Transilvania Investments

Conference Call, FY 2025 Financial Results

April 2nd, 2026, 10:00 a.m.

Mihaela: Good morning! Welcome to the Transilvania Investments Alliance conference for the presentation of the financial results recorded in the year 2025, which have been published at the Bucharest Stock Exchange on March 26th, 2026. Today's presentation will be held by the Executive Board members, namely Marius Moldovan, Executive President, and Răzvan Raț, Executive Vice-President. The presentation material presented during the conference is also available on our website, www.transilvaniainvestments.ro, under *Investor relations/Presentations* section. After presenting the financial results, we will have a Q&A session. Please be informed that this conference will be recorded, with the audio recording to be posted on our company's website in the section Presentations for investors. Moreover, please note that the personal data you have provided upon registration to this conference will be processed pursuant to the company's policy in this respect, which is also available on our website. We only have a brief remark, namely that this presentation does not include any full or comprehensive financial or commercial analysis of Transilvania Investments, nor does it present its position or perspectives in a full or comprehensive way. It should not be deemed that it includes all the information required by a person interested in acquiring shares issued by Transilvania Investments for a full analysis of all issues covered by this presentation. We recommend for any person interested in acquisition to make any investment decision on the shares issued by Transilvania Investments or the companies in its portfolio to rely solely on the information from the official public reports of the company and of these related companies. The presentation may include forward-looking statements. However, such statements should not be deemed as warranties or forecasts of Transilvania Investments regarding the future expected results. The presentation is not intended as, nor should be deemed as a forecast of the company's future results. The company shall not be under any obligation to update any of the potential forward-looking statements. Having this said, I now hand over to Marius.

Marius Moldovan: Thank you, Mihaela! As you have already been accustomed to, today's presentation comprises of two chapters, namely the first part refers to indicators while the second one covers strategic objectives and, at the end, we are at your service to provide answers to any questions you might have.

The company indicators, namely the statement of financial position as at December 31st, 2025, are on the slide you see on the screen. They show a positive evolution as compared to 2024. Last year, 2025, has been a very good year for the company, as the figures also reveal. Financial assets measured at fair value through profit or loss amounted to RON 846 million, compared to RON 732 at the end of 2024. Financial assets measured at fair value through other comprehensive income amounted to RON 1.4 billion, compared to approximately RON 1 billion in 2024. Cash and cash equivalents also improved, the company having RON 72 million at the end of the year, compared to RON 18.5 million at the end of 2024.

Total assets amounted to RON 2.4 billion, compared to RON 1.9 billion in the reference year, 2024. Equity also had a positive dynamic, with total liabilities and equity amounting to RON 2.4 billion, compared to RON 1.9 billion.

On the next slide we have the statement of profit or loss. Dividend income amounts to RON 77.8 million, net gain on financial assets at fair value through profit or loss amounts to RON 142 million, compared to RON 4.2 million in 2024. Total net income amounts to RON 230.6 million, compared to RON 83 million. Below we have the structure of expenses. I'm going to stop at the profit before tax, amounting to RON 191.8 million, compared to RON 49.84 million in 2024. With respect to other comprehensive income in total, it amounts to RON 364 million, compared to RON 94.6 million in 2024, the total comprehensive income for the period amounting to RON 556 million, compared to RON 142.6 million.

On the next slide, you can find a visual representation of the cash flow: the sale of equity investments generated RON 238 million, maturity proceeds of government securities amounted to RON 168.9 million, dividends received amounted to RON 77.7 million. The purchase of equity investments amounted to RON 285 million, dividends paid RON 21.2 million and shares bought-back RON 87 million. There are the main categories as at December 31st, 2025, the account balance for cash and cash equivalent amounted to RON 72.3 million.

The financial auditor's opinion, namely Deloitte, is clean, without any reserves, which means that the financial statements present fairly, in all material respects, the financial position of the Company as at December 31st, 2025, and its financial performance and cash flows for the year ending on the same date, in accordance with IFRS and FSA Rule 39/2015.

