



INDUSTRIAL HOLDING BULGARIA PLC

**PUBLIC NOTIFICATION FOR FINANCIAL POSITION
ON A CONSOLIDATED BASIS
31 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 amounts to BGN 96,808,417. The company has a two-tier governance system comprising the Supervisory Board and the Management Board.

As of 31 December 2025, Industrial Holding Bulgaria PLC has nine direct subsidiaries (31 December 2024: 9), 12 indirect subsidiaries (31 December 2024: 13), and two indirect associates (31 December 2024: 2), collectively referred to as "the Group".

The scope of business activity of the Group includes production and trading activities in heavy machinery, shipbuilding, ship repair and maritime transportation, port services, design services, maintenance and repair, and other services.

The existence of all Group companies shall be perpetual, and the companies are not limited by any other resolutive condition, except for Maritime Holding AD, for which the General Meeting of Shareholders, in February 2026, took a decision to discontinue the company's activity and to announce it in liquidation.

Industrial Holding Bulgaria is entered into 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.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

in BGN'000	31 December 2025	31 December 2024
Revenue	106,913	123,210
Other operating income	2,010	3,337
	108,923	126,547
Change in stock of work in progress and finished products	(438)	32
Costs of acquisition and development of assets' self-construction	2,356	2,036
Costs of materials	(27,356)	(31,807)
Hired service expenses	(20,121)	(26,147)
Employee benefit expenses	(39,064)	(38,087)
Depreciation / amortization expenses	(13,925)	(13,215)
Other operating expenses	(4,018)	(4,081)
Operating profit	6,357	15,278
Finance income	862	4,947
Finance costs	(3,739)	(346)
Finance (costs)/income, net	(2,877)	4,601
Gain on disposal of a subsidiary	2,624	-
Profit before tax	6,104	19,879
Income tax expense	(1,224)	(2,055)
Profit for the period	4,880	17,824
Attributable to:		
Equity holders of the parent	3,802	17,637
Non-controlling interest	1,078	187

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As of 31 December 2025

in BGN'000	31 December 2025	31 December 2024
Assets		
Non-current assets		
Property, plant and equipment	371,790	383,923
Right-of-use assets	2,000	2,269
Investment property	15,846	15,363
Intangible assets	2,367	2,196
Goodwill	4,329	4,329
Investments in associates	23	23
Debt instruments at fair value	3,933	-
Deferred tax assets	63	56
Other non-current receivables	60	61
Total non-current assets	400,411	408,220
Current assets		
Inventories	21,170	19,037
Trade and other receivables	6,909	6,401
Contract assets	221	1,375
Income tax receivable	41	35
Debt instruments at fair value	55	-
Cash and cash equivalents	27,049	30,811
Total current assets	55,445	57,659
TOTAL ASSETS	455,856	465,879

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

As of 31 December 2025

in BGN'000	31 December 2025	31 December 2024
Equity		
Share capital	96,808	96,808
Share premium	31,016	31,016
Other reserves	83,776	84,866
Reserve from foreign exchange translation of foreign operations	11,420	28,426
Retained earnings	172,202	166,836
Equity attributable to the equity owners of the parent company	395,222	407,952
Non-controlling interest	624	1,053
Total equity	395,846	409,005
Liabilities		
Non-current liabilities		
Interest-bearing bank loans	8,454	12,495
Loans from related parties	14,629	7,000
Lease liabilities	1,782	2,030
Government financing	998	1,103
Retirement benefit liabilities	1,264	1,310
Deferred tax liabilities	11,502	11,610
Other non-current liabilities	69	318
Total non-current liabilities	38,698	35,866
Current liabilities		
Trade and other payables	11,546	12,651
Contract liabilities	3,176	3,441
Interest-bearing bank loans	5,693	4,111
Loans from related parties	49	11
Lease liabilities	298	299
Provisions	34	10
Government financing	109	108
Income tax liabilities	407	377
Total current liabilities	21,312	21,008
Total liabilities	60,010	56,874
TOTAL EQUITY AND LIABILITIES	455,856	465,879

