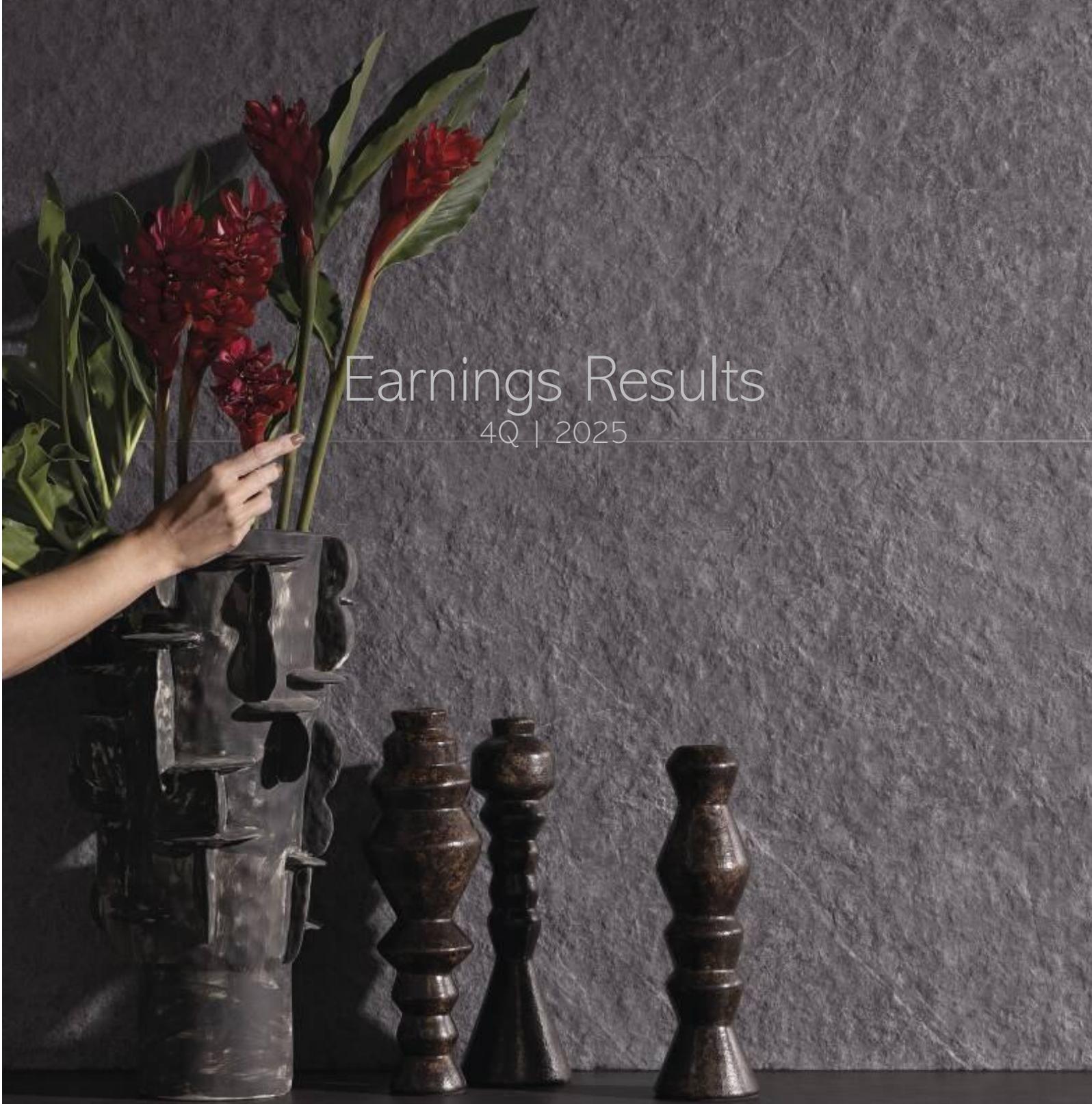


Earnings Results
4Q | 2025



PBG S.A. and subsidiaries

**Financial statements
December 31, 2025 and 2024**

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Independent auditors' report on the individual and consolidated financial statements

To the Management and Shareholders of PBG S.A.

Tijucas – Santa Catarina

Opinion

We have audited the individual and consolidated financial statements of PBG S.A. ("Company"), identifying as individual and consolidated financial statements, respectively, which comprise the balance sheet as of December 31, 2025, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

Opinion on the individual financial statements

In our opinion, the accompanying individual financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025, and its financial performance and its cash flows for the year then ended in accordance with Brazilian accounting policies.

Opinion on the consolidated financial statements

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company and its subsidiaries as of December 31, 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended, in accordance with accounting policies adopted in Brazil and the international accounting standards (IFRS Accounting Standards) issued by the Company. International Accounting Standards Board (IASB).

Basis for opinion

We conducted our audit in accordance with International and Brazilian Standards on Auditing. Our responsibilities under those standards are further described in the "Auditors' Responsibilities for the Audit of Individual and Consolidated Financial Statements" section of our report. We are independent of the Company and its subsidiaries in accordance with the ethical requirements that are relevant to our audit of the financial statements and are set forth on the Professional Code of Ethics for Accountants and on the professional standards issued by the Regional Association of Accountants, and we have fulfilled our ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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

Realization of tax credits for tax losses and negative social contribution

See Notes 3.22, 4.c and 13.d to the individual and consolidated financial statements

Key audit matters	How the audit addressed this matter
<p>As of December 31, 2025, the Company recognized, in its individual and consolidated financial statements, deferred tax loss carryforwards in the amounts of R\$ 62,864 thousand and R\$ 73,633 thousand, respectively.</p> <p>These amounts should be recognized to the extent that it is probable that future taxable profits will be available against which they can be utilized, as required by CPC 32/IAS 12 – Income Taxes.</p> <p>The estimate of future taxable profit is based on a technical study prepared by management and involves the determination of certain significant assumptions, such as: revenue growth, reduction of operating and financial expenses.</p> <p>We consider this matter significant in our audit because the uncertainties related to the assumptions used to estimate the generation of future taxable profits have a significant risk of resulting in a material adjustment in the individual and consolidated financial statements.</p>	<p>Our audit procedures in this area included, among others:</p> <ul style="list-style-type: none"> • We obtained an understanding of the internal controls for determining, evaluating, and recognizing deferred income tax and social contribution. • We analyzed the memorandum prepared by Management that supports the accounting recognition of deferred income tax and contributions. • With the help of our corporate finance experts, we evaluated: <ul style="list-style-type: none"> (i) whether the main assumptions of revenue growth and reduction in operating and financial expenses used by the Company to estimate future taxable profits are based on historical and/or market data consistent with the reporting date and/or the budget approved by Management, and whether the arguments are reasonable. (ii) if the mathematical calculations in the technical study are correct and contain no errors; and (iii) whether the results of the technical study prepared by the Company are reasonable when compared with an independent calculation. • We assess whether the budget used for projection purposes is the one approved by the Administration; and • Whether the disclosures in the individual and consolidated financial statements comply with the requirements of applicable accounting standards and consider the relevant information. <p>During our audit, we identified adjustments that would impact the recognition of deferred tax assets. These adjustments were recorded by the</p>

	<p>Company as they were considered material.</p> <p>Based on the evidence obtained through the procedures summarized above, we consider the recognized amounts of deferred tax assets, as well as the respective disclosures, to be acceptable in the context of the individual and consolidated financial statements taken as a whole.</p>
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Other matters – Statements of value added

Statements of value added

The individual and consolidated statements of value added for the year ended December 31, 2025, prepared under the responsibility of the Company's management, and presented as supplementary information for IFRS Accounting Standards, were submitted to the same audit procedures followed together with the audit of the Company's financial statements. In order to form our opinion, we evaluated whether these statements are reconciled to the Company's financial statements and accounting records, as applicable, and whether their form and content are in accordance with the criteria set on Technical Pronouncement CPC 09 - Statement of Value Added. In our opinion, these statements of value added have been adequately prepared, in all material respects, according to the criteria set on this Technical Pronouncement and are consistent with the individual and consolidated financial statements taken as a whole.

Other information that accompanies the individual and consolidated financial statements and the independent auditors' report

Management is responsible for the other information. The other information comprises the Management Report.

Our opinion on the individual and consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the individual and consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work performed, we conclude that there is material misstatement of the Management Report, we are required to report on such fact. We have nothing to report on this.

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

Management is responsible for the preparation and fair presentation of these individual financial statements in accordance with accounting policies adopted in Brazil and the consolidated financial statements in accordance with accounting policies adopted in Brazil and with international accounting standards (IFRS Accounting Standards), issued by the International Accounting Standards Board. (IASB), and for such internal control as IASB determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the individual and consolidated 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 and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the Audit of the Individual and Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the individual and consolidated 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 Brazilian and international standards on auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Brazilian and international standards on auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. In addition:

- Identify and assess the risks of material misstatement of the individual and consolidated 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 material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the collusion, misrepresentation 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 and its subsidiaries' internal controls.
- 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 and its subsidiaries' ability to continue as a going concern. If we conclude that a material uncertainty exists, then we are required to draw attention in our auditors' report to the related disclosures in the individual and consolidated 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 report. However, future events or conditions may cause the Company and its subsidiaries to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the individual and consolidated financial statements represent the corresponding transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the individual and consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit, and therefore for our audit opinion.

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.

We also provide those charged with governance with a statement that we have complied with relevant ethical and independence requirements, and communicate with them all relationships or issues that could substantially affect our independence, including, when applicable, the actions taken to eliminate the threats or safeguards applied by the Company.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation prohibits public disclosure of the matter, or when, in extremely rare circumstances, we determine that the matter should not be communicated in our report because the adverse consequences of doing so may reasonably

be expected to outweigh the public interest benefits of such communication.

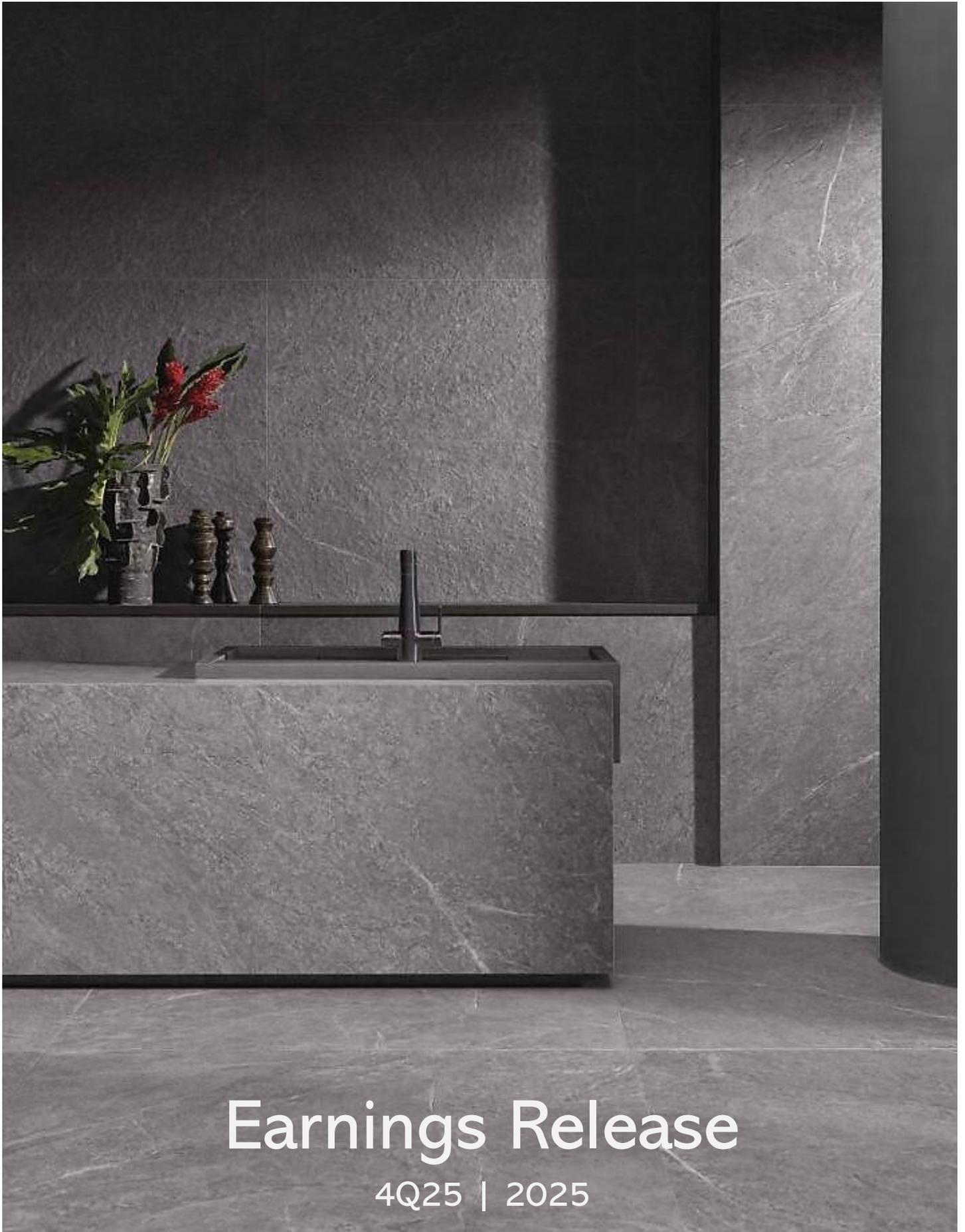
Joinville, march 30, 2026

KPMG Auditores Independentes Ltda.

CRC SC No. 000071/F-8

Yukie de Andrade Kato

Accountant CRC PR-052608/O-4 T-CE



Earnings Release

4Q25 | 2025

Portobello

Portobello
shop

POINTER

Portobello
America

Tijucas, March 30, 2026. PBG S.A. (B3: PTBL3) (“PBG” or “Company”), one of the leading companies in the ceramic tile segment, announces its results for the fourth quarter of 2025.

The information presented herein is based on the consolidated Quarterly Financial Statements of the Company, prepared in accordance with the standards of the Accounting Pronouncement Committee (CPC) and the International Financial Reporting Standards (IFRS). Comparisons refer to the same periods of 2024 and/or previous quarters, as indicated.

Main Highlights of 2025 and 4Q25

Net Revenue: Reached R\$ 2.6 billion in 2025, accounting for an increase of 8.2% compared to 2024, mainly supported by the external market. In 4Q25, it totaled R\$ 642.4 million, up 1.7% compared to the same period of the previous year.

EBITDA: Totaled R\$ 321.2 million in 2025, up 2.4% year-over-year, with a margin of 12.3%. In 4Q25, it reached R\$ 52.8 million, with a margin of 8.2%, reflecting the quarter’s operating dynamics.

Cash generation: Year-to-date of R\$ 316 million and R\$ 48.4 million in the quarter, reflecting the operating income and initiatives in working capital management and liquidity preservation.

Indebtedness and Liquidity: Net Debt closed 2025 at R\$ 995.8 million, with leverage of 3.09x EBITDA, compared to 3.27x in the prior year.

Subsequent events:

- Raising of R\$ 160 million from BNDES Exim (a facility that supports Brazilian exports) in 1Q26, contributing to the strengthening of liquidity and the extension of the debt profile.
- The Company completed a Sale-Leaseback operation of the property located in the municipality of Marechal Deodoro, state of Alagoas, with its disposal of R\$ 102.5 million and subsequent lease, maintaining the continuity of operations in the asset.

PTBL3
B3 LISTED

IBOVESPA B3 ISE B3 IGC-NMB3 ITAG B3

Investor Relations

dri@portobello.com.br

Earnings Videoconference Call

The presentation of the results for the 4th quarter of 2025 will be held in a videoconference format, with live transmission, on:

- Wednesday, April 1, 2026
- 2:00 pm (Brasília) | 1:00 pm (New York)
- **Access Link:** [4Q25 Conference](#)

The transmission will include **simultaneous translation into English.**

The presentation and supporting materials will be available on **Portobello's Investor Relations website.**

IR Website: ri.portobello.com.br

Caio Gonçalves de Moraes

Vice-President and Chief Financial and Investor Relations Officer

Josiane Soares Tamanini

Investor Relations Manager

Suelen Toniane Hames

Investor Relations Coordinator

Tayni Batista das Neves

Investor Relations Analyst

Message from Management

The year 2025, as well as its fourth quarter, reflected a more challenging environment for the sector, marked by softer domestic demand, intensified competition, and the impact of the global political and economic backdrop. In this context, Portobello Group continued to demonstrate the strength of its business and the effectiveness of its strategic decisions, delivering resilient growth and market share gains, supported by operational adjustments and disciplined management, in a period that required a stronger focus on cash preservation and aligning the cost structure with the level of activity.

In the year-to-date period of 2025, net revenue increased 8.2%, reflecting strong performance in the external market and the geographic diversification strategy. Operational performance remains consistent, even in the face of challenges throughout the quarter. In a scenario marked by greater price pressure and a more intense competitive environment, the Company demonstrated solidity and execution capability, sustaining its operating income. This performance reinforces its differentiated positioning, with a growth trajectory aligned with market dynamics, coupled with disciplined management and a focus on value generation.

The Portobello America Unit maintained a growth trajectory throughout the year, even in a more challenging environment in the United States, impacted by the Tariff measures. The performance reflects the gradual consolidation of the operation and the strengthening of the commercial presence, coming to represent about 15% of the group's total revenue. In the quarter, performance in local currency remained stable, with growth of 7.1% compared to 4Q24, with the reported change impacted by the exchange rate effect.

Portobello Shop strengthened its role as a direct channel to the end consumer, advancing in the expansion and qualification of the network. Together with the Portobello Ceramic Unit, it contributed to the Group's cash generation throughout the year, supported by operational discipline and commercial efficiency, even in a more competitive environment.

Throughout the period, the Company operated with a high level of utilization of its production capacity, reflecting the stability of demand and the operational efficiency of the industrial units.

From a financial perspective, the quarter was marked by efforts to rebuild cash, in a context of higher financial consumption and elevated cost of capital. Operating cash generation showed a very favorable trend, reaching [the strongest cash generation in the last years]. The ending cash balance increased year-over-year, reflecting the Company's focus on cash preservation and strengthening liquidity, with an emphasis on financial discipline and more efficient capital allocation.

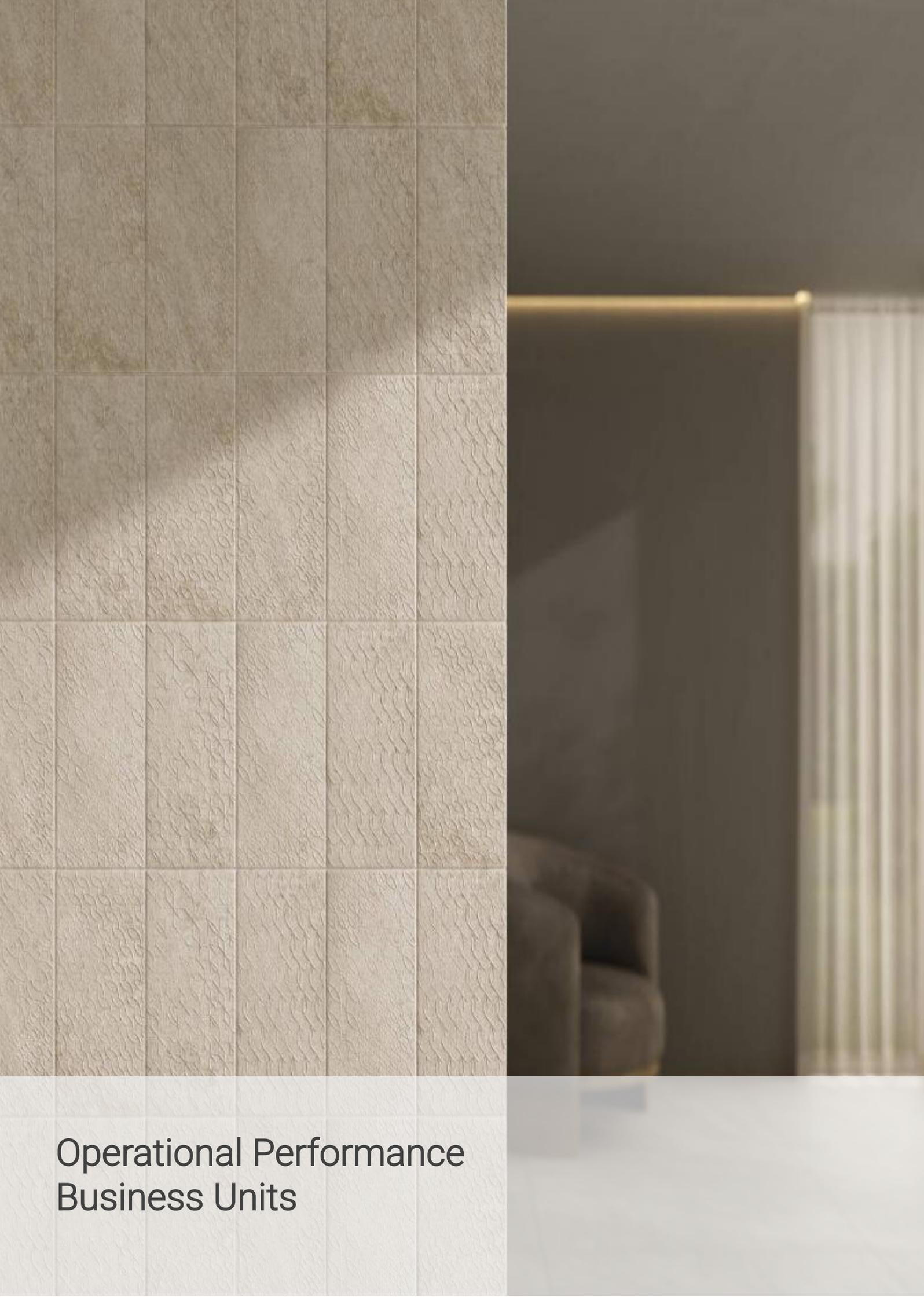
The capital structure underwent adjustments throughout the year, with a rebalancing of the debt profile and a lower concentration of maturities. However, given that leverage levels and financial expenses remain elevated, improving the Group's capital structure will continue to be a priority.

We closed 2025 in a challenging environment, yet with preserved fundamentals and consistent operating income (loss), although under more intense pressure on margins and financial expenses.

The Company maintains its long-term strategy, adopting a more cautious stance in the face of a competitive environment and high interest rates, with priority given to operational discipline, prudent cash management, and advances in capital structure.

Economic and Financial Performance - Consolidated

	R\$ Million	4Q25	4Q24	▲ %	▲ Abs	2025	2024	▲ %	▲ Abs
Performance	Net Revenue	642.4	631.7	1.7%	10.8	2,606.1	2,407.8	8.2%	198.3
	Adjusted Recurring Gross Profit	202.4	229.2	-11.7%	(26.8)	931.9	893.6	4.3%	38.3
	Adjusted Recurring Gross Margin	31.5%	36.3%	-4.8 p.p.		35.8%	37.1%	-1.4 p.p.	
	Gross Profit	202.4	200.9	0.7%	1.5	931.9	865.4	7.7%	66.5
	Gross Margin	31.5%	31.8%	-0.3 p.p.		35.8%	35.9%	-0.2 p.p.	
	Adjusted Recurring EBIT	(16.0)	33.6	< -100%	(49.6)	108.2	153.8	-29.6%	(45.6)
	Adjusted Recurring EBIT Margin	-2.5%	5.3%	-7.8 p.p.		4.2%	6.4%	-2.2 p.p.	
	EBIT	(3.2)	(11.5)	-72.2%	8.3	114.5	130.0	-12.0%	(15.6)
	EBIT Margin	-0.5%	-1.8%	1.3 p.p.		4.4%	5.4%	-1 p.p.	
	Adjusted Recurring Net Income (Loss)	(186.5)	(27.3)	> 100%	(159.2)	(298.0)	(64.0)	> 100%	(233.9)
	Adjusted Recurring Net Margin	-29.0%	-4.3%	-24.7 p.p.		-11.4%	-2.7%	-8.8 p.p.	
	Net Income (Loss)	(173.7)	(72.4)	> 100%	(101.3)	(291.7)	(102.0)	> 100%	(189.7)
	Net Margin	-27.0%	-11.5%	-15.6 p.p.		-11.2%	-4.2%	-7 p.p.	
	Pro Forma Net Income (Loss)	(173.7)	(27.3)	> 100%	(146.4)	(257.2)	(64.0)	> 100%	(193.2)
	Pro Forma Net Margin	-27.0%	-4.3%	-22.7 p.p.		-9.9%	-2.7%	-7.2 p.p.	
Adjusted Recurring EBITDA	40.0	82.5	-51.5%	(42.5)	315.0	337.2	-6.6%	(22.2)	
Adjusted Recurring EBITDA Margin	6.2%	13.1%	-6.8 p.p.		12.1%	14.0%	-1.9 p.p.		
EBITDA	52.8	37.4	41.1%	15.4	321.2	313.5	2.5%	7.7	
EBITDA Margin	8.2%	5.9%	2.3 p.p.		12.3%	13.0%	-0.7 p.p.		
Indicators	Working Capital (R\$)	87.0	199.0	-56.3%	(111.9)				
	Cash Conversion Cycle (days)	12	29	-58.1%	(17)				
	Net Debt	995.8	1,028.1	-3.1%	(32)				
	Net Debt / EBITDA	3.09x	3.27x	-5.5%	(0.2)				
PTBL3	Closing Share Price	3.15	3.66	-13.9%	(0.5)				
	Market Capitalization	444.1	516.0	-13.9%	(71.9)				
	Average Monthly Trading Volume (12 Months)	24.6	64.8	-62.0%	(40)				
	Average Daily Trading Volume (ADTV)	0.6	1.4	-57.8%	(0.8)				

The image is a composite background. The left side features a wall with a grid of square tiles, each having a subtle, embossed pattern. The right side shows a blurred interior scene with a dark sofa, a window with light-colored curtains, and a warm, ambient light source. The text is overlaid on the bottom left of the image.

Operational Performance Business Units

Ceramica Portobello

R\$ million	4Q25	4Q24	▲%	▲Abs	2025	2024	▲%	▲Abs
Net Revenue	261.3	248.9	5.0%	12.4	1,057.1	1,002.3	5.5%	54.8
(-) COGS	162.0	147.1	10.1%	14.9	642.1	611.2	5.1%	30.9
Gross Profit	99.3	101.8	-2.4%	(2.5)	415.0	391.2	6.1%	23.8
Gross Margin	38.0%	40.9%	-2.9 p.p.		39.3%	39.0%	0.2 p.p.	

Ceramica Portobello Unit closed 2025 with net revenue of R\$ 1.05 billion, accounting for a 5.5% increase compared to the previous year, outperforming the Brazilian wet method ceramic coatings market, which recorded a 1.1% decline in volume, according to ANFACER. The result shows a gain in market equity interest throughout the year.

In 4Q25, the Unit totaled R\$ 261.3 million in net revenue, accounting for an increase of 5.0% compared to 4Q24, reflecting the consistency of the commercial strategy and the competitiveness of the portfolio, even in a more challenging sector environment.

In the year-to-date, gross profit grew by 6.1%, reaching R\$ 415.0 million, with a margin of 39.3%, practically stable even in an inflationary environment (IPCA of 4.26% in 2025), increased competition, and a deflationary scenario in the Wet Method sector, in line with lower market occupancy and the maintenance of high Selic rate levels. The resilience of profitability reflects, among other factors, the positive effects of joining the free market for Gas, which helped to mitigate pressures from energy costs and other inputs.

In the quarter, gross profit totaled R\$ 99.3 million, accounting for a decrease of 2.4% year-over-year, with a margin of 38.0% (-2.9 p.p.), reflecting commercial decisions aimed at increasing the sales pace and accelerating inventory turnover, focusing on cash generation during the period.

In 4Q25, the timely shutdown of furnaces for inventory control temporarily impacted the absorption of fixed costs, in line with working capital management. The measure also reflected the market context, marked by tariffs in the United States and the low responsiveness of supply. Even so, Ceramica Portobello maintained its relevance in the Group's cash generation, in line with the strategic role of the unit in the Company's capital structure.

Throughout 2025, the Unit maintained high-capacity utilization, operating at full capacity. While the industry average remained close to 69% in the Wet Method, according to ANFACER data, the Unit consistently operated at a significantly higher level than observed in the industry, demonstrating high operational efficiency and strong alignment between production and demand.

The performance was supported by the growth of exports, with a presence in over 70 countries, which stood out both in the year-to-date and in the quarter, contributing to a performance superior to the dynamics observed in the domestic market.

During the period, the Unit also received the Social Responsibility Certificate, Destaque SC, awarded by the Legislative Assembly of Santa Catarina (Alesc), in recognition of the ESG practices incorporated into its industrial operations.

Portobello Shop

R\$ million	4Q25	4Q24	▲ %	▲ Abs	2025	2024	▲ %	▲ Abs
Net Revenue	253.3	258.1	-1.9%	(4.8)	1,042.3	996.2	4.6%	46.1
(-) COGS	145.4	130.4	11.5%	15.0	583.8	514.3	13.5%	69.6
Gross Profit	107.8	127.7	-15.5%	(19.8)	458.4	481.9	-4.9%	(23.4)
Gross Margin	42.6%	49.5%	-6.9 p.p.		44.0%	48.4%	-4.4 p.p.	

Portobello Shop ended 2025 with a 4.6% growth in net revenue, reaching R\$ 1.04 billion, consolidating Retail as one of the main drivers of value generation for Portobello Group. The performance reflects the scale achieved by the network, with a national presence through own and franchised stores, in addition to strengthening the channel, the premium mix, and the direct relationship with consumers and specifiers, reinforcing the brand's strategic positioning in specialized retail.

In 4Q25, the Unit recorded net revenue of R\$ 253.3 million, a change of -1.9% compared to 4Q24. The period was marked by commercial initiatives aimed at increasing volumes in the direct B2B channel, increasing brand visibility, and consolidation in strategic markets, which contributed to a gain in market equity interest, albeit with an impact on the price mix. The highlight of the quarter is the execution of the largest Black Friday campaign in the history of the Unit in terms of sell-out, establishing itself as a benchmark in the retail of construction materials.

In the accumulated period, the gross profit totaled R\$ 458.4 million, accounting for a decrease of 4.9% compared to the previous year and a margin of 44.0%. In 4Q25, the gross profit totaled R\$ 107.8 million, down 15.5% compared to 4Q24, with a gross margin of 42.6% (-6.9 p.p.).

The quarter's performance reflected a greater contribution from commercial initiatives aimed at accelerating sell-out, with impacts on mix and pricing dynamics during the period. As a result, margins contracted in the quarter, in line with the strategy of prioritizing volumes and strengthening the commercial positioning, with potential to sustain revenue and capture operating leverage over the cycle, also contributing to improved cash generation for the Group.

