



**INDUSTRIAL HOLDING BULGARIA PLC**

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**PUBLIC NOTIFICATION FOR FINANCIAL POSITION  
ON A STAND-ALONE BASIS  
30 DECEMBER 2025**

## CORPORATE INFORMATION

Industrial Holding Bulgaria PLC (the Company) is a joint stock company (PLC) registered in the Republic of Bulgaria under Company File number 13081/1996, with its headquarters and registered office at 79, Knyaginya Maria Luiza Boulevard, Sofia City, Bulgaria. The Company's financial year ends on 31 December.

The Company's capital was 96,808,417 as of 31 December 2025. On 1 January 2026, following the adoption of the euro as the official currency of the Republic of Bulgaria, the capital became EUR 49,372,292.67, divided into 96,808,417 shares with a par value of EUR 0.51 each. The currency translation was carried out in compliance with the requirements of applicable legislation. The Company uses a two-tier governance system: a Supervisory Board and a Management Board.

The Company's scope of activity includes the acquisition, management, assessment, and sale of shares in Bulgarian and foreign companies, as well as the acquisition, evaluation, and sale of patents; the licensing of patents to companies in which the Company holds shares and financing companies in which it holds shares, and any other activity not prohibited by law.

The existence of the Company shall be perpetual, and the Company is not limited by any other resolute condition.

Industrial Holding Bulgaria is entered in the Commercial Register kept by the Registry Agency under Unified Identification Code 121631219. The Company is registered in compliance with the Value Added Tax Act. The Company's shares are listed on the Bulgarian Stock Exchange AD in Sofia.

## SEPARATE STATEMENT OF THE PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the period ended 31 December 2025

In BGN'000	31 December 2025	31 December 2024
Interest and dividend income	9,716	7,584
Other income	-	48
	<b>9,716</b>	<b>7,632</b>
Reversed loss/(Recognised loss) on impairment of investments, net	-	6,867
Employee benefit expenses	(808)	(817)
Hired service expenses	(283)	(317)
Other operating expenses	(276)	(332)
<b>Operating profit</b>	<b>8,349</b>	<b>13,033</b>
Finance income	-	3,325
Finance costs	(5,774)	(389)
<b>Operating profit before taxes</b>	<b>2,575</b>	<b>15,969</b>
Income tax (expense)/benefit	(1)	(328)
<b>Profit for the period</b>	<b>2,574</b>	<b>15,641</b>
Other comprehensive income	-	-
<b>Total comprehensive income for the period</b>	<b>2,574</b>	<b>15,641</b>

**SEPARATE STATEMENT OF FINANCIAL POSITION**

As of 31 December 2025

In BGN'000	31 December 2025	31 December 2024
<b>Assets</b>		
<b>Non – current assets</b>		
Non-current tangible and intangible assets	340	401
Right-to-use assets	557	623
Investments in subsidiaries	215,031	215,031
Debt instruments at fair value	3,933	-
Loans to related parties	69,544	61,604
Differed tax asset	-	5
<b>Total non-current assets</b>	<b>289,405</b>	<b>277,664</b>
<b>Current assets</b>		
Loans to related parties	2,503	4,945
Trade and other receivables	4,901	744
Debt instruments at fair value	55	-
Cash and cash equivalents	19,939	23,211
<b>Total current assets</b>	<b>27,398</b>	<b>28,900</b>
<b>TOTAL ASSETS</b>	<b>316,803</b>	<b>306,564</b>
<b>Equity and liabilities</b>		
<b>Equity</b>		
Share capital	96,808	96,808
Share premium	31,016	31,016
Statutory and other reserves	9,741	9,661
Retained earnings	146,729	144,155
<b>Total equity</b>	<b>284,294</b>	<b>281,640</b>
<b>Non-current liabilities</b>		
Interest-bearing bank loans	8,454	12,373
Loans and deposits from related parties	14,629	7,000
Lease liabilities	501	565
Retirement benefit liabilities	15	27
Deferred tax liabilities	5	-
<b>Total non-current liabilities</b>	<b>23,604</b>	<b>19,965</b>
<b>Current liabilities</b>		
Interest-bearing bank loans	5,572	3,926
Loans and deposits from related parties	3,180	662
Lease liabilities	78	74
Trade and other payables	75	120
Income tax liabilities	-	177
<b>Total current liabilities</b>	<b>8,905</b>	<b>4,959</b>
<b>Total liabilities</b>	<b>32,509</b>	<b>24,924</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>316,803</b>	<b>306,564</b>

## SEPARATE STATEMENT OF CASH FLOWS

For the period ended 31 December 2025

In BGN'000	31 December 2025	31 December 2024
<b>Operating activity</b>		
Dividends received	2,396	3,755
Cash loans repaid from related parties	7,408	38,565
Cash loans to related parties	(15,253)	(54,494)
Interest received on loans to related parties	1,396	1,534
Payments for the acquisition of stocks and shares, and for increasing the capital of subsidiaries	-	(26,972)
Proceeds from the reduction of capital of subsidiaries	-	14,422
Purchase of debt instruments (US government securities)	(4,024)	(9,349)
Sale of debt instruments (US government securities) and interest received thereon	66	10,157
Interest received on bank deposits	558	1,155
Income taxes paid	(177)	(150)
Employee benefit payments	(822)	(839)
Foreign exchange differences	(2,572)	1,734
Other proceeds / (payments) from/to contractors, net	(462)	(485)
<b>Net cash flows from operating activity</b>	<b>(11,486)</b>	<b>(20,967)</b>
<b>Investing activity</b>		
Purchase of non-current tangible and intangible assets	-	(245)
Sale of non-current tangible and intangible assets	-	43
<b>Net cash flows from investing activity</b>	<b>-</b>	<b>(202)</b>
<b>Financing activity</b>		
Interest-bearing bank loans received	1,648	1,457
Principal paid on interest-bearing bank loans	(3,919)	(3,266)
Interest and charges paid on interest-bearing bank loans	(246)	(286)
Loans and deposits from related parties	11,187	8,300
Repaid loans and refunded deposits from related parties	(171)	-
Interest paid on loans and deposits from related parties	(194)	(49)
Lease liabilities paid	(74)	(71)
Interest paid on leases	(17)	(18)
<b>Net cash flows from financing activity</b>	<b>8,214</b>	<b>6,067</b>
<b>Net increase of cash and cash equivalents</b>	<b>(3,272)</b>	<b>(15,102)</b>
Cash and cash equivalents on 1 January	23,211	38,313
<b>Cash and cash equivalents on 31 December</b>	<b>19,939</b>	<b>23,211</b>

