

JSC Insurance Company GPI Holding
Separate Financial Statements
for 2025

Contents

Statement of Management’s Responsibilities	3
Independent Auditors’ Report	4
Separate Statement of Financial Position	6
Separate Statement of Profit or Loss and Other Comprehensive Income	7
Separate Statement of Cash Flows	8
Separate Statement of Changes in Equity	9
Notes to the Separate Financial Statements	10

STATEMENT OF MANAGEMENT'S RESPONSIBILITIES

Management of JSC Insurance Company GPI Holding (the "Company") is responsible for the accompanying separate financial statements presented on pages 6 to 36.

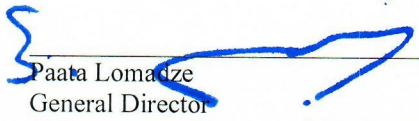
This responsibility includes:

- preparation of separate financial statements in accordance with IFRS Accounting Standards issued by IASB;
- selection of suitable accounting policies and their consistent application;
- making judgments and estimates which are reasonable and prudent;
- preparation of the separate financial statements on the going concern basis, unless circumstances make this inappropriate.

Management is also responsible for:

- creation, implementation and maintaining effective accounting and internal control systems;
- keeping proper accounting records in compliance with local regulations;
- taking such steps as are reasonably open to them to safeguard the assets of the Company, and
- prevention and detection of fraud and other irregularities.

The separate financial statements for the year ended 31 December 2025 were approved by the management and signed on its behalf by:


Paata Lomadze
General Director
JSC Insurance Company GPI Holding


Levan Zuroshvili
Chief Financial Officer
JSC Insurance Company GPI Holding

Date: 20 February 2026



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Independent Auditors' Report

To the Supervisory Board of JSC Insurance Company GPI Holding

Opinion

We have audited the separate financial statements of JSC Insurance Company GPI Holding (the "Company"), which comprise the separate statement of financial position as at 31 December 2025, the separate statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying separate financial statements present fairly, in all material respects, the unconsolidated financial position of the Company as at 31 December 2025, and its unconsolidated financial performance and its unconsolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in *the Auditors' Responsibilities for the Audit of the Separate Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards) (*IESBA Code*), as applicable to audits of the separate financial statements of public interest entities, together with the ethical requirements that are relevant to our audit of the separate financial statements in Georgia. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management Report

Management is responsible for the *Management Report*. The *Management Report* is expected to be made available to us after the date of this auditors' report.

Our opinion on the separate financial statements does not cover the Management Report and we will not express any form of assurance conclusion thereon.

In connection with our audit of the separate financial statements, our responsibility is to read the *Management Report* when it becomes available and, in doing so, consider whether the *Management Report* is materially inconsistent with the separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the *Management Report*, we conclude whether the other information:

- is consistent with the separate financial statements and does not contain material misstatement;
- contains all information that is required by and is compliant with the Law of Georgia on Accounting, Reporting and Auditing.

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

Management is responsible for the preparation and fair presentation of the separate financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

The engagement partner on the audit resulting in this independent auditors' report is:

Nikoloz Chochua

KPMG Georgia LLC
Tbilisi, Georgia
20 February 2026



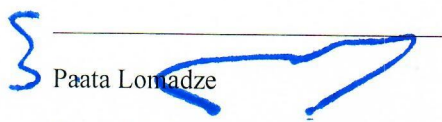
JSC Insurance Company GPI Holding
Separate Statement of Financial Position as at 31 December 2025

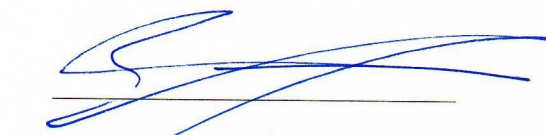
‘000 GEL	<u>Note</u>	<u>31 December 2025</u>	<u>31 December 2024</u>
Assets			
Property and equipment	8	5,152	4,422
Intangible assets	9	3,253	2,197
Investment property	10	1,714	1,793
Investments in subsidiaries	11	880	880
Bank deposits	19	59,778	55,274
Loans receivable	19	3,495	3,459
Reinsurance contract assets held	15	25,859	31,139
Other assets	12	2,122	1,872
Cash and cash equivalents	13	7,225	6,599
Total assets		<u>109,478</u>	<u>107,635</u>
Equity			
	14		
Subscribed capital		37,972	37,972
Share premium		126	126
Revaluation reserve for property		2,572	2,572
Retained earnings		10,129	7,266
Total equity		<u>50,799</u>	<u>47,936</u>
Liabilities			
Insurance contract liabilities	15	53,790	52,717
Investment contract liabilities	16	1,760	1,901
Trade and other payables	17	3,129	5,081
Total liabilities		<u>58,679</u>	<u>59,699</u>
Total equity and liabilities		<u>109,478</u>	<u>107,635</u>

JSC Insurance Company GPI Holding
Separate Statement of Profit or Loss and Other Comprehensive Income for 2025

'000 GEL	Note	2025	2024
Insurance service revenue	5	234,417	201,052
Insurance service expenses	5	(208,154)	(179,425)
Reinsurance result	5	(14,687)	(11,189)
Insurance service result		11,576	10,438
Net insurance and reinsurance finance expenses	15	(478)	(961)
Other operating expenses	6	(5,055)	(5,395)
Interest income from placements in banks		7,031	5,734
Impairment of investment in subsidiary	11(b)	–	(2,550)
Net other (expense)/income		(1,163)	723
Profit before income tax		11,911	7,989
Income tax expense	7	(1,240)	–
Profit for the year		10,671	7,989
Total comprehensive income for the year		10,671	7,989

These separate financial statements were approved by management on 20 February 2026 and were signed on its behalf by:


 Paata Lomidze
 General Director


 Levan Zuroshvili
 Chief Financial Officer

‘000 GEL	Note	2025	2024
Cash flows from operating activities			
Profit for the year		10,671	7,989
<i>Adjustments for:</i>			
Depreciation and amortisation	8/9/10	1,574	1,378
Impairment of investment in subsidiary	11(b)	–	2,550
Interest income		(7,317)	(6,020)
Interest expense		31	91
Net insurance and reinsurance finance income	15	478	961
Income tax	7	1,240	–
		6,677	6,949
Changes in:			
Change in insurance contract liabilities		273	16,100
Change in other assets		(250)	1,527
Change in reinsurance contract assets		5,661	(11,458)
Change in investment contract liabilities		(141)	(106)
Change in trade and other payables		(1,301)	2,055
Cash flows from operations before income taxes		4,242	8,118
Income tax paid		(1,240)	–
Net cash from operating activities		9,679	15,067
Cash flows from investing activities			
Acquisition of property and equipment and intangible assets		(2,775)	(566)
Acquisition of subsidiary	11(a)	(750)	(500)
Placements on bank deposits		(58,935)	(52,020)
Withdrawals from bank deposits		55,158	38,427
Receipts from sale of investment property		–	2,801
Receipts from matured bonds carried at amortized cost		–	1,618
Interest received		6,554	5,680
Net cash used in investing activities		(748)	(4,560)
Cash flows from financing activities			
Repayment of lease liabilities		(497)	(476)
Dividends paid	14	(7,808)	(7,407)
Net cash used in financing activities		(8,305)	(7,883)
Net increase in cash and cash equivalents		626	2,624
Cash and cash equivalents at the beginning of the year	13	6,599	3,975
Cash and cash equivalents at the end of the year	13	7,225	6,599

JSC Insurance Company GPI Holding
Separate Statement of Changes in Equity for 2025

'000 GEL	<u>Subscribed capital</u>	<u>Share premium</u>	<u>Revaluation reserve for property</u>	<u>Retained earnings</u>	<u>Total equity</u>
Balance as at 1 January 2024	37,972	126	2,572	6,684	47,354
Total comprehensive income					
Profit for the year	–	–	–	7,989	7,989
Transactions with owners of the Company					
Dividends (see Note 14 (b))	–	–	–	(7,407)	(7,407)
Total contributions and distributions	–	–	–	(7,407)	(7,407)
Balance as at 31 December 2024	37,972	126	2,572	7,266	47,936
Balance as at 1 January 2025	37,972	126	2,572	7,266	47,936
Total comprehensive income					
Profit for the year	–	–	–	10,671	10,671
Transactions with owners of the Company					
Dividends (see Note 14 (b))	–	–	–	(7,808)	(7,808)
Total contributions and distributions	–	–	–	(7,808)	(7,808)
Balance as at 31 December 2025	37,972	126	2,572	10,129	50,799

The separate statement of changes in equity is to be read in conjunction with the notes to, and forming part of, the separate financial statements set out on pages 10 to 36.

