



EUROPEAN MERCHANT BANK UAB

*MANAGEMENT REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2025
PREPARED IN ACCORDANCE WITH INTERNATIONAL
FINANCIAL REPORTING STANDARDS AS ADOPTED BY
THE EUROPEAN UNION*

WITH INDEPENDENT AUDITOR'S REPORT

Translation note:

This version of financial statements is a translation from the original, which was prepared in Lithuanian language. All possible care has been taken to ensure that the translation is accurate representation of the original, however, in all matters of information, views or opinions the original language version of financial statements takes precedence over this translation.

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INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDER OF EUROPEAN MERCHANT BANK UAB

Report on the Audit of the Financial Statements**Opinion**

We have audited the financial statements of European Merchant Bank UAB (the Bank) which comprise the statement of financial position as at December 31, 2025, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects the financial position of the Bank as at December 31, 2025, and its financial performance and its cash flows for the year then ended in accordance with the Law of the Republic of Lithuania on accounting and financial reporting, and International Financial Reporting Standards as adopted by the European Union.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and 2014 April 16 the European Parliament and of the Council Regulation (EU) No 537/2014 on specific statutory audit requirements for public interest entities (Regulation (EU) No 537/2014 of the European Parliament and of the Council). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Bank in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the requirements of the Law on Audit of Financial Statements and Other Assurance Services of the Republic of Lithuania that are relevant to audit in the Republic of Lithuania, and we have fulfilled our other ethical responsibilities in accordance with the Law on Audit of Financial Statements and Other Assurance Services of the Republic of Lithuania and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Expected credit losses for loans to customers

Refer to material accounting policies sections Credit impairment, Measurement of expected credit losses, Expected credit loss (ECL) Calculation – Input and forecasting methodologies, Definition of default and credit-impaired assets, Determining a significant increase in credit risk since initial recognition, Expected lifetime, Modifications, Presentation of credit recoveries/credit loss allowances, Note 24 Financial risk management sub-section Credit risk and Note 10 Loans to customers on pages 27-31, 41-42, and 48-54 respectively.

We focused on this area because application of the expected credit loss (ECL) model to loan impairment losses under IFRS 9 “Financial instruments” requires complex and subjective judgements over both the timing of recognition of impairment and the size of any such impairment.

The key features of the ECL model include classification of loans to three stages, assessment of credit risk parameters and application of forward-looking information. The amount of impairment provision for the Bank’s loans is based on the model calculations, taking into consideration the exposure at default, probability of default, probability of loss given default, changes in customer credit rating, other known risk factors impacting stage of each exposure, and taking into account estimated future cash flows from the loan repayments or sale of collateral (loss given default), and the ECL adjustments by expected impact of future macroeconomic scenarios.

As at 31 December 2025, the expected credit losses amounted to EUR 730 thousand at the Bank (refer to note 10).

The increase of credit impairments recognized in the statement of profit and loss and other comprehensive income for the expected credit losses for the year ended 31 December 2025 amounted to EUR 45 thousand for the Bank.

How we examined the main subject of the audit during the audit

We assessed the Bank’s ECL accounting policies for compliance with IFRS 9 by reviewing key model components, including EAD, PD, LGD, definitions of default and significant increase in credit risk, and macroeconomic scenarios.

We assessed the design and operating effectiveness of the controls over relevant loan data and the ECL calculations. Those controls included controls over recording of loans data in the system, credit analysis and approval before issuing loans, loans credit file periodic review, risk score/rating assessment, a timely review and update of collateral values and overdue days.

We determined that we could rely on those controls for the purpose of our audit.

Further, we performed detailed recalculations of selected loans and the results provided by the models to ensure that the ECL are calculated and assigned to stages correctly and meet our expectations. These recalculations were carried out within the most significant and high-risk loan portfolio to obtain sufficient and appropriate evidence about the Bank.

Other Information

The other information comprises the information included in the Bank’s management report for the year 2025, but does not include the financial statements and our auditor’s report thereon. Management is responsible for the other information.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon, except as specified below.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the

financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

In addition, our responsibility is to consider whether information included in the Bank's management report for the financial year for which the financial statements are prepared is consistent with the financial statements and whether management report has been prepared in compliance with applicable legal requirements. Based on the work carried out in the course of audit of financial statements, in our opinion, in all material respects:

- The information given in the Bank's management report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- The Bank's management report has been prepared in accordance with the requirements of the Law on Reporting by Undertakings and Groups of Undertakings of the Republic of Lithuania.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Law of the Republic of Lithuania on accounting and financial reporting, and International Financial Reporting Standards, adopted by the European Union, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Bank'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 management either intends to liquidate the Bank or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Bank's financial reporting process.

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 ISAs 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 ISAs, we exercise professional judgment 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.
- 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 Bank'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 management’s 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 Bank’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 Bank 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 shall communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

In accordance with the decision made by shareholder dated 29 April 2024, we were appointed to carry out the audit of the Bank’s financial statements for the years 2024 and 2025. Our appointment to carry out the audit of Bank’s financial statements in accordance with the decision made by shareholders has been renewed every 2 years and the period of total uninterrupted term of appointment is 7 years.

We confirm that our opinion in the section ‘Opinion’ is consistent with the additional audit report which we have submitted to the Bank and its Audit Committee.

We confirm that in light of our knowledge and belief, services provided to the Bank are consistent with the requirements of the law and regulations and do not comprise non-audit services referred to in Article 5(1) of the Regulation (EU) No 537/2014 of the European Parliament and of the Council.

In the course of audit, we have not provided any other services except for audit of financial statements.



The engagement partner on the audit resulting in this independent auditor's report is Darius Gliubiccas.

Grant Thornton Baltic UAB
Audit company's certification No. 001513
Upės str. 21-1, Vilnius

Certified auditor
Darius Gliubiccas¹
Auditor's certification No. 000594
17 April 2026

¹ An electronic document is signed with an electronic signature, has the same legal force as a signed written document and is a permissible means of proof. Only the independent auditor's report is signed with the electronic signature of the auditor.

MANAGEMENT REPORT FOR THE YEAR ENDED DECEMBER 31, 2025

Objective overview of the Bank's condition, performance and development, description of key risks and uncertainties encountered

On December 14, 2018 European Central Bank has granted European Merchant UAB a specialized Bank's license number 3. On June 6, 2019 the Bank registered its Articles of Association at the Register of Legal Entities related to becoming a specialized Bank.

In 2019 the Bank purchased a Core Banking System, carried out the preparation activities for the services provision according to the license (payments, term deposits, loans, etc.).

At the end of 2019 the Bank started providing payment and lending services.

Despite a gradual easing in policy rates, interest income remained a key contributor to profitability, supported by strong customer acquisition, deposit growth, and the effective deployment of liquidity. In parallel, acceptable growth in commission income further strengthened overall performance highlighting the Bank's well-diversified and resilient revenue base.

In 2020 the Bank started providing financial services for corporate customers (accounts, payment services, credits, etc.).

The Bank is committed to implementing appropriate strategies and processes that identify, analyze and manage the risks associated with its activities as a means of minimizing the impact of undesired and unexpected events on the Bank's business activities.

The Management Board holds overall responsibility for implementing the risk management strategy and risk policies and adhering to the risk appetite approved by the Supervisory Board. Risk Management function is responsible for carrying out risk assessments, overall process of risk analysis and evaluation, recording findings, providing periodic reports to the management and initiating appropriate management actions in a timely manner.

Based on the Bank's current Business Plan and initial risk assessment, the following risks are distinguished as material:

- Credit risk.
- Liquidity risk.
- Money Laundering and Counter Terrorist Financing Risk.
- Operational Risk.
- Interest Rate Risk.
- Compliance Risk.
- Strategic Risk.

ESG risks are assessed for transition and physical risks and the sectors with material transition and physical risk are monitored based on ESG Risk Management Policy.

The Bank manages its financial risks which outline the objectives of financial risk management, the measures applied to mitigate transaction risks, and the extent of credit and market risks within the Bank.

The Bank's financial risks are disclosed in the financial statements.

2025 financial and non-financial performance analysis and personnel information

As of December 31, 2025, the loan portfolio granted to clients by the Bank amounted to EUR 44,189 thousand, while client deposits reached EUR 199,305 thousand, maintaining a growth trend driven by the attraction of new clients.

The Bank invests in digital and IT technologies to attract more clients, increase their satisfaction, and foster loyalty

In 2025, the Bank earned EUR 13,202 thousand in revenue and incurred EUR 12,629 thousand in expenses.

The result of 2025 is 573 thousand EUR profit.

	2025	2024	Change
Operating income	13 202	13 405	(2%)
Operating expenses	(12 497)	(11 463)	9%
Profit before credit losses	705	1 942	(61%)
Net expected credit losses	(45)	(596)	(92%)
Operating profit	660	1 346	(%49)

The main measures and financial ratios:

	2025	2024	Change
Net profit	573	1 060	(46%)
Loans	44 189	36 418	21%
Deposits	199 305	197 472	1%
Return on Assets (RoA)*	0,29%	0,63%	(0,34) p.p.
Return on Equity (RoE)**	4,39%	8,55%	(4,16) p.p.
Capital Adequacy Ratio (CAR)	18,4%	18,5%	(0,1) p.p.
Liquidity Coverage Ratio (LCR)	168,0%	169,0%	7,0 p.p.
Net Stable Funding Ratio (NSFR)	215,8%	242,8%	27,0 p.p.

*Calculated as Net profit for the year divided by average quarterly Assets for the year

**Calculated as Net profit for the year divided by average quarterly Equity for the year

The average number of employees in 2025 was 70 (2024 – 66).

Subsidiaries

The Bank has not established any subsidiaries. The Bank has no established branches or representative offices.

Information about share capital

As of December 31, 2025, the Bank's share capital was equal to 15 300 thousand EUR. The share capital is divided into 15 300 thousand ordinary registered shares with EUR 1 par value each.

The number of all own shares acquired and held by the Bank and the nominal value thereof and the share of the authorized capital of these shares – in 2025 the Bank did not acquire and did not own its own shares.

The Bank did not acquire or transfer its own shares.

Information about research and development activities

The Bank did not carry out research and development activities.

Economic environment and outlook

The year 2025 has been characterized by a continued, albeit moderate, economic recovery in Lithuania following the stabilization observed in 2024. Inflation has remained broadly contained, fluctuating around the European Central Bank's target level, supported by stable energy prices and easing supply-side pressures. This environment has contributed to improved purchasing power and more predictable cost structures for both households and businesses.

Real GDP growth has remained positive, although at a moderate pace, reflecting a gradual strengthening of domestic demand and a cautious recovery in external markets. Private consumption continues to be a key driver of economic activity, supported by real wage growth and improving consumer confidence. Export performance has shown mixed trends, with services maintaining resilience, while goods exports continue to recover gradually in line with developments in key trading partners.

The labor market remains relatively strong, with unemployment levels remaining low by historical standards and employment rates stable. Wage growth has moderated compared to previous years but continues to support household consumption. At the same time, businesses remain cautious in their hiring and investment decisions, reflecting ongoing uncertainties in the external environment.

Looking ahead, Lithuania's economic outlook remains cautiously positive, albeit subject to several downside risks. Geopolitical tensions, particularly related to the ongoing conflict in Ukraine, as well as broader global economic uncertainties, continue to pose potential challenges. At the same time, the expected gradual easing of monetary policy by the European Central Bank is likely to support economic activity, including through lower financing costs. Overall, the Lithuanian economy is expected to maintain a gradual growth trajectory, supported by stable macroeconomic fundamentals, while remaining sensitive to external developments.

The effects of current geopolitical tensions

Ongoing geopolitical tensions have continued to shape the global economic environment throughout 2025. The prolonged conflict in Ukraine remains a key source of uncertainty for the Baltic region, while tensions in the Middle East and broader geopolitical developments continue to influence global trade dynamics, energy markets, and overall investor sentiment. In addition, persistent geopolitical fragmentation and evolving international trade relations have contributed to a more cautious and volatile macroeconomic environment.

These factors have had a moderating effect on economic growth expectations, particularly in open economies such as Lithuania, where external demand and trade flows play a significant role. While supply chain disruptions have largely stabilized compared to prior years, businesses continue to operate in an environment characterized by heightened uncertainty and selective investment activity.

Despite these challenges, the Lithuanian economy and banking sector have continued to demonstrate resilience. Macroeconomic fundamentals remain stable, supported by prudent fiscal policy, a well-capitalized banking sector, and a diversified economic structure. Public support measures have become more targeted compared to previous years, focusing on specific sectors where needed, rather than broad-based interventions.