Throughout the quarter, Portobello Shop continued the expansion of the network, with the opening of a franchised store in Natal (RN) and the start of operations of an own unit in Ribeirão Preto (SP). The model that combines Own stores and franchises supports the network's growth while preserving control over the brand, the portfolio, and the client experience.

The network expansion was accompanied by consistent indicators of operational quality and client experience. During the period, Portobello Shop recorded an NPS of 86.6 and was recognized at the Reclame Aqui Award 2025 in the category of Coatings, Flooring, and Ceramics, reflecting the retail model's alignment with the company's value proposition and efficiency in scaled execution.

Pointer

R\$ million	4Q25	4Q24	▲%	▲Abs	2025	2024	▲%	▲Abs
Net Revenue	68.8	73.8	-6.8%	(5.0)	258.2	248.7	3.8%	9.5
(-) COGS	63.7	65.5	-2.8%	(1.8)	233.1	218.6	6.7%	14.5
Gross Profit	5.1	8.3	-38.7%	(3.2)	25.1	30.1	-16.7%	(5.0)
Gross Margin	7.4%	11.3%	-3.9 p.p.		9.7%	12.1%	-2.4 p.p.	

Pointer closed 2025 with net revenue of R\$ 258.2 million, recording a growth of 3.8% compared to 2024. In the same period, the Brazilian dry ceramic coatings market grew by 2.1% in volume, according to ANFACER, in a more competitive environment throughout the year. The unit's volume change was above the sector average for the year to date.

In the quarter, net revenue totaled R\$ 68.8 million, accounting for a decrease of 6.8% compared to the previous year. In sales volume, Pointer showed slight growth in the quarter; However, the performance was below the industry average, which recorded a 3.2% increase during the period, according to ANFACER. The result reflected greater competitive intensity, with price realignments, as well as the continuation of the strategy of inventory rationalization and prioritization of operational cash conversion.

In 2025, gross profit totaled R\$ 25.1 million, accounting for a decrease of 16.7% compared to 2024, with a gross margin of 9.7% (-2.4 p.p.). In 4Q25, gross profit reached R\$ 5.1 million, down 38.7% year over year, with a margin of 7.4% (-3.9 p.p.). The performance reflected additional pressure on prices and mix effects, in a more challenging sectoral context. In the quarter, the scheduled one-week shutdown at the manufacturing unit caused temporary impacts on productivity and fixed cost absorption.

From an operational perspective, Pointer maintained industrial discipline, adjusting the production pace and inventory management to preserve the alignment between production and demand. While the average capacity utilization of the sector remained at a moderate level, according to ANFACER data, The Unit operated close to full capacity during the quarter.

Portobello America

R\$ million	4Q25	4Q24	▲ %	▲ Abs	2025	2024	▲ %	▲ Abs
Net Revenue	88.9	83.0	7.1%	5.9	379.1	298.1	27.2%	81.0
(-) COGS	95.0	82.3	15.5%	12.8	341.1	300.2	13.6%	40.9
Gross Profit	(6.1)	0.7	< -100%	(6.9)	38.0	(2.2)	< -100%	40.1
Gross Margin	-6.9%	0.9%	-7.8 p.p.		10.0%	-0.7%	10.7 p.p.	

Portobello America recorded a 27.2% growth in net revenue in 2025, reaching R\$ 379.1 million. In US dollars, the expansion was 14.4%, demonstrating the strength of the operation even in a more challenging environment in the North American market, marked by tariff pressures and increased competitive complexity throughout the period.

The performance reflects the structural evolution of the operation in the United States, with a gradual expansion of the client base, strengthening of the commercial presence, and a greater equity interest of entries in the sales mix. With this, the operation came to represent about 15% of the group's consolidated revenue.

In 4Q25, net revenue reached R\$ 88.9 million, with a growth of 7.1% compared to 4Q24. The performance reflects the stability of the activity level during the period, with variation positively influenced by exchange rate dynamics. Furthermore, the quarter still showed residual effects of inventory adjustments for clients, due to previous movements related to the impact of the Tarifaço.

The gross margin recorded improvement compared to 2024, reaching 10.0% in the accumulated period of 2025, reflecting the consolidation of the operational structure, greater dilution of fixed costs, and gradual capture of efficiency in the local operation. In the quarter, the margin was impacted by a commercial strategy focused on inventory clearance and cash generation. Additionally, the scheduled furnace shutdown temporarily reduced the level of operational leverage, increasing the relative weight of fixed costs on revenue and pressuring the margin during the period. This effect was non-recurring and, disregarding this factor, the margin would have been approximately 5.5%.

The Unit strengthened its presence in the United States by gradually expanding its client base and participating in important industry events, such as Miami Art Week and Art Basel Miami Beach. It also strengthened relationships with distributors, architects, and specifiers through the Technical Office in Florida, created to support local projects and consolidate its strategic positioning in the North American market.



Consolidated Performance

Net Revenue

R\$ million	4Q25	4Q24	▲ %	▲ Abs	2025	2024	▲ %	▲ Abs
Net Revenue	642.4	631.7	1.7%	10.8	2,606.1	2,407.8	8.2%	198.3
Domestic Market (BR)	479.4	485.4	-1.2%	(6.0)	1,931.1	1,871.8	3.2%	59.3
International Market	163.0	146.3	11.4%	16.7	675.0	536.0	25.9%	139.0

According to ANFACER, the external market for ceramic coatings recorded a growth of 4.7% in 2025, reflecting a more favorable dynamic throughout the period. In the domestic market, performance was heterogeneous, with a 1.1% drop in the Wet Method and a 2.1% growth in the dry method. Overall, the Brazilian market showed a moderate expansion of 1.1% in total volume compared to 2024, indicating a gradual recovery throughout the year.

In the fourth quarter, exports showed an increase of 9.0%, reinforcing the growing importance of the external market for the sector's dynamics. In the domestic market, the performance was positive, with a growth of 3.2%, including an increase of 1.2% in the Wet Method and 5.2% in the dry method.

In a more pressured market context, with increased competitive intensity and price pressure, the Consolidated net revenue of Portobello Group reached R\$ 2.6 billion in 2025, representing 8.2% growth compared to 2024. Operational performance proved to be solid, with consistent improvement throughout the period.

In 4Q25, consolidated net revenue grew 1.7% compared to 4Q24, despite a 1.2% contraction in the domestic market. In Brazil, the situation remained more pressured, with a decline in domestic units, except for the Portobello Ceramic Unit, which showed resilient performance during the period, in line with the seasonality of the segments in which the Group operates.

The performance was supported by the growth of the external market, whose representation in consolidated revenue increased from 22% to 25.9%. In the quarter, the external market stood out, with an 11.4% growth, driven both by the development of the export channel of the Portobello Ceramic Unit and by the performance of the Portobello America Unit, reinforcing the importance of geographic diversification for sustaining the consolidated result.

Consolidated Gross Profit and Gross Margin

R\$ million	4Q25	4Q24	▲ %	▲ Abs	2025	2024	▲ %	▲ Abs
Net Operating Revenue	642.4	631.7	1.7%	10.8	2,606.1	2,407.8	8.2%	198.3
Cost of Goods Sold (COGS)	(440.0)	(430.7)	2.2%	(9.3)	(1,674.3)	(1,542.4)	8.5%	(131.9)
Gross Operating Profit	202.4	200.9	0.7%	1.5	931.9	865.4	7.7%	66.5
Gross Margin	31.5%	31.8%	-0.3 p.p.		35.8%	35.9%	-0.2 p.p.	

In the 2025 YTD, consolidated gross profit totaled R\$ 931.9 million, accounting for a growth of 7.7% compared to 2024, in line with the revenue evolution during the period. The gross margin ended the year at 35.8%, remaining stable in the annual comparison and at a consistent level in the consolidated year.

In 4Q25, consolidated gross profit reached R\$ 202.4 million, with growth of 0.7% compared to 4Q24, and a gross margin of 31.5%, a decrease of 0.3 p.p. in the annual comparison.

The quarter reflected a more competitive environment, where the sector scenario was marked by a contraction in demand and an intensification of commercial competition, resulting in adjustments for prices.

In this context, operations adopted strategies aimed at increasing the sales pace and greater efficiency in inventory turnover, influencing the breakdown of the mix and the profitability dynamics during the period.

The planned shutdowns of the furnaces at the units temporarily reduced the absorption of fixed costs, resulting in profitability compression during the period.

In conclusion, in 4Q25 the Company prioritized cash preservation and inventory adjustment, resulting in margin compression during the period.

Operating Expenses

R\$ million	4Q25	%RL	4Q24	%RL	▲ %	▲ Abs	2025	%RL	2024	%RL	▲ %	▲ Abs
Operating Expenses												
Selling Expenses	(164.3)	25.6%	(160.5)	25.4%	2.4%	(3.8)	(633.7)	24.3%	(616.3)	25.6%	2.8%	(17.4)
General and Administrative Expenses (G&A)	(26.6)	4.1%	(26.0)	4.1%	2.3%	(0.6)	(90.7)	3.5%	(88.4)	3.7%	2.6%	(2.3)
Other Operating Income (Expenses)	(14.7)	2.3%	(26.0)	4.1%	-43.5%	11.3	(93.0)	3.6%	(90.7)	1.3%	> 100%	(62.3)
Operating Expenses	(205.6)	32.0%	(212.5)	33.6%	-3.2%	6.9	(817.4)	31.4%	(735.3)	30.5%	11.2%	(82.0)
Non-Recurring Items	27.2	-4.2%	16.9	-2.7%	60.9%	10.3	99.0	-3.8%	(4.5)	0.2%	< -100%	103.4
Adjusted Recurring Operating Expenses	(178.5)	27.8%	(195.6)	31.0%	-8.8%	17.1	(718.4)	27.6%	(739.8)	30.7%	-2.9%	21.4

Adjusted and recurring operating expenses totaled R\$ 718.4 million in 2025, accounting for a decrease of 2.9% compared to 2024. In 4Q25, expenses totaled R\$ 178.5 million, a decrease of 8.8% year-over-year, reflecting, in part, positive non-recurring effects, including the recognition of IPI tax credit and the reversal of contingencies.

Sales expenses totaled R\$ 633.7 million in 2025, accounting for an increase of 2.8% compared to the previous year. In 4Q25, they totaled R\$ 164.3 million, accounting for a growth of 2.4%, remaining stable as a percentage of net revenue and reflecting commercial discipline.

General and administrative expenses totaled R\$ 90.7 million in 2025, equivalent to 3.5% of net revenue, an increase of 2.6% compared to the previous year. In 4Q25, the line totaled R\$ 26.6 million, corresponding to 4.1% of net revenue.

Other operating revenues and expenses showed a negative impact of R\$ 93.0 million in 2025, mainly influenced by non-recurring events, such as inventory losses due to rainfall, legal expenses, and effects related to the tariff environment. In 4Q25, it totaled R\$ 14.7 million, with a 43.5% improvement year-over-year, reflecting positive one-time effects, such as IPI tax credit and reversal of contingencies.

In 2024, the caption showed a negative result of R\$ 30.7 million, driven by non-recurring effects, such as tax optimizations and reversals of judicial expenses.

The line of non-recurring revenues and expenses recorded a positive result of R\$ 99.0 million in 2025 (R\$ 27.2 million in 4Q25), driven by the IPI tax credit, partially offset by the effects of rains and judicial provisions. In 2024, it recorded a negative impact for the year and a positive result in 4Q24, influenced by tax optimizations.

EBITDA

R\$ million	4Q25	4Q24	▲ %	▲ Abs	2025	2024	▲ %	▲ Abs
Net Income	(173.7)	(72.4)	> 100%	(101.3)	(291.7)	(102.0)	> 100%	(189.7)
Adjusted Recurring EBITDA	40.0	82.5	-51.5%	(42.5)	315.0	337.2	-6.6%	(22.2)
Adjusted Recurring EBITDA Margin	6.2%	13.1%	-6.8 p.p.		12.1%	14.0%	-1.9 p.p.	
Non-Recurring Items	12.8	45.1	-71.6%	(32.3)	6.2	23.7	-73.7%	(17.5)
Tax Optimization	3.9	-			4.0	(7.1)		
Legal Provisions and Case Updates	(5.7)	-			(12.4)	(14.2)		
Operational Optimization	-	45.1			-	45.1		
IPI Tax Credit – Phase 3	14.6	-			14.6	-		
EBITDA	52.8	37.4	41.1%	15.4	321.2	313.5	2.4%	7.7
EBITDA Margin	8.2%	5.9%	2.3 p.p.		12.3%	13.0%	-0.7 p.p.	

In 2025, Portobello Group's EBITDA totaled R\$ 321.2 million, up 2.4% compared to 2024. In the quarter, EBITDA reached R\$ 52.8 million, with a margin of 8.2%, an increase of 2.3 p.p. quarter-over-quarter. The result reflects price compression in the domestic market, the rebalancing of the mix across business units and channels, and a more competitive environment.

The quarterly performance was also impacted by lower operating leverage, in a context of higher relative cost weight, following the decline in gross profit and resulting in margin compression during the period.

Additionally, the performance for the year was driven by non-recurring events, including legal contingencies, effects of the tariff environment, and impacts of rainfall at the beginning of 2025, as well as the recognition of IPI tax credit-premium and reversal of provision in 4Q25.

Net income (loss)

R\$ million	4Q25	4Q24	▲ %	▲ Abs	2025	2024	▲ %	▲ Abs
EBITDA	52.8	37.4	41.1%	15.4	321.2	313.5	2.4%	7.7
(-) Net Financial Expenses	(122.2)	(73.7)	65.7%	-48.4	(353.4)	(239.6)	47.5%	-113.8
(-) Depreciation and Amortization	(56.0)	(48.9)	14.4%	-7.1	(206.7)	(183.5)	12.7%	-23.3
(-) Income Taxes	(48.4)	12.9	< -100%	-61.2	(52.8)	7.6	< -100%	-60.4
Net Income	(173.7)	(72.4)	> 100%	-101.3	(291.7)	(102.0)	> 100%	-189.7
Net Margin	-27.0%	-11.5%	-15.6 p.p.		-11.2%	-4.2%	-7 p.p.	
Non-Recurring Items	(12.8)	(45.1)	-71.6%	32.3	(6.2)	(23.7)	-73.7%	17.5
Legal Provisions and Updates	5.7	-			12.4	14.2		
Tax optimization	(3.9)	-			(4.0)	7.1		
Operational Optimization	-	(45.1)			-	(45.1)		
IPI Tax Credit – Phase 3	(14.6)	-			(14.6)	-		
Adjusted Recurring Net Income	(186.5)	(27.3)	> 100%	-159.2	(298.0)	(78.3)	> 100%	-219.7
Adjusted Recurring Net Margin	-29.0%	-4.3%	-24.7 p.p.		-11.4%	-3.3%	-8.2 p.p.	
One-Off Items	-	45.1	-100.0%	(45.1)	34.5	38.0	-9.1%	(3.5)
Weather Impact	-	-			28.9	-		
Tax Optimization	-	-			-	(7.1)		
Tariff Impact	-	-			5.6	-		
Operational Optimization	-	45.1			-	45.1		
Proforma Net Income	(173.7)	(27.3)	> 100%	-146.4	(257.2)	(64.0)	> 100%	-193.2
Proforma Net Margin	-27.0%	-4.3%	-22.7 p.p.		-9.9%	-2.7%	-7.2 p.p.	

In a challenging environment, the Group showed higher liquidity consumption and intensified the use of financial instruments, resulting in a significant increase in financial expenses (+47.5% year-over-year and +65.7% quarter-over-quarter), reflecting higher indebtedness costs and greater credit utilization. In Brazil, the IPCA ended 2025 at 4.26%, with the Selic maintained at 15.0% p.a., indicating a scenario of high interest rates for a prolonged period.

The result was also impacted by the increase in depreciation expenses, which grew 11.7% over the year and 14.4% in the quarter, raising fixed charges during the period.

In 4Q25, net income was impacted by the recognition of income tax on unrealized results and by the conservative revision of deferred tax assets, in a more challenging macroeconomic scenario. This is a non-recurring accounting effect with no impact on the Company's cash flow or operational generation.

From an operational standpoint, the period reflected a more adverse environment, with a focus on preserving cash and liquidity, implying commercial concessions and pressure on margins. Despite the higher volume of business, there was a compression of profitability in the quarter.

Managerial Cash Flow

R\$ million	4Q25	4Q24	▲ %	▲ Abs	2025	2024	▲ %	▲ Abs
Cash Flow Activities								
Operating Activities	86.3	33.8	> 100%	52.5	432.9	185.5	> 100%	247.5
Investing Activities	(37.9)	(21.3)	78.3%	(16.7)	(117.0)	(139.8)	-16.3%	22.8
Free Cash Flow	48.4	12.5	> 100%	35.9	316.0	45.7	> 100%	270.3
Financing Activities	(124.2)	(114.1)	8.9%	(10.2)	(224.1)	(452.7)	-50.5%	228.6
Change in Cash and Cash Equivalents	(75.8)	(101.5)	-25.3%	25.7	91.9	(407.0)	< -100%	498.8
Beginning Cash Balance	247.1	181.0	36.5%	66.1	79.4	486.4	-83.7%	(407.0)
Ending Cash Balance	171.3	79.4	> 100%	91.9	171.3	79.4	> 100%	91.9

In the 2025 YTD, the operational cash flow totaled R\$ 432.9 million, accounting for an increase of R\$ 247.4 million compared to 2024, reflecting structured working capital management initiatives throughout the year. The performance stands out as one of the main highlights of the period, demonstrating the effective execution of the financial priorities established by the Company and the consistency in fulfilling the commitments made to the market.

With investments of R\$ 117.0 million (-16.3%), free cash flow reached R\$ 316.0 million for the year, reflecting the lower level of CAPEX and cash preservation initiatives, in a context of greater pressure on profitability and capital structure.

In the financing flow, the cash consumption in 2025 totaled R\$ 224.1 million, still at a more pressured level, although lower than that observed in 2024. In the fourth quarter, consumption totaled R\$ 124.2 million, reflecting the high volume of disbursements for interest and amortizations in the current context.

The final cash position reached R\$ 171.3 million, compared to R\$ 79.4 million in the previous year, a result influenced by financial management measures throughout the year, in a scenario that continues to demand discipline in resource allocation and control of indebtedness.

Working Capital

	4Q25	4Q24	▲ %	▲ Abs	3T25	▲ %	▲ Abs	
R\$ million	Accounts Receivable	77.2	135.7	-43.1%	(58.5)	157.5	< -100%	(80.3)
	Inventories	598.1	553.9	8.0%	44.2	593.8	-92.6%	4.3
	Accounts Payable	(588.3)	(490.6)	19.9%	(97.7)	(619.6)	-84.2%	31.3
	Working Capital	87.0	199.0	-56.3%	(111.9)	131.8	< -100%	(44.8)
Days	Days Sales Outstanding (DSO)	10	15	-35.2%	(5)	16	< -100%	(7)
	Days Inventory Outstanding (DIO)	(125)	116	< -100%	(241)	(130)	85.6%	5
	Days Payables Outstanding (DPO)	127	(103)	< -100%	229	124	84.6%	2
	Cash Conversion Cycle (CCC)	12	29	-58.1%	(17)	11	< -100%	5

The Group's consolidated working capital ended 2025 at R\$ 87.0 million, compared to R\$ 199.0 million in 2024, reflecting a decrease during the period. This change was driven by the reduction in accounts receivable, which contributed to the net cash inflow during the period. The dynamics reflected the use of receivables management instruments, contributing to the company's financial position, but with impacts on financial expenses throughout the year.

The balance of suppliers reflected adjustments in commercial terms, resulting in an extension of the average term and contributing to the reconstitution of the cash position.

Inventories increased in value during the quarter, following the level of activity in an environment of more selective demand. Although there was no deterioration in operational indicators, the working capital dynamics reflected the effects of the more challenging environment and the financial and operational management initiatives adopted throughout the year.

Thus, the cash conversion cycle (CCC) was reduced to 12 days in 4Q25, compared to 29 days in 2024.

Indebtedness and Capital Structure ¹

R\$ million	4Q25	3Q25	2Q25	1Q25	4Q24
Gross Debt	1,289.4	1,288.3	1,286.4	1,422.9	1,165.5
Cash and Cash Equivalents	(293.6)	(344.1)	(395.6)	(494.8)	(137.4)
Net Debt	995.8	944.1	890.8	928.2	1,028.1
EBITDA (Last Twelve Months – LTM)	322.0	305.8	311.4	307.8	313.5
Net Debt / EBITDA	3.09x	3.09x	2.86x	3.02x	3.27x

Regarding the capital structure, gross bank debt ended 4Q25 at R\$ 1.29 billion, while cash and cash equivalents totaled R\$ 293.6 million, resulting in net debt of R\$ 995.8 million.

Throughout the period, the Company advanced in liability management, with greater diversification and substitution by development credit facilities, highlighting the contracting of R\$ 35 million with BRDE in 3Q25. Additionally, as a subsequent event, in March 2026, financing of R\$ 160 million was obtained from BNDES Exim, a facility aimed at supporting Brazilian exports, reinforcing liquidity and contributing to the optimization of the capital structure.

Considering the EBITDA of the last 12 months, of R\$ 322.0 million, the reported leverage reached 3.09x, a decrease compared to the 3.27x recorded in 4Q24 and in line with the level observed in 3Q25, even in a more challenging macroeconomic context.

The debt profile is predominantly long term, representing about 83% of the total, while the short-term corresponds to approximately 17%, contributing to lower liquidity pressure in the short term.

The debt structure continues to require careful financial management of maturities, while the current level of leverage still demands attention in the market context, especially given the environment of higher financial costs.

¹ The management view includes the leases of vehicles.

Independent Audit

This policy is based on the principles that the Auditor should not review work of their own authorship, perform administrative functions in the audited entity, or act in defense of the client's interests.





Financial Statements

Balance Sheet

Assets	4Q25	AV %	4Q24	AV %	Var%
Current Assets	1,122.3	32.2%	1,016.4	30.4%	10.4%
Cash and Cash Equivalents	171.3	4.9%	79.4	2.4%	> 100%
Trade Receivables	238.4	6.8%	282.1	8.4%	-15.5%
Inventories	597.2	17.1%	559.6	16.7%	6.7%
Advances to Suppliers	2.5	0.1%	5.5	0.2%	-54.8%
Other Current Assets	112.9	3.2%	89.7	2.7%	25.9%
Non-Current Assets	2,361.2	67.8%	2,330.4	69.6%	1.3%
Non-Current Receivables	380.0	10.9%	362.3	10.8%	4.9%
Judicial Deposits	5.2	0.1%	5.5	0.2%	-5.4%
Legal Claims Receivable	147.0	4.2%	118.5	3.5%	24.1%
Collateral Deposits	16.6	0.5%	16.1	0.5%	3.1%
Restricted Financial Investments	39.1	1.1%	34.9	1.0%	12.2%
Recoverable Taxes and Deferred Tax Assets	76.1	2.2%	122.3	3.7%	-37.8%
Marketable Securities	69.1	2.0%	26.1	0.8%	> 100%
Other Non-Current Assets	26.9	0.8%	39.0	1.2%	-31.0%
Recoverable taxes and deferred tax	1,981.2	56.9%	1,968.0	58.8%	0.7%
Intangible Assets, Fixed Assets and Investments	1,171.7	33.6%	1,242.1	37.1%	-5.7%
Right-of-Use Assets	809.5	23.2%	725.9	21.7%	11.5%
Total Assets	3,483.5	100.0%	3,346.8	100.0%	4.1%
Liabilities	4Q25	AV %	4Q24	AV %	Var%
Current Liabilities	1,307.5	37.5%	1,359.1	40.6%	-3.8%
Loans and Borrowings	219.3	6.3%	406.0	12.1%	-46.0%
Suppliers and Assigned Receivables	595.3	17.1%	496.2	14.8%	20.0%
Capital Expenditures Payable	74.4	2.1%	22.5	0.7%	> 100%
Lease Liabilities	46.8	1.3%	71.5	2.1%	-34.6%
Tax Liabilities	95.3	2.7%	51.3	1.5%	85.6%
Payroll and Social Charges	76.3	2.2%	78.3	2.3%	-2.5%
Customer Advances	161.2	4.6%	146.4	4.4%	10.1%
Other Current Liabilities	39.0	1.1%	86.9	2.6%	-55.1%
Non-Current Liabilities	2,149.5	61.7%	1,616.547	48.3%	33.0%
Loans and Borrowings	1,068.0	30.7%	757.7	22.6%	41.0%
Capex Payables	91.0	2.6%	182.7	5.5%	-50.2%
Related Party Liabilities	56.3	1.6%	56.3	1.7%	0.0%
Provisions	67.0	1.9%	57.6	1.7%	16.3%
Deferred Income Tax and Social Contribution	5.0	0.1%	2.7	0.1%	84.4%
Lease Liabilities	685.3	19.7%	503.9	15.1%	36.0%
Other Non-Current Liabilities	176.8	5.1%	55.5	1.7%	> 100%
Equity	26.5	0.8%	371.1	11.1%	-92.9%
Share capital	250.0	7.2%	250.0	7.5%	0.0%
Retained Earnings / Profit Reserves	(199.6)	-5.7%	91.0	2.7%	< -100%
Other Comprehensive Income (OCI)	(24.0)	-0.7%	30.1	0.9%	< -100%
Total Liabilities and Equity	3,483.5	100.0%	3,346.8	100.0%	4.1%

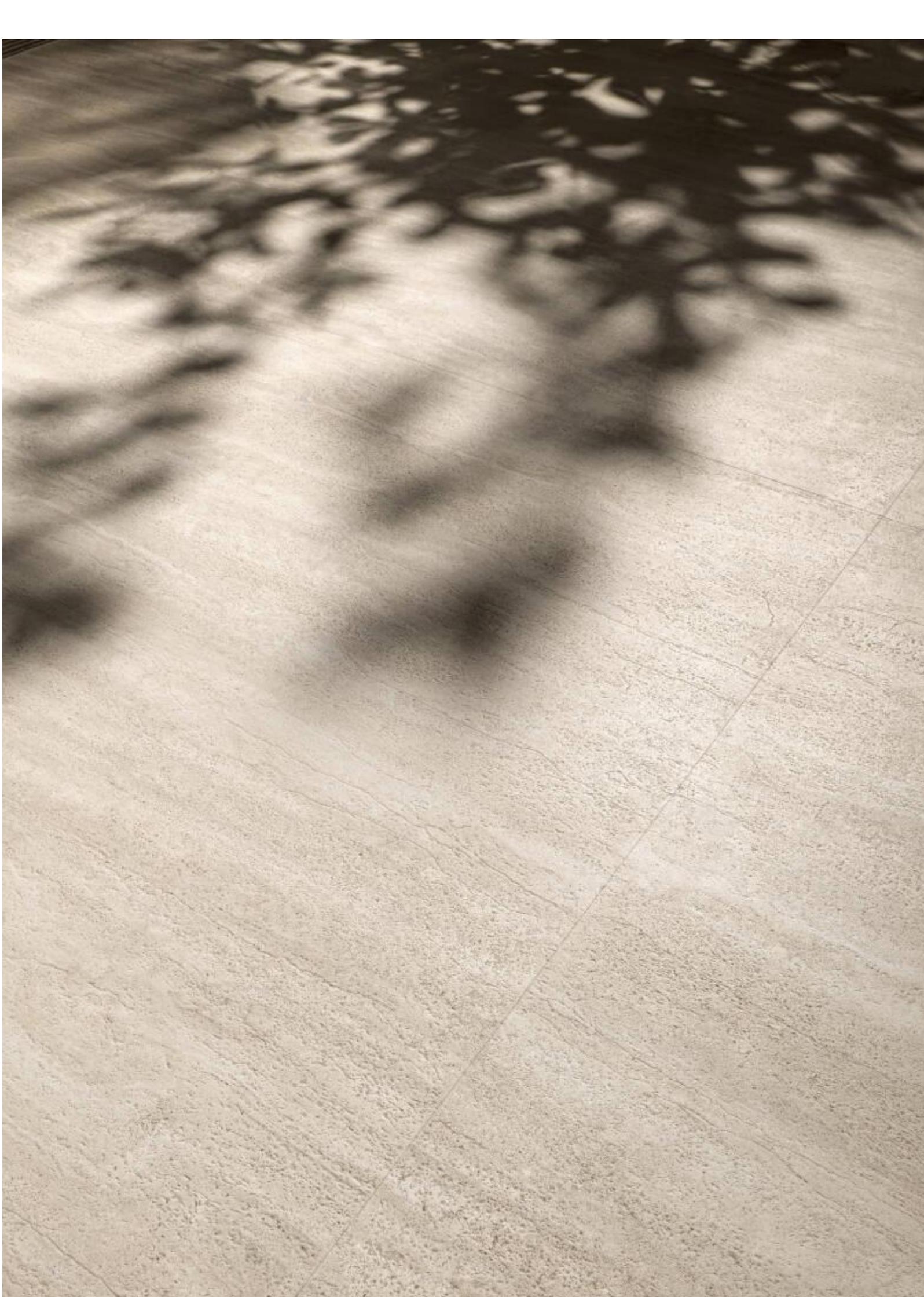
Statement of Income

R\$ million	2025	2024
Net Revenue	2,606.1	2,407.8
Cost of Goods Sold (COGS)	(1,674.3)	(1,542.4)
Gross Profit	931.9	865.4
Operating Expenses (Income), Net	(817.3)	(735.3)
Selling Expenses	(688.4)	(661.7)
General and Administrative Expenses	(136.1)	(140.1)
Other Operating Income	54.1	88.7
Other Operating Expenses	(48.3)	(17.2)
Impairment Loss on Trade Receivables	1.3	(5.0)
Operating Income (EBIT)	114.5	130.1
Financial Result (Net)	(353.4)	(239.6)
Financial Income	34.2	22.6
Financial Expenses	(398.2)	(235.5)
Net Foreign Exchange Gain (Loss)	10.6	(26.7)
Profit Before Income Taxes	(238.9)	(109.6)
Income Tax and Social Contribution	(52.8)	7.6
Net Income (Loss) for the Period	(291.7)	(102.0)

Cash Flow

R\$ million	4Q25	4Q24
Net Cash from Operating Activities	202.5	94.8
Cash Generated from Operations	130.8	330.3
Changes in Working Capital	257.2	(34.2)
Interest and Income Taxes Paid	(185.4)	(201.3)
Net Cash from Investing Activities	(134.6)	(183.9)
Acquisition of Property, Plant and Equipment (PP&E)	(88.8)	(103.8)
Acquisition of Intangible Assets	(44.3)	(39.9)
Acquisition of Right-of-Use Assets	38.5	(17.0)
Investment in Receivables Funds (FIDC)	(40.0)	(23.1)
Net Cash from Financing Activities	26.0	(320.4)
Proceeds from Loans and Financing	754.0	304.8
Repayment of Loans and Borrowings	(603.4)	(518.5)
Lease Payments	(85.2)	(80.2)
Derivative Financial Instruments – Swaps	(18.1)	(2.0)
Restricted Financial Investments	(21.4)	(24.6)
Increase (Decrease) in Cash and Cash Equivalents	93.9	(409.5)
Effect of Exchange Rate Changes on Cash and Cash Equivalents	(2.0)	2.5
Cash at Beginning of Period	79.4	486.5
Cash at End of Period	171.3	79.4

*Indirect Cash Flow considers opening according to a corporate view.