CONSOLIDATED STATEMENT OF CASH FLOWS

For the period ended 31 December 2025

in BGN'000	31 December 2025	31 December 2024
Operating activity		.
Proceeds from customers	111,843	129,447
Payments to suppliers	(57,734)	(61,903)
Staff remuneration related payments	(38,229)	(37,235)
Corporate income taxes (paid)/refunded, net	(1,325)	(1,612)
Other taxes refunded, net	5,361	6,589
Foreign currency differences, net	(3,019)	2,265
Proceeds from government financing for operating activity	-	9
Other (payments)/proceeds, net	(498)	1,160
Net cash flows from operating activity	16,399	38,720
Investing activity		
Payments on the acquisition of fixed assets and self-constructed fixed assets	(22,531)	(71,470)
Proceeds from sale of property, plant and equipment	104	77
Proceeds from government financing for non-current assets	6	98
Payments on deals involving equity interests	-	(12)
Proceeds from interest on bank deposits	632	1,560
Loans granted	(828)	-
Proceeds from disposal of a subsidiary, net of transferred cash	2,745	-
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
Net cash flow used in investing activities	(23,830)	(68,939)
Financing activities		
Proceeds from interest-bearing bank loans	1,648	1,457
Payments on interest-bearing bank loans	(4,105)	(3,451)
Loan proceeds from related parties	7,629	7,000
Payments on lease liabilities	(299)	(283)
Dividends paid	(403)	(264)
Interest paid on loans	(392)	(310)
Interest paid on lease contracts	(60)	(65)
Fees and commissions paid on loans	(28)	(32)
Net cash flow used in financing activities	3,990	4,052
Net increase in cash and cash equivalents	(3,441)	(26,167)
Cash and cash equivalents at 1 January	30,811	56,938
FX translation effects	(321)	40
Cash and cash equivalents at 31 December	27,049	30,811

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the period ended 31 December 2025

in BGN'000

	Attributable to the equity holders of the parent							Total	Non-controlling interest	Total equity
	Share capital	Issue premium	Statutory and additional reserves	Revaluation reserve	Reserve from FX translation of foreign operations	Debt instruments revaluation reserve	Retained earnings			
On 1 January 2025	96,808	31,016	4,563	80,303	28,426	-	166,836	407,952	1,053	409,005
Comprehensive income for the period										
Profit for the period	-	-	-	-	-	-	3,802	3,802	1,078	4,880
Other comprehensive income for the period	-	-	-	-	(17,006)	80	(106)	(17,032)	1	(17,031)
Total comprehensive income for the period	-	-	-	-	(17,006)	80	3,696	(13,230)	1,079	(12,151)
Transactions with shareholders recognised in equity										
Transfers between retained earnings and reserves	-	-	(1,404)	-	-	-	1,404	-	-	-
Profit distribution as dividends	-	-	-	-	-	-	-	-	(1,008)	(1,008)
Acquisition of a share in a non-controlling interest	-	-	99	154	-	-	247	500	(500)	-
Total transactions with shareholders	-	-	(1,305)	154	-	-	1,651	500	(1,508)	(1,008)
Transfer of revaluation reserve to retained earnings	-	-	-	(19)	-	-	19	-	-	-
On 31 December 2025	96,808	31,016	3,258	80,438	11,420	80	172,202	395,222	624	395,846

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the period ended 31 December 2024

in BGN'000

	Attributable to the equity holders of the parent							Total	Non-controlling interest	Total equity
	Share capital	Issue premium	Statutory and additional reserves	Revaluation reserve	Reserve from FX translation of foreign operations	Debt instruments revaluation reserve	Retained earnings			
On 1 January 2024	96,808	31,016	4,684	80,386	20,393	-	149,388	382,675	1,124	383,799
Comprehensive income for the period										
Profit for the period	-	-	-	-	-	-	17,637	17,637	187	17,824
Other comprehensive income for the period	-	-	-	-	8,033	-	(407)	7,626	(7)	7,619
Total comprehensive income for the period	-	-	-	-	8,033	-	17,230	25,263	180	25,443
Transactions with shareholders recognised in equity										
Transfers between retained earnings and reserves	-	-	(126)	-	-	-	126	-	-	-
Profit distribution as dividends	-	-	-	-	-	-	-	-	(237)	(237)
Acquisition of a share in a non-controlling interest	-	-	5	5	-	-	4	14	(14)	-
Total transactions with shareholders	-	-	(121)	5	-	-	130	14	(251)	(237)
Transfer of revaluation reserve to retained earnings	-	-	-	(88)	-	-	88	-	-	-
On 31 December 2024	96,808	31,016	4,563	80,303	28,426	-	166,836	407,952	1,053	409,005

