



OEX GROUP

Consolidated quarterly report for  
the period from 1 January to 30  
September 2020

WARSAW, 19 November 2020



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## Selected consolidated financial data of the OEX Group

The basic items of the consolidated statement of financial position, consolidated statement of profit or loss and consolidated cash flow statements and the same values after conversion into EUR are presented in the table below:

|  | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) |
|--|------------------|--------------------------------|------------------|--------------------------------|
|  | k PLN            |                                | k EUR            |                                |
| <b>CONSOLIDATED STATEMENT OF PROFIT OR LOSS</b>              |                  |                                |                  |                                |
| Sale revenues  | 360,367          | 429,574                        | 81,166           | 99,702                         |
| Operating profit   | 17,387           | 9,744                          | 3,916            | 2,262                          |
| Pre-tax profit   | 13,202           | 2,726                          | 2,974            | 633                            |
| Net profit   | 10,625           | 5,259                          | 2,393            | 1,221                          |
| Net profit - share of the shareholders of the Parent Company | 8,680            | 3,967                          | 1,955            | 921                            |
| Earnings per share (PLN; EUR)                                | 1.15             | 0.50                           | 0.26             | 0.12                           |
| Diluted earnings per share (PLN; EUR)                        | 1.15             | 0.50                           | 0.26             | 0.12                           |
| Average exchange rate PLN / EUR in the period                | X                | X                              | 4.4399           | 4.3086                         |

|  | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) |
|--|------------------|--------------------------------|------------------|--------------------------------|
|  | k PLN            |                                | k EUR            |                                |
| <b>CONSOLIDATED CASH FLOW STATEMENT</b>                  |                  |                                |                  |                                |
| Net cash flows provided by operating activities          | 44,607           | 57,294                         | 10,047           | 13,298                         |
| Net cash flows provided / (used) by investing activities | - 1,389          | - 8,227                        | - 313            | - 1,909                        |
| Net cash flows provided / (used) by financing activities | - 47,230         | - 37,532                       | - 10,638         | - 8,711                        |
| Total net cash flow                                      | - 4,012          | 11,535                         | - 904            | 2,677                          |
| Average exchange rate PLN / EUR in the period            | X                | X                              | 4.4399           | 4.3086                         |

|   | 30/09/2020 | 31/12/2019 | 30/09/2020 | 31/12/2019 |
|---|------------|------------|------------|------------|
|   | k PLN      |            | k EUR      |            |
| <b>CONSOLIDATED STATEMENT OF FINANCIAL POSITION</b> |            |            |            |            |
| Assets  | 369,938    | 384,233    | 81,722     | 90,227     |
| Long-term liabilities                               | 72,100     | 83,369     | 15,927     | 19,577     |
| Short-term liabilities                              | 145,443    | 144,452    | 32,129     | 33,921     |
| Equity  | 152,395    | 156,412    | 33,665     | 36,729     |
| Equity - share of the parent company shareholders   | 144,269    | 153,149    | 31,870     | 35,963     |
| PLN / EUR exchange rate at period end               | X          | X          | 4.5268     | 4.2585     |

In the periods presented, the following exchange rates were applied to convert the basic items in the financial statements:

- for data resulting from the statements of financial position - mean exchange rate of EURO as at the end of each period,
- for data resulting from the income statements and cash flow statements - mean exchange rate for the given period calculated as an arithmetical average of exchange rates as at the last day of each month in the given period.

|  | 01/01-30/06/2020 | 01/01-31/12/2019 | 01/01-30/06/2019 |
|--|------------------|------------------|------------------|
| <b>F/X RATE OF EUR</b>                     |                  |                  |                  |
| average exchange rate as at the period end | 4.4660           | 4.2585           | 4.2520           |
| average exchange rate of the period        | 4.4380           | 4.3018           | 4.2880           |

## Consolidated Statement of Financial Position

|  | 30/09/2020     | 30/09/2019<br>(restated) | 31/12/2019     |
|--|----------------|--------------------------|----------------|
| <b>ASSETS</b>  |                |                          |                |
| <b>FIXED ASSETS</b>  |                |                          |                |
| Goodwill   | 81,482         | 80,019                   | 80,019         |
| Intangible fixed assets  | 17,640         | 16,851                   | 16,280         |
| Tangible fixed assets  | 10,098         | 8,980                    | 9,293          |
| Right-of-use assets - premises and warehouses (IFRS 16)              | 62,240         | 69,583                   | 68,682         |
| Right-of-use assets - other fixed assets (IFRS 16)                   | 8,719          | 9,446                    | 10,252         |
| Investments in associates and joint ventures                         | 230            | 221                      | 400            |
| Investments in other parties   | 500            | 500                      | 500            |
| Lease and rental receivables (IFRS 16)                               | 5,735          | 4,769                    | 5,008          |
| Receivables and loans  | 959            | 919                      | 926            |
| Long-term prepayments  | 4,358          | 247                      | 6,149          |
| Deferred income tax assets   | 8,304          | 7,191                    | 7,093          |
| <b>Fixed assets</b>  | <b>200,265</b> | <b>198,726</b>           | <b>204,602</b> |
| <b>CURRENT ASSETS</b>  |                |                          |                |
| Inventories  | 6,610          | 7,786                    | 3,939          |
| Trade Receivables and Other Receivables                              | 103,629        | 94,310                   | 111,969        |
| Current income tax assets  | 746            | 541                      | 1,542          |
| Loans  | 17             | 143                      | 133            |
| Lease and rental receivables (IFRS 16)                               | 2,902          | 2,176                    | 2,447          |
| Short-term prepayments   | 4,052          | 9,710                    | 3,872          |
| Cash and cash equivalents  | 51,717         | 36,912                   | 55,729         |
| Fixed assets classified as held for sale                             |                | 87,600                   |                |
| <b>Current assets</b>  | <b>169,673</b> | <b>239,178</b>           | <b>179,631</b> |
| <b>Total assets</b>  | <b>369,938</b> | <b>437,904</b>           | <b>384,233</b> |
| <b>SHAREHOLDERS' EQUITY</b>  |                |                          |                |
| <b>Shareholder's equity</b>  |                |                          |                |
| Equity - share of the parent company shareholders:                   |                |                          |                |
| Share capital  | 1,598          | 1,598                    | 1,598          |
| Share premium  | 63,004         | 63,004                   | 63,004         |
| Reserve capital for the purchase of treasury shares                  | 8,300          | 8,300                    | 8,300          |
| Treasury shares (-)  | - 8,072        |                          | - 8,072        |
| Other Capitals   | 4,848          | 1,459                    | 4,847          |
| Retained profits:  | 74,591         | 70,628                   | 83,472         |
| - retained profit from previous years                                | 65,911         | 66,660                   | 63,272         |
| - net profit for the parent company's shareholders                   | 8,680          | 3,968                    | 20,200         |
| Equity - share of the parent company shareholders                    | 144,269        | 144,989                  | 153,149        |
| Non-controlling shares   | 8,126          | 3,277                    | 3,263          |
| <b>Equity</b>  | <b>152,395</b> | <b>148,266</b>           | <b>156,412</b> |
| <b>LIABILITIES</b>   |                |                          |                |
| <b>LONG-TERM LIABILITIES</b>   |                |                          |                |
| Loans, credits   | 2,616          | 41,429                   | 6,958          |
| Right-of-use-related liabilities - premises and warehouses (IFRS 16) | 54,508         | 59,350                   | 59,742         |
| Right-of-use-related liabilities - other fixed assets (IFRS 16)      | 3,466          | 4,346                    | 5,013          |
| Deferred income tax liabilities                                      | 11,368         | 10,548                   | 11,517         |
| Employee benefit liabilities   | 111            | 82                       | 111            |
| Other long-term provisions   | 30             |                          |                |
| Long-term prepayments  | 1              | 53                       | 28             |
| <b>Long-term liabilities</b>   | <b>72,100</b>  | <b>115,808</b>           | <b>83,369</b>  |
| <b>SHORT-TERM LIABILITIES</b>  |                |                          |                |

|  |                |                |                |
|--|----------------|----------------|----------------|
| Trade liabilities and other liabilities                              | 66,428         | 60,608         | 65,457         |
| Factoring liabilities  | 5,958          | 10,321         | 9,169          |
| Current tax liabilities  | 1,360          | 991            | 2,273          |
| Loans, credits, other debt instruments                               | 29,229         | 33,605         | 29,682         |
| Right-of-use-related liabilities - premises and warehouses (IFRS 16) | 20,965         | 19,923         | 19,891         |
| Right-of-use-related liabilities - other fixed assets (IFRS 16)      | 2,834          | 3,045          | 3,420          |
| Employee benefit liabilities   | 12,924         | 5,878          | 12,414         |
| Other short-term provisions  | 692            | 241            | 52             |
| Short-term prepayments   | 5,053          | 507            | 2,094          |
| Liabilities related to fixed assets held for sale                    |                | 38,711         |                |
| <b>Short-term liabilities</b>  | <b>145,443</b> | <b>173,830</b> | <b>144,452</b> |
| <b>Total provisions</b>  | <b>217,543</b> | <b>289,638</b> | <b>227,821</b> |
| <b>Total equity and liabilities</b>                                  | <b>369,938</b> | <b>437,904</b> | <b>384,233</b> |

|                                   |           |           |           |
|-----------------------------------|-----------|-----------|-----------|
| Book value                        | 152,395   | 148,266   | 156,412   |
| Number of shares (items)*         | 7,568,932 | 7,989,984 | 7,568,932 |
| Diluted number of shares (items)* | 7,568,932 | 7,989,984 | 7,568,932 |

\* the number of shares and the diluted number of shares as at 30/09/2020 and 31/12/2019 do include 421,052 treasury shares purchased by OEX S.A.

#### BOOK VALUE PER ORDINARY SHARE (PLN)

|                                  | 30/09/2020* | 30/09/2019<br>(restated) | 31/12/2019* |
|----------------------------------|-------------|--------------------------|-------------|
| Book value of one share          | 20.13       | 18.56                    | 20.66       |
| Diluted book value per one share | 20.13       | 18.56                    | 20.66       |

\*the book value per share and the diluted book value per share as at 30/09/2020 and 31/12/2019 were calculated on the basis of the number of shares issued less 421,052 treasury shares purchased

## Consolidated statement of profit or loss

|   | 01/07-30/09/2020 | 01/01-30/09/2020 | 01/07-30/09/2019<br>(restated) | 01/01-30/09/2019<br>(restated) |
|---|------------------|------------------|--------------------------------|--------------------------------|
| <b>Continued activities</b>   |                  |                  |                                |                                |
| <b>Sale revenues</b>  | <b>125,436</b>   | <b>360,367</b>   | <b>147,767</b>                 | <b>429,574</b>                 |
| Revenue from the sale of services   | 115,897          | 320,876          | 112,414                        | 320,800                        |
| Revenue from the sale of goods and materials                                  | 9,539            | 39,491           | 35,353                         | 108,774                        |
| <b>Cost of sales</b>  | <b>102,772</b>   | <b>301,270</b>   | <b>129,189</b>                 | <b>368,334</b>                 |
| Costs of services sold  | 94,273           | 265,299          | 96,236                         | 268,484                        |
| Cost of goods and materials sold  | 8,498            | 35,972           | 32,953                         | 99,850                         |
| <b>Gross profit on sale</b>   | <b>22,664</b>    | <b>59,097</b>    | <b>18,578</b>                  | <b>61,240</b>                  |
| Selling costs   | 6,377            | 19,554           | 9,551                          | 27,696                         |
| Administrative expenses   | 9,209            | 25,954           | 6,992                          | 24,070                         |
| Other operating income  | 973              | 6,667            | 1,472                          | 3,599                          |
| Other operating expenses  | 108              | 2,869            | 1,958                          | 3,330                          |
| <b>Operating profit</b>   | <b>7,943</b>     | <b>17,387</b>    | <b>1,549</b>                   | <b>9,744</b>                   |
| Financial income  | 393              | 854              | 169                            | 528                            |
| Financial costs   | 1,381            | 4,869            | 2,500                          | 7,431                          |
| Share in the profit (loss) of entities measured using the equity method (+/-) | - 7              | - 170            | - 81                           | - 115                          |
| <b>Pre-tax profit</b>   | <b>6,949</b>     | <b>13,202</b>    | <b>- 863</b>                   | <b>2,726</b>                   |
| Income tax  | 1,553            | 2,577            | 186                            | 1,508                          |
| <b>Net profit (loss) on continued activities</b>                              | <b>5,395</b>     | <b>10,625</b>    | <b>- 1,050</b>                 | <b>1,217</b>                   |
| <b>Discontinued operations and assets held for sale</b>                       |                  |                  |                                |                                |
| Net profit on assets held for sale  |                  |                  | 1,411                          | 4,042                          |
| <b>Net profit - share of</b>  | <b>5,395</b>     | <b>10,625</b>    | <b>361</b>                     | <b>5,259</b>                   |
| - the parent company shareholders   | 4,791            | 8,680            | - 275                          | 3,967                          |
| - non-controlling shares  | 605              | 1,945            | 636                            | 1,292                          |

|   |           |           |           |           |
|---|-----------|-----------|-----------|-----------|
| Average weighted number of ordinary shares (items)*         | 7,568,932 | 7,568,932 | 7,989,984 | 7,989,984 |
| Average weighted diluted number of ordinary shares (items)* | 7,568,932 | 7,568,932 | 7,989,984 | 7,989,984 |

\* the average weighted number of shares and the average weighted diluted number of shares in the third quarter of 2020 do not include 421,052 treasury shares purchased by OEX S.A.

## Net profit attributable to the shareholders of the parent company - per ordinary share (PLN)

|   | 01/07-30/09/2020 | 01/01-30/09/2020* | 01/07-30/09/2019<br>(restated) | 01/01-30/09/2019<br>(restated) |
|---|------------------|-------------------|--------------------------------|--------------------------------|
| <b>on continued operations</b>                  |                  |                   |                                |                                |
| - basic   | 0.63             | 1.15              | -0.21                          | -0.01                          |
| - diluted                                       | 0.63             | 1.15              | -0.21                          | -0.01                          |
| <b>on continued and discontinued operations</b> |                  |                   |                                |                                |
| - basic   | 0.63             | 1.15              | -0.03                          | 0.50                           |
| - diluted                                       | 0.63             | 1.15              | -0.03                          | 0.50                           |

\*the net profit per ordinary share for the period 01/01-30/09/2020 was calculated based on the number of shares issued less 421,052 treasury shares purchased

## Comprehensive statement of comprehensive income

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|   | 01/07-30/09/2020 | 01/01-30/09/2020 | 01/07-30/09/2019<br>(restated) | 01/01-30/09/2019<br>(restated) |
|---|------------------|------------------|--------------------------------|--------------------------------|
| <b>Net profit (loss)</b>                      | <b>5,395</b>     | <b>10,625</b>    | <b>- 1,050</b>                 | <b>5,259</b>                   |
| Other comprehensive income                    |                  |                  |                                |                                |
| Items not carried as financial profit or loss |                  |                  |                                |                                |
| Items carried as financial profit or loss     |                  |                  |                                |                                |
| <b>Comprehensive income (losses)</b>          | <b>5,395</b>     | <b>10,625</b>    | <b>- 1,050</b>                 | <b>5,259</b>                   |
| Comprehensive income - share of:              |                  |                  |                                |                                |
| - the parent company shareholders             | 4,791            | 8,680            | - 275                          | 3,967                          |
| - non-controlling shares                      | 605              | 1,945            | 636                            | 1,292                          |