Throughout 2025, European Merchant Bank has not experienced material adverse effects on its liquidity position, customer behavior, or overall market confidence as a result of geopolitical developments. The Bank continues to maintain a stable funding profile and adequate liquidity buffers. While some caution is observed in investment activity, demand for financing remains aligned with the Bank's strategic expectations, reflecting a generally stable outlook for medium-term economic conditions.

Business Strategy of the Bank and Business Plan looking forward

The bank has a vision of "Banking for Growth: providing business insight, products and technology to empower our clients."

The Bank's mission is to ensure accessibility of digital banking services for SMEs and enable the underbanked businesses to reach their potential through our banking services, while ensuring compliance with EU standards. This forward-looking position is based on our core values of Partnership, Trust and Integrity, Smartness and Proactive Agility:

- We are more than just a bank; we are a partner for our clients, ensuring that every financial solution works towards its success.
- We believe in the future of business, based on transparency and trust and the integrity of banking activities.
- We harness technology and insights to provide sophisticated banking solutions, always reflecting on our clients' evolving needs.
- We embrace change with foresight and flexibility, proactively adapt to the evolving financial landscape.

This translates for Fintechs to a total package consisting of a European banking license, accounts in-line with regulations, a single API-based software, and the know-how to provide a true embedded finance offering. For businesses, it's accessible lending options for needs big and small, payment and account solutions for local and international business' needs.

In that sense: The Bank's mid-term strategy focuses on increasing the Bank's corporate loan portfolio while giving SME development a higher priority; growing funds from depositors; maintaining strong asset quality through efficient risk management and continuous organic growth for businesses. For Fintech, strategic focus is on being established as a pioneering bank that supports the FinTech ecosystem with the most advanced payment-banking systems and by offering superior customer service; setting up a full-fledged correspondent banking network and offering trade financing and Euroclearing services as well as growing a skilled staff for banking services with the knowledge and aptitude to use the newest methods and technologies. Bank also has a strategic priority to further build its global brand; establishing a strong brand awareness, building a solid reputation in the marketplace and being one of the first banks to come to mind in the sector.

At Bank, all the employees pride themselves on high professional standards, transparent practices, resilience to find solutions and long-term commitment to the Bank's partners.

Bank combines its employees' passion for entrepreneurship with their banking experience, making them entrepreneurs at heart and seasoned bankers in practice.

References and additional explanations on the data presented in the annual financial statements

References and additional explanations are given in the financial statements notes.

The important events that occurred after the end of the financial year

In 2025, the Bank of Lithuania initiated an inspection of the Bank’s compliance system with the Law on the Prevention of Money Laundering and Terrorist Financing (ML/TF). Subsequent to the reporting date, the Bank received a formal decision from the Bank of Lithuania imposing a monetary penalty.

The Bank has recognised a provision of EUR 270 thousand in the 2025 financial statements in accordance with IAS 37 Provisions, Contingent Liabilities and Contingent Assets.

Management considers this amount to represent the best estimate of the obligation as at the reporting date. The Bank does not intend to appeal the decision.

Information on the members of the Supervisory Board of the Bank:

Name, Surname	Workplace	Company code	Company address	Responsibilities
Ekmel Cilingir	European Merchant Bank Holdings, UAB	305756143	Gedimino ave. 35 Vilnius	CEO
Vygintas Bubnys	AB VERSMĖ	152814478	B. Sruogos g. 9, LT-59209 Birštonas	Chairman of the Board
Simona Grinevičienė	EPSO - G	302826889	Laisves Ave. 10, LT-04215, Vilnius	Head of Organizational Development and Culture
Hakan Turkmen	Private Practicing Lawyer	37519446166	Esentepe Mah. Buyukdere Cad. Yonca Apt. B Blok No: 151/20 34394 Sisli/Istanbul/Turkey	Managing Partner-Legal Attorney

Information on the members of the Board of the Bank:

Name, Surname	Workplace	Company code	Company address	Responsibilities
Sarp Demiray	European Merchant Bank UAB	304559043	Gedimino ave. 35, Vilnius, LT-01109 Business Center Merchants’ Club	CEO
Semin Dulek	European Merchant Bank UAB	304559043	Gedimino ave. 35, Vilnius, LT-01109 Business Center Merchants’ Club	Deputy CEO
Aurimas Kunca	European Merchant Bank UAB	304559043	Gedimino ave. 35, Vilnius, LT-01109 Business Center Merchants’ Club	Deputy CEO
Mehmet Guven Aytas	European Merchant Bank UAB	304559043	Gedimino ave. 35, Vilnius, LT-01109 Business Center Merchants’ Club	Head of Global Sales
Eugenijus Preikša	European Merchant Bank UAB	304559043	Gedimino ave. 35, Vilnius, LT-01109 Business Center Merchants’ Club	CRO

Bank’s Committees

Audit Committee

The primary function of the Audit Committee is to assist the Supervisory Board of the Bank in fulfilling its oversight responsibilities for financial reporting processes, the effectiveness of internal controls, the internal audit process and monitoring of compliance with laws, regulations and the Bank’s policies and procedures.

The Audit Committee maintains free and open communication with the Supervisory Board, Management Board, the independent auditors, internal audit, and any other party affected by the work of the Audit Committee.

Members:

- Ekmel Cilingir
- Vygintas Bubnys
- Simona Grinevičienė

Asset/Liability Committee (ALCO)

ALCO's primary duties and responsibilities are to assess the adequacy and monitor the implementation of the Bank's Asset, Liability, Risk, Liquidity, Fund and Cash Flow Management Policy ensuring that assets and liabilities are appropriately managed to optimize profitability while minimizing risks. ALCO meets regularly every two weeks and additional meetings may be scheduled as needed based on circumstances..

Members:

- CEO
- CFO
- CRO
- Head of Treasury
- Head of Global Sales
- Head of Local Sales
- Head of Financial Institutions

Risk Committee

The Supervisory Board of the Bank acts as – up until there is a separately established Risk Committee – the Risk Committee of the Bank.

The Supervisory Board, in the role of the Risk Committee:

- monitors the Bank's overall actual and future risk appetite and strategy, considering all types of risks, to ensure that they are in line with the business strategy, objectives, corporate culture, and values of the institution.
- oversees the implementation of the institution's risk strategy and the corresponding limits set.
- oversees the implementation of the strategies for capital and liquidity management as well as for all other relevant risks of the Bank (including reputational risk), in order to assess their adequacy against the approved risk appetite and strategy.

Credit Committee

The Credit Committee meets at least once a month/or and may hold additional meetings as needed or appropriate.

Members:

- CEO
- Head of Local Sales / Head of Global Sales
- Legal Counsel
- Local Credits Manager / International Credits Manager
- CFO

The specific authority and responsibilities of the Credit Committee include the following:

- approve credit proposals under the limit set to the Committee and make recommendations regarding credit proposals to the upper authorization level – Management Board and Supervisory Board of the Bank.
- monitoring of the Bank’s credit products, origination volumes, market area and credit facilities development.
- monitoring the Bank’s quality of both credits portfolio and individual credits, credits portfolio tendencies, expected credit losses, and collateral policy.
- recommending to the Management Board for approval of Credit risk/Lending policies and procedures commensurate with the Bank’s specific risk tolerances and strategic goals and monitoring the implementation of lending policies.
- periodical review of the Bank’s credits grading system and monitor the performance of the system, including a review of classification reports, external credit reviews and examination reports.
- performing a periodic review of the Bank’s high-risk and non-performing credits. Review collection practices and strategies, as appropriate.
- preparing and making periodic reports to the Management Board.
- annual review of this Charter and recommend changes to the Management Board as needed.

Nomination Committee

The Supervisory Board of the Bank acts as – up until there is a separately established Nomination Committee – the Nomination Committee of the Bank.

The Supervisory Board, in the role of the Nomination Committee, is mainly responsible to:

- identify, recommend, and approve Management Board candidates.
- dismiss Management Board members.
- assess the balance of skills, knowledge, and experience in the bank’s body and prepare a description of the functions and abilities required.
- for the specific position and assess the time required to perform the position
- evaluate the balance of knowledge, skills, diversity, and experience of the individual Management Board members (and the Head of Administration, where applicable) and Management Board collectively.
- assess the structure, size, composition, and performance of the Management Board (and the Head of Administration, where applicable) and make recommendations with regard to any changes.

Information Security Committee (ISC)

The Information Security Committee’s main duty is to provide recommendations to the Management Board of the Bank in relation to all information security efforts undertaken by the Bank. This committee

also coordinates and communicates the direction, current state, and oversight of the information security program.

Members:

- CRO
- CISO
- CTO
- Head of Operations
- Compliance Manager
- DPO

The responsibilities of the Information Security Committee cover:

- formulating, reviewing, and recommending the information security policy of the Bank.
- review the effectiveness of policy implementations.
- providing clear direction and visible management support for security initiatives.
- initiating plans and programs to maintain information security awareness.
- approving and monitoring major information security projects and the status of information security plans and budgets, establishing priorities, and approving procedures.
- ensuring the security activities are executed in compliance with the policy.
- identifying significant threat changes and vulnerabilities.
- assessing the adequacy and coordinating the implementation of information security controls.
- promoting information security, education, training, and awareness throughout the Bank.
- educating the team and staff on ongoing legal, regulatory and compliance changes as well as industry news and trends.
- reviewing the status of security awareness programs.
- assessing new developments or issues relating to information security.
- reporting to and or presenting to the Management Board on information security activities on at least a quarterly basis.

Detailed information regarding to Bank's remuneration policy is provided in a separate "Remuneration Policy" report published on <https://em.bank/corporate-governance/>.

As of December 31st, 2025, the number of the "Risk Takers" at the bank was 19.

Remuneration awarded for the financial year

		A	B	C	D	Total
		Supervisory function	Management function	Other senior management	Other identified staff	
Fixed Remuneration	Number of identified staff	4	5	7	3	19
	Total fixed remuneration	617	766	698	150	2 231
	of which: Cash based					
Variable Remuneration	Number of identified staff	4	5	7	3	19
	Total variable remuneration	-	-	-	-	-
	of which: Cash based					
Total Remuneration		617	766	698	150	2 231

Information on remuneration of staff whose professional activities have a material impact on institutions' risk profile (identified staff)

	Management body remuneration			Business areas		Total
	MB Supervisory function	MB Management function	Total MB	Independent control functions	All other	
Total number of identified staff	4	5	9	1	9	19
of which: members of the MB	4	5	9	-	-	9
of which: other senior management	-	-	-	1	6	7
of which: other identified staff				1	2	3
Total remuneration of identified staff	617	766	1 383	179	669	2 231
of which: variable remuneration	-	-	-	-	-	-
of which: fixed remuneration	617	766	1 383	179	669	2 231

CEO Sarp Demiray

17 April 2026

Signed electronically

PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME STATEMENT

Items	Notes	2025	2024
Interest income at effective interest rate	1	6 046	6 831
Interest expenses	1	(1 730)	(2 424)
Net interest income		4 316	4 407
Commission income	2	7 073	6 510
Commission expenses	2	(323)	(137)
Net commission income		6 750	6 373
Other income	3	28	55
Net currency exchange gain (loss)	4	(69)	9
Net gain (loss) on derivatives at fair value	5	55	(30)
Staff expenses	6	(4 917)	(4 664)
Administrative expenses	7	(4 711)	(3 428)
Depreciation and amortization expenses	11-14	(747)	(780)
Credit recoveries/loss allowances	10	(45)	(596)
Profit (loss) before tax		660	1 346
Tax expense	15	(87)	(286)
Profit (loss) for the year		573	1 060
Other comprehensive income		-	-
Total other comprehensive income		573	1 060

The financial statements were signed on 17 April 2026 by:

Sarp Demiray
CEO

Onder Ozcan
CFO

Signed electronically

Signed electronically

STATEMENT OF FINANCIAL POSITION

Items	Notes	31 December 2025	31 December 2024
ASSETS			
Cash and cash equivalents	8	145 523	162 865
Bonds at amortized costs	9	21 346	8 236
Loans to customers	10	44 189	36 418
Derivatives	11	10	-
Intangible assets	12	1 339	1 699
Tangible assets	13	52	38
Right of use assets	14	395	566
Deferred tax asset	15	545	576
Trade and other receivables	16	259	177
Other assets	17	1 081	953
TOTAL ASSETS		214 739	211 528
LIABILITIES			
Deposits from financial institutions	18	133 240	122 513
Deposits from public	19	66 065	74 959
Lease liabilities	14	397	550
Provisions	20	10	16
Derivatives	11	-	7
Trade and other payables	21	105	96
Other liabilities	22	1 784	822
TOTAL LIABILITIES		201 601	198 963
Equity			
Capital	23	15 300	15 300
Retained earnings	23	(2 162)	(2 735)
TOTAL EQUITY		13 138	12 565
TOTAL EQUITY AND LIABILITIES		214 739	211 528