NOTES

1. REVENUE

in BGN'000	31 December 2025	31 December 2024
Revenue from manufacture of metal-cutting machines, components and details	32,018	32,663
Revenue from cargo transportation under voyage charter contracts	6,880	7,038
Revenue from time-charter contracts	21,618	27,411
Revenue from repair and reconstruction of ships	22,324	34,460
Revenue from designer's services	2,606	3,025
Revenue from cargo processing	12,995	9,624
Revenue from cargo storage	2,747	2,302
Quay rentals	1,019	852
Property rentals	3,036	3,185
Revenue from other services	1,670	2,650
	106,913	123,210

The Group's total revenue realised in 2025 decreased compared to the same period in 2024. The change is due to:

- A decline in revenue from ship chartering due to reduced demand for tonnage as a result of the uncertain geopolitical environment;
- A decline in revenue from ship repairs and retrofitting due to the weak freight market, reflecting a smaller number of repaired ships and reduced volumes of repair activities. The unstable geopolitical environment also has a negative impact, intensified by the reduced number of repairs related to installing ballast systems due to the expiry of the statutory period for their installation;
- Growth in revenue from cargo processing due to the increased export of grain and metals.

Other operating income

in BGN'000	31 December 2025	31 December 2024
Gain on sales of materials and scrap	1,215	1,540
Income from government financing	370	448
Income from insurance indemnities	60	386
Gain on sale of non-current assets	54	89
Gain on revaluation of investment property	11	122
Other income	300	752
	2,010	3,337

2. COSTS OF MATERIALS

in BGN'000	31 December 2025	31 December 2024
Main materials	(13,461)	(15,745)
Auxiliary materials	(4,226)	(3,813)
Fuel used un ships	(3,428)	(6,036)
Spare parts	(2,881)	(2,680)
Electric power	(2,468)	(2,519)
Other materials	(892)	(1,014)
	(27,356)	(31,807)

3. HIRED SERVICE EXPENSES

in BGN'000	31 December 2025	31 December 2024
Services of subcontractors	(8,535)	(12,446)
Insurances	(1,867)	(1,904)
Agency services	(1,829)	(3,512)
Port-related expenses	(1,767)	(1,880)
Security	(1,221)	(1,196)
Repair services	(1,037)	(1,347)
Software maintenance on subscription	(421)	(428)
Civil contracts	(354)	(274)
Other costs	(3,090)	(3,160)
	(20,121)	(26,147)

4. EMPLOYEE BENEFIT EXPENSES

in BGN'000	31 December 2025	31 December 2024
Salaries	(30,006)	(29,192)
Compulsory social insurance	(4,685)	(4,541)
Management contracts	(2,097)	(2,050)
Compulsory social and health insurance under management contracts	(134)	(126)
Unused leave accrued	(266)	(298)
Retirement benefits accrued (Note 29)	(89)	(126)
Other employee benefit expenses	(1,787)	(1,754)
	(39,064)	(38,087)

5. OTHER OPERATING EXPENSES

in BGN'000	31 December 2025	31 December 2024
Business trip and crew replacement expenses	(1,514)	(1,739)
Local taxes and charges, tax on expenses	(974)	(764)
Impairment loss, net	(275)	(23)
Scrap and retirement of fixed tangible assets	(146)	(231)
Litigation costs, notarial and other fees	(119)	(129)
Provisions accrued	(26)	(10)
Other expenses	(964)	(1,185)
	(4,018)	(4,081)