1. Reporting entity

(a) Georgian business environment

The Company's operations are primarily located in Georgia. Consequently, the Company is exposed to the economic and financial markets of Georgia, which display characteristics of an emerging market. The legal, tax and regulatory frameworks continue development, but are subject to varying interpretations and frequent changes which together with other legal and fiscal impediments contribute to the challenges faced by entities operating in Georgia. The ongoing military conflict between the Russian Federation and Ukraine has further increased uncertainty in the business environment.

The separate financial statements reflect management's assessment of the impact of the Georgian business environment on the operations and the financial position of the Company. The future business environment may differ from management's assessment.

(b) Organisation and operations

JSC Insurance Company GPI Holding (the "Company" or "GPIH") was incorporated in Georgia in 2001. The Company's registered office is in 67 M. Kostava, Tbilisi, Georgia. The Company is licensed to provide life and non-life insurance services in Georgia. However, Insurance Company GPI Holding JSC only offers insurance services in health, property and other non-life segments. The Company is also managing private pension fund in Georgia.

As at 31 December 2025, 31 December 2024 and as at the date these separate financial statements were authorised for issue, 90% of the ordinary shares of the Company are held by ATBIH GmbH and 10% are held by Soft International Georgia LLC.

As at 31 December 2025, 31 December 2024 and the date these separate financial statements were authorised for issue, the Company's intermediate parent is VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe, Vienna ("VIG"). The Company is ultimately controlled by Wiener Stadtische Wechselseitiger Versicherungsverein – Vermögensverwaltung – Vienna Insurance Group, Vienna.

2. Basis of accounting

Statement of compliance

These separate financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"). The separate financial statements have been prepared in addition to the consolidated financial statements prepared based on IFRS Accounting Standards, approved by management on 20 February 2026 and in accordance with the Law of Georgia on Accounting, Reporting and Auditing of Financial Statements issued on 24 June 2016. The consolidated financial statements will be publicly available on the web page: www.reportal.ge.

3. Functional and presentation currency

The national currency of Georgia is the Georgian Lari ("GEL"), which is the Company's functional currency and the currency in which these separate financial statements are presented. All financial information presented in GEL has been rounded to the nearest thousands, except when otherwise indicated.

4. Use of estimates and judgements

The preparation of separate financial statements in conformity with IFRS Accounting Standards requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year is included in Note 15 – Insurance and reinsurance contract assets and liabilities.

Measurement of fair values

A number of the Company’s accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When measuring the fair value of an asset or a liability, the Company uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- *Level 1*: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- *Level 2*: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- *Level 3*: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 8 – Property and equipment;
- Note 19 – Financial instruments and risk management.

5. Insurance result

‘000 GEL	2025	2024
Insurance revenue from contracts measured under the PAA	234,417	201,052
Insurance revenue – total	234,417	201,052
Incurred claims and other directly attributable expenses – net*	(209,643)	(166,567)
Changes that relate to past service – adjustments to the LIC	2,848	(6,826)
Net change in risk adjustment for non-financial risk	(1,359)	(6,032)
Insurance service expenses	(208,154)	(179,425)
Net income from insurance contracts	26,263	21,627
Reinsurance expense for contracts measured under the PAA	(56,665)	(82,595)
Amounts recoverable from reinsurers – net	41,978	71,406
Net income from reinsurance contracts held	(14,687)	(11,189)
Insurance service result	11,576	10,438

* Incurred claims and other directly attributable expenses - net comprise from incurred claims of GEL 156,832 thousand (2024: GEL 119,073 thousand), amortised insurance acquisition cash flows of GEL 38,249 thousand (2024: GEL 31,463 thousand) and directly attributable expenses of GEL 14,562 thousand (2024: GEL 16,031 thousand).

The following table disaggregates amortised insurance acquisition cash flows and other directly attributable expenses included in incurred claims and other directly attributable expenses:

‘000 GEL	2025	2024
Commission	22,288	18,185
Salary	17,361	19,007
Marketing and acquisition costs	4,145	3,337
Regulatory fee	2,011	1,717
Claims handling costs	2,008	1,561
IT support	1,693	1,009
Depreciation and amortization	1,375	1,169
Rent	427	408
Other expenses	1,503	1,101
Total	52,811	47,494

6. Other operating expenses

‘000 GEL	2025	2024
Salary	1,238	1,512
Professional fees	748	1,094
Social activities	641	524
Bank charges	389	338
Rent	250	201
Depreciation and amortization	179	183
Other expenses	1,610	1,543
Total	5,055	5,395

The other operating expenses include fees accrued for the audit services of GEL 279 thousand (2024: GEL 267 thousand).

7. Income tax expense

The Company’s applicable corporate income tax rate is the income tax rate of 15%.

‘000 GEL	2025	2024
Income tax expense	1,240	–
Total	1,240	–

On 13 May 2016 the Parliament of Georgia passed a bill on corporate income tax reform (also known as the Estonian model of corporate taxation), which mainly moves the moment of taxation from when taxable profits are earned to when they are distributed. The law has entered into force in 2016 and is effective for tax periods starting after 1 January 2017 for all entities except for financial institutions (such as banks, insurance companies, microfinance organizations, pawnshops), for which the law was intended to become effective from 1 January 2019. On 28 December 2018, the law was further amended, making 1 January 2023 effective date for enacting the law for financial institutions. On 16 December 2022, the effective date was again postponed to 1 January 2024. The law became effective on 1 January 2024.

According to the new Georgian Tax Code, if undistributed earnings from the years 2015-2023 are distributed in 2024 or subsequent years, the resulting income tax on dividend distribution can be set-off with and up to the amount of the income tax already paid on such undistributed earnings.

With reference to the above, the tax liability arising from dividend distribution in 2024 (amounting to GEL 1,176 thousand) was fully set-off with the tax already paid. Accordingly, no additional income tax was calculated in 2024.

As at 31 December 2024, the Company had no further tax set-off available. Therefore, the dividend declared in 2025 was fully taxable and related income tax expense of GEL 1,240 thousand has been recognized in the separate statement of profit or loss.

8. Property and equipment

‘000 GEL	Land and buildings	Computers and related equipment	Motor vehicles	Office furniture and equipment	Leasehold improvements	Right of use	Total
Cost							
Balance at 1 January 2024	2,280	3,256	137	607	–	1,535	7,815
Additions	–	533	–	56	–	400	989
Disposals/write-off	–	(32)	(37)	–	–	–	(69)
Balance at 31 December 2024	2,280	3,757	100	663	–	1,935	8,735
Balance at 1 January 2025	2,280	3,757	100	663	–	1,935	8,735
Additions	–	346	151	38	750	565	1,850
Disposals/write-off	–	–	(38)	–	–	–	(38)
Balance at 31 December 2025	2,280	4,103	213	701	750	2,500	10,547
Accumulated depreciation							
Balance at 1 January 2024	216	1,608	41	483	–	1,118	3,466
Charge for the year	53	471	14	22	–	317	877
Disposals/write-off	–	(19)	(11)	–	–	–	(30)
Balance at 31 December 2024	269	2,060	44	505	–	1,435	4,313
Balance at 1 January 2025	269	2,060	44	505	–	1,435	4,313
Charge for the year	50	480	26	25	55	478	1,114
Disposals/write-off	–	–	(32)	–	–	–	(32)
Balance at 31 December 2025	319	2,540	38	530	55	1,913	5,395
Carrying amounts							
At 1 January 2024	2,064	1,648	96	124	–	417	4,349
At 31 December 2024	2,011	1,697	56	158	–	500	4,422
At 31 December 2025	1,961	1,563	175	171	695	587	5,152

As at 31 December 2020 the revaluation of land and buildings was made by the independent valuator. Total revaluation reserve amounted to GEL 2,572 thousand. The fair value was determined based on announced asking prices of similar properties in the similar location and physical condition. The significant unobservable inputs related to the differences in the characteristics of the lands, such as size, location, access to the property and discount achieved through negotiation, for which the appraiser applied 5% to 15% adjustments to observed asking prices. The range for one square meter varied from USD 1,100 to USD 1,400. Reasonably possible changes in price per square meter would not have had a material impact on the fair value of land and buildings as at 31 December 2020.

