

**Audit Report on Financial Statements
issued by an Independent Auditor**

GREENALIA, S.A.

Financial Statements and Management
Report
for the year ended
31 December 2025

Translation of a report and financial statements originally
issued in Spanish. In the event of discrepancy, the
Spanish-language version prevails



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AUDIT REPORT ON FINANCIAL STATEMENTS ISSUED BY AN INDEPENDENT AUDITOR

Translation of a report and financial statements originally issued in Spanish. In the event of discrepancy, the Spanish-language version prevails.

To the shareholders of Greenalia, S.A.:

Opinion

We have audited the financial statements of GREENALIA, S.A. (the “Company”), which comprise the balance sheet as at 31 December 2025, the income statement, the statement of changes in equity, the statement of cash flows, and the notes thereto for the year then ended.

In our opinion, the accompanying financial statements give a true and fair view, in all material respects, of the equity and financial position of the Company as at 31 December 2025, and of its financial performance and its cash flows for the year then ended in accordance with the applicable financial reporting framework in Spain (identified in Note 2 to the accompanying financial statements) and, specifically, the accounting principles and criteria contained therein.

Basis for opinion

We conducted our audit in accordance with prevailing audit regulations in Spain. Our responsibilities under those regulations are further described in the *Auditor’s responsibilities for the audit of the financial statements* section of our report.

We are independent of the Company in accordance with the ethical requirements, including those related to independence, that are relevant to our audit of the financial statements in Spain as required by prevailing audit regulations. In this regard, we have not provided non-audit services nor have any situations or circumstances arisen that might have compromised our mandatory independence in a manner prohibited by the aforementioned requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Most relevant audit issues

Most relevant audit issues are those matters that, in our professional judgement, were the most significant assessed risks of material misstatements in our audit of the financial statements of the current period. These risks were addressed in the context of our audit of the financial statements as a whole, and in forming our audit opinion thereon, and we do not provide a separate opinion on these risks.

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Recoverability of non-current investments in group companies and associates

Description At year-end 2025, the Company recognised non-current investments in group companies on the balance sheet amounting to €200,844 thousand.

Company management assesses all its investments, at least annually, whether there are any indications of impairment and whether there is objective evidence that the carrying amount of an investment is not recoverable. The determination of the existence of indications of impairment depends on the result of complex estimates that require management to make judgements and assumptions.

The information related to the criteria used by the Company's management and the key judgements made in determining whether there are indications of impairment of investments in group companies are disclosed in Notes 2.4 and 4.5 to the accompanying financial statements.

Given the significance of the amounts involved and the complexity inherent in the judgements and estimates made, we determined this to be a relevant audit issue.

Our

response

Regarding this matter, our procedures included, among others, the following:

- ▶ Understanding the processes established by the Company's management for assessing the existence of indications of impairment of investments in group companies.
- ▶ Obtaining supporting documentation of the assessment by management of indications of impairment of the main investees.
- ▶ Reviewing the disclosures in the notes to the financial statements in accordance with the applicable financial reporting framework.

Emphasis of matter paragraph

We draw attention to Note 2.3 to the accompanying financial statements describing the circumstances that cast doubt on the ability to continue to operate as a going concern and the factors mitigating them. Our opinion is not modified in respect of this matter.

Other information: Management report

Other information refers exclusively to the 2025 management report, the preparation of which is the responsibility of the Company's directors and is not an integral part of the financial statements.

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Our audit opinion on the financial statements does not cover the management report. In conformity with prevailing audit regulations in Spain, our responsibility in terms of the management report is to assess and report on the consistency of the management report with the financial statements based on the knowledge of the Company obtained during the audit, and to assess and report on whether the content and presentation of the management report are in conformity with applicable regulations. If, based on the work carried out, we conclude that there are material misstatements, we are required to disclose them.

Based on the work performed, as described in the above paragraph, the information contained in the management report is consistent with that provided in the 2025 financial statements and its content and presentation are in conformity with applicable regulations.

Directors' responsibilities for the financial statements

The directors are responsible for the preparation of the accompanying financial statements so that they give a true and fair view of the equity, financial position and results of the Company, in accordance with the financial reporting framework applicable to the Company in Spain, and for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with prevailing audit regulations in Spain will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with prevailing audit regulations in Spain, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- ▶ Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors of the Company regarding, among other matters, the planned scope and timing of the audit and the significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

From the significant risks communicated with the Company's directors, we determine those that were of most significance in the audit of the financial statements of the current period and are therefore the most significant assessed risks.

We describe those risks in our auditor's report unless law or regulation precludes public disclosure about the matter.

ERNST & YOUNG, S.L.
(Registered in Spain's Official Register of Auditors
under No. S0530)

Signed in original in Spanish

Manuel Pestana Da Silva Gómez-Aller
(Registered in Spain's Official Register of Auditors
under No. 22768)

29 April 2026

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GREENALIA, S.A.

**Annual Accounts and Management Report
for the financial year ended
31 December 2025**

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MANAGEMENT REPORT

- Management report for the financial year ended 31 December 2025.

PREPARATION OF ANNUAL ACCOUNTS AND MANAGEMENT REPORT

Greenalia, S.A.
Balance as of 31 December 2025
(Stated in Euros)

ASSETS	Notes	2025	2024
NON-CURRENT ASSETS		205,588,291	184,233,440
Intangible assets	5	608,463	893,919
Computer applications		608,463	893,919
Property, plant and equipment	6	155,440	155,440
Fixed assets under construction and advances		155,440	155,440
Non-current investments in group companies and associates		200,844,417	182,236,752
Equity instruments	7	18,561,007	18,555,007
Loans to companies	8	182,283,410	163,681,745
Long-term financial investments	8	33,315	78,428
Loans to third parties		30,075	75,188
Other financial assets		3,240	3,240
Deferred tax assets	12	3,946,656	868,901
CURRENT ASSETS		32,645,689	19,900,915
Inventories		--	1,168
Advances to suppliers		--	1,168
Trade and other accounts receivable		12,852,388	5,260,688
Trade receivables for sales and services	8	2,112	11,616
Trade receivables, group companies and associates	8	12,734,385	5,173,071
Staff	8	35,507	--
Current tax assets	12	34,153	34,153
Receivables from Public Authorities	12	46,231	41,848
Short-term investments in group companies and associates	8	15,747,621	9,026,450
Other financial assets		15,747,621	9,026,450
Short-term financial investments	8	16,754	12,770
Other financial assets		16,754	12,770
Short-term accruals	8	1,247,918	2,799,987
Cash and other cash equivalents	9	2,781,008	2,799,852
Cash flow		2,781,008	2,799,852
TOTAL ASSETS		238,233,980	204,134,355

Greenalia, S.A.
Balance sheet as of 31 December 2025
(Stated in Euros)

NET EQUITY AND LIABILITIES	Notes	2025	2024
EQUITY		811,038	10,381,023
SHAREHOLDERS' EQUITY		811,038	10,381,023
Capital	10.1	433,182	433,182
Registered capital		433,182	433,182
Issue premium	10.2	18,361,239	18,361,239
Reserves	10.3	(7,877,408)	(7,854,509)
Legal and statutory		88,684	88,684
Other reserves		(7,966,092)	(7,943,193)
Profit or loss brought forward	10.3	(690,804)	(6,025,405)
Other contributions from shareholders		131,916	131,916
Financial year profit	3	(9,547,087)	5,334,600
NON-CURRENT LIABILITIES		121,373,734	74,995,918
Long-term payables	11	46,460,323	--
Debt obligations and other marketable securities		46,460,323	--
Long-term debt with group and associated companies	11	74,913,411	74,995,918
CURRENT LIABILITIES		116,049,208	118,757,414
Short-term provisions		55,104	55,103
Short-term liabilities	11	99,264,582	115,362,560
Debt obligations and other marketable securities		70,100,692	114,356,687
Bank borrowings		5,640	5,788
Other financial liabilities		29,158,250	1,000,085
Short-term payables to group companies and associates	11	14,184,422	2,613,352
Commercial creditors and other payables		2,545,100	726,399
Suppliers	11	111,698	--
Group and associated company suppliers	11	750,582	--
Sundry accounts payable	11	1,590,521	563,564
Staff (remuneration pending payment)		240	992
Other debts to Public Authorities	12	92,059	161,843
TOTAL EQUITY AND LIABILITIES		238,233,980	204,134,355

Greenalia, S.A.
Profit and loss account for the financial year ended
31 December 2025
(Stated in Euros)

	Notes	2025	2024
Net turnover	13.1	14,616,778	11,094,136
Procurements		(10,867)	(16,889)
Consumption of raw materials and other consumable materials		(10,867)	(16,889)
Staff costs	13.2	(999,184)	(1,174,185)
Wages, salaries and similar		(799,138)	(973,533)
Social security contributions		(200,046)	(200,652)
Other operating expenses		(2,236,763)	(1,567,484)
External services	13.3	(2,232,956)	(1,561,248)
Taxes		(3,807)	(6,236)
Depreciation of fixed assets	5 and 6	(302,731)	(373,262)
Other profit/loss		(56,448)	(61,785)
OPERATING PROFIT		11,010,785	7,900,531
Financial income		4,283	155,972
From marketable securities and other financial instruments		4,283	155,972
From third parties		4,283	155,972
Financial expenses	13.4	(10,006,424)	(7,783,151)
Due to debts with group and associated companies		—	(367,699)
Payables to third parties		(10,006,424)	(7,415,452)
Exchange differences	8.1	(13,671,551)	6,974,413
FINANCIAL RESULT		(23,673,692)	(652,766)
PROFIT/LOSS BEFORE TAXES		(12,662,907)	7,247,765
Corporate income tax	12.1	3,115,820	(1,913,165)
ANNUAL RESULT OF THE YEAR FROM CONTINUING OPERATIONS		(9,547,087)	5,334,600
PROFIT FOR THE PERIOD		(9,547,087)	5,334,600

Greenalia, S.A.

Statement of changes in equity for the financial year ended 31 December 2025

(Stated in Euros)

A) Statement of recognised income and expenses for the financial year ended 31 December 2025

	Notes	2025	2024
Result of the profit and loss account	3	(9,547,087)	5,334,600
Total income and expenses allocated directly in equity		--	--
Total transfers to the profit and loss account		--	--
TOTAL RECOGNISED INCOME AND EXPENSES		(9,547,087)	5,334,600

Greenalia, S.A.
Statement of total changes in equity for the financial year ended 31 December 2025
(Stated in euros)

B) Statement of total changes in equity for the financial year ended 31 December 2025

	Registered capital (Note 10.1)	Issue premium (Note 10.2)	Reserves (Note 10.3)	Other contributions from shareholders	Profit/loss brought forward (Note 10.3)	Profit/loss for the current financial year (Note 3)	TOTAL
ENDING BALANCE AT 31 DECEMBER 2023	433,182	18,361,239	(8,219,727)	131,916	(2,690,541)	(3,334,864)	4,681,205
Total recognised income and expenses						5,334,600	5,334,600
Transactions with shareholders or owners							
Allocation of profit/loss	--	--	--	--	(3,334,864)	3,334,864	--
Other changes in equity							
Other movements	--	--	365,218	--	--	--	365,218
ENDING BALANCE AT 31 DECEMBER 2024	433,182	18,361,239	(7,854,509)	131,916	(6,025,405)	5,334,600	10,381,023
Total recognised income and expenses						(9,547,087)	(9,547,087)
Transactions with shareholders or owners							
Allocation of profit/loss	--	--	--	--	5,334,600	(5,334,600)	--
Other changes in equity							
Other movements	--	--	(22,899)	--	1	--	(22,898)
ENDING BALANCE AT 31 DECEMBER 2025	433,182	18,361,239	(7,877,408)	131,916	(690,804)	(9,547,087)	811,038

Greenalia, S.A.

Cash flow statement for the financial year ended 31 December 2025

(Stated in Euros)

	Notes	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/loss for the year before tax		(12,662,907)	7,247,765
Profit/loss adjustments		23,170,764	1,081,131
Depreciation of fixed assets	5 and 6	302,731	373,262
Financial income		(4,283)	(155,972)
Financial expenses	13.4	10,006,424	7,783,151
Exchange differences		13,671,551	(6,974,413)
Other income and expenses	13.1	(805,659)	55,103
Changes in working capital		(16,404,419)	(5,285,702)
Inventories		1,168	--
Debtors and other receivables		(7,556,685)	(3,149,933)
Other current assets		(10,637,071)	221,872
Trade and accounts payable		1,788,169	(2,357,715)
Other current liabilities		--	74
Other cash flows from operating activities		(9,698,949)	(7,446,212)
Interest payments		(9,703,232)	(7,446,212)
Interest received		4,283	--
		(15,595,511)	(4,403,018)
CASH FLOWS FROM INVESTMENT ACTIVITIES			
Investment payments		(25,990,349)	(50,803,174)
Group companies and associates		(25,973,074)	(50,430,668)
Intangible assets	5	(17,275)	(372,506)
Proceeds from disposals		10,099	30,592,719
Group companies and associates		--	28,742,748
Other financial assets		10,099	1,849,971
		(25,980,250)	(20,210,455)
CASH FLOWS FROM FINANCING ACTIVITIES			
Charges and payments relating to financial liability instruments		41,547,716	12,244,811
Issuance			
Issuance of bonds and marketable securities		167,860,323	175,405,788
Debts with group and associated companies		11,488,563	18,939,023
Other payables		29,158,250	1,000,000
Return and amortisation of			
Return of bonds and marketable securities		(165,959,335)	(183,100,000)
Amounts payable to group companies and associates		(1,000,085)	--
		41,547,716	12,244,811
EFFECT OF CHANGES IN EXCHANGE RATES		9,201	(48,489)
NET INCREASE / (DECREASE) OF CASH OR CASH EQUIVALENTS		(18,844)	(12,417,151)
Cash and cash equivalents at beginning of year	9	2,799,852	15,217,003
Cash and cash equivalents at end of year	9	2,781,008	2,799,852

Greenalia, S.A.

