ORŞOVA SHIPYARD S.A.

ANNUAL INDIVIDUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED AT
DECEMBER 31, 2024

Prepared in accordance with the Order of the Minister of Public Finance no. 2844/2016 for the approval of the Accounting Regulations in accordance with the International Financial Reporting Standards, applicable to companies whose securities are admitted to trading on a regulated market, with subsequent amendments and completions.

CONTAINED **PAGE**

Reference **STATEMENT OF FINANCIAL POSITION**

Reference	As at 31 December	Note	2024	2023
IAS 1.10(a), 113	**As at 31 December**	*Note*	**2024**	**2023**
			RON	**RON**
	Assets			
	Fixed assets			
IAS 1.54(a)	Tangible assets	*15*	43,654,446	38,860,571
	Freehold land and land improvements	*15*	625,753	1,201,941
	Buildings	*15*	22,462,920	17,706,276
	Plant and machinery, motor vehicles	*15*	17,347,009	18,450,791
	Fixtures and fittings […]	*15*	138,469	98,728
	Tangible assets in progress	*15*	3,080,295	1,402,835
IAS 1.54(c)	Intangible assets	*16*	41,677	81,164
	Other intangible assets	*16*	41,677	81,164
IFRS 16, IAS 8	Rights-of-use for leased assets	*17*	3,335,469	495,806
IAS 1.54(b)	Investment property	*19*	0	606,447
IAS 1.54(h)	Trade receivables and other receivables		160,624	6,000
IAS 1.54(o), 56	Receivables concerning the delayed taxation		168,856	104,832
IAS 1.60	**Total fixed assets**		**47,361,072**	**40,154,820**
IAS 1.54 (g)	Inventories	*20*	36,479,637	28,967,886
IAS 1.54(h)	Trade receivables and other receivables	*22*	3,096,984	12,089,896
IAS 1.55	Accrued expenses	*22*	179,843	153,995
IAS 1.54(d)	Short term investments	*23*	13,514,382	6,495,815
IAS 1.54(i)	Cash and cash equivalents	*24*	10,955,209	11,943,703
IFRS 5.38-40	Assets classified as held for sale		1,048,588	0
IAS 1.60	**Total Current Assets**		**65,274,643**	**59,651,295**
	Total Assets		**112,635,715**	**99,806,115**
	Equity			
IAS 1.54(r), 78(e)	Share capital	*25*	28,557,298	28,557,298
IAS 1.55, 78(e)	Share premium	*25*	8,862,843	8,862,843
IAS 1.54(r), 78(e)	Reserves	*25*	47,454,438	47,157,267
	Result of the financial year	*25*	5,936,340	3,453,687
IAS 1.55, 78(e)	Retained earnings	*25*	1,444,674	(2,848,032)

Reference	**STATEMENT OF FINANCIAL POSITION (continued)**			
	As at 31 December	Note	**2024**	**2023**
			RON	**RON**
	Other elements of equity	*25*	(4,513,190)	(3,753,867)
	Total equity		**87,742,403**	**81,429,196**
	Liabilities			
	Long-term liabilities			
IAS 1.54(o), 56	Deferred tax liabilities		4,513,190	3,775,937
IFRS 16, IAS 8	Other debts, including lease liability	*28*	2,904,644	60,040
IAS 1.60	**Total long-term liabilities**		**7,417,834**	**3,835,977**
	Current liabilities			
IAS 1.54(k)	Trade payables and other debts, including derivatives	*31*	15,944,198	13,884,794
IAS 1.55, 11.42(b)	Deferred income		317,980	950
IAS 1.54(l)	Provisions	*30*	1,213,300	655,198
IAS 1.60	**Total current liabilities**		**17,475,478**	**14,540,942**
	Total Liabilities		**24,893,312**	**18,376,919**
	Total Equity and Liabilities		**112,635,715**	**99,806,115**

The separate financial statements were approved by the Board of Directors on March 12, 2025 and were signed by:

Administrator,
Ec. Dumitru Ion

Prepared by,
Ec. Marilena Vișescu

Reference	**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**			
IAS 1.10(b), 81(a)	**For the financial year ended at 31 December**	**Note**	**2024 RON**	**2023 RON**
	Continuing operations			
IAS 1. 82(a)	Income	*5*	93,582,437	96,632,014
IAS 1.99,103	Other income	*6*	6,455,721	3,208,056
	Total Operational Income		**100,038,158**	**99,840,070**
	Expenses related to inventories	*7*	(31,405,122)	(43,352,929)
	Utility expenses	*8*	(2,298,160)	(2,062,928)
	Employee benefits expenses	*9*	(34,803,825)	(30,408,001)
	Depreciation and amortization expenses	*15,16*	(5,792,451)	(5,074,087)
	Depreciation expenses related to rights-of-use for leased assets	*17*	(663,926)	(658,463)
	Gains/losses on disposal of property		(21,996)	(5,390)
	Increase/(Decrease) of receivables allowances and inventory write-down	*10*	(103,835)	(55,842)
	Increase/(Decrease) of provision expenses	*30*	(413,531)	(1,024,394)
IAS 1.99, 103	Other expenses	*11*	(17,929,705)	(15,682,123)
	Total Operational expenses		**(93,432,551)**	**(96,275,369)**
	The result of operational activities		**6,605,607**	**3,564,701**
	Financial income	*12*	1,122,082	796,615
IAS 1.82(b)	Financial expenses	*12*	(185,874)	(479,619)
	Net financial result	***12***	**936,208**	**316,996**
IAS 1.85	**Result before taxation**		**7,541,815**	**3,881,697**
IAS 1.82(d), IAS 12.77	Current income tax expenses	*13a*	(1,691,569)	(412,474)
	Deferred income tax expenses	*13a*	(636,620)	(120,367)
	Deferred income tax income		722,714	104,831
IAS 1.85	**Result for continuing operations**		**5,936,340**	**3,453,687**
IAS 1.82(f)	**Result for the period**		**5,936,340**	**3,453,687**

Reference **STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (continued)**

		Note	2024	2023
IAS 1.10(b), 81(a)	**For the financial year ended at 31 December**		**RON**	**RON**
	Other comprehensive income			
IAS 1.82(g)	Reevaluation of tangible assets		5,745,663	(746,912)
IAS 1.85	**Other comprehensive income after taxation**		**5,745,663**	**(746,912)**
IAS 1.82 (i)	**Total comprehensive income for the period**		**11,682,003**	**2,706,775**
	Attributable profit			
IAS 1.83(b)(ii)	Shareholders	*26*	5,936,340	3,453,687
	Profit for the period		**5,936,340**	**3,453,687**
	Total attributable comprehensive income			
IAS 1.83(b)(ii)	Shareholders		11,682,003	2,706,775
	Earnings per share			
IAS 33.66	Basic earnings per share		0,52	0,30
IAS 33.66	Diluted earnings per share		0,52	0,30
	Continuing operations			
IAS 33.66	Basic earnings per share		0,52	0,30
IAS 33.66	Diluted earnings per share		0,52	0,30

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Reference **STATEMENT OF CHANGES IN EQUITY**

IAS 1.108,109

						Attributable to equity holders			
	Share capital	**Share premium account**	**Revaluation reserve**	**Other reserves**	**Retained earnings**	**Result for the period**	**Other elements of equity**	**Profit appropriation**	**Total equity**
Balance at December 31, 2022	**28,557,298**	**8,862,843**	**29,304,680**	**18,596,499**	**892,220**	**(4,215,117)**	**(4,014,451)**	**-**	**77,983,972**
Loss/ Net profit for the year	-	-	-	-	(4,215,117)	7,668,804	-	-	3,453,687
Transfer in reserve	-	-	(782,550)	-	474,865	-	260,584	-	(47,101)
Revaluation reserve			38,638	-	-	-	-	-	38,638
Balance at December 31, 2023	**28,557,298**	**8,862,843**	**28,560,768**	**18,596,499**	**(2,848,032)**	**3,453,687**	**(3,753,867)**	**-**	**81,429,196**
Loss/ Net profit for the year	-	-	-	-	3,453,687	2,482.653	-	-	5,936,340
Transfer in reserve	-	-	(1,444,674)	(5,448,492)	6,893,166	-	759,323	-	(759,323)
Revaluation reserve	-	-	7,190,337	-	-	-	-	-	7,190,337
Dividends	-	-	-	-	(6,054,147)				(6,054,147)
Balance at December 31, 2024	**28,557,298**	**8,862,843**	**34,306,431**	**13,148,007**	**1,444,674**	**5.936,340**	**(4,513,190)**	**-**	**-** **87,742,403**

The separate financial statements were approved by the Board of Directors on March 12, 2025 and were signed by:

Administrator:
Ec. Dumitru Ion

Prepared by:
Ec. Marilena Vișescu

Reference **STATEMENT OF CASH FLOWS**

Reference	For the financial year ended at 31 December	Note	2024	2023
IAS 1.10(d), 113			**RON**	**RON**
	Cash flows from operating activities			
	Profit for the period		5,936,340	3,453,687
	Adjustments for:			
	Amortization of intangible and tangible assets	*15,16,17*	6,712,393	5,620,872
	Impairment adjustments to fixed assets (net)		(288,824)	13,784
	Losses from various receivables and debtors	*10*	0	(109,362)
	Net expenses/(net income) with provisions		413,531	(1,024,394)
	Impairment of current assets	*10,20*	103,835	55,842
	Loss from the sale of tangible assets		21,996	5,390
	Current income tax expenses	*13*	1,691,569	412,474
	Deferred income tax expenses	*13*	636,620	120,367
	Deferred tax income		(722,714)	(104,831)
	Cash - flows from operating activities before changes in working capital		**14,504,746**	**8,662,553**
	Changes in working capital			
	Changes related to inventories		(8,674,064)	21,794,247
	Changes related to trade receivables and other receivables		8,809,177	(10,078,401)
	Changes in accrued expenses		(25,848)	7,627
	Changes in trade payables and other liabilities		(6,238,469)	(9,842,736)
	Cash generated / (used) from / (in) operating activities		**8,735,542**	**10,543,290**
	Interest paid (leasing)	*12,17*	(67,889)	(57,548)
IAS 7.35	Income tax paid		(1,570,326)	(373,953)
IAS 7.10	**Net cash from operating activities**		**6,737,327**	**10,111,789**
	Cash flows from investing activities			
IAS 7.31	Interest received		809,698	179,434
IAS 7.16(a)	Proceeds from the sale of tangible assets		1,745,426	0
IAS 7.16(a)	Purchases of tangible and intangible assets	*15,16*	(8,498,407)	(3,467,615)
	Short term investments		(7,018,567)	(3,010,792)
IAS 7.10	**Net cash used in investing activities**		**(12,961,850)**	**(6,298,973)**

Reference	**STATEMENT OF CASH FLOWS (continued)**			
IAS 1.10(d), 113	**For the financial year ended at 31 December**	**Note**	**2024**	**2023**
	Cash flows from financing activities			
IAS 7.31	Proceeds from loans / (loans refunds)			
	Paid dividends		(5,929,502)	(86,549)
	Increase (reimbursement) in loans (leasing)	*28*	(693,473)	(634,972)
IAS 7.10	**Net cash from (used in) financing activities**		**5,236,029**	**(721,521)**
	Increase/(Decrease) Net cash and cash equivalents decreases		**(988,494)**	**3,091,295**
	Cash and cash equivalents at 1 January		11,943,703	8,852,408
	Cash and cash equivalents at 31 December		**10,955,209**	**11,943,703**

The separate financial statements were approved by the Board of Directors on March 12, 2025 and were signed by:

Administrator:	Prepared by:
Ec. Dumitru Ion	Ec. Marilena Vișescu

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Reference	**NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**
IAS 1.10(e)	**1. Reporting company**
IAS 1.138 (a),(b)	**Şantierul Naval Orşova S.A**. is a company headquartered in Romania. The registered office address of the Company is: Tufari Street, no.4, Orşova, Mehedinți county.
IAS 1.51(a)-(c)	The individual financial statements in accordance with IFRS have been prepared for the year ended 31 December 2024. The Company's main activity is the **construction of ships and floating structures (NACE code: 3011).**
IAS 1.112(a)	**2. Basis of preparation**
	a. Statement of compliance
IAS 1.16	The Company has prepared Annual Individual Financial Statements for the financial year ended December 31, 2024 in accordance with the International Financial Reporting Standards as approved by the European Union, applicable to companies whose securities are admitted to trading on a regulated market, according to the Order of the Minister of Public Finance no. 881/2012 regarding the application by companies whose securities are admitted to trading on a regulated market of the International Financial Reporting Standards and the Order of the Minister of Public Finance no. 2844/2016 for the approval of the Accounting Regulations in accordance with the International Financial Reporting Standards, as subsequently amended and supplemented.
IAS.10.17	The financial statements were authorized for issuance by the Board of Directors on March 12, 2025.
IAS 1.117(a)	The financial statements have been prepared on a historical cost basis except for the following material items in the statement of financial position, for which the revaluation model (fair value) has been chosen: • Real estate investments; • Buildings and grounds; • Means of naval transport.
	b. Functional currency and presentation currency
IAS1.51(d),(e)	These financial statements are presented in RON, which is also the functional currency of the Company. All financial information presented in RON, rounded to 0 decimal places. All financial information presented in RON, without decimals rounded (rounding the RON fractions over 50 money, including the neglect of money fractions to 50). Where amounts are presented in other currency than RON, it will be specified accordingly.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) **2. Basis of preparation (continued)**

a. Professional judgements and key assumptions

The preparation of financial statements in accordance with IFRS requires the use of management's professional judgment, estimates and assumptions which affects the application of accounting policies and the reported value of assets, liabilities, income and expenses. Actual results may differ from estimated values.

The estimates and assumptions are reviewed regularly. Revisions of estimates are recognized in the period in which the estimate was revised and in future periods affected by the change.

IAS 1.122,125,129,130 Information regarding professional judgments that are critical in applying accounting policies which can significantly affect the values presented in the financial statements are included in the following notes:

- Note 19 –Investment property classification;
- Note 27 – Loans.

b. New International Financial Standards not applied by the Company

The Company does not apply some IFRS or new IFRS provisions issued and not yet effective at the date of the financial statements. The Company cannot estimate the impact of applying these provisions on the financial statements and intends to apply these provisions upon their entry into force. Of the standards issued but not yet effective, the Company will not be in a position to apply any of them prospectively. These are:

• Publication IFRS 19 "Subsidiaries without public exposure" with entry into force on January 1, 2027

• Amendments to IFRS 18 "Presentation and presentation in financial statements" with entry into force on January 1, 2027.