**SEPARATE STATEMENT OF CHANGES IN EQUITY**

For the period ended 31 December 2025

	Share capital	Share premium	Statutory and additional reserves	Reserve from revaluation of debt instruments	Retained earnings	Total
In BGN'000						
<b>On 1 January 2024</b>	<b>96,808</b>	<b>31,016</b>	<b>9,661</b>	<b>-</b>	<b>128,518</b>	<b>266,003</b>
<b>Comprehensive income for the period</b>						
Profit for the period	-	-	-	-	15,641	15,641
Other comprehensive income for the period	-	-	-	-	(4)	(4)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>15,637</b>	<b>15,637</b>
<b>On 31 December 2024</b>	<b>96,808</b>	<b>31,016</b>	<b>9,661</b>	<b>-</b>	<b>144,155</b>	<b>281,640</b>
<b>On 1 January 2025</b>	<b>96,808</b>	<b>31,016</b>	<b>9,661</b>	<b>-</b>	<b>144,155</b>	<b>281,640</b>
<b>Comprehensive income for the period</b>						
Profit for the period	-	-	-	-	2,574	2,574
Other comprehensive income for the period	-	-	-	80	-	80
<b>Total comprehensive loss for the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>80</b>	<b>2,574</b>	<b>2,654</b>
<b>On 31 December 2025</b>	<b>96,808</b>	<b>31,016</b>	<b>9,661</b>	<b>80</b>	<b>146,729</b>	<b>284,294</b>

## 1. INTEREST AND DIVIDEND INCOME

In BGN'000	31 December 2025	31 December 2024
Dividend income	7,389	4,935
Interest income	2,327	2,649
	<b>9,716</b>	<b>7,584</b>

Dividend income in 2025 and 2024 is distributed as follows:

In BGN'000	31 December 2025	31 December 2024
Bulyard Shipbuilding Industry EAD	3,560	-
ZMM Bulgaria Holding EAD	2,188	2,163
Maritime Holding AD	1,441	210
IHB Shipdesign AD	200	221
KRZ Port Burgas AD	-	2,341
	<b>7,389</b>	<b>4,935</b>

Interest income reported in 2025 and 2024 is as follows:

In BGN'000	31 December 2025	31 December 2024
Interest income on loans – related parties	1,568	1,448
Interest income on deposits with banks - related parties	434	854
Interest income on deposits with banks - unrelated parties	206	233
Interest income on debt instruments (US government securities)	119	114
	<b>2,327</b>	<b>2,649</b>

## 2. EMPLOYEE BENEFIT EXPENSES

In BGN'000	31 December 2025	31 December 2024
Wages and salaries	(696)	(703)
Social insurance costs and other fringe benefits	(112)	(114)
	<b>(808)</b>	<b>(817)</b>

## 3. OTHER OPERATING EXPENSES

In BGN'000	31 December 2025	31 December 2024
Depreciation / amortisation expenses	(147)	(140)
Costs of materials	(18)	(19)
Other operating expenses	(111)	(173)
	<b>(276)</b>	<b>(332)</b>

#### 4. FINANCE INCOME AND FINANCE COSTS

In BGN'000	31 December 2025	31 December 2024
Foreign exchange gains, net	-	2,505
Profit from the sale of debt instruments (US government securities)	-	820
<b>Finance income</b>	<b>-</b>	<b>3,325</b>

In BGN'000	31 December 2025	31 December 2024
Foreign exchange losses, net	(5,269)	-
Interest expenses on interest-bearing bank loans	(216)	(253)
Interest expenses on loans and deposits from related parties	(241)	(67)
Interest expenses on leases	(17)	(18)
Bank charges on interest-bearing bank loans	(28)	(32)
Other finance costs	(3)	(19)
<b>Finance costs</b>	<b>(5,774)</b>	<b>(389)</b>

#### 5. INCOME TAX

The reconciliation of income tax expenses and the accounting profit multiplied by the applicable rate for the periods ended 31 December 2025 and 31 December 2024 is as follows:

In BGN'000	31 December 2025	31 December 2024
<b>Profit before taxes</b>	<b>2,575</b>	<b>15,969</b>
Income tax expense at the applicable tax rate of 10% (2024: 10%)	(258)	(1,597)
Income, exempt from taxation – dividends	739	493
Utilisation of tax losses for which no deferred tax asset has been recognised	-	77
Unrecognised deferred tax asset on a tax loss for the current year	(482)	-
Reversed impairment loss, for which no deferred tax asset has been recognised	-	687
Utilisation of a temporary tax difference, for which no deferred tax asset has been recognised	-	13
Other movements of temporary differences	-	(1)
<b>Income tax expense at an effective tax rate of 0.04 % (2024: 2 %)</b>	<b>(1)</b>	<b>(328)</b>

As of 31 December 2025, the Company reported a deferred tax liability of BGN 11 thousand (as of 31 December 2024: a deferred tax asset of BGN 5 thousand).

## 6. INVESTMENTS IN SUBSIDIARIES

Investments, held by the Company as of 31 December 2025 и към 31 December 2024 are as follows:

In BGN'000	Country of registration	Amount of the shareholding as of 31 December 2025	Percentage of the shareholding as of 31 December 2025	Amount of the shareholding as of 31 December 2024	Percentage of the shareholding as of 31 December 2024
Privat Engineering EAD	Bulgaria	52,687	100.00%	52,687	100.00%
ZMM Bulgaria Holding EAD	Bulgaria	4,795	100.00%	4,795	100.00%
KRZ Port Burgas AD	Bulgaria	4,774	99.65%	4,774	99.65%
KLVK AD	Bulgaria	46,096	67.96%	46,096	67.96%
International Industrial Holding Bulgaria AG	Switzerland	130	100.00%	130	100.00%
Maritime Holding AD	Bulgaria	400	61.00%	400	61.00%
Bulyard Shipbuilding Industry EAD	Bulgaria	53,459	100.00%	53,459	100.00%
Odessos PBM EAD	Bulgaria	33,373	100.00%	33,373	100.00%
IHB Shipdesign AD	Bulgaria	70	70.00%	70	70.00%
Bulport Logistics AD	Bulgaria	19,247	46.12%	19,247	46.12%
		215,031		215,031	

## 7. CASH AND CASH EQUIVALENTS

In BGN'000	31 December 2025	31 December 2024
Cash with banks-related parties	13,771	16,266
Cash with banks-others	6,167	6,945
Cash on hand	1	-
<b>Cash and cash equivalents presented in the Statement of Cash Flows</b>	<b>19,939</b>	<b>23,211</b>
Restricted cash	-	-
<b>Cash and cash equivalents presented in the Statement of Financial Position</b>	<b>19,939</b>	<b>23,211</b>

Cash denominated in BGN is measured at its nominal value, and that denominated in foreign currency is measured at the closing exchange rate of BNB at the end of the reporting period. Foreign exchange differences are reported as current income and expenses, respectively.