6. FINANCE INCOME AND FINANCE COSTS

in BGN'000	31 December 2025	31 December 2024
Foreign currency gains, net	-	2,328
Gain on sale of debt instruments (US government securities)	-	820
Interest income	862	1,799
Finance income	862	4,947

in BGN'000	31 December 2025	31 December 2024
Foreign currency losses, net	(3,262)	-
Interest expenses	(287)	(165)
Other finance costs	(190)	(181)
Finance costs	(3,739)	(346)

6.1. INTEREST INCOME

in BGN'000	31 December 2025	31 December 2024
Interest income from deposits with banks – related parties	530	1,193
Interest income from deposits with banks – unrelated parties	206	233
Interest income on debt instruments (US government securities)	119	114
Other interest income	7	259
	862	1,799

6.2. INTEREST EXPENSES

in BGN'000	31 December 2025	31 December 2024
Interest expenses on loans from related parties	(208)	(60)
Interest expenses on lease liabilities	(60)	(65)
Interest expenses on received bank loans	(19)	(40)
	(287)	(165)

In 2025, interest on bank loans in the amount of BGN 201 thousand was capitalised to the assets' value of the Port Operations segment (2024: BGN 220 thousand).

7. GAIN ON DISPOSAL OF A SUBSIDIARY

In 2025, Maritime Holding AD sold its shareholding in its subsidiary, Bulgarian Register of Shipping EAD, for BGN 2,836 thousand. The seller in the transaction was a person not related to the Group. The net assets derecognised in the consolidated financial statements amounted to BGN 212 thousand. The transaction result reported in the consolidated financial statements is a profit of BGN 2,624 thousand.

8. CASH AND CASH EQUIVALENTS

in BGN'000	31 December 2025	31 December 2024
Cash with banks-related parties	19,947	22,658
Cash with banks-unrelated parties	6,885	7,853
Cash on hand	217	300
Cash and cash equivalents presented in the Consolidated Statement of Cash Flows	27,049	30,811
Restricted cash as collateral on bank loans	-	-
Cash and cash equivalents presented in the Consolidated Statement of Financial Position	27,049	30,811

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

9. INTEREST-BEARING BANK 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 number 22F-000155 of 24 February 2022	EUR	1.40%	2029	8,454	12,373
Bank loan contract number 19F-002296 of 8 October 2019	EUR	1.60%	2026	-	122
				8,454	12,495

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 number 22F-000155 of 24 February 2022	EUR	1.40%	2029	3,924	3,926
Bank loan contract number 19F-002296 of 8 October 2019	EUR	1.60%	2026	121	185
Bank loan contract number 22F-001225 of 07 November 2022	BGN	RIR (Reference interest income) + 1.7%	2026	1,648	-
				5,693	4,111

The payables on interest-bearing bank loans include payables of principal and interest, as follows:

in BGN'000	31 December 2025	31 December 2024
Principal payable	14,142	16,599
Interest payable	5	7
	14,147	16,606

The Bank Loan Contract No. 22F-000155 was concluded for the purpose of investing in a project for the expansion of one of the Group's ports for the amount of EUR 10,000 thousand. The contract is secured by mortgages on real estate (land and buildings) owned by the company that implements the investment project. The loan repayment deadline is February 2029.

Under Bank Loan Contract No. 22F-001225, 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 company is also a guarantor under the contract. The amount of BGN 1,648 thousand was utilised under the contract as of 31 December 2025.

10. EQUITY

Share capital - registered

The share capital is stated at nominal value 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
	96,808	96,808

As of 31 December 2025, the Company's capital of the parent company, Industrial Holding PLC, 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.

Shareholders of Industrial Holding Bulgaria PLC holding more than 5% share in the Group's capital as of 31 December 2025:

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 legal entities and natural persons	20,811,400	21.49%
	96,808,417	100.00%

Treasury shares redeemed

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

- Number of shares to be redeemed each year 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 entire capital of the Company;
- Minimum amount of the purchase price - BGN 1.00 per share;
- Maximum amount of the purchase price - BGN 3.00 per share.

The appointed investment intermediary is Allianz Bank Bulgaria AD.

Industrial Holding Bulgaria PLC held no treasury shares redeemed as of 31 December 2025.

