VERTEQ

VERTEQ SE, Munich

HALF-YEAR FINANCIAL STATEMENT AS OF JUNE 30, 2026

INDEX

INTERIM MANAGEMENT REPORT

INTERIM MANAGEMENT REPORT

Introduction

VERTEQ SE hereby submits this interim management report as of June 30, 2026, in accordance with Section 115 of the German Securities Trading Act (WpHG) in conjunction with the German Accounting Standards (in particular DRS 16 Interim Reporting). The report provides an overview of the Company's business performance in the first half of 2026. Since—as was the case in the prior year—no operational activities have yet been commenced in the current fiscal year, this report is based on a projection of the business assessment published as of December 31, 2025. No material changes were identified in the Company's strategy, capital structure, or operational planning.

Business Performance and Economic Environment

In the first half of 2026, the global economic environment continued to be characterized bygeopolitical uncertainties and generally subdued growth momentum.

According to the International Monetary Fund's (IMF) latest forecast from July 2026, global economic growth of 3.0% is expected for the full year 2026. Geopolitical conflicts and their associated effects on energy prices are having a particularly negative impact. For the euro area, the IMF forecasts economic growth of 0.9% for 2026. The German economy showed initial signs of stabilization at the beginning of 2026. Price-, seasonally-, and calendar-adjusted gross domestic product rose by 0.3% in the first quarter of 2026 compared with the previous quarter. However, further developments remain fraught with uncertainty given geopolitical risks and existing structural headwinds. (IMF – World Economic Outlook Update, July 2026: "Global Economy in Crosscurrents of War and Technology" and Destatis – Gross Domestic Product, 1st Quarter 2026).

Against this macroeconomic backdrop, VERTEQ SE has maintained its strategic restraint and has not yet made any active investment decisions. The company continues to focus on analyzing potential investment targets and on ensuring that regulatory and organizational requirements for future investment transactions are met.

Net Assets, Financial Position, and Earnings

As expected, the company's financial position, capital structure, and results of operations changed only insignificantly in the first half of 2026. Due to the continued absence of operating business, there are no relevant sales revenues or investment income. Cash and cash equivalents, at TEUR 879 (December 31, 2025: TEUR 959) at an adequate level to cover ongoing administrative and reporting costs. As forecast, no additional operating cash flow was generated from new operating activities. The equity ratio remains at a high level of approximately 93% (Dec. 31, 2025: 96%).

INTERIM MANAGEMENT REPORT

Report on Opportunities and Risks

VERTEQ SE's risk profile has not changed significantly since the end of 2025. Risks remain regarding delays in the expansion of operating activities and the depletion of cash reserves due to administrative costs. Structural risks include, in particular, dependence on key personnel and challenges in identifying and vetting suitable target companies. At the same time, however, opportunities remain unchanged: in particular, access to the capital market through the stock exchange listing, flexibility as a strategic investor, and an experienced management team that possesses a robust network and extensive transaction experience.

Forecast Report

For the second half of 2026, management expects the market environment to continue to develop cautiously positively. Preparations for the commencement of operational activities are ongoing; however, no specific investment had been completed as of the reporting date. The company therefore anticipates a moderate net loss in the second half of 2026 as well, resulting from ongoing costs associated with legal, tax, and capital markets compliance obligations. Based on current liquidity planning, VERTEQ SE's solvency is secured for at least the next 24 months. No capital measure or external financing is planned at this time.

