6 million); the variation mainly reflects changes in the structure of loans granted by ROCA Industry to its subsidiaries.

Subsidiary	Interest rate	Maturity	31-Dec-25	31-Dec-24
EVOLOR	6%	25-Nov-27	24,000,000	24,000,000
EVOLOR	ROBOR 1M +2,5%	18-Nov-27	4,099,691	5,099,691
VELTADOORS	6%	16-May-26	6,628,050	6,466,330
VELTADOORS	EURIBOR 1M + 3%	27-Sep-26	1,937,430	1,890,158
VELTADOORS	EURIBOR 1M + 3%	16-Dec-27	1,784,475	1,740,935
VELTADOORS	ROBOR 1M +2%	27-Jul-26	1,912,320	2,000,000
DIAL	6%	19-Sep-27	17,425,248	17,000,084
DIAL	EURIBOR 1M + 3.3%	29-Aug-27	4,068,840	3,969,563
ELECTROPLAST	NBR reference interest rate	31-Dec-27	3,059,100	2,984,460
ELECTROPLAST	6%	31-Dec-27	1,306,252	1,274,379
ELECTROPLAST	ROBOR 1M + 3%	31-Dec-27	1,019,700	994,820
ELECTROPLAST	NBR reference interest rate	31-Dec-27	678,440	678,440
ELECTROPLAST	NBR reference interest rate	31-Dec-27	1,356,880	1,356,880
TOTAL LOAN BALANCE			69,276,426	69,455,740

The loans recorded as granted to Evolor, Dial, and Veltadoors were in fact extended to the investment vehicles through which the acquisition of the aforementioned subsidiaries was carried out. Following the mergers between the acquired companies and the SPVs, the loans were fully assumed by the companies. We note that these loans are subordinated to the credit facilities obtained and may be extended at maturity.

With regard to ELP, ROCA Industry, as assignee, took over the receivables held by ROCA Investments against Electroplast, arising from loan agreements concluded by ROCA Investments as lender and Electroplast as borrower, for an assignment price equal to the nominal value of the assigned receivables, namely RON 10,589,241 (representing RON 9,277,678 principal and RON 1,311,563 interest calculated up to June 30, 2023). Subsequently, no new loans were granted.

Equity and liabilities

Equity reached a level of RON 237.9 million as of December 31, 2025, 4.7% below the level recorded in FY 2024, as a result of the negative net result for the financial year ended December 31, 2025.

Total liabilities at ROCA Industry level amounted to RON 65.1 million, with the only significant change recorded in the structure of **short-term liabilities**:

- trade and other payables decreased from RON 41.4 million at the end of 2024 to RON 14.5 million in December 2025, following the payment of EUR 5 million, which settled a significant part of the liability to the founders of Workshop Doors arising from the acquisition of the 30% stake in the share capital. The remaining amount, namely EUR 2.5 million, will be paid in the first months of 2026.
- the transaction was financed through a EUR 5 million loan granted by ROCA Investments, the majority shareholder of ROCA Industry, which led to an increase in intra-group borrowings, from RON 14.3 million at the end of 2024 to RON 27.1 million in December 2025.

Long-term liabilities increased from RON 6.1 million to RON 23.2 million, as a result of the reclassification of loans received from the majority shareholder following the extension of their maturity.

Description	Interest rate	Maturity	Total balance	Short-term portion	Long-term portion
ROCA Investments	EURIBOR 1M + 3,2%	3-Apr-28	5,098,500	-	5,098,500
ROCA Investments	EURIBOR 1M + 3,2%	31-Jul-26	1,000,000	1,000,000	-
ROCA Investments	EURIBOR 1M + 3,2%	31-Jan-27	8,499,200	-	8,499,200
ROCA Investments	10,97%	31-Dec-26	25,492,500	25,492,500	-
ROCA Investments	10,97%	12-Apr-28	150,000	-	150,000
ROCA Investments	EURIBOR 1M + 3,2%	30-Aug-27	6,118,200	-	6,118,200
Total			46,358,400	26,492,500	19,865,900

INDIVIDUAL CASH FLOW ANALYSIS

	2025	2024
Cash flow from operating activities	(8,108,591)	(7,131,782)
Interest paid	(199,618)	(456,115)
Income tax paid	(69,571)	-
Net cash used in operating activities	(8,377,780)	(7,587,897)
Net cash used in investing activities	(17,989,486)	(21,641,793)
Net cash generated from financing activities	25,366,083	29,830,234
Net decrease/(increase) in cash and cash equivalents	(1,001,183)	600,544
Cash and cash equivalents at the beginning of the financial year	1,220,742	620,198
Cash and cash equivalents at the end of the financial year	219,559	1,220,742

Cash flows from operating activities

At individual level, net cash used in operating activities as of December 31, 2025 amounted to RON 8.4 million, compared to net cash used of RON 7.6 million as of December 31, 2024.

Net cash used in investing activities

During 2025, ROCA Industry recorded net cash used in investing activities amounting to RON 18.0 million, compared to RON 21.6 million used in 2024. This was mainly generated by the payment of EUR 5 million, which settled a significant part of the liability to the founders of Workshop Doors arising from the acquisition of the 30% stake in the share capital.

Net cash generated from financing activities

At the end of 2025, ROCA Industry recorded net cash generated from financing activities amounting to RON 25.4 million, compared to net cash used during 2024 of RON 29.8 million. The amounts received during 2025 represent the EUR 5 million loan granted by ROCA Investments, the majority shareholder of ROCA Industry.

KEY RISKS

FINANCIAL RISKS

Liquidity risk

Liquidity risk is inherent in the operations of ROCA Industry's subsidiaries and is associated with the holding of inventories, receivables or other assets and their conversion into liquidity within a reasonable time, so that the Subsidiaries can meet their payment obligations to its creditors and suppliers. In case of non-fulfillment by the Company's Subsidiaries of these payment obligations or of the liquidity indicators stipulated in the contract, the company's creditors (commercial suppliers, banks, etc.) could initiate actions to execute the company's main assets or even request the opening of insolvency proceedings which would significantly and adversely affect the shareholders and the business, prospects, financial condition and results of operations of ROCA Industry and its Subsidiaries.

How the Group is addressing the risk: The Company's subsidiaries constantly monitor their risk of facing a lack of funds to carry out their activity, by planning and monitoring cash flows, but as net revenues cannot be accurately predicted, there is a risk that this planning will be different from what will happen in the future. In addition, commercial policies are implemented to manage liquidity risk, both towards suppliers and towards customers

Interest rate and sources of financing risk

Some of the financing contracted by certain Subsidiaries have a variable interest rate. Therefore, the company is exposed to the risk of this interest rate increase during the credit facility period, which could lead to the payment of a higher interest rate and could have a negative effect on the business, financial condition and results of operations of the respective company or of ROCA Industry. Also, in case of deterioration of the economic environment in which the Company's Subsidiaries operate, they may be unable to contract new financing under the conditions they previously benefited from, which could lead to increased financing costs and would significantly negative affect the financial situation of the respective company, and ROCA Industry, respectively.

How the Group is addressing the risk: The Company and its Subsidiaries have a policy of careful monitoring and negotiation of interest rates, and, for the next period, they also focus on financing opportunities from non-reimbursable sources.

Currency risk

Currency risk represents the risk that the value of a financial instrument will fluctuate as a result of the variation in exchange rates.

How the Group is addressing the risk: The Group tries to maintain monetary assets in foreign currency at the level of monetary liabilities in foreign currency, in order not to be significantly exposed to foreign exchange risk. The unwanted effects of currency risk can be mitigated by currency hedging and hedging operations on derivative markets. Such effects can also be avoided by including a currency clause or a price revision clause in the contract.

OTHER BUSINESS RISKS

In addition to general risks that impact the entire business environment, such as the risk associated with political, social and economic instabilities in the region, price risk, energy price risk, etc., the following are additional risks that may affect the ROCA Industry Group from the perspective of the holding company's business model and the specific activities of the companies held by ROCA Industry. The management of ROCA Industry emphasizes that the Group's subsidiaries benefit from insurance policies that cover the majority of the detailed risks.

The risk associated with the business development plan

The Company's objective is to ensure a sustainable growth of the activity, which is reflected in the main indicators - turnover and profitability. During the period of companies' transition to the integrated business model, there is the possibility of seeing fluctuations in the business, which can also manifest as initially lower performance compared to the previous one. Additionally, there are risks related to recruiting the right individuals for management positions as well as for operational roles, specialized workforce, and retaining them.

How the Group is addressing the risk: ROCA Industry management has a long-term vision, which involves creating regional champions by creating a solid foundation and long-term investments in production capacities and the acquisition of companies. This stage will be managed by: establishing the growth strategy, individually, for each Subsidiary, establishing the organizational structure and appropriate management teams, as well as the main work processes.

Risk regarding the evolution of the construction materials market

In the context of declining purchasing power, while it is expected that access to credit will recover due to the reduction in the monetary policy interest rate, and the number of residential construction permits is decreasing, the risk of market growth slowdown continues to be present, which could negatively impact the activities and operational results of the Company and its Subsidiaries. We estimate that the residential construction sector will be more significantly affected compared to the infrastructure sector, which will benefit from various capital inflows from non-reimbursable funds.

The Group's Approach: One of the main concerns for reducing risk is the agile diversification of the range of products offered, enabling the Group's companies to provide a competitive product portfolio in markets where there is sufficient demand. Simultaneously, efforts continue to access diversified sales channels (including the development of external sales) and to build complementary product lines across various price segments.

The risk associated with the relationship with large retail customers

One of the main sales channels for the activities carried out by ROCA Industry through its Subsidiaries is represented by the big chains of do-it-yourself retail. A possible change in the contractual conditions or requirements of these customers could affect the operational activity, as well as the results and financial position of the Company.

How the Group is addressing the risk: The diversified activity of ROCA Industry and the strategy of the management team to diversify both sales channels (retail chains, traditional trade, B2B, export), as well as large retail customers, contribute to reducing this risk.

Risk associated with development in foreign markets

The future plans of ROCA Industry's management team involve expanding the export business, which may involve various risks related to legislative, cultural or business differences and competition specific to each market addressed. Thus, foreign operations may not be up to the level estimated by the Company's management and may encounter various barriers that may slow down the development of the Company's business.

How the Group is addressing the risk: ROCA Industry develops both at the Holding level and in companies a process of integrating both know-how and best practices for export processes but also for the integration of any newly acquired companies.

The risk of investing in other companies

ROCA Industry can decide to invest in other companies, making the investment decision reasonably and diligently depending on future opportunities. Also, together with its subsidiaries, ROCA Industry may decide to invest through certain subsidiaries in companies that complement their object of activity.

However, ROCA Industry's efforts to estimate the financial effects of any such transaction on the Group's business may not be successful, and there can be no assurance that future acquisitions will be able to leverage the Group's business. In addition, acquisitions may divert financial or other resources from the Group's existing business or may require additional expenses. Such developments could have a material adverse effect on the Group's business, results of operations and financial condition.

The ability to make such investments may be limited by many factors, including the availability of financing, debt clauses in financing agreements, applicable regulations, and competition from other potential buyers. If acquisitions are made, there is no guarantee that the Group will be able to generate the expected margins or cash flows or realize the anticipated benefits of these acquisitions, including the expected increase or synergies.

Although the Group analyses the companies that are the subject of the acquisition, these valuations are subject to a number of assumptions regarding profitability, growth, etc. There is no guarantee that the Group's assessments and assumptions regarding the acquisition objectives will prove to be correct and that actual developments may differ materially from its expectations, especially in a macroeconomic context marked by uncertainty.

There is no guarantee that the Group will successfully acquire new assets or that it will gain any of the benefits it anticipates as a result of these future acquisitions. If it makes acquisitions but does not acquire these benefits, these circumstances could have a material adverse effect on the Group's business, prospects, results of operations and financial condition.

Commercial risk

In commercial activity, the Company's Subsidiaries develop commercial relationships with suppliers of materials, raw materials and services, which are exposed to the risk of defective supply, in time and quality parameters below the accepted level, of price increases or cessation of the provision of services and products. Although there is no major dependence on a particular supplier or service, there is the risk of a significant negative impact on the activities of the Subsidiaries, until such supplier is replaced. Also, if the commercial partners

in the supply chain enter a state of potential financial instability, this may have significant effects on the activities of the Subsidiaries.

How the Group is addressing the risk: The Group seeks to anticipate and manage such risks through its procurement and commercial policies, by verifying and validating business partners from a business sustainability perspective and applying tools to minimize financial exposure risks, as well as contractual clauses that stipulate quality standards in the provision of services and delivery of goods, including the consequences of non-compliance with these clauses.

Storage and Transport Risk

The storage and transport risk of products is associated with potential losses arising from the maintenance and transportation of the products. These losses pertain primarily to physical wear and tear, rather than obsolescence, demand rejection, or market collapse, to the extent that the products can only be sold at a price that does not cover production costs.

The Group's Approach: To address these risks, Road Freight Contract Conventions - insurance is secured for all shipments. This ensures that the transport complies with the specific conditions for the goods, and in the event of damage or loss, the carrier assumes responsibility. Additionally, some companies, such as DIAL and BICO, have stock insurance, and the possibility of adopting CARGO all risks insurance is being considered for the future.

Environmental impact

How the Group is addressing the risk: ROCA Industry subsidiaries will monitor compliance with applicable environmental policies by proposing to conduct their business responsibly, in order to minimize the impact on the environment and the carbon footprint it leaves. There are no environmental disputes at the time of publishing this report and no environmental disputes are expected.

CORPORATE GOVERNANCE PRINCIPLES

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
Section A – Governing bodies				
A.1.1 The Board should have an internal regulation that formalises and clearly states its roles and responsibilities. The articles of association, Board's internal regulation and other internal regulations should clearly delineate the roles and competencies among the Board, general meeting of shareholders (GMS) and executive management.	YES			In the Articles of Association available on the company's website, you can find the responsibilities of the Board of Directors, the General Meeting of Shareholders (GMS), and the executive management. Additionally, the Board of Directors' Internal Regulations published on the company's website provide detailed information on the role and responsibilities of the Board. Link: (https://rocaindustry.ro/regulamente-si-politici/) (https://rocaindustry.ro/regulamente-si-politici/)
A.1.2 Board's internal regulation should include, among others, the Board's responsibilities as well as fiduciary duties of directors to act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the Company, its shareholders and taking into account the interests of other stakeholders in line with legal requirements.	YES			The requested information can be found in the Board of Directors' Internal Regulations available on the company's website. Link: (https://rocaindustry.ro/regulamente-si-politici/)
A.1.3 To sustain the Company's long-term viability and success, the Board should: Oversee the development and approve the Company's strategy and ensure that it also integrates sustainability aspects, including environmental and social	YES			These roles and responsibilities are specified in the Board of Directors' Internal Regulations available on the company's website. Link: (https://rocaindustry.ro/regulamente-si-politici/)

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
(E&S) considerations and climate-related risks and opportunities; • Appoint and dismiss CEO and other executives to whom executive management responsibilities were delegated (called executive management) and ensure their succession planning; • Oversee the management performance, management role in addressing material sustainability risks and opportunities and align the remuneration of executive management with the long-term interests and sustainability of the Company, according to the provisions of the Company's remuneration policy; • Ensure there is a sound framework for internal controls and risk management; Ensure that the Company has in place procedures to enable effective communication with shareholders and other stakeholders.				
A.1.4 Duration of appointment of Board and executive management should be set clearly and should, to the extent possible, foster stability and predictability.	YES			The Articles of Association available on the company's website stipulate that the term of office for members of the Board of Directors is 4 years. Regarding the appointment of the Chief Executive Officer, this is carried out by the Board of Directors for a term of up to four years, with the possibility of being reappointed for subsequent terms. Link: (https://rocaindustry.ro/regulamente-si-politici/)

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
A.2.1 The Board should have at least five members.	YES			According to the Articles of Association available on the company's website, the Board of Directors consists of 5 members. During 2025, this provision was complied with. Link: (https://rocaindustry.ro/regulamente-si-politici/)
A.2.2 The Board should have in place a policy on Board and executive management diversity and should ensure that diversity requirements in terms of gender, age, experiences and skills are incorporated in the Nomination Policy.			NO	The Board ensures diversity in terms of gender, age, experience, and competencies; however, at present, a Nomination Policy is not yet available at the ROCA Industry level (currently under preparation).
A.2.3 The Board should develop a Board profile which specifies the desired characteristics and traits of its members including factors such as independence, diversity, integrity, specific skills and experience, industry knowledge, ability and willingness to devote adequate time and effort to Board responsibilities in the context of the needs of the Board and its committees and their exercise of the Board's strategic and oversight roles. The Board profile can be part of the Nomination Policy.	YES			The Board profile is available on the company's website. Link: (https://rocaindustry.ro/regulamente-si-politici/)
A.2.4 The majority of the members of the Board should be non-executives. At least a third of the Board members should be independent. Each independent member of the Board should submit a declaration regarding his/her independence at the time of his/her nomination for election or re-election as well as when any change in his/her status arises, as per the criteria of independence defined in law and in Appendix A to the Code.	YES			During 2025, 2 out of the 5 Board members were independent, and at the time of their nomination for election, they submitted a declaration regarding their independence. No changes in their status occurred during the year.

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
A.2.5 The Nomination and Remuneration Committee (or the entire Board if there is no Nomination and Remuneration Committee) should assess whether the directors can be considered independent under the factors taken into account, by examining whether there are any business or other personal relationships that could materially affect the independence and objectivity of the director and his/her ability to act in the best interests of the Company, its shareholders and stakeholders.	YES			When new candidates are proposed for the position of Board member, the Nomination and Remuneration Committee assesses whether the members can be considered independent by examining any business or personal relationships that could significantly affect the Board member's independence, objectivity, and ability to act in the best interests of the Company, its shareholders, and its stakeholders.
A.2.6 The positions of Chairperson and Chief Executive Officer (CEO) are recommended to be held by different individuals.	YES			When new candidates are proposed for the position of Board member, the Nomination and Remuneration Committee evaluates whether they can be considered independent by examining any business or personal relationships that could significantly affect the member's independence, objectivity, and ability to act in the best interests of the Company, its shareholders, and its stakeholders.
A.2.7 If the Chairperson and CEO functions are performed by the same person, it is recommended that the Board appoints an independent Vice-Chairperson.				Not applicable, as provision A.2.6 is complied with.
A.3.1 The Company should develop and disclose a board nomination policy ("Nomination Policy") that should define the processes and procedures for the nomination, election or replacement of a director. The Nomination Policy, approved by the competent governance body, shall describe how the Company receives and evaluates nominations from shareholders			NO	At present, a Nomination Policy is not available at the ROCA Industry level (currently under preparation).

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
(including minority shareholders) or from members of the Board, including in relation to the board profile, independence and diversity.				
A.3.2 The Board, through its Nomination and Remuneration Committee, if established, should monitor the nomination process of candidates for the position of Board member.	YES			The Regulation of the Nomination and Remuneration Committee stipulates that the Committee monitors the process of nominating candidates for Board membership. This provision is complied with.
A.3.3 The Company should disclose to shareholders information on the experiences and CV of the director candidates that they require to make an informed decision on the appointment or reappointment of the directors including the following: • candidates' professional commitments and engagements, including executive and non-executive positions in companies, public authorities, not-for-profit bodies or other organisations; • any existing or potential conflicts of interest including whether they have business, family or other relationships that could affect their performance as directors on the Board; which shareholder or member of the Board proposed each candidate for the Board positions.	YES			If the agenda of the General Meeting of Shareholders includes the appointment of one or more Board members, their CVs are made available to shareholders on the company's website, in the GMS section. During 2025, such a meeting took place on September 15. Link: (https://rocaindustry.ro/adunari-generale-ale-actionarilor/).
A.4.1 The Board shall establish an Audit Committee to enhance its oversight capability over the financial reporting, internal control framework, internal and external audit processes, and compliance with applicable laws and	YES			The Board has established an Audit and Risk Committee. The Committee's regulations are available on the company's website. Link:

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
regulations. Where a separate risk management committee is not required by law or already established, the Audit Committee will also include oversight responsibilities for the efficiency of the risk management framework.				(https://rocaindustry.ro/regulamente-si-politici/)
A.4.2 The Audit Committee is recommended to be composed of non-executive directors. The majority of the Committee members is recommended to be independent, including the Committee chairperson. The Audit Committee, as a whole, should have competencies relevant to the Company's area of operations. The Committee and its members should comply with the applicable national and European legislation.		PARTIALLY COMPLIED		The Audit and Risk Committee is composed of 3 members, two of whom are non-executive directors with experience in finance and management, and only one of whom is independent. The third member, Mr. Sorin Man, was re-elected by the Ordinary General Meeting of Shareholders in December 2025 and has proven and adequate experience in audit or accounting. Mr. Rudolf Vizental has over 20 years of experience in investments, managing companies in financial distress, and banking finance, while Mr. Dan Moruțan is the Chief Financial Officer of PREBET SA, a company listed on the Bucharest Stock Exchange.
A.4.3 The Boards of Premium Tier companies should set up a Nomination and Remuneration Committee formed of non-executive directors. The majority of the Committee members is recommended to be independent, including the Committee chairperson. The Board may also establish a separate Nomination Committee and a separate Remuneration Committee if the Board composition accommodates it and if this is justified given the Company's size and complexity of its business and governance structures.	YES			ROCA Industry is listed in the Standard Category; however, during 2025, it partially complied with this recommendation. The Board has established a Nomination and Remuneration Committee. The Committee's regulations are available on the company's website, and the Chair of the Nomination and Remuneration Committee is independent. Link: https://rocaindustry.ro/regulamente-si-politici/

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
A.4.4 In addition to its specific responsibilities as provided under this Code, the Nomination and Remuneration Committee should: i. Review and recommend to the Board the size and composition of the Board and lead the development and ongoing review of the Board profile; ii. Identify individuals qualified to become Board members and members of the executive management, if requested; evaluate the candidates for executive management roles; evaluate the candidates proposed by the shareholders or by Board members for a director role and inform the GMS accordingly; iii. Make recommendations to the Board concerning committee appointments (other than the Nomination and Remuneration Committee); iv. Coordinate an annual evaluation of the Board, directors and committees in line with provisions set out in Principle A.5.; v. Assist the Board in fulfilling its responsibilities related to the Company's remuneration policy; vi. Assist the Board in the development of the succession plans for executive management, as well as the emergency succession plans and CEO search process, as required; vii. Oversee the administration of the Company's compensation and benefits plans.	YES			The Regulation of the Nomination and Remuneration Committee sets out these responsibilities. Link: (https://rocaindustry.ro/regulamente-si-politici/)
A.4.5 The role and responsibilities of Board committees should be defined in separate internal regulation (operating regulations) and disclosed on the Company's	YES			The regulations of the Audit and Risk Committee and the Nomination and Remuneration

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
website. If the Company chooses not to establish any of the Board committees not required by law, the corresponding tasks and responsibilities shall be done by the Board and should be adequately stated in the Board's internal regulation.				Committee are available on the company's website. Link: (https://rocaindustry.ro/regulamente-si-politici/).
A.4.6 The evaluation of independence for the members of the committees, including when the members of the committees are appointed by the GMS, shall be carried out according to the same procedure applicable to the independent members of the Board.	YES			The criteria used to determine the independence of Board of Directors members also apply to the members of the committees.
A.4.7 The chairpersons of the Audit Committee and Nomination and Remuneration Committee should not be the Chairperson of the Board or of any other committee, unless this is justified by the size of the Board.	YES			This provision was complied with during 2025, with the positions held as follows: Chairman of the Board – ROCA Management, through its permanent representative Rudolf Paul Vizental; Chairman of the Audit and Risk Committee – Adela Smeu; Chairman of the Nomination and Remuneration Committee – Victorița Șter Chelba.
A.5.1 The Board Chairperson is primarily responsible for ensuring that the Board functions properly. The Board's internal regulation should contain the role and responsibilities of the Board Chairperson and the Board Chairperson, at a minimum, should: - Determine the agenda of the Board meetings, chair such meetings and ensure that minutes are kept of such meetings; - Ensure the Board receives accurate, timely, useful, succinct information to enable the Board to make sound decisions;	YES			The Board of Directors' Internal Regulations are available on the company's website and include these roles and responsibilities. Link: (https://rocaindustry.ro/regulamente-si-politici/)

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
• Ensure the Board has sufficient time for consultation and decision-making; • Enable the Committees to function properly and that there is effective communication with Board committees, including actionable, insightful reports of committees back to the full Board; • Ensure the performance of the Board is evaluated and discussed at least once a year and disclosed as per provision D.1.3; • Ensure that the Board has proper working relationship with the executive management. The CEO and the Chairman of the Board (if positions are held by different individuals) shall meet regularly; Address and manage internal disputes and conflicts of interest concerning Board members.				
A.5.2 The Board should meet as often as necessary but not less than six (6) times a year.	YES			In 2025, the Board of Directors met in person 11 times, and decisions were also taken by electronic means whenever necessary.
A.5.3 The Board can request to designate the Corporate Secretary who should assist the Board in complying with its obligations under law, Board internal regulation and other policies. The Corporate Secretary should be a senior officer in the Company tasked with assisting the Board and its committees in organising their activities, in preparing for the meetings, annual Board and committee performance evaluation and director training programs, if the case.	YES			The Board of Directors has appointed a General Secretary. The role and responsibilities of this position are detailed in the Board of Directors' Internal Regulations. Link: (https://rocaindustry.ro/regulamente-si-politici/)

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
A.5.4 The Board should clearly define the rights and responsibilities, scope of authority and other issues related to the Corporate Secretary.	YES			The Board of Directors has appointed a General Secretary. The role and responsibilities of this position are detailed in the Board's Internal Regulations. Link: (https://rocaindustry.ro/regulamente-si-politici/)
A.5.5 The Board and its committees should develop and approve an annual internal work plan identifying topics to address during the year before the end of the previous year. The plan should take into account decisions that need to be proposed to the GMS, reporting by management and internal control functions, the required frequency of Board and Committee meetings, and should be reviewed by the Chairperson, assisted by the Corporate Secretary.		PARTIALLY COMPLIED		The Board did not prepare an annual internal work plan at the end of 2024; however, it established the frequency of Board meetings for 2025, as well as the dates of the most important events scheduled for 2025, including the publication of financial results.
A.5.6 The Board should conduct an annual evaluation of the composition, activity and dynamics of the Board and its committees, individually and as a whole, and which should be coordinated by the Nomination and the Remuneration Committee.			NO	In 2025, no annual evaluation of the structure, activity, and dynamics of the Board and its committees, either individually or as a whole, was conducted. An evaluation policy will be developed during 2026, and the first evaluation process will take place in 2027, covering the year 2026.
A.5.7 The Nomination and Remuneration Committee should share the results of the Board evaluation with the whole Board and should then set follow up actions, if any, including professional development and training plans for the Board to fill gaps.			NO	This provision will be implemented for the year 2026.
A.5.8 The Board's internal regulation should require	YES			The Board of Directors' Internal Regulations, available

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
Company orientation (induction) programmes for newly appointed directors, ensured by internal staff of the Company. The Board's internal regulation can also include references for ongoing director education program, if needed. The implementation of any orientation and ongoing trainings programmes for directors (as per the Board decision) is made under the oversight of the Nomination and Remuneration Committee, with the support of the Corporate Secretary. Based on the results of the annual board evaluation, the Nomination and Remuneration Committee jointly with the Board Chairperson shall develop professional development programmes focusing on the areas where capacity should be built among Board members.				on the company's website, include these provisions. Upon the appointment of new Board members, they receive a comprehensive information package from the executive management of ROCA Industry and visit all companies within the holding in order to familiarize themselves with the management teams and their activities. Link: (https://rocaindustry.ro/regulamente-si-politici/)
A.6.1 Executive management should run the Company and be accountable to the Board. Division of responsibilities between the Board and the executive management and between different members of the executive management should be clearly articulated in the Company's by-laws and the internal regulations of the Company.	YES			The Articles of Association available on the company's website clearly set out how responsibilities are divided between the Board of Directors and the Chief Executive Officer. In addition, the internal delegation policy further defines how the activities of each company within the group are managed. Link: (https://rocaindustry.ro/regulamente-si-politici/)
A.6.2 When Board Chairperson and CEO roles are exercised by one individual, the different responsibilities of the Board Chairperson and CEO should be clearly defined and distinguished in the Company by-laws.	YES			Not applicable. As of February 2025, the Chairman of the Board is not also the Chief Executive Officer.
A.6.3 The Board should ensure that the executive management is comprised of persons with		PARTIALLY COMPLIED		The selection and evaluation process for members of the executive management

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
adequate knowledge, skills, diversity and experience to support successful Company performance and that there are measures in place to provide for the orderly succession of executive management.				considers criteria such as relevant professional experience, managerial competencies, diversity of expertise, and alignment with the Group's values and objectives. At the same time, the Company aims to ensure management continuity by identifying and developing internal talent, as well as through succession planning for key positions. These efforts are intended to reduce the risks associated with management transitions and to maintain operational and strategic stability. At the time of this report, ROCA Industry does not have a specific internal procedure in place for this aspect.
A.6.4 The Board, with the support of the Nomination and Remuneration Committee, should annually evaluate executive management's performance, the effectiveness of its cooperation with the Board, including the information provided to the Board.			NO	During the 2025 financial year, the Board of Directors, with the support of the Nomination and Remuneration Committee, monitored the activity of the executive management; however, no specific, formalized, and measurable performance objectives were established for the executive management at the beginning of 2025, which limited the ability to conduct a structured and documented evaluation in accordance with the Code's requirements. The Company intends, starting with the 2026 financial year, to implement a formal framework for evaluating the performance of the executive management, which will include the establishment of clear, measurable, and agreed individual and collective objectives from the beginning of the year; criteria for assessing the effectiveness of

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				cooperation with the Board, including the quality of information provided; and a documented annual evaluation process coordinated by the Nomination and Remuneration Committee.
Section B – Risk management and internal control framework				
B.1.1 The Board determines the nature and extent of the risks the Company is willing to take necessary for the achievement of Company's strategic objectives (i.e., the Company's risk appetite) and should ensure there are clear structures, policies and procedures in place that identify, evaluate, report, manage and monitor significant and emerging risks, including risks related to sustainability, cybersecurity and the use of digital technologies. The Board should explain in the annual report the mechanisms and processes in place to identify and manage risks.	YES			ROCA Industry has in place a risk management policy and related procedure. Through these, clear structures, policies, and procedures have been established to identify, assess, report, manage, and monitor significant and emerging risks, including those related to sustainability, cybersecurity, and the use of digital technologies. In December, the Board of Directors conducted a detailed review of the risk register at the ROCA Industry level.
B.1.2 The Board should adopt a formal risk management policy, to ensure accurate, complete and timely identification, measurement and reporting of risks, adequate and feasible risk control measures as well as integration of an E&S risks into the risk management framework in support of the Company's strategy implementation.	YES			ROCA Industry has in place a risk management policy and a related procedure, effective as of February 2025.
B.1.3 The Board and Audit Committee should understand emerging information technology and artificial intelligence-related changes so to mitigate cybersecurity risks. Time should be given to the AI risks and opportunities and cybersecurity on Board agenda to ensure understanding of cyber protection.	YES			In December, the Board of Directors conducted a detailed review of the risk register at the ROCA Industry level, which also includes cybersecurity risks.

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
B.1.4 The Company is recommended to establish a risk management function responsible for ensuring accurate, complete and timely identification of the risks, ensuring that adequate and feasible risk control measures are in place and monitoring the risk management procedures. The risk management function, through the Chief Risk Officer (CRO), where present, should have a direct communication and functional reporting to the Board and Audit Committee (if there is no separate Risk Committee).		PARTIALLY COMPLIED		The Company does not currently have an internal function dedicated to risk management and has not appointed a Chief Risk Officer (CRO). However, risk identification and management activities have not been neglected, as the Company has adopted an approach tailored to its current size and complexity. During the 2025 financial year, the Company collaborated with an external consultant specialized in risk management, who supported the process of identifying, assessing, and documenting significant risks at the holding level. The Company also maintains an updated risk register, which reflects the main categories of identified risks, their likelihood and impact, as well as the associated control measures. The results of this process were communicated to the Board of Directors during periodic meetings. The Company intends to continue its collaboration with the external consultant in 2026, maintaining and further developing the risk register, including its applicability to the holding's subsidiaries, and will assess the opportunity to formalize an internal risk management framework in line with the Company's business development.
B.1.5 The Board with the assistance from the Audit Committee should at least annually assess the adequacy and effectiveness of Company's risk management and internal control			NO	In 2025, no evaluation of the adequacy and effectiveness of the Company's risk management and internal control framework was conducted, as this was the first

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
framework (including operational and compliance controls) and make relevant recommendations. The assessment should consider the effectiveness and scope of the internal audit function, the adequacy of risk management and compliance, internal control reports, if they are required by applicable legislation, to the Audit Committee, management's responsiveness and effectiveness in dealing with identified internal control failings or weaknesses and submission of relevant reports to the Board.				year in which the Company implemented a policy in this area and prepared the risk register. The first evaluation will be carried out during 2026.
B.1.6 The Company should develop and make available on a free of charge basis on the Company's website a whistleblowing mechanism which would enable employees and stakeholders to make reports about suspected breaches or wrongdoings as per the applicable legislation in place.			NO	During 2025, a whistleblowing policy was developed at the Group level. During 2026, a reporting mechanism will be further developed and made available free of charge on the Company's website.
B.2.1 In addition to its responsibilities mentioned in legislation and elsewhere in the Code, the Audit Committee should: • Review the Company's internal controls and risk management frameworks; • Oversee the development and application of the Company's policies on conflicts of interests and related party transactions; • Ensure independence and review the effectiveness of the Company's internal audit function and make a recommendation to the Board; • Oversee the internal audit function; • Oversee the preparation of sustainability-related reports	YES			The Regulation of the Audit and Risk Committee includes these provisions. Link: (https://rocaindustry.ro/regulamente-si-politici/)

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
and information included in them, unless this task is assigned to another committee; Oversee the framework for ensuring the Company's compliance with applicable legal and regulatory requirements and internal regulations of the Company (like the procedures for reporting breaches of the law or the Company's Code of Conduct), unless this task is assigned to another committee.				
B.2.2 Whenever the Code mentions reviews or analysis to be exercised by the Audit Committee, these should be followed by regular (at least annual) or ad-hoc reports to the Board.	YES			The results of the reviews or analyses required by the Code are included in the annual report, in the risk management section.
B.2.3 The Audit Committee should monitor the independence and objectivity of the external auditor. The Committee should approve a policy on the provision of permitted non-audit services by the external auditor in line with legal requirements and enforce implementation of that policy. Committee's findings regarding the independence of the external auditor should be disclosed in the annual report.			NO	The Board of Directors reviews and approves the engagement of non-audit services by the external auditor; however, it has not yet approved and implemented a policy in this regard, an action that will take place in 2026.
B.2.4 The Audit Committee should discuss the annual audit work plan with the external auditor covering the scope and materiality of the activities to be audited. The audit committee should meet the external auditor as needed to discuss issues identified and to monitor the quality of the services provided.	YES			The external auditor submits annually a Letter to the Audit and Risk Committee, which includes details regarding the planning of the audit of the individual and consolidated financial statements of Roca Industry Holdingrock1 SA, including key aspects of the statutory audit, audit risks and materiality, the estimated timeline of the engagements, and the communication approach throughout the audit

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				process (planning, execution, and reporting of results). If deemed necessary, the relevant elements of the Letter addressed to the Audit and Risk Committee are discussed by the external auditor in a separate meeting with the Committee members. For the planning of the statutory audit activity for the year 2025, the external auditor submitted the Letter to the Audit and Risk Committee on 18 September 2025.
B.3.1 The Board should ensure that the internal audit has the authority, resources and procedures adequate to assist the Board in ensuring effectiveness and efficiency of the Company's risk management and internal control framework.	YES			Both the Regulation of the Audit and Risk Committee and the risk management policy include provisions in this regard.
B.3.2 To ensure fulfillment of the core functions of the internal audit function, the head of the function should be appointed by and report functionally directly to the Board via the Audit Committee, who shall be tasked with approving his/her appointment and dismissal. This is without prejudice to administrative reporting to the CEO and sharing information with the Company's executive management, in line with legal requirements and professional standards.	YES			The Board of Directors approved the appointment of the internal auditor of ROCA Industry in August 2024. The internal auditor reports directly to the Board.
B.3.3 The internal audit function should be established in line with applicable legal requirements and industry standards (e.g., Institute of Internal Auditors). The internal audit authority, composition, remuneration, annual budget, working procedures and other relevant matters shall be regulated in separate internal audit's internal			NO	These provisions are complied with; however, no specific policy has been prepared and implemented.

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
regulation approved by the Board, following the recommendation of the Audit Committee.				
B.3.4 The Audit Committee should agree an annual internal audit work plan with the internal auditor, receive internal audit reports, updates on key audit issues, monitor implementation of recommendations of the internal audit and provide necessary guidance.	YES			The Company has concluded an internal audit contract with an independent third-party entity. The Audit and Risk Committee, established in February 2024, consists of 3 members, of whom one is independent, one is a non-independent member, and one has expertise in accounting and statutory audit but has employment-related contractual relationships with an entity within the ROCA Industry Group, which may raise concerns, in fact or appearance, regarding the organizational independence and individual objectivity of the internal audit activity. For the period January 2025 - December 2027, a multiannual internal audit plan is in place.
Section C – Performance, motivation and reward				
C.1.1 Board members should receive remuneration, as per the Remuneration Policy of the Company. Members who also serve on Board committees should receive additional remuneration for this work. But in no circumstances should the remuneration be linked to the number of board or committee meetings.		PARTIALLY COMPLIED		Members of the Board of Directors receive a monthly remuneration in accordance with the Company's remuneration policy. In addition, committee members who are not also Board members receive quarterly remuneration. Remuneration is established through the remuneration policy and is not linked to the number of meetings. However, at present, Board members do not receive additional remuneration for their activity within the committees of which they are members. Link:

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				(https://rocaindustry.ro/regulamente-si-politici/)
C.2.1 The Board should determine the annual remuneration of the executive management, based on the recommendations of the Nomination and Remuneration Committee and in accordance with the Company's remuneration policy. The remuneration policy should be prepared in accordance with the relevant legal requirements.	YES			The remuneration policy approved by the General Meeting of Shareholders also includes the remuneration limits for the Chief Executive Officer of ROCA Industry. The CEO's remuneration limit was reviewed by the Board of Directors before being submitted for approval to the General Meeting of Shareholders. The policy specifies the fixed component and includes performance indicators based on which the variable remuneration is granted, as well as other benefits. Upon the appointment of a new Chief Executive Officer, the Board of Directors sets the fixed remuneration and the objectives for the variable component, in accordance with the remuneration policy and the applicable legal provisions.
C.2.2 Levels of remuneration for executive management members and key performance indicators taken into account when determining variable (performance-based) part of the remuneration should be set in advance and be measurable and appropriate in relation to the agreed strategy and risk appetite, the economic environment within which the Company operates, and the pay and conditions of employees within the Company. In particular, they should include indicators related to non-financial performance and appropriate sustainability objectives.	YES			The remuneration policy approved by the General Meeting of Shareholders, which includes the remuneration limits for the Chief Executive Officer of ROCA Industry, complies with all these provisions. The Chief Executive Officer's objectives are measurable and appropriate.

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
C.2.3 Company's shares and/or share purchase options should represent a significant part (e.g., not less than 10%) of the executive management member's total variable remuneration.		PARTIALLY COMPLIED		ROCA Industry has approved an SOP for the executive management. However, it has not yet been implemented as of the date of this report, with this stage expected to be completed during 2026.
Section D – Disclosure and Investor Relations				
D.1.1 The Company should make sure to provide accurate, complete and timely financial and operational information, including quarterly, half-yearly and annual reports, as well as current reports. Companies should ensure all relevant information is easily accessible to investors, including through the Company website and other public information sources, as the case may be.	YES			All information of interest to investors (current reports, financial reports, applicable policies, and other corporate governance matters) is available on the company's website, in the Investors section.
D.1.2 The Company is recommended to have an Investor Relations (IR) function and should appoint a dedicated person in charge of IR function. The contact details of the person or persons charged of the IR function shall be available on the Company's website. The IR function will report directly to the CEO/CFO, underscoring its significance within the Company's hierarchy and emphasizing its central role in managing and communicating the Company's capital market engagements and status. The Company should organise induction and regular training/courses, if needed, for the IR function, tailored to its specific needs and responsibilities.	YES			During 2025, ROCA Industry had an Investor Relations (IR) Director, whose contact details are available on the Company's website. The IR function reports directly to the Chief Executive Officer.
D.1.3 The Company should include on its corporate website a dedicated Investor Relations section, with all relevant information of interest for	YES			All information of interest to investors (current reports, financial reports, applicable policies, and other corporate governance matters) is available on the company's

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
investors, available both in Romanian and English.				website, in the Investors section. These are available in both Romanian and English.
D.1.3 The company should include on its Investor Relations section: Main corporate regulations: updated articles of association, GMS procedures, board's internal regulation and board committees' internal regulations.	YES			All corporate governance regulations are available on the ROCA Industry website, in both Romanian and English. Link: https://rocaindustry.ro/regulamente-si-politici/ ,
D.1.3 The company should include on its Investor Relations section: List of current members of the Board, Board's Committees and executive management, providing an up-to-date information on independence status, professional CVs (containing at least: name, surname, gender, nationality, age; work experience by year, position and Company; studies, field of study and academic or professional institution granting the diploma), other professional commitments, including executive and non-executive Board positions in companies, not-for-profit institutions and state institutions; relationship with shareholders holding at least 5% of the voting rights/shares issued by the Company; the duration of the appointment of the members of the Board, the Committees and the executive management, specifying the date from which they were appointed.	YES			Details regarding the members of the Board of Directors are available on the Company's website, while information about the executive management can be found in the Investors section. Link: https://rocaindustry.ro/departament/consiliul-de-administratie-ro/ Link: https://rocaindustry.ro/departament/echipa-de-management-ro/ ,

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
D.1.3 The company should include on its Investor Relations section: Current reports and periodic reports (quarterly, semi-annual and annual reports).	YES			The Company has a dedicated Investors section, with multiple sub-sections. Link: https://rocaindustry.ro/rapoarte-curente/ Link: https://rocaindustry.ro/rapoarte-anuale/ Link; https://rocaindustry.ro/rapoarte-semestriale/ Link: https://rocaindustry.ro/rapoarte-trimestriale/
D.1.3 The company should include on its Investor Relations section: Information related to GMS: the agenda, supporting materials and the decisions taken; procedure for running the GMS; the Nomination Policy; candidates' professional CVs (containing at least: name, surname, gender, nationality, age; work experience by year, position and Company; studies, field of study and academic or professional institution granting the diploma), as well as any other information presented at A.3.3; communication channel(s) for shareholders to address questions; answers to shareholders' questions related to the agenda; declarations of independence for board candidates and evaluations made by Nomination and		PARTIALLY COMPLIED		The Company has a dedicated Investors section, including a sub-section for the General Meeting of Shareholders, where all the required information is available, except for the independence statements of Board candidates and the evaluations carried out by the Nomination and Remuneration Committee or the Board for such candidates. Link: https://rocaindustry.ro/adunari-generale-ale-actionarilor/

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
Remuneration Committee/Board for candidates, including their compliance with independence criteria.				
D.1.3 The company should include on its Investor Relations section: Information on Board evaluation, made as per Provision A.5.7, including evaluation criteria and process, as well as a summary result of the evaluation and actions that have been or will be undertaken as a result of the evaluation.			NO	For 2025, no evaluation of the Board was conducted; this will be carried out in 2027 for the year 2026.
D.1.3 The company should include on its Investor Relations section: Information on corporate events, such as payment of dividends and other distributions to shareholders, or other events leading to the acquisition or limitation of rights of a shareholder, including the deadlines and principles applied to such operations. Such information should be published within a timeframe that enables investors to make investment decisions.	YES			Within the dedicated Investors section, the website includes a sub-section for investor events, where all corporate events are available. Link: https://rocaindustry.ro/evenimente-investitori/,
D.1.3 The company should include on its Investor Relations section: Corporate policies, among which code of conduct, dividend policy, remuneration policy, forecast policy, policy for communication with investors, the corporate social responsibility (CSR)/sponsorship policy, policy for related parties'	YES			Within the dedicated Investors section, the website includes a sub-section for regulations and policies, where all approved policies of interest to investors are available. Link: https://rocaindustry.ro/regulamente-si-politici/

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
transactions, policy for diversity, equity and inclusion, and whistleblowing policy (if not already part of the Code of Conduct).				
D.1.4 The Company should organise at least two meetings/conference calls with analysts and investors each year. The information presented on these occasions should be published in the IR section of the Company website at the time of the meetings/conference calls.	YES			ROCA Industry organizes 4 investor events each year to present its financial results. In addition, it may participate in other events dedicated to investors. Information regarding these can be found in the dedicated Investors section, under the Investor Events sub-section. Link: https://rocaindustry.ro/evenimente-investitori/
D.1.5 The Company should disclose the material and reportable non-financial and sustainability issues with emphasis on the disclosure of environmental, social and governance (ESG) issues of its business and operations in line with the recognized standard of sustainability reporting. The Company's sustainability statements shall be disclosed on its website.	YES			The sustainability report, aligned with CSRD and ESRS standards, is an integral part of the Directors' Report included in the ROCA Industry Annual Report for 2024 and is published on the company's website. The Annual Report for 2025, which will also include the sustainability report, will be published at the same link. Link: https://rocaindustry.ro/rapoarte-anuale/
D.1.6 The Company should have a CSR/sponsorship policy to guide the activity in the area of supporting CSR activities and sponsorship.	YES			Not applicable, as ROCA Industry does not carry out activities to support CSR initiatives and does not provide sponsorships.
D.2.1 The Company should have a dividend policy as a set of directions the Company intends to follow regarding the distribution of net profit.	YES			The dividend policy is available on the company's website. Link: https://rocaindustry.ro/regulamente-si-politici/

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
D.2.2 The procedure for running the GMS should not restrict the participation of shareholders in GMS and the exercise of their rights. Amendments of the procedure for running the GMS should take effect, at the earliest, as of the next GMS.			NO	ROCA Industry does not have a specific procedure for conducting General Meetings of Shareholders, as all relevant provisions are included in the GMS convening notices. The participation of any shareholder is not restricted.
D.2.3 The external auditors should attend the shareholders' meetings where their reports are presented, in order to respond to shareholders' questions.	YES			At the Annual General Meeting of Shareholders in 2025, the financial auditors participated online.
D.2.4 The Board should present to the annual GMS a summary of the assessment of the adequacy and effectiveness of the risk management and internal control framework, as per the related information included in the annual report.	YES			Not applicable. The Board did not present to the Annual General Meeting of Shareholders in 2025 a summary of the assessment of the adequacy and effectiveness of the risk management and internal control framework, as there was no requirement to include these aspects in the annual report for 2024.
D.2.5 The Company should stimulate engagement with shareholders and investors by: • Encouraging active shareholder participation in GMS, like ensuring conditions for virtual participation. • Holding regular briefings and updates for investors, especially during significant corporate events. Establishing channels for shareholders to provide feedback and ask questions, ensuring responses are timely and comprehensive.	YES			The Company makes continuous efforts to enhance engagement with shareholders and investors through: - virtual participation in General Meetings of Shareholders via eVote - quarterly conferences for the presentation of financial results - participation in other investor-focused events - the possibility to subscribe to the Company's newsletter; in this regard, ROCA Industry sends informational emails to all interested investors

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				following the announcement of any event of interest to them
D.2.6 Any professional, consultant, expert or financial analyst may participate in the shareholders' meeting upon prior invitation from the Chairperson of the Board. Accredited journalists may also participate in the GMS, unless the Chairperson decides otherwise.	YES			The Company complies with this provision, which is also included in the GMS convening notice.
Section E – Sustainability and stakeholders				
E.1.1 The Board should ensure that sustainability, environmental and social considerations are integrated in the Company's strategy and operations, risk management and remuneration practices and shall oversee this integration. A specialised sustainability committee or one of the standing committees of the Board shall assist the Board with these tasks.	YES			ROCA Industry has integrated sustainability into its governance structure through the ESG Policy approved by the Board of Directors on 25.02.2026. The Board oversees ESG implementation, while the ESG Department coordinates this integration across all business lines – production, procurement, HR, marketing, IT, and corporate governance. Additionally, between October–December 2025, the Group carried out a comprehensive assessment of physical and transition climate risks (documented in “Roca_Industry_Climate_Study_2025”), in accordance with ESRS E1, CSRD, and the EU Taxonomy. This climate study, which covers all subsidiaries (BICO, EVOLOR, ELECTROPLAST, DIAL, VELTADOORS) and all locations in Romania, Lithuania, and the Republic of Moldova, is part of the integrated risk management process overseen by the Board. The identified climate risks will be integrated into the

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				Group's decision-making processes and investment planning. The Group's ESG Strategic Directions (document "Directii_Strategice_ESG_ROCA_Industry") set measurable objectives across the E, S, and G pillars, aligned with ESRS.
E.1.2 The Board should ensure that Company's operations run according to the national and international E&S standards and Company's E&S policies are consistent with its long-term objectives. In particular, the Company shall have internal acts relating to its responsibilities for environmental and social issues and policies and procedures that enable it to identify material factors and assess the impact on the Company's activities.	YES			ROCA Industry has developed an ESG Policy (approved on 25.02.2026) which establishes commitments to national and international environmental and social standards, including alignment with ISO 14001, ISO 45001, UNGC, ILO, and OECD, as well as compliance with CSRD and ESRS. Additionally, the Group has developed a Double Materiality Assessment Procedure and has conducted a comprehensive assessment of physical and transition climate risks (2025), in accordance with the requirements of ESRS E1.20 and the EU Taxonomy (DNSH2 criterion – climate change adaptation). This assessment includes: - Sensitivity analysis for each subsidiary (BICO, EVOLOR, ELECTROPLAST, DIAL, VELTADOORS) across 11 categories of climate hazards; - Geospatial exposure analysis for all sites (Romania, Lithuania, Republic of Moldova); - Vulnerability analysis (sensitivity × exposure), with results classified as low to medium at Group level;

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				- Assessment of transition risks across 4 categories: regulatory/legal, technological, market, and reputational; - Scenarios used: IPCC SSP5-8.5/RCP8.5 (physical risks) and IEA NZE (transition risks), with time horizons of 2030/2040/2050. The Group publishes an annually externally audited ESG report, in accordance with CSRD and ESRS. Internally available documents: ROCA Industry ESG Policy; Double Materiality Assessment Procedure; Climate Risk and Vulnerability Assessment – 2025.
E.1.3 Whenever a decision to be approved by the Board has potential material and negative E&S impact, the Board should receive from the executive management (i) an analysis on how this decision is aligned with the Company's sustainability objectives and E&S policies or (ii) proposal of the measures to mitigate negative E&S impacts.	YES			The ROCA Industry ESG Policy (Chapter VII) explicitly provides that ESG principles are integrated into all significant decisions, including operational investments, product launches, supplier selection, strategic acquisitions, and internal reorganizations. According to Chapter VI, whenever a Board decision may generate a significant environmental and social impact, the executive team provides the Board with an ESG alignment analysis or proposes mitigation measures. The 2025 Climate Study concretely documents how these analyses are carried out: identified physical risks (heatwaves, drought, floods, extreme precipitation, etc.) and transition risks (stricter emissions standards, carbon pricing under CBAM/EU ETS,

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				changing customer preferences, volatility in raw material prices) are qualitatively assessed across three time horizons (short, medium, and long term) and accompanied by specific mitigation measures for each subsidiary. The conclusions of the Climate Study confirm that the Group's consolidated vulnerability is low to medium, resulting from its presence in stable urban and industrial areas and infrastructure compliant with technical standards. In the long term (2040–2050), physical climate risks are expected to increase in intensity, requiring proactive adaptation investments. Internally available documents: ROCA Industry ESG Policy, Chapters VI and VII; Climate Risk and Vulnerability Assessment – 2025 (Chapters 2 and 3).
E.2.1 The Board should ensure that there is a formal stakeholder identification process for Company's stakeholders including investors, creditors, clients, employees and suppliers, as well as targeted approaches for engaging with its priority stakeholders.	YES			ROCA Industry conducted a Double Materiality Analysis in 2024 in accordance with ESRS 1 and 2 (documented in the "Double Materiality Assessment Procedure" and the results of the ROCA IRO workshop 2025). The Double Materiality Procedure formalizes the identification of stakeholders: investors, creditors, clients, employees, suppliers, communities, authorities, NGOs, with specific approaches for engaging each priority category. The 2025 Climate Study expands the stakeholder identification process by analyzing the physical impacts

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				of climate change on local communities and employees across all operational locations. Among the identified effects with stakeholder impact are: - Heatwaves with very high risk in the counties of Vaslui, Neamț, Vâlcea, Bistrița-Năsăud, Constanța, Mureș, and in the Republic of Moldova (Gagauzia): impact on employee health and productivity; - High drought risk in Vâlcea, Constanța, and the Republic of Moldova: impact on local communities and water resource availability; - Floods: risk assessed specifically for each site (BICO, EVOLOR, ELECTROPLAST, DIAL, VELTADOORS locations are not directly exposed to flood risk according to the T100 analysis); - Lithuania (IRANGA): high water stress projected for 2050, with risks of drought and extreme heat. The ESG Policy (Chapter 2.7) предусматривает continuous dialogue with stakeholders, and the ESG Strategic Directions include commitments to community consultation (minimum 2 sessions per year per location). Internally available documents: Double Materiality

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				Assessment Procedure; ESG Policy Chapter 2.7; Climate Risk Assessment 2025, Chapter 2.
E.3.1 The Board should develop a purpose statement and a vision statement as well as articulate Company's values, so the entire organisation understands the Company's strategic direction.	YES			ROCA Industry is in the process of implementing a Code of Ethics and Professional Conduct, with publication on the website expected by the end of the first half of 2026 (according to the ESG Strategic Directions, Governance section). The ESG Policy articulates the Group's mission, vision, and values: integrity in decision-making, transparency towards stakeholders, and sustainable performance. The 2025 Climate Study reinforces the company's purpose and values through concrete and measurable commitments: - Reduction of Scope 1, 2, and 3 emissions by 10% by 2030 compared to 2024; - Use of at least 20% green energy by 2030 and 50% by 2040; - Implementation of an operational continuity plan for each climate risk with medium or high vulnerability by 2027; - Annual evaluation of at least one supplier for Scope 3 emission factors, starting with 2026. These commitments are aligned with the IEA Net Zero Emissions 2050 scenario and ESRS E1 requirements, demonstrating that the

THE PROVISIONS OF THE BUCHAREST STOCK EXCHANGE'S CORPORATE GOVERNANCE CODE 1	COMPLIANT	PARTIALLY COMPLIANT	NOT COMPLIANT	OBSERVATIONS
				Group's strategic direction appropriately integrates the climate dimension into all business decisions. Internally available documents: ROCA Industry ESG Policy; ESG Strategic Directions (slides 68–74 – Governance); Climate Risk and Vulnerability Assessment – 2025, Chapter 4 (Conclusions).
E.3.2 The Board should adopt a Code of Conduct for Board members, executive management and Company employees, with clear provisions aimed at preventing and sanctioning fraud and bribery. The Board should not permit any waiver of any ethics requirement by any director, executive manager or employee.	YES			The Company has a Code of Ethics approved by the Board of Directors, applicable to Board members, executive management, and Group employees, with clear provisions aimed at preventing and sanctioning fraud and bribery. No derogations from the ethical requirements are permitted.
E.3.3 The Board should ensure that the Code of Conduct policies are integrated into Company's practices and incorporated into the onboarding process for new hires. The Board should ensure the efficient implementation and monitoring of compliance with the Code of Conduct and periodically review it.	YES			The Code of Ethics was approved during 2025 and is available on the company's website. It has been communicated to the management of the holding and its subsidiaries for implementation. The document will be reviewed periodically, once every 2 years. Link: https://rocaindustry.ro/regulamente-si-politici/

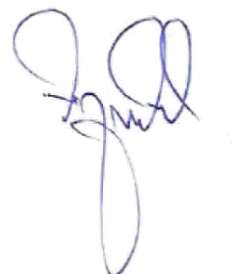
MANAGEMENT STATEMENT

Bucharest, 28 April 2026

“I confirm, to the best of my knowledge, that the individual and consolidated financial results for the period between January 1, 2025 and December 31, 2025 present a true and fair view of the assets, liabilities, financial position, and profit and loss account of ROCA Industry and of its subsidiaries included in the financial statement consolidation process, taken as a whole, and that this Report, prepared in accordance with Article 65 of Law 24/2017 on issuers of financial instruments and market operations and Annex no. 15 of ASF Regulation no. 5/2018 for the period ended December 31, 2025, includes a fair analysis of the development and performance of ROCA Industry and its subsidiaries, as well as a description of the main risks and uncertainties specific to the activity carried out. These are prepared in accordance with the sustainability reporting standards referred to in Article 29b of Directive 2013/34/EU and the specifications adopted pursuant to Article 8(4) of Regulation (EU) 2020/852.”

ROCA Management S.R.L., through permanent representative Rudolf-Paul Vizental

Chairman of the Board of Directors



SUSTAINABILITY **STATEMENT** **2025**

CONTENT

General disclosures	114
Report pursuant to Article 8 of Regulation (EU) 2020/852 of the European Parliament and of the Council (the 'Taxonomy Regulation').....	157
Climate change.....	167
Pollution.....	193
Water and marine resources.....	198
Biodiversity and ecosystems.....	202
Resource use and circular economy	206
Own workforce	219
Workers in the value chain.....	242
Affected communities.....	248
Consumers and end-users.....	257
Business conduct.....	266
Cybersecurity.....	277
List of datapoints covered by the sustainability statement.....	279

General disclosures

ESRS 2

ESRS 2 BP-1 – General basis for preparing the Sustainability Statement

The reporting scope covers the ROCA INDUSTRY Group HOLDINGROCK1 S.A. (hereinafter referred to as "ROCA INDUSTRY", the "Holding" or the "Group") and its subsidiaries: BICO (BICO INDUSTRIES S.A., TERRA IMPEX S.R.L. and IRANGA TECHNOLOGIJOS, UAB), EVOLOR S.A., VELTADOORS S.A., DIAL S.A. and ELECTROPLAST S.A. Of these, BICO carries out production operations in 3 countries, thus: Romania (BICO INDUSTRIES S.A.), the Republic of Moldova (TERRA IMPEX S.R.L.) and Lithuania (IRANGA TECHNOLOGIJOS, UAB). The other subsidiaries operate production units exclusively in Romania. No subsidiary included in the financial consolidation shall be exempted from individual or consolidated sustainability reporting in accordance with Article 19a(9) or 29a(8) of Directive 2013/34/EU.

ROCA INDUSTRY prepares the consolidated financial statements of the Holding, which are audited by an independent auditor, published on the company's website and presented in the Directors' Report. The reporting scope of the consolidated financial statements is identical to the reporting scope of this consolidated Sustainability Statement, ensuring consistency, comparability and completeness of the reporting.

This Sustainability Statement for the fiscal year 2025 has been prepared on a consolidated basis and is based on the requirements of the European Sustainability Reporting Standards (ESRS), according to the Order of the Minister of Finance no. 2844/2016, Chapter 7, *Non-financial information and diversity information*. The declaration is aligned with these requirements, taking into account the provisions of Article IV of the Order of the Minister of Finance no. 85/2024, according to which the amendments and additions provided for in art. III apply to entities whose financial year begins on January 1, 2024, i.e. also to companies whose securities are admitted to trading on a regulated market.

Also, in the context of the European Commission's efforts to simplify sustainability reporting, under the Omnibus package, for the financial year ended 31 December 2025, we applied Delegated Regulation (EU) 2026/73. In addition, ROCA INDUSTRY uses the phase-in options provided for in Delegated Act 2025/1416 (Quick Fix), which extends the possibility of applying the transitional provisions of the ESRS.

When the information relates to a specific subsidiary within the Holding, it is duly identified in the relevant section. If the information refers to Romania, the Republic of Moldova or Lithuania, the activities of companies in that specific country are presented. If no specific subsidiary is mentioned, the information provided applies to the entire Holding Company.

This Sustainability Statement extends beyond ROCA INDUSTRY's own operations, including

information from both the upstream and downstream value chains, as follows:

- The materiality assessment includes the impacts associated with the own operations and the value chain of ROCA INDUSTRY and its subsidiaries, including products and business relationships. This involves detailed assessments and, where considered significant and relevant, the collection of data from suppliers, partners and customers. More information on this aspect is available for each material topic presented in this statement.
- The value chain was considered in the materiality assessment to identify material impacts, risks and opportunities related to both downstream and upstream suppliers. Each chapter addresses specific requirements for the disclosure of material matters, identifying relevant impacts, risks and opportunities. Once an impact, risk or opportunity is considered significant, ROCA INDUSTRY determines the relevant information for ESRS reporting or prepares a personalized, subsidiary-specific disclosure.
- Information on the value chain, including customers and suppliers, is highlighted in chapters focusing on thematic standards. Our policies, actions and objectives extend to the value chain as well, involving both suppliers and customers. We collect and report data on key sustainability indicators to ensure comprehensive accountability for upstream and downstream activities. For upstream activities, there was no data collection process from suppliers on key sustainability indicators in 2025. Collaboration with suppliers on these issues is at an early stage, with a structured process for collecting relevant information, including on greenhouse gas emissions, to be developed as a target for 2026.

In the preparation of this Sustainability Statement, ROCA INDUSTRY did not apply the option to omit specific applicable information relating to intellectual property, know-how or innovation results, in accordance with section 7.7 of ESRS 1. At the same time, the exemptions regarding the presentation of information on impending developments or matters in the course of negotiation, as provided for in Articles 19a(3) and 29a(3) of Directive 2013/34/EU, were not applied.

ESRS 2 BP-2 Disclosures in relation to specific circumstances

This is the fourth Sustainability Statement published by ROCA INDUSTRY and covers the period from 1 January to 31 December 2025 and the second prepared in accordance with the ESRS requirements.

The double materiality assessment was carried out in accordance with the ESRS requirements in 2024 and reconfirmed in 2025, to ensure the continuity and relevance of the reported information in the context of the sustainability reporting obligations applicable to ROCA INDUSTRY. As part of the assessment of double materiality, various aspects have been taken into account, which are presented below.

Time horizons

In preparing the Sustainability Statement for 2025, ROCA INDUSTRY applied the following time horizons:

- Short-term time horizon, as the reporting year (2025);
- Medium-term time horizon, from the end of the reporting period, up to 5 years;
- Long-term time horizon, more than 5 years.

These time horizons align with ROCA INDUSTRY's ESRS and strategic planning cycles, respectively, and support the effective monitoring and achievement of sustainability objectives.

Value chain estimation

For the current reporting period, only Scope 3 metrics were considered in relation to the value chain. ROCA INDUSTRY currently estimates Scope 3 emissions by collecting data from its key suppliers, using industry averages for less accessible data points, and applying recognized calculation methodologies such as those outlined in the Greenhouse Gas Protocol. This approach allows us to assess the emissions associated with the value chain, even if some uncertainty remains related to the estimate. The indicators identified, the basis for preparation, the resulting level of accuracy and the actions planned to improve accuracy in the future are described in detail in the relevant topical chapter.

In the medium term, we aim to improve the understanding and coverage of value chain data, in particular regarding the greenhouse gas emissions data and other relevant upstream and downstream ESG indicators. Considering this, the Group intends to strengthen collaboration with suppliers to obtain more comprehensive and accurate data, thereby reducing reliance on estimates. The indicators identified, the basis of preparation, the resulting level of accuracy and the actions planned to improve accuracy in the future are described in detail in the relevant topical chapter.

Sources of estimation and outcome uncertainty

With regard to estimation sources and the uncertainty of the results, the factors contributing to uncertainty have been disclosed for each quantitative indicator and relevant monetary value, together with the assumptions and judgements applied in the measurement process.

The following table summarises the sources of estimation and outcome uncertainty.

Topic	Data Requirement	Specific indicator / Monetary value	Information on the sources of measurement uncertainty	Assumptions, estimates and judgements in measurement	Page
ESRS E1 - Climate Change	E1-6 Gross GHG emissions categories 1, 2, 3 and Total GHG emissions	Gross GHG emissions, Scope 3	Scope 3 GHG emissions are calculated using various methods and databases.	As mentioned in the methodology for the Scope 3, E1-6 calculation	180-182
ESRS E1 - Climate Change	E1-6 Gross GHG emissions categories 1, 2, 3 and Total GHG emissions	Total GHG emissions	Scope 3 GHG emissions are calculated using various methods and databases.	As mentioned in the methodology for the Scope 3, E1-6 calculation	180-182
ESRS E1 - Climate Change	E1-6 Gross GHG emissions categories	GHG emission intensity by net income	Scope 3 GHG emissions are calculated using	As mentioned in the methodology for the Scope 3, E1-6 calculation	180-182

	1, 2, 3 and Total GHG emissions		various methods and databases.		

Updating disclosures about events after the end of the reporting period

During 2025, ROCA INDUSTRY developed a set of ESG strategic documents, which are referenced, as applicable, under each material topic. These documents were approved by the Board of Directors in 2026, as follows:

- ESG Policy – approved by the Board of Directors on 25 February 2026;
- ROCA INDUSTRY Climate Risk Assessment Study – approved on 24 March 2026;
- ESG Strategic Directions – approved by the Board of Directors on 24 March 2026.

Changes in preparation or presentation of sustainability information

At the end of December 2024, the companies WORKSHOP DOORS and ECO EURO DOORS merged into VELTADOORS. In the current financial year, disclosures requiring a comparative presentation of the situation in 2024 vs. 2025 will reflect the combined results of the 2 companies for 2024 compared with the results of VELTADOORS in 2025.

The indicators relating to water consumption and water intensity were updated as a result of a change in the calculation methodology applied by the Group. Further details are provided under ESRS E3-4 Water consumption. In light of this change, the data reported for the previous reporting period were also revised.

Disclosures stemming from other legislation or generally accepted sustainability reporting pronouncements

The Sustainability Statement is based on the ESRS reporting requirements as well as the requirements of the EU Taxonomy Regulation. ROCA INDUSTRY has not incorporated information required by other legislation mandating sustainability disclosures, nor information derived from widely recognized sustainability reporting standards or frameworks. However, specific internal policies and procedures are in place, such as dedicated environmental policies or quality, environmental, health and occupational safety policies associated with ISO certifications (ISO 9001, 14001 and 45001 for BICO INDUSTRIES, EVOLOR, ELECTROPLAST, VELTADOORS, ISO 9001 for DIAL). This documentation includes provisions related to environmental aspects, including pollution and social aspects. References to these standards are for informational purposes only and are used solely to provide additional context on the existing systems and practices of the subsidiaries within the Group.

The identification and assessment of negative impacts or monitoring the effectiveness of our ESG reporting alignment and communication efforts are included in companies' ISO management systems, which also include relevant action plans. The applicable policies are integrated within the ISO management systems and ensure compliance with legal requirements and alignment with international best practices.

During the risk assessment phase undertaken for the ISO 14001 environmental management systems certification, ROCA INDUSTRY subsidiaries carry out a detailed evaluation of the

“Pollution” aspect in order to identify, assess and mitigate risks, as well as to identify opportunities for improvement. To mitigate potential negative impacts, control measures are tailored to the specific risks identified at the level of each company. Internal measures include establishing and complying with internal procedures and compliance with the limits set in environmental permits for the management of potential environmental pollution at company level, as well as promoting sustainable practices in all ROCA INDUSTRY subsidiaries. Each ROCA INDUSTRY production site has undergone a comprehensive review by the relevant environmental authorities as part of the environmental impact assessment or for obtaining environmental permits and various ISO certifications, also covering environmental aspects (such as ISO 14001 for EVOLOR, BICO INDUSTRIES, ELECTROPLAST, VELTADOORS). In addition, consultations are carried out in accordance with permitting procedures, for which public announcements are made, and public consultations take place for new developments or modernisations. No public consultations took place in 2025.

ISO management systems are reviewed periodically and whenever necessary, due to changes in the techniques used, the introduction of new equipment or substances, changes in legal, regulatory, customer or other stakeholder requirements, or site-specific conditions in the workplace, among others. Based on these assessments, relevant policies have been updated accordingly.

Incorporation by reference

Certain ESRS disclosure requirements are included in this Sustainability Statement by reference to other publicly available documents. The use of incorporation by reference is clearly indicated, and the ESRS disclosure requirements included by reference are explicitly identified, specifying the source document and the relevant section in which the information is presented. In this regard, information on the structure and role of the administrative, management and supervisory bodies is incorporated by reference to the Directors' Report – Corporate Governance section.

In addition, information on impacts, risks and opportunities for each material topic is incorporated by reference to the list of IROs identified in section SBM-3.

Use of phase-in provisions in accordance with Appendix C of ESRS 1

Where permitted under the ESRS, ROCA INDUSTRY makes use of the phase-in options, including the application of Delegated Act (EU) 2025/1416 adopting the Quick Fix amendments, which extend the phase-in options from one year to three years. This means that, for the year 2025, the following data points that are voluntary under these options are not reported:

Disclosure requirement	Full name of the disclosure requirement
SBM-3	Material impacts, risks and opportunities and their interaction with the strategy and business model
E1-9	Anticipated financial effects from material physical and transition risks and potential climate-related opportunities
E2-6	Anticipated financial effects from pollution-related impacts, risks and opportunities
E3-5	Anticipated financial effects from water and marine resources-related impacts, risks and opportunities

E4-6	Anticipated financial effects from biodiversity and ecosystem-related impacts, risks and opportunities
E5-6	Anticipated financial effects from resource use and circular economy-related impacts, risks and opportunities

GOV-1 The role of the administrative, management and supervisory bodies

ROCA INDUSTRY has adopted a unitary management system (single level) and is governed by a Board of Directors (BoD) composed of 5 (five) non-executive members. The current members of the Board of Directors of ROCA INDUSTRY are presented in the table below (Table: Members of the Board of Directors of ROCA INDUSTRY). In addition, members who no longer currently hold a position on the Board are also included, with the relevant mandate period disclosed.

Information on the structure of the administrative, management and supervisory bodies, their roles and responsibilities and access to sustainability expertise and skills is presented in the tables below.

Members of the Board of Directors of ROCA INDUSTRY

No.	Name	Function	Mandate	Political Affiliation
1	Mr. Rudolf Paul Vizental (Representative of Roca Management SRL)	Chairman of the Board of Directors, Non-Executive Director	4 years 17.09.2021 – 17.09.2025 17.09.2025 – 17.09.2029	No
2	Mrs. Victorița Șter-Chelba	Non-Executive Director	4 years 03.06.2024 – 17.09.2025 17.09.2025 – 17.09.2029	No
3	Ms. Adela Smaranda Smeu	Non-Executive Director	4 years 17.09.2025 – 17.09.2029	No
4	Mr. Iuliu Ciprian Pătrașcu	Non-Executive Director	4 years 17.09.2025 – 17.09.2029	No
5	Mr. Dan Liviu Moruțan	Non-Executive Director	4 years 17.09.2025 – 17.09.2029	No
Board members replaced during 2025				
1	Mr. Ioan-Adrian Bindea	Chairman of the Board of Directors, Chief Executive Officer	4 years 17.09.2021 – 17.09.2025	No
2	Mr. Alexandru Savin	Non-Executive Director	4 years 17.09.2021 – 17.09.2025	No
3	Mr. Vasile Sandu	Non-Executive Director	2 years and 10 months 16.11.2022 – 17.09.2025	No

On 17 September 2025, changes were made in the structure of the Board of Directors, following the expiration of the mandates of the former members of the Board of Directors and the approval of the new structure by the Ordinary General Meeting of Shareholders held on 15 September 2025.

Relevant experience of the Board of Directors of ROCA INDUSTRY

No.	Name	Relevant experience
1	Mr. Rudolf Paul Vizental (Representative of Roca Management SRL)	• Over 6 years of experience in investment management, 10 years in crisis management and 5 years in finance; • Has gained relevant experience in management and restructuring roles, contributing to decision-making processes and organizational transformation; • Administrator of Roca Management SRL.
2	Ms. Victorița Șter-Chelba	• Over 10 years of experience in business management, especially in real estate and construction, as well as marketing, • Active involvement in supporting and developing the local and national entrepreneurial environment.
3	Ms. Adela Smaranda Smeu	• Extensive managerial experience, over 20 years in the financial field (including financial audit); • He has held executive management positions in multinational environments, respectively within top retailers in the field of construction materials • Relevant experience on corporate governance and sustainability.
4	Mr. Iuliu Ciprian Pătrașcu	• Experience in financial management, strategic consulting and capital markets analysis; • Expertise in investment processes, valuation and financial structuring, with a focus on long-term business sustainability.
5	Mr. Dan Liviu Moruțan	• Extensive experience in the financial-banking sector and corporate management; • Solid experience in financial management, strategic planning, mergers and acquisitions, liquidity management and risk management
Board members replaced during 2025		
1	Mr. Ioan-Adrian Bindea	• Extensive managerial experience and ability to transform companies towards a solid and sustainable business model in the long term. • Over 12 years of experience in restructuring, capital markets and real estate. • Between June 29, 2022 and January 21, 2025, he held the position of General Manager of ROCA INDUSTRY, a role in which he approved the Group's sustainability strategy and participated in the operational meetings relevant to the implementation of sustainability at Group level. As of November 1, 2025, he holds this position again.
2	Mr. Alexandru Savin	• Expertise in risk management and business development. • Member of the Board of Directors of Sinteza SA, Ensys Renewable Solutions S.A., Agro IFN S.A.
3	Mr. Vasile Sandu	• Extensive experience in the construction and building materials sector. • He holds administrative roles in several companies.

ROCA INDUSTRY has engaged external sustainability consultants to enhance the expertise and to integrate sustainable practices into the operations. These experts work closely with management to support responsible decision-making by incorporating the latest industry standards, thereby strengthening the Group's commitment to sustainability.

Diversity of the members of the Board of Directors of ROCA INDUSTRY

ROCA INDUSTRY complies with the requirements of the capital market legislation and the Corporate Governance Code of the Bucharest Stock Exchange regarding ensuring an adequate gender balance and board independence in the structure of the Board of Directors. During 2025, the structure of the Board of Directors led to an increase in female representation, from 20% in the period 01.01.2025 – 16.09.2025 to 40% in the period 17.09.2025 – 31.12.2025, while the share of independent members remained at 40%.

Diversity of the members of the Board of Directors of ROCA INDUSTRY

	01.01.2025- 16.09.2025	17.09.2025- 31.12.2025
Number of members with executive function	0	0
Number of members with non-executive function	5	5
Percentage by gender (women) of the Board of Directors	20%	40%
Percentage by gender (male) of the Board of Directors	80%	60%
Percentage of independent members of the Board of Directors	40%	40%

The Board of Directors provides strategic guidance for the Holding by setting short-, medium- and long-term objectives and policies, including those related to sustainability and Environmental, Social and Governance (ESG) aspects, in line with its oversight responsibilities.

Advisory Committees of the Board of Directors

The Board of Directors is supported by 2 advisory committees: the Audit and Risk Committee and the Nomination and Remuneration Committee, respectively, whose structure was revised in 2025. Thus, in the meeting of September 23, 2025, the BoD of ROCA INDUSTRY approved the structure of the Board Committees for a one-year term, with the possibility of renewing the mandate depending on the achievement of the future applicable performance indicators (KPIs).

Audit and Risk Committee: The role of the Committee is to assist the Board of Directors in fulfilling its responsibilities in relation to internal audit, as well as to provide an advisory function on the company's strategy and policy regarding the internal control system, internal and external audits and material risk management. The committee also provides support to the Board of Directors by preparing decisions related to the oversight of the integrity and quality of the Holding's financial reporting, the assessment of the effectiveness of risk management and internal control systems, and the evaluation of conflicts of interest.

Members of the Audit and Risk Committee

No.	Name	Period	Function
1	Mr. Vasile Sandu	23.09.2024-17.09.2025	President
2	Mr. Rudolf Paul Vizental (Representative of Roca Management SRL)	23.09.2024-17.09.2025	Member
		23.09.2025 – 31.12.2025*	

3	Mr. Sorin Man	23.09.2024-17.09.2025	Member
4	Ms. Adela-Smaranda Smeu	23.09.2025-31.12.2025*	President
5	Mr. Dan Liviu Moruțan	23.09.2025-31.12.2025*	Member

*The period indicated reflects the situation as of 31.12.2025. Certain members continued their mandates beyond this date, and any subsequent amendments will be reported in the Sustainability Statement for 2026.

More details are available in the Committee's Rules of Procedure, in the Directors' Report, Corporate Governance section, pages 44-47.

Nomination and Remuneration Committee

The role of the Committee is to support the Board of Directors in fulfilling its responsibilities, by establishing the principles for selecting candidates for membership of the Board of Directors (BoD), proposing candidates for election or re-election to the Board of Directors and participating in the selection process for executive directors. BoD is also responsible for setting the remuneration of the company's directors and executives, making recommendations on these aspects for the BoD's decision, and assisting the BoD in evaluating its own performance as well as its executive management.

Members of the Nominating and Remuneration Committee

No.	Name	Period	Function
1	Mr. Vasile Sandu	23.02.2024 – 17.09.2025	President
2	Mr. Rudolf Paul Vizental (Representative of Roca Management SRL)	23.02.2024 – 17.09.2025 23.09.2025 – 31.12.2025*	Member
3	Mr. Alexandru Savin	23.02.2024 – 17.09.2025	Member
4	Ms. Victorița Șter	23.09.2025 – 31.12.2025*	President
5	Mr. Dan Liviu Moruțan	23.09.2025 – 31.12.2025*	Member

* The period indicated reflects the situation as of 31.12.2025. Certain members continued their mandates beyond this date, and any subsequent amendments will be reported in the Sustainability Statement for 2026.

Further details are available in the Committee's Rules of Procedure, in the Directors' Report, Corporate Governance section, pages 44-45.

Executive Management of ROCA INDUSTRY

In accordance with its responsibilities, the Board of Directors has delegated the operational management of the Holding to the Chief Executive Officer ("CEO"). The responsibilities and duties of the CEO are set out in the Holding's Articles of Association and in the management mandate agreement. The position of CEO of ROCA INDUSTRY was held by Mr. Ioan-Adrian Bindea during the period 1 January to 21 2025. From 22 January 2025 to 31 October 2025, the position was taken over by Ms. Camelia Ene, who has over 25 years of professional experience in multinational companies, including relevant experience in the energy sector and in executive

management positions.

As of November 1, 2025, the role of CEO is exercised by Mr. Ioan-Adrian Bindea.

Executive Management of ROCA INDUSTRY

No.	Name	Function	Period
1	Ms. Camelia Ene	General Manager	22.01.2025 – 31.10.2025
2	Mr. Ioan-Adrian Bindea	General Manager	29.06.2022 – 21.01.2025 01.11.2025 - 31.12.2025*
3	Mr. Valentin Albu	Chief Financial Officer	01.04.2022 – 31.10.2025
4	Ms. Elena-Raluca Ghiță	Director of the Financial Department	01.11.2025 - 31.12.2025*
5	Mr. Alexandru Fogarași	Commercial Director	01.05.2022 - 31.12.2025*
6	Mr. Ștefan Szitas	Chief Operating Officer	01.04.2024- 31.12.2025*
7	Ms. Miruna Munteanu	Manager Marketing	01.08.2023 – 31.12.2025
8	Ms. Alexandra Țițan	Investor Relations Officer	01.08.2022 – 31.12.2025*

* The period indicated reflects the situation as of 31.12.2025. Certain members continued their mandates beyond this date, and any subsequent amendments will be reported in the Sustainability Statement for 2026.