## Consolidated Statement of Changes in Equity

|  | EQUITY ATTRIBUTABLE TO THE PARENT COMPANY SHAREHOLDERS |               |                     |   |                |                  |                 | Non-controlling shares | TOTAL EQUITY    |
|--|--|---------------|---------------------|---|----------------|------------------|-----------------|------------------------|-----------------|
|  | Share capital  | Share premium | Treasury shares (-) | Reserve capital for the purchase of treasury shares | Other Capitals | Retained profits | Total           |                        |                 |
| <b>As at 01/01/2020</b>  | <b>1,598</b>   | <b>63,004</b> | <b>- 8,072</b>      | <b>8,300</b>  | <b>4,848</b>   | <b>83,471</b>    | <b>153,149</b>  | <b>3,263</b>           | <b>156,412</b>  |
| Changes in accounting policies   |  |               |                     |   |                |                  |                 |                        |                 |
| Error Correction   |  |               |                     |   |                |                  |                 |                        |                 |
| Balance after changes  | 1,598  | 63,004        | - 8,072             | 8,300   | 4,848          | 83,471           | 153,149         | 3,263                  | 156,412         |
| <b>CHANGES IN EQUITY IN THE PERIOD FROM 01/01 TO 30/09/2020</b>                  |  |               |                     |   |                |                  |                 |                        |                 |
| Changes in the group structure (transactions with non-controlling parties)       |  |               |                     |   |                |                  |                 | 4,359                  | 4,359           |
| Dividends  |  |               |                     |   |                | - 17,560         | - 17,560        | - 1,441                | - 19,001        |
| <b>Total transactions with shareholders</b>                                      |  |               |                     |   |                | <b>- 17,560</b>  | <b>- 17,560</b> | <b>2,918</b>           | <b>- 14,642</b> |
| Net profit for the period from 01/01 to 30/09/2020                               |  |               |                     |   |                | 8,680            | 8,680           | 1,945                  | 10,625          |
| Other comprehensive income after taxation in the period from 01/01 to 30/09/2020 |  |               |                     |   |                |                  |                 |                        |                 |
| Total comprehensive income   |  |               |                     |   |                | 8,680            | 8,680           | 1,945                  | 10,625          |
| <b>As at 30/09/2020</b>  | <b>1,598</b>   | <b>63,004</b> | <b>- 8,072</b>      | <b>8,300</b>  | <b>4,848</b>   | <b>74,591</b>    | <b>144,269</b>  | <b>8,126</b>           | <b>152,395</b>  |

| (restated)   | EQUITY ATTRIBUTABLE TO THE PARENT COMPANY SHAREHOLDERS |               |                     |   |                |                  |                | Non-controlling shares | TOTAL EQUITY   |
|--|--|---------------|---------------------|---|----------------|------------------|----------------|------------------------|----------------|
|  | Share capital  | Share premium | Treasury shares (-) | Reserve capital for the purchase of treasury shares | Other Capitals | Retained profits | Total          |                        |                |
| <b>As at 01/01/2019</b>  | <b>1,598</b>   | <b>63,004</b> |                     |   | <b>1,459</b>   | <b>74,960</b>    | <b>141,021</b> | <b>2,475</b>           | <b>143,496</b> |
| Changes in accounting policies   |  |               |                     |   |                |                  |                |                        |                |
| Error Correction   |  |               |                     |   |                |                  |                |                        |                |
| Balance after changes  | 1,598  | 63,004        |                     |   | 1,459          | 74,960           | 141,021        | 2,475                  | 143,496        |
| <b>CHANGES IN EQUITY IN THE PERIOD FROM 01/01 TO 30/09/2019</b>                                    |  |               |                     |   |                |                  |                |                        |                |
| Dividends  |  |               |                     |   |                |                  |                | - 490                  | - 490          |
| Transfer of supplementary capital to reserve capital reserve allocated to purchase treasury shares |  |               |                     | 8,300   |                | - 8,300          |                |                        |                |
| <b>Total transactions with shareholders</b>  |  |               |                     | <b>8,300</b>  |                | <b>- 8,300</b>   |                | <b>- 490</b>           | <b>- 490</b>   |
| Net profit for the period from 01/01 to 30/09/2019   |  |               |                     |   |                | 3,968            | 3,968          | 1,292                  | 5,260          |



|  |              |               |  |              |              |               |                |              |                |
|--|--------------|---------------|--|--------------|--------------|---------------|----------------|--------------|----------------|
| Other comprehensive income after taxation in the period from 01/01 to 30/09/2019 |              |               |  |              |              |               |                |              |                |
| Total comprehensive income   |              |               |  |              |              | 3,968         | 3,968          | 1,292        | 5,260          |
| <b>As at 30/09/2019</b>  | <b>1,598</b> | <b>63,004</b> |  | <b>8,300</b> | <b>1,459</b> | <b>70,628</b> | <b>144,989</b> | <b>3,277</b> | <b>148,266</b> |

|  | EQUITY ATTRIBUTABLE TO THE PARENT COMPANY SHAREHOLDERS |               |                     |   |                |                  |                | Non-controlling shares | TOTAL EQUITY   |
|--|--|---------------|---------------------|---|----------------|------------------|----------------|------------------------|----------------|
|  | Share capital  | Share premium | Treasury shares (-) | Reserve capital for the purchase of treasury shares | Other Capitals | Retained profits | Total          |                        |                |
| <b>As at 01/01/2019</b>  | <b>1,598</b>   | <b>63,004</b> |                     |   | <b>1,459</b>   | <b>74,960</b>    | <b>141,021</b> | <b>2,475</b>           | <b>143,496</b> |
| Changes in accounting policies   |  |               |                     |   |                |                  |                |                        |                |
| Error Correction   |  |               |                     |   |                |                  |                |                        |                |
| Balance after changes  | 1,598  | 63,004        |                     |   | 1,459          | 74,960           | 141,021        | 2,475                  | 143,496        |
| <b>CHANGES IN EQUITY IN THE PERIOD FROM 01/01 TO 31/12/2019</b>                                    |  |               |                     |   |                |                  |                |                        |                |
| Acquisition of treasury shares for redemption  |  |               | - 8,072             |   |                |                  | - 8,072        |                        | - 8,072        |
| Dividends  |  |               |                     |   |                |                  |                | - 979                  | - 979          |
| Transfer of supplementary capital to reserve capital reserve allocated to purchase treasury shares |  |               |                     | 8,300   |                | - 8,300          |                |                        |                |
| Movements between capital groups   |  |               |                     |   | 3,388          | - 3,388          |                |                        |                |
| <b>Total transactions with shareholders</b>  |  |               | <b>- 8,072</b>      | <b>8,300</b>  | <b>3,388</b>   | <b>- 11,688</b>  | <b>- 8,072</b> | <b>- 979</b>           | <b>- 9,051</b> |
| Net profit for the period from 01/01 to 31/12/2019   |  |               |                     |   |                | 20,200           | 20,200         | 1,767                  | 21,967         |
| Other comprehensive income after taxation in the period from 01/01 to 31/12/2019                   |  |               |                     |   |                |                  |                |                        |                |
| Total comprehensive income   |  |               |                     |   |                | 20,200           | 20,200         | 1,767                  | 21,967         |
| <b>As at 31/12/2019</b>  | <b>1,598</b>   | <b>63,004</b> | <b>- 8,072</b>      | <b>8,300</b>  | <b>4,847</b>   | <b>83,472</b>    | <b>153,149</b> | <b>3,263</b>           | <b>156,412</b> |

## Consolidated Cash Flow Statement

|   | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated)* |
|---|------------------|---------------------------------|
| <b>CASH FLOW FROM OPERATING ACTIVITY</b>  |                  |                                 |
| <b>Pre-tax profit</b>   | <b>13,202</b>    | <b>8,864</b>                    |
| <b>Adjustments</b>  |                  |                                 |
| Depreciation and amortisation of fixed assets   | 5,243            | 4,758                           |
| Depreciation of the right-of-use assets - premises and warehouses (IFRS 16)           | 13,826           | 17,029                          |
| Depreciation of the right-of-use assets - other fixed assets (IFRS 16)                | 2,726            | 2,748                           |
| Profit (loss) on the sale of non-financial fixed assets                               | - 285            | 197                             |
| (Profit) loss on the sale of financial assets (other than derivatives)                |                  | - 25                            |
| Interest expense  | 4,457            | 5,447                           |
| Interest and dividend income  | - 420            | - 328                           |
| Other adjustments   | 279              | 100                             |
| <b>Total adjustments</b>  | <b>25,826</b>    | <b>29,926</b>                   |
| Change in inventories   | - 307            | 843                             |
| Change in receivables   | 6,012            | 25,852                          |
| Change in liabilities   | - 1,368          | - 5,724                         |
| Change in provisions and prepayments  | 6,020            | 2,828                           |
| <b>Changes in working capital</b>   | <b>10,357</b>    | <b>23,799</b>                   |
| Taxes paid  | - 4,778          | - 5,295                         |
| <b>Net cash flows provided by operating activities</b>                                | <b>44,607</b>    | <b>57,294</b>                   |
| <b>CASH FLOW FROM INVESTING ACTIVITY</b>  |                  |                                 |
| Expenses to purchase fixed assets   | - 2,953          | - 8,552                         |
| Inflows from the sale of fixed assets   | 220              | 399                             |
| Net expenses to purchase subsidiaries less cash of such subsidiaries                  | - 4,572          |                                 |
| Net inflows from the sale of subsidiaries   | 5,611            |                                 |
| Received repayments of loans granted  | 95               | 30                              |
| Loans granted   | - 192            | - 101                           |
| Expenses to purchase other financial assets   |                  | - 303                           |
| Interest income   | 402              | 300                             |
| <b>Net cash flows provided / (used) by investing activities</b>                       | <b>- 1,389</b>   | <b>- 8,227</b>                  |
| <b>CASH FLOW FROM FINANCIAL ACTIVITY</b>  |                  |                                 |
| Inflows from loans and credits contracted   | 10,072           | 6,851                           |
| Repayment of loans and advances   | - 14,904         | - 17,239                        |
| Repayment of the right-of-use-related liabilities - premises and warehouses (IFRS 16) | - 16,724         | - 17,491                        |
| Repayment of the right-of-use-related liabilities - other fixed assets (IFRS 16)      | - 2,462          | - 4,279                         |
| Inflows from the repayment of lease receivables (IFRS 16)                             | 2,232            | 988                             |
| Interest paid   | - 4,367          | - 4,944                         |
| Factoring inflows   | 19,187           | 33,298                          |
| Repayment of factoring liabilities  | - 22,682         | - 34,291                        |
| Loan commissions paid/received  | - 22             | 41                              |
| Dividend payment  | - 17,560         | - 490                           |
| Other adjustments   |                  | 24                              |
| <b>Net flows provided / (used) by financing activities</b>                            | <b>- 47,230</b>  | <b>- 37,532</b>                 |
| <b>Total net cash flows</b>   | <b>- 4,012</b>   | <b>11,535</b>                   |
| <b>Net change in cash and cash equivalents</b>  | <b>- 4,012</b>   | <b>11,535</b>                   |
| Cash and cash equivalents at period beginning   | 55,729           | 26,580                          |
| <b>Cash and cash equivalents at period end</b>  | <b>51,717</b>    | <b>38,115</b>                   |

\* the data presented for the period 01/01-30/09/2019 do not include a presentation of ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. as assets held for sale

## Supplementary Notes to the Abbreviated Interim Consolidated Financial Statements of the OEX Group

### 1. Rules applied during the preparation of the interim abbreviated consolidated financial statements, including information about changes to accounting policies (rules)

#### 1.1. PREPARATION BASIS

The abbreviated interim consolidated financial statements of the Group (financial statements) comprise the period of 9 months ended on 30 September 2020 and contain the comparable data for the period of 9 months ended on 30 September 2019 and as at 31 December 2019.

The financial statements as at 30 September 2020 and as at 30 September 2019 were not audited or reviewed by a statutory auditor. The published consolidated financial data of the Group were presented as comparable data, with the following exceptions:

- adjustments of the calculation of interest to include liabilities related to the right to use – premises and warehouses - as well as receivables from the lease and rent (IFRS 16) for the period of 9 months ended on 30 September 2019. In consequence of the adjustment, the interest expense for three quarters of 2019 increased by kPLN 1,513 (in which the adjustment of kPLN 54 concerns OEX S.A.), the interest income for three quarters of 2019 increased by kPLN 93 . In consequence of the adjustment, the gross result, the net result and the value of equity for the period of three quarters of 2019 decreased by kPLN 1,420 . The liabilities related to the right to use - the premises and warehouses - increased by the same amount. The adjustment did not lead to a change in the balance sheet total as at 30 September 2019.

These financial statements were presented in accordance with IAS 34 Interim Financial Reporting with the application of the principles of valuation of assets and liabilities and the measurement of the net financial result as defined at the end of the reporting period. They were drawn up in using the historical cost principle, with the exception of derivative financial instruments, which were carried at fair value.

The financial statements do not contain all the information that is disclosed in the annual consolidated financial statements prepared in accordance with IFRS. These financial statements should be read together with the consolidated financial statements of the Group for 2019 published on 29 April 2020.

The functional currency of the parent company and its subsidiaries is the Polish zloty. The presentation currency of the Group is the Polish zloty.

All values are expressed in thousands of Polish zlotys (kPLN), unless otherwise indicated.

The consolidated interim financial statements was prepared in accordance with the going concern principle. As at the date of the approval of these consolidated financial statements for publication there are no circumstances which may pose a risk to the going concern assumption with regard to the Group companies.

#### 1.2. ACCOUNTING RULES

The consolidated financial statements presented herein were prepared in accordance with the International Financial Reporting Standards (IFRS) as approved by the European Union.

As at the date of the approval of these consolidated financial statements for publication, considering the existing process of implementation of IFRS standards in the EU and the Group's operations, there are no differences between the IFRS standards that have come into effect and IFRS standards approved by the EU as regards the accounting principles applied by the Group. IFRS comprise standards and interpretations accepted by the International Accounting Standards Board (IASB) and the International Financial Reporting Interpretations Committee (IFRIC).

The accounting rules (policies) applied during the preparation of these interim abbreviated financial statements are compliant with the ones applied during the preparation of the Issuer's financial statements for the year ended on 31 December 2019.

#### NEW AND REVISED STANDARDS OR INTERPRETATIONS APPLIED:

The following new standards and amendments to standards that became effective on 01 January 2020 were adopted for the first time in these abbreviated interim consolidated financial statements:

- Amendments to the Reference to the Conceptual Framework included in the International Financial Reporting Standards (published on 29 March 2018);
- Amendments to IAS 1 and IAS 8: Definition of material (published on 31 October 2018);
- Amendments to IFRS 9, IAS 39 and IFRS 7: Interest Rate Benchmark Reform (published on 26 September 2019);
- Amendments to IFRS 3 *Business combinations* (published on 22 October 2018).

#### 1.3. PRINCIPLE OF MATERIALITY

Particular pieces of information are material if, when omitted or misstated, they could influence the economic decisions that users make on the basis of the financial statements.

The information materiality depends on the item amount or error - assessed in the specific circumstances - in case the given item is omitted or misstated. The materiality, therefore, is a threshold or a limit, and not a fundamental feature the given information must have to be useful. The principle of materiality concerns the presentations in the financial statements of information that is useful for and influencing on the assessment of the economic and financial situation as well as the financial result. The principle of materiality concerns the presentation of the economic and financial situation as well as the financial result in the financial statements.

Pursuant to the accounting policy adopted, the Group has assumed the following criteria of materiality:

- 1% of the balance sheet total or
- 0.5% of total revenues.

When assessing the materiality, the lower of the values as determined on the basis of the above-mentioned criteria is assumed.

The application of the principle of materiality means that the detailed requirements concerning the disclosures as given in the standard or interpretation need not be fulfilled, if the information is not material.

#### 1.4. ESTIMATION UNCERTAINTY

When preparing these abbreviated interim consolidated financial statements, the Parent Company's Management Board uses its best judgement when making the estimates and assumptions that influence the accounting policies (rules) applied and the presented values of assets, liabilities, revenue and costs. The actually realised values may differ from the estimates made by the Management Board.

Information about the estimates and assumptions that are material for the consolidated financial statements have been presented in the consolidated financial statements for the year 2019. In the period covered by these interim abbreviated consolidated financial statements, there were no material changes to those estimates and assumptions.

## 2. Description of the Group's Organisation

THE OEX S.A. GROUP IS COMPOSED OF:

- THE PARENT COMPANY - OEX S.A.

OEX S.A. ('Company', 'Parent Company', 'Issuer') is entered into the register of companies of the National Court Register maintained by the District Court for the capital city of Warsaw in Warsaw, XIII Commercial Division of the National Court Register, under number KRS 0000222514.

The shares of the parent company are listed at the Warsaw Stock Exchange.

The principal place of business of the parent company is in Warsaw, at ul. Franciszka Klimczaka 1.

In the reporting period and as at the day of approval of the consolidated financial statements for publication, i.e. 19 November 2020, the composition of the Management Board of the parent company was the following:

|                    |  |
|--------------------|--|
| Jerzy Motz         | President of the Management Board                      |
| Rafał Stempniewicz | Management Board Member                                |
| Robert Krasowski   | Management Board Member                                |
| Artur Wojtaszek    | Member of the Management Board until 08 September 2020 |
| Tomasz Kwiecień    | Member of the Management Board since 08 September 2020 |
| Tomasz Słowiński   | Management Board Member                                |

In the reporting period and as at the day of approval of the consolidated financial statements for publication, i.e. 19 November 2020, the composition of the Supervisory Board of the parent company was the following:

|                   |  |
|-------------------|--|
| Piotr Beaupre     | Chairman of the Supervisory Board                    |
| Michał Szramowski | Member of the Supervisory Board                      |
| Tomasz Mazurczak  | Member of the Supervisory Board                      |
| Piotr Cholewa     | Member of the Supervisory Board                      |
| Tomasz Kwiecień   | Member of the Supervisory Board until 24 August 2020 |
| Marcin Malka      | Member of the Supervisory Board since 25 August 2020 |

The objects of the business of OEX S.A. comprise the activity of holding companies, consisting in the provision for the benefit of companies from its Group, a number of services supporting their operational business such as, without limitation, HR and payroll services, legal and compliance support services, as well as services concerning the strategic consulting, controlling, finance, and public relations.

- SUBSIDIARIES PRESENTED IN THE TABLE BELOW:

| SUBSIDIARIES OF OEX SA          |                                    |                                 |
|---------------------------------|------------------------------------|---------------------------------|
| Name of company                 | Registered office                  | % of shares/participations held |
| Tell Sp. z o.o.                 | ul. Forteczna 19A, 61-362 Poznań   | 100                             |
| Europephone Sp. z o.o.          | ul. Forteczna 19A, 61-362 Poznań   | 100                             |
| PTI Sp. z o.o.                  | ul. Forteczna 19A, 61-362 Poznań   | 100                             |
| OEX Cursor S.A.                 | ul. Równoległa 4A, 02-235 Warszawa | 100                             |
| Merservice Sp. z o.o.           | ul. Równoległa 4A, 02-235 Warszawa | 100                             |
| Pro People Sp. z o.o.           | ul. Równoległa 4A, 02-235 Warszawa | 100                             |
| OEX E-Business Sp. z o.o.       | ul. Równoległa 4A, 02-235 Warszawa | 100                             |
| Divante Sp. z o.o.              | ul. Dmowskiego 17, 50-203 Wrocław  | 51.03                           |
| Voice Contact Center Sp. z o.o. | ul. Równoległa 4A, 02-235 Warszawa | 100                             |
| OEX 24 Sp. z o.o.               | ul. Klimczaka 1, 02-797 Warszawa   | 100                             |
| iPOS S.A.                       | ul. Klimczaka 1, 02-797 Warszawa   | 50.99                           |

- JOINTLY-CONTROLLED COMPANY

| JOINTLY-CONTROLLED COMPANY |                                  |  |  |
|----------------------------|----------------------------------|--|--|
| Name of company            | Registered office                | % of shares/participations held directly | % of shares/participations held indirectly |
| 4Shops Sp. z o.o.          | ul. Klimczaka 1, 02-797 Warszawa | 0  | 50   |

- ASSOCIATE COMPANY

| ASSOCIATE COMPANY  |                                  |  |  |
|--------------------|----------------------------------|--|--|
| Name of company    | Registered office                | % of shares/participations held directly | % of shares/participations held indirectly |
| Face and Look S.A. | ul. Klimczaka 1, 02-797 Warszawa | 0  | 31   |

All the subsidiaries of the OEX S.A. Group presented above are subject to full consideration as at the balance sheet day, i.e. as at 30 September 2020. The co-controlled company 4Shops Sp. z o.o. and the associate company Face and Look S.A. with registered office in Warsaw are consolidated using the equity method.

