PURCARI WINERIES PUBLIC COMPANY LIMITED

PRELIMINARY UNAUDITITED GROUP AND SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025

Contents

Board of Directors and Other Officers

Name	Date of appointment	Title
Victor Bostan	Listing date	Executive Director
Krzysztof Grabowski	Appointed by the AGM on 15 December 2025	Non-executive Director
Alexandru Filip	Appointed by the AGM on 22 May 2024	Executive Director
Raluca Man	Appointed by the AGM on 26 May 2023	Non-executive, Independent Director
Catalina Banu	Appointed by the AGM on 26 May 2023	Non-executive, Independent Director
Marta Pawinska	Appointed by the AGM on 15 December 2025	Non-executive Director
Alin Visan	Appointed by the AGM on 15 December 2025	Non-executive Director

Chairman of the Board of Directors: Krzysztof Grabowski, elected by the Board of Directors to this position on 15 December 2025.

Company Secretary: Inter Jura CY (Services) Limited

Registered office: 1, Lampousas Street
1095 Nicosia
Cyprus

Registration number: HE 201949

The Unaudited Consolidated Financial Statements for the year ended 31 December 2025, including the Non-Audited, Interim Condensed Consolidated Financial Statements for the twelve-months period ended 31 December 2025 was approved by the Board of Directors on February 25th, 2026.

The Company's subsidiaries and information related to the ownership interest as of December 31, 2025, are presented below:

	Company name	Country of Incorporation	Principal activity	Ownership interest, %
1	Vinorum Holdings Ltd	Cyprus	Holding company	100%
2	West Circle Ltd	Cyprus	Holding company	100%
3	Crama Ceptura SRL	Romania	Production, bottling and sales of wine	100%
4	Vinoteca Gherasim Constantinescu SRL	Romania	Cultivation of grapes	100%
5	Vinaria Bardar SA	Republic of Moldova	Production, bottling and sales of divin	56.05%
6	Vinaria Bostavan SRL	Republic of Moldova	Production, bottling and sales of wine	100%
7	Vinaria Purcari SRL	Republic of Moldova	Production, bottling and sales of wine	100%
8	Domeniile Cuza SRL	Republic of Moldova	Production, bottling and sales of wine	100%
9	Casa Purcari SRL	Republic of Moldova	Hospitality (Bar & Restaurant)	100%
10	Fundatia Purcari AO	Republic of Moldova	Charity	100%
11	Purcari Wineries Ukraine LLC	Ukraine	Trading & Marketing	100%
12	Angel's Estate SA	Bulgaria	Production, bottling and sales of wine	76%
13	HTA Purcari Icecek Dis Ticaret Limited Sirketi	Turkey	Trading & Marketing	100%
14	Vintech Innovations SRL	Republic of Moldova	IT services	100%
15	Les Terres Noires SRL	Republic of Moldova	Cultivation of grapes	100%

The Group has no branches except the non-commercial Representation Office opened in China by its subsidiary Vinaria Purcari SRL in 2019.

1 SHAREHOLDERS AND ISSUED CAPITAL

Starting from 15 of February 2018, the shares issued by the Company started trading on the Bucharest Stock Exchange following to an initial public offering ("**IPO**") initiated by the shareholders Lorimer Ventures Limited, Amboselt Universal Inc. and IFC, for 49% of the Company's shares (representing 9,800,000 shares at that date).

As at 31 December 2024 the share capital structure and the ownership of registered shares was as follows:

	Number of shares	% of ownership
Amboselt Universal Inc.	8,099,123	20.0705%
Dealbeta Investments	3,172,754	7.8624%
Magna Umbrela Fund PLC&Oaks Emerging Umbrela Fund	3,066,532	7.5992%
Clairmont Holdings Limited&Leo Overseas Limited	2,525,677	6.2589%
Conseq	2,300,000	5.6997%
Magna Umbrela Fund PLC	2,180,512	5.4036%
Paval Holding	2,005,875	4.9708%
Others	17,002,821	42.1349%
Total	**40,353,294**	**100%**

As at 31 December 2024, the Company directors with any holdings in the Company's share capital were as follows:

	Shares held, number	Shares held, %
Victor Bostan (direct holding and indirect holding, through Amboselt Universal Inc. and family members)	8,187,603	20.3146%
Alexandru Filip (direct holding)	719	0.0018%

As at 31 December 2025 the share capital structure and the ownership of registered shares was as follows:

	Number of shares	% of ownership
Maspex Romania SRL	30,033,749	73.2320%
Amboselt Universal Inc.	6,099,123	14.8716%
Others	4,878,908	11.8964%
Total	**41,011,780**	**100%**

As at 31 December 2025, the Company directors with any holdings in the Company's share capital were as follows:

	Shares held, number	Shares held, %
Victor Bostan (direct holding and indirect holding, through Amboselt Universal Inc. and family members)	6,099,123	14.8716%
Alexandru Filip (direct holding)	1	0.000002%

Purcari Wineries Public Company Limited

Unaudited Consolidated Financial Statements

for the year ended 31 December 2025

prepared in accordance with International Financial Reporting Standards as adopted by European Union and the requirement of the Cyprus Companies Law, Cap. 113

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Consolidated Statement of Financial Position as at 31 December 2025

all amounts are in RON, unless stated otherwise

	Note	31 December 2025	31 December 2024
Assets			
Property, plant and equipment	7	339,540,651	295,227,919
Intangible assets	11	5,577,852	4,660,268
Loans receivable	10	-	-
Equity instruments measured at fair value through profit or loss	9	9,641,070	7,795,841
Other non-current assets		479,246	388,440
Non-current assets		**355,238,819**	**308,072,468**
Inventories	13	343,160,569	300,067,297
Loans receivable	10	2,509,777	2,431,023
Trade and other receivable	12	139,288,626	101,103,898
Prepaid Income tax		1,616,781	61,195
Prepayments to suppliers		6,248,599	5,935,806
Other current assets		758,159	939,559
Cash and cash equivalents	14	18,658,458	20,703,484
Current assets		**512,240,969**	**431,242,262**
Total assets		**867,479,788**	**739,314,730**
Equity			
Share capital	15	2,065,559	2,032,198
Share premium	15	51,269,121	45,503,042
Capital reserves	15	69,102,693	69,102,693
Treasury shares reserve	15	(0)	0
Other reserves	15	(3,793,039)	(2,492,006)
Translation reserve		(1,812,811)	(8,016,322)
Retained earnings		276,882,712	254,269,531
Equity attributable to owners of the Company		**393,714,235**	**360,399,136**
Non-controlling interests	30	37,378,905	37,859,800
Total equity		**431,093,140**	**398,258,936**
Liabilities			
Borrowings	16	123,949,555	121,907,055
Lease liabilities	17	7,005,154	6,319,361
Deferred income	18	16,584,033	16,798,920
Deferred tax liability	27	8,156,013	8,460,102
Put option over non-controlling interests	8	8,095,881	8,673,489
Non-current liabilities		**163,790,636**	**162,158,927**
Borrowings	16	155,239,714	80,235,781
Lease liabilities	17	2,287,175	1,308,794
Deferred income	18	2,420,905	2,115,657
Income tax payable		-	113,657
Employee benefits	28	12,425,708	7,572,667
Trade and other payable	19	97,104,512	84,616,447
Provisions	24	3,117,998	2,933,864
Current liabilities		**272,596,012**	**178,896,867**
Total liabilities		**436,386,648**	**341,055,794**
Total equity and liabilities		**867,479,788**	**739,314,730**

These consolidated financial statements were approved by the Board of Directors and authorized for issue on 26 of February 2026

Krzysztof Grabowski	Victor Bostan	Anatolie Belibov
Chairman of the Board of Directors	*Chief Executive Officer*	*Chief Financial Officer*

Consolidated Statement of Profit or Loss and Other Comprehensive Income for the year ended 31 December 2025

all amounts are in RON, unless stated otherwise

	Note	2025	2024
Revenue from contracts with customers	20	437,151,436	382,324,677
Cost of sales	21	(236,967,412)	(197,094,401)
Gross profit		**200,184,024**	**185,230,276**
Other operating income (expenses)	24	2,039,221	6,509,092
Marketing and sales expenses	22	(71,424,020)	(57,884,459)
General and administrative expenses	23	(56,659,781)	(45,501,990)
Impairment (loss) / Reversal on trade and loan receivable	29	(128,498)	(1,584,086)
Impairment loss of Investment in subsidiary		-	(576,898)
Change in fair value of biological assets	25	7,327,931	(3,395,813)
Net asset loss on deconsolidation of subsidiary		-	(4,927,721)
Profit from operating activities		**81,338,877**	**77,868,401**
Finance income	26	248,269	3,439,305
Finance costs	26	(18,667,185)	(10,538,961)
Net finance costs	**26**	**(18,418,916)**	**(7,099,656)**
Profit before tax		**62,919,961**	**70,768,745**
Income tax expense	27	(12,148,609)	(12,038,009)
Profit for the year		**50,771,352**	**58,730,736**
Other comprehensive income			
Items that are or may be reclassified to profit or loss			
Exchange differences on translation of foreign operations		5,838,407	(2,317,318)
Other comprehensive income/(loss) for the year		**5,838,407**	**(2,317,318)**
Total comprehensive income for the year		**56,609,653**	**56,413,418**
Profit attributable to:			
Owners of the Company		48,890,519	55,681,269
Non-controlling interests	30	1,880,827	3,049,467
		50,771,346	**58,730,736**
Total comprehensive income attributable to:			
Owners of the Company		55,094,030	52,312,834
Non-controlling interests	30	1,515,723	4,100,584
		56,609,753	**56,413,418**
Earnings per share, RON			
Basic and diluted earnings per share	15	**1.19**	**1.38**

Consolidated Statement of Changes in Equity for the year ended 31 December 2025

all amounts are in RON, unless stated otherwise

	Attributable to owners of the Company								Non-controlling interests	Total equity
	Share capital	Share premium	Capital reserves	Treasury shares reserve	Other reserves	Translation reserve	Retained earnings	Total		
Balance at 1 January 2024	**2,020,462**	**43,652,065**	**69,102,693**	**(662,997)**	**(4,558,944)**	**(4,647,887)**	**225,091,110**	**329,996,502**	**35,922,532**	**365,919,034**
Total comprehensive income										
Profit for the year	-	-	-	-	-	-	55,681,269	55,681,269	3,049,467	58,730,736
Exchange differences on translation of foreign operations	-	-	-	-	-	(3,368,435)	-	(3,368,435)	1,051,117	(2,317,318)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**(3,368,435)**	**55,681,269**	**52,312,834**	**4,100,584**	**56,413,418**
Transactions with owners of the Company										
Share capital increase	11,736	1,163,264	-	-	-	-	-	1,175,000	-	1,175,000
Shares allocated to employees	-	-	-	389,790	(389,790)	-	-	-	-	-
Equity-settled share-based payments (Note 29)	-	-	-	-	1,876,854	-	-	1,876,854	-	1,876,854
Exercise of stock options	-	687,713	-	-	(687,713)	-	-	-	-	-
Put option over non-controlling interests (Note 9)	-	-	-	-	1,267,587	-	-	1,267,587	-	1,267,587
Dividends	-	-	-	-	-	-	(26,229,641)	(26,229,641)	-	(26,229,641)
Recycling of treasury shares reserve	-	-	-	273,207	-		(273,207)	-	-	-
Total transactions with owners of the Company	**11,736**	**1,850,977**	**-**	**662,997**	**2,066,938**	**-**	**(26,502,848)**	**(21,910,200)**	**-**	**(21,910,200)**
Other changes in equity										
Dividends to non-controlling interests	-	-	-	-	-	-	-	-	(2,163,316)	(2,163,316)
Total other changes in equity	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(2,163,316)**	**(2,163,316)**
Balance at 31 December 2024	**2,032,198**	**45,503,042**	**69,102,693**	**-**	**(2,492,006)**	**(8,016,322)**	**254,269,531**	**360,399,136**	**37,859,800**	**398,258,936**
Balance at 1 January 2025	**2,032,198**	**45,503,042**	**69,102,693**	**-**	**(2,492,006)**	**(8,016,322)**	**254,269,531**	**360,399,136**	**37,859,800**	**398,258,936**
Total comprehensive income										
Profit for the year	-	-	-	-	-	-	48,890,519	48,890,519	1,880,827	50,771,346
Exchange differences on translation of foreign operations	-	-	-	-	-	6,203,511	-	6,203,511	(365,104)	5,838,407
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**6,203,511**	**48,890,519**	**55,094,030**	**1,515,723**	**56,609,753**
Transactions with owners of the Company										
Share capital increase	33,361	1,500,957	-	-	(1,534,318)	-	-	-	-	-
Shares allocated to employees	-	2,935,771	-	-	(2,935,771)	-	-	-	-	-
Equity-settled share-based payments (Note 29)	-	-	-	-	**3,897,982**	-	-	**3,897,982**	-	**3,897,982**
Exercise of stock options	-	1,329,351	-	-	(1,329,351)	-	-	-	-	-
Put option over non-controlling interests (Note 9)	-	-	-	-	-	-	-	-	-	-
Put written on minority shareholders	-	-	-	-	600,425	-	-	600,425	-	600,425
Dividends	-	-	-	-	-	-	(26,277,338)	(26,277,338)	-	(26,277,338)
Total transactions with owners of the Company	33,361	**5,766,078**	**-**	**-**	**(1,301,032)**	**-**	(26,277,338)	**(21,778,931)**	**-**	**(21,778,931)**
Other changes in equity										
Dividends to non-controlling interests	-	-	-	-	-	-	-	-	(1,996,618)	(1,996,618)
Total other changes in equity	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(1,996,618)**	**(1,996,618)**
Balance at 31 December 2025	**2,065,559**	**51,269,121**	**69,102,693**	**-**	**(3,793,039)**	**(1,812,811)**	**276,882,712**	**393,714,235**	**37,378,905**	**431,093,140**

	Note	2025	2024
Cash flows from operating activities			
Profit for the year		**50,771,346**	**58,730,736**
Adjustments for:			
Depreciation and amortization	**7, 11**	32,661,303	28,674,054
Equity-settled share-based payment transactions	**29**	3,897,982	1,876,854
Gain on disposal of property, plant & equipment & intangible assets	**24**	267,483	(1,628,022)
Reverse of impairment of property, plant and equipment, net	**7**	(80,447)	(80,362)
Impairment loss on trade receivable, net	**30**	128,498	1,584,086
(Reversal)/ impairment loss on non-financial assets	**24**	363,420	(1,425,120)
Charge of provision for potential fine	**24**	-	1,101,124
Release of deferred income	**24**	(2,005,305)	(2,885,159)
Gains on write-off of trade and other payables	**24**	(90,756)	(92,823)
Adjustment to fair value of biological assets	**25**	(7,327,931)	3,395,813
Income tax expense	**28**	12,148,609	12,038,009
Net finance costs	**26**	19,019,345	7,099,656
Operating profit before working capital changes		**109,753,547**	**108,388,846**
Changes in working capital:			
Inventories		(33,435,460)	(37,087,464)
Trade and other receivable		(38,002,258)	(17,022,180)
Prepayments to suppliers		(216,619)	(2,628,775)
Other current assets		110,843	(475,657)
Employee benefits		5,010,892	201,354
Trade and other payable		14,348,731	7,258,052
Cash generated from operating activities		**57,569,676**	**58,634,176**
Income tax paid		(15,075,230)	(11,884,435)
Interest paid	**16,17**	(10,850,074)	(9,855,299)
Net cash generated from operating activities		**31,644,372**	**36,894,442**
Cash flows from investing activities			
Payments for acquisition of intangible assets	**11**	(1,871,374)	(202,504)
Payments for acquisition of property, plant and equipment	**7**	(75,802,076)	(58,761,276)
Loans reimbursed from / (granted to) third parties		-	-
Receipt of government grants	**18**	2,307,567	6,487,664
Acquisition of subsidiary, net of cash acquired	**8**	-	(13,949,616)
Proceeds from sale of property, plant and equipment		2,742,206	2,499,229
Net cash used in investing activities		**(72,623,677)**	**(63,926,503)**
Cash flows from financing activities			
Proceeds from exercise of share options		-	1,175,000
Receipt of borrowings	**16**	287,547,094	272,217,253
Repayment of borrowings	**16**	(217,352,200)	(214,184,803)
Repayment of lease liabilities	**17**	(1,011,425)	(991,462)
Acquisition of treasury shares	**15**	-	-
Dividends paid		(26,164,370)	(26,229,641)
Dividends paid to non-controlling interests		(2,768,493)	(3,313,300)
Net cash (used) in / generated from financing activities		**40,250,606**	**28,673,047**
Net decrease in cash and cash equivalents		**(728,699)**	**1,640,986**
Cash and cash equivalents at 1 January		**20,703,484**	**18,617,814**
Effect of movements in exchange rates on cash held		(1,316,327)	444,684
Cash and cash equivalents at 31 December	**14**	**18,658,458**	**20,703,484**

Notes to the Consolidated Financial Statements for the year ended 31 December 2025
all amounts are in RON, unless stated otherwise

Note 1. Reporting entity

Purcari Wineries Public Company Limited ("the Company") is a company domiciled in Cyprus. It was incorporated on 14 June 2007 as a private liability company under the provisions of the Cyprus Companies Law, Cap. 113. The registered office of the Company is 1 Lampousas Street, 1095 Nicosia, Cyprus, Tax Identification Number 12201949I. In December 2017 the Company changed its name from Bostavan Wineries Ltd. to Purcari Wineries Ltd., and at the beginning of 2018 became a public limited company and changed its name to Purcari Wineries Public Company Limited.

On 15 February 2018 the Company made a secondary IPO and its shares were admitted for trading at Bucharest Stock Exchange.

The Company had an issued share capital of 410,117.80 EUR as at 31 December 2025, that consists of 41,011,780 ordinary shares with the nominal value of 0.01 EUR each (2024: 40,353,294 ordinary shares with the nominal value of 0.01 EUR each).

These financial statements are the consolidated financial statements of Purcari Wineries Public Company Limited (the "Company") and its subsidiaries (together referred to as "the Group").

The Group is primarily involved in the production and sale of wine and brandy.

Subsidiaries

The Group's subsidiaries and information related to the Company's ownership interest are presented below:

	Country of incorporation	Ownership interest	
		31 December 2025	31 December 2024
Vinorum Holdings Ltd	Cyprus	100%	100%
West Circle Ltd	Cyprus	100%	100%
Crama Ceptura SRL	Romania	100%	100%
Vinoteca Gherasim Constantinescu SRL	Romania	100%	100%
Purcari Wineries Ukraine LLC	Ukraine	100%	100%
Angel's Estate SA	Bulgaria	76%	76%
Vinaria Bostavan SRL	Republic of Moldova	100%	100%
Vinaria Purcari SRL	Republic of Moldova	100%	100%
Vinaria Bardar SA	Republic of Moldova	56.05%	56.05%
Casa Purcari SRL	Republic of Moldova	100%	80%
Domeniile Cuza SRL	Republic of Moldova	100%	100%
Fundatia Purcari AO	Republic of Moldova	100%	100%
HTA Purcari Iek Dis Ticaret Ltd Sirketi	Turkey	100%	90%
Vintech Innovations SRL	Republic of Moldova	100%	100%
Les Terres Noires SRL	Republic of Moldova	100%	N/A

The structure of the Group as at 31 December 2025 is as follows:

- Purcari Wineries Public Company Limited is a holding company and is domiciled in Cyprus;
- Vinorum Holdings Ltd is a holding company and is was redomiciled from Gibraltar in Cyprus in 2025;
- West Circle Ltd is a holding company and it was redomiciled from British Virgin Islands in Cyprus in 2025;
- Crama Ceptura SRL is domiciled in Romania. Its major activity is the production, bottling and sale of wines;
- Vinoteca Gherasim Constantinescu SRL is domiciled in Romania. Its major activity is cultivation of grapes;
- Purcari Wineries Ukraine LLC is domiciled in Ukraine. Its major activity is trade marketing services for Group's product portfolio;
- Angel's Estate SA is domiciled in Bulgaria. Its major activity is the production, bottling and sale of wines;
- HTA Purcari Iek Dis Ticaret Ltd Sirketi is domiciled in Türkiye. Its major activity is trade marketing services for Group's product portfolio;
- Vintech Innovations SRL, is domiciled in the Republic of Moldova and its activity is the development of control software;
- Vinaria Bostavan SRL, Vinaria Purcari SRL and Domeniile Cuza SRL are domiciled in the Republic of Moldova. Their major activity is the production, bottling and sale of wines;

- Casa Purcari SRL is domiciled in the Republic of Moldova and its activity relates to hospitality industry (bar & restaurant);
- Fundatia Purcari AO is domiciled in the Republic of Moldova. This is a non-profit charity foundation.
- Vinaria Bardar SA is domiciled in the Republic of Moldova. Its major activity is the production, bottling and sale of brandy and divin. The nominal ownership interest of the Group in Vinaria Bardar SA is 53.91% as at 31 December 2025 (31 December 2024: 53.91%). However, because 3.83% of shares of Vinaria Bardar SA are treasury shares, the effective ownership interest of the Group in the subsidiary is equal to 56.05% as at 31 December 2025 (31 December 2024: 56.05%).
- 13,462

Control over land

Moldovan Legislation does not allow non-residents to own freehold land in the Republic of Moldova. In order to be able to exercise control over the land on which the Group's grape vines grow, the entire area of land was acquired by Victoriavin SRL, a related party of the Group. The Group's management considers that the related party should not be consolidated because this party is not controlled by the Company. The land is leased to Vinaria Bostavan SRL and Vinaria Purcari SRL, and on it, the grape vines of these subsidiaries are planted.