The fair value is categorized into Level 3 of the fair value hierarchy, because of significant unobservable adjustments to observable inputs to the valuation technique used.

The management team regularly reviews significant unobservable inputs and valuation adjustments. As a result of such review performed by the management as at 31 December 2025 and 31 December 2024 no significant indicators were observed on the market, that would materially change the fair value of land and buildings as at 31 December 2025 and as at 31 December 2024.

Carrying amount of land and buildings if no revaluations had taken place as at 31 December 2025 would amount to GEL 129 thousand (2024: GEL 203 thousand).

9. Intangible assets

‘000 GEL	Licenses	Insurance software	Other software	Total
Cost				
Balance at 1 January 2024	760	977	4,289	6,026
Additions	–	18	–	18
Balance at 31 December 2024	760	995	4,289	6,044
Balance at 1 January 2025	760	995	4,289	6,044
Additions	–	1,300	196	1,496
Disposals/write-offs	(760)	–	(609)	(1,369)
Balance at 31 December 2025	–	2,295	3,876	6,171
Accumulated amortization				
Balance at 1 January 2024	760	864	1,747	3,371
Amortisation for the year	–	40	436	476
Balance at 31 December 2024	760	904	2,183	3,847
Balance at 1 January 2025	760	904	2,183	3,847
Amortisation for the year	–	42	398	440
Disposals/write-offs	(760)	–	(609)	(1,369)
Balance at 31 December 2025	–	946	1,972	2,918
Carrying amounts				
At 1 January 2024	–	113	2,542	2,655
At 31 December 2024	–	91	2,106	2,197
At 31 December 2025	–	1,349	1,904	3,253

10. Investment property

‘000 GEL	2025	2024
Balance at 1 January	1,793	986
Acquisitions	–	833
Disposals	(59)	–
Depreciation	(20)	(26)
Balance at 31 December	1,714	1,793

Investment properties represent repossessed collaterals acquired through the settlement of insurance regress claims.

The Company uses cost model for the investment property. Estimated market value of the investment property does not differ significantly from its carrying amount as at 31 December 2025 and 31 December 2024.

11. Investments in subsidiaries

‘000 GEL	Activity	31 December 2025	Ownership %	31 December 2024	Ownership %
Curatio JSC	Medical services	680	100	680	100
Global Assistance Georgia LLC	Automotive	200	50	200	50
		880		880	

Principal place of business and country of incorporation of Curatio JSC and Global Assistance Georgia LLC is Georgia.

(a) Capital contribution

During 2024, the share capital of Global Assistance Georgia LLC was increased by GEL 1,250 thousand, intended as a cash contribution. As at 31 December 2024, GEL 750 thousand remained outstanding and payable to the subsidiary (see also Note 17). The outstanding balance was paid in 2025.

(b) Impairment

As at reporting date, the Company assessed whether there is any indication that the recoverable amount of the Company's investments in subsidiaries has declined below the carrying value.

As at 31 December 2024, the Company identified impairment indicators related to its investment in Global Assistance Georgia LLC, operating under brand 'Voovly'. The entity initially operated as a start-up and launched its full-scale operations in 2024. However, the actual operating profit flowing from the investment was significantly lower than that budgeted and therefore, management performed an impairment test.

The recoverable amount of the investment has been determined based on its value in use. The recoverable amount of the investment was determined to be lower than its carrying amount, hence the impairment loss of GEL 2,550 thousand was recognized in the statement of profit or loss as at 31 December 2024. As a result, carrying amount of the investment has been decreased to GEL 200 thousand.

The following key assumptions were used in discounted cash flow projections:

- Cash flows were projected based on actual operating results in 2024 and a three-year forecast.
- Revenue was projected to increase by 22% in 2025, followed by 63% increase in 2026 and 37% in 2027.
- EBITDA was forecasted to grow by 54% in 2024, 72% in 2026, and 202% in 2027, with positive net cash flows expected from 2027 onwards.
- A post-tax discount rate of 16.8% was applied in determining the recoverable amount. A terminal value was derived at the end of the three-year period, with a long-term growth rate of 3% applied for the terminal period, equal to the target inflation set by the National Bank of Georgia.

The key assumptions to which the impairment model is most sensitive include:

- Revenue increase – a 5% decrease in annual revenue would have resulted in the recoverable amount of nil (5% increase in annual revenue would have resulted in a decrease in the impairment loss of approximately GEL 262 thousand).
- Discount rate – an increase of 1% point in the discount rate would have resulted in an additional impairment loss of approximately GEL 42 thousand (decrease of 1% point in the discount rate would have resulted in a decrease in the impairment loss of approximately GEL 50 thousand).

As at 31 December 2025, management has not identified indicators of reversal of previously recognized impairment charges.

No impairment indicators were identified for investment in Curatio JSC as at 31 December 2025 and 2024.

12. Other assets

'000 GEL	31 December 2025	31 December 2024
Advances to subsidiaries and other counterparties	1,403	1,121
Advances to subsidiaries and other counterparties for medical services	186	118
Others	533	633
Total	2,122	1,872

13. Cash and cash equivalents

‘000 GEL	<u>31 December 2025</u>	<u>31 December 2024</u>
Cash in banks	7,225	6,599
Cash and cash equivalents in the separate statement of financial position and in the separate statement of cash flows	<u>7,225</u>	<u>6,599</u>

The Company’s exposure to credit risk, interest rate risk and a sensitivity analysis for financial assets and liabilities are disclosed in Note 19.

14. Equity

(a) Subscribed capital

The subscribed and paid-in capital of the Company is specified below. Each share entitles the holder to one vote in the shareholders meetings of the Company.

Subscribed, issued and paid-in capital	<u>31 December 2025</u>		<u>31 December 2024</u>	
	<u>Number of shares</u>	<u>Par value</u>	<u>Number of shares</u>	<u>Par value</u>
‘000 GEL				
Ordinary shares	1,500	25.31	1,500	25.31

The holders of ordinary shares are entitled to receive dividends as declared from time to time.

(b) Dividends

The ability of the Company to declare and pay dividends is subject to the rules and regulations determined in the Georgian legislation. Effective 1 January 2022, having regard to the interim or annual financial results, a joint-stock company may, as provided for by law, adopt a decision on the distribution of profits to the subscribed shares in the form of dividends, unless:

- (i). before or as a result of the distribution of dividends, the net assets as set out in the most recent financial statements of a joint-stock company are lower than the amount of the subscribed capital, plus the reserves determined by law or the statute, which may not be distributed to shareholders;
- (ii). the amount of dividends to be distributed exceeds the amount of the net profit of the joint-stock company specified in the most recent financial statements, or in the case of interim dividends, earned after drawing up the most recent financial statements, plus any profits brought forward and amounts drawn from free reserves, less any losses brought forward and sums placed in reserves in accordance with law or the statute;
- (iii). by the date dividends are distributed or as a result of the distribution of dividends, a joint-stock company will become insolvent or face the risk of insolvency.

During 2025, the Company declared and paid dividends of GEL 7,808 thousand to its shareholders (2024: declared and paid dividends of GEL 7,407 thousand). Dividend per ordinary share amounted to GEL 5.21 (2024: 4.94).

(c) Revaluation reserve

The revaluation reserve relates to the revaluation of property and equipment (see also Note 8).