PBG S.A. and subsidiaries

Balance sheets

Financial statements as of December 31, 2025 and 2024

In thousands of reais, unless otherwise indicated

Assets	Note	Parent company		Consolidated	
		31.12.25	31.12.24	31.12.25	31.12.24
Current Assets	6				
Cash and cash equivalents	8	76.400	30.598	171.306	79.440
Trade receivables	9	162.775	195.175	238.412	282.050
Inventories		299.895	305.538	597.210	559.645
Advances to suppliers	13a	1.894	3.346	2.497	5.526
Taxes recoverable	10	15.354	14.461	55.621	35.674
Prepaid expenses		5.344	13.365	28.691	39.011
Derivative financial instruments	7	-	3.787	-	3.867
Dividends receivable	16	10.965	25.707	-	-
Restricted investments		17.114	-	17.114	-
Other accounts receivable		9.730	7.241	11.489	11.167
Total current assets		<u>599.471</u>	<u>599.218</u>	<u>1.122.340</u>	<u>1.016.380</u>
Non-current assets					
Receivables from related parties	11	76.314	88.894	-	-
Judicial deposits	12	4.784	5.077	5.159	5.451
Guarantee deposits	10	16.568	16.076	16.568	16.076
Taxes recoverable	13b	13.179	15.675	13.310	16.883
Deferred income tax and social contribution	14	46.924	84.372	62.782	105.447
Legal assets		147.001	118.460	147.001	118.460
Actuarial assets	5.3	13.737	25.790	13.737	25.790
Restricted investments	15	39.143	34.875	39.143	34.875
Securities		69.086	26.104	69.086	26.104
Other accounts receivable and financial instruments		13.199	13.182	13.199	13.256
		<u>439.935</u>	<u>428.505</u>	<u>379.985</u>	<u>362.342</u>
Interest in subsidiaries	18	603.643	693.770	-	-
Property, plant and equipment	19a	506.963	531.057	1.058.232	1.137.363
Intangible assets		38.656	38.644	113.435	104.738
Right-of-use assets		13.867	31.254	809.534	725.947
		<u>1.163.129</u>	<u>1.294.725</u>	<u>1.981.201</u>	<u>1.968.048</u>
		<u>1.603.064</u>	<u>1.723.230</u>	<u>2.361.186</u>	<u>2.330.390</u>
Total assets		<u>2.202.535</u>	<u>2.322.448</u>	<u>3.483.526</u>	<u>3.346.770</u>

The explanatory notes are part of the financial statements.

Liabilities	Note	Parent company		Consolidated	
		31.12.25	31.12.24	31.12.25	31.12.24
Current Liabilities					
Suppliers	20a	304.038	265.457	409.959	375.775
Credit granting from suppliers	20b	138.719	105.180	185.332	120.375
Payables from property, plant and equipment	21	8.668	13.562	74.385	22.546
Borrowings and Debêntures	22	218.671	403.320	219.270	406.014
Installment payment of tax obligations	23	45.396	10.943	61.839	10.943
Taxes, fees and contributionsm	13a	25.695	23.847	33.464	38.958
Income tax and social contribution payable	33	-	-	-	1.439
Dividends payable		638	638	704	700
Advances from customers		29.629	33.452	161.183	146.362
Social and labor liabilities	36	54.108	52.628	76.299	78.295
Payables to related parties	19b	20.239	21.920	-	-
Lease liabilities	7	9.767	26.306	46.759	71.528
Derivative financial instruments	24	3.292	40.270	3.292	40.270
Other payables		23.206	29.416	35.010	45.899
Total current liabilities		<u>882.066</u>	<u>1.026.939</u>	<u>1.307.496</u>	<u>1.359.104</u>
Non-current Liabilities					
Suppliers	21	28	-	28	-
Payables for property, plant and equipment	22	5.688	-	90.955	182.743
Borrowings and Debêntures	19b	1.043.285	743.189	1.068.046	757.689
Installment payment of tax obligations	36	99.174	38.003	161.566	38.003
Lease liabilities	7	5.049	8.173	685.337	503.929
Derivative financial instruments	25	1.565	-	1.565	-
Payables to related parties	13b	88.824	92.788	56.330	56.330
Provision for civil, labor, social security and tax risks	24	45.416	38.444	66.997	57.631
Deferred income tax and social contribution		-	-	5.029	2.727
Other payables		4.965	3.809	13.675	17.495
Total non-current liabilities		<u>1.293.994</u>	<u>924.406</u>	<u>2.149.528</u>	<u>1.616.547</u>
Equity	27.2				
Capital	27.2	250.000	250.000	250.000	250.000
Profit reserves	27.3	-	90.965	-	90.965
Accumulated losses		(199.554)	-	(199.554)	-
Carrying value adjustments		(23.971)	30.138	(23.971)	30.138
		<u>26.475</u>	<u>371.103</u>	<u>26.475</u>	<u>371.103</u>
Non-controlling interest				27	16
		<u>26.475</u>	<u>371.103</u>	<u>26.502</u>	<u>371.119</u>
Total liabilities and equity		<u>2.202.535</u>	<u>2.322.448</u>	<u>3.483.526</u>	<u>3.346.770</u>

PBG S.A. and subsidiaries**Statement of profit or loss**

Financial statements as of December 31, 2025 and 2024

In thousands of reais, unless otherwise indicated

	Note	Parent company		Consolidated	
		2025	2024	2025	2024
Net sales revenue	29	1.689.685	1.697.504	2.606.148	2.407.806
Cost of sales	30	(1.265.812)	(1.262.829)	(1.674.284)	(1.542.434)
Gross profit		423.873	434.675	931.864	865.372
Net operating revenues (expenses)					
Operating income (expenses), net Selling	30	(252.593)	(284.610)	(688.432)	(661.703)
General and administrative	30	(55.862)	(64.971)	(136.060)	(140.112)
Other operating income	31	46.196	52.228	54.094	88.693
Other operating expenses	31	(34.330)	(11.578)	(48.270)	(17.223)
Impairment of trade receivables	8	2.404	(1.910)	1.326	(4.975)
Equity income (loss)	16	(153.781)	(69.306)	-	-
		<u>(447.966)</u>	<u>(380.147)</u>	<u>(817.342)</u>	<u>(735.320)</u>
Operating profit before finance income (costs)		(24.093)	54.528	114.522	130.052
Finance results	32				
Finance income		28.431	16.460	34.165	22.634
Finance expenses		(287.086)	(174.578)	(398.211)	(235.521)
Foreign exchange variations, net		20.370	(26.605)	10.609	(26.737)
		<u>(238.285)</u>	<u>(184.723)</u>	<u>(353.437)</u>	<u>(239.624)</u>
Profit (loss) before income tax and social contribution		(262.378)	(130.195)	(238.915)	(109.572)
Income tax and social contribution	13c				
Income tax and social contribution Current		-	1.147	(16.644)	(30.454)
Deferred		(29.360)	27.010	(36.163)	38.009
		<u>(29.360)</u>	<u>28.157</u>	<u>(52.807)</u>	<u>7.555</u>
Profit (loss) for the year		(291.738)	(102.038)	(291.722)	(102.017)
Profit (loss) attributable to Owners of the Company					
Owners of the Company		(291.738)	(102.038)	(291.738)	(102.038)
Non-controlling interest				16	21
The explanatory notes are part of the financial statements.					
Amount per thousand shares outstanding in the year	33			<u>140.987</u>	<u>140.987</u>
				<u>(2,06926)</u>	<u>(0,72374)</u>

The explanatory notes are part of the financial statements.

PBG S.A. and subsidiaries**Statement of comprehensive income**

Financial statements as of December 31, 2025 and 2024

In thousands of reais, unless otherwise indicated

Note	Parent company		Consolidated	
	2025	2024	2025	2024
Profit (loss) for the year	(291.738)	(102.038)	(291.722)	(102.017)
<i>Other comprehensive income that in the future:</i>				
<i>- that will not be reclassified to profit or loss</i>				
Actuarial gain (loss)	27 e 28 - 12.054,00	- 788,00	- 12.054,00	- 788,00
Deferred income tax and social contribution on actuarial gain (loss)	4.098,00	268,00	4.098,00	268,00
	(7.956)	(520)	(7.956)	(520)
<i>- that may be reclassified to profit or loss</i>				
Foreign exchange variations of subsidiaries	16 (68.590)	121.271	(68.590)	121.271
Hedge accounting transactions	7 35.844	(50.823)	35.844	(50.823)
Deferred income tax and social contribution on hedge	7 e 13b (12.188)	17.280	(12.188)	17.280
Total comprehensive income (loss) for the year	(344.628)	(14.830)	(344.612)	(14.809)
Comprehensive income (loss) for the year attributable to				
Owners of the Company	(344.628)	(14.830)	(344.628)	(14.830)
Non-controlling interest	-	-	16	21

The explanatory notes are part of the financial statements.

PBG S.A. and subsidiaries
Statement of changes in equity

Financial statements as of December 31, 2025 and 2024

In thousands of reais, unless otherwise indicated

	Nota	Profit reserves				Carrying value adjustments			Accumulated losses	Total equity - Parent company	Non-controlling interest	Total equity - Consolidated	
		Capital	Legal reserve	Profit retention reserve	Unallocated profits reserve	Tax incentive reserve	Deemed cost	Cumulative translation adjustment					Other comprehensive income
Parent company and Consolidated													
At December 31, 2023		250.000	50.000	16.163	35.633	123.899	30.049	(84.036)	(1.864)	(33.911)	385.933	55	385.988
Actuarial gain/(loss)		-	-	-	-	-	-	-	(788)	-	(788)	-	(788)
Deferred income tax and social contribution on actuarial gain (loss)		-	-	-	-	-	-	-	268	-	268	-	268
Dividends distributed		-	-	-	-	-	-	-	-	-	-	(55)	(55)
Realization of the revaluation reserve	27.3	-	-	-	-	-	(1.219)	-	-	1.219	-	-	-
Hedge accounting transactions	27.3	-	-	-	-	-	-	-	(50.823)	-	(50.823)	-	(50.823)
Deferred income tax and social contribution on hedge accounting	27.3	-	-	-	-	-	-	-	17.280	-	17.280	-	17.280
Foreign exchange variation of subsidiary located abroad	16	-	-	-	-	-	-	121.271	-	-	121.271	-	121.271
Profit (loss) for the year		-	-	-	-	-	-	-	-	(102.038)	(102.038)	16	(102.022)
Absorption of accumulated losses		-	-	(16.163)	-	-	-	-	-	16.163	-	-	-
At December 31, 2024		250.000	50.000	-	35.633	123.899	28.830	37.235	(35.927)	(118.567)	371.103	16	371.119
At December 31, 2025		250.000	50.000	-	35.633	123.899	27.611	(31.355)	(20.227)	(409.086)	26.475	27	26.502
Actuarial gain/(loss)		-	-	-	-	-	-	-	(12.054)	-	(12.054)	-	(12.054)
Deferred income tax and social contribution on actuarial gain (loss)		-	-	-	-	-	-	-	4.098	-	4.098	-	4.098
Dividends distributed		-	-	-	-	-	-	-	-	-	-	(5)	(5)
Realization of the revaluation reserve		-	-	-	-	-	(1.219)	-	-	1.219	-	-	-
Hedge accounting transactions	27.3	-	-	-	-	-	-	-	35.844	-	35.844	-	35.844
Deferred income tax and social contribution on hedge accounting	27.3	-	-	-	-	-	-	-	(12.188)	-	(12.188)	-	(12.188)
Foreign exchange variation of subsidiary located abroad	16	-	-	-	-	-	-	(68.590)	-	-	(68.590)	-	(68.590)
Profit (loss) for the year		-	-	-	-	-	-	-	-	(291.738)	(291.738)	16	(291.722)

The explanatory notes are part of the financial statements.

PBG S.A. and subsidiaries

Statement of cash flows

Financial statements as of December 31, 2025 and 2024

In thousands of reais, unless otherwise indicated

	Note	Parent company		Consolidated	
		2025	2024	2025	2024
Net cash from operating activities		64.987	49.189	202.544	94.813
Cash generated (used) in operations		113.707	239.758	130.755	330.316
Profit or loss for the year before taxes		(262.378)	(130.195)	(238.915)	(109.572)
Depreciation and amortization		83.855	81.733	206.717	183.453
Equity income or loss	16	153.781	69.306	-	-
Unrealized foreign exchange variations of borrowings and investments		(36.230)	53.618	(38.155)	53.714
Provision for valuation of inventories at market value	9	6.080	(1.616)	(3.000)	17.690
Provision for impairment of trade receivables	8	(2.404)	1.910	(1.326)	3.081
Provision for civil, labor, social security and tax risks	25	14.692	(1.052)	11.918	(18.443)
Provision for profit sharing		-	-	-	-
Provisão de garantias		-	-	-	-
Provisão para incentivo de longo prazo		-	-	-	-
Monetary adjustment of legal assets	14	(28.541)	(3.319)	(28.541)	(3.319)
Provision for interest on loans and debentures	21	171.285	136.586	178.127	136.684
Interest and exchange rate changes on leases	19	2.556	4.791	38.173	36.446
Lease terminations	19	(748)	-	(6.527)	-
Actuarial assets		-	(4.215)	-	(4.215)
Ajuste a valor presente Prodec		-	-	-	-
Derivative financial instruments - Swap		14.741	32.183	15.252	32.102
Income from securities		(2.982)	-	(2.982)	-
write-off of fixed and intangible assets.	17/18	-	28	14	2.695
		117.523	(18.484)	257.163	(34.201)
Trade receivables		34.804	22.101	38.577	(3.163)
Inventories		(437)	70.248	(57.966)	(43.615)
Judicial deposits		293	2.013	179	1.647
Advances to suppliers		1.452	1.433	2.882	6.158
Taxes recoverable		1.603	10.752	(16.374)	(4.569)
Restricted investment		-	-	-	-
Legal assets and guarantee deposits		(492)	3.811	(492)	3.811
Other assets		5.515	(5.583)	8.534	(24.225)
Trade payables		72.148	(28.257)	104.177	27.143
Advances from customers		(3.823)	11.430	14.821	29.666
Tax installment payment		95.624	(71)	174.459	(71)
Taxes, fees and contributions		1.848	(166)	(5.450)	8.613
Social and labor liabilities		1.480	(3.367)	(1.808)	795
Provision for civil, labor, social security and tax risks		(7.720)	(3.732)	(2.552)	(3.897)
Derivative financial instruments - Hedge		7.106	(31.770)	7.105	(31.770)
Payables to subsidiaries and related parties		(86.821)	(73.417)	-	(9.624)
Other payables		(5.057)	6.091	(8.929)	8.900
Other		(166.243)	(172.085)	(185.374)	(201.302)
Interest paid on loans and debentures	21	(166.243)	(172.085)	(167.291)	(172.085)
Income tax and social contribution paid		-	-	(18.083)	(29.217)
Net cash provided by (used in) investing activities		(96.303)	(118.244)	(134.634)	(183.903)
Acquisition of property, plant and equipment	17	(26.042)	(26.548)	(88.836)	(103.826)
Acquisition of intangible assets	18	(11.818)	(7.698)	(44.263)	(39.937)
Acquisition of lease assets	19	-	-	-	(17.036)
Reimbursement of lease asset		-	-	38.465	-
Dividends received		46.709	156.542	-	-
Establishment of FIDC Suppliers - junior shares		(40.000)	-	(40.000)	-
Establishment of FIDC Clients - mezzanine shares		-	(23.104)	-	(23.104)
Advance for future capital increase	16	(65.152)	(217.436)	-	-
Net cash used in financing activities		77.118	(276.713)	25.959	(320.414)
Proceeds from borrowings and debentures	21	729.370	287.834	753.992	304.834
Payments of borrowings	21	(588.038)	(518.480)	(603.414)	(518.480)
Derivative financial instruments - Swap		(17.629)	(2.026)	(18.060)	(2.026)
Lease payment		(25.203)	(25.245)	(85.177)	(80.164)
Restricted investments	19	(21.382)	(24.578)	(21.382)	(24.578)
Transactions with subsidiaries		-	5.782	-	-
Increase in cash and cash equivalents		45.802	(345.768)	93.869	(409.504)
Effect of exchange rate on cash and cash equivalents		-	-	(2.003)	2.472
Opening balance of cash and cash equivalents	6	30.598	376.366	79.440	486.472
Closing balance of cash and cash equivalents	6	76.400	30.598	171.306	79.440

The explanatory notes are part of the financial statements

PBG S.A. and subsidiaries

Statement of value added

Financial statements as of December 31, 2025 and 2024

In thousands of reais, unless otherwise indicated

	Note	Parent company		Consolidated	
		2025	2024	2025	2024
Revenues		2.116.613	2.163.565	3.223.868	3.036.955
Sale of goods, products and services		2.067.835	2.112.554	3.172.919	2.976.769
Other revenues		46.374	52.921	49.623	65.161
Reversal of (allowance for) impairment of trade receivables		2.404	(1.910)	1.326	(4.975)
Revenue related to the construction of own assets		-	-	-	-
Inputs acquired from third parties		(1.051.907)	(1.065.009)	(1.685.665)	(1.483.497)
Costs of products, goods and services sold		(889.589)	(909.891)	(1.217.803)	(1.118.293)
Materials, energy, third-party services and other		(147.968)	(172.366)	(453.003)	(383.580)
Impairment/recovery of assets		(14.350)	17.248	(14.859)	18.376
Gross value added		1.064.706	1.098.556	1.538.203	1.553.458
Retentions		(83.855)	(81.733)	(206.717)	(183.453)
Depreciation and amortization	17b ,18b e 19	(83.855)	(81.733)	(206.717)	(183.453)
Net value added produced		980.851	1.016.823	1.331.486	1.370.005
Value added received in transfer		(102.446)	(24.306)	58.695	51.177
Equity in the earnings of subsidiaries	16	(153.781)	(69.306)	-	-
Finance income		51.335	45.000	58.311	50.235
Other (dividends, rentals, royalties)		-	-	384	942
Total value added to distribute		878.405	992.517	1.390.181	1.421.182
Distribution of value added		878.405	992.517	1.390.181	1.421.182
Personnel		372.663	379.351	524.739	549.682
Direct compensation		305.927	313.905	438.369	464.141
Benefits		45.089	41.114	57.832	52.689
Government Severance Indemnity Fund for Employees (FGTS)		21.647	24.332	28.538	32.852
Taxes, fees and contributions		476.886	451.921	710.554	648.737
Federal		222.908	172.519	438.445	351.498
State		252.867	278.087	270.789	295.794
Municipal		1.111	1.315	1.320	1.445
Remuneration of third-party capital		320.594	263.283	446.610	324.780
Interest		289.620	229.723	407.342	288.167
Rentals		30.974	33.560	39.268	36.613
Remuneration of own capital		(291.738)	(102.038)	(291.722)	(102.017)
Retained earnings (losses)		(291.738)	(102.038)	(291.738)	(102.038)
Non-controlling interest in retained earnings		-	-	16	21

The explanatory notes are part of the financial statements

Notes to the financial statements

1. Operations

PBG S.A., also referred to on these financial statements as "Company" or "Parent Company", is a public corporation whose shares are traded on the New Market segment of the Brazilian Stock Exchange, Bolsa, Balcão (B3), under code PTBL3. The Company is controlled by a group of shareholders, which was formally set up by an agreement entered into on April 15, 2011 and issued on August 5, 2021 and as of December 31, 2025 holds 68.2% of the Company's shares (67.7% as of December 31, 2024). The remaining balance of shares is 31.8% outstanding (*free float*).

The Company, headquartered in Tijucas, Santa Catarina, and its direct and indirect subsidiaries are mainly engaged in manufacturing and marketing ceramic and porcelain products in general, such as floors, enamelled and non-enamelled porcelain flooring tiles, decorated and special pieces, mosaics, products used for covering internal walls and façades, and in rendering supplemental services in the segment of construction work materials in Brazil and in the Outside. In Brazil, the Company has a manufacturing plant in Tijucas - Santa Catarina and another in Marechal Deodoro - state of Alagoas, in addition to two (2) distribution centers in the Northeast. In the United States, subsidiary Portobello America Manufacturing LLC has a manufacturing facility in Baxter, Tennessee.

The Company has ownership interest in the following subsidiaries (jointly called "Portobello Group" or "Group"): (i) Portobello Shop S.A. ("PBShop"), franchisor that manages the network of one hundred thirty-one (131) (134 as of December 31, 2024) Portobello Shop franchise stores specialized in porcelain flooring tiles and ceramic coating; (ii) Pbtch Comercio e Serviços de Revestimentos Cerâmicos Ltda. ("PBTech"), which is responsible for managing thirty (30) Portobello Shop store stores; (iii) Mineração Portobello Ltda. ("Mineração"), which supplies part of the raw material used for producing ceramic coating; (iv) Companhia Brasileira de Cerâmica S.A. ("CBC"), which since the second quarter of 2018 has been operating a special cutting plant, producing products under the Officina Portobello brand, and operates five (5) distribution centers, which until the first half of 2024 were part of its parent company; and (v) *Portobello America Inc* ("PBA"), has two (2) distribution centers where it distributes Portobello products in the US market. Through its subsidiary, *Portobello America Manufacturing LLC* ("PBM"), it completed the construction of the plant in the USA and since October 2023 has been producing its own marketing portfolio. The plant in the USA is part of the Group's strategy for internationalization and consolidation in the North American market. The industrial park has an annual production capacity of 3.6 million m² in this first stage and has a built area of 90 thousand m².

1.1. Net working capital

As of December 31, 2025, the financial statements reported negative net working capital ("CCL - current assets less current liabilities") in the amounts of R\$282,595 and R\$185,156 (R\$427,721 and R\$342,724 as of December 31, 2024), Company and Consolidated, respectively, mainly due to the maturity of short-term loan agreements and investments. The Company constantly monitors its net working capital and cash flow generation projections to support the feasibility of its business plan. It has reported an improvement in net working capital when compared with the previous year. Portobello Group continues to negotiate and restructure its transactions with financial institutions.

In the first quarter of 2025, Banco XP S.A. raised loans as export prepayment in the amount of fifty-four million US dollars (US\$54,000) with a grace period of two (years), as disclosed in note

PBG S.A. and subsidiaries

Management's notes

Financial statements as of December 31, 2025 and 2024

Amounts in thousands of Brazilian real, except when otherwise indicated

21.

On April 7, 2025, the Company's fourth issue of simple nonconvertible debentures secured by security interest and personal guarantee were negotiated. The total amount acquired was R\$40,000.

On April 24, 2025, as part of the renegotiation of the "BTS" *Build to suit* agreement entered into by PBA (note 19), which received reimbursement in the amount of US\$6,900, and renegotiated the terms and interest rates of that agreement.

On June 26, 2025, three hundred thousand (300,000) debentures were subscribed to, in nominative and book-entry form, without the issuance of certificates, with a unit par value of one thousand Brazilian reais (R\$1), totaling R\$300,000, corresponding to the 6th issue of debentures by the Company. This funding led the Company to withdraw total debentures from the fourth issue in advance, in the amount of R\$110,000, and made partial early redemption of R\$112,000 for the fifth issue. The Company also repaid bilateral loans with Banco do Brasil in the approximate amount of R\$83,000.

In August 2025, PBM raised working capital funds with Banco do Brasil NY in the amount of US\$4,500, with a payment term of three years and a grace period of 17 months.

In September 2025, the Company raised funds with BRDE to acquire input and materials covered by the FINAME materials line in the amount of R\$35,000, with a payment term of seven years and a grace period of 24 months.

As disclosed in the note to subsequent events, in March 2026 a *sale and leaseback agreement* was signed for the sale of the Company's industrial property located in Marechal Deodoro/state of Alagoas, where the Pointer unit is operated, for the amount of R\$102,500, which will be fully received in the short term. The Company will retain direct possession of and full operations of its manufacturing facilities under a 15-year lease agreement. The agreed monthly rent is R\$1,225, subject to annual adjustment using the IPCA.

In February 2026, the Company raised with BNDES the amount of R\$159,584 (equivalent to US\$30,600). Principal will be repaid in a lump sum on January 15, 2033 and the transaction is secured by a letter of guarantee.

Management is conducting negotiations about alternative capitalization, the details of which will be disclosed after the conclusion of the related agreements, because they depend on the evolution of negotiations with third parties. These initiatives have the potential to increase access to credit facilities at significantly lower costs, such as the funds raised with BNDES (National Bank for Economic and Social Development), contributing to reduce the average cost of debt and finance costs, and reducing the Company's short-term indebtedness.

Management carried out a continuity analysis for the fifteen (15) months subsequent to December 31, 2025 and considered that the expected cash generation is sufficient to equalize net working capital. The financial statements have been prepared on a going concern basis.

1.2. Consumer tax reform

On December 20, 2023, Constitutional Amendment ("EC") No. 132 was enacted, establishing the Tax Reform ("Reform") on consumption. Several topics, including the rates of the new taxes, were still awaiting regulation by Complementary Laws ("LC") that have not yet been fully

implemented.

The Reform model is based on a divided VAT ("dual VAT") in two competences, one federal (Contribution on Goods and Services - CBS) and one sub-national (Tax on Goods and Services - IBS), which will replace the taxes PIS, COFINS, ICMS and ISS.

A Selective Tax ("IS") was also created – of federal jurisdiction, which will be levied on the production, extraction, commercialization or importation of goods and services harmful to health and the environment, under the terms of LC.

On January 16, 2025, LC 214/25, which regulates the new taxes, was published. In addition, throughout 2025, several technical notes and practical guides were published, and in January 2026, LC 227 was published. All these rules bring new determinations that will be part of the implementation of the Tax Reform.

The tax reform testing phase, including the new IBS (Occupational Accident Tax) and CBS (Occupational Credits and Financing Statements) fields in invoices as from January 2026, has been implemented and Management has been monitoring all published standards and making the necessary adjustments in its processes to ensure that all aspects are included in the Company's operations during the transition phase.

Therefore, we highlight that there is no effect of the Amendment on the financial statements as of December 31, 2025.

2. Presentation of the financial statements

Statement of compliance

The Consolidated financial statements have been prepared in accordance with Brazilian accounting policies, including the pronouncements, interpretations and guidelines issued by the Committee of Accounting Pronouncements (CPC) and are in accordance with *International Financial Reporting Standards* (IFRS) issued by the *International Accounting Standards Board* (IASB) (currently called "IFRS® Accounting Standards"), including the interpretations issued by the IFRS Interpretations Committee (IFRIC® Interpretations) or by its predecessor body, the Standing Interpretations Committee (SIC® Interpretations), and show all significant information characteristic of financial statements, and only that information, which is consistent with that used by management to run the Company.

The financial statements are in accordance with Brazilian accounting policies, including the pronouncements, interpretations and guidelines issued by the Committee of Accounting Pronouncements (CPC), and are not considered to be in accordance with international financial reporting standards, given that they consider the capitalization of interest on the investee's qualifying assets in the parent company's financial statements.

The individual financial statements are disclosed together with the consolidated financial statements.

The material accounting policies applied in the preparation of these financial statements are summarized in note 3.

PBG S.A. and subsidiaries

Management's notes

Financial statements as of December 31, 2025 and 2024

Amounts in thousands of Brazilian real, except when otherwise indicated

The financial statements have been prepared on the historical cost basis. The cost of certain financial assets and liabilities (including derivative instruments), as well as pension plan assets, is adjusted to reflect fair value.

The preparation of the financial statements requires management to make critical judgments and estimates that affect the application of the Group's accounting policies. More complex areas which require a higher level of judgment, as well as the areas where assumptions and estimates are significant to the financial statements, are disclosed in note four.

The individual company and consolidated statement of value added is required by Brazilian corporate law and Brazilian accounting policies applicable to public companies. The statement of value added has been prepared in accordance with the criteria set on Technical Pronouncement CPC 09 - "Statement of Value Added". IFRS do not require the presentation of such a statement. Accordingly, under IFRS, this statement is presented as supplementary information, without prejudice to the financial statements as a whole.

The individual company and consolidated financial statements were authorized for issue by the Board of Directors on March 30, 2026.

3. Material accounting policies

The material accounting policies applied in the preparation of these individual company and consolidated financial statements are set forth below. These policies have been applied consistently to all periods presented in these financial statements, unless otherwise stated.

3.1. Consolidations

3.1.1. Consolidated financial statements

a. Subsidiaries

Subsidiaries are all entities in which the Company has the power to govern the financial and operating policies, and usually owns an interest corresponding to more than half of voting rights (voting capital). In assessing control, the Company takes into consideration potential voting rights that are currently exercisable. The financial statements of subsidiaries are fully included in the consolidated financial statements from the date that control commences until the date that control ceases.

The Company's percentage of ownership interest in subsidiaries is as follows:

	Country of incorporation	Direct interest	Indirect interest
As of December 31, 2025 and 2024			
Portobello América Inc.	United States	100,00%	0,00%
Portobello America Manufacturing	United States	0,00%	100,00%
PBTech Ltda.	Brazil	99,94%	0,06%
Portobello Shop S/A	Brazil	99,90%	0,00%
Mineração Portobello Ltda.	Brazil	99,99%	0,00%
Companhia Brasileira de Cerâmica S/A	Brazil	98,85%	1,15%

Intra-group (i.e. the Company and its subsidiaries) balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

Where necessary, accounting policies for subsidiaries have been changed to ensure consistency with the policies adopted by the Company.

b. *Non-controlling interests and transactions*

The Company and its subsidiaries treat transactions with non-controlling interests as transactions with owners of assets classified as related parties. The difference between any consideration paid on acquisitions of non-controlling interests and the acquired portion of the book value of the subsidiary's net assets is recognized in equity. Gain or losses on disposals of non-controlling interests are also recognized in equity.

3.1.2. *Individual financial statements*

Investments in subsidiaries are accounted for on the equity method of accounting in the individual financial statements. Under this method, investment is initially recognized at cost and subsequently adjusted for the recognition of the interest attributed to the Company in the changes in the investee's net assets. Adjustments to the book value of the investment are also necessary for the recognition of the Company's interest in the variations in the balances of the components of the investee's equity valuation adjustments, recognized directly in its equity. These variations are recognized as an equity valuation adjustment directly in equity.

