



ANNUAL REPORT 2024



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VISTA ALEGRE
1824



MANAGEMENT REPORT 2024



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Management Report

Dear Shareholders,

1. Introduction

Under current legislation, the Board of Directors of VAA-Vista Alegre Atlantis SGPS, S.A., ("Company", "Society" or "Vista Alegre"), with this document, states how the social businesses were carried out during the financial year of 2024.

Thus, we elaborated and submit to the Shareholders' approval this Consolidated Management Report and Consolidated Financial Statements, which include: the Consolidated Statement of Financial Position, the Consolidated Profit and Loss Statement by nature and Comprehensive Income, the Consolidated Statement of Changes in Equity, and the Consolidated Cash-flow Statement, all regarding the financial year, which coincides with the calendar year of 2024, as well as the corresponding Annexes. We included as well the description of the shares held by the Corporate Bodies (article 447, no 5 of the CSC), the list of the Shareholders who own a capital share higher than 10% (article 448, no 4 of the CSC), and the listing of qualifying shares (article 6 of the CVM regulation no 11/2000 with the wording given by CVM Regulation no 24/2000).

2. Macro-economic scenario

World economy

The latest OECD Economic Outlook report on the 4th of December 2024 projects global GDP growth of 3.2% in 2024, 3.3% in 2025 and 2026. In OECD economies, GDP growth is expected to be modest compared to the pre-pandemic period, at 1.7% in 2024, 1.9% in 2025 and 2026. In non-OECD economies, aggregate growth is also expected to remain broadly stable at around the current rate, with emerging Asian markets continuing to be the largest contributor to global growth.

Global inflation continued to decline in most countries throughout 2024, led by further decrease in food, energy and goods price inflation, having already returned to central bank goals in almost half of the advanced economies and around 60% of the emerging economies. Inflation in the OECD is expected to continue decreasing, from 5.4% in 2024 to 3.8% in 2025 and 3.0% in 2026, driven by the maintenance of restrictive monetary policies in most countries.

Labour markets have been gradually decreasing, but unemployment rates generally remain at historic low levels. Persistent labour shortages could severely constrain economic growth and the full benefit of digital and ecological transitions. Significant increases in nominal wages and continued disinflation have strengthened real household incomes. However, private consumption growth remains moderate in most countries, reflecting low consumer confidence.

World trade volumes are recovering globally, with an expected increase of 3.6% in 2024.

In this context of uncertainty, growth prospects vary significantly among regions.

National Economy

The Bank of Portugal, in its latest economic bulletin of December 2024, predicts that the Portuguese economy will have grown by 1.7% in 2024 (the INE - National Statistics Institute - in later information on the 30th of January 2025, states that growth should have been 1.9%). Also, according to the Bank of Portugal, in 2025 and 2026, growth should increase to 2.2% and in 2027 to 1.7% again, thus maintaining the path of convergence with the euro area.

In 2024, economic growth was sustained mainly by domestic demand, namely through private consumption.

The growth and recovery in the investment forecast for the 2025-26 period reflects the improvement in financial conditions, the acceleration in external demand, the expansionary and pro-cyclical orientation of fiscal policy, the improvement in the global outlook and the stimulus from European funds. However, it should be kept in mind that the external environment remains subject to significant economic and geopolitical downside risks.

The weak growth in GFCF (Gross Fixed Capital Formation) in 2024, at 0.5%, is mainly due to the public component, with business and household investment in housing continuing to be penalised by tight financial conditions and low confidence. The situation should improve in the 2025-27 period, due to the further reduction in interest rates. In turn, public investment is expected to increase in the specific 2025-26 period, as a result of greater expected execution of European funds, and to decrease in 2027, with the end of the PRR - Recovery and Resilience Plan.

As for the labour market, we are verifying increases in employment and real wages and unemployment remaining low. An expansionary fiscal policy contributes to greater dynamics in activity.

European economy

After a period of prolonged and generalised stagnation, the EU economy resumed growth in the first quarter of 2024. As projected in the spring, expansion continued at a moderate but steady pace throughout the second and third quarters, amid increasingly low inflationary pressures. The European Commission's economic forecast for autumn 2024 predicts real GDP growth in 2024 of 0.9% in the EU and 0.8% in the eurozone. Growth in the EU is expected to reach 1.5% in 2025, as consumption is picking up speed and investment should recover from the downturn of 2024. In 2026, it expects economic activity to expand by 1.8%, following a continuous increase in demand. Growth in the eurozone should also follow a similar dynamic and reach 1.3% in 2025 and 1.6% in 2026 (the European Central Bank, in its December 2024 report, revised its forecasts downwards, pointing to growth in the eurozone of 0.7% in 2024, 1.1% in 2025, 1.4% in 2026 and 1.3% in 2027).

3. Scope of the Consolidation

The structure presented below is the structure of Vista Alegre Group on 31st of December 2024 and 2023:

Companies	Head office	Participation percentage	
		2024	2023
Vista Alegre Atlantis, SGPS, SA	Ílhavo	Parent Company	Parent company
Cerexport - Cerâmica de exportação, SA	Ílhavo	100.00%	100.00%
Cerutil - Cerâmicas Utilitárias, SA	Sátão	100.00%	100.00%
Faiâncias Artísticas Bordalo Pinheiro, SA	Caldas da Rainha	86.14%	86.14%
Faiâncias da Capôa - Indústria Cerâmica, SA	Ílhavo	100.00%	100.00%
Mexicova, SA	Mexico City	100.00%	100.00%
Ria Stone Fábrica de Louça de Mesa em Grés, SA	Ílhavo	100.00%	100.00%
Ria Stone II, SA	Ílhavo	100.00%	100.00%
Shree Sharda Vista Alegre Private Limited	Delhi	50.00%	50.00%
VA - Vista Alegre Espanha, SA	Madrid	70.00%	100.00%
VAA Brasil – Comércio, Importação e Exportação, SA	S. Paulo	98.03%	98.03%
VAA I.I. – Sociedade Imobiliária, SA	Ílhavo	100.00%	100.00%
Vista Alegre Atlantis Moçambique, Lda	Maputo	99.00%	99.00%
Vista Alegre Atlantis, SA	Ílhavo	100.00%	100.00%
Vista Alegre France, SAS	Paris	100.00%	100.00%
Vista Alegre USA Corporation	New York	100.00%	100.00%

In 2024, the Vista Alegre Group comprises 16 companies, being divided into 4 business areas (Porcelain, earthenware, Oven to tableware, crystal and handmade glass):

- ✓ Vista Alegre Atlantis, SGPS, S.A., has as its corporate objects the management of shareholdings in other companies as an indirect way of carrying out economic activities. Its subsidiaries develop business in production, distribution and sale of porcelain, crystal and handmade glassware, stoneware and earthenware, with HoReca, retail and private label distribution channels.
- ✓ Vista Alegre Atlantis, S.A., company of Portuguese law which holds the entire Group's production (porcelain, crystal, stoneware and handmade glass), and the national chain stores.
- ✓ Cerutil – Cerâmicas Utilitárias, S.A., company of Portuguese law which holds the factory in Sátão (Viseu) that has more than 15,000 m² of productive area, in an optimised layout, which represents a national reference in the stoneware manufacture.
- ✓ Faiâncias Artísticas Bordalo Pinheiro, S.A.. company of Portuguese law that in the scope of Vista Alegre Group is now autonomising as a business area in the faïence (tableware, gift

ware and special editions). VAA thus owns the production units in Portugal located in Caldas da Rainha and Aradas in this business area.

- ✓ *Vista Alegre España, S.A.*, society of Spanish law which, in that country, carries out the activities of distributor and retailer owning 33 points of sale in the shops El Corte Inglés, in addition to the two stores of the brand.
- ✓ *Faiâncias da Capôa-Indústria de Cerâmica, S.A.*, society of Portuguese law, owner of the factory in Aradas/Aveiro where VAA has its industrial production of faïence.
- ✓ *Cerexport-Cerâmica de Exportação, S.A.*, society of Portuguese law, owner of the building in Esgueira/Taboeira/Aveiro, where VAA has its industrial production of ovenware.
- ✓ *VAA Brasil – Comércio, Importação e Exportação S.A.*, society of Brazilian law, based in the city of Vitória, state of Espírito Santo, owned in 97.57% by *Cerexport-Cerâmica de Exportação, S.A.*, 0.46% by *Faiâncias da Capôa-Indústria de Cerâmica, S.A.* and 1.97% by a local partner. This company was constituted in July 2011, with the objective of trading Vista Alegre Atlantis products.
- ✓ *Ria Stone, Fábrica de Louça de Mesa em Grés, S.A.*, society of Portuguese law, based in Ílhavo, constituted in June 2012, whose object consists in the production of tableware and domestic articles in stoneware, trade of articles stoneware, faïence and ceramics.
- ✓ *Ria Stone II, S.A.*, society of Portuguese law, based in Ílhavo, constituted in December 2020, whose object consists in the production of tableware and domestic articles in stoneware, trade of articles stoneware, earthenware and ceramics. This company remained inactive in 2024.
- ✓ *Vista Alegre Atlantis Moçambique, Lda.*, society based in Maputo, Mozambique, constituted in December 2012, with the objective of trade porcelain articles, faïence and others, domestic crystal and glass, allowing to have a local presence in this country.
- ✓ *Vista Alegre USA Corporation* it's an American society based in New York, where is located a showroom, being the first space of the brand in the United States of America.
- ✓ *VAA I.I. – Sociedade Imobiliária S.A.* is a company based in Portugal and will exercise its activity in the real estate and tourism area.
- ✓ *Shree Sharda Vista Alegre Private Limited* is a company based in India and will exercise the Group's commercial activity (porcelain, crystal, ovenware, earthenware and handmade glass).
- ✓ *Vista Alegre France, SAS*, is a company incorporated under French law, whose main activity is the trade of porcelain and earthenware as well as related products, crystal and glass pieces and decoration items, import and export of similar products; as well as all activities whose end is related.
- ✓ *Mexicova, S.A.*, a company based in Mexico City, will be engaged in the commercial activity of the Group in this country (porcelain, crystal, ovenware, earthenware and handmade glass).

In July 2024, VAA - Vista Alegre Atlantis SGPS, S.A. sold 30% of the share capital of Vista Alegre Spain to CR7, S.A..

4. Activity Evolution

The year 2024 marked Vista Alegre's 200th anniversary. Throughout the year, many initiatives, exhibitions, and events were held to celebrate this historic moment, a milestone for the continuity and prestige of the brand. Brand recognition for Vista Alegre and Bordallo Pinheiro, increasingly sought after by major *influencers* in home decoration and design, continues to grow.

Consolidated turnover in December 2024 reached 137 million euros, representing a growth of 5.5% compared to the same period of 2023.

In 2024, Vista Alegre and Bordallo Pinheiro brand products showed a positive evolution in both physical and *online* retail, nationally and internationally, resulting in a growth of 3.4% compared to the same period in 2023. In the Stoneware segment, the *private label* increase of 14.4% compared to the previous year.

Also noteworthy is the significant evolution of sales in Poland and Germany, with an increase of 83.3% and 49.0%, respectively, compared to the same period in the prior year.

In terms of segments, we would like to highlight the 13.5% growth in revenue from earthenware and the 13.5% growth in sales of stoneware, compared to revenue in 2023.

Segments	12M 2024	12M 2023	Var 12M (%)
Porcelain and related products	46.0	47.0	-2.2%
Earthenware	19.4	17.1	13.5%
Stoneware	56.4	49.7	13.5%
Crystal and Glass	14.9	15.7	-5.1%
Total	136.8	129.6	5.5%

In terms of porcelain and complementary products, there was a reduction in the sale of private label products and horeca channels (hotels and restaurants), resulting in a 2.2% reduction in sales volume in this segment compared to the same period last year.

Foreign markets represented 69.2% of Vista Alegre's turnover, with 94.7 million euros of sales.

In the Latin American markets, it's important to highlight new retail and hotel partnerships in Colombia, Ecuador, Guatemala and Argentina.

In Europe, Vista Alegre and Bordallo Pinheiro grew in retail in practically the entire continent. The markets of France, Italy and Scandinavia stand out, especially for the Bordallo Pinheiro brand.

In the Middle East, the markets of Saudi Arabia, Dubai and Kuwait stand out, and in Africa, the brands continued to expand, especially in Angola, Morocco and South Africa.

5. Results

The turnover reached 137 million euros, an increase of 5.5% compared to the previous year.

Vista Alegre Group's EBITDA in 2024 totalled 27.4 million euros, a decrease of 3.0% compared to the same period last year. The EBITDA margin stood at 20.0%, down 1.8 p.p. on the previous year.

Headings	12M 2024	12M 2023	Var. 12M Amount	Var. 12M %
Turnover	136.8	129.6	7.2	5.5%
EBITDA	27.4	28.3	-0.8	-3.0%
<i>EBITDA Margin</i>	20.0%	21.8%		
Operating Income	12.9	13.9	-1.1	-7.8%
<i>Operating Margin</i>	9.4%	10.8%		
Income before taxes	6.4	9.1	-2.6	-29%
Income tax	-1.9	-2.2	0.3	
Net income	4.5	6.8	-2.3	-34%

The operating result in 2024 decreased by 7.8% compared to the same period last year, standing at 12.9 million euros. Due to the recent investments made by Vista Alegre companies, amortisation increased by 0.7 million euros, which had a negative impact on the operating result. The net income of Vista Alegre group stood at 4.5 million euros.

6. Investments and Debt

Investment⁽¹⁾ during 2024 amounted to 16.4 million euros, directed mostly towards decarbonisation projects, enabling continuous improvement in operational excellence, productivity and business sustainability in the medium and long term.

Vista Alegre Group is committed to sustainability as well as environmental and social responsibility, aimed at ensuring a more resilient and sustainable company for future generations.

Consolidated net debt increased by 6.4 million euros, essentially due to the increase in lease liabilities - which reflect (i) the renewal of contracts for the principal Vista Alegre Group stores and (ii) a more demanding period in terms of working capital requirements, thus resulting in a slight increase in terms of the net debt to EBITDA ratio.

A significant highlight was the reimbursement by Vista Alegre in October 2024 of the bond issue launched in 2019 – VAA Fixed Rate Guaranteed Senior Secured Notes 2019-2024 Class A (placed

with institutional investors). This reimbursement was made possible by the successful organisation and launch of a public offering subscription (OPS) of a retail bond loan in the total amount of 60 million euros. This operation allowed VAA to diversify its funding sources, since this bond loan was placed nationally with retail investors. This was VAA's first bond issue aimed at this type of investor, thus reaching another important milestone in the company's history. Between these two transactions (bond issue (May 2024) and repayment of the 2019 bond (October 2024)), VAA made some financial investments in order to optimise these additional funding resources. The calculation of the *covenant* related to the bond loan is disclosed in note 21.

	M€	31/12/2024	31/12/2023	Variation 2024/2023
Loans obtained		77.8	74.8	3.1
Lease liabilities		11.0	7.4	3.6
Consolidated debt	88.8	82.2	6.6	
Cash and cash equivalents		-11.8	-16.8	5.0
Treasury loans		-5.3	0.0	-5.3
Consolidated net debt	71.8	65.4	6.4	
EBITDA		27.4	28.3	-0.8
Net debt / EBITDA		2.6x	2.3x	0.30x

⁽¹⁾ Investment during the year includes the increase in the heading tangible fixed assets and intangible fixed assets.

7. Final performance analysis

7.1. Introduction

Vista Alegre presents documented information of its Consolidated Non-Financial Statement, which is transversal to the Group, which aims at defining and implementing a set of initiatives to strengthen the Vista Alegre Group's sustainability foundations (ESG), adapting and strengthening the different initiatives as policies already in place in most of the Group's companies.

Throughout the years Vista Alegre has been incorporating Social Responsibility and environmental concern to all its activities, becoming involved, directly and indirectly, in the community, undertaking permanently to support culture, leisure, education, sports, health and well-being. In this regard, Vista Alegre and its companies maintained a proactive and consistent attitude in 2024, implementing these goals in several actions and initiatives.

To comply with the requirements of DL 89/2017, on the 28th of July 2017 (Article 508-G) and for the general approval by the shareholders at the annual general meeting, Vista Alegre intends to disclosure more objectively and quicker this Non-Financial Consolidated Statement, which has the adequate information to perceive the evolution, performance, position and impact of the Group's activities. Activities which regard, at least, environmental questions, social and employees' questions, gender equality, non-discrimination, respect for human rights, fight against corruption and attempts of bribery.

This final document is available on Vista Alegre site, and for any further information this e-mail address is always available geral@vistaalegre.com.

7.2. Overall

a. Description of the Group's corporate model

The Vista Alegre Group defines itself as a corporate structure, with the parent company, VAA – Vista Alegre Atlantis, SGPS, S.A., on top, which is a Holding Company, whose objects is the management of its subsidiaries' shares. The scope of each of the companies includes purchase and sale options as well as portfolio, as well as the exercise of the shareholder functions which impart their principles, values and a coordinated strategy.

The structure of the Vista Alegre Atlantis Group on the 31st of December 2024 is detailed in point 3 of this report.

The corporate model, more than a structure or a relationship dynamics, should be understood within the context of its activities and its specific processes. This is the result of the Management Report, the Corporate Governance Report and other accountability elements, to which it refers. Vista Alegre's mission (see b)) is relevant to understand the governance model, so it is important to mention however briefly, that it fits the current reality, but there is a greater ambition: to be recognised as a brand of excellence and prestige, both at a domestic and international level.

The Vista Alegre Group consists of 16 companies, divided into four business areas (Porcelain and related products, Earthenware, Tableware Stoneware, Crystal and handmade Glass). The model adopted inevitably lies between the advantages of unity and coordination under Vista Alegre leadership, with a constant synergy between the different areas, thus transmitting a sense of cooperation, removing all the inherent benefits of the ceramics and crystal sector.

b. Mission

In 2024, Vista Alegre celebrated its 200th anniversary, and the company's strategic vision remains dedicated to the global brand recognition as one of the world's leading prestige, quality and design brands. In this case it has strengthened its commitment towards internationalisation and relevant strategic partnerships to create added value for customers and shareholders, always maintaining a strong connection to design and culture.

As a mission, VAA seeks to provide a comprehensive response to satisfy the needs of its different markets (tableware, decoration, giftware, hotelware) with an offer that complies with the highest quality standards, based on a close and permanent relationship with its customers.

In Portugal the brand has an index of spontaneous notoriety superior to 95%, being identified by specialists as porcelain of high quality and recurrently chosen to serve celebrities of several countries. In a more comprehensive way, the main mission is to know, manufacture and market tableware, giftware, collecting and corporate pieces, dominating whenever possible the manufacturing process and its value chain.

Vista Alegre's strategic purposes include sustained growth in line with the SDGs (Sustainable Development Goals) defined by the United Nations, through programmes for decarbonisation and energy transition, circularity and digitalisation of processes and products, as well as internationalisation and differentiation of its products. Building on the knowledge it has of its manufacturing processes and markets, the growing commitment and incorporation of design in its products are thus extremely important for the rejuvenation and modernisation of the brand, promoting the loyalty and broadening of the consumer base that are also considered as strategic purposes.

c. Sustainability Governance

The redefinition of a management structure for all the Group's activities in the area of sustainability is an objective to be achieved in the short term. This strategy will make it possible to better integrate all that has already been done in terms of operating companies, develop an integrated activity plan with regular monitoring and aim this management towards a common vision that sets new levels of ambition, committing to contribute to the targets of the SDGs.

d. Strategic View

Vista Alegre is focused on improving its overall performance, ensuring the necessary balance between the three pillars of sustainability (Environment, Social and Governance), strengthening the internationalisation of Vista Alegre Group by investing in new global markets, investing in more efficient industrial equipment, presenting innovative and complementary products by establishing partnerships with internationally renowned and prestigious entities, which are also committed to sustainability:

- Associate modern elements to the brand Vista Alegre, preserving the prestige of a unique and global Portuguese brand;
- Focus on crystal products on the luxury packaging segment;
- Reinforce the development of hotelware aiming at the strategic importance of this business area.

e. Values

Vista Alegre's intrinsic values are a constant focus on Commitment, Entrepreneurship, Ambition, Dynamics, Innovation, Continuous Improvement and Promptness.

f. Economic performance

In 2024, turnover totalled approximately 137 million euros, an increase of 5.5% compared to the previous year, and EBITDA registered 27.4 million euros, a decrease of 3% year on year. Net profit will stand at 4.5 million euros in 2024 (6.8 million euros in 2023).

The external market reached 94.7 million euros in sales, currently representing 69.2% of Vista Alegre's turnover. In Europe, France, Spain, Germany and Italy stood out with the greatest increases.

The performance of Vista Alegre is guided by the sustainability of its economic results. These results are extensively detailed throughout the Annual Report of which this Sustainability Information is part of.

7.3. General sustainability policies

To ensure its sustainability, supported by the ESG (Environmental, Social and Governance) pillars: Environment, Social and Governance (economic and ethical), satisfying all relevant parties (customers, business and government parties, employees, partners, suppliers and society), in a balanced way and, adopting the following: ISO 9001 in terms of quality management model; the Union Customs Code (UCC) in terms of security; ISO 45001 in terms of occupational health and safety; and ISO 14001 in terms of environment. Vista Alegre undertakes to:



- ⌚ Identify resources and technological needs for innovative products and business processes, minimising environmental impacts and safety risks, promoting the rational use of natural resources, preventing pollution and prioritising the elimination and/or reduction of risks underlying all activities;
- ⌚ Ensure control of the product life cycle stages, taking into account the concept of circularity;
- ⌚ Preserve the integrity of equipment, through proper inspection, control and the best maintenance techniques, in order to obtain compliant products, in a safe and environmentally responsible manner;

- ◆ Ensure and develop partnerships with suppliers for ongoing improvement of products and services, encouraging and guiding them in their responsibilities to ethical, environmental and safety values, taking into account the scope of sustainable purchasing;
- ◆ Successively increase the percentage of secondary raw materials (waste and by-products) incorporated into the raw material used in our production;
- ◆ Successively reduce energy consumption;
- ◆ Change the energy mix so that we have increasingly more renewable and low-carbon energy sources.



- ◆ Ensure suitable hygiene, safety and health protection conditions at work and recognising the importance of training courses for all employees, implementing good practices in a cost-effective way and in order to guide them towards understanding their responsibilities;
- ◆ Besides providing Occupational Medicine Services, also offer general and family medicine, psychology, physiotherapy and nutrition services;
- ◆ Implement a Human Resources policy which promotes equality, motivation, cohesion, development of employees' skills, as well as rejection of any form of discrimination, fostering ongoing continuous improvement, business profitability, consultation and active participation;
- ◆ Develop measures to attract and retain talent by investing in employee training and development;
- ◆ Establish partnerships with local communities and support social and cultural projects, contributing to the economic and social development of the region, as measures of social responsibility towards the surrounding community.



- ◆ Ensure customers' loyalty, continuously monitoring its satisfaction, ensuring high quality and service;
- ◆ Attract new customers and new markets through marketing campaigns, participation in design competitions, participation at international fairs and the establishment of strategic partnerships with world-renowned designers, artists and brands;

- ⌚ Comply with the requirements, law, as well as statutory and regulatory demands identified; and continually improve the effectiveness of the Integrated Management System in terms of complying with the compliance obligations;
- ⌚ Define, monitor and systematically analyse the purposes/indicators and targets that implement this policy in order to continuously improve performance;
- ⌚ Guarantee the security of the international logistics chain, supply chain security (involving commercial partners, suppliers and customers, employees, physical facilities, information and finished products), AEO - Authorised Economic Operator.



7.4. Results of these Policies

Within this context, as the plants are intensive consumers of energy, around 80% NG (natural gas) and 20% electricity, a number of measures were defined to reduce CO₂ emissions and energy consumption, which resulted in projects under the Recovery and Resilience Plan: *ECP - Ecocerâmica e Cristalaria de Portugal*; and Decarbonisation.

As of 2025, we will be monitoring the metrics of the progress of these projects in line with the implementation of the main planned investments:

- (i) Reducing electricity consumption by installing 1 MW of photovoltaic panels at each of the six plants, a measure which is estimated to reduce electricity consumption by 20 to 30%;
- (ii) Improving energy efficiency by reusing hot air from the kilns to be reused in the combustion processes themselves and for other drying processes;

- (iii) Converting kilns for them to use new gases of renewable origin, such as green H2 (hydrogen) and biomethane. With these projects, our kilns will be prepared to incorporate up to 50% green H2 and 100% biomethane, depending on availability, quality and competitiveness;
- (iv) Considering 2019 as the base year, Vista Alegre Atlantis SGPS has already achieved a 12% reduction in its direct CO2 emissions in 2023 (scope 1);
- (v) During 2024, Vista Alegre Atlantis SGPS defined a Key Performance Indicator (KPI) - 'TEP/tonne of good pieces' - related to reducing energy consumption, improving energy efficiency and introducing other renewable sources of fuels (hydrogen and biomethane) in three of its factories (which account for 75% of the Vista Alegre Atlantis Group' total energy consumption). This indicator will be monitored annually, with 2022 as the base year, and a 15% reduction is expected by the end of 2028 (depending on the integration of new fuels, such as green hydrogen and biomethane, in case they are already available).

Still in terms of reaffirming its commitment to sustainability and as a result of its policies that VAA - Vista Alegre Atlantis, SGPS, S.A., when issuing bonds for 2024, opted for Sustainability-Linked Bonds ('SLBs').

As such, the manufacturing units of VAA - Vista Alegre Atlantis, SGPS, S.A., which are intensive consumers of energy, selected the indicator (KPI) 'toe / tonnes of good parts' for the annual performance assessment, applicable to three of the units, which account for around 75% of total energy consumption and are therefore the largest contributors to total greenhouse gas emissions: (i) Vista Alegre (porcelain production), (ii) Cerexport and (iii) Ria Stone (both with stoneware production).

The KPI selected - toe/tonnes of good parts - is obtained from the ratio between:

- (i) tonnes of oil equivalent ('toe'), obtained from information taken from monthly gas and electricity bills and then converted into the same unit of energy so that they can be added up;
- (ii) tonnes (ton) of 'good parts', which consists of 'good parts' that have entered the finished product warehouse. This information is communicated monthly to INE by filling in a Monthly Industrial Production Survey on INE's online platform.

Based on the value of this indicator in 2022, goals were set for the period 2024 to 2028:

KPI	2020 H (COVID19) (Tep/ton)	2021 H (Tep/ton)	2022 H (baseline) (Tep/ton)	(...)	2024 P (Tep/ton)	2025 P (Tep/ton)	2026 P (Tep/ton)	2027 P (Tep/ton)	2028 P (Tep/ton)	META 2022 vs 2028 (%)
Consolidated (Ria Stone + VA + Cerexport)	0.427	0.435	0.428		0.410	0.386	0.378	0.374	0.365	-15%

According to this methodology, the value calculated at the end of 2024 (and for that full year) for the KPI Tonnes of Oil Equivalent (toe) / Tonnes of good parts was 0.406, thus meeting the target set for 2024, which was 0.410.

7.5. Risk Management

In Vista Alegre Group, the main financial liabilities are loans formalised with financial institutions, capital markets (namely bonds placed with the general public - retail), public bodies, namely the *Agência para o Investimento e Comércio Externo de Portugal*. Financial liabilities are incurred in order to finance Vista Alegre Group's operations, namely its working capital and investments to expand and maintain the production capacity of its companies, as well as to refinance existing liabilities. Within the context of international conflicts, Vista Alegre Group has continued to work actively on working capital management, as well as the careful investments, in order to guarantee adequate cash flow.

Current assets derive from operations and are comprised of trade accounts receivable and other debtors and cash and short-term deposits. Vista Alegre Group also has financial assets available for sale, such as investments in venture capital companies, which are recognised at fair value, and other financial investments recognised at acquisition cost as they are investments in unlisted smaller companies.

The Vista Alegre Group is therefore exposed to (i) market risk essentially with interest rate and Exchange rate changes, (ii) credit risk and (iii) liquidity risk. The Vista Alegre Group has an approach focused on creating risk strategies, developing activities and skills so that risks are managed in the most appropriate way possible and so that strategic goals are not compromised. Awareness of the existence of risks is the first step towards making strategic and operational decisions, which must be aligned with the level of risk that the Vista Alegre Group is willing to undertake.

Market risk

Market risk refers to the possibility of adverse variations in the value of financial assets due to fluctuations in market prices. These fluctuations can be caused by various factors, including changes in interest rates, exchange rates, credit risk and liquidity risk.

Effective management of this risk is essential to ensure the financial stability and long-term sustainability of Vista Alegre group.

Interest rate risk

Interest rate risk refers to the possibility of adverse impacts on the company's financial performance arising from variations in market interest rates. These fluctuations can affect both the company's debt costs and the returns on financial assets that are indexed or exposed to variable interest rates.

The year 2008 was marked by the subprime crisis in the US, which caused the bankruptcy of large financial institutions and spread to economies around the world. It was also at the beginning of this year that the highest Euribor rates were recorded. However, after the middle of the year, rates fell as a result of successive cuts in the key rate by the European Central Bank in an attempt to respond to the international financial crisis. Over the following years, Euribor rates tended to fall, reaching negative levels in 2015. This behaviour was the result of the expansive monetary policy by the European Central Bank (ECB), which adopted very low interest rates in response to the global financial crisis and the need to stimulate inflation and economic growth in the eurozone.

In 2019 and 2020, EURIBOR rates remained at negative levels and the ECB maintained an accommodative stance, implementing measures such as quantitative easing and keeping benchmark interest rates at very low levels in order to support economic recovery, especially after the impacts of the COVID-19 pandemic.

In late 2021 and early 2022, the outlook began to change. Rising inflation in the eurozone, driven by factors such as rising energy prices and disruptions in supply chains, led the ECB to reconsider its monetary policy. In response to the acceleration in inflation, the ECB began a cycle of interest rate rises in 2022, which resulted in a recovery in EURIBOR rates. By the end of 2022 and the beginning of 2023, the 3-month and 12-month EURIBOR rates were reaching levels not seen since before the 2008 financial crisis, with the 3-month rate standing above 2 per cent at various times. From then on, rates rose progressively and repeatedly and only stabilised at the end of 2023. In 2024, the ECB lowered the main Euribor rates four times (June, September, October and December) and it is expected that in 2025 the downward trend will continue, although at a slower pace.

The Vista Alegre group exposure to interest rate risk comes primarily from loans obtained at variable rates. Although a significant proportion of the debt is contracted at a fixed interest rate (more than 75 per cent), a smaller part is contracted at an interest rate indexed to Euribor at the various maturities.

If the average interest rate supported in 2024 had been 0.5 p.p. higher (lower), the net financial costs would have increased (reduced) by approximately 147 thousand euros (154 thousand euros in 2023).

It should also be noted that Vista Alegre group issued bonds in 2024. Between the 2nd and the 15th of May 2024, Vista Alegre Group held a public subscription offer for 'Obrigações Vista Alegre 2029', with a fixed interest rate of 5.30% per year and a maturity of five years (until May 2029). Initially, the overall amount of the issue was set at up to 45 million euros, which was later increased to up to 60 million euros, given the success of the operation. It was an operation that involved around 2,320 investors and allowed Vista Alegre group to align the maturity of its financial debt with its strategic

plan for the coming years, raising approximately 58 million euros net, after deducting commissions and associated costs.

Exchange risk

Exchange rate risk refers to the possibility of financial losses arising from fluctuations in exchange rates between different currencies. This risk can stem from international transactions, from the conversion of revenues or costs into foreign currency to exposure to exchange rate variations on assets or liabilities denominated in currencies other than the company's functional currency.

The Vista Alegre Group has subsidiaries in Brazil, the United Kingdom, Mozambique, the United States of America and Mexico through which it markets in its respective markets in Reais, Pounds, Meticais, US dollars and Mexican Pesos, respectively. Thus, being exposed to the exchange rate risk of operating activities denominated in currencies other than their functional currency. In Brazil, where the impact was more significant, exchange rate risk vis-à-vis the euro, the currency in which its imports of goods from Portugal are made, the Vista Alegre group holds a short position of around 2.18 million euros. The Brazilian real depreciated 20.20% against the euro in 2024. A 2% change in the exchange rate would have an impact of around 43.6 thousand euros (40 thousand euros in 2023). In consolidated terms it presents a balance sheet risk by incorporating the accounts.

In commercial accounts receivable and commercial accounts payable there are balances in currencies different from the euro, namely American Dollars, but without any significant value., as explained below:

Commercial receivable accounts and others:

Currency	Amount 2024	Amount 2023
BRL	3 682 158.16	4 163 837.63
MZN	16 148 401.08	17 485 518.70
USD	731 037.26	708 298.03
MXP	3 938 688.20	3 326 118.79

Commercial payable accounts as other:

Currency	Amount 2024	Amount 2023
MZN	7 114 819.01	600 809.44
INR	23 608 998.28	22 968 770.00
BRL	14 370 552.81	10 762 041.61
USD	3 277 686.34	3 254 193.00
MXP	25 030 099.17	23 184 573.39

Credit risks

Credit risk refers to the possibility of financial losses arising from the failure of third parties, whether customers, suppliers, financial institutions or other commercial partners, to fulfil their contractual

obligations. This risk can manifest itself in various ways, from default on accounts receivable to the bankruptcy of third parties, affecting the company's liquidity and profitability.

The Vista Alegre group's subsidiaries are exposed to a variety of diversified risks. Management is aware of the importance of credit risk management and the protection of its treasury, recognising the importance of credit insurance as an essential instrument both domestically and abroad. Conscious of the importance of adopting active management of different financial risks in order to minimise their potential negative impacts on cash flow, results and value of companies, it seeks to manage these risks effectively by formulating adequate hedging strategies.

Credit risk is an important and complex aspect which is present in the daily life of the Vista Alegre group. Risk assessments imply credit decisions, at times, based on incomplete information, within a scenario of uncertainty and constant change, specially what has been experienced during the last years, which has proved to be particularly atypical and which was caused by the COVID-19 spread and the international conflicts in Ukraine and the Middle East, and all the implications that this has entailed. Credit risk management reflects the multiplicity, quality and origin of the information available so that the credit analyst can always take the best decision and that it is in accordance with the assumptions defined by the Vista Alegre Group.

The Vista Alegre group keeps the credit insurance policies, leaves the analysis of credit granting to professionals who are specialised in debts recovery, receiving from the credit company the indication of exposure - credit limit - adjusted to the credit capacity of each client. Thus, management can be primarily focused on operational issues. The coverage of this risk allows a compensation of 95% for the unpaid credits. To meet the credit risk coverage needs, in which the limits granted under the base policies are insufficient, the Vista Alegre group has insured additional coverages that allow it to increase the partial coverage of its risks, up to twice the amount granted in the base policy, and as well as to obtain coverages for risks that have no value attributed in the said base policy, up to the limit of 100 thousand euros.

Another strategy adopted to mitigate credit risk is to sign non-recourse factoring contracts. This operation allows the company to transfer its accounts receivable to a specialised financial institution, called a factor, in exchange for an advance of part of the value of the invoices. The main feature of the non-recourse factoring modality is that, in this model, the credit risk is assumed by the factor and not by the assigning company, allowing the risk of default to be reduced and, consequently, minimising the financial impact of any bankruptcies or payment difficulties on our clients.

The payment terms for the receivables from customers not yet due without an impairment entry and due with an impairment entry, as of the 31st of December 2024 and 2023 are:

	31-12-2024	31-12-2023
Not yet over-due	9 350	4 698
Overdue but with no impairment entries		
0-30 days	2 605	2 808
30-90 days	972	1 153
+ 90 days	1 570	3 769
Total	5 147	7 729
Overdue but with impairment entries		
0-90 days	3 164	3 255
90-180 days		
180-360 days		
+ 360 days	3 164	3 255
Total	3 164	3 255
Overall Total	17 661	15 682
Total net impairments	14 497	12 427

The added constraints in the external hedging of loans entail a greater precision and stricter requirements in assessing applications for internal credit. The detailed analysis of a customer's credit risk is normally summarised in a credit sheet, which contains the information that will allow the issuing of an opinion on a credit operation, and which includes available and relevant information such as the character of the customer, its management capacity, asset value, history, financial information, credit guarantees and payment terms.

The Vista Alegre Group believes that it does not have significant credit risk concentrations, maintaining an active credit control for all its clients, overseen by the Financial Management.

Liquidity risk

Liquidity risk refers to the possibility of the company not being able to fulfil its financial obligations as they become due, due to a lack of available financial resources or difficulty in generating sufficient cash in the short term. This risk can arise from various situations, such as the inability to sell assets quickly, restricted access to funding sources or a mismatch between expected cash flows and financial needs.

This risk is the biggest that the Vista Alegre group have been exposed to. The Vista Alegre Group substantially improved its financial conditions following changes in its shareholder structure during the previous years, and the very positive evolution of its operations in recent years, the result of a well-developed strategy for the sustained growth of the Vista Alegre Group. Moreover, the Vista Alegre Group has a centralised treasury management contract with Visabeira Indústria, SGPS, S.A., its main shareholder, in order to manage its cash resources more efficiently. Treasury and investments are managed by a global and centralised organisation, which allows reducing cash flow risks, avoiding exposure to variations that may affect the companies' results.

Vista Alegre is still obliged to comply with the financial covenants in connection with the issuance of the 60 million euros bond loan contracted in May 2024. This bond loan established that the Net Debt² to EBITDA³ ratio should not exceed the maximum limit of 4.0x throughout the loan's maturity and measured at the end of each financial year.

Finally, we can conclude that Vista Alegre group manages its liquidity risk in the following ways:

- (i) ensuring that its financial debt has a high medium and long-term component with maturities appropriate to the characteristics of the industries in which it operates;
- (ii) by contracting credit lines available with financial institutions at any time, for an amount that guarantees adequate liquidity to the development of its operations; and
- (iii) through the centralised treasury management contract with its main shareholder, in order to manage its cash and cash equivalents and financing needs more efficiently.

In terms of cash and cash equivalents, they reached 11.8 million euros on the 31st of December 2024 (16.8 million euros on the 31st of December 2023).

7.6. Specific areas of activity - Key performance indicators

a. Quality, Environment and Safety

The evolution in the management of organizations has led to a new culture that encompasses not only the quality of products and/or services offered, but also environmental issues, health and safety in the workplace, and even social and ethical issues.

In the present context, the responsibility of the organisations is not limited to creating wealth, protecting the environment and reducing the risks associated with their activities, areas where legal and management requirements are increasing. It is the growing assumption of their social responsibility.

In this sense, in the Vista Alegre Group, management relies on a set of procedures, standards and practices, capable of using natural resources in an environmentally responsible manner, avoiding irreversible impacts. This new concept entails a concern with the use of clean technologies, minimisation of waste and the sustainable management of natural resources.

Also, within the scope of Occupational Health and Safety, its focus on certification for the companies' main Management Systems, combined with various actions to prevent accidents and with the continuous commitment training employees, allowed optimising working conditions and professional performance, which significantly improved indices in these areas.

The planning and execution of internal audits is an essential tool for assessing the functioning of the Integrated Management System implemented, an important input in terms of the annual System Review activity, with active participation of top management.

In other words, in order to have quality and excellence in its products/services and companies it is important to continuously improve the Quality, Environment, Safety, and Health Management Systems. So, in 2024, a set of activities stand out within the scope of continuous improvement in the areas of quality, environment and safety, summarised below:

- ✓ Reinforcement of the commitments towards sustainability, by focusing on field visits, training, area and supplier checks, which allowed not only continuous safe and transparent work for customers, but also validation of supplier's reliability;
- ✓ Reinforcement of the commitments towards sustainability, by focusing on field visits, training, area and supplier checks, which allowed not only continuous safe and transparent work for customers, but also validation of supplier's reliability;
- ✓ Continuous improvement of the response capacity in situations of environmental emergency, by accident simulation, which allow an effective performance by the employees in the event of accidents of an environment nature;
- ✓ Continuous monitoring of environmental aspects, calculation of the respective impacts on the environment and permanent reassessment of mitigation and minimisation measures implemented;
- ✓ Continuous optimisation of the Geolocation system in vehicles, allowing efficient management of technical resources in their daily activities. This system represents an important step towards the sustainability of the Company, since it allows obvious gains under the economic aspect, and especially in the environmental aspect;
- ✓ Environmental concern about the purchase of work equipment, by elaborating specifications for the main materials groups and equipment, giving priority to those with lower environmental impact while ensuring the user's safety;
- ✓ In terms of marketing communications and paper and cardboard packaging of our products, we prioritise the use of FSC-certified materials, ensuring that the products come from well-managed forests that offer environmental, social and economic benefits.

In terms of certifications, Grupo Vista Alegre SGPS:

- ✓ 5 of the 6 Production Plants are certified by ISO 9001 (Quality Management System);
- ✓ In March 2022, the stoneware production unit of Aveiro obtained certification according to the 45001 standard reference (Occupational Health and Safety Management), which is extended to the rest of the organisation;
- ✓ In July 2024, the stoneware production unit obtained certification according to the 14001 standard reference (Environmental Management System), which is extended to the rest of the organisation;

- ✓ Each of the three VAA, SA production plants is a member of SMETA - SEDEX Supplier Ethical Data Exchange, as a supplier, a platform where customers and suppliers can "meet" ethics/social responsibility concerns with certainty; each of Vista Alegre's manufacturing units updates its self-assessment and undergoes SMETA audits. Ethical Supplier Data Interchange (SEDEX) is an online system designed to help organisations manage data on work practices in their supply chains. Members have the benefit of being able to publish their SMETA audit reports directly into the SEDEX system to be viewed by all customers;
- ✓ Vista Alegre Atlantis, S.A. is a member of the Ecovadis platform, with regular evaluation of its performance, in the following areas: environment, labour practices and human rights, and sustainable purchases;
- ✓ Vista Alegre Atlantis SGPS has IKEA certifications - IWAY Reference | Code of Conduct for suppliers to assess sustainability, namely in energy efficiency and the use of natural resources. As a mandatory requirement of IKEA, a client who buys stoneware from us (for tableware - at the Ria Stone plant -, and for ovenware - at the Taboeira plant), we periodically carry out sustainability assessment according to the parameters/criteria established in an application from this client, aiming at ongoing improvement of results, namely in terms of energy efficiency and the use of natural resources;
- ✓ Vista Alegre Atlantis, SA and Ria Stone have the status of Authorised Economic Operator | AEO C+S Status - Customs Simplifications/Safety and Security.
. This certification (AEO) is granted by the government to companies with management processes that reduce existing risks in foreign trade operations, demonstrating their commitment to Customs Compliance and Safety criteria and facilitating legitimate trade;
- ✓ Vista Alegre adheres to the principles of the Ethical Trading Initiative, actively implementing social responsibility measures.

b. Awards for sustainable initiatives obtained during 2024

ECOVADIS: Vista Alegre Atlantis SA (Includes Vista Alegre Atlantis Ílhavo, Cerexport and Atlantis).

In 2023, Vista Alegre Atlantis SA had an overall rating of 43% in terms of Environmental, Social, and Governance issues, indicating a partial commitment to sustainability, having a minimally structured approach to sustainability and some concrete policies and actions regarding selected issues.

Official Declaration of Carbon Footprint reduction 2023, by Sociedade Ponto Verde, by adhering to the Integrated Waste Management System (IWMS)

- Vista Alegre Atlantis SA (Includes Vista Alegre Atlantis Ílhavo, Cerexport and Atlantis avoided 246.32 tonnes CO₂ eq);
- In 2023, Faianças Bordalo Pinheiro avoided 82.23 tonnes CO₂ eq.

During 2024, Vista Alegre Atlantis defined a Key Performance Indicator (KPI) - 'TEP/tonne of good parts', related to reducing energy consumption, improving energy efficiency and introducing other

renewable fuels (hydrogen and biomethane) in three of its plants (75% of the Grupo Vista Alegre Atlantis' total energy consumption). This indicator will be monitored annually, with 2022 as the base year, and a 15% reduction is expected by the end of 2028 (depending on the integration of new fuels, such as green hydrogen and biomethane, in case they are already available).

c. Compliance

Our shared core values of honesty, integrity and respect for others, the environment and society that form the foundation of the work that we do and establish the framework for our commitment to doing business.

Constructel's Code of Ethics and Business Conduct is a guardrail that helps us to ensure that we do things safely, ethically, responsibly and observe all applicable laws, rules, regulations and policies while making business decisions. We have zero tolerance for illegal, dishonest or unethical conduct, abuse, discrimination or harassment.

Aiming to reinforce ethical business conduct, a Compliance System has been implemented to ensure compliance with applicable legal requirements, especially from the perspective of corruption prevention, prevention of money laundering, and terrorist financing, compliance with international sanctions, conflicts of interest, protection of human rights and protection of personal data. A set of Compliance Policies and a Third-Party Integrity Verification system have therefore been implemented. In order to correctly implement these structuring instruments, with a view to promoting a culture of Compliance based on ethical and comprehensive performance, Vista Alegre believes it is essential to train its employees.

Taking into account the international context it does business in and the growing participation of the private sector in the fight against corruption and related offences, as well as the legal obligations that it is bound to, in 2024 Vista Alegre implemented a Plan for the Prevention of Corruption Risks and Related Offences, in which it identifies the risks it is exposed to in these matters, defines the criteria for assessing these risks and establishes preventive and corrective measures.

In 2024, there were no confirmed cases of corruption and no convictions for non-compliance with the corruption prevention legislation.

This Whistleblowing Channel guarantees anonymity, confidentiality, safeguards and non-retaliation in terms of the relationships with the whistleblowers, as well as compliance with all data protection and information security regulations. A Whistleblowing Channel has been available via the website since 2022, which is intended for reporting irregularities by Employees, Suppliers, Customers, Service Providers, Local Communities or any other interested parties.

d. The People

Vista Alegre recognises that it privileges the virtuous triangle that articulates the quality of its services and products, the geographic expansion of its activities and the dynamics and rigour of its activities as the fundamental vectors of its positioning.

People, their skills, their professional development and their capacities, flexibility, mobility and adaptability are key components which come together in the accuracy and demand as an individual attitude.

It represents an important challenge for the entire organisation, the geographic dispersion which characterises the Group, effective knowledge management, optimised team management and efficient sharing of the company's strategy and values.

Therefore, it is the Group's mission to promote good practices, to articulate them with the management of people's personal and professional expectations, and strategic alignment with the performance quality and goals achievement.

Within this framework, the Group's human resource policy is geared towards a permanent continuous improvement of productivity and customer satisfaction. This action is based on the constant reinforcement of the employees' training, their professional development and the development of their competences.

The Group is a reference employer, recognised in the market for its capacity to train technicians and to manage careers, promoting multi-sectorial opportunities for the career development of each of its employees.

Vista Alegre, with its characteristic multi-activity and multi-continental company identity, it values and strengthens partnerships with educational institutions, universities, professional schools and all the academic organisations with which it articulates and maximises the promotion of the best conditions of success for the young graduates, designing the best frameworks for their successful integration into working life.

e. Gender Equality Plan

Gender equality is one of the founding principles of the Vista Alegre Group and its companies. Aiming to ensure equality between women and men, decisive for attracting and developing talent, as well as building a more inclusive, fair, diverse and responsible society.

Sharing common values and principles, such as equal treatment and opportunities for women and men and the promotion of the elimination of discrimination, mainly on the grounds of gender.

Vista Alegre Atlantis has been preparing its Equality Plans, defining measures and goals to be achieved, in order to promote equality between women and men. The company has identified organisational aspects where it appears necessary to intervene and introduce changes, a reality that

translates into a dynamic, evolutionary process, whose scope is optimising the measures adopted with a view to meeting the goals identified.

The Gender Equality Committee, created in 2021, has been monitoring compliance with the Equality Plan being implemented in 2024, contributing decisively to ensure it being carried out well.

You can view the complete document on Vista Alegre website.

f. Professional training

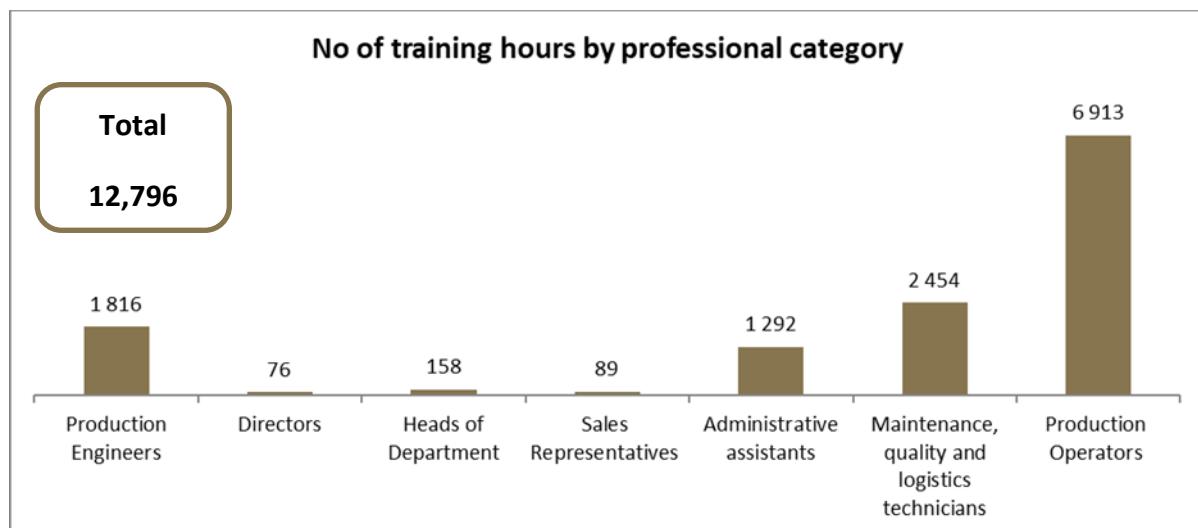
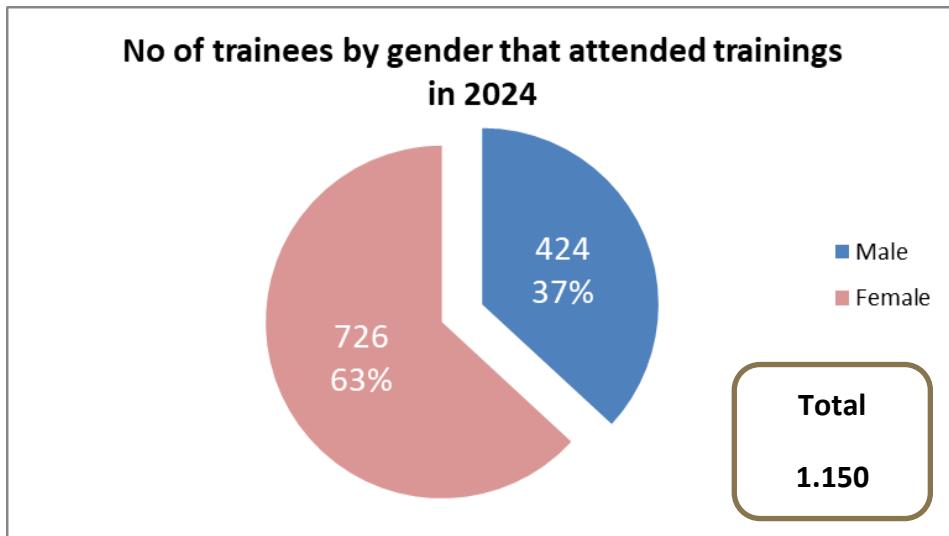
Within a changing professional context, training, in its various aspects, is increasingly a necessity felt by the professionals and encouraged by the Group's companies in order to value their skills and abilities.

Vista Alegre has as privileged customer the Group's companies and their respective service providers and partners. Within this scenario, were carried out 48 training courses during 2024, in different training areas, among which stand out:

- Information technologies
- Management
- Company's framework
- Behaviour
- Quality/Continuous Improvement
- Environment protection technology
- Occupational Safety and Hygiene
- Commercial
- Languages

Training	No of hours	Trainees
Commercial	339	80
Overall / Management	165	200
OHS / Environment	78	186
Academic Education	0	0
Quality/Continuous Improvement	50	125
Technologies / procedures	192	15
Information technologies	80	23
Behaviour	78	519
Languages	50	2
Total	1031	1150

The 48 training actions carried out during 2024 involved 1.150 trainees and 1.031 training hours, distributed as follows:



The main goal of the organisation is the promotion of innovative and sustainable value training projects, which contribute efficiently to the maximisation of the human potential, supporting a strategy which aims to maximise service standards and product quality.

Within this context, 2024 was once again a year to consolidate training covering the different business areas of Vista Alegre and which stands as a fundamental pillar of the success of each of its activities.

For 2025, Vista Alegre expects an increase in the number of training courses to be carried out, in order to meet the need to qualify technicians for new products and manufacturing techniques, as well as their adaptation to the new challenges ahead.

g. Communication

One of the major news highlights in 2024 was the celebration of Vista Alegre's 200th anniversary. Major news coverage began in January when the first piece of the year – the *Prato Calendário* - was presented at a ceremony held at the factory in Ílhavo, which officially opened the celebrations for the bicentenary of the company founded in 1884 by José Ferreira Pinto Basto, which since 2009 has been part of Grupo Visabeira. Several television channels broadcast direct coverage and numerous reports on the event, which was covered by dozens of media organisations.

Still within the same context, the celebration of Vista Alegre's anniversary, which took place on the 6th of July in Ílhavo, together with the traditional and annual festivities of Vista Alegre, was another major event with media coverage. The programme included the inauguration of the monument to the factory's 200th anniversary and a dinner attended by all employees. The celebrations were presided over by Prime Minister Luís Montenegro, who was accompanied by various ministers and secretaries of state. This event generated a great number of news stories. TVI was one of the channels that paid special attention to the event, for example presenting a 12-minute report in the *Jornal Nacional*, which was aired live from Lugar da Vista Alegre on the 6th of July. The Antena 1 also broadcast live programmes on the theme throughout the day, as did other television and radio channels.

The inauguration at the Palácio Nacional da Ajuda of the exhibition 'Towards Infinity - Vista Alegre 200 years of Creativity', presided over by the President of the Republic, Marcelo Rebelo de Sousa, and attended by a number of government officials, was another of the highlights of 2024, with TV programmes and news on countless other national, regional and local media and communication means. During this ceremony the Head of State honoured Vista Alegre as an Honorary Member of the Order of Infante D. Henrique, which consequently generated a great deal of information.

Another highlight of the year was the auction for Vista Alegre's 200th Anniversary, an initiative that hadn't been held for several years and which auctioned off many unique and valuable pieces.

It's safe to say that in 2024, Vista Alegre took centre stage in the news. Cristiano Ronaldo's entry into the company's share capital, both in Portugal and Spain, generated a global flow of information. Whilst in Portugal almost all television programmes, radio stations, national, regional and local newspapers and magazines highlighted this operation for several days, the foreign press, particularly the Spanish press, was no exception.

For example, the issue was reported in Bloomberg, Forbes, Europa Press, El Confidencial Digital, Bolsamania, Ok Diário, Teleprensa, Cope, 20 Minutos and The Luxonomist, among many others.

Vista Alegre's operation on the Euronext Lisbon (Lisbon Stock Exchange) with the public bond offering, which was very successful, was another of the media's news.

The launch of various Vista Alegre collections throughout the year to perpetuate the company's 200th anniversary was another point of great media coverage, which received attention from the renowned Tableware International magazine.

Within the world of Vista Alegre Group, we can also highlight the 200th Anniversary Auction and some interviews given by director Nuno Barra, who, among other things, is in charge of Marketing and who was interviewed, for example, by publications such as OJE - O Jornal Económico; by the Expresso Golfe supplement and in Briefing magazine's 'Super Talks' Podcast. Carlos Costa, the director responsible for the commercial area, also gave an interview to Publitrans Hotelaria.

Bordallo Pinheiro, which celebrated its 140th anniversary, was also featured in the news, as was another collection - *Gudrun* - signed by Claudia Schiffer, which also includes pieces by Vista Alegre.

Nádia Rodrigues, head of the Fábrica de Faianças Bordallo Pinheiro, surely one of the few female industrial directors in the sector, was interviewed by RTP 3's "Mulheres que Contam" programme.

As for television programmes, we can also highlight CNN Portugal's "Pitch - Brand & Contest", which dedicated episodes to Vista Alegre's *Incontra* collection and to Bordallo Pinheiro.

At an international level, it is important to highlight Spain, where Vista Alegre and Bordallo Pinheiro have had a very active communication policy over the years with the main media, especially newspapers, magazines and online, following what is done in Portugal.

In 2024, 30 press releases and emails were issued with information regarding Vista Alegre and 20 regarding Bordallo Pinheiro. Highlights included communications on the 200th anniversary of founding Vista Alegre; the launch of the anniversary collections and pieces; Cristiano Ronaldo's entry into Vista Alegre España capital and the Christmas tables, among others.

With regard to Bordallo Pinheiro, it is important to highlight the launch of the summer pieces and the collection signed by Claudia Schiffer, as well as the exhibits at the *Maison&Objet* and *Ambiente* fairs.

h. Social responsibility

Social responsibility of the Vista Alegre Group results from the social and environment concern of the different operations in the different operations when integrating with customers, employees, partners and suppliers.

Social responsibility of the Vista Alegre Group is based on an ethic code supporting several social concepts which Vista Alegre undertakes to comply with:

- ✓ The commitment to lead its business respecting its employees' rights, the satisfaction of the current customers and the engagement of new customers, the development of new and

more efficient products, continuous improvement of the processes, as well as the creation of value to its shareholders;

- ✓ To remunerate employees fairly, paying salaries and benefits in accordance with national laws, European and international standards and directives and the applicable collective bargaining agreements;
- ✓ Allows working hours in accordance with applicable legal and contractual provisions in order to balance professional life and leisure;
- ✓ Doesn't employ and condemns child labour;
- ✓ Doesn't employ and condemns forced labour, does not use prisoners' labour;
- ✓ Doesn't comply with and condemns corruption, it is firmly committed to being a responsible entity in all areas of its activity and govern the conduct of business honestly, ethically and in accordance with the law;
- ✓ To respect all legislation regarding holidays and public holidays, absence from work, leave and exemption from duties, especially those related to maternity and paternity;
- ✓ To promote occupational safety by providing safe and healthy workplace conditions;
- ✓ To promote health in the workplace by enforcing the relevant legislation on occupational health;
- ✓ Allows and respects freedom of association and the exercise of trade union rights within its facilities;
- ✓ Does not discriminate on the basis of gender, race, religion or other, whether during the recruitment and selection processes or carrying out the professional activity in the course of employment contracts;
- ✓ Promotes employment of foreign workers, applying the effective legal rules regarding work of foreigners, respecting the same rules and rights applicable to national workers;
- ✓ Develops its disciplinary practices with the strict compliance with the procedural and contradictory rules, provided for by law;
- ✓ Promotes lifelong learning both inside and outside the Company;
- ✓ Promotes the reduction of energy use and the elimination of energy waste;
- ✓ Carries out a strict separation of waste by promoting its treatment and recovery through duly authorised transporters and dealers;
- ✓ Monitors its pollutant emission sources in order to promote the environmental compatibility and sustainability of its processes and products;
- ✓ Promotes the treatment of customer complaints in order to continuously improve their performance and service levels;
- ✓ Promotes good integration with the surrounding local environment, so as to participate in problem solving of local populations;
- ✓ Promotes the use of responsible marketing in its communication with the market;
- ✓ Promotes to deal with its customers, partners and suppliers on equal terms in order to establish long-term relationships;
- ✓ Does not comply with and condemns harassment or abuse, promotes the right of workers to report and to file a complaint whenever they are aware of any legal or duties violation or any other identical situation that legitimises the complaint, and the company ensures that the complaint is monitored. For this purpose, employees must submit a complaint to the

human resources department, either verbally, in writing, or via e-mail, provedor@grupovisabeira.com.

- ✓ Allows and promotes that any interested party related to VAA or its subsidiaries, namely employees, members of corporate bodies, shareholders, investors, customers, suppliers or business partners, to communicate to the Supervisory Board the knowledge or well-founded suspicions of the existence of any severe irregularities which are likely to violate the rules of conduct or legal, regulatory, statutory, professional ethics or other provisions in force at the Vista Alegre Group, in particular those relating to administration and the financial, accounting and internal control, audit and anti-corruption areas through the e-mail com.irregularidadesVAA@vistaalegre.com, or through the Whistleblowing Channel on the tab of the Vista Alegre website (<https://vistaalegre.integrityline.com/?lang=pt>).

7.7. Commitment towards the future

a. Commitment to creating a more sustainable future

Vista Alegre Atlantis is deeply committed to sustainability and to undertaking environmental and social responsibility in order to achieve a better world and deliver a better company to future generations.

Environment, Social and Governance (ESG) issues, the Sustainability of the planet and the quality of life of future generations are at the heart of Vista Alegre Atlantis Group' concerns. To this end, it has created a Sustainability Roadmap for 2030, which is essentially based on three main pillars: (i) Decarbonisation and energy transition; (ii) Circularity and industrial symbioses; and (iii) Digitisation of processes and products.

As part of its commitment to sustainability, Vista Alegre Atlantis is also committed to achieving the goals set by the Sustainable Development Principles, prioritising those that have the greatest impact on its organisation.

b. Sustainable Development Goals (SDG)



The United Nations Sustainable Development ("ODS") Goals, amended by almost all countries, including Portugal, have identified 17 priority themes aimed at ensuring sustainable development.

SDG explicitly undertakes the importance of companies and economic agents in achieving their goals. Vista Alegre undertakes its responsibility in this process and the commitment towards society, intending to be an active part in the pursuit of these goals.

Vista Alegre Atlantis's strategic purposes include sustained growth in line with the SDGs (Sustainable Development Goals) defined by the United Nations, through programmes for decarbonisation and energy transition, circularity and digitalisation of processes and products, as well as internationalisation and differentiation of its products. Building on the knowledge it has of its manufacturing processes and markets, the growing commitment and incorporation of design in its products are thus extremely important for the rejuvenation and modernization of the brand,

promoting the loyalty and broadening of the consumer base that are also considered as strategic purposes.



c. Sustainability report, in accordance with the CSRD Directive and the ESRS Reporting Standards

In order to achieve sustainable development goals, the sustainability metrics defined by the European Sustainability Reporting Standards (ESRS) will be adopted. These standards cover environmental, social and governance performance standards and principles, making it possible to highlight all of Vista Alegre Atlantis' contributions to a more sustainable economy, creating value for all stakeholders (employees, local communities, clients, suppliers and investors).

During 2025, and in relation to 2024, Vista Alegre Atlantis will publish its first sustainability report, which will be a first alignment with the Corporate Sustainability Reporting Directive (CSRD), and the European Sustainability Reporting Standards (ESRS). Clearly and transparently demonstrating its Environmental Practices, including the disclosure of KPI's related to CAPEX, OPEX and TURNOVER of its sustainable activities, in accordance with the European Taxonomy; Social Practices and Governance Practises (ESG), reinforcing trust with its entire value chain (employees, investors, suppliers, partners, clients).

d. Climate changes – task force on climate-related financial disclosure (TCDF)

TCFD encourages large companies to conduct robustness and resilience analyses of their strategies against a range of climate change scenarios. As part of its analysis and monitoring of risks, Vista

Alegre is aware of the importance of this project and will monitor its developments during subsequent years.

8. Company Branches

This item corresponds to a situation not applicable to the company.

9. Operations with Own Shares

Under the terms and for the purposes of *Regulamento da Comissão de Mercado de Valores Mobiliários* [Securities Market Commission Regulation] no. 5/2008 (amended by CMVM Regulation no. 7/2018), namely Article 11(1) and (2), we confirm that Vista Alegre Group did not purchase or sell any of its own shares during 2024. As such, the position has not changed, holding a total of 110 own shares.

10. Business between the Company and its Directors

No authorisation was granted to any manager to negotiate directly with the company, no loans or credits were granted, no payments were made on their behalf, no guarantees were provided, nor advance payments were carried out.

11. Important events after the end of the year

On the 2nd of April 2025, US President Donald Trump announced a series of trade measures that could have significant impacts on the global economy. Among the main initiatives is the implementation of additional tariffs on imports from various countries, including the European Union, China, Canada and Mexico. These tariffs, which reach up to 25% on some products, have been justified as part of a strategy to balance trade relations and to protect American industry. Moreover, a policy of "reciprocal tariffs" was presented, aiming at equalise the rates applied to American product exports. These measures have generated international reactions, including possible retaliation from the countries affected, contributing to a more volatile economic environment.

Within the Grupo Vista Alegre's business, it is our conviction that the impacts will not materialise, since our operations do not involve exports or imports from the United States. We will continue to monitor the global economic outlook, ensuring that any relevant changes are duly assessed and incorporated into our business strategy.

12. Prospects

Vista Alegre expects 2025 to be a year of growth in all channels, with new innovative projects, new markets and the continued growth of the Brand.

The brand is expected to grow in terms of retail sales and hotels channels, mainly in subsidiaries and emerging markets.

A strong recovery is expected in private label projects in the ceramics area, especially in the stoneware segment in both the oven and table products.

As for the foreign market, we are very optimistic in terms of sales growth through expansion into new markets.

In terms of domestic market, a more conservative stance has been adopted, particularly by channel operators (Horeca), where the volume of new projects is not as high as during the post-pandemic years. Vista Alegre expects sales to remain stable. For subsidiaries as a whole, the expectation is for very optimistic sales growth.

The variability of the global economic, political and social situation, which has been felt since the start of the war in Ukraine, is still a determining factor that will influence the entire business, but Vista Alegre believes that there are signs of optimism for 2025 compared to 2024.

13. Statement pursuant to Article 29-H, no 1, c) of the CVM

In accordance and for the purposes of the article 29-H, paragraph 1 - c) of the Securities Market Code, the Parties, individually, declare that, according to their knowledge, the Management Report, the Consolidated Financial Statements and other documents of account required by law or regulation have been prepared in accordance with applicable International Financial Reporting Standards, giving a true and fair view, in all materially relevant aspects, of the assets and liabilities, the financial situation and the consolidated income issuer, and that the Management Report faithfully reflects the evolution of the business, performance and position of the issuer, as well as of the companies included in the consolidation companies, and it contains a description of the main risks and uncertainties they face. Financial risk management is described in note 35 of the annex to the financial statements.

Ílhavo, 29th of April 2025

The Board of Directors

Nuno Miguel Rodrigues Terras Marques
Chairman of the Board of Directors

Paulo Jorge Lourenço Pires
Vice-Chairman of Board of Directors

Alexandra da Conceição Lopes
Member of the Board of Directors

Alda Alexandra Abrantes Costa
Member of the Board of Directors

Nuno Miguel Ferreira De Assunção Barra
Member of the Board of Directors

Nuno Maria Pinto de Magalhães Fernandes Thomaz
Member of the Board of Directors

Cristina Isabel Sousa Lopes
Member of the Board of Directors

Teodorico Figueiredo Pais
Member of the Board of Directors

Carlos Alberto Sá Garcia da Costa
Member of the Board of Directors

Fernando Daniel Leocádio Campos Nunes
Member of the Board of Directors

Maria Isabel Couto Fernandes
Member of the Board of Directors

Céline Dora Judith Abecassis Moedas
Member of the Board of Directors

Mário Godinho de Matos
Member of the Board of Directors

Luís Miguel Poiares Pessoa Maduro
Member of the Board of Directors

Tiago de Moura Pacheco Coelho Craveiro
Member of the Board of Directors

Consolidated Statements of Financial Position on the 31st of December 2024 and 2023

	Notes	31-12-2024	31-12-2023	T €
ASSETS				
Non-current assets				
Tangible fixed assets	8	142 148	135 543	
Goodwill	9	4 711	4 711	
Investment properties	12	938	938	
Intangible assets	10	913	1 190	
Financial investments	13	1 046	1 097	
Assets by rights of use	14	10 936	7 397	
Deferred taxes	15	5 409	4 874	
Total non-current assets		166 101	155 749	
Current assets				
Inventories	16	53 574	51 463	
Accounts receivable and others	17	26 411	19 025	
Income tax	25	144	102	
Cash and cash equivalents	7	11 810	16 804	
Total current assets		91 939	87 394	
TOTAL ASSETS		258 040	243 142	
SHARE CAPITAL				
Share capital	18	134 120	134 120	
Treasury shares	18	-2	-2	
Issue premiums	18	0	25 113	
Supplementary benefits	18	38 182	38 182	
Reserves and retained earnings	19	-88 175	-122 887	
Net income for the financial year		4 055	6 535	
Equity excluding non-controlling interests		88 180	81 061	
Non-controlling interests	20	1 153	1 663	
Total equity		89 333	82 724	
LIABILITIES				
Non-current liabilities				
Loans obtained	21	67 634	16 035	
Subsidies	26	14 535	13 709	
Lease liabilities	22	8 177	5 052	
Provisions	24	90	90	
Provisions for pensions	24	3 024	2 808	
Deferred taxes	15	7 898	8 874	
Total non-current liabilities		101 359	46 567	
Current liabilities				
Loans obtained	21	10 208	58 722	
Lease liabilities	22	2 815	2 383	
Subsidies	26	1 249	1 285	
Accounts payable and other debts	23	52 973	51 165	
Income tax	25	104	296	
Total current assets		67 348	113 851	
Total liabilities		168 707	160 418	
TOTAL EQUITY AND LIABILITIES		258 040	243 142	

**Consolidated Statements of Results by Nature for the periods
ended on the 31st of December 2024 and 2023**

Headings	Notes	31-12-2024	31-12-2023	T €
Sales and services provided	6 and 27	136 767	129 599	
Cost of goods sold and material consumed	16	-40 845	-41 785	
Production variation	16	2 795	6 200	
Works for the company itself	8	941	368	
External supplies and services	29	-23 771	-21 498	
Staff costs	28	-51 243	-51 024	
Amortisation and depreciation	8, 10, 14	-14 726	-14 020	
Impairment of accounts receivable	11	90	-95	
Provisions for the financial year	22	0	118	
Other operating expenses and losses	30	-971	-1 582	
Impairment of assets depreciation	8, 10, 11	84	-322	
Other profit and operating income	30	3 731	7 973	
Interest and similar expenses incurred	31	-7 668	-5 473	
Interest and similar income obtained	31	1 251	615	
Income before income tax		6 436	9 075	
Income tax	15	-1 905	-2 234	
Consolidated income for the financial year		4 531	6 841	
Attributable:				
Shareholders of the parent company		4 055	6 535	
Non-controlling interests	20	476	306	
Basic earnings per share (€)	32	0.0242	0.0390	
Diluted earnings per share (€)	32	0.0242	0.0390	

**Consolidated Statement of Comprehensive Income for the periods
ended on 31st of December 2024 and 2023**

	Notes	31-12-2024	31-12-2023
Consolidated income for the financial year (a)		4 531	6 841
Other comprehensive income:			
Amounts that will not be reclassified later in results			
Retirement benefits			
Actuarial gains and losses	24	-516	-376
Revaluation of fixed assets			
Change in fair value of tangible fixed assets	8	996	1 094
Tax impact of the revaluation surplus	15	1 456	-222
		1 935	497
Amounts that will subsequently be reclassified to profit or loss			
Adjustments of exchange conversion			
		-652	-15
Other adjustments			
Gross amount		92	-204
Tax impact - Others	15	3	26
		-557	-192
Other comprehensive income for the financial year (b):		1 378	304
Total comprehensive income for the financial year (a) + (b)		5 909	7 145
Total comprehensive income attributable to:			
Shareholders of the parent company		5 385	6 874
Non-controlling interests		524	271
		5 909	7 145

**Consolidated Statement of Changes in Equity for the periods ended
on 31st of December 2024 and 2023**

Headings	Equity attributable to shareholders of parent company						Total	Non-controlling interests (note 20)	Total equity
	Equity (note 18)	Treasury shares (note 18)	Issue premiums (note 18)	Supplementary benefits (note 18)	Reserves and retained earnings (note 19)	Net income for the financial year			
Balance on the 1 st of January 2023	134 120	-2	25 113	38 182	-128 560	5 334	74 187	1 392	75 579
Application of net result for the financial year	0	0	0	0	5 334	-5 334	0	0	0
Total comprehensive income									
Net income for the financial year	0	0	0	0	0	6 535	6 535	306	6 841
Other comprehensive income for the financial year	0	0	0	0	339	0	339	-35	304
Total	0	0	0	0	5 673	1 201	6 874	271	7 145
Balance on the 31 st of December 2023	134 120	-2	25 113	38 182	-122 887	6 535	81 061	1 663	82 724
Equity attributable to shareholders of parent company									
Headings	Equity (note 18)	Treasury shares (note 18)	Issue premiums (note 18)	Supplementary benefits (note 18)	Reserves and retained earnings (note 19)	Net income for the financial year	Total	Non-controlling interests (note 20)	Total equity
	Equity (note 18)	Treasury shares (note 18)	Issue premiums (note 18)	Supplementary benefits (note 18)	Reserves and retained earnings (note 19)	Net income for the financial year			
Balance on the 1 st of January 2024	134 120	-2	25 113	38 182	-122 887	6 535	81 061	1 663	82 724
Application of net result for the financial year	0	0	0	0	6 535	-6 535	0	0	0
Total comprehensive income									
Net income for the financial year	0	0	0	0	0	4 055	4 055	476	4 531
Other comprehensive income for the financial year	0	0	0	0	1 330	0	1 330	49	1 378
Use of share issue premiums	0	0	-25 113	0	25 113	0	0	0	0
Dividend distribution (note 20)	0	0	0	0	0	0	0	-139	-139
Changes to the consolidation perimeter (note 5)	0	0	0	0	1 735	0	1 735	-896	838
Total	0	0	-25 113	0	34 712	-2 480	7 120	-510	6 609
Balance on the 31 st of December 2024	134 120	-2	0	38 182	-88 175	4 055	88 181	1 153	89 333

**Consolidated Statement of Cash Flow for the periods ended on the
31st of December 2024 and 2023**

Headings	31-12-2024	31-12-2023
1. OPERATING ACTIVITIES:		
Receivables from clients	145 726	143 763
Payments to suppliers	-78 317	-79 834
Payments to staff	-51 243	-50 252
Flows generated by operations	16 166	13 677
Income tax payments/receipts	-17	-219
Other operating (payments)/receivables	-400	763
Flows from operating activities	15 750	14 221
2. INVESTMENT ACTIVITIES:		
Receivables from:		
Loans to related parties (Note 7)	35 905	22 935
Interest and similar income (Notes 7 and 36)	1 115	0
Sale of subsidiary (Note 5)	838	0
Investment subsidies	2 234	4 742
	40 092	27 677
Payments relating to:		
Loans to related parties (Note 7)	-41 175	-22 935
Tangible and intangible fixed assets	-13 582	-15 198
	-54 757	-38 133
Flows from investment activities	-14 665	-10 456
3. INVESTMENT ACTIVITIES:		
Receivables from:		
Loans granted (Note 7)	66 619	3 327
	66 619	3 327
Payments relating to:		
Loans granted (Note 7)	-62 183	-10 768
Amortisation of financial leasing contracts (Note 7)	-3 489	-3 088
Interest and similar (Note 7)	-6 844	-4 202
Dividends (Note 20)	-139	0
	-72 655	-18 057
Flows generated by investment activities	-6 036	-14 729
4. CASH AND CASH EQUIVALENTS VARIATION	-4 951	-10 965
5. EFFECT OF CURRENCY EXCHANGE DIFFERENCES	-43	23
6. INITIAL CASH AND BANK DEPOSITS (NOTE 7)	16 804	27 746
7. FINAL CASH AND BANK DEPOSITS (NOTE 7)	11 810	16 804

Notes to the Consolidated Financial Statements

The amounts are in thousands of euros, except in the cases indicated otherwise

1. General Information

Vista Alegre Atlantis Group (Group) is formed by VAA - Vista Alegre Atlantis, S.G.P.S., S.A. (VAA - SGPS, S.A. or "Company") and subsidiary companies ("VAA Group") (Note 5). VAA - SGPS, S.A. was established in 1980 as a private limited company with the company Vista Alegre Porcelain Factory, Ltd. The company's general object is the industry of porcelain as well as other ceramic products. This activity had already been carried out since 1824 by another company belonging to the Group, which at that time, and due to restructuring reasons, decided to empower certain business areas. Since the late 1987, the Company has been listed in the Lisbon and Oporto Stock Exchange.

Currently called VAA – Vista Alegre Atlantis, SGPS, S.A., the company has the corporate purpose of managing shareholding in other companies, as an indirect form of economic activities, which consist of the production, distribution and sale of porcelain, earthenware, stoneware, crystal and handmade glass, through its own retail network, with independent retailers and distributors and online sales. VAA - SGPS, S.A. is based at Lugar da Vista Alegre, 3830-292, Ílhavo. The company has its shares listed on the Stock Exchange of the official *Euronext Lisbon* market.

In January 2009, Vista Alegre Atlantis, SGPS, SA was informed, pursuant to and under the terms of article 175 of the CMV, by the Caixa-Banco de Investimento, S.A. and the Banco Millennium BCP Investimento, S.A., in the name and representing Cerutil-Cerâmicas Utilitárias, S.A., that it had decided to carry out a Public Offering for General Acquisition of the shares representing the share capital of VAA – SGPS. S.A..

At the end of all negotiations and credits assignment, Cerutil - Cerâmica Utilitária, S.A. ("Cerutil", a company which is part of Grupo Visabeira), owns 92.042.696 shares, which represented 63.46% of Vista Alegre Atlantis, SGPS, S.A. share capital.

Subsequently, in July 2010, Vista Alegre Atlantis, SGPS, S.A. witnessed its social capital growing from 11,603,199.20 euros to 92,507,861.92 euros, owing to the issuance of 1,011,308,284 common shares, registered and to the holder, with the nominal value of 0.08 euros each, of which:

- 125.000.000 shares were subscribed through a private offering by Fundo de Capital de Risco AICEP Capital Global Grandes Projetos de Investimento;
- 562.500.000 shares were subscribed by Cerutil – Cerâmicas Utilitárias, S.A.;
- and the remaining 323.808.284 shares were subscribed through a public subscription offering reserved to shareholders, exercising their pre-emptive rights. At the end of the process, Cerutil strengthened its position to 76.47%.

The VAA, SGPS, S.A.'s Board of Directors believes that regarding the Vista Alegre Group situation, the capital increase operation in 2019 was a key factor for the success of the business restructuring that followed. The inflow of funds aimed at restoring the financial balance of the company, providing its structure with the capacity of meeting its commitments and allowing the necessary expansion and replacement investment.

On the 16th of October 2013, through a share purchase agreement signed with the *Banco Comercial Português, S.A.*, GRUPO VISABEIRA, S.A. purchased, on that date, from the above-mentioned bank, a total of 51.761.957 shares representing 4.48% of the share social and voting rights of VAA – VISTA ALEGRE ATLANTIS, SGPS, S.A.. As a result of such acquisition, GRUPO VISABEIRA, S.A. became directly entitled to this number of shares representing 4.48% of VAA – SGPS, S.A.. In 2017 the percentage of representative shares was 3.64% (2016: 4.798%).

On the 22nd of December 2017, Vista Alegre Atlantis, SGPS, S.A. witnessed its social capital growing from 92,507,861.92 euros to 121,927,317.04 euros, owing to the issuance of 367,743,189 common shares, registered and to the holder, being made up of 1,524,091,463 shares with the nominal value of 0.08 euros each, of which:

- 10,600,331 shares were subscribed through public offering for subscription with subscription reserved for VAA shareholders, in exercising their pre-emption rights (with the legal pre-emption rights having been withdrawn from shareholders of Visabeira Indústria SGPS, S.A., Grupo Visabeira SGPS, S.A., FCR Portugal Ventures Grandes Projetos de Investimento, Caixa Geral de Depósitos, S.A. and the Fundo de Capital de Risco Grupo CGD – Caixa Capital and limited to shareholder pre-emption rights of shareholders of CERUTIL in subscribing to actions in the instalment of the increase to be paid in cash);
- 357.142.858 shares were subscribed by CERUTIL in cash contributions through the conversion of CERUTIL credits to VAA, SGPS, S.A. to the amount of 50,000,000.12 euros.

Under the terms and pursuant to the article 248-B of the Securities Code, and article 14 of CMVM Regulation no. 5/2008, VAA – Vista Alegre Atlantis, SGPS, S.A. received a communication that, under two share purchase and sale agreements signed on the 27th of December 2017, VISABEIRA INDÚSTRIA SGPS, S.A. acquired from CERUTIL – Cerâmicas Utilitárias, S.A., 1.252.453.447 shares representing the share capital of VAA – Vista Alegre Atlantis, SGPS, S.A.. After such transactions, VISABEIRA INDÚSTRIA SGPS, S.A. became the holder of 82.27% of the share capital and voting rights of a VAA – Vista Alegre Atlantis, SGPS, S.A..

Through a share purchase and sale agreement signed on the 28th of December 2017, VISABEIRA INDÚSTRIA SGPS, S.A. acquired, outside the stock exchange, from the company Portugal Capital Ventures – Sociedade de Capital de Risco, S.A., 125.000.000 shares representing 8.20% of the share capital of VAA – Vista Alegre Atlantis, SGPS, S.A., after such transactions, became the direct owner of 1.378.923.847 shares, representing 90.48% of the share capital and voting rights of VAA – Vista Alegre Atlantis, SGPS, S.A..

Following VAA's reorganisation program, which included the capital increase operation carried out on December 2017, VAA followed this process recently purchasing Cerutil and Bordalo Pinheiro (through Bordalgest, which was entirely owned by Cerutil and, in turn, owned a share of 83.99% in Bordalo Pinheiro) as well as the sale of VA Group, Vista Alegre Participações, S.A. on the 31st of August 2018, having thus, on September 2018, completed the reorganisation program.

The purpose of these operations was to concentrate all holdings of the ceramics sector in VAA, in order to strengthen the financial and economic situation of the Group, as well as to strengthen its position within the context of the sector and towards the competing companies, allowing VA to demonstrate a greater importance and diversification of the century old brand "Bordallo Pinheiro".

On the 9th of October 2018 the reverse stock split was completed. It was based on the regrouping of the 1.524.091.460 shares representing the company's share capital, by applying a regrouping ratio of 1:10, corresponding to every 10 (ten) shares 1 (one) new share, rounded up to the nearest whole number.

On the 22nd of October 2019, a process was carried out to issue guaranteed bonds in the amount of 45,000,000 euros, with a fixed annual rate of 4.5% and maturity in October 2024, and guaranteed bonds in the amount of 5,000,000 euros with a fixed annual rate of 3.5% and final maturity in October 2024, with only institutional investors (Note 21).

On the 12th of December 2019, VAA - Vista Alegre Atlantis, SGPS, SA increased its capital by new cash inflows, with the suppression of shareholders' pre-emptive rights, in the amount of 12,192,731.20 euros, resulting in a change in the capital of Vista Alegre from 121,927,316.80 euros to 134,120,048.00 euros, by issuing 15,240,914 new shares, with a nominal value of 0.80 euros each, as communicated to the market in due course. This capital increase operation also generated an issue to the amount of 3.048.183 euros (Note 18).

Despite Visabeira Indústria, SGPS, S.A. maintaining ownership of 137,965,420 shares representing the share capital and voting rights of Vista Alegre as a result of the aforementioned, as a result of the capital increase (with the purpose, among others, of diversifying the VAA shareholder base) and of Visabeira Indústria, SGPS, S.A. not having subscribed to any new shares in this scope, its qualified shareholding in VAA has been reduced to 82.29% of VAA's share capital and voting rights, with reference to the share capital of VAA 134,120,048.00 euros represented by 167,650,060 shares after the Capital Increase.

In June 2024, the company CR7, S.A., owned by footballer Cristiano Ronaldo, acquired a 10% share of VAA - Vista Alegre Atlantis, SGPS, S.A. from Visabeira Indústria, SGPS, S.A., corresponding to 16,765,006 shares. In this sense, on the 31st of December 2024, Visabeira Indústria, SGPS, S.A. directly holds 121,200,962 shares representing 72.29% of Vista Alegre's share capital and voting rights.

Visabeira Indústria SGPS, S.A. share capital is entirely owned by (100%) by Grupo Visabeira, S.A. (based on Rua do Palácio do Gelo, n.º 1, Palácio do Gelo Shopping, Piso 3, Viseu, with the share capital of 116.540.215,00 Euro, registered at the *Conservatória do Registo Comercial de Viseu*

[Commercial Registry of Viseu] under the single registration and VAT number 502.263.628), whereby the voting rights of Visabeira Indústria SGPS, S.A. are also attributable to Grupo Visabeira, S.A., which, in turn, also owns directly 5,548,417 shares representing 3.31% of VAA – Vista Alegre Atlantis, SGPS, S.A.’s share capital and voting rights.

It should also be noted that 98.25% of the share capital and voting rights of GRUPO VISABEIRA, S.A. is directly held by the company NCFGEST, S.A., based at Repeses, Viseu, with a share capital of 138,051,852.60 Euros, registered at the *Conservatória do Registo Comercial de Viseu* [Commercial Registry of Viseu] under the single registration and VAT number 508.959.756, and therefore the voting rights representing VAA’s share capital, mentioned above, are also attributable to NCFGEST, S.A.

In 2024, the company NCFTRADETUR, S.A., 100% of whose share capital and voting rights are held directly by the company NCFGEST, S.A., has 4,785,769 shares representing 2.85% of the share capital and voting rights of VAA - Vista Alegre Atlantis, SGPS, S.A., with 3,779,918 shares having been acquired over the counter.

On the 31st of December 2024, NCFGEST, S.A. directly held 7,735,422 shares representing 4.61% of the share capital and voting rights of VAA - Vista Alegre Atlantis, SGPS, S.A.

VAA Group owns six factories in Portugal, three in Ílhavo, one in Caldas da Rainha, another one in Alcobaça and another in Sátão (Viseu); and it sells mainly in the Euro zone countries, especially in Portugal, Spain, Germany, France and Italy.

These consolidated financial statements were approved and authorised for issue at the Board of Directors meeting held on the 29th of April 2025.

2. Significant accounting policies

The main accounting policies adopted in preparing the attached consolidated financial statements for the year ending on the 31st of December 2024, which include the Material Accounting Policies, are as follows:

2.1 Basis of presentation

According to the Regulation (CE) no 1606/2002 of the European Parliament and Council of the 19th of July 2002, which transposed to into the Portuguese law through the Decree Law no. 35/2005, of the 17th of February, subsequently amended by Dec. Law no 98/2015 of the 2nd of June. These consolidated financial statements were prepared in accordance with the International Financial Reporting Standards (IFRS), as adopted by the European Union (EU). The IFRS includes standards issued by the International Accounting Standards Board (“IASB”), as well as Interpretations issued by

the International Financial Reporting Interpretations Committee ("IFRIC") and its predecessor bodies, effective on the 1st of January 2024.

The consolidated financial statements were prepared based on the continuity of operations, according to the accounting records of the Company and its subsidiaries included in the consolidation, maintained in accordance with the accounting principles and policies of each jurisdiction, adjusted in the consolidation process for IFRS. The historical cost principle was accounted for, except in terms of investment properties, lands and factory buildings, and regarding other financial assets corresponding to shares in risk capital funds, which were measured at fair value. When elaborating the consolidated financial statements, the Board of Directors of Vista Alegre Atlantis Group uses estimates and assumptions which affect the application of policies and the amounts of assets and liabilities. The associated estimates and assumptions are based on historical experience and other factors considered reasonable under the circumstances and are the basis for judgements on the values of the assets and liabilities whose valuation is not evident from other sources. Actual results may differ from estimates. Issues that require a higher judgement or complexity, or for which assumptions and estimates are considered significant, are presented in Note 3.

The Board of Directors evaluated the Company's and its subsidiaries' ability to operate on a continuous basis, based on all relevant information, facts and circumstances of financial, commercial or other nature, including events subsequent to the reporting date of the consolidated financial statements, available about the future. The Board of Directors came to the conclusion that it has the adequate resources to maintain its activities, with no intention of ceasing activities in the short term, and it has considered appropriate to use the assumption of continuity of operations in the preparation of condensed consolidated financial statements accounts on the 31st of December 2024.

The accounting policies and measurement criteria adopted by the Group during 2024 were consistent with those applied by the company in preparing the financial information for the previous year, presented for comparative purposes, except for the standards and interpretations whose effective date corresponds to financial years beginning on or after the 1st of January 2024.

2.2 Basis of consolidation

2.2.1 Subsidiaries

The consolidated financial statements include, in reference to the 31st of December 2024, the assets, liabilities and profit and loss of the companies of the Group, understood as the entirety of VAA Group and its subsidiaries, which are presented in Notes 5.

An entity is classified as subsidiary when it is controlled by the Group. Control exists only where the Group has, cumulatively: (a) power over the investee; (b) exposure to or rights over variable results derived from its relationship with the investee; and (c) the ability to use its power over the investee to affect the amount of the results for investors.

Generally, it is assumed that there is control when the Group holds the majority of voting rights. In order to support this assumption and in cases where the Group does not hold the majority of voting rights in the investee, all relevant facts and circumstances are taken into account when determining the existence of power and control, such as: (a) any contractual agreements with other holders of voting rights; (b) any rights arising from other contractual agreements; and (c) existing and potential voting rights.

The existence of control by the Group is re-evaluated whenever there is a change in any facts and circumstances that lead to changes in one of the three factors of control mentioned above.

The subsidiary companies are included in the consolidation by the full consolidation method. The results of the subsidiaries acquired or sold during the year are included in the consolidation by the full consolidation method, from the date the control is acquired until the date on which the control effectively ends.