• Amendments to IFRS 7 and IFRS 9 "Contracts relating to electricity dependent on nature" with entry into force on January 1, 2026. • Amendments to IFRS 7 and IFRS 9 "Classification and measurement of financial instruments" with entry into force on January 1, 2026.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) **2. Basis of preparation (continued)**

c. Presentation of financial statements

IAS 8.28(f) The Company applies IAS 1 *Presentation of Financial Statements* (2007) revised, which has been enforced on 1 January 2009. As a result, the Company presents in the Statement of Changes in Equity all changes related to shareholders' equity, while changes in equity unrelated to shareholders are presented in the Statement of Comprehensive Income.

Comparative information has been presented so that they are in accordance with the revised standard. As the impact of change in accounting policy is reflected only on presentation aspects, there is no impact on earnings per share.
IAS 1 Presentation of Financial Statements is basis for the financial statements presentation to ensure comparability both with the entity's financial statements for previous periods and with the financial statements of other entities.

The Company has adopted a presentation based on liquidity in the Statement of Financial Position and a presentation of income and expenses according to their nature in the Statement of Comprehensive Income, considering that these methods of presentation provide more relevant information than other methods that have been permitted by IAS 1.

IAS 1.57 The aggregation method is optional depending on the manner in which the Company's management considers relevant information for the presentation of the financial position, respectively financial performance.

Separate financial statements are prepared using the historical cost principle, except for buildings, means of shipping and property investments reclassified in accordance with IAS 40 which are presented at their fair value.

For assets and liabilities that were presented at their fair value the company has applied IFRS 13.

Expenses representing inventories consumption, depreciation of fixed assets, interest expenses, employee expenses etc. and which according to the IFRS stipulations, are included in some assets value, are recognized during the period depending on their nature. Complementarily, the accounting records related to assets in progress, on recognize of the related income accounts.
In preparation of the annual accounting reports, as well as those submitted during the year to the territorial units of the Ministry of Public Finance, which are prepared in accordance with the format established by the Ministry of Public Finance, the Company which, according to IAS 1, has chosen to present the analysis of expenses using a classification based on their nature, does not present either the value of these expenses or the value of the corresponding revenues as it is stipulation by OMFP 2844 of December 12, 2016 for approving the Accounting Regulations compliant with International Financial Reporting Standards (paragraph 182).

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) **2. Basis of preparation (continued)**

d. Standards and interpretations available in the current period

The following standards, issued by the International Accounting Standards Board (IASB) and adopted by the European Union, are available in the current period:

IAS 1	Presentation of financial statements	Fundamental Accounting Principles, structure and content of financial statements, mandatory posts and the concept of true and fair view, completed with amendments applicable from 1 January 2013.
IAS 2	Inventories	Defining of the accounting process applicable to inventories in the historical cost system: evaluation (first in - first out, weighted average cost and net realisable value) and the perimeter of allowed costs.
IAS 7	Statement of Cash Flows	Analysis of cash variations, classified into three categories: cash-flows from operating activities, cash-flows from investing activities, cash-flows from financing activities.
IAS 8	Accounting policies, Changes in Accounting Estimates and Errors	Defining the classification, the information that need to be disclosed and the accounting treatment of certain items in the income statement.
IAS 10	Events after the reporting period	Requirements for when events after the reporting period should generate an adjustment to the financial statements: definitions, terms and conditions, particular cases (dividends)
IAS 12	Income Taxes	Definition of tax accounting processing on the period result and detailed stipulations on deferred taxes, supplemented by amendments applicable from 1 January 2013.
IAS 16	Property, plant and equipment	Accounting treatments, net book value calculation and relevant principles regarding depreciation for most types of property, plant and equipment.
IAS 19	Employee benefits	Accounting principles regarding employee benefits: short and long term benefits, post-employment benefits, advantages on equity and allowances on termination of employment, with revisions made in 2011, applicable from January 1, 2013.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) **2. Basis of preparation (continued)**

IAS 20	Accounting for Government Grants and Disclosure of Government Assistance	Accounting principles for direct or indirect public aid (clear identification, concept of fair value, restraining subsidized connection etc.).
IAS 21	The Effects of changes in Foreign Exchange Rates	Accounting treatments of abroad activities, foreign currency transactions and restating financial statements of a foreign entity.
IAS 23	Borrowing Costs	The definition of borrowing costs and accounting treatments: the notion of qualifying asset, how to capitalize borrowing costs in the amount of qualifying assets.
IAS 24	Related Party Disclosures	Details of related party relationships and transactions (legal and natural persons) who exercises control or significant influence over one of the group's companies or the management.
IAS 26	Accounting and Reporting by Retirement Benefit Plans	Principles and information on the retirement schemes (funds), distinguishing defined contribution schemes and defined-benefit.
IAS 27	Separate Financial Statements	IAS 27 outlines when an entity must consolidate another entity, how to account for a change in ownership, how to prepare separate financial statements, and related disclosures. The financial statements prepared by the company for year ended 31 December, 2014 are separate financial statements, therefore, consolidated financial statements are not applicable in this case. The Transilvanian Financial Investment Company, headquartered in Braşov, Nicolae Iorga Street, No. 2, helds, in present, 49,9998% of the share capital of SC Şantierul Naval Orşova SA, so, they have obligation to prepare the consolidated financial statements.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) **2. Basis of preparation (continued)**

IAS 28	Investments in associated entities	Defining the evaluation and information principles regarding investments in associates, except those held by: a) Venture capital organizations b) Mutual funds, unit trusts and similar entities, including insurance funds with an investment component which are considered to be at their fair value through profit or loss or classified as held for trading and accounted in accordance to IAS 39.
IAS 29	Financial Reporting in Hyperinflationary Economies	The financial statements of an entity whose functional currency is the currency of a hyperinflationary economy should be presented in the current unit of measure at the financial statement preparation date, meaning non-monetary elements should be restated using a general price index from the date of purchase or contribution. IAS 29 provides that an economy is considered to be hyperinflationary if, among other factors, the cumulative index of inflation exceeds 100% over a period of three years.Continuous decrease of inflation and other factors related to the characteristics of the economic environment in Romania indicates that the economy whose functional currency was adopted by the Company, ceased to be hyperinflationary, affecting periods beginning 1 January 2004. Thus, amounts expressed in the measuring unit, current at 31 December 2003 are treated as the basis for the carrying amounts in the financial statements of the Company.
IAS 31	Interests in Joint Ventures	Accounting principles and policies to joint venture operations performed assets or holdings in a joint venture.
IAS 32	Financial instruments: presentation	Rules of presentation (classification of debt equity, expenses or income/equity).
IAS 33	Earnings per Share	Principles of determination and representation of earnings per share.
IAS 36	Impairment of Assets	Key definitions (recoverable amount, fair value less costs of disposal, value in use, cash-generating units), the frequency of impairment tests, accounting for the impairments, and for goodwill impairment.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) **2. Basis of preparation (continued)**

IAS 37	Provisions, Contingent Liabilities and Contingent Assets	Defining provisions and approach of estimating provisions, individual cases examined (including the problem of restructuring).
IAS 38	Intangible Assets	Definition and accounting treatments for intangible assets, recognition and measurement policies on the processing costs for research and development etc.
IAS 39	Financial Instruments: Recognition and Measurement	Recognition and measurement principles regarding financial assets and liabilities, the definition of derivatives, hedge accounting operations, the issue of fair value etc.
IAS 40	Investment Property	Establishing the evaluation method: fair value model or cost model, transfers between different categories of assets etc.
IFRS 1	First-time Adoption of International Financial Reporting Standards	The procedures for financial statements according to IAS / IFRS optional exemptions and mandatory exceptions to retrospective application of IAS / IFRS, supplemented by amendments applicable from 1 January 2013.
IFRS 5	Non-current Assets Held for Sale and Discontinued Operation	Defining an asset held for sale and discontinued operations, and the, evaluation of these elements.
IFRS 7	Financial Information: Disclosures	Financial information related to financial instruments are referring primarily to: (i) information about the significance of financial instruments; and (ii) information about the nature and extent of risks arising from financial instruments, supplemented by amendments applicable from 1 January 2013.
IFRS 9	Financial instruments	The Standard includes requirements for recognition and measurement, impairment, derecognition and general hedge accounting of financial instruments. The version of IFRS 9 issued in 2014 supersedes all previous versions and is mandatorily effective for periods beginning on or after 1 January 2018 with early adoption permitted.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) **2. Basis of preparation (continued)**

IFRS 10	Consolidated Financial Statements	Establishing principles for the presentation and preparation of consolidated financial statements when an entity controls one or more other entities.
IFRS 11	Joint Arrangements	Establishing principles for financial reporting for entities that hold interests in jointly controlled commitments..
IFRS 12	Disclosure of Interests in Other Entities	Requires an entity to disclose information that will enable users of its financial statements to evaluate: the nature and risks associated with interests held in other entities; and the effects of those interests on the financial position, financial performance and its cash flows.
IFRS 13	Fair value measurement	The definition of fair value, establishing, in a single IFRS, a framework for measuring fair value, requiring the presentation of information on fair value.
IFRS 15	Revenue from Contracts with Customers	It aims to establish principles that an entity must apply to report information useful to users of financial statements about the nature, amount, timing and uncertainty of income and cash flows arising from a contract with a customer. It applies to an entity's first annual IFRS financial statements for the period beginning on or after 1 January 2018, published in May 2014 and adopted by the European Union in September 2016, effective in the EU on 1 January 2018.
IFRS 16	Leasing contract	Its objective is to standardize the way in which financial and operational leasing contracts are recognized in order to have a better comparability in the financial statements between the entities that use different types of contracts
IFRS 17	Insurance contracts	Aims to ensure that an entity provides relevant information that accurately represents those contracts.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a)

3. Significant accounting policies

The accounting policies presented below have been applied consistently in all periods presented in these financial statements by the Company, except for matters described in note 2 (e) of changes in accounting policies.

IAS 1.41

Certain comparative amounts have been reclassified to conform with current year presentation.

a. Foreign currency

(i) Transactions in foreign currency

The Company's foreign currency transactions are registered at exchange rates communicated by the National Bank of Romania ("NBR") for the transaction date. Foreign currency balances are converted in RON at the exchange rates communicated by NBR for the balance sheet date. Gains and losses resulting from the settlement of transactions in a foreign currency and the conversion of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss in the financial result.

b. Financial instruments

(ii) Share capital

The share capital may be increased or reduced on the basis of decision of the extraordinary General Assembly of shareholders, under the conditions and in accordance with law No. 31/1990, company law, republished. Prior to any capital increase by subscription of new consideration, the company will proceed to update the value of tangible and intangible fixed assets owned. Ordinary shares are classified as equity.

c. Tangible Assets

IAS 16.73 (a)

(i) Recognition and evaluation

Tangible assets are initially measured at cost, (those purchased from suppliers) or if the input value received as a contribution in kind to the establishment of share capital or increase of share capital.

For subsequent recognition of plant, naval means of transport and investment properties, the company has opted for the revaluation model (fair value model).

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a)

3. Significant accounting policies (continued)

Some of the tangible non-current assets were revalued based on government decisions ("GD") no. 945/1990, no. 26/1992, no. 500/1994, no. 983/1998, no. 403/200 and no. 1553/2003 by indexing the historical cost with indices prescribed in the respective government decisions. Increases of the tangible non-current assets' value resulting from these revaluations were initially credited to revaluation reserves and thereafter, except for the reevaluation made under GD. 1553/2003, in equity, in accordance with the respective government decisions. GD 1553/2003 foresaw the need to adjust the index value by comparing the utility value and market value. At 31 December 2006, the Company proceeded to review the value of buildings and special constructions using the opinion of specialists employed in the Company.

On 31 December 2007, the Company has not proceeded to review the value of fixed assets at the Orşova headquarters, instead Agigea Branch conducted a revaluation of fixed assets from the structures and ships category, before the merger, for the old company: SC Servicii Construcţii Maritime SA Agigea. During the years 2007, 2008 and 2009 were recorded entries in the technological equipment category and other intangible assets category which led to a presentation in the financial statements, of the assets from these categories both at historical cost indexed in accordance with government decisions (" GD "), which have been applied to date, as well as historical cost.

At 31 December 2009 the Company revalued the buildings and special constructions using the opinion of an independent external evaluator.

At 31 December 2010 and 31 December 2011 the Company has not made any revaluations of tangible assets held.

On 31 December 2012, the Company proceeded to the revaluation of naval buildings and vehicles, both at headquarters in the town of Orşova, as well as at Agigea branch using the opinion of an independent external evaluator.

On 31 December 2013, the Company revalued naval vehicles, both at headquarters in the town of Orşova, as well as at Agigea branch using the opinion of an independent external evaluator.

On 31 December 2014, the evaluated naval vehicles, using the opinion of an independent external evaluator.

On 31 December 2015, the Company proceeded to the revaluation of naval buildings and vehicles, both at headquarters in the town of Orşova, as well as at Agigea branch using the opinion of an independent external evaluator.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a) **3. Significant accounting policies (continued)**

On 31 December 2016, the Company proceeded to the revaluation of buildings and naval vehicles amounted to the nature of shipping assets located at Agigea branch using the opinion of an independent external evaluator.

On 31 December 2017, the company proceeded to the revaluation of tangible assets such as naval vehicles amounted to the nature of shipping assets located in the branch Agigea using the opinion of an independent external evaluator.

On December 31, 2018, the Company proceeded to reevaluate tangible assets such as shipbuilding buildings and means of transport both at the head office in Orşova and at Agigea branch using the opinion of an independent external evaluator.

On December 31, 2019, the Company proceeded to reevaluate tangible assets such as shipbuilding buildings and means of transport located in the branch Agigea using the opinion of an independent external evaluator.

On December 31, 2020, the Company proceeded to reevaluate tangible assets such as shipbuilding buildings and means of transport located at the branch Agigea using the opinion of an independent external evaluator.

On December 31, 2021, the Company proceeded to reevaluate tangible assets such as shipbuilding buildings and means of transport located at the branch Agigea using the opinion of an independent external evaluator.

On December 31, 2022, the Company proceeded to the revaluation of property, plant and equipment of the nature of the means of naval transport located at the Agigea branch using the opinion of an independent external evaluator.

On December 31, 2023, the Company proceeded to the revaluation of tangible assets of the nature of the means of shipping located at the Agigea branch using the opinion of an independent external valuer.