## 8. INTEREST-BEARING LOANS

### Non-current portion of long-term interest-bearing bank loans

in BGN'000	Currency	Interest rate %	Maturity	31 December 2025	31 December 2024
Bank loan contract No. 22F-000155 of 24 February 2022	EUR	1.40%	2029	8,454	12,373
				<b>8,454</b>	<b>12,373</b>

**Current portion of long-term interest-bearing bank loans and short-term interest-bearing bank loans**

In BGN'000	Currency	Interest rate %	Maturity	31 December 2025	31 December 2024
Bank loan contract No. 22F-000155 of 24 February 2022	EUR	1.40%	2029	3,924	3,926
Bank loan contract No. 22F-001225 of 07 November 2022	BGN	РЛП + 1.7%	2026	1,648	-
				<b>5,572</b>	<b>3,926</b>
In BGN'000				<b>31 December 2025</b>	<b>31 December 2024</b>
Principal payable				14,021	16,292
Interest payable				5	7
				<b>14,026</b>	<b>16,299</b>

Bank Loan Contract No. 22F-000155 was concluded to secure loan funds for investments of a subsidiary that is also a co-debtor under the contract, and guarantors are other subsidiaries. The contract is secured by mortgages on real estate (land and buildings) of the subsidiary implementing the investment project. The deadline for loan repayment was until February 2029.

Under Bank Loan Contract No. 22F-001225 concluded with a commercial bank, Industrial Holding Bulgaria PLC was granted a total limit for working capital financing, issuance of bank guarantees and letters of credit of the Holding and/or its Group companies in the amount of up to BGN 12,000 thousand. In October 2025, an annex was signed for revolving the part of the loan used as overdraft until 04 November 2026. The current floating interest rates are as follows: (a) for loans denominated in EUR – a one-month EURIBOR + 1.2%, but not less than 1.2%; (b) for loans denominated in BGN – the reference interest rate of the financing bank + 1.7%, but not less than 1.7%. There was no change in the interest rate levels due to the adoption of the euro as the official currency of the Republic of Bulgaria as of 01 January 2026. The agreement is secured by mortgages on real estate (land and buildings) of a Group company, which is also a guarantor under the loan. The amount of BGN 1,648 thousand was utilised under the contract as of 31 December 2025.

**9. LEASE**

Industrial Holding Bulgaria used an office under an office rental agreement concluded with a company under joint control of the persons exercising control for a 10-year term.

The lease liability represents the discounted amount of the estimated rental payments under a contract for the rent of an office (a building). The Company also recognised a right-of-use asset under the same contract.

**Lease liability**

In BGN'000	31 December 2025	31 December 2024
<b>Balance at the beginning of the period</b>	<b>639</b>	<b>694</b>
Recalculation of the lease liabilities due to modification	14	16
Interest expenses for the period	17	18
Lease payments for the period	(91)	(89)
<b>Balance at the end of the period</b>	<b>579</b>	<b>639</b>
Long-term portion	501	565
Short-term portion	78	74

## 10. EQUITY

The share capital is stated at par according to the registration with the Commercial register.

In BGN'000	31 December 2025	31 December 2024
96,808,417 ordinary shares with a nominal value of BGN 1 each	96,808	96,808
	<b>96,808</b>	<b>96,808</b>

As of 31 December 2025, the Company's capital comprised 96,808,417 dematerialised registered voting shares with a nominal value of BGN 1 each, listed for trading on the Bulgarian Stock Exchange. From 01 January 2026, following the adoption of the euro as the official currency of the Republic of Bulgaria, the nominal value of a share is EUR 0.51. The share capital is subscribed to at its nominal amount and is fully paid in. There are no preference shares or bearer's shares.

The shareholders of Industrial Holding Bulgaria PLC holding directly more than 5% of the company's capital as of 31 December 2025 are as follows:

In BGN'000	Number of shares as of 31 December 2025	31 December 2025
BULLS AD	66,339,143	68.53%
DZH AD	9,657,874	9.98%
Other natural persons and legal entities	20,811,400	21.49%
	<b>96,808,417</b>	<b>100.00%</b>

### Treasury shares redeemed

By a decision of the General Meeting of Shareholders of Industrial Holding Bulgaria PLC dated 18 November 2021, another 5-year procedure was initiated with the following parameters:

- Number of shares to be redeemed annually for a period of five years - up to 3% of the registered capital of the Company for each calendar year, but not more than 10% in total for the entire redemption period and not more than 10% of the whole capital of the Company;
- Minimum redemption price - BGN 1.00 per share;
- Maximum redemption price - BGN 3.00 per share.

Allianz Bank Bulgaria AD was elected as an investment intermediary.

The Company did not hold treasury shares redeemed as of 31 December 2025.

## 11. RELATED PARTY DISCLOSURES

The Company is a related party with the following persons in accordance with the definitions of IAS 24:

### I. Persons exercising control

- Bulls AD, a company that holds directly 68.53% of Industrial Holding Bulgaria PLC.
- Dimitar Zhelev, a person exercising control over Bulls AD and husband of Daneta Zheleva, the Chief Executive Officer of Industrial Holding Bulgaria PLC.

### II. Key management personnel, including the Management and the Supervisory Board of the Company

### III. Entities under the joint control of the Persons exercising control

### IV. Entities, over which the persons that have control also exercise significant influence or are members of their key management personnel

## V. Subsidiaries

- Direct subsidiaries  
The direct subsidiaries of Industrial Holding Bulgaria PLC as of 31 December 2025 and 31 December 2024 are disclosed in Investments in subsidiaries.
- Indirect subsidiaries
  - subsidiaries of the direct subsidiary ZMM Bulgaria Holding EAD - ZMM Sliven AD and ZMM Nova Zagora AD, and IHB Metal Castings EAD;
  - subsidiaries of the direct subsidiary Privat Engineering EAD – IHB Shipping Co EAD, Karvuna Ltd, Tirista Ltd and Karia Ltd;
  - subsidiaries of the direct subsidiary KLVK AD - Bulport Logistics AD, Serdika Ltd, Odria Ltd, Ticha Ltd and Vaya Ltd.
  - subsidiaries of the direct subsidiary Maritime Holding AD – Bulgarian Register of Shipping EAD (until 22 October 2025). On 22 October 2025, Maritime Holding AD sold its interest in the subsidiary to an unrelated party.