The financial statements were signed on 17 April 2026 by:

Sarp Demiray
CEO

Signed electronically

Onder Ozcan
CFO

Signed electronically

STATEMENT OF CHANGES IN EQUITY

Items	Capital	Retained earnings	Equity
Balance on December 31, 2023	15 300	(3 795)	11 505
Profit (loss) for the year	-	1 060	1 060
Balance on December 31, 2024	15 300	(2 735)	12 565
Profit (loss) for the year	-	573	573
Balance on December 31, 2025	15 300	(2 162)	13 138

The financial statements were signed on 17 April 2026 by:

Sarp Demiray
CEO

Signed electronically

Onder Ozcan
CFO

Signed electronically

STATEMENT OF CASH FLOWS

Article	Notes	2025	2024
Operating activities			
Profit (loss) for the year		573	1 060
Adjustments:			
Credit recoveries/credit loss allowances		43	(24)
Interest income		(6 126)	(6 836)
Interest expense		1 730	2 424
Depreciation and amortization		747	780
Deferred tax assets		31	179
Other non- monetary transactions		185	(164)
Total adjustments:		(3 390)	(3 641)
Net change in loans to customer		(7 543)	(124)
Net change in other receivables		(128)	(225)
Net change in payables to customers and banks		2 186	63 674
Net change in right to use assets		-	-
Net change in other liabilities		969	(786)
Total adjustments to operating assets and liabilities		(4 516)	62 539
Interest received		5 155	6 438
Interest paid		(2 083)	(2 388)
Corporate tax paid		(92)	(30)
Cash flows from operating activities		(4 353)	63 978
Investing activities			
Acquisition of tangible and intangible fixed assets		(420)	(844)
Net change in bonds at amortized costs		(12 986)	(7 821)
Interest received		570	106
Cash flows from investing activities		(12 836)	(8 559)
Financial activities			
Premises rent payments have been paid		(153)	(134)
Cash flows from financial activities		(153)	(134)
Exchange rate difference on cash and cash equivalents		-	-
Net increase in cash and cash equivalents		(17 342)	55 285
Cash and cash equivalents at the beginning of the year		162 865	107 580
Cash and cash equivalents at the end of the year	8	145 523	162 865

The financial statements were signed on 17 April 2026 by:

Sarp Demiray
CEO

Signed electronically

Onder Ozcan
CFO

Signed electronically

EXPLANATORY NOTES**I. GENERAL INFORMATION**

European Merchant Bank UAB (hereinafter the Bank) – was registered as a joint stock company in the Enterprise Register of the Republic of Lithuania on June 28, 2017; the Bank’s code is 304559043. The Head Office of the Bank is located at Gedimino Avenue 35, 01109, Vilnius.

Main activity of the Bank is provision of financial services.

December 14, 2018 the European Central Bank has issued a specialized bank license no.3 for the European Merchant Bank UAB. June 6, 2019 the Bank registered its Articles of Association in the Register of Legal Entities related to becoming a specialized Bank.

As of December 31, 2022, the capital of the Bank was 15 300 thousand EUR which is divided into 15 300 thousand ordinary registered shares with EUR 1 par value each.

The Bank's sole shareholder is EUROPEAN MERCHANT BANK HOLDINGS, UAB, Company code: 305756143, address Gedimino av. 35-2, Vilnius, Lithuania:

Shareholder	2025		2024	
	No of shares	Ownership	No of shares	Ownership
European Merchant Bank Holdings, UAB	15 300 000	100%	15 300 000	100%
Total		100%		100%

The Bank does not hold its own shares.

European Merchant Bank UAB has no subsidiaries or associated companies. The Bank also has no branches or representative offices.

The average number of employees in 2025 was 70 (2024 – 66).

II. ACCOUNTING POLICY

Statement of compliance

The financial statements of the Bank are prepared in accordance with the Laws of the Republic of Lithuania, regulating accounting and financial accountability, as well as the International Financial Reporting Standards (IFRS) that have been adopted for use in the European Union.

The financial statements are also prepared according to the Republic of Lithuania Law on Banks, Law of the Republic of Lithuania on Reporting by Undertakings and other regulations and advice of the Bank of Lithuania.

These financial statements have been prepared on a going concern basis.

Basis of measurement

The financial statements are prepared using several measurement bases. Financial assets and liabilities are measured at amortized cost. The carrying amounts of financial assets and liabilities subject to fair value hedge accounting are adjusted for changes in fair value attributable to the hedged risk. Non-monetary items are measured on a historical cost basis, unless otherwise specified.

Functional currency and foreign currency transaction

The financial statements are presented in euro and all figures are rounded to thousands of euro (EURth) unless indicated otherwise.

Due to the rounding of individual amounts to thousands of euros in the tables, the numbers may not match, such rounding errors are insignificant in these financial statements.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Financial assets and liabilities denominated in foreign currencies are translated into the functional currency at the spot exchange rate prevailing at the date of the statement of financial position. Non-monetary items carried at cost are translated using the exchange rate at the date of the transaction, while non-monetary assets carried at fair value or revalued amounts are translated at the exchange rate when the fair value was determined. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in currencies other than EUR are recognized in the profit or loss.

The use of assessments and decisions in the financial statements

In the preparation of the financial statements in accordance with IFRS that have been adopted for use in the European Union, the management, based on the certain assumptions, must evaluate factors which influence the choice of accounting principles as well as the effect on the assets, liabilities, income and expenses amounts. The actual results might differ from assumptions and forecasts. The evaluations, forecasts and assumptions are always reviewed and revised on a regular basis.

The effect of changes in evaluations is recognized in the period during which the evaluation is revised and for the coming periods if the evaluation affects the future periods as well. The evaluations might be

revised based on the changed conditions which were used to make evaluation or if there is new information available or new experience gained during the period which might lead to more accurate evaluations.

Adoption of new and revised International Financial Reporting Standards

In the current year, the Bank has adopted all of the new and revised Standards and Interpretations that are relevant to its operations and effective for accounting periods beginning on 1 January 2025

(a) The following standards, amendments and interpretations are mandatory for accounting periods beginning on or after 1 January 2025

Amendments to IAS 21 Lack of Exchangeability (issued on August 2023, effective from 1 January 2025, early application is possible):

Lack of Exchangeability amends IAS 21 The Effects of Changes in Foreign Exchange Rates to require an entity to apply a consistent approach to assessing whether a currency is exchangeable into another currency and, when it is not, to determining the exchange rate to use and the disclosures to provide.

The Bank has not yet evaluated the impact of the implementation of these amendments.

(b) Standards and amendments that have been approved but are not yet effective and have not been applied in advance

Contracts Referencing Nature-dependent Electricity – Amendments to IFRS 9 and IFRS 7 (issued on 18 December 2024, effective from 1 January 2026 with early application permitted)

The amendments are to the own-use requirements, and hedge accounting requirements, together with related disclosures. The scope of the amendments is narrow, and only if contracts meet the specified scoping characteristics will they be in the scope of the amendments.

The amendments include - clarifying the application of the 'own-use' requirements; permitting hedge accounting if these contracts are used as hedging instruments; and adding new disclosure requirements to enable investors to understand the effect of these contracts on a company's financial performance and cash flows.

Amendments to IFRS 9 Financial Instruments

- the own-use requirements in IFRS 9 are amended to include the factors an entity is required to consider when applying IFRS 9:2.4 to contracts to buy and take delivery of renewable electricity for which the source of production of the electricity is nature-dependent; and
- the hedge accounting requirements in IFRS 9 are amended to permit an entity using a contract for nature-dependent renewable electricity with specified characteristics as a hedging instrument:

- to designate a variable volume of forecast electricity transactions as the hedged item if specified criteria are met; and
- to measure the hedged item using the same volume assumptions as those used for the hedging instrument.

Amendments to IFRS 7 Financial Instruments: Disclosures and IFRS 19 Subsidiaries without Public Accountability: Disclosures

The IASB amends IFRS 7 and IFRS 19 to introduce disclosure requirements about contracts for nature-dependent electricity with specified characteristics

The amendments are effective for annual reporting periods beginning on or after 1 January 2026. Early application is permitted.

The amendments shall be applied retrospectively; prior periods need not be restated to reflect the application of the amendments

The Bank has not yet evaluated the impact of the implementation of these amendments.

Annual Improvements Volume 11 (issued on 18 July 2024 effective from 1 January 2026, earlier application is permitted)

These amendments include clarifications, simplifications, corrections and changes aimed at improving the consistency of several IFRS Accounting Standards. The amendments contained in the Annual Improvements relate to:

- IFRS 1 *First-time Adoption of International Financial Reporting Standards* - Hedge Accounting by a First-time Adopter
- IFRS 7 *Financial Instruments: Disclosures*:
 - Gain or loss on derecognition
 - Disclosure of differences between the fair value and the transaction price
 - Disclosures on credit risk
- IFRS 9 *Financial Instruments*:
 - Derecognition of lease liabilities
 - Transaction price
- IFRS 10 *Consolidated Financial Statements* - Determination of a ‘de facto agent’
- IAS 7 *Statement of Cash Flows* - Cost Method.

These amendments are mandatory for financial years beginning on or after 1 January 2026; earlier application is permitted.

The Bank has not yet evaluated the impact of the implementation of these amendments.

Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7 (issued on 30 May 2024 effective from 1 January 2026; earlier application is permitted)

Clarifying the classification of financial assets with environmental, social and corporate governance (ESG) and similar features—ESG-linked features in loans could affect whether the loans are measured at amortised cost or fair value. Stakeholders asked how to determine how such loans should be measured based on the characteristics of the contractual cash flows. To resolve any potential diversity in practice, the amendments clarify how the contractual cash flows on such loans should be assessed.

Settlement of liabilities through electronic payment systems—stakeholders highlighted challenges in applying the derecognition requirements in IFRS 9 to the settlement of a financial asset or a financial liability via electronic cash transfers. The amendments clarify the date on which a financial asset or financial liability is derecognised. The IASB also decided to develop an accounting policy option to allow a company to derecognise a financial liability before it delivers cash on the settlement date if specified criteria are met.

With these amendments, the IASB has also introduced additional disclosure requirements to enhance transparency for investors regarding investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features, for example features tied to ESG-linked targets.

The amendments are effective for annual reporting periods beginning on or after 1 January 2026. Earlier application of either all the amendments at the same time or only the amendments to the classification of financial assets is permitted.

An entity is required to apply the amendments retrospectively. An entity is not required to restate prior periods to reflect the application of the amendments, but may do so if, and only if, it is possible to do so without the use of hindsight.

The Bank has not yet evaluated the impact of the implementation of these amendments.

IFRS 18 Presentation and Disclosure in Financial Statements (issued on 9 April 2024 effective from 1 January 2027)

IFRS 18 introduces new requirements on presentation within the statement of profit or loss, including specified totals and subtotals. It also requires disclosure of management-defined performance measures and includes new requirements for aggregation and disaggregation of financial information based on the identified ‘roles’ of the primary financial statements and the notes.

The Bank has not yet evaluated the impact of the implementation of this standard.

IFRS 19 Subsidiaries without Public Accountability: Disclosures (issued on 9 May 2024 effective from 1 January 2027)

IFRS 19 creates a reduced set of disclosures that certain in-scope entities can elect to apply instead of the disclosure requirements set out in other IFRS Accounting Standards. However, what IFRS 19 does not do is change any of the recognition, measurement or presentation requirements set out in other IFRS Accounting Standards. The objective of the Standard is to alleviate the reporting burden for eligible

subsidiaries without public accountability. It achieves this by working alongside other IFRS Accounting Standards, with eligible subsidiaries applying the recognition, measurement and presentation requirements in other IFRS Accounting Standards, except for the disclosure requirements.

The Bank has not yet evaluated the impact of the implementation of this standard.

Material accounting policies

Presentation of financial statements (IAS 1)

Financial statements provide a structured representation of the Bank's financial position, financial results and cash flows, to provide information useful in connection with financial decisions. The financial statements also indicate the results of executive management's administration of the resources entrusted to them. Complete financial statements consist of Bank's profit or loss and other comprehensive income statement, a statement of financial position, statements of changes in equity, cash flow statements and notes. Bank's statements of profit and loss and other comprehensive income contains all revenue and expense items, provided that a special IFRS does not require or allow otherwise. Other revenue and expense items are recognized in the same statement as other comprehensive income.