Annual report for the financial year ended 31 December 2025

1. BUSINESS ACTIVITY

Greenalia, S.A. (hereinafter “the Company”) was incorporated on 13 December 2013 as a private limited liability company under the corporate name of Grupo García Forestal, S.L.U and on 2 September 2016, it changed its corporate name to Greenalia, S.L and on 7 July 2017, it became a Public Limited Liability Company. The company is registered in the Commercial Registry of A Coruña in volume 3,504, General Section, folio 12, page C-50.963. Its registered office, which was established on 31 December 2015 at Avenida de Zumalacárregui, 35 Bajo, 15350, Cedeira (A Coruña), was changed on 2 September 2016 to Plaza de María Pita, nº 10 planta 1ª, A Coruña.

Its corporate purpose consists of the production of electricity using renewable energy sources and all the complementary activities, development, management, operation, maintenance and marketing of power plants, in addition to the acquisition and disposal of shares and interests representing the share capital of any type of company, the financing of investees and the provision of management support services required by investees to adequately manage and administer their own business, whether through the Company's staff or third parties.

The Company is part of the group of companies headed by SMARTTIA, S.L.U. (formerly Noroeste Inversión y Desarrollo, S.L.U.) with registered office at Plaza de María Pita, nº 10 planta 1ª in A Coruña. The consolidated annual accounts of the Smarttia Group and the consolidated management report for the 2024 financial year were drawn up on 26 September 2025 and filed with the Commercial Registry of A Coruña, together with the corresponding audit report. The consolidated annual accounts and the consolidated management report for the 2025 financial year will be drafted and filed, together with the corresponding audit report, with the Commercial Registry within the legally established deadlines.

Notwithstanding the foregoing, the company, as the parent company of the Greenalia Group, hereby voluntarily draws up and files the consolidated annual accounts of the Group it heads with the Commercial Registry of A Coruña. The consolidated annual accounts of the Greenalia Group and the consolidated management report for the 2024 financial year were drawn up on 28 March 2025 and were filed with the Commercial Registry together with the corresponding audit report.

Over the last few years, the company and the group it heads have led the completion of various energy projects, focusing its strategic plan on the development of renewable energies.

The functional currency of the Company is the euro.

2. BASES OF PRESENTATION OF THE ANNUAL ACCOUNTS

The annual accounts have been prepared in accordance with the regulatory framework for financial information applicable to the Company, which is set forth in the General Accounting Plan approved by Royal Decree 1514/2007, of 16 November, which has been subject to several modifications since its publication, with the last of them being by Law 7/2024, of 20 December, and its rules for implementation, as well as with the rest of the mercantile law in force.

The annual accounts have been prepared by the Directors of the Company to be submitted for approval at the General Shareholders' Meeting, it being foreseen that they will be approved without any modification.

The figures included in the annual accounts are expressed in euros, unless otherwise indicated.

2.1 True and fair view

The annual accounts have been prepared on the basis of the Company's auxiliary accounting records, having applied the legal provisions in force on accounting matters in order to give a true and fair view of the Company's net worth, financial position and results of operations. The statement of cash flows has been prepared in order to provide accurate information on the origin and use of the monetary assets representative of cash and other equivalent liquid assets belonging to the Company.

2.2 Information comparison

In accordance with commercial legislation, the corresponding information relating to the previous financial year ended 31 December 2024 is presented for the purposes of comparison, with each of the items of the balance sheet, of the profit and loss account, of the statement of changes to the net equity and of the cashflow statement, as well as the figures for the financial year 2025. The report also includes quantitative information about the previous financial year, except where an accounting rule specifically sets out that it is not necessary.

2.3 Going concern

At 31 December 2025, the Company has a negative working capital of 83,403,519 euros (a negative amount of 98,856,499 euros at 31 December of the year 2024), mainly due to the maturity in 2026 of debts with other financial institutions associated with projects under development and construction amounting to 29,158 thousand euros and the Company's promissory note programme amounting to 69,798 thousand euros. The Company also accrued a loss in 2025 of 9,547,087 euros (profit of 5,334,600 euros in 2024), mainly due to the impact of exchange rate differences associated with the financing agreement entered into with the Group company Greenalia Power US, Inc., which had a negative effect of 13,663,651 euros.

These circumstances are indicative of uncertainty regarding the application of the going concern principle, although the Directors of the company have considered the following mitigating factors:

- The bond issued at the end of the 2025 financial year, with an investment-grade rating, has been issued with a maximum principal of 100 million euros, of which 50 million euros have been drawn. Therefore, the company could make new issuances for an additional amount of 50 million euros.

- In relation to the green promissory note programme subscribed by the company, it is worth noting that, according to this programme, although they mature in the short term, they have been recurrently renewed in recent years. This has already occurred in the 2025 financial year and is expected to continue in the following year. The green promissory note programme has a maximum principal of 100 million euros, which, at the end of the financial year, leaves the company with an issuance capacity of 30.3 million euros.
- The latest valuation of the assets owned by the subsidiary entities, carried out by an independent third party as of 31 December 2025, shows that their fair value is significantly higher than their book value, meaning that their sale could generate funds that will improve the company's financial position. In this regard, the management has received offers for the sale of part of its portfolio in Spain, which would allow the entry of new funds.
- The management is in the process of finalising the financing for the renewal of the loans for the operational projects in Spain. This new financing will significantly reduce the financial costs of these projects and provide additional resources to continue with the Group's business plan.
- In relation to the debts maturing in 2026, management is working on their refinancing, following the same approach as the refinancing of the previous three bonds. However, in the remote case of a potential default and enforcement, they do not have significant guarantees (see Note 11.3).
- The Company continues to analyse and is working with internationally recognised advisors to obtain capital instruments to strengthen liquidity and solvency, enabling it to sustain the continuation of investment plans, as is customary in such capital-intensive sectors. As of the date of preparation of these financial statements, the company is evaluating various options received from potential investors.
- The majority shareholder of the company (Smarttia, S.L.U.) has expressly committed to providing the necessary financial support to enable the company to meet its commitments and payment obligations and to ensure the continuity of its operations.

In this regard, and taking into account the current business plan of the Company's and its subsidiary entities' other assets and businesses, which show positive operating cash flows, and the expectation that the renewal of the loans maturing in the short term will be successfully completed, the Directors of the Company have prepared the financial statements based on the going concern principle.

2.4 Key issues in relation to the measurement and estimation of uncertainty

In preparing the Company's annual accounts, the Directors have made estimates in determining the carrying amounts of certain assets, liabilities, income and expenses and the breakdowns of the contingent liabilities. These estimates have been made on the basis of the best information available at year-end. However, in view of the inherent uncertainty, there may be future events that may require them to be amended in future periods, which would be done prospectively, if necessary.

The key assumptions concerning the future, and other relevant data on the estimation of uncertainty on the closing date of the financial year, which may involve a major risk of causing significant changes in the value of assets or liabilities of the next financial year, are the following:

Impairment losses on investments in group companies

For investments in group companies, the company's Directors analyse whether there is any indication of impairment for the group companies in which significant holdings or receivables are held.

In particular, for those investees that hold electricity production and sales projects that are in operation, the results obtained during the year and the existence of external factors that may affect their profitability, such as legislative changes or changes in the price of future energy, are analysed.

In addition, specifically for those investees that hold electricity production and sales projects that are in the development phase:

- The existence of external factors that may affect their profitability, such as legislative changes or changes in energy prices, is analysed. Compliance with the legal and contractual deadlines established for their development is analysed.
- In addition, assessments of the Group's projects obtained from both internal and external sources are analysed.

Where indications of impairment are detected, the valuation of non-current assets would require estimates to be made in order to determine their recoverable amount for the purpose of assessing possible impairment. In order to determine this fair value, the Directors of the Company estimate the future cash flows expected from the assets or from the cash-generating units to which they belong and they use an appropriate discount rate to calculate the present value of these cash flows. Future cash flows depend on the implementation of the budgets for the projected periods.

Management, in its analysis of the recoverability of investments, currently considers that at the present time, there is no indication of impairment on any of its investments that are developing or operating renewable energy projects, since recent valuations by independent experts indicate a value of the underlying assets that is much higher than their net book value.

No indications of impairment were identified in the financial years 2025 and 2024.

Income tax

The legal situation of the tax legislation applicable to the Group implies the existence of estimated calculations and an uncertain final quantification of the tax. The tax is calculated on the basis of the best estimates of the Group's management in accordance with the current tax legislation and taking the likely development thereof into account (Note 12).

When the final taxable profit differs from the initially recognised amounts, the differences will have an impact on the income tax expense in the year in which said determination is made.

3. DISTRIBUTION OF EARNINGS

The proposed distribution of the profit for the year 2025, which has been drawn up by the Directors and is expected to be approved by the shareholders at the Annual General Meeting, is as follows:

(Euros)	2025
Basis of distribution	
Balance of the profit and loss account (Profits)	(9,547,087)
	(9,547,087)
Application	
To negative profit/loss from previous years	(9,547,087)
	(9,547,087)

3.1 Limitations for the distribution of dividends

The Company is obliged to transfer 10% of profit for the year to the legal reserve until the balance of this reserve reaches at least 20% of share capital. This reserve is not distributable to the shareholders until it exceeds 20% of the share capital (Note 10.3).

Once the provisions of the law or the articles of association have been met, dividends may only be distributed out of the profit for the year, or out of unrestricted reserves, if the value of the net assets is not or, as a result of the distribution, is not less than the share capital. For these purposes, profits charged directly to shareholders' equity may not be distributed, either directly or indirectly. If there are retained losses that cause the value of the Company's equity to be less than its share capital, the profit will be used to offset these losses.

The publication of the Consolidated Text of Law 27/2014, of 27 November, on Corporate Income Tax, introduced a series of amendments in the field of tax incentives, including the introduction of a new tax incentive linked to the increase in equity of companies to which the general tax regime applies. In this respect, the Company maintains a capitalisation reserve of 36,594 euros as of 31 December 2025 and 2024 (Note 10.3).

4. RECORDING AND VALUATION STANDARDS

The main recording and valuation criteria used by the Company in drafting these annual accounts are as follows:

4.1 Intangible assets

Intangible fixed assets are initially valued according to their acquisition price or production cost. The cost of intangible assets acquired through business combinations is their fair value at the acquisition date.

Following initial recognition, intangible assets are measured at cost, less any accumulated amortisation and, as appropriate, any accumulated impairment losses recognised.

Intangible assets are amortised systematically on a straight-line basis over their estimated useful lives and residual values. The amortisation methods and periods applied are reviewed at each financial year-end and, where appropriate, adjusted prospectively. At least at year-end, the existence of indications of impairment is assessed, in which case the recoverable amounts are estimated and the appropriate impairment adjustments are made.

Computer applications

This item includes the costs of software purchased from third parties. They are amortised on a straight-line basis over their estimated useful life of 3 years.

The costs of in-house staff who have worked on the development of computer applications are included as an increase in the cost thereof, with a credit to the heading "Work carried out by the company on its assets" in the profit and loss account.

Repairs which do not represent an extension of the useful life and maintenance costs are charged to the profit and loss account in the year in which they are incurred.

4.2 Property, plant and equipment

Property, plant and equipment is initially valued according to its acquisition price or production cost.

Following initial recognition, property, plant and equipment is measured at cost, less any accumulated amortisation and, as appropriate, any accumulated impairment losses recognised.

The cost of assets acquired or produced after 1 January 2008, which require more than one year to be ready for use, includes financial expenses accrued before the assets are ready for use and which comply with the requirements for capitalisation.

The value of property, plant and equipment also includes the initial estimate of the present value of assumed liabilities arising from the dismantling or removal and other obligations connected with assets, such as restoration costs, when these obligations give rise to the recognition of provisions.

Repairs which do not represent an extension of the useful life and maintenance costs are charged to the profit and loss account in the year in which they are incurred. Renovation, expansion or improvement costs that result in an increase in production capacity or a lengthening of the useful life of assets are capitalised and the carrying amount of the replaced items is written off, where appropriate.

Costs related to major repairs of items of property, plant and equipment, whether or not the affected items are replaced, are identified as a component of the cost of the asset at the date of the asset's inclusion in the assets of the company and are depreciated over the period until the next major repair.

Depreciation of property, plant and equipment is provided on a straight-line basis over their estimated useful lives from the time they are available for use.

The years of estimated useful life for the various items of property, plant and equipment are as follows:

	Years of estimated useful life
Other facilities	10 - 4
Data-Processing Equipment	4

At each year-end, the Company reviews the residual values, useful lives and depreciation methods for property, plant and equipment and, if necessary, adjusts them prospectively.

4.3 Impairment losses on non-financial assets

At least at the end of each reporting period, the Company assesses whether there is any indication that a non-current asset or, where appropriate, a cash-generating unit may be impaired and, if indications exist, their recoverable amounts are estimated.

The recoverable amount of assets is the higher of their fair value less costs to sell and their value in use. When the carrying amount is greater than the recoverable amount, an impairment loss is incurred. Value in use is the current value of expected future cash flows, using risk-free market interest rates, adjusted for the specific risks associated with the asset. For assets that do not generate cash flows that are largely independent of those arising from other assets or groups of assets, the recoverable amount is determined for the cash-generating units to which those assets belong, where cash-generating units are defined as the minimum group of items that generate cash flows that are largely independent of those arising from other assets or groups of assets.

Impairment losses and their reversal are recognised in the profit and loss account. Impairment losses are reversed when the circumstances that gave rise to them cease to exist, except for goodwill. The reversal of the impairment is limited to the carrying amount of the asset that would have been recognised if no impairment had previously been recognised.

4.4 Leases

Contracts are classified as financial leases when it follows from their economic terms that substantially all the risks and rewards incidental to ownership of the leased asset are transferred to the lessee. Otherwise, the contracts are classified as operating leases.

Company as lessee

Operating lease payments are recognised as an expense in the profit and loss account as they accrue.