15. Insurance and reinsurance contract assets and liabilities

(a) Movements in insurance contract liabilities

‘000 GEL	31 December 2025				31 December 2024			
	Liability for incurred claims			Total	Liability for incurred claims			Total
Liability for remaining coverage	Estimates of present value of FCF	Risk adjustment for non- financial risk	Total		Liability for remaining coverage	Estimates of present value of FCF	Risk adjustment for non- financial risk	
Insurance contract liabilities as at 1 January	12,944	21,117	18,656	52,717	11,423	10,494	11,839	33,756
Insurance revenue	(234,417)	–	–	(234,417)	(201,052)	–	–	(201,052)
Insurance service expenses:								
Incurred claims and other directly attributable expenses	–	209,643	16,085	225,728	–	166,567	10,422	176,989
Changes that relate to past service - adjustments to the LIC	–	(2,848)	(14,726)	(17,574)	–	6,826	(4,390)	2,436
Insurance service expenses	–	206,795	1,359	208,154	–	173,393	6,032	179,425
Finance expense from insurance contracts	–	532	327	859	–	1,244	785	2,029
Total changes in the statement of profit and loss	(234,417)	207,327	1,686	(25,404)	(201,052)	174,637	6,817	(19,598)
Cashflows								
Premiums received net of acquisition costs	232,473	–	–	232,473	202,573	–	–	202,573
Claims and other directly attributable expenses paid	–	(205,996)	–	(205,996)	–	(164,014)	–	(164,014)
Total cash inflows / (outflows)	232,473	(205,996)	–	26,477	202,573	(164,014)	–	38,559
Insurance contract liabilities as at 31 December	11,000	22,448	20,342	53,790	12,944	21,117	18,656	52,717

(b) Movements in reinsurance contract assets

‘000 GEL	31 December 2025				31 December 2024			
	Asset for incurred claims			Total	Asset for incurred claims			Total
	Asset for remaining coverage	Estimates of present value of FCF	Risk adjustment for non- financial risk		Asset for remaining coverage	Estimates of present value of FCF	Risk adjustment for non- financial risk	
Reinsurance contract assets as at 1 January	(10,263)	(19,797)	(1,079)	(31,139)	(5,504)	(12,239)	(871)	(18,614)
Reinsurance expense								
Allocation of reinsurance premiums	56,665	–	–	56,665	82,595	–	–	82,595
Reinsurance share in incurred claims	–	(45,005)	(985)	(45,990)	–	(67,814)	(1,079)	(68,893)
Changes that relate to past service - adjustments to the AIC	–	2,916	1,096	4,012	–	(3,426)	913	(2,513)
Net expenses from reinsurance contracts	56,665	(42,089)	111	14,687	82,595	(71,240)	(166)	11,189
Net finance income from reinsurance contracts	–	(364)	(17)	(381)	–	(1,026)	(42)	(1,068)
Total changes in the statement of profit and loss	56,665	(42,453)	94	14,306	82,595	(72,266)	(208)	10,121
Cashflows								
Premiums paid net of commission income	(57,047)	–	–	(57,047)	(87,354)	–	–	(87,354)
Claims recovered	–	48,021	–	48,021	–	64,708	–	64,708
Total cash inflows / (outflows)	(57,047)	48,021	–	(9,026)	(87,354)	64,708	–	(22,646)
Reinsurance contract assets held as at 31 December	(10,645)	(14,229)	(985)	(25,859)	(10,263)	(19,797)	(1,079)	(31,139)

(c) Gross claims development

‘000 GEL	2018 and earlier	2019	2020	2021	2022	2023	2024	2025	Total
Estimate of cumulative claims									
Accident year	78,100	66,939	86,714	100,317	110,010	125,196	125,100	163,154	855,530
One year later	76,802	65,482	82,343	95,939	108,536	129,258	124,569	–	682,929
Two years later	76,792	65,490	82,802	95,442	109,234	124,149	–	–	553,909
Three years later	76,789	66,069	82,778	95,309	109,263	–	–	–	430,208
Four years later	76,800	66,065	83,013	95,645	–	–	–	–	321,523
Five years later	78,680	66,095	82,609	–	–	–	–	–	227,384
Six years later	77,994	66,096	–	–	–	–	–	–	144,090
Seven years later	77,883	–	–	–	–	–	–	–	77,883
Current estimate of incurred claims	77,883	66,096	82,609	95,645	109,263	124,149	124,569	163,154	843,368
Cumulative payments to date	75,720	66,080	82,571	95,156	108,649	123,591	122,572	140,953	815,292
Gross outstanding claims	2,163	16	38	489	614	558	1,997	22,201	28,076
Cash inflow from regress									(5,394)
Effect of discounting									(386)
Risk adjustment for non-financial risk									20,494
Liability for incurred claims									42,790

(d) Significant judgements and estimates

(i) Fulfilment cash flows

Fulfilment cash flows comprise:

- estimates of future cash flows;
- discounting rate adjustment - to reflect the time value of money and the financial risks related to future cash flows, to the extent that the financial risks are not included in the estimates of future cash flows; and
- a risk adjustment for non-financial risk.

Estimates of future cash flows

In estimating future cash flows, the Company incorporates, in an unbiased way, all reasonable and supportable information that is available without undue cost or effort at the reporting date. The Company uses claims paid chain ladder models in order to derive cash flows estimates for incurred claims. Directly attributable cash flows include payments to (or on behalf of) policyholders, insurance acquisition cash flows and other costs that are incurred in fulfilling contracts.

Insurance acquisition cash flows arise from the activities of selling, underwriting and starting a group of contracts that are directly attributable to the portfolio of contracts. Other costs that are incurred in fulfilling the contracts include claims handling, maintenance, administration costs.

(ii) Discount rate

The Company has established discount yield curves using risk-free rates adjusted to reflect the appropriate illiquidity characteristics of the applicable insurance contracts. Measurement of liabilities for incurred claims includes discounting adjustment for time value of money. Measurement of the liability for remaining coverage does not include an adjustment for the time value of money and the effect of financial risk as the premium due date and the related period of services are less than 12 months apart.

(iii) Risk adjustments for non-financial risk

Risk adjustments for non-financial risk are determined to reflect the compensation that the individual issuing entity would require for bearing non-financial risk. Risk adjustments for non-financial risk reflect the diversification benefits from contracts issued by the entity, in a way that is consistent with the compensation that it would require and that reflects its degree of risk aversion, and the effects of the diversification benefits are determined using a correlation matrix technique.

The risk adjustments for non-financial risk are determined through calculating stress case scenario, applied to basic scenario methodologies used to determine fulfilment cash flows, and non-model risk adjustment.

Stress case scenario methodology is based on chain ladder model, which uses only on historical development factors, but also estimation of development factor curves for several scenarios. Management estimated that recent adverse events (Russian Ukrainian war) has changed customer behavior and historical development factors may not be useful. Management used scenario analysis for alternative methodology and in order to calculate risk adjustment.

Non-model risk adjustment was determined with addition of geopolitical risk premium adjustment to cost of capital for Georgian entities. Non-model risk adjustment amounted to 20% (2024: 20%) and was applied to total fulfilment cash flows calculated using alternative methodology.

The Company estimates that the total risk adjustments recognized by the Company correspond to a confidence level of 78% (2024: 75%).

Management recognizes risk adjustment for non-financial risk using consistent estimates subsequent to adoption of IFRS 17. Underlying assumptions for risk adjustment were consistent for 2025, 2024 and all periods since adoption of IFRS 17. The majority of non-financial risk, for which risk adjustment had been recognized, expired.

16. Investment contract liabilities

	31 December 2025	31 December 2024
Number of registered participants in the voluntary funds	11,393	12,876
Total assets under management (in ‘000 GEL)	1,760	1,901

Participants have a right to call their investments on demand. Participants receive income based on the average yield of term deposits of the Company.

17. Trade and other payables

‘000 GEL	31 December 2025	31 December 2024
Employee liabilities	1,482	2,670
Lease liabilities	707	609
Payable to the subsidiary for capital contribution	–	750
Other liabilities	940	1,052
Total	3,129	5,081

18. Insurance risk management

(a) Risk management objectives and policies for mitigating insurance risk

The primary insurance activity carried out by the Company assumes the risk of loss from individuals or organisations that are directly subject to the risk. Such risks may relate to property, liability, accident, health, cargo or other perils that may arise from an insurable event. As such the Company is exposed to the uncertainty surrounding the timing and severity of claims under the insurance contract. The principal risk is that the frequency and severity of claims is greater than expected. Insurance events are, by their nature, random, and the actual number and size of events during any one year may vary from those estimated using established statistical techniques.

