

MANTAS PILIPONIS

2026-09-30 10:29:50 GMT+3

Paskirtis: Parašas

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2026-09-30 15:01:41 GMT+3

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UAB Modus Grupė

Consolidated Interim Management Report and
Condensed Consolidated Interim Financial Statements
For the 6 Months Period Ended 30 June 2026 (unaudited)

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Consolidated interim management report

General information about the Group:

Name	UAB Modus Grupė
Legal form	Limited liability company
Code	302719143
VAT payer's code	LT100007287918
Authorised capital	Authorised capital of EUR 22,939,783 is divided into 79,102,700 ordinary registered shares with the par value of EUR 0.29 each.
Shareholder (100%)	MG NL Holding B.V. (Company code 58978976, address: Fred. Roeskestraat 115, 1076 EE, Amsterdam, the Netherlands)
Registered address:	Ozo St. 10A, LT-08200 Vilnius
Telephone	+370 5 235 6080
E-mail	info@modus.group
Website	www.modus.group
Date and place of registration	30 January 2012, Vilnius branch of the State Enterprise Centre of Registers
Register where the data about the Company is filed and stored	Register of Legal Entities
Type of main activities	Consulting management activities

I. **Objective overview of the position, activity and development of the group of companies, characterisation of the main types of risks and uncertainties faced by the Company**

Priority activity areas of the group of companies

Group of companies (the Group) comprises the Company and its 7 subsidiaries (as of 31 December 2025: 7), 42 secondary subsidiaries (as of 31 December 2025: 44), and 2 associated companies (as of 31 December 2025: 1). The main activities of the Group include trade in cars and motorcycles (managing a network of dealerships for 12 brands, including Porsche, Cupra, MG, Xpeng, Bentley and etc.), mobility services (CityBee, MyBee) and investment fund management (Envolve Capital). The main Group markets include Lithuania, Latvia, and Estonia.

100% of UAB Modus Grupė shares are owned by MG NL Holding B.V., a company incorporated and operating in the Netherlands.

Due to the internal structural changes implemented within the Group, the financial results of the companies operating in the renewable energy business, as well as of the companies (not) directly controlled by MG NL holding B.V., are not consolidated at the level of UAB Modus Grupė as of January 2020 and are not reflected in the annual management report and financial statements.

In the first half of 2026, EBITDA of the Group amounted to EUR 13 733 thousand (in the first half of 2025: EUR 10 737 thousand) and has increased by 27.9%.

Main risks of the Group

The Group is (can be) exposed to several significant risks, including (1) the possibility of the introduction of new taxes and legislation, (2) a general downturn in economic conditions in the country, which may affect purchasing power, and volatile interest rates. These factors may adversely affect the demand for and pricing of the Company's products. (3) The EU's implementation of stricter sustainability regulations, such as the EU Green Deal, Taxonomy, and CSRD, alongside evolving demands and expectations from customers and investors for the gradual elimination of fossil fuels, create potential business risks, but, at the same time, provide business opportunities. In addition, (4) the lack of skilled personnel poses additional risks. The Company also must address risks related to (5) fraud, (6) debtor management, (7) disruptions in the automotive market and their impact on vehicle prices, decisions by automotive manufacturers to increase prices, (8) competition, (9) operating costs, and (10) external factors such as pandemics, wars, and other unforeseen events.

Uncertainties facing the Group

The automotive industry has faced various challenges over the last years, including the COVID-19 pandemic and the restrictions imposed as a result, the semiconductor crisis which has led to disruptions in the supply of new cars worldwide. The war in Ukraine has led to soaring energy prices. Despite these challenges, demand for cars and alternative mobility services continued to grow steadily.

Most significant events

Note 1 in these condensed consolidated financial statements contains the most important information regarding the acquisition and sale of subsidiaries.

II. Analysis of the financial and non-financial operating results of the Group; information on environmental and personnel issues

During the first half of 2026, consolidated sales revenue amounted to EUR 235 325 thousand and was lower by 1.1% than during the same period of 2025 (in the first half of 2025: EUR 237 989 thousand). During the first half of 2026, the cost of sales amounted to EUR 211 261 thousand (in the first half of 2025: EUR 217 615 thousand), and gross profit amounted to EUR 24 064 thousand (in the first half of 2025: EUR 20 374 thousand).

Consolidated profit before taxation amounted to EUR 3 030 thousand in the first half of 2026 and was significantly higher than in the previous reporting period, when the Group recorded a loss before tax of EUR 128 thousand. There was also an increase in consolidated net profit: in the first half of 2026 – EUR 1 350 thousand, in the first half of 2025 – EUR 686 thousand.

The Group's consolidated assets amounted to EUR 362 687 thousand as of 30 June 2026 (31 December 2025 – EUR 352 237 thousand).

Ratios characterising the Group's activities

Ratio	1st half of 2026	1st half of 2025
Gross profitability = gross profit/sales	10.23%	8.56%
Profitability of earnings before tax (EBT) = EBT/sales	1.29%	-0.05%
Debt ratio = liabilities/total assets	0.49	0.47
Asset turnover = sales/total assets	1.30	1.35
General liquidity ratio = current assets/current liabilities*	2.07	1.73

**For the purpose of calculating the group's general liquidity ratio, current asset position includes vehicles asset class of mobility business companies, which is recorded in non-current assets, because, by the nature of the group's business, it is the group's liquid asset, which can be quickly converted to cash.*

Employees

In the first half of 2026, the average number of employees in the Group was 762 (in the first half of 2025 – 681 employees).

Information on the Head of the Company

Other managing positions held by the Director of UAB Modus Grupė Erika Huhtala:

Person	Legal form	Name	Code	Address	Position
Erika Huhtala	UAB	Parkdema	304559196	Vilnius, Jogailos st. 4	Board member
Erika Huhtala	UAB	Unimodus	307024131	Vilnius, Ozo st. 10A	Board member
Erika Huhtala	UAB	Modus Mobility	302784358	Vilnius, Žalgirio st. 112-1	Board member
Erika Huhtala	UAB	LM Auto	302784123	Vilnius, Konstitucijos ave, 21B	Board member
Erika Huhtala	B.V.	Green Genius International	36406945	Fred. Roeskestraat 115, 1076 EE, Amsterdam	Supervisory Board member
Erika Huhtala	S. A.	City Parking Group	871629396	86-300 Grudziądz, ulica Budowlanych nr. 3, Poland	Supervisory Board member

Board members of UAB Modus Grupė:

Person	Legal form	Name	Position
Ainė Martinkėnaitė-Martyniuk	UAB	Modus Grupė	Chairwoman of the Board and Board member
Erika Huhtala	UAB	Modus Grupė	Board member
Oleg Martyniuk	UAB	Modus Grupė	Board member
Inga Čiagienė	UAB	Modus Grupė	Board member

Other managing positions held by the Board Members of UAB Modus Grupė (excluding Erika Huhtala – provided in the table above):

