



**CAPITAL GROUP OF
INTER CARS**

*Quarterly report including interim consolidated
report on the activities of the Inter Cars S.A. Capital Group
for the period of 9 months ended on
30 September 2023*



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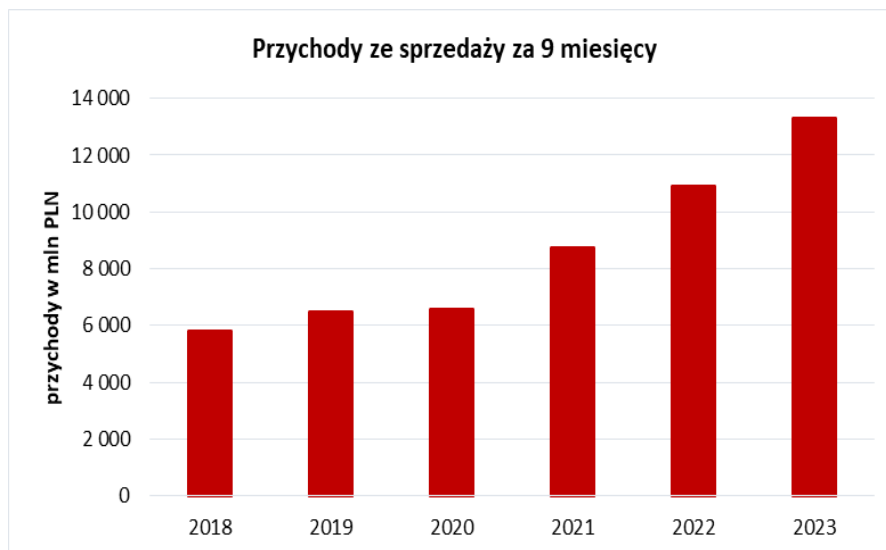
Selected consolidated financial data of the Inter Cars Group

| | <i>for the period of 9 months ended on 30 September</i> | | | |
|--|---|-------------------|-------------------|-------------------|
| | 2023 | 2022 | 2023 | 2022 |
| | in thousand PLN | in thousand PLN | EUR '000 | EUR '000 |
| Information on growth and profits | | | | |
| Sales revenues | 13,301,692 | 10,930,882 | 2,906,013 | 2,331,673 |
| Sales margin | 29.6% | 31.0% | | |
| EBITDA | 982,847 | 874,821 | 214,722 | 186,609 |
| EBITDA as percentage of sales | 7.39% | 8.00% | | |
| EBITDA (for 12 consecutive months) | 1,305,234 | 1,203,506 | 285,154 | 256,721 |
| Net debt / EBITDA | 1.69 | 1.58 | | |
| Basic earnings per share (PLN) | 41.04 | 38.35 | 8.97 | 8.18 |
| Diluted earnings per share (PLN) | 41.04 | 38.35 | 8.97 | 8.18 |
| Operating profit | 848,868 | 765,270 | 185,452 | 163,240 |
| Net profit | 581,424 | 543,304 | 127,023 | 115,892 |
| Cash flows | | | | |
| Operating cash flows | 301,006 | (170,468) | 65,761 | (36,363) |
| Investing cash flows | (256,562) | (125,986) | (56,051) | (26,874) |
| Financing cash flows | (96,100) | 376,220 | (20,995) | 80,252 |
| Employment and branches | | | | |
| Employees | | | | |
| Parent company | 965 | 856 | | |
| Subsidiaries | 3,616 | 3,116 | | |
| Branches | | | | |
| Parent company | 247 | 243 | | |
| Subsidiaries | 384 | 367 | | |
| Consolidated statement of the financial situation | | | | |
| | As at | | As at | |
| | 30/09/2023 | 31/12/2022 | 30/09/2023 | 31/12/2022 |
| | in thousand PLN | in thousand PLN | EUR '000 | EUR '000 |
| Cash | 305,534 | 357,190 | 65,910 | 76,162 |
| Balance sheet total | 9,632,075 | 8,005,541 | 2,077,849 | 1,706,975 |
| Loans, borrowings and finance lease | 2,512,925 | 2,334,223 | 542,093 | 497,713 |
| Equity attributable to the shareholders of the parent entity | 4,379,728 | 3,815,725 | 944,803 | 813,605 |

The following exchange rates were applied to calculate selected financial data in EUR:

- for the balance sheet items – the National Bank of Poland exchange rate of 30 September 2023 – 1 EUR = 4.6356 PLN, the National Bank of Poland exchange rate of 31 December 2022 – 1 EUR = 4.6899 PLN and the National Bank of Poland exchange rate of 30 September 2022 – 1 EUR = 4.8698 PLN
- for the profit and loss account and cash flow items – the National Bank of Poland Exchange rate constituting the average National Bank of Poland exchange rate announced on the last day of each month of the 3 quarters of 2023 and 2022: 1 EUR = PLN 4.5773 and 1 EUR = PLN 4.6880.

Factors and events of a non-recurring nature having a material bearing on the financial result, and a description of the Company's material achievements and failures along with a list of related key events



1. Summary of activities and consolidated and separate financial results for three quarters 2023

Summary of financial results of the Inter Cars Group

- In the period of 9 months of 2023 the Group recorded a **21,7% growth of consolidated sales revenues** compared to the same period of 2022. The high sales dynamics were the result of continued high demand and growing production costs, which resulted in automatic price increases, as well as the development of sales in foreign markets.
- **Export sales** understood as sales by the overseas distribution companies, and direct sales by Inter Cars S.A. to foreign clients increased by nearly **27%** compared to the analogous period a year ago.
- Inter Cars' domestic revenue accounted for approx. 40% of the Group's total revenue (including consolidation exemptions), compared to 42% in the same period a year before. The Polish market remains the basic sales market for the Capital Group.
- Consolidated margin on the sale of goods amounted to 29.6% in the first 3 quarters of 2023, whereas in the same period of 2022 it amounted to 31%. In the first three quarters of 2023, the influence of currency exchange gains and losses on the margin was -0.2 percent points, whilst in the same period of 2022 it was 0.3 percent points. After elimination of exchange rate differences, the margin would amount to 29.8% for 9 months of 2023 and 31.3% for 9 months 2022.
- Consolidated margin on the sale of goods amounted to 30.4% in the first 3 quarters of 2023, whereas in the same period of 2022 it amounted to 31%. In the third quarter of 2023, the influence of currency exchange gains and losses on the margin was 0.5 percent points, whilst in the same period of 2022 it was insignificant. After elimination of exchange rate differences, the margin would amount to 29.9% for 3Q2023 and 31% for 3Q2022.
- The factor influencing the level of the Group's result in Q3 2023 is the partial reversal of foreign exchange losses in the amount of PLN 26 million, resulting from the weakening of the PLN/EUR exchange rate, as well as the higher margin compared to the margin realised in previous months. The increase in margin in August and September, correlates with the start of sales of cheaper goods purchased at a lower exchange rate. It is worth emphasising that in the case of

the Inter Cars Group, the strengthening of the zloty (local currency) creates a natural downward pressure on prices, due to the fall in the prices of goods purchased in the currency. In turn, the weakening of the local currency naturally provides greater opportunities to raise prices and realise higher margins on previously purchased goods.