Declaration by the Legal Representative

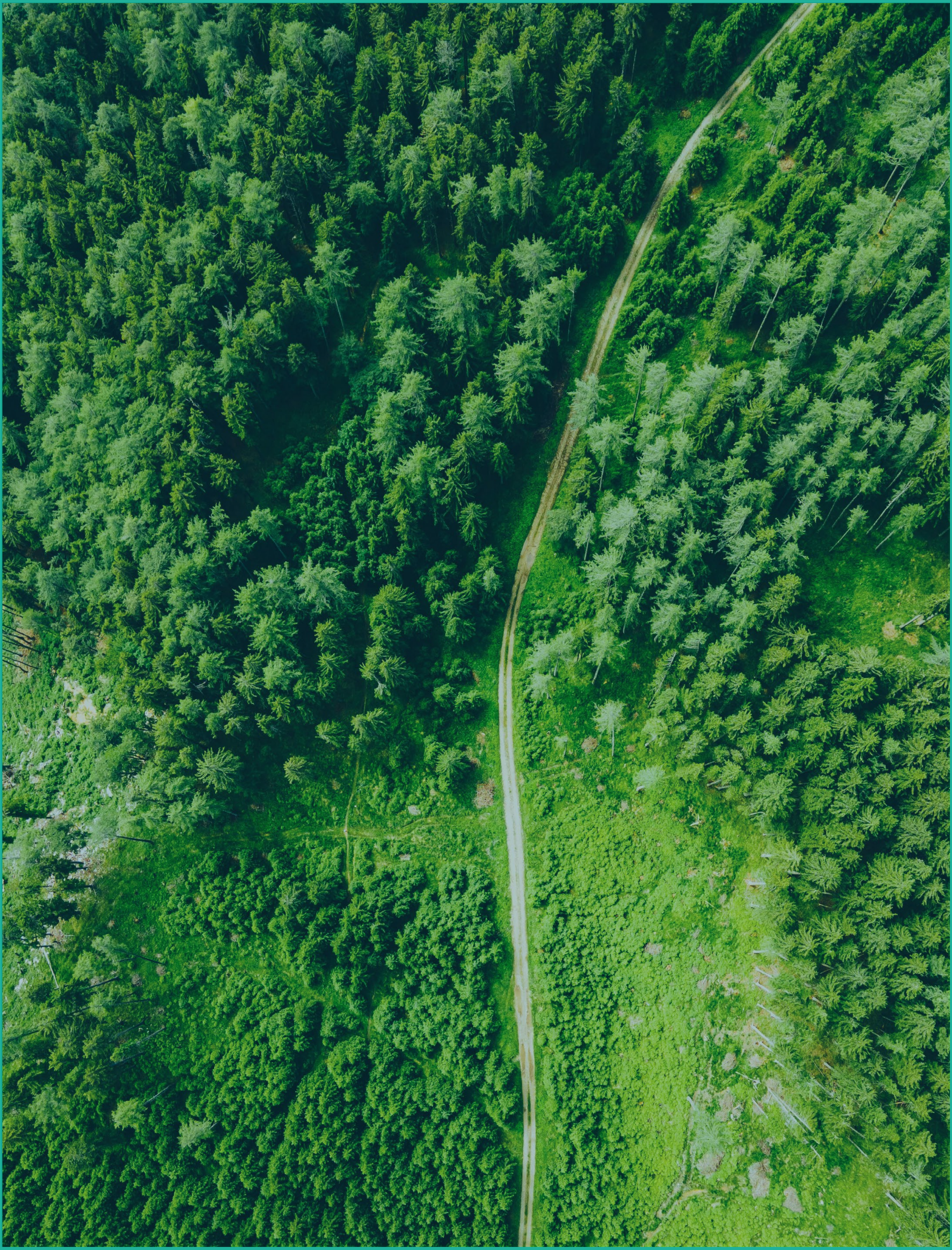
I hereby declare, to the best of my knowledge, that this interim management report accurately reflects the actual financial position, results of operations, and cash flow as of June 30, 2026, and accurately presents the significant opportunities and risks associated with future development.