Risks under non-life insurance policies usually cover twelve-month duration. For general insurance contracts the most significant risks arise from changes in the relevant legal environment, changes in behaviour of policyholders, natural disasters and terrorist activities. For healthcare contracts the most significant risks arise from epidemics, natural disasters and increases in health care costs.

The Company also has exposure to market risk through its insurance activities. The Company manages its insurance risk through the use of established statistical techniques, reinsurance of risk concentrations, underwriting limits, approval procedures for transactions, pricing guidelines and monitoring of emerging issues.

(i) Underwriting strategy

The Company's underwriting strategy seeks diversity so that the portfolio at all times includes several classes of non-correlating risks and that each class of risk, in turn, is spread across a large number of policies. Management believes that this approach reduces the variability of the outcome.

The strategy is implemented through underwriting guidelines that determine detailed underwriting rules for each type of product. The guidelines contain insurance concepts and procedures, descriptions of inherent risk, terms and conditions, rights and obligations, documentation requirements, template agreement/policy examples, rationale of applicable tariffs and factors that would affect the applicable tariff. The tariff calculations are based on probability and variation.

Adherence to the underwriting guidelines is monitored by management on an on-going basis.

Strict claim review policies to assess all new and on-going claims, regular detailed review of claims handling procedures and investigation of possible fraudulent claims are all policies and processes put in place to reduce claims. Where appropriate, the Company further enforces a policy of actively managing and promoting pursuing of claims, in order to reduce its exposure to unpredictable future developments that can negatively impact the Company.

(ii) Reinsurance strategy

In order to reduce the insurance risks the Company utilises a reinsurance program. The majority of reinsurance business ceded is placed on a proportional and quota share/excess of loss basis with retention limits varying by product line (for all significant risks in all business lines the Company writes business only with facultative cover with no significant retention).

Amounts recoverable from reinsurers are estimated in a manner consistent with the assumptions used for ascertaining the underlying liabilities for incurred claims. Although the Company has reinsurance arrangements, it is not relieved of its direct obligations to its policyholders and thus a credit exposure exists with respect to reinsurance ceded, to the extent that any reinsurer is unable to meet its obligations under such reinsurance agreements. Reinsurance is placed with high rated counterparties and concentration of risk is avoided by following policy guidelines in respect of counterparties' limits that are set each year and are subject to regular reviews. At the end of each reporting period, management performs an assessment of creditworthiness of reinsurers to update reinsurance purchase strategy and ascertaining suitable allowance for impairment of reinsurance assets.

(b) Concentrations of insurance risk

A key aspect of the insurance risk faced by the Company is the extent of concentration of insurance risk which may exist where a particular event or series of events could impact significantly upon the Company's liabilities. Such concentrations may arise from a single insurance contract or through a number of related contracts with similar risk features, and relate to circumstances where significant liabilities could arise. An important aspect of the concentration of insurance risk is that it may arise from the accumulation of risks within a number of individual classes or contract tranches. The Company has insurance contracts through different lines of businesses in order to reduce concentration risks.

'000 GEL	31 December 2025		31 December 2024	
	LRC	LIC	LRC	LIC
Medical*	(5,305)	19,971	(4,710)	18,863
Property	2,865	10,879	2,442	6,833
Motor	1,040	5,127	2,293	5,143
Bonds**	6,600	(2,086)	6,275	(1,999)
Liabilities	3,942	3,572	4,923	8,022
Credit insurance	1,430	3,552	1,249	2,145
Other	428	1,775	472	766
Total	11,000	42,790	12,944	39,773

* The negative LRC in the Medical line of business is primarily due to recognized insurance revenue for services provided, plus deferred insurance acquisition cash flows, exceeding the premiums received.

** The negative LIC in the Bonds line of business is primarily due to subrogation receivables exceeding outstanding claims.

The Company's key methods in managing these risks are two-fold. Firstly, the risk is managed through appropriate underwriting. Underwriters are not permitted to underwrite risks unless the expected profits are commensurate with the risks assumed. Secondly, the risk is managed through the use of reinsurance. The Company purchases reinsurance coverage for various classes of its business. The Company assesses the costs and benefits associated with the reinsurance programme on an on-going basis.

Sensitivities

Management believes that, due to the short-tailed nature of the Company's insurance portfolios, performance is primarily sensitive to changes in expected loss ratios. Claims experience is monitored on an ongoing basis and insurance tariffs are regularly updated to reflect emerging trends. These developments are also considered in the measurement of liabilities for incurred claims and the related risk adjustment, ensuring that current expectations of future cash flows and uncertainty are appropriately reflected.

19. Financial instruments and risk management

(a) Fair value of financial assets and liabilities

Management believes that the fair value of the Company's financial assets and financial liabilities approximates their carrying amounts due to short maturities of most of the aforementioned instruments.

(b) Governance framework

The primary objective of the Company's risk and financial management framework is to protect the Company's shareholders from events that hinder the sustainable achievement of financial performance objectives, including failing to exploit opportunities. Management recognizes the critical importance of having efficient and effective risk management systems in place.

The Supervisory Board of the Company has overall responsibility for the oversight of the risk management framework. Management of the Company is responsible for the management of key risks, designing and implementing risk management and control procedures as well as approving large exposures.

Risk management policies and systems are reviewed regularly to reflect the changes in market conditions and the Company's activities.

(c) Regulatory framework

Regulators are primarily interested in protecting the rights of the policyholders. At the same time, the regulators are also interested in ensuring that the Company maintains an appropriate solvency position to meet unforeseen liabilities arising from economic shocks of natural disasters. Regulations not only prescribe approval and monitoring of activities, but also impose certain restrictive provisions (e.g. capital adequacy) to minimize the risk of default and insolvency on the insurance companies to meet unforeseen liabilities as these arise.

(d) Asset liability management (ALM) framework

Financial risks arise from open positions in interest rate, currency and equity products, all of which are exposed to general and specific market movements. The main risks that the Company faces due to the nature of its investments and liabilities are currency risk, credit risk, interest rate risk and insurance risk. The principal technique of the Company's ALM is to match assets to the liabilities arising from insurance contracts by reference to the type of benefits payable to contract holders. The Company's ALM also forms an integral part of the insurance risk management policy, to ensure in each period that sufficient cash flow is available to meet liabilities arising from insurance contracts.

(e) Financial risk

The Company has exposure to the following risks from its use of financial instruments:

- credit risk (see Note 19(e)(i));
- liquidity risk (see Note 19(e)(ii));
- market risk (see Note 19(e)(iii)).

(i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The maximum exposure to credit risk for the components of the separate statement of financial position as at reporting date was as follows:

‘000 GEL	<u>31 December 2025</u>	<u>31 December 2024</u>
<i>Low risk</i>		
Bank deposits	59,778	55,274
Reinsurance contract assets held	25,859	31,139
Loans receivable	3,495	3,459
Cash and cash equivalents	7,225	6,599
Total credit risk exposure	<u>96,357</u>	<u>96,471</u>

Low risk - the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and adverse changes in economic and business conditions in the longer term may not likely reduce the ability of the borrower to fulfil its contractual cash flow obligations.

High risk - the counterparties have a weak capacity to meet their contractual cash flow obligations in the near term and adverse changes in economic and business conditions in the longer term may likely increase the ability of the counterparties to fulfil their contractual cash flow obligations.

The cash and cash equivalents and bank deposits are mainly held with Georgian banks with short term issuer default rating of B, based on Fitch Rating. Bank deposits are represented by placements with Georgian commercial banks with maturity of one year and earn annual interest rate of 10.75% to 14% during 2025 (2024: 10% to 12.5%). The Company does not expect any counterparty to fail to meet its obligations. All balances are categorized under Stage 1. Estimated credit loss for bank deposits as at 31 December 2025 amounted to GEL 481 thousand (31 December 2024: GEL 361 thousand). Estimated credit loss for cash and cash equivalents as at 31 December 2025 and 31 December 2024 is assessed as immaterial.