Financial Instruments (IAS 32, IFRS 9)

Financial instruments represent the largest part of the Bank's financial position. A financial instrument is any contract that gives rise to a financial asset in one entity and a financial liability or equity instrument in another entity. Cash and contractual rights to receive cash are examples of financial assets, whereas a contractual obligation to deliver cash or another financial asset is an example of a financial liability. A derivative is a financial instrument that is distinguished by the fact that its value changes in response to the change in a specified variable, such as foreign exchange rates, interest rates or share prices, it requires little or no initial net investment, and it is settled on a future date. Financial instruments are classified on relevant lines of financial position depending on the nature of the instrument and the counterparty.

Recognition and derecognition

Financial assets and liabilities are recognized on the financial position on the trade date, which is the date when the Bank becomes a party to the instrument's contractual provisions, with the exception of financial assets measured at amortized cost, which are recognized on the settlement day and financial lease that is recognized on the asset delivery date. Financial assets are derecognized when the right to receive cash flows from a financial asset has expired or the Bank has transferred substantially all the risks and rewards of ownership to another party. When a financial asset is modified, there is an assessment needed whether the modification results in derecognition. A financial asset is considered modified where the contractual terms governing the cash flows are amended versus the original agreement, for example due to forbearance measures being applied, changes in market conditions, customer retention reasons or other factors unrelated to the credit deterioration of a borrower. Modified financial assets have to be derecognised from the balance sheet and a new loan recognized where an agreement is cancelled and replaced with a new agreement on substantially different terms or where the terms of an existing agreement are substantially modified. Modifications due to financial difficulties, including forbearance

measures, are not considered substantial on their own. Financial liabilities are derecognized when the obligation in the agreement has been discharged, cancelled or expired.

Classification and measurement

Financial assets are classified as measured at either amortized cost or fair value through profit or loss, based on the business model for managing the assets and the asset's contractual terms. The Bank does not have any financial assets classified as fair value through other comprehensive income (managed under a hold to collect and sell business model). The business model reflects how the Bank manages portfolios of financial assets in order to generate cash flows. The factors considered in determining the business model for a portfolio of financial assets include past experience on how the cash flows have been collected, how the financial assets' performance is evaluated and reported to management, how risks are assessed and managed and how compensation is linked to performance. The Bank assesses the contractual terms of financial assets to identify whether the contractual cash flows are solely payments of principal and interest. In making this assessment, the Bank considers whether the contractual cash flows are consistent with a basic lending arrangement. Principal is defined as the fair value of a financial asset on initial recognition. Interest is defined as the compensation for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is not compliant with the solely payments of principal and interest criterion. Financial liabilities are classified as measured at either amortized cost or fair value through profit or loss.

Financial assets at amortized cost

Financial assets which are debt instruments are classified as measured at amortized cost if they are held within a business model with the objective to hold the financial assets in order to collect contractual cash flows and if the contractual terms of the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets at amortized cost are initially recognized at fair value including transaction costs that are directly attributable to the acquisition of financial assets and subsequently measured at amortized cost. Fair value is normally the amount advanced, including fees and commissions. The amortized cost is the amount at which the financial asset is measured at initial recognition minus repayments of principal, plus accrued interest, plus or minus the cumulative amortization using the effective interest method of any difference between that initial amount and the maturity amount and adjusted for any credit loss allowances (the terms 'credit loss allowances' and 'allowances' are hereinafter used interchangeably). Accounting policies regarding credit loss allowances are disclosed in paragraph Credit impairment.

Credit impairment

The Bank assesses whether there has been a significant increase in credit risk or whether the asset is credit-impaired, using forward-looking information and historical data. Losses on loan and receivables impairment are established through profit or loss if there is objective evidence that the Bank will not be able to collect all amounts due. Evidence of impairment is based on the Expected Credit Losses model (ECL), which tests if the credit risk has not increased significantly after initial recognition.

Financial instruments are classified into stages for impairment purposes under IFRS 9:

Stage 1: For the financial assets at initial recognition or that do not have a significant increase in credit risk since initial recognition. Impairment for credit risk is recorded in the amount of 12-month expected credit losses.

Stage 2: In the event of a significant increase in credit risk since initial recognition, the financial asset is transferred to Stage 2. Impairment for credit risk is determined on the basis of the instrument's lifetime expected credit losses.

Stage 3: Stage 3 includes financial assets that have objective evidence of impairment at the reporting date. For these assets, lifetime expected credit losses are recognized.

Measurement of expected credit losses

The Bank allocates impairment for expected loss on financial assets measured at amortized cost.

The Bank recognizes provisions for impairment in accordance with IFRS 9 "Financial Instruments". The expected credit loss estimates are required to be unbiased, probability-weighted and include supportable information about past events, current conditions, and forecasts of future economic conditions.

Expected Credit Loss (ECL) Calculation - Input and Forecasting Methodologies

Expected Credit Loss (ECL) is calculated as 12 months or lifetime, depending on whether there is a significant increase in credit risk after initial recognition or whether an asset is considered as a credit loss. Expected Credit Loss is calculated by using the Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) components.

- **Probability of Default (PD)**: PD indicates the probability of default due to inability of the borrower to meet its debt obligations. It has been calculated for 12 months or lifetime depends on increase on borrower's credit risk.
- **Loss Given Default (LGD)**: LGD is calculated in EDF-X and the results are used as an input under ImpairmentStudio for the Bank. LGD model computes the expected loss based on the ultimate recovery version of LGD. The model predicts the present discounted value of the cash flows from the debt if the debt is held through the resolution process. LGD model utilizes the LGD estimates for both secured and unsecured loans from a quantitative model. The methodology divides the debt into an unsecured portion and a secured portion, adjusts them separately using unsecured LGD and secured LGD, respectively, then combines these for a final LGD as a weighted average of both portions.

The model also provides a long-run LGD that can be used to compute recovery over the life of the loan and also considers the collateral valuations since recovery prospects are highly dependent on the collateral's quality.

LGD model estimates a typical, historical recovery on a given loan. Combined with a term structure of default probabilities, the model provides the expected loss of the loan.

- Exposure at Default (EAD): Specifies the amount of risk that the borrower should pay in case of default. The EAD calculation takes into account both Amortized Cost and Fair Value figures. The EAD modeled by ImpairmentStudio depends on the IFRS 9 classification and product type. The ImpairmentStudio cash flow engine generates a timeline of all future scheduled payments using detailed contract terms. The EAD is the sum of all future payments, both interest and principal, discounted to its value on the payment date.

Expected Credit Loss is calculated over the remaining maturity using the EAD, PD and LGD components. The Bank's Impairment Studio tool offers the discounted Cash Flow (DCF) calculation engine required to generate the IFRS 9 compliant allowance and utilizes multiple macroeconomic scenarios to produce weighted-average expected credit losses that facilitate scenario-based sensitivity analysis. The application calculates expected credit losses based on the data inputs provided. Overall, the application can be used to estimate expected credit losses and helps clients generate expected credit loss allowance and off-balance sheet reserve disclosure reports. It provides an expected credit loss calculation covering various asset classes and types of financial instruments using Moody's economic forecast scenarios or users' customized business-specific scenarios.

Expected Credit Loss (ECL) models and assumptions are reviewed at least annually, and more frequently if there are significant changes in credit risk or macroeconomic conditions, and the Board of Directors decides on the scenario weights to be used each year in line with the Bank's economic expectations.

Definition of default and credit-impaired assets

Default is an input to the PD, which affects both the identification of a significant increase in credit risk and the measurement of the expected credit losses. Financial assets classified as credit-impaired are included in Stage 3. The Bank's IFRS 9 definitions of default and credit-impaired assets are aligned to the Bank's regulatory definition of default, as this is what is used for risk management purposes. Default and credit-impairment are triggered when one of the following occurs: forbearance measures for the credit facility was applied more than one time within its lifetime, past due more than 90 days of any customer's financial instrument, legal bankruptcy or legal restructuring case is initiated against the customer, enforcement procedure is initiated, customer declared about its insolvency, other creditors arrested customer's asset and/or initiated enforcement procedure, under the distressed restructuring conditions if the diminished financial obligation is higher than 1% or there is an assessment that the borrower is unlikely to pay its obligations as agreed. When assessing whether a borrower is unlikely to pay its obligations, the Bank takes into account both qualitative and quantitative factors including but not limited to the overdue status or non-payment on other obligations of the same borrower, expected bankruptcy and breaches of financial covenants. The Bank has elected to rebut the presumption that instruments which are 90 days past due are in default or credit-impaired for instruments in the sovereign and financial institutions exposure classes only, due to that default is triggered based on manual decisions. An instrument is no longer considered to be in default or credit-impaired when it no longer meets any of the default criteria for at least three consecutive months. Where a loan is in default due to a non-performing forbearance measure having been applied, longer probation periods are applied.

Determining a significant increase in credit risk since initial recognition

If the credit risk of financial assets is determined to be significantly increasing, afore-mentioned assets are transferred to the stage 2. For stage 1 loans expected loss (provision) amounts are calculated for 1-year and for stage 2 loans expected loss (provision) is calculated for the remaining life of the loan.

If customers likeliness to pay is doubtful and forbearance discussions starts, to transfer customer to Stage2 one of the following criteria should be met:

- Forbearance measures for the credit facility were applied no more than one time within its lifetime. Customers in Stage 2 may be restructured more than once (up to two times) provided the “Viability Assessment” result is “Sustainable” (Credit Monitoring and Administration Procedure, Annex 7 Viability Assessment Checklist).
- Past due more than 30 days of any customer’s financial instrument
- Suffered loss in two consecutive reporting periods (quarters) / except for the newly established companies (SPVs) which is in line with the projected cash flow. (While examining the loss status of the company, it is checked whether the company’s activities include seasonality. In companies with seasonal effects, two consecutive periods in the seasons in which the operations continued are compared.)
- Negative equity for four consecutive reporting periods(quarters)
- Assigning the borrower to a higher credit risk category (rank) according to the assessment of a recognized credit rating agency or the bank's internal credit rating system. The following rules apply:
 - - o If the initial PD is equal to or higher than 3,71%, then take the customer to Stage 2 if PD has increased more than 50%,
 - o If the initial PD is less than 3,71%, then take the customer Stage 2 if the PD has increased more than 50% provided that the resulting PD is above 5,57%,
 - o A decrease in the bank's internal credit quality rating of individually assessed lending positions, when the borrowers fulfill their obligations, compared to the one at the time of the initial recognition of the lending position (if the Rating has decreased more than 4 levels and the initial Rating is equal to or worse than Baa1, A group ratings are excluded).

Definition of increase in the probability of default is the comparison between the probability of default on loan’s opening date and probability of default on reporting date. If the loan’s estimated probability of default on reporting date exceeds the threshold values determined above, it is considered to be worsening of the probability of default.

Expected lifetime

The lifetime of a financial instrument is relevant for both the assessment of significant increase in credit risk, which considers changes in the probability of default over the expected lifetime, and the measurement of lifetime expected credit losses. The expected lifetime is generally limited by the maximum contractual period over which the Bank is exposed to credit risk, even if a longer period is

consistent with business practice. All contractual terms are considered when determining the expected lifetime, including prepayment options and extension and rollover options that are binding to the Bank.

Modifications

Where a loan is modified but is not derecognized, significant increases in credit risk continue to be assessed for impairment purposes as compared to the initial recognition credit risk. Modifications do not automatically lead to a decrease in credit risk and all quantitative and qualitative indicators will continue to be assessed. Further to this, a modification gain or loss is recognized in the Bank's statements of profit and loss and other comprehensive income within Credit recoveries/credit loss allowances, which represents the difference in the present value of the contractual cash flows, discounted at the original effective interest rate. Where a loan is modified and derecognized, the date of the modification is the initial recognition date of the new loan for credit impairment purposes, including the assessment of significant increases in credit risk. Where the new loan is considered to be credit-impaired on initial recognition, it is classified as a purchased or originated credit impaired asset and therefore lifetime expected credit losses are calculated until the loan is repaid or written-off.

Presentation of credit recoveries/credit loss allowances

For financial assets measured at amortized cost, credit loss allowances are presented in the balance sheet as a reduction of the gross carrying amount of the assets. For loan commitments and financial guarantee contracts, such provisions are presented as a liability within Provisions. Where a financial instrument includes both a loan and a loan commitment component, such as revolving credit facilities, the Bank recognizes the credit loss allowances separately for the loan and the loan commitment components. A write-off reduces the gross carrying amount of a financial asset. Credit impairment losses and write-offs are presented as Credit recoveries/credit loss allowances in Bank's statements of profit and loss and other comprehensive income. Write-offs are recognized when the amount of loss is ultimately determined and represent the amount before the utilization of any previous provisions. Any subsequent recoveries of write-offs or credit loss allowances are recognized as gains within Credit recoveries/credit loss allowances.