4.5 Financial assets

Classification and valuation

At initial recognition, the Company classifies all financial assets into one of the categories listed below, which determines the initial and subsequent valuation method applicable:

- Financial assets at fair value through profit or loss
- Financial assets at amortised cost
- Financial assets at fair value through changes in equity
- Financial assets at cost

Financial assets at fair value through profit or loss

The Company classifies a financial asset in this category unless classification in any of the remaining categories is required.

In any case, financial assets held for trading are included in this category. The Company considers a financial asset to be held for trading when at least one of the following three circumstances is met:

- a) It is originated or acquired for the purpose of selling it in the short term.
- b) At the time of initial recognition, it forms part of a portfolio of jointly identified and managed financial instruments for which there is evidence of recent actions to make profits in the short term.
- c) It is a derivative financial instrument, provided that it is not a financial guarantee contract and has not been designated as a hedging instrument.

Furthermore, the Company has the possibility, at initial recognition, to identify a financial asset on an irrevocable basis as being measured at fair value through profit or loss that would otherwise have been included in another category (often referred to as a "fair value option"). This option may be

adopted if it removes or significantly reduces a valuation uncertainty or accounting mismatch that would otherwise arise from the valuation of assets or liabilities on different bases.

The financial assets classified in this category are initially recorded at their fair value which, unless there is evidence to the contrary, is assumed to be the transaction price, which is equivalent to the fair value of the consideration paid. Directly attributable transaction costs are recognised in the profit and loss account for the year (i.e. they are not capitalised).

Subsequent to initial recognition, the Company measures financial assets in this category at fair value through profit and loss (financial result).

Financial assets at amortised cost

The Company classifies a financial asset in this category, whether or not it is admitted to trading on an organised market, if the following conditions are met:

- The Company holds the investment under a management model aimed at receiving the cash flows from the execution of the contract.

The management of a portfolio of financial assets to obtain their contractual flows does not imply that all instruments must necessarily be held to maturity; financial assets may be considered to be managed for that purpose even if sales have occurred or are expected to occur in the future. For such purpose, the Company considers the frequency, amount and timing of sales in prior years, the reasons for such sales and expectations regarding future sales activity.

- The contractual terms of the financial asset give rise, at specified dates, to cash flows that are solely collections of principal and interest on the amount of the outstanding principal. That is, the cash flows are inherent in an arrangement that is in the nature of an ordinary or common loan, notwithstanding that the transaction is arranged at a zero or below-market interest rate.

Such a condition is assumed to be met in the case of a bond or a simple loan with a specified maturity date and for which the Company charges a variable market interest rate and may be subject to a limit. In contrast, this condition is deemed not to be met in the case of instruments convertible into equity instruments of the issuer, loans with inverse floating interest rates (i.e. a rate that has an inverse relationship to market interest rates) or those where the issuer may defer interest payments, if such payment would affect its creditworthiness, without the deferred interest accruing additional interest.

In general, this category includes trade receivables ("trade receivables") and non-trade receivables ("other debtors").

The financial assets classified in this category are initially recorded according to their fair value which, unless there is evidence to the contrary, is assumed to be the price of the transaction, which is equivalent to the fair value of the consideration paid plus the directly attributable transaction costs. That is, the inherent transaction costs are capitalised.

Notwithstanding, loans for commercial transactions with a maturity not exceeding one year and which do not have an explicit contractual interest rate, as well as receivables from personnel, dividends receivable and payments due on equity instruments, the amount of which is expected to be received in the short term, are measured at nominal value when the effect of not discounting cash flows is insignificant.

The amortised cost method is used for subsequent valuation. Accrued interest is recognised in the profit and loss account (financial income) using the effective interest rate method.

Receivables maturing in less than one year which, as described above, are initially measured at nominal value shall continue to be measured at nominal value, unless they are impaired.

In general, when the contractual cash flows of a financial asset at amortised cost change due to the issuer's financial difficulties, the Company assesses whether an impairment loss should be recognised.

Financial assets at fair value through changes in equity

Financial assets are included if the following conditions are met:

- The financial instrument is not held for trading and is not classified at amortised cost.
- The contractual terms of the financial asset give rise, at specified dates, to cash flows that are solely collections of principal and interest on the amount of the outstanding principal.

In addition, the Company has the choice to classify (irrevocably) in this category investments in equity instruments, provided that they are not held for trading, nor are they to be measured at cost (see cost category below).

The financial assets included in this category are initially recorded according to their fair value which, unless there is evidence to the contrary, is assumed to be the price of the transaction, which is equivalent to the fair value of the consideration paid plus the directly attributable transaction costs. That is, the inherent transaction costs are capitalised.

Subsequent valuation is at fair value, without deducting any transaction costs that might be incurred on disposal. Changes in fair value are recognised directly in equity until the financial asset is derecognised or impaired, at which time the amount so recognised is attributed to the profit and loss account.

The valuation corrections due to impairment arising from exchange differences on monetary financial assets denominated in foreign currencies are recognised in the profit and loss account and not in equity.

The amount of the interest calculated according to the effective interest rate, and of the dividends accrued, is also recorded in the profit and loss account (financial income).

Financial assets at cost

The Company includes in this category, in any case:

- a) Equity investments in group, jointly controlled entities and associates (in the separate financial statements).
- b) Other investments in equity instruments whose fair value cannot be determined by reference to a quoted price in an active market for an identical instrument, or cannot be reliably estimated, and derivatives that have these investments as their underlying.
- c) Hybrid financial assets whose fair value cannot be reliably estimated, unless they qualify for recognition at amortised cost.
- d) Contributions made pursuant to a joint account contract and other similar contracts.
- e) Participating loans whose interest is contingent, either because a fixed or variable interest rate is agreed on the achievement of a milestone in the borrowing company (e.g. the

achievement of profits), or because it is calculated solely by reference to the performance of the borrowing company's business.

- f) Any other financial asset that is initially classified in the fair value through profit or loss portfolio when it is not possible to obtain a reliable estimate of its fair value.

The investments included in this category are initially valued at their cost, which is equal to the fair value of the consideration paid plus the directly attributable transaction costs. That is, the inherent transaction costs are capitalised.

In the case of investments in group companies, if there was an investment prior to its classification as a group company, jointly controlled entity or associate, the cost of that investment shall be deemed to be the book value that the investment should have had immediately before the company's classification as a group company, jointly controlled entity or associate.

Subsequent measurement is also at cost less any accumulated impairment losses.

Contributions made as a result of a joint venture and similar contracts are measured at cost, increased or decreased by the profit or loss, respectively, accruing to the company as a non-managing venturer, less any accumulated impairment losses.

The same criteria is applicable to the participating loans whose interest is contingent, either because a fixed or variable interest rate is agreed on the achievement of a milestone in the borrowing company (e.g. the achievement of profits), or because it is calculated solely by reference to the performance of the borrowing company's business. If in addition to contingent interest an irrevocable fixed interest is agreed, the latter is accounted for as finance income on an accruals basis. Transaction costs are recorded in the profit and loss account on a straight-line basis over the life of the participating loan.

Write-off of financial assets from the balance sheet

The Company writes off a financial asset from the balance sheet when:

- The contractual rights to the asset's cash flows expire. In this regard, a financial asset is derecognised when it has matured and the corresponding amount has been received by the Company.
- The contractual rights to the cash flows from the financial asset have been transferred. In this regard, a financial asset is derecognised when the risks and rewards inherent to ownership have been substantially transferred. In particular, in repurchase agreements, factoring and securitisation transactions, the financial asset is derecognised when, after comparing the Company's exposure, before and after the transfer, to the change in the amounts and timing of the net cash flows of the transferred asset, it is concluded that the risks and rewards have been transferred.

Following the analysis of risks and rewards, the Company records the derecognition of financial assets in accordance with the following situations:

- a) The risks and rewards inherent to ownership of the asset have been substantially transferred. The transferred asset is derecognised and the Company recognises the gain or loss on the transaction: the difference between the consideration received net of attributable transaction costs (considering any new asset obtained less any liability assumed) and the carrying amount of the financial asset, plus any cumulative amount recognised directly in equity.
- b) The risks and rewards inherent to ownership of the asset have been substantially retained by the Company. The financial asset is not derecognised and a financial liability is recognised for the amount of the consideration paid.
- c) The risks and rewards of ownership of the asset have not been substantially transferred or retained. In this case, in turn, there are two possible scenarios:
 - o Control is transferred (the transferee has the practical ability to retransfer the asset to a third party): the asset is derecognised from the balance sheet.
 - o Control is not transferred (the transferee has no practical ability to retransfer the asset to a third party): the Company continues to recognise the asset for the amount at which it is exposed to variations in the value of the transferred asset, i.e. for its continuing involvement, and has to recognise an associated liability.

Impairment of financial assets

Debt instruments at amortised cost or fair value through equity

The Company, at least at each balance sheet date, assesses whether there is objective evidence that a financial asset, or a group of financial assets with similar risk characteristics measured collectively, is impaired as a result of one or more events that occurred after initial recognition and that result in a reduction or delay in estimated future cash flows, which may be caused by the debtor's insolvency.

If such evidence exists, the impairment loss is calculated as the difference between the carrying amount and the present value of future cash flows, including, where applicable, those from the enforcement of collateral and personal guarantees, estimated to be generated, discounted at the effective interest rate calculated at initial recognition. For floating rate financial assets, the effective interest rate at the annual accounts reporting date, in accordance with the contractual terms, is used. When calculating impairment losses for a group of financial assets, the Company uses models based on formulas or statistical methods.

The valuation corrections due to impairment, as well as their reversal when the amount of the impairment loss decreases due to a subsequent event, are recognised as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the book value of the asset that would be recognised on the reversal date if the impairment had not been recorded.

As a substitute for the current value of future cash flows, the Company uses the market value of the instrument, provided that it is sufficiently reliable to be considered representative of the value that could be recovered by the Company.

In the case of assets at fair value through equity, cumulative losses recognised in the net equity due to reduction of the fair value, as long as there is objective evidence of the impairment of the value of the asset, are recognised in the profit and loss account.

Equity instruments at fair value through equity

In this type of investment, the Company assumes that the instrument is impaired after a one-and-a-half-year or forty percent decline in the market price without recovery of its value, although it may be necessary to recognise an impairment loss before this period has elapsed or the market price has declined by the aforementioned percentage.

Value adjustments for impairment losses are recognised as an expense in the profit and loss account.

Should the fair value increase, the valuation adjustment recognised in prior years is not reversed with a credit to the profit and loss account and the increase in fair value is recognised directly in equity.

Financial assets at cost

In such a case, the amount of the valuation adjustment is the difference between its carrying amount and the recoverable amount, the latter being the higher of its fair value less costs to sell and the present value of future cash flows arising from the investment, which in the case of equity instruments is calculated either by estimating those expected to be received as a result of the distribution of dividends by the investee and the disposal or derecognition of the investment in the investee, or by estimating its share of the cash flows expected to be generated by the investee from its ordinary activities and from the disposal or derecognition of the investment. Unless there is better evidence of the recoverable amount of investments in equity instruments, the estimate of the impairment loss on this class of assets is calculated on the basis of the investee's equity and the unrealised gains existing at the measurement date, net of taxes.

Value adjustments for impairment losses and, where applicable, reversals of impairment losses are recognised as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the book value of the investment that would be recognised on the reversal date if the impairment had not been recorded.

Interest and dividends received from financial assets

Any interest and dividends from financial assets accrued after the acquisition date are recognised as

revenue in the profit and loss account. Interest is recognised using the effective interest method and dividends are recognised when the right to receive them is declared.

If the dividends distributed clearly originate from results generated prior to the date of acquisition because amounts exceeding the profit generated by the investee since acquisition have been distributed, they are not recognised as income and the carrying amount of the investment is reduced. The assessment of whether profits have been generated by the investee is made solely on the basis of the profits recorded in the individual income statement since the date of acquisition, unless it is certain that the distribution of those profits should be classified as a recovery of the investment from the perspective of the entity receiving the dividend.

4.6 Financial liabilities

At initial recognition, the Company classifies all financial liabilities into one of the categories listed below:

- Financial liabilities at amortised cost
- Financial liabilities at fair value through profit or loss

Financial liabilities at amortised cost

The Company classifies all financial liabilities in this category except when they are to be measured at fair value through profit or loss.

In general, this category includes trade payables ("suppliers") and non-trade payables ("other payables").

Participating loans classified as ordinary or common loans are also included in this category, regardless of whether the transaction is agreed at an interest rate of zero or below market.

Financial liabilities included in this category are initially measured at fair value, which, unless there is evidence to the contrary, is deemed to be the transaction price, which is the fair value of the consideration received adjusted for directly attributable transaction costs. That is, the inherent transaction costs are capitalised.

Notwithstanding, trade payables coming due in less than one year and not bearing a contractual interest rate, as well as disbursements required by third parties on participations, the amount of which is expected to be paid in the short term, are measured at their nominal value, when the effect of not discounting the cash flows is not significant.

The amortised cost method is used for subsequent valuation. Accrued interest is recognised in the profit and loss account (financial expense) using the effective interest rate method.

However, debits maturing within one year which, in accordance with the above, are initially valued at nominal value shall continue to be valued at nominal value.

Contributions received as a result of a joint venture and similar contracts are valued at cost, increased or decreased by the profit or loss, respectively, to be attributed to the non-managing venturers.

The same criteria is applicable to the participating loans whose interest is contingent, either because a fixed or variable interest rate is agreed on the achievement of a milestone in the borrowing company (e.g. the achievement of profits), or because it is calculated solely by reference to the performance of the borrowing company's business. Finance expenses are recognised in the profit and loss account on an accrual basis and transaction costs are recognised in the profit and loss account on a financial basis or, if not applicable, on a straight-line basis over the life of the participating loan.