Loans receivable of GEL 3,495 thousand (31 December 2024: GEL 3,459 thousand) are due from subsidiary, Curatio JSC. The management believes that as at 31 December 2025 and 31 December 2024, balances of loan receivables are fully recoverable. Management estimates the credit risk of counterparty approximates default rating of B. Management estimates that potential ECL is not material as at 31 December 2025 and 31 December 2024.

Reinsurance contract asset held of GEL 25,859 thousand (31 December 2024: GEL 31,139 thousand) are mainly held with reputable reinsurance companies with short term issuer default rating of BBB, based on Fitch Rating. The Company does not expect any counterparty to fail to meet its obligations. All balances are categorized under Stage 1. Estimated credit loss for reinsurance contract asset held as at 31 December 2025 and 31 December 2024 is assessed as immaterial.

(ii) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The following policies and procedures are in place to mitigate the Company's exposure to liquidity risk:

- Liquidity risk policy setting out the assessment and determination of what constitutes liquidity risk for the Company. The policy is regularly reviewed for pertinence and for changes in the risk environment.
- Set guidelines on asset allocations, portfolio limit structures and maturity profiles of assets, in order to ensure sufficient funding available to meet insurance contracts obligations.
- Setting up contingency funding plans which specify minimum proportions of funds to meet emergency calls as well as specifying events that would trigger such plans.

All of the Company's financial and insurance and reinsurance contract related assets and liabilities, are due to be recovered or settled during the twelve months after the reporting date.

(iii) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

To mitigate the Company's exposure to market risk policies and procedures are in place to set and monitor asset allocation and portfolio limit structures.

Currency risk

Management is responsible for continuously monitoring the development of exchange rates and foreign currency markets. The Company aims to close currency positions and ensures that an open currency position remains within the limits at all times.

The following table shows the foreign currency structure of monetary assets and liabilities, insurance and investment contract assets and liabilities at 31 December 2025 and 2024:

‘000 GEL	31 December 2025		31 December 2024	
	USD	EUR	USD	EUR
Reinsurance contract assets held	9,475	(6,963)	15,861	(4,386)
Cash and cash equivalents	987	43	1,264	734
Bank deposits	–	–	–	2,931
Total assets	10,462	(6,920)	17,125	(721)
Liabilities				
Investment contract liabilities	1,595	25	1,744	24
Insurance contract liabilities	14,285	2,416	18,189	3,251
Total liabilities	15,880	2,441	19,933	3,275
Net position	(5,418)	(9,361)	(2,808)	(3,996)

The following significant exchange rates have been applied during the year:

	Average rate		Reporting date spot rate	
	2025	2024	31-Dec-2025	31-Dec-2024
USD 1	2.7422	2.7208	2.6951	2.8068
EUR 1	3.0960	2.9440	3.1737	2.9306

Sensitivity analysis

A reasonably possible strengthening/(weakening) of GEL, as indicated below, against USD and EUR at 31 December would have affected the measurement of insurance and reinsurance contracts and financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. The analysis assumes that all other variables remain constant.

‘000 GEL	31 December 2025	31 December 2024
10% appreciation of USD against GEL	(542)	(281)
10% depreciation of USD against GEL	542	281
10% appreciation of EUR against GEL	(936)	(400)
10% depreciation of EUR against GEL	936	400

Interest rate risk

Interest rate risk is the risk that fluctuations in market interest rates will affect adversely the financial position and the results of operations of the Company.

Exposure to interest rate risk

As at 31 December 2025, the Company did not have the variable interest-bearing financial instruments (31 December 2024: nil).

Fair value sensitivity analysis for fixed rate instruments

The Company does not account for any fixed-rate financial instruments at fair value through profit or loss or at fair value through other comprehensive income. Therefore, a change in interest rates at the reporting date would not have an effect in profit or loss or in equity.

(f) Capital management

(i) Capital management objectives, policies and approach

The main objective of capital management is to monitor and maintain, at all times, an appropriate level of capital which is commensurate with the Company’s risk profile. The capital management of the Company has the following objectives:

- Compliance with the requirements of Insurance State Supervision Services of Georgia;
- Maintaining the composition and structure of the assets accepted to cover insurance liabilities, when due and to exceed regulatory requirements; and
- Maintaining the required level of stability of the Company thereby providing a degree of security to policyholders.

It is in the Company’s interest to maintain adequate capital resources at all times and to fulfill respective minimum regulatory capital requirements. The Company has traditionally had very good capital resources. Maintaining this good capital base in the future is also important to the Company, both to allow to take advantage of profitable growth opportunities and to cushion the effects of large loss events.

As part of the process in monitoring and managing its capital, the Company refers to its Asset Management Plan (“AMP”), which is focused on enabling the Company to constantly maintain a minimum level of funds, placed in top Georgian banks. Control of the structure of assets are carried out by means of monthly reports to the shareholder, containing the relevant calculations to be verified by Chief Financial Officer of the Company.

(ii) Regulatory requirements

The insurance sector in Georgia is regulated by the Insurance State Supervision Service of Georgia (“ISSSG”). The ISSSG imposes minimum capital requirements for insurance companies. These requirements are put in place to ensure sufficient solvency margins.

The Company makes certain adjustments to the IFRS Accounting Standards equity in the separate statement of financial position in order to arrive to the ISSSG prescribed capital.

The Company manages its capital requirements by preventing shortfalls between reported and required capital levels on a regular basis. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid or inject further capital.

The Company was in compliance with the externally imposed capital requirements from ISSSG at the end of the reporting period and no changes were made to its objectives, policies and processes from the previous year for managing capital.

On 16 September 2016, ISSSG issued directives №15 and №16 on the determination of the Regulatory Solvency Margin (“RSM”) and Regulatory Capital, respectively. The laws also impose the requirements on maintaining minimum Regulatory Capital as opposed to RSM. According to ISSSG directive №16, the Regulatory Capital should exceed the greater of RSM and GEL 7,200.

The Regulatory Capital is determined based on the IFRS equity, adjusted for, for example, investments in subsidiaries and associates, unsecured loans and borrowings, etc. as prescribed by the ISSSG directive №16.

As at 31 December 2025, the Company was in compliance with the level of Regulatory Capital in excess of RSM.

20. Related party transactions and balances

(a) Control relationships

As at 31 December 2025 and 31 December 2024, 90% of the Company’s ordinary shares are directly held by ATBIH GmbH, and the remaining 10% are held by Soft International Georgia LLC.

As at 31 December 2025 and 31 December 2024, the Company’s intermediate parent is VIG. The Company is ultimately controlled by Wiener Stadtische Wechselseitiger Versicherungsverein – Vermögensverwaltung – Vienna Insurance Group, Vienna. The annual report of VIG will be publicly available on its website: www.group.vig.

(b) Transactions with key management personnel

Key management remuneration

The key management remuneration contains the salaries and bonuses of the key management and the members of the Supervisory Board of the Company:

‘000 GEL	2025	2024
Payroll	1,495	1,441
Bonuses	1,196	1,400
Other benefits	6	6
	2,697	2,847

(c) Other related party transactions

‘000 GEL	Transaction value for the year ended 31 December		Outstanding balance as at 31 December	
	2025	2024	2025	2024
Insurance service revenue:				
Entities under common control	1,444	856	–	–
Insurance service expense:				
Subsidiaries	(9,354)	(7,541)	498	258
Intermediate parent	(1,665)	–	–	–
Entities under common control	(678)	–	(421)	–
Loans receivable:				
Subsidiary*	284	286	3,495	3,459
Receivable related to sale of insurance software:				
Entities under common control	–	–	160	160
Reinsurance contract assets held:				
Intermediate parent	1,760	(1,730)	(477)	(1,025)
Entities under common control	7,490	(5,064)	13,116	11,926
Capital contribution:				
Subsidiary**	–	1,250	–	(750)

* The loans given to related parties above are denominated in GEL and bear an interest rate of 12%. Transaction value represents interest income accrued and received on loans issued. No principal amounts were disbursed or repaid during 2025 and 2024.

** The payable to the subsidiary relating to a capital contribution, amounting to GEL 750 thousand as at 31 December 2024, was paid in 2025 (see also Note 11(a)).

