

WINNING GROUP

ANNUAL REPORT

24

winninggroup



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Dear readers,

the year 2024 was a period of clearly defined priorities and results for Winning Group that we can be proud of. Our goal was to reorganise the portfolio, maintain profitability and strengthen capital stability. Despite challenging market conditions, we achieved solid results: turnover of €250 million, EBITDA of €26 million and net profit of €7 million. Behind this success lies the talent and determination of our people across all segments.

We have expanded the Group to include new pillars – industrial real estate and fresh food in the Winning Properties and Winning Vital segments. In Leisure & Services, we have added a music club and a gym chain to our restaurants. In Automotive, we have made progress in restructuring Winning BLW and significantly strengthened our capital base through the sale of Winning CoFo and Winning Plastics.

The Construction division confirmed its role as the driving force behind the Group by achieving above-average results in a challenging industry. Projects such as the new pavilion at Olomouc Hospital and BiopharmaHub are proof of our technical expertise, our strong market position and, last but not least, our teams' ability to succeed even in difficult conditions.

We see 2025 as an opportunity to build on our successes and grow – both organically and through acquisitions. Winning Properties is becoming a stable pillar of the entire Group, Construction has secured a high level of capacity utilisation and in Automotive we will continue to systematically adapt Winning BLW to new market conditions.

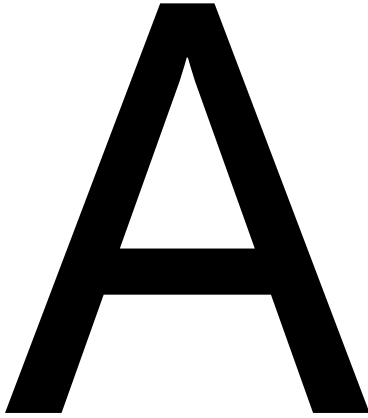
I would like to thank all our employees and partners for their commitment. I am convinced that, thanks to our joint efforts and trust, 2025 will truly be a *winning* year!

Sebastian Wagner
Chief Executive Officer



Sebastian Wagner: Winning Group is now investing in segments that grow even in a crisis

The year 2024 will go down in Winning Group history as a significant stage in the transformation of our portfolio. After exiting parts of the Automotive segment, the Group became a major player in the field of industrial real estate and also entered new sectors, such as Leisure & Services and Winning Vital – areas where demand is not cyclical, but grows in the long term. Despite the challenging geopolitical and economic environment, Winning Group achieved positive financial results in 2024, reduced its debt and established a strong capital position. The Construction segment, in particular, maintained its high performance even in demanding market conditions and confirmed its role as a powerhouse of the entire portfolio.



Are you satisfied with Winning Group's financial results for 2024?

Yes, we ended up with EBITDA of €26.1 million and net profit was €7.2 million. Indebtedness is also excellent today. And that means greater freedom. We are now looking forward to the next phase of Winning Group, which will be less about specific industries and more about investments. At the same time, I must once again praise our team in Construction, which performed perfectly and consistently, like a locomotive pulling the entire Group forward, even though 2024 was not an easy year for the construction industry at all. So a big hand.

How will the Group's new investment focus manifest itself?

I realised that Winning Group had to expand its horizons beyond Automotive and Construction. We want to pursue opportunities that make sense to us where we see potential. Among other things, the impetus for change was an offer from an American company to buy Winning CoFo and Winning Plastics.

You decided to go for it. How do you rate these first major sales?

In retrospect, very well. Automotive is continuing to decline as a sector, and if we were still as heavily involved in it today, the impact on Winning Group would be much more noticeable. Instead, we have paid off our debts and created a strong asset base. We sold the automakers without real estate, so we also became a major player in the industrial real estate market. At the same time, we were able to fully focus on restructuring Winning BLW, which remains an iron in the fire for us.

Winning Plastics was the last exit so far.

In what condition did you sell Plastics?

It took us two years of hard work to get the plant in Diepersdorf working the way it should. It was necessary to go into great detail – to explain to people basic things that I take for granted, but that were not working there. When we took over Plastics, it was losing €2–3 million in EBITDA per month. We took systematic steps to get it into the black. But then another crucial issue arose – we needed to win new contracts. In the plastics industry, production is not as long-term as in BLW, for example, where the production cycle of a single product can last up to 10 years. For plastic parts, it is only 4–6 years, because every model change in a car means new production and new parts. And it was at this stage that a buyer emerged. An offer came from a company that had enough orders within its own group to keep our plants busy. In addition, it planned additional acquisitions to further consolidate the sector. It made sense. For us, for the company and for the buyer. In addition, the sales have generated capital that gives us room to calmly consider how to use the funds.

How will that be?

We are focusing on markets with long-term stable demand and a growth trend. That's where we want to be as a Group. Demand in the automotive industry is not as stable as in the past, but in sectors such as services and the food industry, it is balanced in the long term, which appeals to us. For example, in the leisure segment we have invested in the Winning Fitness chain of modern gyms. We entered this segment with a very ambitious business partner, thanks to whom we now have more endorphins flowing in our blood.

Are you planning to leave the automotive industry completely?

No, absolutely not. We grew up in the automotive industry, and our best people in the team are top experts in this field who can move the entire industry forward. Winning BLW has a great product. We have invested heavily in our plants and still see potential for further improvement, especially through the involvement of artificial intelligence and robotics. The new plant in Penzberg produces 70,000 parts a year, which is a great success.

So entering new segments does not mean withdrawing from the old ones...

It is an expansion of our reach – pragmatic and data-driven. We are seeing a growing trend – people are willing to spend more money on a quality lifestyle, even in economically challenging times. People want to invest more in their health and leisure time. The younger generation spends money on services, the sharing economy and leisure activities. This is also reflected in other recent acquisitions, such as the purchase of the music club SONO in Brno.

Do you think you can run a cultural centre?

We have found excellent managers whom I trust completely, so I'm not worried. At the same time, you know how much I enjoy learning new things, and this is a perfect opportunity – not only in the entertainment industry and events, but also in the hotel business, because SONO also includes a hotel. I've been monitoring the hotel market across Europe for some time now. After COVID, there has been record growth, as people want to travel more. At the same time, we are building a team of experts who, under the wing of Winning Entertainment, will not only manage SONO 2.0, but also other ambitious projects in the entertainment and leisure industry in the future.

SONO also includes a restaurant. This will be your third restaurant project in Brno, following Vittorio Restaurant and Pavillon Steak House. How come you're one of the few entrepreneurs who doesn't moan about how tough the restaurant business is?

It's true that we are one of the few businesses that has managed to keep our restaurants in the black for a long time, even though we started the business during the COVID pandemic. There is actually a pretty simple recipe for this – in the restaurant business, it is crucial to do it for people. Take a deep interest in what people really want, and don't just base it on what you yourself like.

In 2024, you became a major player in the industrial real estate sector thanks to the automotive halls that you retained ownership of.**What are your plans for the future?**

We have a tenant with a long-term lease for 20 years, which is perhaps the best guarantee of stable income you can have. But we are not just passive landlords; as always, we are looking for potential – for example, for partial conversions or better use of buildings. We will also focus on the development of the real estate portfolio. Many companies are struggling with cash flow right now – particularly in the automotive industry – and it may be beneficial for them to raise cash quickly by selling real estate, which is a potential

opportunity for us to expand our portfolio. In order to realise this, we are now working on refinancing the entire real estate section. We have buildings worth €80 million and are looking for ways to generate additional capital from them so that we can potentially purchase more real estate.

Would you rather look for existing industrial halls and logistics centres, or would you also consider greenfield development?

Real estate always has its advantages and disadvantages. The advantage is stable returns – the demand for industrial and warehouse space is high. The disadvantage is that when you build a new hall on a greenfield site, you have to build it at market price. From this point of view, I find it more interesting to focus on the market in existing real estate, where good opportunities can be found and advantageous transactions can be concluded. As always, we want to seek opportunities where we can create a win-win situation, i.e. invest and at the same time help companies with their needs.

You mentioned that automotive is struggling with cash flow. When can we expect this trend to reverse?

Production in the automotive industry fell by 25% in 2024, and everyone in this segment was effectively pulling in the same direction – negotiating compensation with customers and reducing headcount. The political and economic situation in Germany does not help either. Nuclear power plants have been shut down, making German energy the most expensive in the world. In Texas, energy costs 33% of what it does in Germany. If you have a technologically sound product, you can survive, but you won't make much money. And when you add to that a welfare system that makes labour in Germany extremely expensive, you start to become uncompetitive. My guess? The German automotive industry will begin to recover in four years at the earliest. Unfortunately, there is currently no impetus to restart it.

“I still believe in Europe’s innovative spirit. I still believe we have a scientific and technological advantage. But at the same time, we have become too complacent. And now everyone needs to realise this and start working hard again.”

What could be that impetus?

Creating a healthier business environment. I still believe in Europe's innovative spirit. I still believe we have a scientific and technological advantage. But at the same time, we have become too complacent. And now everyone needs to realise this and start working hard again. Then we can move forward.

In addition to Leisure & Services, you are also planning to enter the food industry. What specifically do you want to focus on?

We decided that we wanted a project that would be strategically meaningful and at the same time a new challenge for us. We examined a number of companies in Spain with a focus on citrus production, which is the region's unique top product. Valencia and its surroundings are the epicentre of the industry. If you look at the market in more detail, you can see that there is a lot of M&A activity in the citrus sector. American private equity funds are investing heavily there now, and consolidation is underway. These are the markets we are interested in because they offer growth potential.

What attracts you the most?

The operational side of things. When we went to see the factories, they are usually owned by the family that founded them thirty years ago, and have been passed down through generations ever since. However, we cut our teeth in the automotive industry, so we are used to extremely efficient processes and continuous production improvement. And that is why we see enormous potential for optimisation. Much of the manual work can be automated and streamlined. So our primary focus is to optimise processes and take them to the next level. The existing owners are great at business, their brands, such as Madremia, have an excellent reputation, but they are less focused on process management and production organisation. And that's where we see the win-win opportunity. We will assist with efficiency, and they will contribute business know-how.

So far, you have acquired established companies, which you have had to restructure in some cases. But you mentioned earlier that you are also interested in smaller projects. Does that mean you are also looking at start-ups?

Certainly. In 2024, we supported the partner with whom we built our first fitness centre in Brno, Winning Fitness. The goal is to have twenty branches across the country within five years, all offering modern and clean facilities, top-of-the-line equipment and excellent trainers. When we see potential, we have a partner we trust and who has the drive to succeed, we are willing to take on projects of any size. I used to have a tendency to want to own everything 100% and manage everything myself, but today I see things differently. We are happy to provide financing and assist with management and process control, but we need a strong partner who will drive the project forward. In any case, we don't just want to take over something that is already working; our goal is always to do things better.

I can see that ideas and plans are sprouting in your head...

I used to be too immersed in operations. Now I have space to think about the future – not about tomorrow, but about the day after. And today, Winning Group is more stable than ever before. I dare say nothing will threaten us.

We push
our companies
and their entire
industry forward

249

EUR million

Revenues

26

EUR million

Normalised EBITDA

0.76 ×

Normalised financial leverage

1,213

employees

Team



We only do business
and invest in companies that
we can develop strategically.
We have only one goal –
to ensure that each of our
companies becomes
the best in its field.

We enter acquisitions with a long-term vision

- we are a strategic investor and long-term owner
- we acquire companies with a clear vision for their successful integration into the Group
- individual business units benefit significantly from Group-wide synergies

We have absolute faith in our people

- our decentralised structure enables strong and responsible personalities to stand out
- company managements have sufficient freedom, which results in quick and active decision-making
- our employees are more like entrepreneurs – they run projects that make sense to them

We strategically develop companies

- in acquisitions, we implement numbers-driven management with an emphasis on cash flow
- we apply the best production process standards through an Operational Excellence system
- we develop an action plan to become a market leader in the relevant segment

For us, the sustainability of business is sine qua non

- independence from fossil fuels and their countries of origin is crucial to us
- we see climate change as a major threat to the planet, humankind and therefore business
- we set bold green targets and want to meet them faster than we set out to



development of Winning Group



Winning Group is formed
Winning Steel and Pamstav become the cornerstones of the Group



Winning Group is structured into two pillars – Automotive and Construction



Sebastian Wagner becomes sole shareholder in the Group

Acquisition of Linden and SMK creates the Winning Plastics division



Residential housing in Bučovice announces it is sold out

The M&A team starts to look for opportunities in European automotive

The U Zámku Residence in Oslavany announces it is sold out

Acquisition of established construction companies Kaláb and PMK Drill

Acquisition and restructuring of Winning BLW



The Construction division expands to include Winning Estate

Bolta-Werke joins Winning Plastics, while the acquisitions of Räuchle and PWK lay the foundation for the Winning CoFo division

Year

2016

2023

Revenues of € 491.815 million

● Winning Group ● Segments

2016 – 2025

W

The separate pillars Winning Automotive and Winning Construction gain dedicated top management, while Winning Group focuses on vision and setting new investment strategies

W

Two new pillars complement the existing segments. Winning Properties focuses on industrial real estate management, while Winning Leisure & Services consolidates its catering business and newly enters the entertainment, hotel and fitness industries.

Acquisition of Spanish citrus fruit processors and wholesalers Madremia and FutureFruits. The Winning Vital pillar is created.



Occupation approval of the Slovákova XII project; Nové Oslavany – handover of the first stage of infrastructure to the city



Entry to the fitness segment

Opening of the first Winning Fitness facility in Brno

Acquisition of SONO club and hotel in Brno



Divestment of the Winning CoFo division

Divestment of the Winning Plastics division

2024

Revenues of €249.477 million

2025

interview

Peter Smatanik Chief Financial Officer

Investments as partnerships: Development of businesses with potential under Winning Group's leadership



Acquisition targets



Size

Minimum turnover
€25 million,
maximum turnover
€250 million



Profitability

Potential to reach
10% EBITDA after
restructuring or
Group integration



Financing

Combination
of equity and
bank capital



Value

Total company
value up to
€100 million

There are no fixed scenarios in business, but every entrepreneur faces a key question at some stage: How to move the company forward? Sometimes the answer is a strategic investment, at other times a new partner who will bring capital, know-how or managerial support. It is precisely in these situations that opportunities arise for Winning Group – an investor that is not looking for short-term speculation, but rather long-term partnerships with companies that have growth potential.

“The entrepreneurs who turn to us are usually not just concerned with selling their company. More often than not, they are looking for a partner to help them scale up production, expand into new markets or accelerate their business overall,” says Peter Smataník, CFO of Winning Group, of the circumstances surrounding the start of cooperation, adding: “For example, the owner of a successful business sees an opportunity for growth, but lacks the capital to double its capacity. Or they would like to enter new markets and don’t know how. That’s where we come in.”

What is crucial for successful cooperation?

Winning Group primarily focuses on sectors it knows well and in which it has long-term experience – construction, automotive and leisure services. In addition, it is open to opportunistic acquisitions, provided they make strategic sense. “The key for us is understanding the industry, its trends and the upside of an acquisition, i.e. whether we see potential in it,” says Smataník, adding that it is not only about a company’s current results, but more importantly its vision for the future.

In the past, Winning Group established several successful alliances with partners whose common denominator was strong know-how and vision. But understanding each other is equally important. “The human side is the alpha and omega of success for any cooperation, it only works if the partners are fair and reliable,” adds Smataník.

Companies that want to succeed must be able to adapt quickly to a changing market. “Speed is key. We see many entrepreneurs who devote 15 years to perfecting their product, but if they had taken on a partner at the outset and invested in growth, they could be in a completely different place today. In business, the same in evolution, those who can adapt most quickly survive.”

Focus on growth sectors

Winning Group focuses on investments in Construction, Automotive, Leisure & Services and Winning Vital. The reason for this is not only the knowledge of these markets and the experience of the Group’s experts, but also the clearly discernible trends that guarantee stable growth in these sectors. “If the trends are confirmed, with the transition to a four-day working week, people will spend more free time away from home. Even if consumers save money, the leisure sector will grow, because the time people spend on activities outside of work will double,” comments Smataník, adding: “The same applies to healthy eating, with preferences shifting towards fruit, vegetables and plant-based foods, and we want to be part of that.”

Openness to new opportunities

If an investment makes strategic sense, Winning Group has no problem stepping outside its comfort zone and experimenting. “Our flexibility has always been our competitive advantage – we have a vision of which segments to invest in, but at the same time we are not afraid to act opportunistically. However, this doesn’t mean that we take unnecessary risks. The key is that we always look for experienced partners with know-how with whom we can create added value.”

insight

People are our most valuable asset

Milan Jirgl Compliance Director
Lenka Baumanová QEHS Manager

At Winning Group, we bring together a wide range of industries, including construction, automotive, entertainment and gastronomy. They are distinguished by their processes and requirements, as well as the uniqueness of the teams and individuals. Each company has its own rhythm and character in the Group. But we all have a lot in common.