Victoriavin SRL is directly and fully owned by Victor Bostan (who is also shareholder of the Company through Amboselt Universal Inc.), and not the Company, because of the prohibition in Moldovan Law for companies with any element of foreign capital (such as subsidiaries) to own agricultural land in the Republic of Moldova. If Moldovan Law would change and this restriction on ownership of agricultural land would be removed, the Company has the option of requiring Victor Bostan to sell to the Company or any of its subsidiaries the relevant agricultural land (free and clear of any liens) for a gross purchase price of up to USD 1,500 per hectare.

The Group's subsidiaries Vinaria Bostavan SRL and Vinaria Purcari SRL rent land for their plantations of grape vines from the related party Victoriavin SRL based on lease agreements. On 1 January 2018 the Group signed new lease agreements with Victoriavin SRL for these plots of land, where the lease period is changed to 29 years from 1 January 2018 (to 31 December 2047). The lease payment is made annually until 30 November in MDL.

Note 2. Basis of preparation

These consolidated financial statements as at and for the year ended 31 December 2025 (hereinafter "consolidated financial statements" or "financial statements") have been prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union ("EU") and the requirements of the Cyprus Companies Law Cap.113.

As of the date of the authorization of the consolidated financial statements, all International Financial Reporting Standards issued by the International Accounting Standards Board (IASB) that are effective as of 1 January 2025 and are relevant to the Group's operations have been adopted by the EU through the endorsement procedure established by the European Commission.

The material accounting policies applied in the preparation of these consolidated financial statements are set out below in Note 6. The Group has consistently applied the accounting policies to all periods presented in these consolidated financial statements.

Note 3. Functional and presentation currency

The consolidated financial statements are presented in Romanian Leu ("RON") as the Group was listed on the Bucharest Stock Exchange (BVB) on 15 February 2018. All amounts have been rounded to the nearest unit, unless otherwise indicated.

Each entity of the Group determines its own functional currency, and items included in its financial statements are measured using the functional currency and is the currency of their primary economic environment.

The currencies of the primary economic environment in which the companies of the Group operate were as follows:

- Purcari Wineries Public Company Limited - EUR,
- Vinorum Holdings Ltd, West Circle Ltd - US Dollar (USD),
- Crama Ceptura SRL, Vinoteca Gherasim Constantinescu - Romanian Leu (RON),
- Vinaria Bardar SA, Vinaria Bostavan SRL, Vinaria Purcari SRL, Domeniile Cuza SRL, Casa Purcari SRL, Vintech Innovations SRL, Les Terres Noires SRL - Moldovan Leu (MDL),
- Purcari Wineries Ukraine LLC - Ukrainian Hryvnia (UAH),
- Angel's Estate SA – Bulgarian Lev (BGN),
- HTA Purcari Iek Dis Ticaret Limited Sirketi – Turkish Lira (TRY).

When converting functional currency to RON as presentation currency, IAS 21 requires that assets and liabilities are converted using the closing exchange rate prevailing at each reporting period. Revenue and expenses are converted using the exchange rates prevailing at the transaction date. Equity elements, other than Profit or loss for the year and Translation reserve, are translated using the historical exchange rate at the transaction date.

All foreign exchange rate differences resulting from the translation from functional currency to presentation currency are recognized as a separate component of equity ("Translation reserve") in the Consolidated Statement of Financial Position and in other comprehensive income in the Consolidated Statement Profit or Loss and Other Comprehensive Income.

Note 4. Use of estimates and judgments

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

a) Judgments

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements was included in the following notes:

- Note 9 – put option over non-controlling interests;
- Note 25 b) – classification of joint arrangements;
- Note 28 – management incentive program;
- Note 32 – contingent liabilities from litigations and claims.

b) Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that may result in a material adjustment in the subsequent twelve-month period was included in the following notes:

- Note 6 (c) – estimates relating to the useful lives of property, plant and equipment;
- Note 8 – valuation of the put option over non-controlling interests;
- Note 9 – assumptions and estimates used in the valuation of equity instruments at fair value through profit or loss;
- Note 25 – assumptions and estimates used in the valuation of harvest of grapes;
- Note 29 – financial instruments (credit risk), measurement of expected credit loss ("ECL") allowance for trade receivables.

Measurement of fair values

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities.

The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of IFRS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Group uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- *Level 1*: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- *Level 2*: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- *Level 3*: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values was included below and in the following notes:

- Note 8 – valuation of the put option over non-controlling interests;
- Note 9 – valuation of equity instruments measured at fair value through profit or loss ("FVTPL");
- Note 25 – valuation of biological assets (grapes on vines);
- Note 29 – financial instruments (fair values).

Note 5. Basis of measurement

Management has prepared these consolidated financial statements under the going concern basis, which assumes the realisation of assets and settlement of liabilities in the course of ordinary economic activity. These consolidated financial statements have been prepared on the historical cost basis, except for:

- biological assets (grapes on vines) which are measured at fair value less costs to sell at point of harvest;
- equity securities measured at FVTPL;
- put option over non-controlling interests measured at fair value.

Note 6. Material accounting policy information

The material accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements. The accounting policies of subsidiaries have been changed where necessary to adhere to the consistent application of the accounting policies applied by the Group. Management seeks not to reduce the understandability of these financial statements by obscuring material information with immaterial information. Hence, only material accounting policy information is disclosed, where relevant, in the related disclosure notes.

a) Basis of consolidation

These consolidated financial statements comprise the financial statements of the parent company Purcari Wineries Public Company Limited and the financial statements of the companies controlled by the Company as at 31 December 2025.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

(ii) Non-controlling interests

The Group measures any non-controlling interests in the subsidiary at their proportionate share of the subsidiary's identifiable net assets.
Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. Adjustments to non-controlling interests are based on a proportionate amount of the net assets of the subsidiary.
Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, statement of comprehensive income, statement of changes in equity and statement of financial position respectively.

(iii) Put option over non-controlling interests

Put option over non-controlling interests in a business combination are accounted within equity in "Other reserves" using the present-access method, considering that the non-controlling interests still have present access to the returns associated with the underlying ownership interests, since this option is based on a variable price. Then subsequent to initial recognition the changes in the carrying amount of the put liability are recognised within equity in "Other reserves".

(iv) Inter-company elimination

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated.
Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.
Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group

b) Foreign currency

Foreign currency transactions

Transactions in foreign currencies are translated to the functional currency of each company within Group at exchange rates at the dates of the transactions. The foreign exchange rates at the end of the reporting period for each subsidiary is as follows: EUR/USD – 1.175 (31 December 2024: 1.0389) , MDL/USD – 16.7925 (31 December 2024 – 18.4791), MDL/EUR – 19.7597 (31 December 2024 – 19.3106), RON/EUR - 5.0985 (31 December 2024 - 4.9741), BGN/USD – 1.66355 (31 December 2024 – 1.8826).

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency at the exchange rate when the fair value was determined. Foreign currency differences are generally recognised in profit or loss under net finance cost. Non-monetary items that are measured based on historical cost in a foreign currency are not translated.

Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into RON at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into RON at the exchange rates at the average foreign exchange rates. Components of equity are not retranslated but recorded in RON from the initial translation into the presentation currency.

Foreign currency differences are recognised in other comprehensive income and accumulated in the translation reserve, except to the extent that the translation difference is allocated to non-controlling interests.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of an associate while retaining significant influence, the relevant proportion of the cumulative amount is reclassified to profit or loss.

c) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Grape vines

The Group has adopted the amendments to accounting standards IAS 16 *Property Plant and equipment* and IAS 41 *Agriculture* (effective for annual periods beginning on or after 1 January 2016). These amendments result in bearer plants being in the scope of IAS 16 *Property, Plant and Equipment*, instead of IAS 41 *Agriculture*, to reflect the fact that their operation is similar to that of manufacturing.

Following this amendment, the Group used the fair value of bearer plants (grape vines) as at 1 January 2014 as deemed cost at that date. The subsequent additions are accounted for in accordance with IAS 16.

(ii) Depreciation

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in profit or loss. Land and construction in progress are not depreciated.
The estimated useful lives of property, plant and equipment for current and comparative periods were as follows:

- buildings and constructions 15-40 years
- equipment 3-25 years
- vehicles 5-12 years
- other fixed assets 2-30 years
- grape vines 30 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

d) Intangible assets

(i) Recognition and measurement

Intangible assets comprise customer relationships, software, instruction recipes, trademarks and licenses that are acquired by the Group and have finite useful lives. Intangible assets are measured at cost less accumulated amortisation and any accumulated impairment losses. The subsequent additions are accounted for in accordance with IAS 38.

(ii) Amortization

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in profit or loss.
The estimated useful lives for the current and comparative years were as follows:

- customer relationships 15 years
- software 3-10 years
- instruction recipes 5 years
- trademarks 5.5-10 years
- licenses period of licence validity

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

e) Biological assets

Biological assets comprise grapes on the vine, which are measured at fair value less costs to sell, with any change therein recognized in profit or loss in changes in fair value of biological assets.

f) Inventories

Inventories are measured at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The cost of inventories is based on the weighted average principle. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity. The cost of work in progress includes also storage costs, which are necessary in the production process before a further production stage.

The harvested product (grapes) is measured at fair value less cost to sell at the point of harvest. After harvest, it is treated as inventory in accordance with IAS 2. According to IAS 21 the borrowing costs are not capitalised for inventories as these are not considered qualifying assets.

g) Financial instruments

(i) 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, for an item not at 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.

(ii) Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at: amortized cost or FVTPL.

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.

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 not classified as measured at amortized cost as described above are measured at FVTPL.

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortized 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.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances, call deposits and deposits with maturities of three months or less from the set-up date that are subject to an insignificant risk of changes in their fair value and are used by the Group in the management of its short-term commitments.

Financial liabilities – measurement categories

Financial liabilities are initially recognised at fair value and classified as subsequently measured at amortised cost.

Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings, using the effective interest method, unless they are directly attributable to the acquisition, construction or production of a qualifying asset, in which case they are capitalised as part of the cost of that asset.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

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 extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires). 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 non-cash assets transferred or liabilities assumed, is recognised in profit or loss as “other income” or “finance costs”.

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds, including interest on borrowings, amortisation of discounts or premium relating to borrowings, amortisation of ancillary costs incurred in connection with the arrangement of borrowings, finance lease charges and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Trade and other payable

Trade payable are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Trade and other payable are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

(iii) Derecognition

Financial assets

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

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.

h) Impairment

Financial instruments

The Group recognises loss allowances for ECLs on financial assets measured at amortised cost. Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group’s historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Group considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 360 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

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. 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.

(i) Non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash generating units ("CGUs").

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount. Impairment losses are recognised in profit or loss.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. A reversal of an impairment loss is recognised in profit or loss.

i) Employee benefits

(i) Defined contribution plans

The Group, in the normal course of business makes payments to the National Social Insurance Authority and to the National Medical Insurance Authority on behalf of its employees for pension, health care and unemployment benefit. All employees of the Group are members and are also legally required to make defined contributions (included in the social security contributions) to the State pension plan (a State defined contribution plan).

Compulsory contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(ii) Short term service benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

(iii) Share-based payments arrangements

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognised as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of awards that meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant-date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

j) Provisions

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

k) Revenue

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a good or service to a customer.

	Nature and timing of satisfaction of performance obligations, including significant payment terms	Revenue recognition policies
Sale of goods	The Group manufactures wine, divin and brandy. Customers obtain control of goods when the significant risks and rewards of ownership have been transferred to them. Revenue is recognised at that point in time, although invoices are generated when the goods are dispatched from the Group's warehouse. The revenue is generated though wholesalers mostly. No significant element of financing is deemed present as the invoices are usually payable within 30-90 days from the date of delivery and acceptance of goods by the customers. No discounts or loyalty points are offered for sale of goods, except for standard contractual discounts included in the invoices issued by the subsidiaries Crama Ceptura SRL in Romania and Angel's Estate SA in Bulgaria. Some contracts permit the customer to return an item due to quality claims, and the period for these claims is usually no longer than 15 days from the date of delivery and acceptance of goods by the customers.	Revenue is recognised when the significant risks and rewards of ownership have been transferred to the customer. The timing of the transfer of risks and rewards varies depending on the individual terms of the sales agreement and incoterms. For contracts that permit the customer to return an item, revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.
Hotel and restaurant services	Invoices for hotel and restaurant services are issued on the moment the services are consumed (i.e. at check-out) and usually are paid at check-out.	The revenue is recognised over time as the customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs.

l) Governments grants

The government grants are initially recognised as deferred income at fair value if there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant; they are then recognised in profit or loss as other income on a systematic basis over the useful life of the asset.

Grants that compensate the Group for expenses incurred are recognised in profit or loss on a systematic basis in the periods in which the expenses are recognised.

m) Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently 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. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased. Lease payments included in the measurement of the lease liability comprise the following:
- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.
The Group presents right-of-use assets in "Property, plant and equipment" and lease liabilities separately in the statement of financial position.

Short-term and low-value leases

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value (up to 20 thousand RON) and short-term leases (up to 1 year). The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

n) Finance income and finance costs

The Group's finance income and finance costs include:
- interest income;
- interest expense;
- the foreign currency gain or loss on financial assets and financial liabilities;
- the net gain or loss on financial assets at FVTPL.

Interest income or expense is recognised using the effective interest method.

The "effective interest rate" is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to a gross basis.

o) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends.

(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if certain criteria are met.

p) Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares, net of any tax effects, are recognised as a deduction from equity.

Treasury shares

When shares recognised as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the treasury share reserve. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

Earnings per share

(i) Basic earnings per share
Basic earnings per share is calculated by dividing:
• the profit attributable to owners of the company, excluding any costs of servicing equity other than ordinary shares
• by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares (note 15).

(ii) Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:
• the after-income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
• the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

q) Standards issued but not yet effective

The following Standards, Amendments to Standards and Interpretations have been issued but are not yet effective for the annual period beginning on 1 January 2024. The Group has not early adopted the new or amended standards in preparing these consolidated financial statements.
The management expects that the adoption of the below financial reporting standards in future periods will not have a significant effect on the consolidated financial statements of the Group:

(i) Standards issued but not yet effective

The following new and amended standards are effective for annual periods beginning after 1 January 2024 and earlier application is permitted. The Group has not early adopted any of these new and amended standards and does not expect that they will have a significant impact on the Group's consolidated financial statements when become effective.

- Classification of Liabilities as Current or Non-Current (Amendments to IAS 1);
- Non-current Liabilities with Covenants (Amendments to IAS 1);
- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7);
- Lease Liability in a Sale and Leaseback (Amendments to IFRS 16);
- Lack of exchangeability (Amendments to IAS 21).

(ii) IFRSs, Amendments to IFRSs and Interpretations not adopted by the EU

- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7);
- Lack of exchangeability (Amendments to IAS 21).

r) Adoption of new or revised standards and interpretations

During the current year the Group adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for accounting periods beginning on 1 January 2024. This adoption did not have a material effect on the accounting policies of the Group, except for:

Amendments to IAS 1 and IFRS Practice Statement 2: Disclosure of Accounting policies (issued on 12 February 2021 and effective for annual periods beginning on or after 1 January 2024).

IAS 1 was amended to require companies to disclose their material accounting policy information rather than their significant accounting policies. The amendment provided the definition of material accounting policy information. The amendment also clarified that accounting policy information is expected to be material if, without it, the users of the financial statements would be unable to understand other material information in the financial statements.

The amendment provided illustrative examples of accounting policy information that is likely to be considered material to the entity's financial statements Further, the amendment to IAS 1 clarified that immaterial accounting policy information need not be disclosed. However, if it is disclosed, it should not obscure material accounting policy information. To support this amendment, IFRS Practice Statement 2, 'Making Materiality Judgements' was also amended to provide guidance on how to apply the concept of materiality to accounting policy disclosures. The amendments resulted in changes in presentation of these financial statements, primarily by removing significant accounting policies that do not represent material accounting policy information.