Financial liabilities at fair value through profit or loss

In this category the Company includes financial liabilities that meet one of the following conditions:

- They are liabilities that are held for trading. A financial liability is considered to be held for trading when it meets one of the following conditions:
 - o It is mainly issued or assumed for the purpose of short-term repurchase (e.g. bonds and other listed marketable securities issued that the company can buy back in the short term based on changes in value).
 - o It is an obligation that a short seller has to deliver financial assets that have been borrowed ("short sale").
 - o At the time of initial recognition, it forms part of a portfolio of jointly identified and managed financial instruments for which there is evidence of recent actions to realise gains in the short term.
 - o It is a derivative financial instrument, provided that it is not a financial guarantee contract and has not been designated as a hedging instrument.
- From initial recognition, it has been irrevocably designated for fair value accounting with changes in the profit and loss account ("fair value option"), because:
 - o An inconsistency or "accounting mismatch" with other instruments at fair value through profit or loss is removed or significantly reduced; or
 - o A group of financial liabilities or financial assets and financial liabilities managed and its performance measured on a fair value basis in accordance with a documented risk management or investment strategy and information on the group is also provided on a fair value basis to key management personnel.
- The full amount of hybrid financial liabilities with a separable embedded derivative may be optionally and irrevocably included in this category.

Financial liabilities included in this category are initially measured at fair value, which, unless evidence on the contrary is provided, is assumed to be the transaction price, which is equivalent to the fair value of the consideration received. The transaction costs that are directly attributable thereto are recognised directly in the profit and loss account for the financial year.

After initial recognition, the company measures financial liabilities in this category at fair value through profit or loss.

Write-off of financial liabilities from the balance sheet

The Company derecognises a previously recognised financial liability from the balance sheet when any of the following circumstances are met:

- The obligation is settled either because payment has been made to the creditor to discharge the debt (through payments in cash or other goods or services), or because the debtor is legally released from any obligation to pay the liability.
- Own financial liabilities are acquired, even if with the intention of replacing them in the future.
- There is an exchange of debt instruments between a lender and a borrower, provided that they have materially different terms, and the new financial liability that arises is recognised;

similarly, a material change in the current terms of a financial liability is recorded, as indicated for debt restructurings.

The accounting for the derecognition of a financial liability is as follows: the difference between the carrying amount of the financial liability (or of the part thereof that has been derecognised) and the consideration paid, including the attributable transaction costs and which also recorded any asset transferred other than the cash or liability assumed, is recognised in the profit and loss account in which it takes place.

Restructuring of debts

In certain cases, the Company restructures its debt commitments with its creditors. For example: extending the principal repayment term in exchange for a higher interest rate, not paying and aggregating interest in a single bullet payment of principal and interest at the end of the life of the debt, etc. There are several options for such changes in the terms of a debt:

- Immediate payment of the nominal amount (before maturity) followed by refinancing of some or all of the nominal amount through a new debt ("debt swap").
- Amendment of the terms of the debt contract prior to its maturity ("debt amendment").

In such cases where a "debt swap" or "debt modification " takes place with the same creditor, the Company analyses whether there has been a material change in the terms of the original debt. Should there have been a material change, the accounting treatment is as follows:

- the carrying amount of the original financial liability (or part thereof) is derecognised from the balance sheet;
- the new financial liability is initially recognised at fair value;
- the transaction costs are recognised against the profit and loss account;
- the difference between the carrying amount of the original financial liability (or part of it that is derecognised) and the fair value of the new liability is also recognised in profit or loss.

However, if the Company concludes after analysis that the two debts do not have substantially different terms (they are essentially the same debt), the accounting treatment is as follows:

- the original financial liability is not derecognised from the balance sheet (i.e. it remains on the balance sheet);
- the commissions paid in the restructuring operation are carried as an adjustment to the book value of the debt;
- a new effective interest rate is calculated from the restructuring date. The amortised cost of the financial instrument is determined by applying the effective interest rate, which is that which equalises the carrying amount of the financial liability on the date of modification with the cash flows payable according to the new conditions.

The conditions of the contracts shall be considered materially different, among other cases, when the present value of the cash flows of the new contract, including any fees paid, net of any fees received, differs by at least ten percent from the present value of the remaining cash flows of the original contract, discounted at the effective interest rate of the original contract.

Certain modifications in the cash flow determination may not exceed this quantitative analysis, but may also result in a material change in the liability, such as: a change from a fixed to a variable

interest rate in the liability's remuneration, the restatement of the liability to a different currency, a fixed rate loan that becomes a participating loan, and so on.

4.7 Fair Value

Fair value is the price that would be received for the sale of an asset or be paid to transfer or settle a liability in an orderly transaction between market participants at the measurement date. Fair value shall be determined without any deduction for transaction costs that might be incurred by reason of disposal by other means. Under no circumstances does fair value result from a forced or urgent transaction or as a result of an involuntary liquidation situation.

The fair value is estimated for a given date and, as market conditions may change over time, that value may be inappropriate for another date. In addition, when estimating fair value, the Company considers the terms and conditions of the asset or liability that market participants would have considered in pricing the asset or liability at the measurement date.

In general, fair value is calculated by reference to a reliable market value. For those elements with respect to which there is an active market, the fair value is obtained, where appropriate, by applying valuation models and techniques. Valuation models and techniques may include the use of references to recent arm's length transactions between willing and informed parties, if available, as well as references to the fair value of other assets that are substantially similar, discounted methods of estimating future cash flows and models generally used to value options.

In any case, the valuation techniques used are consistent with accepted methodologies used by the market for pricing, using, where available, the one that has been shown to produce the most realistic estimates of prices. In addition, they also consider the use of observable market data and other factors that their participants would consider in setting the price, limiting as much as possible the use of subjective considerations and unobservable or unverifiable data.

The Company assesses the effectiveness of the valuation techniques applied on a regular basis, using as a reference the observable prices of recent transactions in the same asset being valued or using prices based on observable market data or indices that are available and applicable.

Therefore, a hierarchy is established for the inputs used in the determination of fair value and a fair value hierarchy is established that allows the estimates to be classified into three levels:

- Level 1: estimates using unadjusted quoted prices in active markets for identical assets or liabilities that are available to the company at the valuation date.
- Level 2: estimates using quoted prices in active markets for similar instruments or other valuation methodologies where all significant inputs are based on directly or indirectly observable market data.
- Level 3: estimates in which certain significant variables are not based on observable market data.

A fair value estimate is classified in the same level of the fair value hierarchy as the lowest level input that is significant to the measurement outcome. For this purpose, a significant variable is a variable which has a decisive influence on the estimation result. When assessing the significance of a particular variable for estimation purposes, the specific conditions of the asset or liability being valued are taken into account.

4.8 Treasury shares

Treasury shares are recorded in equity as less equity when acquired, and no profit or loss is recorded in the profit and loss account for the sale or cancellation thereof. Income and expenses arising from treasury share transactions are recorded directly in equity as less reserves.

4.9 Cash and other cash equivalents

This heading includes cash on hand, bank current accounts and deposits and reverse repurchase agreements that comply with all of the following requirements:

- They are convertible to cash.
- At the time of acquisition, their maturity was no more than three months.
- They are not subject to a significant risk of change in value.
- They form part of the Company's normal treasury management policy.

For the purposes of the cash flow statement, occasional overdrafts that form part of the Company's cash management are included as less cash and cash equivalents.

4.10 Provisions and contingencies

Liabilities that are uncertain as to their amount or as to the date on which they will be settled are recorded in the balance sheet as provisions when the Company has a current obligation (whether by law, contract, constructive obligation or tacit agreement), arising from past events, that is considered probable to require an outflow of resources to settle and that is quantifiable.

The provisions are valued according to the current value of the best possible estimate of the amount necessary to cancel or transfer the obligation to a third party, and the adjustments that arise due to the updating of said provision as a financial expense as it is accrued are recorded. When it comes to provisions with a maturity of less than or equal to one year, and the financial effect is not significant, no type of deduction is made. Provisions are reviewed at each balance sheet date and adjusted to reflect the best current estimate of the corresponding liability at each reporting date.

Compensation to be received from a third party on settlement of provisions is recognised as an asset, without reducing the amount of the provision, provided that there is no doubt that such reimbursement will be received, and without exceeding the amount of the obligation recorded. When there is a legal or contractual connection of externalisation of the risk, whereby the Company is not liable for the risk, the amount of such compensation is deducted from the amount of the provision.

Furthermore, contingent liabilities are those possible obligations that arise from past events and whose existence is conditional on the occurrence of future events that are not entirely within the control of the Company and those present obligations that arise from past events and for which it is not probable that an outflow of resources will be required to settle them or that cannot be measured with sufficient reliability. These liabilities are not recorded in the accounts and are disclosed in the notes to the financial statements, except when the outflow of resources is remote.

4.11 Transactions payments based on equity instruments

The Company classifies its stock option plans for executives and employees depending on how the transaction is settled:

- In Company shares: Staff costs are determined based on the fair value of the options to be delivered at the date of the grant agreement. Staff costs are recorded as services are rendered in the agreed period. The fair value of the options established at the date of the grant agreement remains unchanged.
- In cash: Staff costs are determined on the basis of the fair value of the liability, referring to the date on which the requirements for recognition are met. Staff costs are recorded as services are rendered during the agreed period. Subsequently, and until the liability is settled, it is measured at fair value and any changes in valuation are taken to the profit and loss account.

The fair value of the options is determined by an external valuation, using valuation models based on variables such as the option price at exercise, the life of the option and the expected volatility of the option price.

4.12 Income tax

The income tax expense for the year is calculated as the sum of the current tax, which results from applying the corresponding tax rate to the taxable profit for the year less any existing tax credits and deductions, and the changes during the year in the deferred tax assets and liabilities recognised. It is recognised in the profit and loss account, except when it relates to transactions that are recorded directly in equity, in which case the related tax is also recorded in equity, and in the initial accounting for business combinations in which it is recorded as the other equity elements of the acquired business.

Deferred taxes are recorded for temporary differences existing at the balance sheet date between the tax base of assets and liabilities and their carrying amounts. The tax base of an asset or liability is the amount attributed to it for tax purposes.

The tax effect of temporary differences is included in the corresponding headings "Deferred tax assets" and "Deferred tax liabilities" in the balance sheet.

The Company records a deferred tax liability for all taxable temporary differences, except, where applicable, for the exceptions provided for in current regulations.

The Company records deferred tax assets for all deductible temporary differences, unused tax credits and tax loss carry forwards to the extent that it is probable that future taxable profits will be available to the Company to allow the use of these assets, except, where applicable, for the exceptions provided for in current regulations.

At the end of each reporting period the Company measures recognised and previously unrecognised deferred tax assets. Based on this measurement, the Company derecognises a previously recognised asset if its recovery is no longer probable, or recognises any previously unrecognised deferred tax asset if it is probable that future taxable profit will be available to the Company to allow the deferred tax asset to be applied.

Deferred tax assets and liabilities are measured at the tax rates expected at the time of reversal, in accordance with current enacted legislation, and in accordance with the manner in which the deferred tax asset or liability is rationally expected to be recovered or paid.

The deferred tax assets and liabilities are not discounted and are classified as non-current assets and liabilities, regardless of the expected date of realisation or liquidation.

4.13 Classification of financial assets and liabilities as current or non-current items

Assets and liabilities are reported in the balance sheet classified as current or non-current. For these purposes, assets and liabilities are classified as current when they are associated with the Company's normal operating cycle and are expected to be sold, consumed, realised or settled in the course of that cycle, are different to the above and their maturity, disposal or realisation is expected to take place within one year; they are held for the purpose of trading or are cash and cash equivalents whose use is not restricted for a period of more than one year. Otherwise, they are classified as non-current assets and liabilities.

The normal operating cycle is less than one year for all activities.

4.14 Income and expenses

On an accrual basis, income and expenses are recognised when they occur, regardless of when they are received or paid.

Revenue from sales and services

Revenue is recognised when it is probable that the economic benefits or economic returns will flow to the Company from the transaction and the amount of revenue and costs incurred or to be incurred can be measured reliably. Revenues are measured at the fair value of the consideration received or receivable, less any discounts, rebates and similar items that the Company may grant and, where applicable, interest incorporated in the face value of the receivables. Indirect taxes levied on transactions and passed on to third parties do not form part of revenue.

Revenue from dividends and interest

In addition, and due to the publication on 30 September 2009 of the Official Gazette of the Spanish Accounting and Audit Institute (Instituto de Contabilidad y Auditoría de Cuentas) number 79, which contains consultation number 2 on the accounting classification in individual accounts of the income and expenses of a holding company that applies the General Accounting Plan approved by Royal Decree 1514/2007, of 16 November, and on the determination of its net turnover, the Directors of the Company include in the net turnover the dividends and income accrued from the financing granted to investee companies.

Any interest and dividends from financial assets accrued after the acquisition date are recognised as revenue in the profit and loss account. Interest is recognised using the effective interest method and dividends are recognised when the right to receive them is declared.

If the dividends distributed clearly originate from results generated prior to the date of acquisition because amounts exceeding the profit generated by the investee since acquisition have been distributed, they are not recognised as income and the carrying amount of the investment is reduced.

4.15 Environmental equity elements

Expenses relating to the decontamination and restoration of contaminated sites, waste disposal and other expenses arising from compliance with environmental legislation are recorded as expenses in the year in which they are incurred, unless they correspond to the purchase cost of items that are incorporated into the Company's assets for long-term use, in which case they are recorded under the corresponding headings of "Property, plant and equipment" and depreciated using the same criteria.

4.16 Related party transactions

Related party transactions are recorded in accordance with the valuation rules detailed above, except for the following transactions:

- Non-cash contributions of a business to a group company are generally measured at the carrying amount of the assets and liabilities transferred in the consolidated annual accounts at the date of the transaction.

- In mergers and divisions of a business, the items acquired are generally valued at the amount that corresponds to them, after the transaction, in the consolidated annual accounts. Differences arising are recorded in reserves.

The prices of transactions with related parties are carried out at market prices and are properly supported and therefore the Company's Directors consider that there are no risks that could give rise to significant tax liabilities.

