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**VRG**  
VISTULA RETAIL GROUP

# CONSOLIDATED FINANCIAL STATEMENTS

OF VRG S.A. CAPITAL GROUP  
FOR 2025

Cracow, April 24, 2026

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## SELECTED FINANCIAL DATA TO CONSOLIDATED FINANCIAL STATEMENTS

FOR 12 MONTHS ENDING DECEMBER 31, 2025

|  | PLN thousand                        | PLN thousand  | EUR thousand                        | EUR thousand  |
|--|-------------------------------------|---|-------------------------------------|---|
|  | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024<br>after adjustment | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024<br>after adjustment |
| Revenues   | 1,504,832                           | 1,375,025   | 355,148                             | 319,464   |
| EBITDA   | 273,603                             | 260,140   | 64,572                              | 60,439  |
| Profit (loss) from operations                    | 137,551                             | 125,903   | 32,463                              | 29,251  |
| Pre-tax profit (loss)                            | 123,096                             | 110,979   | 29,051                              | 25,784  |
| Net profit (loss)                                | 98,241                              | 86,875  | 23,185                              | 20,184  |
| Net cash flows from operating activities         | 252,433                             | 98,336  | 59,575                              | 22,847  |
| Net cash flows from investing activities         | -40,370                             | -38,246   | -9,528                              | -8,886  |
| Net cash flows from financing activities         | -161,727                            | -121,054  | -38,168                             | -28,125   |
| Total net cash flows                             | 50,336                              | -60,964   | 11,879                              | -14,164   |
| Earnings (loss) per ordinary share (in PLN/EUR)  | 0.42                                | 0.37  | 0.10                                | 0.09  |
| Diluted earnings (loss) per share (in PLN/EUR)   | 0.42                                | 0.37  | 0.10                                | 0.09  |
|  | 31.12.2025                          | 31.12.2024<br>after adjustment                          | 31.12.2025                          | 31.12.2024<br>after adjustment                          |
| Total assets                                     | 1,785,708                           | 1,684,795   | 422,483                             | 394,289   |
| Liabilities and provisions                       | 624,183                             | 621,615   | 147,676                             | 145,476   |
| Long-term liabilities                            | 220,566                             | 206,256   | 52,184                              | 48,270  |
| Short-term liabilities                           | 383,570                             | 396,524   | 90,749                              | 92,798  |
| Total equity                                     | 1,161,525                           | 1,063,180   | 274,807                             | 248,813   |
| Share capital                                    | 49,122                              | 49,122  | 11,622                              | 11,496  |
| Shares outstanding                               | 234,455,840                         | 234,455,840   | 234,455,840                         | 234,455,840   |
| Diluted number of shares                         | 234,455,840                         | 234,455,840   | 234,455,840                         | 234,455,840   |
| Book value per share (in PLN/EUR)                | 4.95                                | 4.53  | 1.17                                | 1.06  |
| Diluted book value per share (in PLN/EUR)        | 4.95                                | 4.53  | 1.17                                | 1.06  |
| Declared or paid dividend per share (in PLN/EUR) | 0.0                                 | 0.09  | 0.0                                 | 0.02  |

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR 12 MONTHS ENDING DECEMBER 31, 2025

| (PLN thousand)                                     | Note       | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024<br>after adjustment | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024<br>after adjustment |
|--|------------|-------------------------------------|---|--|--|
| <b>Revenues</b>                                    | 2.1<br>3.1 | <b>1,504,832</b>                    | <b>1,375,025</b>  | <b>487,726</b>                           | <b>444,550</b>   |
| Cost of sales                                      | 3.2.1      | 667,865                             | 612,198   | 213,114                                  | 189,832  |
| <b>Gross profit (loss) on sales</b>                |            | <b>836,967</b>                      | <b>762,827</b>  | <b>274,612</b>                           | <b>254,718</b>   |
| Selling costs                                      | 3.2.1      | 573,190                             | 536,568   | 168,864                                  | 157,202  |
| Administrative expenses                            | 3.2.1      | 111,344                             | 103,347   | 30,496                                   | 28,419   |
| Other operating income                             | 3.1.1      | 6,378                               | 11,946  | 3,572                                    | 6,812  |
| Gain on sale of non-financial non-current assets   | 3.1.1      | 0                                   | 2,934   | 0  | 181  |
| Other operating costs                              | 3.2.3      | 19,816                              | 11,889  | 13,887                                   | 6,466  |
| Loss from sale of non-financial non-current assets | 3.2.3      | 1,444                               | 0   | 71                                       | 0  |
| <b>Profit (loss) from operations</b>               |            | <b>137,551</b>                      | <b>125,903</b>  | <b>64,866</b>                            | <b>69,624</b>  |
| Financial income                                   | 3.1.2      | 8,446                               | 4,287   | 3,750                                    | 396  |
| Financial costs                                    | 3.2.4      | 22,901                              | 19,211  | 5,454                                    | 10,393   |
| <b>Pre-tax profit (loss)</b>                       |            | <b>123,096</b>                      | <b>110,979</b>  | <b>63,162</b>                            | <b>59,627</b>  |
| Income tax   | 3.3        | 24,855                              | 24,104  | 11,954                                   | 13,341   |
| <b>Net profit (loss) for the period</b>            |            | <b>98,241</b>                       | <b>86,875</b>   | <b>51,208</b>                            | <b>46,286</b>  |
| Attributed to dominating entity                    |            | 98,241                              | 86,875  | 51,208                                   | 46,286   |
| Attributed to non-controlling interest             |            | 0                                   | 0   | 0  | 0  |
| <b>Earnings (loss) per share:</b>                  | 3.4        |                                     |   |  |  |
| - basic  |            | 0.42                                | 0.37  | 0.22                                     | 0.20   |
| - diluted  |            | 0.42                                | 0.37  | 0.22                                     | 0.20   |

\*- unaudited data

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR 12 MONTHS ENDING DECEMBER 31, 2025

| (PLN thousand)                                     | Note | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024<br>after adjustment | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024<br>after adjustment |
|--|------|-------------------------------------|---|--|--|
| <b>Net profit (loss) for the period</b>            |      | <b>98,241</b>                       | <b>86,875</b>   | <b>51,208</b>                            | <b>46 286</b>  |
| <b>Other comprehensive income, including:</b>      |      | <b>89</b>                           | <b>-184</b>   | <b>9</b>                                 | <b>-96</b>   |
| Income that can be reclassified                    |      | 89                                  | -184  | 9  | -96  |
| FX differences from valuation of foreign companies |      | 89                                  | -184  | 9  | -96  |
| Income that cannot be reclassified                 |      | 0                                   | 0   | 0  | 0  |
| <b>Total comprehensive income</b>                  |      | <b>98,330</b>                       | <b>86,691</b>   | <b>51,217</b>                            | <b>46,190</b>  |
| Attributed to dominating entity                    |      | 98,330                              | 86,691  | 51,217                                   | 46,190   |
| Attributed to non-controlling interest             |      | 0                                   | 0   | 0  | 0  |

\*-unaudited data

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS OF DECEMBER 31, 2025

| (PLN thousand)   | Note   | 31.12.2025       | 31.12.2024<br>after adjustment |
|--|--------|------------------|--------------------------------|
| <b>ASSETS</b>  |        |                  |                                |
| <b>Non-current assets</b>  |        | <b>934,910</b>   | <b>909,353</b>                 |
| Goodwill   | 4.1    | 302,748          | 302,748                        |
| Other intangible assets  | 4.2    | 197,478          | 197,998                        |
| Fixed assets   | 4.3    | 99,069           | 85,151                         |
| Investment property  | 4.7    | 874              | 874                            |
| Right-of-use assets  | 4.4    | 315,556          | 303,194                        |
| Long-term receivables  | 4.11   | 1,824            | 1,148                          |
| Shares and stakes  | 4.8    | 10               | 10                             |
| Deferred tax assets  | 3.3.2  | 17,351           | 18,230                         |
| <b>Current assets</b>  |        | <b>850,798</b>   | <b>775 442</b>                 |
| Inventory  | 4.9    | 763,589          | 733,443                        |
| Short-term deposit receivables   | 4.12   | 25               | 36                             |
| Trade and other receivables and other current assets                       | 4.10   | 19,772           | 24,976                         |
| Cash and cash equivalents  | 4.16   | 67,412           | 16,987                         |
| <b>Total assets</b>  |        | <b>1,785,708</b> | <b>1,684,795</b>               |
| <b>EQUITY AND LIABILITIES</b>  |        |                  |                                |
| <b>Dominating entity's equity</b>  |        | <b>1,161,525</b> | <b>1,063,180</b>               |
| Share capital  | 4.19.1 | 49,122           | 49,122                         |
| Other reserves   | 4.19.2 | 16,720           | 14,321                         |
| FX differences from translation  |        | -96              | -185                           |
| Retained earnings  | 4.20   | 1,095,779        | 999,922                        |
| <b>Non-controlling interest</b>  |        | <b>0</b>         | <b>0</b>                       |
| <b>Long-term liabilities and provisions</b>                                |        | <b>222,239</b>   | <b>207,565</b>                 |
| Liabilities due to security deposits                                       |        | 2,645            | 2,337                          |
| Lease liabilities  | 4.17.2 | 217,921          | 203,919                        |
| <i>incl. lease liabilities related to retail and office space</i>          | 4.17.2 | 216,845          | 202,095                        |
| Long-term provisions   | 4.18   | 1,673            | 1,309                          |
| <b>Short-term liabilities and provisions</b>                               |        | <b>401,944</b>   | <b>414,050</b>                 |
| Short-term liabilities due to security deposits                            |        | 0                | 302                            |
| Lease liabilities  | 4.17.2 | 104,517          | 105,739                        |
| <i>incl. lease liabilities related to retail and office space</i>          | 4.17.2 | 103,535          | 104,764                        |
| Trade and other liabilities  | 4.17.3 | 236,281          | 222,881                        |
| Corporate income tax liabilities   |        | 7,739            | 6,555                          |
| Loans and borrowings and short-term part of long-term loans and borrowings | 4.17.1 | 35,033           | 61,047                         |
| Short-term provisions  | 4.18   | 18,374           | 17,526                         |
| <b>Total liabilities and provisions</b>                                    |        | <b>624,183</b>   | <b>621,615</b>                 |
| <b>Total equity and liabilities</b>  |        | <b>1,785,708</b> | <b>1,684,795</b>               |



## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR 12 MONTHS ENDING DECEMBER 31, 2025

| (PLN thousand)                                 | Share capital | Capital reserves | FX differences from translation | Retained earnings | Total equity     |
|--|---------------|------------------|---------------------------------|-------------------|------------------|
| Balance at 01.01.2024                          | 49,122        | 14,333           | -1                              | 934,148           | 997,602          |
| <b>Changes in equity in 2024</b>               | <b>0</b>      | <b>-12</b>       | <b>-184</b>                     | <b>65,774</b>     | <b>65,578</b>    |
| Net profit (loss) for the period               | 0             | 0                | 0                               | 86,875            | 86,875           |
| Other comprehensive income                     | 0             | 0                | -184                            | 0                 | -184             |
| <b>Total comprehensive income</b>              | <b>0</b>      | <b>0</b>         | <b>-184</b>                     | <b>86,875</b>     | <b>86,691</b>    |
| Net profit distribution                        | 0             | 0                | 0                               | 0                 | 0                |
| Liquidation procedures costs                   | 0             | -12              | 0                               | 0                 | -12              |
| Inflows from sale of own shares                | 0             | 0                | 0                               | 0                 | 0                |
| Dividends                                      | 0             | 0                | 0                               | -21,101           | -21,101          |
| <b>Balance at 31.12.2024 after adjustments</b> | <b>49,122</b> | <b>14,321</b>    | <b>-185</b>                     | <b>999,922</b>    | <b>1,063,180</b> |
| Balance at 01.01.2025                          | 49,122        | 14,321           | -185                            | 999,922           | 1,063,180        |
| <b>Changes in equity in 2025</b>               | <b>0</b>      | <b>2,399</b>     | <b>89</b>                       | <b>95,857</b>     | <b>98,345</b>    |
| Net profit (loss) for the period               | 0             | 0                | 0                               | 98,241            | 98,241           |
| Other comprehensive income                     | 0             | 0                | 89                              | 0                 | 89               |
| <b>Total comprehensive income</b>              | <b>0</b>      | <b>0</b>         | <b>89</b>                       | <b>98,241</b>     | <b>98,330</b>    |
| Net profit distribution                        | 0             | 2,388            | 0                               | -2,388            | 0                |
| Liquidation procedures costs                   | 0             | 11               | 0                               | 0                 | 11               |
| Inflows from sale of own shares                | 0             | 0                | 0                               | 4                 | 4                |
| Dividends                                      | 0             | 0                | 0                               | 0                 | 0                |
| <b>Balance at 31.12.2025</b>                   | <b>49,122</b> | <b>16,720</b>    | <b>-96</b>                      | <b>1,095,779</b>  | <b>1,161,525</b> |

Information and explanations regarding the consolidated statement of changes in equity are included in notes 4.19 and 4.20.

## CONSOLIDATED STATEMENT OF CASH FLOWS

FOR 12 MONTHS ENDING DECEMBER 31, 2025

| (PLN thousand)                              | Note  | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024<br>after adjustment |
|---|-------|-------------------------------------|---|
| <b>Cash flows from operating activities</b> |       |                                     |   |
| Pre-tax profit (loss)                       |       | 123,096                             | 110,979   |
| <b>Adjustments</b>                          |       |                                     |   |
| Amortization and depreciation               | 3.2.1 | 136,052                             | 134,237   |
| Profit (loss) on investing activities       |       | 966                                 | -2,910  |
| Income tax paid                             |       | -22,767                             | -23,272   |
| Interest costs                              |       | 20,682                              | 16,813  |
| Change in provisions                        |       | 1,223                               | -2,472  |
| Change in inventories                       |       | -30,146                             | -170,437  |
| Change in receivables                       |       | 11,353                              | -7,072  |

|  |      |                 |                 |
|--|------|-----------------|-----------------|
| Change in short-term liabilities, excluding bank loans and borrowings          |      | 11,825          | 43,447          |
| Other adjustments  | 6.1  | 149             | -977            |
| <b>Net cash flows from operating activities</b>                                |      | <b>252,433</b>  | <b>98,336</b>   |
| Interest received  |      | 49              | 222             |
| Disposal of fixed assets   |      | 3,384           | 8,584           |
| Purchase of intangible   |      | -1,062          | -697            |
| Purchase of fixed assets   |      | -42,741         | -46,355         |
| <b>Net cash flows from investing activities</b>                                |      | <b>-40,370</b>  | <b>-38,246</b>  |
| Inflows from sale of own shares  |      | 4               | 0               |
| Proceeds from bank loans and loans   |      | 1,155           | 52,606          |
| Repayment of bank loans and borrowings   |      | -27,043         | -19,560         |
| Finance lease payments from other leases                                       |      | -1,015          | -1,062          |
| Interest paid, other   |      | -8,554          | -6,219          |
| Interest paid due to lease liabilities   |      | -12,255         | -10,283         |
| Lease payments due to lease liabilities related to retail and office space     |      | -114,019        | -115,435        |
| Dividends paid   |      | 0               | -21,101         |
| <b>Net cash flows from financing activity</b>                                  |      | <b>-161,727</b> | <b>-121,054</b> |
| <b>Change in cash and cash equivalents in the balance sheet</b>                |      | <b>50,336</b>   | <b>-60,964</b>  |
| Change in cash due to foreign currency translation                             |      | 89              | -184            |
| <b>Change in cash and cash equivalents in the balance sheet</b>                |      | <b>50,425</b>   | <b>-61,148</b>  |
| <b>Opening balance of cash</b>   |      | <b>16,987</b>   | <b>78,135</b>   |
| <b>Closing balance of cash as shown in the Statement of financial position</b> | 4.16 | <b>67,412</b>   | <b>16,987</b>   |



# 1. INFORMATION AND EXPLANATIONS TO CONSOLIDATED FINANCIAL STATEMENTS

## 1.1. GENERAL INFORMATION

### 1.1.1. NAME, REGISTERED OFFICE, BUSINESS ACTIVITY

**VRG S.A.** (also as "Parent Company" or "Issuer") based in Cracow, Pilotów 10 St., post code: 31-462.

The company was registered in the Cracow Śródmieście District Court, XI Commercial Division of the National Court Register (KRS) under number KRS 0000047082.

The predominant activity of the Company according to the Polish Classification of Activities (PKD) is the retail sale of clothing in specialized stores (PKD 47.71.Z).

For the date of the creation of an independent enterprise, the legal successor of which is VRG S.A., one can acknowledge October 10, 1948 - the date of issuance of the Minister of Industry and Trade ordinance on the creation a state-owned enterprise named "Krakowskie Zakłady Przemysłu Odzieżowego" (Cracow Clothing Production Industry). On April 30, 1991, the District Court for Cracow Śródmieście in Cracow, V Commercial Division, registered the transformation from a state-owned enterprise into a sole-shareholder company of the State Treasury.

The company is one of the first companies that were listed on the Warsaw Stock Exchange S.A. First listing of VRG S.A. took place on September 30, 1993.

### COMPANY'S KEY CORPORATE MILESTONES

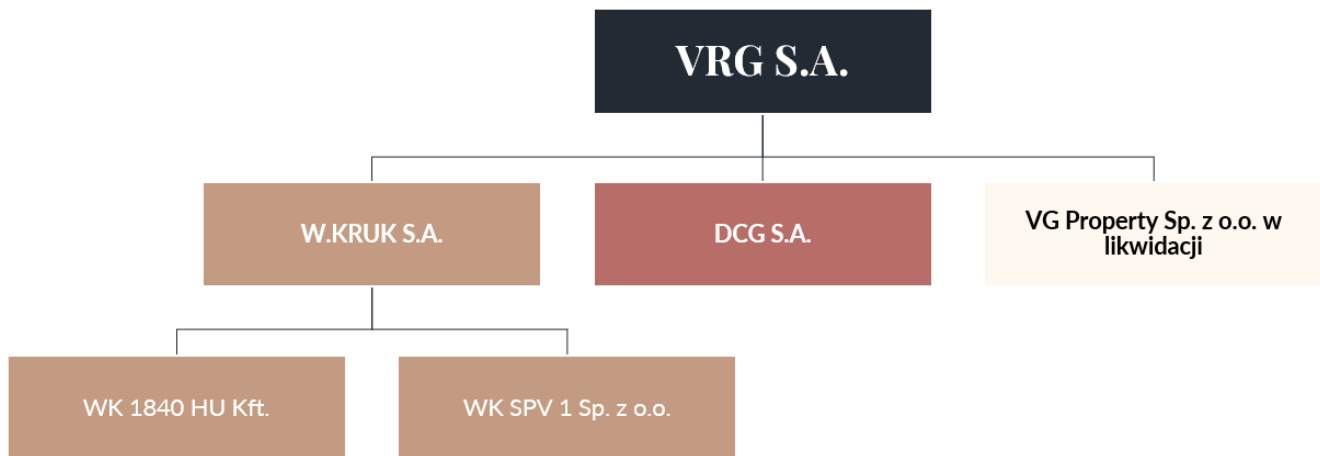
|      |  |
|------|--|
| 1948 | Ordinance of the Minister of Industry and Trade on creation of a state-owned enterprise under the name "Krakowskie Zakłady Przemysłu Odzieżowego" (Cracow Clothing Production Facility). |
| 1991 | Transformation into a sole-shareholder company of the State Treasury under the business name: Zakłady Przemysłu Odzieżowego "Vistula" Spółka Akcyjna.                                    |
| 1993 | Issuer's debut on the Warsaw Stock Exchange S.A.   |
| 2001 | Registration of a new company name: Vistula Spółka Akcyjna.  |
| 2005 | Beginning of the process of intensive expansion of the store network and renewal of the positive image of the Vistula brand.   |
| 2006 | Merger with Wólczanka S.A. (change of the company name to Vistula & Wólczanka S.A.).   |
| 2008 | Taking over control and merger with W.KRUK S.A in Poznań (change of the company name to Vistula Group S.A.).   |
| 2015 | Transfer of jewellery business conducted under the W.KRUK brand to W.KRUK S.A. subsidiary.   |
| 2018 | Merger with Bytom S.A. (change of the company name to VRG S.A.).   |

|      |   |
|------|---|
| 2019 | Merger with subsidiary BTM 2 Sp. z o.o.             |
| 2023 | Start of operations on the Hungarian market.        |
| 2026 | W.KRUK subsidiary took over control of Lilou group. |

The lifespan of the Issuer is indefinite.

### 1.1.2. STRUCTURE OF THE VRG S.A. CAPITAL GROUP

Balance at 31.12.2025



As at the end of 2025 VRG S.A. Capital Group consisted of the following entities:

- **VRG S.A.** - Parent Company  
The company's business activity is the retail sale of clothing, footwear and accessories; the company also holds shares in subsidiaries.
- **W.KRUK S.A.** based in Cracow, Pilotów 10 St.; post code 31-462. The company was registered in the District Court for Cracow Śródmieście, XI Commercial Division of the National Court Register (KRS) under number KRS 0000500269.  
The company specialises in design, manufacturing and retail sales of brand luxury products such as jewellery, watches and accessories.  
The company's business is the retail sale of jewellery, watches and accessories, as well as the production of jewellery.  
VRG S.A. share in equity of W.KRUK S.A.: 100.0%. Share in votes at the General Shareholder Meeting: 100.0%
- **WK 1840 HU Kft.** based in Budapest, Republic of Hungary. The company is registered at the Commercial Court of the Metropolitan Court of Budapest under the number CG.01-09-421401/8. The company is a subsidiary of W.KRUK S.A. based in Cracow.  
The company's core business is retail sales of jewellery and accessories under the W.KRUK brand in Hungary.  
Share of W.KRUK S.A. in WK 1840 HU Kft. share capital is 100% and has 100% of votes at the Shareholders' Meeting.
- **DCG S.A.** based in Warsaw, Bystrzycka 81a St., post code 04-907. The company was registered in the District Court for Warsaw, the XXI Commercial Division of the National Court Register (KRS) under number KRS 0000285675.  
The company specialises in retail sale of clothing.  
VRG S.A. share in equity in DCG S.A.: 100.0%. Share in votes at the General Shareholder Meeting: 100.0%
- **VG Property Sp. z o.o. w likwidacji** (in liquidation) based in Cracow, Pilotów 10 St., post code: 31-462. The company was registered in the District Court for Cracow Śródmieście, XI Commercial Division of the National Court Register (KRS) under number KRS 0000505973.  
The company specialises in renting and managing of own or leased real estate.  
VRG S.A. share in equity of VG Property Sp. z o.o. w likwidacji: 100.0%. Share in votes at the General Shareholder Meeting: 100.0%

- **WK SPV 1 Sp. z o.o.**, with its registered office in Cracow, at 10 Pilotów Street, postal code: 31-462, is registered in the Register of Entrepreneurs of the National Court Register at the District Court for Cracow -Śródmieście in Cracow, 11<sup>th</sup> Commercial Division, under KRS number 0001180127.

The company's principal activity is business and management consultancy and the operation of its head offices.

The company is a subsidiary of W.KRUK S.A., with its registered office in Cracow.

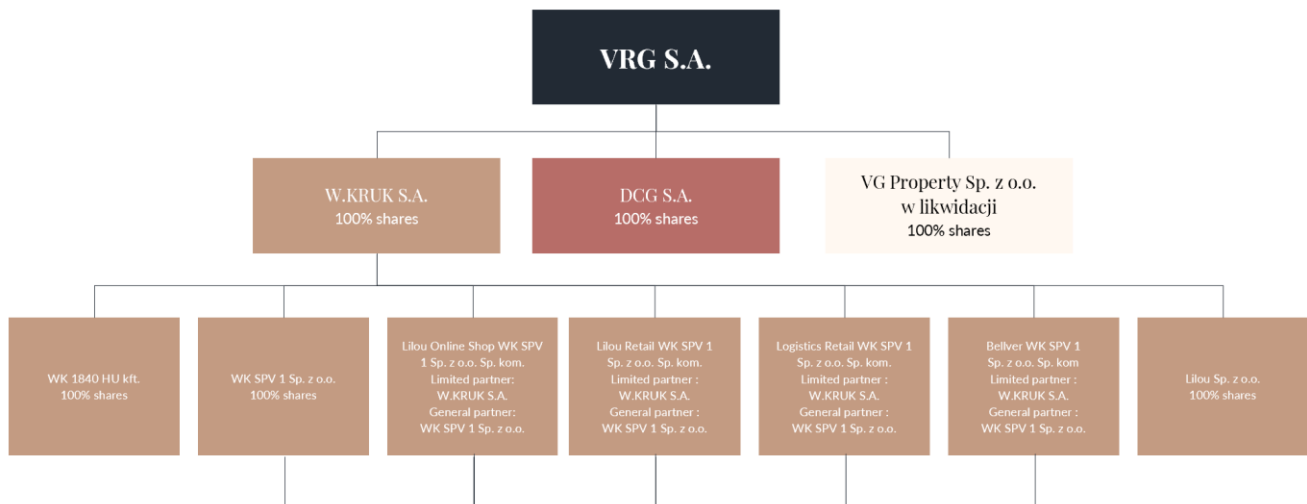
W.KRUK S.A. holds 100% of the shares and 100% of the votes at the General Meeting of Shareholders of WK SPV 1 Sp.

## CHANGES IN THE STRUCTURE OF THE CAPITAL GROUP IN 2025 AND IN 2026 UNTIL THE DAY OF SIGNING THE FINANCIAL STATEMENTS

On July 7, 2025, W.KRUK S.A. acquired 100% of the shares in WK SPV 1 sp. z o.o., based in Cracow.

On January 8, 2026, W.KRUK S.A. and its subsidiary, WK SPV 1 Sp. z o.o., signed agreements with MYVOG Fundacja Rodzinna, based in Warsaw, Retail sp. z o.o., based in Warsaw, Online Shop sp. z o.o., based in Warsaw, and Santa Catalina sp. z o.o., based in Warsaw, pursuant to the transaction documentation concerning the acquisition of the Lilou Group, i.e., the shares and rights and obligations of the partners in the following entities: Lilou Sp. z o.o., Bellver WK SPV 1 Sp. z o.o. (previously named Bellver MYVOG Fundacja Rodzinna Sp. Com.), Lilou Online Shop WK SPV 1 Sp. z o.o. Sp. Com. (previously named Lilou Online Shop Sp. z o.o. Sp. Com.), Lilou Retail WK SPV 1 Sp. z o.o. Sp. Com. (previously named Lilou Retail Sp. z o.o. Sp. Com.) and Logistics WK SPV 1 Sp. z o.o. Sp. Com. (previously named Logistics Retail Sp. z o.o. Sp. Com.).

As at the date of signing the financial statements, the VRG S.A. Capital Group consists of the following business entities:



- **VRG S.A. - Parent Company**  
The company's business activity is the retail sale of clothing, footwear and accessories; the company also holds shares in subsidiaries.
- **W.KRUK S.A.** based in Cracow, Pilotów 10 St.; post code 31-462. The company was registered in the District Court for Cracow Śródmieście, XI Commercial Division of the National Court Register (KRS) under number KRS 0000500269.  
The company specialises is design, manufacturing and retail sales of brand luxury products such as jewellery, watches and accessories.  
The company's business is the retail sale of jewellery, watches and accessories, as well as the production of jewellery.  
VRG S.A. share in equity of W.KRUK S.A.: 100.0%. Share in votes at the General Shareholder Meeting: 100.0%
- **WK 1840 HU Kft.** based in Budapest, Republic of Hungary. The company is registered at the Commercial Court of the Metropolitan Court of Budapest under the number CG.01-09-421401/8. The company is a subsidiary of W.KRUK S.A. based in Cracow.  
The company's core business is retail sales of jewellery and accessories under the W.KRUK brand in Hungary.