## VI. Associated companies

- associated companies of the direct subsidiary International Industrial Holding Bulgaria AG – CI NMF II Black Sea JV Holdco B.V. and Drazhki Varna EAD.

**11.1. RECEIVABLES FROM AND PAYABLES TO RELATED PARTIES****Loans to related parties**

In BGN'000		31 December 2025	31 December 2024
Subsidiaries	Non-current portion of long-term loans	69,493	61,553
Associated companies	Non-current portion of long-term loans	51	51
		<b>69,544</b>	<b>61,604</b>
Subsidiaries	Current portion of long-term loans	2,495	4,941
Associated companies	Current portion of long-term loans	8	4
		<b>2,503</b>	<b>4,945</b>
		<b>72,047</b>	<b>66,549</b>
	Principal	71,773	66,415
	Interest	274	134

The loan originated to Karvuna Ltd in the amount of BGN 1,319 thousand was secured by a sea mortgage on m/v Karvuna, owned by the subsidiary.

**Trade and other receivables from related parties**

In BGN'000		31 December 2025	31 December 2024
Subsidiaries	Dividends	4,448	370
Entities, over which the persons with control exercise significant influence or are members of their key management personnel	Prepayments	6	5
	Interest on bank deposits	164	71
Entities under joint control of the persons exercising control.	Deposit under a rental agreement	6	6
	Prepayments	2	3
		<b>4,626</b>	<b>455</b>

**Trade and other payables to related parties**

In BGN'000		31 December 2025	31 December 2024
Entities under joint control of the persons exercising control	Payables to suppliers	3	3
		-	-
		3	3

**Cash with banks - related parties**

In BGN'000		31 December 2025	31 December 2024
Entities over which the persons with control exercise significant influence or are members of their key management personnel		13,771	16,266
		-	-
		<b>13,771</b>	<b>16,266</b>

**Loans from related parties**

In BGN'000		31 December 2025	31 December 2024
Persons exercising control	Non-current portion of long-term loans	14,629	7,000
	Current portion of long-term loans	49	11
		<b>14,678</b>	<b>7,011</b>
	Principal	14,629	7,000
	Interest	49	11

**Deposits from related parties**

In BGN'000		31 December 2025	31 December 2024
Subsidiaries	Current portion of long-term deposits	2,732	651
Subsidiaries	Short-term deposits	399	-
		3,131	651
	Principal	3,123	650
	Interest	8	1

**Lease liabilities under contracts with related parties**

In BGN'000		31 December 2025	31 December 2024
Entities under joint control of the persons exercising control		579	639
<b>Balance at the period-end</b>		<b>579</b>	<b>639</b>
Long-term portion		501	565
Short-term portion		78	74

The fee due under a lease contract concluded with a company under joint control of the persons exercising control in 2025 is BGN 91 thousand and the cash outflow is BGN 91 thousand.

**11.2. RELATED PARTY TRANSACTIONS****Sales transactions**

In BGN'000		31 December 2025	31 December 2024
Dividend income	Subsidiaries	7,389	4,935
		<b>7,389</b>	<b>4,935</b>

**Purchase transactions**

In BGN'000		31 December 2025	31 December 2024
Hired service expenses	Entities over which the persons with control exercise significant influence or are members of their key management personnel	16	9
Other expenses	Entities under joint control of the persons exercising control	37	35
Other finance costs	Entities over which the persons with control exercise significant influence or are members of their key management personnel	1	1
		<b>54</b>	<b>45</b>

**Loans to related parties**

In BGN'000		Loans granted	Non-monetary increase/ (decrease)	Received principal	Interest income	Received interest
Subsidiaries	31 December 2025	(15,253)	-	7,408	1,564	1,396
Associated companies	31 December 2025	-	-	-	4	-
Subsidiaries	31 December 2024	(54,494)	-	38,565	1,444	1,534
Associated companies	31 December 2024	-	-	-	4	-
	<b>31 December 2025</b>	<b>(15,253)</b>	<b>-</b>	<b>7,408</b>	<b>1,568</b>	<b>1,396</b>
	<b>31 December 2024</b>	<b>(54,494)</b>	<b>-</b>	<b>38,565</b>	<b>1,448</b>	<b>1,534</b>

Loans granted as of 31 December 2025 mature in 2026-2032. The agreed interest rates vary from 2.1% to 3.30%, except for: (a) an investment loan granted to a subsidiary, which bears an interest rate of 1.6%; the loan was financed by a targeted bank loan, and (b) a loan granted to an associated company, which bears an interest rate of 7.50%.

Interest income on deposits placed by Industrial Holding Bulgaria PLC with a bank-related party (entities over which the persons with control exercise significant influence or are members of their key management personnel) in 2025 amounts to BGN 434 thousand. Interest on deposits paid by the bank during the period amounted to BGN 341 thousand.

**Loans from related parties**

In BGN'000		Loans received	Non-monetary increases/ (decreases)	Reimbursed principal	Interest expenses	Paid interest
Persons exercising control	31 December 2025	7,629	-	-	(208)	(170)
Persons exercising control	31 December 2024	7,000	-	-	(60)	(49)
	<b>31 December 2025</b>	<b>7,629</b>	<b>-</b>	<b>-</b>	<b>(208)</b>	<b>(170)</b>
	<b>31 December 2024</b>	<b>7,000</b>	<b>-</b>	<b>-</b>	<b>(60)</b>	<b>(49)</b>

**Deposits from related parties**

In BGN'000		Deposits received	Non-monetary increases/ (decreases)	Reimbursed principal	Interest expenses	Paid interest
Subsidiaries	31 December 2025	3,558	(916)	(171)	(33)	(24)
Subsidiaries	31 December 2024	1,300	(950)	-	(7)	-
	<b>31 December 2025</b>	<b>3,558</b>	<b>(916)</b>	<b>(171)</b>	<b>(33)</b>	<b>(24)</b>
	<b>31 December 2024</b>	<b>1,300</b>	<b>(950)</b>	<b>-</b>	<b>(7)</b>	<b>-</b>

### Terms and conditions of related party transactions

The sales to and purchases from related parties are made on contractual terms. Outstanding balances at the year-end are unsecured (except for loans) and interest-free (except for specific loans), and settlement occurs in cash. No guarantees have been provided or received for any related party receivables or payables. The Company has recognised no impairment losses as of 31 December 2025 (31 December 2024: Nil). An impairment testing is carried out each financial year based on an analysis of the financial performance of the related party and the market in which the related party operates.