The Group also comprises Connex Sp. z o.o. in liquidation seated in Poznań. This company is no longer active and is not subject to consolidation. As regards the shares in this company, OEX S.A. made impairment charges equal to 100% of their value.

The object of the business of the Group companies is to provide services for the business. Descriptions of the objects of business of particular subsidiaries, associates and the co-controlled company are given in item 6 of the Supplementary Notes to the consolidated financial statements.

### 3. Changes in the Group's structure in result of mergers, take-overs or sales of the Group's companies, long-term investments, divisions, restructuring or business discontinuations

On 24 August 2020, by and between OEX S.A., iPOS S.A. with registered office in Warsaw ('iPOS') and all the existing shareholders in iPOS, an investment agreement was executed, which specified detailed terms and conditions of OEX S.A.'s investment in iPOS and regulated mutual rights and obligations of the parties related to the investment and further operation of iPOS.

On the same day, the extraordinary meeting of shareholders of iPOS took place. It resolved, without limitation, an increase in the share capital of iPOS by the issue of 43,000 new shares in iPOS addressed exclusively to OEX (with the exclusion of the subscription rights of the existing shareholders), which after the share capital increase has been registered by the district court, have ensured OEX a share of 50.99% in the share capital and in the votes at the general meeting of shareholders of iPOS as well as control over the company. In this relation, OEX S.A. entered into the above-mentioned share subscription agreement with iPOS and paid to the Company's bank account the total agreed issue price of PLN 6,000,220.00.

In accordance with the Investment Agreement, OEX will also have a possibility (but not an obligation) to carry out subsequent tranches of additional payments to iPOS (in 2020 and in 2021) in the total amount of up to approx. PLN 6.0 million, after the so-called pre-money valuation of 100% of shares in iPOS:

- in case of the additional payment to be made by 31 December 2020 in the max. amount of approx. PLN 3 million – equal to the valuation of iPOS determined by the first investment by OEX (effected in August 2020), i.e. approx. PLN 5.8 million;
- in case of the additional payment to be made in the period from 1 January 2021 to 28 February 2021 – dependent on the achievement by iPOS in the period from 1 July 2020 to 31 December 2020 and (settled subsequently) in the period from 1 January 2021 to 30 June 2021 of specified operational and financial targets, however not higher in any case than approx. PLN 18.0 million.

The additional payments, if any, shall have a form of a loan from OEX to iPOS, which then shall be offset with the Company's amounts due to OEX on account of the subscription of the Company's shares of an appropriate value (the number of shares subscribed for by OEX shall be indirectly dependent on the achievement of specified targets by iPOS).

in order to implement the above-mentioned arrangements, the general meeting of shareholders of iPOS adopted a resolution on the issue of 60,000 series C subscription warrants, which may be, in the period from 1 January 2021 to 31 October 2021, under certain conditions and in a specified number, given to OEX, and subsequently exchanged for shares in the Company in accordance with the conditional share capital increase as resolved.

Additionally, OEX S.A. shall have the right (but not an obligation) to make an additional payment to the Company in the period until 30 June 2022 in an additional amount of up to approx. PLN 6 million in the form of a share capital increase, with the exclusion of the subscription rights of the other shareholders, with the Pre-Money Valuation amounting to approx. PLN 18 million.

Operating since 2014, iPOS is a creator of the market's first POS system which combines the functions of an electronic cash register and a payment terminal. iPOS's POS systems are integrated with a proprietary cloud IT platform that supports and analyses the sales as well as manages the goods and warehouses in the SaaS model. The registers meet all the requirements of the so-called online POS systems, as attested by a certification from the Polish Central Office of Measures. iPOS addresses its solutions to SMEs active in the retail segment.

The investment is compliant with the Group's strategic goals, i.e. the creation of the value of the OEX Group on the basis of modern technologies. The offering of the OEX Group will be expanded to include technological solutions allowing the clients to service sales in retail outlets and to analyse it in real time and, at the same time to support payments, the significance of which is on the rise in relation with the fact that consumers are switching to non-cash payments. In the opinion of the Management Board, iPOS's growth potential within a short-term perspective is considerable, which is related to the mandatory exchange of electronic cash registers among certain groups of enterprises, which in accordance with the applicable regulations in force will have to be completed before 1 July 2021. In the longer term, the Management Board of OEX expects growth opportunities in the development of iPOS web, a sales support and analysis platform, where new services will be added, e.g. services based on big data set analyses, AI solutions, and machine learning. In the opinion of the Management Board, synergies with other OEX Group companies are also possible.

As at the date of these consolidated financial statements, a provisional settlement of the acquisition of control over iPOS S.A. with head office in Warsaw was made. The OEX Group did not complete the measurement of the fair value of iPOS's assets and liabilities. The Group plans to complete the settlement of the transaction of acquisition of control over iPOS within the period of up to 12 months after the transaction date.

The values of identified assets and liabilities of the Company taken over recognised in the consolidated financial statements are as follows:

| FAIR VALUES AS AT THE ACQUISITION DAY                 |               |
|---|---------------|
| <b>Assets</b>   |               |
| Intangible fixed assets                               | 2,216         |
| Tangible fixed assets                                 | 1,213         |
| Inventories   | 2,364         |
| Receivables and loans                                 | 2,216         |
| Accruals and prepayments                              | 621           |
| Cash  | 1,428         |
| <b>Total assets</b>                                   | <b>10,058</b> |
| <b>Liabilities</b>                                    |               |
| Trade liabilities                                     | 387           |
| Other liabilities                                     | 657           |
| Employee benefit liabilities                          | 116           |
| Accruals  | 1             |
| <b>Total provisions</b>                               | <b>1,161</b>  |
|   |               |
| <b>Fair value of net assets at provisional values</b> | <b>8,897</b>  |
| Acquired share in net assets                          | 51%           |

|   |              |
|---|--------------|
| Price paid  | 6,000        |
| <b>Acquired goodwill as at the acquisition day - measured on the basis of the valuation of net assets at provisional values</b> | <b>1,463</b> |

#### 4. Description of non-typical factors and events influencing the assets, liabilities, equity, net result or cash flows

The declaration in Poland in mid-March 2020 of a state of risk of an epidemic and, consequently, a state of epidemic related to the spread of the SARS-CoV-2 coronavirus causing the COVID-19 disease, and the ensuing preventive administrative restrictions in the economic and social area undertaken to contain the coronavirus spread, had a negative impact on the Group's results in the period of three quarters of 2020, mainly the first two quarters. Of particularly significance for the Group's results was the decrease in results of the Retail Sale Network Management segment in the first quarter of 2020. This is the segment which has had the highest share in the Group's results so far. In case of the companies from this segment, despite the performance of results in the first two months of 2020 as planned, the shutdown of shops in commercial centres and, partially, in other locations in mid-March 2020 (in total, approx. 30% of the sale network) caused a drastic deterioration in results due to a considerable direct limitation of a part of the sales as such and no pursuit of the separately-remunerated quarterly objectives, the cost base remaining practically unchanged. The reopening of shops in May allowed the Group to rebuild the revenues and the public aid obtained, especially under the 'Shield 1.0' aid programme should be deemed of significance in terms of results. As for the cash flows, a non-standard factor was the support obtained from the mobile phone operators.

As for the remaining segments, the epidemiological situation resulted in a reduction by certain clients of the scale of cooperation (especially significant in the Sale Support segment) and in an introduction of forced changes to work organisation.

#### 5. Discussion of the basic economic and financial data disclosed in the quarterly consolidated financial statements

##### a) Discussion of the main items of the Group's income statement

The analysis below presents the Group's performance, including an exclusion in the three quarters of 2019 of ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. as assets held for sale.

##### REVENUE

The Group's revenues in the three quarters of 2020 amounted to kPLN 360,367 and were lower by 16.1% than the revenues generated in the corresponding period of the previous year. Each operating segment saw decreased revenues but not each company in the Group. The reasons underlying the decrease varied between segments and particular companies that make them up. To a large extent, they result from the restructuring activities carried out in selected activities and described in earlier reports, mainly in the annual financial statement for 2019. What is important, in most companies the decreased revenues did not have a negative impact on the operating result.

The impact of iPOS S.A.'s revenues on the Group's revenues in the period covered by these consolidated financial statements, i.e. September 2020, was insignificant and amounted to kPLN 297. The Company has not been assigned to any of the three operating segments and its results were disclosed in item 'not allocated' in the segment note (item 6 of the statements), together with the result of OEX S.A. The YTD revenues of iPOS S.A. for the three quarters of 2020 amounted to kPLN 2,290.

In the period of three quarters of 2020, the **Retail Sale Network Management** segment generated revenues at the level of kPLN 125,185, which is a fall by 8.7% (i.e. by kPLN 11,933) when compared to the corresponding period of 2019. The main reason for the decrease was the shutdown of stores located in shopping malls as described in item 4 and the considerable plunge in sales that remained open in the first two quarters of 2020. In the third quarter of 2020 alone, the segment's revenues amounted to kPLN 45,716 and were comparable to the revenues generated in the third quarter of 2019. The segment's revenues in the period from January to September 2020 constituted 34.8% of the Group's total revenues, while in the corresponding period of the previous year - 31.9%.



The revenues of the **Sale Support** segment in the period of three quarters of 2020 amounted to kPLN 98,925 and were lower by 31.0% (i.e. by kPLN 44,520) when compared to the corresponding period of the previous year. In the third quarter of 2020 alone, the segment's revenues amounted to kPLN 34,438 and were lower by 30.8% (i.e. by kPLN 15,296) than in the third quarter of 2019. The plunge in the segment's revenues results exclusively from the fall in the sales in OEX Cursor S.A., which underwent a deep restructuring in the second half of last year, as described in previous financial statements. The restructuring resulted in a considerable downsizing of the scale of business and, at the same time, a considerable improvement in efficiency. Irrespective of the foregoing, the company has strongly suffered both in the second and in the third quarters of 2020 the fall in orders received in relation with the COVID-19 epidemic outbreak. Its revenues in the third quarter of 2020 alone were admittedly higher by 7.4% than in the second quarter, but at the same time, they were lower by 8.4% than in the first quarter.

Despite the epidemic, in the period of three quarters of 2020 Merservice Sp. z o.o. generated slightly higher revenues than the ones generated in the corresponding period of 2019 mainly due to the expanded cooperation with one of the key clients but also due to a higher number of orders from the main client. The third quarter of 2020 alone was the best quarter for the company in that year in terms of revenues.

The segment's revenues in the period from January to September 2020 constituted 27.5% of the Group's total revenues, while in the corresponding period of the previous year - 33.4%.

During the period of three quarters of 2020, the **eCommerce services** segment (previous name 'E-commerce' – information about the change in the segment's name is provided on p. 6 in these statements) generated profits of kPLN 136,050. They were lower by 8.7% (i.e. by kPLN 12,933) than the segment's revenues in the corresponding period of the previous year. In the third quarter of 2020 alone, the segment's revenues amounted to kPLN 45,075 and were lower by 13.6% (i.e. by kPLN 7,065) than in the third quarter of 2019.

The changes in the level of revenues had a significantly varied impact on particular companies from the segment. There were significantly higher revenues in Divante Sp. z o.o. and Voice Contact Center Sp. z o.o. In the period of three quarters of 2020, they saw a growth in their revenues by, respectively, 27.7% and 45% when compared to the corresponding period of 2019. In the third quarter of 2020 alone, the revenues of Divante were higher by 14.3% when compared to the third quarter of 2019 and the revenues of Voice Contact Center went up by 57.6%. During the three quarters of 2020, those two companies combined generated almost 46.2% of the segment's revenues, while in the corresponding period of the previous year - 30.1%.

In relation with the epidemic, both companies have implemented an effective remote working system, which they continue to operate until now. In consequence, they are able to maintain operational business continuity. Cooperation was terminated or reduced on case of only a few clients, mainly representing sectors of economy that suffered most from the pandemic effects and restrictions imposed. On the other hand, the situation forced both the retail clients to change their purchasing preferences, which resulted in a significant boost in the eCommerce, and the enterprises from many sectors of economy to make necessary investments and changes in their business processes, which ensured indirect benefits for both Divante and Voice Contact Center as majority of their existing customers are such enterprises.

The decreased revenues during the three quarters of 2020 were noted by the remaining two companies from this segment - OEX E-Business Sp. z o.o. and OEX24 Sp. z o.o. In case of OEX E-Business, the decline by 21% was caused by the continued limitation of activities in the complementary business lines, mainly the eDelivery line and the retail business. At the same time, it saw a rise in the revenues from its leading line - logistic (up by 30%). In that line, the epidemic situation, which forced the consumers to change their shopping habits in favour of online purchases, resulted in a spike in orders in the area of logistics dedicated to eCommerce.

In the third quarter of 2020 alone, OEX E-Business Sp. z o.o. achieved revenues higher by 2.1% than in the second quarter of 2020, including a rise in revenues from logistic services by 4.3%. The Company's revenues constitute 48.3% of the total revenues of this segment.

In the three quarters, OEX24 Sp. z o.o. saw a decline in its revenues by 59.3% when compared to the corresponding period of 2019. The company's revenues constituted 5.5% of the segment's total revenues in the period of three quarters of 2020. The fluctuations in revenues generated by OEX 24 Sp. z o.o. stem from the business model switch that is still in the making. The company still makes investments in the development of an eCommerce platform for business clients, which constitutes its main product and the basis for the services it provides, while testing at the same time new sources of income, which in the opinion of its Management Board, give it a change to generate more stable results and build a more permanent value in a longer-term perspective.

The revenues of the eCommerce Services segment in the period from January to September 2020 eCommerce Services constituted 37.8% of the Group's total revenues, while in the corresponding period of the previous year - 34.7%.

#### EBITDA

The Group's **EBITDA** in the period from January to September 2020 amounted to kPLN 39,182 and was higher by 29.3% than in the corresponding period of the previous year. After exclusion of the impact of IFRS 16 with regard to the space lease contracts, EBITDA for the first three quarters of 2020 amounted to kPLN 23,671, i.e. constituted a rise by 61.6% when compared to the corresponding period of the 2019. EBITDA went up in the Group's all operating segments. This considerable y/y dynamics in EBITDA resulted from a one-off factor in 2019 year, i.e. a write-off made in the third quarter of 2019 by subsidiary OEX Cursor S.A. in the amount of PLN 4,229. After exclusion of that factor and the impact of the IFRS 16 standard with regard to the space lease contracts, the Group's EBITDA would see an increase by 25.4% in the analysed period.

In the third quarter of 2020 alone, the Group had EBITDA at the level of kPLN 15,149, which means an increase by 83.7% when compared to the corresponding period of the previous year. After exclusion of the impact of IFRS 16 with regard to the space lease contracts, the Group's EBITDA in the third quarter of 2020 amounted to kPLN 9,969, i.e. constituted a rise by 251.7% when compared to the corresponding period of the 2019. After exclusion of the write-off charge made by OEX Cursor S.A. in the third quarter of 2019 and after the exclusion of the impact of the IFRS 16 standard with regard to the space lease contracts, the Group's EBITDA would see an increase by 41.1% in the analysed period.

The impact of iPOS S.A.'s EBITDA on the Group's EBITDA in the period covered by these consolidated financial statements, i.e. September 2020, amounted to kPLN -235. The company has not been assigned to any of the three operating segments and its results were disclosed in item 'not allocated' in the segment note (item 6 of the statements), together with the result of OEX S.A. The YTD EBITDA of iPOS S.A. for the three quarters of 2020 amounted to kPLN -1,511.

Further analysis of EBITDA (below), as broken down into operating segments, refers exclusively to the values after the exclusion of the impact of IFRS 16 with regard to the space lease contracts. The impact of IFRS 16 is understood as the difference caused in the financial statements by the application of the IFRS 16 standard in place of the previously applied IAS 17 (until the end of 2018), i.e. a change from a different classification of contracts of lease of such spaces as warehouses, shops or offices.

EBITDA of the **Retail Sale Network Management** segment in the period from January to September 2020 amounted to kPLN 13,872, which is growth by 2.3% (i.e. by kPLN 308) when compared to the corresponding period of 2019. After the considerable slump in the results in the first quarter of 2020 caused by the epidemic situation, the segment's companies managed to recover partially in the second quarter 2020, wing to the satisfactory revenues in May and June as well as the cost reduction, including the reduction in the rental costs for stores located outside the shopping malls, also thanks to the public aid under the 'Shield 1.0' government programme. That aid programme took a form of subsidies to the remuneration for April, May and June from the funds of the Guaranteed Employee Benefits Fund as well as the exemption from the obligation to pay the mandatory social, accident, sickness and health insurance contributions. Additionally, the segment's companies took advantage of the possibility to liquidate their liabilities under rental contracts during the ban on operations of commercial centres, which, in turn, translated into the lack of necessity to incur costs foreseen in the rental contracts during the lockdown. The impact of the public aid on the

segment's results and, at the same time, the results of the Group in the period of three months of 2020 amounted to kPLN 3,347. In the third quarter of 2020 alone, the segment's companies did not receive any public aid. In that quarter, the segment's EBITDA reached kPLN 5,985, which means an increase by 39.4% when compared to the corresponding period of the previous year.