On December 31, 2024, the Company proceeded to the revaluation of tangible assets of the nature of buildings and means of naval transport, both at the main headquarters in Orşova and at the Agigea branch using the opinion of an independent external valuer.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a) **3. Significant accounting policies (continued)**

With regard to the accounting treatment of revaluation differences, it was in accordance with IAS 16, as follows:
- If the carrying amount of an asset is increased as a result of the revaluation, then the increase should be recognised in other comprehensive income and cumulated in equity as a revaluation surplus. However, the increase must be recognised in profit or loss to the extent that it offsets a reduction in the revaluation of the same asset, previously recognised as profit or loss.
- If the carrying amount of an asset is diminished as a result of a revaluation, this impairment must be recognised as a profit or loss. However, the reduction must be recognised in other comprehensive income to the extent that the revaluation surplus shows a credit balance for that asset. The reduction recognised in other comprehensive income reduces the cumulative amount in equity as revaluation surplus.

The method of reflecting the revaluation in the Company's accounting was that of eliminating the depreciation from
the book value of the assets. The revaluation surplus amount was credited to the revaluation reserve balance for those objectives whose fair value was greater than the net carrying amount, and for the other objectives for which the fair value was less than
The net carrying amount was reflected by the decrease in the revaluation surplus that existed previously, i.e. the allocation of operating expenses in the case of objectives for which a revaluation reserve had not previously been recognised or the recognised reserve was insufficient to cover the decrease.

The maintenance and repairs of tangible assets are passed on to expenses when they occur, and significant improvements made to tangible assets that increase their value or lifespan, or that significantly increase their ability to generate economic benefits are capitalized.
Fixed assets of the nature of inventory objects, including tools and tools, are recorded as expenses at the time of acquisition and are not included in the book value of tangible fixed assets.

(ii) Reclassification to investment property

The transfer to or from investment properties shall be made if, and only if, there is a change in use.

(iii) Depreciation of tangible non-current assets

Depreciation is the equivalent to irreversible impairment of an asset, as a result of normal use, natural factors, technical progress or other causes. Fixed assets' depreciation shall be accounted as an expense (recognized in profit or loss).

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a) **3. Significant accounting policies (continued)**

The company uses straight-line depreciation method for all tangible assets owned, by dividing the book value equally, over its useful life. The depreciation method is applied consistently to all assets of the same type and with identical conditions of use. If tangible assets are placed in conservation, the company did not account the depreciation expense, instead at the end of the period, the company will record a corresponding expense adjustment for the impairment of the asset. The degree of impairment will be determined as much as possible by a certified evaluator.
A significant change in the conditions of use of tangible assets or aging may justify a revision of the useful life. Also, if the tangible non-current assets are placed in conservation (their use is discontinued for a long period), the useful life can be revised.
The residual value and service life shall be reviewed at least at each financial year end.

Depreciation is calculated on the fair value, using the straight-line method over the estimated useful life of the assets as follows:

Asset	Years
Constructions	5 - 45
Equipment	3 - 20
Other equipment and furniture	3 - 30

Lands are not a subject of depreciation, as they are deemed to have an indefinite life.
The management continually evaluates the development plan. The effect of lifetime review, based on GD. 2139/2004, was reflected in the depreciation expense in the year 2005 and in future periods in the amount of depreciation expenses without any temporary differences.

(iv) Derecognition

The account value of a fixed asset shall be derecognised:
- when disposed, or
- when no future economic benefits are expected from its use or disposal.

The gain or loss arising from the derecognition of a fixed asset shall be included in profit or loss when the item is derecognised. Gains shall not be classified as revenue.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a)

3. Significant accounting policies (continued)

d. Intangible Assets

(1) Cost

(i) Software

Costs for the development or maintenance of computer software programs are recognized as an expense when they occur. Costs that are directly associated with identifiable and unique products, controlled by the Company and will probably generate economic benefits exceeding costs for a period longer than one year are recognized as intangible assets. Direct costs include the development team staff costs and an appropriate proportion of overhead expenses.

Expenditure which results in extending the useful life and increasing the benefits of software over the initial specifications are added to the original cost. These costs are capitalized as intangible assets if they are not part of tangible assets.

(ii) Other intangible assets

All other intangible assets are recognized at cost.

Intangible assets are not revalued.

(2) Amortization

(i) Software

Software development costs capitalized and they are amortized using the straight-line method over a period between 3 and 5 years.

(ii) Other intangible assets

Patents, trademarks and other intangible assets are amortized using the straight-line method over their useful life. Software licenses are amortized over a period of 3 years.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a) **3. Significant accounting policies (continued)**

e. Rights-of-use for leases assets

The company as a lessees
At the beginning of the contract the company assesses whether a contract is or contains a lease clause. The company recognizes a right to use the asset and a lease liability in relation to all leases in which he is a lessee/user, except for short-term contracts (defined as leasing with a lease term of 12 months or less) and rental of low value assets (such as licenses, oxygen tubes, mailbox, etc.). For these leases, the company recognizes the lease payments as operating expenses on a straight-line basis over the term of the lease.

Leasing liability

The lease debt is initially measured at the present value of the lease payments that are not paid at the start date, discounted with the implied interest rate in the lease.
If this rate cannot be easily identified, the Company uses the NBR's monetary policy interest rate.
The lease debt is initially measured at the present value of the lease payments that are not paid at the start date of the contract, discounted using the interest rate.
The leasing debt is presented as a separate line in the financial statement.
Lease liabilities are subsequently discounted by increasing the carrying amount to reflect the amount of the revalued lease debt and by reducing the carrying amount to reflect the lease payments made. The Company shall revalue the lease liability (and make an appropriate adjustment to the right to use the asset) when:

- The lease term has changed, in which case the lease debt is revalued by updating the lease payments.
- The lease is amended and the change in the lease is not accounted for as a separate lease, in which case the lease liability is revalued based on the terms of the amended lease by updating the revised lease payments using an updated interest rate on the effective date of the change.

Rights-of-use assets

The rights to use the assets comprise the initial valuation of the corresponding lease debt, the lease payments made on or before the start day, less the lease incentives received and any upfront direct costs. Subsequently, they are measured on the basis of cost minus accumulated depreciation and impairment losses.
The rights to use the assets are amortized during the lease period of the underlying asset.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a)
117(a)

3. Significant accounting policies (continued)

f. Investment property

An investment property is a real property (land or a building - or part of a building - or both) owned rather to earn rentals or for capital appreciation or both, rather than:

(a) used for production or supply of goods or services or for administrative purposes; or
(b) to be sold in the ordinary course of business.

For the evaluation after recognition, the company uses the fair value model, this accounting treatment has been applied to all investment properties.
A gain or loss arising from a change in fair value of investment property shall be recognized as an income or as an expense in the statement of comprehensive income for the period.
In determining the fair value of investment property, the company uses the services of certified values.

g. Inventories

I Stocks are assets:
- which are held for sale in the ordinary course of business,
- in the course of production with a view to sale in the ordinary course of business,
- in the form of raw materials, materials and other consumables to be used in the production process or provision of services.

Measurement of inventories
Inventories are required to be stated at the lower value between cost and net realizable value. Inventories should not be reflected in the statement of financial position an amount greater than the amount that can be obtained through their sale or use. In this case, the inventories value should be decreased to the net realizable value by reflecting a write-down.

Cost of inventories

The primary basis for accounting inventories is the cost .
The cost of inventories should comprise all costs of acquisition and processing and other costs incurred in bringing the inventories to the shape and place in which they are currently.

Price differences over the cost of acquisition or production should be disclosed separately in the accounts and are recognized in cost of the asset.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a) **3. Significant accounting policies (continued)**

Regarding the method of valuation, the company used, until December 31, 2010, the weighted average cost method, but starting from January 1, 2011, the company is using the first-in - first out method.

The cost of finished goods and work in progress includes materials, labor and indirect production costs associated. Where necessary, adjustments are made for wasted or obsolete inventories. The net realizable value is calculated as the selling price less costs to complete and costs necessary to make the sale

h. Impairment

(i) Financial assets (including receivables)

A financial asset or group of financial assets is impaired if, and only if, there are any objective evidence of impairment arising as a result of one or more events that occurred after the initial recognition of the asset, and these events have an impact on future cash flows of the financial asset or group of financial assets that can be estimated reliably. On each financial year date, the company examines whether there is any objective evidence that the financial asset or a group of financial assets is impaired. The loss is given by the difference between the asset's book value and the present value of future cash flows using the effective interest rate of the financial asset at initial recognition.
If in a subsequent period, an event occurring after the recognition of the impairment will determine an increase of the asset’s value, the impairment will be reversed.

i. Employee benefits

The Company makes payments to pension funds, health funds, unemployment funds, allowances and vacations for all staff. These expenses are recognized in the statement of comprehensive income for the period covered. At retirement, the company granted, as a stimulant, between one and four salaries to every person who ceases contractual relationship with the company.

The Company does not operate any other pension plan or retirement benefits so it has no other obligations in respect of pensions.

During the year, according to the collective labor agreement, depending on the possibilities of the company, employees can receive awards, financial aid for deaths in the family, serious and incurable illness etc.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a)

3. Significant accounting policies (continued)

j. Provisions

Provisions are recognized when the Entity has a present legal or constructive obligation, arising from past events, the settlement of which is expected to result in an outflow from the entity of resources embodying economic benefits and when a reliable estimate can be made of its amount.

(1) Provisions for annual vacations and other similar staff rights.

Company debt regarding annual employee vacations is recognized in proportion to the duration of untaken vacation days by the end of the year. At the balance sheet date, a provision for the estimated obligation is recognized, provision which includes both the actual amount of untaken vacation days and related social contributions. Also, for the retirement of employees who are qualified for this matter, the company established a provision according to the collective agreement stipulations through the valid period.

(2) Provisions for litigation

For those pending lawsuits, in which the company is the defendant and courts have not issued a final and executory judgment, the company made provisions for the amounts estimated. The amounts paid to the company customers, for any damage caused to the ship during transport, and which have failed to be recovered from the insurance company which issued the insurance policy and for whom there is a pending lawsuit, are treated similarly.

(3) Provisions for guarantees

For river vessels produced by the Company, it is stipulated in the export contracts that the seller is obliged to guarantee the proper execution, for a period of 6-9 months from date of sale (ownership transfer), depending on the complexity of the ships.
Provisions made for this purpose are based on calculation of the average share of total claims paid customer deliveries during the last period (previous year).

k. Revenue

Revenue refers to goods sold and services rendered.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.112(a) 117(a) **3. Significant accounting policies (continued)**

Sales revenues include sales of ships and services provided (rentals and ship repairs) made in the ordinary course of business (excluding value added tax).

Revenue is recognized upon delivery of goods to the buyer or carrier, delivery against invoice, and for export products, after being charged and all the customs formalities are completed, or delivered to the place specified in the contract (port of destination), with the transfer of risks to the buyer.

Revenue is measured at the fair value of the counter performance received or to receive.

Interest incomes are recognized using the effective interest method in proportion to the relevant period of time, based on the principal and the effective rate until the maturity date or for a shorter period if this period is linked to the transaction costs, when it is established that the company will obtain such income.

IFRS 7.20,24 **l. Financial income and expenses**

Interest income is recognized as the income generates, on an accrual basis using the effective interest method in proportion to the relevant time, based on the principal and the effective rate over the period to maturity or a shorter period if this period is link to transaction costs, when it is established that the company will obtain such income.
Income from financial assets or dividends receivable from entities in which the Company is a shareholder, are recognized in the financial statements of the financial year in which they are approved by the General Meeting of each entity.

m. Income tax

The Company records current income tax using the taxable income from tax reporting, determined by the relevant Romanian legislation.
Income tax obligation for the reporting period and prior periods is recognized to the extent that is not paid.
If the amounts paid on the current and prior periods exceed the amounts due for those periods, the excess is recognized as recoverable amount.

Recognition of deferred tax assets and liabilities
Deferred income tax is, using the balance sheet method, based on temporary differences arising between the tax bases of assets and their carrying amount. Deferred tax assets are recognized to the extent that there is the possibility of achieving future taxable profit from which the temporary differences can be recovered.

4. Determination of fair value

Certain accounting policies of the Company and disclosure requirements demand the determination of fair value for both financial and non-financial assets and liabilities. Fair values were determined for evaluation and / or disclosure purposes based on the methods described below. Where appropriate, additional information about the assumptions used in determining the fair value are presented in the notes that are specific to the asset or the liability.

In the assessment of tangible and intangible assets, fair value measurement is an option. Fair value assessment is made for categories of assets and is treated as a revaluation. The excess resulting from revaluation directly affects equity, unless previously it was recognized as a revaluation loss. Revaluation losses affect the statement of comprehensive income, unless there is an added value previously accounted directly in equity. There are differences between the two asset structures in terms of how to determine the fair value.

IAS 16 “Property, plant and equipment” asserts that: *“After recognition as an asset, an item of tangible assets whose fair value can be measured reliably shall be carried at a revalued amount, representing its fair value at the revaluation date minus any subsequent accumulated depreciation and any accumulated impairment losses. Revaluations shall be made with sufficient regularity to ensure that the carrying amount does not differ significantly from that which would be determined using fair value at the balance sheet date.”* **[9]**

IAS 38 ”Intangible Assets” indicates: *“The purpose of revaluations under this standard, fair value shall be determined by reference to an active market”.***[10]**

If IAS 16 “Property, plant and equipment” allows the determination of fair value through other methods if there isn't an active market, IAS 38 “Intangible Assets” narrow the assets that can be revalued, showing that only the assets for which an active market exists, can be revalued.

A special structure of non-current assets is the investment property. IAS 40 “Investment Property” offers two options for their evaluation: cost model or fair value model. As compared to IAS 16“ Property, plant and equipment”, where, if cost model is applicable, entities are only encouraged to disclose the fair value in the notes, IAS 40 “Investment Property” requires the estimation of fair value, for evaluation (fair value model) or to present in the notes (cost model).

For in assets held for continuing use, it can sometimes be difficult to estimate fair value minus costs of disposal. In the absence of a reliable basis for estimating the amount that an entity could obtain, from the sale of these assets in an arm's length transaction between knowledgeable, willing

4. Determination of fair value (continued)

parties, IAS 36 ”Impairment of Assets” indicates that the entity may use the asset's value as its recoverable amount (fair value is equal with the value in use).

As of January 1, 2013 requirements are applicable to the valuation of assets and liabilities at fair value under IFRS 13 “Fair Value Measurement”. IFRS 13 applies to assets and liabilities held by an entity for which, in accordance with other standards, it is required or permitted a fair value measurement or disclosure about fair value is required.