Balances, transactions, dividends and unrealised gains on transactions between the Group's companies are eliminated from the consolidation process. Unrealised losses are also eliminated, unless the transaction reveals evidence of impairment of a transferred asset.

The accounting policies of the subsidiary companies are amended whenever necessary in order to ensure consistency with the policies adopted by the Group.

A change in the participating interest in a subsidiary that does not entail loss of control is accounted for as a transaction between shareholders, i.e. transactions involving the sale or purchase of participating interests to non-controlling interests that do not affect the control of Group, do not result in the recognition of gains, losses or goodwill, and any difference between the value of the transaction and the book value of the participating interest transacted is recognised in Equity. If the Group loses control over the subsidiary, the corresponding assets (including goodwill), liabilities, non-controlling interests and other equity components are derecognised and any gains or losses are recognised in the income statement. The investment held is recognised at fair value at the time of the control loss.

Regarding the situations where the Group holds, in substance, control of entities created for a specific purpose (including structured entities or *Special purpose vehicle* "SPV"), even though it does not hold capital shares directly in these entities, they are consolidated by the full consolidation method.

The net result and other elements of the other comprehensive income and the equity of the subsidiaries corresponding to the participation of third parties in them (non-controlling interest) are presented in the consolidated financial statement and in the consolidated income statement, and other comprehensive income in specific headings of non-controlling interests. The comprehensive income of the subsidiaries is attributed to the Group's owners and to the non-controlling interests, even if the situation results in a deficit balance of the latter.

2.2.2 Business combinations and goodwill

Concentrations of business activities are recorded according to the purchase method.

Under the acquisition method the difference between: i) the cost of concentration and (ii) the net amount of the acquired identifiable assets and assumed liabilities, is recognised, on the acquisition date, as goodwill if positive, or as gain, if it is negative.

The cost of the concentration is calculated at fair value, consisting of the sum, on the acquisition date of the control, of: (i) the fair value of the assets transferred by the Group; (ii) the fair value of the liabilities assumed by the Group upon the acquisition of control; and (iii) the fair value of the equity instruments issued by the Group in exchange for the acquisition of control. Expenses related to concentrations of business activities are recorded in results when incurred.

At the cost of the concentration, any expenses regarding other transactions (e.g. remuneration for future services or for settlement of pre-existing relationships) are recognised, the margin of which is recognised separately in profit or loss.

The amount of future contingent payments, if any, are recognised as liabilities or equity at fair value at the time of acquisition. Subsequent changes in this value are recognised: (i) as equity if the contingent payment is classified as equity, (ii) as expenses or income in the income statement or as other comprehensive income if the contingent payment is classified as a financial asset or liability within the scope of IAS 39 and (iii) as expenses under IAS 37 or other applicable standards, in all other cases.

On the date of acquisition, the classification and designation of all assets acquired and liabilities transferred are reassessed in accordance with IFRS-UE, with the exception of lease and insurance contracts, which are classified and designated based on the contractual terms and conditions, on the commencement date.

Assets arising from contractual indemnities paid by the seller concerning the outcome of contingencies related, in whole or in part, to a specific liability of the combined entity, are recognised and measured using the same principles and assumptions of the related liabilities.

The determination of the fair value of assets acquired and liabilities assumed takes into account the fair value of contingent liabilities arising from a present obligation caused by a past event (if the fair value can be reliably measured), regardless of whether an outflow is expected or not.

For each acquisition, the Group can choose to measure “non-controlling interests” at their fair value or by their respective share in the assets and liabilities transferred from the acquire. The choice of a method influences the determination of the amount of goodwill to be recognised.

When the business combination is carried out by phases, the value of any previously held interest is re-measured to the fair value at the date in which the control is gained, against the results during the period in which the control is reached, affecting the calculation of the goodwill.

Whenever a combination is not completed at the reporting date, the provisional amounts recognised at the acquisition date and/or recognised assets and additional liabilities will be retrospectively adjusted for a period of 12 months from the date of acquisition, if obtained from facts and circumstances that existed at the date of the acquisition, and if they had been known these assets and liabilities would be recognised at that date.

2.2.3 Jointly owned and jointly entities

Associated companies are the companies over which the Group exercises significant influence, understood as the power to participate in the operational and financial policies, without however exercising control or joint control. Generally, it is assumed that there is a significant influence whenever the holding percentage exceeds 20% and 50%.

The classification of financial holdings in jointly controlled entities is determined on the basis of contracts which demonstrate and regulate joint control, which is understood when decisions on the relevant activities of the enterprise require unanimous agreement between the parties. The Group has no interest in jointly controlled operations as defined in IFRS 11.20. The Group owns no interests in joint ventures, as defined in IFRS 11.

Investments in associates and joint ventures are recorded under the equity method. Under the equity method, financial investments are initially recorded at acquisition cost, which is subsequently adjusted: (a) at the value corresponding to the Group's participation on the comprehensive income (including net income for the year) of associates and joint ventures - in consideration of other comprehensive income of the Group or of gains or losses for the year, as applicable; (b) for the dividends received - in exchange for an account receivable or cash; and (c) for possible gains or losses on operations with other companies of the Group.

When the proportion of the Group in accumulated losses of the associate companies or joint ventures exceeds the value by which the investment is registered, the investment is reported at a null value as long as the equity of the associate or joint venture is not positive, unless the Group has undertaken commitments with the associate or joint venture, reporting in such cases, a responsibility to meet those obligations.

Any excess regarding the cost of acquisition of a financial investment over the Group's interest in the fair value of the assets, liabilities and contingent liabilities identified at the date of acquisition of the associated company or jointly controlled entity is recognised as goodwill, which is included in the value of the shareholding, and its recovery is assessed annually as a comprehensive part of the financial investment. If the acquisition cost is lower than the fair value of the assets of the associate company or jointly controlled entity acquired, the difference is recorded directly in the income statement.

Unrealised gains on transactions between the Group and its associated companies and jointly controlled entity are eliminated according to the Group's participation in the associated companies

and jointly controlled entities. Unrealised losses are also eliminated, unless the transaction reveals evidence of impairment of a transferred good.

Whenever necessary, adjustments are made to the financial statements of associate companies and joint ventures to ensure consistency with the accounting policies adopted by the Group.

An impairment analysis is made for financial investments in associate companies and joint ventures when there is evidence that the asset may be impaired, and a loss is recorded in the income statement whenever this is confirmed. The recoverable amount of financial investments in associated companies is, for this purpose, determined in accordance with IAS 36. When impairment losses recognised in prior periods cease to exist, they are reversed (with the corresponding gain on the income statement). Impairment losses are recorded as a deduction from the carrying amount of the investments.

There are no companies included in the consolidated financial statements using the equity method.

2.2.4 Conversion of financial statements of foreign entities

The elements included in the financial statements of each of the Group's companies are measured using the economic environment currency in which the company operates (the functional currency). The consolidated financial statements are presented in Euros, the functional and reporting currency of the Group.

Assets and liabilities expressed in the financial statements of foreign entities (entities that do not use the euro as their functional currency) are translated into Euro using the exchange rates prevailing at the reference date of the financial statement. Income and expenses, as well as cash flows, are translated into Euro using the average exchange rate recorded during the year. The resulting exchange difference, generated after the 1st of January 2004, is recorded on equity under "Exchange reserve". Exchange differences generated until the 1st of January 2004 (date of transition to IFRS) were written off against "Other reserves and retained earnings".

Goodwill and fair value adjustments resulting from the acquisition of foreign entities are treated as assets and liabilities of these entities and converted to Euro at the exchange rate effective at the end of the year.

Whenever a foreign entity is sold (wholly or partially), the corresponding share of the accumulated exchange difference is recognised in the consolidated income statement as a gain or loss, in the event of loss of control, or transferred to interests which they do not control in case there is no loss of control.

The exchange rates (closing and average) used on the 31st of December 2024 and 2023 in the conversion to Euro of the financial statements of the main subsidiaries, jointly controlled companies and foreign associate companies (entities that do not use the Euro as functional currency) were the following:

Currency	Closing currency exchange		Average currency exchange	
	31-12-2024	31-12-2023	31-12-2024	31-12-2023
American dollar	0.9626 €	0.9050 €	0.9269 €	0.9235 €
Mozambican Metical	0.0150 €	0.0142 €	0.0144 €	0.0144 €
Mexican peso	0.0470 €	0.0533 €	0.0500 €	0.0520 €
Brazilian real	0.1550 €	0.1863 €	0.1701 €	0.1855 €
Indian rupee	0.0112 €	0.0108 €	0.0111 €	0.0112 €

2.3 Main valuation criteria

2.3.1 Intangible assets

Intangible assets are reported at acquisition cost, less amortisations and eventual impairment losses, and are only recognised if they are likely to generate future economic benefits for the Group if it is reasonably possible to measure their cost and if the Group has control over them.

The Group's intangible assets mainly relate to Ownership Transfer, Development projects, software and other related to new products and processes, developed in-house.

The depreciations are calculated over the acquisition amounts, according to the constant quota method, on a duodecimal basis, according to the useful life period, for a period of 3 years (except in the case of ownership transfer that are to be depreciated in 6 years, and in the rights of stores in shopping centres that are amortised for the term of the respective contracts).

Costs from its own brands and internally generated intangible assets are reported in the consolidated income statement as they are incurred.

The research expenses, carried out for the research of new technical and scientific knowledge, or for the search of alternative solutions, are recognised as results when they are incurred. The development expenses are capitalised whenever the product or the process' technical feasibility is demonstrated, and the Group intends to and has the ability to complete its development and to start selling or using it.

The CO2 (carbon dioxide) permits held by the Group are intended to be used in the course of the operation of its subsidiary "Ria Stone" (stoneware segment). These are being recorded as "Intangible Assets" and are valued at market prices, at the end of each period, against income, under the heading "Other operating gains and income"/"Other operating expenses and losses". The consumption associated with the CO2 permits carried out during the year are recognised under the heading "Amortisation and depreciation".

2.3.2 Goodwill

Differences between the acquisition cost of investments in subsidiary companies were recorded under the heading “goodwill”, as a result of business combination processes carried out in previous years. Such goodwill is allocated to the business segments associated with such acquisitions.

Goodwill cannot be amortised, and it is annually subject to impairment testing, regardless of whether there are impairment indicators.

For the purpose of impairment testing, goodwill is allocated, on the date of acquisition, to each of the cash- generating units expected to benefit from the business combination, regardless of the remaining assets and liabilities also associated with the cash-generating unit. When the operation, or part of it, associated with a cash- generating unit is disposed of, the allocated *goodwill* is also derecognised and included in the balance of gains/losses of the disposal, calculated as the base for its relative value.

Any value loss, impairment, is reported in the final result of the period, and cannot be subsequently reverted.

2.3.3 Fixed tangible assets

Tangible fixed assets corresponding to land and buildings, which essentially comprise factories, warehouses, retail stores and offices, are recorded according to the revaluation model, corresponding to their carrying amount on the reporting date at their fair value, on the date of the last revaluation less accumulated depreciation and impairment losses. Revaluations are made periodically and whenever any significant differences to the fair value of the respective assets, based on independent external real estate reviews.

According to the revaluation model, increases in the assets carrying amount as a result of land and building reassessment are credited under a specific item in equity. The decreases which compensate for prior increases regarding the same asset are reported under the same item as the increases were recorded; the remaining decreases are recognised as expenses regarding the period spent in the consolidated income statement. Annually, the difference between depreciation based on the carrying amount reassessed, regarding the period expenses and the depreciation based on the assets' original cost, is transferred from the fair value reserve to the retained earnings.

The tangible fixed assets corresponding to the Group's Artistic Collection (“Espólio Vista Alegre”) are initially recorded at fair value based on external expert valuations dating from 2014 and 2015 and updated on the period ended on the 31st of December 2023 and 2024 and subsequently deducted from amortisations and losses due to accumulated impairment. It should be noted that, since the residual value of collection items which are part of the “Espólio Vista Alegre” is equal to or greater than its book value, no depreciation is taken, but periodic evaluations of a sample of items are carried out to calculate the respective value of realisation. The Group's Artistic Collection is related to the collection pieces, associated, among others, with the production of the Fábrica de Porcelana

da Vista Alegre, as well as donations, which have been collected and classified since the establishment of Vista Alegre. This collection, unique in the country, reflects not only the two centuries of the Group, but mainly the history of porcelain in Portugal and in the World. Besides the pieces on display at the Vista Alegre Museum (about 2000), the Group has a considerable number of objects in reserve which include porcelain and glass, but also other collections associated with the history of the Group that cover different areas such as decorative arts, technology and technique, social and local history or religious history. The collection was formed through direct transfers from the industrial plant, acquisitions or donations, comprising a broad chronological period, which runs from the 17th to the 21st century.

The remaining tangible fixed assets are initially measured at acquisition cost and subsequently are deducted from depreciation and impairment losses, or acquisition cost plus legal revaluations prior to the date of transition to IFRS, less depreciation and impairment losses.

The acquisition cost includes all expenditures directly attributable to the activities required to place the assets in the location and condition required to operate as required.

The subsequent costs are included in the assets' carrying amount, or recognised as separate assets, as adequate, only when it is possible that the economic benefits will flow to the Group and the cost may be measured with reliability. All other subsequent expenditure is recognised as expenses in the period they are incurred.

Depreciations

Land is not depreciated, as the depreciations of the remaining assets calculated over the acquisition or reassessment values, by the according to the constant quota method, on a duodecimal basis. The annual rates applied successfully reflect the economic useful life of the assets, which is determined according to the expected use. The depreciation rates correspond, on average, to the following estimated useful lives:

	31-12-2024	31-12-2023
Buildings and Other constructions	3-50	3-50
Basic equipment	3-14	3-14
Transport equipment	4-8	4-8
Tools and utensils	3-7	3-7
Office equipment	4-10	4-10

The depreciation process starts on the month the asset becomes available for operation.

The assets' residual values, the useful lives and the amortisation methods are reviewed and adjusted annually. In case the carrying amount is superior to the assets' recoverable value, its readjustment to the estimated recoverable values should be carried out.

Regarding the Group's Artistic Collection the Group's Artistic Estate, its residual value is equal to or greater than its book value, which is why it is not suffering any depreciation.

Tangible fixed assets in progress represent tangible assets still under construction / development, and are recorded at acquisition cost less accumulated impairment losses. These assets are transferred to tangible assets and are depreciated from the moment underlying assets are available for use, and under the conditions necessary to operate as envisaged by management.

Gains or losses arising from write-off or sale are determined by the difference between sale's receivables and the asset carrying amount, and are recognised as income or expenses in the consolidated financial statements. When revaluated assets are sold, the amount included in other reserves is transferred to retained earnings.

2.3.4 Usage rights

Location identification

A lease is defined as a contract, or part of a contract, whereby the right to control the use of an asset (the underlying asset), for a specified period of time is granted in exchange for a fee. At the beginning of each agreement, is assessed and identified whether it is, or contains, a lease. This assessment involves exercising judgement as to whether each contract depends on a specific asset, whether the Group, as a lessee, obtains substantially all the economic benefits from using that asset and whether it has the right to control the use of the asset.

All contracts that constitute a lease are accounted for by the lessee based on a single model of recognition in the consolidated statement of financial position.

At the commencement date of the lease, the Group recognise the liability related to the lease payments (i.e. the lease liability) and the asset that represents the right to use the underlying asset during the lease period (i.e. the right-of-use or "RoU"). The cost of interest cost on lease liability and depreciation of the RoU are recognised separately.

The lease liability is remeasured when certain events occur (such as a change in the lease period, a change in future payments that result from a change in the benchmark, or the rate used to determine those payments). This remeasurement of lease liability is recognised as an adjustment in the RoU.

Use rights of assets

The Group recognises the right to use assets on the effective date (that is to say, the date in which the underlying asset is available for use). The right to use assets is recorded in the acquisition cost, minus accumulated depreciation and accumulated impairment losses and adjusted for any new measurements of lease liabilities. The cost of the right to use assets includes the initial value of the lease liability, any direct costs initially incurred, and payments already made before the effective date, less any incentives received and plus restoration costs, if any. The usage rights are recorded in an autonomous item in the consolidated statement of financial position, "Assets for usage rights".

Whenever the Group incurs an obligation to dismantle and remove a leased asset, restore the location in which it is located, or restore the underlying asset to the condition required by the lease terms and conditions, a provision is recognised in accordance with IAS 37. Expenses are included in the respective right of use.

Leasing incentives (e.g., rent grace periods) are recognised as elements of measuring the right to use and lease liabilities. Variable rents that do not depend on an index or rate are recognised as expenses in the year in which they are incurred, or payment is made.

Rights of use are depreciated according to the lease term, using the straight-line method, or according to the estimated useful life of the asset under right of use, when it is longer than the lease period and management intends to exercise the purchase option.

Unless it is reasonably certain that the Group will obtain ownership of the leased asset at the end of the lease term, the recognised right to use the assets is depreciated using the straight-line method based on the lease term.

Impairment of use rights is tested in accordance with IAS 36 to replace the recognition of provisions for costly lease agreements.

In case of low value asset leases (the underlying asset has an acquisition price equal to or less than 5,000 euros), the Group does not recognise the rights to use assets or liability for leases, recognizing the expenditures associated with these leases as expenses for the year during the life of the contracts.

Lease agreements can contain both lease and non-lease components. Consideration was given, however, to the expedient in the standard of not separating the service components from the lease components, accounting for them as a single lease component.

On the 31st of December 2024 and on the 31st of December 2023, the Group did not hold any contractual position in which it acted as lessor, except for intra-group leases, which were eliminated in these consolidated financial statements.

Lease liabilities

On the date of entry into force, the Group recognises liabilities measured at the present value of future payments to be made until the end of the lease and includes said balances in the consolidated statement of financial position "Lease liabilities".

Lease payments include fixed payments (including fixed payments in substance), less any incentives to receive, variable payments, dependent on an index or rate, and amounts expected to be paid under residual value guarantees. Lease payments also include the price of a call option, if the Group is reasonably certain to exercise the purchase option, and penalty payments for terminating the contract, if the Group is reasonably certain to terminate the contract.

Payments for non-lease components are not recognised as lease liabilities. Variable payments that do not depend on an index or a rate are recognised as an operational expense (in the item “External supplies and services”) in the year in which the event giving rise to them occurs.

For calculating the present value of lease payments, the Group uses an incremental interest rate at the lease start date, in case the interest rate implied is not immediately determined.

Extension and termination options are provided for in several lease agreements and their application is based on operational maximisation. To determine the lease term, the Board of Directors considers all the facts and circumstances that create an economic incentive to exercise an extension option or not to exercise a termination option. Most of the extension options were not included in the lease liability and, when exercised, are included by the Group and not by the lessor.

The term is revised only if a significant event or a significant change in circumstances occurs that may affect this assessment and is under the lessee's control.

After the effective date, the value of the lease liability increases to reflect accrued interest and reduces by payments made. In addition, the carrying amount of the lease liability is remeasured if there is a change, such as a change in the lease term, fixed payments or purchase decision for the underlying asset.

2.3.5 Investment properties

Investment properties, which correspond to real estate assets held to earn income or for capital appreciation, or both, and not for use producing or supplying goods and services or for administrative purposes, are recorded at their fair value, determined by assessment carried out by an independent specialised entity.

Changes in the fair value of investment properties are shown in the consolidated income statement in the year in which they are generated, in the fair value Increase/(Decrease) line.

Investment properties are derecognised when they are disposed of or when they are decommissioned with no expectations of future economic benefits resulting from their decommissioning. Any gains or losses arising from the derecognition of investment properties are recognised in the Consolidated statement of results in that year.

Costs incurred with investment properties in use, such as maintenance, repairs, insurance and property taxes, are recognised in the consolidated income statement, in the period to which they relate. The improvements, which are estimated to generate future additional economic benefits, are capitalised.

2.3.6 Impairment of tangible and intangible fixed assets (other than goodwill)

An impairment assessment of the Group's assets is carried out whenever an indication, event or change in circumstances is identified indicating that the amount that an asset is recorded as having may not be recoverable. Whenever the amount by which an asset is recorded is greater than its recoverable amount (defined as the highest of the net selling price and the value in use, or as the net sale price of assets for sale) impairment loss, recorded in the income statement under the caption "Impairment of assets depreciation". The net selling price is the amount that would be obtained from the asset sale in a transaction between independent and knowledgeable entities, less cost directly attributable to the sale. Value in use is the current value of the estimated future cash flows that are expected to arise from the continued use of the asset and its sale at the end of its useful life. The recoverable amount is estimated for each asset, individually or, if it is not possible, for the cash-generating unit to which the asset belongs.

The reversal of impairment losses recognised in prior periods is recorded when it is concluded that recognised impairment losses no longer exist or have decreased. This analysis is performed whenever there is evidence that the previously recognised impairment loss has reversed. The reversal of impairment losses is recognised in the consolidated income statement. However, the reversal of the impairment loss is made up to the amount that would be recognised (net of amortisation or depreciation) if the impairment loss had not been recorded in previous years.

Impairment losses are identified in Note 11.

2.3.7 Inventories

Inventories are valued according to the following criteria:

a) Goods and raw materials, subsidiaries and consumables

Goods and raw materials, subsidiaries and consumables are registered on the acquisition cost, which is lowest to the correspondent market value, using the weighted average method.

b) Finished and intermediate products and undergoing products and works

The finished and intermediate products as well as undergoing products and works were valued at a "standard cost" production. Production costs include the cost of incorporated raw materials, direct labour, and manufacturing overhead.

The structure of the cost calculation will be supported by the computer system - "SAP" based on "technical listings" (structured summary of the components of the product) and "scripts" (description of the operations carried out to produce a product) of each product, which have the essential master data for the planning, production control and product's industrial cost, adding value as the product goes through the different stages up to the end stage. The calculation of the standard cost is based on the costs' structure necessary for the normal use of the production capacity

installed in the different plant, excluding the inactivity and restructuring costs. Occasionally, are carried out reviews in case there are significant changes in the product's structure.

The Group periodically analyses the impairment of its inventories in order to reduce their value to their realizable value, based on both their estimated selling price and their rotation. Regarding this latter factor, the Group mainly structures its products between "Line products" and "Products off-line", having defined criteria of impairment according to its historical evolution, nature, typology and rotation, criteria approved and monitored by the Board of Directors.

Annually, the reinforcement or reversal of impairments on inventories is recognised under the heading "Cost of goods sold, and materials consumed" and "Variation in production".

2.3.8 Financial Instruments

2.3.8.1 Factoring and discounted bills

The Group derecognises financial assets in its consolidated financial statements, only when the contractual right to cash flows inherent in such assets has expired or when the Group transfers substantially all the risks and benefits inherent in the ownership of those assets to a third party. If the Group substantially retains the risks and benefits inherent in the ownership of such assets, it continues to recognise them in its consolidated financial statements, recording in the liability under the caption "Financing obtained" the monetary counterpart for the assets assigned.

Consequently, the balances of customers in the form of discounted and not due bills and accounts receivable assigned in factoring at the date of each consolidated statement of financial position, with the exception of "non-recourse factoring" operations (and for which it is clear that the risks and benefits inherent to these accounts receivable are transferred) are recognised in the Group's financial statements until they are received.

2.3.8.2 Confirming

The Group keeps protocols with financial entities in order to allow its suppliers access to an advantageous management tool for their working capital, upon confirmation by the said subsidiary of the validity of the credits that the suppliers hold over it.

Under these protocols, some suppliers have freely entered into agreements with these financial institutions ("confirming" contracts) that allow them to anticipate receipt of the covered loans immediately after confirmation by the subsidiary of its validity to the financial institution.

These agreements are used to manage the Group's treasury, and the amounts of invoices discounted from customers (which do not fulfil the derecognition criterion) and invoices advanced to suppliers who accept these contracts are kept under Liabilities, in Accounts payable, and receipts/payments are treated as operating in the Statement of cash flows, except if related to

interest and commissions incurred which are presented as financing activities in the Statement of cash flows and under the Other financial expenses heading in the Statement of income.

On the maturity date of said invoices, the amount is paid by the subsidiaries to the financial institution regardless of whether or not they have paid those amounts in advance to the suppliers.

2.3.8.3 Financial assets

Recognition

Purchases and sales of financial assets are recorded on the date of the transaction, which is to say the date on which the Group undertakes to buy or sell the asset, regardless of its financial payment.

The classification of financial assets depends on the business model followed by the Group in the management of financial assets (receipt of cash flows or appropriation of fair value changes) and the contractual terms of the cash flows receivable.

Changes in the classification of financial assets can only be made when the business model is changed, except for financial assets at fair value through other comprehensive income, which are equity instruments, which can never be reclassified to another category.

Financial assets may be classified into the following measurement categories:

- (i) Financial assets at amortised cost: it comprises the financial assets that correspond only to the payment of nominal value and interest, and whose business model chosen by the management is the receipt of contractual cash flows;
- (ii) Financial assets at fair value through other comprehensive income: this category may include financial assets that qualify as debt instruments (contractual obligation to deliver cash flows) or equity instruments (residual interest in a company); a) in the case of debt instruments, this category includes financial assets that correspond to the payment of nominal value and interest for which the business model chosen by the management is the receipt of contractual cash flows or occasionally its sale; b) in the case of equity instruments, this category includes the percentage of interest held in companies over which the Group does not have any control, joint control or significant influence and which the Group has irrevocably chosen on the date of its initial recognition designate at fair value through other comprehensive income;
- (iii) Financial assets at fair value through loss and profit: includes assets that do not meet the criteria for classification as financial assets at amortised cost or at fair value through other comprehensive income, whether they refer to debt instruments or equity instruments that were not classified at fair value through other comprehensive income.

Measurement

The Group initially measures financial assets at fair value, plus transaction costs directly attributable to the purchase of financial assets, for financial assets that are not measured at fair value through

profit or loss. The transaction costs of financial assets at fair value through profit or loss are recorded in the income statement of the fiscal year they are incurred.

Financial assets at amortised cost are subsequently measured in accordance with the effective interest rate method and deducted from impairment losses. Interest income on these financial assets is included in “Interest income” on financial income.

Financial assets at fair value through other comprehensive income that are equity instruments are measured at fair value on the date of initial registration and subsequently, and the fair value changes are recorded directly in the other comprehensive income, in the equity, but with no future reclassification even after derecognition of the investment.

Impairment losses

Vista Alegre assesses in a forward-looking manner the estimated credit losses associated with financial assets, which are debt instruments, classified at amortised cost and at fair value through other comprehensive income. The applied impairment method takes into account the credit risk profile of the debtors, and different approaches are applied depending on the nature of the debtors.

Regarding receivables under “Customers” and “Other third party debt” and Customers contracts assets, the Group uses a simplified approach permitted by IFRS 9, according to which estimated credit losses are recognised from the initial recognition of the balances receivable and for the whole period up to maturity, considering a matrix of historical default rates for the maturity of the balances receivable, adjusted by prospective estimates.

Regarding the balances receivable from related companies, which are not considered as part of the financial investment in these companies, the credit impairment is assessed according to the following criteria: i) if the balance receivable is immediately due (“on demand”); ii) if the balance receivable is low risk; or iii) if it has a maturity of less than 12 months.

In cases where the amount receivable is immediately payable and the related company is able to pay, the probability of non-compliance is close to 0% and therefore the impairment is considered equal to zero. In cases where the receivable balance is not immediately due, the related company's credit risk is assessed and if it is “low” or if the maturity is less than 12 months, then the Group only evaluates the probability of a non-compliance occurring for the cash flows that mature during the next 12 months.

For all other situations and nature of receivables, Vista Alegre uses the general approach of the impairment model, evaluating at each reporting date whether there has been a significant increase in credit risk since the date of the initial recognition of the asset. If there is no increase in credit risk, the Group calculates an impairment corresponding to the amount equivalent to expected losses within a period of 12 months. If there has been an increase in credit risk, impairment is calculated corresponding to the amount equivalent to expected losses for all contractual flows until the maturity of the asset.

Derecognition of financial assets

Vista Alegre derecognises financial assets when and only when contractual rights to cash flows have expired or they have been transferred, and the Group has substantially transferred all the risks and rewards of ownership of the asset.

2.3.8.4 Third party's debts

“Customer” and “Other third-party debt” heading are initially recognised at fair value and are subsequently measured at amortised cost, net of impairment adjustments.

2.3.8.5 Loans

Loans are recorded in liabilities at the nominal value received, net of expenses with the issuance of these loans. Financial charges, calculated according to the effective interest rate, including premiums payable, are accounted for on an accruals basis, added to the book value of the loan if not paid during the year.

2.3.8.6 Debts to third parties

Debts to third parties to non-interest bearing are recorded at their nominal value, except in situations where the effect of the financial update is considered material.

2.3.8.7 Equity instruments and the distinction between financial liabilities

Financial liabilities and equity instruments are classified according to the contractual substance of the transaction. The Group considers equity instruments those in which the contractual support of the transaction shows that the Group has a residual interest in a group of assets after deducting a set of liabilities.

Equity instruments issued by the companies of the Group are recorded at the value of proceeds received, net of any costs related to their issuance. The treasury shares are accounted for by its acquisition value as a reduction to equity.

The gains or losses resulting from the disposal of treasury shares are registered in “Reserves and retained earnings”, not being considered in the results of the period in which they occur.

2.3.8.8 Derivatives and hedge accounting

Derivative financial instruments are initially recorded at the fair value of the transaction date and subsequently measured at fair value. The method of recognizing fair value gains and losses depends on the designation of derivative financial instruments, such as trading or hedging.

The hedging requirements are met when:

- i) there is an economic relationship between the hedged item and the hedging instrument, and the amount of the hedged item and the hedging instrument move in opposite directions;
- ii) fair value changes do not result mostly in credit risk; and
- iii) the hedging ratio designated by Vista Alegre, on each transaction, is the result of the amount of the hedged item and the amount of the hedging instrument that the entity effectively uses to cover that amount of the hedged item.

The derivative instruments used by VAA Group defined as cash flow hedging instruments regard mainly the interest rate hedging instruments resulting from loans and exchange rates. Indexes, calculation conventions, interest rate repricing dates and repayment plans for interest rate and foreign exchange hedging instruments are the most consistent with the conditions established for the underlying loans contracted, therefore the present perfect heading relationships. The inefficiencies that might exist are recorded in the headings "Financial Income and Gains" and "Financial Expenses and Losses" of the consolidated statement of income.

VAA Group uses as well financial instruments as cash flow hedging, which regard mainly to the exchange rate hedging ("forwards") of loans and commercial operations.

Some exchange rate hedges commercial operations provide perfect hedging relationships and therefore receive hedge accounting treatment. In some situations, loan exchange rate hedges and the remaining commercial operations hedges, since they do not constitute perfect hedge relationships, do not receive hedge accounting treatment, but effectively reduce, in a very significant way, the effect of exchange variations of loans and balances receivable/payable, in foreign currency, regarding which VAA Group intends to cover exchange rate risk.

In some particular situations, Group may use derivative instruments over the exchange rates in order to carry out the risk hedging related to the future cash flow variations caused by the variation of that variable, and that may not qualify as hedging instruments according to IFRS 9, given that in these situations the fair value revaluation effect of such derivatives is recorded in the consolidated income statement.

Derivative instruments, although used as mentioned above (mainly as exchange forwards, and derivative under or including interest rate options), regarding which the Group did not use hedge accounting, are initially recorded at its cost, which corresponds at its fair value, if any, and afterwards they are re-evaluated to its fair value, whose variations, calculated using specific

computer tools, directly affect the headings “Financial Income and Gains” and “Financial Expenses and Losses” of the consolidated income statement.

When there are derivatives embedded in other financial instruments or other contracts, they are treated as separate derivatives in situations where the risks and characteristics are not closely related to contracts and in situations in that the contracts are not presented by its fair value with unrealised gains or losses registered in the consolidated income statement.

Under special conditions, VAA Group may use interest rate derivatives aiming at carrying out fair value hedging. Under these situations, derivatives are recorded at their fair value using the consolidated income statement. In the cases, when the hedging instrument is not measured at fair value (namely, loans measured at amortised cost), the effective hedge portion will be adjusted in the book value of the hedged instrument, through the income statement.

On 31st of December 2024 and 2023, the Group had not hired any derivative instruments.

2.3.8.9 Cash and cash equivalents

The amounts included under “Cash and cash equivalents” correspond to cash, bank deposits, time deposits and other cash investments, which mature less than three months and can be immediately mobilised with insignificant risk of change in value.

2.3.9 Equity

Share Capital:

The share capital is fully represented by bearer share certificates, which are classified in the Equity.

Legal Reserve:

According to the Portuguese commercial legislation, at least 5% of annual net income, established in the Company's individual accounts, which must be allocated to the legal reserve until it represents at least 20% of the Share Capital. The legal reserve is non-distributable unless in case of liquidation of the Company, but can be used to absorb losses, after exhausting all other reserves, or for incorporation in the share capital.

2.3.10 Employee benefits

2.3.10.1 Provisions for retirement pensions – defined benefit plan

Some Group companies have pension plans assigned to former employees, in the form of a defined benefit plan; this is a pension plan that defines the amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The Group has in place several plans of retirement benefits, some at the expense of the Group and others in charge of the Futuro – Sociedade Gestora de Fundos de Pensões, S.A. (Grupo Montepio).

The liability recognised in the statement of the consolidated position, in relation to the benefit plan defined, is the present amount of the benefits obligation defined at the date of the consolidated financial statements. The obligations of the defined benefit plans are annually determined by independent actuaries, using the credit method of the projected unit ("Projected Unit Credit Method"). The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows, using interest rates of high-quality bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approaching the terms of the related pension liability.

All actuarial gains and losses arising from adjustments related to the experience and changes in actuarial assumptions are directly recognised in equity and presented in other comprehensive income.

Past-service costs are immediately recognised in profit or loss, unless the changes to the pension plan are conditional on the employees remaining in service for a specific period of time (the vesting period). In this case, the past-service costs are amortised on a straight-line basis over the vesting period.

Gains or losses resulting from the curtailment or settlement of a defined benefit plan are recognised in profit or loss for the period in which the curtailment or settlement takes place. A curtailment occurs when there is a material reduction in the number of employees or the plan is changed so that the defined benefits are reduced, with material effects, causing a reduction in the plan's liability.

2.3.10.2 Employment termination

Termination benefits are due when there is termination of employment before the normal retirement date or when an employee accepts voluntary redundancy in exchange for those benefits. The Group recognises these benefits when it can prove to be forced to eliminate current positions, according to a detailed formal plan for termination and there is no realistic alternative, or these benefits are granted to encourage voluntary termination. Where termination benefits fall due more than 12 months after the statement of financial position date, they shall be discounted to their current value.

2.3.10.3 Holiday, holiday pay and bonuses

The Labour Code approved by law 7/2009, on the 12th of February, amended by Laws 105/2009, of the 14th of September and 53/2011, of the 14th of October, established in paragraph 3 of article 238 the conditions under which the right to holiday leave, due at the beginning of each year, should be increased by up to 25 days. The Law no 23/2012 of 25th of June, revoked this rule, with the right to holiday leave having a maximum duration of 22 days. The Constitutional Court later declared the unconstitutionality of some of the rules of this law, namely the increase of holidays, when this increase was already received in a collective recruitment.

The collective contracting applicable to the ceramics industry, negotiated between APICER and the unions, had accepted the rules for the increase and applied directly or indirectly to about 2/3 of the VAA, S.A. workers. The VAA, S.A. Management has decided, for reasons of equity, to extend the right to increase the vacation due on 01/01/2013 to all employees.

2.3.10.4 Labour Compensation Fund (LCF) and Labour Compensation Guarantee Fund (LCGF)

In Portugal, with the publication of Law No. 70/2013 and subsequent regulation through Order No. 294-A/2013, the Labour Compensation Fund (LCF) and the Labour Compensation Guarantee Fund (LCGF) entered into force on the 1st of October. In this context, companies that hire a new employee are required to deduct a percentage of their salary for these two new funds (0.925% for LCF and 0.075% for LCGF), in order to ensure the future partial payment of the corresponding compensation in case of dismissal.

Taking into account the characteristics of each Fund, the following was considered:

Monthly payments made by the employer to the LCGF are recognised as expenses for the period when they occur.

The monthly payments made by the employer to the LCF are recognised as a financial asset of that entity, measured at fair value and with the respective changes recognised in profit or loss.

2.3.11 Provisions, assets and contingent liabilities

Provisions are recognised when, and only when, the Group has a current obligation (legal or implicit) resulting from a past event, it is probable that an outflow of resources will occur, and the amount of the obligation can be reasonably estimated. Provisions are reviewed at the date of each financial statement and adjusted to reflect the best estimate at that date (expected value of the outflow to be incurred), taking into account the risks and uncertainties inherent in such estimates. When a provision is determined taking into consideration the future cash flows required to settle the

obligation, it is recorded at their current value. The discount rate in the aforementioned financial update correspond to the average rate of financing of the respective company at the reporting date.

Restructuring: provisions for restructuring are only recognised by the Group whenever there is a formal and detailed restructuring plan, and it has already been informed to the parties.

Onerous contracts: obligations resulting from onerous contracts are recognised and measured as provisions. There is an onerous contract whenever the Group is before a situation in which the inevitable costs to meet the contract's obligations exceed the economic benefits foreseen to be received.

Contingent assets are not recognised in the consolidated financial statements, but they are reported on the annex when a future economic benefit is foreseen.

Contingent liabilities are not recognised in the consolidated financial statements, but they are reported on the annex, unless the idea of an outflow of resources may affect future economic benefits is a remote one.

Provisions are reviewed and updated on the consolidated statement of financial position date, so as to reflect the best estimate of the obligation in question at that time.

2.3.12 Fair value measurement

The Group measures part of its financial assets, as financial assets available for sale and trading, and part of its non-financial assets, as investment properties and tangible fixed assets (lands and buildings), at fair value at the reference date of the financial statements.

The fair value measurement assumes that the asset or liability is exchanged in a transaction between market participants to sell the asset or transfer the liability, on the measurement date, under the current market conditions.

The measurement of fair value is based on the assumption that the transaction of selling the asset or transferring the liability may occur:

- In the main asset and liability market, or
- In the absence of a primary market, the transaction should take place in the most advantageous market. The most advantageous market is that which maximises the amount that would be received upon the sale of the asset or that minimises the amount that would be paid to transfer the liability, after considering transaction and transportation costs.

Because different entities and different businesses within a single entity can have access to different markets, the main or most advantageous market for the asset or liability can vary from one entity to another, or even between businesses within the same entity, but they are assumed to be accessible to the Group.

Fair value measurement relies on assumptions that market participants would use in pricing the asset or liability, assuming that market participants would use the asset to maximise its value and use.

The Group uses valuation techniques that are appropriate to the circumstances and for which there is sufficient data to measure the fair value, maximising the use of relevant observable data, and minimising the use of non-verifiable inputs.

All assets and liabilities measured at fair value or for which disclosure is mandatory are classified according to a fair value hierarchy, which classifies the data to be used in the fair value measurement into three levels, as detailed below:

Level 1 – Market prices quoted, unadjusted, in active markets for identical assets or liabilities, which the entity may access at the measurement date;

Level 2 – Valuation techniques that use inputs that are not quoted, are directly or indirectly observable;

Level 3 – Valuation techniques that use inputs which are not based on observable market data, i.e., based on unobservable data.

The measurement at fair value is fully classified on the same hierarchy level as the lowest level of the input which is more significant for the measurement as a whole.

2.3.13 Recognition of revenue

Revenue comprises the fair value of the sale of goods and services, net of taxes and discounts, and after elimination of domestic sales.

In determining the amount of revenue, the Group assesses for each transaction the performance obligations it undertakes with the customers, the transaction price to for each performance obligation identified in the transaction and the variable price conditions that may lead to future adjustments of the amount of the revenue recorded, and for which the Group presents its best estimate.

Income from product sales is recorded in the consolidated income statement, when control over the product or service is transferred to the customer, which is to say, at the moment when the customer is able to manage the use of the product or service and obtain all the remaining economic benefits associated with it.

The Group considers that, taking into account the nature of the product or service related to the performance obligation undertaken, the transfer of control takes place mainly on a specific date, but there may be transactions in which the transfer of control occurs continuously throughout the defined contract period.

Net financial results

Net financial results essentially comprise interest from loans obtained, net of interest from financial investments. Financial costs and income are recognised in income on an accrual basis over the period to which they relate.

Loans costs that are directly attributable to the acquisition, construction or production of a qualifying asset (that is, an asset that necessarily takes a substantial period of time to be ready for its intended use or sale, such as for example, inventories that require a substantial period of time to be in a saleable condition, industrial facilities, power plants and investment properties) are capitalised as part of that asset cost, if recoverable. During the years ending on the 31st of December 2024 and 2023, no borrowing costs were capitalised.

Dividends

These revenues are recognised when the shareholder's right to receive is established.

Own work capitalised

Internal costs (e.g. labour, materials, and transportation) incurred in the production of tangible fixed assets and inventories are capitalised only when the following conditions are met: (i) assets are reliably identifiable and measurable; and (ii) expenses are reliably measurable, and (iii) there is a strong possibility that they will generate future economic benefits. No margins generated internally in this capitalisation process are recognised.

2.3.14 Accrual basis

Income and costs are recorded in accordance with the accrual basis principle, whereby income and expenses are recognised to the extent they are generated, regardless of when they are received or paid. The differences between the amounts received and paid and the corresponding revenues and expenses generated are recorded in the consolidated balance sheet under "Other current assets" and "Other current liabilities", respectively.

2.3.15 Government subsidies or other public entities

Government subsidies are recognised at their fair value when there is reasonable assurance that they will be received and that the Group will meet the conditions required for granting them, regardless of their formal approval by the promoting body. Subsidies and grants received as non-repayable to finance tangible fixed assets are recorded only when there is a reasonable guarantee of receipt under "Other non-current liabilities" and "Other current liabilities", and are recognised in the income statement proportionally to the amortisation of subsidised tangible fixed assets.

Subsidies related to costs incurred are recorded as income to the extent that there is a reasonable guarantee that they will be received, that the Group has already incurred in subsidised costs and that it complies with the conditions required for granting it. This type of subsidies includes government support as a result of the effects of the pandemic, as well as government contributions to cover the significant increase in costs incurred due to gas consumption.

2.3.16 Income tax

The current tax is determined based on the accounting results of the companies included in the consolidation to fiscal rules in force at the location of the Group's head offices and considers the tax deferred.

Deferred tax is calculated on the basis of the liability method of the balance sheet, on temporary differences between the book amounts of assets and liabilities and the respective tax base. No deferred tax is calculated on the differences of consolidation, and the difference in the initial recognition of an asset and a liability when it does not affect either the accounting or fiscal result. The tax base of assets and liabilities is determined in order to reflect the tax consequences arising from the way the Group expects, on the consolidated financial statements' date, to recover or settle the carrying amount of its assets and liabilities, based on fiscal decisions substantially implemented at the balance sheet date.

Since 2014, and with the exception of the subsidiary Faianças Artísticas Bordalo Pinheiro, S.A., which continues to be taxed under the Corporate Income Tax in the respective individual context, the remaining subsidiary companies of Vista Alegre Group based in Portugal are part of Grupo Visabeira, under the Special Taxation Regime for Groups of Companies ("RETGS").

The tax amount to be included in both current and deferred tax, resulting from transactions or events recognised in reserves, is recorded directly in these same headings, without affecting the result for the year.

Deferred tax assets are recognised whenever there is reasonable certainty that future taxable profits will be generated against which the assets can be used, or when there are deferred tax liabilities whose reversal is expected during the same period in which the deferred tax assets are reversed. Deferred tax assets are reviewed annually and reduced whenever they are no longer likely to be used.

Deferred taxes are determined by the tax rates (and laws) decreed at the statement of financial position date and are expected to be applicable in the accrual basis of deferred tax assets or settlement of deferred tax liabilities.

2.3.17 Subsequent events

Events occurred after the statement of financial position date which provide additional information about conditions that existed on the statement of financial position date ("adjusting events") are reflected in the consolidated financial statements. Events occurred after the statement of financial position date that provide information about conditions which occur after the consolidated statement of financial position date ("non-adjusting events"), if materials, are disclosed in the Annex to the consolidated financial statements.

2.3.18 Segments reporting

An operational segment ("business segment") is a group of assets and operations that are subject to risks and returns, that are different from those of other operational segments. A geographical segment is involved in providing products or services in a particular economic environment that is subject to risks and benefits other than those segments operating in other economic environments. The Group presents its operating segments based on management information produced internally and, in a manner, consistent with the way management conducts business.

Information regarding the financial information at the level of the identified business segments is included in Note 6.

2.3.19 Reconciliation of alternative performance measures

Below is a table reconciling the performance measures referred to in the management report and in the financial statements that are not directly readable in the primary financial statements.

EBITDA	Profit before income tax - Interest and similar expenses incurred - Interest and similar income earned - Impairment of depreciable assets - Provisions for the year - Impairment of accounts receivable - Amortisation and depreciation.
Operating income	EBITDA + Impairment of assets depreciation + Provisions for the financial year + Impairment of accounts receivable + Amortisations and depreciations
Net debt	Long-term bank loans + Short-term bank loans + Lease liabilities - Cash and cash equivalents - Loans
Net debt / EBITDA	Net debt / EBITDA
<i>Gearing ratio</i>	Net debt / Total equity

3. Significant accounting estimates and judgements

When preparing the consolidated financial statements, the Group's Board of Directors is based on the experience of past and/or current events, considering certain assumptions related to future events.

The most significant accounting estimates reflected in the consolidated financial statements of the year ended on the 31st of December 2024 include:

- Analysis of impairment and realisation of Goodwill and tangible and intangible fixed assets;
- Record of impairment on inventories and accounts receivable;
- Recognition of provisions;
- Realisation of deferred tax assets;
- Calculation of responsibilities associated with defined benefit plans.
- Fair value of tangible fixed assets (land and buildings and other construction and "Espólio Vista Alegre") and investment properties;
- Determine the term of leases in contracts that contain options for termination and renewal;
- Determine the incremental interest rate, in leases.

Estimates were determined based on the best information available at the date of preparation of the consolidated financial statements and based on the best knowledge and experience of past and/or current events. However, situations may occur in subsequent periods, which, not being foreseeable at the time, were not considered in these estimates.

Changes in these estimates, which occur after the date of the consolidated financial statements, will be adjusted in the income statement prospectively, as required by IAS 8. For this reason and given the degree of uncertainty associated, the actual results of the transactions in question may differ from the corresponding estimates.

The main estimates and assumptions regarding future events included in the preparation of the consolidated financial statements are described in the annexed notes.

4. Changes in the accounting policies

During the exercise of 2024, there were no voluntary changes in accounting policies in relation to those considered in the preparation of the financial information of the previous year presented in the comparative statements.

Regarding new standards and interpretations occurred the following emissions, revisions, changes and improvements in standards and interpretations:

1- Standards, interpretations, amendments and revisions with effect in the exercise

Until the date of the approval of these consolidated financial statements, were adopted ("endorsed") by the European Union the following accounting standards, interpretations, amendments and revisions, with mandatory application to the exercise started on the 1st of January 2024:

Standard / Interpretation	Applicable in the European Union in the exercises started on or after
Amendment to IAS 1 Presentation of financial statements - Classification of liabilities as current and non- current; Deferral of application date; Non-current liabilities with covenants	1-Jan-24
Amendment to IFRS 16 - Leases - Lease liability in a sale and leaseback transaction	1-Jan-24

These amendments published by the IASB clarifies the classification of liabilities as current and non-current by analysing the contractual conditions existing on the reporting date. The amendment relating to non-current liabilities with covenants clarified that only the conditions that must be complied with before or on the reference date of the financial statements are relevant for the purposes of classification as current/non-current. further postponing the date of application to the 1st of January 2024.

This amendment published by the IASB clarifies how a lessee seller accounts for a sale and leaseback transaction meeting the criteria of IFRS 15 to be classified as a sale.

Amendment to IAS 7 - Cash Flow Statements - and IFRS 7 - Financial Instruments: Disclosures - Supplier Finance Arrangements	1-Jan-24	These amendments published by the IASB in May 2023 include additional disclosure requirements for qualitative and quantitative information on supplier financing arrangements.
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There were no significant effects on the Group's consolidated financial statements for the financial year ending on the 31st of December 2024 as a result of the adoption of the standards, interpretations, amendments and revisions referred to above, with the exception of an increase in terms of disclosure associated with the amendment to IAS 7 referred to above.

2- Standards, interpretations, amendments and revisions with effect in future exercises

These accounting standards and interpretations whose application is mandatory only in future periods, were, until the approval date of these financial statements, approved ("endorsed") by the European Union:

Standard / Interpretation	Applicable in the European Union in the exercises started on or after	
Amendment to IAS 21 - The Effects of Changes in Foreign Exchange Rates - Lack of exchangeability	1-Jan-25	This amendment published by the IASB in August 2023 defines the approach to assessing whether or not a currency can be exchanged for another currency. If the currency cannot be exchanged for another, it indicates how the exchange rate to be applied is determined and the additional disclosures required.

Although these amendments were approved ("endorsed") by the European Union, were not adopted by the Company in 2024, due to its application is not mandatory. The future adoption of these amendments is not expected to have significant impacts on consolidated financial statements.

3- Standards, interpretations, amendments and revisions so far not endorsed by the European Union

The following accounting standards and interpretations have been issued by the IASB and are not yet approved ("endorsed") by the European Union:

Standard / Interpretation	Applicable to financial years beginning on or after	
Amendments to IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments	1-Jan-26	These amendments published by the IASB in May 2024 include changes arising from the results of the post-implementation review process of IFRS 9 carried out by the IASB.
Amendment to IFRS 9 and IFRS 7 - Contracts related to nature-dependent electricity	1-Jan-26	This amendment published by the IASB in December 2024 includes additional guidance and disclosures related to contracts for supplying electricity from renewable energies, as well as the possibility of designating these contracts as hedging instruments if they fulfil certain requirements.
Annual improvement of international standards on financial report (volume 11)	1-Jan-26	It mainly corresponds to amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7.
IFRS 18 - Presentation and Disclosure in Financial Statements	1-Jan-27	This standard replaces IAS 1 and includes presentation and disclosure requirements in the financial statements for entities that report in accordance with IFRS.
IFRS 19 - Subsidiaries without public responsibility: disclosures	1-Jan-27	This standard allows an eligible subsidiary to choose reduced disclosures in its financial statements prepared under IFRS.

These standards so far not adopted (“endorsed”) by the European Union, but so far not applied by the Group for the period ended on the 31st of December 2024.

As for these standards and interpretations, issued by the IASB but not yet endorsed by the European Union, it is not expected that their future adoption will have a significant impact on the annexed consolidated financial statements, with the exception of the above-mentioned IFRS 18, whose impact is being analysed by the Group.

5. Group companies included in the consolidation

On the 31st of December 2024 and 2023, the subsidiary companies of Vista Alegre Group that were included in the consolidated financial statements, their respective head offices and percentage of shares held, may be summarised as follows:

Companies	Head office	Participation percentage	
		31/12/2024	31/12/2023
Vista Alegre Atlantis, SGPS, SA	Ílhavo	Parent Company	Parent company
Cerexport - Cerâmica de exportação, SA	Ílhavo	100.00%	100.00%
Cerutil - Cerâmicas Utilitárias, SA	Sátão	100.00%	100.00%
Faianças Artísticas Bordalo Pinheiro, SA	Caldas da Rainha	86.14%	86.14%
Faianças da Capôa - Indústria Cerâmica, SA	Ílhavo	100.00%	100.00%
Mexicova, SA	Mexico City	100.00%	100.00%
Ria Stone Fábrica de Louça de Mesa em Grés, SA	Ílhavo	100.00%	100.00%
Ria Stone II, SA	Ílhavo	100.00%	100.00%
Shree Sharda Vista Alegre Private Limited	Delhi	50.00%	50.00%
VA - Vista Alegre España, SA	Madrid	70.00%	100.00%
VAA Brasil – Comércio, Importação e Exportação, SA	S. Paulo	98.03%	98.03%
VAA I.I. – Sociedade Imobiliária, SA	Ílhavo	100.00%	100.00%
Vista Alegre Atlantis Moçambique, Lda	Maputo	99.00%	99.00%
Vista Alegre Atlantis, SA	Ílhavo	100.00%	100.00%
Vista Alegre France, SAS	Paris	100.00%	100.00%
Vista Alegre USA Corporation	New York	100.00%	100.00%

In July 2024, VAA - Vista Alegre Atlantis SGPS, S.A. sold 30% of the share capital of Vista Alegre Spain to CR7, S.A.. The Group retained control of this entity, having received 838 thousand euros for the share sold and non-controlling interests generated on that date totalling a negative amount of 896 thousand euros, which generated a total equity impact of 1.7 million euros.

6. Segment reporting

Segment information is presented in relation to the Group's geographic and business segments and is based on the different types of materials that are produced in industrial plants on different locations. The results, assets and liabilities of each segment correspond to those that are directly attributable to them, as well as those that can reasonably be attributed to them. Moreover, common assets ("corporate assets") are allocated to each operating segment based on their weight in the overall activity of Vista Alegre Group.

In each year, all the business segments applicable to the Group are identified. They are defined in accordance with the Group's functional organisation chart and the way in which management information is organised.

On the 31st of December 2024 and 2023, the Group was organised into four main business segments: (1) Porcelain and related products, (2) Stoneware, (3) Crystal and handmade glass and (4) Earthenware.

In accordance with IFRS 8, segments may be combined into a single segment if they have similar economic characteristics, and the segments are similar in each of the following aspects:

- I. the nature of the products and services;
- II. the nature of production processes;
- III. the type or class of customer for your products and services; and
- IV. the methods used to distribute your products or provide your services.

The accounting policies and measurement criteria used in the preparation of segment information are the same as those used by the Group in terms of preparation of its consolidated financial statements.

6.1- Information by segments

The breakdown of turnover by business segment on the 31st of December 2024 and 2023 is as follows:

December 2024	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Total
Sales and services provided by segment	46 013	19 381	56 438	14 936	136 767
Sales %	34%	14%	41%	11%	100%
December 2023	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Total
Sales and services provided by segment	47 047	17 079	49 735	15 738	129 599
Sales %	36%	13%	38%	12%	100%

The results by business segment on the 31st of December 2024 and 2023 are as follows:

	31 st of December 2024				
	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Total
Operating profit	3 459	4 430	3 934	1 030	12 853
Net financial costs	-4 637	-779	-166	-835	-6 417
Profit before taxes	-1 179	3 651	3 768	195	6 436
Income tax	-47	-699	-1 058	-102	-1 905
Net income for the financial year	-1 225	2 952	2 710	94	4 531
Non-controlling interests	79	382	5	10	476
Net income for the financial year to shareholders	-1 304	2 570	2 706	84	4 055
	31 st of December 2023				
	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Total
Operating profit	4 597	3 613	5 416	307	13 933
Net financial costs	-3 105	-633	-585	-535	-4 858
Profit before taxes	1 492	2 980	4 831	-229	9 075
Income tax	-367	-734	-1 189	56	-2 234
Net income for the financial year	1 125	2 246	3 642	-172	6 841
Non-controlling interests	0	0	0	0	306
Net income for the financial year to shareholders	1 125	2 246	3 642	-172	6 535

Other elements by business segment (non-cash expenses) on the 31st of December 2024 and 2023 are as follows:

	31 st of December 2024					
	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Other non-attributable	Total
Amortisation and Depreciation	4 884	1 660	6 183	2 000	0	14 726
Impairment of depreciable assets (losses/reversals)	-45	-14	-3	-22	0	-84
Impairment of accounts receivable (losses/reversals)	-72	6	-8	-16	0	-90
Provisions (increases/decreases)	0	0	0	0	0	0
Total	4 767	1 651	6 172	1 962	0	14 552

	31 st of December 2023					
	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Other non-attributable	Total
Amortisation and Depreciation	4 765	1 557	5 647	2 051	0	14 020
Impairment of depreciable assets (losses/reversals)	273	-3	-4	56	0	322
Impairment of accounts receivable (losses/reversals)	39	6	42	8	0	95
Provisions (increases/decreases)	0	0	0	0	-118	-118
Total	5 077	1 560	5 685	2 114	-118	14 318

The amount of the investment by segment on the 31st of December 2024 and on the 31st of December 2023 is as follows:

	31 st of December 2024				
	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Total
Investment	4 589	896	5 963	4 987	16 435

	31 st of December 2023				
	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Total
Investment	964	237	13 914	817	15 931

The assets and liabilities by segment on the 31st of December 2024 and 2023 are as follows:

31st of December 2024

	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Others not imputed	Total
Tangible fixed assets	43 672	13 668	58 661	20 303	5 845	142 148
Investment properties	0	0	0	0	938	938
Intangible assets and Goodwill	2 454	174	2 981	15	0	5 624
Financial investments	0	0	0	0	1 046	1 046
Deferred taxes	0	0	0	0	5 409	5 409
Assets by rights of use	7 428	1 899	180	1 429	0	10 936
Non-current assets	53 554	15 741	61 821	21 747	13 238	166 101
Current assets	35 095	4 328	16 514	18 922	17 080	91 939
Total Assets	88 687	20 069	78 298	40 669	30 318	258 040
Loans obtained	0	0	0	0	67 634	67 634
Subsidies	3 209	1 286	8 202	3 088	0	15 785
Lease liabilities	5 352	1 631	138	1 056	0	8 177
Provisions	0	0	0	0	90	90
Provisions for pensions	0	0	0	0	3 024	3 024
Deferred taxes	0	0	0	0	7 898	7 898
Non-current liabilities	8 561	2 917	8 341	4 143	78 646	102 608
Loans obtained	0	0	0	0	10 208	10 208
Lease liabilities	1 842	561	48	363	0	2 815
Asset suppliers	1 922	204	1 915	691	0	4 732
Other current liabilities	3 764	765	1 963	1 055	10 208	17 754
Operating liabilities	16 741	5 569	19 985	6 050	0	48 345
Total liabilities	29 065	9 252	30 289	11 248	88 854	168 707

31st of December 2023

	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Others not imputed	Total
Tangible fixed assets	40 463	13 729	58 769	16 737	5 845	135 543
Investment properties	0	0	0	0	938	938
Intangible assets and Goodwill	2 712	46	3 123	19	0	5 901
Financial investments	0	0	0	0	1 097	1 097
Deferred taxes	0	0	0	0	4 874	4 874
Assets by rights of use	5 155	1 205	136	901	0	7 397
Non-current assets	48 330	14 981	62 028	17 657	12 753	155 749
Current assets	33 156	4 356	16 900	16 178	16 804	87 394
Total Assets	81 487	19 336	78 928	33 834	29 557	243 142
Loans obtained	0	0	0	0	16 035	16 035
Subsidies	3 196	1 388	7 190	3 219	0	14 994
Lease liabilities	3 393	916	87	656	0	5 052
Provisions	0	0	0	0	90	90
Provisions for pensions	0	0	0	0	2 006	2 006
Deferred taxes	0	0	0	0	8 874	8 874
Non-current liabilities	6 589	2 304	7 276	3 876	27 005	47 050
Loans obtained	0	0	0	0	58 722	58 722
Lease liabilities	1 601	432	41	310	0	2 383
Asset suppliers	1 304	126	1 320	446	0	3 197
Other current liabilities	2 905	558	1 361	756	58 722	64 302
Operating liabilities	14 369	4 997	17 913	4 960	6 827	49 066
Total liabilities	26 342	7 873	26 554	9 592	90 057	160 418

Segment assets mainly include tangible fixed assets, intangible assets, inventories, accounts receivable and cash and cash equivalents. It should be noted that in terms of the stoneware segment, a significant part of the activity volume (around 30% of the consolidated turnover) and allocated assets (tangible fixed assets of Ria Stone subsidiary factory, inventories and accounts receivable) correspond to one particular customer, IKEA, as a result of the strong partnership, based

on competitiveness, customer service and the ability to develop new products. VAA has managed to hold onto the loyalty of this client, keeping up its production capacity, with good results in terms of sales and results.

As its subsidiary, Ria Stone is a “Prioritised Supplier” for IKEA, which has been extending its distribution to other destinations, allowing the Ria Stone factory to continue producing at full capacity. It should be noted that the current contract between Ria Stone and IKEA ends in December 2026. Although the extension of this contract has not yet been formalised as of the date of this report, VAA’s Board of Directors is confident that it will be renewed, due to (i) an existing track record, (ii) a long-standing relationship of partnership and trust, based on the continuous improvement of operational efficiency, (iii) excellent customer service (with delivery times of 5-7 days, with around 70% direct deliveries to IKEA stores), and (iv) a capacity for innovation and the development of new products.

The current assets of the segments correspond to operating assets and exclude cash and cash equivalents as this is not allocated directly to the business segments.

In terms properties, they are part of the tangible fixed assets, not being allocated to any segment.

Segment liabilities correspond to operating liabilities and exclude provisions and deferred taxes that are not directly allocated to the business segments.

In terms of financing obtained, we are unable to present a breakdown by segment, so it is presented as ‘Other not allocated’.

6.2- Information by geographical area

The four segments of the Group’s industrial-based business operations are active in three main geographic areas, despite being managed globally. The breakdown of turnover by geographic segment as of the 31st of December 2024 and 2023 is as follows:

January to December 2024

Geographical area	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Overall Total
Portugal	25 876	8 469	2 651	5 076	42 071
The Netherlands	1 161	1 149	6 128	5 418	13 856
France	351	580	5 303	9	6 242
Spain	5 785	612	6 678	696	13 771
Germany	446	199	14 626	131	15 401
Italy	2 018	2 290	1 984	667	6 960
USA	737	544	6 278	33	7 592
Brazil	4	125	2 470	0	2 599
The United Kingdom	244	677	2 966	487	4 374
Belgium	3 350	373	2 210	288	6 220
Rest of Europe	2 142	2 238	4 012	940	9 331
Other countries	3 899	2 125	1 133	1 192	8 349
Overall Total	46 013	19 381	56 438	14 936	136 767

January to December 2023

Geographical area	Porcelain and related products	Earthenware	Stoneware	Crystal and handmade glass	Overall Total
Portugal	25 163	7 636	1 894	5 212	39 904
The Netherlands	130	643	5 648	4	6 426
France	1 361	831	7 485	6 114	15 791
Spain	6 000	668	6 879	686	14 232
Germany	156	177	9 968	39	10 339
Italy	1 197	491	6 810	27	8 527
USA	2 697	1 711	899	804	6 110
Brazil	3 587	272	1 324	196	5 380
The United Kingdom	353	742	2 844	813	4 752
Belgium	16	278	2 608	0	2 902
Rest of Europe	2 202	1 586	2 456	748	6 992
Other countries	4 185	2 043	920	1 095	8 243
Overall Total	47 047	17 079	49 735	15 738	129 599

Total assets by geographical area

	31-12-2024	31-12-2023		31-12-2024	31-12-2023
Portugal	245 032	230 471	Portugal	157 494	149 664
Rest of Europe	4 499	4 374	Rest of Europe	3 411	3 424
Other countries	8 510	8 298	Other countries	7 802	7 331
	258 040	243 142		168 707	160 418

Total liabilities by geographical area:

	31-12-2024	31-12-2023
Portugal	16 368	15 791
Rest of Europe	39	77
Other countries	28	64
	16 435	15 931

7. Financial instruments by class

The financial instruments as of the 31st of December 2024 and 2023 were classified as follows:

	Notes	Amount to the Consolidated Financial Position	
		31-12-2024	31-12-2023
Financial assets			
Financial investments	13	1 046	1 097
Loans and receivables			
Accounts receivable and others	17	26 411	17 719
Financial assets measured at amortised cost			
Cash and cash equivalents		11 810	16 804
	Total	39 268	35 620
Financial liabilities			
Loans obtained			
Floating rate loans	21	17 325	22 958
Fixed rate loans	21	58 284	47 261
Unpaid loans (subsidies)	21	2 233	4 538
Lease liability	22	10 992	7 435
		88 834	82 192
Accounts payable			
Suppliers	23	18 074	19 304
Accrued expenses	23	11 010	11 631
Confirming, Express Bill, Factoring and Export consignments	23	9 999	6 072
Other creditors	23	1 275	866
Investors	23	4 732	3 197
	Total	133 924	123 262

Financial assets include a share in the venture capital company "Capital Criativo, SCR" and in "Lince Capital" which are measured at fair value, in the total amount of 399 thousand euros, and 500 thousand euros respectively in 2024 (Note 13). The remaining financial investments were measured at acquisition cost as they are investments in non-listed companies, whose fair value cannot be measured reliably. The Board of Directors believes that the amount by which these assets are reflected is lower than the respective realisation value.

Cash and cash equivalents on the 31st of December 2024 and 2023 and the respective reconciliation with Cash and cash equivalents of cash flows is as follows:

	31-12-2024	31-12-2023
Bank deposits	11 746	7 798
Term deposits	61	9 001
Cash	4	6
Cash and cash equivalents in cash flow statement	11 810	16 804

For the purposes of the consolidated cash flow statement, cash and cash equivalents include cash and immediately withdrawable bank deposits (with a maturity of three months or less).

On the 31st of December 2024, time and demand deposits were made free of charge.

On the 31st of December 2024 and 2023, the Group's liquidity position is detailed as follows:

	Balance Sheet Amount	
	Financing obtained and lease liabilities	Loans from related parties
Balance on the 1st of January 2023	97 104	0
Cash Flow:		
Receivables from obtained loans	3 060	22 935
Payments from obtained loans	-13 754	-22 935
Payments relating to reimbursable subsidies	-3 440	0
Payments related to amortising lease agreements (Note 14)	-3 088	0
Receivables from reimbursable grants	267	0
Other areas without financial flow		
Conversion of investment incentives (Note 24)	-726	0
Conversion of operating incentives (Note 30)	-1 260	0
Recognition of amortised cost and fair value (Note 31)	709	0
Increases in lease agreements (Note 14)	2 918	0
Financial cost of lease agreements (Note 31)	402	0
Balance on the 31st of December 2023	82 192	0
Cash Flow:		
Receivables from obtained loans	66 619	35 905
Payments from obtained loans	-60 294	-41 175
Payments relating to reimbursable subsidies	-1 889	0
Payments related to amortising lease agreements (Note 14)	-3 489	0
Receivables resulting from interests and similar benefits	0	1 115
Other areas without financial flow		
Recognition of amortised cost and fair value (Note 31)	-1 351	0
Increases in lease agreements (Note 14)	6 596	0
Financial cost of lease agreements (Note 31)	449	0
Balance on the 31st of December 2024	88 834	-4 155

During the 2024 financial year (as well as during the 2023 financial year), Vista Alegre Group granted short-term loans to the related party and shareholder Visabeira Indústria, SGPS, S.A. totalling 41.2 million euros (22.9 million euros in 2023), with 5.3 million euros outstanding on the 31st of December 2024 (in 2023 this loan was fully repaid by that related party) (Note 17). Additionally, these loans bear interest at market rates, in the amount of approximately 811 thousand euros (568 thousand euros on the 31st of December 2023) (Note 31). In 2024, Visabeira Indústria paid 1.1 million euros in interest. These loans granted are classified in the Consolidated statement of cash flows as investing activities.

In May 2024, Vista Alegre Atlantis successfully completed the organisation and launch of a bond using a public subscription offer, having received a total amount of 60 million euros. With this operation it repaid (in October 2024) the bond issue launched in 2019 - VAA Fixed Rate Guaranteed Senior Secured Notes 2019-2024 Class A, totalling around 62 million euros. These loans are classified in the consolidated cash flow statement as financing activities. Moreover, during the 2024 financial year an amount of around 6.8 million euros was paid in terms of interest on the bond loan, as well as costs and interest relating to *confirming, factoring* and express bills.

The change in leasing contracts seen during the financial year is essentially associated with the accounting of leasing contracts related to the Group's shops.

8. Tangible fixed assets

During the financial years ended on the 31st of December 2024 and 2023, the movement in the net value of tangible fixed assets was as follows:

	Lands and buildings	Transp. equip. and Basic Equipment	Office Equipment	Other fixed assets Tools Utensils	Assets in progress	Espólio Cultural	Total
Financial year 2024							
Initial net amount	70 174	54 835	240	1 077	3 372	5 845	135 543
Increases	2 251	4 272	59	142	9 644	0	16 367
Sales and write-offs (net amount)	1	-4	-1	1	0	0	-3
Changes to the perimeter (Note 5)							0
Impairments (Note 11)	0	53	0	0	0	0	53
Revaluations	996	0	0	0	0	0	996
Impairment revaluations (Note 11)	0	0	0	0	0	0	0
Transfers	1 121	1 600	0	0	-2 867	0	-146
Depreciation of the financial year	-2 624	-7 727	-98	-212	0	0	-10 659
Exchange rate effect	-4	0	-4	6	0	0	-2
Final net amount December 2024	71 915	53 029	197	1 014	10 149	5 845	142 148

	Lands and buildings	Transp. equip. and Basic Equipment	Office Equipment	Other fixed assets Tools Utensils	Assets in progress	Espólio Cultural	Total
Financial year 2023							
Initial net amount	66 933	51 665	288	1 233	3 447	5 845	129 410
Increases	3 481	8 402	50	79	3 582	0	15 594
Sales and write-offs (net amount)	-3	-748	-3	-20	0	0	-773
Impairments (Note 11)	0	53	0	0	0	0	53
Revaluations	1 094	0	0	0	0	0	1 094
Transfers	1 173	2 430	1	0	-3 656	0	-52
Depreciation of the financial year	-2 510	-6 967	-95	-211	0	0	-9 784
Exchange rate effect	6	0	-1	-3	0	0	2
Final net amount December 2023	70 174	54 835	240	1 077	3 372	5 845	135 543

The increase during 2024 is mainly related to a series of improvements at Vista Alegre Group's factories, aiming at making the factories more efficient and more ecologically sustainable. These improvements include a series of investments in maintaining and improving production equipment to boost operational efficiency and to reduce costs (approximately 7 million euros) and to purchase new equipment and investment in pre-existing equipment as well as continued investment in the Ria Stone Photovoltaic Plant (approximately 1.9 million euros), 1.2 million euros of Ria Stone's investment was made through subsidies. Moreover, in the financial year ending on the 31st of December 2024, costs ('Works for the company') associated with tangible assets totalling 941 thousand euros were capitalised in relation to these investments being developed.

The increases in tangible fixed assets that were classified "in progress" on the 31st of December 2024 and 2023, are essentially related to investment projects in the development and implementation phase. The completion of these investments is foreseen for the end of the financial year 2025.

On the 31st of December 2024, there were accumulated impairments recorded in the amount of 686 thousand euros (Note 11), of which 293 thousand euros regard production equipment (old kiln at the Alcobaça factory).

The “Espólio Cultural” corresponds to the Vista Alegre collection pieces, which make up a collection that has been formed by direct transfers from the factory, acquisitions or donations, comprising an extended chronological period, from the 17th to the 21st century. Moreover, during the fiscal year ended on 31st of December 2017, aiming at analysing the realisation value of the Vista Alegre’s “Espólio Cultural”, a specialised external entity (Cabral Moncada Auctions) carried out an assessment of a significant number of pieces, of which resulted an impairment loss of 214 thousand euros (Note 11). The criterion used by the assessor corresponds to the value that the owner will have to spend in order to acquire an asset equal or similar in the Art Market.

The Vista Alegre collection pieces mentioned above are not subject to depreciation, since it is understood that the respective residual value is equal to or higher than the net book value. At the end of the financial year 2024 and 2023, the external independent appraiser (Cabral Moncada Leilões) was asked to carry out an updated analysis on the recovery/realisation value of a set of pieces, with no need to record additional impairments as a result of such analysis.

-Methods to evaluate revalued property, plant and equipment

Tangible fixed assets corresponding to land and buildings, which essentially comprise factories, warehouses, retail stores and offices, are recorded according to the revaluation model, corresponding to their carrying amount on the reporting date at their fair value, on the date of the last revaluation less accumulated depreciation and impairment losses.

According to the revaluation model, increases in the assets carrying amount as a result of land and building reassessment are credited under a specific item in equity. The decreases which compensate for prior increases regarding the same asset are reported under the same item as the increases; the remaining decreases are recognised as expenses regarding the period (equivalent to an impairment). Annually, the difference between depreciation based on the carrying amount reassessed, regarding the period expenses and the depreciation based on the assets' original cost, is transferred from the fair value reserve to the retained earnings.

For tangible fixed assets relating to land and buildings held by the Group, their fair value was calculated taking into consideration the methodology applied to each asset:

- Market comparison method:
 - Geographic Location of real estate assets;
 - Marketing value per m².
- Income method:
 - Rent value per m²;
 - Capitalisation rate / discount.

- Depreciated replacement cost method:
 - Construction unit cost;
 - Percentage of project execution;
 - Percentage of depreciation / Current status.

The assessment of land and buildings included in Tangible Fixed Assets was carried out by independent appraisers according to one of the following methods, applied according to the specific situation of each property:

Market method: The market comparison criterion refers to the transaction value of similar properties which are comparable to the property under study, obtained through market prospecting in the area where it is located.

Income method: The aim of this method is to estimate the value of the property from the capitalisation of its net income, updated to the present moment, using the discounted cash flow method.

Depreciated replacement cost method: This method considers that the property's value arises from the sum of all the costs incurred during the project, from the purchase of land to its trading, with the replacement cost being estimated once again at the valuation date.

Real Estate	Evaluation year	Expert	Evaluation method
Factory (VAA, SA)	2023	"Engineering Valuation & Investment Advisory".	Income method
Atlantis Factory	2024	"Engineering Valuation & Investment Advisory".	Income method
Ria Stone Factory	2023	"Engineering Valuation & Investment Advisory".	Average between the income method and the depreciated replacement cost method
Cerexport Factory	2023	"Engineering Valuation & Investment Advisory".	Average between the income method and the depreciated replacement cost method
Braga Store	2021	"Engineering Valuation & Investment Advisory".	Income method
Store of Massarelos/Edif Galiza	2021	"Engineering Valuation & Investment Advisory".	Income method
Cápoa Factory	2024	"Engineering Valuation & Investment Advisory".	Income method
Quinta Nova Factory	2024	"Engineering Valuation & Investment Advisory".	Income method
Cerutti Factory	2024	"Engineering Valuation & Investment Advisory".	Average between the income method and the depreciated replacement cost method
Bordalo Pinheiro Factory	2024	"Engineering Valuation & Investment Advisory".	Average between the income method and the depreciated replacement cost method

The assessments carried out on the aforementioned properties were carried out with reference to the 31st of December 2024 and 2023 by an independent and specialised experts, who are accredited by the Securities Market Commission (CMVM): (i) valuations with effect from the 31st of December 2024 onwards carried out by "Engineering Valuation & Investment Advisory, Unipessoal, Lda."; and (ii) assessments with effect on the 31st of December 2023 carried out by "Engineering Valuation & Investment Advisory, Unipessoal, Lda.".

Although the above-mentioned assessments were carried out on the basis of market data and transactions (essentially disclosed by real estate agencies), their low liquidity and the characteristics and specificities of each property do not allow the market to be classified as an asset. Thus, the calculation of the fair value of the Group's tangible fixed assets falls within Level 3 of IFRS 13, which is to say, it involves valuation techniques that use inputs not based on observable market data.

The market prices per m² of the most relevant assets that were based on the valuations carried out in 2024 and 2023 are as follows:

Real Estate	Location	Fair value (in m€)	31-12-2024			
			Market price per m ² of Building	Market price per m ² of Land	Depreciation Factor	Yield
<i>Tangible fixed assets</i>						
Factory (VAA, SA)	Ílhavo	22 199	n.a	n.a	n.a	8.00%
Atlantis Factory	Cós Alcobaça	4 810	n.a	19	n.a	9.50%
Câpoa Factory	Aradas - Aveiro	2 916	[110 to 439]	50	75%	8.00%
Cerexport Factory	Tabueira - Esgueira	8 549	[300 to 525]	50	1%	8.00%
Braga Store	Pct. St ^a Bárbara - Braga	128	n.a	n.a	n.a	6.00%
Store of Massarelos/Edif Galiza	R.Piedade - Massarelos	314	n.a	n.a	n.a	6.50%
Ria Stone Factory	Ílhavo	12 308	[300 to 500]	18	5%	7.75%
Quinta Nova Factory	Ílhavo	5 081	n.a	19	n.a	9.25%
Cerutil Factory	Sátão	4 473	[288 to 360]	13	25%	8.00%
Bordalo Pinheiro Factory	Caldas da Rainha	5 943	[462 to 539]	28	5%	7.50%
Total		66 721				

Real Estate	Location	Fair value (in m€)	31-12-2023			
			Market price per m ² of	Market price per m ² of Land	Depreciation Factor	Yield
<i>Tangible fixed assets</i>						
Factory (VAA, SA)	Ílhavo	22 199	n.a	n.a	n.a	8.00%
Atlantis Factory	Cós Alcobaça	4 750	n.a	n.a	50%	9.50%
Câpoa Factory	Aradas - Aveiro	3 422	[400 to 600]	42	50%	7.50%
Cerexport Factory	Tabueira - Esgueira	8 549	[300 to 525]	50	29%	8.00%
Store of Massarelos/Edif Galiza	R.Piedade - Massarelos	314	n.a	n.a	na	6.50%
Ria Stone Factory	Ílhavo	12 308	[300 to 500]	17.5	13%	7.75%
Cerutil Factory	Sátão	4 403	[500 to 600]	18	na	8.00%
Bordalo Pinheiro Factory	Caldas da Rainha	5 694	[550 to 750]	28	5%	7.50%
Total		66 471				

It should be noted that during 2024, appraisals were carried out on the Atlantis factory in Alcobaça, the Capôa factory in Aveiro, the Quinta Nova factory in Ílhavo, the Cerutil factory in Sátão and the Bordalo Pinheiro factory in Caldas da Rainha. The Group's Board of Directors believes that the fair value of the real estate assets described above that were valued on the 31st of December 2023 did not undergo significant changes in their fair value during 2024.

9. Goodwill

On the 31st of December 2024 and 2023, the detail of goodwill (resulting from business combinations carried out in previous years) is as follows:

GOODWILL	Porcelain	Stoneware	Total
Gross amount (31 st of December 2023 = 31 st of December 2024)	2 018	4 303	6 321
Accumulated impairments (31 st of December 2023 = 31 st of December 2024)	0	-1 610	-1 610
Net Amount	2 018	2 693	4 711

Impairment tests

In accordance with Notes 2.3.1 and 2.3.2, the Group annually carries out impairment tests on goodwill (Porcelain and Stoneware segments), as well as in relation to non-current assets allocated to each of the operating segments for which it identifies impairment indicators. Whenever the registered amount of the asset is greater than its recoverable amount, an impairment loss is recognised. The recoverable amount is the highest of the net selling price and the value in use.

For the purposes of assessing if there are indicators of impairment, the following topics were considered by the Group:

- Physical / technical obsolescence of assets;
- EBITDA value lower than budgeted or negative;
- Changes in average financing interest rates and risk-free interest rate;
- Generation of negative cash-flows.

The impairment analysis of goodwill and non-current assets allocated to each of the business segments (Note 6) are carried out using the "*Discounted Cash Flows*", method, based on the five-year financial projections of cash flows for each generating unit of cash and considering continuity from the fifth year onward.

Financial projections are prepared based on assumptions as to the evolution of the activity (budgets approved by management) of the cash-generating units, which the Board of Directors considers to be consistent with the history and market trends, being reasonable, prudent and reflecting its vision. In addition, whenever possible, market data obtained from external entities were considered, which were compared with historical data and the Group's experience.

Discount rates used reflect the level of indebtedness and the cost of debt capital for Vista Alegre Group (given that it is common to the various segments), as well as the level of risk and profitability expected by the market. In addition, it should be noted that, in determining the discount rates, the interest rate on a risk-free asset is referenced to the German bonds interest rate plus a risk premium for Portugal. The discount rates used also include a market risk premium.

The perpetuity growth rate is estimated based on an analysis of the market potential of each cash-generating unit, based on the expectations of the Board of Directors (usually associated with the long-term inflation rate obtained from commonly used databases).

The aforementioned assumptions were quantified based on historical data, as well as on the expectations of the Group's Board of Directors. However, such assumptions may be affected by phenomena of a political, economic or legal nature that are currently unpredictable (namely those associated with the impacts that will result from the current armed conflict between Ukraine and the Russian Federation, which have caused an unstable situation that has been translated into increases in raw materials and energy resources prices, as well as an increase in inflation and market interest rates, despite the current improvement in terms of these factors and the additional tariffs on imports from various countries implemented by US President Donald Trump).

Cash flow projections in each of the cash-generating units have the sales prospects in the various segments and the projections regarding the evolution of production costs as key variables, with emphasis on the costs of raw materials and energy costs, namely the costs incurred from electricity, natural gas and hydrogen. In the case of hydrogen, what is also noteworthy is how available it is.

As a result of the impairment analyses carried out, based on the aforementioned methods and assumptions, the Board of Directors considers that there are no impairment losses to be recognised on the 31st of December 2024.

On the 31st of December 2024, the methods and assumptions used in preparing impairment tests with regards to Goodwill and non-current assets for the Group (and for the respective cash-generating units ("CGU") to which they belong), which showed evidence of impairment, were as follows:

Assumptions impairment tests	Porcelain	Stoneware	Crystal and handmade glass	Earthenware
Method used	Updated cash flow methods			
Basis used	Projection of results for the next 5 years			
Projection years	5 years			
Growth sales in N+1 (2025)	10.2%	4.0%	5.5%	6.4%
CAGR sales 2025-2029	4.2%	4.2%	3.4%	1.6%
EBITDA Margin N+1	19.4%	19.1%	16.9%	28.9%
EBITDA Margin Perpetuity	25.8%	22.4%	23.8%	29.1%
Perpetuity growth rate	2.05%			
Used WACC	7.86%			

For each business areas, based on expectations of future results over a five-year horizon, the method of discounting the respective cash flows (earnings before depreciation, provisions, adjustments, financial results, and income tax) to test whether the recoverable value of each business area is greater than the book value of its assets. Was applied a discount rate of 7.86% (2023: 7.81%).

The growth rate in sales in the Porcelain, Crystal, Glass and Earthenware segments for 2025 takes into account a strong order portfolio and growing demand for private label products with a strong impact on sales in its own retail commerce and in the *Horeca* channel.

For the first year of projection, EBITDA margins show moderate growth compared to those in 2024, particularly due to the variability of the economic, political and social situation worldwide, situation that has worsened with the trade tariffs implemented by the United States.

The growth rate after 2029 was set at 2.05% (1.96% in 2023).

Sensitivity analysis

Regarding the Porcelain, Stoneware and Earthenware segments, any reasonable change to the main assumptions (WACC and inflation rate in perpetuity, +1% or -1%) considered in the projections would not result in the need to record any impairment loss.

Regarding the Crystal and Handmade Glass segment, the impairment test carried out shows that the value in use of non-current assets allocated to this segment are marginally above their net book value. Thus, with effect on the 31st of December 2024, the Group developed a sensitivity analysis to determine the variability in the valuation of this segment, taking into account the assumptions presented below (the values presented refer to the *Enterprise value* calculated for the segment):

Variation in the discount rate (WACC): an increase/decrease in the discount rate of between {-1 p.p. and +1 p.p.} in these units, would have the following impacts:

WACC	6.86%	7.36%	7.86%	8.36%	8.86%
Var WACC	-1 p.p.	-0.5 p.p.	Base	0.5 p.p.	1 p.p.
Crystal and Glass	38 440	35 158	32 435	30 137	28 170

i) **Variation of the perpetuity growth rate:** an increase/decrease in the perpetuity growth rate of between {-1 p.p. and +1 p.p.} in these units, would have the following impacts:

g	1.05%	1.55%	2.05%	2.55%	3.05%
Var g	-1 p.p.	-0.5 p.p.	Base	0.5 p.p.	1 p.p.
Crystal and Glass	31 435	31 914	32 435	33 002	33 622

In view of the information presented in the tables above, the Board of Directors considers that:

- i) As far as the “Handmade Crystal and Glass” unit is concerned, in the financial year ending on the 31st of December 2024, and despite improvement in the financial and operational performance associated with that segment, the uncertainties associated with current economic conditions, introduce an additional degree of variability assumptions that may impact the estimates taken into account;
- ii) During the year significant investments were made in tangible fixed assets totalling 16 million euros, of which around 5 million correspond to this segment;
- iii) From the sensitivity analysis carried out above, the following impairments would result:
 - i. An increase in the discount rate of 0.5 p.p. wouldn't represent an impairment;
 - ii. A decrease in the perpetuity rate of 0.5 p.p. wouldn't represent an impairment.

10. Intangible assets

During the financial years ended on the 31st of December 2024 and 2023, the changes occurred in the gross value of intangible assets, as well as in the respective amortisations and accumulated impairment losses, were as follows:

	Change management	Dev. projects	Computer programs	Other intangible assets	Current fixed assets	Total
Financial year 2024						
Initial net amount	66	403	297	343	80	1 190
Increases	0	0	25	699	59	783
Transfer	0	0	140	0	0	140
Amortisation of the financial year	0	-48	-136	-1 049	0	-1 232
Impairments	0	0	0	31	0	31
Exchange rate effect	0	0	1	0	0	1
Final net amount December 2024	66	355	327	24	140	913
Financial year 2023						
Initial net amount	66	526	40	1 100	252	1 985
Increases	0	0	164	832	12	1 008
Transfers	0	3	181	52	-184	52
Amortization of the financial year	0	-125	-82	-1 266	0	-1 474
Impairments	0	0	0	-375	0	-375
Exchange rate effect	0	0	-6	0	0	-6
Final net amount December 2023	66	403	297	343	80	1 190

Purchases during the year ending on the 31st of December 2024 include an amount of approximately 698 thousand euros relating to carbon dioxide (CO2) emission licenses at the subsidiary Ria Stone, S.A. (Note 30), within the scope of European Emissions Trading (CELE), and given the current installed capacity of that subsidiary's factory. The amortisation value associated with this asset is 860 thousand euros. At the end of this financial year, the amount of this asset amounted to 60 thousand euros.

11. Impairments

During the financial years ended on the 31st of December 2024 and 2023, the movement occurred in the impairments of assets was as follows:

	Investment properties (Note 12)	Tangible fixed assets (Note 8)	Intangible assets (Note 10)	Inventories (Note 16)	Customers and accounts receivable (Note 17)	Total
01th of January 2023	62	792	0	14 840	3 160	18 634
Reinforcement	0	0	375	0	99	474
Reclassifications	0	0	0	-2 145	0	-2 145
Reversals	0	-53	0	-296	-5	-354
Balance on the 31st of December 2023	62	739	375	12 399	3 255	16 609
Reinforcement	0	0	0	477	88	565
Reclassifications	0	0	0	398	0	398
Reversals	0	-53	-31	-377	-178	-639
Balance on the 31st of December 2024	62	686	344	12 897	3 164	16 933

In addition, the net reversals of impairment for inventories presented in the table above with reference to the 31st of December 2024 and 2023 were recorded against the income statement caption “Cost of goods sold and materials consumed” and “Variation in production” (Note 16).

As mentioned in Note 8, during the financial year ending on the 31st of December 2017, aiming to analyse the realizable value of the pieces from the Vista Alegre Cultural Estate, an evaluation was carried out by a specialised external entity (*Cabral Moncada Leilões*) on a significant set of parties, which resulted in recording an impairment in the amount of 214 thousand euros, an amount which was included in the total amount of 686 thousand euros in the year ending on the 31st of December 2024.

12. Investment properties

On the 31st of December 2024 and 2023, the detail by real estate investment properties of the Group is the following:

	31-12-2024	31-12-2023
Vista Alegre land	938	938
Total investment properties	938	938

On the 31st of December 2024, there were accumulated impairments recorded in Investment properties in the amount of 62 thousand euros (Note 11).

There was no movement in the value of investment properties in 2024.

Vista Alegre land

These relate to land not used in the ordinary course of the Vista Alegre Group's business in its current state or after the valorisation process, intended for sale. These assets are located in Alcobaça.

Determining the fair value of investment property was supported by market evidence.

For all the Group's real estate, evaluations are carried out by independent external appraisers with professional qualifications. Determining the fair value of investment property was supported by market evidence.

The determination of the fair value of the investment properties was supported by market evidence, since, according to the assessor, the reason behind the assessor's mind, when conceiving the structure of his report, together with fairness and independence only reasons with the aspects closely related to the object under analysis; those relating to the technical aspects, namely the specific characteristics of the assets under consideration, their insertion in the existing network and the elements which influence their tendency in the real estate market, represented by demand and supply, proposing balanced and adjusted venal values, which render analyses as close as possible to reality.

On the 31st of December 2024, there are no other significant contractual obligations to purchase, construct or develop investment property or to repair and maintain it.

The details of fair value of the properties that comprise Vista Alegre land, as well as some market indicators that were the basis for their valuation are as follows:

	Location	31-12-2024		31-12-2023	
		Market price/m ²	Fair value (in m€)	Market price/m ²	Fair value (in m€)
<i>Investment properties</i>					
Pine forest	Alcobaça	25.09 €	938	25.09 €	938
Total			938		938

The last valuation of that investment properties was carried out on the 31st of December 2020. However, given the nature of those assets and the inexistence of relevant fluctuations in the respective market, the Board of Directors believes that the failure to update those assessments on the 31st of December 2024 does not have a materially relevant effect on the consolidated financial statements on the 31st of December 2024.

The expenses incurred and the income earned associated with those investment properties are of no relevance.

13. Financial investments

The heading “Financial investments” consists of residual investments in companies or other entities/funds for which the Group has no control or significant influence and have been classified as available-for-sale financial investments.