Munich, 13 August 2026

Managing Director

Signed, Paul Arni

HALF-YEAR FIFINANCIAL STATEMENT



HALF-YEAR FINANCIAL STATEMENT

Interim balance sheet as at 30/06/2026

Assets

	30/06/2026 EUR	31/12/2025 EUR
A. Noncurrent assets		
I. Intangible fixed assets		
1. Purchased concessions, industrial property rights and similar rights and values as well as licenses to such rights and values	2,750.00	2,750.00
Total noncurrent asset	**2,750.00**	**2,750.00**
B. Current assets		
I. Receivables and other assets		
1. Other assets	38,545.39	19,006.29
II. Cash on hand, central bank balances, bank balances, and checks	879,161.97	959,152.84
Total current assets	**917,707.36**	**978,159.13**
C. Deferred items	7,848.21	2,481.24
	928,305.57	**983,390.37**

Total equity and liabilities

	30/06/2026 EUR	31/12/2025 EUR
A. Equity		
I. Subscribed capital	500,000.00	500,000.00
II. Capital reserves	500,000.00	500,000.00
III. Accumulated losses brought forward	54,362.49	0.00
IV. Net loss	84,330.57	0.00
V. Net accumulated losses	0.00	54,362.49
Total equity	**861,306.94**	**945,637.51**
B. Provisions		
1. Other provisions	27,410.50	37,745.90
C. Liabilities		
1. Trade payables	39,588.13	6.96
	928,305.57	**983,390.37**

HALF-YEAR FINANCIAL STATEMENT

Income statement
from 01/01/2026 to 30/06/2026

	H1 2026 EUR	H1 2025 EUR
1. Sales	0.00	130,000.00
2. Other operating income		
a) Income from reversal of provisions	499.90	0.00
3. Depreciation and amortization		
a) Of noncurrent intangible assets and property, plant and equipment	0.00	229.33
4. Other operating expenses	93,058.07	51,728.17
5. Other interest and similar income	8,227.60	4,508.64
6. Taxes on income and earnings	0.00	32,583.32
7. Net income/net loss after tax	**-84,330.57**	**49,967.82**
8. Net loss	**84,330.57**	**-49,967.82**

Statement of Cash Flows (indirect)
for the Interim Financial Statements as of June 30, 2026

		June 30, 2026 EUR	June 30, 2025 EUR
	Net Income for the Period	-84,330.57	49,967.82
+/-	Amortizations	0.00	229.33
+/-	Decrease in provisions	10,335.40	11,945.00
+/-	Increase in other assets not attributable to investing or financing activities	22,736.05	6,261.27
+/-	Reclassification due to capitalization of the tax receivable	2,170.02	1,007.32
-/+	Increase in trade payables	39,581.17	185.36
+/-	Income tax revenue	0.00	0.00
-/+	Income tax expense/revenue	0.00	32,583.32
+/-	Income tax payments	-2,170.02	-1,007.32
	Cash flow from operating activities	**-79,990.87**	**63,381.52**
+/-	Payments for investments in intangible assets	0.00	2,750.00
=	**Cash flow from investing activities**	**0.00**	**-2,750.00**
+/-	Proceeds from equity contributions	0.00	500,000.00
+/-	Payments to owners and minority shareholders	0.00	0.00
	Cash flow from financing activities	0.00	500,000.00
+/-	Cash changes in cash and cash equivalents	-79,990.87	560,631.52
+/-	Cash and cash equivalents at the beginning of the period	959,152.84	495,948.14
=	**Cash and cash equivalents at the end of the period**	**879,161,97**	**1,056,579.66**