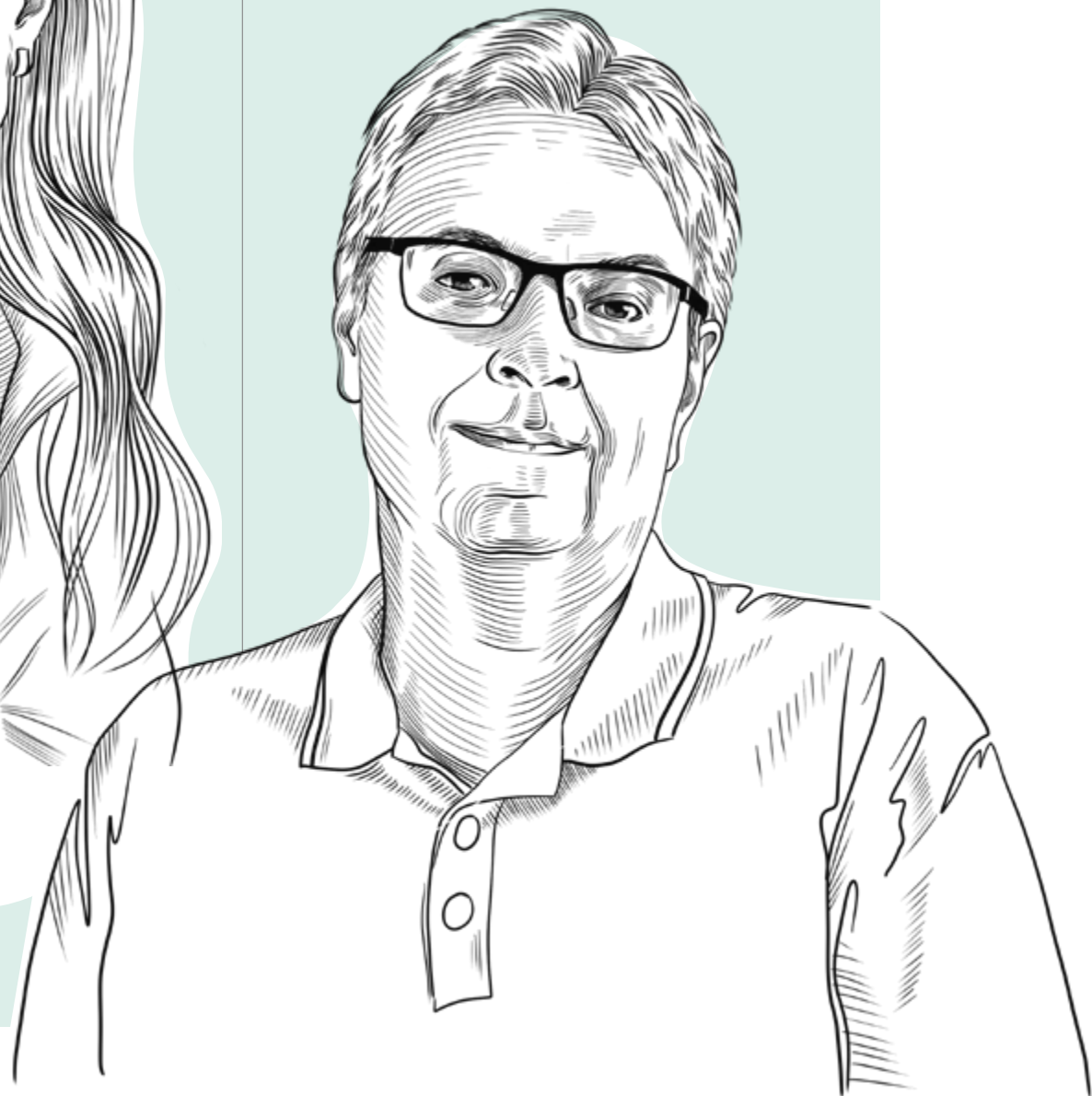
Sustainable development is not something we are ordered to do, but an inner conviction. The ESG strategy – the environmental, social and governance pillar of our operations – has become an organic part of our decision-making, design and management. It is a reflection of our corporate culture and a genuine commitment that goes beyond the formal framework. We see ESG as an opportunity: for growth, for people and for society.

From an environmental perspective, we support recycling, reduce emissions and seek savings in every project – not only financial savings, but also carbon savings. Our partners are part of this. As a part of our social responsibility, we respect fair working conditions, diversity, talent development and a safe environment. Our management also leads by example in terms of compliance with corporate ethics and transparency. Given the size and diversity of our holding organisation, we have a unique opportunity to actively shape the future of responsible business in the Czech Republic. And we take it seriously.

We place great emphasis on quality, which we understand not only as precise execution of construction projects and satisfied customers, but also as the ability to listen, evaluate and continuously improve. We have perfected the collection of feedback, invested in the digitisation of control processes and set measurable and realistic goals. We hope that all of this will help us maintain the high level of trust we enjoy among our investors, customers and partners.

“We believe that the future is not built solely from concrete, steel and glass. We are building it from values and trust, between us and our clients, and in our teams. From responsibility towards people, society and nature. As a large holding organisation, we are aware of our strength - and with it comes an obligation.”

Milan Jirgl



insight

Stability, playfulness and openness to challenges are in our DNA

Tereza Tomíčková HR director

We are a large, stable Group that employs over 1,300 people and is continuing to grow. You won't find the chaos of a small company here, but we're not a corporation full of templates, empty phrases and ideals that don't work in practice either. The key for us is the high professional standard and authenticity of each of us. We do not care for ostentation and titles; we view job positions through the lens of responsibility. We believe in a balance between challenges and security, independence and support, the development of the company and the personal growth of each of us.

In today's world, a stable and solid income is rarely enough to motivate people to work. Large companies therefore present a range of benefits and their corporate culture as part of their HR marketing, which often extends to a personal ideology with which everyone identifies. They present the company as a family – and in practice, employees then encounter a disconnect with reality. At best, these are empty phrases; at worst, they are a whip. Winning Group HR Director Tereza Tomíčková and the holding organisation's management are clear that they do not want to go down this path. No artificial masks. Performance, results and a responsible, professional approach come first, but everyone can be themselves here – and choose only those corporate activities and benefits that are in line with their personal priorities.



“There is something for everyone here. Including me, who loves a varied company of people full of energy.”

We don't create our corporate culture by organising it from above, but rather by letting it grow organically. Every employee can authentically find what suits them best.



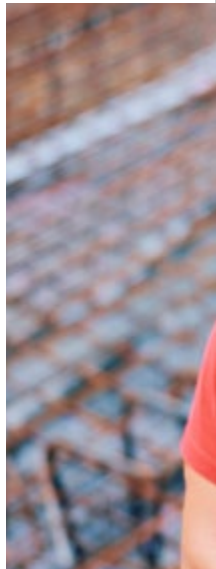
“I enjoy having cycling buddies around me and clearing my head in the countryside. I will miss that now during my upcoming maternity leave.”

Denisa Jonášová 5 years with the company Winning PS



“My job is very sociable, just like me. I enjoy being around people, whether at the workplace, with friends, or at a company party.”

Lukáš Pecen Manager of the Pavillon Steak House restaurant, where he has been employed since the company's establishment



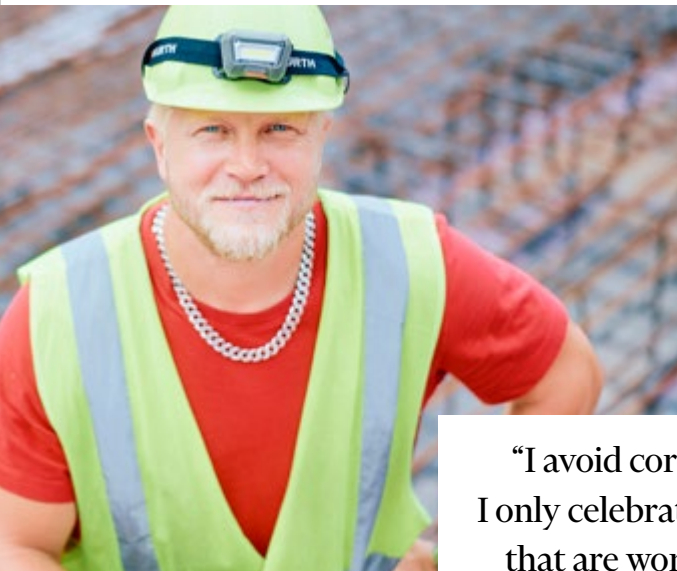


“My work fulfills me, that’s the main thing for me. I relax best when I’m alone in the gym.”

Ali Tosun Head of BLW operations, where he has been working for 37 years

“My work is my passion. Absolute. When I want to relax, I need peace and quiet, the countryside, and to relax with my family.”

Martin Mynář Sound engineer at SONO, with which he has been in sync since 2016



“I avoid corporate events – I only celebrate completed jobs that are worth celebrating.”

Radim Večeřa Construction manager of PAMSTAV since 2011

2024 segments

winning

Automotive

Construction



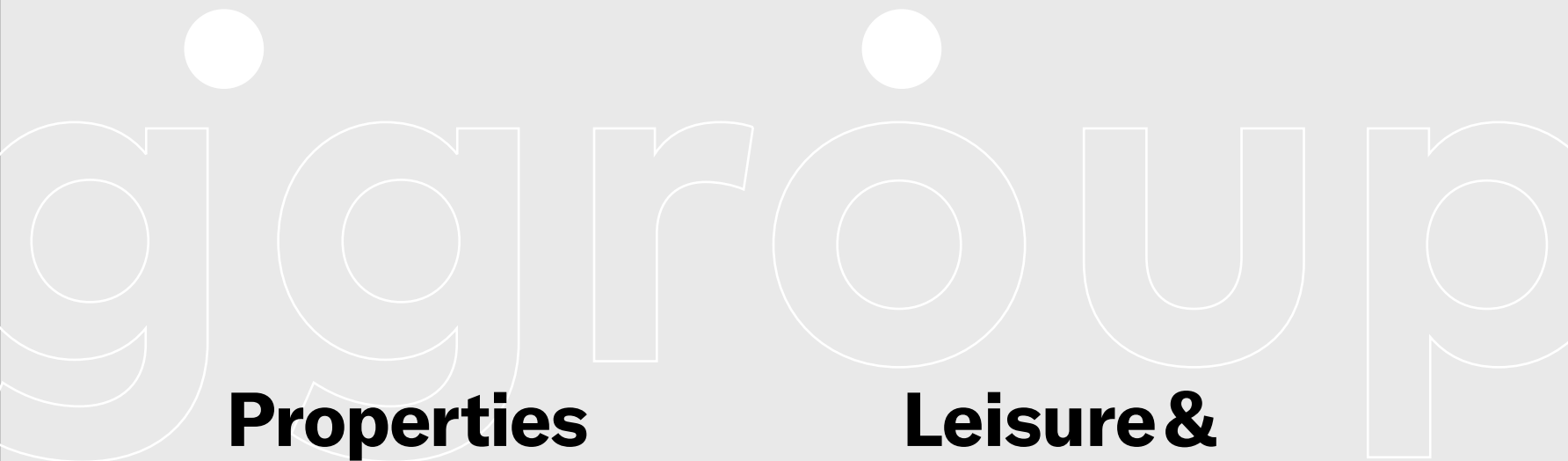
Winning Automotive is built on cutting-edge know-how and precisely controlled performance. We rely on Europe's technological heritage and draw on years of experience in the field.

We build companies with sophisticated production, smart automation and energy-efficient operations. In a segment where every micrometre counts, we invest in companies with unique products, a clear vision for sustainable development and strong optimisation potential.



Our buildings will stand the test of time, today and tomorrow. Winning Construction is synonymous with expertise, responsibility and stable growth across regions and construction sectors.

We believe that every building should not only be functional and aesthetic, but also responsible to its surroundings. We combine precise management, engineering quality and absolute reliability. Our teams guarantee the highest standards across all segments – from monolithic structures and residential development to general construction contracting.



Properties

Leisure & Services



In the Winning Properties portfolio, we manage premium manufacturing facilities with above-average rental yields and strong development potential.

Industrial real estate is one of the most stable pillars on the real estate market, with minimal vacancy risk and high attractiveness for new tenants. Thanks to long-term contracts with leading partners, our assets generate stable and predictable returns, which we plan to further maximise through active development.



At Winning Leisure & Services, we do everything we can to give people what makes them human. Joy, experiences, comfort and satisfaction.

From top-class gastronomy and hotels to cultural events and fitness – we create a vibrant ecosystem of experiences, high-quality services and innovative business synergies. We focus on sectors that are not cyclical, but growing in the long term and resilient even in times of crisis.





interview

Europe is still synonymous with the premium segment

Vedran Biljaka CEO / Managing Director, Winning BLW

The year 2024 was one of the most challenging in the modern history of Winning BLW. Following successful restructuring after the company was acquired from insolvency in 2020, a wave of challenges arose – a global crisis in the automotive industry, the launch of a new plant, a decline in production volumes and subsequent changes in the company’s management. After a year of tough decisions, Winning BLW is reporting a turnaround. Its new director has a clear plan and is not losing confidence in European quality.



Vedran Biljaka has been with Winning BLW for over three years, previously holding management positions in purchasing and project management. In the past, he gained valuable experience in the international automotive industry with American and European forging specialists. "At heart, I am still a business expert – I seek efficiency, but at the same time I have a good understanding of production, operations and numbers," says Biljaka, assessing his strengths.

V

edran Biljaka – a man who knows the company and the entire industry down to the last detail – took over the reins in December 2024. “When the owners approached me, I didn’t hesitate. I have a personal relationship with Winning BLW and, most importantly, I know what needs to change,” the new CEO explains energetically, while also openly admitting that 2024 was not an easy year for the company due to reduced demand. However, as the first months of 2025 suggest, better times are ahead.

We are gathering pace

The results for the first half of 2025 are in line with the budget, demand in the truck segment is growing steadily and cars are also reporting a recovery. “We have seen an increase in orders, so now we need to set up production in such a way that it is sustainable even with such variable volumes,” Biljaka explains.

Another symbolic turning point is the completion of the Munich plant’s move to a brand new hall in Penzberg. The move took place between 2022 and 2024 and resulted in modern ergonomic workplaces, optimised material flow and major energy savings. “For example, we had an open water circuit at the original Munich plant. Now we have a closed cooling system that saves both water and energy. The savings are noticeable and can already be seen in the financial results,” adds Biljaka.

Another advantage of the new plant is the option of fine-tuning the layout “from scratch”. For example, the operation of two machines by one worker and reduced distances between offices and production improve efficiency and communication. “Just walk down the stairs and you’re in the workshop

in seconds. That sounds like a detail, but it’s a major advantage in terms of management.”

Innovation: new machines, more capacity and green steel

Winning BLW is stepping up its efforts in the area that has kept it at the forefront of its field for many years – research and development. In Remscheid, for example, an automatic inspection unit controlled by artificial intelligence is already in operation, capable of performing precise checks on up to a third of all products. “It’s a machine that we developed in-house, and this year we’re expanding our engineering team so that similar improvements can continue to be made,” says Biljaka with satisfaction.

Initiatives such as 5S, visual management, kaizen and an energy challenge are also ongoing. One positive example is again the plant in Remscheid, where capacity utilisation was increased from 60 per cent to the target level thanks to the automation of press transfer, smarter shift planning, better allocation of staff between departments and targeted investments.

Ecology also plays an important role at Winning BLW. Approximately one-third of steel today comes from renewable sources, and it is no coincidence that it was Biljaka who negotiated the cooperation with GMH on green steel supplies. “For customers like BMW, an emphasis on sustainability is a condition for cooperation,” he adds.

Initial raw material – green steel.



How to survive in turbulent times? By adapting

There are three key priorities: improve production performance, complete the reorganisation and strengthen customer relationships. “We need to map out our competitiveness well and adapt to what’s happening around us,” says Biljaka.

And that’s no small feat. Growing competition from Asia, uncertainty around tariffs and changing demand. “The newly announced US tariffs may also affect us – we don’t pay them directly, but our customers do. It may make production more expensive for them, which will ultimately affect us as well. That’s why we have to be prepared.”

European quality still makes sense

But Biljaka remains optimistic. “Our products – such as gears for differentials – have a place in both internal combustion engines and electric vehicles. In the truck segment, we supply parts that are extremely demanding to produce and are not forged by anyone else in Europe.”

When asked whether the European automotive industry has a future, he answers: “People in Europe still associate quality brands with domestic production. The premium segment has its place. But we need to improve every day – in technology, processes, and approach. And I believe we can do it.”

“In the truck segment, we supply parts that are extremely demanding to produce and are not forged by anyone else in Europe.”

Vedran Biljaka



Products from the current BLW portfolio.

Construction



interview

Sometimes the rules change even in the middle of the game

Ondřej Blaho Group President &
General Manager, Construction

The year 2024 closed for Winning Construction with a turnover of CZK 1.99 billion and EBITDA of over 120 million. In the construction industry, where the average result is 0–2%, this is an extraordinary figure. What was the year like from your perspective?

From my perspective, it was an exceptional year – and not just economically. The result of over 5% EBITDA in the context of the condition of the construction industry on the Czech market is proof that we are on the right track. And behind all of this is a strong and capable team. We have minimal staff turnover, which is almost a rarity in our field. We have a new colleague in HR who has moved recruitment and the overall atmosphere in the company forward significantly. We have also re-created the position of CFO, increased the level of cashflow management and refined monthly forecasts. Thanks to this, we were able to fulfill budgets more flexibly and draw up a very precise plan for 2025. It was simply a strong year, both personally and professionally.