Financial Liabilities (IFRS 9)

The Bank's financial liabilities consist of those carried at amortized cost.

Financial liabilities are derecognised once the liabilities are discharged, cancelled or expired. When one current financial liability is replaced with another financial liability to the same creditor but under other terms, or when the current liability's terms are significantly changed, this change is considered as a termination of the initial liability and signing of a new liability. The difference in the respective carrying amounts is recognised in the statement of comprehensive income.

Fixed assets (IAS 38, IAS 16)

Intangible assets

A long-term intangible asset are those assets which useful life is more than one year, and which cost exceeds EUR 1.000. An intangible asset is initially measured in cost. An intangible asset is recognized in the balance sheet only when its cost can be measured reliably, and it is likely that future economic benefits attributable to the assets will accrue to the Bank. Intangible assets are initially measured at cost and subsequently at cost less accumulated amortization and accumulated impairment. An amortization of the intangible asset is calculated using the straight-line method of amortization based on the estimated useful life of the asset:

- Software 5 years
- Other intangible assets 5 years

Development costs are capitalized and recognized in the financial position when the Bank controls the resulting asset, it is likely that future economic benefits attributable to the assets will accrue to the Bank and the costs can be calculated in a reliable way. In other cases, development costs are expensed when they arise.

Tangible assets

Long-term tangible assets are those assets which useful life is more than one year and which cost exceeds EUR 300-1.000. Tangible assets are held at historical cost less accumulated depreciation and any impairment in value whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

Gains and losses on disposals of tangible assets are determined by reference to their carrying amount and are charged to the income statement. The cost includes all expenses for purchasing, manufacturing, taxes and other direct costs to otherwise bring the goods to their current location and condition

Depreciation is calculated using the straight-line method of depreciation based on the estimated useful life of the asset. Useful lives, residual values and depreciation methods are reassessed and changed when necessary, in connection with each closing day. The following amortization and depreciation useful life (years) are applied in the Bank for the respective asset category:

- Computers 3 years
- Office equipment 4 years
- Communication tools 5 years
- Other property and equipment 4 years
- Furniture 6 years

Cash and cash equivalents

Cash and cash equivalents include cash on hand, balances held with central banks (including the minimum reserve), correspondent accounts, and overnight or short-term deposits placed with other

financial institutions. This also includes overnight deposits with the central bank. These instruments are considered to be readily available funds, with no restrictions on their use.

Cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition.

Share capital and reserves

Share capital is presented according to the Bank's articles of association.

According to Law on Companies of the Republic of Lithuania, mandatory reserve is compulsory under the Lithuanian regulatory legislation. Annual transfers of 5% of net result are required until the reserve reaches 10% of share capital. The mandatory reserve cannot be used for payment of dividends and it is established to cover future losses only.

Employee benefits (IAS 19)

The Bank does not have any defined benefit, employee incentive plans or compensation through share-based incentive programs. Short-term benefits for employees are recognized as current operating costs for the period during which the employees provided the services. The benefits include salaries, social security contributions, bonuses, paid-holidays, and others.

Net interest income (IFRS 9)

Interest income on financial assets and interest expense on financial liabilities include interest payments received or paid, change in accrued interest and amortization of any difference between the initial amount and the maturity amount during the period, which produces a constant rate of return over the instrument's life, referred to as the effective interest rate. The effective interest rate is the rate that discounts future cash flows to the gross carrying amount of a financial asset or to the amortized cost of a financial liability, taking into account transaction costs, premiums or discounts and fees paid or received that are an integral part of the return. Interest income on financial assets is generally calculated by applying the effective interest rate to the gross carrying amount, with two exceptions. Where financial assets measured at amortized cost have become credit impaired subsequent to initial recognition (Stage 3 financial assets), interest income is calculated by applying the effective interest rate to the amortized cost, which is the gross carrying amount less credit loss allowances. If such financial assets are no longer credit-impaired, the calculation of interest income reverts back to the gross carrying amount basis. Where financial assets measured at amortized cost are credit-impaired on initial recognition, interest income is calculated by applying the credit-adjusted effective interest rate to the amortized cost until the financial asset is derecognized from the balance sheet. The credit-adjusted effective interest rate is calculated based on the amortized cost of the financial asset rather than the gross carrying amount and incorporates the impact of expected credit losses in estimated future cash flows. Interest expense is calculated by applying the effective interest rate to the financial liabilities.

Commission fees is a part of the EIR, when calculating interest income and expenses and included in calculation of carrying value of the related assets and liabilities. Therefore, deferred expenses related to issued loans and transaction costs are classified into loans caption in the statement of the financial position and deferred expenses related to accepted deposits are accounted in deposit liabilities caption in

the statement of financial position accordingly. After presentation and measurement of commission expenses are corrected in the statement of financial position, commissions related to loans decrease interest income, while commissions related to deposits increase deposit related interest expenses in the statement of profit (loss) and other comprehensive income.

Net commission income (IFRS 15)

Revenue from contracts with customers consists primarily of service-related fees and is reported as Commission income. Revenue is recognized when a performance obligation is satisfied, which is when control of the service is transferred to the customer. The total consideration received is allocated to each performance obligation, depending on whether they are satisfied either over time or at a point in time. Where fees are variable, i.e. performance-based fees, revenue is recognized when it is highly probable that a significant reversal in the amount will not occur. Payment commissions are recognized when the services are provided, at a point in time. Fees related to service plans are recognized over the period of time when the services are provided. Lending fees that are not an integral part of the effective interest rate are recognized as commission income. Lending fees are recognized over time and at a point in time, depending on when the performance obligation is satisfied. Expenses for bought service directly attributable to generating commission income for service provided are reported as commission expense.

Expenses (IAS 37)

Expenses are recognized on the basis of accrual and revenue and expense matching principles in the reporting period when the income related to these expenses was earned, irrespective of the time the money was spent.

In those cases when the costs incurred cannot be directly attributed to the specific income and they will not bring income during the future periods, they are expensed as incurred.

Financial expenses include interests for debt as well as related administration expenses related to receivables. The interest expenses are recognized by using effective interest rate method.

Finance and operating lessee (IFRS 16)

The determination of whether an arrangement is a lease or it contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Finance lease

The Bank recognizes the finance lease as assets and liabilities in the financial position statement, carried at the fair value of the finance lease at the beginning of the lease or minimal present value of the future lease payments, if the latter is lower. In calculating the present value of the minimum finance lease payments, the discount factor used is the interest rate implicit in the lease, when it is practicable to determine. Otherwise, the Bank's incremental borrowing rate is used. Initial direct costs incurred are included as part of the asset. Initial direct costs incurred are included as part of the asset. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance

charge payments are allocated to periods during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

For finance lease assets and lease liabilities the Bank calculates depreciation; in addition, the Bank also recognizes finance expenses related to finance lease. The depreciation policy for leased assets is consistent with that for depreciable assets that are owned. The leased assets are not depreciated over the period longer than the lease term, unless the Bank, according to the lease contract, gets transferred their ownership after the lease term is over.

If a sale and leaseback transaction results in a finance lease, any excess of sales proceeds over the carrying amount is not immediately recognized as income. Instead, it is deferred and amortized over the lease term.

Operating lease

Leases of assets under which the risks and rewards of ownership are effectively retained by the lessor are classified as operating leases.

Lease payments are recognized as an expense (less any discounts granted to the lessee) in proportion to the lease term. Payments received under leases (less any discounts granted to the lessee) are recognized as income on a straight-line basis over the lease term.

Income tax (IAS 12)

The tax currently payable is based on taxable profit for the reporting period. Taxable profit differs from net profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. Income tax expenses are calculated based on the information available as at the date of preparation of the financial statements. In accordance with the Law on Corporate Income Tax of the Republic of Lithuania, the current income tax rate is 15% on taxable income.

Tax losses can be carried forward for indefinite period, except for the losses incurred as a result of disposal of securities and (or) derivative instruments. Such carrying forward is disrupted if the Bank changes its activities due to which these losses were incurred except when the Bank does not continue its activities due to reasons which do not depend on the Bank itself. The losses from disposal of securities can be carried forward for 5 consecutive years and can be covered only by profits from same kind transactions.

Deferred income tax (IAS 12)

Deferred tax is recognized for temporary differences between the carrying amounts of assets and liabilities in the financial statements and their respective tax bases. Deferred income tax liabilities are generally recognized for all taxable temporary differences and deferred income tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill (or negative goodwill) or from the initial recognition (other than in a business

combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

Deferred tax assets are tested on each closing period and recognized to the extent it is likely on each closing day that they can be utilized. If it is not probable that future taxable profit will be available against which the temporary differences can be utilized, then deferred tax assets are reduced accordingly.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the statement of financial position date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if the Bank has a legally enforceable right to set off current tax assets against current tax liabilities.

Income tax and deferred income tax for the reporting period

Income tax and deferred income tax are charged or credited to profit or loss, except when they relate to items included directly to equity, in which case the deferred income tax is also accounted for in other comprehensive income.

Contingencies (IAS 37)

Contingent liabilities are not recognized in the financial statements. They are disclosed in the financial notes unless the possibility of an outflow of resources embodying economic benefits is marginal.

According to current laws, the Tax Inspectorate at any time could check the Bank's accounting registers for the last five years before the reporting period, and also can calculate and apply additional taxes and sanctions for the Bank. The management of the Bank has no any information about the events and conditions which can result in significant additional tax expenses or liabilities for the Bank.

A contingent asset is not recognized in the financial statements but disclosed in the financial notes when an inflow of economic benefits is probable.

Subsequent events (IAS 10)

Events after the reporting date that provide additional information about the Bank's position at the statement of financial position date (adjusting events) are reflected in the financial statements. Events after the reporting date that are not adjusting events are disclosed in the notes when material.

Related parties (IAS 24)

Parties are considered to be related if at least one of the conditions are met:

- a. The person or its relative is treated as related to the Bank if the person:
 - i. Has control or jointly control of the Bank
 - ii. Can exercise a significant influence over the Bank
 - iii. Is the member of the management personnel of the company or of a parent of the Bank
- b. An entity is related to the Bank if any of the following conditions are met:

- i. An entity and the Bank are members of the same group (i.e. each parent, subsidiary, and fellow subsidiary is related to each other)
- ii. One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member)
- iii. Both entities are joint ventures of the same third party
- iv. One entity is a joint venture of a third entity and the other entity is an associate of the third entity
- v. An entity is a post-employment benefit plan for the benefit of employees of either the Bank or an entity related to the Bank. If the Bank is itself such a plan, the sponsoring employers are also related to the Bank
- vi. An entity is controlled or jointly controlled by a person identified in (a)
- vii. A person identified in (a), (i) has a significant influence over an entity or is a member of the key management personnel of an entity (or of a parent of an entity)

III. NOTES TO THE FINANCIAL STATEMENTS

Note 1 Net interest income

Items	2025	2024
Interest income at effective interest rate	6 046	6 831
Interest income from loans	2 768	3 520
Interest income from banks	2 390	3 106
Interest income from securities	709	106
<i>Correction of effective interest rate</i>		
Contract fee income	192	101
Transaction costs	(13)	(22)
Other	-	20
Interest expenses	(1 730)	(2 424)
Interest expense for term deposits	(1 570)	(2 223)
Interest expense for IFRS 16	(21)	(25)
<i>Correction of effective interest rate</i>		
Transaction costs	(139)	(176)
Total	4 316	4 407

Note 2 Net commission income

Items	2025	2024
Commission income	7 073	6 510
Account maintenance fees	6 425	5 627
Payment services fees	526	805
Other	122	78
Commission expenses	(323)	(137)
Payment services costs	(159)	(70)
Account administration costs	(163)	(65)
Other	(1)	(2)
Total	6 750	6 373

Note 3 Other income

Items	2025	2024
Income from the sale of assets	-	8
Other	28	47
Total	28	55

Note 4 Net currency exchange gain (loss)

Items	2025	2024
Foreign currency revaluation net gain	75	47
Foreign currency revaluation net loss	(144)	(38)
Net currency exchange gain (loss)	(69)	9

Note 5 Net gain (loss) on derivatives at fair value

Items	2025	2024
Realized income (loss) from forward foreign exchange transactions	18	(11)
Unrealized income (loss) from forward foreign exchange transactions	37	(19)
Net gain (loss) on derivatives at fair value	55	(30)