- Share of W.KRUK S.A. in WK 1840 HU Kft. share capital is 100% and has 100% of votes at the Shareholders' Meeting.
- **DCG S.A.** based in Warsaw, Bystrzycka 81a St., post code 04-907. The company was registered in the District Court for Warsaw, the XXI Commercial Division of the National Court Register (KRS) under number KRS 0000285675.  
The company specialises in retail sale of clothing.  
VRG S.A. share in equity in DCG S.A.: 100.0%. Share in votes at the General Shareholder Meeting: 100.0%  
VRG S.A. przysługuje 100 % akcji oraz 100 % głosów na Walnym Zgromadzeniu Akcjonariuszy DCG S.A.
  - **VG Property Sp. z o.o. w likwidacji** (in liquidation) based in Cracow, Pilotów 10 St., post code: 31-462. The company was registered in the District Court for Cracow Śródmieście, XI Commercial Division of the National Court Register (KRS) under number KRS 0000505973.  
The company specialises in renting and managing of own or leased real estate.  
VRG S.A. share in equity of VG Property Sp. z o.o. w likwidacji: 100.0%. Share in votes at the General Shareholder Meeting: 100.0%
  - **WK SPV 1 Sp. z o.o.**, with its registered office in Cracow, at 10 Pilotów Street, postal code: 31-462, is registered in the Register of Entrepreneurs of the National Court Register at the District Court for Cracow -Śródmieście in Cracow, 11<sup>th</sup> Commercial Division, under KRS number 0001180127.  
The company's principal activity is business and management consultancy and the operation of its head offices.  
The company is a subsidiary of W.KRUK S.A., with its registered office in Cracow.  
W.KRUK S.A. holds 100% of the shares and 100% of the votes at the General Meeting of Shareholders of WK SPV 1 Sp.
  - **LILOU Sp. z o.o.**, with its registered office in Warsaw, at ul. Józefa Lewartowskiego 6, postal code 00-190, is registered in the Register of Entrepreneurs of the National Court Register at the District Court for the Capital City of Warsaw, XII Commercial Division of the National Court Register, under KRS number 0000346352. The company is a subsidiary of W.KRUK S.A., with its registered office in Kraków. The company operates as a retail jewellery retailer through brick-and-mortar channels.  
W.KRUK S.A. holds 100% of the shares in LILOU sp. z o.o.'s share capital, which entitles it to 100% of the votes at the company's General Meeting of Shareholders.
  - **BELLVER WK SPV 1 Sp. z o.o. Sp. kom.**, with its registered office in Warsaw at ul. Józefa Lewartowskiego 6, postal code 00-190. The company is registered in the Register of Entrepreneurs of the National Court Register at the District Court for the capital city of Warsaw in Warsaw, XIIth Commercial Division of the National Court Register, under KRS number 0000654002. The company is a subsidiary of W.KRUK S.A., headquartered in Cracow. The company conducts business by granting licenses to companies to use trademarks and industrial designs. The sole general partner of the company is WK SPV 1 Sp. z o.o.  
The sole limited partner of the company is W.KRUK S.A.
  - **Lilou Online Shop WK SPV 1 Sp. z o.o. Sp. kom.** with its registered office in Warsaw at ul. Józefa Lewartowskiego 6, postal code 00-190. The company is registered in the Register of Entrepreneurs of the National Court Register at the District Court for the capital city of Warsaw in Warsaw, XII Commercial Division of the National Court Register, under KRS number 0000663850. The company is a subsidiary of W.KRUK S.A., headquartered in Cracow. The company operates in the online retail sales of jewellery. The sole general partner of the company is WK SPV 1 Sp. z o.o.  
The sole limited partner of the company is W.KRUK S.A.
  - **Lilou Retail WK SPV 1 Sp. z o.o. Sp. kom.**, with its registered office in Warsaw at ul. Józefa Lewartowskiego 6, postal code 00-190. The company is registered in the Register of Entrepreneurs of the National Court Register at the District Court for the capital city of Warsaw, XII Commercial Division of the National Court Register, under KRS number 0000675663. The company is a subsidiary of W.KRUK S.A., headquartered in Cracow. The company operates in the retail sale of jewellery through brick-and-mortar channels. The sole general partner of the company is WK SPV 1 Sp. z o.o.  
The sole limited partner of the company is W.KRUK S.A.

### 1.1.3. COMPOSITION OF THE MANAGEMENT AND SUPERVISORY BOARD OF THE COMPANY

#### MANAGEMENT BOARD

As at 31 December 2025, the composition of the Management Board of VRG S.A. was the following:

|                  |   |                 |   |
|------------------|---|-----------------|---|
| Management Board | Mateusz Kolański<br>President of the Management Board | Łukasz Bernacki | Michał Zimnicki<br>Executive Vice-President of the Management Board |
|------------------|---|-----------------|---|

|  |  |  |  |
|--|--|--|--|
|  |  | Executive Vice-President of the Management Board |  |
|--|--|--|--|

There were no changes in the composition of the Parent Company's Management Board from January 1, 2025, to December 31, 2025.

The composition of the Parent Company's Management Board has not changed from the balance sheet date of December 31, 2025, to the date of signing of this report.

## SUPERVISORY BOARD

As at December 31, 2025, the composition of the Supervisory Board of VRG S.A. was as follows:

|                   |   |   |  |
|-------------------|---|---|--|
| Supervisory Board | Piotr Stępnik<br>Chair of the Supervisory Board | Piotr Łagowski<br>Deputy Chair of the Supervisory Board | Aleksandra Kolańska<br>Member of the Supervisory Board |
|                   |   | Piotr Kaczmarek<br>Member of the Supervisory Board      | Marta Zgodzińska<br>Member of the Supervisory Board    |

In 2025, the following changes occurred in the composition of the Parent Company's Supervisory Board:

- On January 15, 2025, Mr. Wojciech Olejniczak resigned from his position as Member of the Supervisory Board of the Parent Company. The resignation took effect on January 15, 2025.
- On January 31, 2025, the Supervisory Board of the Parent Company adopted a resolution to supplement the composition of the Supervisory Board through the co-optation procedure provided for in paragraph 22.3 of the Company's Articles of Association, appointing Mr. Paweł Kucharski to the Supervisory Board of the Parent Company for the current joint term of office.
- On June 25, 2025, the Annual General Meeting of the Parent Company adopted resolutions appointing the following persons to the five-member Supervisory Board of the Parent Company for the new joint term of office: Mr. Piotr Kaczmarek, Ms. Aleksandra Kolańska, Mr. Piotr Łagowski, Mr. Piotr Stępnik, and Ms. Marta Zgodzińska.

At its meeting on June 27, 2025, the Supervisory Board of the Parent Company of the new term, in the above composition, appointed Mr. Piotr Stępnik as Chair of the Supervisory Board and appointed Mr. Piotr Łagowski as Deputy Chair of the Supervisory Board.

The above composition of the Supervisory Board of the Parent Company remained unchanged from the balance sheet date, December 31, 2025, to the date of signing this report.

## 1.2. GOING CONCERN

The consolidated financial statements of the VRG S.A. Capital Group (hereinafter also referred to as the "Capital Group" or "VRG Group") have been prepared on the assumption that the Capital Group companies will continue as going concerns in an unchanged form and scope for a period of at least 12 months from the date of preparation of the financial statements, i.e., December 31, 2025, with the exception of the subsidiary VG Property Sp. z o.o. in liquidation, the liquidation of which is planned to be completed within the next 12 months.

In the opinion of the Parent Company's Management Board, as of the date of approval of these consolidated financial statements, there are no indications or circumstances that would indicate a threat to the Capital Group companies' ability to continue as going concerns in the foreseeable future.

## 1.3. CORRECTION OF ERROR

The following corrections of errors were made in the consolidated financial statements that affected the financial data presented for the comparable period:

| (PLN thousand)        | 31.12.2024       | 31.12.2024<br>after adjustment | adjustment   |
|-----------------------|------------------|--------------------------------|--------------|
| <b>Assets</b>         |                  |                                |              |
| <b>Fixed assets</b>   | <b>906,127</b>   | <b>909,353</b>                 | <b>3,226</b> |
| Right of use assets   | 299,968          | 303,194                        | 3,226        |
| <b>Current assets</b> | <b>776,197</b>   | <b>775,442</b>                 | <b>-755</b>  |
| Inventory             | 734,198          | 733,443                        | -755         |
| <b>Total assets</b>   | <b>1,682,324</b> | <b>1,684,795</b>               | <b>2,471</b> |

| (PLN thousand)  | 31.12.2024       | 31.12.2024<br>after adjustment | adjustment   |
|---|------------------|--------------------------------|--------------|
| <b>Equity and liabilities</b>                                     |                  |                                |              |
| <b>Dominating entity's equity</b>                                 | <b>1,064,109</b> | <b>1,063,180</b>               | <b>-929</b>  |
| Retained earnings   | 1,000,851        | 999,922                        | -929         |
| <b>Zobowiązania długoterminowe i rezerwy razem</b>                | <b>204,760</b>   | <b>207,565</b>                 | <b>2,805</b> |
| Lease liabilities   | 201,114          | 203,919                        | 2,805        |
| <i>incl. lease liabilities related to retail and office space</i> | <i>199,290</i>   | <i>202,095</i>                 | <i>2,805</i> |
| <b>Short-term liabilities and provisions</b>                      | <b>413,455</b>   | <b>414,050</b>                 | <b>595</b>   |
| Lease liabilities   | 105,318          | 105,739                        | 421          |
| <i>incl. lease liabilities related to retail and office space</i> | <i>104,343</i>   | <i>104,764</i>                 | <i>421</i>   |
| Short-term provisions   | 17,352           | 17,526                         | 174          |
| <b>Total liabilities and provisions</b>                           | <b>618,215</b>   | <b>621,615</b>                 | <b>3,400</b> |
| <b>Total equity and liabilities</b>                               | <b>1,682,324</b> | <b>1,684,795</b>               | <b>2,471</b> |

| (PLN thousand)                                     | 2024<br>01-01-2024<br>to 31-12-2024 | 2024<br>01-01-2024<br>to 31-12-2024<br>after adjustment | adjustment  |
|--|-------------------------------------|---|-------------|
| <b>Revenues</b>                                    | <b>1,375,025</b>                    | <b>1,375,025</b>  | <b>0</b>    |
| Cost of sales                                      | 612,198                             | 612,198   | 0           |
| <b>Gross profit (loss) on sales</b>                | <b>762,827</b>                      | <b>762,827</b>  | <b>0</b>    |
| Other operating costs                              | 10,960                              | 11,889  | 929         |
| <b>Profit (loss) from operations</b>               | <b>126,832</b>                      | <b>125,903</b>  | <b>-929</b> |
| <b>Pre-tax profit (loss)</b>                       | <b>111,908</b>                      | <b>110,979</b>  | <b>-929</b> |
| Income tax   | 24,104                              | 24,104  | 0           |
| <b>Net profit (loss) for the period</b>            | <b>87,804</b>                       | <b>86,875</b>   | <b>-929</b> |
| Attributed to dominating entity                    | 87,804                              | 86,875  | -929        |
| Attributed to non-controlling interest             | 0                                   | 0   | 0           |
| Weighted average number of ordinary shares         | 234,455,840                         | 234,455,840   | 0           |
| Weighted average diluted number of ordinary shares | 234,455,840                         | 234,455,840   | 0           |

| (PLN thousand)                   | 2024<br>01-01-2024<br>to 31-12-2024 | 2024<br>01-01-2024<br>to 31-12-2024<br>after adjustment | adjustment |
|----------------------------------|-------------------------------------|---|------------|
| <b>Earnings (loss) per share</b> |                                     |   |            |
| - basic                          | 0.37                                | 0.37  | 0          |
| - diluted                        | 0.37                                | 0.37  | 0          |

In June 2025, a physical inventory count of the subsidiary's marketing warehouses was conducted, which revealed a shortage. After detailed investigation, it was determined that part of the shortage, amounting to PLN 755,000, already existed as of December 31, 2024. Therefore, the subsidiary's Management Board decided to adjust the opening balance.

The adjustment to the "Right-of-use assets" line item of PLN 3,226,000 and "Lease liabilities" results from an incorrect valuation of the subsidiary's store lease agreement in Hungary in the 2024 financial statements.

## 1.4. BASIS FOR PREPARATION OF FINANCIAL STATEMENTS

These consolidated financial statements for 2025 have been prepared in accordance with the principles of International Financial Reporting Standards (IFRS) as adopted by the European Union (EU). They present the financial position of the VRG S.A. Capital Group as of December 31, 2025, and December 31, 2024, the results of its operations for the 12-month periods ended December 31, 2025, and December 31, 2024, and its cash flows for the 12-month periods ended December 31, 2025, and December 31, 2024.

These consolidated financial statements have been prepared on a cost basis.

The consolidated financial statements for 2025 have been prepared in Polish zloty, rounded to the nearest thousand (PLN '000). The functional currency of the Group is the Polish zloty.

The consolidated financial statements are presented for the period from January 1 to December 31, 2025, and as of December 31, 2025. The fiscal year is the calendar year. Comparable financial data is presented for the period from January 1 to December 31, 2024, and as of December 31, 2024.

The consolidated financial statements for 2025, as well as the comparable data for the previous year, include data relating to the Parent Company and its subsidiaries as entities preparing separate financial statements. The Company's enterprise and the consolidated subsidiaries do not include organizational units preparing separate financial statements. In addition, the basis for the preparation of these consolidated financial statements is the Regulation of the Minister of Finance of June 6, 2025 on current and periodic information provided by issuers of securities and conditions for recognizing as equivalent information required by the laws of a non-member state (Official Journal of Laws of 2025, item 755).

## 1.5. FX USED FOR VALUING ASSETS AND LIABILITIES

Individual asset and liability items were converted into euros at the average exchange rate of 4.2267 PLN/EUR announced by the National Bank of Poland on December 31, 2025. Individual profit and loss account items were converted into euros at the rate of 4.2372 PLN/EUR, which is the arithmetic mean of the average euro exchange rates set by the National Bank of Poland on the last day of each completed month covered by the report.

The following EURO exchange rates were used to calculate the average exchange rate: 31.01.25 – 4.2130 PLN/EUR, 28.02.25 – 4.1575 PLN/EUR, 31.03.25 – 4.1839 PLN/EUR, 30.04.25 – 4.2778 PLN/EUR, 30.05.25 – 4.2507 PLN/EUR, 30.06.25 – 4.2419 PLN/EUR, 31.07.25 – 4.2661 PLN/EUR, 29.08.25 – 4.2684 PLN/EUR, 30.09.25 – 4.2692 PLN/EUR, 31.10.25 – 4.2543 PLN/EUR, 28/11/25 – 4.2369 PLN/EUR, 31/12/25 – 4.2267 PLN/EUR.

Comparable data for individual asset and liability items were converted to euro at the average exchange rate announced by the National Bank of Poland (NBP), in effect on the last day of the reporting periods, i.e. December 31, 2024, which was 4.2730 PLN/EUR. Comparable data for individual profit and loss account items were converted to euro at rates constituting the arithmetic average of the average euro exchange rates set by the NBP on the last day of each ended month of the comparative period, i.e. from January 1, 2024 to December 31, 2024, which was 4.3042 PLN/EUR.



## 1.6. KEY ESTIMATES AND JUDGEMENTS

Preparing financial statements in accordance with IFRS requires the Parent Company's Management Board to make estimates, judgments, and assumptions that affect the accounting policies used and the reported amounts of assets, liabilities, costs, and revenues. These estimates and assumptions are based on available historical data and other factors considered appropriate under the circumstances. The results of these activities form the basis for making estimates of the carrying amounts of assets and liabilities that cannot be clearly determined based on other sources. The reasonableness of these estimates and assumptions is reviewed on an ongoing basis.

Adjustments to estimates are recognized in the period in which the change in estimates is made, provided the adjustment only affects that period, or in the period in which the change is made and subsequent periods (prospective recognition) if the adjustment affects both the current period and subsequent periods. Information about estimates is presented in Note 6.3.

## 1.7. CHANGES IN ACCOUNTING STANDARDS

### STANDARDS AND INTERPRETATIONS THAT HAVE ALREADY BEEN PUBLISHED AND APPROVED BY THE EU AND CAME INTO FORCE FROM OR AFTER 1 JANUARY 2025

#### AMENDMENTS TO IAS 21 "THE EFFECTS OF CHANGES IN FOREIGN EXCHANGE RATES"

The amendment clarifies the following matters:

- the manner in which an entity should assess whether a given currency is convertible,
- the principles for determining the exchange rate of a currency in the event of non-convertibility,
- disclosure of information in the financial statements in the event of non-convertibility of currencies.

The amendments are effective for annual reporting periods beginning on or after 1 January 2025.

The above changes had no impact on these consolidated financial statements.

### STANDARDS AND INTERPRETATIONS AS WELL AS AMENDMENTS THERETO THAT ARE NOT EFFECTIVE FROM 1 JANUARY 2025

#### IFRS 18 "PRESENTATION AND DISCLOSURE OF INFORMATION IN FINANCIAL STATEMENTS"

The new standard will replace IAS 1 "Presentation of Financial Statements". IFRS 18 introduces, among others:

- a new structure of the profit and loss statement,
- increased requirements for data aggregation and disaggregation,
- requirements for disclosing management-defined performance measures.

This standard will become effective for annual reporting periods beginning on January 1, 2027.

#### IFRS 19 "SUBSIDIARIES WITHOUT PUBLIC ACCOUNTABILITY: DISCLOSURES"

The standard applies to subsidiaries without public accountability, for which their parent prepares consolidated financial statements in accordance with IFRS. The new IFRS 19 exempts from disclosures required by other standards, and instead introduces a new list.

The standard will apply to annual periods beginning on or after January 1, 2027;

#### AMENDMENTS TO IFRS 19 "SUBSIDIARIES WITHOUT PUBLIC ACCOUNTABILITY: DISCLOSURES"

IFRS 19 allows subsidiaries without public accountability to apply IFRS with limited disclosure requirements. It reduces disclosure requirements for other standards and amendments to standards issued before February 2021. The newly issued amendments to IFRS 19 enable subsidiaries to reduce disclosure requirements for standards and amendments issued between February 2021 and May 2024, specifically: IFRS 18, amendments to IAS 7 and IFRS 7, amendments to IAS 12, amendments to IAS 21, and amendments to IFRS 9 and IFRS 7. As a result of these amendments, IFRS 19 reflects the amendments to IFRS standards effective until January 1, 2027, the date from which IFRS 19 will become applicable. The amendments are effective for annual periods beginning on or after January 1, 2027.

#### IFRS 9 FINANCIAL INSTRUMENTS AND IFRS 7 "FINANCIAL INSTRUMENTS: DISCLOSURES - CLASSIFICATION AND MEASUREMENT OF FINANCIAL INSTRUMENTS" ON CLASSIFICATION AND MEASUREMENT OF FINANCIAL INSTRUMENTS

The amendments to IFRS 9 introduce a choice of accounting policy regarding the moment of extinguishment of the obligation in the case when payment is made via an electronic payment system (if certain conditions are met).

The amendments to IFRS 9 regarding the SPPI test provide guidance to help assess whether cash flows resulting from a contract are consistent with a basic lending arrangement. In addition, the amendments introduce a clearer definition of the non-recourse feature.

The amendments to IFRS 9 also provide additional guidance on the characteristics of contractually linked instruments.

The amendments to IFRS 7 add new disclosure requirements:

- for investments in equity instruments designated as measured at fair value through other comprehensive income,
- for each class of financial assets measured at amortized cost or at fair value through other comprehensive income, and for financial liabilities measured at amortized cost.

The standards will be effective for annual periods beginning on or after January 1, 2026.

#### IFRS 9 FINANCIAL INSTRUMENTS AND IFRS 7 "FINANCIAL INSTRUMENTS: DISCLOSURES - CLASSIFICATION AND MEASUREMENT OF FINANCIAL INSTRUMENTS" IN THE SCOPE OF PPA CONTRACTS REFERENCING NATURE-DEPENDENT ELECTRICITY

The amendments to IFRS 9 include information on which PPA contracts can be used for hedge accounting and what specific terms are permitted in such hedging relationships.

The amendments to IFRS 7 introduce new disclosure requirements for PPA contracts as defined in the amendments to IFRS 9.

The standards will be effective for annual periods beginning on or after January 1, 2026.

#### AMENDMENTS TO IFRS 1, IFRS 7, IFRS 9, IFRS 10, IAS 7

The amendments introduced to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7 are editorial in nature.

The improvements are effective for annual periods beginning on or after January 1, 2026

The Group is currently analysing the impact of the above-mentioned standards, interpretations and amendments to standards.

#### AMENDMENTS TO IAS 21 "THE EFFECTS OF CHANGES IN FOREIGN EXCHANGE RATES"

The amendments to IAS 21 clarify the principles for currency translation in certain situations. When an entity translates data from the functional currency of a non-hyperinflationary economy to the presentation currency of a hyperinflationary economy, it uses the closing rate from the date of the most recent statement of financial position, including comparative data. However, if the presentation currency ceases to be the currency of a hyperinflationary economy and the functional currency remains the currency of a non-hyperinflationary economy, the entity applies the current requirements of IAS 21 prospectively, without restating the comparative data. Additionally, it is specified that an entity whose functional and presentation currencies belong to a hyperinflationary economy should apply the general price index in accordance with IAS 29 when restating the comparative data of a foreign entity operating in a non-hyperinflationary economy. The amendments also introduce additional disclosure requirements related to these amendments. The amendments are effective for annual periods beginning on or after January 1, 2027. The Group is currently analyzing the impact of the above-mentioned standards, interpretations, and amendments to standards.

## 1.8. OTHER ACCOUNTING POLICIES NOT MENTIONED IN THE NOTES

During the period from January 1, 2025, to December 31, 2025, the Capital Group has not made any changes to its accounting policies or methods of preparing its financial statements. The accounting policies adopted by the Capital Group were consistently applied to the periods presented in the financial statements.

Due to the liquidation of VG Property, the accounting policies applicable to a company undergoing liquidation were applied, specifically, the valuation of assets at net realizable prices, not higher than their acquisition prices or production costs, and a provision was created for anticipated additional costs and losses resulting from discontinuation or loss of the ability to continue operations.

The accounting policies used to prepare the consolidated financial statements are consistent with those used to prepare the Group's annual financial statements for the financial year ended December 31, 2024.

The reporting currency of the consolidated financial statements is the Polish zloty; all amounts are expressed in thousands of Polish zloty, unless otherwise stated. The Group's functional currency is also the Polish zloty.

### 1.8.1. CONSOLIDATION

#### Accounting policy

Subsidiaries are entities controlled by the parent company.

Control is exercised when the parent company simultaneously:

- exercises power over the entity in which the investment has been made,
- it is exposed to or is entitled to variable returns because of its involvement with that entity, and
- has the ability to use the power exercised over an entity to influence the amount of its financial results.

Subsidiaries are consolidated using the full method, starting from the date of taking control over the entity to the date on which the parent company starts to exercise this control. The full consolidation method consists of combining the financial statements of the parent company and its subsidiaries by summing up, in full value, individual items of assets, liabilities, equity, revenues and costs. In order to present the Capital Group as if it were a single economic entity, the following exclusions are made:

- goodwill or profit is recognized in accordance with IFRS 3 at the time of acquiring control,
- non-controlling interests are identified and presented separately,
- balances of settlements between companies of the Capital Group and transactions (revenues, costs, dividends) are excluded in full,
- profits and losses from transactions concluded within the Capital Group, which are included in the balance sheet value of assets such as inventories and fixed assets, are excluded. Losses from intra-Group transactions are analysed in terms of asset impairment from the Group's perspective,
- deferred tax is recognized due to temporary differences resulting from the exclusion of profits and losses on transactions concluded within the Capital Group (in accordance with IAS 12).

The financial statements of subsidiaries are prepared for the same period as the financial statements of the parent company. The accounting policies used by subsidiaries have been changed where necessary to ensure consistency with the Group's accounting policies.

The acquisition of control over a business is accounted for using the acquisition method. At the acquisition date, the acquirer recognizes the identifiable assets acquired and liabilities assumed and measures them at their fair values.

The excess of the sum of the payment for the acquisition, the amount of any non-controlling interests in the acquiree and the fair value as at the acquisition date of the previously held interest in the acquiree over the net amount determined as at the acquisition date of the fair values of the identifiable assets acquired, liabilities and contingent liabilities assumed is goodwill. If the aforementioned difference is negative, the Group re-assesses the identification and measurement of the identifiable assets, liabilities and contingent liabilities of the acquiree as well as the fair value of the payment and immediately recognizes any surplus remaining after re-assessment in the statement of comprehensive income (profit from a bargain purchase).

If the acquired assets do not constitute a business unit within the meaning of IFRS 3 Business Combinations, the Group accounts for the transactions as the acquisition of assets.

#### Consolidated exclusions

Balances of intra-Group settlements between Group entities, transactions concluded within the Group and any resulting unrealised profits of the Group are eliminated in their entirety in the preparation of the consolidated financial statements.

## 1.8.2. FX TRANSACTIONS

### Accounting policy

During the year, a foreign currency transaction is initially recognized in Polish zloty by applying average exchange rate of the National Bank of Poland as at the date of the transaction to the foreign currency amount the, recognizing it as an immediate exchange rate.

At each balance sheet date, monetary items in foreign currency are converted using the average exchange rate of the National Bank of Poland as at the balance sheet date, recognizing it as the closing rate. Non-monetary items measured at historical cost expressed in a foreign currency are translated using the exchange rate as at the transaction date and non-monetary items measured at fair value expressed in a foreign currency are translated using the exchange rates that were in force at the date at which the fair value was determined.

Foreign exchange differences arising from the recognition of monetary items or from the translation of monetary items at rates other than those at which they were converted at the moment of their initial recognition in a given period or in previous financial statements, are recognized in profit or loss in the period in which they arise, as financial income or costs. Foreign exchange differences arising on borrowing costs are recognized in the value of assets if the borrowing costs on which they arise are also capitalized.

However, if the transaction is settled in the next financial period, exchange differences recognized in each of the following periods, until the transaction is settled, are determined based on changes in exchange rates that have occurred in each subsequent period.

In the event that gains or losses on non-monetary items are recognized directly in equity, all elements of these gains or losses related to exchange differences are recognized directly in equity.

In the event that gains or losses from non-monetary items are recognized in profit or loss, all elements of these gains or losses relating to exchange differences are recognized in profit or loss.

Foreign exchange differences arising as a result of translating the financial statements of a foreign entity are recognized in other comprehensive income and accumulated in a separate item of equity until the disposal of the foreign entity. Upon disposal of a foreign entity, foreign exchange rate differences from translation accumulated in equity are reclassified to profit or loss and recognized as an adjustment to the profit or loss on disposal of the foreign entity.

## 2. SUPPLEMENTARY NOTES TO CONSOLIDATED FINANCIAL STATEMENTS OPERATING SEGMENTS

### 2.1. SEGMENTS BY BUSINESS TYPE AND GEOGRAPHIC BREAKDOWN

The Group specializes in designing and retailing branded men's and women's apparel positioned in the mid- and high-end market segment, as well as luxury jewellery and watches. It is currently building sales based on the brands Vistula, Bytom, Wólczanka, W.KRUK (through a subsidiary) and Deni Cler Milano (through a subsidiary).

The diagram below presents the division of the Group's activities by business segments:



## APPAREL

Retail and wholesale revenues

Suits

Accesso-  
ries

Jackets

Shirts

Trousers



## JEWELLERY

Retail and wholesale revenues

Jewellery

Watches

Gifts

### BRANDS IN THE APPAREL SEGMENT:

#### VISTULA BRAND:

## VISTULA

Vistula is a brand with a long tradition, present on the Polish market since 1967. Its designs combine timeless styles, patterns, and cuts with current fashion trends, giving classic clothing a modern character. Vistula offers a wide selection of suits, jackets, trousers, shirts, and other complementary accessories.

The brand's wide range meets the needs of men, offering timeless wardrobe staples that can be easily created for various occasions.

In 2021, a women's line was launched. The collections are dedicated to women who value quality, comfort, and a timeless character. The offering includes both formal items such as suits, jackets, and shirts, as well as casual items such as jeans, sweaters, and T-shirts.

#### BYTOM BRAND:

## BYTOM

BYTOM is a Polish brand with a history beginning in 1945, where tradition meets the modern vision of tailoring and men's fashion. Based on over several decades of heritage, the brand offers men's fashion collections, in which a special place is occupied by suits made of noble Italian fabrics, sewn in Polish sewing facilities.

BYTOM is not only the art of tailoring. The brand refers to the Polish cultural heritage by creating limited collections inspired by the work of outstanding personalities, inviting people who have a significant impact on the development of Polish culture and art to cooperate.

#### WÓLCZANKA BRAND:

## WÓLCZANKA

It is a brand that has been existing since 1948. Wólczanka has been sewing shirts for generations. Years of experience have made it an expert and allowed to gain trust of millions of customers, thanks to which it is now successfully expanding its offer to include new products such as trousers, skirts, dresses, jackets, coats, jackets, polo shirts and T-shirts.

The brand's offer includes men's shirts, and from the Autumn/Winter 2014 season also women's shirts, both formal and casual. As an expert in good quality shirts, it expands this range and focuses on creating a fresh, modern brand. Wólczanka is a synonym of the latest trends, beautiful prints, comfortable clothes for women and men - and above all, an image showing the joy of life and the ability to make fashion choices, close to one's needs.

#### DENI CLER MILANO BRAND:

**DENI CLER**  
MILANO

Since its establishment in 1971 in Mantua, Italy, Deni Cler Milano has been dressing women aware of their femininity, value and strength. In 1991, the brand appeared on the Polish market, introducing a new quality in women's fashion. To this day, it remains synonymous with elegance and refined taste, while being in line with current global trends.

Collections signed with the Deni Cler Milano logo are made of Italian fabrics. The materials used to produce clothes are primarily wool, cash-mere and silk. The brand's assortment includes mainly: coats, dresses, jackets, trousers, skirts, blouses.