You managed to secure work for almost the entirety of 2025. That doesn't happen often in this industry, does it?

That's right, and we're proud of it. PAMSTAV has 100% capacity secured for next year, and general contracting is approximately 80%. Due to its field, PMK Drill never has coverage for a long time ahead, but even so, we have a full order book for at least the first half of the year. Here too, we have gained significant new clients from the top of the market – Strabag, Hochtief, Gemo, Metrostav, Imos, ... In addition, we are currently implementing one of our historically largest construction projects, the new Olomouc Hospital pavilion. A technically demanding job, three drills deployed, challenging conditions, ... We managed it on time, according to plan and most importantly, again as is typical for us, with a satisfied investor who wants to continue working with us.

And what have you been working on at Winning PS, or are you currently working on?

For example, we are building a biofarm with a European reach, which will serve research at Masaryk University. We're installing a monolithic structure there. We have managed to restore commercial relations with CTP. Due to a major market downturn, the SF1 and SF2 divisions faced a literal mid-game rule change – we had to adjust planned costs for ongoing construction projects. There is nothing I hate to do more than change the terms and conditions during the course of a contract. But our people did a great job.

We negotiated prices on almost every nail. Our team deserves a lot of credit for this – and I realise what a luxury it is for me. To have peace of mind that everything is taken care of in the hands of competent people.

You mentioned opening a branch in Prague in the last two years.

What are the prospects there?

The Prague market clearly makes sense for us – it is both attractive and profitable. The plant has yet to be established officially, but almost everything is already prepared for it. We have offices in Prague, preparers, budget planners, ... and most importantly Richard Remeš, who is building the entire team the way he sees best. He has our trust and we look forward to everything getting off to a good start.

Did 2024 bring any other significant changes for you?

Yes, especially internal ones. We took a significant step in the field of IT, digitalisation and technology. We invested in cybersecurity. We developed our own disaster recovery plan; we are able to fully recover everything within 2–4 days, even if data or hardware are completely lost. In addition, we are training the entire company in integrating AI into corporate processes. We want to be on the cutting edge in this area as well.

Are you planning new acquisitions next year?

Yes. The goal for 2025 is even greater substitutability in the team. We are empowering it with top external leaders. In parallel, we are dealing with two possible acquisitions that could expand our portfolio of construction activities. Nothing has been signed yet, so I can't say more or promise anything. But acquiring companies that would meaningfully complement Winning Construction's portfolio is part of our long-term strategy. On the other hand, we want to grow so that turnover grows in direct proportion to profit. Not at all costs.

Is there anything you would like to say to partners, employees and clients?

I really appreciate the fact that we can trust each other. And that they support me – and the management – in making tough decisions. When I had to change the rules in the middle of the game, they coped with it. When I physically travel to the other side of the world, the company keeps going. That's not a given. Our strength is that we operate as a team. We have had a year with more than 50 active projects and many satisfied investors. If we continue to maintain quality, develop processes and remain humble, we can become one of the top market leaders within 3 or 4 years. And that's a challenge I really enjoy.

Apartment buildings in Brno, Vlhká and Koliště streets. The place has a rich history; according to findings, there was a tannery and later a mill here in the 14th century. The two apartment buildings offer 163 small-sized apartments, mostly studios. Part is intended for sale into private ownership, part for rent. The first three show apartments have already been completed.





Apartment buildings in Brno, Vlhká and Koliště streets.

Construction of three buildings on a common basement in the centre of Brno. One building with 10 above-ground floors with offices and two buildings with 12 above-ground floors, each for apartments. There is also a 25 m swimming pool on the common ground floor of the apartment buildings.





**Construction of three buildings
on a common basement
in the centre of Brno.**





**Construction of three buildings
on a common basement
in the centre of Brno.**



Facilities for the investor – administrative space and parking, Jaderná elektrárna Dukovany II, a. s. The administrative space built contains offices, meeting rooms, welfare facilities, a buffet, adjacent car parks and views of a still life with four cooling towers. Due to the close proximity to Dukovany Nuclear Power Plant, there are increased demands on safety measures during construction on the site.



BiopharmaHub University Building.





BiopharmaHub University Building. A generous, non-uniform building with a spacious inner atrium was created for Masaryk University. The building has a total of three underground and six above-ground floors and was built using nearly 20,000 cubic meters of visual concrete. It will be used primarily for research purposes.

Allrisk Meridien Complex. The four-building complex artfully combines residential living, commercial space and studios, boasting a filigree facade, inner courtyard and underground garages. Without exaggeration, we can say that it raises the standard of development in its location. Winning PS was the general contractor for the entire project and executed it with an emphasis on above-standard quality.







Allrisk Meridiem Complex.
Brno, Komárov



Apartment building in Brno, Staňkova street. PAMSTAV built reinforced concrete structures and prefabricated staircases for the resulting construction project with two floors of underground garages and eight residential floors above ground.



Pohořelice Primary School. A new extension with three above-ground floors and an attic section is being built for the existing primary school building in the town centre. Pupils will receive six new specialised classrooms for studying natural sciences, foreign languages and digital technologies, as well as a new school kitchen with a modern canteen. The photo of the school building under construction shows its project manager, Ing. Michal Kužel.



CT Park Prague Nord. This is the umpteenth job in a row in the industrial zone outside Prague towards Kralupy, this time a storage hall for the Rossmann drugstore chain. A third of the hall had to be reinforced with steel piles, a total of 300 piles were used.

Lipník nad Bečvou. Deep foundations using reinforced concrete piles for storage and semi-production halls in the CT Park area.



Brno Královopolská. The future Thermo Fisher Scientific plant will be used to produce high-precision laboratory instruments, which increases the technical demands on the building, especially its protection against shocks. The foundations for the construction project were formed by 422 piles with bases for the tops.

Ostrava. Continuation of construction in Hrabová, as a part of long-term cooperation, foundations for the fifth hall in this area are being laid here.



We have consolidated our position on the Czech market and are aiming higher

David Zehnálek Managing Director, Winning Steel

After successfully entering the Czech market, the Winning Steel team was able to surpass all its business goals and its own expectations many times over in 2024. The volume of domestic orders increased tenfold year-on-year, thanks to recommendations from satisfied customers, and a stable business environment has been created. The Company has also built a strong position in Switzerland, where it is currently completing one of its largest orders – the construction of an apartment building with the direct participation of colleagues on site.

Winning Steel supplies its clients with structural analysis and complete project documentation. The company was founded in 2016 under Winning Group's wing and was primarily focused on the German market until 2023. It then very successfully entered the domestic and Swiss markets. Despite rapid business growth, Winning Steel was able to develop its internal processes, from HR to marketing, just as successfully as its foreign acquisitions last year. It enjoyed a 24% year-on-year increase in order profitability. All this is a tremendous achievement at a time the entire market is stagnant. Winning Steel is currently raising the standard of its outputs towards working in 3D and BIM and its ambition is to be among the market leaders in bridge construction.

Following its exponential growth, Winning Steel plans to expand its team in the coming year. At the same time, it is starting to present its brand more, both online and in person at technical conferences and other professional events. But the main focus will still be on clients and the quality of work. The team has a number of prestigious contracts ahead of it next year, including the Janáček Cultural Centre in Brno.

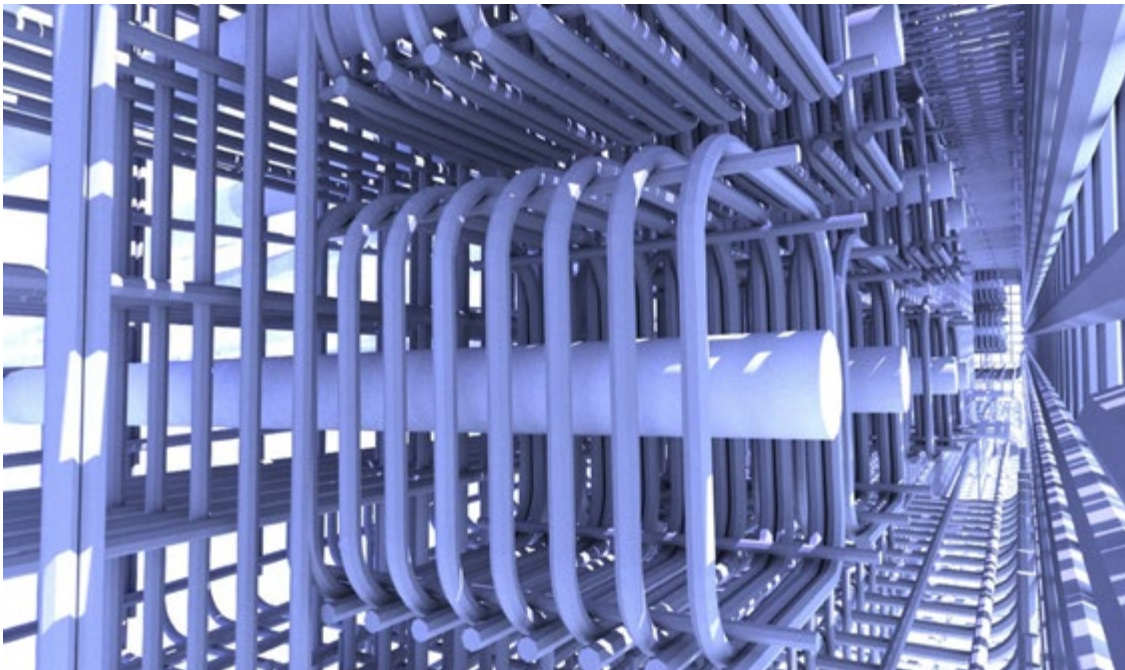


David Zehnálek was responsible for the enormous success of Winning Steel to a large extent. He joined the company a few months after its founding, rose from lead designer to office manager and has been at the company's helm as its executive officer since the summer of 2024.



New apartment building in Vyškov.

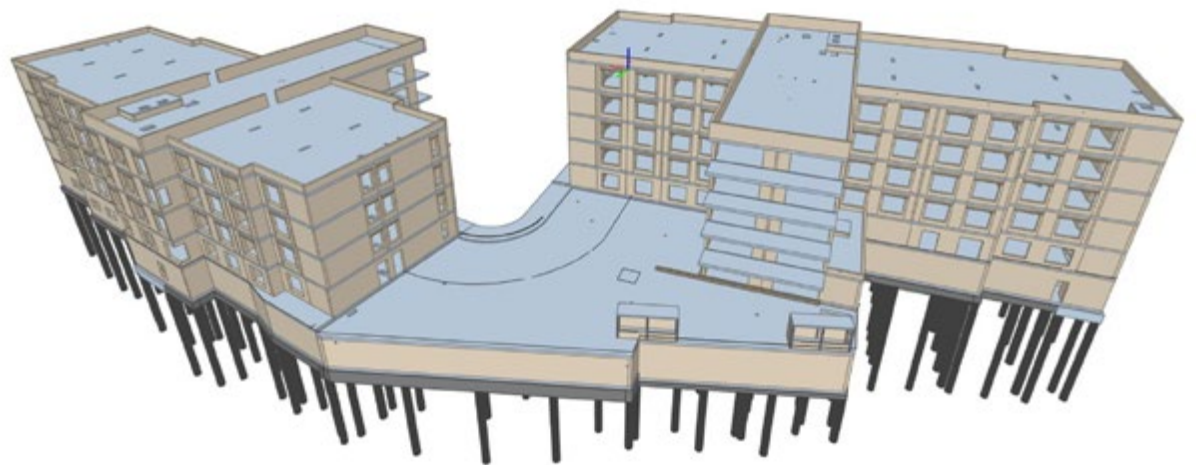
This newly emerging residential complex includes five apartment buildings, which are connected into two main units by underground garages. The correct structural design and foundation of the buildings is key, which is why a detailed structural calculation and a 3D model of the entire supporting structure were created for it.



BTDB Bridge, Hamburg. The Winning Steel team prepared rebar drawings for the composite bridge over a train route between Hamm and St. Georg. In addition to printed drawings, a complex 3D model was created to better understand the very complex details. The bridge's total width is 34 meters and the length is one hundred meters.

“Thanks to the trust of our clients, we are now firmly rooted not only in Germany, but also in the Czech Republic and Switzerland. It’s rewarding to see how far we’ve come in recent years.”

AD7 – a new skyscraper in the heart of Berlin. Winning Steel created rebar drawings for a high-rise building on one of Berlin's most famous squares, Alexanderplatz. In addition to the complex design of the high-rise building, it was also necessary to resolve the connection to the existing neighbouring buildings that will be linked to this architectural gem.



Senior Home Nopova Brno.

The third largest home for seniors in Brno plans to expand, through a new health and social facility with a capacity of 300 beds. Winning Steel developed complete structural documentation, including demolition of existing buildings. It was a complex and prestigious contract, on which a four-member team worked.

Palace of Justice in Ústí nad Labem.

The prestigious government contract is one of the largest in contemporary civil engineering in the Czech Republic. Winning Steel competed for it in cooperation with a friendly structural design office and it was a real challenge: it was completed in only 4 months. Moreover, it was complicated by a unique archaeological find: the skeletal remains of mammoths and a prehistoric campsite.



Westsidepark, Switzerland.

Drawings of the shape and rebar for a new apartment complex in Switzerland – this was the brief for another gigantic project in the land of the Helvetic Cross. Here, the Winning Steel team also performed author's supervision throughout the Design & Build solution on site.

interview

Live comfortably. In the countryside and the city centre

Kateřina Jelínková Sales Manager, Kamil Vokurek Project Manager, Winning Estate

On the housing market, Winning Estate offers two unique residential projects. One is right within reach of the historical centre of Brno, with monumental views of the city. The other was created in the countryside, literally on a green field – as a whole new district with complex infrastructure and sensitive connections to the existing nearby development. If you're looking for a classy place to live, whether it's a house or an apartment, within walking distance of the bustle of the city or a green oasis of peace and tranquility, sit up and take notice.

What client needs and lifestyles can you cover with projects in the centre of Brno and in Oslavany?

Everyone has a different idea of what an ideal home is – someone is looking for a dynamic city with a view of Špilberk, while others prefer peace, plenty of space and the countryside. We also have clients who are looking for an investment opportunity in our properties. We believe that comfort comes in many forms, which is why we are travelling two different, but equally high-quality paths to modern living.

What best characterises the residential project Slovákova XII?

Authentic exclusivity... You are right in the centre of Brno, in the most desirable location. The apartment building has nine floors with 38 units from studios to three-bedroom apartments with 45-162 sqm, and the upper floors offer impressive views of Špilberk. The standard of fittings and fixtures is high and the building is also interesting in terms of the materials and design used, featuring a facade with large windows.

Slovákova XII apartment building, Brno.



Is living here also practical?

Absolutely. Naturally, there is parking for residents in an underground garage with an automatic parking system, including a bicycle and stroller room, and separate cellar closets. You are a few minutes' walk from the historic centre and, at the same time, have plenty of privacy and spaces designed to achieve optimal use. In short, a luxurious building in the South Moravian metropolis, a great contrast to Nové Oslavany, where families go to enjoy peace and quiet.

Why is the Oslavany location exceptional in terms of housing?

The main advantage is the quality of life. A smaller town means more greenery, a quieter environment for life and family. At the same time, one does not have to compromise on work or cultural requirements, because Brno is within easy reach by car or public transport. This combines the best of both worlds – urban comfort and contact with the countryside.

What does the Nové Oslavany project offer?

The project includes apartments of various sizes, family houses, terraced houses and separate building plots. In its final form, it will offer over 300 housing units, more than 100 plots of land and dozens of houses. A sophisticated urban design is one of the advantages. There are relaxation zones, a new square and a kindergarten. Parking is mainly underground, so as not to interfere with the visual and functional character of the neighborhood.

What are the amenities in the immediate vicinity?

Oslavany has kindergartens and primary schools, a post office, shops, health services and a library. The town is culturally and socially active – there is a chateau with a park, a bio-swimming pool, a sports facility and a local brewery. Living here is not only about green space and proximity to a metro area, but also about a functioning and pleasant immediate surroundings.





“We are proud of the Nové Oslavany project.

Networks are already in place for houses and apartment buildings, and complex infrastructure is being completed. Sales have commenced. It will appeal to those who want to live in close proximity to the countryside, within easy reach of the city and to enjoy the latest standards, both aesthetically and functionally.”

Kamil Vokurek

Industrial real estate pays off. How production halls became a strategic pillar of Winning Group

Julian Lehrmann Director, Winning Properties

When Winning Group sold its automotive businesses, it decided to keep one – real estate. It transformed factory halls into an asset with a long-term perspective, creating the Winning Properties segment, which today manages assets worth over €80 million and is becoming one of the key pillars of the entire Group.

“We knew that the buyers had a strong credit profile and that they would pay us rent in the long term. And moreover – the properties were in very good locations,” explains Julian Lehrmann, who is in charge of the Winning Properties segment. The portfolio includes eight sites – seven in Germany and one in Czechia. Most of them remained occupied by the original tenants, who continue production in the buildings. All contracts are long-term, thanks to which the segment can rely on a stable and secure income, but at the same time has strong development potential in the event that one of the tenants leaves.