## 12. COMMITMENTS AND CONTINGENCIES

### Legal claims

No legal claims have been brought against the Company.

### Guarantees

Under Contract No. 22F-001225 signed with a commercial bank for granting a total limit for working capital financing, issuance of bank guarantees and letters of credit of the Holding and/or Group entities with a limit of up to BGN 12,000 thousand, as of 31 December 2025:

- bank guarantees totalling BGN 300 thousand were issued to Group companies, namely Bulyard Shipbuilding Industry EAD - BGN 235 thousand, IHB Metal Castings AD - BGN 20 thousand, and ZMM Nova Zagora - BGN 15 thousand (31 December 2024: BGN 29 thousand).

The unutilised limit under Contract No. 22F-001225 amounted to BGN 10,117 thousand as of 31 December 2025.

In June and July 2024, Industrial Holding Bulgaria PLC issued three corporate guarantees to guarantee the performance of the subsidiaries' obligation to make advance payments under the three shipbuilding contracts concluded in June 2024.

The corporate guarantees secure all advance payments before the ship's delivery, totalling USD 52,175 thousand, and any possible interest for delay. Guarantees are valid until all advance payments (from first to fourth) are paid, which is expected to be made by the end of 2027. The obligation under the guarantees may be terminated if the contracts are terminated by the buyer in accordance with the agreed terms and conditions. The amount of the corporate guarantees is reduced by every payment made under the shipbuilding contracts. At the beginning of August 2024, the subsidiaries - shipowners, after obtaining cross-bank guarantees from the seller, transferred the first advance payment of USD 19,113 thousand in total.

In October 2025, Industrial Holding Bulgaria PLC and the other shareholders of Maritime Holding AD entered into a guarantee agreement securing the performance of Maritime Holding AD's obligations under a sale transaction with a total value of EUR 1,450 thousand for its shares in Bulgarian Register of Shipping EAD. The agreement is for a period of four years and covers any future property damage suffered by the buyer, up to a maximum of EUR 1,305 thousand. Each shareholder's guarantee is proportional to their shareholding in Maritime Holding AD.

### Collateral

In connection with Bank loan contract number 22F-000155 of 24 February 2022, obtained to secure loan funds for investments of a subsidiary, a financial collateral agreement was signed by way of a pledge of receivables providing for a right of use over all its accounts with the creditor bank in the amount of the loan liability at the relevant time.

In connection with Bank loan contract number 22F-001225 of 07 November 2022, obtained to secure a total limit for working capital financing, issuing bank guarantees and letters of credit, a financial collateral agreement was signed by way of a pledge of receivables providing for a right of use over all its accounts with the creditor bank in the amount of the loan liability at the relevant time.

### 13. DESCRIPTION OF THE MAJOR RISKS AND UNCERTAINTIES FACED BY THE COMPANY

The risk management policy of IHB is developed in such a way as to identify and analyse any risks faced by IHB, to set risk appetite limits and controls, and to monitor the risks and compliance with the limits set.

*Non-systematic risks specific to the Company*

#### **Risks associated with the holding structure and the structure of the portfolio of IHB**

As the activity of IHB relates to the management of other companies' assets, it is exposed to the Group subsidiaries' industry risks. The Holding's investments are focused on businesses characterised by the slow rotation of funds invested (machine-building), dependence on energy and other resources (machine-building, ship repair, maritime transport), and high cyclicity (ship repair, ship design, maritime transport, and port activity), thus reducing the return on the whole investment portfolio.

#### **Risks arising out of dependence on the development of the global economy and trade**

The state of the global economy and demand for raw materials underpin the development of trade. Of all segments in the IHB's investment portfolio, the most direct and imminent impact they have on the shipping industry. Stress on the market and pressure on the freight have a number of divergent factors:

- cyclicity of the shipping industry – cycles are linked to the global economy and the balance between the proposed shipping tonnage and the needs of exporters and importers. Risk exists for operators who have failed to properly plan and distribute their cash flows at a time of difficult access to finance under aggravated conditions during crisis;
- number of ships in construction and entry into service and state of the ship cutting market
- increased environmental restrictions – the introduction of new eco-norms and directives against environmental pollution and for energy savings for vessels imposes mandatory reconstructions of vessels and other technical solutions to bring them in compliance with ecological regulations;
- global fuel problems - on the one hand, oil can be a cause of conflict and, on the other hand, the price and availability of it can be a cause of erosion or a fall in the freight market, as marine fuels are the main commodity in the industry and a stock commodity. Restrictions imposed by the European Union and the United States on Russia as a major global supplier of crude oil and gas, as well as the China's protectionist policies towards imports from the US are having a negative effect.

The level of economic activity worldwide has impacted on machine building, shipbuilding and ship repair, while port operations depend to a greater extent on the developments both in the domestic market and the region

#### **Risk of political instability in traditional markets and regions, military activities and/or penalties and customs duties imposed**

This risk stems from future changes in economic policy driven by objective economic or political circumstances—expanding war conflicts around the world, political uncertainty in many places, sanctions imposed and changes in the customs policies of leading economies, restrictions on trade adopted by a number of countries, and refugee flows. This risk impedes the free movement of goods and people, alters trade flows and transport corridors, and affects the machine-building industry by reducing sales volumes on traditional markets.

#### **Risks associated with climate change**

Like many other regions of the world, Bulgaria is exposed to almost all climate change-related risks. On the one hand, these risks can have a significant impact on the building stock and machinery, requiring adaptation arrangements to be put in place (such as the use of sustainable building materials, energy efficiency measures, changes in the design process, investments in low-energy technologies, etc.) to minimise the adverse effects. On the other hand, climate change poses threats to employees' health and safety. Higher temperatures and worsening air quality increase the risk of health issues and reduce productivity, requiring additional adaptation measures (cooling the working environment, provision of rest areas, health programs, etc.). Natural disasters, such as floods, earthquakes and other events caused by these risks, can result in both loss of human life and significant financial losses, significantly affecting economic stability and growth. The impact of similar events can often extend beyond the borders of the country where they occur and threaten large areas in neighbouring countries.

Along with the direct impact on assets and employees, climate risks also affect the insurance market—there has been an increase in insurance premiums and, at the same time, a reduction in coverage, which further increases the financial vulnerability of businesses.

Climate risks can also impact financial stability, reputation and operational continuity, requiring a comprehensive sustainability and adaptation strategy that includes assessing materiality and integrating sustainable practices across all levels of business operations.