Person	Legal form	Name	Code	Address	Position
Ainė Martinkėnaitė-Martyniuk	UAB	Modus Grupė	302719143	Vilnius, Ozo St. 10A	Director for Business Development
Ainė Martinkėnaitė-Martyniuk	UAB	Unimodus	307024131	Vilnius, Ozo St. 10A	Board member
Ainė Martinkėnaitė-Martyniuk	UAB	Modus Mobility	302784358	Vilnius, Žalgirio st. 112-1	Director and Board member
Ainė Martinkėnaitė-Martyniuk	AB	Green Genius Baltic	307038444	Vilniaus m. sav. Vilnius, Ozo st. 10A	Power of procuration
Ainė Martinkėnaitė-Martyniuk	B.V.	Green Genius International	36406945	Fred. Roeskestraat 115, 1076 EE, Amsterdam	Chairwoman of the Supervisory Board
Ainė Martinkėnaitė-Martyniuk	B.V.	MG NL holding	58978976	Fred. Roeskestraat 115, 1076 EE, Amsterdam, the Netherlands	Board member
Ainė Martinkėnaitė-Martyniuk	UAB	Valunta	302854778	Vilniaus m. sav. Vilniaus m. Žalgirio st. 112-1	Director
Ainė Martinkėnaitė-Martyniuk	UAB	MyBee Fleet	302791089	Vilniaus m. sav. Vilniaus m. Žalgirio st. 112-1	Director
Oleg Martyniuk	UAB	Inter Krasta Luxury	305663917	Vilnius, Žalgirio st. 112-1	Director

Oleg Martyniuk	UAB	Inter Krasta	302693905	Vilnius, Žalgirio st. 112-1, LT-09300	Director
Oleg Martyniuk	UAB	Inter Krasta Services	306368485	Vilnius, Ozo st. 10A-10, LT-08200	Director
Oleg Martyniuk	UAB	LM Auto	302784123	Vilnius, Konstitucijos pr. 21B, LT-08105	Board member
Oleg Martyniuk	UAB	Modus Mobility	302784358	Vilnius, Žalgirio st. 112-1, LT-09300	Board member
Oleg Martyniuk	UAB	Parkdema	304559196	Vilnius, Jogailos st. 4, LT-01116	Board member
Oleg Martyniuk	UAB	Viteksa	302651710	Vilnius, Ozo st. 10A-10, LT-08200	Director
Oleg Martyniuk	UAB	Tekupa	302842676	Vilnius, Ozo st. 10A-10, LT-08200	Director; Shareholder
Oleg Martyniuk	UAB	Statybiniai projektai	303090397	Vilnius, A. Kojelavičiaus st. 3, LT-11100	Director; Shareholder
Oleg Martyniuk	UAB	Luxury Automotive Services 1	305703735	Vilnius, Ozo st. 10A-10, LT-08200	Director
Oleg Martyniuk	UAB	Luxury Automotive Services 2	305704431	Vilnius, Ozo st. 10A-10, LT-08200	Director
Oleg Martyniuk	UAB	Envolve Capital	302790959	Vilnius, Žalgirio st. 112-1, LT-09300	Board member; Chairman of the Board

Members of the Supervisory Council of UAB Modus Grupė:

Person	Legal form	Name	Position
Kęstutis Bagdonavičius	UAB	Modus Grupė	Chairman and independent member
Kęstutis Martinkėnas	UAB	Modus Grupė	Member
Jolanta Martinkėnienė	UAB	Modus Grupė	Member
Saulius Umbrasas	UAB	Modus Grupė	Independent member

Other managing positions held by the members of the Supervisory Council of UAB Modus Grupė:

Person	Legal form	Name	Code	Address	Position
Kęstutis Martinkėnas	UAB	Modus Grupė	302719143	Vilniaus m. sav. Vilnius, Ozo st. 10A	Director for Strategic Planning
Kęstutis Martinkėnas	UAB	Viteksa	302651710	Vilniaus m. sav. Vilnius, Ozo st. 10A	Shareholder
Jolanta Martinkėnienė	UAB	Modus Grupė	302719143	Vilniaus m. sav. Vilnius, Ozo st. 10A	Design Advisor
Saulius Umbrasas	Inc	Asset Medical	92-3012535	5965 Village Way, E105-300, San Diego, CA 92130, USA	Director; Director on the Board

Saulius Umbrasas	Inc.	a.Lot Parking Solutions, Inc (Delaware Corporation)	81-3795886	5965 Village Way, Ste E105-300, San Diego, CA 92130, USA	Board member
Saulius Umbrasas	UAB	Astrolight	305341880	Savanorių pr. 235, LT-02300, Vilnius	Board member
Kęstutis Bagdonavičius	AG	Commerzbank Aktiengesellschaft Vilniaus atstovybė	307039592	Jasinskio st. 14B-102, Vilnius	Director
Kęstutis Bagdonavičius	UAB	"AHK Service" / Deutsch-Baltische Handelskammer (AHK) Vokietijos ir Baltijos šalių prekybos rūmai (AHK)	300119018	Vilniaus st. 28-201, LT- 01402 Vilnius	Board member/President

The main workplace is highlighted.

Sustainability management

Environmental, social and governance (ESG) are strategic directions of the Group, the application of which is important across all business activities, not limited to compliance with local legal acts and the findings of regular internal inspections.

Group companies operate in several areas directly related to sustainability: the development of renewable energy and the circular economy, and the promotion of the sharing economy. The Group seeks to contribute to a secure and energy-independent Europe and to the creation of clean and sustainable cities by developing renewable energy solutions (solar, wind and other renewable energy) and by changing people's attitude towards ownership, giving priority to the principles of the sharing economy (CityBee).

By involving stakeholders, the Group has carried out double materiality assessments for its different business segments, in which it identified the main environmental and social impacts of each business, as well as the risks and opportunities for the business. These topics are detailed by disclosing information on their management and specific indicators in the consolidated annual report (Business Overview) of MG NL Holding B.V.

The Group assesses its carbon footprint in each business by applying the Greenhouse Gas Protocol methodology, seeking to determine not only the direct environmental impact of its activities, but also the impact arising in the value chain of its activities (Scope 1, Scope 2 and partially Scope 3).

Also, being a member of the Global Compact, the Group reports annually on its ESG achievements in the annual consolidated report of MG NL Holding B.V. The report applies the methodology of the European Sustainability Reporting Standards (ESRS), which allows sustainability management and progress to be monitored consistently across all Group companies.

The ESG Department reports to the Board of UAB Modus Grupė and oversees the implementation of this sustainability area at the MG NL Holding B.V. level.

Occupational safety and health

The Group aims to provide a comfortable and safe working environment for its employees, comply with occupational safety and health requirements, aims to ensure proper prevention of accidents at work and occupational diseases as well as control occupational health and safety. Employees can have regular health examinations, and Group companies provide regular safety and health training to ensure safety of employees. In addition, all employees have access to a Group-wide online learning management system. The Group companies avoided accidents during the reporting period.

Anti-corruption

The Group adheres to strict standards of transparency and regulatory compliance that are in line with international and regional norms. The Group has implemented a Money Laundering Policy, and before making investment decisions, Group companies carry out corruption risk assessments, taking into account such factors as the level of remuneration, the level of bribery and compliance with legal tax obligations.

Particular attention is paid to the prevention of bribery of foreign officials when entering into international business transactions. The Group undertakes to carry out its activities in compliance with international anti-corruption principles. Group employees are periodically trained to identify and avoid situations that could give rise to conflicts of interest or encourage unlawful conduct in an international environment.

The Group has implemented a Whistleblower Protection Policy, on the basis of which employees are given the opportunity to report actual breaches of legal acts and internal policies, including the code of ethics, to their manager or to the email address created for this purpose, trustline@modus.group, or anonymously on the company's website (<https://www.modus.group/whistleblower-protection>), without fear of adverse consequences. The Group also provides the opportunity to obtain the necessary information related to the resolution of the breach. The Group undertakes to protect the employee's anonymity and otherwise ensure the security of the person and the information, as well as to take measures to ensure that persons who have reported breaches of any of the internal policies are protected from any adverse consequences. The Group ensures full confidentiality and protection of the person's identity.