Not a passive landlord, but an active manager

Lehrmann joined the Group in 2022 as an expert in acquisitions, M&A and restructuring. But he approached real estate pragmatically and confidently. “In the end, it’s always about numbers – cash flow, revenue, return. This applies to companies and to real estate. What was new for me was the specific demands – maintenance of old buildings, environmental legislation, the need to invest without disrupting tenants’ operations,” he says of his experience.





The company is therefore not a passive landlord, but an active value manager. Daily operations are handled by the tenants themselves, so Winning Properties can focus on strategy, standardisation and long-term sustainability. For example, contracts and service providers are being harmonised across the sites – centralised purchasing is being used for recurring needs.

How to increase the portfolio's value – conversions, sales, acquisitions

For each property, additional ways to increase its value are continuously being considered. A typical case is the Gelenau site, whose tenant is considering moving its production. "One option is to divide the site into three parts – an office and two production halls. Smaller tenants are willing to pay higher rent per metre, so our yield increases without having to build a new building," Lehrmann explains. We work with architects who have experience with similar conversions in cities like Essen. In addition to conversions, he is also considering sales. "If some properties reach their ceiling in terms of profitability or no longer make sense to us strategically, we will sell them and invest the funds elsewhere. This is what active portfolio management is," Lehrmann confirms.

At the same time, the Group is not limited to former factory sites. It is currently developing a logistics centre in cooperation with a partner, the project is in the permitting phase. In addition, it has acquired a hotel in the Czech Republic and is considering further acquisitions in Spain. Winning Properties' real estate operations are thus expanding – both geographically and in terms of sectors. While it originally focused exclusively on properties related to the automotive industry, it is now purposefully diversifying to other segments.

"We know that the automotive sector is now under pressure – both due to the transition to electromobility and competition from Asia. It makes even more sense to expand the portfolio into other sectors," Lehrmann comments. He also adds that companies in trouble may be suitable candidates for sale & leaseback transactions – but only if Winning has confidence in their future and ability to pay rent.

With a combination of corporate finance, industry and transactional experience, the Winning Properties team has one key advantage – the ability to conduct thorough due diligence not only on properties, but also on tenants. This combination of production, technology and finance knowledge allows Winning to assess whether a given tenant will hold up in the long run. This is a key factor in the industrial real estate segment, which has higher returns, but also higher risks.

How to release money for further development: between a fund and a bank

The properties are debt-free and generate a stable income, but at the same time they tie up a significant amount of capital. The Group is therefore looking for a way to release some of the liquidity. There are two options on the table – either an open-ended real estate fund for qualified investors, which would be created in cooperation with a Czech bank, or loan financing, supported by rental income.

"Both models have their advantages and disadvantages. A fund would involve external participation, but would also reduce the company's capital requirement. A loan, on the other hand, would allow us to maintain full ownership and control over decisions," Lehrmann summarises. The decision on which path the Group will take has not yet been made – but the goal is clear: to free up funds for further development.

Vision of the future: growth, standardisation and efficiency

What would Lehrmann consider a sign of success over the next few years? "If we sell some properties at a price that makes sense and use the proceeds to buy other, more profitable properties, that is success. If we can keep the portfolio in good shape and at the same time implement standards that simplify our management across locations, I will also be happy," he says.

Standardising service contracts, approaches to refurbishments and reaction scenarios for recurring situations can all increase efficiency. So far, each property has its own history and specifics, but the goal is to find recurring patterns and benefit from them across the portfolio.



Selected properties in the Winning Properties pillar can be found in Duisburg, Dietenheim and Hustopeče, and the portfolio also includes the SONO complex in Brno.

Winning Entertainment: Experiences that strengthen business and culture

From the left: **Daniel Giač** Technical Production, **Jaroslav Pažitka** Director, Funding and Investor Relations, **Zdeněk Novák** Sales Manager, **Karel Semotam** Head of Marketing

With the SONO Centrum acquisition at the end of 2024/ beginning of 2025, we laid the foundations for the new Winning Entertainment division. Together with it, a team of experienced experts in the fields of production, sound and light design, marketing and other professions that are key to creating a quality experience also became part of the Group. We believe that powerful moments don't come about by accident – they are driven by people, environment and precise, detailed work. We are building the Winning Entertainment segment on a high standard of service, professional facilities and the ability to create projects that impact the public, as well as corporate and partner activities. We are also developing our own ticketing service focused on major sporting and cultural events. Our goal is to strengthen the role of experience as a tool that can cultivate the environment and advance the entire Group's business options.



Leisure & Services

Entertainment as a new direction

“Winning Group has long looked beyond the horizon of the traditional industries in which we operate,” says Jaroslav Pažitka, Director of Investor Relations. “We are strong in automotive, construction and real estate. But we also want to provide people with high-quality ways to spend their free time, and at the same time seek synergies for the Group’s growth.” The result of this ambition was the acquisition of SONO Centrum in Brno – a unique multifunctional complex that combines a concert hall, a restaurant and a four-star hotel. “With this move, we have expanded our traditional focus to include Leisure & Services.”

“It was no accident,” adds Pažitka. “We are at home in gastronomy, successfully running the Pavillon Steak House and Vittorio Restaurant. And we knew we could do even more.” The SONO Grill & Bar fit organically into the Winning Gastro concept. The hotel is an ideal testing ground for the planned expansion into Europe. And the concert hall? “This is the showcase for the whole Group – an environment where people meet, new opportunities are born and it has a name that means something to fans, artists and partners.”

An icon in the heart of Brno

More than 100,000 visitors pass through the SONO Club every year – and each of them leaves with a strong experience. “It is one of the most architecturally and technically distinctive cultural spaces in the Czech Republic. Its exceptional acoustics, extensive technical facilities and location in the centre of Brno make it an ideal place to host concerts, conferences, corporate parties and creative formats that will make the space live every day for the long term.” SONO is no longer just a music club. It is an environment for live culture, new formats and natural encounters between people from different worlds. “In addition, we have discovered a number of experts in its team who we will be able to use in other Winning Group projects,” says Pažitka.

An integrated experience

A new chef has brought seasonal cuisine to the restaurant with an emphasis on local suppliers, and we have also modified the form of the concert and daily menu and expanded the menu with catering options. The hotel got new packages for guests at cultural and corporate events. At SONO Club, we have become more active in supporting benefit projects and cooperation with schools, sports clubs and partners who share similar values. “We want a visit to SONO to be a comprehensive experience – from a quality concert and good food to comfortable accommodation,” Pažitka adds.

From Brno to Europe

SONO is the beginning of a new story we are writing. It is a gateway to the world of business that we did not have at Winning Group and that we humbly enjoy. It is also a pilot project to test new patterns that we can replicate in the future. “If everything works out – and it seems to be so far – we want to try this model elsewhere. Maybe in a different country, maybe in a different context,” Pažitka explains. Entering the entertainment and leisure segment is a new stage for Winning Group, combining experience with the courage to try new formats. Let yourself be surprised by what happens next. That’s what show business is all about.

150
events

100,000+
club visitors

23,000
accommodated clients



Three restaurants, one goal: an exceptional experience with no compromises

Jerzy Packowski Co-Founder & CEO, Winning Gastro

Gastronomy as a cultural calling card and corporate benefit

“A company’s culture can also be identified by how and where people meet. Our restaurants create an atmosphere where you can not only eat well, but also communicate and think well. We see them as another form of communication with people,” says Jerzy Packowski, director of the Winning Group’s gastro segment. We have checked that all the restaurants serve as showcases for the Group by providing a quality environment and service over the long term. At the same time, they provide a valuable benefit for our employees, who know they can always rely on high-quality, above-standard care here.

Fine dining, a steak house and a modern grill

In the gastro segment, we currently run three restaurants and each of them has a unique character. Vittorio Restaurant’s signature is subtle fine dining, focused on quality service, ingredients and atmosphere. “We wanted to have a place where we could proudly meet with partners and that reflected Winning Group’s standard and culture. Vittorio has been doing this since day one,” says Packowski. Pavilion Steak House was added to the portfolio in 2020. “It’s more open, more affordable and with its wide range of dishes – from quality burgers to lobster – it attracts people both for business lunches and evening gatherings.” The newest acquisition, SONO Grill & Bar, is developing connections with a vibrant culture. It offers a special concert menu to visitors to music events and, together with the SONO Club, is also a popular space for organising corporate events or other parties. With the launch of SONO Grill & Bar, we have also fully entered the catering segment, which we provide for in-house reservations and external requests.

A functioning whole that grows

The goal of our restaurants is not just to cook well – but to perform perfectly overall. That is why it forms an interconnected ecosystem that delivers a high standard of services in the long term, the ability to respond effectively to change and stability even in tense periods. “Our restaurants responsibly create a consistent standard of quality across the whole Group. This keeps the bar high even when the competition is not doing so well,” adds Jerzy Packowski.





“Our restaurants have been doing well for a long time. Each of them combines exceptional cuisine with a thoughtful culture and a professional team approach.”

Jerzy Packowski



Vittorio Restaurant team

Pavillon Steak House team

insight

Winning Fitness: Victory is born in the mind. (And only then in the muscles)

Jozef Balej Co-Founder & CEO, Winning Fitness



winningfitness

The year 2024 was a significant milestone in the Winning Entertainment portfolio – entry to the world of fitness. As a part of our long-term activities in services, we decided to extend our philosophy of care and quality not only to gastronomy, but also to healthy lifestyle. The result is Winning Fitness.

Victory begins in the head

The man behind it is Jozef Balej – a former NHL player, a coach with a vision and someone who knows that success is not a matter of chance, but the result of perseverance and quality know-how. And it is precisely in this spirit that the heart of the future network, which helps its clients to be stronger – both physically and mentally, was created. “Our ambition was to bring something special to Brno, a space that would have a clear identity. We wanted people to start saying: Let’s go to Winning to train.”

Strength begins in the people who are behind you

Around him, Jozef has a team that lives for sport and a healthy lifestyle – from his wife and his coaches to his daughters, who regularly train here. The 2,000 sqm on Fuchsova street appeal to a wide range of customers – professional athletes, managers, programmers, budding enthusiasts and children. And the concept works – visitor numbers are growing, a community is forming. And most importantly: clients leave stronger than they came. “Building a large fitness centre is no easy feat. But I have proven that if you sacrifice your maximum and go all out, success will come. We were successful from day one. And that’s not a coincidence,” says Michaela Balejová, a former top volleyball player and coach in charge of the day-to-day running of Winning Fitness, with pride.

High-quality form and perfect functionality

Winning Fitness relies on the precise architecture of the space, a curated selection of equipment, but most importantly – the people. An industrial space combined with an intuitive zone layout creates an environment in which no one gets lost. “It’s immediately clear to

everyone who comes here. Cardio, the hardcore zone, a separate room – everything has to be in its place. We want our clients to feel strong and self-confident from when they first step inside.”

Fitness that shapes a person as a whole

But Winning Fitness isn’t just about iron. In addition to classical training, specific programmes are developed here – children’s groups, pregnancy and postpartum exercises, nutritional counselling. Coaching, mental resilience development and other forms of personal growth are also planned. “We follow trends and motivate our clients not only to look good – but to feel strong inside, be resilient and go in the right direction in life,” says Balej.

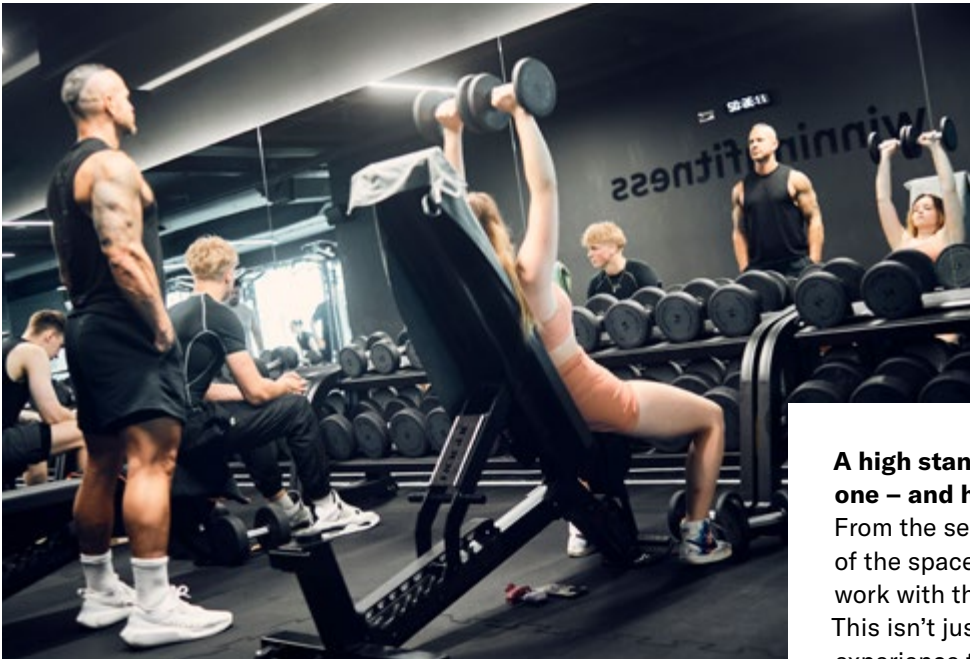
Connection with Winning Group brought support and confidence

The cooperation between a strong leader, Jozef Balej and his team, and Winning Group’s support and experience proves that we can offer people more than just an experience – we can build long-term value. “Winning Group is a partner you can rely on. Everything we agreed came to pass. And for me, this is crucial – knowing that I can rely on a person’s word. This gives me the space to perform the way I expect of myself.”

“Looking good is nice.
But we make sure our
guests feel strong –
inside and out.”

The outlook for the future? Ambitious and thought-through

We have the concept and the team, and the results speak for themselves. Now we are looking further ahead. And we want to be in other cities. “A network of twenty branches throughout the country is to be established step by step. Because in other places where people want to work on themselves, we want to prove that victories are not by accident, but by design,” say the Balejs, looking forward to new challenges.



A high standard. Winning Fitness set the bar high from day one – and hasn't stopped raising it since.

From the selection of top-notch equipment, to the architecture of the space that gives meaning to every step and detailed work with the people who form the heart of the entire concept. This isn't just about performance – it's about an overall experience that tells clients: there's room to grow. Each team member respects the same philosophy – professionalism, diligence and continuous development. Whether a professional athlete or someone starting from scratch comes in, they get the same level of attention, support and respect. Because at Winning Fitness, victory starts with taking a step forward in every decision.



Pro Kids Academy

Winning Fitness' Pro Kids Academy is where new generations of winners grow up. Pro Kids Academy offers training programmes that are designed for both budding professionals and any child who wants to develop physically and mentally. Besides Jozef, the children are cared for by his wife Michaela and other coaches, including the coach of Wimbledon champion Bára Krejčíková. In addition to developing strength and technique, they also pay attention to what is often neglected – proper stretching, movement coordination and mental attitude. They connect practice with theory in video analysis with examples of movements of world-class athletes. Pro Kids Academy is about quality training, but above all is a community in which children grow, feel safe, and learn to believe in themselves and their team.

winning spirit

Experiences?

We remember the shared ones the longest

We don't just foster team spirit in meeting rooms and production halls. We've also tested it intensively in canoes, at the stove, on the ice, sweating while running and in the auditorium.

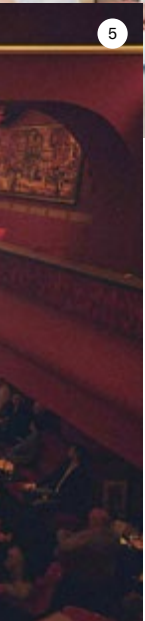




6



7



5



8



9



4



11



10



3



- 1, 2 Relaxation and rest at the Family Day event – grilled piglet Christmas party 2024
- 4 We supported the historical festival in Nové Oslavany
- 5 We support Jazz Fest Brno – Dominic Miller concert (BUss club)
- 6 Culinary course attended by colleagues from Winning Steel
- 7 BLW teambuilding – canoeing
- 8 The Winning Team at Vokolo Priglu cross-country races
- 9, 10 Together with the Kometa Brno players, we celebrated winning the title on ice and later in SONO club
- 11 Visit of BLW employees to the historic smeltery

Annual Report

Winning SW Holding s.r.o.
for 2024

1. Report on the Company's business activities and the state of its assets for the financial year 2024

This annual report for 2024 relates to the Consolidation Unit of Winning SW Holding s.r.o.

In terms of turnover, the strategic areas in the Consolidation Unit remain construction production, specialised construction production of monolithic constructions and production of machine parts for the automotive industry, which was added to the production portfolio at the end of 2020.

Other fields stemming from the structure of assets and production programme of subsidiaries primarily include:

- purchase, sale, management and maintenance of properties;
- rental and management of our own or leased properties;
- engineering activities and related technical consultancy;
- activities of employment agencies;
- security and search activities;
- catering in restaurants, street stalls and mobile facilities;
- hotel and entertainment industry;
- accounting and auditing activities; and tax consultancy.

2. Information on the expected development of the Group

For the coming period, the controlled companies included in the Consolidation Unit anticipate positive results of operations and a stable financial situation. This annual report, in the context of other data, points to a promising trend of expanding the business of companies in the Consolidation Unit into other areas not directly related to their core activities, construction production and the automotive industry.