#### BRANDS IN THE JEWELLERY SEGMENT:

**W.KRUK**  
1840

W.KRUK is the oldest jewellery brand in Poland, with a 185-year tradition. W.KRUK's offerings include gold and platinum jewellery, particularly those with diamonds and precious stones. W.KRUK also creates the highest quality collections made of silver and other precious metals. The brand offers numerous original jewellery lines with a unique character. The distinctive style of W.KRUK products is the result of the work of its designers, projects inspired by its ambassadors (including Martyna Wojciechowska's Freedom collection and PEŁNIA Nosowska x W.KRUK), and an expert and innovative approach to jewellery. Some of the image collections presented annually are made in the brand's Manufaktura near Poznań, one of the few in Europe still using traditional manufacturing techniques. In W.KRUK's workshops, handcrafted craftsmanship is combined with cutting-edge technologies. In 2019, W.KRUK was the first in Poland to introduce jewellery featuring a new category of lab-created diamonds to its chain of stores, marketed under the brand name New Diamond by W.KRUK. These diamonds have identical parameters to diamonds mined using traditional methods and are classified according to the same parameters, using the same expert evaluation standards. W.KRUK is expanding its offerings of both luxury and fashion jewellery. Since 2016, the brand's assortment has been complemented by a selection of W.KRUK accessories, such as leather bags and accessories, silk scarves, sunglasses, and perfumes.

#### WATCHES AND EXTERNAL BRANDS

W.KRUK offers watches from the most prestigious brands, such as Rolex, Patek Philippe, Cartier, Chopard, Bulgari, IWC Schaffhausen, Hublot, Jaeger Le Coultre, Panerai, Zenith, Franck Muller, Omega, Tudor, Grand Seiko Tag Heuer, Longines, Norqain, Maurice Lacroix, Rado, Frederique Constant, Epos, Certina, Tissot, Aviator, Atlantic, Garmin, Seiko, Citizen, Orient, G-Shock, Timex, as well as fashion brands such as Gucci, Fossil, Herbelin, Tommy Hilfiger, Guess, Hugo Boss, and others. The watches from renowned brands sold in W.KRUK stores hold a strong position in the Polish market, and their sales value is steadily increasing.

In addition to its own signature and classic jewellery collections, W.KRUK also boasts a portfolio of products from prestigious jewellery manufacturers from around the world (external brands). W.KRUK selects brands with which it shares a long-standing legacy, a renowned reputation, and jewellery designed and crafted by talented designers and master goldsmiths. This combines designs by distinguished jewellers from around the world with the diamond collections of Poland's oldest jewellery brand to create a unique selection of the most precious jewellery. In selected stores, W.KRUK offers pieces from brands such as Chopard, Pomellato, Pasquale Bruni, Marco Bicego, Recarlo, Nanis, Gucci, and Hulchi Belluni.

#### MANUFACTURING OPERATIONS:

In the apparel segment, VRG S.A. cooperates with proven independent manufacturers who guarantee the provision of sewing and packaging services at the highest level and offer competitive pricing.

In the jewellery segment, the Group's own production operations are conducted at the Issuer's subsidiary, W.KRUK S.A., in its jewellery factory in Komorniki near Poznań. While in-house production encompasses selected product lines, the majority of the offering is manufactured in collaboration with proven external manufacturing partners, guaranteeing the highest quality of workmanship.

## SEASONALITY AND CYCLICALITY OF OPERATIONS:

Retail sales both in the apparel sector and in the jewellery segment are characterized by significant seasonality of sales. For the apparel market, the most favourable period from the point of view of the generated financial result is the period of the second and fourth quarter, while in the jewellery segment, the period of the fourth quarter (especially the month of December).

## OPERATING SEGMENTS:

We can divide the Group's activities into two operating segments. These segments are the basis for the Group's reporting.

Core activities:

- Retail and wholesale of apparel products
- Retail and wholesale of jewellery and watches

Information on the business segments is presented below:

| 2025 / period from 01-01-2025 to 31-12-2025<br>(PLN thousand) | Apparel<br>segment | Jewellery<br>segment | Total          |
|---|--------------------|----------------------|----------------|
| External sales  | 652,526            | 852,306              | 1,504,832      |
| <b>Gross profit on sales</b>                                  | <b>392,432</b>     | <b>444,535</b>       | <b>836,967</b> |
| Segmental operating costs                                     | 364,663            | 319,871              | 684,534        |
| <i>of which depreciation</i>                                  | 67,921             | 68,131               | 136,052        |
| Other operating income and costs                              | -16,188            | 1,306                | -14,882        |
| Financial income and costs                                    | -6,901             | -7,554               | -14,455        |
| <i>incl. interest income and costs</i>                        | -9,620             | -10,976              | -20,596        |
| Income tax  | 1,544              | 23,311               | 24,855         |
| <b>Net profit</b>   | <b>3,136</b>       | <b>95,105</b>        | <b>98,241</b>  |

| 2024 / period from 01-01-2024 to 31-12-2024 after adjustment<br>(PLN thousand) | Apparel<br>segment | Jewellery<br>segment | Total          |
|--|--------------------|----------------------|----------------|
| External sales   | 604,148            | 770,877              | 1,375,025      |
| <b>Gross profit on sales</b>   | <b>355,302</b>     | <b>407,525</b>       | <b>762,827</b> |
| Segmental operating costs  | 362,841            | 277,074              | 639,915        |
| <i>of which depreciation</i>   | 71,662             | 62,575               | 134,237        |
| Other operating income and costs   | 2,759              | 232                  | 2,991          |
| Financial income and costs   | -8,184             | -6,740               | -14,924        |
| <i>incl. interest income and costs</i>   | -8,997             | -7,409               | -16,406        |
| Income tax   | -309               | 24,413               | 24,104         |
| <b>Net profit</b>  | <b>-12,655</b>     | <b>99,530</b>        | <b>86,875</b>  |

| 4Q 2025 / period from 01-10-2025 to 31-12-2025*<br>(PLN thousand) | Apparel<br>segment | Jewellery<br>segment | Total          |
|---|--------------------|----------------------|----------------|
| External sales  | 200,711            | 287,015              | 487,726        |
| <b>Gross profit on sales</b>                                      | <b>126,255</b>     | <b>148,357</b>       | <b>274,612</b> |
| Segmental operating costs   | 96,340             | 103,020              | 199,360        |
| <i>of which depreciation</i>                                      | 16,665             | 17,778               | 34,443         |
| Other operating income and costs                                  | -12,074            | 1,688                | -10,386        |



|  |               |               |               |
|--|---------------|---------------|---------------|
| Financial income and costs             | -618          | -1,086        | -1,704        |
| <i>incl. interest income and costs</i> | -2,061        | -2,858        | -4,919        |
| Income tax                             | 1,480         | 10,474        | 11,954        |
| <b>Net profit</b>                      | <b>15,743</b> | <b>35,465</b> | <b>51,208</b> |

\*-unaudited data

| 4Q 2024 / period from 01-10-2024 to 31-12-2024* after adjustment* (PLN thousand) | Apparel segment | Jewellery segment | Total          |
|--|-----------------|-------------------|----------------|
| External sales   | 188,170         | 256,380           | 444,550        |
| <b>Gross profit on sales</b>   | <b>116,614</b>  | <b>138,104</b>    | <b>254,718</b> |
| Segmental operating costs  | 96,798          | 88,823            | 185,621        |
| <i>of which depreciation</i>   | 17,825          | 16,788            | 34,613         |
| Other operating income and costs   | -119            | 646               | 527            |
| Financial income and costs   | -5,241          | -4,756            | -9,997         |
| <i>incl. interest income and costs</i>   | -3,020          | -2,592            | -5,612         |
| Income tax   | 4,385           | 8,956             | 13,341         |
| <b>Net profit</b>  | <b>10,071</b>   | <b>36,215</b>     | <b>46,286</b>  |

\*- unaudited data

The value of financial income and expenses of both reportable segments primarily includes interest expenses on bank loans, which amounted to:

- for the apparel segment: PLN 3,195 thousand for 2025 (PLN 3,183 thousand for 2024),
- for the jewellery segment: PLN 4,518 thousand for 2025 (PLN 2,871 thousand for 2024).

Financial income and expenses also include interest and exchange rate differences (surplus of positive over negative / surplus of negative over positive) from leases for commercial premises and office space, which amounted to:

- for the apparel segment, interest amounted to PLN 5,728 thousand for 2025 (PLN 5,631 thousand for 2024), and exchange rate differences (surplus of positive over negative) amounted to PLN 1,603 thousand for 2025 (surplus of positive over negative: PLN 2,540 thousand for 2024),
- for the jewellery segment, interest amounted to PLN 6,373 thousand for 2025 (PLN 4,448 thousand for 2024), and exchange rate differences (surplus of positive over negative) amounted to PLN 2,196 thousand. for 2025 (surplus of positive over negative PLN 1,825 thousand for 2024),

Transactions between operating segments are based on the accounting policies applied by the Group. Compared to the most recent annual financial statements, there were no differences in the basis for segment identification or determining segment results.

In the apparel segment, impairment losses on fixed assets and intangible assets totalling PLN 505 thousand were reversed in 2025, and new impairment losses totalling PLN 844 thousand were recognized.

## GEOGRAPHICAL SEGMENTS OF ACTIVITY:

In terms of geographical segments, the entire activity of the Capital Group is carried out primarily in the Republic of Poland. Part of the sales concerns the shipment of the Group's goods abroad, and from November 2023, sales are carried out in stores in Hungary.

| Revenue in various markets by geographic location (PLN thousand) | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024 |
|--|-------------------------------------|-------------------------------------|--|--|
| Poland   | 1,488,260                           | 1,367,640                           | 480,449                                  | 440,235                                  |
| EURO zone  | 1,248                               | 1,445                               | 536                                      | 836                                      |
| US\$ zone  | 1                                   | 2                                   | 0  | 0  |
| CHF zone   | 311                                 | 152                                 | 311                                      | 152                                      |
| HUF zone   | 15,006                              | 5,786                               | 6,424                                    | 3,327                                    |
| RON zone   | 6                                   | 0                                   | 6  | 0  |

|              |                  |                  |                |                |
|--------------|------------------|------------------|----------------|----------------|
| <b>Total</b> | <b>1,504,832</b> | <b>1,375,025</b> | <b>487,726</b> | <b>444,550</b> |
|--------------|------------------|------------------|----------------|----------------|

\*-unaudited data

Segmental assets and liabilities are as follows:

| <b>2025<br/>(PLN thousand)</b> | <b>Apparel<br/>segment</b> | <b>Jewellery<br/>segment</b> | <b>Total</b> |
|--------------------------------|----------------------------|------------------------------|--------------|
| Assets                         | 681,713                    | 1,103,995                    | 1,785,708    |
| Liabilities and provisions     | 280,712                    | 343,471                      | 624,183      |

| <b>2024 after adjustment<br/>(PLN thousand)</b> | <b>Apparel<br/>segment</b> | <b>Jewellery<br/>segment</b> | <b>Total</b> |
|---|----------------------------|------------------------------|--------------|
| Assets  | 708,776                    | 976,019                      | 1,684,795    |
| Liabilities and provisions                      | 310,925                    | 310,690                      | 621,615      |

Detailed information on the breakdown of sales by channel and brand and the reasons for the year-on-year changes are presented in the Group Management Report.

### 3. SUPPLEMENTARY NOTES TO CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

#### 3.1. REVENUES

##### Accounting policy

##### Operating revenues

Principles for recognizing operating income are set out in IFRS 15 "Revenues".

Revenue is measured at the transaction price, i.e. the amount of remuneration which it is expected to be entitled to in exchange for transfer of promised goods or services to the customer, excluding amounts collected on behalf of third parties (for example, certain sales taxes). The remuneration specified in the contract with client may include fixed amounts, variable amounts or both. The amount of the remuneration is usually reflected by the amount received or due, less expected rebates, customer returns and similar reductions, including value added tax and other sales taxes except for excise duty and contractual penalties.

The Group recognizes contract with the customer only if all the following criteria are met: the parties to the contract have concluded a contract (in writing, oral or otherwise) and are required to perform their duties; the Group is able to recognize the rights of each party regarding the goods or services to be transferred; the Group is able to identify the payment terms for the goods or services to be transferred; the contract has economic content and it is likely that the Group will receive remuneration that it will be entitled to in exchange for goods or services that will be transferred to the customer.

At the time of contract conclusion, the Group assesses the promised goods or services in the contract with the client and recognizes as an obligation to perform the service any promise to provide the client with a good or service that can be distinguished.

In order to determine the transaction price, the Group takes into account the terms of the contract and its usual commercial practices.

The Group recognizes revenues in accordance with IFRS 15, i.e. when the obligation to perform the service is met by transfer-ring the promised good or service to the customer. An asset is transferred when the customer gains control over that asset.

**Other operating income** - include revenues from activities that are not core operating activities.

##### Other revenues including financial income:

**INTEREST** - Revenue from interest is recognised on an accrual basis using the effective interest rate method.

**DIVIDENDS** - Dividends are recognized when the right to receive them is granted.

##### Loyalty programme

The Group operates loyalty programs offering numerous benefits and privileges for regular Customers of the following brands: VISTULA, BYTOM, WÓLCZANKA, W.KRUK and DENI CLER. All participants of loyalty programs, in accordance with the regulations, can count on special discounts, information on promotions, special collections and additional services available only to card holders.

The right of customers to an additional discount is treated as an obligation to perform a service separate from the obligation to deliver the goods. As a result, the transaction price is assigned by estimation. The value of customers' rights to an additional discount results from the value of one right, the number of rights at the end of the reporting period recorded in customer accounts and the probability of its realization estimated on the basis of historical realizations. In connection with the changed discount rules in the W.KRUK company, the period for settling the collected points expired in 2024 and therefore the company does not show any additional liability in this respect.

| Revenue analysis<br>(PLN thousand)                  | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024 |
|---|-------------------------------------|-------------------------------------|--|--|
| Revenues from sale of products, goods and materials | 1,504,206                           | 1,374,528                           | 487,524                                  | 444,434                                  |
| Income from real estate income                      | 626                                 | 497                                 | 202                                      | 116                                      |
| <b>Total revenues</b>                               | <b>1,504,832</b>                    | <b>1,375,025</b>                    | <b>487,726</b>                           | <b>444,550</b>                           |
| Gain from sale of nonfinancial assets               | 0                                   | 2,934                               | 0  | 181                                      |
| Other operating income                              | 6,378                               | 11,946                              | 3,572                                    | 6,812                                    |
| Financial income                                    | 8,446                               | 4,287                               | 3,750                                    | 396                                      |
| <b>Total</b>  | <b>1,519,656</b>                    | <b>1,394,192</b>                    | <b>495,048</b>                           | <b>451,939</b>                           |

\*-unaudited data

Increase in revenues was the result of a continued positive trend in gold and silver jewellery sales, a rebound in watch sales, and increased demand for the current collection of clothing brands in the fourth quarter.

Due to the nature of the Group's core business (retail), there is no concentration of sales to customers whose share of total sales revenue exceeds 10%.

### 3.1.1. OTHER OPERATING INCOME

| Other operating income<br>(PLN thousand)                                      | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024 |
|---|-------------------------------------|-------------------------------------|--|--|
| Gain on sale of non-financial assets  | 0                                   | 2,934                               | 0  | 181                                      |
| Other operating income:   | 6,378                               | 11,946                              | 3,572                                    | 6,812                                    |
| <i>due to release of write-downs on goods/materials</i>                       | 1,898                               | 6,170                               | 853                                      | 4,114                                    |
| <i>due to provision release</i>   | 212                                 | 690                                 | 52                                       | -230                                     |
| <i>due to provision release for returns</i>                                   | 686                                 | 1,406                               | 19                                       | 7  |
| <i>due to written off overdue liabilities</i>                                 | 2,187                               | 2,429                               | 2,187                                    | 2,429                                    |
| <i>16 due to liquidation of contracts measured in accordance with IFRS 16</i> | 404                                 | 233                                 | 12                                       | 3  |
| <b>Total</b>  | <b>6,378</b>                        | <b>14,880</b>                       | <b>3,572</b>                             | <b>6,993</b>                             |

\*-unaudited data

### 3.1.2. FINANCIAL INCOME

| Financial income<br>(PLN thousand) | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024 |
|------------------------------------|-------------------------------------|-------------------------------------|--|--|
| Interest on bank deposits          | 48                                  | 222                                 | 29                                       | 3  |
| FX gains                           | 8,396                               | 4,043                               | 3,719                                    | 392                                      |

|   |              |              |              |            |
|---|--------------|--------------|--------------|------------|
| <i>incl. leases of retail and office floorspace</i> | 3,799        | 4,736        | 3,105        | 362        |
| Forward transactions valuation                      | 0            | 21           | 0            | 0          |
| Other   | 2            | 1            | 2            | 1          |
| <b>Total</b>  | <b>8,446</b> | <b>4,287</b> | <b>3,750</b> | <b>396</b> |

\*- unaudited data

## 3.2. COSTS

### Accounting policy

Costs are recognized in the profit or loss statement if there is a probable reduction in future economic benefits associated with a decrease in assets or an increase in liabilities whose size can be measured reliably.

Costs are recognized in the profit or loss statement on the basis of a direct relationship between the incurred costs and the achievement of specific revenues, i.e. using the principle of commensurability.

Operating expenses include the costs of stores (own and franchise stores in Poland), distribution costs and overheads.

If economic benefits are expected to be obtained over several financial periods, and their relationship with revenues can be determined only generally and indirectly, the costs are recognized in the profit and loss account by systematically and rationally spreading it over time.

**Other operating costs** - include costs from activities that are not core operating activities.

**Costs of external financing** - (interest and other costs related to the financing obtained) are recognised in costs of the period to which they relate.

Borrowing costs include interest calculated using the effective interest rate method and exchange rate differences arising in connection with borrowing.

### Costs of employee benefits

Remeasurement of retirement benefits provision takes place at the end of each reporting period based on valuation prepared by an actuary, while the provision for unused holidays is created based on number of unused days and average salary. Costs are recognized in the profit or loss statement in the reporting period.

### 3.2.1. OPERATING COSTS

| (PLN thousand)                          | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024 |
|---|-------------------------------------|-------------------------------------|--|--|
| Depreciation and amortisation           | 136,052                             | 134,237                             | 34,443                                   | 34,613                                   |
| Materials and energy                    | 62,234                              | 89,331                              | 16,438                                   | 21,275                                   |
| Costs of goods sold                     | 647,531                             | 597,192                             | 205,708                                  | 185,010                                  |
| Change in products and work in progress | -59,105                             | -128,015                            | -9,155                                   | -24,741                                  |
| Remuneration                            | 220,108                             | 196,749                             | 57,933                                   | 52,793                                   |
| Other costs by type                     | 100,493                             | 85,914                              | 39,848                                   | 34,158                                   |
| Third party costs                       | 245,086                             | 276,705                             | 67,259                                   | 72,345                                   |
| <b>Total</b>                            | <b>1,352,399</b>                    | <b>1,252,113</b>                    | <b>412,474</b>                           | <b>375,453</b>                           |

\*- unaudited data

### 3.2.2. HR COSTS

|  |                    |                    |                         |                         |
|--|--------------------|--------------------|-------------------------|-------------------------|
| Average number of employees in persons<br>(including the management) | 2025<br>01-01-2025 | 2024<br>01-01-2024 | 4 Q 2025*<br>01-10-2025 | 4 Q 2024*<br>01-10-2024 |
|--|--------------------|--------------------|-------------------------|-------------------------|

|  | to 31-12-2025 | to 31-12-2024 | to 31-12-2025 | to 31-12-2024 |
|--|---------------|---------------|---------------|---------------|
| <b>Employees in persons by categories:</b> | <b>2,170</b>  | <b>2,125</b>  | <b>2,162</b>  | <b>2,153</b>  |
| White-collar employees                     | 2,039         | 1,984         | 2,032         | 2,011         |
| Blue-collar employees                      | 131           | 141           | 130           | 142           |

\*- unaudited data

| General remuneration divided into wages, insurance and other (value): (PLN thousand) | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024 |
|--|-------------------------------------|-------------------------------------|--|--|
| <b>Total remuneration, including:</b>  | <b>220,108</b>                      | <b>196,749</b>                      | <b>57,933</b>                            | <b>52,793</b>                            |
| Salaries   | 182,315                             | 163,480                             | 47,822                                   | 43,923                                   |
| Social security and other benefits   | 37,619                              | 33,148                              | 10,053                                   | 8,834                                    |
| Other remuneration   | 174                                 | 121                                 | 58                                       | 36                                       |

\*- unaudited data

In the reporting period, severance payments of PLN 728 thousand were paid. The Group presents severance payments in other operating expenses.

### 3.2.3. OTHER OPERATING COSTS

| Other operating costs<br>(PLN thousand) | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024<br>after adjustment | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024<br>after adjustment |
|---|-------------------------------------|---|--|--|
| Loss on sale of non-financial assets    | 1,444                               | 0   | 71                                       | 0  |
| Fixed assets write-offs                 | 346                                 | 0   | 346                                      | 0  |
| Materials write-offs                    | 739                                 | 0   | 739                                      | 0  |
| Goods write-offs                        | 9,760                               | 1 878   | 9 595                                    | 1 409  |
| Finished goods write-offs               | 1,702                               | 538   | 1 335                                    | 250  |
| Donations                               | 1,608                               | 3 522   | 165                                      | 1 294  |
| Costs of liquidation of current assets  | 1,334                               | 1 745   | -262                                     | 703  |
| Other operating costs, including:       | 4,327                               | 4 206   | 1 969                                    | 2 810  |
| provision for future liabilities        | 1,331                               | 1 643   | 1 331                                    | 1 268  |
| liquidation provision                   | 57                                  | 0   | 57                                       | 0  |
| severance pay                           | 728                                 | 339   | 160                                      | 89   |
| inventory shortages                     | 1,227                               | 389   | 52                                       | 209  |
| <b>Total</b>                            | <b>21,260</b>                       | <b>11 889</b>   | <b>13 958</b>                            | <b>6 466</b>   |

\*- unaudited data

In 2025, impairment losses totalling PLN 12,201 thousand were recognized, including: PLN 739 thousand for materials, PLN 9,760 thousand for merchandise, and PLN 1,702 thousand for finished goods.

In the fourth quarter of 2025, impairment losses totalling PLN 11,669 thousand were recognized, including: PLN 739 thousand for materials, PLN 9,595 thousand for merchandise, and PLN 1,335 thousand for finished goods.

### 3.2.4. FINANCIAL COSTS

| Financial income<br>(PLN thousand) | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024 |
|------------------------------------|-------------------------------------|-------------------------------------|--|--|
|------------------------------------|-------------------------------------|-------------------------------------|--|--|

|   |               |               |              |               |
|---|---------------|---------------|--------------|---------------|
| Interest on overdrafts and bank loans               | 7,713         | 6,054         | 1,641        | 2,427         |
| Interest on factoring                               | 632           | 223           | 212          | 102           |
| Interest on finance lease liabilities               | 198           | 272           | 40           | 64            |
| Interest on leases of retail and office floorspace  | 12,101        | 10,079        | 3,055        | 3,022         |
| Fees on bank loans and guarantees                   | 1,881         | 1,862         | 357          | 416           |
| FX losses   | 197           | 451           | 124          | 4,296         |
| <i>incl. leases of retail and office floorspace</i> | 0             | 370           | 0            | 272           |
| Valuation of bank loans at amortized cost           | 0             | 97            | 0            | 37            |
| Valuation of forward transactions                   | 0             | 78            | 0            | 1             |
| Write-off for loan granted                          | 179           | 95            | 25           | 28            |
| <b>Other</b>  | <b>22,901</b> | <b>19,211</b> | <b>5,454</b> | <b>10,393</b> |

\*- unaudited data

### 3.3. INCOME TAX

#### Accounting policy

Income tax recognized in the profit or loss statement includes current and deferred income tax.

Current income tax is the expected tax liability due to taxation of income for a given fiscal year, calculated using tax rates applicable at a given balance sheet date, and possible adjustments of income tax relating to previous years. The current income tax liability is calculated in accordance with tax regulations.

Deferred tax is recognized in the profit or loss statement for a given period, except for items settled directly with equity. In such a situation, the deferred tax is also recognised in the appropriate value in equity.

Deferred income tax is determined using the balance sheet method, based on temporary differences between the value of assets and liabilities shown in the accounting books and their taxable value. The amount of the deferred income tax recognised takes into account the planned manner of implementation of temporary differences, using income tax rates that will apply when the differences are realized, based on tax rates that were legally valid or were generally adopted as at the balance sheet date.

Deferred tax assets are determined in the amount anticipated to be deducted from income tax in future, due to negative temporary differences that will cause a reduction in the basis for calculating income tax in the future. The carrying amount of the deferred tax asset is verified at each balance sheet date and is subject to write-off in the event that there is doubt about the Company's economic benefits related to the use of deferred tax assets.

The provision for deferred income tax is created from positive temporary differences between the taxable value of assets and liabilities and their carrying amounts in financial statements.

#### 3.3.1. CURRENT INCOME TAX

#### Accounting policy

The Tax Capital Group is a corporate income tax payer in accordance with the Corporate Income Tax Act. The companies comprising the Tax Capital Group (VRG and W.KRUK) are not separate CIT payers during its operation.

Each company within the Tax Capital Group determines its taxable income and tax-deductible costs in accordance with the provisions of the Corporate Income Tax Act, to determine its individual taxable income or loss, solely for the purposes of combining the Tax Capital Group's taxable result.

Continued operations  
(PLN thousand)

| 2025                        | 2024                        | 4 Q 2025*                   | 4 Q 2024*                    |
|-----------------------------|-----------------------------|-----------------------------|------------------------------|
| 01-01-2025<br>to 31-12-2025 | 01-01-2024<br>to 31-12-2024 | 01-10-2025<br>to 31-12-2025 | t 01-10-2024<br>o 31-12-2024 |

|                             |               |               |               |               |
|-----------------------------|---------------|---------------|---------------|---------------|
| <b>Income tax::</b>         | <b>24,855</b> | <b>24,104</b> | <b>11,954</b> | <b>13,341</b> |
| Current income tax          | 23,951        | 23,696        | 10,899        | 8,438         |
| Deferred income tax (3.3.2) | 904           | 408           | 1,055         | 4,903         |

\*- unaudited data

| <b>Current income tax<br/>(PLN thousand)</b>   | <b>2025<br/>01-01-2025<br/>to 31-12-2025</b> | <b>2024<br/>01-01-2024<br/>to 31-12-2024</b> | <b>4 Q 2025*<br/>01-10-2025<br/>to 31-12-2025</b> | <b>4 Q 2024*<br/>01-10-2024<br/>to 31-12-2024</b> |
|--|--|--|---|---|
| <b>Pre-tax profit (loss)</b>   | <b>123,096</b>                               | <b>110,979</b>                               | <b>63,162</b>                                     | <b>59,627</b>                                     |
| Difference between pre-tax profit (loss) and tax base  | -1,600                                       | -4,932                                       | -7,156  | 3,548   |
| - the difference between pre-tax profit and taxable income resulting from non-deductible expenses according to tax regulations and income which is not revenue according to tax regulations and additional income and tax expenses | 20,667                                       | -4,782                                       | 16,699  | 3,548   |
| - other differences (including retained losses)  | -22,267                                      | -150   | -23,855   | 0   |
| <b>Income/loss</b>   | <b>121,496</b>                               | <b>106,047</b>                               | <b>56,006</b>                                     | <b>63,175</b>                                     |
| <b>Income</b>  | <b>125,914</b>                               | <b>124,718</b>                               | <b>57,226</b>                                     | <b>44,414</b>                                     |
| <b>Loss</b>  | <b>-4,418</b>                                | <b>-18,671</b>                               | <b>-1,220</b>                                     | <b>-674</b>                                       |
| Income tax base  | 125,914                                      | 124,718                                      | 57,226  | 44,414  |
| Income tax at the applicable rate of 19%   | 23,924                                       | 23,696                                       | 10,872  | 8,438   |
| Minimum tax  | 27   | 0  | 27  | 0   |
| <b>Current income tax</b>  | <b>23,951</b>                                | <b>23,696</b>                                | <b>10,899</b>                                     | <b>8,438</b>                                      |

\*- unaudited data

| <b>Income tax at effective interest rate<br/>(PLN thousand)</b> | <b>2025<br/>01-01-2025<br/>to 31-12-2025</b> | <b>2024<br/>01-01-2024<br/>to 31-12-2024</b> | <b>4 Q 2025*<br/>01-10-2025<br/>to 31-12-2025</b> | <b>4 Q 2024*<br/>01-10-2024<br/>to 31-12-2024</b> |
|---|--|--|---|---|
| <b>Profit (loss) before tax</b>                                 | <b>123,096</b>                               | <b>110,979</b>                               | <b>63,162</b>                                     | <b>59,627</b>                                     |
| Income tax at a rate of 19%                                     | 23,388                                       | 21,086                                       | 12,001  | 11,329  |
| <b>Effect of tax recognition:</b>                               | <b>-597</b>                                  | <b>-1,009</b>                                | <b>-1,346</b>                                     | <b>160</b>  |
| (-) Utilisation of tax losses carried forward                   | 4,231  | 29   | 4,231   | 1   |
| (+) Costs not constituting tax deductible costs                 | 7,664  | 8,529  | 3,894   | 2,399   |
| (-) Income which is not revenue according to tax regulations    | 4,281  | 9,300  | 1,251   | 2,069   |
| (-) Non-balance sheet taxable expenses                          | 41   | 201  | -10   | 142   |
| (+) Non-balance sheet tax revenue                               | 293  | -8   | 232   | -27   |
| • Revaluation of deferred tax assets (loss)                     | 776  | 3,248  | 115   | -3,191  |
| • Deferred tax  | 904  | 408  | 1,055   | 4,903   |
| • Deferred tax assets adjustments for prior periods             | 351  | 371  | 96  | 140   |
| • Other income tax adjustments                                  | 27   | 0  | 27  | 0   |
| • Other   | 6  | 0  | 6   | 0   |
| <b>Income tax at effective tax rate</b>                         | <b>24,855</b>                                | <b>24,104</b>                                | <b>11,954</b>                                     | <b>13,341</b>                                     |
| Effective tax rate  | 20.19%                                       | 21.72%                                       | 18.93%  | 22.37%  |

\*- unaudited data

The corporate income tax in Hungary is 9%.