III. Information on significant events after the end of the financial year

After the end of the reporting period and up until the date of these interim financial statements, there were no subsequent events that would impact these interim financial statements or require additional disclosure.

IV. Operating plans and forecasts of the Group of companies' activities

In recent years, the Group has consistently increased investments in the renewal and expansion of the vehicle fleet of the mobility businesses. The Group plans to continue to focus its investments in these areas, reflecting the long-term strategic priorities of the Group. In addition, the Group will continue to operate in the automotive and real estate sectors consistently.

V. Information about the research and development activity of the Group of companies

In order to obtain significant and reliable data, the Group develops various projects and carries out market research on a regular basis. Annual budget for market research is not predetermined because the Group adjusts its activities to specific project requirements and other business needs.

VI. The number and nominal value of the shares of the parent company controlled by the company itself, its subsidiaries, or other persons authorised but acting on their own behalf

The Company has no own shares.

VII. Information on the objectives of the financial risk management, its policy for hedging major types of foretasted transactions for which hedge accounting is used, and the Group of companies employs financial instruments and when it is important for the valuation of the Group of companies' assets, equity, liabilities, income and costs

Fluctuations in energy, labour and other variable costs may affect the Company's financial results.

Although the Group does not currently use financial instruments to hedge against interest rate risk, the situation is carefully analysed in order to determine whether it is necessary to use additional interest rate risk management measures. In order to reduce the risk, the Group continuously reviews the prices of its services and applies price indexation strategies in response to market fluctuations due to rising interest rates. These measures help to ensure the Group's financial stability and resilience to potential risks.

Erika Huhtala
Director
UAB Modus Grupė

Vilnius, the Republic of Lithuania
30 September 2026

Condensed consolidated statement of financial position

ASSETS	Notes	As at 30 June 2026	As at 31 December 2025
Long-term assets			
Property, plant and equipment	4	107 019	100 322
Investment property	4	9 688	9 711
Goodwill	5	27	27
Intangible assets	5	4 497	4 728
Loans granted and term deposits	6	500	-
Other investments	9	155 146	154 271
Trade and other receivables	7	241	241
Long-term prepayments		75	75
Deferred tax assets		225	76
Total long-term assets		277 418	269 451
Short-term assets			
Loans granted and term deposits	6	170	2 008
Inventories	8	38 165	53 416
Trade and other receivables	7	21 338	13 239
Prepayments, deferred costs and accrued income	10	18 076	6 943
Prepaid income tax		-	22
Assets held for sale		123	97
Cash and cash equivalents		7 397	7 061
Total short-term assets		85 269	82 786
TOTAL ASSETS		362 687	352 237

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Condensed consolidated statement of financial position (cont'd)

EQUITY AND LIABILITIES	Notes	As at 30 June 2026	As at 31 December 2025
Authorised capital	11	22 940	22 940
Share premium	11	7 879	7 879
Legal reserve	11	2 294	2 294
Revaluation reserve	11	743	754
Currency exchange translation reserve		155	223
Equity investments fair value reserve	9	(1 869)	-
Retained earnings (losses)		154 223	153 098
Equity attributable to shareholders of the parent company		186 365	187 188
Non-controlling interests		86	150
Total equity		186 451	187 338
Long-term liabilities			
Long-term bank loans and lease liabilities	12	78 810	60 267
Other long-term financial debts	13	13 798	14 108
Deferred tax liabilities		1 303	119
Long-term prepayments received	14	399	266
Employee benefits		84	84
Grants and subsidies		469	576
Trade, other payables and non-current liabilities	16	-	3
Provisions		112	102
Total long-term liabilities		94 975	75 525
Short-term liabilities			
Short-term bank loans and lease liabilities	12	27 459	39 576
Other short-term financial debts	13	3 846	4 238
Corporate income tax liabilities		630	1 167
Prepayments received, accrued liabilities and deferred income	14	28 369	22 523
Liabilities related to employment relations	15	4 484	4 546
Trade, other payables and current liabilities	16	16 470	17 323
Liabilities related to assets held for sale		3	1
Total short-term liabilities		81 261	89 374
Total liabilities		176 236	164 899
TOTAL EQUITY AND LIABILITIES		362 687	352 237

The accompanying explanatory notes are an integral part of these condensed consolidated interim financial statements.

The condensed consolidated interim financial statements were prepared and signed on 30 September 2026:

Erika Huhtala
Director

Mantas Piliponis
Group Senior Finance Controller

Condensed consolidated statement of profit or loss and other comprehensive income

	Notes	1 January 2026 – 30 June 2026	1 January 2025 – 30 June 2025 (restated)
Revenue	17	235 325	237 989
Cost of sales	18	(211 261)	(217 615)
Gross profit		24 064	20 374
Other activity income		571	369
Other activity expenses		(256)	(99)
Selling expenses	19	(9 677)	(8 370)
Administrative expenses	20	(8 329)	(8 242)
Impairment loss on trade receivables and contract assets		(59)	12
Operating profit (loss)		6 314	4 044
Finance income	21	564	1 520
Finance costs	21	(3 797)	(5 690)
Finance activity result		(3 233)	(4 170)
Share of profit of associated or jointly controlled entities	9	(51)	(2)
Profit (loss) before tax		3 030	(128)
Corporate income tax	22	(921)	(722)
Net profit (loss) from continuing operations		2 109	(850)
Net profit (loss) from discontinued operations	25	(759)	1 536
Total net profit (loss)		1 350	686
Other comprehensive income			
Effect of translation to presentation currency		(68)	70
Items that will be reclassified subsequently to profit or loss		(68)	70
Equity investments fair value reserve	9	(1 869)	-
Items that will not be reclassified subsequently to profit or loss		(1 869)	-
Total comprehensive income		(587)	756
Net profit (loss) attributable to:			
Shareholders of the parent company		1 414	756
from continuing operations		2 173	(780)
from discontinued operations		(759)	1 536
Non-controlling interests		(64)	(70)
Total comprehensive income attributable to:			
Shareholders of the parent company		(523)	826
Non-controlling interests		(64)	(70)

The accompanying explanatory notes are an integral part of these condensed consolidated interim financial statements.

The condensed consolidated interim financial statements were prepared and signed on 30 September 2026:

Erika Huhtala
Director

Mantas Piliponis
Group Senior Finance Controller

UAB Modus Grupė

Company code 302719143

Condensed consolidated statement of changes in equity for the 6 months period ended 30 June 2026

(In EUR thousand, unless otherwise stated)

Condensed consolidated statement of changes in equity

	Authorised capital	Share premium	Legal reserve	Revaluation reserve	Currency exchange translation reserve	Equity investments fair value reserve	Retained earnings (losses)	Non- controlling interests	Total
As at 1 January 2025	22 940	7 879	2 294	596	146	-	150 982	339	185 176
Net profit (loss) for the reporting period	-	-	-	-	-	-	756	(70)	686
Other comprehensive income for the reporting period	-	-	-	-	70	-	-	-	70
Total comprehensive income for the reporting period	-	-	-	-	70	-	756	(70)	756
Revaluation reserve used	-	-	-	(9)	-	-	9	-	-
Changes in capital due to transfer of subsidiaries	-	-	-	(25)	-	-	25	-	-
Increase (decrease) in non-controlling interests	-	-	-	-	-	-	-	435	435
Dividends	-	-	-	-	-	-	(300)	(60)	(360)
As at 30 June 2025	22 940	7 879	2 294	562	216	-	151 472	644	186 007
As at 1 January 2026	22 940	7 879	2 294	754	223	-	153 098	150	187 338
Net profit (loss) for the reporting period	-	-	-	-	-	-	1 414	(64)	1 350
Other comprehensive income for the reporting period	-	-	-	-	(68)	(1 869)	-	-	(1 937)
Total comprehensive income for the reporting period	-	-	-	-	(68)	(1 869)	1 414	(64)	(587)
Revaluation reserve used	-	-	-	(11)	-	-	11	-	-
Dividends	-	-	-	-	-	-	(300)	-	(300)
As at 30 June 2026	22 940	7 879	2 294	743	155	(1 869)	154 223	86	186 451

The accompanying explanatory notes are an integral part of these condensed consolidated interim financial statements.