The segment's EBITDA in the period from January to September 2020 constituted 50.5% of the total EBITDA of all the three operating segments of the Group, while in the corresponding period of the previous year - 76.0%.

EBITDA of the **Sale Support** segment in the period from January to September 2020 amounted to kPLN 4,744, while it amounted to kPLN -1,539 in the corresponding period of 2019. After the exclusion of the impact of the write-off made in the third quarter of 2019 by subsidiary OEX Cursor S.A., in the amount of kPLN 4,229. EBITDA of the segment for the three quarters of 2019 would amount to kPLN 2,690. The comparison of EBITDA for the period from January to September 2020 and EBITDA for the three quarters of 2019 adjusted by the write-off, would give a rise by 76.4%.

In the third quarter of 2020 alone, the segment had EBITDA at the level of kPLN 1,592, which is lower by 4.9% than in the second quarter of 2020 and higher by 13.3% than in the first quarter of 2020. In case of the third quarter of 2019 alone, after the elimination of the above-mentioned write-off made by OEX Cursor S.A., the segment had EBITDA at the level of kPLN 395, which is a four-fold increase.

2019 was a difficult year for OEX Cursor S.A., especially the third quarter. Apart from the above-mentioned write-off, in the second and third quarter of 2019 the company was incurring considerable one-off restructuring costs, related to, among other things, reductions in its field structure. In the period from January to September 2020, the company generated positive results despite the epidemic situation. At the same time, because of that situation, the company received kPLN 170 as public aid under the 'Shield 1.0' government programme as a subsidy to the payroll fund in order to protect jobs. The subsidy was received from the Provincial Employment Service Agency.

In the period from January to September of both 2019 and 2020, Merservice had positive results and, additionally, its EBITDA went up by 35.3%.

The segment's EBITDA in the period from January to September 2020 constituted 17.3% of the total EBITDA of all the three operating segments of the Group.

EBITDA of the **eCommerce Services** segment in the period from January to September 2020 amounted to kPLN 8,850, and was higher by 51.9% (i.e. by kPLN 3,024) than the segment's EBITDA in the corresponding period of the previous year. In the third quarter of 2020 alone, the segment's EBITDA amounted to kPLN 4,131 and was higher by 15.2% (i.e. by kPLN 545) than in the third quarter of 2019. The changes in the level of EBITDA, similarly as in the case of the trends concerning the revenues, affected particular companies of the segment differently. Of prevailing impact on the segment's results were the results generated in the period from January to September 2020 by Divante and Voice Contact Center.

The rises in EBITDA noted by Divante and Voice Contact Center in the period from January to September 2020 amounted to, respectively, 39.4% and 73.7% when compared to the corresponding period of 2019. In the third quarter of 2020 alone, when compared to the third quarter of 2019, they amounted to, respectively 38.2% and 93.8%.

OEX E-Business - the segment's largest company in terms of revenue - significantly improved its result when compared to the period from January to September 2019, achieving a positive EBITDA in the second and third quarter of 2020. In relation with the epidemic situation in Poland, in 2020 the Company received kPLN 747 as public aid under the 'Shield 1.0' government programme as a subsidy to the payroll fund in order to protect jobs. The subsidy was received from the Provincial Employment Service Agency. Out of the total amount, kPLN 494 was received by the Company in the third quarter of 2020. The Company allocated this subsidy to cover the increased working costs related to the growing employee absenteeism caused by the epidemic circumstances (quarantines, necessity to take care of children, sickness leaves).

The eCommerce Services segment's EBITDA in the period from January to September 2020 constituted 32.2% of the total EBITDA of all the three operating segments of the Group, while in the corresponding period of the previous year - 32.6%.

Considering the above-mentioned differences in the results of particular segment companies and the diversified scope of their business objectives, item 6 of these financial statements, under the note presenting the results of operating segments, contains an additional table showing the separate results of companies, which together make up the results of the eCommerce services segment.

#### REMAINING ITEMS OF THE GROUP'S STATEMENT OF PROFIT OR LOSS

The **financial costs** in the period from January to September of 2020 amounted to kPLN 4,869 and were lower by 34.5% than the financial costs incurred in the corresponding period of the previous year. After exclusion of the impact of IFRS 16 with regard to the space lease contracts, the financial costs amounted to kPLN 2,086 and were lower by 51.9% than in the corresponding period of 2019. The main reason underlying the significant decline in financial costs was the considerably lower indebtedness of the Group, which resulted from the repayment in the fourth quarter of 2019 of the investment loan taken out in December 2017 to purchase shares in ArchiDoc S.A., repayment as per the schedule of the remaining investment loans and leases as well as a lower utilisation level of revolving instruments.

The **pre-tax profit** in the period from January to September of 2020 amounted to kPLN 13,202 and was higher than in the corresponding period of the previous year by 384.3%. In the third quarter of 2020 alone, the profit was kPLN 6,949, while there was a loss of kPLN -863 in the third quarter of 2019. After exclusion of the impact of IFRS 16 with regard to the space lease contracts, the pre-tax profit amounted to kPLN 13,988, and was higher by 249.7% than in the corresponding period of 2019.

The **net profit on continued operations** in the period from January to September of 2020 amounted to kPLN 10,625, while it amounted to kPLN 1,217 in the corresponding period of the previous year. In the third quarter of 2020 alone, the profit was kPLN 5,395, while there was a net loss of kPLN -1,050 in the third quarter of 2019. After exclusion of the impact of IFRS 16 with regard to the space lease contracts, the net profit on continued activities in the period of three quarters of 2020 was higher by 354% than in the corresponding period of 2019 and amounted to kPLN 11,309, while it amounted to kPLN 2,493 in the corresponding period of 2019. In the third quarter of 2020 alone, the profit was kPLN 5,564, .

The **net profit on assets held for sale**, representing the consolidated net profits of ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. had a significant positive impact on the Group's net profit in the period of three quarters of 2019 but was not present in 2020 in relation with the sale of shares in ArchiDoc S.A. and in ArchiDoc MED Sp. z o.o. effected on 17/10/2019. In the period from January to September 2019, it amounted to kPLN 4,042 .

The **net profit attributable to the shareholders of the parent company (OEX S.A.)** in the period from January to September of 2020 amounted to kPLN 8,680, while it amounted to kPLN 3,967 in the corresponding period of the previous year, which means an increase by 118.9%. In the third quarter of 2020 alone, the profit was kPLN 4,791, while there was a loss of kPLN -275 in the third quarter of 2019.

#### Overview of the main items of the cash flow statement of the Group

The Group's flows from operating activities in the period of three quarters of 2020 amounted to kPLN 44,607 . After exclusion of the impact of IFRS 16 with regard to the space lease contracts, the flows from operating activities amounted to kPLN 30,781 . Significant items influencing the flows from operating activities were the positive performance result and positive changes in the working capital, especially the decline in the balance of amounts receivables by kPLN 6,000 as well as in the prepayments and, to a certain extent, inflows received as support from the mobile phone operators as elements of the mitigation by them of the consequences of the COVID-19 pandemic, in the form of advances for future commissions in the companies from the Sale Network Management segment.

The Group's **flows from investment activities** in the period of three quarters of 2020 amounted to kPLN -1,389 and in the third quarter of 2020 alone they reached a level of kPLN -3,666, which resulted mainly from the purchase of shares in iPOS S.A. less the cash of that company, which gives a total of kPLN 4,572 .

A significant item influencing the flows from investing activities was the inflow into the account of OEX S.A. of the total sum of kPLN 5,611 paid by Offsite Archive Storage & Integrated Services (Ireland) Ltd. in relation with the fulfilment of certain defined conditions related to the transaction of the sale of shares in ArchiDoc S.A., which took place on 17 October 2019.

The Group's **flows from financial activities** in the period of three quarters of 2020 amounted to kPLN -47,230 . After exclusion of the impact of IFRS 16 with regard to the space lease contracts, the flows from financial activities for the same period amounted to kPLN -33,404 and in the third quarter of 2020 alone, they reached a level of kPLN -27,370, which was greatly due to the payment of dividend by OEX S.A. in the amount of kPLN 17,560 .

#### Overview of the main items of the balance sheet of the Group

In the balance sheet as at 30 September 2020, the balance sheet total was at the level of kPLN 369,938 and was lower by 3.7% than as at 31 December 2019. As regards the assets, the share of fixed assets and the current assets was, respectively, 54.12% and 45.9% (as at 31/12/2019: 53.2% and 46.8%). As regards the fixed assets, there were no significant changes in the period of three quarters of 2020.

The fixed assets' highest value is the goodwill equal to kPLN 81,482, which constitutes 40.7% of the total fixed assets. In the third quarter of 2020, the value increased by kPLN 1,463 in consequence of the acquisition of control over iPOS S.A. More than 33.9% of the fixed assets are assets arising in relation with the application of the IFRS 16 standard in the part concerning the rental contracts, in the total amount of kPLN 67,975 . As at 30 September 2020, the above-mentioned items constitute a total of 74.6% of fixed assets and 40.4% of total assets of the Group in the balance sheet.

The share of current assets in total assets as at 30 September 2020 fell slightly - down to 45.9% from 46.8% as at 31 December 2019. In terms of value, the decrease amounted to kPLN 9,958 . There also was a change in the structure of assets, mainly in items '*trade receivables*' and '*cash*'. The receivables went down by kPLN 8,340, i.e. by 7.4%, while the cash position by kPLN 4,012, i.e. by 7.2%. It should be noted that in that period, OEX S.A. paid kPLN 17,560 as dividend to its shareholders and subscribed shares in iPOS S.A. with a value of kPLN 6,000, and the Group, at the same time, decreased its financial debt by kPLN 10,139 (in which a repayment by the Group's companies to the Polish Development Fund of kPLN 4,900 out of kPLN 6,395 obtained earlier under the 'Shield 2.0' government programme). The cash as at 30 September 2020, constituted 30.5% of the Group's current assets.

The current assets are higher by 16.7% than the short-term liabilities.

With regard to the equity and liabilities, the proportion between the shareholder's equity and the liabilities as at 30 September 2020 was, respectively, 41.2% and 58.8% (as at 31 December 2019: 40.7% and 59.3%). The value of the shareholder's equity was kPLN 152,395, which was a decrease by 2.6% when compared to the value as at 31 December 2019.

The total value of the Group's liabilities as at 30 September 2020 amounted to kPLN 217,543 which constituted a decrease by kPLN 10,278, i.e. by 4.5%, when compared to the value as at 31 December 2019. The highest item in liabilities are the liabilities recognised in consequence of the application of the IFRS 16 standard with regard to the rental contracts concerning offices and warehouses - a total of kPLN 75,473, i.e. 34.7% of the Group's total liabilities. The remaining financial liabilities (interest) towards banks and financial institutions as at 30 September 2020 amounted to kPLN 44,103 and were lower by kPLN 10,139, i.e. by 18.7%, when compared to the value as at 31 December 2019. The long-term debt went down by kPLN 5,889, i.e. by 49.2% to kPLN 6,082, and the short-term debt went down by kPLN 4,250, i.e. by 10.1% to kPLN 38,021, .

The Group's trade liabilities went up in the period of three months of 2020 by kPLN 971, i.e. by 1.5% and amounted to kPLN 66,428 .

## 6. Operating segments

Until the end of 2019, the Issuer had four operating segments within its Group (Retail Sale Network Management, Sale Support, E-Business and BPO) as well as a holding company - OEX S.A (not allocated). Starting from 1 January 2020, the Group has had 3 segments (no more BPO segment in relation with the sale of ArchiDoc S.A., the segment's leading company, effected in October 2019). The business and the results of Voice Contact Center, previously reported in the BPO segment, were shown in the E-Business segment as of the first quarter of 2020. In consequence of the change in segment classification, the Group also restates the comparable data for the three quarters of 2019.

Additionally, starting from the date of publication of these statements, the Issuer decided to change the name of the E-business segment. The name 'E-business' is replaced by 'eCommerce services'. The term 'e-business' refers nowadays more to the so-called electronic business and is associated mainly with technological firms and IT, which does not fully correspond to the objects of the business pursued by the OEX Group in this segment. The new segment name makes a direct reference to the strategic objectives set by the segment companies – development of services and technologies as well as reinforcement of the position on the market of eCommerce segment suppliers. The change will allow a simplification and standardization of the OEX Group's communication and will render the message more understandable.

Results of the newly acquired iPOS S.A. have not been assigned to any of the existing operating segments. They were disclosed in the 'not allocated' segment in the segment note, together with the results of the parent company.

### 6.1. RETAIL SALE NETWORK MANAGEMENT SEGMENT

The retail sale network management segment comprises comprehensive services related to the sale of the client's products and services in a network of stores and retail outlets, and in particular the creation and management of retail sale outlet networks and the sale and sale force management. The OEX Group concentrates on the management of the mobile phone service distribution network, whereby the experience and unique competences related to sale network building may be used in other sectors on the basis on a similar distribution model. At present, the OEX Group is the provider of these services to three mobile phone operators in Poland – Orange, T-Mobile and Plus. The sale of the Orange network services is ensured by Tell Sp. z o. o., of the T-Mobile network services by Europhone Sp. z o. o. and the of the PLUS network - by PTI Sp. z o. o. The OEX Group has achieved its current position on the market by taking over smaller networks and by developing cooperation with operators.

| NUMBER OF STORES AS AT THE END OF THE REPORTING QUARTER |                  |                  |                    |              |
|---|------------------|------------------|--------------------|--------------|
|   | as at 30/09/2020 | as at 30/09/2019 | change y/y in pcs. | y/y in %     |
| Orange network stores                                   | 176              | 182              | -6                 | 96.7%        |
| T-Mobile network stores                                 | 90               | 94               | -4                 | 95.7%        |
| Plus network stores                                     | 64               | 66               | -2                 | 97.0%        |
| <b>Total stores</b>                                     | <b>330</b>       | <b>342</b>       | <b>-12</b>         | <b>96.5%</b> |

| AVERAGE NUMBER OF STORES IN THE REPORTING PERIOD |   |   |                    |              |
|--|---|---|--------------------|--------------|
|  | average in the period<br>01/01-30/09/2020 | average in the period<br>01/01-30/09/2019 | change y/y in pcs. | y/y in %     |
| Orange network stores                            | 176.0                                     | 184.0                                     | -8                 | 95.7%        |
| T-Mobile network stores                          | 92.0                                      | 96.0                                      | -4                 | 95.8%        |
| Plus network stores                              | 64.7                                      | 66.0                                      | -1                 | 98.0%        |
| <b>Total stores</b>                              | <b>332.7</b>                              | <b>346.0</b>                              | <b>-13</b>         | <b>96.2%</b> |

| BREAKDOWN OF REVENUE                                |                  |                  |                 |
|---|------------------|------------------|-----------------|
|   | 01/01-30/09/2020 | 01/01-30/09/2019 | change y/y in % |
| Revenue from the sale of telecommunication services | 89,453           | 94,555           | 94.6%           |
| Sets and pre-paid refills                           | 3,235            | 4,377            | 73.9%           |
| Postpaid contract phones                            | 28,747           | 30,558           | 94.1%           |
| Other revenue                                       | 4,141            | 7,957            | 52.0%           |
| <b>Total</b>  | <b>125,575</b>   | <b>137,448</b>   | <b>91.4%</b>    |

| VOLUMES OF SERVICES SOLD |                  |                  |                 |
|--------------------------|------------------|------------------|-----------------|
|                          | 01/01-30/09/2020 | 01/01-30/09/2019 | change y/y in % |
| Postpaid activations     | 607,697          | 632,699          | 96.0%           |
| Prepaid activations      | 92,399           | 115,523          | 80.0%           |
| <b>Total</b>             | <b>700,096</b>   | <b>748,222</b>   | <b>93.6%</b>    |

## 6.2. SALE SUPPORT SEGMENT

Operations of this segment are carried out by OEX Cursor S.A., Merservice Sp. z o.o. and Pro People Sp. z o.o. The services rendered by the companies focus on activities from the trade support and field marketing area and their objective is to support the sales of clients' products and services and influence the development of distribution. The services also comprise experience marketing and promotion activities aimed at building and increasing consumer loyalty to the brands promoted. The clients of the Sale Support segment include FMCG producers and distributors, mainly from the food industry. In this Segment, also the HR management and recruitment services for the purposes of the OEX Group, i.e. object of the business of Pro People Sp. z o.o., are rendered.

The services are mainly pursued using the outsourcing model, which consists in the take over from the clients of the sale support processes in whole or in part. The services are provided using the human resources of the segment's companies as well as such working tools and the car fleet and IT systems. The cooperation may concern the team management as well as the management of entire sale and marketing processes of clients

- **Trade Support**

Services in this area are provided by OEX Cursor S.A. and Merservice Sp. z o. o.

**The outsourcing of sales representatives** consists in the provision of a field team of sales representatives, provision of all the necessary working tools for that team and the supervision over its proper activities. The task of the team is, depending on the given project pursued, the acquisition of new or the support of the existing consumers of the client's (the point-of-sale's) goods and services. The sales representative outsourcing service is addressed to the entire market (modern, traditional and specialist sales).