### 3.3.2. DEFERRED TAX

The following items represent the main deferred tax liabilities and assets recognised by the Group and their changes in the current and previous reporting periods:



| Balance sheet items<br>(PLN thousand)                                | Balance sheet  | Balance sheet  | Profit or loss                      | Profit or loss                      |
|--|----------------|----------------|-------------------------------------|-------------------------------------|
|  | 31.12.2025     | 31.12.2024     | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 |
| <b>Deferred tax provision</b>  | <b>219</b>     | <b>76</b>      | <b>143</b>                          | <b>-245</b>                         |
| Balance sheet valuation – FX gains                                   | 164            | 13             | 151                                 | -230                                |
| Net advances paid  | 7              | 8              | -1                                  | 0                                   |
| Valuation of loans at amortised cost                                 | 0              | 0              | 0                                   | -18                                 |
| Forward transactions valuation                                       | 0              | 0              | 0                                   | -11                                 |
| Leased assets  | 47             | 47             | 0                                   | 7                                   |
| Other  | 1              | 8              | -7                                  | 7                                   |
| <b>Deferred tax provision</b>  | <b>219</b>     | <b>76</b>      | <b>143</b>                          | <b>-245</b>                         |
| <b>Recognised on goodwill</b>  | <b>0</b>       | <b>0</b>       | <b>0</b>                            | <b>0</b>                            |
| <b>Deferred tax assets</b>   | <b>17,570</b>  | <b>18,306</b>  | <b>-761</b>                         | <b>-653</b>                         |
| Accelerated balance sheet depreciation                               | 2,317          | 2,236          | 81                                  | 20                                  |
| Post-employment benefits (severance pay)                             | 43             | 43             | 0                                   | 3                                   |
| Write-offs   | 3,787          | 2,169          | 1 618                               | -1,118                              |
| Reserves, salaries and social security                               | 1,905          | 1,715          | 190                                 | -49                                 |
| Remuneration, Social Security not paid                               | 95             | 114            | -19                                 | -21                                 |
| Balance sheet valuation - FX losses                                  | 0              | 79             | -79                                 | 45                                  |
| Losses deductible from future taxable income                         | 5,035          | 7,858          | -2,823                              | 2,351                               |
| Allowance for receivables from customers                             | 109            | 280            | -171                                | -9                                  |
| Interest accrued   | 65             | 41             | 24                                  | 26                                  |
| Provision for future liabilities                                     | 1,088          | 860            | 229                                 | 75                                  |
| Provision for returns from customers                                 | 1,596          | 1,487          | 109                                 | 17                                  |
| Loyalty programme valuation  | 282            | 265            | 17                                  | -1,235                              |
| Lease commitments for commercial premises and office space contracts | 1,248          | 1,160          | 88                                  | -772                                |
| FX from recalculation  | 0              | 0              | -25                                 | 13                                  |
| <b>Transferred to financial result</b>                               | <b>17,570</b>  | <b>18,306</b>  | <b>-761</b>                         | <b>-653</b>                         |
| <b>Transferred directly to equity</b>                                | <b>0</b>       | <b>0</b>       | <b>0</b>                            | <b>0</b>                            |
| <b>Transferred to financial result - persaldo</b>                    | <b>-17,351</b> | <b>-18,230</b> | <b>904</b>                          | <b>408</b>                          |

Creation of a deferred tax asset is based on an assessment of the likelihood that future taxable income and a tax base allowing for the deduction of deductible temporary differences and tax losses will be achieved, which justifies the creation of deferred tax assets as at December 31, 2025. An analysis of the tax income earned to date and the utilisation of tax losses in 2025, indicates that there is no risk of remaining tax losses not being utilised in future years.

### 3.4. EARNINGS PER SHARE

| Continued operations<br>(PLN thousand)   | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 | 4 Q 2025*<br>01-10-2025<br>to 31-12-2025 | 4 Q 2024*<br>01-10-2024<br>to 31-12-2024 |
|--|-------------------------------------|-------------------------------------|--|--|
|  |                                     |                                     |  |  |
| Net profit attributable to the shareholders of the dominating entity   | 98,241                              | 86,875                              | 51,208                                   | 46,286                                   |
| Profits from continuing operations for the purpose of calculating earnings per share after excluding discontinued operations | 98,241                              | 86,875                              | 51,208                                   | 46,286                                   |
| Weighted average number of ordinary shares   | 234,455,840                         | 234,455,840                         | 234,455,840                              | 234,455,840                              |
| Diluted weighted average number of ordinary shares   | 234,455,840                         | 234,455,840                         | 234,455,840                              | 234,455,840                              |
| <b>Earnings (loss) per share:</b>  |                                     |                                     |  |  |

|           |      |      |      |      |
|-----------|------|------|------|------|
| - basic   | 0.42 | 0.37 | 0.22 | 0.20 |
| - diluted | 0.42 | 0.37 | 0.22 | 0.20 |

\*- unaudited data

| Calculation of the weighted average number of shares<br>(PLN thousand)      | 2025<br>01-01-2025<br>to 31-12-2025 | 2024<br>01-01-2024<br>to 31-12-2024 |
|---|-------------------------------------|-------------------------------------|
| Number of shares as at 01.01.   | 234,455,840                         | 234,455,840                         |
| Change during the year (issuance)   | 0                                   | 0                                   |
| Number of shares as at 31.12.   | 234,455,840                         | 234,455,840                         |
| Number of days with increased equity  | 0                                   | 0                                   |
| Ratio (number of days with increased equity / number of days in the period) | 0                                   | 0                                   |
| Weighted average number of shares   | 234,455,840                         | 234,455,840                         |
| Scale of potential dilution (ordinary shares)                               | 0                                   | 0                                   |
| Diluted weighted average number of ordinary shares                          | 234,455,840                         | 234,455,840                         |

## 4. SUPPLEMENTARY NOTE TO CONSOLIDATED STATEMENT OF FINANCIAL POSITION

### 4.1. GOODWILL

#### Accounting policy

Goodwill means an asset that represents the future economic benefits arising from assets acquired in a business combination that cannot be identified or recognized individually.

Goodwill (profit) is calculated as the difference of two values:

- the sum of the payment transferred for control, non-controlling interests (measured in proportion to the acquired net assets) and the fair value of blocks of shares (shares) held in the acquiree prior to the acquisition date, and
- the fair value of the identifiable acquired net assets of the entity.

Goodwill is tested for impairment annually and is disclosed in the balance sheet at the initial value less any accumulated impairment losses. Impairment identified as a result of the tests performed is recognized immediately in the profit and loss account and is not subject to subsequent adjustment.

|  | PLN thousand |
|--|--------------|
| <b>PURCHASE PRICE OR FAIR VALUE</b>                |              |
| Balance at January 1, 2024                         | 302,748      |
| Balance at December 31, 2024                       | 302,748      |
| Balance at January 1, 2025                         | 302,748      |
| Adjustment – disclosure as at the date of purchase | 0            |
| Balance at December 31, 2025, incl.:               | 302,748      |
| Generated from acquisition of Wólczanka S.A.       | 60,697       |
| Generated from acquisition of W. KRUK S.A.         | 181,893      |
| Generated from acquisition of Bytom S.A.           | 60,158       |
| <b>ACCUMULATED DEPRECIATION AND IMPAIRMENT</b>     |              |
| Balance at January 1, 2024                         | 0            |

|  |                |
|--|----------------|
| Losses due to impairment in the current year | 0              |
| Derecognition at the moment of disposal      | 0              |
| <b>Balance at December 31, 2024</b>          | <b>0</b>       |
| <b>Balance at January 1, 2025</b>            | <b>0</b>       |
| Losses due to impairment in the current year | 0              |
| Derecognition at the moment of disposal      | 0              |
| <b>Balance at December 31, 2025</b>          | <b>0</b>       |
| <b>BOOK VALUE</b>                            |                |
| <b>Balance at December 31, 2024</b>          | <b>302,748</b> |
| <b>Balance at December 31, 2025</b>          | <b>302,748</b> |

As at December 31, 2025 impairment test was carried out for intangible assets with an indefinite useful life, i.e. goodwill.

The value of Wólczanka was assigned to a group of cash generating units in the form of Wólczanka sales network. The following assets of the acquired entity were assigned to the group of cash generating units of Wólczanka sales network:

- Wólczanka brand
- Fixed assets related to the operations of Wólczanka store network (including goodwill).

The value of Bytom was assigned to a group of cash generating units in the form of Bytom sales network. The following assets of the acquired entity were assigned to the group of cash generating units of Bytom sales network:

- Bytom brand
- Fixed assets related to the operations of Bytom store network (including goodwill).

Goodwill of W.KRUK was assigned to a group of cash generating units in the form of W.KRUK sales network. The following assets of the acquired entity were assigned to the group of cash generating units of W.KRUK sales network:

- W.KRUK brand
- Fixed assets related to the operation of the W.KRUK store network (including goodwill).

Due to lack of indications to determine the fair value of cash generating units (which results mostly from lack of an active market), the recoverable amount was determined at the level of the value in use of the cash generating units.

The conducted test for the aforementioned brands was based on forecasted cash flows for the next five years and the residual value, for which the calculation assumed the growth rate at the level of "0%" (for network development after a five-year period).

The WACC discount rate adopted for the above tests came in at 12% for Wólczanka and Bytom and for W.KRUK, respectively. An increase in the adopted discount rate does not require asset impairments.

In order to determine cash flows and the discount rate in line with traditional accounting practice, the approach was to use a single sequence of estimated cash flows and one discount rate.

As a result of the test, no impairment of intangible assets with an indefinite useful life, i.e. goodwill, was identified. In connection with the above, in the period for which the financial report was prepared, no impairment losses were recognised for intangible assets with an indefinite useful life, i.e. goodwill.

## 4.2. INTANGIBLES

### Accounting policy

Other intangible assets acquired as part of a separate transaction are capitalized at purchase price or manufacturing cost. Intangible assets acquired as part of a business combination or takeover transaction are recognized as assets separately from good-will, if their fair value can be determined reliably at the initial recognition.

As at the balance sheet date, intangible assets are measured at the purchase price less the accumulated depreciation and accumulated amount of impairment losses.

Intangible assets with a definite useful life are amortized using the straight-line method. The depreciation method and rate are subject to verification as at each balance sheet date. Intangible assets with an indefinite useful life (trademarks) are not subject to amortization. The value of components with an indefinite useful life is tested for permanent impairment for each balance sheet date.

Intangible assets with a definite useful life are depreciated using the straight-line method for the period of their estimated useful life, which is 5 years on average.

Patents and licenses are amortized over their estimated useful lives, which are on average 5 years; trademarks are not subject to amortization because they have an indefinite useful life.

| Other intangibles (PLN thousand) | Costs of devel-<br>opment works | Trademarks | Patents and<br>licenses | Total   |
|----------------------------------|---------------------------------|------------|-------------------------|---------|
| <b>GROSS VALUE</b>               |                                 |            |                         |         |
| Balance at January 1, 2024       | 1,172                           | 194,116    | 18,473                  | 213,761 |
| Additions                        | 0                               | 0          | -9                      | -9      |
| Decreases                        | 0                               | 0          | 694                     | 694     |
| Presentation adjustment          | -1,172                          | 0          | -738                    | -1,910  |
| Balance at December 31, 2024     | 0                               | 194,116    | 18,420                  | 212,536 |
| Balance at January 1, 2025       | 0                               | 194,116    | 18,420                  | 212,536 |
| FX differences from translation  | 0                               | 0          | 15                      | 15      |
| Additions                        | 0                               | 0          | 1,088                   | 1,088   |
| Decreases                        | 0                               | -145       | 0                       | -145    |
| Balance at December 31, 2025     | 0                               | 193,971    | 19,523                  | 213,494 |
| <b>AMORTISATION</b>              |                                 |            |                         |         |
| Balance at January 1, 2024       | 1,172                           | 23         | 13,768                  | 14,963  |
| FX differences from translation  | 0                               | 0          | -2                      | -2      |
| Amortization for the period      | -1,172                          | 0          | 1,481                   | 1,481   |
| Disposal                         | 0                               | 0          | -738                    | -1,910  |
| Balance at December 31, 2024     | 0                               | 23         | 14,509                  | 14,532  |
| Balance at January 1, 2025       | 0                               | 23         | 14,509                  | 14,532  |
| FX differences from translation  | 0                               | 0          | 4                       | 4       |
| Amortization for the period      | 0                               | 0          | 1,480                   | 1,480   |
| Disposal                         | 0                               | 0          | 0                       | 0       |
| Balance at December 31, 2025     | 0                               | 23         | 15,993                  | 16,016  |
| <b>IMPAIRMENT</b>                |                                 |            |                         |         |
| Balance at January 1, 2024       | 0                               | 0          | 6                       | 6       |
| Additions                        | 0                               | 0          | 0                       | 0       |
| Decreases                        | 0                               | 0          | 0                       | 0       |
| Balance at December 31, 2024     | 0                               | 0          | 6                       | 6       |
| Balance at January 1, 2025       | 0                               | 0          | 6                       | 6       |
| Additions                        | 0                               | 0          | 0                       | 0       |
| Decreases                        | 0                               | 0          | -6                      | -6      |
| Balance at December 31, 2025     | 0                               | 0          | 0                       | 0       |
| <b>BOOK VALUE</b>                |                                 |            |                         |         |
| Balance at December 31, 2024     | 0                               | 194,093    | 3,905                   | 197,998 |
| Balance at December 31, 2025     | 0                               | 193,948    | 3,530                   | 197,478 |

In 2025, no new write-offs were created.

Amortization of intangible assets was charged respectively to selling costs, general administrative expenses or cost of sales in the statement of comprehensive income.

Trademarks Wólczanka, W.KRUK, Bytom and Intermoda for the total value of PLN 193,948 ths are the subject of collateral under loan agreements shown in note 4.17.1.

As at December 31, 2025, an impairment test was carried out for intangible assets with an indefinite useful life, i.e. trademarks. As a result of this test, no impairment of intangible assets with an indefinite useful life, i.e. trademarks, was identified. Therefore, in the period for which the financial statements were prepared, no impairment losses were recognised for intangible assets with an indefinite useful life, i.e. trademarks.

Assumptions for the impairment test for intangible assets with an indefinite useful life, i.e. trademarks, are the same as in the note 4.1.

As at December 31, 2025, there were no contractual obligations regarding the purchase of intangible assets.

### 4.3. FIXED ASSETS

#### Accounting policy

Tangible fixed assets constitute buildings, machines and devices used for production, product delivery and provision of services or for management purposes, were valued as of the day of initial recognition at purchase price or production cost.

As at the balance sheet date, property, plant and equipment are valued at the purchase price or manufacturing cost less accumulated depreciation and impairment losses.

Fixed assets are depreciated using the straight-line method, according to the estimated useful life of particular groups of fixed assets. The depreciation method and rate are subject to verification as at each balance sheet date. Land is not depreciated.

For individual groups of fixed assets the following ranges of useful lives were adopted:

**Buildings and structures: 3-40 years**

**Machines and devices: 3-15 years**

**Other fixed assets: 5-10 years**

The item "buildings and structures" includes investments in stores, the depreciation period of which depends on the duration of the rental agreement.

Depreciation begins when the fixed asset is ready for use. The basis for calculating amortization charges is the purchase price less its residual value. Amortization ceases when a fixed asset is classified as available for sale or when it is removed from the balance sheet due to liquidation, sale or withdrawal (whichever occurs first).

The carrying amount of a fixed asset is subject to impairment up to its recoverable amount if the carrying value of a given asset is higher than its estimated recoverable value.

Expenditures on property, plant and equipment at a later date are included in the carrying amount of a given asset only if it is probable that economic benefits will flow from this item and the cost of the item can be estimated reliably.

Costs incurred after the date of putting the fixed asset into use, such as maintenance and repair costs, are charged to the costs of the period in which they were incurred.

| Fixed assets (PLN thousand)         | Property and plant | Fixed assets under construction | Equipment and other fixed assets | Total          |
|-------------------------------------|--------------------|---------------------------------|----------------------------------|----------------|
| <b>PURCHASE PRICE OR FAIR VALUE</b> |                    |                                 |                                  |                |
| <b>Balance at January 1, 2024</b>   | <b>119,010</b>     | <b>6,498</b>                    | <b>143,732</b>                   | <b>269,240</b> |
| Additions                           | -25                | -2                              | -91                              | -118           |
| Disposal                            | 19,291             | 41,897                          | 26,164                           | 87,352         |
| Presentation adjustment             | -18,821            | -47,294                         | -13,538                          | -79,653        |

|  |                |              |                |                |
|--|----------------|--------------|----------------|----------------|
| <b>Balance at December 31, 2024</b>            | <b>119,455</b> | <b>1,099</b> | <b>156,267</b> | <b>276,821</b> |
| <b>Balance at January 1, 2025</b>              | <b>119,455</b> | <b>1,099</b> | <b>156,267</b> | <b>276,821</b> |
| FX differences from translation                | 87             | 0            | 221            | 308            |
| Additions                                      | 0              | 44,620       | 30             | 44,650         |
| Disposal                                       | -8,925         | -563         | -11,148        | -20,636        |
| Settlement of fixed assets under construction  | 18,007         | -42,980      | 24,973         | 0              |
| Restatement                                    | 0              | 0            | 221            | 221            |
| <b>Balance at December 31, 2025</b>            | <b>128,624</b> | <b>2,176</b> | <b>170,564</b> | <b>301,364</b> |
| <i>at purchase price/production cost</i>       | <i>128,624</i> | <i>2,176</i> | <i>170,564</i> | <i>301,364</i> |
| <b>ACCUMULATED DEPRECIATION AND IMPAIRMENT</b> |                |              |                |                |
| <b>Balance at January 1, 2024</b>              | <b>88,242</b>  | <b>0</b>     | <b>99,995</b>  | <b>188,237</b> |
| FX differences from translation                | -4             | 0            | -30            | -34            |
| Depreciation for the period                    | 9,757          | 0            | 15,901         | 25,658         |
| Disposal                                       | -10,662        | 0            | -11,529        | -22,191        |
| <b>Balance at December 31, 2024</b>            | <b>87,333</b>  | <b>0</b>     | <b>104,337</b> | <b>191,670</b> |
| <b>Balance at January 1, 2025</b>              | <b>87,333</b>  | <b>0</b>     | <b>104,337</b> | <b>191,670</b> |
| FX differences from translation                | 13             | 0            | 61             | 74             |
| Depreciation for the period                    | 9,649          | 0            | 17,643         | 27,292         |
| Disposal                                       | -7,190         | 0            | -10,117        | -17,307        |
| Restatement                                    | 0              | 0            | -221           | -221           |
| <b>Balance at December 31, 2025</b>            | <b>89,805</b>  | <b>0</b>     | <b>112,145</b> | <b>201,950</b> |
| <b>IMPAIRMENT</b>                              |                |              |                |                |
| <b>Balance at January 1, 2024</b>              | <b>2,156</b>   | <b>1,693</b> | <b>1,632</b>   | <b>5,481</b>   |
| Additions                                      | 0              | 0            | 0              | 0              |
| Disposal                                       | -2,156         | -1,693       | -1,632         | -5,481         |
| <b>Balance at December 31, 2024</b>            | <b>0</b>       | <b>0</b>     | <b>0</b>       | <b>0</b>       |
| <b>Balance at January 1, 2025</b>              | <b>0</b>       | <b>0</b>     | <b>0</b>       | <b>0</b>       |
| Additions                                      | 210            | 0            | 634            | 844            |
| Disposal                                       | 0              | 0            | -499           | -499           |
| <b>Balance at December 31, 2024</b>            | <b>210</b>     | <b>0</b>     | <b>135</b>     | <b>345</b>     |
| <b>BOOK VALUE</b>                              |                |              |                |                |
| <b>Balance at December 31, 2024</b>            | <b>32,122</b>  | <b>1,099</b> | <b>51,930</b>  | <b>85,151</b>  |
| <b>Balance at December 31, 2025</b>            | <b>38,609</b>  | <b>2,176</b> | <b>58,284</b>  | <b>99,069</b>  |

The Group has no off-balance sheet fixed assets.

In 2025, new write-offs were created in the amount of PLN 844 thousand and the write-ups in the amount of PLN 499 thousand and no new write-offs were created.

As at 31 December 2025, there were liabilities arising from the purchase of fixed assets in the amount of PLN 1,894 thousand.

## 4.4. RIGHT-OF-USE ASSETS

### Accounting policy

Rights of use assets are recorded in the statement of financial position under the same heading as the underlying assets, i.e., under non-current assets, and are subject to depreciation according to the same principles. The useful life is assumed to be the expected useful life or the term of the lease agreement.

The right of use is initially measured at purchase price, which consists of the initial value of the lease liability, initial direct costs, and lease payments paid on or before the commencement date, less any lease incentives.

The initial value of the right of use assets and the corresponding liabilities was determined at an amount equal to the value of the lease payments (upfront payments also constitute a valuation). Lease payments incurred during the reporting period reduced the lease liability by an amount equal to the principal payments; the excess, representing finance charges, was charged in full to finance costs for the period.

The Group amortizes right-of-use assets on a straight-line basis from the commencement date to the end of the right-of-use period or the end of the lease term, whichever is earlier.

The Group applies the short-term lease exemption to its short-term leases (i.e., those with a lease term of 12 months or less from the commencement date and no purchase option). The Company also applies the low-value asset lease exemption to low-value leases. These payments are recognized as expenses when incurred.

The interest rate used to value the right-of-use assets is based on the interest rate under the Group's loan agreements.

| Right of use assets<br>(PLN thousand)   | Assets due to right<br>of use of retail and<br>office floorspace | Other right<br>of use assets | Total           |
|---|--|------------------------------|-----------------|
| <b>Gross value 01.01.2024</b>   | <b>648,069</b>   | <b>5,858</b>                 | <b>653,927</b>  |
| <b>Accumulated depreciation 01.01.2024</b>  | <b>-376,959</b>  | <b>-2,503</b>                | <b>-379,462</b> |
| <b>Net value 01.01.2024</b>   | <b>271,110</b>   | <b>3,355</b>                 | <b>274,465</b>  |
| FX differences from translation   | -169   | 0                            | -169            |
| Conclusion of new contracts   | 87,866   | 551                          | 88,417          |
| Changes resulting from contract modifications   | 55,249   | -102                         | 55,147          |
| Changes resulting from a change in the scope of the contract - shortening the period - gross value  | -51,592  | -398                         | -51,990         |
| <b>Gross value 31.12.2024 after adjustment</b>  | <b>739,423</b>   | <b>5,909</b>                 | <b>745,332</b>  |
| FX differences from translation   | 31   | 0                            | 31              |
| Changes resulting from a change in the scope of the contract - shortening the period - depreciation | 43,891   | 500                          | 44,391          |
| Depreciation for the period   | -106,000   | -1,098                       | -107,098        |
| <b>Accumulated depreciation 31.12.2024</b>  | <b>-439,037</b>  | <b>-3,101</b>                | <b>-442,138</b> |
| <b>Net value 31.12.2024 after adjustment</b>  | <b>300,386</b>   | <b>2,808</b>                 | <b>303,194</b>  |
| <b>Gross value 01.01.2025</b>   | <b>739,423</b>   | <b>5,909</b>                 | <b>745,332</b>  |
| <b>Accumulated depreciation 01.01.2025</b>  | <b>-439,037</b>  | <b>-3,101</b>                | <b>-442,138</b> |
| <b>Net value 01.01.2025</b>   | <b>300,386</b>   | <b>2,808</b>                 | <b>303,194</b>  |
| FX differences from translation   | 618  | 0                            | 618             |
| Conclusion of new contracts   | 55,010   | 287                          | 55,297          |
| Changes resulting from contract modification  | 72,255   | 0                            | 72,255          |
| Changes resulting from a change in the scope of the contract - shortening the period - gross value  | -66,122  | -210                         | -66,332         |
| Reclassification  | 0  | -221                         | -221            |
| <b>Gross value 31.12.2025</b>   | <b>801,184</b>   | <b>5,765</b>                 | <b>806,949</b>  |
| FX differences from translation   | -101   | 0                            | -101            |
| Changes resulting from a change in the scope of the contract - shortening the period - depreciation | 57,708   | 197                          | 57,905          |
| Depreciation for the period   | -106,221   | -1,059                       | -107,280        |
| Reclassification  | 0  | 221                          | 221             |
| <b>Accumulated depreciation 31.12.2025</b>  | <b>-487,651</b>  | <b>-3,742</b>                | <b>-491,393</b> |
| <b>Net value 31.12.2025</b>   | <b>313,533</b>   | <b>2,023</b>                 | <b>315,556</b>  |

Increase in the right-of-use asset in 2025 relates predominantly to the conclusion of new store leases and renegotiated contracts.

The Group is a party to lease agreements under which it uses the floorspace used to run its network of stores and office space.



The lease periods are, for stores, from 2 to 10 years with the option to extend, and for office space, from 2 to 5 years.

Some leases include options for extension or termination.

The Group also has leasing agreements for shop space with a lease term of up to 12 months.

## 4.5. FIXED ASSETS HELD FOR SALE

### Accounting policy

Fixed assets held-for-sale are assets or groups of assets classified in this category and are recognized in the financial statements at the lower of their carrying amount or fair value less costs to sell.

Assets are classified in this category only if they are actively seeking a buyer, have a high probability of being sold within one year of their classification, and are immediately available for sale.

There were no assets held for sale.

## 4.6. IMPAIREMENT OF NON-FINANCIAL ASSETS

### Accounting policy

If there are indications of possible impairment of tangible fixed assets, shares in subsidiaries/associates, intangible assets, and goodwill, an impairment test is performed, and the determined impairment amounts reduce the carrying amount of the asset to which they relate and are recognized in the profit and loss account.

Impairment allowances are determined as the excess of the carrying amount of these assets over their recoverable amount. The recoverable amount corresponds to the higher of the following values: fair value or value in use.

Non-financial assets (except goodwill) for which impairment allowances have been previously recognized are tested at each balance sheet date for indications of the possibility of reversing the previously recognized impairment allowance. The effects of reversing impairment allowances are recognized in the profit and loss account.

| Write-offs<br>(PLN thousand) | Balance at<br>01.01.2025 | Creation      | Release/<br>Usage | Reclassifica-<br>tion | Balance at<br>31.12.2025 |
|------------------------------|--------------------------|---------------|-------------------|-----------------------|--------------------------|
| Intangible assets write-offs | 6                        | 0             | 6                 | 0                     | 0                        |
| Fixed asset write-offs       | 0                        | 844           | 499               | 0                     | 345                      |
| Inventory write-offs         | 12,174                   | 12,201        | 4,446             | 0                     | 19,929                   |
| Write-offs for shares        | 22                       | 0             | 0                 | 0                     | 22                       |
| <b>Total write-offs</b>      | <b>12,202</b>            | <b>13,045</b> | <b>4,951</b>      | <b>0</b>              | <b>20,296</b>            |

## 4.7. INVESTMENT PROPERTY

### Accounting policy

Properties held by the Group for the purpose of generating income from leases, rents, or increases in value are valued at the time of acquisition at cost (production cost). As of the balance sheet date, they are valued at cost or production cost, less accumulated depreciation and impairment losses.

The principles of depreciation and impairment losses for investment properties are analogous to those applied to property, plant and equipment.

|  | PLN thousand |
|--|--------------|
| <b>PURCHASE PRICE OR FAIR VALUE</b>            |              |
| Balance at January 1, 2024                     | 874          |
| Additions                                      | 0            |
| Decreases                                      | 0            |
| Balance at December 31, 2024                   | 874          |
| Balance at January 1, 2025                     | 874          |
| Additions                                      | 0            |
| Decreases                                      | 0            |
| Balance at December 31, 2025 incl. :           | 874          |
| at purchase price/production cost              | 874          |
| at revalued amount                             | 0            |
| <b>ACCUMULATED DEPRECIATION AND IMPAIRMENT</b> |              |
| Balance at January 1, 2024                     | 0            |
| Depreciation for the period                    | 0            |
| Disposal                                       | 0            |
| Balance at December 31, 2024                   | 0            |
| Balance at January 1, 2025                     | 0            |
| Depreciation for the period                    | 0            |
| Disposal                                       | 0            |
| Balance at December 31, 2025                   | 0            |
| <b>BOOK VALUE</b>                              |              |
| Balance at December 31, 2024                   | 874          |
| Balance at December 31, 2025                   | 874          |

The property is not subject to collateral.