The condensed consolidated interim financial statements were prepared and signed on 30 September 2026:

Erika Huhtala
Director

Mantas Piliponis
Group Senior Finance Controller

Condensed consolidated statement of cash flows

	Notes	1 January 2026 – 30 June 2026	1 January 2025 – 30 June 2025 (restated)
Cash flows from operating activities			
Net profit (loss)		1 350	686
Elimination of non-monetary transactions:			
Depreciation expenses	4	6 949	6 217
Amortisation expenses	5	602	594
Share of profit of associated and jointly controlled entities	9	51	2
Impairment (reversal) of trade and other receivables	7	59	(12)
Write down (reversal of write down) of inventories and current assets held for sale to net realisable value	20	32	(142)
Impairment (reversal) of loans granted	21	43	50
Change in provisions		10	25
Finance (income) costs	21	3 194	3 297
Effect of currency exchange		(4)	21
Loss (profit) on disposal of property, plant and equipment, and intangible assets		(21)	(16)
Loss (profit) on disposal of investments into subsidiaries	25	(696)	802
Income tax expenses (income)	22	921	722
Amortisation of grants		(107)	(121)
Elimination of non-monetary transactions from discontinued operations	25	1 017	358
Elimination of other non-monetary transactions		(737)	5 070
Effect of changes in working capital:			
(Increase) decrease in inventories	8	6 718	(12 303)
(Increase) decrease in trade and other receivables	7	(931)	(2 346)
Decrease (increase) in prepayments, deferred costs and accrued income	10	(12 721)	12 145
Decrease (increase) in current assets held for sale		(41)	(76)
Increase (decrease) in trade, other payables and current liabilities	16	(156)	6 531
Increase (decrease) in liabilities related to assets held for sale		2	72
Increase (decrease) in prepayments received, accrued liabilities and deferred income	14	6 487	(7 725)
Increase (decrease) in employment related liabilities	15	661	196
Paid income tax		(753)	(660)
Impact of cars held for rental activities:			
Acquisitions of cars		(5 657)	(10 944)
Disposals of cars		6 955	9 872
Net cash from operating activities		13 227	12 315

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Condensed consolidated statement of cash flows (cont'd)

	Notes	1 January 2026 – 30 June 2026	1 January 2025 – 30 June 2025 (restated)
Cash flows from investing activities			
Acquisition of property, plant and equipment and intangible assets	4; 5	(2 002)	(7 858)
Disposal of property, plant and equipment and intangible assets	4; 5	211	6 108
Acquisition of other long-term investments	9	(2 389)	(981)
Disposal of other long-term investments	9	-	350
Acquisition of associated entities	9	(1)	-
Acquisition of subsidiaries		-	(379)
Disposal of subsidiaries	25	(53)	(17)
Term deposit payments	6	(347)	-
Redemption of term deposits	6	-	1 177
Loans granted	6	(6)	(95)
Loans recovered	6	814	-
Dividends received	21	-	310
Interest received	6	121	34
Net cash used in investing activities		(3 652)	(1 351)
Cash flows from financing activities			
Loans received	12; 13	5 117	562
Loans repayment	12; 13	(2 903)	(6 308)
Interest paid and transaction costs	12; 13	(3 039)	(3 257)
Lease payments	12	(14 228)	(12 724)
Dividend paid		(50)	(35)
Dividend paid to non-controlling interests		-	(60)
Other increase (decrease) in cash flows from (to) financing activities		5 864	7 989
Net cash generated from/(used in) financing activities		(9 239)	(13 833)
Effect of exchange rate changes on cash and cash equivalents		-	-
Increase (decrease) in net cash flows		336	(2 869)
Cash and cash equivalents at the beginning of the period		7 061	6 382
Cash and cash equivalents at the end of the period		7 397	3 513

The accompanying explanatory notes are an integral part of these condensed consolidated interim financial statements.

The condensed consolidated interim financial statements were prepared and signed on 30 September 2026:

Erika Huhtala
Director

Mantas Piliponis
Group Senior Finance Controller

Explanatory notes to the condensed consolidated interim financial statements

1. General information

UAB Modus Grupė (hereinafter "the Company") is a limited liability company registered with the Register of Legal Entities of the Republic of Lithuania on 30 January 2012, company code 302719143, legal address: Ozo st. 10A, LT-08200 Vilnius. Activities of the company – consulting management activities.

The ultimate parent company is MG NL Holding B.V., legal address Fred. Roeskestraat 115, 1076 EE Amsterdam, the Netherlands, company code: 58978976. Activities of the company – consulting on business management and other issues.

The Group consists of the Company and its 7 subsidiaries (31 December 2025 – 7), 42 secondary subsidiaries (31 December 2025 – 44), and 2 associated companies (31 December 2025 – 1).

Acquisitions of Group companies

On 28 January 2026, the Group acquired 100% of the shares of UAB "BLF holding" and thereby gained control of its subsidiary UAB "BLF Management".

A profit of EUR 1 thousand (negative goodwill) was recognised from the acquisition and recorded under "Finance income" in the statement of profit or loss and other comprehensive income.

Disposals of Group companies

On 26 June 2026, the Group sold 100% of the shares of UAB "Inter Krasta Premium" and thereby lost control of its subsidiaries UAB "Autoimex", OOO "Avtoideya" and OOO "Autoimax". The profit of EUR 696 thousand earned from the sale is recorded under "Net profit (loss) from discontinued operations" in the statement of profit or loss and other comprehensive income.

Other general information

In the first half of 2026, the average number of employees in the Group was 762 (in the first half of 2025 – 681 employees).

2. Basis of preparation

These condensed consolidated interim financial statements (hereinafter – financial statements) have been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting" (hereinafter – IAS 34).

These financial statements do not contain all the explanatory notes that are mandatory in the annual consolidated financial statements and should, therefore, be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2025, prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU).

The financial statements are prepared assuming that the Group will continue as a going concern in the near future.

The financial statements have been prepared on a historical cost basis, except for property, plant and equipment – buildings, pipelines, and solar and biogas power plant machinery and equipment, which are stated at revalued amounts, investment property – buildings and land, which are stated at fair value, and investments, which are stated at fair value.

All amounts in these financial statements are presented in the legal currency of Lithuania – the euro (EUR). The financial statements are presented in thousands of euros unless otherwise stated.

The Group's management prepared and signed these financial statements on 30 September 2026.

Financial statements for the six months period ended 30 June 2026 and 30 June 2025 were not audited. An independent auditor, UAB "KPMG Baltics", audited financial statements for the year ended 31 December 2025.

The comparative figures for the period from 1 January 2025 to 30 June 2025 have been restated due to the separation of discontinued operations related to the sale of the shares of UAB "Inter Krasta Premium". The effect of the restatement is disclosed in Note 24.

3. Use of estimates in the preparation of financial statements

The preparation of these interim condensed consolidated financial statements (hereinafter – financial statements) requires management to make certain assumptions and estimates that affect the reported amounts of assets, liabilities, income and expenses and the disclosure of contingencies. Actual results may differ from these estimates.