**Shared sales forces** is a service that consists in the provision of a field team equipped with all the necessary work tools. The team pays merchandising and commercial visits to selected retail outlets all over Poland in a shared model, i.e. for various producers (not on an exclusivity basis). It is an alternative to the outsourcing of sales representatives. This service is provided in various sales channels – from traditional brick-and-mortar stores, through petrol stations and supermarkets to cash & carry and hypermarkets.

**Merchandising** consists in the service related to the exposure of goods in commercial networks on the modern and traditional markets by on-site teams as well as by mobile teams (provided with appropriate vehicles). The service is rendered using IT tools.

**The examination of goods exposure and availability and consumer communication standards** supplements the merchandising offer. The examination is carried out in the form of audits made in commercial networks and retail outlets. Their purpose is to obtain information from the market, verify the arrangements made between the retail outlet and the producer and control the effectiveness of sales structures of the client. An element supplementing the

process is the construction and update of databases. The data acquisition process takes place using IT tools, which guarantee the quality and reliability of materials collected. The offer also comprises the analyses and presentations of data.

- **Field Marketing**

Services in this area are provided by OEX Cursor S.A.

**Experience marketing** involves activities to address individually to a specific product or service, the purpose of which is to engage the consumer and to build brand awareness by interacting with the product. Projects pursued for the clients comprise dedicated events, education and sale actions, samplings and tastings together with the provision of personnel, equipment and logistics of marketing materials as well as the management of loyalty programmes.

**Shopper marketing** Product promotion services comprise activities related to a direct contact with the consumer, the purpose of which is to influence the purchase decisions taken in the point of sale. They concern project related to the provision to the producers of teams defined as 'Client Advisers' who stimulate the sale in modern or traditional sale outlets or in commercial networks by ensuring additional information about the product, allowing the clients to try product samples or realize individual orders of consumers. Such activities are reinforced by organisation of consumer programmes such as lotteries or contests.

### 6.3. THE E-COMMERCE SERVICES SEGMENT

The segment comprises the following companies: OEX E-Business Sp. z o. o., Divante Sp. z o. o., OEX24 Sp. z o. o. and Voice Contact Center Sp. z o.o. The eCommerce Services segment provides mainly services dedicated to the eCommerce sector, including the areas of technology, customer experience and logistics.

The **logistic operations** are provided by OEX E-Business Sp. z o.o. They comprise mainly the execution of orders related to e-shop support, dispatch of awards in loyalty programmes as well as distribution and warehousing of marketing materials. Workshops and consultations on optimal process management, construction and provision of product and material ordering and management IT solutions integrated with the clients' systems are ensured as part of the services. The logistic support for internet shops and the remaining clients provided by OEX E-Business comprises the reception of goods in the distribution centres, warehousing, order picking, purchase of cardboard and filling materials, fiscal registration, courier distribution and returns. The Company has integration with the most popular eCommerce systems and tools: Magento, PrestaShop, Shoper, Idosell, Allegro, Paczkomaty, DPD, FedEx, UPS.

The **purchase processing services** provided by OEX E-Business Sp. z o.o. are related to the optimisation at the business client's order of the costs of purchase of marketing materials, packagings, products for resale and products for loyalty programmes. The activities consist in the market analysis, provision of recommendations concerning the determination of selection criteria to be followed when purchasing products, purchase cost optimization as well as logistic and administrative support of the process. In case of orders executed on foreign markets, the services comprise the analysis of the supplier's potential, verification of the quality of raw materials (standard observance, quality standard certificates, including, but not limited to FDA, CE, EN 71), supervision over the performance of prototypes and ensuring the consistency of product batches.

OEX E-Business Sp. z o.o. manages an extended warehouse infrastructure with an area of 44.000 sq.m. and capacity of 71.500 pallet places - based on a warehouse management system. The operation quality consistency is ensured by ISO 9001:2008.

In the area of **eCommerce-dedicated technology**, Divante Sp. z o.o., is a leading company and an expert in creating top-shelf eCommerce solutions and products for global B2B and B2C companies. The company's team of over 250 experts supports its partners in the development and implementation of breakthrough concepts based on leading edge technologies.

The main areas of activities of Divante Sp. z o.o. include:

- creation of eCommerce systems based on Magento, Shopware, and commercetools platforms;



- implementation of product information management systems based on Pimcore / Akeneo solutions;
- provision of mobile phone traffic optimisation solutions using the Vue Storefront product;
- implementation of client loyalty programmes;
- design and implementation of the visual side of eCommerce;
- maintenance and optimisation of existing shops.

OEX24 Sp. z o.o., incorporated in November 2018, is also active in the area of technology for the eCommerce. The company was created in order to carry out trade support processes on the domestic and international market and to connect sellers and buyers by means of technology. The Company manages the eCommerceB2B platform - a universal tool which supports producers and distributors in the digitalisation of sales. It allows and streamlines the sales to clients, at the same time allowing goods producers and distributors access to new contractors.

As of the first quarter of 2020, the segment also includes Voice Contact Center Sp. z o. o. (formerly within the BPO segment that no longer exists within the Group's structure).

Voice Contact Center Sp. z o.o. provides solutions in the customer experience area. It offers a comprehensive support for business processes related to client communication, from client acquisition, through support to cooperation development and maintenance as well as supports backoffice activities. It renders services that encompass the support of all channels of contacts with the client: phone calls, e-mail, chat, social media, texts, video, traditional mail. Talks with clients are also supported owing to the use of a proprietary conversation bot. The Company's main services are the following: management of comprehensive and multi-channel customer support offices, backoffice processes, CATI research and sales support. The customers for the company's services are, among others, companies from the following sectors: eCommerce, finance, insurance, commerce and distribution. The company carries out projects in the area of product and service helplines, help desks for system and app users, complaint handling with compensation logistics, sale support in eCommerce, backoffice in relation with, *inter alia*: work with product cards, complaint handling, support for financial departments. The company also provides services for medical companies such as: appointment scheduling and confirmation, remote diagnostics support. For insurance companies, Voice Contact Center Sp. z o.o. provides services related to claim registration and handling. The services are provided in modern operational centres in Warsaw, Łódź and Lublin, where there are over 700 professional contact centre work stations.

The services for eCommerce provided by companies from the eCommerce Services segment include comprehensive services for companies involved in online sales or those which have offline sales but plan to expand to the online sale in the B2B and B2C areas. The provision of such services may follow the end to end model. The services may also be rendered as individual components of the entire chain.

| REVENUES AND RESULTS OF OPERATING SEGMENTS                                    |                         |                |                    |                |               |
|---|-------------------------|----------------|--------------------|----------------|---------------|
|   | Sale network management | Sale Support   | eCommerce Services | Not allocated  | Total         |
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2020</b>                                |                         |                |                    |                |               |
| Revenue from external customers   | 125,185                 | 98,925         | 136,050            | 207            | 360,367       |
| Revenue from the sales between segments                                       | 10                      | 494            | 870                | 3,287          | 4,661         |
| Total revenues  | 125,195                 | 99,419         | 136,920            | 3,494          | 365,028       |
| Segment's operating result  | 12,729                  | 3,058          | 5,717              | - 4,117        | 17,387        |
| <b>EBITDA</b>   | <b>21,937</b>           | <b>5,181</b>   | <b>15,689</b>      | <b>- 3,625</b> | <b>39,182</b> |
| Amortisation and depreciation   | 9,208                   | 2,123          | 9,972              | 492            | 21,795        |
| Financial income  |                         |                |                    |                | 854           |
| Financial costs   |                         |                |                    |                | 4,869         |
| Share in the profit (loss) of entities measured using the equity method (+/-) |                         |                |                    |                | - 170         |
| Gross profit  |                         |                |                    |                | 13,202        |
| Income tax  |                         |                |                    |                | 2,577         |
| Net profit on continued activities  |                         |                |                    |                | 10,625        |
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2019 (restated)</b>                     |                         |                |                    |                |               |
| Revenue from external customers   | 137,118                 | 143,445        | 148,983            | 28             | 429,574       |
| Revenue from the sales between segments                                       | 31                      | 966            | 2,072              | 4,536          | 7,605         |
| Total revenues  | 137,149                 | 144,411        | 151,055            | 4,564          | 437,179       |
| Segment's operating result  | 12,304                  | - 3,291        | 4,100              | - 3,369        | 9,744         |
| <b>EBITDA</b>   | <b>21,888</b>           | <b>- 1,006</b> | <b>12,444</b>      | <b>- 3,013</b> | <b>30,313</b> |
| Amortisation and depreciation   | 9,584                   | 2,285          | 8,344              | 356            | 20,569        |
| Financial income  |                         |                |                    |                | 528           |
| Financial costs   |                         |                |                    |                | 7,431         |
| Share in the profit (loss) of entities measured using the equity method (+/-) |                         |                |                    |                | - 115         |
| Gross profit  |                         |                |                    |                | 2,726         |
| Income tax  |                         |                |                    |                | 1,508         |
| Net profit on continued activities  |                         |                |                    |                | 1,217         |

Below are presented the results of the OEX Group's operating segments for the period of three quarters of 2020 and of 2019 before the impact of the IFRS 16 adoption, which concerns the rental contracts for offices and warehouses. The impact of IFRS 16 is understood as the difference caused in the financial statements by the application of the IFRS 16 standard in place of the previously applied IAS 17 (until the end of 2018), i.e. a change from a different classification of contracts of lease of such spaces as warehouses, shops or offices.

|  | <b>Sale network management</b> | <b>Sale Support</b> | <b>eCommerce Services</b> | <b>Not allocated</b> | <b>Total</b>  |
|--|--------------------------------|---------------------|---------------------------|----------------------|---------------|
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2020</b> |                                |                     |                           |                      |               |
| Segment's operating result as per IFRS 17      | 12,092                         | 2,966               | 4,711                     | - 4,066              | 15,703        |
| <b>EBITDA as per IAS 17</b>                    | <b>13,872</b>                  | <b>4,744</b>        | <b>8,850</b>              | <b>- 3,795</b>       | <b>23,671</b> |

|   | <b>Sale network management</b> | <b>Sale Support</b> | <b>eCommerce Services</b> | <b>Not allocated</b> | <b>Total</b>  |
|---|--------------------------------|---------------------|---------------------------|----------------------|---------------|
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2019 (restated)</b> |                                |                     |                           |                      |               |
| Segment's operating result as per IFRS 17                 | 11,701                         | - 3,357             | 3,272                     | - 3,390              | 8,226         |
| <b>EBITDA as per IAS 17</b>                               | <b>13,564</b>                  | <b>- 1,539</b>      | <b>5,826</b>              | <b>- 3,207</b>       | <b>14,644</b> |

The data for the three quarters of 2019 comprise the data concerning the continued operations of the Group, with the exclusion of the impact of ArchiDoc S.A. and ArchiDoc MED Sp. z .o. o., whose results are presented as assets held for sale.

The business and the results of Voice Contact Center, previously reported in the BPO segment, have been shown in the eCommerce Services segment as of the first quarter of 2020. In consequence of, in segment classification, the Group also restated the comparable data for the three quarters of 2019.

Because of the heterogeneous character of business of particular companies from the eCommerce Services segment and differences in their results and dynamics, the results of all the segment companies are presented below separately. In order to reconcile the segment's results, the results of individual companies were adjusted by consolidation adjustments, including intercompany transactions with OEX S.A.

In case of data for 2019, there was an additional difference related to the necessity to transform the segment note because of the sale of shares in ArchiDoc. The transformation consisted in the changed division into operating segments. Originally, in 2019, the Group had 4 operating segments – including a BPO segment comprising ArchiDoc S.A. and Voice Contact Center. The sale of shares in ArchiDoc resulted the derecognition of that company's revenues, operating profit and EBITDA and their recognition as assets held for sale. The results of the BPO segment remaining after this adjustment were added to the results of the E-business segment. In consequence of the adjustments, the total operating results of the companies from the eCommerce Services segment for the period of 9 months of 2019 is different from the total operating result of the segment.

| SEPARATE REVENUES AND RESULTS OF COMPANIES FROM THE E-COMMERCE SERVICES OPERATING SEGMENT |                |              |                      |             |                            |
|---|----------------|--------------|----------------------|-------------|----------------------------|
|   | OEX E-Business | Divante      | Voice Contact Center | OEX24       | eCommerce Services segment |
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2020</b>  |                |              |                      |             |                            |
| Total revenues  | 66,597         | 37,097       | 25,796               | 7,430       | 136,920                    |
| Revenue from external customers   | 65,727         | 37,097       | 25,796               | 7,430       | 136,050                    |
| Operating profit (loss) as per IFRS 16  | -604           | 5,005        | 2,369                | -1,499      | 5,717                      |
| <b>EBITDA as per IFRS 16</b>  | <b>5,826</b>   | <b>6,589</b> | <b>4,231</b>         | <b>-957</b> | <b>15,689</b>              |
| Operating profit (loss) as per IAS 17   | -987           | 4,920        | 2,277                | -1,499      | 4,711                      |
| <b>EBITDA as per IAS 17</b>   | <b>882</b>     | <b>6,142</b> | <b>2,782</b>         | <b>-956</b> | <b>8,850</b>               |
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2019 (restated)</b>                                 |                |              |                      |             |                            |
| Total revenues  | 86,116         | 28,292       | 17,809               | 18,838      | 151,055                    |
| Revenue from external customers   | 85,116         | 28,292       | 17,649               | 17,926      | 148,983                    |
| Operating profit (loss) as per IFRS 16  | - 1,101        | 3,730        | 1,123                | 388         | 4,100                      |
| <b>EBITDA as per IFRS 16</b>  | <b>4,437</b>   | <b>4,921</b> | <b>2,630</b>         | <b>456</b>  | <b>12,444</b>              |
| Operating profit (loss) as per IAS 17   | - 1,720        | 3,643        | 961                  | 388         | 3,272                      |
| <b>EBITDA as per IAS 17</b>   | <b>-514</b>    | <b>4,537</b> | <b>1,368</b>         | <b>434</b>  | <b>5,826</b>               |

The geographical structure of sales is presented in the table below:

| GEOGRAPHICAL AREAS - REVENUES |                  |                  |
|-------------------------------|------------------|------------------|
|                               | 01/01-30/09/2020 | 01/01-30/09/2019 |
| Poland                        | 313,218          | 346,507          |
| Europe                        | 41,907           | 80,964           |
| Asia                          | 770              | 784              |
| Africa                        | 51               | 60               |
| North America                 | 4,421            | 1,259            |
| <b>Total</b>                  | <b>360,367</b>   | <b>429,574</b>   |

The Group has one counterparty, whose share in the Group's turnover exceeded 10%. The Group made 14% of its turnover with that entity. The revenue from this counterparty is generated by a company from the 'Sale Network Management' segment.

The explanation of the reasons underlying changes in revenues in particular operating segments of the Group in the period of three quarters of 2020 when compared to the corresponding period of 2019 can be found in item 5.

## 7. Explanations concerning the seasonality or cyclicity of the Group's activities in the presented period

The seasonality of sales in the mobile phone service sector (the Retail Sale Network Management segment - of companies: Tell sp. z o.o., Europhone Sp. z o.o. and PTI Sp. z o.o.) is visible mainly in the growth of the sales in the fourth quarter, especially in December. Sometimes, the natural cycle of seasonality is modified in consequence of marketing activities of operators.

The characteristic feature of the business of OEX Cursor S.A., Merservice Sp. z o.o., OEX E-Business Sp. z o.o., OEX 24 Sp. z o.o. and Divante Sp. z o.o. (segments Sale Support and eCommerce Services) is the seasonality of sales, which is such that the first quarter of each financial year constitutes approximately 20% of the annual sales. The second and third quarters are similar in terms of revenues and each one of them constitutes - historically - approximately 25% of the sale value. The highest sales are noted in the fourth quarter - approximately 30% of the annual sales. In the fourth quarter, there is increased demand for products in the pre-Christmas period. The intensity of promotional projects and the logistics of marketing materials and goods distributed directly to the consumers under eCommerce projects is growing. Lower sale values on the first quarter of the year result from reduced orders made by traditional commerce in the post-Christmas period. New projects, whose functional cycle spans annual periods, start with lower intensity, acquisition of IT projects to be followed is in progress. Such project will be carried out in the second, third and fourth quarter.