- The costs of sales and administration in 9 months of 2023 went up by 0.5% to 13.6% compared to the same period of it 2018, when it was on the level of 13.1%.
- The Group's financing costs in the 3 quarters of 2023 increased, compared to the same period in 2022. This was influenced by an increase in the nominal level of the loan and growing level of the WIBOR index after 1Q2022, which is the basis for the calculation of interest.
- The **consolidated profit on operating activity** for the period of 9 months of 2023 amounted to PLN 848,868 thousand and was higher by PLN 83,598 thousand in comparison to the same period a year before.
- The **consolidated net profit** for the period of 9 months of 2023 amounted to PLN 581,424 thousand and was higher by PLN 38,120 thousand from the profit in the same period of 2022.
- The **consolidated EBITDA** for 12 months cumulatively for the period ending on 30 September 2023 amounted to PLN 1,305,234 thousand (cumulatively as a profit on operating activity plus depreciation) and was PLN 101,728 thousand higher compared to 2022.
- The **net debt /EBITDA ratio** as at 30 September 2023 was 1.69 (compared to 1.58 as at 30 September 2022).
- The Group is continuing its investment in the development of the warehouse in Zakroczym. To date, the investment costs incurred during the nine months of 2023 amounted to PLN 146 million. Finishing works and equipping the warehouse are currently being carried out. The investment is planned to be completed at the beginning of the second quarter of 2024. In the next step, the Group is preparing an investment in Romania, consisting of moving the warehouse from Brasov to a new location and full robotisation.
- The stock level as at 30 September 2023 amounted to PLN 5 billion and is 12% higher than as at 30 September 2022. The increase in the level of inventories is lower than the sales dynamics results, despite this fact the Capital Group is able to ensure the availability of goods for customers in the scope of the full Inter Cars offer in the fourth quarter of 2023 and at the turn of 2023/2024.
- The effective tax rate for the Group for 9 months cumulatively was 19.8%.
- Revenue by geographical area. The Group has been consistently expanding its business in Central and Eastern Europe. This market displays a large potential of growth. In the current reporting period, the Group recorded sales growth on all geographical markets. In the period of 9 months of 2023 the most dynamic sales growth, as compared to the same period of 2022 (after translation into PLN and following consolidation exemptions), was recorded by companies in the following countries: Serbia (increase by 62%), Greece (increase by 56%), Ukraine (increase by 46%) , Bosnia (increase by 42%), Moldova (increase by 28%), or Slovenia (increase by 27%). Whilst the Companies in the Group with the greatest influence on Group's revenue were the companies in the following countries: Romania (increase by 20%), Latvia (increase by 16%), Slovakia (increase by 14%), Czech (increase by 19%), Hungary (increase by 29%), Lithuania (increase by 21%), Bulgaria (increase by 23%), Croatia (increase by 27%).

The underlying financial data of the Inter Cars S.A. Group for 3 quarters of 2023 were as follows:

| | for the period of 9 months ended on 30 September <i>Not audited</i> | | for the period of 9 months ending on 30 September <i>Not audited</i> | |
|--|---|-------------------|--|-------------------|
| | 2023 | 2022 | 2023 | 2022 |
| | PLN | PLN | EUR | EUR |
| <i>('000)</i> | | | | |
| Profit and loss account (for the period) | | | | |
| Sales revenues | 13,301,692 | 10,930,882 | 2,906,013 | 2,331,673 |
| Gross profit (loss) on sales | 3,942,356 | 3,390,837 | 861,284 | 723,301 |
| Net financial revenues / costs | (124,066) | (84,347) | (27,105) | (17,992) |
| Operating profit (loss) | 848,868 | 765,270 | 185,452 | 163,240 |
| Net profit (loss) | 581,424 | 543,304 | 127,023 | 115,892 |
| Other financial data | | | | |
| Operating cash flows | 301,006 | (170,468) | 65,761 | (36,363) |
| Investing cash flows | (256,562) | (125,986) | (56,051) | (26,874) |
| Financing cash flows | (96,100) | 376,220 | (20,995) | 80,252 |
| Basic profit per share | 41.04 | 38.35 | 8.97 | 8.18 |
| Sales margin | 29.6% | 31.0% | | |
| EBITDA margin | 7.39% | 8.0% | | |
| Balance sheet (as at) | 30/09/2023 | 31/12/2022 | 30/09/2023 | 31/12/2022 |
| Cash | 305,534 | 357,190 | 65,910 | 76,162 |
| Balance sheet total | 9,632,075 | 8,005,541 | 2,077,849 | 1,706,975 |
| Loans, borrowings and finance lease | 2,512,925 | 2,334,223 | 542,093 | 497,713 |
| Equity attributable to the shareholders of the parent entity | 4,379,728 | 3,815,725 | 944,803 | 813,605 |

Overview of the financial results of the parent company – Inter Cars

The underlying financial data of Inter Cars S.A. were as follows:

| | for the period of 9 months ended on 30 September <i>Not audited</i> | | for the period of 9 months ended on 30 September <i>Not audited</i> | |
|---|---|-------------------|---|-------------------|
| | 2023 | 2022 | 2023 | 2022 |
| | PLN | PLN | EUR | EUR |
| (’000) | | | | |
| Profit and loss account (for the period) | | | | |
| Sales revenues | 8,752,944 | 7,408,120 | 1,912,250 | 1,580,230 |
| Gross profit (loss) on sales | 2,115,076 | 1,959,377 | 462,079 | 417,956 |
| Costs of license | (36,007) | (30,867) | (7,218) | (6,584) |
| Net financial revenues / costs | (53,765) | (7,533) | (11,746) | (1,607) |
| Operating profit (loss) | 360,544 | 561,115 | 78,768 | 119,692 |
| Net profit (loss) | 254,390 | 454,349 | 55,576 | 96,917 |
| Other financial data | | | | |
| Operating cash flows | (92,024) | (442,552) | (20,104) | (94,401) |
| Investing cash flows | (20,434) | 21,271 | (4,464) | 4,537 |
| Financing cash flows | 74,088 | 436,796 | 16,186 | 93,173 |
| Basic profit per share | 17.96 | 32.07 | 3.92 | 6.84 |
| Sales margin | 24.2% | 26.4% | | |
| EBITDA margin | 4.48% | 7.96% | | |
| Balance sheet (as at) | 30/09/2023 | 31/12/2022 | 30/09/2023 | 31/12/2022 |
| Cash | 36,802 | 75,173 | 7,939 | 16,029 |
| Balance sheet total | 7,197,021 | 6,237,170 | 1,552,554 | 1,329,915 |
| Loans, borrowings and finance lease | 2,030,031 | 1,794,738 | 437,922 | 382,682 |
| Equity | 3,019,349 | 2,775,018 | 651,339 | 591,701 |

The sales revenues in 9 months of 2023 were **18.2% higher** than in the same period of 2022.

The sales margin for 3 quarters of 2023 was 24.2% (compared to 26.4% in 3 quarters of 2022).

The distribution costs – the share of the entity managing the branch in the margin earned. The sales margin generated by a branch is divided between the branch and Inter Cars in the 50/50 ratio. The branch system is based on the assumption of entrusting management of a distribution point (branch) to external entities. Sales are made on behalf of Inter Cars.

License fees - fees for using trademarks held by Inter Cars Marketing Services S.A. for the purposes of the current activity of the distribution companies.

Financial revenues and costs include primarily costs and revenues due to interest on loans and the dividends received from subsidiary companies. In Q3 2023, the Company incurred PLN 37,832 thousand of the cost of interest. In the period of 9 months 2023 the cost of interest amounted to PLN 104,276 thousand (compared to the same period of 2022, respectively: PLN 32,420 thousand and PLN 65,107 thousand). The dividend received from subsidiary Companies in 2023 amounted to PLN 51,281 thousand.

Liabilities resulting from credits, loans, debt securities and finance lease as at 30 September 2023 amounted to PLN 2,030,031 thousand, including borrowings from related companies: PLN 98,624 thousand.

2. Significant evaluations and estimates

The preparation of the condensed consolidated interim financial statements in conformity with the EU IFRS requires the Company's Management Board to use evaluations and estimates that affect the application of accounting principles and reported amounts of assets and liabilities, income and expenses. Evaluations and estimates are reviewed on an ongoing basis. Revisions to estimates are recognized in the period in which the estimate is revised.

In the reporting period in question there were no important changes in evaluations or estimates described in the annual consolidated financial statements for 2022.

3. Seasonality

The demand for spare parts is seasonal. The peak season falls in the second and third quarters. The demand is lower at the beginning and the end of the year. This is directly linked to the seasonal nature of some repairs for which the spare parts are required, and to the smaller number of repairs made by clients during winter.

4. Information on business segments

The core business of the Inter Cars S.A. Capital Group is the sale of spare parts. In addition, the companies Feber, Lauber, IC Development & Finance, Q-Service Truck, Inter Cars Marketing Services, ILS and Inter Cars Fleet Services Sp. z o.o. are active in other insignificant business segments, such as the manufacture of semi-trailers, remanufacturing of spare parts, real estate development, running repair garages, marketing activities and logistics and management of fleet of motor vehicles in the area of vehicle repairs. This segment is presented as other segments sales

The Inter Cars Group applies uniform accounting policies to all its business segments and they are also the same as the ones used for preparing this financial statements.