Financial investments available for sale include shares in venture capital companies “Capital Criativo, SCR” and “Lince Capital”, which are measured at their respective fair value. The remaining financial investments were measured at cost as they are investments made in unlisted companies, whose fair value cannot be measured reliably. The Board of Directors believes that the amount by which these assets are reflected is lower than the respective realisation value.

The detail of non-current assets, on the 31st of December 2024 and 2023, of this heading is as follows:

Financial investments	31-12-2024	31-12-2023
Assets by fair value by income statement		
Capital Criativo - SCR, SA	399	450
Lince Capital - SCR, SA	500	500
Assets at acquisition cost		
Imerys Ceramics Portugal, SA	60	60
VAA-Empreendimentos Turísticos, SA	45	45
Lusitânia Gás SA	19	19
Other participations	23	23
	1 046	1 097

14. Assets by rights of use

The movement in the financial years ended on the 31st of December 2024 and 2023 under the heading "Right-of-use assets", as well as in the respective accumulated amortisations and accumulated impairment losses, was as follows:

	2024		
	Buildings and other constructions	Transp. equip. and Basic Equipment	Total
Gross asset			
Opening balance on the 1 st of January 2024	12 429	1 297	13 726
Renewal / new contracts of the exercise	6 395	201	6 596
Contracts concluded and cancelled in the year	-3 176	0	-3 176
Exchange rate effect	-75	0	-75
Final balance	15 573	1 498	17 071
Accumulated amortisation and impairment losses			
Initial balance	5 592	738	6 329
Reclassification for assets under rights of use			0
Depreciations in the financial year	2 710	124	2 834
Contracts concluded and cancelled in the year	-3 014	0	-3 014
Exchange rate effect	-14	0	-14
Final balance	5 273	862	6 135
Net asset amount at 31st of December 2024	10 300	636	10 936

	2023		
	Buildings and other constructions	Transp. equip. and Basic Equipment	Total
Gross asset			
Opening balance on the 1 st of January 2023	11 447	1 186	12 633
Renewal / new contracts of the exercise	2 785	133	2 918
Contracts concluded and cancelled in the year	-1 819	-22	-1 841
Exchange rate effect	16	0	16
Final balance	12 429	1 297	13 726
Accumulated amortisation and impairment losses			
Initial balance	4 739	637	5 376
Reclassification for assets under rights of use			0
Depreciations in the financial year	2 653	109	2 762
Contracts concluded and cancelled in the year	-1 819	-8	-1 827
Exchange rate effect	19	0	19
Final balance	5 592	738	6 329
Net asset amount at 31st of December 2023	6 837	559	7 397

The above-mentioned rights-of-use assets associated with the heading "Buildings and other constructions" essentially comprise the stores where Vista Alegre Group carries out its retail activity through operating lease contracts, both in Portugal and abroad.

In accordance with the policy implemented by Vista Alegre Group, when the lease contract is renewed, the amount of the gross asset and corresponding liability is derecognised and the new value of the asset and liability recorded.

15. Income Tax

Current tax for the financial years ended on the 31st of December 2024 and 2023 is recorded as an account payable to the entity NCFGEST, S.A., in accordance with the Special Taxation for Groups of Companies in the case of companies directly or indirectly participated in at least at least 75% of the share capital and who are based in Portugal and taxed under the Corporate Income Tax (IRC) included in the scope of NCFGEST, S.A..

For the companies not covered by that regime (mainly the foreign subsidiaries of Vista Alegre Group and Faianças Artísticas Bordalo Pinheiro, SA), the current tax for the financial year is recorded against the liability caption "State and Other Public Entities" (Note 25).

On the 31st of December 2024 and 2023, the detail and changes of deferred tax assets and liabilities, according to the temporary differences that originated them, is as follows:

Temporary differences	Base	Assets	Liabilities	Net effect	P&L Dr/(Cr) Impact	Impact Capital Dr/(Cr)
Balance on the 31st of December 2023						
Revaluation of tangible fixed assets / Fair value investment properties Investment	39 439	0	8 874			
Impairment of depreciable tangible fixed assets	1 114	251	0			
Retirement benefits - Responsibility in charge of the Group	2 808	632	0			
Adjustments and other provisions not fiscally accepted	14 158	3 186	0			
Reportable tax losses - Spain	1 140	285	0			
Reportable tax losses - India	278	62	0			
Tax credit	0	458	0			
	4 874	8 874				
Changes of the net information of the financial year						
Revaluation of tangible fixed assets / Fair value investment properties Investment	-6 438	796	-951	1 747	323	1 424
Impairment of depreciable tangible fixed assets	-84	-24	0	-24	-24	0
Retirement benefits - Responsibility in charge of the Group	215	-13	-31	18	-13	31
Adjustments and other provisions not fiscally accepted	-219	-162	0	-162	-165	3
Reportable tax losses - India	-278	-62	0	-62	-62	0
Tax credit	0	114	0	114	114	0
Changes in exchange rates not accepted for tax purposes	0	0	7	-7	-7	0
	535	-975		1 510	52	1 458
Balance on the 31st of December 2024						
Revaluation of tangible fixed assets / Fair value investment properties Investment	33 001	796	7 892			
Impairment of depreciable tangible fixed assets	1 030	221	0			
Retirement benefits - Responsibility in charge of the Group	3 024	528	-122			
Adjustments and other provisions not fiscally accepted	13 939	3 119	122			
Reportable tax losses - Spain	796	171	0			
Tax credit	0	573	0			
Changes in exchange rates not accepted for tax purposes	0	0	7			
	5 409	7 898				

Impact on the Income Statement - Income tax

	31-12-2024	31-12-2023
Current tax	-1 956	-2 349
Deferred tax	52	115
	-1 905	-2 234

On the 31st of December 2024, according to the tax laws of subsidiaries that registered assets due to deferred taxes because of fiscal losses, those were reportable as follows (tax losses associated with the Spanish subsidiary):

T €		
Spain		
Year	Tax losses	Expiration period
2015	171	2033
Total	171	

On the 31st of December 2023, tax losses were detailed as follows:

T €		
Spain		
Year	Tax losses	Expiration period
2014	23	2032
2015	262	2033
Total	285	

On the 31st of December 2024, assets that were due to deferred taxes because of fiscal losses and because of other temporary deductible differences were subject to evaluation. As a consequence, these were only registered as soon as it was probable, according to the following information which was referred to, that future taxable income would accrue and that these would be used to recover fiscal losses or to compensate for temporary taxable differences, when there are deferred tax liabilities whose reversal is expected in the same period in which the deferred tax assets are reversed. This evaluation was based on business plans of the different companies of the Group, periodically reviewed and updated, in some internal reorganisation already identified and in available fiscal planning opportunities.

At the same time, for purposes of measuring asset recovery by means of deferred taxes generated in the consolidated tax group of NCFGEST, S.A., the business plans of the companies making it up were used.

VAA, SGPS, S.A. since January 2014 has been covered by the *Regime Especial de Tributação dos Grupos de Sociedades* [special taxation regime for company groups] (RETGS), (headed by NCFGEST, S.A.) under which tax is calculated on the taxable the taxable income of companies included on consolidation, and within the specified regime, and according to the terms therewith.

The RETGS encompasses all of companies participating whether directly or indirectly in a minimum of 75% of social capital and which are based in Portugal and taxable under the *Imposto sobre o Rendimento das Pessoas Coletivas* (IRC) [corporate tax code] which are part of NCFGEST, S.A..

For those companies not covered by that regime (essentially the foreign subsidiaries of Vista Alegre Group and Faianças Artísticas Bordalo Pinheiro, S.A.), the current tax is calculated based on the respective taxable income, determined according to the tax rules in force in the respective country of each entity.

From the 1st of January 2007 onward, municipalities will be able to charge an annual municipal levy of up to a maximum limit of 1.5% on taxable profit subject to and not exempt from IRC [corporate tax]. Thus, in the year ending on 31st of December 2024, VAA, SGPS, S.A. and its participating companies with headquarters in Portugal were subject to Corporate Income Tax (IRC) at the rate of 20%, added to the maximum municipal tax levy of 1.5% over taxable income, in this way reaching a combined maximum tax rate of nearly 21.5%.

Additionally, in the year ending on the 31st of December 2024, taxable income of Portuguese companies that was in excess of 1,500,000 euros were subject to a local state tax, established in accordance with article 87.ºA of the corporate tax code at the following rates:

- 3% for taxable profits between 1,500,000 euros and 7,500,000 euros;
- 5% for taxable profits between 7,500,000 euros and 35,000,000 euros; and
- 7% for taxable profits over 35,000,000 euros.

On the other hand, in the year ending on the 31st of December 2024, the deduction of net financing costs in determining taxable profit come to be assessed at the higher of the following limits:

- 1,000,000 Euros; and
- 30% of income before depreciation, net financing expenses and taxes.

Finally, under the terms of article 88º IRC Tax Code, companies with headquarters in Portugal are subject to complementary taxation on a separate set of charges at the rates provided for in the same article.

The table below presents the reconciliation between the nominal and the effective tax rate over the income during 2024 and 2023:

	31-12-2024	31-12-2023
Results before taxes	6 436	9 075
Nominal rate of tax on profits	21%	21%
Tax rate - 21%	-1 352	-1 906
Used tax benefits	-77	-52
Temporary accounting/tax differences in asset recognition	-23	-99
Tax losses	91	137
Payment of benefits	66	48
Fiscal corrections	-4	0
Others	-183	-120
Difference for tax rate Portugal	0	-4
Autonomous Taxation	-204	-92
Municipal tax	-271	-211
Total current tax	-1 956	-2 299
Insufficiency of IRC	0	-50
Income tax for the financial year	-1 956	-2 349
Effective tax rate	-30%	-25%

In 2023, the subsidiary Bordallo Pinheiro corrected the tax, which generated a tax shortfall in the amount of 50 thousand euros.

16. Inventories

The detail of “Inventories”, with reference to 31st of December 2024 and 2023, is as follows:

	31-12-2024			31-12-2023			Adjustments	
	Gross asset	Impairments	Net assets	Gross asset	Impairments	Net assets	Operations in 2024	Operations in 2023
Goods	5 091	-429	4 661	2 434	-422	2 012	-7	375
Raw material	7 299	-875	6 424	6 986	-1 164	5 822	289	1 674
Products under manufacture	2 090	0	2 090	1 601	0	1 601	0	200
Finished products	31 736	-11 593	20 143	33 409	-10 813	22 596	-780	191
Intermediate products	20 255	0	20 255	19 432	0	19 432	0	0
	66 471	-12 897	53 574	63 862	-12 399	51 463	-498	2 441

The criteria used by the Group in regard to the value of inventories are described in note 2.3.7.

The detailed calculation of the recognised cost of merchandise sold and materials consumed is recognised in the consolidated income statement, on the 31st of December 2024 and 2023, as the following:

	Goods	Raw mat. Subs. And consumables	Total
Stocks on the 1 st of January 2023	8 595	7 105	15 700
Reclassification Impairment of inventories	-95	0	-95
Reclassification Gross inventories	-4 622	0	-4 622
Purchases	3 514	36 709	40 223
Stocks in the 31 st of December 2023	-2 434	-6 986	-9 421
CMVMC 2023	4 957	36 828	41 785
Stocks on the 1 st of January 2024	2 434	6 986	9 421
Purchases	6 365	38 860	45 225
Impairments/reversals	-1 053	-359	-1 412
Stocks in the 31 st of December 2024	-5 091	-7 299	-12 389
CMVMC 2024	2 656	38 189	40 845

The detail of calculation of Production Variation recognised in consolidated income statement on the 31st of December 2024 and 2023, as the following:

	Finished products	Intermediate products	Products and work in progress	Total
Balance on the 01st of January 2023	-21 963	-18 713	-1 545	-42 221
Inventory settlements	-1 007	0	0	-1 007
Reclassification Impairment of inventories	105	0	-200	-95
Reclassification Gross inventories	-4 622	0	0	-4 622
Impairments/reversals	-296	0	0	-296
Balance on the 31 st of December 2023	33 409	19 432	1 601	54 441
Production variation December 2023	5 625	719	-144	6 200
Balance on the 01st of January 2024	-33 409	-19 432	-1 601	-54 441
Inventory settlements	1 843	0	0	1 843
Impairments/reversals	1 312	0	0	1 312
Balance on the 31 st of December 2024	31 736	20 255	2 090	54 081
Production variation December 2024	1 483	823	489	2 795

The amounts of impairment and reversal of impairment losses are recognised in the consolidated statement of profit and loss, respectively, under "Cost of goods sold and materials consumed" and "Change in production", depending on whether these are goods /raw materials or products.

In 2023, the amounts relating to inventory reclassification (impairment and gross value) shown in the cost of goods sold and materials consumed, as well as production variation, refer to a change in the classification of goods for finished products relating to the stocks of the Vista Alegre Group's foreign subsidiaries.

17. Accounts receivable and others

On the 31st of December 2024 and 2023, this heading was as follows:

	31-12-2024	31-12-2023
Customers	14 497	12 427
Other debtors	10 957	5 292
	25 454	17 719
	31-12-2024	31-12-2023
Accounts receivable from clients and other debtors	28 618	20 974
Less: impairment of accounts receivable (Note 11)	-3 164	-3 255
Accounts receivable from customers and other net debtors-net	25 454	17 719
	0	0
	0	0
Other debtors	31-12-2024	31-12-2023
Advances to suppliers	374	116
Expenses to be recognised (deferred costs)	3 129	2 959
Other debtors	1 326	1 493
Other debtors - NCFGEST companies (Note 36)	6 128	724
	10 957	5 292

On the 31st of December 2024, the amount derecognised from accounts receivable from customers associated with non-recourse factoring contracts was 2.6 million euros (3.1 million euros on the 31st of December 2023) and the amount of financial costs assumed with this derecognition of assets is 464 thousand euros (100 thousand euros on the 31st of December 2024) (Note 31).

The amount of 'Expenses to be recognised' includes maintenance material for the Group's manufacturing areas, which is recognised as a cost depending on its consumption/use and invoices received amounting to 1.8M in 2024 (1.7M in 2023), but which relate to expenses incurred only in subsequent years.

'Other debtors - NCFGEST companies' includes financing granted to Visabeira Indústria, SGPS, SA totalling 5.3 million euros (Note 7).

The maturity of the receivable amounts in the item "Accounts receivable from customers" can be summarised as follows:

Customers	Months after the maturity date				Total Overdue	Total Not yet overdue	TOTAL
	0 - 6	6 - 12	12 -18	> 18			
2023	4 584	936	137	2 351	8 008	6 631	14 639
2024	4 371	426	354	2 110	7 261	9 350	16 611

The accumulated impairment of receivables is detailed as follows:

Impairment	Months after the maturity date				Total Overdue	Total Not yet overdue	TOTAL
	0 - 6	6 - 12	12 -18	> 18			
2023	0	140	4	2 068	2 212	0	2 212
2024	0	134	5	1 975	2 114	0	2 114

The amounts presented in the consolidated statement of financial position are net of accumulated impairment losses for doubtful accounts that were estimated by the Group, in accordance with its experience and based on its assessment of the economic situation and environment at the date of the statement of consolidated financial position. Therefore, the Board of directors believes that the book values of accounts receivable from customers and other debtors are close to their amortised cost.

18. Share capital, treasury shares, issue premiums and other equity

The total authorised number of common shares is 167.650.060 book-entry shares with a nominal value of 0.80 euros per share. All issued shares are paid for.

	No of shares (thousand)	Common shares Turnover	Common share Premium	Treasury shares Turnover	Treasury shares Premium	Total
On the 31 st of December 2008/2009	145 040	29 008	0	-1	-1	29 006
On the 30 th of June 2010	145 040	11 603	0	-1	-1	11 601
On the 31 st of December 2016	1 156 348	92 508	0	-1	-1	92 506
On the 31 st of December 2017	1 524 091	121 927	22 065	-1	-1	143 990
On the 31 st of December 2018	152 409	121 927	24 280	-1	-1	146 206
On the 31 st of December 2019	167 650	134 120	25 113	-1	-1	159 231
On the 31 st of December 2020	167 650	134 120	25 113	-1	-1	159 231
On the 31 st of December 2021	167 650	134 120	25 113	-1	-1	159 231
On the 31 st of December 2022	167 650	134 120	25 113	-1	-1	159 231
On the 31 st of December 2023	167 650	134 120	25 113	-1	-1	159 231
On the 31 st of December 2024	167 650	134 120	25 113	-1	-1	159 231

On the 12th of December 2019, Vista Alegre Atlantis, SGPS, S.A. increased its capital by new cash inflows, with the suppression of shareholders' preemptive rights, in the amount of 12,192,731.20 euros, resulting in a change in the capital of Vista Alegre from 121,927,316.80 euros to 134,120,048.00 euros, issuing 15,240,914 new shares, with a nominal value of 0.80 euros each, as communicated to the market in due course. Additionally, the aforementioned capital increase resulted in cash inflows of a total amount of 15,240,914 euros, thus determining an issue premium of 3,048,183 euros, a value that made it possible to reach an accumulated amount of 24,280,229 euros of issue premiums. Costs were also reported for the entire capital increase process with legal and financial advice, among others, in the amount of approximately 833,000 euros, which were deducted from the amount of the capital increase.

On 31st of December 2024, the Company held 110 company shares in its portfolio, valued at the price of 0.80 euros each. The premium paid per share was 1.687 euros. The total amount paid for share acquisition was 1,854 euros and this was deducted from equity.

Additionally, as of 31st of December 2024 supplementary payments were made by the shareholder Visabeira Indústria, SGPS, SA in the amount of 38,181,653.20 euros. These supplementary payments are not able to be reimbursed while this operation reduces its own Company capital to a value lower than the sum of the social capital and its legal reserve.

In June 2024, the company CR7, S.A., owned by footballer Cristiano Ronaldo, acquired a 10% share in Vista Alegre Atlantis SGPS to Visabeira Indústria.

In September 2024, the General Meeting decided to use share premiums totalling 25,112,774.14 euros to cover negative retained earnings.

19. Reserves and retained earnings

The movement occurred in the items of "Reserves and retained earnings" in the periods ended in 31st of December 2024 and 2023 was the following:

	Retained Earnings	Re-evaluation of lands and buildings	Other reserves	Total
Balance on the 1st of January 2023	-178 611	31 330	18 720	-128 560
Result of the previous year	5 334	0	0	5 334
Reclassification of fixed asset revaluation surpluses	1 637	-1 637	0	0
Change in fair value of tangible fixed assets (deferred tax)	0	872	0	872
Amounts that will be reclassified later in results				
Other comprehensive income for the financial year	-533	0	0	-533
Balance on the 31st of December 2023	-172 173	30 565	18 720	-122 887
Result of the previous year	6 535	0	0	6 535
Reclassification of fixed asset revaluation surpluses	875	-875	0	0
Change in fair value of tangible fixed assets (deferred tax)	0	2 420	0	2 420
Amounts that will be reclassified later in results				
Other comprehensive income for the financial year	-1 091	0	0	-1 091
Use of share issue premiums	25 113	0	0	25 113
Acquisitions, asset disposals and capital increases	1 735	0	0	1 735
Balance on the 31st of December 2024	-139 006	32 110	18 720	-88 175

“Comprehensive income for the year” in 2024 essentially includes the effects of actuarial gains and losses associated with retirement benefits, the effect of the revaluation of fixed assets for the financial year and the currency translation reserve.

The property revaluation reserve comes from the revaluation of land and buildings. When revalued land or buildings are sold, the portion of the revaluation reserve is transferred directly to retained earnings. The amounts of other comprehensive income included in the property revaluation reserve will not subsequently be reclassified as profit or loss.

20. Non-controlling interests

On the 31st of December 2024 and 2023, this heading was as follows:

	% of minority interests		Book value		Attributed results		Main shareholders
	2024	2023	2024	2023	2024	2023	
Shree Sharda Vista Alegre Private Limited	50.00%	50.00%	5	5	0	0	Shree Sharda (50%)
Vista Alegre España, S.A.	30.00%	0.00%	-798	0	99	0	CR7, S.A. (30%)
Faianças Artísticas Bordalo Pinheiro, S.A	13.86%	13.86%	1 913	1 624	374	290	Bordalo Pinheiro - Holding, Lda (3,26%) SERSAU - Soc. Inv. Venda Urbanizações (2,79%) Sara Maria F. Vera Jardim Silva (2,73%)
VAA Brasil – Comércio, Importação e Exportação S.A.	1.97%	1.97%	31	32	3	15	Mentor - Serviços Administrativos (1,97%)
Vista Alegre Atlantis Moçambique, Lda.	1.00%	1.00%	3	2	0	1	Mercury Moz (1%)
Total			1 153	1 663	476	306	

During 2024, VAA - Vista Alegre Atlantis SGPS, S.A. sold 30% of the share capital of Vista Alegre España to CR7, S.A., as previously described in note 5, representing the main reduction in the non-controlling interests heading.

Bordalo Pinheiro also distributed dividends totalling 139 thousand euros to minority interests.

21. Loans obtained

Debts to credit institutions were as follows on the 31st of December 2024 and 2023:

	31-12-2024	31-12-2023
Non-current liabilities		
Bank loans	8 155	13 821
Unpaid loans / subsidies	1 195	2 214
Bond loans	58 284	0
	67 634	16 035
Current Liabilities		
Unpaid loans / subsidies	1 038	2 324
Bank loans	9 170	9 137
Bond loans	0	47 261
	10 208	58 722
	77 842	74 757

The factoring and confirming operations (classified as reverse factoring agreements) with financial institutions are presented under 'Accounts payable and other', as such the respective balance is presented in Note 23. During the financial year ending on the 31st of December 2023, the balances in question were presented as financing obtained, having been reclassified to 'Accounts payable and other' during this financial year.

Entity	Typology	Value of debt	2025	2026	2027	> 2027
Entity	Typology	Value of debt	Until 12 months	From 12 to 24 months	From 24 to 36 months	≥ 36 months
Various	Current account	495	495	0	0	0
Various	Bondholder	58 284	0	0	0	58 284
Various	Mutual / Loans	16 830	8 675	4 001	1 476	2 679
	Bank loans	75 609	9 170	4 001	1 476	60 962
AICEP *	Repayable subsidies	2 233	1 038	1 195	0	0
	Unpaid loans / subsidies	2 233	1 038	1 195	0	0
Overall Total	Overall Total	77 842	10 208	5 196	1 476	60 962

*AICEP – Agência para o Investimento e Comércio Externo de Portugal

The main guarantees and conditions of the agreements with the banks are described below. Moreover, the maturity schedule of bank loans and loans from other entities can be summarised as follows:

The Group's main financings include:

Bond loan: public offer for subscription and admission to trading on the Euronext Lisbon regulated market, managed by Euronext Lisbon - Sociedade Gestora de Mercados Regulamentados, S.A.

(‘Euronext’), of 120,000 bonds with a nominal unit value of €500 and a total value of €60,000,000, to be issued by Vista Alegre on the 20th of May 2024, with a repayment date on the 20th of May 2029, representing the bond loan called ‘Obrigações Vista Alegre 2024-2029’ (‘Obrigações Vista Alegre 2029’ [Vista Alegre Bonds 2029]).

Novo Banco, SA: Funding of a maximum amount of 6.5 million euros, repaid in 20 consecutive and equal quarterly instalments of capital and interest, maturing in September 2024, with a pledge of the equipment and a reduction in the proportion of the receivable of the reimbursable incentive. The amount outstanding on the 31st of December 2024 was 910 thousand euros. Also in this financing, a legal moratorium was applied in the last 3 quarterly instalments of 2020 and on the first 3 quarterly instalments of 2021. The full maturity of financing was extended to March 2026.

COVID-19 Lines: In March 2021, 2 new loans were contracted with the **bank Económico Montepio Geral, - Covid 19- Empresas Exportadoras na Indústria e Turismo** [Covid 19 Economy Support Line - Exporting Companies in Industry and Tourism] in the total amount of 3.2 million euros with reimbursement in monthly instalments, with a grace period of capital during the first 12 months and maturity in February 2027. The amount outstanding on the 31st of December 2024 was 1 million euros.

Also within the scope of the “COVID SPECIFIC LINE 19 - SUPPORT FOR MEDIUM-SIZED COMPANIES, SMALL MID CAPS AND MID CAPS”, to support treasury needs, loans were contracted with *EUROBIC* and *Banco Santander Totta* in the amount of 1 million euros and 1.5 million euros respectively, for a period of 72 months and 12 months of deferral and with a guarantee provided by *SPGM - Sociedade Portuguesa de Garantia Mútua* in favour of the bank in 80% of the outstanding capital at each moment. The amount owed on the 31st of December 2024 at *EUROBIC* and at *Banco Santander Totta* amounted to 431 thousand euros and 639 thousand euros, respectively.

Under *Covid 19 - Empresas Exportadoras na Indústria e Turismo* [Covid 19 Economy Support Line - Exporting Companies in Industry and Tourism], loans were contracted with *EUROBIC* in 2021 in the amount of 2 million euros with repayment in monthly instalments, with a capital grace period in the first 12 months and maturity in April 2027, with *Banco Santander Totta* in the amount of 1.1 million euros maturing in February 2027, with *BPI* in the amount of 2 million euros and with *Caixa Geral de Depósitos* in the amount of 1.1 million euros. The amount owed on the 31st of December 2024 at *EUROBIC*, *Banco Santander Totta*, *BPI* and *CGD* amounted to 690 thousand euros, 374 thousand euros, 767 thousand euros and 400 thousand euros, respectively. Regarding the financings contracted under *Covid 19- Empresas Exportadoras na Indústria e Turismo* [Covid 19 Economy Support Line – Exporting Companies in Industry and Tourism], if the company keeps all job positions, compared to those verified in the last pay sheet delivered to the Social Security, for at least 12 months from the hiring date, convert up to 20% of the amount into a financed non-refundable amount. In Vista Alegre Group, the maximum associated value was set at around 1.4 million, which has already been converted in full.

Caixa Geral de Depósitos: 2 Loans in the total amount of 2.3 million euros contracted in July 2020, supported by the InnovFi guarantee with financial support from the European Union under the

financial instruments of 2020 (FEI lines), for an overall term of 72 months, including 12 months of use, 6 months of deferral and 54 months of amortisation. The amount outstanding on the 31st of December 2024 was 1.2 million euros.

Three new loans were also taken in 2022 under the Production Support Line in the total amount of 7.5 million euros for 96 months, with a capital shortage in the first 12 months and with a guarantee provided by *SPGM – Sociedade Portuguesa de Garantia Mútua* in favour of the bank in 70% of the outstanding capital at any given time. The amount outstanding on the 31st of December 2024 was 5.9 million euros.

Caixa de Crédito Agrícola Mútuo: loan with a guarantee and pledge in the amount of 3 million euros for 60 months, with the capital to be repaid in quarterly instalments of principal and interest, maturing in May 2026. The amount outstanding on the 31st of December 2024 was 900 thousand euros.

Banco do Brasil: new financing was contracted in 2024 in the amount of 3 million euros intended to reinforce treasury, to be repaid in a single payment on the due date, on the 21st of November 2025.

Agência para o Investimento e Comércio Externo de Portugal, EPE: Total financing to the amount of 20.1 million euros. The date for the first repayment corresponds to clause 11 of the investment contract, according to which: "The repayable incentive is granted for a total term of 8 years, which includes a grace period of 2 years. This term begins: (i) on the date on which the first payment of the Refundable Incentive is settled; or (ii) from the end of the financial year following the entry into force of this contract; whichever comes first." The amount outstanding on the 31st of December 2024 was 2.3 million euros.

IKEA Supply AG: A loan of 2.5 million euros, for the financing of equipment under the innovation and expansion project of the Ria Stone factory production capacity, made available in phases between 08-03-2018 and 11-10-2018. The date of the last repayment will take place on 20-04-2025, including the respective interest. The amount outstanding on the 31st of December 2024 was 600 thousand euros.

VAA Group has access to available lines of investment support under the *Portugal 2020* community funds projects, in the form of reimbursed incentive, totalling 20.6 million euros, having been used 20.4 million euros.

The Group also has lines of other debt instruments for treasury support as factoring, discounting on export shipments and payment to suppliers in the amount of 40.5 million euros, of which around 10 million euros had been used as at the 31st of December 2024 (around 10.7 million euros as of the 31st of December 2023), of which 5.9 million euros (6.9 million euros on the 31st of December 2023) are classified as financial debt (the remaining amount relating to confirming is classified as 'Accounts payable and other' - Note 23).

(1) The guarantees and other conditions for the loans negotiated related to the tableware business segment (and related to Ria Stone, S.A. subsidiary) are as follows:

AICEP – Agência para o Investimento e Comércio Externo de Portugal, EPE:

Guarantees:

The company undertakes to present a bank guarantee, under the terms and conditions stipulated in the Payment Standard applicable to Projects approved under the NSRF Incentive Systems.

Non-compliance:

Failure to comply with obligations or any breach of the obligations set forth in the investment contract shall be assessed by the *Tribunal Arbitral*.

The liability of the shareholders shall be proportional to their respective shares in the Company's share capital at the date of the non-compliance and shall continue for the term of the contract even in the event of bankruptcy, merger or dissolution of the Company.

IKEA Supply AG:

Guarantees:

The company is obliged to present until 31-01-2015 a mortgage, in favour of IKEA, of equipment belonging to Ria Stone already defined in the loan agreement. It was filed within the stipulated date.

As part of the financing granted in 2018 by *IKEA Supply AG* for the implementation and expansion of the plant, Ria Stone pledged equipment, as defined in the respective loan contracts.

Non-compliance:

Failure to comply with the obligations stipulated in the contract implies the immediate payment of the amounts due at the date, plus interest and other expenses, without any prior notice from IKEA.

Commitments (Other):

VAA - Vista Alegre Atlantis SGPS, S.A. undertakes, as stipulated in the Bond Loan agreement, to comply with certain financial conditions, namely that the Net Debt¹ / EBITDA² ratio does not exceed 4x (referring to the 31st of December 2024, 2025, 2026, 2027 or 2028), and that in the event of exceeding this limit, such overrun is not remedied within 90 days from the date of approval of the audited annual reports and accounts, or from the end of the legally prescribed period for such approval - depending on whether or not such reports and accounts have been approved and disclosed within the legally prescribed period, as applicable.

¹ Net Debt = Financing obtained + Supplier payment agreement + Factoring and discounting of export shipments + Lease liabilities - Cash and cash equivalents

² EBITDA = Operating income – Amortisation and depreciation - Impairments - Provisions for the financial year - Impairment of assets depreciation

In this regard, and in accordance with the commitment to publish the Net Debt / EBITDA ratio in the Annual Report, the calculation of this ratio with reference to the 31st of December 2024 is presented below:

	31-12-2024
Operating Income	12 853
Amortisations in the financial year	14 726
Impairments	-90
Provisions for the financial year	0
Impairment of depreciable tangible fixed assets	-84
EBITDA²	27 405
Loans obtained	77 842
Book value of other creditors that are part of a supplier financing agreement	2 650
Factoring and discounting of export shipments	3 345
Lease liabilities	10 992
Gross Debt	94 828
Availabilities	-11 810
Net debt¹	83 018
Net debt / EBITDA	3.03x

The Group, on the 31st of December 2024, was thus in compliance with the covenants associated with the agreement linked to the bond loan. There are no other covenants applicable to the Group, arising from its financing agreements or otherwise.

22. Lease liabilities

The changes occurred in the financial years ended on the 31st of December 2024 and 2023 in the amount of lease liabilities, was as follows:

2024	
Liabilities	
Opening balance on the 1 st of January 2024	7 435
Renewal / new contracts of the exercise	6 596
Payments made in the financial year	-3 489
Financial cost of the year (note 31)	449
Final balance on the 31st of December 2024	10 992

2023	
Liabilities	
Opening balance on the 1 st of January 2023	7 203
Renewal / new contracts of the exercise	2 918
Payments made in the financial year	-3 088
Financial cost of the year (note 31)	402
Final balance on the 31st of December 2023	7 435

At the date of the consolidated statement of financial position, lease liabilities were due as follows:

On the 31 st of December 2024	Value of debt	Until 12 months	From 12 to 24 months	From 24 to 36 months	≥ 36 months
Lease liabilities	10 992	2 815	2 076	1 874	4 227
Total	10 992	2 815	2 076	1 874	4 227

On the 31st of December 2023 lease liabilities matured as follows:

On the 31 st of December 2023	Value of debt	Until 12 months	From 12 to 24 months	From 24 to 36 months	≥ 36 months
Lease liabilities	7 435	2 383	1 477	1 085	2 489
Total	7 435	2 383	1 477	1 085	2 489

23. Accounts payable and other debts

On the 31st of December 2024 and 2023, the item “Accounts payable and other debts” had the following composition:

	31-12-2024	31-12-2023
Suppliers	18 074	19 304
Creditors and accrued expenses	32 059	29 629
Total	50 133	48 933

The item “Suppliers” present itself on the 31st of December 2024 and 2023 as shown in the following:

	31-12-2024	31-12-2023
Current account suppliers	17 907	18 841
Suppliers invoices receivable and checking	167	463
Total	18 074	19 304

On the 31st of December 2024 and 2023, the remaining contractual maturity of the balances recorded under the headings "Suppliers" was as follows:

	Months after the maturity date				Total Overdue	Total	
	0 - 6	6 - 12	12-18	> 18		Not yet overdue	TOTAL
2023	7 533	1 473	184	824	10 013	9 291	19 304
2024	7 908	911	576	919	10 314	7 759	18 073

The item "Creditors and accrued expenses" present itself as shown in the following table:

	31-12-2024	31-12-2023
Accrued expenses (Note 7)	11 010	11 631
Confirming	6 630	6 072
Express Bill	24	383
Factoring	134	541
Export consignments	3 211	3 250
Investment suppliers	4 732	3 197
Related parties - RETGS (Note 36)	4 382	3 159
Other creditors (Note 7)	1 275	866
Advances from clients	660	530
	32 059	29 629

The company has established a supplier financing arrangement that is offered to its major suppliers. Participation in the agreement is their own choice.

Suppliers participating in the supplier financing agreement generally receive payment on the agreed date. However, the company may send payment proposals before the due date, allowing in these cases, the supplier to receive payment in advance. In both scenarios, the associated financial costs are borne by the company.

In order for the financing provider to pay invoices, the goods must be received or supplied, and the invoices must be approved by the company. Payments to suppliers are processed by the financial partner. Payment terms with suppliers were not renegotiated along with the agreement. The Group provides a guarantee to the financial partner. All trade payables subject to the supplier financing arrangement are included under the headings "Confirming", "Express Bill", "Factoring" and "Export shipment" in the consolidated statements of financial position in accordance with the table:

	31-12-2024	31-12-2023
Book value of liabilities		
Book value of other creditors relating to trade payables that are part of a supplier financing agreement	4 004	3 745
- from which suppliers have received payment	4 004	3 745
Book value of other creditors that are part of a supplier financing agreement	2 650	2 635
- from which suppliers have received payment	2 650	2 635
Range of payment due dates		
Liabilities forming part of the agreement	259 days (average)	264 days (average)
Comparable trade payables	70 days (average)	69 days (average)
Non-flow changes		
There were no significant non-monetary changes in the carrying amount of trade payables included in the Group's supplier financing agreement.		
The item "Accrued expenses" on the 31 st of December 2024 and 2023 present itself as shown in the following table:		
	31-12-2024	31-12-2023
Staff costs	8 212	8 878
Energy	748	536
Interest payable	422	1 084
Investment	384	8
Royalties	302	362
Rappel	155	163
Others	787	600
	11 010	11 631

24. Provisions

24.1 Provisions

The information related to provisions, on 31st of December 2024 and 2023, can be summarised as follows:

	31-12-2024	31-12-2023
Initial balance on the 1st of January	90	208
Reversals	0	-208
Provision for other risks and charges	0	90
Final balance	90	90

In April 2021, the (single expert evidence) expert report of presented by the entity "Santa Clara Cerâmicas" against Vista Alegre Group case was completed, and this report was unfavourable to the Vista Alegre Group's claims - in this legal process - a compensation for losses is claimed by the counter party amounting to 2.3 million euros. A second expert opinion was requested and accepted by the Court (this time joint expert evidence, with three experts).

It should also be noted that, as of the 31st of December 2022, a provision in the amount of 208 thousand euros was created based on the opinion of legal advisors and the conviction of the Vista Alegre Group Board of Directors.

At the end of 2023, the shares of the entity "Santa Clara Cerâmicas" (entity which acts as plaintiff in the aforementioned legal process), were auctioned and were purchased by Grupo Visabeira. With the appointment of the new administration of said entity by Grupo Visabeira, the termination of the legal process will be achieved by withdrawing the compensation claim made by "Santa Clara Cerâmicas". Thus, Vista Alegre reversed the provision, as no impacts were estimated on its accounts.

In 2024, a provision of 90 thousand euros is maintained for contingencies relating to the supply of goods.

24.2 Provision for pensions

The VAA Group has a number of defined benefit pension plans in place, some of which are borne by the Pension Funds specially constituted and managed by the actuarial society (*Futuro- Sociedade Gestora de Fundos de Pensões, S.A.*) and others are borne by the Group itself ("*Plano de benefícios definido – sem Fundo*").

Borne by the *Futuro- Sociedade Gestora de Fundos de Pensões, S.A.* are two funds:

- One ("Former Atlantis"), called *Adesão Coletiva Atlantis*, has an indeterminate duration. All employees of Vista Alegre Atlantis, SA, from Former Atlantis – Cristais de Alcobaça, S.A, working for the subsidiary's until the 31st of December 2013, and who meet the requirements of eligibility provided for in the Pension Plan, which is to say all participants who are 65 years old, and who have worked at least ten years for the subsidiary, are entitled to a supplementary old-age pension calculated in accordance with the Pension Plan.

This fund is financed by the Viva Pension Fund.

- Other ("Former Vista Alegre" and "Vista Alegre Group"), called the *Fundo de Pensões Vista Alegre Group*, also of indefinite duration, which includes the employees of Vista Alegre Atlantis SA, from the former Fábrica de Porcelana da Vista Alegre, S.A. and from Vista Alegre Group-Vista Alegre Participações SA. who have signed an individual employment agreement before the 20th of December 1976 and that are covered by the Collective Agreement for the Ceramic Industry.

The main features of the Pension Plan in terms of defined benefits are as follows:

- i) The pension plan is complementary to the public Social Security plans, independent of the pensions awarded by the Social;
- ii) The pension plan provides for the existence of acquired rights;
- iii) Payment of benefits is made directly by the Pension Fund;
- iv) The Former Atlantis Pensions Fund is made up of 155 people with an average age of 54.4 years.

Vista Alegre Group's pension fund is financed by the Vista Alegre Group Pension Fund.

The responsibilities of the Group on the 31st of December 2024 and 2023 are the following:

	31-12-2024	31-12-2023
<i>"Plano de benefícios definidos - sem Fundo"</i>	2 458	2 407
 <i>"Plano de benefícios definidos - sem Fundo"</i>		
Former Vista Alegre		
Responsibilities for previous services	-1 140	-1 178
Market value of the fund	446	684
	-694	-495
Former Atlantis		
Responsibilities for previous services	-157	-191
Market value of the fund	285	285
	128	94
 Excess/(deficit)	-566	-401

On the 31st of December 2024, the excess of the fair value of the Fund's assets compared to actuarial liabilities, in the amount of 566 thousand euros, is recorded in "Provisions for retirement pensions".

The actuarial study carried out by the independent specialised actuary - Futuro, Pension Fund Management Company, S.A. is based on the following assumptions and theoretical bases:

	31-12-2024	31-12-2023
Discount rate	3.00% / 3.40%*	3.35% / 3.50%*
Salary growth rate	1.00%	1.00%
Pension's growth rate	0.25%	0.25%
Mortality tables	TV 88/90	TV 88/90
Disability tables	EKV 80	EKV 80
Retirement age (men and women)	66	66

* The Former Vista Alegre rate is 3.00% and the Former Atlantis rate is 3.40%.

Market risk

Market Risk results from the level of volatility of financial instrument market prices. Risk exposure is measured by applying shocks to share prices, interest rates, real estate prices and exchange rates.

Credit risk

In terms of credit risk also takes into account the entities with which risk mitigation contracts are signed and the issuers of financial assets exposed to credit risk that were not included in the spread risk sub-module, in this case the position in Deposits (Demand and Term Deposits).

Liquidity Risk

In order to analyse the ability to convert the assets in the portfolio into cash, to meet obligations assumed at the time of maturity, or to be able to, before maturity, market a certain asset at a reasonable price (e.g. market value) tests are carried out on the predominant asset classes in the portfolio (shares and bonds).

The evolution of responsibilities with plans to retirement complement was the following:

2024	without Fund	with	with	Total
		Fund (VA)	Fund (Atlantis)	
Responsibilities for previous services – 1st January 2024	2 407	1 178	191	3 776
Current service cost	0	0	3	3
Interest cost	-3.45	39	7	43
Pensions paid (without fund)	-313	0	0	-313
Reinforcements of provisions (without Fund)	0	0	0	0
Anticipated benefits (with fund) (comprehensive income)	0	-242	-17	-259
Change in assumptions (comprehensive income)	365	17.4	1.650	384
Actuarial losses/gains (comprehensive income)	2	147	-28	122
Responsibilities for previous services – 31st of December 2024	2 458	1 140	157	3 755

2023	without	with	with	Total
	Fund	Fund (VA)	Fund (Atlantis)	
Responsibilities for previous services – 1st of January 2023	2 458	1 197	197	3 851
Current service cost	0	0	3	3
Interest cost	13	47	8	68
Pensions paid (without fund)	-274	0	0	-274
Reinforcements of provisions (without Fund)	0	0	0	0
Anticipated benefits (with fund) (comprehensive income)	0	-239	-19	-258
Change in assumptions (comprehensive income)	169	31	12	212
Actuarial losses/gains (comprehensive income)	42	142	-9	175
Responsibilities for previous services – 31st of December 2023	2 407	1 178	191	3 776

On December 2014, the Supreme Court condemned VAA – Vista Alegre Atlantis SGPS, S.A. to pay a complementation of the life retirement pension to a former administrator, in the total annual amount of 230,923.38 euros, to pay in 12 monthly instalments in the amount of 19,243.62 euros each, updatable annually according to the official inflation index, having already been paid the amounts due until February 2018, in accordance with the settlement concluded between the parties.

From February 2018 (date from which the former administrator became retired), considering the analysis and position of the Vista Alegre Group legal advisors, the amount of the complementation of the retirement pension assigned to the former administrator was reduced (from 20.8 thousand euros to 7.5 thousand euros) under certain legal provisions, in particular the provision which prohibits commercial companies the award of pensions to an administrator higher than the high remuneration of the administrator with executive functions.

As a result of that reduction in the payment of the pension supplement during the 2018 financial year, and during 2019, 2020, 2021 and 2022, was delivered by the former administrator, an executive application related to the payment of the difference between the amount that the Vista Alegre Atlantis SGPS, S.A. was ordered to pay and the amount effectively paid from February 2018, having the company presented an appeal to court decision. A security deposit was also set up to meet the executive requirements mentioned above.

During the first semester of 2022, the *Supremo Tribunal de Justiça* issued a decision unfavourable to VAA Group, ordered to pay the pension requested by the Former Director. A payment of 675 thousand euros referring to the difference between the amount that VAA Group paid monthly and what it was ordered to pay until May 2022, plus default interest in the amount of 192 thousand euros.

Taking into account the court decision, the retirement pension payable by Vista Alegre is now 18 thousand euros and the Company has reinforced the provision associated with that retirement pension complement, with effect from the 31st of December 2024, to the amount of 2.2 million

euros (2.1 million euros on the 31st of December 2023) based on assumptions equivalent to those used in the Group's other pension funds.

The assets of the funds intended to finance retirement pension liabilities have evolved as follows:

	with Fund (VA)	with Fund (Atlantis)	Total
Amount - 1st of January 2023	891	278	1 169
Expected return	35	12	47
Gains/losses on income (comprehensive income)	3	12	15
Pensions paid (comprehensive income)	-245	-17	-262
Amount - 31st of December 2023	684	285	969
Expected return	23	10	33
Gains/losses on income (comprehensive income)	-14	6	-8
Pensions paid (comprehensive income)	-247	-15	-262
Amount - 31st of December 2024	446	286	732

Actuarial gains and losses result essentially from changes in actuarial assumptions and differences between these assumptions and actual data, and are recognised directly in Shareholders' equity and presented in the consolidated statement of comprehensive income.

The table below summarises the composition of the net cost of retirement pensions in the years ended on the 31st of December 2024 and 2023 recognised in the consolidated statement of income in personnel expenses:

	Without fund		With fund	
	dec/24	dec/23	dec/24	dec/23
Current service cost	0	0	3	3
Interest cost	-3	13	46	55
Expected return	0	0	-33	-47
Net cost	-3	13	16	11

According to the funding scenario required by the *ASF – Autoridade de Supervisão de Seguros e Fundos de Pensões*, during the past two years was as follows:

VA Pensions Fund

	2024	2023
(1) Responsibilities for previous services	1 140	1 178
(2) Value of the fund	446	684
(3) Financing Surplus/(Deficit) (2)-(1)	-694	-495
(4) Financing level (2)/(1)	39%	58%

Former Atlantis Pensions Fund

	2024	2023
(1) Responsibilities for previous services	157	191
(2) Value of the fund	285	285
(3) Financing Surplus/(Deficit) (2)-(1)	128	94
(4) Financing level (2)/(1)	182%	149%

In 2024, the minimum funding level required by the *ASF – Autoridade de Supervisão de Seguros e Fundos de Pensões*, during the past two years was as follows:

	Pensions Fund	Pensions Fund
	VAA	Former Atlantis
(1) Responsibilities for previous services	1 113	149
(2) Value of the fund	446	285
(3) Financing Surplus/(Deficit) (2)-(1)	-667	137
(4) Financing level (2)/(1)	40%	192%

The composition of the Fund's portfolio and the statistics of the population covered had the following decomposition:

VA Pensions Fund

	31-12-2024	31-12-2023
Fixed-rate bonds	50.0%	42.6%
Floating rate bonds	32.3%	40.6%
Shares	13.7%	15.3%
Liquidity	4.1%	1.6%
Real Estate	0.0%	0.0%

Former Atlantis Pensions Fund

(Collective membership to the Open pension Fund *BPI Valorização*)

	31-12-2024	31-12-2023
Fixed-rate bonds	31.9%	24.9%
Floating rate bonds	23.2%	30.0%
Shares	38.1%	37.2%
Liquidity	2.7%	3.8%
Real Estate	3.5%	3.5%

	31-12-2024	31-12-2023
VA Pensions Fund		
Number of employees	0	0
Number of retired persons	24	25
Former Atlantis Pensions Fund		
Number of employees	155	155
Number of retired persons	14	17
Pensions' payable by the Company		
Number of employees	0	0
Number of retired persons	2	2

Sensitivity of the VA fund's liability to changes in actuarial and financial assumptions:

Sensitivity analysis	Increase	Decrease	
Discount rate	(0.25 pp)	-13	13
Salary growth rate	(0.25 pp)	0	0
Pension growth rate	(0.25 pp)	13	-13
Mortality	(-1%)	-67	72

Sensitivity of the former Atlantis fund's liability to changes in actuarial and financial assumptions:

Sensitivity analysis	Increase	Decrease	
Discount rate	(0.25 pp)	-4	4
Salary growth rate	(0.25 pp)	1	-1
Pension growth rate	(0.25 pp)	4	-3
Mortality	(-1%)	-6	6

25. State and other public entities

On the 31st of December 2024 and 2023, the composition in the item "State and other public entities" was as follows:

	31-12-2024		31-12-2023	
	Assets	Liabilities	Assets	Liabilities
Income tax	144	104	102	296
Withholding of income tax	0	2	0	10
Taxes on commercial transactions*	957	1 505	1 306	788
Social security contributions	0	1 334	0	1 434
Total	1 101	2 945	1 408	2 528

* VAT, ICMS, PIS, COFINS and IPI.

26. Subsidies

The main information about the investment subsidies allocated to the Group on 31st of December 2024 is as follows:

	2024			2023		
	Current	Non-current	Total	Current	Non-current	Total
Stoneware Project (Ria Stone)	617	3 618	4 235	647	3 721	4 368
FLEX 360 Project (Vista Alegre, S.A.)	0	1 489	1 489	0	662	662
Porcelain Project (Vista Alegre, S.A.)	198	1 423	1 621	203	1 621	1 824
CerexCor & CristalLux Project (Vista Alegre S.A.)	241	1 548	1 789	247	1 789	2 036
Cerutil Projeco (Cerutil)	69	756	824	63	619	683
Bordalo Pinheiro Project (Bordalo Pinheiro)	125	1 134	1 259	125	1 259	1 383
Decarbonisation projects	0	2 296	2 296	0	2 268	2 268
Recovery and Resilience Plan agendas	0	2 273	2 273	0	1 769	1 769
	1 249	14 535	15 785	1 285	13 709	14 994

	31-12-2023	Reinforcement	Amortisation (Note 30)	31-12-2024
Investment subsidies				
Stoneware Project (Ria Stone)	4 368	-28	-647	3 693
FLEX 360 Project (Vista Alegre, S.A.)	662	826	0	1 489
Porcelain Project (Vista Alegre, S.A.)	1 824	0	-203	1 621
CerexCor & CristalLux Project (Vista Alegre S.A.)	2 036	0	-247	1 789
Cerutil Projeco (Cerutil)	683	5	-63	624
Bordalo Pinheiro Project (Bordalo Pinheiro)	1 383	0	-125	1 259
Decarbonisation projects	2 268	221	0	2 489
Recovery and Resilience Plan agendas	1 769	1 053	0	2 822
	14 994	5 331	-1 285	15 785

During the 2023 financial year, Grupo VAA converted the financing component of the Cerutil project into a non-refundable subsidy worth 726 thousand euros. During that year, VAA SA was awarded €2,476,646.43 in the CerexCor & CristalLux project, which covered two of its largest factories - Porcelain in Ílhavo and Cristal in Alcobaça. These subsidies recognise the innovative nature of these projects and the compliance with contractually fixed metrics, established within the scope of results of these two projects.

It is also important to mention the increase in subsidies related to the Recovery and Resilience Plan Agendas and Decarbonisation Projects, which are currently under way. The amounts received correspond to financing of expenses already incurred. No income was recognised in the 2024 financial year associated with these subsidies.

A brief description of each project is given below:

Ria Stone and DecorRIA / Ria I and Ria II.

Initial project of strategic national interest - Ria Stone - manufacturer of stoneware tableware using innovative single-firing processes based on strong automation. This project started in 2012, when the subsidiary Ria Stone was created. In 2019, a second project was developed to expand the factory and consequently increase production capacity. It should be noted that Ria Stone's client is IKEA,

which exports Ria Stone pieces to all its shops worldwide, so the company's internationalisation rate is very high.

FLEX 360 Project

From 2021 and 2023, the Vista Alegre Atlantis S.A. stoneware factory, located in Aveiro, also called Cerexport, developed a production innovation project aiming at increasing the factory's existing installed capacity, as well as providing it with a more flexible production process and efficient technology, which already exists worldwide in this ceramic sector. As a result, this has allowed for simultaneous production of ovenware and tableware in stoneware. The project involved a global investment of around 11 million euros in technologically advanced equipment, which, properly interconnected with each other through greater automation (industries 4.0) allows for producing innovative, differentiated and greener products (more ecologically sustainable) in a very efficient and flexible way. Upon completion, it was found that the factory now has an increase in production capacity to over 30% of the capacity installed during the pre-project year, with production processes being more flexible and efficient. This project is already contributing to the factory's competitiveness.

Porcelain

Various innovation projects have taken place in the various EU frameworks (QCIII, QREN, PT2020) in the porcelain segment, with a view to modernising the factory, fostered by innovation in production processes, with changes in various manufacturing sections (presses, firing, decaling, decoration, storage), in particular the purpose of a new kiln for firing hollow pieces, which in turn have made it possible to develop an innovative, technically better and more resistant porcelain product. The projects aimed at recognising and reinforcing the presence of the Vista Alegre brand at an international level.

CerexCor & CristalLux

From 2016 to 2019, a two front innovation project, one regarding the Stoneware Oven to tableware (at the Aveiro factory) and another regarding Crystal (at the Alcobaça factory). The first aiming at diversifying the production by process innovation introducing coloured pastes in the manufacturing process to create better quality product, and the latter aiming at changing fundamental Crystal manufacturing processes, for innovative processes, with unique moulding (single pass).

Cerutil

Productive innovation project in PT2020, within the stoneware segment, for innovative products, achievable with the significant change of the production processes. This project promoted the increase of the capacity of Cerutil factory in more than 30%, with intervention in the use and introduction of pastes in the production, foreseeing the reuse of the chips that until then were considered as a manufacturing process waste. Likewise, the other stages of production (pressing, placing in the kiln, etc.) were subject to changes for a more efficient layout, so that the company can

achieve an innovative product with complex geometries, introducing non-stick characteristics, therefore becoming very competitive and differentiating.

Bordalo Pinheiro

Innovation project in PT2020, in the Earthenware segment increasing the capacity by introducing new tailored equipment, designed together with the suppliers, mainly to respond to the needs and features of the sector. The project provided for process innovation, aiming at more energy-efficient processes that reduce manufacturing costs and optimise production, improving the quality of the pieces, with a complete change of the existing factory, including its extension to a new production layout with the installation of recent and technologically advanced equipment. With this project, Bordalo achieved a higher turnover and new international markets, increasing its levels of competitiveness.

Recovery and Resilience Plan agendas

More recently, in 2022, Vista Alegre Group joined in a consortium application with other entities related to the ceramics industry, i.e. players throughout the sector's value chain, forming the Green Agenda called 'EcoCerâmica e Cristalaria de Portugal (ECP)'. The consortium is comprised of 30 companies, which include sectoral associations, scientific and technological system entities (ENESI), and business entities. Companies involved in the project include Vista Alegre Atlantis S.A., Cerutil, Faianças Artísticas Bordalo Pinheiro, Ria Stone, companies which are part of the Vista Alegre Group.

The project has therefore resulted in an innovation pact with an Agenda that was approved under the PRR (Recovery and Resilience Plan) and is based on six strategic pillars, namely: energy transition, decarbonisation, circularity, digital transition, training, promotion and dissemination. The ECP aims to increase the competitiveness of national ceramics and glassware based on innovation factors and is expected to last until the end of 2025.

It is noteworthy, however, that the project's leading entity is Vista Alegre Atlantis, S.A., which undertakes the role of leading and coordinating the entire consortium, ensuring that the project's aims are met.

Thus, the Vista Alegre Group companies involved in the project undertake investments in R&DT and Productive Innovation activities, using specialised technicians who, with hours of research and development, create new processes and define new equipment. Purchasing new equipment is also expected to contribute to the project's aims.

At the moment, the project is at a final phase of its completion, with good collaboration from all parties.

At the same time, Vista Alegre Atlantis S.A. (VAA) further integrates 4 PRR Agendas – *Projeto INOV.AM - Inovação em Fabricação Aditiva, NGS Project - New Generation Storage* and the *PRODUTECH R3 - Recuperação-Resiliência-Reindustrialização* project. All these projects solely undertake investments of the R&DT type, which is to say, supporting costs for human resources, instruments and equipment, as well as for raw materials and materials. These three aforementioned

agendas aim to transform the industry through the creation of new knowledge promoting decarbonisation processes, and greater sustainability in the VAA Group's production processes, whether through the use of new technologies and automation processes or the circularity of materials.

Decarbonisation Projects

In addition to the Green Agendas, the Vista Alegre Group companies are also integrated into the PRR with Industry Decarbonisation projects applied for in two stages in 2022 and 2023, which were approved by IAPMEI.

These individual projects are being developed by the companies Vista Alegre Atlantis, S.A. (including its three production plants), Cerutil, Ria Stone and Bordalo Pinheiro.

These projects are based on the Decarbonisation of Production Processes of the Vista Alegre Group factories. This will only be possible by purchasing new equipment which will allow for reducing consumption using low carbon technologies, greater energy efficiency and renewable energy. The main purpose of these projects is based on the contribution of Vista Alegre factories to achieving greater carbon neutrality through a set of investments that promote the sustainability and circularity of processes. As a result, the following goals will be met: reduce the carbon footprint, optimise and improve the equipment's energy efficiency, adopt more sustainable processes, implement circular economy principles, consumption electrification and use energy of renewable sources.

With the exception of Bordalo Pinheiro, whose investment only foresees the purchase and installation of a photovoltaic panel system, the other factories/companies – VAA, Ria Stone and Cerutil – foresee an additional set of production equipment to be purchased with a view to meet the European goals of a “cleaner” industry.

27. Revenue

During the years ended on the 31st of December 2024 and 2023, the categories of revenue recognised include revenue from:

	31-12-2024	31-12-2023
Sales of goods	134 597	128 107
Services provided	2 169	1 492
	136 767	129 599

28. Staff costs

Costs with staff for the financial years ended on the 31st of December 2024 and 2023 may be analysed as follows:

	31-12-2024	31-12-2023
Salaries and other staff costs	41 227	41 268
Salaries and other short-term benefits of the Management	1 139	858
Retirement pensions	13	22
Expenses with salaries	8 864	8 876
Total	51 243	51 024

The liabilities with pension retirement plans are explained in Note 24.

The item “Compensation and other staff costs” as of the 31st of December 2024 includes 525 thousand euros in insurance costs and 249 thousand euros in social action expenses.

On the 31st of December 2024 and 2023, the number of employees working for the Group (considering the company they work for) may be analysed as follows:

Average number of employees per company	31-12-2024	Gender Male	Gender Female	31-12-2023	Gender Male	Gender Female
Cerutil - Cerâmicas Utilitárias, SA	215	60	155	225	70	156
Faianças Artísticas Bordalo Pinheiro, SA	382	100	282	382	102	280
VAA Vista Alegre Atlantis SGPS	15	11	4	15	11	4
Vista Alegre Atlantis, SA	1 416	534	882	1 481	561	920
Vista Alegre France, SAS	3	0	3	5	1	4
VA - Vista Alegre España, SA	49	4	45	49	4	45
Vista Alegre Atlantis USA	8	6	2	7	6	1
Vista Alegre Atlantis Moçambique, Lda	4	0	4	4	0	4
Ria Stone Fábrica de Louça de Mesa em Grés, SA	282	155	126	287	158	129
VAA Brasil – Comércio, Importação e Exportação SA	14	5	9	13	5	8
	2 387	874	1 513	2 467	917	1 551

Number of employees at the end of December	31-12-2024	Gender Male	Gender Female	31-12-2023	Gender Male	Gender Female
Cerutil - Cerâmicas Utilitárias, SA	211	58	153	222	68	154
Faianças Artísticas Bordalo Pinheiro, SA	383	94	289	383	103	280
VAA Vista Alegre Atlantis SGPS	15	11	4	14	10	4
Vista Alegre Atlantis, SA	1 417	532	885	1 475	560	915
Vista Alegre France, SAS	3	0	3	5	1	4
VA - Vista Alegre España, SA	51	4	47	50	4	46
Vista Alegre Atlantis USA	8	6	2	7	6	1
Vista Alegre Atlantis Moçambique, Lda	5	0	5	4	0	4
Ria Stone Fábrica de Louça de Mesa em Grés, SA	287	156	131	289	161	128
VAA Brasil – Comércio, Importação e Exportação SA	14	5	9	13	5	8
	2 394	866	1 528	2 462	918	1 544

29. External supplies and services

On the 31st of December 2024 and 2023, this heading was as follows:

	31-12-2024	31-12-2023
Advertising and marketing	3 731	3 361
Electricity	3 706	2 048
Transport of goods	2 895	2 676
Maintenance and repair	2 602	2 648
Specialised works	2 366	2 276
Rents and leases	1 148	1 224
Travels and stays	936	910
Commissions	862	918
Cleaning, hygiene and comfort	837	775
Subcontracts	835	914
Insurance	663	639
Surveillance and safety	657	634
Royalties	455	520
Fuels, water and other fluids	447	423
Fees	315	240
Tools and utensils for fast wear	257	248
Communication	187	194
Others	871	852
	23 771	21 498

30. Other operating income and revenues and other operating expenses and losses

Other operating income and expenses for the financial years ended 31st of December 2024 and 2023 can be analysed as follows:

	31-12-2024		31-12-2023	
	Costs	Income	Costs	Income
Costs and income relating to previous years	20	206	15	11
Fines and penalties/Contract benefits	10	0	36	0
Gains and losses with immobilization- reductions/disposal	3	115	157	40
Heath insurances - HR	0	96	0	96
Up front discounts	47	0	0	0
Offers/ samples stocks	232	0	238	0
Taxes	245	1	229	0
Currency exchanges differences	0	63	32	6
Trade discounts	0	0	138	0
Subsidies for operating and training	17	927	0	3 771
Investment subsidies (Note 26)	0	1 285	0	1 438
Other subsidies	0	0	0	1 260
Interest and similar	0	0	602	0
Sale of chips/waste, scrap, moulds and freight	0	37	0	212
Other operating expenses and profit	397	1 001	135	1 138
	971	3 731	1 581	7 973

In 2024, under the heading “Subsidies for operating and training”, an income of 6986 thousand euros was recognised relating to CO2 (carbon dioxide) licenses (2023: 757 thousand euros).

It should also be noted that in 2023, Vista Alegre Group recorded a profit of 2.4 million euros on gas subsidies.

In 2023, the non-refundable component allocated within the scope of the Covid-19 economic support line measures is recorded under the heading “Other subsidies” in the amount of approximately 1.3 million euros.

31. Financial results

The financial results for the financial years ended on the 31st of December 2024 and 2023 were as follows:

	31-12-2024	31-12-2023
Interest with loans and overdrafts	-4 989	-2 761
Interest with operating loans	-595	-553
Interest on leases (Notes 14 and 7)	-449	-402
Recognition of amortised cost	-572	-709
Factoring costs	-464	-100
Express bill costs	-487	-472
Other financial expenses	-112	-477
Financial income - interests	1 251	615
	-6 417	-4 858

For the year ended on the 31st of December 2024, the item “Interests on leases” includes the impact of the application of IFRS 16 to the amount of approximately 418 thousand euros (Notes 14 and 7).

The “Financial income” heading includes financial income from interest obtained in the amount of 811 thousand relating to Visabeira Indústria (Notes 7 and 36).

32. Earnings per share

Basic and Diluted

Diluted earnings per share are calculated by adjusting the weighted average number of common shares to incorporate the effects of the conversion of all potential dilutive common shares. The company has no potentially dilutive common shares, so the diluted earnings per share are equal to the basic earnings per share.

The basic earnings per share is calculated by dividing the profit attributable to shareholders by the weighted average number of common shares of the company during the year, excluding the common shares acquired by the company and held as treasury shares.

	31-12-2024	31-12-2023
(Loss) / Profit attributable to equity holdings	4 055	6 535
Number of common shares issued deducted from treasury shares	167 650 060	167 650 060
Basic earnings per share (euros per share)	0.0242	0.0390
Diluted earnings per share (euros per share)	0.0242	0.0390

33. Contingencies

Vista Alegre Group has contingent liabilities related to bank guarantees and different nature guarantees, as well as other contingencies related to its business activity.

We don't expect any significant losses arising from contingent liabilities.

The amount of guarantees and collateral provided to cover financial commitments which are not included in the consolidated statement of financial position is 39 thousand euros on the 31st of December 2024 and on the 31st of December 2023.

The amount of guarantees provided to cover financial commitments included in the consolidated financial statement is 18.2 million euros and 80.2 million euros on the 31st of December 2024 and on the 31st of December 2023, respectively. The reduction is largely due to the decrease in real guarantees (share pledge) due to the repayment of the Bond Loan in September 2024 of 47.5 million euros.

There is a lawsuit against the subsidiary "Faianças da Capôa" (which involves the company "Santa Clara Cerâmicas" as counterparty, which led to the legal registration of a mortgage on its property in the amount of 1.67 million euros, an amount that is unique and solely the responsibility of the creditor). In 2023, the Group reversed the provision recorded on the 31st of December 2022 in the amount of approximately 208 thousand euros to face this legal process, not estimating that the outcome will result in additional relevant impacts for the Group. This position was seconded by its legal advisors and in the transaction carried out by Grupo Visabeira (Note 24).

34. Investment-related commitments

The commitments for investments contracted but not yet incurred by 31st of December 2024 amount to around 4.2 million euros.

All the investments planned for 2025 relate to projects covered by the Recovery and Resilience Plan (PRR), either via Green Agendas or Decarbonisation of Industry.

As part of the VAA Group's Decarbonisation strategy, its companies have a number of projects financed under the PRR, allowing them to leverage investments and make improvements and reductions in the carbon footprint of VAA factories more easily achievable.

In this sense, the commitments undertaken concern productive investments that make production processes cleaner and more environmentally sustainable.

With the installation of the photovoltaic plants almost complete, 2025 will see the conversion of all the ceramic kilns at the VAA Group's factories. Moreover, several investments are being made in terms of purchasing new low-carbon production machinery and equipment to reduce CO2 emissions

into the atmosphere, as well as energy monitoring systems to better control production and reduce energy consumption.

With these commitments, the companies in the VAA Group believe they will be able to contribute to achieving the European goals for the Decarbonisation of Industries.

35. Financial Risk Management

In Vista Alegre Group, the main financial liabilities are loans formalised with financial institutions, capital markets (namely bonds placed with the general public - retail), public bodies, namely the *Agência para o Investimento e Comércio Externo de Portugal*. Financial liabilities are incurred in order to finance Vista Alegre Group's operations, namely its working capital and investments to expand and maintain the production capacity of its companies, as well as to refinance existing liabilities. Within the context of international conflicts, Vista Alegre Group has continued to work actively on working capital management, as well as the careful investments, in order to guarantee adequate cash flow.

Current assets derive from operations and are comprised of trade accounts receivable and other debtors and cash and short-term deposits. Vista Alegre Group also has financial assets available for sale, such as investments in venture capital companies, which are recognised at fair value, and other financial investments recognised at acquisition cost as they are investments in unlisted smaller companies.

The Vista Alegre Group is therefore exposed to (i) market risk essentially with interest rate and Exchange rate changes, (ii) credit risk and (iii) liquidity risk. The Vista Alegre Group has an approach focused on creating risk strategies, developing activities and skills so that risks are managed in the most appropriate way possible and so that strategic goals are not compromised. Awareness of the existence of risks is the first step towards making strategic and operational decisions, which must be aligned with the level of risk that the Vista Alegre Group is willing to undertake.

Market risk

Market risk refers to the possibility of adverse variations in the value of financial assets due to fluctuations in market prices. These fluctuations can be caused by various factors, including changes in interest rates, exchange rates, credit risk and liquidity risk.

Effective management of this risk is essential to ensure the financial stability and long-term sustainability of Vista Alegre group.

Interest rate risk

Interest rate risk refers to the possibility of adverse impacts on the company's financial performance arising from variations in market interest rates. These fluctuations can affect both the company's debt costs and the returns on financial assets that are indexed or exposed to variable interest rates.

The year 2008 was marked by the subprime crisis in the US, which caused the bankruptcy of large financial institutions and spread to economies around the world. It was also at the beginning of this year that the highest Euribor rates were recorded. However, after the middle of the year, rates fell as a result of successive cuts in the key rate by the European Central Bank in an attempt to respond to the international financial crisis. Over the following years, Euribor rates tended to fall, reaching negative levels in 2015. This behaviour was the result of the expansive monetary policy by the European Central Bank (ECB), which adopted very low interest rates in response to the global financial crisis and the need to stimulate inflation and economic growth in the eurozone.

In 2019 and 2020, EURIBOR rates remained at negative levels and the ECB maintained an accommodative stance, implementing measures such as quantitative easing and keeping benchmark interest rates at very low levels in order to support economic recovery, especially after the impacts of the COVID-19 pandemic.

In late 2021 and early 2022, the outlook began to change. Rising inflation in the eurozone, driven by factors such as rising energy prices and disruptions in supply chains, led the ECB to reconsider its monetary policy. In response to the acceleration in inflation, the ECB began a cycle of interest rate rises in 2022, which resulted in a recovery in EURIBOR rates. By the end of 2022 and the beginning of 2023, the 3-month and 12-month EURIBOR rates were reaching levels not seen since before the 2008 financial crisis, with the 3-month rate standing above 2 per cent at various times. From then on, rates rose progressively and repeatedly and only stabilised at the end of 2023. In 2024, the ECB lowered the main Euribor rates four times (June, September, October and December) and it is expected that in 2025 the downward trend will continue, although at a slower pace.

The Vista Alegre group exposure to interest rate risk comes primarily from loans obtained at variable rates. Although a significant proportion of the debt is contracted at a fixed interest rate (more than 75 per cent), a smaller part is contracted at an interest rate indexed to Euribor at the various maturities.

If the average interest rate supported in 2024 had been 0.5 p.p. higher (lower), the net financial costs would have increased (reduced) by approximately 147 thousand euros (154 thousand euros in 2023).

It should also be noted that Vista Alegre group issued bonds in 2024. Between the 2nd and the 15th of May 2024, Vista Alegre Group held a public subscription offer for 'Obrigações Vista Alegre 2029', with a fixed interest rate of 5.30% per year and a maturity of five years (until May 2029). Initially, the overall amount of the issue was set at up to 45 million euros, which was later increased to up to 60 million euros, given the success of the operation. It was an operation that involved around 2,320 investors and allowed Vista Alegre group to align the maturity of its financial debt with its strategic

plan for the coming years, raising approximately 58 million euros net, after deducting commissions and associated costs.

Exchange risk

Exchange rate risk refers to the possibility of financial losses arising from fluctuations in exchange rates between different currencies. This risk can stem from international transactions, from the conversion of revenues or costs into foreign currency to exposure to exchange rate variations on assets or liabilities denominated in currencies other than the company's functional currency.

The Vista Alegre Group has subsidiaries in Brazil, the United Kingdom, Mozambique, the United States of America and Mexico through which it markets in its respective markets in Reais, Pounds, Meticais, US dollars and Mexican Pesos, respectively. Thus, being exposed to the exchange rate risk of operating activities denominated in currencies other than their functional currency. In Brazil, where the impact was more significant, exchange rate risk vis-à-vis the euro, the currency in which its imports of goods from Portugal are made, the Vista Alegre group holds a short position of around 2.18 million euros. The Brazilian real depreciated 20.20% against the euro in 2024. A 2% change in the exchange rate would have an impact of around 43.6 thousand euros (40 thousand euros in 2023). In consolidated terms it presents a balance sheet risk by incorporating the accounts.

In commercial accounts receivable and commercial accounts payable there are balances in currencies different from the euro, namely American Dollars, but without any significant value., as explained below:

Commercial receivable accounts and others:

Currency	Amount 2024	Amount 2023
BRL	3 682 158.16	4 163 837.63
MZN	16 148 401.08	17 485 518.70
USD	731 037.26	708 298.03
MXP	3 938 688.20	3 326 118.79

Commercial payable accounts as other:

Currency	Amount 2024	Amount 2023
MZN	7 114 819.01	600 809.44
INR	23 608 998.28	22 968 770.00
BRL	14 370 552.81	10 762 041.61
USD	3 277 686.34	3 254 193.00
<u>MXP</u>	<u>25 030 099.17</u>	<u>23 184 573.39</u>

Credit risks

Credit risk refers to the possibility of financial losses arising from the failure of third parties, whether customers, suppliers, financial institutions or other commercial partners, to fulfil their contractual obligations. This risk can manifest itself in various ways, from default on accounts receivable to the bankruptcy of third parties, affecting the company's liquidity and profitability.

The Vista Alegre group's subsidiaries are exposed to a variety of diversified risks. Management is aware of the importance of credit risk management and the protection of its treasury, recognising the importance of credit insurance as an essential instrument both domestically and abroad. Conscious of the importance of adopting active management of different financial risks in order to minimise their potential negative impacts on cash flow, results and value of companies, it seeks to manage these risks effectively by formulating adequate hedging strategies.

Credit risk is an important and complex aspect which is present in the daily life of the Vista Alegre group. Risk assessments imply credit decisions, at times, based on incomplete information, within a scenario of uncertainty and constant change, specially what has been experienced during the last years, which has proved to be particularly atypical and which was caused by the COVID-19 spread and the international conflicts in Ukraine and the Middle East, and all the implications that this has entailed. Credit risk management reflects the multiplicity, quality and origin of the information available so that the credit analyst can always take the best decision and that it is in accordance with the assumptions defined by the Vista Alegre group.

The Vista Alegre group keeps the credit insurance policies, leaves the analysis of credit granting to professionals who are specialised in debts recovery, receiving from the credit company the indication of exposure - credit limit - adjusted to the credit capacity of each client. Thus, management can be primarily focused on operational issues. The coverage of this risk allows a compensation of 95% for the unpaid credits. To meet the credit risk coverage needs, in which the limits granted under the base policies are insufficient, the Vista Alegre group has insured additional coverages that allow it to increase the partial coverage of its risks, up to twice the amount granted in the base policy, and as well as to obtain coverages for risks that have no value attributed in the said base policy, up to the limit of 100 thousand euros.

Another strategy adopted to mitigate credit risk is to sign non-recourse factoring contracts. This operation allows the company to transfer its accounts receivable to a specialised financial institution, called a factor, in exchange for an advance of part of the value of the invoices. The main feature of the non-recourse factoring modality is that, in this model, the credit risk is assumed by the factor and not by the assigning company, allowing the risk of default to be reduced and, consequently, minimising the financial impact of any bankruptcies or payment difficulties on our clients.

The payment terms for the receivables from customers not yet due without an impairment entry and due with an impairment entry, as of the 31st of December 2024 and 2023 are:

	31-12-2024	31-12-2023
Not yet over-due	9 350	4 698
Overdue but with no impairment entries		
0-30 days	2 605	2 808
30-90 days	972	1 153
+ 90 days	1 570	3 769
Total	5 147	7 729
Overdue but with impairment entries		
0-90 days	3 164	3 255
90-180 days		
180-360 days		
+ 360 days	3 164	3 255
Total	3 164	3 255
Overall Total	17 661	15 682
Total net impairments	14 497	12 427

The added constraints in the external hedging of loans entail a greater precision and stricter requirements in assessing applications for internal credit. The detailed analysis of a customer's credit risk is normally summarised in a credit sheet, which contains the information that will allow the issuing of an opinion on a credit operation, and which includes available and relevant information such as the character of the customer, its management capacity, asset value, history, financial information, credit guarantees and payment terms.

The Vista Alegre group believes that it does not have significant credit risk concentrations, maintaining an active credit control for all its clients, overseen by the Financial Management.

Liquidity risk

Liquidity risk refers to the possibility of the company not being able to fulfil its financial obligations as they become due, due to a lack of available financial resources or difficulty in generating sufficient cash in the short term. This risk can arise from various situations, such as the inability to

sell assets quickly, restricted access to funding sources or a mismatch between expected cash flows and financial needs.

This risk is the biggest that the Vista Alegre group have been exposed to. The Vista Alegre Group substantially improved its financial conditions following changes in its shareholder structure during the previous years, and the very positive evolution of its operations in recent years, the result of a well-developed strategy for the sustained growth of the Vista Alegre Group. Moreover, the Vista Alegre Group has a centralised treasury management contract with Visabeira Indústria, SGPS, S.A., its main shareholder, in order to manage its cash resources more efficiently. Treasury and investments are managed by a global and centralised organisation, which allows reducing cash flow risks, avoiding exposure to variations that may affect the companies' results.

Vista Alegre is still obliged to comply with the financial covenants in connection with the issuance of the 60 million euros bond loan contracted in May 2024. This bond loan established that the Net Debt² to EBITDA³ ratio should not exceed the maximum limit of 4.0x throughout the loan's maturity and measured at the end of each financial year.

Finally, we can conclude that Vista Alegre group manages its liquidity risk in the following ways:

- (iv) ensuring that its financial debt has a high medium and long-term component with maturities appropriate to the characteristics of the industries in which it operates;
- (v) by contracting credit lines available with financial institutions at any time, for an amount that guarantees adequate liquidity to the development of its operations; and
- (vi) through the centralised treasury management contract with its main shareholder, in order to manage its cash and cash equivalents and financing needs more efficiently.

In terms of cash and cash equivalents, they reached 11.8 million euros on the 31st of December 2024 (16.8 million euros on the 31st of December 2023).

Capital risk

For purposes of Vista Alegre Group's capital management, capital includes issued capital, share premium and all other equity reserves attributable to the parent company's shareholders.

The main purpose of the Grupo's capital management is to maximise shareholder value. Vista Alegre Group manages its capital structure and makes changes based on economic changes and financial covenant requirements. To optimize its capital structure, Grupo has several mechanisms such as the distribution of dividends, return of capital or issuance of new shares. The Group monitors its capital using the Gearing ratio as a reference, which is net debt divided by total capital plus net debt. The Group includes in its debt: loans, lease liabilities and operating debt less cash and short-term deposits.

	2024	2023
Loans granted (note 21)	77 842	74 757
Lease liability (note 22)	10 992	7 435
Cash and cash equivalents (note 7)	-11 810	-16 804
Loans granted (note 36)	-5 270	0
Net debt	71 753	65 388
 Total Equity	 89 333	 82 724
 Capital and net debt	 161 086	 148 112
 <i>Gearing ratio</i>	 45%	 44%

To achieve this purpose, the Group's capital management, among other things, aims to ensure compliance with financial clauses associated with the loans. There were no financial agreements non-compliance of any loan during the current period.

No changes were made to capital management purposes, policies or processes during 2024 and 2023.

36. Balances and Transactions with related parties

The entities that, on the 31st of December 2024, had a qualifying share in the Vista Alegre Group were:

Shareholder	Shares		(in euros)
	No of shares	% of voting rights	
NCFGEST, SA			
Directly (its own portfolio)	7 735 422	4.61%	6 188 338
Through Grupo Visabeira, SA	5 548 417	3.31%	4 438 734
Through Visabeira Indústria, SGPS, SA	121 200 962	72.29%	96 960 770
Through NCFTradetur	4 785 769	2.85%	3 828 615
Total attributable to Grupo Visabeira, SA	139 270 570	83.07%	111 416 456
CR7, S.A.			
Directly (its own portfolio)	16 765 006	10.00%	13 412 005
Total attributable to CR7, S.A.	16 765 006	10.00%	13 412 005
Caixa Geral de Depósitos, SA:			
Directly (its own portfolio)	1 396 276	0.83%	1 117 021
Total attributable Caixa Geral Depósitos, SA	1 396 276	0.83%	1 117 021
Free Float	10 218 098	6.09%	8 174 478
Sub-totals	167 649 950	100.00%	134 119 960
Treasury shares	110	0.00%	88
Total shares Vista Alegre Atlantis	167 650 060	100.00%	134 120 048

(1) The majority shareholder of VISTA ALEGRE ATLANTIS SGPS, S.A., VISABEIRA INDÚSTRIA, SGPS, S.A., is totally owned by Grupo Visabeira, S.A., whose majority shareholder, NCFGEST, S.A., a company totally owned by the individual partner Fernando Campos Nunes, possesses 98.57%.

The following transactions were carried out with the Board of Directors and Former Directors during the financial year ending on the 31st of December 2024:

	31-12-2024			31-12-2023		
	Fixed remuneration	Variable remuneration	Total	Fixed remuneration	Variable remuneration	Total
Salaries and other short-term benefits of the Management	781	108	888	765	93	858
Retirement pensions with former administrators	209	0	209	259	0	259
	990	108	1 097	1 024	93	1 117

The balances outstanding as of the 31st of December 2024 and 2023 with related parties are almost exclusively from demand deposits and operating loans with the banking group *Caixa Geral de Depósitos* ("CGD") as well as operating accounts receivable and payable with Grupo Visabeira companies.

During the 2024 financial year (as well as during the 2023 financial year), Vista Alegre Group granted short-term loans to the related party and shareholder Visabeira Indústria, SGPS, S.A. totalling 41.2

million euros (22.9 million euros in 2023), with 5.3 million euros outstanding on the 31st of December 2024 (in 2023 this loan was fully repaid by that related party) (Note 17). During the financial year 2024, Visabeira Indústria paid 1.1 million euros in interest.

The balances of assets and liabilities to related parties on 31st of December 2024 and 2023 are as follows:

	31-12-2024	31-12-2023
Assets		
Grupo CGD - Demand deposits	4 095	2 162
Visabeira Indústria, SGPS, SA	5 270	0
NCFGEST - Client balance	1 822	1 636
NCFGEST - Other Debtors (Note 17)	858	724
	<hr/>	<hr/>
	12 044	4 523
Liabilities		
Grupo CGD		
Operating loans	6 434	461
Bank loans	7 501	9 386
	<hr/>	<hr/>
	13 935	9 847
NCFGEST		
Suppliers and other creditors	3 151	3 714
Related parties - RETGS (Note 21)	4 382	3 159
	<hr/>	<hr/>
	7 533	6 873
	<hr/>	<hr/>
	33 512	21 242

Transactions with related parties on the 31st of December 2024 and 2023:

	31-12-2024		31-12-2023	
	Purchases to related parties (COST)	Sales to related parties (INCOME)	Purchases from related parties (COST)	Sales to related parties (INCOME)
Grupo CGD	923	50	409	54
NCFGEST, SA	2 172	2 556	2 028	1 656
AMBITERMO - ENG. E EQUIP. TERMICOS,	2	250	0	0
ARMISEPI, S.A	1	0	1	0
CREATIVE SHOTS - AGÊNCIA DE COMUNIC	120	0	0	0
CONSTRUCTEL - CONST.ET TELECOMMUNIC	0	2	1	2
CONSTRUCTEL BELGIUM SA	0	1	0	0
CONSTRUCTEL DENMARK APS	0	1	0	0
CONSTRUCTEL VISABEIRA, SA	3	3	3	4
CREATIVE SHOTS - AGÊNCIA DE COMUNICAÇÃO	0	0	61	2
EDIVISA - EMPRESA DE CONSTRUOES, S	22	289	42	11
EMPREENDIMENTOS TUR. MONTE BELO, S.	130	122	93	117
FUNDACAO VISABEIRA - INST. SOLID. S	0	0	36	0
GESVISA - PATRIMÓNIO IMOBILIÁRIO	0	0	30	0
GRUPO VISABEIRA, SA	793	503	817	355
IEME S.R.L.	0	1	0	0
IMOVISA - IMOBILIARIA DE MOÇAMBIQUE	3	0	1	0
MERCURY COMERCIAL, LDA	0	0	3	132
MILIBANGALALA SA	0	0	0	1
MOB - INDUSTRIA DE MOBILIARIO, S.A.	36	224	36	10
MOVIDA - EMPREENDIMENTOS TURISTICOS	96	1	98	7
MUNDICOR - VIAGENS E TURISMO, SA	295	0	294	0
NCFGEST, SA	0	123	41	260
NIKKEI CHIADO, LDA	1	6	0	2
PDT- PROJECTOS DE TELECOMUNICAÇÕES,	0	0	34	0
PINEWELLS, S.A	0	4	0	2
REAL LIFE - TECNOLOGIAS DE INFORMAÇ	1	0	2	0
TROPO SQUISITO LISBOA, LDA	0	1	0	1
TURVISA - EMPREENDIMENTOS TURISTICO	0	0	0	6
TV CABO, LDA	1	0	2	2
VAA - EMPREENDIMENTOS TURISTICOS, S	221	171	107	147
VIATEL - TECNOLOGIA DE COMUNICACOES	85	0	54	8
VISABEIRA INFRAESTRUTURAS, S.A.	1	0	1	0
VISABEIRA GLOBAL, SGPS, S.A.	0	3	0	1
VISABEIRA INVESTIGAÇÃO E DESENVOLVI	28	0	0	0
VISABEIRA IMOBILIARIA, SA	16	0	16	0
VISABEIRA INDUSTRIA, SGPS, S.A.	161	811	172	570
VISABEIRA MOÇAMBIQUE, S.A	10	11	0	0
GESVISA - PATRIMÓNIO IMOBILIÁRIO, S	30	0	0	0
VISABEIRATURISMO, IMOBILIÁRIA E	0	7	0	7
VISABEIRAHOUSE, S.A.	1	0	0	0
VISACASA, S.A.	103	14	74	1
ARQUILED - PROJETOS DE ILUMINAÇÃO,	2	0	0	0
VISAQUA -GEST. INFRA-ESTR. SERV.AMB	0	0	0	0
PANAMERICANA MORFI Y TRAGOS, LDA	0	4	0	0
VISABEIRA INVEST. E DESEN. TECNOLOG	4	0	0	0
ZAMBEZE - RESTAURAÇAO, S.A.	5	2	9	6

The remuneration paid to the Statutory Auditor and External Auditor, Deloitte & Associados, SROC S.A., by Vista Alegre on the 31st of December 2024 totalled 213 thousand euros (137 thousand euros in 2023).

Services provided during the financial year 2024 are broken down as follows:

	31-12-2024	31-12-2023
Amount for auditing services	110	137
Amount regarding services other than auditing	103	0
213	137	

Regarding services other than audits provided during the financial year 2024 in the amount of 103 thousand euros, they relate to services associated with the issuance of the bond loan.

37. Subsequent events

On the 2nd of April 2025, US President Donald Trump announced a series of trade measures that could have significant impacts on the global economy. Among the main initiatives is the implementation of additional tariffs on imports from various countries, including the European Union, China, Canada and Mexico. These tariffs, which reach up to 25% on some products, have been justified as part of a strategy to balance trade relations and to protect American industry.

Moreover, a policy of “reciprocal tariffs” was presented, aiming at equalise the rates applied to American product exports. These measures have generated international reactions, including possible retaliation from the countries affected, contributing to a more volatile economic environment.

Within the Grupo Vista Alegre’s business, it is our conviction that the impacts will not materialise, since our operations do not involve exports or imports from the United States. We will continue to monitor the global economic outlook, ensuring that any relevant changes are duly assessed and incorporated into our business strategy.

There are no events subsequent to the date of the financial statements that influence the reading and interpretation of these consolidated financial statements.

Ílhavo, 29th of April 2025

The Chartered Accountant,

Cláudia Raquel Costa do Amaral Lourenço

The Board of Directors,

Nuno Miguel Rodrigues Terras Marques
Chairman of the Board of Directors

Paulo Jorge Lourenço Pires
Vice-Chairman of Board of Directors

Alexandra da Conceição Lopes
Member of the Board of Directors

Alda Alexandra Abrantes Costa
Member of the Board of Directors

Nuno Miguel Ferreira De Assunção Barra
Member of the Board of Directors

Nuno Maria Pinto de Magalhães Fernandes Thomaz
Member of the Board of Directors

Cristina Isabel Sousa Lopes
Member of the Board of Directors

Teodorico Figueiredo Pais
Member of the Board of Directors

Carlos Alberto Sá Garcia da Costa
Member of the Board of Directors

Fernando Daniel Leocádio Campos Nunes
Member of the Board of Directors

Maria Isabel Couto Fernandes
Member of the Board of Directors

Céline Dora Judith Abecassis Moedas
Member of the Board of Directors

Mário Godinho de Matos
Member of the Board of Directors

Luís Miguel Poiares Pessoa Maduro
Member of the Board of Directors

Tiago de Moura Pacheco Coelho Craveiro
Member of the Board of Directors

ANNEX TO THE SEPARATE FINANCIAL STATEMENTS

During the period ended on 31st of December 2024, the entities with related parties of the Vista Alegre Group are the following:

- Aeroprotechnik - Aerial Engineering, Lda
- Agrovisa - Agricultura e Pecuária, Lda
- Agrovisa - Agricultura e Pecuária, Lda
- Álamo - Indústria e Desenvolvimento Florestal, Lda
- Ambitermo - Engenharia e Equipamentos Térmicos, SA
- Ambitermo Angola, Lda
- Ambitermo Maroc Chaudieres Industrielles, SARL
- Agrovisa, Lda
- Armisepi, SA
- Asfalis - Mediação de Seguros, SA
- Autovisa - Serviços Auto, SARL
- Base Force, Lda
- Besconsigo - Materiais, Construção de Besteiros, Lda
- Catari Angola, Lda
- Celmoque - Cabos de Energia e Telec. de Moçambique, SARL
- Comatel Infraestruturas, Lda.
- Combustiveis do Songo, SA
- Constructel - Contructions et Telecomunications Belgique
- Constructel - Contructions et Telecomunications, SARL
- Constructel BAU GmbH
- Constructel Denmark, ApS
- Constructel GmbH

- Constructel Infra-Structures, SAS
- Constructel Visabeira, SA
- Creative Shots, SA
- CST-Companhia Santomense de Telecomunicações
- Cunha Soares & Filhos, SA
- Edivisa - Empresa de Construção Lda.
- Edivisa - Empresa de Construções, SA
- EIP Serviços, SA
- Electrotec – Projecto, Execução e Gestão de Redes de Energia, Lda
- Empreendimentos Tur. Montebelo - Soc. Tur. e Recreio, SA
- Field Force Atlântico, SA
- Franz Josef Braun GMBH
- Geovento – Imobiliária, Lda
- Gesvisa, SA
- Granbeira II - Rochas Ornamentais, SA
- Grupo Visabeira, SA
- Hidroáfrica - Comércio e Indústria, SARL
- Holding Escot Telecom Maroc
- IEME, SRL
- IEME, SRL
- Ifervisa - Sociedade de Promoção e Desenvolvimento Imobiliário, SA
- Imobiliária Panorama, Lda
- Imovisa - Imobiliária de Moçambique, Lda
- Infrasign
- Inhambane Empreendimentos, Lda

- Intelvisa, Gestão de Participações, SA
- Iutel - Infocomunicações, SA
- J.F. Edwards Construction Company
- Jayme da Costa – ES, SA
- Jayme da Costa SGPS
- Marmonte - Mármores de Moçambique, SARL
- Martifer-Visabeira, SA
- Mercury Comercial, Lda. (Angola)
- Mercury Comercial, Lda. (Mozambique)
- Mercury South Africa, Lda
- Milibangalala, SA
- MJ QUINN - Integrated Services, Ltd
- MJ QUINN Holding
- Mob - Indústria de Mobiliário, SA
- Mob Cuisines, SASU
- Movida - Empreendimentos Turísticos, SA
- MSP Technologies Lda
- Mundicor - Viagens e Turismo, SA
- Naturenergia - Agro-Energias, SA
- NCFGEST, SA
- Nikkie Chiado, Lda
- Oude MarktVoerlieden Natie NV (OMV Natie)
- Panamericana Morfi y Tragos, Lda
- PDA - Parque Desportivo de Aveiro, SA
- Pinewells, SA

- Predibeira - Compra e Venda de Propriedades, Lda
- Quinn Constructel UK, Ltd
- Real Life - Tecnologias de Informação, SA
- Real Life Advanced Technologies Academy MZ, SA
- Real Life Technologies MZ, SA
- Rodinerte - Transportes, Lda
- Sargent Company - US
- SCI Constructel
- Selfenergy Moçambique, SA
- Soginveste Empreendimentos, Lda
- Sogitel - Sociedade de Gestão Imobiliária, Lda
- Televisa - Sociedade Técnica de Obras e Projectos, Lda.
- Tensa, SA
- Troppo Squisito Lisboa, Lda
- Turvisa - Empreendimentos Turísticos, Lda
- TV Cabo - Comunicações Multimédia, Lda
- TV Cabo Angola, Lda.
- VAA - Empreendimentos Turísticos, SA
- Verità Telecommunications Corporation
- Visabeira Investigação e Desenvolvimentos Tecnológico, S.A.
- Viatel – Tecnologia de Comunicações, SA
- Vibeiras, Sociedade Comercial de Plantas SA
- Visa House - Sociedade de Mediação Imobiliária, SA
- Visabeira Angola - Investimento e Participações, Lda
- Visabeira Constructel US

- Visabeira Espanha, SA
- Visabeira Global, SGPS, SA
- Visabeira Imobiliária II, SA
- Visabeira Imobiliária, SA
- Visabeira Indústria, SGPS, SA
- Visabeira Infraestruturas, SA
- Visabeira Moçambique, Lda
- Visabeira Saúde, SA
- Visabeira Serviços, SGPS, SA
- Visabeira Turismo, Imobiliária e Serviços, SA
- Visabeirahouse - Sociedade de Mediação Imobiliária, S.A.
- Visacasa - Serviços de Assistência e Manutenção Global, SA
- Visaconstroi - Construção e Gestão Imobiliária, Lda
- Visactys, SASU
- Visaplak, Lda
- VisaPower II, S.A.
- VisaPower, Unipessoal, Lda
- Visaqua - Gestão de Infra-estruturas e Serviços Ambientais, SA
- Visauto - Reparações Auto, Lda
- Zambeze - Restauração, S.A
- Zambeze Village, Lda.