Under the equity method, the portion of the subsidiaries' profit allocated to pay dividends is recognized as dividends receivable in current assets. Therefore, the investment is shown net of the dividends proposed by the subsidiaries. Dividend income is not recognized.

3.2. *Segment reporting*

The segment information is presented in a manner consistent with that reviewed by the internal report provided by the Chief Executive Officer, who is in charge of assessing the performance of the business segments and making strategic decisions about the Company and its subsidiaries.

3.3. *Functional and foreign currency translation*

a. *Transactions and balances*

Foreign currency transactions are translated into Reais, using the exchange rates in effect on the dates of transactions or on the dates of valuations when items are measured. Foreign exchange gains and losses on foreign currency monetary assets and liabilities arising from the settlement of these transactions and their translation using the exchange rates of the reporting date are recognized in the statement of profit or loss as finance income (costs), as presented in the note to finance income (costs), except when deferred in equity as *qualified cash flow* hedging transactions.

b. *Foreign subsidiaries*

Foreign currency assets and liabilities (US dollars and euros) recognized by the foreign subsidiary were translated into Reais using the exchange rate of the balance sheet date and the result was translated using monthly average exchange rates. The exchange rate variation on the foreign investment was recognized as a cumulative translation adjustment in equity in "Equity valuation adjustment". The functional currency of foreign subsidiaries is the US dollar.

3.4. *Financial assets*

a. *Initial recognition and measurement*

Financial assets are measured at fair value upon initial recognition. Sales and purchases of financial assets that require the delivery of goods within a schedule established by regulation or market convention (regular purchases) are recognized on the transaction date - the date on which the Company and its subsidiaries undertake to buy or sell the asset. Financial assets comprise cash and cash equivalents, restricted financial investments, trade receivables, dividends receivable,

securities, receivables from subsidiaries, judicial deposits pledged as collateral and derivative financial instruments.

b. *Subsequent measurement*

For subsequent measurement purposes, financial assets are classified according to the Group's business model for managing financial assets and the characteristics of the contractual cash flows of the financial assets, as follows:

(i) *Financial assets measured at amortized cost*

Held-to-maturity assets and liabilities are short-term and long-term assets and liabilities held within a business model whose purpose is to receive contractual cash flows when the contractual terms of the financial asset give rise on specified dates to cash flows consisting solely of payments of principal and interest on the principal outstanding amount. Subsequent to initial recognition loans and receivables are measured using the amortized cost using the effective interest method. Interest income, adjustment for inflation and exchange rate variances, less impairment losses, as the case may be, are recognized in profit or loss as finance income (costs), when incurred.

(ii) *Financial assets measured at fair value through other comprehensive income*

Consist of financial assets held under a business model whose objective is to collect contractual cash flows from the sale of financial assets; and the contractual terms of the financial asset give rise on specified dates to cash flows that relate solely to payments of principal and interest applicable to the principal amount outstanding.

(iii) *Financial assets at fair value through profit or loss*

Other comprehensive income consist of financial assets that are not measured at amortized cost or fair value through other comprehensive income. Interest rates, monetary and exchange rate variances, and variations arising from fair value measurement are recognized in the statement of profit or loss for the year as finance income (costs), when incurred.

(iv) *Derecognition of financial assets*

A financial asset (as the case may be, part of a financial asset or part of a group of similar financial assets) is derecognized when: the rights to receive cash flows expire; The Company and its subsidiaries transfer the rights to receive the contractual cash flows on the financial asset or assume the obligation to pay fully the cash flow from the asset to a third party under a pass-on agreement; and (a) substantially transferred all the risks and rewards of ownership of the financial asset; or (b) it has not substantially transferred or retained all of the risks and rewards of ownership of the financial asset, but has transferred control over it.

When the Company and its subsidiaries assign their rights to receive the cash flows from an asset or enter into a transfer agreement, without having substantially transferred or retained all the risks and rewards of ownership of the asset or transferred control of the asset, the asset is retained and recognizes a related liability. The transferred asset and the related liability are measured in a manner that reflects the rights and obligations retained by the Company and its subsidiaries.

(v) *Impairment of financial assets*

The Company and its subsidiaries adopt the expected loss method and the measurement based on the whole life of financial assets. The simplified approach is adopted for groups of financial assets, which considers credit analysis and the history of movements and losses. External indicators were not considered, because they are captured during the period when historical loss is assessed.

The loss amount is measured according to the expected default on the portfolio, which is obtained from the historical loss amounts per range of delay since the initial recognition of the receivable. The twelve-month average of historical loss is applied according to recent historical behavior, and therefore a percentage of credit risk is assigned. The credit risk percentage is applied to each maturity range under the total value of the contracts. The difference between the expected loss percentages and the aging amounts results in the expected loss amount, which is recognized in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the write-down can be objectively linked to an event occurring after the allowance was recognized (such as an improvement in the debtor's credit rating), the reversal of the impairment loss previously recognized is recognized in profit or loss. If an write-off is recovered subsequently, the recovery is also recognized in profit or loss.

3.5. Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified upon initial recognition as financial liabilities at fair value through profit or loss or at amortized cost. Financial liabilities are initially recognized at fair value plus, in the case of loans and financing, accounts payable, directly related to the issuance of securities and debts. Financial liabilities include trade payables, assignment of receivables to suppliers, accounts payable for the acquisition of property, plant and equipment, loans and financing, debentures, dividends payable, lease liabilities and debts to related parties.

(ii) Subsequent measurement

Subsequent to initial recognition, interest-bearing loans and financing are measured at amortized cost using the effective interest method. Gains and losses are recognized in profit or loss when liabilities are written off, and during the amortization using the effective interest method.

(iii) Derecognition of financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or canceled, or expire. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

(iv) Financial instruments - net presentation

Financial assets and liabilities are offset and reported net in the balance sheet if, and only if, the Bank currently has a legally enforceable right to offset the amounts and intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(v) Derivative financial instruments

The Company and its subsidiaries are exposed to market risks arising from their transactions and use derivative financial instruments, such as derivative interest rate *swaps* and forward currency contracts without physical delivery "*Non-Deliverable Forward*" to hedge against exchange and interest rate risks.

Derivative financial instruments are measured at fair value with changes in fair value entered in contra entry to profit or loss, except when the derivative is designated as *hedge accounting* under IFRS 9/CPC 48. Derivative financial instruments are classified as short and long term or

segregated into short-term or long-term portions according to an assessment of the cash flows agreed by contract. According to the characteristics of this agreement, this derivative contract is presented netically with that of the original transaction.

(vi) Cash flow hedge

The Company adopted *hedge accounting* on July 29, 2021. The instruments chosen for designation were sales in US dollar that were classified as *cash flow hedges* of highly probable expected transactions (future sales).

In order to use *hedge accounting*, prospective efficiency tests were conducted that showed that the instruments designated for *hedging* offer a highly effective compensation for the effects of price variations on the value of future sales.

The changes in the fair value of derivatives designated as effective cash flow hedges have their effective component recognized in equity as "Asset and liability valuation adjustments" and their ineffective component is recognized in profit or loss as finance income (costs). The amounts accumulated in equity are recognized in profit or loss in the years in which the *hedged* item affects profit or loss, whose effects are recognized in profit or loss, as net sales revenue, so as to minimize changes in the *hedged* item (note 7).

3.6. Inventories

Inventories are measured at the lower of cost and net realizable value. Cost is determined using the moving average weighted method. The cost of finished goods and work in progress includes raw materials, direct labor, other direct costs and related production overheads (based on normal operating capacity), except the borrowing costs. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

3.7. Recoverable taxes

It comprises tax credits recognized in current and non-current assets, according to the expected realization determined by Management. When the origin of the tax credit is involved in judicial proceedings, the recognition of the asset is supported by a final and unappealable decision favorable to Portobello Group, which considers the realization of these credits virtually certain, as provided in the related note.

3.8. Prepaid expenses

Prepaid expenses consist of expenses incurred before the supplier satisfies the performance obligation and is recognized in profit or loss as these obligations are met. Basically consist of expenses on insurance, licenses, among others, and are monthly recognized in profit or loss.

3.9. Court deposits

The balances of court deposits are adjusted for inflation using the rate of the financial institutions where they were made and are recognized in non-current assets.

3.10. Guarantee deposits

The settlement consists of a reimbursement for the acquisition of tax credits by Refinadora Catarinense S.A. that were used by the Company to settle federal taxes and were subsequently not validated by the National Treasury. Management decided to recognize the asset in non-current assets because no date has been set for their realization.

3.11. Judicial assets

Judicial assets consist of tax credits for which the inflow of economic benefits is considered virtually certain.

3.12. Investments

Investments in subsidiaries are accounted for on the equity method of accounting and recognized in the statement of profit or loss as operating revenue or expense, according to the results reported by the Company. Regarding the adjustment in the translation of the investment in subsidiary PBA, changes in the value of that investment solely due to the adjustment in the translation of balance sheet and profit or loss for the period due to the foreign exchange difference are recorded in "Equity valuation adjustment", in the Company's equity and are recognized in the statement of profit or loss only when the investment is sold or written off as loss.

An impairment loss on investments is recognized when losses on investments in subsidiaries are reported and these losses exceed the carrying amount of the investment. The Company recognizes the allowance for impairment in non-current liabilities under the caption "Impairment loss on investments" and an offsetting entry is recognized in profit or loss under the caption "Share of profit of equity-accounted investees". Other investments are recognized at historical cost and adjusted for *impairment*, if any sign of impairment is reported).

3.13. Property, Plant and Equipment

Items of property, plant and equipment are measured at cost, less accumulated depreciation. In 2010, when the Company first adopted CPC 37, IFRS 1, CPC 43 and ICPC 10, the Company chose to consider the revaluation of property, plant and equipment made in 2006 as attributable cost. The offsetting entry to revaluation is recognized in an equity account and as deferred taxes in non-current liabilities.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when future economic benefits are probable and the cost can be measured reliably. The residual carrying value of replaced parts or items is written off. Ongoing repairs and maintenance are recognized as incurred with profit or loss.

Depreciation is calculated using the straight line method to allocate costs to residual values during the estimated useful lives of assets, according to the depreciation rate.

Useful lives and residual values of assets are reviewed at each reporting date and adjusted if appropriate.

The carrying value of an asset is written down immediately to its recoverable amount if the carrying value of the asset is greater than its estimated recoverable amount.

Any gain or loss on disposal is determined by comparing results with book values and is recognized as "Other operating revenues" in the statement of profit or loss.

3.14. Intangible assets

Intangible assets consist of rights lacking physical substance, such as acquired trademarks and patents, expenses on the implementation of management systems and software, mineral exploration rights and development of new products. Intangible assets are stated at acquisition or formation cost less accumulated depreciation or depletion and impairment loss, if applicable. Therefore, they are stated at acquisition cost, combined with annual amortization or depletion rates, calculated using the straight-line method, taking into consideration the defined useful life of the asset.

Internally generated intangible assets resulting from expenditure on the development of new products are recognized if, and only if, the following is demonstrated:

- a) The technical feasibility of completing the intangible asset so that it is available for use or sale;
- b) The intention to complete the intangible asset and use or sell it;
- c) The ability to use or sell an intangible asset;
- d) Evidence that the intangible asset will generate probable future economic benefits;
- e) The availability of adequate technical, financial and other resources to complete the development of the intangible asset and to use or sell it; And
- f) The ability to reliably measure the expenditures attributable to the intangible asset during its development.

The initially recognized amount of internally generated intangible assets consists of the sum of expenses incurred since the date the intangible asset started to meet the recognition criteria mentioned before. When no internally generated intangible assets can be recognized, development expenditure is recognized in profit or loss, when incurred. Subsequent to initial recognition, intangible assets generated internally are stated at cost, less accumulated amortization and impairment loss, as are intangible assets acquired separately. Amortization starts after projects are completed, when economic benefits from their use and/or marketing are obtained or may be obtained.

3.15. Leases

IFRS 16/ CPC 06 (R2) introduced a single, on-balance sheet lease accounting model for lessees. A lessee recognizes a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are optional exemptions for short-term leases and leases of low value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases. IFRS 16, through CPC 06 (R2), replaced previous leases guidance, including CPC 06 (IAS 17) Leases and ICPC 03 Supplementary Aspects of Leases, comprising IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases – Incentives and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease.

Of the agreements that fall within the scope of the standard, Management considered as components of the lease agreements, vehicles, lease of distribution centers, lease of own stores, storage and homogenization of ores extracted from mines and equipment.

Lease terms are individually negotiated and contain a wide range of different terms and conditions. The lease agreements do not have covenants, but the leased assets may not be used as collateral for loans.

Assets and liabilities arising from a lease are initially measured at present value. Lease liabilities include the net present value of the following lease payments:

- a) Fixed payments, less any lease incentives receivable;
- b) variable lease payments that depend on an index or a rate;
- c) amounts expected to be payable under a residual value guarantee;
- d) the exercise price of a purchase option if the lessee is reasonably certain that it will exercise that option; And
- e) penalties for early termination of a lease if the lessee exercises a termination option.

Lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, then the lessee's incremental borrowing rate is used, i.e. the rate that the lessee would have to pay on a loan to obtain the funds necessary to acquire an asset of similar value, in a similar economic environment, on equivalent terms and conditions.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they are realized. When adjustments in lease payments that are based on an index or rate are made, the lease liability is revalued and adjusted with an offsetting entry to the right-of-use asset.

Lease payments are apportioned between principal and finance costs. The finance expense is recognized in profit or loss during the lease period to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost as follows:

- a) The amount of the initial measurement of the lease liability;
- b) Any lease payments made at or before the commencement date, plus any lease incentives received;
- c) Any initial direct costs; And
- d) The estimated costs to be incurred by the lessee to dismantle and remove the underlying asset, to restore the place where it is located or to restore the underlying asset to the condition required by the terms and conditions of the lease, unless these costs are incurred to produce inventories.

Right-of-use assets are generally depreciated over the useful life of the asset or the lease term using the shorter of the two.

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in profit or loss. Short-term leases are those with a term of 12 months or less. Low-value assets include information technology equipment and small items of office furniture.

3.16. Impairment of non-financial assets (except inventories, deferred income and social contribution taxes)

Assets that are subject to depreciation, amortization and depletion are reviewed for *impairment* whenever events or changes in circumstances indicate that their carrying value may not be recoverable. An *impairment* loss is recognized at the amount by which the carrying amount of an asset exceeds its recoverable amount. The latter is the greater of an asset's fair value less costs to sell and its value in use. For *impairment* testing, assets are grouped together into the smallest group of assets for which there are separately identifiable cash flows (Cash Generating Units (CGUs)). Non-financial assets are reviewed subsequently to analyze a possible reversal of the *impairment* at the reporting date.

3.17. Trade payables

Trade payables are obligations payable for goods or services acquired over the ordinary course of business. They are classified as current liabilities if payment is due in the period of up to one year. Otherwise trade payables are presented as non-current liabilities.

They are firstly recognized at fair value and then measured at the amortized cost by using the effective interest rate method. In fact, they are usually measured at the original invoice amount.

The Company and its subsidiaries classify trade payables as operating and as investment for the acquisition of property, plant and equipment.

3.18. Assignment of payables to suppliers

The Company and its subsidiaries assign payables to suppliers with financial institutions to provide suppliers with the advance payment of amounts due to keep the Company's business relationship with them. Forfeiting is a transaction involving the supplier's transfer of its receivables to the financial institution, which in turn becomes the creditor.

3.19. Loans, financing and debentures

They are recognized initially at fair value upon the receipt of funds, net of transaction costs. They are then stated at amortized cost, i.e. plus charges and interest proportionate to the period incurred ("*pro rata temporis*").

They are classified as current liabilities, unless the Company and its subsidiaries have an unconditional right to defer the settlement of a liability for at least twelve (12) months after the balance sheet date.

3.20. Advances from clients

Market risk occurs when the Company or its subsidiaries receive a customer advance on account of the future supply of goods and services, even before the product or service requested by the customer is delivered and the invoice is generated. The largest balance is found in the consolidated financial statements and originates from the company's own stores, due to the characteristics of the transaction.

3.21. Provisions for civil, labor, social security and tax proceedings

Provisions for tax, labor and civil risks are recognized when the Company and its subsidiaries have a current legal or informal liability resulting from a past event, according to a reliable estimate of the amount and if it is probable that an outflow of funds is required to settle the obligation. Provisions are measured at the present value of the expenses that are necessary to settle the obligation and are individually assessed by the Group's legal counselors who classify them according to the likelihood of favorable outcome. The increase in the obligation due to the passage of time as a result of the inflation adjustment is recognized as finance cost.

Tax risks classified as possible losses are not accounted for, but only disclosed in their amount in the financial statements, and the ones classified as remote losses are neither provisioned nor disclosed.

Contingent assets are not accounted for, except when Management considers that the gain is virtually certain or when security interest is pledged or favorable legal decisions, which may not be appealed, have been rendered.

3.22. Current and deferred income and social contribution taxes

Current income and social contribution taxes are calculated according to the effective income tax rates (25%) and social contribution tax rates (9%) applied to net profit adjusted pursuant to prevailing law. Income and social contribution tax loss carry forwards is limited to 30% of taxable income. Deferred taxes are used as asset and liability temporary differences are realized and also by the offset of tax losses, according to the related note.

Deferred income and social contribution tax credits result from accumulated income and social contribution tax loss balances and temporary asset differences. Deferred income and social

contribution tax debts result from the revaluation of property, plant and equipment and temporary liability differences.

The recognition of credits was based on the expected future generation of taxable profit, based on estimates prepared based on projections made by management, considering economic scenarios, discount rates and other variables that may not be realized.

Management reviewed the treatments given to the taxes levied on profit and social contribution taxes to determine the impact on the Company and Consolidated financial statements, as established by IFRIC 23/ICPC 22 - Uncertainty over Income Tax Treatments.

3.23. Employee benefits

a. Pension plan

The Company sponsors a defined contribution plan and offers a minimum retirement benefit for length of service or age (defined benefit components). A defined contribution plan is a pension plan under which an entity pays fixed contributions into a separate entity. The Company has no legal or constructive obligation to pay additional contributions if the fund does not hold sufficient assets to pay all of the employee benefits relative to all the employee's past or present claims. A defined benefit plan, on the other hand, establishes a retirement benefit amount that an employee will receive in his/her retirement, usually depending on one or more factors, such as age, length of service, and compensation.

Defined benefit obligations are annually calculated by qualified actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market interest rates that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension liability. The liability recognized in the balance sheet is the present value of defined benefit obligations on the reporting date, less the fair value of the plan's assets, with past service adjustments not recognized. When the calculation results in a benefit to the Company. The recognized asset is limited to the total of any unrecognized past service costs and the present value of economic benefits available in the form of any future refunds from the plan or reductions in future combinations to the plan.

actuarial gains and losses arising from adjustments based on experience and changes in actuarial assumptions are recognized as other comprehensive income in equity under the caption "Equity valuation adjustment".

Past service costs are immediately recognized in profit or loss unless changes in the pension plan are contingent on an individual's continuing employment in the company for a fixed period of time (the period of time remaining to vesting). In such cases, past service costs are amortized on a straight-line basis until vesting.

Regarding defined contribution plans, the Company has no further payment obligation once the contributions have been paid. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in profit or loss when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available.

b. Profit sharing

Profit sharing is recognized on a pro rata basis in current liabilities under the caption "Other". The calculation is based on the existence of profit in the year.

3.24. Share capital

The Company's share capital consists solely of common shares, which are classified as equity according to the related note.

3.25. Distribution of dividends and interest on equity capital

The distribution of dividends to the Company's shareholders is recognized as a liability in financial statement at the year end, according to the Company's by-laws.

The tax benefit of interest on equity capital is included in the statement of profit or loss for the year.

3.26. Revenue recognition

Revenue from the sale of goods and services in the course of the Company's and its subsidiaries' ordinary activities is measured at the fair value of the consideration received or receivable, net of taxes, returns, trade discounts, volume rebates and intercompany sales.

Revenue is recognized when control is transferred, i.e. the moment goods or services are actually delivered and ownership is transferred. After delivery, customers assume the significant risks and rewards of ownership (they have the power to decide on the distribution method and the sales price, responsibility for resale, and assume the risks of obsolescence and loss with respect to the goods). At this point, a receivable is recognized, as this is when the right to consideration becomes unconditional.

a. Wholesale of products

The Company and its subsidiaries produce and sell a range of ceramic coatings in the wholesale market. Sales of goods are always recognized when control is transferred, i.e. products are delivered to the wholesaler, who becomes totally free to decide on the sales channel and price and no unsettled obligation remains that may affect acceptance of the products by the wholesaler. Delivery will not take place until: (i) the products have been shipped to the specified location; (ii) the risks of obsolescence and loss have been transferred to the wholesaler; (iii) the wholesaler has accepted the products in accordance with the sales agreement; and (iv) acceptance provisions have been agreed on or there is objective evidence that all acceptance criteria have been met.

Ceramic coatings are eventually sold with volume rebates. Clients are entitled to return defective products in the wholesale market. Sales are recognized according to the prices set on sales agreements. Sales are made under payment terms that vary according to the type of client (*Home Centers*, Construction Companies, Franchise Stores). Sales agreements are not financing agreements and are consistent with market practices; Therefore, these sales are not discounted to present value.

b. Franchise revenue

Revenue originates from the collection of royalties by the management of the Portobello Shop franchise chains, a retail chain specialized in Portobello brand ceramic coating and accessories. Royalty revenue is recognized when performance obligations are completed. Revenue from the sale of merchandise to franchisees is recognized when the performance obligation is fulfilled, which comprises the transfer of merchandise to the franchisee. Moreover, when the sales performance obligation is fulfilled, royalty revenue is recognized according to percentages established by contract.

c. Revenue from products and services – *Officina Portobello*

Revenue from the sale of products and services that include ceramic coatings with crockery, metals and porcelain solutions, for which control is transferred upon delivery directly to the final consumer at the points of sale. Therefore, there is no complexity in defining performance obligations and transferring control over merchandise and services to clients.

d. Finance income

Finance income is recognized to the extent that realization is expected, according to the elapsed time using the effective interest method.

3.27. Finance costs

Finance costs comprise interest expense and exchange rate fluctuation on loans and financing, monetary variation on trade receivables and trade payables, inflation adjustment of taxes in installments and discounts granted to clients. Borrowing and financing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss using the effective interest method.

3.28. Tax incentives

Tax incentives consist of tax benefits that are recognized in profit or loss on a systematic basis in the periods in which the benefits are recognized. Tax incentives related to sales taxes for the current year are recognized as net revenue in the statement of profit or loss for the year. The Company and its subsidiaries enjoy ICMS tax incentives, and the main benefit is Prodesin at the plant in Alagoas.

3.29. Provision for guarantees

The Company and its subsidiaries recognize provisions for estimated warranty claims in respect of products sold that are still under warranty at the end of the year. These claims are expected to be settled in the short term. The Group generally offers one (1) year warranty on its marketed products. Management estimates the provision related to future warranty claims based on historical information about warranty claims, as well as recent trends that may suggest that past cost information may differ from future claims. The assumptions made about the current period are consistent with those of the previous year.

4. Critical accounting estimates and judgments

The Company and its subsidiaries make estimates about the future according to certain assumptions. By definition, accounting estimates usually differ from actual results. Estimates and assumptions that pose a significant risk and are likely to cause a material adjustment in the book values of assets and liabilities for the next fiscal year are described below:

a. Provisions for civil, labor, social security and tax risks

The Company and its subsidiaries are parties to labor, social security, civil and tax proceedings that are at different legal courts. Provisions for contingencies, recognized for possible losses resulting from ongoing proceedings, are accrued and adjusted for inflation according to Management's assessment, which is based on the opinion of the Company's legal counsellors and require a high level of judgment about the issues involved.

b. Allowance for impairment losses on inventories

The allowance for potential inventory losses is recognized when, based on the history and exchange of collections, items are defined as discontinued, slow moving or when inventory items are recognized at a cost higher than their net realizable values.

c. Deferred income and social contribution taxes

Deferred tax assets are based on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. If the Company and its subsidiaries are unable to generate sufficient future taxable income, or if there is a significant change in the actual effective tax rates or the time period within which the underlying temporary differences become taxable or deductible, the Company and its subsidiaries could be required to reverse a significant part of the deferred tax assets, which may result in an increase in the effective tax rate.

d. Uncertain tax treatments and related contingencies

The Company and its subsidiaries are in administrative and judicial discussions with Brazilian tax authorities about the uncertain treatments to be applied to calculate income and social contribution taxes (IRPJ and CSLL). Our current prognostic assessment, based on an internal and external assessment by legal counselors, is that the tax positions adopted under litigation are likely to be accepted by decisions of higher courts of last instance (probability of acceptance higher than 50%). However, the final decision is uncertain and depends on factors not controlled by management, such as changes in case law and changes in tax laws and regulations.

e. Pension plan

The present value of pension plan obligations depends on a range of factors that are determined according to actuarial calculations based on a range of assumptions. The assumptions used to determine net cost (revenue) for pension plans is the discount rate. Any changes in these assumptions will affect the book values of pension plan obligations.

The appropriate discount rate is determined at year end. This is the interest rate that should be used to determine the present value of estimated future cash outflows, which are necessary to settle pension plan obligations. When determining the appropriate discount rate, Management considers the interest rates on high-quality corporate bonds, which are denominated in the currency in which benefits will be paid and which have terms to maturity in the near future. Other important assumptions for pension plan obligations are partly based on current market conditions. Additional information is disclosed in the related note.

f. Sales revenue - rebates

In the sales of wholesale products, in large *Home Centers* there is a kind of commercial rebate or *rebate* that arose as a special discount linked to the achievement of sales volume for a certain period of time; it is the granting of discounts always after the purchase, that is, retroactively, equivalent to a payment made by the seller to the buyer and not to a rebate. itself, in the final value of the purchase.

g. Warranties

The Company and its subsidiaries recognize a provision for warranties for their products according to historical warranty and technical assistance expenses.

h. Lease discount rates

The Company and its subsidiaries apply implicit contract rates, when available, or incremental rates on borrowings to discount cash flows from lease payments. Incremental rates are estimated based on the Group's average interest rates on financing agreements in the country in which the assets are operated. The present values of lease liabilities are determined using the incremental rates estimated at the commencement date of each lease. Therefore, even if the leases have similar

characteristics, their cash flows may be discounted at significantly different incremental rates depending on the conditions of the funding rate at the commencement date of each lease.

5. Financial risk management

5.1. Financial risk factors

The Company and its subsidiaries are exposed to market, credit and liquidity risks. Global risk management focuses on the unpredictability of finance markets and aims to reduce possible adverse effects on the consolidated financial performance.

Risk management is carried out by the management responsible, according to the policies approved by the Board of Directors. The Vice-Presidency of Finance and the Treasury Department identify, assess and protect the Company and its subsidiaries against possible financial risks in cooperation with their operating units. The Board of Directors lays down principles for global risk management, as well as for specific areas, such as exchange rate risk, interest rate risk, credit risk, use of derivative and non-derivative financial instruments and investments of cash surpluses.

Risk	Exposure	Methodology used to measure the impact	Management
Market risk	Future business operations	Cash flow forecasts	Hedging policy
Foreign exchange risk	Financial assets and liabilities in foreign currency	Sensitivity analysis	Currency swaps
Market risk - interest rate	Short- and long-term loans at floating rates	Sensitivity analysis	Monitoring the credit market through rounds of strategic renegotiations
Credit risk	Cash and cash equivalents, trade receivables.	Maturity analysis Credit analysis	Diversification of financial institutions and internal credit analyses
Liquidity risk	Loans and other liabilities	Cash Flow Forecasts	Follow-up of liquidity and monitoring of available credit ratings/limits

a. Market risk

(i) **Foreign currency risk**

The Group acts internationally and is exposed to the exchange rate risk arising from exposures to certain currencies, basically the US dollar, the euro and the renminbi. Exchange rate risk results from future business transactions, assets and liabilities recognized in the Company's books of account and net investments in foreign transactions.

The Group has a policy of keeping its exchange rate exposure at the amount of up to one year of exports.

(ii) **Cash flow or fair value risk associated with interest rates and inflation rates**

Interest rate risk results from long-term loans, financing and debentures and is associated with loans issued at floating rates which expose the Company and its subsidiaries to interest rate and cash flow risk, according to the related note. Loans taken at fixed rates expose the entities to fair value risk associated with interest rates.

The Company and its subsidiaries continually monitor market interest rates to assess the possible need of entering into new contracts as a hedge against the fluctuation of these rates. Financial investments are made in bank certificates of deposit, according to the related note.

Inflation risk is covered by price adjustment clauses linked to market indices in the contracts with customers and by periodical updates of price tables based on the same indexes.

b. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investments in debt securities.

The Company and its subsidiaries keep tight controls over the credit granted to their clients and adjust credit limits whenever they detect any significant change in the level of perceived risk. The Company does not have a significant concentration on specific clients in relation to the total portfolio.

c. Liquidity risk

Liquidity risk is the risk of the Company and its subsidiaries not having sufficient liquidity to meet their financial obligations due to a mismatch between expected receipts and payments in terms of maturity and volume.

To manage cash liquidity in domestic and foreign currency, the Company and its subsidiaries make assumptions about future disbursements and receipts which are daily monitored by the Vice-Presidency of Finance and Treasury. The Group has been making efforts to manage cash in accordance with its investment and financing policies.

The table below presents the Company and Consolidated non-derivative financial liabilities, according to maturity ranges corresponding to the remaining period from balance sheet date to maturity date. The amounts disclosed on the table are the contractual cash flows.