HALF-YEAR FINANCIAL STATEMENT

Equity Schedule as at 30 June 2026

	Share Capital		Outstanding Capital Contribution not yet Requested	Additional Paid-in Capital	Earned Equity	Total Equity
	Common Stock EUR	Preferred Stock EUR	EUR	EUR	EUR	EUR
Equity at time of incorporation	**120,000**	**0**	**0**	**0**	**0**	**120,000**
Net gain / loss for the year	0	0	0	0	-6,165	-6,165
Balance at December 31, 2022	**120,000**	**0**	**0**	**0**	**-6,165**	**113,835**
Net gain / loss for the year	0	0	0	0	-1,982	-1,982
Balance at December 31, 2023	**0**	**0**	**0**	**0**	**-8,147**	**111,853**
Capital increase	380,000	0	0	0	0	380,000
Net gain / loss for the year	0	0	0	0	-16,271	-16,271
Balance at December 31, 2024	**380,000**	**0**	**0**	**0**	**-24,417**	**475,583**
Capital increase	0	0	0	500,000	0	500,000
Net gain / loss for the year	0	0	0	0	-29,945	-29,945
Balance at December 31, 2025	**0**	**0**	**0**	**500,000**	**-54,362**	**945,638**
Net gain / loss for the period	0	0	0	0	-84,331	84,331
Balance at June 30, 2026	**0**	**0**	**0**	**0**	**-138,693**	**861,307**

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General information on the interim financial statements

The interim financial statements of VERTEQ SE were prepared based on the accounting rules of the German Commercial Code (Handelsgesetzbuch, HGB).

In addition to the aforementioned regulations, the provisions of the German Stock Corporation Act (AktG) and the SEAG also had to be observed.

Information that can be given either on the balance sheet, in the income statement or in the notes to the interim financial statements is mostly given in the notes.

For the income statement, the total cost method according to Section 275 para. 2 of the German Commercial Code was chosen.

According to the size categories stated in Section 267 para. 3 sent. 2 of the German Commercial Code, the company is a large corporation.

The annual financial statements of the company were prepared in German and EURO in accordance with Section 244 of the German Commercial Code.

General information about the interim financial statements

The interim financial statements were prepared in accordance with the provisions of Sections 242 ff. of the German Commercial Code in compliance with the supplementary provisions for large corporations.

Information identifying the company according to the registry court

Company name according to registry court:	VERTEQ SE
Registered company seat according to registry court:	Munich
Registry entry:	Commercial Register
Registry court:	Munich
Registry court number	HRB 297900

Disclosures on accounting policies

Accounting policies

Assets

Noncurrent assets

Purchased intangible assets were recognized at cost; finite-lived intangible assets are amortized.

Depreciation and amortization is charged using the straight line on the basis of the expected useful life of the assets.

Impairment losses are recognized in the event of anticipated permanent impairment. If the reasons for the anticipated permanent impairment no longer exist, a reversal of the impairment is recognized.

Current assets

Other assets are stated at the nominal value or at the lower fair value at the balance sheet date.

Receivables for which there is a significant risk of uncollectibility are written down on a case-by-case basis, while uncollectible receivables are written off.

Liquid assets are recognized at nominal value.

Deferred expenses

Deferred expenses include expenses that represent expenses after the reporting date.

Deferred tax assets

Deferred tax assets are not reported, making use of the option under Section 274 of the German Commercial Code. The deferred tax assets result from the tax loss carryforward.

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Total equity and liabilities

Equity

The subscribed capital and the capital reserve pursuant to Section 272 para. 2 of the German Commercial Code are stated at nominal value.

Provisions

Other provisions take into account all identifiable risks and contingent liabilities and are recognized at the settlement amount in accordance with prudent business judgment.

Liabilities

Liabilities are recognized at their settlement amount.

Accounting policies that have changed as against the prior year

For the financial statement the previously applied accounting policies were essentially adopted.

Balance sheet disclosures

Statement of changes in fixed assets for individual items of fixed assets

The development of the individual fixed assets is shown in the following fixed assets schedule:

	acquisition-, productioncost	acquisition-, productioncost	accumulated depreciations	transfers accumulated depreciations	book value
	01/01/2026	30/06/2026	01/01/2026	30/06/2026	30/06/2026
	EUR	EUR	EUR	EUR	EUR
A. Noncurrent assets					
I. Intangible fixed assets					
1. Purchased concessions, industrial property rights and similar rights and values as well as licenses to such rights and values	2,750.00	2,750.00	0.00	0.00	2,750.00
Total intangible fixed assets	**2,750.00**	**2,750.00**	**0.00**	**0.00**	**2,750.00**
Total noncurrent asset	**2,750.00**	**2,750.00**	**0.00**	**0.00**	**2,750.00**

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Other assets
The other assets comprise VAT refund claims relating to input VAT amounts claimed in the previous year in the amount of EUR 16,262.89 (previous year: EUR 0.00) and VAT refund claims relating to input VAT amounts claimed in the reporting year in the amount of EUR 11,050.11 (previous year: EUR 16,262.89).