11. RELATED PARTY DISCLOSURE UNDER IAS 24

The following subsidiaries were included in the Group's consolidated financial data:

	Country of registration	31 December 2025	31 December 2024
Industrial Holding Bulgaria PLC	Bulgaria	parent company	parent company
Privat Engineering EAD	Bulgaria	100.00%	100.00%
ZMM Bulgaria Holding EAD	Bulgaria	100.00%	100.00%
ZMM Sliven AD	Bulgaria	99.31%	95.98%
ZMM Nova Zagora AD	Bulgaria	99.66%	99.66%
IHB Metal Castings EAD	Bulgaria	100.00%	100.00%
KRZ Port Bourgas AD	Bulgaria	99.65%	99.65%
KLVK AD	Bulgaria	100.00%	100.00%
International Industrial Holding Bulgaria AG	Switzerland	100.00%	100.00%
Maritime Holding AD	Bulgaria	61.00%	61.00%
Bulgarian Register of Shipping EAD	Bulgaria	-	61.00%
Bulyard Shipbuilding Industry EAD	Bulgaria	100.00%	100.00%
IHB Shipping Co EAD	Bulgaria	100.00%	100.00%
Karvuna Ltd	Marshal Islands	100.00%	100.00%
Odria Ltd	Marshal Islands	100.00%	100.00%
Tirista Ltd	Marshal Islands	100.00%	100.00%
Serdika Ltd	Marshal Islands	100.00%	100.00%
Karia Ltd	Marshal Islands	100.00%	100.00%
Ticha Ltd	Marshal Islands	100.00%	100.00%
Vaya Ltd	Marshal Islands	100.00%	100.00%
Bulport Logistics AD	Bulgaria	100.00%	100.00%
Odessos PBM EAD	Bulgaria	100.00%	100.00%
IHB Shipdesign AD	Bulgaria	70.00%	70.00%

In December 2024, the General Meeting of Shareholders of ZMM Sliven AD approved an increase in the company's capital. Only the parent company, ZMM Bulgaria Holding EAD, subscribed to new shares in this procedure, thereby acquiring 1,356,100 shares for a total amount of BGN 1,492 thousand, while the other shareholders waived their voting rights. As a result, the Group's share in ZMM Sliven AD increased from 95.98% to 99.31%. The increase of the capital of the subsidiary was entered into the Commercial Register in March 2025.

On 22 October 2025, Maritime Holding AD sold its interest in the subsidiary, Bulgarian Register of Shipping EAD, for EUR 2,836 thousand. The buyer was a person not related to the Group.

The Group is of the opinion that in accordance with the definitions of IAS 24 it is a related party with:

I. Persons exercising control

- BULLS AD, a company that directly holds 68.50% 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. Entities under the common control of the persons exercising control (item I)

III. Entities over which the persons that have control (item I) also exercise significant influence or are members of their key management staff

IV. Key management personnel, including the Management and Supervisory Boards

V. Associates.

RECEIVABLES FROM AND PAYABLES TO RELATED PARTIES

Trade and other receivables from related parties

in BGN'000	31 December 2025	31 December 2024
Entities under common control of persons exercising control	23	23
Entities over which the persons exercising control have significant influence or are members of their key management staff	211	93
	234	116

Loans to related parties

in BGN'000	31 December 2025	31 December 2024
Associated companies	59	55
	59	55

Cash with banks-related parties

in BGN'000	31 December 2025	31 December 2024
Entities over which the persons exercising control have significant influence or are members of their key management staff	19,947	22,658
	19,947	22,658

Loans from related parties (incl. interest)

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

Liabilities under lease contracts with related parties

in BGN'000	31 December 2025	31 December 2024
Entities under common control of persons exercising control	2,044	2,256
	2,044	2,256
Long-term portion	1,761	1,994
Short-term portion	283	262

The fee due under a lease contract concluded with an entity under the common control of the persons exercising control for 2025 amounts to BGN 321 thousand, and the cash outflow is BGN 321 thousand.