The ROCA INDUSTRY team that worked closely with the CEO at the end of 2025 consists of:

No.	Name	Relevant experience
1	Mr. Valentin Albu	- Chief Financial Officer between April 2022 and October 2025 - Expertise in financial management, business consulting, taxation, accounting and financial analysis
2	Ms. Elena-Raluca Ghiță	- Director of the Financial Department from November 2025 - Over 10 years of experience in auditing and financial reporting and controlling - Expertise in supporting strategic decision-making and optimizing financial performance
3	Mr. Alexandru Fogarași	- Commercial Director since May 2022 - Extensive commercial experience and solid technical knowledge in industries such as building materials, wood, thermal and sound insulation, precast concrete, BCA masonry and ceramics
4	Mr. Ștefan Szitas	- Director of Operations since May 2023 - Extensive experience in managing the operational aspects of ROCA INDUSTRY-owned companies - Over 15 years of experience in operational management roles, covering the entire value chain, in the production and distribution of construction materials at European level, as well as in the development and implementation of the logistics strategy in the oil and gas sector and the implementation of major investment projects
5	Ms. Miruna Munteanu	- Marketing Manager between August 2023 and December 2025 - Relevant experience in marketing, acquired both in multinational and entrepreneurial companies, as well as in advertising agencies
6	Ms. Alexandra Țițan	Head of Investor Relations since August 2022

		• Secretary of the ROCA INDUSTRY board since the second half of 2022, also responsible for best corporate governance practices at group level • Over 8 years of experience in investor relations, including working with dual listed Romanian companies on both the Bucharest Stock Exchange (BVB) and the London Stock Exchange (LSE), gaining a deep understanding of the Romanian investor community and the importance of corporate governance for a listed company.

Sustainability Reporting Coordinators

No.	Name	Relevant experience
1	Ms. Ioana Lambrinoc	• Project Coordinator since 2022 • Over 13 years of experience in multinational companies, in the finance and customer service departments, as well as relevant experience in project coordination and sustainability reporting. • Experience in ensuring communication within team processes and achieving objectives for each project, in order to improve operational efficiency.
2	Mr. Alexandru Airinei	• Sustainability Manager between June 2022 and December 2025. • Experience in coordinating sustainability strategies, integrating ESG principles into business strategy, and overseeing ESG compliance and reporting, including in relation to the requirements of the EU Taxonomy and CSRD.

Management of Subsidiaries

The ROCA INDUSTRY Group consists of 5 directly owned companies and 2 indirectly owned companies. Of these direct companies, all are joint stock companies, the management being delegated to the general managers, who have mandate contracts, except for DIAL S.A., where the management is carried out by the Board of Directors and the subordinate directors.

The executive directors and administrators of each subsidiary within the Group are responsible for the implementation of the business strategy approved at the Board of Directors level. In their mandate, they are responsible for assessing the operational impact of business decisions and managing the current risks related to the company's activities, including those related to sustainability aspects. In addition to these current operational responsibilities, in 2024 a policy of delegation of authority was implemented in the entire group. The first step of this approach was clarifying the roles of each member of the ROCA INDUSTRY team (including the members of the Board of Directors and the CEO), as well as the responsibilities to be delegated to the CEO and, as applicable, to subsidiary management. The responsibilities taken into account included monitoring, tracking progress and integrating ESG aspects (IROs resulting from double materiality assessment) into operational processes. Other actions initiated in 2024 and completed at the end of the first half of 2025 aimed at the delegation of authority within each subsidiary of ROCA INDUSTRY and, in case of BICO Group, also at the level of its own subsidiaries.

The executive directors and board members of the subsidiaries have diverse experience in overseeing the company activities, covering areas such as finance, operations and development.

Company	Name	Function	Mandate	Period
BICO INDUSTRIES S.A.	Mr. George Adrian Butuc	CEO	Mandate contract	01.12.2021 - 31.12.2025*
DIAL S.A.	Mr. Alexandru Anton Fogarași	Administrator	Mandate contract	12.12.2022 - 30.10.2025*
DIAL S.A.	Mr. Florin-Valentin Albu	Administrator	Mandate contract	01.08.2023 - 30.10.2025*
DIAL S.A.	Ms. Alexandra-Gabriela Țițan	Administrator	Mandate contract	01.11.2025 – 31.12.2025*
DIAL S.A.	Ms. Oana-Maria Berbece	Administrator	Mandate contract	03.06.2024 - 31.12.2025*
ELECTROPLAST S.A.	Mr. Daniel Petre Burian	CEO	Mandate contract	01.01.2021 - 31.12.2025*
EVOLOR S.A.	Mr. Bogdan Florin Pirvu	CEO	Management contract / Mandate contract	23.05.2022 – 31.06.2025 / 01.07.2025 - 31.12.2025*
VELTADOORS S.A.	Mr. Mihai Burete	CEO	Mandate contract	28.11.2024 – 15.09.2025
VELTADOORS S.A.	Mr. Victor Frunză	CEO	Mandate contract	16.09.2025 - 31.12.2025*

* The period indicated reflects the situation as of 31.12.2025. Certain members continued their mandates beyond this date, and any subsequent amendments will be reported in the Sustainability Statement for 2026.

Employee and worker representation is ensured through regulated social dialogue mechanisms, collective labour agreements or internal health and safety committees and does not constitute representation within the governance structure.

Roles and responsibilities related to sustainability

In 2025, based on the double materiality assessment and the identified impacts, risks and opportunities, the ESG Policy and the ESG strategic directions were developed and subsequently approved by the Board of Directors on 25 February 2026 and 24 March 2026, respectively. Accordingly, starting with 2026, the management of each subsidiary within the Group will be responsible not only for the operational management, but also for the implementation of the ESG strategic directions, including the integration of the IRO resulting from the double materiality analysis into the operational and risk management processes. Oversight of the implementation of these strategic directions is ensured through periodic reporting lines to the Board of Directors, existing internal controls and performance reporting in annual reports. The necessary sustainability expertise shall be provided through the professional competences of management bodies and, where appropriate, through access to external expertise.

GOV-2 – Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies

Within ROCA INDUSTRY, in 2025 the ESG policy and ESG strategic directions were developed,

based on the double materiality assessment and the impacts, risks and opportunities (IRO) identified. During the reporting period, the Board of Directors was informed of relevant sustainability matters whenever necessary, by including them on meetings agenda, in order to support the decision-making process and exercise of its oversight role. Apart from those already included in the risk profile of the ROCA INDUSTRY management team in the consolidated risk register, no specific impacts, risks or opportunities from the list resulting from the double materiality assessment were discussed separately during the reporting period.

Strategic governance and ESG-related aspects were discussed during Board of Directors meetings held in 2025. For example, the environmental, social and governance plan for 2025 was presented at the Board meeting held in April, while aspects related to the risk register (including IRO-based ESG risks) were presented at the August 2025 meeting. Further details on the Board meetings where sustainability-related topics were discussed can be found in Chapter G1, ESRS section 2 GOV-1. This continuous communication ensures that the BoD is informed of any developments or progress in these areas.

ESRS 2 GOV-3 – Integration of sustainability-related performance in incentive schemes

Within ROCA INDUSTRY, the remuneration policy applicable to the members of the Board of Directors and the executive management has been approved by the General Meeting of Shareholders at the level of the Holding and is updated periodically. At the time of reporting, incentive schemes and remuneration policy do not include features or mechanisms related to performance related to achieving ESG indicators.

The performance of the members of the administrative, management and supervisory bodies is not assessed against specific sustainability targets, impacts, actions or indicators, consequently, no part of the variable remuneration is conditional on the achievement of sustainability-related results.

GOV-4 – Statement on due diligence

ROCA INDUSTRY is in the process of developing its sustainability due diligence process, which is expected to be completed by the end of 2027.

The following table illustrates how and where the application of the main aspects and steps of the due diligence process are reflected in our Sustainability Statement:

Core elements of due diligence	Paragraphs in the Sustainability Statement
a) Embedding due diligence in governance, strategy and business model	ESRS 2 GOV-2, ESRS 2 GOV-3, ESRS 2 SBM-3
b) Engaging with affected stakeholders at all key steps of the due diligence process	ESRS 2 GOV-2, ESRS 2 SBM-2, ESRS 2 IRO-1, ESRS 2 GOV-3, E1-2, E2-1, E3-1, E4-2, E5-1 S1-1, S2-1, S3-1, S4-1

	G1-1, G1-3, G1-4
c) Identifying and assessing adverse impacts	ESRS 2 IRO-1 E1 IRO-1, E2 IRO-1, E3 IRO-1, E4 IRO-1, E5 IRO-1 ESRS 2 SBM-3 E1 SBM-3, E4 SBM-3, S1 SBM-3, S2 SBM-3, S4 SBM-3 G1 IRO-1
d) Taking action to address those adverse impacts	E1-3, E2-2, E4-3 S1-4, S2-4, S4-4
e) Tracking the effectiveness of these efforts and communicating	E1-4, E2-3, E4-4 S1-5, S2-5, S4-5

GOV-5 – Risk management and internal controls over sustainability reporting

Sustainability reporting at ROCA INDUSTRY is integrated into the Group's annual reporting process and includes internal approval mechanisms, controls and readiness for external insurance. At present, the Holding does not have a formalised procedure dedicated to the internal control of sustainability reporting; however, such a procedure is currently under development. Nevertheless, during 2025, responsibilities related to the reporting process were ensured by the designated coordinators (Sustainability Manager and Project Manager), who oversee the collection, analysis, reporting and consolidation of ESG data received from the subsidiaries.

Given that 2025 is the second reporting year under the CSRD, the control framework for sustainability reporting is still in a consolidation phase and is less mature compared to the one applicable to financial reporting. The main risks identified relate to the accuracy and completeness of ESG data, in particular in situations where such data is derived from financial information, depends on third-party inputs or require the use of estimates. To mitigate these risks, ROCA INDUSTRY applies the following internal controls:

- internal verification of ESG data at subsidiary level by the responsible person prior to submission to the parent company;
- reconciliation of ESG indicators based on financial data with consolidated financial statements to ensure consistency of the data used;
- validation of data (through testing) received from subsidiaries of the person responsible for the sustainability reporting process;
- review of sustainability disclosures prior to publication by the person responsible for the sustainability reporting process and an external consultant.

ROCA INDUSTRY also benefits from external verification carried out by an independent third-party, which provides an additional level of assurance on the reported information and complements the internal controls applicable to the reporting process.

During 2025, ROCA INDUSTRY focused on strengthening an internal control system related to the reporting process by establishing a data collection and disclosure framework (the

development of a sustainability procedure). The ESG Policy was finalised at the end of 2025 (and approved by the Board of Directors on 25 February 2026) and was therefore not applicable during the reporting period, while the sustainability procedure is currently under development. The ESG policy addresses general elements of risk management and references internal controls related to ESG data; however, a formal framework for internal controls related to the sustainability reporting process will be included in the dedicated procedure.

ROCA INDUSTRY's approach to risk management and reporting compliance is consistent and integrated within the Holding and its subsidiaries, given the risks associated with inaccurate reporting of sustainability information. In this context, non-compliance with applicable reporting requirements may give rise to reputational risks, including potential allegations of greenwashing or adverse impacts on brand reputation.

At the time of reporting, the indicators presented by the Group across all sustainability topics had not been externally validated by an independent body, with the exception of the Group's statutory financial auditor and the designated provider of sustainability reporting assurance.

SBM-1 – Strategy, business model and value chain

ROCA INDUSTRY HOLDINGROCK1 S.A. is a Romanian company, established in September 2021 and listed in January 2022 on the AeRO Premium market of the Bucharest Stock Exchange ("BVB"). In January 2024, the process of increasing the company's share capital with a total amount of RON 71,7 million was completed, and as of March 11, 2024, ROCA INDUSTRY shares are listed on the main market of BVB, Standard category.

Strategy and business model

ROCA INDUSTRY operates as an industrial holding company that invests, as a majority shareholder, in medium-sized companies in the construction materials sector, integrating them into a group structure and developing them based on a common strategy. The Group's strategy aims to increase value in the medium and long term by improving operational efficiency, leveraging synergies between companies and developing sustainable local brands.

The development process of subsidiaries is structured into successive stages. The initial transformation phase, with a duration of approximately two years, is oriented towards the integration of management, digitalisation and investments in technology, which can temporarily generate pressures on financial performance. This is followed by the consolidation phase, focused on the stabilization of management teams, new distribution channels and diversification of the product portfolio, in which the benefits of operational efficiency and synergies become visible. The final scaling phase focuses on organic growth and, where appropriate, acquisitions, enabling expansion into new markets and developing new products.

Until 2025, ROCA INDUSTRY's sustainability strategy was structured around four main pillars (sustainable business, products and market, resources, energy and climate, respectively people

and communities), which provided the reference framework for addressing ESG issues at Group level and were considered within the business strategy.

In 2025, based on the double materiality assessment, ROCA INDUSTRY defined specific strategic directions for each material topic, in collaboration with all five subsidiaries of the Group. These strategic directions are intended to be translated into concrete programmes, projects and initiatives designed to achieve the objectives and targets to be set. The document containing the ESG strategic directions was approved by the Board of Directors on 24 March 2026 and is to be formally integrated into the business strategy of the subsidiaries and the Group starting in 2026.

Activities, products, markets and human capital

As a holding company, ROCA INDUSTRY has not engaged in its own operational activities but is involved in the management and implementation of the strategy at subsidiary level. The subsidiaries operate in the construction materials sector and cover the following main product groups: production of fiberglass and fiberglass reinforcement (BICO), decorative varnishes, paints and plasters (EVOLOR), doors for residential buildings (VELTADOORS), welded mesh and fence mesh panels (DIAL) and low-voltage copper and aluminium electrical cables (ELECTROPLAST).

BICO carries out fiberglass mesh production activities and operates on the market under two brands: BICO and TERRA, both in national and regional distributor networks and in DIY store chains nationwide. BICO operates in five production centers, two of which are located in Romania (BICO INDUSTRIES), in Piatra Neamt (production of fiberglass and polyester meshes, respectively reinforcements for reinforcing industrial products, as well as PVC/Aluminium corners with fiberglass mesh), and in Vaslui (production of fiberglass meshes for thermal insulation systems), two in the Republic of Moldova (which produce fiberglass mesh for thermal insulation systems) and one in Lithuania, through IRANGA (which produces fiberglass mesh and reinforcements for reinforcing industrial products, having two high-performance production lines).

EVOLOR operates in the varnish and paint production industry, and its main activity is the production of paints, primers, varnishes, thinners, washable paints, adhesives, decorative plasters and dyes. It has seven main production sections for its product portfolio, primarily targeting the national market. Through its two product lines, EVOLOR responds to consumer needs in a balanced way, offering both affordable products (STICKY) and products intended for the premium segment (Coral). These products are mainly distributed through national retail networks.

DIAL is specialised in the production of welded fence panels, woven fence mesh, Rabitz mesh and metal poles. DIAL's portfolio includes more than 200 products that are mainly distributed nationwide through DIY store chains and other specialized retailers and distributors.

ELECTROPLAST carries out production activities of low voltage electrical cables made of copper and aluminium. The Company operates in the electrical cable sector, including the railway cable sector, and operates in accordance with the applicable safety requirements and standards

relevant to the construction and infrastructure sector.

VELTADOORS is the result of the merger between ECO EURO DOORS and WORKSHOP DOORS, a process completed in December 2024. The new entity was designed to capitalize on the synergies between the two companies by integrating operations, unifying management teams and optimizing the logistics chain. VELTADOORS manufactures interior doors for residential construction, offering a wide range of products (foil doors, painted doors and painted ready doors, decor and acoustic panels for walls and ceilings) to meet both standard and non-standard size requirements. Part of the production is allocated to export markets, while on the domestic market, products are sold through DIY retailers as well as through a network of specialized retailers and distributors.

ROCA INDUSTRY's market position is based on marketing efforts and by the Group's ability to anticipate and adapt to various competitive factors influencing the industry, such as the launch of new products, technological developments in production, competitors' pricing strategies, changes in consumer preferences and economic, political and social conditions in the markets in which it operates. Depending on the context, the manner in which the Group monitors these developments and adapts its business model, and operational strategy may influence overall performance, development prospects, operational results and financial position.

ROCA INDUSTRY's customers mainly include DIY retailers, specialized distributors and other commercial partners serving the construction sector, both on the domestic and foreign markets. The products are intended for use by professional customers and end users, including individuals, through the distribution channels of business partners. The strategic directions defined in 2025 took into account the requirements and expectations of customers and end-users, including product quality and safety, compliance with applicable standards and the integration of sustainability criteria in product development and marketing. Through these directions, ROCA INDUSTRY aims to meet customer expectations in terms of product performance, sustainability and responsible use of resources, while contributing to the management of impacts, risks and opportunities identified in the relationship with customers and end users along the value chain.

During the reporting period, there were no significant changes to our products, services or markets.

There are no products or services that are prohibited in certain markets.

ROCA INDUSTRY is not active in the fossil fuel industry, in the field of controversial weapons or tobacco products.

As detailed in the financial statements, the Group's revenues come mainly from the sale of products in the construction materials industry, specific to the profile of each company within ROCA INDUSTRY. In 2025, the entire Group reported total revenues of RON 629,502,779.

Company	Manufacturing sector	TURNOVER (RON)
EVOLOR	Decorative varnishes, paints and plasters	105,418,050

BICO	Fiberglass and fiberglass reinforcement	150,585,672
DIAL	Edging panels and fence mesh	64,486,986
VELTADOORS	Doors for residential construction	93,549,821
ELECTROPLAST	Electrical cables	215,462,250
TOTAL		629,502,779

ROCA INDUSTRY's business model is based on the Group's human capital, consisting of employees operating in the following countries: Romania, the Republic of Moldova, Lithuania and Bulgaria. They support the conduct of operational activities and the implementation of the Group's strategy throughout the value chain, contributing to the achievement of economic and operational objectives.

Number of employees by geographical areas

Geographical area:	Number of employees:
Romania	783*
Republic of Moldova	224
Lithuania	23
TOTAL	1,030

*includes an employee from Bulgaria

Company	ROMANIA	REPUBLIC OF MOLDOVA	LITHUANIA	TOTAL
EVOLOR	171*			171
BICO	118	224	23	365
DIAL	85			85
VELTADOORS	278			278
ELECTROPLAST	123			123
ROC1	8			8
TOTAL	783	224	23	1,030

*includes an employee from Bulgaria

The value chain

For the purposes of ESRS 2 SBM-1, ROCA INDUSTRY's value chain comprises the set of activities, resources and relationships associated with its business model and the external environment in which it operates. It covers the main stages from product design, sourcing and production, through distribution, use and, where applicable, end-of-life, providing the reference framework for analysing how the Group creates value and interacts with relevant stakeholders.

ROCA INDUSTRY subsidiaries operate in the construction materials manufacturing sector. The upstream value chain involves suppliers of raw materials, goods and services, including national and international operators who supply essential products and equipment for the company's operations. Own operations include production, quality control, internal logistics and operational management activities carried out in the Group's facilities. Downstream, products are distributed through dedicated sales channels, including business partners and distributors, and customer and end-user relationships are part of the Group's extended value chain.

The table below presents the activities carried out along the value chain of ROCA INDUSTRY, from raw materials sourcing, production and assembly within own operations, to product distribution to customers and their use in the end markets.

Upstream				Own operations		Downstream	
Raw Material Extraction / Mining	Production of materials	Transport of goods and raw materials	Contracted services	Production	Transport	Transport of Products	End-use of products

ROCA INDUSTRY's operations are based on several key activities in its value chain, including extracted raw materials, raw material processing, as well as related activities and services such as upstream transportation. The efficient use of resources along the entire value chain is supported by integrated management systems, operational procedures and monitoring of relevant performance indicators, according to the Group's internal documentation and sustainability reporting. Performance is also tracked through monthly reviews with each subsidiary during the management meetings.

Main raw materials used in production

EVOLOR	BICO	VELTADOORS	DIAL	ELECTROPLAST
Titanium dioxide	Fiberglass thread	Coniferous lumber	Galvanized Hard Wire	Copper
Labels	PES thread	MDF boards	Galvanized soft wire	Aluminium
Film	SBR/acrylic emulsion	Bonding Adhesive	Lumber	Cold Rolled Strip
High-density polyethylene (HDPE)	Wooden pallets	Primer	Galvanized sheet	
Polyethylene terephthalate (PET)	Cardboard boxes	Enamel	Hot-dip galvanized pipe	
Polypropylene (PP)	Auxiliary chemicals	Foils	Pre-galvanized pipe	
Metal	Thread	Packaging	Polyethylene powder	
Cardboard	Adhesive tape	Honeycomb paper	PVC granules	
Filling materials	PET/PP Tape	HDF Door Panels	Dyeing Substance	
Resins	Metal Staples	Decorative film	LPG	
Pigments	Coniferous lumber	Labels	Acids	
Solvents	Metal clamps	Hardware - locks, hinges	Labels	
Additives	Colorants	Wooden logs	PET Tape	
Water	Shrink films and films		Stretch foils	
	Stretch film		Label printer ribbon	
	Nonwoven fiberglass			
	Bags			
	Tubes of different sizes			

SBM-2 – Interests and views of stakeholders

ROCA INDUSTRY and its subsidiaries identify and collaborate with internal and external stakeholders who may influence the Group's operational and commercial activities or who are affected by its activities, products and services. The main categories of stakeholders identified based on the value chain analysis include employees, shareholders, management, customers (B2B), consumers and end-users, suppliers, public and regulatory authorities, financial institutions, professional associations, as well as other relevant organisations along the value chain.

Through dialogue and collaboration with relevant stakeholders, ROCA INDUSTRY collects information on the main topics and challenges relevant to its activities. We collaborate with stakeholders through channels tailored to each category, including consultations, regular communication and involvement in relevant reporting and decision-making processes, aiming to understand the interests and views of stakeholders and taking them into account in the Group's strategy, business model and reporting process. The information obtained from this dialogue, including that gathered during the double materiality process, is consolidated and communicated to the management and Board of Directors of ROCA INDUSTRY, being taken into account in the strategic decision-making process and in defining the Group's sustainability priorities.

Stakeholder dialogue and views

Key stakeholders	Type of dialogue / engagement	Purpose of the dialogue	Results of the dialogue / use of stakeholder views
Shareholders / Investors	General Meetings of Shareholders, monthly newsletters, quarterly presentations of results, dedicated events	Reporting on financial performance, business strategy and ESG directions	Informing strategic decisions Prioritizing sustainability initiatives
Management	Monthly meetings of the Board of Directors Regular coordination meetings, internal strategic planning processes	Business and operational updates/briefings Aligning the business strategy with ESG directions and material topics	Integrating ESG strategic directions into operational and strategic planning
Employees	Internal dialogue, consultations, internal communication, feedback processes	Improvement of working conditions, health and safety, professional development	Training and skills development initiatives, improvement of internal communication, improvement of working conditions, employee well-being
Customers (B2B)	Current commercial relationships, meetings with partners, direct communication	Understanding commercial requirements and expectations for products and services	Adapting the product portfolio and business approach, where relevant
Consumers/end-users	Complaint forms, communication channels through business partners	Identifying issues related to product quality, safety and use	Product improvements and enhancement of information provided to users

Suppliers of raw materials and auxiliary materials and services	Commercial relations, operational dialogue, supplier selection and evaluation	Ensuring continuity of supply and compliance with Group requirements Ensuring the quality of services and compliance with contractual requirements	Harmonisation of the Group-wide approach and management of value-chain risks; optimisation of collaboration and operational processes
Local public authorities	Institutional communication, legal compliance	Compliance with legal and regulatory requirements	Ensuring compliance and managing the relationship with the authorities
Regulatory authorities (AFS, BVB)	Official reports, periodic communication	Compliance with capital market and reporting requirements	Fulfilment of reporting and transparency obligations
Financial Institutions / Banks	Financial dialogue, reporting, meetings	Access to finance and understanding of relevant ESG requirements	Integration of relevant criteria into financial planning
Professional/industry associations	Participation in industry initiatives and forums	Monitoring industry trends and best practices	Informing strategic decisions and positioning in the industry
NGOs	Ad-hoc dialogue, consultations	Understanding social and environmental concerns	Contributions taken into account in the materiality analysis
Local community	Ad-hoc dialogue at local level, institutional communication, interactions through local public authorities and, where appropriate, social responsibility initiatives	Understanding the expectations of the communities in which the subsidiaries operate and managing the potential social and environmental impacts associated with operations	Assessment of relevant impacts and risks. (no significant risks were identified during the reporting period requiring changes in the business model)

IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities

In 2024, ROCA INDUSTRY carried out a Group-level double materiality assessment (DMA), covering the operations of its subsidiaries as well as the upstream and downstream value chain, in accordance with ESRS requirements. The stages of the process were internally documented in line with the methodological framework described in the internal double materiality procedure. This procedure sets out the key steps of the assessment, including the definition of the value chain, identification of relevant stakeholders, assessment of impacts, risks and opportunities, and validation of results. The internal procedure documents the applied process and ensures a consistent framework for future updates of the double materiality assessment. Internal and external consultations were used to capture relevant stakeholder perspectives and to support the prioritisation of the topics assessed.

During the reporting period, the double materiality assessment was reviewed and reconfirmed through an internal consultation organised by the ESG responsible person, in accordance with

the procedure applicable at Group level. The review focused to assess changes in the business model, organisational structure, operational locations and regulatory environment, as well as to analyse the potential effects on previously identified stakeholders, material topics and IROs.

As a result of this analysis carried out with the involvement of ESG responsible persons at the Holding level, it was concluded that the identified changes did not lead to significant effects on material topics or IROs. Accordingly, the results of the previously performed double materiality assessment were referenced and reconfirmed. The reassessment is planned periodically (at least annually) and whenever there are major internal or external changes, including reviews of strategy, business processes or legislative changes.

The DMA process is aligned with the principle of double materiality (double significance) and includes two components: materiality of impact, and financial materiality:

- Impact materiality (inside-out) - considers the actual and/or potential negative impacts over short-, medium- or long-term time horizons and depending on the magnitude, scope and irremediability of the impact. Positive impacts, actual or potential, were assessed based on time horizon, magnitude, scope and likelihood. The final score was determined using an average of all these aspects, considering the contribution of internal workshops and the results of external consultations.
- Financial materiality (outside-in) is assessed based on the real and/or potential risks and opportunities over short-, medium- or long-term horizons, using the criteria of probability of occurrence and the potential magnitude of financial effects. The final score was determined using an average of all these aspects, considering the contribution of internal workshops and the results of external consultations. The links between impacts and financial risks or opportunities are analysed in the double materiality process and are reflected in the prioritisation of material topics for reporting.

The identification and assessment of actual and potential impacts on people and the environment were carried out through internal and external consultation, including: an internal workshop with management representatives and external consultants, interviews with top management and stakeholder consultation, according to the DMA documentation. Negative impacts are prioritised based on severity and likelihood criteria, and positive impacts are assessed according to magnitude/scope and likelihood. Risks and opportunities with potential financial effects are assessed based on the likelihood and potential magnitude of the effects, over relevant time horizons, and the links between impacts and risks/opportunities are taken into account in the prioritization for reporting. The process includes setting thresholds for determining the material aspects, documented in the DMA deliverables. The final list of material topics has been reviewed at the management level, and the results are documented in the report with the results of the DMA.

Starting in 2025, the high-priority ESG topics identified following the double materiality assessment have been progressively integrated into the Group's governance and risk management processes. In this context, initiatives such as the development of the sustainability

(ESG) policy, the performance of the climate vulnerability analysis, and the definition of ESG strategic directions were developed during 2025 and approved at Board of Directors level on 25 February 2026 (ESG Policy) and on 24 March 2026, respectively (climate change mitigation and adaptation measures for the ROCA INDUSTRY Group, as presented in the climate risk assessment study and the ESG strategic directions). At the same time, certain relevant policies and governance mechanisms, such as the whistleblower framework and AML policies, have already been implemented and applicable at Group level as of 2025. The integration of sustainability risks into ROCA INDUSTRY's overall risk profile is carried out progressively, in line with the maturation of the ESG governance framework.

The material impacts, risks and opportunities identified based on the 2025 DMA process are presented in section **ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model**.

In the table below we present the topics, subtopics and sub-subtopics that will not be addressed in the 2025 Sustainability Statement, as well as a brief justification for why they are omitted.

ESRS Standard	Sustainability matters <u>that are NOT covered by the 2025 Sustainability Statement</u>				
	Topic	Subtopic	Sub-subtopic	Disclosure Requirement (DR)	Explanations
ESRS E2	Pollution	Pollution of living organisms and food resources	—	There are no DRs specific exclusively to this topic	Not applicable – the activity does not affect crops, living organisms or other food sources.
		Substances of very high concern	—	ESRS E2_23 (d) ¹ ESRS E2_35	Not applicable – ROCA INDUSTRY does not use SVHC substances in its own operations.
ESRS E3	Water and marine resources	Marine resources	Water discharges in the oceans	There are no DRs specific exclusively to this topic	Not applicable – no water is discharged into the ocean.
ESRS E4	Biodiversity and ecosystems	Direct impact drivers of biodiversity loss	Climate change Land use change, freshwater use change and sea use change Invasive alien species	ESRS E4_35 ESRS E4_36 ESRS E4_38 (a) ESRS E4_38 (b) ESRS E4_38 (c) ESRS E4_38 (d) ESRS E4_38 (e) ESRS E4_39	Not applicable – ROCA INDUSTRY does not carry out activities that have a direct impact on biodiversity or ecosystems. In addition, the wood used in production has FSC certifications.
		Impacts on the state of species	Species population size Species global extinction risk	ESRS E4_40 (a) ESRS E4_40 (b) ESRS E4_40 (c) ESRS E4_40	Not applicable – no such risks were identified in the permitting studies.
		Impacts on the extent and condition of ecosystems	Desertification	(d)i. ESRS E4_40 (d)ii. ESRS E4_41 (a)	Not applicable – ROCA INDUSTRY's activity does not generate significant impacts leading to desertification.

¹ This disclosure requirement (DR) covers both substances of and substances of very high concern

			Soil sealing	ESRS E4_41 (b)i. ESRS E4_41 (b)ii. ESRS E4_41 (b)iii.	Not applicable – ROCA INDUSTRY's activity does not generate significant impacts leading to large-scale soil sealing. Construction activities are carried out according to the existing permits.
		Impacts and dependencies on ecosystem services	—		This topic has not been identified as relevant in the permitting studies.
ESRS S1	Own workforce	Other work-related rights	Child labour Forced labour Adequate housing	ESRS S1_14 (f) i. ESRS S1_14 (f) ii. ESRS S1_14 (g) i. ESRS S1_14 (g) ii. ESRS S1_22 ESRS S1_104 (a) ESRS S1_104 (b)	For ROCA INDUSTRY subsidiaries located in the EU (Romania and Lithuania) (part of BICO, excluding EUROPLAS and TERRA), DIAL, VELTADOORS, ELECTROPLAST and EVOLOR, gender equality and child labour exploitation are not considered significant issues, given the applicable legislative framework, the nature of the activities carried out and the information available for the reporting period, without significant impacts associated with these topics being identified. EU regulations stipulate that minors under the age of 15 may not be employed, and the exploitation or involvement of minors in activities that could affect their health, morality or endanger their life or normal development is prohibited. In the Republic of Moldova, the legal age for employment is 16 years.
ESRS S3	Affected communities	Communities' economic, social and cultural rights	Adequate housing Adequate food Water and sanitation	There are no DRs specific exclusively to this topic	Not applicable – no impact on affected communities has been identified
		Rights of indigenous people	Free, prior and informed consent Self-determination Cultural rights	ESRS S3_9 (a) iv. ESRS S3_15 ESRS S3_16 (a) ESRS S3_17 ESRS S3_23	Not applicable – not relevant to the activity. There are no indigenous populations in Romania and in the other countries where the Group carries out production activities.
ESRS G1	Business conduct	Animal welfare	—	ESRS G1_10 (f)	Not applicable because ROCA INDUSTRY does not conduct animal experiments or breed animals for use in production activities.
		Political engagement and lobbying activities	—	ESRS G1_29 (a) ESRS G1_29 (b) i.	Not applicable, as ROCA INDUSTRY, the Board of Directors, the Advisory

				ESRS G1_29 (b) ii. ESRS G1_29 (c) ESRS G1_29 (d)	Committees of the Board or the Executive Management of ROCA INDUSTRY have no political interests.

The list of impacts, risks and opportunities specific to each material topic is presented in **ESRS 2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**.

IRO-2 – Disclosure requirements in ESRS covered by the undertaking's Sustainability Statement

In our Sustainability Statement, we have complied with the disclosure requirements stipulated by the ESRS, based on the outcome of the DMA process. We have also included a list of all data points deriving from other EU legislation, as listed in Appendix B of ESRS 2, indicating where they can be identified in the report or marked as “not material/not applicable”, as appropriate.

List of data points in cross-cutting standards and topical standards that derive from other EU legislation

Reporting requirement and related data point	SFDR Reference	Pillar 3 reference	Benchmark Regulation	EU Climate Law Reference	Relevant section of the Sustainability Statement
	Not applicable	Not applicable			
ESRS 2 GOV-1 Board's gender diversity paragraph 21 (d)	Indicator number 13 of Table #1 of Annex 1		Commission Delegated Regulation (EU) 2020/1816, Annex II		ESRS 2 General disclosures
ESRS 2 GOV-1 Percentage of board members who are independent paragraph 21(e)			Delegated Regulation (EU) 2020/1816, Annex II		ESRS 2 General disclosures
ESRS 2 GOV-4 Statement on due diligence paragraph 30	Indicator number 10 Table #3 of Annex 1				ESRS 2 General disclosures
ESRS 2 SBM-1 Involvement in activities related to fossil fuel activities paragraph 40(d)(i)	Indicator number 4 Table #1 of Annex 1	Article 449a of Regulation (EU) No. 575/2013; Commission Implementing Regulation (EU) 2022/2453(6)Table 1: Qualitative information on environmental risk and Table 2: Qualitative information on social risk	Delegated Regulation (EU) 2020/1816, Annex II		Not applicable - The absence of involvement in sensitive sectors is implicitly covered by the description of the company's activities.
ESRS 2 SBM-1 Involvement in activities related to the chemicals production paragraph 40(d)(ii)	Indicator number 9 Table #2 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II		Not applicable - The absence of involvement in sensitive sectors is implicitly covered by the description of the activities

Reporting requirement and related data point	SFDR Reference	Pillar 3 reference	Benchmark Regulation	EU Climate Law Reference	Relevant section of the Sustainability Statement
ESRS 2 SBM-1 Involvement in activities related to controversial weapons paragraph 40 (d) iii	Indicator number 14 Table #1 of Annex 1		Delegated Regulation (EU) 2020/1818(7), Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		Not applicable - The absence of involvement in sensitive sectors is implicitly covered by the description of the activities
ESRS 2 SBM-1 Involvement in activities related to cultivation and production of tobacco paragraph 40 (d) iv			Delegated Regulation (EU) 2020/1818, Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		Not applicable - The absence of involvement in sensitive sectors is implicitly covered by the description of the activities
ESRS E1-1 Transition plan to reach climate neutrality by 2050 paragraph 14				Regulation (EU) 2021/1119, Article 2(1)	There is no climate transition plan
ESRS E1-1 Undertakings excluded from Paris-aligned Benchmarks paragraph 16 (g)		Article 449a Regulation (EU) no. 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 1: Banking book- Climate Change transition risk: Credit quality of exposures by sector, emissions and residual maturity	Delegated Regulation (EU) 2020/1818, Articles 12(1)(d) to (g) and 12(2)		E1-1 – Transition plan for climate change mitigation
ESRS E1-4 GHG emission reduction targets paragraph 34;	Indicator number 4 Table #2 of Annex 1	Article 449a Regulation (EU) no. 575/2013; Commission Implementing Regulation (EU) 2022/2453 Model 3: Banking Portfolio - Climate Change Transition Risk: Alignment Indicators	Delegated Regulation (EU) 2020/1818, Article 6		ESRS E1-4 Targets related to climate change mitigation and adaptation
ESRS E1-5 Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors) paragraph 38	Indicator number 5 Table #1 and indicator no. 5 Table #2 of Annex 1				ESRS E1-5 Energy Consumption and Energy Mix
ESRS E1-5 Energy consumption and mix paragraph 37	Indicator number 5 Table 1 of Annex # 1				ESRS E1-5 Energy Consumption and Energy Mix
ESRS E1-5 Energy intensity associated with activities in high-climate sectors paragraphs 40 to 43	Indicator number 6 Table #1 of Annex 1				ESRS E1-5 Energy Consumption and Energy Mix
ESRS E1-6 Gross Scope 1, 2, 3 and Total GHG emissions paragraph 44	Indicators number 1 and number 2 Table #1 of Annex 1	Article 449a; Regulation (EU) No 575/2013; Commission Implementing Regulation (EU)	Delegated Regulation (EU) 2020/1818, Articles 5(1), 6 and 8(1)		ESRS E1-6 Gross Scopes 1, 2, 3 and Total GHG Emissions

Reporting requirement and related data point	SFDR Reference	Pillar 3 reference	Benchmark Regulation	EU Climate Law Reference	Relevant section of the Sustainability Statement
		2022/2453 Template 1: Banking book – Climate change transition risk: Credit quality of exposures by sector, emissions and residual maturity			
ESRS E1-6 Gross GHG emissions intensity paragraphs 53 to 55	Indicators number 3 Table #1 of Annex 1	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – Climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 8(1)		ESRS E1-6 Gross Scopes 1, 2, 3 and Total GHG Emissions
ESRS E1-7 GHG removals and carbon credits, paragraph 56				Regulation (EU) 2021/1119, Article 2(1)	Not applicable
ESRS E1-9 Exposure of the benchmark portfolio to climate-related physical risks paragraph 66			Delegated Regulation (EU) 2020/1818, Annex II Delegated Regulation (EU) 2020/1816, Annex II		Not applicable - ROCA INDUSTRY applies the phase-in option.
ESRS E1-9 Disaggregation of monetary amounts by acute and chronic physical risk paragraph 66 (a) ESRS E1-9 Location of significant assets at material physical risk paragraph 66 (c)		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 paragraphs 46 and 47; Template 5: Banking book - Climate change physical risk: Exposures subject to physical risk.			Not applicable - ROCA INDUSTRY applies the phase-in option.
ESRS E1-9 Breakdown of the carrying value of its real estate assets by energy efficiency classes paragraph 67(c).		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 paragraph 34; Template 2: Banking book - Climate change transition risk: Loans collateralised by immovable property - Energy efficiency of the collateral			Not applicable - ROCA INDUSTRY applies the phase-in option.
ESRS E1-9 Degree of exposure of the portfolio to climate-related opportunities paragraph 69			Delegated Regulation (EU) 2020/1818, Annex II		Not applicable - ROCA INDUSTRY applies the phase-in option.
ESRS E2-4	Indicator number 8 Table #1 of				ESRS E2-4 Pollution of Air, Water and Soil - No

Reporting requirement and related data point	SFDR Reference	Pillar 3 reference	Benchmark Regulation	EU Climate Law Reference	Relevant section of the Sustainability Statement
Amount of each pollutant listed in Annex II to the E-PRTR Regulation (European Release and Transfer Register) emitted to air, water and soil, paragraph 28	Annex 1 Indicator number. 2 Table #2 of Annex 1 Indicator number 1 Table #2 of Annex 1 Indicator number 3 Table #2 of Annex 1				exceedances of emission limits were reported.
ESRS E3-1 Water and marine resources, paragraph 9	Indicator number 7 Table #2 of Annex 1				ESRS E3-1 Policies related to water and marine resources
ESRS E3-1 Dedicated policy paragraph 13	Indicator number 8 Table #2 of Annex 1				Not applicable – The majority of the Group's sites are located in areas with low or medium water stress; the only exception is Iranga, which is located at the boundary between a medium and high water- stress area. The Group's activities do not involve significant water consumption and do not present critical operational dependencies on this resource.
ESRS E3-1 Sustainable oceans and seas paragraph 14	Indicator number 12 Table #2 of Annex 1				ESRS E3-1 Policies related to water and marine resources
ESRS E3-4 Total water recycled and reused, paragraph 28(c)	Indicator number 6.2 Table #2 of Annex 1				ESRS E3-4 Water Consumption
ESRS E3-4 Total water consumption in m ³ per net revenue on own operations paragraph 29	Indicator number 6.1 Table #2 of Annex 1				ESRS E3-4 Water Consumption
ESRS 2 – IRO 1 – E4 paragraph 16(a)(i)	Indicator number 7 Table #1 of Annex 1				Not applicable – The Group does not carry out activities in protected areas or in areas sensitive from a biodiversity perspective.
ESRS 2 - IRO 1 - E4 paragraph 16(b)	Indicator number 10 Table #2 of Annex 1				Not applicable – The activities do not involve major changes in land use.
ESRS 2 – IRO 1 – E4 paragraph 16(c)	Indicator number 14 Table #2 of Annex 1				Not applicable – The Group does not perform operations that affect threatened species and does not operate in areas known for the presence of sensitive protected species.

Reporting requirement and related data point	SFDR Reference	Pillar 3 reference	Benchmark Regulation	EU Climate Law Reference	Relevant section of the Sustainability Statement
ESRS E4-2 Sustainable land/ agriculture practices or policies paragraph 24(b)	Indicator number 11 of Table #2 of Annex 1				Not applicable – The Group does not carry out agricultural activities or land-use practices related to agriculture.
ESRS E4-2 Sustainable oceans/ seas practices or policies paragraph 24(c)	Indicator number 12 Table #2 of Annex 1				Not applicable – The Group does not carry out activities related to oceans or seas.
ESRS E4-2 Policies to address deforestation paragraph 24(d)	Indicator number 15 Table #2 of Annex 1				ESRS E4-2 Policies related to biodiversity and ecosystems
ESRS E5-5 Non-recycled waste, paragraph 37(d)	Indicator number 13 Table #2 of Annex 1				ESRS E5-5 – Resource Outflows
ESRS E5-5 Hazardous waste and radioactive waste, paragraph 39	Indicator number 9 of Table #1 of Annex 1				ESRS E5-5 – Resource Outflows
ESRS 2- SBM3 - S1 Risk of incidents of forced labour paragraph 14(f)	Indicator number 13 of Table #3 of Annex I				Not applicable – No such incidents were identified.
ESRS 2- SBM3 - S1 Risk of incidents of child labour paragraph 14(g)	Indicator number 12 of Table #3 of Annex I				Not applicable – No such incidents were identified.
ESRS S1-1 Human rights policy commitments: paragraph 20	Indicator number 9 Table #3 and indicator number 11 Table #1 of Annex I				ESRS S1-1 – Policies related to own workforce
ESRS S1-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 21			Delegated Regulation (EU) 2020/1816, Annex II		ESRS S1-1 – Policies related to own workforce
ESRS S1-1 Processes and measures for preventing trafficking in human beings, paragraph 22	Indicator number 11 Table #3 of Annex I				ESRS S1-1 – Policies related to own workforce
ESRS S1-1 Workplace accident prevention policy or management system paragraph 23	Indicator number 1 Table #3 of Annex I				ESRS S1-1 Policies related to Own Workforce

Reporting requirement and related data point	SFDR Reference	Pillar 3 reference	Benchmark Regulation	EU Climate Law Reference	Relevant section of the Sustainability Statement
ESRS S1-3 Grievance /complaints mechanisms paragraph 32(c)	Indicator number 5 Table #3 of Annex I				ESRS S1-3 Processes to remediate negative impacts and channels for own workers to raise concerns
ESRS S1-14 Number of fatalities and number and rate of work-related accidents, paragraph 88(b) and (c)	Indicator number 2 Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		ESRS S1-14 – Health and Safety metrics
ESRS S1-14 Number of days lost to injuries, accidents, fatalities or illness paragraph 88(e)	Indicator number 3 Table #3 of Annex I				ESRS S1-14 – Health and Safety metrics
ESRS S1-16 Unadjusted gender pay gap, paragraph 97(a)	Indicator number 12 Table #1 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		ESRS S1-16 Compensation metrics (pay gap and total compensation)
ESRS S1-16 Excessive CEO pay ration, paragraph 97(b)	Indicator number 8 Table #3 of Annex I				ESRS S1-16 Compensation metrics (pay gap and total compensation)
ESRS S1-17 Incidents of discrimination paragraph 103(a)	Indicator number 7 Table #3 of Annex I				ESRS S1-17 – Incidents, Complaints and Severe Human Rights Impacts
ESRS S1-17 Non-respect of UNGPs on Business and Human Rights and OECD paragraph 104 (a)	Indicator number 10 Table #1 and indicator number 14 Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818 Art 12 (1)		ESRS S1-17 – Incidents, Complaints and Severe Human Rights Impacts
ESRS 2- SBM3 – S2 Significant risk of child labour or forced labour in the value chain paragraph 11(b)	Indicators number 12 and number 13 Table #3 of Annex I				ESRS S2
ESRS S2-1 Human rights policy, commitments paragraph 17	Indicator number 9 Table #3 and indicator number 11 Table #1 of Annex 1				ESRS S2-1 – Policies related to Workers in the Value Chain
ESRS S2-1 Policies related to workers in the value chain paragraph 18	Indicators number 11 and number 4 Table #3 of Annex 1				ESRS S2-1 – Policies related to Workers in the Value Chain
ESRS S2-1 Non-respect of UNGPs on Business and Human Rights principles and OECD guidelines paragraph 19	Indicator number 10 Table #1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		ESRS S2-1 – Policies related to Workers in the Value Chain - The ESG Policy is developed and updated in alignment with, including, these international best practices. No cases of non-compliance requiring disclosure were identified.

Reporting requirement and related data point	SFDR Reference	Pillar 3 reference	Benchmark Regulation	EU Climate Law Reference	Relevant section of the Sustainability Statement
ESRS S2-1 Due diligence policies on issues addressed by the Fundamental International Labor Organisation Conventions 1 to 8, paragraph 19			Delegated Regulation (EU) 2020/1816, Annex II		ESRS S2-1 – Policies related to Workers in the Value Chain
ESRS S2-4 Human rights issues and incidents connected to its upstream and downstream value chain, paragraph 36	Indicator number 14 Table #3 of Annex 1				Not applicable - No incidents requiring reporting were identified.
ESRS S3-1 Human rights policy commitments, paragraph 16	Indicator number 9 Table #3 of Annex 1 and indicator number 11 Table #1 of Annex 1				ESRS S3-1 Policies Related to Affected Communities
ESRS S3-1 Non-respect of UNGPs on Business and Human Rights, ILO principles or and OECD guidelines paragraph 17	Indicator number 10 Table #1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		ESRS S3-1 Policies Related to Affected Communities - The ESG Policy is developed and updated in alignment with, including, these international best practices. No cases of non-compliance requiring disclosure were identified.
ESRS S3-4 Human rights issues and incidents, paragraph 36	Indicator number 14 Table #3 of Annex 1				Not applicable -No incidents requiring reporting were identified.
ESRS S4-1 Policies related to consumer and end-users, paragraph 16.	Indicator number 9 Table #3 and indicator number 11 Table #1 of Annex 1				ESRS S4-1 Policies related to Consumer and end-user
ESRS S4-1 Non-respect of UNGPs on Business and Human Rights and OECD guidelines paragraph 17	Indicator number 10 Table #1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		ESRS S4-1 Policies related to Consumer and end-user – The ESG Policy is developed and updated in alignment with, including, these international best practices. No cases of non-compliance requiring disclosure were identified.
ESRS S4-4 Human rights issues and incidents, paragraph 35	Indicator number 14 Table #3 of Annex 1				Not applicable - No human rights incidents were reported.
ESRS G1-1 United Nations Convention against	Indicator number 15 Table #3 of Annex 1				Not applicable - Policies on business conduct and corporate culture

Reporting requirement and related data point	SFDR Reference	Pillar 3 reference	Benchmark Regulation	EU Climate Law Reference	Relevant section of the Sustainability Statement
Corruption paragraph 10(b)					
ESRS G1-1 Protection of whistleblowers paragraph 10(d)	Indicator number 6 Table #3 of Annex 1				ESRS G1-1 Corporate culture and Business conduct policies and corporate culture
ESRS G1-4 Fines for violation of anti-corruption and anti-bribery laws paragraph 24 (a)	Indicator number 17 Table #3 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II)		ESRS G1-4 Confirmed Incidents of Corruption and Bribery
ESRS G1-4 Standards of anti-corruption and anti-bribery paragraph 24(b)	Indicator number 16 Table #3 of Annex 1				ESRS G1-4 Confirmed Incidents of Corruption or Bribery - Standardele de combatere a corupției și a dării și luării de mită sunt definite prin Codul de conduită și alte politici interne ROCA INDUSTRY, în conformitate cu legislația aplicabilă.

Note: Aspects related to SFDR and Pillar 3 are not applicable to ROCA INDUSTRY, as the Group does not have the status of a financial institution, credit institution, or investment firm

The ESRS disclosure requirements covered by the Sustainability Statement are presented in the **List of Data Points, starting on page 279.**

ROCA INDUSTRY recognizes the interconnection between impacts on people and the environment, as well as their links with the risks and opportunities associated with its business activities. Following the double materiality assessment process, the topics and subtopics relevant to the Group's business model have been identified, and the corresponding disclosure requirements are included in the Sustainability Statement. ESRS topics assessed as not material are omitted from the reporting and presented separately, along with a brief justification for their exclusion.

In order to manage these topics and the associated impacts, risks and opportunities, ROCA INDUSTRY has developed internal policies and processes, some of which have cross-cutting applicability and cover several ESRS topics. An ESG policy and ESG strategic directions have also been developed, providing the reference framework for the development and progressive implementation of specific policies, action plans, indicators and, where appropriate, related targets.

SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model

ROCA INDUSTRY systematically addresses risk management and compliance, through a governance framework based on integrity and compliance with legal requirements. The Group continuously improves its corporate governance practices, both at the holding and subsidiary level, to align with industry best practices and the Group's operational needs.

ROCA INDUSTRY's management regularly assesses the risks faced by the Group, including relevant risks and opportunities from an ESG perspective, based on operational and financial analyses performed at subsidiary level. The results of these assessments are reflected in the quarterly reports (as at 31 March and 30 September), in the half-yearly reporting (as at 30 June) and in the annual report (as at 31 December) and underpin decision-making at management level. Detailed information on these risks is available on our website in the sections dedicated to [the Annual Report](#) and [Financial Results](#).

For the year 2025, ROCA INDUSTRY has revised the double materiality assessment and reassessed the material impacts, risks and opportunities (IROs) that are primarily concentrated within the subsidiaries' own operations and, where applicable, in the upstream and downstream value chain. The identified IROs include, among others, aspects related to climate change (adaptation and mitigation, energy), pollution (air, water, soil and substances of concern), water use, resource use and waste management, as well as relevant social and governance topics associated with the Holding's activities.

With regard to climate change, ROCA INDUSTRY carried out in 2025 a reassessment of climate risks and vulnerability for all sites, using climate projections and future scenarios, in order to understand the potential effects on operational continuity and on investment costs and decisions, in the short-, medium- and long-term.

Based on the outcomes of the double materiality assessment, the identified IROs and the climate-related risks, the Group has defined strategic sustainability directions for the material topics in 2025. These directors will underpin the development of action plans and the gradual integration of sustainability aspects into governance and management processes. The analysis conducted in this context was qualitative and, at the current level of maturity, focused on the identification and consideration of significant impacts, risks and relevant opportunities across the Group's operations.

The current financial effects of significant risks and opportunities are qualitatively assessed, based on the analyses of operational and financial impacts carried out at the subsidiary level, and are used in the decision-making process of the management bodies. For the 2025 reporting period, no separate quantitative analysis of the resilience of the strategy and business model was performed, and no risks or opportunities were identified that would generate a significant risk of material adjustments to carrying amounts in the next reporting period.

Impacts, risks and opportunities

Sustainability topics covered by the ESRS			IMPACT	Impact - Positive/Negative	Impact - Actual/Potential	Time horizon	Location in the value chain	Risk/Opportunity	Financial score explanations (R) is a risk, (O) is an opportunity	Anticipated financial effect
Standard	Subtopic	Sub-subtopic								
ESRS E1. Climate change	Climate change adaptation		Climate change, including extreme weather events, may cause operational disruptions or affect the infrastructure used in the activities of ROCA INDUSTRY's subsidiaries and, where appropriate, across upstream and downstream value chain, including influencing the availability of resources necessary for production processes. The environment may also be affected by the operational activities of ROCA INDUSTRY's subsidiaries, as well as by certain activities along the value chain, through pressures on natural resources and environmental conditions.)	Negative	Potential	Medium term Long term	The entire value chain	R + O	(R) Extreme weather events may lead to production disruptions, additional repair/maintenance costs and business continuity expenses, depending on the site and exposure. (O) The implementation of adaptation measures (e.g. planning and continuity measures) may reduce the risk of disruptions and the volatility of operating costs.	(R) Expected to affect financial performance, cash flow (O) Expected to affect financial performance, and the cost of capital in the short, medium or long term
	Climate change mitigation		Energy consumption (purchased electricity and, where applicable, fuels used in operations) contributes to greenhouse gas emissions, which can amplify climate impacts and increase the Group's exposure to transition risks.	Negative	Potential	Medium term Long term	The entire value chain	R + O	(R) Regulatory and market developments related to decarbonisation (e.g. requirements, fees/costs associated with emissions, customer/ investor requirements) may lead to compliance and investment costs to reduce emissions and pressures on competitiveness, depending on the energy mix and technologies used. (O) Reducing greenhouse gas emissions by increasing energy efficiency and optimising the energy mix, in the medium to long term, to reducing operational costs, may reduce exposure to transition risks and improve access to finance and competitive positioning, in the context of increasing customer and investor demands on climate performance.	(R) Expected to affect financial performance (O) Expected to affect financial performance, and cost of capital in the short, medium or long term
	Energy		The production processes of subsidiaries may be energy-intensive, and the efficiency of energy use influences both the impact on the climate (through emissions associated with	Negative	Current	Short term Medium term	The entire value chain	R + O	(R) Rising energy costs and their volatility may affect production costs and margins. (O) Energy efficiency programmes and the transition to lower-emission sources may reduce costs and exposure to transition risks.	(R) Expected to affect financial performance, cash flow (O) It is expected to affect financial performance,

Sustainability topics covered by the ESRS			IMPACT	Impact - Positive/Negative	Impact - Actual/Potential	Time horizon	Location in the value chain	Risk/ Opportunity	Financial score explanations (R) is a risk, (O) is an opportunity	Anticipated financial effect
Standard	Subtopic	Sub-subtopic								
			consumption) and operational performance.							access to finance or cost of capital in the short, medium or long term
ESRS E2. Pollution	Pollution of air		Air emissions may have significant, localized impact on human health and the environment.	Negative	Potential	Short term	Own operations Upstream	R	(R) The financial impacts resulting from air emissions will vary depending on the specific location of operations and applicable air emissions regulations but could include higher operating or capital expenditures and regulatory or legal penalties.	(R) It is expected to affect the financial position, the cost of capital in the short, medium or long term
	Pollution of water		Water contamination may have significant, localized impact on human health and the environment.	Negative	Potential	Short term	Own operations Upstream	R	(R) Excessive water pollution may lead to additional treatment/monitoring costs, investments in equipment and facilities, higher water and discharge fees/tariffs, as well as fines/penalties in case of exceeding the legal limits or conditions of the applicable permits; operational disruptions may also occur if corrective action is imposed.	(R) It is expected to affect the financial position, financial performance, cash flows, access to finance
	Pollution of soil		Soil contamination associated with operations (e.g. accidental spills, substance handling/ storage) and, where applicable, upstream value chain may generate local impacts on the environment and human health and may require remedial measures.	Negative	Potential	Short term	Own operations Upstream	R	(R) Financial risks may include remediation costs, investments in preventive measures, sanctions/fines and potential operational restrictions in case of non-compliance with legal environmental requirements.	(R) It is expected to affect the financial position, financial performance, cost of capital in the short, medium or long term
	Substances of concern		Construction materials may contain substances that have the potential to harm human health, including volatile organic compounds (VOC) and potential reproductive toxins, carcinogens, and endocrine disruptors.	Negative	Potential	Short term Medium term	Own operations Upstream	R	(R) The financial impacts resulting from air emissions will vary depending on the specific location of operations and applicable air emissions regulations but could include higher operating or capital expenditures and regulatory or legal penalties.	(R) It is expected to affect the financial position, financial performance, cost of capital in the short, medium or long term
	Microplastics		Microplastics may generate potential negative impacts on the environment and human health by releasing micropolymer particles into the air, water or soil, in particular as a result of the use of certain raw materials or the degradation of products during the life cycle.	Negative	Potential	Short term	Own operations Upstream	R	(R) The European Chemicals Agency (ECHA) has proposed a set of restrictions on the use of primary microplastics in the EU. The financial risks associated with microplastics may arise from the evolution of regulations on restricting their use and release (e.g. requirements for compliance, testing or substitution of raw materials), the need to adapt processes or products, and potential reputational risks,	(R) Expected to affect financial performance

Sustainability topics covered by the ESRS			IMPACT	Impact - Positive/Negative	Impact - Actual/Potential	Time horizon	Location in the value chain	Risk/ Opportunity	Financial score explanations (R) is a risk, (O) is an opportunity	Anticipated financial effect
Standard	Subtopic	Sub-subtopic								
			Where present, these substances are generally found in products in low concentrations and therefore do not represent a health concern.						depending on customer and market requirements.	
ESRS E3. Water and marine resources	Water	Water consumption	The use, withdrawal and discharge of water in own operations (where applicable) may generate impacts on the environment and on people, including pressure on local water resources, changes in the quality of discharged water, and potential effects on ecosystems and the availability of water for other uses.	Negative	Potential	Medium term	Own operations Upstream	R	R) The use and management of water may generate financial risks by increasing water supply costs and/or tariffs (including for discharge), investments and operational expenses for monitoring, treatment and compliance, as well as fines/sanctions or corrective measures in case of non-compliance with legal requirements or with the conditions of the applicable permits; In certain situations, operational interruptions associated with restrictions on use or the need for remediation may also occur.	(R) It is expected to affect financial performance, financial position, cash flows, access to finance and cost of capital in the short, medium or long term
		Water withdrawals								
		Water discharges								
	Marine resources	Extraction and use of marine resources	Degradation of ecological systems and species due to excessive extraction of marine resources that are essential for ecosystem functioning.	Negative	Potential	Medium term Long term	Upstream	R	(R) Supply chain dependency can lead to undesirable circumstances that are beyond control. If downtime occurs on the production line due to a supplier's inability to supply materials or parts, this shutdown could lead to lost revenue and profits.	(R) Expected to affect financial performance, financial position, cash flows
ESRS E4. Biodiversity and ecosystems	Direct impact drivers of biodiversity loss	Direct exploitation	The development and operation of facilities manufacturing construction products and wood-based construction products can have a range of impacts on biodiversity, such as changes in the landscape, removal of vegetation and impact on wildlife habitats.	Negative	Potential	Medium term Long term	Upstream	R	(R) Reports of illegal logging, environmental pollution or negative impact on communities can lead to reputational repercussions that can affect the brand value of a company, affecting the demand for their products.	(R) It is expected to affect financial performance, financial position, cash flows, access to finance
		Pollution								
	Impacts on the extent and condition of ecosystems	Land degradation	The development and operation of facilities manufacturing construction products and wood-based construction products can have a number of impacts on biodiversity, such as changes in the landscape, removal of vegetation and impact on wildlife habitats.	Negative	Potential	Medium term Long term	Upstream	R	(R) Regulations that address the import of illegally produced timber may result in additional penalties and damage to brand value.	(R) It is expected to affect financial performance, financial position, access to finance
ESRS E5. Resource use and circular economy	Resources inflows, including resource use		Companies may accidentally source timber from areas that are exposed to unsustainable forestry practices	Negative	Potential	Short term Medium term Long term	Own operations Upstream	R	(R) Regulations that address the import of illegally produced timber may result in additional penalties and damage to brand value.	(R) It is expected to affect financial performance, financial position,

Sustainability topics covered by the ESRS			IMPACT	Impact - Positive/Negative	Impact - Actual/Potential	Time horizon	Location in the value chain	Risk/ Opportunity	Financial score explanations (R) is a risk, (O) is an opportunity	Anticipated financial effect
Standard	Subtopic	Sub-subtopic								
										cash flows, access to finance
	Resource outflows related to products and services		On-site combustion and fuel production processes in the construction materials sector generate air pollutants and hazardous chemicals, including small amounts of organic compounds and heavy metals.	Negative	Potential	Medium term Long term	Own operations Upstream	R	(R) Regulatory risk remains due to evolving environmental laws, including those at local and national level and for other waste streams.	(R) It is expected to affect financial performance, financial position, access to finance
	Waste		Depending on the specific construction product or wood-based construction products, significant environmental impacts can occur during the supply of raw materials, transport, production, the use phase or the end of life.	Negative	Potential	Short term Medium term Long term	Own operations Upstream Bottom	R	(R) Construction products and wood-based construction products generate waste from production processes, pollution control devices and hazardous waste management activities present regulatory risk that may increase operating costs.	(R) It is expected to affect financial performance, the financial position of the
ESRS S1. Own workforce	Working conditions	Secure employment	Fatality and injury rates in the Construction Products and wood-based construction products sector may be higher compared to those in other sectors as a result of workforce exposure to motor transport and heavy machinery accidents, fall accidents, exposure to hazardous chemicals, and other unique and potentially hazardous situations.	Negative	Potential	Short term Medium term Long term	Own operations	R	(R) Failure to protect workers' health and safety may result in fines and penalties; Serious incidents may result in acute, one-time extraordinary expenses and contingent liabilities from legal and/or regulatory actions.	(R) Expected to affect financial performance, financial position, cash flows
		Working time								
		Adequate wages								
		Social Dialogue								
		Freedom of association, the existence of works councils and the information, consultation and participation rights of workers								
		Collective bargaining, including rate of workers covered by collective agreements								
		Work-life balance								
		Health and safety								
	Equal treatment and opportunities for all	Gender equality and equal pay for work of equal value	Employee representatives play a key role in representing workers' interests and managing collective bargaining	Positive	Current	Short term Medium term Long term	Own operations	O	(O) Companies that aim to properly train both permanent and temporary employees and build a strong safety culture could reduce their risk profile, while gaining a competitive advantage in new bids and project proposals,	(O) (R) Expected to affect financial performance, financial position
		Training and skills development								

Sustainability topics covered by the ESRS			IMPACT	Impact - Positive/ Negative	Impact - Actual/ Potential	Time horizon	Location in the value chain	Risk/ Opportunity	Financial score explanations (R) is a risk, (O) is an opportunity	Anticipated financial effect
Standard	Subtopic	Sub-subtopic								
		Employment and inclusion of persons with disabilities	for better wages and working conditions.						as a result of a strong track record in occupational health and safety.	
		Measures against violence and harassment in the workplace								
		Diversity								
	Other work-related rights	Privacy	The violation of the confidentiality and/or protection of employees' personal data may have negative impacts on their rights and may lead to reputational and compliance consequences for the Group	Negative	Potential	Short term Medium term Long term	Own operations	R	(R) Poor employment conditions, including low wages, long hours and mandatory overtime	(R) Expected to affect financial performance, financial position, cash flows
ESRS S2. Workers in the value chain	Working conditions	Secure employment	Working conditions may be physically demanding and dangerous.	Negative	Potential	Short term Medium term Long term	Upstream	R	(R) Construction products companies face an inherent tension between the need to reduce labour costs in order to remain price competitive and to manage human resources to ensure long-term performance.	(R) Expected to affect financial performance, financial position, cash flows
		Working time								
		Adequate wages								
		Social Dialogue								
		Freedom of association, the existence of works councils and the information, consultation and participation rights of workers								
		Collective bargaining, including rate of workers covered by collective agreements								
		Work-life balance								
		Health and safety								
	Equal treatment and opportunities for all	Gender equality and equal pay for work of equal value	Temporary workers may be exposed to higher risks due to a lack of training or experience in the sector.	Negative	Potential	Short term Medium term Long term	Upstream	O	(O) Companies aiming to properly train both permanent and temporary employees and build a strong safety culture could reduce their risk profile, while gaining a competitive advantage in new bids and project proposals, as a result of a strong track record in occupational health and safety.	(R) It is expected to affect financial performance, the financial position of the
		Training and skills development								
		Employment and inclusion of persons with disabilities								

Sustainability topics covered by the ESRS			IMPACT	Impact - Positive/Negative	Impact - Actual/Potential	Time horizon	Location in the value chain	Risk/ Opportunity	Financial score explanations (R) is a risk, (O) is an opportunity	Anticipated financial effect
Standard	Subtopic	Sub-subtopic								
		Measures against violence and harassment in the workplace Diversity								
	Other work-related rights	Child labour Forced labor Adequate housing Water and sanitation Privacy	In the upstream value chain, potential risks related to respect for workers' rights (including child labour, forced labour and adequate living/working conditions) may exist, depending on supplier practices and sourcing regions. Violating the privacy and/or protection of employees' personal data may generate negative impacts on workers' rights and lead to reputational and compliance consequences for suppliers.	Negative	Potential	Short term Medium term Long term	Upstream	R	(R) Poor employment conditions, including low wages, long hours and mandatory overtime	(R) It is expected to affect financial performance, the financial position of the
ESRS S3. Affected communities	Communities' economic, social and cultural rights	Land-related impacts	Through community engagement strategies, ROCA INDUSTRY and its subsidiaries may have a positive impact on the economic, social and cultural rights of local communities, contributing to responsible land use and maintaining a safe and stable environment for economic and social activities.	Positive	Potential	Short term Medium term Long term	Own operations Bottom	R + O	(R) ROCA INDUSTRY subsidiaries could experience negative financial impacts if the community interferes or lobbies the government to interfere with an undertaking's rights in relation to its ability to access, develop, and produce reserves. (O) Companies in extractive sector may adopt various community engagement strategies in their global operations to manage the risks and opportunities associated with community rights and interests.	(R) Expected to affect financial performance, financial position, cash flows
		Security-related impacts								
	Communities' civil and political rights	Freedom of expression Freedom of assembly Impact on human rights defenders	This refers to how complaints are received and handled, and whether public relations policies are in place.	Positive	Current	Short term Medium term Long term	Own operations Upstream	R	(R) Construction materials and raw materials sourced from quarries can generate additional community-related risks when extracted or processed in conflict zones and areas with weak or absent governance institutions, the rule of law and human rights legislation.	(R) Expected to affect financial performance, financial position, cash flows, cost of capital in the short, medium or long term
ESRS S4. Consumers and end-users	Information-related impacts for consumers and/or end-users	Privacy Freedom of expression Access to quality information	Labelling and marketing information are publicly available and accessible to all (e.g. product labels, instructions for use, websites).	Negative	Potential	Short term Medium term Long term	Bottom	R	(R) The risk of complaints (in particular with regard to health problems), if instructions for the correct use of the products are not provided or if all the substances or materials that make up the final product are not included.	(R) It is expected to affect financial performance, financial position,

Sustainability topics covered by the ESRS			IMPACT	Impact - Positive/Negative	Impact - Actual/Potential	Time horizon	Location in the value chain	Risk/ Opportunity	Financial score explanations (R) is a risk, (O) is an opportunity	Anticipated financial effect
Standard	Subtopic	Sub-subtopic								
										cash flows, access to finance
	Personal safety of consumers and/or end-users	Health & Safety	Construction products and wood-based construction products may contain substances that have the potential to harm human health, including volatile organic compounds and potential reproductive toxins, carcinogens, and endocrine disruptors. Some of the products must also be stored in places where children cannot have access.	Negative	Potential	Short term Medium term Long term	Bottom	R	(R) The sector is exposed to potentially significant regulatory and reputational risk from the use of substances of concern	(R) Expected to affect financial performance, financial position, cash flows
		Security of a person								
		Child protection								
	Social inclusion of consumers and/or end-users	Non-discrimination	There were no differences in terms of people's access to manufactured products at ROCA INDUSTRY subsidiaries. The products are accessible in DIY stores, there are also premium versions of the products.	Positive	Potential	Short term Medium term Long term	Bottom	O	(O) By selling products in DIY stores, ROCA INDUSTRY ensures access to quality products to a broad category of people.	(O) It is expected to affect financial performance, the financial position of the
		Access to products and services								
		Responsible Marketing Practices								
ESRS G1. Professional conduct	Corporate culture		A corporate culture that engages and empowers employees and contractors to work with management to protect their own health, safety, and well-being, and prevent accidents is likely to support business performance.	Positive	Current	Short term Medium term Long term	Own operations	O	(O) Through innovation and product design that facilitates end-of-life product recovery and the use of lower-impact materials, the adoption of product certification programs and partnerships with customers, manufacturers of construction products can achieve improvements in lifecycle impact, reduce regulatory risk, meet growing customer demand and achieve cost savings.	(O) It is expected to affect financial performance, the financial position of the
	Protection of whistle-blowers		There may be widespread impacts if legal requirements are not complied with (Law no. 361/2022 on the protection of whistleblowers in the public interest).	Negative	Potential	Short term Medium term Long term	Own operations	R	(R) Risks arising from non-compliance with legislation as well as reputational risks that may lead to the loss of customers and suppliers.	(R) It is expected to affect financial performance, financial position, cash flows, access to finance
	Management of relationships with suppliers including payment practices		It is important that companies' internal procedures are followed when it comes to their relationship with suppliers, including that payments are made in a timely manner. Failure to comply with these	Negative	Potential	Short term Medium term Long term	Own operations		(R) Ethical violations may lead to investigations by the authorities, as well as high fines, settlement costs and damaged reputation, as well as loss of relationships with suppliers.	(R) It is expected to affect financial performance, financial position, cash flows, access to finance

Sustainability topics covered by the ESRS			IMPACT	Impact - Positive/Negative	Impact - Actual/Potential	Time horizon	Location in the value chain	Risk/ Opportunity	Financial score explanations (R) is a risk, (O) is an opportunity	Anticipated financial effect
Standard	Subtopic	Sub-subtopic								
			procedures may result in a moderate negative impact on ROCA INDUSTRY.							
	Corruption and bribery	Prevention and detection including training	Moderate negative impacts if internal codes and procedures on corruption and bribery are not complied with.	Negative	Potential	Short term Medium term Long term	Own operations	R	(R) This is due to several factors, including the global operations of many companies, the need to manage multiple local agents and subcontractors, the complexity of project financing and project permits, the scale of contracts involved in the construction of large infrastructure projects, and the competitive process required to obtain contracts with private and public entities. The risk associated with bribery and corruption at ROCA INDUSTRY is moderately low, however there is a potential risk if someone on the Board or management accepts bribery. In addition, potential reputational risks can lead to loss of supplier relationships. It damages the reputation of ROCA INDUSTRY and violates legal requirements.	(R) It is expected to affect financial performance, financial position, cash flows, access to finance
		Incidents								
Additional homework. Cybersecurity	Cybersecurity		Actual and potentially moderate negative impact in the event of cybersecurity incidents or accidents. Effective management in this area is important to also reduce regulatory and reputational risks, and is key to business success.			Short term Medium term Long term	Own operations	R	(R) Poorly managed cybersecurity may lead to the loss of data of ROCA INDUSTRY, as well as customers and employees data. Risk of losing all customer data as a result of cyberattacks, may have financial, reputational and physical consequences.	(R) It is expected to affect financial performance, financial position, cash flows, access to finance, cost of capital in the short, medium or long term

MDR-P Policies – Policies adopted to manage material sustainability matters

ROCA INDUSTRY manages the sustainability matters identified as material within the DMA through a series of policies and processes established internally at Group level and, where appropriate, at subsidiary level.

In 2025, ROCA INDUSTRY has developed an ESG policy at the Holding level, which sets out general commitments to prevent, mitigate and manage actual and potential impacts, to address risks and to leverage opportunities associated with material topics. The ESG policy is developed in accordance with ESRS requirements, while also considers other applicable frameworks, such as ISO 14001, ISO 45001, UNGC, ILO, OECD. It was approved by the Board of Directors on 25 February 2026.

Also in 2025, sustainability strategic directions were defined for each material topic, providing a reference framework for the development and progressive implementation of specific policies, action plans and, where applicable, related targets at both holding and subsidiary level, depending on their respective specificities. The ESG strategic directions were approved by the Board of Directors on 24 March 2026.

Both the ESG Policy and the strategic directions apply at the level of ROCA INDUSTRY and its subsidiaries, covering own operations and, where relevant, the upstream and downstream value chain. Depending on the nature of each material topic and the maturity level of the subsidiaries, policies and processes may vary in terms of level of detail; however, the Holding's objective is to ensure a structured and consistent approach across the entire Group. Both the ESG Policy and the strategic directions will be implemented at subsidiary level starting in 2026.

For each material topic, relevant information regarding applicable policies, their scope, implementation responsibilities, monitoring processes and any references to external standards or initiatives are presented in the appropriate sections of the Sustainability Statement. Where policies have not yet been adopted for certain topics or are under development or implementation, this is explicitly disclosed in the relevant chapter, together with the expected timeline for adoption, in accordance with the requirements of the ESRS.

MDR-A Actions – Actions and resources in relation to material sustainability matters

In 2025, ROCA INDUSTRY has established strategic sustainability directions for each material topic identified through the DMA. These strategic directions provide the reference framework for the development and implementation, starting with 2026, of action plans aimed at preventing, mitigating or managing actual and potential impacts, as well as addressing the risks and opportunities associated with each topic.

The main actions planned, their scope, applicable time horizons and expected results are presented in the relevant thematic sections of the Sustainability Statement. If, for certain topics,

actions have already been initiated in the reporting year, these are described separately, together with the stage of implementation, where relevant.

Where the implementation of an action plan involves significant operating expenditure (OpEx) and/or significant capital expenditure (CapEx), relevant information is disclosed in the EU Taxonomy section, including explanations of the reconciliation with the corresponding values reported in the financial statements.

MDR-M Indicators – Metrics in relation to material sustainability matters

The indicators used to monitor sustainability matters identified as material are presented in the corresponding thematic sections of each relevant ESRS. In the context of defining the strategic sustainability directions in 2025, the metrics framework is currently being consolidated and aligned with the action plans and is expected to be progressively developed and implemented starting with 2026, in correlation with the relevant action plans.

MDR-T targets – Tracking effectiveness of policies and actions through targets

The effectiveness of policies and actions addressing material impacts, risks and opportunities is tracked through sustainability reporting and performance monitoring, using the relevant indicators presented in the thematic sections of the Sustainability Statement.

Considering the current level of maturity, as well as the fact that the sustainability strategic directions were defined in 2025 without a unified and formalised methodology and had an indicative character aligned with the Group's priorities, the establishment and implementation of measurable, results-oriented and time-bound targets are still at a developmental stage. This process is expected to be carried out progressively starting in 2026, in correlation with the action plans relevant to each material topic. In this context, ROCA INDUSTRY plans to develop a structured methodology for setting, monitoring and reviewing targets, with a view to progressively aligning with ESRS requirements and good reporting practices.

Information on the metrics and targets associated with each material topic is presented in the relevant sections of the Sustainability Statement.

Report pursuant to Article 8 of Regulation (EU) 2020/852 of the European Parliament and of the Council (the 'Taxonomy Regulation')

Regulatory context and reporting scope

Taxonomy reporting has been prepared at ROCA INDUSTRY level in accordance with the provisions of Article 8 of the EU Taxonomy Regulation (Regulation (EU) 2020/852) on the establishment of a framework to facilitate sustainable investments for the financial year 2025. The following section provides an overview of the Taxonomy-aligned, Taxonomy-eligible and non-eligible economic activities within ROCA INDUSTRY for the period from 1 January 2025 to 31 December 2025. This section sets out how and to what extent the economic activities of ROCA INDUSTRY and its subsidiaries are associated with activities considered environmentally sustainable, as well as the related key performance indicators as defined in the aforementioned Regulation and its delegated acts.

The information complies with the reporting requirements set out in Article 8 of the Taxonomy Regulation (Regulation (EU) 2020/852), the Delegated Act (Commission Delegated Regulation (EU) 2021/2178) and subsequent amending acts, namely Delegated Regulation (EU) 2021/2139 and Delegated Regulation (EU) 2022/1214, Delegated Regulation (EU) 2023/2485, Delegated Regulation 2023/2486 and Delegated Regulation (EU) 2024/3215, the Simplification Regulation (EU Regulation 2026/73) and in accordance with Directive 2013/34/EU on non-financial reporting.

As part of the European Commission's efforts to simplify sustainability reporting under the Omnibus package, we aligned our EU Taxonomy reporting with the Simplification Regulation and opted to use the updated reporting forms. In line with these amendments, we carried out an eligibility assessment based on a full analysis of economic activities in relation to those listed in the Annexes to the Climate and Environment Delegated Acts.

ROCA INDUSTRY did not apply the 10% threshold. Although the EU Taxonomy framework allows entities to optionally apply the 10% threshold for reporting eligible or aligned activities, ROCA INDUSTRY has chosen to report all activities identified as eligible and/or aligned, regardless of the related turnover, CapEx or OpEx, to ensure transparency and a full presentation of the Group's contribution to the environmental objectives of the EU Taxonomy. This approach reflects the Group's strategic commitment to sustainability and the intention to highlight activities with low financial impact but relevant from the perspective of the transition to a low-carbon economy.

Article 8 of the Taxonomy Regulation

The Taxonomy Regulation is a key component of the European Commission's action plan to redirect capital flows towards a more sustainable economy. This is an important step towards achieving climate neutrality by 2050, in line with EU targets, as the Taxonomy is a classification system for sustainable economic activities.

In the next section, ROCA INDUSTRY, as a non-financial entity, presents the share of turnover, capital expenditure (CapEx) and operational expenditure (OPEX) for the reporting period 1 January 2025 – 31 December 2025, which are associated with eligible and taxonomy-aligned economic activities related to the six environmental objectives (climate change mitigation, climate change adaptation, sustainable use and protection of water and marine resources, prevention and control of pollution, transition to a circular economy, protection and restoration of biodiversity and ecosystems) in accordance with Article 8 of the Taxonomy Regulation and subsequent amendments.

An economic activity shall be considered taxonomy-eligible if it corresponds to the description of one of the activities set out in the delegated acts adopted pursuant to Article 10 para. (3), Article 11 para. (3), Article 12 para. (2), Article 13 para. (2), Article 14 para. (2) and Article 15 para. (2) of Regulation (EU) 2020/852, irrespective of whether or not that economic activity meets all the technical criteria to be verified set out in those delegated acts.

An economic activity is considered taxonomy-aligned if it contributes substantially to one or more of the environmental objectives, does not cause significant harm to any of the other environmental objectives, complies with the technical screening criteria and complies with minimum social guarantees.

Following the internal evaluation, five eligible activities were identified under the Taxonomy Regulation for which the contribution to environmental objectives was assessed.

No taxonomy-aligned activities were identified for the 2025 financial year.

The section below indicates which economic activities are identified as eligible for each of the three performance indicators (KPIs). Consolidated figures are used and any intra-group activity is eliminated to avoid double counting.

Assessment of eligibility for the EU Taxonomy of Economic Activities

To identify the eligible economic activities carried out by ROCA INDUSTRY, a comprehensive assessment of the economic activities was conducted against the activities set out in the EU Taxonomy delegated acts applicable to the environmental objectives. The eligibility assessment aimed to identify the economic activities that fall within the areas defined by the EU Taxonomy, and the analysis of the technical criteria for substantial contribution and alignment performed separately. During the reporting period, ROCA INDUSTRY did not carry out eligible economic activities related to nuclear energy or natural gas.

The next section presents the results of the eligibility assessments of economic activities for turnover, CapEx and OpEx at ROCA INDUSTRY level, for the period 01 January 2025 – 31 December 2025.

Turnover

The main activity of ROCA INDUSTRY HOLDINGROCK1 S.A. according to NACE Code 64.20 is asset management (holding activities) and is not associated with any eligible activity. This division includes the activities of companies that hold shares (or other forms of ownership) in other companies or undertakings (other than financial sector entities) for the purpose of exercising majority control over them.

As a holding company, ROCA INDUSTRY does not carry out its own operational activities but implements business strategies through its direct subsidiaries.