Transactions between particular segments are carried out at arm's length.

Information on business segments

for the period of 9 months ended on 30 September 2023

| | Sale of spare parts | Sale of spare parts in Ukraine | Other segments | Eliminations | Total |
|--------------------------|---------------------|--------------------------------|----------------|---------------|----------------|
| External sales | 12,492,026 | 457,968 | 351,698 | - | 13,301,692 |
| Inter-segment sales | 8,995 | - | 722,609 | (731,604) | - |
| Profit before tax | 594,354 | 38,586 | 68,836 | 23,329 | 725,105 |

for the period of 9 months ended on 30 September 2022

| | Sale of spare parts | Sale of spare parts in Ukraine | Other segments | Eliminations | Total |
|--------------------------|---------------------|--------------------------------|----------------|------------------|----------------|
| External sales | 10,348,272 | 314,664 | 267,946 | - | 10,930,882 |
| Inter-segment sales | 4,999 | - | 606,583 | (611,582) | - |
| Profit before tax | 822,693 | (47,697) | 21,806 | (115,690) | 681,112 |

for the period of 3 months ended on 30 September 2023

| | Sale of spare parts | Sale of spare parts in Ukraine | Other segments | Eliminations | Total |
|--------------------------|---------------------|--------------------------------|----------------|---------------|----------------|
| External sales | 4,288,076 | 156,829 | 111,935 | - | 4,556,840 |
| Inter-segment sales | 3,196 | - | 255,905 | (259,098) | - |
| Profit before tax | 226,091 | 11,819 | 27,406 | 10,346 | 275,662 |

for the period of 3 months ended on 30 September 2022

| | Sale of spare parts | Sale of spare parts in Ukraine | Other segments | Eliminations | Total |
|--------------------------|---------------------|--------------------------------|----------------|-----------------|----------------|
| External sales | 3,730,594 | 125,487 | 80,242 | - | 3,936,323 |
| Inter-segment sales | 1,929 | - | 221,350 | (223,279) | - |
| Profit before tax | 303,134 | 6,107 | (2,233) | (32,776) | 274,232 |

Exclusions apply to transactions of sale of commodities and services between companies that belong to different operation segments.

| Assets by operating segments | Status as at 30 September 2023 | Status as at 31 December 2022 |
|--|--------------------------------|-------------------------------|
| Sale of spare parts segment | 12,909,049 | 10,825,658 |
| Sale of spare parts segment in Ukraine | 160,105 | 142,630 |
| Other segments | 737,587 | 665,227 |
| Eliminations | (4,174,666) | (3,627,974) |
| | 9,632,075 | 8,005,541 |

Liabilities by operating segments

| | Status as at 30 September 2023 | Status as at 31 December 2022 |
|--|--------------------------------|-------------------------------|
| Sale of spare parts segment | 8,134,136 | 6,571,140 |
| Sale of spare parts segment in Ukraine | 81,477 | 95,453 |
| Other segments | 304,501 | 221,746 |
| Eliminations | (3,267,767) | (2,698,523) |
| | 5,252,347 | 4,189,816 |

Exclusions apply to intercompany receivables, payables and loans, that belong to different operation segments.

5. Dividend

On 13 June 2023, the Ordinary General Shareholders' Meeting of the Company adopted a resolution on the distribution of the profit for the financial year 2022, according to which the profit generated in 2022 shall be distributed in such a way that from the net profit generated in 2022 in the amount of PLN 542,598,278.02, the amount of PLN 10,059,351.00, i.e. PLN 0.71 per share, will be paid to shareholders as the dividend, while the remaining part of the profit in the amount of PLN 532,538,927.02 shall be allocated to the reserve capital.

In addition, the Annual General Shareholders' Meeting of the Company set the dividend date at 19 June 2023 and the dividend payment date at 26 June 2023. All 14,168,100 shares of the Company are covered by the dividend.

The dividend was paid out on 26 June 2023.

6. Liabilities due to borrowings and other debt instruments

The syndicated credit facility agreement

The terms and conditions of the syndicated credit facility agreement signed on 14 November 2016, with further amendments, have been described in the annual consolidated financial statement of the Group ended on 31 December 2022.

Bank credits concluded directly by subsidiary companies:

Daughter company Inter Cars INT d.o.o. has a credit agreement with SKB Banka for the amount of EUR 6 million, with a maturity date of 07 December 2023 and an investment loan for EUR 1.3 million with a maturity date of 1 August 2025.

Inter Cars Česká republika s.r.o. has a credit agreement with a limit of up to CZK 200 million with a maturity date of 28 February 2024.

Inter Cars Romania s.r.l. has a credit line facility with RON 70m limit in Bank ING Bank N.V. repayable by 30 November 2023.

Inter Cars Bulgaria Ltd. concluded a credit agreement with KBC (formerly Raiffeisenbank EAD) for a credit line of EUR 10 million with maturity date of 31 October 2023

On the other hand, the company Inter Cars d.o.o. (Bosnia and Herzegovina) concluded a credit agreement with Intesa Sanpaolo Banka d.d. for the amount of BAM 6 million with maturity date of 30 April 2026.

Loans and borrowings as at 30/09/2023

| Current loans and borrowings | Contractual amount (limit) | Used | Maturity date |
|--|-----------------------------------|------------------|----------------------|
| Syndicated credit | 1,405,374 | 1,101,273 | 30/11/2023 |
| - <i>Inter Cars S.A.</i> | | 1,053,465 | |
| - <i>Inter Cars Slovenská republika s.r.o.</i> | | 37,189 | |
| - <i>Lauber Sp. z o.o.</i> | | 10,620 | |
| ING Bank N.V (Inter Cars Romania s.r.l.) | 65,240 | 44,370 | 30/11/2023 |
| Raiffeisen a.s. (Inter Cars Česká republika s.r.o) | 38,020 | 17,249 | 28/02/2024 |
| SKB Banka (ICSI - Inter Cars INT D o.o.) | 27,814 | 26,264 | 07/12/2023 |
| KBC (formerly Raiffeisenbank (Bulgaria) EAD) (Inter Cars Bulgaria Ltd) | 46,356 | 27,590 | 10/12/2023 |
| | 1,582,803 | 1,216,747 | |
| Non-current loans and borrowings at nominal value | Contractual amount (limit) | Used | Maturity date |
| Syndicated credit | 838,814 | 838,814 | 30/11/2025 |
| Intesa Sanpaolo Banka d.d. (Inter Cars d.o.o. Bosnia and Herzegovina) | 14,098 | 11,983 | 30/04/2026 |
| SKB Banka (ICSI - Inter Cars INT D o.o.) | 6,026 | 5,510 | 01/08/2025 |
| | 858,938 | 856,307 | |

Loans and borrowings as at 31/12/2022

| Current loans and borrowings at nominal value | Contractual amount (limit) | Used | Maturity date |
|--|----------------------------|------------------|---------------|
| Syndicated credit | 1,305,374 | 979,781 | 30/11/2023 |
| Inter Cars S.A. | | 932,767 | |
| Inter Cars Slovenska Republika s.r.o. | | 34,541 | |
| Lauber Sp. z.o.o. | | 12,473 | |
| ING Bank N.V. (Inter Cars Romania s.r.l.) | 66,325 | 49,446 | 30/11/2023 |
| Raiffeisen a.s. (Inter Cars Česká republika s.r.o.) | 38,840 | 27,594 | 28/02/2023 |
| SKB Banka (ICSI - Inter Cars INT D o.o.) | 28,139 | 13,976 | 08/12/2022 |
| Unicredit Bulbank AD (Inter Cars Bulgaria Ltd.) | 46,899 | 46,289 | 31/07/2023 |
| KBC Bank Bulgaria EAD (Inter Cars Bulgaria Ltd.) | 46,899 | 42,359 | 31/10/2023 |
| | 1,532,476 | 1,159,445 | |
| Non-current loans and borrowings at nominal value | Contractual amount (limit) | Used | Maturity date |
| Syndicated credit | 838,814 | 721,814 | 30/11/2025 |
| Intesa Sanpaolo Banka d.d. (Inter Cars d o.o. Bosnia and Herzegovina) | 9,575 | 12,679 | 15/04/2024 |
| SKB Banka (ICSI - Inter Cars INT D o.o.) | 6,097 | 5,574 | 01/08/2025 |
| | 854,486 | 740,067 | |

7. Contingent liabilities and sureties

In the reporting period, Inter Cars S.A. and its subsidiaries did not grant any sureties for credits, loans or other guarantees worth at least 10% of equity capital.