### **Risks relating to environment legislation**

Domestic and international legislation on ecology requires compliance with a number of measures to prevent, control, and reduce various types of environmental pollution. In recent years, the trend has been to increase regulations in this area significantly. The pressure to phase out traditional energy sources, such as coal, oil, and gas, is growing worldwide. Restrictive duties are being imposed on imports of raw materials from countries that do not follow the European Union's environmental policies, and other financial burdens are being imposed to offset the harmful ecological footprint.

It is a policy of the Group to comply with its regulatory obligations in the area of ecology, which is linked to fixed investments for the alignment and maintenance of facilities and processes in accordance with the required standards, as well as investing in environmentally friendly technologies (related to RES, equipping own ships with ballast systems, reducing carbon emissions from the Group's fleet, etc.).

### **Risks arising from pandemics and epidemics**

Globalisation worldwide and the free movement of goods and people lead to a significantly faster spread of pandemics and epidemics, and make it difficult to locate them in individual regions/countries, which, in the case of more serious diseases, blocks world trade, limits and poses difficulties on the supply chain, and has an adverse impact on all economic agents. Possible extension/reduction of restrictive measures in individual countries is a risk that can lead very quickly to both improvement and deterioration of the external environment, and has an impact on the trade partners of the Group companies.

### **Risks associated with fraud and abuse**

The changing environment, combined with the expanding use of new technologies, has intensified the risk of fraud and abuse, including risks of fraud and abuse, including the risk related to cyber-attacks, unscrupulous trade practices, bankruptcies of contractors, etc.

### **Risk related to basic commodities, materials and energy sources**

This risk results from changes in the supply and prices of raw materials, materials, and various energy sources. Disrupted supplies lead to higher prices, which, in turn, have an unfavourable effect on the results of manufacturing companies operating in metal-intensive, energy-intensive segments, such as machine building and ship repair. Maritime transport is dependent on fuel prices. The impact of changes in the market price of electric energy is similar, as it is subject to international supply and demand and determined by factors beyond management's control. For several years now, the supply of electric energy has been negotiated at a Group level on the open market.

### **Risks relating to attracting and retaining experienced and qualified employees**

Many sectors of the national economy are experiencing a capacity crunch exacerbated by a long-standing lack of focus on secondary vocational education. The long-term trend of a declining and ageing population in our country reduces the number of working-age people. Employees' professional qualities directly affect entities' financial results and innovation performance. The risk is intensified by the convertibility of some professions and the high worldwide demand for such staff.

Management has adopted a long-term approach to human resource management, including the preliminary and subsequent qualification of staff, close cooperation with the country's academic society, and the attraction of foreign workers.

### **Credit risk**

Credit risk is the risk of possible financial loss if a client or a party to a financial instrument fails to perform its contractual obligations. The risk is mainly related to receivables from clients and investments in other financial assets.

Receivables from clients – The Group's credit risk exposure depends on the customer's individual characteristics, which differ between sectors. The most affected segments are those of ship repair, ship design, and port activities.

The unstable political and economic environment intensified the level of credit risk worldwide and for the Group in particular. The Group's credit policy provides that each new client shall be investigated for solvency before being offered the standard delivery and payment terms and conditions. Besides the price offered, when selecting a potential client or charterer, managers consider their credit rating, reputation, popularity, recommendations, and more.

Investments – The Group invests mainly in businesses and companies where the Holding holds the control and power to determine their development strategy.

Guarantees - It is the policy of the Group to issue financial guarantees only to Group companies and only after obtaining preliminary approval from the Company's competent bodies. There is a risk that the guarantees may be utilised in the event of non-performance of the covered liabilities. In case of need, the subsidiaries utilise funds from the credit limit agreed with IHB to open letters of credit and issue bank guarantees to trade contractors.

### **Liquidity risk**

Liquidity risk is the probability that the Group will be unable to meet all its obligations when they become due. Such risk may arise from delayed client payments. The Group companies prepare financial plans to cover their expenses and current payables for 90 days. Where possible, a deferred payment to suppliers and subcontractors is applied in combination with the above measures, without negatively affecting their businesses. The Holding's management supports the Group companies' efforts to attract bank financing for investments and capacity utilisation, in the form of revolving credits for working capital in support of production. The attracted volumes of funds are maintained at pre-determined levels and approved only after their economic effectiveness for each company has been proven.

### **Currency risk**

The Group companies are exposed to currency risk as they make purchases and/or sales and/or receive loans in currencies other than their functional currency. Aiming to reduce the Group's exposure to currency risk, the Holding's management is seeking to minimise payments in foreign currencies other than the functional currency in the operating activities of most companies. The Group is currently exposed to currency risk from changes in the US Dollar exchange rate affecting the free cash flows generated by maritime transport. In some cases, there could be tax effects.

Selling goods and services in euros limits currency risk, but may adversely affect the competitiveness of some subsidiaries. This impact is significant in the engineering industry, where changes in the US dollar exchange rate against the euro affect the price positioning of lathes on dollar markets. Currency fluctuations change their relative price and require a careful balance between currency stability and market presence.

### **Interest rate risk**

The Group companies are exposed to interest rate risk in financing arrangements that include a floating interest rate component and a margin. In managing this risk, management seeks to either negotiate fixed-rate loans or enter hedging transactions to minimise the effects of changes in the floating interest rate component. There has been a tendency among leading Central Banks to loosen monetary policy in response to slowing inflation, leading to a corresponding reduction in key interest rates.

### *Systematic risks*

The Holding and its subsidiaries are exposed to systematic risks relating to the market and macro-environment in which the companies operate. The risks arising from the growing number of military conflicts in various parts of the world are intensifying. These risks cannot be managed and controlled by the management team.

## **14. TRENDS FOR BUSINESSES, IN WHICH THE GROUP COMPANIES OPERATE**

### **Maritime transport**

The freight market remained volatile during the first nine months of 2025, with market participants continuing to operate in conditions of high uncertainty and limited opportunities for long-term planning and process optimisation. Increased geopolitical tensions and greater unpredictability in foreign trade, including discussions of new tariffs and partially imposed measures, such as new import duties and import restrictions by the US, pose additional risks to global economic growth and the stability of freight flows.

Demand for grain cargoes, iron ore, coal, and fertilisers, which traditionally account for a significant portion of the Handysize and Supramax segments (which include the Group's fleet), remained relatively stable during the year. In general, these segments are characterised by greater operational flexibility than larger vessel classes, which reduces the impact

of restrictions and risks to shipping in the Red Sea and Suez Canal areas. However, the lack of significant growth in global trade reduced the potential for sustained freight rate increases, leaving the market highly sensitive to short-term geopolitical and macroeconomic signals.