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.. The price used to assess the asset or liability at fair value is not adjusted by the amount of transaction costs because they are not a feature of the asset or liability, but a feature of the transaction.

Fair value assessment of an asset or liability considers the characteristics of the asset or liability which that market participants would consider in determining the price of the asset or liability at the measurement date.

Fair value measurement is performed on the assumption that an asset or liability is traded between market participants according to the normal conditions of sale of an asset or the transfer of a liability that characterizes the market at the measurement date. A normal transaction involves access to the market for a period that precedes evaluation enabling typical marketing activities and usual for those trading the respective assets or liabilities.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

5. Revenue

		2024	2023
		RON	**RON**
IFRS 15.113 (a)	Sales of goods	76.586.595	84.391.535
IFRS 15.113 (a)	Rendering of services	13.601.590	11.394.954
IFRS 15.113 (a)	Sales of residual products and goods	3.361.136	772.453
IAS 40.75 (f) (i)	Incomes from rental of investment properties	33.116	73.072
	Total	**93.582.437**	**96.632.014**

Sales of goods, made from the sale of ships built at the main headquarters in Orșova, registered a decrease of 9.25% in 2024 compared to the previous year. In 2024, the Company completed and handed over to external customers a number of 6 vessels. We specify that at the end of the year, a hull was 90% completed, being delivered to the intra-community market in the first decade of February 2025. Given that the structure and complexity of the ships built is different from one year to the next, this is also reflected in the level of income earned during these periods.

Further, although the Company had the entire production capacity of 2024 covered, the river/sea vessel construction market continued to be deficient.

As for the ship repair activity, the revenues achieved in 2024, mainly by the Agigea branch, amounted to RON 12,939,036 (RON 10,326,816 in 2023), registering an increase of 25.3% compared to the previous year.

In 2024, the company achieved revenues from the sale of residual products, higher by 335.12% compared to the previous year, an increase mainly due to the recovery of iron waste resulting from the scrapping of assets.

These presentations are made by the Company in accordance with IFRS 8.

6. Other income

	2024	2023
	RON	**RON**
Rental income (other than rental of investment property)	6,199,235	2,862,636
Other operating incomes	256,486	345,420
Total	**6,455,721**	**3,208,056**

The amounts recorded under the Rental income item refer to the amounts from the rental of three shallots during 2024, but also from the rental of premises at the Agigea branch,

Thus, in the analyzed period, the rental income is at a higher level than in the corresponding period of the previous year (increase by 116.56%), one of the main concerns of the company's management being to find solutions for renting all the barns in the branch's patrimony.

6. Other income (continued)

As for the amount entered under the item "Other operating income", it is due to the income received as penalties as a result of non-compliance with the delivery deadlines by the partners, as well as other operating income.

7. Expenses related to inventories

	2024	2023
	RON	**RON**
Raw materials	18,810,076	28,992,832
Consumables, including:	11,886,401	13,434,480
Auxiliary materials	*10,718,856*	*12,305,480*
Fuel	*354,033*	*428,331*
Spare parts	*377,424*	*444,663*
Other consumables	*436,088*	*257,006*
Materials in the form of small inventory	455,450	478,153
Materials not stored	239,465	415,325
Goods for resale	16,677	36,463
Trade discounts received	(2,947)	(5,324)
Total	**31,405,122**	**43,352,929**

As of 31.12.2024, the significant share in total inventory expenditure is still held by raw materials (shipboard). The 35.12% decrease in raw material expenses in 2024 compared to 2023 is due to both the decrease in production volume and the structure of ship constructions sold in 2024. And overall, there is a decrease in inventory expenses, by 27.56% compared to the previous year, this decrease being also correlated with the fact that revenues from the sale of ships also decreased by 9.25%.

Expenses representing inventory consumption that, according to IFRS, are included in the value of assets are recognized during the period depending on their nature. Accordingly, the value of the assets in execution is recorded in the accounting, on account of the related income accounts. It should be noted that the Company, according to IAS 1, has chosen to present the analysis of expenses using a classification based on their nature, and therefore does not present either the amount of these expenses or the amount of the corresponding income.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

8. Utility expenses

	2024	2023
	RON	RON
Electricity	2,239,677	2,011,388
Water	58,483	51,540
Total	**2,298,160**	**2,062,928**

In 2024, utility expenses increased compared to last year (by 11.40%), as the production achieved and revenues decreased, but supply tariffs increased slightly.
We specify that an influencing factor in this increase is also the method of presenting expenses using a classification based on their nature, according to IAS 1.

IAS 1.104

9. Personnel expenses

	2024	2023
	RON	RON
Salaries	32,097,358	27,856,130
Social expenses	2,706,467	2,551,871
Total	**34,803,825**	**30,408,001**
Number of employees	**344**	**337**

In 2024, expenses with employee benefits are at a higher level, by 14.46% compared to 2023. This increase is mainly due to the increase in the salaries of the Company's staff, starting with May 2024, by an average percentage of 10.2%, respectively to the increase, during the analyzed period, of the value of the meal voucher from 30 lei/meal voucher to 40 lei/meal voucher.
Among other factors that influenced payroll expenses in 2024, we mention the increase in the number of staff, but also the structure of production costs from the perspective of presenting the cost of goods sold according to IAS 1 requirements.
As in the case of the other categories of expenses, in the presentation of personnel expenses, an influencing factor in this increase is the method of presenting expenses using a classification based on their nature.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

10. Receivables allowances and inventories write-down

	2024	2023
	RON	RON
Losses due to various debts and debtors	-	109,362
Impairment of current assets	154,529	60,329
Income from current assets Impairment	(50,694)	(113,849)
Total	**(103,835)**	**(55,842)**

The amounts presented above refer to the adjustment of impairments related to inventories and other receivables, operations carried out during 2024.

IAS 1.97 **11. Other expenses**

	2024	2023
	RON	RON
Maintenance and repair expenses	1,063,746	350,246
Royalties and rental expenses	93,158	83,566
Insurance premiums	198,472	156,242
Commissions and fees	504	23,502
Protocol, promotion and advertising	40,351	37,809
Transport of goods and personnel	2,447,388	1,752,204
Travel	45,343	108,890
Postage and telecommunications	43,264	50,052
Bank commissions and similar charges	59,859	54,274
Other third party services	13,076,338	12,465,675
Other taxes, duties and similar expenses	717,035	434,888
Expenses with the environment protection	14,362	10,592
Other operating expenses	107,243	146,589
Compensations, fines and penalties	22,642	7,594
Total	**17,929,705**	**15,682,123**

In 2024, the level of the above expenses increased compared to the previous year (by 14.33%), those with a significant share referring to:

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.97 **11. Other expenses (continued)**

- There is an increase in maintenance and repair expenses (by 203.71%). In 2024, the Company continued the repair/painting/painting works of the workspaces (industrial halls), but the repair actions of the transport and lifting equipment from the patrimony also continued.

- As for rental expenses, they increased by 11.48% in 2024 compared to 2023, due to the slight increase in asset rental rates but also to the influences due to the production in progress.

- Expenditure on the transport of goods and persons increased (by 39.67%). These expenses are closely related to the volume of sales revenues, but we are also seeing an increase in the goods supply segment. An influencing factor in this increase is also the method of presenting expenses using a classification based on their nature.

- We also note an increase in the services provided by third parties in 2024 compared to 2023 (by 4.90%). And in 2024, given the schedule but also the production volume, the company turned to subcontractors. As regards the auditors' fees, included in the total amount of this item, it is noted that their level is close to that of the previous year. Specifically, they recorded the following values this year: RON 70,399, including VAT, fees to statutory auditors (in the financial year 2023 these amounts totaled RON 69,841, including VAT), and for internal audit services, the amounts paid during the financial year 2024 were RON 31,975, including VAT (for the financial year 2023, fees of RON 42,508 were paid, including VAT). The company did not contract tax consultancy services during the analyzed period.

- Regarding the position on compensation expenses, fines, in 2024 the company paid higher amounts compared to 2023, mainly fines to the state authorities.

- A significant decrease (by 58.36%) can be found in the position Expenses with travel, secondments and transfers. In 2024, the company recorded lower expenses of this nature.

- Regarding the position Expenses with other taxes and fees, we see an increase of 64.88%, due to the increase in local taxes and fees.

Also in the case of these categories of expenses, an influencing factor in these increases/decreases is the method of presenting the expenses using a classification based on their nature.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 1.86 **12. Financial Revenue and Expenses**

Recognized in income statement

Reference		2024	2023
		RON	**RON**
IFRS 7.20 (b)	Interest income on loans and receivables	-	-
IFRS 7.20 (b)	Interest income related to deposits	844,344	196,607
IAS 21.52 (a)	Income from exchange rate differences	277,738	600,008
	Total financial revenue	**1,122,082**	**796,615**
	Value adjustments in respect of financial assets	0	0
IAS 7.20 (b)	Interest expense on leasing contracts	67,888	57,548
IAS 21.52 (a)	Exchange rate differences expenses	117,986	422,071
	Total financial expenses	**185,874**	**479,619**
	Net financial result	**936,208**	**316,996**

In relation to the structure of financial revenues and expenses, the following clarifications are made:

- interest income is mainly related to bank deposits made during the financial year ended on 31.12.2024;
- in 2024, the company did not take out bank loans, did not use credit lines and, therefore, did not record bank interest expenses;
- the expenses from exchange rate differences were lower than the income from exchange rate differences, so that, for the total year 2024, the Company recorded a net gain of RON 159,752 (in 2023: RON 177,937). The gains from exchange rate differences were recorded both from the revaluation of foreign currency availabilities and as a result of hedging transactions, concluded by the Company to protect itself against the depreciation of the exchange rate.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

13a.Income tax expenses

Reference		2024 RON	2023 RON
	a) Current income tax expenses		
IAS 12.80 (a)	Current period	1,691,569	412,474
	b) Deferred income tax expenses		
IAS 12.80 (c)	Initial recognition and reversal of temporary differences	636,620	120,367
	Total income tax expenses	**2,328,189**	**532,841**
IAS 12.81 (c)	**c) Reconciliation of effective tax rate**		
	Profit for the period	7,541,815	3,881,697
	Non-deductible expenses	1,448,966	892,303
	Non-taxable incomes	(1,139,183)	(1,803,246)
	Elements similar to expenses	2,894,648	1,493,615
	Legal reserve	-	-
	Other taxable amounts	291,821	-
	Tax loss deduction	-	(1,761,405)
	Tax profit/loss	11,038,067	2,702,964
	Sponsorships	40,000	20,000
	Tax incentives	34,522	-
	Current income tax expense	1,691,569	412,474
	Profit after tax	5,213,626	3,348,856

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

14. Deferred tax assets and liabilities

On May 1, 2009, the stipulations of Emergency Government Ordinance no. 34 were enforced, which have limited the deductibility of certain expenses in calculating the income tax. The greatest influence is due to the non-deductibility of revaluation surpluses transferred to retained earnings since 2004, the impact on income tax expenses of the Company being significantly.

Deferred tax liabilities are represented by the amounts of income taxes payable in future periods as a result of existing taxable temporary differences. In the determination of deferred tax, the tax rate used is stipulated in fiscal regulations in force at the date of the financial statements, respectively 16%.

Deferred tax assets and liabilities are attributable to the following items:

	ASSETS		**LIABILITIES**		**NET**	
	2024	**2023**	**2024**	**2023**	**2024**	**2023**
Tangible Non-Current Assets	416,601	237,578	1,175,924	(15,423)	759,323	253,001
Stocks	-	-	-	-	-	-
Commercial receivables	-	-	-	-	-	-
Commercial debts	-	-	-	-	-	-
Subsidies	-	-	-	-	-	-
Provisions	-	-	-	-	-	-
Employee Benefits	168,856	104,832	104,832	115,769	(64,024)	(10,937)
Tax loss carried forward	-	-	-	-	-	-
Receivables/liabilities	531,789	-	531,789	-	-	-
Tax incentives	22,070	1,400	-	(1,584)	(22,070)	2,984
Tax offsets	-	-	-	-	-	-
Net Deferred tax assets/liabilities	**1,139,316**	**343,810**	**1,812,545**	**98,762**	**673,229**	**245,048**

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 16 **15. Tangible Non-Current Assets**

Reference		Land and buildings	Machines and Equipment	Furniture and fixtures	Work in progress	Total
		RON	RON	RON	RON	RON
	Cost or assumed cost					
IAS 16.73 (d)	Balance at 1 January 2024	23,081,953	61,570,014	576,596	1,402,835	86,631,398
IAS 16.73 (e)(i)	Acquisition	222,039	3,930,942	64,533	2,968,255	7,185,769
IAS 16.73 (e)(ii)	Disposals of tangible non-current assets	644,061	7,016,628	54,309	1,290,795	9,005,793
	Net reevaluation	428,742	(678,043)			(249,301)
IAS 16.73 (d)	Balance at 31 December 2024	23,088,673	57,806,285	586,820	3,080,295	84,562,073
	Depreciation and impairments					
IAS 16.73 (d)	Balance at 1 January 2024	4,173,736	43,119,223	477,868	-	47,770,827
IAS 16.73 (d)(vii)	Depreciation for the year	1,988,005	3,996,183	24,792	-	6,008,980
IAS 16.73 (d)(vi)	Reversal of impairment losses		(288,824)		-	(288,824)
IAS 16.73 (d)(ii)	Disposal of tangible non-current assets	-	5,097,032	54,309	-	5,151,341
	Discounts representing cancellation of depreciation due to revaluation	6,161,741	1,270,274	-	-	7,432,015
IAS 16.73 (d)	Balance at 31 December 2024	-	40,459,276	448,351	-	40,907,627
IAS 1.78 (a)	**Net book value**					
	Balance at 1 January 2024	**18,908,217**	**18,450,791**	**98,728**	**1,402,835**	**38,860,571**
	Balance at 31 December 2024	**23,088,673**	**17,347,009**	**138,469**	**3,080,295**	**43,654,446**

IAS 16 **15. Tangible Non-current Assets (continued)**

The land, as of December 31, 2024, has a book value of 625,753 lei (historical cost) and represents an area of 85,790 sqm located at the headquarters in Orşova.

During December 2024, the land with an area of 210 sqm from the patrimony of the Agigea Branch was sold (Decision of the administrators of 16.12.2024). We also specify that the Company has put up for sale by auction two plots of land owned in the Gratca area, of 937 sqm and 3,988 sqm respectively, according to the decision of the directors of 16.02.2017, which were duly restated as fixed assets held for sale (according to IFRS 5). We mention that the sale transaction was completed in 2021.
The company has finalized the cadastral situation for the entire area owned at the headquarters in Orșova.