Contingent liabilities, granted security and unrecognized liabilities did not change materially from those described in the financial statements as at 31 December 2022.

As at 30 September 2023, the total value of guaranties amounted to PLN 10,799 thousand and comprised guaranties for suppliers and customers.

8. The Management Board's standpoint on the feasibility of meeting the previously published forecasts of financial results for 2023

The Capital Group Inter Cars S.A. did not publish any forecasts of financial results.

9. The list of shareholders holding at least 5% of the total number of the votes as at the date of release of these statements**

| Shareholder** | Number of shares | Total nominal value (PLN) | Percentage of share in the share capital held (%) | Percentage of total vote held (%) |
|---|------------------|---------------------------|---|-----------------------------------|
| OK Automotive Investments B.V.* | 3,726,721 | 7,453,442 | 26.30% | 26.30% |
| Allianz OFE and Allianz DFE | 1,786,446 | 3,572,892 | 12.61% | 12.61% |
| NATIONALE NEDERLANDEN OFE, NATIONALE NEDERLANDEN DFE*** | 1,616,580 | 3,233,160 | 11.41% | 11.41% |
| Andrzej Oliszewski | 1,277,370 | 2,554,740 | 9.02% | 9.02% |
| Generali OFE | 894,386 | 1,788,772 | 6.31% | 6.31% |
| Total | 9,301,503 | 18,603,006 | 65.65% | 65.65% |

* OK Automotive Investments B.V. is a company which is dependent from Maciej Oleksowicz, President of the Management Board of the Company.

** The list of shareholders was prepared based on notifications received in accordance with art. 69 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies

(Journal of Laws of 2005, No. 184 item 1539, as amended), and art. 19 of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse ("MAR Regulation").

*** Nationale-Nederlanden Powszechno Towarzystwo Emerytalne SA. funds: Nationale-Nederlanden Otwarty Fundusz Emerytalny, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2030, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2035, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2040,

Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2045, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2050, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2055, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2060

Until the date of release of these financial statements, the Company had not received any other shareholding notifications.

One share gives one vote at the General Shareholders Meeting of the Company. Voting restrictions are laid out in §18a of the Articles of Association, according to which no shareholder holding over 33% of votes may cast more than 33% of the total number of votes they are entitled to as at the date of the General Meeting. This restriction does not apply to determining the purchasers of substantial blocks of shares.

Furthermore, pursuant to the provisions of the Articles, this limitation shall expire if one of the shareholders purchases (on their own behalf and account) and registers at the General Meeting over 50% of the total number of votes in the Company, provided that all shares above 33% of the total number of shares in the Company and all shares above this threshold are purchased by such shareholder in response to a call to subscribe for all shares of the Company announced in conformity with the Act.

Above change of Status of the Company was registered by the registry court - District Court for the Capital City of Warsaw in Warsaw, XII Commercial Department of the National Court Register, on 17 May 2017.

10. Changes in the number of shares and rights to shares (options) in Inter Cars S.A. held by the Company's management and supervisory personnel since the publication of the most recent quarterly report.

The Company's supervisory and managing personnel hold directly a total of 5,004,091 shares, constituting 35.32% of the total vote at the General Shareholders Meeting of Inter Cars.

The managing and supervisory personnel hold no shares in the subsidiaries of Inter Cars.

| Shareholder | Number of shares | Total nominal value | Percentage of share in the share capital held (%) | Percentage of total vote held (%) |
|--------------------------|------------------|---------------------|---|-----------------------------------|
| Management Board | | | | |
| Maciej Oleksowicz* | 3,726,721 | 7,453,442 | 26.30% | 26.30% |
| | 3,726,721 | 7,453,442 | | |
| Supervisory Board | | | | |
| Andrzej Oliszewski | 1,277,370 | 2,554,740 | 9.02% | 9.02% |
| | 1,277,370 | 2,554,740 | | |
| Total | 5,004,091 | 10,011,182 | 35.32% | 35.32% |

* OK Automotive Investments B.V. is a company which is dependent from Maciej Oleksowicz, President of the Management Board of the Company.

There have been no changes in shareholding structure of the issuer since the date of publication of the previous report, i.e. 07 September 2023:

| Shareholder | Number of shares as at | | Increases | Decreases | Number of shares as at | |
|--------------------|------------------------|------------------|-----------|-----------|------------------------|------------------|
| | 07/09/2023 | 16/11/2023 | | | 07/09/2023 | 16/11/2023 |
| Maciej Oleksowicz | 3,726,721 | 3,726,721 | - | - | 3,726,721 | 3,726,721 |
| Andrzej Oliszewski | 1,277,370 | 1,277,370 | - | - | 1,277,370 | 1,277,370 |
| Total | 5,004,091 | 5,004,091 | - | - | 5,004,091 | 5,004,091 |

11. Information on court, arbitration and administrative proceedings

No proceedings were brought during the reporting period before any court or administrative body with respect to any liabilities or claims of Inter Cars S.A. or its subsidiary undertakings, whose aggregate value would represent 10% or more of the Company's equity.

Furthermore, no proceedings are pending before any court or administrative body with respect to any liabilities or claims of Inter Cars S.A. or its subsidiaries whose aggregate value would represent 10% or more of the Company's equity.

12. Transactions with related entities

All transactions with related entities are executed at arm's length. The parent entity transacts with entities related to the members of the Supervisory Board and the Management Board and their family members.

The shares in FF-SPORT Sp. z o.o. are held by the President of the Management Board, Mr Maciej Oleksowicz.

Moreover, Mr Krzysztof Oleksowicz, holding the position of Advisor of the Management Board, who is affiliated with Maciej Oleksowicz – received in first three quarters of 2023 a remuneration of PLN 720 thousand

The remuneration of the Key Management Personnel presented in this note includes the amounts paid and due during the reporting period.

The Group's Key Management Personnel include members of Board of Directors and the Supervisory Board of the Parent entity, as well as members of the Key Management Personnel.

The Key Personnel are persons with authority and responsibility for planning, directing and controlling the Group's activities directly or indirectly.

The table below sets forth the value of the transactions.

| <i>(in thousand PLN)</i> | <u>1/01/2023- 30/09/2023</u> | <u>1/01/2022- 30/09/2022</u> |
|---|----------------------------------|----------------------------------|
| Remuneration of the members of the Supervisory Board | 742 | 573 |
| Remuneration of the members of the Management Board | 13,228 | 8,373 |
| Remuneration of the other Members of the Key Management Personnel | 1,405 | 1,298 |
| Total | <u>15,375</u> | <u>10,244</u> |

In the first three quarters of 2022 and 2022, the members of the key management personnel of the Parent Company as well as the subsidiaries of the Inter Cars Group did not enter into any loan or guarantee transactions with the Group.

13. Other information which the Company deems relevant for the assessment of its personnel, assets, financial position and financial result or changes in any of the foregoing, and for the assessment of the Company's ability to perform its obligations

This information is included in the section entitled "Factors and events of a non-recurring nature having a material bearing on the financial result, and a description of the Company's material achievements and failures along with a list of related key events."

14. Events subsequent to the balance sheet day as at which the report was prepared which may have a material bearing on the Company's future financial results

After the balance sheet date, a new company in the Inter Cars Group, ILS BALKAN s.r.l., based in Bucharest, Romania, was registered on 24 October 2023. It shall be responsible for transport and logistics in the region. All shares are held by ILS Sp. z o.o. – subsidiary of Inter Cars S.A.

15. Information on material transactions with related entities concluded on terms other than at arm's length, including information on their amounts and nature.

All transactions with related entities were concluded at arm's length.