21. Contingencies and commitments

(a) Legal proceedings

In the normal course of business, the Company is a party to legal actions, mainly related to claims or subrogation payments.

There are no major legal disputes as of the reporting date which could have a material impact on the Company’s financial position.

(b) Taxation contingencies

The taxation system in Georgia is relatively new and is characterised by frequent changes in legislation, official pronouncements and court decisions, which are sometimes unclear, contradictory and subject to varying interpretation. A tax year remains open for review by the tax authorities during the three subsequent calendar years, however under certain circumstances a tax year may remain open longer. These circumstances may create tax risks in Georgia that are more significant than in other countries with more developed taxation systems. Management believes that it has provided adequately for tax liabilities based on its interpretations of applicable Georgian tax legislation, official pronouncements and court decisions. However, the interpretations of the relevant authorities could differ and the effect on these separate financial statements, if the authorities were successful in enforcing their interpretations, could be significant.

22. Basis of measurement

The separate financial statements are prepared on the historical cost basis except for property and equipment, land and building class which is carried at revalued amount. In addition, the insurance and reinsurance contracts are measured at the estimated fulfilment cash flows that are expected to arise as the Company fulfils its contractual obligations in accordance with IFRS 17.

23. Material accounting policies

The Company has consistently applied the following accounting policies to all periods presented in these separate financial statements, except if mentioned otherwise.

(a) Investments in subsidiaries

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The investments in subsidiaries are accounted at cost in the separate financial statements from the date that control effectively commences until the date that control effectively ceases.

Investments in subsidiaries are accounted at cost less impairment losses.

(b) Foreign currency transactions

Transactions in foreign currencies are translated to the functional currency of the Company at exchange rates determined by National Bank of Georgia at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest, impairment and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the reporting period.

Non-monetary items in a foreign currency that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising in translation are recognised in profit or loss.

(c) Insurance contracts

(i) Classification of contracts

The Company issues insurance contracts that transfer insurance risk. Insurance contracts are those contracts that whereby the Company accepts significant insurance risk from another party (the “policyholder”) by agreeing to compensate the policyholder or other beneficiary if a specified uncertain future event (the “insured event”) adversely affects the policyholder or other beneficiary are classified as insurance contracts.

The Company issues non-life insurance to individuals and businesses. Non-life insurance products offered include medical, property, motor, liability and others. These products offer protection of policyholder’s assets and indemnification of other parties that have suffered damage as a result of a policyholder’s actions.

Financial guarantee contracts are accounted for as insurance contracts. Deposits obtained under financial guarantee contracts are accounted under liability for remaining coverage with no profit or loss impact.

(ii) Level of aggregation

Insurance contracts are aggregated into groups for measurement purposes. Groups of insurance contracts are determined by identifying portfolios of insurance contracts, each comprising contracts subject to similar risks and managed together, and dividing each portfolio into annual cohorts (i.e. by year of issue). The Company identifies portfolio per lines of businesses of insurance and reinsurance contracts as generally all insurance contracts issued by the company has similar risks and characteristics.

(iii) Insurance acquisition cash flows

Under IFRS 17, insurance acquisition cash flows (IACFs) for contracts measured using the Premium Allocation Approach (PAA) are recognized as an asset when incurred and amortized over the expected coverage period, unless they are immediately expensed due to the contract being of a short duration.

In 2024, the Company reassessed its approach to identifying acquisition cash flows. In the prior year, both fixed and variable acquisition costs were included in IACFs. However, in the current year, the Company determined that recognizing only variable acquisition costs as IACFs provides a more faithful representation of the directly attributable nature of these expenses. This change enhances consistency with IFRS 17's requirement that only those acquisition cash flows directly attributable to portfolio-level contract issuance should be deferred. Had the prior-year approach been applied, the insurance contract liabilities as of 31 December 2024 would have been lower by GEL 1,103 thousand.

(iv) Recognition and measurement of contracts

The Company recognises insurance contracts issued from the earliest of the following:

- the beginning of the coverage period of the group of contracts, and
- the date when the first payment from a policyholder becomes due. If there is no contractual due date, then it is considered to be the date when the first payment is received from the policyholder.

The Company recognises initiated reinsurance contract that provide proportionate coverage at the later of:

- the beginning of the coverage period of the reinsurance contracts, and
- the initial recognition of any underlying contract.

(v) Contract boundaries

The measurement of a group of contracts includes all of the future cash flows within the boundary of each contract in the group, determined as follows:

Insurance contracts

Cash flows are within the boundary of a contract if they arise from substantive rights and obligations that exist during the reporting period under which the Company can compel the policyholder to pay premiums or has a substantive obligation to provide services.

A substantive obligation to provide services ends when:

- the Company has the practical ability to reassess the risks of the particular policyholder and can set a price or level of benefits that fully reflects those reassessed risks; or
- both of the following criteria are satisfied:
 - the Company has the practical ability to reassess the risks of the portfolio that contains the contract and can set a price or level of benefits that fully reflects the risks of that portfolio; and
 - the pricing of the premiums for coverage up to the reassessment date does not take into account risks that relate to periods after the reassessment date.

Reinsurance contracts

Cash flows are within the contract boundary if they arise from substantive rights and obligations that exist during the reporting period in which the Company is compelled to pay amounts to the reinsurer or has a substantive right to receive services from the reinsurer.

A substantive right to receive services from the reinsurer ends when the reinsurer:

- has the practical ability to reassess the risks transferred to it and can set a price or level of benefits that fully reflects those reassessed risks; or
- has a substantive right to terminate the coverage.

The contract boundary is reassessed at each reporting date and, therefore, may change over time.

(vi) Measurement

Premium Allocation Approach (PAA), which is a simplified measurement model under IFRS 17, is used to measure portfolio of the Company.

The Company reasonably expects that using PAA would produce a measurement of the liability for remaining coverage for the Company that would not differ materially from the one that would be produced applying the general measurement model requirements. Additionally, the coverage period of each contract is one year or less for more than 98% (2024: 98%) of portfolio. Therefore, the Company applies PAA approach.

Premium Allocation Approach (PAA) is used to measure reinsurance assets held of the Company as they bear same characteristics as underlying insurance contracts.

On initial recognition of each group of insurance contracts that are not onerous, the carrying amount of the liability for remaining coverage (“LRC”) is measured at the premiums received on initial recognition less any insurance acquisition cash flows at that date, including any amount arising from the derecognition at that date of any asset recognised for insurance acquisition cash flows paid before that date, plus or minus any other assets or liabilities previously recognised for cash flows related to that group.

For reinsurance contracts held on initial recognition, the Company measures the remaining coverage at the amount of ceding premiums paid.

Subsequent measurement under PAA

The carrying amount of a group of insurance contracts issued at the end of each reporting period is the sum of:

- the LRC; and
- the Liability Incurred Claims (“LIC”), comprising the fulfilment cash flows (“FCF”) related to past service allocated to the group at the reporting date.

The carrying amount of a group of reinsurance contracts held at the end of each reporting period is the sum of:

- the asset for remaining coverage, comprising of the ceding premiums payable and reinsurance commission receivable; and
- the asset for incurred claims, comprising the FCF related to past service allocated to the group at the reporting date expected to be recovered from reinsurers.

The Company estimates the liability for incurred claims as the fulfilment cash flows related to incurred claims. Fulfilment cash flows comprise estimates of future cash flows, an adjustment to reflect the time value of money and the financial risks related to future cash flows, to the extent that the financial risks are not included in the estimates of future cash flows, and a risk adjustment for non-financial risk.

The Company’s objective in estimating future cash flows is to determine the expected value of a range of scenarios that reflects the full range of possible outcomes. The cash flows from each scenario are discounted and weighted by the estimated probability of that outcome to derive an expected present value. The determination of the discount rate that reflects the characteristics of the cash flows and liquidity characteristics of the insurance contracts requires significant judgement and estimation.

Some insurance contracts permit the Company to sell (usually damaged) assets acquired in settling a claim (for example, salvage). The Company may also have the right to pursue third parties for payment of some or all costs (for example, subrogation).

Estimates of salvage and subrogation recoveries are included as a reduction to future cash outflows of the estimates of incurred claims liability. The allowance is the amount that can reasonably be recovered from the asset.