In addition, tax refund claims relating to corporate income tax, including the solidarity surcharge, for the previous year and the current financial year amount to a total of EUR 4,912.32 (previous year: EUR 2,742.29).

All other assets have a remaining term of up to one year.

Disclosures on share classes

Share capital
As of 30 June 2026, the share capital of VERTEQ SE amounts to EUR 500,000.00 (previous year: EUR 500,000.00) and is divided into 500,000 no-par value bearer shares, each representing a notional interest in the share capital of EUR 1.00.

Disclosures on authorized capital
Pursuant to the Articles of Association dated 22 October 2024, the Administrative Board is authorised, until the expiry of five years from the date of registration of this authorised capital in the Commercial Register, to increase the Company's share capital, on one or more occasions, by up to a total of EUR 250,000 through the issuance of new no-par value bearer shares against cash and/or non-cash contributions (Authorised Capital 2024/I).

Change in capital reserves
By shareholder resolution dated 26 June 2025, a contribution to the capital reserve pursuant to Section 272 (2) No. 4 of the German Commercial Code (HGB) in the total amount of EUR 500,000.00 was resolved and paid.

Accumulated Loss
The accumulated loss reported as of 31 December 2025 was reclassified to the loss carried forward during the reporting period in accordance with the resolution on the appropriation of results.

Disclosures on and explanations of provisions
Other provisions amounting to EUR 27,410.50 (previous year: EUR 37,745.90) relate primarily to costs for the preparation and audit of the financial statements and have a remaining term of up to one year.

Disclosures on and explanations of liabilities
The liabilities consist of trade payables amounting to EUR 39,588.13 (previous year: EUR 6.96) and have a remaining term of up to one year.

Income statement disclosures

Classification of sales
No revenue was generated during the reporting period (previous year: EUR 130,000.00).

Other operating income
Other operating income in the reporting period relates exclusively to income from the reversal of provisions recognised in the previous year in the amount of EUR 499.90 (previous year: EUR 0.00).

Miscellaneous operating costs
Other operating expenses consist primarily of costs for the preparation and audit of the financial statements amounting to EUR 26,528.00 (previous year: EUR 10,705.00). These relate mainly to the preparation of the annual financial statements and tax returns as well as the audit of the annual financial statements.

In addition, other operating expenses include legal and consulting fees amounting to EUR 44,222.40 (previous year: EUR 36,135.89), which relate primarily to the annual general meetings, the stock exchange listing, and corporate legal advice.

Furthermore, other operating expenses amounting to EUR 6,257.94 (previous year: EUR 0.00) relate primarily to costs incurred in connection with the notarisation of the annual general meetings.

Expenses relating to other periods
The prior-period expenses included in other operating expenses amounting to EUR 11,877.00 (previous year: EUR 0.00) relate primarily to expenses incurred in connection with the stock exchange listing.

Interest and similar expenses
Interest income amounting to EUR 8,227.60 (previous year: EUR 4,508.64) results from interest earned on credit balances held in the current account.

Other disclosures

Other financial obligations pursuant to Section 285 No. 3a HGB
The other financial obligations, which are not shown in the balance sheet and are also not contingent liabilities within the meaning of Section 251 of the German Commercial Code that are of significance for assessing the situation of the company, consisted at the following during the financial year until December 31, 2025:

Other financial obligations	Amount of total obligations	Explanations
Rental agreements	EUR 532.35	Rent office space

Average number of employees during the financial year
No employees were employed during the reporting period ending 30 June 2026.