Of the activities that generate turnover for ROCA INDUSTRY, we have identified the following activities that comply with the definition as listed in Annex I of the Climate Delegated Act, 2139/2021, respectively in Annex I of Commission Delegated Regulation (EU) 2023/2485, as follows:

Activity 3.5 (CCM) – Manufacture of energy efficiency equipment for buildings contributes substantially to climate change mitigation (CCM) and can be associated with the following economic activities carried out at Group level:

- **Manufacture of interior doors by VELTADOORS** (NACE code 16.23 *Manufacture of other builders' carpentry and joinery*). Although interior doors do not directly influence the external energy performance of a building, they contribute to overall energy efficiency by providing thermal insulation between spaces with temperature differences (e.g. between inhabited areas and attics or basements). Additionally, doors enable thermal zoning in buildings, facilitating temperature control in segregated spaces and reducing energy losses.
- **Manufacture of technical textiles by BICO** (NACE code 13.20 *Weaving of textiles*). BICO produces a wide range of products, including fiberglass mesh for ETICS (Composite External Thermal Insulation System) systems and for the reinforcement of industrial products by lamination, laminated fiberglass reinforcements that combine the properties of the layers of which they are composed (non-woven materials and fiberglass mesh) or other adjacent products, such as fiberglass mesh corner profiles and other composite solutions by laminating mesh on nonwovens, foils, films, paper. These products are used in various composite external thermal insulation systems, using materials such as mineral wool and expanded polystyrene, as well as in the reinforcement of internal and external plasters, helping to improve the energy performance of buildings.
- **Manufacture of decorative plasters by EVOLOR** (the company produces such products under NACE code 20.30 *Manufacture of paints, varnishes and similar coatings, printing ink and mastics*). EVOLOR holds ETICS certifications for the Composite External Thermal Insulation System based on mineral wool (EVOLOR ENERGY MW) and for the Composite External Thermal Insulation System based on extruded polystyrene (EVOLOR EPS). These certifications confirm the compliance of products with the applicable European standards and their role in increasing the energy efficiency and sustainability of buildings, both for new construction and renovations.

The products made by BICO (fiberglass mesh and reinforcements) and EVOLOR (ETICS certified decorative plasters) directly contribute to improving the performance of thermal insulation systems, essential for reducing energy consumption and emissions associated with buildings.

Activity 3.20 (CCM) – Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation is associated with NACE

Code 27.32 *Manufacture of other electronic and electrical wires and cables*, which represents the main activity of ELECTROPLAST. The cables manufactured by ELECTROPLAST are used by operators specialized in electricity transmission and distribution networks, particularly low voltage networks. In the context of the modernization of electricity infrastructure, the use of advanced cable technologies contributes to increasing energy efficiency, by reducing energy losses associated with obsolete networks and by adapting networks to integrate renewable energy capacities.

ELECTROPLAST also produces cables used in photovoltaic systems, intended for permanent outdoor use, thus supporting the development and operation of the infrastructure for the production of energy from renewable sources.

Activity 4.1 (CCM) - Electricity generation using solar photovoltaic technology consists of generating electricity using solar photovoltaic technology, which contributes substantially to climate change mitigation (CCM). The electricity produced is primarily used for own consumption, within the production facilities. Surplus electricity is fed into the public grid, and the reported turnover associated with this activity reflects exclusively the revenues obtained from the sale of surplus to the grid.

CapEx

ROCA INDUSTRY assesses CAPEX eligibility by reviewing its purchases in the financial year 2025 and associating them with eligible economic activities. In 2025, ROCA INDUSTRY has identified eligible acquisitions related to:

- **Activity 3.5 (CCM) – Manufacture of energy efficiency equipment for buildings** – is associated with investments in BICO and EVOLOR production lines. The main activity of the BICO Group is NACE Code 13.20 *Weaving of textiles (technical textiles)*, and EVOLOR carries out activities for the manufacture of decorative plasters according to NACE Code 20.30 *Manufacture of paints, varnishes and similar coatings, printing ink and mastics*. Activity 3.5 (CCM) contributes to climate change mitigation.
- **Activity 3.20 (CCM) – Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation** – the eligible investments are associated with ELECTROPLAST's production lines, carried out according to NACE Code 27.32 *Manufacture of other electronic and electrical wires and cables*. This activity contributes to climate change mitigation by supporting the modernisation of energy infrastructure.
- **Activity 7.6 (CCM) – Installation, maintenance and repair of renewable energy technologies** – includes the investments made by EVOLOR in energy efficiency equipment, i.e. the installation of heat pumps at the headquarters in Râmnicu Vâlcea. This activity contributes to climate change mitigation.

OpEx

ROCA INDUSTRY has identified operational expenditure (OpEx) related to economic activities eligible for the EU taxonomy, such as transport costs, repair and maintenance costs, rent, third-party service expenses and other expenses.

- **Activity 3.5 (CCM) – Manufacture of energy efficiency equipment for buildings** – is associated with operational expenses related to the activities of VELTADOORS, BICO and EVOLOR. The main activity of BICO corresponds to NACE code 13.20 Production of fabrics (technical textiles), EVOLOR carries out activities for the manufacture of decorative plasters according to NACE code 20.30 Manufacture of paints, varnishes and similar coatings, printing ink and mastics, and VELTADOORS produces interior doors according to NACE code 16.23 Manufacture of other builders' carpentry and joinery, aiming to improve the energy efficiency of a building. The products produced in these activities contribute to improving the energy efficiency of buildings, and Activity 3.5 (CCM) contributes to climate change mitigation.
- **Activity 3.20 (CCM) – Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation** – operational expenses associated with the activity carried out by ELECTROPLAST, corresponding to NACE code 27.32 – Manufacture of other electronic and electrical wires and cables, which is the main activity of the company. This activity contributes to climate change mitigation by supporting the modernization of energy infrastructure.
- **Activity 6.6 (CCM) – Freight transport services by road** – includes the operational expenditure incurred by EVOLOR related to the use of EURO VI compliant vehicles for freight transport. It is classified as a transition activity and contributes to climate change mitigation.
- **Activity 7.6 (CCM) – Installation, maintenance and repair of renewable energy technologies** – includes operating expenses related to ELECTROPLAST's photovoltaic systems. It contributes to reducing emissions, increasing energy security and supporting the transition to a low-carbon economy, with a direct role in mitigating climate change.

Assessment of EU Taxonomy alignment

According to the EU Taxonomy Regulation, the assessment of taxonomy-aligned activities involves evaluating taxonomy-eligible activities against the applicable technical screening criteria for substantial contribution, verifying compliance with the Do No Significant Harm (DNSH) principle, and ensuring compliance with minimum social safeguards.

Given the business model of ROCA INDUSTRY and its subsidiaries, the most relevant impact from a sustainability perspective is generated by activities that contribute to climate change mitigation (CCM). At present, some of the products in the Group's portfolio do not fully meet the technical criteria necessary to demonstrate either substantial contribution or compliance with DNSH criteria, as required by the EU Taxonomy. As a result, the taxonomy-eligible

activities of ROCA INDUSTRY are not considered taxonomy-aligned for the 2025 financial year.

As part of the product development and improvement processes, the Group's subsidiaries continue to integrate resource-efficiency principles, assess the environmental impact of their activities, and implement technological solutions that support the transition to a low-emissions economy. Within these processes, the subsidiaries of the Group further continue to embed principles of resource efficiency, evaluate the environmental impact of the activities carried out, and implement technological solutions that support the transition towards a low-carbon economy.

With regard to minimum social safeguards, ROCA INDUSTRY has made progress in their assessment and implementation through the development and application of due diligence processes aimed at ensuring responsible business conduct and respect for human rights throughout the value chain.

In view of these aspects, no taxonomy-aligned activities are reported for FY25. These requirements will be reassessed in FY26.

Key performance indicators ("KPIs"): Turnover, CapEx and OpEx KPI

Key performance indicators ("KPIs") include the Turnover KPI, CapEx KPI, and OpEx KPI. For the 2025 reporting period, the KPIs disclose taxonomy-eligible and non-eligible activities in accordance with the reporting requirements set out in the EU Taxonomy Regulation and its subsequent amending acts.

To prevent double counting, consolidated figures are used, following the elimination of intercompany transactions, and measures are applied to ensure that the same taxonomy-eligible activity is not reported multiple times under different categories, particularly in relation to capital expenditures (CapEx) and operating expenditures (OpEx). This is achieved through the allocation of cost centres, the use of analytical accounts for specific activities and comprehensive financial monitoring systems, which ensure accurate allocation and prevent overlaps. This approach is fully compliant with EU Taxonomy requirements, enhancing data accuracy, transparency and comparability, and providing a reliable representation of the Group's sustainability performance.

Turnover KPI

Definition - The share of taxonomy-eligible economic activities in total turnover was calculated as the proportion of net turnover derived from products and services associated with the taxonomy-eligible economic activities (numerator) divided by the net turnover (denominator), expressed in RON, for the financial year 01.01.2025 - 31.12.2025.

Net turnover is presented in the Consolidated Financial Statements, Segment Reporting, located on note 5, page 310, prepared according to IFRS for the financial year ended December 31, 2025, in a total amount of **RON 629,502,779**, of which **RON 453,17,631.65** was generated by activities specific to the following areas of activity, representing **71.99%** of the total turnover.

TURNOVER		RON	%
CCM	3.5 - Manufacture of energy efficiency equipment for buildings	243,194,624	38.63%
CCM	3.20 - Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation	209,873,328	33.34%
CCM	4.1 - Electricity generation using solar photovoltaic technology	105,680	0.02%

CapEx KPI

Definition – CapEx KPI is defined as taxonomy-eligible CapEx (numerator) divided by the total CapEx for the financial year 2025.

The total capital expenditures are presented in the Consolidated Financial Statements, Segment Reporting, located on note 5, page 310, **RON 51,725,424**, of which **RON 15,442,848.76** are associated with activities related to the Group's main business activities, representing **29.86%** of the total CapEx.

CAPEX		RON	%
CCM	3.5 - Manufacture of energy efficiency equipment for buildings	292,613	0.57%
CCM	3.20 - Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation	14,864,763	28.74%
CCM	7.6 - Installation, maintenance and repair of renewable energy technologies ²	285,478	0.55%

OpEx KPI

Definition - The OpEx indicator is defined as the taxonomy-eligible OpEx (numerator) divided by the total OpEx.

In order to identify the operating expenses that comply with these criteria, a detailed analysis of the financial statements was carried out, based on the provisions of Delegated Act 2021/2178, as well as the subsequent Communications of the European Commission: 2022/C 385/01 and C/2023/305. The purpose of the analysis was to determine the expenses classified in the categories defined by the denominator OpEx, based on the expenses related to external services (transport costs for goods and personnel directly involved in carrying out the eligible economic activities necessary for current operations, maintenance and repair

² Although, pursuant to Commission Delegated Regulation (EU) 2026/73, ROCA INDUSTRY could opt to exclude from EU Taxonomy reporting activities representing less than 10% of turnover, the Group has chosen to maintain the reporting of Activity 4.1 (CCM). This decision reflects ROCA INDUSTRY's commitment to the use of renewable energy and ensures transparency regarding the contribution - albeit limited in terms of revenue - of green energy production to the Group's environmental objectives.

costs, rents, expenses with services performed by third parties, other expenses) are detailed in note 9, page 316 expenses with services and utilities for the fiscal year ended December 31, 2025. They total **RON 116,041,969** of which **RON 32,019,019.11** are associated with activities related to the Group's main business activities, representing **27.59%** of the total OpEx.

OPEX		RON	%
CCM	3.5 - Manufacture of energy efficiency equipment for buildings	25,932,842	22.35%
CCM	3.20 - Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation	5,674,703	4.89%
CCM	7.6 - Installation, maintenance and repair of renewable energy technologies	368,618	0.32%
CCM	6.6 - Freight transport services by road	42,856	0.04%

Proportion of turnover, CapEx, OpEx from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure covering year 2025 (summary KPIs)

Financial year	2025	Breakdown of taxonomy-aligned activities by environmental objectives													
KPI	Total	Proportion of taxonomy-eligible activities	Taxonomy-aligned activities	Proportion of taxonomy-aligned activities	Climate change mitigation	Climate change adaptation	Water	Circular economy	Pollution	Biodiversity	Proportion of enabling activities	Proportion of transitional activities	Not assessed activities considered non-material	Taxonomy-aligned activities in previous financial year (2024)	Proportion of Taxonomy-aligned activities in previous financial year (2024)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)	(15)	(16)
Text	RON	%	RON	%	%	%	%	%	%	%	%	%	%	RON	%
Turnover	629,502,779	71.99%	-	-	-	-	-	-	-	-	-	-	-	-	-
CapEx	51,725,424	29.86%	-	-	-	-	-	-	-	-	-	-	-	-	-
OpEx	116,041,969	27.59%	-	-	-	-	-	-	-	-	-	-	-	-	-

Proportion of turnover from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure covering year 2025 (activity breakdown)

Reported KPI		Turnover												
Financial year		2025			Environmental objective of Taxonomy-aligned activities									
Economic activities	Code	Taxonomy-eligible KPIs (Proportion of Taxonomy-eligible turnover)	Taxonomy-aligned KPI (monetary value of turnover)	Taxonomy-aligned KPIs (Proportion of taxonomy-aligned turnover)	Climate change mitigation	Climate change adaptation	Water	Circular economy	Pollution	Biodiversity	Enabling activity	Transitional activity	Proportion of Taxonomy-aligned in Taxonomy-eligible	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)	
Text		%	RON	%	%	%	%	%	%	%	(E where applicable)	(T where applicable)	%	
Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation	CCM 3.20	33.34%	-	-	-	-	-	-	-	-	-	-	-	
Manufacture of energy efficiency equipment for buildings	CCM 3.5	38.63%	-	-	-	-	-	-	-	-	-	-	-	
Electricity generation using solar photovoltaic technology	CCM 4.1	0.02%	-	-	-	-	-	-	-	-	-	-	-	
Sum of alignment per objective					-	-	-	-	-	-				
Total KPI (turnover)		71.99%	-	-	-	-	-	-	-	-	-	-	-	

Proportion of CapEx from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure covering year 2025 (activity breakdown)

Reported KPI		CapEx			Environmental objective of Taxonomy-aligned activities								
Financial year		2025											
Economic activities	Code	Taxonomy-eligible KPIs (Proportion of taxonomy-eligible CapEx)	Taxonomy-aligned KPI (monetary value of CapEx)	Taxonomy-aligned KPIs (Proportion of Taxonomy-aligned CapEx)	Climate change mitigation	Climate change adaptation	Water	Circular economy	Pollution	Biodiversity	Enabling activity	Transitional activity	Proportion of Taxonomy-aligned in Taxonomy-eligible
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
Text		%	RON	%	%	%	%	%	%	%	(E where applicable)	(T where applicable)	%
Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation	CCM 3.20	28.74%	-	-	-	-	-	-	-	-	-	-	-
Manufacture of energy efficiency equipment for buildings	CCM 3.5	0.57%	-	-	-	-	-	-	-	-	-	-	-
Installation, maintenance and repair of renewable energy technologies	CCM 7.6	0.55%	-	-	-	-	-	-	-	-	-	-	-
Sum of alignment per objective					-	-	-	-	-	-			
Total KPI (CapEx)		29.86%	-	-	-	-	-	-	-	-	-	-	-

Proportion of OpEx from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure covering year 2025 (activity breakdown)

Reported KPI		OpEx			Environmental objective of Taxonomy-aligned activities								
Financial year		2025											
Economic activities	Code	Taxonomy-Eligible KPI (Proportion of Taxonomy-Eligible OpEx)	Taxonomy-aligned KPI (monetary value of OpEx)	Taxonomy-aligned KPI (Proportion of Taxonomy-aligned OpEx)	Climate change mitigation	Climate change adaptation	Water	Circular economy	Pollution	Biodiversity	Enabling activity	Transitional activity	Proportion of Taxonomy-aligned in Taxonomy-eligible
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
Text		%	RON	%	%	%	%	%	%	%	(E where applicable)	(T where applicable)	%
Manufacture, installation and servicing of high, medium and low voltage electrical equipment for electrical transmission and distribution that result in or enable a substantial contribution to climate change mitigation	CCM 3.20	4.89%	-	-	-	-	-	-	-	-	-	-	-
Manufacture of energy efficiency equipment for buildings	CCM 3.5	22.35%	-	-	-	-	-	-	-	-	-	-	-
Freight transport services by road	CCM 6.6	0.04%	-	-	-	-	-	-	-	-	-	-	-
Installation, maintenance and repair of renewable energy technologies	CCM 7.6	0.32%									-	-	
Sum of alignment per objective					-	-	-	-	-	-			
Total KPI (OpEx)		27.59%	-	-	-	-	-	-	-	-	-	-	-

Climate change

ESRS E1

ESRS 2 GOV-3 – Integration of sustainability-related performance in incentive schemes

At the Ordinary General Meeting of Shareholders (OGMS) held in 2024, ROCA INDUSTRY shareholders approved the holding-level remuneration policy, applicable to members of the Board of Directors, both executive and non-executive, as well as to the Chief Executive Officer. The policy was reviewed twice during 2024, and the most recent version is publicly available at the following link: [Corporate Governance](#).

At present, incentive schemes and remuneration policies applicable to the Board of Directors and the executive management team do not include sustainability-related indicators. Performance assessment is not based on specific sustainability-related objectives or impacts, and ESG considerations are not used as performance benchmarks within the remuneration framework.

Within ROCA INDUSTRY, climate-related considerations are not integrated into the remuneration strategies applicable to members of the administrative, management, and supervisory bodies.

E1-1 – Transition plan for climate change mitigation

ROCA INDUSTRY has committed to contributing to the reduction of greenhouse gas emissions, in line with the objectives of the Paris Agreement to limit global warming to below 1.5 °C. In this context, we have initiated a series of relevant actions that lay the groundwork for the development of a future climate transition plan. These actions include the development of the ESG Policy, which incorporates elements related to climate-change mitigation, as well as the definition of ESG strategic directions reflecting our commitment to the responsible management of environmental impacts. These strategic directions provide the framework through which ESG principles (including considerations related to climate-change mitigation) are integrated into the Holding's operational model and decision-making processes and include concrete actions and targets for reducing greenhouse gas emissions.

In addition, the assessment of vulnerability to physical and transition climate risks identifies a range of measures that each subsidiary may implement over the coming period to reduce exposure to significant risks. Some of these measures are already reflected in the risk registers of Group companies, thereby contributing to the ongoing strengthening of climate-related risk-management processes.

The ESG Policy was approved by the Board of Directors on 25 February 2026, while the ESG strategic directions, together with the climate study, were approved on 24 March 2026. Following their approval, all these strategic documents are to be communicated to the subsidiaries for implementation.

ESRS 2 SBM 3, IRO-1

ROCA INDUSTRY manages a portfolio of companies operating in the construction materials manufacturing sector, including products that may contribute to improving building energy efficiency or reducing energy losses in outdated electricity networks.

To support the assessment of the resilience of the Group's business model and strategy, ROCA INDUSTRY identified and analysed, in 2025, both physical and transition climate-related risks with the potential to significantly affect the operations, cost structure, and financial performance of the portfolio companies. The resilience assessment was conducted through a qualitative analysis performed at the level of each subsidiary, considering physical and transition climate risks and their potential effects on operational activities and costs over the short, medium, and long term.

The climate-risk assessment covered all Group locations in Romania, the Republic of Moldova, and Lithuania and included an analysis of the evolution of relevant climate parameters for Vâlcea, Constanța, Vaslui, Neamț, Mureș, and Bistrița-Năsăud counties, the Vilnius region in Lithuania, and the Chișinău and Găgăuzia regions in the Republic of Moldova. This process was carried out individually at subsidiary level, with the involvement of senior management structures, including executive teams and representatives of each department responsible for the analysed aspects.

The outcomes of the climate-risk analysis, together with the findings of the greenhouse gas emissions assessment, supported the development of ROCA INDUSTRY's sustainability approach. These elements were considered in the process of defining ESG strategic directions at both subsidiary and Group level, contributing to the identification of relevant areas for future commitments, targets, and actions. Both the ESG strategic directions and the climate study were approved by the Board of Directors on 24 March 2026.

In addition, through the climate vulnerability study conducted in 2025, ROCA INDUSTRY ensures that significant climate risks are identified, documented, and appropriately managed. The results support the assessment of asset and operational exposure to potential climate impacts and contribute to the integration of identified risks into strategic planning and risk-management processes. The assessment of physical and transition risk impacts is based on high-emissions climate scenarios, namely SSP5-8.5 and RCP8.5, commonly used in scientific literature and IPCC reports, to analyse potential effects on energy consumption, greenhouse gas emissions, and operational costs under conditions of severe climate risk.

This assessment incorporated climate projections from the models presented in the most recent IPCC Sixth Assessment Report (AR6), using the SSP5-8.5 scenario, which represents a trajectory associated with high emissions and limited climate-policy intervention. In addition to the Shared Socio-economic Pathways (SSP) scenario, where updated regional data were not available, the Representative Concentration Pathways (RCP) scenario, specifically RCP8.5, was also used. The combined use of SSP and RCP projections enabled the inclusion of the most robust and up-to-date climate information available, ensuring a data-driven, scientifically aligned assessment. This approach strengthens the reliability of

the risk-identification process and supports the development of appropriate strategic planning in the context of climate change.

The following sources were used:

- IPCC Sixth Assessment Report (AR6)
- IEA “Net Zero Emissions by 2050” (NZE) scenario
- Transition pathways aligned with climate legislation, European Commission, 2025
- TCFD and ISSB Guidance
- Climate data, projections and maps (World Bank Climate Knowledge Portal, Global Wind Atlas, Meteoblue, inundatii.ro, Aqueduct – Water Risk Atlas, ThinkHazard)

Physical climate risks and associated potential impacts, both negative and positive, were identified for EVOLOR, DIAL, BICO, VELTADOORS, and ELECTROPLAST, considering the location of each site at country level. The assessment identified the following categories of **climate-related physical risks** for the Group’s subsidiaries:

- Heatwaves / extreme heat: medium risk – may reduce employee productivity, increase energy demand for cooling, reduce the performance of temperature-sensitive equipment, and cause occasional disruptions to production flows.
- Heat stress: low to medium risk – may reduce employee efficiency, increase energy consumption for cooling, affect the optimal functioning of equipment sensitive to temperature variations, and lead to sporadic disruptions of production processes.
- Other climate hazards, such as changes in temperature patterns, cold waves / frost, wildfires, storms, changes in precipitation regimes and precipitation types, drought, heavy rainfall, floods, and landslides: low risk – may hinder access and affect logistics flows, cause disruptions in supply, product distribution and energy supply, affect storage and operational functioning, and, at the same time, increase costs and reduce the availability of water required for certain technological processes, necessitating additional investments in efficiency measures and storage solutions.

The climate-related transition risk identified at ROCA INDUSTRY level are associated with changes in the regulatory, technological, market, and reputational environment. Regulatory risks include the introduction of stricter emissions standards and carbon pricing, increasing recycling requirements and associated packaging costs, legal compliance risks, and the obligation to replace certain substances with less environmentally harmful alternatives.

Market risks arise from changing customer and consumer preferences towards sustainable products, volatility in energy, raw-material and insurance prices, competitive pressure, potential barriers in external markets, volatility and shortages of critical raw materials, as well as the emergence of alternative technologies (e.g. low-emission phosphating technologies) and increased pressure related to plastic use.

Reputational risks stem from rising stakeholder expectations, potential greenwashing allegations, and possible impacts on corporate reputation. Technological risks relate to the need to adopt low-carbon technologies and the possibility that some companies may fail to achieve established circularity targets.

Transition risks were identified at the level of each subsidiary, and, at Group level, provide an integrated view of exposure to these risks and their potential impact on operations.

ROCA INDUSTRY has not identified any significant locked-in greenhouse gas emissions or incompatibilities with the requirements for alignment with the EU Taxonomy, in accordance with Commission Delegated Regulation (EU) 2021/2139).

The process for identifying and assessing climate-related impacts, risks, and opportunities (IROs) in relation to the ESRS E1 – Climate Change subtopics (climate-change mitigation, climate-change adaptation, and energy) was carried out as part of the double materiality assessment conducted between August and October 2024 and was subsequently reconfirmed in September 2025. The identification of IROs in line with ESRS standards involved a series of meetings and workshops that contributed to improving the organisation's understanding of these standards. The process also took into account the results of climate-vulnerability studies available at the time the double materiality assessment was prepared. The assessment followed several structured steps and benefited from the active participation of reporting coordinators (the Sustainability Manager and Project Manager), managers from relevant departments, and an external consultant.

Based on the outcomes of the climate-risk analysis and the scenarios applied, the resilience of ROCA INDUSTRY's strategy and business model was qualitatively assessed for the reporting period. During workshops held with representatives of each Group subsidiary, the identified gross risks were analysed from a qualitative perspective, and appropriate adaptation measures were defined for each relevant risk.

ROCA INDUSTRY and its subsidiaries are fully aware of the physical and transition risks related to climate change. A number of these climate-related risks are already integrated into the risk-management systems of each company and are systematically considered in decision-making processes, as well as in strategic and investment planning. At present, several relevant actions are already being implemented at subsidiary or Group level and are continuously updated and improved. As a result of these efforts carried out in 2025, ROCA INDUSTRY has gained a clearer understanding of the relevant climate risks and of the measures that may support business continuity under changing climate conditions and plans to update the risk registers to reflect the new results.

For further details on the identified IROs, please refer to the table in **section ESRS 2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting on page 147.

E1-2 – Policies related to climate change mitigation and adaptation

In the 2025 financial year, ROCA INDUSTRY developed an ESG Policy that addresses both climate-change mitigation and adaptation. The policy sets out specific commitments on decarbonisation, the reduction of greenhouse gas emissions (Scope 1, Scope 2 and Scope 3), energy-efficiency improvements, and the increased deployment of renewable energy. It also establishes adaptation-related provisions by integrating physical and transition climate risks

into strategic planning, investment decision-making, and risk-management processes, with the objective of enhancing operational resilience. The Policy was approved by the Board of Directors on 25 February 2026 and will be implemented starting in 2026. It will apply to all Group subsidiaries and will be supported by a governance framework involving the Board of Directors, the executive team and ESG responsible persons.

E1-3 – Actions and resources in relation to climate change policies

Our operations and business relationships generate greenhouse gas (GHG) emissions, which may have adverse impacts on the environment and public health. ROCA INDUSTRY subsidiaries have both measures already implemented to reduce emissions and improve energy efficiency, as well as a set of initiatives planned for the 2026–2040 period. These include measures to enhance energy efficiency, a gradual transition to renewable energy sources, improvements in the quality of emissions data, climate risk management, and strengthening operational resilience.

During the reporting period, the Group implemented a number of measures already in place, aimed both at reducing GHG emissions and at increasing resilience to climate risks:

- Climate-risk assessment for all sites and the definition of strategic directions for action;
- Improving the quality of GHG emissions data by strengthening data-collection, verification, and reporting processes, with the aim of full alignment with ESRS E1-6 requirements;
- Implementation of technical measures contributing to a reduction in specific consumption and improved energy performance across all Group companies, including: installation of heat pumps (EVOLOR); use of low-emission vehicles for road freight transport (EVOLOR); electricity generation using solar photovoltaic technology (BICO, EVOLOR, ELECTROPLAST, DIAL, VELTADOORS); upgrading HVAC systems; upgrading equipment for efficiency; LED lighting; optimisation of industrial processes; and the introduction of energy consumption monitoring systems.

Information on the current financial effects of the measures implemented during the reporting period, including capital expenditure (CapEx) and operating expenditure (OpEx) associated with the implemented measures, is presented in the EU Taxonomy section, in accordance with the requirements of Regulation (EU) 2020/852 and the applicable delegated acts.

ROCA INDUSTRY aims to progressively improve alignment with ESRS standards. This effort is also supported by the implementation of the action plan established in 2025, which will guide the continued development of sustainability practices in future reporting periods. Some of the directions established are common at Group level, while others are specific to, or adapted for, each subsidiary. The time horizon for these directions is defined as short term (2026), with the remaining actions planned to be carried out through 2030, with some exceptions extending to 2040.

Following the definition of the ESG strategic directions, ROCA INDUSTRY identified potential mitigation and adaptation directions, which are to be analysed and, where applicable, operationalised subsequently:

- Periodic climate risk assessment for all Group sites and integration of results into operational plans;
- Development and testing of business continuity plans (BCP) for relevant climate risks;
- Energy efficiency improvements through energy audits and technical measures (LED lighting, HVAC optimisation, consumption monitoring);
- Gradual transition to renewable energy;
- Annual setting of GHG emissions reduction objectives for Scope 1, Scope 2 and Scope 3;
- Improvement of GHG emissions data quality.

Potential directions for improving energy performance include:

- Increasing the use of renewable energy through the installation of photovoltaic panels and/or the purchase of green electricity;
- Installing smart meters and real-time monitoring systems to control and optimise energy consumption;
- Upgrading equipment and technologies to improve energy efficiency (HVAC, LED lighting, compressors, industrial processes);
- Developing and implementing a dedicated energy-focused ESG policy applicable at Group level.

The implementation of climate actions depends to a significant extent on the availability of financial, operational and organisational resources. Decarbonisation and energy-efficiency measures (equipment upgrades, installation of smart meters, photovoltaic projects, energy audits) require CapEx investments and recurring OpEx costs, and maintaining an “affordable cost of capital” is essential for the pace of implementation. Access to green financing and collaboration with financial institutions are already envisaged as necessary levers to support these projects.

Planned actions also depend on operational resources, in particular the availability of energy-efficient technologies, digital monitoring systems, and GHG data provided by partners – an aspect that is critical for reducing Scope 3 emissions. In addition, the implementation of adaptation measures – periodic risk assessments and business continuity planning – requires specialised human resources both at Group level and at subsidiary level.

The reconciliation of the CapEx and OpEx related to climate actions with the financial statements, as well as the indicators set out in Commission Delegated Regulation (EU) 2021/2178 for the year 2025, are presented in the EU Taxonomy section.

E1-4 – Targets related to climate change mitigation and adaptation, GOV-3

ROCA INDUSTRY has established a set of climate-related targets integrated into the ESG strategic directions, designed to support both climate-change mitigation and adaptation.

These targets apply at Group level, with subsidiary-specific adaptations, and are linked to the assessment of identified climate-related impacts, risks, and opportunities.

The Group's targets are aligned with the existing ESG Policy and the strategic directions defined for the 2026–2040 period and include the following:

- Implementation of an operational continuity plan for each climate risk assessed as having a medium or high level of vulnerability, by 2027;
- Reduction of Scope 1, Scope 2, and Scope 3 emissions intensity by 10% by the end of 2030, compared to the 2024 baseline (t CO₂/RON);
- Annual assessment of at least one supplier for Scope 3 emissions factors, starting in 2026.

To support the transition to a low-carbon economy, ROCA INDUSTRY has also defined a common target to reduce specific electricity consumption by 10–15% by 2030 compared to the 2024 base year, as well as to ensure the use of at least 20% green energy by 2030 and at least 50% by 2040, through own generation and/or procurement.

	Unit	BASE YEAR 2024	2030 TARGET	2035 TARGET	...	UP TO 2050 TARGET
Gross GHG emissions (market-based)	tCO ₂ eq	166,291.92	149,662.73	NA	NA	NA
Gross GHG emissions (location-based)	tCO ₂ eq	166,551.39	149,896.26	NA	NA	NA
GHG intensity based on revenue (market-based)	tCO ₂ eq/ mil. RON	277.53	249.78	NA	NA	NA
GHG intensity based on revenue (location-based)	tCO ₂ eq/ mil. RON	277.96	250.17	NA	NA	NA
Percentage reduction of GHG emissions compared to base year (2024)	%	NA	-10%	NA	NA	NA
Gross Scope 1 GHG emissions	tCO ₂ eq	2,770.17	2,493.15	NA	NA	NA
Percentage reduction of Scope 1 GHG emissions compared to base year	%	NA	10%	NA	NA	NA
Scope 1 GHG Emission Reduction Intensity	tCO ₂ eq/ mil. RON	4.62	4.16	NA	NA	NA
Gross Scope 2 GHG emissions (location-based)	tCO ₂ eq	3,005.37	2,704.83	NA	NA	NA
Percentage reduction of Scope 2 GHG emissions (location-based) compared to base year	%	NA	-10%	NA	NA	NA
Scope 2 GHG emission reduction intensity (market-based)	tCO ₂ eq/ mil. RON	5.02	4.51	NA	NA	NA
Gross Scope 2 GHG emission reduction (market-based)	tCO ₂ eq	2,745.89	2,471.30	NA	NA	NA
Percentage reduction of Scope 2 GHG emissions (market-based) to base year	%	NA	-10%	NA	NA	NA
Scope 2 GHG Emission Reduction Intensity (market-based)	tCO ₂ eq/ mil. RON	4.58	4.12	NA	NA	NA
Gross Scope 3 GHG emissions	tCO ₂ eq	160,775.86	144,698.27	NA	NA	NA
Percentage reduction of Scope 3 GHG emissions to base year	%	NA	-10%	NA	NA	NA
Scope 3 GHG Emission Reduction Intensity	tCO ₂ eq/ mil. RON	268.33	241.49	NA	NA	NA

The remuneration of members of administrative, management and supervisory bodies does not include GHG emission reduction targets.

E1-5 – Energy consumption and mix

In the construction materials manufacturing sector, both the quantity and the source of energy used significantly influence economic performance, as energy-related costs represent a major component of operating expenses. Increases in energy prices may lead to higher production costs, which in turn are reflected in higher prices for consumers. In addition, energy consumption is influenced by sector-specific policies and regulations, which may generate additional pressure on operating costs.

At ROCA INDUSTRY level, electricity is purchased from the grid under existing supply contracts with electricity providers. These contracts do not include green electricity certified through guarantees of origin, meaning that the purchased electricity is reported based on the energy mix disclosed in the supplier’s energy label or, where applicable, the national energy mix, without certified renewable components. Electricity consumption from suppliers is measured directly through energy meters installed at each location. In parallel, the Group also produces renewable energy from solar sources, acting as a prosumer. The renewable energy generated partially covers own consumption, while the surplus is delivered to the grid. During the period January–December 2025, a total of 1,285.78 MWh of solar energy was produced (ELECTROPLAST, VELTADOORS, EVOLOR, DIAL, BICO INDUSTRIES).

Energy consumption from fossil sources results from the use of diesel fuel, petrol and LPG for the Group’s own vehicle fleet, as well as the use of natural gas and LPG for heating production and administrative spaces, and from the fossil component of the purchased electricity mix. All such consumption is monitored based on invoices issued by suppliers. Biomass is also used for heating purposes (VELTADOORS), primarily sourced from internally generated wood waste. The conversion of these fuels into MWh is performed using the conversion factors provided by CDP.

Energy intensity (total energy consumption per net revenue) relating to activities in the climate-impact-relevant sectors in which ROCA INDUSTRY operates is presented below. The information on energy intensity is derived exclusively from total energy consumption and net revenues from activities in sectors with a high climate impact. These sectors are listed in Sections A–H and Section L of Annex I to Regulation (EC) No 1893/2006 of the European Parliament and of the Council³.

The following table presents the sectors with significant climate impact used for the assessment of energy intensity⁴.

SECTION	NACE CODE	HIGH-CLIMATE IMPACT SECTOR	COMPANY

³ <https://eur-lex.europa.eu/legal-content/EN/TXT/?uri=CELEX%3A32022R1288>

⁴ <https://eur-lex.europa.eu/legal-content/EN/TXT/PDF/?uri=CELEX:32006R18>

SECTION C – MANUFACTURING	13.20	Weaving of textiles	BICO
	16.23	Manufacture of other builders' carpentry and joinery	VELTADOORS
	20.30	Manufacture of paints, varnishes and similar coatings, printing ink and mastics	EVOLOR
	25.93	Manufacture of wire products, chain and springs	DIAL
	27.32	Manufacture of other electronic and electric wires and cables	ELECTROPLAST

A significant share of the environmental impact of our operations is associated with energy consumption; therefore, we aim to invest annually in technology and operational measures that support a reduction in energy use.

Energy consumption and mix – ROCA INDUSTRY (consolidated values)

ENERGY CONSUMPTION AND MIX	ROCA INDUSTRY – CONSOLIDATED VALUES	
	2024	2025
(1) Fuel consumption of coal and coal products (MWh)	0	0
(2) Fuel consumption from crude oil and petroleum products (MWh)	8,028.30	6,350.13
(3) Fuel consumption from natural gas (MWh)	3,481.04	4,284.48
(4) Fuel consumption from other fossil sources (MWh)	0	0
(5) Consumption of purchased or acquired electricity, heat, steam, and cooling from fossil sources (MWh)	5,126.75	5,000.93
(6) Total fossil energy consumption (MWh) (calculated as the sum of lines 1 to 5)	16,636.10	15,635.54
Share of fossil sources in total energy consumption (%)	53.23%	65.29%
(7) Consumption from nuclear sources (MWh)	948.39	2,031.47
Share of consumption from nuclear sources in total energy consumption (%)	3.03%	8.48%
(8) Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.) (MWh)	6,234.76	1,096.43
(9) Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources (MWh)	6,259.66	4,168.39
(10) The consumption of self-generated non-fuel renewable energy (MWh)	1,173.28	1,015.40
(11) Total renewable energy consumption (MWh) (calculated as the sum of lines 8 to 10)	13,667.70	6,280.22
Share of renewable sources in total energy consumption (%)	43.73%	26.23%
Total energy consumption (MWh) (calculated as the sum of lines 6, 7 and 11)	31,252.20	23,947.22

Energy consumption and mix – subsidiary level

ENERGY CONSUMPTION AND MIX	BICO		VELTADOORS*		EVOLOR		DIAL		ELECTROPLAST	
	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025
(1) Fuel consumption of coal and coal products (MWh)	0	0	0	0	0	0	0	0	0	0
(2) Fuel consumption from crude oil and petroleum products (MWh)	595.37	508.44	1,511.76	621.58	1,986.38	1,810.89	3,621.50	3,063.60	313.30	345.61
(3) Fuel consumption from natural gas (MWh)	1,911.73	2,643.51	0	0	420.12	482.89	0	0	1,149.19	1,158.08
(4) Fuel consumption from other fossil sources (MWh)	0	0	0	0	0	0	0	0	0	0
(5) Consumption of purchased or acquired electricity, heat, steam, and cooling from fossil sources (MWh)	2,774.43	2,585.36	576.15	576.60	77.03	151.02	879.07	717.41	820.07	970.54
(6) Total fossil energy consumption (MWh) (calculated as the sum of lines 1 to 5)	5,281.53	5,737.31	2,087.91	1,198.19	2,483.53	2,444.80	4,500.56	3,781.01	2,282.56	2,474.23
Share of fossil sources in total energy consumption (%)	52.96%	66.06%	22.36%	30.96%	86.72%	86.42%	87.09%	85.06%	58.37%	60.09%
(7) Consumption from nuclear sources (MWh)	80.20	798.07	295.86	531.02	70.33	112.88	80.90	185.11	421.11	404.38
Share of consumption from nuclear sources in total energy consumption (%)	0.80%	9.19%	17.50%	13.72%	2.46%	3.99%	1.57%	4.16%	10.77%	9.82%
(8) Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.) (MWh)	215.15	0	6,019.62	1,096.43	0	0	0	0	0	0
(9) Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources (MWh)	4,026.04	1,923.69	807.59	917.21	111.39	109.38	447.13	335.67	867.52	882.45
(10) The consumption of self-generated non-fuel renewable energy (MWh)	370.29	226.26	125.94	127.68	198.57	161.94	138.92	143.36	339.56	356.16
(11) Total renewable energy consumption (MWh) (calculated as the sum of lines 8 to 10)	4,611.47	2,149.94	6,953.14	2,141.32	309.96	271.32	586.05	479.04	1,207.08	1,238.60
Share of renewable sources in total energy consumption (%)	46.24%	24.75%	27.49%	55.32%	10.82%	9.59%	11.34%	10.78%	30.87%	30.08%
Total energy consumption (MWh) (calculated as the sum of lines 6, 7 and 11)	9,973.20	8,685.32	9,336.91	3,870.53	2,863.82	2,829.00	5,167.51	4,445.16	3,910.75	4,117.22

*The consumption of VELTADOORS is compared with the sum of the consumption between ECO EURO DOORS and WORKSHOP DOORS

Energy consumption and mix by level – BICO

ENERGY CONSUMPTION AND MIX	BICO ROMANIA		BICO MOLDOVA		BICO LITHUANIA	
	2024	2025	2024	2025	2024	2025
(1) Fuel consumption of coal and coal products (MWh)	0	0	0	0	0	0
(2) Fuel consumption from crude oil and petroleum products (MWh)	369.30	361.96	99.75	126.60	63.16	19.88
(3) Fuel consumption from natural gas (MWh)	1,130.76	1,019.16	187.88	879.07	296.55	745.28
(4) Fuel consumption from other fossil sources (MWh)	0	0	0	0	0	0
(5) Consumption of purchased or acquired electricity, heat, steam, and cooling from fossil sources (MWh)	301.76	836.59	2,291.05	1,636.80	81.79	111.96
(6) Total fossil energy consumption (MWh) (calculated as the sum of lines 1 to 5)	1,801.81	2,217.71	2,578.67	2,642.47	441.50	877.12
Share of fossil sources in total energy consumption (%)	32.27%	50.18%	92.71%	96.85%	47.70%	57.05%
(7) Consumption from nuclear sources (MWh)	80.20	798.07	0	0	0	0
Share of consumption from nuclear sources in total energy consumption (%)	1.44%	18.06%	0	0	0	0
(8) Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.) (MWh)	0	0	0	0	0	0
(9) Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources (MWh)	3,330.45	1,177.42	202.75	86.05	484.00	660.22
(10) The consumption of self-generated non-fuel renewable energy (MWh)	370.29	226.26	0	0	0	0
(11) Total renewable energy consumption (MWh) (calculated as the sum of lines 8 to 10)	3,700.74	1,403.67	202.75	86.05	484.00	660.22
Share of renewable sources in total energy consumption (%)	66.29%	31.76%	7.29%	3.15%	52.30%	42.95%
Total energy consumption (MWh) (calculated as the sum of lines 6, 7 and 11)	5,582.75	4,419.46	2,781.42	2,728.53	925.50	1,537.34

The table shows where the value of net revenue from activities in high climate-impact sectors is included in the consolidated financial statements.

	ROCA INDUSTRY - consolidated values 2024	ROCA INDUSTRY - consolidated values 2025
Net revenue from activities in high climate-impact sectors used to calculate energy intensity (RON)	599,182,219	629,502,779
Net revenue (other)	-	-
Total net revenue (financial statements) (RON)	599,182,219	629,502,779

The table below presents total energy consumption used in the energy intensity of net revenue for activities in high climate-impact sectors.

Energy intensity	ROCA INDUSTRY – consolidated values		
	2024	2025	%N/N-1
Total energy consumption from activities in high climate-impact sectors per net revenue from activities in high climate-impact sectors (MWh/mil. RON)	52,158	38,041	72.93%

Energy production from non-renewable and renewable sources (MWh):

	TOTAL - ROCA INDUSTRY (MWh) 2024	TOTAL - ROCA INDUSTRY (MWh) 2025
Energy production from non-renewable sources (MWh)	0	0
Energy production from renewable sources (MWh)	1,344.2	1,285.78

E1-6 – Gross Scopes 1, 2, 3 and Total GHG emissions

To support the understanding and management of its environmental impacts, ROCA INDUSTRY initiated the carbon footprint calculation process in 2023 and continued it in 2024 and 2025. Greenhouse gas emissions across Scope 1, Scope 2 and Scope 3 were quantified using the standardised GHG Protocol methodology, applying both the location-based and market-based methods.

The inventory includes greenhouse gas emissions generated directly by the organisation's operations, in accordance with the boundaries and scope defined for the reporting period. It should be noted that this assessment was carried out based on a limited data set; however, we intend to improve data accuracy in future reporting periods.

This quantification relies primarily on calculations rather than direct measurements, with GHG emissions determined by multiplying activity data by emission factors (kg CO₂e = activity data × emission factor). The GHG emissions data reported under ESRS correspond to the date of the general-purpose financial statements, with the 2025 financial year corresponding to FY25.

ROCA INDUSTRY's carbon footprint details

The greenhouse gas emissions inventory covers all relevant activities carried out by ROCA INDUSTRY, selected based on the criterion of 100% operational control.

Where a specific emission factor was not available, the most appropriate available factor was used, based on either monetary-based methods or reported quantities, sourced from the DEFRA and Ecoinvent databases.

The following methodologies were used to calculate CO₂ emissions:

Scope 1:

- For fuel consumption used by our vehicle fleet, an emission factor of 2.57082 kg CO₂e/litre was applied for diesel, 2.06916 kg CO₂e/litre for petrol, and 1.55713 kg CO₂e/litre for LPG.
- For heating purposes, an emission factor of 0.18494 kg CO₂/kWh was applied for natural gas, 1.55713 kg CO₂/kWh for LPG, and a value of 0.04698508 kg CO₂/kWh was considered for biomass.
- Electricity generation relates to emissions from fuel consumption for power generators; for fuel, the same diesel emission factor was applied (2.57082 kg CO₂e/litre).
- Fugitive emissions consist of emissions from refrigerants (R407C and R32); emission factors of 1,624 kg CO₂e/kg for R407C and 380 kg CO₂e/kg for R32 were used

The DEFRA database was used:

<https://assets.publishing.service.gov.uk/media/6846a4f55e92539572806125/ghg-conversion-factors-2025-full-set.xlsx>

Scope 2:

HG emissions are calculated based on reported electricity consumption from companies within the Holding. The emission factors applied are those corresponding to national grids (Romania, the Republic of Moldova and Lithuania) for location-based Scope 2 emissions and supplier-specific emission factors for market-based Scope 2 emissions, as presented in the table below.

Energy supplier	Site	Energy supplier emission factor 2024 [gCO ₂ e/kWh]	National emission factor 2024 [gCO ₂ e/kWh]
ENTREX	BICO Vaslui BICO Piatra Neamt ELECTROPLAST VELTADOORS	155.14	179.72 (RO)
NOVA	ELECTROPLAST	250,274	179.72 (RO)
Premier Energy	BICO – TERRA	473.9 (MD)*	473.9 (MD)
Ignitis	BICO – IRANGA	0**	102.64 (LT)

Engie	EVOLOR	223.49	179.72 (RO)
Tinmar Energy	DIAL	415.59	179.72 (RO)
PPC Energy	VELTADOORS	151.7	179.72 (RO)

*The national grid emission factor was taken from the DEFRA database, as there is no energy label available for our energy suppliers in the Republic of Moldova.

** In accordance with the green electricity supply contract.

Scope 3:

In 2023, we organised dedicated workshops to identify the Scope 3 emission categories considered material for each company within the Group. The outcomes of these assessments were retained for 2024 and 2025 as well. For VELTADOORS, the materiality analysis was based on the assessment performed in 2023 for ECO EURO DOORS (now integrated into VELTADOORS), and for the BICO companies in the Republic of Moldova and Lithuania, the Scope 3 materiality outcome for BICO Industries was used, as the operational structure and relevant value chains are comparable.

A materiality assessment of Scope 3 categories was performed, and carbon emissions were quantified only for the material categories relevant to each company, based on the collection and processing of information as follows:

- Category 1 – Purchased goods and services:** quantities of raw materials, goods and services purchased in the reference year were collected, either by mass or by monetary value. These were multiplied by relevant emission factors, resulting in CO₂ emissions for each input. For emissions quantified using mass-based values, the Ecoinvent v3.12 databases were used. For emissions quantified using monetary values, DEFRA factors were used (https://www.carbonsaver.org/tools/scope_3_CO2e_factors.php). DEFRA factors were also used where suitable mass-based emission factors were not available. Emission factors are expressed in GBP; therefore, the following exchange rates were applied: the 2025 average NBR rate for GBP/RON, i.e. 1 GBP = 5.88461 RON for Romanian companies; 1 GBP = 0.85673 EUR for Lithuania; and the GBP/MDL exchange rate published by the National Bank of the Republic of Moldova, i.e. 1 GBP = 23.0504 MDL. This category was considered for: BICO RO⁵, BICO MD⁶, BICO LT⁷, DIAL, ELECTROPLAST, EVOLOR, VELTADOORS.
- Category 2 – Capital goods:** monetary values expressed in RON / EUR / MDL were converted into GBP and multiplied by the relevant DEFRA emission factors (https://www.carbonsaver.org/tools/scope_3_CO2e_factors.php). The monetary value (in GBP) of purchased items with an extended useful life, depreciation value and subject to depreciation was considered and multiplied by the emission factor corresponding to the relevant capital goods category.

⁵ BICO RO = BICO INDUSTRIES S.A. sites in Romania (Piatra Neamț and Vaslui)

⁶ BICO MD = BICO (TERRA IMPEX S.R.L.) sites in Republic of Moldova

⁷ BICO LT = BICO (IRANGA TECHNOLOGIJOS, UAB) site in Lithuania

This category was considered for: BICO RO⁸, BICO MD⁹, BICO LT¹⁰, DIAL, ELECTROPLAST, EVOLOR, VELTADOORS.

- **Category 3 – Fuel- and energy-related activities** (not included in Scope 1 or Scope 2): emissions associated with the production of fuels and energy purchased and consumed by the company in the reference year, which were not included in Scope 1 or Scope 2, were calculated by multiplying energy and fuel quantities by the relevant emission factors. For this calculation, the publicly available source was used: <https://www.gov.uk/government/publications/greenhouse-gas-reporting-conversion-factors-2025>.

This category was considered for: BICO RO, BICO MD, BICO LT, DIAL, ELECTROPLAST, EVOLOR, VELTADOORS.

- **Category 4 – Upstream transportation and distribution:** this includes transportation paid for by the company but not performed with company-owned vehicles. Emissions were calculated by multiplying the truck distances travelled (km) by the weight of goods transported and the relevant emission factors, considering truck load capacity and emission standard. Emission factors from Ecoinvent v3.12 were used.

This category was considered for: BICO RO, BICO MD, BICO LT, DIAL, ELECTROPLAST, EVOLOR, VELTADOORS.

- **Category 5 – Waste generated in operations:** company-generated waste quantities, broken down by waste type (code), were multiplied by the relevant emission factors associated with the applicable recovery/treatment methods. Emission factors from Ecoinvent v3.12 were used.

This category was considered for: BICO RO, BICO MD, BICO LT, DIAL, ELECTROPLAST, EVOLOR, VELTADOORS.

- **Category 6 – Business travel:** emissions under this category were calculated by multiplying kilometres travelled by employees by the average number of employees per mode of transport and by the relevant emission factors for the transport modes used (air travel, vehicle, etc.) and distances travelled. Emission factors from Ecoinvent v3.12 were used.

This category was considered for: BICO RO, BICO LT, DIAL, ELECTROPLAST, EVOLOR, VELTADOORS.

- **Category 7 – Employee commuting:** information was collected on commuting distances (home-to-work and return), transport mode used, the average number of employees using each transport mode, and the number of days worked on site (office, production hall, etc.). Emissions were calculated by multiplying these parameters by the relevant emission factors. In the absence of information on the emission standard of the transport modes used, an emission factor corresponding to the Euro 5 standard was applied. Emission factors from Ecoinvent v3.12 were used.

⁸ BICO RO = BICO INDUSTRIES S.A. sites in Romania (Piatra Neamț and Vaslui)

⁹ BICO MD = BICO (TERRA IMPEX S.R.L.) sites in Republic of Moldova

¹⁰ BICO LT = BICO (IRANGA TECHNOLOGIJOS, UAB) site in Lithuania

This category was considered for: BICO RO¹¹, BICO MD¹², BICO LT¹³, ELECTROPLAST, EVOLOR, VELTADOORS.

- **Category 8 – Upstream leased assets:** this category covers assets leased from other companies. Monetary values expressed in RON / EUR / MDL were converted into GBP and multiplied by the relevant DEFRA emission factors (https://www.carbonsaver.org/tools/scope_3_CO2e_factors.php).

This category was considered for: BICO RO, BICO MD, BICO LT, EVOLOR.

- **Category 9 – Downstream transportation and distribution:** transportation not paid for by the company (instead paid by customers or suppliers) and not performed with company-owned vehicles. Truck distances were multiplied by the weight of products (or waste) transported and by the relevant emission factors for truck load capacity and emission standard. Emission factors from Ecoinvent v3.12 were used.

This category was considered for: BICO RO, BICO MD, BICO LT, DIAL, ELECTROPLAST, EVOLOR, VELTADOORS.

- **Category 10 – Processing of sold products:** includes emissions resulting from the processing or further transformation of intermediate products sold to third parties. Quantities of intermediate products sold to other manufacturers were multiplied by emission factors as specific as possible to the relevant processing activities. Emission factors from Ecoinvent v3.12 were used. This category was considered for: BICO RO, BICO LT, DIAL.

- **Category 11 – Use of sold products:** not applicable.

- **Category 12 – End-of-life treatment of sold products:** this category includes total estimated end-of-life emissions for products sold in the reference year. Total quantities of finished products sold were multiplied by the relevant emission factors associated with recovery/treatment methods at end of life. Emission factors from Ecoinvent v3.12 were used.

This category was considered for: BICO RO, DIAL, ELECTROPLAST, VELTADOORS.

- **Category 13 – Downstream leased assets:** the monetary value of assets leased to other entities in the reference year was collected and expressed in local currency, converted into GBP and multiplied by the relevant DEFRA emission factors (https://www.carbonsaver.org/tools/scope_3_CO2e_factors.php).

This category was considered for: BICO RO.

- **Category 14 – Franchises:** not applicable.
- **Category 15 – Investments:** not applicable for 2025.

The table below presents consolidated greenhouse gas emissions, broken down into Scope 1, Scope 2 and Scope 3 emissions for all companies across all countries included within the scope of the current Sustainability Statement.

¹¹ BICO RO = BICO INDUSTRIES S.A. sites in Romania (Piatra Neamț and Vaslui)

¹² BICO MD = BICO (TERRA IMPEX S.R.L.) sites in Republic of Moldova

¹³ BICO LT = BICO (IRANGA TECHNOLOGIJOS, UAB) site in Lithuania

ROCA INDUSTRY – GHG emissions – consolidated values

	Retrospective				Milestone and target years			
	Base year (2024)*	Comparative (2024)	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO ₂ eq)	2,770.17	2,770.17	2,243.10	80.97%	NA	2,493.15	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO ₂ eq)	3,005.37	3,005.37	2,552.73	84.94%	NA	2,704.83	NA	NA
Gross market-based Scope 2 GHG emissions (tCO ₂ eq)	2,745.89	2,745.89	2,729.71	99.41%	NA	2,471.30	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO ₂ eq)	160,775.86	160,775.86	164,790.95	102.50%	NA	144,698.27	NA	NA
1 Purchased goods and services	117,195.47	117,195.47	118,586.91	101.19%	NA	105,475.92	NA	NA
[Optional sub-category: Cloud computing and data centre services]	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	484.58	484.58	3,640.89	751.35%	NA	436.12	NA	NA
3 Fuel and energy-related Activities (not included in Scope1 or Scope 2)	2,666.14	2,666.14	1,798.75	67.47%	NA	2,399.53	NA	NA
4 Upstream transportation and distribution	10,479.29	10,479.29	14,736.02	140.62%	NA	9,431.36	NA	NA
5 Waste generated in operations	1,264.08	1,264.08	1,385.95	109.64%	NA	1,137.67	NA	NA
6 Business travel	37.95	37.95	70.64	186.15%	NA	34.16	NA	NA
7 Employee commuting	1,093.96	1,093.96	867.23	79.27%	NA	984.56	NA	NA
8 Upstream leased assets	50.27	50.27	35.62	70.86%	NA	45.24	NA	NA
9 Downstream transportation	4,452.25	4,452.25	3,324.76	74.68%	NA	4,007.03	NA	NA
10 Processing of sold products	12,766.54	12,766.54	12,061.51	94.48%	NA	11,489.89	NA	NA
11 Use of sold products	0	0	0	0	NA	0	NA	NA
12 End-of-life treatment of sold products	10,271.13	10,271.13	8,282.47	80.64%	NA	9,244.02	NA	NA
13 Downstream leased assets	14.20	14.20	0.19	1.32%	NA	12.78	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO ₂ eq)	166,551.39	166,551.39	169,586.78	101.82%	NA	149,896.26	NA	NA
Total GHG emissions (market-based) (tCO ₂ eq)	166,291.92	166,291.92	169,763.76	102.09%	NA	149,662.73	NA	NA

*2024 is considered the base year

The tables below present GHG emissions by subsidiary.

VELTADOORS*	Retrospective				Milestone and target years			
	Base year (2024)*	Comparative	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO2eq)	413.49	413.49	159.74	38.63%	NA	372.14	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO2eq)	362.48	362.48	363.90	100.39%	NA	326.23	NA	NA
Gross market-based Scope 2 GHG emissions (tCO2eq)	275.68	275.68	313.84	113.84%	NA	248.11	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	14,409.73	14,409.73	11,714.42	81.30%	NA	12,968.77	NA	NA
1 Purchased goods and services	13,545.02	13,545.02	10,080.67	74.42%	NA	NA	NA	NA
[Optional sub-category: Cloud computing and data centre services	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	5.69	5.69	8.00	140.60%	NA	NA	NA	NA
3 Fuel and energy-related Activities (not included in Scope1 or Scope 2)	362.71	362.71	155.13	42.77%	NA	NA	NA	NA
4 Upstream transportation and distribution	63.21	63.21	416.65	659.15%	NA	NA	NA	NA
5 Waste generated in operations	114.34	114.34	270.81	236.84%	NA	NA	NA	NA
6 Business travel	1.68	1.68	0.09	5.08%	NA	NA	NA	NA
7 Employee commuting	191.19	191.19	629.52	329.26%	NA	NA	NA	NA
8 Upstream leased assets	0	0	0	0	NA	NA	NA	NA
9 Downstream transportation	3.4	3.4	9.45	278.03%	NA	NA	NA	NA
10 Processing of Sold Products	0	0	0	0	NA	NA	NA	NA
11 Use of Sold Products	0	0	0	0	NA	NA	NA	NA
12 End-of-life treatment of sold products	122.5	122.5	144.10	117.63%	NA	NA	NA	NA
13 Downstream leased assets	0	0	0	0	NA	NA	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO2eq)	15,185.70	15,185.70	12,238.07	80.59%	NA	13,667.14	NA	NA
Total GHG emissions (market-based) (tCO2eq)	15,185.70	15,185.70	12,188.00	80.72%	NA	13,589.02	NA	NA

*VELTADOORS emissions are compared with the aggregated consumption of ECO EURO DOORS and WORKSHOP DOORS at 2024 level.

EVOLOR	Retrospective	Milestone and target years

	Base year (2024)*	Comparative	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO2eq)	534.75	5347.5	513.48	96.02%	NA	481.28	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO2eq)	44.56	44.56	67.07	150.51%	NA	40.10	NA	NA
Gross market-based Scope 2 GHG emissions (tCO2eq)	38.26	38.26	83.40	217.98%	NA	34.43	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	18,519.96	18,519.96	32,809.74	177.16%	NA	16,667.96	NA	NA
1 Purchased goods and services	15,520.29	15,520.29	25,538.18	164.55%	NA	NA	NA	NA
[Optional sub-category: Cloud computing and data centre services]	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	63.40	63.40	160.30	252.84%	NA	NA	NA	NA
3 Fuel and energy-related Activities (not included in Scope1 or Scope 2)	534.98	534.98	501.97	93.83%	NA	NA	NA	NA
4 Upstream transportation and distribution	2,168.99	2,168.99	6,488.31	299.14%	NA	NA	NA	NA
5 Waste generated in operations	178.25	178.25	110.06	61.75%	NA	NA	NA	NA
6 Business travel	11.12	11.12	1.90	17.10%	NA	NA	NA	NA
7 Employee commuting	4.72	4.72	4.24	89.83%	NA	NA	NA	NA
8 Upstream leased assets	0.33	0.33	0.26	79.81%	NA	NA	NA	NA
9 Downstream transportation	37.87	37.87	4.49	11.86%	NA	NA	NA	NA
10 Processing of Sold Products	0	0	0	0	NA	NA	NA	NA
11 Use of Sold Products	0	0	0	0	NA	NA	NA	NA
12 End-of-life treatment of sold products	0	0	0	0	NA	NA	NA	NA
13 Downstream leased assets	0	0	0	0	NA	NA	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO2eq)	19,099.27	19,099.27	33,390.28	174.82%	NA	17,189.33	NA	NA
Total GHG emissions (market-based) (tCO2eq)	19,092.97	19,092.97	33,406.61	174.97%	NA	17,183.66	NA	NA

DIAL	Retrospective	Milestone and target years

	Base year (2024)*	Comparative	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO2eq)	767.91	NA	653.46	85.10%	NA	691.12	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO2eq)	242.29	242.29	222.53	91.84%	NA	218.06	NA	NA
Gross market-based Scope 2 GHG emissions (tCO2eq)	705.50	705.50	514.58	72.94%	NA	634.95	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	15,513.77	15,513.77	15,221.55	98.12%	NA	13,962.40	NA	NA
1 Purchased goods and services	7,642.88	7,64.88	8,337.20	109.08%	NA	NA	NA	NA
[Optional sub-category: Cloud computing and data centre services]	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	10.60	10.60	0.85	7.98%	NA	NA	NA	NA
3 Fuel and energy-related Activities (not included in Scope1 or Scope 2)	773.49	773.49	200.78	25.96%	NA	NA	NA	NA
4 Upstream transportation and distribution	42.25	42.25	23.24	55.00%	NA	NA	NA	NA
5 Waste generated in operations	29.16	29.16	29.53	101.28%	NA	NA	NA	NA
6 Business travel	2.88	2.88	0.51	17.86%	NA	NA	NA	NA
7 Employee commuting	0	0	0	0	NA	NA	NA	NA
8 Upstream leased assets	0	0	0	0	NA	NA	NA	NA
9 Downstream transportation	167.52	167.52	164.68	98.30%	NA	NA	NA	NA
10 Processing of Sold Products	6,671.92	6,671.92	6,302.14	94.46%	NA	NA	NA	NA
11 Use of Sold Products	0	0	0	0	NA	NA	NA	NA
12 End-of-life treatment of sold products	173.08	173.08	162.63	93.96%	NA	NA	NA	NA
13 Downstream leased assets	0	0	0	0	NA	NA	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO2eq)	16,523.97	16,523.97	16,097.54	97.42%	NA	14,871.58	NA	NA
Total GHG emissions (market-based) (tCO2eq)	16,987.18	16,987.18	16,389.59	96.48%	NA	15,288.47	NA	NA

ELECTROPLAST	Retrospective	Milestone and target years

	Base year (2024)*	Comparative	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO2eq)	354.79	354.79	297.01	83,71%	NA	319.31	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO2eq)	363.14	363.14	464.77	127.99%	NA	326.83	NA	NA
Gross market-based Scope 2 GHG emissions (tCO2eq)	199.57	199.57	537.04	269.10%	NA	179.61	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	29,334.41	29,334.41	39,929.84	136.12%	NA	26,400.97	NA	NA
1 Purchased goods and services	21,726.35	21,726.35	27,983.34	128.80%	NA	NA	NA	NA
[Optional sub-category: Cloud computing and data centre services]	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	224.62	224.62	3,064.98	1364.52%	NA	NA	NA	NA
3 Fuel and energy-related Activities (not included in Scope1 or Scope 2)	289.87	289.87	304.98	105.21%	NA	NA	NA	NA
4 Upstream transportation and distribution	2,926.34	2,926.34	3,072.79	105.00%	NA	NA	NA	NA
5 Waste generated in operations	87.40	87.40	144.96	165.85%	NA	NA	NA	NA
6 Business travel	12.24	12.24	65.39	534.19%	NA	NA	NA	NA
7 Employee commuting	102.31	102.31	56.85	55.57%	NA	NA	NA	NA
8 Upstream leased assets	0	0	0	0	NA	NA	NA	NA
9 Downstream transportation	27.63	27.63	74.43	269.39%	NA	NA	NA	NA
10 Processing of Sold Products	0	0	0	0	NA	NA	NA	NA
11 Use of Sold Products	0	0	0	0	NA	NA	NA	NA
12 End-of-life treatment of sold products	3,937.65	3,937.65	5,162.12	131.10%	NA	NA	NA	NA
13 Downstream leased assets	0	0	0	0	NA	NA	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO2eq)	30,052.34	30,052.34	40,691.61	135.40%	NA	27,047.11	NA	NA
Total GHG emissions (market-based) (tCO2eq)	29,888.76	29,888.76	40,763.89	136.39%	NA	26,899.89	NA	NA

BICO	Retrospective	Milestone and target years

	Base year (2024)*	Comparative	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO2eq)	699.23	699.23	619.41	88.59%	NA	629.31	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO2eq)	1,992.90	1,992.90	1,434.47	72%	NA	1,793.61	NA	NA
Gross market-based Scope 2 GHG emissions (tCO2eq)	1,526.88	1,526.88	1,280.85	84%	NA	1,374.19	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	82,997.99	82,997.99	65,115.40	78.45%	NA	74,698.20	NA	NA
1 Purchased goods and services	58,760.94	58,760.94	46,647.52	79.39%	NA	NA	NA	NA
[Optional sub-category: Cloud computing and data centre services]	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	180.28	180.28	406.76	225.63%	NA	NA	NA	NA
3 Fuel and energy-related Activities (not included in Scope1 or Scope 2)	705.07	705.07	635.88	90.19%	NA	NA	NA	NA
4 Upstream transportation and distribution	5,278.50	5,278.50	4,735.03	89.70%	NA	NA	NA	NA
5 Waste generated in operations	854.93	854.93	830.59	97.15%	NA	NA	NA	NA
6 Business travel	10.02	10.02	2.76	27.51%	NA	NA	NA	NA
7 Employee commuting	795.75	795.75	176.62	22.19%	NA	NA	NA	NA
8 Upstream leased assets	49.94	49.94	35.36	70.81%	NA	NA	NA	NA
9 Downstream transportation	4,215.84	4,215.84	3,071.71	72.86%	NA	NA	NA	NA
10 Processing of Sold Products	6,094.62	6,094.62	5,759.37	94.50%	NA	NA	NA	NA
11 Use of Sold Products	0	0	0	0	NA	NA	NA	NA
12 End-of-life treatment of sold products	6,037.91	6,037.91	2,813.62	46.60%	NA	NA	NA	NA
13 Downstream leased assets	14.20	14.20	0.19	1.32%	NA	NA	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO2eq)	85,690.12	85,690.12	67,169.28	78.39%	NA	77,121.12	NA	NA
Total GHG emissions (market-based) (tCO2eq)	85,224.09	85,224.09	67,015.66	78.63%	NA	76,701.70	NA	NA

The tables below present the GHG emissions by country for BICO companies.

BICO ROMANIA	Retrospective				Milestone and target years			
	Base year (2024)*	Comparative	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO2eq)	296.38	296.38	274.32	92.56%	NA	266.74	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO2eq)	639.31	639.31	505.39	79.05%	NA	575.38	NA	NA
Gross market-based Scope 2 GHG emissions (tCO2eq)	173.29	173.29	436.27	251.76%	NA	155.6	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	46,401.46	46,401.46	27,738.40	59.78%	NA	41,761.31	NA	NA
1 Purchased goods and services	32,554.69	32,554.69	17,991.45	55.27%	NA	NA	NA	NA
[Optional sub-category: Cloud computing and data centre services]	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	51.39	51.39	9.14	17.78%	NA	NA	NA	NA
3 Fuel and energy-related Activities (not included in Scope1 or Scope 2)	294.58	294.58	283.47	96.23%	NA	NA	NA	NA
4 Upstream transportation and distribution	2,755.67	2,755.67	1,361.04	49.39%	NA	NA	NA	NA
5 Waste generated in operations	606.42	606.42	424.22	69.95%	NA	NA	NA	NA
6 Business travel	7.66	7.66	0	0	NA	NA	NA	NA
7 Employee commuting	478.63	478.63	71.69	14.98%	NA	NA	NA	NA
8 Upstream leased assets	8.08	8.08	9.98	123.57%	NA	NA	NA	NA
9 Downstream transportation	3,627.97	3,627.97	2,380.51	65.62%	NA	NA	NA	NA
10 Processing of Sold Products	2,489.69	2,489.69	2,393.10	96.12%	NA	NA	NA	NA
11 Use of Sold Products	0	0	0	0	NA	NA	NA	NA
12 End-of-life treatment of sold products	3,512.47	3,512.47	2,813.62	80.10%	NA	NA	NA	NA
13 Downstream leased assets	14.20	14.20	0.19	1.32%	NA	NA	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO2eq)	47,337.15	47,337.15	28,518.11	60.24%	NA	42,603.43	NA	NA
Total GHG emissions (market-based) (tCO2eq)	46,871.13	46,871.13	28,448.99	60.70%	NA	42,184.01	NA	NA

BICO MOLDOVA	Retrospective				Milestone and target years			
	Base year (2024)*	Comparative	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO2eq)	129.69	129.69	202.97	156.50%	NA	116.72	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO2eq)	1,253.34	1,253.34	844.58	67.39%	NA	1,128.01	NA	NA
Gross market-based Scope 2 GHG emissions (tCO2eq)	1,253.34	1,253.34	844.58	67.39%	NA	1,128.01	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	27,471.03	27,471.03	28,129.09	102.40%	NA	24,723.94	NA	NA
1 Purchased goods and services	23,034.22	23,034.22	24,629.68	106.93%	NA	NA	NA	NA
[Optional sub-category: Cloud computing and data centre services]	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	126.85	126.85	396.52	312.59%	NA	NA	NA	NA
3 Fuel and energy-related Activities (not included in Scope1 or Scope 2)	137.24	137.24	208.50	151.92%	NA	NA	NA	NA
4 Upstream transportation and distribution	2,333.23	2,333.23	2,084.25	89.33%	NA	NA	NA	NA
5 Waste generated in operations	176.02	176.02	285.19	162.02%	NA	NA	NA	NA
6 Business travel	0	0	0	0	NA	NA	NA	NA
7 Employee commuting	250.38	250.38	72.28	28.87%	NA	NA	NA	NA
8 Upstream leased assets	18.36	18.36	10.28	55.97%	NA	NA	NA	NA
9 Downstream transportation	315.24	315.24	442.40	140.34%	NA	NA	NA	NA
10 Processing of Sold Products	1,079.50	1,079.50	0	0	NA	NA	NA	NA
11 Use of Sold Products	0	0	0	0	NA	NA	NA	NA
12 End-of-life treatment of sold products	0	0	0	0	NA	NA	NA	NA
13 Downstream leased assets	0	0	0	0	NA	NA	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO2eq)	28,854.06	28,854.06	29,176.64	101.12%	NA	25,968.66	NA	NA
Total GHG emissions (market-based) (tCO2eq)	28,854.06	28,854.06	29,176.64	101.12%	NA	25,968.66	NA	NA

BICO LITHUANIA	Retrospective				Milestone and target years			
	Base year (2024)*	Comparative	2025 (N)	%N/N-1	2025	2030	(2050)	Annual Target % / Base Year
Scope 1 GHG Emissions								
Gross Scope 1 GHG emissions (tCO ₂ eq)	273.15	273.15	142.12	52.03%	NA	245.84	NA	NA
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)	NA	NA	NA	NA	NA	NA	NA	NA
Scope 2 GHG Emissions								
Gross location-based Scope 2 GHG emissions (tCO ₂ eq)	100.25	100.25	84.49	84.28%	NA	90.23	NA	NA
Gross market-based Scope 2 GHG emissions (tCO ₂ eq)	100.25	100.25	0	0	NA	90.23	NA	NA
Significant Scope 3 GHG Emissions								
Total Gross indirect (Scope 3) GHG emissions (tCO ₂ eq)	9,125.50	9,125.50	9,247.91	101.34%	NA	8,212.96	NA	NA
1 Purchased goods and services	3,172.02	3,172.02	4,026.39	126.93%	NA	NA	NA	NA
[Optional sub-category: Cloud computing and data centre services	NA	NA	NA	NA	NA	NA	NA	NA
2 Capital goods	2.04	2.04	1.10	54.06%	NA	NA	NA	NA
3 Fuel and energy-related Activities (not included in Scope 1 or Scope 2)	273.24	273.24	143.92	52.67%	NA	NA	NA	NA
4 Upstream transportation and distribution	189.61	189.61	1,289.75	680.21%	NA	NA	NA	NA
5 Waste generated in operations	72.49	72.49	121.18	167.17%	NA	NA	NA	NA
6 Business travel	2.37	2.37	2.76	116.29%	NA	NA	NA	NA
7 Employee commuting	66.74	66.74	32.64	48.91%	NA	NA	NA	NA
8 Upstream leased assets	23.49	23.49	15.10	64.28%	NA	NA	NA	NA
9 Downstream transportation	272.63	272.63	248.80	91.26%	NA	NA	NA	NA
10 Processing of Sold Products	2,525.44	2,525.44	3,366.27	133.29%	NA	NA	NA	NA
11 Use of Sold Products	0	0	0	0	NA	NA	NA	NA
12 End-of-life treatment of sold products	2,525.44	2,525.44	0	0	NA	NA	NA	NA
13 Downstream leased assets	0	0	0	0	NA	NA	NA	NA
14 Franchises	0	0	0	0	NA	NA	NA	NA
15 Investments	0	0	0	0	NA	NA	NA	NA
Total GHG emissions								
Total GHG emissions (location-based) (tCO ₂ eq)	9,498.90	9,498.90	9,474.53	99.74%	NA	8,549.02	NA	NA
Total GHG emissions (market-based) (tCO ₂ eq)	9,498.90	9,498.90	9,390.03	98.85%	NA	8,549.02	NA	NA

The table below presents the GHG emissions intensity (total GHG emissions per net revenue).

	ROCA INDUSTRY – consolidated values			Milestone and target years		
	2024	2025	% 2025 / 2024	2025	2030	(2050)
Total GHG emissions (location-based) per net revenue (tCO2eq/ml.RON)	277.96	269.40	96.92%	NA	249.78	NA
Total GHG emissions (market-based) per net revenue (tCO2eq/ml.RON)	277.53	269.68	97.17%	NA	250.17	NA

Pollution

ESRS E2

ESRS 2 IRO-1

The manufacturing processes carried out by ROCA INDUSTRY subsidiaries involve the use of chemicals and materials specific to the construction materials industry, which may generate emissions and other forms of pollution affecting air, soil or water. All production sites operate in compliance with applicable legal requirements, hold valid environmental permits and, where relevant, are certified in accordance with internationally recognised standards (such as ISO 9001, ISO 14001 and ISO 45001, as applicable), which also support pollution prevention and control.

As part of the double materiality assessment initiated in 2024, we analysed the sites and operational activities of subsidiaries in Romania, Lithuania and the Republic of Moldova, with the aim of identifying actual and potential pollution-related impacts, risks and opportunities, based on environmental permits, applicable legal requirements and information available from environmental monitoring activities carried out in accordance with legislation. In 2025, there were no new developments or changes in operations that would have required additional assessments; only the annual environmental permit endorsement was required.

During the reporting year, no direct consultations were conducted with nearby communities, as there were no changes to production operations that would have required updates to environmental permits or the initiation of additional consultation procedures.

For a detailed presentation of the IROs, please refer to the table in section **ESRS2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting on page 147.

E2-1 – Policies related to pollution

Through the ROCA INDUSTRY ESG Policy developed in 2025, the Group reaffirms its commitment to pollution prevention, continuous improvement of environmental performance, and the protection of the health of employees and local communities. This policy establishes a preventive approach to managing impacts associated with air, water and soil pollution, through strict compliance with applicable environmental legislation and the implementation of control measures appropriate to the operational specifics of each subsidiary.

The policy aims to support the monitoring of industrial emissions, the reduction of volatile organic compounds (VOCs), the proper treatment of wastewater, and the responsible management of hazardous substances, in line with REACH requirements and the principles of Best Available Techniques (BAT). All subsidiaries within the portfolio are required to maintain internal pollution

management systems integrated into existing management systems, including risk assessments, periodic audits and response mechanisms for potential environmental incidents.

To strengthen the responsible management of pollution-related aspects, ROCA INDUSTRY incorporated specific objectives and guidelines addressing air, water and soil pollution into the ESG strategic directions defined at Group level in 2025. These provide the basis for the implementation of concrete pollution prevention and control measures. Both the ESG Policy and the related strategic directions were approved by the Board of Directors on 25 February 2026 and 24 March 2026, respectively, and were subsequently disseminated to all subsidiaries to ensure consistent implementation across the Group.

E2-2 – Actions and resources related to pollution

The ESG strategic directions defined at ROCA INDUSTRY level in 2025 also address the prevention and reduction of pollution generated by operations and products, along with compliance with environmental legislation and the requirements of applicable environmental permits. These actions are planned for implementation starting in 2026.

These actions include the implementation of environmental policies associated with ISO 14001 and the ESG Policy, which integrates pollution-related aspects, ensuring ongoing compliance with environmental permits, monitoring emissions of volatile organic compounds (VOCs), testing wastewater discharges, preventing leaks of hazardous substances through appropriate technical measures, and progressively using materials with low VOC content.

In addition to the general framework, a number of subsidiary-specific measures have been identified, tailored to the type of industrial processes, which may be implemented depending on the operational specifics and applicable short- or medium-term requirements. Accordingly, VELTADOORS, DIAL, EVOLOR and BICO will install air filtration systems in painting booths and exhaust ducts in order to reduce emissions generated by finishing processes, and will periodically monitor VOC emissions, on an annual or quarterly basis, depending on applicable requirements. DIAL, EVOLOR and BICO will implement closed-loop water systems and perform regular discharge testing to reduce impacts on water resources. EVOLOR and BICO have planned the gradual replacement of hazardous coatings and materials with low-VOC alternatives by 2027, while VELTADOORS and DIAL will eliminate plastic filling materials from packaging by 2028.

In the case of ELECTROPLAST, actions are focused on the use of materials with low VOC content, recirculation of process water in closed systems, monitoring of wastewater quality, and the prevention of oil and chemical leaks through containment trays and equivalent measures, in line with the specifics of electric cable manufacturing processes.

E2-3 – Targets related to pollution

At Group level, ROCA INDUSTRY has established a set of common targets related to the prevention and reduction of pollution, applicable to all subsidiaries starting in 2026, following the approval of the ESG strategic directions. At the time of definition, pollution-related objectives were set without a unified and formalised methodology, having an indicative character and being aligned with the Group's priorities at that time. From 2026 onwards, ROCA INDUSTRY plans to develop a structured methodology for setting, monitoring and reviewing targets related to this topic, with the aim of progressively aligning with ESRS requirements and good practices.

The targets include maintaining, on an annual basis, a level of zero non-compliances with environmental permits, zero pollution-related complaints, and zero cases of discharges requiring remediation. These targets support the Group's objective of ensuring ongoing compliance with applicable environmental legislation and reducing the environmental impact of its operations and will be monitored on a regular basis.

Additionally, by 2027, VELTADOORS aims to roll out and scale up the energy efficiency measures already proven successful at the Carpați site, as well as in the Salcâmilor and Petelea facilities. These measures also contribute indirectly to reducing air pollutants associated with industrial processes.

E2-4 – Pollution of air, water and soil

With regard to air, water and soil pollution, ROCA INDUSTRY subsidiaries monitor and manage the impacts generated by their activities in accordance with applicable environmental legislation and the conditions set out in environmental permits. In line with environmental permit requirements, each company within ROCA INDUSTRY is required to comply with specific pollution prevention and control obligations. Reported emissions remain within the permitted limits, in compliance with applicable regulations.

Air emissions mainly result from the operation of thermal plants and the use of substances that generate volatile organic compounds (VOCs), which are periodically monitored by accredited laboratories. Measurement results for VOCs, as well as for channelled and fugitive emissions, indicate values below the maximum limits allowed under applicable legislation, with no exceedances recorded during the reporting period (ELECTROPLAST, EVOLOR, DIAL, VELTADOORS). BICO is not subject to reporting obligations under Regulation (EU) 2024/1244 of the European Parliament and of the Council.