4.17 Severance payments

In accordance with current labour legislation, the Company is obliged to pay severance payments to those employees with whom, under certain conditions, it terminates their employment relationships. Severance payments that are reasonably quantifiable are recognised as an expense for the year in which there is a valid expectation created by the Company with regard to the affected third parties.

5. INTANGIBLE FIXED ASSETS

The breakdown and movements of the various items comprising intangible fixed assets are as follows:

(Euros)	Initial balance	Registrations and allocations	Other movements	Closing balance
2025 Financial Year				
<u>Cost</u>				
Computer applications	2,161,557	17,275	--	2,178,832
	2,161,557	17,275	--	2,178,832
<u>Accumulated amortisation</u>				
Computer applications	(1,267,638)	(302,731)		(1,570,369)
	(1,267,638)	(302,731)	--	(1,570,369)
Net carrying amount	893,919			608,463
2024 Financial Year				
<u>Cost</u>				
Computer applications	1,918,770	242,787	--	2,161,557
	1,918,770	242,787	--	2,161,557
<u>Accumulated amortisation</u>				
Computer applications	(1,381,334)	(373,262)	486,958	(1,267,638)
	(1,381,334)	(373,262)	486,958	(1,267,638)
Net carrying amount	537,436			893,919

5.1 Description of the main movements

The additions in 2025 and 2024 relate mainly to the acquisition of additional IT information and reporting modules (SAP, BPC) to supplement those already in operation and whose use is general for the entire group, as well as to the annual amortisation charge shown in the accompanying profit and loss account.

There were no disposals of intangible assets during the year 2025. The write-offs in the year 2024 were due to excess amortisation from previous years, which were classified as "Other movements".

5.2 Other information

As at 31 December 2025 and 2024 the Company has no fully depreciated assets in use.

As at 31 December 2025 and 2024, there are no assets securing obligations.

As at 31 December 2025 and 2024, no impairment losses have been recognised, there are no intangible assets not assigned to operations and there are no intangible assets located abroad.

There are no firm purchase or sale commitments in relation to these assets.

6. PROPERTY, PLANT AND EQUIPMENT

The breakdown and movements of the various items comprising property, plant and equipment are as follows:

(Euros)	Initial balance	Registrations and allocations	Derecognition	Closing balance
2025 Financial Year				
<u>Cost</u>				
Technical installations and other tangible fixed assets	386,069	--	--	386,069
Fixed assets in progress	155,440	--	--	155,440
	541,509	--	--	541,509
<u>Accumulated amortisation</u>				
Buildings	--	--	--	--
Technical installations and other tangible fixed assets	(386,069)	--	--	(386,069)
	(386,069)	--	--	(386,069)
Net carrying amount	155,440			155,440
2024 Financial Year				
<u>Cost</u>				
Technical installations and other tangible fixed assets	386,069	--	--	386,069
Fixed assets in progress	378,489	129,719	(352,768)	155,440
	764,558	129,719	(352,768)	541,509
<u>Accumulated amortisation</u>				
Technical installations and/or other property, plant and equipment	(386,069)	--	--	(386,069)
	(386,069)	--	--	(386,069)
	378,489			155,440

6.1 Description of the main movements

There were no movements in property, plant and equipment during the year 2025.

The additions in 2024 mainly related to refurbishments of corporate furniture in the offices for the new group offices.

Disposals in 2024 were due to a transfer of fixed assets to a group company at cost.

6.2 Other information

The fixed assets recorded by the company mainly correspond to the premises where the company has its offices.

As at 31 December 2025 the company holds fully depreciated assets in use amounting to 386 thousand euros (same amount as at 31 December 2024).

As at 31 December 2025 and 2024 the Company has no tangible fixed assets acquired from group companies.

As at 31 December 2025 and 2024 there were no assets under finance leases.

As at 31 December 2025 and 2024, there are no firm commitments to acquire property, plant and equipment.

The Company has taken out insurance policies covering the net book value of property, plant and equipment.

On 31 December 2025 and 2024 there is no significant property, plant or equipment subject to ownership restrictions or pledged to secure liabilities.

As at 31 December 2025 and 2024, no impairment losses have been recognised, there is no property, plant and equipment not assigned to operations and there is no property, plant and equipment located abroad.

6.3 Operating leases

The Company mainly has operating leases relating to the various offices where it operates. Lease expenses in the financial year 2025 amounted to 264,325 euros (215,607 euros in the financial year 2024).

There are no future minimum non-cancellable payments under the lease contracts.

7. EQUITY INVESTMENTS IN GROUP, JOINTLY CONTROLLED ENTITIES AND ASSOCIATES

The breakdown and movements of the various items comprising this heading are as follows:

(Euros)	Initial balance	Additions	Closing balance
2025 Financial Year			
Equity instruments			
Cost	18,555,007	6,000	18,561,007
Value adjustments	--	--	--
	18,555,007	6,000	18,561,007
2024 Financial Year			
Equity instruments			
Cost	18,555,007	--	18,555,007
Value adjustments	--	--	--
	18,555,007	--	18,555,007

7.1 Description of the main movements

The movements during the financial year 2025 are due to the following transactions:

- Incorporation of the company Greenbooster, S.L.U., in which the Company holds 100% of its shares. The capital is fully paid up and the Company has made a cash contribution of 3,000 euros to obtain ownership of the shares.
- Incorporation of the company Greenalia Midco, S.L.U., in which the Company holds 100% of its shares. The capital is fully paid up and the Company has made a cash contribution of 3,000 euros to obtain ownership of the shares.

There were no movements in equity instruments during the financial year 2024.

7.2 Description of investments

The information relating to group, jointly controlled entities and associates as at 31 December is as follows:

(Euros)	Net carrying	% of direct ownership	Capital	Reserves and share premium	Profit or loss brought	Financial year profit	Dividend payable	Total equity	Operating income
2025 Financial Year									
Greenalia Development & Management, S.L.U. (2)	3,000	100.00%	3,000	--	(598)	224,268	--	226,670	301,872
Greenalia Power Spain, S.L.U. (1)	18,545,158	100.00%	18,506,877	155,146	(1,067,946)	65,872	--	17,659,949	8,558,234
Greenalia Power Portugal, Unipessoal LDA. (2)	3,000	100.00%	3,000	--	(11,300)	(1,783)	--	(10,083)	(1,783)
Greenalia Solar Portugal, Unipessoal LDA. (2)	3,000	100.00%	3,000	--	(3,877)	(999)	--	(1,876)	(999)
Greenalia Power US, INC (1)	849	100.00%	851	(2,634,787)	(38,837)	(1,322,004)	--	(3,994,777)	14,341,256
Greenbooster, S.L.U. (2)	3,000	100.00%	3,000	--	--	--	--	3,000	--
Greenalia Midco, S.L.U. (1)	3,000	100.00%	3,000	--	--	--	--	3,000	--
18,561,007									
2024 Financial Year									
Greenalia Development & Management, S.L.U. (2)	3,000	100.00%	3,000	(488)	--	(147)	--	2,365	(147)
Greenalia Power Spain, S.L.U. (1)	18,545,158	100.00%	18,198,926	3,283,850	(1,067,913)	--	(3,128,704)	17,286,159	(204)
Greenalia Power Portugal, Unipessoal LDA. (2)	3,000	100.00%	3,000	--	(9,253)	(2,047)	--	(8,300)	(2,047)
Greenalia Solar Portugal, Unipessoal LDA. (2)	3,000	100.00%	3,000	--	(2,932)	(944)	--	(876)	(944)
Greenalia Power US, INC (1)	849	100.00%	963	(2,979,954)	(43,925)	--	--	(3,022,916)	--
18,555,007									

(1) Company audited by EY

(2) Unaudited company

The results of the group, jointly controlled entities and associates indicated in the above table correspond in full to continuing operations. None of the companies are listed on the stock exchange.

Greenalia Development & Management, S.L.U. is a limited company, based in A Coruña, whose main activity is the promotion, construction, management, repair, maintenance and operation of all kinds of infrastructures related to energy projects.

Greenalia Power Spain, S.L.U. is a single-member limited company with registered offices in A Coruña, whose main activity is the acquisition and disposal of shares and holdings representing the share capital.

Greenalia Power Portugal Unipessoal. LDA. is a single-member limited company with its registered office in Porto (Portugal), whose main activity is the acquisition and disposal of shares and holdings representing share capital.

Greenalia Solar Portugal Unipessoal. LDA. is a single-member limited company with its registered office in Porto (Portugal), whose main activity is the acquisition and disposal of shares and holdings representing share capital.

Greenalia Power US, INC. is a single-member limited liability company based in Wilmington (USA), whose principal activity is the acquisition and disposal of shares and other equity investments.

Greenbooster, S.L.U. is a single-person limited company, based in A Coruña, whose main activity is the generation, production and commercialisation of energy, mainly of renewable origin – including biomass – as well as the promotion, construction, operation and management of energy parks and facilities and the execution of projects, engineering and investments related to energy development.

Greenalia Midco, S.L.U. is a single-person limited company, based in A Coruña, whose main activity is the development of activities linked to the sustainable economy, focused on the production of electricity from renewable sources, as well as the management and support to the companies of the group.

No dividends have been received from investees during the financial years 2025 and 2024.

8. FINANCIAL ASSETS

The breakdown of financial assets by category, except for equity investments in group, jointly controlled entities and associates (Note 7), as at 31 December is as follows:

(Euros)	Loans, derivatives and other		Total	
	2025	2024	2025	2024
<u>Long-term financial assets</u>				
Financial assets at amortised cost	182,283,410	163,681,745	182,283,410	163,681,745
Financial assets at fair value through profit or loss	33,315	78,428	33,315	78,428
	182,316,725	163,760,173	182,316,725	163,760,173
<u>Short-term financial assets</u>				
Financial assets at amortised cost	28,536,379	14,223,907	28,536,379	14,223,907
	28,536,379	14,223,907	28,536,379	14,223,907
	210,853,104	177,984,080	210,853,104	177,984,080

These amounts are included in the following balance sheet items:

	Loans, derivatives and other		Total	
	2025	2024	2025	2024
<u>Non-current financial assets</u>				
Current investments in group companies and associates				
Loans to companies (Note 14.1)	182,283,410	163,681,745	182,283,410	163,681,745
Long-term financial investments	33,315	78,428	33,315	78,428
	182,316,725	163,760,173	182,316,725	163,760,173
<u>Current financial assets</u>				
Trade receivables for sales and services	2,112	11,616	2,112	11,616
Customers, group companies and associates (Note 14.1)	12,734,385	5,173,071	12,734,385	5,173,071
Staff	35,507	--	35,507	--
Investments in group companies and associates (Note 14.1)	15,747,621	9,026,450	15,747,621	9,026,450
Short-term financial investments	16,754	12,770	16,754	12,770
	28,536,379	14,223,907	28,536,379	14,223,907
	210,853,104	177,984,080	210,853,104	177,984,080

8.1 Financial assets measured at amortised cost

The breakdown of financial assets classified in this category as at 31 December is as follows:

(Euros)	Loans, derivatives and		Total	
	2025	2024	2025	2024
<u>Long-term financial assets</u>				
Loans to group companies	182,283,410	163,681,745	182,283,410	163,681,745
Loans to third parties	33,315	78,428	33,315	78,428
	182,316,725	163,760,173	182,316,725	163,760,173
<u>Short-term financial assets</u>				
Loans and other financial assets to group companies	15,747,621	9,026,450	15,747,621	9,026,450
Loans to third parties	16,754	12,770	16,754	12,770
Trade and other accounts receivable	12,772,004	5,184,687	12,772,004	5,184,687
	28,536,379	14,223,907	28,536,379	14,223,907
	210,853,104	177,984,080	210,853,104	177,984,080

Long-term loans to group companies

As at 31 December 2025 and 2024 the Company records under "Long-term loans to group companies" a subordinated loan granted to the group company Greenalia Biomass Curtis Teixeira, S.L.U. on 25 July 2018 in the amount of 7,324,190 euros to cover certain investment costs for the construction, commissioning and operation of a biomass plant with an installed capacity of 49.9 MW and the evacuation lines, substations and other facilities required for connection to the distribution network in the municipality of Curtis (A Coruña). The loan accrues a fixed annual interest rate and its repayment is linked to the borrower's business performance, i.e. when the conditions for making distributions contained in the Common Terms Agreement are met and the priority of payments rules set out in said agreement are complied with. As at 31 December 2025 the principal amount of the loan is 7,324,190 euros and the capitalised interest is 6,011,123 euros (same principal amount of the loan and 5,205,462 euros capitalised interest at 31 December 2024).

This loan will mature on demand of the lender, together with all accrued interest once all the secured obligations stipulated in the financing contract for the project carried out by Greenalia Biomass Curtis Teixeira, S.L.U., which matures on 30 June 2034, have been extinguished. The financial income accrued on this loan in the financial year 2025 amounted to 805,661 euros (same amount in the financial year 2024).

As at 31 December 2025 and 2024, the Company also records under this heading the balances receivable from group companies in connection with a contract entered into with Greenalia Power US, Inc. on 30 September 2022, which is a credit line with a maximum drawdown of 700 million dollars, drawn down up to 108,948,074 euros at year-end (115,884,457 euros at 31 December 2024) and whose purpose is mainly to finance the development of investments in the US.

An amount of 432,278 euros was drawn down in the year 2025 and no repayments were made.

This contract is denominated in US dollars and in the year 2025 resulted in negative exchange differences of 13,663,651 euros, which are included under "Exchange differences" in the profit and loss account (positive "Exchange differences" of 6,974,413 euros in the year 2024).

In addition, at year-end a loan granted to Smarttia S.L.U. during 2024 amounting to 17,041 thousand euros matures on 1 January 2029 and will accrue a fixed rate of 1%.

The remaining balances classified as long-term correspond to current accounts with group companies. Management assessed when it expects to sell, consume, realise or liquidate the current accounts held with them considering that it was not likely that they would be converted into cash in the short term and therefore classified them as non-current assets.