Revaluation of tangible non-current assets

As of December 31, 2004, the value of property, plant and equipment is presented either at historical cost indexed in accordance with government decisions ("GD"), which have been applied up to that date, or at historical cost.
On December 31, 2005, the Company proceeded to revise the value of tangible fixed assets using the opinion of specialists employed by the Company. On December 31, 2006, the Company proceeded to revise the value of the buildings and special constructions by using the opinion of specialists, employed within the Company. As of December 31, 2007, the Company did not revise the value of the fixed assets at the headquarters in Orşova, but the Agigea Branch carried out a revaluation for the fixed assets in the Constructions and Maritime Vessels group, before the merger was completed, under the old name: Servicii Construcţii Maritime SA Agigea.

During the years 2007, 2008 and 2009, entries were recorded in the category of technological equipment and in the category of other fixed assets, which leads to a presentation, in the financial statements, of the fixed assets in these groups both at historical cost indexed in accordance with the government decisions ("GD"), which were applied, and at historical cost.

On December 31, 2009, the Company proceeded to the revaluation of tangible fixed assets of the nature of buildings and special constructions both at the main headquarters in Orsova and at the Agigea branch using the opinion of independent external appraisers. The method of reflecting the revaluation in the Company's accounting was to eliminate depreciation from the book value of assets. The revaluation surplus was credited to the revaluation reserve balance for those objectives whose fair value was greater than the net carrying amount, and for the other objectives for which the fair value was less than the net carrying amount, the decrease in the revaluation surplus previously existed, i.e. the allocation of operating expenses in the case of objectives for which a revaluation

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 16 **15. Tangible Non-current Assets (continued)**

reserve had not previously been recognised, or The recognized revaluation reserve was insufficient to cover the decrease.
As of December 31, 2010 and 2012, respectively, the Company did not proceed with the revaluation of the property, plant and equipment held**.**

At 31 December 2012, the company revalued buildings and means of naval transport, both at headquarters in the town of Orşova and Agigea branch using the opinion of an independent external value. The Company has used the net value model. The amount of the revaluation surplus was credited to revaluation reserves for those assets which fair value was higher than the net book value, and for the other assets which fair value has been lower than the book value a reduction of the existing revaluation surplus, was reflected affecting operating expenses for the purposes for which revaluation reserves were not previously recognized or the recognized revaluation reserve was insufficient to cover the decrease. For the fixed assets that are under conservation at Agigea branch, an impairment of 6,739 RON was recognized.

At 31 December 2013, the company proceeded to the revaluation of means of naval transport, both at headquarters in the town of Orșova and Agigea branch using the opinion of some independent external evaluators. The reflection method of the revaluation in the company's bookings was to eliminate the depreciation from the book value of assets. The amount of the revaluation surplus was credited to revaluation reserve balance for those targets whose fair value was higher than the net book value, and for the other purposes for which the fair value has been less than the book value a reduction of the existing revaluation surplus was reflected affecting operating expenses for the purposes for which revaluation reserves were not previously recognized or the recognized revaluation reserve was insufficient to cover the decrease.
For the fixed assets that are under conservation at Agigea branch, an impairment of 155,474 RON was recognized, at the end of 2013; at 31.12.2012 the impairment was 6,739 RON.

At 31 December 2014, the company proceeded to the revaluation of means of naval transport using the opinion of some independent external evaluators, applying the same rules and methods regarding the registration of the resulting differences.
For the fixed assets that are under conservation at Agigea branch, an impairment of 195,218 RON was recognized, at the end of 2014; at 31.12.2013 the impairment was 155,474 RON.

At 31 December 2015, the company proceeded to the revaluation of means of naval transport, both at headquarters in the town of Orșova and Agigea branch using the opinion of some independent external evaluators. The reflection method of the revaluation in the company's bookings was to eliminate the depreciation from the book value of assets.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 16 **15. Tangible Non-current Assets (continued)**

The amount of the revaluation surplus was credited to revaluation reserve balance for those targets whose fair value was higher than the net book value, and for the other purposes for which the fair value has been less than the book value a reduction of the existing revaluation surplus was reflected affecting operating expenses for the purposes for which revaluation reserves were not previously recognized or the recognized revaluation reserve was insufficient to cover the decrease.

For constructions and ships, an increase amounted at 2,181,569 RON was recorded. However analyzed individually, there are positions that present decreases, their total value is amounted at 3,591,056 RON, out of which 3,416,821 RON were incurred from revaluation surplus previously recorded for these items and 174,235 RON were supported on costs.
Please note that further information regarding the revaluation can be found in the Administrators' report prepared and presented separately in the general meeting of shareholders.

On December 31, 2016, the company proceeded to the revaluation of fixed assets amounted to the nature of shipping assets, using the same external independent evaluator's opinion and based on the same rules on recording differences in results. In the ordinary general meeting of shareholders, the results of this reassessment will be presented as visually distinct agenda. For fixed assets placed in conservation at Agigea branch was recognized an impairment at the end of the year 2016 total of 287,458.76 RON (to 31.12.2015 this impairment was of 252,756,17 RON).

On December 31, 2017, the company proceeded to the revaluation of fixed assets amounted to the nature of shipping assets, using the same external independent evaluator's opinion and based on the same rules on recording differences in results. In the ordinary general meeting of shareholders, the results of this reassessment will be presented as visually distinct agenda.
For fixed assets placed in conservation at Agigea branch was recognized an impairment at the end of the year 2017 total of 304,490.18 RON (to 31.12.2016 this impairment was of 287,458.76 RON).

On December 31, 2018, the company proceeded to re-evaluate the property, buildings and ships, both at the headquarters of Orşova and at Agigea branch using the opinion of independent external evaluators. The method of reflecting revaluation in the Company's accounts was that of eliminating depreciation from the carrying amount of assets.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 16 **15. Tangible Non-current Assets (continued)**

With the value of the revaluation surplus, the balance of revaluation reserves was credited for those items whose fair value was higher than net book value, and for the other objectives for which the fair value was less than the net book value reflected the decrease of the existing revaluation surplus and / or the impairment of operating expenses in the case of previously unrecognized revaluation reserves or recognized revaluation reserves was insufficient to cover the decrease. In both the construction group and the ship, by total group, there are increases, totaling 5,330,995 RON. However, individually analyzed were positions where there were decreases, their total value being 1,054,765 RON, out of which: 1,047,790 RON were borne from the revaluation surplus previously recorded in these positions and the amount of 6,975 was incurred on costs.

At December 31, 2019, the Company proceeded to reevaluation the tangible assets of the nature of the means of ship transport, using the opinion of the same independent external evaluator and based on the same rules regarding the recording of the resulting differences. In the ordinary general meeting of the shareholders, the results of this reassessment will be presented as a separate item on the agenda.

At December 31, 2020, the Company proceeded to reevaluation the tangible assets of the nature of the means of ship transport, using the opinion of the same independent external evaluator and based on the same rules regarding the recording of the resulting differences. At the ordinary general meeting of shareholders, the results of this revaluation will be presented as a separate item on the agenda.

At 31 December 2021, the Company proceeded to the revaluation of tangible assets such as buildings and means of shipping, both at the headquarters in Orsova and at the Agigea branch using the opinion of independent external evaluators. The method of reflecting the revaluation in the Company's accounting was that of removing the depreciation from the carrying amount of assets. The revaluation surplus was credited with the balance of revaluation reserves for those objectives whose fair value was greater than the net book value, and for other objectives in which the fair value was less than the net book value, the decrease in the existing revaluation surplus was reflected in the decrease in the previous revaluation surplus, respectively the allocation of operating expenses in the case of objectives for which a revaluation reserve had no previously been recognizes was insufficient to cover the decrease. In both the construction group and the ships group, there are increases in the total amount of 3,301,954 RON. However, analyzed individually, there were assets where there were decreases, their total value being 999,697 RON, all decreases being supported by the revaluation surplus previously recoded under these items.

On 31 December 2022, the Company proceeded to the revaluation of property, plant and equipment of the nature of the means of naval transport, using the opinion of the same independent external

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 16 **15. Tangible Non-current Assets (continued)**

valuer and based on the same rules on the registration of the resulting differences. For fixed assets located in conservation at the Agigea branch was recognized a total depreciation at the end of 2022 of 395,779.82 lei (as of 31.12.2021 this depreciation was of 435,721.16 lei).

On 31 December 2023, the Company proceeded to revalue tangible assets of the nature of means of shipping using the opinion of the same independent external valuer and relying on the same rules on recording the resulting differences. For fixed assets under conservation at the Agigea branch, a total depreciation of 419,372.21 lei was recognized at the end of 2023 (on 31.12.2022 this depreciation was 395,779.82 lei).

On December 31, 2024, the Company proceeded to the revaluation of tangible fixed assets of the nature of buildings and means of naval transport, both at the main headquarters in Orsova and at the Agigea branch using the opinion of independent external evaluators. The method of reflecting the revaluation in the Company's accounting was to eliminate depreciation from the book value of assets. The revaluation surplus was credited to the revaluation reserve balance for those objectives whose fair value was greater than the net carrying amount, and for the other objectives for which the fair value was less than the net carrying amount, the decrease in the revaluation surplus previously existed, i.e. the allocation of operating expenses in the case of objectives for which a revaluation reserve had not previously been recognised, or The recognized revaluation reserve was insufficient to cover the decrease. Both in the construction group and in ships, on the total group, there are increases, in a total amount of 7,1822,713 lei. However, analyzed individually, there were positions for which decreases were recorded, their total value being RON 326,827, all decreases being borne from the revaluation surplus previously recorded for these positions, except for one position (the amount of RON 7,624.61 affected costs).

In order to carry out these operations, the company turned to the specialized services of the evaluator DARIAN DRS S.A., headquarters in Timisoara.
Valuation techniques used by the evaluator for fixed assets under IFRS 13.91, were as follows:

• The cost approach for naval means of transport and for fixed assets in conservation
• The income approach for leased buildings (investment properties).

According to IFRS 13, valuation at fair value of buildings and means of naval shipping supposed taking into consideration the characteristics of the assets, which users of financial statements would consider in determining the price of the asset at the balance sheet date. Fair value determination was carried out by an independent external evaluator and shall be treated as level 2 under IFRS 13 for the data taken into account in determining the fair values as at 31 December 2023, the date of financial reporting. At the company level, there has not been any change of the level presented by IFRS 13 for the data taken into account in determining the fair values. Also, the maximum amount for assets valued at fair value does not differ from the current amount of use.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 16 **15. Tangible Non-current Assets (continued)**

Tangible non-current assets presented at fair value, compared with cost model according to IAS 16.77 (e)

- RON-

Name	Land	Plant	Equipment (Means of transport)
Fair value at 31.12.2024	625,753	22,462,920	4,485,439
Revaluation surplus	-	15,618,047	1,497,974
Net book value according to cost model	625,753	6,844,873	2,987,465

Impairment losses and subsequent reversals

On the occasion of the revaluation on December 31, 2024, the impairment test was also carried out for the fixed assets in conservation at the Agigea branch, and as a result of the processing of the respective data, a

depreciation, in balance, in the amount of RON 130,548.28, related to fixed assets other than buildings. In the previous year, the value of the impairments found was RON 419,372.21.

Pledged or mortgaged tangible assets

To guarantee the multi-option and multi-currency global limit, in value of 1,500,000 EUR , made available by BRD-GSG SA, the Company established the following

- First rank mortgage on the following properties: Repair hall, New Hall, Thermal power station, Compressors Station and PSI Shed, Operating Group, Cafeteria, Merged building, all together with the related land, buildings assessed in accordance with the Warranty Monitoring Report at 1,512,800 EUR market value, registered in the Land Registry under the following numbers 1133, 1146, 1121, 1145, 1134, 1135 and 1132;

- Security interest with dispossession on a deposit in value of 406,015 EUR.

- Warrant in form of Assignment of receivables in total value of 17,459,000 EUR, resulting from signed contracts concluded by the company with third parties, contracts not received on 31.12.2024.

Tangible assets in progress

As of 31.12.2024, the company had unfinished investment objectives in the total amount of RON 3,080,295, consisting mainly of modernization works of the launch track, respectively of some spaces at the Agigea subunit.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 16 **15. Tangible Non-current Assets (continued)**

Changes in Accounting Estimates

On the occasion of the revaluation carried out on 31 December 2018 and 31 December 2021, some of the fixed assets that were fully depreciated were assigned a new use value, which led to a reconsideration of the service life, durations that were used starting with 2019 to calculate accounting depreciation.

Changes in classification

In 2024, the Company proceeded to reclassify some assets.

According to IAS 40, in the financial year 2019, a building under the management of the Agigea branch (headquarters) was transferred from the category of fixed assets to the category of real estate investments, which was given for use, by lease, to third parties, this rental regime being maintained in the first part of 2024. At the end of the year, the company sold this building. In this regard, the presentations in Explanatory Note 19 Real Estate Investments will also be seen.

In December 2024, the company's Board of Directors decided to sell a company, and following this decision, the company reclassified this asset, in accordance with IFRS 5, as an asset held for sale.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 38 **16. Intangible Assets**

IFRS 3.61 IAS 38.118 (c), (e)		Goodwill	Patents and trademarks	Costuri dezvoltare	Other assets	Total
	Cost					
IFRS 3.B67 (d)(viii),IAS 38.118	Balance at January 1, 2024	-	-	-	1,120,152	1,120,152
IAS 38.118(e)	Acquisitions	-	-	-	-	-
	Disposal of intangible assets				6,894	6,894
IAS 38.118	Balance at December 31,2024	-	-	-	1,113,258	1,113,258
	Amortizare şi pierderi din depreciere					
IFRS 3.B67 (d)(i),IAS 38.118	Balance at January 1, 2024	-	-	-	1,038,988	1,038,988
IAS 38.118(e)(vi)	Amortization during the year	-	-	-	39,487	39,487
IAS 38.118(e)(iv)	Impaiments					
	Disposal of intangible assets				6,894	6,894
IFRS 3.B67 (d)(viii),IAS 38.118	Balance at December 31,2024	-	-	-	1,071,581	1,071,581
	Valori contabile					
IAS 38.118(c)	**Balance at January 1, 2024**	**-**	**-**	**-**	**81,164**	**81,164**
IAS 38.118(c)	**Balance at December 31, 2024**	**-**	**-**	**-**	**41,677**	**41,677**

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 39 **17. Right-of-use assets**

As of 2019, IFRS 16 Leasing Contracts became applicable. Given that the company has certain lease contracts, as a lessee, with a term of 12 months or less and low-value lease contracts, the exception for the recognition of short-term leases and low-value leases applies to these contracts.

