

INDEPENDENT AUDITOR'S REPORT

To the shareholders of VIA Lietuva, AB:

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of VIA Lietuva, AB (hereinafter – the Company), which comprise the statement of financial position as at 31 December 2025, and the statement of comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of 31 December 2025, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the ethical requirements set out in Regulation (EU) No 537/2014 of the European Parliament and of the Council on specific requirements regarding statutory audit of public-interest entities, the Law on Audit of Financial Statements and Other Assurance Services of the Republic of Lithuania, and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), which are applicable to audits of public-interest entities. We have also fulfilled our other ethical responsibilities in accordance with Regulation (EU) No 537/2014, the Law on Audit of Financial Statements and Other Assurance Services of the Republic of Lithuania and the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are matters that, in our professional judgment, were most important in the audit of the current period's financial statements. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Each audit matter and our respective response are described below.

Key audit matter	Our response to the key audit matter
<p data-bbox="228 1375 1278 1404">Administered government funds (see Notes 2.11, 8, 14 and 17 to the financial statements)</p> <p data-bbox="228 1404 927 1624">As at 31 December 2025, the Company recognised in the statement of financial position receivables related to administered government funds amounting to EUR 45 800 097 (of which EUR 12 131 979 is non-current and EUR 33 668 118 is current) and payables and accrued payables related to administered government funds amounting to EUR 18 267 723 (of which EUR 1 359 574 is non-current and EUR 16 908 149 is current).</p> <p data-bbox="228 1653 927 1944">The Company's principal activity is the execution of special obligations assigned by the State, including the management of roads of national significance and the organisation and coordination of ensuring safe traffic conditions, as well as the implementation of military countermobility measures. The performance of these obligations is financed from the state budget and European Union funds, and revenue from the execution of special obligations is recognised in accordance with the agreement concluded with the Ministry of Transport and Communications of the Republic of Lithuania on 25 March 2025.</p>	<p data-bbox="949 1404 1476 1458">Among others, we performed the following audit procedures:</p> <p data-bbox="949 1487 1476 1733">We have reviewed the accounting policies applied by the Company in respect of administered government funds and assessed their compliance with International Financial Reporting Standards as adopted by the European Union (IFRS), as well as evaluated the classification of such funds in the financial statements, including their distinction from grants.</p> <p data-bbox="949 1762 1476 1928">We have obtained an understanding of the process for administering these funds, including the receipt, use and settlement of funds with the funding sources, and evaluated the design and implementation of internal controls related to this process.</p>

<p>In implementing infrastructure development projects of roads of national significance, the Company acts as an agent of the State and administers the execution and financing of such projects. Roads of national significance and the land beneath them are owned by the State and entrusted to the Company under a right of trust; therefore, the Company does not control the economic benefits associated with such assets and does not recognise them as its assets in the financial statements. Accordingly, the financing of infrastructure projects does not meet the definition of grants under IAS 20 "Accounting for Government Grants and Disclosure of Government Assistance", as it does not represent support provided to the Company free of charge, but rather funding for projects carried out on behalf of the State. Therefore, amounts related to these activities are recognised in the financial statements as receivables and payables related to administered government funds.</p> <p>Considering the significance of these transactions to the financial statements, the complexity of the administration process, including the receipt and proper use of administered funds, as well as the importance of this activity in performing functions assigned by the State and serving the public interest, we consider this area to be a key audit matter.</p>	<p>We have performed tests of the relevant internal controls implemented by management in order to assess whether these controls were appropriately designed and implemented.</p> <p>We have performed a detailed testing of accounting entries for selected transactions related to administered funds, examined supporting source documentation, and assessed the accuracy and completeness of receivables from and payables related to administered government funds at the end of the reporting period.</p> <p>We have obtained and verified reconciliations of selected transactions and balances with third parties, including funding sources and project implementers, in order to assess the validity of balances of administered government funds presented in the financial statements.</p> <p>We have evaluated the adequacy and appropriateness of disclosures related to administered government funds in the Company's financial statements.</p>
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Other Matters

The Company's financial statements for the year ended 31 December 2024 were audited by another auditor, who expressed an unmodified opinion on those financial statements on 25 March 2025.

Other Information

The other information comprises the information included in the Company's management report, including sustainability information, but does not include the financial statements and our auditor's report thereon. Management is responsible for the other information.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon, except as specified below.

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

In addition, our responsibility is to consider whether the financial information included in the Company's management report for the financial year for which the financial statements are prepared is consistent with the financial statements and whether the Company's management report, except for the sustainability report on which we issued a separate limited assurance report dated 20 March 2026, has been prepared in compliance with applicable legal requirements. Based on the work carried out in the course of the audit of the financial statements, in our opinion, in all material respects:

- The financial information given in the Company's management report is consistent with the financial statements for the same financial year; and
- The Company's management report, except for sustainability information, has been prepared in accordance with the requirements of the Law on Reporting by Undertakings and Groups of Undertakings of the Republic of Lithuania.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards as adopted by the European Union, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Following a public procurement procedure, we were appointed for the first time to perform the audit of the Company's financial statements under Contract No. S-25-1443 dated 16 December 2025. Our total uninterrupted period of engagement is one year.

We confirm that our opinion expressed in the section 'Opinion' is consistent with the audit report on the financial statements which we have presented to the Company and its Audit Committee.

We confirm that to the best of our knowledge and belief, services provided to the Company are consistent with the requirements of the law and regulations and do not comprise non-audit services referred to in Article 5(1) of the Regulation (EU) No 537/2014 of the European Parliament and of the Council. In the course of audit, in addition to the audit services of the financial statements, we have provided a limited assurance service on sustainability report.

The audit engagement partner for this independent auditor's report is Romanas Skrebnevskis.

Auditor Romanas Skrebnevskis
Auditor's Certificate No. 000471

UAB „ROSK Consulting“
Audit Company's Certificate No. 001514
Vilnius, Lithuania
20 March 2026

Only the Independent Auditor's Report is signed with the auditor's electronic signature.