Note 7. Property, plant and equipment

Movements in the carrying amount of property, plant and equipment from 1 January 2025 to 31 December 2025 were as follows:

	Assets under construction	Land	Buildings and constructions	Equipment	Vehicles	Other	Grape vines	Total
Cost								
Balance at 1 January 2025	**5,325,970**	**24,741,732**	**198,279,981**	**212,153,241**	**16,549,033**	**10,297,376**	**69,874,014**	**537,221,347**
Additions	56,172,105	2,171,179	2,215,293	16,881,189	309,129	80,026	-	77,828,921
Acquisitions through business combinations	-	-	-	-	-	-	-	-
Transfers	(41,839,231)	(611,377)	9,892,649	27,638,122	3,654,810	563,574	701,453	-
Disposals	331,577	(587,777)	(1,298,131)	(4,837,609)	(524,471)	(233,097)	345,210	(6,804,298)
Derecognition - deconsolidation	-	-	-	-	-	-	-	-
Effect of movement in exchange rates	1,121,113	133,794	(758,159)	1,682,998	(1,603,351)	29,236	224,465	830,096
Balance at 31 December 2025	**21,111,534**	**25,847,551**	**208,331,633**	**253,517,941**	**18,385,150**	**10,737,115**	**71,145,142**	**609,076,066**
Accumulated depreciation and impairment losses								
Balance at 1 January 2025	**-**	**1,072,950**	**107,738,058**	**91,962,624**	**12,625,804**	**8,755,471**	**19,838,521**	**241,993,428**
Depreciation for the year	-	338,439	8,512,145	15,531,322	3,440,537	830,489	3,177,502	31,830,434
Impairment loss, net	-	-	(80,143)	(304)	-	-	-	(80,447)
Disposals	-	-	(66,123)	(3,382,742)	(476,774)	(164,461)	295,491	(3,794,609)
Derecognition - deconsolidation	-	-	-	-	-	-	-	-
Effect of movement in exchange rates	-	(25,983)	(521,071)	(177,294)	22,821	56,997	231,139	(413,391)
Balance at 31 December 2025	**-**	**1,385,406**	**115,582,866**	**103,933,606**	**15,612,388**	**9,478,496**	**23,542,653**	**269,535,415**
Carrying amounts								
At 1 January 2025	**5,325,970**	**23,668,782**	**90,541,923**	**120,190,617**	**3,923,229**	**1,541,905**	**50,035,493**	**295,227,919**
At 31 December 2025	**21,111,534**	**24,462,145**	**92,748,767**	**149,584,335**	**2,772,762**	**1,258,619**	**47,602,489**	**339,540,651**

	Assets under construction	Land	Buildings and constructions	Equipment	Vehicles	Other	Grape vines	Total
Cost								
Balance at 1 January 2024	**7,472,105**	**14,843,225**	**173,987,427**	**170,625,864**	**13,161,020**	**9,397,626**	**51,640,634**	**441,127,901**
Additions	52,909,678	261,042	3,730,521	2,519,712	1,161,110	181,439	923,814	61,687,316
Acquisitions through business combinations	584,590	3,437,230	-	29,770	-	-	9,075,885	13,127,475
Transfers	(55,256,421)	5,998,815	9,082,548	30,839,754	3,869,062	695,692	4,770,550	-
Disposals	-	-	(603,103)	(3,038,604)	(1,326,859)	(43,331)	1,168,035	(3,843,862)
Derecognition - deconsolidation	-	-	(361,301)	(841,323)	(555,372)	(34,860)		(1,792,856)
Effect of movement in exchange rates	(383,982)	201,420	12,443,889	12,018,068	240,072	100,810	2,295,096	26,915,373
Balance at 31 December 2024	**5,325,970**	**24,741,732**	**198,279,981**	**212,153,241**	**16,549,033**	**10,297,376**	**69,874,014**	**537,221,347**
Accumulated depreciation and impairment losses								
Balance at 1 January 2024	**-**	**893,913**	**89,001,089**	**70,923,820**	**10,348,777**	**7,941,553**	**14,290,912**	**193,400,064**
Depreciation for the year	-	153,099	7,397,548	13,549,153	2,237,765	795,073	3,081,916	27,214,554
Impairment loss, net	-	-	(80,362)	-	-	-	-	(80,362)
Disposals	-	-	(343,583)	(2,572,717)	(512,312)	(38,024)	493,979	(2,972,657)
Derecognition - deconsolidation	-	-	(241,959)	(998,221)	(267,967)	(31,757)	-	(1,539,904)
Effect of movement in exchange rates	-	25,938	12,005,325	11,060,589	819,541	88,626	1,971,714	25,971,733
Balance at 31 December 2024	**-**	**1,072,950**	**107,738,058**	**91,962,624**	**12,625,804**	**8,755,471**	**19,838,521**	**241,993,428**
Carrying amounts								
At 1 January 2024	**7,472,105**	**13,949,312**	**84,986,338**	**99,702,044**	**2,812,243**	**1,456,073**	**37,349,722**	**247,727,837**
At 31 December 2024	**5,325,970**	**23,668,782**	**90,541,923**	**120,190,617**	**3,923,229**	**1,541,905**	**50,035,493**	**295,227,919**

As at 31 December 2025 property, plant and equipment includes right-of-use assets of RON 6,457,672 (2024: RON 4,261,350) related to leased land, buildings and vehicles (Note 17) which were included in each of the categories of the table above.

The property, plant and equipment of the Group are located in the following countries:

	31 December 2025	31 December 2024
Republic of Moldova	232,877,638	201,261,010
Romania	49,974,021	43,323,448
Bulgaria	56,688,992	50,643,461
Total	**339,540,651**	**295,227,919**

Depreciation charge

Depreciation charge is included in the following financial statement captions:

	2025	2024
Cost of sales (Note 21)	15,024,215	11,975,581
General and administrative expenses (Note 23)	5,531,104	5,613,405
Inventories	10,915,463	9,283,645
Unallocated overheads	359,652	341,923
Total	**31,830,434**	**27,214,554**

Security

The carrying amount of property, plant and equipment that is subject to a registered debenture to secure bank loans is disclosed in Note 16 to the consolidated financial statements. The Group is not involved in any legal disputes that may restrict its ability to use or dispose of its properties.

Note 8. Acquisition of subsidiary and put option over non-controlling interests

Acquisition of Les Terres Noires SRL

On 19 March 2025, the Group acquired 100% of the share capital of Les Terres Noires SRL for a cash consideration of EUR 68,357, financed from internal funds.
Les Terres Noires SRL is a Moldova-based company owning approximately 17 hectares of land, including vineyards cultivated in accordance with organic production technologies within the Protected Geographical Indication (PGI) region "Ștefan Vodă", Republic of Moldova.

Consideration transferred

The total consideration transferred for the acquisition of 100% of the shares amounted to EUR 68,357, which was fully paid in cash upon completion of the transaction.

Goodwill

The Group assessed the acquisition in accordance with IFRS 3 **Business Combinations**.
Management performed an assessment of the identifiable assets acquired and liabilities assumed as at the acquisition date. Based on this assessment, the fair value of the identifiable net assets acquired approximates their carrying amounts at that date.
As the fair value of the net identifiable assets acquired is substantially equal to the consideration transferred, no goodwill arose on the acquisition.
Given the immaterial difference between the consideration transferred and the fair value of the net identifiable assets acquired, management determined that no separate external valuation or detailed purchase price allocation exercise was necessary.

Acquisition of Timbrus Estate SRL

On 28 March 2024, the Group acquired 100% of the share capital of Timbrus Estate SRL for a cash consideration of EUR 2,800,000 (equivalent of RON 13,949,616), financed from own funds. Timbrus Estate SRL is a Moldova-based company that owns approximately 130 hectares of land, including 112 hectares of vineyards located in the village of Purcari. The company's main activity is the production, bottling, and sale of wines. Through this acquisition, the Group is further strengthening its position in the Ștefan Vodă Protected Geographical Indication (PGI) wine region and extend the company portfolio.

For the period 1 April to 31 December 2024 Timbrus Estate SRL contributed to the Group's revenue with an amount of RON 547,017 and to the Group's results with a loss in amount of RON 272,590.

Consideration transferred
The amount paid by the Group for 100% shareholding amounted EUR 2,800,000 which were fully paid at the reporting date.

Identifiable assets acquired and liabilities assumed

The identifiable assets acquired and liabilities assumed are presented below at their preliminary acquisition-date fair values, as measured by management based on its best knowledge of the industry. The Group has engaged third-party professionals to conduct the final measurement of the identifiable net assets within a period not exceeding one year from the acquisition date. Adjustments will be made upon completion of the valuation process.

	Book value	Fair Value Adjustments	Fair value
Property, plant and equipment	5,473,065	9,060,417	14,533,481
Intangible assets	33,693	836,389	870,083
Inventories	2,047,187	-	2,047,187
Trade and other receivable	1,180,953	(793,526)	387,427
Other assets	127,506	-	127,506
Loan and borrowings	(2,448,108)	-	(2,448,108)
Trade and other payable	(1,567,960)	-	(1,567,960)
Total identifiable net assets acquired	**4,846,336**	**9,103,280**	**13,949,616**

The gross contractual amount for trade receivable is 4,5 million MDL, and they were subsequently impaired in total amount of 3,2 million MDL.

Result from Purchase
Acquisition resulted in no goodwill or gain from bargain purchase The calculation is presented below:

	Amount
Consideration transferred	13,949,616
Fair value of identifiable net assets acquired	(13,949,616)
Goodwill	**-**

Acquistion of Hta Purcari Icecek Dis Ticaret Limited Sirketi

The Group acquired on 15 January 2024 a 90% stake in the newly established company HTA Danişmanlik Turizm Diş Ticaret Limited Şirketi in Republic of Türkiye for a cash consideration of Turkish Lira 45,000 financed from own funds. On 17 November 2024, the Group approved the renaming of the subsidiary to HTA PURCARI İÇECEK DIŞ TİCARET LIMITED ŞİRKETİ.

The remaining 10% equity interest was transferred to the Group during 2025.

This acquisition represents a strategic step toward expanding the Group's footprint and market position in Turkey, as well as in the broader Middle East and Africa region. It also reinforces the Group's commitment to exploring new markets and strengthening its international presence.

Acquisition of Angel's Estate SA

On 10 October 2022, the Company acquired a 76% stake in the share capital of Angel's Estate SA, a winery domiciled in Bulgaria. The main activity of the acquired company is the production, bottling and sale of wines.

The amount payable by the Company for the acquisition of 76% of shares of Angel's Estate SA amounted to EUR 1,750,000, of which EUR 1,000,000 were paid after the completion of transaction and the deferred amount of EUR 750,000 was paid in October 2023.

The acquired company was making losses for many years in a row and its technology and equipment were out-of-date. As a result, the Company will need to make significant investments in technological developments in order to turn around

Angels Estate SA, making it profitable as its other subsidiaries. This is why the acquisition was made at a low purchase price compared to its assets value.

Put option over non-controlling interests of Angel's Estate SA

As part of the acquisition deal, a put option was written over the non-controlling interests, that allows the minority shareholders to sell their shares between the years 2028 and 2032. Due to significant investments mentioned above and under the management of the leading Group in CEE, Angel's Estate SA could generate important revenue and profits by that time. By having a present access to the returns of the Angel's Estate SA, the minority shareholders could sell their shares at a much higher price in the future.

Put option over non-controlling interests was recognized at the acquisition date at fair value within equity in "Other reserves" using the present-access method, considering that the non-controlling interests still have present access to the returns associated with the underlying ownership interests, since this option is based on a variable price.

The subsequent measurement was recognized within equity in "Other reserves". As at 31 December 2025 the put liability was estimated at RON 8,088,426 (2024: 8,460,102) and its fair value measurement has been categorized as a Level 3 fair value based on the inputs to the valuation technique used (see Note 4b). The following table shows the value estimate of the put option based on the valuation techniques used in measuring fair value as of 31 December 2025, as well as the significant unobservable inputs used. There were no transfers between levels. Any fair value changes are included in other reserves in equity.

The initial fair value estimate valuation of the put option was performed by a certified ANEVAR valuator, at Company's request. The ANEVAR standards are in line with the International Valuation Standards (IVS). A subsequent valuation as at 31 December 2025 was performed by the Group's management.

Valuation technique	*The Present Value*: The valuation model considers the present value of equity, calculated based on agreed formulae and using estimated revenue to be generated by the entity in the year preceding the year of exercise of put option, discounted using a risk-adjusted discount rate (WACC).
Significant unobservable inputs	• Expected year of exercise (2028); Revenue in the year preceding year of exercise – RON 31,534,358 (EUR equivalent 6,187,090). Revenue changed because the assumptions were updated to reflect the actual results for 2024, and the strategic vision of Angel's Estate SA as outlined in Purcari Wineries' '2027 – 2X by 200' plan. • Additional loan threshold – RON 10,193,600 (EUR equivalent 2,000,000) The loan threshold amount was changed due to the actual loan balance in 2024 and subsequent expectations based on the investments to be made. • State subsidies received – RON 6,393,779 (EUR equivalent 1,254,469). The amount of subsides received changed in comparison with prior year amount due to the current situation of subsidies and future developments. • Risk-adjusted discount rate (10.10%).
Inter-relationship between key unobservable inputs and fair value measurement	The estimated fair value would increase (decrease) by: • RON 89,207 / (RON 89,207) if the revenue in the year preceding year of exercise were higher (lower) by 1%; or • RON 408,195 / (RON 384,790) if the risk-adjusted discount rate was lower (higher) by 1pp.

The Company also has a call option over the non-controlling interests of Angel's Estate SA, that allows it to buy from minority shareholders their shares between years 2028 and 2032. Call option along with put option is consider symmetrical and as such treated as forward contract and both recognised in NCI with the respective put option redemption liability.

Note 9. Equity instruments measured at fair value through profit or loss

The movement in equity instruments at fair value through profit or loss for the years ended 31 December 2025 and 31 December 2024 is as follows:

	2025	2024
Balance at 1 January	**7,795,841**	**5,099,925**
Change in fair value (Note 26)	1,611,168	2,709,244
Effect of movements in exchange rates	234,061	(13,328)
Balance at 31 December	**9,641,070**	**7,795,841**

8Wines Czech Republic s.r.o.

On 13 May 2021, the Company purchased 10.00% ownership interest in 8Wines Czech Republic s.r.o. (8Wines), a Czech-based fast growing online retail platform. The Group neither has any significant influence nor is involved in the management of 8Wines. Therefore, the ownership interest in 8Wines is accounted as equity instruments at fair value through profit or loss and represents as at 31 December 2025 RON 9,641,070 (2024: RON 7,795,841).

As of 31 December 2025, the fair value measurement for equity investment in 8Wines Czech Republic s.r.o. has been categorized as a Level 3 fair value based on the inputs to the valuation technique used (see Note 4 b).

The following table shows the valuation techniques used in measuring fair value as of 31 December 2025, as well as the significant unobservable inputs used. There were no transfers between levels. Any fair value changes are included in finance income/cost. The valuation of the investment was performed by the Group's management.

Valuation technique	*Discounted cash flows*: The valuation model considers the present value of the net cash flows expected to be generated by the entity, discounted using a risk-adjusted discount rate.
Significant unobservable inputs	• Expected free cash flows for 2024-2028 (RON 24,963,124); • Risk-adjusted discount rate (10.30%); • Terminal growth rate (3.00%).
Inter-relationship between key unobservable inputs and fair value measurement	The estimated fair value would increase (decrease) by: • RON 100,136 (RON 100,136) if the expected cash flows were higher (lower) by 1%; or • RON 294,949 (RON 1,141,057) if the risk-adjusted discount rate was lower (higher) by 1pp; or • RON 294,949 (RON 223,877) if the terminal growth rate was higher (lower) by 1pp.

Note 10. Loans receivable

As at 31 December 2025 and 31 December 2024 loans receivable are as follows:

	Currency	Interest rate	Year of maturity	31 December 2025		31 December 2024	
				Non-current portion	Current portion	Non-current portion	Current portion
8Wines s.r.o.	EUR	3.0%	2025	-	390,653	-	380,018
8Wines s.r.o.	EUR	6.0%	2025	-	2,119,124	-	2,051,005
Total loan receivables				**-**	**2,509,777**	**-**	**2,431,023**

The loans granted to 8Wines s.r.o. are secured up to EUR 1,239,669 by a pledge over the entire inventory of goods—wine bottles—held by 8Wines s.r.o.

The Group assessed that the expected credit loss (ECL) on loans to 8Wines s.r.o. is not material and, therefore, was not recognized in the financial statements.

Loans totaling EUR 413,291 (RON 2,051,005), originally maturing on 31 December 2025, have been extended to a later date in 2026, with the revised terms and conditions subject to final agreement between the parties.

In accordance with IAS 1, classification as current or non-current depends on whether the Group had, at the reporting date, a substantive right to defer settlement for at least twelve months. In the absence of such right, the loans are classified as current liabilities.

Note 11. Intangible assets

The movements in intangible assets from 1 January 2025 to 31 December 2025 are the following:

	2025	2024
Cost at 1 January	**8,419,833**	**20,157,932**
Additions		
Purchase	1,871,374	202,504
Acquisitions through business combination	-	731,358
Disposals	(138,442)	(11,202)
Deconsolidation	-	(13,021,427)
Effect of movement in exchange rates	19,149	360,668
Cost at 31 December	**10,171,914**	**8,419,833**
Accumulated amortization at 1 January	**3,759,564**	**4,616,383**
Amortization for the year	830,869	1,459,500
Disposals	(138,442)	(11,202)
Deconsolidation	-	(2,277,909)
Effect of movement in exchange rates	142,071	(27,207)
Accumulated amortization at 31 December	**4,594,062**	**3,759,565**
Carrying amounts		
At 1 January	**4,074,852**	**15,541,549**
At 31 December	**5,577,852**	**4,660,268**

Intangible assets are represented by customer relationships, trademarks, technological instructions, licenses, software and other. No intangible assets are subject to a registered debenture to secure bank loans.
The amortization was allocated to General and administrative expenses, Cost of sales, Inventories and Unallocated overheads.

Note 12. Trade and other receivable

As at 31 December 2025 and 31 December 2024, trade and other receivable were as follows:

	31 December 2025	31 December 2024
Financial receivable		
Trade receivable	129,533,206	96,167,134
Trade receivable due from related parties (Note 31)	13,522	1,574
Allowance for trade receivable (Note 29)	2,308,786	(3,286,378)
Total financial receivable	**127,210,898**	**92,882,330**
Non-financial receivable		
Other receivable	499,070	279,965
VAT receivable	11,057,711	6,325,544
Other taxes receivable	467,401	1,578,446
Excise receivable	53,546	37,613
Total non-financial receivable	**12,077,728**	**8,221,568**
Total trade and other receivable	**139,288,626**	**101,103,898**

The carrying amount of trade and other receivable that is subject to a registered debenture to secure bank loans is disclosed in Note 16 of the consolidated financial statements.

The market risk, credit risk, aging of trade receivable at the reporting date and the movement in the allowance for trade receivable during the year are disclosed in Note 29 of the consolidated financial statements.

Note 13. Inventories

As at 31 December 2025 and 31 December 2024 inventories were as follows:

	31 December 2025	31 December 2024
Raw materials		
Distilled alcohol	58,174,638	55,843,391
Wine materials	21,178,556	8,381,970
Other raw materials	376,838	412,587
Total raw materials	**79,730,032**	**64,637,948**
Other materials		
Packaging materials	25,705,703	27,241,001
Other materials	13,746,717	14,878,404
Chemicals	2,844,525	2,451,583
Total other materials	**42,296,945**	**44,570,988**
Semi-finished products		
Wine in barrels	160,938,434	137,744,923
Divin in barrels	6,903,616	7,659,178
Brandy in barrels	120,573	146,557
Total semi-finished products	**167,962,623**	**145,550,658**
Bottled finished goods		
Wine	51,192,174	43,559,190
Divin	885,008	731,481
Other finished goods	1,093,592	999,444
Brandy	195	17,588
Total bottled finished goods	**53,170,969**	**45,307,703**
Total inventories	**343,160,569**	**300,067,297**

Note 14. Cash and cash equivalents

As at 31 December 2025 and 31 December 2024 cash and cash equivalents were as follows:

	31 December 2025	31 December 2024
Bank accounts	14,381,056	14,438,491
Petty cash	146,888	284,874
Short-term interest-bearing deposits	4,685,272	6,539,984
Expected Credit Loss Provision	(554,758)	(559,865)
Total cash and cash equivalents	**18,658,458**	**20,703,484**

Cash and cash equivalents consist of cash in hand, current accounts and short-term deposits with banks, which are at the free disposal to the Group.

The carrying amount of cash and cash equivalents that is subject to a registered debenture to secure bank loans is disclosed in Note 16 to the consolidated financial statements. The market risk and credit risk are disclosed in Note 29 to the consolidated financial statements.

The Group considered that the ECL for cash and cash equivalents is not material and therefore was not booked in the financial statements.

Note 15. Equity attributable to owners of the Company

(in shares)	2025	2024
On issue at 1 January	40,353,294	40,117,500
Bonus shares issued	145,844	-
Share option exercised	512,642	235,794
On issue at 31 December	**41,011,780**	**40,353,294**
Authorized – par value	**EUR 0.01**	**EUR 0.01**

Shareholders structure

As at 31 December 2025 the share capital structure and the ownership of registered shares was as follows:

	Number of shares	% of ownership
Maspex Romania SRL	30,033,749	73.2320%
Amboselt Universal Inc.	6,099,123	14.8716%
Others	4,878,908	11.8964%
Total	**41,011,780**	**100%**

As at 31 December 2024 the share capital structure and the ownership of registered shares was as follows:

	Number of shares	% of ownership
Amboselt Universal Inc.	8,099,123	20.0705%
Dealbeta Investments	3,172,754	7.8624%
Magna Umbrela Fund PLC&Oaks Emerging Umbrela Fund	3,066,532	7.5992%
Clairmont Holdings Limited&Leo Overseas Limited	2,525,677	6.2589%
Conseq	2,397,920	5.9424%
Magna Umbrela Fund PLC	2,238,410	5.5470%
Paval Holding	2,005,875	4.9708%
Others	16,847,003	41.7488%
Total	**40,353,294**	**100%**

Share capital and share premium

On 28 April 2022, the shareholders unanimously approved the increase of the authorised share capital of the Company from EUR 410,000.00 divided into 41,000,000 shares of nominal value EUR 0.01 each to EUR 430,000.00 divided into 43,000,000 shares of nominal value EUR 0.01 each.