The members of Vista Alegre Atlantis, SGPS, S.A. Board of Directors, performing its functions on the 31st of December 2024, are the following:

- Nuno Miguel Rodrigues Terras Marques
- Paulo Jorge Lourenço Pires

- Alexandra da Conceição Lopes
- Nuno Miguel Ferreira de Assunção Barra
- Alda Alexandra Abrantes Costa
- Teodorico Figueiredo Pais
- Cristina Isabel Sousa Lopes
- Nuno Maria Pinto de Magalhães Fernandes Thomaz
- Céline Dora Judith Abecassis Moedas
- Mário Godinho de Matos
- Luís Miguel Poiares Pessoa Maduro
- Carlos Alberto Sá Garcia da Costa
- Fernando Daniel Leocádio Campos Nunes
- Maria Isabel Couto Fernandes
- Tiago de Moura Pacheco Coelho Craveiro

The members of Grupo Visabeira, S.A. Board of Directors, performing its functions on the 31st of December 2024, are the following:

- Nuno Miguel Rodrigues Terras Marques
- João Manuel Pisco de Castro
- Alexandra da Conceição Lopes
- António José Monteiro Borges
- Fernando Daniel Leocádio Campos Nunes

List of Qualifying Shareholders

prepared under the terms of Article 8, n.1, e), of Regulation no. 4/2004 of the CMVM [Marketable Securities' Commission],

indicating the number of shares held and the corresponding percentage of voting rights,

calculated under the terms of article 20 of the Securities Code.

Under the terms and for the purposes of the provisions of articles 16 and 20 of the Securities Code, we hereby inform that companies and/or individuals who have a qualified shareholding that exceeds 2%, 10%, 20%, 33% and 50% of the voting rights, and according to the notifications received at the company's head offices to this date, and regarding the 31st of December 2024 are as follows:

Shareholder	Shares		(in euros)
	No of shares	% of voting rights	
NCFGEST, SA			
Directly (its own portfolio)	7 735 422	4.61%	6 188 338
Through Grupo Visabeira, SA	5 548 417	3.31%	4 438 734
Through Visabeira Indústria, SGPS, SA	121 200 962	72.29%	96 960 770
Through NCFTradetur	4 785 769	2.85%	3 828 615
Total attributable to Grupo Visabeira, SA	139 270 570	83.07%	111 416 456
CR7, S.A.			
Directly (its own portfolio)	16 765 006	10.00%	13 412 005
Total attributable to CR7, S.A.	16 765 006	10.00%	13 412 005
Caixa Geral de Depósitos, SA:			
Directly (its own portfolio)	1 396 276	0.83%	1 117 021
Total attributable Caixa Geral Depósitos, SA	1 396 276	0.83%	1 117 021
Free Float	10 218 098	6.09%	8 174 478
Sub-totals	167 649 950	100.00%	134 119 960
Treasury shares	110	0.00%	88
Total shares Vista Alegre Atlantis	167 650 060	100.00%	134 120 048

(1) The majority shareholder of VAA - VISTA ALEGRE ATLANTIS SGPS, S.A., VISABEIRA INDÚSTRIA, SGPS, S.A., is totally owned by Grupo Visabeira, S.A., whose majority shareholder, NCFGEST, S.A., possesses 98.57%, being this last company totally owned by the individual partner Fernando Campos Nunes.



vistaalegre.com

VAA – Vista Alegre Atlantis, SGPS, SA

(Public Company)

Rua Nova da Trindade nº 1 r/c esqdo - 1200-301 Lisboa

Taxpayer number 500 978 654 ■ Share Capital 121,927,317.04 Euros Registered with the Commercial Registry of Lisbon under the number 466

Management Report and Separate Financial Statements

31st of DECEMBER 2024

(IFRS)

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Management Report

MANAGEMENT REPORT

Financial year 2024

Separate Financial Statements

Dear Shareholders,

1. Introduction

Under current legislation, the Board of Directors of VAA-Vista Alegre Atlantis SGPS, S.A., ("Company", "Society" or "Vista Alegre"), with this document, states how the social businesses were carried out during the financial year of 2024.

Thus, we elaborated and submit to the Shareholders' approval this Management Report and Financial Statements, which include: the Statement of Financial Position, the Profit and Loss Statement by nature, the Statement of Comprehensive Income, the Statement of Changes in Equity, and the Cash-flow Statement, all regarding the financial year, which coincides with the calendar year of 2024, as well as the corresponding annexes. We included as well the description of the shares hold by the Corporate Bodies (article 447, no 5 of the CSC), the list of the Shareholders who own a capital share higher than 10% (article 448, no 4 of the CSC), and the listing of qualifying shares (article 6 of the CVM regulation no 11/2000 with the wording given by CVM Regulation no 24/2000).

2. Macroeconomic Environment

World economy

The latest OECD Economic Outlook report on the 4th of December 2024 projects global GDP growth of 3.2% in 2024, 3.3% in 2025 and 2026. In OECD economies, GDP growth is expected to be modest compared to the pre-pandemic period, at 1.7% in 2024, 1.9% in 2025 and 2026. In non-OECD economies, aggregate growth is also expected to remain broadly stable at around the current rate, with emerging Asian markets continuing to be the largest contributor to global growth.

Global inflation continued to decline in most countries throughout 2024, led by further decrease in food, energy and goods price inflation, having already returned to central bank goals in almost half of the advanced economies and around 60% of the emerging economies. Inflation in the OECD is expected to

continue decreasing, from 5.4% in 2024 to 3.8% in 2025 and 3.0% in 2026, driven by the maintenance of restrictive monetary policies in most countries.

Labour markets have been gradually decreasing, but unemployment rates generally remain at historic low levels. Persistent labour shortages could severely constrain economic growth and the full benefit of digital and ecological transitions. Significant increases in nominal wages and continued disinflation have strengthened real household incomes. However, private consumption growth remains moderate in most countries, reflecting low consumer confidence.

World trade volumes are recovering globally, with an expected increase of 3.6% in 2024.

In this context of uncertainty, growth prospects vary significantly among regions.

National Economy

The Bank of Portugal, in its latest economic bulletin of December 2024, predicts that the Portuguese economy will have grown by 1.7% in 2024 (the INE - National Statistics Institute - in later information on the 30th of January 2025, states that growth should have been 1.9%). Also, according to the Bank of Portugal, in 2025 and 2026, growth should increase to 2.2% and in 2027 to 1.7% again, thus maintaining the path of convergence with the euro area.

In 2024, economic growth was sustained mainly by domestic demand, namely through private consumption.

The growth and recovery in the investment forecast for the 2025-26 period reflects the improvement in financial conditions, the acceleration in external demand, the expansionary and pro-cyclical orientation of fiscal policy, the improvement in the global outlook and the stimulus from European funds. However, it should be kept in mind that the external environment remains subject to significant economic and geopolitical downside risks.

The weak growth in GFCF (Gross Fixed Capital Formation) in 2024, at 0.5%, is mainly due to the public component, with business and household investment in housing continuing to be penalised by tight financial conditions and low confidence. The situation should improve in the 2025-27 period, due to the further reduction in interest rates. In turn, public investment is expected to increase in the specific 2025-26 period, as a result of greater expected execution of European funds, and to decrease in 2027, with the end of the PRR - Recovery and Resilience Plan.

As for the labour market, we are verifying increases in employment and real wages and unemployment remaining low. An expansionary fiscal policy contributes to greater dynamics in activity.

In 2024, real disposable income saw a historically high increase, which translated into an acceleration in private consumption and an increase in savings. Real available income will increase by 7.1% in 2024, compared to 2.7% in 2023, which compares with a 3% growth in private consumption, which stood at 2% in 2023.

The increase in savings in 2024 is the result of the impact of high interest rates, lack of consumer confidence in spending, and the restoration of the real value of financial assets, besides the effect of the income increase which is favourable to savings. The savings rate, at 11.5% in 2024, will stabilise at just over 11% until 2027.

Inflation is expected to reach 2.6% during 2024, a significant decrease from 5.3% during 2023. In 2025, the amount should decrease to 2.1% and stabilise at 2% in the 2026-2027 period. *Banco de Portugal* [Bank of Portugal] believes this development mainly reflects the gradual moderation of wage costs and the maintenance of contained external inflationary pressures.

Public debt, as a percentage of GDP, is expected to continue on a downward path from 97.9% during 2023 to 95.3% during 2024, 86.5% during 2025, 83.5% during 2026 and 81.3% during 2027.

Although the public debt ratio will continue on a downward path, the budget balance as a percentage of GDP is expected to return to a deficit after a surplus of 0.6% in 2024, with values of -0.1% in 2025, -1.0% in 2026 and -0.9% in 2027. This development is the result of ongoing measures adopted in the meantime, which have an impact on both public spending and tax revenue from the PRR foreseen for 2026 and, from 2027 onwards, the increase in national spending needed to ensure the continuity of the projects financed by the PRR.

Exports are expected to grow by 3.9% in 2024 and 3.2% on average during the 2025-27 period, in a context of accelerating external demand, less dynamics in tourism and progressively smaller gains in share. The contribution of export of goods and services to economic growth will decrease during 2024, after the high amounts recorded in 2023, then still influenced by the post-pandemic recovery in services.

Imports, as already was the case during 2024, will continue to grow during the 2025-2027 period, at a higher rate than during 2023, as a result of the increase in terms of the content of imports in global demand, associated with a greater dynamic of exports and GFCF.

The current and capital account balance as a percentage of GDP increases from 1.9% of GDP in 2023 to 3.8% on average during the 2024-26 period and decreases to 3.3% in 2027, influenced by the profile of transfers with the EU. Net transfers from the EU increased to 1.7% of GDP in 2024 and are expected to rise to 2.7% of GDP during the 2025-26 period, decreasing to 1.4% of GDP in 2027 as the PRR comes to an end.

The balance of goods and services, as a percentage of GDP, is expected to reach 2.4% of GDP during 2024 and 2.2% of GDP on average over the 2024-27 period, reflecting a deficit of 9% of GDP in terms of goods and a surplus of 11.2% in terms of services. The economy's high external financing capacity, projected for the 2024-27 period, reflects the balance between savings and investment in the private sector, particularly households, with the general government balance making a slightly negative contribution on average.

The labour market remains strong, with increases in terms of employment and real wages. Employment, according to the national accounts concept, is expected to increase by 1.3% in 2024 and gradually slow

down to 0.8% during 2025, 0.7% in 2026 and 0.4% in 2027. The unemployment rate, as a percentage of the labour force, stands at a historically low 6.4% in 2024, a figure that should remain until 2027.

Inflation stands at 2.4% in 2024, a downward trend that should continue until it settles at around 2% during the 2025-27 period, pressure on the prices of services remaining higher than that of goods. Inflation could be higher than projected in the even that war conflicts worsen.

As far as the external risk balance is concerned, it should be emphasised that geopolitical tensions remain a significant adverse risk, especially if the ongoing conflicts worsen or further disrupt the global raw materials market. As far as internal risks are concerned, we would emphasise the difficulties in implementing European funds, which could also lead to less dynamic investment. The risk associated with a greater reaction of private consumption to the increase in disposable income remains high.

European Economy

After a period of prolonged and generalised stagnation, the EU economy resumed growth in the first quarter of 2024. As projected in the spring, expansion continued at a moderate but steady pace throughout the second and third quarters, amid increasingly low inflationary pressures. The European Commission's economic forecast for autumn 2024 predicts real GDP growth in 2024 of 0.9% in the EU and 0.8% in the eurozone. Growth in the EU is expected to reach 1.5% in 2025, as consumption is picking up speed and investment should recover from the downturn of 2024. In 2026, it expects economic activity to expand by 1.8%, following a continuous increase in demand. Growth in the eurozone should also follow a similar dynamic and reach 1.3% in 2025 and 1.6% in 2026 (the European Central Bank, in its December 2024 report, revised its forecasts downwards, pointing to growth in the eurozone of 0.7% in 2024, 1.1% in 2025, 1.4% in 2026 and 1.3% in 2027).

3. Group structure

The structure presented below is the structure of Vista Alegre Atlantis Group on 31st of December 2024 and 2023:

Companies	Head office	Participation percentage	
		2024	2023
Vista Alegre Atlantis, SGPS, SA	Ílhavo	Parent Company	Parent company
Cerexport - Cerâmica de exportação, SA	Ílhavo	100.00%	100.00%
Cerutil - Cerâmicas Utilitárias, SA	Sátão	100.00%	100.00%
Faiâncias Artísticas Bordalo Pinheiro, SA	Caldas da Rainha	86.14%	86.14%
Faiâncias da Capôa - Indústria Cerâmica, SA	Ílhavo	100.00%	100.00%
Mexicova, SA	Mexico City	100.00%	100.00%
Ria Stone Fábrica de Louça de Mesa em Grés, SA	Ílhavo	100.00%	100.00%
Ria Stone II, SA	Ílhavo	100.00%	100.00%
Shree Sharda Vista Alegre Private Limited	Delhi	50.00%	50.00%
VA - Vista Alegre Espanha, SA	Madrid	70.00%	100.00%
VAA Brasil – Comércio, Importação e Exportação, SA	S. Paulo	98.03%	98.03%
VAA I.I. – Sociedade Imobiliária, SA	Ílhavo	100.00%	100.00%
Vista Alegre Atlantis Moçambique, Lda	Maputo	99.00%	99.00%
Vista Alegre Atlantis, SA	Ílhavo	100.00%	100.00%
Vista Alegre France, SAS	Paris	100.00%	100.00%
Vista Alegre USA Corporation	New York	100.00%	100.00%

Vista Alegre Group is made up of 16 companies in 2024 (Bordalgest, S.A. was dissolved during 2023), divided into four business areas (porcelain, earthenware, stoneware as well as crystal and handmade glass):

- ✓ Vista Alegre Atlantis, SGPS, S.A., has as its corporate objects the management of shareholdings in other companies as an indirect way of carrying out economic activities. Its subsidiaries develop business in production, distribution and sale of porcelain, crystal and manual glassware, table and oven stoneware and earthenware, with horeca, retail and private label distribution channels.
- ✓ Vista Alegre Atlantis, S.A., company of Portuguese law which holds the entire Group's production (porcelain, crystal, oven to tableware and handmade glass), and the national chain stores.
- ✓ Cerutil – Cerâmicas Utilitárias, S.A., company of Portuguese law which holds the factory in Sátão (Viseu) that has more than 15,000 m² of productive area, in an optimised layout, which represents a national reference in the stoneware manufacture.
- ✓ Bordalgest, S.A., a Portuguese company based in Lisbon, was dissolved in November 2023 as a result of an internal corporate reorganisation.
- ✓ *Faiâncias Artísticas Bordalo Pinheiro, S.A.*, company of Portuguese law that in the scope of Vista Alegre Group is now autonomising as a business area in the faïence (tableware, gift ware and

special editions). VAA thus owns the production units in Portugal located in Caldas da Rainha and Aradas in this business area.

- ✓ *Vista Alegre España, S.A.*, society of Spanish law which, in that country, carries out the activities of distributor and retailer owning 33 points of sale in the shops El Corte Inglés, in addition to the two stores of the brand.
- ✓ *Faianças da Capôa-Indústria de Cerâmica, S.A.*, society of Portuguese law, owner of the factory in Aradas/Aveiro.
- ✓ *Cerexport-Cerâmica de Exportação, S.A.*, society of Portuguese law, owner of the building in Esgueira/Taboeira/Aveiro, where VAA has its industrial production of ovenware.
- ✓ VAA Brasil – Comércio, Importação e Exportação S.A., society of Brazilian law, based in the city of Vitória, state of Espírito Santo, owned in 97.57% by *Cerexport-Cerâmica de Exportação, S.A.*, 0.46% by *Faianças da Capôa-Indústria de Cerâmica, S.A.* and 1.97% by a local partner. This company was constituted in July 2011, with the objective of trading Vista Alegre Atlantis products.
- ✓ *Ria Stone, Fábrica de Louça de Mesa em Grés, S.A.*, society of Portuguese law, based in Ílhavo, constituted in June 2012, whose object consists in the production of tableware and domestic articles in stoneware, trade of articles stoneware, faience and ceramics.
- ✓ Ria Stone II, S.A., society of Portuguese law, based in Ílhavo, constituted in December 2020, whose object consists in the production of tableware and domestic articles in stoneware, trade of articles stoneware, earthenware and ceramics. This company remained inactive in 2023.
- ✓ *Vista Alegre Atlantis Moçambique, Lda.*, society based in Maputo, Mozambique, constituted in December 2012, with the objective of trade porcelain articles, faience and others, domestic crystal and glass, allowing to have a local presence in this country.
- ✓ *Vista Alegre USA Corporation* it's an American society based in New York, where is located a showroom, being the first space of the brand in the United States of America.
- ✓ VAA I.I. – Sociedade Imobiliária S.A. is a company based in Portugal and will exercise its activity in the real estate and tourism area.
- ✓ Shree Sharda Vista Alegre Private Limited is a company based in India and will exercise the Group's commercial activity (porcelain, crystal, ovenware, earthenware and handmade glass).
- ✓ *Vista Alegre France, SAS*, is a company incorporated under French law, whose main activity is the trade of porcelain and earthenware as well as related products, crystal and glass pieces and decoration items, import and export of similar products; as well as all activities whose end is related.
- ✓ *Mexicova, S.A.*, a company based in Mexico City, will be engaged in the commercial activity of the Group in this country (porcelain, crystal, ovenware, earthenware and handmade glass).

4. Activity evolution

VAA-Vista Alegre Atlantis, SGPS, SA only carries out industrial and commercial activity indirectly, through its subsidiaries.

In 2024 this company presented a net result of 4,055,499 Euros.

In January 2014, a service provision agreement was signed between Vista Alegre Atlantis, SGPS, S.A. and Vista Alegre Atlantis, S.A. (VAA, S.A.), in which VAA, SGPS, S.A. undertakes to provide administrative and management technical services to VAA, S.A., in which share capital it holds 100% of the voting right. During the 2024 financial year, the amount of this service provision was maintained compared to the previous year, totalling 1,087,140 euros.

In 2022, three contracts for the provision of administration and management services were signed with the subsidiaries Cerutil, Faianças Artísticas Bordalo Pinheiro and Ria Stone in the amount of 145,908 euros, 197,762 euros and 1,752,803 euros, respectively. In the 2024 financial year, only the contract with Ria Stone was revised slightly downwards, totalling 1,750,800 euros (Note 19).

On the 31st of December 2024 and 2023, the amount of retirement pension liabilities relates to a provision related to retirement supplements of a former director of Vista Alegre Group. Defined benefit plan obligations are calculated annually based on external information from independent actuarial experts. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows, using interest rates of high-quality bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approaching the terms of the related pension liability. All actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in equity and presented in other comprehensive income.

In December 2014, the *Supremo Tribunal de Justiça* validated the attribution of the retirement pension to said former director, despite the fact that the Company changed the amount paid to said beneficiary from 2018, based on a certain position supported by a legal framework. During the first semester of 2022, and due to legal actions brought by the aforementioned former director, the *Supremo Tribunal de Justiça* issued a decision unfavourable to Vista Alegre, which was ordered to pay the pension requested by the Former Director. As a result of this agreement, there was an increase in the provision amount in 2022, totalling 2.1 million euros. During the year ending on the 31st of December 2024, the Company maintains liabilities of 2,189,917 euros.

In the 2024 financial year, VAA-Vista Alegre Atlantis, SGPS, S.A. recorded a profit of 4 million euros, relating to the calculation of the equity method.

On the 9th of October 2018 the reverse stock split was completed. It was based on the regrouping of the 1.524.091.460 shares representing the company's share capital, by applying a regrouping ratio of 1:10, corresponding to every 10 (ten) shares 1 (one) new share, rounded up to the nearest whole number.

On the 12th of December 2019, VAA - Vista Alegre Atlantis, SGPS, SA increased its capital by new cash inflows, with the suppression of shareholders' pre-emptive rights, in the amount of 12,192,731.20 euros, resulting in a change in the capital of Vista Alegre from 121,927,316.80 euros to 134,120,048.00 euros, by issuing 15,240,914 new shares, with a nominal value of 0.80 euros each, as communicated to the market in due course.

In May 2024, Vista Alegre Atlantis successfully completed the organisation and launch of a bond using a public subscription offer for a total amount of 60 million euros. This operation allowed VAA to diversify its funding sources, since this bond loan was placed nationally with retail investors. This was VAA's first bond issue aimed at this type of investor, thus reaching another important milestone in the company's history. As a result of this bond issue, VAA will repay (in October 2024) the bond issue launched in 2019 with institutional investors - VAA Fixed Rate Guaranteed Senior Secured Notes 2019-2024 Class A - and is well positioned to finance the investments planned for its activity. Between these two transactions (bond issue (May 2024) and repayment of the 2019 bond (October 2024)), VAA made some financial investments in order to optimise these additional funding resources.

In July 2024, VAA - Vista Alegre Atlantis SGPS, S.A. sold 30% of the share capital of Vista Alegre Spain to CR7, S.A..

During the 2024 financial year there was a voluntary change in accounting policies compared to those taken into account when preparing the financial information for previous financial years, namely the adoption of the equity method when valuing financial holdings in subsidiaries, associated companies and joint ventures. The change was made because the financial statements now provide reliable and more relevant information on business development in Vista Alegre SGPS, S.A.'s subsidiaries.

5. Proposal for the earnings application

Under the terms of the law, it is proposed that the profit of 4,055,499 euros, derived from the company's activity, be applied as follows:

Description	Amount
Retained earnings	85 104
Adjustments to financial assets	3 970 395
	4 055 499

6. Important events after the end of the year

On the 2nd of April 2025, US President Donald Trump announced a series of trade measures that could have significant impacts on the global economy. Among the main initiatives is the implementation of additional tariffs on imports from various countries, including the European Union, China, Canada and Mexico. These tariffs, which reach up to 25% on some products, have been justified as part of a strategy to balance trade relations and to protect American industry.

Moreover, a policy of "reciprocal tariffs" was presented, aiming at equalise the rates applied to American product exports. These measures have generated international reactions, including possible retaliation from the countries affected, contributing to a more volatile economic environment.

Within the Vista Alegre Group's business, it is our conviction that the impacts will not materialise, since our operations do not involve exports or imports from the United States. We will continue to monitor the global economic outlook, ensuring that any relevant changes are duly assessed and incorporated into our business strategy.

7. Prospects

Vista Alegre expects 2025 to be a year of growth in all channels, with new innovative projects, new markets and the continued growth of the Brand.

The brand is expected to grow in terms of retail sales and hotels channels, mainly in subsidiaries and emerging markets.

A strong recovery is expected in private label projects in the ceramics area, especially in the stoneware segment in both the oven and table products.

As for the foreign market, we are very optimistic in terms of sales growth through expansion into new markets.

In terms of domestic market, a more conservative stance has been adopted, particularly by channel operators (Horeca), where the volume of new projects is not as high as during the post-pandemic years. Vista Alegre expects sales to remain stable. For subsidiaries as a whole, the expectation is for very optimistic sales growth.

The variability of the global economic, political and social situation, which has been felt since the start of the war in Ukraine, is still a determining factor that will influence the entire business, but Vista Alegre believes that there are signs of optimism for 2025 compared to 2024.

8. Company Branches

This item corresponds to a situation not applicable to the company.

9. Operations with Own Shares

Under the terms and for the purposes of *Regulamento da Comissão de Mercado de Valores Mobiliários* [Securities Market Commission Regulation] no. 5/2008 (amended by CMVM Regulation no. 7/2018), namely Article 11(1) and (2), we confirm that Vista Alegre SGPS, S.A. did not purchase or sell any of its own shares during 2024. As such, the position has not changed, holding a total of 110 own shares.

10. Business between the Company and its Directors

No authorisation was granted to any manager to negotiate directly with the company, no loans or credits were granted, no payments were made on their behalf, no guarantees were provided, nor advance payments were carried out.

11. Activity developed by the Non-Executive Members of the Board of Directors

In the meetings with the Executive Directors, which have been held on an almost monthly basis, members of the Non-Executive Board of Directors were informed of the most relevant deliberations for the Company taken by the Executive Committee and of all related information, with the decisions having the greatest impact on the Company taken at the meetings of the Board of Directors, namely those relating to business strategy and planning, financing and guarantees and large investments. When carrying out their duties, the non-executive members of the Board of directors did not face any constraints.

12. Final note

In compliance with the legal and statutory provisions, the Parties, individually, declare that, according to their knowledge, the Annual Report for the year of 2024 have been prepared in accordance with applicable International Financial Reporting Standards, giving a true and fair view, in all materially relevant aspects, of the assets and liabilities, the financial situation and the consolidated income issuer, and that the Management Report (read together with the Management Report that accompanies the consolidated accounts) faithfully reflects the evolution of the business, performance and position of the issuer, as well as of the companies included in the consolidation companies, and it contains a description of the main risks and uncertainties they face.

At Vista Alegre Atlantis, SGPS, SA, the main financial liabilities are loans obtained from banking and bond institutions, commercial accounts payable and other accounts payable. Financial liabilities are incurred in order to finance the Group's operations, namely the Companies' Group working capital and investments in expansion and maintenance of production capacity. Financial risk management is described in note 25 of the annex to the financial statements.

Ílhavo, 29th of April 2025

The Board of Directors

Nuno Miguel Rodrigues Terras Marques
Chairman of the Board of Directors

Paulo Jorge Lourenço Pires
Vice-Chairman of Board of Directors

Alexandra da Conceição Lopes
Member of the Board of Directors

Alda Alexandra Abrantes Costa
Member of the Board of Directors

Nuno Miguel Ferreira De Assunção Barra
Member of the Board of Directors

Nuno Maria Pinto de Magalhães Fernandes Thomaz
Member of the Board of Directors

Cristina Isabel Sousa Lopes
Member of the Board of Directors

Teodorico Figueiredo Pais
Member of the Board of Directors

Carlos Alberto Sá Garcia da Costa
Member of the Board of Directors

Fernando Daniel Leocádio Campos Nunes
Member of the Board of Directors

Maria Isabel Couto Fernandes
Member of the Board of Directors

Céline Dora Judith Abecassis Moedas
Member of the Board of Directors

Mário Godinho de Matos
Member of the Board of Directors

Luís Miguel Poiares Pessoa Maduro
Member of the Board of Directors

Tiago de Moura Pacheco Coelho Craveiro
Member of the Board of Directors

Financial Statements
Financial Position
on the 31st of December 2024 and on the 31st of December 2023

Headings	Notes	31-12-2024	31-12-2023 (RESTATED NOTE 5)	01-01-2023 (RESTATED NOTE 5)
		IFRS	IFRS	IFRS
Non-current assets:				
Financial investments in subsidiaries	8	90 238 285	129 173 983	86 951 698
Financial investments – others	7, 8	112 587	112 587	112 587
Tangible fixed assets	9	90 546	106 793	123 039
Intangible assets	10	168 370	185 037	8 660
Deferred tax assets	11	470 832	469 554	480 907
Accounts receivable and others	7, 12	53 792 026	42 827 877	29 013 205
Total non-current assets		144 872 647	172 875 831	116 690 096
Current assets:				
Accounts receivable and others	7, 12	20 800 476	5 999 254	3 185 463
State and other public entities	18	97 750	662	414
Cash and cash equivalents	7	344 127	9 202 736	16 288 937
Total current assets		21 242 354	15 202 651	19 474 815
TOTAL ASSETS		166 115 001	188 078 482	136 164 911
Equity:				
Share capital	13, 26	134 120 048	134 120 048	134 120 048
Treasury capital	13	-1 854	-1 854	-1 854
Supplementary benefits	13	38 181 653	38 181 653	38 181 653
Issue premiums	13	0	25 112 774	25 112 774
Reserves and Retained earnings	14	-88 175 360	-122 887 206	-123 225 764
Net income for the financial year	14	4 055 499	6 535 107	0
Total equity		88 179 986	81 060 522	74 186 858
Non-Current Liabilities:				
Loans obtained	7, 15	58 283 551	0	47 002 003
Provisions	8	1 963 817	1 545 605	1 851 842
Provisions for retirement pensions	17	2 189 917	2 086 907	2 137 364
Total non-current assets		62 437 285	3 632 512	50 991 209
Current Liabilities:				
Loans obtained	7, 15	0	47 261 396	1 232 827
Accounts payable and other debts	7, 16	15 289 147	56 021 110	9 660 233
State and other public entities	18	208 583	102 942	93 783
Total current liabilities		15 497 730	103 385 448	10 986 844
TOTAL LIABILITIES		77 935 014	107 017 960	61 978 053
EQUITY AND LIABILITIES		166 115 001	188 078 482	136 164 911

**Separated Statements of Results by Nature
on the 31st of December 2024 and on the 31st of December 2023**

Headings	Notes	31-12-2024	31-12-2023 (RESTATED NOTE 5)
Services rendering	19	3 181 608	3 184 242
Gains / losses of subsidiaries, associates and joint ventures	8	3 970 395	5 699 835
External supplies and services	20	-740 614	-770 803
Staff costs	21	-1 176 145	-1 002 295
Amortisation and depreciation	9	-32 913	-24 579
Provisions	17	0	0
Other operational costs and losses	22	-103 994	-50 900
Impairment of non-depreciable assets - (losses)/reversals	8	0	0
Other profit and operating income	22	29 632	2 059
Financial cost and losses	23	-5 267 679	-3 017 302
Financial profits	23	4 198 524	2 578 787
Result before taxes		4 058 813	6 599 043
Income tax	11	-3 314	-63 936
Result for the financial year		4 055 499	6 535 107
Number of common shares issued deducted from treasury shares		167 650 060	167 650 060
Basic earnings per share (euros per share)		0.02	-0.06
Diluted earnings per share (euros per share)		0.02	-0.06

Statement of Comprehensive Income
periods ended on the 31st of December 2024 and
on the 31st of December 2023

	31-12-2024	31-12-2023 (RESTATED NOTE 5)
Result for the financial year	4 055 499	6 535 107
Amounts that will be subsequently reclassified to profit or loss		
Application of the Equity Method		
Adjustments of exchange conversion	-701 031	19 403
Other adjustments	95 091	-177 587
Amounts that will not be subsequently reclassified into profit or loss		
Retirement benefits	-358 778	-161 729
Application of the Equity Method		
Retirement benefits	-157 542	-214 161
Revaluation of fixed assets	2 451 291	872 632
Total comprehensive income for the financial year	5 384 530	6 873 664

**Statement of changes in equity
for the periods ended on the 31st of December 2024 and
on the 31st of December 2023**

Headings	Equity (note 13)	Issue premiums (note 13)	Treasury shares (note 13)	Supplementary benefits (note 13)	Reserves and retained earnings (note 14)	Net income for the financial year	Total
Balance on the 1st of January 2023	134 120 048	25 112 774	-1 854	38 181 653	-23 454 595	0	173 958 026
Effect of the change in the accounting policy for recognising financial investments (note 5)	0	0	0	0	-99 771 169	0	-99 771 169
Balance on the 1st of January 2023 (Restated note 5)	134 120 048	25 112 774	-1 854	38 181 653	-123 225 764	0	74 186 858
Total comprehensive income							
Net income for the financial year	0	0	0	0	0	6 535 107	6 535 107
Other comprehensive income for the financial year	0	0	0	0	-161 729	0	-161 729
Other effects Application of the Equity Method	0	0	0	0	500 287	0	500 287
Comprehensive income for the period	0	0	0	0	338 557	6 535 107	6 873 664
Balance on the 31st of December 2023	134 120 048	25 112 774	-1 854	38 181 653	-122 887 206	6 535 107	81 060 522
Headings	Equity (note 13)	Issue premiums (note 13)	Treasury shares (note 13)	Supplementary benefits (note 13)	Reserves and retained earnings (note 14)	Net income for the financial year	Total
Balance on the 31st of December 2024	134 120 048	25 112 774	-1 854	38 181 653	-122 887 206	6 535 107	81 060 522
Allocation of surplus	0	0	0	0	6 535 107	-6 535 107	0
Total comprehensive income							
Net income for the financial year	0	0	0	0	0	4 055 499	4 055 499
Other comprehensive income for the financial year	0	0	0	0	-358 778	0	-358 778
Other effects Application of the equity method (Note 14)	0	0	0	0	1 687 809	0	1 687 809
Comprehensive income for the period	0	0	0	0	7 864 138	4 055 499	5 384 530
Partial sales of Subsidiary (notes 6 and 14)	0	0	0	0	1 734 934	0	1 734 934
Use of share issue premiums (note 13)	0	-25 112 774	0	0	25 112 774	0	0
Balance on the 31st of December 2024	134 120 048	0	-1 854	38 181 653	-88 175 360	4 055 499	88 179 986

Statement of Cash Flows
for the financial years ended on the on the 31st of December 2024
and 2023

Headings	31-12-2024	31-12-2023
1. OPERATING ACTIVITIES:		
Receivables from clients	5 048 644	2 501 554
Payments to suppliers	-1 976 171	-378 636
Payments to staff	-946 248	-902 671
Flows generated by operations	2 126 225	1 220 248
Income tax payments/receivables	0	0
Other operating payments/receivables	-1 789 702	-663 845
Flows from operating activities	336 524	556 402
2. INVESTMENT ACTIVITIES:		
Receivables from:		
Loans and advances granted	28 601 146	40 006 036
Shareholder loans (Note 7)	35 905 000	22 935 000
Interest and similar income	1 840 995	1 985
Dividends (Note 8)	866 527	0
Payments relating to:		
Loans granted	-41 631 223	-44 222 973
Shareholder loans (Note 7)	-41 175 000	-22 935 000
Interests and similar expenses	-237 845	0
Tangible fixed assets	0	0
Flows from investment activities	-83 044 068	-67 157 973
3. INVESTMENT ACTIVITIES:		
Receivables from:		
Loans granted (Notes 7 and 15)	60 000 000	0
Payments relating to:		
Loans granted (Notes 7 and 15)	-47 500 000	-1 250 000
Interest and similar	-5 864 731	-2 177 652
Flows generated by investment activities	-53 364 731	-3 427 652
4. CASH AND CASH EQUIVALENTS VARIATION	6 635 269	-3 427 652
5. EFFECT OF CURRENCY EXCHANGE DIFFERENCES	-8 858 608	-7 086 202
6. INITIAL CASH AND CASH EQUIVALENTS (Note 7)	9 202 736	16 288 937
7. FINAL CASH AND CASH EQUIVALENTS (Note 7)	344 127	9 202 736

Notes to the Consolidated Financial Statements

The amounts are in euros

1. General Information

VAA – Vista Alegre Atlantis, S.G.P.S., S.A. hereinafter referred to as VAA, SGPS, S.A. (“Company”, “Society” or “VAA”) was established in 1980 as a private limited company, under the name of Fábrica de Porcelana da Vista Alegre, Lda.. The company’s general object is the industry of porcelain as well as other ceramic products. This activity had already been carried out since 1824 by another company belonging to Vista Alegre Group, which at that time, and due to restructuring reasons, decided to empower certain business areas. Since the late 1987, the Company has been listed in the Lisbon and Porto Stock Exchange.

Currently called VAA Vista Alegre Atlantis, SGPS, S.A., the company has the corporate purpose of managing shareholding in other companies, as an indirect form of economic activities, which consist of the production, distribution and sale of porcelain, earthenware, stoneware, crystal and handmade glass, through its own retail network, with independent retailers and distributors. VAA - SGPS, S.A. is based at Lugar da Vista Alegre, 3830-292, Ílhavo. The company has its shares listed on the Stock Exchange of the official *Euronext Lisbon* market.

“VAA Group” owns six factories in Portugal, three in Ílhavo, one in Caldas da Rainha, another one in Alcobaça and another in Sátão (Viseu); and it sells mainly in the Euro zone countries, especially in Portugal, Netherlands, France, Spain and Germany.

On the 12th of December 2019, VAA - Vista Alegre Atlantis, SGPS, SA increased its capital by new cash inflows, with the suppression of shareholders' pre-emptive rights, in the amount of 12,192,731.20 euros, resulting in a change in the capital of Vista Alegre from 121,927,316.80 euros to 134,120,048.00 euros, by issuing 15,240,914 new shares, with a nominal value of 0.80 euros each, as communicated to the market in due course. This capital increase operation also generated an issue to the amount of 3.048.183 euros (Note 13).

Despite Visabeira Indústria, SGPS, S.A. maintaining ownership of 137,965,420 shares representing the share capital and voting rights of Vista Alegre as a result of the aforementioned, as a result of the capital increase (with the purpose, among others, of diversifying the VAA shareholder base) and of Visabeira Indústria, SGPS, S.A. not having subscribed to any new shares in this scope, its qualified shareholding in VAA has been reduced to 82.29% of VAA’s share capital and voting rights, with reference to the share capital of VAA 134,120,048.00 euros represented by 167,650,060 shares after the Capital Increase.

In June 2024, the company CR7, S.A., owned by footballer Cristiano Ronaldo, acquired a 10% share of VAA - Vista Alegre Atlantis, SGPS, S.A. from Visabeira Indústria, SGPS, S.A., corresponding to 16,765,006 shares. In this sense, on the 31st of December 2024, Visabeira Indústria, SGPS, S.A. directly holds 121,200,962 shares representing 72.29% of Vista Alegre’s share capital and voting rights.

Visabeira Indústria SGPS, S.A. share capital is entirely owned by (100%) by Grupo Visabeira, S.A. (based on Rua do Palácio do Gelo, n.º 1, Palácio do Gelo Shopping, Piso 3, Viseu, with the share capital of

116.540.215,00 Euro, registered at the *Conservatória do Registo Comercial de Viseu* [Commercial Registry of Viseu] under the single registration and VAT number 502.263.628), whereby the voting rights of Visabeira Indústria SGPS, S.A. are also attributable to Grupo Visabeira, S.A., which, in turn, also owns directly 5,548,417 shares representing 3.31% of VAA – Vista Alegre Atlantis, SGPS, S.A.’s share capital and voting rights.

It should also be noted that 98.57% of the share capital and voting rights of GRUPO VISABEIRA, S.A. is directly held by the company NCFGEST, S.A., based at Repeses, Viseu, with a share capital of 138,051,852.60 Euros, registered at the *Conservatória do Registo Comercial de Viseu* [Commercial Registry of Viseu] under the single registration and VAT number 508.959.756, and therefore the voting rights representing VAA’s share capital, mentioned above, are also attributable to NCFGEST, S.A..

In 2024, the company NCFTRADETUR, S.A., 100% of whose share capital and voting rights are held directly by the company NCFGEST, S.A., has 4,785,769 shares representing 2.85% of the share capital and voting rights of VAA - Vista Alegre Atlantis, SGPS, S.A., with 3,779,918 shares having been acquired over the counter.

On the 31st of December 2024, NCFGEST, S.A. directly held 7,735,422 shares representing 4.61% of the share capital and voting rights of VAA - Vista Alegre Atlantis, SGPS, S.A.

These individual financial statements were approved and authorised for issue at the Board of Directors meeting held on the 29th of April 2025.

2. Summary of the main accounting policies

The main accounting policies adopted in preparing the attached financial statements for the year ending on the 31st of December 2024, which include the Material Accounting Policies, are as follows:

2.1 Basis of presentation

The attached financial statements were prepared on the assumption of continuing operations, based on the Company's accounting books and records, maintained in accordance with the provisions of the International Financial Reporting Standards, effective for the financial years beginning on the 1st of January 2023, as adopted by the European Union. Both the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and the International Accounting Standards ("IAS") issued by the International Accounting Standards shall be understood as part of those standards. ("IASC") and respective interpretations – IFRIC and SIC, issued by the International Financial Reporting Interpretation Committee ("IFRIC") and Standing Interpretation Committee ("SIC"). Hereafter, all those standards and interpretations will be generically designated as "IFRS".

When elaborating the separate financial statements, the Board of Directors of the Vista Alegre SGPS, S.A. uses estimates and assumptions which affect the application of policies and the amounts of assets and liabilities. The associated estimates and assumptions are based on historical experience and other factors considered reasonable under the circumstances and are the basis for judgements on the values of the assets and liabilities whose valuation is not evident from other sources. Actual results may differ from estimates. Issues that require a higher judgement or complexity, or for which assumptions and estimates are considered significant, are presented in Note 3.

The Board of Directors evaluated the Company's and its subsidiaries' ability to operate on a continuous basis, based on all relevant information, facts and circumstances of financial, commercial or other nature, including events subsequent to the reporting date of the financial statements, available about the future. The Board of Directors came to the conclusion that it has the adequate resources to maintain its activities, with no intention of ceasing activities in the short term, and it has considered appropriate to use the assumption of continuity of operations in the preparation of condensed consolidated financial statements accounts on the 31st of December 2024.

During the 2024 financial year there was a voluntary change in accounting policies compared to those taken into account when preparing the financial information for previous financial years, namely the adoption of the equity method when valuing financial holdings in subsidiaries, associated companies and joint ventures. The change was made because the separate financial statements now provide reliable and more relevant information on the evolution of the activity of Vista Alegre SGPS, S.A.'s subsidiaries.

2.2 Comparability of information

The Company's financial statement as of the 31st of December 2024 was prepared in accordance with accounting policies and calculation methods similar to those presented in the separate financial

statements of 2023, with the exception of the measurement of financial holdings in subsidiaries and associates, which are now measured using the equity method. The impacts of this change are disclosed in Note 5.

2.3 Main valuation criteria

2.3.1 Fixed tangible assets

Vista Alegre SGPS, S.A. owns a Chapel (in Ílhavo), classified as a national monument, for which it is not possible to reliably determine any current or fair value.

The amount included in the item of tangible fixed assets is essentially related to the rehabilitation of this Chapel. The purchase cost includes all expenditures directly attributable to the assets purchase.

The remaining tangible fixed assets are initially measured at acquisition cost and subsequently are deducted from depreciation and impairment losses.

The acquisition cost includes all expenditures directly attributable to the activities required to place the assets in the location and condition required to operate as required.

The subsequent costs are included in the assets' carrying amount, or recognised as separate assets, as adequate, only when it is possible that the economic benefits will flow to the Company and the cost may be measured with reliability. All other subsequent expenditures are recognised as an expense during the period they incur.

Depreciations

Land is not depreciated, as the depreciations of the remaining assets calculated over the acquisition or reassessment values, by the according to the constant quota method, on a duodecimal basis. The annual rates applied successfully reflect the economic useful life of the assets, which is determined according to the expected use. The depreciation rates correspond, on average, to the following estimated useful lives:

	31-12-2024	31-12-2023
Buildings and other constructions	3-50	3-50
Transport equipment	4-8	4-8

The depreciation process starts on the month the asset becomes available for operation.

The assets' residual values, the useful lives and the amortisation methods are reviewed and adjusted annually. In case the carrying amount is superior to the assets' recoverable value, its readjustment to the estimated recoverable values should be carried out.

2.3.2 Financial Instruments

2.3.2.1 Investments in subsidiaries and associated companies

The company adopts the equity method. Investments in the following types of entities are valued in accordance with this method:

- Subsidiaries, defined as such the entities that are controlled by the company, because it is exposed to or has rights over the variable results generated by the subsidiary through its relationship with it, and has the ability to affect those results;
- Associates, defined as such entities over which the company has significant influence, and which are neither Subsidiaries nor Joint Ventures;
- Joint Ventures, defined as such economic activities carried out in partnership with the company, subject to joint control, through a contractual agreement in which the company holds significant influence.

To determine control or significant influence, interests existing at the time are also taken into account, taking into account potential voting rights.

Under the equity method, these financial investments are initially recognised at acquisition cost. Subsequent to the acquisition date, the carrying amounts of the investments:

- They are increased or decreased by the amount corresponding to the Company's share in the comprehensive income (including net profit for the year) of the subsidiaries, against other comprehensive income of the Company or gains or losses for the year, as applicable;
- It is diminished by profit distributions or reserves received;
- Is increased or decreased to reflect, against Equity in the item "Adjustments in financial assets (MEP)", changes in the company's proportional interest in subsidiaries resulting from changes in their equity that have not been recognized in the respective results. Such changes include those resulting from foreign currency translation differences or the effect of revaluations of fixed assets realised at the level of the respective subsidiaries.

The differences between the purchase price and the fair value of the identifiable assets and liabilities of subsidiaries, joint ventures and associates on the purchase date, if positive, are recognised as Goodwill and are maintained in the financial investment amount.

During valuation, the following provisions regarding the application of this method were complied with:

- The financial statements of subsidiaries, associates and joint ventures were already prepared, or were adjusted out of accounting, in order to reflect the same accounting policies of the company before they could be used in determining the effects of equity accounting; These same policies

are reflected and used in the Company's consolidated financial statements which are issued on the same date and are applied consistently between the various subsidiaries;

- The financial statements of the subsidiaries used to determine the effects of the equity equivalence refer to the same date as those of the company;
- Income and gains and expenses and losses and intragroup dividends were eliminated;
- Results arising from intragroup transactions that were recognized in assets were eliminated;
- When the proportion of the Company in accumulated losses of subsidiaries exceeds the value by which the investment is recorded, the investment is reported at null value, except when the company has undertaken commitments towards the subsidiary, reporting in such cases a provision to meet these obligations.

The impact of the Equity Method on the income statement is recorded in the line 'Gains / losses from subsidiaries, associates and joint ventures'.

The Company carries out impairment tests on financial investments whenever it identifies the existence of impairment indicators, events or changes in the surrounding conditions which indicate that the book value at which the subsidiaries are recognised in the separate financial statements is not recoverable. Impairment losses are recognised in the income statement whenever they are proven to exist. When impairment losses recognised in previous years cease to exist, they are reversed.

2.3.2.2 Financial assets

Recognition

Purchases and sales of investments in financial assets are recorded on the date of the transaction that is the date on which the company undertakes to buy or sell the asset, regardless of the date of settling the transaction.

Classification

The classification of financial assets depends on the business model followed by the Company in the management of financial assets (receipt of cash flows or appropriation of fair value changes) and the contractual terms of the cash flows receivable.

Changes in the classification of financial assets can only be made when the business model is changed, except for financial assets at fair value through other comprehensive income, which are equity instruments, which can never be reclassified to another category.

Financial assets may be classified into the following measurement categories:

- (i) Financial assets at amortised cost: it comprises the financial assets that correspond only to the payment of nominal value and interest, and whose business model chosen by the management is the receipt of contractual cash flows;

(ii) Financial assets at fair value through other comprehensive income: this category may include financial assets that qualify as debt instruments (contractual obligation to deliver cash flows) or equity instruments (residual interest in a company); a) in the case of debt instruments, this category includes financial assets that correspond to the payment of nominal value and interest for which the business model chosen by the management is the receipt of contractual cash flows or occasionally its sale; b) in the case of equity instruments, this category includes the percentage of interest held in companies over which the Company does not have any control, joint control or significant influence and which the Company has irrevocably chosen on the date of its initial recognition designate at fair value through other comprehensive income;

(iii) Financial assets at fair value through loss and profit: includes assets that do not meet the criteria for classification as financial assets at amortised cost or at fair value through other comprehensive income, whether they refer to debt instruments or equity instruments that were not classified at fair value through other comprehensive income;

Measurement

The Company initially measures financial assets at fair value, plus transaction costs directly attributable to the purchase of financial assets, for financial assets that are not measured at fair value through profit or loss. The transaction costs of financial assets at fair value through profit or loss are recorded in the income statement of the fiscal year they are incurred.

Financial assets at amortised cost are subsequently measured in accordance with the effective interest rate method and deducted from impairment losses. Interest income on these financial assets is included in "Interest income" on financial income.

Financial assets at fair value through other comprehensive income that are equity instruments are measured at fair value on the date of initial registration and subsequently, and the fair value changes are recorded directly in the other comprehensive income, in the equity, but with no future reclassification even after derecognition of the investment.

Impairment losses

The Company assesses in a forward-looking manner the estimated credit losses associated with financial assets, which are debt instruments, classified at amortised cost and at fair value through other comprehensive income. The applied impairment method takes into account the credit risk profile of the debtors, and different approaches are applied depending on the nature of the debtors.

Regarding receivables under "Customers" and "Debtors" and Customers contracts assets, the Company uses a simplified approach permitted by IFRS 9, according to which estimated credit losses are recognised from the initial recognition of the balances receivable and for the whole period up to maturity, considering a matrix of historical default rates for the maturity of the balances receivable, adjusted by prospective estimates.

Regarding the balances receivable from related companies, which are not considered as part of the financial investment in these companies, the credit impairment is assessed according to the following criteria: i) if the balance receivable is immediately due ("on demand"); ii) if the balance receivable is low risk; or iii) if it has a maturity of less than 12 months.

In cases where the amount receivable is immediately payable and the related company is able to pay, the probability of non-compliance is close to 0% and therefore the impairment is considered equal to zero. In cases where the receivable balance is not immediately due, the related company's credit risk is assessed and if it is "low" or if the maturity is less than 12 months, then the Company only evaluates the probability of a non-compliance occurring for the cash flows that mature during the next 12 months.

For all other situations and nature of receivables, the Company uses the general approach of the impairment model, evaluating at each reporting date whether there has been a significant increase in credit risk since the date of the initial recognition of the asset. If there is no increase in credit risk, the Company calculates an impairment corresponding to the amount equivalent to expected losses within a period of 12 months. If there has been an increase in credit risk, impairment is calculated corresponding to the amount equivalent to expected losses for all contractual flows until the maturity of the asset.

Derecognition of financial assets

The Company derecognises financial assets when contractual rights to cash flows have expired or they have been transferred, and the Company has substantially transferred all the risks and rewards of ownership of the asset.

In the derecognition of a financial asset measured at amortized cost, the difference between its carrying amount and the sum of the consideration received, and receivable is recognised in the income statement.

2.3.2.3 Third party's debts

"Customers" and "Debtors" heading are initially recognised at fair value and are subsequently measured at amortised cost, net of impairment adjustments.

2.3.2.4 Loans

Loans are recorded at amortised cost using the effective interest rate method, less any impairment losses.

Borrowing costs are recognised as an expense for the year on an accruals basis.

2.3.2.5 Debts to third parties

Debts to third parties to non-interest bearing are recorded at their nominal value, except in situations where the effect of the financial update is considered material.

2.3.2.6 Equity instruments and the distinction between financial liabilities

Financial liabilities and equity instruments are classified according to the contractual substance of the transaction. The Company considers equity instruments those in which the contractual support of the transaction shows that the Company has a residual interest in a group of assets after deducting a set of liabilities.

Equity instruments issued by the Company are recorded according to the amount received, net of the costs incurred with its issuing. The treasury shares are accounted for by its acquisition value as a reduction to equity.

The gains or losses resulting from the disposal of treasury shares are registered in "Reserves and retained earnings", not being considered in the results of the period in which they occur.

2.3.2.7 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are settled, cancelled or have expired. The difference between the carrying amount of the derecognised financial liability and the consideration paid or payable is recognised in the income statement.

2.3.2.8 Cash and cash equivalents

The amounts included under "Cash and cash equivalents" correspond to cash, bank deposits, time deposits and other cash investments, which mature less than three months and can be immediately mobilised with insignificant risk of change in value.

2.3.3 Equity

- Share Capital:**

The share capital is fully represented by bearer share certificates, which are classified in the Equity.

- **Legal Reserve:**

According to the Portuguese commercial legislation, at least 5% of annual net income, established in the Company's individual accounts, which must be allocated to the legal reserve until it represents at least 20% of the Share Capital. The legal reserve is non-distributable unless in case of liquidation of the Company, but can be used to absorb losses, after exhausting all other reserves, or for incorporation in the share capital.

2.3.4 Income tax

The current tax is determined based on the accounting results of the Company included in the consolidation to fiscal rules in force.

Deferred tax is calculated on the basis of the liability method of the balance sheet, on temporary differences between the book amounts of assets and liabilities and the respective tax base. No deferred tax is calculated on the differences in the initial recognition of an asset and a liability when it does not affect either the accounting or fiscal result. The tax base of assets and liabilities is determined in order to reflect the tax consequences arising from the way the Company expects, on the financial statements' date, to recover or settle the carrying amount of its assets and liabilities, based on fiscal decisions substantially implemented at the balance sheet date.

In 2014, Vista Alegre Group was included in the VAT scope of Grupo Visabeira, within the scope of the Special Taxation for Groups of Companies, in which the dominant company is VAA – Vista Alegre Atlantis, SGPS, S.A.. In 2020, the company Grupo Visabeira, S.A. ceased to head the Special Taxation for Groups of Companies, being represented by NCFGEST, its majority shareholder.

The tax amount to be included in both current and deferred tax, resulting from transactions or events recognised in reserves, is recorded directly in these same headings, without affecting the result for the year.

Deferred tax assets are recognised whenever there is reasonable assurance that future profits are generated against which the assets may be used. Deferred tax assets are reviewed annually and reduced whenever they are no longer likely to be used.

Deferred taxes are determined by the tax rates (and laws) decreed or substantially decreed at the statement of financial position date and are expected to be applicable in the accrual basis of deferred tax assets or settlement of deferred tax liabilities.

2.3.5 Provisions, assets and contingent liabilities

Provisions are recognised when, and only when, the Company has a current obligation (legal or implicit) resulting from a past event, it is probable that an outflow of resources will occur, and the amount of the obligation can be reasonably estimated. Provisions are reviewed at the date of each financial statement and adjusted to reflect the best estimate at that date (expected value of the outflow to be incurred), taking into account the risks and uncertainties inherent in such estimates. When a provision is

determined taking into consideration the future cash flows required to settle the obligation, it is recorded at their current value. The discount rate in the aforementioned financial update corresponds to the average rate of financing of the respective company at the reporting date.

Restructuring: provisions for restructuring are only recognised by the Company whenever there is a formal and detailed restructuring plan, and it has already been informed to the parties.

Onerous contracts: obligations resulting from onerous contracts are recognised and measured as provisions. There is an onerous contract whenever the Company is before a situation in which the inevitable costs to meet the contract's obligations exceed the economic benefits foreseen to be received.

Contingent assets are not recognised in the consolidated financial statements, but they are reported on the annex when a future economic benefit is foreseen.

Contingent liabilities are not recognised in the consolidated financial statements, but they are reported on the annex, unless the idea of an outflow of resources may affect future economic benefits is a remote one.

Provisions are reviewed and updated on the statement of financial position date, so as to reflect the best estimate of the obligation in question at that time.

2.3.6 Recognition of Revenue

a) Supply of services

Revenue comprises the fair value of service provision. In January 2014, a service agreement was signed between Vista Alegre Atlantis, SGPS, S.A. and Vista Alegre Atlantis, S.A. (VAA, SA), in which VAA, SGPS, S.A. undertakes to provide technical administration and management services to VAA, SA, in whose share capital holds 100% of the voting rights.

In 2022, three new contracts for the provision of technical administration and management services were signed with the following subsidiaries: Cerutil, Faianças Artísticas Bordalo Pinheiro and Ria Stone. These new contracts were maintained and updated in 2023 and 2024 (Note 19).

b) Net financial results

Net financial results essentially comprise interest from loans obtained, net of interest from financial investments and exchange rate gains and losses on financial activities. Financial costs and income are recognised in income on an accrual basis over the period to which they relate.

Moreover, the dividends received from subsidiaries are recorded as financial results. These revenues are recognised when the shareholder's right to receive is established.

2.3.7 Accrual basis

Income and costs are recorded in accordance with the accrual basis principle, whereby income and expenses are recognised to the extent they are generated, regardless of when they are received or paid. The differences between the amounts received and paid and the corresponding revenues and expenses generated are recorded in the balance sheet under the headings “Other current assets” and “Other current liabilities”, respectively.

2.3.8 Subsequent events

Events occurred after the statement of financial position date which provide additional information about conditions that existed on the statement of financial position date (adjusting events) are reflected in the consolidated financial statements.

Events after the statement of financial position date that provide information on conditions which occur after the statement of financial position date (non-adjusting events), are disclosed in the annex to the financial statements.

2.2.9 Employee benefits

2.3.9.1 Provisions for retirement pensions – defined benefit plan

Vista Alegre SGPS, SGPS, S.A. is responsible for a pension scheme assigned to a former manager (currently in retirement age), in the form of a defined benefit plan, and this agreement defines the amount of pension benefit that that former director receive on retirement, usually dependent on one or more factors, such as age, years of service and remuneration.

The liability amount recognised in the statement of financial position which concerns defined benefit plans is the present value of the defined benefit obligation on the statement of financial position date.

Defined benefit plan obligations are calculated annually based on external information from independent actuarial experts. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows, using interest rates of high-quality bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approaching the terms of the related pension liability.

All actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in equity and presented in other comprehensive income.

The Company maintains a provision to meet these responsibilities.

2.3.9.2 Termination of employment

Termination benefits are due when there is termination of employment before the normal retirement date or when an employee accepts voluntary redundancy in exchange for those benefits. The Company recognises these benefits when it can prove to be forced to eliminate current positions, according to a detailed formal plan for termination and there is no realistic alternative, or these benefits are granted to

encourage voluntary termination. Where termination benefits fall due more than 12 months after the statement of financial position date, they shall be discounted to their current value.

2.3.9.3 Holiday, holiday pay and bonuses

The Labour Code approved by law 7/2009, on the 12th of February, amended by Laws 105/2009, of the 14th of September and 53/2011, of the 14th of October, established in paragraph 3 of article 238 the conditions under which the right to holiday leave, due at the beginning of each year, should be increased by up to 25 days. The Law no 23/2012 of 25th of June, revoked this rule, with the right to holiday leave having a maximum duration of 22 days. The Constitutional Court later declared the unconstitutionality of some of the rules of this law, namely the increase of holidays, when this increase was already received in a collective recruitment.

2.3.9.4 Labour Compensation Fund (LCF) and Labour Compensation Guarantee Fund (LCGF)

In Portugal, with the publication of Law No. 70/2013 and subsequent regulation through Order No. 294-A/2013, the Labour Compensation Fund (LCF) and the Labour Compensation Guarantee Fund (LCGF) entered into force on the 1st of October. In this context, companies that hire a new employee are required to deduct a percentage of their salary for these two new funds (0.925% for LCF and 0.075% for LCGF), in order to ensure the future partial payment of the corresponding compensation in case of dismissal.

Taking into account the characteristics of each Fund, the following was considered:

Monthly payments made by the employer to the LCGF are recognised as expenses for the period when they occur.

The monthly payments made by the employer to the LCF are recognised as a financial asset of that entity, measured at fair value and with the respective changes recognised in profit or loss.

3. Significant accounting estimates and judgements

When preparing the financial statements in accordance with IFRS, the VAA SGPS' Board of Directors make estimates and assumptions which affect the use of policies and reported amounts. Estimates and judgements are continually evaluated and are based on the experience of past events and other factors, including expectations of future events as probable under the circumstances the estimate was based on, or the result of information or experience. For this reason, and given the degree of uncertainty associated, the actual results of the transactions in question may differ from the corresponding estimates. The most significant accounting estimates reflected in the consolidated financial statements are as follows:

a) Impairment analysis of financial holdings

VAA, SGPS, S.A. tests whether or not there is impairment of its shares and other assets, in accordance with the accounting policy indicated in the notes. If impairment indicators are identified, the recoverable amounts of the financial holdings are determined based on the calculation of the respective values in use. These calculations require the use of estimates.

b) Calculation of liabilities associated with defined benefit plans

VAA, SGPS, S.A. calculates the liability associated with defined benefit plans on the basis of varied estimates and judgements, based on external information from independent actuarial experts. The values of the aforementioned responsibilities therefore require the use of estimates and judgements.

4. Changes in the accounting policies

The accounting policies and measurement criteria adopted by the Company during 2024 were consistent with those applied by the Company, with the exception of the measurement of financial holdings in subsidiaries (note 5). When preparing the financial information for the previous financial year, presented for comparative purposes, this policy was taken into account, so the information presented for comparative purposes shows no differences in policies compared to the current financial year.

Regarding new standards and interpretations occurred the following emissions, revisions, changes and improvements in standards and interpretations:

1- Standards, interpretations, amendments and revisions with effect in the exercise

Until the date of the approval of these financial statements, were adopted ("endorsed") by the European Union the following accounting standards, interpretations, amendments and revisions, with mandatory application to the exercise started on 1st of January 2024:

Standard / Interpretation	Applicable in the European Union in the exercises started on or after	
Amendment to IAS 1 Presentation of financial statements - Classification of liabilities as current and non- current; Deferral of application date; non-current liabilities with covenants	1-Jan-24	These amendments published by the IASB clarifies the classification of liabilities as current and non-current by analysing the contractual conditions existing on the reporting date. The amendment relating to non-current liabilities with covenants clarified that only the conditions that must be complied with before or on the reference date of the financial statements are relevant for the purposes of classification as current/non-current. further postponing the date of application to the 1 st of January 2024.
Amendment to IFRS 16 - Leases - Lease liability in a sale and leaseback transaction	1-Jan-24	This amendment published by the IASB clarifies how a lessee seller accounts for a sale and leaseback transaction meeting the criteria of IFRS 15 to be classified as a sale.

Amendment to IAS 7 - Cash Flow Statements - and IFRS 7 - Financial Instruments: Disclosures - Supplier Finance Arrangements	1-Jan-24	These amendments published by the IASB in May 2023 include additional disclosure requirements for qualitative and quantitative information on supplier financing arrangements.
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No significant effects were recorded in the Company's financial statements for the period ended on the 31st of December 2024, as a result of the adoption of the standards, interpretations, amendments and revisions referred above.

2- Standards, interpretations, amendments and revisions with effect in future exercises

These accounting standards and interpretations whose application is mandatory only in future periods, were, until the approval date of these financial statements, approved ("endorsed") by the European Union:

Standard / Interpretation	Applicable in the European Union in the exercises started on or after	
Amendment to IAS 21 - The Effects of Changes in Foreign Exchange Rates - Lack of exchangeability	1-Jan-25	This amendment published by the IASB in August 2023 defines the approach to assessing whether or not a currency can be exchanged for another currency. If the currency cannot be exchanged for another, it indicates how the exchange rate to be applied is determined and the additional disclosures required.

Although these amendments were approved ("endorsed") by the European Union, were not adopted by the Company in 2024, due to its application is not mandatory. The future adoption of these amendments is not expected to have significant impacts on financial statements.

3- Standards, interpretations, amendments and revisions so far not endorsed by the European Union

The following accounting standards and interpretations have been issued by the IASB and are not yet approved ("endorsed") by the European Union:

Standard / Interpretation	Applicable to financial years beginning on or after	
Amendments to IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments	1-Jan-26	These amendments published by the IASB in May 2024 include changes arising from the results of the post-implementation review process of IFRS 9 carried out by the IASB.
Amendment to IFRS 9 and IFRS 7 - Contracts related to nature-dependent electricity	1-Jan-26	This amendment published by the IASB in December 2024 includes additional guidance and disclosures related to contracts for supplying electricity from renewable energies, as well as the possibility of designating these contracts as hedging instruments if they fulfil certain requirements.
Annual improvement of international standards on financial report (volume 11)	1-Jan-26	It mainly corresponds to amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7.
IFRS 18 - Presentation and Disclosure in Financial Statements	1-Jan-27	This standard replaces IAS 1 and includes presentation and disclosure requirements in the financial statements for entities that report in accordance with IFRS.
IFRS 19 - Subsidiaries without public responsibility: disclosures	1-Jan-27	This standard allows an eligible subsidiary to choose reduced disclosures in its financial statements prepared under IFRS.

These standards so far not adopted ("endorsed") by the European Union, but so far not adopted by the Company for the periods ended on the 31st of December 2024.

With regard to these standards and interpretations, issued by the IASB but not yet approved ("endorsed") by the European Union, it is not estimated that their future adoption will result in significant impacts for the attached financial statements.

5. Restatement of Financial Statements

The restatement of the financial statements for the financial year ending on the 31st of December 2023 is the result of a change in the accounting policy for the recognition and measurement of financial investments in subsidiaries.

Investments in shares of subsidiary were measured in accordance with IAS 27 - Separate Financial Statements at acquisition cost, less any impairment losses. However, the Board of Directors believes that recognising and measuring financial investments in subsidiaries and associated companies using the equity method is more suitable, as it represents a more fitting reflection of the net assets held in the subsidiaries and the results of their operations as the Vista Alegre Group in the company's financial statements.

The impact of the restatement on the financial statements as of the 31st of December 2023 and the 1st of January 2023 is as follows:

Income Statement	31-12-2023
Gains / losses of subsidiaries, associates and joint ventures	5 699 835
Impairment of non-depreciable assets - (losses)/reversals	10 304 510
Increase of net result for the financial year	16 004 345
Effect of Comprehensive Income	500 287
Increase of Comprehensive Income	500 287

Financial Position	31-12-2023	01-01-2023
Non-current assets		
Financial investments in subsidiaries	-81 720 932	-97 919 327
Provisions	-1 545 605	-1 851 842
Reduction current assets	-83 266 537	-99 771 169

6. Group Companies

On the 31st of December 2024 and 2023, the subsidiary companies of Vista Alegre Atlantis, SGPS, S.A. (directly or indirectly owned), their respective head offices and percentage of shareholdings, can be summarised as follows:

Companies	Head office	Participation percentage	
		2024	2023
Vista Alegre Atlantis, SGPS, SA	Ílhavo	Parent Company	Parent company
Bordalgest, SA	Lisbon	-	-
Cerexport - Cerâmica de exportação, SA	Ílhavo	100.00%	100.00%
Cerutil - Cerâmicas Utilitárias, SA	Sátão	100.00%	100.00%
Faianças Artísticas Bordalo Pinheiro, SA	Caldas da Rainha	86.14%	86.14%
Faianças da Capôa - Indústria Cerâmica, SA	Ílhavo	100.00%	100.00%
Mexicova, SA	Mexico City	100.00%	100.00%
Ria Stone Fábrica de Louça de Mesa em Grés, SA	Ílhavo	100.00%	100.00%
Ria Stone II, SA	Ílhavo	100.00%	100.00%
Shree Sharda Vista Alegre Private Limited	Delhi	50.00%	50.00%
VA - Vista Alegre España, SA	Madrid	70.00%	100.00%
VAA Brasil – Comércio, Importação e Exportação, SA	S. Paulo	98.03%	98.03%
VAA I.I. – Sociedade Imobiliária, SA	Ílhavo	100.00%	100.00%
Vista Alegre Atlantis Moçambique, Lda	Maputo	99.00%	99.00%
Vista Alegre Atlantis, SA	Ílhavo	100.00%	100.00%
Vista Alegre France, SAS	Paris	100.00%	100.00%
Vista Alegre USA Corporation	New York	100.00%	100.00%

It is important to note that in November 2023, Bordalgest, a company governed by Portuguese law and based in Lisbon, was dissolved. Prior to its dissolution and liquidation, the company sold its shares in the Faianças Artísticas Bordalo Pinheiro, S.A. (a company belonging to the Group) to VAA, SGPS, S.A., thus becoming directly owned by this Company (Note 8).

In July 2024, VAA - Vista Alegre Atlantis SGPS, S.A. sold 30% of the share capital of Vista Alegre Spain to CR7, S.A.. The result of the aforementioned sale was recorded in the Statement of Changes in Equity, totalling 1.7 million euros.

7. Financial instruments by class

According to the accounting policies described, the financial instruments other than shares in subsidiaries were classified as follows:

	Amount to the Financial Position	
	31-12-2024	31-12-2023
Financial assets		
Financial assets measured at acquisition cost		
Financial investments measured at acquisition cost	112 587	112 587
Financial assets recorded at amortised cost		
Accounts receivable from customers and other debtors	74 592 503	48 827 131
Cash and cash equivalents	344 127	9 202 736
	Total	75 049 217
		58 142 454
Financial liabilities		
Loans and accounts payable at amortised cost		
Bond loans remunerated at a fixed interest rate	58 283 551	47 261 396
Suppliers payable accounts as other creditors:	15 289 147	56 021 110
	Total	73 572 698
		103 282 506

On the 31st of December 2024 and 2023 VAA, SGPS, S.A. had not negotiated any derivative financial instrument.

The Managing Body believes that the fair value of Cash and cash equivalents, Accounts receivable from customers and other debtors as well as Accounts payable to suppliers and other creditors is close to the respective carrying amounts.

On the 31st of December 2024 and 2023, the Company's liquidity position is detailed as follows:

	Loans obtained
Balance on the 31st of December 2023	47 261 396
Cash Flow:	
Receivables from obtained loans	60 000 000
Payments from obtained loans	-47 500 000
Other areas without financial flow	
Amortised cost	-1 477 845
Balance on the 31st of December 2024	58 283 551
Balance on the 31st of December 2022	48 234 830
Cash Flow:	
Payments from obtained loans	-1 250 000
Other areas without financial flow	
Amortised cost	276 567
Balance on the 31st of December 2023	47 261 396

Cash and cash equivalents on the 31st of December 2024 and 2023 and the respective reconciliation with Cash and cash equivalents of cash flows is as follows:

	31-12-2024	31-12-2023
Demand deposits	344 127	202 736
Term deposits	0	9 000 000
Cash and cash equivalents in cash flow statement	344 127	9 202 736

During the 2024 financial year (as well as during the 2023 financial year), Vista Alegre Group granted short-term loans to the related party and shareholder Visabeira Indústria, SGPS, S.A. totalling 41.2 million euros (22.9 million euros in 2023), with 5.3 million euros outstanding on the 31st of December 2024 (in 2023 this loan was fully repaid by that related party). Additionally, these loans bear interest at market rates, in the amount of approximately 811 thousand euros (568 thousand euros on the 31st of December 2023) (Note 23). These loans granted are classified in the Statement of cash flows as investing activities.

8. Financial Investments in Subsidiaries and Other Financial Instruments

8.1 Financial Investments in Subsidiaries and Other Financial Instruments in the Statement of Financial Position

a) Financial Investments accounted for in accordance with the equity method:

Company	Head office	% of Particip. 2024	Financial Holdings	Supplementary benefits	Total financial investments in subsidiaries 31.12.2024	Provisions 31.12.2024
Equity accounting method						
MEXICOVA	Cidado do México	100,00%	36 775	0	36 775	0
VAA, SA	Ílhavo	100,00%	34 793 923	0	34 793 923	0
CAPOA	Ílhavo	100,00%	1 649 278	2 025 523	3 674 801	0
CEREXP	Ílhavo	100,00%	0	0	0	546 617
RIA	Ílhavo	100,00%	31 824 097	1 276 107	33 100 204	0
RIA II	Ílhavo	100,00%	48 431	0	48 431	0
VAE	Madrid	70,00%	-1 710 835	3 185 050	1 474 215	0
VA MOZ	Maputo	99,00%	-283 480	459 031	175 551	0
VA USA	Nova York	100,00%	0	0	0	1 417 200
VAA II	Ílhavo	100,00%	37 237	0	37 237	0
CERUTIL	Sátão	100,00%	4 980 371	175 000	5 155 371	0
BORDALO	Caldas da Rainha	86,14%	11 736 402	0	11 736 402	0
VA FRANCE	Paris	100,00%	5 374	0	5 374	0
			83 117 574	7 120 712	90 238 285	1 963 817

Company	Head office	% of Particip. 2023	Financial Holdings	Supplementary benefits	Total financial investments in subsidiaries 31.12.2023	Provisions 31.12.2023
Equity accounting method						
MEXICOVA	Cidade do M	100,00%	71 176	0	71 176	0
VAA, SA	Ílhavo	100,00%	35 451 544	0	35 451 544	0
CAPOA	Ílhavo	100,00%	1 718 485	2 025 523	3 744 008	0
CEREXP	Ílhavo	100,00%	0	0	0	200 085
RIA	Ílhavo	100,00%	36 877 457	1 276 107	38 153 565	0
RIA II	Ílhavo	100,00%	49 136	0	49 136	0
VAE	Madrid	100,00%	-2 894 664	3 185 050	290 386	0
VA MOZ	Maputo	99,00%	-306 690	459 031	152 342	0
VA USA	Nova York	100,00%	0	0	0	0
VAA II	Ílhavo	100,00%	37 445	0	37 445	1 345 520
CERUTIL	Sátão	100,00%	40 908 334	175 000	41 083 334	0
BORDALO	Caldas da R	86,14%	9 942 006	0	9 942 006	0
VA FRANCE	Paris	100,00%	199 042	0	199 042	0
			122 053 271	7 120 712	129 173 983	1 545 605

In the companies in which Vista Alegre Atlantis, SGPS, S.A. does not have a direct holding, namely Shree Sharda Vista Alegre Private Limited and VAA Brasil, S.A., the holdings correspond to indirect holdings, through the participation held by Vista Alegre Atlantis, S.A. and Cerexport, S.A., respectively.

The movements that took place during the year 2024 are detailed as follows:

Appropriation via equity accounting method						
Company	Opening balance	Dividends	Results	Changes in equity	Acquisitions/ Disposals of shareholdings	Final balance
Financial investments in subsidiaries						
MEXICOVA	71 176	0	-1 782	-32 618	0	36 775
VAA, SA	35 451 544	0	-2 050 268	1 392 647	0	34 793 923
CAPOA	3 744 008	0	28 623	-97 830	0	3 674 801
RIA	38 153 565	-9 247 397	4 143 817	50 220	0	33 100 204
RIA II	49 136	0	-705	0	0	48 431
VAE	290 386	0	233 163	53 982	896 684	1 474 215
VA MOZ	152 342	0	9 227	13 982	0	175 551
VAA II	37 445	0	-207	0	0	37 237
CERUTIL	40 908 334	-35 800 000	-343 420	215 457	0	4 980 371
BORDALO	10 117 006	-861 400	2 323 175	332 621	0	11 911 402
VA FRANCE	199 042	0	-202 434	8 766	0	5 374
Total financial investments	129 173 983	-45 908 797	4 139 188	1 937 227	896 684	90 238 285
Provisions						
CEREXP	-200 085		10 480	-357 012		-546 617
VA USA	-1 345 520		-179 273	107 594		-1 417 200
Total Provisions	-1 545 605	0	-168 793	-249 418	0	-1 963 817
Total	127 628 378	-45 908 797	3 970 395	1 687 809	896 684	88 274 469

The movements that took place during the year 2023 are detailed as follows:

Company	Opening balance	Results	Changes in equity	Transfer	Acquisitions / Disposals of shareholdings	Final balance
Financial investments in subsidiaries						
MEXICOVA	0		43 770	27 406	0	71 176
VAA, SA	36 621 271	-1 454 504	284 777	0	0	35 451 544
CAPOA	3 614 121	12 550	117 337	0	0	3 744 008
RIA	33 565 630	3 976 507	611 428	0	0	38 153 565
RIA II	49 390	-254	0	0	0	49 136
VAE	0	0	23 211	267 175	0	290 386
VA MOZ	0	0	-6 543	158 884	0	152 342
VAA II	38 208	-764	0	0	0	37 445
CERUTIL	12 957 129	116 843	-178 313	0	28 012 676	40 908 334
BORDALO	0	1 801 282	0	0	8 315 724	10 117 006
VA FRANCE	105 950	117 353	-24 262	0	0	199 042
Total financial investments	86 951 698	4 569 014	871 405	453 466	36 328 400	129 173 983
Provisions						
CEREXP	-59 053	167 889	-308 921	0	0	-200 085
VA USA	-1 464 294	180 971	-62 197	0	0	-1 345 520
VAE	-95 541	362 716	0	-267 175	0	0
VA MOZ	-20 371	179 256	0	-158 884	0	0
MEXICOVA	-212 583	239 989	0	-27 406	0	0
Total Provisions	-1 851 842	1 130 821	-371 118	-453 466	0	-1 545 605
Total	85 099 857	5 699 835	500 287		36 328 400	127 628 378

During the year ending on the 31st of December 2023, as a result of an internal reorganisation of the Vista Alegre Group Atlantis, Bordalgest Company, S.A. - a company then directly owned by Cerutil – Cerâmicas Utilitárias, S.A. -, sold the shares held in Faianças Artísticas Bordalo Pinheiro, S.A. to Vista Alegre Atlantis, SGPS, S.A., which caused an increase in the amount of its financial investments in the amount of 36,328,400 Euros. As a result of this operation, there is an outstanding liability which is recorded under the heading “Accounts payable and others” in the Entity’s statement of financial position for the year ending on the 31st of December 2023 (Note 25 and 15). As a result of the aforementioned operation, the company Bordalgest, S.A. was dissolved and liquidated in November 2023.

In July 2024, VAA - Vista Alegre Atlantis SGPS, S.A. sold 30% of the share capital of Vista Alegre Spain to CR7, S.A.. The result of the aforementioned sale was recorded in the Statement of Changes in Equity, totalling 1.7 million euros.

Summarised financial information of subsidiaries:
2024

Company	Assets	Equity	Net income
MEXICOVA	1 481 500	205 183	112 826
VAA, SA	166 106 606	30 850 006	-2 196 337
VA INDIA	285 154	9 836	0
CAPOA	3 218 666	2 825 720	54 026
CEREXP	4 810 202	344 360	-96 750
VA BRASIL	3 644 517	1 277 851	-107 998
RIA	54 734 420	33 100 204	4 143 817
RIA II	50 203	48 431	-705
VAE	3 864 877	906 837	323 227
VA MOZ	748 618	261 108	28 856
VA USA	2 350 161	-1 046 425	144 657
VAA II	38 736	37 237	-207
CERUTIL	13 062 631	4 980 371	-343 420
BORDALO	24 206 470	13 799 799	2 696 976
VA FRANCE	633 965	180 648	-185 583
	40 291 963	17 951 631	2 312 422

2023

Company	Assets	Equity	Net income
MEXICOVA	1 522 422	217 330	158 097
VAA, SA	149 808 588	31 319 450	-1 438 637
VA INDIA	277 421	9 569	0
CAPOA	3 159 254	2 731 294	35 052
CEREXP	5 492 715	657 549	-97 942
VA BRASIL	3 798 514	1 649 247	769 988
RIA	61 342 194	38 153 565	3 976 507
RIA II	50 183	49 136	-254
VAE	3 406 548	583 609	345 742
VA MOZ	678 940	218 570	83 852
VA USA	2 021 006	-1 127 135	150 362
VAA II	38 775	37 445	-764
CERUTIL	15 163 800	7 023 904	34 001 272
BORDALO	25 103 242	11 716 683	2 091 110
VA FRANCE	967 052	366 231	206 964
	43 293 876	18 017 129	36 448 944

b) Other financial investments:

The financial investment item is constituted by small investments in companies that are not considered to be associated companies and have been classified as "Financial investments – others". "Financial investments – others" were measured at cost as they are investments in unlisted companies, whose fair value cannot be measured reliably.

The composition of other financial investments item on 31st of December 2024 and 2023 is as follows:

Financial investments – others	31-12-2024	31-12-2023
Imerys Ceramnics Portugal, SA	59 675	59 675
VAA - Empreendimentos Turísticos, SA	45 089	45 089
Centro Tecnológico da Cerâmica e do Vidro	5 986	5 986
Other participations	1 838	1 838
	112 587	112 587

During 2024, there were no impairments and impairment reversals for financial holdings in “Financial investments – others”.

8.2 Gains/losses of subsidiaries, associates and joint ventures

The imputed gains/losses item for subsidiaries, associates and joint ventures refers to the application of the equity method.

	2024	2023
Income and gains in subsidiaries, associates and joint ventures		
Application of the equity method (note 7.1 a)	3 970 395	5 699 835
	3 970 395	5 699 835

9. Tangible fixed assets

In 2024 and 2023, the Company presents an amount of 90,547 euros and 106,793 euros, respectively, of tangible fixed assets, which had the following movements during those financial years:

	Buildings	Equipment Transport	Total
Financial year 2024			
Initial net amount	76 735	30 058	106 793
Depreciations in the financial year	-2 373	-13 873	-16 246
Final net amount	74 361	16 185	90 546

	Buildings	Equipment Transport	Total
Financial year 2023			
Initial net amount	79 108	43 931	123 039
Depreciations in the financial year	-2 373	-13 873	-16 246
Final net amount	76 735	30 058	106 793

10. Intangible assets

On the 31st of December 2024 and 2023, the Company presents an amount of 168,370 euros and 185,037 euros, respectively, of tangible fixed assets, which had the following movements during those financial years:

	Other intangible assets	Current fixed assets	Total
Financial year 2024			
Initial net amount	91 667	93 370	185 037
Depreciations in the financial year	-16 667	0	-16 667
Final net amount December 2024	75 000	93 370	168 370

	Other intangible assets	Current fixed assets	Total
Financial year 2023			
Initial net amount	0	8 660	8 660
Increases	0	184 710	184 710
Transfers	100 000	-100 000	0
Depreciations in the financial year	-8 333	0	-8 333
Final net amount December 2023	91 667	93 370	185 037

11. Income taxes and Deferred taxes

The detail of “Deferred taxes”, with reference to the periods ended in 2024 and 2023 is as follows:

Temporary differences	Base	Assets	Liabilities	Net effect
Balance on the 1st of January 2023	2 137 364	480 907		480 907
Net year movement				
Retirement pensions	-50 457	-11 353		-11 353
		-11 353	0	-11 353
Balance on the 31st of December 2023	2 086 907	469 554		469 554
Retirement pensions		469 554	0	469 554
Net year movement				
Retirement pensions	103 010	1 278		1 278
		1 278	0	1 278
Balance on the 31st of December 2024	2 189 917	470 832		470 832
Retirement pensions		470 832	0	470 832

Moreover, the income tax of 2024 and 2023 was determined as follows:

	31-12-2024	31-12-2023
Current tax	-4 592	-52 583
Deferred tax	1 278	-11 353
	-3 314	-63 936

Vista Alegre Group, to which belongs Vista Alegre Atlantis, SGPS, S.A., was included since 2014 in the fiscal scenario headed by NCFGEST, SA, under the *Regime Especial de Tributação dos Grupos de Sociedades (RETGS)* [Special Regime of Taxation of Groups of Companies]. The tax calculated in each year is recognised against an account payable (if positive) or receivable (if negative) of the NCFGEST, SA company that acts as the parent company of Special Taxation for Groups of Companies. The amount of 12,583 euros corresponds to autonomous taxation.

In the table below is presented the reconciliation between the nominal and the effective tax rate over the income during 2024 and 2023:

	31-12-2024	31-12-2023
Results before taxes	4 058 813	6 599 043
Nominal rate of tax on profits	21%	21%
Tax rate - 21%	-852 351	-1 385 799
 Cancellation of the effect of asset equivalence method	833 783	1 196 965
Permanent differences:		
- Limitation to the deductibility of net financing expenses	-15 599	0
- Corrections of previous years	-5	114 910
- Reversal/Constitution of impairments	-945	-945
- Less accounting losses	0	0
- Non-deductible socially beneficial contributions	-10 603	-8 859
- Payment of retirement benefits	53 711	44 559
Others	0	-2 798
Profit / (Tax losses) used under the RETGS [Special Taxation Regim]	7 991	-41 966
Autonomous Taxation	-12 583	-10 617
Total current assets	-4 592	-52 583
Corrections of previous years	0	0
Deferred tax	1 278	-11 353
Income tax for the financial year	-3 314	-63 936
Effective rate	0.08%	0.97%

12. Accounts receivable and others

On the 31st of December 2024 and 2023, this item presents itself as shown:

	31-12-2024	31-12-2023
Customers and income increases	1 182 135	1 541 691
Accounts receivable and others	73 410 367	47 285 440
74 592 503	48 827 131	

Accounts receivable and others
Other Grupo operations and related parties (Note 25)

Non-current	31-12-2024	31-12-2023
Cerexport, S.A.	2 915 026	3 085 026
Vista Alegre Atlantis, S.A.	50 000 000	38 837 851
VAA I.I.- Sociedade Imobiliária, S.A.	-28 000	0
Vista Alegre España, SA	905 000	905 000
Total accounts receivable and other non-current	53 792 026	42 827 877

Accounts receivable and others
Other Grupo operations and related parties (Note 25)

Current	31-12-2024	31-12-2023
Vista Alegre Atlantis, S.A.	13 049 039	2 345 810
Visabeira Industria, SGPS, S.A	6 081 466	1 114 655
Cerutil, S.A.	762 980	134 600
NCFGest, S.A. (RETGS)	341 990	333 338
Cerexport, S.A.	169 482	318 904
Vista Alegre España, SA	45 492	0
Faianças Artísticas Bordalo Pinheiro, SA	20 270	207 526
Grupo Visabeira, S.A.	1 319	1 319
Vista Alegre USA Corporation	1 783	1 725
Visabeira Global, SGPS, S.A.	1 066	0
Ria Stone, SA	0	1 093 070
Faianças da Capôa-Ind.Cerâmica, S.A.	0	619
Vista Alegre France, S.A.S	0	2 611
VAA - Empreendimentos Turísticos, S.A.	0	140
Vista Alegre Atlantis UK LTD	0	0
Others extra Grupo	325 588	444 937
Total accounts receivable and other current	20 800 476	5 999 254
Total	74 592 503	48 827 131

The balances of “Other Group and related party operations” are mostly related to amounts of loans to subsidiaries.

It is important to note that, in 2024, the balance “Others outside the Group” 290 thousand euros refer to deposits to be refunded (338 thousand euros).

13. Share capital, treasury shares, issue premium and supplementary benefits

The authorised share capital of common shares is 167.650.060 book-entry shares with a nominal value of € 0.80 per share. All shares issued are taken.

	No of shares (thousand)	Common shares Turnover	Common share Premium	Treasury shares Turnover	Treasury shares Premium	Total
On the 31 st of December 2008/2009	145 040 000	29 008 000	0	-1 000	-1 000	29 006 000
On the 30 th of June 2010	145 040 000	11 603 000	0	-1 000	-1 000	11 601 000
On the 31 st of December 2016	1 156 348 000	92 507 840	0	-1 000	-1 000	92 505 840
On the 31 st of December 2017	1 524 091 463	121 927 317	22 064 591	-1 000	-1 000	143 989 908
On the 31 st of December 2018	152 409 146	121 927 317	24 280 229	-1 000	-1 000	146 205 546
On the 31 st of December 2019	167 650 060	134 120 048	25 112 774	-1 000	-1 000	159 230 822
On the 31 st of December 2020	167 650 060	134 120 048	25 112 774	-1 000	-1 000	159 230 822
On the 31 st of December 2021	167 650 060	134 120 048	25 112 774	-1 000	-1 000	159 230 822
On the 31 st of December 2022	167 650 060	134 120 048	25 112 774	-1 000	-1 000	159 230 822
On the 31 st of December 2023	167 650 060	134 120 048	25 112 774	-1 000	-1 000	159 230 822
On the 31 st of December 2024	167 650 060	134 120 048	25 112 774	-1 000	-1 000	159 230 822

On 31st of December 2024, the Company held 110 company shares in its portfolio, valued at the price of 0.80 euros each. The premium paid per share was 1.687 euros. The total amount paid for share acquisition was 1,854 euros and this was deducted from equity.