For soil protection purposes, raw materials, hazardous substances and waste are stored on concrete platforms and in specially designated areas, thereby preventing the risk of contamination. No soil pollution incidents occurred at ROCA INDUSTRY sites.

With regard to domestic wastewater, this is discharged into the municipal sewerage systems and complies with the limit values set by the sewerage network operators and wastewater

treatment plants. Rainwater collected from paved or concrete platforms and roofs, which does not present a risk of contamination, is also discharged into the municipal sewerage networks. Quality indicators are maintained within the limits established by Government Decision No. 352/2005 and NTPA 002/2005 regarding wastewater discharge.

Greenhouse gas emissions are presented in section ESRS E1 – Climate Change.

In 2025, ROCA INDUSTRY performed an assessment of the use of microplastics within its production processes, in accordance with the requirements of Regulation (EU) 2023/2055. The assessment considered the operational specifics of the subsidiaries, as well as the types of raw materials and processes used. Following the analysis of raw materials used in production, it was concluded that microplastics (Synthetic Polymer Microparticles – SPM) are not intentionally added to the products manufactured

E2-5 – Substances of concern and substances of very high concern

As part of their operational activities, ROCA INDUSTRY subsidiaries use a limited number of chemical substances and mixtures that may be classified as substances of concern, primarily due to their chemical and physical properties or hazard classification under applicable European legislation (REACH and CLP Regulations). These substances are used exclusively for specific technological purposes, in controlled quantities and under regulated conditions, and are not subject to production, placing on the market, or import/export as such.

Not all ROCA INDUSTRY subsidiaries use substances or mixtures of concern; for example, BICO does not use such substances.

DIAL, EVOLOR, ELECTROPLAST and VELTADOORS monitor the quantities of substances of concern used and generated within their production processes, based on internal records and reporting to the competent authorities. These substances are procured exclusively for internal use, in quantities aligned with production capacity. No direct emissions of such substances as such into air, water or soil have been identified. The substances predominantly leave the sites in the form of waste (hazardous or non-hazardous), which is managed by authorised operators in accordance with waste legislation. Certain substances of concern may be present in finished products, without the possibility of release under normal conditions of use.

No substances of very high concern (SVHC), as defined under the REACH Regulation, have been identified as being used or produced as such in the operations of the subsidiaries. No chemical substances are manufactured at subsidiary level and no chemical synthesis activities are carried out; the role of the subsidiaries is limited to the use of substances acquired from authorised suppliers and accompanied by safety data sheets.

The table below presents the total quantities of substances of concern used during production or procured, as well as the total quantities of hazardous substances leaving the installations as emissions, products or as part of products. The table includes the values reported by EVOLOR,

DIAL, ELECTROPLAST and VELTADOORS, based on the hazard statements (H-statements) indicated for each substance or mixture.

Substances/mixtures	Quantities of substances/ chemical preparations of concern used [kg]	
	2024	2025
DIAL		
Technical sulphuric acid	60.0	70.0
Bonderite MFEG1070	1,350.0	600.0
Bonderite CAD 0555	39.0	56.0
BONDERITE SPD844	20.0	360.0
TOTAL DIAL	1,469.0	1,086.0
ELECTROPLAST		
QH EVERDRAW C 1440	-	1,241.0
IC-2WT860 PRINTING INK	-	1.8
MC-2WT860-4 MAKE-UP	-	7.6
INTERFLON LUBE TF AEROSOL (500 ml can)	-	11.0
Solvent XS32004	50.0	45.0
Solvent XS33001	106.0	90.0
Black ink (0.7 L bottle)	10.0	1.1
White ink (0.7 L bottle)	17.0	22.4
TOTAL ELECTROPLAST	183.0	1,419.9
EVOLOR		
Butyl Diglycol	56,027.0	39,250.0
Biocide Polyphase 678	-	4,800.0
White spirit	201,880.0	178,400.0
Mergal V684 K Preservative	15,000.0	14,000.0
Ammoniacal water	7,287.0	9,235.0
Phosphoric acid	11,873.0	8,446.0
Ethyl and propyl alcohol	8,800.0	10,373.0
Aluminum Paste	4,300.0	4,550.0
Alkyd resin (55%; 65%; 80%)	440,557.0	420,760.0
Butyl acetate	7,041.0	4,420.0
Acetone	13,359.0	12,750.0
Butanol	18,518.0	16,990.0
Rompetrol SE 80/115 (extraction gasoline)	175,960.0	157,620.0
Toluene	220,291.0	209,040.0
Thinners (finished products)	-	350,084.0
Paints, primers, alkyd varnishes	-	1,597,189.0
Contact adhesive	-	26,368.0
Phenolic resin	1,300.0	1,000.0
Solvent MIX	20,920.0	23,880.0
Driers (Co, Zr, Co)	13,430.0	10,850.0
Biocide TROYSAN 1050	4,900.0	3,600.0
Biocide TROYSAN 80	1,250.0	600.0
TOTAL EVOLOR	1,222,693.0	3,104,205.0
VELTADOORS		
Thinner	12,874.0	5,477.0
TOTAL VELTADOORS	12,874.0	5,477.0
TOTAL ROCA INDUSTRY	1,237,219.0	3,112,187.9

Water and marine resources

ESRS E3

ESRS 2 IRO-1

At ROCA INDUSTRY, we are committed to the responsible management of water resources and to ensuring that each production facility complies with applicable local regulations on water protection. All operational sites have been subject to comprehensive assessments as part of the environmental permitting process and, where applicable, to assessments required for obtaining water management permits.

Of all ROCA INDUSTRY subsidiaries, EVOLOR is the only one to use water as a direct input in its finished product, making its water consumption significantly higher than that of the other companies. EVOLOR operates under a water management permit issued by the Olt River Basin Water Administration and complies with the technical requirements for wastewater quality set out in standard NTPA 001/2005. The activities of the other companies have minimal interaction with water resources, with water used in the production process primarily as recirculated water or exclusively for domestic purposes, without significant operational impacts on local water resources.

The climate vulnerability assessment indicates that the main risks to water resources at ROCA INDUSTRY level are associated with drought, water stress and precipitation variability, with different levels of intensity depending on location, amplifying drought risks and pressure on water resources. For EVOLOR, the only subsidiary with significant technological water consumption, these changes may affect operational water demand and potentially impact process continuity.

Water resources also play an important role within the Group's value chain. For example, BICO considers marine resources relevant, as sand extracted from marine sources is used in the production of glass fibres. As part of the double materiality assessment, potential impacts related to pressure on marine ecosystems in extraction areas, as well as the level of traceability available within the supply chain, were considered. This sand, sourced primarily from marine areas in Asia, may involve risks associated with the sustainability of resource extraction. The preliminary analysis conducted within the double materiality assessment indicates the potential for future implementation of traceability verification measures, supplier compliance checks and the integration of responsible sourcing criteria into future assessments, highlighting the need for sustainable resource management measures to ensure a balance between economic development and environmental conservation.

As part of the double materiality assessment, actual and potential impacts on water and marine resources, as well as the associated risks and opportunities, were assessed. The analysis examined how own operations and value chain activities may influence water availability,

generate pollution risks or create dependencies relevant to business continuity. This assessment included a review of operational sites and processes to identify direct interactions with water resources, such as abstraction, consumption and discharge. In addition, potential indirect impacts on marine resources in the upstream value chain were analysed, particularly in relation to the use of marine-origin sand in BICO's processes.

For information on impacts, risks and opportunities (IROs), please refer to the table in **ESRS 2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting on page 147.

E3-1 – Policies related to water and marine resources

The ESG Policy of ROCA INDUSTRY developed in 2025 and approved by the Board of Directors on 25 February 2026 includes references to relevant aspects related to the responsible use of water resources. These include reducing water consumption in industrial processes, implementing wastewater treatment measures and preventing water pollution. The policy also refers to the development of adaptive management plans in areas affected by water stress and to the monitoring of water consumption in order to prevent impacts on communities and aquatic ecosystems.

The Group promotes the sustainable use of natural resources across the value chain, including through supplier selection criteria related to the responsible sourcing of raw materials. The policy will be implemented starting in 2026 and will apply to all Group subsidiaries, supported by a governance framework involving the Board of Directors, the executive team and ESG Lead. The policy does not yet include specific provisions related to marine resources; however, actions addressing ecosystem protection and raw material traceability indirectly cover the associated risks.

ROCA INDUSTRY implements ISO 14001 policies and procedures at all certified sites (BICO INDUSTRIES, EVOLOR, ELECTROPLAST, VELTADOORS), enabling the systematic integration of requirements related to water management, consumption monitoring, pollution risk control and continuous improvement of performance related to water resource use.

To further support the effective management of water resources, the ESG strategic directions defined at Group level in 2025 also include aspects related to sustainable water use. These strategic directions underpin the implementation of concrete actions focused on water-use efficiency, pollution prevention and the achievement of technical targets established to reduce pressure on natural resources.

The ESG Policy and the ESG strategic directions will be communicated to all subsidiaries in 2026 to ensure consistent and coherent implementation across the Group.

E3-2 – Actions and resources related to water and marine resources

ROCA INDUSTRY has defined sustainability strategic directions, providing the foundation for the development of an action plan addressing material topics, including the responsible management of water resources, the reduction of water consumption and the prevention of water pollution.

From 2026 onwards, each industrial site will carry out an annual assessment of water-related risks, covering water availability, potential usage restrictions, water quality and risks related to operational continuity. The findings of these assessments will underpin site-specific water management plans tailored to local conditions. These plans will include technical and operational actions and will be updated periodically to reflect changes in operating conditions and identified risks. In parallel, in order to achieve the objective of reducing specific water consumption, companies will replace obsolete equipment with more water-efficient alternatives by 2027. Where applicable, subsidiaries will implement water recycling systems within production processes by the end of 2028, with the aim of increasing water reuse and reducing pressure on water sources. These systems will include closed-loop circuits and water recirculation, where feasible.

E3-3 – Targets related to water and marine resources

ROCA INDUSTRY has established specific objectives related to water resource management as part of the ESG strategic directions defined in 2025, which were approved by the Board of Directors on 24 March 2026. These objectives aim to reduce pressure on water resources, ensure compliance with applicable legislation and increase operational efficiency, while also providing a monitoring basis for assessing progress. At the time of definition, objectives related to the use and protection of water resources were established without a unified and formalised methodology, having an indicative character and reflecting the Group's priorities. From 2026 onwards, ROCA INDUSTRY intends to develop a structured methodology for defining, monitoring and reviewing targets related to water and marine resources, with a view to progressively aligning with ESRS requirements.

All ROCA INDUSTRY subsidiaries have set a common set of targets for the sustainable management of water resources, in line with the Group's commitments, as part of the ESG strategic directions. By the end of 2030, these companies aim to reduce specific water consumption by 10% compared to the 2024 baseline, contributing to process efficiency and a reduced impact on natural resources. The target is calculated based on the indicator m³/RON, ensuring that the reduction results from operational efficiency improvements rather than reduced activity levels. In addition, starting in 2026, the subsidiaries commit to achieving zero non-compliances with water-related legislation, ensuring ongoing adherence to legal requirements and applicable environmental standards.

E3-4 – Water consumption

ROCA INDUSTRY	Unit of measure	2024	2025
Total water consumption	m ³	19,395.0	25,726.0
Total water consumption in areas at water risk, including areas of high-water stress	m ³	-	-
Total water recycled and reused	m ³	1,300*	1,176*
Total water stored	m ³	60	60
Changes in storage	m ³	NA	NA
Water consumption intensity (total water consumption in own operations, in cubic meters per net income in EUR)	m ³ /mil. EUR	160.2	202.3
Water consumption intensity (total water consumption in own operations, in cubic meters per net income in RON)	m ³ /mil. RON	30.8	42.9

*includes estimated values for EVOLOR. The estimation of recirculated and discharged water volumes was carried out by the Technical Department based on the annual production capacity. At the EVOLOR site located in Buleta, the water used for cooling installations is recirculated.

Note: At Group level, the reported water consumption includes exclusively the volumes of water withdrawals recorded by EVOLOR, as this is the only company within the Group where water is consumed through direct use in the production process and incorporated into the final product; the Group considers the portion of water withdrawals that is discharged to be not material.. Consequently, the information presented on water consumption relates solely to EVOLOR's activity, being considered relevant for this specific type of water use within the Group. To ensure data comparability, the figures for the 2024 financial year were adjusted using the same reporting methodology. The methodology applied for reporting water consumption is based on the principle of relevance of resource use, including only those water consumptions that directly contribute to the production of the final product.

Biodiversity and ecosystems

ESRS E4

ESRS 2 SBM 3, IRO-1

The activities of our companies may have an impact on biodiversity and ecosystems, particularly during the implementation phase of development and expansion projects. When implementing a project, the company seeks to ensure that impacts on biodiversity are minimised. Accordingly, prior to making a development decision, urban planning and environmental documentation is reviewed in order to identify any land-use-related constraints. In addition, an ecological assessment of the site is carried out to confirm the absence of protected habitats, vulnerable species or biodiversity elements of high value, and consultations are held with environmental authorities to validate local conditions and applicable restrictions. All of this information is included in the documentation submitted to the authorities for the purpose of obtaining environmental permits. ROCA INDUSTRY does not operate sites located in proximity to biodiversity-sensitive areas, including Natura 2000 sites, a fact which is also reflected in the existing environmental permits.

Impacts on biodiversity may occur within the extended value chain, particularly at the stages related to the sourcing of raw materials, such as mineral extraction, oil extraction or timber harvesting. These activities are carried out by upstream suppliers, and the potential effects on ecosystems or communities in their areas of operation are not under the direct control of ROCA INDUSTRY. During the reporting period, no documented cases were identified indicating significant impacts on communities located in areas where raw materials used by our subsidiaries are extracted or processed. Consequently, no consultations were conducted with potentially affected upstream communities. In addition, during the reporting period, no formal or informal consultations were conducted with local communities, as there were no operational changes requiring the acquisition of new environmental permits.

Within VELTADOORS, the use of timber and MDF boards represents a relevant stage from a biodiversity risk perspective within the value chain, given that the extraction of the raw materials from which these products originate may exert pressure on forest ecosystems. Although these activities take place exclusively upstream and are not directly controlled by ROCA INDUSTRY, within the double materiality assessment these risks were evaluated as indirect, but potentially significant in certain contexts.

To reduce exposure to these risks and to prevent indirect contributions to the degradation of natural habitats, VELTADOORS applies a sourcing strategy based on FSC (Forest Stewardship Council)-certified sources. This certification provides assurance that the timber used originates from responsibly managed forests and contributes to ecosystem protection and long-term resilience. The use of certified timber ensures that an independent certification body assesses biodiversity impacts, harvesting practices and habitat protection, thereby ensuring compliance

with environmental regulations.

As part of the double materiality process, own sites and the nature of operational activities carried out were analysed. This assessment was based on available data, information from environmental regulatory procedures and site-specific characteristics, which enabled the identification and understanding of potential negative effects of operations on biodiversity.

For information on impacts, risks and opportunities (IROs), please refer to the table in section **ESRS2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting on page 147.

E4-1 – Transition plan and consideration of biodiversity and ecosystems in strategy and business model

At present, ROCA INDUSTRY has not developed a biodiversity-specific transition plan. However, the protection of biodiversity and ecosystems is integrated into the business strategy, particularly in sectors dependent on natural resources. This includes VELTADOORS, which uses exclusively FSC-certified timber and applies rigorous traceability and due diligence practices across its supply chain.

E4-2 – Policies related to biodiversity and ecosystems

The ESG Policy developed in 2025 and approved by the Board of Directors of ROCA INDUSTRY on 25 February 2026 includes commitments to reducing the impact of operations on biodiversity, land and natural ecosystems. Through this policy, the Group commits to preventing and mitigating the impacts of its operations on biodiversity, soil and natural habitats. In the development and operation of industrial facilities, the Group integrates ecosystem protection criteria, avoiding land degradation and biodiversity loss. For new projects or capacity expansions, the policy requires the assessment of environmental impacts in accordance with the Environmental Impact Assessment (EIA) methodology, ensuring that risks to ecosystems are identified and addressed from the planning stage.

Within the value chain, the policy promotes sustainable sourcing, including the application of criteria related to raw material traceability, the use of timber sourced from certified schemes (e.g. FSC), and the exclusion of suppliers involved in unsustainable practices or in the exploitation of resources from areas at high risk of biodiversity loss.

Through the implementation of the ISO 14001 environmental management system at certified sites, ROCA INDUSTRY integrates operational requirements that support biodiversity protection, including the monitoring of environmental risks, the control of impacts on soil and habitats, and continuous improvement mechanisms aimed at reducing pressure on ecosystems.

The ESG strategic directions defined at Group level in 2025 and approved by the Board of

Directors on 24 March 2026 include objectives dedicated to ecosystem protection, habitat conservation and the reduction of pressure on natural land. These strategic directions support the implementation of concrete actions aimed at integrating biodiversity criteria into operations, preventing ecosystem degradation and achieving the targets established to reduce impacts on biodiversity and ecosystems.

Both the ESG Policy and the ESG strategic directions are to be disseminated in 2026 to all Group subsidiaries, ensuring a consistent and coherent implementation of biodiversity protection principles across the Group.

E4-3 – Actions and resources related to biodiversity and ecosystems

In 2025, at ROCA INDUSTRY level, sustainability strategic directions were defined, providing the foundation for the development of a biodiversity-related action plan.

To support objectives related to biodiversity and ecosystem protection, ROCA INDUSTRY defined a set of common operational actions applicable at Group level. First, this includes continuous compliance with environmental legislation through the periodic updating of environmental permits for all sites, whenever required, ensuring that requirements related to the protection of soil, habitats and ecosystems are consistently met. Within the value chain, ROCA INDUSTRY will ensure the implementation of an environmental due diligence procedure for critical suppliers, aimed at identifying, assessing and managing potential biodiversity-related risks associated with raw materials, logistics or upstream processes.

Based on the ESG strategic directions defined at ROCA INDUSTRY level, starting in 2026, the subsidiaries will develop and implement specific actions tailored to their respective operational characteristics, in order to adequately manage biodiversity-related risks within the value chain. The implementation of these actions, including the definition of subsidiary-level measures, is planned to commence following approval. In line with the ESG strategic directions, subsidiaries have defined specific objectives and commitments, within the limits and conditions of the applicable strategic framework.

BICO

- Integration of biodiversity criteria into 100% of supplier contracts by the end of 2030, in order to avoid sourcing from protected areas.

EVOLOR

- Implementation of an environmental information collection procedure for all critical suppliers by the end of 2028;
- Integration of biodiversity criteria into 100% of supplier contracts by the end of 2030 to avoid sourcing from protected areas;
- Requesting suppliers to provide confirmations demonstrating the absence of habitat destruction.

VELTADOORS

- Integration of biodiversity criteria into 100% of supplier contracts by the end of 2030 to avoid sourcing from protected areas;
- Requesting suppliers to provide certifications confirming the absence of habitat destruction;
- Monitoring and ensuring compliance with the EU Deforestation Regulation (EUDR), including raw material traceability;
- Monitoring and managing impacts on natural habitats across all company operations;
- Implementation of preventive measures and annual audits to ensure compliance with environmental regulations.

E4-4 – Targets related to biodiversity and ecosystems

As part of the ESG strategic directions defined in 2025, ROCA INDUSTRY has established operational objectives for biodiversity management and compliance with applicable regulations. At the time of definition, objectives related to biodiversity and ecosystems were established without a unified and formalised methodology, having an indicative character and being aligned with the Group's priorities at that time. From 2026 onwards, ROCA INDUSTRY plans to develop a structured methodology for setting and monitoring biodiversity-related targets, with the aim of progressively aligning with ESRS requirements and good reporting practices.

Starting in 2026, all subsidiaries aim to achieve, on an annual basis, the objective of zero sanctions related to habitat loss for own operations. In addition, the subsidiaries target maintaining 100% of operations carried out at sites authorised by the environmental authorities, an objective that is monitored and verified annually.

VELTADOORS has set additional biodiversity-related targets, applicable as of 2026. These targets focus on the responsible management of the supply chain and compliance with applicable regulations. The objective of zero substantiated sanctions related to habitat loss is supported through supplier verification processes and the maintenance of FSC certification for relevant materials. For raw materials subject to the EU Deforestation Regulation (EUDR), the company also targets zero cases of non-compliance, supported by the full implementation of traceability and due diligence procedures, complemented by dedicated annual audits.

Resource use and circular economy

ESRS E5

ESRS 2 IRO-1

Resource management involves the efficient use of existing resources through the implementation of advanced tools for monitoring, measurement and needs forecasting. This approach facilitates awareness of current raw material consumption and enables the definition of process optimisation strategies, thereby reducing impacts on the environment and society. For ROCA INDUSTRY and its subsidiaries, effective resource management is essential, as it contributes to reducing environmental impacts and optimising operations. Through monitoring and needs forecasting, subsidiaries can identify opportunities for resource savings and long-term sustainability improvements.

As part of the double materiality assessment process, ROCA INDUSTRY evaluated resource use and circular economy-related aspects through an analysis of sites and operational activities, with a focus on resource inputs and outputs, as well as waste management practices. The assessment was based on available operational data, applicable legal requirements and internal monitoring practices, with the aim of identifying relevant impacts, risks and opportunities and informing future action related to resource use and the circular economy. Stakeholder consultations conducted as part of the materiality assessment process also included raw and auxiliary material suppliers, local public authorities and non-governmental organisations, which provided their perspectives on this topic.

For information on impacts, risks and opportunities (IROs), please refer to the table in **ESRS 2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting on page 147.

E5-1 – Policies related to resource use and circular economy

ROCA INDUSTRY developed an ESG Policy in 2025, which includes commitments related to the efficient use of resources, waste management and the promotion of the circular economy. In the course of its operations, the Group addresses circular economy principles through the monitoring of resource inputs and outputs, the responsible management of waste, and the identification of opportunities to improve the efficiency of production processes. The policy promotes the gradual reduction of non-recyclable material use, where applicable, and encourages the adoption of eco-design principles for products and processes, with the aim of limiting environmental impacts throughout the entire life cycle.

At operational level, the implementation of the ISO 14001 environmental management system at certified sites supports the coherent application of circular economy principles, including the

monitoring of resource consumption, control of waste flows and continuous improvement mechanisms aimed at reducing material losses.

The ESG strategic directions defined at Group level in 2025 include objectives dedicated to the efficient use of resources, enhancing recycling practices and embedding circularity within operational processes, in line with the specific characteristics of each subsidiary. These strategic directions support the implementation of actions tailored to the industrial profile of the Group's subsidiaries and contribute to reducing dependence on virgin raw materials.

Both the ESG Policy and the related ESG strategic directions were approved by the Board of Directors in 2026, on 25 February and 24 March respectively, and are to be subsequently disseminated to all Group subsidiaries, ensuring a consistent and coherent implementation of principles related to resource use and the circular economy.

E5-2 – Actions and resources related to resource use and circular economy

The continued reliance on raw materials contributes to resource use, waste generation and emissions across the value chain. At the same time, evolving circular economy regulations and market trends may, over time, affect the availability and costs of certain critical raw materials.

The ESG Policy and the related impacts, risks and opportunities were reflected in the sustainability strategic directions in 2025, providing the foundation for defining an action plan related to resource use and the circular economy.

The Group-level strategic directions on resource use and the circular economy provide the framework for the phased implementation of measures starting in 2026. In this context, the focus is on modernising processes and equipment to reduce resource use, decrease waste and inefficiencies in production processes, as well as on the annual assessment of opportunities to increase circularity (recycling, reuse and material alternatives).

In addition to the actions defined at Group level, additional specific actions have been proposed at subsidiary level, tailored to operational specificities and available resources, as follows:

BICO

- Assessing the feasibility of using recycled glass fibre and resins in production processes;
- Maintaining compliance with waste management legislation and applicable minimum recycling / waste recovery rates.

DIAL

- Use of production equipment with an extended service life;
- Modernisation of production processes to reduce emissions and the use of hazardous chemicals;
- Auditing suppliers from a circularity perspective;

- Gradual reduction of waste and production scrap generated during manufacturing processes.

ELECTROPLAST

- Optimisation of cable design to reduce copper and aluminium consumption;
- Use of insulation materials with equivalent performance but lower material intensity;
- Reintroduction of recycled plastic materials into the manufacturing process;
- Reuse of packaging and transport drums;
- Recovery of waste heat from industrial processes.

EVOLOR

- Use of equipment with an extended service life;
- Modernisation of processes to reduce emissions and chemical consumption;
- Identification of opportunities to use raw materials sourced from recycled or regenerated sources (resins, solvents, fillers).

VELTADOORS

- Assessing the feasibility of using materials derived from recycled wood (e.g. MDF, particleboard);
- Increasing the share of recycled materials used in production, within the limits of technical feasibility;
- Maintaining compliance with waste-related legislation and optimising waste management flows.

E5-3 – Targets related to resource use and circular economy

During 2025, ROCA INDUSTRY established specific objectives together with each subsidiary for managing material impacts, risks and opportunities related to resource use and the circular economy. At the time of definition, these objectives were not based on a unified and formalised methodology but rather had an indicative character and were aligned with the Group's priorities. From 2026 onwards, ROCA INDUSTRY plans to develop a structured methodology for defining, monitoring and reviewing targets related to this topic, with a view to progressively aligning with ESRS requirements.

The targets established at Group level aim to maintain an annual level of zero non-compliances with waste-related legislation, as well as to maintain or achieve a minimum recycling / recovery rate (including incineration, where applicable) of at least 70% by the end of 2030, compared to the 2024 baseline year. The implementation of these targets and the monitoring of related progress will be carried out on a phased basis starting in 2026, in alignment with the implementation of the framework set out in the strategic directions.

At subsidiary level, resource use and circular economy-related actions have been defined,

tailored to operational specificities, and are to be assumed and implemented on a phased basis starting in 2026, as follows:

BICO

- Zero non-compliances with waste legislation, starting in 2026;
- Maintaining a waste recycling / recovery rate of at least 70% by 2030 (baseline: 2024);
- Increasing the share of recycled materials used in production to at least 10% by 2030.

DIAL

- Zero non-compliances with waste legislation, starting in 2026;
- Maintaining a waste recycling / recovery rate of at least 70% by 2030 (baseline: 2024);
- Reducing the amount of scrap and waste generated by 1.5–2% annually until 2030 (compared to 2024);
- Increasing the share of recycled materials used in production to at least 10% by 2030.

ELECTROPLAST

- Zero non-compliances with waste legislation, starting in 2026;
- Maintaining a waste recycling rate of at least 70% by 2030 (baseline: 2024).

EVOLOR

- Zero non-compliances with waste legislation, starting in 2026;
- Maintaining a waste recycling / recovery rate of at least 70% by 2030 (baseline: 2024);
- Increasing the share of recycled materials used in production to at least 10% by 2030

VELTADOORS

- Zero non-compliances with waste legislation, starting in 2026;
- Maintaining a waste recycling / recovery rate of at least 70% by 2030 (baseline: 2024);
- Increasing the share of recycled materials used in production to at least 6% by 2030.

E5-4 – Resource inflows

ROCA INDUSTRY subsidiaries use a wide range of raw materials in manufacturing processes to produce their characteristic products. Key materials vary depending on the specifics of each company, ranging from copper and aluminium to wood, fibreglass and solvents. In addition, packaging materials are used for primary, secondary and tertiary packaging, including cardboard, plastic and wood.

ROCA INDUSTRY – Resource Inflows

	2024	2025	Unit of measure
TOTAL raw materials + packaging (except for MDF, HDF, chipboard, wood)	54,556,354.63	46,753,301.13	kg
MDF, HDF, CHIPBOARD, wood*	13,328.91	13,210.15	m ³
Other biological materials used in production or packaging (honeycomb boards, packaging cardboard, labels, pallets, wooden drums, etc.) (calculated from the total amount of raw materials and packaging)	1,839.44	1,760.59	kg

* The total volume of MDF, HDF, chipboard and wood is reported in cubic metres, as the density of these materials is unknown..

The entire quantity of MDF, HDF, chipboard and wood originates from FSC-certified sources (100% FSC-certified wood).

Honeycomb board material is sourced 100% from FSC-certified recycled sources.

ROCA INDUSTRY does not currently hold information on the origin of other biological materials used in production or packaging.

Currently, ROCA INDUSTRY is not able to provide the total weight of recycled materials used in production.

The tables below provide an overview of resource flows, including data on the main raw materials used in the manufacturing of subsidiaries' products during the reporting period, measured in cubic metres (m³) or kilograms (kg).

Resource Inflows – BICO (includes BICO INDUSTRIES; BICO MOLDOVA AND BICO LITHUANIA)

Raw Material + Packaging	Quantity 2024	Quantity 2025	Unit of measurement
Fiberglass	15,620,181	9,077,900.75	kg
Other raw materials	6,768,236.54	9,692,415.59	kg
Packaging	1,089,981	1,061,891	kg

Resource Inflows - VELTADOORS

Raw Material + Packaging	Quantity 2024	Quantity 2025	Unit of measurement
MDF, HDF, PLYWOOD, timber	13,329	13,210.14	m ³
Other raw materials	884,613	730,744.58	kg
Packaging	148,186	137,531.31	kg

Resource Inflows - EVOLOR

Raw Material + Packaging	Quantity 2024	Quantity 2025	Unit of measurement
Calcium carbonate	10,686,724	7,310,139	kg
Resins	2,133,317	1,570,750	kg
Solvents	704,527	467,747	kg
Other raw materials	763,163	430,349	kg

Resource Inflows - DIAL

Raw Material + Packaging	Quantity 2024	Quantity 2025	Unit of measurement
Soft galvanized wire	2,000,073	1,513,620	kg
Hard galvanized wire	7,932,533	7,397,323	kg
Other raw materials	656,399	839,059.60	kg
Packaging*	-	13,923.17	kg

NA* - for 2024, the indicator was reported in monetary value, without quantitative reporting (volume)

Resource Inflows - ELECTROPLAST

Raw Material + Packaging	Quantity 2024	Quantity 2025	Unit of measurement
Copper	2,408,053	2,794,051.17	kg
Aluminium	518,083	802,375.67	kg
PVC, PE, XLPE granules	1,545,802.88	1,986,154.74	kg
Other raw materials	336,892.01	447,345	kg
Packaging	359,591	479,981	kg

E5-5 – Resource outflows

ROCA INDUSTRY subsidiaries are involved in the manufacture of construction materials such as interior doors, fencing mesh and panels, paints and plasters, fibreglass mesh, and electrical cables. From a durability perspective, products manufactured by VELTADOORS are designed to last up to 10 years. As they are made of wood or wood-based materials, these products have a high potential for repair and refurbishment. In addition, between 30% and 40% of the products are recyclable.

ROCA INDUSTRY – consolidated values		Quantity 2024	Quantity 2025	Unit of measurement
Total products manufactured		53,406,414	52,189,364	kg
ELECTROPLAST	Insulated copper electrical cables + insulated aluminium electrical cables	4,931,590	6,449,305	kg
VELTADOORS*	Interior doors	2,634,402	4,901,417	kg
	Door accessories	110,201	720,073	kg

	Decor and acoustic panel for walls and ceilings	25,264	397,301	kg
	Windowsills	110,201	-	kg
DIAL	DIAPLAS (galvanized fence mesh)	1,394,957	1,023,142	kg
	PANODI (fence panels)	7,281,147	6,982,765	kg
	DIAFOR (fence panels)	41,258	91,157	kg
	DIAROL (fence mesh)	394,927	430,009	kg
	Fence posts	423,846	552,940.10	kg
EVOLOR	Washable Paints & Primers	11,200.615	10,178,764	kg
	Plasters	9,097,410	9,697,928	kg
	Varnishes & Enamels	1,722,863	1,738,649	kg
	Complementary products	210,978	218,114	kg
BICO	Fiberglass mesh for construction from own production	6,030,245	4,627,496	kg
	Fiberglass mesh for construction - goods	4,910,640	1,907,573	kg
	Corners from own production	790,520	789,429	kg
	Technical Textile (Laid scrim, TWIN), Laid scrim mesh from own production**	1,223,010	1,483,301	kg

*For 2024, cumulative values include WORKSHOP DOORS and ECO EURO DOORS.

**For 2024, the cumulative value of treated mesh from in-house production and technical textiles (Laid scrim, TWIN) has been considered.

For ROCA INDUSTRY and its subsidiaries, the total quantities of waste generated, including the volume and share of non-recycled waste, as well as the total amount of hazardous waste, are presented in the tables below. Within our subsidiaries, packaging waste is recovered by authorised operators, in accordance with mandatory contracts applicable to waste holders.

The monitoring of non-hazardous and hazardous waste involves maintaining records of quantities and characteristics, in line with legal requirements, and reporting this information to the relevant Environmental Protection Agency for each site. In cases where production activities generate waste types other than those specified in the environmental permit, the holder is obliged to manage such waste in accordance with the applicable legislation in force.

Total waste generated [t]		Waste generated - ROCA INDUSTRY											
		2024			1,970.58			2025			3,477.95		
Total waste diverted from disposal [t]		Hazardous waste diverted from disposal [t]						Non-hazardous waste diverted from disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations
Comparative (2024)	2025												
895.38	2,750.17	5.59	5.59	0.28	0	0.02	39.77	0.00	542.36	346.24	0.00	1,402.30	1,308.09
Total waste directed to disposal [t]		Total amount of hazardous waste directed to disposal [t]						Total amount of non-hazardous waste directed to disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		32.03			0			409.78			440.61		
		Breakdown by waste disposal operation						Breakdown by waste disposal operation					
		Comparative (2024)			2025			Comparative (2024)			2025		
Comparative (2024)	2025	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations
468.65	440.61	1.08	29.85	0	0	0	0	40.77	301.65	95.30	143.71	159.17	137.73
Total non-recycled waste [t]		Total quantity [t]						Percentage of total waste (%)					
		Comparative (2024)			2025			Comparative (2024)			2025		
		805.09			440.61			41.41%			12.67%		

Notă: The difference between the total amount of waste generated and the amount for which disposal was avoided, as well as the total amount of waste directed to disposal, is attributable to waste inventories held, namely the inventories carried forward from 2024 and those recorded at the end of the 2025 reporting period.

The tables below show the waste generated by each entity.

Total waste generated [t]		Waste generated – BICO (includes BICO INDUSTRIES, BICO Moldova and BICO Lithuania)											
		2024			1,195.39			2025			1,109.83		
Total waste diverted from disposal [t]		Hazardous waste diverted from disposal [t]						Non-hazardous waste diverted from disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations
Comparative (2024)	2025	0	0	0	0	0	0.14	0	48.12	334.94	0	619.58	0
383.06	619.72												
Total waste directed to disposal [t]		Total amount of hazardous waste destined for disposal [t]						Total amount of non-hazardous waste destined for disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		0			0			184.87			277.16		
		Breakdown by waste disposal operation						Breakdown by waste disposal operation					
		Comparative (2024)			2025			Comparative (2024)			2025		
Comparative (2024)	2025	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations
184.87	277.16	0	0	0	0	0	0	0	172.62	12.25	129.51	147.65	0
Total non-recycled waste [t]		Total quantity [t]						Percentage of total waste (%)					
		Comparative (2024)			2025			Comparative (2024)			2025		
		519.81			277.16			43.48%			24.97%		

Total waste generated [t]		Waste generated – VELTADOORS*											
		2024			100.171			2025			1.459.86		
Total waste diverted from disposal [t]		Hazardous waste diverted from disposal [t]						Non-hazardous waste diverted from disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations
Comparative (2024)	2025	0	0	0	0	0	38.88	0	0	1.5	0	99.93	1,308.09
1.5	1,346.97												
Total waste directed to disposal [t]		Total amount of hazardous waste destined for disposal [t]						Total amount of non-hazardous waste destined for disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		11.77			0			13.84			33.59		
		Breakdown by waste disposal operation						Breakdown by waste disposal operation					
		Comparative (2024)			2025			Comparative (2024)			2025		
Comparative (2024)	2025	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations
98.03	33.59	0	10.67	0	0	0	0	0	87.36	0	0	0	33.59
Total non-recycled waste [t]		Total quantity [t]						Percentage of total waste (%)					
		Comparative (2024)			2025			Comparative (2024)			2025		
		99.53			33.59			99.36%			2.30%		

*The waste generated by VELTADOORS is compared with the total waste generated by the ECO EURO DOORS and WORKSHOP DOORS

Total waste generated [t]		Waste generated - EVOLOR											
		2024			234.92			2025			202.06		
Total waste diverted from disposal [t]		Hazardous waste diverted from disposal [t]						Non-hazardous waste diverted from disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations
Comparative (2024)	2025	5.59	5.59	0	0	0.02	0	0	127.73	0		97.91	0
134.23	97.62												
Total waste directed to disposal [t]		Total amount of hazardous waste destined for disposal [t]						Total amount of non-hazardous waste destined for disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		19.18			0			128.64			0		
		Breakdown by waste disposal operation						Breakdown by waste disposal operation					
		Comparative (2024)			2025			Comparative (2024)			2025		
Comparative (2024)	2025	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations
102.23	104.14	0	19.18	0	0	0	0	0	0	83.05	0	0	104.14
Total non-recycled waste [t]		Total quantity [t]						Percentage of total waste (%)					
		Comparative (2024)			2025			Comparative (2024)			2025		
		102.23			104.14			43.52%			51.54%		

Total waste generated [t]		Waste generated - DIAL											
		2024			103.96			2025			133,95		
Total waste diverted from disposal [t]		Hazardous waste diverted from disposal [t]						Non-hazardous waste diverted from disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations
Comparative (2024)	2025	0	0	0.28	0	0	0.75	0	77.66	9.81	0	126.76	0
87.75	127,51												
Total waste directed to disposal [t]		Total amount of hazardous waste destined for disposal [t]						Total amount of non-hazardous waste destined for disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		1.08			0			30.37			11.52		
		Breakdown by waste disposal operation						Breakdown by waste disposal operation					
		Comparative (2024)			2025			Comparative (2024)			2025		
Comparative (2024)	2025	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations
31.45	11.52	1.08	0	0	0	0	0	9.20	21.17	0	9.94	11.52	0
Total non-recycled waste [t]		Total quantity [t]						Percentage of total waste (%)					
		Comparative (2024)			2025			Comparative (2024)			2025		
		31.45			11.52			30.25%			8.60%		

Total waste generated [t]		Waste generated - ELECTROPLAST											
		2024			336.13			2025			572.25		
Total waste diverted from disposal [t]		Hazardous waste diverted from disposal [t]						Non-hazardous waste diverted from disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations	Preparation for reuse	Recycling	Other recovery operations
Comparative (2024)	2025	0	0	0	0	0	0	0	288.85	0	0	558.05	0
288.5	558.05												
Total waste directed to disposal [t]		Total amount of hazardous waste destined for disposal [t]						Total amount of non-hazardous waste destined for disposal [t]					
		Comparative (2024)			2025			Comparative (2024)			2025		
		0			0			52.07			14.20		
		Breakdown by waste disposal operation						Breakdown by waste disposal operation					
		Comparative (2024)			2025			Comparative (2024)			2025		
Comparative (2024)	2025	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations	Incineration	Landfill	Other disposal operations
52.07	14.20	0	0	0	0	0	0	31.57	20.50	0	14.20	0	0
Total non-recycled waste [t]		Total quantity [t]						Percentage of total waste (%)					
		Comparative (2024)			2025			Comparative (2024)			2025		
		52.07			14.20			15.49%			2.58%		

Own workforce

ESRS S1

ESRS 2 SBM-2 Interests and views of stakeholders

Our employees represent a key group of stakeholders whose views and interests are systematically integrated into ROCA INDUSTRY's strategy and business-model processes. Through our due-diligence processes, we periodically collect and analyse employee feedback via surveys, performance assessments, thematic meetings, and formal reporting mechanisms. The outcomes of these analyses are used to identify human-capital-related risks and opportunities, which may influence decisions on investment priorities, operational structures, professional-development initiatives, and internal policies.

Employee input may result in adjustments to key elements of the business model, such as the organisation of activities, work processes, or the resources allocated to occupational health and safety and professional training. In this context, during the 2025 financial year, ROCA INDUSTRY continued to integrate employee interests into strategic planning, focusing on ensuring occupational health and safety, improving working conditions, and promoting professional development through training programmes. This approach aims not only to prevent unwanted incidents, but also to promote a healthy work-life balance, enabling employees to perform their duties effectively. At the same time, the Group complies with national and European legislation on workforce management, and its operational practices prevent any form of forced labour or child labour. Progress and results achieved through these actions are periodically assessed and transparently reported in annual reports.

To manage significant workforce-related impacts, employee interests are embedded in business strategies across ROCA INDUSTRY and its subsidiaries through continuous dialogue and engagement.

Employee interests are incorporated into ROCA INDUSTRY's business strategy through actions such as:

- Regular consultation processes, including monthly meetings between management and employees at both Group and subsidiary level;
- The involvement of each employee in recurring discussions on performance and career development, aimed at aligning individual objectives with organisational goals. Assessments are conducted annually or whenever necessary, depending on the context.

At subsidiary level, specific initiatives are in place to better understand the interests and perspectives of employees.

BICO promotes an organisational culture based on collaboration, feedback sessions, training,

and professional development. The company ensures that employee interests and perspectives are aligned with overall company objectives, contributing to the creation of a balanced and productive working environment by implementing conclusions derived from feedback sessions and daily collaboration within the company.

VELTADOORS conducts regular consultations, employee surveys, activities within occupational health and safety committees, and professional-development programmes. Consultations take place whenever circumstances require, and both employees and management representatives initiate discussions for clarification and alignment, ensuring a shared understanding of the context and identified needs.

ELECTROPLAST leverages transparent meetings and discussions organised whenever necessary, documenting and analysing the topics addressed. The information collected is used to generate optimisation ideas in areas such as workflow organisation, the integration and support of new employees, data reporting systems, leave planning, and solutions for minor and recurring technical issues.

EVOLOR periodically collects employee opinions through open discussions, semi-structured interviews, and standardised questionnaires used in organisational culture and climate analyses. The resulting information contributes to identifying employee needs and expectations and is, where appropriate, also analysed within meetings of the Occupational Health and Safety Committee. During these meetings, committee members and employee representatives also put forward observations and proposals, ensuring a participatory approach and balanced representation of employee interests in decisions affecting the working environment. Discussions with employees take place whenever necessary, with both employees and management representatives initiating dialogue to ensure a shared understanding of context and identified needs.

DIAL annually collects and analyses employee feedback from each department and ensures that employee interests and needs are integrated into strategic decision-making. All employees benefit from a formal annual performance-evaluation process, during which objectives, levels of achievement, and development opportunities are discussed. This approach contributes to the continuous improvement of employee satisfaction, increased engagement in internal processes, and the early identification of development needs.

ESRS 2 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model

The actual and potential impacts on the own workforce, as well as the risks and opportunities identified through the double materiality assessment, are closely linked to ROCA INDUSTRY's business model and have contributed to the adaptation of the business strategy. These findings also informed the development of the sustainability strategic directions in 2025, providing the basis for defining an action plan focused on improving employees' working conditions.

The material risks and opportunities arising from impacts on and dependencies related to the workforce are embedded in the Holding's strategy and business model and rolled out across all subsidiaries. The information presented covers all categories of individuals within the own workforce who may be significantly affected by the company's operations.

As also reflected in job descriptions, workforce-related risks and opportunities may vary depending on the location of operations, the type of activity performed (operational or administrative), and the level of exposure to risk factors. Certain employees are subject to higher occupational health and safety risks, particularly those operating heavy machinery or working with hazardous substances. This group includes direct employees, independent contractors, and personnel engaged through third parties, mainly involved in operational activities. Significant negative impacts are classified into two categories:

- Widespread or systemic impacts, such as risks related to child labour or forced labour in certain non-EU countries or regions;
- Isolated occupational incidents, such as industrial accidents or fuel leaks, which may result in employee exposure to toxic substances, inhalation of flammable vapours, or contact with hazardous materials.

To describe the main employee groups that are or may be negatively affected, risks associated with operational activities were analysed, including the operation of machinery with moving parts and exposure to hazardous working environments (such as air contaminated with particulate matter). Such risks are more prevalent in the construction-materials industry, where production processes involve the use of hazardous substances or heavy machinery. Accordingly, workforce safety is prioritised through the implementation of rigorous and continuous protective measures. Risk assessments are conducted based on the criteria set out in the Code of Conduct, internal rules applicable to each subsidiary, and occupational health and safety (OHS) procedures, which include exposure assessments, identification of non-compliant situations, incident analysis, and periodic monitoring of working conditions.

Certain workforce-related risks and opportunities affect specific employee groups rather than the entire workforce, such as staff retention and technical skill development. To address these aspects, tailored training programmes are provided to all members of the own workforce, including employees involved in specialised technical activities. In addition, the transition towards more sustainable operations may, over time, require workforce reskilling and the adaptation of competencies.

The impacts, risks, and opportunities associated with the own workforce were identified and assessed as part of the double materiality assessment carried out in 2024. This process included an internal workshop, a series of interviews with top management, consultation of external stakeholders, and a review of relevant literature sources. In 2025, the internal team reviewed the double materiality analysis and confirmed that the identified topics remain valid for ROCA INDUSTRY. The results are summarised in the table included in **ESRS 2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting on page 147.

S1-1 – Policies related to own workforce

All ROCA INDUSTRY subsidiaries are committed to preventing discrimination and promoting social inclusion. In 2025, ROCA INDUSTRY developed an ESG Policy that sets out the principles and expectations governing the management of relations with its own workforce. The policy covers occupational health and safety, working conditions, diversity, professional development, equal opportunities, and fair remuneration for all Group employees. establishes standards and processes applicable to all subsidiaries, aimed at risk prevention, equal treatment and access to development opportunities. The policy was approved by the Board of Directors on 25 February 2026, will enter into force during the same year, and will apply to all ROCA INDUSTRY subsidiaries. It is supported by a governance framework involving the Board of Directors, the executive team and ESG responsible functions in monitoring implementation and outcomes.

The Group implements specific measures across the following areas: health and safety (including ISO 45001 systems, audits, and prevention plans), fair remuneration and working conditions in compliance with national and European legislation, skills development through training and professional-development programmes, and the promotion of diversity and inclusion in recruitment, evaluation, and promotion processes. All Group subsidiaries annually report relevant social indicators – such as accident rates, absenteeism, the share of women in management, and average training hours per employee – in accordance with ESRS S1 KPI requirements.

Fundamental human-rights principles are embedded in approved internal documents, such as ROCA INDUSTRY's Internal Regulations or those of the subsidiaries, the subsidiaries' Collective Labour Agreements, and other related documents. These documents have been validated by the subsidiaries' Boards of Directors, representing the highest level of institutional approval. The Group's subsidiaries hold the following ISO certifications: ISO 9001, ISO 14001, and ISO 45001 for BICO INDUSTRIES, EVOLOR, ELECTROPLAST, and VELTADOORS, and ISO 9001 for DIAL (which was undergoing ISO 14001 certification in 2025).

Compliance with ISO 45001 and ISO 9001 requirements demonstrates ROCA INDUSTRY's commitment to ensuring safe working conditions and protecting employee rights. This commitment is further reinforced through individual employment contracts, which include provisions on the respect of human rights. In addition, ROCA INDUSTRY actively engages with employees to maintain open dialogue and to identify potential issues related to employee rights.

At subsidiary level, policies and actions related to human rights include the following:

BICO has adopted anti-bribery and anti-modern-slavery policies aimed at reducing discrimination risks and ensuring a safe and fair working environment, while also creating opportunities for employee development and retention. BICO intends to develop workforce-specific policies in the first half of 2026. In this context, the company commits to respecting human rights and fundamental labour rights in line with the UN Guiding Principles, the ILO Declaration, and the OECD Guidelines. BICO promotes ongoing dialogue with employees, monitors compliance with these standards through internal mechanisms, and ensures the

prompt implementation of corrective measures where human-rights impacts are identified.

DIAL annually implements operational measures and practices to manage significant workforce-related impacts, risks, and opportunities, in accordance with its internal policy and procedural framework. While certain objectives may require a longer timeframe for full achievement, the company remains committed to optimising key areas such as occupational health and safety, professional development, talent retention, and working-conditions improvement. Through this approach, DIAL seeks to strengthen a safe and adequate working environment that supports operational performance and workforce-related risk management.

EVOLOR respects and protects human rights, including employee rights, through policies aligned with international standards, namely the UN Guiding Principles on Business and Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, and the OECD Guidelines for Multinational Enterprises. Within EVOLOR, overall responsibility for the implementation of these policies rests with the General Manager, who periodically receives consolidated information from department heads regarding developments, identified risks, and measures taken. EVOLOR has established:

Occupational Health and Safety (OSH) Policy – is aimed at ensuring a safe and healthy working environment for all employees. It includes accident-prevention measures, emergency-management protocols, and continuous training on workplace safety.

Human Resources and Employee Wellbeing Policy – establishes the principles for ensuring an inclusive and respectful working environment that promotes employee well-being. Particular emphasis is placed on work-life balance, mental-health programmes, and support for professional development.

Code of Ethics and Conduct - addresses ethical behaviour, non-discrimination, and respect for employee rights. The Code of Ethics promotes a work environment free from discrimination, harassment, or abuse and ensures transparency and accountability throughout the company's activities.

Sustainability (ESG) policy – covers the company's commitments related to its social, economic, and environmental impacts, including its own workforce practices.

Anti-discrimination and anti-harassment policy – strictly prohibits any form of discrimination or harassment based on criteria such as gender, race, religion, ethnic origin, sexual orientation, disability, age, or similar characteristics. The policy promotes fair treatment for all employees and emphasises zero tolerance for behaviours that infringe these principles.

Equal Opportunities Policy – ensures that all decisions related to recruitment, promotion, training, and compensation are based on merit, competence, and performance, without any form of bias. The policy ensures that every employee has equal access to opportunities for professional development and career advancement.

Diversity and inclusion policy - promotes a working environment that values and respects

individual differences, thereby contributing to innovation and organisational success. It includes initiatives aimed at attracting and retaining a diverse workforce and ensuring that all employees feel included and valued.

"Risk hunting / near miss" procedure – represents a structured process for identifying and assessing risks, unsafe conditions, and deficiencies in prevention and protection measures. Its purpose is to prevent accidents, improve working conditions, and protect the environment. An internal instruction governs the reporting, analysis, and monitoring of such situations, clearly defining the responsibilities of employees and management in risk management.

ELECTROPLAST manages significant impacts on its workforce through a dedicated set of internal policies. These policies are documented and implemented through broader organisational instruments, such as the Internal Regulations, the Guide on Combating Gender-Based Harassment and Psychological Harassment in the Workplace, the Code of Ethics, the Training Guide, and the Training Procedure.

Diversity and Inclusion Policy – this policy sets out the principles through which the organisation promotes equal treatment, the prevention of discrimination, and the creation of an inclusive working environment.

Professional Development and Training Policy – this policy provides the framework through which employees can develop their technical skills by means of training programmes, training sessions, and periodic evaluations. Its purpose is to ensure an adaptable workforce and to support individual professional growth.

Occupational Health and Safety Policy – this policy describes the measures through which the organisation prevents accidents and occupational risks, including periodic assessments of workplace-specific risks, monitoring of employees' health status, implementation of occupational health and safety instructions, and the performance of internal controls. It ensures the application of both legal and internal standards to create a safe, compliant, and prevention-oriented working environment.

Fair Remuneration and Benefits Policy – this policy establishes the principles of a transparent and equitable remuneration system, based on performance, results, and employee contribution. It includes periodic salary reviews and adjustments in line with market conditions, as well as the provision of additional benefits (such as medical subscriptions, meal vouchers, and bonuses). The policy promotes transparency in performance evaluation, promotion processes, and the allocation of rewards.

Employee Engagement and Communication Policy – this policy describes the processes through which the organisation maintains structured dialogue with employees and their representatives. It includes regular feedback sessions, meetings dedicated to communicating organisational changes, and performance-recognition initiatives. The objective is to actively involve employees in internal processes, facilitate participation in decision-making, and strengthen a climate of trust and transparency.

ELECTROPLAST's social and employment policies explicitly address gender identity, religion, age, and economic status, as well as forms of discrimination regulated under European Union requirements and national legislation, such as racism and gender equality. At present, the company does not have specific inclusion commitments or affirmative actions, targeting groups identified as particularly vulnerable within its own workforce; however, the principles of non-discrimination and fair treatment apply to all employees.

S1-2 – Processes for engaging with own workers and workers' representatives about impacts

We take our employees' views into account in decision-making processes and in improving the working environment by organising regular meetings and by providing dedicated channels through which employees can freely communicate their concerns, suggestions, and proposals. This approach facilitates the integration of employee perspectives into operational and strategic decisions, contributing to the effective management of current and potential impacts on our workforce. Employee engagement is carried out through direct (face-to-face) interactions, feedback sessions via dedicated channels, and recurring consultations, organised whenever necessary. The effectiveness of these mechanisms is assessed through direct discussions with employees, leading to continuous adjustments and improvements in processes.

ROCA INDUSTRY takes into consideration the views and needs of all individuals within its own workforce, paying particular attention to those who may be exposed to a risk of marginalisation (such as migrants and persons with disabilities). To address their specific needs and prevent any form of discrimination, the Group implements targeted interventions through the Human Resources and Occupational Health and Safety (OHS) teams, provides periodic training on non-discriminatory behaviour, and monitors situations reported through internal registers. These instruments contribute to the creation of a safe, fair, and inclusive working environment for all individuals within the organisation.

Examples of processes for engagement with the own workforce and worker representatives at subsidiary level include:

DIAL supports inclusion through a set of dedicated measures, including anti-discrimination training, dedicated consultations, social-support policies, reskilling opportunities, and psychological support. These initiatives contribute to the creation of a fair working environment for all employees.

VELTADOORS has implemented a range of measures to promote inclusion and understanding of diversity, including awareness-raising training, employee surveys, targeted feedback sessions, and focus groups involving members of vulnerable groups, aimed at identifying the challenges they face. In addition, the company conducts recurring consultations with employees and dialogue sessions to optimise operational workflows, encouraging active participation and collaboration in decision-making processes.

ELECTROPLAST monitors potential risks related to discrimination or marginalisation through

regular employee consultations, the collection of recurring feedback, and open dialogue regarding improvements to operational workflows and working conditions.

EVOLOR promotes active collaboration with employees through open discussions, interviews, and organisational-climate questionnaires, continuously integrating employee views and needs into management processes. Communication takes place through multiple channels – direct, indirect, and anonymous – and employee representatives actively participate in social dialogue and meetings of the Occupational Health and Safety Committee. In 2025, EVOLOR conducted a democratic process for the election of employee representatives, strengthened formal consultation processes, and integrated the conclusions into internal actions, including in the negotiation of the new Collective Labour Agreement. The effectiveness of collaboration is assessed based on the frequency of dialogue, the level of employee engagement, and tangible outcomes such as updates to occupational health and safety and emergency procedures, implementation of the “risk hunting / near-miss” procedure, and monthly internal communication through newsletters. Responsibility for the implementation and monitoring of these processes lies with the Human Resources Department, the OHS Manager, as well as managers and department heads, who ensure that employee feedback is analysed and translated into operational decisions. At strategic level, the General Manager validates collaboration-related directions and internal policies and ensures the integration of outcomes into the company’s strategy.

BICO integrates performance evaluation into employment contracts through key performance indicators (KPIs), regular feedback, and monthly productivity reviews. The CEO coordinates cross-departmental collaboration and alignment with company objectives. In addition, the company organises meetings and focus groups to understand the perspectives of vulnerable employees and collaborates with external organisations to develop inclusive policies.

Engagement processes between ROCA INDUSTRY, its own workforce, and workers’ representatives are grounded in the provisions of the Code of Conduct and the Collective Labour Agreement, which establish principles of open dialogue, consultation, and mutual respect. Engagement takes place at all relevant stages of activity, whenever employees consider it necessary, through direct contact with their representatives, relevant managers, or Human Resources teams. The frequency of these interactions is flexible and needs-based, depending on issues identified by employees and the operational context, and generally takes place on an ad-hoc basis. Coordination responsibility rests with management functions of each subsidiary level, with HR departments playing a key supporting role in facilitating ongoing dialogue and the timely handling of concerns raised by workers.

S1-3 – Processes to remediate negative impacts and channels for own workers to raise concerns

ROCA INDUSTRY conducts its activities in accordance with the principles of fairness, honesty, and integrity, ensuring compliance with applicable laws and regulations. In situations where the

company generates or contributes to a significant negative impact on its own workforce, whether related to working conditions, occupational health and safety, equal opportunities and treatment for all employees, or confidentiality, corrective measures are implemented, including:

- Registration and classification of the complaint;
- Case analysis by the human resources and occupational health and safety functions, with the involvement of management and employee representatives / ohs committee;
- Definition and implementation of corrective and preventive measures;
- Verification of effectiveness through monitoring recurrence and closure indicators.

Across the Group, reporting channels include discussions with the department manager, direct reporting to the Human Resources and Occupational Health and Safety functions, raising concerns with employee representatives, participation in OHS Committee meetings, and the use of internal anonymous channels (where implemented at subsidiary level). Although ROCA INDUSTRY does not currently operate a centralised grievance-management mechanism, all concerns are monitored by Human Resources teams, which provide solutions and support for resolving reported situations, while ensuring confidentiality and fairness throughout the process. At present, ROCA INDUSTRY does not make use of third-party reporting mechanisms. If such a tool were to be implemented in the future, relevant information would be communicated to employees. Employees have access to dedicated channels for raising concerns, including face-to-face meetings and internal mechanisms established at subsidiary level. The availability of these channels is supported during onboarding, through dedicated intranet sections, periodic training and awareness-raising sessions, and collaboration with employee representatives.

Examples of practices at subsidiary level:

BICO assesses employees' awareness of and confidence in its remediation structures and processes through focus-group sessions and individual meetings. In addition, BICO monitors the use of these mechanisms, although no cases have been recorded to date. A dedicated email address has been established for submitting complaints, suggestions, or observations, with guarantees regarding confidentiality and the protection of employees using this channel, thereby contributing to the strengthening of an organisational culture based on responsibility. A designated person is assigned to review each submission, initiate the necessary investigations, and propose corrective measures where required. The company also periodically reviews the effectiveness of this reporting mechanism to ensure that employees feel heard and protected, and that identified issues are addressed in a transparent and equitable way.

EVOLOR applies procedures for identifying and remediating negative impacts affecting employees. Concerns are analysed confidentially by the Human Resources Department and the OHS Manager, in collaboration with department managers; depending on the situation, corrective measures, training actions, or process reviews are implemented to prevent recurrence. Employees may raise concerns, notifications, or proposals through the following channels: directly to Human Resources or the OHS Manager, via direct supervisors or department managers, through employee representatives, during OHS Committee meetings, or anonymously through internal channels and organisational culture and climate questionnaires.

For prevention purposes, the company applies the “risk hunting / near-miss” procedure, organises periodic training sessions, and communicates monthly through the “Momentul lunii” newsletter (En. “Moment of the Month”). All concerns are handled with confidentiality, fairness, and transparency, and solutions are validated and communicated by Human Resources and OHS functions. The effectiveness of measures is assessed through trend monitoring, recurring feedback, and review of the outcomes of corrective actions implemented.

VELTADOORS, DIAL, ELECTROPLAST address remediation of impacts through dedicated meetings organised whenever an issue related to employee well-being is reported. Notifications are received by the responsible Human Resources representative, analysed, and forwarded to the management team for assessment. Based on this process, appropriate measures are identified to mitigate impacts and prevent recurrence.

The companies monitor reported concerns through internal registers at subsidiary level (classified by type of issue, date, status, measures taken, and deadlines), periodic analyses or, where issues arise, through trend analysis and reporting to management and the OHS Committee. The effectiveness of channels is assessed based on response and timely-closure rates, reduction in recurrence, and the engagement of concerned users (employees and representatives).

Subsidiaries apply a non-discrimination policy and strictly prohibit retaliation against individuals who raise concerns in good faith, including employee representatives. Information on protection against retaliation is communicated during onboarding and through internal materials. See also ESRS G1-1 for further details regarding the anti-retaliation policy.

S1-4 – Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions

ROCA INDUSTRY adopts measures to manage significant impacts on its own workforce, to mitigate identified risks, and to leverage relevant opportunities. In this context, the Group implements initiatives covering the key areas set out in ESRS S1, including working conditions, equal treatment, opportunities for all employees, and data protection. In 2025, measures initiated in 2024 were continued, such as promoting work-life balance, ensuring adequate remuneration, implementing occupational health and safety programmes, mentoring, coaching, professional training, and performance evaluation.

Ongoing actions include ensuring occupational health and safety through management systems and periodic audits, maintaining working conditions and remuneration in line with applicable legislation, developing competencies through training programmes, and promoting diversity and inclusion in recruitment, evaluation, and promotion processes. The Group annually collects and reports relevant social indicators—such as accident rates, absenteeism, the share of women in management roles, and training hours per employee—in accordance with ESRS S1 requirements, enabling the assessment of the effectiveness of the actions implemented.

These activities are coordinated at Group level through a governance framework involving the Board of Directors, the executive team, and ESG responsible persons within each subsidiary. ROCA INDUSTRY continues its process of progressive alignment with ESRS standards, in line with the action plan established at the end of 2025.

At subsidiary level, the following actions were carried out in 2025:

BICO initiated plans to manage occupational health and safety (OHS) risks and to develop additional policies, continuously monitoring their effectiveness through feedback and periodic evaluations. Where tensions arise between commercial objectives and impact-prevention measures, the company prioritises actions that aim to protect workforce and seeks balanced solutions, while allocating dedicated resources for training and safety. In parallel, BICO implements anti-bribery and anti-modern-slavery policies, reducing operational risks and ensuring a safe and fair working environment, maintains ongoing dialogue with employees through internal mechanisms, and adopts corrective measures whenever potential human-rights impacts are identified. In addition, the company integrates relevant KPIs into employment contracts, conducts periodic feedback evaluations and monthly productivity reviews, organises focus groups dedicated to vulnerable employees, and collaborates with external organisations to develop inclusive and fair policies. These actions are complemented by dedicated OHS risk-management plans, including the allocation of necessary resources for employee training and the continuous improvement of workplace safety conditions.

DIAL implements annual continuous-improvement measures related to workforce-impact policies, including risk assessments and the identification of development opportunities, complemented by anti-discrimination training, dedicated consultation sessions, social-support programmes, reskilling initiatives, and access to psychological support services for employees.

EVOLOR maintains a structured and preventive approach to workforce-related impacts and risks, focused on safety, compliance, and professional development. Periodic assessments of organisational climate and OHS risks are conducted, alongside thematic training sessions and internal awareness campaigns. The effectiveness of actions is monitored through indicators related to retention, satisfaction, engagement, and incident reduction. Results are integrated into ESG, HR, and OHS-Emergency plans and are used to continuously adjust internal policies.

ELECTROPLAST operates a coherent set of dedicated policies covering professional development and training, occupational health and safety (including risk assessments and health monitoring), fair remuneration and benefits, and employee engagement and communication. These policies support the responsible management of employee relations and contribute both to the prevention or mitigation of potential negative impacts and to the generation of positive outcomes for the workforce. They are complemented by dedicated guidelines and procedures – such as the Guide on Combating Gender-Based Harassment and professional-training documentation – ensuring clear and accessible processes for all employees. In addition, the company conducts periodic employee consultations, collects recurrent feedback, and promotes open dialogue to identify and address risks related to working conditions, as well as to leverage opportunities for the continuous improvement of the working

environment and operational workflows.

VELTADOORS developed, in 2025, an action plan including measures dedicated to improving working conditions and employee engagement. The plan includes the development of training programmes and well-being initiatives aimed at increasing employee retention and satisfaction, maintaining active collaboration through open, direct, indirect, and anonymous communication channels supported by a monthly newsletter, as well as periodic team consultations for recurring feedback collection and the optimisation of operational workflows. In addition, the company is analysing the possibility of introducing private medical insurance starting in 2027 and has implemented a welcome kit for new employees as part of the onboarding process.

S1-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

During 2025, ROCA INDUSTRY has set objectives aligned with the reporting requirements defined in ESRS 2 MDR-T for managing significant impacts, risks, and opportunities related to its own workforce at Group level, including:

- Reduction of occupational injury indicators;
- Training of all employees in occupational health and safety, prevention, and health;
- Increasing employee retention and satisfaction through the development of training programmes and well-being initiatives;
- Periodic consultations and recurring feedback collection aimed at optimising operational workflows and improving working conditions.

The ESG strategic directions developed in 2025 and approved by the Board of Directors on 24 March 2026 constitute the framework within which targets related to the company's own workforce were established at subsidiary level. At the time of their development, these objectives were defined without a unified and formalised methodology, having an indicative nature and reflecting the Group's priorities. Starting with 2026, ROCA INDUSTRY plans to develop a structured methodology for setting, monitoring and reviewing targets related to its own workforce, with a view to progressively aligning with ESRS requirements and reporting best practices.

BICO:

- Maintaining 100% of employees receiving regular performance and career-development evaluations;
- Developing professional training programmes with a 60% participation rate;
- Increasing the annual training participation rate by 10% per year;
- Formal integration of a workforce-related risk and opportunity register into the company's general risk register by the end of 2028;

- Maintaining an LTIFR indicator¹⁴ below 1 and ensuring a minimum of 18 hours of training per employee per year;
- Maintaining regular factory visits for direct employee communication, monitoring and recording of findings, and establishing action plans based on collected information;
- Developing employee-satisfaction questionnaires (in 2025 only commercial aspects were addressed);
- Providing private medical subscriptions for administrative and technical staff.

DIAL:

- Developing an OHS risk matrix to be integrated into the general risk matrix within the next three years;
- Developing a prevention policy by the end of 2026;
- Establishing a structured process for identifying employee needs (2026), e.g. feedback collection and surveys;
- Ensuring a minimum of 5 training hours per employee per year;
- Reducing LTIFR below 1.5;
- Increasing the share of women in the organisation by +1 percentage point annually;
- Conducting a social audit (preparation during 2026 and completion by June 2027);
- Delivering coaching activities (Microsoft-supported programmes in the commercial area) by the end of 2026;
- Implementing private medical benefits (medical subscriptions) by 2030;
- Maintaining an employee-retention rate of 95.7%.

EVOLOR:

- 100% participation in OHS training;
- Monitoring safety indicators (LTIFR);
- Reducing by 20% the number of work-related accidents requiring medical leave within the next 12 months;
- Reducing LTIFR below 1 and ensuring a minimum of 20 training hours per employee per year;
- Conducting regular OHS risk assessments;
- Performing a pay-gap analysis by 2026 to ensure fairness and job security;
- Increasing the average employee-well-being score by 5% (based on evaluation indicators) in the next financial year;
- Revising and adjusting at least three HR practices based on employee feedback;
- Performing annual reviews of diversity and inclusion policies and implementing at least one adjustment action per year over a three-year period;
- Demonstrating a 25% improvement in digital-skills scores for key employees (measured through internal assessments) over the next five years;
- Reducing absenteeism or maintaining the current level;
- Providing private medical subscriptions.

¹⁴ LTIFR - Lost Time Injury Frequency Rate

VELTADOORS:

- Starting in 2026, measuring the employee engagement score, monitoring the number of reported incidents, average training hours, and LTIFR;
- At least 70% of employees to complete annual diversity and inclusion awareness training, achieving an average satisfaction/understanding score above 80% in post-training evaluations;
- Organisational culture: achieving an engagement level of 15% and maintaining a staff-turnover rate of 13% in 2026 and 11% in 2027;
- Professional development: at least 30% of employees to complete a minimum of 20 training hours per year, and 20% of open roles to be filled through internal promotion by the end of 2028;
- By the end of 2027, launching two new wellness programmes, with a target participation rate of 30%.

ELECTROPLAST:

- Monitoring the average number of training hours per employee (FTE);
- 100% of employees trained and monitoring of safety indicators;
- Maintaining LTIFR below 1;
- By the end of Q4 2026, ensuring each employee receives a minimum of 20 training hours per year;
- Periodic prevention and protection training sessions organised monthly, quarterly, and every six months;
- Maintaining the frequency of employee-well-being sessions;
- Collecting employee feedback and implementing action plans;
- Maintaining weekly sessions at operator level;
- Resuming employee-satisfaction surveys;
- Maintaining referral-based bonuses for new hires;
- Continuing training programmes for newly hired unskilled employees.

S1-6 – Characteristics of the undertaking's employees

The following table provides a detailed overview of the structure of ROCA INDUSTRY's own workforce, classified by gender, company, and country. For the purposes of the indicators presented below, both employees of the Group's subsidiaries and employees of ROCA INDUSTRY HOLDINGROCK1 S.A. have been taken into account. The information is reported as of the reference date of 31 December 2025, based on records maintained in the internal human resources systems.

The number of employees includes all employed persons, regardless of contract type (temporary or permanent), registered as of 31 December 2025.

The geographical distribution of employees reflects the Group's operational presence in Romania, the Republic of Moldova, Lithuania, and Bulgaria, depending on the locations of the

production units. For reporting consistency and considering that the information is not material to be presented separately, the EVOLOR employee registered in Bulgaria is reported together with employees based in Romania. This employee operates in the marketing and sales area, with a focus on the Bulgarian market.

Gender distribution is based on employees' self-identification, in accordance with official records. During the reporting period, no cases were recorded of employees identifying under a different gender category or not declaring their gender.

Types of employment contracts:

- Permanent (open-ended) contracts: contracts without a predefined end date, remaining valid until termination by either party;
- Temporary (fixed-term) contracts: contracts with a fixed duration;
- Contracts with non-guaranteed hours: refer to hourly-paid employees; no such contracts were reported at ROCA INDUSTRY level..

Employee head count by gender

Gender	Total
Female	387
Male	643
Other	0
Not reported	0
Total Employees	1,030

Employee head count by country

Country	Total
Romania	783*
Republic of Moldova	224
Lithuania	23
Total Employees	1,030

*includes one employee located in Bulgaria

The following table illustrates the total number of employees across the categories below, providing a breakdown by gender, including permanent employees, temporary employees, and employees with non-guaranteed working hours.

Employee head count by contract type broken down by gender - ROCA INDUSTRY

Reporting period [01.01.2025 – 31.12.2025]				
FEMALE	MALE	OTHER*	NOT DISCLOSED	TOTAL
Number of employees				
387	643	0	0	1,030
Number of permanent employees				
380	619	0	0	999
Number of temporary employees				
7	24	0	0	31
Number of non-guaranteed employees				
0	0	0	0	0
Number of full-time employees				
382	636	0	0	1,018
Number of part-time employees				
5	7	0	0	12

*Gender as specified by the employees themselves.

A total of 340 of our employees left ROCA INDUSTRY during the reporting period, resulting in an employee turnover rate of 33.01%. A significant share of these departures concerned employees of BICO Industries in Vaslui, in the context of operational optimisation decisions. The termination of employment relationships was managed in accordance with the applicable legal framework and the company's internal procedures.

The employee turnover rate was calculated by dividing the number of employees who left the company in 2025 by the average number of employees during the same year, with the result multiplied by 100 to express the turnover rate as a percentage.

S1-7 – Characteristics of non-employee workers in the undertaking's own workforce

ROCA INDUSTRY and its subsidiaries do not have any non-employee workers in their own workforce.

S1-8 – Collective bargaining coverage and social dialogue

Coverage by collective labour agreements (CLA) is calculated based on the number of employees benefiting from such agreements as of the end of 2025. Collective labour agreements are concluded between employers and employees or their representative organisations/groups and establish employment terms and conditions, as well as the rights and obligations of the parties. The data presented are extracted from the internal human resources systems.

Social dialogue is supported through the involvement of worker representatives, including those designated for occupational health and safety (OHS), as well as employee representatives, where applicable, based on reporting provided by the human resources teams of each

subsidiary.

Total percentage of employees covered by collective bargaining agreements

Total - ROCA INDUSTRY	Romania (EEA)	Republic of Moldova (non-EEA)	Lithuania (EEA)
63.30%**	83.27%*	No collective bargaining agreements	No collective bargaining agreements

*includes one employee located in Bulgaria

**excludes collective labour agreements for employees of ROCA INDUSTRY HOLDINGROCK1 S.A. and ELECTROPLAST. Only 32% of BICO employees are covered by a collective labour agreement

Total percentage of employees covered by workers' representatives

ROCA INDUSTRY total	Romania (EEA)	Republic of Moldova (non-EEA)	Lithuania (EEA)
75.63%**	99.49%*	No employees covered by workers' representatives	No employees covered by workers' representatives

*includes one employee located in Bulgaria

** excludes employee representation for ROCA INDUSTRY HOLDINGROCK1 S.A.. Only 32% of BICO employees are covered by worker representatives

	Collective bargaining coverage		Social dialogue
Coverage Rate	Employees – EEA (for countries with >50 employees representing >10% of total employees)	Employees – Non-EEA (estimate for regions with >50 employees representing >10% of total employees)	Workplace representation (EEA only) (for countries with >50 employees representing >10% of all employees)
0-19%		Republic of Moldova	
20-39%			
40-59%			
60-79%			
80-100%	Romania*		Romania

*includes one employee located in Bulgaria

S1-9 – Diversity metrics

At ROCA INDUSTRY, we highly value the contributions of our employees, both within the company and across the wider community.

We are committed to promoting a diverse and inclusive workplace, recognising this as a key factor for our success. Our recruitment practices aim to leverage and respect the unique contributions of each team member. No incidents of discrimination were reported at Holding level in 2025.

EVOLOR has reviewed its internal regulations and established procedures to maintain a working environment free from discrimination and harassment.

BICO is committed to promoting a respectful organisational culture and actively encourages the prevention and resolution of any incidents of discrimination.

VELTADOORS focuses on internal promotion and skill development, fostering an environment built on mutual respect and acceptance.

ELECTROPLAST emphasises the critical role of diversity in driving innovation and improving the working environment. The company prioritises the acceptance and appreciation of differences in order to cultivate an inclusive and forward-looking organisational culture.

Gender and age distribution (number and percentage) at top management level

	Employee head count	%
Age		
< 30	0	0%
30 - 50	15	55.56%
> 50	12	44.44%
Gender		
Female	11	40.74%
Male	16	59.26%
Diversity	0	0%
Total	27	100%

Distribution of employees by age group (number and percentage) at ROCA INDUSTRY level

	Number	%
Age		
< 30	82	7.96%
30 - 50	567	55.05%
> 50	381	36.99%
Total	1,030	100%

Top management level: CEO, CFO and selected executive director.

Data on age distribution are calculated based on the number of employees as of 31 December 2025, as recorded in the Human Resources systems.

S1-10 – Adequate wages

At ROCA INDUSTRY, we provide fair and competitive remuneration, aligned with market trends. Salaries and benefits are periodically reviewed to reflect developments in the labour market and

to ensure the fairness and attractiveness of remuneration packages. All salaries and benefits granted are at least at the level of the statutory national minimum wage. For employees not covered by a collective labour agreement, we closely monitor market-based salary developments and adjust compensation levels accordingly. The remuneration framework and human-resources guidelines ensure fair pay, irrespective of race, gender, ethnicity, or sexual orientation.

Country	Percentage of employees earning below the reference level	Percentage of employees receiving an adequate salary
Romania*	0%	100%
Republic of Moldova	0%	100%
Lithuania	0%	100%

*includes one employee located in Bulgaria

S1-11 – Social protection

ROCA INDUSTRY employees benefit from social protection in accordance with applicable national legislation and the provisions of the relevant Collective Labour Agreement. This includes benefit packages and support measures in the event of income loss due to illness, unemployment, work-related accidents, parental leave, or retirement. During the reporting period, no additional social-protection measures beyond those provided under the applicable legal framework were implemented.

Major life events	Romania	Republic of Moldova	Lithuania
Social protection in case of illness	All employees benefit from social protection in case of major events		
Unemployment			
Work-related accidents and acquired disabilities			
Parental leave			
Retirement			

S1-12 – Persons with disabilities

At ROCA INDUSTRY, six employees with disabilities were reported, of whom four are women and two are men.

Gender	Number of employees with disabilities	%
Female	4	0.19%
Male	2	0.39%
Diversity	0	0%
TOTAL	6	0.58%

S1-13 – Training and skills development metrics

We recognise that employee professional development is essential to the organisation's long-term success. In a dynamic and competitive market, continuous investment in the training and development of our teams is crucial to maintaining our competitive advantage. At ROCA INDUSTRY, we provide tailored training and development programmes, adapted to the specific needs of each department and employee. These programmes include practical on-the-job training and theoretical courses designed to deepen knowledge and competencies.

Examples of initiatives at subsidiary level:

EVOLOR places strong emphasis on internal training programmes aimed at enhancing or specialising the professional skills of already qualified employees. These programmes focus on developing new competencies within the same qualification or providing additional skills in related fields.

BICO organises rotational training sessions aligned with the company's objectives and strategies. Depending on specific strategies and objectives, these training programmes range from a few hours per day to more comprehensive, extended formats.

DIAL and VELTADOORS plan to implement, during 2026, a more structured process for identifying employee training needs through periodic staff assessments, in order to ensure effective professional development aligned with job requirements.

ELECTROPLAST implements an annual training plan, established at department level, which includes training topics and the number of hours/participants. Particular emphasis is placed on One Point Lessons, aimed at optimising workplace performance. New employees benefit from sequential training and mentoring provided by experienced operators during the onboarding period. In addition, periodic training sessions on prevention and protection activities are organised on a monthly, quarterly, and semi-annual basis.

Training and skills development indicators - ROCA INDUSTRY

Employees that participated in regular performance and career development reviews		
Gender	Number	%

Male	356	34.56%
Female	242	23.50%
Diversity	0	0%
Total	598	58.06%

Employees that participated in training and skills development activities (as applicable)			
Gender	Number	%	Number of training hours
Male	207	20.10%	7,520
Female	104	10.10%	2,198
Diversity	0	0%	0
Total	311	30.19%	9,718

S1-14 – Health and Safety Indicators

At ROCA INDUSTRY, we are committed to improving occupational health and safety measures with the objective of minimising accidents and maintaining our “zero-accidents” policy. We comply with applicable national occupational health and safety legislation and fully assume responsibility for ensuring the safest possible working environment for all our employees.

ROCA INDUSTRY

	Employees	
	Number	%
Percentage of people in own workforce who are covered by the undertaking's health and safety management system*	1,030	100%
Number of fatalities as a result of accidents at work and occupational diseases	0	-
Number and rate of work-related accidents that can be recorded	9	4.85%
Number of cases of occupational health problems that can be registered	0	-
Number of days lost due to work-related accidents and deaths	554	-

* The recordable work-related injury rate was calculated by relating recorded work-related incidents to the total number of hours worked and expressing the result per one million hours worked, in accordance with the ESRS AR89 methodology. A total of 1,854,000 hours worked were considered for the reporting period, calculated based on the employee headcount and the annual working schedule.

S1-15 – Work-life balance metrics

The table below presents the percentage of employees entitled to family-related leave, the percentage of eligible employees who took family-related leave, and a gender-based breakdown.

ROCA INDUSTRY - total

Gender	Percentage of employees entitled to take family-related leave		Percentage of entitled employees that took family-related leave	
	Number	%	Number	%
Male	643	62.43%	24	3.73%
Female	387	37.57%	19	4.91%
Diversity	0	0%	0	0%
Total	1,030	100%	43	4.17%

Employees are entitled to be absent from work in unforeseen situations arising from family emergencies, such as illness or accidents affecting a family member, when their presence is required. Such absences must be communicated to the employer in due time, and any recovery of working time is carried out in accordance with internal procedures. The types of events and the number of leave days are established by labour legislation, the applicable collective labour agreement, or internal regulations, in line with labour-law provisions.

S1-16 – Remuneration metrics (pay gap and total remuneration)

We analysed pay differences between women and men at ROCA INDUSTRY level, defined as the difference between the average remuneration of female and male employees, expressed as a percentage of the average remuneration of male employees, without taking into account country, responsibilities, or professional experience.