The Company has a Management Incentive Programme, initially approved in 2019 and subsequently revised, which allows managers and employees to exercise their stock options until 2030.

During 2025, nineteen participants exercised a total of 1,307,300 stock options (2024: 673,000 options at an exercise price of RON 10 per share).

Of the options exercised during 2025, 98,500 were at an exercise price of RON 10 per share, 1,090,800 at RON 15 per share, and 118,000 at RON 20 per share.

Of the total options exercised in 2025, 31,500 were exercised through cash payment at the respective exercise prices. For the remaining 1,275,800 options, participants elected the discounted exercise method. Under this method, a net number of 346,150 shares was issued, representing the intrinsic value of the exercised options, with the corresponding amount transferred from the share premium reserve.
Thus, on 13 November 2025 the Directors of the Company unanimously resolved that, based on the authority granted by the Company's shareholders, as per resolution dated 23 May 2025, the Company be authorized:

- i) to issue and allot additional 7,500 shares of nominal value EUR 0.01 each, issued at a premium of EUR 1.95672 for a total subscription amount of RON 75,000.00 (equivalent of EUR 14,675.40).
- ii) to issue and allot additional 24,000 shares of nominal value EUR 0.01 each, issued at a premium of EUR 2,94008 for a total subscription amount of RON 75,000.00 (equivalent of EUR 70,561.92).
- iii) to issue and allot, free of charge and by using its share premium reserves, the additional 346,150 shares of nominal value EUR 0.01 each, issued at a discount of EUR 0.01 (total issuance price is zero).

On 22 May 2024, the Company's shareholders approved the Management Incentive Program 2024-2027 mainly targeting members of the Group's senior management team and the performance criteria for the award of up to 802,000 shares in the Company to the Beneficiaries.

The Program comprised of the following:

a) award of up to 802,000 shares of the Company shares in the Company to the Beneficiaries, free of charge, with annual vesting (i.e. ¼ vests at the end of each year) and subject to relevant performance indicators; and
b) award of stock options to the Beneficiaries in the following amounts: up to 802,000 Options at a strike price of RON 15, 1,002,000 Options at a strike price of RON 20 and 1,203,000 Options at a strike price of RON.

Share premium is the difference between the fair value of the consideration receivable for the issue of shares and the nominal value of shares. Share premium account can only be resorted to limited purposes, which do not include the distribution of dividends and is otherwise subject to the provisions of the Cyprus Companies Law on reduction of share capital.

At the reporting date, the issued share capital of the Company is comprised of **41,011,780** ordinary shares with nominal value EUR 0.01 each. All issued shares are fully paid.
All shares rank equally with regard to the Company's residual assets. The holders of ordinary shares are entitled to receive dividends as declared and are entitled to one vote per share at meetings of the Company.

As of 31 December 2025, the share premium amounts to RON 51,269,120 (31 December 2024: RON 45,503,042).

Capital reserve

Capital reserve was created by the Parent Company with the aim of covering potential losses from the activity of the Parent Company. The amount of capital reserves is RON 69,102,693 (31 December 2024: RON 69,102,693).

Other reserves

In 2025 the Company accounted for equity-settled share-based payments in amount of RON 3,897,982 (2024: RON 1,876,854) in connection with the Management Incentive Programs 2020-2024 and 2024-2027.
In 2024 the Company also accounted in other reserves for put option over non-controlling interests in the amount of RON 600,425 (2024: RON 1,267,587).

Translation reserve

The translation reserve comprises all foreign currency differences arising from the translation to the presentation currency.

Dividends

During 2025 the Company declared and paid dividends in amount of RON 0.65 per share (2024: RON 0.65).

Earnings per share

The calculation of earnings per share has been based on the following profit attributable to ordinary shareholders and weighted-average number of ordinary shares outstanding:

	2025	2024
Profit for the year, attributable to owners of the Company	**48,890,519**	**55,681,269**
Issued ordinary shares at 1 January	40,353,294	40,117,500
Effect of treasury shares held	145,844	(74,310)
Effect of share options exercised	512,642	235,794
Weighted-average number of ordinary shares outstanding at 31 December	**41,011,780**	**40,278,984**
Earnings per share – basic and diluted	**1.19**	**1.38**

In 2025, the Company increased its share capital by issuing and allotting an additional 658,486 shares, arising from commitments related to free shares to be granted and the exercised options (Note 29).

Note 16. Borrowings

This note provides information about the contractual terms of the Group's interest-bearing borrowings, which are measured at amortized cost. For more information about the Group's exposure to interest rate, foreign currency and liquidity risk, see Note 29 to the consolidated financial statements.

As at 31 December 2025 and 31 December 2024, borrowings were as follows:

	31 December 2025	31 December 2024
Non-current liabilities		
Secured bank loans	123,949,555	121,907,055
Total non-current portion	**123,949,555**	**121,907,055**
Current liabilities		
Current portion of secured bank loans	155,239,714	80,235,781
Total current portion	**155,239,714**	**80,235,781**
Total borrowings	**279,189,269**	**202,142,836**

The movements of borrowings for the years ended 31 December 2025 and 31 December 2024 were as follows:

	2025	2024
Balance at 1 January	**202,142,836**	**140,832,436**
Proceeds from borrowings	287,547,094	272,217,253
Repayment of borrowings	(217,352,200)	(214,184,803)
Interest expense (Note 26)	10,764,031	9,978,264
Interest paid	(10,114,294)	(9,334,777)
Effect of movement in exchange rates	6,201,800	2,634,463
Balance at 31 December	**279,189,267**	**202,142,836**

Security

As at 31 December 2025 and 31 December 2024 the carrying amounts of assets that are subject to a registered debenture to secure bank loans were as follows:

	31 December 2025	31 December 2024
Property, plant and equipment	91,235,294	81,264,417
Trade and other receivable	120,331,431	62,573,028
Inventories	65,910,050	66,012,797
Cash and cash equivalents	3,297,124	7,984,992
Total	280,773,899	217,835,234

The split of borrowings by currency at the end of the reported period was as follows:

	31 December 2025	31 December 2024
EUR	271,454,176	196,481,864
BGN	7,596,357	4,925,917
USD	138,735	735,055
Total borrowings	**279,189,268**	**202,142,836**

The split of borrowings by lender at the end of the reported period was as follows:

	31 December 2025	31 December 2024
MAIB SA	102,662,627	112,439,956
Victoriabank SA	111,293,176	69,662,798
OTP Bank SA	12,904,792	10,062,958
BANKA DSK	7,596,357	4,925,917
UNICREDIT BANK SA	44,732,316	5,051,207
Total borrowings	**279,189,268**	**202,142,836**

Loan covenants

As of 31 December 2025, no loan covenants were in breach.

Note 17. Lease liabilities

The Group leases assets such as land, buildings and vehicles.

The Group's subsidiaries Vinaria Bostavan SRL and Vinaria Purcari SRL rent land for their plantations of grape vines from the related party Victoriavin SRL based on lease agreements. On 1 January 2018 the Group signed a new lease agreement with Victoriavin SRL for these plots of land, where the lease period has changed to 29 years from 1 January 2018 (to 31 December 2047). Lease payments are made annually until 30 November 2047. The lease term approximates the remaining useful life of plantations of grape vines of Vinaria Bostavan SRL and Vinaria Purcari SRL. Before 1 January 2019, these leases were classified as operating leases under IAS 17.

The Group leases vehicles under several leases, which were classified as finance leases under IAS 17 before 1 January 2019.

This note provides information about the contractual terms of the Group's lease liabilities, which are measured at amortized cost. For more information about the Group's exposure to interest rate, foreign currency and liquidity risk, see Note 30 to the consolidated financial statements.

As at 31 December 2025 and 31 December 2024, lease liabilities were as follows:

	31 December 2025	31 December 2024
Non-current liabilities		
Lease liabilities	7,005,154	6,319,361
Total non-current portion	**7,005,154**	**6,319,361**
Current liabilities		
Current portion of lease liabilities	2,287,177	1,308,794
Total current portion	**2,287,177**	**1,308,794**
Total lease liabilities	**9,292,331**	**7,628,155**

The movements of lease liabilities for the years ended 31 December 2025 and 31 December 2024 were as follows:

	2025	2024
Balance at 1 January	**7,628,155**	**5,811,827**
New leases	1,843,300	2,920,424
Repayment of lease liabilities	(1,011,425)	(991,462)
Interest expense (Note 26)	735,780	520,522
Interest paid	(735,780)	(520,522)
Effect of movement in exchange rates	832,301	(112,634)
Balance at 31 December	**9,292,331**	**7,628,155**

The split of finance lease by currency at the end of the reported period was as follows:

	31 December 2025	31 December 2024
MDL	6,824,682	6,124,106
BGN	268,990	246,364
EUR	2,198,659	1,257,685
Total lease liabilities	**9,292,331**	**7,628,155**

The split of finance lease by lender at the end of the reported period was as follows:

	31 December 2025	31 December 2024
Victoriavin SRL	6,824,682	4,855,074
Zorile SA	1,291,861	1,679,008
Other	1,175,788	1,094,073
Total lease liabilities	**9,292,331**	**7,628,155**

Right of use assets

	Land	Buildings and constructions	Vehicles	Total
Balance at 1 January 2025	**3,559,725**	**2,897,947**	**949,877**	**7,407,549**
Additions to right-of-use assets	1,597,248	429,597	-	2,026,845
Depreciation charge for the year	(252,898)	(1,169,830)	-	(1,422,728)
Derecognition of right-of-use assets	-	-	-	-
Effect of movements in exchange rates	189,089	(225,798)	-	(36,709)
Balance at 31 December 2025	**5,093,164**	**1,931,916**	**949,877**	**7,025,080**
Balance at 1 January 2024	**3,499,335**	**966,233**	**-**	**4,465,568**
Additions to right-of-use assets	214,891	2,711,149	959,977	3,886,017
Depreciation charge for the year	(157,349)	(895,100)	(9,698)	(1,062,147)
Derecognition of right-of-use assets	-	-	-	-
Effect of movements in exchange rates	2,848	115,665	(402)	118,111
Balance at 31 December 2024	**3,559,725**	**2,897,947**	**949,877**	**7,407,549**

Note 18. Deferred income

The movement in deferred income for years ended 31 December 2025 and 31 December 2024 was as follows:

	2025	2024
Balance at 1 January	**18,914,577**	**15,228,211**
Government grants received	129,310	6,487,698
Release of deferred income (Note 24)	(726,925)	(2,885,159)
Effect of movements in exchange rates	687,977	83,827
Balance at 31 December	**19,004,939**	**18,914,577**

Note 19. Trade and other payable

As at 31 December 2025 and 31 December 2024 trade and other payables were as follows:

	31 December 2025	31 December 2024
Financial payable		
Trade accounts payable	79,257,505	69,767,099
Trade payable due to related parties (Note 31)	2,559,615	1,167,878
Dividends payables	2,117,512	2,889,572
Total financial payable	**83,934,632**	**73,824,549**
Non-financial payable		
Other tax liabilities	10,459,782	8,031,218
Advances received	2,710,098	2,760,680
Dividends payable	-	-
Total non-financial payable	**13,169,880**	**10,791,898**
Total trade and other payable	**97,104,512**	**84,616,447**

For more information about the Group's exposure to foreign currency and liquidity risk, see Note 29 to the consolidated financial statements.

Note 20. Revenue from contracts with customers

Revenues for the years ended 31 December 2025 and 31 December 2024 were as follows:
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	2025	2024
Sales of finished goods		
Wine	391,425,978	339,809,147
Divin	33,328,083	30,783,612
Brandy	174,622	86,565
Total sales of finished goods	**424,928,683**	**370,679,324**
Sales of other goods		
Merchandise	1,103,512	2,602,267
Wine materials	5,845,089	235,522
Other	830,511	805,824
Total sales of other goods	**7,779,112**	**3,643,613**
Services		
Hotel and restaurant services	4,385,587	4,297,329
Agricultural services	58,054	69,693
Waste recycling management services	0	3,634,718
Total services	**4,443,641**	**8,001,740**
Total revenue	**437,151,436**	**382,324,677**

Contract liabilities represent advances received from customers as mentioned in Note 19 (which are recognized in revenue in the following year) in amount of RON 2,710,098 31 December 2025 (2024: RON 2,760,680).

Sales of finished goods by brand and geographic region for the year ended 31 December 2025 were as follows:

	Bostavan wine	Purcari wine	Domeniile Cuza wine	Crama Ceptura wine	Angel's Estate wine	Bardar divin and brandy	Total
Romania	3,221,049	197,162,950	1,166,378	55,977,830	2,210	7,039,569	**264,569,986**
Republic of Moldova	6,220,725	37,755,625	2,646,664	-	-	23,104,803	**69,727,817**
Bulgaria	811,612	1,769,560	-	-	17,078,249	-	**19,659,421**
Poland	17,968,380	951,275	-	10,947	-	135,511	**19,066,113**
Belarus	110,980	63,603	-	-	-	1,606,797	**1,781,380**
Czech & Slovakia	7,510,475	114,312	-	-	1,068	-	**7,625,855**
Asia	2,694,753	3,086,811	10,499	297,106	-	103,557	**6,192,726**
Baltic countries	4,958,552	358,277	-	-	-	294,735	**5,611,564**
Ukraine	1,630,185	4,180,283	-	-	-	-	**5,810,468**
Turkey	3,664,931	899,996	396,107	-	-	-	**4,961,034**
Other	11,133,587	7,400,914	108,567	6,588	54,930	1,217,733	**19,922,319**
Total	**59,925,229**	**253,743,606**	**4,328,215**	**56,292,471**	**17,136,457**	**33,502,705**	**424,928,683**

Sales of finished goods by brand and geographic region for the year ended 31 December 2024 were as follows:

	Bostavan wine	Purcari wine	Domeniile Cuza wine	Crama Ceptura wine	Angel's Estate wine	Bardar divin and brandy	Total
Romania	2,794,583	162,152,786	1,673,910	49,738,554	11,011	6,709,491	**223,080,335**
Republic of Moldova	6,871,378	33,659,160	1,091,984	-	-	21,529,174	**63,151,696**
Bulgaria	293,618	1,202,783	-	-	13,586,483	-	**15,082,884**
Poland	19,451,419	965,667	-	22,507	-	35,804	**20,475,397**
Czech & Slovakia	9,150,611	396,895	-	-	11,165	-	**9,558,671**
Asia	2,380,064	2,317,246	6,321	265,004	-	33,327	**5,001,962**
Baltic countries	4,646,248	633,382	-	90,521	-	148,553	**5,518,704**
Ukraine	1,929,031	3,661,178	-	-	-	-	**5,590,209**
Turkey	334,733	-	626,235	-	-	-	**960,968**
Other	7,410,366	10,529,540	327,086	915,358	62,320	3,013,828	**22,258,498**
Total	**55,262,051**	**215,518,637**	**3,725,536**	**51,031,944**	**13,670,979**	**31,470,177**	**370,679,324**

Note 21. Cost of sales

Cost of sales for the years ended 31 December 2025 and 31 December 2024 was as follows:

	2025	2024
Cost of sales of finished goods		
Wine	211,482,935	175,215,981
Divin	14,304,017	13,142,080
Brandy	115,589	62,065
Total cost of sales of finished goods	**225,902,541**	**188,420,126**
Cost of sales of other goods		
Merchandise	937,985	2,211,927
Other	764,070	741,354
Wine materials	5,143,679	207,258
Total cost of sales of other goods	**6,845,734**	**3,160,539**
Cost of services		
Hotel and restaurant services	4,166,308	4,082,466
Agricultural services	52,829	63,421
Waste recycling management services	0	1,367,849
Total cost of **services**	**4,219,137**	**5,513,736**
Total cost of sales	**236,967,412**	**197,094,401**

The nature of the expenses that are part of the Group's cost of sales for the years ended 31 December 2025 and 31 December 2024 was as follows:

	2025	2024
Consumption of inventories	203,231,205	167,312,242
Waste recycling services	-	1,367,849
Employee benefits (Note 28)	16,144,057	14,167,693
Depreciation of property, plant and equipment (Note 7)	15,024,215	11,975,581
Other	2,567,935	2,271,036
Total cost of sales	**236,967,412**	**197,094,401**

Other expenses presented above include amortization of intangible assets and services rendered by third parties.

Note 22. Marketing and sales expenses

Marketing and sales expenses for the years ended 31 December 2025 and 31 December 2024 were as follows:

	2025	2024
Marketing and sales	33,915,323	29,334,017
Transportation expenses	9,751,739	7,728,977
Employee benefits (Note 28)	18,462,709	16,856,473
Production certification	1,202,524	1,049,125
Other expenses	8,091,725	2,915,867
Total marketing and sales expenses	**71,424,020**	**57,884,459**

Note 23. General and administrative expenses

General and administrative expenses for the years ended 31 December 2025 and 31 December 2024 were as follows:

	2025	2024
Employee benefits (Note 28)	33,286,713	23,104,978
Taxes and fees	3,307,660	3,564,303
Depreciation (Note 7)	5,531,104	5,613,405
Repairs and maintenance	1,506,348	836,527
Low value and short-term leases	1,010,919	486,552
Travel	1,944,024	1,514,506
Professional fees	5,323,074	6,229,342
Bank charges	485,697	497,846
Communication	449,509	562,440
Insurance	977,725	582,346
Fuel	398,259	419,783
Materials	410,164	93,968
Penalties	236,101	195,713
Charity expenses	820,203	1,077,469
Other	972,281	722,812
Total general and administrative expenses	**56,659,781**	**45,501,990**

Note 24. Other operating expenses

Other operating (income)/expenses for the years ended 31 December 2025 and 31 December 2024 was as follows:

	2025	2024
Release of deferred income (Note 18)	(2,005,305)	(2,885,159)
Gains on write-off of trade and other payables	(90,756)	(92,823)
Net gain from sale of other materials	(329,905)	(25,719)
Reverse in impairment of property, plant and equipment, net (Note 7)	(80,447)	(80,362)
Unallocated overheads	616,428	453,830
Revers of impairment loss of non-financial other receivables	0	559,000
Impairment loss on non-financial assets	363,420	(1,425,120)
Net provision made for a potential fine	-	1,101,124
Reverse of other provisions made for a potential fine	-	0
Net (gain)/loss from disposal of property, plant and equipment and intangible assets	267,483	(1,628,022)
Other operating income	(1,323,823)	(2,531,450)
Other expenses	543,686	45,609
Total other operating income (expenses)	**(2,039,219)**	**(6,509,092)**

Provisions

The movement in provisions for the years ended 31 December 2025 and 31 December 2024 was as follows:

	2025	2024
Balance at 1 January	**2,933,864**	**1,916,622**
Provisions made during the year	0	2,761,693
Provisions reversed during the year	0	(1,660,569)
Effect of movements in exchange rates	184,134	(83,882)
Balance at 31 December	**3,117,998**	**2,933,864**

Note 25. Change in fair value of biological assets

Change in fair value of biological assets for the years ended 31 December 2025 and 31 December 2024 were as follows:

	2025	2024
Adjustment to fair value of harvest of grapes from own grape vines (a)	7,327,931	(2,689,972)
Adjustment to fair value of harvest of grapes from joint operation / operating leasing (b)	0	(705,841)
Total change in fair value of biological assets	**7,327,931**	**(3,395,813)**

Adjustment to fair value of harvest of grapes

The movement of biological assets (grapes on vines) for the years ended 31 December 2025 and 31 December 20243 was as follows:

	2025	2024
Balance at 1 January	**-**	**-**
Costs for cultivation of grapes	42,941,321	33,312,640
Fair value adjustment of harvest of grapes	7,327,931	(3,395,813)
Harvested grapes transferred to inventories	(50,269,252)	(29,916,827)
Balance at 31 December	**-**	**-**

Measurement of fair values

The fair value measurement of harvest of grapes has been categorized as a Level 3 fair value based on the inputs to the valuation technique used (see Note 4 b). There were no transfers between levels. The valuation of the harvest of grapes was performed by the Group’s management.