## 4.8. SHARES AND STAKES

### Accounting policy

Shares in other companies are valued at their purchase price, less impairment losses.

List of entities in which the Group holds shares as at 31 December 2025.

| Name of entity                                     | Valuation methodology | % of owned shares | % of votes held | Value of shares/ stakes at purchase price | Adjustments to valuations | Book value of shares/stakes |
|--|-----------------------|-------------------|-----------------|---|---------------------------|-----------------------------|
| Chara Sp. z o.o.                                   | Purchase price        | 19                | 19              | 17  | -17                       | 0                           |
| Agencja Rozwoju Regionalnego Cracow                | Purchase price        | 0                 | 0               | 10  | 0                         | 10                          |
| WSM Factory Sp z o.o. w upadłości (in liquidation) | Purchase price        | 100               | 100             | 5   | -5                        | 0                           |
| <b>Total</b>                                       |                       |                   |                 | <b>32</b>                                 | <b>-22</b>                | <b>10</b>                   |

## 4.9. INVENTORY

### Accounting policy

Inventories include raw materials, consumables, work in progress, finished goods, and merchandise.

The costs incurred to bring each inventory item to its current location are valued as follows:

- raw materials, materials, and merchandise – purchase price
- semi-finished products, work in progress, and finished goods – actual production cost.

Inventory valuation is conducted as follows:

- Raw materials, consumables, and merchandise – "first in, first out"
- Semi-finished products, work-in-progress, and finished goods – "first in, first out"

Inventories are valued at acquisition price or production cost as of the balance sheet date, but not higher than the net realizable price.

If the purchase price of goods or the technical cost of producing finished goods is higher than the expected selling price, the entity recognizes impairment losses that adjust other operating costs. The selling price is the selling price in the ordinary course of business, less the estimated costs of completing production and the costs necessary to complete the sale.

| Inventory (PLN thousand)  | 31.12.2025     | 31.12.2024<br>after adjustment |
|---|----------------|--------------------------------|
| Materials (at purchase price)   | 23,240         | 25,921                         |
| Work in progress (at production cost)   | 6,496          | 5,199                          |
| Finished products (at production cost)  | 47,235         | 68,555                         |
| Trade goods (at purchase price)   | 706,547        | 645,942                        |
| <b>Total inventory</b>  | <b>783,518</b> | <b>745,617</b>                 |
| Inventory write-offs  | -19,929        | -12,174                        |
| <b>Total inventories, according to the lower of two values: purchase price (production cost) and net realizable value</b> | <b>763,589</b> | <b>733,443</b>                 |

In 2025, an inventory write-down of PLN 4,446 thousand was reversed: PLN 2,548 thousand was recognized as an adjustment to cost of sales, PLN 1,898 thousand as other operating income, and a write-down of PLN 12,201 thousand was recognized as other operating expenses.

In 2025, the inventory write-down methodology at VRG S.A. was updated. This resulted in faster and larger write-downs on collection inventory older than two years, reflecting its current market value.

The inventories were secured by a registered pledge as security for the loan agreements disclosed in Note 4.17.1.

## 4.10. TRADE AND OTHER RECEIVABLES

### Accounting policy

Upon initial recognition, trade receivables, which typically mature within 7 to 60 days, are recorded at transaction price (the amount due). As of the balance sheet date, receivables are measured at their initial value, taking into account impairment losses. Impairment allowances are made at the expected credit loss level.

Amounts of impairment allowances recognized on receivables are charged to the profit and loss account as cost of sales. Amounts of reversed allowances on receivables are adjusted against cost of sales.

Trade receivables are classified as current assets regardless of their payment due date (because they are realized during the normal operating cycle, even if they are not expected to be realized within twelve months of the reporting period).

| Trade and other receivables<br>(PLN thousand) | 31.12.2025 | 31.12.2024 |
|---|------------|------------|
|---|------------|------------|

|  |               |               |
|--|---------------|---------------|
| Trade receivables from third parties (gross)                                   | 11,834        | 10,098        |
| minus: write-off of trade receivables from third parties                       | -2,651        | -2,568        |
| Trade receivables from third parties (net)                                     | 9,183         | 7,530         |
| Receivables from taxes, subsidies, customs, social security and other benefits | 2,568         | 2,400         |
| Other receivables from related parties (gross)                                 | 2,793         | 11,776        |
| minus: write-off of other trade receivables from related parties               | -355          | -565          |
| Other receivables from related parties (net)                                   | 2,438         | 11,211        |
| Other current assets (note 4.15)   | 5,583         | 3,835         |
| <b>Total short-term receivables (gross)</b>                                    | <b>22,778</b> | <b>28,109</b> |
| minus: total write-off of receivables  | -3,006        | -3,133        |
| <b>Total short-term receivables (net)</b>                                      | <b>19,772</b> | <b>24,976</b> |

Payment terms for outstanding balances range from 7 to 60 days. Interest accrues after the due date.

| Split of overdue trade receivables (gross) – including receivables not repaid in the period<br>(PLN thousand) | 31.12.2025   | 31.12.2024   |
|---|--------------|--------------|
| a) up to 1 month  | 487          | 357          |
| b) above 1 month up to 3 months   | 166          | 130          |
| c) above 3 months up to 6 months  | 236          | 53           |
| d) above 6 months up to 1 year  | 37           | 327          |
| e) above 1 year   | 2,521        | 991          |
| <b>Total overdue trade receivables (gross)</b>  | <b>3,447</b> | <b>1,858</b> |
| f) total write-off of overdue receivables   | -2,651       | -1,030       |
| <b>Total overdue trade receivables (net)</b>  | <b>796</b>   | <b>828</b>   |

| Change in short-term receivables write-offs<br>(PLN thousand)            | 31.12.2025   | 31.12.2024   |
|--|--------------|--------------|
| Balance at the beginning of period                                       | 3,133        | 2 918        |
| <b>a) increases (due to)</b>   | <b>302</b>   | <b>531</b>   |
| write-offs creation  | 297          | 531          |
| foreign exchange rate differences  | 5            | 0            |
| <b>b) decreases (due to)</b>   | <b>429</b>   | <b>316</b>   |
| receipt of payment   | 408          | 294          |
| decision of the Management Board to write-off a provision                | 2            | 9            |
| foreign exchange rate differences  | 19           | 13           |
| <b>Balance of short-term receivables write-offs at the end of period</b> | <b>3,006</b> | <b>3,133</b> |

Amounts of receivables write-offs (created and reversed) are recognised in selling costs. The value of write-offs was estimated based on credit risk analysis in accordance with IFRS 9 and based on Group's past experiences.

| Change in short-term receivables write-offs<br>(PLN thousand)        | 31.12.2025 | 31.12.2024 |
|--|------------|------------|
| a) PLN   | 12,229     | 17,151     |
| b) in foreign currencies (by currency and after conversion into PLN) | 10,549     | 10,958     |
| b1. in EURO thousands  | 1,029      | 1,682      |
| PLN thousands  | 4,351      | 7,187      |
| b2. in USD thousands   | 1,615      | 871        |
| PLN thousands  | 5,815      | 3,573      |

|   |               |               |
|---|---------------|---------------|
| b3. in CHF thousands                        | 84            | 44            |
| PLN thousands                               | 383           | 198           |
| Other currencies in PLN thousands           | 0             | 0             |
| <b>Total short-term receivables (gross)</b> | <b>22,778</b> | <b>28,109</b> |

#### 4.11. LONG-TERM RECEIVABLES

| (PLN thousand)   | 31.12.2025   | 31.12.2024   |
|--|--------------|--------------|
| Receivables from paid security deposits for retail premises leases | 1,813        | 1,137        |
| Receivables from other security deposits                           | 11           | 11           |
| <b>Total</b>   | <b>1,824</b> | <b>1,148</b> |

#### 4.12. SHORT-TERM RECEIVABLES

| (PLN thousand)  | 31.12.2025 | 31.12.2024 |
|---|------------|------------|
| receivables from deposits paid for the lease of commercial premises | 25         | 36         |
| <b>Total</b>  | <b>25</b>  | <b>36</b>  |

#### 4.13. LOANS GRANTED

| Receivables from loans granted<br>(PLN thousand)           | 31.12.2025 | 31.12.2024 |
|--|------------|------------|
| Loan receivables from third parties (gross)                | 524        | 524        |
| minus: write-off of loan receivables from third parties    | -524       | -524       |
| <b>Loan receivables from third parties (net)</b>           | <b>0</b>   | <b>0</b>   |
| Loan receivables from third parties (gross)                | 0          | 0          |
| minus: write-off of loan receivables from related entities | 0          | 0          |
| <b>Loan receivables from related entities (net)</b>        | <b>0</b>   | <b>0</b>   |
| <b>Total loan receivables (gross)</b>                      | <b>524</b> | <b>524</b> |
| minus: total write-off of loan receivables                 | -524       | -524       |
| <b>Total loan receivables (net)</b>                        | <b>0</b>   | <b>0</b>   |

| Change in short-term loan receivables write-offs<br>(PLN thousand) | 31.12.2025 | 31.12.2024 |
|--|------------|------------|
| Balance at the beginning of period                                 | 524        | 524        |
| <b>a) increases (due to)</b>                                       | <b>0</b>   | <b>0</b>   |
| write-offs created   | 0          | 0          |
| foreign exchange rate differences                                  | 0          | 0          |
| write-off due to loss of control over a subsidiary                 | 0          | 0          |
| <b>b) decreases (due to)</b>                                       | <b>0</b>   | <b>0</b>   |
| receipt of payment   | 0          | 0          |
| decision of the Management Board to recognize as a loss            | 0          | 0          |
| foreign exchange rate differences                                  | 0          | 0          |

|   |     |     |
|---|-----|-----|
| Balance of short-term receivables write-offs at the end of period | 524 | 524 |
|---|-----|-----|

#### 4.14. CHANGE IN WRITE-OFFS OF FINANCIAL ASSETS

| Write-offs<br>(PLN thousand) | Balance at<br>01.01.2025 | Creation   | Release/<br>Usage | Restatement | Balance at<br>31.12.2025 |
|------------------------------|--------------------------|------------|-------------------|-------------|--------------------------|
| Receivables write-offs       | 3,133                    | 302        | 429               | 0           | 3,006                    |
| Write-offs for loans granted | 524                      | 0          | 0                 | 0           | 524                      |
| <b>Total write-offs</b>      | <b>3,657</b>             | <b>302</b> | <b>429</b>        | <b>0</b>    | <b>3,530</b>             |

#### 4.15. OTHER CURRENT ASSETS

| (PLN thousand)   | 31.12.2025   | 31.12.2024   |
|------------------|--------------|--------------|
| Asset insurance  | 368          | 375          |
| Fees and rentals | 3,075        | 2,061        |
| Licences         | 613          | 446          |
| Advertising      | 1,169        | 725          |
| Other            | 358          | 228          |
| <b>Total</b>     | <b>5,583</b> | <b>3,835</b> |

#### 4.16. CASH AND EQUIVALENTS

##### Accounting policy

Cash and cash equivalents include cash at bank and in hand, as well as short-term deposits with an original maturity of three months or less.

The cash balance in the cash flow statement consists of the cash and cash equivalents described above, net of outstanding overdrafts.

Cash and cash equivalents consist of cash held by the Group and short-term bank deposits with a maturity of three months or less. The carrying amount of these assets corresponds to their fair value.

The balance of cash and cash equivalents shown in the cash flow statement consists of the following items:

| (PLN thousand)         | 31.12.2025    | 31.12.2024    |
|------------------------|---------------|---------------|
| cash and bank accounts | 22,989        | 15,973        |
| short-term deposits    | 44,423        | 1,014         |
| <b>Total</b>           | <b>67,412</b> | <b>16,987</b> |

Cash flows are prepared using the indirect method.

## 4.17. LIABILITIES

### Accounting policy

Liabilities include: loan, borrowing, and lease liabilities, trade payables, other financial liabilities, and other non-financial liabilities.

Financial liabilities subject to IFRS 9 (including loan and borrowing liabilities, see trade payables) and measured at amortized cost are initially measured at fair value, taking into account any transaction costs. At the reporting date, such liabilities are measured at amortized cost.

Financial liabilities classified as at fair value through profit or loss under IFRS 9 (including derivatives) are initially measured at fair value and are remeasured to fair value at the reporting date.

Non-financial liabilities (including tax liabilities, prepayments, and advance payments) are measured at the amount due.

### 4.17.1. BANK LOANS AND LOANS

| (PLN thousand)                             | 31.12.2025    | 31.12.2024    |
|--|---------------|---------------|
| <b>Overdrafts</b>                          | <b>35,033</b> | <b>61,047</b> |
| <b>Bank loans</b>                          | <b>0</b>      | <b>0</b>      |
| Amounts payable under bank loan agreements |               |               |
| on demand or within 1 year                 | 0             | 0             |
| from 2 to 5 years                          | 0             | 0             |
| over 5 years                               | 0             | 0             |
| <b>Loans</b>                               | <b>0</b>      | <b>0</b>      |
| Amounts payable under loan agreements      |               |               |
| on demand or within 1 year                 | 0             | 0             |
| from 2 to 5 years                          | 0             | 0             |
| over 5 years                               | 0             | 0             |

| Bank loans currency structure<br>(PLN thousand) | Total         | PLN           | €        | \$       |
|---|---------------|---------------|----------|----------|
| <b>December 31, 2024</b>                        | <b>61,047</b> | <b>61,047</b> | <b>0</b> | <b>0</b> |
| Overdrafts                                      | 61,047        | 61,047        | 0        | 0        |
| Bank loans                                      | 0             | 0             | 0        | 0        |
| Loans   | 0             | 0             | 0        | 0        |
| <b>December 31, 2025</b>                        | <b>35,033</b> | <b>35,033</b> | <b>0</b> | <b>0</b> |
| Overdrafts                                      | 35,033        | 35,033        | 0        | 0        |
| Bank loans                                      | 0             | 0             | 0        | 0        |
| Loans   | 0             | 0             | 0        | 0        |

## LIABILITIES DUE TO LIMITS AND BANK LOANS AS AT 31.12.2025 (DATA IN PLN THOUSAND)

| LP                                     | Name (company)   | HQs    | Limit/credit amount as per agreement | Outstanding loan amount at face value | Amount of loan outstanding at amortized cost | Description   | Loan interest rate terms | Repayment date |
|--|------------------|--------|--------------------------------------|---------------------------------------|--|---|--------------------------|----------------|
| 1                                      | Bank PKO BP S.A. | Warsaw | 105,000                              | 0                                     | 0  | A limit enabling the use of an overdraft facility and the execution of orders for guarantees and letters of credit. | wibor + margin           | 30.06 2026     |
| 2                                      | mBank S.A.       | Warsaw | 57,000                               | 0                                     | 0  | A limit enabling the use of overdraft facilities and the execution of orders for guarantees and letters of credit   | wibor + margin           | 30.06.2026     |
| 3                                      | Bank PKO BP S.A. | Warsaw | 120,000                              | 7,971                                 | 0  | A limit enabling the use of an overdraft facility and the execution of guarantee and letter of credit orders        | wibor + margin           | 30.06.2026     |
| 4                                      | mBank S.A.       | Warsaw | 40,000                               | 15,676                                | 0  | A limit enabling the use of an overdraft facility and the execution of orders for guarantees and letters of credit. | wibor + margin           | 30.06.2027     |
| 5                                      | Bank PKO BP S.A. | Warsaw | 120,000                              | 0                                     | 0  | Investment loan   | wibor + margin           | 23.07.2032     |
| 6                                      | mBank S.A.       | Warsaw | 15 000                               | 11,162                                | 0  | Limit on receivables purchase (factoring)   | wibor + marża            | 31.12.2026     |
| 7                                      | Bank PKO BP S.A  | Warsaw | 18 000                               | 9,726                                 | 0  | A limit enabling the use of an overdraft facility and the execution of guarantee and letter of credit orders        | wibor + margin           | 14.07.2026     |
|  |                  |        |                                      | 1,600                                 | 0  | Revolving credit (using the overdraft limit)  | wibor + margin           |                |
| Bank loans total (excluding factoring) |                  |        |                                      | 35,033                                |  |   |                          |                |

| No. | Name (company)   | Collateral   |
|-----|------------------|--|
| 1   | Bank PKO BP S.A. | <ol style="list-style-type: none"> <li>1. Declaration of submission to enforcement</li> <li>2. Registered pledge on the "Vistula" and "Wólczanka" trademarks</li> <li>3. Registered pledge on shares of W. Kruk SA</li> <li>4. Tripartite agreement on payment of transactions with payment cards</li> </ol>   |
| 2,6 | mBank S.A.       | <ol style="list-style-type: none"> <li>1. Assignment of receivables,</li> <li>2. Five blank promissory notes</li> <li>3. Bank account receipts</li> </ol>  |
| 3   | Bank PKO BP S.A. | <ol style="list-style-type: none"> <li>1. Declaration of submission to enforcement</li> <li>2. Registered pledge on the W.KRUK trademark</li> <li>3. Registered pledge on W.KRUK inventory</li> <li>4. Tripartite agreement on payment of transactions with payment cards</li> <li>5. Assignment of rights from an insurance policy</li> </ol>   |
| 4   | mBank S.A.       | <ol style="list-style-type: none"> <li>1. Bank account deposit</li> <li>2. Declaration of submission to enforcement</li> </ol>   |
| 5   | Bank PKO BP S.A. | <ol style="list-style-type: none"> <li>1. Declaration of submission to enforcement</li> <li>2. Registered pledge on the W.KRUK trademark</li> <li>3. Registered pledge on W.KRUK inventory</li> <li>4. Tripartite agreement regarding payment card transactions</li> <li>5. Assignment of rights under an insurance policy</li> <li>6. Civil surety for the acquired companies</li> <li>7. Financial pledge and registered pledge on all shares in the acquired companies</li> </ol> |



|   |                  |   |
|---|------------------|---|
| 7 | Bank PKO BP S.A. | <ol style="list-style-type: none"> <li>1. Guarantee granted by VRG S.A.</li> <li>2. Registered pledge on inventories</li> <li>3. Assignment of rights from insurance policy</li> <li>4. Declaration of submission to enforcement</li> </ol> |
|---|------------------|---|

## THE GROUP HAD THE FOLLOWING LIMITS AND BANK LOANS AS AT 31.12.2025:

- Multi-purpose credit limit agreement with PKO BP S.A. in the amount of PLN 105,000 thousand, entitling the holder to use an overdraft facility up to PLN 50,000 thousand and the execution of bank guarantees up to PLN 35,000 thousand and letters of credit up to PLN 35,000 thousand. An annex amending the multi-purpose credit limit agreement, containing the above sublimits, was signed on June 26, 2024. The limit was granted until June 30, 2026.
- a multi-purpose credit line at mBank S.A. entitling the borrower to use an overdraft facility and execute bank guarantee and letter of credit orders, with the total debt amount resulting from the use of the limit in the form of the aforementioned credit products not exceeding PLN 57,000 thousand. The credit line is granted until June 30, 2026.
- limit agreement for the purchase of receivables (reverse factoring) with mBank S.A. in the amount of PLN 15,000 thousand. The limit was granted until December 31, 2026.
- Multi-purpose credit limit agreement with PKO BP S.A. in the amount of PLN 120,000 thousand, authorizing the use of an overdraft facility up to PLN 80,000 thousand and the execution of bank guarantees up to PLN 50,000 thousand and letters of credit up to PLN 10,000 thousand. The limit was granted until June 30, 2026.
- a multi-purpose credit line at mBank S.A. entitling the borrower to use an overdraft facility and execute bank guarantee and letter of credit orders, with the total debt amount resulting from the use of the limit in the form of the aforementioned credit products not exceeding PLN 40,000 thousand. The credit line is granted until June 30, 2027.
- Investment loan agreement in the amount of PLN 120,000 thousand intended to co-finance the acquisition project of W.KRUK S.A. and WK SPV 1 Sp. z o.o. The loan is granted for the period until July 23, 2032.
- multi-purpose credit limit agreement with PKO BP S.A. establishing a limit of PLN 18,000 thousand, authorizing the use of an overdraft facility up to PLN 11,500 thousand and the execution of orders for bank guarantees up to PLN 6,500,000 and letters of credit up to PLN 6,500 thousand. The limit was granted until July 14, 2026.

As of December 31, 2025, the investment loan had not been disbursed.

As of December 31, 2025, the Group had repaid all loans received and accrued interest.

The Group also has a reverse factoring agreement with PKO Faktoring S.A. with a limit of PLN 10,000 thousand. The agreement is secured by a declaration of submission to enforcement and a blank promissory note with a promissory note declaration. As of December 31, 2025, the value of the liability under the agreement to PKO Faktoring S.A. was PLN 5,721 thousand.

On January 8, 2026, in connection with the execution of the final agreement in the execution of the transaction documentation regarding the acquisition of the Lilou Group, the investment loan was disbursed in the amount of PLN 94,500,000.00. In the following weeks, documentation was also signed for agreements establishing security for PKO BP S.A.'s receivables under the Investment Loan Agreement in the form of a civil guarantee for the companies acquired as part of the acquisition project and a financial pledge and a registered pledge on all shares in the companies acquired as part of the acquisition project.

### 4.17.2. LEASE LIABILITIES

#### Accounting policy

At the time of entering into each new contract, the Group assesses whether the contract constitutes or contains a lease. A lease is defined as an agreement that conveys the right to control the use of an identified asset for a specified period in exchange for consideration. To identify a lease, contracts are assessed against three criteria:

- whether the contract relates to an identified asset that is either explicitly identified in the contract or implicitly identifiable at the time the asset is made available for use,
- whether the entity has the right to obtain substantially all the economic benefits from the use of the identified asset throughout the asset's useful life in accordance with the applicable contract,
- whether the entity has the right to direct the use of the identified asset throughout the useful life.

At the commencement date, the Group recognizes a right-of-use asset and a lease liability. The right-of-use asset is measured at cost, which includes the initial measurement of the lease liability, initial direct costs, estimated costs expected to be incurred in dismantling and removing the underlying asset, and lease payments paid on or before the commencement date.

Right-of-use assets are depreciated on a straight-line basis from the commencement date to the end of the right-of-use period or the end of the lease term, whichever is earlier. RUs are tested for impairment in accordance with IAS 36 if any indication of impairment is identified.

At the commencement date, the Group measures the lease liability at the present value of the lease payments outstanding at that date. The lease payments are discounted using the lease interest rate if that rate can be readily determined. Otherwise, the lessee uses the lessee's incremental borrowing rate.

At the commencement date, the lease payments included in the measurement of the lease liability include fixed lease payments less any applicable lease incentives, variable lease payments based on indexes or rates, amounts expected to be paid under guaranteed residual values, and payments under a purchase option if the lessee is reasonably certain to exercise the option.

In subsequent periods, the lease liability is increased by accrued interest on the lease liability and decreased by any lease payments made.

The lease liability is revalued in the event of changes to the lease terms, purchase options for the underlying asset, guaranteed residual values, or changes in payments resulting from changes in indices or rates.

A revaluation of the liability is recognized as an adjustment to the value of the right-of-use asset.

The Group applies the standard practice for short-term and low-value leases. For such agreements, lease payments are recognized in profit or loss on a straight-line basis over the lease term.

| Lease liabilities by maturity<br>(PLN thousand)  | 31.12.2025     | 31.12.2024<br>after adjustment |
|--|----------------|--------------------------------|
| <b>Amounts payable under leasing agreements for commercial premises and office space, including:</b> | <b>320,380</b> | <b>306,859</b>                 |
| within 1 year  | 103,535        | 104,764                        |
| from 2 to 5 years  | 204,847        | 190,146                        |
| over 5 years   | 11,998         | 11,949                         |
| <b>Amounts payable under leasing agreements for other contracts, including:</b>                      | <b>2,059</b>   | <b>2,799</b>                   |
| within 1 year  | 982            | 975                            |
| from 2 to 5 years  | 1,077          | 1,824                          |
| over 5 years   | 0              | 0                              |
| <b>Total lease liabilities</b>   | <b>322,439</b> | <b>309,658</b>                 |
| Amount due for settlement within 12 months (reported as short-term liabilities)                      | 104,517        | 105,739                        |
| <i>incl. lease liabilities related to retail and office space</i>                                    | 103,535        | 104,764                        |
| Amount due for settlement within 12 months (reported as long-term liabilities)                       | 217,921        | 203,919                        |
| <i>incl. lease liabilities related to retail and office space</i>                                    | 216,845        | 202,095                        |

All lease liabilities of passenger cars are denominated in PLN, while those for the lease of commercial premises and office space are denominated in EURO and PLN.

The fair value of the Group's lease liabilities corresponds to their book value.

| Lease payments not included in valuation<br>(PLN thousand)  | 31.12.2025    | 31.12.2024    |
|---|---------------|---------------|
| <b>Lease liabilities related to retail and office space</b> | <b>11,079</b> | <b>12,538</b> |
| short-term leases   | 2,297         | 4,349         |
| low-value asset leases                                      | 0             | 0             |
| variable lease payments not included in lease liabilities   | 8,781         | 8,189         |

The Group took advantage of the exemption from applying the standard's requirements to short-term leases (up to 12 months) and leases of low-value assets. As of the balance sheet date, the Group had no significant low-value leases.

Expenses related to short-term leases, in accordance with IFRS 16, paragraph 6, on a straight-line basis during the period, amounted to PLN 2,297 thousand.

Interest expenses related to leases are presented in Note 6a.

Total expenses related to lease agreements were:

| Lease liabilities related to retail and office space:<br>(PLN thousand)   | 31.12.2025     | 31.12.2024     |
|---|----------------|----------------|
| Lease liabilities payments related to retail and office space             | 114,019        | 115,435        |
| Interest payments on lease liabilities related to retail and office space | 12,101         | 10,079         |
| short-term leases   | 2,297          | 4,349          |
| low-value asset leases  | 0              | 0              |
| variable lease payments not included in lease liabilities                 | 8,781          | 8,189          |
| <b>Total lease liabilities</b>  | <b>137,199</b> | <b>138,052</b> |

The table below presents the impact on the Capital Group's result in the reporting period for 2025, i.e. from 1 January 2025 to 31 December 2025, between the recognition of lease agreements for commercial premises and office space in accordance with IFRS 16 (implemented on 1 January 2019) and in accordance with IAS 17 (effective until 31 December 2018).

| (PLN thousand)                                     | 2025 / period<br>from 01-01-2025<br>to 31-12-2025<br>according to IAS 17 | Effect of recognition<br>of finance leases re-<br>lating to retail and<br>office space | 2025/ period<br>from 01-01-2025<br>to 31-12-2025<br>published data |
|--|--|--|--|
| <b>Gross profit on sales</b>                       | <b>836,967</b>   | <b>0</b>   | <b>836,967</b>   |
| Selling costs and general and administrative costs | 692,334  | -7,800   | 684,534  |
| Other operating income                             | 5,974  | 404  | 6,378  |
| Other operating costs                              | 19,570   | 246  | 19,816   |
| Gain on sale of non-fixed assets                   | 1,444  | 0  | 1,444  |
| <b>EBITDA</b>                                      | <b>159,424</b>   | <b>114,177</b>   | <b>273,603</b>   |
| <b>Operating profit</b>                            | <b>129,593</b>   | <b>7,958</b>   | <b>137,551</b>   |
| Financial income                                   | 4,647  | 3,799  | 8,446  |
| Financial costs                                    | 10,801   | 12,100   | 22,901   |
| <b>Pre-tax profit (loss)</b>                       | <b>123,439</b>   | <b>-343</b>  | <b>123,096</b>   |
| Income tax   | 24,943   | -88  | 24,855   |
| <b>Net profit</b>                                  | <b>98,496</b>  | <b>-255</b>  | <b>98,241</b>  |

Depreciation in 2025 for leases of commercial premises and office space amounted to PLN 106,221 thousand.

The table below presents the impact on the Group's results in the reporting period of Q4 2025, i.e., October 1, 2025, to December 31, 2025, between the recognition of commercial premises and office space leases in accordance with IFRS 16 (implemented on January 1, 2019) and in accordance with IAS 17 (effective until December 31, 2018).

| (PLN thousand)                                     | 4Q 2025* / period<br>from 01-10-2025<br>to 31-12-2025<br>according to IAS 17 | Effect of recognition<br>of finance leases re-<br>lating to retail and<br>office space | 4Q 2025* / period<br>from 01-10-2025<br>to 31-12-2025<br>published data<br>after adjustment |
|--|--|--|---|
| <b>Gross profit on sales</b>                       | <b>274,612</b>   | <b>0</b>   | <b>274,612</b>  |
| Selling costs and general and administrative costs | 201,381  | -2,021   | 199,360   |
| Other operating income                             | 3,560  | 12   | 3,572   |
| Other operating costs                              | 13,834   | 53   | 13,887  |
| Gain on sale of non-fixed assets                   | 71   | 0  | 71  |
| <b>EBITDA</b>                                      | <b>70,876</b>  | <b>28,435</b>  | <b>99,309</b>   |
| <b>Operating profit</b>                            | <b>62,886</b>  | <b>1,980</b>   | <b>64,866</b>   |
| Financial income                                   | 647  | 3,103  | 3,750   |
| Financial costs                                    | 2,401  | 3,053  | 5,454   |
| <b>Pre-tax profit (loss)</b>                       | <b>61,132</b>  | <b>2,030</b>   | <b>63,162</b>   |

|                   |               |              |               |
|-------------------|---------------|--------------|---------------|
| Income tax        | 11,573        | 381          | 11,954        |
| <b>Net profit</b> | <b>49,559</b> | <b>1,649</b> | <b>51,208</b> |

\*-unaudited data

Depreciation in the fourth quarter of 2025 on leasing contracts for commercial premises and office space amounted to PLN 26,455 thousand.