We also calculated the ratio between the annual total remuneration of the highest-paid individual and the median annual total remuneration of all employees (excluding the highest-paid individual). The information is presented in the table below, broken down by subsidiary.

Gender pay gap	ROCA INDUSTRY HOLDINROCK1	ELECTROPLAST	DIAL	VELTADOORS	EVOLOR	BICO
Gender pay gap	1.03	- 70.5	34.09	- 14.02	10.53	5,53
Ratio of highest annual total remuneration to median annual total remuneration	2.39	6.28	5.79	4.62	8.60	5,35

Estimates of annual remuneration were based on data from individual employment contracts, using the highest salary and the median salary (not the average) from the reporting month.

S1-17 – Incidents, complaints and severe human rights impacts

No incidents of discrimination or harassment were reported, and no complaints were submitted through employee grievance channels related to human-rights concerns.

	Number
Total number of incidents of discrimination, including harassment	0
Number of complaints filed through channels for people in the undertaking's own workforce to raise concerns	0
Total amount of fines, penalties, and compensation for damages as a result of the incidents and complaints	0
Remedial actions	0

	Number
Number of severe human rights incidents connected to the undertaking's workforce	0
<i>including an indication of how many of these are cases of non-respect of the UN Guiding Principles on Business and Human Rights, ILO Declaration on Fundamental Principles and Rights at Work or OECD Guidelines for Multinational Enterprises</i>	0
Total amount of fines, penalties and compensation for damages for incidents	0

Workers in the value chain

ESRS S2

ESRS 2 SBM-2 Interests and views of stakeholders

ROCA INDUSTRY collaborates with a diversified network of value-chain partners, including suppliers of raw materials, equipment, and packaging, transport companies, and retail distributors that deliver our products to end users. We are committed to maintaining business relationships based on ethics and transparency, while also promoting sustainable and responsible practices throughout the supply chain.

We acknowledge the role we play in working with suppliers and in supporting the well-being of workers across the value chain. Accordingly, we assess how our strategy may create, contribute to, or mitigate significant impacts on human rights and labour conditions by establishing clear collaboration conditions and ESG criteria that promote respect for fundamental rights and fair labour standards. At present, the degree to which these criteria are integrated varies across subsidiaries, depending on sector-specific characteristics and the maturity of management systems.

Stakeholder interests are integrated into the strategy through the establishment of minimum requirements for supplier collaboration. These requirements focus on compliance with occupational health and safety standards, human rights, labour legislation (including the prevention of forced labour and child labour), business ethics, and legal compliance. Their implementation is supported through risk-based due diligence processes tailored to value-chain risks and through alignment with customer and investor expectations regarding ESG compliance. At Holding level, the strategic directions defined in 2025 and approved by the Board of Directors on 24 March 2026, once implemented across the subsidiaries, aim to ensure a coherent approach among subsidiaries, without standardising processes where operational differences exist. Supplier feedback has contributed to clarifying ESG expectations, customer requirements have strengthened traceability obligations, and risk assessments have led to the prioritisation of European suppliers that have already implemented robust controls.

The Group integrates stakeholder perspectives through direct interactions with suppliers and customers, which are used to clarify ESG requirements and identify operational constraints. Ongoing due diligence assessments and document reviews conducted at Group level focus on compliance with human rights, labour standards, and legal requirements. At Holding level, periodic reviews support the harmonisation of approaches across subsidiaries and the adjustment of strategic priorities based on recurring observations from the value chain.

Worth highlighting is ELECTROPLAST, which collaborates primarily with European suppliers that place a strong emphasis on sustainability-related practices. In most cases, these suppliers hold relevant certifications – such as ISO 45001 for occupational health and safety or

responsible management standards – are subject to regular inspections by European authorities, and comply with EU legislation on forced labour, child labour, and decent working conditions. In the copper industry, certain geographical regions present a significantly higher risk of child labour and forced labour, particularly within supply chains; similar risks exist in the aluminium industry. Raw-material suppliers in these categories (copper and aluminium) assess their own partners against environmental-standards and reputational-risk criteria, including checks for potential legal issues or conflicts in which they may be involved, thereby ensuring compliance with the ethical and sustainability standards assumed. These companies maintain a Supplier Code of Conduct.

ROCA INDUSTRY defines sustainability strategic directions, a principles framework, and minimum ESG expectations applicable to all subsidiaries. The subsidiaries, in turn, operationalise these criteria and due diligence processes based on their sector-specific context and the maturity of their management systems, while periodically reporting on progress and issues raised by stakeholders.

ESRS 2 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business mode

Workers in the value chain represent a key group of stakeholders affected by our activities; therefore, their interests, views, and rights have a significant influence on our business model. Potential impacts include risks related to working conditions, occupational health and safety, forced labour, or child labour, particularly in the copper and aluminium industries. These impacts, risks, and opportunities associated with the value-chain workforce were identified and assessed as part of the double materiality assessment conducted in 2024 and were internally reconfirmed in 2025.

Impacts related to working conditions, health and safety, respect for fundamental rights, and potential risks of forced labour or child labour are linked both to our sourcing model and to operational pressures. Current and anticipated effects on the strategy include the adaptation of procurement criteria to integrate labour-rights and human-rights considerations, as well as potential portfolio adjustments in relation to suppliers assessed as higher risk.

For S2 reporting, the scope includes workers in production facilities who are not part of the company's own workforce, upstream workers, and, where relevant, downstream workers. At present, impacts arise predominantly from business relationships, while the estimation of financial effects relates to potential supply disruptions, remediation costs, and price variations associated with compliance requirements.

The results are summarised in the table included in **ESRS 2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting from page 147.

S2-1 – Policies related to value chain workers

In 2025, there was no Group-level policy in place specifically addressing value-chain workers. With the exception of third-party services, for which standard contractual terms are established through the procurement process, no specific requirements had been defined to address or protect the interests of employees of raw-material and materials suppliers or of customer companies. At the same time, in order to support an open culture for reporting irregularities, the Procedure on the Protection of Whistleblowers in the Public Interest is particularly relevant for value-chain workers, as it provides them with the possibility to report any potential breaches of rights or applicable legislation. These criteria address environmental responsibility, social aspects, and governance, thereby contributing to the strengthening of a sustainable and ethically compliant supply chain.

EVOLOR integrates the protection of value-chain workers through its Code of Ethics and Sustainability Strategy, with the aim of ensuring an ethical and safe working environment and preventing risks such as forced labour and human trafficking. EVOLOR's sustainability strategy, based on SWOT and PESTLE analyses, includes the assessment of social and economic impacts on value-chain workers and promotes cooperation with responsible suppliers in line with ethical standards.

Given the shared interest with suppliers regarding issues related to the rights of value-chain workers, in 2025 the Group developed an ESG-based questionnaire for supplier evaluation and selection. This questionnaire is included as an annex to the Group Operational Policy and is scheduled to be implemented across Group entities starting in 2026. The ESG supplier assessment covers environmental aspects, including ISO 14001 certification, the existence of an emissions-reduction plan, and approved waste-management procedures; social aspects, including ISO 45001 certification, active occupational health and safety policies, compliance with legislation on wages and working time, the prevention of child labour and forced labour – both for employees and across the supply chain – as well as the promotion of fair working conditions and diversity; governance aspects, which assess the existence of a Code of Conduct, an anti-corruption policy, and a whistleblowing mechanism for reporting irregularities and protecting whistleblowers.

In the 2025 financial year, ROCA INDUSTRY developed an ESG Policy, which was subsequently approved by the Board of Directors on 25 February 2026. The policy includes a dedicated section containing provisions that directly address value chain workers. With regard to value chain workers, the policy requires the implementation of policies and due diligence measures aimed at preventing exploitation, forced labour, child labour and any form of discrimination, as well as promoting ethical and responsible employment practices. It provides for the assessment of suppliers based on ESG criteria, with a focus on occupational health and safety, decent working conditions, and respect for fundamental rights, as well as the inclusion of contractual clauses prohibiting forced labour and discrimination. The policy also establishes the development of corrective action plans, periodic monitoring in line with the Supplier ESG Evaluation Procedure, and the promotion of long-term partnerships with suppliers that demonstrate compliance and strong social performance.

The implementation of this policy will be supported by a governance framework involving the Board of Directors, the executive management team, and ESG responsible functions across the Group. The policy will be implemented across all Group subsidiaries starting in 2026.

The ESG strategic directions defined at Group level in 2025, approved by the Board of Directors on 24 March 2026 (and implemented across the companies starting in 2026), include objectives aimed at safeguarding the rights of supply chain workers and promoting fair working conditions, in line with applicable legal requirements and relevant international standards.

S2-2 – Processes for engaging with value chain workers about impacts

At present, ROCA INDUSTRY does not have formal processes in place for involving value-chain workers in impact-assessment activities.

Although EVOLOR does not currently operate formalised mechanisms for collaboration with value-chain workers, the company's Code of Ethics establishes ethical requirements for cooperation with suppliers, supported by due-diligence procedures and periodic monitoring of supplier compliance. These mechanisms are focused on supplier assessment and oversight; however, they do not yet constitute consultation or engagement processes involving affected workers. In addition, EVOLOR's Sustainability Strategy provides for the audit of 30% of suppliers against ESG criteria by 2030, representing a concrete step toward strengthening responsibility within the supply chain and progressing toward future alignment with international human-rights requirements.

S2-3 – Processes to remediate negative impacts and channels for value chain workers to raise concerns

Across ROCA INDUSTRY, no general remediation processes or plans have yet been adopted, nor are there dedicated reporting channels specifically designed to address concerns raised by value-chain workers.

At subsidiary level, channels are available for submitting concerns through contact forms and telephone numbers published on the subsidiaries' websites, as well as through social-media channels. Starting with 2026, in addition to the existing channels and in accordance with the provisions of the commercial policy, each subsidiary will establish a dedicated email address (e.g. reclamatii@companie.ro) for handling commercial complaints. These email addresses may also be used to raise relevant concerns related to labour relations within the value chain. Submissions will be acknowledged through an automated confirmation of receipt, including a ticket number.

Furthermore, the Group has implemented the Procedure on the Protection of Whistleblowers in the Public Interest, which defines secure and accessible mechanisms for reporting concerns. The document is published on the ROCA INDUSTRY website and describes the means through

which situations that may affect human rights, or other sensitive matters can be reported. Additional information is provided in ESRS G1 – Business Conduct.

S2-4 – Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those action

In 2025, ROCA INDUSTRY defined Group-wide strategic directions that include actions dedicated to protecting supply-chain workers. These actions focus on improving safety and working conditions, as well as on developing operational skills. At the same time, the strategy addresses value-chain risk management, the implementation of social audit and risk-assessment mechanisms, the prioritisation of local and responsible suppliers, and the introduction of a supplier-evaluation process based on ESG criteria.

Based on these common strategic directions, all subsidiaries – BICO, DIAL, ELECTROPLAST, EVOLOR, and VELTADOORS – aim, by the end of 2026, to develop a harmonised supplier evaluation process, implement a Supplier Code of Conduct, and conduct mapping and assessment of supply-chain risks, including the identification of priority areas for intervention. The Group has also committed, from 2026 onwards, to conducting social audits, accompanied where necessary by corrective action plans, and to provide training and support for suppliers, with the aim of strengthening ESG practices across the value chain.

S2-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

During 2025, at strategic level, ROCA INDUSTRY defined a set of targets applicable to all subsidiaries, which were approved by the Board of Directors on 24 March 2026. These targets address the management of material impacts, risks and opportunities related to value chain workers and are intended to be implemented across the companies starting with 2026.

They include the distribution and analysis of questionnaires addressed to key suppliers, the implementation of a grievance mechanism accessible to all suppliers, and the development of a supply-chain risk matrix. The Group's targets are established through an internal consultation process involving employees, subsidiary management teams and, where relevant, external experts, ensuring a participatory approach to target setting and progress monitoring.

Based on this framework, all subsidiaries aim to implement supplier-assessment questionnaires for a portion of their supplier base, with specific coverage targets varying between 10–15% for DIAL and VELTADOORS, 15% for BICO, 20% for EVOLOR, and 50% for ELECTROPLAST. In addition, BICO, DIAL, EVOLOR, and VELTADOORS aim to develop a supply-chain risk matrix based on data collected through the questionnaires distributed by the end of 2026. Regarding high-risk suppliers, BICO and DIAL intend to conduct audits for 40% and 60%, respectively, of

such suppliers. DIAL has an additional objective to provide training and capacity-building sessions to 60% of high-risk suppliers. VELTADOORS has two further specific targets: the inclusion of social clauses in 80% of supplier contracts and ensuring access to ESG-related training for 60% of its suppliers. For the purposes of this report, “procurement contracts with suppliers” refer to contracts concluded for the purchase of goods and services from supply-chain suppliers that are relevant from an ESG impact, risk, and opportunity perspective, excluding other types of commercial or internal contracts.

At the time of definition, targets related to value chain workers were set without a unified and formalised methodology, having an indicative character and reflecting the Group’s priorities at that stage. From 2026 onwards, ROCA INDUSTRY plans to develop a structured methodology for setting and monitoring targets related to this topic, with a view to progressively aligning with ESRS requirements.

Affected communities

ESRS S3

ESRS 2 SBM-2 Interests and views of stakeholders

ROCA INDUSTRY, together with each of its subsidiaries, systematically considers its relationship with communities located near the production facilities, with the aim of identifying and managing any actual or potential impacts arising from operations. While our activities generate employment opportunities and support local economic development, we consistently pay close attention to preventing and mitigating any potential disturbances affecting neighbouring communities, including vulnerable groups. Community engagement and transparent communication therefore represent key elements of how we understand our responsibility toward these stakeholders.

The interests, views, and rights of local communities have a significant influence on our business model. These aspects are assessed through periodic consultations with residents or competent authorities, dedicated grievance channels, and ad hoc local communications. The feedback received is analysed at operational level and, where relevant, integrated into targeted adjustments related to local works or projects, recorded in the risk register, embedded in decision-making processes, and reflected in the updating of actions and targets at both Group and subsidiary level.

Across the Holding, ROCA INDUSTRY seeks, where possible, to recruit employees from local communities and to develop partnerships with local suppliers. This approach delivers direct operational benefits: it improves internal efficiency (shorter onboarding and adaptation times), facilitates cultural integration of teams (employees familiar with local norms and expectations), supports alignment with local market salary levels, and contributes to reducing transportation and accommodation costs for mobile staff. In parallel, collaboration with local suppliers shortens delivery times and increases supply predictability. Our production units comply with local and national regulations to protect employees, contractors, residents, and the environment, and are subject to strict controls by local authorities or international regulatory bodies.

At subsidiary level, numerous examples of good practices were maintained or initiated in 2025:

BICO promotes social responsibility and sustainable development by recruiting locally, offering salaries aligned with the wage levels in the regions where ROCA INDUSTRY operates, and collaborating with local suppliers. As a founding member of the “Comunitatea noastră” association (En. “Our Community”), the company supports various initiatives aimed at social, educational, and economic development.

ELECTROPLAST assumes responsibility toward communities located near its production facilities by adopting concrete measures to reduce social and environmental impacts.

Communities located near the factory are most exposed to impacts such as noise, wastewater and soil management, increased road traffic, and health and safety risks. To address these risks, the company implements measures including continuous noise-level monitoring at the site boundary, equipment upgrades to reduce noise emissions, and water-quality monitoring.

VELTADOORS engages with local communities by recruiting personnel from the surrounding area, working with local suppliers for essential services, and organising internship programmes for students in vocational education, including young people with special educational needs. These practices address community interests related to employment, access to local services, and youth skills development, while feedback received from authorities and educational institutions supports the continuation of these initiatives and their adaptation to local needs.

At EVOLOR, the recruitment strategy combines a focus on local communities with the operational needs of the business. Recruitment is primarily carried out in the areas where the company operates – Mihăești, Râmnicu Vâlcea, and nearby localities within a radius of approximately 15 km – with 63% of employees recruited from these areas and 71% residing in Vâlcea County. This approach contributes to regional economic development, reduces impacts related to daily commuting, and strengthens long-term relationships with the local community. At the same time, to cover specialised skills and operational requirements, the company recruits specialists from other counties and integrates international labour, promoting diversity, inclusion, and a balanced approach between local social impact and organisational sustainability.

In its human resources planning, DIAL integrates local labour-market considerations with operational requirements, prioritising recruitment from Hârșova and nearby communities, particularly for operational roles with ongoing demand. The company operates a “direct line” CV-submission system that allows local candidates to submit applications on an ongoing basis, supporting the development of a talent pool aligned with production needs. Community feedback and the availability of the local workforce influence these practices, including team structure: approximately 20% of the commercial team is recruited locally, while the remaining members are distributed across the geographical areas they serve. These elements demonstrate how community perspectives and local labour-market dynamics are incorporated into decisions related to the operating model and workforce planning.

ESRS 2 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model

The industrial activities carried out by ROCA INDUSTRY companies give rise to both actual and potential impacts on local communities. Potential negative impacts include air and water pollution, increased ambient noise, and possible social reactions (including protests) related to environmental effects. At the same time, actual positive impacts include job creation, support for local economic development, and engagement in social initiatives. In line with applicable legal requirements and internal standards, the Group implements robust compliance and verification

processes to ensure the protection of employees, contractors, nearby communities, and the environment. In response to the identified impacts, ESG strategic directions were defined in late 2025, setting out an action plan focused on strengthening engagement with affected communities and addressing the impacts identified. These were approved by the Board of Directors on 24 March 2026 and will subsequently be implemented at subsidiary level thereafter.

ROCA INDUSTRY acknowledges that certain industrial activities may give rise to concerns within local communities. Accordingly, Group companies maintain ongoing dialogue and engagement mechanisms with potentially affected communities and systematically collect relevant information, views, and feedback. This information is used to support the identification, assessment, and management of actual and potential impacts on external stakeholders.

The actual and potential impacts on affected communities, as well as the actual and potential risks and opportunities identified through the double materiality assessment, are presented in the table included in ESRS 2 **SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model**, starting on page 147.

S3-1 – Policies related to affected communities

In the 2025 financial year, ROCA INDUSTRY developed an ESG Policy that includes commitments related to the responsible management of relationships with local communities near its operations and the prevention of negative social and economic impacts. Through this policy, the Group aims to identify and manage actual or potential impacts on local communities, in particular those located near production facilities, by complying with the applicable legal framework and applying appropriate operational practices. ROCA INDUSTRY integrates principles of local social responsibility into the conduct of its activities and maintains functional relationships with communities situated close to its operations. The Group's approach includes consideration of potential social and environmental impacts, targeted engagement with local authorities, NGOs, and educational institutions, as well as the use of communication and grievance-handling mechanisms.

The policy was approved on 25 February 2026 and will subsequently be implemented by all companies within the Group. Its implementation will be supported by a governance framework involving the Board of Directors, the executive team and the ESG lead.

Across ROCA INDUSTRY and its subsidiaries, impacts on affected communities are also managed through the Code of Ethics and Professional Conduct currently in force. This Code was finalised and approved at Group level in October 2025 and is scheduled to be implemented across ROCA INDUSTRY subsidiaries in the first quarter of 2026. For further details, please refer to ESRS G1 – Business Conduct.

The ESG strategic directions defined at Group level in 2025 include objectives related to local social responsibility, the maintenance of constructive relationships with communities, and the

reduction of reputational risks associated with industrial operations. These strategic directions support the implementation of actions tailored to the specific context of each subsidiary, depending on local conditions and operational profiles.

S3-2 – Processes for engaging with affected communities about impacts

Within ROCA INDUSTRY, there is currently no standardised process for the systematic involvement of affected communities in impact assessment. However, consultations take place as part of environmental permitting procedures, through public hearings open to all community members, whose observations are considered in final decisions. Community members may participate in public hearings during regulatory authorisation processes regardless of gender, age, or other characteristics, and all comments are considered within the authorisation decision-making process. Public channels are also available through which communities can submit concerns or requests, including contact forms on company websites, publicly available email addresses, and dedicated telephone numbers listed in the “Contact” sections. Messages received through these channels are registered and internally routed to the relevant teams – such as communication, operations, and occupational health and safety (OHS) – for review and response.

BICO maintains an active relationship with local communities near its operations by engaging directly in projects that address needs identified through dialogue with local authorities, community representatives, and social organisations. The company promotes partnerships with local suppliers, as reflected in contracts concluded with service providers operating in the areas where it conducts its activities. For example, BICO has contracts with local suppliers for maintenance services in Vaslui and procurement-related services at its Piatra Neamţ site. The preference for local partners is driven by the nature of the activities (frequent on-site presence) and by operational efficiency, including reduced response times and optimised costs (transport or accommodation). Engagement is also carried out through sponsorships and social partnerships, which represent tangible forms of support for the development of affected or vulnerable communities (such as families impacted by natural disasters, children, and elderly persons) and integrate these perspectives into company projects, including:

- Sponsorship of students' participation in robotics competitions
- Donations to hospitals and clinics (medical equipment, construction materials)
- Support for the rehabilitation of homes affected by flooding
- Contributions to places of worship with a community role.

These initiatives reflect BICO's commitment to contributing to the resilience and sustainable development of the communities in which it operates.

At EVOLOR, the climate risk management procedure includes mechanisms for consultation and cooperation with communities affected by environmental risks, ensuring an inclusive and responsible approach to addressing the needs and safety of these groups.

For ELECTROPLAST, the measures implemented to date have contributed to maintaining a positive relationship with neighbouring communities. No notifications or complaints regarding community impacts have been recorded, and the company remains committed to complying with the applicable legal framework and respecting the right of communities to engage in an appropriate environment.

VELTADOORS engages with the local community through dialogue with authorities and educational institutions in Reghin, particularly in the context of internship programmes for students in vocational education. During the 2025–2026 academic year, 21 students – including students with special educational needs – are participating in these internships, allowing the company to gain direct insight into the educational and social needs of the community. In addition, collaboration with local service providers, such as occupational health and safety (OHS) and occupational medicine services, facilitates the transmission of community expectations related to workplace safety, working conditions, and access to preventive and health services. This information is used primarily at operational level to adjust prevention measures, training programmes, and internal health and safety practices, without involving separate formal collection mechanisms or distinct strategic decision-making processes.

At DIAL, engagement with the community is carried out through regular dialogue with local authorities and organisations, as well as through public participation in authorisation procedures, where observations are reviewed and integrated into relevant decisions. Messages received through these channels – namely via the contact form on the website, the company’s public email addresses, and the contact details provided for public relations – are internally redirected to the relevant functions depending on the nature of the request, for review and resolution. In addition, cooperation with local suppliers and involvement in social and educational initiatives contribute to a better understanding of community needs and to supporting local development.

S3-3 – Processes to remediate negative impacts and channels for affected communities to raise concerns

Across ROCA INDUSTRY, there is currently no formalised process for the remediation of negative impacts on affected communities. However, public communication channels are available on an ongoing basis, enabling communities to raise concerns or submit notifications. In addition, the commercial and marketing policies, updated in 2025, provide for the development of a dedicated complaints-handling process and the establishment of specific channels for managing notifications received from consumers.

At present, affected communities may express their concerns through the following channels:

- Contact forms available on the websites of each portfolio company (permanent, publicly accessible channels), through which concerns related to environmental issues, health, safety, traffic, noise, quality of life, and similar matters may be submitted;
- Dedicated telephone numbers published on company websites, enabling the prompt

- reporting of issues or incidents observed near operational sites;
- Public email addresses for notifications, listed on company websites.

These channels are clearly communicated via the “Contact” pages of the portfolio companies.

BICO maintains open communication channels through the email address published on its website and through local representatives of its production facilities, enabling communities to raise concerns or submit notifications. Engagement with relevant communities takes place through direct dialogue during periodic meetings facilitated by the Chamber of Commerce and Industry, as well as through consultations with local partners aimed at identifying appropriate solutions for the issues raised. Although no formal remediation process is currently in place, the company treats all reported matters with due consideration and seeks to resolve them in cooperation with local authorities and stakeholders. BICO also encourages its partners to promote the existing communication channels – such as the website email address and the contact details of local facility representatives – within the communities.

EVOLOR has implemented processes to mitigate negative impacts on communities and provides channels through which concerns may be raised. The management team and the communication department work with local communities to identify appropriate solutions, while the effectiveness of the measures adopted is periodically monitored and assessed. EVOLOR engages with local communities through meetings with local authorities and public institutions, as well as ad-hoc consultations with civic groups on specific topics. Public channels for submitting community feedback are in place, ensuring transparency of the process. The effectiveness of measures is reviewed periodically, and processes are revised annually to adapt dialogue channels and indicators to the type of notifications received and the local context.

For ELECTROPLAST, no negative impacts on communities have been identified to date. Any notifications may be submitted at any time via the contact form available on the company’s website.

VELTADOORS provides communication channels for communities through the contact details published on its website and through ongoing dialogue with authorities and educational institutions in Reghin, including in the context of internship programmes. Notifications received are managed by the relevant internal teams, and the company is currently exploring options to formalise a dedicated process for managing community-related complaints.

S3-4 – Taking action on material impacts on affected communities, and approaches to managing material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions

ROCA INDUSTRY adopts measures to manage significant impacts on affected communities, to mitigate identified risks, and to leverage relevant opportunities. In this context, the Group implements initiatives covering the key areas addressed by ESRS S3.

At the end of 2025, the Group defined a set of actions applicable across all subsidiaries, aimed at strengthening relationships with local communities and ensuring the responsible management of social impacts. These actions include prioritising local recruitment where skills are available, organising internships and educational programmes for pupils, students, and junior candidates, as well as engaging in targeted cooperation with local NGOs and participating in social initiatives relevant to the operational areas. In this context, during 2025, certain Group subsidiaries (ELECTROPLAST and BICO) implemented sponsorship and material support actions focused on supporting education, culture, health, and social inclusion at local level. These actions included both financial contributions and in-kind donations provided to non-profit organisations and educational institutions, with a particular focus on supporting young people, vulnerable persons, and communities affected by exceptional situations. The initiatives were implemented at subsidiary level, based on locally identified needs, and are consistent with the Group's overall approach to local social responsibility and partnership with communities. In addition, subsidiaries maintained interactions with representatives of local communities – such as local authorities, educational institutions, and non-profit organisations – to identify existing needs and appropriately calibrate interventions.

At present, affected communities have access to public communication channels through which they can raise concerns related to environmental issues, health, safety, or quality of life. These channels are publicly available on the Group's website, in the Contact section: <https://rocaindustry.ro/contact>

The Group subsidiaries recognise the importance of integrating the interests of affected communities into the strategy and business model, while complying with applicable legal requirements and environmental regulations.

They also seek to identify and leverage opportunities that may generate benefits for communities, such as educational partnerships, social projects, and local development initiatives. Risks and opportunities are integrated into existing management systems, and the effectiveness of the measures implemented is monitored and adjusted based on results achieved and feedback received.

BICO carries out consistent community-engagement actions, contributing to social, educational, and economic development in the areas where it operates. DIAL, ELECTROPLAST, and EVOLOR focus primarily on supporting and directly engaging in community initiatives and social development activities.

VELTADOORS complements these approaches through dedicated investments in youth vocational training, offering mandatory internships for students in vocational education, including individualised support for students with special educational needs, and providing daily meals during the internship period. In addition, the company invests in community projects within the areas of education, health, and infrastructure and reports transparently on the social impact generated.

As a result, all subsidiaries contribute to the Group's objectives related to community

development, in line with the principles set out in ESRS S3.

S3-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

During 2025, ROCA INDUSTRY established objectives aligned with the reporting requirements set out in ESRS 2 MDR-T for managing significant impacts, risks, and opportunities related to affected communities. At the time of definition, objectives related to affected communities were set in a non-uniform manner and were not supported by a formal methodological framework, having a predominantly indicative role and reflecting the Group's priorities at that time. From 2026 onwards, ROCA INDUSTRY intends to develop a structured methodology for defining, monitoring and updating targets related to affected communities, with a view to progressively aligning with ESRS requirements.

At Group level, a range of initiatives on responsible engagement with local communities were initiated. These include recruitment based on local hiring and diversity and inclusion principles, the organisation of recurring community consultation sessions, and the expansion of volunteer projects.

Within each subsidiary, additional actions adapted to the specific operational context of each company were defined to address potential risks affecting local communities, in alignment with the strategic directions established at Group level. These actions are being implemented progressively over the short- and medium-term, depending on the nature of activities and the risks identified. At this stage, associated objectives are not monitored through standardised quantitative indicators at Group level, but rather through existing qualitative and operational mechanisms, such as analysis of feedback arising from dialogue with local authorities and communities, compliance with permitting conditions, and periodic internal assessments of compliance and operational impacts. Comparability between subsidiaries is ensured at the level of principles, while the potential introduction of common indicators and a harmonised methodology will be assessed at a later stage.

At subsidiary level, the following can be noted:

BICO aims for 80% local hiring, the organisation of at least two community consultation sessions per year by the end of 2027, increased involvement in educational programmes, the development of an internship programme, and expanded support for NGOs, anti-poverty projects, and initiatives dedicated to NEET youth.

DIAL pursues similar directions, focusing on local recruitment, support for NGOs and anti-poverty programmes, recurring community consultations, a 10% increase in educational programmes, and the development of an internship programme.

ELECTROPLAST targets a minimum of 80% local recruitment, support for NGOs, partnerships with technical universities for internships, and the sponsorship of educational activities financed from corporate income tax.

EVOLOR aligns its objectives with the Group framework, with a focus on local recruitment, support for NGOs and anti-poverty projects, involvement in educational programmes, development of an internship programme, and the organisation of community consultation sessions.

VELTADOORS pursues local recruitment based on diversity and inclusion principles, support for NGOs and anti-poverty projects, the organisation of two community consultation sessions per year starting with 2026, a 10% increase in educational programmes, the development of an internship programme, and engagement in social projects.

As a result, all subsidiaries contribute to a common community-responsibility framework, adapted to the specific context of each location.

Consumers and end-users

ESRS S4

ESRS 2 SBM-2 Interests and views of stakeholders

Consumers and end-users represent an important stakeholder group for ROCA INDUSTRY. The current and potential impact on consumers and end-users derives from our strategy and business model and, at the same time, underpins their continuous adaptation. Pricing policy decisions influence the affordability of products for various customer segments, while the commitment to product and service quality and safety has a direct effect on user satisfaction and well-being. The selection and management of distribution channels, including DIY retail networks and specialized distributors, determine product availability, purchasing experience, and pre- and post-sales support.

Consumer feedback is continuously collected through multiple interaction channels, including DIY networks, subsidiaries' digital channels, contact forms, sales teams, and surveys. In accordance with the operational policy, feedback is differentiated between notifications (comments or suggestions) and complaints (expressions of dissatisfaction that require resolution). All information is centralized and periodically analysed by commercial, quality, and production teams and is used to support decision-making related to commercial strategy, R&D priorities, quality standards, and due diligence initiatives throughout the value chain.

The interests and concerns of consumers and end users (such as product safety, availability, pricing, and information transparency) are reflected at subsidiary level through complementary policies and procedures (operational, commercial, and marketing policies) covering the collection, management, and remediation of complaints, including:

- complaint rate, calculated as $(\text{total number of complaints} / \text{total number of customer orders}) \times 100$;
- average response and resolution time (days), calculated as the ratio of the sum of response or resolution times to the total number of complaints;
- the resolution rate within the deadline, calculated as $(\text{number of complaints resolved within the deadline} / \text{total number of complaints}) \times 100$;
- the average cost per complaint (RON), calculated as the ratio between the sum of the costs associated with the complaints and the total number of complaints.

In addition, to ensure consistent treatment, the commercial and marketing policies include standard principles and timelines (SLAs) for acknowledgement of receipt, triage, investigation, communication of decisions, and implementation of remedies, as well as responsibilities and escalation mechanisms for cases with significant impact or reputational/legal risk.

The maximum acceptable level of complaints is defined at the operational level of each

subsidiary, proposed by the Chief Operating Officer and subject to approval by the Board of Directors. This level is used as a performance objective for the Chief Operating Officer and the Production Manager. Complaint-handling procedures are periodically updated by the person designated by the Chief Operating Officer or Commercial Director, to accurately reflect responsibilities and consumer feedback-management workflows.

Products manufactured by Group subsidiaries are developed with a focus on safety, quality, and consumer protection. EVOLOR, VELTADOORS, and BICO contribute to building energy efficiency and, implicitly, to the reduction of climate impact, while ELECTROPLAST supports the safety of electrical installations through cables compliant with European standards, tested and certified for use in varied conditions. DIAL promotes the health and comfort of end users by using compliant materials, safe finishes, and comprehensive instructions for use and maintenance. Consumer rights – such as the right to information, choice, and safety – are embedded in the development, certification, and distribution processes of all companies, both nationally and internationally.

Feedback received through multiple customer interaction channels, including DIY networks, digital channels, contact forms, and sales representatives, is used to improve products, services, and communication. Consumer expectations regarding respect for human rights drive the strengthening of due diligence processes, the promotion of decent working conditions, and the assurance of transparency in data protection and access to accurate, complete, and high-quality information. These expectations are identified through the analysis of feedback collected from the same end-user touchpoints.

Promotional campaigns, both online and in-store, are designed to transparently communicate product features and benefits, respecting consumers' right to accurate information and avoiding misleading practices. Market trends, such as demand for customized products, digital solutions, or recycled materials, guide innovation and portfolio updates, ensuring long-term relevance and competitiveness.

Through investments in research and development, our subsidiaries aim to deliver high-performance, safe, and sustainable products with a reduced carbon footprint and contributions to energy efficiency. This consumer-centric approach strengthens trust, reduces reputational and legal risks, and creates long-term value for society and shareholders.

All stakeholders may contact us via the ROCA INDUSTRY website or the websites of our subsidiaries: <https://rocaindustry.ro/contact>.

ESRS 2 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model

ROCA INDUSTRY manages the relationship between significant impacts, risks and opportunities associated with consumers through a continuous process of identification and evaluation. These factors directly influence the strategy and business model and are integrated

into decisions regarding the product portfolio, pricing policy, distribution, and communication. Furthermore, these findings served as the basis for defining the Group's sustainability strategic directions in 2025, providing the foundation for the development of a consumer- and end-user-oriented action plan.

Sales analytics enable optimisation of the product portfolio by strengthening categories with increased demand and adjusting those with lower performance. Trends related to design, sustainability, and purchasing channel preferences (online/offline) are continuously monitored and integrated into product development and marketing campaigns. To mitigate risks associated with the availability of raw materials and skills, ROCA INDUSTRY applies measures such as supplier diversification, long-term contracts, and validated alternative materials. These actions support operational resilience and market relevance.

Consumer and end-user typologies include residential customers (DIY) using products for home renovation and maintenance, professionals (craftspeople, applicators, general contractors) using the products at commercial scale, and industrial / B2B customers integrating them into their own projects or processes.

To prevent negative impacts on consumer health, ROCA INDUSTRY continuously assesses the raw materials and compounds used, particularly within the EVOLOR paint range. The EVOLOR laboratory optimises formulations to reduce emissions of volatile organic compounds (VOCs), where relevant, and to eliminate or substitute substances of concern and substances of very high concern. Products are tested and certified in accordance with applicable regulations and are marketed exclusively with compliant labelling and complete technical documentation.

Although EVOLOR is predominantly a product supplier, service-type interactions (contact forms, social media, post-sales support) may generate risks related to data protection, discriminatory communication, or inadequate moderation. Control measures include GDPR-compliant policies, data-minimisation practices, secured access, compliant contracts, and training for involved personnel.

To support informed consumer decisions, clear labelling and documentation are provided, with brand-specific practices. EVOLOR provides labels indicating relevant compounds, application instructions, optimal usage conditions, drying times, coverage, ventilation recommendations, and protective equipment requirements, along with references to safety data sheets and detailed technical documentation. BICO provides labels and technical specification sheets covering essential technical characteristics, conditions of use, installation/maintenance instructions, and compatibility or usage limitations. VELTADOORS indicates components, materials, and information for installation, handling, and maintenance, including warnings regarding risks of damage or improper use. Key information is included on product labels, while extended documentation is available on subsidiary websites in a clear and standardised format. Label and datasheet content is periodically reviewed to ensure alignment with regulations and best practices, and advertising messages are aligned with this information to avoid discrepancies and potentially harmful use.

Children, considered vulnerable users from a health-impact perspective (e.g. in the case of water-based paints), are addressed through a product portfolio that meets strict quality and safety requirements. For other consumer categories, vulnerability may relate to privacy, marketing practices, or financial constraints (in the case of economically vulnerable persons). The portfolio includes both standard and premium product ranges, without compromising quality or safety. All products comply with applicable technical and safety requirements, and product design and testing decisions consider the prevention of any potential risks to health, privacy, or safe use under vulnerable conditions, such as for children or persons in financially difficult situations. Protective measures include optimised formulations and clear labelling for products with potential emissions or exposure risks, explicit safe-use instructions, and simplified educational materials (pictograms, QR codes, video guides).

Negative impacts are managed through continuous monitoring of product performance on the market, analysis of complaints and feedback received through DIY networks, digital channels, and sales teams, as well as ongoing technical compliance checks. Where non-conformities or risks are identified, formulations, labels, and instructions for use are updated, and commercial communication is aligned with technical documentation to prevent misinterpretation. In parallel, ROCA INDUSTRY works with suppliers, distributors, and value-chain partners to promptly investigate and resolve reported issues, ensuring consumer protection and the maintenance of quality standards.

A significant positive impact is associated with non-discriminatory consumer access to products manufactured by ROCA INDUSTRY subsidiaries. These products are available through distribution networks with national coverage, primarily DIY retail stores, without differences in access, and are offered in both standard and premium variants.

Significant risks associated with impacts on consumers include safety, quality, and communication risks, as well as regulatory and reputational risks related to the use of substances of concern, with potential legal and financial consequences. A material opportunity lies in the fact that, by selling products through DIY retail networks, ROCA INDUSTRY ensures access to quality products for a broad segment of the population.

For information on IROs, please refer to the table in the section **SBM-3 – Material Impacts, Risks and Opportunities and their Interaction with the Strategy and Business Model**, starting on page 147.

S4-1 – Policies related to consumers and end-users

At present, ROCA INDUSTRY does not have a separate policy dedicated exclusively to consumers and end users. However, in the 2025 financial year, the Group developed an ESG Policy that explicitly integrates aspects related to their protection and rights. The policy was approved by the Board of Directors on 25 February 2026 and includes commitments on product safety, accurate and non-discriminatory information, data protection, and responsible

communication, and applies to all categories of consumers and end users. The policy is aligned with relevant international instruments (UN Guiding Principles on Business and Human Rights, ILO Declaration, OECD Guidelines); commitments related to the respect of human rights and remediation of non-compliance are embedded in internal processes (in line with the provisions of the operational and commercial policies governing complaint-handling processes and response SLAs). ROCA INDUSTRY monitors compliance through periodic reviews (labelling, technical documentation, marketing) and annually reports identified downstream non-compliance cases (if any), including the nature of the case, corrective measures, and remediation status.

The ESG strategic directions defined at Group level in 2025 and approved by the Board of Directors on 24 March 2026 include objectives dedicated to the protection of consumers and end users, with a focus on product safety, accurate information, accessibility, and the responsible handling of complaints. These strategic directions support the implementation of concrete actions aimed at increasing transparency, improving consumer experience, preventing risks related to product use, and strengthening consumer-protection due diligence mechanisms across the entire value chain.

Once approved, both the ESG Policy and the related strategic directions will subsequently be communicated to all Group subsidiaries, ensuring a consistent and coherent application of the principles relating to the protection of consumers and end users.

In addition, aspects related to consumer protection, respect for rights, and due care are embedded in the Group's commercial and marketing policies, which include requirements on accurate information, responsible communication, labelling, and personal data protection.

Respect for human rights is governed by a policy applicable to the entire organization and its value chain, including specific aspects relevant to consumer protection, such as product safety, accurate information, and confidentiality. The personal data protection (GDPR) and privacy policy is implemented across all subsidiary websites, and data processing agreements (DPAs) are in place with partners (e.g. media agencies, IT providers). ROCA INDUSTRY adheres to a responsible marketing code that requires transparent, honest, and non-discriminatory communication and explicitly avoids inappropriate targeting of children and vulnerable individuals. Furthermore, the Code of Conduct includes explicit references to human rights provisions, ensuring consistency across all standards.

S4-2 – Processes for engaging with consumers and end-users about impacts

Direct engagement with consumers is carried out through contact forms, telephone numbers, and public email addresses available on subsidiary websites, as well as through social media channels (direct messages and comments), managed by partner agencies that internally escalate relevant cases. Consumer perspectives are integrated through continuous analysis of complaints and frequently asked questions, aimed at improving labelling, instructions, and information campaigns, as well as through market research on trends and preferences. In the

interest of transparency, technical documentation is published on subsidiary websites.

Engagement is also carried out through legitimate and authorised representatives: ROCA INDUSTRY uses the B2B2C platforms and workflows of DIY retail networks and retailers, which centralise consumer notifications and forward them for investigation and resolution. In addition, the Group's sales force and distributors collect and mediate end-user notifications in the field. Notifications are analysed by the relevant department depending on the nature of the issue – Commercial, Technical or Quality Assurance, Logistics, Finance, or Service and Warranties – which registers the case in the system, verifies relevant information, and determines appropriate measures in accordance with internal procedures. Regarding confidentiality and non-discrimination, the Group minimises the data collected, implements appropriate technical and organisational security measures, and provides clear processes for the exercise of data-subject rights. Monitoring and compliance are ensured through periodic reviews of labelling and manuals, communication campaigns, and data-processing practices.

At BICO, business partners act as intermediaries between the company and end users, facilitating the collection of market feedback, and particular attention is given to all requirements and needs expressed by them. BICO representatives visit partners at least once every two weeks and submit a weekly activity report that may highlight any negative impacts identified on the market by final consumers. Complaints and notifications related to quality, quantity, or environmental aspects are managed in accordance with the Procedure for Handling Complaints and Notifications, applicable to relationships with customers, product beneficiaries, and other stakeholders. This framework ensures appropriate analysis and resolution of reported issues, contributing to end-user protection and the maintenance of quality standards.

To ensure user health and safety, product formulations are tested in the EVOLOR laboratory prior to launch in order to verify compliance with quality standards and reduce potential health risks. ROCA INDUSTRY complies with applicable conformity requirements and holds relevant certifications, including those for EVOLOR paints and ELECTROPLAST cables. Complete labels and technical datasheets are provided for EVOLOR, BICO, and VELTADOORS product ranges, including explicit precautionary warnings and safe-use instructions.

The Group is committed to strengthening its reporting and stakeholder-dialogue framework by developing an accessible grievance mechanism that enables consumers and community members to raise questions or complaints regarding products or human-rights impacts. In addition to the channels already in place (contact forms, telephone numbers and email addresses published on the subsidiaries' websites, as well as social media channels), the Procedure on the Protection of Whistleblowers in the Public Interest establishes secure and accessible internal reporting channels. The procedure is published on the ROCA INDUSTRY website under the Regulations and Policies section. For further details, please refer to ESRS G1–Business Conduct.

S4-3 – Processes to remediate negative impacts and channels for consumers and end-users to raise concerns

ROCA INDUSTRY recognises the critical importance of ensuring accessible and effective channels through which consumers and end users can raise concerns or report negative impacts. At present, there is no single, standardised mechanism dedicated to the receipt and handling of complaints from consumers and end users; accordingly, each notification is handled individually until resolution. The following channels may be used to submit notifications:

- **Contact forms on the websites of portfolio companies:** each subsidiary within the ROCA INDUSTRY portfolio maintains a contact form on its official website. These forms are managed by the Commercial Department and, where applicable, by the Marketing Department, and may be used to submit various messages, including notifications related to working conditions, safety, or other relevant aspects.
- **Social media channels:** ROCA INDUSTRY maintains an active presence on social media platforms (e.g. Facebook, LinkedIn), which provides an additional communication channel. A specialised agency manages these channels, monitors comments and direct messages, and promptly escalates any concerns or complaints to the responsible internal departments. Notifications received through these channels are forwarded to the relevant departments, analysed and addressed in accordance with internal procedures, and responses are communicated directly to the individual who submitted the message. Social media channels are monitored by the external agency and directed to the Commercial or Marketing functions, in collaboration with the marketing-responsible person at Holding management level.
- **Through the employees of each company:** ROCA INDUSTRY employees, particularly those in the Procurement, Sustainability, and Sales departments, interact on a regular basis with partners across the value chain. They are trained to collect and internally transmit any notifications or concerns expressed by workers of partner organisations, ensuring that such information reaches the relevant internal function – Commercial or Marketing, Sustainability, or Procurement – for analysis and appropriate action.

S4-4 – Taking action on material impacts on consumers and end-users, and approaches to managing material risks and pursuing material opportunities related to consumers and end-users, and effectiveness of those actions

Within ROCA INDUSTRY, sustainability strategic directions have been defined, providing the foundation for the development of an action plan addressing material topics, including consumers and end users.

At Group level, several actions aimed at improving the protection of consumers and end users are being considered. These include the development and strengthening of a consumer-focused policy framework, the standardisation of labels and technical documentation, as well as the implementation of joint programmes for monitoring and remediating potential negative impacts

on consumers. Regarding research and development activities, these currently relate to internal processes carried out at subsidiary level (such as analysis and brainstorming), aimed at understanding trends and identifying options for new products or improvements to existing products, without involving dedicated investments at this stage.

At subsidiary level, the management of risks and opportunities arising from relationships with consumers and end users is carried out through a range of strategic and operational measures, such as:

- Annual product assessments to identify risks and implement safety solutions;
- Integration of sustainability principles into product design, which involves considering safety requirements, legal compliance, and the responsible use of materials from the early stages of product development and adaptation, without altering product functionality or intended use;
- Remediation actions, such as customer support and product recalls. All ROCA INDUSTRY subsidiaries implement a common set of measures dedicated to the protection of consumers and end users. These measures include product safety and consumer information policies, testing and compliance procedures, as well as processes for reviewing and updating labels and technical documentation. Implementation is adapted to the specific characteristics of each subsidiary, depending on the product portfolio and applicable requirements.
- Effectiveness monitoring is carried out through the tracking of relevant KPIs and continuous analysis of market feedback, including notifications and complaints.

ROCA INDUSTRY ensures that its products are correctly labelled and that the health and safety of consumers and end users are a priority. The entire operational process is supervised to ensure compliance with quality and safety standards. Labels, technical documentation, and public information are continuously updated and distributed through websites and other relevant channels.

All subsidiaries – BICO, DIAL, ELECTROPLAST, EVOLOR, and VELTADOORS – implement a common set of measures dedicated to the protection of consumers and end users. These include the development of a specific policy covering product safety, accurate information, data protection, and responsible communication, the introduction of a single grievance mechanism, as well as processes for reviewing and standardising labels and technical documentation. In addition, all subsidiaries carry out monitoring and remediation programmes for potential negative impacts on consumers and invest in research and development activities aimed at improving product safety and performance.

In addition to these common measures, ELECTROPLAST pays particular attention to rapid remediation programmes for identified impacts, EVOLOR focuses on the development of a dedicated consumer policy alongside ongoing investments in R&D, while VELTADOORS highlights technical product compliance as part of its consumer-protection-oriented actions.

S4-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

Specific objectives related to consumers and end users were established within ROCA INDUSTRY in 2025 as part of the ESG strategic directions. At the time of definition, objectives related to consumers and end users were established without a unified and formalised methodological approach, having an indicative character and being aligned with the Group's priorities. From 2026 onwards, ROCA INDUSTRY plans to develop a structured methodology for setting and monitoring targets related to this topic, with the aim of improving alignment with ESRS requirements and relevant reporting practices.

Starting with 2026, all subsidiaries will annually pursue the achievement of key objectives, including the establishment and operationalisation of a unified consumer feedback-collection mechanism, the provision of an accessible complaints channel for consumers, and the periodic review of product labelling.

The subsidiaries BICO, DIAL, EVOLOR, and VELTADOORS have committed to a set of common objectives for 2026. These include the review of labels for 100% of products and the integration of a QR code enabling direct access to technical datasheets, as well as the inclusion of video guides for 50% of the product portfolio, where relevant for use, maintenance, or storage. In addition, ELECTROPLAST aims to ensure that, by the end of 2026, all of its products are equipped with revised labels, thereby ensuring complete and accurate consumer information. EVOLOR aims, by 2028, to reduce by up to 10% the content of hazardous substances in the raw materials used in production and to develop a dedicated consumer policy, thereby strengthening responsibility towards users. VELTADOORS has also committed to developing a consumer policy, in line with ESRS principles relating to access to information, product safety, and the protection of consumer interests.

ROCA INDUSTRY defines its consumer- and end-user-oriented targets based on market data, research studies, and operational feedback aggregated from sales channels. Where relevant, portfolio subsidiaries commission or conduct market research, both quantitative and qualitative, to remain informed about consumer trends and preferences and to understand price sensitivity, purchasing criteria, and perceptions of quality and safety. The target-setting process is informed by a wide range of data and collaboration sources, including B2B2C feedback from DIY retail networks and distributors (notifications, return rates, and in-store recommendations), internal sales analyses at SKU level, channel and customer-segment performance analyses, as well as direct interactions through contact forms and social media channels.

Business conduct

ESRS G1

ESRS 2 GOV-1 – The role of the administrative, supervisory and management bodies

ROCA INDUSTRY comprises several subsidiaries, as presented in **ESRS 2 BP-1 – General Basis for Preparation of Sustainability Statements**. The Board of Directors (BoD) acts as the decision-making authority for all material matters concerning the Holding, including those related to the sustainability strategy, risk management and resource allocation, except for those which, under the law, fall under the responsibility of the General Meeting of Shareholders. Within ROCA INDUSTRY, the BoD has the role of strategically guiding the organization through the establishment of policies and short-, medium- and long-term objectives.

This strategic orientation also includes the responsibility to ensure compliance with and implementation of standards of professional conduct. The Board of Directors is also responsible for establishing ethics and integrity principles and policies at the organizational level, monitoring compliance with relevant regulations and promoting a corporate culture based on strong values. The Code of Ethics and Professional Conduct of ROCA INDUSTRY was finalized and approved in October 2025 and is scheduled to be implemented across subsidiaries in the first quarter of 2026. Until the implementation of this Code at subsidiary level, reliance is placed on the Internal Regulations (ROI) applicable to each entity, which also include specific provisions related to the Code of Conduct.

Moreover, through the Board of Directors of ROCA INDUSTRY HOLDINGROCK1 SA (ROC1) and the boards/administrators of its subsidiaries, the Holding aims to identify and manage the risks associated with professional conduct. This process is carried out based on the Risk Management Procedure, approved in February 2025, which is the main framework through which risks are assessed, monitored and addressed at the Holding level. Part of the results of the double materiality assessment were also included in the Risk Register.

At the ROC1 level, relevant risks are systematically documented and monitored through a dedicated risk register. During 2026, the register will be extended to subsidiaries in order to ensure a consistent, integrated, and traceable approach to professional conduct risks across the Group.

The Board of Directors of ROCA INDUSTRY is composed of individuals with relevant experience, committed to ensuring the effective functioning of the Group. Their role includes supervising the Group, in compliance with the rules of professional conduct and providing expert advice on specific activities. Owing to their professional expertise, Board members are able to assess and implement effective professional conduct policies, adapting to the continuous evolution of regulatory requirements and market conditions.

In 2024, the Board of Directors was actively involved in sustainability-related initiatives, particularly in the reporting process. In 2025, the BoD continued to be informed and consulted on these topics, supporting the development of the internal framework required to manage ESG aspects and to gradually steer sustainability activities at Group level.

Aspects related to ethics, compliance, and professional conduct, as well as relevant developments in the field of sustainability, are integrated into the agenda of Board of Directors' meetings and are discussed whenever necessary as part of oversight and decision-making processes. Accordingly, in 2025, there were five Board meetings during which sustainability-related topics were discussed, as follows:

- 22.01.2025 – Approval of the internal control procedure
- 20.02.2025 – ROCA INDUSTRY risk policy approval
- 25.03.2025 – Approval of the Directors' report and the 2024 Sustainability report
- 24.04.2025 – ESG – plan for 2025 – information session
- 20.08.2025 – Presentation of the draft risk register at ROC1 level (parent company) and Approval of policies and internal regulations; Board of Directors' Regulation, Nomination and Remuneration Committee Regulation (NRC), Audit and Risk Committee Regulation (ARC), Profile of Candidates for Appointment to the Board of Directors, Procedure on the Protection of Whistleblowers in the Public Interest, Affiliated Parties Policy
- 21.10.2025 – Approval of the updated Anti-Money Laundering and Counter-Terrorist Financing Procedure (AML Procedure), Approval of the Code of Conduct, Approval of the Remuneration Policy.

ESRS 2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities

ROCA INDUSTRY implements a structured framework for the assessment and management of risks, including those related to the prevention and combating of money laundering and terrorist financing (AML/CTF), based on a dedicated risk analysis methodology. This framework aims to identify vulnerabilities, assess levels of exposure, and identify opportunities to improve the related internal procedures and processes.

The risks are classified according to severity levels (low, medium or high). The process of identifying, assessing and managing these risks is carried out in accordance with the Risk Management Procedure approved in February 2025, which sets out the responsibilities, the methodology for assessing inherent and residual risks, the use of the risk register, as well as the mechanisms for monitoring, reporting and implementing control measures for significant risks. Depending on the resulting risk profile and the response strategy adopted, a Control Measures Implementation Plan (Action Plan) will be developed, which targets the significant and strategic risks identified at Group level.

In this context, during the period September–December 2025, an internal audit process was conducted regarding the implementation, application, and compliance with AML/CTF procedures, as well as compliance with the requirements of the General Data Protection Regulation (GDPR). Based on the assessments performed, the identified risks were classified as minor, low-to-medium, or medium risks, confirming the existence of an adequate level of control and the overall effectiveness of the implemented compliance framework.

As part of the double materiality assessment, the impacts, risks and opportunities associated with business conduct have been identified and are detailed in the table in section **ESRS 2 - SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting from page 147.

G1-1 – Corporate culture and Business conduct policies and corporate culture

ROCA INDUSTRY promotes a corporate culture grounded in integrity, responsibility, respect, and professionalism, ensuring ethical conduct in all activities carried out within and on behalf of the Holding. The Group has completed the process of formalizing these values through the adoption of the Code of Ethics and Professional Conduct, approved by the Board of Directors in October 2025, as well as through the internal regulations applicable at the level of ROCA INDUSTRY and its subsidiaries. The Code represents a reference document that establishes common principles applicable to all Group subsidiaries, setting out the mission, values, principles of integrity, responsibility, and professionalism, as well as mandatory rules of conduct for all employees, members of governance bodies, collaborators, and third parties acting in the interest of the company. The provisions of the Code are scheduled to be implemented across all Holding subsidiaries in the first quarter of 2026.

Prior to the adoption of the Code, aspects related to professional conduct, prevention of conflicts of interest, confidentiality of information, and the reporting of non-compliance were regulated through existing internal documents at Group or subsidiary level (including internal regulations and subsidiary-level procedures), which were applied in day-to-day governance and operational practices. This integration was reflected in practice through the application of principles of integrity, transparency, and responsibility in governance processes and in day-to-day interactions with stakeholders.

During the reporting period, no cases of corruption, bribery (giving or receiving), conflicts of interest, AML incidents, or other relevant complaints were identified or reported, confirming the consistent application of these principles in current operations.

Code of Ethics and Professional Conduct

ROCA INDUSTRY conducts its activities in strict compliance with applicable Romanian and international legislation, including in the areas of competition, data protection, anti-corruption, and corporate governance. Compliance is considered a shared responsibility of all employees. The Code of Ethics and Professional Conduct applies to all employees, members of management

and governance bodies, collaborators, and third parties acting in the interest of the company and is binding across the entire organization.

ROCA INDUSTRY promotes an organizational culture based on integrity, responsibility, and respect for the law, applying a zero-tolerance policy towards corruption, fraud, and any illegal conduct. These principles are formalized in the Code of Ethics and Professional Conduct, approved by the Board of Directors, which also incorporates the Anti-Corruption Policy, establishing the framework for preventing non-compliant behaviour. The Code defines:

- prohibition of any form of bribery or improper influence;
- prohibition of using third parties to obtain undue advantages;
- rules regarding gifts and hospitality;
- the obligation to declare conflicts of interest and to update declarations annually;
- the identification of corruption-risk-exposed functions, such as those involved in procurement, relations with public authorities, decision-making processes, or access to privileged information.

The Code also includes a chapter dedicated to whistleblowing, guaranteeing the confidentiality of whistleblowers and their protection against retaliation, in accordance with national legislation and Directive (EU) 2019/1937. The related procedure was communicated to all employees of ROCA INDUSTRY and its subsidiaries at the time of adoption. In February 2026, subsidiary management was notified by e-mail and explicitly requested to disseminate the procedure to all local employees in accordance with the applicable internal communication mechanisms. Group subsidiaries had previously implemented their own whistleblowing procedures and reporting channels, thereby ensuring a functional mechanism at Group level. Designated personnel receive specific training, and employees are informed of their rights and obligations.

At ROCA Industry level, the role of Whistleblowing Policy Officer is fulfilled by an individual appointed by the Board of Directors' decision of 21.10.2025, holding the professional qualification of Compliance Officer, certified by the Romanian Banking Institute (IBR). This appointment ensures the necessary competence for receiving, analysing, and managing reports. Through the existence of a common framework at Holding level, namely the Code of Ethics and the Whistleblowing Procedure applicable to all Group entities, a coherent approach is ensured. These elements contribute to the uniform application of procedures across the Group and to the strengthening of an organizational culture based on integrity, responsibility, and transparency.

Whistleblowing issues are regulated by the Public Interest Whistleblower Protection Procedure. It details the procedures for reporting and investigating incidents related to professional conduct and applies to all employees and collaborators of the Group who become aware, in a professional context, of potential violations of the law or internal rules. The procedure governing whistleblower protection in the public interest strengthens the ethical framework of ROCA INDUSTRY, through a formal mechanism for reporting and investigating potential violations of legal and internal requirements.

The procedure is publicly communicated on the ROCA INDUSTRY website, in the Regulations

and Policies section, and has been communicated to all employees and management bodies. It details the internal reporting channels, including the dedicated address: raportari@rocaindustry.ro, as well as the steps for analysing and investigating complaints. This procedure establishes secure and accessible internal reporting channels, managed by an independent Whistleblowing Policy Officer, ensuring impartial receipt, recording, and examination of reports, while guaranteeing confidentiality of identity and protection against any form of retaliation. It also provides timelines for acknowledgement and communication of investigation progress, as well as the maintenance of a secure reporting register, thereby promoting an organizational culture based on integrity, responsibility, and transparency. To date, no incidents relating to corruption or violations of professional conduct rules have been reported or identified.

ROCA INDUSTRY also has a formalized framework for preventing and combating money laundering, in accordance with the applicable European and national legislative requirements. Annual management of conflicts of interest, completion of mandatory declarations and continuous training in the field of ethics contribute to strengthening internal governance.

The Group prioritizes training on ethical conduct and business integrity. With the approval of the Code of Ethics and Professional Conduct, mandatory training sessions for employees and members of management bodies will be implemented – both upon onboarding and annually – with a focus on corruption prevention and incident reporting. Personnel involved in compliance and governance will receive additional specialised training.

The implementation of the Code of Ethics and Professional Conduct is the responsibility of the Board of Directors, with the support of the executive management at ROCA INDUSTRY level and the subsidiaries. The Code is developed with relevant external frameworks in mind, such as the UN Convention against Corruption and Directive (EU) 2019/1937, as well as the interests of key stakeholders, in particular employees, members of management bodies, collaborators and third parties acting in the interest of the Group.

Furthermore, the Code of Ethics and Professional Conduct, together with the related procedures and policies approved alongside it, establishes the applicable framework for:

- reporting and investigating incidents related to professional conduct;
- issues related to sanctions and investigations concerning violations of the Code;
- recommending disciplinary measures and, where appropriate, informing competent authorities;
- documenting incidents in order to prevent recurrence.

ROCA INDUSTRY continues to strengthen its ethical framework through the implementation of holding-level policies across all subsidiaries starting from the first quarter of 2026.

Although, to date, there has been no separate policy dedicated exclusively to combating corruption and bribery, these principles have been consistently integrated into the Holding's day-to-day activities. The Code of Ethics and Professional Conduct fully formalizes this commitment, enshrining the principle of zero tolerance toward corruption. The Code also

includes a section detailing obligations and responsibilities related to anti-corruption. The adoption of a separate policy is not considered necessary given the nature of the Company's and its subsidiaries' activities, considering the implementation of the Code across subsidiaries in the first quarter of 2026.

Within the Holding, the functions most exposed to corruption and bribery risks are management roles, as well as positions within the finance and accounting, procurement, and sales departments, considering the nature of their activities and responsibilities related to financial decision-making, contract management, and commercial relationships.

G1-2 – Management of relationships with suppliers

In terms of supply management, ROCA INDUSTRY has adopted an operational policy that includes a unified and integrated framework for procurement activities (supplier management) across companies in which it holds a majority stake, directly or indirectly, ensuring operational consistency at Group level. The Procurement Guide defines the minimum requirements for the applicable processes and procedures, contributing to the efficiency and transparency of commercial decision-making.

The scope includes procurements essential to the core activities of the companies, such as raw materials, consumables, components and sub-assemblies; operational and production services, equipment, machinery and utilities, as well as logistics services (transport, warehousing), etc.

The procurement process is based on the following fundamental principles:

- Transparency and integrity – procurement decisions are based on objective, documented and verifiable criteria;
- Four Eyes Principle - significant activities require approval by at least two distinct individuals;
- Segregation of duties – initiation, approval and payment are performed by different individuals, supported by appropriately configured IT systems;
- Efficiency and sustainability – supplier selection aims at cost optimization and the reduction of environmental and social impacts.

Stages of the procurement process:

- Identification of needs and initiation of the procurement request: needs are identified by the beneficiary departments and formally submitted to Procurement;
- Supplier analysis and segmentation: ABC analysis classifies suppliers into strategic, important and low-value categories; the list is approved annually by the Board of Directors;
- Supplier pre-qualification and selection: standard criteria are applied (quality, cost, reliability, sustainability), including ESG evaluation; the minimum score is 60/100;

- Procurement from nominated suppliers (single sourcing): permitted only in justified cases, subject to approval by the Chief Operating Officer for values exceeding EUR 10,000 per year;
- Contracting and approval: framework agreements are prioritized; exceptions require justification and approval;
- Reception and quality control: technical and documentary verification; non-conformities are reported immediately;
- Prevention of late payments: contractual payment terms are strictly observed, particularly with respect to SMEs, through financial monitoring and, where applicable, direct communication with suppliers.

Responsibilities within the procurement process are allocated to ensure control and efficiency, as follows:

- The Procurement Manager coordinates the process and manages supplier evaluations;
- The Chief Operating Officer approves the selection criteria and exceptions, ensuring the application of the Four Eyes principle;
- The CEO validates the contracting of suppliers that do not meet the ESG threshold;
- The Board of Directors annually approves the lists of strategic, backup and nominated suppliers, contributing to the strengthening of corporate governance.

The implementation of this procedure contributes to the consolidation of a responsible and efficient procurement system, ensuring transparency and traceability across all stages of the process, reducing operational and reputational risks, optimizing costs and increasing operational efficiency, as well as strengthening corporate governance and ESG performance at ROCA INDUSTRY level.

A dedicated form for supplier evaluation based on social and environmental criteria is annexed to the Operational Policy and is used in the supplier selection process. For Category A suppliers (considered material for the subsidiaries' activities), these criteria will be incorporated into the selection procedure.

ROCA INDUSTRY is committed to complying with payment terms established by contracts and applicable legal regulations, particularly in relations with SMEs, in order to ensure fair and predictable collaboration. This commitment is also emphasized in a dedicated chapter of the operational policy (Policy on the Prevention of Late Payments). Group companies establish clear payment terms at contract signing, prioritize due payments to SMEs, implement internal procedures for the prompt validation of invoices, and communicate with partners in exceptional situations. Through these measures, the Group aims to support the financial stability of its partners, strengthen trust, and promote responsible business practices.

G1-3 – Prevention and detection of corruption and bribery

ROCA INDUSTRY applies a firm zero-tolerance principle towards corruption, fraud, abuse of power, or any other illegal or unethical behaviour, in accordance with the Code of Ethics and Professional Conduct approved by the Board of Directors. The Code prohibits the promise, offering, solicitation, or acceptance of any undue advantage, in any form, in exchange for influencing a decision or action, as well as the making of facilitation payments and the use of third parties to exert improper influence over decision-makers.

This commitment applies to all employees, members of governance bodies, collaborators and third parties acting on behalf of the Holding. The prevention of corruption risks includes the obligation of personnel to exercise their duties exclusively in the interest of the company, to avoid situations of conflict of interest, and to immediately disclose any potential conflict to the ethics and compliance function, in accordance with the provisions of the Code.

The organizational culture is reinforced through leadership by example, whistleblowing reporting and protection mechanisms, and continuous monitoring of the internal climate. Subsidiary management teams are guided by the Holding's management team and are responsible for embedding these principles and processes across all levels of their organizations.

At Holding level, ROCA INDUSTRY organizes semi-annual Quarterly Management Meetings (QMM), bringing together management teams from all companies within the Holding. These sessions facilitate the exchange of best practices and the identification of appropriate business directions. In addition, the consolidated sustainability reporting process provides a shared collaboration framework in which compliance topics and ESG solution implementation are addressed, contributing to the strategic and operational alignment of all subsidiaries.

To ensure compliance, a dedicated mechanism for reporting and investigating potential violations of legislation, internal rules, or the provisions of the Code of Ethics and Professional Conduct has been implemented. Reports may be submitted confidentially to raportari@rocaindustry.ro and are managed in accordance with the Procedure on the Protection of Whistleblowers in the Public Interest, approved at ROCA INDUSTRY level. The mechanism is administered by an appointed Whistleblowing Policy Officer, who is responsible, under the applicable procedure, for the receipt, registration, analysis, and resolution of reports, operating independently from the involved management chain. The dedicated reporting channel (raportari@rocaindustry.ro) is accessible to both internal personnel and ROCA INDUSTRY collaborators, and any suspicion of corruption or other ethical misconduct may be reported through this channel. The procedure is communicated internally and is published on the company's website, under the *Regulations and Policies* section.

In accordance with the Code of Ethics, complains are analysed by the Whistleblowing Policy Officer, who is not part of the management structure and conducts impartial investigations, recommending the necessary measures, including notification of competent authorities, where applicable. The results of investigations are communicated to the Board of Directors, which is responsible for monitoring the implementation of corrective actions.

As of the date of reporting, no corruption incidents have been recorded within ROCA INDUSTRY.

ROCA INDUSTRY is currently in the process of formalizing training programmes dedicated to the prevention and combating of corruption, including bribery. To date, in the absence of reported incidents of this nature, no specific training programmes have been implemented, with the exception of workshops organized in 2024 in the context of the Holding's semi-annual meetings with subsidiaries.

By the end of Q2 2026, the Group will introduce mandatory training sessions for employees, with a particular focus on roles exposed to higher risk – such as management, finance and accounting, procurement, and sales – given their responsibilities in decision-making processes and the management of commercial relationships. Members of the Board of Directors and executive management will also benefit from dedicated training on compliance and ethical conduct, with the aim of ensuring the consistent application of anti-corruption principles at all levels of the Holding.

This plan will ensure a uniform training framework for all Group entities, complementing existing mechanisms such as the Code of Ethics and the Whistleblowing Procedure.

G1-4 – Confirmed incidents of corruption or bribery

During the reporting period, no confirmed incidents of corruption or bribery (giving or receiving) were identified within ROCA INDUSTRY or its subsidiaries. There were no convictions or fines for violation of anti-corruption or anti-bribery laws. Furthermore, no specific actions were required to address the violation of procedures or standards related to corruption and bribery during this period.

Total number and nature of confirmed incidents of corruption or bribery	0
Number of confirmed incidents in which own employees were dismissed or subject to disciplinary action for corruption- or bribery-related incidents	0
Number of confirmed incidents relating to contracts with business partners that were terminated or not renewed due to corruption- or bribery-related violation	0

G1-6 Payment Practices

In accordance with the contractual provisions on payment terms, payments to ROCA INDUSTRY suppliers are made according to the type of supplier, contract or subsidiary.

Each subsidiary within ROCA INDUSTRY undertakes a firm commitment to comply with the

payment terms established by contracts and legal regulations, with special attention paid to commercial relations with small and medium-sized enterprises (SMEs). This approach aims to strengthen a fair, transparent and predictable trade relationship through the following measures:

- clear and reasonable definition of payment terms at the time of contract conclusion;
- rigorous monitoring of cash flows and prioritization of due payments to SMEs;
- implementation of effective internal procedures for invoice validation and approval, in order to reduce the risk of delays;
- proactive and timely communication with partners in the event of exceptional circumstances, with the aim of identifying amicable solutions to ensure compliance with contractual obligations.

Through these measures, ROCA INDUSTRY aims to support the financial stability of its partners, strengthen mutual trust and promote responsible and sustainable business practices.

No legal proceedings relating to late payments were recorded at ROCA INDUSTRY or subsidiary level.

Entity	Average contractual payment period (DPO) – average number of days between the start of the contractual/legal term and the payment date	Description of the company's standard payment terms, expressed in number of days, by main supplier categories, and the percentage of payments complying with these standard terms	Number of pending legal proceedings for late payments	Additional information needed to provide sufficient context.
BICO	Invoice payment terms range between 0 and 120 days, with an average payment period of 75 days .	• Raw material suppliers: 20% advance payment, 80% upon delivery • Service providers: 30 - 90 days • Suppliers of goods: up to 60 days • Merchandise Suppliers: 120 days	0	The DPO indicator represents the average number of days between the start date of the contractual or legal payment term and the actual payment date. Standard contractual terms are presented separately for context and are not used to estimate DPO.
DIAL	Payment terms range between 0 and 60 days, with an average payment period of 38 days .	• Standard contractual payment terms of 60 days from invoice date for raw material suppliers, representing approximately 70% of annual invoice value. • Service and consumables providers: average payment term of 15 days. • Utility suppliers: 30 days, representing approximately 5% of total invoices. • Transport providers: between 15 and 30 days	0	
VELTADOORS	Payment terms range between 0 and 90 days, with an average payment period	• Service and supply providers: between 7 and 30 days. • Raw material suppliers:	0	

	of 45 days.	between 0 and 90 days. • Utility suppliers: between 15 and 30 days. • Transport providers: between 0 and 30 days.		
ELECTROPLAST	Payment terms range between 0 and 115 days, with an average payment period of 58 days.	• Small suppliers: 0 to 30 days • Service and consumables suppliers: 0 to 30 days • Utility suppliers: 15 days • Transport providers: between 30 and 90 days • Raw material suppliers: between 0 and 115 days	0	
EVOLOR	Payment terms range between 0 and 120 days, with an average payment period of 60 days.	• Small suppliers: 0 to 60 days • Service and consumables suppliers: 0 to 30 days • Utility suppliers: between 1530 days • Transport providers: between 30 and 90 days • Raw material suppliers: between 0 and 120 days	0	
ROCA INDUSTRY	Payment terms range between 0 and 30 days, with an average payment period of 15 days.	• Utility suppliers: 0-30 days • Service providers: 0-30 days	0	

Most payments are made in accordance with these standard contractual terms. o major delays in meeting the agreed contractual terms were recorded in 2025.

Cybersecurity

Additional topic

ESR2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities

Inefficient cybersecurity management may lead to the loss of company, customer, and employee data. To prevent such risks, it is essential to continuously reassess and update our security processes in response to emerging cyber threats. Ensuring the security and integrity of the information we manage is critical. Therefore, we pay close attention to all data under our responsibility, whether internal information or data received from customers and partners.

For information on IROs, please refer to the table in section **ESRS 2 SBM-3 – Material Impacts, Risks and Opportunities and their interaction with the strategy and business model**, starting on page 147.

Cybersecurity-related policies

The implementation of a cybersecurity policy is essential to protect company data and systems, maintain operational continuity, and comply with the requirements of the European NIS2 Directive (transposed through Emergency Ordinance no. 155/2024). Both ELECTROPLAST and EVOLOR fall under the category of regulated entities and are therefore required to adopt advanced cybersecurity measures and incident-reporting mechanisms.

At the reporting date, there is no cybersecurity policy at ROCA INDUSTRY holding level; however, emergency response procedures are in place and managed through hardware and software systems incorporating embedded security policies. In the last quarter of 2024, an internal cybersecurity risk assessment was initiated, successfully identifying the primary cyber risks to which the holding is exposed. This process continued in 2025 through the implementation of a cyber-risk mitigation plan, involving the development and application of preventive measures for each identified risk category.

Actions and resources related to the prevention and detection of cybersecurity risks

By the end of 2027, ROCA INDUSTRY aims to increase cybersecurity awareness through employee training initiatives, such as cybersecurity training programmes and simulated cyber-attack exercises. The Group will also focus on vulnerability scanning and remediation activities, including penetration testing. In addition, security systems will be continuously adapted to business needs and aligned with the latest industry developments.

Within the Group, not all companies have implemented measurable actions; however, the following existing measures are currently in place:

- Daily monitoring with backup support for firewalls and employee devices, together with the configuration of protective filters using advanced malware detection solutions and specific vulnerability-assessment tools.
- IT infrastructure modernisation, including protected communications and internet access through next-generation firewalls, advanced antivirus solutions, secure VPN networks, and centralised user management via Active Directory. ERP server virtualisation and automated backup systems are implemented to protect critical data.
- Initiation of migration to the Microsoft 365 platform, providing a secure cloud solution for email, video conferencing, and document sharing, including the use of SharePoint Cloud. Access to company data is secured and granular, with two-factor authentication (2FA) introduced to enhance protection. The infrastructure is complemented by a continuous video-surveillance system, ensuring a secure and efficient digital environment.

Remediation measures addressing significant actual impacts:

- Encrypted storage and backup solutions: a network-attached storage device has been acquired to store current data, with a backup plan that includes replication of encrypted data in a cloud environment located in Europe.
- Virtualisation and redundancy protection: ROCA INDUSTRY has implemented server virtualisation, database backups, mirrored hard drives, and both cloud-based and offline backups to enhance data protection and redundancy.
- Registration with DNSC as an important entity in accordance with NIS2 requirements.
- Appointment of a cybersecurity responsible officer.

Cybersecurity risks are managed on two levels:

- Passive level – reduces the potential impact window of cyber-attacks through strict control of user access (using VPN for external access and IAM for roles and permissions);
- Active level – ensures monitoring and/or active intervention in response to potentially destructive events and logs.

In 2025, ROCA INDUSTRY focused its efforts on complying with NIS2 requirements and strengthening the cybersecurity framework. In this context, a risk analysis was conducted and presented to the Board of Directors in August, with the identified aspects incorporated into the Risk Register. Cybersecurity policies, procedures, as well as incident-reporting and remediation plans will be developed in subsequent phases, based on the conclusions of the analysis and priorities established at Group level.

Confirmed cybersecurity incidents

For 2025, no cybersecurity incidents have been identified within ROCA INDUSTRY.