Additionally, as of 31st of December 2024 supplementary payments were made by the shareholder Visabeira Indústria, SGPS, SA in the amount of 38,181,653.20 euros. These supplementary payments are not able to be reimbursed while this operation reduces its own Company capital to a value lower than the sum of the social capital and its legal reserve.

In September 2024, the General Meeting decided to use share premiums totalling 25,112,774.14 euros to cover negative retained earnings.

14. Reserves and Retained earnings

The movement occurred in the items of “Reserves and retained earnings” in the periods ended in 2024 and 2023 was the following:

	Retained earnings	Other reserves	Adjustments to financial assets	Total
Balance on the 1st of January 2023	-40 859 394	17 404 799	-99 771 169	-123 225 764
Result for the previous financial year	0	0	0	0
Amounts that will be subsequently reclassified to profit or loss				
Other comprehensive income for the financial year	-161 729	0	0	-161 729
Application of the Equity Method	0	0	500 287	500 287
Balance on the 31st of December 2023	-41 021 123	17 404 799	-99 270 882	-122 887 206
Result for the previous financial year	835 272	0	5 699 835	6 535 107
Partial sales of Subsidiary	1 734 934	0	0	1 734 934
Amounts that will be subsequently reclassified to profit or loss				
Other comprehensive income for the financial year	-358 778	0	0	-358 778
Realisation of the Equity Method - Dividends	45 908 797		-45 908 797	
Use of share issue premiums	25 112 774	0	0	25 112 774
Application of the Equity Method	0	0	1 687 809	1 687 809
Balance on the 31st of December 2024	32 211 876	17 404 799	-137 792 035	-88 175 359

15. Loans obtained

The loans on periods ended on 31st of December 2024 and 2023 had the following expression:

	31-12-2024	31-12-2023
Non-Current Liabilities		
Bank loans	58 283 551	0
	58 283 551	0
Current liabilities		
Bank loans	0	47 261 396
	0	47 261 396
	58 283 551	47 261 396

Bank loans have the following characteristics and the following maturity schedule:

Credit institutions	Interest rate on 31-12-2024	Total Nominal value	2029
Obligations - Institutional investors	5.30%	58 283 551	58 283 551
<i>Nominal value</i>		60 000 000	60 000 000
<i>Amortised cost</i>		-1 716 449	-1 716 449
Overall Total		58 283 551	58 283 551

Bond loan totalling 60 million euros placed through a public subscription offer and admission to trading on EURONEXT. The offer ran from the 2nd of May 2024 to the 15th of May 2024, inclusive, and was taken up by various retail investors - the general public. The bond loan started on the 20th of May 2024 for 5 years and with a full bullet in May 2029. The amount outstanding on the 31st of December 2024 was 60.0 million euros.

The guarantees and other conditions for the bond loan contracted in October 2019 and reviewed in June 2020 are as following:

Security Agreement:

- VAA - *Vista Alegre Atlantis SGPS, S.A.* pledged Ria Stone's shares and rights regarding 4,550,000.00 shares with a nominal value of 1 euro each, representing 100% of Ria Stone's share capital.
- The pledge on the shares was granted as a commercial pledge under the Commercial Code and the Commercial Pledge Law.
- *Vista Alegre Atlantis SGPS, SA* gave as guarantee for the timely fulfilment of obligations, any right to receive in cash or any other assets of Ria Stone, including interest (accumulated or capitalised), as a result of the provision of ancillary instalments, supplementary payments, supplies, other subordinated loans, other forms of equity, quasi-equity or other forms of cash or kind financing

provided to Ria Stone, as the case may be, carried out after the date of the agreement's signature.

- Vista Alegre Atlantis SGPS, SA made a commercial pledge, under the terms of the Commercial Code and the Commercial Pledge Law, on the rights of existing credit balances in Ria Stone's bank account.
- *Cerexport – Cerâmica de Exportação, S.A.; Cerutil - Cerâmicas Utilitárias, S.A.; Faianças Artísticas Bordalo Pinheiro, S.A.; Faianças da Capôa – Indústria Cerâmica, S.A.; Ria Stone, Fábrica de Louça de Mesa em Grés, S.A.* and Vista Alegre Atlantis, S.A. companies jointly guarantee the timely fulfilment of all obligations guaranteed by VAA - Vista Alegre Atlantis SGPS, S.A.. The guarantees granted under this contract are created jointly and are interconnected, and it is determined that the recoverable amounts are limited to the maximum amount of 60 million euros.

Commitments (Other):

VAA - Vista Alegre Atlantis SGPS, S.A. undertakes, as stipulated in the Bond Loan agreement, to comply with certain financial conditions, namely that the Net Debt¹ / EBITDA² ratio does not exceed 4x (referring to the 31st of December 2024, 2025, 2026, 2027 or 2028), and that in the event of exceeding this limit, such overrun is not remedied within 90 days from the date of approval of the audited annual reports and accounts, or from the end of the legally prescribed period for such approval - depending on whether or not such reports and accounts have been approved and disclosed within the legally prescribed period, as applicable.

On the 31st of December 2024, VAA - Vista Alegre Atlantis SGPS, S.A. complied with the covenant associated with the bond loan agreement, as disclosed in the notes to the Group's consolidated financial statements.

¹ Net Debt= Bank loans + Lease liabilities - Cash and cash equivalents

² EBITDA = Profit before income tax - Interest and similar expenses incurred - Interest and similar income earned - Impairment of depreciable assets - Provisions for the year - Impairment of accounts receivable - Amortisation and depreciation.

16. Accounts payable and other debts

The item "Accounts payable and other debts" on 31st of December 2024 and 2023 has as follows:

	31-12-2024	31-12-2023
Current liabilities		
Suppliers	24 476	86 324
Suppliers related companies (Note 26)	380 172	1 303 428
Loans with related parties (Note 26)	14 221 396	53 356 272
Accrued costs	663 103	1 275 086
	15 289 147	56 021 110

During the year ending on the 31st of December 2023, as a result of an internal reorganisation of the Vista Alegre Group Atlantis, Bordalgest Company, S.A. - a company then directly owned by Cerutil – Cerâmicas Utilitárias, S.A. -, sold the shares held in Faianças Artísticas Bordalo Pinheiro, S.A. to Vista Alegre Atlantis, SGPS, S.A., which led to an increase in accounts payable through liabilities relating to the amount that remains unpaid in the Entity's financial position for the financial year ending on the 31st of December 2023 (Note 26). This balance was adjusted in 2024 against dividends receivable from Cerutil.

The item "Accrued expenses" on 31st of December 2024 and 2023 is as shown:

Creditors and accrued expenses	31-12-2024	31-12-2023
Accrued expenses	353 416	903 719
Outros credores	309 687	371 367
	663 103	1 275 086

The amount of accrued expenses for interests essentially corresponds to the specialisation of interest payable associated with the bond loan.

The maturity of the "Suppliers" heading is broken down as shown in the following table:

Suppliers	Months				Total overdue	Total not overdue	Total
	0-6	6-12	12-18	>18			
2023	5 315	-656	139	285	5 083	81 240	86 324
2024	19 080	-172	0	0	18 908	5 568	24 476

17. Provisions for pensions

The detail and movement on this item on 31st of December 2024 and 2023 is as follows:

	31-12-2024	31-12-2023
Initial balance on the 01 st of January	2 086 907	2 137 364
Reinforcement/(reversal) of provision	358 778	161 729
Payments made	-255 768	-212 186
	2 189 917	2 086 907

On the 31st of December 2024 and 2023, the amount of retirement pension liabilities relates to a provision related to retirement supplements of a former director of Vista Alegre Group. Defined benefit plan obligations are calculated annually based on external information from independent actuarial experts. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows, using interest rates of high-quality bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approaching the terms of the related pension liability. All actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in equity and presented in other comprehensive income. Therefore, as mentioned above, as a result of changes in actuarial assumptions, during the financial year ending on the 31st of December 2024, the amount of approximately 358,778 euros was recorded in the statement of comprehensive income.

During the current year, under the heading "Provisions" in the Income Statement, no reinforcement or reversal of provisions was recognised.

On December 2014, the Supreme Court condemned VAA – Vista Alegre Atlantis SGPS, S.A. to pay a complementation of the life retirement pension to a former administrator, in the total annual amount of 230,923.38 euros, to pay in 12 monthly instalments in the amount of 19,243.62 euros each, updatable annually according to the official inflation index, having already been paid the amounts due until February 2018, in accordance with the settlement concluded between the parties.

From February 2018 (date from which the former administrator became retired), considering the analysis and position of the Vista Alegre Group legal advisors, the amount of the complementation of the retirement pension assigned to the former administrator was reduced (from 20.8 thousand euros to 7.5 thousand euros until June 2020 and to 8 thousand euros from that date) under certain legal provisions, in particular the provision which prohibits commercial companies the award of pensions to its former administrators higher than the high remuneration of the administrator with executive functions.

During the period of 2018, was delivered by the former administrator, an executive application related to the payment of the difference between the amount that the VAA - Vista Alegre Atlantis SGPS, S.A. was ordered to pay and the amount effectively paid from February 2018, having the company presented a subsequently appeal.

On the 31st of December 2020, the *Tribunal da Relação de Lisboa* issued a ruling dismissing the appeal presented, thus an appeal was filed with the *Supremo Tribunal de Justiça*. However, on the 12th of April

2021, the former director filed a new request for full payment regarding the amounts allegedly due for the months of January 2020 to March 2021 and late payment interest, totalling 193,753.49 euros. Motions for execution have also been filed by Debtors, in relation to this new request for cumulation of executions.

During the first semester of 2022, the *Supremo Tribunal de Justiça* issued a decision unfavourable to Vista Alegre, which was ordered to pay the pension requested by the former Director. Thus, the payment of 675 thousand euros referring to the difference between the amount that Vista Alegre paid monthly and what it was ordered to pay until May 2022, plus late payment interest in the amount of 192 thousand euros (the amount recognised as a provision in the income statement for the financial year including the amount of this late payment interest).

In 2022, taking into account the court decision, the retirement pension payable by Vista Alegre was, approximately, 18 thousand euros and the Company reinforced the provision associated with that retirement pension supplement on the financial year ended on the 31st of December 2022, to 2.1 million euros based on assumptions equivalent to those used in the Group's other pension funds.

During the 2024 financial year, the amount of the provision reflected in the statement of financial position is 2.2 million euros. In 2023, this provision was of the same nature and totalled 2.1 million euros.

18. State and other public entities

On the 31st of December 2024 and 2023, the composition of this item is as follows:

	31-12-2024		31-12-2023	
	Assets	Liabilities	Assets	Liabilities
Income tax	97 750	0	662	0
Value-added tax (VAT)	0	164 797	0	58 413
Social security contributions	0	43 786	0	44 529
	97 750	208 583	662	102 942

19. Provision of services

On the 31st of December 2024 and 2023, the composition of this item is as follows:

	31-12-2024	31-12-2023
Services rendering	3 181 608	3 184 242
	3 181 608	3 184 242

During the 2024 financial year, the amount of this provision of services with Vista Alegre Atlantis, S.A. correspond to 1,087,140 euros (1,087,145 euros in 2023). The amount of contracts for providing administration and management services to the subsidiaries Cerutil, Faianças Artísticas Bordalo Pinheiro

and Ria Stone is 145,908 euros, 197,760 euros and 1,750,800, respectively (145,908 euros, 197,758 euros and 1,752,803, respectively in 2023) (Note 26).

The remaining amount, 624 euros in 2023, correspond to transactions with Grupo Visabeira (Note 26).

20. External supplies and services

On the 31st of December 2024 and 2023, the composition of this item is as follows:

	31-12-2024	31-12-2023
Specialised works	606 381	677 114
Insurance	72 838	58 490
Travels and stays	51 795	1 386
Litigation and notary	1 116	865
Office Supplies	0	30
Other Services	8 483	32 919
	740 614	770 803

The “Specialised Works” heading refers mainly to transactions with related parties, of which 420 thousand euros relate to Grupo Visabeira S.A. and 60 thousand euros to Visabeira Indústria SGPS, S.A. (Note 26)

21. Staff expenses

On the 31st of December de 2024 and 2023, the composition of this item is as follows:

	31-12-2024	31-12-2023
Administration and corporate bodies remunerations	1 007 383	797 420
Charges with administration and corporate bodies remunerations	161 469	158 158
Other staff costs	7 294	5 984
Total	1 176 145	1 002 295
	31-12-2024	31-12-2023
Average number of paid directors	15	15

22. Other operating income and costs

On the 31st of December 2024 and 2023, the composition of this item is as follows:

	31-12-2024		31-12-2023	
	Costs	Income	Costs	Income
Taxes	101 098	0	30 849	0
Other operating expenses and profit	2 750	20 626	8 251	1 939
Costs and income relating to previous years	26	8 828	45	0
Currency exchanges differences	120	178	153	120
Commissions and other bank expenses	0	0	11 602	0
	103 994	29 632	50 900	2 059

23. Financial result

The financial results of the periods ended in 2024 and 2023 can be analysed as follows:

	31-12-2024	31-12-2023
Interest paid	-5 267 679	-3 017 302
Interest earned	4 193 398	2 576 140
Dividends	5 126	2 647
	-1 069 155	-438 515

Financial income and expenses include transactions with related parties of VAA SGPS, S.A.. Of the financial income from related parties, 812 thousand euros relate to Visabeira Indústria SGPS, S.A. (Note 7).

Of the financial expenses with related parties, 1,003,141 euros relate to Ria Stone, S.A., 79,714 euros to Vista Alegre Atlantis, S.A., 69,185 euros to Cerutil, 30,399 euros to Faianças da Capôa, and 1,335 euros to VAA II (Note 26).

24. Contingencies

Vista Alegre Atlantis, SGPS, S.A. has contingent liabilities related to bank guarantees and different nature guarantees, as well as other contingencies related to its business activity. We don't expect any significant losses arising from contingent liabilities.

The amount of financial commitments not included in the Statement of Financial Position with guarantees and deposits amounts to 16.8 thousand euros and 47.5 million euros on the 31st of December 2024 and 2023, respectively.

25. Financial Risk Management

In Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries, the main financial liabilities are loans formalised with financial institutions, capital markets (namely bonds placed with the general public - retail), public bodies, namely the *Agência para o Investimento e Comércio Externo de Portugal*. Financial liabilities are incurred for the purpose of financing the operations of Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries, namely its working capital and investments to expand and maintain production capacity, as well as to refinance existing liabilities. In the context of international conflicts, Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries have continued to work actively on working capital management, as well as the careful realisation of investments, in order to guarantee adequate cash flow.

Financial assets derive from operations and are comprised of trade accounts receivable and other debtors and cash and short-term deposits. Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries also have investments available for sale such as investments in financial assets, which include shares in risk capital companies, which are accounted for at their respective fair value and other financial investments accounted for at cost of acquisition because they are investments in unlisted companies of limited significance.

Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries are exposed to (i) market risk essentially with interest rate and exchange rate changes, (ii) credit risk and (iii) liquidity risk. Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries have an approach focused on creating risk strategies, developing activities and skills so that risks are managed in the most appropriate way possible and so that strategic goals are not compromised. Awareness of the existence of risks is the first step towards making strategic and operational decisions, which must be aligned with the level of risk that the Company is willing to undertake.

- **Market risk**

Market risk refers to the possibility of adverse variations in the value of financial assets due to fluctuations in market prices. These fluctuations can be caused by various factors, including changes in interest rates, exchange rates, credit risk and liquidity risk.

Effective management of this risk is essential to ensure the financial stability and long-term sustainability of Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries.

- **Exchange risk**

Exchange rate risk refers to the possibility of financial losses arising from fluctuations in exchange rates between different currencies. This risk can stem from international transactions, from the conversion of revenues or costs into foreign currency to exposure to exchange rate variations on assets or liabilities denominated in currencies other than the company's functional currency.

Vista Alegre Atlantis, SGPS, S.A. has subsidiaries in Brazil, the United Kingdom, Mozambique, the United States of America and Mexico through which it markets in its respective markets in Reais, Pounds, Meticais, US dollars and Mexican Pesos, respectively. thus being exposed to the exchange rate risk of operating activities denominated in currencies other than their functional currency. In Brazil, where the impact was more significant, exchange rate risk vis-à-vis the euro, the currency in which its imports of goods from Portugal are made, the Group holds a short position of around 2.18 million euros. The Brazilian real depreciated 20.20% against the euro in 2024. A 2% change in the exchange rate would have an impact of around 43.6 thousand euros. In commercial accounts receivable and commercial accounts payable there are balances in currencies different from the euro, namely American Dollars, but without any significant value.

- **Liquidity risk**

Liquidity risk refers to the possibility of the company not being able to fulfil its financial obligations as they become due, due to a lack of available financial resources or difficulty in generating sufficient cash in the short term. This risk can arise from various situations, such as the inability to sell assets quickly, restricted access to funding sources or a mismatch between expected cash flows and financial needs.

This risk is the greatest risk that Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries have been exposed to. Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries substantially improved their financial conditions following the changes in their shareholder structure in previous years and the very positive development of their operations in recent years, the result of a well-developed strategy for the Group's sustained growth. Moreover, Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries have a centralised treasury management contract with Visabeira Indústria, SGPS, SA, its main shareholder, in order to manage its cash resources more efficiently. Treasury and investments are managed by a global and centralised organisation, which allows reducing cash flow risks, avoiding exposure to variations that may affect the companies' results.

Vista Alegre Atlantis, SGPS, S.A. is obliged to comply with the financial covenants in connection with the issuance of the 60 million euros bond loan contracted in May 2024. This bond loan established that the Net Debt¹ to EBITDA² ratio should not exceed the maximum limit of 4.0x throughout the loan's maturity and measured at the end of each financial year.

We can conclude that Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries manage liquidity risk in the following ways:

- (i) ensuring that its financial debt has a high medium and long-term component with maturities appropriate to the characteristics of the industries in which it operates;
- (ii) by contracting credit lines available with financial institutions at any time, for an amount that guarantees adequate liquidity to the development of its operations; and
- (iii) through the centralised treasury management contract with its main shareholder, in order to manage its cash and cash equivalents and financing needs more efficiently.

In terms of available resources, they reached 344 thousand euros on the 31st of December 2024.

¹ Net Debt= Bank loans + Lease liabilities - Cash and cash equivalents

² EBITDA = Operating income – Amortisation and depreciation - Impairments - Provisions for the financial year - Impairment of assets depreciation

- **Interest rate risk**

Interest rate risk refers to the possibility of adverse impacts on the company's financial performance arising from variations in market interest rates. These fluctuations can affect both the company's debt costs and the returns on financial assets that are indexed or exposed to variable interest rates.

The year 2008 was marked by the subprime crisis in the US, which caused the bankruptcy of large financial institutions and spread to economies around the world. It was also at the beginning of this year that the highest Euribor rates were recorded. However, after the middle of the year, rates fell as a result of successive cuts in the key rate by the European Central Bank in an attempt to respond to the international financial crisis. Over the following years, Euribor rates tended to fall, reaching negative levels in 2015. This behaviour was the result of the expansive monetary policy by the European Central Bank (ECB), which adopted very low interest rates in response to the global financial crisis and the need to stimulate inflation and economic growth in the eurozone.

In 2019 and 2020, EURIBOR rates remained at negative levels and the ECB maintained an accommodative stance, implementing measures such as quantitative easing and keeping benchmark interest rates at very low levels in order to support economic recovery, especially after the impacts of the COVID-19 pandemic.

In late 2021 and early 2022, the outlook began to change. Rising inflation in the eurozone, driven by factors such as rising energy prices and disruptions in supply chains, led the ECB to reconsider its monetary policy. In response to the acceleration in inflation, the ECB began a cycle of interest rate rises in 2022, which resulted in a recovery in EURIBOR rates. By the end of 2022 and the beginning of 2023, the 3-month and 12-month EURIBOR rates were reaching levels not seen since before the 2008 financial

crisis, with the 3-month rate standing above 2 per cent at various times. From then on, rates rose progressively and repeatedly and only stabilised at the end of 2023. In 2024, the ECB lowered the main Euribor rates four times (June, September, October and December) and it is expected that in 2025 the downward trend will continue, although at a slower pace.

Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries' exposure to interest rate risk comes primarily from loans obtained at variable rates. Although a significant proportion of the debt is contracted at a fixed interest rate (more than 75 per cent), a smaller part is contracted at an interest rate indexed to Euribor at the various maturities.

If the average interest rate supported in 2024 had been 0.5 p.p. higher (lower), the net financial costs would have increased (reduced) by approximately 147 thousand euros (added values for Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries).

It should also be noted that Vista Alegre Atlantis, SGPS, S.A. issued bonds in 2024. Between the 2nd and the 15th of May 2024, Vista Alegre Atlantis, SGPS, S.A. held a public subscription offer for 'Obrigações Vista Alegre 2029' [Vista Alegre bounds], with a fixed interest rate of 5.30% per year and a maturity of five years (until May 2029). Initially, the overall amount of the issue was set at up to 45 million euros, which was later increased to up to 60 million euros, given the success of the operation. It was an operation that involved around 2,320 investors and allowed Vista Alegre Atlantis, SGPS, S.A. to align the maturity of its financial debt with its strategic plan for the coming years, raising approximately 58 million euros net, after deducting commissions and associated costs.

- **Credit risks**

Credit risk refers to the possibility of financial losses arising from the failure of third parties, whether customers, suppliers, financial institutions or other commercial partners, to fulfil their contractual obligations. This risk can manifest itself in various ways, from default on accounts receivable to the bankruptcy of third parties, affecting the company's liquidity and profitability.

Vista Alegre Atlantis, SGPS, S.A.'s subsidiaries are exposed to a variety of diversified risks. Management is aware of the importance of credit risk management and the protection of its treasury, recognising the importance of credit insurance as an essential instrument both domestically and abroad. Conscious of the importance of adopting active management of different financial risks in order to minimise their potential negative impacts on cash flow, results and value of companies, it seeks to manage these risks effectively by formulating adequate hedging strategies.

Credit risk is an important and complex aspect that is present in the activity of Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries. Risk assessments imply credit decisions, at times, based on incomplete information, within a scenario of uncertainty and constant change, specially what has been experienced during the last three years, which has proved to be particularly atypical and which was caused by the COVID-19 spread and the international conflicts in Ukraine and the Middle East, and all the implications that this has entailed. Credit risk management reflects the multiplicity, quality and origin of the

information available so that the credit analyst can always take the best decision and that it is in accordance with the assumptions defined by the Group.

Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries keeps the credit insurance policies, leaves the analysis of credit granting to professionals who are specialised in debts recovery, receiving from the credit company the indication of exposure - credit limit - adjusted to the credit capacity of each client. Thus, management can be primarily focused on operational issues. The coverage of this risk allows a compensation of 95% for the unpaid credits. In order to meet the credit risk coverage needs in foreign markets, in which the limits granted under the base policies are insufficient, Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries has insured additional coverages that allow it to increase the partial coverage of its risks, up to twice the amount granted in the base policy, and as well as to obtain coverages for risks that have no value attributed in the said base policy, up to the limit of 100 thousand euros.

The greater restrictions on the external coverage of the credit granted imply of increased rigour and a greater requirement in the appraisal of the requests for the concession is internal credit. The detailed analysis of a customer's credit risk is normally summarised in a credit sheet, which contains the information that will allow the issuing of an opinion on a credit operation and which includes available and relevant information such as the character of the customer, its management capacity, asset value, history, financial information, credit guarantees and payment terms.

Vista Alegre Atlantis, SGPS, S.A. believes that it does not have significant credit risk concentrations, maintaining an active credit control for all its clients, overseen by the Financial Management.

- **Capital risk**

For purposes of Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries' capital management, capital includes issued capital, share premium and all other equity reserves attributable to the parent company's shareholders.

The main objective of capital management at Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries is to maximise shareholder value. Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries manage its capital structure and make changes based on economic changes and financial covenant requirements. To optimise its capital structure, Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries have several mechanisms such as the distribution of dividends, return of capital or issuance of new shares. Vista Alegre Atlantis, SGPS, S.A. monitors its capital using the Gearing ratio as a reference, which is net debt divided by total capital plus net debt. The Group includes in its debt: loans, lease liabilities and operating debt less cash and short-term deposits.

	2024	2023
Loans granted (note 15)	58 283 551	47 261 396
Cash and cash equivalents (note 7)	-344 127	-9 202 736
Loans granted (note 26)	-5 270 000	0
Net debt	52 669 424	38 058 661
 Total Equity	88 179 986	81 060 522
 Capital e net debt	140 849 410	119 119 182
 Gearing ratio	37%	32%

To achieve this purpose, the Vista Alegre Atlantis, SGPS, S.A. and its subsidiaries' capital management, among other things, aims to ensure compliance with financial clauses associated with the loans. There were no financial agreements non-compliance of any loan during the current period.

No changes were made to capital management purposes, policies or processes during 2024 and 2023.

26. Balances and Transactions with related parties

The entities that held on the 31st of December 2024 a qualifying holding in the VAA, SGPS, S.A. were:

Shareholder	Shares		(in euros)
	No of shares	% of voting rights	
NCFGEST, SA			
Directly (its own portfolio)	7 735 422	4.61%	6 188 337.60
Through Grupo Visabeira, SA	5 548 417	3.31%	4 438 733.60
Through Visabeira Indústria, SGPS, SA	121 200 962	72.29%	96 960 769.60
Through NCFTradetur	4 785 769	2.85%	3 918 224.80
Total attributable NCFGEST, SA	139 270 570	83.07%	111 506 065.60
CR7, S.A.			
Directly (its own portfolio)	16 765 006	10.00%	13 412 004.80
Total attributable to CR7, S.A.	16 765 006	10.00%	13 412 004.80
Caixa Geral de Depósitos, SA:			
Directly (its own portfolio)	1 396 276	0.83%	1 117 020.80
Total attributable Caixa Geral Depósitos, SA	1 396 276	0.83%	1 117 020.80
Free Float	10 218 098	6.09%	8 084 868.80
Sub-totals	167 649 950	100.00%	134 119 960
Treasury shares	110	0.00%	88
Total shares Vista Alegre Atlantis	167 650 060	100.00%	134 120 048

(1) The majority shareholder of VISTA ALEGRE ATLANTIS SGPS, S.A., VISABEIRA INDÚSTRIA, SGPS, S.A., is totally owned by Grupo Visabeira, S.A., whose majority shareholder, NCFGEST, S.A., a company totally owned by the individual partner Fernando Campos Nunes, possesses 98.57%.

The balances and transactions with related parties (Vista Alegre Group and Grupo Visabeira) and with members of the Governing Bodies are detailed below.

Remuneration of the Corporate Bodies

	31-12-2024	31-12-2023
Salaries and other short-term benefits of the Management	891 497	721 300
Retirement pensions	87 254	46 520
Remuneration of the Supervisory Board	22 632	26 600
Remuneration of the General Meeting	6 000	3 000
	1 007 383	797 420

The balances of assets and liabilities to related parties on the 31st of December 2024 and 2023 are as follows:

	31-12-2024	31-12-2023
Assets		
Supplementary benefits	7 120 711	7 120 711
Vista Alegre Espanha, S.A.	3 185 050	3 185 050
Faianças da Capôa-Ind.Cerâmica, S.A.	2 025 523	2 025 523
Ria Stone Fábrica de Louça de Mesa em Grés, S.A.	1 276 107	1 276 107
Vista Alegre Atlantis Moçambique, LDA	459 031	459 031
Faianças Artísticas Bordalo Pinheiro	175 000	175 000
Other operations	74 294 914	48 382 194
Vista Alegre Atlantis, S.A.	63 049 039	41 183 661
Visabeira Industria, SGPS, S.A	6 081 466	1 114 655
Cerexport, S.A.	3 084 508	3 403 930
Vista Alegre Espana, S.A.	950 492	905 000
Cerutil, S.A.	762 980	134 600
NCFGest, S.A. (RETGS)	341 990	333 338
Faianças Artísticas Bordalo Pinheiro, SA	20 270	207 526
Vista Alegre USA Corporation	1 783	1 725
Grupo Visabeira, S.A.	1 319	1 319
Visabeira Global, SGPS, S.A.	1 066	0
Ria Stone Fábrica de Louça de Mesa em Grés, S.A.	0	1 093 070
Faianças da Capôa-Ind.Cerâmica, S.A.	0	619
Vista Alegre França, S.A.S	0	2 611
VAA - Empreendimentos Turísticos, S.A.	0	140
	81 415 625	55 502 905
Liabilities		
Ria Stone Fábrica de Louça de Mesa em Grés, S.A.	12 135 309	16 059 992
Faianças da Capoa-In.Cerâmica,S.A.	547 645	518 529
Grupo Visabeira, S.A.	308 529	1 128 066
Cerutil, S.A.	69 185	35 336 469
NCFGest, S.A. (RETGS)	74 134	8 968
Visabeira Industria, SGPS S.A.	43 050	73 800
Visabeira investigação e desenvolvimento	23 833	123 000
VAA I.I.- Sociedade Imobiliária, SA	29 335	28 783
Empreendimentos Turísticos Montebelo, SA	9 218	644
Creative Shots - Agência de Comunicação, S.A.	0	61 500
Vista Alegre Atlantis,SA.	0	5 735
	14 601 568	54 659 700

Transactions with related parties during the periods ended on the 31st of December 2024 and 2023:

	31-12-2024		31-12-2023	
	Purchases and other financial costs (COSTS)	Sales and other financial income (INCOMES)	Purchases and other financial costs (COSTS)	Sales and other financial income (INCOMES)
Vista Alegre Group Companies				
Cerexport, SA - Interest	0	169 482	0	162 939
Vista Alegre Atlantis, SA - Interest	79 714	2 781 083	0	1 842 465
Vista Alegre Atlantis, SA.	7 179	1 095 091	4 760	1 087 145
Vista Alegre Espana, S.A. - Interest	0	45 492	0	0
Vista Alegre França - Interest	0	0	0	2 611
Vista Alegre USA	0	58	0	120
Faianças Artísticas Bordalo Pinheiro	0	198 652	0	197 758
Faianças Artísticas Bordalo Pinheiro - Interest	61 330	0	0	197 758
Ria Stone, SA	0	1 754 953	0	1 752 803
Ria Stone, SA - Interest	1 003 141	0	560 585	0
Faianças da Capôa-Ind.Cerâmica.SA- Interest	30 399	0	17 678	0
Cerutil-Cer. Utilitária, SA.	0	146 334	0	145 908
Cerutil-Cer. Utilitária, SA. - Interest	69 185	0	10 458	0
VAA I.I.- Sociedade Imobiliária, SA - Interest	1 335	0	783	0
NCFGEST Companies				
Empreendimentos Turísticos Montebelo, SA	8 568	0	644	0
Grupo Visabeira, SA	425 247	0	420 586	1 050
Visabeira Global, SGPS, S.A.	0	1 039	0	0
Nikkei Chiado, Lda	165	0	0	0
Visabeira Industria, SGPS, SA - Interest	0	811 466	0	568 126
Visabeira Industria, SGPS, SA	60 000	0	60 000	0
Visabeira investigação e desenvolvimento	20 000	0	0	0
VAA - Empreendimentos turísticos, SA	0	0	0	279
Total	1 766 264	7 003 650	1 075 494	5 761 204

27. Subsequent events

On the 2nd of April 2025, US President Donald Trump announced a series of trade measures that could have significant impacts on the global economy. Among the main initiatives is the implementation of additional tariffs on imports from various countries, including the European Union, China, Canada and Mexico. These tariffs, which reach up to 25% on some products, have been justified as part of a strategy to balance trade relations and to protect American industry.

Moreover, a policy of "reciprocal tariffs" was presented, aiming at equalise the rates applied to American product exports. These measures have generated international reactions, including possible retaliation from the countries affected, contributing to a more volatile economic environment.

Within the Vista Alegre Group's business, it is our conviction that the impacts will not materialise, since our operations do not involve exports or imports from the United States. We will continue to monitor

the global economic outlook, ensuring that any relevant changes are duly assessed and incorporated into our business strategy.

There are no other events subsequent to the date of the financial statements which may influence the presentation and interpretation of consolidated financial statements.

28. Approval of the financial statements

These financial statements were approved by the Board of Directors on the 29th of April 2025.

Ílhavo, 29th of April 2025

The Chartered Accountant

Cláudia Raquel Costa do Amaral Lourenço

The Board of Directors

Nuno Miguel Rodrigues Terras Marques
Chairman of the Board of Directors

Paulo Jorge Lourenço Pires
Vice-Chairman of Board of Directors

Alexandra da Conceição Lopes
Member of the Board of Directors

Alda Alexandra Abrantes Costa
Member of the Board of Directors

Nuno Miguel Ferreira De Assunção Barra
Member of the Board of Directors

Nuno Maria Pinto de Magalhães Fernandes Thomaz
Member of the Board of Directors

Cristina Isabel Sousa Lopes
Member of the Board of Directors

Teodorico Figueiredo Pais
Member of the Board of Directors

Carlos Alberto Sá Garcia da Costa
Member of the Board of Directors

Fernando Daniel Leocádio Campos Nunes
Member of the Board of Directors

Maria Isabel Couto Fernandes
Member of the Board of Directors

Céline Dora Judith Abecassis Moedas
Member of the Board of Directors

Mário Godinho de Matos
Member of the Board of Directors

Luís Miguel Poiares Pessoa Maduro
Member of the Board of Directors

Tiago de Moura Pacheco Coelho Craveiro
Member of the Board of Directors



CORPORATE GOVERNANCE REPORT 2024



Part I

Information regarding the Shareholders Structure, Organisation, and Corporate Governance

A. Shareholders Structure

INTRODUCTION:

This report, which presents a summary of the most relevant aspects regarding the good governance practices of VAA-Vista Alegre Atlantis, SGPS, S.A. (hereafter designated by "VAA", "Company" or "Society"), was organised in compliance with the regulation of the *Comissão do Mercado de Valores Mobiliários* [Securities Market Commission] (hereafter designated by "CMVM") no 4/2013 and the Article 245º-A of the *Código dos Valores Mobiliários* [Portuguese Securities Market Code].

Thus, in this report, the Company assesses the compliance with the recommendations contained in the Corporate Governance Code of the *Governo das Sociedades do Instituto Português de Corporate Governance* ("IPCG") [Portuguese Institute of Corporate Governance] in its version published in 2018 ("Recommendations", "Rec." Or " IPCG Code ") - exercise of comply or explain contained in Part II -, having as reference the report model contained in the Securities Market Commission Regulation No. 4/2013 - corresponding in particular to Part I. This document must also be read as a complement and attached to the Annual Management Report and Consolidated Accounts.

During 2024 and up to this date, VAA followed solid management practices and implemented a set of good practices regarding internal regulations, in line with the provisions of the IPCG Code, thus the VAA Board of Directors is convinced that the Company complies with a significant set of the IPCG Recommendations and adopts solutions that are materially equivalent to the other Recommendations and underlying principles contained in the IPCG Code, as described throughout this report.

The adoption of these Recommendations contributed, on one hand, to the transparency and reinforcement of VAA's governance model and practices, and on the other hand, to the implementation of a system of checks and balances that constitutes a catalyst for the creation of value and sustained growth for the Company and for the Vista Alegre group.

PART I – INFORMATION REGARDING THE SHAREHOLDERS STRUCTURE, ORGANISATION, AND CORPORATE GOVERNANCE

A. SHAREHOLDERS STRUCTURE

I. CAPITAL STRUCTURE

1. The capital structure, including the shares not accepted to the negotiation, different actions' categories, rights and obligations inherent to them as well as the capital percentage that each category represents:

VAA share capital is currently of 134,120,048.00 Euros, is fully subscribed and paid up, and is represented by 167,650,060 nominative entry shares, with the nominal value of 80 cents each, trading on the Euronext Lisbon regulated market.

Except, of course, for treasury shares, all shares grant the same rights.

According to the available information in the Company, on the 31st of December 2024, the share capital structure of VAA was as follows:

Shareholder	No of shares	% of voting rights
NCFGEST, SA	7 735 422	4.61%
NCFTadetur, SA	4 785 769	2.85%
Grupo Visabeira, SA	5 548 417	3.31%
Visabeira Indústria, SGPS, SA	121 200 962	72.29%
CR7, SA	16 765 006	10.00%
Caixa Geral de Depósitos, SA	1 396 276	0.83%
Free Float	10 218 098	6.09%
Sub-totals	167 649 950	100.00%
Treasury shares	110	0.00%
Total shares Vista Alegre Atlantis	167 650 060	100.00%

⁽¹⁾ On the date of this report, Visabeira Indústria, SGPS, S.A. directly owns 121.200.962 shares, representing 72.29% of VAA's share capital and voting rights, as communicated to the market.

2. Restrictions to shares transfer, such as consent clauses for sale or limits to shares ownership:

There are no limitations in the law or in the Company's Articles of Association to the transferability of shares representing VAA's share capital.

3. Number of equity shares, percentage of share capital corresponding to the percentage of voting rights to which correspond the equity shares:

The company owns 110 equity shares, representing 0.0000656% of the share capital. They would entitle the right to 11 voting rights, if it were applicable.

4. Significant agreements which the company has signed and that come into force, are changed or terminated in case of the company's control change, as a result of a takeover bid, as well as its effects, except if, due to its nature, its disclosure is seriously harmful to the company, unless the company is specifically required to disclose such information due to other legal imperatives:

VAA didn't sign any significant agreements that come into force, are changed or terminated in case of the company's control change, as a result of a takeover bid, or in the event of a change in the composition of the Board of Directors.

In accordance with normal market practice, the terms of the bond issue to which the company is currently bound ('Obrigações Vista Alegre 2024-2029') include a change of control clause, with the possibility of bondholders requesting early repayment of the amount due.

The Company therefore complies with Recommendation III.7., not adopting the measures that determine payments or assumption of fees by the Company in the event of change of control or change in the composition of the managing body and which appear likely to impair the economic interest in the transfer of shares and the free assessment by Shareholders of the performance of the board members.

5. Regime subject to the renewal or termination of defensive measures, in particular those that provide for the limitation of the number of votes that may be held or exercised by a single shareholder individually or with other shareholders:

The Articles of Association do not mention any limits to the voting counting, in the sense that votes cast by a single holder of common shares, either by itself or through a representative, in its own name or as a representative of another shareholder, are not counted, therefore there is no statutory provision as to the terms of its maintenance or not in the Articles of Association in the Recommendation III.6 which is not applicable.

6. Shareholders agreements that the company may be aware of and that may restrict the transfer of securities or voting rights:

That the company is aware of, there are no shareholders agreements that may lead to any restrictions in terms of securities or voting rights.

II. SHARES OWNED

7. Identification of natural or legal people that, directly or indirectly, hold qualifying shares with detailed indication of the percentage of capital and votes attributable and of the source and causes of attribution:

Taking into account the communications received by the Company on 31st of December 2024, the qualifying shares equal or superior to 2% on the VAA's share capital and voting rights were as follows:

Shareholder	Shares		(in euros)
	No of shares	% of voting rights	
NCFGEST, SA			
	Directly (its own portfolio)	7 735 422	4.61% 6 188 337.60
	Through NCFTRADETUR, SA	4 785 769	2.85% 3 828 615.20
	Through Grupo Visabeira, SA	5 548 417	3.31% 4 438 733.60
	Through Visabeira Indústria, SGPS, SA ⁽¹⁾	121 200 962	72.29% 96 960 769.60
Total attributable NCFGEST, SA		139 270 570	83.07% 111 416 456.00
CR7, S.A.	Directly (its own portfolio)	16 765 006	10.00% 13 412 004.80
	Total attributable to CR7, S.A.	16 765 006	10.00% 13 412 004.80
Caixa Geral de Depósitos, SA:	Directly (its own portfolio)	1 396 276	0.83% 1 117 020.80
	Total attributable Caixa Geral Depósitos, SA	1 396 276	0.83% 1 117 020.80
Free Float		10 218 098	6.09% 8 174 478.40
Sub-totals	167 649 950	100.00%	134 119 960.00
Treasury shares	110	0.00%	88.00
Total shares Vista Alegre Atlantis	167 650 060	100.00%	134 120 048.00

⁽¹⁾ VISTA ALEGRE ATLANTIS SGPS, S.A.'s majority shareholder, Visabeira Indústria SGPS, S.A., is entirely owned (100%) by the shareholder Grupo Visabeira, S.A., of whose capital NCFGEST, S.A. owns 98.56873%, being the latter entirely owned by the shareholder Fernando Campos Nunes, who is to be accounted responsible for the voting rights of the Company by Visabeira Indústria SGPS, S.A. and Grupo Visabeira, S.A..

On the date of this report, Visabeira Indústria, SGPS, S.A. directly owns 121.200.962 shares, representing 72.29% of VAA's share capital and voting rights, as communicated to the market.

8. Indication on the number of shares and bonds held by members of the management and supervisory bodies:

On the 31st of December 2024 and on this date, Nuno Miguel Rodrigues Terras Marques, Chairman of the Board of Directors of VAA, holds 11,000 shares, acquired on the stock exchange, representing 0.007% of the Company's share capital and voting rights; Fernando Daniel Leocádio Campos Nunes, Member of the Company's Board of Directors, holds 1,766 shares, acquired on the stock exchange, representing 0.001% of VAA's share capital and voting rights.

With regard to the company's current bond issue ('Obrigações Vista Alegre 2024-2029'), Paulo Jorge Lourenço Pires, Vice-Chairman of the company's Board of Directors, holds 50 bonds, while the members of the Board of Directors, Alda Alexandra Abrantes Costa and Alexandra da Conceição Lopes, hold 50 and 80 bonds, respectively. All these bonds were acquired on the stock exchange.

9. Special powers of the management body, namely regarding decisions to increase capital, indicating the date on which they are assigned, the period until which such powers may be exercised, maximum limit of the share capital increase, amount already issued under the powers assignment and implementation of the powers assigned:

The company's management body is currently not assigned special powers, namely regarding resolutions to increase capital, for which the competence lies exclusively in the General Meeting under the terms legally provided for.

10. Information on the existence of significant commercial relationships between the holders of qualifying shares and the company:

Throughout 2024, the holders of qualifying shares carried out transactions with VAA and its subsidiaries, under normal market transactions and within their activity, duly detailed in the Consolidated Annex to the Balance Sheet and Income Statement in note 36 "Transactions with Related Parties".

Part I

Information regarding the Shareholders Structure, Organisation, and Corporate Governance

B. Corporate Bodies and Commissions

B. CORPORATE BODIES AND COMMISSIONS

I. GENERAL MEETING

a) The General Meeting board throughout 2024

11. Identification and position of the General Meeting Board and its terms of office (beginning and end):

Throughout 2024, the Board of the General Meeting was chaired by Luís Manuel Gonçalves Marques Mendes and the secretary is Marta Sofia Cunha Albuquerque Santos Temudo, and the Chairman and Secretary were re-elected at the Annual General Meeting on the 23rd of May 2024, to hold office for the 2024 annual term.

By notice dated the 12th of February 2025, the market and the general public were informed of the resignation from the position of Chairman of the General Meeting, with immediate effect, duly communicated by Luís Manuel Gonçalves Marques Mendes by letter addressed to the Chairman of the Company's Supervisory Board, which was received on the same date.

In addition, it was also announced that, having been re-elected for the 2024 annual mandate, the company will elect a new Chairman of the Board of the General Meeting at the next Annual General Meeting, and the current absence will be remedied in accordance with the law.

b) Voting right

12. Possible restrictions on voting rights, such as limitations on the exercise of voting rights depending on the number or percentage of shares held, time limits imposed for the exercise of voting rights or systems for highlighting assets content rights:

Pursuant to articles 12 and 13 of the Company's Article of Association:

- a) Each set of ten shares correspond to one vote;
- b) Only those shareholders who, on the date of registration - corresponding to the midnight (GMT) of the 5th negotiation day prior to the General Meeting 's day -, hold a number of shares not inferior to ten, are entitled to attend the General Meeting, on each of the two sessions, in case of suspension, and to discuss and vote;
- c) The exercise of the rights referred to in the previous paragraph is not affected by the transfer of shares at a later date than the Registration Date, nor it depends on the blocking between the said date and the General Meeting's date;
- d) Shareholders wishing to participate in the General Meeting must declare it in writing to the Chairman of the Board of the General Meeting and to the financial intermediary where the individual account is opened no later than the day before the day mentioned on the paragraph a) above and may, for that purpose, use an e-mail;
- e) Those who have declared their intention to participate in the General Meeting, pursuant to the previous number, and transfer ownership of shares between the Registration Date and

the end of the General Meeting, shall immediately notify the Chairman of the General Meeting and to the *Comissão do Mercado de Valores Mobiliários* [Securities Market Commission];

- f) The Shareholders who, in the face of what is established in a) above, do not have the number of shares necessary to participate and vote in the General Meeting may group together in order to make up the number, and must appoint by agreement one among them to represent them in the General Meeting;
- g) Shareholders without voting rights and bondholders may not be present at General Shareholders Meetings, and shall be represented by their joint representatives;
- h) Natural shareholders may be represented at the General Meeting by another Shareholder or by those people the mandatory law permits;
- i) Shareholders who are legal entities will be represented at the General Shareholders Meeting by the person they appoint for this purpose;
- j) The representation instruments provided for in the preceding paragraphs shall be addressed to the Chairman of the General Meeting Board and delivered to the Company at least five days before the General Meeting's date;
- k) Postal voting is permitted;
- l) Postal voting is taken into account for the General Meeting's quorum, and they are valid as well for the second call of the General Meeting to which they were issued. The Chairman of the Board, or its substitute, will be responsible for verifying their authenticity and regularity, as well as ensuring its confidentiality until the voting time;
- m) Postal voting shall be deemed revoked, if the Shareholder or his/her representative is present at the General Meeting;
- n) Postal voting shall be considered negative votes regarding the approval proposals submitted after the date on which those votes were cast;
- o) Without prejudice to the legal mandatory provisions and Articles of association, the resolutions of the General Meeting will be taken by a majority of the votes cast;
- p) The decisions on amendments to the Articles of Association, transformation, merger, division and dissolution of the Company shall be taken by a qualified majority of at least two-thirds of the votes cast.

The Company considers that it fully complies with Recommendation III.1., not setting an excessively high number of shares necessary to grant the right to one vote.

Thus, under the terms of the articles of association, to each ten shares correspond one vote, and it was decided that this proportionality doesn't need to be changed, depending on the shareholder structure of the Company (no 7. above) and the attendances and votes effectively registered at the General Meeting. In fact, the General Meetings held between 2011 and 2014 were attended by 6 (six) Shareholders, in 2015 by 8 (eight) Shareholders, in 2016 and 2017 by 7 (seven) Shareholders, in 2018 by 6 (six) Shareholders, in 2019 by 4 (four) Shareholders, in 2020 by 8 (eight) Shareholders, and in 2021, 2022 and 2023 by 9 (nine) Shareholders of which, in 2021, 5 (five) of them used the right of postal voting and in 2022 and 2023 2 (two) used this same

option. In 2024, the Annual General Meeting was attended by 5 (five) shareholders, and the option of postal voting was not used.

VAA, prior to each General Meeting and respecting the legal deadlines, broadly discloses the dates on which they will be held and the available means of participation and voting by the Shareholders, namely in person (directly or through a representative) or remotely (via postal vote with an extended term), the notice of the respective call being made available on the VAA institutional website (www.vistaalegre.com).

In 2024 the Company did not implement the voting by electronic or telematic means. In any case, VAA considers that in 2024, as in other years, it provided suitable remote means of participation and voting in its general assemblies and thus comply with the principles underlying Recommendations III.4. and III.5., to an extent appropriate to its shareholder structure described in paragraph 7. *above* and to the history of participation and voting at its General Meetings (without any adherence to postal voting at its Meetings since it became available and only to have punctually registered, for the first time since it became available, the adhesion to the vote by correspondence by two shareholders).

The use of these functionalities at the aforementioned General Assembly meeting with the safety and authenticity requirements would therefore be disproportionate, particularly in view of the associated costs.

The VAA Articles of Association do not provide for prominent equity rights systems.

13. Indication of the maximum percentage of the voting rights which may be exercised by a single shareholder or by shareholders who may have any relationships under no 1 of the article 20:

The Articles of Association do not provide for any limitation to the voting rights that may be exercised by a single Shareholder or by Shareholders who are in any of the relationships indicated in Article 20 of the Portuguese Securities Code, so Recommendation III.6. does not apply.

14. Identification of the shareholders decisions which, by statutory requirement, can only be taken with a qualified majority, besides the requirements foreseen in the law, and indication of those majorities:

The Company's Articles of Association do not contain any provision that imposes a qualified majority in addition to those provided for by law, so the Company intends to adopt Recommendation III.3.

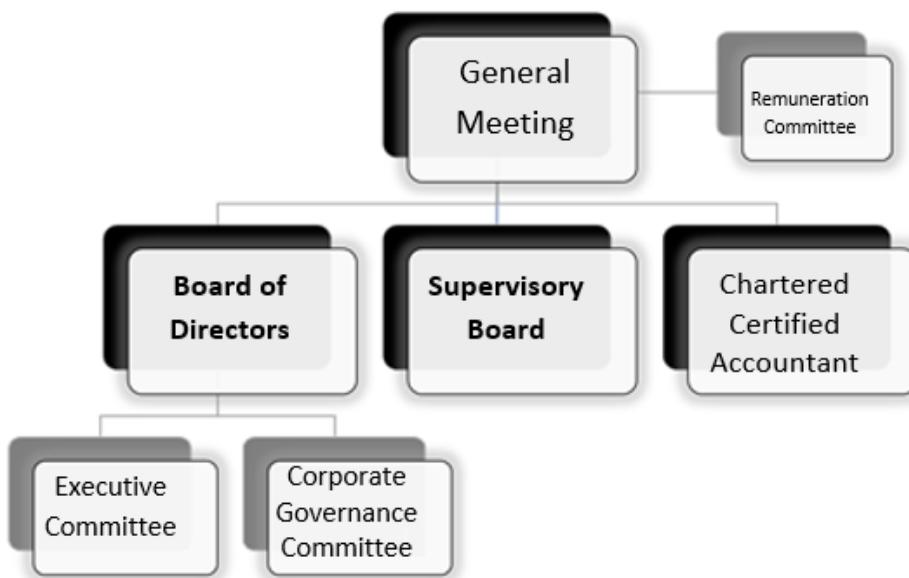
II. MANAGEMENT AND SUPERVISION

a) Structure

15. Identification of the governance model adopted

Pursuant to article 10 of the Articles of Association, the Corporate Bodies are the General Meeting, the Board of Directors, the Supervisory Board and the Chartered Certified Accountant or the Chartered Certified Accountants' Company.

The corporate governance model in force at VAA comprises: *(i)* a management structure, corresponding to the Board of Directors designated by the General Meeting, which in 2024 delegated day-to-day management powers to the Executive Committee and powers in matters of corporate governance, evaluation and appointments to the Corporate Governance Committee; *(ii)* a reinforced inspection structure, which includes the Supervisory Board and the Certified Auditor, both appointed by the General Meeting and the latter on a proposal from the Supervisory Board; as well as *(iii)* a Remuneration Committee appointed by the General Meeting responsible for setting the remuneration of the governing bodies.



Regarding the assessment of the Company's current Governance model, the Board of Directors considers that it is appropriate to the size and business of the Company, which, being essentially based on a separation of powers between the different corporate bodies, allows to keep good operating levels as well as performance efficiency regarding the functions of each corporate bodies and their interconnection.

In this context, the Board of Directors is responsible for monitoring and defining the implementation of the Vista Alegre group's strategic guidelines and risk profile/policy, as well as

the other non-delegable matters described below, and monitoring management, as detailed at points 21. and 29. below.

In turn, the Executive Committee, with day-to-day management powers delegated by the Board of Directors, assumes functions of an operational nature, being responsible for implementing the strategic guidelines, risk profile/policy and corporate structure of the Vista Alegre group defined by the Board Directors, as detailed in points 21. and 29. below.

The assignment of responsibilities for the purpose of coordinating specific operational/functional management areas of the Executive Committee to each of its members, without prejudice to the collective nature of the management functions by this Committee, promotes the effective monitoring of the Society's management and taking advantage of synergies within each operational / functional area.

The Board of Directors also created a Corporate Governance Committee aiming at promoting reflection and improvement of the governance model and practices adopted by the Company, with powers in matters of corporate governance, remuneration, assessment and appointments, as detailed in point 29. bellow.

In legal, statutory and regulatory terms, the Supervisory Board is responsible for the following supervisory functions and as detailed in points 37. and 38. below:

- (i) The integrity of financial information;
- (ii) The statutory audit and the independence of the Certified Auditor;
- (iii) The effectiveness of risk management, internal control and internal audit systems;
- (iv) The Company's management and compliance with the law and the Articles of Association.

The Certified Auditor is responsible for examining the Company's accounts and also exercising control over the accuracy of the Company's financial information, as detailed in point 38. below.

16. Rules governing the appointment and replacement of board members and the amendment of the articles of association:

The members of the Board of Directors, including the Chairman and one or more Vice-chairman, are elected by the Shareholders at the General Meeting.

The members of the Board of Directors are appointed for annual terms and may be re-elected under the legal terms, considering themselves sworn in as soon as they are elected and will remain in office until the election of new members.

The absence of a director from three meetings, consecutive or not, without justification accepted by the Board of Directors, leads to his/her definitive absence, which must be declared by the Board of Directors. In the event of the absence or definitive impediment of any of the members of the Board of Directors, under the statutory and legally provided for terms, is

incumbent upon the management body itself to proceed with the respective replacement through co-option, and must submit it for ratification at the following General Meeting.

The process of naming VAA's Board of Directors has also taken into account the diversity policy of VAA's corporate bodies, approved at a Board of Directors meeting on the 4th of December 2017 ("Diversity Policy"), pursuant to the following terms:

DIVERSITY POLICY IN CORPORATE AND SUPERVISORY BODIES

Following the entry into force of Law 62/2017 of the 1st August, VAA - Vista Alegre Atlantis SGPS, S.A. intends to adopt and implement a diversity policy with a view to promoting the appropriate gender and age diversity, as well as capacities and complementary education and professional experience, within the respective corporate bodies, based in particular on the following principles:

- (i) *A diversity of knowledge, experience and know-how, as well as gender, considered essential for a more effective perception of the company's activity and the needs that may arise, better identification of solutions suitable for solving problems and a greater efficiency in confronting the challenges that it continually faces, in a consolidated growth strategy, both at national and international level;*
- (ii) *An appropriate balance between the ages and seniorities of its members will enable a more agile, thoughtful, innovative and sustainable decision-making process;*
- (iii) *The combination of an adequate set of differentiated education qualifications will allow the necessary competences to the company's activity and its expansion strategy;*
- (iv) *Mastering areas of knowledge and professional experience in vital sectors in the face of strategic challenges which the company has to face, such as leadership, strategy, marketing & design, development and innovation, industrial operations management, business follow-up and management, quality management, management control, finance/funding, tax, audit, risk analysis, human resources, law and corporate governance;*
- (v) *Periodic monitoring of the implementation of the principles that underlie the diversity policy adopted, reviewing it annually, always with a reasonable notice in advance of the General Meeting elective of the corporate bodies.*

In this context, the election of the Board of Directors and also of the Supervisory Board for the 2024 term, took this policy into account as these bodies integrate people of different ages, genders and qualifications as well as different professional experiences, with the purpose of promoting not only greater balance and performance within these bodies, but also strengthening of decision-making and control processes.

In turn, when preparing the elective process for 2025, the Corporate Governance Committee approved recommendations regarding the process of appointing members of the corporate bodies to carry out their functions within the scope of this process, implementing the Diversity Policy and complying with the legal standards and recommendations applicable and adequate by the Company in this field.

According to such recommendations, to the extent of its powers and/or when requested by the Shareholders, the Corporate Governance Committee issues an appraisal report of the candidates for members of the governing bodies to enhance the effective performance of their functions, with reference to the legal standards and the ("IPCG") Recommendations applicable as well as individual skills and diversity requirements considered relevant and provided by the Corporate Governance Committee.

To this extent, the Company considers establishing criteria and requirements related to the profile of new members of the appropriate corporate bodies and having adopted good practices in order to promote the idea that the proposals for the election of the members of the corporate bodies may have a reasoning process regarding the adequacy of the profile, knowledge and curriculum to the role to be played by each candidate (with the creation of a Corporate Governance Committee with the aforementioned role and activities) and, thus, fully comply with Recommendations II.2.1. and VI.3.1. of the IPCG Code.

17. Structure, as applicable, of the Board of Directors, indicating the minimum and maximum statutory number of members, statutory term duration, number of effective members, date of the first nomination, as well as each members' term end:

Under the terms of the Article 14 of the Articles of Association, the Board of Directors has a minimum number of five members and a maximum number of fifteen, whichever is decided on the General Meeting, who will choose the Chairman and one or more Vice-Chairmen.

The members of the Board of Directors are elected annually by the General Meeting, which once they are elected, they will remain in the exercise of their functions until the election of those who will replace them.

The date of the first nomination and end of the current term of office (2024), of the members of the corporate body, who were in office until the 31st of December 2024 and on this date, are presented:

Names	First Position		Term of Office ⁽¹⁾
	Mode	Date	
Nuno Miguel Rodrigues Terras Marques	Election	24 th of March 2017	December 2024
Paulo Jorge Lourenço Pires	Nomination	29 th of October 2013	December 2024
Alexandra da Conceição Lopes	Election	22 nd of May 2013	December 2024

Alda Alexandra Abrantes Costa	Election	22 nd of May 2013	December 2024
Nuno Miguel Ferreira Assunção Barra	Election	6 th of May 2016	December 2024
Nuno Maria Pinto de Magalhães Fernandes Thomaz	Election	18 th of May 2018	December 2024
Cristina Isabel Sousa Lopes	Election	18 th of May 2018	December 2024
Teodorico Figueiredo Pais	Election	12 th October 2018	December 2024
Carlos Alberto Sá Garcia da Costa	Election	6 th of June 2022	December 2024
Fernando Daniel Leocádio Campos Nunes	Election	5 th of June 2023	December 2024
Maria Isabel Couto Fernandes	Election	5 th of June 2023	December 2024
Céline Dora Judith Abecassis Moedas	Election	26 th of June 2020	December 2024
Mário Godinho de Matos	Election	26 th of June 2020	December 2024
Luís Miguel Poiares Pessoa Maduro	Election	16 th of June 2021	December 2024
Tiago de Moura Pacheco Coelho Craveiro	Election	12 th of September 2024	December 2024

⁽¹⁾ Without prejudice to the members of the Board of Directors remaining in the exercise of their functions until the election of the members of this body who will replace them.

18. Distinction of the executive and non-executive members of the Board of Directors and, regarding the non-executive members, identification of the members that may be considered independent:

Members of the Board of Directors in office on the 31st of December 2024 and at this date:

Names	Positions	Board of Directors	Executive	Independent ⁽¹⁾
Nuno Miguel Rodrigues Terras Marques	Chairman	Yes	Yes	----
Paulo Jorge Lourenço Pires	Vice-Chairman	Yes	Yes	----
Alexandra da Conceição Lopes	Member of the Board	Yes	Yes	----
Alda Alexandra Abrantes Costa	Member of the Board	Yes	Yes	----
Nuno Miguel Ferreira de Assunção Barra	Member of the Board	Yes	Yes	----
Nuno Maria Pinto de Magalhães Fernandes Thomaz	Member of the Board	Yes	No	Yes
Cristina Isabel Sousa Lopes	Member of the Board	Yes	No	----
Teodorico Figueiredo Pais	Member of the Board	Yes	Yes	—
Carlos Alberto Sá Garcia da Costa	Member of the Board	Yes	Yes	----
Fernando Daniel Leocádio Campos Nunes	Member of the Board	Yes	No	----
Maria Isabel Couto Fernandes	Member of the Board	Yes	No	----
Céline Dora Judith Abecassis Moedas	Member of the Board	Yes	No	Yes
Mário Godinho de Matos	Member of the Board	Yes	No	Yes
Luís Miguel Poiares Pessoa Maduro	Member of the Board	Yes	No	Yes
Tiago de Moura Pacheco Coelho Craveiro	Member of the Board	Yes	No	----

⁽¹⁾ In assessing independence, the Company takes into account the criteria provided for in **Recommendation IV.2.4..** (**Recommendation IV.2.5.** is not applicable) of the IPCG Code as well as point 18 of the annex to CMVM Regulation No. 4/2013.

Bearing in mind Recommendation I V.2.2., In 2024 the Company has an adequate number of executive and non-executive members of the Board of Directors in view of the composition of

this body approved by the General Shareholders' Meeting and the activity of VAA (in particular taking into account the size of the Company and its businesses, the governance model and the organisational structure described in this report). This number is considered adequate to ensure the effective performance of the functions entrusted to the management body and to contribute to the definition and implementation of strategic lines, as well as to monitor their implementation, taking into account the self-assessment carried out by the Board of Directors with the support from the Corporate Governance Committee.

The company currently has a higher number of non-executive directors than executive directors, which allows Recommendation IV.2.3. to be objectively adopted. The company also has a number of solutions in place to promote the performance of a supervisory role by non-executive directors and to challenge executive management, taking into account the specific characteristics of the company:

- (i) In view of the composition of the Board of Directors approved by the General Meeting, the number of executive directors was adjusted to the Group's structure and to the organisational structure adopted by the Board of Directors (see point 21. *infra*), activity, strategic lines and size and geographical dispersion of the VAA, as well as the balance of skills and relevant knowledge to promote an effective performance of the executive areas, with special emphasis on:
 - a) The management of industrial operations divided into segments and commercial areas (so that these responsibilities are entrusted to executive directors with the appropriate attributes bearing in mind the Company's strategic lines); and
 - b) The financial and internal control/audit areas, whose areas of responsibility have been segregated from the business areas and from each other and the importance of assigning matters such as business management and monitoring vs innovation and energy transition, sustainability and continuous improvement of production methods and processes to separate directors in the context of VAA's priorities in these matters in 2024, especially in view of the demands placed on the operation and the business in general terms as a result of the war between Russia and Ukraine, which continued throughout the year and the most recent conflict in the Middle East region, and the resulting implications in terms of increased operating costs, in relation to the respective individual attributes.
- (ii) In turn, the number of non-executive directors is appropriate to the size and corporate structure of the Company, as well as the complexity of the risks inherent to its activity, considering that:
 - a) The Company has internal mechanisms and procedures that allow non-executive directors: to participate in the definition of the strategy and the main policies and decisions that should be considered strategic for the Company, due to their amount or risk, as well as in their supervision and evaluation compliance; and implement sound governance practices in the exercise of its management supervisory role,

- achieving the creation of a Corporate Governance Committee composed of a majority of independent directors, as detailed in point 27. below;
- b) Most of the non-executive directors are independent directors (members not associated with any interest groups in the Company or in circumstances that may compromise their impartiality, in line with Recommendation IV.2.4.) and show a balanced and adequate diversity of skills, knowledge and professional experiences as detailed in points 18. and 19. below;
- c) The Board has appointed a lead independent director, whose role is described below;
- d) The checks & balances model adopted by VAA is further supported by the role of the Supervisory Board as a supervisory body as detailed in points 37. and following below.

In this context, and as reflected in the Regulations of the Board of Directors, the Chairman of the Board of Directors has been responsible for contributing to the effective performance of functions and powers by the non-executive directors and the internal committees of the Board of Directors, ensuring adequate coordination of their work and the necessary mechanisms so that they receive in time the information necessary for decision-making in an independent and informed manner, in compliance with Recommendations II.3.1. and II.3.2.

On the other hand, non-executive directors, with a view to perform their duties in an informed and independent manner, are legally qualified to obtain the information necessary to exercise their powers and duties (in particular, information regarding the powers to the Executive Committee and its performance, the implementation of the budget and plans and the situation and prospects for the development of the Vista Alegre group's activity and also the archive of the meetings of the other governing bodies and respective committees), requesting:

- (i) The information regarding the Chairman of the Board of Directors, the lead independent director, or the Chairman of the Executive Committee, and the response to their requests must be provided in an appropriate and timely manner to all directors and members of the Supervisory Board, as applicable;
- (ii) The presence of executive officers or other employees of the Vista Alegre group at the meetings of the bodies/committees concerned, together with the Executive Committee;
- (iii) That the Executive Committee and other internal committees present a summary of the relevant aspects of its activity at the meetings of the Board of Directors.

Also in accordance with the Regulations of the Board of Directors, when the Chairman or Vice-Chairman of the Board of Directors carries out executive functions and/or is not independent, a non-executive and independent Member (lead independent director) will be appointed by the Board of Directors to: (i) monitor the performance of the Executive Committee's competences and functions as well as the competences and functions of the non-executive directors, ensuring an adequate coordination of their work and the necessary mechanisms for decision making in

an independent and informed manner; *(ii)* undertake the role of middleman between the Chairman of the Board of Directors and the other directors.

By decision of the Board of Directors on the 23rd of May 2024 and taking into account the role it was playing as a non-executive and independent director, Nuno Maria Pinto de Magalhães Fernandes Thomaz was appointed Lead Independent Director, formalizing the said role and thus fulfilling the Recommendation IV.2.1.

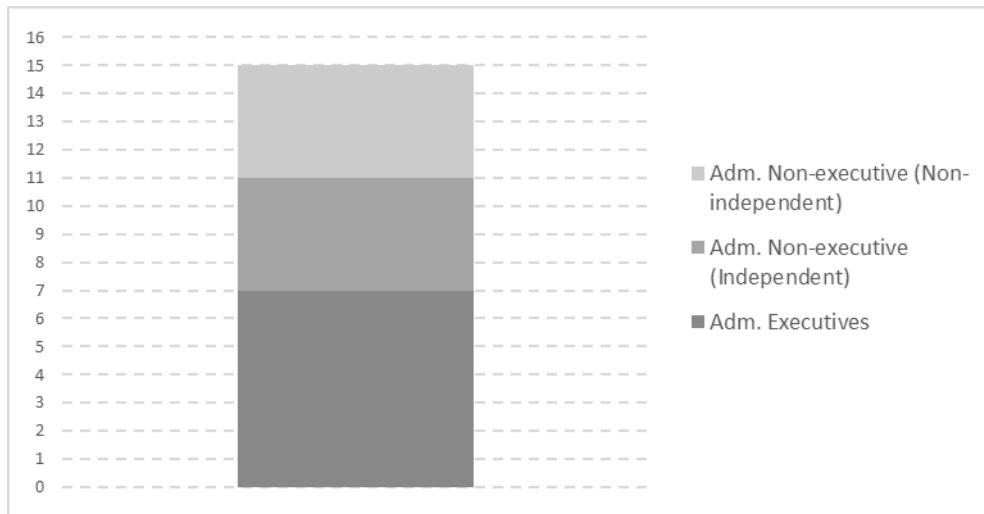
In view of the above, the company considers that it fully complies with Recommendations IV.2.1, IV.2.2, IV.2.3. and IV.2.4..

19. Professional qualifications and other curricular elements of each of the members of the Board of Directors:

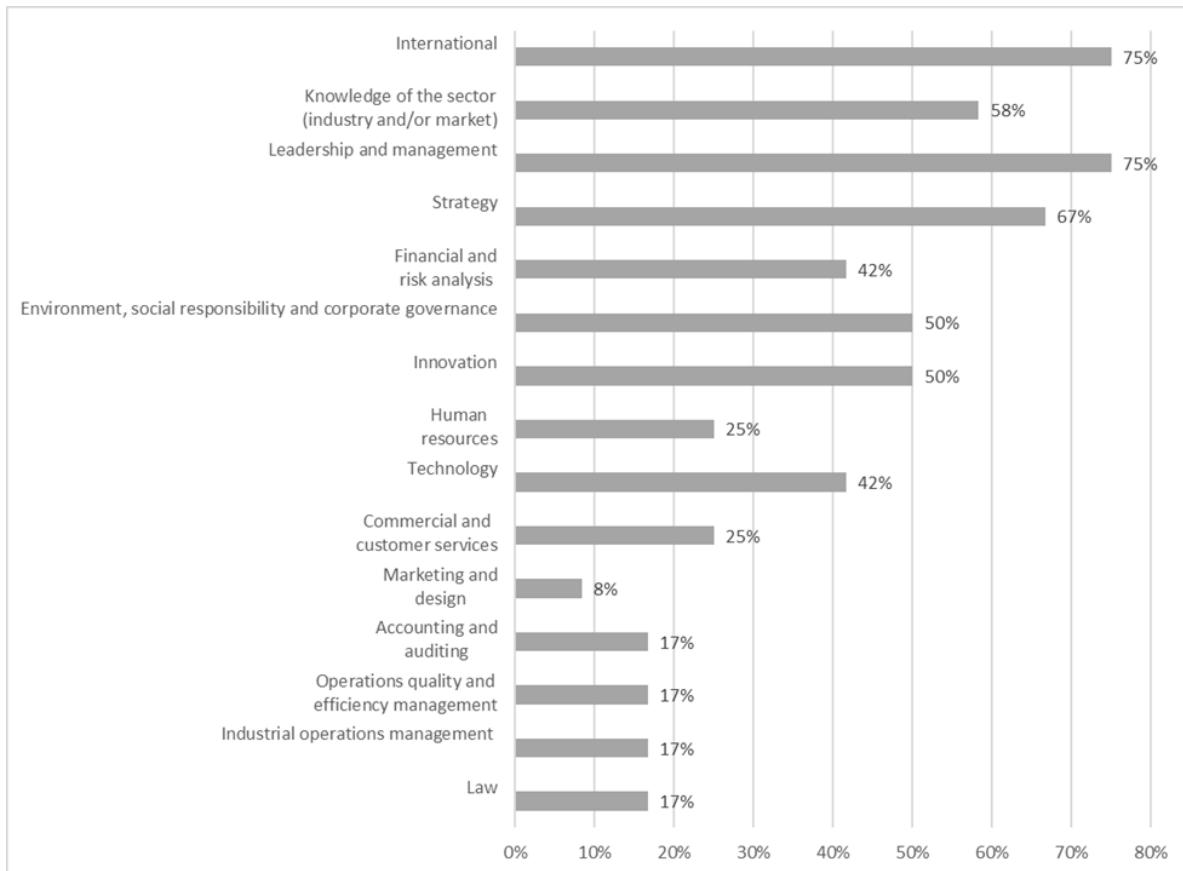
The professional qualification of the members of the Board of Directors who were in office on the 31st of December 2024, the professional activity developed and the other companies where they have carried out management functions is present in the Annex A of this document.

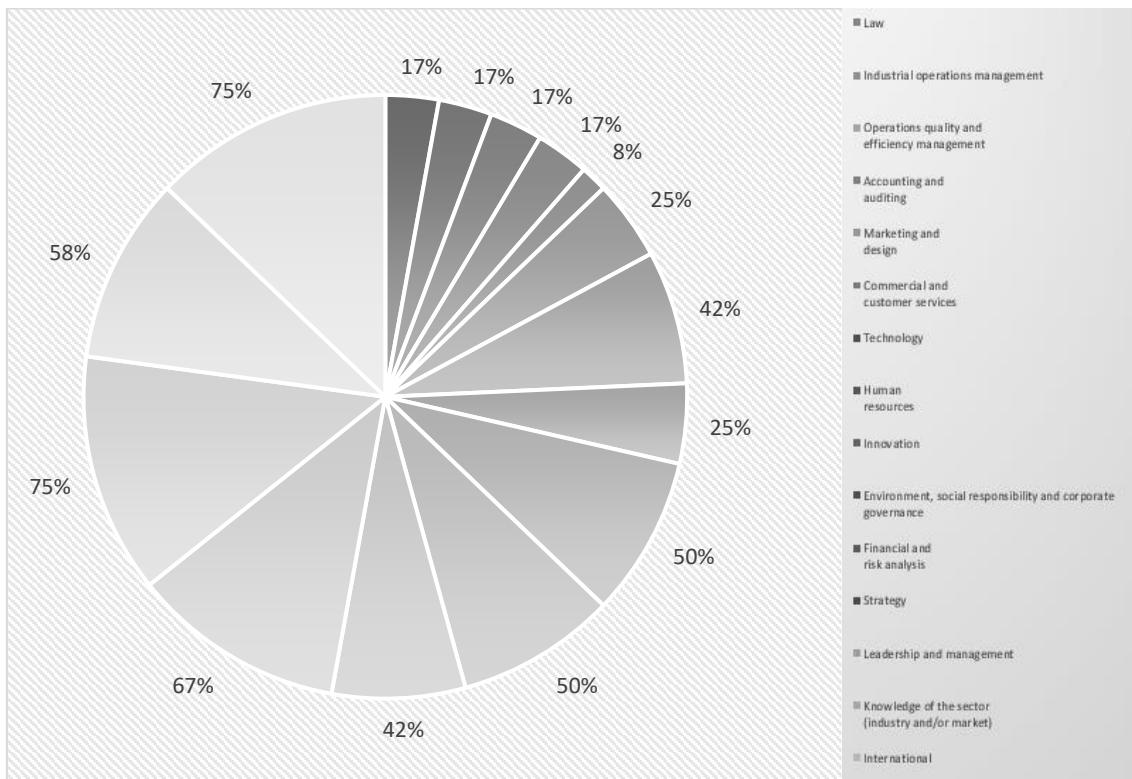
Taking into account the Diversity Policy in force since 2017 and more recently the recommendations of the Corporate Governance Committee, in the current term of 2024, the Board of Directors has a balanced composition in order to promote the effective performance of its functions, thus fully complying the Recommendation I.2.1., as shown below:

Independence:



Powers:





20. Usual and significant family, business or commercial relationships of the members of the Board of Directors with shareholders whose attributable share is higher than 2% of the voting rights:

Among VAA's managers, the following have professional relationships with shareholders whose attributable share is higher than 2% of the Company's voting rights:

- Nuno Miguel Rodrigues Terras Marques: is the Chairman of the Executive Board of Directors of Grupo Visabeira, S.A., company to which is attributable a share higher than 2% of VAA share capital and voting rights;
- Fernando Daniel Leocádio Campos Nunes: is Member of the Executive Board of Directors of Grupo Visabeira, S.A., company to which is attributable a share higher than 2% of VAA share capital and voting rights;
- Alexandra da Conceição Lopes: is Member of the Executive Board of Directors of Grupo Visabeira, S.A. and Member of the Board of Directors of NCFTRADETUR, S.A., companies to which is attributable a share higher than 2% of VAA share capital and voting rights;
- Cristina Isabel Sousa Lopes: is Member of the Board of Directors of NCFTRADETUR, S.A., company to which is attributable a share higher than 2% of VAA share capital and voting rights.

During 2024, no business was required, analysed or authorised between the members of the Board of Directors and VAA or companies under the control of this entity or the Vista Alegre group.

The Banking Group holding qualifying share carried out transactions with VAA and its subsidiaries under the normal market conditions and within their current activity. The information on transactions with related parties is duly disclosed in the consolidated Annex to the Balance Sheet and Income Statement in note number 36 "Transactions with Related Parties".

21. Organisational charts or functional maps relating to the division of powers between the different corporate bodies, committees and/or departments of the company, including information on delegation of powers, in particular as regards to the delegation of daily management of the company:

Under the terms of the Articles of Association, the Board of Directors has a minimum of five members and a maximum number of fifteen members. On the 31st of December 2024, the Board of Directors had fifteen members, seven executive and eight non-executive members.

The Board of Directors has the widest management and representing powers of the company, being responsible for all the necessary or convenient acts to carry out the company's objects, that do not comply within the competence of other governing bodies.

Pursuant to Article 16, paragraph 2, b) of the Articles of Association, the Board of Directors delegated, by decision of the 23rd of May 2024, to the Executive Committee the day-to-day management of the Company, under the terms and within the limits of the legal and statutory provisions. When carrying out these delegated powers, the Executive Committee must observe the applicable limits with respect to non-delegable matters as provided for in Articles 406 and 407 of the CSC.

Throughout 2024, the strategic direction and definition of the main policies and corporate structure of the Company was the Board of Directors' responsibilities, as meanwhile provided for in Article 5 of the Board of Directors' Regulations and in particular in the context of the annual budgeting cycles and strategic planning/risk policy (in line with Recommendations IV.1.1., VII.1. and VII.5.).

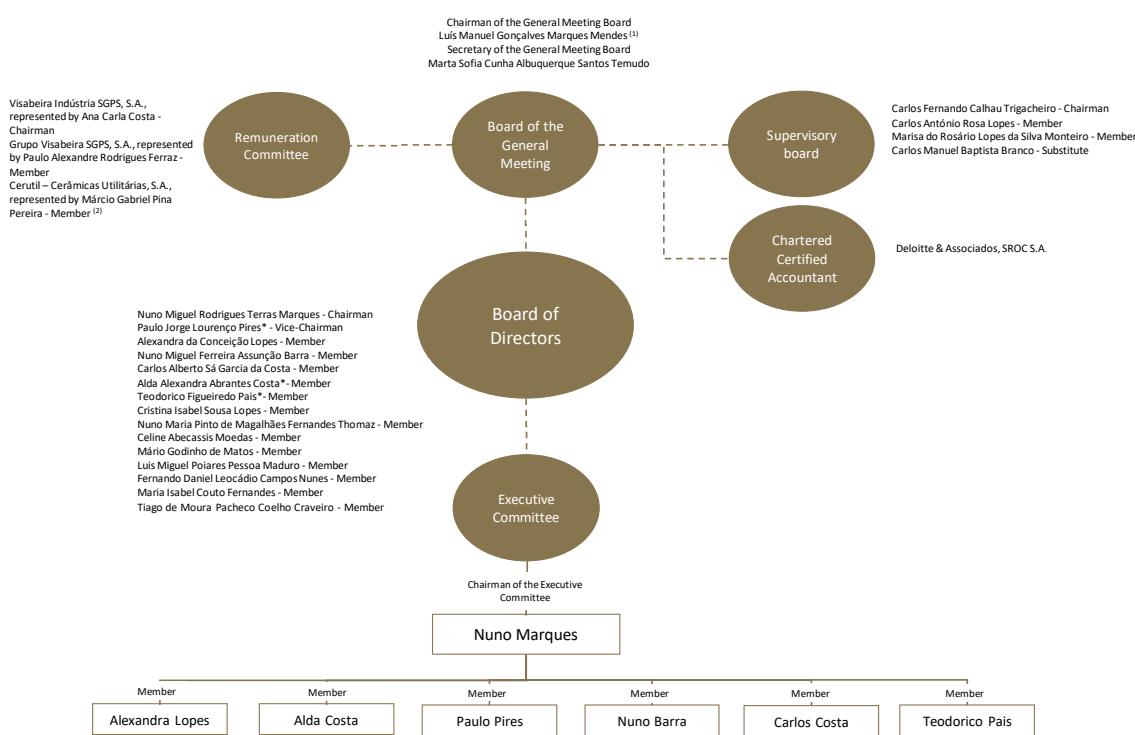
Pursuant to the Regulations of the Board of Directors and the Executive Committee, in addition to the matters that cannot be delegated under the terms of Articles 406 and 407 of the CSC, the powers identified in point 29. below were not delegated to the Executive Committee.

Considering the characteristics of the company which, since 1st of May 2001, has been a holding without any activities of its own, we will also develop this view of the organisation of the corporate decision process of the Vista Alegre group, which is what makes sense in terms of disclosure of our organisational structure.

CORPORATE GOVERNANCE REPORT 2024



Thus, in operational terms, VAA Board of Directors defined and implemented, for all the Group's operating companies, an organisational and functional structure with few hierarchical levels, led by the Executive Committee, as described in the following organisation chart and the following table, with the areas of responsibility for the purpose of assigning the coordination of operational/functional areas to each of the members of the Executive Committee (without prejudice to the collective nature of the day-to-day management functions):



(1) Resignation as Chairman of the General Meeting, formalised on the 12th of February 2025, with immediate effect.

(2) End of representation on 31st of October 2024

Executive Committee	Positions	Members	Functional Area
	Chairman	Nuno Marques	Investor relations
		Paulo Pires	Ovenware and stoneware operational area Sustainability, QMS, Ongoing Improvement
		Alexandra Lopes	Financial Area Human resources
		Alda Costa	Digital Transition (Administrative Processes) Revenue Assurance Customer Services & Master Data
		Nuno Barra	Marketing & Product Design (Hotels and Brand) E-Commerce Retail sales area (Domestic market)
		Teodorico Pais	Operating area: Porcelain & Crystal/Glass B2B sales area (Crystal and Glass) Hospitality Business Strategy and Coordination Innovation and Energy Transition
		Carlos Costa	Retail sales area (Foreign market) B2B sales area (Ceramics) Hospitality sales area DM/FM/Branches (Hospitality)

On the 23rd of May 2024, the Board of Directors also created a Corporate Governance Committee aiming to promote the reflection and improvement of the governance model and practices adopted by the Company, with corporate governance functions and competences, assessment, remunerations and appointments, as detailed in point 29. below.

b) Operation

22. Where the functioning regulations of the Board of Directors can be found:

The Board of Directors operates in accordance with the Board of Directors Regulation approved on the 30th of April 2021, and subsequently amended on the 5th of June 2023, which reflects not only the current composition of the Board of Directors, but also operation rules, powers, conflicts of interest and rules of conduct applicable to its members at the Vista Alegre group, complementing the applicable legal and statutory rules, complying as well with Recommendations II.2.2., II.4.1. and II.4.2..

A set of mechanisms was also formalised to ensure an effective and efficient flow of information between the members of the corporate bodies and their committees, as detailed in points 18., 29., and 34., in compliance with Recommendations II.3.1. and II.3.2..

The Board of Directors' Regulations are fully disclosed on the Company's website (www.vistaalegre.com), in line with Recommendation II.2.2..

23. Number of meetings held and degree of attendance of each member of the Board of Directors to the meetings held:

During the 2024 financial year, the Board of Directors met 11 (eleven) times, with almost all members present or represented, having recorded the degree of attendance indicated below

CORPORATE GOVERNANCE REPORT 2024



(information available on the website of the Company (www.vistaalegre.com), complying with Recommendation I.2.4.):

Members of the Board of Directors	Total number of meetings of the Board of Directors	Effective attendances
Nuno Miguel Rodrigues Terras Marques	11	10
Paulo Jorge Lourenço Pires	11	11
Alexandra da Conceição Lopes	11	11
Alda Alexandra Abrantes Costa	11	11
Nuno Miguel Ferreira de Assunção Barra	11	11
Nuno Maria Pinto de Magalhães Fernandes Thomaz	11	9
Cristina Isabel Sousa Lopes	11	10
Teodorico Figueiredo Pais	11	11
Carlos Alberto Sá Garcia da Costa	11	11
Fernando Daniel Leocádio Campos Nunes	11	11
Maria Isabel Couto Fernandes	11	11
Céline Dora Judith Abecassis Moedas	11	9
Mário Godinho de Matos	11	9
Luís Miguel Poiares Pessoa Maduro	11	9
Tiago de Moura Pacheco Coelho Craveiro	4(a)	0

(a) Director appointed at the VAA Extraordinary General Meeting on the 12th of September 2024.

The resolutions of the Board of Directors are approved by a simple majority and minutes of their meetings are recorded.

24. Corporate bodies competent to carry out the evaluation of the executive directors:

The Remuneration Committee, elected by the General Meeting in accordance with Article 23 of the Articles of Association, is the governance structure responsible for assessing the performance of the executive directors, based on the remuneration policy and the criteria approved by it, which are the object of consideration by the General Assembly in the context of the approval of the annual declaration on said policy.

Moreover, under the terms of the law, the General Meeting evaluates annually the management (and supervision) of the Company.

On the other hand, the non-executive members of the Board of Directors, within the scope of their supervisory function, monitor the performance in particular of the executive directors.

In this context, the Board of Directors also created a Corporate Governance Committee, at its meeting on the 23rd of May 2024, which monitors and supports the annual assessment process of the overall performance of the Board of Directors and the respective committees members (in the case of the members of the Executive Committee, after hearing the respective Chairman), taking into account namely *(i)* compliance with the strategic lines and budget, *(ii)* the risk management of the Company and *(iii)* the efficiency of the functioning of that body and of its articulation with the different VAA bodies and its committees and the contribution of each member.

Following the self-assessment process for 2024, the Corporate Governance Committee and the Board of Directors believe that the results recorded reflect an overall very positive assessment of performance in this corporate body, both in terms of its composition and operation, and in the exercise of its competences with regard to defining the strategic plan, budget and risk profile/policy, supervising the internal control and internal audit systems, analysing the performance of the company and its subsidiaries and monitoring the strategic and financial challenges of Vista Alegre group. In addition, the role of the Board of Directors in defining corporate governance practices and policies, standards of conduct, human resources, social responsibility and sustainability, as well as in supervising the activity of the Executive Committee and the contribution of non-executive and independent members to the performance of the respective body is also positively emphasised. With regard to the relationship with the other governing bodies (General Meeting, Supervisory Board and Statutory Auditor), an aspect identified in the 2023 self-assessment process as an area to be intensified, with the Lead Independent Director having to take on a fundamental role in promoting the communication channels that prove appropriate for this purpose, there was a positive development in the perception of this relationship by the various members of the Board of Directors in the assessment carried out today.

Notwithstanding the above, with regard to the functioning of the Board of Directors, providing information prior to the respective meetings, despite some progress identified, remains an area for ongoing improvement in order to make the contribution of the members of the Board of Directors more effective, particularly the non-executive directors.

As for the activities carried out, promoting greater effectiveness in the perception and supervision of risk management systems remained one of the areas with room for improvement. The need for constant monitoring of the process of implementing sustainability policies and practices was also emphasised. To this end, a more active debate should be promoted at the

level of the Board of Directors itself, with the intervention of the various areas/departments involved in their effective implementation.

The need for an effective approach to these new issues (such as sustainability) and their relevance to the success of the operation led to the identification of the current number of members of the Board of Directors and their diversity as elements to be considered. The aim is to ensure a more effective approach to issues, improve the execution of decisions and optimise coordination within the Board of Directors itself.

In relation to the results recorded above at the level of the Board of Directors, the Corporate Governance Committee continues to believe that the most effective process for approaching, discussing and effectively monitoring issues involves (i) including them on the agendas of the respective meetings, which will guarantee continuous monitoring by the Board of Directors, (ii) greater and more effective coordination of the issues being analysed with the non-executive directors themselves and (iii) strengthening the mechanisms for promoting their effective discussion and monitoring at the level of the Board of Directors.

The Company intends to comply with Recommendation VI.1.1., since the Board of Directors carried out an assessment during 2024 that took into account criteria related to its performance and its committees', considering in particular the compliance with the strategic plan, budget and risk profile/policy, its internal functioning, the contribution of each member and the relationship between the Company's bodies and committees.

25. Pre-determined criteria to evaluate the executive directors' performance:

As explained in the annual statement regarding the remuneration policy approved at the General Meeting on the 23rd of May 2024, the allocation of a possible variable component by the Remuneration Committee to executive directors in relation to their performance during the 2024 financial year will always be based on mechanisms that allow for promoting an appropriate alignment, in the medium or long term, of the interests of management with those of the Company, including the following financial and non-financial criteria for performance evaluation:

- ✓ strategic and financial performance objectives of the Company, taking into account quantitative indicators of the degree of implementation of the strategic plan and appreciating the evolution of turnover, operating results and EBITDA;
- ✓ initiatives and goals for creating value for shareholders and for maintaining and developing the Company's financial and business sustainability as well as competitiveness, in the long term and in line with the strategic plan and appreciating the evolution of financial strength and investments and measures of ESG (*Environmental, Social and Governance*) adopted;
- ✓ compliance with qualitative objectives of maintaining and developing a favourable image as well as recognition and notoriety for the Company;

- ✓ compliance with individual and qualitative objectives of the Director's efficiency when carrying out his/her functions in terms of the strategic and commercial vision and the results obtained.

In view of these criteria and as reflected in the annual statement on the remuneration policy to be considered by the annual General Meeting to be held in 2025, the Remuneration Committee proceeded to assess those criteria taking into account the budget and strategic lines approved by the Board of Directors for 2024, as detailed in points 70. and following below, as well as the self-assessment for 2024 carried out by the Board of Directors regarding its performance.

Within the scope of the annual performance assessment process of the Board of Directors, the Corporate Governance Committee approved, at a meeting held on the 10th of March 2020, the VAA management's self-assessment model in order to assess the collective appraisal of the corporate body, as well as the qualifications and professional experience of the respective members, suitability for the exercise of the position, effectiveness when carrying out the respective functions and interrelation with the other corporate bodies.

After analysing the information collected, the Corporate Governance Committee submitted to the Board of Directors the conclusions indicated on 24. above regarding the annual assessment (2024) of the performance of the management body (including executive directors), in line with Recommendation V.1.1..

26. Availability of each member of the Board of Directors, indicating the position held simultaneously in other companies, inside and outside of the Group, as well as other relevant activities carried out by the members of those bodies during the year:

The members of the Board of Directors have consistently and diligently demonstrated their availability in the performance of their duties, having regularly attended meetings held within that body and participated in its work, as mentioned in the number 23. above.

The relevant positions and activities carried out by each of the VAA directors at the same time in other companies are those indicated in Annex B.