	Parent				Total
	31.12.2025				
	Within one year	Between one and two years	Between two and five years	Over five years	
Lease obligations	9,767	5,049	-	-	14,816
Trade payables	304,038	28	-	-	304,066
Assignment of payables to suppliers	138,719	-	-	-	138,719
Property and equipment payables	8,668	-	5,688	-	14,356
Taxes in installments	45,396	34,929	64,245	-	144,570
Loans, financing and debentures	218,671	386,005	623,749	33,531	1,261,956
Taxes fees and contributions	25,695	-	-	-	25,695
Payroll and social charges	54,108	-	-	-	54,108
	<u>805,062</u>	<u>426,011</u>	<u>693,682</u>	<u>33,531</u>	<u>1,958,286</u>

	Parent				Total
	31.12.2024				
	Within one year	Between one and two years	Between two and five years	Over five years	
Lease obligations	26,306	5,381	2,792	-	34,479
Trade payables	265,457	-	-	-	265,457
Assignment of payables to suppliers	105,180	-	-	-	105,180
Property and equipment payables	13,562	-	-	-	13,562
Taxes in installments	10,943	8,188	29,815	-	48,946

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Loans, financing and debentures	403,320	356,309	350,327	36,553	1,146,509
Taxes fees and contributions	23,847	-	-	-	23,847
Payroll and social charges	52,628	-	-	-	52,628
	<u>901,243</u>	<u>369,878</u>	<u>382,934</u>	<u>36,553</u>	<u>1,690,608</u>

Consolidated					
31.12.2025					
	Within one year	Between one and two years	Between two and five years	Over five years	Total
Lease obligations	46,759	97,387	65,421	522,529	732,096
Trade payables	409,959	28	-	-	409,987
Assignment of payables to suppliers	185,332	-	-	-	185,332
Property and equipment payables	74,385	54,463	36,492	-	165,340
Taxes in installments	61,839	50,767	110,799	-	223,405
Loans, financing and debentures	219,270	398,086	636,429	33,531	1,287,316
Taxes fees and contributions	33,464	-	-	-	33,464
Payroll and social charges	76,299	-	-	-	76,299
	<u>1,107,307</u>	<u>600,731</u>	<u>849,141</u>	<u>556,060</u>	<u>3,113,239</u>

Consolidated					
31.12.2024					
	Within one year	Between one and two years	Between two and five years	Over five years	Total
Lease obligations	71,528	33,582	55,535	414,812	575,457
Trade payables	375,775	-	-	-	375,775
Assignment of payables to suppliers	120,375	-	-	-	120,375
Property and equipment payables	22,546	94,864	87,879	-	205,289
Taxes in installments	10,943	8,188	29,815	-	48,946
Loans, financing and debentures	406,014	370,809	350,327	36,553	1,163,703
Taxes fees and contributions	38,958	-	-	-	38,958
Payroll and social charges	78,295	-	-	-	78,295
	<u>1,124,434</u>	<u>507,443</u>	<u>523,556</u>	<u>451,365</u>	<u>2,606,798</u>

d. Sensitivity and exposure analysis**(i) Sensitivity analysis of and exposure to interest rate fluctuations**

Management conducts a study of the potential impact of changes in interest rates on financial liabilities. The study is based on future interest curves made available by institutions such as B3 and the Central Bank of Brazil. The Company adopts the future rates disclosed by these institutions as probable rates. The frequency is 12 months from the reporting date. Such variations have the potential to affect the Company's results and therefore equity.

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	Parent					
	31.12.2025	Risk	Index at the reporting date	Probable scenario at the end of 12 months	Probable impact on profit or loss	
			%	%	Variation	Impact
Financial investments						
US treasury YIELD	6,509	Fall	4.15	3.13	(1.03pp)	(67)
CDI	67,070	Fall	14.90	13.52	(1.38pp)	(925)
Restricted financial investments						
CDI	41,420	Fall	14.90	13.52	(1.38pp)	(571)
Loans, financing and debentures						
TJLP	(143,786)	High	8.66	7.86	(0.80pp)	1,153
CDI	(1,031,129)	High	14.90	13.52	(1.38pp)	14,219
SELIC	(35,484)	High	15.00	12.25	(2.75pp)	976
Taxes in installments						
SELIC	(144,570)	High	15.00	12.25	(2.75pp)	3,976
Probable impact on profit or loss due to exposure to interest rates						18,761
Net exposure in SELIC	(180,054)		15.00	12.25	(2.75pp)	4,952
Net exposure to CDI	(922,639)		14.90	13.52	(1.38pp)	12,723
Net exposure in TJLP	(143,786)		8.66	7.86	(0.80pp)	1,153
Net exposure to US YIELD	6,509		4.15	3.13	(1.03pp)	(67)
Consolidated						
	31.12.2025	Risk	Index at the reporting date	Probable scenario at the end of 12 months	Probable impact on profit or loss	
			%	%	Variation	Impact
	Financial investments					
US treasury YIELD	16,865	Fall	4.15	3.13	(1.03pp)	(173)
CDI	141,503	Fall	14.90	13.52	(1.38pp)	(1,951)
Restricted financial investments						
CDI	41,420		14.90	13.52		(571)
Loans, financing and debentures						
TJLP	(143,786)	High	8.66	7.86	(0.80pp)	1,153
CDI	(1,031,129)	High	14.90	13.52	(2.40pp)	14,219
SELIC	(35,484)		15.00	12.25	(2.75pp)	976
Taxes in installments						
SELIC	(223,405)	High	15.00	12.25	(2.75pp)	6,144
Probable impact on profit or loss due to exposure to interest rates						19,797
Net exposure in SELIC	(258,889)		15.00	12.25	(2.75pp)	7,120
Net exposure to CDI	(848,206)		14.90	13.52	(1.38pp)	11,697
Net exposure in TJLP	(143,786)		8.66	7.86	(0.80pp)	1,153
Net exposure to US YIELD	16,865		4.15	3.13	(1.03pp)	(173)

(ii) **Sensitivity analysis of exchange rate fluctuations**

The Company and its subsidiaries have assets and liabilities denominated in foreign currency for which, for sensitivity analysis purposes, it adopted as probable scenario the future market interest in effect on the reporting date, disclosed by institutions such as B3 and the Central Bank of Brazil.

Therefore, the table below simulates the effects of the exchange rate variation on future results for foreign currency amounts:

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Capital is monitored according to financial leverage. Net bank debt in turn consists of total loans, financing and debentures, lease liabilities with purchase options, less cash and cash equivalents, restricted financial investments and securities.

Net indebtedness can be summarized as follows:

	Consolidated	
	31.12.2025	31.12.2024
Gross Bank Debt*	1,291,584	1,165,517
Cash and cash equivalents	(171,306)	(79,440)
Restricted financial investments	(56,257)	(34,875)
Net indebtedness	1,064,021	1,051,202
Total equity	26,475	371,103

* Includes leases with purchase options, according to the note on Leases.

5.3. Financial instruments by category

	Fair value	Parent		Consolidated	
		31.12.25	31.12.24	31.12.25	31.12.24
<i>Assets at fair value through profit or loss and other comprehensive income</i>					
Derivatives - <i>hedge accounting</i>	Level 2	-	-	-	-
Derivatives - <i>swaps</i>	Level 2	-	3,787	-	3,867
Securities - FIDC	Level 3	69,086	26,104	69,086	26,104
<i>Assets at amortized cost</i>					
Cash and cash equivalents	Not applicable	76,400	30,598	171,306	79,440
Trade receivables	Not applicable	162,775	195,175	238,412	282,050
Receivables from subsidiaries	Not applicable	76,314	88,894	-	-
Restricted financial investments	Not applicable	56,257	34,875	56,257	34,875
Other receivables	Not applicable	22,929	20,423	24,688	24,423
		463,761	399,856	559,749	450,759
<i>Liabilities designated at fair value through profit or loss</i>					
Derivatives - <i>hedge accounting</i>	Level 2	360	36,203	360	36,203
Derivatives - <i>swaps</i>	Level 2	2,932	4,067	2,932	4,067
Derivatives - PPE swaps	Level 3	1,565	-	1,565	-
<i>Liabilities at amortized cost</i>					
Trade payables	Not applicable	304,066	265,457	409,987	375,775
Assignment of receivables	Not applicable	138,719	105,180	185,332	120,375
Property and equipment payables	Not applicable	14,356	13,562	165,340	205,289
Loans, financing and debentures	Not applicable	1,261,956	1,146,509	1,287,316	1,163,703
Dividends payable	Not applicable	638	638	704	700
Lease obligations	Not applicable	14,816	34,479	732,096	575,457
Payables to subsidiaries and related parties	Not applicable	109,063	114,708	56,330	56,330
Taxes fees and contributions	Not applicable	25,695	23,847	33,464	38,958
Payroll and social charges	Not applicable	54,108	52,628	76,299	78,295
		1,928,274	1,797,278	2,951,725	2,655,152

Fair value hierarchy

CPC 46 – Fair value measurement - establishes a fair value hierarchy to increase the consistency and comparability of measurements and related disclosures. The hierarchy is divided into three levels, which are classified according to the type of information used in the measurement, whether data is observable or not.

Observable data is information developed using market data, such as publicly available information about actual events or transactions, that reflects the assumptions that market participants would use when pricing the asset or liability.

Level 1 information is quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

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Level 2 information is inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for the asset or liability.

The Company has financial investments linked to loan and surety agreements with Banco do Brasil, BTG, Banco Original, Banco Daycoval and XP in the total amount of R\$56,257 as of December 31, 2025 (R\$34,875 as of December 31, 2024).

6. Cash and cash equivalents

Financial investments designated as cash equivalents are shares of interest, mostly in bank certificates of bank deposit, which bear interest at the CDI (Interbank Deposit Certificate) rate. Moreover, they are highly liquid and may be redeemed at any moment, with no penalties.

	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Checking accounts	2,821	15,744	12,938	50,072
Local currency	2,816	15,665	4,461	47,927
Foreign currency	5	79	8,477	2,145
Financial investments	73,579	14,854	158,368	29,368
Local currency	67,070	14,854	141,503	14,854
Foreign currency	6,509	-	16,865	14,514
	<u>76,400</u>	<u>30,598</u>	<u>171,306</u>	<u>79,440</u>

7. Derivative financial instruments

Derivatives are classified as current and non-current assets or liabilities. The total fair value of a derivative is classified as non-current asset or liability if the remaining period to maturity of the hedged item is higher than twelve months, and as a current asset or liability if the remaining period to maturity of the *hedged item* is lower than twelve months.

	Fair value	Parent		Consolidated	
		31.12.25	31.12.24	31.12.25	31.12.24
<i>Assets at fair value through profit or loss and other comprehensive income</i>					
Derivatives - <i>hedge accounting</i>	Level 2	-	-	-	-
Derivatives - <i>swaps</i>	Level 2	-	3,787	-	3,867
Current assets		-	3,787	-	3,867
<i>Liabilities designated at fair value through profit or loss</i>					
Derivatives - <i>hedge accounting</i>	Level 2	360	36,203	360	36,203
Derivatives - <i>swaps</i>	Level 2	2,932	4,067	2,932	4,067
Current liabilities		3,292	40,270	3,292	40,270
Derivatives - fair value <i>Export Prepayment swap</i>	Level 3	18,651	-	18,651	-
Derivatives - cost of <i>one losses</i> Export Prepayment	Level 3	(17,086)	-	(17,086)	-
Non-current liabilities		1,565	-	1,565	-
Total liabilities		4,857	40,270	4,857	40,270

7.1. Non-Deliverable Forward (NDF)

As of December 31, 2025, the Company has outstanding NDF contracts with a total *notional* value of US\$6,600 (US\$59,749 as of December 31, 2024), under the following conditions:

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a. Transactions to be settled/carried out after December 31, 2025 and December 31, 2024, with effect on current assets and equity

Mark to market as of December 31, 2025			
Maturity	Fixed quotation (weighted average of contracts) R\$/US\$	Notional value - US\$)	Fair value MTM
30/01/2026	5.5776	312	(13)
27/02/2026	5.6121	312	(13)
31/03/2026	5.6568	312	(13)
30/04/2026	5.6348	1,278	(125)
29/05/2026	5.7291	678	(31)
30/06/2026	5.7706	678	(31)
31/07/2026	5.8142	525	(24)
31/08/2026	5.8521	525	(25)
30/09/2026	5.8943	525	(23)
30/10/2026	5.9296	485	(21)
30/11/2026	5.9637	485	(21)
30/12/2026	5.9986	485	(20)
		<u>6,600</u>	<u>(360)</u>

Mark to market as of December 31, 2024			
Maturity	Fixed quotation (weighted average of contracts) R\$/US\$	Notional value - US\$)	Fair value MTM
31/01/2025	5.6239	5,762	(3,388)
29/02/2025	5.6404	5,678	(3,390)
31/03/2025	5.6537	5,911	(3,613)
30/04/2025	5.7515	4,736	(2,573)
31/05/2025	5.7708	4,855	(2,723)
30/06/2025	5.7925	4,727	(2,723)
31/07/2025	5.8172	4,680	(2,775)
31/08/2025	5.8473	4,680	(2,832)
30/09/2025	5.8727	4,680	(2,914)
31/10/2025	5.8940	4,680	(3,009)
30/11/2025	5.9280	4,680	(3,089)
31/12/2025	5.9348	4,680	(3,174)
		<u>59,749</u>	<u>(36,203)</u>

b. Transactions settled/carried out by December 31, 2025, with effect on profit or loss

Winning	Fixed quotation (weighted average of contracts) R\$/US\$	Notional value - US\$)	Operating profit	
			2025	2024
2024	5.2274	88,947	-	(31,770)
2025	5.7616	48,014	7,105	-

These contracts were classified as cash flow *hedges* and were entered into to hedge the operating margin with respect to sales in US dollars. They are recorded in the *hedge accounting methodology*, in accordance with *the Company's* hedging policy.

As of December 31, 2025, the unrealized loss (fair value subtracted by the mark to market using the US dollar curve) is R\$360 (R\$36,203 as of December 31, 2024), without considering the effect of income and social contribution taxes, recorded in other comprehensive income according to the statement of changes in equity and the statement of comprehensive income.

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The gain realized in 2025, in the amount of R\$7,105, was recognized as net revenue (realized loss of R\$31,770 in 2024) according to the *hedge accounting methodology* provided for in the Policy adopted by the Company.

7.2. Swaps

The Company entered into transactions in US dollar consisting of export prepayment, export credit note and working capital, with partial coverage of *swap transactions* to protect the Company against future exposures to exchange rate and interest rate fluctuations. They are indexed to 97%-103% of the CDI.

		Parent		Consolidated	
	Fair value	31.12.25	31.12.24	31.12.25	31.12.24
<i>Assets at fair value through profit or loss and other comprehensive income</i>					
Derivatives - swaps	Level 2	-	3,787	-	3,867
Current assets		-	3,787	-	3,867
<i>Liabilities designated at fair value through profit or loss</i>					
Derivatives - swaps	Level 2	2,932	4,067	2,932	4,067
Current liabilities		2,932	4,067	2,932	4,067
Derivatives - fair value Export Prepayment swap	Level 3	18,651	-	18,651	-
Derivatives - cost of one losses Export			-		-
Prepayment	Level 3	(17,086)		(17,086)	-
Non-current liabilities		1,565	-	1,565	-

Export Prepayment Swap

In the first quarter of 2025 the Company completed an export prepayment agreement with Banco XP S.A., Cayman Branch in the total amount of US\$54,000, equivalent to R\$310,079 (further details see note 21). At the same time, a swap agreement was entered into to close the transaction, changing the original index SOFR + 5.5% to CDI + 2.05% p.a. (interest and exchange rate fluctuation on interest).

The Company measured the fair value of the *swap* considering its internal credit risk in the calculation, resulting in an initial recognition of R\$44,608, recognized in liabilities. The Company deferred the effects of the initial recognition of the *swap* using the day one loss *criterion*. This deferral is being recognized in profit or loss over the term of the contract and is presented net of the swap fair value.

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8. Trade receivables

	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Trade and other receivables				
Domestic market	105,699	105,936	152,188	150,181
Foreign market	59,700	94,267	93,971	140,942
Total trade receivables (current)	165,399	200,203	246,159	291,123
Trade and other receivables				
Domestic market	3,391	3,391	3,391	3,391
Total trade receivables (non-current)	3,391	3,391	3,391	3,391
<i>Impairment of trade receivables</i>				
ECL (Current Assets)	(2,624)	(5,028)	(7,747)	(9,073)
PCE (Non-current assets)	(3,391)	(3,391)	(3,391)	(3,391)
Total ECL	(6,015)	(8,419)	(11,138)	(12,464)
Total trade and other receivables	168,790	203,594	249,550	294,514
Total trade receivables net of ECL	162,775	195,175	238,412	282,050

a. Breakdown of trade receivables by maturity:

	Parent					
	31.12.2025	Estimated losses	% of coverage	31.12.2024	Estimated losses	% of coverage
Falling due	144,603	(232)	0.2%	179,524	(252)	0.0%
Overdue up to 30 days	12,246	(71)	1.0%	8,924	(56)	1.0%
Past due from 31 to 60 days	3,354	(128)	4.0%	3,950	(170)	4.0%
Past due from 61 to 90 days	1,600	(98)	6.0%	1,205	(100)	8.0%
Past due from 91 to 120 days	1,271	(200)	16.0%	1,365	(322)	24.0%
Past due from 121 to 180 days	870	(440)	51.0%	1,925	(818)	43.0%
Past due from 181 to 360 days	4,846	(4,846)	100.0%	6,701	(6,701)	100.0%
	168,790	(6,015)		203,594	(8,419)	
	Consolidated					
	31.12.2025	Estimated losses	% of coverage	31.12.2024	Estimated losses	% of coverage
Falling due	209,510	(262)	0.1%	248,690	(290)	0.0%
Overdue up to 30 days	18,387	(132)	1.0%	20,154	(167)	1.0%
Past due from 31 to 60 days	4,336	(179)	4.0%	7,297	(337)	5.0%
Past due from 61 to 90 days	1,882	(126)	7.0%	2,781	(258)	9.0%
Past due from 91 to 120 days	2,413	(485)	20.0%	2,595	(629)	24.0%
Past due from 121 to 180 days	6,143	(3,075)	50.0%	4,142	(1,928)	47.0%
Past due from 181 to 360 days	6,879	(6,879)	100.0%	8,855	(8,855)	100.0%
	249,550	(11,138)		294,514	(12,464)	

Management understands that the allowance for ECL is sufficient to cover probable losses on the settlement of trade receivables considering each client's situation and related pledged guarantees. Its amount represents the estimated risk that overdue receivables will not be realized according to the analysis of the responsible manager.

The ECL is calculated according to a policy of staggering the realization of the portfolio, taking into consideration credit analysis, the history of recovery of receivables up to 360 days after maturity and market information. The balances falling due according to the client portfolio are monthly analyzed according to the client portfolio, in addition to the client portfolio falling due

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to the experience of loss and some non-recurring clients. This methodology has supported the estimated losses on this portfolio, according to the concepts set forth by IFRS 9/CPC 48.

The recognition and reversal of the allowance for impairment loss on trade receivables are recorded in profit or loss as selling expenses.

b. Changes in the ECL allowance:

	Parent	Consolidated
As of December 31, 2023	(6,509)	(9,383)
Net allowance (reversal)	(4,254)	(8,995)
Write-off for actual loss	2,344	5,914
As of December 31, 2024	(8,419)	(12,464)
Net allowance (reversal)	(1,284)	(4,496)
Write-off for actual loss	3,688	5,822
As of December 31, 2025	(6,015)	(11,138)

The Company's receivables secure some of the loans and financing, as described in the note on loans and financing.

In the consolidated financial statements as of December 31, 2025, there are securities receivable pledged as collateral for loans, financing and debentures in the amount of R\$86,114 (R\$90,584 as of December 31, 2024), and there are no amounts to secure the transactions carried out by third parties with franchisees.

9. Inventories

	Parent		Consolidated	
	31.12.25	31.12.24	31.12.25	31.12.24
Finished goods	239,729	246,384	519,035	487,255
Work in progress	10,529	10,582	15,514	13,212
Raw materials and consumables	66,972	59,529	96,593	95,269
Imports in progress	326	624	606	1,447
Impairment loss on inventories at realizable value	(17,661)	(11,581)	(34,538)	(37,538)
	299,895	305,538	597,210	559,645

The Company and its subsidiaries recognize an allowance for impairment losses on inventories taking into account the lower of cost and recoverable value. When recovery is not expected, the amounts credited to the account are realized against the final write-off of the inventory.

10. Other recoverable taxes

	Parent		Consolidated	
	31.12.25	31.12.24	31.12.25	31.12.24
ICMS (State VAT) (a)	2,293	303	32,981	14,641
PIS/COFINS (b)	5,727	4,709	7,746	9,395
IRRF	3,005	1,988	3,256	2,021
IPI	1,178	2,011	1,750	2,299
Reintegra (d)	1,604	1,939	1,604	1,939
Other recoverable taxes	109	162	293	248
Current assets	<u>13,916</u>	<u>11,112</u>	<u>47,630</u>	<u>30,543</u>
ICMS-ST (c)	9,982	9,982	9,982	9,982
ICMS - DIFAL	-	2,749	-	2,749
PIS/COFINS (b)	-	-	68	1,149
ICMS (State VAT) (a)	3,186	2,944	3,249	3,003
Other recoverable taxes	11	-	11	-
Non-current assets	<u>13,179</u>	<u>15,675</u>	<u>13,310</u>	<u>16,883</u>

a. ICMS

The balance basically consists of ICMS credit on inventories, ICMS ST to be refunded, ICMS DIFAL and ICMS credit on property, plant and equipment and untimely assets.

b. PIS (Contribution to the Social integration program) and COFINS (Contribution

The balance of this caption consists of PIS and COFINS on property, plant and equipment, untimely credits and credits arising from the Company's and its subsidiaries' normal transactions that will be fully offset in the following calculations.

c. ICMS-ST (State VAT paid by a party other than the one that

This item records the ICMS-ST levied on the transfer of products between the Company's establishments, in the amount of R\$9,982 at the controlling company. The amount is being filed at the state of Pernambuco Finance Department to fully recover it.

d. Reintegra (Special Regime for the Reimburs

The Company received the payment of a court-ordered debt payment consisting of the recognition of the REINTEGRA (Special Regime for the Reimbursement of Taxes paid by Export Companies) benefit, according to the sales to ZFM and ALC, case No. 5018339-37.2019.4.04.7200. R\$755 was recognized in cash, of which R\$420 is a variation due to the adjustment for inflation of the credit originally recognized.

11. Court deposits

The Company and its subsidiaries are parties to tax, civil, labor and social security legal proceedings. These issues are discussed at administrative and judicial levels. When applicable, court deposits have been made to support proceedings. They are recognized at the original amount, adjusted using the indexes of financial institutions for judicial deposits.

Court deposits are presented in accordance with the nature of the related cases:

	Parent		Consolidated	
	31.12.25	31.12.24	31.12.25	31.12.24
Civil	92	92	467	467
Labor and social security	884	1,213	884	1,213
Tax	3,808	3,772	3,808	3,771
	<u>4,784</u>	<u>5,077</u>	<u>5,159</u>	<u>5,451</u>

12. Guarantee deposits

As of December 31, 2025, the Company had a balance of court deposits in the amount of R\$16,568 (R\$16,076 as of December 31, 2024), consisting mainly of the following amounts:

(a) Deposits related to motions to stay tax enforcement filed against the Federal Government – National Treasury, with the purpose of annulling tax credits whose enforceability at the time of enrollment as enforceable debt or the filing of enforcement would be suspended. The Company's main claim is that payment of those credits was suspended pursuant to article 151 of the Brazilian Tax Code, particularly because of the Company's joining the installment payment program introduced by Executive Act 470/2009, formalized on November 30, 2009. This suspension was recognized by the National Treasury Attorney's Office on July 16, 2010. The balance related to these deposits is R\$7,231 as of December 31, 2025.

(b) Deposit in court for the proposed tax enforcement of social security contributions levied on the compensation paid to the insured person, as well as contributions to finance benefits due to occupational disability and to third parties. The amount deposited is R\$ 6,001 as of December 31, 2025.

(c) In September 2020, the Company entered into a "Statement of Understanding and Settlement of Obligations" with Refinadora Catarinense S.A., for the payment of a debt in the amount of R\$101,990. Under the agreement, the Refinery transferred R\$89,517 consisting of amounts deposited in the enforcement of tax debts filed against PBG S.A. This amount was recognized in October 2020 as a guarantee deposit in non-current assets, and adjusted for inflation over time. In 2022, after the Company authorized the partial withdrawal of the amounts, the Company presented surety bond in court records No. 0001185-67.2007.8.24.0072 (filed in April 2024) and No. 0003437-66.2011.8.24.0072, which resulted in a reduction in the amount deposited to R\$2,210 as of December 31, 2025.

13. Income and social contribution taxes

a. Recoverable and payable income and social contribution taxes

Recoverable and payable income and social contribution taxes can be broken down as follows:

	Current assets			
	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Income tax	1,432	3,343	5,913	4,666
Social contribution tax	6	6	2,078	465
	<u>1,438</u>	<u>3,349</u>	<u>7,991</u>	<u>5,131</u>
	Current liabilities			
	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Income tax	-	-	-	700
Social contribution tax	-	-	-	739
	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,439</u>

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b. Deferred income and social contribution taxes

Deferred income and social contribution taxes in the Company and Consolidated financial statements are as follows:

	Parent		Consolidated	
	31.12.25	31.12.24	31.12.25	31.12.24
Recognized tax losses	62,864	92,852	73,633	106,256
Provisions for civil, labor and pension plans and tax proceedings	5,830	6,606	6,178	6,971
Provision for success fees	9,611	6,465	9,766	6,626
Provision for expenses	6,489	7,413	9,667	9,778
Difal allowance	2,676	2,936	2,676	2,936
Provision for commissions	4,365	4,240	4,365	4,203
Provision for market value adjustment	1,931	2,045	2,351	2,274
Impairment loss on trade receivables	2,045	2,863	3,530	3,760
Provision for long-term profit sharing and incentive plan	1,688	1,295	1,688	1,295
Foreign exchange gains (losses) on a cash basis	(4,823)	7,310	(5,929)	7,310
Leasing	323	982	1,872	1,935
Tax incentives - income tax	-	-	4,359	5,981
Other temporary differences receivable	21,163	2,943	17,223	3,363
Depreciation adjustment (for the useful life of assets)	(32,243)	(31,609)	(32,243)	(31,609)
Realization of the revaluation reserve	(14,223)	(14,853)	(14,223)	(14,851)
Judicial assets - IPI premium credit - Phase II	(20,902)	(10,953)	(20,902)	(10,953)
Portobello Previdência	3,550	(4,646)	3,550	(4,646)
Hedging accounting transactions	122	12,309	122	12,309
Judicial assets - IPI premium credit - Stage I	(3,542)	(3,787)	(3,542)	(3,787)
Correction of credit of rural cell	-	-	(6,387)	(6,387)
Other temporary differences payable	-	(39)	(1)	(44)
Deferred income and social contribution taxes - assets and liabilities, net	46,924	84,372	57,753	102,720
Deferred income and social contribution taxes - non-current assets	46,924	84,372	62,782	105,447
Deferred income and social contribution taxes - non-current liabilities	-	-	(5,029)	(2,727)

Net changes in deferred income and social contribution tax accounts as of December 31, 2025 and 2024 are as follows:

	Parent	Consolidated
	39,815	47,071
As of December 31, 2023		
Income tax losses	16,647	18,621
Temporary differences receivable	14,760	23,879
Temporary differences payable	(4,760)	(4,760)
Hedging accounting transactions	17,280	17,280
Revaluation reserve	630	630
As of December 31, 2024	84,372	102,721
Income tax losses	(29,987)	(31,173)
Temporary differences	4,097	(2,237)
Hedging accounting transactions	(12,188)	(12,188)
Revaluation reserve	630	630
As of December 31, 2025	46,924	57,753

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c. Income and social contribution taxes (profit or loss) - reconciliation of effective tax rate

Income and social contribution tax expenses are as follows:

	Parent		Consolidated	
	31.12.25	31.12.24	31.12.25	31.12.24
Profit (loss) before	(262,378)	(130,195)	(238,615)	(109,572)
Tax calculated according to the statutory tax rate - 34%	89,209	44,365	81,129	37,255
Share of profit (loss) of subsidiaries by equity method	(52,286)	(23,474)	-	-
Tax incentives	(2,469)	-	(2,469)	-
Good Law	-	-	4,261	6,574
Income and social contribution taxes on undue tax payments	-	3,374	331	3,374
Unrecognized deferred income and social contribution taxes - PBA and PBM	-	-	(60,765)	(56,477)
Unrecognized deferred income and social contribution taxes - PBG and CBC	(66,332)	-	(73,955)	-
Interest capitalization	1,184	5,525	1,184	5,525
Other	1,334	(1,633)	(2,523)	11,304
Current tax on the year's profit	-	1,147	(16,644)	(30,454)
Recognition of deferred income and social contribution taxes	(29,360)	27,010	(30,049)	38,009
Income and social contribution tax expenses recognized in profit or loss	(29,360)	28,157	(52,807)	7,555
Effective rate	(11.2%)	21.6%	(22.1%)	6.9%

d. Income tax losses

	Parent		Consolidated	
	31.12.25	31.12.24	31.12.25	31.12.24
Tax loss - calculation base	402,121	273,094	456,214	312,518
Tax loss - unrecognized	(217,227)	-	(239,646)	-
Tax loss - recognized	184,894	273,094	216,568	312,518
Deferred IR/CS - net (34%)	62,864	92,852	73,633	106,256

Based on studies and projected results for the following periods, the Company and its subsidiaries tested for impairment deferred tax assets resulting from income and social contribution tax losses as of December 31, 2025, and we estimate the following schedule for recovering those assets:

Period	Company	Consolidated
2027	4,632	4,632
2028	13,437	13,437
2029	17,165	17,165
2030	27,630	38,399
	<u>62,864</u>	<u>73,633</u>

The Company limited the realization of deferred corporate income and social contribution tax assets to the next five (5) years, recognizing a provision for the amounts whose realization, according to management's projections, is higher than 2030.

14. Judicial assets

	Parent		Consolidated	
	31.12.25	31.12.24	31.12.25	31.12.24
IPI premium credit (a)				
Case No. 93.0009716-4 (Stage III)	31,358	-	31,358	-
Process No. 1987.0000.645-9 (Phase II)	30,119	32,216	30,119	32,216
Process number 1984.00.020114-0 (Phase I)	10,418	11,138	10,418	11,138
IPI premium credit - "Asset" - compulsory portion (b)	75,106	75,106	75,106	75,106
	147,001	118,460	147,001	118,460

a. IPI premium credit

The Company is a party to a lawsuit seeking the recognition of tax benefits called IPI premium credits in different computation periods. Case No. 1987.0000.645-9 filed for the period from April 1, 1981 to April 30, 1985 has already been rendered in favor of the Company, and the award is being settled against the amounts already calculated by the Federal Court's award calculation department. The amount recognized in November 2009 and adjusted for inflation until December 31, 2025 is R\$30,119 (R\$32,216 as of December 31, 2024). The case was waiting for a decision on an appeal discussing calculation criteria, which was partially granted to determine the inclusion of the amounts related to the drawback transaction in the liquidation. The case is currently awaiting the admissibility of Special and Extraordinary Appeals filed by the Federal Government in August 2025.

With respect to case No. 1984.00.020114-0, referring to the period from December 7, 1979 to March 31, 1981, after the final and unappealable decision, which occurred more than 10 years ago, the liquidation and execution of the judgment began, with an expert report being carried out by a judicial expert. The parties were notified of the amount calculated to issue their opinion about their agreement with or challenge to the report. The Company agreed with the calculations presented by the Company.