List of datapoints covered by the sustainability statement

Standard	Transversal / Topical	Reporting area	No.	Designation of Disclosure Requirements (DR)	DR No.	Page
ESRS 2	General disclosures	Basis for preparation	BP-1	General basis for preparation of sustainability statements	5 (a), 5 (b)i, 5 (c), 5 (d), 5(e)	114 - 115
			BP-2	Disclosures in relation to specific circumstances	6, 10 (a), 10 (b), 10 (c), 10 (d), 11 (a), 13 (a)	115 - 117
		Governance	GOV-1	The role of the administrative, management and supervisory bodies	21 (a), 21 (b), 21 (c), 21 (d), 21 (e), 22 (a), 22 (b), 22 (c)i, 22 (c)ii, 22 (c)iii, 22 (d), 23, 23 (a), 23 (b)	117 - 125
			GOV-2	Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies	26 (a), 26 (b), 26 (c)	126
			GOV-3	Integration of sustainability-related performance in incentive schemes	29 (a), 29 (b), 29 (c)	126
			GOV-4	Statement on due diligence	32	126 - 127
			GOV-5	Risk management and internal controls over sustainability reporting	36 (a), 36 (b), 36 (c), 36 (d), 36 (e)	127 - 128
		Strategy	SBM-1	Strategy, business model and value chain	40 (a)i, 40 (a)ii, 40 (a)iii, 40 (a)iv, 40(b), 40(d)i, 40(d)ii, 40(d)iii,40(d)iv, 40 (e), 40 (f), 40 (g), 42 (a), 42 (b), 42 (c), AR15	128 - 132
			SBM-2	Interests and views of stakeholders	45 (a)i, 45 (a)ii, 45 (a)iii, 45 (a)iv, 45 (a) v, 45 (b), 45 (c)i, 45 (c)ii, 45 (c)iii, 45 (d)	132 - 132
			SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	48 (a), 48 (b), 48 (c)i, 48 (c)ii, 48 (c)iii, 48 (c)iv, 48 (d), 48 (e), 48 (f), 48 (g)	145 -154
		Impact, risk and opportunity management	IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	53 (a), 53 (b)i, 53 (b)ii, 53 (b)iii, 53 (b)iv, 53 (c)i, 53 (c)ii, 53 (c)iii, 53 (d), 53 (e), 53 (f), 53 (g), 53 (h)	134 - 138
			IRO-2	Disclosure requirements in ESRS covered by the undertaking's sustainability statement	56, 57, 58, 59	138 - 145
				Minimum disclosure requirement on policies and actions	62	155 - 156
			MDR-P	Policies adopted to manage material sustainability matters	65 (a), 65 (b), 65 (c), 65 (d), 65 (e), 65 (f)	155
			MDR-A	Actions and resources in relation to material sustainability matters	Actions are presented for each material topic	155 - 156
		Metrics and targets	MDR-M	Metrics in relation to material sustainability matters	Indicators are presented for each material topic	156
			MDR-T	Tracking effectiveness of policies and actions through targets	Targets are presented for each material topic	156
ENVIRONMENT						

Standard	Transversal / Topical	Reporting area	No.	Designation of Disclosure Requirements (DR)	DR No.	Page
ESRS E1	Climate change	Governance	GOV-3	Integration of sustainability-related performance in incentive schemes	13	167
		Strategy	E1-1	Transition plan for climate change mitigation	17, AR 6	167
			SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	18, 19 (a), 19 (b), 19 (c), AR 7 (a), AR 7 (b), AR 7 (c), AR 8 (a), AR 8 (b)	168-170
		Impact, risk and opportunity management	IRO-1	Description of the processes to identify and assess material climate-related impacts, risks and opportunities	20 (a), 20 (b), 20 (b)i, 20 (b)ii, 20 (c)i, 20 (c)ii, 21, AR 9 (a), AR 9 (b), AR 11 (a), AR 11 (b), AR 11 (c), AR 11 (d), AR 12 (a), AR 12 (b), AR 12 (c), AR 12 (d), AR 13 (a), AR 13 (b), AR 13 (c), AR 13 (d), AR 14, AR 15	168-170
			E1-2	Policies related to climate change mitigation and adaptation	24, 25 (a), 25 (b), 25 (c), 25 (d), 25 (e)	171
			E1-3	Actions and resources in relation to climate change policies	28, 29 (a), 29 (b), 29 (c), AR 19 (a), AR 19 (b), AR 19 (c), AR 19 (d)	171 - 173
		Metrics and targets	E1-4	Targets related to climate change mitigation and adaptation	32, 33, 34 (a), 34 (b), 34 (c), 34 (d), 34 (e), 34 (f), AR23, AR24, AR 25 (a), AR 25 (b), AR 25 (c), AR 25 (d), AR (31)	173 - 174
			E1-5	Energy consumption and mix	37, 37 (a), 37 (b), 37 (c)i, 37 (c)ii, 37 (c)iii, 38 (a), 38 (b), 38 (c), 38 (d), 38 (e), 39, 40, 41, 42, 43, AR 32(e), AR 34, AR 36 (a), AR 36 (b), AR 36 (c), AR 36 (d), AR 36 (e), AR 37, AR 38	174 - 178
			E1-6	Gross Scopes 1, 2, 3 and Total GHG emissions	44 (a), 44 (b), 44 (c), 44 (d), 46, 47, 48 (a), 49 (a), 49 (b), 50 (a), 51, 52 (a), 52 (b), AR 39 (a), AR 39 (b), AR 39 (c), AR 42, AR 43 (a), AR 43 (b), AR 43 (c), AR 43 (d) AR 45 (a), AR 45 (b), AR 45 (c), AR 45 (d), AR 45 (e), AR 45 (e), AR 46 (a), AR 46 (c), AR 46 (d), AR 46 (e), AR 46 (f), AR 46 (g), AR 46 (h), AR 46 (i), AR 46 (k), AR 47 (a), AR 47 (b), AR 48, AR 53 (a), AR 53 (b), AR 53 (c), AR 53 (d), AR 54, AR 55	178 - 192
			E1-7	GHG removals and GHG mitigation projects financed through carbon credits	Not material	-
			E1-8	Internal carbon pricing	Not material	-
			E1-9	Anticipated financial effects from material physical and transition risks and potential climate-related opportunities	Phased-in	-

Standard	Transversal / Topical	Reporting area	No.	Designation of Disclosure Requirements (DR)	DR No.	Page
ESRS E2	Pollution	Impact, risk and opportunity management	IRO-1	Description of the processes to identify and assess material pollution-related impacts, risks and opportunities	11 (a), 11 (b)	193
			E2-1	Policies related to pollution	14, 15 (a), 15 (b), 15 (c)	193 - 195
			E2-2	Actions and resources related to pollution	18, 19 (a), 19 (b), 19 (c), AR 13	194
		Metrics and targets	E2-3	Targets related to pollution	22, 23 (a), 23 (b), 23 (c), 23 (d), 24, 25	195
			E2-4	Pollution of air, water and soil	28 (a), 28 (b), 30(a), 31, AR 20, AR 21	195 - 196
			E2-5	Substances of concern and substances of very high concern	34	196 - 197
			E2-6	Anticipated financial effects from pollution-related impacts, risks and opportunities	Phased-in	-
ESRS E3	Water and marine resources	Impact, risk and opportunity management	IRO-1	Description of the processes to identify and assess material water and marine resources-related impacts, risks and opportunities	8 (a), 8 (b)	198 - 199
			E3-1	Policies related to water and marine resources	11, 12 (a)i, 12 (a)ii, 12 (a)iii, 12 (b), 12 (c), 13	199
			E3-2	Actions and resources related to water and marine resources	17, 18 (a), 18 (b), 18 (c), 19	200
		Metrics and targets	E3-3	Targets related to water and marine resources	22, 23 (a), 23 (b) 23 (c), 25	200
			E3-4	Water consumption	28 (a), 28 (b), 28 (c), 28 (d), 28 (e), 29, AR 29	201
			E3-5	Anticipated financial effects from water and marine resources-related impacts, risks and opportunities	Phased-in	-
ESRS E4	Biodiversity and ecosystems	Strategy	E4-1	Transition plan and consideration of biodiversity and ecosystems in strategy and business model	13 (a)	203
			SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	16 (a), 16 (b), 16 (c)	202 - 203
		Impact, risk and opportunity management	IRO-1	Description of processes to identify and assess material biodiversity and ecosystem-related impacts, risks and opportunities	17 (a), 17 (b), 17 (c), 17 (d), 17 (e)i, 19 (a), 19 (b)	202 - 203
			E4-2	Policies related to biodiversity and ecosystems	22, 23 (a), 23 (b), 23 (c), 23 (d), 23 (e), 23 (f), 24 (a)	203 - 204
			E4-3	Actions and resources related to biodiversity and ecosystems	27, 28 (a)	204 - 205
		Metrics and targets	E4-4	Targets related to biodiversity and ecosystems	31, 32 (c)	205
			E4-5	Impact metrics related to biodiversity and ecosystems change	Not material	
			E4-6	Anticipated financial effects from biodiversity and ecosystem-related risks and opportunities	Phased-in	

Standard	Transversal / Topical	Reporting area	No.	Designation of Disclosure Requirements (DR)	DR No.	Page
ESRS E5	Resource use and circular economy	Impact, risk and opportunity management	IRO-1	Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities	11 (a), 11 (b)	206
			E5-1	Policies related to resource use and circular economy	14, 15 (a), 15 (b), 16	206 - 207
			E5-2	Actions and resources related to resource use and circular economy	19, 20 (a), 20 (b), 20 (c), 20 (d), 20 (e), 20 (f)	207 - 208
		Metrics and targets	E5-3	Targets related to resource use and circular economy	23, 24 (a), 24 (b), 24 (c), 24 (d), 24 (e), 24 (f), 25, 27	208 - 209
			E5-4	Resource inflows	30, 31 (a), 31 (c), 32	209 - 211
			E5-5	Resource outflows	36 (a), 37 (a), 37 (b)i, 37 (b)ii, 37 (b)iii, 37 (c)i, 37 (c)ii, 37 (c)iii, 37 (d), 38 (b), 39, 40	211 - 213
			E5-6	Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities	Phased-in	-
SOCIAL						
ESRS S1	Own workforce	Strategy	SBM-2	Interests and views of stakeholders	12	219 - 220
			SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	13 (a), 13 (b), 14, 14 (a), 14 (b), 14 (c), 14 (d), 14 (e), 14f(i), 14f(ii), 15, 16	220 – 221
		Impacts, risks and opportunities management	S1-1	Policies related to own workforce	19, 20 (a), 20 (b), 20 (c), 21, 22, 23, 24 (a), 24 (b), 24 (c), 24 (d)	222 - 225
			S1-2	Processes for engaging with own workers and workers' representatives about impacts	27, 27 (a), 27 (b), 27 (c), 27 (d), 27 (e), 28, 29	225 - 226
			S1-3	Processes to remediate negative impacts and channels for own workers to raise concerns	32 (a), 32 (b), 32 (c), 32 (d), 32 (e), 33, 34	226 - 228
			S1-4	Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions	37, 38 (a), 38 (b), 38 (c), 38 (d), 39, 40 (a), 40 (b), 41, 43	228 - 230
		Metrics and targets	S1-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	44 (a), 44 (b), 44 (c), 46, 47 (a), 47 (b), 47 (c)	230 - 232
			S1-6	Characteristics of the undertaking's employees	48, 50 (a), 50 (b)i, 50 (b)ii, 50 (b)iii, 50 (c), 50 (d)i, 50 (d)ii, 50 (e), 50 (f), 52, AR 55	232 - 234
			S1-7	Characteristics of non-employee workers in the undertaking's own workforce	57	234
			S1-8	Collective bargaining coverage and social dialogue	60 (a), 60 (b), 60 (c), 61, 63 (a), AR 69, AR 70	234 - 235
			S1-9	Diversity metrics	66 (a), 66 (b)	235 - 236
			S1-10	Adequate wages	69, 71	237

Standard	Transversal / Topical	Reporting area	No.	Designation of Disclosure Requirements (DR)	DR No.	Page
			S1-11	Social protection	72, 74, 74 (a), 74 (b), 74 (c), 74 (d), 74 (e)	237
			S1-12	Persons with disabilities	77, 80	238
			S1-13	Training and skills development metrics	81, 83 (a), 83 (b), 84, AR 79	238 -239
			S1-14	Health and safety metrics	86, 88 (a), 88 (b), 88 (c), 88 (d), 88 (e)	239
			S1-15	Work-life balance metrics	91, 93 (a), 93 (b)	240
			S1-16	Compensation metrics (pay gap and total compensation)	95, 97 (a), 97 (b), 97 (c), AR 98, AR 99, AR 100, AR 101(a)	240 - 241
			S1-17	Incidents, complaints and severe human rights impacts	100, 103 (a), 103 (b), 103 (c), 104 (a), 104 (b)	241
ESRS S2	Workers in the value chain	Strategy	SBM-2	Interests and views of stakeholders	9	242 -243
			SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	10 (a)i, 10 (a)ii, 10 (b), 11 (a), 11 (a).i, 11 (a).ii, 11 (a).iii, 11 (a).iv, 11 (a).v, 11 (b), 11 (c), 11 (d), 11 (e), 12, 13	243
		Impacts, risks and opportunities management	S2-1	Policies related to value chain workers	16, 17, 17 (a), 17 (b), 17 (c), 18, 19	244 - 245
			S2-2	Processes for engaging with value chain workers about impacts	22, 22 (a), 22 (b), 22 (c), 22 (e), 23	245
			S2-3	Processes to remediate negative impacts and channels for value chain workers to raise concerns	27 (a), 27 (b), 27 (c), 27 (d), 28	245
			S2-4	Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those action	32 (a), 32 (b), 32 (c), 32 (d), 33 (a), 33 (b), 33 (c), 34 (a), 34 (b), 35	246
		Metrics and targets	S2-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	41, 42 (a), 42 (b), 42 (c)	246 - 247
ESRS S3	Affected communities	Interests and views of stakeholders	SBM-2	Interests and views of stakeholders	7	248 -249
			SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	8 (a), 8 (b), 9, 9 (a)i, 9 (a)ii, 9 (a)iii, 9 (b)i, 9 (b)ii, 9 (c), 9 (d), 10, 11	249 - 250
		Impact, risk and opportunity management	S3-1	Policies related to affected communities	14, 16, 16 (a), 16 (b), 16 (c), 17, 18	250 - 251
			S3-2	Processes for engaging with affected communities about impacts	21, 21 (a), 21 (b), 21 (c), 21 (d), 22	251 - 252
			S3-3	Processes to remediate negative impacts and channels for affected communities to raise concerns	27 (a), 27 (b), 27 (c), 27 (d), 28	252 - 253
			S3-4	Taking action on material impacts on affected communities, and approaches to managing material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions	32 (a), 32 (b), 32 (c), 32 (d), 33 (a), 33 (b), 33 (c), 34 (a), 34 (b), 35, 36, 38	253 - 254

Standard	Transversal / Topical	Reporting area	No.	Designation of Disclosure Requirements (DR)	DR No.	Page
		Metrics and targets	S3-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	39 (a), 39 (b), 39 (c), 41, 42 (a), 42 (b), 42 (c)	255 - 256
ESRS S4	Consumers and end-users	Strategy	SBM-2	Policies related to consumers and end-users	8	257 - 258
			SBM-3	Processes for engaging with consumers and end-users about impacts	9 (a), 9 (b), 10, 10 (a)i, 10 (a)ii, 10 (a)iii, 10 (a)iv, 10 (b), 10 (c), (d), 11, 12	258 - 260
		Impacts, risks and opportunities management	S4-1	Processes to remediate negative impacts and channels for consumers and end-users to raise concerns	15, 16 (a),16 (b), 16 (c), 17	260 - 261
			S4-2	Taking action on material impacts on consumers and end-users, and approaches to managing material risks and pursuing material opportunities related to consumers and end- users, and effectiveness of those actions	20, 20 (a), 20 (b), 20 (c), 20 (d), 21	261 - 262
			S4-3	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	23, 25 (a), 25 (b), 25 (c), 25 (d), 26	263
			S4-4	Policies related to consumers and end-users	28, 30, 31 (a), 31 (b), 31 (c), 31 (d), 32 (a), 32 (b), 32 (c), 33 (a), 33 (b), 34, 35, 37	263 -264
		Metrics and targets	S4-5	Processes for engaging with consumers and end-users about impacts	38 (a), 38 (b), 38 (c), 40, 41 (a), 41 (b), 41 (c)	265
GOVERNANCE						
Business conduct	Business conduct	Governance	GOV-1	The role of the administrative, supervisory and management bodies	5 (a), 5 (b),	266 - 267
		Impacts, risks and opportunities management	IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	6	267 - 268
			G1-1	Corporate culture and business conduct policies and corporate culture	7, 9, 10 (a), 10 (b), 10 (c)i, 10 (c)ii, 10 (e), 10 (g), 10 (h)	268 - 271
			G1-2	Management of relationships with suppliers	14, 15 (a), 15 (b)	271 -272
			G1-3	Prevention and detection of corruption and bribery	18 (a), 18 (b), 18 (c), 20, 21 (a), 21 (b), 21 (c)	272 - 274
		Metrics and targets	G1-4	Confirmed incidents of corruption or bribery	24 (a), 24 (b), 25 (a), 25 (b), 25 (c)	274
			G1-5	Political influence and lobbying activities	Not material	-
			G1-6	Payment practices	33 (a), 33 (b), 33 (c), 33 (d)	274 -276
Additional topic	Cybersecurity	Impacts, risks and opportunities management	IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities		277 - 278

ROCA INDUSTRY HOLDINGROCK1 S.A.

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 DECEMBER 2025

PREPARED IN ACCORDANCE WITH THE OMFP NO. 2844/2016

AND INTERNATIONAL FINANCIAL REPORTING STANDARDS

AS ADOPTED BY THE EUROPEAN UNION, AS REVISED

CONTENT

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME	287
CONSOLIDATED STATEMENT OF FINANCIAL POSITION	288
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	289
CONSOLIDATED STATEMENT OF CASH FLOWS	290
1. GENERAL INFORMATION	291
2. BASIS OF ACCOUNTING	293
3. USE OF ESTIMATES AND JUDGEMENTS	294
4. MATERIAL ACCOUNTING POLICIES	295
5. SEGMENT REPORTING	310
6. REVENUE	314
7. OTHER OPERATING INCOME	315
8. EMPLOYEE BENEFITS EXPENSES	315
9. SERVICES AND UTILITIES EXPENSES	316
10. OTHER GAINS / (LOSSES) - NET	316
11. FINANCE INCOME AND FINANCE COSTS	316
12. INCOME TAX	317
13. EARNINGS PER SHARE	317
14. BUSINESS COMBINATIONS	318
15. GOODWILL	319
16. OTHER INTANGIBLE ASSETS	323
17. PROPERTY, PLANT AND EQUIPMENT	325
18. INVENTORIES	326
19. TRADE RECEIVABLES	326
20. OTHER CURRENT ASSETS	327
21. CASH AND CASH EQUIVALENTS	327
22. SHARE CAPITAL AND RESERVES	327
23. NON-CONTROLLING INTERESTS	328
24. BORROWINGS	331
25. LEASES	334
26. TRADE AND OTHER PAYABLES	335
27. GOVERNMENT GRANTS	336
28. DEFERRED TAX	336
29. FINANCIAL INSTRUMENTS — RISK MANAGEMENT	338
30. CAPITAL MANAGEMENT	344
31. RELATED PARTIES	344
32. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES	346
33. COMMITMENTS AND CONTINGENCIES	347
34. EVENTS AFTER THE REPORTING PERIOD	348

ROCA INDUSTRY HOLDINGROCK1 S.A.
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

	Notes	2025	2024
Revenue from contracts with customers	6	629,502,779	599,182,219
Other operating income	7	1,419,935	1,777,099
Changes in inventories of finished goods and work in progress		(8,957,480)	14,950,984
Raw materials, consumables used and merchandise costs		(409,763,538)	(396,636,331)
Depreciation and amortisation	16,17,25	(32,458,428)	(30,613,323)
Employee benefits expenses	8	(104,143,984)	(95,823,794)
Advertising costs		(5,355,643)	(9,789,385)
Services and utilities expenses	9	(59,278,952)	(53,460,780)
Other gains/(losses) – net	10	65,874	3,738,698
Impairment of non-current assets	15,16	(10,612,259)	-
Operating profit/ (loss)		418,304	33,325,387
Financial income	11	159,165	307,234
Financial costs	11	(31,524,224)	(26,144,393)
Net finance result		(31,365,059)	(25,837,159)
Profit/(loss) before income tax		(30,946,755)	7,488,228
Income tax expense	12	(638,698)	(1,611,596)
Profit/(loss) for the period from continuing operations		(31,585,453)	5,876,632
Other comprehensive income:			
Items that may be reclassified to profit or loss:			
Exchange differences on translation of foreign operations		190,151	(114,749)
Items that will not be reclassified to profit or loss:			
Revaluation of property, plant and equipment		-	2,821,362
Deferred tax on revaluations of property, plant and equipment		-	(451,418)
Other comprehensive income, net of tax		190,151	2,255,195
Total comprehensive income for the year		(31,395,302)	8,131,827
Profit/ (loss) is attributable to:			
- Owners of the Company		(27,962,312)	1,520,816
- Non-controlling interests		(3,623,141)	4,355,816
		(31,585,453)	5,876,632
Total comprehensive income is attributable to:			
- Owners of the Company		(27,848,221)	3,821,911
- Non-controlling interests		(3,547,081)	4,309,916
		(31,395,302)	8,131,827
Basic and diluted earnings per share	13	(0.115)	0.006

These consolidated financial statements were approved and signed today, 28 April 2026.

Approved,

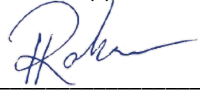
Surname and given name(s): **Ioan-Adrian Bindea**

Function: **CEO**

Signature 

Surname and given name(s): **Raluca Ghiță**

Function: **CFO**

Signature 

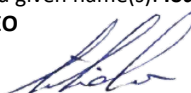
ROCA INDUSTRY HOLDINGROCK1 S.A.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

	Notes	31 December 2025	31 December 2024
ASSETS			
Non-current assets			
Goodwill	15	87,999,441	94,134,182
Other Intangible assets	16	107,013,411	117,388,500
Property, plant and equipment	17	237,547,023	238,928,232
Right-of-use assets	25	19,470,509	11,087,779
Non-current financial assets		4,456,913	722,785
Total non-current assets		456,487,297	462,261,478
Current assets			
Inventories	18	98,396,518	113,373,491
Trade receivables	19	75,441,232	93,823,107
Other current financial assets	20	5,162,934	12,885,757
Prepayments		2,443,357	1,415,056
Cash and cash equivalents	21	24,182,258	33,335,995
Total current assets		205,626,299	254,833,406
TOTAL ASSETS		662,113,596	717,094,884
EQUITY AND LIABILITIES			
Capital and reserves			
Share capital		248,672,220	248,672,220
Share premium		44	44
Revaluation reserve		18,822,243	18,822,243
Other reserves		448,963	334,872
Retained earnings		(85,037,462)	(57,063,967)
Total equity attributable to owners of the Company	22	182,906,008	210,765,412
Non-controlling interests	23	18,707,154	24,042,654
Total equity		201,613,162	234,808,066
Non-current liabilities			
Borrowings	24	143,313,558	161,980,142
Lease liability	25	9,542,346	6,016,509
Government grants	27	5,364,805	2,003,796
Deferred tax liabilities	28	22,896,466	23,982,909
Total non-current liabilities		181,117,175	193,983,356
Current liabilities			
Borrowings	24	125,659,978	130,039,779
Lease liability	25	4,293,836	3,233,709
Liabilities related to acquisitions of subsidiaries	14	12,746,250	37,305,750
Trade and other payables	26	125,349,001	106,074,195
Employee benefits - current		7,969,231	6,843,919
Current tax liabilities	28	1,249,085	1,719,138
Government grants	27	2,115,878	3,086,972
Total current liabilities		279,383,259	288,303,462
TOTAL LIABILITIES		460,500,434	482,286,818
TOTAL EQUITY AND LIABILITIES		662,113,596	717,094,884

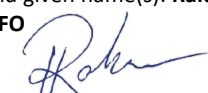
These consolidated financial statements were approved and signed today, 28 April 2026.

Approved,

Surname and given name(s): **Ioan-Adrian Bindea**
Function: **CEO**

Signature 

Surname and given name(s): **Raluca Ghiță**
Function: **CFO**

Signature 

The Explanatory Notes attached form an integral part of these consolidated financial statements.

ROCA INDUSTRY HOLDINGROCK1 S.A.
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

	Share capital	Share premium	Revaluation reserve	Other reserves	Retained earnings	Total capital attributable to owners of the Company	Non-controlling interests	Total equity
Balance as at 31 December 2023	176,945,730	38	16,452,299	403,721	(32,782,295)	161,019,493	22,579,427	183,598,920
Result for the year - profit	-	-	-	-	1,520,816	1,520,816	4,355,816	5,876,632
Other comprehensive income	-	-	2,369,944	(68,849)	-	2,301,095	(45,900)	2,255,195
Total comprehensive result for the year	-	-	2,369,944	(68,849)	1,520,816	3,821,911	4,309,916	8,131,827
Transactions with owners in their capacity as owners:								
Capital contribution	71,726,490	6	-	-	-	71,726,496	-	71,726,496
Transaction costs on issuance of shares	-	-	-	-	(203,495)	(203,495)	-	(203,495)
Non-controlling interests on acquisition of subsidiary (note 13)	-	-	-	-	-	-	8,910,330	8,910,330
Transactions with non-controlling interests (note 13)	-	-	-	-	(25,598,993)	(25,598,993)	(11,757,019)	(37,356,012)
Balance as at 31 December 2024	248,672,220	44	18,822,243	334,872	(57,063,967)	210,765,412	24,042,654	234,808,066
Result for the year - loss	-	-	-	-	(27,962,312)	(27,962,312)	(3,623,141)	(31,585,453)
Other comprehensive income	-	-	-	114,091	-	114,091	76,060	190,151
Total comprehensive result for the year	-	-	-	114,091	(27,962,312)	(27,848,221)	(3,547,081)	(31,395,302)
Transactions with owners in their capacity as owners:								
Dividends paid to NCI	-	-	-	-	-	-	(1,788,449)	(1,788,449)
Transaction costs on issuance of shares	-	-	-	-	(11,183)	(11,183)	-	(11,183)
Transactions with non-controlling interests (note 13)	-	-	-	-	-	-	30	30
Balance as at 31 December 2025	248,672,220	44	18,822,243	448,963	(85,037,462)	182,906,008	18,707,154	201,613,162

These consolidated financial statements were approved and signed today, 28 April 2026.

Approved,

Surname and given name(s): **Ioan-Adrian Bindea**
Function: **CEO**

Signature _____

Surname and given name(s): **Raluca Ghiță**
Function: **CFO**

Signature _____

The Explanatory Notes attached form an integral part of these consolidated financial statements.

ROCA INDUSTRY HOLDINGROCK1 S.A.
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

	2025	2024
Result before tax	(30,946,755)	7,488,228
Adjustments for:		
Depreciation and amortisation	32,458,428	30,613,323
Impairment of non-current assets	10,612,259	-
Amortisation of government grants (note 27)	(1,131,301)	(1,151,995)
Movements in allowance for expected credit losses	773,334	(156,301)
Impairment of current assets	(594,363)	(1,407,992)
Interest income	(158,153)	(300,959)
Interest expenses	20,269,558	21,889,391
Unrealized foreign exchange loss	5,285,771	(97,408)
Net (gain)/loss on sale of non-current assets	(249,586)	(530,255)
Change in operating assets and liabilities, net of effects from purchase of controlled entity:		
Decrease/(Increase) of trade and other receivables	28,109,977	(20,831,425)
Decrease/(Increase) of inventories	15,571,336	(14,482,868)
Increase of trade and other payables	19,191,270	32,086,894
Increase in long-term receivables	(2,204,578)	(687,985)
Cash flows from operating activities	96,987,197	52,430,648
Income tax paid	(2,195,193)	(1,473,526)
Net cash generated from operating activities	94,792,004	50,957,122
Cash flows from investing activities:		
Payment for the acquisition of a subsidiary, net of cash (note 13)	(25,405,500)	(40,757,387)
Payments for acquisition of property, plant and equipment	(22,687,159)	(23,218,673)
Payments for acquisition of intangible assets	(1,261,275)	(62,061)
Cash placed as collateral	(1,529,550)	-
Receipt of government grants	56,351	1,053,670
Interest received	158,153	300,959
Proceeds from the sale of property, plant and equipment	3,350,051	1,194,699
Net cash used in investing activities	(47,318,929)	(61,488,793)
Cash flows from financing activities:		
Proceeds from borrowings (note 24, 31)	61,977,096	130,574,790
Repayment of borrowings (note 24, 31)	(89,445,405)	(115,284,673)
Interest paid	(18,939,139)	(20,437,577)
Dividends paid to non-controlling interests	(1,409,113)	-
Repayments of lease liabilities	(8,989,219)	(4,482,077)
Proceeds from shares issued	-	15,313,720
Transaction costs related to shares issuance	(11,183)	(203,495)
Net cash (used in)/generated from financing activities	(56,816,963)	5,480,688
Net decrease in cash and cash equivalents	(9,343,888)	(5,050,983)
Cash and cash equivalents at the beginning of the financial year	33,335,995	38,501,727
Effects of exchange rate changes on cash and cash equivalents	190,151	(114,749)
Cash and cash equivalents at the end of year	24,182,258	33,335,995

These consolidated financial statements were approved and signed today, 28 April 2026.

Approved,

Surname and given name(s): **Ioan-Adrian Bindea**

Function: **CEO**

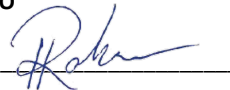
Signature



Surname and given name(s): **Raluca Ghiță**

Function: **CFO**

Signature



ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

1. GENERAL INFORMATION

Roca Industry Holdingrock1 S.A. (the "Company", the "Parent-Company" or "Roca Industry") is a Romanian company, established in September 2021, with the registered office being at 4 Gara Herastrau Street, building A, floor 3, District 2, Bucharest, postal code 020334. The Company is registered with the Trade Register under number J2021016918408 and has Unique Registration Code (CUI) 44987869.

Roca Industry Holdingrock1 SA is a listed entity on the Bucharest Stock Exchange main category since 11 March 2024, under the symbol "ROC1".

Roca Industry is the first strategic project of SOCIETATEA DE INVESTITII ALTERNATIVE CU CAPITAL PRIVAT ROCA INVESTMENTS S.A. ("ROCA INVESTMENTS"), currently Fortalis Holding, which groups under the umbrella of a specialized holding, romanian companies producing construction materials. The aim of the project is to develop and scale strong and sustainable local brands both on the basis of a common strategy and through the synergies generated by their activity. In a fragmented global economy, Roca Industry is building a structure capable of adapting fast to multiple and unpredictable changes.

The Company's subsidiaries activate in the field of construction materials, i.e. in the production of fiberglass and fiberglass reinforcement (BICO Group), production of varnishes, paints, and decorative plasters (EVOLOR), production of doors for residential buildings (VELTADOORS - after the merger that took place in December 2024, when WORKSHOP DOORS absorbed ECO EURO DOORS), production of edged panels and fencing mesh (DIAL), and as well as production of low-voltage copper and aluminium electrical cables (ELECTROPLAST). More Information on the Group's structure is provided in *Note 1 Subsidiaries*, and information on other related party relationships of the Group is provided in *Note 31 – Related parties*.

BICO Industries SA is a company established in 2006, identified on the market under the BICO brand, being the first and largest national producer of fiberglass mesh and the only domestic manufacturer of fiberglass reinforcement. It operates in the production facilities in two facilities from Romania (Piatra Neamț and Vaslui), two from Republic of Moldova, through TERRA IMPEX S.R.L. ("Terra") and one in Lithuania, Iranga Technologijos ("Iranga").

EVOLOR SRL ("EVOLOR") is a company incorporated in 1993, focused on the production of paints, primers, varnishes, thinners, washables, adhesives, decorative plasters and dyes. EVOLOR sells its own products under the Sticky and Coral brands, addressing both the low-priced and premium products markets.

DIAL S.R.L. ("Dial") is a company with an experience of more than 20 years, specialising in the production of fence edged panels, fencing mesh, Rabitz mesh, rectangular pillars and many more. The company's activity is carried out in its factory in Hârșova.

ELECTROPLAST SA ("Electroplast"), with an experience of over 30 years in the manufacture of low voltage copper and aluminium electrical cables, is a company founded in 1993, with headquarters in Bistrita, Bistrita-Nasaud county.

VELTADOORS SRL ("Veltadoors", former WORKSHOP DOORS S.R.L.), is the largest Romanian manufacturer of doors intended for residential buildings. The Company offers a wide range of products, addressing both the clients' needs for standard products and the needs of those seeking non-standard sizes. In December 2024, the company absorbed ECO EURO DOORS following the merger process.

For further information please see *Note 13 – Business combination*.

These consolidated financial statements are presented in RON. Foreign operations are included in accordance with the policies set out in *Note 4 – Material accounting policies*.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

1. GENERAL INFORMATION (continued)

Subsidiaries

The consolidated financial statements of the Group include:

Name of subsidiary	Principal activities	Place of incorporation and operation	Ownership held by the Group		Ownership held by non-controlling interests	
			31.12.2025	31.12.2024	31.12.2025	31.12.2024
Evolor S.A. ('Evolor')	Varnishes, paints and decorative plasters	Romania	99.9916%	100%	0.0084%	-
Bico Industries S.A. ('Bico')*	Fiberglass and fiberglass reinforcement	Romania	60%	60%	40%	40%
Terra Impex S.R.L. ('TI', 'Terra')*	Fiberglass and fiberglass reinforcement	Republic of Moldova	60%	60%	40%	40%
Iranga Technologijos UAB ('Iranga')	Fiberglass and fiberglass reinforcement	Lithuania	60%	60%	40%	40%
Dial S.A. ('Dial')	Edged panels and fencing mesh	Romania	99.99986%	100%	0.00014%	-
Electroplast S.A. ('ELP')	Copper and aluminium electric cables	Romania	99.999975%	99.999975%	0.000025%	0.000025%
VeltaDoors S.A. ('Veltadoors') **	Doors for residential buildings	Romania	99.9889%	100%	0.0111%	-

* TI merged with Europlas and TI in October 2024; TI was the absorbing entity

** Workshop was acquired in two steps during 2024 - 70% in February 2024 and remaining 30% in October 2024. At the end of 2024 Workshop Doors merged with EcoEuro Doors, when Workshop Doors was the absorbing entity and it was renamed VeltaDoors.

As at 31 December 2025, the Group owns directly 60% of Bico Industries (31 December 2024: 60%) and indirectly owns 60% (31 December 2024: 60%) of Terra and Iranga, through by Bico Industries which fully owns these subsidiaries.

In September 2024, respectively June 2025, the Board of Directors of ROCA Industry approved the change in legal form from a limited liability company (SRL) to a joint-stock company (SA) for three of its subsidiaries – Evolor, Dial, and Veltadoors. The decision was made to improve corporate governance practices both at the parent company level and across the portfolio entities, by adopting a management structure aligned with best practice standards, aiming to optimize the decision-making process.

The legal transformations were completed in June 2025, in accordance with the provisions of Article 10, paragraph (1) of Law no. 31/1990, which stipulates that a joint-stock company must have a minimum share capital of 90,000 RON and at least two shareholders. To meet this legal requirement, ROCA INVESTMENTS S.A., the majority shareholder of ROCA Industry, acquired one share in each of the three companies concerned.

In the case of Veltadoors, in order to meet the minimum share capital requirement, ROCA Industry approved the partial conversion of a loan granted to the company into shares, amounting to 87,680 RON, based on a loan agreement and Addendum No. 2, signed on June 4, 2025.

Majority shareholder

The majority shareholder of the Company is SOCIETATEA DE INVESTITII ALTERNATIVE CU CAPITAL PRIVAT ROCA INVESTMENTS S.A. ('Roca Investments S.A.' – currently Fortalis Holding) , an investment fund, which holds 66.04 % (2024: 65.95 %) of its ordinary shares, based in Romania.

Associate

As at 31 December 2025, the Group does not hold any investments in associates.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

1. GENERAL INFORMATION (continued)

Group Management

The management of the Group consists of the Board of Directors of each company, together with the executive management.

At the level of Roca Industry, as at 31 December 2025, the Board of Directors consists of: Rudolf Vizental - President of BoD, Adela Smeu, Dan Liviu Morutan, Victorița Șter-Chelba and Iuliu Ciprian Patrascu.

The executive management of Roca Industry consists of: Ioan Adrian Bindea - Chief Executive Officer, Raluca Ghiță — Financial Director, Alexandru Fogarasi — Commercial Director, Stefan Szitas — Operational Director.

The remuneration of the management is shown in *Note 31 - Related Parties*.

2. BASIS OF ACCOUNTING

2.1 Basis for preparation

Compliance with IFRS

These financial statements are the consolidated financial statements of the Group formed by Roca Industry Holdingrock1 SA ("the Company" or "Roca Industry" or "the Parent Company") and its subsidiaries, together the "Roca Industry Group" or the "Group", prepared in accordance with Minister of Finance Order no. 2844/2016 ("OMFP 2844/ 2016") and approving the accounting regulations compliant with the International Financial Reporting Standards as adopted by the European Union ("IFRS EU"), with all subsequent modifications and clarifications.

The consolidated financial statements were authorized for issue by the Board of Directors on 28 April 2026 and will be submitted for shareholders' approval in the meeting scheduled on 28 May 2026.

The Company also issues an original version of the consolidated financial statements prepared in accordance with OMFP 2844 /2016 and IFRS-EU in Romanian language, that will be used for submitting to the Bucharest Stock Exchange, which is the original binding version.

Historical cost convention

The consolidated financial statements have been prepared on a historical cost basis, except for certain class of property, plant and equipment measured at revalued amount (fair value).

Going concern

For the year ended 31 December 2025, the Group and its subsidiaries recorded an operating profit of RON 418,304, a net finance loss of RON 31,365,059 and a net loss for the year of RON 31,585,453. Notwithstanding the reported net loss, the Group generated positive EBITDA of RON 43,239,400 and positive operating cash flows of RON 96,987,197 — an increase of RON 44,556,549 (+85%) compared with 2024 (RON 52,430,648). As at 31 December 2025, the Company's current liabilities exceeded its current assets by RON 73,756,960 (31 December 2024: RON 33,470,056). An individually large current liability is an intercompany loan from the Parent company, including interest of RON 30,307,998, classified as a current liability in the statement of financial position. These conditions indicate the existence of events or conditions that could raise doubts about the Company's ability to continue as a going concern and were considered by management in its going concern assessment. In assessing the appropriateness of the going concern basis of accounting, management has prepared budgets/cash flow forecasts covering a period of at least twelve months from the end of the financial year, taking into account the expected operating performance, working capital needs and financing arrangements of the Group. The main assumption are related to:

- the operational performance of the group though continuing generating a positive EBITDA;
- refinancing existing credit facilities agreements coming due in 2026.

As of the date of these financial statements the Group has obtained from a new lender a document setting out the preliminary financing terms for all the loans and credits of its subsidiary Veltadoors, with a balance of RON 59,112,834 as at 31 December 2025, of which 23,812,060 are presented in Borrowing current (existing loans and other credit facilities from Raifeissen Bank and First Bank); Terra Impex, contracted in February 2026 new investment and working capital loans in amount of RON 16,800,000.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

2. BASIS OF ACCOUNTING (continued)

Management expects that the principal amount and the financing terms will remain within limits consistent with the Company's historical financing arrangements and that the Group's existing remaining short-term credit facilities will be renewed and/or extended as they fall due, based on the Group's established relationships with its lending banks and the historical practice of renewing such facilities in the ordinary course of business, as well as based on the fact that the subsidiaries have recorded improved (unaudited) results for first quarter of 2026.

Financial support from the Parent company;

On 20 April 2026, the company obtained a letter of support from its Parent. In this letter, the Parent confirms that it is the Parent's intention to extend the maturity of the intercompany loan with a balance outstanding of RON 30,307,998, including interest by at least 30 July 2027. The forecasts based on the above assumptions indicate that, the Company would have sufficient liquidity to settle its obligations as they fall due throughout the assessment period and thus the application of the going concern assumption in the preparation of the consolidated financial statements is appropriate.

2.2 New and amended standards adopted by the Group

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2025 (unless otherwise stated):

Lack of Convertibility – Amendments to IAS 21

In June 2024, the IASB issued amendments to IAS 21 "The Effects of Changes in Foreign Exchange Rates," applicable for annual reporting periods beginning on or after January 1, 2025. The amendments clarify how an entity should assess whether a currency is convertible and how to determine the spot exchange rate when convertibility is lacking.

The amendments also require the disclosure of information that enables users of the financial statements to understand how the lack of convertibility between currencies affects or is expected to affect the entity's financial performance, financial position, and cash flows

The amendment does not have an impact on the Group's financial statements.

2.3 New standards and amendments to the existing standards issued by IASB but not yet adopted by the EU

The following amended standards are effective for annual periods beginning after 1 January 2026 and the Company has not early adopted:

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7) – *effective for annual reporting periods beginning on or after 1 January 2026;*
- Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7) - *effective for annual reporting periods beginning on or after 1 January 2026;*
- IFRS 18 Presentation and Disclosure in Financial Statements - *effective for annual reporting periods beginning on or after 1 January 2027;*
- IFRS 19 Subsidiaries without Public Accountability: Disclosures - *effective for annual reporting periods beginning on or after 1 January 2027;*
- Annual Improvements to IFRS Standards – volume 11 - *effective for annual reporting periods on or after 1 January 2026.*

3. USE OF ESTIMATES AND JUDGEMENTS

The preparation of these consolidated financial statements in accordance with the IFRS as adopted by the European Union requires the Group's management to use estimates and assumptions that affect the application of accounting policies, as well as the reported value of assets and liabilities. Actual results may differ from estimated values.

Estimates and judgments are continuously reviewed. Revisions of accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the current period and future periods, if the revision affects both the current period and future periods.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

3. USE OF ESTIMATES AND JUDGEMENTS (continued)

3.1 Judgements

The following judgements have been made by management in applying the Company's accounting policies and have the most significant effect on the amounts recognised in the consolidated financial statements:

- Control over investees. Management has concluded that the Company controls each of Evolor, Electroplast, Bico Industries, VeltaDoors and Dial within the meaning of IFRS 10 on the basis of its majority ownership interest (60% to 99,99%) and the absence of any substantive participating rights held by other parties.
- Note 14 and 15 – Impairment testing – Cash generating units. Management exercises judgement in determining the appropriate level of grouping assets into CGUs, based on the fact that they share significant common infrastructure.
- Note 14 and 15- Estimated impairment of goodwill and other intangible assets.
- Note 15 Other intangible assets- determining and reviewing the useful life of certain intangible assets.

3.2 Key sources of estimation uncertainties

The estimates and assumptions that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year relate to the assumptions used in impairment testing of Goodwill and other intangible assets - including the projection of future cash flows, the discount rates, the long-term growth rates, EBITDA margins. The detailed sensitivity analysis and sources of estimation uncertainty are presented in Note 14 — Goodwill, Note 13 Business combinations— fair value of the consideration transferred (including contingent consideration) and fair value of the assets acquired and liabilities assumed, measured on a provisional basis.

4. MATERIAL ACCOUNTING POLICIES

a) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries on 31 December 2025 and 31 December 2024. Control is obtained when the Group is exposed or has rights to variable returns from its involvement in the investee and has the ability to affect these returns by its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- ✓ Power over the investee (i.e, existing rights that give it the current ability to direct the relevant activities of the investee);
- ✓ Exposure or rights to variable returns from its involvement in the investee;
- ✓ Ability to use its power over the investee to influence its profitability,

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- ✓ The contractual arrangement(s) with the other holders of the investee's votes;
- ✓ Rights arising from other contractual arrangements;
- ✓ The voting rights and potential voting rights of the Group,

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

4. MATERIAL ACCOUNTING POLICIES (continued)

a) Basis of consolidation (continued)

Profit or loss account and each component of OCI are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

b) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 Financial Instruments, is measured at fair value with the changes in fair value recognised in the statement of profit or loss in accordance with IFRS 9. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognised in profit or loss.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

4. MATERIAL ACCOUNTING POLICIES (continued)

b) Business combinations and goodwill (continued)

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

The Group has elected to account for business acquisitions under common control based on fair values, applying IFRS 3 business combination accounting.

c) Investing in associates

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control over those policies. This is generally the case where the Group holds between 20% and 50% of the voting rights.

The considerations made in determining significant influence are similar to those necessary to determine control over subsidiaries. The Group's investment in its associate is accounted for using the equity method.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment separately.

Where the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate.

The aggregate of the Group's share of profit or loss of an associate is shown on the face of the statement of profit or loss outside operating profit and represents profit or loss after tax and noncontrolling interests in the subsidiaries of the associate.

The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss within 'Share of profit of an associate' in the statement of profit or loss.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

4. MATERIAL ACCOUNTING POLICIES (continued)

d) Revenue from contracts with customers

The Group produces and sells a range of construction materials: fiberglass and fiberglass reinforcements, varnishes, paints and decorative plasters, doors for residential buildings, edged panels and fencing mesh, as well as copper and aluminium electric cables.

Revenue from contracts with customers is recognized at a point in time when control of the goods is transferred to the customer (i.e, at the point in time when the products are delivered to the customer) at a value that reflects the consideration to which the group expects to be entitled in exchange for the goods. Delivery takes place when the products have been shipped to the specified location, the risk of loss has been transferred to the customer and either the customer has accepted the products in accordance with the sales contract, acceptance clauses have expired, or the Group has objective evidence that all acceptance criteria have been met, A claim is recognized when the goods are delivered, i.e, when the consideration is unconditional, because it is only necessary to pass the time before the payment due.

Revenue from the sale of construction materials is recognized when control of the asset is transferred to the customer, generally when delivery of construction material to the customer's location.

The group shall consider whether there are other contractual promises that constitute separate performance obligations to which part of the transaction price has to be allocated (e.g, guarantees). In determining the transaction price for the sale of construction materials, the Group takes into account the effects of variable consideration, the existence of a significant funding component and consideration payable to the customer.

Variable consideration

If the consideration of a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for the transfer of the goods to the customer. Variable consideration is estimated at the beginning of the contract and is limited until a significant reversal of the amount of recognized cumulative revenue is highly likely not to occur when the uncertainty associated with variable consideration is resolved later.

Volume reductions

The Group can grant retrospective volume reductions if the quantity of construction materials purchased during the period exceeds a certain threshold.

e) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite useful life are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit or loss in the expense category that is consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

4. MATERIAL ACCOUNTING POLICIES (continued)

e) Intangible assets (continued)

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss.

Trademarks, licenses and customer contracts

Trademarks and licences acquired separately are presented at historical cost. Trademarks, licences and customer contracts acquired in a business combination are recognised at fair value at the acquisition date. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses.

Useful life

The group amortises intangible assets with a limited useful life, using the straight-line method over the following periods:

- ✓ Trademarks: 20 years
- ✓ Customer contracts: 20 years
- ✓ Licenses: 4 years
- ✓ Software: 3 years

f) Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the statement of financial position at their revalued amounts, being the fair value at the date of revaluation, less any accumulated depreciation and accumulated impairment losses. Revaluations are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the reporting date.

Any revaluation increase arising on the revaluation of such land and buildings is credited to the properties revaluation reserve, except to the extent that it reverses a revaluation decrease for the same asset previously recognised as an expense, in which case the increase is credited to profit or loss to the extent of the decrease previously expensed. A decrease in carrying amount arising on the revaluation of such land and buildings is charged as an expense to the extent that it exceeds the balance, if any, held in the properties revaluation reserve relating to a previous revaluation of that asset.

Depreciation on revalued buildings is recognised in profit or loss. On the subsequent sale or retirement of a revalued property, the attributable revaluation surplus remaining in the properties revaluation reserve is transferred directly to retained earnings.

Tangible assets, other than buildings and land, are measured at cost less accumulated depreciation and impairment losses. Cost includes the purchase price, import duties, non-refundable purchase taxes and fees, any directly attributable costs of bringing the asset into its working condition and to the location for its intended use. Depreciation of these assets, determined on the same basis as other property assets, commences when the assets are ready for their intended use. Land and assets under construction are not depreciated.

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. Depreciation is computed on the amounts of tangible assets on a straight-line basis down to the assets estimated residual values. Construction in progress and tangible in progress are not depreciated.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

4. MATERIAL ACCOUNTING POLICIES (continued)

f) Property, plant and equipment (continued)

Depreciation methods and useful live, are reassessed at each reporting date, with the effect of any changes in estimate accounted for on a prospective basis. The depreciation periods, which approximate the estimated useful economic live of the respective assets, are as follows:

	<u>Period</u> <u>(years)</u>
Buildings	10 - 48
Installations and equipment	3 - 15
Vehicles and means of transport	5

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

g) Impairment of non-financial assets

At each reporting date, the Group assesses whether there is an indication that a non-financial asset, other than inventory or deferred tax assets, may be impaired. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit ("CGU") to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

The Group bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations are recognised in the statement of profit or loss in expense categories consistent with the function of the impaired asset, except for properties previously revalued with the revaluation taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

4. MATERIAL ACCOUNTING POLICIES (continued)

g) Impairment of non-financial assets (continued)

Goodwill is tested for impairment annually or when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or Group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

h) Leases

The Group assesses whether a contract is or contains a lease, at inception of the contract. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The group recognizes the right-of-use assets at the commencement date of the lease (i.e., on the date on which the underlying asset is available for use), Right-of-use assets are valued at cost, less any accumulated depreciation and impairment losses, and adjusted for any revaluation of lease receivables. The cost of right-of-use assets includes the amount of recognized lease receivables, the initial direct costs incurred and the lease payments made on or before the starting date, minus any lease incentives received. The right-of-use asset is depreciated using the straight-line method, from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the Exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section *Impairment of non-financial assets*.

ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate.

ii) Lease liabilities (continued)

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

4. MATERIAL ACCOUNTING POLICIES (continued)

h) Leases (continued)

The Group determines its incremental borrowing rate by reference to the incremental borrowing rate from the borrowing contracts signed with the leasing companies.

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease exemption to its short-term lease of machinery and equipment (i.e, those leases that have a lease life of 12 months or less from the commencement date and do not contain a purchase option). The Group also applies the exemption from recognition of leases of low value assets for leases of office equipment considered to be of low value, Lease payments on short-term leases and leases of low-value assets are recognized as expenses on a linear basis over the lease term.

Group as lessor

The group did not enter into any lease agreements as a lessor.

i) Inventories

Inventories are recorded at the lower of cost and net realizable value.

Cost of inventory is generally determined on a first-in/first-out basis basis. The cost of finished goods and work in progress comprises raw material, direct labour, other direct costs and related production overhead, but excludes borrowing costs. Costs of purchased inventory are determined after deducting rebates and discounts.

Net realizable value is the estimated selling price in the ordinary course of business, less the cost of completion and costs to be incurred in marketing, selling and distribution.

j) Financial instruments

Financial assets – Initial recognition, Classification and subsequent measurement

Non-derivative financial assets

Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at:

- amortised cost;
- fair value in other comprehensive income – financial investment; or
- fair value through profit or loss.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

4. MATERIAL ACCOUNTING POLICIES (continued)

j) Financial instruments (continued)

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at fair value through profit or loss:

- It is held within a business model whose objective is to hold assets to collect contractual cash flows;
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, “principal” is defined as the fair value of the financial asset on initial recognition. “Interest” is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

The Group initially classifies its financial assets as measured at amortised cost. These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Non-derivative financial liabilities

Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at:

- amortised cost or
- fair value through profit or loss.

A financial liability is classified as at fair value through profit or loss if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at fair value through profit or loss are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition

Financial assets

The Group derecognised a financial asset when

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either:
- substantially all of the risks and rewards of ownership of the financial asset are transferred; or
- the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

4. MATERIAL ACCOUNTING POLICIES (continued)

j) Financial instruments (continued)

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

Offsetting

Financial assets and financial liabilities are offset, and the net amount is presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Cash and short-term deposits

In the statement of financial position, cash and cash equivalents comprise cash at banks and on hand and short-term highly liquid deposits with a maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

Bank overdrafts are shown within borrowings in current liabilities in the consolidated statement of financial position.

Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and are therefore all classified as current. Trade receivables are recognised initially based on the transaction price, unless they contain significant financing components when they are recognised at fair value. They are subsequently measured at amortised cost using the effective interest method, less loss allowance. See financial assets accounting policy for a description of the Group's impairment policies.

Impairment

The Group applies the simplified approach of IFRS 9 for measuring expected credit losses, using a lifetime expected loss reduction (ECL) for all commercial receivables. In order to measure the expected credit losses, trade receivables are grouped on the basis of the common characteristics of credit risk and days of delay.

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For individual customers, the Group has a policy of writing off the gross carrying amount when the financial asset is 120 days past due based on historical experience of recoveries of similar assets. For corporate customers, the Group individually assesses an asset with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due. Based on its experience, there have been no corporate.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

4. MATERIAL ACCOUNTING POLICIES (continued)

k) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any noncash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

l) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

m) Provisions

Provisions are recognized at the time when the Group has a legal or constructive obligation as a result of past events, when an outflow of resources embodying economic benefits is required to settle the obligation and for which a credible estimate can be made of the amount of the obligation, Where there are a number of similar obligations, the probability that an outflow of resources will be required for settlement shall be determined by assessing the class of obligations as a whole, The provision is recognized even if the probability of a resource outflow related to any item included in any class of obligations is low, Where the Company expects the repayment of a provision, for example through an insurance contract, the repayment is recognized as a separate asset, but only when the repayment is theoretically certain.

Provisions shall be measured at the present value of the estimated expenses necessary for the settlement of the obligation, using a pre-tax rate that reflects current market assessments 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 recognized as interest expense.

n) Measuring fair value

Fair value is the price that would have received to sell an asset or paid to transfer a liability to an orderly transaction between market participants at the measurement date, The group shall measure the fair value of an asset or liability on the basis of assumptions that market participants would use when pricing the asset or liability, assuming that they act to obtain maximum economic benefits.

The group shall use valuation techniques that are appropriate to the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable data and minimizing the use of unobservable data, All assets and liabilities that are measured at fair value in the financial statements shall be included in the fair value hierarchy, depending on the nature of the input data, as follows:

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

4. MATERIAL ACCOUNTING POLICIES (continued)

- Level 1 — quoted prices on active markets for identical assets or liabilities that the entity can access at the valuation date;
- Level 2 — data other than quoted prices included in Level 1 that are observable for the asset, either directly or indirectly;
- Level 3 — input data for the asset or liability,

At each reporting date, the Group shall review the values of assets and liabilities that require revaluation or discounting of fair value in accordance with applied accounting policies. The carrying amount of the Group's main assets and liabilities (cash, trade receivables and other receivables, trade receivables and other current receivables) is close to their fair value at the reporting date.

o) Current versus non-current classification

The group shall disclose the assets and liabilities in the statement of financial position on the basis of the current/long-term classification. An asset is current when:

It is expected that they will be made or are intended to be sold or consumed within the normal operating cycle:

- ✓ Held primarily for trading purposes;
- ✓ Expected to be achieved within twelve months of the reporting period;

Or

- ✓ Cash or cash equivalent, unless it cannot be exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as long-term.

A liability is current when:

- ✓ It is expected to be settled within the normal operating cycle,
- ✓ It is primarily held for the purpose of trading,
- ✓ It must be settled within twelve months after the reporting period,

Or

- ✓ There is no unconditional right to postpone the settlement of the debt for at least twelve months after the reporting period,

The group classifies all other liabilities as long-term.

Deferred tax assets and liabilities are classified as assets and long-term receivables.

p) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds. Any excess of the fair value of consideration received over the par value of shares issued, is presented as a share premium.

q) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the Company, on or before the end of the reporting period but not distributed at the end of the reporting period.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

4. MATERIAL ACCOUNTING POLICIES (continued)

r) Taxes

Income tax expenses consist of current tax and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

A provision is recognised for those matters for which the tax determination is uncertain but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable. The assessment is based on the judgement of tax professionals within the Group supported by previous experience in respect of such activities and in certain cases based on specialist independent tax advice.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- ✓ When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss,
- ✓ In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- ✓ When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss,
- ✓ In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

4. MATERIAL ACCOUNTING POLICIES (continued)

r) Taxes (continued)

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Current tax and deferred tax for the financial year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

s) Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

t) Foreign currency translation

Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency').

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates, are generally recognised in profit or loss. Foreign exchange gains and losses are presented in the statement of profit or loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

Subsidiaries

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

4. MATERIAL ACCOUNTING POLICIES (continued)

- ✓ assets and liabilities for each balance sheet presented are translated at the closing rate on that balance sheet date,
- ✓ income and expenses for each profit or loss statement and for the statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of exchange rates prevailing at transaction dates, in which case income and expenses are converted at transaction dates), and
- ✓ all resulting exchange differences are recognized in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

u) Employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the consolidated statement of financial position.

The Group does not grant long term or post-employment benefits.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

5. SEGMENT REPORTING

a) Information about reportable segments

The following tables present revenue, adjusted EBITDA, profit/(loss) before tax, assets and liabilities by reportable segment for the years ended 31 December 2025 and 2024.

	Fiberglass and fiberglass reinforcement	Varnishes, paints and decorative plasters	Doors for residential buildings	Edged panels and fencing mesh	Electric cables	Total reportable segments
2025						
Revenue						
External customers	150,585,672	105,418,050	93,549,821	64,486,986	215,462,250	629,502,779
Other operating income	660,369	72,881	483,260	83,410	117,172	1,417,092
Changes in inventories of finished goods and work in progress	(10,801,223)	2,223,385	(426,933)	(866,574)	913,866	(8,957,479)
Raw materials, consumables used and merchandise costs	(79,186,529)	(63,368,890)	(48,817,869)	(42,955,074)	(175,364,623)	(409,692,985)
Depreciation and amortisation	(9,911,208)	(4,532,324)	(9,539,495)	(2,682,170)	(5,592,072)	(32,257,269)
Employee benefits expenses	(33,221,555)	(18,104,587)	(23,502,299)	(9,469,449)	(16,228,287)	(100,526,177)
Advertising costs	(762,930)	(2,990,438)	(790,257)	(133,462)	(266,593)	(4,943,680)
Impairment of non-current assets	(2,330,000)	-	-	(8,282,259)	-	(10,612,259)
Services and utilities expenses	(20,246,499)	(8,386,339)	(11,137,154)	(6,821,939)	(8,616,307)	(55,208,239)
Other gains/(losses) – net	371,425	(444,284)	80,436	(63,792)	110,060	53,845
Gain on disposal of property, plant and equipment	185,174	-	(15,050)	4,151	63,283	237,558
Loss allowance	(146,520)	(433,677)	(195,726)	(28,420)	-	(804,343)
Reversal of Impairment of current assets	297,887	(62,613)	271,673	(55,803)	46,777	497,921
Other	34,884	52,006	19,539	16,280	-	122,709
EBITDA adjusted*	7,213,556	14,419,777	9,454,055	4,255,955	16,064,255	51,407,598
Financial income	12,167	47,496	12,701	74,718	-	147,082
Financial costs	(7,155,581)	(5,167,579)	(5,880,052)	(3,690,355)	(7,363,554)	(29,257,121)
Segment profit/(loss) before tax	(11,985,892)	4,767,370	(5,967,841)	(10,319,960)	3,171,912	(20,334,411)
Total assets	157,991,649	128,055,712	157,410,132	62,107,960	154,555,442	660,120,895
Total liabilities	88,781,334	78,705,466	88,075,309	42,886,903	96,937,663	395,386,675
Other disclosures:						
Capital expenditure	8,158,763	609,839	2,020,742	914,982	22,893,304	34,597,630

**Adjusted EBITDA (Earnings before interest, tax, depreciation and amortisation or namely EBITDA) for operating segments is defined and calculated as segment profit/(loss) before tax of a given operating segment adjusted for i) depreciation, amortization and impairment/reversal of impairment of property, plant and equipment and intangible assets in the operating segment and. EBITDA is not an IFRS measure and should not be treated as an alternative to IFRS measures. Moreover, EBITDA is not uniformly defined. The method used to calculate EBITDA by other companies may differ significantly from that used by the Group. As a consequence, the EBITDA presented in this note cannot, as such, be relied upon for the purpose of comparison to EBITDA of other companies*

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

5. SEGMENT REPORTING (continued)

a) Information about reportable segments (continued)

2024	Fiberglass and fiberglass reinforcement	Varnishes, paints and decorative plasters	Doors for residential buildings	Edged panels and fencing mesh	Electric cables	Total reportable segments
Revenue						
External customers	164,602,011	101,969,987	98,608,996	66,475,618	167,525,607	599,182,219
Other operating income	741,794	136,484	678,725	94,027	124,985	1,776,015
Changes in inventories of finished goods and work in progress	8,264,954	509,274	382,407	2,187,736	3,606,613	14,950,984
Raw materials, consumables used and merchandise costs	(98,649,408)	(61,440,094)	(49,865,453)	(47,749,764)	(138,831,623)	(396,536,342)
Depreciation and amortisation	(10,240,753)	(4,027,730)	(8,721,157)	(2,783,449)	(4,671,627)	(30,444,716)
Employee benefits expenses	(34,181,248)	(16,127,641)	(21,156,254)	(7,756,229)	(13,100,821)	(92,322,193)
Advertising costs	(1,461,195)	(5,811,019)	(936,730)	(285,608)	(493,695)	(8,988,247)
Services and utilities expenses	(18,982,478)	(7,374,126)	(10,444,609)	(5,877,261)	(7,578,343)	(50,256,817)
Other gains/(losses) – net	(89,305)	133,052	3,270,801	382,065	42,083	3,738,696
<i>Revaluation loss</i>	-	-	(46,427)	-	-	(46,427)
<i>Gain on disposal of property, plant and equipment</i>	10,106	28,848	104,962	376,589	9,748	530,253
<i>Loss allowance</i>	(150,790)	51,655	6,123	5,476	32,335	(55,201)
<i>Reversal of Impairment of current assets</i>	4,913	-	3,127,324	-	-	3,132,237
<i>Other</i>	46,466	52,549	78,819	-	-	177,834
EBITDA adjusted*	20,235,019	11,967,069	20,479,348	7,093,995	11,285,058	71,060,489
Financial income	698	20,405	15,454	207,658	7	244,222
Financial costs	(5,075,372)	(4,620,307)	(5,715,344)	(3,624,994)	(5,277,493)	(24,313,510)
Segment profit before tax	4,929,698	3,368,285	6,116,836	1,269,799	1,345,693	17,030,311
Total assets	175,412,242	132,539,870	179,724,374	82,255,045	145,384,276	715,315,807
Total liabilities	90,516,035	85,513,794	98,543,099	53,377,481	90,061,942	418,012,351
Other disclosures:						
Capital expenditure	6,381,418	9,079,582	533,304	629,538	6,562,960	23,186,802

*Adjusted EBITDA (Earnings before interest, tax, depreciation and amortisation or namely EBITDA) for operating segments is defined and calculated as segment profit/(loss) before tax of a given operating segment adjusted for i) depreciation, amortization and impairment/reversal of impairment of property, plant and equipment and intangible assets in the operating segment and. EBITDA is not an IFRS measure and should not be treated as an alternative to IFRS measures. Moreover, EBITDA is not uniformly defined. The method used to calculate EBITDA by other companies may differ significantly from that used by the Group. As a consequence, the EBITDA presented in this note cannot, as such, be relied upon for the purpose of comparison to EBITDA of other companies.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

5. SEGMENT REPORTING (continued)

a) Information about reportable segments (continued)

Please see below a reconciliation of adjusted EBITDA for each segment:

2025	Fiberglass and fiberglass reinforcement	Varnishes, paints and decorative plasters	Doors for residential buildings	Edged panels and fencing mesh	Electric cables	Total reportable segments
Operational profit/loss **	(6,970,357)	8,776,205	(1,572,383)	(7,997,752)	9,416,698	1,652,411
Segment depreciation and amortisation	9,911,208	4,532,324	9,539,495	2,682,170	5,592,072	32,257,269
Segment impairment of non-current assets	2,330,000	-	-	8,282,259	-	10,612,259
Segment gain/loss on disposal of property, plant and equipment, net	(185,174)	-	15,050	(4,151)	(63,283)	(237,558)
Net foreign exchange gains/(losses)	2,127,879	1,111,248	1,471,893	1,293,429	1,118,768	7,123,217
Adjusted EBITDA	7,213,556	14,419,777	9,454,055	4,255,955	16,064,255	51,407,598
2024	Fiberglass and fiberglass reinforcement	Varnishes, paints and decorative plasters	Doors for residential buildings	Edged panels and fencing mesh	Electric cables	Total reportable segments
Operational profit **	9,802,620	7,953,403	11,773,815	4,204,336	6,445,760	40,179,934
Segment depreciation and amortisation	10,240,753	4,027,730	8,721,157	2,783,449	4,671,627	30,444,716
Segment revaluation loss	-	-	46,427	-	-	46,427
Segment gain on disposal of property, plant and equipment, net	(10,106)	(28,848)	(104,962)	(376,589)	(9,748)	(530,253)
Net foreign exchange gains/(losses)	201,752	14,784	42,911	482,799	177,419	919,665
Adjusted EBITDA	20,235,019	11,967,069	20,479,348	7,093,995	11,285,058	71,060,489

****Operational profit does not contain unallocated amounts for Roca Industry Holdingrock1.**

	2025	2024
EBITDA adjusted	51,407,598	71,060,489
Unallocated:		
Parent Company EBITDA adjusted	(8,168,198)	(9,545,086)
TOTAL EBITDA adjusted	43,239,400	61,515,403

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

5. SEGMENT REPORTING (continued)

b) Basis for segmentation

The Group's operating segments are identified in accordance with IFRS 8 *Operating Segments* based on the internal reports reviewed regularly by the Board of Directors, for the purposes of allocating resources and assessing performance.

Reportable segments	Operations
Fiberglass and fiberglass reinforcement	Fiberglass mesh production through facilities in Romania (Piatra Neamt and Vaslui), Republic of Moldova and Lithuania
Varnishes, paints and decorative plasters	Production of paints, primers, varnishes, thinners, washables, adhesives, decorative plasters and dyes
Doors for residential buildings	Production of doors intended for residential buildings
Edged panels and fencing mesh	Production of fence edged panels, fencing mesh, Rabitz mesh, rectangular pillars and other related products
Copper and aluminium electric cables	Production of electrical low-voltage copper and aluminium cables

The Board of Directors are separately monitoring the operational results of the operating segments for the purpose of taking decisions on resource allocation and performance evaluation. Segment earnings before interest, tax, depreciation and amortisation ("EBITDA") is used to measure performance because management believes that such information is one of the most relevant in evaluating the results of the segments.

Reconciliation of profit/(loss) account

	2025	2024
Segment profit/(loss) before tax	(20,334,412)	17,030,311
Income tax	(586,261)	(1,608,593)
Segment result after tax	(20,920,673)	15,421,718
Unallocated:		
Parent Company operating expenses	(10,664,780)	(9,545,086)
Result after tax on continued operations	(31,585,453)	5,876,632

Reconciliation of assets

	31 December 2025	31 December 2024
Segment operating assets	660,120,898	715,315,807
Unallocated:		
Parent Company assets (mainly cash & right-of-use assets)	1,992,698	1,779,077
Total assets	662,113,596	717,094,884
Reconciliation of liabilities		
Segment operating liabilities	395,386,675	418,012,351
Unallocated:		
Parent Company liabilities	65,113,759	64,274,467
Total liabilities	460,500,434	482,286,818

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

5. SEGMENT REPORTING (continued)

b) Basis for segmentation (continued)

The Group allocated interest expense to segments without allocating the originating liabilities to them.

	Non-current assets*	
	31 December 2025	31 December 2024
Romania	339,603,740	347,520,510
Republic of Moldova	18,684,714	13,234,307
Lithuania	5,742,489	6,649,694

*The fixed assets for this purpose consist of tangible assets, right-of-use assets and intangible assets.

6. REVENUE

	2025	2024
Revenue by product line		
Fiberglass and fiberglass reinforcement	150,585,672	164,602,011
Varnishes, paints and decorative plasters	105,418,050	101,969,987
Doors for residential buildings	93,549,821	98,608,996
Edged panels and fencing mesh	64,486,986	66,475,618
Electric cables	215,462,250	167,525,607
	629,502,779	599,182,219
	2025	2024
Revenue by timing of revenue		
Goods transferred at a point in time	629,225,764	599,056,828
Services transferred as they are provided	277,015	125,391
	629,502,779	599,182,219

There are no outstanding or partially outstanding obligations in respect of revenue recognition at 31 December 2025 or 31 December 2024.

Geographical information

		2025 Revenue from both external & internal customers				
Country	Total	Fiberglass and fiberglass reinforce ment	Varnishes, paints and decorative plasters	Doors for residential buildings	Edged panels and fencing mesh	Electric cables
Romania	502,329,018	50,837,970	103,726,804	78,797,211	61,067,062	207,899,971
Italy	35,414,138	34,653,556	-	-	-	760,582
Germany	23,431,783	22,418,150	-	-	-	1,013,633
Hungary	15,606,225	534,230	-	14,752,610	-	319,385
Greece	8,086,598	8,086,598	-	-	-	-
Poland	7,406,696	7,406,696	-	-	-	-
Bulgaria	7,341,024	7,341,024	-	-	-	-
Rep. of Moldova	5,181,087	2,982,199	1,691,246	-	-	507,642
Portugal	5,137,044	5,137,044	-	-	-	-
France	4,635,933	1,216,009	-	-	3,419,924	-
Serbia	2,648,685	-	-	-	-	2,648,685
Croatia	2,314,090	1,819,539	-	-	-	494,551
Other	9,970,458	8,152,657	-	-	-	1,817,801
	629,502,779	150,585,672	105,434,653	93,549,821	64,486,986	215,462,250

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

6. REVENUE (continued)

Country	Total	2024 Revenue from both external & internal customers				
		Fiberglass and fiberglass reinforcement	Varnishes, paints and decorative plasters	Doors for residential buildings	Edged panels and fencing mesh	Electric cables
Romania	468,512,143	59,076,754	100,602,916	82,446,376	64,765,110	161,620,987
Italy	39,464,993	38,201,833	-	-	-	1,263,160
Germany	19,827,247	19,747,118	-	-	-	80,129
Hungary	18,378,903	1,404,658	-	15,637,440	-	1,336,805
Bulgaria	9,835,882	9,729,524	-	106,358	-	-
Poland	9,787,112	9,787,112	-	-	-	-
Greece	8,936,442	8,936,442	-	-	-	-
Portugal	4,124,094	4,124,094	-	-	-	-
Croatia	2,978,941	2,891,673	-	-	-	87,268
Rep. of Moldova	2,708,851	922,958	1,367,071	418,822	-	-
France	2,601,153	890,645	-	-	1,710,508	-
Other	12,026,458	8,889,200	-	-	-	3,137,258
	599,182,219	164,602,011	101,969,987	98,608,996	66,475,618	167,525,607

Information about main customers/ concentration of revenue

Revenues of approximately 164.5 million RON (2024: 124.6 million RON) from all income segments, derived from sales to the Group's largest customer, which is one of the largest construction materials retailers on the local market.

No other single customer contributed 10% or more to the Group's revenues in 2025 or 2024. All other customers represent less than 5% of total revenue individually. The main customers of the Group are large distributors and retailers.

7. OTHER OPERATING INCOME

	2025	2024
Amortisation of government grants towards purchase of property, plant and equipment	1,088,209	1,151,995
Dividends income from equity instruments	60,223	66,830
Other income	271,503	558,274
	1,419,935	1,777,099

8. EMPLOYEE BENEFITS EXPENSES

	2025	2024
Wages and salaries	(102,203,522)	(93,894,299)
Social security contributions	(1,940,462)	(1,929,495)
	(104,143,984)	(95,823,794)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

9. SERVICES AND UTILITIES EXPENSES

	2025	2024
Transport costs	(18,440,608)	(16,809,932)
Energy and water	(11,182,481)	(10,189,695)
Expense with third parties services	(10,390,046)	(9,419,892)
Expenses with taxes	(4,841,202)	(3,655,569)
Audit fees	(2,250,852)	(1,688,743)
Repair and maintenance costs	(2,151,147)	(2,040,625)
Management and consulting fees	(1,811,382)	(1,191,248)
Insurance costs	(1,570,342)	(1,307,440)
Rent	(1,126,524)	(1,113,892)
IT services	(1,113,323)	(881,855)
Environmental and fire protection services	(914,511)	(1,001,796)
Labor protection services	(673,484)	(678,076)
Legal and accounting advice	(523,655)	(630,469)
Recruitment services	(302,781)	(776,320)
Valuation fees	(267,290)	(329,518)
Commissions	(165,427)	(164,139)
Other expenses	(1,553,897)	(1,581,571)
	(59,278,952)	(53,460,780)

10. OTHER GAINS / (LOSSES) - NET

	2025	2024
Loss allowance	(804,342)	(55,202)
Revaluation loss	-	(46,426)
Gain/(Loss) on disposal of property, plant and equipment, net	249,586	530,255
Reversal of impairment of current assets	594,363	1,407,992
Other gains	26,267	1,902,079
	65,874	3,738,698

For presentation purposes, amounts relating to foreign exchange rate differences have been reclassified from other net gains/losses to finance costs in the statement of profit or loss. The reclassification was made to better reflect the nature of these items and has no effect on profit before tax, total comprehensive income or equity.

11. FINANCE INCOME AND FINANCE COSTS

	2025	2024
Finance costs		
Interest expense from borrowings	(19,556,540)	(21,286,010)
Net foreign exchange gains/(losses)	(7,530,078)	(919,442)
Bank commissions	(1,143,530)	(979,934)
Interest expense from lease liabilities	(713,018)	(603,381)
Financial discounts granted	(340,789)	(567,271)
Other financial costs	(2,240,269)	(1,788,355)
	(31,524,224)	(26,144,393)
Finance income		
Interest income	158,153	300,959
Other finance income	1,012	6,275
	159,165	307,234

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

12. INCOME TAX

	2025	2024
Current tax	(1,725,141)	(2,388,268)
Deferred tax (see Note 28)	1,086,443	776,672
Income tax expense	(638,698)	(1,611,596)

The charge for the year can be reconciled to the profit before tax as follows:

	2025	2024
Profit before tax on continuing operations	(30,946,755)	7,488,228
Romanian corporate tax rate of 16 % (2024: 16 %)	-	(1,198,116)
<i>Tax effect of non-deductible expenses when determining taxable profit:</i>	(3,388,203)	(2,050,168)
<i>Tax effect of non-taxable income in determining taxable profit:</i>	333,171	355,800
Unrecognised deferred tax assets	1,561,090	1,460,421
Effect of different tax rates of subsidiaries operating in other jurisdictions	-	57,751
Effect of a different tax regime	(114,993)	(205,321)
Fiscal credits	99,640	-
Income tax reductions	-	-
Reinvested profit	-	-
Other tax effects	870,597	(31,963)
Tax expense for the year	(638,698)	(1,611,596)

The Group has tax losses that arose in Romania, amounting RON 9.8 million and are available for 5 years (term applicable for those recognized starting with 2024) and 7 years (term applicable for those arose until 2023), for offsetting against future taxable profits of the companies in which the losses arose. Tax losses will expire until 2032.

Deferred tax assets have not been recognised in respect of these losses based on the assessment that future taxable profits will be available will not be available against which the deductible temporary differences can be utilized until expiry of the tax losses. Management's assessment is based on forecast taxable profits over the relevant reversal periods.

13. EARNINGS PER SHARE

Basic EPS is calculated by dividing the profit after tax for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year. There are no dilutive financial instruments and diluted EPS equals EPS.

	2025	2024
(Loss)/ Profit after tax attributable to ordinary equity holders of the parent	(27,962,312)	1,520,816
Weighted average number of ordinary shares for basic EPS	248,672,220	248,672,220
(Loss)/Profit after tax attributable to ordinary equity holders of the parent	(0.115)	0.006

ROCA INDUSTRY HOLDING ROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

14. BUSINESS COMBINATIONS

The Group's strategy is to develop and scale strong domestic brands active in the field of building materials, both under a joint strategy, and through the synergies generated by their activity. Thus, in order to implement this strategy, the Groups aims to achieve its objectives, both through organic growth - by increasing and developing the companies inside the holding - and through M&A consolidations with other complementary companies in the same activity sector, which should allow the generation of synergies.

The Group has purchased two of its subsidiaries (Bico in 2021 and Electroplast in 2023) from its Parent-Company, Roca Investments.

Business combinations under common control are outside the scope of IFRS 3 *Business Combinations*. In the absence of specific guidance in IFRS management has developed and applied an accounting policy and has elected to account for such business combinations by applying the acquisition method by analogy to IFRS 3, on the basis that the Group is a reporting entity in its own right and is distinct from the wider economic group controlled by the parent.

This accounting policy has been applied consistently to all business combinations entered into by the Group.

The Group contracted an external appraiser to determine the fair value of the acquired assets, assumed liabilities, as well as the purchase price for the acquired entity. The purchase price was allocated between the acquired assets and the identifiable assumed liabilities at their fair value determined on the acquisition date, and the residual value was recognized as goodwill.

The evaluation of the acquired assets and assumed liabilities was based on discounted future cash flows, for which the main assumptions included: growth rates, operating costs, gross and net operating margins, working capital requirements, capital expenditures, and discount rates, as well as economic assumptions such as the evolution of wages and raw material costs in the context of the economy and inflation.

Acquisitions in 2024

Acquisition of Workshop Doors S.R.L. ('Workshop ')

On February 8, 2024, the Group completed the acquisition of 70% of the share capital of Workshop, a company active since 2009 on the interior doors market in the region, with two production facilities, in Reghin and Petelea. The acquisition price for the 70% shareholding amounted to RON 30.0 million, payable in two instalments. The first instalment, in the amount of RON 22.5 million, paid upon completion of the transaction and the difference of RON 7.5 million was paid within a period of 6 months, following the fulfilment of certain conditions.

In October 2024, the Group acquired the remaining 30% for an additional consideration of RON 37.4 million, payable until September 2025.

Acquisitions in 2025

The Group did not undertake any acquisitions during the financial year ended 31 December 2025.

Liabilities related to acquisitions of shareholdings

	31 December 2025	31 December 2024
VELTADOORS (former WORKSHOP DOORS)	12,746,250	37,305,750
Total liabilities related to acquisition of participations	12,746,250	37,305,750

ROCA INDUSTRY HOLDING ROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

14. BUSINESS COMBINATIONS (continued)

Acquisitions in 2024 - Assets and liabilities taken over

The fair values of the identifiable assets and liabilities at the date of acquisition are shown in the table below. Fair value measurements were carried out by an independent valuer ANEVAR.

WORKSHOP DOORS	Fair value recognised on acquisition
Customer contracts	13,568,866
Licenses and other intangible assets	-
Property, plant and equipment	26,596,632
Right-of-use assets	-
Inventories	8,071,000
Trade and other receivables	4,350,000
Prepayments	46,000
Cash and cash equivalents	1,639,000
Total assets	54,271,498
Borrowings	(5,371,000)
Lease liabilities	-
Trade payables	(2,811,000)
Other payables	(12,241,388)
Deferred tax liabilities	(4,149,386)
Total liabilities	(24,572,774)
Total identifiable net assets at fair value	29,698,724
Non-controlling interest	(8,909,618)
Goodwill arising on acquisition	9,210,894
Purchase consideration transferred	30,000,000
Purchase consideration – cash outflow	
Cash consideration	30,000,000
Less: Balances acquired	
Cash	(1,639,000)
Unpaid amount	-
Net outflow of cash – investing activities	28,361,000

15. GOODWILL

Goodwill is monitored by management at the level of the five operational segments identified in *Note 5 - Segment reporting*. A segment-level summary of the goodwill allocation is presented below:

	31 December 2025	31 December 2024
Varnishes, paints and decorative plasters	35,389,467	35,389,467
Fiberglass and fiberglass reinforcement	18,846,752	18,846,752
Doors for residential buildings	19,941,779	19,941,779
Edged panels and fencing mesh	-	6,134,741
Electric cables	13,821,443	13,821,443
	87,999,441	94,134,182

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

	RON
Cost	
At 1 January 2024	94,778,620
Recognized at the acquisition of subsidiaries	9,210,699
Other changes	-
At 31 December 2024	103,989,319
Recognized at the acquisition of subsidiaries	
Other changes	-
At 31 December 2025	103,989,319
Accumulated impairment	
At 1 January 2024	(9,855,137)
Impairment losses for the year	-
At 31 December 2024	(9,855,137)
Impairment losses for the year	(6,134,741)
At 31 December 2025	(15,989,878)
Carrying amount	
At 31 December 2025	87,999,441
At 31 December 2024	94,134,182

Impairment testing for CGUs containing goodwill

Goodwill arises in a business combination and is the excess of the consideration transferred to acquire a business over the underlying fair value of the net identified assets acquired. Such goodwill is tested annually for impairment or whenever there are impairment indicators, and is carried at cost less accumulated impairment losses.

As a result of the management assessment, taking into account that the strategy of the Group for its subsidiaries is to acquire, transform, consolidate, scale operations and become debt free and therefore, after the acquisition of new business there is a period of transformation, consolidation which is cost intensive in the beginning of this process.

The Company's management analysed the recoverable value of the CGUs/ reportable segments, based on the valuation reports prepared at year-end by an independent valuer authorised by ANEVAR.

Following a business combination, goodwill is allocated to a cash-generating unit or to a group of cash-generating units that are expected to benefit, among others, from the synergies of the business combination.

Goodwill has been allocated, on initial recognition and consistently thereafter, to the following five CGUs which represent the lowest level within the Group at which goodwill is monitored for internal management purposes and which are not larger than an operating segment determined in accordance with IFRS 8:

- Fiberglass and fiberglass reinforcement (Bico Industries SA Group);
- Varnishes, paints and decorative plasters (Evolor SA);
- Doors for residential buildings (VeltaDoors SA);
- Edged panels and fencing mesh (Dial SA);
- Electric cables (Electroplast SA).

The Group's cash-generating units (CGU) are defined on the basis of the type of products they make and sell. For the purpose of impairment testing, the Group's cash-generating units are aggregated into an operating segment, which is the level reviewed by the Group CFO (i.e. chief financial decision maker). The discount rate is determined by an independent evaluator authorised by ANEVAR.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

15. GOODWILL (continued)

Management has used the value in use approach to calculate the recoverable amount of the cash-generating unit. The aggregated recoverable amount of the operating segment is then compared to its aggregated carrying amount. An impairment loss is recognized if the aggregated carrying amount of the operating segment exceeds its aggregated recoverable amount. The value in use is determined based on future discounted cash flows using the weighted average cost of capital (WACC). The discount rate reflects the current assessment of the time value of money and the risks specific to the CGU.

The cash flow projections are generally based on a five-year financial planning period using business plans approved by management. The business plans include among others, management's current view on market growth, pricing and costs. In any event, the growth rate used to extrapolate cash flow projections beyond the planning period does not exceed the long-term average growth rate for the relevant market for the products and country in which the cash-generating unit operates.

A decrease in operating costs once the segments are fully integrated in the Group, synergies between segments and within the same segment are expected.

Management has determined the values assigned to each of the above key assumptions as follows:

Assumption	Approach used to determine values
Sales	Sales for the next 5 years were projected considering past data and expectations of demand for the next 5 years and the approved Business plans of the group.
Budgeted EBITDA margin	Based on past performance of each segment and expectation for improvement in operational costs because of synergies at Group level.
Annual capital expenditure	Expected cash costs in the CGUs. This is based on the historical experience of management, and the replacement expenditure. No incremental revenue or cost savings are assumed in the value in use model because of this expenditure.
Weighted average cost of capital	This is the weighted average cost of capital used to extrapolate cash flows beyond the budget period. To calculate the discount rate, the Group used Weighted Average Cost of Capital ("WACC"), which reflects the optimal funding structure applied to the flows in the numerical order.
Pre-tax discount rates	Reflects the specific risks related to the relevant segments and to the country.
Long-term growth rate	Long term growth rate used in impairment testing is of 2.8-3% (2024: 2.5%) for all subsidiaries.

A sensitivity analysis was performed on the discount rates and EBITDA variation for terminal value at the cash-generating units' level for goodwill impairment purposes.