16. Factors which in the Company's opinion will affect its financial results in the period covering at least the next quarter.

Factors which in the Management Board's opinion will affect the Company's financial results in Q4 2023 include:

- ✓ *high inflation* affecting the increase in operating costs including labour costs resulting from the wage-price spiral and employees' expectations, fuel costs affecting the cost of transporting goods, energy and gas costs associated with the cost of maintaining distribution centres;
- ✓ changes in interest rates, which will determine the amount of interest on contracted loans and thus affect the financial expenses;
- ✓ *the conduct of hostilities* by the Russian Federation against Ukraine;
- ✓ *trends in the foreign exchange rates*, mainly EUR, USD and JPY against PLN, UAH, HUF, CZK, RON, BGN, MDL, BAM and RSD;
- ✓ *optimization of cost of business activity* aimed at keeping profitability at a proper level;
- ✓ planned improvement in the stock turnover, which should reduce the financial costs by lowering the requirement for inventory financing;
- ✓ *optimization of logistics processes*
- ✓ enhanced awareness of the "Inter Cars" brand and obtaining new customers, which will contribute to the development of operating activities;

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS OF THE INTER CARS GROUP

Interim consolidated statement of the financial situation

| <i>(in thousand PLN)</i> | <u>30/09/2023</u> | <u>31/12/2022</u> |
|---|-------------------|-------------------|
| ASSETS | | |
| Non-current assets | | |
| Tangible fixed assets | 715,429 | 545,271 |
| Right-of-use assets | 395,871 | 392,963 |
| Investment property | 3,181 | 3,311 |
| Intangible assets | 186,141 | 196,074 |
| Investments valued using the equity method | 7,852 | 3,642 |
| Loans and deposits receivable | 30,399 | 36,456 |
| Financial sub-lease receivables | 267,757 | 250,366 |
| Deferred tax assets | 12,015 | 20,930 |
| Other assets | - | 1,228 |
| | 1,618,645 | 1,450,241 |
| Inventory | 5,004,005 | 4,096,106 |
| Trade and other receivables | 2,623,361 | 2,021,397 |
| Financial sub-lease receivables | 80,530 | 80,607 |
| Cash | 305,534 | 357,190 |
| Current assets | 8,013,430 | 6,555,300 |
| TOTAL ASSETS | 9,632,075 | 8,005,541 |
| LIABILITIES | | |
| Share capital | 28,336 | 28,336 |
| Share premium account | 259,530 | 259,530 |
| Other supplementary capitals | 2,674,328 | 2,115,245 |
| Foreign exchange gains /losses in subsidiaries | (2,525) | 4,837 |
| Retained earnings | 1,420,059 | 1,407,777 |
| Total equity | 4,379,728 | 3,815,725 |
| Long-term liabilities | | |
| Liabilities due to credits, loans | 845,919 | 728,874 |
| Other lease liabilities | 358,946 | 357,419 |
| Financial sub-lease liabilities | 267,757 | 250,366 |
| Other long-term liabilities | 7,179 | 6,206 |
| Deferred income tax provision | 33,181 | 53,963 |
| | 1,512,982 | 1,396,828 |
| Short-term liabilities | | |
| Trade and other liabilities | 2,063,645 | 1,191,778 |
| Trade and other liabilities– passed for factoring | 128,679 | 119,969 |
| Liabilities due to credits, loans | 1,216,347 | 1,158,567 |
| Other lease liabilities | 91,713 | 89,363 |
| Financial sub-lease liabilities | 80,530 | 80,607 |
| Employee benefits | 56,856 | 33,700 |
| Income tax liabilities | 101,595 | 119,004 |
| | 3,739,365 | 2,792,988 |
| TOTAL LIABILITIES | 9,632,075 | 8,005,541 |

Interim consolidated statement of comprehensive income

(in thousand PLN)

| | for the period of 3 months ended on | | for the period of 9 months ended on | |
|---|--|------------------|--|------------------|
| | 30/09/2023 | 30/09/2022 | 30/09/2023 | 30/09/2022 |
| Continued activity | | | | |
| Revenues from the sale of products, goods and materials | 4,556,840 | 3,936,323 | 13,301,692 | 10,930,882 |
| Cost of sales | (3,170,437) | (2,714,704) | (9,359,336) | (7,540,045) |
| Gross profit on sales | 1,386,403 | 1,221,619 | 3,942,356 | 3,390,837 |
| Other operating income | 10,609 | 5,421 | 51,891 | 35,901 |
| Selling cost, general and administrative expenses | (603,926) | (499,472) | (1,802,407) | (1,433,679) |
| Costs of distribution service | (451,132) | (399,034) | (1,293,827) | (1,113,118) |
| Other operating expenses | (16,218) | (7,625) | (49,145) | (114,671) |
| Operating profit | 325,736 | 320,909 | 848,868 | 765,270 |
| Financial revenue | 3,370 | 3,626 | 13,482 | 16,771 |
| Foreign exchange gains/losses | (4,203) | (5,008) | 1,568 | (6,754) |
| Financial costs | (49,241) | (45,295) | (139,116) | (94,364) |
| Interest in associates | - | - | 303 | 189 |
| Profit before tax | 275,662 | 274,232 | 725,105 | 681,112 |
| Income tax | (51,065) | (55,829) | (143,681) | (137,808) |
| Net profit | 224,597 | 218,403 | 581,424 | 543,304 |
| OTHER COMPREHENSIVE INCOME | | | | |
| Foreign exchange gains /losses | 31,342 | 19,957 | (7,362) | 27,949 |
| Total other comprehensive income, net | 31,342 | 19,957 | (7,362) | 27,949 |
| COMPREHENSIVE INCOME | 255,939 | 238,360 | 574,062 | 571,253 |
| Net profit attributable to: | | | | |
| - the shareholders of the parent entity | 224,597 | 218,403 | 581,424 | 543,304 |
| | 224,597 | 218,403 | 581,424 | 543,304 |
| Comprehensive income attributable to: | | | | |
| - the shareholders of the parent entity | 255,939 | 238,360 | 574,062 | 571,253 |
| | 255,939 | 238,360 | 574,062 | 571,253 |
| Net profit | 224,597 | 218,403 | 581,424 | 543,304 |
| Weighted-average number of ordinary shares | 14,168,100 | 14,168,100 | 14,168,100 | 14,168,100 |
| Earnings per ordinary share (in PLN) | 15.85 | 15.42 | 41.04 | 38.35 |
| Weighted-average diluted number of ordinary shares | 14,168,100 | 14,168,100 | 14,168,100 | 14,168,100 |
| Diluted earnings per ordinary share (in PLN) | 15.85 | 15.42 | 41.04 | 38.35 |

Interim consolidated statement of changes in equity

for the period from 01 January 2023 to 30 September 2023 (unaudited)

| <i>(in thousand PLN)</i> | Note no. | Share capital | Share premium account | Supplementary capital | Foreign exchange gains /losses in subsidiaries | Retained earnings | Total equity |
|--|----------|---------------|-----------------------|-----------------------|--|-------------------|------------------|
| As at 1 January 2023 | | 28,336 | 259,530 | 2,115,245 | 4,837 | 1,407,777 | 3,815,725 |
| Profit in the reporting period | | - | - | - | - | 581,424 | 581,424 |
| Foreign exchange gains /losses in subsidiaries | | - | - | - | - | - | - |
| Distribution of prior period profit – dividend | 3.7 | - | - | - | - | (10,059) | (10,059) |
| Distribution of retained profits - transfer to supplementary and reserve capital | | - | - | 559,083 | - | (559,083) | - |
| Foreign exchange gains /losses | | - | - | - | (7,362) | - | (7,362) |
| As at 30 September 2023 | | 28,336 | 259,530 | 2,645,564 | (2,525) | 1,420,059 | 4,379,728 |

for the period from 01 January 2022 to 30 September 2022 (unaudited)

| <i>(in thousand PLN)</i> | Note no. | Share capital | Share premium account | Supplementary capital | Foreign exchange gains /losses in subsidiaries | Retained earnings | Total equity |
|--|----------|---------------|-----------------------|-----------------------|--|-------------------|------------------|
| As at 1 January 2022 | | 28,336 | 259,530 | 1,615,749 | 4,375 | 1,181,694 | 3,089,684 |
| Profit in the reporting period | | - | - | - | - | 543,304 | 543,304 |
| Foreign exchange gains /losses in subsidiaries | | - | - | - | 27,949 | - | 27,949 |
| Distribution of prior period profit – dividend | 3.7 | - | - | - | - | (20,119) | (20,119) |
| Distribution of retained profits - transfer to supplementary and reserve capital | | - | - | 486,562 | - | (486,562) | - |
| As at 30 September 2022 | | 28,336 | 259,530 | 2,102,311 | 32,324 | 1,218,317 | 3,640,818 |