We specify that the company, at the headquarters of the Agigea branch, holds the right to use the land that is owned by the National Company for the Administration of Maritime Ports Constanta.

The lease agreement concluded in this regard with CNAPMC (September 2019) is valid until 2038 but contains clauses regarding the renegotiation of the tariff every 5 years and an annual indexable rent value. The initial analysis of the clauses of this contract led the Company to apply the exception allowed by IFRS, namely to consider that the conditions for recognizing this contract as a new leasing contract are met on an annual basis. The reanalysis of the contract in 2021 determined the classification of the contract with CNAPMC under the IFRS 16 standard, so that the company recorded an asset related to the right of use and a corresponding leasing debt.

In September 2024, the tariff was renegotiated for a period of 5 years and the company consequently registered a new asset related to the right of use and a corresponding leasing debt.

The carrying amounts of the rights of use of the recognised asset and the movements of the period are shown below:

	Total land use rights	**Total rights to use of assets**
Cost		
At 1st january 2019	**0**	**0**
Entries	2,502,294	2,502,294
At 31 december 2019	**2,502,294**	**2,502,294**
Entries	398,207	398,207
At 31 december 2023	**2,900,501**	**2,900,501**
Entries	3,503,589	3,503,589
Outputs	2,900,501	2,900,501
At 31 december 2024	**3,503,589**	**3,503,589**
Amortization		
At 1 january 2019	**0**	**0**
Annual amortization	125,115	125,115
At 31 december 2019	**125,115**	**125,115**
Annual amortization	2,279,580	2,279,580
At 31 december 2023	**2,404,695**	**2,404,695**
Annual amortization	663,926	663,926
Outputs	2,900,501	2,900,501
At 31 december 2024	**168,120**	**168,120**
Net book value		
At 31 december 2019	**2,377,179**	**2,377,179**
At 31 december 2023	**495,806**	**495,806**
At 31 december 2024	**3,335,469**	**3,335,469**

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

17. Right-of-use assets (continued)

Following the application of IFRS 16, the following amounts have been recognized in the income statement:

	2024	2023	2022
Expenditure with related amortization Usage rights	663,926	658,463	567,259
Interest on lease debt	67,889	57,548	26,650
Totals	**731,815**	**716,011**	**593,909**

IAS 39 **18. Other investments, including derivatives**

Investment securities are recognized in the financial statements in accordance with IAS 27 (reviewed in 2010), IAS 36 (reviewed in 2009), IAS 39 (reviewed in 2009) and IFRS 7 (issued in 2008). With the stipulation from the 4 standards, the company adopted the following policy for the recognition and valuation of shares and securities:

- investments in subsidiaries, jointly controlled entities and associates are recognized at cost ;
- short-term investments held for sale, unlisted on the stock exchange market, are recorded at cost. For value depreciation, the company makes adjustments (the depreciation treatment for these securities is determined by IAS 39, paragraph 63);
- short-term investments held for sale listed, on the stock exchange market, are recorded at fair value (the value of trading on the last day of the year). In case of winnings or losses, they will be recognized in capital. If there are any objective evidence of impairment (as presented in paragraph 59 of IAS 39), as well as gains and losses from exchange rate differences, the loss of value is recognized in the period result.

		2024			2023	
Other investment	**Book value**	**Allowance for impairment**	**Net worth**	**Book value**	**Impairment adjustments**	**Net worth**
Long-term investment						
Shares held at Kritom	684,495	684,495	0	684,495	684,495	0
Other long-term securities	0	0	0	0	0	0
Total long-term investment	**684,495**	**684,495**	**0**	**684,495**	**684,495**	**0**

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 39 **18. Other investments, including derivatives (continued)**

In 1993, S.C. Servicii Construcţii Maritime S.A. ("SCM"), a company acquired by Şantierul Naval Orşova S.A. during the financial year ended 31 December 2008, made with the Anonymous Society "Domik Kritis", based in Crete, a joint venture named "Kritom Shipping Company", based in the city Iraclio, Crete. The share capital owned by SCM at Kritom Shipping Company was 49%:

- the total share capital of this company was 1,230,600 euro, consisting of a total number of 4,200 shares of 293 euro / share,
- SCM, at that time held 2,058 shares, respectively 602,994 euros (49%), and Domiki Kritis held 2,142 shares worth 627,606 euros (51%)

According to the latest information received from the Greek authorities, the Greek partner proceeded, without our consent, by virtue of the provisions of art.3.4 of the Convention establishing the company, to double the share capital of Kritom, reaching 2,461,200 euros (8,400 shares), from which:

- The joint-stock company "Domiki Kritis", which has since become Aristodimos E. Lidakis SA, holds 1,857,620 euros, the equivalent of 6,340 shares, representing 75.48%, and
- Santierul Naval Orsova holds 2,060 shares worth 603,580 euros, respectively 24.52% of the share capital.

The founding convention of the Kritom Shipping Company provides that the duration of the company is for the period 1993-2012. However, in 2012, the Greek shareholder, without consulting the Company, and using the dominant position in the General Meeting decided to extend the duration of the company by 25 years, until 2037.

At the moment, based on the information we have, the company is active but due to result of the pandemic and the lockdown situation in Greece , it does not generate revenue.

For more information about the current situation of Kritom and to clarify all aspects of administration, Șantierul Naval Orșova contacted a law firm that will represent us in court and support our interests as a shareholder.

In accordance with IFRS 13, fair value evaluation of short term investments assumes taking into consideration the characteristics that market participants would consider in determining the price of the asset at the measurement date. Fair value determination was made according to the available information on the interbank market and is assimilated to the first level required by IFRS 13 for data taken into account in determining the fair values at December 31, the reporting date.

As of December 31, 2024, the Company had made adjustments for the full impairment of these securities, i.e. at the level of RON 684,495, so that the net value as of December 31, 2024 was RON 0 (as of December 31, 2023, the same situation was recorded).

The factors that contributed to the creation of these depreciations are the mistrust and lack of transparency shown by the Greek partner, who manages the company, as we have shown.

This financial asset belongs to the category of financial assets measured at amortised cost in accordance with IFRS 7.8.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

IAS 40 **19. Investment property**

		2024	2023
		RON	**RON**
IAS 40.76(a)	Balance on January 1st	606,447	596,638
IAS 40.76(f)	Acquisitions	0	9,809
IAS 40.76(d)	Free transfer/depreciation, transfer to tangible assets	606,447	0
	Balance at December 31	**0**	**606,447**

Starting with September 2019, the Agigea branch proceeded to lease a building located in Constanta, called "Headquarters", to the companies City Protect and Protect Instal. The lease period, according to the contracts in force, ended on 31.12.2024, but the lease contracts were terminated in June 2024 and the building was sold in December 2024.
The Company measures real estate investments at fair value, with changes in fair value being recognised in the statement of profit or loss and other comprehensive income.

20. Inventories

		2024	2023
		RON	**RON**
IAS 1.78 (c),2.36(b)	Raw materials and consumables	13,616,430	7,170,949
IAS 1.78(c), 2.36(b)	Work in progress	23,702,871	22,522,876
	Write-downs	(839,664)	(725,939)
	Inventories at net value	**36,479,637**	**28,967,886**

IAS 1.104,2.36(e)(f) Inventories decreased by 25.93% compared to the previous year. The maintenance of inflationary trends in 2024 for raw materials and materials, the preponderant delivery in 2024 of raw materials and materials related to constructions to be completed in the following year, led to a higher level of inventories at the end of the year.

For sheet metal stocks older than 3 years and for other stocks older than 2 years, without movement, the Company proceeded to adjust the book value, constituting a total depreciation of RON 839,664.

Evolution of inventory write-downs

		2024	2023
		RON	**RON**
IAS 1.104,2.36(e,g)	Opening balance	(725,939)	(674,372)
IAS 1.104, 2.36(e,g)	Write-downs reversal	37,924	6,807
IAS 1.104, 2.36(e,g)	Write-downs	(151,649)	(58,374)
	Closing balance	**(839,664)**	**(725,939)**

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

21. Fixed assets held for sale

		2024	2023
		lei	**Lei**
IAS 1.104,2.36(e,g)	Balance at the beginning of the period	0	0
IAS 1.104, 2.36(e,g)	Transfer from property, plant and equipment	1.048.588	0
	Balance at the end of the period	**1.048.588**	**0**

At the end of 2024, the company, following the decision of the directors, transferred an asset from the category of tangible fixed assets to the category of fixed assets held for sale; It was measured at the reclassification date at the lesser of the net carrying amount and fair value minus costs arising from the sale.
In February 2025, this asset was sold.

22. Trade receivables and related, other receivables and accrued expenses

		2024	2023
		RON	**RON**
IAS 1.78 (b)	Trade receivables in relation to related parties	383,871	97,098
	Loans to directors	-	-
IAS 1.78 (b)	Trade receivables	1,305,057	11,497,720
	Impairment adjustments for trade receivables	(166,620)	(166,620)
IFRS 7.8(c)	**Loans and net receivables**	**1,522,308**	**11,428,198**
	Long term		
	Receivables – total	**1,754,518**	**815,693**
	Sundry debtors	254,803	408,936
	Suppliers – debtors	395,388	107,073
	VAT receivable and under settlement	480,505	84,179
	Allowances for other receivables	(253,803)	(408,160)
	Deferred expenses	179,842	153,995
	Other expenses	697,455	469,670
	Accrued expenses	328	0
	Total	**3,276,826**	**12,243,891**

Trade receivables, as of December 31, 2024, recorded a decrease compared to the corresponding period of 2023 (by 73.24%), the significant decrease being recorded in trade receivables. The company has uncollected current invoices in its balance as of December 31, but most of them have already been collected in the first days of 2025.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

22. Trade receivables and related, other receivables and accrued expenses (continued)

As of 31.12.2024, as in the previous year, there were uncollected commercial receivables (litigious customers) in the records of the Agigea Branch, older than 1 year, from previous years and for which adjustments were made for the impairment of receivables in the total amount of RON 166,620.
The receivables analysed in this note do not include receivables presented in the category of fixed assets.

Company's trade receivables are denominated in the following currencies:

	2024	2023
Currency	**RON**	**RON**
USD	-	-
EUR	293,651	9,899,418
RON	1,395,277	1,695,400

Movements of the Company’s receivables allowances are as follows:

	2024	2023
	RON	**RON**
On 1 January	166,620	166,620
Allowances reversed	-	-
Recognized allowances	-	-
Balance at end of period	**166,620**	**166,620**

In 2024, no impairments were established/resumed in connection with the Company's trade receivables.

23. Short term investments

	2024	2023
	RON	**RON**
Deposits in banks in RON	10,500,000	4,500,000
Deposits in banks in foreign currency	3,014,382	1,995,815
Total	**13,514,382**	**6,495,815**

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

23. Short term investments (continued)

Bank deposits in lei and bank deposits in foreign currency (euro), presented by the Company as other short-term investments as of December 31, 2024, refer to deposits with a maturity between 3 months and one year.

24. Cash and cash equivalents

	2024	**2023**
	RON	**RON**
Bank accounts in RON	3,823,448	4,721,820
Bank account in foreign currencies (euro)	7,125,266	7,209,205
Petty cash in RON	6,144	9,264
Petty cash in foreign currencies	-	-
Other values	351	3,414
Total	**10,955,209**	**11,943,703**

The amounts in cash and cash equivalents decreased compared to the previous period (by 8.28%), the main influencing factor being the distribution of dividends towards the end of 2024.
We specify that the Company has sufficient own financial resources that allow it to finance its current activity without resorting to loans.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

25. Capital and reserves

Share capital

IFRS 7.7 IAS 1.79(a)(i),(iii)

The share capital structure on December 31, 2024 is as follows:

	Number of shares	Amount (RON)	Percentage (%)
Longshield Investment Group S.A.	5,375,969	13,439,923	47,0630
Sea Container Services S.R.L	5,375,968	13,439,920	47,0630
Other corporate shareholders	107,729	269,323	0,9431
Other individual shareholders	563,253	1,408,132	4,9309
	11,422,919	**28,557,298**	**100**

The subscribed and paid-up share capital is RON 28,557,298, divided into a number of 11,422,919 registered and dematerialized shares, each worth RON 2.50.

Compared to the shareholding structure communicated by the Central Depository for the reference date 31.12.2023, there are changes in the significant shareholders. We mention that during 2024 this structure underwent changes as a result of the mandatory takeover bid carried out by the two significant shareholders, but also as a result of transactions between the two significant shareholders.

We specify that during June 2024 Societatea de Investitii Financiari Muntenia S.A. changed its name to Longshield Investment Group S.A.

Changes occurred at the level of other shareholders, natural and legal persons, in the sense that there was an increase in the holdings of legal persons to the detriment of natural persons.

Shareholders name	Percentage of ownership (%) 2024	2023
Longshield Investment Group S.A.	47,0630	41,1886
Sea Container Services S.R.L.	47,0630	49,9998
Other corporate shareholders	0,9431	1,7818
Other individual shareholders	4,9309	7,0299
Total	**100.00**	**100.00**

The company's shares are registered, dematerialized, ordinary and indivisible.

The identification data of each shareholder, the contribution of each one to the share capital, the number of shares owned and the shareholder's share in the total share capital are mentioned in the register of shareholders kept by the registry company (Bucharest Central Depository) contractually appointed for this purpose.

Reference ***NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS***

25. Capital and reserves (continued)

Each share subscribed and paid up by the shareholders according to the law, gives them the right to one vote in the General Meeting of Shareholders, the right to elect or be elected to the management bodies, the right to participate in the distribution of profit or any rights derived from the quality of shareholder.
The holding of the action implies the right of adhesion to the statute and to subsequent amendments.
During 2024, there were no changes in the share capital.

Reserves
The company distributed, until the end of 2020, 5% of the profit before tax to legal reserves, up to the limit of 20% of the share capital. These amounts were deducted from the tax base when calculating the corporate income tax. Legal reserves cannot be distributed to shareholders.
During 2024, the company did not constitute legal reserves because it reached the threshold of 20% of the share capital, according to art. 183 of the Companies Law no. 31/1990, republished, with subsequent amendments and completions.