Operating segments (2025)	Carrying amount of goodwill	Pre-tax WACC	Long-term growth rates	Average EBITDA margins
Fiberglass and fiberglass reinforcement (BICO)	18,846,752	12.73%	2.8%	15.18%
Edged panels and fencing mesh (DIAL)	6,134,741	13.6%	3%	14.72%
Varnishes, paints and decorative plasters (EVOLOR)	35,389,467	13.18%	3%	16.03%
Electric cables (ELECTROPLAST)	13,821,443	14.11%	3%	8.65%
Doors for residential buildings (VELTADOORS)	19,941,779	15.36%	3%	20.06

Operating segments (2024)	Carrying amount of goodwill	Pre-tax WACC	Long-term growth rates	Average EBITDA margins
Fiberglass and fiberglass reinforcement (BICO)	18,846,752	13.27%	2.5%	15.3%
Edged panels and fencing mesh (DIAL)	6,134,741	12.82%	2.5%	16.3%
Varnishes, paints and decorative plasters (EVOLOR)	35,389,467	12.92%	2.5%	20.0%
Electric cables (ELECTROPLAST)	13,821,443	13.90%	2.5%	9.2%
Doors for residential buildings (VELTADOORS)	19,941,779	15.40%	2.5%	28.4%

15. GOODWILL (continued)

Under the management central scenario (based on approved business plans), the recoverable amount of each CGU exceeded the carrying amount and no impairment of goodwill was required, except for the Edged panels and fencing mesh for which goodwill had been fully impaired at 31.12.2025, as described below.

Fiberglass and fiberglass reinforcement segment

The recoverable amount of the fiberglass and fiberglass reinforcement CGU was determined based on a value in use calculation using cash flow projections from financial budgets approved by senior management covering a five-year period. The pre-tax discount rate applied to cash flow projections is 12.73% (2024: 13.27%) and cash flows beyond the five-year period are extrapolated using a 2.8% growth rate (2024: 2.50%). As a result of the analysis, management did not identify an impairment for this CGU in 2025, respectively in 2024.

Varnishes, paints and decorative plasters

The recoverable amount of varnishes, paints and decorative plasters CGU as determined based on a value in use calculation using cash flow projections from financial budgets approved by senior management covering a five-year period. The pre-tax discount rate applied to cash flow projections is 13.18% (2023: 15.42%) and cash flows beyond the five-year period are extrapolated using a 3% growth rate (2024: 2.50%). As a result of the analysis and management did not identify an impairment for this CGU in 2025, nor in previous years.

Doors for residential buildings

The recoverable amount of doors for residential buildings CGU was determined based on a value in use calculation using cash flow projections from financial budgets approved by senior management covering a five-year period. The pre-tax discount rate applied to cash flow projections is 14.67% (2024: 15.4%) and cash flows beyond the five-year period are extrapolated using a 2.8% growth rate (2024: 2.5%). As a result of the analysis, management did not identify an impairment for this CGU in 2025, nor in 2024.

Edged panels and fencing mesh

The recoverable amount of edged panels and fencing mesh CGU of RON 55,147 thousand (2024: RON 76,802 thousand) was determined based on a value in use calculation using cash flow projections from financial budgets approved by senior management covering a five-year period. The pre-tax discount rate applied to cash flow projections is 13.02% (2024: 12.82%) and cash flows beyond the five-year period are extrapolated using a 2.8% growth rate (2024: 2.5%). Management determined that the carrying amount of the CGU exceeds its recoverable amount and an impairment of RON 6,135 thousand was recorded writing off fully the goodwill. .

Electric cables

The recoverable amount of electric cables CGU) was determined based on a value in use calculation using cash flow projections from financial budgets approved by senior management covering a five-year period. The pre-tax discount rate applied to cash flow projections is 14.11% (2024: 16.4%) and cash flows beyond the five-year period are extrapolated using a 3% growth rate (2024: 2.50%). As a result of the analysis, management did not identify an impairment for this CGU in 2025, nor in 2024.

Management has identified that a possible change in the following key assumptions could cause carrying amount to exceed recoverable amount.

15. GOODWILL (continued)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

CGU	Amount by which value in use exceeds carrying amount (RON '000)	Increase required in discount rate (%) to base	Average EBITDA margin decrease (pp)
Fiberglass and fiberglass reinforcement (Bico)	18,088	17 pp	-4.42 pp
Varnishes, paints and decorative plasters (Evolor)	72,740	102.58 pp	-45.73pp
Doors for residential buildings (VeltaDoors)	15,684	12.63 pp	-12.78 pp
Electric cables (Electroplast)	94,856	64.42 pp	-21.35 pp

Actual outcomes may differ from those assumed and such differences could result in a material adjustment to the carrying amount of goodwill and other intangible assets in future reporting periods.

16. OTHER INTANGIBLE ASSETS

	Trademarks	Customer relationship	Licenses and other intangible assets	Total
Cost				
At 31 December 2023	74,683,301	44,276,429	1,724,953	120,684,683
Acquisition of subsidiary	-	13,568,866	-	13,568,866
Additions	-	-	62,061	62,061
Transfer	-	-	-	-
Disposals	-	-	-	-
At 31 December 2024	74,683,301	57,845,295	1,787,014	134,315,610
Acquisition of subsidiary	-	-	-	-
Additions	-	-	279,549	279,549
Transfer	-	-	981,726	981,726
Disposals	-	-	(94,235)	(94,235)
At 31 December 2025	74,683,301	57,845,295	2,954,054	135,482,650
Accumulated amortisation and impairment				
At 31 December 2023	(6,026,466)	(3,528,429)	(289,198)	(9,844,093)
Acquisition of subsidiary	-	-	-	-
Amortisation	(3,734,165)	(2,835,728)	(513,124)	(7,083,017)
Impairment	-	-	-	-
Disposals	-	-	-	-
At 31 December 2024	(9,760,631)	(6,364,157)	(802,322)	(16,927,110)
Acquisition of subsidiary	-	-	-	-
Amortisation	(3,734,165)	(2,835,728)	(522,886)	(7,092,779)
Impairment	(2,330,000)	(2,147,518)	-	(4,477,518)
Disposals	-	-	28,168	28,168
At 31 December 2025	(15,824,796)	(11,347,403)	(1,297,040)	(28,469,239)
Carrying amount				
At 31 December 2025	58,858,505	46,497,892	1,657,014	107,013,411
At 31 December 2024	64,922,670	51,481,138	984,692	117,388,500

16. OTHER INTANGIBLE ASSETS (continued)

ROCA INDUSTRY HOLDING ROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

Impairment testing - trademarks and customer lists

As part of the impairment tests, the Group evaluated the recoverability of the intangible assets with significant carrying amounts within those cash-generating units as of December 31, 2025.

Presented below are the main assumptions and methods used for trademarks and customer lists as of valuation date.

Trademarks Customers List	Valuation technique — application of the method of avoiding payment of royalty — Level 3 The Excess Economic Benefit Method - Level 3
VELTADOORS	To estimate recoverable value of the brand, the royalty rate, of 2.5%, was used. Discount rate 16.36%, Growth rate 3% Estimation of the recoverable value of customer relationships was done by using the current forecasts related to the contributing assets, namely CGU, along with the current discount rate of 17.86%, growth rates of 3% to 20% and the appropriate customer churn rate of 23.6%
ELP	To estimate recoverable value of the brand, the royalty rate of 2.5% was used. Discount rate 17.00%, Growth rate 3% Estimation of the recoverable value of customer relationships was done by using the current forecasts related to the contributing assets, namely CGU, along with the current discount rate of 16.61%, growth rate of 3% to 33% and the appropriate customer churn rate of 20.00%
BICO	To estimate the recoverable value of the brands, royalty rates of 0.25% and 3.1%, were used. Discount rate used was of 15.22 %, growth rate 3%. Estimation of the recoverable value of customer relationships was done by using the current forecasts related to the contributing assets, namely CGU, along with the current discount rate of 17.22%, growth rate of 3% to 18% and the appropriate customer churn rate of 19.37% =
EVOLOR	Sticky and Coral brands: To estimate the recoverable value of the brand, royalty rate of 3.3% of was used. Discount rate 14.18%, growth rate in perpetuity 3%. Estimation of the recoverable value of customer relationships was done by using the current forecasts related to the contributing assets, namely CGU, along with the current discount rate of 15.68%, growth rates of 3% to 10.48% and the appropriate customer churn rate of 20%
DIAL	Estimation of the recoverable value of customer relationships was done by using the current forecasts related to the contributing assets, namely CGU, along with the current discount rate of 18.6%, growth rates of 3% to 9.71% and the appropriate customer churn rate of 16.95% (depending on the year).

Estimation of the recoverable value of the brands was done by using the current brand-related forecasts, along with the royalty rate used in the previous valuations, the current discount rate, and the current remaining useful life.

Estimation of the recoverable value of customer relationships was done by using the current forecasts related to the contributing assets, namely CGU, along with the current parameters influencing the discount rate and the appropriate customer retention rate.

Based on the above, impairment was identified in respect of trademarks for Bico Industries of RON 2,330 thousand and customer relationship for Dial of RON 2,148 thousand.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

17. PROPERTY, PLANT AND EQUIPMENT

	Land and buildings	Equipment and machinery	Fixtures and fittings	Asset under construction	Total
Cost or valuation					
As at 31 December 2023	109,331,004	89,893,272	1,327,670	5,887,782	206,439,728
Acquisition of subsidiary	22,544,186	5,003,740	125,465	-	27,673,391
Revaluation recognized in other comprehensive income	1,358,505	1,298,005	164,852	-	2,821,362
Gross book value netted off against the accumulated depreciation at revaluation	(1,436,817)	(4,274,100)	(889,782)	-	(6,600,699)
Additions	114,918	6,672,231	463,583	15,967,941	23,218,673
Transfer	8,423,020	(714,217)	425,106	(8,133,909)	-
Disposals	-	(1,842,257)	(180,663)	-	(2,022,920)
As at 31 December 2024	140,334,816	96,036,674	1,436,231	13,721,814	251,529,535
Additions	1,004,515	-	743,857	26,314,465	28,062,837
Transfer to other PPE items	65,199	24,645,704	-	(24,710,903)	-
Transfer to intangible assets	-	-	-	(981,726)	(981,726)
Disposals	(1,174,043)	(3,909,216)	(37,858)	(2,967,542)	(8,088,659)
As at 31 December 2025	140,230,487	116,132,848	2,142,230	11,376,108	269,881,673
Accumulated depreciation and impairment					
As at 31 December 2023	-	-	-	-	-
Depreciation expense	(3,790,264)	(15,728,965)	(510,994)	-	(20,030,223)
Reduction of depreciation related to disposals	-	719,541	108,680	-	828,221
Accumulated depreciation netted of against gross book value at revaluation	1,436,817	4,274,100	889,782	-	6,600,699
As at 31 December 2024	(2,353,447)	(10,735,324)	487,468	-	(12,601,303)
Depreciation expense	(4,226,106)	(15,681,288)	(591,664)	-	(20,499,058)
Reduction of depreciation related to disposals	-	761,445	4,266	-	765,711
As at 31 December 2025	(6,579,553)	(25,655,167)	(99,930)	-	(32,334,650)
Carrying amount					
At 31 December 2025	133,650,934	90,477,681	2,042,300	11,376,108	237,547,023
At 31 December 2024	137,981,369	85,301,350	1,923,699	13,721,814	238,928,232

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

17. PROPERTY, PLANT AND EQUIPMENT (continued)

The balance as at 31 December 2025 of property, plant and equipment recorded a small evolution due to the mix of the depreciation expense and additions in all subsidiaries, especially in Electroplast.

At the end of 2023, all the subsidiaries have engaged an independent valuer authorized by ANEVAR to revalue all tangible assets existing at the end of the financial year. Thus, a uniform approach was applied across the Group.

At the end of 2024, the newly acquired company VELTADOORS (former Workshop Doors) together with the absorbed company as a result of the merger from December 2024 (ECO EURO DOORS), underwent the process of revaluation of property, plant and equipments in order to align to the Group's accounting policy.

According to the revaluation reports at 31 December 2023 and 2024, the fair value of land and buildings was estimated by applying the following methods:

- income approach, the capitalization of rental income (MCV) method - for buildings;
- cost approach, net replacement cost (NRC) method - for goods without an active market, i.e. specialised equipment;
- market approach, direct comparison method (DCM) - for land plots related to the sites.

The fair value measurements for the land and buildings have been categorized as Level 3 fair values based on the inputs to the valuation techniques used.

Due to successive revaluations and the history of the acquired companies in 2025 and 2024, it was not possible to determine the carrying amount before revaluation at the fixed asset level.

18. INVENTORIES

	31 December 2025	31 December 2024
Raw materials and consumables	41,642,102	46,965,644
Finished goods	37,025,697	44,666,007
Goods for resale	7,318,465	6,970,990
Packaging materials	4,096,057	4,510,446
Advances paid for raw materials acquisitions	3,700,050	2,939,103
Work in progress	1,268,671	2,290,172
Other inventories	3,345,476	5,031,129
	98,396,518	113,373,491
Out of which, accumulated inventory write-down	(1,373,417)	(1,967,780)

19. TRADE RECEIVABLES

	31 December 2025	31 December 2024
Trade receivables from contracts with customers	77,372,106	94,980,647
Loss allowance trade receivables	(1,930,874)	(1,157,540)
	75,441,232	93,823,107
<i>Movement in loss allowance:</i>	2025	2024
Opening loss allowance at 1 January	(1,157,540)	(1,313,841)
Increase in loss allowance recognised in profit or loss during the year	(883,948)	(806,113)
Amount reversed	110,614	962,414
Acquisition of subsidiary	-	-
Closing loss allowance at 31 December	(1,930,874)	(1,157,540)

ROCA INDUSTRY HOLDING ROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

Receivables written off during the year as uncollectible	31,009	243,838
Movements during the year	(773,334)	156,301
Net effect in profit or loss during the year	804,343	87,537

20. OTHER CURRENT ASSETS

	31 December 2025	31 December 2024
Other receivables	5,825,833	10,984,409
Loss allowance other receivables	(1,250,273)	(246,834)
Financial assets at cost	4,575,560	10,737,575
Advances paid for raw materials acquisitions	6,770	41,770
Current tax assets	-	1,813,908
VAT receivable	580,604	292,504
TOTAL OTHER CURRENT ASSETS	5,162,934	12,885,757

21. CASH AND CASH EQUIVALENTS

	31 December 2025	31 December 2024
Cash at bank and in hand	24,166,689	20,372,384
Demand deposits	15,569	12,963,611
Cash and cash equivalents	24,182,258	33,335,995

22. SHARE CAPITAL AND RESERVES

	31 December 2025	31 December 2024	31 December 2025	31 December 2024
	<i>Number</i>	<i>Number</i>	<i>RON</i>	<i>RON</i>
Share capital				
Authorized ordinary shares	248,672,220	248,672,220	248,672,220	248,672,220

The nominal value of the shares is RON 1 per share (31 December 2024: RON 1 per share).

In 2024, the Company has requested shareholder approval for the split of the nominal value of the shares (from RON 10 per share to RON 1 per share). The process was completed in December 2024, and each investor holds, following the split, 10 new shares for each share held before the time the process was completed. The purpose of the split was to diversify the investor base, through greater flexibility in the investment strategy and to improve the liquidity of ROC1 shares.

The paid-in subscribed capital consists of: RON 121.3 million, representing the paid-in subscribed capital, RON 71 million, representing the contribution in kind of 60% of the shares of Bico Industries S.A. and RON 56.4 million, representing the contribution in kind of 99.999975% of the shares of Electroplast S.A.

Ownership structure:

	Balance as at 31 December 2025			Balance as at 31 December 2024		
	No. of shares	Amount in RON	% total	No. of shares	Amount in RON	% total
Roca Investments	164,223,340	164,223,340	66.04%	163,988,340	163,988,340	65.95%
Other shareholders	84,448,880	84,448,880	33.96%	84,683,880	84,683,880	34.05%
Total	248,672,220	248,672,220	100.0%	248,672,220	248,672,220	100.0%

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

22 SHARE CAPITAL AND RESERVES (continued)

Reserve	Description and purpose	
Share premium	Amount subscribed for share capital in excess of nominal value.	
Revaluation reserve	Gains/losses arising on the revaluation of the Group's property (other than investment property)	
Other reserves	Translation reserves result from foreign exchange differences on assets and liabilities of non-resident companies.	
Retained earnings	All other net gains and losses and transactions with owners (e.g. dividends) not recognized elsewhere.	
		Revaluation reserve
		16,452,299
At 31 December 2023		
Revaluation – gross		2,821,362
Deferred tax		(451,418)
		2,369,944
Revaluation gain recorded in comprehensive income, net of tax		
Non-controlling interests (NCI) share in revaluation – gross		-
Deferred tax		-
Revaluation gain attributable to shareholders of parent, net of tax		
At 31 December 2024		18,822,243
Revaluation – gross		-
Deferred tax		-
Revaluation gain recorded in comprehensive income, net of tax		-
Non-controlling interests (NCI) share in revaluation – gross		-
Deferred tax		-
Revaluation gain attributable to shareholders of parent, net of tax		-
At 31 December 2025		18,822,243

For the other subsidiaries, an independent valuer also assess the assets held by these companies and concluded that during the financial year ended as at 31 December 2025 no significant changes had occurred.

23. NON-CONTROLLING INTERESTS

The financial information of subsidiaries with non-controlling interests is set out below:

Proportion of equity interest held by non-controlling interests (see Note 1 – Subsidiaries for further information):

	2025	2024
BICO INDUSTRIES SA	40%	40%
TERRA IMPEX S.R.L.	40%	40%
IRANGA	40%	40%
ELECTROPLAST	0.000025%	0.000025%
DIAL	0.00014%	-
EVOLOR	0.0084%	-
VELTADOORS	0.0111%	-

As at 31 December 2025, the proportion of equity interests held by non-controlling interests in entities Electroplast, Dial, Evolor and Veltadoors is not material to the Group's consolidated financial statements. Consequently, these interests have not been included in the calculations below.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

23. NON-CONTROLLING INTERESTS (continued)

Accumulated balances of non-controlling interest:

	31 December 2025	31 December 2024
BICO INDUSTRIES	19,719,599	25,298,697
TERRA	(161,535)	(376,280)
IRANGA	129,759	89,734
EUROPLAS (until merger with Terra)	(980,665)	(969,494)
	18,707,154	24,042,654
Balance on 1 January 2024		22,579,427
Non-controlling interests arising on acquisition		8,910,330
Share of the result for the year		4,355,816
Share of other comprehensive income		(45,900)
Non-controlling interests bought out		(11,757,019)
Payment of dividends		-
Balance as at 31 December 2024		24,042,654
Share of the result for the year		(3,623,141)
Share of other comprehensive income		76,060
Transactions with non-controlling interests		30
Payment of dividends		(1,788,449)
Balance as at 31 December 2025		18,707,154

Transactions with non-controlling interests:

	31 December 2025	31 December 2024
Carrying amount of non-controlling interests (sold)/acquired	-	11,757,019
Consideration received from/(paid) to non-controlling interests	-	(37,356,012)
Excess of consideration (paid)/received recognised in the transactions with non-controlling interests reserve within equity	-	(25,598,993)

Significant non-controlling interests:

The summarised financial information of the Bico Industries (Bico Industries, Terra Impex, Iranga) that are not fully controlled is provided below. The amounts disclosed for each subsidiary are before inter-company eliminations.

The following information relates to Bico's financial position and performance:

Summarised balance sheet

	BICO	
	31 December 2025	31 December 2024
Current assets	37,990,881	55,693,621
Non-current assets	86,392,292	94,717,252
Current liabilities	51,741,419	58,709,582
Non-current liabilities	23,342,756	28,454,548
Equity attributable to owners of the Company	49,298,998	63,246,743
Non-controlling interests	19,719,599	25,298,697

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

23. NON-CONTROLLING INTERESTS (continued)

Summarised statement of comprehensive income

	BICO	
	31 December 2025	31 December 2024
Revenue	135,716,899	151,688,189
Expenses	(143,609,501)	(144,336,991)
(Loss)/ Profit for the year	(7,892,603)	6,341,847
Other comprehensive income	-	-
Total comprehensive income	(7,892,603)	6,341,847
(Loss)/ Profit allocated to non-controlling interests	(3,157,041)	2,536,739
Dividends paid to non-controlling interests	1,409,145	-

Summarised cash flows

	BICO	
	31 December 2025	31 December 2024
Cash flows generated from operating activities	2,294,590	7,213,739
Cash flows generated from/(used in) investing activities	3,935,640	(2,234,185)
Cash flows used in financing activities	(7,537,763)	(10,312,509)
Net decrease in cash and cash equivalents	(1,307,533)	(5,332,955)

The following information relates to Terra's financial position and performance:

Summarised balance sheet

	TERRA	
	31 December 2025	31 December 2024
Current assets	6,655,213	6,280,137
Non-current assets	9,636,314	9,535,284
Current liabilities	8,399,275	6,207,595
Non-current liabilities	682,237	872,387
Equity attributable to owners of the Company	(2,828,483)	(3,365,345)
Non-controlling interests	(897,316)	(1,346,138)

Summarised statement of comprehensive income

	TERRA	
	31 December 2025	31 December 2024
Revenue	57,243,779	47,961,868
Expenses	(56,822,264)	(47,274,682)
Profit for the year	375,075	582,741
Total comprehensive income	375,075	582,741
Profit allocated to non-controlling interests	150,030	233,096

Summarised cash flows

	TERRA	
	31 December 2025	31 December 2024
Cash flows used in operating activities	(977,213)	(3,783,801)
Cash flows (used in)/generated from investing activities	(4,758,995)	588,031
Cash flows generated from financing activities	5,193,341	2,719,200
Net decrease in cash and cash equivalents	(542,867)	(476,570)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

24. BORROWINGS

	31 December 2025	31 December 2024
<i>Secured borrowing at amortised cost</i>		
Bank loans	181,423,441	242,578,054
Bank overdrafts	36,553,188	25,898,934
<i>Unsecured borrowings at amortized cost</i>		
Loans from related parties	46,358,400	20,234,845
Interest on loans	4,638,507	3,308,088
	268,973,536	292,019,921
Non-current (> 1 year)	143,313,558	161,980,142
Current (<1 year)	125,659,978	130,039,779

Assets pledged as securities

The carrying amounts of assets pledged as security for current and non-current borrowings are:

	31 December 2025	31 December 2024
Trade receivables	75,441,232	93,823,107
Inventories	98,396,518	113,373,491
Cash and cash equivalents	24,182,258	33,335,995
Total current assets pledged as security	198,020,008	240,532,593
Property, plant and equipment	237,188,414	210,832,433
Total non-current assets pledged as security	237,188,414	210,832,433
Total assets pledged as security	435,567,031	479,460,825

Furthermore, the shares of Evolor, Veltadoors and Dial are pledged as security in favour of the banks which provided the loans.

Compliance with loan covenants

At 31 December 2025, three consolidated subsidiaries, Bico, Dial and Velta, did not comply with the financial covenants stipulated in the LBO loan agreements (such as leverage, liquidity and DSCR), while the other subsidiaries have complied with the financial covenants of its borrowing facilities during 2025 reporting period. The group obtained bank waivers for failing to meet banking indicators on the above mentioned loans.

According to the contractual conditions: for loans contracted by Bico and Dial in case of non-compliance of financial covenants, the bank requests the blocking of amounts of 1.57 mil RON in an account at the Bank's disposal, which will be released when the company will meet the banking indicators, repayment on demand is not triggered at year end; for Veltadoors' First Bank loan, as financial covenants were not met and waiver received subsequent to the year end, the outstanding loan balance of 15.9 mil RON was classified in short term borrowings.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

24. BORROWINGS (continued)

CURRENT BORROWINGS

Subsidiary	Counterparty	Interest rate	Maturity	31 December 2025	31 December 2024
EVOLOR S.A.	BANCA TRANSILVANIA	2.75% + 3M EURIBOR	26.05.2029	7,074,153	6,823,295
EVOLOR S.A.	BANCA TRANSILVANIA	2% + 3M ROBOR	26.05.2029	2,369,678	2,087,034
BICO INDUSTRIES S.A.	BANCA TRANSILVANIA	2% + 6M ROBOR	10.08.2026	-	504,000
BICO INDUSTRIES S.A.	BANCA TRANSILVANIA	2% + 3M ROBOR	10.08.2027	-	356,129
BICO INDUSTRIES S.A.	UNICREDIT BANK	2.5% + 3M ROBOR	30.09.2026	17,999,999	1,820,524
BICO INDUSTRIES S.A.	UNICREDIT BANK	2.5% + 3M EURIBOR	07.11.2025	-	16,165,825
BICO INDUSTRIES S.A.	UNICREDIT BANK	2.5% + 3M ROBOR	26.10.2027	453,094	453,094
BICO INDUSTRIES S.A.	FIRST BANK	2.65% + 3M EURIBOR	02.11.2028	1,305,216	1,277,440
BICO INDUSTRIES S.A.	BRD	2% + 3M ROBOR	14.11.2026	3,499,229	3,378,432
BICO INDUSTRIES S.A.	BRD	1.6% + 3M EURIBOR	14.11.2026	4,089,251	3,561,917
BICO INDUSTRIES S.A.	BRD	2% + 3M ROBOR	18.11.2026	306,087	306,087
BICO INDUSTRIES S.A.	BRD	2.5% + 3M EURIBOR	18.11.2029	2,039,400	1,996,000
TERRA IMPEX S.A.	VICTORIA BANK SA	6.25%	08.02.2030	539,564	526,432
TERRA IMPEX S.A.	MOLDOVA-AGROINDBANK	6.68%	19.09.2025	-	2,058,909
TERRA IMPEX S.A.	MOLDOVA-AGROINDBANK	6.68%	20.12.2025	-	5,322,645
TERRA IMPEX S.A.	MOLDOVA-AGROINDBANK	6%	20.01.2026	120,404	205,925
TERRA IMPEX S.A.	MOLDOVA-AGROINDBANK	6%	20.01.2026	-	463,336
TERRA IMPEX S.A.	MOLDOVA-AGROINDBANK	6.68%	20.03.2030	1,590,731	-
TERRA IMPEX S.A.	MOLDOVA-AGROINDBANK	6.68%	20.03.2028	3,502,670	-
VELTADOORS S.A.	RAIFFEISEN BANK	2.2% + 3M EURIBOR	17.05.2029	6,993,966	6,804,002
VELTADOORS S.A.	RAIFFEISEN BANK	1.9% + 3M EURIBOR	31.07.2026	353,059	2,887,693
VELTADOORS S.A.	RAIFFEISEN BANK	2.2% + 1M ROBOR	31.07.2028	607,301	607,301
DIAL S.A.	BANCA TRANSILVANIA	3% + 3M EURIBOR	20.09.2030	3,414,356	3,303,520
DIAL S.A.	BANCA TRANSILVANIA	2.75% + 3M EURIBOR	20.09.2030	1,422,331	1,387,627
ROCA INDUSTRY HOLDINGROCK1 S.A.	ROCA INVESTMENTS	3,2% + 1M EURIBOR	31.07.2026	1,000,000	1,000,000
ROCA INDUSTRY HOLDINGROCK1 S.A.	ROCA INVESTMENTS	10.97% + EURIBOR 1M	22.10.2026	25,492,500	-
ELECTROPLAST S.A.	CEC BANK	1,35% + 1M ROBOR	28.11.2026	7,943,664	34,719,426
ELECTROPLAST S.A.	CEC BANK	2,75% + 3M ROBOR	11.07.2025	-	6,037,618
ELECTROPLAST S.A.	CEC BANK	3,0% + 3M EURIBOR	12.07.2028	-	797,425
ELECTROPLAST S.A.	CEC BANK	3,0% + 6M EURIBOR	13.09.2030	-	670,259
ELECTROPLAST S.A.	BRD	3,0% + 3M EURIBOR	15.04.2026	666,711	972,236
ELECTROPLAST S.A.	HP	11%	01.04.2026	11,053	73,981
ELECTROPLAST S.A.	BRD – PNRR	2%+ 3M ROBOR	14.01.2026	4,183,550	-
ELECTROPLAST S.A.	ING	1,5%+ 1M EURIBOR	28.12.2026	6,114,448	-
ELECTROPLAST S.A.	BRD – PNRR	2,25%+ 3M ROBOR	14.01.2032	624,213	-
ELECTROPLAST S.A.	ING	1,5%+ 1M EURIBOR	28.12.2029	1,447,109	-
VELTADOORS S.A.	FIRST BANK	2,40% + 3M ROBOR	07.10.2029	2,360,000	2,346,667

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

VELTADOORS S.A.	FIRST BANK	2,50% + 3M ROBOR	06.11.2026	2,100,000	2,086,120
VELTADOORS S.A.	FIRST BANK	2,4% + 3M ROBOR	07.10.2029	6,602,309	8,536,347
VELTADOORS S.A.	FIRST BANK	2,2% + 3M ROBOR	07.10.2027	2,293,464	4,727,778
VELTADOORS S.A.	FIRST BANK	2,20% + 3M ROBOR	07.10.2027	2,501,961	2,466,667
Interest payable to shareholder				3,815,727	2,099,707
Interest payable accrued				822,780	1,085,603
Total				125,659,978	130,039,779

BORROWINGS NON - CURRENT

Subsidiary	Counterparty	Interest rate	Maturity	31 December 2025	31 December 2024
EVOLOR S.A.	BANCA TRANSILVANIA	2.75% + 3M EURIBOR	26.05.2029	31,981,655	37,938,484
EVOLOR S.A.	BANCA TRANSILVANIA	2% + 3M ROBOR	26.05.2029	5,924,186	8,293,864
BICO INDUSTRIES S.A.	BANCA TRANSILVANIA	2% + 6M ROBOR	10.08.2026	-	336,000
BICO INDUSTRIES S.A.	BANCA TRANSILVANIA	2% + 3M ROBOR	10.08.2027	-	593,548
BICO INDUSTRIES S.A.	UNICREDIT BANK	1.8% + 3M ROBOR	26.10.2027	377,587	830,680
BICO INDUSTRIES S.A.	BRD	2% + 3M ROBOR	18.11.2026	-	333,913
BICO INDUSTRIES S.A.	BRD	2.5% + 3M EURIBOR	18.11.2029	5,948,250	7,786,397
BICO INDUSTRIES	FIRST BANK	2,65% + 3M EURIBOR	02.11.2028	2,501,665	3,709,925
TERRA IMPEX S.R.L.	VICTORIA BANK SA	6.25%	08.02.2030	1,698,147	2,261,998
TERRA IMPEX S.R.L.	MOLDOVA-AGROINDBANK	6%	20.01.2026	-	38,611
TERRA IMPEX S.R.L.	MOLDOVA-AGROINDBANK	6%	20.01.2026	-	51,481
TERRA IMPEX S.R.L.	MOLDOVA-AGROINDBANK	6.68%	20.03.2030	3,112,934	-
TERRA IMPEX S.R.L.	MOLDOVA-AGROINDBANK	6.68%	20.03.2028	3,997,162	-
VELTADOORS S.R.L.	RAIFFEISEN BANK	2.2% + 3M EURIBOR	31.07.2029	34,339,215	40,001,253
VELTADOORS S.R.L.	RAIFFEISEN BANK	2,2% + 1M ROBOR	31.07.2028	961,559	1,568,860
DIAL S.A.	BANCA TRANSILVANIA	3% + 3M EURIBOR	20.09.2030	19,401,565	26,106,858
DIAL S.A.	BANCA TRANSILVANIA	2.75% + 3M EURIBOR	20.09.2030	5,689,322	6,938,133
ROCA INDUSTRY HOLDINGROCK1 S.A.	ROCA INVESTMENTS SA	3,2% + 1M EURIBOR	30.08.2027	6,097,320	5,970,720
ROCA INDUSTRY HOLDINGROCK1 S.A.	ROCA INVESTMENTS	3% + 1M EURIBOR	03.04.2028	5,119,380	4,974,100
ROCA INDUSTRY HOLDINGROCK1 S.A.	ROCA INVESTMENTS	3,2% + 1M EURIBOR	12.04.2028	8,499,200	8,990,345
ROCA INDUSTRY HOLDINGROCK1 S.A.	ROCA INVESTMENTS	10.97% + EURIBOR 1M	31.01.2027	150,000	-
ELECTROPLAST S.A.	CEC BANK	3,0% + 3M EURIBOR	12.07.2028	-	2,061,801
ELECTROPLAST S.A.	CEC BANK	3,0% + 6M EURIBOR	13.09.2030	-	3,183,727
ELECTROPLAST S.A.	HP	11%	01.04.2026	-	9,444
ELECTROPLAST S.A.	BRD-PNRR	2,25%+ 3M ROBOR	14.01.2032	3,173,084	-
ELECTROPLAST S.A.	ING	1,5%+ 1M EURIBOR	28.12.2029	4,341,327	-
Total				143,313,558	161,980,142

ROCA INDUSTRY HOLDING ROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

25. LEASES

Amounts recognized in the consolidated statement of financial position:

Right-of-use assets	Rights of use: Land	Rights of use: Buildings	Rights of use: Equipment	Rights of use: Vehicles	Total
Cost					
At 31 December 2023	622,713	3,918,762	7,962,149	6,082,035	18,585,659
Additions	-	353,640	162,366	1,734,746	2,250,752
Acquisition of subsidiary	-	-	-	-	-
Disposals	-	(286,114)	-	(2,803,531)	(3,089,645)
At 31 December 2024	622,713	3,986,288	8,124,515	5,013,250	17,746,766
Additions	-	118,789	11,357,821	2,114,760	13,591,370
Acquisition of subsidiary	-	-	-	-	-
Disposals	-	(903,683)	-	(829,958)	(1,733,641)
At 31 December 2025	622,713	3,201,394	19,482,336	6,298,052	29,604,495
Accumulated depreciation					
At 31 December 2023	(82,529)	(880,592)	(1,097,014)	(1,870,697)	(3,930,832)
Acquisition of subsidiary	-	-	-	-	-
Charge for the year	(45,016)	(1,137,752)	(844,989)	(2,016,484)	(4,044,241)
Eliminated on disposals	-	86,030	-	1,230,056	1,316,086
At 31 December 2024	(127,545)	(1,932,314)	(1,942,003)	(2,657,125)	(6,658,987)
Acquisition of subsidiary	-	-	-	-	-
Charge for the year	(45,016)	(974,427)	(1,455,798)	(2,391,350)	(4,866,591)
Eliminated on disposals	-	903,682	-	487,910	1,391,592
At 31 December 2025	(172,561)	(2,003,059)	(3,397,801)	(4,560,565)	(10,133,986)
Carrying amount					
At 31 December 2025	450,152	1,198,335	16,084,535	1,737,487	19,470,509
At 31 December 2024	495,168	2,053,974	6,182,512	2,356,125	11,087,779

The average lease term is 4 years (2024: 4 years).

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

25. LEASES (continued)

Lease liabilities

Maturity analysis:

	31 December 2025	31 December 2024
Present value of lease liabilities	14,706,248	10,147,113
<i>Out of which:</i>		
not later than 3 months	1,326,408	1,133,298
later than 3 months and not later than 1 year	3,506,318	3,176,837
later than 1 year and not later than 5 years	8,815,711	5,517,367
later than 5 years	1,057,812	319,611
Less: unearned interest	(870,066)	(896,895)
Total	13,836,182	9,250,218
<i>Analysed as follows:</i>		
- Non-current	9,542,346	6,016,509
- Current	4,293,836	3,233,709

Amounts recognized in the profit and loss account

	2025	2024
Depreciation expense on right-of-use assets	(4,866,591)	(4,044,241)
Interest expenses on lease liabilities	(713,930)	(603,381)
Expense relating to variable lease payments	(310,943)	(438,849)
Expense relating to short-term and low value leases	(815,581)	(675,043)

26. TRADE AND OTHER PAYABLES

	31 December 2025	31 December 2024
Trade payables	113,066,241	90,404,961
Accrued expenses	2,630,220	3,648,966
Other liabilities	7,790,547	10,736,835
Trade and other payables	123,487,008	104,790,762
Dividends payable to non-controlling interests	562,886	-
Advance payments received from clients	796,935	707,027
VAT payable	-	3,331
Other taxes to State budget	502,172	573,075
	125,349,001	106,074,195

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

27. GOVERNMENT GRANTS

	2025	2024
At 1 January	5,090,768	5,189,093
Received during the year	3,478,124	1,053,670
Recognized to the statement of profit or loss account	(1,088,209)	(1,151,995)
At 31 December	7,480,683	5,090,768
- non-current	5,364,805	2,003,796
- current	2,115,878	3,086,972

Government and/or European Union subsidies are used for the acquisition of tangible assets. There are no unfulfilled conditions or contingencies attached to these grants.

28. DEFERRED TAX

Deferred tax assets

	31 December 2025	31 December 2024
<i>The balance comprises temporary differences attributable to:</i>		
Property, plant and equipment	-	-
Trade and other receivables	218,358	127,951
Inventories	171,494	284,782
Trade and other payables	517,468	495,743
Lease liabilities	67,974	-
Total deferred tax assets	975,294	908,476

Deferred tax liabilities

	31 December 2025	31 December 2024
<i>The balance comprises temporary differences attributable to:</i>		
Property, plant and equipment	5,086,325	5,088,703
Intangible assets	17,642,993	18,631,922
Right-of-use assets	-	28,318
Borrowings	1,142,442	1,142,442
Total deferred tax liabilities	23,871,760	24,891,385
Set-off of deferred tax liabilities pursuant to set-off provisions	(975,294)	(908,476)
Net deferred tax liabilities	22,896,466	23,982,909

The tax rates applied differ, depending on the residence country, Romania, the Republic of Moldova and Lithuania. In Romania, the tax rate is 16%, in the Rep. Moldova's tax rate is 12% and in Lithuania is 15%.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

28. DEFERRED TAX (continued)

<i>Reconciliation (DTL)/DTA, net</i>	2025	2024
At 1 January	(23,982,909)	(20,159,077)
Tax income recognised in profit or loss	1,086,443	776,973
Tax expense recognised in other comprehensive income	-	(451,418)
Acquisition of subsidiary	-	(4,149,387)
At 31 December	(22,896,466)	(23,982,909)

Movements	Trade other receivables	Inventories	Trade and other payables	Lease liabilities	Property, plant and equipment	Total
At 1 January 2024	277,617	332,211	580,794	1,468,737	256,347	2,915,706
(Charged)/credited						
- to profit or loss	(189,159)	(47,429)	(85,051)	(1,468,737)	(256,347)	(2,046,723)
- to other comprehensive income	-	-	-	-	-	-
Acquisition of subsidiary	39,493	-	-	-	-	39,493
At 31 December 2024	127,951	284,782	495,743	-	-	908,476
(Charged)/credited						
- to profit or loss	90,407	(113,288)	21,725	67,974	-	66,818
- to other comprehensive income	-	-	-	-	-	-
Acquisition of subsidiary	-	-	-	-	-	-
At 31 December 2025	218,358	171,494	517,468	67,974	-	975,294

Movements	Property, plant and equipment	Intangible assets	Right-of-use assets	Borrowings	Total
At 1 January 2024	(2,926,767)	(17,515,742)	(1,489,832)	(1,142,442)	(23,074,783)
(Charged)/credited					
- to profit or loss	307,343	1,054,839	1,461,514	-	2,823,696
- to other comprehensive income	(451,418)	-	-	-	(451,418)
Acquisition of subsidiary	(2,017,861)	(2,171,019)	-	-	(4,188,880)
At 31 December 2024	(5,088,703)	(18,631,922)	(28,318)	(1,142,442)	(24,891,385)
(Charged)/credited					
- to profit or loss	2,378	1,054,839	28,318	-	1,019,625
- to other comprehensive income	-	-	-	-	-
Acquisition of subsidiary	-	-	-	-	-
At 31 December 2025	(5,086,325)	(17,577,083)	-	(1,142,442)	(23,871,760)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

29. FINANCIAL INSTRUMENTS — RISK MANAGEMENT

General risk management framework

The Parent's Board of Directors has overall responsibility for establishing and overseeing the risk management framework at each Group company level. The Group's risk management policies are defined in such a way as to ensure the identification and analysis of the risks faced by the Group, the establishment of appropriate limits and controls, and the monitoring of risks and compliance with established limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in the Group's activities.

The Board of Directors provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

Main financial instruments

The main financial instruments used by the Group, resulting from the risk of the financial instrument, are the following:

- Bank loans with variable rate;
- Liabilities from acquisition of subsidiaries;
- Trade and other payables;
- Trade receivables;
- Cash and cash equivalents.

Financial instruments by category

Assets	31 December 2025	31 December 2024
	<i>RON</i>	<i>RON</i>
Non-current financial assets	4,456,913	722,785
Trade receivables	75,441,232	93,823,107
Other current financial assets	5,162,934	12,885,757
Cash and cash equivalents	24,182,258	33,335,995
	109,243,337	140,767,644
	31 December 2025	31 December 2024
	<i>RON</i>	<i>RON</i>
Liabilities		
Borrowings	268,973,536	292,019,921
Lease liabilities	13,836,182	9,250,218
Liabilities related to acquisitions of subsidiaries	12,746,250	37,305,750
Trade and other payables	125,349,001	106,074,195
Employee benefits - current	7,969,231	6,843,919
	428,874,200	451,494,003

All financial assets and liabilities are measured at amortized cost.

Due to the short-term nature, the carrying amount of cash and cash equivalents, trade receivables and other receivables as well as commercial and other liabilities, is close to their fair value.

The company's management estimated that the carrying amount of the borrowing is close to the fair value, as 90% of the bank loans were obtained at a variable interest rate.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

29. FINANCIAL INSTRUMENTS — RISK MANAGEMENT (continued)

Risk management

i) *Market risk*

a. *Foreign exchange risk management*

The Group is exposed to foreign exchange risk due to the fact that most of the borrowings are in EUR. The Group constantly monitors and manages the exposure to exchange rate variations. Roca Industry's subsidiaries have increased their export sales from 2022 onwards, so part of the trade receivables are linked to EUR, which is a natural hedge. The accounting value of the Group's monetary assets and liabilities denominated in foreign currencies at the reporting date was as follows:

Liabilities	31 December 2025				
	RON	EUR	USD	MDL	TOTAL
Borrowings	69,378,152	199,595,384	-	-	268,973,536
Liabilities from acquisition of subsidiaries	-	12,746,250	-	-	12,746,250
Finance lease	-	13,809,318	-	26,864	13,836,182
Trade and other payables	59,610,676	62,812,456	7,166,676	3,728,424	133,318,232
	128,988,828	288,963,408	7,166,676	3,755,288	428,874,200
Assets	31 December 2025				
	RON	EUR	USD	MDL	TOTAL
Cash and cash equivalents	19,790,834	3,628,413	28,481	734,530	24,182,258
Trade receivables	68,301,826	7,139,406	-	-	75,441,232
Other current financial assets	9,591,188	-	-	28,659	9,619,847
	97,683,848	10,767,819	28,481	763,189	109,243,337
Net balance assets/(liabilities)	(31,304,980)	(278,195,589)	(7,138,195)	(2,992,099)	(319,630,863)
Liabilities	31 December 2024				
	RON	EUR	USD	MDL	TOTAL
Borrowings	108,783,762	183,236,159	-	-	292,019,921
Liabilities from acquisition of subsidiaries	-	37,305,750	-	-	37,305,750
Finance lease	19,769	9,230,449	-	-	9,250,218
Trade and other payables	20,654,694	77,294,579	10,134,805	4,834,036	112,918,114
	129,458,225	307,066,937	10,134,805	4,834,036	451,494,003
Assets	31 December 2024				
	RON	EUR	USD	MDL	TOTAL
Cash and cash equivalents	22,695,365	8,022,567	1,949,830	668,233	33,335,995
Trade receivables	84,573,595	9,249,512	-	-	93,823,107
Other current financial assets	13,075,539	214,876	-	318,127	13,608,542
	120,344,499	17,486,955	1,949,830	986,360	140,767,644
Net balance assets/(liabilities)	(9,113,726)	(289,579,982)	(8,184,975)	(3,847,676)	(310,726,359)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

29. FINANCIAL INSTRUMENTS — RISK MANAGEMENT (continued)

i) Market risk (continued)

a. Foreign exchange risk management (continued)

The aggregate net foreign exchange gains/losses recognised in profit or loss were:

	2025	2024
Net foreign exchange gains/(losses)	(7,530,078)	(919,442)

Analysis of the sensitivity of the exchange rate

An appreciation/(depreciation) of the EUR compared to the RON, would increase/(decrease) the profit or loss by the amounts shown below:

	2025			
	10 %	-10 %	10 %	-10 %
	EUR	EUR	USD	USD
Liabilities	(28,899,175)	28,893,507	(716,717)	716,717
Less: Income tax	(4,623,868)	4,622,961	(114,675)	114,675
Profit or loss	(24,275,307)	24,270,546	(602,042)	602,042
Assets	1,076,888	(1,076,676)	2,848	(2,848)
Less: Income tax	172,302	(172,268)	456	(456)
Profit or loss	904,586	(904,408)	2,392	(2,392)
Net profit/(loss)	(23,370,721)	23,366,138	(599,650)	599,650

	2024			
	10 %	-10 %	10 %	-10 %
	EUR	EUR	USD	USD
Liabilities	(30,706,076)	30,706,076	(1,013,523)	1,013,523
Less: Income tax	(4,912,972)	4,912,972	(162,164)	162,164
Profit or loss	(25,793,104)	25,793,104	(851,359)	851,359
Assets	1,748,660	(1,748,660)	194,991	(194,991)
Less: Income tax	279,786	(279,786)	31,199	(31,199)
Profit or loss	1,468,874	(1,468,874)	163,792	(163,792)
Net profit/(loss)	(24,324,230)	24,324,230	(687,567)	687,567

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDING 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

29. FINANCIAL INSTRUMENTS — RISK MANAGEMENT (continued)

i) Market risk (continued)

b. Interest rate risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the Group to cash flow interest rate risk.

The exposure of the Group's borrowings to interest rate changes and the contractual re-pricing dates of the borrowings at the end of the reporting period are as follows:

	31 December 2025	% of total loans	31 December 2024	% of total loans
Variable rate borrowings	254,411,923	95%	281,007,159	96%
Fixed rate borrowings – repricing or maturity dates:				
Less than 1 year	5,753,370	2%	8,651,228	3%
1 - 5 years	8,808,244	3%	2,361,534	1%
Over 5 years	-		-	
	268,973,536	100%	292,019,921	100%

Interest rate sensitivity analysis

The following table demonstrates the sensitivity to a reasonably possible change in interest rates. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

	Effect on profit before tax	
	2025	2024
Interest rates - increase by 70 basis points	(1,877,737)	(2,008,645)
Interest rates - decrease by 70 basis points	1,877,737	2,008,645

Price risk

Price risk is the risk that the Group's future revenues will be adversely impacted by changes in the purchase price of raw materials and materials needed for production. The Group constantly analyses the evolution of purchase prices and takes measures to ensure that there is enough supply and to cover costs through sales prices.

ii) Credit risk management

Credit risk consists in the possibility that the contracting parties breach their contractual obligations, leading to financial losses for the Group. The Group is exposed to credit risk arising from its operational activity, mainly from the collection of trade receivables. Regarding cash and cash equivalents, the Group analysed the credit risk and determined that it is not significant.

Receivables

Trade receivables come mostly from key accounts, i.e. large building material retail chains in Romania and abroad. Exposure to credit risk is controlled by the permanent monitoring of each debtor. The Group constantly evaluates its credit risk, taking into account financial performance, payment history and, when necessary, requests default risk insurance.

The balance of receivables is monitored at the end of each month and any major delay to a customer is analysed.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDING 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

29. FINANCIAL INSTRUMENTS — RISK MANAGEMENT (continued)

ii) Credit risk management (continued)

The credit risk profile of trade receivables is presented based on their maturity as per the loss allowance matrix. This matrix is initially based on the observed historical default rates of the Group, adjusted with prospective factors specific to debtors and the economic environment, when appropriate. Trade receivables are not interest-bearing and have, in general, payment terms ranging from advance payment to 100 days.

The methodology used by the Group to measure expected losses of trade receivables may be described as follows:

- determining an appropriate watch period for tracking the historical loss rate. The Group selected 2 previous periods for data collection;
- collecting data on trade receivables and grouping them according to their maturity status in each analysed period and by main activities;
- analysing the evolution of these balances over a period of 12 months and determining the unpaid amounts from each outstanding group in order to determine the proportion of balances from each due category that was not collected in the end;
- determining the weighted average rate of losses (%) depending on the maturity status for the 2 analysed periods;
- application of the loss rate thus determined on trade receivables at 31 December 2025, respectively 31 December 2024.

The following table presents the risk profile of trade and other receivables based on the Group's loss allowance matrix.

As at December 31, 2025

	Gross value	Bad debt allowance	Net trade receivables
Not overdue	59,811,120	-	59,811,120
Overdue 0-30 days	20,826,391	-	20,826,391
Overdue 30-60 days	1,572,493	-	1,572,493
Overdue 60-90 days	1,394,489	-	1,394,489
Overdue 90-180 days	644,283	(480,846)	163,437
Overdue 180-360 days	148,364	(148,364)	-
Overdue more than 360 days	1,301,664	(1,301,664)	-
Total trade receivables	85,698,804	(1,930,874)	83,767,930

As at December 31, 2024

	Gross value	Bad debt allowance	Net trade receivables
Not overdue	73,862,928	-	73,862,928
Overdue 0-30 days	16,380,900	-	16,380,900
Overdue 30-60 days	1,593,006	-	1,593,006
Overdue 60-90 days	582,453	-	582,453
Overdue 90-180 days	901,880	-	901,880
Overdue 180-360 days	725,374	(229,006)	496,368
Overdue more than 360 days	934,106	(928,534)	5,572
Total trade receivables	94,980,647	(1,157,540)	93,823,107

To reconcile the variation between the opening balance and the closing balance of loss allowances of trade receivables, see note 19 – Trade receivables.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDING 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

29. FINANCIAL INSTRUMENTS — RISK MANAGEMENT (continued)

iii) Liquidity risk management

Liquidity risk is the risk that the Group may not be able to meet its financial obligations as they become due.

The Group's approach to liquidity risk is to ensure, as far as possible, that it has sufficient liquidity to pay its debts when they become due. To counteract this risk factor, the management applied restrictive policies for the delivery of products to uncertain customers, requested in certain cases advance payment of the delivered products and made a careful selection of new customers based on their credit worthiness and financial discipline.

Trade receivables and payables and other current payables are not interest-bearing, therefore their carrying amount is similar to their contractual value. The situation of assets and receivables according to maturity is presented below:

31-Dec-25	Less than 3 months	From 3 months to 1 year	1-5 years	> 5 years	Total contractual value
<i>Liabilities</i>					
Borrowings	-	125,659,978	143,313,558	-	268,973,536
Other long-term debts	12,746,250	-	-	-	12,746,250
Trade and other payables	133,318,232	-	-	-	133,318,232
Leasing	1,326,408	3,506,318	8,815,711	1,057,811	14,706,248
Total	147,390,890	129,166,296	152,129,269	1,057,811	429,744,266
<i>Assets</i>					
Cash and cash equivalents	24,182,258	-	-	-	24,182,258
Trade and other receivables	80,604,166	-	-	-	80,604,166
Total	104,786,424	-	-	-	104,786,424
Net assets/(liabilities)	(42,604,466)	(129,166,296)	(152,129,269)	(1,057,811)	(324,957,842)
31-Dec-24	Less than 3 months	From 3 months to 1 year	1-5 years	> 5 years	Total contractual value
<i>Liabilities</i>					
Borrowings	-	130,039,779	148,015,697	13,964,445	292,019,921
Other long-term debts	37,305,750	-	-	-	37,305,750
Trade and other payables	112,918,114	-	-	-	112,918,114
Leasing	1,133,298	3,176,837	5,517,367	319,611	10,147,113
Total	151,357,162	133,216,616	153,533,064	14,284,056	452,390,898
<i>Assets</i>					
Cash and cash equivalents	33,335,995	-	-	-	33,335,995
Trade and other receivables	106,708,864	-	-	-	106,708,864
Total	140,044,859	-	-	-	140,044,859
Net assets/(liabilities)	(11,312,303)	(133,216,616)	(153,533,064)	(14,284,056)	(312,346,039)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDING 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

30. CAPITAL MANAGEMENT

The Group monitors capital using the gearing ratio, defined as net debt divided by total capital. Net debt comprises total interest-bearing borrowings (borrowings from the parent entity plus lease liabilities) less cash and cash equivalents. Total capital is the sum of net debt and total equity. All amounts are expressed in full RON.

Capital structure at the reporting date

Net debt = total loans (current and long-term loans) minus cash and cash equivalents.

Total capital = equity plus net debt.

Total borrowings	1	282,809,718	301,270,139
Less: cash and cash equivalents	2	(24,182,258)	(33,335,995)
Net debt	3=1+2	258,627,460	267,934,144
 Total capital (net debt + equity)	 4,	 460,240,622	 502,742,210
 Net debt to equity ratio	 3/4*100	 56.19%	 53.29%

Loan contracts

Under the terms of the major borrowing facilities, the Group companies are required to comply with the several financial covenants. Three subsidiaries did not comply with financial covenants at year end (Bico, Velta and Dial), but obtained bank exemptions for failing to meet banking indicators or bank waivers. Please see Borrowings note for further details.

Dividends

No dividends were distributed to the owners of the parent company during the reporting periods.

31. RELATED PARTIES

Parent entity:

The group is controlled by:

Name	Type	Place of incorporation	Ownership interest	
			31 December 2025	31 December 2024
Roca Investments SA	Immediate parent entity	Romania	66.04%	65.95 %

Subsidiaries:

Interests in subsidiaries are set out in note 1 – General information.

Key management personnel compensation:

	2025	2024
Short-term employee benefits	12,081,534	13,943,127

No other types of compensation are granted to key management personnel.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDING 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

31. RELATED PARTIES (continued)

Loans from related parties:

<i>Loans from parent entity</i>	2025	2024
Beginning of the year	20,234,845	11,944,120
Loans advanced	25,565,500	8,289,658
FX impact	558,055	1,067
Loan repayments made	-	-
End of year	46,358,400	20,234,845

<i>Loans from other related parties (Mihai Birliba – former majority shareholder of Bico)</i>	2025	2024
Beginning of the year	-	2,984,760
Loans advanced	-	2,950,000
FX impact	-	745
Loan repayments made	-	(5,935,505)
End of year	-	-

<i>Interest payable</i>	2025	2024
Beginning of the year	2,099,707	740,471
Interest expense	1,656,912	1,359,566
Foreign exchange impact	58,879	(330)
Interest paid	-	-
End of year	3,815,498	2,099,707

<i>Dividends (Mihai Birliba)</i>	2025	2024
Beginning of the year	-	-
Dividends	1,788,450	-
Foreign exchange impact	-	-
Dividends paid	(1,409,145)	-
End of year	379,305	-

<i>Other balances with related parties</i>	31 December 2025	31 December 2024
DIAL - BP SUPPORT SERVICES - CFO SERVICES SUBSIDIARY	43,742	32,326
DIAL - OBERHAUSER INVEST	262	-
EVOLOR - POIANA FERMECATA	-	47,373
ELP - ROCA MANAGEMENT	6,160	5,921
ELP - ELECTROPLAST INVESTMENT	9,254	5,920
ELP - DISMARK SERVICES	41,203	29,694
ELP - ADIDANA	-	28,644
BICO – OBERHAUSER INVEST	18,422	-

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDING 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

31. RELATED PARTIES (continued)

Other transactions with related parties

	2025	2024
DIAL - BP SUPPORT SERVICES - CFO SERVICES SUBSIDIARY	443,538	316,807
DIAL - OBERHAUSER INVEST	82,880	-
EVOLOR - POIANA FERMECATA	240,399	596,926
EVOLOR - POIANA FERMECATA	4,976	3,313
EVOLOR – OBERHAUSER INVEST	231,447	-
ELP - ROCA MANAGEMENT SRL	72,559	71,047
ELP - ELECTROPLAST INVESTMENT	109,193	74,088
ELP - DISMARK SERVICES	490,910	427,947
ELP - ADIDANA	83,983	208,613
VELTA - E.M.G LEGAL	7,201	-
VELTA - OBERHAUSER INVEST	18,143	-
BICO - BICO ENTREPRISE	14,124	-
BICO - OBERHAUSER INVEST	181,990	-

32. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

		Non-cash changes					
	1 ian-25	Financing cash flows	Acquisition of subsidiary	New leases	Other changes	Foreign exchange impact	31-Dec-25
Bank loans (note 24)	268,476,988	(54,704,201)	-	-	345,464	3,858,378	217,976,629
Loans from related parties (Note 31)	20,234,845	25,565,500	-	-	-	558,055	46,358,400
Lease liabilities (Note 25)	9,250,218	(8,989,219)	-	13,591,370	(34,034)	17,847	13,836,182
Total liabilities from financing activities	297,962,051	(38,127,920)	-	13,591,370	311,430	4,434,280	278,171,211

		Non-cash changes					
	1 ian-24	Financing cash flows	Acquisition of subsidiary	New leases	Other changes	Foreign exchange impact	31-Dec-24
Bank loans (note 24)	253,220,822	9,985,966	5,371,000	-	-	(100,800)	268,476,988
Loans from related parties (note 31)	14,928,880	5,304,153	-	-	-	1,812	20,234,845
Lease liabilities (note 25)	11,479,962	(4,482,077)	-	2,250,752	-	1,581	9,250,218
Total liabilities from financing activities	279,629,664	10,808,042	5,371,000	2,250,752	-	(97,407)	297,962,051

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDING 31 DECEMBER 2025

(all amounts are expressed as 'RON' unless otherwise specified)

33. COMMITMENTS AND CONTINGENCIES

Commitments

On 25 October 2024, Roca Industry issued a corporate guarantee to First Bank for the credit facilities received by its subsidiary Workshop Doors SRL in the amount of RON 21,400,000.

Taxation

All amounts owed to the State for taxes have been paid or recorded at the balance sheet date. The tax system in Romania is undergoing consolidation and harmonization with European legislation, and there can be different interpretations by the tax authorities in connection with tax law that may give rise to additional taxes and penalties. In cases when the state authorities identify non-compliances with or violations of the Romanian laws, the following may occur: seizure of the amounts concerned, imposing additional tax liabilities, fines, penalties for delays (applied to the remaining amounts payable). Therefore, tax sanctions arising from violations of the law can lead to significant amounts payable to the State.

The Group companies consider that it has paid all fees, taxes, penalties and penalty interests on time and in full, to the extent it was applicable.

In Romania, tax periods are open for audits for a period of 5 years.

Geopolitical tensions

The invasion of Ukraine by the Russian Federation and the development of the conflict with global impact could have a significant impact on companies with physical operations in Ukraine, Russia and Belarus, as well as on entities with indirect interests (e.g. those with clients and suppliers, investments and creditors with operations in these countries). Also, the sanctions imposed on the Russian government, Russian entities and Russian individuals in many jurisdictions could affect companies, such as by losing access to financial resources and trade, but also by the side effects of sanctions on global prices (e.g. oil, natural gas and other petroleum products). The effects of the conflict are widespread and continually evolving. Companies that do not have operations in Russia and Ukraine could still be affected by the conflict, the effects including, but not limited to:

- Sanctions imposed on the clients of a company, which can impact its ability to sell goods and services and collect receivables;
- Sanctions imposed on a company's suppliers, which may impact its ability to obtain raw materials, goods and services, or which may indirectly increase its costs of obtaining these elements from alternative sources;
- Changes in the approach of customers and consumers on companies connected with Russia, Belarus or other jurisdictions related to the Russian Federation, which could reduce the demand for products of those companies;
- Changes in risk appetite that may lead to the situation in which creditors and investors withdraw their financial support for companies with ties to Russia, resulting in an increased liquidity risk and / or doubts about the continuity of the activity of those companies;
- Volatility in the prices of financial instruments and commodities, including oil, natural gas, other petroleum products and minerals, but also volatility in foreign exchange rates.

However, based on the information available at the time of preparation of this report, the Company's management has not identified any concrete potential risks related to the Russia- Ukraine conflict, so no significant impact on the current course of operations is estimated. The Company's has no direct exposure to business partners affected by the sanctions imposed since the conflict began (customers, suppliers, banking institutions with which the Company collaborates, who have been directly affected by the sanctions, as well as risks related to the future volatility of commodity prices or exchange rates) at the date of preparation of these financial statements. At the date of approval of these financial statements, the Company's management has no indication of any significant impact on the Company's business.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDING 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

33. COMMITMENTS AND CONTINGENCIES (continued)

Litigations

The management of the Group considers that the litigations in which the Group companies are involved will not have a significant impact on the operations and the financial position of the Group.

Commitments

For the subsidies received, it was obliged to keep the fixed assets for a average period of 3 years, which was respected for all the fixed assets purchased.

Environmental related matters

The Group has not recorded any liabilities as at 31 December 2025 and 31 December 2024 for any anticipated costs, including legal fees and consulting fees or costs for design and implementation of remediation plans, related to environmental matters. The management of the Group does not consider that there are significant costs associated with environmental matters related to its business activities.

34. EVENTS AFTER THE REPORTING PERIOD

CHANGE OF MAJORITY SHAREHOLDER'S NAME

On January 2026, the majority shareholder changed its legal name from "SOCIETATEA DE INVESTITII ALTERNATIVE CU CAPITAL PRIVAT ROCA INVESTMENTS SA ("ROCA INVESTMENTS")" to " FORTALIS HOLDING S.A.". This change is purely a corporate name change and does not affect the shareholder structure, ownership percentages, voting rights or control of the Company. All rights and obligations of the majority shareholder under existing agreements with the Company remain in full force and effect.

APPOINTMENT OF CHIEF EXECUTIVE OFFICER

At the meeting of the Board of Directors held on 06 April 2025, Mr. Ioan-Adrian Bindea was appointed as Chief Executive Officer of ROCA Industry. His mandate is granted for a period of 4 (four) years, starting from 01.05.2026 and ending on 01.05.2030.

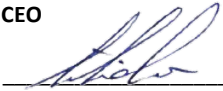
NEW CREDIT FACILITY AGREEMENT

On March 2026, Terra Impex signed two credit facility agreements with Moldova Agroindbank S.A. ("MAIB"), in an aggregate amount of approximately EUR 3,300,000. The first facility, intended for working capital purposes, matures in March 2029, and the second facility, intended for capital expenditure financing, matures in March 2031. Both facilities bear interest at a initial floating rate of 5.56% per annum. The interest rate was established based on a reference index of 2.06 percentage points, to which a fixed margin of 3.5 percentage points was added.

These consolidated financial statements were approved and signed today, 28 April 2026.

Approved by,

Surname and given name(s): **Ioan-Adrian Bindea**
Function: **CEO**

Signature 

Surname and given name(s): **Raluca Ghiță**
Function: **CFO**

Signature 

ROCA INDUSTRY HOLDINGROCK1 S.A.

**SEPARATE FINANCIAL STATEMENTS FOR
THE YEAR ENDED 31 DECEMBER 2025**

**PREPARED IN ACCORDANCE WITH THE
ORDER OF THE MINISTRY OF PUBLIC FINANCE NO 2844/2016
FOR THE APPROVAL OF THE ACCOUNTING REGULATIONS IN ACCORDANCE WITH
ORDER OF MINISTRY OF FINANCE NO. 2844/2016("OMFP NR. 2844/2016")**

CONTENTS:**PAGE:**

SEPARATE STATEMENT OF COMPREHENSIVE INCOME	351
SEPARATE STATEMENT OF FINANCIAL POSITION	352
SEPARATE STATEMENT OF CHANGES IN EQUITY	353
SEPARATE STATEMENT OF CASH FLOWS	354
NOTES TO THE SEPARATE FINANCIAL STATEMENTS	355 – 386

ROCA INDUSTRY HOLDING ROCK1 S.A.
SEPARATE STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2025
(all amounts are expressed as 'RON' unless otherwise specified)

	Note	2025	2024
Continuing operations			
Other operating income		2,843	1,086
Depreciation and amortization		(201,158)	(168,607)
Employee benefit expenses	4	(3,617,807)	(3,501,601)
Advertising costs		(110,724)	(513,511)
(Impairment)/Reversal of impairment of investments in subsidiaries	8	(11,689,937)	8,720,542
Other operating expenses	5	(4,442,505)	(3,591,583)
Other gains/(losses) – net		12,029	-
Operating (loss)/profit		(20,047,259)	946,326
Finance income	6	10,598,236	10,650,412
Finance costs	6	(2,267,101)	(1,831,108)
Net finance income	6	8,331,135	8,819,304
Result before income tax		(11,716,124)	9,765,630
Income tax expense	7	(48,744)	(446)
(Loss)/Profit for the period from continuing operations		(11,764,868)	9,765,184
Other comprehensive income for the period, net of tax		-	-
Total comprehensive income for the period		(11,764,868)	9,765,184
Earnings per share			
Basic and diluted earnings per share (RON)		(0.047)	0.040

*) In December 2024, the Company's shareholders approved the process of the split of the nominal value of the shares (from RON 10 per share to RON 1 per share). As a result of this process, the earnings per share calculation was updated with the new ROC1 share structure.

These separate financial statements were approved and signed today, 28 April 2026.

Approved,

Surname and given name(s): **Ioan-Adrian Bindea**
Function: **CEO**

Signature 

Surname and given name(s): **Raluca Ghiță**
Function: **CFO**

Signature 

ROCA INDUSTRY HOLDING ROCK1 S.A.
SEPARATE STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 31 DECEMBER 2025

(all amounts are expressed in 'RON', unless otherwise stated)

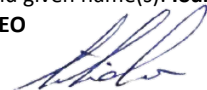
		31 December 2025	31 December 2024
	Note		
ASSETS			
Non-current assets			
Other intangible assets		394,454	6,233
Property, plant and equipment		31,895	37,901
Right-of-use assets	13	205,935	234,564
Investments in subsidiaries	8	216,766,928	227,369,185
Other non-current financial assets	9	70,608,586	78,740,290
Deferred tax assets	14	6,628	323
Total non-current assets		288,014,426	306,388,496
Current assets			
Other current financial assets	9	14,648,479	6,083,936
Prepayments		101,412	253,493
Cash and cash equivalents	10	219,559	1,220,742
Total current assets		14,969,450	7,558,171
TOTAL ASSETS		302,983,876	313,946,667
EQUITY and LIABILITIES			
Capital and reserves			
Share capital	11	248,672,220	248,672,220
Share premium		44	44
Retained earnings		(10,822,432)	953,625
Total equity attributable to owners of the Company		237,849,832	249,625,889
Total equity		237,849,832	249,625,889
Non-current liabilities			
Borrowings	12	23,081,315	5,968,920
Lease liability	13	122,587	80,493
Government grants		10,347	315
Total non-current liabilities		23,214,249	6,049,728
Current liabilities			
Trade and other payables	15	14,467,380	41,374,144
Lease liability	13	87,055	156,091
Borrowings	12	27,092,582	16,365,632
Employee benefits - current		272,778	375,183
Total current liabilities		41,919,795	58,271,050
Total liabilities		65,134,044	64,320,778
TOTAL EQUITY AND LIABILITIES		302,983,876	313,946,667

These separate financial statements were approved and signed today, 28 April 2026.

Approved,

Surname and given name(s): **Ioan-Adrian Bindea**

Function: **CEO**

Signature 

Surname and given name(s): **Raluca Ghiță**

Function: **CFO**

Signature 

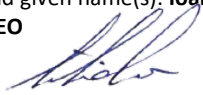
ROCA INDUSTRY HOLDINGROCK1 S.A.
CONDENSED SEPARATE STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

Note	Attributable to owners of the Company			Total equity
	Share capital	Share premium	Retained earnings	
Balance at 1 January 2025	248,672,220	44	953,625	249,625,889
Loss for the year	-	-	(11,764,868)	(11,764,868)
Total comprehensive income for the year	-	-	(11,764,868)	(11,764,868)
Transactions with owners in their capacity as owners:				
Transaction costs on issuance of shares	-	-	(11,189)	(11,189)
Balance at 31 December 2025	248,672,220	44	(10,822,432)	237,849,832
	Attributable to owners of the Company			Total equity
	Share capital	Share premium	Retained earnings	
Balance at 1 January 2024	176,945,730	38	(8,608,064)	168,337,704
Profit for the year	-	-	9,765,184	9,765,184
Total comprehensive income for the year	-	-	9,765,184	9,765,184
Transactions with owners in their capacity as owners:				
Share capital increase	11 71,726,490	6	-	71,726,496
Transaction costs on issuance of shares	-	-	(203,495)	(203,495)
Balance at 31 December 2024	248,672,220	44	953,625	249,625,889

These separate financial statements were approved and signed today, 28 April 2026.

Approved,

Surname and given name(s): **Ioan-Adrian Bindea**
Function: **CEO**

Signature 

Surname and given name(s): **Raluca Ghiță**
Function: **CFO**

Signature 

ROCA INDUSTRY HOLDINGROCK1 S.A.
SEPARATE STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

	Note	2025	2024
Result before tax		(11,716,124)	9,765,630
Adjustments for:			
Depreciation and amortisation		201,158	168,607
Impairment/(Reversal of impairment) of investment in subsidiaries	8	11,689,937	(8,720,542)
Dividends income	6	(6,158,417)	(5,831,126)
Amortisation of government grants		(2,843)	(1,086)
Interest income	6	(4,439,819)	(4,819,061)
Interest expense	6	1,856,530	1,826,994
Other gains/loses		3,531	-
Unrealized forex		(441,202)	87,729
Change in operating assets and liabilities,			
Decrease/(Increase) in other receivables		64,342	(1,838,049)
Increase in trade and other payables		682,235	2,411,429
Decrease/(Increase) in prepayments		152,081	(182,307)
Cash flows from operating activities		(8,108,591)	(7,131,782)
Interest paid		(199,618)	(456,115)
Income taxes paid		(69,571)	-
Net cash utilized in operating activities		(8,377,780)	(7,587,897)
Cash flows from investing activities			
Payments for acquisition of subsidiaries		(24,375,919)	(30,000,000)
Payments for acquisition of property, plant and equipment		(18,295)	(31,872)
Payments for intangible assets		(186,844)	(2,408)
Receipt of government grants		12,875	-
Dividends cashed		4,556,870	6,800,000
Interest received		2,021,827	1,592,487
Net cash utilized in investing activities		(17,989,486)	(21,641,793)
Cash flows from financing activities			
Proceeds from loans granted to subsidiaries		-	10,970,860
Loans granted to subsidiaries		-	(4,376,360)
Loans received from parent company		25,565,500	8,289,658
Proceeds from shares issued		-	15,313,720
Repayments of lease liabilities		(188,228)	(164,149)
Transaction costs related to shares issuance		(11,189)	(203,495)
Net cash generated from financing activities		25,366,083	29,830,234
Net (decrease)/ increase in cash and cash equivalents		(1,001,183)	600,544
Cash and cash equivalents at the beginning of the year	10	1,220,742	620,198
Effects of exchange rate changes on cash and cash equivalents		-	-
Cash and cash equivalents at end of year	10	219,559	1,220,742

These separate financial statements were approved and signed today, 28 April 2026.

Approved,

Surname and given name(s): **Ioan-Adrian Bindea**
Function: **CEO**

Signature 

Surname and given name(s): **Raluca Ghiță**
Function: **CFO**

Signature 

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

1. GENERAL INFORMATION

Roca Industry Holdingrock1 S.A. (the "Company", the "Parent-Company" or "Roca Industry") is a Romanian company, established in September 2021, the registered office being at 4 Gara Herastrau Street, building A, floor 3, district 2, Bucharest, Postal Code 020334. The Company is registered with the Trade Register under number J2021016918408 and has Unique Registration Code (CUI) 44987869.

Roca Industry operates and implements its business strategy through its subsidiaries (together referred to as the "Group"). Information on the Company's subsidiaries is provided in *Note 8 - Investment in subsidiaries*. Roca Industry is listed on the main regulated market of the Bucharest Stock Exchange (BVB).

The Company's subsidiaries activate in the field of construction materials, i.e. in the production of fiberglass and fiberglass reinforcement (BICO Group), the production of varnishes, paints, and decorative plasters (EVOLOR), the production of doors for residential buildings (VELTADOORS), the production of edged panels and fencing mesh (DIAL) and the production of electric cables (ELECTROPLAST).

The Company's own principal activities are the holding of equity investments in its subsidiaries, the provision of intra-group financing (loans granted to subsidiaries) and the performance of group holding, treasury and corporate-guarantee functions. The Company has no operating, manufacturing, distribution or commercial activities of its own.

During the year ended 31 December 2025, the Company's primary sources of income comprised dividend income and interest income from loans granted to subsidiaries.

As of December 31st, 2025, the Company prepared separate financial statements which are available on the Company's website: www.rocaindustry.ro

2. MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation

These financial statements are prepared in accordance with the provisions of the Minister of Finance Order no. 2844/2016 approving the accounting regulations compliant with the International Financial Reporting Standards as adopted by EU ("OMFP 2844"), with all subsequent modifications and clarifications.

These financial statements are the separate financial statements of ROCA Industry Holdingrock1 S.A. prepared in accordance with OMFP 2844. They are prepared in addition to, and should be read together with, the consolidated financial statements of ROCA Industry Holdingrock1 S.A. and its subsidiaries for the year ended 31 December 2025, which have been prepared in accordance with OMFP 2844 and are available at the registered office of the Company (4 Gara Herăstrău Street, building A, floor 3, district 2, Bucharest, Romania) and on the Company's website, www.rocaindustry.ro.

The financial statements were authorized for issue by the Board of Directors on 28 April 2026 and will be submitted for shareholders' approval in the meeting scheduled on 28 May 2026.

The Company also issues an original version of the financial statements prepared in accordance with OMFP 2844/2016 in Romanian language, that will be used for submitting to the Bucharest Stock Exchange, which is the original binding version.

Historical cost convention

The financial statements have been prepared on a historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of *IFRS 16 Leases*, and measurements that have some similarities to fair value but are not fair value, such as value in use in *IAS 36 Impairment of Assets*.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

2. MATERIAL ACCOUNTING POLICIES (continued)

Functional and presentation currency

These separate financial statements are presented in Romanian New Lei ("RON"), which is the functional currency of the Company. All amounts are presented in full RON, rounded to the nearest unit, unless otherwise stated.

Going concern

For the year ended 31 December 2025, the Company recorded an operating loss of RON 20,047,259, a net current liability position of RON 26,950,345 and a net loss for the year of RON 11,764,868.

These financial statements have been prepared on a going-concern basis, which assumes that the Company will continue to realise its assets and discharge its liabilities in the ordinary course of business for a period of at least twelve months from the date the financial statements are authorised for issue.

In forming the going-concern judgement, management has prepared cash flow forecasts covering at least 12 months from the approval date of the financial statements. These forecasts indicate that the Company will be able to meet its obligations as they fall due, assuming continued financial support from the majority shareholder Roca Investments (actual Fortalis Holding SA), which has been formally confirmed in a letter of financial support issued to the Company.

On the basis of this, management has concluded — at the time of approving these separate financial statements — that the Company has adequate resources to continue as a going concern for the foreseeable future. The going-concern assumption remains appropriate as the basis for the preparation of these separate financial statements.

Investments in subsidiaries

Investments in subsidiaries are accounted for at cost in the Company's separate financial statements in accordance with IAS 27 *Separate Financial Statements*, less any accumulated impairment losses.

Dividends received from subsidiaries are recognised in profit or loss when the Company's right to receive payment is established.

At each reporting date, the Company assesses whether there is any indication that an investment in a subsidiary may be impaired. Where such an indication exists, the recoverable amount of the investment is estimated in accordance with IAS 36 *Impairment of Assets*. An impairment loss is recognised in profit or loss when the carrying amount of the investment exceeds its recoverable amount. Impairment losses are reversed if, and only if, there has been a change in the estimates used to determine the recoverable amount.

Leases

The Company assesses whether a contract is or contains a lease, at inception of the contract. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

➤ *Company as lessee*

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

2. MATERIAL ACCOUNTING POLICIES (continued)

Leases (continued)

(i) Right-of-use assets

The Company recognizes the right-of-use assets at the commencement date of the lease (i.e. on the date on which the underlying asset is available for use). Right-of-use assets are valued at cost, less any accumulated depreciation and impairment losses, and adjusted for any revaluation of lease receivables. The cost of right-of-use assets includes the amount of recognized lease receivables, the initial direct costs incurred and the lease payments made on or before the starting date, minus any lease incentives received. Right-of-use assets are written off linearly for the shortest period between the lease term and the estimated useful life of the assets, as follows:

- ✓ Buildings: 1 year
- ✓ Vehicles: 4 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

In order to determine the incremental loan rate, the Company shall:

- ✓ where possible, use as a starting point the recent funding received by third parties by the Company, adjusted to reflect changes in the funding conditions from the time of receipt of third-party fundings;
- ✓ use a cumulative approach that starts from an adjusted risk-free interest rate for credit risk for leases held by the Company, where it has no recent third-party funding, and
- ✓ make lease-specific adjustments, e.g, term, country, currency and guarantee,

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease exemption to its short-term lease of machinery and equipment (i.e, those leases that have a lease life of 12 months or less from the commencement date and do not contain a purchase option). The Company also applies the exemption from recognition of leases of low value assets for leases of office equipment considered to be of low value.

2. MATERIAL ACCOUNTING POLICIES (continued)

Leases (continued)

Lease payments on short-term leases and leases of low-value assets are recognized as expenses on a linear basis over the lease term.

➤ *Company as lessor*

The Company did not enter into any lease agreements as a lessor.

Financial assets

Initial recognition and assessment

Financial assets are initially recognized when the Company becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) is initially measured at fair value, plus or minus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial assets – Classification and subsequent measurement

On initial recognition, a financial asset is classified as subsequently measured at: amortised cost; fair value through other comprehensive income (FVOCI) – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets are measured at amortised cost considering the factors below.

Financial assets – Business model assessment

The Company's business model for managing financial assets refers to how it manages its financial assets to generate cash flows. The business model determines whether cash flows will result from the collection of contractual cash flows, the sale of financial assets or both. Financial assets classified and measured at amortized cost are held within a business model with the objective of holding financial assets to collect contractual cash flows, while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both owning to collect contractual cash flows and selling. Purchases or sales of financial assets requiring delivery of assets within a time frame set by market regulations or conventions (ordinary transactions) are recognized at the trade date, i.e., at the time the Company commits to buy or sell the asset.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest (SPPI)

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

2. MATERIAL ACCOUNTING POLICIES (continued)

Financial assets (continued)

For the purposes of subsequent valuation, financial assets are classified in four categories:

- Financial assets at amortized cost (debt securities);
- Financial assets at fair value through OCI with recycling of accumulated gains and losses (debt instruments);
- Financial assets designated at fair value through OCIs without recycling accumulated gains and losses on derecognition (equity instruments);
- Financial assets at fair value through profit or loss account.

The objective of the business model for these financial instruments is to collect amounts due from the Company's receivables and to earn contractual interest income on the amounts to be collected

In performing the ECL assessment, management considers the subsidiary's financial performance, liquidity and cash-flow projections, debt servicing capacity and the broader economic environment. The expected credit loss assessment of intercompany loans is performed independently from the impairment testing of investments in subsidiaries under IAS 36 Impairment of Assets. While the results of IAS 36 impairment tests are considered as part of the overall assessment of the subsidiary's financial position, the ECL assessment focuses on the subsidiary's ability to meet its contractual obligations under the loan.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or a part of a group of similar financial assets) is primarily derecognized (i.e. drawn from the statement of the financial position of the Company) when:

- ✓ The rights to receive cash flows from the asset have expired, or
- ✓ The Company has transferred its rights to receive cash flows from the asset or has undertaken an obligation to pay fully the cash flows received, without significant delay, to a third party under a pass-through arrangement; and either (a) The Company has substantially transferred all the risks and benefits associated with the asset, or (b) the Company has neither transferred nor substantially retained all the risks and benefits associated with the asset, but has transferred control of the asset.

Cash and short-term deposits

In the statement of financial position, cash and cash equivalents comprise cash at banks and on hand and short-term highly liquid deposits with a maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and are therefore all classified as current. Trade receivables are recognised initially based on the transaction price, unless they contain significant financing components when they are recognised at fair value. They are subsequently measured at amortised cost using the effective interest method, less loss allowance.