The market for new shipbuilding declined due to high new-construction prices, uncertainty about future fuel technologies, and shipowners' cautiousness about undertaking long-term investment commitments. On the other hand, activity in the ship scrapping market has picked up, with older ships with lower environmental performance gradually being taken out of service. That is expected to limit supply and help improve the balance between demand and capacity in the medium term.

Changes in regulations directed towards limiting emissions from maritime transport continue to have a significant impact on the freight market. Following the inclusion of shipping in the EU Emissions Trading Scheme (EU ETS) at the beginning of 2024, 2025 will see the gradual expansion of its scope and financial impact, as well as preparations for the implementation of the FuelEU Maritime regulation, introducing requirements for a gradual reduction in the carbon intensity of fuels used. In response, in 2025, the Group took steps to use biofuels as an alternative to fossil fuels in its own fleet on specific routes where their use is technically feasible. The activities were carried out in partnership with engine manufacturers to ensure compatibility with existing ship systems.

In 2025, the Group continued its work to improve operational effectiveness. Based on the annual operational efficiency indicator, the Carbon Intensity Index (CII) for 2024, one ship received a B rating, and the other three ships received a C rating (the scale is A to E, with A being the best-performing ship). The assessment for 2025 is underway.

The work related to selecting key equipment for the Group's three new Ultramax, awarded for construction in 2024, is also continuing, as is the approval of their technical documentation. Delivery of the first vessel is expected in late 2027, and the other two in the first half of 2028.

The Group's ships sail with combined crews—Bulgarian and foreign.

### **Ship building and ship repair**

In 2025, volatility in the ship repair market increased, with the first half of the year characterised by improved activity and the second half by a decline in order volume. Tensions in the Red Sea and Middle East continue to affect shipping routes and, to some extent, the timing and location of repair work.

Against the backdrop of price pressures on materials and energy, shipowners are becoming increasingly sensitive to the cost, duration, and scope of repairs. Turkish shipyards, a traditional competitor in the region, are facing rising production costs and inflationary pressure on the local economy, which, in the first half of the year, maintained relative competitive advantages for companies in Europe and Bulgaria.

After the end of the mandatory installation period for ballast water management systems, demand for such services naturally declined. Interest in activities related to energy efficiency and fleet decarbonisation remains limited for the time being. In the second half of the year, the weaker freight market also had an additional impact on the ship repair sector, with some shipowners optimising the volume and timing of planned repairs, including by postponing them within the acceptable time limits or seeking to extend certificate validity terms. As a result, a decrease in both the number and volume of repair orders for **Bulyard Shipbuilding Industry** was reported.

At the end of the period, there was an upturn in repair requests that are expected to be completed in 2026.

### **Ship design**

The main trends in the ship design sector at present are related to energy efficiency and digitalisation, with a number of innovative solutions, including in the field of alternative fuels, continuing to be developed and evaluated by the market. Their practical implementation remains limited, as shipbuilding companies and shipowners remain cautious amid an uncertain economic and geopolitical environment. Escalating military conflicts and deteriorating economic conditions continue to be negative factors for the market, affecting investment decisions for new construction and the modernisation of existing vessels.

At the same time, there is increased interest in design services in specialised niches – ships for the fishing industry, offshore vessels, as well as icebreakers and polar vessels. The latter are gaining importance due to the strategic role of northern sea routes, which allow conflict zones and blockages in southern trade corridors to be avoided, as well as to fleet renewal programs in the Arctic.

There is also increasing interest in solutions to improve the fleet's energy efficiency, including the use of renewable energy sources for propulsion, such as wind sails and rotors, and hybrid systems that enhance energy performance.

The management of **IHB Shipdesign** follows trends in international standards and environmental protection policies, which are subject to discussions and clarification internationally. Despite the delay in some regulatory initiatives and the more cautious investment climate, demand remains strong for engineering services aimed at improving energy efficiency and bringing vessels into compliance with current carbon intensity requirements (CI).

### Port operations

In 2025, the market for cereals and oilseeds remained dynamic, influenced by geopolitical factors and fluctuations in global demand. Globally, trade in the sector slowed due to weaker demand from China and changes in logistics routes. In Bulgaria, wheat yields remained at average levels, but in some regions the quality was lower, which affected export volumes. At the same time, the shift in trade destinations toward closer markets, combined with regulatory restrictions on exports from key producers in the Black Sea region, reduced demand for larger-tonnage vessels and increased the share of smaller cargo. Corn, barley, and sunflower yields were lower, resulting in lower trade volumes.

The metals and fertilisers market also had a significant impact on cargo turnover. Metals saw intensified activity, mainly for industrial applications, as well as increased storage levels due to European regulatory changes and uncertainty about their development. Fertilisers reported stronger dynamics in both imports and auxiliary services related thereto.

These trends led to a more even workload at the Group's terminals during the reporting period, and processed cargoes grew due to specific trade flows and logistics decisions. At the same time, the military conflict in the Black Sea region continues to have an adverse impact on regional trade and logistics, remaining a significant factor of uncertainty for the port business. Additional risks arise from geopolitical tensions in other parts of the world and changes in the trade policies of leading countries.

The port terminals of **Odessos PBM and KRZ Port Burgas** are part of the public transport ports in Varna and Burgas, whose development depends directly on economic activity in Bulgaria and in the countries of the Mediterranean and Black Sea regions.

The terminals in Varna and Burgas focus on building new capacities and storage facilities to improve and accelerate the processing of cereals and other cargo, thereby strengthening the competitive environment. The two terminals of the Group are also gradually expanding their capabilities.

At the end of 2025, Odessos PBM commissioned the first phase of its Master Plan. The investment was aimed at increasing the terminal's capacity, efficiency, and sustainability and included the construction of a new deep-water berth, additional storage areas, a cargo-testing area with automated probes, new truck scales, and a second entry-exit portal. The constructed elements were designed and implemented as an integrated logistics system that meets the current requirements of the maritime industry and international trade. Additional optimisation opportunities were also realised through synergies between the companies in the Group, including the use of existing logistics and storage infrastructure.

**Bulport Logistics** offers services for small and mid-sized vessels, yacht mooring, small-vessel docking for repairs, office rental, and storage and production activities. The gradual abatement of the pandemic's effects has increased demand for production premises combined with office space.