Short-term loans and other financial assets with group companies

At 31 December 2025 and 2024 the Company records under this heading the amount payable by Smarttia, S.L.U., the group's parent company, in respect of current accounts and taxes deriving from tax consolidation, amounting to 14,963,839 euros (9,026,450 euros at 31 December 2024), which, according to the parent company's expectations, will be recovered in the short term.

Trade and other accounts receivable

The composition of this heading at 31 December is as follows:

(Euros)	2025	2024
Trade receivables for sales and services	2,112	11,616
Customers, group companies and associates (Note 14.1)	12,734,385	5,173,071
Staff	35,507	--
	12,772,004	5,184,687

The fair value of these financial assets, calculated on the basis of the discounted cash flow method, did not differ significantly from their carrying amount.

Value adjustments

As at 31 December 2025 and 2024 there is no provision for impairment losses on receivables.

8.2 Write-off of financial assets and liabilities

No financial assets have been offset for disclosure purposes with other liabilities of the Company.

8.3 Short-term accruals

As at 31 December 2025 and maturing in the short term, the Company mainly includes under this heading the prepaid expenses arising from the issue of green promissory notes in 2025, which will mature in 2026.

9. CASH AND OTHER CASH EQUIVALENTS

The breakdown of this heading is as follows:

(Euros)	2025	2024
Current accounts at sight	2,781,008	2,799,852
	2,781,008	2,799,852

Current accounts accrue interest at the market rate for this type of account.

10. EQUITY – SHAREHOLDERS' EQUITY

10.1 Registered capital

As at 31 December 2025 and 2024, the capital consisted of 21,659,098 fully paid-up shares with a nominal value of 0.02 euros each.

All the shares composing the share capital carry the same rights and there are no restrictions as to their transferability.

The composition of the shareholding is as follows:

	2025	2024
Smarttia S.L.U.	94.00%	94.00%
Alazady España, S.L.	6.00%	6.00%
	100%	100%

10.2 Issue premium

The share premium amounts to:

	2025	2024
Issue premium	18,361,239	18,361,239
	18,361,239	18,361,239

The Spanish Limited Liability Companies Law expressly permits the use of the share premium balance to increase capital and does not establish any specific restrictions as to its use for other purposes.

10.3 Reserves and prior-year results

The detail of the heading "Reserves and surplus for prior years" in the accompanying balance sheet is as follows:

(Euros)	Initial balance	Allocation of profit/loss	Other movements	Closing balance
2025 Financial Year				
Legal reserve	88,684	--	--	88,684
Voluntary reserves	(7,979,787)	--	(22,899)	(8,002,686)
Capitalisation reserves	36,594	--	--	36,594
	(7,854,509)	--	(22,899)	(7,877,408)
Profit or loss brought forward	(6,025,405)	5,334,600	1	(690,804)
	(6,025,405)	5,334,600	1	(690,804)
	(13,879,914)	5,334,600	(22,898)	(8,568,212)
2024 Financial Year				
Legal reserve	88,684	--	--	88,684
Voluntary reserves	(8,345,005)	--	365,218	(7,979,787)
Capitalisation reserves	36,594	--	--	36,594
	(8,219,727)	--	365,218	(7,854,509)
Profit or loss brought forward	(2,690,541)	(3,334,864)	--	(6,025,405)
	(2,690,541)	(3,334,864)	--	(6,025,405)
	(10,910,268)	(3,334,864)	365,218	(13,879,914)

Legal reserve

In accordance with the Consolidated Text of the Capital Companies Act, the legal reserve is not distributable to shareholders until it exceeds 20% of share capital and may only be used to offset losses if no other reserves are available. This reserve may likewise be used to increase the share capital by the amount that exceeds 10% of the already increased capital.

Capitalisation reserve

In accordance with Law 27/2014 of 27 November on Corporate Income Tax, it is stated that the Company shall be eligible for a reduction in the tax base of 10% of the amount of the increase in its equity, provided that the following requirements are met:

- The increase in the entity's own funds must be maintained for 3 years from the end of the tax period to which this reduction corresponds, except for the existence of accounting losses in the entity.
- A reserve shall be allocated for the amount of the reduction, which shall be shown in the balance sheet with total separation and appropriate heading and shall not be available for the period provided for in the preceding paragraph.

This reserve was allocated in the financial year 2021.

11. FINANCIAL LIABILITIES

The breakdown of financial liabilities by category is as follows:

(Euros)	Bank borrowings		Debt obligations and other marketable securities		Derivatives and other		Total	
	2025	2024	2025	2024	2025	2024	2025	2024
<u>Long-term financial liabilities</u>								
Accounts payable	--	--	46,460,323	--	74,913,411	74,995,918	121,373,734	74,995,918
	--	--	46,460,323	--	74,913,411	74,995,918	121,373,734	74,995,918
<u>Short-term financial liabilities</u>								
Accounts payable	5,640	5,788	70,100,692	114,356,687	45,795,713	4,177,993	115,902,045	118,540,468
	5,640	5,788	70,100,692	114,356,687	45,795,713	4,177,993	115,902,045	118,540,468
	5,640	5,788	116,561,015	114,356,687	120,709,124	79,173,911	237,275,779	193,536,386

These amounts are included in the following balance sheet items:

(Euros)	Bank borrowings		Debt obligations and other marketable securities		Derivatives and other		Total	
	2025	2024	2025	2024	2025	2024	2025	2024
<u>Non-current financial liabilities</u>								
Long-term payables	--	--	46,460,323	--	--	--	46,460,323	--
Long-term debts with group and associated companies (Note 14.1)	--	--	--	--	74,913,411	74,995,918	74,913,411	74,995,918
	--	--	46,460,323	--	74,913,411	74,995,918	121,373,734	74,995,918
<u>Current financial liabilities</u>								
Short-term liabilities	5,640	5,788	70,100,692	114,356,687	29,158,250	1,000,085	99,264,582	115,362,560
Short-term payables to group companies and associates (Note 14.1)	--	--	--	--	14,184,422	2,613,352	14,184,422	2,613,352
Suppliers	--	--	--	--	111,698	--	111,698	--
Group and associated company suppliers (Note 14.1)	--	--	--	--	750,582	--	750,582	--
Sundry accounts payable	--	--	--	--	1,590,521	563,564	1,590,521	563,564
Staff (remuneration pending payment)	--	--	--	--	240	992	240	--
	5,640	5,788	70,100,692	114,356,687	45,795,713	4,177,993	115,902,045	118,539,476
	5,640	5,788	116,561,015	114,356,687	120,709,124	79,173,911	237,275,779	193,535,394

11.1 Financial liabilities at amortised cost – Debts with credit institutions

The breakdown of all debts with credit institutions is as follows:

(Euros)	2025	2024
Short-term		
Loans and credits from credit institutions	5,640	5,788
	5,640	5,788

The fair value of the debts with credit institutions, calculated on the basis of the discounted cash flow method, did not differ significantly from their carrying amount.

Loans and credits from credit institutions

The breakdown of all loans and credits with credit institutions is as follows:

(Euros)	2025		2024		Maturity
	Long-term	Short-term	Long-term	Short-term	
<u>Loans - Other</u>					
Bank cards	--	5,640	--	5,788	--
	--	5,640	--	5,788	

11.2 Debts and payables – Bonds and other marketable securities

This heading includes the bonds that the Company has issued as debt and which are listed on the stock exchange:

(Euros)	2025			2024		
	Long-term	Short-term	Financial expense	Long-term	Short-term	Financial expense
Bond IV	--	--	(2,761,822)	--	55,000,000	(2,722,500)
Green Promissory Notes	--	69,797,500	(3,848,677)	--	59,500,000	(3,876,950)
Senior Secured Green Bond	50,000,000	--	(444,044)	--	--	--
Formalisation costs Senior Secured Green Bond	(3,539,677)	--	--	--	--	--
Formalisation costs Bond IV	--	--	--	--	(266,197)	(236,169)
Formalisation costs green promissory notes	--	--	--	--	--	(100,770)
Non-paid accrued interest	--	303,192	--	--	122,884	--
Total	46,460,323	70,100,692	(7,054,543)	--	114,356,687	(6,936,389)

On 10 December 2021, the Company registered on MARF (the Alternative Fixed Income Market) a Green Promissory Note Programme with a maximum outstanding nominal amount of 100 million euros, maturing in December 2024, which has been renewed until 15 December 2026. The interest rate is set for each issuance, with an average rate of 5.56% (6.44% in the 2024 financial year).

The issue does not have any collateral or personal guarantees from third parties. Accordingly, the principal and interest on the securities will be secured by the Issuer's total equity.

On 20 November 2025, the Company approved the issuance of a senior bond for a maximum amount of 100 million euros, with an initial amount of 50 million euros and the possibility of subsequent increases through additional issuances. This bond matures in 2030 and bears a fixed annual interest rate of 7%. The net proceeds obtained are to be used to finance or refinance the renewable energy projects being carried out by the group.

This bond has the following particular conditions, among others:

- i. Issuer's obligations:
 - The bonds are registered with the central securities depository Euronext Securities Oslo (VPS), and Greenalia, S.A. undertakes to use reasonable efforts to have them admitted to trading on an MTF within a maximum period of 60 days from issuance and, subsequently, to be admitted to a regulated market (Exchange) within the following 12 months, and they must remain listed until full redemption. As of the date of preparation of these annual financial statements, the bonds are listed on the Oslo Stock Exchange.

- There is an obligation to comply with financial covenants on a quarterly basis:
 - o A minimum liquidity of 5% of the total recourse debt of Greenalia, S.A. and Greenalia Midco, S.A.
 - o A maximum Net Loan-to-Value of 50%, with a limited possibility of remedy through an Equity Cure.
 - An obligation to submit a Compliance Certificate including calculations demonstrating compliance with the financial covenants.
 - An obligation not to sell, transfer, or dispose of the biomass plant recorded in the balance sheet of the subsidiary Greenalia Biomass Power Curtis Teixeira, S.L.U.
 - Restrictions on dividend distributions and the issuance of new debt within certain limits.
- ii. Guarantees
- First-ranking pledge over the shares of the subsidiary Greenalia Midco, S.A., representing at all times at least 2 times the aggregate nominal amount of the outstanding bonds.
 - First-ranking pledge over the intragroup loans granted by Greenalia, S.A. to Greenalia Midco, S.A.
 - The subsidiary Greenalia Midco, S.L.U. guarantees all obligations related to the bond (on 13 February 2026, a capital increase was carried out through a non-cash contribution in which the Company contributed 100% of its shareholdings in the Group companies Greenalia Power Spain, S.L.U. and Greenalia Power US, INC.).

As of 31 December 2024, the Company had fully subscribed and paid up, in the Alternative Fixed Income Market (MARF), a senior bond amounting to 55,000,000 euros, which was issued on 15 December 2020. This bond had a maturity in 2025 and accrued a fixed annual interest rate of 4.95%. During 2025, the Company cancelled this bond and the related amortised cost, which was recognised as a financial expense of 2,762 thousand euros (2,723 thousand euros at 31 December 2024) in the accompanying profit and loss account.

11.3 Debits and payables – Derivatives and others

The breakdown of financial liabilities classified in this category is as follows:

(Euros)	2025	2024
Long-term		
Debts with group and associated companies (Note 14.1)	74,913,411	74,995,918
	74,913,411	74,995,918
Short-term		
Suppliers	111,698	--
Group and associated company suppliers	750,582	--
Staff (remuneration pending payment)	240	992
Debts with group and associated companies (Note 14.1)	14,184,422	2,613,352
Otros pasivos financieros	29,158,250	1,000,085
Commercial creditors and other payables	1,590,521	563,564
	45,795,713	4,177,993
	120,709,124	79,173,911

The fair value of these debts, calculated on the basis of the discounted cash flow method, is similar to their carrying amount.

Long-term debt with group and associated companies

As at 31 December 2025 and 2024 the Company records in the long term the outstanding balances payable to group companies on account of the joint current account held with them. For balances payable to group companies, the Company's management has assessed, in accordance with the conditions agreed with the group companies, the time at which it expects to repay the current accounts held with them, considering that the Company is not obliged to pay them in the short term.

Other financial liabilities

As at 31 December 2025, the Company includes under this heading the financial debt arranged with various financial institutions. Details of these debts are presented below.

1) Impact Bridge

On 9 May 2025, the company entered into two financing agreements with IB Deuda Impacto España, FESE and IB Impact Direct Debt, FIL for total amounts of 3 million euros (with an additional uncommitted tranche of up to 3 million euros) and 1 million euros, respectively, with short-term maturity (June 2026) and bullet repayment at the end of the term.

The company Greenalia Biomass Supply, S.L.U. guarantees all obligations related to these financing agreements.

As at 31 December 2025, the outstanding debt for both financings amounts to 7,307,254 euros and has accrued interest of 412,252 euros, which is included under financial expenses in the profit and loss account.

2) Ben Oldman

On 19 May 2025, Greenalia, S.A. entered into a financing agreement with Ben Oldman European Asset Backed Lending, S.A. for a total amount of 20,000,000 euros, with short-term maturity (November 2026) and bullet repayment at the end of the term.

As at 31 December 2025, the outstanding debt amounts to 21,961,276 euros and has accrued interest of 2,028,498 euros, which is included under financial expenses in the profit and loss account.

The loan is secured by:

- A first-ranking pledge over shares representing 99.99% of the share capital of Smarttia RE Residential Madrid Nuevo Norte, S.L.U.
- A first-ranking pledge over 30% of the shares of Greenalia, S.A. held by Smarttia, S.L.U.
- A first-ranking pledge over credit rights derived from intragroup agreements/subordinated debt.

Commercial creditors and other payables

The breakdown of this heading is as follows:

(Euros)	2025	2024
Sundry accounts payable	1,590,521	563,564
	2,341,103	563,564

As at 31 December 2025, the heading "Sundry creditors" mainly includes advisory fees incurred in connection with the issue of the Senior Secured Green Bond arranged by the Company in 2025, which have been recorded on an amortised cost basis (Note 11.2).