Moreover, according to the Board of Directors' Regulations:

(i) the performance of executive management functions in entities outside the business group, to which the Company belongs, by the Company's directors who carry out executive functions is subject to a prior opinion of the Corporate Governance Committee, in order to assess whether those functions will be complementary to the Vista Alegre group's activity and do not imply a significant expenditure of time; and (ii) (i) the directors must inform the Chairman of the Board of Directors prior to the beginning of functions in any corporate body, with adequate advance (thus complying with Recommendation IV.1.2.).

The information indicated in said Annex B about the positions and activities carried out provides evidence of compliance with these requirements, since the Company's directors work in management bodies of companies that are part of the same business group as VAA. Therefore, your availability and dedication to serve as a member of the VAA Board of Directors is complete.

c) Committees within the managing and supervisory board and managing directors

27. The committees established within the Board of Directors, and where the operating regulations may be consulted:

The Board of Directors created, throughout 2024 and in the terms detailed below, the Executive Committee and the Corporate Governance Committee, thus adopting Recommendations IV.1.1., II.2.5. and VI.3.1. to VI.3.2..

Executive Committee

At a meeting held on the 23rd of May 2024, VAA Board of Directors, pursuant the article 16, no 2, b) of the Company's Articles of Association, appointed the Executive Committee for the term of 2024, with the structure mentioned in the numbers 17. and 18. above.

The Executive Committee became responsible for the day-to-day management of the Company with the scope and limits of the delegation of powers identified in number 21. above and with the composition indicated in number 28.

Regarding the procedures' regulations of the Executive Committee, it was approved at the Board of Directors' meeting on the 26th of June 2020, and is available on the Company's website (www.vistaalegre.com), adopting Recommendation II.2.2..

Corporate Governance Committee

On the 23rd of May 2024, the Board of Directors appointed a Corporate Governance Committee, composed of three members of the Board of Directors, two of which are non-executives and independents, including their Chairman, for the term to be exercised during 2024.

The composition of the Corporate Governance Committee, on the 31st of December 2024 and on this date, is as follows:

- Nuno Maria Pinto de Magalhães Fernandes Thomaz (Chairman of this Commission, *Lead Independent Director and Non-executive and Independent Administrator*);
- Nuno Miguel Rodrigues Terras Marques (Member of this Commission and Chairman of the Board of Directors and of the Executive Committee, non-independent);
- Mário Godinho de Matos (Member of this Commission and Non-executive and Independent Administrator).

Regarding the operation of the Corporate Governance Committee, it is defined by the Corporate Governance Committee Regulation, approved on the 8th of July 2020, and is available on the Company's website (www.vistaalegre.com).

28. Structure, if applicable, of the executive committee and/or identification of the managing directors(s):

The composition of the Executive Committee, on the 31st of December 2024 and on this date, is as follows:

- Nuno Miguel Rodrigues Terras Marques (Chairman);
- Paulo Jorge Lourenço Pires (Member);
- Alexandra da Conceição Lopes (Member);
- Alexandra Abrantes Costa (Member);
- Mr. Nuno Miguel Ferreira de Assunção Barra (Member);
- Teodorico Figueiredo Pais (Member);
- Carlos Alberto Sá Garcia da Costa (Member).

29. Powers of each committee and summary of the activities developed within the scope of those powers:

Executive Committee

Pursuant to Article 16, paragraph 2, b) of the Articles of Association, the Board of Directors delegated, by decision of the 23rd of May 2024, to the Executive Committee the day-to-day management of the Company, under the terms and within the limits of the legal and statutory provisions. When carrying out these delegated powers, the Executive Committee must observe the applicable limits with respect to non-delegable matters as provided for in Articles 406 and 407 of the CSC.

Throughout 2024, the strategic direction and definition of the main policies and corporate structure of the Company was under the Board of Directors' responsibility, as provided for in Article 5 of the Board of Directors' Regulations (in line with Recommendations IV.1.1., VII.1. and VII.6.).

Pursuant to the Regulations of the Board of Directors and the Executive Committee, in addition to the matters that cannot be delegated under the terms of Articles 406 and 407 of the CSC, the following powers were not delegated to the Executive Committee:

- a) The definition of the Company's strategy and main policies, namely through the approval of:
 - (i) VAA's plans regarding strategic, activity, investments, budgets and/or risk management, internal control and internal audit policies and systems (including the risk profile/policy);

- (ii) VAA selection and diversity policies and general rules of conduct;
- (iii) evaluation of the effectiveness, compliance and/or alteration of the matters referred to in (i) and (ii), at least annually;
- b) The organisation and coordination of the corporate structure of the Vista Alegre group;
- c) Matters which are, at each moment, considered strategic due to their amount, risk or special characteristics, considering as such the decisions aimed at:
 - (i) start or end the presence in a specific country, market or business area, either through strategic partnerships or through the acquisition or sale of shareholdings;
 - (ii) opening or closing industrial units;
 - (iii) contracting of debt, on the form of financing or issuance of financial instruments, above €10,000,000, per operation or on an aggregate basis with the same counterparty in each 12-month period or financial year;
 - (iv) signing or terminating agreements with partners or customers that represent a revenue of more than €15,000,000, per operation or on an aggregate basis with the same counterparty in each 12-month period or financial year; and
 - (v) any other businesses, operations, investments or acts, not foreseen in the budget, which imply responsibilities or obligations of an amount above € 1,000,000, per operation or on an aggregate basis with the same counterparty in each 12-month period or financial year.
- d) The approval (i) of internal rules and procedures regarding the approval, hiring, execution and verification of transactions with related parties under the terms described in point 89 and following below, with a prior binding opinion of the Supervisory Board, and (ii) the hiring or carrying out transactions with related entities also identified in point 89 and following below;
- e) The annual assessment of the performance of the Board of Directors above referred to in points 24. and 25.

A set of mechanisms were also formalised to ensure effective and efficient monitoring of control by non-executive members of the Executive Committee's activity and to facilitate the exercise of the respective right to information, in compliance with Recommendation I.I.2.2..

In fact, in accordance with the Regulations of the Board of Directors and the Executive Committee, the Executive Committee has the duty to provide the Board of Directors and the Supervisory Board with the information and documentation necessary for the exercise of their duties, in a timely manner in particular information on the powers delegated to the Executive Committee and its performance, the implementation of the budget and plans and the situation and prospects for the development of the Vista Alegre group's activity and the archive of the Executive Committee's meetings.

The Chairman of the Executive Committee must also inform the Chairman of the Board of Directors, the Lead Independent Director, the Chairman of the Supervisory Board and the Certified Auditor of the agendas and resolutions of their meetings necessary for the exercise of the powers of these same bodies.

At meetings of the Board of Directors, the Executive Committee shall provide a summary of the relevant aspects of its activity.

In turn, and in accordance with the Regulations of the Board of Directors, the Chairman of the Board of Directors must monitor and consult the internal committees created by the Board of Directors, including the Executive Committee, on the performance of the respective powers, assisting, when he/she deems pertinent and without the right to vote, to their meetings, as well as to contribute to the effective performance of their duties by the non-executive directors and the internal committees of the Board of Directors, ensuring an adequate coordination of their work and the necessary mechanisms so that they receive the information needed to make decisions independently and in a timely manner.

In accordance with its Regulation, the Executive Committee must ordinarily meet once a month and whenever convened by its Chairman, the respective deliberations are validly taken by a majority of votes, and the Chairman shall have a casting vote.

Throughout the financial year 2024, the Executive Committee continuously performed the daily management of the Company, following business activity, in view of the strategic lines subject to approval by the Board of Directors and the context of uncertainty and volatility arising from the conflict between Russia and Ukraine and the resulting impact on rising inflation, and promoting decisions made by this body to the Board of Directors, which at each moment proved to be appropriate for the Company and its shareholders, in accordance with its powers and within the scope of the delegation of powers attributed.

Among the matters monitored by the Executive Committee, most notable were: *(i)* analysing and discussing measures to strengthen efficiency in cost management and in the commercial approach to attracting new customers and business, with the aim of strengthening competitiveness in response to the current increase in operating costs; *(ii)* monitoring the results of participating in trade fairs and sector events, as well as analysing the commercial results achieved and the management of the order book, with a special focus on certain business segments and/or industrial units of Vista Alegre group; *(iii)* assessing initiatives to be adopted in certain business segments and in diversifying the product range, including the development of new solutions - some of which complement the existing offering - monitoring production processes and boosting communication and marketing campaigns; *(iv)* monitoring the programme to commemorate Vista Alegre's 200th anniversary, ensuring that it was carried out in line with the group's strategic objectives; *(v)* analysing the human resources situation and salary policy; *(vi)* monitoring the implementation of ongoing investments, assessing their strategic and operational impact on the group, as well as the evolution of sales by business

segment and target market and (vii) analysing and framing the results achieved throughout the year, ensuring a consolidated view of the group's performance.

In 2024, the Executive Committee met 7 (seven) times, and minutes of the respective meetings were drawn up.

Corporate Governance Committee

The Corporate Governance Committee aims to promote the reflection and improvement of the governance model and practices adopted by the Company, with the following functions and powers, in line with Recommendations II.2.5., VI.2.1., VI.2.6., VI.1.1., VI.3.1. to VI.3.4.:

- a) Advise the Board of Directors in defining and evaluating the Company's governance model and practices and the Vista Alegre group's rules of conduct;
- b) Present recommendations and opinions to the Board of Directors with a view to adopting the necessary measures to comply with the applicable rules and recommendations considered appropriate in matters of corporate governance;
- c) Define an updated questionnaire and provide opinions on the assessment of independence;
- d) Assist in the preparation of the Company's annual governance report;
- e) Submit recommendations and opinions to the Remuneration Committee about the applicable provisions and recommendations considered appropriate with regard to (i) the remuneration policy of the members of the VAA's corporate bodies and (ii) the independence of any service providers from that committee (the hiring of these providers by the Vista Alegre group is subject to the authorisation of the Remuneration Committee and the opinion of the Corporate Governance Committee);
- f) Monitor and support the annual evaluation process of the global performance of the Board of Directors and the respective committees and their members (in the case of the members of the Executive Committee, after hearing the respective Chairman), taking into account in particular (i) compliance with the strategic lines and budget, (ii) the Company's risk management and (iii) the efficiency of the functioning of that body and its articulation with the various VAA bodies as well as its committees and the contribution of each member;
- g) Prepare recommendations and opinions on the diversity and selection policies of the members of the VAA's corporate bodies (considering both the individual profile and diversity requirements for each position) and take measures aiming at transparent processes based on those policies;
- h) To know and monitor the selection processes of managers.

The Corporate Governance Committee must ordinarily meet twice a year and whenever convened by its Chairman, the respective deliberations are validly taken by a majority of votes, and the Chairman shall have a casting vote.

In meetings held on the 7th of March 2024 and 8th of April 2024, the Corporate Governance Committee carried out the following activities: (i) approving the conclusions resulting from the self-assessment process of the Board of Directors and the Supervisory Board with reference to the 2023 financial year to be submitted to the Board of Directors; (ii) approving its recommendations regarding the process of appointing the members of the governing bodies for the 2024 term, taking into account the VAA Diversity Policy; and (iii) assessed the remuneration policy for the members of the management and supervisory bodies to be adopted by the Company in the 2024 term, as well as (iv) the annual corporate governance report 2023 and (v) approved the report to be issued in terms of the proposal for the election of the members of the governing bodies for the 2024 term, in line with their duties referred to above. The resolutions adopted at each of the meetings held during 2024 by the Corporate Governance Committee (two in total) are duly recorded in the minutes.

However, in view of the new election process of the corporate bodies for the annual term of 2025, to take place at the respective Annual General Meeting, the Corporate Governance Committee met on the 24th of February 2025 and on the 29th of April 2025, having once again deliberated on the matters identified in (i) and (iv) above for the year 2024 and in (ii), (iii) and (iv) for the 2025 term.

III. AUDIT

a) Structure

30. Identify the Supervisory Board (Supervisory Board, Audit Committee or General and Supervisory Board) corresponding to the model adopted:

Pursuant to Article 19 of the Articles of Association, the audit of the company's business activities is assigned to a Supervisory Board and a Chartered Certified Accountant, which are not members of the said corporate body, elected at the General Meeting.

31. The structure Supervisory Board, indicating the minimum and maximum statutory number of members, statutory term duration, number of effective members, date of the first nomination, as well as each members' term end:

Pursuant to Article 19 of the Articles of Association of the company, the Supervisory Board has three permanent members and a substitute, being the General Meeting responsible for appointing the Chairman among its permanent members, to whom is assigned the casting vote.

The members of the Supervisory Board are elected annually (annual terms), and they can be re-elected under the legal terms and without prejudice to the applicable rules regarding the assessment of independence.

The structure of the Supervisory Board, on the 31st of December 2024 at the present, is as follows, indicating for each member the first position and the current annual term of office:

Names	First Position		Term of Office ⁽¹⁾
	Mode	Date	
Carlos Fernando Calhau Trigacheiro (Chairman)	Election	6 th of June 2022	31 st of December 2024
Carlos António Rosa Lopes (Member)	Election	23 rd of May 2024	31 st of December 2024
Marisa do Rosário Lopes da Silva Monteiro (Member)	Election	30 th of April 2019	31 st of December 2024
Carlos Manuel Baptista Branco (Substitute)	Election	23 rd of May 2024	31 st of December 2024

⁽¹⁾ Without prejudice to the members of the Supervisory Board remaining in the exercise of their functions until the election of the members of this body who will replace them.

Bearing in mind Recommendation IV.22., in 2022 the Company has an adequate number of executive and non-executive members of the Board of Directors regarding the composition of this body approved by the General Shareholders' Meeting and the activity of VAA (in particular taking into account the size of the Company and its business activities, the governance model and the organisational structure described in this report).

This number is considered adequate to ensure the permanent and effective performance of the functions entrusted to the supervisory body, taking into account the self-assessment carried out on this date by the Supervisory Board with the support of the Corporate Governance Committee.

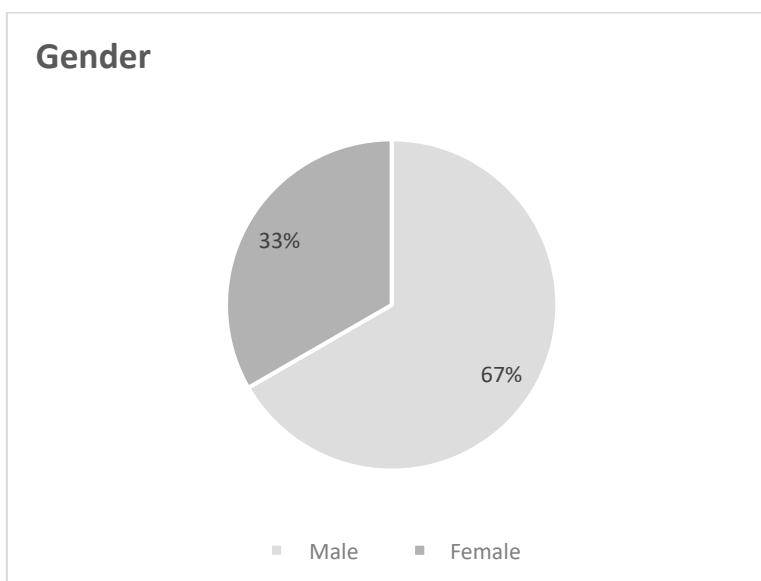
32. Identification of the members of the Supervisory Board who consider themselves independent, under the terms of article 414, paragraph 5 CSC:

Names of the Supervisory Board's Members	Independent (no 5 artº 414º CSC)
Carlos Fernando Calhau Trigacheiro (Chairman)	Yes
Carlos António Rosa Lopes (Member)	Yes
Marisa do Rosário Lopes da Silva Monteiro (Member)	No
Carlos Manuel Baptista Branco (Substitute)	Yes

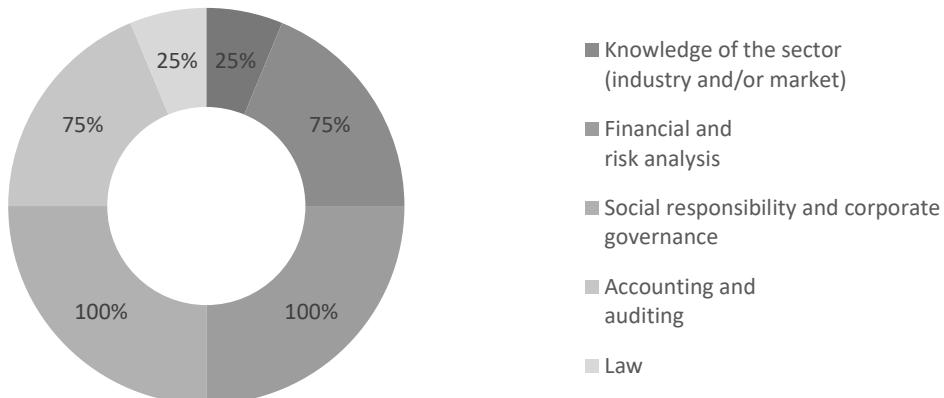
33. Professional qualifications of each member of the Supervisory Board and other relevant curricular elements:

The professional qualification of the members of the Supervisory Board on the 31st of December 2024, professional activity carried out, as well as the indication of other companies where he/she carries out managing functions are set out in Annex C and D.

Taking into account the Diversity Policy in force since 2017 and more recently the recommendations of the Corporate Governance Committee, in the current term, the Supervisory Board has a balanced composition in order to promote the effective performance of its functions, thus fully complying the Recommendation II.2.1., as shown below:



Powers



b) Operation

34. Where the functioning regulations of the Supervisory Board can be found:

The rules on the functioning, powers, conflicts of interest and rules of conduct applicable to the Supervisory Board are defined in its Regulations approved on the 20th of December 2019, which can be visited on the Company's website (www.vistaalegre.com), in line with Recommendation II.2.2..

A set of mechanisms were also formalised to ensure effective and efficient monitoring of control by the members of the Supervisory Board over the activity of the Board of Directors and its committees, in compliance with Recommendations II.3.1. and II.3.2..

In fact, the Board of Directors has the duty to provide VAA's supervisory bodies, under the legally and statutory required terms, with the information and documentation necessary for the exercise of its powers, as embodied in the Board of Directors' Regulations. In particular:

- The Chairman of the Board of Directors endeavours that the agendas and resolutions of the Board of Directors in which matters are discussed which, pursuant to the law or the Articles of Association, must be the subject of an opinion by the Supervisory Board or the Certified Auditor, or which contain necessary information to exercise the powers of these bodies, they are sent in time to the members of these governing bodies;
- The Chairman of each Board of Directors committee informs the Chairman of the Board of Directors and the lead independent director, the Chairman of the Supervisory Board and the Certified Auditor of the agendas and resolutions of their meetings necessary for the exercise of the powers of these bodies.

In fact, in accordance with the Regulations of the Board of Directors and the Executive Committee, the Executive Committee has the duty to provide the Board of Directors and the Supervisory Board with the information and documentation necessary for the exercise of their duties, in a timely manner in particular information on the powers delegated to the Executive Committee and its performance, the implementation of the budget and plans and the situation and prospects for the development of the Vista Alegre group's activity and the archive of the Executive Committee's meetings.

The Chairman of the Executive Committee must also inform the Chairman of the Board of Directors, the Lead Independent Director, the Chairman of the Supervisory Board and the Certified Auditor of the agendas and resolutions of their meetings necessary for the exercise of the powers of these same bodies.

On the other hand, non-executive directors and the Chairman of the Supervisory Board, with a view to perform their duties in an informed and independent manner, are legally qualified to obtain the information necessary to exercise their powers and duties (in particular, information regarding the powers to the Executive Committee and its performance, the implementation of the budget and plans and the situation and prospects for the development of the Vista Alegre group's activity and also the archive of the meetings of the other governing bodies and respective committees), requesting:

- a) The information to the Chairman of the Board of Directors, the lead independent director, or the Chairman of the Executive Committee, and the response to their requests must be provided in an appropriate and timely manner to all directors and members of the Supervisory Board, as applicable;
- b) The presence of executive officers or other employees of the Vista Alegre group at the meetings of the bodies concerned, together with the Executive Committee.

In the performance of their duties, and without prejudice to other powers attributed to them by law, the Articles of Association and these Regulations, the members of the Supervisory Board may:

- a) Obtain information or clarifications on the course of the Company's operations or activities or on any of its business activities, and may convene management staff for this purpose (together with the management body);
- b) Have access to information and to the Company's employees for the assessment of the performance, situation and development prospects of the Company, including, in particular, the minutes, documentation supporting the decisions taken, the agendas and the archive of the meetings of the other corporate bodies and respective committees, without prejudice to access to any other documents or people to whom clarifications may be requested;

- c) Obtain the necessary clarifications from the Certified Auditor for the performance of its duties;
- d) Attend management meetings, whenever they deem it convenient or legally due, including in any case the meetings where the accounts of the financial year are appraised.

35. Number of meetings held and degree of attendance at meetings held by each member of the Supervisory Board:

During 2024, the Supervisory Board met 13 (thirteen) times, with the presence of all its members (information available on the website Company (www.vistaalegre.com), in line with Recommendation II.2.3.).

The resolutions of the Supervisory Board are approved by a simple majority and minutes of their meetings are drawn.

36. Availability of each member of the Supervisory Board, indicating the position held simultaneously in other companies, inside and outside of the Group, as well as other relevant activities carried out by the members of those bodies during the year:

The Members of the Supervisory Board have consistently and diligently demonstrated their availability in the performance of their duties, having regularly attended meetings held within that body and participated in its work, detailed in point 35. below.

The relevant positions and activities carried out by each of the members of the VAA Supervisory Board at the same time in other companies are listed in Annex D, resulting in the availability conditions for the exercise of their functions as members of the VAA Supervisory Board.

In this sense, according to the Regulations of the Supervisory Board, its members must inform this body on time prior to the beginning of functions in any corporate body, with adequate advance notice.

c) Powers and Functions

37. Description of the procedures and criteria applicable to the intervention of the Supervisory Board for hiring additional services to an external auditor:

Throughout 2024, the Supervisory Board monitored the services provided by the Certified Auditor and the conditions for the exercise of its functions with due safeguards for independence and in compliance with legal regulations on the provision of different audit services.

Accordingly, the Regulations of the Supervisory Board provide the rules regarding the monitoring of the services provided by the Certified Auditor, with a view to complying with said regulations, adopting Recommendation VIII.2.1. and including the following functions of the

Supervisory Board: *(i)* monitor the work of the Certified Auditor in such a way that different prohibited audit services are not provided, namely in the context of supervising their work and independence; *(ii)* approve/issue a prior reasoned opinion regarding contracting such services when allowed, under the terms and within the legally established limits; *(iii)* obtain information and documentation legally provided for or relevant to assess and confirm the Certified Auditor's independence; and *(iv)* to assess the threats to the independence of the Certified Auditor and the safeguard measures applied or to be applied, discussing these issues with the Certified Auditor.

During the financial year of 2024, different statutory audit services were provided by the Certified Auditor (Deloitte & Associados, SROC S.A.), as described in 47. *infra*.

38. Other functions of the supervisory bodies:

In accordance with the law, the Statutes and Regulations of the Supervisory Board, this corporate body has the following duties in general: *(i)* inspect the integrity of financial information; *(ii)* oversee the statutory audit and the independence of the Certified Auditor; *(iii)* oversee the effectiveness of risk management, internal control and internal audit systems; and *(iv)* inspect the Company's management and monitor compliance with the law and the Articles of Association.

In terms of competences regarding financial information and adopting Recommendation VIII.1.1., the Supervisory Board is responsible in particular for:

- a) Checking the regularity of the books, accounting records and documents that support it and the accuracy of the accountability documents, supervising the process of preparation and disclosure of financial information;
- b) Check the adequacy of accounting policies and their application (including the adequacy of accounting policies, estimates, judgements, relevant disclosures and their consistent application between years, in a duly documented and communicated manner);
- c) Issuing an opinion on the management report including the non-financial statement, the accounts for the year and the proposals presented by management, also expressing its agreement or not with the annual management report and with the accounts for the year and issuing the statement provided for in paragraph c) of no. 1 of Article 245 of the Securities Code (or the standard that succeeds it), as well as certifying whether the annual corporate governance report includes the elements referred to in Article 245-A of the Securities Code (or standard that succeed it).

With regard to its powers regarding the supervision of the statutory audit and the independence of the Certified Auditor and adopting Recommendations VIII.2.1., VIII.2.2. and VIII.2.3., the Supervisory Board is responsible in particular for:

- a) Select the Certified Auditor to be proposed to the General Meeting according to the process described in point 44. below, also proposing the respective remuneration to the competent body;
- b) Verification and control of the Certified Auditor's independence and monitoring and approval of the provision of services other than audit services as described in point 37. above;
- c) To monitor the auditing of the financial statements, holding regular meetings with the Certified Auditor, namely when analysing the Company's accounts, as detailed below;
- d) Annually assess the work carried out by the Certified Auditor, including its independence and suitability for the exercise of functions, proposing to the General Assembly its dismissal or the termination of the contract for the provision of its services whenever there is just cause before the competent bodies.

In this context, it should be noted that the Supervisory Board monitors the work of the Certified Auditor, assuming itself as the main interlocutor of VAA before him (and the first recipient of his reports), articulating his communication in particular through the Chairman of the Supervisory Board and periodic status check meetings and having promoted that it has conditions within the Company for the provision of its services.

In terms of the inspection of risk management, internal control and internal audit systems, in accordance with the legal terms and its Regulation and adopting Recommendations V.1., VII.3., VII.4. and VII.11., the Supervisory Board is responsible for evaluating and supervising the effectiveness of the risk management, internal control and internal audit systems approved and implemented by the Board of Directors and the Executive Committee, to the extent of the respective delegation, including:

- a) Monitor the process of preparing and disclosing financial information and accounting and auditing matters;
- b) Monitor the work of quality services, management control and internal audit and ombudsman services in relation to the VAA (including the work plan and related resources and being the recipient of your reports, particularly those on matters related to accountability, identifying or resolving conflicts of interest and detecting potential irregularities);
- c) Monitor the strategic lines and risk profile/policy to be approved by the management body and the respective system and services in the risk management area (in particular in the context of the annual budgeting cycles and strategic planning/risk policy).

It is also responsible for issuing a prior binding opinion on the procedure to be approved by the Board of Directors regarding the approval/execution and verification of transactions with

related parties and a prior opinion on certain business proposals with related entities detailed in points 89 and following below.

The Supervisory Board is also responsible for monitoring the activities of the Company and for supervising and inspecting the activity of the management body, adopting Recommendations V.1., VII.3, VII.4, and VII.5.: a) following the strategic lines, the risk profile/policy and the VAA's risk mitigation and monitoring measures to be approved by the management body; and b) assessing, at least annually, compliance with strategic lines and the budget and whether the risks effectively incurred by VAA are consistent with the objectives set in terms of risk tolerance, as well as the internal functioning and relationship of the Board of Directors with the other bodies and committees.

As a supervisory body, the Supervisory Board monitors compliance with the law and the Articles of Association applicable to the Company, receiving and managing the system of communication and treatment of irregularities in accordance with the Whistleblowing Policy approved by the Board of Directors with a binding opinion of the Supervisory Board, described in paragraph 49. below.

In turn, the Certified Auditor has the powers provided for in Article 446 of the CSC, in the legal regime of audit supervision, in the statute of the Order of Certified Auditors and in Regulation (EU) No. 537/2014 (or rules that follow them).

IV. CHARTERED CERTIFIED ACCOUNTANT

39. Identify the chartered certified accountant and the chartered certified accountant who represents him/her:

VAA chartered certified accountant for 2024, is the company *Deloitte & Associados, SROC S.A.*, registered in the *Ordem dos Revisores Oficiais de Contas* under the no 43, represented by Hugo Ricardo Alves Araújo, and registered at the *Ordem dos Revisores Oficiais de Contas* under the no 1437.

40. Indicate the number of years the chartered certified accountant works with the company and/or group:

Deloitte & Associados, SROC S.A. was appointed the VAA Chartered Certified Accountant for the first time at the Annual General Meeting on the 24th of March 2017, to carry out duties during the 2017/2018 period. They were then re-elected at the Annual General Meeting on the 30th of April 2019 for the 2019/2020 period at the Annual General Meeting on the 16th of June 2021 for the 2021/2022 period, and at the Annual General Meeting on the 5th of June 2023, for the 2023/2024 period.

41. Description of other services provided by the chartered certified accountant to the company:

The Chartered Certified Accountant currently in office did not provide any services other than audit services for the year 2024, as indicated in 47. *infra*.

V. EXTERNAL AUDITOR

42. Identify the external auditor appointed pursuant of the article 8 and who represents him/her to carry out its functions, as well as the registration number at the CMVM:

Audit services are provided by the external Statutory Auditor hired by VAA for 2024, *Deloitte & Associados, SROC S.A.* registered at the *Ordem dos Revisores Oficiais de Contas* under no 43, represented by Hugo Ricardo Alves Araújo, registered at *Ordem dos Revisores Oficiais de Contas* under no 1437.

43. Number of years the external auditor and the respective associate chartered certified auditor who represents him/her carry out the duties assigned to them in the company and/or group:

Deloitte & Associados, SROC S.A., as well as the partner who initially represented it - Miguel Nuno Machado Canavarro Fontes, registered with the Portuguese Institute of Statutory Auditors under no. 1397 - began providing external auditing services to VAA in 2017, under a service contract for 2017 and 2018, which was successively renewed for additional two-year periods (2019-2020 and 2021-2022), and a service contract for 2023 and 2024 is currently in force.

For the 2024 financial year, *Deloitte & Associados, SROC S.A.* is now represented by partner Hugo Ricardo Alves Araújo, registered with the Portuguese Institute of Statutory Auditors under no. 1437, in accordance with the policy in force for the rotation of the partner in charge (seven-year limit).

44. Rotation policy and frequency of the external auditor and the respective associate chartered certified auditor who represents him/her carrying out the duties assigned to them:

The Supervisory Board monitors and supervises the independence of the Certified Auditor and the partner who represents him (properly assessing the threats to his independence and the safeguard measures applied or to be applied and annually confirming his independence and suitability for the exercise of functions), assesses its work annually and is also responsible for proposing to the General Meeting its appointment and dismissal when there is just cause for the effect, as indicated in point 38. above.

The selection process of the Certified Auditor to be proposed to the General Meeting is promoted and organised by the Supervisory Board, in compliance with the following criteria and methodologies, without prejudice to the other requirements at all times provided for by law, in particular in accordance with the provisions of legal regime of audit supervision, in the statute

of the Order of Certified Auditors and in Regulation (EU) No. 537/2014 (or rules that follow them), as far as applicable, according to which the rotation of the Certified Auditor is foreseen (currently there is an ten year term applicable to the VAA for rotation) and the responsible partner (currently there is a seven year period for rotation), and must:

- a) Begin with sufficient advance in relation to the date scheduled for the General Meeting;
- b) To be attended by several entities selected by the Supervisory Board and run for a period defined by this body;
- c) To be a process free of any external influence and free of any contractual clause that limits the choice of the General Meeting in the designation of the Certified Auditor to certain categories or lists of entities;
- d) Observe selection, transparency, non-discrimination and exemption criteria, and the Supervisory Board, when assessing the proposals received, should consider, namely:
 - i. the reputation of the participating entities;
 - ii. the conditions of independence and objectivity;
 - iii. knowledge of the sectors and markets in which VAA and Vista Alegre's companies operate;
 - iv. the experience in companies with listed securities;
 - v. the resources and capacities of each entity in view of the size and organisation of the Vista Alegre group;
 - vi. the financial conditions presented by each entity; and
 - vii. the contractual terms and conditions and the methodological approach presented by each entity, in particular with regard to the scope and work schedule.

Bearing in mind the fact that the Certified Auditor, in office since 2017, has been re-elected at the Annual General Meeting on the 16th of June 2021, at the Annual General Meeting on the 5th of June 2023 and the General Meeting on the 23rd of May 2024, following a proposal by the Supervisory Board, for 2021-2022 and 2023-2024, respectively; as well as the way these duties have been carried out to date, there was no need, on the part of the Supervisory Board, to have to take steps towards its rotation.

45. Indicate the body responsible for the evaluation of the external auditor and the frequency with which the said evaluation is carried out:

The VAA Supervisory Board is responsible for overseeing the audit of the financial statements, as indicated in paragraph 38. above, including in particular:

- a) Monitor the work of the Certified Auditor, assuming as VAA's main interlocutor (and the first recipient of his reports), articulating his communication in particular through the Chairman of the Supervisory Board and periodic meetings of status reports;
- b) Ensure that the adequate and necessary conditions for the provision of services by the Certified Auditor are ensured within the Company;

- c) To annually assess activity, adequacy and independence, critically evaluating the reports and other relevant information it produces, in particular the legal certification of accounts and the audit report, as well as the additional report.

The Supervisory Board annually presents, in the annual report on its supervisory activity, the assessment of the Certified Auditor.

46. Identify the work, different from the audit's, carried out by the External Auditor to the company and/or companies with which it has a control relationship, as well as the internal procedures to approve hiring the said services, indicating the reasons for the hiring:

The Statutory Auditor provided services related to the services for 2024, and also other auditing services, as referred to in the 47. below.

47. Indicate the amount for the annual remuneration paid by the company and/or companies with which it has a control or group relationship, to the auditor and other natural or legal people belonging to the same network, and specify the percentage regarding the following services:

For the Company*	%	
Amount for auditing services (€)	€36,747.00	16%
For companies of the Group*		
Amount for auditing services (€)	€87,491.00	39%
Amount regarding services other than auditing (€)	€102,500.00	45%
<i>*Including individual accounts in Portugal and Spain</i>	€124,238.00	100%

Part I

Information regarding the Shareholders Structure, Organisation, and Corporate Governance

C. Internal Structure

C. INTERNAL STRUCTURE

I. ARTICLES OF ASSOCIATION

48. Rules applicable to the changes to the company's articles of association (article 245-A, no 1, paragraph. h))

Nothing is defined under the articles of association, therefore the law in force is applicable, namely the Commercial Companies Code.

II. REPORTING IRREGULARITIES

49. Means and policy for reporting irregularities in the company

The Company has adopted mechanisms for preventing and reporting irregularities as regulated by the Reporting Potential Violations Policy in compliance with Recommendation 1.2.4., approved by the Board of Directors on the 25th of July 2022 and subject to internal disclosure to employees through the normal means of communication, as well as externally through the Company's website (www.vistaalegre.com).

Taking into account the activity of the Vista Alegre group and as foreseen in the Reporting Potential Violations Policy:

- a) VAA adopts conduct standards in terms of business ethics and social responsibility in accordance with the Company's Code of Ethics and Business Conduct;
- b) VAA is committed to maintaining a corporate environment that encourages employees and a system which allows reporting possible violations either to the law and/or of the Vista Alegre Code of Ethics and Business Conduct under the terms of this policy;
- c) This Policy is therefore intended to establish a transparent and effective system as well as the adequate means for reporting violations and to ensure equally suitable protection for those who report them on reasonable grounds.
- d) The Ombudsman with functions at the level of the Vista Alegre group and the business group that VAA is part of contributes to affirming and promoting the rights of customers, suppliers and employees and improving the quality and efficiency of the services provided by these companies;
- e) In turn, quality and management control services take on functions relating to identifying and monitoring compliance with applicable standards at the level, respectively, of product/service quality management and financial areas, and in internal auditing through periodic control measures and evaluations.

The Whistleblowing Policy allows any interested party associated with VAA or its subsidiaries, namely employees, members of governing bodies, Shareholders, investors, customers, service providers, suppliers or business partners, to report situations that may represent an irregularity, as defined in the Policy itself. The acts or omissions, intentional or negligent, which can be reasonably expected to constitute an offense in the following areas are thus considered:

- Prevention of corruption and related offences;
- Prevention of money laundering and terrorist financing;
- Environmental protection, public health and consumer protection;
- Protection of privacy and personal data;
- Public contracting;
- Violations of the law or regulations applicable to Vista Alegre at any time (namely in the various jurisdictions in which each company operates, including those which foresee crimes of administrative offences) in particular violations within the scope of protection for reporting people and/or related to administration, financial, accounting, internal control and auditing areas.

The Supervisory Board is responsible for the reception and management of the communication system and treatment of irregularities contained in the Policy. The Board is supported by the Compliance Officer and by the Data Protection Officer of Vista Alegre (without prejudice to the legal powers of the other governing bodies of the Vista Alegre group).

VAA may resort to external consultants expressly appointed by the competent bodies of the Company to implement reception, registration and treatment procedures defined in this Policy, strictly complying with the applicable legal requirements in terms of independence, impartiality and absence of conflicts of interest by the people in charge or involved in the procedures under analysis.

When reporting a violation, the reporting person must provide all available information regarding the violation. Reports must provide sufficient information to allow VAA to properly investigate the violation. However, a reporting person does not need to have conclusive evidence before filing a reporting, and it is sufficient to have reasonable grounds for reporting a violation, i.e., reasonable grounds for, given the circumstances and information available at the time of the reporting and acting in good faith, believing that the information reported is true and to predict with probability that an irregularity occurs.

While a reporting person is not required to prove his/her claims, reportings are more likely to be considered founded on reasonable grounds if they are supported with objective information and supporting documentation.

VAA's governing bodies and employees (including reporting people) must not attempt to investigate any potential Violation on their own (including by gathering evidence through unlawful means, such as covert audio or video recording), as this may harm the formal investigation under this Policy.

The reporting person may choose to use external reporting when legally permitted, namely if he/she has reasonable grounds to believe that the Violation cannot be effectively known or resolved internally by Vista Alegre or that there is a risk of Retaliation, or if the Violation in question constitutes crime or administrative offence punishable by a fine of more than €50,000.00.

The reporting person may remain anonymous when filing a report and during any follow-up communication. However, VAA encourages reporting parties to identify themselves when reporting any irregularity, ensuring their protection and confidentiality, so that VAA can properly analyse the report and coordinate with reporting parties to obtain additional information, if necessary for the investigation.

Vista Alegre will not attempt to identify a reporting person who has requested anonymity. However, VAA may be obliged to report the information related to the reporting and VAA's investigation thereof to public authorities and regulatory bodies.

VAA ensures that the system of communication and treatment of violations under the terms of this Policy safeguards the confidentiality of the information reported, the identity of third parties mentioned in the reporting and the identity of the reporting person (including the information that, directly or indirectly, allows for his/her identity to be assumed).

Even if the reporting person mentions his/her name, the system implemented will safeguard the confidentiality under the terms of this Policy.

The identity of the reporting person is only disclosed to people authorised to receive or monitor the reporting and/or as a result of legal obligation or a court decision (when it occurs, VAA shall inform the reporting person in advance, if permitted and if the provision of such information does not compromise related investigations or legal proceedings).

Without prejudice to the foregoing, depending on the nature of the reporting and the information provided, the identity of the reporting person may be obvious to those involved in the investigation (such as witnesses or employees accused of violations).

Due to their confidentiality, only these people will have access to the communication processes: members of the Supervisory Board, the Compliance Officer and the Data Protection Officer of the Company, as well as members of the competent governing bodies and employees or external consultants expressly designated by the competent bodies of VAA, in all cases to the extent strictly necessary.

VAA does not accept any form of retaliation against a reporting person. Specifically, VAA may not, for reasons related to the filing of a reporting, dismiss, discriminate, threaten, suspend, repress, withhold or suspend payments of salaries and/or benefits, demote, transfer or otherwise take any disciplinary or retaliatory action related to the terms and conditions of the employment contract or other contractual relationship established with a reporting person.

If any member of VAA's governing bodies or employee undertakes any act of retaliation, he/she may be subject to sanctions (namely disciplinary measures, including dismissal). If a reporting person believes he/she has suffered such retaliation, he/she must report it to Human Resources.

VAA will protect the rights of individuals accused of committing Violations whenever possible, in compliance with the Company's legal obligations. If permitted by the applicable law and VAA

has the ability to lead a fair and thorough investigation of a reporting, the company will be able to notify the reported people regarding:

- the reporting;
- the research results (but research reports will not be provided);
- possible corrective measures to be taken into account.

The communication of irregularities under the aforementioned Policy must be in writing, through the internal whistleblowing channels available for this purpose, which is to say using the Integrity Line, or the Supervisory Board at the following postal address: Supervisory Board of Vista Alegre Atlantis SGPS, S.A., Lugar da Vista Alegre, 3830-292 Ílhavo, Portugal.

Once received, the communications are recorded, and the whistleblower must be informed of the complaint receipt within a period of seven days.

After the registration has been carried out, communications are preliminarily analysed in order to determine the degree of credibility of information, the irregular nature of the behaviour reported, the feasibility of the investigation and the identification of the people involved, or who have knowledge of relevant facts, and those that therefore should be confronted or inquired about.

The preliminary analysis report should conclude whether or not the investigation should progress. In case the communication is considered to be inconsistent or implausible, it must be filed, and the Reporting Person should be informed regarding the causes of the decision taken. Moreover, personal data and the information involved in its filing should be destroyed, unless the reporting person's identity is unknown.

In case the communication is consistent, plausible and credible, an investigation process shall be undertaken. This investigation will be conducted and supervised by VAA, without prejudice to the possibility of requesting technical and legal assistance from third parties.

Upon completion of the investigation phase, a report will be prepared, duly substantiated regarding the facts found during the investigation, which is to be presented to the competent governing bodies of VAA with a view to adopting the appropriate measures to correct the violation.

In certain cases, VAA may be required to inform the relevant law enforcement authorities on the details of the reporting.

As part of any investigation, the Investigator may wish to speak with the reporting person, the subject of a report, and members of VAA's governing bodies or employees in order to obtain more information regarding the contents of the reporting.

During the course or completion of an investigation, Vista Alegre's competent governing bodies may determine that corrective and/or disciplinary actions are appropriate to address a Violation. Such action must be taken in accordance with applicable law, the Code of Ethics and the Business Conduct, as well as other VAA guidelines and policies.

Whenever possible, the reporting person will be updated on the progress of the investigation and its outcome. In any case, VAA will contact the reporting person to provide an update within three months of acknowledging receipt of the reporting.

If the Reporting Person so requests, the result of the Reporting investigation will be communicated to him/her within fifteen days of its completion, however, sometimes it may not be possible to provide specific details of the investigation or any other action taken due to confidentiality issues.

The reporting person must, in turn, keep all information regarding the investigation confidential, without prejudice to the right to report it to the competent authorities, in the cases legally provided for.

III. INTERNAL CONTROL AND RISKS MANAGEMENT

50. People, bodies or committees responsible for the internal audit and/or implementation of internal control systems:

The Board of Directors is aware of the importance of internal control, internal audit and risk management systems. The systems implemented results from the Company's continuous improvement and reflection process, including the Managing and fiscal areas as well as the different functional areas.

The Management is responsible for defining the company's strategic purposes, as well as encouraging the creation of conditions for the company's performance to comply with the said purposes.

This plan includes the Board of Directors defining the basic principles of the internal control and internal audit systems (as well as the evaluation of their effectiveness at least on an annual basis and their alteration), and the Executive Committee is responsible for implementing the set of procedures and methods that ensure the implementation of the plans defined above and guarantee the safeguarding and operability of the Company's resources.

Furthermore, the Board of Directors, upon proposal of the Executive Committee, has to approve VAA's risk policy/profile and risk management system (as well as to evaluate its effectiveness at least on an annual basis and modify it), the latter being responsible for implementing the set of procedures and methods inherent to this system.

In compliance with the applicable legal obligations, the company has adopted and implemented a Plan for the Prevention of Risks of Corruption and Related Offences (PPR), in line with the General Regime for the Prevention of Corruption (RGPC), approved by Decree-Law no. 109-E/2021 of the 9th of December.

The PPR is an essential tool for identifying, assessing, mitigating and monitoring risks associated with acts of corruption and related offences, ensuring that the company adopts best practices in integrity, business ethics and regulatory compliance.

The Plan covers the company's organisational structure and its main decision-making and operational processes as well as being across-the-board to all functional areas. It identifies the most relevant risks that could impact the organisation's integrity, as well as the preventive and corrective measures to be adopted to mitigate these risks. The methodology adopted for identifying, classifying and assessing risks of corruption and related offences comprises a process of (i) identification, (ii) analysis, (iii) assessment, (iv) definition of risk mitigation and treatment measures and (v) monitoring and review in line with the framework defined in the risk management policy described in point 54. below.

The PPR is reviewed periodically, ensuring that it is updated in the light of any regulatory, structural or strategic changes. Periodic assessment reports are drawn up, including an interim report in October and an annual report in April of the following year, ensuring ongoing monitoring of the Plan's implementation.

The PPR is available on the VAA's institutional website at www.vistaalegre.com ("Investors" tab).

The implementation of the internal control, internal audit and risk management systems is a process that, despite being led by the Management, comprises the company in all the processes in which it is organised, as described in paragraph 51, below.

However, it is important to emphasise the role and functions played by the Financial Department, Management Control Department, Compliance Officer, Quality Management System Department, Human Resources and Sales in the risk management system, in particular in the implementation and review of the PPR.

At the level of internal control and internal audit systems, the role and functions of the services in terms of quality, management control and internal audit of VAA are highlighted, as well as of the provider services of the Vista Alegre group and the business group to which it belongs.

The Supervisory Board is responsible for monitoring the effectiveness of the risk management, internal control and internal audit systems approved and implemented by the Board, with a view to proposing possible adjustments to the Board.

To this end, the Supervisory Board is responsible for implementing periodic control procedures with a view to: (i) monitoring the work and resources allocated for the functioning of the risk management unit; (ii) monitoring and commenting on the strategic guidelines, risk profile/policy, risk mitigation and monitoring measures of VAA to be approved by the management body; and (iii) assessing at least annually whether the risks actually incurred by VAA are consistent with the objectives set in terms of risk tolerance, informing the management of all checks, inspections and diligences they have made and the results thereof.

The Supervisory Board is also responsible for (i) evaluating and supervising the internal control system approved and implemented by the Board, in particular periodically evaluating the internal controls relating to the process of preparation and disclosure of financial information and to accounting and auditing matters, and (ii) Comment on the work plan and resources allocated to the services in terms of quality, management control and internal audit, as well as monitor the activities of these services and the provider services in relation to the VAA, periodically ,monitoring the effectiveness of the internal audit system.

The Supervisory Board confirmed the suitability of the contents of the Internal Control Manual with the verified procedures, receiving reports issued by the internal audit services and obtaining information through meetings held to confirm their effectiveness, achieving the desired results.

The Chartered Certified Accountant, within the scope of its powers and the external audit service it provides to the Company, provides a regular analysis of the suitability of the mentioned internal control system and its main elements.

The Company therefore intends to fully comply with Recommendations V.1., VII.3, VII.4, VII.10. and VII.11..

51. Explain, although by including the organisation chart, the hierarchical and/or functional relationships with other bodies or committees of the company:

The internal control systems and internal audit, still defined and implemented by higher decision, as described in point 50., result from procedures and methods regulated at different hierarchical levels, and are periodically monitored and evaluated.

It is intended that these systems acts transversally through the company, promoting its organisation into processes. Each process is assigned, by the process manager, to a person in charge, who answers before an executive director, who in turn reports to the executive officer through the Board of Directors. The aggregation of the processes and of the different people in charge is done according to functional areas, being the Director responsible for the portfolio, their allocation, assignment of functions and periodic monitoring.

More broadly, the Board of Directors appoints as its representative an Operational Executive Director, who must ensure, among other, that the defined procedures are implemented and kept, that their performance and adjustment needs are regularly reported to the Management, and that the necessary means and resources are provided to the system.

The internal control system foresees the definition of purposes and their monitoring, not only at the level of each functional area, but also at the level of the business segments, which are currently Porcelain and Other Products, Faïence, Stoneware Ovenware and Crystal and Glass.

The system's operability and effectiveness are continuously monitored, with the implementation of an internal audit program. In this area, we intend to ensure as well the awareness of the entire company, and VAA has a team of internal auditors from different business areas, which comply with an annual activity plan that covers all the relevant processes and areas of the system. The audits carried out result on reports, which are reported to the Director responsible for the processes.

Regarding the business segments, their supervision and control thereof is carried out at the level of the Executive Committee and the Board of Directors.

The accuracy and the reliability of the system and its control mechanisms are further ensured by an annual review of the system, under which the elements of all the processes are analysed and in which participated all process managers, directors and the Management.

With regard to the risk management system, although further defined and implemented as described in paragraph 50. above, the Company and its Management seek to actively involve all employees in the risk management process, promoting their commitment to that and the adoption of control measures and behaviours at different hierarchical levels, following the process described in paragraph 54. below.

Necessarily, the sustainability of the Company and of all interacting with it comes from the soundness of its internal control and risk management structure as part of the Company's strategic planning and operational management process, thus enabling a better identification, evaluation, and management of uncertainties, threats and opportunities.

52. Existence of other functional areas with powers to control the risks:

The functional areas with powers to control the risk are identified on numbers 50. and 51. above mentioned.

53. Identify and describe the main types of risks (economic, financial and legal) to which the company is exposed while carrying out its activity:

The risk translates into the possibility of a loss or non-compliance of previously established purposes. Thus, VAA faces a number of risks, many of which are non-diversifiable, which are characterised by the fact that its control is outside the Company's scope. Of course, in all cases (controllable or not) the Company seeks to act in a proactive way, making efforts so that there is a timely identification and monitoring which allows it to act in a preventive way, thus reducing the possibility of occurring, as well as reducing the possible impacts.

As such, hereafter is presented a set of economic, financial, legal and operational risks, which VAA believes to be, on 31st of December 2024 and in accordance with the information available, the most significant.

Economic risks

Macroeconomics and competition

The activity of VAA is naturally subject to the evolution of the macroeconomic environment, with demand in markets where VAA operates being affected by the instability of the national and international environment in general, and by uncertainties and turmoil in the economy and financial system of some countries, particularly within the Euro Zone.

Oscillations in the macroeconomic environment affect the consumers' behaviour and interfere with the evolution of demand within the markets where VAA operates. Moreover, the investment level (CAPEX) which has been implemented by the Company in recent years renders it vulnerable to the evolution of the macroeconomic environment.

VAA cannot predict how the economic cycle will develop in a short term or in the coming years, or whether there will be a further deterioration of the global economic cycle in the countries where it operates.

In 2023, most of the sales and services provisions of VAA are carried out in foreign markets, mainly in European countries (such as Spain, Germany, France, Italy, The Netherlands, Belgium and The United Kingdom), with a presence in other countries such as Brazil, United States of America, Mexico and Mozambique, among others (having subsidiaries in Spain, France, Brazil, United States of America, Mexico and Mozambique). Among other factors, any significant changes to the political environment, to the currency policies, legislation or regulation, to the acceptance levels of the consumers, to the increase or decrease of the demand, or on the economic situation, in those foreign countries or in Portugal, may significantly limit the capacity to generate profit and they may have adverse material consequences in the activity, in the financial situation or in the VAA operating results.

Moreover, the markets where VAA operates are highly competitive and in constant development, namely in technological terms, changes to the consumer habits and design trends. In this sense, VAA is required to be able to monitor these changes and thus maintain its competitiveness. Notwithstanding, the efforts undertaken by the Company, it is not possible to guarantee the loyalty of its customers, which may translate into material adverse effects on its activity, financial situation and operating results.

Notwithstanding the above, it should be noted that in relation to the stoneware segment, a significant portion of turnover (around 30% of consolidated turnover) corresponds to one particular customer client, IKEA, as a result of the strong partnership based on competitiveness, customer service and the ability to develop new products. VAA has managed to hold onto the loyalty of this client, keeping up its production capacity, with good results in terms of sales and results.

As its subsidiary, Ria Stone is a "Prioritised Supplier" for IKEA, which has been extending its distribution to other destinations, namely the UK, the Netherlands and the USA, allowing the Ria Stone factory to continue producing at full capacity. It should be noted that the current contract

between Ria Stone and IKEA ends in December 2026. Although the extension of this contract has not yet been formalised as of the date of this report, VAA's Board of Directors is very confident that it will be renewed for another 7 years, due to (i) an existing and recurring track record of renewals, (ii) a long-standing relationship of partnership and trust, based on the continuous improvement of operational efficiency, (iii) excellent customer service (with delivery times of 5-7 days, with around 70% direct deliveries to IKEA stores), and (iv) a capacity for innovation and the development of new products.

VAA monitors and controls regularly the market in which it operates in order to measure the impacts of possible variations in the turnover, implementing management measures which may avoid its profitability reduction. Regardless of the VAA continuous monitoring, through management, information and insurance policies coverage systems, it is not possible to ensure control and prevention of these risks, under circumstances that may escape the Company's control.

Strategics

VAA is also subject to strategy risks, with the possibility of making inadequate decisions, failure to implement decisions or lack of responsiveness to unforeseeable market conditions.

The Company's eventual inability to attract and retain qualified professionals may impact as well on its ability to successfully implement its business strategy. Although the Group's human resources policy is geared towards achieving these objectives, it is not possible to ensure that in the future there are no limitations in this area.

All of the situations described at the level of macroeconomic risks and the development of the business plan established and underway imply the need for additional financing, for which the Company has nevertheless obtained the necessary funds, but for which the Company cannot assure its profitability.

Although innovation and marketing are major success factors for creating value for VAA brand, which are assumed to be key strategic pillars, there are risks associated with protecting brands that may be adversely affected by events beyond their control.

Financial Risks

At the Vista Alegre group, the main financial liabilities are loans signed with financial institutions, public bodies, namely the *Agência para o Investimento e Comércio Externo de Portugal*, accounts payable relating to commercial transactions and other accounts payable. Financial liabilities are incurred in order to finance the Group's operations, namely the Companies' Group working capital and investments in expansion and maintenance of production capacity of its Companies. Within the context of the war that we have been living, the Group continued to work actively working capital management, as well as curbing investments in order to guarantee adequate cash flow.

Financial assets derive from operations and are comprised of trade accounts receivable and other debtors and cash and short-term deposits. The Group also has investments available for sale, such as investments in financial assets, which include shares in risk capital companies, which are accounted for at their fair value, as well as other financial investments accounted for at acquisition cost as they are investments in unlisted companies with reduced significance.

Vista Alegre group is basically exposed to (i) market risk essentially with interest rate and Exchange rate changes, (ii) credit risk and (iii) liquidity risk. The Group has an approach focused on creating risk strategies, developing activities and skills so that risks are managed in the most appropriate way possible and so that strategic goals are not compromised. Awareness of the existence of risks is the first step towards making strategic and operational decisions, which must be aligned with the level of risk that the Company is willing to undertake.

Market risk

Market risk refers to the possibility of adverse variations in the value of financial assets due to fluctuations in market prices. These fluctuations can be caused by various factors, including changes in interest rates, exchange rates, credit risk and liquidity risk.

Effective management of this risk is essential to ensure the financial stability and long-term sustainability of Vista Alegre group.

Interest rate risk

Interest rate risk refers to the possibility of adverse impacts on the company's financial performance arising from variations in market interest rates. These fluctuations can affect both the company's debt costs and the returns on financial assets that are indexed or exposed to variable interest rates.

The year 2008 was marked by the subprime crisis in the US, which caused the bankruptcy of large financial institutions and spread to economies around the world. It was also at the beginning of this year that the highest Euribor rates were recorded. However, after the middle of the year, rates fell as a result of successive cuts in the key rate by the European Central Bank in an attempt to respond to the international financial crisis. Over the following years, Euribor rates tended to fall, reaching negative levels in 2015. This behaviour was the result of the expansive monetary policy by the European Central Bank (ECB), which adopted very low interest rates in response to the global financial crisis and the need to stimulate inflation and economic growth in the eurozone.

In 2019 and 2020, EURIBOR rates remained at negative levels and the ECB maintained an accommodative stance, implementing measures such as quantitative easing and keeping benchmark interest rates at very low levels in order to support economic recovery, especially after the impacts of the COVID-19 pandemic.

In late 2021 and early 2022, the outlook began to change. Rising inflation in the eurozone, driven by factors such as rising energy prices and disruptions in supply chains, led the ECB to reconsider

its monetary policy. In response to the acceleration in inflation, the ECB began a cycle of interest rate rises in 2022, which resulted in a recovery in EURIBOR rates. By the end of 2022 and the beginning of 2023, the 3-month and 12-month EURIBOR rates were reaching levels not seen since before the 2008 financial crisis, with the 3-month rate standing above 2 per cent at various times. From then on, rates rose progressively and repeatedly and only stabilised at the end of 2023. In 2024, the ECB lowered the main Euribor rates four times (June, September, October and December) and it is expected that in 2025 the downward trend will continue, although at a slower pace.

The Vista Alegre group exposure to interest rate risk comes primarily from loans obtained at variable rates. Although a significant proportion of the debt is contracted at a fixed interest rate (more than 75 per cent), a smaller part is contracted at an interest rate indexed to Euribor at the various maturities.

If the average interest rate supported in 2024 had been 0,5 p.p. higher (lower), the net financial costs would have increased (reduced) by approximately 147 thousand euros.

It should also be noted that Vista Alegre group issued bonds in 2024. Between the 2nd and the 15th of May 2024, Vista Alegre group held a public subscription offer for 'Obrigações Vista Alegre 2024-2029' [Vista Alegre Bonds 2024-2029], with a fixed interest rate of 5.30% per year and a maturity of five years (until May 2029). Initially, the overall amount of the issue was set at up to 45 million euros, which was later increased to up to 60 million euros, given the success of the operation. It was an operation that involved around 2,320 investors and allowed Vista Alegre group to align the maturity of its financial debt with its strategic plan for the coming years, raising approximately 58 million euros net, after deducting commissions and associated costs.

Exchange risk

Exchange rate risk refers to the possibility of financial losses arising from fluctuations in exchange rates between different currencies. This risk can stem from international transactions, from the conversion of revenues or costs into foreign currency to exposure to exchange rate variations on assets or liabilities denominated in currencies other than the company's functional currency.

The Vista Alegre group has subsidiaries in Brazil, the United Kingdom, Mozambique, the United States of America and Mexico through which it markets in its respective markets in Reais, Pounds, Meticais, US dollars and Mexican Pesos, respectively. Thus, being exposed to the exchange rate risk of operating activities denominated in currencies other than their functional currency. In Brazil, where the impact was more significant, exchange rate risk vis-à-vis the euro, the currency in which its imports of goods from Portugal are made, the Vista Alegre group holds a short position of around 2.18 million euros. The Brazilian real depreciated 20.20% against the euro in 2024. A 2% change in the exchange rate would have an impact of around 43.6 thousand euros. In consolidated terms it presents a balance sheet risk by incorporating the accounts.

In commercial accounts receivable and commercial accounts payable there are balances in currencies different from the euro, namely American Dollars, but without any significant value.

Credit risks

Credit risk refers to the possibility of financial losses arising from the failure of third parties, whether customers, suppliers, financial institutions or other commercial partners, to fulfil their contractual obligations. This risk can manifest itself in various ways, from default on accounts receivable to the bankruptcy of third parties, affecting the company's liquidity and profitability.

The Vista Alegre group's subsidiaries are exposed to a variety of diversified risks. Management is aware of the importance of credit risk management and the protection of its treasury, recognising the importance of credit insurance as an essential instrument both domestically and abroad. Conscious of the importance of adopting active management of different financial risks in order to minimise their potential negative impacts on cash flow, results and value of companies, it seeks to manage these risks effectively by formulating adequate hedging strategies.

Credit risk is an important and complex aspect which is present in the daily life of the Vista Alegre group. Risk assessments imply credit decisions, at times, based on incomplete information, within a scenario of uncertainty and constant change, specially what has been experienced during the last years, which has proved to be particularly atypical and which was caused by the COVID-19 spread and the international conflicts in Ukraine and the Middle East, and all the implications that this has entailed. Credit risk management reflects the multiplicity, quality and origin of the information available so that the credit analyst can always take the best decision and that it is in accordance with the assumptions defined by the Vista Alegre group.

The Vista Alegre group keeps the credit insurance policies, leaves the analysis of credit granting to professionals who are specialised in debts recovery, receiving from the credit company the indication of exposure - credit limit - adjusted to the credit capacity of each client. Thus, management can be primarily focused on operational issues. The coverage of this risk allows a compensation of 95% for the unpaid credits. To meet the credit risk coverage needs, in which the limits granted under the base policies are insufficient, the Vista Alegre group has insured additional coverages that allow it to increase the partial coverage of its risks, up to twice the amount granted in the base policy, and as well as to obtain coverages for risks that have no value attributed in the said base policy, up to the limit of 100 thousand euros.

Another strategy adopted to mitigate credit risk is to sign non-recourse factoring contracts. This operation allows the company to transfer its accounts receivable to a specialised financial institution, called a factor, in exchange for an advance of part of the value of the invoices. The main feature of the non-recourse factoring modality is that, in this model, the credit risk is assumed by the factor and not by the assigning company, allowing the risk of default to be reduced and, consequently, minimising the financial impact of any bankruptcies or payment difficulties on our clients.

The greater restrictions on the external coverage of the credit granted imply of increased rigour and a greater requirement in the appraisal of the requests for the concession is internal credit. The detailed analysis of a customer's credit risk is normally summarised in a credit sheet, which contains the information that will allow the issuing of an opinion on a credit operation and which includes available and relevant information such as the character of the customer, its management capacity, asset value, history, financial information, credit guarantees and payment terms.

The Vista Alegre group believes that it does not have significant credit risk concentrations, maintaining an active credit control for all its clients, overseen by the Financial Management.

Liquidity risk

Liquidity risk refers to the possibility of the company not being able to fulfil its financial obligations as they become due, due to a lack of available financial resources or difficulty in generating sufficient cash in the short term. This risk can arise from various situations, such as the inability to sell assets quickly, restricted access to funding sources or a mismatch between expected cash flows and financial needs.

This risk is the biggest that the Vista Alegre group have been exposed to. Vista Alegre group has substantially improved its financial conditions following the changes in its shareholder structure in previous years and the very positive development of its operations in recent years, the result of a well-developed strategy for the sustained growth of Vista Alegre group. Moreover, the Vista Alegre group has a centralised treasury management contract with Visabeira Indústria, SGPS, S.A., its main shareholder, in order to manage its cash resources more efficiently. Treasury and investments are managed by a global and centralised organisation, which allows reducing cash flow risks, avoiding exposure to variations that may affect the companies' results.

Vista Alegre is still obliged to comply with the financial covenants in connection with the issuance of the 60 million euros bond loan contracted in May 2024. This bond loan established that the Net Debt to EBITDA ratio should not exceed the maximum limit of 4.0x throughout the loan's maturity and measured at the end of each financial year.

Finally, we can conclude that Vista Alegre group manages its liquidity risk in the following ways:

- (i) ensuring that its financial debt has a high medium and long-term component with maturities appropriate to the characteristics of the industries in which it operates;
- (ii) by contracting credit lines available with financial institutions at any time, for an amount that guarantees adequate liquidity to the development of its operations; and
- (iii) through the centralised treasury management contract with its main shareholder, in order to manage its cash and cash equivalents and financing needs more efficiently.

Legal Risks

The Group's production activities are subject to environmental, health and safety regulations and may cause industrial accidents and environmental, safety or other risks, affecting employees and third parties. To this end, the Company has and updates insurance, licenses and authorisations, implementing as well programs and procedures to control associated risks and, while believing that its industrial units have been well designed and build, there is no guarantee that accidents will not occur, which of course can translate into costs and possible limitations in operating capacity. Although not foreseen, changes in related legislation or regulations may affect the design of industrial plants, and/or involve additional payments, which are expected to adversely affect the VAA's operating performance or profitability.

Compliance with international environmental laws and regulations, particularly with regard to climate change and carbon emissions management, may result in increased investment due to the need to implement changes in project execution that affect their costs.

In addition to the production of the various types of products (porcelain, crystal, faïence and stoneware), the sale of these products takes place in emerging or developing economies with a very different legal and regulatory framework from the domestic one. The Vista Alegre group has subsidiaries in several countries such as Spain, France, the United Kingdom, Mozambique, India, Mexico and the United States of America.

Activities outside Portugal are subject to political, legal and regulatory risks, with special focus on regulatory issues and competition laws.

Changes in legal frameworks may have an impact and adversely affect the Company's profitability.

Likewise, any changes to the law and other tax regulations, in addition to the increase in taxes or the reduction of tax benefits, applicable in the markets in which the Company operates may have an adverse effect. This risk is increased for the group of countries for which the Company has been expanding its activity in a more significant way.

VAA acts in accordance with international standards and the specific laws and regulations of the various countries in which it operates. Nevertheless, any irregularities (actual or alleged) or lack of conformity committed by the Company, its employees, suppliers/ service providers and their counterparts may have a significant adverse effect on the Company's ability to carry out its business.

Nevertheless, the Company always seeks to comply with all legal, fiscal, regulatory and other regulations in all markets and areas in which it pursues its activity, always ensuring that they are monitored by the Board of Directors or by experts whenever necessary.

The Vista Alegre group is currently party in certain litigation proceedings and may in the future become a party to lawsuits, claims and disputes relating to its environmental activities, permits,

employment claims and contractual disputes or claims for personal injury, or property damages relating to products marketed by VAA, or lawsuits filed by regulatory, tax or other entities.

Operational risks

Market factors

The value of assets and the results of the companies of the Vista Alegre group depend on several market factors, in particular, the prices of raw materials, their end products, energy resource prices (gas and electricity) as well as exchange and interest rates.

Prices of raw materials, their end products, gas and electricity vary from market to market, and are central to reducing their impact and the speed with which supply/purchase and commercial/sales strategies are adjusted and properly implemented.

It should be noted that the Vista Alegre group has developed a set of investments over the last few years which are aimed at improving the energy efficiency of its processes. The investment included namely the modernisation of ovens, replacing old ones with more efficient ovens with lower specific consumption, with light fibre, with more efficient combustion and control systems, with preheating air combustion, roller systems or wagons with thinner SiC refractory lightweight furniture; use of variable speed drives in higher power engines; installation of photovoltaic panels for electricity production, replacement of fluorescent lamps with LED lighting, among other measures aimed at reducing energy consumption.

Together with the measures to improve consumption efficiency, we are leaders of bidding a consortium within the scope of the green agendas of the Recovery and Resilience Plan, in which hydrogen use appears as a source of energy and is one of the pillars of this project.

The current increase in energy costs naturally has had an immediate impact on the Group's results. However, different strategies and policies have been adopted and implemented internally to mitigate the respective effects in the short and medium term. By more efficient management of consumption and of means of production, such as increasing the percentage of reused waste and of recycled products in final products, by the passing on of the total or partial cost of energy in the sales price to the main customers, by price-fixing contracts as currently happens in electricity, or by adopting some exceptional measures by the Government to support to intensive energy-consumption industries. Furthermore, measures such as accelerating investments and more sustainable policies that depend on renewable energies, including green hydrogen, as well as other innovative processes under study, leading to the development of new products that require less specific energy consumption, and with circularity projects, are factors that accelerate the reduction of risks and dependence on the energy supply of natural gas and electricity.

Fluctuations in exchange rates affect revenues and, consequently, the results and cash flow generated by the Company's sales. The book value of its financial assets and investments, mainly

those denominated in U.S. dollars and Brazilian reais, is influenced by exchange rate risk in the consolidated financial statements of the Vista Alegre group expressed in euros.

Adverse changes in the market may have a negative impact on the value of assets and the results of the Vista Alegre group.

Geopolitics

Exposure to political developments and the consequent changes in the operating environment may compromise the continuity of operations and adversely affect the value of assets and the results of the Vista Alegre group.

Significantly adverse changes in project environment may compromise operations and negatively affect the value of assets and results of the Vista Alegre group.

Innovation and Marketing

One of the main critical success factors of the Vista Alegre group is its Innovation and Marketing, for creating value for the VAA brands.

This risk is also associated with the digital world and cybersecurity, where most sales and advertising channels are digital, online sales and all the security risk surrounding the media (internet, television, radio, press).

A digital security breach or failure of the Vista Alegre group's digital infrastructure could damage operations, increase costs and affect the reputation of the Vista Alegre group. The integrity and availability of our systems are also crucial to our operations.

Information systems are crucial for the development of business and any failure in their security, whether accidental - by network, hardware or software failures - or the result of intentional actions - computer attacks - or negligence, can have extremely negative impacts. To minimise potential negative impacts, the Group uses external services to reinforce the security of its information systems.

These failures may compromise, cause interruptions or affect the quality of the Vista Alegre group's operations and damage its reputation through potential loss, misuse or abuse of confidential information, loss of lives, damage to the environment or to the group's assets, legal or regulatory non-compliance, accompanied by possible fines or another type of penalty.

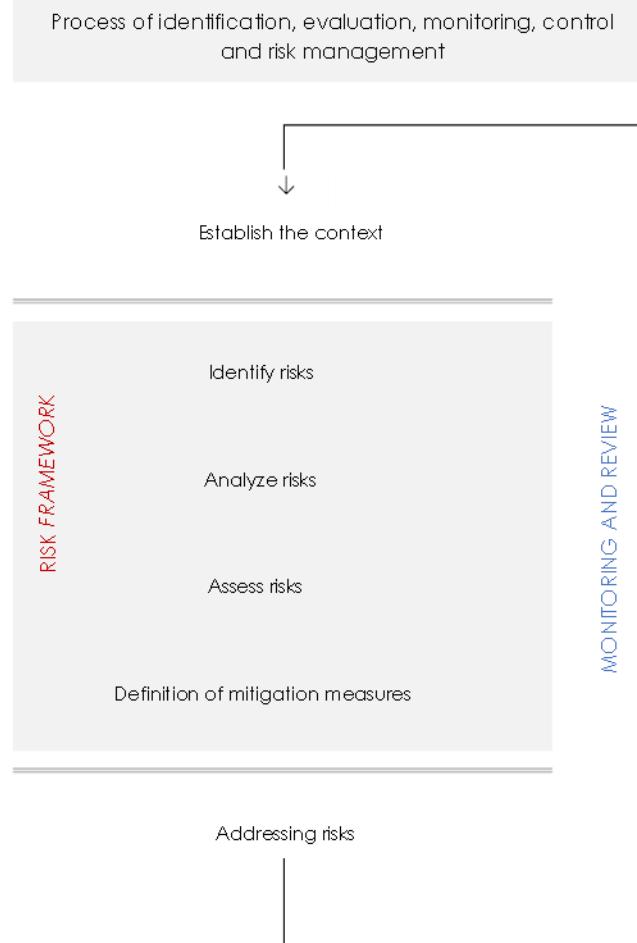
Thus, in addition to all the risks above mentioned, VAA could be exposed to unidentified risks or to an unexpected risk level, despite the risk management policies pursued. In spite of the implementation of careful management methods for each type of risk, in the event of exceptional adverse scenarios, the policies and procedures used to identify, monitor and manage risks; it may not prove to be fully effective.

54. Description of the process of identifying, assessing, monitoring, control and risk management

Bearing in mind that VAA only works as a holding company, the control and management of risks inherent to the activity is carried out directly by the Board of Directors and Executive Committee, to the extent of the respective delegation of powers. In the associate companies, specific control systems are defined for each of the activities, whose most important body is the Board of Directors of each of the companies.

As indicated in paragraphs 50. and 51 above, the risk management policy is defined by the Board of Directors, which naturally places careful risk management as a constant and central concern, in line with Recommendation VII.1.. This body promotes and creates the necessary conditions for such risks to be duly identified, analysed and controlled, thus reducing the probability of their occurrence and minimising the impacts resulting from the possible occurrence of risks that cannot be avoided.

The *Vista Alegre* group's risk management policy consolidates the objectives and principles in force in terms of the risk management process. In line with this policy and adopting the Recommendation VII.3., a process for risk management based on best practices was created and a flow for the correct identification, assessment, follow-up, control, monitoring and risk management was internally defined. This process consists of several phases, related to each other, which follow a certain logic and determine chronologically the different performance moments of the parties directly involved in the process.



After identifying the risks and carrying out the correct classification of the impacts that they may cause to the Company, an assessment of these risks is carried out based on the classifying criteria of the degree and the risk impact that it may represent.

It is based on this result that a Risk Priority Level will be determined, which will determine which mitigation measures to apply and the term of that application, so that the impacts undergone may be the least materially relevant for the Company.

Risk assessment involves prioritising risks according to their quantification, that is, the result obtained from analysing each one in terms of: severity, detection and frequency.

The risk profile of the Vista Alegre group (risk framework) is also approved by the Board of Directors and consolidates the identified risk events, the criteria and classification of the degree and impact of each risk, as well as the limits/objectives and levels of acceptable exposure tolerance for each risk and the respective Risk Priority Level, thus adopting the Recommendations IV.1..

Thus, each risk event is classified through a matrix called Risk Priority Level, which is based on a classification between the degree of risk and the impact of that same risk, described in more detail in point 54. of the Corporate Governance Report.

Assessment of the degree and impact of risk:

The NPR indicator is based on the following matrix:

Degree of Risk →	2	4	6
Impact of Risk ↓			
3	6	12	18
5	10	20	30
7	14	28	42

Degree of Risk	Description
2	Reduced: unlikely to occur
4	Unwanted: may occur punctually
6	Unacceptable: almost certain to occur

Impact of Risk	Description
3	Low: should not have a materially relevant impact on company's activity
5	Medium: may have an impact on company's activity
7	High: should not have a materially relevant impact on company's activity/results

The main vectors of this matrix are the Degree of Risk and the Impact of Risk, which have the following measures:

Limits/objectives and acceptable exposure tolerance levels for each risk and the respective NPR

Once the NPR level has been determined for each risk event, it is classified according to the following table:

0 - 13	Acceptable	Risk that may be considered acceptable/tolerable if you select a set of measures for its control
14 - 22	Moderate	Risk that should be avoided if it is reasonable in practical terms; requires a detailed research and cost-benefit analysis; is essential to the monitoring
23 - 40	Critical	Intolerable risk; is essential to control the risk (e.g. eliminating the origin of the risks, changing the likelihood of occurrence and/or consequences; transferring the risk, etc.)

The aforementioned policy and risk profile are at the basis of the mitigation measures (which is to say, action plans to increase opportunities and reduce threats/risks) to be applied and the

deadline for such application, so that the impacts undergone can be the least materially relevant to the Company, as well as monitoring and reporting actions.

After the treatment of these risks, monitoring, reporting and review stages are followed, in which the risk is assessed annually, through a review meeting of the VAA Quality Management System, the identified risks are monitored and new risks and opportunities are identified. In this monitoring, the effectiveness of action plans is assessed and adjustments to the system are considered.

Those responsible for mitigation, monitoring and reporting are the executive directors responsible for the areas related to the environment and quality management system, risk analysis and internal audit.

The stages of this risk management process allow the Company to annually assess and review the degree of internal compliance and the performance of the risk management system. Moreover, it will allow the assessment, review and possible changes, on an annual basis, of the risk management system, and of the risk profile and policy by the Board of Directors, in which case the Supervisory Board also gives its opinion regarding the powers of these bodies, referred to in the above paragraph 50. and in accordance with Recommendation VII.5..

Aware of the fact that the operations continuity depends critically on the mitigation and control of risks that can significantly affect all of its assets (people, equipment, service quality, information, installations) and therefore jeopardize its strategic purposes, VAA and in particular its Board of Directors focus on the risks inherent to its activities.

The permanent evaluation of the risk management procedures allows a timely intervention, mitigating potential risk situations, since timely identification of their causes and intervention help to minimise possible impacts that may occur.

In particular, the following assessments/controls of the external and internal environment are highlighted:

- Control in the external environment is mainly carried out by the Financial Management, who is responsible, based on the external information collected, for the approval of the credit to be granted, and control of the ceiling established and/or to be established. In this sense, the granting of loans to customers is based on a careful evaluation of the management capacity, the evaluation of the assets and the credit guarantees given by each client;
- An external environment control is also carried out by the Quality Department, through audits performed to suppliers, in order to evaluate their own management capacity and thus ensure supplies that are compliant, stable and with the quality required by the Vista Alegre group;

- It is also practice of the company and its associate companies to ensure all areas, for the amounts deemed adequate, thus seeking to cover a significant set of property and personal risks. Whenever justified, and in a similar way, the company endeavours to mitigate the risks arising from possible fluctuations in foreign exchange markets by reducing its exposure to them, either by contracting, when necessary, derivative financial instruments that allow it to hedge these fluctuations effectively or by preferentially carrying out transactions in euros. In terms of exposure to interest rate risk, it is mitigated by contracting loans at fixed interest rates, avoiding exposure to fluctuations that may occur.

Bearing in mind the above described as well as in points 50. to 55., VAA believes that the risk management policy implemented in the Company is adequate to effectively manage the main risks, thus allowing to reduce the frequency and respective impacts, adopting Recommendation VII.4..

The internal control systems and internal audit in the Company is characterised by the organisation in processes, having been implemented the cycle of continuous improvement whose fundamental vectors are based on planning, execution, control and action in the face of deviations.

Thus, each process is characterised by the existence of a set of operational procedures, defined and approved by top management, which are disclosure and promoted by various levels of the organisation, complemented by the existence of performance measurement measures (*KPI's - Key Performance Indicators*) that fulfil the purposes defined above. Monitoring is evaluated on a regular basis. These processes stand out for their scope, including the shared services provided within the business group, which the Company belongs to, and the set of all activities carried out in each of the manufacturing plants that are part of the Group, and since 2011, its own retail network in Portugal and abroad.

In order to bring together the different processes that characterise the organisation, each one of them is led by a manager, chosen by the director in charge for that department, who is responsible for:

- Coordinating the definition of the regulations inherent to each process (including procedures, instructions, specifications, registration forms and other documents);
- Coordinating the implementation of the approved regulations applicable to the respective process;
- Managing the interconnection between all the elements of its process, and between its process and the remaining elements;
- Monitoring the performance against highly defined indicators;
- Analysing possible causes of deviations and propose its correction;
- Monitoring the implementation of defined actions.

The different process managers respond to an executive director, who reports to the Board of Directors, namely to the director responsible for that department, and is responsible for ensuring implementation and performance in accordance with approved procedures, reporting on their performance and possible adjustment needs, as well as promoting the operation and promotion of continuous improvement of all established procedures. The Board of Directors provides the necessary resources to achieve the purposes defined above.

For the operation evaluation, VAA has a team of internal auditors, composed of elements from several business areas, and approves an annual plan that covers all processes and areas considered relevant to the management system. This plan is defined in the beginning of each year and is disclosed internally in the company and is available on the intranet. On a monthly basis, the internal audit actions are carried out, verifying whether the activities and results are in line with what is planned. Within this context, the evaluation of the execution of actions defined for previous occurrences is carried out in order to determine whether they complied with the timing and what effectiveness was obtained. The internal audit actions give rise to evaluation reports which are informed to the different responsible parties involved in the process. On what the manager of each process is concerned, he/she is responsible for justifying the deviations identified, indicating corrective and/or preventive measures, assigning employees and deadlines, whenever this is deemed necessary. In this process it is also important to identify the impacts on society. These reports are the subject of a report to the director responsible for the respective department.

The result of these audits is transferred to biannual follow-up reports, of which is given the management's due knowledge and which also assists in the preparation of the annual review report of the system and whose review seeks to involve all internal control system's parties (administration, executive director, process managers and other people in charge of the manufacturing units and other areas of the system).

Thus, the operational and continuous improvement of the system and its processes is still achieved through a periodic set of corrective and/or preventive actions defined by the managers of all the processes.

During the meeting regarding the management system's evaluation (which currently is carried out annually) all management elements are analysed. In this process, the audits' results, the resources assigned to, the status of the corrective and preventive measures, the evaluation of the existing performance indicators, the analysis of deviations, their impacts on society, as well as suggestions for improvements are analysed.

55. Main features of the company's internal control and risk management systems implemented in the company in relation to the financial reporting process (article 245 A, no 1, paragraph m)):

Regarding the process of information disclosure and inherent risks control must be considered mainly the internal risk and the risk regarding the Group's relation with the exterior (compliance risk).

Thus, in addition to the control of the various managers and the management and supervisory bodies, we highlight the control of the Internal Audit, which is based on the various approved procedures and good management practices, the equally controlling action performed by the Management Control Department and the Quality Management.

As far as procedures are concerned, such control is expressed in the periodic external audits carried out, both in the scope of administrative and control process certification that covers all areas, and the accounts review and certification. These include comprehensively, verifying the adequacy of the procedures, identifying deviations, adopting corrective measures and reviewing the financial information produced, verifying their accuracy and reliability, compliance with applicable legal and articles of association's regulation, consistency and reasonability of the consolidated information as well as the process leading to it. They also involve a review of the Company's internal control procedures as a process designed to promote an acceptable level of safety regarding the achievement of operational purposes, compliance with standards, rules and procedures as well as the credibility of the individual and consolidated financial reporting process itself.

Thus, the existence of a set of operational processes and procedures, previously defined and established, transversal organised in the Company, seeks to provide a reliability and accuracy of the supporting information produced and that it will be the basis for the preparation of the financial statements and subsequent information disclosure process.

Furthermore, the Vista Alegre group has been implementing an accounting management system, which allows to control the income and expenses of each segment, monitoring its profitability and defining preventive and/or corrective measures whenever necessary.

In addition to the internal control levels set up and the periodic internal audits to which they are subject to, the external audits are regularly checked for the accounting records and supporting documents, the accuracy of the individual and consolidated accounts, the accounting policies and valuation criteria adopted by the company, in order to ensure they transmit the correct evaluation of the Company's assets and income. Moreover, the compliance with legal and standard provisions are also subject to a periodic monitoring.

Thus, the process of financial information production and treatment, regarding its different levels, is closely monitored by the corporate bodies, taking into account the company's

structure, but in particular regarding its disclosure, being subject to prior approval. The control is carried out by the financial, fiscal and legal external auditors, which carry out their activity in all areas and in all the Group's companies, as well as a continuous internal and external audit carried out in compliance of the Company's quality management system, aiming at ensuring that the existing information is completed, promoting the reduction of possible non-compliance risks.

VAA has a reasonable level of confidence in the internal control system implemented, viewing as appropriate the segregation of existing functions and procedures as well as the defined authorisation procedures and levels, considering that risk management is assured, mainly regarding the process of financial disclosure.

IV. INVESTOR SUPPORT

56. Service responsible for the investor support, composition, functions, information provided by such services and contact elements:

The service in charge of investor support is the Investor Relations (IR) Department, which is currently the responsibility of the Advisor of the Board of Directors for that area, Romas Tauras Veselauskas Vieasulas, who is also the Representative designated by the Company for Market Relations and relations with CMVM.

The department of Investor Relations (IR) ensures the management of the Company's relations with the capital markets, namely Shareholders, retail and institutional investors and financial analysts, ensuring that the result of the Company's communication to the market is a full and consistent perception of VAA's strategy and operations, so that investors can make informed decisions, in line with Recommendation I.I.1.1.. For this purpose, the IR Department produces and provides the market with relevant, clear and objective information about VAA, in a regular, transparent and timely manner.

The IR Department is also responsible for complying with VAA's legal reporting obligations as an issuer of securities listed for trading, including to market regulatory and supervisory authorities (in particular CMVM), covering production and information processing responsibilities with emphasis on preparing results disclosure reports and activities of the Vista Alegre group, the drafting and disseminating communications on inside information and receiving and responding to requests for information from investors, financial analysts and other agents in the capital market.

The IR Department follows the evolution of the VAA share price and supports the management team through direct and regular contacts, with financial analysts, both in conferences and collective presentations whether aimed at investors or in bilateral meetings.

Contacts with the IR Department are made by telephone or email to: +351 926 062 338; romasviesulas@vistaalegre.com.

57. Representative for Market Relations:

The Representative for Market and CMVM Relations is Romas Tauras Veselauskas Vieasulas, as per the information contained in number 56. above.

58. Information on the proportion and response timing to request information entered during the year or previously:

To promote a close relationship with the capital market community, the IR department ensures that requests for information received are answered through the telephone and e-mail contact identified in number 56. above.

Answers and clarifications are provided as soon as possible, adapting the deadline for response to the nature and complexity of the issues in question, and always ensuring the transparency, symmetry and consistency of the information available on the market.

On the 31st of December 2024, VAA had no pending information request and the average response time to requests sent to its Investor Support Office was less than 5 (five) business days. In 2024, 112 requests for information were received and answered.

V. WEBSITE

59. Address(s):

www.vistaalegre.com

60. Where is the information on the company, on the quality of an open society, on the head office, and other elements mentioned on article 171 of the Commercial Companies Code:

The information on the company, on the quality of an open society, on the head office, and other identifying elements of the Company can be found on VAA's corporate website at www.vistaalegre.com ("Investors" tab).

61. Where are the articles of association and the operating regulations of the corporate bodies/committees:

VAA's governing bodies and internal committees have regulations defining, in particular, their duties, powers, responsibilities, chairmanship, frequency of meetings, operation and the duties of its members.

The updated articles of association of the Company are available on the institutional website of the VAA with the address www.vistaalegre.com ("Investors" tab), in line with the Recommendation I.2.2..

These Regulations have reinforced the Company's internal corporate governance rules and, in some cases, reflected the governance practices already implemented by VAA's Board of Directors and Supervisory Board.

62. Where is the information on the identity of the corporate bodies' members, the representative for market's relationships, the Investor Support Office or similar, its functions and access means:

Information on the identity of the corporate bodies' members, the representative for the market's relationships, the investor support office (IR Department), and their functions and access means are available on the VAA's institutional website at www.vistaalegre.com ("Investors" tab).

In line with the Recommendation II.2.3., the information on the composition, the number of annual meetings of the corporate bodies is available on its corporate website www.vistaalegre.com ("Investors" tab).

63. Where the accounting documents were provided at least for five years, as well as the calendar of corporate events, disclosed at the beginning of each semester, including *inter alia*, general meetings, disclosure of annual, half-yearly and, if applicable, quarterly financial statements:

The accounting documents (quarterly, half yearly and annual) are available on the Information Dissemination System (IDS) of the Securities Market Commission (www.cmvm.pt) as well as in the institutional website of the VAA www.vistaalegre.com ("Investors" tab), remaining accessible for a minimum period of 5 years.

64. Where are disclosure the convening of the general meeting and all preparatory and subsequent related information:

The convening for the General Meeting, together with all the preparatory and necessary documents for the consideration and voting of the items on the agenda, are disclosed on the CMVM website and on the institutional website of the VAA (www.vistaalegre.com), and are also available for consultation.

65. Where is available the historical collection with the resolutions made during the company's general meetings, represented capital and voting results, with reference to the previous 3 years:

The historical background of the past years with the resolutions passed at general meetings, the share capital represented and the results of voting are available on the Company's website – www.vistaalegre.com (tab "Investors").

Part I

Information regarding the Shareholders Structure, Organisation, and Corporate Governance

D. Remunerations

D. REMUNERATIONS

I. POWERS TO DETERMINE

66. Indication as to the competence to determine the remuneration of the corporate bodies, the members of the board of directors or the executive director and the managers of the company:

In accordance with the Articles of Association and in line with the Recommendation VI.2.2., the corporate bodies' members will have fixed and / or variable remuneration, according to whatever is decided by the General Meeting, or by a Remuneration Committee composed of three members, elected together with other bodies by the General Meeting, which chooses the Chairman, who is assigned the casting vote.

The Company's General Meeting held on the 23rd of May 2024 elected a Remuneration Committee to be in office during the year 2024.

Under Regulation (EU) No. 596/2014 of the European Parliament and of the Council, only the respective members of the Board of Directors and of the Supervisory Board are qualified as VAA managers.

II. REMUNERATION COMMITTEE

67. Composition of the Remuneration Committee, including identification of natural or legal people hired to provide support and declaration on the independence of each of the members and advisors:

On the 31st of December 2024 and as of this date, the Remuneration Committee elected by the General Meeting for the 2024 term of office was constituted as follows:

Visabeira Indústria SGPS, S.A., represented by Ana Carla Costa	Chairman
Grupo Visabeira S.A., represented by Paulo Alexandre Rodrigues Ferraz	Member of the Board
Cerutil – Cerâmicas Utilitárias, S.A. ⁽¹⁾	Member of the Board

⁽¹⁾ The representative Márcio Gabriel Pina Pereira left office on the 31st of October 2024.

All members of the Remuneration Committee are considered independent of the Board of Directors and the Supervisory Board of VAA, to the extent that said members and their spouses, relatives and related individuals in direct line up to and including the third degree are not members of such bodies.

In 2024, and despite having this power, the Remuneration Committee did not hire or require the hiring of any natural or legal person to provide services to support the performance of its duties.

In the context of its duties, the Corporate Governance Committee of the Board of Directors is responsible for presenting recommendations and opinions to the Remuneration Committee on the rules and recommendations applicable and deemed appropriate in this respect: (i) the remuneration policy of the members of VAA's management and supervisory bodies; and (ii) the independence of any service providers to that committee (the contracting of these providers by the Vista Alegre group being subject to the authorisation of the Remuneration Committee and the approval of the Corporate Governance Committee).

VAA therefore adopts Recommendations VI.2.1., VI.2.5., VI.2.6. and VI.2.7. regarding the independence of the members of the Remuneration Committee and any service providers to this committee.

68. Knowledge and experience of the remuneration committee's members on remuneration policy:

The members of the Remuneration Committee have knowledge and skills in remuneration policy, based on their academic training and extensive professional experience in companies (including a combination of expertise in the legal area and in the areas of business management, finance and risk analysis), for an appropriate reflection and decision on matters of responsibility of the Remuneration Committee.