Interim consolidated statement of cash flows

(in thousand PLN)

| | 01/01/2023 30/09/2023 | 01/01/2022 30/09/2022 |
|---|--|--|
| Cash flows from operating activities | | |
| Profit before tax | 725,105 | 681,112 |
| Adjustments: | | |
| Amortization and depreciation | 133,979 | 109,551 |
| Foreign exchange gains /losses | (5,733) | 9,743 |
| (Profit) /loss on the sale of property, plant and equipment | 7,786 | 13,258 |
| Net interest | 119,552 | 78,594 |
| Other adjustments, net | (6,389) | 34,152 |
| Operating profit before changes in the working capital | 974,300 | 926,410 |
| Increase (decrease) in inventories | (907,899) | (1,358,100) |
| Increase (decrease) in receivables | (607,088) | (695,358) |
| Change in short-term liabilities | 1,014,650 | 1,108,266 |
| Cash generated by operating activities | 473,963 | (18,782) |
| Corporate income tax paid | (172,957) | (151,686) |
| Net cash from operating activities | 301,006 | (170,468) |
| Cash flow from investment activities | | |
| Proceeds from the sale of intangible assets, investment property, property, plant and equipment | 2,018 | 2,140 |
| Acquisition of intangible assets, investment property, and property, plant and equipment | (258,788) | (126,670) |
| Repayment of loans granted | 3,519 | 2,417 |
| Cost of acquisition of shares in other entities | (1,762) | (896) |
| Loans granted | (9,653) | (3,503) |
| Interest received | 8,104 | 526 |
| Net cash from investing activities | (256,562) | (125,986) |
| Cash flow from financing activities | | |
| (Repayments) / proceeds from credits | 177,692 | 581,270 |
| Financial lease contracts liabilities | (136,077) | (105,811) |
| Interest paid | (127,656) | (79,120) |
| Dividend paid | (10,059) | (20,119) |
| Net cash from financing activities | (96,100) | 376,220 |
| Net change in cash and cash equivalents | (51,656) | 79,766 |
| Cash and cash equivalents at the beginning of the period | 357,190 | 240,665 |
| Cash and cash equivalents at the end of the period | 305,534 | 320,431 |

I. Foreign exchange rates applied to calculate the figures for Q3 2023.

All financial figures presented in the report in EUR were translated according to the following exchange rates:

| | Average exchange rate during the reporting period | | Exchange rate at the end of the reporting period | | |
|---------|---|------------------|--|------------|------------|
| | 9 months of 2023 | 9 months of 2022 | 30/09/2023 | 31/12/2022 | 30/09/2022 |
| EUR/PLN | 4.5773 | 4.6880 | 4.6356 | 4.6899 | 4.8698 |

The following principles have been used to convert data presented in thousand EURO in selected financial data:

- the figures resulting from the profit and loss account – the average exchange rate constituting the arithmetic mean of the exchange rates announced by President of the National Bank of Poland on the last day of each month of a given period;
- the figures resulting from the balance sheet – the exchange rate as at 30 September constituting the average EUR exchange rate announced on 30 September by the President of the National Bank of Poland;
- for translating the value of the share capital – the average EUR exchange rates applicable on the day on which an increase in the share capital was registered ;
- foreign currency gains/losses resulting from the above-mentioned translation are recognized in equity as foreign exchange gains/losses from translation of foreign subsidiaries.

**CONDENSED SEPARATE FINANCIAL STATEMENTS OF INTER CARS S.A. FOR THE PERIOD
FROM
1 January 2023 TO 30 September 2023**

Separate statement of the financial position

| <i>(in thousand PLN)</i> | 30/09/2023 <i>not audited</i> | 31/12/2022 <i>audited</i> |
|---|---|-------------------------------------|
| ASSETS | | |
| Non-current assets | | |
| Tangible fixed assets | 128,910 | 121,359 |
| Right-of-use assets | 28,033 | 27,298 |
| Intangible assets | 177,401 | 186,438 |
| Investments in subordinated entities | 514,546 | 508,347 |
| Loans granted and deposits receivable | 16,310 | 23,324 |
| Financial sub-lease receivables | 91,093 | 95,945 |
| Other assets | - | 1,189 |
| | 956,293 | 963,900 |
| Current assets | | |
| Inventory | 2,746,285 | 2,389,835 |
| Trade and other receivables | 3,410,781 | 2,762,306 |
| Financial sub-lease receivables | 46,860 | 45,956 |
| Cash | 36,802 | 75,173 |
| | 6,240,728 | 5,273,270 |
| TOTAL ASSETS | 7,197,021 | 6,237,170 |
| LIABILITIES | | |
| Equity | | |
| Share capital | 28,336 | 28,336 |
| Share premium account | 259,530 | 259,530 |
| Supplementary capital | 2,470,834 | 1,938,295 |
| Other reserve capitals | 5,935 | 5,935 |
| Retained earnings | 254,714 | 542,922 |
| | 3,019,349 | 2,775,018 |
| Long-term liabilities | | |
| Liabilities due to credits, loans | 828,455 | 710,650 |
| Other lease liabilities | 33,184 | 33,026 |
| Liabilities due to lease transformed into sub-lease | 91,093 | 95,945 |
| Deferred income tax provision | 8,765 | 53,661 |
| | 961,497 | 893,282 |
| Short-term liabilities | | |
| Trade and other liabilities | 1,914,789 | 1,397,818 |
| Liabilities on credits, loans and debt securities | 1,151,688 | 1,030,268 |
| Other lease liabilities | 16,705 | 20,794 |
| Liabilities due to lease transformed into sub-lease | 46,860 | 45,956 |
| Employee benefits | 30,519 | 14,491 |
| Income tax liabilities | 55,614 | 59,543 |
| | 3,216,175 | 2,568,870 |
| TOTAL LIABILITIES | 7,197,021 | 6,237,170 |

Separate statement of comprehensive income

(in thousand PLN)

| | for the period of 3 months ended on 30 September | | for the period of 9 months ended on 30 September | |
|---|---|---------------------|---|---------------------|
| | 2023 not audited | 2022 not audited | 2023 not audited | 2022 not audited |
| | Not reviewed data | | | |
| Continued activity | | | | |
| Revenues from the sale of products, goods and materials | 2,963,707 | 2,666,025 | 8,752,944 | 7,408,120 |
| Cost of sales | (2,199,213) | (1,968,564) | (6,637,868) | (5,448,743) |
| Gross profit on sales | 764,494 | 697,461 | 2,115,076 | 1,959,377 |
| Other operating income | 7,893 | 42,983 | 31,140 | 59,129 |
| Selling cost, general and administrative expenses | (376,225) | (311,958) | (1,102,044) | (856,942) |
| Costs of distribution service | (208,848) | (185,168) | (588,406) | (528,072) |
| Costs of license | (11,860) | (10,917) | (36,007) | (30,867) |
| Other operating expenses | (22,077) | (23,890) | (59,215) | (41,510) |
| Operating profit | 153,377 | 208,511 | 360,544 | 561,115 |
| Financial revenue | 3,546 | 1,772 | 7,920 | 11,032 |
| Dividends received | 34,641 | 32,658 | 51,281 | 64,197 |
| Foreign exchange gains/losses | (7,479) | (5,008) | 2,528 | (6,754) |
| Financial costs | (42,012) | (35,867) | (115,494) | (76,008) |
| Profit before tax | 142,073 | 202,066 | 306,779 | 553,582 |
| Income tax | (18,251) | (36,593) | (52,389) | (99,233) |
| Net profit | 123,822 | 165,473 | 254,390 | 454,349 |
| OTHER COMPREHENSIVE INCOME | | | | |
| Total other comprehensive income, net | - | - | - | - |
| COMPREHENSIVE INCOME | 123,822 | 165,473 | 254,390 | 454,349 |
| Net profit | 123,822 | 165,473 | 254,390 | 454,349 |
| Weighted-average number of ordinary shares | 14,168,100 | 14,168,100 | 14,168,100 | 14,168,100 |
| Earnings per ordinary share (in PLN) | 8.74 | 11.68 | 17.96 | 32.07 |
| Weighted-average diluted number of ordinary shares | 14,168,100 | 14,168,100 | 14,168,100 | 14,168,100 |
| Diluted earnings per ordinary share (in PLN) | 8.74 | 11.68 | 17.96 | 32.07 |