In terms of the distribution of net profit, the proposal we are forwarding to the Ordinary General Meeting of Shareholders, scheduled to take place in April 29h, 2025, namely the first convening date. Our proposal includes dividends amounting to RON 32.26 million, namely a dividend of RON 0.0165/share, higher than the previous year's dividend of RON 0.015/share. The difference shall go to own financing sources, namely RON 159.86 million. The proposed dividend provides a 3.95% yield by reference to the average trading price of TRANSI shares on the stock market, namely a dividend payout ratio of approximately 17% of the net profit achieved in the financial year 2025.

The proposal for a buyback programme amounting RON 185 million shares, of which 155 million shares (RON 108.5 million) for share capital reduction. The buyback programme has 2 components, namely one component of stock option plan amounting to 30 million shares and a component of bought-back shares for cancellation amounting to 155 million shares.

Please note here that the remuneration policy stipulates that own share buyback is the main remuneration method, should the average trading discount of a TRANSI share be higher than the 40% threshold. It currently is higher than 40%, therefore we prioritize buying-back shares.

Share remuneration, on the next slide. For visual comparison, we have included the years 2020, 2021, 2022, 2023, 2024 and 2025. As you can notice, the dividends paid to shareholders are sustainable, lower than dividends cashed by the company.

Therefore, on a medium term, we can notice that the dividend policy is sustainable and shall not be done from the sale of assets, but from the operational profit, namely cashed dividends. The aggregate value of the amounts intended for the direct and indirect remuneration of shareholders, proposed by the Company, for the previous year, is approximately RON 140.76 million, representing approximately 73% of the net profit recorded in the financial year 2025.

For the Stock Option Plan, the company proposes the redemption of 10 million shares for the year 2025, and 20 million shares for the year 2026.

Regarding the performance indicators for 2025, by reference to the multiannual strategy 2024-2028, we had the following performance: an annual increase in the net asset value per share (NAVPS): target of 6%, executed 36.77%, therefore achieved at 613% and an annual reduction in the trading discount: target of 7%, executed 2.18% and achieved 31%.

In terms of the quantitative indicator of the Executive Board, according to the remuneration policy, namely on the achievement of the profit provided for by the annual Revenue and Expenditure Budget (REB), the profit made amounted to RON 192 million, compared to the estimated profit of RON 83.4 million, namely a fulfilment degree of 230.76%.

The aggregate result per quantitative objectives is fulfilled at a degree of 304%.

We will continue with the revenue and expenditure budget for 2025. Dividend income was achieved at 105.94%, compared to the estimated value, the bank interest or government securities interest income indicator was achieved at 260%, the indicator on net gain on the FVTPL portfolio measurement at fair value, including the trading activity, was achieved at 275%. Total expenses have been achieved at a degree of 85%, lower than the estimate. The profit before tax was achieved at 230%.

Moving on to the evolution of TRANSI shares, this topic will be covered by Răzvan. Răzvan, please!

Răzvan Raț: Good afternoon! Thank you, Marius! Throughout 2025, TRANSI shares had an upward evolution, being 39% higher than the reference year, namely the end of 2024. In terms of liquidity, in 2025, liquidity amounted to approximately 415,000 shares if DEAL transactions are not considered, compared to an average of 650 million in the previous year. The traded volume throughout the year, also considering DEAL transactions, was 868,000 shares and we noticed a volatile evolution throughout 2025, the average daily traded volume on the regular market being reduced in the first part of the year, with liquidity recovering lost ground starting with the second half of the year, starting from August. Please note that, as of March 2024, we also benefit from the services of an Issuer's Market Maker for purposes of improving share liquidity. We are focused on increasing market liquidity which is a helpful indicator to also reduce trading discount.

The analysis of trading discount for TRANSI shares in the last 12 months. We found significant improvement of the net asset value, which increased by 35%, from RON 0.8622/share in December 2024 up to RON 1.1642/share at the end of 2025, as well as a 39% increase in the market price, up to RON 0.522/share. Consequently, the trading discount was marginally reduced, from 56% to 55%. This is also due to the significant increase of the net asset value.