Note 6 Staff expenses

Items	2025	2024
Payroll expenses	4 636	4 018
Bonus expenses	-	400
Social security contribution expenses	98	84
Other expenses	183	162
Staff expenses	4 917	4 664

Note 7 Administrative expenses

Items	2025	2024
IT expenses	1 841	1 197
Non-deductible VAT expenses	646	462
Legal and consultancy expenses	535	354
Bank of Lithuania fine	270	-
Advertising and public relation expenses	225	293
Business trip expenses	213	215
Information securities expenses	113	111
Solidarity contribution expenses	103	83
Telecommunication expenses	80	70
Expenses related to the premises	56	79
Memberships expenses	36	38
Financial statements audit expenses	35	27
Training expenses	34	42
Representation expenses	32	80
Employees search and recruitment expenses	9	51
Insurance expenses	9	11
Other expenses	474	315
Administrative expenses	4 711	3 428

Note 8 Cash and cash equivalents

Items	31 December, 2025	31 December, 2024
Money market placements (deposits) maturity date 2 nd January 2026 at central bank	108 506	114 010
Cash at Central Bank	34 818	46 119
Cash at other banks	1 788	1 397
Cash at Lithuanian banks	412	1 341
Expected credit losses (-)	(1)	(2)
TOTAL:	145 523	162 865

Note 9 Bonds at amortized costs

Items	31 December, 2025	31 December, 2024
Acquisition costs	21 042	8 056
Accrued interest	331	192
Expected credit losses (-)	(27)	(12)
TOTAL:	21 346	8 236

Issuer	Issuer residency	Issue date	Maturity date	Interest rate	Coupon redemption frequency	Amortised costs
Government of Lithuania	Lithuania	13/02/2024	13/02/2034	%3.50	12 months	14 756
Government of Lithuania	Lithuania	22/10/2024	22/10/2035	%2.13	12 months	5 478
Modus Grupė	Lithuania	04/12/2025	04/12/2027	%9	6 months	403
AB Tewox	Lithuania	26/10/2024	06/10/2026	%8.50	6 months	504
UAB Mišku Fondas	Lithuania	29/01/2024	29/01/2027	%10	6 months	232
Expected credit losses						(27)
TOTAL:						21 346

Issuer	Issuer residency	Issue date	Maturity date	Interest rate	Coupon redemption frequency	Amortised costs
Government of Lithuania	Lithuania	13/02/2024	13/02/2034	%3.50	12 months	5 344
Government of Lithuania	Lithuania	22/10/2024	22/10/2035	%2.13	12 months	1 452
Modus Grupė	Lithuania	04/12/2023	04/12/2025	Euribor 6M + %7	6 months	426
AB Tewox	Lithuania	26/10/2024	06/10/2026	%8.50	6 months	505
UAB Mišku Fondas	Lithuania	29/01/2024	29/01/2027	%10	6 months	521
Expected credit losses						(12)
TOTAL:						8 236

Note 10 Loans to customers

Items	31 December, 2025	31 December, 2024
Loans to small and medium companies	40 281	32 243
Loans to corporates	3 266	3 565
Loans to financial institutions	1 350	1 272
Accrued interest	213	210
Transaction costs	22	28
Prepaid future income	(213)	(204)
Credit recoveries loss allowances (expected credit losses)	(730)	(696)
TOTAL:	44 189	36 418

31-12-2025

Distribution of loans by overdue days	Gross loans	Expected credit loss			Deferred revenue and transaction costs	Amortized cost of loans	Impairment coverage, %
		Stage 1	Stage 2	Stage 3			
Not overdue	40 208	(133)	(5)	-	(191)	39 879	0,3
0-30 days	-	-	-	-	-	-	-
31-89 days	1 471	-	(87)	(12)	-	1 372	6,7
90 days and more	3 431	-	-	(493)	-	2 938	14,4
Total loans to customers	45 110	(133)	(92)	(505)	(191)	44 189	1,6

31-12-2024

Distribution of loans by overdue days	Gross loans	Expected credit loss			Deferred revenue and transaction costs	Amortized cost of loans	Impairment coverage, %
		Stage 1	Stage 2	Stage 3			
Not overdue	27 700	(82)	-	-	(176)	27 442	0,3
0-30 days	312	-	-	-	-	312	-
31-89 days	6 581	-	(280)	-	-	6 301	4,4
90 days and more	2 697	-	-	(334)	-	2 363	16,3
Total loans to customers	37 290	(82)	(280)	(334)	(176)	36 418	1,9

Movements in the expected credit losses for loan losses are as follows:

	31 December, 2025	31 December, 2024
Opening Balance	696	736
Increase in ECL	233	596
Collections	(199)	-
Write-offs	-	(636)
Closing Balance	730	696

Credit recoveries/loss allowances

Loan to customers

	2025	2024
Credit recoveries/loss allowances - Stage 1	(52)	69
Credit recoveries/loss allowances - Stage 2	184	(275)
Credit recoveries/loss allowances - Stage 3	(171)	247
Write-offs	-	(623)

Cash and cash equivalents

Credit recoveries/loss allowances - Stage 1	1	2
Credit recoveries/loss allowances - Stage 2	-	-
Credit recoveries/loss allowances - Stage 3	-	-

Bonds at amortized costs

Credit recoveries/loss allowances - Stage 1	(15)	1
Credit recoveries/loss allowances - Stage 2	-	-
Credit recoveries/loss allowances - Stage 3	-	-

Commitments

Credit recoveries/loss allowances - Stage 1	8	(17)
Credit recoveries/loss allowances - Stage 2	-	-
Credit recoveries/loss allowances - Stage 3	-	-

TOTAL:	(45)	(596)
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Note 11 Derivatives

Items	31 December, 2025	31 December, 2024
Currency related contracts	10	(7)
Forward contracts*	10	(7)
TOTAL:	10	(7)

*The notional amount of the forward contract for 2025 is 325 thousand Eur (2024: 350 thousand Eur).

Note 12 Intangible assets

Items	Financial year
Balance on December 31, 2023	1 477
a) Non-current intangible assets acquisition cost	
At December 31, 2023	2 885
Changes during the financial year:	
- Acquisition of assets	818
December 31, 2024	3 703
b) Amortization	
At December 31, 2023	(1 408)
Changes during the financial year:	
- Depreciation during the financial year	(596)
December 31, 2024	(2 004)
c) Balance at December 31, 2024 (a) - (b)	1 699

Items	Financial year
Balance on December 31, 2024	1 699
a) Non-current intangible assets acquisition cost	
At December 31, 2024	3 703
Changes during the financial year:	
- Acquisition of assets	384
- Transfers*	(376)
December 31, 2025	3 711
b) Amortization	
At December 31, 2024	(2 004)
Changes during the financial year:	
- Depreciation during the financial year	(554)
- Transfers*	186
December 31, 2025	(2 372)
c) Balance at December 31, 2025 (a) - (b)	1 339

*The remaining net book value of certain IT assets has been reclassified from Intangible Assets to Administrative expenses.

Note 13 Tangible assets

Items	Computer equipment	Other equipment	Total
Balance at December 31, 2023	25	3	28
a) Non-current tangible assets acquisition cost			
At December 31, 2023	163	5	168
Changes during the financial year:			
- Acquisition of assets	23	3	26
December 31, 2024	186	8	194
b) Amortization			
At December 31, 2023	(138)	(2)	(140)
Changes during the financial year:			
- Depreciation during the financial year	(16)	-	(16)
December 31, 2024	(154)	(2)	(156)
c) Balance at December 31, 2024 (a) - (b)	32	6	38
Items	Computer equipment	Other equipment	Total
Balance at December 31, 2024	32	6	38
a) Non-current tangible assets acquisition cost			
At December 31, 2024	186	8	194
Changes during the financial year:			
- Acquisition of assets	28	8	36
December 31, 2025	214	16	230
b) Amortization			
At December 31, 2024	(154)	(2)	(156)
Changes during the financial year:			
- Depreciation during the financial year	(19)	(3)	(22)
December 31, 2025	(173)	(5)	(178)
c) Balance at December 31, 2025 (a) - (b)	41	11	52

Note 14 Right of use assets and lease liabilities

The value of the right to use assets is determined based on the discounted lease payments (liabilities) over the lease term planned by the management. The depreciation period for these assets corresponds to the lease term of the asset. The discount rate used to depend on the term of the lease is 4,5 percent.

Right of use asset	Balance on January 1, 2025	Additions / Increase	Depreciation	Balance on December 31, 2025
Premises*	566	-	(171)	395
Total	566	-	(171)	395

*includes deposit payment amounting to 39 thousand Eur

Lease liabilities	Balance on January 1, 2025	Additions / Increase	Payments	Balance on December 31, 2025
Premises	550	-	(153)	397
Total	550	-	(153)	397

Right of use asset	Balance on January 1, 2024	Additions / Increase	Depreciation	Balance on December 31, 2024
Premises*	50	684	(168)	566
Total	50	684	(168)	566

*includes deposit payment amounting to 39 thousand Eur

Lease liabilities	Balance on January 1, 2024	Additions / Increase	Payments	Balance on December 31, 2024
Premises	-	684	(134)	550
Total	-	684	(134)	550

Note 15 Deferred tax asset

Items	31 December, 2025	31 December, 2024
Accrued tax losses	465	497
Right of use asset	-	-
Expected credit losses (Stage 1 & 2)	41	(4)
Differences between the useful lives of intangible fixed assets and financial and tax accounting	39	83
Lease liability	-	-
Other	-	-
Total	545	576

Items	2025	2024
Current tax expenses	56	107
Deferred tax expenses	31	179
Total	87	286

Note 16 Trade and other receivables

Items	31 December, 2025	31 December, 2024
Receivables from customers for fee payments	230	141
Receivables from customers for onboarding	29	36
Total	259	177

Note 17 Other assets

Items	31 December, 2025	31 December, 2024
Prepaid expenses	540	503
Collateral given (Given to credit card issuer companies)	288	312
Assets held for sale	77	77
Other assets	176	61
Total	1 081	953

Note 18 Deposits from financial institutions

Items	31 December, 2024	31 December, 2024
Demand deposits	133 240	122 513
Total	133 240	122 513

Note 19 Deposits from public

Items	31 December, 2025	31 December, 2024
Term deposits	50 945	49 165
Demand deposits	14 811	25 088
Accrued interest	445	761
Transaction costs	(136)	(55)
TOTAL:	66 065	74 959

*Average rate of interest on time deposits in 2025 year was 3.37% (2024 – 3.52%).

Note 20 Provisions

Items	31 December, 2024	31 December, 2024
Provisions for off-balance sheet liabilities	10	16
Total	10	16

31-12-2025

Distribution of commitments by overdue days	Gross loans	Expected credit loss			Total
		Stage 1	Stage 2	Stage 3	
Not overdue	4 491	(10)	-	-	4 481
0-30 days	-	-	-	-	-
31-89 days	-	-	-	-	-
90 days and more	-	-	-	-	-
Total commitments	4 491	(10)	-	-	4 481

31-12-2024

Distribution of commitments by overdue days	Gross loans	Expected credit loss			Total
		Stage 1	Stage 2	Stage 3	
Not overdue	5 035	(7)	-	-	5 028
0-30 days	-	-	-	-	-
31-89 days	-	-	-	-	-
90 days and more	-	-	-	-	-
Total commitments	5 035	(7)	-	-	5 028

Note 21 Trade and other payables

Items	31 December, 2025	31 December, 2024
Payables to suppliers	105	96
Total	105	96

Note 22 Other liabilities

Items	31 December, 2025	31 December, 2024
Bank of Lithuania fine accrual	270	-
Accrued vacation reserve	212	207
Accrued expenses	119	58
CIT payable	62	65
Solidarity tax	33	13
Accrued bonuses	-	400
VAT payable	-	40
Other*	1 088	39
Total	1 784	822

*Other includes payment transactions that have not been recognized to customer accounts according to ongoing AML controls.

Note 23 Capital

Share capital

As of December 31, 2025, the Bank’s share capital was equal to 15 300 thousand EUR (as of December 31, 2024 – 15 300 thousand EUR). The share capital is divided into 15 300 thousand ordinary registered shares with EUR 1 par value each.

All shares as of December 31, 2025 and December 31, 2024, are fully paid. The Bank does not have any other types of shares except the ordinary shares as referred to above.

Mandatory reserve

As of December 31, 2025, the Bank did not have reserves. According to Law on Companies of the Republic of Lithuania, mandatory reserve is compulsory under the Lithuanian regulatory legislation. Annual transfers of 5% of net result are required until the reserve reaches 10% of share capital.