Significant management judgments in applying the Group's accounting policies and significant areas in which estimates are used were the same as those presented and described in the Group's financial statements for the year ended 31 December 2025.

UAB Modus Grupė

Company code 302719143

Explanatory notes to the consolidated financial statements for the 6 months period ended 30 June 2026

(In EUR thousand, unless otherwise stated)

4. Property, plant and equipment and investment property

Property, plant and equipment of the Group comprised:

	Land	Buildings and pipelines	Structures	Machinery and equipment of solar and biogas power plants	Other machinery and equipment	Vehicles	Other equipment, fittings and tools	Prepayments and construction in progress	Total
Acquisition cost									
As at 1 January 2025	2	4 606	26 557	581	2 307	85 175	6 358	1 235	126 821
Additions (+)	-	-	6 214	11	243	35 760	1 907	791	44 926
Revaluation (+)	-	250	-	-	-	-	-	-	250
Disposals of subsidiaries (-)	-	-	(26)	(312)	-	-	(14)	(166)	(518)
Disposals and write-offs (-)	-	-	(61)	(1)	(247)	(37 585)	(358)	(112)	(38 364)
Reclassifications (+ / -)	-	-	225	-	2	-	466	(693)	-
Transfers to inventory (+ / -)	-	-	-	-	(309)	1 670	(330)	(3)	1 028
As at 31 December 2025	2	4 856	32 909	279	1 996	85 020	8 029	1 052	134 143
Additions (+)	-	-	516	15	141	23 500	919	185	25 276
Disposals of subsidiaries (-)	-	-	(6 559)	(233)	-	-	(528)	-	(7 320)
Disposals and write-offs (-)	-	-	-	(4)	(3)	(10 827)	(248)	-	(11 082)
Reclassifications (+ / -)	-	-	-	-	284	-	417	(701)	-
Transfers to inventory (+ / -)	-	-	-	-	-	(149)	(134)	-	(283)
As at 30 June 2026	2	4 856	26 866	57	2 418	97 544	8 455	536	140 734
Accumulated depreciation									
As at 1 January 2025	(2)	(95)	(11 128)	(380)	(1 284)	(12 214)	(3 519)	-	(28 622)
Depreciation for the period (-)	-	(132)	(3 740)	(28)	(281)	(7 970)	(1 453)	-	(13 604)
Disposals of subsidiaries (-)	-	-	26	196	-	-	14	-	236
Disposals and write-offs (+)	-	-	45	1	53	7 298	233	-	7 630
Transfers to inventory (+)	-	-	-	-	309	-	329	-	638
As at 31 December 2025	(2)	(227)	(14 797)	(211)	(1 203)	(12 886)	(4 396)	-	(33 722)
Depreciation for the period (-)	-	(70)	(1 921)	(12)	(117)	(4 523)	(746)	-	(7 389)
Disposals of subsidiaries (+)	-	-	3 043	182	-	-	415	-	3 640
Disposals and write-offs (+)	-	-	-	-	3	3 288	240	-	3 531
Transfers to inventory (+)	-	-	-	-	-	93	136	-	229
As at 30 June 2026	(2)	(297)	(13 675)	(41)	(1 317)	(14 028)	(4 351)	-	(33 711)
Impairment									
As at 1 January 2025	-	-	-	-	-	(77)	-	-	(77)
Impairment for the period (-)	-	-	-	-	-	(68)	-	-	(68)
Disposals and write-offs (+)	-	-	-	-	-	46	-	-	46
As at 31 December 2025	-	-	-	-	-	(99)	-	-	(99)
Impairment for the period (-)	-	-	-	-	-	(1)	-	-	(1)
Disposals and write-offs (+)	-	-	-	-	-	38	-	-	38
Transfers to inventory (+ / -)	-	-	-	-	-	58	-	-	58
As at 30 June 2026	-	-	-	-	-	(4)	-	-	(4)
Carrying amount as at:									
As at 31 December 2025	-	4 629	18 112	68	793	72 035	3 633	1 052	100 322
As at 30 June 2026	-	4 559	13 191	16	1 101	83 512	4 104	536	107 019

MODUS GROUP

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4. Property, plant and equipment and investment property (cont'd)

Investment property of the Group comprised the following:

	Land	Buildings	Total
Acquisition cost			
As at 1 January 2025	4 976	5 372	10 348
Disposals and write-offs (-)	-	(49)	(49)
Changes in fair value (+ / -)	808	100	908
Disposals of subsidiaries (-)	-	(1 496)	(1 496)
As at 31 December 2025	5 784	3 927	9 711
Disposals and write-offs (-)	-	(23)	(23)
As at 30 June 2026	5 784	3 904	9 688
Impairment			
As at 1 January 2025	-	-	-
As at 31 December 2025	-	-	-
As at 30 June 2026	-	-	-
Carrying amount:			
As at 31 December 2025	5 784	3 927	9 711
As at 30 June 2026	5 784	3 904	9 688

5. Intangible assets

Intangible assets of the Group comprised the following:

	Goodwill	Software	Concessions, trademarks and similar rights	Other intangible assets	Advance payments	Total
Acquisition cost						
As at 1 January 2025	31	9 376	47	597	-	10 051
Additions (+)	-	1 192	-	7	23	1 222
Disposals and write-offs (-)	-	(14)	-	-	-	(14)
Transfers to inventory (+ / -)	-	(6)	-	-	-	(6)
As at 31 December 2025	31	10 548	47	604	23	11 253
Additions (+)	-	554	-	1	-	555
Disposals of subsidiaries (-)	-	(250)	(21)	(85)	-	(356)
Disposals and write-offs (-)	-	(10)	-	-	-	(10)
Reclassifications (+ / -)	-	6	-	-	(6)	-
As at 30 June 2026	31	10 848	26	520	17	11 442
Amortization						
As at 1 January 2025	-	(4 677)	(45)	(544)	-	(5 266)
Amortisation for the period (-)	-	(1 221)	(2)	(18)	-	(1 241)
Disposals and write-offs (+)	-	7	-	-	-	7
Transfers to inventory (+)	-	6	-	-	-	6
As at 31 December 2025	-	(5 885)	(47)	(562)	-	(6 494)
Amortisation for the period (-)	-	(622)	-	(9)	-	(631)
Disposals of subsidiaries (+)	-	135	21	53	-	209
Disposals and write-offs (+)	-	2	-	-	-	2
As at 30 June 2026	-	(6 370)	(26)	(518)	-	(6 914)
Impairment						
As at 1 January 2025	(4)	-	-	-	-	(4)
Impairment for the period (-)	-	-	-	-	-	-
As at 31 December 2025	(4)	-	-	-	-	(4)
Impairment for the period (-)	-	-	-	-	-	-
As at 30 June 2026	(4)	-	-	-	-	(4)
Carrying amount as at:						
As at 31 December 2025	27	4 663	-	42	23	4 755
As at 30 June 2026	27	4 478	-	2	17	4 524

6. Loans granted and term deposits

The Group's long-term loans granted and term deposits comprised the following:

	30 June 2026	31 December 2025
Loans to related parties (Note 23)	500	-
Loans to other companies	1 137	1 137
	1 637	1 137
Less: impairment (other companies)	(1 137)	(1 137)
Total loans granted	500	-
Total	500	-

Short-term loans granted by the Group and term deposits comprised the following:

	30 June 2026	31 December 2025
Loans to related parties (Note 23)	3 421	4 306
Accrued interest receivable from related parties (Note 23)	1 334	1 280
Loans to other entities	738	1 550
Accrued interest receivable from other entities	63	164
	5 556	7 300
Less: impairment (from related parties, Note 23)	(4 585)	(4 736)
Less: impairment (from other companies)	(801)	(801)
Total loans granted	170	1 763
Current term deposits and accrued interest receivable	-	245
Total	170	2 008

7. Trade and other receivables

The Group's trade and other receivables comprised the following:

	30 June 2026	31 December 2025
Trade receivables	7 571	8 740
Receivable finance lease amounts	6	6
Receivables from related parties (Note 23)	4 925	5 271
	12 502	14 017
Less: impairment allowance for receivables	(952)	(970)
Less: impairment allowance for receivables from related parties (Note 23)	(766)	(766)
Trade receivables, net	10 784	12 281
Receivable for disposal of shares	9 000	-
Receivable VAT	845	3
Overpayment of other taxes and prepaid taxes	186	517
Collaterals and other receivables	764	698
	10 795	1 218
Less: impairment allowance for other receivables	-	(19)
Less: other non-current receivables	(241)	(241)
Other receivables, net	10 554	958
Total	21 338	13 239

8. Inventories

The Group's inventories comprised the following:

	30 June 2026	31 December 2025
Goods for resale	38 121	53 336
Raw materials, materials and consumables	44	80
Total	38 165	53 416

9. Other investments

Other long-term investments of the Group comprised the following:

- 1) Investments in associates, accounted for using the equity method:

	30 June 2026	31 December 2025
UAB Vilnius Media Hub	686	736
Total	686	736

Changes in the Group's investments in associates, stated at equity method, during the year were the follows:

	30 June 2026	31 December 2025
The Group's investments in associates at the beginning of the period	736	-
Acquisition of investments	1	-
Application of the equity method, reclassification from investments measured at acquisition cost	-	802
Increase (decrease) due to share of net profit (loss)	(51)	(66)
The Group's investments in associates at the end of the period	686	736

Increase (decrease) in the Group's investments in associates due to profit (loss) is accounted for in the statement of profit or loss and other comprehensive income under the share of profit of associated or jointly controlled entities.

- 2) Debt securities:

	30 June 2026	31 December 2025
Bonds	14 879	14 879
Accrued receivable interest	5 887	5 438
Other debt securities	154	149
Total	20 920	20 466

UAB Modus Grupė

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Explanatory notes to the consolidated financial statements for the 6 months period ended 30 June 2026

(In EUR thousand, unless otherwise stated)

9. Other investments (cont'd)

3) Investments in shares:

	30 June 2026	31 December 2025
Green Genius International B.V.	120 721	122 590
UAB Parkdema	3 259	3 259
Wise Guys Batch 9 OU	4	4
Other	1	3
Total	123 985	125 856

4) Investments in investment units:

	30 June 2026	31 December 2025
Clean Energy Infrastructure Fund	6 254	3 865
Modus Remote Solar Fund I	2 966	2 966
Stichting First Energie Fonds	282	329
Wise Guys Cyber Fund 1	50	50
Modus Poland Solar Fund I	3	3
Total	9 555	7 213
Total (1+2+3+4)	155 146	154 271

10. Prepayments, deferred costs and accrued income

The Group's prepayments, deferred costs and accrued income comprised the following:

	30 June 2026	31 December 2025
Prepayments	14 039	3 863
Deferred costs	2 582	1 207
Prepayments to related parties (Note 23)	15	24
Accrued income	1 515	1 924
	18 151	7 018
Less: Long-term prepayments	(75)	(75)
Total	18 076	6 943

11. Equity

Authorised capital

As of 30 June 2026 and 31 December 2025, the Company's authorised capital comprised 79,102,700 ordinary shares with a nominal value of EUR 0.29 each. All the shares are fully paid in.

As of 30 June 2026 and 31 December 2025, the Group's shareholders were as follows:

	Number of shares 2026	Number of shares 2025	Ownership interest (%)	Shares with voting rights (%)
MG NL holding B.V.	79 102 700	79 102 700	100%	100%
Total	79 102 700	79 102 700	100%	100%

11. Equity (cont'd)Share premium

Share premium was recognised as a difference between the emission price and the nominal value of the shares.

Legal reserve

Legal reserve is a compulsory reserve under Lithuanian legislation. Annual contributions of at least 5% of the net profit must be allocated to the reserve up to the extent equal to 10% of the authorised capital. The reserve can only be used to cover future losses.

Revaluation reserve

A revaluation reserve is an increase in property, plant, and equipment value resulting from revaluation of assets. The reserve cannot be used to cover the losses.

12. Bank loans and lease liabilities

Bank loans and lease liabilities of the Group comprised the following:

	30 June 2026	31 December 2025
Non-current portion		
Bank loans and interest payable	2 006	2 069
Lease liabilities	76 804	58 198
Total non-current portion	78 810	60 267
Current portion		
Bank loans and interest payable	6 552	6 543
Lease liabilities	20 907	33 033
Total current portion	27 459	39 576
Total	106 269	99 843

13. Other financial debts

Other financial debts of the Group comprised the following:

	30 June 2026	31 December 2025
Non-current portion		
Non-current loans and accrued interest payable to related parties (Note 23)	6 032	-
Debts under debt securities and accrued interest payable to related parties (Note 23)	293	6 304
Debts under debt securities and accrued interest payable	4 977	4 954
Other financial liabilities	2 496	2 850
Total non-current portion	13 798	14 108
Current portion		
Current loans and accrued interest payable to related parties (Note 23)	1 153	1 504
Debts under debt securities and accrued interest payable	31	31
Other financial liabilities	2 662	2 703
Total current portion	3 846	4 238
Total	17 644	18 346

14. Prepayments received, accrued liabilities and deferred income

The Group's prepayments received, accrued liabilities and deferred income comprised the following:

	30 June 2026	31 December 2025
Advances received	27 684	20 345
Accrued expenses	860	1 268
Prepayments received from related parties (Note 23)	185	1 129
Deferred income	39	47
Total	28 768	22 789
Less: non-current advances received	(399)	(266)
Total	28 369	22 523

15. Employment related liabilities

The Group's liabilities related to employment relations comprised the following:

	30 June 2026	31 December 2025
Vacation reserve	2 062	2 157
Payable remuneration	1 304	855
Payable taxes related to remuneration	945	702
Accrued annual bonuses	173	832
Total	4 484	4 546

16. Trade, other payables and current liabilities

The Group's trade, other amounts payable and current liabilities comprised the following:

	30 June 2026	31 December 2025
Trade payables	15 078	15 445
Payable VAT	1 005	1 603
Trade payables to related parties (Note 23)	304	210
Other taxes payable (excluding corporate income tax)	33	54
Other amounts payable	50	14
Total	16 470	17 326
Less: non-current other amounts payable	-	(3)
Total	16 470	17 323

17. Revenue

In the following tables, revenue from contracts with customers is disaggregated by primary geographical market, main product and service lines, and timing of revenue recognition.