For instance, if the net asset value would have increased only by 20%, the discount would have been reduced by 12-13%.

The analysis of the trading discount as at December 31st. By reference to the net asset value, we notice a discount of 55%. By reference to Top 10 holdings in the portfolio, we are still left with a trading discount of 47% as compared to the market capitalization. Going into more depth, we notice that market capitalization does not even include the most liquid holdings in the portfolio. If we consider, for instance, on December 31st, 2025, the stakes held in Banca Transilvania, BRD, SNP, Evergent Investments, the government securities plus the cash in the accounts, namely the most liquid type of holdings, these would amount to RON 1.3 billion as compared to a market capitalization of RON 1 billion.

Regarding the portfolio evolution, in 2025, the total assets value increased by 26.52%, and the net asset value increased by 24.15%. In line with the strategy, we aim at reducing the number of companies in our portfolio. In 2025, we reduced the number of companies from 64 to 56 companies. We will continue reducing the number of companies, and we will focus on more liquid companies. We would like a more liquid portfolio. We also notice an evolution of cash. Compared to 2024, at the end of 2025 we had RON 72 million, approximately 3% cash in the account.

The portfolio structure by financial instruments and business sectors. We notice a specific focus of our portfolio on shares traded on a regulated market. Even though Transilvania Leasing și Credit IFN was delisted in 2025 and proceedings were initiated for delisting Turism Felix, which was completed in March 2026, the share of listed companies continues to be high, namely 82.02% of total portfolio. In terms of the portfolio structure by sectors, there are no major differences compared to the previous situations. We still have extensive exposure on the banking sectors, namely 37%, 21% on travel and leisure and almost 20% on financial services.

The portfolio structure by the size of stakes held at fair value in the share capital. There is still focus of the TIA portfolio fair value in companies where we are minority shareholders, the biggest share being in shares issued for trading on a regulated market and in companies where we hold the control package: 64% of the portfolio lies in companies where we hold under 10% and 33% in companies where we hold over 50%. We are significant shareholders in 10 companies, where we hold between 10% and 33%. We hold stakes between 33% and 50% in 8 companies and 20 companies where we hold over 50%, which comprise 33% of our portfolio.

Top 10 holdings. Banca Transilvania is the biggest holding in our portfolio, with 23.24%, followed by BRD, with 10.8%, the historical banking sector having the biggest share in our portfolio during the last years, and Evergent Investments, with 9.58%. We also have travel and other companies that cover 25.84%. Total assets amount to RON 2.43 billion.

Transilvania Investments

With respect to the financial instrument portfolio variation by financial instruments, it increased from 1.88 billion, at the end of December 2024, up to 2.53 billion, in December 2025. The share portfolio had the most important positive impact, with RON +614 million, RON +20 million for equity holdings, RON +10 million for fund units and RON +7.4 million for government securities.

Regarding the financial instrument portfolio variation by sectors, the main sectors with positive impact were Banks with RON +280 million, which is natural, being the biggest exposure in our portfolio, RON +163 million for financial services, RON +84 million for travel and leisure and + RON +74 million for energy, as well as RON +32 million for real estate. These were the most significant changes.

Financial investments made in 2025. The trading strategy aimed at obtaining profit by performing transactions on local capital market and adjusting the portfolio to increase the size of liquid assets. The investment activity was mainly focused on shares, with good liquidity and providing attractive dividends or with growth potential above market average. Therefore, in 2025, there have been share acquisitions from the sectors/subsectors represented in the portfolio, such as, the financial sector - Banca Transilvania, BRD, Evergent Investments, energy- with OMV Petrom, Premier Energy, travel and leisure with Turism Felix where shares were acquired under the public tender offer and, later on, through the squeeze out procedure, other sectors, consumer goods. There have been acquisitions of government securities amounting to RON 97 million, especially up to 1-year maturities, as well as with 2- and 3-year maturities. Moreover, for portfolio variation purposes, unlisted corporate bonds issued by PK Development Holding amounting to EUR 7.5 million were acquired. We also acquired own shares, in accordance with the buy-back programme approved by the General Meetings of Shareholders in 2024 and March 10th, 2025. In total, there have been investments amounting to RON 318 million and EUR 966,000.