III. REMUNERATION STRUCTURE

69. Description of the remuneration policy of the corporate bodies mentioned on article 2 of the law 28/2009, on the 19th of June:

At the VAA General Meeting held on the 23rd of May 2024, the following Remuneration Policy for Management and Supervisory Bodies was unanimously approved (15,361,616 votes cast, corresponding to 91.6291% of the voting share capital) complying with Recommendation VI.2.2.:

"Whereas:

- a) ***Legal requirements and recommendations, respectively, (i) to articles 26 A to 26 F of the Securities Code, approved by Decree-Law 486/99, of the 13th of November, as amended in particular by the recent Law 99-A/2021, of the 31th of December, and (ii) to the Recommendations contained in Código de Governo das Sociedades do Instituto Português de Corporate Governance (IPCG Code) of 2018, revised in 2023, determine that the Remuneration Committee submits the remuneration policy to be applicable to the different governing bodies for approval by the General Meeting, at least every four years and whenever there is a relevant change in the current remuneration policy, with the content and purposes provided for in the aforementioned legal and recommendatory provisions.***

- b) When setting remunerations and preparing the aforementioned policy, the Remuneration Committee is responsible for complying with the following provisions contained in the Commercial Companies Code (see Articles 399, 374-A and 422-A), as well as the Company's Articles of Association:
 - ✓ The remuneration quantum of the corporate bodies, by the Remuneration Committee, must take into account the functions carried out and the company's economic situation;
 - ✓ The variable remunerations of the Board of Directors may comprise a share not higher than 5% of the fiscal year's net profit and;
 - ✓ The remuneration of the members of the Supervisory Board and of the General Meeting Board should be a fixed amount to be determined as foreseen legally and according to the articles of association for the remaining corporate bodies (functions carried out and the company's economic situation).
- c) Also in that context, the Remuneration Committee still considers it relevant to comply with the Recommendations contained in the IPCG Code, in accordance with the terms presented herein.
- d) As established in the Company's Articles of Association, the members of the corporate bodies will have fixed and/or variable remuneration fixed by the General Meeting or by a Remuneration Committee elected at the General Meeting. This policy was prepared by the **Remuneration Committee** elected by the General Meeting held on the 5th of June 2023 and composed of 3 independent members in relation to the Board of Directors and the Supervisory Board of the Company (insofar as the referred members and their spouses, family member and relative in the straight line up to and including the third degree, do not form part of such bodies).
- e) In turn, the **Corporate Governance Committee of the Board of Directors** of the Company (composed of a majority of independent directors) issued an opinion on the 8th of April regarding the terms of the present policy prepared by the Remuneration Committee, with reference to the above mentioned standards and recommendations considered appropriate in regard to the remuneration policy for the members of the management and supervisory bodies.
- f) The Remuneration Committee also considers relevant, for **transparency** and **information**, that:
 - ✓ The remuneration policy is immediately disclosed on the VAA website, containing mention of the voting results and the respective date of approval at the General Meeting.
 - ✓ The members of the Remuneration Committee confirmed the absence of conflict of interest in the context of the decision to approve this policy proposal.

- ✓ *This Committee is also bound before the Shareholders to the presence of its chairman or of another member of this Committee at the annual general meeting and in any others if the respective agenda includes matters related to remuneration or if requested by a shareholder of the Company.*
- g) *The **decision-making process** described, which gave rise to the present proposal to be submitted to the General Meeting, contributes effectively to avoiding conflicts of interest, in addition to the rules adopted by the Company to identify and manage any conflicts.*

I. REMUNERATION OF CORPORATE BODIES AND SUPERVISORY BOARD BY REFERENCE TO THE MANDATE FOR 2023:

- 1) *In this policy and in the governance report for 2023, information is presented to Shareholders on the **implementation of the remuneration policy approved at the General Meeting held on the 5th of June 2023 and the remuneration received in 2023**.*
- 2) *Thus, in the mandate for 2023, the following **criteria were applied with regard to the fixed component of the remuneration of the members of the Board of Directors and the Supervisory Board** of the Company, especially considering the functions performed and associated responsibilities (taking into account the model of government and organisational structure, as well as the initiative, effort, commitment, competence and dedication inherent) and the situation of the Company (i.e. , the shareholder structure, organisational structure and above all the economic situation):*

Board of Directors^(a)	Monthly Fixed Remuneration (€)
<i>Non-executive and non-independent administrator</i>	<i>0^(b)</i>
<i>Executive Director with responsibilities in the areas of operations (porcelain, crystal and glass), and operational area (stoneware and faïence), retail commercial area (internal market), B2B (crystal and glass) and online, strategy and coordination of the hotel business, sustainability, QMS and continuous improvement, innovation and energy transition and marketing & design</i>	<i>8,500.00^(c)</i>
<i>Executive Director with responsibilities in the commercial retail area (foreign market, B2B (ceramics) and hotels (domestic, foreign and subsidiaries)</i>	<i>5,500.00^(e)</i>
<i>Executive Administrator with responsibilities at the level of human resources and financial department</i>	<i>3,000.00^(d)</i>

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Board of Directors^(a)	Monthly Fixed Remuneration (€)
<i>Chairman of the Board of Directors with responsibility for investor relations</i>	6,000.00 ^(d)
<i>Executive Director with responsibilities in the areas of customer service and master data, digital transition (administrative processes) and revenue assurance</i>	5,500.00 ^(e)
<i>Non-executive and independent administrator</i>	2,500.00

^(a) Fixed gross monthly remuneration earned fourteen times a year from the 1st of May 2023.

^(b) Members of the Board of Directors that perform management or administration functions in other entities of the business group in which the Company operates are not remunerated by VAA.

^(c) To the extent that they carry out remunerated management functions in other companies of the Vista Alegre group, the members of the Board of Directors do not receive any remuneration paid by VAA (as disclosed in the annual corporate governance report).

^(d) Position with accumulation of functions and synergies in the context of the business group in which the Company operates.

^(e) Position that implies exclusive dedication to the functions in the Vista Alegre group.

Supervisory Board^(a)	Monthly Fixed Remuneration (€)
<i>Chairman</i>	700.00
<i>Member of the Board</i>	600.00

^(a) Fixed gross monthly remuneration earned fourteen times a year from the 1st of June 2023.

3) Still in 2023, following the aforementioned Annual General Meeting, the Remuneration Committee continued to monitor the context of uncertainty experienced as a result of the war between Russia and Ukraine with caution, as well as all the resulting impacts, particularly in terms of rising inflation. Thus, it was decided to apply the variable remuneration model for 2022 performance provided for in the remuneration policy approved at the General Meeting on the 5th of June 2023 for the term of office under review. For this purpose, it followed the weighting and degree of achievement of the various corporate and individual criteria that were expressly approved at the Annual General Meeting on the 5th of June 2023, although with a slight deviation from the maximum variable remuneration limit applicable to the operational, commercial, marketing, design, financial and human resources areas, as well as to the CEO (the deviation being, on average, less than 3%).

To this end, the Committee decided to award and pay variable remuneration to all members of the Executive Committee during 2023, with reference to the 2022 term of office, as it

considered this to be an essential component in terms of recognising, encouraging and motivating the executive team in view of the extraordinary results achieved in the term of office in question – even within the extraordinary context as a result of the war between Russia and Ukraine and all the resulting inflationary context, marked by a sharp increase in energy, fuel and raw material costs, resulting in major challenges to business resilience and sustainability. Variable remuneration was awarded on the basis of a weighted average of achieving more than 90% of the targets set in terms of the financial performance assessment criteria, set out in the model approved at the aforementioned Annual General Meeting on the 5th of June 2023, such as turnover (up 22.5% on the previous year), operating profit and EBITDA (both up 21.3% on the same period last year), as well as net debt (down 11.7M€ during the previous year). Given the exceptional results obtained in 2022, within a highly inflationary context - whose negative impact on the operation has been somewhat reduced as a result of several investments over the last few years, aiming at improving the efficiency of its processes, and more efficient management of consumption and means of production - setting the amount of variable remuneration awarded to the executive team resulted from weighting 95% of the various corporate criteria (e.g. quantitative corporate criteria mentioned above (weight of 75%); brand recognition (weight of 5%); execution of at least 85% of the investment plan (weight of 10%) and sustainability indicator (weight of 10%)) and 5% of the various individual criteria (e.g. contribution to the Company's reputation, organisational culture and stakeholder relations (weighting of 2.5%) and contribution to the executive team's performance (functioning of the Board of Directors, strategic and/or commercial vision, depending on the area of responsibility (weighting of 2.5%)), included in the variable remuneration model for 2022 approved at the Annual General Meeting on the 5th of June 2023.

However, in terms of procedure for applying the variable remuneration model, there was a slight deviation from the maximum limits set for the operation, sales, marketing, design, financial and human resources areas, as well as for the CEO. This deviation was, on average, less than 3% in relation to the maximum limits set out in terms of the remuneration policy, and the respective payment was carried out without deferral, after the approval of the 2022 accounts, in accordance with what was approved at the Annual General Meeting.

Thus, the Remuneration Committee considered that the deviation from the maximum variable remuneration limits set for the operation, sales, marketing, design, finance and human resources areas, as well as for the CEO, and the extraordinary derogation from the principle of partial deferral of the payment of variable remuneration and the adjustment mechanisms that could arise from this, were appropriate insofar as it was understood that in view of (i) the extraordinary results achieved in 2022 - in relation to each of the quantitative corporate criteria (turnover, operating profit, EBITDA and net debt) -, and in view of the persistence of a particularly challenging scenario for each of the operations, (ii) the immateriality of the deviation recorded in relation to the maximum RV limits set for each of the areas identified above (on average less than 3%), (iii) the annual terms of Vista Alegre's

bodies (with the fixed and variable components being reviewed annually) and (iv) the evaluation criteria defined, not only is the exceptional deviation from the limits in question justified, but also the non-implementation of the deferral mechanism as a way of discouraging excessive risk-taking and promoting the alignment of management with a perspective of long-term sustainability and resilience.

The deviation and derogation being analysed were considered necessary and essential in order to contribute to the executive team's implementation of the strategic plan within a specific context that was extremely demanding for the executive team, thus serving the company's long-term interests and sustainability objectives. In this way, it is possible to allocate variable remuneration in order to ensure the motivation of the executive team, without the variable remuneration exceeding around 15% of the total fixed remuneration for 2022 of the executive team.

- 4) In 2023, during the implementation of the terms of the Remuneration Policy for the Management and Supervisory Bodies approved at the VAA Annual General Meeting held on the 5th of June 2023, there were no deviations or derogations from its application in relation to what was approved, except for the deviation and derogation mentioned above, which were necessary and justified in view of the interests of the Company mentioned above.
- 5) With regard to the **evaluation of the Company's performance in 2023**, in a statement issued to the market, VAA disclosed the consolidated results for 2023 approved by the Board of Directors, of which the Remuneration Committee highlights the following:
 - (i) Although during 2023 **turnover** decreased by 9.6% in relation to the same period the previous year (129.6 million euros), Vista Alegre recorded an increase compared to the same period the previous year in terms of **operating profit, net profit and EBITDA**. Operating income of 13.9 million euros, net income of 6.8 million euros and EBITDA of 28.3 million euros represent an increase of 22.9%, 22.3% and 2.6% respectively over the same period. Also noteworthy was the 40% growth in **pre-tax profits**, which increased by 2.6 million euros compared to the previous year, to 9.1 million euros.
 - (ii) The instability of the global economic, political and social situation felt since the war in Ukraine began and somewhat aggravated by the recent conflict in the Middle East, with the consequent increase in the costs of some raw materials and electricity, continued to mark the year 2023.
 - (iii) However, the Company showed resilience and adaptability to this adverse context, and the resulting negative impact was mitigated by continuous investment in improving the efficiency of production processes and more careful management of consumption and means of production.
 - (iv) This year, the company maintained its **strategy of investing in brand products**, which performed favourably in terms of retail (physical and online stores), and horeca channel

(hotels and restaurants), both nationally and internationally, increasing by 4.4% compared to the same period last year. With this evolution and continuing the group's strategy, the weight of branded products in total annual sales grew by 7.5% compared to the previous year.

- (v) As a result of the continuous strategy of investing in branded products, was registered a reduction in the sale of ovenware to the private label channel, resulting in a reduction of 20.2% in sales volume in the stoneware segment compared to the same period of the previous year.
- (vi) Also, in terms of segments, the highlight was a 7.4% growth in earthenware revenue and a 2.4% growth in crystal and glass revenue, compared to the revenues recorded in the previous year.
- (vii) The **foreign market** accounted for 69.2% of turnover, with sales of 89.7 million euros, the biggest contributors to foreign market sales being France, Spain, Germany and Italy in Europe, and Brazil and the United States of America.
- (viii) In turn, accumulated **investment** in 2023 totalled 15.6 million euros, of which 9.3 million euros was earmarked to purchase a kiln for the Cerexport production plant, thus ensuring greater energy efficiency as well as greater flexibility for production lines, seeking to respond more efficiently to market fluctuations in terms of demand.
- (ix) In 2023, there was a reduction in **gross debt** by more than 8.5 million euros due to a reduction in cash equivalents. Despite the increase in **net debt** by 2.5 million euros compared to the previous year, Group's good operating performance led to the maintenance of the net debt-to-EBITDA LTM ratio (last 12 months) at 2.5x.

6) Moreover, the Remuneration Committee was informed of the results from the **self-assessment of the Company's Board of Directors for 2023**. It concluded that this body continues to show a high level of performance in terms of its composition, functioning and the activity carried out – which includes defining the strategic plan, budget and risk profile/policy (an area that was identified as an area for improvement in the 2022 self-assessment process), analysing the performance of the company and its subsidiaries, monitoring the strategic and financial challenges of the Vista Alegre Group, defining corporate governance practices and policies, standards of conduct, human resources, social responsibility and sustainability, supervising the activity of the Executive Committee, non-executive and independent members contributing to the performance of the Board of Directors, which translates into an overall very positive assessment of the performance of this corporate body.

Notwithstanding the above, with regard to the functioning of the Board of Directors, as well as the availability of information to support the respective meetings, including the detail in which it is presented, continues to be identified as an area for improvement in order to render

the members of the Board of Directors contribution more effective, namely the non-executive directors.

As for the activities it carries out, supervision of the internal control, risk management and internal auditing systems continues to be an area with room for improvement, and liaison between the Board of Directors and the other governing bodies (General Meeting, Supervisory Board and Statutory Auditor) is also an area to be intensified, with the Lead Independent Director playing a fundamental role in promoting the communication channels that are appropriate for this purpose.

In terms of the committees set up by the Board of Directors, when assessing the performance of the Corporate Governance Committee, although the results were positive overall, in this context, the matters within its remit relating to remuneration and selection were identified as areas of improvement.

In relation to the results recorded above at the level of the Board of Directors and its committees (Executive Committee and Corporate Governance Committee), the Corporate Governance Committee continues to believe that the most effective way of approaching, discussing and effectively monitoring the issues is through (i) including them on the agendas of the respective meetings, which will guarantee continuous monitoring by the Board of Directors and each of the aforementioned Committees, (ii) greater and more effective coordination of the issues being analysed with the non-executive directors themselves, and (iii) reinforcement of mechanisms to promote greater coordination between governing bodies and the respective committees, in coordination with the Lead Independent Director.

- 7) *The context of uncertainty and volatility that continued to mark 2023, largely driven by the persistence of the war situation between Russia and Ukraine and more recently the conflict in the Middle East region and its impacts on the economic outlook on a global scale (for example in terms of rising production costs, namely the cost of energy, logistics and raw materials, and an inflationary trend without recent precedent), imposes special prudence on the Company and the implementation of measures to mitigate the indirect impacts of this outlook on its business.*
- 8) *In view of the evolution of the Company's economic and financial situation in this context, the Company's Remuneration Committee considered, on this date, that it was appropriate to implement the variable remuneration ("RV") model referring to the 2023 performance provided for in the approved policy, at the Annual General Meeting held on the 5th of June 2023, with the following characteristics that aim to contribute to the long-term sustainability of the company and the group and to further strengthen the alignment of management interests:*

Variable Remuneration model	2023
Eligible Directors	<i>All members of the Executive Committee</i>
Variable Remuneration maximum limit	<i>Up to 25% of the fixed remuneration</i>
Quantitative corporate criteria <i>(Goals set to be evaluated by the Remuneration Committee taking into account the plan and budget and the policy approved by the General Meeting)</i>	<ul style="list-style-type: none"> - Turnover - Operating income - EBITDA - Net debt
Minimum degree of achievement of quantitative corporate criteria for 2022 <i>(If the Company does not reach this minimum level of achievement, none of the eligible executive directors will receive any amount as a variable remuneration)</i>	<i>90% achievement of goals for all the aforementioned criteria</i>
If the minimum degree of achievement of all quantitative corporate criteria is verified, the variable remuneration will be defined by applying the following criteria:	

Variable Remuneration model	2023
<p>1. Corporate Criteria:</p> <ul style="list-style-type: none"> - Quantitative corporate criteria mentioned above - Brand recognition - Execution of at least 85% of the investment plan - Sustainability indicator (i.e., ISO 9001 adoption) <p>2. Individual criteria:</p> <ul style="list-style-type: none"> - Contribution to the company's reputation, organisational culture and relationship with shareholders - Contribution to the performance of the executive team (EC functioning, strategic and/or commercial vision, depending on the department) <p><i>(In all cases, the goals set to be evaluated by the Remuneration Committee taking into account the plan and budget and the policy approved by the General Meeting)</i></p>	<p>1. 95% total weight</p> <ul style="list-style-type: none"> - Weight of 75% - Weight of 5% - Weight of 10% - Weight of 10% <p>2. 5% total weight</p> <ul style="list-style-type: none"> - Weight of 2.5% - Weight of 2.5%
Assignment and payment	<i>Evaluation, attribution and payment by the Remunerations Committee after approving the accounts of the General Meeting, only with deferral if a maximum limit representing between 25% and 40% of the fixed annual remuneration is applied (not less than 50% and for a period of three years).</i>

II. PRINCIPLES AND CRITERIA FOR STRUCTURING THE REMUNERATION OF CORPORATE BODIES AND SUPERVISORY BOARD IN THE MANDATE FOR 2024:

The Company's Remuneration Committee generally maintains the principles and criteria for structuring the remuneration of the members of the Company's management and supervisory bodies that have been implemented in recent years, therefore submitting to the Shareholders the following **REMUNERATION POLICY OF THE COMPANY'S MANAGEMENT AND SUPERVISORY BODIES**, containing the following principles and criteria for structuring remuneration for the 2024 term (with the adjustments expressly identified below):

(a) Contribution to the Company's business strategy and sustainability, taking into account the long-term interests of the Company and its shareholders.

(i) The remuneration of the **members of the Board of Directors** continues to be mainly determined based on the following **criteria**:

- ✓ **Competitiveness**, taking into the account the sectoral practices of the Portuguese Market;
- ✓ **Equity**, and the remuneration must be based on uniform, consistent, fair and balanced criteria;
- ✓ **Effectiveness of the functions and responsibilities** carried out;
- ✓ **Performance evaluation**, according to the functions and the level of responsibility assumed and taking into account the performance evaluation criteria to be considered in the eventual variable component of the executive directors' remuneration as described in (b) below;
- ✓ **Alignment of the interests** of managers with the Company's interest and disincentive for excessive risk taking in the setting and implementation of strategic orientation, namely taking into account the balance between the fixed component and the eventual variable of the remuneration of the executive directors and the performance evaluation criteria it would depend on, as described in (b) below;
- ✓ **Weighting the several interests of the Company's shareholders** in particular:
 - the interests of **employees**, with a view to promoting measures that meet the conditions of employment and remuneration within the legal and economic framework. (i) in maintaining and defining the principles applicable to the remuneration of the members of the governing bodies in 2023 and 2024, under the terms set forth herein, the Remuneration Committee took into account the current socio-economic and the Vista Alegre group context, marked by the adoption of measures aimed at contributing to the resilience and sustainability of the Company and the continuity of its business; and (ii) the remunerations

defined take into account an exercise of analysis of the evolution of the conditions of the employees and the salary difference between the members of the governing bodies and employees of the Vista Alegre group in relation to the respective functions and responsibilities; and

- the **shareholders'** interests, contributing to the creation of long-term shareholder value and defining a remuneration model aligned with the importance, at the present moment, of promoting the Company's resilience and sustainability.
- ✓ The **economic situation of the Company**, in particular within the context of the continuous uncertainty regarding the evolution and impacts of the war between Ukraine and Russia, and, more recently, the conflict in the Middle East region, in the economic perspectives on a global scale and in VAA's business, naturally dependent on the evolution of these situations of an extraordinary nature whose persistence poses challenges to the resilience and sustainability of business models;
- ✓ Depending on their respective **portfolios and/or the accumulation of positions** and taking into account their shareholder structure and organisational structure, some members of the Company's Board of Directors may be remunerated at the level of companies of the business group that the Company integrates and/or at the level of companies of the Vista Alegre group.

(ii) In turn, the remuneration of the **members of the Supervisory Board** continues to be mainly determined based on the following **criteria**:

- ✓ **Responsibilities** associated with carrying out functions;
- ✓ **The Company's economic situation** in particular within the current context.

(b) **Components of the remuneration of members of governing bodies, including fixed component and eventual variable component**

- (i) The remuneration of **non-executive members of the Board of Directors** (including members of the internal committees of this body) for the year 2024 comprises only a fixed component;
- (ii) The remuneration of the **executive members of the Board of Directors** for the year 2024 includes a fixed component and a possible variable component with extraordinary character in view of the prudence and disincentive to the excessive assumption of risk that the current moment of the Company and the panorama in which it operates requires;
- (iii) The **fixed part** of the remuneration of the members of the Board of Directors consists of a monthly amount payable fourteen times a year, to be established according to the

complexity and responsibility of the duties assigned to and the Company's economic situation.

(iv) *The allocation of a possible variable component to the executive directors shall, in any event, have by mechanisms to promote an adequate alignment, in the medium and imminently in the long term, of the interests of management with those of the Company, such as the following financial and non-financial performance evaluation criteria:*

- ✓ *strategic and financial performance objectives of the Company, taking into account quantitative indicators of the degree of implementation of the strategic plan and appreciating the evolution of turnover, operating results and EBITDA;*
- ✓ *initiatives and goals for creating value for shareholders and for maintaining and developing the Company's financial and business sustainability as well as competitiveness, in the long term and in line with the strategic plan and appreciating the evolution of financial strength and investments and measures of ESG (Environmental, Social and Governance) adopted;*
- ✓ *compliance with qualitative objectives of maintaining and developing a favourable image as well as recognition and notoriety for the Company;*
- ✓ *compliance with individual and qualitative objectives of the Director's efficiency when carrying out his/her functions in terms of the strategic and commercial vision and the results obtained.*

(iii) *The variable component of the executive directors is of a possible and extraordinary character as stated and, if the Remuneration Committee considers that there are conditions for their allocation from a long-term economic and financial sustainability perspective of the company and the group, in any case and with a view to further strengthening the alignment of interests referred to:*

- ✓ *assume the verification and measurement of the Company's sustained performance levels, taking into account the performance assessment criteria referred to above, (a) to be quantified and implemented by the Remuneration Committee, taking into account the Company's strategy and risk profile/policy approved by the Board of Directors, especially within the scope of the Company's plan and budget, and (b) to be evaluated according to the qualitative and quantitative evaluation process, as applicable, by the Remuneration Committee after the approval of the accounts for the relevant year by the Meeting General;*
- ✓ *this component shall have a possible maximum limit representing no more than 40% of the annual fixed remuneration, nor 25% of the annual remuneration;*

- ✓ only if a maximum limit representing between 25% and 40% of the annual fixed remuneration is eventually applied by the Remuneration Committee, this component will be partially **deferred over time in a significant part** of not less than 50% and for a period of three years, (a) associating it with the confirmation of the sustainability of the Company's performance (positive performance of the Company) and (b) providing for **adjustment mechanisms** that may, in exceptional situations, determine the refund of variable remuneration (related to false statements and/or errors materially relevant in financial statements or significant losses to which an objective conduct of the director in violation of his legal duties has contributed decisively) and (c) establishing, still, the inadmissibility of the execution of contracts or other instruments that have the effect of mitigating the risk inherent in **variability** of this possible component of the remuneration;
- (iv) No **bonus** system is established in addition to the possible variable remuneration described above and there are no other significant **benefits** of any kind obtained by the members of the management bodies;
- (v) Directors who, however, carry out **management functions in other entities of the business group** in which the Company is inserted and/or at the level of companies of the Vista Alegre group may or may not have a remuneration for the exercise of their position in VAA, in terms to be defined by the Remuneration Committee, bearing in mind the principles and criteria contained in this and the shareholder and organisational structure of VAA;
- (vi) The remuneration assigned to the members of the **Supervisory Board** should consist of a fixed amount, to be established according to the complexity and responsibility of the duties assigned to and the Company's economic situation;
- (vii) The remuneration of the members of the corporate bodies and fiscal board does not include any mechanism for the assignment or purchase of **shares or options** or other rights on the Company's or any of its subsidiaries' shares;
- (viii) The remuneration paid to the members of the **Board of the General Meeting** shall consist of a fixed amount to be determined taking into account the duties performed and the economic situation of the Company;
- (ix) With regard to the **Chartered Certified Accountant**, a fixed amount should be established, and it is proposed, as a guiding criterion of the remuneration policy to be implemented regarding each of the audited fiscal years, which the annual remuneration rate reflects the terms of the remuneration usually applicable, by reference to the market, for the provision of identical services.

(c) **Agreements, termination clauses and supplementary pension schemes for members of the management and supervisory bodies**

- (i) *The Company does not sign **contracts or agreements** with the members of the management and supervisory bodies in office for the terms of 2023 and 2024, which are elected for the respective annual term in accordance with the law and the articles of association of the Company;*
- (ii) *In the context of the **termination of duties** by the corporate bodies and supervisory board, the legally provided for indemnification rules shall apply and no indemnification clauses shall be agreed or established in the remuneration policy or otherwise. It is therefore clarified that the Company will not allocate or pay compensation to the members of said corporate bodies due to the respective termination of functions, without prejudice to Company compliance with the legal provisions applicable in this area;*
- (iii) *The members of the Company's management and supervisory bodies in office in 2023 and 2024 are not covered by **supplementary pension or early retirement schemes**.*

Also in 2024 and after the aforementioned Annual General Meeting, the Remuneration Committee continued to monitor the context of uncertainty experienced as a result of the continuing conflict between Russia and Ukraine with due prudence and, more recently, the conflict in the Middle East region and all the resulting impacts, particularly in terms of increased production costs. It was also considered justified to apply the variable remuneration ('VR') model for performance in 2023, provided for in the remuneration policy approved for the term of office under review, following, for this purpose, the weighting and degree of achievement of the various corporate and individual criteria that were expressly approved at the Annual General Meeting of the 23rd of May 2024.

To this end, the Committee decided to award and pay variable remuneration to all members of the Executive Committee in 2024, with reference to the 2023 term of office, as it considered this to be an essential component of recognising, encouraging and motivating the executive team in view of the extraordinary results achieved in the term of office in question, given the persistence of the extraordinary context and the consequent increase in production costs, namely the cost of energy, logistics and raw materials, which posed major challenges to business resilience and sustainability.

This variable remuneration was awarded on the basis of a weighted average of achieving more than 90% of the objectives set in relation to the financial performance assessment criteria approved at the Annual General Meeting on the 23rd of May 2024, which included operating profit (13.9 million euros), net profit (6.8 million euros) and EBITDA (28.3 million euros), representing an increase of 22.9%, 22.3% and 2.6% respectively, compared to the same period last year. Also noteworthy was the 40% growth in pre-tax profits, which increased by 2.6 million euros compared to the previous year, to 9.1 million euros. In addition, there was a reduction in gross debt by more than 8.5 million euros due to a reduction in cash equivalents. Despite the increase in net debt by 2.5 million euros compared to the previous year, Group's good operating performance led to the maintenance of the net debt-to-EBITDA LTM ratio (last 12 months) at

2.5x. The performance of branded products also showed a positive development in retail (physical and online) and in the on-trade channel (hotels and restaurants), both nationally and internationally, growing by 4.4 per cent year-on-year, and their weight in total annual sales grew by 7.5 per cent compared to the previous year.

Given the context of uncertainty and volatility experienced in 2023, this negative impact on the operation was somewhat mitigated by the resilience and adaptability of the management team, which invested in the continuous development of solutions to improve the efficiency of production processes and in the careful management of consumption and means of production, the quantum of the variable remuneration to be awarded was determined by weighting 95% of the various corporate criteria (e.g. quantitative corporate criteria mentioned above (weight of 75%); brand recognition (weight of 5%); implementation of at least 85% of the investment plan (weight of 10%) and sustainability indicator (weight of 10%) and 5% of the various individual criteria (e.g. contribution to the company's reputation, organisational culture and stakeholder relations (weight of 2.5%) and contribution to the executive team's performance (functioning of the Board of Directors, strategic and/or commercial vision, depending on the department (weight of 2.5%), in accordance with the variable remuneration model for 2023 approved at the Annual General Meeting on the 23rd of May 2024, the limit for the executive team's total fixed remuneration for 2023 (25 per cent) was not exceeded (as detailed in points 77. and 78. below), and the respective payment was made without deferral, after approval of the 2024 accounts, in accordance with what was approved at the Annual General Meeting itself.

To this end, the Remuneration Committee took the view that the extraordinary derogation from the principle of partial deferral of the payment of variable remuneration and the adjustment mechanisms that could arise from this was appropriate insofar as it was understood that in view of *(i)* the extraordinary results achieved in 2023, given the persistence of a particularly challenging and extraordinary outlook for the operation, *(ii)* the maximum RV limit according to the quantitative corporate criteria set, *(iii)* the annual mandates of Vista Alegre's bodies (with the fixed and variable components to be reviewed annually) and *(iv)* the evaluation criteria defined, the implementation of the deferral mechanism is not justified as a way of discouraging excessive risk-taking and promoting the alignment of management imminently with a perspective of long-term sustainability and resilience.

This derogation is assumed as necessary and essential to contribute to the implementation of the strategic plan by the executive team in the concrete scenario of enormous demand, thus serving the long-term interests and sustainability goals of the Company. In this way, it is possible to allocate variable remuneration in order to ensure the motivation of the executive team, without the variable remuneration exceeding, on average, around 17% of the total fixed remuneration for 2023 of the executive team.

During 2024, upon the implementation of the terms of the Remunerations Policy for the Management and Supervisory Bodies approved at the Annual General Meeting of VAA held on

the 23rd of May 2024, there were no differences or derogations from its application, in terms of what was approved.

At the VAA Annual General Meeting held on the 23rd of May 2024, Paulo Alexandre Rodrigues Ferraz, representant of the member of the Remuneration Committee of Grupo Visabeira, S.A., was present, in order to provide information or clarification to Shareholders and therefore the adoption the Recommendation VI.2.4.

70. Information on how remuneration is structured so as to allow the alignment of the interests of the corporate body with the long-term interests of the company as well as how it is based on performance appraisal and discourages excessive risk-taking:

The Corporate bodies' members have fixed and/or variable remuneration which have been decided by the Remuneration Committee.

The Articles of Association foresee that the variable remunerations of the Board of Directors may be constituted by a participation, globally not exceeding 5% of the net profits for the exercise year of the Company.

As per the Member's Remuneration Policy of the Administrative and Supervisory Bodies approved by the Annual General Meeting held on 23rd of May 2024, the remuneration of the members of the Board of Directors was fixed by the Remuneration Committee considering the following principles and remuneration structure for the 2024 term:

- a) The remuneration of non-executive members of the Board of Directors (including members of the internal committees of this body) comprises only a fixed component;
- b) The remuneration of the executive members of the Board of Directors for the year 2024 includes a fixed component and a possible variable component with extraordinary character in view of the prudence and disincentive to the excessive assumption of risk that the current moment of the Company and the panorama in which it operates requires;
- c) The fixed part remuneration of the members of the Board of Directors consists of a monthly amount which is payable during fourteen months per year, and determined taking into account:
 - (i) The functions performed and the level of responsibility and complexity associated with their position in the context of the VAA's governance model and organisational structure, as well as the initiative, effort, commitment, competence and dedication essential to: (1) Non-Executive and Non-Independent Director, (2) Non-Executive and Independent Director, (3) Executive Director with responsibilities in the operational area, the retail (domestic market), B2B (crystal and glass) and online commercial areas, the strategy and coordination area for the hotel business, sustainability, QMS and continuous improvement, the innovation and energy transition area as well as the marketing and design area, (4) Executive Director with responsibility for customer service and master data,

energy transition (administrative processes) and revenue assurance (implying that the functions identified in (3) and (4) are exclusively for the Vista Alegre group), (5) Executive Director with responsibility for human resources and finance, and (6) Chairman of the Board of Directors with responsibility for investor relations;

- (ii) Regarding the situation of the Company, i.e., shareholder structure, organisational structure and, above all, economic situation, namely:
 - (1) Some of the non-executive directors of the Company perform management functions in other entities of the business group in which the Company is inserted and therefore, they are not remunerated by VAA;
 - (2) The exercise of functions by the Company's executive director at the level of the Vista Alegre group's companies determines that it is remunerated at that level, depending on its requirements at group level and as described below in paragraph 78. *infra* in a transparent manner;
- (iii) There is no component regarding the remuneration of non-executive directors that depends on the Company's performance or its value, in line with the Recommendation VI.2.11..

d) The attribution of a possible variable component to the Executive Directors, with a possible maximum limit that represents no more than 40% of annual fixed remuneration nor 25% of the annual remuneration and the following financial and non-financial criteria for performance evaluation: (i) the Company's strategic and financial performance purposes, meeting quantitative indicators of the degree of implementation of the strategic plan and appreciating the turnover evolution, operating results and EBITDA; (ii) initiatives and goals for creating value for shareholders and for maintaining and developing the Company's financial and business sustainability as well as competitiveness, in the long term and in line with the strategic plan and appreciating the evolution of financial strength and investments and measures of ESG (Environmental, Social and Governance) adopted.; (iii) compliance with qualitative purposes of maintenance and development of an image, favourable recognition and notoriety of the Company; and (iv) compliance with individual and qualitative purposes of efficiency regarding the performance of the Director's functions in terms of the strategic and commercial vision, as well as the results obtained. This component, if assigned, shall in any case contribute to the company's long-term performance and the alignment of the interests of the directors with the interest of the Company, in line with the Recommendation VI.2.8.. As regards the performance evaluation considered by the Remuneration Committee in this context, see point 71. below.

71. If applicable, mention the existence of a variable component and information on the possible impact of performance evaluation on this component:

As per the information in number 69 above, the remuneration to the members of the Board of Directors in the 2024 financial year included a fixed component, structured in a monthly amount

payable fourteen times a year, having been assigned to the executive members a variable remuneration referring to the performance of 2023 in accordance with the variable remuneration model approved by the Annual General Meeting of the 23rd of May 2024, without prejudice to the foregoing.

During 2024 the Remuneration Committee continued to monitor the context of uncertainty experienced as a result of the continuing conflict between Russia and Ukraine with due prudence and, more recently, the conflict in the Middle East region and all the resulting impacts, particularly in terms of increased production costs. It was also considered justified to apply the variable remuneration ('VR') model for performance in 2023, provided for in the remuneration policy approved for the term of office under review, following, for this purpose, the weighting and degree of achievement of the various corporate and individual criteria that were expressly approved at the Annual General Meeting of the 23rd of May 2024.

To this end, the Committee decided to award and pay variable remuneration to all members of the Executive Committee in 2024, with reference to the 2023 term of office, as it considered this to be an essential component of recognising, encouraging and motivating the executive team in view of the extraordinary results achieved in the term of office in question, given the persistence of the extraordinary context and the consequent increase in production costs, namely the cost of energy, logistics and raw materials, which posed major challenges to business resilience and sustainability.

This variable remuneration was awarded on the basis of a weighted average of achieving more than 90% of the objectives set in relation to the financial performance assessment criteria approved at the Annual General Meeting on the 23rd of May 2024, which included operating profit (13.9 million euros), net profit (6.8 million euros) and EBITDA (28.3 million euros), representing an increase of 22.9%, 22.3% and 2.6% respectively, compared to the same period last year. Also noteworthy was the 40% growth in pre-tax profits, which increased by 2.6 million euros compared to the previous year, to 9.1 million euros. In addition, there was a reduction in gross debt by more than 8.5 million euros due to a reduction in cash equivalents. Despite the increase in net debt by 2.5 million euros compared to the previous year, Group's good operating performance led to the maintenance of the net debt-to-EBITDA LTM ratio (last 12 months) at 2.5x. The performance of branded products also showed a positive development in retail (physical and online) and in the on-trade channel (hotels and restaurants), both nationally and internationally, growing by 4.4 per cent year-on-year, and their weight in total annual sales grew by 7.5 per cent compared to the previous year.

Given the context of uncertainty and volatility experienced in 2023, this negative impact on the operation was somewhat mitigated by the resilience and adaptability of the management team, which invested in the continuous development of solutions to improve the efficiency of production processes and in the careful management of consumption and means of production, the quantum of the variable remuneration to be awarded was determined by weighting 95% of

the various corporate criteria (e.g. quantitative corporate criteria mentioned above (weight of 75%); brand recognition (weight of 5%); implementation of at least 85% of the investment plan (weight of 10%) and sustainability indicator (weight of 10%)) and 5% of the various individual criteria (e.g. contribution to the company's reputation, organisational culture and stakeholder relations (weight of 2.5%) and contribution to the executive team's performance (functioning of the Board of Directors, strategic and/or commercial vision, depending on the department (weight of 2.5%), in accordance with the variable remuneration model for 2023 approved at the Annual General Meeting on the 23rd of May 2024, the limit for the executive team's total fixed remuneration for 2023 (25 per cent) was not exceeded (as detailed in points 77. and 78. below), and the respective payment was made without deferral, after approval of the 2024 accounts, in accordance with what was approved at the Annual General Meeting itself.

To this end, the Remuneration Committee took the view that the extraordinary derogation from the principle of partial deferral of the payment of variable remuneration and the adjustment mechanisms that could arise from this was appropriate insofar as it was understood that in view of (i) the extraordinary results achieved in 2023, given the persistence of a particularly challenging and extraordinary outlook for the operation; (ii) the maximum RV limit according to the quantitative corporate criteria set; (iii) the annual mandates of Vista Alegre's bodies (with the fixed and variable components to be reviewed annually); and (iv) the evaluation criteria defined, the implementation of the deferral mechanism is not justified as a way of discouraging excessive risk-taking and promoting the alignment of management imminently with a perspective of long-term sustainability and resilience.

In turn, the remuneration model of the executive directors for the 2024 term, as per the Declaration on the Remuneration Policy of the Management and Supervisory Bodies approved by the General Meeting on the 23rd of May 2024 and in line with Recommendations VI.2.8., VI.2.9. and VI.2.11., allowed for the possible allocation of a variable regarding performance in 2024, always having as reference mechanisms to promote suitable alignment, in the medium and long term, including the following financial and non-financial performance evaluation criteria (detailed in the paragraph 69 above): (i) the Company's strategic and financial performance goals; (ii) initiatives and goals to create value for shareholders and financial and business sustainability and competitiveness; (iii) favourable image and sustainability; (iv) individual and qualitative performance efficiency goals.

The verification and measurement of the Company's sustained performance levels, taking into account the performance assessment criteria provided for in the said model, must be (a) quantified and implemented by the Remunerations Committee, taking into account the strategy and risk profile/policy of the Company approved by the Board of Directors, particularly within the scope of the Company's plan and budget, (b) assessed in accordance with a qualitative and quantitative assessment process, as applicable, by the Remunerations Committee after approval of the accounts for the relevant financial year at the General Meeting, (c) having a possible maximum limit representing no more than 40% of the annual fixed remuneration nor 25% of the

annual remuneration and (d) only if the Remunerations Committee eventually applies a maximum limit representing between 25% and 40% of the annual fixed remuneration. This component will be partially deferred over time in a significant part of not less than 50% and for a period of three years, (a) associating it with the confirmation of the sustainability of the Company's performance (positive performance of the Company) and (b) expecting adjustment mechanisms that may, in exceptional situations, determine the refund of variable remuneration (related to false statements and/or significant errors in the financial statements or significant losses for which an objective conduct by the director in breach of his duties contributed decisively) and (c) further establishing the inadmissibility of signing contracts or other instruments that have the effect of mitigating the risk inherent to the variability of this possible remuneration component.

It will therefore be up to the VAA Remuneration Committee to assess and decide on the possible allocation or not in 2025 of variable remuneration referring to the performance of 2024 and its terms, considering the principles set out in the Members' Remuneration Policy of the Management and Supervisory Bodies approved by the General Meeting on the 23rd of May 2024.

72. Deferral of payment of the variable remuneration component, with reference to the referral period:

The variable remuneration for the 2023 financial year awarded to all Executive Directors, mentioned in paragraphs 69, 71, 77 and 78, was not subject to deferral of the respective payment insofar as the weighting and degree of achievement of the various quantitative and corporate criteria of individual performance that were taken into account in their attribution and setting by the Remunerations Committee, as well as the quantitative limit of the amounts actually attributed by area and of the total fixed remuneration for 2023 of the executive team, contributed to serve the long-term interests and the Company's sustainability, thus not encouraging excessive risk-taking, which, from a substantial perspective, does not justify its payment being subject to deferral (thus considering that the Company is in a situation materially equivalent to compliance with Recommendation VI.2.9.).

Indeed, VAA believe that the aforementioned Recommendation VI.2.9. must be applied when the variable component takes on a significant nature that may impact risk taking and harm the long-term sustainability of the Company (in assessing the significant nature, *inter alia*, the quantitative references provided for in the variable remuneration model itself were taken into account referring to performance in 2023, which is part of the Remuneration Policy for Members of the Management and Supervisory Bodies approved at the Annual General Meeting on the 23rd of May 2024 and the fact that the variable remuneration did not exceed, on average, around 17% of the total fixed remuneration for 2023 of the executive team).

Still under the terms described in the Remuneration Policy for the Management and Supervisory Bodies adopted by the Remunerations Committee and approved at the Annual General Meeting on the 23rd of May 2024 and in line with Recommendation VI.2.9., in the event that a possible

variable component is set for the executive members of the Board of Directors in regards to their performance in 2024, it is foreseen that, in the event a maximum limit is applied representing between 25% and 40% of the annual fixed remuneration, this component will be partially deferred over time in a significant part of not less than 50% and over a period of three years, (i) associating it with the confirmation of sustainability in the Company's performance (positive performance of the Company) and (ii) adjustment mechanisms foreseen that may, under exceptional situations, determine the restitution of variable remuneration (related to false declarations and/or materially relevant errors in financial statements, or significant losses to which the objective conduct of the Director in breach of his legal duties has been decisive) and (c) further establishing the inadmissibility of signing contracts or other instruments that have the effect of mitigating risk inherent in the variability of this possible remuneration component.

It will be up to the VAA Remuneration Committee to assess and decide on the possible allocation or not in 2025 of variable remuneration referring to the performance of 2024 and its terms, considering the principles set out in the Remuneration Policy of the Management and Supervisory Bodies approved by the General Meeting on the 23rd of May 2024.

73. Criteria on which the assignment of variable compensation in shares is based, as well as on the maintenance, by the executive directors, of these shares, on possible contracts signature related to these shares, namely hedging or transfer of risk, respective limit , and its relation to the value of the total annual remuneration:

The remuneration of the members of the corporate bodies does not include any mechanism for the assignment or purchase of shares or any other rights on the Company's or any of its subsidiaries' shares, in line with the Declaration on the Members' Remuneration Policy of the Administrative and Supervisory Bodies approved by the General Meeting of 23rd of May 2024.

74. Criteria on which the allocation of a variable remuneration in options is based, and indication of deferment period and exercise price:

Not applicable.

75. The main parameters and rationale for any annual bonus scheme and any other non-cash benefits:

No annual premium system is established beyond the possible variable remuneration described above and there are no significant non-cash benefits of any kind.

76. Main characteristics of supplementary pensions or early retirement schemes for directors and the date on which they were approved in General Meeting, in individual terms:

None of the current administrators in the exercise of their functions in 2024 is covered by supplementary pension or early retirement schemes for administrators.

IV. DISCLOSURE OF THE REMUNERATIONS

77. Indication of the annual remuneration earned, together and individually, by the members of the Board of Directors, including fixed and variable remuneration, and regarding this issue, reference to different components which prompted it:

The gross remunerations paid to the Members of the Board of Directors, processed in the year of 2024 by the Company were the following:

Administrators..... 749,001.55 euros

Former Members (Pensions)..... 209,248.06 euros^(a)

^(a) Information on the amount of pensions paid to former directors in 2024 is mentioned in the "Notes to the Consolidated Financial Statements", in note number 24 "Provisions".

The annual amounts earned in VAA, together or individually, by the members of the Board of Directors in the exercise of 2024, were the following:

Administrator	Executives	Fixed Remuneration (a)		Variable remuneration (b)		Individual totals
		€	%	€	%	
Nuno Miguel Rodrigues Terras Marques	Yes	80 000.00	82.05%	17 500.00	17.95%	97 500.00
Alexandra da Conceição Lopes	Yes	42 000.00	89.36%	5 000.00	10.64%	47 000.00
Nuno Miguel Ferreira Assunção Barra	Yes	119 000.00	85.61%	20 000.00	14.39%	139 000.00
Alda Alexandra Abrantes Costa	Yes	77 000.00	93.90%	5 000.00	6.10%	82 000.00
Teodorico Figueiredo Pais	Yes	119 000.00	85.61%	20 000.00	14.39%	139 000.00
Paulo Jorge Lourenço Pires	Yes	0.00(a)	—	0.00(a)	—	0.00(a)
Carlos Alberto Sá Garcia da Costa	Yes	84 501.55	80.86%	20 000.00	19.14%	104 501.55
Subtotal		521 501.55	85.63%	87 500.00	14.37%	609 001.55
Nuno Maria Pinto de Magalhães Fernandes Thomaz	No	35 000.00	100.00%	N/A	0.00%	35 000.00
Celine Abecassis Moedas	No	35 000.00	100.00%	N/A	0.00%	35 000.00
Godinho de Matos	No	35 000.00	100.00%	N/A	0.00%	35 000.00
Luis Miguel Poiares Pessoa Maduro	No	35 000.00	100.00%	N/A	0.00%	35 000.00
Cristina Isabel Sousa Lopes	No	0.00(a)	—	N/A	0.00%	0.00(a)
Maria Isabel Couto Fernandes	No	0.00(a)	—	N/A	0.00%	0.00(a)
Fernando Daniel Leocádio Campos Nunes	No	0.00(a)	—	N/A	0.00%	0.00(a)
Tiago de Moura Pacheco Coelho Craveiro	No	0.00(a)	—	N/A	0.00%	0.00(a)
Subtotal		140 000.00	100.00%		0.00%	140 000.00
Total		661 501.55	93.69%	87 500.00	6.31%	749 001.55

^(a) See points 70. above and 78. below.

^(b) During the 2024 financial year, variable remuneration to the executive members was paid referring to their 2023 performance, in accordance with the variable remuneration model referring to 2023 performance provided for in the remuneration policy approved by the Annual General Meeting on the 23rd of May 2024 (as detailed in paragraphs 69 to 72 and 78).

The VAA's Remuneration Committee will be the one to assess and decide whether or not to award variable remuneration during 2025 for 2024 performance and its terms, taking into account the principles provided for in the Remuneration Policy for Members of the Management and Supervisory Bodies approved by the General Meeting on the 23rd of May 2024.

The annual variations in gross remuneration paid by VAA and by the companies of the Vista Alegre group individually to the members of the Board of Directors and of the Supervisory Board in office on the 31st of December 2024, as well as the average gross remuneration paid to full-time employees by the companies of the Vista Alegre group, in the last five years (as VAA, being a holding company, does not have employees), as well as the Company's performance indicators verified in the same period:

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Members of the VAA Board of Directors	Current position	1 st appointment date	Type of remuneration	Variation of earned income (amount € and %)*				
				2020	2021	2022	2023	2024
Nuno Miguel Rodrigues Terras Marques	Chairman	24.03.2017	RF	70,000.00	70,000.00	70,000.00	80 000.00	84 000.00
	(executive)		Premium *	0	0	0	0	0
			VR	0	0	8,500.00	15 000.00	17 500.00
			Variation	N/A ^(b)	0.00%	12.14%	21.02%	6.84%
Paulo Jorge Lourenço Pires	Vice-Chairman	29.10.2013	RF	112,000.00	112,000.00	112,000.00	117 000.00	119 000.00
	(executive)		Premium *	0	12,500.00			
			VR	0		12,500.00	17 500.00	20 000.00
			Variation	6.67%	11.16%	0.00%	8.03%	3.35%
Alexandra da Conceição Lopes	Member of the Board	22.05.2013	RF	37,800.00	37,800.00	37,800.00	40 800.00	42 000.00
	(executive)		Premium *	0	3,500.00			
			VR	0		1900	4 000.00	5 000.00
			Variation	0.00%	9.26%	-3.87%	22.92%	4.91%
Alda Alexandra Abrantes Costa	Member of the Board	22.05.2013	RF	77,000.00	77,000.00	77,000.00	77 000.00	77 000.00
	(executive)		Premium *	0	3,500.00			
			VR	0		3,500.00	4 000.00	5 000.00
			Variation	0.00%	4.55%	0.00%	0.62%	1.23%
Nuno Miguel Ferreira de Assunção Barra	Member of the Board	06.05.2016	RF	112,000.00	112,000.00	112,000.00	117 000.00	119 000.00
	(executive)		Premium *	0	12,500.00			
			VR	0		12,500.00	17 500.00	20 000.00
			Variation	6.67%	11.16%	0.00%	8.03%	3.35%
Carlos Alberto Sá Garcia da Costa (e)	Member of the Board	06.06.2022	RF	—	—	42,750.00	74 000.00	84 501.55
	(executive)		Premium *	—	—	0	0	0
			VR	—	—	0	17 500.00	20 000.00
			Variation	—	—	0.00%	154.97%	154.97%
Nuno Maria Pinto de Magalhães Fernandes Thomaz	Member of the Board	18.05.2018	RF	35,000.00	35,000.00	35,000.00	35,000.00	35,000.00
	(non executive)		Premium *	N/A	N/A	N/A	N/A	N/A
			VR	N/A	N/A	N/A	N/A	N/A
			Variation	0.00%	0.00%	0.00%	0.00%	0.00%
Cristina Isabel Sousa Lopes	Member of the Board	18.05.2018	RF	N/A ^(a)	N/A ^(a)	N/A ^(a)	N/A ^(a)	N/A ^(a)
	(non executive)		Premium *	N/A ^(a)	N/A ^(a)	N/A ^(a)	N/A ^(a)	N/A ^(a)
			VR	N/A	N/A	N/A	N/A	N/A
			Variation	N/A ^(a)	N/A ^(a)	N/A ^(a)	N/A ^(a)	N/A ^(a)
Teodorico Figueiredo Pais	Member of the Board	12.10.2018	RF	112,000.00	112,000.00	112,000.00	117 000.00	119 000.00
	(executive)		Premium *	0	12,500.00	0	0	
			VR			12,500.00	17 500.00	20 000.00
			Variation	6.67%	11.16%	0.00%	8.03%	3.35%
Céline Dora Judith Abecassis Moedas	Member of the Board	26.06.2020	RF	35,000.00	35,000.00	35,000.00	35,000.00	35,000.00
	(non executive)		Premium *	N/A	N/A	N/A	N/A	N/A
			VR	N/A	N/A	N/A	N/A	N/A
			Variation	N/A ^(b)	0.00%	0.00%	0.00%	0.00%
Mário Godinho de Matos	Member of the Board	26.06.2020	RF	35,000.00	35,000.00	35,000.00	35,000.00	35,000.00
	(non executive)		Premium *	N/A	N/A	N/A	N/A	N/A
			VR	N/A	N/A	N/A	N/A	N/A
			Variation	N/A ^(b)	0.00%	0.00%	0.00%	0.00%
Luís Miguel Poiares Pessoa Maduro	Member of the Board	16.06.2021	RF	—	35,000.00	35,000.00	35,000.00	35,000.00
	(non executive)		Premium *	—	N/A	N/A	N/A	N/A
			VR	—	N/A	N/A	N/A	N/A
			Variation	—	N/A ^(b)	0.00%	0.00%	0.00%
Fernando Daniel Leocádio Campos Nunes	Member of the Board	05.06.2023	RF	—	—	—	N/A ^(a)	N/A ^(a)
	(non executive)		Premium *	—	—	—	N/A ^(a)	N/A ^(a)
			VR	—	—	—	N/A	N/A
			Variation	—	—	—	N/A ^(a)	N/A ^(a)
Maria Isabel Couto Fernandes	Member of the Board	05.06.2023	RF	—	—	—	N/A ^(a)	N/A ^(a)
	(non executive)		Premium *	—	—	—	N/A ^(a)	N/A ^(a)
			VR	—	—	—	N/A	N/A
			Variation	—	—	—	N/A ^(a)	N/A ^(a)
Tiago de Moura Pacheco Coelho Craveiro	Member of the Board	12.09.2024	RF	—	—	—	N/A ^(a)	
	(non executive)		Premium *	—	—	—	N/A ^(a)	
			VR	—	—	—	N/A	
			Variation	—	—	—	N/A ^(a)	

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* The remuneration earned includes the fixed component paid by VAA and by the companies of the Vista Alegre group ("RF") and the aforementioned extraordinary and ad hoc corporate premium paid in 2021 ("Premium"), and the variable compensation ("RV") paid in 2022 based on the 2021 performance, paid in 2023 based on the 2022 performance, and paid in 2024 by reference to 2023, as applicable.

(a) - Did not receive any type of earned income at VAA or at companies which are part of the Vista Alegre group.

(b) - First year in which he/she receives earned income, so there is no annual percentage change in gross remuneration.

Members of the VAA Fiscal Board	Position:	1 st appointment date	Type of remuneration	Variation of earned income (amount € and %)*				
				2020	2021	2022	2023	2024
Manuel Duarte Domingues	Chairman	24.04.2017	RF	9,800.00	4,550.00	-	-	-
			Variation	0%	N/A ^(b)	-	-	-
Nelson Luis Silva Braga Moinhos	Chairman	16.06.2021	RF	-	9,800.00	9,800.00	9 800.00	3 500.00
			Variation	-	0% ^(a)	0%	0.00	
Alberto Henrique de Figueiredo Lopes	Member of the Board	22.12.2016	RF	8,400.00	8,400.00	3,100.00 (c)	-	-
			Variation	0%	0%	-	-	-
Carlos Fernando Calhau Trigacheiro	Chairman (d)	06.06.2022	RF	-	-	4,769.27	8 400.00	9 300.00
			Variation	-	-	0% ^(a)	76.13%	10.71%
Marisa do Rosário Lopes da Silva Monteiro	Member of the Board	30.04.2016	RF	8,400.00	8,400.00	8,400.00	8 400.00	8 400.00
			Variation	0%	0%	0%	0.00	0.00
Carlos António Rosa Lopes	Member of the Board	23.05.2024	RF	-	-	-	-	4 931.82
			Variation	-	-	-	-	0% ^(a)

* The earned income includes only a fixed component ("RF")

(a) - First year in which he/she receives earned income, so there is no annual percentage change in gross remuneration

(b) – Chairman whose term of office ended on the 16th of June 2021 (date of VAA's Annual General Meeting)

(c) – Member whose term of office ended on the 6th of June 2022 (date of VAA's Annual General Meeting)

(d) – Appointed to the position of Chairman at the VAA Annual General Meeting on the 23rd of May 2024

VAA and Companies which are part of Vista Alegre Group	Average number of employees*					Variation of earned income (amount € and %)**				
	2020	2021	2022	2023	2024	2020	2021	2022	2023	2024
VAA SGPS employees	-	-	-	-		-	-	-	-	-
Employees of Vista Alegre Group's companies	2335	2337	2370	2339	2285	33 914 559	35 320 048	36 734 539	38 620 342	37 514 261

* The average number of employees in each year and the global remuneration (including fixed and variable components) earned each year by all employees is taken into account.

** Variations in remuneration are influenced not only by the respective amount but also by the change in the total number of employees.

VAA and Companies which are part of Vista Alegre Group	Total number of employees*					Variation of earned income (amount € and %)*				
	2020	2021	2022	2023	2024	2020	2021	2022	2023	2024
VAA SGPS employees	-	-	-	-		-	-	-	-	-
Employees of Vista Alegre Group's companies	2313	2398	2370	2345	2293	33 700 154	35 037 962	36 094 156	38 058 273	35 776 194

* What is taken into account is total number of employees on the 31st of December of each year and the remuneration received by them (including fixed and variable components) throughout the year.

Consolidated performance indicators	Evolution (%)				
	2020 vs 2019	2021 vs 2020	2022 vs 2021	2023 vs 2022	2024 vs 2023
Turnover	-8%	6%	23%	-10%	6%
EBITDA	-37%	42%	21%	3%	-3%
Operating income	-83%	281%	21%	23%	-8%
Net income	-129%	164%	250%	22%	-34%
Net debt	6%	-3%	-14%	5%	10%

During 2024, upon the implementation of the terms of the Remuneration Policy for the Management and Supervisory Bodies approved at the Annual General Meeting of VAA held on the 23rd of May 2024, there were no differences or derogations from its application, in relation to what was approved in addition to the derogation referred to in paragraph 69. above, necessary and justified in view of the interests of the Company identified therein.

78. Amounts paid, for any reason whatsoever, by other companies in control or group, or which are subject to a common domain:

In 2024, the members of the VAA Board of Directors received the following remuneration sums paid by other companies of the Vista Alegre group, where they also perform management functions, bearing in mind their positions at the level of the Company and the Vista Alegre group (see point 70. above):

Administrator	Society	Remuneration (€) *
Paulo Jorge Lourenço Pires	Ria Stone SA	139,000,00

* This includes fixed remuneration (in the amount of €119,000.00) and a variable remuneration (in the amount of €20,000.00) referred to in 69 to 72 above and paid in 2024, such fixed and variable components corresponding to 85.61% and 14.39%, respectively, of the total remuneration earned by this Director in that year.

79. Remuneration paid in the form of profit sharing and/or bonus payments and the reasons why such bonus payments and/or profit sharing were granted:

There is no this type of remuneration.

80. Compensation paid or owned to former executive board members as a result of the ceasing of their duties during the financial year:

There is no compensation paid or owed to former members regarding the ceasing of duties during 2024 and the Society is in compliance with the Recommendation VI.2.3..

81. Indication of the annual remuneration earned, together and individually, by the members of the company's supervisory board:

The annual amounts of remuneration earned, individually and as a whole, by the members of the Supervisory Board, in 2024, were as follows (as fixed remuneration and without having received any variable component):

Name	Fixed Remuneration (€)
Carlos Fernando Calhau Trigacheiro	9,300,00
Marisa Rosário Lopes Silva Monteiro	8,400,00
Carlos António Rosa Lopes	4,931,82
Total	22,631,82

Regarding the annual percentage changes in gross remuneration paid by VAA individually to the said members of the Supervisory Body during the last five years, we refer to paragraph 77. above.

Regarding the Statutory Auditors' remuneration, we refer to the information in point 47. above.

82. Indication of the remuneration of the reference year earned by the Chairman of the General Meeting:

The Chairman of the General Meeting whose term of office ended on the 12th of February 2025, due to his resignation, received a total of €6,000.00 for the 2024 annual term of office.

V. AGREEMENTS WITH REMUNERATION IMPLICATIONS

83. Contractual limitations provided for compensation payable for unfair dismissal Managers and its relationship with the variable remuneration component:

There are no contracts between the Company or its subsidiaries and the corporate bodies' members.

The Members' Remuneration Policy for the Management and Supervisory Bodies approved by the General Meeting held on the 23rd of May 2024 establishes that: (i) the Company does not enter into contracts or agreements with members of the management and supervisory bodies in office during their terms in 2023 and 2024, elected for the respective annual term of office in accordance with the law and the Company's Articles of Association; and (ii) in the context of the termination of their duties by the members of the Company's management and supervisory bodies, the compensation rules provided for by law apply, and no compensation clauses are agreed upon or established in the remuneration policy or otherwise.

It is therefore clarified that the Company will not allocate or pay compensation to the members of said corporate bodies due to the respective termination of functions, without prejudice to Company compliance with the legal provisions applicable in this area.

The amounts that may be due in this respect will result from the applicable legal provisions, adopting the Company recommendations VI.2.3..

84. Reference to the existence and description, stating the sums involved, of the agreements between the company and members of the Board of Directors, in accordance with no 3 of the article 248-B of the *Código dos Valores Mobiliários* [Securities Codes], providing the compensation in case of dismissal without due cause or termination of the employment relationship, following a change of control of the company:

VAA shall not be party to any agreement with the holders of the management body or directors within the meaning of Article 248b(3) of the Securities Code and Regulation (EU) No 596/2014 of the European Parliament and the Council, or workers providing for compensation in the event of dismissal, dismissal without just cause or termination of the employment relationship following a change of control of the Company.

VI. SHARE PLANS AND STOCK OPTION PLANS

85. Identification of the plan and recipients

At this time and during 2024 there is or has not existed in the Company any stock options plan, thus not applicable to VAA the Recommendations VI.2.10..

86. Characteristic of the plan (attribution conditions, stock inalienability clauses, stock price criteria and the exercise price of options, period during which options can be exercised, characteristics of the shares or options to be assigned, existence of incentives for the acquisition of shares and or the exercise of options):

Not applicable.

87. Option rights allocated for the acquisition of stock options that are beneficiaries of the company's employees and employees:

Not applicable.

88. Control mechanisms for a possible employee-shareholder system in as much as the voting rights are not directly exercised by them (article 245-A, no 1, paragraph e)):

Is not predicted for any system of employee participation in capital of the company or its subsidiaries.

Part I

Information regarding the Shareholders Structure, Organisation, and Corporate Governance

E. Transactions with Related Parties

E. TRANSACTIONS WITH RELATED PARTIES

I. CONTROL MECHANISMS AND PROCEDURES

89. Mechanisms implemented by the company for control purposes of the transactions with related parties (for this purpose refers to the resulting concept of IAS 24 or this purpose refers to the resulting concept of IAS 24):

In order to safeguard the interests of the Vista Alegre group in situations of potential conflict of interest, the VAA adopted internal rules for the control of transactions between VAA (or companies in domain or group relationship) and related parties to comply with the relevant financial standards, in particular IAS 24.

These internal procedures, contained in the Regulations of the Board of Directors and the Supervisory Body (process approved by the Board of Directors with the prior binding opinion of the Supervisory Body in December 2019 and amended on April 2021 in order to reflect the practices of the Company following the changes resulting from Law No. 50/2020, of the 25th of August , and available on the Company's website - www.vistaalegre.com), impose the following principles in line with the provisions of articles 249-A and following of the Securities Code and Recommendation II.5.1.:

- (i) The Executive Board shall, to the extent of its delegation of competences, communicate to the Board of Directors and shall communicate to the Supervisory Board its proposals for the following transactions:
 - a) any transaction between the Company (or companies in a domain or group relationship) and its directors, either directly or per person brought, with the exception of acts included in the company's trade in which no special advantage is granted to the administrator;
 - b) any transaction in an amount equal to or greater than € 2,000,000 or, in any case, equal to or greater than 2.5% of the consolidated asset (per individual transaction or with the same entity on an aggregate basis during any period of 12 months or financial year), between, on one hand, the Company (or companies in a controlling or group relationship) and, on the other hand, any party related to the VAA pursuant to IAS 24 (hereinafter "related party"), except for exempted transactions (i.e. transactions with a subsidiary of VAA; provided that it is in a domain relationship with the Company and no related party has an interest in that subsidiary , and the transactions proposed to all shareholders of VAA on the same terms as all shareholders and the protection of the interests of the Company are assured);
 - c) any transaction between, on one hand, the Company (or companies in a domain or group relationship) and, on the other hand, a related part to be carried out outside the scope of current activity or market conditions as defined in the Board of Directors and Supervisory Board Regulations.

- (ii) All transactions referred to in (i) are subject to approval by the Board of Directors and still require prior opinion from the Supervisory Board in the following situations, regarding its powers to monitor the integrity of financial information and to assess the conditions under which business is conducted in the light of the Company's day-to-day activities, the market conditions and interests of the Company and its unrelated Shareholders (including minority shareholders), mainly based on information regarding the main terms, value and foreseen date of the transaction; the procurement procedures and the justification and demonstration of compliance with the requirements applicable to these transactions, in accordance with the Board of Directors and Supervisory Board Regulations.
 - (a) in the cases referred to in (i) a) and c); and
 - (b) in the situations referred to in (i) b) whenever transactions of an amount equal to or greater than €4,000,000 or, in any event, equal to or greater than 2.5% of the consolidated asset are concerned (per individual transaction or with the same entity on an aggregated basis in any 12-month period or financial year), this opinion shall be delivered within 5 days of the request, except in cases of recognised emergency.
- (iii) All transactions referred to in number 1 are subject to the following requirements: (a) its realisation in pursuit of social interest and within current activity and market conditions, unless it is demonstrated that its realisation outside current activity or market conditions safeguards social interest and reasonable criteria (fair and reasonable character) from the point of view of the Company and shareholders who are not related parties (including minority shareholders); (b) in the event of an unfavourable opinion from the Supervisory Board, the conclusion of the transaction is subject to the approval of the Board of Directors, especially substantiated as to the fulfilment of the requirements referred to in (a) and the advantages of the transaction, which positively balance the disadvantages indicated in the opinion of the Supervisory Board; and (c) related parties or parties with an interest in a particular transaction do not participate or vote in the approval process or in the prior or subsequent verification of the transaction.

It is also the Board of Directors responsibility (or the Executive Committee, to the extent of the respective delegation of powers) to inform the Supervisory Board, on a half-yearly basis, of all transactions between the Company (or companies in a controlling or group relationship) and related entities, regardless of their amount or nature (considering the powers of the aforementioned supervisory body) and promote the adoption of processes for identifying related parties, disclosing transactions with related entities and implementing these processes at the level of companies under a domain or group relationship with the VAA..

Also, in accordance with the Regulations of the Board of Directors and its committees and the Fiscal Council and in line with Recommendations II.4.1. and II.4.2., the members of these bodies/committees shall promptly inform this body/committee, in the person of its Chairman (if the conflict does not concern itself), of the facts which may constitute or give cause to a conflict

between their own or third party interests and the social interest. Under those rules, the member who declares to be in conflict of interest shall not interfere in the decision-making process, without prejudice to the duty to provide information and clarifications that the body or respective members may request to said member.

90. Indication of transactions that were subject to a control in the mentioned year:

In 2023, there were transactions with related entities subject to prior control by the Board of Directors and the Supervisory Board considering the criteria referred to in (i) a) and b) of point 89. above and, in the exercise of its powers to monitor the accuracy of the semi-annual and annual reporting documents, the Supervisory Board received the information considered relevant in relation to transactions with related parties as described in note 89.. En terms of transactions with related parties, as described in the note 36 "Transactions with Related Parties" of the "Consolidated Annex to the Balance Sheet and Income Statement".

91. Description of the procedures and criteria applicable to the intervention of the supervisory body for the purposes of the prior evaluation of the business to be carried out between the company and holders of qualifying shares or entities that are in any relationship with them, pursuant to article 20 of the Securities Code:

See Note 89..

II. ELEMENTS REGARDING BUSINESS ACTIVITIES

92. Where the accounting documents information on the transactions with related parties are available, in accordance with IAS 24, or, alternatively, the reproduction of such information:

The information on transactions with related parties is duly disclosed in the consolidated Annex to the Balance Sheet and Income Statement in note number 36. "Transactions with Related Party".

Part II

Evaluation of the Corporate Governance

PART II – EVALUATION OF THE CORPORATE GOVERNANCE

1. Identify the Corporate Governance Code adopted

This report is outlined in accordance with the instructions set out in Annex I to CMVM Regulation No. 4/2013, which is available for consultation on the CMVM's website, at the following address www.cmvm.pt, and is understood by the Board of Directors whereas, as described throughout this report, VAA complies with a significant set of Recommendations and adopts solutions that are materially equivalent to the other Recommendations and underlying principles contained in the Corporate Governance Code of the Portuguese Institute of Corporate Governance (2018), revised in 2023, which was adopted by VAA and which is available for consultation at the following email address <https://cgov.pt/>.

In addition to the good management practices, widely available and known in the prudent business environment, the VAA management follows the applicable legislation, the provisions contained in the Articles of Association approved by the Shareholders, as well as the decisions expressed by them at the General Meeting. Internal regulations and standards of conduct approved by the management and supervisory bodies in the exercise of their powers are also extremely important.

2. Analysis of the compliance of the Corporate Governance Code

Compliance Statement

VAA adopts a significant set of Recommendations related to corporate governance provided for in the Corporate Governance Code of the Portuguese Institute of Corporate Governance (IPCG) (2018), revised in 2023, under the terms set out in the table below.

Regarding the recommendations not adopted and/or not applicable, the respective reasoning and other relevant observations are also included in the same summary table, especially in order to explain the solutions which are materially equivalent to the referred Recommendations and underlying principles adopted by the Company taking into account the specifics of the Company and of the Vista Alegre group.

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IPCG Recommendations	Adoption of IPCG Recommendations	Ref. to the First Part of the report / Comment
I . COMPANY RELATIONS WITH SHAREHOLDERS, INTERESTED PARTIES AND THE COMMUNITY IN GENERAL		
I.1 RELATIONSHIP BETWEEN THE COMPANY AND THE INVESTORS AND INFORMATION		
I.1. The company explains in what terms its strategy seeks to ensure to meet its long-term objectives and what the main contributions to the wider community will be.	Adopted	Chapters VII (Non-Financial Performance Analysis) and VIII (Perspectives) of the Management Report
I.2. The company identifies the main policies and measures adopted aiming at fulfilling its environmental and social objectives.	Adopted	Chapter VII (Non-Financial Performance Analysis) of the Management Report
I.I. COMPOSITION AND OPERATION OF THE COMPANY'S BODIES		
II.1. INFORMATION		
II.1.1 The company adopts mechanisms that adequately and rigorously ensure the production, treatment and timely disclosure of suitable information to its corporate bodies, the company secretary, shareholders, investors, financial analysts, other interested parties, and the market in general.	Adopted	56 and 60 to 65
II.2. DIVERSITY IN THE COMPOSITION AND OPERATION OF THE COMPANY'S BODIES		
II.2.1. Companies establish, in advance and in abstract, criteria and requirements regarding the profile of new members of the corporate bodies suitable for the function to be performed. In addition to individual characteristics (such as competence, independence, integrity, availability and experience), these profiles should consider diversity requirements (with particular attention to equality between men and women), which can contribute to improving the performance of the body and to balancing its composition.	Adopted	16, 19 and 33
II.2.2. The corporate and fiscal bodies and their internal committees have internal regulations - in particular on the exercise of their respective duties, chairmanship, frequency of meetings, functioning and framework of duties of its members -, disclosed in full on the company's website, and minutes of the respective meetings must be prepared.	Adopted	22, 23, 27, 29, 34 and 35
II.2.3. The composition and the number of annual meetings each year of the corporate bodies and their internal committees shall be made public through the company's website.	Adopted	62

<p>II.2.4. The companies adopt a whistleblowing policy that explains the main rules and procedures to be followed for each report and an internal whistleblowing channel, which includes access by non-employees, under the terms of applicable law.</p>	Adopted	49
<p>II.2.5. Companies have specialised committees for corporate governance, remuneration, appointing members of company bodies and performance evaluations, either separately or jointly. In the event that the remuneration committee provided for in Article 399 of the Commercial Companies Code has been set up, this recommendation can be complied with by conferring on this committee powers in these matters, if this is not prohibited by law.</p>	Adopted	15, 24, 25, 27 and 66

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II.3. RELATIONS BETWEEN COMPANY'S BODIES		
II.3.1. The articles of association or other equivalent channels adopted by the Company set out mechanisms so as to guarantee that, within the limits of the applicable legislation, the managing and supervisory bodies' members are permanently granted access to all necessary information for purposes of assessment of the performance, situation and development of prospects of the Company, including namely the minutes, the documentation supporting the decisions taken and the notices and filing of the executive administration body meetings, without prejudice to access to any other documents or persons from whom clarifications may be requested.	Adopted	18, 22, 29 and 34
II.3.2. Each body and committee of the Company ensures the inter-organisational flow of information in a timely manner that is necessary for exercising the legal and statutory powers by each of the remaining bodies and committees.	Adopted	18, 22, 29 and 34
II.4. CONFLICTS OF INTEREST		
II.4.1. By internal regulation or equivalent mean, the members of the management and supervisory bodies and of the internal commissions are bound to inform the respective body or commission whenever there are facts that may give rise to a conflict between their interests and the social interest.	Adopted	22, 34 and 89
II.4.2. The company adopts procedures preventing the member in a situation of conflict of interest from interfering in the decision-taking process, without prejudice to the duty to provide information and clarifications that the body, the committee or the respective members may request to said member, must also be adopted.	Adopted	22, 34 and 89
II.5. TRANSACTIONS WITH RELATED PARTIES		
II.5.1. The management body shall disclose in the governance report or by another publicly available means, the internal procedure for verifying transactions with related parties.	Adopted	38, 89 and 91
III. SHAREHOLDERS AND GENERAL MEETING		
III.1. The Company must not establish an excessively high number of shares necessary for granting the right to one vote, and inform in the governance report its option whenever it implies a deviation from the principle that each share corresponds to one vote.	Adopted	12
III.2. The company that has issued shares with special rights to plural voting shall identify in its corporate governance report the matters that are excluded from the scope of plural voting under the company's articles of association.	Not Applicable	1

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III.3. The Company shall not adopt mechanisms that hinder the passing of resolutions by shareholders, including fixing a quorum for resolutions greater than that provided for by law.	Adopted	14
III.4. The Company implements the appropriate means for remote shareholder participation at the General Meeting, proportional to its dimensions.	Not Adopted, but with explain equivalent to adoption	<p>12</p> <p>VAA considers that it has made available adequate means of remote participation and voting at the General Meeting held in 2024 and thus it complies with the principles underlying Recommendation III.4. (even if the electronic vote has not been made available), namely by promoting participation and voting via face-to-face means - directly or through a representative - or remotely - via the postal vote with extended deadlines.</p> <p>In addition, the Company considers that it has sufficiently encouraged shareholder participation given its shareholder structure and history of participation (an average of 6 shareholders attended each of the last 3 meetings) and voting (postal voting was used at the annual general meetings from 2020 to 2023 by an average of 3 shareholders). On the other hand, during 2024 the Company did not register any type of request by Shareholders for this type of functionality.</p> <p>The use of this functionality, with the safety and authenticity requirements would therefore be disproportionate, particularly in view of the associated costs.</p>
III.5. The Company also implements the adequate means for exercising the remote voting right, including by correspondence and by electronic means.	Not Adopted, but with explain equivalent to adoption	<p>12</p> <p>VAA considers that it has made available adequate means of remote participation and voting at the General Meeting held in 2024 and thus it complies with the principles underlying Recommendation III.5. (even if the</p>

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		<p>electronic vote has not been made available), namely by promoting participation and voting on in-person means - directly or through a representative - or remotely - via the postal vote with extended deadlines.</p> <p>In addition, the Company considers that it has sufficiently encouraged shareholder participation given its shareholder structure and history of participation (an average of 6 shareholders attended each of the last 3 meetings) and voting (postal voting was used at the annual general meetings from 2020 to 2023 by an average of 3 shareholders). On the other hand, during 2024 the Company did not register any type of request by Shareholders for this type of functionality.</p> <p>The use of this functionality, with the safety and authenticity requirements would therefore be disproportionate, particularly in view of the associated costs.</p>
III.6. The Company's articles of association that provide for the restriction of the number of votes that may be held or exercised by a sole shareholder, either individually or in concert with other shareholders, shall also foresee for a resolution by the general meeting, at least every five years, on whether that statutory provision is to be amended or prevails – without higher quorum requirement than that legally in force – and that in said resolution all votes issued be counted, without applying said restriction.	Not Applicable	<p>5 and 13</p> <p>In the articles of association are not foreseen any provisions regarding any limitations on the number of votes that may be held by a single shareholder individually or with other shareholders.</p>
III.7. Measures that determine payments or assumption of fees by the Company in the event of change of control or change in the composition of the managing body and which appear likely to impair the economic interest in the transfer of shares and the free assessment by shareholders of the performance of the board members shall not be adopted.	Adopted	4
IV. MANAGEMENT		
IV.1. CORPORATE AND EXECUTIVE DIRECTORS		
IV.1.1. The managing body ensures that the Company acts in accordance with its objective and not delegates its responsibilities namely as regards the following: i) definition of	Adopted	21, 27 and 29

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the strategy and general policies of the Company; ii) organisation and coordination of the corporate structure; iii) matters that should be considered strategic due to the amount, risk and particular characteristics involved.		
IV.1.2. The managing body approves, through regulations or equivalent form, the scheme for the executive board members' action and the performance of their executive duties in entities outside the group.	Adopted	26
IV.2. MANAGEMENT AND NON-EXECUTIVE DIRECTORS		
IV.2.1. Without prejudice to the legal responsibilities of the chairman of the Board of Directors, if said chairman is not independent, the independent board members - or, if there are not enough of them, the non-executive directors – appoint a coordinator from among themselves to, <i>inter alia</i> , (i) acting, whenever necessary, as an interlocutor, with the chairman of the Board of Directors and with the remaining board members, (ii) ensure that the set of conditions and means are necessary to the performance of their duties; and (iii) coordinating them in the assessment of the managing body's assessment provided for in recommendation VI.1.1.	Adopted	18
IV.2.2. The number of non-executive members of the managing body must be suitable to the size of the Company and to the complexity of the risks inherent to its activity, but sufficient to ensure efficiently the tasks assigned to it, and the formulation of this adequacy assessment should be included in the governance report.	Adopted	17, 18 and 19
IV.2.3. The number of non-executive board members is higher than that of executive board members.	Adopted	18
IV.2.4. The number of non-executive directors who fulfil the independence requirements must be multiple and may not be less than one third of the total number of non-executive directors. For purposes of this recommendation, an independent person is regarded as a person who is in no way associated with any specific group of interests in the Company nor is in any circumstance liable to affect their unbiased analysis of decision-taking, namely due to: (i) Have held office for more than twelve years, continuously or alternately, in any company body, this	Adopted	18

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<ul style="list-style-type: none"> period being considered regardless of whether or not it coincides with the end of the term of office; (ii) Having been a worker of the Company or of company in a control or group relationship with the former in the last three years; (iii) Having, in the last three years, provided services or established a significant business relation with the company or with company in a control or group relationship with the former, directly or as a partner, director, manager or officer of a legal person; (iv) Having been the recipient of a remuneration paid by the Company or by company in a control or group relationship with the former apart from the remuneration resulting from the performance of director duties; (v) Being unmarried partner or spouse, lineal and collateral relative up to the third degree of consanguinity or affinity of Company board members, of directors of a legal person with a qualified holding in the Company or of individuals directly or indirectly holding a qualified holding; (vi) Having a qualified holding or representing a shareholder holding qualified holding. 		
<p>IV.2.5. The provisions in subparagraph (i) of previous recommendation do not prevent a new director from being deemed as independent provided that at least three years have elapsed (cooling-off period), between the termination of their term of office in any body of the Company and their new nomination.</p>	Not Applicable	<p>18 The non-independence of the non-executive directors of the Company does not arise from the provisions of paragraph (i) of recommendation IV.2.4.</p>
V. AUDIT		
<p>V.1. In accordance with the powers conferred on it by law, the Supervisory Body takes note of the strategic lines and pronounces on the risk policy prior to its final approval by the management body.</p>	Adopted	38 and 50
<p>V.2. The number of members of the supervisory body and the committee for financial matters must be suitable to the size of the Company and to the complexity of the risks inherent to its activity, but sufficient to ensure efficiently the tasks assigned to it, and the formulation of this adequacy assessment should be included in the governance report.</p>	Adopted	31, 32 and 33
VI. PERFORMANCE ASSESSMENT, REMUNERATIONS AND NOMINATIONS		
V1 PERFORMANCE ANNUAL ASSESSMENT		
<p>VI.1.1. The managing body - or the committee with powers in this area, made up of a majority of non-executive members – assesses its performance annually, as well as the performance of the executive committee, executive directors and company</p>	Adopted	18, 24 and 25

committees, considering the fulfilment of the Company's strategic plan and the budget, risk management, its internal operation and the contribution of each member to that effect, as well as relations between bodies and committees of the Company.		
V.2 REMUNERATIONS		
VI.2.1. The company set up a remuneration committee whose composition ensures its independence from the management, which may be the remuneration committee appointed under the terms of article 399 of the Portuguese Companies Code.	Adopted	66 and 67
VI.2.2. The remuneration of the members of the company's management and supervisory bodies and committees is set by the remuneration committee or by the general meeting, on a proposal from that committee.	Adopted	66
VI.2.3. The company discloses in the corporate governance report, or in the remuneration report, the termination of office of the members of the company's bodies or committees, indicating the amounts of all company charges related to said termination, in the financial year in question.	Adopted	69 and 83
VI.2.4. In order to provide information or clarifications to the shareholders, the chairman or another member of the remuneration committee, must attend the annual general meeting or any other meetings if the respective agenda includes a matter related to the remuneration of the members of bodies and committees of the Company or if such attendance is required by the shareholders.	Adopted	69
VI.2.5. Within the budgetary constraints of the Company, the remuneration committee can be able to freely decide on the contracting by the Company of the consultancy services deemed necessary or convenient for the exercise of the committee's duties.	Adopted	67
VI.2.6. The Remuneration Committee shall ensure that these services are provided independently.	Adopted	67
VI.2.7. The providers of these services shall not be contracted by the company itself or by others under a control or group relationship to provide the company with any other services	Not Applicable	67

related to the remit of the remuneration committee, without the express authorisation of the committee.		
VI.2.8. Considering the alignment of interests between the Company and the executive board members, a part of those members' remuneration has a variable nature so as to reflect the sustained performance of the Company and in order not to encourage the assumption of excessive risks.	Adopted	<p>69, 70 and 71</p> <p>In 2024 and after the aforementioned Annual General Meeting, the Remuneration Committee continued to monitor the context of uncertainty experienced as a result of the continuing conflict between Russia and Ukraine with due prudence and, more recently, the conflict in the Middle East region and all the resulting impacts, particularly in terms of increased production costs. It was also considered justified to apply the variable remuneration ('VR') model for performance in 2023, provided for in the remuneration policy approved for the term of office under review, following, for this purpose, the weighting and degree of achievement of the various corporate and individual criteria that were expressly approved at the Annual General Meeting of the 23rd of May 2024.</p> <p>To this end, the Committee decided to award and pay variable remuneration to all members of the Executive Committee in 2024, with reference to the 2023 term of office, as it considered this to be an essential component of recognising, encouraging and motivating the executive team in view of the extraordinary results achieved in the term of office in question, given the persistence of the extraordinary context and the consequent increase in production costs, namely the cost of energy, logistics and raw materials, which posed major challenges to business resilience and sustainability.</p>

	<p>This variable remuneration was awarded on the basis of a weighted average of achieving more than 90% of the objectives set in relation to the financial performance assessment criteria approved at the Annual General Meeting on the 23rd of May 2024, which included operating profit (13.9 million euros), net profit (6.8 million euros) and EBITDA (28.3 million euros), representing an increase of 22.9%, 22.3% and 2.6% respectively, compared to the same period last year. Also noteworthy was the 40% growth in pre-tax profits, which increased by 2.6 million euros compared to the previous year, to 9.1 million euros. In addition, there was a reduction in gross debt by more than 8.5 million euros due to a reduction in cash equivalents. Despite the increase in net debt by 2.5 million euros compared to the previous year, Group's good operating performance led to the maintenance of the net debt-to-EBITDA LTM ratio (last 12 months) at 2.5x. The performance of branded products also showed a positive development in retail (physical and online) and in the on-trade channel (hotels and restaurants), both nationally and internationally, growing by 4.4 per cent year-on-year, and their weight in total annual sales grew by 7.5 per cent compared to the previous year.</p> <p>Given the context of uncertainty and volatility experienced in 2023, this negative impact on the operation was somewhat mitigated by the resilience and adaptability of the management team, which invested in the continuous development of solutions to improve the efficiency of production processes and in the careful management of</p>
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		<p>consumption and means of production, the quantum of the variable remuneration to be awarded was determined by weighting 95% of the various corporate criteria (e.g. quantitative corporate criteria mentioned above (weight of 75%); brand recognition (weight of 5%); implementation of at least 85% of the investment plan (weight of 10%) and sustainability indicator (weight of 10%) and 5% of the various individual criteria (e.g. contribution to the company's reputation, organisational culture and stakeholder relations (weight of 2.5%) and contribution to the executive team's performance (functioning of the Board of Directors, strategic and/or commercial vision, depending on the department (weight of 2.5%), in accordance with the variable remuneration model for 2023 approved at the Annual General Meeting on 23rd of May 2024, the limit for the executive team's total fixed remuneration for 2023 (25 per cent) was not exceeded.</p>
VI.2.9. A significant part of the variable component is partially deferred in time for a period of no less than three years, so as to link it, under the terms defined in the company's remuneration policy, with sustainable performance.	Not Adopted, but with explain equivalent to adoption	<p>72</p> <p>The variable remuneration for the 2023 financial year awarded to all executive Directors was not subject to deferral of the respective payment insofar as the weighting and degree of achievement of the various quantitative and corporate criteria of individual performance which were taken into account in their attribution and fixation by the Remunerations Committee, as well as the quantitative limit of the amounts attributed by area and of the total fixed remuneration for 2023 of the executive team, contributed to serving long-term interests and the Company's</p>

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		<p>sustainability, thus not encouraging excessive risk-taking, which, from a substantial perspective, does not justify its payment being subject to deferral (thus considering that the Company is in a situation materially equivalent to compliance with Recommendation VI.2.9.).</p> <p>Indeed, VAA believe that the aforementioned Recommendation VI.2.9. must be applied when the variable component takes on a significant nature that may impact risk taking and harm the long-term sustainability of the Company (in assessing the significant nature, <i>inter alia</i>, the quantitative references provided for in the variable remuneration model itself were taken into account referring to performance in 2023, which is part of the Remuneration Policy for Members of the Management and Supervisory Bodies approved at the Annual General Meeting on the 23rd of May 2024 and the fact that the variable remuneration did not exceed, on average, around 17% of the total fixed remuneration for 2023 of the executive team).</p>
VI.2.10. When the variable remuneration includes the allocation of options or other instruments directly or indirectly dependant on the value of shares, the beginning of the exercise period is deferred for a period of not less than three years.	Not Applicable	74 and 85
VI.2.11. The remuneration of non-executive board members does not include any component the value of which depends on the performance of the company or its value.	Adopted	70
VI.3 NOMINATIONS		
VI.3.1. The Company promoted, in the manner which it deems most appropriate, but in a way that can be demonstrable, arrange for the proposals for the election of the corporate bodies' members to be accompanied by a statement of grounds	Adopted	16 and 29

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with regards to the adequacy of each of the candidates for the function to be performed.		
VI.3.2. The committee for appointing company bodies includes a majority of independent directors.	Adopted	27
VI.3.3. Unless the size of the Company does not call for it, the function of follow-up and support to the nominations of the senior managers is attributed to a nominations committee.	Not Applicable	27 and 29
VI.3.4. The nominations committee provides its terms of reference and promotes, within the limits of its powers, the adoption of transparent selection processes that include effective mechanisms for the identification of potential candidates, and arrange that the candidates who prove to be of worth, who are better meet the requirements of the relevant function and who represent, within the organisation, an appropriate diversity, including equality between men and women.	Not Applicable	27 and 29
VII. INTERNAL CONTROL		
VII.1. The Managing body debates and approves the strategic plan and the risk policy of the Company, which includes the definition of the levels of risk deemed acceptable.	Adopted	50 and 54
VII.2. The company has a specialised committee or a committee made up of risk specialists reporting regularly to the management body.	Adopted	50 and 51
VII.3. The supervisory body is internally organised, by implementing periodic mechanisms and control procedures with the scope of ensuring that the risks actually incurred by the Company are in line with the objectives established by the managing body.	Adopted	54
VII.4. The internal control system, comprising the functions of risk management, compliance and internal audit, is structured in terms suitable for the size of the company and the complexity of the risks inherent in its activity, with the supervisory body evaluating it and, within the scope of its competence to monitor the effectiveness of this system, proposing any necessary adjustments.	Adopted	55

VII.5. The company establishes procedures for inspection, periodic assessment and adjustment of the internal control system, including an annual assessment of the degree of internal compliance and the performance of that system, as well as the prospect of changing to the risk framework referred to above.	Adopted	54
VII.6. Based on its risk policy, the Company implements a risk management system, identifying (i) the main risks it faces in the course of its activity, (ii) the probability of occurrence of said risks and their respective impact, (iii) the instruments and measures to be adopted with a view to the respective mitigation and (iv) monitoring procedures.	Adopted	53 and 54
VII.7. The company establishes processes to collect and process data related to environmental and social sustainability, to alert the management body to any risks the company is running and to propose strategies to minimise them.	Adopted	Chapter VII (Non-Financial Performance Analysis) of the Management Report
VII.8. The company reports on how climate change is addressed and how it takes climate risk analysis into account in decision-making processes.	Adopted	Chapter VII (Non-Financial Performance Analysis) of the Management Report
VII.9. In the governance report the company mentions the terms in which artificial intelligence mechanisms have been used as a decision-making tool by the governing bodies.	Not Applicable	Artificial intelligence mechanisms were not used in decision-making by the company's governing bodies.
VII.10. The supervisory body gives its opinion on the work plans and resources allocated to the services of the internal control system, including risk management, compliance and internal audit functions, proposing any necessary adjustments.	Adopted	38 and 55
VII.11. The supervisory body is the recipient of the reports made by the internal control services, including risk management, compliance and internal audit functions, at least when matters related to the rendering of accounts, identification or resolution of conflicts of interest are at stake and the identification of potential irregularities.	Adopted	38 and 50
VIII. INFORMATION AND LEGAL REVIEW OF ACCOUNTS		
VII.1 INFORMATION		

VIII.1.1. The regulation of the supervisory body determines that this body inspects the adequacy of the process of preparation and disclosure by the managing body of information, including the adequacy of the relevant accounting policies, estimates, judgements, disclosures and their consistent application between financial years, in a duly documented and disclosed fashion.	Adopted	38 and 55
VIII.2 STATUTORY AUDIT AND SUPERVISION		
VIII.2.1. Through regulations, the supervisory body defines, under the terms of the applicable law, the inspection procedures aimed at ensuring the independence of the statutory auditor.	Adopted	34, 37 and 38
VIII.2.2. The supervisory body is the main representative of the statutory auditor in the Company and the first recipient of the relevant reports, and is responsible, <i>inter alia</i> , for proposing the relevant remuneration and ensuring that the proper conditions for the provision of services are provided within the Company.	Adopted	38 and 45
VIII.2.3. The supervisory board must assess the statutory auditor on an annual basis, the respective independence and adequacy to the performance of their duties and propose to the competent body their dismissal or termination of the contract as to the provision of their services when there is a valid basis for said dismissal.	Adopted	38 and 45

3. Other information

There are no other elements or additional information relevant to the understanding of the model and the government practices adopted.