Note 26. Net finance costs

Net finance costs for the years ended 31 December 2025 and 31 December 2024 were as follows:

	2025	2024
Net gain on equity instruments at FVTPL (Note 9)	1,611,168	2,709,244
Interest income	248,269	153,150
Net foreign exchange income	(8,696,835)	576,911
Other	-	-
Finance income	**(6,837,398)**	**3,439,305**
Interest expense on borrowings	(10,764,031)	(9,978,264)
Interest expense on lease liabilities	(735,780)	(520,522)
Net foreign exchange loss	-	-
Net loss from disposal of equity instruments	-	-
Other	(81,711)	(40,175)
Finance costs	**(11,581,522)**	**(10,538,961)**
Net finance costs	**(18,418,920)**	**(7,099,656)**

Note 27. Income tax

The corporate income tax rate in Cyprus was 12.5% for the years 2025 and 2024, 12% in the Republic of Moldova, 16% in Romania and 10% in Bulgaria. Deferred tax has been determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.
Tax recognized in profit or loss for the years ended 31 December 2025 and 31 December 2024 was as follows:

	2025	2024
Current tax expense		
Current tax	12,355,201	15,060,376
Total current tax expense	**12,355,201**	**15,060,376**
Deferred tax expense		
Origination and reversal of temporary differences	(206,592)	(3,022,367)
Total deferred tax expense	**(206,592)**	**(3,022,367)**
Income tax expense	**12,148,609**	**12,038,009**

The reconciliation of effective tax rate for the years ended 31 December 2025 and 31 December 2024 was as follows:

	2025		2024	
Profit before tax		**62,919,955**		**70,768,747**
Tax using the Company's domestic tax rate	12.50%	7,864,994	12.50%	8,846,093
Effect of different tax rates in foreign jurisdictions	2.12%	1,337,019	2.93%	2,074,977
Tax exempt income	1.77%	1,129,763	(1.65%)	(1,169,506)
Non-deductible expenses	5.04%	3,168,047	6.49%	4,592,625
Investment incentives	(1.82%)	(1,144,622)	(1.63%)	(1,150,653)
Current year losses for which no deferred tax assets were recognized	(0.33%)	(206,592)	(1.63%)	(1,155,527)
Income tax expense	**19.31%**	**12,148,609**	**17.01%**	**12,038,009**

Deferred tax assets and liabilities as at 31 December 2025 were generated by the temporary differences in the following financial statement captions:

	Deferred tax assets	Deferred tax liabilities	Net
Property, plant and equipment	4,669,493	(13,176,732)	(8,507,239)
Intangible assets	247,181	(590,429)	(343,248)
Inventories	1,446,406	(419,781)	1,026,625
Other current assets	624	-	624
Trade and other receivable	359,130	95,296	454,426

Borrowings and lease liabilities	923,964	(40,818)	883,146
Deferred income	-	(1,433,459)	(1,433,459)
Tax loss carry-forward	1,148,388	-	1,148,388
Other	60,784	(1,446,060)	(1,385,276)
Deferred tax assets (liabilities)	**8,855,970**	**(17,011,983)**	**(8,156,013)**

Deferred tax assets and liabilities as at 31 December 2024 were generated by the temporary differences in the following financial statement captions:

	Deferred tax assets	Deferred tax liabilities	Net
Property, plant and equipment	4,080,609	(13,554,271)	(9,473,662)
Intangible assets	191,615	(579,571)	(387,956)
Inventories	1,886,361	(2,491)	1,883,870
Other current assets	3,401	-	3,401
Trade and other receivable	452,894	97,414	550,308
Borrowings and lease liabilities	858,919	(85,966)	772,953
Deferred income	-	(1,460,260)	(1,460,260)
Tax loss carry-forward	973,309	-	973,309
Other	55,523	(1,590,975)	(1,535,452)
Deferred tax assets (liabilities)	**8,502,631**	**(17,176,120)**	**(8,673,489)**

Unrecognized deferred tax assets

Deferred tax assets as at 31 December 2025 and 31 December 2024 have not been recognized in respect of:

	31 December 2025	31 December 2024
Tax losses	6,253,089	8,171,697

The tax losses as at 31 December 2025 and 31 December 2024 will expire as follows:

	31 December 2025	31 December 2024
Up to 1 year	2,091,007	1,151,058
1 to 2 years	837,314	1,938,727
2 to 3 years	1,046,541	776,336
3 to 4 years	2,106,229	970,325
4 to 5 years	171,998	2,112,312
	6,253,089	**6,948,758**

Deferred tax assets have not been recognized in respect of tax losses because it is not probable that future taxable profit will be available against which the Group can utilize the benefits therefrom.

Management has assessed that the recoverability of cumulative tax losses of the Parent, Purcari Wineries Public Company Limited, amounting to RON 5,106,437 is uncertain. This assessment reflects the Parent's specific activity as a holding entity, which currently does not generate taxable income and incurs significant deductible expenses. Accordingly, it is not considered probable that sufficient taxable profits will be available to utilise these tax losses within the statutory carry-forward period, and no deferred tax asset has been recognised in respect of these losses.
The Group is evaluating potential options to generate taxable income at the holding company level in order to enable the utilisation of the tax losses in future periods.

Tax losses of Angel's Estate SA, the Bulgarian subsidiary, amounting RON 1,146,651 will expire within the next five years, until the subsidiary will be able to generate sufficient taxable income.

Note 28. Employee benefits

As at 31 December 2025 and 31 December 2024, employee benefit payable was as follows:

	31 December 2025	31 December 2024
Payable to employees	5,491,334	4,054,959
Accruals for unused vacation	6,934,374	3,517,708
Total employee benefit payable	**12,425,708**	**7,572,667**

During the year ended 31 December 2025 the average number of staff was 894 persons (2024: 895). Employee benefit expenses include base salaries, mandatory medical contribution, mandatory social contribution, bonuses for performance and equity-settled share-based payments.

The employee benefit expenses are included in the following captions:

	2025	2024
General and administrative expenses (Note 23)	33,286,713	23,104,978
Cost of sales (Note 21)	16,144,057	14,167,693
Inventory	13,317,932	12,728,556
Marketing and sales expenses (Note 22)	18,462,709	16,856,473
Total employee benefit expenses	**81,211,411**	**66,857,700**

The employee benefit expenses comprise the following categories:

	2025	2024
Base salaries and bonuses for performance	61,874,535	55,155,432
Equity-settled share-based payments	3,897,982	1,876,854
Mandatory social and medical contributions	15,438,894	9,825,414
Total employee benefit expenses	**81,211,411**	**66,857,700**

The below table provides details on recognition of employee benefit expenses related to Management incentive program:

	2025	2024
Share awards	3,897,982	1,876,854
Total equity-settled share-based payments	**3,897,982**	**1,876,854**

Management incentive programs

1st Management incentive programs approved for period 2020-2024

On 29 April 2020, the Company's shareholders approved the revised Special Resolution, initially date 14 June 2018 and later revised on 25 April 2019, stating the provision of a Management Stock Option Plan, as part of a Management Incentive Program ("The Program").
The Program mainly targets members of the Group's senior management team (except the CEO) and is intended to further align the interests of such Beneficiaries with those of the Company's shareholders.

The Program comprised of the following:

a) award of shares of the Company to be provided to the Beneficiaries, free of charge, subject to relevant performance indicators determined by the Board of Directors, being met; and
b) award of stock options to be provided to the Beneficiaries (the Options or PSOs), subject to relevant performance indicators to be determined by the Board of Directors, being met.

Share award

On 14 May 2020 the Company's Board of Directors approved the Long-Term Share Incentive Plan (LTSIP 1) with a total of 409,000 shares to be vested to employees during 2020-2022. On 20.09.2021, the Directors of the Company, based on the authorization given by shareholders at AGM held on 29.03.2021, resolved to increase the total number of shares to 502,998 shares. As of 31 December 2023, all shares under LTSIP 1 were vested.

On 22 December 2020 the Company's Board of Directors approved the second Long-Term Share Incentive Plan (LTSIP 2) with a total of 101,996 shares to be vested to employees during 2021-2024. On 20.09.2021, the Directors of the Company, based on the authorization given by shareholders at AGM held on 29.03.2021, resolved to increase the total number of shares to 193,668 shares. As of 31 December 2023, a total number of 152,419 shares were vested to management and employees. Another 25,644 shares will be vested in 2024.
The share-based payments are recognized at the market value of the shares at the grant date.

In 2024 the Company did not carry out any share buybacks in 2024 own shares (2023: 15,239 shares). The treasury shares acquired and held in 2023 are enough to finalize the existing Company's Management Incentive Program, which provides for last shares award in June 2024. These shares were recorded under "Treasury Shares Reserves".

On 17 June 2024, the Company transferred free of charge to its management and employees 25,644 shares with a total value of RON 389,789 (2023: 101,047 shares with a total value of RON 1,617,949).
After this vesting, the second Long-Term Share Incentive Plan for years 2020-2024 has ended.

Stock options

Based on the authorization received from shareholders in the Annual Shareholders Meetings of 14.06.2018, 25.04.2019 and 29.04.2020, the Board of Directors approved on 25.03.2021 the Long-Term Stock Option Plan (LTSOP) for period 2021-2030, by which the Company may grant to the Participants a maximum number of:

(a) 1,000,000 stock options at an Exercise Price of RON 10 per share;
(b) 1,250,000 stock options at an Exercise Price of RON 15 per share; and
(c) 1,500,000 stock options at an Exercise Price of RON 20 per share.

The exercised period for all stock options expires on 30 March 2030.

During 2025, nineteen participants exercised a total of 1,307,300 stock options (2024: 673,000 options at an exercise price of RON 10 per share).

Of the options exercised during 2025, 98,500 were at an exercise price of RON 10 per share, 1,090,800 at RON 15 per share, and 118,000 at RON 20 per share.

Of the total options exercised in 2025, 31,500 were exercised through cash payment at the respective exercise prices. For the remaining 1,275,800 options, participants elected the discounted exercise method. Under this method, a net number of 346,150 shares was issued, representing the intrinsic value of the exercised options, with the corresponding amount transferred from the share premium reserve.

Thus, on 13 November 2025 the Directors of the Company unanimously resolved that, based on the authority granted by the Company's shareholders, as per resolution dated 23 May 2025, the Company be authorized:

iv) to issue and allot additional 7,500 shares of nominal value EUR 0.01 each, issued at a premium of EUR 1.95672 for a total subscription amount of RON 75,000.00 (equivalent of EUR 14,675.40).

v) to issue and allot additional 24,000 shares of nominal value EUR 0.01 each, issued at a premium of EUR 2,94008 for a total subscription amount of RON 75,000.00 (equivalent of EUR 70,561.92).

vi) to issue and allot, free of charge and by using its share premium reserves, the additional 346,150 shares of nominal value EUR 0.01 each, issued at a discount of EUR 0.01 (total issuance price is zero).

The table below summarizes the movements in stock options part of MIP 2020-2024 between 1 January 2025 and 31 December 2025, and weighted average exercise price:

	Stock options with exercise price @RON 10	Stock options with exercise price @RON 15	Stock options with exercise price @RON 20	Weighted average exercise price
Outstanding Stock Options @ 01.01.2025	**98,500**	1,090,800	1,291,600	-
Stock options granted during the year	-	-	-	-
Stock options exercised	98,500	1,090,800	118,000	**15.07**
Outstanding Stock Options @ 31.12.2025	-	-	**1,173,600**	15.07
Outstanding Stock Options @ 01.01.2024	772,500	1,090,800	1,291,600	-
Stock options granted during the year	-	-	-	-
Stock options exercised	673,000	-	-	**10.00**
Outstanding Stock Options @ 31.12.2024	**98,500**	**1,090,800**	**1,291,600**	**10.00**

2nd Management incentive programs approved for period 2024-2027

On 22 May 2024, the Company's shareholders approved the Management Incentive Program 2024-2027 mainly targeting members of the Group's senior management team and the performance criteria for the award of up to 802,000 shares in the Company to the Beneficiaries.

The Program comprised of the following:

c) award of up to 802,000 shares of the Company shares in the Company to the Beneficiaries, free of charge, with annual vesting (i.e. ¼ vests at the end of each year) and subject to relevant performance indicators; and

d) award of stock options to the Beneficiaries in the following amounts: up to 802,000 Options at a strike price of RON 15, 1,002,000 Options at a strike price of RON 20 and 1,203,000 Options at a strike price of RON.

Share premium is the difference between the fair value of the consideration receivable for the issue of shares and the nominal value of shares. Share premium account can only be resorted to limited purposes, which do not include the distribution of dividends and is otherwise subject to the fs of the Cyprus Companies Law on reduction of share capital.

	Stock options with exercise price @RON 15	Stock options with exercise price @RON 20	Stock options with exercise price @RON 25	Weighted average exercise price
Outstanding Stock Options @ 01.01.2025	**676,748**	**863,088**	**1,000,008**	-
Stock options granted during the year	51,450	53,170	55,046	-
Stock options exercised	70,298	-	-	**15.00**
Outstanding Stock Options @ 31.12.2025	**657,900**	**916,258**	**1,055,134**	-

At the reporting date, the issued share capital of the Company is comprised of **41,011,780** ordinary shares with nominal value EUR 0.01 each. All issued shares are fully paid.
All shares rank equally with regard to the Company's residual assets. The holders of ordinary shares are entitled to receive dividends as declared and are entitled to one vote per share at meetings of the Company.

Note 29. Financial instruments

Financial instruments by category

	31 December 2025	31 December 2024
Financial assets measured at amortised cost		
Loans receivable (Note 10)	2,509,777	2,431,023
Cash and cash equivalents (Note 14)	18,658,458	20,703,484
Trade receivable (Note 12)	127,210,898	92,882,330
	148,379,133	**116,016,837**
Financial assets measured at FVTPL		
Equity instruments at fair value through profit or loss (Note 9)	9,641,070	7,795,841
Total financial assets	**158,020,203**	**123,812,678**
Financial liabilities measured at amortised cost		
Trade and other payable (Note 19)	72,046,883	70,934,977
Dividends payable	2,117,512	2,889,572
Borrowings (Note 16)	279,132,491	202,142,836
Lease liabilities (Note 17)	9,292,331	7,628,155
	362,589,217	**283,595,540**
Financial liabilities measured at fair value		
Put option over non-controlling interests (Note 8)	8,095,881	8,485,130
Total financial liabilities	**370,685,098**	**292,080,670**

Financial risk management

Overview

The Group has exposure to the following risks from its use of financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital.

Risk management framework

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables from customers.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	Carrying amount	
	31 December 2025	**31 December 2024**
Loan receivable	2,509,777	2,431,023
Cash and cash equivalents	18,658,458	20,703,484
Trade receivable	127,210,898	92,882,330
Total	**148,379,133**	**116,016,837**

Trade receivable and other receivable

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the demographics of the Group's customer base, including the default risk of the industry and country in which customers operate, as these factors may have an influence on credit risk.

The Group has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group limits its exposure to credit risk from trade receivable based on this assessment and establishes a maximum payment period in its agreements with customers. The creditworthiness assessment is updated each time by the Group when there is a significant delay in the payment period compared to the maximum payment period agreed contractually or when the Group extends or amends the agreements with its customers.

The maximum exposure to credit risk for trade receivable at the reporting date by geographic region was as follows:

	31 December 2025	**31 December 2024**
Romania	80,104,487	71,291,046
Republic of Moldova	25,345,494	13,149,747
Bulgaria	3,368,304	2,083,669
Other European Union countries	11,366,848	1,212,113
Other	7,025,765	5,145,755
Total	**127,210,898**	**92,882,330**

The exposure to credit risk of loans receivables in amount of RON 2,509,777 (2024: RON 2,431,023) at the reporting date by geographic region was from Czech Republic (please see Note 12). ECL on loans receivable is immaterial and was not recognised by the Group.

Impairment losses

The Group uses an allowance matrix to measure the ECLs of trade receivables. Loss rates are calculated using a "delinquency" method.

The following table provides information about the exposure to credit risk and ECLs for trade receivables as at 31 December 2025:

	Weighted-average loss rate	Gross	Impairment	Net
Not due	0.86%	98,454,152	844,469	97,609,683
Overdue less than 1 month	0.48%	16,893,767	80,330	16,813,437
Overdue 1 to 3 months	0.79%	7,949,297	62,403	7,886,894
Overdue 3 to 6 months	4.20%	2,554,383	107,184	2,447,199
Overdue 6 months to 1 year	28.60%	2,204,481	630,480	1,574,001
Overdue more than 1 year	39.90%	1,463,604	583,920	879,684
Total	**1.78%**	**129,519,684**	**2,308,786**	**127,210,898**

Loss rates are based on actual credit loss experience over the past four years. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

The following table provides information about the exposure to credit risk and ECLs for trade receivables as at 31 December 2024:

	Weighted-average loss rate	Gross	Impairment	Net
Not due	0.51%	77,333,550	394,712	76,938,838
Overdue less than 1 month	13.00%	12,994,463	1,689,038	11,305,425
Overdue 1 to 3 months	14.18%	3,482,622	493,894	2,988,728
Overdue 3 to 6 months	39.88%	735,785	293,463	442,322
Overdue 6 months to 1 year	6.36%	103,829	6,603	97,226
Overdue more than 1 year	26.92%	1,518,459	408,769	1,109,690
Total	**3.42%**	**96,168,708**	**3,286,378**	**92,882,330**

Loss rates are based on actual credit loss experience over the past four years.

The movement in the allowance for impairment with respect to trade receivables and loan receivables during the year was as follows:

	Trade receivables
Balance 31 December 2023	**4,610,644**
Increase through business combinations	(1,584,086)
Write off	-
Interest income	-
Effect of movement in exchange rates	(259,820)
Balance 31 December 2024	**3,286,378**
Impairment loss	(1,268,177)
Write off	-
Interest income	-
Effect of movement in exchange rates	(482,697)
Balance 31 December 2025	**2,859,770**

The impairment allowance of receivables are used to record impairment losses, unless the Group believes that no recovery of the amount is possible, in which case the allowances for amounts considered irrecoverable are written off against the financial asset.

Cash and cash equivalents

Cash and cash equivalents are placed with a limited number of local financial institutions. Even though these banks do not have international credit ratings (except Unicredit Bank SA and Banca Transilvania SA in Romania), they are considered as reliable counterparts, as these have stable positions in the financial markets in which they operate.

The Group held cash and cash equivalents of RON 18,658,458 at 31 December 2024 (2024: RON 20,703,484), which represent its maximum credit exposure on these assets. 65% of cash and cash equivalents as at 31 December 2024 (2023: 65%) is deposited in banks, with whom the Group has secured loans. 10% of cash and cash equivalents as at 31 December 2025 is held with Unicredit Bank SA Romania with Fitch credit rating BBB+. The rest of the balance presented in Note 14 relate to petty cash.

The ECL estimated for cash and cash equivalents is immaterial and was not booked in these consolidated financial statements.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group monitors the level of expected cash inflows on trade receivables together with expected cash outflows on borrowings and lease liabilities and trade and other payables. The shortages in working capital and cash outflows for investment activities are financed through new credit facilities made available by the banks.

The Group holds no financial assets that are readily saleable to generate cash inflows to meet cash outflows on financial liabilities.