Separate statement of changes in equity
for the period from 01 January 2023 to 30 September 2023 (unaudited)
(in thousand PLN)

| | Share capital | Share premium account | Supplementary capital | Other reserve capitals | Retained earnings | Total equity |
|---|---------------|-----------------------|-----------------------|------------------------|-------------------|------------------|
| As at 1 January 2023 | 28,336 | 259,530 | 1,938,295 | 5,935 | 542,922 | 2,775,018 |
| Profit in the reporting period | - | - | - | - | 254,390 | 254,390 |
| Total comprehensive income | - | - | - | - | 254,390 | 254,390 |
| Distribution of prior period profit – dividend | - | - | - | - | (10,059) | (10,059) |
| Distribution of retained profits - transferred to supplementary capital | - | - | 532,539 | - | (532,539) | - |
| As at 30 September 2023 | 28,336 | 259,530 | 2,470,834 | 5,935 | 254,714 | 3,019,349 |

for the period from 01 January 2022 to 30 September 2022 (unaudited)
(in thousand PLN)

| | Share capital | Share premium account | Supplementary capital | Other reserve capitals | Retained earnings | Total equity |
|---|---------------|-----------------------|-----------------------|------------------------|-------------------|------------------|
| As at 1 January 2022 | 28,336 | 259,530 | 1,476,252 | 5,935 | 482,485 | 2,252,538 |
| Profit in the reporting period | - | - | - | - | 454,349 | 454,349 |
| Total comprehensive income | - | - | - | - | 454,349 | 454,349 |
| Distribution of prior period profit – dividend | - | - | - | - | (20,119) | (20,119) |
| Distribution of retained profits - transferred to supplementary capital | - | - | 462,043 | - | (462,043) | - |
| As at 30 September 2022 | 28,336 | 259,530 | 1,938,295 | 5,935 | 454,672 | 2,686,768 |

Separate statement of cash flows

(in thousand PLN)

| | <u>01/01/2023- 30/09/2023</u> | <u>01/01/2022- 30/09/2022</u> |
|--|-----------------------------------|-----------------------------------|
| Cash flows from operating activities | | |
| Profit (loss) before tax | 306,779 | 553,582 |
| Adjustments: | | |
| Amortization and depreciation | 31,572 | 28,276 |
| Foreign exchange gains /losses | (960) | 4,781 |
| (Profit) /loss on the sale of property, plant and equipment | (448) | 1,581 |
| Net interest and share in profits | 105,716 | 63,125 |
| Net dividends | (51,281) | (64,197) |
| Operating profit before changes in the working capital | 391,378 | 587,148 |
| Increase (decrease) in inventories | (356,450) | (900,677) |
| Increase (decrease) in receivables | (597,211) | (890,865) |
| Change in financial sub-lease receivables | 3,947 | 6,101 |
| Change in short-term liabilities | 571,473 | 864,730 |
| Change in liabilities due to lease transformed into sub-lease | (3,947) | (6,101) |
| Cash generated by operating activities | 9,190 | (339,664) |
| Corporate income tax paid | (101,214) | (102,888) |
| Net cash from operating activities | (92,024) | (442,552) |
| Cash flow from investment activities | | |
| Proceeds from the sale of plant, property, equipment and intangible assets | 1,299 | 512 |
| Purchase of property, plant, equipment and intangible assets | (26,481) | (47,053) |
| Sale of shares in subordinated entities | - | 154 |
| Purchase of financial assets in related and other entities | (5,460) | (896) |
| Repayment of loans granted | 20,563 | 4,995 |
| Loans granted | (52,266) | (5,325) |
| Interest received | 2,299 | 4,687 |
| Dividends received | 39,612 | 64,197 |
| Net cash from investing activities | (20,434) | 21,271 |
| Cash flow from financing activities | | |
| (repayments) / proceeds from loans and lease | 238,125 | 566,072 |
| Interest paid | (108,015) | (66,980) |
| Financial lease contracts liabilities | (45,963) | (42,206) |
| Dividend paid | (10,059) | (20,119) |
| Deposits received (returned) | - | 29 |
| Net cash from financing activities | 74,088 | 436,796 |
| Net change in cash and cash equivalents | (38,370) | 15,515 |
| Cash and cash equivalents at the beginning of the period | 75,173 | 25,494 |
| Cash and cash equivalents at the end of the period | 36,802 | 41,009 |

1. Accounting principles

Declaration of compliance with IFRS

Interim condensed separate financial statements of Inter Cars S.A. (hereinafter referred to as “the condensed interim financial statements”) were prepared for the period of 9 months ended on 30 September 2023.

These condensed separate interim consolidated financial statements were prepared in accordance with the International Accounting Standard IAS 34 “Interim Financial Reporting” relating to interim financial statements and is not inclusive of all information required with respect to annual financial statements. These condensed separate interim financial statements should be read together with the audited separate financial statements prepared in accordance with the IFRS for the year ended on 31 December 2022. No changes to the accounting principles applied by the Company were made during the reporting period presented compared to the those described in the financial statements for the year ended on 31 December 2022.

Income tax is calculated using the average effective tax rate

The accounting principles applied by Inter Cars are the same as those applied by the Group, with the exception of interest in subsidiaries, valued at the historical costs minus revaluation write-downs.

The interim condensed separate financial statements of Inter Cars S.A. were approved for publication by the Management Board on 16 November 2023.

The interim condensed separate financial statements of Inter Cars S.A. were prepared under the assumption that the company shall continue as a going concern in the foreseeable future.

All values presented in the interim condensed financial statements were expressed in PLN, unless otherwise indicated.

2. Investments in subordinated entities

| | <u>2023</u> | <u>2022</u> |
|---|----------------|----------------|
| As at 1 January (gross) | 508,958 | 508,876 |
| Increase, including: | 6,650 | 891 |
| - contribution to the share capital in ILS ADRIATIC LOGISTIKA ZA USLUGE d. o.o. | 11 | - |
| - increase in share capital in Inter Cars Hungaria Kft. | 0.11 | - |
| - conversion of receivables into reserve capital in Inter Cars Hungaria kft | 4,443 | - |
| - <i>increase in share capital in OOO Inter Cars Automobilna Technika</i> | 188 | - |
| - <i>increase in share capital in Inter Cars Deutschland GmbH</i> | 819 | - |
| - <i>transfer from other assets</i> | 1,189 | - |
| - <i>increase in share capital in Partslife International Kft</i> | - | 891 |
| Decrease, including: | (451) | (809) |
| - <i>impairment of shares in OOO Inter Cars Automobilna Technika</i> | (188) | (451) |
| - <i>return of capital paid in from IC Deutschland GmbH</i> | - | (53) |
| - sale of shares of CB Dystrybucja Sp. z o.o. | - | (5) |
| - other | (263) | (300) |
| As at 30 September (gross): | 515,157 | 508,958 |
| - <i>impairment on Inter Cars Hungaria Kft.</i> | (611) | (611) |
| As at 30 September (net) | 514,546 | 508,647 |