3. Information on the acquisition of own shares or interests

The Group did not acquire any of its own shares in the financial year 2024.

4. Information on environmental protection activities and labour relations

The Group acts responsibly towards the environment and company employees. The Group contributes to environmental protection by regularly monitoring energy and fuel consumption. This monitoring is carried out annually. Related activities also include ongoing support for employee health.

The products, processes, and services implemented by our Group are not a significant source of pollution. With regards to innovation, our departments are involved in development activities aimed at meeting strategic objectives in this area. The company regularly assesses environmental aspects and risks, and takes the necessary precautions to avoid environmental harm.

5. Information on the existence of a branch or other part of a business establishment abroad

The Group does not have a branch or other part of a business establishment abroad.

6. Information on subsequent events

As at the date of preparation of the financial statements, management is not aware of any other significant subsequent events affecting the financial statements as at 31 December 2024.

5 September 2025



Sebastian Peter Wagner
Executive Officer

Consolidated financial statements

Winning SW Holding s.r.o.
for 2024

This statement was approved
on 5 September 2025.



Sebastian Peter Wagner
Winning SW Holding s.r.o.

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Key financial indicators for the years 2024 and 2023

(in thousands of CZK)

	2024	2023	Adjusted EBITDA for financial leverage
INCOME STATEMENT			
Revenues	6,266,368	11,806,621	
Value added*	1,905,402	4,011,813	
EBITDA	523,688	539,257	654,844
Adjusted EBITDA**	654,844	622,281	
EBIT	384,995	355,877	
Net financial result	-194,885	-241,905	
Profit or loss before taxation without minority interests	184,028	108,603	
Profit or loss after taxation without minority interests	175,676	62,247	
BALANCE SHEET			
Balance sheet in total	4,127,796	5,217,091	
Equity in total	682,734	597,318	
Net working capital	509,609	615,009	
Amounts owed to credit institutions	1,406,692	2,242,028	992,391
External loans	358,463	309,446	0
Total debt	1,765,155	2,551,474	992,391
Total debt, excluding development projects ***	992,391	1,934,483	0
Cash	610,302	495,446	493,013
RATIOS			
EBITDA margin	8.37%	4.58%	
Normalised financial leverage***	0.76	2.33	0.76

* Value added is calculated as the difference between revenues (I.+II.+INT), production related consumption (A.), change in inventory (B.) and own work capitalised (C.).

** In connection with the restructuring of the German companies in the Group, exceptional revenues and costs arose in 2023 and 2024 and had a one-off impact on these companies' profit. In order to report the Group's net operating result, Adjusted EBITDA has been altered for these exceptional items.

*** The Group has development projects that are financed by loans. Since the expected positive economic result of these projects will not be reported until the year the construction and sale of the newly constructed properties is completed, the loans have been eliminated for the calculation of normalised financial leverage. Leverage is calculated from Adjusted EBITDA.

Auditor's Opinion



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BDO Audit s.r.o.
V Parku 2316/12
Prague 4
148 00

Translation of the original Czech version of the Independent Auditor's Report. Only the Czech version presented together with the accompanying audited consolidated financial statements is legally binding.

Independent Auditor's Report

to the Sole Member of Winning SW Holding s.r.o.

Opinion

We have audited the accompanying consolidated financial statements of Winning SW Holding s.r.o., with its headquarters at Křižíkova 2960/72, Královo Pole, 612 00 Brno, IC (Registration Number) 048 07 707 (hereafter the Company) and its subsidiaries, (hereafter the Group) prepared in accordance with Czech accounting regulations, which comprise the consolidated balance sheet as at 31. 12. 2024, the consolidated profit/loss account, consolidated statement of changes in equity and consolidated cash flow statement for the period from 1. 1. 2024 to 31. 12. 2024 and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information. Details of the Group are set out in the chapter 1 of the notes to these consolidated financial statements.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities of the Group a.s. as at 31. 12. 2024 and of the costs, revenues and its profit or loss and cash flows for the period from 1. 1. 2024 to 31. 12. 2024, in accordance with Czech accounting regulations.

Basis for Opinion

We conducted our audit in accordance with the Act on Auditors and Auditing Standards of the Chamber of Auditors of the Czech Republic, which are International Standards on Auditing (ISAs), as amended by the related application clauses. Our responsibilities under these regulations are further described in the Auditor's Responsibilities for the Audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the Act on Auditors and the Code of Ethics adopted by the Chamber of Auditors of the Czech Republic and we have fulfilled our other ethical responsibilities in accordance with these regulations. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The consolidated financial statements of the Company as at 31 December 2023 were audited by another auditor, who expressed an unqualified opinion on those financial statements in their report dated 27 September 2024.

Other Information Included in the Consolidated Annual Report

In compliance with Section 2 (b) of the Act on Auditors, the other information comprises the information included in consolidated Annual Report other than the consolidated financial

BDO Audit s.r.o., Czech limited company (registration number 453 14 381, registered by Municipal Court in Prague, file No. C 7279, certificate of Chamber of auditors No. 018) is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.



statements and auditor's report thereon. The Company's Statutory Body is responsible for this other information.

Our opinion on the on the consolidated financial statements does not cover the other information. In connection with our audit of the 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 consolidated financial statements, or our knowledge of the Group obtained from the audit or otherwise appears to be materially misstated. In addition, we assess whether the other information has been prepared, in all material respects, in accordance with the applicable laws and regulations, in particular, whether the other information complies with the laws and regulations in terms of formal requirements and procedures for preparing the other information in the context of materiality, i.e. whether any non-compliance with these requirements could influence judgments made on the basis of the other information.

Based on the procedures performed, to the extent we are able to assess it, we report that

- the other information describing the facts that are also presented in the consolidated financial statements is, in all material respects, consistent with the consolidated financial statements; and
- the other information is prepared in compliance with the applicable laws and regulations.

In addition, our responsibility is to report, based on our knowledge and understanding of the Group obtained from the audit, on whether the other information contains any material misstatement of fact. Based on the procedures we have performed on the other information obtained, we have not identified any material misstatement of fact.

Responsibilities of the Company's Statutory Body for the Consolidated Financial Statements

The Company's Statutory Body is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with Czech accounting regulations, and for such internal control as the Statutory Body determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Opinion



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 the above regulations will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the 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 a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Statutory Body.
- Conclude on the appropriateness of the Statutory Body'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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



We communicate with the Company's Statutory Body 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.

In Brno on September 5, 2025

Audit firm:

Engagement Partner:

BDO Audit s. r. o.

Oldřich Bartušek

Certificate No. 018

Certificate No. 2256

Translation note

This version of our report is a translation from the original, which was prepared in the Czech language. All possible care has been taken to ensure that the translation is an accurate representation of the original. However, in all matters of interpretation of information, views or opinions, the Czech version of our report takes precedence over this translation.

Consolidated balance sheet

(in thousands of CZK)

		31.12.2024	31.12.2023
	TOTAL ASSETS	4,127,796	5,217,091
B.	FIXED ASSETS	1,660,433	1,559,623
B.I.	Intangible fixed assets	14,101	29,954
B.II.	Tangible fixed assets	1,634,976	1,526,944
B.III.	Long-term investments	0	19,197
B.IV.	Active consolidation difference	20,364	21,545
B.V.	Passive consolidation difference	-9,008	-38,017
C.	CURRENT ASSETS	2,452,019	3,634,215
C.I.	Inventories	1,148,140	2,142,226
C.II.	Receivables	693,577	996,543
C.II.1.	Long-term trade receivables	6,754	47,509
C.II.2.	Other long-term receivables	53,771	47,097
C.II.3.	Short-term trade receivables	402,330	689,731
C.II.4.	Other short-term receivables	230,722	212,206
C.IV.	Cash	610,302	495,446
D.	PREPAID EXPENSES AND ACCRUED INCOME	15,344	23,253

Consolidated balance sheet

(in thousands of CZK) continued

		31.12.2024	31.12.2023
	TOTAL EQUITY & LIABILITIES	4,127,796	5,217,091
A.	EQUITY	682,734	597,318
A.I.	Basic capital	400	400
A.II.	Share premium and capital funds	-46,298	-39,575
A.IV.	Earnings brought forward	554,049	574,246
A.V.	Earnings for the accounting period excl. minority shares	175,676	62,247
A.VI.	Approved decision on advances for profit distribution (-)	-1,093	0
B. + C.	PROVISIONS AND LIABILITIES	3,197,417	4,611,106
B.	PROVISIONS	196,011	510,320
C.	LIABILITIES	3,001,406	4,100,786
C.I.	Amounts owed to credit institutions	1,406,692	2,242,028
C.I.1.	Long-term owed to credit institutions	1,095,019	1,098,013
C.I.2.	Short-term owed to credit institutions	311,673	1,144,015
C.II.	Trade and other liabilities	1,594,714	1,858,758
C.II.1.	Long-term trade liabilities	29,737	40,683
C.II.2.	Other long-term liabilities	42,815	66,139
C.II.3.	Short-term trade liabilities	883,892	1,140,934
C.II.4.	Other short-term liabilities	638,270	611,002
D.	ACCRUALS AND DEFERRED INCOME	233,106	5,920
E.	MINORITY CAPITAL	14,539	2,747
E.I.	Minority basic capital	358	3
E.II.	Minority capital funds	3,885	0
E.III.	Minority funds created from profit, incl. retained earnings	4,214	-2,625
E.IV.	Minority earnings from current accounting period	6,082	5,369

Consolidated income statement

(in thousands of CZK)

		31.12.2024	31.12.2023
I.+II.+INT	TOTAL REVENUES	6,266,368	11,806,621
I.	REVENUES FROM SALES OF PRODUCTS AND SERVICES	6,266,368	11,806,621
A.	PRODUCTION-RELATED CONSUMPTION	4,569,316	8,081,769
A.1.	Cost of goods sold	9	0
A.2.	Material and energy consumption	2,630,502	4,897,769
A.3.	Services	1,938,805	3,184,000
B.	CHANGE IN INVENTORY PRODUCED INTERNALLY (+/-)	-204,588	-282,634
C.	OWN WORK CAPITALISED (-)	-3,762	-4,327
D.	PERSONNEL EXPENSES	1,784,092	3,395,243
E.	VALUE ADJUSTMENTS IN RESPECT OF OPERATING ACTIVITIES	108,221	210,277
E.1.	Value adjustments in respect of intangible and tangible fixed assets	131,543	186,132
E.2.	Value adjustments in respect of inventory, receivables and provisions	-23,322	24,145
III.	OTHER OPERATING INCOME	1,893,725	7,747,530
III.1.	Income from sale of fixed assets	37,272	17,962
III.2.	Miscellaneous operating income	1,856,453	7,729,568
	Settling of passive consolidation difference (Negative goodwill)	543	4,101
F.	OTHER OPERATING EXPENSES	1,514,669	7,800,698
F.1.	Net book value of fixed assets sold	3,053	3,622
F.2.	Taxes and charges relating to operations	15,708	25,843
F.3.	Miscellaneous operating expenses	1,495,908	7,771,233
	Settling of active consolidation difference (Goodwill)	7,693	1,349
*	PROFIT OR LOSS ON OPERATING ACTIVITIES	384,995	355,877
V.	INCOME FROM OTHER LONG-TERM INVESTMENTS	0	1,284
H.	EXPENSES RELATED TO OTHER LONG-TERM INVESTMENTS	429	2,234

Consolidated income statement

(in thousands of CZK) continued

		31.12.2024	31.12.2023
VI.	INTEREST AND SIMILAR INCOME	3,075	252
I.	Value adjustments and provisions relating to financial activities	0	-503
J.	Interest and similar expenses	153,424	221,975
VII.	OTHER FINANCIAL INCOME	106,357	70,197
K.	Other financial expenses	150,464	89,932
*	PROFIT OR LOSS ON FINANCIAL ACTIVITIES	-194,885	-241,905
**	PROFIT OR LOSS BEFORE TAXATION	190,110	113,972
L.	Income tax	8,352	46,356
**	PROFIT OR LOSS AFTER TAXATION	181,758	67,616
***	out of that: profit or loss without minority shares	175,676	62,247
***	out of that: minority shares in profit or loss	6,082	5,369
****	PROFIT OR LOSS FOR THE YEAR	181,758	67,616
*	Net turnover for accounting period	6,266,368	0
	OTHER FINANCIAL INDICATORS		
	EBITDA	523,688	539,257

Consolidated statement of cash flows

(in thousands of CZK)

		31.12.2024	31.12.2023
P.	CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	492,724	269,185
	CASH FLOW FROM MAIN OPERATING ACTIVITIES		
Z:	Accounting profit or loss on ordinary activities before taxation, incl, minority interests	190,110	113,972
A.1.	Adjustments to reconcile profit or loss to net cash provided by or used in operating activities	-420,214	412,237
A.1.1.	Depreciation and amortisation of fixed assets	138,692	190,059
A.1.2.	Change in:	-405,317	27,833
A.1.2.2.	Provisions and other adjustments	-405,317	27,833
A.1.3.	Profit (-) / loss (+) on sale of fixed assets	-34,219	-21,584
A.1.6.	Interest receivable and interest payable accounted for	150,349	221,723
A.1.7.	Other non-cash adjustments	-269,719	-5,794
A.*	NET CASH FROM OPERATING ACTIVITIES BEFORE TAXATION, FINANCIAL ITEMS AND CHANGES IN WORKING CAPITAL AND EXTRAORDINARY ITEMS	-230,104	526,209
A.2.	Changes in working capital	1,480,834	-151,017
A.2.1.	Change in receivables from operating activities and deferrals	361,570	102,590
A.2.2.	Change in short-term liabilities from operating activities and accruals	40,380	120,600
A.2.3.	Change in inventories	1,078,884	-374,207
A.**	NET CASH FROM OPERATING ACTIVITIES BEFORE FINANCIAL ITEMS, TAXATION AND EXTRAORDINARY ITEMS	1,250,730	375,192
A.3.	Interest paid, excluding amounts capitalised	-153,424	-221,975
A.4.	Interest received	3,075	252
A.5.	Income tax paid on ordinary activities and additional tax assessments for prior years	-49,092	-44,945
A.***	NET OPERATING CASH FLOW	1,051,289	108,524

Consolidated statement of cash flows

(in thousands of CZK) continued

		31.12.2024	31.12.2023
	CASH FLOW FROM INVESTING ACTIVITIES		
B.1.	Acquisition of fixed assets	-207,577	-284,745
B.1.1.	Acquisition of tangible fixed assets	-236,470	-264,043
B.1.2.	Acquisition of intangible fixed assets	9,696	-9,850
B.1.3.	Acquisition of long-term investments	19,197	-10,852
B.2.	Proceeds from sale of fixed assets	37,272	17,962
B.2.1.	Proceeds from sale of tangible and intangible fixed assets	37,272	17,962
B.***	NET CASH FLOW FROM INVESTING ACTIVITIES	-170,305	-266,783
	CASH FLOW FROM FINANCING ACTIVITIES		
C.1.	Change in long-term or short-term liabilities from financing	-915,475	381,798
C.***	NET CASH FLOW FROM FINANCING ACTIVITIES	-765,284	381,798
F.	NET INCREASE OR DECREASE IN CASH BALANCE	115,700	223,539
R.	CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	608,424	492,724

Consolidated statement of changes in equity

(in whole thousands of CZK)

	Basic capital	Capital funds	Retained earnings	Profit for the year	Advance on payment of the share	Total
Balance as at 1.1.2023	400	-43,929	233,702	300,297	0	490,470
Fund allocations	0	-3,266	340,544	-300,297	0	36,981
Dividends paid	0	0	0	0	0	0
Impact of conversion of FX differences for foreign companies	0	7,620	0	0	0	7,620
Profit for 2023	0	0	0	62,247	0	62,247
Balance as at 31.12.2023	400	-39,575	574,246	62,247	0	597,318
Fund allocations	0	-5,073	9,803	-62,247	0	-57,517
Dividends paid	0	0	-30,000	0	0	-30,000
Advances paid	0	0	0	0	-1,093	-1,093
Impact of conversion of FX differences for foreign companies	0	-1,650	0	0	0	-1,650
Profit for 2024	0	0	0	175,676	0	175,676
Balance as at 31.12.2024	400	-46,298	554,049	175,676	-1,093	682,734



Notes to the consolidated financial statements for the year 2024

1. Basic information about the Group and definition of the Consolidation Unit

The group of companies consists of Winning SW Holding s.r.o., as the controlling company, and the companies controlled by it (hereinafter the “Consolidation Unit” or “Group”). The definition of these companies is given below.

The controlling company’s main business is the management of its subsidiaries. The Group’s main business is construction and the manufacture of components for the automotive industry.

The owner of Winning SW Holding s.r.o. is Sebastian Peter Wagner, who owns a 100% share.