For the six months period ended 30 June, the Group's revenue comprised the following:

17. Revenue (cont'd)

	2026	2025 (restated)
Primary geographic markets		
Lithuania	60 735	45 325
Latvia	45 547	41 872
France	40 835	62 448
Germany	35 731	33 601
Belgium	20 167	20 569
Estonia	9 909	6 311
Netherlands	5 172	11 193
Italy	3 026	4 263
Switzerland	2 698	560
Other countries	11 505	11 847
Total	235 325	237 989

	2026	2025 (restated)
Major product and service lines		
Revenue from sale of cars	191 568	197 441
Revenue from sale of parts	18 677	18 246
Revenue from lease of cars	17 887	15 226
Revenue from car repair services	4 794	4 591
Other	2 399	2 485
Total	235 325	237 989

Timing of revenue recognition

At a point in time	231 287	233 665
Over a certain period	4 038	4 324
Total	235 325	237 989

18. Cost of sales

For the six months period ended 30 June, the Group's cost of sales comprised the following:

	2026	2025 (restated)
Cost of sales of cars	177 639	185 449
Cost of sales of spare parts	13 295	13 832
Depreciation and amortisation	5 393	4 781
Salaries and related taxes	3 263	3 123
Fuel	2 612	1 752
Repair and servicing costs of cars and other equipment	2 298	2 234
Parking services	1 124	850
Cost of warranty works	1 031	987
Insurance	1 019	887
Other	3 587	3 720
Total	211 261	217 615

19. Selling expenses

For the six months period ended 30 June, selling expenses comprised the following:

	2026	2025 (restated)
Salaries and related expenses	6 068	5 245
Advertising and promotional costs	1 454	1 332
Transportation and short-term insurance costs	420	427
Intermediary costs	394	206
Representation expenses	203	240
Trainings and secondments	197	197
Fuel and lease of cars	157	128
Demo and exposition car maintenance	120	137
Depreciation and amortisation	114	63
Customer service	49	50
Other	501	345
Total	9 677	8 370

20. Administrative expenses

For the six months period ended 30 June, administrative expenses consisted of the following:

	2026	2025 (restated)
Salaries and related expenses	3 635	3 509
Depreciation and amortisation	1 910	1 850
Maintenance of premises, repair and maintenance of equipment	642	594
Information systems lease and maintenance expenses	601	621
Accounting and audit expenses	344	468
Taxes	242	238
Legal and consulting expenses	227	355
Communication services	115	114
Business trip expenses	72	93
Fuel, car lease and maintenance	61	134
Bank services	55	56
Inventory write-down (reversal of write-down) and write-off	32	(142)
Other	393	352
Total	8 329	8 242

21. Finance income and finance costs

For the six months period ended 30 June, finance income (expenses) comprised the following:

	2026	2025 (restated)
FINANCE INCOME		
Interest income	539	566
Penalties and fines (income)	19	10
Currency exchange gain	4	-
Gain from acquisition of subsidiaries (bargain purchase)	1	532
Dividend income	-	310
Gain on disposal of other investments	-	83
Other income from financing and investing activities	1	19
	564	1 520
FINANCE EXPENSES		
Interest expenses	(3 569)	(4 076)
Loss on disposal of investments in subsidiaries	-	(802)
Loss on disposal of other investments	-	(567)
Guarantee commitment and commission fees	(148)	(125)
Impairment of loans granted	(43)	(50)
Penalties and fines	(2)	(2)
Currency exchange loss	-	(21)
Other expenses from financing and investing activities	(35)	(47)
	(3 797)	(5 690)
Finance result	(3 233)	(4 170)

22. Corporate income tax

In 2026 corporate income tax in subsidiaries operating in Lithuania is calculated by applying a 17% income tax rate for the estimated taxable profit of the period (2025: 16%). Income tax in other countries is calculated using income tax rates applicable in those countries.

For the six months period ended 30 June, the Group's income tax expenses (income) recognised in the statement of profit or loss comprised the following:

	2026	2025 (restated)
Current tax expense	887	979
Deferred tax expense (income)	777	451
Fee paid for tax loss carry-forwards from Group companies	-	136
Corrections of corporate income tax of previous reporting periods	(743)	(844)
Income tax expense (income)	921	722

23. Related party transactions

For the six months period ended 30 June, salaries and related taxes of the Group's key management personnel:

	2026	2025
Key remuneration and related taxes	1 354	1 914
Number of the management members	19	22

23. Related party transactions (cont'd)

The related parties of the Group include:

- The ultimate beneficial owner (shareholder) is K. Martinkėnas.
- The ultimate parent company is MG NL Holding B.V.;
- Group companies – MG NL Holding B.V. group entities;
- Associated entities – UAB Vilnius Media Hub and SIA Gronvest (from 9 April 2026);
- Other related parties – other entities controlled by MG NL Holding BV shareholder, his family members, and management of the Group.

The table below provides information on transactions with related entities during the period ended 30 June 2026:

Related party	30 June		1 January – 30 June	
	Amounts and loans receivable	Amounts and loans payable	Sales of goods and services (including interest)	Purchases of goods and services (including interest)
<i>Ultimate beneficial owner</i>	-	6 326	-	158
<i>Parent company</i>	-	-	4	-
<i>Group companies</i>	183	40	632	15
<i>Associated entities</i>	98	-	26	-
<i>Other related companies</i>	25 329	1 601	2 091	106
Total	25 610	7 967	2 753	279

The table below provides information on transactions with related entities during the period ended 30 June 2025 and 31 December 2025:

Related party	31 December		1 January – 30 June	
	Amounts and loans receivable	Amounts and loans payable	Sales of goods and services (including interest)	Purchases of goods and services (including interest)
<i>Ultimate beneficial owner</i>	-	6 304	-	120
<i>Parent company</i>	211	92	2	-
<i>Group companies</i>	141	36	617	217
<i>Associated entities</i>	67	-	-	-
<i>Other related companies</i>	25 277	2 715	991	254
Total	25 696	9 147	1 610	591

24. Restatement of comparative figures

The restatement of comparative period data is directly related to the sale of the shares of UAB "Inter Krasta Premium" and the loss of control over its subsidiaries UAB "Autoimex", OOO "Avtoideya" and OOO "Autoimax" (Note 25).

	2025 (before restatement)	2025 (transferred to discontinued operations)	2025 (after restatement)
Revenue	256 125	18 136	237 989
Cost of sales	(231 098)	(13 483)	(217 615)
Gross profit	25 027	4 653	20 374
Other income	373	4	369
Other expenses	(118)	(19)	(99)
Selling expenses	(9 689)	(1 319)	(8 370)
Administrative expenses	(10 223)	(1 981)	(8 242)
Impairment loss on trade receivables and contract assets	(12)	(24)	12
Operating profit (loss)	5 358	1 314	4 044
Finance income	1 843	323	1 520
Finance costs	(5 985)	(295)	(5 690)
Finance activity result	(4 142)	28	(4 170)
Share of profit of associated or jointly controlled entities	(2)	-	(2)
Profit (loss) before tax	1 214	1 342	(128)
Corporate income tax	(528)	194	(722)
Net profit (loss) from continuing operations	686	1 536	(850)
Net profit (loss) from discontinued operations	-	(1 536)	1 536
Total net profit (loss)	686	-	686
Other comprehensive income			
Effect of currency rate changes	70	-	70
Items that will be reclassified subsequently to profit or loss	70	-	70
Items that will not be reclassified subsequently to profit or loss	-	-	-
Total comprehensive income	756	-	756
Net profit (loss) attributable to:			
Shareholders of the parent company	756	-	756
from continuing operations	756	1 536	(780)
from discontinued operations	-	(1 536)	1 536
Non-controlling interests	(70)	-	(70)
Total comprehensive income attributable to:			
Shareholders of the parent company	826	-	826
Non-controlling interests	(70)	-	(70)

24. Restatement of comparative figures (cont'd)

The adjustments to the "Elimination of other non-monetary transactions", "Disposals of cars" and "Lease payments" line items of the consolidated statement of cash flows relate to a refinement of presentation. Meanwhile, the restatement of other line items was performed due to the sale of the shares of UAB "Inter Krasta Premium" and the separation of the discontinued operation.