Ílhavo, __ of April 2025

Nuno Miguel Rodrigues Terras Marques
Chairman of the Board of Directors

Paulo Jorge Lourenço Pires
Vice-Chairman of Board of Directors

Alexandra da Conceição Lopes
Member of the Board of Directors

Alda Alexandra Abrantes Costa
Member of the Board of Directors

Nuno Miguel Ferreira de Assunção Barra
Member of the Board of Directors

Nuno Maria Pinto de Magalhães Fernandes Thomaz
Member of the Board of Directors

Cristina Isabel Sousa Lopes
Member of the Board of Directors

Teodorico Figueiredo Pais
Member of the Board of Directors

Carlos Alberto Sá Garcia da Costa
Member of the Board of Directors

Fernando Daniel Leocádio Campos Nunes
Member of the Board of Directors

Maria Isabel Couto Fernandes
Member of the Board of Directors

Céline Abecassis Moedas
Member of the Board of Directors

Mário Godinho de Matos
Member of the Board of Directors

Luís Miguel Poiares Pessoa Maduro
Member of the Board of Directors

Tiago de Moura Pacheco Coelho Craveiro
Member of the Board of Directors

Annexes

ANNEX A

Professional qualifications and curriculum elements of the members of the Board of Directors

The professional qualification and other curricular elements of the members of the Board of Directors who were in office on the 31st of December 2024, were, on that date, as follows:

➤ Nuno Miguel Rodrigues Terras Marques:

He has, since 2000, a degree in Electrical and Computer Engineering (from Faculdade de Engenharia da Universidade do Porto [Faculty of Engineering of the University of Porto]), having attended the last year of his course under Erasmus Programme, at the Instituto Católico de Artes e Industrias, Universidad de Comillas in Madrid. In 2009, he completed a Master's Degree in Business Management at the Escola de Gestão do Porto.

He began its professional experience at Grupo Pavicentro in 1999, and among other he was responsible for the telecommunication business area (2004 a 2008), and he was Member of the Executive Commission of the Grupo between 2008 and 2011, with the position of General Manager of Pavi in Brazil.

He joined Grupo Visabeira at the beginning of 2012, becoming the General Manager of Constructel França and Constructel Bélgica, between 2013 and 2014, companies which develop their business activity within the Infrastructure of Mobile and Fixed Telecommunications Network. On October 2014 he was elected Executive Director of the Grupo Visabeira SGPS S.A. and Visabeira Global SGPS, being responsible for the Telecommunications and Technologies sectors worldwide.

He is currently Chairman of the Executive Board of Directors of Grupo Visabeira S.A. and Chairman of the Board of Directors of Visabeira Global SGPS, S.A., Constructel Visabeira S.A., Visabeira Indústria SGPS, S.A., Constructel França, Constructel Belgium, Constructel Italia and J.F. Edwards Construction Company (USA). He is also non-Executive Director in several companies of the Grupo Visabeira. At the General Meeting held on the 24th of March 2017, he was elected Chairman of the Board of Directors of VAA for the year 2017; and he was re-elected to the same position for the year 2018, at the General Meeting held on the 18th of May 2018; and for 2019, at the General Meeting held on the 30th of April 2019; for the year 2020 at the General Meeting held on the 26th of June 2020; for the year 2021, at the General Meeting held on the 16th of June 2021; for the year 2022, at the General Meeting of the 6th of June 2022; for the year 2023, at the General Meeting of the 5th of June 2023; and for the year 2024, at the General Meeting of the 23rd of May 2024.

➤ **Paulo Jorge Lourenço Pires:**

He holds a degree in Industrial Engineering and Management (from *Universidade do Minho* [University of Minho] (1995). In 1998/9, he attended the Advanced Management Program for Executives (PAGE) at the *Universidade Católica* [Catholic University]. He began his professional experience (1995) at General Electric, where he was responsible for the implementation of the “Lean Manufacturing” methodologies. He was responsible for the transfer to Portugal of a production unit located in another European country, being responsible for the production. He was also responsible for customer service and continuous improvement. In 1997 he joined the Vista Alegre group as General Director of the faïence business (together with the position of General Management of Capôa and Sociedade de Porcelanas). In 2001 he became responsible for the Industrial Management of the Faïence business, as Industrial Manager of the Capôa plant. Since 2005, he has been the Industrial Manager of the Ceramics sector, which includes 3 industrial plants, as well as responsible for the industrial operations of the Porcelain, Ovenware and Earthenware sectors. In January 2013 he was appointed General Manager of Ria Stone, being responsible for the development and implementation of the project. On October 2013 he was nominated Member of VAA Board of Directors, for the remainder term (2013). At the General Meeting, on the 26th of May 2014, he was re-elected Member of VAA Board of Directors for 2014. On the General Meeting, on the 20th of May 2015 he was re-elected Member of VAA Board of Directors for 2015. At the General Meeting, on the 6th of May 2016 he was again re-elected Member of VAA Board of Directors for 2016. At the General Meeting held on the 24th of March 2017 he was elected Vice-Chairman of VAA Board of Directors for the 2017 term, and he was re-elected for this position for the 2018 term, at the General Meeting held on the 18th of May 2018. For the term of 2019, at the General Meeting held on the 30th of April 2019; he was re-elected for the 2020 term, at the General Meeting held on the 26th of June 2020; for the year 2021, at the General Meeting held on the 16th of June 2021; for the 2022 term, at the General Meeting held on the 6th of June 2022; for the 2023 term, at the General Meeting held on the 5th of June 2023; and for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ **Alexandra da Conceição Lopes:**

She holds a degree in Economics from the *Faculdade de Economia da Universidade de Coimbra* [Faculty of Economics of the University of Coimbra], and holds a postgraduate degree in Management from the *Escola de Estudos Empresariais das Beiras* [School of Business Studies of Beiras].

She began her professional experience in Grupo Visabeira in 1999, having worked until 2002 within the areas of Internal Control and Management Control.

From 2002 to 2005 she was advisor to the Chairman of Grupo Visabeira's Board of Directors. Between 2005 and 2011, she assumed the Grupo's Operational Efficiency and Cost Reduction

Division. From May 2011, she assumes the Presidency of the Board of Directors of Visabeira Pro - Gestão de Serviços Partilhados, S.A. and in 2013 she became Member of the Board of Directors of Grupo Visabeira SGPS, S.A., currently integrating the Executive Board of Directors of Grupo Visabeira S.A.. At the General Meeting on the 22nd of May 2013, she was elected a Member of VAA Board of Directors for the 2013 term. At the General Meeting on the 26th of May 2014, she was elected Member of VAA Board of Directors for the 2014 term. At the General Meeting on the 20th of May 2015 was re-elected Member of VAA Board of Directors for the 2015 term. At the General Meeting of the 6th of May 2016, she was re-elected Member of VAA Board of Directors for the 2016 term. At the General Meeting held on the 24th of March 2017, she was re-elected to the position of Member of the Board of Directors of the VAA for the 2017 term; having been re-elected to the same position for the 2018 term at the General Meeting held on the 18th of May 2018; for the 2019 term at the General Meeting held on the 30th of April 2019; for the 2020 term, at the General Meeting held on the 26th of June 2020; for the 2021 term, at the General Meeting held on the 16th of June 2021; for the 2022 term at the General Meeting held on the 6th of June 2022; for the 2023 term, at the General Meeting held on the 5th of June 2023 and, for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ **Alda Alexandra Abrantes Costa:**

Holds a degree in Business Organisation and Management from the University of the Azores (1991) and an MBA from Porto Business School (1994). In 1991, she Costa began her career at the Regional Department for Housing, Public Works, Transport and Communications of the Regional Government of the Azores, as a Senior Technician. At the same time, she was a professor at the University of the Azores. Ms. Costa joined the VAA Group in 1994 as a Deputy Director of the Financial Department and took charge of the Management Control Department in 1997. Later on, she expanded her functions, and has been head of the Group's Financial Department since 2001. At the General Meeting on 22nd May 2013, she was elected to the position of Member of the VAA Board of Directors for the 2013 term. At the General Meeting on 26th May 2014, she was elected to the position of Member of the VAA Board of Directors for the 2014 term. By resolution of the VAA Board of Directors on 25th August 2016, she was appointed to the position of Member of the Board of Directors for the remainder of the current mandate (2016). At the General Meeting held on the 24th of March 2017 she was again re-elected Member of VAA Board of Directors for the 2017 term, and she was re-elected for this position for the 2018 term, at the General Meeting held on the 18th of May 2018. At the General Meeting held on the 30th of April 2019 she was re-elected for the 2019 term; at the General Meeting held on the 26th of June 2020 she was re-elected for the 2020 term; at the General Meeting on the 16th of June 2021, she was re-elected for the 2021 term; at the General Meeting on the 6th of June 2022, she was re-elected for the 2022 term; for the 2023 term, at the General Meeting held on the 5th of June 2023 and, for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ **Nuno Miguel Ferreira Assunção Barra:**

Holds a degree in Economics from the Faculty of Economics at the University of Coimbra in 1995 and completed an MBA in 1996 from INDEG/ISCTE with a specialisation in Marketing and International Business. From 1996 to 1998, he studied for his Master's Degree in Business Sciences specialising in Management, Strategy and Business Development with a main focus on Marketing and International Business at INDEG/ISCTE. In 2015, he completed the Executive Course "Aligning Strategy & Sales" at Harvard Business School.

In 1997, Mr. Barra began his professional activity as assistant professor for the 3rd year of the "Marketing II" course at the Leiria Higher Education College of Technology and Management (ESTGL). From 1997 to 2000, he held three consecutive roles at TAP-Air Portugal, SA, as Network Development Manager, Marketing Manager and Revenue Manager in the Network Department of the General Commercial Directorate. From 2000 to 2001, he taught the subject "International Tourism" on the "Tourism Products Management" postgraduate course at INDEG/ISCTE. From 2000 to 2002, Mr. Barra also served as a Senior Consultant at PricewaterhouseCoopers Consulting (PwC Consulting) in the areas of Strategic Change and Customer Relationship Management (CRM). From 2002 to 2005, he was a Senior Consultant at KPMG Consulting in the areas of Strategic Marketing (Strategic and Operational Marketing, Brand Management and Customer Strategy) and Corporate Strategy. In 2005, Mr. Barra assumed the position of Director of Marketing & Communication (CMO) at the Grupo Visabeira. In 2008, he was appointed Managing Director of the Visabeira Imobiliária sub-holding, a position he held until 2009. In 2010, Mr. Barra assumed the position of Director of Marketing & External Design at Vista Alegre and Bordalo Pinheiro, which he continues to hold. At the General Meeting on 6th of May 2016, he was elected to the position of Member of the VAA Board of Directors for the 2016 term. At the General Meeting held on the 24th of March 2017 he was again re-elected Member of VAA Board of Directors for the 2017 term, and he was re-elected for this position for the 2018 term, at the General Meeting held on the 18th of May 2018. At the General Meeting held on the 30th of April 2019 he was re-elected for the 2019 term; at the General Meeting held on the 26th of June 2020 he was re-elected for the 2020 term; at the General Meeting held on the 16th of June 2021 he was re-elected for the 2021; at the General Meeting held on the 6th of June 2022 for the 2022 term; for the 2023 term, at the General Meeting held on the 5th of June 2023 and, for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ **Nuno Maria Pinto de Magalhães Fernandes Thomaz**

Holds a degree in Business Administration and Management from the Higher Institute of Management and postgraduate course from Harvard Business School, being registered in the Securities and Futures Authority.

He began his professional career as a Broker of BVL in Pedro Caldeira – Sociedade Corretora, S.A.. He also worked as sales trader at BCI (Grupo Santander), Sales and Negotiation Director of Carnegie Portugal and was responsible for the capital markets of South Europe in Carnegie

London. Worked in the Grupo Finibanco, Banco de Negócios Argentaria and was Vice-Chairman in the Banif Ascor, Founder and Director of Banif Investment Bank.

Between 2004 and 2005 was Secretary of State for Maritime Affairs. Between 2005 and 2006 was CEO of Orey Financial and in 2007 assumed the leadership of ASK (financial boutique) of which he was co-founder and CEO. In 2011, he was appointed by the Government to the Working Group on Economic Diplomacy.

Between 2011 and 2016 served as Member of the Board and Vice-Chairman of the Executive Committee of Caixa Geral de Depósitos. He was Chairman of Fundação Luso-Brasileira and Chairman of NAU Securities (London).

Currently he is Director of SOGEPOC SGPS, S.A., Senior Partner of Core Capital – Sociedade Capital de Risco, S.A., Chairman of Centromarca, Vice-Chairman of the CIP General Board; Director of the Portuguese Chamber of Commerce and Industry as well as Chairman of the Portuguese-Brazilian Foundation (Fundação Luso-Brasileira). Invited professor at NOVA SBE in Executive Education.

At the General Meeting held on the 18th of May 2018 he was elected Member of VAA Board of Directors for the 2018 term, and he was re-elected for this position for the 2019 term, at the General Meeting held on the 30th of April 2019; at the General Meeting held on the 26th of June 2020 he was re-elected for the 2020 term; at the General Meeting held on the 16th of June 2021 he was re-elected for the 2021 term; at the General Meeting held on the 6th of June 2022 for the 2022 term; at the General Meeting held on the 5th of June 2023 for the 2023 term, and at the General Meeting held on the 23rd of May 2024 for the 2024 term.

➤ Cristina Isabel Sousa Lopes

She has a degree in Business Management from Instituto Politécnico de Viseu.

She began her professional experience in Grupo Visabeira in 2007, having worked until 2009 in the financial area.

From 2010 to 2013, she was a Financial Director in Mozambique. In 2014, she carried out tasks related to the monitoring of new projects in the administrative and financial areas. From December 2014 until March 2016, she was deputy director of the Financial Planning, Funding and Risk Department. Since March 2016 to this date, she has been the Director of Palácio do Gelo Shopping and Director of the Collection and Litigation Department of Grupo Visabeira. She has been a Member of the Board of Directors of MOVIDA S.A. since the 5th of June 2017, and of Visabeira Industria SGPS, S.A. since the 7th of September 2020; having been elected at the General Meeting on the 18th of May 2018 as Member of the Board of Directors of VAA, for the 2018 term. At the General Meeting held on the 30th of April 2019, she was re-elected to the position of Member of the VAA Board of Directors for the 2019 term; at the General Meeting held on the 26th of June 2020 for the 2020 term; for the 2021 term, at the General Meeting held on the 16th of June 2021; for the 2022 term, at the General Meeting held on the 6th of June 2022;

for the 2023 term, at the General Meeting held on the 5th of June 2023; and for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ **Teodorico Figueiredo Pais**

Is a graduate in Porcelain and Glass Engineering from Aveiro University (1991) and holds an Executive MBA in Management from the Business School of Porto (2005). After 4 years of applied research work, he began working for Fábrica de Porcelana da Vista Alegre in late 1994. Mr. Pais is currently engineer at Vista Alegre's Porcelain Factory and Industrial Director of the Porcelain and Glass Units. From 2008 and 2010 he was Brand Manager for "Vista Alegre Hotelware", a position held in conjunction with Brand Manager for the horeca channel, which he holds since 2005. Mr. Pais was Country Manager of the subsidiary Vista Alegre Espanha between 2010 and 2014.

At the General Meeting held on the 12th of October 2018, he was elected to the position of Member of the VAA Board of Directors for the current mandate (2018), having assumed responsibility for the Industrial area of porcelain and crystal. At the General Meeting held on the 30th of April 2019, he was re-elected to the position of Member of the VAA Board of Directors for the 2019 term; at the General Meeting held on the 26th of June 2020 for the 2020 term; for the 2021 term, at the General Meeting held on the 16th of June 2021; for the 2022 term, at the General Meeting held on the 6th of June 2022; for the 2023 term, at the General Meeting held on the 5th of June 2023; and for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ **Carlos Alberto Sá Garcia da Costa**

After completing his bachelor's degree in Business Management in 1995, he began his professional career as head of the Department of Transport and Warehouses at Grupo Visabeira, in September 1996, in the Telecommunications sector. In 1998 he became responsible for Grupo Visabeira's Export Department, where he was involved in the Group's growth and internationalisation process, especially in Africa. In 2006, he was invited to become General Manager of Mercury Comercial, a trading company of Grupo Visabeira, located in Angola, where he moved and kept this position until 2010. Here he implemented the representation of several brands of products from the most diverse of sectors. In March 2010, he returned to Portugal and was invited to join the new Grupo Visabeira Management Team, specially created for managing Vista Alegre, which was meanwhile purchased by the Group in 2009. He started working in the Customer Service and Purchasing Departments, until 2013, when he took on the challenge of joining Vista Alegre's Commercial Team, with responsibility for developing the business in Africa. In 2015, he was invited to become General Director of Vista Alegre Brasil, based in São Paulo, where he moved, and where he remained until 2018, the year in which he undertook commercial responsibility for Latin America and North America (as well as being General Director of the branch in Brazil).

At the General Meeting held on the 6th of June 2022, he was elected Member of VAA Board of Directors for the year 2022, having assumed responsibility for the Company's Commercial area, having been re-elected for the same position for the year 2023, at the General Meeting of the 5th of June 2023, and for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ **Fernando Daniel Leocádio Campos Nunes**

He is from Viseu, with a master's degree in Electrical and Computer Engineering from *Instituto Superior Técnico*, having subsequently completed the General Management Course at the Porto Business School, and the Advanced Management Program at the Kellogg School of Management, in Chicago.

He began his professional career in several companies of Grupo Visabeira, moving in 2018 to the position of Advisor to the Grupo's Board of Directors. In 2020, he took up the position of Director of Grupo Visabeira with responsibility for Tourism and Non-Ceramic Industry. In 2022, he was appointed Executive Director of Constructel Visabeira, a Grupo Visabeira company in which Goldman Sachs has a share, with responsibility for operational back office/workforce management and revenue assurance. In 2023 he was appointed Chairman of the Board of Directors of Visabeira Turismo, a real estate and services company, and also a Non-Executive Director of VAA - Vista Alegre Atlantis SGPS, S.A.

He is a Member of the Board of Directors of the Portugal-Mozambique Chamber of Commerce and Chairman of the coordinating council of the Viseu delegation of SEDES.

In September 2023, he was appointed Honorary Consul of the Republic of Mozambique in Viseu.

At the General Meeting on the 5th of June 2023, he was elected as Member of the Board of Directors of VAA, for the term of office of 2023, and for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ **Maria Isabel Couto Fernandes**

She has a law degree from the Faculty of Law of the University of Coimbra and she is a lawyer duly registered with the Portuguese Bar Association. Her professional career has been characterised by several positions in the public and private sectors, as well as the countries/jurisdictions in which she has worked overtime.

She began her professional career in the Studies and Planning Office of the Ministry of Justice (Portugal), where she provided technical and legal advice on the preparation and representation of the country at international meetings, particularly at the OECD and the European Commission. She was later invited to Macau to join the Macau Legal Translation Office, where

she provided legal support to the local government structure as part of the process of transition of the territory of Macau to the People's Republic of China.

She later moved to Mozambique where, in addition to being Head of the Legal Sciences Course at one of the first private higher education institutions in the country - the *Instituto Superior Politécnico e Universitário de Maputo* - and Professor of Commercial Law, she actively participated in the tax reform of indirect (VAT) and direct (IRPS and IRPC) taxes carried out in the country, as well as providing legal and tax advice to some of the most emblematic private investment projects in the country, as Associate Director of the Legal and Tax Department of PricewaterhouseCoopers - Mozambique.

Still in Mozambique, she was a correspondent for the "International Bureau of Fiscal Documentation" (IBFD), providing support in legal and tax matters relevant to the Mozambican legal system, with continuous reporting on legislative changes, particularly in terms of tax, and issuing opinions and other relevant information within the scope of the IBFD's duties.

Since August 2006, she has been the Director of Legal Services at Grupo Visabeira, which incorporated the Vista Alegre group and Bordalo Pinheiro in 2009.

Since March 2021, she has chaired the Diversity and Inclusion Committee of the Federation of Portuguese-Speaking Lawyers (FALP).

At the General Meeting on the 5th of June 2023, she was elected as Member of the Board of Directors of VAA, for the term of office of 2023 and, for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ Céline Abecassis Moedas:

She has a PhD in Business Strategy from École Polytechnique, Paris (1999), a Master's degree in Management from Université Paris Dauphine (1995) and a Degree in Economics and Management from École Normale Supérieure de Cachan and La Sorbonne (1994). She is also Certified IDPC in Corporate Governance, INSEAD, 2017.

She started her career as a researcher at Orange Labs, Paris (1996-1999), having become Product Manager at Lectra in New York (1999-2000) and strategy consultant at AT Kearney in London (2000-2002).

She returned to the academic world as an Assistant Professor at Queen Mary - University of London (2002-2005) and joined CATÓLICA-LISBON as an Assistant Professor in the areas of Innovation Strategy and Management in 2005. She was an International Faculty Fellow at Sloan School of Management, MIT (2011-2012) and Affiliated Professor in Innovation Strategy & Management and Academic Director of Fashion & Technology Lectra Chair at ESCP Business School, in Paris (2014-2019). She has been an Associate Professor since 2013, with Aggregation since 2019 at CATÓLICA-LISBON. She was Director of Executive Training from 2019 to 2024.

She was Non-Executive Director at CTT Correios de Portugal, SA, Member of the Corporate Governance, Evaluations and Nominations Committee (2016-2020); Non-Executive Director at Europac (Papeles y Cartones de Europa, SA) (2012-2019), where she was Lead Independent Director (2015-2019), Chairwoman of the Nomination and Remuneration Committee (2015-2019) and Member of the Audit Committee (2015-2019); and Non-Executive Director of GreenVolt (2021-2022).

She is currently Associate Professor with Aggregation and Pro-Rector for Innovation and Entrepreneurship at the Portuguese Catholic University. She is also a non-executive director at CUF (since 2016) and at Vista Alegre Atlantis (since 2020), and at Lectra (since 2021), and Chairwoman of the Strategic Board of Vieira de Almeida Inovação since 2017 and Member of the Advisory Board of COTEC since 2018.

At the General Meeting held on the 26th of June 2020, she was elected to the position of Member of the VAA Board of Directors for the 2020 term; having been re-elected for the 2021 term, at the General Meeting held on the 16th of June 2021; for the 2022 term, at the General Meeting held on the 6th of June 2022; for the 2023 term, at the General Meeting held on the 5th of June 2023; and for the 2024 term, at the General Meeting held on the 23rd of May 2024.

➤ Mário Godinho de Matos

Ambassador of the staff of the Ministry of Foreign Affairs.

Undergraduate degree in Economics from ISEG (*Universidade de Lisboa*) in 1974. In 1976 he entered the Diplomatic Career having worked, between 1980 and 2004, in the diplomatic representations of Portugal in Washington, Maputo, Beijing, Madrid and in the Nato Delegation, in Brussels. From 1989 to 1991 he was a Member of the Joint Luso-Chinese Liaison Group on the transition process of Macau to the sovereignty of the People's Republic of China. Between 1992 and 1995 he was Director at the Ministry of Foreign Affairs, in Lisbon.

From 2004 to 2017 he was successively Ambassador of Portugal in Havana, in Maputo and in Moscow.

In 2017, he definitively returns to the Ministry of Foreign Affairs in Lisbon and chairs the *Comissão Internacional de Limites e Bacias Hidrográficas Luso-Espanholas* until June 2020.

He taught at ISEG the subject of "Economic and Social History" for five academic years, whenever he was not appointed abroad within his Diplomatic career position.

After returning to Lisbon, he was Assistant Guest Professor at UC "Diplomatic Practice", at the *Faculdade de Ciências Sociais e Humanas* at the *Universidade NOVA*, from 2018 to 2020.

Within the context of collaboration between the *Universidade NOVA* and the *Instituto Universitário Militar* (IUM) he taught, in 2019 and 2020, "Diplomacy" in the postgraduate program "Globalisation, Diplomacy and Security".

He works regularly with the IUM regarding Promotion Courses for General officers.

Associate researcher at *Observare- Universidade Autónoma de Lisboa*.

Awarded by President Jorge Sampaio with the degree of "Grã-Cruz" of the Ordem de Mérito; "Oficial" of the Order of Infante D. Henrique; and "Comendador de Número" of the Ordem de Isabel a Católica, from Spain.

At the General Meeting held on the 26th of June 2020 he was elected Member of VAA Board of Directors for the 2020 term, and he was re-elected for this position for the 2021 term, at the General Meeting held on the 16th of June 2021; at the General Meeting held on the 6th of June 2022 for the 2022 term; at the General Meeting held on the 5th of June 2023 for the 2023 term, and at the General Meeting held on the 23rd of May 2024 for the 2024 term.

➤ Luís Miguel Poiares Pessoa Maduro

He has an undergraduate degree in Law from the *Faculdade de Direito da Universidade de Lisboa* and a PhD in Law from the *Instituto Universitário Europeu*, having obtained the prize for the best doctoral thesis.

Director of the Global Law School, *Universidade Católica Portuguesa* and Professor at *Catédras Vieira de Almeida*. He is also Consultant to the Presidency of the *Gulbenkian Foundation*, Chairman of the General Council of *UTAD-Universidade de Trás-os-Montes e Alto Douro*, Chairman of the Executive Council of the European Digital Media Observatory, and a regular legal advisor for European Institutions (such as the European Commission, or the European Central Bank), national governments, law firms and multinational companies.

Until the summer of 2020, he was Director and Professor of the School of Transnational Governance of the European University Institute where he continues to be a Guest Professor. He was Deputy Minister and Regional Development from 2013 to 2015. He was General Lawyer at the Court of Justice of the European Communities until October 2009. He has an undergraduate degree from the *Faculdade de Direito de Lisboa* and a PhD from the European University Institute of Florence in 1996, where he was awarded for the best doctoral thesis and best researcher in the Law Department. He was Guest Professor at Yale Law School, the Centre for Constitutional Studies (Madrid), Chicago University and London School of Economics. He also teaches at the *Universidade Católica* and the College of Europe. He was Chairman of the FIFA Governance Committee from May 2016 to April 2017. Awarded with the *Comenda da Ordem de Santiago da Espada*, he is the author of numerous publications. In 2010 he was awarded the *Gulbenkian Science Prize*. His most recent book is "Democracy in Times of Pandemic" (with Paul

Kahn), recently translated into Portuguese. He is a regular commentator on *RTP* TV channel, *TSF* radio and *Expresso* newspaper and has written numerous articles in international media.

At the General Meeting held on the 16th of June 2021 he was elected Member of VAA Board of Directors for the 2021 term, and he was re-elected for this position for the 2022 term, at the General Meeting held on the 6th of June 2022; at the General Meeting held on the 5th of June 2023 for the 2023 term, and at the General Meeting held on the 23rd of May 2024 for the 2024 term.

➤ **Tiago de Moura Pacheco Coelho Craveiro**

He has a degree in Social Communication from the University of Minho and a postgraduate qualification from the Institute of Political Studies in Paris.

After a career that began in political journalism, in newspapers such as *Diário de Notícias* and then at *Mediacapital*, he ended up directing his career towards the field of political communication in the Presidency of the Council of Ministers, having been responsible, among other roles, for communicating the Portugal brand associated with *Euro2004*.

He subsequently took on leadership roles in the Portuguese Professional Football League and the Portuguese Football Federation, transforming management and growth.

In 2018 he was appointed director of UCC, SA, the company that manages all the television and commercial exploitation of UEFA club competitions (Champions League, Europa League, etc.).

In 2022 he opted to end his executive duties and take up a career in strategic consultancy, an activity he currently carries out with the President of UEFA and this organisation and with the owner and team of the company CR7, S.A..

ANNEX B

Relevant positions and activities carried out simultaneously in other companies, within and outside the group, of the members of the Board of Directors

➤ **Nuno Miguel Rodrigues Terras Marques**

Chairman of the Executive Board of Directors

Grupo Visabeira, S.A.

Chairman of the Board of Directors

- Constructel Visabeira, S.A.
- Visabeira Global SGPS, S.A.
- Visabeira Construções, S.A.
- Jayme da Costa – Energia e Sistemas, S.A.
- Real Life – Tecnologias de Informação, S.A.
- ARMISEPI, S.A.
- E.I.P. Serviços, S.A.
- Cunha Soares & Filhos, S.A.
- Visabeira Investigação e Desenvolvimento, S.A.
- VAA – Vista Alegre Atlantis SGPS, S.A.(a)
- Vista Alegre Atlantis, S.A.(a)

(a) Company belonging to the VAA Group

Administrator:

- Ambitermo-Engenharia e Equipamentos Térmicos, S.A.
- ARQUILED – Projectos de Iluminação, S.A.
- HCI – Construções, S.A.

➤ **Alexandra da Conceição Lopes**

Chairman of the Board of Directors:

- Visabeira Serviços SGPS, S.A.
- Naturenergia Produção de Energia, S.A.

Member of the Executive Board of Directors:

- Grupo Visabeira, S.A.

Administrator

- Visabeira Turismo, Imobiliária e Serviços, SGPS, S.A.
- Visabeira Investigação e Desenvolvimento, S.A.
- Visabeira Global, SGPS, S.A.
- Visabeira Imobiliária II, S.A.
- Visabeira Infraestruturas, S.A.

- Visabeira Construções, S.A.
- Visapower II, S.A.
- Mundicor - Viagens e Turismo S.A.
- Granbeira II – Rochas Ornamentais, S.A.
- MOB – Indústria de Mobiliário, S.A.
- Pinewells, S.A.
- Viatel - Tecnologia de Comunicações, S.A.
- Empreendimentos Turísticos Monte Belo - Sociedade de Turismo e Recreio S.A.
- EDIVISA – Empresa de Construções, S.A.
- Visabeira Imobiliária, S.A.
- NCFTRADETUR, S.A.
- NTUR – Empreendimentos Turísticos, S.A.
- ESTIO – Sociedade Imobiliária, S.A.
- Movida-Empreendimentos Turísticos, S.A.
- IMOBIARTE – Sociedade de Mediação Imobiliária, S.A.
- ROGRAMA – Rochas Ornamentais S.A.
- DERMOLABE - Limpeza e Cosmética, S.A.
- Field Force Atlântico, S.A.
- EDIPROJECT, S.A.
- INFRABEIRA, S.A.
- Ambitermo-Engenharia e Equipamentos Térmicos, S.A.
- Domingos da Silva Teixeira/Visabeira, A.C.E.
- Real Life – Tecnologias de Informação, S.A.
- VAA – Empreendimentos Turísticos, S.A.
- ARMISEPI, S.A.
- Creative Shots - Agência de Comunicação e Marketing, S.A.
- GESVISA – Património Imobiliário, S.A.
- IFERVISA – Sociedade de Promoção e Desenvolvimento Imobiliário, S.A.
- IN2IN, S.A.
- VISACASA – Serviços de Assistência e Manutenção Global, S.A.
- Visabeirahouse – Sociedade de Mediação Imobiliária, S.A.
- Asfalís Mediação de Seguros, S.A.
- Cerutil – Cerâmicas Utilitárias, S.A. (a)
- Faianças Artísticas Bordalo Pinheiro, S.A. (a)
- Faianças Artísticas Bordalo Pinheiro – Turismo ACE (a)
- VAA - Vista Alegre Atlantis, SGPS, S.A. (a)
- Vista Alegre Atlantis, S.A. (a)
- VA I.I. – Sociedade Imobiliária, S.A. (a)
- Faianças da Capoa – Indústria de Cerâmica, S.A. (a)
- Cerexport – Cerâmica de Exportação, S.A. (a)
- Ria Stone – Fábrica de Louça de Mesa em Grés, S.A. (a)
- Ria Stone II, S.A. (a)
- VA Vista Alegre España, S.A. (a)

(a) Company belonging to the VAA Group

Sole Administrator

- Santa Clara – Cerâmicas, S.A.

Manager:

- IN2In Infraestruturas, Unipessoal Limitada
- IN2In Indústria, Unipessoal Limitada
- In2In Turismo, Unipessoal Limitada
- Besconsigo – Materiais, Construção de Besteiros, Lda.
- Rodinerte – Transportes, Lda.
- Troppo Squisito Lisboa, Lda.
- HIDRAX – Equipamentos e Tratamentos de água, Lda.

➤ **Paulo Jorge Lourenço Pires**

Chairman do the Board of Directors:

- Cerutil – Cerâmicas Utilitárias, S.A. (a)
- Faianças Artísticas Bordalo Pinheiro, S.A. (a)
- VA I.I. – Sociedade Imobiliária, S.A. (a)
- Faianças da Capoa – Indústria de Cerâmica, S.A. (a)
- Cerexport – Cerâmica de Exportação, S.A. (a)
- Ria Stone- Fábrica de louça de mesa em Grés, S.A. (a)
- Ria Stone II, S.A. (a)
- VA Vista Alegre España, S.A. (a)
(a) Company belonging to the VAA Group

Vice-Chairman of the Board of Directors:

- VAA – Vista Alegre Atlantis SGPS, S.A.(a)
- Vista Alegre Atlantis, S.A. (a)
(a) Company belonging to the VAA Group

➤ **Nuno Miguel Ferreira de Assunção Barra**

Vice-Chairman of Board of Directors:

- VAA – Vista Alegre Atlantis SGPS, S.A. (a)
- Vista Alegre Atlantis, S.A. (a)
(a) Company belonging to the VAA Group

Administrator:

- Faianças Artísticas Bordalo Pinheiro, S.A. (a)
- VA Vista Alegre España, S.A. (a)
- VAA Brasil – Comércio, Importação e Exportação, S.A. (a)
(a) Company belonging to the VAA Group

➤ **Alda Alexandra Abrantes Costa**

Administrator:

- VAA – Vista Alegre Atlantis SGPS, S.A. (a)
- Vista Alegre Atlantis, S.A. (a)
- VA I.I. Sociedade Imobiliária, S.A. (a)
- Ria Stone – Fábrica de Louça de Mesa em Grés, S.A. (a)

- Ria Stone II, S.A. (a)
- Faianças da Capoa – Indústria de Cerâmica, S.A. (a)
- Cerexport – Cerâmica de Exportação, S.A. (a)
(a) Company belonging to the VAA Group

➤ **Nuno Maria Pinto de Magalhães Fernandes Thomaz**

Chairman:

- Centromarca
- Core Capital – Sociedade de Capital de Risco, S.A.

Vice- Chairman:

- General Board of CIP

Administrator:

- SOGEPOC SGPS, S.A.
- Fundação Luso-Brasileira
- VAA – Vista Alegre Atlantis SGPS, S.A.(a)
(a) Company belonging to the VAA Group

Director:

- Câmara do Comércio e Indústria Portuguesa

➤ **Cristina Isabel Sousa Lopes**

Chairman of the Board of Directors

- Movida-Empreendimentos Turísticos, S.A.
- ESTIO – Sociedade Imobiliária S.A.
- IMOBIARTE – Sociedade de Mediação Imobiliária, S.A.
- ROGRAMA – Rochas Ornamentais, S.A.
- DERMOLABE – Limpeza e Cosméticos, S.A.
- INFRABEIRA, S.A.
- EDIPROJECT, S.A.

Administrator:

- Visabeira Turismo, Imobiliária e Serviços, SGPS, S.A.
- Visabeira Imobiliária II, S.A.
- Mundicor - Viagens e Turismo S.A.
- Visabeirahouse – Sociedade de Mediação Imobiliária, S.A.
- Visabeira Imobiliária, S.A.
- GESVISA – Património Imobiliário, S.A.
- IFERVISA – Sociedade de Promoção e Desenvolvimento Imobiliário, S.A.
- IN2IN, S.A.
- NCFTRADETUR, S.A.
- NTUR – Empreendimentos Turísticos, S.A.
- PDA – Parque Desportivo de Aveiro, S.A.

- VAA – Vista Alegre Atlantis SGPS, S.A. (a)
- Vista Alegre Atlantis, S.A. (a)
- Cerutil – Cerâmicas Utilitárias, S.A. (a)
- Ria Stone – Fábrica de Louça de Mesa em Grés, S.A. (a)
- Ria Stone II, S.A. (a)
- Faianças Artísticas Bordalo Pinheiro S.A. (a)
(a) Company belonging to the VAA Group

Manager

- In2In Indústria, Unipessoal Limitada
- In2In Turismo, Lda

➤ **Teodorico Figueiredo Pais**

Vice-Chairman of the Board of Directors:

- VAA – Vista Alegre Atlantis SGPS, S.A.(a)
- Vista Alegre Atlantis, S.A. (a)
(a) Company belonging to the VAA Group

➤ **Carlos Alberto Sá Garcia da Costa**

Chairman of the Board of Directors

VAA Brasil – Comércio, Importação e Exportação, S.A.(a)

Administrator:

- VAA – Vista Alegre Atlantis SGPS, S.A. (a)
- Vista Alegre Atlantis, S.A. (a)
- Cerutil – Cerâmicas Utilitárias, S.A. (a)
- Faianças Artísticas Bordalo Pinheiro, S.A. (a)
(b) Company belonging to the VAA Group

➤ **Fernando Daniel Leocádio Campos Nunes**

Chairman of the Board of Directors

- Visabeira Turismo, Imobiliária e Serviços, S.A.

Member of the Executive Board of Directors:

- Grupo Visabeira, S.A.

Administrator

- Constructel Visabeira, S.A.
- Visabeira Construções, S.A.
- Visabeira Global, SGPS, S.A.
- ARQUILED – Projectos de Iluminação S.A.
- AMBITERMO – Engenharia e Equipamentos Térmicos S.A.
- HCI – Construções S.A.
- Jayme da Costa – Energia e Sistemas, S.A.

- VAA – Vista Alegre Atlantis, SGPS, S.A. (a)

(a) Company belonging to the VAA Group

Manager

- HIDRAX – Equipamentos e Tratamentos de Água, Lda

➤ **Maria Isabel Couto Fernandes**

Administrator

VAA – Vista Alegre Atlantis, S.A. (a)

(a) Company belonging to the VAA Group

➤ **Céline Dora Judith Abecassis-Moedas**

Administrator:

- CUF SGPS, S.A.

- VAA – Vista Alegre Atlantis SGPS, S.A. (a)

- Lectra

(a) Company belonging to the VAA Group

Director:

Pro-Rector for Innovation and Entrepreneurship at the Portuguese Catholic University

➤ **Mário Godinho de Matos**

Administrator

VAA – Vista Alegre Atlantis, S.A. (a)

(a) Company belonging to the VAA Group

➤ **Luís Miguel Poiares Pessoa Maduro**

Administrator

- VAA – Vista Alegre Atlantis, S.A. (a)

- Appeals Centre Europe (Ireland)

(a) Company belonging to the VAA Group

➤ **Tiago de Moura Pacheco Coelho Craveiro**

Administrator

VAA – Vista Alegre Atlantis, S.A. (a)

(a) Company belonging to the VAA Group

Consultant

- Strategic Consultant to UEFA

- Strategic Consultant to CR7, SA

ANNEX C

Professional qualifications and curriculum elements of the members of the Supervisory Board

The professional qualification and other curricular elements of the members of the Supervisory Board who were in office on the 31st of December 2024, were, on that date, as follows:

➤ **Carlos Fernando Calhau Trigacheiro**

Holds a degree in Business Organisation and Management from the *Instituto Superior de Economia e Gestão de Lisboa* [Higher Institute of Economics and Management] in 1980.

Chartered Accountant enrolled in the respective Order under number 898, in May 1995.

Specialist professor in the area of Business Sciences, following passing public exams that took place in January 2013.

Finance General Inspector from 1981 to 2023, when he retired, having carried out activities in the field of financial control and auditing of community funds as well as of the state business sector.

From 1992 to 2022 he taught accounting, taxation and auditing at the *Instituto Politécnico de Tomar*, and since 2017 he has been teaching these subjects at *Universidade Nova* – Information Management School.

Chartered Accountant and Member of the supervisory bodies in several entities of the public sector and in private companies.

Trainer and consultant in matters of accounting, taxation and auditing.

At the General Meeting held on the 6th of June 2022, he was elected Member of VAA - Vista Alegre Atlantis SGPS, S.A. Supervisory Board for the 2022 term, having been re-elected for the same position for the 2023 term, at the General Meeting of the 5th of June 2023. At the General Meeting held on the 23rd of May 2024, he was elected Chairman of the company's Supervisory Board for the 2024 term.

➤ **Marisa do Rosário Lopes da Silva Monteiro**

She has an undergraduate's degree, a master's degree, as well as a PhD in Law from the Faculty of Law of the University of Coimbra.

Admitted to the Portuguese Bar Association in April 2004, she worked as a financial advisor at a leading banking institution between 2013 and 2014.

Of Counsel and coordinator of the Financial Law and Collateral Law area at *JPAB - José Pedro Aguiar-Branco Advogados*, since September 2015.

Legal consultant in the areas of financial, commercial and corporate, corporate governance, corporate funding, investment and capitalisation of companies.

Speaker at seminars, conferences and other scientific forums.

Author of opinion articles on technical and legal subjects published in the economic press (banking, finance, duties of financial intermediaries, NPL, etc.).

Author of scientific articles and academic essays.

Private experience in guarantees, contracts, banking and finance, commercial and corporate.

University professor of Commercial Law; Labour Law; Financial Instruments; Investment Funds and Collective Investment Companies.

At the General Meeting held on the 30th of April 2019 she was elected Member of VAA Supervisory Board for the 2019 term, and she was re-elected for this position for the 2020 term, at the General Meeting held on the 26th of June 2020; she was re-elected for the 2021 term and at the General Meeting held on the 16th of June 2021; she was re-elected for the 2022, and at the General Meeting held on the 6th of June 2022; at the General Meeting on the 5th of June 2023, she was re-elected for the 2023 term, and at the General Meeting held on the 23rd of May 2024 for the 2024 term.

➤ Carlos António Rosa Lopes

Undergraduate degree (1973-1978) in Business Management (1990) from *ISCTE - Instituto Superior de Ciências do Trabalho e da Empresa*.

Chartered Accountant since 1989.

Professor of general and advanced accounting at the *Instituto Politécnico de Tomar* (1991-2012). Finance Officer for the *Inspeção-Geral de Finanças* (1983-1988).

Planning and management control director at a passenger transportation company (1980-1983). Author of several books and works on account consolidation, financial accounting as well as other economic and financial matters.

Several articles published in accounting and tax journals, namely *Revista dos Revisores Oficiais de Contas*, *Revista dos Contabilistas Certificados* and *Revista da Apotec*.

Trainer and consultant in matters of accounting, taxation and auditing.

At the General Meeting held on the 23rd of May 2024, he was elected Member of the VAA Supervisory Board for the 2024 term.

➤ Carlos Manuel Baptista Branco

Holds a degree in Business Organisation and Management from the *Instituto Superior de Economia e Gestão de Lisboa* [Higher Institute of Economics and Management] in 1986.

Chartered Accountant enrolled in the respective Order under number 886, in May 1994.

Trainer and consultant in matters of accounting, taxation and auditing.

ANNEX D

Relevant positions and activities carried out simultaneously in other companies, within and outside the group, of the members of the Supervisory Board

➤ **Carlos Fernando Calhau Trigacheiro**

Chairman of the Supervisory Board:

VAA – Vista Alegre Atlantis SGPS, SA (a)

(a) Company belonging to the VAA Group

➤ **Marisa do Rosário Lopes da Silva Monteiro**

- Partner of “Plenitude do Saber, Lda.”

- Managing Partner of “Azáfama Peculiar, Lda.”

Member of the Supervisory Board

VAA – Vista Alegre Atlantis SGPS, S.A. (a)

(a) Company belonging to the VAA Group

➤ **Carlos António Rosa Lopes**

Chartered Accountant and Member of the Supervisory Body:

- Afg, SA

- Câmara Municipal de Abrantes

- Castanheira Henriques & Cª, Lda

- Centauro Internacional Trocadores de Calor, Lda

- Centauro Portugal, SGPS,SA

- Confagri – Confederação Nacional Cooperativas Agrícolas Crédito Agrícola Mútuo Portugal

- Diamantino Jorge & Filho, SA

Member of the Supervisory Board

VAA – Vista Alegre Atlantis SGPS, S.A. (a)

(a) Company belonging to the VAA Group

➤ **Carlos Manuel Baptista Branco**

- Managing partner of Double Metric, Lda;

- Managing partner of Reinvestment, Sociedade de Investimentos Imobiliários, Lda.

Supervisory Board

- Chairman of the Supervisory Board of the Portuguese Professional Football League;
- Substitute of the VAA – Vista Alegre Atlantis SGPS, S.A. Supervisory Board. (a)
(a) Company belonging to the VAA Group



VISTA ALEGRE ATLANTIS, SGPS, SA

Investor Relations
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VAA – VISTA ALEGRE ATLANTIS, SGPS, S.A.

Report and Opinion of the Supervisory Board

Financial year 2024

Dear Shareholders,

1– Report

1.1.– Introduction

In compliance with the applicable legal and statutory provisions and our mandate, the Supervisory Board issues this report showing the supervisory action developed, as well as the opinion on the management report and other individual and consolidated accounting documents covering the year ended on the 31st of December 2024, which are the Board of Directors' responsibility.

1.2.– Supervision

During the year, the Supervisory Board monitored, in accordance with its authority, the management of the company and its subsidiaries, analysed, within the advisable extent, business development, the accuracy of the accounting records, the quality of the preparation process for and disclosure of financial information, accounting policies and measurement criteria, having also verified compliance with legal and statutory regulations.

While carrying out its duties, it held thirteen meetings, in which the matters related to its attributions and competences were analysed. According to the nature of the matters to be dealt with, the meetings were attended by representatives of the Administration, heads of the Administrative and Financial departments, Internal Audit and the Chartered Accountant. In addition, the Supervisory Board participated in the Board of Directors' meetings it was invited to and particular in the meeting that the management report and accounts for the year were issued for approval. Moreover, throughout the year the Supervisory Board had access to all documents deemed appropriate for carrying out its supervisory work.

Within the scope of its powers, the Supervisory Board also noted the effectiveness of risk management and internal control systems, having assessed the planning and results of the external and internal auditors' work. Furthermore, it followed the reception and treatment system for pinpointing irregularities, it evaluated the process of preparing individual and consolidated accounts, also providing the Board of Directors with information regarding the conclusions and quality of the statutory audit process and its intervention in this process.

During the year, the Supervisory Board carefully followed the accounting treatment of operations that materially influenced business development, expressed in the consolidated and individual financial position of **VAA – VISTA ALEGRE ATLANTIS, SGPS, S.A.**

The Supervisory Board agrees with responses to the risks of material misstatement, corresponding to the audit procedures and tests carried out, which led to unqualified opinions on the part of the Chartered Accountant.

Within the scope of its duties, the Supervisory Board examined the individual and consolidated balance sheets, the individual and consolidated income statements by nature, cash flows, comprehensive income, changes in equity and the corresponding annexes, related to the financial year 2024.

Through information provided by the Chartered Accountant, he became aware of annual audit planning and progress of the work throughout the year. The Auditors presented the final conclusions of the Legal Review of the Individual and Consolidated Accounts, referring the relevant matters of the audit, in the respective legal certifications, as follows:

1. Individual Financial Statements:
 - (i) Measurement of financial investments in subsidiaries
2. Consolidated Financial Statements:
 - (i) Recovery of non-current assets, associated with the Crystal/Handmade Glass segment;
 - (ii) Calculation of impairment losses on goods and finished products, included under inventories.

The responses to the risks of material misstatement, corresponding to the audit procedures and tests carried out, led to unqualified opinions, both in terms of the individual financial statements and the consolidated financial statements.

At the end of the work, we received from the Chartered Accountant: the Legal Certifications of the Accounts, the Audit Reports, as well as the Additional

Report to the Supervisory Body (RAOF), provided for in article 11 of Regulation (EU) n.º 537/2014 of the European Parliament and of the Council on the 16th of April 2014.

The Supervisory Board observed Recommendation II.5.1 of the IPCG Corporate Governance Code, with a view to characterising the relevant level of transactions entered with shareholders holding qualifying shareholdings or with entities having relationships as stipulated in paragraph 1 of article 20 of the Securities Code, having neither identified the materialisation of relevant transactions considering those criteria, nor identified the presence of conflicts of interest.

The Supervisory Board also observed the several Recommendations of the IPCG Corporate Governance Code, namely paragraphs II.2.1 to II.2.5 (Diversity in the composition and operation of the company's bodies); II.3.1 and II.3.2 (Relations between the company's bodies); II.4.1 and II.4.2 (Conflict de interests); IV.1.1, IV.1.2, and IV.2.1 to IV.2.5 (Corporate and executive and non-executive Directors); V.1 and V.2 (Supervision); VI.1.1 (Assessment of the annual performance); VII.1 to VII.11 (Internal control); VIII.1.1 and VIII.2.1 to VIII.2.3 (Accounting information and Statutory audit).

As a body made up of a majority of independent members, in light of the legal criteria and professionally qualified to carry out its respective functions, the Supervisory Board has developed its powers and links with the other corporate bodies and services of the company in accordance with the principles and conduct recommended in the legal and recommendatory provisions, not having received any report from the Statutory Auditor in regards to irregularities or difficulties in exercising its respective functions.

The Supervisory Board examined the Corporate Governance Report, attached to the Management Report, related to consolidated financial statements, under the terms and for the purposes of paragraph 5 of article 420 of the Portuguese Companies Code, having analysed that it contains the elements referred to in article 29-H of the Securities Code.

Also, under the terms of its powers, the Supervisory Board examined the Management Report, including the Corporate Governance Report and other documents for the rendering of individual and consolidated accounts, prepared by the Board of Directors, considering that the information disclosed meets the legal standards in force and is appropriate for understanding the financial position and income of the company as well as consolidating and carrying out an appraisal of the Legal Certifications of Accounts and Audit Reports issued by the Statutory Auditor, which had your agreement.

2 – Opinion

In view of the above, the Supervisory Board agrees that the conditions are met for the General Meeting to approve:

- 2.1. The Management Report;
- 2.2. The individual and consolidated statements of financial position as of the 31st of December 2024, the statements of profit or loss by nature, the comprehensive income, the changes in equity and the cash flows for the year ended on that date and the corresponding annexes;
- 2.3. The proposal for the application of results presented by the Board of Directors.

3 – Declaration of responsibility

In accordance with the provisions of article 8, no. 1, point a) of CMVM Regulation no. 5/2008, of 15th of October, and under the applicable law, be it known that, to the best of our knowledge, the information contained in the individual and consolidated financial statements was prepared in accordance with the applicable accounting standards, giving a true and appropriate image of the assets and liabilities, the financial situation and income of **VAA – VISTA ALEGRE ATLANTIS, SGPS, S.A.** as well as the companies included in the consolidation perimeter, and that the Management Report faithfully exposes the development of their business, performance and financial position, as well as the companies included in the consolidation perimeter and contains a description of the main risks and uncertainties they face. It is further stated that the Corporate Governance Report complies with the provisions of article 29-H of the Portuguese Securities Code.

Ilhavo, 29th of April 2025

The Supervisory Board

Carlos Fernando Calhau Trigacheiro (Chairman)

Marisa do Rosário Lopes da Silva Monteiro (Member)

Carlos António Rosa Lopes (Member)

CERTIFICAÇÃO LEGAL DAS CONTAS E RELATÓRIO DE AUDITORIA

RELATO SOBRE A AUDITORIA DAS DEMONSTRAÇÕES FINANCEIRAS

Opinião

Auditámos as demonstrações financeiras anexas de VAA – Vista Alegre Atlantis, S.G.P.S., S.A. (a Entidade), que compreendem a demonstração da posição financeira em 31 de dezembro de 2024 (que evidencia um total de 166.115.001 euros e um total de capital próprio de 88.179.986 euros, incluindo um resultado líquido de 4.055.499 euros), a demonstração dos resultados por naturezas, a demonstração do rendimento integral, a demonstração das alterações no capital próprio e a demonstração dos fluxos de caixa relativas ao ano findo naquela data, e as notas às demonstrações financeiras, incluindo informações materiais sobre a política contabilística.

Em nossa opinião, as demonstrações financeiras anexas apresentam de forma verdadeira e apropriada, em todos os aspetos materiais, a posição financeira de VAA – Vista Alegre Atlantis, S.G.P.S., S.A. em 31 de dezembro de 2024 e o seu desempenho financeiro e fluxos de caixa relativos ao ano findo naquela data de acordo com as Normas Internacionais de Relato Financeiro (IFRS) tal como adotadas na União Europeia.

Bases para a opinião

A nossa auditoria foi efetuada de acordo com as Normas Internacionais de Auditoria (ISA) e demais normas e orientações técnicas e éticas da Ordem dos Revisores Oficiais de Contas. As nossas responsabilidades nos termos dessas normas estão descritas na secção “Responsabilidades do auditor pela auditoria das demonstrações financeiras” abaixo. Somos independentes da Entidade nos termos da lei e cumprimos os demais requisitos éticos nos termos do código de ética da Ordem dos Revisores Oficiais de Contas.

Estamos convictos de que a prova de auditoria que obtivemos é suficiente e apropriada para proporcionar uma base para a nossa opinião.

Matérias relevantes de auditoria

As matérias relevantes de auditoria são as que, no nosso julgamento profissional, tiveram maior importância na auditoria das demonstrações financeiras do ano corrente. Essas matérias foram consideradas no contexto da auditoria das demonstrações financeiras como um todo, e na formação da opinião, e não emitimos uma opinião separada sobre essas matérias.



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Tipo: Sociedade Anónima | NIPC e Matrícula na CRC: 501776311 | Capital social: € 981.020,00

Sede: Av. Eng. Duarte Pacheco, 7, 1070-100 Lisboa

Escritório no Porto: Bom Sucesso Trade Center, Praça do Bom Sucesso, 61 – 13º, 4150-146 Porto

Descrição dos riscos de distorção material mais significativos identificados	Síntese da resposta dada aos riscos de distorção material analisados
Mensuração dos investimentos financeiros em subsidiárias (Notas 2.1, 2.3.2.1, 5 e 8 do anexo às demonstrações financeiras)	
<p>A demonstração da posição financeira em 31 de dezembro de 2024 inclui investimentos financeiros em subsidiárias no montante de 90.238.285 Euros e provisões no montante de 1.963.817 Euros (129.173.983 Euros e provisões no montante de 1.545.605 Euros em 31 de dezembro de 2023). Em resultado da aplicação do método de equivalência patrimonial, a Entidade reconheceu ganhos imputados de subsidiárias no resultado líquido do exercício findo em 31 de dezembro de 2024 no montante de 3.970.395 Euros (5.699.835 Euros em 31 de dezembro de 2023).</p> <p>Conforme referido nas notas 2.1 e 5 do anexo às demonstrações financeiras, durante o exercício de 2024, a Entidade procedeu a uma alteração voluntária da política contabilística relativa ao reconhecimento e mensuração dos investimentos financeiros em subsidiárias, passando a reconhecer estes investimentos financeiros pelo método de equivalência patrimonial. Em resultado da alteração da política contabilística, a qual foi efetuada retrospectivamente, verificou-se uma redução do valor dos capitais próprios com referência a 1 de janeiro de 2023 de 99.771.031 Euros, um aumento do resultado líquido do exercício findo em 31 de dezembro de 2023 no montante de 16.004.345 Euros e uma redução dos capitais próprios com referência a 31 de dezembro de 2023 de 83.266.399 de Euros.</p> <p>A valorização dos investimentos financeiros nas subsidiárias da Entidade é particularmente sensível à análise de imparidade de determinados ativos das subsidiárias do Grupo, nomeadamente de ativos não correntes do segmento do Cristal/Vidro Manual, o qual tem apresentado historicamente um desempenho abaixo das expectativas e de mercadorias e produtos acabados incluídos nas rubricas de inventários.</p> <p>A Entidade efetua a avaliação do valor de realização dos investimentos em subsidiárias quando existem indícios de que o ativo possa estar em imparidade, sendo registadas como custo as eventuais perdas por imparidade que sejam apuradas.</p> <p>Tendo em consideração a relevância dos investimentos financeiros registados pelo Método de Equivalência Patrimonial para as demonstrações financeiras da Entidade e face à complexidade inerente ao processo de alteração da referida política contabilística, a qual foi efetuada retrospectivamente, bem como considerando a relevância do montante dos ativos não correntes associados ao segmento e correspondente Unidade</p>	<p>Os nossos procedimentos de auditoria nesta área incluíram, entre outros:</p> <ul style="list-style-type: none"> • Análise aos impactos decorrentes da alteração da política contabilística relativa ao reconhecimento e mensuração dos investimentos financeiros em subsidiárias, incluindo: <ul style="list-style-type: none"> i) a avaliação da razoabilidade do motivo que levou o órgão de gestão a proceder à alteração da política contabilística; ii) verificação da sua correção aritmética; e iii) verificação da reexpressão das demonstrações financeiras em 1 de janeiro de 2023 e 31 de dezembro de 2023, apresentadas para efeitos comparativos. • Verificação da correção aritmética da aplicação do método da equivalência sobre as subsidiárias do Grupo; • Análise da existência de indícios de imparidade relativamente às participações financeiras em empresas subsidiárias, atendendo à tipologia de ativos refletidos nas demonstrações financeiras das mesmas; • Obtenção dos modelos de avaliação utilizados pelo órgão de gestão para determinar a quantia recuperável dos ativos não correntes que apresentem, nas demonstrações financeiras das subsidiárias do Grupo, indícios de perdas por imparidade relevantes, avaliando a sua consistência com os modelos de avaliação utilizados pelo órgão de gestão para efeitos das demonstrações financeiras consolidadas da Entidade; • Avaliação da metodologia e correção aritmética dos modelos de determinação do valor de uso, análise dos pressupostos subjacentes aos mesmos, as taxas de desconto e as taxas de crescimento estimadas, utilizando, quando considerado necessário, especialistas internos para a sua avaliação; • Análise das políticas de registo de perdas de imparidade em inventários do Grupo, avaliação da sua razoabilidade, validação do seu cálculo, e correção da informação usada no mesmo;

Geradora de Caixa (UGC) do Cristal/Vidro Manual e ao alargado número de pressupostos utilizados na realização do teste de imparidade da mesma e à sensibilidade do teste a alterações de tais pressupostos, assim como face à relevância dos montantes de mercadorias e produto acabado nas demonstrações financeiras das subsidiárias do Grupo e critérios considerados nas respetivas análises de imparidade, consideramos esta área como uma matéria relevante de auditoria.

- Avaliação da adequacidade das divulgações efetuadas sobre esta matéria no anexo às demonstrações financeiras.

Outras matérias

As demonstrações financeiras anexas referem-se à atividade da Entidade a nível individual e foram preparadas para aprovação e publicação nos termos da legislação em vigor. Conforme indicado na nota 2.3.2.1 do anexo às demonstrações financeiras, as participações financeiras em subsidiárias são registadas pelo método de equivalência patrimonial. As demonstrações financeiras anexas não incluem o efeito da consolidação integral, o que será efetuado em demonstrações financeiras consolidadas a aprovar e a publicar em separado. Na nota 8 do anexo é dada informação adicional sobre as entidades subsidiárias.

Responsabilidades do órgão de gestão e do órgão de fiscalização pelas demonstrações financeiras

O órgão de gestão é responsável pela:

- preparação de demonstrações financeiras que apresentem de forma verdadeira e apropriada a posição financeira, o desempenho financeiro e os fluxos de caixa da Entidade de acordo com as Normas Internacionais de Relato Financeiro (IFRS) tal como adotadas na União Europeia;
- elaboração do relatório de gestão, relatório de governo societário, demonstração não financeira e relatório sobre remunerações nos termos legais e regulamentares aplicáveis;
- criação e manutenção de um sistema de controlo interno apropriado para permitir a preparação de demonstrações financeiras isentas de distorções materiais devido a fraude ou a erro;
- adoção de políticas e critérios contabilísticos adequados nas circunstâncias; e
- avaliação da capacidade da Entidade de se manter em continuidade, divulgando, quando aplicável, as matérias que possam suscitar dúvidas significativas sobre a continuidade das atividades.

O órgão de fiscalização é responsável pela supervisão do processo de preparação e divulgação da informação financeira da Entidade.

Responsabilidades do auditor pela auditoria das demonstrações financeiras

A nossa responsabilidade consiste em obter segurança razoável sobre se as demonstrações financeiras como um todo estão isentas de distorções materiais devido a fraude ou a erro, e emitir um relatório onde conste a nossa opinião. Segurança razoável é um nível elevado de segurança mas não é uma garantia de que uma auditoria executada de acordo com as ISA detetará sempre uma distorção material quando exista. As distorções podem ter origem em fraude ou erro e são consideradas materiais se, isoladas ou conjuntamente, se possa razoavelmente esperar que influenciem decisões económicas dos utilizadores tomadas com base nessas demonstrações financeiras.

Como parte de uma auditoria de acordo com as ISA, fazemos julgamentos profissionais e mantemos ceticismo profissional durante a auditoria e também:

- identificamos e avaliamos os riscos de distorção material das demonstrações financeiras, devido a fraude ou a erro, concebemos e executamos procedimentos de auditoria que respondam a esses riscos, e obtemos prova de auditoria que seja suficiente e apropriada para proporcionar uma base para a nossa opinião. O risco de não detetar uma distorção material devido a fraude é maior do que o risco de não detetar uma distorção material devido a erro, dado que a fraude pode envolver conluio, falsificação, omissões intencionais, falsas declarações ou sobreposição ao controlo interno;
- obtemos uma compreensão do controlo interno relevante para a auditoria com o objetivo de conceber procedimentos de auditoria que sejam apropriados nas circunstâncias, mas não para expressar uma opinião sobre a eficácia do controlo interno da Entidade;
- avaliamos a adequação das políticas contabilísticas usadas e a razoabilidade das estimativas contabilísticas e respetivas divulgações feitas pelo órgão de gestão;
- concluímos sobre a apropriação do uso, pelo órgão de gestão, do pressuposto da continuidade e, com base na prova de auditoria obtida, se existe qualquer incerteza material relacionada com acontecimentos ou condições que possam suscitar dúvidas significativas sobre a capacidade da Entidade para dar continuidade às suas atividades. Se concluirmos que existe uma incerteza material, devemos chamar a atenção no nosso relatório para as divulgações relacionadas incluídas nas demonstrações financeiras ou, caso essas divulgações não sejam adequadas, modificar a nossa opinião. As nossas conclusões são baseadas na prova de auditoria obtida até à data do nosso relatório. Porém, acontecimentos ou condições futuras podem levar a que a Entidade descontinue as suas atividades;
- avaliamos a apresentação, estrutura e conteúdo global das demonstrações financeiras, incluindo as divulgações, e se essas demonstrações financeiras representam as transações e acontecimentos subjacentes de forma a atingir uma apresentação apropriada;
- comunicamos com os encarregados da governação, incluindo o órgão de fiscalização, entre outros assuntos, o âmbito e o calendário planeado da auditoria, e as conclusões significativas da auditoria incluindo qualquer deficiência significativa de controlo interno identificada durante a auditoria;
- das matérias que comunicamos aos encarregados da governação, incluindo o órgão de fiscalização, determinamos as que foram as mais importantes na auditoria das demonstrações financeiras do ano corrente e que são as matérias relevantes de auditoria. Descrevemos essas matérias no nosso relatório, exceto quando a lei ou regulamento proibir a sua divulgação pública;
- declaramos ao órgão de fiscalização que cumprimos os requisitos éticos relevantes relativos à independência e comunicamos-lhe todos os relacionamentos e outras matérias que possam ser percecionadas como ameaças à nossa independência e, quando aplicável, quais as medidas tomadas para eliminar as ameaças ou quais as salvaguardas aplicadas.

A nossa responsabilidade inclui ainda a verificação da concordância da informação constante do relatório de gestão com as demonstrações financeiras, e as verificações previstas nos números 4 e 5 do artigo 451º do Código das Sociedades Comerciais em matéria de governo das sociedades, bem como a verificação de que a demonstração não financeira e relatório de remunerações foram apresentados.

RELATO SOBRE OUTROS REQUISITOS LEGAIS E REGULAMENTARES

Formato eletrónico único europeu (ESEF)

As demonstrações financeiras de VAA – Vista Alegre Atlantis, SGPS, S.A. referentes ao exercício findo em 31 de dezembro de 2023 têm de cumprir os requisitos aplicáveis estabelecidos no Regulamento Delegado (UE) 2019/815 da Comissão, de 17 de dezembro de 2018 (“Regulamento ESEF”).

O órgão de gestão é responsável pela elaboração e divulgação do relatório anual em conformidade com o Regulamento ESEF.

A nossa responsabilidade consiste em obter segurança razoável sobre se as demonstrações financeiras, incluídas no relatório anual, estão apresentadas em conformidade com os requisitos estabelecidos no Regulamento ESEF.

Os nossos procedimentos tomaram em consideração a Guia de Aplicação Técnica da Ordem dos Revisores Oficiais de Contas (OROC) sobre o relato em ESEF e incluíram, entre outros, a obtenção da compreensão do processo de relato financeiro, incluindo a apresentação do relatório anual no formato XHTML válido.

Em nossa opinião, as demonstrações financeiras, incluídas no relatório anual, estão apresentadas, em todos os aspetos materiais, em conformidade com os requisitos estabelecidos no Regulamento ESEF.

Sobre o relatório de gestão

Dando cumprimento ao artigo 451º, nº 3, al. e) do Código das Sociedades Comerciais, somos de parecer que o relatório de gestão foi preparado de acordo com os requisitos legais e regulamentares aplicáveis em vigor, a informação nele constante é concordante com as demonstrações financeiras auditadas e, tendo em conta o conhecimento e apreciação sobre a Entidade, não identificámos incorreções materiais.

Sobre o relatório de governo societário

Dando cumprimento ao artigo 451º, nº 4, do Código das Sociedades Comerciais, somos de parecer que o relatório de governo societário inclui os elementos exigíveis à Entidade nos termos do artigo 29º-H do Código dos Valores Mobiliários, não tendo sido identificadas incorreções materiais na informação divulgada no mesmo, cumprindo o disposto nas alíneas c), d), f), h), i) e l) do nº 1 do referido artigo.

Sobre o relatório de remunerações

Dando cumprimento ao artigo 26º-G, nº 6, do Código dos Valores Mobiliários, informamos que a Entidade incluiu em capítulo autónomo, no seu relatório sobre o governo das sociedades, as informações previstas no nº 2 do referido artigo.

Sobre os elementos adicionais previstos no artigo 10º do Regulamento (UE) nº 537/2014

Dando cumprimento ao artigo 10º do Regulamento (UE) nº 537/2014 do Parlamento Europeu e do Conselho, de 16 de abril de 2014, e para além das matérias relevantes de auditoria acima indicadas, relatamos ainda o seguinte:

- Fomos nomeados auditores de VAA – Vista Alegre Atlantis, S.G.P.S., S.A. pela primeira vez na assembleia geral de acionistas realizada em 24 de março de 2017 para um mandato compreendido entre 2017 e 2018. Fomos posteriormente nomeados na assembleia geral de acionistas realizada em 30 de abril de 2019 para um segundo mandato, abrangendo os exercícios de 2019 e 2020, nomeados na assembleia geral de acionistas realizada em 16 de junho de 2022 para um terceiro mandato que abrangeu os exercícios de 2021 e 2022 e nomeados na assembleia geral de acionistas realizada em 5 de junho de 2023 para um quarto mandato para os exercícios de 2023 e 2024.
- O órgão de gestão confirmou-nos que não tem conhecimento da ocorrência de qualquer fraude ou suspeita de fraude com efeito material nas demonstrações financeiras. No planeamento e execução da nossa auditoria de acordo com as ISA mantivemos o ceticismo profissional e concebemos procedimentos de auditoria para responder à possibilidade de distorção material das demonstrações financeiras devido a fraude. Em resultado do nosso trabalho não identificámos qualquer distorção material nas demonstrações financeiras devido a fraude.

- Confirmamos que a opinião de auditoria que emitimos é consistente com o relatório adicional que preparamos e entregámos ao órgão de fiscalização da Entidade em 29 de abril de 2025.
- Declaramos que não prestámos quaisquer serviços proibidos nos termos do artigo 5º, número 1, do Regulamento (UE) nº 537/2014, de 16 de abril de 2014, e que mantivemos a nossa independência face ao Grupo durante a realização da auditoria.

Porto, 29 de abril de 2025

Deloitte & Associados, SROC S.A.
Representada por Hugo Ricardo Alves Araújo, ROC
Registo na OROC nº 1437
Registo na CMVM nº 20161047

CERTIFICAÇÃO LEGAL DAS CONTAS E RELATÓRIO DE AUDITORIA

RELATO SOBRE A AUDITORIA DAS DEMONSTRAÇÕES FINANCEIRAS CONSOLIDADAS

Opinião

Auditámos as demonstrações financeiras consolidadas anexas da VAA – Vista Alegre Atlantis, S.G.P.S., S.A. (o Grupo), que compreendem a demonstração consolidada da posição financeira em 31 de dezembro de 2024 (que evidencia um total de 258.040 mil euros e um total de capital próprio de 89.333 mil euros, incluindo um resultado líquido atribuível aos acionistas da empresa-mãe de 4.055 mil euros), a demonstração consolidada dos resultados por naturezas, a demonstração consolidada do rendimento integral, a demonstração consolidada das alterações no capital próprio e a demonstração consolidada dos fluxos de caixa relativas ao ano findo naquela data, e as notas às demonstrações financeiras consolidadas, incluindo informações materiais sobre a política contabilística.

Em nossa opinião, as demonstrações financeiras consolidadas anexas apresentam de forma verdadeira e apropriada, em todos os aspetos materiais, a posição financeira consolidada da VAA – Vista Alegre Atlantis, S.G.P.S., S.A. em 31 de dezembro de 2024 e o seu desempenho financeiro e fluxos de caixa consolidados relativos ao ano findo naquela data de acordo com as Normas Internacionais de Relato Financeiro (IFRS) tal como adotadas na União Europeia.

Bases para a opinião

A nossa auditoria foi efetuada de acordo com as Normas Internacionais de Auditoria (ISA) e demais normas e orientações técnicas e éticas da Ordem dos Revisores Oficiais de Contas. As nossas responsabilidades nos termos dessas normas estão descritas na secção “Responsabilidades do auditor pela auditoria das demonstrações financeiras consolidadas” abaixo. Somos independentes das entidades que compõem o Grupo nos termos da lei e cumprimos os demais requisitos éticos nos termos do código de ética da Ordem dos Revisores Oficiais de Contas.

Estamos convictos de que a prova de auditoria que obtivemos é suficiente e apropriada para proporcionar uma base para a nossa opinião.

Matérias relevantes de auditoria

As matérias relevantes de auditoria são as que, no nosso julgamento profissional, tiveram maior importância na auditoria das demonstrações financeiras consolidadas do ano corrente. Essas matérias foram consideradas no contexto da auditoria das demonstrações financeiras consolidadas como um todo, e na formação da opinião, e não emitimos uma opinião separada sobre essas matérias.



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Descrição dos riscos de distorção material mais significativos identificados	Síntese da resposta dada aos riscos de distorção material analisados
Recuperação de ativos não correntes associados ao segmento do Cristal/Vidro Manual	
(Notas 2.3.1, 2.3.3, 2.3.4, 2.3.6, 6, 8, 9, 10 e 14 do anexo às demonstrações financeiras consolidadas)	
<p>Em 31 de dezembro de 2024, a demonstração consolidada da posição financeira do Grupo inclui ativos não correntes no montante de, aproximadamente, 21.747 mil euros associados à Unidade Geradora de Caixa (“UGC”) do Cristal/Vidro Manual, segmento de negócio que tem apresentado historicamente uma performance abaixo das expectativas, tendo contudo no exercício de 2024 mantido uma trajetória de recuperação, já sentida no período anterior, e um desempenho positivo, em resultado do processo de reestruturação e dos investimentos de modernização da capacidade produtiva instalada realizados neste segmento (com um investimento de, aproximadamente, 4.987 mil Euros, realizado durante o presente exercício). Este facto continua a constituir um indício de imparidade relativamente aos ativos não correntes afetos àquele segmento de negócio.</p> <p>O Grupo reconhece perdas por imparidade quando o valor de recuperação de um dado ativo ou conjunto de ativos se demonstra inferior ao seu valor líquido contabilístico. Desta forma, e à semelhança de anos anteriores, o órgão de gestão procedeu à realização de teste de imparidade relativamente a esta UGC, o qual incorpora julgamentos complexos, materializados em planos de negócio que têm por base diversos pressupostos, nomeadamente associados a taxas de desconto, margens perspetivadas, taxas de crescimento de curto e longo prazo, planos de investimento e comportamentos da procura.</p> <p>A Entidade não reconheceu qualquer perda por imparidade em 31 de dezembro de 2024.</p> <p>Atendendo à relevância do montante dos ativos não correntes associados à UGC do Cristal/Vidro Manual, ao alargado número de pressupostos utilizados na realização do teste de imparidade, e à sensibilidade do teste de imparidade a alterações de tais pressupostos, consideramos esta uma matéria relevante de auditoria.</p>	<p>Os nossos procedimentos de auditoria nesta área incluíram:</p> <ul style="list-style-type: none"> • a avaliação do desenho e implementação dos procedimentos de controlo relevantes relacionados com a identificação de indícios de imparidade ao nível dos ativos não correntes do Grupo e avaliação da recuperabilidade dos mesmos; <p>No que diz respeito ao teste de imparidade levado a cabo pelo Grupo relativamente aos ativos não correntes associados ao segmento do Cristal/Vidro Manual, a nossa análise incluiu:</p> <ul style="list-style-type: none"> • validação dos indicadores de imparidade associados ao referido segmento; • obtenção do modelo de avaliação utilizado para determinar a quantia recuperável do referido segmento e teste à correção aritmética do modelo usado; • avaliação da metodologia usada pelo Grupo no processo de determinação do valor de uso; • inquérito ao órgão de gestão e seus representantes; • análise, com o envolvimento de especialistas internos, dos pressupostos subjacentes ao modelo, incluindo as taxas de desconto utilizadas, taxas de crescimento de curto e longo prazo, margens de negócio projetadas e fluxos de caixa previsionais; • verificação da análise de sensibilidade preparada pelo órgão de gestão; • avaliação da adequação das divulgações efetuadas nas demonstrações financeiras consolidadas.
Apuramento de perdas por imparidade em mercadorias e nos produtos acabados, incluídos na rubrica de inventários (Notas 2.3.7 e 16 do anexo às demonstrações financeiras consolidadas)	
<p>Em 31 de dezembro de 2024, os inventários do Grupo ascendem a 53.574 mil euros, dos quais 24.804 mil euros correspondem a mercadorias e produtos acabados.</p> <p>De acordo com a IAS 2 Inventários, os inventários encontram-se valorizados ao menor entre o custo de aquisição ou de produção e o valor realizável líquido.</p>	<p>Os nossos procedimentos de auditoria nesta área incluíram a avaliação do desenho e implementação dos procedimentos de controlo relevantes associados ao processo de monitorização das necessidades de registo de perdas por imparidade em inventários, incluindo mercadorias e produtos acabados, realizado pelo Grupo.</p>

Descrição dos riscos de distorção material mais significativos identificados	Síntese da resposta dada aos riscos de distorção material analisados
<p>O Grupo procede à análise periódica do valor de realização dos montantes inscritos como mercadorias e produtos acabados por forma a apurar eventuais perdas por imparidade, com base, quer no seu preço estimado de venda, quer na sua rotação. Relativamente a este último fator, o Grupo estrutura principalmente os seus produtos entre “Produtos de linha” e “Produtos fora de linha”, tendo definido critérios objetivos de apuramento de perdas por imparidade consoante a rotação histórica efetiva de cada artigo, critérios esses aprovados pelo órgão de gestão.</p> <p>A definição de um critério de identificação de itens que possam ser classificados como obsoletos ou de reduzida rotação e, consequentemente, a avaliação se o seu valor líquido de realização é inferior ao respetivo valor líquido contabilístico, assim como os critérios de apuramento de perdas por imparidade estabelecidos pelo órgão de gestão, são uma área de julgamento significativo, sujeita a incertezas inerentes ao setor de negócio onde o Grupo opera, nomeadamente relacionadas com tendências de mercado, ritmo de introdução de novas coleções e disponibilidade de coleções mais antigas.</p> <p>Desta forma, consideramos que o apuramento das perdas por imparidade em mercadorias e nos produtos acabados incluídos na rubrica de inventários é uma matéria relevante de auditoria.</p>	<p>Entre outros procedimentos executados, destacamos os seguintes:</p> <ul style="list-style-type: none">• Analisamos os critérios definidos pelo Grupo para a identificação de itens com reduzida rotação ou obsoletos, bem como os critérios de perdas por imparidade definidos para reduzir os referidos ativos ao seu valor estimado de realização;• Validamos a correção e plenitude da informação que serviu de base ao cálculo das perdas por imparidade em inventários, incluindo a sua reconciliação com os registos contabilísticos na data de relato;• Avaliámos a razoabilidade dos critérios de perdas por imparidade estabelecidos pelo órgão de gestão face à informação histórica recente;• Efetuamos testes à correção aritmética da aplicação do critério de perdas por imparidade estabelecido pelo Grupo;• Avaliamos a adequação das divulgações efetuadas nas demonstrações financeiras consolidadas.

Responsabilidades do órgão de gestão e do órgão de fiscalização pelas demonstrações financeiras consolidadas

O órgão de gestão é responsável pela:

- preparação de demonstrações financeiras consolidadas que apresentem de forma verdadeira e apropriada a posição financeira consolidada, o desempenho financeiro e os fluxos de caixa consolidados do Grupo de acordo com as Normas Internacionais de Relato Financeiro (IFRS) tal como adotadas na União Europeia;
- elaboração do relatório consolidado de gestão, relatório de governo societário, demonstração não financeira consolidada e relatório sobre remunerações nos termos legais e regulamentares aplicáveis;
- criação e manutenção de um sistema de controlo interno apropriado para permitir a preparação de demonstrações financeiras consolidadas isentas de distorções materiais devido a fraude ou a erro;
- adoção de políticas e critérios contabilísticos adequados nas circunstâncias; e
- avaliação da capacidade do Grupo de se manter em continuidade, divulgando, quando aplicável, as matérias que possam suscitar dúvidas significativas sobre a continuidade das atividades.

O órgão de fiscalização é responsável pela supervisão do processo de preparação e divulgação da informação financeira do Grupo.

Responsabilidades do auditor pela auditoria das demonstrações financeiras consolidadas

A nossa responsabilidade consiste em obter segurança razoável sobre se as demonstrações financeiras consolidadas como um todo estão isentas de distorções materiais devido a fraude ou a erro, e emitir um relatório onde conste a nossa opinião. Segurança razoável é um nível elevado de segurança mas não é uma garantia de que uma auditoria executada de acordo com as ISA detetará sempre uma distorção material quando exista. As distorções podem ter origem em fraude ou erro e são consideradas materiais se, isoladas ou conjuntamente, se possa razoavelmente esperar que influenciem decisões económicas dos utilizadores tomadas com base nessas demonstrações financeiras.

Como parte de uma auditoria de acordo com as ISA, fazemos julgamentos profissionais e mantemos ceticismo profissional durante a auditoria e também:

- identificamos e avaliamos os riscos de distorção material das demonstrações financeiras consolidadas, devido a fraude ou a erro, concebemos e executamos procedimentos de auditoria que respondam a esses riscos, e obtemos prova de auditoria que seja suficiente e apropriada para proporcionar uma base para a nossa opinião. O risco de não detetar uma distorção material devido a fraude é maior do que o risco de não detetar uma distorção material devido a erro, dado que a fraude pode envolver conluio, falsificação, omissões intencionais, falsas declarações ou sobreposição ao controlo interno;
- obtemos uma compreensão do controlo interno relevante para a auditoria com o objetivo de conceber procedimentos de auditoria que sejam apropriados nas circunstâncias, mas não para expressar uma opinião sobre a eficácia do controlo interno do Grupo;
- avaliamos a adequação das políticas contabilísticas usadas e a razoabilidade das estimativas contabilísticas e respetivas divulgações feitas pelo órgão de gestão;
- concluímos sobre a apropriação do uso, pelo órgão de gestão, do pressuposto da continuidade e, com base na prova de auditoria obtida, se existe qualquer incerteza material relacionada com acontecimentos ou condições que possam suscitar dúvidas significativas sobre a capacidade do Grupo para dar continuidade às suas atividades. Se concluirmos que existe uma incerteza material, devemos chamar a atenção no nosso relatório para as divulgações relacionadas incluídas nas demonstrações financeiras consolidadas ou, caso essas divulgações não sejam adequadas, modificar a nossa opinião. As nossas conclusões são baseadas na prova de auditoria obtida até à data do nosso relatório. Porém, acontecimentos ou condições futuras podem levar a que o Grupo descontinue as suas atividades;
- avaliamos a apresentação, estrutura e conteúdo global das demonstrações financeiras consolidadas, incluindo as divulgações, e se essas demonstrações financeiras representam as transações e acontecimentos subjacentes de forma a atingir uma apresentação apropriada;
- planeámos e executamos a nossa auditoria para obtermos prova de auditoria suficiente e apropriada relativa à informação financeira das entidades ou unidades dentro do Grupo como base para formar uma opinião sobre as demonstrações financeiras consolidadas. Somos responsáveis pela orientação, supervisão e revisão do desempenho do trabalho efetuado para efeitos da auditoria do Grupo e somos os responsáveis finais pela nossa opinião de auditoria;
- comunicamos com os encarregados da governação, incluindo o órgão de fiscalização, entre outros assuntos, o âmbito e o calendário planeado da auditoria, e as conclusões significativas da auditoria incluindo qualquer deficiência significativa de controlo interno identificada durante a auditoria;

- das matérias que comunicamos aos encarregados da governação, incluindo o órgão de fiscalização, determinamos as que foram as mais importantes na auditoria das demonstrações financeiras consolidadas do ano corrente e que são as matérias relevantes de auditoria. Descrevemos essas matérias no nosso relatório, exceto quando a lei ou regulamento proibir a sua divulgação pública;
- declaramos ao órgão de fiscalização que cumprimos os requisitos éticos relevantes relativos à independência e comunicamos-lhe todos os relacionamentos e outras matérias que possam ser percecionadas como ameaças à nossa independência e, quando aplicável, quais as medidas tomadas para eliminar as ameaças ou quais as salvaguardas aplicadas.

A nossa responsabilidade inclui ainda a verificação da concordância da informação constante do relatório consolidado de gestão com as demonstrações financeiras consolidadas, e as verificações previstas nos números 4 e 5 do artigo 451º do Código das Sociedades Comerciais em matéria de governo das sociedades, bem como a verificação de que a demonstração não financeira consolidada e o relatório de remunerações foram apresentados.

RELATO SOBRE OUTROS REQUISITOS LEGAIS E REGULAMENTARES

Formato eletrónico único europeu (ESEF)

As demonstrações financeiras consolidadas de VAA – Vista Alegre Atlantis, SGPS, S.A. referentes ao exercício findo em 31 de dezembro de 2024 têm de cumprir os requisitos aplicáveis estabelecidos no Regulamento Delegado (UE) 2019/815 da Comissão, de 17 de dezembro de 2018 (“Regulamento ESEF”).

O órgão de gestão é responsável pela elaboração e divulgação do relatório anual em conformidade com o Regulamento ESEF.

A nossa responsabilidade consiste em obter segurança razoável sobre se as demonstrações financeiras consolidadas, incluídas no relatório anual, estão apresentadas em conformidade com os requisitos estabelecidos no Regulamento ESEF.

Os nossos procedimentos tomaram em consideração a Guia de Aplicação Técnica da Ordem dos Revisores Oficiais de Contas (OROC) sobre o relato em ESEF e incluíram, entre outros:

- a obtenção da compreensão do processo de relato financeiro, incluindo a apresentação do relatório anual no formato XHTML válido; e
- a identificação e avaliação dos riscos de distorção material associados à marcação das informações das demonstrações financeiras consolidadas, em formato XBRL, utilizando a tecnologia iXBRL. Esta avaliação baseou-se na compreensão do processo implementado pela Entidade para marcar a informação.

Em nossa opinião, as demonstrações financeiras consolidadas, incluídas no relatório anual, estão apresentadas, em todos os aspetos materiais, em conformidade com os requisitos estabelecidos no Regulamento ESEF.

Sobre o relatório consolidado de gestão

Dando cumprimento ao artigo 451º, nº 3, al. e) do Código das Sociedades Comerciais, somos de parecer que o relatório consolidado de gestão foi preparado de acordo com os requisitos legais e regulamentares aplicáveis em vigor, a informação nele constante é concordante com as demonstrações financeiras consolidadas auditadas e, tendo em conta o conhecimento e apreciação sobre o Grupo, não identificámos incorreções materiais. Conforme referido no artigo 451.º, n.º 7 do Código das Sociedades Comerciais, este parecer não é aplicável à demonstração não financeira consolidada incluída no relatório consolidado de gestão.

Sobre o relatório de governo societário

Dando cumprimento ao artigo 451º, nº 4, do Código das Sociedades Comerciais, somos de parecer que o relatório de governo societário inclui os elementos exigíveis ao Grupo nos termos do artigo 29.º-H do Código dos Valores Mobiliários, não tendo sido identificadas incorreções materiais na informação divulgada no mesmo, cumprindo o disposto nas alíneas c), d), f), h), i) e l) do nº 1 do referido artigo.

Sobre a demonstração não financeira consolidada

Dando cumprimento ao artigo 451º, nº 6, do Código das Sociedades Comerciais, informamos que o Grupo incluiu no seu relatório consolidado de gestão a demonstração não financeira consolidada prevista no artigo 508º-G do Código das Sociedades Comerciais.

Sobre o relatório de remunerações

Dando cumprimento ao artigo 26º-G, nº6, do Código dos Valores Mobiliários, informamos que o Grupo incluiu em capítulo autónomo, no seu relatório sobre o governo das sociedades, as informações previstas no nº 2 do referido artigo.

Sobre os elementos adicionais previstos no artigo 10º do Regulamento (UE) nº 537/2014

Dando cumprimento ao artigo 10º do Regulamento (UE) nº 537/2014 do Parlamento Europeu e do Conselho, de 16 de abril de 2014, e para além das matérias relevantes de auditoria acima indicadas, relatamos ainda o seguinte:

- Fomos nomeados auditores de VAA – Vista Alegre Atlantis, S.G.P.S., S.A. (entidade-mãe do Grupo) pela primeira vez na assembleia geral de acionistas realizada em 24 de março de 2017 para um mandato compreendido entre 2017 e 2018. Fomos posteriormente nomeados na assembleia geral de acionistas realizada em 30 de abril de 2019 para um segundo mandato, abrangendo os exercícios de 2019 e 2020, nomeados na assembleia geral de acionistas realizada em 16 de junho de 2022 para um terceiro mandato que abrangeu os exercícios de 2021 e 2022 e nomeados na assembleia geral de acionistas realizada em 5 de junho de 2023 para um quarto mandato que abrange os exercícios de 2023 e 2024.
- O órgão de gestão confirmou-nos que não tem conhecimento da ocorrência de qualquer fraude ou suspeita de fraude com efeito material nas demonstrações financeiras consolidadas. No planeamento e execução da nossa auditoria de acordo com as ISA mantivemos o ceticismo profissional e concebemos procedimentos de auditoria para responder à possibilidade de distorção material das demonstrações financeiras consolidadas devido a fraude. Em resultado do nosso trabalho não identificámos qualquer distorção material nas demonstrações financeiras consolidadas devido a fraude.

- Confirmamos que a opinião de auditoria que emitimos é consistente com o relatório adicional que preparamos e entregámos ao órgão de fiscalização do Grupo em 29 de abril de 2025.
- Declaramos que não prestámos quaisquer serviços proibidos nos termos do artigo 5º, número 1, do Regulamento (UE) nº 537/2014, de 16 de abril de 2014, e que mantivemos a nossa independência face ao Grupo durante a realização da auditoria.

Porto, 29 de abril de 2024

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