### 4.17.3. TRADE AND OTHER LIABILITIES

Trade and other payables arise primarily from commercial purchases and costs related to ongoing operations. The average credit period for commercial purchases is 45 days.

| Trade and other liabilities<br>(PLN thousand)  | 31.12.2025     | 31.12.2024     |
|--|----------------|----------------|
| Trade liabilities to other entities  | 144,454        | 143,495        |
| Liabilities due to taxes, subsidies, purpose, social and health insurance and other benefits | 40,242         | 37,777         |
| Financial liabilities (reverse factoring)  | 16,883         | 12,488         |
| Deferred income liabilities  | 4,434          | 4,366          |
| Other  | 30,268         | 24,755         |
| <b>Short-term liabilities, total</b>   | <b>236,281</b> | <b>222,881</b> |

| Short-term liabilities (currency structure)<br>(PLN thousand)        | 31.12.2025     | 31.12.2024     |
|--|----------------|----------------|
| a) PLN   | 155,782        | 162,130        |
| b) in foreign currencies (by currency and after conversion into PLN) | 80,499         | 60,751         |
| b1. in EURO thousands  | 4,464          | 3,882          |
| PLN thousands  | 18,869         | 16,586         |
| b2. in USD thousands   | 13,901         | 8,050          |
| PLN thousands  | 50,067         | 33,013         |
| b3. in CHF thousands   | 2,530          | 2,427          |
| PLN thousands  | 11,485         | 11,013         |
| b4 in HUF thousands  | 7,171          | 13,402         |
| PLN thousands  | 79             | 140            |
| Other currencies in PLN thousands                                    | 0              | 0              |
| <b>Short-term liabilities, total</b>                                 | <b>236,281</b> | <b>222,881</b> |

Deferred income liabilities include the valuation of the loyalty program. The value of deferred income is determined by taking into account the conversion factor for the value of awarded points and the probability of redeeming the reward.

The amount of deferred income related to the loyalty program presented in the statement of financial activities is PLN 1,485 thousand as of December 31, 2025 (PLN 1,396 thousand as of December 31, 2024).

As part of its working capital management, the Group utilizes reverse factoring agreements for its liabilities, under which it submits invoices for purchases from selected suppliers for factoring. The Company has no other related financial liabilities covered by the supplier financing mechanism.

Factoring liabilities include liabilities for which suppliers have already received payment from the Factor.

For factoring, the Group utilizes the services of mBank S.A. and PKO Faktoring S.A. The balance of liabilities to mBank S.A. is PLN 11,162 thousand, and to PKO Faktoring S.A. is PLN 5,721 thousand.

The company reported no changes in the carrying amounts of its financial liabilities resulting from non-cash transactions.

The payment terms for liabilities related to the supply of raw materials, consumables, and goods are 30-150 days, for the supply of services 10-21 days, and for reverse factoring 150 days.

Tax, customs, social security, and health insurance liabilities are settled within the deadlines specified in the income tax and social security laws, respectively, and do not exceed 30 days.

Employee payroll liabilities (the "Other" item) are settled within 10 days of the end of the month in which the work was performed, and other liabilities are settled within a period not exceeding 30 days.

#### 4.17.4. FINANCIAL LIABILITIES BY MATURITY

| Finance liabilities by maturity<br>(PLN thousand)   | 31.12.2025     | 31.12.2024     |
|---|----------------|----------------|
| <b>Amounts payable in accordance with finance lease agreements relating to commercial premises and office space, including:</b> | <b>346,312</b> | <b>331,449</b> |
| up to 1 year  | 105,251        | 106,371        |
| from year 2 to year 5   | 225,676        | 210,144        |
| above 5 years   | 15,385         | 14,934         |
| <b>Amounts payable in accordance with finance lease agreements relating to other contracts, including:</b>                      | <b>2,255</b>   | <b>3,191</b>   |
| up to 1 year  | 1,094          | 1,171          |
| from year 2 to year 5   | 1,161          | 2,020          |
| above 5 years   | 0              | 0              |
| <b>Amounts payable according to bank loan agreements, including:</b>  | <b>35,033</b>  | <b>61,047</b>  |
| up to 1 year  | 35,033         | 61,047         |
| from year 2 to year 5   | 0              | 0              |
| above 5 years   | 0              | 0              |
| <b>Amount payable from trade and other liabilities according to maturity, including:</b>  | <b>196,039</b> | <b>185,104</b> |
| up to 1 year  | 196,039        | 185,104        |
| from year 2 to year 5   | 0              | 0              |
| above 5 years   | 0              | 0              |

The statement includes future interest amounts as of the date the obligation is settled. There are no other financial liabilities with maturities exceeding 12 months.

#### 4.17.5. CORPORATE INCOME TAX LIABILITIES

| Current tax assets and liabilities<br>(PLN thousand) | 31.12.2025   | 31.12.2024   |
|--|--------------|--------------|
| <b>Current tax assets</b>                            | <b>0</b>     | <b>0</b>     |
| Tax refund due                                       | 0            |              |
| <b>Current tax liability</b>                         | <b>7,739</b> | <b>6,555</b> |
| Tax payable  | 7,739        | 6,555        |

## 4.18. PROVISIONS

### Accounting policy

Provisions are recognized when the Group has a present obligation (legal or constructive) arising from past events, when it is probable that the fulfillment of this obligation will require an outflow of resources, and when a reliable estimate of the amount of this obligation can be made.

Provisions reflect the best estimate of the expenditures required to fulfill the present obligation as of the balance sheet date. In the case of a significant time value of money, the amount of the provision corresponds to the present value of the expenditures required to fulfill the obligation.

Provisions are updated as of the balance sheet date.

| Provisions (PLN thousand)                            | Provision for employment costs | Provision for future liabilities | Provision for work in progress | Returns from customers | Other      | Total         |
|--|--------------------------------|----------------------------------|--------------------------------|------------------------|------------|---------------|
| <b>Balance at January 1, 2024</b>                    | <b>9,579</b>                   | <b>6,931</b>                     | <b>927</b>                     | <b>3,763</b>           | <b>95</b>  | <b>21,295</b> |
| provisions created during the financial year         | 5,086                          | 877                              | 199                            | 1,070                  | 197        | 7,429         |
| release / use of provisions                          | -5,416                         | -3,043                           | 0                              | -1,407                 | -23        | -9,889        |
| <b>Balance at December 31, 2024 after adjustment</b> | <b>9,249</b>                   | <b>4,765</b>                     | <b>1,126</b>                   | <b>3,426</b>           | <b>269</b> | <b>18,835</b> |
| allocated to short-term liabilities                  | 7,940                          | 4,765                            | 1,126                          | 3,426                  | 269        | 17,526        |
| allocated to long-term liabilities                   | 1,309                          | 0                                | 0                              | 0                      | 0          | 1,309         |
| <b>Balance at January 1, 2025</b>                    | <b>9,249</b>                   | <b>4,765</b>                     | <b>1,126</b>                   | <b>3,426</b>           | <b>269</b> | <b>18,835</b> |
| provisions created during the financial year         | 5,356                          | 505                              | 915                            | 896                    | 8          | 7,680         |
| release / use of provisions                          | -4,362                         | -533                             | -696                           | -682                   | -195       | -6,468        |
| <b>Balance at December 31, 2025</b>                  | <b>10,243</b>                  | <b>4,737</b>                     | <b>1,345</b>                   | <b>3,640</b>           | <b>82</b>  | <b>20,047</b> |
| allocated to short-term liabilities                  | 8,570                          | 4,737                            | 1,345                          | 3,640                  | 82         | 18,374        |
| allocated to long-term liabilities                   | 1,673                          | 0                                | 0                              | 0                      | 0          | 1,673         |

The provisions created were charged to administrative expenses, selling expenses or other operating expenses, respectively, and the provisions released/used were charged to the reduction of administrative expenses, selling expenses or other operating income, respectively.

The balance of provisions as at 31.12.2025 consists of:

|  | Total PLN 20,047 thousand |
|--|---------------------------|
| long-term provision for retirement benefits  | PLN 1,673 thousand        |
| short-term provision for retirement benefits | PLN 290 thousand          |
| short-term provision for unused holidays     | PLN 6,093 thousand        |
| short-term provision for unpaid bonuses      | PLN 2,187 thousand        |
| short-term provision for sewing services     | PLN 1,345 thousand        |
| provision for future liabilities             | PLN 4,680 thousand        |
| provision for returns                        | PLN 3,640 thousand        |
| provision for liquidation of fixed assets    | PLN 57 thousand           |
| other provisions                             | PLN 82 thousand           |

Retirement benefit provisions are calculated by an independent actuary. The key actuarial assumptions used in the calculations were: a discount rate of 5.1% and a long-term annual salary growth rate of 3%. The probability of employee attrition was calculated based on historical employee turnover data within the Capital Group and statistical data on employee attrition in the industry.

## 4.19. EQUITY

#### Accounting policy

##### Share capital:

The share capital is stated in the amount specified in the statute and entered in the court register.

##### Reserve capital:

The value presented in reserve capital item consists of:

- premium for issuing shares at a price exceeding their nominal value, less issuance costs,
- amounts of profits from previous years, classified based on decisions of the General Meetings of Shareholders.

##### Other reserves:

Other reserves are created from the valuation of the share option incentive program in proportion to the duration of the program.

##### Retained earnings:

This item presents the net financial result of the current year and previous financial years, until a decision is made on its distribution (or coverage), as well as corrections to the financial result relating to previous years and resulting from errors in previous years or changes in accounting principles.

#### 4.19.1. SHARE CAPITAL

| Series / issuance in PLN. | Type of share | Type of share preference | Type of share rights restriction | Number of shares | Issue value by nominal value | The method of capital payment | Registration date | The right to dividends (from date) |
|---------------------------|---------------|--------------------------|----------------------------------|------------------|------------------------------|-------------------------------|-------------------|------------------------------------|
| Issuance "A"              | common        | ordinary bearer          |                                  | 1,000,000        |                              |                               | 1991-04-30        |                                    |
| Share split "A" (1 : 5)   | common        | ordinary bearer          |                                  | 5,000,000        |                              |                               | 1994-01-28        |                                    |
| Issuance "B"              | common        | ordinary bearer          |                                  | 1,000,000        |                              |                               | 1995-01-05        |                                    |
| Share redemption          |               |                          |                                  | -1,115,470       |                              |                               |                   |                                    |
| Issuance - „D"            | common        | ordinary bearer          |                                  | 2,281,125        |                              |                               | 2006-08-31        |                                    |
| Issuance - „F"            | common        | ordinary bearer          |                                  | 716,564          |                              |                               | 2006-11-30        |                                    |
| Issuance - „C"            | common        | ordinary bearer          |                                  | 140,000          |                              |                               | 2007-01-22        |                                    |
| Share split (1 : 10)      | common        | ordinary bearer          |                                  | 80,222,190       |                              |                               | 2007-09-06        |                                    |
| Issuance - „G"            | common        | ordinary bearer          |                                  | 8,021,810        |                              |                               | 2008-10-06        |                                    |
| Issuance - „H"            | common        | ordinary bearer          |                                  | 15,059,932       |                              |                               | 2008-12-31        |                                    |
| Issuance - „I"            | common        | ordinary bearer          |                                  | 8,247,423        |                              |                               | 2009-12-17        |                                    |
| Issuance - „K"            | common        | ordinary bearer          |                                  | 22,310,270       |                              |                               | 2012-09-12        |                                    |
| Issuance - „M"            | common        | ordinary bearer          |                                  | 40,000,000       |                              |                               | 2013-09-16        |                                    |
| Issuance - „L"            | common        | ordinary bearer          |                                  | 859,366          |                              |                               | 2015-06-19        |                                    |
| Issuance - „L"            | common        | ordinary bearer          |                                  | 473,973          |                              |                               | 2016-05-31        |                                    |
| Issuance - „N"            | common        | ordinary bearer          |                                  | 1,980,000        |                              |                               | 2016-05-31        |                                    |
| Issuance - „N"            | common        | ordinary bearer          |                                  | 2,020,000        |                              |                               | 2017-07-07        |                                    |

|                               |        |                 |                    |            |
|-------------------------------|--------|-----------------|--------------------|------------|
| Issuance - „N”                | common | ordinary bearer | 2,000,000          | 2018-06-29 |
| Issuance - „O”                | common | ordinary bearer | 53,260,879         | 2018-12-28 |
| <b>Total number of shares</b> |        |                 | <b>234,455,840</b> |            |
| <b>Total issued capital</b>   |        |                 | <b>49,122,108</b>  |            |

Nominal value of one share (in PLN) = PLN 0.20.

The parent company has one type of ordinary shares without the right to permanent income.  
As at December 31, 2024, all shares issued were fully paid up.

| Share capital<br>(PLN thousand)   | 31.12.2025 | 31.12.2024 |
|---|------------|------------|
| <b>Registered:</b>  |            |            |
| 234,455,840 common shares worth PLN 0.20 each (2023: 234,455,840 common shares PLN 0.20 each) | 49,122     | 49,122     |
| <b>Issued:</b>  |            |            |
| 234,455,840 common shares worth PLN 0.20 each (2023: 234,455,840 common shares PLN 0.20 each) | 49,122     | 49,122     |

In accordance with the requirements of the Code of Commercial Companies, the dominating entity is obliged to create capital reserves to cover losses. At least 8% of the profit for a given financial year reported in the separate financial statements of the dominating entity is transferred to this capital category until this capital reaches at least one third of the dominating entity's share capital. The General Share-holder Meeting decides on the use of reserve capital and other capital reserves, however, part of the capital reserves in the amount of one third of the share capital may be used only to cover the loss disclosed in the dominating entity's separate financial statements and is not subject to any other purposes. Capital requirements were met in 2025.

#### 4.19.2. RESERVE CAPITAL

|  | PLN thousand  |
|--|---------------|
| Balance at January 1, 2024                 | 14,333        |
| Costs of liquidation proceedings/reduction | -12           |
| <b>Balance at December 31, 2024</b>        | <b>14,321</b> |
| Balance at January 1, 2025                 | 14,321        |
| Net profit/increase distribution           | 2,388         |
| Costs of liquidation proceedings/reduction | 11            |
| <b>Balance at December 31, 2025</b>        | <b>16,720</b> |

The reserve capital was created from the valuation of the stock option incentive program, proportionally to the program's duration. The incentive program expired in 2024.

#### 4.20. RETAINED EARNINGS

|   | w tys. zł      |
|---|----------------|
| <b>Balance at January 1, 2024</b>               | <b>934,148</b> |
| Net profit (loss) for the current year          | 86,875         |
| Dividends                                       | -21,101        |
| <b>Balance at December 31, after adjustment</b> | <b>999,922</b> |
| <b>Balance at January 1, 2025</b>               | <b>999,922</b> |
| Net profit (loss) for the current year          | 98,241         |



|                                     |                  |
|-------------------------------------|------------------|
| Net profit distribution             | -2,388           |
| Dividends                           | 0                |
| Inflows from own shares             | 4                |
| <b>Balance at December 31, 2025</b> | <b>1,095,779</b> |

This item presents the net financial result of previous financial years, as well as adjustments to the financial result relating to previous years resulting from errors of previous years or changes in accounting principles.

Retained earnings, include all reserves, retained earnings of the parent company and subsidiaries.

## 5. FINANCIAL INSTRUMENTS

### Accounting policy

#### CLASSIFICATION OF FINANCIAL INSTRUMENTS

Classification of financial instruments is based on the business model of managing groups of financial assets and the characteristics of contractual cash flows for a given financial asset and financial liability.

Classification is made at the moment of initial recognition. The classification of derivative instruments depends on their intended use and compliance with the requirements contained in IFRS 9.

Financial assets and liabilities are valued based on principles listed below.

Financial instruments are classified into the following categories:

- Financial assets measured at amortized cost
- Financial assets measured at fair value through profit or loss
- Financial assets measured at fair value through other comprehensive income.

These categories define the principles of valuation at the balance sheet date and the recognition of valuation gains or losses in profit or loss or other comprehensive income. The Group classifies financial assets into categories based on the business model used by the Company for managing financial assets.

- Financial assets measured at amortized cost
- Financial assets valued at fair value through profit or loss.

In accordance with IFRS 9, trade receivables, upon initial recognition, an entity measures a financial asset at its fair value, which, in the case of financial assets not measured at fair value through profit or loss, is increased by transaction costs that can be directly attributed to the acquisition of these financial assets.

After initial recognition, an entity measures a financial asset at amortised cost, fair value through other comprehensive income or fair value through profit or loss. The entity classifies the financial asset based on the entity's business model for managing financial assets and the characteristics of the contractual cash flows for the financial asset (the 'SPPI criterion').

#### FINANCIAL ASSETS

##### Financial assets measured at amortized cost.

A financial asset is measured at amortized cost if both of the following conditions are met (and were not designated upon initial recognition for measurement at fair value through profit or loss):

- the financial asset is held in accordance with a business model whose objective is to hold financial assets to obtain the contractual cash flows,
- the terms of the contract for the financial asset give rise to cash flows on specified dates that are solely payments of principal and interest on the outstanding nominal amount.

According to the Group's accounting policy financial assets measured at amortized cost include:

- loans,
- trade and other receivables (excluding those for which the principles of IFRS 9 do not apply),
- cash and cash equivalents.

The above-mentioned classes of financial assets are presented in the statement of financial position broken down into long-term and short-term assets.

Loans and long-term receivables are carried at amortized cost as at the balance sheet date. Receivables with a maturity period not exceeding 12 months from the balance sheet date, classified as current assets are valued at nominal value, net of expected credit losses due to the insignificant discount effect.

Due to the insignificant amounts, the Group does not separate interest income as a separate item, but recognizes it in financial income.

Gains and losses on financial assets recognized in profit or loss, including foreign exchange differences, are presented as financial income or costs.

Loans and trade receivables and other receivables are measured at the amortized cost using the effective interest rate.

Financial assets measured at amortized cost are measured taking into account expected credit losses.

#### **Financial assets at fair value through profit or loss**

A financial asset is measured at fair value through profit or loss if it does not meet the criteria for measurement at amortized cost or fair value through other comprehensive income and is not an equity instrument designated at initial recognition for measurement at fair value through other comprehensive income. In addition, this category includes financial assets designated upon initial recognition to be measured at fair value through profit or loss due to meeting the criteria set out in IFRS 9.

This category includes:

- all derivative instruments disclosed in the statement of financial position under a separate item "Derivative financial instruments", except for derivative hedging instruments recognized in accordance with hedge accounting,
- stocks and shares of companies other than subsidiaries and associates.

Instruments in this category are measured at fair value, and the results of the measurement are recognized in the result in "Financial income" or "Financial costs", respectively. Profits and losses from the valuation of financial assets are determined by the change in fair value determined on the basis of prices current on the balance sheet date from an active market or on the basis of valuation techniques, if there is no active market.

#### **Financial assets measured at fair value through other comprehensive income**

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met:

- the financial asset is held according to a business model that aims to both receive contractual cash flows and sell the financial assets,
- the terms of the contract for the financial asset give rise to cash flows on specified dates that are solely payments of principal and interest on the outstanding nominal amount.

Interest income, revaluation gains and impairment losses and foreign exchange differences related to these assets are calculated and recognized in profit or loss in the same way as in the case of financial assets measured at amortized cost. Other changes in the fair value of these assets are recognized in other comprehensive income. When a financial asset at fair value through other comprehensive income is derecognised, the cumulative gains or losses previously recognized in other comprehensive income are reclassified from equity to profit or loss.

Equity instruments measured at fair value through other comprehensive income include investments in equity instruments that are not financial assets held for trading or contingent consideration as part of a business combination, for which, upon initial recognition, the Group made an irrevocable choice to present subsequent changes in value in other comprehensive income further changes in fair value of these instruments. The designation is made by the Group individually and separately for individual capital instruments.

Cumulative gains or losses on fair value measurement previously recognized in other comprehensive income are not reclassified to profit or loss under any circumstances, including the derecognition of these assets. Dividends on equity instruments measured at fair value through other comprehensive income are recognized as income in profit or loss. Interest income from investments in debt instruments is recognized in profit or loss. At the moment of disposal of investments in debt instruments, the accumulated gains / losses are recognized in financial result.

#### **Impairment of financial assets**

The Group determines impairment losses in accordance with the expected credit loss model for items subject to IFRS 9 impairment allowances.

For trade receivables, the Group applies a simplified approach to determining the allowance and establishes an allowance for expected credit losses at an amount equal to the expected credit losses over the life of the receivable. To estimate the impairment loss for trade receivables, the Group uses a provision matrix developed based on historical data on customer repayments, adjusted, where applicable, for the impact of forward-looking information. The impairment loss is analyzed at each reporting date. The impairment loss is recognized in the profit and loss statement.

For other financial assets, the Group measures the allowance for expected credit losses at an amount equal to the 12-month expected credit losses, unless there has been a significant deterioration in credit risk or an event of default. If the credit risk associated with a given financial instrument has increased significantly since initial recognition, the Group measures the allowance for expected credit losses on the financial instrument at an amount equal to the lifetime expected credit losses. At each reporting date, the Group analyzes whether there is any indication of a significant increase in the credit risk of its financial assets.

For other financial assets, the Group measures the allowance for expected credit losses at an amount equal to the 12-month expected credit losses, unless there has been a significant deterioration in credit risk or an event of default. If the credit risk associated with a given financial instrument has increased significantly since initial recognition, the Group measures the allowance for expected credit losses on the financial instrument at an amount equal to the lifetime expected credit losses. At each reporting date, the Group analyzes whether there is any indication of a significant increase in the credit risk of its financial assets.

#### **Fair value of derivatives and other financial instruments**

The Management Board exercises judgment in selecting the appropriate valuation method for financial instruments not quoted in an active market. Valuation methods commonly used by market practitioners are used. For derivative financial instruments, assumptions are based on quoted market rates adjusted for specific instrument characteristics. Other financial instruments are valued using discounted cash flows, based on assumptions supported, to the extent possible, by observable market prices or rates.

#### Zobowiązania finansowe wyceniane w zamortyzowanym koszcie

#### FINANCIAL LIABILITIES

##### Financial liabilities measured at amortized cost

Financial liabilities are disclosed under the following items in the statement of financial position:

- Bank credits and loans,
- Other financial liabilities,
- Trade and other payables,
- Derivative financial instruments.

As at the acquisition date, the Group measures financial liabilities at fair value, i.e. usually at the fair value of the amount received. Trans-action costs are included by the Group in the initial value of all financial liabilities, except for the category of liabilities measured at fair value through profit or loss.

After initial recognition, financial liabilities are measured at amortized cost using the effective interest method, except for financial liabilities held for trading or designated as measured at fair value through profit or loss.

The Group includes derivatives other than hedging instruments in the category of financial liabilities at fair value through profit or loss.

## 5.1. FAIR VALUE OF FINANCIAL INSTRUMENTS

#### Accounting policy

The fair values of financial assets and financial liabilities are determined as follows:

- The fair value of financial assets and financial liabilities with standard terms that are traded in active, liquid markets is determined by reference to quoted exchange prices;
- The fair value of other financial assets and financial liabilities (excluding derivatives) is determined in accordance with generally accepted valuation models based on discounted cash flow analysis, using prices from observable current market transactions and dealer quotations for similar instruments;
- The fair value of derivatives is calculated using quoted exchange prices. If these prices are unavailable, discounted cash flow analysis is applied using the appropriate yield curve for the instrument's life for non-optional instruments and option pricing models for option-based instruments.

During the reporting period, the Group did not have any financial assets that qualified for measurement at fair value through other comprehensive income.

#### CURRENCY DERIVATIVES

The Group uses currency derivatives to hedge future cash flows against exchange rate risk. The Group holds forward currency purchase contracts as hedging instruments. Derivatives are denominated in USD and EUR. As of December 31, 2025, the Group had no active forward contracts.

Derivative valuation is classified as a level 2 hierarchy, meaning valuation is based on market assumptions.

## 5.2. FINANCIAL INSTRUMENTS BY CLASS

|  | 31.12.2025          | 31.12.2025               | 31.12.2024          | 31.12.2024                                   |
|--|---------------------|--------------------------|---------------------|--|
| Balance sheet items valued at amortised cost<br>(PLN thousand) | Financial<br>assets | Financial<br>liabilities | Financial<br>assets | Financial<br>liabilities after<br>adjustment |

|   |               |                |               |                |
|---|---------------|----------------|---------------|----------------|
| Loans granted   | 0             | 0              | 0             | 0              |
| Trade and other receivables   | 21,621        | 0              | 26,160        | 0              |
| Cash and cash equivalents   | 67,412        | 0              | 16,987        | 0              |
| Long-term bank loans and lease liabilities  | 0             | 217,921        | 0             | 203,919        |
| <i>incl. lease liabilities for commercial premises and office space contracts</i> | 0             | 216,845        | 0             | 202,095        |
| Short-term bank loans and lease liabilities                                       | 0             | 139,550        | 0             | 166,786        |
| <i>incl. lease liabilities for commercial premises and office space contracts</i> | 0             | 103,535        | 0             | 104,764        |
| Trade and other liabilities and liabilities related to deposit                    | 0             | 238,926        | 0             | 225,520        |
| <b>Total</b>  | <b>89,033</b> | <b>596,397</b> | <b>43,147</b> | <b>596,225</b> |

The above financial assets and liabilities were valued at amortized cost.

The Group carried out an analysis which concluded that the value of financial instruments disclosed in the statement of financial position does not differ significantly from their fair value due to the fact that most of these instruments bear interest based on a variable rate.

### 5.3. FINANCIAL INSTRUMENTS – INCOME, COSTS AND GAINS AND IMPAIRMENT GAINS AND LOSSES

| 2025 / period from 01-01-2025 to 31-12-2025<br>(PLN thousand) | Interest income | Interest cost | Gains/losses on measurement at amortised cost | Gains/losses on fair value measurement | Write-offs created | Write-ups  | FX gains/ losses |
|---|-----------------|---------------|---|--|--------------------|------------|------------------|
| Loans granted   | 0               | 0             | 0   | 0                                      | 0                  | 0          | 0                |
| Trade and other receivables                                   | 2               | 0             | 0   | 0                                      | 302                | 429        | 353              |
| Cash and cash equivalents                                     | 48              | 0             | 0   | 0                                      | 0                  | 0          | -906             |
| Forward transactions  | 0               | 0             | 0   | 0                                      | 0                  | 0          | 0                |
| Long-term bank loans and lease liabilities                    | 0               | 7,911         | 0   | 0                                      | 0                  | 0          | 0                |
| Short-term bank loans and lease liabilities                   | 0               | 12,101        | 0   | 0                                      | 0                  | 0          | 3,799            |
| Trade and other liabilities                                   | 0               | 179           | 0   | 0                                      | 0                  | 0          | 4,953            |
| <b>Total</b>  | <b>50</b>       | <b>20,191</b> | <b>0</b>                                      | <b>0</b>                               | <b>302</b>         | <b>429</b> | <b>8,199</b>     |

| 2024 / period from 01-01-2024 to 31-12-2024<br>(PLN thousand) | Interest income | Interest cost | Gains/losses on measurement at amortised cost | Gains/losses on fair value measurement | Write-offs created | Write-ups  | FX gains/ losses |
|---|-----------------|---------------|---|--|--------------------|------------|------------------|
| Loans granted   | 0               | 0             | 0   | 0                                      | 0                  | 0          | 0                |
| Trade and other receivables                                   | 1               | 0             | 0   | 0                                      | 531                | 316        | -184             |
| Cash and cash equivalents                                     | 222             | 0             | 0   | 0                                      | 0                  | 0          | 78               |
| Forward transactions  | 0               | 0             | 0   | -57                                    | 0                  | 0          | 0                |
| Long-term bank loans and lease liabilities                    | 0               | 6,326         | -97   | 0                                      | 0                  | 0          | 0                |
| Short-term bank loans and lease liabilities                   | 0               | 10,079        | 0   | 0                                      | 0                  | 0          | 4,366            |
| Trade and other liabilities                                   | 0               | 95            | 0   | 0                                      | 0                  | 0          | -668             |
| <b>Total</b>  | <b>223</b>      | <b>16,500</b> | <b>-97</b>                                    | <b>-57</b>                             | <b>531</b>         | <b>316</b> | <b>3,592</b>     |

The Group uses external financing with variable interest rates in the form of an investment loan, working capital loan and reverse factoring. Therefore, the Group is exposed to interest rate risk in the form of a possible increase in financing costs and, consequently, a decrease in the Group's profitability. In the consolidated financial statements, the risk list table presents a sensitivity analysis of the financial result. Thus, the Group recognizes the possible impact on the fair value of financial assets and financial liabilities.