11.4 Write-off of financial liabilities

No financial liabilities have been offset for disclosure purposes with other assets of the Company.

12. TAX SITUATION

The breakdown of the balances related to tax assets and liabilities is as follows:

(Euros)	2025	2024
Deferred tax assets	3,946,656	868,901
Current tax assets	34,153	34,153
Other credits with Public Administrations		
VAT	43,073	38,690
Social Security	473	473
Grants awarded	2,685	2,685
	4,027,040	944,902
Other debts to Public Authorities		
PIT	(65,646)	(134,524)
Social Security	(26,413)	(27,319)
	(92,059)	(161,843)

Greenalia, S.A., incorporated in 2013, petitioned the Tax Authorities for registration, from 1 January 2015, of the tax group headed by the parent Company and the subsidiaries Greenalia Forest, S.L.U., Greenalia Logistics, S.L.U., García Forestal Transportes, S.L., Greenalia Heating, S.L.U. and García Forestal Gestión del Patrimonio, S.L. On 16 January 2015, the Spanish tax authorities informed that the group number is 67/15.

In addition, as from 1 January 2019 and with the prior approval of the Board of Directors of Greenalia, S.A., it was agreed to approve the Company's application of the consolidated tax regime regulated in Chapter VI of the Consolidated Text of Law 27/2014, of 27 November, on Corporate Income Tax.

In this regard, it was resolved that Smarttia, S.L.U., which holds a direct stake of more than 70% in the share capital of Greenalia, S.A., should constitute, as the parent company, the aforementioned tax consolidation group. Therefore, Greenalia, S.A. is integrated in the tax group, and the Company Smarttia, S.L.U. is the head of the tax group formed by the Company and the remaining companies of the group as subsidiaries.

In addition, from 1 January 2019 and with the prior approval of the Board of Directors of Greenalia, S.A., it was agreed to approve the Company's application of the consolidated tax group tax regime for Value Added Tax, regulated in articles 163 et seq. of Law 37/1992, of 28 December, on Value Added Tax. In this regard, it was agreed that the company Smarttia, S.L.U. will be the head of the tax group formed by the Company and its subsidiaries.

According to current legislation, tax returns cannot be considered final until they have been inspected by the tax authorities or the limitation period has passed, which is currently set at four years. In the opinion of the Company's Directors and its tax advisors, there are no significant tax contingencies that could arise, in the event of inspection, from possible different interpretations of the tax legislation applicable to the transactions carried out by the Company.

12.1 Calculation of Corporate Income Tax

The reconciliation between the net amount of income and expenses for the year and the taxable income (taxable profit) for corporate income tax purposes is as follows:

(Euros)	Profit and loss account		
	Increases	Decreases	Total
2025 Financial Year			
Income and expenses for the year			
Continuing operations	--	--	(9,547,087)
			(9,547,087)
Corporate Tax			
Continuing operations	--	--	(3,115,820)
			(3,115,820)
Balance of income and expense before tax			(12,662,907)
Permanent differences	52,301	(30,533)	21,768
Temporary differences			
Arising in the year	12,631,763	--	12,631,763
Arising in prior years	--	(320,743)	(320,743)
Internal operations	147,324	--	147,324
Tax base (tax result)	12,831,388	(351,276)	(182,795)
2024 Financial Year			
Income and expenses for the year			
	--	--	5,334,600
			5,334,600
Corporate Tax			
Continuing operations	--	--	1,913,165
			1,913,165
Balance of income and expense before tax			7,247,765
Permanent differences	542,061	--	542,061
Temporary differences	--		
Arising in prior years	--	(320,743)	(320,743)
Offsetting of negative taxable bases	--	(185,162)	(185,162)
Tax base (tax result)	542,061	(505,905)	7,283,921

As at 31 December 2025 the permanent differences relate to non-deductible expenses and adjustments booked against Voluntary Reserves. As at 31 December 2024 the permanent differences relate to an adjustment for excess amortisation in prior years.

As at 31 December 2025 and 2024, the positive temporary differences correspond mainly to the limitation of deductibility of financial expenses while the negative temporary differences relate to the limitation of offsetting tax losses within the tax group.

The reconciliation between income tax expense / (income) and the result of multiplying the applicable tax rates to total recognised income and expense is as follows:

	2025	2024
(Euros)	Profit and loss account	Profit and loss account
Balance of income and expense before tax	(12,662,907)	7,247,765
Theoretical tax burden (tax rate 25%)	(3,165,727)	1,811,941
Non-deductible expenses / Non-eligible income	42,274	(24,856)
Adjustment for prior years	--	138,475
Deductions and other	--	(12,395)
Other adjustments	7,633	--
Effective tax expense / (income)	(3,115,820)	1,913,165

The income tax expense / (income) is broken down as follows:

	2025	2024
(Euros)	Profit and loss account	Profit and loss account
Current tax	(45,698)	1,820,980
Current tax prior years	--	37,548
Net financial expenses	(3,155,597)	--
Tax loss	77,842	(46,290)
Other adjustments	7,633	--
Deferred tax assets and liabilities	--	100,927
	(3,115,820)	1,913,165

The calculation of the Corporate Income Tax payable / (refundable) is as follows:

(Euros)		
Current tax	(45,698)	1,820,980
Corporate income tax payable / (refundable) by the parent company of the tax group	(45,698)	1,820,980

12.2 Deferred tax assets and liabilities

The breakdown and movements of the various items included in deferred taxes are as follows:

	Changes reflected in				
(Euros)	Initial balance	Profit and loss account	Equity	Other	Closing balance
2025 Financial Year					
Deferred tax assets					
Net financial expenses	--	3,155,597	--		3,155,597
Deductions pending application	55,615	--	--	--	55,615
Tax loss	734,782	(77,842)	--	--	656,940
Other deferred	78,504	--	--	--	78,504
	868,901	3,077,755	--	--	3,946,656
	868,901	3,077,755	--		3,946,656
2024 Financial Year					
Deferred tax assets					
Deductions pending application	55,615	--	--	--	55,615
Tax loss	881,999	(46,290)	--	(100,927)	734,782
Other deferred	78,504	--	--	--	78,504
	1,016,118	(46,290)	--	(100,927)	868,901
	1,016,118	(46,290)	--		868,901

12.3 Minimum Supplemental Tax – GloBE Rules (BEPS – Pillar 2)

The Company is not subject to the Primary Supplemental Tax established by Law 7/2024, which aims to ensure a global minimum level of taxation for multinational groups and large national groups, as the consolidated revenues of the group to which it belongs are below 750 million euros.

13. INCOME AND EXPENSES

13.1 Net turnover

The distribution of the Company's net turnover from continuing operations by business category as well as geographical market is as follows:

	2025	2024
Segmentation by activity categories		
Services rendered (Note 14.1)	3,804,693	4,884,130
Interest on loans granted as a holding company (Note 14.1)	10,812,085	6,210,006
	14,616,778	11,094,136
Geographic market segmentation		
Spain	8,316,535	5,508,244
United States	6,300,243	5,585,892
	14,616,778	11,094,136

The services rendered in 2025 and 2024 correspond to the re-invoicing of personnel and other costs to group companies rendered during the year to their subsidiaries.

The balances of contracts with customers correspond entirely to receivables classified under the headings "Trade receivables for sales and services" and "Trade receivables from customers, group companies and associates", which include the rights to receive cash.

13.2 Staff costs

The breakdown of staff costs is as follows:

(Euros)	2025	2024
Wages, salaries and similar compensation		
Wages and salaries	799,138	973,533
	799,138	973,533
Social security contributions		
Social Security	200,046	200,652
	200,046	200,652
	999,184	1,174,185

13.3 External services

The breakdown of external services is as follows:

(Euros)	2025	2024
Leases	346,795	304,709
Repairs and maintenance	71,649	72,865
Independent professional services	1,083,737	342,705
Insurance premiums	30,320	43,538
Banking and similar services	10,622	--
Advertising, promotion and public relations	17,895	--
Supplies	4,280	5,441
Other services	667,658	791,990
	2,232,956	1,561,248

13.4 Financial expenses

The breakdown of financial income and expenses is as follows:

(Euros)	2025	2024
<u>Financial expenses</u>		
Due to debts with group and associated companies (Note 14.1)	--	(367,699)
Payables to third parties	(10,006,424)	(7,415,452)
	(10,006,424)	(7,783,151)

As at 31 December 2025 the main financial expenses with third parties correspond to the financial expenses of the promissory notes, bonds and debts with third parties detailed above.

13.5 Foreign currency

Details of assets and liabilities denominated in foreign currencies at 31 December are as follows:

(Euros)	American dollars	Total
2025 Financial Year		
Assets		
Short-term investments in group companies and associates	128,013,987	128,013,987
	128,013,987	128,013,987
2024 Financial Year		
Assets		
Short-term investments in group companies and associates	120,516,764	120,516,764
	120,516,764	120,516,764

14 RELATED PARTY TRANSACTIONS

The related parties with which the Company has entered into transactions during 2025 and 2024 and the nature of such related party transactions are as follows:

	Nature of the relationship
Smarttia, S.L.U.	Direct parent company
Smarttia RE Office Coruña María Pita 10, S.L.U.	Group company
Greenalia Biomass Power Curtis Teixeira, S.L.U.	Group company
Greenalia Forest, S.L.U.	Group company
Greenalia Logistics, S.L.U.	Group company
Greenalia Biomass Supply, S.L.U.	Group company
Greenalia Development & Management, S.L.U.	Group company
Greenalia Power Spain, S.L.U.	Group company
Greenalia Wind Power Eolo Senior MOC, S.L.U.	Group company
Greenalia Power US, INC	Group company
Greenalia Power Portugal, SGPS	Group company
Greenalia Solar Power, LDA	Group company
Greenalia Wind Power, S.L.U.	Group company
Greenalia Biomass Power, S.L.U.	Group company
Greenalia Biomass Power Services, S.L.U.	Group company
Greenalia Wind Power Miñón, S.L.U.	Group company
Alazady España, S.L.	Related Party
Shareholders and Directors	Related Party

14.1 Related companies

The breakdown of balances with related companies is as follows:

(Euros)	Long-term loans	Short-term loans	Customers	Suppliers	Long-term payables	Short-term liabilities
31 December 2025						
Smarttia, S.L.U.	17,041,195	14,963,839	1,900	--	(81,715)	(5,670,329)
Greenalia Biomass Power Curtis Teixeira, S.L.U.	13,335,313	65	6,547	--	--	--
Greenalia Biomass Supply, S.L.U.	--	704	80,777	--	--	--
Greenalia Development & Management, S.L.U.	--	779,636	2,378,008	(564,315)	(2,432)	(826,793)
Greenalia Power Spain, S.L.U.	40,563,239	26,477	10,071,276	(117,187)	(74,828,438)	(7,131,569)
Greenalia Wind Power Eolo Senior MOC, S.L.U.	2,372,489	--	--	--	--	--
Greenalia Power US, INC	108,948,074	--	185,793	--	--	(19,089)
Alazady España, S.L.	--	--	--	--	--	(537,468)
Greenalia Wind Power, S.L.U.	--	--	--	--	(826)	826
Greenalia Biomass Power, S.L.U.	23,100	(23,100)	--	--	--	--
Greenalia Biomass Power Services, S.L.U.	--	--	10,084	--	--	--
	182,283,410	15,747,621	12,734,385	(750,582)	(74,913,411)	(14,184,422)
(Euros)	Long-term loans	Short-term loans	Customers	Suppliers	Long-term payables	Short-term liabilities
31 December 2024						
Smarttia, S.L.U.	17,041,195	9,026,450	--	--	(81,715)	(2,075,969)
Smarttia RE Office Coruña Maria Pita 10, S.L.U.	--	--	(5,624)	--	--	--
Greenalia Biomass Power Curtis Teixeira, S.L.U.	12,529,653	--	--	--	65	--
Greenalia Forest, S.L.U.	--	--	--	--	(63,021)	--
Greenalia Logistics, S.L.U.	--	--	--	--	(19,551)	--
Greenalia Development & Management, S.L.U.	--	--	--	--	(2,432)	--
Greenalia Power Spain, S.L.U.	15,827,851	--	4,971,794	--	(74,828,438)	--
Greenalia Wind Power Eolo Senior MOC, S.L.U.	2,372,489	--	--	--	--	--
Greenalia Power US, INC	115,884,457	--	180,331	--	--	--
Greenalia Power Portugal, SGPS	22,000	--	--	--	--	--
Greenalia Solar Power, LDA	1,100	--	--	--	--	--
Alazady España, S.L.	--	--	--	--	--	(537,468)
Greenalia Wind Power, S.L.U.	--	--	20,570	--	(826)	--
Greenalia Biomass Power, S.L.U.	3,000	--	6,000	--	--	--
Shareholders and Directors	--	--	--	--	--	(1,000,000)
	163,681,745	9,026,450	5,173,071	--	(74,995,918)	(3,613,437)

Transactions with group and related companies were performed within the ordinary course of the company's business and on an arm's-length basis.

The breakdown of transactions with related parties is as follows:

(Euros)	Sales and provision of services	Financial expenses	Other operating expenses	Financial income
31 December 2025				
Greenalia Biomass Power Curtis Teixeira, S.L.U.	5,410	--	--	805,661
Greenalia Biomass Power Services, S.L.U.	8,455	--	--	--
Greenalia Development & Management, S.L.U.	2,377,816	--	(658,682)	--
Greenalia Biomass Supply, S.L.U.	66,845	--	--	--
Greenalia Power Spain, S.L.U.	1,316,646	--	(117,187)	3,711,433
Greenalia Wind Power Miñón, S.L.U.	480	--	--	--
Greenalia Power US, INC	5,252	--	--	6,294,991
	3,780,904	--	(775,869)	10,812,085

(Euros)	Sales and provision of services	Financial expenses	Other operating expenses	Financial income
31 December 2024				
Greenalia Biomass Power Curtis Teixeira, S.L.U.	--	--	--	805,661
Greenalia Forest, S.L.U.	--	(293,038)	--	--
Greenalia Logistics, S.L.U.	--	(38,754)	--	--
Greenalia Biomass Supply, S.L.U.	90,715	--	--	--
Greenalia Power Spain, S.L.U.	4,611,868	--	--	--
Greenalia Power US, INC	181,547	--	--	5,404,345
Alazady España, S.L.	--	(35,907)	--	--
	4,884,130	(367,699)	--	6,210,006

14.2 Directors and Senior Management Staff

During the financial years 2025 and 2024 no remuneration has been paid to the Board of Directors for their work as directors.