## 8. Information about the creation, utilisation and reversal of impairment charges on inventories

| IMPAIRMENT OF INVENTORIES                                    |                  |                  |                  |
|--|------------------|------------------|------------------|
|  | 01/01-30/09/2020 | 01/01-30/09/2019 | 01/01-31/12/2019 |
| <b>State as at period beginning</b>                          | <b>3,293</b>     | <b>1,348</b>     | <b>1,348</b>     |
| Loss expensed as cost in the period                          | 514              | 570              | 1,945            |
| Reversal of impairments carried as revenue in the period (-) |                  |                  |                  |
| <b>State as at period end</b>                                | <b>3,807</b>     | <b>1,918</b>     | <b>3,293</b>     |

## 9. Information about the creation, utilisation and reversal of impairment charges on financial assets

| IMPAIRMENT OF FINANCIAL ASSETS                                     |                  |                  |                  |
|--|------------------|------------------|------------------|
|  | 01/01-30/09/2020 | 01/01-30/09/2019 | 01/01-31/12/2019 |
| <b>State as at period beginning</b>                                | <b>8,050</b>     | <b>6,316</b>     | <b>6,316</b>     |
| Loss expensed as cost in the period                                | 291              | 794              | 2,335            |
| Reversal of impairments carried as revenue in the period (-)       |                  | - 432            | - 386            |
| Provisions used (-)  | - 1,023          |                  | - 87             |
| Sale of subsidiaries ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. (-) |                  | - 127            | - 128            |
| Increase by a purchase of subsidiary iPOS S.A.                     | 93               |                  |                  |
| <b>State as at period end</b>                                      | <b>7,411</b>     | <b>6,551</b>     | <b>8,050</b>     |

## 10. Information on the creation, utilisation and write-back of provisions

The value of provisions recognised in the abbreviated consolidated financial statements and changes thereto in particular periods have been as follows:

|  | Long-term provisions for: |                  | Other provisions, including provisions for: |               |                         |                  | Total        |
|--|---------------------------|------------------|---|---------------|-------------------------|------------------|--------------|
|  | Employee benefits         | Other provisions | Accrued holidays                            | Payroll costs | Other employee benefits | Other provisions |              |
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2020</b>                     |                           |                  |   |               |                         |                  |              |
| <b>State as at period beginning</b>                                | <b>111</b>                |                  | <b>2,878</b>                                | <b>2,665</b>  |                         | <b>52</b>        | <b>5,595</b> |
| Provision increase carried as expense in the period                |                           | 30               | 910   | 954           |                         | 657              | 2,521        |
| Provision increase carried as income in the period (-)             |                           |                  | - 557                                       | - 1,045       |                         |                  | - 1,602      |
| Utilisation of provisions (-)                                      |                           |                  | - 173                                       |               |                         | - 17             | - 190        |
| <b>Provisions as at 30/09/2020</b>                                 | <b>111</b>                | <b>30</b>        | <b>3,058</b>                                | <b>2,574</b>  |                         | <b>692</b>       | <b>6,324</b> |
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2019</b>                     |                           |                  |   |               |                         |                  |              |
| <b>State as at period beginning</b>                                | <b>121</b>                | <b>31</b>        | <b>1,879</b>                                | <b>1,917</b>  | <b>8</b>                | <b>116</b>       | <b>3,920</b> |
| Provision increase carried as expense in the period                |                           |                  | 1,621                                       |               |                         | 206              | 1,827        |
| Provision increase carried as income in the period (-)             |                           |                  |   | - 58          |                         | - 44             | - 102        |
| Sale of subsidiaries ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. (-) | - 39                      | - 31             | - 236                                       | - 68          | - 8                     | - 37             | - 349        |
| Utilisation of provisions (-)                                      |                           |                  | - 323                                       | - 1,647       |                         |                  | - 1,970      |
| <b>Provisions as at 30/09/2019</b>                                 | <b>82</b>                 |                  | <b>2,941</b>                                | <b>144</b>    |                         | <b>241</b>       | <b>3,326</b> |
| <b>FOR THE PERIOD FROM 01/01 TO 31/12/2019</b>                     |                           |                  |   |               |                         |                  |              |
| <b>State as at period beginning</b>                                | <b>121</b>                | <b>31</b>        | <b>1,879</b>                                | <b>1,917</b>  | <b>8</b>                | <b>116</b>       | <b>3,920</b> |
| Provision increase carried as expense in the period                | 29                        |                  | 1,657                                       | 2,665         |                         | 17               | 4,339        |
| Provision increase carried as income in the period (-)             |                           |                  | - 208                                       | - 1,484       |                         | - 44             | - 1,736      |
| Sale of subsidiaries ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. (-) | - 39                      | - 31             | - 236                                       | - 68          | - 8                     | - 37             | - 349        |
| Utilisation of provisions (-)                                      |                           |                  | - 214                                       | - 365         |                         |                  | - 579        |
| <b>Provisions as at 31/12/2019</b>                                 | <b>111</b>                |                  | <b>2,878</b>                                | <b>2,665</b>  |                         | <b>52</b>        | <b>5,595</b> |

## 11. Information about deferred income tax assets and liabilities

|  | 30/09/2020    | 30/09/2019    | 31/12/2019    |
|--|---------------|---------------|---------------|
| <b>DEFERRED INCOME TAX LIABILITIES</b>                             |               |               |               |
| State as at period beginning                                       | 11,517        | 10,383        | 10,383        |
| Sale of subsidiaries ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. (-) |               | - 651         | - 651         |
| Impact on the net financial result                                 | 149           | - 816         | - 1,785       |
| <b>State as at period end</b>                                      | <b>11,368</b> | <b>10,548</b> | <b>11,517</b> |
| <b>DEFERRED INCOME TAX ASSETS</b>                                  |               |               |               |
| State as at period beginning                                       | 7,093         | 5,492         | 5,492         |
| Sale of subsidiaries ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. (-) |               | - 639         | - 638         |
| Impact on the net financial result                                 | 1,211         | 2,338         | 2,239         |
| <b>State as at period end</b>                                      | <b>8,304</b>  | <b>7,191</b>  | <b>7,093</b>  |

## 12. Information about material transactions of acquisition and disposal of tangible fixed assets

The table below presents the acquisitions and disposals as well as impairment charges concerning tangible fixed assets:

|  | Machinery and equipment | Vehicles     | Other fixed assets | In construction | Total         |
|--|-------------------------|--------------|--------------------|-----------------|---------------|
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2020</b>                     |                         |              |                    |                 |               |
| <b>Net carrying amount as at 01/01/2020</b>                        | <b>3,743</b>            | <b>193</b>   | <b>5,244</b>       | <b>105</b>      | <b>9,285</b>  |
| Increase by a purchase of subsidiary iPOS S.A.                     | 1,066                   |              | 111                |                 | 1,177         |
| Increase (acquisition, production, lease)                          | 1,168                   | 26           | 380                | 600             | 2,174         |
| Decrease (disposal, liquidation, putting to use) (-)               | - 358                   | - 433        | - 338              | - 286           | - 1,415       |
| Depreciation and amortisation (-)                                  | - 1,173                 | 378          | - 732              |                 | - 1,527       |
| <b>Net carrying amount as at 30/09/2020</b>                        | <b>4,446</b>            | <b>164</b>   | <b>4,665</b>       | <b>419</b>      | <b>9,694</b>  |
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2019</b>                     |                         |              |                    |                 |               |
| <b>Net carrying amount as at 31/12/2018</b>                        | <b>6,260</b>            | <b>6,350</b> | <b>11,376</b>      | <b>1,163</b>    | <b>25,149</b> |
| Increase (acquisition, production, lease)                          | 1,266                   | 2,529        | 1,848              | 3,071           | 8,714         |
| Decrease (disposal, liquidation, putting to use) (-)               | - 322                   | - 1,371      | - 368              | - 3,163         | - 5,224       |
| Depreciation and amortisation (-)                                  | - 1,174                 | - 898        | - 831              |                 | - 2,903       |
| Sale of subsidiaries ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. (-) | - 1,160                 | - 1,318      | - 4,609            | - 306           | - 7,393       |
| Change of presentation in relation with the IFRS 16 adoption       | - 1,523                 | - 5,075      | - 2,765            |                 | - 9,363       |
| <b>Net carrying amount as at 30/09/2019</b>                        | <b>3,347</b>            | <b>217</b>   | <b>4,651</b>       | <b>765</b>      | <b>8,980</b>  |
| <b>FOR THE PERIOD FROM 01/01 TO 31/12/2019</b>                     |                         |              |                    |                 |               |
| <b>Net carrying amount as at 31/12/2018</b>                        | <b>6,260</b>            | <b>6,350</b> | <b>11,376</b>      | <b>1,163</b>    | <b>25,149</b> |
| Reclassification of the rights of use of assets                    | - 1,829                 | - 6,331      | - 5,557            |                 | - 13,717      |
| <b>Net carrying amount as at 01/01/2019</b>                        | <b>4,431</b>            | <b>19</b>    | <b>5,819</b>       | <b>1,163</b>    | <b>11,432</b> |
| Increase (acquisition, production, lease)                          | 2,167                   | 427          | 2,292              | 3,315           | 8,201         |
| Decrease (disposal, liquidation, putting to use) (-)               | - 276                   | - 70         | - 334              | - 4,003         | - 4,683       |
| Depreciation and amortisation (-)                                  | - 1,412                 | - 107        | - 1,062            |                 | - 2,581       |
| Sale of subsidiaries ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. (-) | - 1,167                 | - 76         | - 1,471            | - 370           | - 3,084       |
| <b>Net carrying amount as at 31/12/2019</b>                        | <b>3,743</b>            | <b>193</b>   | <b>5,244</b>       | <b>105</b>      | <b>9,285</b>  |

The difference as at 30 September 2020 between the balance sheet value of tangible fixed assets of kPLN 10,098 and the balance shown in the movement table constitutes the value of advances for the purchase of tangible fixed assets in the amount of kPLN 404 .

### 13. Information about the right-of-use assets

The table below presents the acquisitions and disposals as well as impairment charges concerning the right-of-use assets:

|  | Premises and warehouses | Other fixed assets      |              |                    | Total          |
|--|-------------------------|-------------------------|--------------|--------------------|----------------|
|  |                         | Machinery and equipment | Vehicles     | Other fixed assets |                |
| <b>FOR THE PERIOD FROM 01/01 TO 30/09/2020</b>                     |                         |                         |              |                    |                |
| <b>Net carrying amount as at 01/01/2020</b>                        | <b>68,682</b>           | <b>1,423</b>            | <b>6,402</b> | <b>2,427</b>       | <b>78,934</b>  |
| Increases (leases, contract signing)                               | 10,569                  | 460                     | 968          | 35                 | 12,032         |
| Decrease (disposal, liquidation) (-)                               | - 3,184                 |                         | - 272        |                    | - 3,456        |
| Depreciation and amortisation (-)                                  | - 13,826                | - 204                   | - 2,361      | - 160              | - 16,551       |
| <b>Net carrying amount as at 30/09/2020</b>                        | <b>62,241</b>           | <b>1,679</b>            | <b>4,737</b> | <b>2,302</b>       | <b>70,959</b>  |
| <b>FOR THE PERIOD FROM 01/01 TO 31/12/2019</b>                     |                         |                         |              |                    |                |
| <b>Net carrying amount as at 01/01/2019</b>                        | <b>107,703</b>          | <b>1,829</b>            | <b>6,331</b> | <b>5,557</b>       | <b>121,420</b> |
| Increases (leases, contract signing)                               | 4,023                   | 896                     | 5,563        | 2,352              | 12,834         |
| Decrease (disposal, liquidation) (-)                               | - 2,790                 |                         | - 626        | - 973              | - 4,389        |
| Depreciation and amortisation (-)                                  | - 18,826                | - 224                   | - 3,034      | - 218              | - 22,302       |
| Sale of subsidiaries ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. (-) | - 21,428                | - 1,078                 | - 1,832      | - 4,291            | - 28,629       |
| <b>Net carrying amount as at 31/12/2019</b>                        | <b>68,682</b>           | <b>1,423</b>            | <b>6,402</b> | <b>2,427</b>       | <b>78,934</b>  |

### 14. Information about material liabilities related to the purchase of tangible fixed assets

As at 30 September 2020, the Group did not have any material liabilities related to the purchase of tangible fixed assets.

### 15. Information about material settlements resulting from cases vindicated in court

In the period from 01 January 2020 to 30 September 2020, there were no material settlements related to cases vindicated in court in the Group.

### 16. Indication of adjustments of errors of previous periods

With the exception of the adjustment of interest accrued on the right-of-use liabilities - premises and warehouses as well as receivables from rental and leases (IFRS 16) for the period of three quarters of 2019, in the reporting period there were no events resulting in the necessity to adjust errors of previous periods.

In relation with the verification of the adopted method of accruing interest on liabilities related to the rights of use – premises warehouses and lease and rental receivables (IFRS 16), which took place in the fourth quarter of 2019, the Group adjusted the comparable data for the period of three quarters of 2019. In result of the adjustments made, the interest expense for the period of three quarters of 2019 increased by kPLN 1,513 (in which the adjustment of kPLN 54 concerns OEX S.A.), the interest income for three quarters of 2019 increased by kPLN 93 . In consequence of the adjustment, the gross result, the net result and the value of equity for the period of three quarters of 2019 decreased by kPLN 1,420 . The liabilities related to the right to use - the premises and warehouses - increased by the same amount. The adjustment did not lead to a change in the balance sheet total as at 30 September 2019.



### **17. Information about changes in the economic situation and business conditions which have material impact on the fair value of financial assets and financial liabilities of the company**

There were no changes in the economic situation and business conditions which would have any impact on the fair value of financial assets and financial liabilities.

### **18. Information about unpaid loan or credit or any other credit or loan agreement default that has not been remedied on or before the end of the reporting period**

In the reporting period, there were no cases of a failure to repay a loan, payment of interest or any other terms and conditions of liability buyback. There were no cases of default on the terms and conditions of credit or loan agreements.

### **19. Information about the execution by the company or its subsidiary of a single or more transactions with related parties, if such transactions were made on conditions other than at arm's length**

Significant transactions with related parties are made at arm's length only.

### **20. In case of financial instruments carried at fair value - information about a change of the method of its determination**

During the reporting period, there were no changes in the method (manner) of determination of financial instruments carried at fair value.

### **21. Information about a change in the classification of financial assets in consequence of a change of the purpose of utilisation of such assets**

In the reporting period, there were no changes in the classification of financial assets resulting from a change in the purpose or way of utilisation of such assets.

### **22. Information on the issue, redemption and repayment of non-share and equity securities**

In the reporting period, there were no issues, redemptions or repayments of non-share and equity securities.

### **23. Information on the dividends paid or declared**

On 25 August 2020, the General Meeting of Shareholders of OEX S.A. adopted a resolution on the payment of the dividend from the profits made by the Company in 2019 in the amount of PLN 2.32 per share, i.e. the total amount of PLN 17,559,922.24. The dividend date was set for 3 September 2020. The dividend was paid on 11 September 2020.

### **24. Events after the balance sheet date**

In the period covered by these abbreviated interim consolidated financial statements, there occurred no material events that were not but should have been recognised in the accounting books of the reporting period. Additionally, these consolidated interim financial statements do not comprise any significant events concerning the previous years.

On 28 October 2020, OEX S.A. and the following companies: Tell Sp. z o.o., Europhone Sp. z o.o., PTI Sp. z o.o., OEX Cursor S.A., MerService Sp. z o.o., Pro People Sp. z o.o., OEX E-Business Sp. z o.o., OEX24 Sp. z o.o. and Voice Contact Center Sp. z o.o., all subsidiaries of the Group ('Borrowers') entered into a Multiline credit facility contract ('Credit Facility Contract') with Santander Bank Polska S.A. ('Lender'), and selected companies also made an investment credit contract with the Lender and entered into new factoring contracts or extended the term of their existing factoring contracts with Santander Factoring Sp. z o.o. The Borrowers also entered or undertook to enter into contracts and signed additional documents under such contracts, in particular related to the establishment of collaterals and securities as agreed. Such contracts were concluded with a view to refinance the existing indebtedness of the Borrowers.

In relation with such contracts and documents signed, the Borrowers' liabilities under the credit contract, factoring contracts and the related additional contracts executed on 14 December 2017 (with later amendments) by and between OEX S.A. and its subsidiaries on the one part and Santander Bank Polska S.A., Santander Factoring Sp. z o.o., ING Bank Śląski S.A. and ING Commercial Finance Polska S.A. on the other part.

Based on the said contracts, the Lender and the Factor undertook to provide financing to the Borrowers in the total amount of up to PLN 81,747 094 in the form of:

- overdraft facilities and bank guarantees up to the total amount of PLN 41,300,000 with a destination to finance the day-to-day operations of the Borrowers; the overdraft facilities were granted for a period of 1 year and the bank guarantees for a period of max. 2 years;
- investment loans in the total amount of PLN 19,947,094.12 in favour of OEX S.A., OEX E-Business Sp. z o.o., Europhone Sp. z o.o. and PTI Sp. z o.o. the destination of which was to refinance the existing debts and finance additional investment expenses of those Borrowers; the loans were granted for a period of 1 to 5 years and will be repaid in monthly or quarterly instalments;
- factoring in the total amount of up to PLN 20,500,000 in favour of OEX Cursor S.A., OEX E-Business Sp. z o.o. and MerService Sp. z o.o.

Pursuant to the Credit Facility Contract, the investment credit contract and the factoring contracts, the applicable interest rate will be a sum of the WIBOR 1M rate plus the Lender's margins as appropriate. The margins are not, in the opinion of OEX S.A., different than the ones currently applicable to borrowing terms and conditions available on the financial market.

The margins applicable to the investment credits may vary depending on the level of indebtedness as measured by the ratio of consolidated net debt to the consolidated EBITDA of the OEX Group ('Debt Ratio'). At the same time, the Debt Ratio may not - on pain of breaching the Credit Facility Contract - exceed the value of 3.0 - save exceptions provided for in the Credit Facility Contract.

Additionally, the Debt Ratio and the lack of breach of the Credit Facility Contract may influence the possibility and the maximum value of dividends payable by OEX S.A. In case the Debt Ratio is below 2.0, the permitted value of the dividend paid by OEX S.A. constitutes, without breaching the terms and conditions of the Credit Facility Contract, 100% of the consolidated net profit. In case the Debt Ratio is higher than 2.0 but not higher than 3.0, the permitted value of the dividend paid by OEX S.A. may not, without breaching the terms and conditions of the Credit Facility Contract, exceed 80% of the consolidated net profit. In case when the Debt Ratio is higher than 3.0, no dividend payment by OEX S.A. is possible without breaching the terms and conditions of the Credit Facility Contract.

The Credit Facility Contract, the investment credit contract and the factoring contracts foresee securities in the form of pledges on shares in subsidiaries, which are Borrowers, pledges on the bank accounts of Borrowers as well as an assignment of rights under selected insurance policies. Additionally, the Borrowers made statements in which they agreed to be subject to the enforcement proceedings in accordance with Art. 777 §1 (5) of the Code of Civil Procedure in favour of the Lender or, respectively, the Factor and made contracts on accession to the debt the purpose of which was to establish a joint and several liability of the Borrowers.

The remaining terms and conditions of the agreements do not differ from standard clauses applied in such types of agreements.