Divestments in 2025. These operations were aimed at continuing to reduce the managed portfolio, to close certain prior speculative investments, as well as to sell listed holdings for liquidity purposes, which have allowed transactions to be performed also based on the market conditions. With respect to shares, shares amounting to RON 229 million were sold, RON 40 million government securities, totalling RON 271 million. Profit was partially marked in the case of issuers such as OMV Petrom, BRD- Groupe Société Générale, Banca Transilvania, Premier Energy and Digi. In the case of Romgaz, Purcari, Electrica, Fondul Proprietatea, Cris-Tim and Medlife, the profit was marked in full and the positions in the portfolio were closed.

In addition, at the end of the year, the bonds issued by PK Development Holding were repurchased by the issuer, and we collected the principal and the corresponding interest.

The net asset value evolution. Here you can see a history, starting from 2020 and up to date. Over the last 12 months, the net asset value recorded a significant increase of 35%. We can see a similar evolution between 2022 and 2023, all the other years having a linear evolution, specifically an increase. The net asset value increased from RON 1.83 billion to RON 2.27 billion, recording a 24% growth at the end of the year, on December 31st, 2025.

Marius will continue talking about strategic objectives.

Marius Moldovan: Thank you! Concerning the strategy, the 2024-2028 strategy pillars are described on the next slide, as well as the investment policy on a medium and long term.

The Fund pursues a targeted and balanced strategy which aims at restructuring the historical portfolio and improving the Fund's return profile under a balanced shareholder remuneration policy, as I previously pointed out, in line with the ESG-related policies and standards. The objectives are clearly stipulated, namely NAVPS increase and discount reduction. All these must be achieved by maintaining the medium risk profile of the Fund, as well as the status of investment entity as classified under IFRS.

The investment policy statement is described on the next slide. I am not going to read it.

Moving on to the strategic business lines, travel is, as I said, one of the important sectors that the Fund's companies or subsidiaries are operating in. Some of them are included in the exit strategy, as I am going to present on the next slide, and some of them are included in the core portfolio, namely Aro Palace and Turism Felix, companies which are undergoing extensive investment projects. In terms of real estate, the business is operated through various subsidiaries. Active trading has been positive last year and, with respect to the private equity strategy, we have identified a couple of very interesting investments, which we discussed about and Răzvan also mentioned, namely the PK Development bond issuance, which brought a very good return and were bought-back early by the issuer.

The exit strategy approved by the GMS of October 7th, 2025 is an integral part of the Fund's Strategy, focusing on several holdings that we are going to talk about on the next slide, historical holdings that have either exhausted their growth potential or do not generate a sufficient return in order to keep them in our portfolio. The companies included in the exit strategy are from the travel, construction and construction materials, industrial goods and services, products and services intended for consumption, banks, namely the leasing subsidiary, financial services, technology and the real estate sector. Here we have historical holdings held by the Fund, both over 50%, as well as under 50%. The strategy is currently being implemented, so I am not going to mention a lot with regards to its implementation. As soon as the exits are performed, they are going to be reported, as the case may be, or mentioned in the regular quarterly activity reports. Please note that there are several options here, namely we either attempt to directly sell stakes or have an indirect exit, where said companies are selling their assets, following the obtained amounts to be reimbursed to the shareholders and to the Fund.

Regarding other companies that we invest in or are included in the core portfolio, I already mentioned Aro Palace and Turism Felix which was delisted in March this year, as Răzvan mentioned. The strategy is aimed at company development, namely development by investing in the assets. The first investment is Internațional Hotel which is going to be included in the Accord Group based on an investment of approximately EUR 11 million.