The following were the estimated cash outflows for trade and other payables and contractual maturities of borrowings and lease liabilities, including estimated interest payments and excluding the impact of netting agreements:

Monetary liabilities	Carrying Amount	Total Contractual Cash Flow	Less than 1 month	Between 1 – 12 months	Between 1-2 years	More than 2 years
31 December 2025						
Trade and other payable	81,817,120	51,495,977	39,606,952	11,005,094	433,519	450,412
Borrowings	279,132,491	314,522,686	4,084,207	161,883,107	127,268,095	21,287,277
Lease liabilities	9,292,331	2,726,505	61,643	678,069	461,588	1,525,196
Put option over non-controlling interests (Note 8)	8,095,881	8,095,881	-	-	-	8,095,881
Total	**378,337,823**	**376,841,049**	**43,752,802**	**173,566,270**	**128,163,202**	**31,358,766**
31 December 2024						
Trade and other payable	70,934,977	73,986,454	31,407,474	42,578,980	-	-
Dividends payable	2,889,572					
Borrowings	140,832,436	145,092,019	526,629	41,859,441	90,257,029	12,448,920
Lease liabilities	5,811,827	7,628,196	83,676	745,894	411,051	6,387,575
Put option over non-controlling interests (Note 8)	9,727,689	9,727,688	-	-	-	9,727,688
Total	**230,358,406**	**236,434,357**	**32,017,779**	**85,184,315**	**90,668,080**	**28,564,183**

As at 31 December 2025 the Group complied with all ratio covenants agreed with financing banks.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group's income or the value of its holdings of financial instruments. The Group does not use derivatives (interest rate or foreign exchange swaps) such as hedging instruments under a fair value hedge accounting model. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Currency risk

The following significant exchange rates applied during the year:

	31 December 2025	Average 2025	31 December 2024	Average 2024
MDL1	0,2580	0,2573	0.2576	0.2584
EUR 1	5,0985	5,0415	4.9741	4.9746
USD 1	4,3417	4,4705	4.7768	4.5984
BGN 1	2,6068	2,577	2.5432	2.5435

The Group is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the respective functional currencies of Group entities. The currencies in which these transactions are primarily denominated are EUR, USD, MDL, BGN, TRY and RON. The Group does not use any financial instruments for mitigating currency risk.

The summary of quantitative data about the Group's monetary assets and monetary liabilities in original currency provided to management of the Group based on its risk management policy was as follows:

	TRY	EUR	USD	MDL	RON	BGN	Total
31 December 2025							
Monetary assets							
Loan receivable	-	2,509,777	-	-	-	-	2,509,777
Cash and cash equivalents	-	5,253,782	1,948,821	8,601,317	2,171,126	683,412	18,658,458
Trade receivable	924,987	10,173,284	8,414,047	12,324,240	92,006,037	3,368,303	127,210,898
Total monetary assets	**924,987**	**17,936,843**	**10,362,868**	**20,925,557**	**94,177,163**	**4,051,715**	**148,379,133**
Monetary liabilities							
Borrowings	-	200,789,138	138,735	7,710,729	44,732,316	35,110,680	288,481,598
Lease liabilities	-	-	-	-	-	-	-
Trade and other payable	32,352	21,752,241	2,070,158	40,636,398	13,558,638	3,767,333	81,817,120
Put option over non-controlling interests (Note 8)	-	8,095,881	-	-	-	-	8,095,881
Total monetary liabilities	**32,352**	**230,637,260**	**2,208,893**	**48,347,127**	**58,290,954**	**38,878,013**	**378,394,599**
Net statement of financial position exposure	**892,635**	**(212,700,417)**	**8,153,975**	**(27,421,570)**	**35,886,209**	**(34,826,298)**	**(230,015,466)**
31 December 2024							
Monetary assets							
Loan receivable	-	2,431,023	-	-	-	-	2,431,023
Cash and cash equivalents	3,109,028	6,927,640	2,252,309	6,295,888	1,921,868	196,751	20,703,484
Trade receivable	-	10,779,446	5,989,187	7,812,723	68,055,200	245,774	92,882,330
Total monetary assets	**3,109,028**	**20,138,109**	**8,241,496**	**14,108,611**	**69,977,068**	**442,525**	**116,016,837**
Monetary liabilities							
Borrowings	-	196,481,864	735,050	-	-	4,925,917	202,142,836
Lease liabilities	-	1,257,685	-	6,124,106	-	246,364	7,628,155
Trade and other payable	687,596	15,020,576	519,356	34,171,713	13,690,584	6,845,152	70,934,977
Dividends payable	-	-	-	2,889,572	-	-	2,889,572
Put option over non-controlling interests (Note 8)	-	8,485,130	-	-	-	-	8,485,130
Total monetary liabilities	**687,596**	**221,245,255**	**1,254,411**	**43,185,391**	**13,690,584**	**12,017,433**	**292,080,670**
Net statement of financial position exposure	**2,421,432**	**(201,107,146)**	**6,987,085**	**(29,076,780)**	**56,286,484**	**(11,574,908)**	**(176,063,833)**

Exposure to currency risk

For monetary assets and liabilities, the Group is exposed to currency risk only for balances denominated in EUR and USD.

Sensitivity analysis

A 10% strengthening of the EUR against RON, MDL and BGN would have decreased the profit before tax by RON 21,270,042 for the year 2025 and decreased the equity with the same amount (2024: RON 19,378,830). A 10% strengthening of the USD against RON, MDL and BGN would have increased the profit before tax by RON 6,135,524 for the year 2025 and increased the equity with the same amount (2024: increased the profit before tax by RON 2,857,955 and increased the equity with the same amount). This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the reporting date. The analysis assumes that all other variables, in particular interest rates, remain constant. The analysis has been carried out on the same basis for the years 2024 and 2023, although the reasonably possible foreign exchange rate variances were different. There were no changes in methods and assumptions from prior year.

Interest rate risk

Profile

At the reporting date the interest rate profile of the Group's interest-bearing financial instruments was as follows:

	31 December 2025	**31 December 2024**
Fixed rate instruments		
Financial assets	2,509,777	2,431,023
Financial liabilities	(9,292,331)	(7,795,841)
Total fixed rate instruments	**(-6,782,554)**	**(5,364,818)**
Variable rate instruments		
Financial assets	-	-
Financial liabilities	(279,132,491)	(202,142,836)
Total variable rate instruments	**(279,132,491)**	**(202,142,836)**

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Group does not use derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for the shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings and lease liabilities less cash and cash equivalents. Total capital is calculated as total equity plus net debt.

The gearing ratios as at 31 December 2025 and 31 December 2024 were as follows:

	31 December 2025	**31 December 2024**
Borrowings (Note 16)	279,189,267	202,142,836
Lease liabilities (Note 17)	9,292,329	7,628,155
Less: Cash and cash equivalents (Note 14)	(18,658,458)	(20,703,484)
Net debt	269,823,138	189,067,507
Total equity	431,093,140	398,258,936
Total capital	**700,916,278**	**587,326,443**
Gearing ratio	**38.50%**	**32.09%**

Group has borrowing agreements concluded with banks, which require that covenants have to be met in accordance with provisions of those agreements. The Group's management assesses on a yearly basis whether these covenants have been met and that ratios stated by the banks are within the required threshold.

According to laws and regulations in Romania, the net assets of the Group's subsidiaries domiciled in this country (Crama Ceptura SRL, Vinoteca Gherasim Constantinescu SRL), determined as the difference between total assets and total liabilities based on statutory financial statements, should not decrease to less than half of the subscribed share capital. All subsidiaries domiciled in Romania complied with this capital requirement based on the unaudited statutory financial statements, except for Vinoteca Gherasim Constantinescu SRL, therefore an extraordinary general meeting of shareholders should be organized to decide on the measures to be implemented as required by the legislation in force.

According to laws and regulations in the Republic of Moldova, the net assets of the Group's subsidiaries domiciled in this country (Vinaria Bostavan SRL, Vinaria Purcari SRL, Vinaria Bardar SA, Domeniile Cuza SRL, Casa Purcari SRL, Vintech Innovations SRL), determined as the difference between total assets and total liabilities based on statutory financial statements, should not decrease to less than the subscribed share capital. The Group's subsidiaries domiciled in Republic of Moldova complied with this capital requirement based on the audited statutory financial statements.

According to laws and regulations in Bulgaria, the net assets of the Group's subsidiary domiciled in this country (Angel's Estate SA), determined as the difference between total assets and total liabilities based on statutory financial statements, should not decrease to less than the subscribed share capital. Angel's Estate SA complied with this capital requirement based on the unaudited statutory financial statements.

Fair values

Fair values versus carrying amounts

The fair values of financial assets and liabilities, together with the carrying amounts shown in the statement of financial position are presented in the below table. The table does not include the financial assets and liabilities which are not measured at fair value, if the carrying amount approximates the fair value.

	Carrying amount		Fair value	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Financial liabilities				
Borrowings	279,189,269	202,142,836	314,522,686	208,870,175
Lease liabilities	9,292,329	7,628,155	2,726,505	8,112,659

Financial assets measured at fair value are disclosed in Note 10 to the consolidated financial statements. Financial liabilities measured at fair value are disclosed in Note 9.

Interest bearing borrowings and lease liabilities

Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date. For lease liabilities the market rate of interest is determined by reference to similar lease agreements.

The fair value measurement of the above assets and liabilities for disclosure purposes has been categorized as a Level 3 fair value (see Note 4 b)).

Note 30. Non-controlling interests

The following tables summarized the information relating to each of the Group's subsidiaries that has non-controlling interests, before any intra-group eliminations.

31 December 2025	Angel's Estate	Vinaria Bardar	Intragroup eliminations	Total
NCI percentage	24.00%	43.95%		
Non-current assets	64,796,367	17,870,486		
Current assets	32,877,645	84,166,745		
Non-current liabilities	(44,618,123)	(11,659,799)		
Current liabilities	(22,153,457)	(23,007,219)		
Net assets	**30,902,432**	**67,370,213**		
Carrying amount of NCI	**7,416,584**	**29,607,722**	**354,599**	**37,378,905**
Revenue	21,319,928	31,946,392		
Profit /(loss)	(8,455,595)	9,174,599		
OCI	(3,661,963)	(3,847)		
Total comprehensive income	**(12,117,558)**	**9,170,752**		
Profit /(loss) allocated to NCI	**(2,029,343)**	**4,032,034**	**(121,864)**	**1,880,827**
OCI allocated to NCI	**(878,871)**	**(1,691)**	**515,458**	**(365,104)**

31 December 2024	Angel's Estate	Vinaria Bardar	Intragroup eliminations	Total
NCI percentage	24.00%	43.95%		
Non-current assets	53,307,868	17,211,968		
Current assets	22,923,417	73,328,492		
Non-current liabilities	(28,043,374)	(8,569,013)		
Current liabilities	(12,650,677)	(19,155,277)		
Net assets	**35,537,234**	**62,816,170**		
Carrying amount of NCI	**8,528,936**	**27,606,320**	**1,724,544**	**37,859,800**
Revenue	15,196,605	28,566,269		
Profit /(loss)	(4,961,760)	9,293,528		
OCI	(7,563,967)	(263,884)		
Total comprehensive income	**(12,525,727)**	**9,029,644**		
Profit /(loss) allocated to NCI	**(1,190,822)**	**4,084,300**	**2,019,273**	**3,049,467**
OCI allocated to NCI	**(1,815,352)**	**(115,971)**	**2,982,440**	**1,051,117**

Note 31. Related parties

The main shareholders are presented within Note 15. The Company has no ultimate parent entity or ultimate controlling party. The Group's related parties for the years 2025 and 2024 were the following:

Name of the entity	Relationship with the Company
Key management personnel	Members of board of directors of the Company, CEO, CFO, CCO and other SMT members
Victor Bostan	CEO, Member of the Board of Directors, significant shareholder through Amboselt Universal Inc.
Agro Sud Invest SRL	Entity controlled by a key member of management through a significant shareholding
BSC Agro SRL	Entity controlled by a key member of management through a significant shareholding
Victoriavin SRL	Entity controlled by Victor Bostan through a significant shareholding
Media Alternativa AO	Common member in the board of directors
MAIB SA	Common member in the board of directors

Key management personnel and other related party transactions:

	Transaction value for the year ended 31 December		Outstanding balance - receivable/(payable) as at 31 December	
	2025	**2024**	**2025**	**2024**
Victor Bostan				
- Fixed salary	(1,035,132)	(1,089,534)	(1,051,206)	(2,353,016)
Alexandru Filip				
- Salaries and bonuses for performance	(2,473,193)	-	(899,390)	-
Victoriavin SRL (for terms and conditions please refer to Note 1)				
- Lease liabilities	-	-	(6,109,057)	(4,512,337)
- Interest expense	(618,831)	(344,755)	-	-
- Interest income	25,101			
- Trade payable	-	-	-	-
- Operating leases	(19,143)	(49,608)	-	-
- Acquisition of inventories	-	(2,713)	-	-
MAIB SA (for terms and conditions please refer to Note 16)				
- Sales of merchandise	80,213	4,073	-	-
- Interest expense	(5,691,624)	(6,289,802)	-	-
- Trade receivables	-	(43)	-	(9,006)
- Bank charges	(232,960)	(272,511)	-	-
- Secured bank loans	(12,793,652)	28,497,174	-	(112,390,598)
- Cash and cash equivalents	-	-	-	11,085,721
Agro Sud Invest SRL (the cost is based on tariff per work, invoicing and payments are made on a monthly basis)				
- Agricultural services	(12,212,531)	(10,539,833)	-	-
- Trade payable	-	-	(1,299,539)	(449,552)
BSC Agro SRL (the cost is based on tariff per work, invoicing and payments are made on a monthly basis)				
- Agricultural services	(9,186,733)	(8,130,945)	-	-
- Trade payable	-	-	(1,260,076)	(718,326)

Media Alternativa AO (non-recurring promo services based on tariff per work)

- Sales of merchandise	14,868	4,866	-	-
- Trade receivable	-	-	-	10,580
- Marketing services	(14,257)	(10,177)	-	-

Key management personnel

- Salaries and bonuses for performance	(6,951,661)	(8,237,488)	(1,057,005)	(2,347,836)
- Equity-settled share-based payment	(2,954,814)	(4,935,184)	-	-

Mr Vasile Tofan resigned from the Board of Directors of the Company effective 15 December 2025. Consequently, MAIB and Media Alternativa AO, entities over which Mr Vasile Tofan exercises control or significant influence, ceased to qualify as related parties of the Company from that date, in accordance with IAS 24 **Related Party Disclosures**.

Transactions with MAIB and Media Alternativa AO are disclosed in the statement of profit or loss only for the period from 1 January 2025 to 15 December 2025. Transactions occurring after 15 December 2025 are not included in related party disclosures for the year ended 31 December 2025.

As these entities did not qualify as related parties at 31 December 2025, no outstanding balances with MAIB or Media Alternativa AO are presented within related party balances in the statement of financial position as at that date.
Comparative information for the year ended 31 December 2024 reflects transactions and balances for the full reporting period, as the entities qualified as related parties throughout that year.

Note 32. Commitments and contingencies

(i) Capital commitments

According to the arrangements related to acquisition of subsidiary Angel's Estate SA in Bulgaria, the Company is committed to provide a EUR 6,000,000 loan during the years 2023-2025 for modernization of production facilities. During the period 2023-2024 the Company provided EUR 3,957,557.
As at 31 December 2025, the full amount had been disbursed and, accordingly, the Group had no remaining commitment under this arrangement.

(ii) Litigations and claims

The Group is involved in several litigations or disputes. The Group does not present information and did not set-up provisions for these items, as the management assessed as remote the probability of outflow of economic benefits, because it considers unlikely unfavourable outcome of the litigations.

(iii) Fiscal environment

The tax laws and regulations in Romania, Moldova, Bulgaria, and Cyprus may be subject to change, and there may be changes in interpretation and enforcement of tax law. The tax systems in these countries can be characterized by numerous taxes and frequently changing legislation, open to interpretation and which, in some cases are conflicting. These changes in tax law and/or interpretation and enforcement of the tax law may be difficult for the Group to predict, and the Group may therefore be unprepared for these changes. As a result, the Group may face increases in taxes payable if tax laws or regulations are modified by the competent authorities in an adverse manner or are interpreted in a way that is different from Group's interpretation. This could have a material adverse effect on the Group's financial statements, due to possible additional tax liabilities, including fines, penalties and charged interest.

Tax audits consist of detailed verifications of taxpayers accounting records. These audits sometimes take place months, or even years, after the date tax liabilities have been established. Tax returns may be subject to revision and corrections by tax authorities, generally for a five-year period after they are completed in Romania and Bulgaria, a four-year period in the Republic of Moldova and six years in Cyprus. Consequently, companies may be found liable for significant taxes and fines.

The Group regularly makes an assessment of tax risks and establishes tax provisions, which represent management's best estimate. Furthermore, also based on consultations with relevant tax advisors, management believes that it has adequately provided for tax risks and liabilities. However, the interpretations of the relevant authorities could differ and the effect on these consolidated financial statements, if the authorities were successful in enforcing their interpretations, could be significant.

Note 33. EBITDA

Earnings before Interest, Tax, Depreciation and Amortisation ("EBITDA") is calculated as profit for the year (as presented in the consolidated statement of profit or loss and other comprehensive income), and adding back the income tax, net finance result and total amortization of intangible assets and total depreciation of property plant and equipment (as presented in Notes 7 and 11).

The management of the Group has presented EBITDA as they monitor this performance measure at a consolidated level, and they believe this measure is relevant to an understanding of the Group's financial performance.

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. Consequently, the EBITDA presented in this note cannot, as such, be relied upon for the purpose of comparison to EBITDA of other companies.
EBITDA for the years ended 31 December 2025 and 31 December 2024 was as follows:

	Indicator	Note	2025	2024
Adjusted EBITDA	**Adjusted EBITDA**		**114,000,178**	**110,966,894**
Net loss from deconsolidation of subsidiary			-	(4,424,439)
EBITDA	**EBITDA**		**114,000,178**	**106,542,455**
Less: depreciation for the year		**7**	(31,830,434)	(27,214,554)
Less: amortization for the year		**11**	(830,869)	(1,459,500)
Result from operating activities	**EBIT**		**81,338,875**	**77,868,401**
Less: net finance (loss) / income		**26**	(18,418,920)	(7,099,656)
Earnings Before Income Taxes	**EBT**		**62,919,955**	**70,768,745**
Less: tax expense		**27**	(12,148,609)	(12,038,009)
Profit for the year			**50,771,346**	**58,730,736**

Note 34. Events after the reporting period

There were no material subsequent events after the reporting period, except:

Change in the composition of the Board of Directors

Effective 30 January 2026, Mr Alexandru Filip submitted his resignation as a member of the Board of Directors. Following his resignation, the Board comprises six members (previously seven).

Share capital increase and share allotments

On 19 January 2026, the Board of Directors approved an increase in the Company's share capital through the issuance of 124,602 ordinary shares with a nominal value of EUR 0.01 each, resulting in a total nominal increase of EUR 1,246.02. The share capital increase was undertaken solely to settle obligations arising from PSU and PSO arrangements following the amicable termination of the mandate of Mr Alexandru Filip.

On 6 February 2026, the Board of Directors approved the free-of-charge allotment of 7,739 ordinary shares with a nominal value of EUR 0.01 each to Mr Stefan Catrina, Strategy and Transformation Director, under the Management Incentive Plan 2024–2027. The shares were funded from the Company's share premium reserve and were issued exclusively in settlement of rights arising from PSU and PSO arrangements.

On 9 February 2026, the Romanian Financial Supervisory Authority issued the Certificate of Registration of Financial Instruments No. AC-4603-8/09.02.2026 in connection with the above share capital increase.

M&A update

On 29 January 2026, the Company announced the submission of a binding offer for the potential acquisition of 100% of the share capital of SERVE Ceptura SRL (Dealu Mare, Romania). Completion of the transaction remains subject to the negotiation and execution of definitive transaction documentation and the receipt of all required approvals, including foreign direct investment clearance.

Purcari Wineries
Public Company Limited

Preliminary Unaudited
Separate Financial Statements

for the year ended 31 December 2025

prepared in accordance with
International Financial Reporting Standards
as adopted by European Union and the requirement
of the Cyprus Companies Law, Cap. 113.