## 6. OTHER SUPPLEMENTARY NOTES

### 6.1. CASH FLOW STATEMENTS – OTHER ADJUSTMENTS

| The value shown under "Other adjustments" consists of:<br>(PLN thousand) | Note | 31.12.2025 | 31.12.2024  |
|--|------|------------|-------------|
| - fixed assets - write-downs - liquidations                              |      | 198        | -926        |
| - interest received  |      | -49        | -222        |
| - loan valuation   |      | 0          | 97          |
| - write-off for shares   |      | 0          | 17          |
| - forward transaction valuation  |      | 0          | 57          |
| <b>Total</b>   |      | <b>149</b> | <b>-977</b> |

### 6.2. CONDITIONAL RECEIVABLES AND LIABILITIES

| Off-balance sheet items<br>(PLN thousand)   | 31.12.2025    | 31.12.2024    |
|---|---------------|---------------|
| Bank guarantees issued for rents from the lease of shop premises and guarantees for the timely payment of trade liabilities | 71,068        | 73,571        |
| Open letter of credits  | 19,954        | 22,691        |
| Promissory notes securing leasing liabilities   | 449           | 604           |
| <b>Total conditional liabilities</b>  | <b>91,471</b> | <b>96,866</b> |

No conditional receivables.

### 6.3. INFORMATION ABOUT SIGNIFICANT CHANGES IN ESTIMATES

List of major estimates and judgements for individual items in the statement of financial position:

|      |            |  |
|------|------------|--|
| Note | 4.1        | Goodwill impairment test               |
| Note | 4.2        | Other intangible assets (useful lives) |
| Note | 4.3        | Fixed assets (useful lives)            |
| Note | 4.4        | Right-of-use assets                    |
| Note | 4.9, 4.6   | Inventory write-offs                   |
| Note | 4.10, 4.14 | Receivables write-off                  |
| Note | 3.3.2      | Deferred tax assets and liabilities    |

|      |            |                               |
|------|------------|-------------------------------|
| Note | 4.17.3     | Loyalty programme liabilities |
| Note | 4.18       | Provisions for liabilities    |
| Note | 4.13, 4.14 | Loans write-offs              |
| Note | 6.10       | Tax settlements               |

## 6.4. KEY EVENTS IN 2025

### Market environment

In 2025, the market environment in Poland was shaped by macroeconomic stabilization and a gradual economic recovery. The decline in inflation throughout 2025 (from approximately 3-4% year-on-year to below 3% year-on-year in Q4) and wage growth translated into improved real household incomes and a recovery in private consumption.

Until 2024, consumer sentiment remained significantly weakened by inflation and pressure on real incomes, but a gradual improvement was observed in 2025. Consumers returned to shopping with a more selective and rational approach than before the period of high inflation, which was particularly noticeable from the second half of 2025.

In 2025, retail sales in Poland increased by 4.3% YoY (constant prices, Statistics Poland), while in the textiles, clothing, and footwear category, the growth was significantly higher at 13.6% YoY, largely reflecting a rebound from a weak 2024, when the category saw significant declines, in some cases exceeding 20% YoY.

Demand in the Autumn-Winter 2025 season was positively influenced by more seasonal weather patterns, a greater number of cooler days, and the return of more typical fall and winter conditions compared to the very warm previous year, supporting sales, particularly in the outerwear category.

In the jewellery and watches segment, including luxury watches, the market demonstrated relative resilience to economic fluctuations, supported by the growing number of affluent consumers and their rising incomes. Demand was less price-sensitive, with purchasing decisions more often driven by the prestige and investment value of the products. Sales in this segment remained largely concentrated in brick-and-mortar channels, where customer relationships and service quality were key.

At the same time, according to the Company's internal data, lower year-on-year footfall was observed in shopping malls in 2025, posing an additional challenge to brick-and-mortar sales. Both segments were under pressure from rising operating costs, particularly salaries, energy, logistics, and lease costs.

### Changes to the Supervisory Board of VRG S.A.

On January 15, 2025, Mr. Wojciech Olejniczak resigned from his position as a Member of the Supervisory Board. His resignation was effective January 15, 2025.

On January 31, 2025, the Supervisory Board of the Company adopted a resolution to supplement the Supervisory Board's composition through co-optation pursuant to Section 22, Section 3 of the Company's Articles of Association, appointing Mr. Paweł Kucharski to the Supervisory Board for the current joint term of office.

On June 25, 2025, the Annual General Meeting of VRG S.A. adopted resolutions appointing the following persons to the five-member Supervisory Board of VRG S.A. for the new joint term of office: Mr. Piotr Kaczmarek, Ms. Aleksandra Kolańska, Mr. Piotr Łagowski, Mr. Piotr Stępiak, and Ms. Marta Zgodzińska.

### VRG S.A. Management Board's proposal to the Annual General Meeting regarding the distribution of the Company's net profit for the 2024 financial year

On May 15, 2025, the VRG S.A. Management Board adopted a resolution accepting the VRG S.A. Management Board's proposal to the Annual General Meeting regarding the distribution of the Company's net profit for the 2024 financial year. The above proposal included a recommendation not to pay a dividend from the 2024 profit and to allocate the net profit reported in the Company's financial statements for the 2024 financial year, amounting to PLN 8,071,360.17, in its entirety, to supplementary capital.

The above recommendation assumed a departure from the dividend policy adopted by the Company's Management Board on May 18, 2022 (the "Dividend Policy") with respect to the distribution of profit for 2024. The recommendation resulted from the desire to provide the Company with the capital necessary to further develop its operations and implement planned investments, including the development of the apparel and jewellery segments in terms of infrastructure supporting business management processes, as well as the opening of new or renovation of existing retail spaces of brick-and-mortar stores of the Company's Capital Group brands. At its meeting on May 15, 2025, the Company's Supervisory Board adopted a resolution positively assessing the above Management Board proposal. On June 25, 2025, the Annual General Meeting of VRG S.A. adopted a resolution regarding the distribution of the Company's net profit for the 2024 financial year, fully taking into account the above Management Board proposal.

### **Significant changes in the shareholder structure**

On 14 May 2025, VRG S.A. received notification from Santander Towarzystwo Funduszy Inwestycyjnych S.A., acting in accordance with Article 69 section 1 item 2 and in conjunction with Article 87 section 1 item 2 letter a) of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies ("Act on Public Offering"), on behalf of Santander Open-End Investment Fund, Santander Prestiż Specialist Open-End Investment Fund, Santander PPK Specialist Open-End Investment Fund, and Credit Agricole Open-End Investment Fund (hereinafter referred to as the "Funds"), that as a result of the sale of shares, the Funds in question had become holders of shares representing less than 5% of the total number of votes at the Company's General Meeting. Prior to the reduction in shareholding, the Funds held 11,742,669 shares in the Company, representing 5.01% of the Company's share capital. These shares carried 11,742,669 votes at the Company's General Meeting, representing 5.01% of the total number of votes at the Company's General Meeting. According to the notification, on May 12, 2025, the Funds held a total of 11,614,933 shares in the Company, representing 4.95% of the Company's share capital. These shares carried 11,614,933 votes, representing 4.95% of the total number of votes at the Company's General Meeting.

On July 17, 2025, VRG S.A. received from Colian Spółka z ograniczoną odpowiedzialnością with its registered office in Opatówek, pursuant to the provisions of the Act on Public Offering, a notification (subsequently corrected by a notification dated July 21), that the agreement of the Company's shareholders concluded regarding the direct or indirect acquisition or subscription of shares in the Company, unanimous voting at the General Meeting of the Company and conducting a lasting policy towards the Company, referred to in Article 87 sec. 1 item 5) of the Act on Public Offering, composed of: Mr. Jan Kolański, Colian Spółka z ograniczoną odpowiedzialnością, Colian Holding Spółka z ograniczoną odpowiedzialnością, Colian Developer Spółka z ograniczoną odpowiedzialnością, and Kolański Foundation Fundacja Rodzinna (the "Agreement"), in the period since the last notification, in connection with transactions carried out by Colian Spółka z ograniczoną odpowiedzialnością (including other members of the Agreement), acquired shares in the Company representing over 1% of the total number of votes in the Company, thus changing its previously held share of over 33% of the total number of votes by at least 1% of the total number of votes. As a result of the transactions, the Agreement held a total of 99,823,010 shares in the Company, representing 42.58% of the Company's share capital and entitling it to 99,823,010 votes, representing 42.58% of the total number of votes at the General Meeting of the Company.

On December 9, 2025, VRG S.A. received a notification from Colian Spółka z ograniczoną odpowiedzialnością with its registered office in Opatówek, pursuant to the provisions of the Act on Public Offering, regarding transactions in the Company's shares executed by entities covered by the Company's shareholders' agreement concluded regarding the direct or indirect acquisition or subscription for shares in the Company, consistent voting at the General Meeting of the Company, and pursuing a sustainable policy towards the Company, referred to in Article 87 section 1 item 5) of the Act on Public Offering, composed of: Mr. Jan Kolański, Colian Spółka z ograniczoną odpowiedzialnością, Colian Holding Spółka z ograniczoną odpowiedzialnością, Colian Developer Spółka z ograniczoną odpowiedzialnością, and Kolański Foundation Fundacja Rodzinna (the "Agreement"), in the period since the last notification. The transactions in the Company's shares referred to above concerned the acquisition of Company shares by Kolański Foundation Fundacja Rodzinna from members of the Agreement, i.e. from Colian Holding Spółka z ograniczoną odpowiedzialnością and Colian Spółka z ograniczoną odpowiedzialnością. As a result of the above transactions:

- Colian Holding Spółka z ograniczoną odpowiedzialnością, a member of the Agreement, sold all 3,594,107 shares of the Company to the Kolański Foundation Family Foundation,
- Colian Holding Spółka z ograniczoną odpowiedzialnością, a member of the Agreement, sold 9,000,000 shares of the Company to the Kolański Foundation Family Foundation

As a result of the above transactions:

- Colian Spółka z ograniczoną odpowiedzialnością held 45,961,557 shares in the Company, representing 19.60% of the Company's share capital and entitling it to 45,961,557 votes, representing 19.60% of the total number of votes at the Company's General Meeting,



- Kolański Family Foundation held 51,861,453 shares in the Company, representing 22.12% of the share capital and entitling it to 51,861,453 votes, representing 22.12% of the total number of votes at the Company's General Meeting.

As a result of the transactions concluded, as at the date of the notification, the Agreement held a total of 99,823,010 shares of the Company, which constitutes 42.58% of the share capital of the Company and entitles to 99,823,010 votes, constituting 42.58% of the total number of votes at the General Meeting of the Company.

On December 31, 2025, VRG S.A. received a notification from Colian Spółka z ograniczoną odpowiedzialnością with its registered office in Opatówek, pursuant to the provisions of the Act on Public Offering, regarding transactions in the Company's shares executed by entities covered by the Company's shareholders' agreement concluded regarding the direct or indirect acquisition or subscription for shares in the Company, consistent voting at the General Meeting of the Company, and pursuing a sustainable policy towards the Company, referred to in Article 87 section 1 item 5) of the Act on Public Offering, consisting of: Mr. Jan Kolański, Colian Spółka z ograniczoną odpowiedzialnością, Colian Holding Spółka z ograniczoną odpowiedzialnością, Colian Developer Spółka z ograniczoną odpowiedzialnością, and Kolański Family Foundation (the "Agreement"), in the period since the last notification. The transaction in the Company's shares referred to above concerned the acquisition of shares in the Company by Kolański Family Foundation from a member of the Agreement, i.e. Colian Spółka z ograniczoną odpowiedzialnością.

As a result of the above transaction, Colian Spółka z ograniczoną odpowiedzialnością, a member of the Agreement, sold 12,500,000 shares in the Company to the Kolański Foundation Family Foundation.

As a result of the above transactions:

- Colian Spółka z ograniczoną odpowiedzialnością held 33,461,557 shares in the Company, representing 14.27% of the Company's share capital and entitling it to 33,461,557 votes, representing 14.27% of the total number of votes at the Company's General Meeting.

- Kolański Family Foundation held 64,361,453 shares in the Company, representing 27.45% of the share capital and entitling it to 64,361,453 votes, representing 27.45% of the total number of votes at the Company's General Meeting.

As a result of the transaction, as at the date of notification, the Agreement held a total of 99,823,010 shares of the Company, which constitutes 42.58% of the share capital of the Company and entitles to 99,823,010 votes, constituting 42.58% of the total number of votes at the General Meeting of the Company.

### **Commercial Offer - Apparel Segment**

In 2025, VRG S.A. continued its efforts to increase sales and improve the profitability of its apparel brands.

At the beginning of 2025, Vistula focused its activities on promoting its spring collection. The promotional campaign began in mid-February and was conducted across the brand's own channels and media, with a particular emphasis on digital, as well as in the press. In March, a campaign was launched to promote its tailoring services, including special events held in several cities – the "Days of Tailoring" (Styling to Measure) event. Vistula collaborated with influencers, which allowed for increased brand recognition and customer engagement across various communication channels. Simultaneously, the brand worked on revising its marketing and product strategy to strengthen its leadership position in the elegant menswear category and further develop its women's collection. In the following months, Vistula continued its intensive promotional activities. From March to July, the brand presented an offer dedicated to special events in the "Tailored for Celebration" campaign. The campaign aimed to emphasize that Vistula is with its customers during important events such as weddings, First Communions, and galas. Media activities focused on the digital channel, supporting Vistula's image and expertise in the formal fashion category. Cross-promotion of the wedding offer with the W.KRUK brand allowed for customer flow between the brands. In mid-May, communication of the summer assortment was strengthened with the introduction of the 2025 linen capsule collection, emphasizing the importance of natural fabrics and timeless elegance. The offer was widely promoted in digital media and the brand's own channels. In the third quarter of 2025, Vistula focused on supporting sales of the summer offer, special occasion assortments, and promoting the "Back to Office" collection. A key event of the quarter was the introduction of the Autumn/Winter 2025 collection, supported by an extensive image campaign under the slogan "Every moment is your moment." The campaign, implemented on television and digital channels, emphasized the brand's role as a companion for everyday, important moments. The collection itself combines minimalist design with the quality of natural fabrics, offering a timeless palette of browns, beiges, and grays, complemented by accents of green and burgundy. In the fourth quarter of 2025, Vistula focused on key sales moments: the Holiday Season campaign, Black Friday, and intensified communication around the prom offer. The main goals were to maximize sales during the holiday season, increase reach and conversion in the online channel, and strengthen the brand's image in the context of seasonal customer needs. Marketing activities included integrated digital campaigns, consistent communication in brick-and-mortar stores, and image-building activities that built the brand's aspirational character.



Bytom kicked off 2025 with its 80<sup>th</sup> anniversary celebration, a key communication theme throughout last year. In January, the "Jubilee Close to Art" campaign launched, a collaboration with the Krakow Philharmonic. The campaign created a tailor-made collection for musicians, combining tailoring tradition with stage aesthetics. Special anniversary concerts, partnered with Bytom, took place on January 31st and February 1st. In February, a limited edition "Icons of Automotive" T-shirt series featuring iconic Polish cars such as the Fiat 125P, Polonez, Syrena, and Warszawa was unveiled. A spring/summer campaign featuring new brand ambassador Marcin Dorociński launched on February 17<sup>th</sup>, highlighting the importance of celebrating life's important moments and emphasizing the timeless elegance of suits. The official presentation of the Bytom spring/summer 2025 collection, featuring Marcin Dorociński, took place at the end of February and aired on TVN's "Co Za Tydzień." Communication for the "Decades of the Suit" project, which showcases the evolution of this classic men's wardrobe staple over the past 80 years, began in mid-March. As part of this project, suits representing each decade since 1945 were created. In the second quarter of 2025, the Bytom brand implemented the second installment of the campaign featuring Marcin Dorociński, which spanned various communication channels, including television, OOH, digital, cinema, press, and showrooms. Simultaneously, activities were conducted to support the sales and image of the summer collection, centered around the "Linen Collection" line. During the third quarter of 2025, the Bytom brand focused its efforts on celebrating the company's 80th anniversary and intensively promoting the new collection. A key element of the communication effort was the launch of the Fall/Winter 2025 collection, supported by an image campaign featuring brand ambassador Marcin Dorociński. The campaign, centered around stories about important moments in life, emphasized the timeless nature of the clothing and values such as tradition and generationality. The collection itself was based on high-quality fabrics from renowned Italian manufacturers, focusing on key categories for the brand: outerwear, suits, and merino wool sweaters. The anniversary celebrations culminated in a fashion show held in September at Ujazdowski Castle in Warsaw. The event, which featured numerous well-known figures from the world of culture, garnered widespread media attention and was broadcast live on digital channels, gaining nationwide popularity. In the fourth quarter, Bytom conducted intensive marketing activities, also focused on key trading periods: Black Friday, Christmas, and the upcoming prom season.

In the first half of 2025, Wólczanka consistently implemented its strategy to build a leading position in the shirt category, expanding its product personalization offering and technological innovations that facilitate fabric care. The newly opened boutique in Galeria Bonarka introduced a personalized embroidery service, allowing customers to choose the design, color, and placement of the embroidery, creating a unique product tailored to their individual style. At the same time, Wólczanka continued its "Ideal Shirt" campaign, offering a wide selection of styles in terms of sizes, material textures, and technologies for ease of use. Particular emphasis was placed on shirts made from wrinkle-resistant fabrics, which meet the needs of today's customers who value comfort and a flawless appearance throughout the day. In preparation for the spring/summer 2025 season, the brand focused on further developing its offerings, including a linen collection and new models of polo shirts, T-shirts, and shirts with enhanced functionality and easy-iron technologies. In the second quarter of 2025, Wólczanka boutiques continued to communicate the highest quality and technology, both in-store and online. The brand focused on showcasing the benefits of cotton—organic and mercerized—and linen, ideal for summer, including with easy-care finishes. The personalization service was expanded at the brick-and-mortar boutique in Krakow's Bonarka, adding knitwear (T-shirts and polo shirts) to the shirt customization options. In July, Wólczanka launched a blog—"Quality | Wólczanka Blog." During the third quarter, the new fall/winter collection placed particular emphasis on shirts made from premium fabrics, including those from renowned Italian suppliers, and sweaters made from high-quality knits such as wool, cashmere, and merino wool. Product activities were accompanied by image-building initiatives, such as the launch of a new podcast format, "Tajemnice Stylu by Wólczanka," aimed at building engagement and strengthening the brand's position. In the fourth quarter, Wólczanka conducted intensive communication during the holiday season, including the promotion of a gift collection and special commercial campaigns, such as Black Weeks, aimed at maximizing sales during a key period for the industry.

In the first half of 2025, Deni Cler implemented activities aimed at strengthening the brand's position in the premium segment. The spring/summer 2025 collection campaign was promoted both in the press and online. The brand engaged in organizing fashion events, such as collection shows and meetings with customers in stores, aimed at building relationships and emphasizing the exclusive nature of the offering. As part of the Deni Cler Academy series, another meeting was held, devoted to topics related to fashion and lifestyle. Marketing activities also included social media activations that supported the promotion of the collection and customer engagement. In July 2025, marketing activities were carried out to support the sale of the spring/summer 2025 collection and the introduction of communication for the fall/winter 2025 collection, along with accelerated availability of new products in stores and online. For the Fall/Winter 2025 season, Deni Cler presented a collection titled "Amici," illustrating the essence of the brand's DNA, showcasing refined silhouettes, timeless elegance, and a combination of refined construction and luxurious fabrics. Online communication focused on emphasizing the brand's DNA – contemporary elegance and high quality. The new collection showcased classic outerwear in precious fabrics, modern suits, and high-quality leather accessories in the season's trendiest colors, such as burgundy, chocolate, and lime.

### Commercial Offer – Jewellery Segment

In the jewellery segment, the first half of 2025 was a period of dynamic growth for the W.KRUK brand, both in terms of product offerings and marketing and expansion activities. In early January, the Carnival collection was presented, emphasizing the elegance and uniqueness of jewellery designed for evening occasions. The Follow collection was also expanded to include stylish accessories, such as handbags and sunglasses, created in collaboration with brand ambassador Natalia Szroeder. The campaign promoting this line was present online, in print, and on television, and the collection won the prestigious Fashion Excellence award from "Twój Styl" magazine in the ambassador collection category. In February, for Valentine's Day, the brand created a campaign highlighting the emotional dimension of heart-themed jewellery, including new items in the "Czułość" (English: Tenderness) collection. Simultaneously, the brand premiered its signature KOI collection, inspired by the colours of the koi fish – a symbol of courage, harmony, and perseverance. The collection includes silver and gold jewellery and scarves, and its launch was accompanied by an advertising campaign and an event for journalists and influencers. In March, as part of Women's Day celebrations, the brand launched a communication campaign for the "Aurora" collection, inspired by natural beauty and subtle colours, emphasizing feminine strength and delicacy.

The second quarter of 2025 was a period of intense sales, image, and product development for W.KRUK. The brand actively engaged in promotions related to seasonal shopping occasions, such as the Summer Sale, Spring Discounts, and Mother's Day campaigns, which contributed to increased interest in its offerings. As part of its collaboration with the "Sukces Pisany Szmką" (Success Written in Lipstick) initiative, W.KRUK once again prepared pins for competition winners, emphasizing its commitment to supporting women. The second quarter saw the launch of two new jewellery collections: "Limes" – a new version of the Flowers of the Night collection, and "Pansies" – a luxurious interpretation of Flowers of the Night in gold with precious stones. Additionally, W.KRUK presented a new version of the Ceremonials wedding collection. The brand consistently developed its premium segment by introducing the Swiss brand Norqain, specializing in luxury mechanical watches. W.KRUK was active across all key communication channels, running campaigns in print, television, digital, and social media. A nationwide digital campaign was launched to increase brand awareness as a leader in the watch market. In the area of sustainability, the latest Sustainability Report was published in the second quarter, and the brand's activities were recognized and included in the Responsible Business Forum's Best Practices Database.

A key element of the product strategy for the third quarter of 2025 was the inauguration of the W.KRUK brand's 185<sup>th</sup> anniversary celebrations. The anniversary was marked by the premiere of the Freedom Forever ambassador collection, created in collaboration with Martyna Wojciechowska. Crafted at the W.KRUK Manufaktura from recycled silver, the design is a continuation of the brand's signature Freedom line and emphasizes key brand values, such as freedom and authenticity. The offering was also enriched by new versions of the acclaimed Alchemia and Lollipop collections, as well as the summer offering Juicy from Picky Pica, demonstrating its dynamic response to market trends and portfolio diversification. In the third quarter, the brand intensified its image and marketing activities, building relationships with key audiences. A series of exclusive events were organized for the premium segment in collaboration with luxury watch brands such as Patek Philippe, TAG Heuer, and Chopard. These activities, implemented in prestigious locations, strengthen W.KRUK's position as a leader in the distribution of luxury goods in Poland. Simultaneously, integrated communication campaigns were conducted across traditional, digital, and social media, supported by collaboration with influencers, ensuring strong sales support for the new collections. The culmination of the W.KRUK brand's 185th anniversary celebrations was the launch of a new ambassador collection, created in collaboration with the Polish music icon Katarzyna Nosowska. The PEŁNIA collection, an artistic vision of the singer, was presented during a gala premiere on October 20th at the Museum of Modern Art in Warsaw. Its leading motif is a sphere, interpreted in many ways through playful use of texture, size, and colour, giving the jewellery a distinctive yet inclusive character. The event, attended by representatives of the media, show business, and business partners, was a manifestation of the contemporary character of W.KRUK – a brand that successfully combines its rich history with modern design and a bold look into the future. Also in Hungary during the pre-holiday season, W.KRUK introduced the Royal Star jewellery collection, inspired by Sisi, Empress of Austria and Queen of Hungary, as a nod to local values and traditions.

### Omnichannel development

In 2025, VRG S.A. consistently implemented its omnichannel strategy, focusing on improving customer shopping experiences. As part of these efforts, the product listings and product cards were refreshed, resulting in greater transparency and intuitiveness for online shopping. A "Mix and Match" feature was also introduced for the Vistula and Bytom brands, allowing customers to easily assemble suit sets (e.g., jackets and trousers) from a single product card. Furthermore, the implementation of CRM and marketing automation tools allowed for more effective customer relationship management and building customer loyalty. Further development of CRM capabilities and its increasingly effective use to improve sales efficiency is one of the Group's key omnichannel priorities for the current year.

VRG Group brands focused on developing their own online stores, with an emphasis on integrating online and offline sales channels. Vistula implemented integrated activities across online and offline channels, conducting consistent communication in

shopping malls, brick-and-mortar stores, and through digital campaigns. The goal was to build synergies between individual channels and provide customers with a consistent shopping experience, regardless of their chosen shopping path. As part of its omnichannel development strategy, Wólczanka intensified its embroidery personalization service. This service, which allows for adding a personalized touch to shirts, sweaters, and T-shirts, was promoted both online and in selected brick-and-mortar stores. These activities were consistent with the strategy of enhancing the customer experience by offering unique, personalized products. In the fourth quarter of 2025, the service was further promoted through dedicated events in additional locations. New communication and sales scenarios for the Vistula, Wólczanka, and Bytom brands, based on the Salesforce tool, were also developed. The expansion of existing shopping paths allowed for greater integration between online and offline channels. The strategy implemented in previous seasons of using inventory available in brick-and-mortar stores for online sales proved particularly effective during the sell-off period, allowing for fuller utilization of existing inventory and supporting resale of the collection.

In the jewellery segment, the W.KRUK brand has completed modernization work related to the implementation of a new online store engine and mobile application, which allowed for increased platform stability, improved speed of operation and further adaptation to the requirements of omnichannel customer service.

#### **Acquisition of Lilou Group companies by VRG Group companies**

As part of the accelerated development of the jewellery segment, the decision was made to acquire the Lilou brand. This brand will significantly complement the Group's brand portfolio by expanding its presence in new market segments, including fashion and personalized jewellery.

#### **Commencement of the acquisition project – execution of a preliminary agreement**

On July 8, 2025, VRG S.A.'s subsidiary, W.KRUK S.A., based in Cracow (W.KRUK), and its subsidiary, WK SPV 1 Sp. z o.o., based in Cracow ("WK SPV"), signed transaction documentation for the acquisition of Lilou Group companies. This includes, in particular, a preliminary conditional agreement for the acquisition by W.KRUK and WK SPV of shares and the rights and obligations of partners in the following entities: Lilou limited liability company, Bellver MYVOG Fundacja Rodzinna limited partnership, Lilou Online Shop limited liability company, Lilou Retail limited liability company, and Logistics Retail limited liability company. If, between the conclusion of the preliminary agreement and the conclusion of the final agreement (i.e., transaction closing), the above companies merge, the acquisition will involve 100% of the shares in the acquiring company (the merger). A condition precedent to closing the transaction is obtaining the consent of the President of the Office of Competition and Consumer Protection for the concentration. Additionally, before closing the transaction, the Lilou group companies must sell their shares in Lilou International sp. z o.o., and the latter must change its name (though W.KRUK may decide to close the transaction even if this condition is not met). For the shares and the rights and obligations of the partners in the partnerships within the Lilou group, W.KRUK and WK SPV will pay a total price of PLN 105,000,000, which amount will be subject to adjustment resulting from the conversion of net working capital and net debt as of the transaction closing date. The transaction documentation also provides for an earn-out, contingent on the future performance of Lilou Group companies, requiring W.KRUK to pay an amount no higher than PLN 30,000,000. The final agreement is to be concluded no later than the end of the calendar month following the 10<sup>th</sup> month of signing the preliminary agreement. The transaction documentation contains standard provisions for this type of transaction. The transaction implements the Company's Capital Group's development vision through acquisitions of brands complementary to the Company's Capital Group portfolio. On July 8, 2025, the Supervisory Board of W.KRUK approved the transaction.

W.KRUK S.A., owner of Poland's oldest jewellery brand, W.KRUK, was to acquire a network of 45 Lilou boutiques and the brand's online store if the acquisition of the Polish jewellery brand Lilou were finalized. Expanding the jewellery portfolio with the Lilou brand will increase competitiveness in the jewellery space and further strengthen W.KRUK S.A.'s market position. The Lilou brand, owned by Magdalena and Yves Mousson-Lestang and valued for its original, personalized designs, was to be incorporated into W.KRUK S.A.'s brand portfolio as an independent brand. The creative and fashion-forward image of the Lilou brand, driven by authentic values and social commitment that builds an emotional connection with customers, will enable the VRG Group to build its jewellery segment by leveraging the diverse resources of the W.KRUK and Lilou brands, while maintaining their distinct character.