Trade and other receivables from related parties

in BGN'000	31 December 2025	31 December 2024
Entities under common control of persons exercising control	5	5
Entities over which the persons exercising control have significant influence or are members of their key management staff	11	11
	16	16

11.1. RELATED PARTY TRANSACTIONS**Related party purchase and sale transactions**

in BGN'000		31 December 2025	31 December 2024
Revenue from contracts with customers			
	Persons exercising control	34	-
	Entities over which the persons exercising control have significant influence or are members of their key management staff	81	80
Rental income			
	Entities under common control of persons exercising control	3	-
	Entities over which the persons exercising control have significant influence or are members of their key management staff	102	97
Other income			
	Persons exercising control	1	-
	Entities over which the persons exercising control have significant influence or are members of their key management staff	6	380
		227	557
in BGN'000		31 December 2025	31 December 2024
Costs of materials			
	Entities under common control of persons exercising control	64	62
Hired service expenses			
	Entities over which the persons exercising control have significant influence or are members of their key management staff	247	291
Other expenses			
	Entities under common control of persons exercising control	77	66
Other finance costs			
	Entities over which the persons exercising control have significant influence or are members of their key management staff	112	88
		500	507

Interest income on short-term deposits placed with a bank-related party (entities over which the persons exercising control have significant influence or are members of their key management staff) in 2025 amounts to BGN 530 thousand (2024: BGN 1,193 thousand). Interest on deposits paid by the bank during the period amounted to BGN 414 thousand (2024: BGN 1,366 thousand).

Movements of loans from related parties

in BGN'000		Amounts received / (provided)	Amounts (paid)/ refunded	Interest (expenses)/ income	Interest paid
Persons exercising control	31 December 2025	7,629	-	(208)	(170)
Persons exercising control	31 December 2024	7,000	-	(60)	(49)
	31 December 2025	7,629	-	(208)	(170)
	31 December 2024	7,000	-	(60)	(49)

Movements of loans to related parties

in BGN'000		Amounts received / (provided)	Amounts (paid)/ refunded	Interest (expenses)/ income	Interest paid
Associated companies	31 December 2025	-	-	4	-
Associated companies	31 December 2024	-	-	4	-
	31 December 2025	-	-	4	-
	31 December 2024	-	-	4	-

Terms and conditions of related party transactions

The sales to and purchases from related parties are made at contractual prices. Outstanding balances at the period-end are unsecured, interest free (except for loans) and the settlement is made in cash. There have been no guarantees provided to or received for related party payables or receivables, except of those disclosed below. For the period ended 31 December 2025 (31 December 2024: Nil), the Group had not written down related party receivables. A review for expected credit losses due to impairment is made every financial year through examining the financial position of the related party, economic environment and the market in which the related party operates.

12. COMMITMENTS AND CONTINGENCIES**12.1. CAPITAL COMMITMENTS**

In June 2024, the Group signed three contracts for the construction of three new 64,100 DWT bulk carriers, with an expected delivery date of the first vessel at the end of October 2027 and of the other two – in the first quarter of 2028. The total price for the three ships is USD 104,350 thousand, whereas in 2024, an advance payment was made in the amount of USD 19,113 thousand. The balance is payable gradually during the construction process, with the most significant portion thereof being due in 2027 and 2028.

The total amount of the agreed capital commitments at the reporting period-end, which have not been recognised as liabilities, is USD 85,237 thousand.

12.2. LEGAL CLAIMS

There are no significant legal claims brought against the Group.

12.3. GUARANTEES

According to Bank Loan Contract 22F-001225 for granting a total limit for working capital financing, issuance of bank guarantees and letters of credit in the amount of up to BGN 12,000 thousand as of 31 December 2025:

- Bank guarantees were issued to Group companies for the total amount of BGN 235 thousand, namely Bulyard Shipbuilding Industry EAD in the amount of BGN 200 thousand, IHB Metal Castings AD in the amount of BGN 20 thousand, and ZMM Nova Zagora in the amount of 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 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.

The corporate guarantees secure all advance payments before the ship's delivery in the total amount of USD 52,175 thousand and any possibly due interest for delay. Guarantees are valid until the payment of all advance payments (from first to fourth), which is expected to be made by the end of 2027. The obligation under the guarantees may also 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. In 2024, the Group made the first advance payment of USD 19,113 thousand (after obtaining the cross-bank guarantees from the seller).

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.