3. Transactions with related entities in the condensed separate financial statements

| | for 3 months ended on 30 September | | for 9 months ended on 30 September | |
|---|---------------------------------------|-----------|---------------------------------------|-----------|
| | 2023 | 2022 | 2023 | 2022 |
| | Sale to related entities | | Sale to related entities | |
| Affiliated entities | 48 | 20 | 132 | 85 |
| Other related entities of Inter Cars S.A. | 16 | 41 | 78 | 169 |
| Subsidiary companies | 941,883 | 854,831 | 2,728,225 | 2,261,719 |
| | Purchase from related entities | | Purchase from related entities | |
| Affiliated entities | 1,002 | 516 | 2,079 | 1,229 |
| Other related entities of Inter Cars S.A. | 336 | 274 | 1,032 | 692 |
| Subsidiary companies | 354,692 | 445,979 | 1,268,443 | 1,351,289 |
| | Receivables from related entities | | Payables to related entities | |
| Affiliated entities | 9 | 29 | 577 | - |
| Other related entities of Inter Cars S.A. | 3 | 19 | 10 | - |
| Subsidiary companies | 2,041,434 | 1,564,844 | 759,441 | 666,557 |

Receivables on dividend

Receivables from subsidiaries

| | 30/09/2023 | 30/09/2022 |
|---------------------------------------|------------|------------|
| Inter Cars Slovenska Republika s.r.o. | 8,344 | - |
| Inter Cars Lietuva UAB | 3,325 | - |
| Inter cars PIESE Auto s.r.l. | - | 4,274 |
| Inter Cars Eesti OÜ | - | 3,066 |

Gross receivables on dividend

11,669 **7,340**

Settlements on loans and borrowings

Receivables from subsidiaries

| | 30/09/2023 | 31/12/2022 |
|-------------------------------------|------------|------------|
| Lauber Sp. z o.o. | 9,008 | 8,750 |
| IC Development & Finance Sp. z o.o. | 11,439 | 11,439 |
| NV Inter Cars Belgium | 1,648 | 1,652 |
| Q-SERVICE TRUCK Sp z o.o. | 18,827 | 18,771 |
| Inter Cars do.o. Beograd Rakovica | 941 | 947 |
| Inter Cars Norge | 201 | 216 |
| Inter Cars Fleet Services Sp z o.o. | 2,269 | 3,297 |
| Armatus Sp. z o.o. | 5,725 | - |
| Inter Cars Belgium Ltd. | 23,439 | - |

Gross receivables on loans

73,496 **45,072**

Liabilities to subsidiaries

| | | |
|------------------------|---------------|----------------|
| Inter Cars Cyprus Ltd. | 98,624 | 101,594 |
| | 98,624 | 101,594 |

Sureties issued by Inter Cars S.A. as at 30 September 2023 towards related companies:

Sureties and guarantees granted by Inter Cars S.A. as at 30 September 2023 amounted in total to: PLN 452,406 thousand.

In the reporting period, the Company did not grant any credit or loan sureties nor guarantees of a material value to any entity or a subsidiary of such entity.

Explanatory notes to the interim condensed financial statements for the period of 9 months ended on 30 September 2023**I. Information about the Inter Cars Capital Group****Scope of activities**

The principal activities of Grupa Kapitałowa Inter Cars Spółka Akcyjna (hereinafter referred to as “the Group,” “the Inter Cars Capital Group,” the Inter Cars Group”) are import and distribution of spare parts for passenger cars and commercial vehicles. The parent company in the Group is Inter Cars S.A. Company (“the Company”, “the parent entity”).

Registered seat – the parent entity

Inter Cars S.A.
ul. Powsińska 64
02-903 Warsaw
Poland

Central Warehouse:

Europejskie Centrum Logistyczne (European Logistics Centre)
Swobodnia 35
05-170 Zakroczym

Contact and administrative details

The Company has been entered into the Register of Companies of the National Court Register kept by the District Court for the capital city of Warsaw, in Warsaw, XII Commercial Department of the National Court Register, under the following number:

KRS 0000008734
NIP 1181452946
Regon 014992887
phone (+48-22) 714 19 16
fax. (+48-22) 714 19 18
bzarzadu@intercars.eu
relacje.inwestorskie@intercars.eu
www.intercars.com.pl

Supervisory Board (as at the date of approval of the financial statements)

Andrzej Oliszewski, President
Piotr Płoszajski
Tomasz Rusak
Jacek Klimczak
Jacek Podgórski
Radosław Kudła

Management Board (as at the date of approval of the financial statements)

Maciej Oleksowicz, President
Krzysztof Soszyński, Vice-President
Wojciech Twaróg
Piotr Zamora

Statutory auditor

KPMG Audyt Spółka z ograniczoną odpowiedzialnością sp. K.
Ul. Inflancka 4A; 00-189 Warszawa

II. Composition of the Capital Group

The parent company, Inter Cars S.A. (“the Company”) is registered in Poland. The interim consolidated financial statements for the period ended on 30 September 2023 contain information about the company, its subsidiaries referred to as the Inter Cars Capital Group (“the Group”), and about the Group’s share in related entities.

The consolidated financial statements of the Inter Cars Capital Group for the period ended on 31 December 2022 are available at www.intercars.com.pl in Investor Relations tab.

As at 30 September 2023, the following entities comprised the Inter Cars Capital Group: Inter Cars S.A. as the parent entity, and 35 other entities, including:

- 33 subsidiaries of Inter Cars S.A.
- 2 indirect subsidiaries of Inter Cars S.A.

The Group also holds shares in one related entity and two jointly controlled entities.

A detailed table showing the composition of the Inter Cars Group is disclosed in the annual Financial Statements for 2022.

In the first half of 2023, the shares in the subsidiary in Belarus were written off due to its planned closure.

In July 2023, the company ILS ADRIATIC LOGISTIKA ZA USLUGE d. o.o. was established.

In July 2023, the conversion of receivables to the reserves of Inter Cars Hungaria kft. in the amount of EUR 1 million was made.

On 15 March 2023, the company “DANXILS sp. z o.o.” was established. It is a jointly controlled entity. The partners are: ILS sp. z o.o. with its registered seat in Swobodnia and DANX GROUP A/S with its registered seat in Ishoj Denmark. The object of its activity will be to build a distribution network in Poland in response to the high demand for fast and overnight logistics solutions in Eastern Europe. ILS sp. z o.o. acquired and paid for 35,255 shares with a nominal value of PLN 50 each, for a total amount of PLN 1,762,750, representing 50% of the share capital of DANXILS sp. z o.o.

Stock exchange listings

The shares of Inter Cars S.A., i.e. the parent entity, are listed on the Warsaw Stock Exchange in the continuous trading system.

III. Basis of preparation

Interim condensed consolidated financial statements of Inter Cars S.A. Capital Group (hereinafter referred to as “the condensed interim financial statements”) were prepared for the period of 9 months ended on 30 September 2023.

The condensed interim financial statements comply with the requirements of the International Accounting Standard IAS 34 “Interim Financial Reporting” related to interim financial statements, and do not contain all the information required for annual financial statements. The condensed interim financial statements should be read together with the annual consolidated financial statements prepared in compliance with IFRS standards ended on 31 December 2022. In the reported period there were no changes and amendments to the accounting standards in comparison to those described in the financial statements for the period ending on 31 December 2022.

Interim condensed consolidated financial statement of Inter Cars S.A. Capital Group prepared for the period of 9 months ended on 30 September 2023 with explanatory notes to interim condensed financial statements and quarterly financial information of Inter Cars S.A. 3Q 2023 was approved by the Board of Managers for publication on 16 November 2023.

IV. Basis for preparing the condensed interim consolidated financial statements

With the exception of the changes described in “Changes to the accounting principles,” these condensed interim financial statements were prepared by the Inter Cars Capital Group in accordance with the same accounting standards as those applied by the Group to prepare the consolidated financial statements for the period ended on 31 December 2022.

The condensed interim consolidated financial statements were prepared under the assumption that Group will continue as a going concern in the foreseeable future and that there are no circumstances indicating a threat to the continuance of its operations.

All values presented in the condensed interim financial statements are quoted in PLN '000, unless otherwise indicated.

V. Approved for publication

Condensed interim financial statements were approved by the Board of Inter Cars S.A for publication on 16 November 2023.

Maciej Oleksowicz

President of the Management Board

Krzysztof Soszyński

Vice-President of the Management
Board

Wojciech Twaróg

Member of the Management Board

Piotr Zamora

Member of the Management Board