W.KRUK S.A. plans to operate a chain of stores under the Lilou brand, maintaining its autonomous image and organizational status. The strategy of acquiring a new brand in the jewellery segment is consistent with the VRG Capital Group's vision of creating a House of Brands and ensuring growth while respecting their identity and independence, while building shared, additional value. Following the approval of the Office of Competition and Consumer Protection (UOKiK) and the successful integration of Lilou into the structures of W.KRUK S.A. and the VRG Capital Group, Magdalena Mousson-Lestang will continue to be involved in the brand's development.

### Obtaining bank financing

On July 23, 2025, a subsidiary of VRG S.A., W.KRUK S.A., with its registered office in Kraków (hereinafter referred to as "W.KRUK"), and its subsidiary, WK SPV 1 Sp. z o.o., with its registered office in Kraków (hereinafter referred to as "WK SPV"), entered into a loan agreement with Powszechna Kasa Oszczędności Bank Polski S.A., with its registered office in Warsaw (hereinafter referred to as "Bank"), under which the Bank granted W.KRUK and WK SPV, as borrowers, an investment loan in the amount of PLN 120,000,000.00 (hereinafter referred to as "Loan Agreement") intended to co-finance the acquisition project of the subsidiaries, about which the Company reported in Current Report No. 18/2025. The loan is granted for a period ending July 23, 2032. The interest rate on the loan granted under the Loan Agreement is 1M WIBOR + Bank margin. Furthermore, the Loan Agreement contains covenants, i.e., detailed clauses binding borrowers, the content of which, however, does not differ materially from market standards used in similar agreements.

The Bank's receivables under the Loan Agreement will be secured by:

- 1) a registered pledge on inventories owned by W.KRUK with a value of no less than PLN 400,000,000.00
  - 2) an assignment of cash receivables under the inventory insurance agreement,
  - 3) a registered pledge on the "W.KRUK" trademark,
- and after the acquisition project is completed, also by:
- 4) a civil guarantee of the companies acquired as part of the acquisition project,
  - 5) financial pledge and registered pledge on all shares in companies acquired as part of the acquisition project, where the collateral listed in items 1-3 also secures receivables arising from the multi-purpose credit limit agreement of 9 March 2015, as amended, concluded between the Bank and W.KRUK, about which VRG S.A. informed in current reports No. 8/2015, 65/2015, 38/2017, 38/2020, 30/2022, 27/2024 and 35/2024.

### Approval of the transaction by the President of the Office of Competition and Consumer Protection

On August 13, 2025, W.KRUK S.A. received the decision of the President of the Office of Competition and Consumer Protection, dated August 8, 2025, granting approval for the concentration consisting in W. KRUK S.A. acquiring control over Lilou sp. zo.o. with its registered office in Warsaw, Bellver MYVOG Fundacja Rodzinna sp. k. with its registered office in Warsaw, Lilou Online Shop sp. zo.o. sp. k. with its registered office in Warsaw, Lilou Retail sp. zo.o. sp. k. with its registered office in Warsaw, and Logistics Retail sp. zo.o. sp. k. with its registered office in Warsaw. Based on this decision, the President of the Office of Competition and Consumer Protection approved the concentration. Obtaining the above decision constituted the fulfillment of the condition precedent to the conclusion of the final agreement under the preliminary conditional sales agreement of July 8, 2025.

In accordance with the transaction arrangements regarding the integration of Lilou into the Group, a parameterized earn-out mechanism was provided for, the structure of which assumes the possibility of paying the seller the maximum level of earn-out by W.KRUK S.A. if Lilou achieves an annual or average annual EBITDA of PLN 17.7 million by the end of 2027 at the latest, calculated in accordance with Polish accounting standards (excluding the impact of IFRS) and taking into account the adjustments indicated in the transaction documentation for the Lilou acquisition project. In the Group's opinion, this level is an ambitious yet achievable goal, reflecting the brand's development potential and planned operational activities.

## 6.5. KEY EVENTS AFTER THE BALANCE SHEET DATE

### Transaction Finalization - execution of promised agreements

On January 8, 2026, a subsidiary of VRG S.A., W.KRUK S.A., with its registered office in Cracow ("W.KRUK"), and its subsidiary, WK SPV 1 Sp. z o.o., with its registered office in Cracow ("WK SPV"), signed promised agreements with MYVOG Fundacja Rodzinna, with its registered office in Warsaw, Retail sp. z o.o., with its registered office in Warsaw, Online Shop sp. z o.o., with its registered office in Warsaw, and Santa Catalina sp. z o.o., with its registered office in Warsaw, in execution of the transaction documentation regarding the acquisition of the Lilou Group, which VRG S.A. announced. in--informed in Current Report No. 18/2025 dated July 8, 2025 and Current Report No. 24/2025 dated August 13, 2025, i.e. in execution of the preliminary conditional agreement concluded on July 8, 2025 concerning the acquisition by W.KRUK and WK SPV of shares and rights and obligations of partners in partnerships in the following entities: Lilou limited liability company, Bellver MYVOG Fundacja Rodzinna limited partnership, Lilou Online Shop limited liability company limited partnership, Lilou Retail limited liability company limited partnership and Logistics Retail limited liability company limited partnership. The amount due for the shares and rights and obligations of the partnerships comprising the Lilou group is PLN 116,332 thousand as of the closing date. PLN and will be subject to an adjustment resulting from the final recalculation of net working capital and net debt after the transaction closes. The transaction also included an earn-out,

contingent on the future results of the Lilou Group, which stipulates the obligation to pay MYVOG Family Foundation an amount not exceeding PLN 30,000,000. The transaction implements the Company's Capital Group's development vision through acquisitions of brands complementary to the Company's Capital Group portfolio. The transaction is co-financed with funds from the loan agreement, the conclusion of which was announced by VRG S.A. in Current Report No. 22/2025 dated July 23, 2025.

## **6.6. TRANSACTIONS WITH RELATED PARTIES**

### **ENTITIES AND PERSONS RELATED TO THE COMPANY'S KEY MANAGEMENT PERSONNEL AS OF DECEMBER 31, 2025, WITH WHOM TRANSACTIONS WERE CONCLUDED DURING THE REPORTING PERIOD**

From January 31, 2025, to June 25, 2025, mBank S.A. was an entity related to Mr. Paweł Kucharski, Member of the Supervisory Board.

In 2025, the Company entered into transactions with entities over which a member of the company's key management personnel has significant influence or a significant number of votes, directly or indirectly.

Colian Sp. z o.o. – purchase of products in 2025 in the amount of PLN 2,000 gross.

Key personnel are described in Note 6.12.

## **6.7. ISSUANCE, REDEMPTION AND REPAYMENT OF DEBT AND EQUITY SECURITIES**

During the 12 months ended December 31, 2025, the Parent Company did not issue, redeem or repay any equity securities.

## **6.8. DIVIDENDS PAID AND DECLARED**

The Capital Group has a Dividend Policy adopted by the Management Board of the Parent Company on May 18, 2022, which the Company announced in Current Report No. 18/2022, as follows:

"Dividend Policy of VRG S.A. with its registered office in Cracow.

One of the main goals of the Management Board of VRG S.A. with its registered office in Cracow (the "Company") is to share profits with shareholders through the payment of dividends. The Management Board intends to recommend to shareholders the payment of dividends in accordance with this dividend policy.

The Management Board intends to recommend annually to the General Meeting of the Company the payment of a dividend in the range between 20% and 70% of the consolidated net profit resulting from the Company's audited consolidated financial statements, assuming that the net debt/EBITDA ratio at the end of the financial year is less than 2.5." Each time before presenting a recommendation to the Company's general meeting, the Company's Management Board will take into account the following factors:

- the financial situation of the Company and its capital group,
- investment needs,
- liquidity situation,
- development prospects for the Company's capital group in the given market and macroeconomic situation,
- acquisition plans,
- bank covenants.

### **Proposal of the Management Board of VRG S.A. in Cracow to the Annual General Meeting of the Company regarding the distribution of the Company's net profit for the 2024 financial year**

On May 15, 2025, the Management Board of VRG S.A. adopted a resolution accepting the proposal of the Management Board of VRG S.A. in Kraków to the Annual General Meeting of the Company regarding the distribution of the Company's net profit for the 2024 financial year. The above motion included a recommendation not to pay a dividend from the Company's net profit for the

2024 financial year and to allocate the net profit reported in the Company's financial statements for the 2024 financial year in the amount of PLN 8,071,360.17 in its entirety to reserve capital.

The above recommendation assumed a departure from the dividend policy adopted by the Management Board of the Company on May 18, 2022, regarding the distribution of profit for 2024. The recommendation arose from the desire to provide the Company with the capital necessary for the further development of its operations and the implementation of planned investments, including: The development of the clothing and jewellery segments in terms of infrastructure supporting business management processes, as well as the opening of new or renovation of existing retail spaces in brick-and-mortar stores of the Company's Capital Group brands.

At its meeting on May 15, 2025, the Company's Supervisory Board adopted a resolution positively assessing the above-mentioned Management Board proposal. On June 25, 2025, the Annual General Meeting of VRG S.A. adopted a resolution regarding the distribution of the Company's net profit for the 2024 financial year, fully incorporating the above-mentioned Management Board proposal.

## **6.9. PROCEEDINGS PENDING BEFORE A COURT OR A PUBLIC ADMINISTRATION AUTHORITY**

There are no proceedings pending before a court, arbitration body or public administration body concerning the Group's liabilities or receivables, the value of which would have a significant impact on the assessment of the Group's situation.

## **6.10. TAX SETTLEMENTS**

Polish tax regulations are subject to frequent changes, causing significant differences in their interpretation and significant uncertainties in their application. Tax authorities have control instruments at their disposal that allow them to verify tax bases (in most cases, within the previous five financial years) and impose penalties and fines. Since July 15, 2016, the Tax Ordinance has also included the General Anti-Abuse Rule (GAAR), which is intended to prevent the creation and use of artificial legal structures created for tax avoidance purposes. The GAAR should be applied to transactions concluded after its entry into force as well as to transactions concluded before the GAAR entry into force, but for which benefits were or are still being realized after the entry into force. Consequently, determining tax liabilities, assets, and deferred tax liabilities may require significant judgment, including those related to transactions that have already occurred, and the amounts presented and disclosed in financial statements may change in the future as a result of tax authority audits.

### **Tax Capital Group ("TCG")**

On November 15, 2024, the Management Board of VRG S.A. adopted a resolution regarding: consent to the conclusion of the Tax Capital Group Agreement ("TCG"), which included VRG S.A. and its subsidiary W. KRUK S.A.

The VRG Tax Capital Group Agreement was concluded on November 15, 2024, with the first tax year beginning on January 1, 2025, for a period of three years.

In the agreement establishing the Tax Capital Group, VRG S.A. was designated as the company representing the TCG with respect to obligations arising from the Corporate Income Tax Act and the Tax Ordinance.

On December 5, 2024, the Management Board of VRG S.A. received the decision of the Head of the First Mazovian Tax Office in Warsaw on the registration of the agreement establishing PGK VRG.

## **6.11. INFORMATION ON GRANTING BY THE ISSUER OR ITS SUBSIDIARY A GUARANTEE FOR A CREDIT OR LOAN OR GRANTING A GUARANTEE TOGETHER TO ONE ENTITY OR SUBSIDIARY OF SUCH ENTITY, IF THE**



## TOTAL VALUE OF THE EXISTING GUARANTEES OR SURETIES IS SIGNIFICANT

As at 31 December 2025, there were no sureties or guarantees other than those granted to related entities, which are described in note 4.17.1.

## 6.12. REMUNERATION OF THE MANAGEMENT AND SUPERVISORY BOARD FOR 2025

| Management Board |   | PLN thousand |
|------------------|---|--------------|
| Mateusz Kolański | President of the Management Board                                   | 1,020        |
| Michał Zimnicki  | Executive Vice-President of the Management Board                    | 540          |
| Łukasz Bernacki  | Executive Vice-President of the Management Board                    | 120          |
| Marta Fryzowska  | Executive Vice-President of the Management Board /until 04.11.2024/ | 374          |
| <b>Total</b>     |   | <b>2,054</b> |

In 2025, Ms. Marta Fryzowska received remuneration due for the period until the date of termination of her employment contract, which occurred on February 28, 2025. In March 2025, severance pay was paid to Ms. Marta Fryzowska, who served as Vice President of the Management Board of the Parent Company until November 4, 2024, in the amount of PLN 259 thousand (included in the remuneration amount specified above). On September 24, 2025, severance pay in the amount of PLN 348 thousand (including PLN 108 thousand of accrued interest) was paid to Mr. Ernest Podgórski, who served as a Member of the Management Board from January 11, 2021 to June 28, 2021. The severance pay paid was included in the note "other operating expenses" to the consolidated financial statements.

| Supervisory Board   |   | PLN thousand |
|---------------------|---|--------------|
| Piotr Stępnia       | Chair of the Supervisory Board  | 339          |
| Piotr Kaczmarek     | Deputy Chair of the Supervisory Board /from 25.06.2025 /<br>Member of the Supervisory Board /from 25.06.2025 /  | 207          |
| Andrzej Szumański   | Member of the Supervisory Board /until 25.06.2025 /   | 119          |
| Marcin Gomoła       | Member of the Supervisory Board /until 25.06.2025 /   | 136          |
| Danuta Dąbrowska    | Member of the Supervisory Board /until 25.06.2025 /   | 119          |
| Blanka Borkowska    | Member of the Supervisory Board /until 25.06.2025 /   | 119          |
| Piotr Łagowski      | Member of the Supervisory Board /from 25.06.2025 /,<br>Deputy Chair of the Supervisory Board /from 27.06.2025 / | 59           |
| Marta Zgodzińska    | Member of the Supervisory Board /from 25.06.2025 /  | 59           |
| Aleksandra Kolańska | Member of the Supervisory Board /from 25.06.2025 /  | 52           |
| Paweł Kucharski     | Member of the Supervisory Board /from 31.01.2025 to 25.06.2025 /  | 87           |
| Wojciech Olejniczak | Member of the Supervisory Board /until 15.01.2025 /   | 8            |
| <b>Total</b>        |   | <b>1,304</b> |

Management and supervisory personnel at the Parent Company received remuneration for serving on the boards of its subsidiaries. The remuneration totalled:

|                  |   | w tys. zł. |
|------------------|---|------------|
| Piotr Łagowski   | Chair of the Supervisory Board of W. KRUK S.A.                  | 111        |
| Piotr Kaczmarek  | Deputy Chair of the Supervisory Board of W. KRUK S.A.           | 73         |
| Danuta Dąbrowska | Member of the Supervisory Board of W. KRUK S.A.                 | 73         |
| Łukasz Bernacki  | President of the Management Board of W.KRUK S.A.                | 1,171      |
| Michał Zimnicki  | Executive Vice-President of the Management Board of W.KRUK S.A. | 416        |

|       |       |
|-------|-------|
| Total | 1,844 |
|-------|-------|

Managers are entitled to benefits specified in their employment contracts or by virtue of their appointment.

Apart from the benefits listed above, there were no other benefits for managers and supervisors, including post-employment benefits, termination benefits, or other long-term benefits.

## 6.13. OTHER INFORMATION THAT IS RELEVANT FOR THE ASSESSMENT OF THE GROUP'S SITUATION

Below is a summary of the most important risk factors that may impact the Group's results and economic and financial position. The factors listed below may have a significant negative impact on the Group's development prospects, results, and financial position.

The following factors may have a negative impact on the Group's financial results over the next few quarters:

- Ongoing geopolitical tensions in the Middle East are impacting global supply chains, particularly through disruptions in maritime transport and increased freight costs. Additionally, this situation may cause fluctuations in energy commodity prices and exchange rates.
- Further increases in the prices of precious metals, especially silver.
- Inflation and price increases.
- Reductions in consumption.
- Armed conflict in Ukraine.
- Depreciation of the Polish złoty against the USD, EUR, and CHF.
- The economic and social situation in Poland.
- Changes in customs policies in leading global economies.

The Group's financial results over the next few quarters may be positively impacted by:

- Expanding the Group's offerings and improving the offerings in key product categories.
- New, proprietary jewellery collections that meet customer tastes.
- The impact of implemented sales support projects (marketing automation and CRM; one basket; AI-based replenishment and allocation model).
- Increased marketing expenditures and an improved marketing mix.
- Improved cost efficiency of the sales network and headquarters.
- Development of the online channel in the clothing and jewellery segments.
- Expansion of the jewellery segment's sales space.
- Appreciation of the PLN against the USD, EUR, and CHF.

## 6.14. MATERIAL RISKS AND TREATS

The risk management process is implemented based on the VRG Capital Group's Risk Management Policy. It supports the implementation of the Group's strategy and aims to ensure an appropriate level of security in business operations and financial reporting. The Capital Group strives to identify and manage risks related to the Group's operations at an early stage. The risk management process and methods are appropriate to the scale of the Group's operations and tailored to the level of risk. The risk management process is systematic and constantly evolving, adapting to new risk factors and sources, as well as the changing legal and economic environment. Risk management methods are periodically reviewed.

The Management Board is responsible for effective risk management. The Audit Committee, as a permanent collegial body of the Supervisory Board, exercises ongoing oversight of the Management Board's risk management activities.



Below is a summary of the most important risk factors that may impact the Group's results and economic and financial position. The factors listed below may have a significant negative impact on the Group's development prospects, results, and financial position.

| Risk   | Risk management   |
|--|---|
| Strategic risks  |   |
| Risk related to the macroeconomic and geopolitical situation | <p>Risk related to the lack of a flexible response to the dynamically changing, unstable macroeconomic and geopolitical situation. Risk factors include: weak economic growth, rising unemployment, declining individual consumption, rising inflation, the energy crisis, an increase in the minimum wage in Poland, conflicts in Ukraine and the Middle East, and changes in customs policies in leading global economies.</p> <p>Risk mitigation mechanisms include: Cost optimization. Continuous monitoring of the economic situation (analysis of the impact of the environment on operations), including ongoing monitoring of the situation in the Middle East and, based on this, reviewing development directions and goals. Diversification of supply sources and production locations. Withdrawal from high-risk projects.</p>  |
| Incorrect strategy   | <p>There is a risk that the goals were defined incorrectly and/or the wrong approach was adopted to achieve them. The Group's assumptions will prove inappropriate to changing customer expectations or market conditions. There is a risk that the implementation of tasks will be delayed, or that some elements will be impossible to implement or will not deliver the expected results.</p> <p>Risk mitigation mechanisms include: Ongoing and periodic monitoring by the Management Boards and Supervisory Boards of Group companies of the implementation of assumptions based on indicators and defined goals. Based on this monitoring, verification of development directions and goals. Acquisition and analysis of market, customer, and competitive data. Optimization of store stock levels and inventory levels. Implementation of new initiatives. Verification of the profitability of the company's own stores – increasing sales per square meter and improving the network's EBIT. Support for offline and online traffic and building brand awareness. A multibrand project as an offer for franchisees. Incentive programs for sales advisors. The company's mission in the spirit of slow fashion and market communication. Sales development in markets other than Poland. Investment in e-commerce channel development. Acquisition of the Lilou brand – acquiring a strong and recognizable brand with an established market position, offering a unique product and range that does not directly compete with W.KRUK's offerings, with a different pricing positioning and access to a different, younger target group, with significant potential for further growth.</p> |

|  |   |
|--|---|
| <p>Unsuccessful collection and its suboptimal introduction</p> | <p>The VRG Capital Group operates in a highly competitive, volatile, and demanding apparel market. A poorly planned collection, a poorly executed collection, or its suboptimal implementation can have a significant impact on the financial result.</p> <p>Risk mitigation mechanisms include: Monitoring and analyzing the latest fashion trends for brand relevance. Defining the target audience for each brand. Communicating the collection externally. Diversifying brand IDs. Monitoring consumer behaviour. Aligning the assortment plan with budgets and sales peaks. Analyzing sales rankings, analyzing customer and store manager feedback, post-season collection reviews, and developing new products based on these findings.</p>  |
|  | <p>Collection pyramid – optimal distribution of core, commercial, and trending products. Optimized pricing policy. Permanent inventory, ensuring the availability of core products. Competitive analysis. Updating the buyer and design calendar. Diversification of markets and suppliers. Regular additions to the offer with new products (seasonal and trend-oriented).</p>   |
| <p>Suboptimal sales and purchasing budget planning</p>         | <p>Risks related to the sales planning process and purchasing budget. Planning errors can have a significant impact on the financial result.</p> <p>Risk mitigation mechanisms include: Sales budget (revenue and margin plan). Continuous monitoring and analysis of results, adapting the plan to the size of the retail space. Optimizing resale volume of the new collection. Dedicated team of experts.</p>  |
| <p>Financial risks</p>   |   |
| <p>Currency risk</p>   | <p>The Group generates revenues mainly in PLN, but incurs significant costs in EUR, US dollars and Swiss francs, which exposes the financial result to exchange rate risk. In periods of weakening of the Polish zloty in relation to the main settlement currencies, the Group incurs higher costs. At the same time, a potentially negative valuation of liabilities in foreign currencies results in a deterioration of the balance sheet structure. An important element of risk is the valuation of accumulated lease liabilities for the rental of commercial premises.</p> <p>Risk mitigation mechanisms include: creating a forecast of currency flows; use of hedging instruments (in the event of negative forecasts regarding future exchange rates); securing the reserve for currency risk at the budget level; purchasing currency as part of negotiated transactions (spot transactions); price management taking into account variable exchange rates; using forecasts regarding future exchange rates; use of reverse factoring in currencies; maintaining active treasury limits in order to conclude futures transactions.</p> |
| <p>Credit risk</p>   | <p>The Group's companies are parties to bank loan agreements. These agreements contain a number of conditions and covenants that the Companies are obliged to implement. If the economic situation deteriorates and demand for the Company's products weakens, the fulfilment of covenants may be at risk, which causes the risk of termination of bank loans by financing banks. Due to the large amount of financing, it may turn out that the Company will not be able to obtain refinancing in a short-time.</p> <p>Risk mitigation mechanisms include: timely settlement of liabilities to banks; monitoring compliance with covenants (including monitoring the valuation of collateral, e.g. trademarks, inventories); providing the financing banks with information on the financial</p>   |

|                    |   |
|--------------------|---|
|                    | situation on an ongoing basis; external audits of financial statements (annual and semi-annual) confirming the reliability of data.   |
| Liquidity risk     | <p>The Group has liabilities under bank loan agreements and trade liabilities. The above liabilities are serviced primarily using current operating cash flows. In the extreme case of a sudden, simultaneous drop in demand and an increase in costs (especially in the event of a deep weakening of the Polish zloty) or a temporary loss of revenues as a result of extraordinary events, the Group may experience difficulties in maintaining financial liquidity.</p> <p>Risk mitigation mechanisms include: developing a budget for a given year, monitoring the cash flow process and managing payment deadlines.</p>  |
| Operating risks    |   |
| Cybersecurity risk | <p>Cybersecurity risk is the risk of attack, damage or unauthorized access to an enterprise's data, IT networks, devices and programs. Technical safeguards do not eliminate risk. The human factor may be a weak point leading to risk.</p> <p>Risk mitigation mechanisms include: the process of granting permissions to systems and procedures for managing access to internal systems; continuous system update of technical and anti-virus security; employee training, awareness building, information materials and procedures; external security audits.</p>  |
| Delays in supplies | <p>Risk related to delayed deliveries of finished goods, raw materials, and additives. Potential delays may result in lost sales and impact the financial result.</p> <p>Risk mitigation mechanisms include: Monitoring deliveries. Verification of logistics operators, collaboration with reliable suppliers of goods and transportation services. Requirements for suppliers of goods and transportation services, and quality control. If necessary, changing the mode of transport or service. Insurance. Limiting the number of air freight shipments through the Middle East and ongoing monitoring of the situation in the Middle East. Securing an adequate supply of packaging.</p> |

## TABLE OF SENSITIVITY OF FINANCIAL RESULT TO CHANGES IN EXCHANGE RATES OF BALANCE SHEET ITEMS:

| Value after conversion to PLN<br>(PLN m) | FX volatility | EUR  | USD  | CHF  |
|--|---------------|------|------|------|
| <b>Financial assets</b>                  |               |      |      |      |
| Cash                                     |               | 1.0  | 2.8  | 0    |
| Trade receivables                        |               | 4.4  | 5.8  | 0.4  |
| <b>Liabilities</b>                       |               |      |      |      |
| Factoring liabilities                    |               | 4.5  | 12.4 | 0    |
| Trade liabilities                        |               | 18.9 | 50.1 | 11.5 |

|   |     |       |      |      |
|---|-----|-------|------|------|
| Lease liabilities                       |     | 307.5 | 0    | 0    |
| <b>Currency risk exposure (balance)</b> |     |       |      |      |
| <b>Balance at 31.12.2025</b>            |     |       |      |      |
| Increase in FX rates                    | +5% | -16.3 | -2.7 | -0.6 |
| Fall in FX rates                        | -5% | 16.3  | 2.7  | 0.6  |
| <b>Balance at 31.12.2024</b>            |     |       |      |      |
| Increase in FX rates                    | +5% | -15.3 | -1.6 | -0.5 |
| Fall in FX rates                        | -5% | 15.3  | 1.6  | 0.5  |

## 6.15. CAPITAL MANAGEMENT

|                    |  |
|--------------------|--|
| Capital management | <p>Capital management in the Capital Group aims to maintain the ability to continue operations, taking into account the implementation of planned investments, so that the Capital Group generates returns and economic benefits for shareholders/investors in the future.</p> <p>The use of capital is monitored on an ongoing basis by analysing indicators and comparing the situation of the Capital Group against the industry in which the Capital Group operates.</p> <p>The Capital Group is not subject to externally imposed capital requirements. Compared to the previous reporting period, there were no changes in the principles and processes of capital management.</p> |
|--------------------|--|

### TABLE OF LONG-TERM DEBT RATIO TO EQUITY:

| Net debt (PLN thousand)                                    | 31.12.2025     | 31.12.2024<br>after adjustment |
|--|----------------|--------------------------------|
| <b>Long-term indebtedness</b>                              | <b>217,921</b> | <b>203,919</b>                 |
| Long-term bank loans and loans                             | 0              | 0                              |
| Finance lease liabilities                                  | 217,921        | 203,919                        |
| - including leases of commercial premises and office space | 216,845        | 202,095                        |
| <b>Short-term indebtedness</b>                             | <b>156,433</b> | <b>179,274</b>                 |
| Bank loans and loans                                       | 35,033         | 61,047                         |
| Short-term part of long-term bank loans and loans          | 16,883         | 12,488                         |
| Factoring liabilities                                      | 104,517        | 105,739                        |
| Finance lease liabilities                                  | 103,535        | 104,764                        |
| - including leases of commercial premises and office space | 67,412         | 16,987                         |
| <b>Cash</b>  | <b>306,942</b> | <b>366,206</b>                 |
| Net debt   | 273,603        | 260,140                        |
| <b>EBITDA</b>  | <b>1.1</b>     | <b>1.4</b>                     |

## 6.16. AUDITING COMPANY REMUNERATION

The presented financial data of the Parent Company and its subsidiaries, W.KRUK S.A., based in Cracow, and DCG S.A., based in Warsaw, as of December 31, 2025, and for the twelve-month period ended on that date, were audited by a certified auditor. The independent auditor's report on the annual consolidated financial statements is attached to this report. The comparable financial data as of December 31, 2024, included in these financial statements, was audited by an auditor, and the independent auditor's report on the audit of these financial statements is attached to the 2024 report.

The entity authorized to audit the Group's financial statements for 2025 was Grant Thornton Polska P.S.A., with which on July 29, 2024, an agreement was concluded for the review of the separate interim financial statements, the review of the condensed interim

consolidated financial statements, the audit of the separate annual financial statements, the audit of the consolidated financial statements and the assessment of the remuneration report and verification of sustainable development reporting. The total remuneration resulting from the concluded agreement for the review and audit of the financial statements for 2025 amounted to PLN 483.5 thousand, and for 2024 it amounted to PLN 487.50 thousand.

## 6.17. APPROVAL OF FINANCIAL STATEMENTS

These consolidated financial statements were approved for publication and signed by the Management Board of the Parent Company on April 24, 2026.

## 7. STATEMENT OF THE MANAGEMENT BOARD

The Management Board of the Parent Company declares that, to the best of its knowledge, the consolidated financial statements and comparative data have been prepared in accordance with applicable accounting principles and that they truly, fairly, and clearly reflect the assets and financial position of the VRG Group and its financial results.

The Management Board of the Parent Company declares that the Management Board's report on the activities provides a fair view of the development and profitability of the activities and situation of the VRG Group, as well as the consolidated entities taken as a whole, including a description of key risks and uncertainties, and that the Management Board's report on the activities of the VRG Group has been prepared in accordance with the requirements of the Accounting Act.

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**Mateusz Kolański**  
President of the Management  
Board

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**Michał Zimnicki**  
Executive Vice President  
of the Management Board

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**Łukasz Bernacki**  
Executive Vice President  
of the Management Board

*Signature of a person entrusted with bookkeeping*

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**Ewa Bosak**  
Chief Accountant



**VRG**  
VISTULA RETAIL GROUP

VISTULA

BYTOM  
SZTUKA KRAWIECTWA OD 1945

WÓLCZANKA

DENI CLER  
MILANO

WKURK  
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Lilou