Names of members of the Administrative Board and the Managing Director
The following person were managing directors in the reporting period:

Paul Arni	Occupation:	Business Consultant

The Managing Director, Paul Arni, did not receive any remuneration for his services during the reporting period. In addition, no variable or performance-related remuneration was granted.

The following persons were members of the administrative board:

Prof. Dr. Maximilian Arndt Werkmüller	Chairman	Occupation:	Attorney-at-Law
Martin Schweikhart	Vice-Chairwomen	Occupation:	Attorney-at-Law
Paul Arni	Member	Occupation:	Business Consultant

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The members of the Administrative Board did not receive any remuneration for their services during the reporting period.

The members of the Administrative Board served on the supervisory board or other supervisory bodies of the following other companies during the reporting period:

Prof. Dr. Maximilian Arndt Werkmüller
- Stiftung Kinder- und Jugendhospiz Regenbogenland rechtsf. Stiftung, Germany, Member of the Board
- Kinder- und Jugendhospiz Regenbogenland gGmbH, Germany, Managing Director
- Assmann Stiftung für Prävention, Germany, Member of the Board
- Legal Tax Solutions, Partnerschaftsgesellschaft mbB, Germany, Partner
- Kaiserswerther Diakonie, Germany, Chairman of the Foundation Board

Martin Schweikhart
- Lakeside Structuring & Advisory GmbH, Switzerland, Managing Director
- Coral Cove Ltd., Bahamas, Director
- Garrington Private Credit Fund Ltd., Cayman Islands, Director
- Coral Cove Investments Ltd., Cayman Islands, Director
- Garrington Private Credit Fund II Ltd., Cayman Islands, Director
- LF Funds, Luxembourg, Non-Executive Director
- Polaris Europe AG, Liechtenstein, Chairman of the Administrative Board
- Man Investments AG, Switzerland, Chairman of the Administrative Board
- Capstone UCITS Funds SICAV (i.Gr.), Luxembourg, Non-Executive Director
- DLE Landbanking SA. SICAV-RAIF, Luxembourg, Non-Executive Director
- Valvest Funds SCSp SICAF-RAIF, Luxembourg, Non-Executive Director

Paul Arni
- ARPA Consulting AG, Switzerland, Chairman of the Administrative Board
- Celsion Bank AG, Liechtenstein, Vice Chairman of the Board of Directors

Membership of group
There is no group affiliation as of June 30, 2026.

Auditor‘s fee
The audit fee of the statutory auditor, Forvis Mazars GmbH & Co. KG, amounts to EUR 27,600.00 and relates exclusively to statutory audit services for the annual financial statements of VERTEQ SE. As of 30 June 2026, a provision of EUR 13,800.00 (50% of the expected audit fee) has been recognised in respect thereof.

Voting Rights Notification pursuant to Section 33 WpHG dated 10 December 2025
On 10 December 2025, the following voting rights notification was received:

The notifying party, Prof. Dr. Klaus Fleischer, notified the Company that on 10 December 2025 he exceeded the reporting threshold of 75.00% and, as of that date, held 76.00% of the voting rights in VERTEQ SE, Munich,Germany(ISIN:DE000A40Y557),corresponding to 380,000 of a total of 500,000 voting rights.

Declaration on the Corporate Governance Code
The declaration of compliance with the German Corporate Governance Code pursuant to Section 161 of the German Stock Corporation Act (AktG) was issued by the Administrative Board and is permanently available on the website of VERTEQ SE: (https://www.verteq.se/wpcontent/uploads/VERTEQ_SE_Erklaerung_Unternehmensfuehrung_inkl_Corporate_Governance_Statement_2026_02.02.202627144854.1.pdf).

Munich, 7 August 2026

Paul Arni
Managing Director

IMPRINT

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Prof. Dr. Maximilian Werkmüller

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Registered office of the company
Munich

ISIN
DE000A40Y557

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