## 25. Information concerning changes of contingent liabilities or assets

The value of contingent liabilities did not change materially when compared to the end of the previous financial year. The Group does not have any contingent assets.

|                                     | 30/09/2020    | 30/09/2019    | 31/12/2019    |
|-------------------------------------|---------------|---------------|---------------|
| <b>LIABILITIES TO OTHER PARTIES</b> |               |               |               |
| Guarantees originated               | 15,628        | 16,061        | 14,937        |
| Disputed cases and cases in court   | 145           | 145           | 145           |
| Other Contingent Liabilities        | 4,725         | 4,725         | 4,725         |
| <b>Total contingent liabilities</b> | <b>20,498</b> | <b>20,931</b> | <b>19,807</b> |

## 26. Information about material changes in estimates

With the exception of disclosures made in items 8-10 herein, there were no material changes in estimates.

## 27. Statement of the Management Board concerning the possibility of achieving the earlier published forecasts of results for the given year in the light of results presented in the quarterly statements (as compared to the forecasts)

In the reporting period, the Management Board of OEX S.A. did not publish the forecast of the 2020 results.

## 28. Indication of shareholders holding, directly or indirectly through subsidiary entities, at least 5% of total votes at the general meeting of shareholders of the issuer as at the date of publication of the quarterly statements, indication of the number of shares held, their percentage of share capital, number of votes resulting and percentage of total votes at the general meeting of shareholders and indication of changes in the structure of significant blocks of shares in the issuer in the period from the publication of the previous quarterly statements

As at the date of publication of the data for the three quarters of 2020, the registered share capital of the Company amounted to PLN 1,597,996.80 (in 2019: PLN 1,597,996.80) and was divided into:

- 1,381,312 registered series A preferential shares, the preference entitling to two votes from one share;
- 3,729,535 ordinary bearer shares - issued as series A and B shares;
- 1,777,692 ordinary series C bearer shares;
- 1,101,445 ordinary series D bearer shares.

All shares equally participate in the dividend distribution. The shares are divided into ordinary bearer shares, which entitle to one vote at the General Meeting of Shareholders, and preferential shares, where 1 preferential share entitles to two votes.

Shareholders holding at least 5% of votes at the General Meeting of Shareholders as at the date of the presentation of these statements for the three quarters of 2020.

| Shareholder  | Total shares     | Total votes      | % of share capital | % of votes     |
|--|------------------|------------------|--------------------|----------------|
| Neo Investment S.A. indirectly via subsidiaries:                   | 2,563,285        | 3,784,989        | 32.08%             | 40.39%         |
| - Neo Fund 1 Sp. z o.o. directly                                   | 1,689,872        | 2,911,576        | 21.15%             | 31.07%         |
| - Neo Found 1 Sp. z o.o. indirectly via Neo BPO S.a r.l.           | 873,413          | 873,413          | 10.93%             | 9.32%          |
| Jerzy Motz, indirectly via subsidiaries:                           | 2,113,473        | 2,273,081        | 26.45%             | 24.26%         |
| - Precordia Capital Sp. z o.o. directly                            | 1,145,219        | 1,304,827        | 14.33%             | 13.92%         |
| - Precordia Capital Sp. z o.o. indirectly via Real Management S.A. | 968,254          | 968,254          | 12.12%             | 10.33%         |
| Piotr Cholewa, indirectly via subsidiary Silquern S.a r.l.         | 801,096          | 801,096          | 10.03%             | 8.55%          |
| Michał Szramowski directly and indirectly via:                     | 468,770          | 468,770          | 5.87%              | 5.00%          |
| - MS Investments spółka z ograniczoną odpowiedzialnością sp.k.     | 459,733          | 459,733          | 5.75%              | 4.91%          |
| Treasury shares in OEX S.A.  | 421,052          | 421,052          | 5.27%              | 4.49%          |
| Others   | 1,622,308        | 1,622,308        | 20.30%             | 17.31%         |
| <b>Total</b>   | <b>7,989,984</b> | <b>9,371,296</b> | <b>100.00%</b>     | <b>100.00%</b> |

Shareholders holding at least 5% of votes at the General Meeting of Shareholders as at the date of the publication of the previous periodical statements (09 September 2020):

| Shareholder  | Total shares     | Total votes      | % of share capital | % of votes     |
|--|------------------|------------------|--------------------|----------------|
| Neo Investment S.A. indirectly via subsidiaries:                   | 2,535,101        | 3,756,805        | 31.73%             | 40.09%         |
| - Neo Fund 1 Sp. z o.o. directly                                   | 1,661,688        | 2,883,392        | 20.80%             | 30.77%         |
| - Neo Found 1 Sp. z o.o. indirectly via Neo BPO S.a r.l.           | 873,413          | 873,413          | 10.93%             | 9.32%          |
| Jerzy Motz, indirectly via subsidiaries:                           | 2,113,473        | 2,273,081        | 26.45%             | 24.26%         |
| - Precordia Capital Sp. z o.o. directly                            | 1,145,219        | 1,304,827        | 14.33%             | 13.92%         |
| - Precordia Capital Sp. z o.o. indirectly via Real Management S.A. | 968,254          | 968,254          | 12.12%             | 10.33%         |
| Piotr Cholewa , indirectly via subsidiary Silquern S.a r.l.        | 801,096          | 801,096          | 10.03%             | 8.55%          |
| Michał Szramowski directly and indirectly via:                     | 468,770          | 468,770          | 5.87%              | 5.00%          |
| - MS Investments spółka z ograniczoną odpowiedzialnością sp.k.     | 459,733          | 459,733          | 5.75%              | 4.91%          |
| Treasury shares in OEX S.A.  | 421,052          | 421,052          | 5.27%              | 4.49%          |
| Others   | 1,650,492        | 1,650,492        | 20.66%             | 17.61%         |
| <b>Total</b>   | <b>7,989,984</b> | <b>9,371,296</b> | <b>100.00%</b>     | <b>100.00%</b> |

The above statements were made in the basis of information given to the Company by the shareholders, in particular in the form of notifications about considerable blocks of shares, taking into account changes in the amount and structure of the Company's share capital, including changes related to the share issue.

## 29. List of issuer's shares and entitlements thereto held by persons managing or supervising the issuer upon the date of the publication of the quarterly statements, indication of changes thereto in the period from the publication of the previous quarterly report, separately for each such person

List of shares held by persons managing or supervising the Issuer as at the date of publication of these statements for the three quarters of 2020.

|  | Total shares | Total votes | % of share capital | % of votes |
|--|--------------|-------------|--------------------|------------|
| <b>Members of the Supervisory Board</b>  |              |             |                    |            |
| Piotr Cholewa , indirectly via Silquern S.a r.l.                                 | 801,096      | 801,096     | 10.03%             | 8.55%      |
| Michał Szramowski, directly and indirectly via MS Investments Sp. z o.o. sp.k.   | 468,770      | 468,770     | 5.87%              | 5.00%      |
| <b>Members of the Management Board</b>   |              |             |                    |            |
| Jerzy Motz, indirectly via Precordia Capital Sp. z o.o. and Real Management S.A. | 2,113,473    | 2,273,081   | 26.45%             | 24.26%     |
| Rafał Stempniewicz   | 98,719       | 98,719      | 1.24%              | 1.05%      |
| Robert Krasowski   | 10,889       | 10,889      | 0.14%              | 0.12%      |
| Tomasz Kwiecień  | 24,150       | 24,150      | 0.30%              | 0.26%      |

List of shares held by persons managing or supervising the issuer as at the date of publication of the previous periodical statements (09 September 2020):

|  | Total shares | Total votes | % of share capital | % of votes |
|--|--------------|-------------|--------------------|------------|
| <b>Members of the Supervisory Board</b>  |              |             |                    |            |
| Piotr Cholewa , indirectly via Silquern S.a r.l.                                 | 801,096      | 801,096     | 10.03%             | 8.55%      |
| Michał Szramowski, directly and indirectly via MS Investments Sp. z o.o. sp.k.   | 468,770      | 468,770     | 5.87%              | 5.00%      |
| Tomasz Kwiecień  | 17,650       | 17,650      | 0.22%              | 0.19%      |
| <b>Members of the Management Board</b>   |              |             |                    |            |
| Jerzy Motz, indirectly via Precordia Capital Sp. z o.o. and Real Management S.A. | 2,113,473    | 2,273,081   | 26.45%             | 24.26%     |
| Rafał Stempniewicz   | 96,714       | 96,714      | 1.21%              | 1.03%      |
| Artur Wojtaszek  | 59,000       | 59,000      | 0.74%              | 0.63%      |
| Robert Krasowski   | 10,889       | 10,889      | 0.14%              | 0.12%      |

### 30. Indication of significant legal, arbitration and administrative proceedings

The Group companies are parties to legal proceedings in courts of law, however none of such proceedings concerns liabilities or receivables that would be material in term's of the Group's business. Similarly, the total value of, respectively, liabilities and receivables litigated in court does not meet the materiality criterion.

There are no significant proceedings with the participation of the Group companies or their subsidiaries before any arbitration courts or administrative authorities.

### 31. Information on sureties and guarantees granted and received in the given financial year, in particular the sureties and guarantees granted to the Issuer's related parties

Neither the Parent Company nor the Group's subsidiaries granted any security for a loan or a credit and did not give any significant guarantees.

### 32. Impact of the International Financial Reporting Standard 16 on the consolidated financial statements of the OEX Group for the three quarters of 2020

Below is presented a comparison of the consolidated statement of profit or loss and the consolidated cash flow statement with a specification of the impact of IFRS 16 on the statements for the three quarter of 2020.

The impact of IFRS 16 is understood as the difference caused in the financial statements by the application of the IFRS 16 standard in place of the previously applied IAS 17 (until the end of 2018), i.e. a change from a different classification of contracts of lease of such spaces as warehouses, shops or offices.

|   | 01/01-30/09/2020 | 01/01-30/09/2020 | 01/01-30/09/2020  | 01/01-30/09/2019* |
|---|------------------|------------------|-------------------|-------------------|
|   | As per IFRS 16   | As per IAS 17    | Impact of IFRS 16 | As per IAS 17     |
| <b>Sale revenues</b>  | <b>360,367</b>   | <b>362,655</b>   | <b>- 2,288</b>    | <b>431,425</b>    |
| <b>Operating expense</b>  | <b>346,778</b>   | <b>350,605</b>   | <b>- 3,827</b>    | <b>423,459</b>    |
| Other operating income  | 6,667            | 6,419            | 249               | 3,590             |
| Other operating expenses  | 2,869            | 2,766            | 104               | 3,330             |
| <b>Operating profit</b>   | <b>17,387</b>    | <b>15,703</b>    | <b>1,684</b>      | <b>8,226</b>      |
| <b>EBITDA</b>   | <b>39,182</b>    | <b>23,671</b>    | <b>15,511</b>     | <b>14,644</b>     |
| Financial income  | 854              | 551              | 303               | 224               |
| Financial costs   | 4,869            | 2,086            | 2,783             | 4,332             |
| Share in the profit (loss) of entities measured using the equity method (+/-) | - 170            | - 170            |                   | - 115             |
| <b>Profit (loss) before taxation</b>  | <b>13,202</b>    | <b>13,998</b>    | <b>- 795</b>      | <b>4,003</b>      |
| Income tax  | 2,577            | 2,688            | - 111             | 1,510             |
| <b>Net profit (loss) on continued activities</b>                              | <b>10,625</b>    | <b>11,309</b>    | <b>- 684</b>      | <b>2,493</b>      |
| <b>Discontinued operations and assets held for sale</b>                       |                  |                  |                   |                   |
| Net profit on assets held for sale  |                  |                  |                   | 4,243             |
| <b>Net profit (loss) - share of:</b>  | <b>10,625</b>    | <b>11,309</b>    | <b>-684</b>       | <b>6,736</b>      |
| - the parent company shareholders   | 8,680            | 9,401            | -721              | 5,470             |
| - non-controlling shares  | 1,945            | 1,908            | 36                | 1,266             |

\* with the exclusion of ArchiDoc S.A. and ArchiDoc MED Sp. z o.o. to assets held for sale

|  | 01/01-30/09/2020 | 01/01-30/09/2020 | 01/01-30/09/2020  |
|--|------------------|------------------|-------------------|
|  | As per IFRS 16   | As per IAS 17    | Impact of IFRS 16 |
| <b>Profit (loss) before taxation</b>                     | <b>13,202</b>    | <b>13,998</b>    | <b>- 795</b>      |
| Adjustment of operating activities                       | 31,405           | 16,783           | 14,621            |
| Net cash flows provided by operating activities          | 44,607           | 30,781           | 13,826            |
| Net cash flows provided / (used) by investing activities | - 1,389          | - 1,389          |                   |
| Net cash flows provided / (used) by financing activities | - 47,230         | - 33,404         | - 13,826          |
| Total cash flow  | - 4,012          | - 4,012          |                   |

### **33. Other information, which in the issuer's opinion is important for the assessment of the Group's personnel, economic, financial position and the financial result, as well as changes thereto; information that is important for the assessment of the Group's obligation discharge possibilities**

The companies from the Retail Sale Network Management segment generate in their business a considerable turnover in telecommunications equipment, mainly mobile phones and modems provided to clients as part of the execution of contracts on the provision of telecommunications service. For many years, the systems of settlements with operators had been based on the purchase and sale of the above-mentioned equipment by the segment companies on their own account. As of 2018, there were gradual changes in the settlement systems, in consequence of which Tell Sp. z o.o. and Europhone Sp. z o.o. receive the telecommunications equipment on the consignment system basis and the sale is carried out for and on behalf of the operator or the operator-indicated logistics partner. In case of PTI Sp. z o.o., a mixed model is still in operation. The company acquires the phones from the operator's distribution company by purchase or on the basis of the so-called consignment. In the former case, the purchase is made at market prices. Consequently, the company incurs a liability in an amount equal to the market price of the phone. At the same time, the company recognises in its assets an inventory stock valued at the phones' market prices. In the latter case, the company receives phones from the operator's distribution company on the consignment basis. Consequently, there is no liability on the side of the company and no inventory stock. The sale of a consignment phone is an external sale. The sale of phones to clients may take place in the form of a cash sale or instalment sale. It is effected in the outlet. In case of a cash sale, the transaction is made at the promotional price (allowing for a subsidy at the level agreed with the operator). Thus, the Company makes a loss on this particular transaction. However, immediately after the promotional sale, as agreed with the Operator in the contract, the Operator grants the company a commission in an amount equal to the value of loss incurred at the given transaction. In effect, the transaction has a neutral effect on the company's financial result. It is the company's own sale. In case of an instalment sale of a phone owned by the company, a correction is issued by the operator to the purchase invoice and, at the same time, the company's liability is decreased and so is the inventory stock. In this case, an external sale transaction is effected. The Company also sells the phones to salesmen operating on the business market who resell them to their clients. In this case, the sale is made at the original price of purchase from the operator's distribution company, but then the process is similar to a cash sale transaction, whereby it is the company that sets off the salesmen's loss on the mobile phone sale transaction to a client by paying an appropriate commission (received earlier from the operator).

### **34. Characteristics of external and internal factors significant for the development of the issuer's business and description of the issuer's activity development perspective at least until the end of the next quarter, including elements of the issuer's market strategy;**

The main external factors that are significant for the development of the Group concern the situation on the sector-specific market, where the subsidiaries operate, with particular attention put to the FMCG segment, e-commerce, mobile telephony as well as commerce. They shall comprise, in particular:

- a) development of the epidemic situation related to the Covid-19 outbreak, as an unforeseeable factor with a potentially significant negative impact on the activity of the Group's companies and their clients. A description

of the potential impact of the COVID-19 epidemic on the Group's companies, including the activities undertaken by the companies to mitigate the negative consequences, was provided in item 13 of the Report on the activities of the OEX Group for the first half of 2020 (risk factors), published on 9 September 2020;

- b) uninterrupted performance of the existing contracts as well as acquisition of new contracts in accordance with the internal plans at satisfactory conditions;
- c) performance of agreements with the mobile phone operators, taking into account:
  - seasonality;
  - promotional actions planned by the mobile phone operators;
  - performance level of sale plans imposed on the Group companies by operators;
- d) achievement of business and financial objectives by iPOS S.A., that became a member of the Group in 24 August 2020.

Among external factors that are important for the Group's development, the following can also be mentioned:

- e) general macroeconomic situation of Poland;
- f) situation on the labour market;

Among the internal factors, of key significance will be the following:

- a) reinforcement of the internal control systems, including the monitoring of the pursuit of objectives and profitability of existing contracts as well as cost control and deepening of the internal reporting processes,
- b) potential equity transactions on the market on which the Group operates.

### 35. Transactions with related parties

Transactions between the parent Company and its subsidiaries were eliminated from the consolidated financial statements. Transactions between the Group, an associate a joint venture and companies with personal links and members of key managerial or supervisory personnel and their family members in the period of 9 months ended on 30 September 2020 and on 30 September 2019 have been presented below:

|  | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated)* |
|--|------------------|---------------------------------|
| <b>TRANSACTIONS WITH RELATED PARTIES</b> |                  |                                 |
| <b>Sale to related parties</b>           | <b>3,506</b>     | <b>4,589</b>                    |
| companies with personal links            | 3,147            | 3,044                           |
| key management personnel                 | 131              | 1,513                           |
| associate company and joint venture      | 228              | 32                              |
| <b>Purchase from related entities</b>    | <b>3,274</b>     | <b>4,375</b>                    |
| companies with personal links            | 2,298            | 3,885                           |
| key management personnel                 | 582              | 488                             |
| associate company and joint venture      | 394              | 2                               |
| <b>Remuneration of key personnel</b>     | <b>1,859</b>     | <b>2,370</b>                    |

\* As at 30/09/2019, the transactions of the key management personnel contain turnovers with Archidoc S.A.