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Statement of Financial Position as at 31 December 2025

all amounts are in RON, unless stated otherwise

	Note	31-Dec-2025	31-Dec-2024
ASSETS			
Investments in subsidiaries	10	150,650,474	142,753,652
Equity instruments measured at fair value through profit and loss	11	9,641,070	7,795,841
Loans receivable	12	33,656,688	20,447,387
Non-current assets		**193,948,232**	**170,996,880**
Other receivable	13	31,988,440	13,412,433
Loans receivable	12	2,509,777	2,431,023
Cash and cash equivalents	14	1,213,212	121,604
Current assets		**35,711,429**	**15,965,060**
Total assets		**229,659,661**	**186,961,940**
EQUITY			
Share capital	15	2,065,559	2,032,198
Share premium	15	51,269,120	45,503,030
Treasury shares reserves	15	0	0
Capital reserves	15	69,102,693	69,102,693
Other reserves	15	5,163,811	5,735,918
Foreign currency translation reserves	15	13,131,666	7,694,601
Retained earnings		81,645,322	47,866,088
Total equity		**222,378,171**	**177,934,540**
Trade and other payable	16	4,163,492	6,093,536
Provisions	17	3,117,998	2,933,864
Current liabilities		**7,281,490**	**9,027,400**
Total equity and liabilities		**229,659,661**	**186,961,940**

On 27 February 2025 the Board of Directors of Purcari Wineries Public Company Limited authorised these financial statements for issue.

Krzysztof Grabowski	**Victor Bostan**	**Anatolie Belibov**
Chairman of the Board of Directors	*Chief Executive Officer*	*Chief Financial Officer*

Statement of Profit or Loss and Other Comprehensive Income
for the year ended 31 December 2025

all amounts are in RON, unless stated otherwise

	Note	2025	2024
Revenue	6	64,359,544	53,763,445
Administrative expenses	7	(7,457,283)	(12,783,065)
Impairment (loss) on trade and loan receivable		0	(109,499)
Operating profit		**56,902,261**	**40,870,881**
Finance income	8	3,647,690	3,599,423
Finance costs	8	(125,139)	(8,968)
Net finance income	8	**3,522,551**	**3,590,455**
Profit before tax		**60,424,812**	**44,461,336**
Tax expense	9	(368,240)	(1,305,107)
Net profit for the year		**60,056,572**	**43,156,229**
Other comprehensive income			
Exchange differences on translation of balances to presentation currency (note 15)		(5,437,065)	(220,542)
Other comprehensive income/(loss) for the year		**(5,437,065)**	**(220,542)**
Total comprehensive income for the year attributable to owners		**54,619,507**	**42,935,687**

Statement of Changes in Equity for the year ended 31 December 2025
all amounts are in RON, unless stated otherwise

	Share capital	Share premium	Treasury Shares Reserves	Capital reserves	Other reserves	Foreign currency translation reserve	Retained earnings	Total
Balance at 1 January 2024	**2,020,462**	**43,652,065**	**(662,997)**	**69,102,693**	**4,936,567**	**7,915,143**	**31,212,707**	**158,176,640**
Total comprehensive income for the year								
Net profit for the year	-	-	-	-	-	-	43,156,229	43,156,229
Exchange differences on translation of balances to presentation currency	-	-	-	-		(220,542)	-	(220,542)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**(220,542)**	**43,156,229**	**42,935,687**
Transactions with owners of the Company								
Dividends (Note 15)	-	-	-	-	-	-	(26,229,641)	(26,229,641)
Treasury shares acquired (Note 15)	-	-	-	-		-	-	-
Shares vested to employees (Note 15)	-	-	389,790	-	(389,790)	-	-	-
Share capital increase	11,736	1,163,264	-	-	-	-	-	1,175,000
Recycling of treasury shares reserves	-	-	273,207	-	-	-	(273,207)	
Equity-settled share-based payments (Note 15)	-	-	-	-	1,876,854	-	-	1,876,854
Exercise of stock options	-	687,713	-	-	(687,713)	-	-	-
Total transactions with owners of the Company	**11,736**	**1,850,977**	**662,997**	**-**	**799,351**	**-**	**(26,502,848)**	**(23,177,787)**
Balance at 31 December 2024 / 1 January 2025	**2,032,198**	**45,503,042**	**-**	**69,102,693**	**5,735,918**	**7,694,601**	**47,866,088**	**177,934,540**
Total comprehensive income for the year								
Net profit for the year	-	-	-	-	-	-	60,056,572	60,056,572
Exchange differences on translation of balances to presentation currency	-	-	-	-		5,437,065	-	5,437,065
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**5,437,065**	**60,056,572**	**65,493,637**
Transactions with owners of the Company								
Dividends (Note 15)	-	-	-	-	-	-	(26,277,338)	(26,277,338)
Treasury shares acquired (Note 15)	-	-	-	-		-	-	-
Shares vested to employees (Note 15)	-	2,935,771	-	-	(2,935,771)	-	-	-
Share capital increase	33,361	1,500,957	-	-	(1,534,318)	-	-	-
Equity-settled share-based payments (Note 15)	-	-	-	-	3,897,982		-	3,897,982
Exercise of stock options	-	1,329,350	-	-	-	-	-	1,329,350
Total transactions with owners of the Company	33,361	**5,766,078**	-	**-**	**(572,107)**	**-**	**(26,277,338)**	**(21,050,006)**
Balance at 31 December 2025	**2,065,559**	**51,269,120**	**-**	**69,102,693**	**5,163,811**	**13,131,666**	**81,645,322**	**222,378,171**

Statement of Cash Flows for the year ended 31 December 2025
all amounts are in RON, unless stated otherwise

	Note	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		**60,424,812**	**44,461,336**
Adjustments for:			
Equity-settled share-based payment transactions	7	3,897,982	1,876,854
Unrealized exchange loss		2,950,111	(377,257)
Dividend income	6,18.1	(60,321,376)	(53,763,445)
Interest income	8	(2,043,031)	(856,805)
Change in fair value of equity instruments at FVTPL	8	(1,611,168)	(2,709,245)
Other income		4,078,003	-
Operating loss before working capital changes		**7,375,333**	**(11,368,562)**
Changes in working capital:			
Decrease in other receivable		(14,498,004)	2,248,942
(Decrease)/Increase in trade and other payable		(1,983,139)	475,115
Cash (used in) generated from operations		**(9,105,811)**	**(8,644,505)**
Interest received		189,472	130,090
Tax paid	9	(368,240)	(1,305,107)
Net cash (used in) generated from operating activities		**(9,284,578)**	**(9,819,522)**
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of subsidiary	10	0	(13,949,616)
Dividends received		45,903,551	55,084,283
Loans reimbursed from / (granted to) third parties		0	666,475
Loans granted intercompany		(10,596,224)	(9,785,633)
Net cash generated from investing activities		**35,307,327**	**32,015,509**
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid		(26,277,338)	(26,229,641)
Repurchase of treasury shares		-	-
Proceeds from exercise of share options		1,343,858	1,175,000
Net cash used in financing activities		**(24,933,480)**	**(25,054,641)**
Net (decrease) increase in cash and cash equivalents		**1,089,268**	**(2,858,654)**
Cash and cash equivalents at beginning of the year		121,604	2,954,883
Effect of movements in exchange rates on cash held		2,339	25,375
Cash and cash equivalents at end of the year	14	**1,213,212**	**121,604**

Notes to the Separate Financial Statements for the year ended 31 December 2025
all amounts are in RON, unless stated otherwise

1. Incorporation and principal activities

Country of incorporation

Purcari Wineries Public Company Limited (the ''Company'') was incorporated in Cyprus on 14 June 2007 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. As at 11 January 2018 the Company has been transformed into a public company and its shares started being traded at Bucharest Stock Exchange on February 15, 2018. Its registered office is at 1 Lampousas Street, 1095 Nicosia, Cyprus.

Principal activities and nature of operations of the Company

The principal Company's activities, which are unchanged from prior year, are the holding investments and providing finance to other companies.

2. Basis of preparation

Statement of compliance

These separate financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap. 113.

As of the date of the authorization of the financial statements, all International Financial Reporting Standards issued by the International Accounting Standards Board (IASB) that are effective as of 1 January 2025 and are relevant to the Company's operations have been adopted by the EU through the endorsement procedure established by the European Commission.

The Company is required to by the Cyprus Companies Law, Cap. 113, to prepare consolidated financial statements because the Company and its subsidiaries constitute a public company as defined by the Law and the Company issues consolidated financial statements for the year ended 31 December 2025 together with these Company separate financial statements for the year ended 31 December 2025.

The material accounting policies applied in the preparation of these separate financial statements are set out below in Note 3. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of measurements

The financial statements have been prepared under the historical cost convention, other than equity investments at FVTPL which were measured at fair value.

Standards and interpretation

Going concern basis

These parent financial statements have been prepared on a going concern basis, which assumes the Company will continue its operations for the foreseeable future and will be able to meet its obligations and they become due.

The Company has also prepared consolidated financial statements in accordance with IFRS as adopted by the European Union for the Company and its subsidiaries (the "Group"). The consolidated financial statements can be obtained from the Company's registered office.

Users of these parent's separate financial statements should read them together with the Group's consolidated financial statements as at and for the year ended 31 December 2025 in order to obtain a proper understanding of the financial position, the financial performance and the cash flows of the Company and the Group.

Adoption of new and revised International Financial Reporting Standards (IFRS) and Interpretations as adopted

by the European Union (EU)

As from 1 January 2025, the Company adopted all changes to International Financial Reporting Standards (IFRSs), which are relevant to its operations. This adoption did not have a material effect on the accounting policies of the Company, except for:

Amendments to IAS 1 and IFRS Practice Statement 2: Disclosure of Accounting policies (issued on 12 February 2021 and effective for annual periods beginning on or after 1 January 2025).

IAS 1 was amended to require companies to disclose their material accounting policy information rather than their significant accounting policies. The amendment provided the definition of material accounting policy information. The amendment also clarified that accounting policy information is expected to be material if, without it, the users of the financial statements would be unable to understand other material information in the financial statements.

The amendment provided illustrative examples of accounting policy information that is likely to be considered material to the entity's financial statements Further, the amendment to IAS 1 clarified that immaterial accounting policy information need not be disclosed. However, if it is disclosed, it should not obscure material accounting policy information. To support this amendment, IFRS Practice Statement 2, 'Making Materiality Judgements' was also amended to provide guidance on how to apply the concept of materiality to accounting policy disclosures. The amendments resulted in changes in presentation of these financial statements, primarily by removing significant accounting policies that do not represent material accounting policy information.

(i) Standards issued but not yet effective

The following new and amended standards are effective for periods beginning on or after 1 January 2025 and earlier application is permitted. The Company has not early adopted any of these new and amended standards and does not expect that they will have a significant impact on the Company's financial statements when they become effective.

- Classification of Liabilities as Current or Non-Current (Amendments to IAS 1);
- Non-current Liabilities with Covenants (Amendments to IAS 1);
- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7);
- Lease Liability in a Sale and Leaseback (Amendments to IFRS 16);
- Lack of exchangeability (Amendments to IAS 21).

(ii) IFRSs, Amendments to IFRSs and Interpretations not adopted by the EU

- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7);
- Lack of exchangeability (Amendments to IAS 21).

The Board of Directors expects that the adoption of these standards in future periods will not have a material effect on the financial statements of the Company.

3. Material accounting policies

The material accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented in these financial statements unless otherwise stated.

Subsidiaries

Subsidiaries are entities controlled by the Company. Control exists where the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Investments in subsidiary companies are stated at cost less provision for impairment in value, which is recognized as an expense in the period in which the impairment is identified.

The Company carried out an analysis under which has identified no impairment indicators for the subsidiaries.

Revenue recognition

Revenues earned by the Company are recognized on the following bases:

Dividends

Dividend distribution to the Company's shareholders is recognized in the Company's financial statements in the year in which they are approved by the Company's shareholders.

Interest income

Interest income is recognized on a time-proportion basis using the effective interest method.

Share-based payments arrangements

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognised as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of awards that meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant-date fair value of the share-based payment is measured to reflect such conditions and there is no true up for differences between expected and actual outcomes.

Foreign currency translation

(1) **Functional and presentation currency**

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'), which is EUR. The financial statements are presented in Romanian Leu (RON), the same presentation currency as for consolidated financial statements.

(2) **Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency at the exchange rate when the fair value was determined. Foreign currency differences are generally recognised in profit or loss. Non-monetary items that are measured based on historical cost in a foreign currency are not translated.

Changes in the fair value of monetary securities denominated in foreign currency classified as financial assets at fair value through OCI are analysed between transaction differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Transaction differences related to changes in amortised cost are recognised in profit or loss and other changes in carrying amount are recognised in other comprehensive income.

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. Translation differences on non-monetary items, such s equities held at fair value through profit or loss, as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as fair value through other comprehensive income, are included in other comprehensive income.

Tax

Current tax liabilities and assets are measured at the amount expected to be paid to or recovered from the taxation authorities, using the tax rates and laws that have been enacted, or substantively enacted, by the reporting date.

Financial instruments

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 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) or financial liability is initially measured at fair value plus, for an item not at 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.

Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at: amortized cost 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 not classified as measured at amortized cost as described above are measured at FVTPL.

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortized 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.

Cash and cash equivalents

For the statement of cash flows, cash and cash equivalents comprise cash at bank.

Financial liabilities – measurement categories

Financial liabilities are initially recognised at fair value and classified as subsequently measured at amortised cost.

Trade and other payable

Trade payable are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Trade and other payable are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Derecognition

Financial assets

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Company 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 instruments

Financial assets and financial liabilities are offset, and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the statement of financial position.

Impairment

The Company recognises loss allowances for ECLs on financial assets measured at amortised cost. Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is more than 360 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. 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 Company's procedures for recovery of amounts due.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares, net of any tax effects, are recognised as a deduction from equity.

Share premium

A share premium account is recorded in the shareholders' equity portion of the balance sheet. The share premium account represents the difference between the par value of the shares issued and the subscription or issue price.

Capital reserves

Capital reserve constitutes contributions made by the Company's shareholders other than for the issue of shares by the Company in their capacity as equity owners of the Company for which the Company has no contractual obligation to repay them. Such contributions are recognised directly in equity as they constitute transactions with equity owners in their capacity as equity owners of the Company.

Treasury shares

When shares recognised as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the treasury share reserve. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

4. Financial risk management

Financial risk factors

The Company is exposed to credit risk, liquidity risk, currency risk and capital risk management arising from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

1.1 Credit risk

Credit risk arises when a failure by counter parties to discharge their obligations could reduce the amount of future cash inflows from financial assets on hand at the reporting date. The Company has no significant concentration of credit risk. The Company has policies in place to ensure that finance is provided to customers with an appropriate credit history and monitors on a continuous basis the ageing profile of its receivables.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

,	2025	2024
Cash and cash equivalents	1,213,212	121,604
Other receivable	31,988,440	13,412,433
Loans receivable	36,166,465	22,878,410
Total	**69,368,117**	**36,412,447**

Cash and cash equivalents

The Company held cash and cash equivalents of RON 1,213,212 at 31 December 2025 (2024: RON 121,604), which represent its maximum credit exposure on these assets. 98.6% of cash and cash equivalents as at 31 December 2025 are held with bank with credit risk BBB+ from Fitch Ratings (2024: 84.4% and credit rating BBB+).

The estimated loss allowance on cash and cash equivalents as at 31 December 2025 and 31 December 2024 was immaterial. All cash and cash equivalents were performing (Stage 1) as at 31 December 2025 and 31 December 2024.

Other receivables

The maximum exposure to credit risk for other receivable at the reporting date by geographic region was as follows:

	2025	2024
Republic of Moldova (Note 18.5)	30,560,833	11,353,002
Cyprus (Note 18.5)	863,844	1,748,786
Other	563,763	310,645
Total	**31,988,440**	**13,412,433**

Other receivable from debtors in Republic of Moldova and Cyprus represent dividends from Company's subsidiaries.

The estimated loss allowance on other receivables as at 31 December 2025 and 31 December 2024 was immaterial.

All cash and cash equivalents were performing (Stage 1) as at 31 December 2025 and 31 December 2024.

Loans Receivable

The maximum exposure to credit risk for loans receivable at the reporting date by geographic region was as follows:

	2025	2024
Republic of Moldova (Note 13)	-	-
Bulgaria (Note 13)	33,656,688	20,447,387
Czech Republic (Note 13)	2,509,777	2,431,023
Total	**36,166,465**	**22,878,410**

Impairment of other financial assets at amortized cost

Other financial assets at amortized cost include loan receivable, receivable from related party and other receivable.
The estimated loss allowance on loans receivable and other receivable as at 31 December 2025 and 31 December 2024 was immaterial.
No loans receivable, receivable from related parties or other receivable were written off during the period are still subject to enforcement activity.

1.2 Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability but can also increase the risk of losses. The Company has procedures with the object of minimizing such losses such as maintaining sufficient cash and other highly liquid current assets and by having available an adequate amount of committed credit facilities.

The following were the estimated cash outflows for trade and other payable:

Monetary liabilities	Carrying Amount	Total Contractual Cash Flow	Between 1–12 months	More than 1 year
31 December 2025				
Trade and other payable	4,163,492	4,163,492	4,163,492	
Total	**4,163,492**	**4,163,492**	**4,163,492**	
31 December 2024				
Trade and other payable	6,093,536	6,093,534	6,093,534	-
Total	**6,093,536**	**6,093,534**	**6,093,534**	**-**

1.3 Currency risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. Currency risk arises when future commercial transactions and recognized assets and liabilities are denominated in a currency that is not the Company's measurement currency. The Company is exposed to foreign exchange risk arising from various currency exposures. The Company's management monitors the exchange rate fluctuations on a continuous basis and acts accordingly. The Company doesn't hedge for the currency risk.

The following exchange rates were applied to recalculate assets and liabilities that are denominated in a currency that is not the Company's measurement currency, as at the end of the year:

	31 December 2025	31 December 2024
MDL1	19.7597	19.3106
EUR 1	1.175	1.0389
RON 1	5.0985	4.9741

The Company is exposed to currency risk on sales and purchases that are denominated in a currency other than the respective functional currencies of Group entities. The currencies in which these transactions are primarily denominated are EUR, RON, MDL and USD.

The Company manages its currency exchange risk exposure in a limited manner and there is no hedging arrangement designed or implemented to this end. The Company mainly performs a natural hedging by aligning currency of monetary assets with those of monetary liabilities. This approach is mainly applicable with regards to transactions with subsidiaries.

The summary of quantitative data about the Company's monetary assets and monetary liabilities in original currency as at 31 December 2025 was as follows:

	EUR	USD	MDL	RON	Total
31 December 2025					
Monetary assets					
Cash and cash equivalents	660,365	685	-	552,043	1,213,212
Loans receivable	36,166,465	-	-	-	36,166,465
Other receivable	563,763	863,844	30,560,833	-	31,988,440
Total monetary assets	**37,390,593**	**864,529**	**30,560,833**	**552,043**	**69,368,117**
Monetary liabilities					
Trade and other payable	1,726,209	1,025,985	-	84,173	2,836,367
Total monetary liabilities	**1,726,209**	**1,025,985**	**-**	**84,173**	**2,836,367**
Net statement of financial position exposure	**35,664,384**	**(161,456)**	**30,560,833**	**467,869**	**66,531,750**

The summary of quantitative data about the Company's monetary assets and monetary liabilities in original currency as at 31 December 2024 was as follows:

	EUR	USD	MDL	RON	Total
31 December 2024					
Monetary assets					
Cash and cash equivalents	74,885	548	-	46,171	121,604
Loans receivable	22,878,410	-	-	-	22,878,410
Other receivable	310,646	1,748,786	11,353,001	-	13,412,433
Total monetary assets	**23,263,941**	**1,749,671**	**11,353,001**	**46,171**	**36,412,447**
Monetary liabilities					
Trade and other payable	4,229,388	2,557,497	-	116,649	6,903,534
Total monetary liabilities	**4,229,388**	**2,557,497**	**-**	**116,649**	**6,903,534**
Net statement of financial position exposure	**19,034,553**	**(808,163)**	**11,353,001**	**(70,478)**	**29,508,913**

1.4 Capital risk management

Capital includes equity shares and share premium, convertible preference shares and loan from parent company.

The Company manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to shareholders through the optimization of the debt and equity balance. The Company's overall strategy remains unchanged from last year.

The management do not provide a quantification of any risks described above, as consider the no substantial risks exist due to the specific of its activity as holding Company, with small operational activity.