Controlling company

Business name:	Winning SW Holding s.r.o.
Registered office:	Křižíkova 2960/72, Královo Pole, 612 00 Brno
Legal form:	Limited liability company
Scope of business:	production, trade and services not specified in Annexes 1 to 3 of the Trade Licensing Act
Date of incorporation:	12 February 2016
Balance sheet date:	31 December 2024
Accounting period:	Calendar year 2024
Basic capital:	CZK 400,000
Currency of the financial statements:	Czech crown
Company identification number:	04807707
Business register:	Regional Court in Brno, section B, file 92007

Controlled companies, consolidated accounting entities

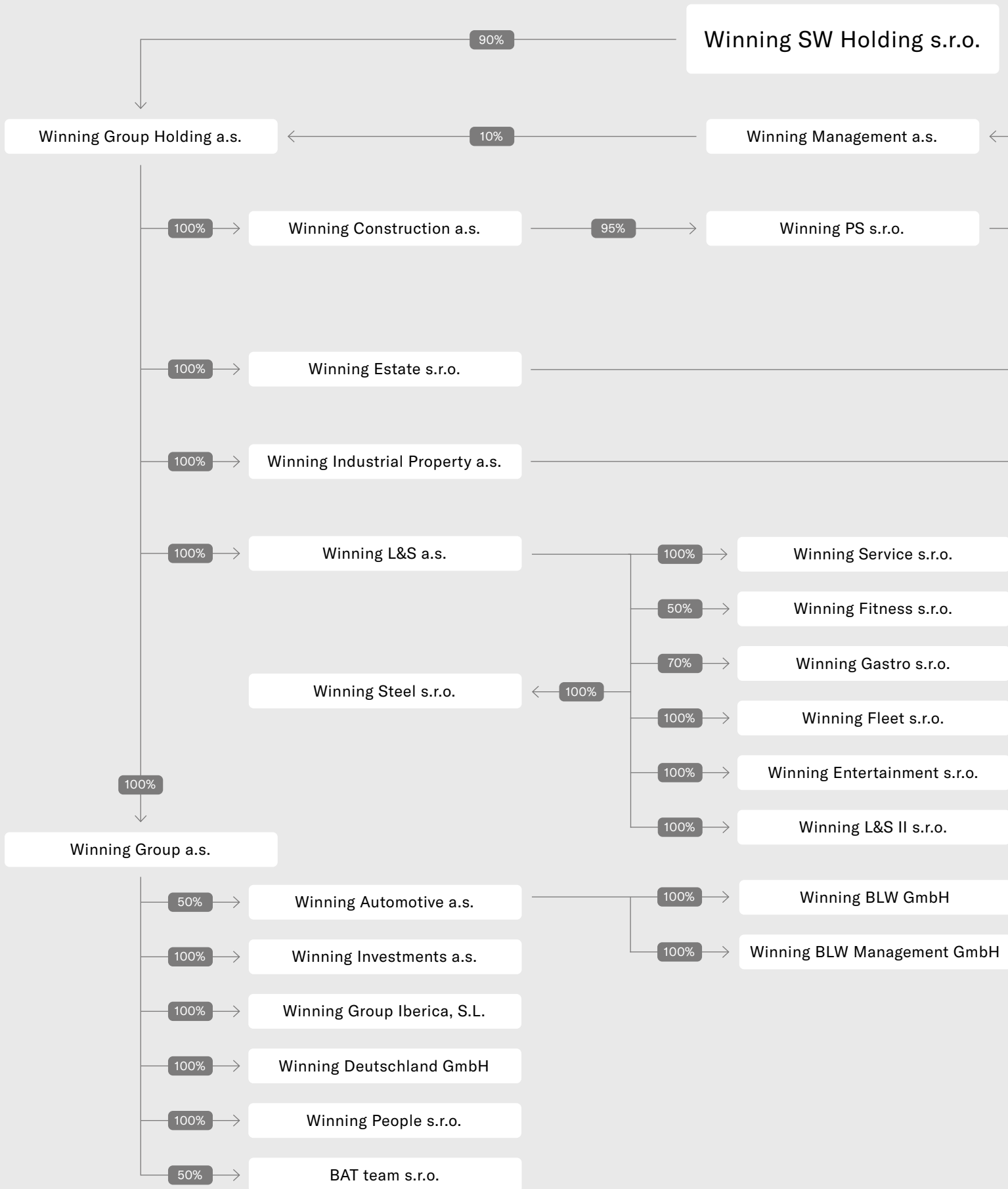
The controlled companies are the consolidated entities. For the purposes of consolidation, a controlled company is a company in which the controlling company directly or indirectly exercises a decisive influence. A controlled company is a company in the Consolidation Unit where the controlling company, Winning SW Holding s.r.o., directly or indirectly has a sufficient amount of voting rights to directly or indirectly exercise a decisive influence in the company, i.e. in particular it can appoint or remove a majority of the persons who are members of the statutory body of the business corporation of which it is a member, or it can enforce such appointment or removal. A majority ownership share in a company or a similar share of voting rights usually ensures a sufficient amount of voting rights. However, unless proven otherwise, a person who controls a share of voting rights representing at least 40% of all votes in a business corporation is also considered a controlling person, based on a rebuttable legal presumption, unless another person or persons acting in concert control an equal or higher share. For the purposes of including a subsidiary in the Consolidation Unit, decisive influence is therefore understood to mean a degree of dependence that stems primarily from the direct or indirect exercise of a sufficient amount of voting rights in the controlled company and the use of these voting rights at one's own discretion, regardless of whether and on the basis of what legal fact they are exercised (or even due to the possibility of decisively influencing the exercise of voting rights by another person).

These companies are consolidated using the full consolidation method.

Companies under joint influence, jointly controlled companies

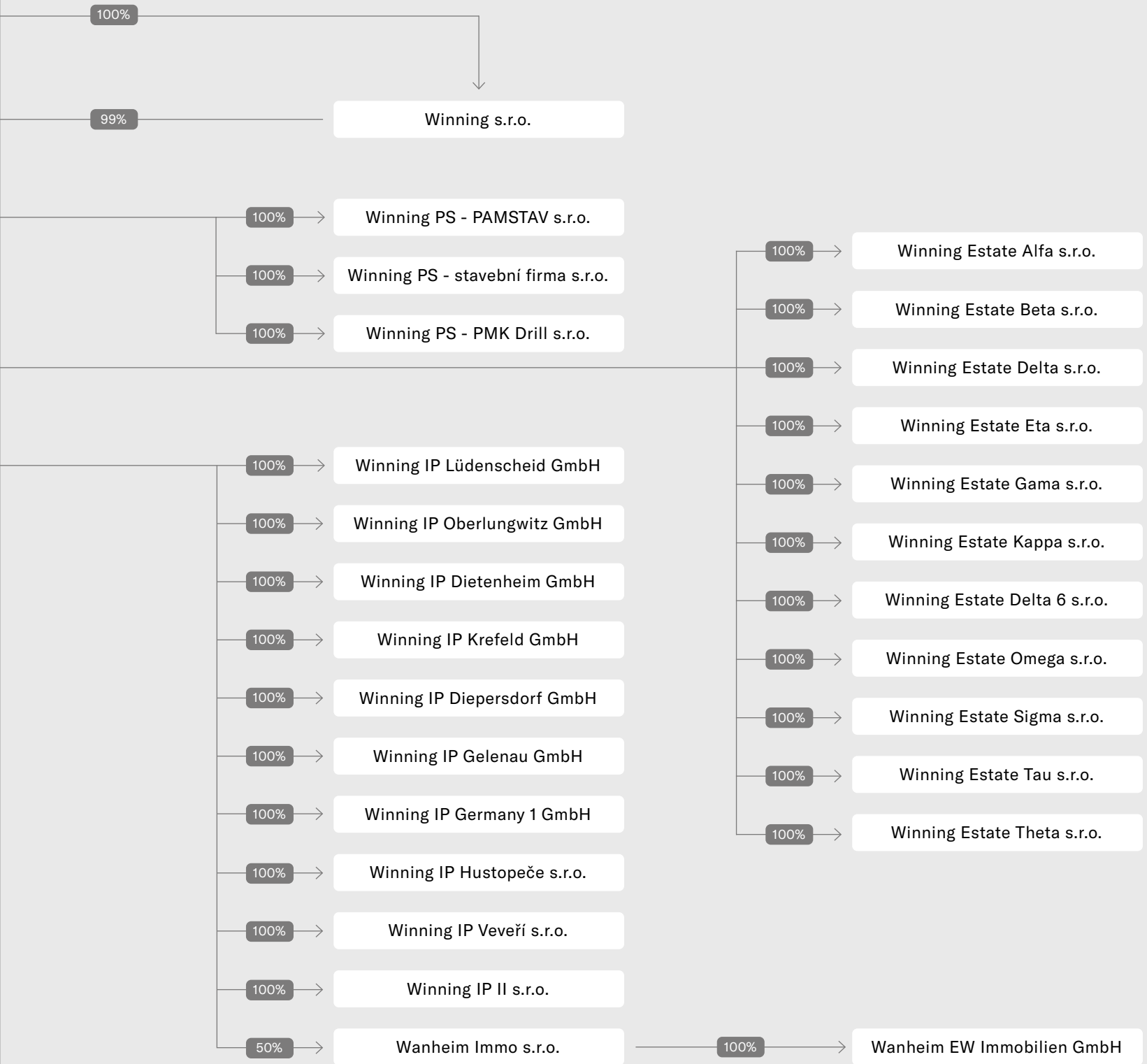
A jointly controlled company is a company in which the consolidating entity exercises joint influence, directly or indirectly. Joint influence means influence where a person in the Consolidation Unit, together with one or more persons not included in the Consolidation Unit, controls another person, whereas the person exercising joint influence independently does not exercise a controlling influence in that other person.

These companies are consolidated using the proportional consolidation method, with the individual components of the balance sheet and income statement included in the consolidated financial statements on a proportion basis corresponding to the share of equity that belongs to the consolidating entity (direct method of consolidation).



Structure of Winning SW Holding s.r.o.

as at 31 December 2024



Consolidation Unit

The consolidating entity is Winning SW Holding s.r.o.

Company name Registered office	Consolidation method Consolidation type	Legal form	Company ID no.	Business share	Basic capital
Winning SW Holding s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	04807707	100%	CZK 400,000
Winning Group a.s. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	joint stock company	06794050	100%	CZK 80,151,000
WGMH a.s. ⁴ Křižíkova 2960/72, 612 00 Brno, CZE	full direct	joint stock company	09172718	100%	CZK 2,000,000
Winning Investments a.s. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	joint stock company	09105263	100%	CZK 2,000,000
Winning PS s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	07700245	95%	CZK 2,000,000
Winning PS - stavební firma s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	49436589	100%	CZK 1,000,000
Winning PS - Pamstav s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	60748087	100%	CZK 3,100,000
Winning PS - PMK Drill s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	26980487	100%	CZK 1,000,000
Winning Group Iberica, S.L. ³ Roger de Lauria 28 5, 46002 Valencia, ES	full direct	limited liability company	B10764983	100%	EUR 3,000
Winning Steel s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	04654960	100%	CZK 3,000,000
Winning Deutschland GmbH ² Idastraße 60, 47809 Krefeld, DE	full direct	limited liability company	HRB 28964	100%	EUR 25,000
Winning People s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	06116337	100%	CZK 10,000

1 The company joined the SW Group in 2024.

2 Company operating in Germany.

3 Company operating in Spain.

4 A merger with SW Holding s.r.o. took place in 2024.

Company name Registered office	Consolidation method Consolidation type	Legal form	Company ID no.	Business share	Basic capital
Winning Service s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	01594036	100%	CZK 200,000
Winning Gastro s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	08005427	70%	CZK 10,000
Winning s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	03363261	100%	CZK 200,000
Winning Estate s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	06818706	100%	CZK 200,000
Winning Estate Alfa s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	06186611	100%	CZK 150,000
Winning Estate Omega s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	08088888	100%	CZK 10,000
Winning Estate Beta s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	06399851	100%	CZK 10,000
Winning Estate Tau s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	06820093	100%	CZK 1,000
Winning Estate Gama s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	06820166	100%	CZK 1,000
Winning Estate Delta s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	06820239	100%	CZK 1,000
Winning Estate Eta s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	08198012	100%	CZK 10,000
Winning Estate Theta s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	08197971	100%	CZK 10,000

Consolidation Unit (continued)

Company name Registered office	Consolidation method Consolidation type	Legal form	Company ID no.	Business share	Basic capital
Winning Estate Kappa s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	08197938	100%	CZK 10,000
Winning Estate Sigma s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	09398392	100%	CZK 10,000
Winning Estate Delta 6 s.r.o. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	limited liability company	10752404	100%	CZK 10,000
Winning Industrial Property a.s. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	joint stock company	14010089	100%	CZK 2,000,000
Winning IP Lüdenscheid GmbH ² Kalver Strasse 26, 58515 Lüdenscheid, DE	full direct	limited liability company	HRB 10258	100%	EUR 25,000
Winning IP Oberlungwitz GmbH ² Hofer Strasse 96-98, 09353 Oberlungwitz, DE	full direct	limited liability company	HRB 34798	100%	EUR 25,000
Winning IP Dietenheim GmbH ² Räuchlestraße 7, 89165 Dietenheim, DE	full direct	limited liability company	HRB 744482	100%	EUR 25,000
Winning IP Krefeld GmbH ² Idastraße 60, 47809 Krefeld, DE	full direct	limited liability company	HRB 19296	100%	EUR 25,000
Winning IP Diepersdorf GmbH ² Industriestraße 22, 91227 Leinburg, DE	full direct	limited liability company	HRB 40763	100%	EUR 25,000
Winning IP Gelenau GmbH ² Idastraße 60, 47809 Krefeld, DE	full direct	limited liability company	HRB 19169	100%	EUR 25,000
Winning IP Germany 1 GmbH ² Industriestraße 22, 91227 Leinburg, DE	full direct	limited liability company	HRB 284251	100%	EUR 25,000
BAT Team s.r.o. U Nového dvora 1076/4, 142 00 Praha, CZE	proportional direct	limited liability company	01795198	50%	CZK 200,000
Winning Automotive a.s. Křižíkova 2960/72, 612 00 Brno, CZE	proportional direct	joint stock company	09494545	50%	CZK 2,000,000
Winning BLW GmbH ² Papenbergstrasse 37, 42859 Remscheid, DE	proportional direct	limited liability company	HRB 31439	50%	EUR 25,000

1 The company joined the SW Group in 2024.

2 Company operating in Germany.

3 Company operating in Spain.

4 A merger with SW Holding s.r.o. took place in 2024.

Company name Registered office	Consolidation method Consolidation type	Legal form	Company ID no.	Business share	Basic capital
Winning BLW Management GmbH ² Papenbergerstrasse 37, 42859 Remscheid, DE	proportional direct	limited liability company	HRB 31440	50%	EUR 25,000
Wanheim EW Immobilien GmbH ² Friemersheimer Straße 40, 47249 Duisburg, DE	proportional direct	limited liability company	HRB 263805	50%	EUR 25,000
Winning Management a.s. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	joint stock company	21313008	99%	CZK 2,000,000
Winning Fitness s.r.o. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	proportional direct	limited liability company	18000908	50%	CZK 20,000
Winning Construction a.s. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	joint stock company	21411026	100%	CZK 2,000,000
Winning L&S a.s. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	joint stock company	21411310	100%	CZK 2,000,000
Winning Entertainment s.r.o. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	limited liability company	21721092	100%	CZK 20,000
Winning L&S II s.r.o. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	limited liability company	21721122	100%	CZK 20,000
Winning IP Hustopeče s.r.o. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	limited liability company	21509727	100%	CZK 20,000
Wanheim Immo s.r.o. ¹ Partyzánská 1/7, Holešovice, 170 00 Praha 7	proportional direct	limited liability company	19652283	50%	CZK 10,000
Winning Group Holding a.s. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	joint stock company	21368449	100%	CZK 2,000,000

1 The company joined the SW Group in 2024.

2 Company operating in Germany.

3 Company operating in Spain.

4 A merger with SW Holding s.r.o. took place in 2024.

Consolidation Unit (continued)

Company name Registered office	Consolidation method Consolidation type	Legal form	Company ID no.	Business share	Basic capital
Winning IP Veveří s.r.o. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	limited liability company	22248129	100%	CZK 20,000
Winning IP II s.r.o. ¹ Křižíkova 2960/72, Královo Pole, 612 00 Brno	full direct	limited liability company	22248404	100%	CZK 20,000
Companies sold in 2024					
Winning Plastics a.s. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	joint stock company	14293480	100%	CZK 2,000,000
Winning Plastics – Diepersdorf GmbH ² Industriestraße 22, 91227 Leinburg, DE	full direct	limited liability company	HRB 40825	100%	EUR 25,000
Winning Plastics – Linden GmbH ² Kalver Strasse 26, 58515 Lüdenscheid, DE	full direct	limited liability company	HRB 270420	100%	EUR 25,000
Winning Plastics – SMK GmbH ² Hofer Strasse 96-98, 09353 Oberlungwitz, DE	full direct	limited liability company	HRB 34810	100%	EUR 25,000
Winning Plastics – Germany 1 GmbH ² Industriestraße 22, 91227 Leinburg, DE	full direct	limited liability company	HRB 284249	100%	EUR 25,000
LINDEN s.r.o. Žižkova 750/40, 693 01 Hustopeče, CZE	full direct	limited liability company	26292904	100%	CZK 200,000
Winning CoFo a.s. Křižíkova 2960/72, 612 00 Brno, CZE	full direct	joint stock company	14293692	100%	CZK 2,000,000
Winning CoFo – Räuchle GmbH ² Räuchlestraße 7, 89165 Dietenheim, DE	full direct	limited liability company	HRB 744297	100%	EUR 25,000
Winning CoFo – PWK GmbH ² Idastraße 60, 47809 Krefeld, DE	full direct	limited liability company	HRB 19168	100%	EUR 25,000
Winning CoFo – IBEX GmbH ² Gewerbepark Am Gründel 11, 09423 Gelenau	full direct	limited liability company	HRB 19155	100%	EUR 25,000

1 The company joined the SW Group in 2024.

2 Company operating in Germany.

3 Company operating in Spain.

4 A merger with SW Holding s.r.o. took place in 2024.

A 100% share in Winning CoFo a.s. and its subsidiaries was sold on 5 January 2024. The total sale price was higher than the net value of the consolidated assets, including the consolidation difference, as at 31 December 2023.