Profit distribution project

No.	Items	
1	Retained earnings (loss) at the beginning of the financial year	(2 735)
2	Current financial year net profit (loss)	573
3	Profit (loss) for distribution (1+2)	(2 162)
4	Profit (loss) transfer to the compulsory reserve or emergency (reserve) capital	-
5	Profit (loss) transfer to the reserve	-
6	Retain profit (loss) at the end of the financial year (3-4-5)	(2 162)

Note 24 Financial risk management

The Bank defines risk as a potential negative impact on the value of the Bank that may arise from current internal processes or from internal and external future events. The concept of risk combines the probability of an event occurring with the impact that event would have on profit and loss, equity, and the value of the Bank. The company shall make appropriate efforts to minimize expected losses through ensuring sound Enterprise Risk Framework and internal controls.

This Note to the financial statements includes information about the impact of the risks on the company, its objectives, policy, and processes related to risk assessment and management, also the information about the capital management. The quantitative disclosures are presented in other Notes to the financial statements.

The Supervisory Board of the Bank has the overall responsibility for ensuring that risks associated with the Bank’s operations and strategy are satisfactorily managed and controlled. The Policy on Enterprise Risk Management contains the Bank’s Risk Strategy, including fundamental principles that shall apply for the Bank on Risk Management, and provides guidance on their implementation. Furthermore, it defines and communicates the Bank’s Risk Strategy and Risk Appetite, provides a complete and overarching description of how the Bank manages risks and how roles and responsibilities are allocated in the Risk Management process as well as to define the foundation of a sound Risk Culture and Risk

Awareness. The risk management framework and the risk management systems are revised on a regular basis to reflect the developments in the market conditions and the operations of the Bank.

Credit risk

Credit risk means the risk that a counterparty fails to meet its obligations to the Bank and the risk that the pledged collateral does not cover the claims. The Bank uses several measures designed to continuously ensure that transactions are executed with reliable customers and the transaction amounts do not exceed the approved credit risk limit. The Bank does not grant any guarantees in respect of the obligations of other parties. The largest credit risk is represented by the carrying value of each unit of financial assets, including the derivative financial instruments in the statement of the financial position, if any. As a result, the Bank's management believes that the maximum risk is equal to the amounts receivable less the recognized impairment loss as of the statement of the financial position date.

Loans to the clients

The following tables present loans to the public and credit institutions at amortized cost by industry sectors, also representing the concentration of loans on which credit risk is managed.

EUROPEAN MERCHANT BANK UAB
 Explanatory notes for the year ended December 31, 2025
 (Amounts expressed in thousands amount of EUR, unless otherwise stated)

31-12-2025	Stage 1			Stage 2			Stage 3			Total
Distribution of loans by sector/industry	Gross Carrying Amount	Expected credit loss	Amortised Costs	Gross Carrying Amount	Expected credit loss	Amortised Costs	Gross Carrying Amount	Expected credit loss	Amortised Costs	Amortised costs
Real estate activities	8 259	(35)	8 224	1 229	(3)	1 226	-	-	-	9 450
Wholesale and retail trade	5 875	(16)	5 859	-	-	-	-	-	-	5 859
Transport and storage	8 344	(20)	8 324	364	(2)	362	-	-	-	8 686
Manufacturing	2 398	(3)	2 395	896	(86)	810	-	-	-	3 205
Financial institutions	1 350	(17)	1 333	-	-	-	-	-	-	1 333
Agriculture, forestry, and fishing	179	(2)	177	-	-	-	2 166	(344)	1 822	1 999
Administrative and support service act.	6 414	(24)	6 390	61	-	61	18	(5)	13	6 464
Construction	2 893	(3)	2 890	-	-	-	26	(25)	1	2 891
Human health services and social work activities	-	-	-	90	-	90	-	-	-	90
Professional, scientific, and technical act.	-	-	-	-	-	-	122	(12)	110	110
Arts, entertainment, and recreation	-	-	-	364	(1)	363	1 221	(119)	1 102	1 465
Public administration and defense, compulsory social security	219	-	219	-	-	-	-	-	-	219
Financial and insurance activities	1 412	(10)	1 402	-	-	-	-	-	-	1 402
Electricity, gas, steam and air conditioning supply	-	-	-	-	-	-	-	-	-	-
Households	1 210	(3)	1 207	-	-	-	-	-	-	1 207
Transaction costs	22	-	22	-	-	-	-	-	-	22
Prepaid future income	(213)	-	(213)	-	-	-	-	-	-	(213)
TOTAL	38 362	(133)	38 229	3 004	(92)	2 912	3 553	(505)	3 048	44 189

EUROPEAN MERCHANT BANK UAB
 Explanatory notes for the year ended December 31, 2025
 (Amounts expressed in thousands amount of EUR, unless otherwise stated)

31-12-2024	Stage 1			Stage 2			Stage 3			Total
Distribution of loans by sector/industry	Gross Carrying Amount	Expected credit loss	Amortised Costs	Gross Carrying Amount	Expected credit loss	Amortised Costs	Gross Carrying Amount	Expected credit loss	Amortised Costs	Amortised costs
Real estate activities	8 989	(23)	8 966	2 828	(140)	2 688	-	-	-	11 654
Wholesale and retail trade	4 829	(9)	4 820	-	-	-	454	-	454	5 274
Transport and storage	4 419	(6)	4 413	413	(2)	411	-	-	-	4 824
Manufacturing	2 024	(4)	2 020	1 047	(3)	1 044	-	-	-	3 064
Financial institutions	795	(10)	785	-	-	-	-	-	-	785
Agriculture, forestry, and fishing	-	-	-	-	-	-	2 243	(334)	1 909	1 909
Administrative and support service act.	4 570	(18)	4 552	234	(2)	232	-	-	-	4 784
Construction	987	(1)	986	-	-	-	-	-	-	986
Human health services and social work activities	260	-	260	101	-	101	-	-	-	361
Professional, scientific, and technical act.	-	-	-	150	-	150	-	-	-	150
Arts, entertainment, and recreation	-	-	-	1 808	(133)	1 675	-	-	-	1 675
Information and communication	217	(1)	216	-	-	-	-	-	-	216
Financial and insurance activities	345	(10)	335	-	-	-	-	-	-	335
Electricity, gas, steam and air conditioning supply	577	-	577	-	-	-	-	-	-	577
Transaction costs	28	-	28	-	-	-	-	-	-	28
Prepaid future income	(204)	-	(204)	-	-	-	-	-	-	(204)
TOTAL	27 836	(82)	27 754	6 581	(280)	6 301	2 697	(334)	2 363	36 418

Maximum credit risk exposure

The following tables present the Bank’s maximum credit risk exposure before taking account of any collateral held. For financial assets recognized on the statement of financial position, the maximum exposure to credit risk equals their carrying amount; for financial guarantees and similar contracts granted, it is the maximum amount that would have to be paid if the guarantees were called upon. For loan commitments and other credit-related commitments, it is generally the full amount of the committed facilities.

	2025	2024
Assets		
Cash and cash equivalents	145 523	162 865
Investment securities	21 346	8 236
Loans to customers by type of collateral	44 189	36 418
Real Estate Residential	3 562	2 986
Real Estate Commercial	17 480	21 230
Movable property	12 105	8 407
Other collateral	9 899	3 182
Unsecured	1 143	613
Derivatives	10	-
Trade and other receivables	259	177
Contingent liabilities and commitments		
Guarantees	-	-
Commitments	4 491	5 035
Maximum credit risk exposure	215 818	212 731

Distribution by internal credit risk rating

The tables below show the credit quality of financial instruments that are subject to the IFRS 9 impairment requirements. The gross carrying amounts are distributed by internal credit risk rating and stage.

Internal credit risk rating (Moody’s)	PD	Financial year			
		Stage 1	Stage 2	Stage 3	Total
Aaa	< 0,02 %	-	-	-	-
Aa1 - Aa3	0,02 % - 0,09 %	-	-	-	-
A1 - A3	0,09 % - 0,27 %	-	-	-	-
Baa1 -Baa3	0,27 % - 1,1 %	3 940	90	-	4 030
Ba1 - Ba3	1,1 % - 3,7 %	25 068	896	-	25 964
B1 - B3	3,7 % - 8,5 %	9 357	2 016	-	11 373
Caa/C	100%	-	-	3 552	3 552
Total		38 365	3 002	3 552	44 919

Internal credit risk rating (Moody's)	PD	Previous financial year			
		Stage 1	Stage 2	Stage 3	Total
Aaa	< 0,02 %	-	-	-	-
Aa1 - Aa3	0,02 % - 0,09 %	-	-	-	-
A1 - A3	0,09 % - 0,27 %	-	-	-	-
Baa1 -Baa3	0,27 % - 1,1 %	2 940	101	-	3 041
Ba1 - Ba3	1,1 % - 3,7 %	16 621	3 310	-	19 931
B1 - B3	3,7 % - 8,5 %	8 275	3 170	-	11 445
Caa/C	100%	-	-	2 697	2 697
Total		27 836	6 581	2 697	37 114

Reconciliations of gross carrying amount and credit loss allowances

The table below provides a reconciliation of the gross carrying amount and credit loss allowances for loans to the public at amortized cost where the line Increase/Decrease in volume refers to loan contractual amount increase, increase in overdraft and loan amortization, decrease in overdraft. New financial assets present newly originated loan contracts and purchased loans, whereas the line Derecognized financial assets present fully repaid loans or write-offs. These movements impact ECL changes which are also presented separately, namely, for derecognized and new financial assets and for changes in risk factors (EAD, PD, LGD) which are directly impacted by loan contractual amount increase, increase in overdraft and loan amortization, decrease in overdraft.

	Financial year			Previous financial year		
	Non credit-impaired		Credit-impaired	Non credit-impaired		Credit-impaired
	Stage 1	Stage 2	Stage 3	Stage 1	Stage 2	Stage 3
Gross carrying amount						
Opening Balance	27 836	6 581	2 697	33 642	1 302	1 754
Increases due to origination	18 181	90	-	13 066	480	-
Derecognised financial assets	(7 342)	(1 453)	(454)	(8 646)	(553)	(1 507)
Increase/ Decrease in volume	(310)	(2 215)	1 309	(10 226)	5 352	2 450
Non-performing loan sales	-	-	-	-	-	-
Closing Balance	38 365	3 002	3 552	27 836	6 581	2 697
Credit loss allowances	82	280	334	152	3	581
Increases due to origination and acquisition	78	-	-	46	1	-
Derecognised financial assets	(21)	(129)	-	(45)	(2)	(549)
Changes on risk factors (EAD, PD, LGD)	24	72	10	(62)	278	17
Stage transfers	(30)	(131)	161	(9)	-	285
from stage 1 to stage 2	-	-	-	(9)	-	-
from stage 1 to stage 3	(30)	-	30	-	-	237
from stage 2 to stage 1	-	-	-	-	-	-
from stage 2 to stage 3	-	(131)	131	-	-	48
from stage 3 to stage 1	-	-	-	-	-	-
from stage 3 to stage 2	-	-	-	-	-	-
Other*	-	-	-	-	-	-
Closing Balance	133	92	505	82	280	334
Opening Balance	27 754	6 301	2 363	33 490	1 299	1 173
Closing Balance	38 232	2 910	3 048	27 754	6 301	2 363

*includes write-offs / NPL Sales

Forborne loans

Forborne loans refer to loans where the contractual terms have been changed due to the customer’s financial difficulties. The purpose of the forbearance measure is to enable the borrower to make full payments again or to avoid foreclosure, or when this is not considered possible, to maximize the repayment of outstanding loans. Changes in contractual terms include various forms of concessions such as amortization suspensions, reductions in interest rates to below market rates, forgiveness of all or part of the loan, or issuance of new loans to pay overdue amounts. Depending on when the forbearance measures are taken and the severity of the financial difficulties of the borrower, the forborne loan could either be treated as a performing forborne loan or a non-performing forborne loan. The following table shows the gross amounts of forborne loans.

	Financial year	Previous financial year
Stage 1	-	-
Stage 2	921	1 561
Stage 3	1 950	-
Total	2 871	1 561

Liquidity risk

The liquidity risk means the risk of not being able to meet payment obligations when they fall due without incurring considerable additional costs for obtaining funds or losses due to asset urgent sale. For liquidity risk management, the Bank’s aims at maintaining a strong liquidity buffer and sufficient counter balancing capacity to enable the Bank to fulfil its obligations under ordinary or complex conditions without incurring unacceptable loss or risk to the Bank’s reputation.