Aro Palace is currently renovating Capitol Hotel which will become Mercure City Center, an investment project of approximately EUR 17 million which will be completed around the first part of 2027.

The investment plans approved in subsidiaries, for 2026, both for core and exit portfolio subsidiaries. Even though we are trying to sell some, we continue investments in order to generate value, both for us and for the future owners, in case the exit strategy be implemented. The main investments are listed here. In addition to Turism Felix and Aro Palace, which I already mentioned, Turism Lotus Felix, a 5-star hotel in Băile Felix, is undergoing an extensive modernization project, amounting approximately EUR 13.5 million. Other small-scale projects are developed in the case of Turism Covasna, Tușnad, Feper, Casa Albă-Independența S.A., Independența S.A. and Romradiatoare.

Moving on to the revenue and expenditure budget for 2026 proposed for approval at the OGMS of April 29th, the proposal is a profit of RON 90 million, higher than the estimated one for 2025, to be achieved by obtaining revenues of RON 137 million, which you see described below, by types of income, namely RON 65 million dividend income, RON 3.5 million income from bank interests or government securities and an estimated RON 68.5 million net gain on the portfolio measurement at fair value. This FVTPL amount includes the trading activity, RON 16.85 million for personnel expenses, RON 9.25 million stock option plan expenses, RON 5.6 million expenses for commissions and fees and RON 15.3 million other operating expenses.

We have reached the end of our presentation. If you have any questions for us, we are at your service.

Vlad Neacșu: Good afternoon!

Marius Moldovan: Good afternoon!

Vlad Neacșu: My name is Vlad Neacșu. I am also an investor in the Fund. First of all, congratulations for the outstanding performance you had last year. I have a couple of questions. First of all, related to the dividend policy. Is there a strategy in this respect or are the dividends distributed in an opportunistic way? I have to admit, I was expecting a larger amount to be distributed, I mean I was expecting a higher proposal from the Executive Board for last year's profit.

Marius Moldovan: Thank you for the question! We believe this to be a sustainable approach, but also a cautious one, meaning that, on the one hand, we have on-going investment projects, and on the other, the trading discount is still high, as we have tried to show in this presentation, both by considering the most liquid holdings and by considering the portfolio. An over 50% discount is still high, therefore our approach has been to prioritize buy-back programmes, which are important, approximately 8% of the share capital or of the number of shares falls under this buy-back programme for cancellation purposes. It is an extensive buy-back programme. The remuneration policy should consider both dividends and the buy-back programme.

Referring to last year, indeed, dividends may seem low, as dividend yield, but please note that the value of one share increased significantly, over 35%, while the amount of dividends increased by 10% compared to the dividends of last year. This would be my answer.

Vlad Neacșu: Thank you! If you allow me, I have a couple more questions. Regarding residual shares, those held by people at the beginning of the SIF, I mean the small ones, the residual ones, has anything happened in this respect? I heard about a bill in the Parliament, at some point, some none-sense, but could you please comment on this topic?

Marius Moldovan: There is no short-term plan for these shares, given that the legislative circumstances are a bit ambiguous, meaning that there was a change in regulations, but there are discussions about making a new change to this change. Some articles have been published already about this topic. Until the situation is clarified and we get traceability, some peace and quiet or an interval of predictability, as I call it, we wouldn't commit in any project or statement with respect to these residual holdings.

Vlad Neacșu: I understand. Can you make an estimate?

Marius Moldovan: With respect to what?

Vlad Neacșu: ... how much of the share capital this cover. If this information is public, of course.

Marius Moldovan: It's difficult to say, because we have dormant and quasi-active accounts here. We wouldn't dare to state a percentage...

Vlad Neacșu: I understand. OK. Thank you!

In the monthly report I saw there are dividends to be paid. I suppose these are the ones that have not been collected yet and they comprise this historical part, the shares that have been forgotten by their owners. Are you planning on cancelling them?