In 2015, the Company recognized the amount calculated by the legal expert in the amount of R\$4,983. Given that the Company understands that a favorable outcome of the lawsuit is virtually certain, it recognized the tax asset in June 2015, and as of December 31, 2025 maintained the balance of R\$10,418 (R\$11,138 as of December 31, 2024).

Although the expert report was approved in 2015, the federal government filed an interlocutory appeal alleging excessive execution and the application of rate limiters, recognizing as undisputed the amount of R\$2,875 (reporting date May 2014). The main proceedings are suspended pending the hearing of the appeal. Such appeal was included in the Federal Regional Court of the First Region in the last quarter of 2025, but withdrawn to be assigned a new trial docket.

In relation to case 93.0009716-4, relating to the period from July 16, 1988 to October 4, 1990, the action has been final and unappealable favorable to the Company since April 2012. The case has been settled by procedure whereby an expert report has been submitted. After recent decisions in 2025 that validated part of the criteria for calculating the judgment enforcement and rejected the motion for clarification of the parties, the Federal Government informed, in October 2025, the filing of an Interlocutory Appeal before the TRF of the 1st Region, where it is currently awaiting judgment. They are recognized in the amounts considered to be realizable by management.

Success fees for the three stages of proceedings are recognized in liabilities in the amount of R\$15,368. Therefore, the net value of assets is R\$56,528.

b. IPI premium credit - "Asset"

The process began in 1984. During its course, it was processed before the Federal Supreme Court (STF), after which it returned to the 6th Federal Court of the Judicial Section of the Federal District (original court), so that the execution of the sentence could be continued.

The Company, in view of the statement made by the Judicial Accounting Office – attached to the proceeding in March 2020 – in which it states that it does not have the technical knowledge to present a statement on the challenges filed by the Federal Government and, considering that the amounts presented by the Company were duly approved, recognized the portion considered as complementary in the amount of R\$66,056 (base of August 2015).

In the first quarter of 2020, the amount of R\$75,107 was recognized as assets. The following amounts were recognized simultaneously in liabilities: i) R\$56,330 consisting of the amounts to be paid to Refinadora Catarinense, ii) R\$1,737 consisting of PIS/COFINS, iii) R\$3,380 consisting of deferred IRPJ/CSLL. Moreover, provision was accrued for success fees, and the net amount due to the Company is R\$4,823. The liability recognized on behalf of Refinadora Catarinense originates from an agreement for the purchase of IPI premium credits.

In a decision on the merits, issued in July 2022, on the challenge to compliance with the judgment by the National Treasury, the judge rejected the arguments presented and also approved the calculations presented by the Judicial Accountant. In light of that decision, the National Treasury filed a motion for clarification of the decision, which was rejected, and the embargoed decision remained unaffected.

In 2023, in view of the decisions that ratified the calculation, the National Treasury filed an appeal with the TRF of the 1st Region, which was received without the grant of suspensive effect and is awaiting judgment. The lawsuit is awaiting judgment, with no significant movements in the years 2024 and 2025.

15. Securities

	Parent		Consolidated	
	31.12.25	31.12.24	31.12.25	31.12.24
PBG FIDC clients (a)	22,500	23,104	22,500	23,104
PBG FIDC trade payables (b)	43,586	-	43,586	-
ENEL Green Power Ventos de Santa Esperança 21 S.A. (c)	3,000	3,000	3,000	3,000
	<u>69,086</u>	<u>26,104</u>	<u>69,086</u>	<u>26,104</u>

a. PBG Fundo de Investimento em Direitos Creditórios - mezzanine shares ("FIDC Clientes")

In June 2024, PBG Fundo de Investimento em Direitos Creditórios de Responsabilidade Limitada started its operations. The purpose of these funds is to invest in receivables as a closed investment of a special nature with indefinite term, ruled according to the provisions of its regulations, National Monetary Council Resolution No. 2,907 of November 29, 2001, as amended, of CVM Resolution 175 and of Normative Annex II, of CVM Resolution 175.

The equity of FIDC PBG is as follows:

Holders of shares	Number of shares	
	31.12.2025	31.12.2024
Intermediary institutions that are members of the distribution consortium	124,500	124,500
Legal entities related to the issuer (PBG)	22,500	22,500
Investment funds	3,000	3,000
	<u>150,000</u>	<u>150,000</u>

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The Company's Management concluded that there is no significant influence arising from the Fund's participation in the Mezzanine Shares, which account for 15% of the total.

The Company and its subsidiaries are not assigned, jointly liable with their respective debtors, and have no recourse against them, so that the Company and its subsidiaries will not be jointly liable with their respective debtors for the obligations arising from the receivables acquired by the assignee. Therefore, the receivables acquired by the assignee are derecognized at the moment of the transaction, as the risks and rewards of the securities are substantially transferred. As of December 31, 2025, the fair value of the shares belonging to the Company is R\$22,500, presented in non-current assets.

b. PBG Suppliers Receivables investment fund - junior shares ("FIDC Suppliers")

On February 10, 2025, PBG Suppliers Fundo de Investimento em Direitos Creditórios was created. The purpose of the fund is to acquire receivables from business transactions carried out between the Company and its suppliers. This initiative aims to improve cash flow management and strengthen business relationships with our strategic partners.

160,000 shares were issued divided into two different classes. The Company held 40,000 shares, classified as junior shares. The Company paid in R\$40,000 for its 40,000 shares. The Company's Management concluded that there is no significant influence arising from the participation in the Fund with junior shares, which represent 25% of the total.

As of December 31, 2025, the fair value of the shares belonging to the Company is R\$43,586, presented in non-current assets.

c. ENEL Green Power Ventos de Santa Esperança 21 S.A.

In 2023, through the agreement signed between Enel Brasil and the Company, the Portobello Group became Enel Brasil's partner in the Ventos de Santa Esperança 21 wind farm, which belongs to the Morro do Chapéu Sul II wind complex, built and operated by Enel Green Power, Enel's renewable generation arm. With an installed capacity of 353 MW, Morro do Chapéu Sul II is located in the municipalities of Morro do Chapéu and Capernaum, in Bahia, and has a total of 84 wind turbines. The Company does not have control over or significant influence over this investment.

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16. Investments**a. Equity-accounted subsidiaries**

The Company controls six companies and investments are recognized in non-current assets under the caption "Equity-accounted subsidiaries".

	Country of incorporation	Direct interest	Indirect interest	Assets	Liabilities	Equity	Income	Result
As of December 31, 2025								
Portobello América Inc.	United States	100.00%	0.00%	1,349,029	841,618	507,411	349,681	(141,429)
Portobello America Manufacturing (a)	United States	0.00%	100.00%	580,384	709,284	(128,900)	236,927	(32,363)
PBTech Ltda.	Brazil	99.94%	0.06%	288,129	275,951	12,178	500,580	29,795
Portobello Shop S/A	Brazil	99.90%	0.00%	85,094	57,765	27,329	105,945	15,647
Mineração Portobello Ltda.	Brazil	99.99%	0.00%	30,549	25,141	5,408	13,538	(8,563)
Companhia Brasileira de Cerâmica S/A	Brazil	98.85%	1.15%	169,749	146,425	23,324	553,970	(21,257)
As of December 31, 2024								
Portobello América Inc.	United States	100.00%	0.00%	1,382,438	816,279	566,159	317,886	(166,108)
Portobello America Manufacturing (a)	United States	0.00%	100.00%	847,502	954,921	(107,419)	171,126	(79,916)
PBTech Ltda.	Brazil	99.94%	0.06%	253,039	191,357	61,682	424,003	51,487
Portobello Shop S/A	Brazil	99.90%	0.00%	83,794	41,459	42,335	106,960	27,899
Mineração Portobello Ltda.	Brazil	99.76%	0.00%	54,718	42,149	12,569	15,970	(22,326)
Companhia Brasileira de Cerâmica S/A	Brazil	98.85%	1.15%	33,234	7,308	25,926	15,822	(11,292)

- (a) The Company has an indirect interest in Portobello America Manufacturing, which is consolidated in Portobello America Inc., and for that reason the movements of Portobello America Manufacturing are not presented below.

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Subsidiaries are closed companies, whose movements in 2025 and 2024 are as follows:

	Ownership interest	31.12.24	Foreign exchange gains (losses)	Reimbursement asset	Interest capitalization	Advance for future increase in capital	Share of profit of equity-accounted investees	Dividends	31.12.25
Investments									
Portobello América Inc. (b)	100.00%	565,511	(68,590)	-	-	158,908	(167,154)	-	488,675
PBTech Ltda.	99.94%	10,454	-	-	-	-	29,777	(28,060)	12,171
Portobello Shop S.A.	99.90%	15,578	-	-	-	-	15,632	(3,907)	27,303
Mineração Portobello Ltda.	99.99%	13,971	-	-	-	-	(8,565)	-	5,406
Companhia Brasileira de Cerâmica S/A	98.85%	44,483	-	-	-	-	(21,012)	-	23,471
Portobello S/A	100.00%	10	-	-	-	-	-	-	10
Interest capitalization (a)		43,763	-	-	5,303	-	(2,459)	-	46,607
Total net investment in subsidiaries		693,770	(68,590)	-	5,303	158,908	(153,781)	(31,967)	603,643
	Ownership interest	31,12,23	Foreign exchange gains (losses)	Capital increase	Interest capitalization	Advance for future increase in capital	Share of profit of equity-accounted investees	Dividends	31,12,24
Investments									
Portobello América Inc.	100.00%	313,682	121,271	-	-	296,665	(166,107)	-	565,511
PBTech Ltda.	99.94%	61,630	-	-	-	-	44,548	(95,724)	10,454
Portobello Shop S.A.	99.90%	42,279	-	-	-	-	20,131	(46,832)	15,578
Mineração Portobello Ltda.	99.99%	12,569	-	(17,853)	-	-	19,255	-	13,971
Companhia Brasileira de Cerâmica S/A	98.85%	25,999	-	-	-	3,771	14,713	-	44,483
Portobello S/A	100.00%	10	-	-	-	-	-	-	10
Interest capitalization (a)		27,514	-	-	18,095	-	(1,846)	-	43,763
Total net investment in subsidiaries		483,683	121,271	(17,853)	18,095	300,436	(69,306)	(142,556)	693,770

(a) The Company's investments include the capitalization of interest on loans, financing and debentures that are related to the acquisition, construction or production of property, plant and equipment of its investees in the United States. On a consolidated basis, these amounts are capitalized as property, plant and equipment.

(b) In the year ended December 31, 2025 Portobello América received advance for future increase in capital in the amount of R\$158,908 (R\$296,665 in 2024), of which R\$65,152 consists of cash disbursement by the parent company (R\$213,665 in 2024) and R\$93,756 consists of the transfer of the balance of receivables without cash effect (R\$83,000 in 2024).

(i) Portobello Shop

Portobello Shop S.A. was founded in October 2002 and started its operations in September 2003. PBShop is the administrator of the Portobello Shop Franchise System, the largest chain of stores specialized in ceramic tiles in Brazil.

The franchises are present only in the national territory and operate in consultative sales, with customizations, innovations and technological resources to serve their customers. PBShop currently manages 131 (one hundred and thirty-one) franchises throughout Brazil (134 as of December 31, 2024).

(ii) PBTech

PBTech Comércio e Serviços de Revestimentos Cerâmicos Ltda, was founded in August 2003, and is engaged in retailing ceramic coating, as well as products for civil construction and providing services related to the area of ceramic coating. The Company currently has a network of thirty (30) company-owned stores in Brazil.

As of December 31, 2025, the Company had a negative net working capital of R\$91,506 (R\$106,348 as of December 31, 2024). PBTech has a history of profits over the past years, negative net working capital is mainly due to advances made by customers, which will be offset with deliveries of goods.

(iii) Mineração Portobello

Mineração Portobello Ltda., set up on November 14, 1978, is primarily engaged in extracting clay and processing and selling the extraction produced to the parent company. The material supplied by Mineração Portobello Ltda. is used by the parent company as part of the *mix* of raw materials for manufacturing Portobello and Pointer ceramic products. Extraction mines are regionally divided into the South and Northeast regions. Mines in the South of Brazil supply raw material to the Company's plant in Tijucas, state of Santa Catarina, for Portobello brand products, and the mines in the Northeast Region supply raw material to the plant in Alagoas for Pointer brand products.

The Company is headquartered in the city of Tijucas/State of Santa Catarina, and has branches in the states of Santa Catarina, Paraná, Sergipe and Alagoas.

(iv) Companhia Brasileira de Cerâmica

Companhia Brasileira de Cerâmica S.A. is a closed corporation located in Marechal Deodoro - Alagoas, and started its activities in May 2014. CBC manufactures products made from porcelain tiles.

CBC underwent restructuring in the first half of 2024, having incorporated the operations of five distribution centers that were previously part of its parent company, PBG S.A. This retail distribution operation is expected to offset the losses accumulated over the next years.

(v) Portobello América

Portobello América is a subsidiary of PBG S.A., located in the state of Tennessee – USA, where it has two (2) distribution centers through which it distributes Portobello products in the US market. In July 2023, the subsidiary Portobello América Manufacturing LLC started to operate its tests, and in October 2023 the Company started the production of its marketing portfolio.

The new industrial park has an annual production capacity of 3.6 million m² in this first stage and has a built area of 90 thousand m².

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The start of production in the new plant is the main focus is on expanding the distribution model, which has a more attractive profitability. Therefore, a return on investment is expected to occur over the next years.

17. Property, Plant and Equipment**a. Composition of property, plant and equipment**

	Annual average depreciation rate	Parent			31.12.2024
		31.12.2025		Net amount	
		Cost	Accumulated depreciation		
Land	-	12,603	-	12,603	12,603
Buildings, construction work and improvements	3%	303,283	(126,340)	176,943	182,010
Machinery and equipment	15%	844,789	(553,879)	290,910	306,886
Furniture and fixtures	10%	10,880	(10,057)	823	867
Computers	20%	38,266	(34,089)	4,177	5,103
Other property and equipment	20%	1,362	(838)	524	162
Construction contracts in progress	-	20,983	-	20,983	23,426
		<u>1,232,166</u>	<u>(725,203)</u>	<u>506,963</u>	<u>531,057</u>
Consolidated					
	Annual average depreciation rate	31.12.2025			31.12.2024
		31.12.2025		Net amount	
		Cost	Accumulated depreciation		
Land	-	13,486	-	13,486	13,486
Buildings, construction work and improvements	3%	362,163	(168,492)	193,671	202,734
Machinery and equipment	15%	1,375,590	(604,032)	771,558	790,750
Furniture and fixtures	10%	23,832	(17,793)	6,039	8,089
Computers	20%	48,454	(40,533)	7,921	11,486
Other property and equipment	20%	1,844	(1,241)	603	373
Construction contracts in progress	-	64,954	-	64,954	110,445
		<u>1,890,323</u>	<u>(832,091)</u>	<u>1,058,232</u>	<u>1,137,363</u>

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b. Changes in property, plant and equipment

	Parent											31.12.25	
	31.12.23	Addition	Transfer	Depreciation	Write-off	Foreign exchange gain (loss)	31.12.24	Addition	Transfer	Depreciation	Write-off		Foreign exchange gain (loss)
Land	12,603	-	-	-	-	-	12,603	-	-	-	-	-	12,603
Buildings and improvements	192,941	831	995	(12,757)	-	-	182,010	17	8,627	(13,711)	-	-	176,943
Machinery and equipment	310,713	1,021	31,204	(36,052)	-	-	306,886	965	18,338	(35,279)	-	-	290,910
Furniture and fixtures	1,018	-	77	(228)	-	-	867	-	144	(188)	-	-	823
Computers	4,667	494	1,852	(1,904)	(6)	-	5,103	74	700	(1,700)	-	-	4,177
Other property and equipment	203	-	-	(40)	-	-	163	34	379	(52)	-	-	524
Construction contracts in progress	37,726	19,827	(34,128)	-	-	-	23,425	25,746	(28,188)	-	-	-	20,983
	<u>559,871</u>	<u>22,173</u>	<u>-</u>	<u>(50,981)</u>	<u>(6)</u>	<u>-</u>	<u>531,057</u>	<u>26,836</u>	<u>-</u>	<u>(50,930)</u>	<u>-</u>	<u>-</u>	<u>506,963</u>

	Consolidated											31,12,25	
	31,12,23	Addition	Transfer	Depreciation	Write-off/Reclassification (b)	Foreign exchange gain (loss)	31,12,24	Addition	Transfer	Depreciation	Write-off		Foreign exchange gain (loss)
Land	13,486	-	-	-	-	-	13,486	-	-	-	-	-	13,486
Buildings and improvements (a)	213,181	890	7,248	(18,457)	(127)	-	202,735	907	10,923	(20,883)	(11)	-	193,671
Machinery and equipment	580,063	20,136	168,867	(57,784)	(1,414)	80,882	790,750	3,383	88,227	(62,409)	-	(48,393)	771,558
Furniture and fixtures	8,498	1,646	205	(2,380)	(1,126)	1,246	8,089	36	931	(2,420)	(3)	(594)	6,039
Computers	8,985	597	5,078	(4,290)	(6)	1,122	11,486	74	1,218	(4,224)	-	(633)	7,921
Other property and equipment	652	-	-	(278)	-	-	374	34	379	(184)	-	-	603
Construction contracts in progress	233,017	62,670	(181,398)	-	(36,864)	33,018	110,443	65,433	(101,678)	-	-	(9,244)	64,954
	<u>1,057,882</u>	<u>85,939</u>	<u>-</u>	<u>(83,189)</u>	<u>(39,537)</u>	<u>116,268</u>	<u>1,137,363</u>	<u>69,867</u>	<u>-</u>	<u>(90,120)</u>	<u>(14)</u>	<u>(58,864)</u>	<u>1,058,232</u>

(a) During the year ended December 31, 2025, borrowing costs were capitalized in the amount of R\$5,303 (R\$18,095 as of December 31, 2024), considering an average loan portfolio rate of 16.42% p.a. (13.60% as of December 31, 2024).

(b) Reclassification of improvements as lease asset and right-of-use in 2024, in the amount of R\$36,864.

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Depreciation was recorded as cost of goods sold, selling and administrative expenses, as follows:

	Parent		Consolidated	
	2025	2024	2025	2024
Cost of goods sold and services rendered	(44,020)	(44,099)	(72,614)	(63,607)
Sales	(4,201)	(4,344)	(14,386)	(16,658)
General and administrative expenses	(2,709)	(2,538)	(3,120)	(2,924)
	<u>(50,930)</u>	<u>(50,981)</u>	<u>(90,120)</u>	<u>(83,189)</u>

c. Impairment of property, plant and equipment

Whenever events or changes in circumstances indicate that the book value may not be recoverable.

18. Intangible assets**a. Composition of intangible assets**

	Average annual depreciation rate	Parent			
		31.12.2025			31.12.24
		Cost	Accumulated amortization	Net amount	Net amount
Other intangible assets	-	150	-	150	150
Software	20%	103,342	(69,790)	33,552	29,998
Right to explore deposits	9%	1,000	(1,000)	-	-
Product development expenses	20%	2,044	(817)	1,227	1,636
Software under development	-	3,727	-	3,727	6,860
		<u>110,263</u>	<u>(71,607)</u>	<u>38,656</u>	<u>38,644</u>

	Average annual depreciation rate	Consolidated			
		31.12.25			31.12.24
		Cost	Accumulated amortization	Net amount	Net amount
Other intangible assets	-	401	-	401	432
Software	20%	209,985	(111,669)	98,316	78,934
Right to explore deposits	9%	4,074	(3,873)	201	218
Product development expenses	20%	5,547	(817)	4,730	5,283
Software under development	-	9,787	-	9,787	19,871
		<u>229,794</u>	<u>(116,359)</u>	<u>113,435</u>	<u>104,738</u>

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b. Changes in intangible assets

Parent													
	31.12.23	Addition	Transfer	Amortization	Write-off	Foreign exchange gain (loss)	31.12.24	Addition	Transfer	Amortization	Write-off	Foreign exchange gain (loss)	31.12.25
Other intangible assets	150	-	-	-	-	-	150	-	-	-	-	-	150
Software	31,118	498	8,073	(9,669)	(22)	-	29,998	7,521	7,429	(11,397)	-	-	33,551
Product development expenses	2,037	7	-	(408)	-	-	1,636	-	-	(409)	-	-	1,227
Software under development	7,740	7,193	(8,073)	-	-	-	6,860	4,297	(7,429)	-	-	-	3,728
	<u>41,045</u>	<u>7,698</u>	<u>-</u>	<u>(10,077)</u>	<u>(22)</u>	<u>-</u>	<u>38,644</u>	<u>11,818</u>	<u>-</u>	<u>(11,806)</u>	<u>-</u>	<u>-</u>	<u>38,656</u>
Consolidated													
	31,12,23	Addition	Transfer	Amortization	Write-off	Foreign exchange gain (loss)	31,12,24	Addition	Transfer	Amortization	Write-off	Foreign exchange gain (loss)	31,12,25
Other intangible assets	370	-	-	-	-	62	432	-	-	-	-	(31)	401
Software	61,532	5,636	31,242	(23,415)	(22)	3,960	78,933	25,687	23,675	(27,874)	-	(2,105)	98,316
Right to explore deposits	235	-	-	(17)	-	-	218	-	-	(17)	-	-	201
Product development expenses	4,243	3,756	(3,179)	(408)	-	872	5,284	4,986	-	(5,133)	-	(406)	4,731
Software under development	17,389	30,545	(28,063)	-	-	-	19,871	13,590	(23,675)	-	-	-	9,786
	<u>83,769</u>	<u>39,937</u>	<u>-</u>	<u>(23,840)</u>	<u>(22)</u>	<u>4,894</u>	<u>104,738</u>	<u>44,263</u>	<u>-</u>	<u>(33,024)</u>	<u>-</u>	<u>(2,542)</u>	<u>113,435</u>

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Amortization amounts were recorded as cost of goods sold, selling and administrative expenses, as follows:

	Parent		Consolidated	
	2025	2024	2025	2024
Cost of goods sold and services rendered	(116)	(77)	(4,804)	(3,684)
Sales	(1,825)	(2,237)	(8,728)	(6,594)
General and administrative expenses	(9,865)	(7,763)	(19,492)	(13,562)
	<u>(11,806)</u>	<u>(10,077)</u>	<u>(33,024)</u>	<u>(23,840)</u>

c. Recoverable value of intangible assets

The recoverable value of intangible assets is tested for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable.

19. Right-of-use assets and lease obligations

Contracts characterized as leases, in accordance with IFRS 16/CPC 06 (R2), are recognized as right-of-use assets (lease assets, non-current assets) with an offsetting entry to lease liabilities (current and non-current liabilities).

As of December 31, 2025, the Company and its subsidiaries had a total of 73 agreements (72 in 2024), of which 57 consist of leases, with no purchase options, related to real estate used in their manufacturing, commercial and logistics operations. The remaining 16 agreements consist of leases of vehicles with an option to purchase at the end of the contractual term, and are characterized, in practice, as financing transactions.

Leases that do not have purchase options at the end of the agreement consist of the lease of the spaces used by the Company's own stores, distribution centers and land for storing, storing and homogenizing the ore extracted from the mines and equipment, as well as of machinery such as stackers and wheel loaders and the *BTS* operations signed by Portobello America.

The amount of the lease liability represents the present value of future lease payments discounted using the rate implicit in the leases or, if not available, the weighted average cost of financing transactions for the current month when the new leases were adopted. Lease assets are detailed below and represent the initial measurement amount of the lease liability, plus any payments made by the commencement date, less incentives, plus dismantling and removal costs, and their residual value at the end of the lease, when applicable. The terms of the right-of-use agreements range from two (2) to ten (10) years, and *BTS's* contract had its term changed to 30 years (warehouse occupied by the US factory) in the second quarter of 2025. The amortization period of goodwill is, on average, 10 years.

Contracts are annually readjusted according to the fluctuations in the main inflation rates. Most of them have terms of five to seven years and may be renewed after that date.

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a. Composition and movements in right-of-use assets

	Parent						Consolidated								
	Distribution Center	Vehicles	Machines	Buildings	Intangible assets	Total	Distribution Center	Stores	Buildings	Goodwill	Vehicles	Machines	Intangible assets	Land	Total
As of December 31, 2023	6,801	2,268	25,851	2,376	-	37,296	6,801	28,259	397,315	101,307	2,267	25,851	-	875	562,675
Remeasurement	7,477	-	-	-	-	7,477	7,477	2,249	37,202	-	-	-	-	49	46,977
Foreign exchange gain (loss)	-	-	-	-	-	-	-	-	110,387	-	-	656	-	-	111,043
Addition	-	773	2,858	-	3,525	7,156	-	12,016	1,954	17,036	773	9,508	3,525	-	44,812
Leasehold improvements (a)	-	-	-	-	-	-	-	-	36,864	-	-	-	-	-	36,864
Depreciation	(5,377)	(1,415)	(13,289)	(594)	-	(20,675)	(5,377)	(11,414)	(31,568)	(13,145)	(1,415)	(13,408)	-	(97)	(76,424)
As of December 31, 2024	8,901	1,626	15,420	1,782	3,525	31,254	8,901	31,110	552,154	105,198	1,625	22,607	3,525	827	725,947
No purchase option	8,901	-	15,420	1,782	3,525	29,628	8,901	31,110	552,154	105,198	-	22,607	3,525	827	724,322
With a call option	-	1,626	-	-	-	1,626	-	-	-	-	1,625	-	-	-	1,625
Remeasurement (b)	-	-	127	109	-	236	297	2,473	180,315	-	-	127	-	-	183,212
Foreign exchange gain (loss)	-	-	-	-	-	-	-	-	(57,053)	-	-	(751)	-	-	(57,804)
Addition	1,009	1,095	7,603	-	-	9,707	16,952	16,810	32,246	6,527	1,095	13,486	-	60	87,176
Reimbursement received (b)	-	-	-	-	-	-	-	-	(38,465)	-	-	-	-	-	(38,465)
Contractual terminations and reclassifications (c)	(6,090)	(121)	-	-	-	(6,211)	(6,838)	-	-	-	(121)	-	-	-	(6,959)
Depreciation	(3,023)	(1,112)	(14,018)	(616)	(2,350)	(21,119)	(6,336)	(13,871)	(28,788)	(13,706)	(1,112)	(17,347)	(2,350)	(63)	(83,573)
As of December 31, 2025	797	1,488	9,132	1,275	1,175	13,867	12,976	36,522	640,409	98,019	1,487	18,122	1,175	824	809,534
No purchase option	797	-	9,132	1,275	1,175	12,379	12,976	36,522	640,409	98,019	-	15,341	1,175	824	805,266
With a call option	-	1,488	-	-	-	1,488	-	-	-	-	1,487	2,781	-	-	4,268

(a) Reclassification of improvements as lease asset and right-of-use initially recognized as property, plant and equipment in the amount of R\$36,864.

(b) On April 23, 2025, PBA renegotiated the terms and interest rates of its BTS agreement and received a reimbursement from the lessor in the approximate amount of R\$38,465 for the improvements made and paid for by PBA. The new amendment also changed the end date of the non-cancellable period of the original contract, from April 2043 to March 2055, increasing the number of installments by 144 months. The impact of this remeasurement of the contract was R\$177,510, with an offsetting entry to lease liabilities.

(c) In the third quarter of 2025, the Company and its subsidiary CBC performed contractual amendments for the transfers of lease assets between the entities. This reclassification did not have an impact on the consolidated financial statements.

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b. Breakdown and changes in lease liabilities

	Parent					Consolidated									
	Distribution Center	Vehicles	Machines	Buildings	Intangible assets	Total	Distribution Center	Stores	Buildings	Goodwill (a)	Vehicles	Machines	Intangible assets	Land	Total
December 31, 2023	8,056	2,401	27,396	2,447	-	40,300	8,055	29,977	375,731	-	2,401	27,395	-	996	444,555
Remeasurement	7,477	-	-	-	-	7,477	7,477	2,249	37,202	-	-	-	-	49	46,977
Foreign exchange gain (loss)	-	-	-	-	-	-	-	-	99,328	-	-	539	-	-	99,867
Additions	-	773	2,858	-	3,525	7,156	-	12,016	1,954	17,036	773	9,508	3,525	-	44,812
Payments	(6,569)	(1,784)	(15,919)	(788)	(185)	(25,245)	(6,569)	(14,263)	(40,107)	(17,036)	(1,784)	(17,108)	(185)	(148)	(97,200)
Interest accrued in the period	1,036	424	2,837	290	204	4,791	1,036	3,509	28,145	-	424	3,059	204	69	36,446
December 31, 2024	10,000	1,814	17,172	1,949	3,544	34,479	9,999	33,488	502,253	-	1,814	23,393	3,544	966	575,457
No purchase option	10,000	-	17,172	1,949	3,544	32,665	9,999	33,488	502,253	-	-	23,393	3,544	966	573,643
With a call option	-	1,814	-	-	-	1,814	-	-	-	-	1,814	-	-	-	1,814
Remeasurement	-	-	127	109	-	236	297	2,473	180,315	-	-	127	-	-	183,212
Foreign exchange gain (loss)	-	-	-	-	-	-	-	-	(52,597)	-	-	(662)	-	-	(53,259)
Additions	1,009	1,095	7,603	-	-	9,707	16,952	16,810	32,246	-	1,095	13,486	-	60	80,649
Contractual terminations and reclassification (b)	(6,821)	(138)	-	-	-	(6,959)	(6,821)	-	-	-	(138)	-	-	-	(6,959)
Payments	(3,785)	(752)	(16,763)	(814)	(3,089)	(25,203)	(7,591)	(17,428)	(37,964)	-	(752)	(18,241)	(3,089)	(112)	(85,177)
Interest accrued in the period	421	68	1,544	228	295	2,556	1,012	4,278	30,193	-	68	2,261	295	66	38,173
December 31, 2025	824	2,087	9,683	1,472	750	14,816	13,848	39,621	654,446	-	2,087	20,364	750	980	732,096
No purchase option	-	-	9,683	1,472	750	11,905	13,848	39,621	654,446	-	-	17,644	750	980	727,289
With a call option	-	2,087	-	-	-	2,087	-	-	-	-	2,087	2,720	-	-	4,807
Current liabilities						9,767									46,759
Non-current liabilities						5,049									685,337

(a) The amount paid for the goodwill arising from the acquisition of franchise stores in cash flows is presented in investing activities.

(b) In the third quarter of 2025, the Company and its subsidiary CBC performed contractual amendments for the transfers of lease assets between the entities. This reclassification did not have an impact on the consolidated financial statements.