Revaluation reserve	Total reserve	Reserves taxed	Untaxed reserves
Recorded before 2004	5,799,763	-	5,799,763
Recorded at 31.12.2006	1,473,911	1,002,952	470,959
Recorded at 31.12.2007	2,958,771	1,601,419	1,357,352
Recorded at 31.12.2009	1,015,329	631,453	383,876
Recorded at 31.12.2012	1,385,783	1,036,315	349,468
Recorded at 31.12.2013	147,622	113,176	34,446
Recorded at 31.12.2014	27,364	18,041	9,323
Recorded at 31.12.2015	4,462,307	2,191,009	2,271,298
Recorded at 31.12.2016	83,075	54,442	28,633
Recorded at 31.12.2017	102,030	60,967	41,063
Recorded at 31.12.2018	5,121,019	2,371,472	2,749,547
Recorded at 31.12.2019	127,351	66,329	61,022
Recorded at 31.12.2021	4,052,718	1,359,171	2,693,547
Recorded at 31.12.2023	38,638	17,030	21,608
Recorded at 31.12.2024	7,510,750	-	7,510,750
TOTAL	34,306,431	10,523,776	23,782,655

The revaluation reserves related to the revaluation made after January 1, 2004 will be taxed at the same time as the deduction of the tax depreciation when calculating the taxable profit, respectively at the time of the decrease from management of the fixed assets to which these reserves refer, according to the tax regulations.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

25. Capital and reserves (continued)

IAS 1.107 **Profit appropriation / Dividends declared and paid**

At the Ordinary General Meeting of Shareholders (OGMS) on 21.10.2024, the distribution of RON 6,054,147.07, respectively a gross dividend of RON 0.53/share, from the reconstituted profit by transferring the amount from the balance as of 12/31/2023 of the "Other reserves" account to the dividend account was approved, as a result of the reversal of the distribution of net profit approved by the OGMS in previous years.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

26. Earnings per share

The earnings per share are calculated by dividing the net income for the financial year by the weighted average number of ordinary shares outstanding at the end of the year. The diluted earnings per share are determined by adjusting the net profit attributable to the holders of ordinary shares and the weighted average of the number of shares outstanding, adjusted for the value of the treasury shares held, with the dilutive effects of all potential ordinary shares.

IAS 33.70(a) **Profit attributable to ordinary shares**

	2024	2023
Profit (loss) for the period	5,914,270	3,453,687
Dividends for unredeemed preference shares	-	-
Profit (loss) attributable to ordinary shares	**5,914,270**	**3,453,687**

IAS 33.70(b) **Weighted average number of ordinary shares**

	2024	2023
Ordinary shares issued on 1 January	11,422,919	11,422,919
Effect of own shares held	-	-
Effect of share options exercised	-	-
Weighted average number of ordinary shares at 31 December	11,422,919	11,422,919

IAS 33.70(a) **Profit attributable to ordinary shareholders (diluted)**

	2024	2023
Profit attributable to ordinary shareholders (basic)	5,914,270	3,453,687
Interest expense related to convertible bonds after tax		
Profit attributable to ordinary shareholders (diluted)	**5,914,270**	**3,453,687**

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

26. Earnings per share (continued)

IAS 33.70(b)

Weighted average number of ordinary shares (diluted)	**2024**	**2023**
Weighted average number of ordinary shares (basic)	11,422,919	11,422,919
Effect of conversion of convertible bonds	-	-
Effect of share options issued	-	-
Weighted average number of the ordinary shares (diluted) at 31 December	11,422,919	11,422,919
Earnings per share	**0.52**	**0.30**

27. Loans

IFRS 7.7,8 This note provides information on the contractual terms of the Company's interest-bearing loans, measured at amortized cost. For more information on the Company's exposure to interest rate risk, currency risk and liquidity risk, please see note 28 of this package of notes to the financial statements.

As of December 31, 2024, the Company had no outstanding bank loans, as it did not have on December 31, 2023.
The values of the guarantees granted by the Company for the multi-option and multi-currency global ceiling are presented below:

Explanations guarantees	**2024 RON**	**2023 RON**	
Land	612,312	612,373	BRD
Buildings	6,912,507	6,913,202	BRD
Receivables	86,842,812	51,153,812	BRD
Pledge (collateral deposit)	2,019,562	1,995,815	BRD

1. As of December 31, 2024, the company had approved – as shown – a single global cap at BRD guaranteed according to the following.

2. Buildings have been evaluated and taken as warranty at the following market value:

- 2013 - 1,733,000 EUR (* 4.4847 RON/EUR= 7,771,985 RON)
- 2014 - 1,733,000 EUR (* 4.4351 RON/EUR= 7,686,000 RON)
- 2014 - 640,204.14 EUR (* 4.4821 RON/EUR= 2,869,459 RON)

27. Loans (continued)

- 2015 - 1,615,300 EUR (* 4.5245 RON/EUR=7,308,424 RON)
- 2016 – 1,512,800 EUR (* 4.5411 RON/EUR=6,869,776 RON)
- 2017– 1,512,800 EUR (* 4.6597 RON/EUR=7,049,194 RON)
- 2018 - 1,512,800 EUR (* 4.6639 RON/EUR=7,055,548 RON)
- 2019 - 1,512,800 EUR (* 4,7793 RON/EUR = 7,230,125 RON)
- 2020 - 1,512,800 EUR (*4,8694 RON/EUR = 7,366,428 RON)
- 2021 – 1,512,800 EUR (*4.9481 RON/EUR = 7,485,486 RON)
- 2022 – 1,512,800 EUR (*4,9474 lei/EUR = 7,484,427 RON)
- 2023 - 1,512,800 EUR (*4,9746lei/EUR = 7,525,575 RON)
- 2024 - 1,512,800 EUR (*4,9741lei/EUR = 7,524,819 RON)

3. Receivables -value of letters of credit that will be charged by the concerned bank (BRD):

- 2013 - 3,566,760 EUR (* 4.4847 RON/EUR= 15,995,848 RON)
- 2014 - 2,213,440 EUR (* 4.4821 RON/EUR= 9,920,859 RON)
- 2015 - 4,472,000 EUR (* 4.5245 RON/EUR= 20,233,564 RON)
- 2016 - 2,480,000 EUR (* 4.5411 RON/EUR=11,261,928 RON)
- 2017- 0 EUR (* 4.6597 RON/EUR= 0 RON)
- 2018—1,745,000EUR (*4.6639 RON/EUR=8,138,506 RON) + assignment receivables 11,197,000EUR*4.6639=52,221,688 RON
- 2019 - 2,310,000 EUR (* 4,7793 RON/EUR = 11,040,183 RON) + assignment receivables 9,842,730 EUR * 4.7793 = 47,041,359 RON
- 2020 - 0 EUR
- 2021 – 0 EUR
- 2022 – 2,165,500 EUR (*4.9474 lei/EUR = 10.711.121 RON)
- 2023 – 0 EUR
- 2024 – 0 EUR

4. Pledge on a deposit in the amount of 401,201 EUR BRD, plus accrued interest of:

- 2013 - 589,000 EUR (* 4.4847 RON/EUR= 2,641,488 RON)
- 2014 - 589,000 EUR (* 4.4821 RON/EUR= 2,639,957 RON)
- 2015 - 642,714.64 EUR (* 4.5245 RON/EUR=2,907,962 RON)
- 2016 – 400,000 EUR (* 4.5411 RON/EUR=1,816,440 RON)
- 2017- 400,600 EUR (* 4.6597 RON/EUR=1,863,80 RON)
- 2018 - 401,000 EUR (* 4.6639 RON/EUR = 1,870,227 RON)
- 2019 - 401,201 EUR (* 4.7793 RON/EUR = 1,917,460 RON)
- 2020 - 401,201 EUR (* 4.8694 RON/EUR = 1,953,608 RON)
- 2021 – 401,201 EUR (* 4.9481 RON/EUR = 1.985.183 RON)
- 2022 – 401,201 EUR (* 4,9474 lei/EUR = 1.985.022 RON)
- 2023 – 401,201 EUR (*4,9746 lei/EUR = 1,995,815 RON)
- 2024 – 406,015 EUR (*4,9741 lei/EUR = 2,019,562 RON)

Through the loan agreement no. 70/31.07.2013 and addendum no. 13/26.06.2024, BRD-GSG Orsova granted the Company a credit facility in the form of an unconfirmed global cap, multi-options and multi-currencies, in the amount of EUR 1,500,000 (one million five hundred thousand), valid until 30.06.2025 and a ceiling for covering foreign exchange risk in the amount of USD 2,069,000.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

27. Loans (continued)

The unconfirmed global cap has several sub-limits, as set out below, provided that the maximum value of all sub-limits does not exceed the total value of the EUR 1,500,000 cap at any time:

- unconfirmed bi-currency credit line facility in the amount of maximum EUR 1,500,000, usable in RON and EUR;
- facility for issuing bank letters of guarantee ('SGB Facility') - in a maximum amount of EUR 1,500,000, usable in RON and EUR, with the validity of the issuance until 30.06.2025. The validity of the letters of guarantee issued is maximum 24 months from the date of issue;
- facility for opening letters of credit – in the amount of EUR 500,000 with a maturity of 24 months.

The credit facility is intended to finance the Borrower's current activity and/or to guarantee its obligations, and to carry out transactions with derivative financial instruments.

28. Leases' liabilities

Financial leases

As of December 31, 2024, the Company has no financial leasing contracts concluded.

Operating leases

The total commitments included in the leasing contract concluded with the National Company Constanta Maritime Ports Administration on December 31, 2024, recognized in accordance with IFRS 16, is RON 3,360,086. When updating the leasing payments at the end of 2024, as the company has no other loans contracted, it used the NBR's monetary policy interest rate of 6.50%.

The maturity of the leasing debts is as follows:

	2024
Year 1	588,236
Year 2	627,631
Year 3	669,664
Year 4	714,513
Year 5	762,365
Total	3,362,409
Debt balance 31 december	**3.360.086**
- Long term	*2,736,018*
- Short term	*624,068*

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

29. Employee benefits

a) The remuneration of directors and administrators

In order to carry out the management activity, the Company is obliged to pay the directors a fixed monthly remuneration, established by the articles of incorporation or the decision of the general meeting of shareholders, as the case may be, and a variable remuneration in relation to the manner in which the objectives and performance indicators are achieved, annexed to the management contract.
The fixed monthly remuneration of the directors for the period January 1 - December 31, 2024 was in the amount of RON 600,732 (RON 593,447 in 2023), in accordance with the provisions of the Articles of Association and the Company's remuneration policy.
In 2024, variable remuneration was not granted to the directors and the general manager.
The Company did not grant advances or loans to directors or administrators during the financial year ended December 31, 2024.

Wage expenses

	Financial year ended at 31 December 2024 RON	**Financial year ended at 31 December 2023 RON**
Administrators	600,732	593,447
Directors	1,436,459	1,279,500
	2,037,191	**1,872,947**

During 2024, there were changes in the composition of the Board of Directors following the election of the directors, through the cumulative voting method, held in April 2024.
The composition of the Board of Directors during the period 01.01-22-04.2024 was as follows:

Mr. Rosca Radu-Claudiu – President
Mr. Ion Dumitru - Vice-president
Mr. Fainarea Marius – Member
Mr. Zoescu Mihai – Member
Mr. Mihai Constantin-Marian – Member

The composition of the Board of Directors, as resulting from the expression of the shareholders' votes, starting with 23.04.2024, is as follows:

Mr. Ion Dumitru - President
Mr. Pripa Alexandru – Vice-president
Mr. Fainarea Marius - Member
Mr. Patrascu Nadina Elena – Member
Mr. Catalina Dumitrascu - Member

29. Employee benefits (continued)

The indemnities and other rights granted to the directors are provided for in Article 19 of the Articles of Association and in the management contracts, and were approved in the General Meeting of Shareholders
of 22.04.2024, and the salary and other rights due to the General Manager were established by the Board of Directors, within the limits provided for in art. 22 of the Articles of Association and, respectively, of the Mandate Agreement concluded between the Board of Directors and the General Manager. The mandate of the current Board of Directors ends on April 23, 2028 and that of the General Manager ends on 09.11.2026.

Salaries payable due at period end:

	31 December 2024 RON	**31 December 2023 RON**
Administrators	29,154	28,931
Directors	28,877	23,047
	58,031	**51,978**

b) Employees

The average number of employees during the year was as follows:

	Financial year ended at 31 December 2024	**Financial year ended at 31 December 2023**
Administrative staff	45	44
Direct productive staff	242	237
Indirect productive staff	57	56
	344	**337**

30. Provisions

		Warranty	Employee benefits	Litigations	Other Provisions	Total
IAS 37.84(a)	**Balance at January 1, 2024**	**-**	**60,425**	**0**	**594,773**	**655,198**
IAS 37.84(b)	Provisions recognized during the current period	-	402,353	157,952	652,995	1,213,300
IAS 37.84(c)	Reversal of provisions during the current period	-	-	-	-	-
IAS 37.84(d)	Complete reversal of provisions during the current period	-	60,425	-	594,773	655,198
IAS 37.84(a)	**Balance at December 31, 2024**	**-**	**402,353**	**157,952**	**652,995**	**1,213,300**

Provisions for employee benefits

As of December 31, 2024, the company had provisions for employee retirement benefits in the amount of RON 402,353 (RON 60,425 as of December 31, 2023).

IAS 1.125 **Litigation**

As of December 31, 2024, the Company has constituted a provision for litigation in the amount of RON 157,952, representing material and moral damages in the file in the file in the file 861/274/2022, established by the court of law (criminal decision no. 112/2024) regarding the work accident of the employee of the company Cainiceanu Ionel.

30. Provisions (continued)

Other provisions

As of December 31, 2024, the company had provisions for unused leave in the amount of RON 652,995 (2023: RON 594,773).

31. Trade payables and other liabilities

	2024 RON	2023 RON
Trade payables - short term	12,241,924	10,170,697
- Supplier debts	*1,167,261*	*1,479,712*
- Advances received from customers	*11,074,663*	*8,690,985*
Social security and other taxes	1,515,392	1,211,915
Suppliers - invoices to be received	305,530	810,355
Other creditors	1,730,867	1,691,827
Commercial debts – long term (leasing, guarantees)	3,055,129	60,040
Total	**18,848,842**	**13,944,834**

Short-term trade payables mainly refer to payment obligations to suppliers and advances received from customers. We see an overall increase compared to the previous year, by 35.17%, but significant increases are especially in the positions Advances received from customers and Long-term commercial debts, respectively the increase in leasing debt.