A 100% share in Winning Plastics a.s. and its subsidiaries was sold on 10 May 2024. The total sale price was higher than the net value of the consolidated assets, including the consolidation difference, as at 31 December 2023.

2. Group's going concern assumption

The Group's management has concluded that there is no known information that has any material effect on the Group's going concern assumption. In view of this, the consolidated financial statements as at 31 December 2024 have been prepared based on the assumption that the Group will continue to operate as a going concern.

3. Current economic situation

The current economic situation is primarily marked by the consequences of the war in Ukraine, which began on 24 February 2022, including the related sanctions against Russia, disrupted supply chains, the energy crisis, uncertainty in commodity and financial markets and, last but not least, negative trends in key macroeconomic indicators with an impact on business, such as the inflation rate, rising interest rates, currency volatility and others.

The increased growth in energy prices and headline inflation naturally affect our Group as well. The Group's management tries to pass on the increased costs to customers in order to mitigate the impact of the crisis on the Group. The Group's management have concluded that the effects of the war in Ukraine have not had a major impact on the Group's operations.

4. Accounting practices, valuation and depreciation / amortisation methods

a) Basis for preparation of the consolidated financial statements

The consolidated financial statements are prepared in accordance with accounting regulations applicable in the Czech Republic to a large group of entities.

The accounts respect general accounting principles, in particular the principle of the valuation of assets at historical prices, the accrual principle, the prudence principle and the going concern assumption.

b) Consolidation system

The consolidated financial statements have been prepared in accordance with the procedures for direct consolidation. They aim to give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group of companies included in the consolidation as a whole, and serve to inform creditors and shareholders.

For the preparation of the consolidated financial statements, the full consolidation method was used when including a controlled or managed company (more than 50% interest, i.e. for subsidiaries); furthermore, the proportional consolidation method was used when including a company that is wholly controlled in agreement with another person or persons, if those persons have an equal share of the basic capital of the controlled or managed company; and the method of consolidation by equivalence (consideration) was used when including a company under significant influence (more than 20% interest, i.e. for associated companies).

Mutual receivables, liabilities, revenues and expenses are fully excluded, as are profits from the sale of assets between Group companies. Profit shares received from companies consolidated using the full, proportional or equivalence method were excluded from the consolidated income statement and the consolidated earnings brought forward were increased by their amount.

For the purpose of consolidation, significant accounting practices were unified in the Consolidation Unit. These accounting practices, which are used by each company in the Consolidation Unit, are described below.

The individual financial statements of all companies included in the Consolidation Unit have been prepared as at 31 December 2024. In the income statement, the results of the controlled companies, the proportion of the results of jointly controlled companies and the shares in the profit or loss of the companies using the equivalence method are reported only for the period during which the companies are controlled or jointly controlled by the parent company, or for the period during which significant influence is exercised over them.

For the purposes of consolidation, the balance sheet of Group companies maintaining accounts in a foreign currency is converted into Czech crowns at the rate of the Czech National Bank (CNB) on 31 December of the current period. For the purposes of consolidation, the income statement of Group companies maintaining accounts in a foreign currency is converted at the monthly exchange rate according to the CNB. The difference between the balance sheet and the income statement resulting from the above conversion is reported in equity in line A.II. Share premium and capital funds.

c) Consolidation difference

Consolidation differences are determined as the difference between the acquisition price of shares in an accounting entity in the Consolidation Unit, jointly controlled company or company under significant influence and their valuation according to the consolidating entity's shareholding in the amount of equity expressed in fair value on the date of acquisition or on the date of further increase in an interest (further acquisition of shares). The date of acquisition is considered the date from which the controlling person starts effectively enforcing its influence on the consolidated accounting entity.

The consolidation difference is amortised over 20 years using the straight-line method, unless there are reasons for a shorter amortisation period. The amortisation period chosen must be reliably demonstrable and must not violate the principle of a true and fair view of the subject of accounting and the financial position of the entity.

Amortisation of the consolidation difference is recorded under a separate item in the consolidated income statement.

d) Method of inclusion of newly acquired companies

Companies newly included in the Group in 2022 were (except for Linden s.r.o.) purchased in the form of asset acquisition and the takeover of operations from the company being dissolved into the newly formed company. First, an empty company was purchased at the value of its basic capital plus the selling company's fees, then the newly acquired company purchased the assets and took over operations from another company that was being dissolved. For this reason, the consolidation difference for these companies is insignificant.

e) Minority capital

Minority capital represents minority shares in the equity of controlled persons broken down by shares in basic capital, capital funds, funds from profit, retained or outstanding profit or loss of previous years and profit or loss of the current accounting period. Minority capital in controlled companies whose equity value is negative is reported only up to an amount at which it is considered highly likely that losses will be covered by minority owners.

f) Tangible and intangible fixed assets

Tangible and intangible fixed assets are recorded at acquisition costs, which include the cost of acquisition and costs related to acquisition. Tangible and intangible fixed assets at cost up to CZK 80 thousand are recorded on the balance sheet and amortised/depreciated on a straight-line basis over a period of one to three years. Assets worth up to CZK 10 thousand are charged directly to consumption and are not reported on the balance sheet.

Repair and maintenance costs of fixed assets are charged directly to consumption.

The valuation of fixed assets generated by own activities includes direct production costs and indirect costs strictly related to the creation of the asset. The replacement cost is used for the valuation of tangible fixed assets acquired gratuitously, where the price cannot be determined otherwise, as well as assets newly established in the accounts. An expert estimate is used to determine the replacement cost.

During the use of intangible and tangible fixed assets, their amortisation/depreciation plan is updated based on changes in the expected useful lifetime. Fixed assets are amortised/depreciated using the straight-line amortisation/depreciation method. Assets start being amortised/depreciated in the month they are put into use.

The following table shows the methods and periods of amortisation/depreciation divided by asset group:

Type of asset	Method	Years of amortisation/ depreciation
Buildings and structures	Straight-line	10–50 years
Machinery and equipment	Straight-line	3–15 years
Vehicles	Straight-line	3–8 years
Software	Straight-line	3–25 years
Valuable rights	Straight-line	3–25 years
Other equipment	Straight-line	1–29 years

If the residual value of an asset exceeds its estimated recoverable amount, its residual value is reduced to this amount through an adjustment item. The recoverable amount is determined based on the expected future cash flows generated by the asset.

g) Inventories

Purchased inventories are valued at acquisition cost using the weighted arithmetic average method. The cost of inventories includes the costs of their acquisition, including costs related to acquisition (transport costs, customs duty, commissions, etc.).

Work-in-progress and finished products are valued at cost, which includes the price of materials, labour and a proportionate share of production overheads based on the state of completion.

For development projects, inventory (work-in-progress) includes all costs related to the project. Capitalisation is carried out on a percentage basis according to the value of housing units/commercial premises sold, at the time of sale/transfer of housing units/commercial premises.

Adjustment items are created on the basis of an analysis of inventory turnover and in cases where the valuation used in accounting is temporarily higher than the current market price of inventories.

h) Receivables

Receivables are reported at nominal value, less an adjustment item for doubtful receivables. An adjustment item for doubtful receivables is created based on the age structure of receivables and an individual assessment of the creditworthiness of debtors. The Group establishes adjustment items for doubtful receivables on the basis of its own analysis of the solvency of its customers.

The valuation of doubtful receivables is reduced by applying adjustment items to the realisable value included in costs.

i) Derivatives

The Group has financial derivatives that serve as a hedging instrument in accordance with the Group's risk management strategy, but cannot be hedged under Czech accounting regulations because they do not meet the criteria for hedge accounting. These derivatives are therefore reported as derivatives intended for trading.

Changes in the fair value of financial derivatives available for trading are reported on aggregate in profit or loss.

j) Foreign currency conversions and foreign exchange operations

Group companies maintaining accounts in Czech crowns use a fixed annual rate for converting foreign currencies, which is determined on the basis of the daily foreign exchange market rate announced by the CNB on 31 December of the previous year. The exceptions to this rule are acquisitions of financial assets, additional payments outside basic capital, money exchanges and intragroup loans, which are accounted for at the current CNB exchange rate on the transaction date. Assets and liabilities of a monetary nature denominated in a foreign currency are converted on the balance sheet date at the foreign exchange market rate announced by the CNB.

For the purposes of consolidation, the balance sheet of Group companies maintaining accounts in a foreign currency is converted into Czech crowns at the CNB rate on 31 December of the current year. For the purposes of consolidation, the income statement of Group companies maintaining accounts in a foreign currency is converted at the monthly exchange rate according to the CNB. The difference between the balance sheet and the income statement resulting from the above conversion is reported in equity in line A.II. Share premium and capital funds.

Unrealised foreign exchange gains and losses are reported in profit or loss. The existence of unrealised foreign exchange differences stems from the entity's obligation to convert assets and liabilities denominated in foreign currency into Czech currency at the CNB rate prevailing on the date of the financial statements within the meaning of Section 24(6) of Act No. 563/1991 Coll.

k) Income tax

Income tax is calculated separately for individual companies from the Group by applying the applicable tax rate on the accounting profit increased or reduced by permanently or temporarily non-deductible expenses and non-taxable income. The income tax expense in the consolidated income statement is the sum of income tax expenses for the parent company and other companies subject to full and proportional consolidation.

The company creates an income tax provision because financial statements are prepared at a stage earlier than the point at which the amount of the tax liability is determined. In the subsequent accounting period, the company will reverse the provision and recognise the tax liability determined.

In the balance sheet, the provision for income tax is reduced by the advances paid for income tax and any resulting receivable is shown in the "Other short-term receivables" line; any tax liability is shown in the "Provisions" line.

l) Deferred tax

Deferred tax is reported for all temporary differences between the carrying amount of an asset or liability in the consolidated balance sheet and its tax value. A deferred tax asset is reported when it is probable that it will be available for tax purposes in the future.

m) Provisions

The Group makes provisions to cover its liabilities or expenses, the nature of which is clearly defined and which are either likely or certain to arise as at the balance sheet date, but the amount or time at which they arise is not precisely known. The provision as at the balance sheet date represents the best estimate of the costs likely to occur or, in the case of liabilities, the amount required to settle them.

n) Equity

In the event that the Company decides to pay advances on profit shares, it reports this as a reduction in equity on the balance sheet line "Approved decision on advances for profit distribution". If, as at the balance sheet date, the Company incurs a loss or makes a profit lower than the profit shares paid out, it reports the payment of advances on profit shares or its part thereof as a receivable from the members/shareholders as at the end of the accounting period.

o) Revenues

Revenues are accounted for on the date of delivery of the products and their acceptance by the customer or on the date of the provision of services, and are reported after deduction of discounts and value added tax.

In the Group's development segment, all costs incurred during construction are reflected in the inventory value and revenues are recognised when the built properties are handed over to the final customers.

p) Cost and revenue accounting

Interest costs arising from loans for development projects are capitalised during the completion period. Other costs associated with loans are charged to expenses. Revenues and expenses are recognised on an accrual basis, i.e. in the period to which they relate in terms of substance and time.

q) Interest costs

Interest costs arising from loans for the acquisition of fixed intangible and tangible assets are capitalised during the completion period of an asset and its preparation for use. Other costs associated with loans are charged to expenses.

r) Leasing

The acquisition cost of assets acquired using financial or operating leases is not capitalised as a fixed asset. Lease payments are recognised as costs evenly throughout the lease term. Future lease payments that are not due on the balance sheet date are disclosed in the notes, but not reported in the balance sheet.

s) Cash flow statement

The Group has prepared a cash flow statement using the indirect method. Cash equivalents are short-term liquid assets that can be easily and promptly converted into a known amount of cash.

t) Cash and cash equivalents

Cash means money in cash, including securities and funds in an account, also including current account overdrafts. Overdrafts which are a form of financing are not part of cash and cash equivalents.

Cash equivalents are short-term liquid financial assets that are readily available and convertible into a known amount of cash and are not expected to change significantly in value over time. Cash deposits with a maximum period of three months' notice and liquid debt securities for trading on the public market are considered cash equivalents.

u) Subsidies

One of the Consolidation Unit companies received subsidies from the European Union to cover expenses related to the operation of Winning Steel's shared services centre.

The subsidy is recorded at the moment of its receipt or the emergence of an undisputed entitlement to receive it.

A subsidy is recognised in profit (on an accrual basis) if it is a subsidy to cover expenses, and as a reduction of the acquisition cost if it is a subsidy for acquisition of tangible fixed assets.

v) Related parties

Related parties of the Group mean:

- parties who, directly or indirectly, may exercise a decisive influence over the Group and companies where such parties exercise a decisive or significant influence;
- parties who, directly or indirectly, may exercise significant influence in the Group;
- members of the statutory, supervisory and management bodies of the Group, or its parent company, and persons close to such persons, including those enterprises where such members and persons have significant or decisive influence.

Balances and transactions with companies that are part of the Consolidation Unit are eliminated and are therefore not reported or disclosed in the financial statements.

w) Subsequent events

The impact of events occurring between the balance sheet date and the date of preparation of the financial statements is reported in the financial statements when those events provide additional information about facts that existed on the balance sheet date.

If significant events have occurred between the balance sheet date and the date of preparation of the consolidated financial statements representing events occurring after the balance sheet date, the consequences of those events are described and their effects are quantified in the notes to the consolidated financial statements, but are not recognised in the financial statements.

x) Differences from changes in accounting methods and correction of past errors

Differences arising from changes in accounting methods (including the impact of deferred tax) and corrections due to incorrect accounting or non-accounting of costs and revenues in previous accounting periods, if significant, are reported in the “Earnings brought forward” item.

y) Definition of Net Turnover

In accordance with the opinion of the Ministry of Finance of the Czech Republic, the value of net turnover in the consolidated statement of profit and loss for the previous period is not presented due to its incomparability with the current period.

5. Fixed assets

a) Intangible fixed assets

Balance as at 31 December 2024 (in whole thousands of CZK)

	Software	Research and development	Valuable rights	Intangible fixed assets in progress	Other intangible fixed assets	Total
ACQUISITION COST						
Balance as at 1.1.2024	25,360	10,367	3,488	4,033	14,913	58,161
EXCHANGE RATE DIFFERENCE	96	25	0	0	238	359
ACQUISITION DISPOSAL OF AC	-12,536	-865	-3,488	0	-2,586	-19,475
Additions	0	0	0	3,081	0	3,081
Disposals	-289	-416	0	0	0	-705
Transfers	0	0	0	-4,033	0	-4,033
Balance as at 31.12.2024	12,631	9,111	0	3,081	12,565	37,388
ACCUMULATED AMORTISATION						
Balance as at 1.1.2024	17,933	624	2,028	0	7,622	28,207
EXCHANGE RATE DIFFERENCE	66	7	0	0	131	204
ACQUISITION DISPOSAL OF ACCUMULATED AMORTISATION	-7,683	-116	-2,500	0	-340	-10,639
Amortisation	1,822	1,413	472	0	2,450	6,157
Accumulated amortisation of disposals	-226	-416	0	0	0	-642
Transfers	0	0	0	0	0	0
Balance as at 31.12.2024	11,912	1,512	0	0	9,863	23,287
Net book value as at 1.1.2024	7,427	9,743	1,460	4,033	7,291	29,954
Net book value as at 31.12.2024	719	7,599	0	3,081	2,702	14,101

Balance as at 31.12.2023 (in whole thousands of CZK)

	Software	Research and development	Valuable rights	Intangible fixed assets in progress	Other intangible fixed assets	Total
ACQUISITION COST						
Balance as at 1.1.2023	56,702	169	3,770	3,543	21,542	85,726
EXCHANGE RATE DIFFERENCE	1,080	4	95	0	544	1,723
ACQUISITION INCREMENT OF AC	0	0	0	0	0	0
Additions	4,755	6,391	940	4,493	0	16,579
Disposals	-38,836	0	-155	0	-779	-39,770
Transfers	1,659	3,803	-1,162	-4,003	-6,394	-6,097
Balance as at 31.12.2023	25,360	10,367	3,488	4,033	14,913	58,161
ACCUMULATED AMORTISATION						
Balance as at 1.1.2023	41,002	0	417	0	5,637	47,056
EXCHANGE RATE DIFFERENCE	1,170	17	54	0	192	1,433
ACQUISITION INCREMENT OF ACCUMULATED AMORTISATION	0	0	0	0	0	0
Amortisation	14,609	607	1,557	0	1,793	18,566
Accumulated amortisation of disposals	-38,848	0	0	0	0	-38,848
Transfers	0	0	0	0	0	0
Balance as at 31.12.2023	17,933	624	2,028	0	7,622	28,207
Net book value as at 1.1.2023	15,700	169	3,353	3,543	15,905	38,670
Net book value as at 31.12.2023	7,427	9,743	1,460	4,033	7,291	29,954

b) Tangible fixed assets

Balance as at 31 December 2024 (in whole thousands of CZK)