Fair value estimation

The fair values of the Company's financial assets and liabilities approximate their carrying amounts at the reporting date.

5. Critical accounting estimates and judgements

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires Management to exercise its judgement in the process of applying the Company's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Measurement of fair values

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities.

The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of IFRS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values was included below and in the following notes:

• Note 11 – valuation of equity instruments measured at fair value through profit or loss ("FVTPL").

Income taxes

Significant judgement is required in determining the provision for income taxes. There are transactions and calculations for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

Initial recognition of related party transactions and balances

In the normal course of business, the Company enters into transactions with its related parties. IFRS 9 requires the initial recognition of financial instruments to be based on their fair values. Judgement is applied in determining if transactions are priced at market or non-market interest rates where there is no active market for such transactions. The basis for judgement is pricing for similar types of transactions with unrelated parties and effective interest rate analysis. Terms and conditions of reted party balances are disclosed in Note 18.

6. Revenue

	2025	2024
Dividend income (Note 19.1)	60,321,376	53,763,445
Other income	4,038,168	-
	64,359,544	**53,763,445**

7. Administrative expenses

	2025	2024
Registrar of Companies annual levy	2,526	2,489
Independent auditors' remuneration for the statutory audit of annual accounts	-	12,432
Independent auditors’ remuneration for the audit of consolidated accounts	-	1,122,061
Directors’ (Note 19.3)	2,231,494	2,401,780
Key management personnel remuneration (Note 19.3)	1,748,402	4,313,579
Other staff costs	342,045	1,167,615
Equity-settled share-based payment	-	1,876,854
Legal and professional	2,746,059	1,476,531
Taxes and fees, except income tax	135,671	286,442
Promotion	-	-
Travelling	-	11,854
Insurance	229,869	51,942
Rent	21,217	26,863
Other	-	32,625
	7,457,283	**12,783,065**

8. Net finance income

	2025	2024
Interest income	(2,043,031)	(856,805)
Financial assets at FVTPL – net change in fair value (Note 12)	(1,611,168)	(2,709,245)
Net foreign exchange gain	125,139	(33,373)
Total finance income	**(3,529,060)**	**(3,599,423)**
Sundry finance expenses	6,509	8,968
Total finance costs	**6,509**	**8,968**
Net finance income recognized in profit or loss	**(3,522,551)**	**(3,590,455)**

9. Tax

	2025	2024
Corporation tax - current year	368,240	1,305,107
Charge for the year	**368,240**	**1,305,107**

The tax on the Company's results before tax differs from the theoretical amount that would arise using the applicable tax rates as follows:

	2025	2024
Profit before tax	**60,424,812**	**44,461,336**
Tax calculated at the applicable tax rates	7,542,801	5,557,667
Tax effect of expenses not deductible for tax purposes	140,406	1,407,202
Current year losses for which no tax expense was recognized	(834,469)	98,389
Tax effect of allowances and income not subject to tax	(6,848,738)	(7,063,258)
Tax paid in foreign jurisdictions	368,240	1,305,107
Tax charge	**368,240**	**1,305,107**

The corporation tax rate is 12.5%.

During 2025, a withholding tax of 5% was paid in the Republic of Moldova by the Company's subsidiaries Vinaria Purcari SRL, out of dividends distributed to the parent company.

Unrecognized deferred tax assets

Deferred tax assets have not been recognized in respect of the following items, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom.

	2025	2025	2024	2024
	Gross amount	**Tax effect**	**Gross amount**	**Tax effect**
Tax losses	39,094,047	5,106,437	47,783,324	5,973,156

Tax losses carried forward

Tax losses for which no deferred tax asset was recognized expire as follows:

Expiration years	RON 39,094,047	2026 – 2030	RON 47,783,324	2025 – 2029

In 2025, the Company managed to decrease carried forward tax losses to RON 40,240,698. Management has determined that the recoverability of cumulative tax losses, which expire in 2026–2030, is uncertain due to specific activity of the Company as holding company. However, the Group decided to change its operational flow that will generate taxable profit at parent company level, then additional deferred tax assets and a related income tax benefit of up to RON 5,221,103 would be recognized.

10. Investments in subsidiaries

	2025	2024
Balance at 1 January	142,753,652	116,574,774
Additions	3,863,715	26,301,874
Effect of movement in exchange rates	4,033,107	(122,996)
Balance at 31 December	**150,650,474**	**142,753,652**

In 2022 the Company acquired 76% of share capital of Angel's Estate in Bulgari, which is a wine producer.

The details of the subsidiaries are as follows:

	Company name	Country of Incorporation	Principal activity	Ownership interest, %
1	Vinorum Holdings Ltd	Cyprus	Holding company	100%
2	West Circle Ltd	Cyprus	Holding company	100%
3	Crama Ceptura SRL	Romania	Production, bottling and sales of wine	100%
4	Vinoteca Gherasim Constantinescu SRL	Romania	Cultivation of grapes	100%
5	Vinaria Bardar SA	Republic of Moldova	Production, bottling and sales of divin	56.05%
6	Vinaria Bostavan SRL	Republic of Moldova	Production, bottling and sales of wine	100%
7	Vinaria Purcari SRL	Republic of Moldova	Production, bottling and sales of wine	100%
8	Domeniile Cuza SRL	Republic of Moldova	Production, bottling and sales of wine	100%
9	Casa Purcari SRL	Republic of Moldova	Hospitality (Bar & Restaurant)	100%
10	Fundatia Purcari AO	Republic of Moldova	Charity	100%
11	Purcari Wineries Ukraine LLC	Ukraine	Trading & Marketing	100%
12	Angel's Estate SA	Bulgaria	Production, bottling and sales of wine	76%
13	HTA Purcari Icecek Dis Ticaret Limited Sirketi	Turkey	Trading & Marketing	100%
14	Vintech Innovations SRL	Republic of Moldova	IT services	100%
15	Les Terres Noires SRL	Republic of Moldova	Cultivation of grapes	100%

The Company periodically evaluates the recoverability of investments in subsidiaries whenever indicators of impairment are present. Indicators of impairment include such items as declines in revenues, earnings or cash flows or material adverse changes in the economic or political stability of a particular country, which may indicate that the carrying amount of an asset is not recoverable. If facts and circumstances indicate that investment in subsidiaries may be impaired, the estimated future discounted cash flows associated with these subsidiaries would be compared to their carrying amounts to determine if a write-down to fair value is necessary.

11. Equity instruments measured at fair value through profit or loss

On 13 May 2021, the Company purchased 10.00% ownership interest in 8Wines Czech Republic s.r.o. (8Wines), a Czech-based fast growing online retail platform.
The Group neither has any significant influence nor is involved in the management of 8Wines. Therefore, the ownership interest in 8Wines is accounted as equity instruments at fair value through profit or loss.

The movement in equity instruments at fair value through profit or loss for the years ended 31 December 2025 and 31 December 2024 was as follows:

	2025	2024
Balance at 1 January	7,795,841	5,099,924
Change in fair value (Note 9)	1,611,168	2,709,245
Effect of movement in exchange rates	234,061	(13,328)
Balance at 31 December	**9,641,070**	**7,795,841**

As of 31 December 2025, the fair value measurement for equity investment in 8Wines Czech Republic s.r.o. has been categorized as a Level 3 fair value based on the inputs to the valuation technique used (see Note 5). The following table shows the valuation techniques used in measuring fair value as of 31 December 2025, as well as the significant unobservable inputs used. There were no transfers between levels. Any fair value changes are included in finance income/costs.

The valuation of the investment was performed by the Company's management.

Valuation technique	*Discounted cash flows*: The valuation model considers the present value of the net cash flows expected to be generated by the entity, discounted using a risk-adjusted discount rate.
Significant unobservable inputs	• Expected free cash flows for 2024-2028 (RON 14,917,339); • Risk-adjusted discount rate (10.30%); • Terminal growth rate (3.00%).
Inter-relationship between key unobservable inputs and fair value measurement	The estimated fair value would increase (decrease) by: • RON 82,382 (RON 82,382) if the expected cash flows were higher (lower) by 1%; or • RON 1,591,015 (RON 1,199,648) if the risk-adjusted discount rate was lower (higher) by 1pp; or • RON 1,238,805 (RON 940,298) if the terminal growth rate was higher (lower) by 1pp.

12. Loans receivable

As at 31 December 2025 and 31 December 2024 loans receivables are as follows:

	Currency	Interest rate	Year of maturity	2025		2024	
				Non-current portion	Current portion	Non-current portion	Current portion
8Wines s.r.o.	EUR	3.0%	2025	-	390,653	-	380,018
8Wines s.r.o.	EUR	6.0%	2025	-	2,119,124	-	2,051,005
Angel's Estate SA (Note 19.4)	EUR	Euribor 12M+3.0%	2028	33,656,688	-	20,447,387	-
Total loans receivable				**33,656,688**	**2,509,777**	**20,447,387**	**2,431,023**

The loans provided to 8Wines s.r.o. are secured up to the amount of EUR 1,239,669 by the constitution of the right of pledge over the whole goods inventory – wine bottles, in the stock of 8Wines s.r.o.

The exposure of the Company to credit risk in relation to loans receivable is reported in note 4 of the financial statements.

13. Other receivable

	2025	2024
Receivable from related companies (Note 19.5)	31,424,677	13,101,788
Prepayments	-	-
Other receivable	563,763	310,645
	31,988,440	**13,412,433**

The exposure of the Company to credit risk in relation to other receivable is reported in note 4 of the financial statements.

14. Cash and cash equivalents

	2025	2024
Cash at bank	1,213,212	121,604
	1,213,212	**121,604**

15. Share capital and other elements of equity

	2025	**2025**	2024	2024
	Number of shares	**€**	Number of shares	€
Authorised				
Ordinary shares of €0,01 each	**43,000,000**	**430,000**	43,000,000	430,000

	2025	**2025**	2024	2024
	Number of shares	**RON**	Number of shares	RON
Issued and fully paid				
Balance at 1 January	40,353,294	2,032,198	40,353,294	2,032,198
Balance at 31 December	**41,011,780**	**2,065,559**	**40,353,294**	**2,032,198**

On 28 April 2022, the shareholders unanimously approved the increase of the authorised share capital of the Company from EUR 410,000.00 divided into 41,000,000 shares of nominal value EUR 0.01 each to EUR 430,000.00 divided into 43,000,000 shares of nominal value EUR 0.01 each.

The Company has a Management Incentive Programme, initially approved in 2019 and subsequently revised, which allows managers and employees to exercise their stock options until 2030.
During 2025, nineteen participants exercised a total of 1,307,300 stock options (2024: 673,000 options at an exercise price of RON 10 per share).
Of the options exercised during 2025, 98,500 were at an exercise price of RON 10 per share, 1,090,800 at RON 15 per share, and 118,000 at RON 20 per share.
Of the total options exercised in 2025, 31,500 were exercised through cash payment at the respective exercise prices. For the remaining 1,275,800 options, participants elected the discounted exercise method. Under this method, a net number of 346,150 shares was issued, representing the intrinsic value of the exercised options, with the corresponding amount transferred from the share premium reserve.
Thus, on 13 November 2025 the Directors of the Company unanimously resolved that, based on the authority granted by the Company's shareholders, as per resolution dated 23 May 2025, the Company be authorized:

to issue and allot additional 7,500 shares of nominal value EUR 0.01 each, issued at a premium of EUR 1.95672 for a total subscription amount of RON 75,000.00 (equivalent of EUR 14,675.40).
to issue and allot additional 24,000 shares of nominal value EUR 0.01 each, issued at a premium of EUR 2,94008 for a total subscription amount of RON 75,000.00 (equivalent of EUR 70,561.92).
to issue and allot, free of charge and by using its share premium reserves, the additional 346,150 shares of nominal value EUR 0.01 each, issued at a discount of EUR 0.01 (total issuance price is zero).

On 22 May 2024, the Company's shareholders approved the Management Incentive Program 2024-2027 mainly targeting members of the Group's senior management team and the performance criteria for the award of up to 802,000 shares in the Company to the Beneficiaries.

The Program comprised of the following:

award of up to 802,000 shares of the Company shares in the Company to the Beneficiaries, free of charge, with annual vesting (i.e. ¼ vests at the end of each year) and subject to relevant performance indicators; and
award of stock options to the Beneficiaries in the following amounts: up to 802,000 Options at a strike price of RON 15, 1,002,000 Options at a strike price of RON 20 and 1,203,000 Options at a strike price of RON.

Share premium is the difference between the fair value of the consideration receivable for the issue of shares and the nominal value of shares. Share premium account can only be resorted to limited purposes, which do not include the distribution of dividends and is otherwise subject to the provisions of the Cyprus Companies Law on reduction of share capital.

At the reporting date, the issued share capital of the Company is comprised of 41,011,780 ordinary shares with nominal value EUR 0.01 each. All issued shares are fully paid.
All shares rank equally with regard to the Company's residual assets. The holders of ordinary shares are entitled to receive dividends as declared and are entitled to one vote per share at meetings of the Company.

As of 31 December 2025, the share premium amounts to RON 51,269,120 (31 December 2024: RON 45,503,042).

Capital reserve

Capital reserve was created by the Parent Company with the aim of covering potential losses from the activity of the Parent Company. The amount of capital reserves is RON 69,102,693 (31 December 2024: RON 69,102,693).

Other reserves

In 2025 the Company accounted for equity-settled share-based payments in amount of RON 3,897,982 (2024: RON 1,876,854) in connection with the Management Incentive Programs 2020-2024 and 2024-2027.
In 2024 the Company also accounted in other reserves for put option over non-controlling interests in the amount of RON 600,425 (2024: RON 1,267,587).

Translation reserve

The translation reserve comprises all foreign currency differences arising from the translation to the presentation currency.

Dividends

During 2025 the Company declared and paid dividends in amount of RON 0.65 per share (2024: RON 0.65).

16. Trade and other payable

	2025	2024
Payable to related parties (Note 19.6)	1,159,435	5,046,507
Dividend payable	112,968	59,874
Other creditors	2,891,089	987,155
	4,163,492	**6,093,536**

The exposure of the Company to liquidity risk in relation to trade and other payable is reported in note 4 of the financial statements.

17. Provisions

	2025	2024
Provisions for indirect taxes	2,864,118	2,786,148
Provision for unused vacation	253,880	147,716
	3,117,998	**2,933,864**

18. Related party transactions

The Company has no ultimate parent entity or ultimate controlling party. The Company's related parties for the years 2025 and 2024 were the following:

Name of the entity	Relationship with the Company
Amboselt Universal Inc.	Major shareholder of the Company
Victor Bostan	Ultimate Beneficial Owner through Amboselt Universal Inc.
Alexandru Filip	Executive Director
Victoriavin SRL	Entity controlled by Victor Bostan through a significant shareholding
Vinaria Purcari SRL	Subsidiary
Vinaria Bostavan SRL	Subsidiary
Crama Ceptura SRL	Subsidiary
Vinorum Holdings Limited	Subsidiary
Purcari Wineries Ukraine LLC	Subsidiary
Angel's Estate SA	Subsidiary from 10.10.2022
Key management personnel	Members of board of directors of the Company, CEO, CFO, CCO, and other SMT members

The following transactions were carried out with related parties:

19.1 Dividend income (Note 6)

	2025	2024
Vinaria Purcari SRL	12,374,197	25,830,414
Crama Ceptura SRL	44,941,769	27,933,031
Vinorum Holdings Limited	3,005,410	
	60,321,376	**53,763,445**

19.2 Interest income (Note 12)

	2025	2024
Vinaria Bostavan SRL	-	204,543
Angel's Estate SA	1,844,518	517,850
	1,844,518	**722,393**

19.3 Administration expenses (Note 7)

	2025	2024
Directors' remuneration	2,231,494	2,401,780
Key management personnel remuneration	1,748,402	4,313,579
Equity-settled share-based payments of key management personnel	-	1,206,490
	3,979,896	**7,921,849**

19.4 Loans receivable from related parties (Note 12)

	Nature	2025	2024
Vinaria Bostavan SRL	Interest bearing	-	-
Angel's Estate SA	Interest bearing	33,656,688	20,447,387
		33,656,688	**20,447,387**

19.5 Receivable from related parties (Note 13)

	Nature	2025	2024
Vinaria Purcari SRL	Dividends	30,560,833	11,353,002
Vinorum Holdings Limited	Dividends	863,844	1,748,786
		31,424,677	**13,101,788**

Receivable from subsidiaries bear no interest and will be collected during the next 12 months.

19.6 Payable to related parties (Note 16)

	Nature	2025	2024
Directors and key management personnel	Management fees	1,159,435	5,046,507
		1,159,435	**5,046,507**

Payable to the management bear no interest. A full settlement is expected to occur in the next 12 months.

19. Financial instruments by category

The accounting policies for financial instruments have been applied to the line items below:

31 December 2025	Financial assets mandatory at FVTPL	Financial assets at amortized cost	Total
Assets as per statement of financial position:			
Equity instruments held at FVTPL	9,641,070	-	9,641,070
Loans receivable	-	36,166,465	36,166,465
Other receivable	-	31,988,440	31,988,440
Cash and cash equivalents	-	1,213,212	1,213,212
Total	**9,641,070**	**69,368,117**	**79,009,186**

	Financial assets mandatory at FVTPL	Financial liabilities at amortized cost	Total
Liabilities as per statement of financial position:			
Trade and other payable	-	4,050,524	4,050,524
Total	**-**	**4,050,524**	**4,050,524**

31 December 2024	Financial assets mandatory at FVTPL	Financial assets at amortized cost	Total
Assets as per statement of financial position:			
Equity instruments held at FVTPL	7,795,841	-	7,795,841
Loans receivable	-	22,878,410	22,878,410
Other receivable	-	13,412,433	13,412,433
Cash and cash equivalents	-	121,604	121,604
Total	**7,795,841**	**36,412,447**	**44,208,288**

	Financial assets mandatory at FVTPL	Financial liabilities at amortized cost	Total
Liabilities as per statement of financial position:			
Trade and other payable	-	6,093,354	6,093,354
Total	**-**	**6,093,354**	**6,093,354**

20. Operating environment

On 24 February 2022, Russia announced the start of a full-scale land, sea and air invasion of Ukraine, targeting Ukrainian military assets and civilian infrastructure throughout the country.

Three years on, the war is still raging in the vicinity of Moldova and Romania, where our production facilities are located and which represent the core markets for the Group.

On the basis of the above, the Board of Directors of the Company reiterates the view that the Company is well positioned to resist the adverse impact of this external shock and will have sufficient resources to continue operating as going concern for a period of at least 12 months from the reporting date of this Annual Report.

21. Events after the reporting period

There were no material subsequent events after the reporting period, except:

Change in the composition of the Board of Directors

Effective 30 January 2026, Mr Alexandru Filip submitted his resignation as a member of the Board of Directors. Following his resignation, the Board comprises six members (previously seven).

Share capital increase and share allotments

On 19 January 2026, the Board of Directors approved an increase in the Company's share capital through the issuance of 124,602 ordinary shares with a nominal value of EUR 0.01 each, resulting in a total nominal increase of EUR 1,246.02. The share capital increase was undertaken solely to settle obligations arising from PSU and PSO arrangements following the amicable termination of the mandate of Mr Alexandru Filip.

On 6 February 2026, the Board of Directors approved the free-of-charge allotment of 7,739 ordinary shares with a nominal value of EUR 0.01 each to Mr Stefan Catrina, Strategy and Transformation Director, under the Management Incentive Plan 2024–2027. The shares were funded from the Company's share premium reserve and were issued exclusively in settlement of rights arising from PSU and PSO arrangements.

On 9 February 2026, the Romanian Financial Supervisory Authority issued the Certificate of Registration of Financial Instruments No. AC-4603-8/09.02.2026 in connection with the above share capital increase.

M&A update

On 29 January 2026, the Company announced the submission of a binding offer for the potential acquisition of 100% of the share capital of SERVE Ceptura SRL (Dealu Mare, Romania). Completion of the transaction remains subject to the negotiation and execution of definitive transaction documentation and the receipt of all required approvals, including foreign direct investment clearance.