32. Financial instruments

General presentation

The Company is exposed to the following risks from financial instruments usage:

- Credit risk
- Currency exchange risk
- Liquidity risk
- Market risk

These notes disclose information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for risk assessment and management, and the procedures used to manage capital. Other quantitative information is also included in these separate financial statements.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

32. Financial instruments (continued)

The general risk management

The Board of Directors has overall responsibility for establishing and supervising the overall risk management framework at Company level.
The Company's risk management policies are defined so as to ensure the identification and analysis of risks faced by the Company, the establishment of appropriate limits and controls, and the monitoring of risks and compliance with established limits.

Risk management policies and systems are regularly reviewed to reflect changes in market conditions and in the Company's activities. The company, through its training and management standards and procedures, aims to develop an orderly and constructive control environment in which all employees understand their roles and obligations.
The Company's internal auditor performs standard and ad hoc review missions of controls and risk management procedures, the results of which are presented to the Board of Directors.

Credit risk

Credit risk is the risk that the Company incurs a financial loss as a result of the default of a client or counterparty to a financial instrument, and this risk results mainly from the Company's trade receivables and financial investments.

Credit risk arises when a counterparty's default could reduce cash flow inflows from trade receivables presented at the date of the financial statements. The company has a significant concentration of credit risk. The company applies specific policies to ensure that the sale of products and services is carried out in such a way that the trade credit granted is adequate and continuously monitors the age of receivables.

Credit risk exposure

IFRS. 7.36(a) The book value of financial assets represents the maximum exposure to credit risk.
The maximum exposure to credit risk at the reporting date was as follows:

	Note	**2024**	**2023**
		RON	**RON**
Trade receivables	22	1,688,928	11,594,818
Cash and cash equivalents	24	10,955,209	11,943,703

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

32. Financial instruments (continued)

IFRS. 7.34(a) The maximum exposure to credit risk on loans and receivables at the reporting date by geographic region was as follows:

	2024	2023
	RON	RON
Internal market	1,395,277	1,695,400
USD area	-	-
EUR area	293,651	9,899,419
Other regions	-	-
	1,688,928	**11,594,818**

IFRS. 7.34(a) The maximum exposure to credit risk on loans and receivables at the reporting date based on the type of counterparty was as follows:

	2024	2023
	RON	RON
Wholesalers	-	-
Retailers	-	-
Final consumers	-	-
Others	1,688,928	11,594,818
TOTAL	**1,688,928**	**11,594,818**

The company, by virtue of the nature of its activity, markets its products and services on the foreign market, particularly in the European Community. The products produced are of high value (sea and river vessels) with a long manufacturing cycle and address a relatively narrow market segment. That is why, when concluding commercial contracts, it is envisaged, as far as possible, to collect an advance when signing the contract, and in order to collect the difference, it is provided to guarantee the payment by an irrevocable letter of credit. The number of customers and the percentages held in the total deliveries for the last 2 years are as follows:

CLIENT / BENEFICIARY	YEAR 2024	YEAR 2023
Rensen Driessen Shipbuilding B.V. (NL)	81,71%	38,59%
Gebr De Jonge (NL)	18,29%	39,49%
GEFO GESELLSCHAFT FUR OEL TRANSPORT	-	12,82%
BLACK SEE (RO)	-	9,10%
TOTAL	**100%**	**100%**

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

32. Financial instruments (continued)

In the financial year 2024, deliveries of ships built in Orsova were concentrated at 2 customers (Rensen Driessen Shipbuilding B.V. and Gebr De Jonge), and as a share it can be seen that deliveries to Rensen Driessen Shipbuilding B.V. held the dominant position in total deliveries.
As for the ship repair activity, carried out mainly by the Agigea branch, its main customers were the companies ADM ROMANIA LOGISTICS, OCTOPOD-C OOD and NAVROM GALATI.

Receivables Allowances

IFRS 7.37(a) Aging of loans and trade receivables at the reporting date was as follows:

	Depreciation 2024	**Gross Value 2024**	**Depreciation 2023**	**Gross Value 2023**
	lei	**lei**	**lei**	**lei**
Before due	-	1,688,928	-	11,318,792
Overdue from 30 days -1 year	-	-	-	-
Overdue from more than one year or litigious	(166,620)	-	(166,620)	276,026
Total	**(166,620)**	**1,688,928**	**(166,620)**	**11,594,818**

Liquidity risk

Liquidity risk is the risk that the Company may encounter difficulties in fulfilling its contractual obligations associated with financial liabilities that are settled in cash.
The Company's approach regarding liquidity risk is to ensure, as far as possible, that it has at any moment sufficient liquidity to settle its liabilities when they fall due, both under normal conditions and under difficult conditions, without incurring material losses or jeopardizing the reputation of the Company.
In order to prevent certain situations that could make the company unable to meet its payment obligations in time, as the company has shown, it has one global ceiling contracted with BRD bank.

Variable rate loans	**2024**	**2023**
Up to 1 year	-	-
Between 1 and 5 years	-	-
Over 5 years	-	-

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

32. Financial instruments (continued)

The Company is exposed to foreign currency risk through sales, purchases and loans that are denominated in their currencies other than the functional currency of the Company, however the currency in which the most transactions are settled is RON.

IFRS 7.34 *Exposure to currency risk*

Company exposure to currency risk is presented below, based on national values:

	2024			2023		
	EUR	**USD**	**GBP**	**EUR**	**USD**	**GBP**
Trade receivables	1,522,308	-	-	11,428,198		-
Guaranteed bank loans	-	-	-	-	-	-
Unsecured bank loans	-	-	-	-	-	-
Trade payables	15,146,568	-	-	10,230,737	-	-

Also in 2024, amid the depreciation of the leu and the oscillating evolution of the leu/euro parity, the Company concluded new hedging transactions with derivatives to prevent exposure to currency risk.
The exchange rates of the national currency in relation to EUR, USD, calculated as an average of the rates recorded during the reporting year and the previous year, as well as the exchange rates communicated by the National Bank of Romania on the last day of the year, were:

Currency	**Average rate**		**Spot rate at the reporting date**	
RON	**2024**	**2023**	**2024**	**2023**
EUR	**4,9746**	**4,9465**	**4,9741**	**4,9746**
USD	**4,5984**	**4,5743**	**4,7768**	**4,4958**

a. Interest rate risk

Interest rate risk is the risk that the value of financial instruments fluctuates due to changes in the interest rate in the market. The Company's income and cash flow may be affected by the fluctuation of the market interest rate, but since the Company does not have, and has not had in recent years, contracted short and long-term loans (bearing interest rates that also have a variable component) this risk is very low for SNO.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

32. Financial instruments (continued)

b. Capital management

The Company's objectives in capital management are to ensure the protection and ability to reward its shareholders, to maintain an optimal capital structure in order to reduce capital costs.
In order to maintain or modify the capital structure, the Company may change the amount of dividends paid to shareholders, the return on shareholders' capital, issue new shares or sell assets to reduce debts.
The company monitors the volume of capital raised based on the degree of indebtedness. This ratio is calculated as the ratio of net debts to total capital. Net liabilities are calculated as total net cash liabilities. The total capital is calculated as equity to which net debts are added.

	2024	2023
	RON	RON
Total liabilities	24,893,312	18,376,919
Cash and cash equivalents	10,955,209	11,943,703
Total shareholders' equity	**112,635,715**	**99,806,115**

33. Contingent assets and contingent liabilities

a. Litigation and disputes

The company has registered a number of shares pending before the courts, resulting from the company's activity. The Company's management believes that these actions will not have a material adverse effect on the Company's economic results and financial position.

b. Taxation

The taxation system in Romania is in a phase of consolidation and harmonization with European legislation. However, there are still different interpretations of the tax legislation. In certain situations, the tax authorities may treat certain aspects differently by calculating additional taxes and fees and related late payment penalties (0.1% per day until 30 June 2010). As of July 1, 2010, the interest charged for each day of delay has been changed to 0.04% and the applicable penalty rates have been set at 5% for a number of days of delay between 30 and 60 and at 15% for delays of more than 60 days.
Starting with July 1, 2013, the interest charged for each day of delay was set at 0.04%, and the penalty rates applicable for each day of delay were changed to 0.02%. For the period after January 1, 2016, the interest charged for each day of delay was set at 0.02%, and the penalty rates applicable for each day of delay were changed to 0.01%. In Romania, the fiscal year remains open for tax

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

33. Contingent assets and contingent liabilities (continued)

verification for 5 years. The Company's management considers that the tax obligations included in these financial statements are adequate.

c. Restructuring

In 2024, the company did not make any staff layoffs. However, there is an increase in the average number of employees by 2.08%, compared to the previous year (2024: 344 employees, 2023: 337 employees). At the time of preparing the financial statements, the company does not have a staff restructuring plan.

d. Administrators remuneration

In order to carry out the management activity, the Company is obliged to pay the directors a fixed monthly remuneration, established by the articles of incorporation or the decision of the general meeting of shareholders, as the case may be.
The management contracts concluded with the new Board of Directors do not include clauses regarding the granting of variable remuneration.

e. Onerous contracts

A onerous contract is a contract in which the mandatory costs for the fulfilment of the contractual obligations exceed the economic benefits to be obtained as a result of it. These mandatory costs reflect at least the net cost of exiting the contract which represents the minimum between the cost of performing the contract and any compensation or penalties resulting from its non-performance. The company had no onerous contracts concluded as of December 31, 2024.

f. The contingent liabilities related to the environment

Environmental regulations are under development in Romania, and the Company has not registered any obligations as of December 31, 2024 for any anticipated costs, including legal and consultancy fees, site studies, design and implementation of remediation plans, regarding environmental elements.
The Company's management does not consider the expenses associated with possible environmental problems to be significant.

g. Insurances

At the end of 2024, the Company has concluded insurance policies for owned cars and mortgaged tangible assets. For 2024, the company has concluded group insurance for employees, partially for the administrators, and for the general manager.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

33. Contingent assets and contingent liabilities (continued)

h. Transfer price

The tax legislation in Romania contains rules on transfer pricing between affiliated persons since 2001. The current legislative framework defines the principle of "market value" for transactions between related persons, as well as the methods of setting transfer pricing. As a result, it is expected that the tax authorities will initiate thorough transfer pricing checks to ensure that the tax result and/or customs value of imported goods are not distorted by the effect of prices charged in relations with related persons.

i. Warranty letters

On 31.12.2024, one of the banks through which commercial operations are carried out, BRD, had issued two letters of guarantee for our company, namely:
• 224,567 lei in favor of the National Company Administration of Maritime Ports Constanta
• EUR 155,000 in favour of Black See.

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

34. Related parties

Starting with November 14, 2023, following the sale by Transilvania Investments Alliance S.A. of 49.9998% of the share capital of Șantierul Naval Orșova S.A., to See Container Services S.R.L., the latter becomes an affiliate of our company.

SEA CONTAINER SERVICES S.R.L. has its registered office in the municipality of Constanta, Port Premises, Lot B1, Production Hall-C1, Administrative Building-C2 and Concrete Platform-C3, Constanta county. Constanta, is registered with ORC Constanta under no. J13/1384/2000 and is identified by the unique registration code (CUI) 13233113, unique European identifier (EUID) ROONRC J13/1384/2000.

The share capital of SEA CONTAINER SERVICES S.R.L., in the amount of 1,120 lei, is divided into 112 shares of 10 lei each/share.

The investment portfolio of SEA CONTAINER SERVICES S.R.L. consists of the shares held in Șantierul Naval Orșova S.A. Also, SEA CONTAINER SERVICES S.R.L. holds a 50% stake in the profit and loss, as well as in the share capital of the company FERRY LOGISTIC SRL (VAT: 47933758), a company that together with its Georgian partner, E60 Shipping Line LLC operates the maritime line RO-RO Constanta (Romania) - Poti (Georgia).

Sea Container Services S.R.L. is a privately owned company founded in Constanta in 2000 based on the experience of the associates in the field of activities related to water transport, as well as port activities. Sea Container Services S.R.L. carries out loading/unloading activities for ships (NACE CODE 5224), cargo storage (NACE CODE 5210), freight forwarding (NACE CODE 5229) and weighing (NACE CODE 5229) and rental and subletting of its own or leased real estate – (NACE code 6820).

The storage services of the financial instruments held in the portfolio are provided by DEPOZITARUL CENTRAL S.A., and the annual financial statements of the company are audited by EGIDALCO S.R.L., headquartered in Constanța, str. Ștefan Octavian Iosif nr. 8, Room no. 2, county. Constanța, registered with the Trade Register with no. J13/2872/1995, CUI: 7891351, member of the Chamber of Financial Auditors of Romania (CAFR) with authorization number 1276/2015. The trading of financial instruments is carried out through the company
BT CAPITAL PARTNERS S.A.

Sea Container Services S.R.L. is a member of the Union of Freight Forwarding Companies in Romania (U.S.E.R.), a member of FIATA (International Federation of Freight Forwarders Associations), a member of the Employers' Organization CONSTANTA PORT BUSINESS ASSOCIATION and a member of the Constanta Chamber of Commerce and Industry.

In 2024, the volume of sales to See Container Services S.R.L. was 2,034,577 lei, including VAT (522,049 lei in 2023), and the purchases made from this company were 31,118 lei, including VAT (0 lei in 2023).

Reference **NOTES TO SEPARATE FINANCIAL STATEMENTS IN ACCORDANCE WITH IFRS**

34. Related parties (continued)

In accordance with IAS 24 "Disclosure of Related Parties", paragraphs 17–18, we specify that:

• outstanding balances of receivables and payables between related parties are related to commercial transactions that are carried out under terms and conditions similar to terms and conditions that would have been accepted by third parties and are not guaranteed;
• we cannot provide additional information on the guarantees given or received because it was not the case to set up;
• we did not make impairment adjustments for doubtful receivables related to outstanding balances and we did not incur expenses on bad or doubtful receivables owed by related parties because this was not the case.

35. Events after the balance sheet date

The energy crisis and the armed conflict taking place on the territory of Ukraine, the restrictions imposed at international level on the Russian Federation and Belarus, bring uncertainties in the economic and financial plan and implicitly determine the existence of a risk regarding the possibility of unpredictable developments regarding the level of the economic and financial indicators budgeted by the Company, respectively the reconsideration of the aspects that were the basis for estimating the inventory values for the Company's assets.
The individual financial statements were approved by the Board of Directors on March 12, 2025 and were signed by:

Administrator,	Prepared by,
Ec. Dumitru Ion	Ec. Marilena Vișescu