Marius Moldovan: We are not going to cancel them, as dividends, but they are going to move to the profit and loss account after 3 years.

Vlad Neacșu: Yes. So, you are going to do that.

Marius Moldovan: Yes, indeed. Depending on how they get to this period of 3 years and they are left uncollected or, better said, paid, we are going to cancel them and recycle them through the profit and loss account. So, they are also going to be redistributed to the shareholders.

Vlad Neacșu: Yes. I think it would be helpful for me to understand how many owners, how much of the share capital these owners... these dormant shares cover, because they do not collect the dividend. If you could separate them for every year, I could calculate how much of the share capital they cover. This is just an observation.

I have another question. In this monthly report, there is a difference between the total assets and the net assets and the main category or amount is deferred tax liabilities. Could you please explain what this means?

Marius Moldovan: Well, tax is not due in a specific amount, meaning it involves some revaluation of assets. It is a theoretical tax, if we would mark it. It is a deferred tax.

Vlad Neacșu: So, you basically do not pay it.

Marius Moldovan: We don't pay it.

Vlad Neacșu: So, the managed assets mean almost the active assets, not only net assets.

Marius Moldovan: Yes, it would be, if we marked it. If we marked those holdings...

Meaning if you would sell them...

Marius Moldovan: Precisely. If we would sell them.

Vlad Neacșu: For instance, Banca Transilvania.

Marius Moldovan: Yes, we would have to pay tax for that.

Vlad Neacșu: OK.

Marius Moldovan: So, it is a difference subject to reevaluate and we calculate a tax for this difference from revaluation, as if it were due, but it isn't. It is deferred. Also, if the market goes down, this item of tax liability will go down.

Vlad Neacșu: The item will go down, I understand.

Marius Moldovan: It goes down.

Vlad Neacșu: I have another question. I believe this renovation process of Aro Hotel is very important for society.

Marius Moldovan: Indeed.

Vlad Neacșu: If you could please say more about this, what return target you have, what IRR, what are the future plans, after it's going to be completed. The hotel market in Romania is much more active, hotels being sold or bought.

Marius Moldovan: A disclaimer here: Aro is also our subsidiary, since we hold over 85%, but it is also listed. These investment projects have been publicly presented when they were approved, by the GMS.

Vlad Neacșu: Yes.

Marius Moldovan: With this disclaimer and without trying to bring additional information from what has been communicated by Aro right now, I would answer as follows: the initial date for opening Capital/Mercure Hotel was at the end of 2026. The project has a slight delay, but I wouldn't say it is very significant. Secondly, this investment amounts to EUR 16.8 million, 70%-75% being financed by bank loan. The targeted IRR is over 15%. With respect to future plans on its operation or sale, which I understand is part of your question...

Vlad Neacșu: Yes.

Marius Moldovan: There is no decision in this respect but the IRR has been calculated considering the operation of that hotel by Aro, not as an exit.

Vlad Neacșu: OK.

And, with respect to the broader project, with Aro Palace...

Marius Moldovan: Hyatt.

Vlad Neacșu: Yes, Hyatt, the future Hyatt.

Marius Moldovan: The future Hyatt. The project is under soft development, meaning design, architecture, structural resistance study, various activities in this area, issuing permits and drafting technical designs. The initial budget released, which has not been revised, so the initial budget released to the market and shareholders amounts to EUR 35 million. This amount is subject to change, depending on these activities which are in progress.

Vlad Neacșu: And the IRR is similar to Capitol Hotel, I suppose, right?

Marius Moldovan: Yes, it is similar.

Vlad Neacșu: Thank you!

Marius Moldovan: OK. Thank you, as well!

Thank you! Are there any other questions?

Since there are no additional questions, thank you for being here, for the questions you raised and please join us on other regular meetings we might have. Have a great day!

Mihaela: Thank you for being here! Goodbye!

Răzvan Raț: Goodbye!

Vlad Neacșu: Goodbye! Have a great day!

Marius Moldovan: Goodbye!