The Company considers as Senior Management staff those persons who perform functions relating to the general objectives of the Group, such as planning, directing and controlling activities, carrying out their duties with autonomy and full responsibility, limited only by the criteria and instructions of the legal owners of the Group or the governing and administrative bodies representing such owners. The Company considers only one individual to be classified as Senior Management, according to the definition set out above. This individual is not an employee of the Company, as they provide services on a self-employed basis. The total remuneration paid by the group companies to Senior Management for professional services in the financial year 2025 amounted to 63,000 euros (63,000 euros in the financial year 2024).

In addition, at the end of the year, the Board of Directors included one executive director, who is also an employee of the company, whose gross remuneration in the financial year 2025, entirely corresponding to salaries and wages, amounted to 115,000 euros (211,013 euros in the financial year 2024).

Additionally, fees of 2,250 euros were paid to directors who are not employees of the company.

As at 31 December 2025 and 2024 the company had no pension and life insurance obligations to former or current members of their Management bodies.

As of 31 December 2025, no loans were granted to an executive director who is also an employee of the company (75,187.57 euros in 2024).

During the financial year 2025, civil liability insurance premiums for directors, covering damages arising from the performance of their duties, were paid in the amount of 20,548 euros (20,301 euros in the financial year 2024).

In 2025 and 2024 the members of the Board of Directors of the Company have not entered into any transactions with the Company or with Group companies outside the ordinary course of business or on other than arm's length terms.

In relation to articles 229 and 230 of the Capital Companies Act, the directors of the Parent Company have communicated that they have no conflicts of interest with consolidated companies.

15. INFORMATION ON THE NATURE AND LEVEL OF RISK ARISING FROM FINANCIAL INSTRUMENTS

Risk management policies are established by the Management. Based on these policies, the Finance Department has established a set of procedures and controls to identify, measure and manage the risks arising from the activity with financial instruments.

Financial instrument activity exposes the Company to credit, market and liquidity risk.

15.1 Credit Risk

Credit risk arises from the potential loss caused by the non-performance of the contractual obligations of the Company's counterparties, i.e. the possibility of not recovering the financial assets at the carrying amount and within the agreed time period.

The maximum exposure to credit risk is as follows:

(Euros)	2025	2024
Long-term loans to group companies	182,283,410	163,681,745
Long-term financial investments	33,315	78,428
Trade and other accounts receivable	12,852,388	5,260,688
Short-term loans to group companies	15,747,621	9,026,450
Short-term financial investments	16,754	12,770
Cash and other cash equivalents	2,781,008	2,799,852
	213,714,496	180,859,933

The Company generally maintains its cash and cash equivalents in financial institutions with a high credit rating.

Loans to group companies were granted mainly to finance the ongoing biomass, wind and solar projects of various group companies.

15.2 Market risk

Market risk arises from the potential loss caused by changes in the fair value or future cash flows of financial instruments due to changes in market prices. Market risk includes interest rate and foreign exchange risk.

Interest rate risk

Interest rate risk arises from the potential loss caused by changes in the fair value or future cash flows of financial instruments due to changes in market interest rates. The exposure to interest rate risk is mainly due to loans and credits received at variable interest rates.

The Company manages interest rate risk by distributing the financing received at fixed and variable rates.

A significant part of the financing received by the Company, including listed bonds and other debts with third parties, is referenced to fixed interest rates. The variable interest rate financing is linked to Euribor plus a spread.

Exchange rate risk

Foreign exchange risk arises from the potential loss caused by changes in the fair value or future cash flows of financial instruments due to fluctuations in exchange rates.

The exchange rate risk arises mainly from loans granted in foreign currencies (see Note 13.5).

15.3 Liquidity risk

Liquidity risk arises from the possibility that the Company may not have access to or availability of liquid funds in sufficient quantity and at the appropriate rate to meet its payment obligations at all times. The objective is to maintain the necessary liquidity.

As mentioned in Note 2.3, at 31 December 2024 the working capital is negative. This aforementioned note indicates the mitigating factors and measures taken to remedy this situation.

16. Guarantees, commitments and contingencies

In relation to the guarantees granted by the Company for financing of subsidiaries, the amount is 5.2 million euros in the context of working capital financing.

The remaining guarantees and sureties granted to group companies amount to a total of 149 million euros.

The Board of Directors considers that said guarantees will not give rise to incidents, since the risk is assessed and limited. Therefore, they consider that said guarantees should not entail any economic loss for the group.

17. OTHER INFORMATION

17.1 Staff structure

The breakdown of the Company's employees by category is as follows:

	Number of persons employed at year-end			Average number of persons employed in the financial year	Average number of people with > 33% disabilities of the total employees in the financial year
	Men	Women	Total		
2025 Financial Year					
Executives	2	2	4	5	--
Technical and Administrative	5	3	8	10	--
	7	5	12	15	
2024 Financial Year					
Executives	4	2	6	6	--
Technical and Administrative	5	6	11	13	--
	9	8	17	19	--

As of 31 December 2025, the Board of Directors of the Company was composed of 3 individuals, all of them men (4 individuals, all of them men as of 31 December 2024).

17.2 Environmental information

The directors of the Company declare that there are no items of an environmental nature in the accounts for these annual accounts that should be included in accordance with the preparation standard.

The accompanying balance sheet does not include any environmental provisions, as the Company's directors consider that at year-end there are no obligations to be settled in the future arising from the Company's actions to prevent, reduce or repair damage to the environment, or that such obligations, if any, would not be material.

17.3 Audit fees

The fees accrued during the year for services rendered by the auditor were as follows:

(Euros)	2025	2024
Audit fees	44,375	44,572
Other attest services	25,000	39,000
	69,375	83,572

The other verification services relate to the issuance of agreed-upon procedures reports and the verification of the non-financial information statement.

17.4 Information on the average supplier payment period. Third additional provision. “Duty of information” in Law 15/2010, of 05 July.

The information on the average supplier payment period is as follows:

	2025	2024
(Days)		
Average supplier payment period	65	113
Ratio of transactions paid	33	127
Outstanding transactions ratio	130	33
(Thousand euros)		
Total payments made	1,644,207	4,501,381
Total outstanding payments	802,666	813,369
Monetary volume of invoices paid in a period shorter than the maximum period established in the late payment regulations	1,633,121	1,229,893
Percentage share of payments below this maximum in total payments made	99%	27%
Invoices paid in a period shorter than the maximum period established in the late payment regulations	814	631
Percentage of total invoices	34%	50%

18. EVENTS AFTER THE REPORTING PERIOD

Subsequent to the end of the fiscal year, there has been an intensification of the armed conflict in the Middle East, generating a high level of uncertainty both geopolitically and in the international economy, as well as in financial, energy, and commodity markets. Ultimately, the consequences for the economy in general, and for the Company's operations in particular, will largely depend on the evolution and extent of the conflict, as well as the ability of different governments and economic agents to respond and adapt.

In this context, the directors have conducted a preliminary assessment of the situation, estimating that the Company will not be significantly affected in the short term. However, given the unpredictable nature of the conflict's development, it cannot be ruled out that, depending on future developments, indirect impacts on the Company's activities may occur, as a result, among other factors, of fluctuations in energy and other commodity prices, disruptions in supply chains, or changes in financing conditions or in the demand for certain markets.

Greenalia, S.A.

Management Report for the 2025 financial year

The Company has continued its policy of providing services to the activities of Group companies, both to domestic and US subsidiaries.

2025 was a year of major milestones for the Company's subsidiaries, the most important of which was the placing in service for tax purposes of the MISAE II project (431MW, Texas), which began to test power to the grid in July. While this milestone has improved the 2025 financial results, it will be in the financial year 2026 that the real impact of this business on the group's accounts will be fully appreciated, with international operations representing nearly half of the group's overall business.

Additionally, the performance of the subsidiary of the biomass plant in Curtis-Teixeiro stands out, with availability exceeding 100% (reaching 7,500 net production hours annually) in the first year of internalising operation and maintenance—a clear milestone in terms of operational management. Furthermore, during the first half of 2026, a regulatory update was implemented that has substantially improved the remuneration of the plant, representing a significant increase in the value of the asset.

This growth has progressed in parallel with the efficient and continuous management of the subsidiary operating assets, which in 2025 exported a total of 739,675 MWh of renewable electricity to the grid, (+48% compared to the financial year 2024). This generation provides a source of clean energy, avoiding the emission of more than 327,000 tons of CO₂, with the corresponding benefit for climate change mitigation.

Additionally, in the financial year 2025, an asset divestment was carried out, selling one of the group's greenfield projects in the USA.

However, the group's work and effort do not stop, and in the coming months we will continue with the construction of our second project in the USA (MISAE III, 220 MW, Texas), for which the PPA has already been closed, Tax Equity secured, and financing committed. Despite the highly competitive and uncertain global environment, at Greenalia we continue taking steps to launch new renewable developments. Once again, we do so within the framework of our commitment to generate a positive impact on the industry. In this regard, we have strengthened our projects through the signing of three PPAs, which provide solutions for the industry to become more competitive, efficient, and environmentally responsible, generating value across the entire chain.

At the corporate level, it is worth highlighting the support and confidence of investors who participated in the issuance of our 5th corporate bond, the first to be listed in Oslo. This has not been the only significant financial transaction; the support of subsidiaries of Macquarie, Barclays, Nomura, and MUFG, among others, has also enabled us to continue our path of growth and investment in new projects.

Finally, in the ESG (Environmental, Social, and Governance) area, in 2025 Greenalia presented its 2025–2028 Strategic Sustainability Plan, based on 4 pillars: planet, people, governance, and prosperity.

At the same time, alongside the publication of this report, the seventh sustainability report will be released as part of Greenalia's FY25 Integrated Report, verified by Ernst & Young (EY).

Regarding sustainability, progress has continued in line with the business's situation and priorities. This year, the focus has been on renewable energy generation and technology diversification, resource optimisation and operational efficiency, team growth, as well as strengthening reporting and independent assessment of our management and financing frameworks, highlighting in this area

the Clarity AI rating evaluation on environmental, social, and governance matters. Additionally, the renewal of certifications, such as SURE for biomass supply and ISO 14001 for the operation of the biomass plant, has continued, further strengthening the management systems already in place.

a) Evolution of the activity

- We are continuing to make progress on the roadmap, improving the operating levels and asset activity. Highlights the commissioning of the first project in the USA (MISAE II, 430 MW) by a subsidiary.
- The biomass plant (Curtis-Teixeiro) has continued exporting energy, achieving 100% availability.
- The wind energy business continues its production activity, with the five EOLO MOC projects operating at full capacity all year long (Miñón, Orol, Alto da Croa, Alto da Croa II and Monte Tourado wind farms). It is worth highlighting the merchandising of these projects, making it possible to obtain market prices higher than those set out in the plan.

The reconciliation between the income statement and EBITDA included by Management herein is as follows:

	EBITDA
Operating profit	11,010,785
(+) Other profit/loss	56,448
(+) Depreciation of fixed assets	302,731
TOTAL	11,369,964

- Main items and transactions that explain the changes in the balance sheet were:
- Significant increase of the asset (up 16.70% on 2024 year-end), due mainly to the investment made in developing new projects.
- Regarding corporate bonds, the bond listed on MARF for 55 million euros has been redeemed, and a new 5-year bond (maturing in 2030) for 50 million euros has been issued, which is listed on the Nordic Market (Oslo Stock Exchange).
- The outstanding balance under the Green Promissory Notes Programme at the end of the 2025 financial year amounts to 64.8 million euros, compared to 54.5 million euros at the close of the 2024 financial year.

a) Research and development

During the 2025 financial year, no research and development activities were carried out.

b) Subsequent events

As at the date on which the annual accounts have been drawn up, there have been no events subsequent to the closing thereof that had a material effect on the Company's equity and reveal situations that could affect the true and fair view of the annual accounts, except for those indicated in Note 18 attached hereto.

c) Environmental management

During the 2025 financial year, no environmental management activities were carried out.

d) Use of financial instruments

The Company does not use financial derivatives. US subsidiaries of the parent company have contracted five PPAs and two financial derivatives at 31 December 2025.

e) Average payment period

The average payment period for the 2025 financial year was 65 days (113 days in the 2024 financial year).

f) Compliance with the business plan

The company is pleased with the degree of general compliance with the Business Plan for the 2025 financial year and the correct execution thereof.

GREENALIA, S.A.
ANNUAL ACCOUNTS AND MANAGEMENT REPORT
Financial year ended on 31 December 2025

PREPARATION OF ANNUAL ACCOUNTS AND MANAGEMENT REPORT

In A Coruña, on 27th March 2026, the members of the Board of Directors of the Company hereby prepare these annual accounts of Greenalia, S.A. for the 2025 financial year, comprising the balance sheet, the profit and loss account, the statement of changes in equity, the cash flow statement and the corresponding annual report for the year ended 31 December 2025, as well as the management report for the year.

(Signed in the original version in Spanish)

Mr. Manuel García Pardo

Chairman of the Board and Chief Executive Officer

(Signed in the original version in Spanish)

Mr. Pablo Castellano Vázquez

Board Member and Secretary of the Board

(Signed in the original version in Spanish)

Mr. Antonio Fernández-Montells Rodríguez

Board Member