Impairment

The Company applies the simplified approach of IFRS 9 for measuring expected credit losses, using a lifetime expected loss reduction (ECL) for all commercial receivables. In order to measure the expected credit losses, trade receivables are grouped on the basis of the common characteristics of credit risk and days of delay.

2. MATERIAL ACCOUNTING POLICIES (continued)

Trade receivables (continued)

The expected loss rates are based on the sales payment profiles for a period of 36 months before 31 December 2025, respectively 1 January 2025, and the corresponding historical credit losses incurred during that period. Historical loss rates are adjusted to reflect current and future information on macroeconomic factors that affect customers' ability to settle receivables.

Trade receivables are cancelled when there is no reasonable expectation of recovery. Indicators showing that there is no reasonable expectation of recovery include, inter alia, the fact that a debtor does not engage in a reimbursement plan with the Company and does not make contractual payments for a period exceeding 120 days of delay. Impairment losses on trade receivables are presented as net impairment losses in operating profit. Subsequent recoveries of previously cancelled amounts are credited to the same item.

Financial liabilities

Initial recognition and assessment

Financial liabilities are classified, on initial recognition, as financial liabilities at fair value through profit or loss, or other liabilities, or as derivatives designated as hedging instruments in effective hedge, as applicable.

All financial liabilities are initially recognized at fair value and, in the case of other liabilities, at the net amount of directly attributable transaction costs.

The financial liabilities of the Company include trade and other payables as well as loans, including bank overdrafts.

Subsequent assessment

For the purposes of subsequent valuation, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss;
- Financial liabilities at amortized cost (trade and other payables and loans).

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated at initial recognition as at fair value through profit or loss.

Gains or losses on liabilities held for trading shall be recognized in the profit and loss account.

Financial liabilities designated at initial recognition at fair value through profit or loss are designated at the initial recognition date and only if the criteria in IFRS 9 are met. The Company did not designate any financial liability as at fair value through profit or loss.

Other financial liabilities at amortized cost

This is the most relevant category for the Company. After initial recognition, interest-bearing loans and loans are subsequently valued at amortized cost using the effective interest method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

The amortized cost is calculated by taking into account any reduction or acquisition premium and fees or costs that form an integral part of the EIR. The amortization of the EIR is included as financial costs in the profit and loss account.

2. MATERIAL ACCOUNTING POLICIES (continued)

Financial liabilities (continued)

Derecognition

A financial liability is derecognized when the obligation arising from that liability is satisfied, cancelled or expires. Where an existing financial liability is replaced by another debt on substantially different terms from the same creditor, or where the conditions of an existing claim are substantially changed, such exchange or such modification shall be treated as derecognition of the original debt and recognition of a new claim. The difference between those carrying amounts is recognized in the profit or loss account.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any noncash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of the financial position if there is a currently applicable legal right to clear amounts recognized and if there is an intention to settle on a net basis, realize assets and settle liabilities simultaneously.

Measuring fair value

Fair value is the price that would have received to sell an asset or paid to transfer a liability to an orderly transaction between market participants at the measurement date. The Company shall measure the fair value of an asset or liability on the basis of assumptions that market participants would use when pricing the asset or liability, assuming that they act to obtain maximum economic benefits.

The Company shall use valuation techniques that are appropriate to the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable data and minimizing the use of unobservable data. All assets and liabilities that are measured at fair value in the financial statements shall be included in the fair value hierarchy, depending on the nature of the input data, as follows:

2. MATERIAL ACCOUNTING POLICIES (continued)

- Level 1 — quoted prices on active markets for identical assets or liabilities that the entity can access at the valuation date;
- Level 2 — data other than quoted prices included in Level 1 that are observable for the asset, either directly or indirectly;
- Level 3 — input data for the asset or liability.

At each reporting date, the Company shall review the values of assets and liabilities that require revaluation or discounting of fair value in accordance with applied accounting policies. The carrying amount of the Company's main assets and liabilities (cash, trade receivables and other receivables, trade receivables and other current receivables) is close to their fair value at the reporting date.

Current versus non-current classification

The Company shall disclose the assets and liabilities in the statement of financial position on the basis of the current/long-term classification. An asset is current when:

It is expected that they will be made or are intended to be sold or consumed within the normal operating cycle:

- ✓ Held primarily for trading purposes,
- ✓ Expected to be achieved within twelve months of the reporting period, or
- ✓ Cash or cash equivalent, unless it cannot be exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as long-term.

A liability is current when:

- ✓ It is expected to be settled within the normal operating cycle,
- ✓ It is primarily held for the purpose of trading,
- ✓ It must be settled within twelve months after the reporting period, or
- ✓ There is no unconditional right to postpone the settlement of the debt for at least twelve months after the reporting period,

The Company classifies all other liabilities as long-term.

Deferred tax assets and liabilities are classified as assets and long-term receivables.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds. Any excess of the fair value of consideration received over the par value of shares issued, is presented as a share premium.

Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the Company, on or before the end of the reporting period but not distributed at the end of the reporting period.

Dividend income

Dividend income from subsidiaries is presented as finance income in the statement of profit or loss, and on the cash flow from investment activities as the Company's primary activity is holding investments in subsidiaries.

2. MATERIAL ACCOUNTING POLICIES (continued)

Finance costs

Interest income and expenses are measured and recognized using the effective interest method, as prescribed by *IFRS 9 Financial Instruments*. Interest income and expense, as gained or incurred, are included in the statement of profit or loss within “*Finance income*” and “*Finance costs*”.

Taxation

Income tax expenses consist of current tax and deferred tax.

➤ *Current tax*

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company’s liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

A provision is recognised for those matters for which the tax determination is uncertain but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable. The assessment is based on the judgement of tax professionals within the Company supported by previous experience in respect of such activities and in certain cases based on specialist independent tax advice.

➤ *Deferred tax*

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- ✓ When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ✓ In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- ✓ When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ✓ In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

2. MATERIAL ACCOUNTING POLICIES (continued)

Taxation (continued)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Current tax and deferred tax for the financial year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Foreign currency translation

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates, are recognised in statement of profit or loss.

Foreign exchange gains and losses are presented in the statement of profit or loss, within finance costs.

Employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the statement of financial position. The Company does not grant long term or post-employment benefits.

2. MATERIAL ACCOUNTING POLICIES (continued)

2.2 New and amended standards adopted by the Company

Initial application of new amendments to existing standards which are effective for the current reporting period

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2025 (unless otherwise stated). The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

➤ *Lack of Convertibility – Amendments to IAS 21*

The amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows. The amendments are effective for annual reporting periods beginning on or after 1 January 2025. When applying the amendments, an entity cannot restate comparative information.

The amendments did not have a material impact on the Company's financial statements.

2.3 Standards and amendments to the existing standards issued by IASB and adopted by the EU but not yet effective

The following amended standards are effective for annual periods beginning after 1 January 2026 and the Company has not early adopted:

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7) – *effective for annual reporting periods beginning on or after 1 January 2026;*
- Annual Improvements to IFRS Accounting Standards (Issued in July 2024 and effective from 1 January 2026)
- Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7) - *effective for annual reporting periods beginning on or after 1 January 2026;*
- IFRS 18 Presentation and Disclosure in Financial Statements - *effective for annual reporting periods beginning on or after 1 January 2027;*
- IFRS 19 Subsidiaries without Public Accountability: Disclosures - *effective for annual reporting periods beginning on or after 1 January 2027;*
- Annual Improvements to IFRS Standards – volume 11 - *effective for annual reporting periods on or after 1 January 2026.*

The Company has not early adopted any of these amended standards and does not expect that they will have a significant impact on the Company's separate financial statements when become effective. For IFRS 18, the amendments are under assessment in order to conclude on their impact on the Company's financial statements.

3. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of these separate financial statements in accordance with the IFRS requires the Company's management to use estimates and assumptions that affect the application of accounting policies, as well as the reported value of assets and liabilities. The related estimates and judgments are based on historical data and other factors considered to be relevant in the given circumstances, and the result of these factors forms the basis of the judgments used in determining the accounting value of assets and liabilities for which there are no other valuation sources available. Actual results may differ from the estimated values.

Estimates and judgments are continuously reviewed. Revisions of accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the current period and future periods, if the revision affects both the current period and future periods.

3. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS (continued)

The following judgements, apart from those involving estimations, have been made by management in applying the Company's accounting policies and have the most significant effect on the amounts recognised in the separate financial statements:

- Control over investees. Management has concluded that the Company controls each of Evolor, Electroplast, Bico Industries, VeltaDoors and Dial within the meaning of IFRS 10 on the basis of its majority ownership interest (60% to 99.99%) and the absence of any substantive participating rights held by other parties. Accordingly the investees are accounted for as subsidiaries and measured at cost less accumulated impairment losses.
- The estimates and assumptions that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year relate to the impairment testing of investments in subsidiaries, including the projection of future cash flows, the discount rates, the long-term growth rates, terminal EBITDA margins. The detailed sensitivity analysis and sources of estimation uncertainty are presented in Note 8 — *Investment in subsidiaries*.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed in 'RON', unless otherwise stated)

4. EMPLOYEE BENEFIT EXPENSES

	2025	2024
Wages and salaries	(3,536,776)	(3,394,675)
Social security contributions	(81,031)	(106,926)
Total	(3,617,807)	(3,501,601)

5. OTHER OPERATING EXPENSES

	2025	2024
Consulting fees	(1,801,168)	(800,612)
Audit fees	(647,252)	(450,547)
Rent	(428,704)	(438,849)
Expenses with third parties services	(423,438)	(366,149)
Marketing expenses	(301,238)	(287,625)
Capital market services	(270,217)	(286,174)
Evaluation fee	(135,339)	(227,979)
Transportation costs	(73,215)	(151,933)
Human resources consultancy	(65,156)	(240,288)
Expense with energy and water	(59,133)	(50,695)
Insurance policy expenses	(48,474)	(15,955)
Legal consultancy	(46,063)	(89,032)
Tax expenses	(39,019)	(36,508)
Repairs and maintenance costs	(5,608)	(8,855)
Other expenses	(98,481)	(140,382)
Total	(4,442,505)	(3,591,583)

6. FINANCE INCOME AND FINANCE COSTS

Finance costs	2025	2024
Interest on loans received	(1,840,313)	(1,815,681)
Interest on lease liabilities	(16,217)	(11,313)
Bank commissions	(3,214)	(4,114)
Net foreign exchange gains/(losses)	(407,357)	-
	(2,267,101)	(1,831,108)
Finance income		
Dividends income	6,158,417	5,831,126
Interest income	4,439,819	4,819,061
Net foreign exchange gains	-	225
	10,598,236	10,650,412

7. INCOME TAX

	2025	2024
Current tax	(55,049)	-
Deferred tax (see note 14)	6,305	(446)
Income tax expense	(48,744)	(446)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

8. INVESTMENT IN SUBSIDIARIES

Subsidiaries

The Company's subsidiaries are as follows:

Name of subsidiary	Principal activities	Place of incorporation	Ownership held by the Company	
			31.12.2025	31.12.2024
EVOLOR SA	Varnishes, paints and decorative plasters	Romania	99.9916%	100%
ELECTROPLAST SA	Copper and aluminum electric cables	Romania	99.999975%	99.999975%
BICO INDUSTRIES SA	Fiberglass and fiberglass reinforcement	Romania	60%	60%
VELTADOORS SA*	Doors for residential buildings	Romania	99.9889%	100%*
DIAL SA	Edged panels and fencing mesh	Romania	99.99986%	100%

* Workshop was acquired in two steps during 2024 - 70% in February 2024 and remaining 30% in October 2024. At the end of 2024 Workshop Doors merged with EcoEuro Doors, when Workshop Doors was the absorbing entity and it was renamed VeltaDoors

In September 2024, respectively June 2025, the Board of Directors of ROCA Industry approved the change in legal form from a limited liability company (SRL) to a joint-stock company (SA) for three of its subsidiaries – Evolor, Dial, and Veltadoors. The decision was made to improve corporate governance practices both at the parent company level and across the portfolio entities, by adopting a management structure aligned with best practice standards, aiming to optimize the decision-making process.

The legal transformations were completed in June 2025, in accordance with the provisions of Article 10, paragraph (1) of Law no. 31/1990, which stipulates that a joint-stock company must have a minimum share capital of 90,000 RON and at least two shareholders. To meet this legal requirement, Fortalis Holding SA (former Roca Investments SA), the majority shareholder of ROCA Industry, acquired one share in each of the three companies concerned.

In the case of Veltadoors, in order to meet the minimum share capital requirement, ROCA Industry approved the partial conversion of a loan granted to the company into shares, amounting to 87,680 RON, based on a loan agreement and Addendum No. 2, signed on June 4, 2025.

The tables below provide summarized financial information about investments held in subsidiaries:

As at 31 December 2025		Carrying value of investment		
Name of subsidiary	Gross value	Value adjustments	Net value	
EVOLOR SA	1,000,100	-	1,000,100	
ELECTROPLAST SA	45,750,989	-	45,750,989	
BICO INDUSTRIES SA	71,022,300	(5,531,620)	65,490,680	
DIAL SA	7,000,100	(2,269,317)	4,730,783	
VELTADOORS SA	103,683,376	(3,889,000)	99,794,376	
Total	228,456,865	(11,689,937)	216,766,928	

As at 31 December 2024		Carrying value of investment		
Name of subsidiary	Gross value	Value adjustments	Net value	
EVOLOR SRL	100	-	100	
ELECTROPLAST SRL	45,750,989	-	45,750,989	
BICO INDUSTRIES SA	71,022,300	-	71,022,300	
DIAL SRL	7,000,100	-	7,000,100	
VELTADOORS SRL (former Workshop Doors)	103,595,696	-	103,595,696	
Total	227,369,185	-	227,369,185	

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

8. INVESTMENT IN SUBSIDIARIES (continued)

At the end of each fiscal year, the Company's management evaluates indicators that an investment in a subsidiary may be impaired. Where such an indication exists, the recoverable amount of the investment is estimated.

The Company has contracted the services of an external valuator to assist in determining the recoverable amounts at December 31, 2025, respectively December 31, 2024.

The recoverable amount of each investment was determined on the basis of valuation reports prepared by an external independent specialist (ANEVAR valuator – Veridio SRL) and adjusted by management where appropriate, to reflect subsequent actual information relating to the key assumptions used.. The recoverable amount was determined as the value in use using DCF models and considering the net debt of the subsidiary. Where recoverable amount was below cost, an impairment loss has been recognised in profit or loss.

The Company reassessed the recoverable amount of its investments as of December 31, 2025, and recorded impairments amounting to RON 11,689,937 for investments in its subsidiaries Bico Industries SA , Dial SA and VeltaDoors SA, as per the details below:

Investment	Cost	Recoverable amount	(Shortfall) / headroom	Impairment	Net value
Bico Industries (60%)	71,022,300	65,490,680	(5,531,620)	(5,531,620)	65,490,680
Evolor	1,000,100	46,985,000	45,984,900	—	1,000,100
VeltaDoors	103,683,376	99,794,376	(3,889,000)	(3,889,000)	99,794,376
Dial	7,000,100	4,730,783	(2,269,317)	(2,269,317)	4,730,783
Electroplast	45,750,989	103,945,000	58,194,011	—	45,750,989
Total	228,456,865	320,945,839	92,488,974	(11,689,937)	216,766,928

Key assumptions used in the value-in-use calculation

Events and circumstances that led to the impairment charges

The impairment loss of RON 5,531,620 in respect of Bico Industries reflects a tightening of fiberglass margins in the regional market and a downward revision of medium-term volume growth relative to the 2024 business plan considering IAS 36 requirement of excluding future investments planned. The impairment loss of RON 3,889,000 in respect of VeltaDoors reflects management's updated analysis of the integration trajectory post-merger, including revisions to expected synergies and the competitive pressure on residential-doors pricing. The impairment loss of RON 2,269,317 in respect of Dial reflects continued subdued demand in edged-panels and fencing-mesh and a reduction in thevalue in use, mainly due to negative working capital estimated in the model and moderate increases in forecasted and projected sales . For each of Bico, VeltaDoors and Dial the estimated recoverable amount at 31 December 2025 was below cost and impairment losses have been recorded. For Evolor and Electroplast the value in use materially exceeds cost and no impairment loss has been recognised (see sensitivity analysis below).

Forecast horizon

The impairment tests were performed based on value-in-use calculations using discounted cash flow (DCF) models prepared at the level of each cash-generating unit. The models are based on financial projections approved by management, covering an explicit forecast period of five years (2026–2030), derived from the Group's business plans and historical performance, and considering market and industry-specific assumptions.

Future cash flows were estimated based on projected revenues, EBITDA margins and working capital requirements, and reflect management's expectations regarding the evolution of the businesses. A terminal value was determined using a long-term growth rate reflecting expected long-term market conditions. The projected cash flows were discounted using a pre-tax discount rate (WACC), which reflects current market assessments of the time value of money and the risks specific to each cash-generating unit.

The recoverable amount of each investment was determined by comparing the present value of future cash flows with the carrying amount of the respective investment, in accordance with IAS 36.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

8. INVESTMENT IN SUBSIDIARIES (continued)

Budgeted EBITDA was estimated taking into account past experience and forecasted growth. Revenue growth was projected taking into account the average growth levels experienced over the past years and the estimated activity levels and price growth for the next five years.

The terminal value is an estimate of the present value of the cash flows in the terminal period, as at the end of the forecast period, based on the final cash flow in the forecast period, plus the terminal growth rate.

The following table sets out the key assumptions used in the VIU calculation for each investment (discount rates are post-tax; long-term growth rates apply to extrapolation beyond the explicit forecast horizon):

Investment	Post-tax WACC	LT growth rate	Average EBITDA
Bico (Fiberglass)	12.73%	2.80%	11%
Evolor (Paints)	13.18%	3.00%	16%
VeltaDoors (Doors)	15.36%	2.80%	20%
Dial (Edged panels + fencing)	13.02%	2.80%	11%
Electroplast (Cables)	14.11%	3.00%	9%

Sensitivity of the recoverable amount to changes in key assumptions

In accordance with IAS 36, management has performed a sensitivity analysis on the value in use calculations to assess whether reasonably possible changes in the key assumptions would cause the carrying amount of any investment to exceed its recoverable amount. The sensitivity analysis was performed by independently flexing each of the key assumptions whilst keeping all other assumptions constant.

The headroom (i.e. the amount by which the recoverable amount exceeds the carrying amount of the investment) and the change required in each of the principal key assumptions to reduce the recoverable amount to the carrying amount of each investment is disclosed in the table below:

Investment	Headroom (RON '000)	Discount rate increase eliminating headroom (pp)	Average EBITDA margin reduction eliminating headroom (pp)	LT growth reduction eliminating headroom (pp)
Evolor SA	45,985	>+2.0 pp	-24.0 pp	>-2.0 pp
Electroplast SA	58,194	>+2.0 pp	-36.0 pp	>-2.0 pp

Breakeven column shows the change in the single assumption in isolation that would reduce the recoverable amount to the carrying amount.

Based on the sensitivity analysis performed, management has concluded that, for the Evolor and Electroplast investments, no reasonably possible change in any of the key assumptions, considered individually, would cause the carrying amount of the investment to exceed its recoverable amount as at 31 December 2025.

Sources of estimation uncertainty

The determination of the recoverable amount of investments involves significant judgement and the use of estimates regarding future market conditions, the achievement of management's strategic plans, the realisation of planned synergies and capacity expansions, the evolution of raw-material and energy prices, foreign-exchange rates, the trajectory of Romanian inflation, and the appropriate discount rates. The most sensitive key variables used in the impairment tests are the average EBITDA rates and the discount rates.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

8. INVESTMENT IN SUBSIDIARIES (continued)

Parent company

The immediate and ultimate holding company of the Company is Fortalis Holding SA (former SOCIETATEA DE INVESTITII ALTERNATIVE CU CAPITAL PRIVAT ROCA INVESTMENTS S.A (Roca Investments S.A.) which owns 66.04% (2024: 65.95%) of its ordinary shares is based in Romania.

9. OTHER FINANCIAL ASSETS

	31 December 2025	31 December 2024
Other current financial assets		
Loans granted to related parties	10,477,800	1,890,158
Dividends to be received	2,132,674	4,050,418
Interest receivables on loans to related parties	1,990,070	45,605
Income tax receivable	14,522	-
Advances paid	1,138	7,126
Other receivables from related parties	-	28,401
Other receivables	32,275	62,228
	14,648,479	6,083,936
Other non-current financial assets		
Loans granted to related parties	58,798,626	67,565,582
Interest receivables on loans to related parties	11,809,960	11,174,708
	70,608,586	78,740,290

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

9. OTHER FINANCIAL ASSETS (continued)

Loans granted to subsidiaries as at 31 December 2025

Subsidiary	Type of loan	Interest rate	Maturity	31-Dec-25		Total amount to be recovered, out of which:	Current	Non-current
				Loan granted	Interest To be received			
EVOLOR	Loan granted to subsidiaries	6%	25-Nov-27	24,000,000	4,492,000	28,492,000	-	28,492,000
EVOLOR	Loan granted to subsidiaries	1M ROBOR +2.5%	18-Nov-27	4,099,691	1,380,289	5,479,980	-	5,479,980
VELTADOORS	Loan granted to subsidiaries	6%	16-May-26	6,628,050	1,468,113	8,096,163	8,096,163	-
VELTADOORS	Loan granted to subsidiaries	1M EURIBOR + 3%	27-Sep-26	1,937,430	131,951	2,069,381	2,069,381	-
VELTADOORS	Loan granted to subsidiaries	1M EURIBOR + 3%	16-Dec-27	1,784,475	328,004	2,112,479	-	2,112,479
VELTADOORS	Loan granted to subsidiaries	1M ROBOR + 2%	27-Jul-26	1,912,320	390,006	2,302,326	2,302,326	-
DIAL	Loan granted to subsidiaries	6%	19-Sep-27	17,425,248	4,004,317	21,429,565	-	21,429,565
DIAL	Loan granted to subsidiaries	1M EURIBOR + 3.3%	29-Aug-27	4,068,840	772,363	4,841,203	-	4,841,203
ELECTROPLAST	Loan granted to subsidiaries	NBR reference interest rate	31-Dec-27	3,059,100	-	3,059,100	-	3,059,100
ELECTROPLAST	Loan granted to subsidiaries	6%	31-Dec-27	1,306,252	362,969	1,669,221	-	1,669,221
ELECTROPLAST	Loan granted to subsidiaries	1M ROBOR + 3%	31-Dec-27	1,019,700	229,980	1,249,680	-	1,249,680
ELECTROPLAST	Loan granted to subsidiaries	NBR reference interest rate	31-Dec-27	678,440	84,493	762,933	-	762,933
ELECTROPLAST	Loan granted to subsidiaries	NBR reference interest rate	31-Dec-27	1,356,880	155,545	1,512,425	-	1,512,425
TOTAL				69,276,426	13,800,030	83,076,456	12,467,870	70,608,586

On 10 September 2025, by the resolution of the Board of Directors (BoD), the maturity of the following loan was extended by an additional period of 1 year:

- The loan granted by the Company, as lender, on 27 September 2024, to VeltaDoors (former Eco Euro Doors), as borrower, in the amount of 380,000 EUR, with a maturity date extended to September 27, 2026;

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

9. OTHER FINANCIAL ASSETS (continued)

Loans granted to subsidiaries as at 31 December 2024

Subsidiary	Type of loan	Interest rate	Maturity	31-Dec-24		Total amount to be recovered, out of which:	Current	Non-current
				Loan granted	Interest To be received			
EVOLOR	Loan granted to subsidiaries	6%	25-Nov-27	24,000,000	4,032,000	28,032,000	-	28,032,000
EVOLOR	Loan granted to subsidiaries	1M ROBOR +2.5%	18-Nov-27	5,099,691	937,047	6,036,738	-	6,036,738
VELTADOORS	Loan granted to subsidiaries	6%	16-May-26	6,466,330	1,038,924	7,505,254	-	7,505,254
VELTADOORS	Loan granted to subsidiaries	1M EURIBOR + 3%	27-Sep-26	1,890,158	30,032	1,920,190	1,920,190	-
VELTADOORS	Loan granted to subsidiaries	1M EURIBOR + 3%	16-Dec-27	1,740,935	229,102	1,970,037	-	1,970,037
VELTADOORS	Loan granted to subsidiaries	1M ROBOR + 2%	27-Jul-26	2,000,000	230,353	2,230,353	-	2,230,353
DIAL	Loan granted to subsidiaries	6%	19-Sep-27	17,000,084	2,872,442	19,872,526	-	19,872,526
DIAL	Loan granted to subsidiaries	1M EURIBOR + 3.3%	29-Aug-27	3,969,563	528,704	4,498,267	-	4,498,267
ELECTROPLAST	Loan granted to subsidiaries	NBR reference interest rate	31-Dec-27	2,984,460	484,484	3,468,944	-	3,468,944
ELECTROPLAST	Loan granted to subsidiaries	6%	31-Dec-27	1,274,379	355,563	1,629,942	-	1,629,942
ELECTROPLAST	Loan granted to subsidiaries	1M ROBOR + 3%	31-Dec-27	994,820	225,288	1,220,108	-	1,220,108
ELECTROPLAST	Loan granted to subsidiaries	NBR reference interest rate	31-Dec-27	678,440	82,397	760,837	-	760,837
ELECTROPLAST	Loan granted to subsidiaries	1M ROBOR + 3.5%	30-Aug-24	-	15,573	15,573	15,573	-
ELECTROPLAST	Loan granted to subsidiaries	NBR reference interest rate	31-Dec-27	1,356,880	158,404	1,515,284	-	1,515,284
TOTAL				69,455,740	11,220,313	80,676,053	1,935,763	78,740,290

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

10. CASH AND CASH EQUIVALENTS

	31 December 2025	31 December 2024
Cash at bank and in hand	219,559	22,540
Deposits at call	-	1,198,202
	219,559	1,220,742

11. SHARE CAPITAL

	31 December 2025		31 December 2024	
	Nr. of shares	RON	No. of shares	RON
<i>Share capital</i>				
Authorized ordinary shares	248,672,220	248,672,220	248,672,220	248,672,220

At the beginning of 2024, the Company finalized the share capital increase, converting into shares the debt that Roca Industry owed to Roca Investments SA (currently Fortalis Holding SA) in the amount of RON 56,412,770. In addition, also as part of the share capital increase, the Company received the amount of RON 15,313,720 as a result of the new shares issued.

Thus, as at December 31, 2024 and 2025, the paid-in subscribed capital consists of: RON 121.3 million, representing the paid-in subscribed capital, RON 71 million, representing the contribution in kind of 60% of the shares of Bico Industries SA. and RON 56.4 million, representing the contribution in kind of 99.999975% of the shares of Electroplast SA.

During 2024, the Company requested shareholders' approval to split the nominal value of the shares (from RON 10 per share to RON 1 per share). On December 18, 2024, the Company received the certificate of registration of the split of the nominal value of ROCA Industry shares from the Financial Supervisory Authority, split which was approved by resolution of the Extraordinary General Shareholders' Meeting ("AGEA") held on September 2, 2024.

As of the date of preparation of these separate financial statements prepared for year ended as at December 31, 2025, the shareholder structure is as follows:

Balance as at 31 December 2025			
Shareholders' structure:	No of shares	Amount in RON	% in total
Fortalis Holding SA (former Roca Investments SA)	164,223,340	164,223,340	66.04%
Other shareholders	84,448,880	84,448,880	33.96%
Total	248,672,220	248,672,220	100.00%

Balance as at 31 December 2024			
Shareholders' structure:	No of shares	Amount in RON	% in total
Roca Investments	163,988,340	163,988,340	65.95%
Other shareholders	84,683,880	84,683,880	34.05%
Total	248,672,220	248,672,220	100.00%

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

12. BORROWINGS

	31 December 2025	31 December 2024
Loans from related parties	46,358,400	20,234,845
Interest payable to related parties	3,815,497	2,099,707
	50,173,897	22,334,552
- Non-current	23,081,315	5,968,920
- Current	27,092,582	16,365,632

The Company has no bank loans. The loans have been granted by the main shareholder, without guarantees.

Loans as at 31 December 2025 are presented below:

Counterparty	Interest rate	Maturity	Total debt, out of which	Current	Non-current
ROCA Investments	EURIBOR 1M + 3,2%	3-Apr-28	5,098,500	-	5,098,500
ROCA Investments	EURIBOR 1M + 3.2%	31-Jul-26	1,000,000	1,000,000	-
ROCA Investments	EURIBOR 1M + 3.2%	12-Apr-28	8,499,200	-	8,499,200
ROCA Investments	10.97%	31-Dec-26	25,492,500	25,492,500	-
ROCA Investments	10.97%	31-Jan-27	150,000	-	150,000
ROCA Investments	EURIBOR 1M + 3.2%	30-Aug-27	6,118,200	-	6,118,200
ROCA Investments	Interest payable		3,815,497	600,082	3,215,415
Total			50,173,897	27,092,582	23,081,315

Loans as at 31 December 2024 are presented below:

Counterparty	Interest rate	Maturity	Total debt, out of which	Current	Non-current
ROCA Investments	1M EURIBOR + 3.2%	3-Apr-25	4,974,100	4,974,100	-
ROCA Investments	1M EURIBOR + 3.2%	31-Jul-25	1,000,000	1,000,000	-
ROCA Investments	1M EURIBOR + 3.2%	12-Apr-25	8,291,825	8,291,825	-
ROCA Investments	1M EURIBOR + 3.2%	30-Aug-27	5,968,920	-	5,968,920
ROCA Investments	Interest payable		2,099,707	2,099,707	-
Total			22,334,552	16,365,632	5,968,920

13. LEASES

Amounts recognised in the statement of financial position

Right-of-use assets

	Rights of use: Vehicles
Cost	
At 1 January 2024	616,130
Additions	-
Disposals	(7,789)
At 31 December 2024	608,341
Additions	403,556
Disposals	(423,688)
At 31 December 2025	588,209
Accumulated depreciation	
At 1 January 2024	(223,731)
Charge for the year	(150,046)
Eliminated on disposals	-
At 31 December 2024	(373,777)
Charge for the year	(174,427)
Eliminated on disposals	165,930

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

Right-of-use assets

	Rights of use: Vehicles
At 31 December 2025	<u>(382,274)</u>
Carrying amount	
At 31 December 2025	<u>205,935</u>
At 31 December 2024	<u>234,564</u>

The average lease term is 4 years (2024: 4 years).

Lease liabilities

	31 December 2025	31 December 2024
Maturity analysis:		
Present value of lease liabilities	224,390	244,919
<i>Out of which:</i>		
not later than 3 months	40,523	40,550
later than 3 months and not later than 1 year	54,807	121,651
later than 1 year and not later than 5 years	129,060	82,718
later than 5 years	-	-
Less: unearned interest	(14,748)	(8,335)
Total	<u>209,642</u>	<u>236,584</u>
<i>Analyzed as follows:</i>		
Non-current	122,587	80,493
Current	87,055	156,091

Amounts recognised in profit and loss

	2025	2024
Depreciation expense on right-of-use assets	(174,427)	(150,046)
Interest expense on lease liabilities	(17,129)	(11,313)
Expense relating to variable lease payments	(144,962)	(168,338)
Expense relating to short-term and low value leases	(283,742)	(270,511)

14. DEFERRED TAX

Deferred tax assets

	31 December 2025	31 December 2024
<i>The balance comprises temporary differences attributable to:</i>		
Lease liabilities	33,542	37,853
Untaken holidays provision	6,035	-
Total deferred tax assets	<u>39,577</u>	<u>37,853</u>

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

14. DEFERRED TAX (continued)

Deferred tax liabilities

	31 December 2025	31 December 2024
<i>The balance comprises temporary differences attributable to:</i>		
Right-of-use assets	32,949	37,530
Total deferred tax liabilities	32,949	37,530
Net deferred tax assets/(liabilities)	6,628	323
<i>Reconciliation of (DTL)/DTA, net</i>	2025	2024
At 1 January	323	769
Tax income recognized in profit or loss	6,305	(446)
As at 31 December	6,628	323

Movements	Lease liabilities	Total
At 1 January 2024	63,553	63,553
(Charged)/credited		
- to profit or loss	(25,700)	(25,700)
At 31 December 2024	37,853	37,853
(Charged)/credited		
- to profit or loss	1,724	1,724
At 31 December 2025	39,577	39,577

Movements	Right-of-use assets	Total
At 1 January 2024	(62,784)	(62,784)
(Charged)/credited		
- to profit or loss	25,254	25,254
- to other comprehensive income	-	-
At 31 December 2024	(37,530)	(37,530)
(Charged)/credited		
- to profit or loss	4,581	4,581
- to other comprehensive income	-	-
At 31 December 2025	(32,949)	(32,949)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

15. TRADE AND OTHER PAYABLES

	31 December 2025	31 December 2024
Payables to former shareholders of subsidiaries	12,929,831	37,305,750
M&A advisory services	750,000	7,711
Marketing and communication advisory	72,973	47,373
Taxes to state budget	15,993	69,778
Interim dividends	-	3,519,291
Human resources advisory	-	1,139
Other payables	698,583	423,102
	14,467,380	41,374,144

The amounts payable to the shareholders, outstanding at December 31, 2025 and December 31, 2024, represents the amount remaining to be paid to the former Workshop Doors shareholders, following the acquisition of the 30% stake in Workshop Doors.

On February 8, 2024, ROCA Industry finalized the acquisition of 70% of the share capital of Workshop Doors S.R.L. ("Workshop Doors"), a company active since 2009 on the market of interior doors in the region, with two production units in Reghin and Petelea. Subsequently, on 14 October 2024 the remaining shares of Workshop Doors SRL were purchased by Roca Industry. The total purchase price of WorkShop Doors SRL was RON 67.5 million.

The remainder of the purchase price, EUR 2,500,000, will be paid in 2026.

16. RELATED PARTIES

Parent entity:

The Company is controlled by:

Name	Type	Place of incorporation	Ownership interest	
			31 December 2025	31 December 2024
Fortalis Holding S.A.	Immediate parent entity	România	66.04%	65.95%

Subsidiaries:

Interests in subsidiaries are set out in *note 8 – Investments in subsidiaries*.

Key management personnel compensation:

	2025	2024
Short-term employee benefits	(2,773,225)	(2,195,320)

No other types of compensation are granted to key management personnel.

All loans granted to and received from related parties are unsecured and will be settled in cash. No guarantees have been given or received in respect of any intercompany loan. Interest rates and maturities on loans to subsidiaries are set out in *Note 9 – Other financial assets*; interest rates and maturities on loans received from the parent entity are set out in *Note 12 – Borrowings*. No allowance for expected credit losses has been recognized on loans, interest or other receivables from related parties at 31 December 2025 (31 December 2024: nil) and no expense has been recognized during the year in respect of bad or doubtful debts due from related parties (2024: nil).

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

16. RELATED PARTIES (continued)

Loans to/from related parties

Loans from parent entity

	31 December 2025	31 December 2024
Beginning of the year	20,234,845	11,944,120
Loans received	25,565,500	8,289,658
Foreign exchange gain	558,055	1,067
Loan repayments made	-	-
Balance as at	46,358,400	20,234,845

Interest payable

	31 December 2025	31 December 2024
Beginning of the year	2,099,707	740,471
Interest charged	1,656,912	1,359,566
Foreign exchange (loss)/gain	58,878	(330)
Interest paid	-	-
Balance as at	3,815,497	2,099,707

Loans to related parties

	2025	2024
Beginning of the year	69,455,740	76,045,741
Payments made for loans granted	-	4,376,360
Payments received for loans granted	-	(10,970,860)
conversion for increase of share capital of subsidiary	(1,087,680)	-
Foreign exchange gain	908,366	4,499
End of year	69,276,426	69,455,740

Interest Receivables

	2025	2024
Beginning of the year	11,220,313	8,084,899
Interest income	4,427,506	4,819,061
Interest expense	(2,009,515)	(1,592,487)
Foreign exchange (loss)/gain	161,726	(91,160)
End of year	13,800,030	11,220,313

No interest was paid in cash to the parent in 2025 or 2024; amounts have been accrued. No loan repayments were received from subsidiaries in 2025 (2024: RON 10,970,859). Interest rates and maturities are set out in *Notes 9 – Other financial assets* and *12 – Borrowings*.

Other balances with related parties

	31 December 2025	31 December 2024
Dividends receivables	2,132,674	4,050,418
Other receivables from related parties	-	28,401

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

17. FINANCIAL RISK MANAGEMENT

General risk management framework

The Company's Board of Directors has overall responsibility for establishing and overseeing the risk management framework. The Company's risk management policies are defined in such a way as 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 established limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in the Company's activities.

The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

Financial instruments by category

Assets	31 December 2025	31 December 2024
	<i>RON</i>	<i>RON</i>
Other non-current financial assets	70,608,586	78,740,290
Other current financial assets	14,648,479	6,083,936
Cash and cash equivalents	219,559	1,220,742
	85,476,624	86,044,968
Liabilities	31 December 2025	31 December 2024
	<i>RON</i>	<i>RON</i>
Borrowings	50,173,897	22,334,552
Trade and other payables	14,467,380	41,374,144
Lease liabilities	209,642	236,584
	64,850,919	63,945,280

All financial assets and liabilities are measured at amortized cost. Their carrying values approximates their fair values.

The fair value of variable interest rate loan has been approximated by their net carrying amount as the impact of credit risk is already reflected. Management considers that for fixed rate loans the impact is immaterial.

Risk management

i) Market risk

a. Foreign exchange risk management

The Company is exposed to foreign exchange risk due to the fact that loans granted in subsidiaries are in euro, also de finance lease and the loan from parent company. Roca Industry constantly monitors and manages the exposure to exchange rate variations.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025

(all amounts are expressed in 'RON', unless otherwise stated)

17. FINANCIAL RISK MANAGEMENT (continued)

Risk management (continued)

The accounting value of the Company's monetary assets and liabilities denominated in foreign currencies at the reporting date was as follows:

Liabilities	31 December 2025				31 December 2024			
	RON	EUR	USD	Total	RON	EUR	USD	Total
Borrowings	4,965,497	45,208,400	-	50,173,897	3,099,707	19,234,845	-	22,334,552
Finance lease	-	209,642	-	209,642	-	236,584	-	236,584
Trade and other payables	14,467,380	-	-	14,467,380	39,506,194	1,867,950	-	41,374,144
	19,432,877	45,418,042	-	64,850,919	42,605,901	21,339,379	-	63,945,280
Assets	31 December 2025				31 December 2024			
	RON	EUR	USD	Total	RON	EUR	USD	Total
Cash and cash equivalents	9,040	210,519	-	219,559	1,067,320	153,422	-	1,220,742
Other financial assets	44,080,330	41,176,735	-	85,257,065	42,757,397	42,066,829	-	84,824,226
	44,089,370	41,387,254	-	85,476,624	43,824,717	42,220,251	-	86,044,968
Net balance assets/(liabilities)	24,656,493	(4,030,788)	-	20,625,705	1,218,816	20,880,872	-	22,099,688

The aggregate net foreign exchange gains/losses recognised in profit or loss were:

	2025	2024
Net foreign exchange (losses)/gains	(407,357)	225

b. Exchange rate sensitivity analysis

An appreciation/(depreciation) of the EUR compared to the RON, would increase/(decrease) the profit or loss by the amounts shown below:

EUR sensitivity	2025		2024	
	10%	-10%	10%	-10%
Liabilities	(4,542,251)	4,541,360	(2,133,896)	2,133,896
Less: Income tax	(726,760)	726,618	(341,423)	341,423
Profit or loss	(3,815,491)	3,814,742	(1,792,473)	1,792,473
EUR sensitivity	2025		2024	
	10%	-10%	10%	-10%
Assets	4,139,131	(4,138,320)	4,221,940	(4,221,940)
Less: Income tax	662,261	(662,131)	675,510	(675,510)
Profit or loss	3,476,870	(3,476,188)	3,546,430	(3,546,430)
Net profit/(loss)	(338,620)	338,554	1,753,957	(1,753,957)

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

17. FINANCIAL RISK MANAGEMENT (continued)

Risk management (continued)

c. Interest rate risk

The Company is exposed to interest rate risk through its floating-rate financial assets (loans to subsidiaries linked to 1M ROBOR, 1M EURIBOR and the NBR reference rate) and its floating-rate financial liabilities (borrowings from the parent entity Fortalis Holding SA linked to 1M EURIBOR). The Company does not hold derivative financial instruments. The interest rate profile of financial instruments at 31 December 2025, expressed in full RON amounts, is set out below.

Interest rate profile - financial assets (31 December 2025)

Financial assets	Fixed-rate	Floating-rate	Non-interest bearing	Total
Loans to subsidiaries - fixed 6%	49,359,550	-	-	49,359,550
Loans to subsidiaries - floating (ROBOR/EURIBOR/NBR)	-	19,916,876	-	19,916,876
Accrued interest and other receivables	-	-	15,980,639	15,980,639
Cash and cash equivalents	-	219,559	-	219,559
Total financial assets	49,359,550	20,136,435	15,980,639	85,476,624

Interest rate profile - financial liabilities (31 December 2025)

Financial assets	Fixed-rate	Floating-rate	Non-interest bearing	Total
Borrowings from parent - fixed 10.97%	25,642,500	-	-	25,642,500
Borrowings from parent - EURIBOR-linked	-	20,715,900	-	20,715,900
Lease liabilities	209,642	-	-	209,642
Trade and other payables (incl. deferred consideration)	-	-	18,282,877	18,282,877
Total financial liabilities	25,852,142	20,715,900	18,282,877	64,850,919

Sensitivity analysis - impact of a +/- 100 basis point parallel shift

The Company's net floating-rate position is near-matched: floating-rate assets of RON 20,136,435 against floating-rate liabilities of RON 20,715,900. Holding all other variables constant, a reasonably possible parallel shift of +/- 100 basis points in all floating-rate benchmarks would affect profit or loss as follows (amounts in full RON):

Item	+100 bp impact (RON)	-100 bp impact (RON)
Floating-rate loans to subsidiaries	199,171	(199,171)
Cash and cash equivalents	2,196	(2,196)
Floating-rate borrowings from parent	(207,159)	207,159
Net impact before tax	(5,792)	5,792
Tax effect (16%)	927	(927)
Net impact on profit/loss	(4,865)	4,865

Basis risk exists to the extent that the Company's floating-rate assets are linked to 1M ROBOR and the NBR reference rate while its floating-rate liabilities are linked to 1M EURIBOR, and these benchmarks do not always move in tandem. The residual net floating-rate exposure of RON 579,213 represents less than 1% of the Company's net asset base and the impact of a +/- 100 basis point shift on post-tax profit is immaterial (RON 4,865).

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

17. FINANCIAL RISK MANAGEMENT (continued)

Risk management (continued)

ii) Liquidity risk management

Liquidity risk is the risk that the Company may not be able to meet its financial obligations as they become due.

Liquidity risk is inherent in the operations of ROCA Industry's subsidiaries and is associated with holding inventories, receivables or other assets and converting them into cash within a reasonable time so that the subsidiaries can meet their payment obligations to their creditors and suppliers. In the event that the Company's subsidiaries fail to fulfil these payment obligations or to meet the liquidity indicators set forth in the agreement, the Company's creditors (commercial suppliers, banks, etc.) could commence enforcement actions against the Company's main assets or even request the opening of the Company's insolvency proceedings, which would materially and adversely affect the Company's shareholders and the business, prospects, financial condition and results of operations of ROCA Industry and its subsidiaries.

The Company's approach is to constantly monitor the risk of running out of funds to run the business by planning and monitoring cash flows, but as net revenues cannot be accurately forecast there is a risk that this planning may differ from what will happen in the future. In addition, commercial policies are in place to manage liquidity risk, both to suppliers of subsidiaries and to their customers.

Trade receivables and payables and other current payables are not interest-bearing, therefore their carrying amount is similar to their contractual value. The situation of assets and receivables according to maturity is presented below:

31-Dec-25	Less than 3 months	3 months to 1 year	1-5 Years	> 5 Years	Total contractual value
<i>Liabilities</i>					
Borrowings	1,000,000	26,092,582	23,081,315	-	50,173,897
Trade and other payables	14,740,158	-	-	-	14,740,158
Leasing	40,523	54,807	129,060	-	224,390
Total	15,780,681	26,147,389	23,210,375	-	65,138,445
<i>Assets</i>					
Cash and cash equivalents	219,559	-			219,559
Loans to related parties	-	10,477,800	58,798,626	-	69,276,426
Other receivables	15,980,639	-	-	-	15,980,639
Total	16,200,198	10,477,800	58,798,626	-	85,476,624
Net assets/(liabilities)	419,517	(15,669,589)	35,588,251	-	20,338,179
31-Dec-24	Less than 3 months	3 months to 1 year	1-5 Years	> 5 Years	Total contractual value
<i>Liabilities</i>					
Borrowings	1,000,000	15,365,632	5,968,920	-	22,334,552
Trade and other payables	41,749,327	-	-	-	41,749,327
Leasing	40,550	121,651	82,718	-	244,919
Total	42,789,877	15,487,283	6,051,638	-	64,328,798

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

31-Dec-24	Less than 3 months	3 months to 1 year	1-5 Years	> 5 Years	Total contractual value
Assets					
Cash and cash equivalents	1,220,742	-	-	-	1,220,742
Loans to related parties	-	10,477,800	58,798,626	-	69,276,426
Other receivables	15,547,800	-	-	-	15,547,800
Total	16,768,542	10,477,800	58,798,626	-	86,044,968
Net assets/(liabilities)	(26,021,335)	(5,009,483)	52,746,988	-	21,716,170

18. CAPITAL MANAGEMENT

The Company monitors capital using the gearing ratio, defined as net debt divided by total capital. Net debt comprises total interest-bearing borrowings (borrowings from the parent entity plus lease liabilities) less cash and cash equivalents. Total capital is the sum of net debt and total equity. All amounts are expressed in full RON.

Capital structure at the reporting date

Item	31 Dec 2025 (RON)	31 Dec 2024 (RON)
Borrowings from parent (Note 12)	46,358,400	20,234,845
Lease liabilities	209,642	236,584
Total borrowings	46,568,042	20,471,429
Less: cash and cash equivalents	(219,559)	(1,220,742)
Net debt	46,348,483	19,250,687
Total equity	237,848,275	249,625,889
Total capital (net debt + equity)	284,196,758	268,876,576
Gearing ratio (net debt / total capital)	16.3%	7.2%

The increase in the gearing ratio from 7.2% to 16.3% reflects additional borrowings of RON 25,565,500 drawn from the parent entity Fortalis Holding SA during 2025 to fund acquisition. All interest-bearing debt is parent funding; the Company has no external bank debt and is not subject to any externally imposed capital requirements or financial covenants.

Management's capital policy is to ensure that the Company maintains sufficient equity to support its investments in subsidiaries and that total debt service can be met from interest and dividend inflows from the portfolio. The Company has not declared or paid any dividends in 2025 (2024: nil) and retained earnings are deployed to strengthen the equity base and to fund further investment in the subsidiaries.

Loan covenants

The Company has no external borrowings. There are no related party loan covenants.

At the date of preparation of these separate financial statements, two subsidiaries, Dial and Veltadoors, for which Roca Industry acts as guarantor in the LBO loan agreements, did not comply with the financial covenants stipulated in the aforementioned agreements (such as leverage and DSCR) and obtained bank exemptions for failing to meet banking indicators presented above and in Note 19 – *Commitments and contingencies*.

Dividends

No dividends were distributed to the owners of the parent company during the reporting periods.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

19. COMMITMENTS AND CONTINGENCIES

Taxation

All amounts owed to the State for taxes have been paid or recorded at the balance sheet date. The tax system in Romania is undergoing consolidation and harmonization with European legislation, and there can be different interpretations by the tax authorities in connection with tax law that may give rise to additional taxes and penalties. In cases when the state authorities identify non-compliances with or violations of the Romanian laws, the following may occur: seizure of the amounts concerned, imposing additional tax liabilities, fines, penalties for delays (applied to the remaining amounts payable). Therefore, tax sanctions arising from violations of the law can lead to significant amounts payable to the State.

The Company consider that it has paid all fees, taxes, penalties and penalty interests on time and in full, to the extent it was applicable.

In Romania, tax periods are open for audits for a period of 5 years.

Litigations

Roca Industry has no pending litigations.

Environmental related matters

The Company has not recorded any liabilities as at 31 December 2025 and 31 December 2024 for any anticipated costs, including legal fees and consulting fees or costs for design and implementation of remediation plans, related to environmental matters. The management of the Company does not consider that there are significant costs associated with environmental matters related to its business activities.

Guarantees

On October 25, 2024, Roca Industry issued a corporate guarantee to First Bank for the credit facilities received by its subsidiary Workshop Doors SRL in the amount of RON 21,400,000.

Contingent liabilities

Roca Industry is the guarantor in the credit contracts (LBO's) through which we acquired the following companies: Evolor SRL, Eco Euro Doors SRL and Dial SRL. The total amount of loans (the amount also includes new loans contracted outside the LBOs) at December 31, 2025 is RON 120,296,506 (December 31, 2024 RON 144,747,924), of which EVOLOR has RON 48,276,356 (December 31, 2024 RON 55,142,677), VELTADOORS (former EED - portion taken over from EED) RON 41,473,621 (December 31, 2024 RON 51,869,109) and DIAL RON 30,546,529 (December 31, 2024 RON 37,736,138).

20. EVENTS AFTER THE REPORTING PERIOD

DENUMIRE FORTALIS

On January 2026, the majority shareholder changed its legal name from "SOCIETATEA DE INVESTITII ALTERNATIVE CU CAPITAL PRIVAT ROCA INVESTMENTS SA ("ROCA INVESTMENTS")" to " FORTALIS HOLDING S.A.". This change is purely a corporate name change and does not affect the shareholder structure, ownership percentages, voting rights or control of the Company. All rights and obligations of the majority shareholder under existing agreements with the Company remain in full force and effect.

ROCA INDUSTRY HOLDINGROCK1 S.A.
NOTES TO THE SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED AS AT 31 DECEMBER 2025
(all amounts are expressed in 'RON', unless otherwise stated)

20. EVENTS AFTER THE REPORTING PERIOD (continued)

APPOINTMENT OF CHIEF EXECUTIVE OFFICER

At the meeting of the Board of Directors held on 06 April 2025, Mr. Ioan-Adrian Bindea was appointed as Chief Executive Officer of ROCA Industry. His mandate is granted for a period of 4 (four) years, starting from 01.05.2026 and ending on 01.05.2030.

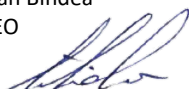
These separate financial statements were approved and signed today, 28 April 2026.

Name and surname:

Ioan-Adrian Bindea

Status: CEO

Signature



Prepared by,

Name and surname: Raluca Ghiță

Status: CFO

Signature





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Independent Auditor's Report

(free translation¹)

To the Shareholders of Roca Industry HoldingRock1 SA

Gara Herăstrău nr. 4, corp A, 3rd floor, sector 2, Bucharest
Unique Registration Code: 44987869

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the consolidated financial statements of Roca Industry HoldingRock1 SA ("the Company"), which comprise the consolidated statement of financial position as at 31 December 2025, the consolidated statements of other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory information.
2. The consolidated financial statements as at and for the year ended 31 December 2025 are identified as follows:
 - Net assets/Total equity: Lei 201,613,162
 - Net loss for the year: Lei -31,585,453
3. In our opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Company as at 31 December 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the International Financial Reporting Standards as adopted by the European Union and the Order of Minister of Public Finance No. 2844/2016 for approval of accounting regulations in accordance with International Financial Reporting Standards and related amendments ("OMPF no. 2844/2016").

¹ TRANSLATOR'S EXPLANATORY NOTE: The above translation of the auditor's report is provided as a free translation from Romanian which is the official and binding version.

Basis for Opinion

4. We conducted our audit in accordance with International Standards on Auditing ("ISAs"), Regulation (EU) no. 537/2014 of the European Parliament and of the Council and related amendments ("the Regulation") and Law no. 162/2017 and related amendments ("the Law"). Our responsibilities under those standards and regulations are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Company in accordance with *International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), as applicable to audits of the financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the consolidated financial statements of public interest entities in Romania, including the Regulation and the Law. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

5. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Recoverability of goodwill and intangible assets

Carrying amount of goodwill: Lei 87,999 thousand as at 31 December 2025 (Lei 94,134 thousand as at 31 December 2024).

Carrying amount of other intangible assets: Lei 107,013 thousand as at 31 December 2025 (Lei 117,389 thousand as at 31 December 2024).

See Note 3, Note 14, Note 15 and Note 16 to the consolidated financial statements.

The key audit matter	How the matter was addressed in our audit
The Group assesses, at each reporting date, whether there are indicators of impairment of non-financial assets (other than inventories or deferred tax assets) and, where applicable, estimates the asset's recoverable amount to determine any impairment loss. If the asset does not generate cash flows that are independent, the assessment is performed at the level of the cash-generating unit ("CGU") to which it belongs; corporate assets are allocated to individual CGUs or to the smallest group of CGUs for which a reasonable and consistent allocation basis exists. As a result of the annual impairment tests at CGU level and of specific impairment tests, the Group recognized as at 31 December	Our audit procedures related to the Group's impairment tests as at 31 December 2025, performed with the assistance from our own valuation specialists, included, among others, the following: Evaluation of model and key assumptions - Evaluation of the Group's value-in-use model (the "discounted cash flow model") applied to perform the annual impairment test, in the context of the relevant requirements of the applicable financial reporting standards; - Evaluation of the grouping of assets in cash generating units, based on our understanding of the Group's operations and business lines. As part of the procedure, we assessed, among other things, the extent to which the

2025: - impairment adjustments of Lei 6,135 thousand for goodwill related to the edged panels and fencing mesh CGU (Dial), and consequently the goodwill related to this CGU is fully impaired as at 31 December 2025; - specific impairment adjustments of Lei 2,148 thousand for the customer list relating to the edged panels and fencing mesh CGU (Dial); - specific impairment adjustments of Lei 2,330 thousand for the brand, relating to the fiberglass and fiberglass reinforcement CGU (Bico). The estimate of recoverable amount of goodwill and intangible assets involves significant judgments regarding assumptions such as future cash flows, growth rates, gross and net operating margins, net working capital requirements, capital expenditures and discount rates, as well as economic assumptions, such as the evolution of costs, and wages in the context of the economy and inflation. In the wake of the above factors, the estimate of recoverable amount of goodwill and intangible assets required our increased attention during the audit and was considered to be a key audit matter.	allocation of corporate assets to CGUs is reasonable and consistent; • Evaluating the key assumptions used to determine the operating cash flows, growth rate, operating margins, working capital requirements and capital expenditures and taxes by comparing these with publicly available information and with the approved budgets/internal plans. In this context, we evaluated whether certain assumptions on which the evaluation was based, at the individual level and taken as a whole, took into account: i) the economic environment of the Group and industry it operates in; ii) available market information; iii) the Group's business plans, including management expectations; iv) the risks associated with the cash flows, including the possible variability of the value and the moment of the occurrence of the cash flows; • Evaluating the competence and objectivity of the external evaluator engaged by the Company; • Testing the mathematical accuracy of the discounted cash flow model; • Evaluating the Group's budgeting process by comparing historical budgets with their subsequent realization; Discount Rates • With the support of our own valuation specialists, developing an independent range of discount rates using market benchmarks, and comparing it to management's rates; Sensitivity and Headroom • Evaluating management's sensitivity analyses and performing additional sensitivities, where we considered it necessary, to assess the effect of reasonably possible changes in assumptions; Transparency • Evaluating the adequacy of the disclosures regarding impairment testing in the notes to the consolidated financial statements for compliance with the requirements of the applicable financial reporting standards.

Other information

6. The Group's Management is responsible for the other information. The other information comprises the information included in the Annual Report (the Administrators' Report, which includes also the Sustainability Statement) and the Remuneration report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon as part of our engagement to audit the consolidated financial statements.

We have performed a limited assurance engagement on the Sustainability Statement that forms part of the other information and provided an unmodified limited assurance conclusion thereon, included in a separate report.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Other Reporting Responsibilities Related to Other Information – Administrators' Report

With respect to the Administrators' Report we read and, based solely on the work required to be undertaken in the course of the audit of the consolidated financial statements, we report, as required by OMPF no. 2844/2016, that, in our opinion:

- a) The information given in the Administrators' Report for the financial year for which the consolidated financial statements are prepared is consistent, in all material respects, with the consolidated financial statements;
- b) The Administrators' Report has been prepared, in all material respects, in accordance with OMPF no. 2844/2016, articles 26 - 28 of the accounting regulations in accordance with International Financial Reporting Standards.

In addition, in light of the knowledge and understanding of the Group and its environment obtained in the course of our audit we are required to report if we have identified material misstatements in the Administrators' Report. We have nothing to report in this regard.

Other Reporting Responsibilities Related to Other Information – Remuneration Report

With respect to Remuneration Report, we read the Remuneration Report in order to determine whether it presents, in all material respects, the information required by article 107, paragraphs (1) and (2) of the Law no. 24/2017 regarding the issuers of financial instruments and market operations and related amendments. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

7. Management is responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with the International Financial Reporting Standards as adopted by the European Union and OMPF no. 2844/2016 and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.
8. In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
9. Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

10. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
11. As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements

represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.
12. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
 13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.
 14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements - Report on Compliance with the ESEF Regulation

15. In accordance with Law no. 162/2017 on statutory audits of annual financial statements and consolidated financial statements and amendment of certain regulations, we are required to express an opinion on whether the consolidated financial statements, issued in Romanian, included in the Annual Report, have been prepared, in all material respects, in accordance with the requirements of the Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 supplementing Directive 2004/109/EC of the European Parliament and of the Council with regard to regulatory technical standards on the specification of a single electronic reporting format and related amendments (the "RTS on ESEF").

Responsibilities of Management and Those Charged with Governance

16. Management is responsible for the preparation of the consolidated financial statements in a digital format that complies with the RTS on ESEF. This responsibility includes:
 - the preparation of the consolidated financial statements in the applicable xHTML format;
 - the selection and application of appropriate iXBRL tags, using judgment where necessary;
 - creating and properly anchoring extension elements where no suitable element exists;

- performing block-tagging where required;
- ensuring consistency between digitised information in the machine- and human-readable formats and the signed consolidated financial statements; and
- the design, implementation and maintenance of internal controls relevant to the application of the RTS on ESEF.

Those charged with governance are responsible for overseeing the Group's financial reporting process, including compliance of consolidated financial statements with RTS on ESEF.

Auditor's Responsibilities

17. Our responsibility is to express an opinion on whether the consolidated financial statements, included in the Annual Report, have been prepared, in all material respects, in accordance with the RTS on ESEF, based on the evidence we have obtained. We conducted our reasonable assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised), Assurance Engagements Other than Audits or Reviews of Historical Financial Information (ISAE 3000) issued by the International Auditing and Assurance Standards Board.

A reasonable assurance engagement in accordance with ISAE 3000 involves performing procedures to obtain evidence about whether the consolidated financial statements, included in the Annual Report, have been prepared, in all material respects, in accordance with the RTS on ESEF. The nature, timing and extent of procedures selected depend on the auditor's judgment, including the assessment of the risks of material departures from the requirements set out in the RTS on ESEF, whether due to fraud or error. Our procedures included, among other things:

- obtaining an understanding of the tagging process;
- evaluating the appropriateness of the digital format of the consolidated financial statements;
- evaluating the completeness of the Group's tagging of the consolidated financial statements;
- evaluating the appropriateness of the Group's use of iXBRL elements selected from the ESEF taxonomy and creation of extension elements where no suitable element in the ESEF taxonomy has been identified;
- evaluating the appropriate application of core taxonomy elements, the creation and anchoring of extension elements, and the application of block-tagging where required; and
- assessing consistency between the digitised information in the machine- and human-readable formats and the signed and audited consolidated financial statements, stamped by us for identification purposes.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

18. In our opinion, the consolidated financial statements of the Group, issued in Romanian, included in the Annual Report, as at and for the year ended 31 December 2025 have been prepared, in all material respects, in accordance with the requirements of the RTS on ESEF.

Report on Other Legal and Regulatory Requirements - Public Interest Entities

19. In accordance with Article 10(2) of Regulation (EU) No. 537/2014 of the European Parliament and of the Council, we provide the following information in our independent auditor's report, which is required in addition to the requirements of International Standards on Auditing:

Appointment of Auditor and Period of Engagement

We were appointed by the General Shareholders' Meeting on 20 November 2023 to audit the consolidated financial statements of Roca Industry HoldingRock1 SA for the year ended 31 December 2025. Our total uninterrupted period of engagement is 3 years, covering the periods ending 31 December 2023 to 31 December 2025.

Consistency with Additional Report to Audit Committee

We confirm that our audit opinion on the consolidated financial statements expressed herein is consistent with the additional report to the Audit Committee of the Company, which we issued on the same date as the date of issuance of this independent auditor's report.

Services other than Statutory Audit (Non-audit Services)

We declare that no prohibited non-audit services referred to in Article 5 (1) of Regulation (EU) No. 537/2014 of the European Parliament and of the Council were provided and that we remained independent of the Group in conducting the audit.

The engagement partner on the audit resulting in this independent auditor's report is SOARE PAULA RALUCA.

Refer to the original signed and stamped Romanian version



For and on behalf of KPMG Audit S.R.L.:

SOARE PAULA RALUCA

registered in the electronic public register of financial auditors and audit firms under no AF1518

KPMG Audit SRL

registered in the electronic public register of financial auditors and audit firms under no FA9

Bucharest, 28 April 2026



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Independent Auditor's Report

(free translation¹)

To the Shareholders of Roca Industry HoldingRock1 SA

Gara Herăstrău nr. 4, corp A, 3rd floor, sector 2, Bucharest
Unique Registration Code: 44987869

Report on the Audit of the Separate Financial Statements

Opinion

1. We have audited the separate financial statements of Roca Industry HoldingRock1 SA ("the Company"), which comprise the separate statement of financial position as at 31 December 2025, the separate statements of other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory information.
2. The separate financial statements as at and for the year ended 31 December 2025 are identified as follows:
 - Net assets/Total equity: Lei 237,849,832
 - Net loss for the year: Lei -11,764,868
3. In our opinion, the accompanying separate financial statements give a true and fair view of the unconsolidated financial position of the Company as at 31 December 2025, and of its unconsolidated financial performance and its unconsolidated cash flows for the year then

¹ TRANSLATOR'S EXPLANATORY NOTE: The above translation of the auditor's report is provided as a free translation from Romanian which is the official and binding version.

ended in accordance with the Order of Minister of Public Finance No. 2844/2016 for approval of accounting regulations in accordance with International Financial Reporting Standards and related amendments ("OMPF no. 2844/2016").

Basis for Opinion

4. We conducted our audit in accordance with International Standards on Auditing ("ISAs"), Regulation (EU) no. 537/2014 of the European Parliament and of the Council and related amendments ("the Regulation") and Law no. 162/2017 and related amendments ("the Law"). Our responsibilities under those standards and regulations are further described in the *Auditor's Responsibilities for the Audit of the Separate Financial Statements* section of our report. We are independent of the Company in accordance with *International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), as applicable to audits of the financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the separate financial statements of public interest entities in Romania, including the Regulation and the Law. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

5. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the separate financial statements of the current period. These matters were addressed in the context of our audit of the separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Impairment of investments in subsidiaries

Carrying amount of investments in subsidiaries: Lei 216,766 thousand as at 31 December 2025 (Lei 227,369 thousand as at 31 December 2024).

Impairment losses recognized: Lei 11,689 thousand for the year ended 31 December 2025 (reversal of impairment: Lei 8,720 thousand for the year ended 31 December 2024).

See Note 3 and Note 8 to the separate financial statements.

The key audit matter	How the matter was addressed in our audit
Investments in subsidiaries are carried at cost less impairment losses. As presented in Note 8 to the separate financial statements, the Company estimated the recoverable amount of the investments in subsidiaries as at 31 December 2025 and recognized impairment losses of Lei 11,689 thousand for the investments in subsidiaries	Our audit procedures related to the Company's impairment test of investments in subsidiaries as at 31 December 2025, performed with the assistance of our own valuation specialists, included, among others, the following: Evaluation of model and key assumptions

Bico Industries SA, Veltadoors SA and Dial SA.

The estimate of the recoverable amount of the investments in subsidiaries involves significant judgments regarding assumptions such as future cash flows, growth rates, gross and net operating margins, net working capital requirements and discount rates, capital expenditures, as well as economic assumptions, such as the evolution of costs and wages, in the context of the economy and inflation. In the wake of the above factors, the estimate of the recoverable amount of the investments required our increased attention during the audit and was considered to be a key audit matter.

- Evaluating the value-in-use model of the subsidiaries (the “discounted cashflow model”) applied to perform the annual impairment test, in the context of the relevant requirements of the applicable financial reporting standards;
- Evaluating the key assumptions used to determine the operating cash flows, growth rate, operating margins, working capital requirements and capital expenditures and taxes by comparing these with publicly available information and with the approved budgets/internal plans.

In this context, we evaluated whether certain assumptions on which the evaluation was based, at the individual level and taken as a whole, took into account: i) the economic environment of the subsidiary and industry it operates in; ii) available market information; iii) the subsidiary’s business plans, including management expectations; iv) the risks associated with the cash flows, including the possible variability of the value and the moment of the occurrence of the cash flows;

- Evaluating the competence and objectivity of the external appraiser engaged by the Company;
- Testing the mathematical accuracy of the discounted cash flow model;
- Evaluating the Company’s budgeting process by comparing historical budgets with their subsequent realization.

Discount Rates

- With the support of our own valuation specialists, developing an independent range of discount rates using market benchmarks, and comparing it to management’s rates;

Sensitivity and Headroom

- Evaluating management’s sensitivity analyses and performing additional sensitivities, where we considered it necessary, to assess the effect of reasonably possible changes in assumptions;

Transparency

- Evaluating the adequacy of the disclosures

	regarding impairment testing in the notes to the separate financial statements for compliance with the requirements of the applicable financial reporting standards.

Other information

6. The Management of the Company is responsible for the other information. The other information comprises the information included in the Annual Report (the Administrators' Report, which includes also the Sustainability Statement) and the Remuneration report, but does not include the separate financial statements and our auditor's report thereon.

Our opinion on the separate financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon as part of our engagement to audit the separate financial statements.

We have performed a limited assurance engagement on the Sustainability Statement that forms part of the other information and provided an unmodified limited assurance conclusion thereon, included in a separate report.

In connection with our audit of the separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Other Reporting Responsibilities Related to Other Information – Administrators' Report

With respect to the Administrators' Report we read and, based solely on the work required to be undertaken in the course of the audit of the separate financial statements, we report, as required by OMPF no. 2844/2016, that, in our opinion:

- a) The information given in the Administrators' Report for the financial year for which the separate financial statements are prepared is consistent, in all material respects, with the separate financial statements;
- b) The Administrators' Report has been prepared, in all material respects, in accordance with OMPF no. 2844/2016, articles 15 – 19 of the accounting regulations in accordance with International Financial Reporting Standards.

In addition, in light of the knowledge and understanding of the Company and its environment obtained in the course of our audit we are required to report if we have identified material misstatements in the Administrators' Report. We have nothing to report in this regard.

Other Reporting Responsibilities Related to Other Information – Remuneration Report

With respect to Remuneration Report, we read the Remuneration Report in order to determine whether it presents, in all material respects, the information required by article 107, paragraphs (1) and (2) of the Law no. 24/2017 regarding the issuers of financial instruments and market operations and related amendments. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Separate Financial Statements

7. Management is responsible for the preparation of separate financial statements that give a true and fair view in accordance with OMPF no. 2844/2016 and for such internal control as management determines is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.
8. In preparing the separate financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
9. Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Separate Financial Statements

10. Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.
11. As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue

as a going concern.

- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
 13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.
 14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements - Report on Compliance with the ESEF Regulation

15. In accordance with Law no. 162/2017 on statutory audits of annual financial statements and consolidated financial statements and amendment of certain regulations, we are required to express an opinion on whether the separate financial statements, issued in Romanian, included in the Annual Report, have been prepared, in all material respects, in accordance with the requirements of the Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 supplementing Directive 2004/109/EC of the European Parliament and of the Council with regard to regulatory technical standards on the specification of a single electronic reporting format and related amendments (the "RTS on ESEF").

Responsibilities of Management and Those Charged with Governance

16. Management is responsible for the preparation of the separate financial statements in a digital format that complies with the RTS on ESEF. This responsibility includes the preparation of the separate financial statements in the applicable xHTML format, including ensuring consistency between the digital format and the signed separate financial statements and the design, implementation and maintenance of internal controls relevant to the application of the RTS on ESEF.

Those charged with governance are responsible for overseeing the Company's financial reporting process, including compliance of financial statements with RTS on ESEF.

Auditor's Responsibilities

17. Our responsibility is to express an opinion on whether the separate financial statements, included in the Annual Report, have been prepared, in all material respects, in accordance with the RTS on ESEF, based on the evidence we have obtained. We conducted our reasonable assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised), Assurance Engagements Other than Audits or Reviews of Historical Financial Information (ISAE 3000) issued by the International Auditing and Assurance Standards Board.

A reasonable assurance engagement in accordance with ISAE 3000 involves performing procedures to obtain evidence about whether the financial statements have been prepared, in all material respects, in accordance with the RTS on ESEF. The nature, timing and extent of procedures selected depend on the auditor's judgment, including the assessment of the risks of material departures from the requirements set out in the RTS on ESEF, whether due to fraud or error. Our procedures included evaluating the appropriateness of the digital format of the separate financial statements and assessing consistency between the digital format and the signed and audited separate financial statements, stamped by us for identification purposes.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

18. In our opinion, the separate financial statements of the Company, issued in Romanian, included in the Annual Report as at and for the year ended 31 December 2025 have been prepared, in all material respects, in accordance with the requirements of the RTS on ESEF.

Report on Other Legal and Regulatory Requirements - Public Interest Entities

19. In accordance with Article 10(2) of Regulation (EU) No. 537/2014 of the European Parliament and of the Council, we provide the following information in our independent auditor's report, which is required in addition to the requirements of International Standards on Auditing:

Appointment of Auditor and Period of Engagement

We were appointed by the General Shareholders' Meeting on 20 November 2023 to audit the separate financial statements of Roca Industry HoldingRock1 SA for the year ended 31 December 2025. Our total uninterrupted period of engagement is 3 years, covering the periods ending 31 December 2023 to 31 December 2025.

Consistency with Additional Report to Audit Committee

We confirm that our audit opinion on the separate financial statements expressed herein is consistent with the additional report to the Audit Committee of the Company, which we issued on the same date as the date of issuance of this independent auditor's report.

Services other than Statutory Audit (Non-audit Services)

We declare that no prohibited non-audit services referred to in Article 5 (1) of Regulation (EU) No. 537/2014 of the European Parliament and of the Council were provided and that we remained independent of the Company in conducting the audit.

The engagement partner on the audit resulting in this independent auditor's report is SOARE PAULA RALUCA.

Refer to the original signed and stamped Romanian version



For and on behalf of KPMG Audit S.R.L.:

SOARE PAULA RALUCA

registered in the electronic public register
of financial auditors and audit firms under
no AF1518

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register of financial auditors and audit
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Bucharest, 28 April 2026



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Independent Auditor's Limited Assurance Report on the Consolidated Sustainability Statement

(free translation¹)

To the Shareholders of Roca Industry HoldingRock1 SA

Gara Herăstrău nr. 4, corp A, 3rd floor, sector 2, Bucharest
Unique Registration Code: 44987869

Limited assurance conclusion

We have performed a limited assurance engagement on whether the Consolidated Sustainability Statement of Roca Industry HoldingRock1 SA (*"the Company"*) and its subsidiaries (together *"the Group"*) as of and for the year ended 31 December 2025, included in the Group's Annual Report (*"the Sustainability Statement"*), part of the Administrators' Report has been prepared in accordance with chapter 7¹ in Annex I of Order of Minister of Public Finance No. 2844/2016 for approval of accounting regulations in accordance with International Financial Reporting Standards and related amendments (*"OMPF no. 2844/2016"*).

Based on the procedures performed and evidence obtained, nothing has come to our attention to cause us to believe that the Sustainability Statement as of and for the year ended 31 December 2025 is not prepared, in all material respects, in accordance with chapter 7¹ in Annex I of OMPF no. 2844/2016, including:

- Compliance with the European Sustainability Reporting Standards (ESRS), including that the process carried out by the Group to identify the information reported in the Sustainability Statement (*"the Process"*) is in accordance with the description set out in section *IRO-1 Description of the process to identify and assess material impacts, risks and opportunities of the ESRS 2 – General Disclosures* chapter of the Sustainability Statement, and
- Compliance of the disclosures regarding taxonomy in the *Report pursuant to Article 8 of Regulation (EU) 2020/852 of the European Parliament and of the Council (the 'Taxonomy Regulation')* chapter of the Sustainability Statement with the reporting requirements of Article 8 of Regulation (EU) 2020/852 (*"the Taxonomy Regulation"*).

Our conclusion on the Sustainability Statement does not extend to any other information that accompanies or contains the Sustainability Statement and our limited assurance report thereon. We have not performed any assurance procedures as part of this engagement with respect to such information. However, we audited the separate and consolidated financial statements of the Company and the Group, respectively, as of and for the year ended 31 December 2025, forming part of the other information, and the results thereon are presented in separate reports, with unmodified opinions.

¹ TRANSLATOR'S EXPLANATORY NOTE: The above translation of the auditor's report is provided as a free translation from Romanian which is the official and binding version.

Basis for the limited assurance conclusion

We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information*, issued by the International Auditing and Assurance Standards Board (IAASB). Our responsibilities under this standard are further described in 'Our responsibilities' section of our report.

We have complied with the independence and other ethical requirements of the *International Code of Ethics for Professional Accountants (including International Independence Standards)* issued by the International Ethics Standards Board of Accountants (IESBA Code), together with the ethical requirements that are relevant to our assurance engagement on the Sustainability Statement in Romania, including Law no. 162/2017 and related amendments.

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Responsibilities for the Sustainability Statement

The Management of the Company is responsible for designing, implementing and maintaining a process to identify the information reported in the Sustainability Statement in accordance with the ESRS and for disclosing this process in section *IRO-1 Description of the process to identify and assess material impacts, risks and opportunities* of the ESRS 2 – *General Disclosures* chapter of the Sustainability Statement. This responsibility includes:

- Understanding the context in which the Group's activities and business relationships take place and developing an understanding of its affected stakeholders;
- Identifying the actual and potential impacts (both negative and positive) related to sustainability matters, as well as risks and opportunities that affect, or could reasonably be expected to affect, the Group's financial position, financial performance, cash flows, access to finance or cost of capital over the short, medium, or long term;
- Assessing the materiality of the identified impacts, risks and opportunities related to sustainability matters by selecting and applying appropriate thresholds; and
- Developing methodologies and making assumptions that are reasonable in the circumstances.

Management is further responsible for the preparation of the Sustainability Statement, in accordance with chapter 7¹ in Annex I of OMPF no. 2844/2016, including:

- Compliance with the ESRS;
- Preparing the disclosures in the *Report pursuant to Article 8 of Regulation (EU) 2020/852 of the European Parliament and of the Council (the 'Taxonomy Regulation')* chapter of the Sustainability Statement, in compliance with Article 8 of the Taxonomy Regulation;
- Designing, implementing and maintaining such internal controls as are determined necessary to enable the preparation of the Sustainability Statement such that it is free from material misstatement, whether due to fraud or error; and
- Selecting and applying appropriate sustainability reporting methods and making assumptions and estimates about individual sustainability disclosures that are reasonable in the circumstances.

Those charged with governance are responsible for overseeing the reporting process for the Group's Sustainability Statement.

Inherent limitations in preparing the Sustainability Statement

There are inherent limitations regarding the measurement or evaluation of the sustainability matters presented in the Sustainability Statement subject to limited assurance, including:

- As disclosed in the *BP-2 Disclosures in relation to specific circumstances* section of the *ESRS 2 – General disclosures* chapter of the Sustainability Statement, greenhouse gas emissions quantification is subject to significant inherent uncertainty as a result of both scientific and estimation uncertainty;
- In determining the disclosures in the Sustainability Statement, Management interprets undefined legal and other terms. Undefined legal and other terms may be interpreted differently, including the legal conformity of their interpretation and, accordingly, are subject to uncertainties.

Further, in reporting forward-looking information in accordance with ESRS, Management is required to prepare the forward-looking information on the basis of disclosed assumptions about events that may occur in the future and possible future actions by the Group. The actual outcome is likely to be different since anticipated events frequently do not occur as expected.

Our responsibilities

Our objectives are to plan and perform the assurance engagement to obtain limited assurance about whether the Sustainability Statement is free from material misstatement, whether due to fraud or error, and reporting our limited assurance conclusion to the Company's shareholders. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the Sustainability Statement as a whole.

Our responsibilities in relation to the Process for reporting the Sustainability Statement, include:

- Obtaining an understanding of the Process but not for the purpose of providing a conclusion on the effectiveness of the Process, including the outcome of the Process; and
- Designing and performing procedures to evaluate whether the Process is consistent with the Group's description of its Process, as disclosed in section *IRO-1 Description of the process to identify and assess material impacts, risks and opportunities* of the *ESRS 2 – General Disclosures* chapter of the Sustainability Statement.

Our other responsibilities in respect of the Sustainability Statement include:

- Obtaining an understanding of the Group's control environment, processes and information systems relevant to the preparation of the Sustainability Statement but not evaluating the design of particular control activities, obtaining evidence about their implementation or testing their operating effectiveness;
- Identifying disclosures where material misstatements are likely to arise, whether due to fraud or error; and
- Designing and performing procedures focused on disclosures in the Sustainability Statement where material misstatements are likely to arise. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Summary of the work we performed as the basis for our conclusion

A limited assurance engagement involves performing procedures to obtain evidence about the Sustainability Statement. We designed and performed our procedures to obtain evidence about the Sustainability Statement that is sufficient and appropriate to provide a basis for our conclusion. The nature, timing and extent of our procedures depended on our understanding of the Sustainability Statement and other engagement circumstances, including the identification of disclosures where material misstatements are likely to arise, whether due to fraud or error, in the Sustainability Statement. We exercised professional judgment and maintained professional skepticism throughout the engagement.

In conducting our limited assurance engagement, with respect to the Process, the procedures we performed included:

- Obtaining an understanding of the Process by:
 - performing inquiries to understand the sources of the information used by management; and
 - inspecting the Group's internal documentation of its Process; and
- Evaluating whether the evidence obtained from our procedures about the Process was consistent with the description of the Process set out in section *IRO-1 Description of the process to identify and assess material impacts, risks and opportunities* of the *ESRS 2 – General Disclosures* chapter of the Sustainability Statement.

In conducting our limited assurance engagement with respect to the Sustainability Statement, the procedures we performed included, among others:

- Obtaining an understanding of the Group's reporting processes relevant to the preparation of its Sustainability Statement by performing inquiries of the Group's personnel and inspecting the relevant documentation;
- Evaluating whether material information identified by the Process is included in the Sustainability Statement;
- Evaluating whether the structure and the presentation of the Sustainability Statement is in accordance with the ESRS;
- Performing inquiries of relevant personnel and analytical procedures on selected disclosures in the Sustainability Statement;
- Performing substantive procedures on a sample basis on selected disclosures in the Sustainability Statement;
- Obtaining an understanding of the process to identify taxonomy-eligible and taxonomy-aligned economic activities and the corresponding disclosures in the Sustainability Statement;
- Evaluating whether the standardized reporting templates required by the Taxonomy Regulation were appropriately used to present the key performance indicators; and
- Assessing whether the disclosures in the Sustainability Statement reconcile, where relevant, with the Group's financial statements.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

For and on behalf of KPMG Audit S.R.L.:

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SOARE PAULA RALUCA

KPMG Audit SRL

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registered in the electronic public register
of financial auditors and audit firms under
no FA9

Bucharest, 28 April 2026