Onerous contract assessment

If at any time during the coverage period, facts and circumstances indicate that a group of contracts is onerous, then the Company recognises a loss in insurance service expense and increases the liability for remaining coverage to the extent that the current estimates of the fulfilment cash flows, determined under the general measurement model (GMM), that relate to remaining coverage (including the risk adjustment for non-financial risk) exceed the estimates of the fulfilment cash flows of future revenues. A loss component will be established for the amount of the loss recognised. Subsequently, the loss component will be remeasured at each reporting date as the difference between the amounts of the fulfilments cash flows determined under the GMM relating to the future service and those relating to the future revenue. The onerous contract assessment is carried out on quarterly basis at cohort level.

Where the Company recognises a loss on initial recognition of an onerous group of underlying insurance contracts or when further onerous underlying insurance contracts are added to a group, the Company establishes a loss-recovery component of the asset for remaining coverage for a group of reinsurance contracts held depicting the recovery of losses. The Company calculates the loss-recovery component by multiplying the loss recognised on the underlying insurance contracts and the percentage of claims on the underlying insurance contracts the Company expects to recover from the group of reinsurance contracts held. The loss-recovery component adjusts the carrying amount of the asset for remaining coverage.

(vii) Derecognition and contract modification

The Company derecognises a contract when it is extinguished i.e., when the specified obligations in the contract expire or are discharged or cancelled. The Company also derecognises a contract if its terms are modified in a way that would have changed the accounting for the contract significantly had the new terms always existed, in which case a new contract based on the modified terms is recognised. If a contract modification does not result in derecognition, then the company treats the changes in cash flows caused by the modification as changes in the estimates of fulfilment cash flows.

(viii) Acquisition & attributable cost

Insurance acquisition cash flows are the costs that directly associated with selling and handling acquired contracts. The Company considers expenses for underwriting department, expenses for sales department, and commission expenses as acquisition costs. The Company has in place allocation technique to allocate the costs based on direct to indirect ratios. Both acquisition and attributable costs fall under the insurance service expense while the non-attributable costs are reported under other operating expenses and are not allocated to the groups of contracts.

(ix) Presentation

Insurance revenue

For contracts measured under the PAA, the insurance revenue for each period is the amount of expected premium receipts for providing services in the period. The Company allocates the expected premium receipts to each period on the bases of the passage of time.

Insurance service expenses

Insurance service expenses include the following:

- incurred claims for the period;
- other incurred directly attributable expenses;
- insurance acquisition cash flows;
- changes that relate to past service – changes in the FCF relating to the LIC;
- changes that relate to future service – changes in the FCF that result in onerous contract losses or reversals of those losses.

Net expenses from reinsurance contracts

Net expenses from reinsurance contracts comprise reinsurance expenses less amounts recovered from reinsurers.

The Company recognises reinsurance expenses as it receives coverage or other services under groups of reinsurance contracts. For contracts measured under the PAA, the Company recognises reinsurance expenses based on the passage of time over the coverage period of a group of contracts.

Income and expenses from reinsurance contracts are presented separately from income and expenses from insurance contracts. Income and expenses from reinsurance contracts, other than insurance finance income or expenses, are presented on a net basis as 'reinsurance result' in the insurance service result.

(d) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits with maturities of three months or less from the acquisition date that are subject to insignificant risk of changes in their fair value.

(e) Financial instruments

Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(i) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

All financial assets of the Company are classified as measured under amortised cost.

Financial liabilities – Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

All financial liabilities of the Company are classified as measured under amortised cost.

(ii) Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised in its separate statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

(iii) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the separate statement of financial position when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(f) Property and equipment

Items of property and equipment, which do not qualify as investment property, are stated at cost, except the Land and building class that are stated at fair value, excluding the costs of day to day servicing, less accumulated depreciation and any impairment. Land is not depreciated.

The initial cost of property and equipment includes directly attributable costs of bringing the asset to its working condition for its intended use. Depreciation is calculated on a straight-line basis over the following estimated useful lives:

• Buildings	25-50 years
• Computers and related equipment	3- 5 years
• Motor vehicles	2-7 years
• Office furniture and equipment	7-10 years
• Leasehold improvements	Lease term

An item of property and equipment is derecognized upon disposal or when no future economic benefits from the use of the asset are expected. Any gain or loss arising on de-recognition of the asset is included in profit or loss in the year the asset is derecognized.

The cost of replacing a component of an item of property and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised. The costs of the day-to-day servicing, such as repairs and maintenance expenditure, of property and equipment are recognised in profit or loss as incurred.

(g) Subscribed capital

Subscribed capital is classified as equity.

(h) Impairment

Non-financial assets

The carrying amounts of the Company's non-financial assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated to reduce the carrying amounts of the assets in the CGU on a pro rata basis.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(i) Income tax

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. Current tax payable also includes any tax liability arising from dividends.

On 13 May 2016 the Parliament of Georgia passed the bill on corporate income tax reform (also known as the Estonian model of corporate taxation), which mainly moves the moment of taxation from when taxable profits are earned to when they are distributed. The law has entered into force in 2016 and is effective for tax periods starting after 1 January 2017 for all entities except for financial institutions (such as banks, insurance companies, microfinance organizations, pawnshops), for which the law was intended to become effective from 1 January 2019. On 28 December 2018, the law was further amended, making 1 January 2023 effective date for enacting the law for financial institutions. On 16 December 2022, the effective date was again postponed to 1 January 2024. The law became effective on 1 January 2024.

The new system of corporate income taxation does not imply exemption from Corporate Income Tax (CIT), rather CIT taxation is shifted from the moment of earning the profits to the moment of their distribution; i.e. the main tax object is distributed earnings. The Tax Code of Georgia defines Distributed Earnings (DE) to mean profit distributed to shareholders as a dividend. However some other transactions are also considered as DE, for example non-arm's length cross-border transactions with related parties and/or with persons exempted from tax are also considered as DE for CIT purposes. In addition, the tax object includes expenses or other payments not related to the entity's economic activities, free of charge supply and over-limit representative expenses.

The corporate income tax arising from the payment of dividends is accounted for as an expense in the period when dividends are declared, regardless of the actual payment date or the period for which the dividends are paid. The amount of tax payable on a dividend distribution is calculated as 15/85 of the amount of the net distribution.

(ii) Deferred tax

Due to the nature of the new taxation system described above, the entities registered in Georgia do not have any differences between the tax bases of assets and liabilities and their carrying amounts and hence, no deferred income tax assets and liabilities arise.

(j) Interest income and expenses and fee and commission income

Interest income and expense are recognised in profit or loss as they accrue, taking into account the effective interest rate of the asset/liability. Interest income and expense includes the amortisation of any discount or premium or other differences between the initial carrying amount of an interest bearing instrument and its amount at maturity calculated on an effective interest rate basis.

Loan arrangement fees, loan servicing fees and other fees that are considered to be integral to the overall profitability of a loan, together with the related direct costs, are deferred and amortized to the interest income over the estimated life of the financial instrument using the effective interest rate method. Other fee and commission income is recognised when the corresponding service is provided.

24. New standards and interpretations not yet adopted

A number of new standards are effective for annual periods beginning after 1 January 2025 and earlier application is permitted; however, the Company has not early adopted the new or amended standards in preparing these separate financial statements.

(a) IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 will replace IAS 1 *Presentation of Financial Statements* and applies for annual reporting periods beginning on or after 1 January 2027. The new standard introduces the following key new requirements.

- Entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly-defined operating profit subtotal. Entities' net profit will not change.
- Management-defined performance measures (MPMs) are disclosed in a single note in the financial statements.
- Enhanced guidance is provided on how to group information in the financial statements.

In addition, all entities are required to use the operating profit subtotal as the starting point for the statement of cash flows when presenting operating cash flows under indirect method.

The Company is still in the process of assessing the impact of the new standard, particularly with respect to the structure of the Company's statement of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Company is also assessing the impact on how information is grouped in the financial statements, including for items currently labelled as "other".

(b) Other accounting standards

The following new and amended standards are not expected to have a significant impact on the Company's separate financial statements:

- *Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7).*
- *Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7).*