The following table discloses the Bank’s main items used in the calculation of Liquidity Coverage Ratio of December 31, 2025:

	Market value	Applicable weight	Value
Liquidity Buffer	52 479		52 479
Withdrawable central bank reserves	33 142	1,00	33 412
Sovereign bonds	19 337	1,00	19 337
Retail deposits	51 288		3 291
deposits exempted from the calculation of outflows	47 051	0,00	-
deposits where the payout has been agreed within the following 30 days	2 979	1,00	2 979
Other retail deposits	1 258	0,25	312
Operational deposits	26 200		6 515
maintained for clearing, custody, cash management or other comparable services in the context of an established operational relationship	26 517		6 595
covered by Deposit Guarantee Scheme	173	0,05	9
not covered by Deposit Guarantee Scheme	26 344	0,25	6 586
Excess operational deposits	119 029		11 425
deposits by financial customers	106 633	1,00	106 633
deposits by other customers	12 396		4 792
covered by Deposit Guarantee Scheme	832	0,20	166
not covered by Deposit Guarantee Scheme	11 564	0,40	4 626
Non-operational deposits	2 605		2 492
correspondent banking and provisions of prime brokerage deposits	804	1,00	804
deposits by financial customers	1 646	1,00	1 646
deposits by other customers	155		42
covered by Deposit Guarantee Scheme	101	0,20	20
not covered by Deposit Guarantee Scheme	54	0,40	22
Committed facilities	4 540		630
credit facilities	4 540		630
to non-financial customers other than retail customers	3 952	0,10	395
to credit institutions	588	0,40	235
Other products and services	500		
overdrafts	500		500
Other liabilities	2 449		-
liabilities resulting from operating expenses	2 449	0,00	-
Total Outflows	206 928		124 933
Inflows Subject to 75% Cap	111 881		111 327
Reduction for Inflows Subject to 75% Cap			93 700
NET LIQUIDITY OUTFLOW			31 233
LIQUIDITY COVERAGE RATIO (%)			168,0%

Interest rate risk

As per the December 31, 2025 financial figures, the company has calculated parallel shocks +/- 200 bps on the Economic value of equity (EVE) and Net Interest Income in EUR. The results show that the Bank operates within defined risk appetite.

Net interest income 12 months	Change	Financial year	Previous financial year
Increased interest rates	+1 % point	297	499
Decreased interest rates	-1 % point	(271)	(505)

Time buckets in EVE calculation as per the Interest Rate Risk Report dated 2025.12.31

	Demand + Overnight	up to 1 month	from 1 to 3 months	from 3 to 6 months	from 6 months to 1 year	from 1 year to 2 years	from 2 years to 3 years	from 3 years to 4 years	from 4 years to 5 years	from 5 years to 7 years	>7 years
Total Assets	34 838	117 015	13 632	14 429	1 436	519	1 042	299	295	-	20 000
Total Liabilities	146 136	4 002	3 485	5 740	28 569	7 458	1 534	-	-	-	-
Total Gap	(111 298)	113 013	10 147	8 689	(27 133)	(6 939)	(492)	299	295	-	20 000

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Explanatory notes for the year ended December 31, 2025

(Amounts expressed in thousands amount of EUR, unless otherwise stated)

	Financial year					Total
	Up to 3 months	3 months to 1 year	1 year to 5 years	Over 5 years	Non-interest bearing	
Cash and cash equivalents	108 506	-	-	-	37 017	145 523
Investment securities	-	1 140	-	20 206	-	21 346
Loans to customers*	13 719	26 492	750	600	2 628	44 189
Derivatives	-	-	-	-	10	10
Intangible assets	-	-	-	-	1 339	1 339
Tangible assets	-	-	-	-	52	52
Right of use assets	-	-	-	-	395	395
Deferred tax asset	-	-	-	-	545	545
Trade and other receivables	-	-	-	-	259	259
Other assets	-	-	-	-	1 081	1 081
Total Assets	122 225	27 632	750	20 806	43 326	214 739
Deposits from financial institutions	804	-	-	-	132 436	133 240
Deposits from public	-	41 011	10 378	-	14 676	66 065
Lease liabilities	-	-	-	-	397	397
Provisions	-	-	-	-	10	10
Derivatives	-	-	-	-	-	-
Trade and other payables	-	-	-	-	105	105
Other liabilities	-	-	-	-	1 784	1 784
Total Liabilities	804	41 011	10 378	-	149 408	201 601
Net Repricing Gap as of financial year	121 421	(13 379)	(9 628)	20 806	(106 082)	13 138
Off-balance sheet derivative instruments net notional position	325	-	-	-	-	325

Total impairments and non-performing loans are presented "No maturity" column

EUROPEAN MERCHANT BANK UAB

Explanatory notes for the year ended December 31, 2025

(Amounts expressed in thousands amount of EUR, unless otherwise stated)

	Previous financial year					Total
	Up to 3 months	3 months to 1 year	1 year to 5 years	Over 5 years	Non-interest bearing	
Cash and cash equivalents	114 010	-	-	-	48 855	162 865
Investment securities	-	1 452	-	6 784	-	8 236
Loans to customers*	8 335	25 453	800	-	1 830	36 418
Derivatives	-	-	-	-	-	-
Intangible assets	-	-	-	-	1 699	1 699
Tangible assets	-	-	-	-	38	38
Right of use assets	-	-	-	-	566	566
Deferred tax asset	-	-	-	-	576	576
Trade and other receivables	-	-	-	-	177	177
Other assets	-	-	-	-	953	953
Total Assets	122 345	26 905	800	6 784	54 694	211 528
Deposits from financial institutions	3 901	-	-	-	118 612	122 513
Deposits from public	496	49 199	232	-	25 032	74 959
Lease liabilities	-	-	-	-	550	550
Provisions	-	-	-	-	16	16
Derivatives	-	-	-	-	7	7
Trade and other payables	-	-	-	-	96	96
Other liabilities	-	-	-	-	822	822
Net Repricing Gap as of financial year	117 948	(22 294)	568	6 784	(90 441)	12 565
Off-balance sheet derivative instruments net notional position	350	-	-	-	-	350

*Total impairments and non-performing loans are presented "No maturity" column.

IBOR Reform

The International Accounting Standards Board (IASB) has introduced changes to the Interbank Offered Rate (IBOR) methodology which may impact the bank's financial instruments in the future.

The bank has carefully reviewed the potential impact of the IBOR reform on its operations and financial statements. At present, the bank has not identified any material impact on its financial statements resulting from the reform.

The bank has been closely monitoring the IBOR reform and will continue to assess the impact of the IBOR reform on an ongoing basis and will provide additional disclosures in its financial statements as necessary to ensure that kept informed of any material impacts.

Market risk

Market risk is the risk to value, earnings or capital arising from the movements of risk factors in financial markets. The purpose of market risk management is to minimize market risk.

Currency risk

Currency risk is the risk to value, earnings or capital arising from movements of currencies and volatilities or correlations. The currency risk arising from banking operations is managed using financial derivatives, namely foreign exchange forwards.

The Bank’s monetary assets and monetary liabilities in different currencies on December 31, 2025 and 2024 were as follows:

	Financial year					
	USD	GBP	TRY	Other	EUR	Total
Cash and cash equivalents	106	74	9	111	145 223	145 523
Investment securities	-	-	-	-	21 346	21 346
Loans to customers	-	-	-	-	44 189	44 189
Intangible assets	-	-	-	-	1 339	1 339
Tangible assets	-	-	-	-	52	52
Right of use assets	-	-	-	-	395	395
Deferred tax asset	-	-	-	-	545	545
Trade and other receivables	-	-	-	-	259	259
Other assets	288	-	-	-	803	1 091
Total Assets	416	74	9	111	214 151	214 739
Deposits from financial institutions	-	2	-	8	133 229	133 240
Deposits from public	93	-	-	-	65 972	66 065
Lease liabilities	-	-	-	-	397	397
Provisions	-	-	-	-	10	10
Trade and other payables	-	-	-	-	105	105
Other liabilities	-	-	-	-	1 784	1 784
Total Equity	-	-	-	-	13 138	13 138
Total Equity And Liabilities	93	2	-	8	214 636	214 739
Net balance sheet position	301	72	9	103	(485)	-
Net off-balance sheet position	(325)	-	-	-	325	-

	Previous financial year					
	USD	GBP	TRY	Other	EUR	Total
Cash and cash equivalents	29	6	5	-	162 825	162 865
Investment securities	-	-	-	-	8 236	8 236
Loans to customers	-	-	-	-	36 418	36 418
Intangible assets	-	-	-	-	1 699	1 699
Tangible assets	-	-	-	-	38	38
Right of use assets	-	-	-	-	566	566
Deferred tax asset	-	-	-	-	576	576
Trade and other receivables	-	-	-	-	177	177
Other assets	313	-	-	-	640	953
Total Assets	642	6	5	-	211 175	211 528
Deposits from financial institutions	1	1	-	-	122 511	122 513
Deposits from public	-	-	-	-	74 959	74 959
Lease liabilities	-	-	-	-	550	550
Provisions	-	-	-	-	16	16
Trade and other payables	-	-	-	-	96	96
Other liabilities	-	-	-	-	829	829
Total Equity	-	-	-	-	12 565	12 565
Total Equity And Liabilities	1	1	-	-	211 526	211 528
Net balance sheet position	341	5	5	-	(351)	-
Net off-balance sheet position	(350)	-	-	-	350	-

ESG Risk

The Bank continues to improve its ESG risk management framework in line with the expectations of the regulatory authority.

Note 25 Prudential requirements

Capital adequacy

The Bank must comply with the prudential regulatory capital requirements determined by the Bank of Lithuania, including capital adequacy ratio.

In addition, the Bank has the following:

- Ensuring the Bank's ability to comply with the capital adequacy requirements
- Ensuring the ability to maintain an optimal capital level in order to ensure the growth of the investment portfolio and to protect against potential risks

Information on compliance with all prudential requirements of the Bank

The Bank has complied with all prudential requirements as of December 31, 2025:

CET1 Capital ratio - 10,47%	18,4%
T1 Capital ratio – 12,48%	18,4%
Total capital ratio – 15,15%	18,4%
Capital conservation buffer	2,50%
Institution specific countercyclical capital buffer	0,95%
Leverage ratio - shall be more than 3%	5,3%
Liquidity requirement - liquidity coverage ratio shall not be less than 130%	168,0%
Liquidity requirement - net stable funding ratio shall not be less than 100%	215,8%
Large exposure requirement for non-institutions- shall not exceed 25% of bank’ s T1 capital	17,8%
Large exposure requirement for institutions- shall not exceed 100% of bank’ s T1 capital	11,8%

Note 26 Transactions with related parties

The Bank’s related parties are considered to be its shareholders, employees, Members of the Board, their close family members or entities that they directly or indirectly, through one or several intermediaries control or are controlled by, or are managed jointly with the Bank, and this relation enables one of the parties to exercise control or significant influence upon the other party in making financial or operating decisions.

2025-12-31

Related parties name	Acquisitions from related parties during 2025	Liabilities 2025-12-31	Income from related parties during 2025	Operating expense to related parties during 2025
Shareholder	-	12	-	-
Associated companies	-	52	354	85
Total	-	64	354	85

2024-12-31

Related parties name	Acquisitions from related parties during 2024	Liabilities 2024-12-31	Income from related parties during 2024	Operating expense to related parties during 2024
Shareholder	-	-	-	-
Associated companies	-	14 236	250	71
Total	-	14 235	250	71

Financial relationships with the Bank’s management are presented below:

Items	Financial year	Previous financial year
Amounts paid to Companies management and related parties:		
- Amounts related to employment relationships (Management Board)	766	741
- Allowance for work at the Supervisory Board	617	526
- Free of charge granted assets or services	-	-
- Other significant amounts	-	-

Note 27 Subsequent events

In 2025, the Bank of Lithuania initiated an inspection of the Bank’s compliance system with the Law on the Prevention of Money Laundering and Terrorist Financing (ML/TF). Subsequent to the reporting date, the Bank received a formal decision from the Bank of Lithuania imposing a monetary penalty.

The Bank has recognised a provision of EUR 270 thousand in the 2025 financial statements in accordance with IAS 37 Provisions, Contingent Liabilities and Contingent Assets.

Management considers this amount to represent the best estimate of the obligation as at the reporting date. The Bank does not intend to appeal the decision.

These financial statements were signed on 17 April 2026.

Sarp Demiray
CEO

Onder Ozcan
CFO

Signed electronically

Signed electronically