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c. Aging schedule of lease liabilities

	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
2025		26,306		71,528
2026	9,767	5,381	46,759	33,582
2027	2,884	2,045	56,823	22,754
2028	2,165	747	46,837	17,715
2029	-	-	37,786	15,066
From 2030 to 2043	-	-	543,891	414,812
	14,816	34,479	732,096	575,457

d. Potential right to recover PIS and COFINS

The table below shows the potential recoverable PIS and COFINS entitlement embedded in the lease consideration, according to the expected payment periods.

	Consolidated (companies located in Brazil)	
	Nominal	Discounted to present value
Cash Flows		
Lease consideration	196,061	107,148
Potential PIS/COFINS (9.25%)	18,136	9,936

e. Effect of inflation

In compliance with Circular Letter CVM/SNC/SEP/02/2019, the Company presents the comparative balances considering the effect of the future estimated inflation rate on lease contract flows, discounted at the nominal rate.

	Parent	Consolidated
	2025	2025
Lease asset - actual flow		
Right-of-use asset	67,390	1,025,521
Depreciation	(53,523)	(215,987)
	13,867	809,534
Lease asset - inflated flow		
Right-of-use asset	70,260	1,069,208
Depreciation	(55,803)	(225,188)
	14,457	844,020
Lease liabilities - actual flows		
Lease liability	16,706	820,633
Interest on lease liabilities	(1,890)	(88,537)
	14,816	732,096
Lease liabilities - inflated flow		
Lease liability	17,418	855,592
Interest on lease liabilities	(1,971)	(92,309)
	15,447	763,283

f. Agreements with terms and discount rates

The Group estimated the discount rates according to the risk-free interest rates observed in the Brazilian and foreign markets, for the terms of its contracts, adjusted to its reality ("credit spread"). Spreads were obtained by probing potential investors of the Group's debt securities. The discount rate of the *BtS* contract (warehouse occupied by the US factory) is 6.30% (5.35% as of December 31, 2024). The other discount rates of the Group's leases range from 3.84% to 15.07%, and the rate implicit in the contracts or discount rates are used according to the risk-free interest rates. The table below shows the rates applied considering the contracts' terms:

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<u>Deadlines</u>	<u>Annual % rate</u>
2 years	15.07%
3.3 years (a)	3.84%
3 years	12.35%
5 years	6.26%
10 years	9.99%
30 years (a)	6.30%

(a) Properties located in the United States, and the interest rate is local.

20. Trade payables, assignment of receivables and property and equipment payables

	<u>Parent</u>		<u>Consolidated</u>	
	<u>31.12.25</u>	<u>31.12.24</u>	<u>31.12.2025</u>	<u>31.12.2024</u>
Trade payables				
Domestic market	291,814	227,523	358,837	298,715
Foreign market	12,252	37,934	51,150	77,060
Current liabilities	<u>304,038</u>	<u>265,457</u>	<u>409,959</u>	<u>375,775</u>
Non-current liabilities	28	-	28	-
Assignment of payables to suppliers (a)				
Domestic market				
Drawee's risk	18,798	105,180	19,529	120,375
FIDC Trade payables	119,921	-	165,803	-
Current liabilities	<u>138,719</u>	<u>105,180</u>	<u>185,332</u>	<u>120,375</u>
Property, plant and equipment payables (b)				
Domestic market	8,508	9,739	76,210	32,590
Foreign market	5,848	3,823	89,130	172,699
Current liabilities	<u>8,668</u>	<u>13,562</u>	<u>74,385</u>	<u>22,546</u>
Non-current liabilities	5,688	-	90,955	182,743

a. Assignment of payables to suppliers

This line also includes transactions with FIDC suppliers, which is described in the explanatory note on Securities.

b. Property and equipment payables

The Group has notes payable related to suppliers of property, plant and equipment and intangible assets. In the parent company, balances basically consist of the acquisition of industrial machinery and equipment for the factory in Tijucas. In the consolidated financial statements, most of that refers to the US plant.

c. Average payment term (in days)

The average payment term of trade payables, accounts payable for property, plant and equipment and assignment of receivables from suppliers is as follows:

	<u>Company</u>		<u>Consolidated</u>	
	<u>31.12.25</u>	<u>31.12.24</u>	<u>31.12.25</u>	<u>31.12.24</u>
Trade payables	133	108	129	101
Assignment of payables to suppliers	152	151	149	147
Property and equipment payables	712	500	791	705

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21. Loans, financing and debentures

a. Composition

	Currency	Maturity	Charges	Parent		Consolidated	
				31.12.2025	31.12.2024	31.12.2025	31.12.2024
Current							
Banco do Nordeste S.A	RS	Mar-25	2.70% p.a. ¹ +IPCA (Extended Consumer Price Index)	-	12,262	-	12,262
NCE	RS	Dec-27	2.66% p.a. ¹ +CDI (interbank deposit certificate)	42,340	90,269	42,340	90,366
NCE	US\$	Jun-29	99% CDI	13,699	20,109	13,699	20,109
FINEP	RS	Jul-36	1.85% p.a. ¹ +TJLP	31,444	26,236	31,444	26,236
4th Issue Debentures	RS	Oct-26	3.02% p.a. ¹ +CDI (interbank deposit certificate)	-	80,216	-	80,216
5th Issue Debentures	RS	Dec-28	3.67% p.a. ¹ +CDI (interbank deposit certificate)	25,945	82,056	25,945	82,056
6th Issue Debentures	RS	Jun-30	4.65% p.a. ¹ +CDI (interbank deposit certificate)	659	-	659	-
Commercial note	RS	Dec-26	4.40% p.a. ¹ +CDI (interbank deposit certificate)	-	-	-	2,505
FINAME	RS	Oct-32	3.46% p.a. ¹ +SELIC (Central Bank overnight rate)	956	-	956	-
FINAME (Government Agency for Machinery and Equipment Financing)	RS	Jul-27	2.85% p.a. ¹ +CDI (interbank deposit certificate)	5,709	-	5,709	-
with							
BNDES	RS	Mar-25	1.80% p.a. ¹ +SELIC (Central Bank overnight rate)	-	2,124	-	2,124
Working capital	RS	Mar-26	2.75% p.a. ¹ +CDI (interbank deposit certificate)	7,202	3,936	7,202	3,936
Working capital	US\$	Aug-28	6.50% p.a. ¹	-	-	599	-
Working capital	US\$	Aug-28	1.85% p.a. ¹ +CDI (interbank deposit certificate)	15,679	-	15,679	-
Working capital from swaps	US\$	Mar-26	3.11% p.a. ¹ +CDI (interbank deposit certificate)	-	15,704	-	15,796
ACC	US\$	Dec-26	7.62% p.a. ¹	24,820	13,272	24,820	13,272
PPE	US\$	Sept-27	5.75% p.a. ¹	14,249	419	14,249	419
PPE	US\$	Mar-26	1.35% p.a. ¹ +CDI (interbank deposit certificate)	25,532	50,734	25,532	50,734
Export prepayment agreement with swap agreements	US\$	Nov-29	97.00% CDI	10,284	5,983	10,284	5,983
Export prepayment agreement with swap agreements	US\$	Mar-30	2.05% p.a. ¹ +CDI (interbank deposit certificate)	153	-	153	-
Total current assets				218,671	403,320	219,270	406,014
Total domestic currency	RS			114,255	297,099	114,255	299,701
Total foreign currency	US\$			104,416	106,221	105,015	106,313
Non-current							
Banco do Nordeste S.A	RS	Mar-25	2.70% p.a. ¹ +IPCA (Extended Consumer Price Index)	-	7,990	-	7,990
NCE	RS	Dec-27	2.66% p.a. ¹ +CDI (interbank deposit certificate)	57,905	162,771	57,905	162,674
NCE	US\$	Jun-29	99% CDI	33,475	23,402	33,475	23,402
FINEP	RS	Jul-36	1.85% p.a. ¹ +TJLP	112,342	138,753	112,342	138,753
4th Issue Debentures	RS	Oct-26	3.02% p.a. ¹ +CDI (interbank deposit certificate)	-	74,481	-	74,481
5th Issue Debentures	RS	Dec-28	3.67% p.a. ¹ +CDI (interbank deposit certificate)	162,316	242,656	162,316	242,656
6th Issue Debentures	RS	Jun-30	4.65% p.a. ¹ +CDI (interbank deposit certificate)	295,813	-	295,813	-
Commercial note	RS	Dec-26	4.40% p.a. ¹ +CDI (interbank deposit certificate)	-	-	-	2,500
FINAME	RS	Oct-32	3.46% p.a. ¹ +SELIC (Central Bank overnight rate)	34,528	-	34,528	-
FINAME (Government Agency for Machinery and Equipment Financing)	RS	Jul-27	2.85% p.a. ¹ +CDI (interbank deposit certificate)	7,500	-	7,500	-
with							
BNDES	RS	Mar-25	1.80% p.a. ¹ +SELIC (Central Bank overnight rate)	-	651	-	651
Working capital	RS	Mar-26	2.75% p.a. ¹ +CDI (interbank deposit certificate)	-	975	-	975
Working capital	US\$	Aug-28	6.50% p.a. ¹	-	-	24,761	-
Working capital	US\$	Aug-28	1.85% p.a. ¹ +CDI (interbank deposit certificate)	5,883	-	5,883	-
Working capital from swaps	US\$	Mar-26	3.11% p.a. ¹ +CDI (interbank deposit certificate)	-	3,910	-	16,007
ACC	US\$	Dec-26	7.62% p.a. ¹	-	2,212	-	2,212
PPE	US\$	Sept-27	5.75% p.a. ¹	12,488	27,762	12,488	27,762
PPE	US\$	Mar-26	1.35% p.a. ¹ +CDI (interbank deposit certificate)	-	12,586	-	12,586
Export prepayment agreement with swap agreements	US\$	Nov-29	97.00% CDI	30,016	45,040	30,016	45,040
Export prepayment agreement with swap agreements	US\$	Mar-30	2.05% p.a. ¹ +CDI (interbank deposit certificate)	291,019	-	291,019	-
Total non-current				1,043,285	743,189	1,068,046	757,689
Total domestic currency	RS			670,404	628,277	670,404	630,680
Total foreign currency	US\$			372,881	114,912	397,642	127,009
Grand Total			16.38% p.a. ¹	1,261,956	1,146,509	1,287,316	1,163,703
Total domestic currency	RS			784,659	925,376	784,659	930,381
Total foreign currency	US\$			477,297	221,133	502,657	233,322

¹ Annual weighted average rate

Extended Consumer Price Index (IPCA)

Exchange rate fluctuation

CDI - Interbank Deposit Certificate

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b. Detailing contracts

Institution/Type	Entity	Date of the agreement	Expires on	Term (months)	Grace period (months)	Amortization	Amount raised	Clearances (in R\$ thousand)		Guarantees/ Note
								Date Value		
NCE	PBG S.A.	August 2021	August 2027	72	24	Biannual	RS100,000	RS100,000	August 2021	30% of the agreement's debt balance
	PBG S.A.	December 2022	December 2027	60	24	Biannual	RS48,000	RS48,000	December 2022	Receivables of Portobello S.A. of 10% of the agreement's debt balance
	PBG S.A.	December 2022	December 2027	60	24	Biannual	RS40,000	RS40,000	December 2022	Without guarantee
	PBG S.A.	Feb/23	June 2029	76	12	Monthly	RS50,000	RS50,000	Feb/23	10% of the agreement's debt balance
	PBG S.A.	June 2025	June 2029	48	1	Monthly	RS18,751	RS18,751	June 2025	10% of the agreement's debt balance
	PBG S.A.	December 2024	Sept/27	33	14	Quarterly	RS37,500	RS37,500	December 2024	10% of the agreement's debt balance
	PBG S.A.	February 2024	Feb/26	24	14	Biannual	RS70,000	RS70,000	February 2024	Endorsement of Portobello Shop
PPE	PBG S.A.	Mar/24	Mar/26	24	6	Quarterly	RS70,000	RS70,000	Mar/24	Standby Letter of Credit
	PBG S.A.	December 2025	Mar/26	3	3	End	RS14,000	RS14,000	December 2025	Standby Letter of Credit
	PBG S.A.	Mar/25	Mar/30	60	23	Quarterly	RS310,079	RS310,079	Mar/25	Surety bond and application
	PBG S.A.	Sept/24	Sept/27	36	18	Biannual	RS24,797	RS24,797	Sept/24	Standby Letter of Credit
ACC	PBG S.A.	Nov/22	Nov/27	60	24	Biannual	RS43,000	RS43,000	Nov/22	Without guarantee
	PBG S.A.	December 2024	Feb/26	14	3	Quarterly	RS15,466	RS15,466	December 2024	Without guarantee
Working capital	PBG S.A.	December 2025	December 2026	12	12	End	RS10,000	RS10,000	December 2025	Portobello Shop receivables of 100% and 20% of the agreement's debt balance
	PBG S.A.	December 2019	Sept/29	117	32	Monthly	RS66,771	RS25,008 RS33,000 RS8,763	December 2019 Mar/20 August 2021	Surety bond/Performance bond
PBG S.A.	July 2024	July 2036	144	23	Monthly	RS37,835	RS37,835	July 2024		
PBG S.A.	November/2020	November 2030	120	36	Monthly	RS98,487	RS34,214 RS64,274	December 2021 November/2020		
Debtentures (5th issue/1st series)	PBG S.A.	Sept/25	June 2027	21	3	Quarterly	RS20,000	RS20,000	Sept/25	Receivables from Portobello S.A. of 50% of the agreement's debt balance and Portobello Shop endorsement
	PBM	August 2025	August 2028	36	17	Biannual	RS24,622	RS24,622	August 2025	Standby Letter of Credit
	PBG S.A.	Oct/25	Jan/26	3	3	End	RS6,961	RS6,961	Oct/25	Without guarantee
Debtentures (6th issue/1st series)	PBG S.A.	December 2023	December 2028	60	12	Biannual	RS367,000	RS367,000	December 2023	Issue approved on December 8, 2023 by the Board of Directors. Funds earmarked for the redemption of the first issue of commercial notes. Collateral interest and additional personal guarantee. It has <i>covenants</i> that have been complied with.
	PBG S.A.	June 2025	June 2030	60	24	Biannual	RS300,000	RS300,000	June 2025	Issue approved on June 13, 2025 by the Board of Directors. Funds earmarked for the earlier redemption of the fourth issue of debentures and partial repayment of 5th Issue Debentures Installments overdue in 2025 and 2026 and installments overdue in 2025 and 2026 with Banco do Brasil S.A. of Export Credit Notes No. 312.501.233, No. 312.501.313" and No. 312.501.419. Collateral interest and additional personal guarantee. It has <i>covenants</i> that have been complied with.
Finame	PBG S.A.	June 2025	July 2027	24	13	Biannual	RS12,857	RS12,857	June 2025	Endorsement of Portobello Shop
	PBG S.A.	Oct/25	Oct/2032	84	24	Monthly	RS35,000	RS35,000	Oct/25	Surety bond and personal guarantee

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Debentures**(i) 5th (fifth) issue**

At a special meeting of shareholders held on December 8, 2023, the Company approved the execution, as proposed by the Board of Directors, of its 5th (fifth) issue of simple, nonconvertible, guaranteed debentures, guaranteed by security interest, in two series, which were the subject matter of a public offering with restricted distribution.

Issue	5th
Fiduciary Agent	PENTAGONO S.A.
ISIN Code	BRPTBLDBS075
Liquidating Bank	Banco Bradesco S/A
Lead Coordinator	Banco Itaú BBA S/A
Date of Issue	20/12/2023
Maturity Date	20/12/2028
Issue Rating	Yes
Remuneration	Interbank Deposit Certificate (CDI) rate + 3.65% p.a. (252 A.D.)
Trading	CETIP
Number of Series	1
Volume of the issue (R\$)	367.000.000,00
Total number of debentures	367.000
Unit Nominal Value (R\$)	1.000,00
Covenants	Division of net debt by EBITDA < 3.50x
Compensation Payment	Half-yearly with the first compensation date on June 20, 2024.

(ii) 6th (sixth) issue

At a special meeting of shareholders held on June 13, 2025, the Company approved the execution, as proposed by the Board of Directors, of its 6th (sixth) issue of simple, nonconvertible, guaranteed debentures, guaranteed by security interest, in a single series, which were subject to public offering with limited distribution efforts.

Issue	6th
Fiduciary Agent	PENTAGONO S.A.
ISIN Code	BRPTBLDBS083
Liquidating Bank	Banco Bradesco S/A
Lead Coordinator	UBS Brasil Corretora de Câmbio, Títulos e Valores Mobiliários S.A.
Date of Issue	26/06/2025
Maturity Date	26/06/2030
Issue Rating	Yes
Remuneration	Interbank Deposit Certificate (CDI) rate + 4.65% p.a. (252 A.D.)
Trading	CETIP
Number of Series	1
Volume of the issue (R\$)	300.000.000,00
Total number of debentures	300.000
Unit Nominal Value (R\$)	1.000,00
Covenants	Division of net debt by EBITDA < 3.50x
Compensation Payment	Half-yearly with the first compensation date on June 28, 2027

Export Prepayment ("PPE")

In the first quarter of 2025 the Company completed an export prepayment finance agreement with Banco XP S.A., Cayman Branch in the total amount of fifty-four million US dollars (US\$54 million), equivalent to R\$310,079.

The purpose of the transaction was to improve the Company's liquidity and debt profile. The main conditions were the term of five (5) years; Grace period for amortization: two (2) years;

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Guarantees: Conditional sale of the factory property located in Tijucas/Santa Catarina, endorsement of Portobello America and *pledge* of receivables related to exports made linked to the PPE, deposited and/or to be deposited in a bank account abroad.

Covenants and guarantees

The other loans taken out by the Company were secured by restricted financial investments, mortgages on real estate and equipment, receivables of the parent company and subsidiary Portobello Shop.

For debentures (5th and 6th issue) and PPE of XP, the Company has financial clauses (*covenants*), one of which is the index obtained by dividing Net Debt by the consolidated EBITDA, which may not be higher than 3.50x, with quarterly measurements.

Moreover, with respect to XP's export prepayment expenses, the Company should keep EBITDA divided by finance income (costs) higher than 1.5x in 2025, 2.0x in 2026 and 2027 and 2.5x in 2028, in addition to current liquidity higher than or equal to 1.0x from 2026 onwards. All *covenant clauses* for these transactions were complied with for the period ended December 31, 2025.

According to the financial projections prepared by Management, there is a risk of non-compliance with certain *covenants* over the next 12 months. Management is negotiating with financial institutions to renegotiate or to get a *waiver*, if necessary.

c. Payment schedule

	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
2025	-	405,961	-	408,559
2026	218,671	353,667	219,270	368,263
2027	386,005	196,469	398,086	196,469
2028	312,412	118,555	325,092	118,555
2029	223,258	35,303	223,258	35,303
2030	88,079	15,814	88,079	15,814
From 2031 to 2036	33,531	20,739	33,531	20,739
	1,261,956	1,146,509	1,287,316	1,163,703

d. Drive

	Parent	Consolidated
As of December 31, 2023	1,340,941	1,340,941
Movements that affected cash flows		
Proceeds from loans and debentures	287,834	304,834
Principal repayment	(518,480)	(518,480)
Payment of interest	(172,085)	(172,085)
Movements that did not affect cash flows		
Foreign exchange gains (losses)	53,618	53,714
Accrued interest and transaction costs	154,681	154,779
As of December 31, 2024	1,146,509	1,163,703
Movements that affected cash flows		
Proceeds from loans and debentures	742,598	767,220
Recognition of transaction costs	(13,228)	(13,228)
Principal repayment	(588,038)	(603,414)
Payment of interest	(166,243)	(167,291)
Movements that did not affect cash flows		
Foreign exchange gains (losses)	(36,230)	(37,801)
Accrued interest and transaction costs	176,588	178,127
As of December 31, 2025	1,261,956	1,287,316

22. Taxes in installments

As of December 31, 2025, tax liabilities in installments consists of:

	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Current liabilities				
Prodec (a)	10,467	10,426	10,468	10,426
INSS (b)	13,452	128	20,075	128
Other installments	-	389	-	389
Federal (c)	6,133	-	15,952	-
ICMS (d)	12,844	-	12,844	-
ICMS - Difal	2,500	-	2,500	-
	<u>45,396</u>	<u>10,943</u>	<u>61,839</u>	<u>10,943</u>
Non-current liabilities				
Prodec (Income Tax Administration)	28,619	36,992	28,618	36,992
INSS (b)	46,067	-	68,463	-
Other installments	-	1,011	-	1,011
Federal (c)	21,839	-	61,836	-
ICMS - Difal	2,649	-	2,649	-
	<u>99,174</u>	<u>38,003</u>	<u>161,566</u>	<u>38,003</u>

- (a) The Santa Catarina Company Development Program (Prodec) consists of a special regime obtained in June 2019, with a deferred amount of 70% of the tax generated in the month. Inflation adjustment is made at the rate of 0%-3% p.a. + UFIR. The current contracts were entered into between 2020 and 2025. The maturities of the outstanding installments are dated 2025 and 2029, and were adjusted to present value using the SELIC (Central Bank overnight rate).
- (b) In 2025, the Company and its subsidiaries agreed to pay the employer's social security contribution in installments in 60 installments and adjusted for inflation using the SELIC (Central Bank overnight rate).
- (c) In 2025, the Company and its subsidiaries agreed to pay federal taxes in installments (PIS, COFINS, IRPJ and CSLL) to be paid in 60 months and adjusted for inflation using the SELIC (Central Bank overnight rate).
- (d) In 2025, the parent company paid ICMS in installments to be made in 12 months and adjusted for inflation using the Selic (Central Bank overnight rate).

23. Taxes fees and contributions

As of December 31, 2025 and 2024, taxes, fees and contributions recognized in current liabilities were classified as follows:

	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
ICMS	18,631	15,801	20,602	24,426
IRRF	6,744	6,707	9,084	10,333
PIS (Contribution to the Social Integration Program) and COFINS (T	71	908	2,943	3,230
Other taxes, fees and contributions	249	431	835	969
	<u>25,695</u>	<u>23,847</u>	<u>33,464</u>	<u>38,958</u>

24. Other payables

As of December 31, 2025 and 2024, the other accounts payable are arranged as follows:

	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Current				
Commissions	14,295	13,064	14,295	13,064
Payroll trade payables	4,513	3,566	4,513	3,566
Provision for expenses	75	10,368	13,322	27,258
Warranties	1,476	1,099	2,120	969
Provision for freight	707	801	707	801
Other payables	2,140	518	53	241
	<u>23,206</u>	<u>29,416</u>	<u>35,010</u>	<u>45,899</u>
Non-current				
Long-term incentives	4,965	3,809	4,965	3,809
Government grant	-	-	7,807	12,496
Provision for decommissioning of assets	-	-	903	1,190
	<u>4,965</u>	<u>3,809</u>	<u>13,675</u>	<u>17,495</u>

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Government grant

On July 26, 2019, the Group, through subsidiaries PBA and PBM, entered into an agreement with the Tennessee Department of Economic and Community Development and the Industrial Development Board of the City of Cookeville, Tennessee, to receive a grant based on the State's incentive program to promote long-term employment growth, providing financial assistance to eligible applicants to induce and help businesses relocate, expand, or build projects in Tennessee. As a consideration for the grant, and as part of the project, the Company will create, fill and maintain two hundred and twenty (220) new jobs between July 2019 and July 2028 (end).

The performance requirement requires a percentage equal to or greater than 80% as of the end date. Failure to meet the performance requirements on the final date will result in reimbursement to the State of all or part of the amount awarded.

The Group recorded the transaction as deferred income given that performance requirements were not met between December 31, 2019 and 2022, in the amount of R\$15,480 (US\$2,967).

As of December 31, 2025, the balance recognized as deferred income was R\$7,807 (R\$12,496 as of December 31, 2024), and recognition started after the factory started operations.

25. Provisions for civil, labor, social security and tax proceedings

The Company and its subsidiaries are parties to legal civil, labor, social security and administrative tax proceedings. Management, supported by the opinion of its legal counselors, believes that the balance of provisions is sufficient to cover the expenses necessary to settle obligations.

Provisions for contingencies are accrued according to the expenses estimated to be necessary to settle the obligation. Civil and labor lawsuits are individually assessed by the Group's legal counselors that classify them according to the expected successful outcome of lawsuits.

The breakdown of the balance of provisions is as follows:

Accrued amount	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Civil	12,887	11,832	33,689	29,852
Labor	3,537	3,000	3,860	3,292
Pension	674	4,550	674	4,550
Tax	28,318	19,062	28,774	19,937
	45,416	38,444	66,997	57,631

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Changes in the balance of provisions for contingencies are as follows:

	Parent					Consolidated				
	Civil	Labor	Social Security	Tax	Total	Civil	Labor	Social Security	Tax	Total
As of December 31, 2023	13,885	4,748	4,550	20,045	43,228	50,179	5,132	4,550	20,110	79,971
Debited (credited) to the statement of income:	(2,053)	(1,748)	-	(983)	(4,784)	(20,327)	(1,840)	-	(173)	(22,340)
Additional provisions	1,080	934	-	2,792	4,806	1,345	1,060	-	3,276	5,681
Reversals due to lack of utilization	(2,819)	(952)	-	(3,136)	(6,907)	(8,817)	(1,134)	-	(3,136)	(13,087)
Monetary restatement (reversal)	892	104	-	53	1,049	(11,561)	145	-	379	(11,037)
Reversals for realization	(1,206)	(1,834)	-	(692)	(3,732)	(1,294)	(1,911)	-	(692)	(3,897)
As of December 31, 2024	11,832	3,000	4,550	19,062	38,444	29,852	3,292	4,550	19,937	57,631
Debited (credited) to the statement of income:	4,444	2,701	(3,876)	11,423	14,692	14,402	3,071	(3,876)	11,918	25,515
Additional provisions	5,056	2,769	-	11,670	19,495	13,087	3,185	-	12,167	28,439
Reversals due to lack of utilization	(1,135)	(465)	(3,876)	(260)	(5,736)	(2,743)	(540)	(3,876)	(260)	(7,419)
Monetary restatement (reversal)	523	397	-	13	933	4,058	426	-	11	4,495
Reversals for realization	(3,389)	(2,164)	-	(2,167)	(7,720)	(10,565)	(2,503)	-	(3,081)	(16,149)
As of December 31, 2025	12,887	3,537	674	28,318	45,416	33,689	3,860	674	28,774	66,997

Civil

The Company and its subsidiaries are defendants to 292 civil lawsuits (245 lawsuits as of December 31, 2024) at lower civil courts and special civil courts, of which 64 lawsuits have a related provision (47 lawsuits as of December 31, 2024).

The balance of accrued amounts consists of indemnity lawsuits filed by final consumers and construction companies that are clients of the Group and complain about acquired products, in addition to public-interest civil actions filed by the Federal Attorney General's Office against Mineração Portobello (subsidiary) seeking compensation for the alleged illegal mining of minerals, and lawsuits related to the Portobello Shop franchise network. When applicable, court deposits were made.

a. Class action No. 5014615-66.2012.4.04.7201

The Federal Government filed a Public Civil Action against the Mineração Portobello Company, in which it seeks compensation for damages due to kaolin extraction between the years 2004 and 2010, beyond the authorized quantities. After regular proceedings, the case went up to the Federal Supreme Court, which applied Theme No. 999, through a monocratic decision of the Minister, published on 03.19.2025, which was later confirmed by the 1st Panel of the STF through a Judgment published on 05.16.2025.

In view of the final and unappealable decision, the Federal Government filed for compliance with the judgment, even though the decisions previously rendered were oriented in the sense that the calculation of the amount required the liquidation of the judgment. Accordingly, the Company hired a professional to estimate the amounts due in the amount of R\$4,690, which was pledged as security. The Company is discussing the amount unduly charged by the Federal Government. The Federal Public Prosecutor's Office expressed itself in favor of the company's challenge. The responsible court ordered the performance of accounting expert evidence.

b. Class action No. 5003588-47.2012.4.04.7214

The Federal Government filed a lawsuit against Mineração Portobello, seeking the payment of compensation for material damages resulting from an alleged illegal extraction of material for the period from 2002 to 2010. The claims were partially granted by a court condemning Mineração to pay damages, to be determined upon the liquidation of the award, according to the five-year statute of limitations period. The parties filed appeals against the decision, which were dismissed by Mineração Portobello and the Federal Government were partially granted to increase the value of the ore extracted by the Company. The parties' special appeals were dismissed. Extraordinary appeals were filed, which were also dismissed. The Federal Government filed an interlocutory appeal, which was granted by a unanimous decision of the Federal Supreme Court to recognize that the indemnity is not subject to statute of limitations. Against this decision, Mineração filed a motion for clarification of divergence which, by a monocratic decision, was dismissed. Mineração filed an appeal against that decision.

Considering the procedural developments, the Group negotiated a settlement with the Federal Attorney General's Office in 2024 in the amount of R\$15,313 and reversed the difference from the previously accrued amount of R\$22,793. Based on the agreement signed, Mineração started, in June 2025, the monthly payments of 60 installments. As of December 31, 2025, the inflation-adjusted provision amount was R\$17,799 (R\$16,995 as of December 31, 2024).

Labor

The Company and its subsidiaries are defendants in 239 labor lawsuits (227 complaints as of December 31, 2024), filed by the Company's former employees and employees of third-party

service providers. The lawsuits, in short, refer to the payment of severance pay, additional amounts, overtime pay, salary equalization, and compensation for moral and material damages arising from work accidents and occupational diseases. The provisions are reviewed by Management according to legal counselors. Some lawsuits are supported by court deposits.

Social Security

The Tax Foreclosures that deal with corporate award cards provided for were, respectively: i) extinguished due to the conversion of the deposits in favor of the Federal Government; and, ii) suspended, due to the guarantee accepted by the Federal Government, and there is no longer any economic risk for the Company in both. The Company has R\$674 (R\$4,550 as of December 31, 2025) provided for executions that still depend on a court decision.

Tax

On March 15, 2021, the Company was notified about the issuance of the Notice of Deficiency for the recognition of tax credit in the amount of R\$6,421, which originated Administrative Proceeding No. 10340.720236/2021-00, for the period from 2017 to 2018, for the non-payment of social security contribution levied on a) payments of Profit Sharing made to social security beneficiaries who are individual taxpayers; b) payments of an amount named by the Company as "Attendance Bonus" made to social security beneficiaries who are employees; and, c) contribution to the National Institute of Colonization and Agrarian Reform (INCRA) not confessed in the FGTS and Social Security Information Payment Guide (GFIP), levied on the payment made to insured employees. The Company challenged those entries and is waiting for a decision by Brazil's Federal Revenue Service's Office.

The Company accrued a provision of R\$620 for the assessment of deficiency, and the remaining amount is considered as a remote chance of loss. The inflation-adjusted balance of the provision as of December 31, 2025 is R\$1,427.