The warehouse space market in the country is characterised by growing demand for modern logistics solutions, automated systems, and round-the-clock operations. There is increased interest in modular warehouse solutions that allow flexible, customer-specific space customisation and meet higher energy efficiency standards. Bulport's proximity to key transport links – motorways, ports, and the railway network – creates conditions for sustainable competitive advantage for the company and the opportunity to serve diverse cargo and customers. The company has focused on developing its warehousing and logistics operations by gradually renovating existing buildings and sites, and improving the area's infrastructure to better respond to changing market trends.

The Company continues to expand the scope of services it offers. A parking lot for 160 cars, a 50 kW fast-charging station, and a 150 kW two-connector fast-charging station, available at all times of day or night, have been built. Since March 2025, another 200 kW fast-charging station has been put into operation. Heating for part of the buildings is provided by geothermal energy.

### Machine building

Traditionally, **ZMM Bulgaria Holding and its subsidiaries** export products to customers in Europe, Asia, Africa and North America. The machine-building group's lathes are used in the mining, textile, paper and shipbuilding industries, and are also suitable for equipping the bases of vocational schools. In 2025, the Group reports increased demand for heavier machines and by market: growth in countries outside Europe, while sales in European markets remained low due to the complex geopolitical environment, which continued to prevent some investors from implementing new production

projects. The effect has been partially offset by the Group's penetration into a new market in Mexico and by intensified customer interest in Central and South America. In the last quarter, the trend of reduced orders continued, with the levels, although lower, remaining stable.

Globally, the Asia-Pacific region continues to dominate the market, driven by rapid industrialisation and infrastructure development in countries such as China and India. Europe remains the key market, with a focus on precision and sustainability. The change in US customs policy, combined with the weakening of the US dollar against the euro, poses further challenges for European manufacturers of metal-cutting machines, including ZMM Bulgaria Holding. In a mid-term perspective, there is a risk that Asian producers' competition intensifies, as they could redirect some of their capacity to Europe due to uncertainty and trade restrictions on the American market. In parallel, growing investments in the European military industry create additional opportunities for the machine-building enterprises.

Despite economic and geopolitical instability in the reporting period, the sector remains relatively stable. Profitability is expected to increase for market players that implement innovative automation and renewable energy solutions. The ability to use its own electricity from the machine-building group's operating solar plants positively impacts both the cost-effectiveness and the energy footprint of products. It is expected that these effects will be even greater after the installation of a battery at ZMM Sliven at the year end.

The machine-building industry faces several key challenges and opportunities:

- Intense competition: the market is highly competitive, with the established international players seeking to gain a competitive edge through product innovation and partnerships. In Europe, ZMM Bulgaria Holding is the only manufacturer of a wide range of universal lathes.
- Increasing focus on sustainability: the industry is witnessing a shift toward sustainable manufacturing practices. Machines that optimise material use, reduce energy consumption, and minimise waste are gaining market share.

## **15. INFORMATION PURSUANT TO APPENDIX N 4 TO ORDINANCE N 2 ON INITIAL AND SUBSEQUENT DISCLOSURE OF INFORMATION IN PUBLIC OFFERING OF SECURITIES AND ADMISSION OF SECURITIES TO TRADING ON A REGULATED MARKET**

### **Change in individuals exercising control over the company**

There were no changes in the ultimate persons exercising control over the Company as of 31 December 2025.

As of 31 December 2025, Industrial Holding Bulgaria had information about the following shareholders holding more than 5% of the votes at the General Meeting, as follows:

1. BULLS AD

Number of voting shares and their share of the votes at the General Meeting of Shareholders of the company:

As of 31 December 2025: 66,339,143 shares held directly, representing 68.53% of the capital.

2. DZH AD

Number of voting shares and their share of the votes at the General Meeting of Shareholders of the company:

As of 31 December 2025: 9,657,874 shares held directly, representing 9.98 % of the capital.

3. Daneta Angelova Zheleva

Number of voting shares and their share of the votes at the General Meeting of Shareholders of the company:

As of 31 December 2025: 41,044 shares held directly, representing 0.04% of the capital and through related parties 9,658,520 shares held directly, representing 9.98% of the capital, or directly and through related parties in total 9,699,564, representing 10.02% of the capital.

4. Dimitar Georgiev Zhelev

Number of voting shares and their share of the votes at the General Meeting of Shareholders of the company:

As of 31 December 2025: 646 shares held directly, representing 0.0007 of the capital and through related parties 9,698,918 shares held directly, representing 10.02% of the votes, and controlled through Bulls AD 66,339,143 shares held directly, representing 68.53% of the capital, or directly and through related parties and through controlled parties 76,038,707 representing 78.55% of the capital.

Dimitar Georgiev Zhelev controls Bulls AD.

Dimitar Zhelev and Daneta Zheleva are spouses.

### **Initiation of bankruptcy proceedings in respect of the Company or its subsidiary, and all significant stages relating to the proceedings until the Company is declared insolvent**

There is no such circumstance.

### **Conclusion or performance of significant transactions**

There is no such circumstance during the reporting period.

### **Decision for conclusion, termination and cancellation of a joint venture contract**

There is no such circumstance.

### **Change in the Company's auditors and reasons for the change**

There is no such circumstance.

### **Initiation or termination of court or arbitration proceedings relating to liabilities or receivables of the Company or its subsidiary, with a price of the claim of at least 10 per cent of the Company's equity**

For the reporting period, there are no initiated or terminated cases in which the price of the claim amounts to or exceeds 10 per cent of the equity of Industrial Holding Bulgaria PLC.

**Purchase, sale of or pledge imposed on shares of commercial companies by the issuer or its subsidiary**

In December 2024, the General Meeting of Shareholders of ZMM Nova Zagora AD resolved on increasing the company's capital. In this procedure, only the parent company, ZMM Bulgaria Holding EAD, subscribed for new shares, and the other shareholders did not exercise their rights. As a result, the Group's share in ZMM Nova Zagora AD increased from 95.98% to 99.31%. The increase of the subsidiary's capital was entered into the Commercial Register in March 2025.

In October 2025, Maritime Holding AD, a subsidiary of Industrial Holding Bulgaria PLC, sold its shares in Bulgarian Register of Shipping EAD, which is 100% of its capital. The transaction value is EUR 1,450 thousand, and the buyer is a Bulgarian company not related to Industrial Holding Bulgaria PLC.

**Other circumstances deemed by the Company as being of importance to the investors in taking a decision to acquire or to continue to hold publicly offered securities**

N/A

This Public Notification has been prepared in accordance with the requirements of Art. 100o1, par. 4 of POSA.

**Daneta Zheleva**

**Chief Executive Officer**

**Industrial Holding Bulgaria PLC**

**Ivan Rashkov**

**Chief Accountant**

**Vladislava Zgureva**

**Investors Relations Director**