Consolidated statement of cash flows line item	2025 (before restatement)	Restatement	2025 (after restatement)
Depreciation expenses	6 653	(436)	6 217
Amortisation expenses	619	(25)	594
Impairment (reversal) of trade and other receivables	12	(24)	(12)
Write down (reversal of write down) of inventories and current assets held for sale to net realisable value	(47)	(95)	(142)
Finance (income) costs	3 578	(281)	3 297
Effect of currency exchange	(288)	309	21
Income tax expenses (income)	528	194	722
Elimination of non-monetary transactions from discontinued operations	-	358	358
Disposals of cars	15 281	(5 409)	9 872
Elimination of other non-monetary transactions	(1 131)	6 201	5 070
Lease payments	(11 932)	(792)	(12 724)

25. Discontinued operations

On 26 June 2026, the Group sold 100% of the shares of UAB "Inter Krasta Premium" and thereby lost control of its subsidiaries UAB "Autoimex", OOO "Avtoideya" and OOO "Autoimax". The profit earned from the sale is recorded under "Net profit (loss) from discontinued operations" in the statement of profit or loss and other comprehensive income.

The table below presents the consolidated carrying amounts of the assets and liabilities of UAB "Inter Krasta Premium" at the date of sale (loss of control) (their carrying amounts did not differ significantly from fair values):

Long-term assets

Property, plant and equipment	3 680
Intangible assets	147
Deferred tax assets	487

Total long-term assets	4 314
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Short-term assets

Loans granted and term deposits	621
Inventories	8 530
Trade and other receivables	1 800
Prepayments, deferred costs and accrued income	1 611
Prepaid income tax	89
Cash and cash equivalents	53

Total short-term assets	12 704
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Total assets	17 018
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Short-term liabilities

Short-term bank loans and lease liabilities	6 977
Prepayments received, accrued liabilities and deferred income	508
Liabilities related to employment relations	723
Trade, other payables and current liabilities	436

Total short-term liabilities	8 644
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Total liabilities	8 644
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Net assets at the date of disposal	8 374
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Net assets at the date of disposal, attributable to non-controlling interests	-
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Net assets at the date of disposal, attributable to shareholders of the parent company	8 374
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Selling price	9 000
Cash and cash equivalents	53
Cash consideration receivable for the disposal	9 000
Cash flows from disposal	(53)

Currency exchange translation reserve reclassified to profit or loss	70
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Profit (loss) on disposal of investments in subsidiaries	696
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Company	Percentage of share capital disposed of	Disposal date	Date of carrying amounts
UAB "Inter Krasta Premium"	100%	26 June 2026	26 June 2026

25. Discontinued operations (cont'd)

In the statement of profit or loss and other comprehensive income, the result of the discontinued operation is separated from the result of continuing operations and presented as net profit (loss) from discontinued operations.

The line item "Other income" in the column "2026 (transferred to discontinued operations)" includes a profit of EUR 696 thousand from the disposal transaction of the subsidiary UAB "Inter Krasta Premium".

	2026 (before restatement)	2026 (transferred to discontinued operations)	2026 (after restatement)
Revenue	247 420	12 095	235 325
Cost of sales	(221 175)	(9 914)	(211 261)
Gross profit	26 245	2 181	24 064
Other income	1 272	701	571
Other expenses	(263)	(7)	(256)
Selling expenses	(11 061)	(1 384)	(9 677)
Administrative expenses	(10 033)	(1 704)	(8 329)
Impairment loss on trade receivables and contract assets	(51)	8	(59)
Operating profit (loss)	6 109	(205)	6 314
Finance income	566	2	564
Finance costs	(4 576)	(779)	(3 797)
Finance activity result	(4 010)	(777)	(3 233)
Share of profit of associated or jointly controlled entities	(51)	-	(51)
Profit (loss) before tax	2 048	(982)	3 030
Corporate income tax	(698)	223	(921)
Net profit (loss) from continuing operations	1 350	(759)	2 109
Net profit (loss) from discontinued operations	-	759	(759)
Total net profit (loss)	1 350	-	1 350
Other comprehensive income			
Effect of translation to presentation currency	(68)	-	(68)
Items that will be reclassified subsequently to profit or loss	(68)	-	(68)
Equity investments fair value reserve	(1 869)	-	(1 869)
Items that will not be reclassified subsequently to profit or loss	(1 869)	-	(1 869)
Total comprehensive income	(587)	-	(587)
Net profit (loss) attributable to:			
Shareholders of the parent company	1 414	-	1 414
from continuing operations	1 414	(759)	2 173
from discontinued operations	-	759	(759)
Non-controlling interests	(64)	-	(64)
Total comprehensive income attributable to:			
Shareholders of the parent company	(523)	-	(523)
Non-controlling interests	(64)	-	(64)

25. Discontinued operations (cont'd)

In preparing the consolidated financial statements, internal transactions between Group companies were fully eliminated. Since these transactions will no longer continue after the disposal of the company, management attributed the entire elimination effect to continuing operations. This approach best reflects the future operating structure of the remaining Group.

	2026	2025
Revenue	12 997	18 136
Elimination of intra-group transactions	(902)	-
Cost of sales	(10 060)	(13 483)
Elimination of intra-group transactions	146	-
Gross profit	2 181	4 653
Other income	701	4
Other expenses	(7)	(19)
Selling expenses	(1 389)	(1 326)
Elimination of intra-group transactions	5	7
Administrative expenses	(1 723)	(1 999)
Elimination of intra-group transactions	19	18
Impairment loss on trade receivables and contract assets	8	(24)
Operating profit (loss)	(205)	1 314
Finance income	9	796
Elimination of intra-group transactions	(7)	(473)
Finance costs	(786)	(295)
Elimination of intra-group transactions	7	-
Finance activity result	(777)	28
Profit (loss) before tax from discontinued operations	(982)	1 342
Corporate income tax	190	(163)
Elimination of intra-group transactions	33	357
Net profit (loss) from discontinued operations	(759)	1 536

Cash flows attributed to discontinued operations:

	1 January 2026 – 26 June 2026	1 January 2025 – 30 June 2025
From operating activities	(607)	7 343
From investing activities	402	(424)
From financing activities	213	(7 101)
Increase (decrease) in net cash flows	8	(182)

26. Subsequent events

After the end of the financial period until the date of approval of these condensed consolidated interim financial statements, no subsequent events occurred that would have a material effect on these condensed consolidated interim financial statements or require additional disclosure.

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LIMITED LIABILITY COMPANY MODUS GRUPĖ
CONFIRMATION OF THE RESPONSIBLE PERSONS

30 September 2026

Vilnius

The Company's Director and Group Senior Finance Controller are responsible for the fairness and completeness of the condensed consolidated interim financial statements of UAB Modus Grupė, company code 302719143, legal address Ozo st. 10A, Vilnius, the Republic of Lithuania, data is collected and stored at the Register of Legal Entities.

We, Mrs. Erika Huhtala, Director of UAB Modus Grupė, and Mr. Mantas Piliponis, Group Senior Finance Controller, confirm that, to our knowledge, the condensed consolidated interim financial statements for the financial period ended 30 June 2026 prepared in accordance with International Financial Reporting Standards as adopted by the European Union, give a true and fair view of the Group's financial position, operating results and cash flows for the financial period then ended. We also confirm that, to our knowledge, the information on business development and overview of activities as well as other information provided in the consolidated interim management report of UAB Modus Grupė for the financial period ended 30 June 2026, is correct.

UAB Modus Grupė
Director Erika Huhtala

UAB Modus Grupė
Group Senior Finance Controller Mantas Piliponis