	Land	Buildings and structures	Machinery and equipment	Valuation Difference on Acquired Assets	Tangible fixed assets in progress	Advances granted	Total
ACQUISITION COST							
Balance as at 1.1.2024	200,820	533,207	1,050,387	0	197,114	9,478	1,991,006
EXCHANGE RATE DIFFERENCE	3,736	9,393	6,638	0	2,984	0	22,751
ACQUISITION DISPOSAL OF AC	0	0	-479,585	0	-35,264	-8,474	-523,323
Additions	14,018	40,619	85,228	181,284	284,058	288	605,495
Disposals	0	-12,303	-26,264	0	-1,461	-1,004	-41,032
Transfers	0	62,119	70,022	0	-132,141	0	0
Balance as at 31.12.2024	218,574	633,035	706,426	181,284	315,290	288	2,054,897
OPRÁVKY							
Zůstatek k 1. 1. 2024	3	37,070	427,014	0	-25	0	464,062
KURZOVÝ ROZDÍL	0	619	3,079	0	0	0	3,698
AKVIZIČNÍ ÚBYTEK OPRÁVEK	-3	-134	-157,987	0	25	0	-158,099
Odpisy	0	25,161	94,182	6,043	0	0	125,386
Oprávký k úbytkům	0	-1,159	-13,967	0	0	0	-15,126
Přeúčtování	0	0	0	0	0	0	0
Zůstatek k 31. 12. 2024	0	61,557	352,321	6,043	0	0	419,921
ADJUSTMENT ITEMS							
Balance as at 1.1.2024	0	0	0	0	0	0	0
Creation/reversal	0	0	0	0	0	0	0
Balance as at 31.12.2024	0	0	0	0	0	0	0
Net book value as at 1.1.2024	200,817	496,137	623,373	0	197,139	9,478	1,526,944
Net book value as at 31.12.2024	218,574	571,478	354,105	175,241	315,290	288	1,634,976

Balance as at 31.12.2023 (in whole thousands of CZK)

	Land	Buildings and structures	Machinery and equipment	Tangible fixed assets in progress	Advances granted	Total
ACQUISITION COST						
Balance as at 1.1.2023	193,782	489,418	950,905	79,441	18,979	1,732,525
EXCHANGE RATE DIFFERENCE	4,902	11,888	18,433	1,907	475	37,605
ACQUISITION INCREMENT OF AC	0	0	0	0	0	0
Additions	0	27,643	106,018	131,305	4,636	269,602
Disposals	0	0	-49,744	-5,080	0	-54,824
Transfers	2,136	4,258	24,775	-10,459	-14,612	6,098
Balance as at 31.12.2023	200,820	533,207	1,050,387	197,114	9,478	1,991,006
ACCUMULATED DEPRECIATION						
Balance as at 1.1.2023	0	14,599	291,081	0	0	305,680
EXCHANGE RATE DIFFERENCE	0	935	8,123	-1	0	9,057
ACQUISITION INCREMENT OF ACCUMULATED DEPRECIATION	0	0	0	0	0	0
Depreciation	3	21,536	146,051	-24	0	167,566
Accumulated amortisation of disposals	0	0	-18,241	0	0	-18,241
Transfers	0	0	0	0	0	0
Balance as at 31.12.2023	3	37,070	427,014	-25	0	464,062
ADJUSTMENT ITEMS						
Balance as at 1.1.2023	0	0	0	0	0	0
Creation/reversal	0	0	0	0	0	0
Balance as at 31.12.2023	0	0	0	0	0	0
Net book value as at 1.1.2023	193,782	474,819	659,824	79,441	18,979	1,426,845
Net book value as at 31.12.2023	200,817	496,137	623,373	197,139	9,478	1,526,944

The significant additions to assets in 2024 are mainly related to the purchase of the SONO centre building in Brno and the development of new business areas. As part of the restructuring of the entire Group, a merger took place in 2024 (see the consolidation scope), accompanied by the acquisition of all remaining classes of shares. The acquisition cost of these shares was recognized as a valuation difference on acquired assets, with an amortization period of 15 years. Acquisition disposals are assets of companies sold in 2024.

The significant additions to assets in 2023 are mainly related to the purchase of new machinery at Winning Plastics – Dipersdorf GmbH and technical improvements to new production facilities in the acquisition of assets in progress at Winning BLW GmbH.

c) Long-term investments

The Group is paying advances (as at 31 December 2024: CZK 0 thousand, as at 31 December 2023: CZK 19,197 thousand) to acquire a financial investment that owns a building used for the Group's operational activities. After payment of the advances, the financial investment, including the building, will be transferred to the Group's ownership.

6. Active and passive consolidation difference

(in thousands of CZK)

Movements in active consolidation difference	31 December 2024	31 December 2023
Opening balance as at 1 January	21,546	22,727
Impact of acquisitions in the accounting period	0	167
Write-off of active consolidation difference	-1,182	-1,349
Closing balance as at 31 December	20,364	21,545

Movements in passive consolidation difference	31 December 2024	31 December 2023
Opening balance as at 1 January	-38,017	-42,117
Impact of acquisitions in the accounting period	0	0
Impacts of sales of shares in the accounting period	28,466	0
Write-off of passive consolidation difference	543	4,101
Closing balance as at 31 December	-9,008	-38,017

7. Inventories

(in thousands of CZK)

	31.12.2024			31.12.2023		
	Gross	Adjustment item (-)	Net	Gross	Adjustment item (-)	Net
Material	138,787	-60,633	78,154	555,826	-81,393	474,433
Work-in-progress	959,801	0	959,801	901,911	-11,153	890,758
Semi-finished products	60,644	-15,854	44,790	518,635	-55,719	462,916
Finished products	67,899	-2,581	65,318	329,719	-15,601	314,118
Goods	77	0	77	0	0	0
Total	1,227,208	-79,068	1,148,140	2,306,091	-163,866	2,142,225

The Group created an adjustment item to inventories of CZK 79,068 thousand as at 31 December 2024 (as at 31 December 2023: CZK 163,866 thousand).

In 2024, interest in the total amount of CZK 29,697 thousand was capitalised to the value of inventories (2023: CZK 17,359 thousand) for development projects.

8. Receivables

Overdue receivables amounted to CZK 73,874 thousand as at 31 December 2024 (as at 31 December 2023: CZK 218,572 thousand).

The adjustment item to receivables as at 31 December 2024 was CZK 4,658 thousand (as at 31 December 2023: CZK 8,159 thousand).

Receivables are not covered by guarantees in kind and none of them have a maturity of more than 5 years.

The Group has accepted bank guarantees in the amount of CZK 10,057 thousand as at 31 December 2024 (2023: CZK 11,063 thousand).

The Group does not recognise any other receivables and contingent receivables that are not reported in the balance sheet.

The Company assigns receivables from certain customers under an Agreement on Assignment of Receivables (Factoring). In 2024, it assigned receivables worth CZK 1,106,513 thousand (2023: CZK 7,414,500 thousand), this income is recorded under "Other operating income." Related expenses are reported under "Other operating expenses." Open factoring receivables are reported under "Other short-term receivables."

9. Equity

Winning SW Holding s.r.o. is owned by Sebastian Peter Wagner, who owns a 100% stake.

The Company's executive officer decided to pay the amount of CZK 30,000 thousand from the retained earnings to the Company's sole shareholder on 30 April 2024.

On 30 June 2024, the Company's sole shareholder approved the Company's financial statements for 2023 and decided to distribute the loss for 2023 in the amount of CZK 1,160 thousand so that it would be transferred to the undistributed loss of previous years account.

The method of profit distribution is presented in the Consolidated statement of changes in equity.

As at the date of issue of these consolidated financial statements, the Company has not proposed any distribution of profits for 2024.

10. Provisions

(in thousands of CZK)

Type of provision	Balance as at 31.12.2024	Change 2024	Balance as at 31.12.2023	Change 2023	Balance as at 1.1.2023
Provision for income tax	16,654	-114,744	131,398	3,319	128,079
Provisions for personnel	53,004	-90,288	143,292	36,203	107,089
Provision for restructuring	0	-27,709	27,709	-37,543	65,252
Provision for warranties	12,488	-25,798	38,286	21,043	17,243
Other provisions	113,865	-55,770	169,635	17,513	152,122
Total provisions	196,011	-314,309	510,320	40,535	469,785

Income tax advances of CZK 26,609 thousand paid by the Group as at 31 December 2024 (as at 31 December 2023: CZK 22,196 thousand) were offset with an income tax provision of CZK 34,292 thousand recognised as at 31 December 2024 (as at 31 December 2023: CZK 151,641 thousand). Any resulting receivable is reported under "Other short-term receivables" and any tax liability is reported under "Provisions." The netting of advances with a provision is accounted for at the subsidiary level.

Other provisions as at 31 December 2024 and 2023 primarily consist of a provision for uninvoiced deliveries.

11. Liabilities

Liabilities are not covered by guarantees in kind and do not have a maturity of more than 5 years.

The total amount of liabilities not included in the balance sheet, which are based on operating lease agreements, was CZK 596,351 thousand as at 31 December 2024 (as at 31 December 2023: CZK 780,554 thousand). These liabilities are primarily based on the lease of BLW buildings, for which we indicate, out of prudence, the lease for the duration of the contract, i.e. until 2030.

Note 20 describes another liability not included in the balance sheet.

The Company issued bonds with a total value of CZK 130,000 thousand, all of which were sold as at 31 December 2024. The bonds were issued in 2024, i.e. as at 31 December 2023 the Company had no bonds issued.

The Company uses loans from external investors, which amounted to CZK 227,050 thousand as at 31 December 2024 (as at 31 December 2023: CZK 309,446 thousand). Most of these loans are secured by a promissory note.

At 31 December 2024, the Company recognises a liability for the acquisition of assets as a part of acquisitions in 2022: CZK 65,823 thousand (as at 31 December 2023: CZK 91,145 thousand); this liability is reported under "Other long-term and short-term liabilities."

The Group has issued bank guarantees to its customers amounting to CZK 267,500 thousand as at 31 December 2024 (2023: CZK 180,328 thousand).

12. Amounts owed to credit institutions

Bank	Type of loan	Currency of loan	Balance as at 31.12.2024	Balance as at 31.12.2023
J&T Bank	Term loan	EUR	509,663	932,554
J&T Bank	Overdraft	EUR/CZK	99,632	264,255
Raiffeisen bank	Term loan	EUR	0	76,401
Raiffeisen bank	Overdraft	EUR	0	67,845
Komerční banka	Overdraft	CZK	130,983	100,000
UniCredit Bank Czech and Slovakia	Overdraft	CZK	1,878	2,722
Trinity Bank	Term loan	CZK	413,215	306,713
Other loans to finance assets	Consumer credit	EUR/CZK	251,321	491,538
Total balance			1,406,692	2,242,028

As at 31 December 2024, the Group draws on small consumer loans to secure financing for the purchase of individual assets (cars and machinery) in the total amount of CZK 251,321 thousand (as at 31 December 2023: CZK 491,538 thousand).

Of the total amount of loans, as at 31 December 2024, CZK 41,807 thousand has a maturity of more than 5 years (as at 31 December 2023: CZK 24,115 thousand).

The loans are subject to certain contractual terms.

Violation of these contractual terms may result in the immediate maturity of the loans. As at 31 December 2024 (as at 31 December 2023), the Company was in compliance with these terms.

Certain assets (tangible assets, working capital) were used as bank collateral for loans and other liabilities. The total residual value of these assets was CZK 1,708,256 thousand as at 31 December 2024 (as at 31 December 2023: CZK 2,651,904 thousand).

13. Derivatives

(in thousands of CZK)

The Company uses financial derivatives in the form of currency derivatives. The fair value of these financial derivatives is mainly influenced by exchange rate movements. The derivatives liability is reported in the “Other short-term liabilities” line.

	31 December 2024			31 December 2023		
	Fair value		Nominal value	Fair value		Nominal value
	Positive	Negative		Positive	Negative	
Currency forwards	0	0	0	166	2,110	92,719
Total derivatives	0	0	0	166	2,110	92,719

14. Information about revenues

(in thousands of CZK)

	Revenues 2024	Revenues 2023
AUTOMOTIVE		
Czech Republic	61,292	769,343
Germany	2,554,470	5,872,475
EU	1,107,727	2,228,711
non-EU	484,849	1,181,043
Total	4,208,338	10,051,572
CONSTRUCTION		
Czech Republic	1,957,423	1,657,021
Germany	25,307	33,566
non-EU	2,272	0
Total	1,985,002	1,690,587
OTHER		
Czech Republic	71,617	64,462
EU	1,411	0
Total	73,028	64,462
Segments in total	6,266,368	11,806,621

15. Related party transactions

Other receivables include receivables from jointly controlled companies consolidated on a pro rata basis, reported as at 31 December 2024 in the amount of CZK 62,512 thousand (2023: CZK 4,044 thousand). Revenues from these companies are reported in the income statement in 2024 in the amount of CZK 3,224 thousand (2023: CZK 3,433 thousand).

Granted and received loans bear interest at market rates.

As at 31 December 2024 and 2023, no loans, collateral or other payments were provided to members of the management, supervisory and administrative bodies.

Company vehicles are available to members of the Company's management, supervisory and administrative bodies.

16. Personnel expenses and number of employees

The average number of employees in the Group was 1,213 in 2024 (in 2023: 3,256) of which:

	2024	2023
Number of members of the Company's statutory body	1	1
Number of members of the Company's supervisory board	0	0
Average number of other employees in the Consolidation Unit	314	2,266
Average number of employees of jointly controlled companies consolidated on a pro rata basis	898	989
Average total number of employees	1,213	3,256

(in whole thousands of CZK)

	2024	2023
Wages and salaries	1,434,695	2,790,165
Social security and health insurance costs	316,451	495,858
Other costs	32,946	109,220
Total personnel expenses	1,784,092	3,395,243

Other transactions with the Group's management are described in Note 15 "Related party transactions."

17. Income tax

(in thousands of CZK)

The tax expense includes:

	2024	2023
Tax payable	41,884	52,166
Deferred tax	-38,738	-7,223
Additional income tax payments	5,206	1,403
Total tax expense	8,352	46,346

Deferred tax was calculated using a 21% tax rate for Czech companies (2023: 21%) and 33% for German companies (2023: 33%) (tax rate for 2024 and beyond).

The deferred tax asset/liability can be analysed as follows:

	31.12.2024	31.12.2023
Deferred tax liability (-) /asset (+) due to:		
the difference between the book and tax residual value of assets	-4,599	3,352
provisions and adjustment items	17,041	8,833
other temporary differences	2,137	0
tax losses of prior years	36,216	10,632
Net deferred tax asset (+) /liability (-)	50,795	22,817

The Group assessed the possibility of utilising this deferred tax asset and, in connection with the prudence principle, decided to recognise the asset as at 31 December 2024 in the amount of CZK 50,795 thousand (as at 31 December 2023: CZK 12,192 thousand), which is likely to be used in the coming years. The deferred tax asset is shown on the "Other long-term receivables" line.

18. Expenses and revenues that are extraordinary in terms of volume or origin

Other operating income in 2024 no longer includes one-time contributions from customers of companies acquired in 2022 (in 2023: CZK 75,500 thousand) and which served to cover restructuring costs (in 2023: CZK 208,391 thousand).

19. Cash flow statement

(in thousands of CZK)

Cash and cash equivalents reported in the cash flow statement include:

	31.12.2024	31.12.2023
Cash in hand	1,548	701
Cash at bank	608,754	494,745
Current account debit balance included in liabilities to credit institutions	-1,878	-2,722
Cash equivalents included in current financial assets	0	0
Cash-pooling receivable/payable	0	0
Cash and cash equivalents in total	608,424	492,724

Of the total amount of cash at bank, as at 31 December 2024, CZK 176,364 thousand (2023: CZK 16,004 thousand) is blocked or deposited in term accounts.

20. Commitments and contingencies

On 31 December 2024, the Company had a contingent liability. It is a liability from an option agreement between Winning Automotive a.s. (the “Seller”) and J&T Mezzanine, a.s. (the “Buyer”). The option agreement is bound to a credit agreement between J&T Banka, a.s. (the “Bank”), the Buyer, Winning BLW GmbH and Winning BLW Management GmbH, dated 21 September 2020, as amended, and entitles the Buyer to exercise the option vis-à-vis the Seller in the form of a transfer of funds to a bank account. The value of this liability as at 31 December 2024 is CZK 0 thousand.

21. Subsequent events

As at the date of preparation of the financial statements, management is not aware of any other significant subsequent events affecting the financial statements as at 31 December 2024.



5 September 2025

Sebastian Peter Wagner
Executive Officer

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“We are even more interested
in the day after tomorrow
than tomorrow.”

Sebastian Wagner



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