In November 2025, Industrial Holding Bulgaria PLC issued a corporate guarantee in the amount of EUR 2,330 thousand to guarantee the payments of its subsidiary, KRZ Port Burgas AD, under an agreement for the purchase of steel elements for the construction of a quay wall.

12.4. COLLATERAL

In connection with Bank loan contract number 22F-001225 of 07 November 2022, obtained to provide a total limit for working capital financing, issuance of bank guarantees and letters of credit, Industrial Holding Bulgaria PLC and the company-guarantor concluded financial collateral agreements through a pledge of receivables granting the right of use of all their accounts with the creditor bank in the amount of the liability at the appropriate time.

In connection with Bank loan contract number 22F-000155 of 24 February 2022, obtained to secure loan funds for investments of a subsidiary, Industrial Holding Bulgaria PLC, the companies-guarantors and the company-co-debtor signed financial collateral agreements through a pledge of receivables providing for a right of use over all their accounts with the creditor bank in the amount of the liability at the appropriate time.

In connection with Bank loan contract number 19F-002296 of 8 October 2019, obtained to finance the construction of a photovoltaic power plant, the company-borrower under the loan and the company-co-debtor signed financial collateral agreements through a pledge of receivables on all their accounts with the creditor bank in the amount of the liability at the appropriate time.

The collateral described above is adequate until the date of full repayment of the loan obligations they secure and/or until the termination date of the revolving limits, as the case may be.

13. DESCRIPTION OF THE MAJOR RISKS AND UNCERTAINTIES FACED BY THE GROUP

The Group's risk management policy is developed to identify and analyse risks faced by the Group, set risk appetite limits and controls, and monitor risks and compliance with those limits.

Non-systematic risks specific to the Company

Risks associated with the Group's portfolio structure

The Group's investments are focused on businesses characterised by slow rotation of funds invested (machine-building), dependency on energy and other resources (machine-building, ship repair, maritime transport) and high cyclicity (ship repair, ship design, maritime transport, classification and certification, port activity), thus reducing the level of return of the investment portfolio of IHB.

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 arises from changes in economic policy, which are triggered by economic or political circumstances, such as expanding war conflicts around the world, the war conflict in the Black Sea region, political uncertainty in many places, a series of sanctions imposed and changes in the customs policies of leading economies, restrictions on trade adopted by a number of countries. 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 (such as cooling the working environment, providing rest areas, implementing 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, threatening 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 related to environmental legislation

Domestic and international environmental legislation requires compliance with a range of measures to prevent, control, and reduce various forms of environmental pollution. In recent years, the trend has been to significantly increase regulations in this area. 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 and the free movement of goods and people speed up the spread of pandemics and epidemics. This makes it hard to contain diseases within regions or countries. Serious diseases can disrupt global trade, hamper supply chains, and negatively affect all economic agents. Changes in restrictive measures in different countries may quickly improve or worsen the external environment and affect the trade partners of 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 cyberattacks, unscrupulous trade practices, contractor bankruptcies, and more.

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 supply chains lead to higher prices, which, in turn, have an unfavourable effect on the results of manufacturing companies operating in metal- and 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 credit risk worldwide, and for the Group in particular. The exposure is higher for clients operating in segments experiencing financial difficulties or operating under deteriorating economic conditions. 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. In addition to the price offered, when selecting a potential client or charterer, managers consider their credit rating, reputation, market position, 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, which affects 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. To address this, management seeks to either negotiate fixed-rate loans or enter hedging transactions to minimise the effects of changes in the floating interest rate component. Furthermore, it should be noted that leading Central Banks have tended to loosen monetary policy in response to slowing inflation, resulting in 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 worldwide 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.

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 (CII).

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

By decision dated 09 February 2026, the General Meeting of Shareholders of Maritime Holding AD decided to initiate a liquidation procedure for the company.

This Public Notification has been prepared in accordance with the requirements of Art. 100o, par. 4 in conjunction with par. 2 of POSA.

Daneta Zheleva

Chief Executive Officer

Industrial Holding Bulgaria PLC

Ivan Rashkov

Chief Accountant

Vladislava Zgureva

Investors Relations Director