The Company and its subsidiaries have a consolidated balance of R\$28,774 as of December 31, 2025 (R\$19,937 as of December 31, 2024) consisting of the provision for success fees, basically on tax assets.

26. Lawsuits on possible loss

Judicial proceedings that constitute present obligations for which an outflow of resources is not probable or for which it is not possible to make a sufficiently reliable estimate of the amount of the obligation, as well as those that do not constitute present obligations, are not recognized, but are disclosed, unless the possibility of an outflow of resources is remote.

The Group, based on its legal counselors, estimates the other possible contingencies in the amounts of contingent liabilities presented below:

	Parent		Consolidated	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Civil	52,702	17,172	113,702	24,188
Labor	33,624	20,864	33,971	20,937
Pension	10,433	10,985	10,433	10,985
Tax	149,429	88,317	179,722	88,517
	246,188	137,338	337,828	144,627

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Civil

The R\$52,702 Company's debts are divided into 57 lawsuits, whose main plaintiffs are construction companies that complain about problems with Portobello products.

In the consolidated financial statements, R\$48,755 is added to the parent company's amount, consisting of two lawsuits filed by Mineração Portobello against the Federal Attorney General's Office, which are awaiting an appeal, as well as a lawsuit against the franchising unit, Portobello Shop, filed by a former franchisee in the amount of R\$10,717.

Labor

The approximate amount of R\$8,009 in the consolidated financial statements consists of 46 labor cases, whose amounts are scattered among others.

The most relevant amount refers to tax execution No. 5012943-40.2023.4.04.7200, which deals with the additional RAT for employees' exposure to the harmful agents "noise" and "silica". The Company obtained a full guarantee for enforcement by holding a surety bond to stay execution. Iguatemi obtained an injunction to suspend the enforcement of a writ of certiorari and a liability certificate with denial effects. The amount classified as possible is R\$16,173.

a. Class action 0237400-08.2008.5.12.0040

In the third quarter of 2025, the Company changed its loss estimate for ACP related to discussions about control over employees' working hours. In view of the recent procedural evolution published on September 24, 2025, notably in view of the monocratic decision of a Justice who is a member of the 5th Panel of the Superior Labor Court, issued in the context of an Interlocutory Appeal, maintaining the decision issued by the Regional Labor Court of the 12th Region, in favor of the Labor Public Prosecutor's Office, which changed the perception regarding the risk of the claim. The Company filed an interlocutory appeal dated October 1, 2025. The amount classified as possible is R\$9,789.

Social Security

A significant portion of the amounts refers to case No. 11516.721.813/2019.61 about the employer's contribution for special retirement due to health hazard, whose opposing party is the Brazilian Federal Revenue Service, which in 2019 notified the Company in the possible amount of R\$10,433.

The Company challenged the assessment of tax deficiency and it was rejected. The Company appealed the decision, which has been at CARF (Brazilian Administrative Tax Court) for judgment since December 2020.

After an unfavorable decision by the CARF, we filed a petition for writ of certiorari on November 27, 2025, which has not yet been judged.

Tax

The amount in the Company and Consolidated financial statements consists of judicial and administrative proceedings for the collection of taxes.

The most significant amounts consist of enforcement of tax debts No. 5043288-86.2023.4.04.7200, in the amount of R\$25,374, and No. 5000338-70.2021.4.04.7220, in the amount of R\$58,207, which were filed to collect social contribution tax (CSLL) and corporate income tax (IRPJ) debts for the years from 2009 to 2013, due to the alleged deduction/exclusion of non-deductible amounts from the tax bases. when the accounting records were made for the

debts included in the installment payment scheme established by Provisional Presidential Decree No. 470/2009 related to tax offsets in which IPI premium credits (own and acquired from third parties) were utilized from lawsuits called "PRE-90 ACTIVE POLE", "PRE-90 PHASE II" and "PÓS-90 SIMAB". R\$30,483 has been added to the tax debt settlement filed by the state of Santa Catarina to collect debts arising from administrative proceedings regarding an alleged undue ICMS credit.

R\$28,415 was added to the consolidated financial statements and consists of the discussion of the calculation base of the CFEM (Federal Monetary Price Contribution) payable by subsidiary Mineração. Debts under discussion in the context of embargoes.

27. Equity

27.1. Share capital

As of December 31, 2025 and December 31, 2024, the Company has a total paid-in capital of R\$250,000, consisting of 140,986,886 registered, book-entry ordinary shares without par value.

As of December 31, 2025 there were 44,833,830 outstanding shares, equivalent to 31.54% of total issued shares (45,482,369 as of December 31, 2024, equivalent to 32.26% of the total). The balance of outstanding shares consists of all securities available for trading in the market, except for those held by controlling shareholders, members of the Board of Directors, members of the Audit Committee, Management and treasury shares.

The Company's Board of Directors, in a meeting held on July 5, 2024, unanimously approved the creation of a new share buyback program issued by the Company, pursuant to CVM Instruction No. 77, of March 29, 2022 ("Share Purchase Program"). The share buyback program was terminated on January 4, 2026 and no acquisition was made during the period that it remains in effect.

The total number of shares did not change during the year.

27.2. Profit reserve

As of December 31, 2025 and 2024, the balance of the statutory reserve totals R\$50,000, reaching 20% of the value of paid-in share capital, as provided for in article 193 of Brazilian Corporate Law (Act No. 6,404/76).

As of December 31, 2025 and 2024, the revenue reserve to be distributed has a balance of R\$35,633 and its purpose is to show the portion of profit whose appropriation will be decided on and allocated at the Annual General Meeting.

As of December 31, 2025 and 2024, the balance of the tax incentive reserve totals R\$123,899. In 2025, the Company did not set up tax incentive reserves.

27.3. Equity valuation adjustments

Company and Consolidated	Equity valuation adjustments				Total
	Attributable cost	Cumulative translation adjustments	Actuarial gain (loss)	Other comprehensive income Hedge Accounting	
December 31, 2023	30,049	(84,036)	(11,513)	9,649	(55,851)
Realization of the revaluation reserve	(1,219)	-	-	-	(1,219)
Foreign exchange gain (loss) of foreign subsidiary located abroad	-	121,271	-	-	121,271
Actuarial loss	-	-	(788)	-	(788)
Deferred IR/CS on actuarial losses	-	-	268	-	268
Hedging accounting transactions	-	-	-	(50,823)	(50,823)
Deferred income and social contribution taxes on <i>hedge accounting</i>	-	-	-	17,280	17,280
December 31, 2024	28,830	37,235	(12,033)	(23,894)	30,138
Realization of the revaluation reserve	(1,219)	-	-	-	(1,219)
Foreign exchange gain (loss) of foreign subsidiary located abroad	-	(68,590)	-	-	(68,590)
Actuarial loss	-	-	(12,054)	-	(12,054)
Deferred IR/CS on actuarial losses	-	-	4,098	-	4,098
Hedging accounting transactions	-	-	-	35,844	35,844
Deferred income and social contribution taxes on <i>hedge accounting</i>	-	-	-	(12,188)	(12,188)
December 31, 2025	27,611	(31,355)	(19,989)	(238)	(23,971)

a. Deemed cost

In 2010, when the Company first adopted IFRS 1/CPC 37, as well as CPC 43 and ICPC 10, the Company chose to consider the revaluation of property, plant and equipment made in 2006 as attributable cost because it understood that the revaluation was basically the fair value on the date of transition. This revaluation included land, buildings and improvements, supported by a revaluation report prepared by an independent appraiser that has been performed according to the depreciation of constructions and improvements revalued and recognized against retained earnings. The same effect of the realization of the equity valuation adjustment is reflected on the year's profit or loss for the depreciation of revalued assets.

b. Accumulated translation adjustments

Fluctuations in assets and liabilities denominated in foreign currency (US dollars) arising from exchange rate fluctuations, and fluctuations between daily rates and the rate at which changes in the foreign subsidiary's profit or loss are recognized, in this translation adjustments. In the year ended December 31, 2025, the amount of translation adjustments was negative of R\$68,590 (positive R\$121,271 as of December 31, 2024).

c. Other comprehensive income

In the year ended December 31, 2025, the balance results from a positive change in the fair value of the *hedging account* of R\$35,844 (negative change of R\$50,823 as of December 31, 2024), due to the mark to market of transactions with derivative financial instruments classified as *hedging* instruments not yet realized, with a reducing effect of R\$12,188 (R\$17,280 as of December 31, 2024) in deferred income and social contribution taxes.

28. Employee benefits

Since 1997, the Company sponsors a pension plan called Portobello Prev, managed by Bradesco. With the approval of the regulatory change in 2024, the portion of the benefit plan that has defined benefit characteristics was paid off the minimum benefit, and the amounts due to active and self-sponsored participants are transformed into account balances. Therefore, the provision that existed for the minimum benefit was reversed to the balance of accounts, and only lifetime income remained as a post-employment obligation. As of December 31, 2025 there were 36 assisted participants (37 as of December 31, 2024) in the plan with defined benefit characteristics.

Parent and Consolidated

Fair value of the plan's assets		Defined benefit obligation	
As of December 31, 2023	117,192	As of December 31, 2023	(95,617)
Benefits paid in the year	(3,774)	Cost of the gross current service (on interest)	(848)
Participant's contributions poured into the year	1,822	Interest on the actuarial liability	(9,557)
Sponsor's contributions made in the year	1,998	Benefits paid in the year	3,774
Expected asset returns in the year	11,587	Obligations - gain or (loss)	3,133
Financial (losses) gains	(3,921)	Effect of the combination and change in the plan (*)	64,924
Effect of the combination and change in the plan (*)	(64,923)		
As of December 31, 2024	59,981	As of December 31, 2024	(34,191)
Benefits paid in the year	(5,086)	Cost of the gross current service (on interest)	-
Participant's contributions poured into the year	-	Interest on the actuarial liability	(4,131)
Sponsor's contributions made in the year	-	Benefits paid in the year	5,086
Expected asset returns in the year	6,588	Obligations - gain or (loss)	(6,361)
Financial (losses) gains	(8,149)		
As of December 31, 2025	53,334	As of December 31, 2025	(39,597)

(*) Change in the plan's regulations - With the approval of the regulatory change, PORTOBELLO PREV Benefit Plan paid off the minimum benefit. The amounts due to active and self-sponsored participants are transformed into account balances.

The changes in the fair value of the benefit plan's assets and the defined benefit obligation during the year is shown as follows:

	Parent and Consolidated	
	31.12.2025	31.12.2024
Fair value of the plan's assets	53,334	59,981
Present value of financed liabilities	(39,597)	(34,191)
Net actuarial assets	13,737	25,790
	Company and Consolidated	
	31.12.2025	31.12.2024
Gain (loss) on actuarial liabilities	(5,407)	3,133
Gain (loss) on the plan's assets	(6,647)	(3,921)
Actuarial gain (loss)	(12,054)	(788)

The amounts recognized in the statements of profit or loss under the caption "Other operating revenues (expenses)" related to the results of the management of assets are:

	Parent and Consolidated	
	31.12.2025	31.12.2024
Cost of current service (on interest)	-	973
Interest on actuarial liabilities	(4,131)	(9,556)
Expected returns on the plan's assets	6,588	11,587
Cost of interest on the unrecoverable surplus	(1,159)	-
Adjustment in recognition	(1,298)	-
Recognized in profit or loss	-	3,004

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Actuarial assets and liabilities were calculated according to actuarial calculations made by an independent actuary, according to the assumptions below:

	Parent and Consolidated	
	31.12.2025	31.12.2024
Annual interest rate	11.15% p.a. nominal	11.38% p.a. nominal (inflation rate + actual 7.45% p.a.)
Long-term yields on assets	11.15% p.a. nominal	11.38% p.a. nominal (inflation rate + actual 7.45% p.a.)
Long-term inflation rate	3.50%	3.66%
Projected wage growth	3.50% p.a. nominal (actual 0.00% p.a.)	3.66% p.a. nominal (actual 0.00% p.a.)
Projected increase in plan benefits	0.00% p.a.	0.00% p.a.
General mortality table	AT 2000	AT 2000

29. Net revenue from the sale of goods and services

The reconciliation of gross revenue to net revenue is as follows:

	Parent		Consolidated	
	2025	2024	2025	2024
Gross sales revenue	2,104,309	2,224,337	3,309,779	3,205,766
Gain (loss) on <i>hedge accounting transactions</i>	7,105	(31,770)	7,105	(31,770)
Gross revenue deductions	(421,729)	(495,063)	(710,736)	(766,190)
Sales taxes	(377,515)	(415,163)	(632,033)	(650,476)
Returns and discounts	(44,214)	(79,900)	(78,703)	(115,714)
Net sales revenue	1,689,685	1,697,504	2,606,148	2,407,806

Operating activities and net revenue are as follows:

	Parent		Consolidated	
	2025	2024	2025	2024
Sale own products	1,530,277	1,599,856	2,299,683	2,233,660
Resell third-party products	159,408	97,648	200,520	97,648
<i>Royalties</i>	-	-	105,945	76,498
Net revenue	1,689,685	1,697,504	2,606,148	2,407,806

The Company and its subsidiaries do not have trade receivables that individually account for more than 10% of net sales revenue.

30. Expenses by nature

The cost of goods sold, selling and administrative expenses are as follows:

	Parent		Consolidated	
	2025	2024	2025	2024
<i>Cost and expenses</i>				
Costs	(1,265,812)	(1,262,829)	(1,674,284)	(1,542,434)
Selling expenses	(252,593)	(284,610)	(688,432)	(661,703)
General and Administrative Expenses	(55,862)	(64,971)	(136,060)	(140,112)
	<u>(1,574,267)</u>	<u>(1,612,410)</u>	<u>(2,498,776)</u>	<u>(2,344,249)</u>
<i>Breakdown by nature</i>				
Direct costs	(746,487)	(722,397)	(991,522)	(858,933)
Compensation and charges	(381,717)	(381,990)	(666,053)	(638,318)
Third-party services	(84,395)	(76,299)	(121,449)	(108,745)
General production expenses	(53,131)	(49,231)	(59,829)	(60,938)
Depreciation and amortization	(83,855)	(81,733)	(206,717)	(183,453)
Sales commissions	(53,124)	(60,309)	(83,005)	(91,227)
Marketing and advertising	(31,201)	(29,715)	(61,145)	(52,773)
Transportation in sales	(6,483)	(25,576)	(88,907)	(87,513)
Rent expenses	(9,671)	(10,226)	(26,275)	(14,906)
Travels and hotel stays	(8,308)	(11,264)	(20,505)	(29,891)
Idleness cost	(2,386)	(4,772)	(9,161)	(10,413)
Other	(25,026)	(18,984)	(39,491)	(36,120)
Corporate expenses (a)	48,768	41,589	-	-
Changes in inventories	(137,251)	(181,503)	(124,717)	(171,019)
Total	<u>(1,574,267)</u>	<u>(1,612,410)</u>	<u>(2,498,776)</u>	<u>(2,344,249)</u>

(a) As from 2024, the corporate expenses paid by the parent company for shared services between the group's companies started to be apportioned with subsidiaries.

31. Other operating income (expenses)

Other operating revenues (expenses), net, are as follows:

	Parent		Consolidated	
	2025	2024	2025	2024
<i>Other operating income</i>				
Tax credits (a)	26,654	21,425	28,971	27,866
Assignment of payroll rights	-	8,000	-	8,000
Revenue from discounted present value (b)	10,801	-	10,801	-
Net yield on the actuarial plan	-	5,003	-	5,003
Sale of property and equipment	683	-	754	-
Other income	3,798	14,600	9,302	24,437
Judicial settlement (c)	-	-	-	20,187
Commercial agreements	4,260	3,200	4,266	3,200
	<u>46,196</u>	<u>52,228</u>	<u>54,094</u>	<u>88,693</u>
<i>Other operating expenses</i>				
Taxes on other revenues	(845)	(2,276)	(927)	(2,757)
Long-term incentive plan (ILP)	(2,025)	1,034	(2,137)	1,090
Reversal/provision for contingencies, net	(6,728)	(1,406)	(18,431)	(1,878)
Allowance for impairment losses on inventories (d)	(22,068)	-	(22,068)	-
Other expenses	(2,663)	(8,930)	(4,707)	(13,678)
Total	<u>(34,329)</u>	<u>(11,578)</u>	<u>(48,270)</u>	<u>(17,223)</u>

(a) The Company recovered PIS, COFINS, ICMS, IPI and other tax credits recognized during the statute of limitations period due to a project to review its bookkeeping.

(b) In the first quarter of 2025 the Company recognized the effects of the present value adjustment of PRODEC.

(c) Consists of the reversal of a provision due to the judicial settlement reached between Mineração Portobello and the Federal Attorney General's Office in connection with class action No. 5003588-47.2012.4.04.7214, as detailed in note 25.

(d) In January 2025 the Company recognized an inventory losses allowance of R\$22,068 due to floods that hit the plant.

32. Net finance income (costs)

Financial results are presented as follows:

	Parent		Consolidated	
	2025	2024	2025	2024
Finance income				
Interest	22,458	11,234	28,072	17,220
Adjustment of assets	4,484	3,999	4,591	4,040
Gains on derivatives	1,388	777	1,388	777
Other finance income	101	450	114	597
Total	28,431	16,460	34,165	22,634
Finance costs				
Interest paid on loans, debentures and others	(191,455)	(139,690)	(197,178)	(139,858)
Finance charges on leases	(2,803)	(4,605)	(47,135)	(41,276)
Expenses on the Receivables Investment Fund	(26,139)	(9,888)	(29,160)	(10,471)
Finance tax charges	(15,110)	(3,887)	(30,578)	(4,555)
Inflation adjustment in provisions for contingencies	(925)	(1,005)	(4,409)	(2,782)
Commissions, fees and banking services	(23,034)	(13,612)	(47,799)	(29,538)
Losses on derivative transactions	(22,878)	(1,190)	(25,712)	(1,110)
Finance costs other	(2,702)	(701)	(16,240)	(5,931)
Total	(287,086)	(174,578)	(398,211)	(235,521)
Net exchange rate fluctuations				
Trade receivables and trade payables	(7,718)	12,342	(19,105)	12,210
Loans and financing	28,088	(38,947)	29,714	(38,947)
Total	20,370	(26,605)	10,609	(26,737)
Total net	(238,285)	(184,723)	(353,437)	(239,624)

33. Earnings per share

a. Basic

Under CPC 41 (Earnings per share) basic earnings (loss) per share are calculated by dividing the earnings attributable to the Company's shareholders by the weighted average number of common shares issued during the year, excluding the common shares purchased by the Company and held as treasury shares.

The table below shows the calculation of earnings (loss) per share for December 31, 2025 and 2024:

	Parent and Consolidated	
	2025	2024
Loss attributable to owners of the Company	(291,738)	(102,038)
Weighted average number of ordinary shares	140,987	140,987
Basic loss per share	(2.06925)	(0.72374)

b. Diluted

Diluted earnings (loss) per share are the same as basic earnings (loss), given that the Company's ordinary shares do not have dilutive effects.

34. Segment reporting

Management has defined the reporting segments, according to CPC 22, into two operating segments, which are represented by the local market (Brazil) and the foreign market. This segregation is based on the reports used for making strategic decisions, reviewed by the management team and presented to the Board of Directors, where the business is analyzed, segmenting it from the prospect of the markets in which the Company operates.

Operating segments comprise the marketing operations of all channels in which the Company operates and are subdivided according to the nature.

According to Management's definition, the Portobello Group is currently structured into four business units called Portobello, Portobello Shop, Pointer and Portobello America (PBA and PBM).

Portobello is in charge of the Portobello brand products in Tijucas and serves the Group's B2B (*business-to-business service*), multibrand retailer, construction companies, major projects, exports and other businesses of the group. Portobello Shop is the Group's franchisor, retailing the brand through its own network of stores and franchise stores. Pointer has the industrial operation of Pointer brand products in Alagoas, with regional operations in the northeast and north markets and exports. Portobello America represents the brand in the United States, the main market for the Group's internationalization strategy.

Revenues generated by business units basically result from the manufacturing and marketing of ceramic coating used in the construction industry in Brazil and in foreign markets.

The Management of Portobello Group assesses the performance of the reporting operating segments, both in local and foreign markets according to the measurement of EBITDA results, and evaluates Business Units according to the profitability of the gross margin. In order to continually improve its disclosures, the Group has elected to include certain additional information in the disclosure. Segment reporting is as follows:

a. Segment reporting information between local and foreign markets

The gross profit and gross margin for each of the reportable segments are as follows:

	2025			
	Consolidated	Eliminations	Domestic market	Foreign market
Continuing operations				
Net revenue	2,606,148	(130,527)	2,061,630	675,045
Cost of sales	(1,674,284)	130,527	(1,287,206)	(517,605)
Gross profit	931,864	-	774,424	157,440
% of Gross Margin	35.8%	-	37.6%	23.3%
	2024			
	Consolidated	Eliminations	Domestic market	Foreign market
Continuing operations				
Net revenue	2,407,806	(148,728)	2,020,516	536,018
Cost of sales	(1,542,434)	148,728	(1,245,919)	(445,243)
Gross profit	865,372	-	774,597	90,775
% of Gross Margin	35.9%	-	38.3%	16.9%

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b. Reporting by business units

Gross profit and gross margins per business unit are as follows:

	2025					
	Total	Eliminations	Portobello	Pointer	Portobello Shop	PBA
Continuing operations						
Net revenue	2,606,148	(130,528)	1,057,107	258,201	1,042,274	379,094
Cost of sales	(1,674,284)	125,843	(642,063)	(233,107)	(583,848)	(341,109)
Gross profit	931,864	(4,685)	415,044	25,094	458,426	37,985
Gross margin	35.8%	-	39.3%	9.7%	44.0%	10.0%
	2024					
	Total	Eliminations	Portobello	Pointer	Portobello Shop	PBA
Continuing operations						
Net revenue	2,407,806	(137,319)	1,002,446	248,189	996,410	298,080
Cost of sales	(1,542,434)	103,235	(611,051)	(218,607)	(514,381)	(301,630)
Gross profit	865,372	(34,084)	391,395	29,582	482,029	(3,550)
Gross margin	36%	-	39%	12%	48%	(1%)

Information about assets and liabilities by segments is not presented, because it is not part of the set of information analyzed by management, which, in turn, makes decisions about investments and allocation of resources considering the information on consolidated assets and liabilities.

35. Non-cash items

In 2025, the Company incurred an advance for future increase in capital with investee Portobello América, as shown in Note 16, of which R\$93,756 consisted of the offsetting of receivables recognized against the subsidiary, and did not affect the parent company's cash flows from investments. In addition, interest on loans, financing and debentures was capitalized in the amount of R\$5,303 (R\$18,085 in the year ended December 31, 2024) in property, plant and equipment related to the construction or production of property, plant and equipment of subsidiaries in the United States, PBA and PBM, whose amount did not affect cash from investing activities.

In 2025, non-cash additions to assets and lease liabilities accounted for R\$9,943 (Company) and R\$235,337 (Consolidated).

	Parent		Consolidated	
	2025	2024	2025	2024
Increase in capital through advance for future increase in capital	93,756	83,000	-	-
Interest capitalization	5,303	18,085	5,303	18,085
Property and equipment payables	14,356	13,562	168,504	205,289
Add-backs to and remeasurements to right-of-use assets and lease liabilities	9,943	7,156	270,388	27,776

PBG S.A. and subsidiaries**Management's notes**

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36. Related parties

Intra-group transactions involve the parent company and its subsidiaries, as well as people related to the Group's controlling shareholders and managers. Transactions consist of the purchase and sale of finished goods, work in progress and raw materials, dividends, tax proceedings, property lease, logistics operations, software, infrastructure and marketplace *services*. Below are the book values of the transactions described above:

Nature - Balance sheet balances	Company	Parent	
		31.12.25	31.12.24
Subsidiaries			
Commercial transactions			
Receivables from subsidiaries	PBShop	3,250	2.975
Receivables from subsidiaries	PBA	64,466	65.677
Receivables from subsidiaries	CBC	7,072	11.545
Receivables from subsidiaries	PBTech	1,526	8.697
Payables to subsidiaries and related parties	CBC	(3,089)	(6.203)
Payables to subsidiaries and related parties	Mining	(3,424)	(4.688)
Payables to subsidiaries and related parties	PBTech	(3,533)	(1.242)
Payables to subsidiaries and related parties	PBShop	(432)	-
Payables to subsidiaries and related parties	PBA	(9,761)	(9.787)
Net assets of liabilities to subsidiaries		<u>56.075</u>	<u>66,974</u>
Related parties			
Payables to subsidiaries and related parties	Refinadora Catarinense S.A. (a)	(56,330)	(56.330)
Payables to subsidiaries and related parties	Mining	(24,676)	(30.511)
Payables to subsidiaries and related parties	PBTech	(2,036)	(16)
Payables to subsidiaries and related parties	PBShop	-	(149)
Payables to subsidiaries and related parties	CBC	(5,782)	(5.782)
Accounts payable	Gomes Part. Societárias Ltda. (a)	(13)	(87)
Assets net of liabilities to other related parties		<u>(88.837)</u>	<u>(92,875)</u>

(a) Entities in which there are shareholders of the controlling group in a controlling position.

Subsidiary Portobello Shop has endorsed some of the financing agreements entered into by the Company.

Nature - profit or loss	Company	Parent	
		2025	2024
INCOME			
Subsidiaries			
Sales of goods	PBTech Com. Sem. Cer. Ltda.	838	54,657
Sales of goods	Cia Brasileira de Cerâmica	304,604	264,644
Sales of goods	Portobello América, Inc.	78,029	85,944
Purchase of inputs	Mineração Portobello Ltda.	(13,538)	(16,633)
Services	Cia Brasileira de Cerâmica	(5,993)	(5,865)
Related parties			
Sales of goods	Gomes Part. Societárias Ltda.	1	-
Sales of goods	Primavera Administração de Bens e Part. Ltda.	95	97
Sales of goods	Fiori Empreendimentos Imobiliários Ltda.	44	96
Sales of goods	Hurbana Empreendimentos Imobiliários S.A.	2,857	46
Sales of goods	Instituto Pedra Branca	5	-
Sales of goods	Jardim Tijucas Empreendimentos Imobiliários SPE Ltda	13	-
Sales of goods	NU01 Incorporação SPE Ltda	99	-
Purchases for consumption	Primavera Garden Center Ltda	2	-
Services	Gomes Part. Societárias Ltda.	(777)	(787)
Services	Daniel Gomes Vieira Eireli – EPP	(70)	-
Services	Pedra Branca Administração de Locação de Imóveis Ltda	(420)	-
Services	Multilog Sul Armazéns S/A	(17)	(4)
Services	AB Parking	(108)	(114)
Services	Rádio Clube Tijucas Ltda.	(80)	(111)
		<u>365,584</u>	<u>381,970</u>

36.1. Key management personnel compensation

Compensation expenses paid to key management personnel, comprising members of the Board of Directors and Audit Committee, recorded as of December 31, 2025 and 2024, are:

	Parent		Consolidated	
	2025	2024	2025	2024
Fixed compensation				
Wages	5,948	4,722	7,362	7,982
Fees	7,891	6,239	7,891	6,239
Variable compensation	1,343	936	1,343	1,382
Pension plan	631	916	666	1,142
Termination benefits	476	798	476	798
Other	1,705	1,076	1,934	1,558
	<u>17,994</u>	<u>14,687</u>	<u>19,672</u>	<u>19,101</u>

37. Changes to standards that are not yet effective

A number of new accounting standards are effective for annual periods beginning after January 1, 2026. The Group has not early adopted the following accounting standards in preparing these financial statements:

IFRS 18 Presentation and Disclosure of Financial Statements

IFRS 18 replaces CPC 26/IAS 1 Presentation of Financial Statements and applies to annual reporting periods beginning on or after January 1, 2027. The new standard introduces the following new key requirements:

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

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

The Group is still in the process of assessing the impact of the new standard, particularly with respect to the Group's statement of profit and loss, the statement of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is collated in the financial statements.

Other accounting standards

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

- Lack of Convertibility (Amendments to CPC 02/IAS 21);
- Classification and Measurement of Financial Instruments (amendments to IFRS 9 and IFRS 7).

38. Subsequent events

Sale and leaseback of the industrial complex in Marechal Deodoro

In March 2026, the Company entered into a Sale and Leaseback Agreement with a real estate investment fund. The transaction consists of the sale of the Company's industrial property located in Marechal Deodoro/state of Alagoas, where the Pointer unit is located. The total land area of 1,000,002.00 m² is located, for the amount of R\$102,500. This amount will be paid in installments and depends on the completion of contractual milestones. The Company will retain direct possession of and full operations of its manufacturing facilities under a 15-year lease agreement. The agreed monthly rent is R\$1,225, subject to annual adjustment using the IPCA. The Fund's shareholders are companies held by the Company's controlling shareholders, making this a related party transaction.

Entered into a finance agreement with BNDES (National Bank for Economic and Social Development)

In February 2026, PBG S.A. entered into a finance agreement with BNDES in the amount of R\$159,384 (equivalent to US\$30,600) for export. The liability will be adjusted for inflation using the US dollar exchange rate (PTAX) and bears annual interest rate of 4.8319%. Principal will be repaid in a lump sum on January 15, 2033 and the transaction is secured by a letter of guarantee.

Directors' Statement on Financial Statements and Report of Independent Auditors

Pursuant to CVM Instruction 480/09, item I of article 28, in compliance with the provisions of items V and VI of article 25 of said instruction, the board of directors of PBG S.A., declares that:

(i) reviewed, discussed and agreed with the Company's financial statements for the year ended December 31, 2025; and

(ii) reviewed, discussed and agreed with the opinions expressed in the report of KPMG Auditores Independentes, regarding the Company's financial statements for the year ended on December 31, 2025.

Board Composition

John Suzuki- Chief Executive Officer

Caio Gonçalves de Moraes – VP of Finance and Investor Relations

Romael Soso – VP of Retail and Innovation

Florianópolis, March 30, 2026.

John Suzuki

Caio Gonçalves de Moraes

Romael Soso

OPINION OF THE AUDIT COMMITTEE

The members of the Audit Committee of PBG S.A., in the exercise of their legal attributions and responsibilities, as provided in the Internal Rules of Procedure of the Audit Committee, have examined and analyzed the financial statements, together with the opinion of the independent auditors and the annual management report for the fiscal year ended December 31, 2025 and, considering the information provided by the Company's Management and by KPMG Auditores Independentes, unanimously opine that they adequately reflect, in all relevant aspects, the equity and financial positions of the Company and its subsidiaries, and recommend the approval of the documents by the Company's Board of Directors for their forwarding to the Annual General Meeting of Shareholders, under the terms of the Corporation Law.

Florianópolis, March 25, 2026.

Jorge Muller

Cláudio Ávila da Silva

Geraldo L. M. Filho