### 36. Capital Management

The Group manages the equity in order to ensure the Group's going concern and to ensure the rate of return as expected by shareholders and other entities interested in the financial standing of the Group.

The Group monitors the capital level on the basis of the carrying amount of equity. On the basis of such defined capital amount, the Group calculates the equity to total sources of finance ratio.

The Group does not classify liabilities under the right of use of assets, premises and warehouses as sources of finance (IFRS 16). The Group assumes the maintenance of this ratio at the level not lower than 0.5.

Additionally, in order to monitor the debt service capacity, the Group calculates the ratio of debt (i.e. lease liabilities, loans, credits and other debt instruments) to EBITDA (earnings before interest, taxes, depreciation and amortisation) for the period of the last 12 months (LTM), excluding the impact of IFRS 16. The impact of IFRS 16 is understood as the difference caused in the financial statements by the application of the IFRS 16 standard in place of the previously applied IAS 17 (until the end of 2018), i.e. a change from a different classification of contracts of lease of such spaces as warehouses, shops or offices.

The Group assumes the maintenance of this debt to EBITDA LTM ratio at the level not higher than 3.0.

Neither the Group and the Parent Company are subject to external capital requirements.

In the current period covered by the interim abbreviated consolidated financial statements, the above-mentioned ratios were at the following levels:

|  | 30/09/2020<br>As per IFRS 16 | 30/09/2020<br>As per IAS 17 |
|--|------------------------------|-----------------------------|
| <b>EQUITY</b>                                    |                              |                             |
| Shareholder's equity                             | 152,395                      | 152,395                     |
| <b>Total equity</b>                              | <b>152,395</b>               | <b>152,395</b>              |
| <b>SOURCES OF FINANCE</b>                        |                              |                             |
| Shareholder's equity                             | 152,395                      | 152,395                     |
| Loans, credits, other debt instruments           | 31,845                       | 31,845                      |
| Lease  | 81,773                       | 6,300                       |
| Factoring liabilities                            | 5,958                        | 5,958                       |
| <b>Total sources of finance</b>                  | <b>271,971</b>               | <b>196,498</b>              |
| <b>Total capital to sources of finance ratio</b> | <b>0.56</b>                  | <b>0.78</b>                 |
| <b>EBITDA LTM</b>                                |                              |                             |
| Operating profit LTM                             | 17,942                       | 15,603                      |
| Depreciation and amortisation LTM                | 29,188                       | 10,703                      |
| <b>EBITDA LTM</b>                                | <b>47,129</b>                | <b>26,306</b>               |
| <b>NET DEBT</b>                                  |                              |                             |
| Loans, credits, other debt instruments           | 31,845                       | 31,845                      |
| Lease  | 81,773                       | 6,300                       |
| Factoring liabilities                            | 5,958                        | 5,958                       |
| Cash   | - 51,717                     | - 51,717                    |
| <b>Net debt</b>                                  | <b>67,859</b>                | <b>- 7,614</b>              |
| <b>Net debt to EBITDA LTM ratio</b>              | <b>1.44</b>                  | <b>-0.29</b>                |



## Selected financial data of OEX S.A.

The basic items of the statement of financial position, statement of profit or loss and cash flow statements and the same values after conversion into EUR are presented in the tables below:

|   | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) |
|---|------------------|--------------------------------|------------------|--------------------------------|
|   | k PLN            |                                | k EUR            |                                |
| <b>STATEMENT OF PROFIT OR LOSS</b>            |                  |                                |                  |                                |
| Sale revenues                                 | 3,259            | 4,528                          | 734              | 1,051                          |
| Operating profit (loss)                       | - 1,095          | - 252                          | - 247            | - 58                           |
| Pre-tax profit                                | 9,041            | 13,128                         | 2,036            | 3,047                          |
| Net profit                                    | 9,138            | 13,352                         | 2,058            | 3,099                          |
| Earnings per share (PLN; EUR)                 | 1.21             | 1.67                           | 0.27             | 0.39                           |
| Diluted earnings per share (PLN; EUR)         | 1.21             | 1.67                           | 0.27             | 0.39                           |
| Average exchange rate PLN / EUR in the period | X                | X                              | 4.4399           | 4.3086                         |

|  | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) |
|--|------------------|--------------------------------|------------------|--------------------------------|
|  | k PLN            |                                | k EUR            |                                |
| <b>CASH FLOW STATEMENT</b>                               |                  |                                |                  |                                |
| Net cash flows provided by operating activities          | - 3,057          | 131                            | - 689            | 30                             |
| Net cash flows provided / (used) by investing activities | 7,096            | 5,445                          | 1,598            | 1,264                          |
| Net cash flows provided / (used) by financing activities | - 22,019         | - 8,006                        | - 4,959          | - 1,858                        |
| Total net cash flow                                      | - 17,980         | - 2,430                        | - 4,050          | - 564                          |
| Average exchange rate PLN / EUR in the period            | X                | X                              | 4.4399           | 4.3086                         |

|  | 30/09/2020 | 31/12/2019 | 30/09/2020 | 31/12/2019 |
|--|------------|------------|------------|------------|
|  | k PLN      |            | k EUR      |            |
| <b>STATEMENT OF FINANCIAL POSITION</b> |            |            |            |            |
| Assets                                 | 139,458    | 154,143    | 30,807     | 36,197     |
| Long-term liabilities                  | 3,238      | 7,213      | 715        | 1,694      |
| Short-term liabilities                 | 6,336      | 8,625      | 1,400      | 2,025      |
| Equity                                 | 129,884    | 138,305    | 28,692     | 32,477     |
| PLN / EUR exchange rate at period end  | X          | X          | 4.5268     | 4.2585     |

In the periods presented, the following exchange rates were applied to convert the basic items in the financial statements:

- for data resulting from the statements of financial position - mean exchange rate of EURO as at the end of each period,
- for data resulting from the income statements and cash flow statements - mean exchange rate for the given period calculated as an arithmetical average of exchange rates as at the last day of each month in the given period.

|  | 01/01-30/09/2020 | 01/01-31/12/2019 | 01/01-30/09/2019 |
|--|------------------|------------------|------------------|
| <b>F/X RATE OF EUR</b>                     |                  |                  |                  |
| average exchange rate as at the period end | 4.5268           | 4.2585           | 4.3736           |
| average exchange rate of the period        | 4.4399           | 4.3018           | 4.3086           |

## Separate statement of financial position of OEX S.A.

|  | 30/09/2020     | 30/09/2019<br>(restated) | 31/12/2019     |
|--|----------------|--------------------------|----------------|
| <b>ASSETS</b>  |                |                          |                |
| <b>FIXED ASSETS</b>  |                |                          |                |
| Intangible fixed assets  | 155            | 195                      | 185            |
| Tangible fixed assets  | 29             | 50                       | 42             |
| Right-of-use assets - premises and warehouses (IFRS 16)              | 809            | 792                      | 1,064          |
| Right-of-use assets - other fixed assets (IFRS 16)                   | 179            | 368                      | 321            |
| Interests in subsidiaries  | 97,741         | 84,516                   | 84,516         |
| Lease and rental receivables (IFRS 16)                               | 21             |                          | 95             |
| Deferred income tax assets   | 617            | 1,198                    | 789            |
| <b>Fixed assets</b>  | <b>99,551</b>  | <b>87,119</b>            | <b>87,012</b>  |
| <b>CURRENT ASSETS</b>  |                |                          |                |
| Trade Receivables and Other Receivables                              | 9,902          | 1,311                    | 14,544         |
| Current income tax assets  | 508            |                          | 675            |
| Loans  | 6,340          | 12,382                   | 12,280         |
| Dividend income from subsidiaries                                    | 1,501          | 8,319                    |                |
| Lease and rental receivables (IFRS 16)                               | 99             |                          | 99             |
| Short-term prepayments   | 47             | 44                       | 43             |
| Cash and cash equivalents  | 21,510         | 20,276                   | 39,490         |
| Fixed assets classified as held for sale                             |                | 45,942                   |                |
| <b>Current assets</b>  | <b>39,907</b>  | <b>88,274</b>            | <b>67,131</b>  |
| <b>Total assets</b>  | <b>139,458</b> | <b>175,393</b>           | <b>154,143</b> |
| <b>SHAREHOLDERS' EQUITY</b>  |                |                          |                |
| <b>Shareholder's equity</b>  |                |                          |                |
| Share capital  | 1,598          | 1,598                    | 1,598          |
| Share premium  | 63,004         | 63,004                   | 63,004         |
| Reserve capital for the purchase of treasury shares                  | 8,300          | 8,300                    | 8,300          |
| Treasury shares (-)  | - 8,072        |                          | - 8,072        |
| Other Capitals   | 1,459          | 1,459                    | 1,459          |
| Retained profits:  | 63,595         | 52,864                   | 72,016         |
| - retained profit from previous years                                | 54,457         | 39,512                   | 39,512         |
| - net profit   | 9,138          | 13,352                   | 32,504         |
| <b>Equity</b>  | <b>129,884</b> | <b>127,225</b>           | <b>138,305</b> |
| <b>LIABILITIES</b>   |                |                          |                |
| <b>LONG-TERM LIABILITIES</b>   |                |                          |                |
| Loans, credits   | 991            | 38,504                   | 4,358          |
| Right-of-use-related liabilities - premises and warehouses (IFRS 16) | 548            | 628                      | 779            |
| Right-of-use-related liabilities - other fixed assets (IFRS 16)      | 128            | 136                      | 160            |
| Deferred income tax liabilities                                      | 1,571          | 3                        | 1,916          |
| <b>Long-term liabilities</b>   | <b>3,238</b>   | <b>39,271</b>            | <b>7,213</b>   |
| <b>SHORT-TERM LIABILITIES</b>  |                |                          |                |
| Trade liabilities and other liabilities                              | 1,101          | 622                      | 3,292          |
| Loans, credits, other debt instruments                               | 4,496          | 7,781                    | 4,492          |
| Right-of-use-related liabilities - premises and warehouses (IFRS 16) | 290            | 206                      | 307            |
| Right-of-use-related liabilities - other fixed assets (IFRS 16)      | 74             | 230                      | 165            |
| Employee benefit liabilities   | 375            | 58                       | 369            |
| <b>Short-term liabilities</b>  | <b>6,336</b>   | <b>8,897</b>             | <b>8,625</b>   |
| <b>Total provisions</b>  | <b>9,574</b>   | <b>48,168</b>            | <b>15,838</b>  |

|                                     |                |                |                |
|-------------------------------------|----------------|----------------|----------------|
| <b>Total equity and liabilities</b> | <b>139,458</b> | <b>175,393</b> | <b>154,143</b> |
|-------------------------------------|----------------|----------------|----------------|

|                                   |           |           |           |
|-----------------------------------|-----------|-----------|-----------|
| Book value                        | 129,884   | 127,225   | 138,305   |
| Number of shares (items)*         | 7,568,932 | 7,989,984 | 7,568,932 |
| Diluted number of shares (items)* | 7,568,932 | 7,989,984 | 7,568,932 |

\* the number of shares and the diluted number of shares as at 30/09/2020 and 31/12/2019 do include 421,052 treasury shares purchased by OEX S.A.

#### BOOK VALUE PER ORDINARY SHARE (PLN)

|                                  | 30/09/2020* | 30/09/2019<br>(restated) | 31/12/2019* |
|----------------------------------|-------------|--------------------------|-------------|
| Book value of one share          | 17.16       | 15.92                    | 18.27       |
| Diluted book value per one share | 17.16       | 15.92                    | 18.27       |

\*the book value per share and the diluted book value per share as at 30/09/2020 and 31/12/2019 were calculated on the basis of the number of shares issued less 421,052 treasury shares purchased

## Separate statement of profit or loss of OEX S.A.

|  | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) |
|--|------------------|--------------------------------|
| Continued activities                             |                  |                                |
| <b>Sale revenues</b>                             | <b>3,259</b>     | <b>4,528</b>                   |
| Revenue from the sale of services                | 3,259            | 4,528                          |
| <b>Cost of sales</b>                             | <b>2,988</b>     | <b>4,037</b>                   |
| Costs of services sold                           | 2,988            | 4,037                          |
| <b>Gross profit on sale</b>                      | <b>271</b>       | <b>492</b>                     |
| Selling costs                                    | 26               |                                |
| Administrative expenses                          | 1,173            | 702                            |
| Other operating income                           | 2                | 21                             |
| Other operating expenses                         | 169              | 63                             |
| <b>Operating profit (loss)</b>                   | <b>- 1,095</b>   | <b>- 252</b>                   |
| Financial income                                 | 10,574           | 15,285                         |
| Financial costs                                  | 438              | 1,905                          |
| <b>Profit (loss) before taxation</b>             | <b>9,041</b>     | <b>13,128</b>                  |
| Income tax                                       | - 97             | - 224                          |
| <b>Net profit (loss) on continued activities</b> | <b>9,138</b>     | <b>13,352</b>                  |
| <b>Discontinued Activity</b>                     |                  |                                |
| <b>Net profit (loss)</b>                         | <b>9,138</b>     | <b>13,352</b>                  |

|   |           |           |
|---|-----------|-----------|
| Average weighted number of ordinary shares (items)*         | 7,568,932 | 7,989,984 |
| Average weighted diluted number of ordinary shares (items)* | 7,568,932 | 7,989,984 |

\* the average weighted number of shares and the average weighted diluted number of shares in the third quarter of 2020 do not include 421,052 treasury shares purchased by OEX S.A.

## Net profit (loss) per ordinary share (PLN)

|   | 01/01-30/09/2020* | 01/01-30/09/2019<br>(restated) |
|---|-------------------|--------------------------------|
| <b>on continued operations</b>                  |                   |                                |
| - basic   | 1.21              | 1.67                           |
| - diluted                                       | 1.21              | 1.67                           |
| <b>on continued and discontinued operations</b> |                   |                                |
| - basic   | 1.21              | 1.67                           |
| - diluted                                       | 1.21              | 1.67                           |

\*the net profit per ordinary share for the period 01/01-30/09/2020 was calculated based on the number of shares issued less 421,052 treasury shares purchased

## Separate statement of financial position of OEX S.A.

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|   | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) |
|---|------------------|--------------------------------|
| <b>Net profit (loss)</b>                      | <b>9,138</b>     | <b>13,352</b>                  |
| Other comprehensive income                    |                  |                                |
| Items not carried as financial profit or loss |                  |                                |
| Items carried as financial profit or loss     |                  |                                |
| <b>Comprehensive income (losses)</b>          | <b>9,138</b>     | <b>13,352</b>                  |

## Separate statement of changes in equity of OEX S.A.

|   | Share capital | Share premium | Treasury shares (-) | Reserve capital for the purchase of treasury shares | Other Capitals | Retained profits | TOTAL EQUITY    |
|---|---------------|---------------|---------------------|---|----------------|------------------|-----------------|
| <b>As at 01/01/2020</b>   | <b>1,598</b>  | <b>63,004</b> | <b>- 8,072</b>      | <b>8,300</b>  | <b>1,459</b>   | <b>72,016</b>    | <b>138,305</b>  |
| Balance after changes   | 1,598         | 63,004        | - 8,072             | 8,300   | 1,459          | 72,016           | 138,305         |
| <b>CHANGES IN EQUITY IN THE PERIOD FROM 01/01 TO 30/09/2020</b> |               |               |                     |   |                |                  |                 |
| Dividends   |               |               |                     |   |                | - 17,560         | - 17,560        |
| <b>Total transactions with shareholders</b>                     |               |               |                     |   |                | <b>- 17,560</b>  | <b>- 17,560</b> |
| Net profit for the period from 01/01 to 30/09/2020              |               |               |                     |   |                | 9,139            | 9,139           |
| Total comprehensive income                                      |               |               |                     |   |                | 9,139            | 9,139           |
| <b>As at 30/09/2020</b>   | <b>1,598</b>  | <b>63,004</b> | <b>- 8,072</b>      | <b>8,300</b>  | <b>1,459</b>   | <b>63,595</b>    | <b>129,884</b>  |

| (restated)   | Share capital | Share premium | Treasury shares (-) | Reserve capital for the purchase of treasury shares | Other Capitals | Retained profits | TOTAL EQUITY   |
|--|---------------|---------------|---------------------|---|----------------|------------------|----------------|
| <b>As at 01/01/2019</b>  | <b>1,598</b>  | <b>63,004</b> |                     |   | <b>1,459</b>   | <b>47,812</b>    | <b>113,873</b> |
| Balance after changes  | 1,598         | 63,004        |                     |   | 1,459          | 47,812           | 113,873        |
| <b>CHANGES IN EQUITY IN THE PERIOD FROM 01/01 TO 30/09/2019</b>                                    |               |               |                     |   |                |                  |                |
| Transfer of supplementary capital to reserve capital reserve allocated to purchase treasury shares |               |               |                     | 8,300   |                | - 8,300          |                |
| <b>Total transactions with shareholders</b>  |               |               |                     | <b>8,300</b>  |                | <b>- 8,300</b>   |                |
| Net profit for the period from 01/01 to 30/09/2019   |               |               |                     |   |                | 13,352           | 13,352         |
| Total comprehensive income   |               |               |                     |   |                | 13,352           | 13,352         |
| <b>As at 30/09/2019</b>  | <b>1,598</b>  | <b>63,004</b> |                     | <b>8,300</b>  | <b>1,459</b>   | <b>52,864</b>    | <b>127,225</b> |

|  | Share capital | Share premium | Treasury shares<br>(-) | Reserve capital for<br>the purchase of<br>treasury shares | Other Capitals | Retained profits | TOTAL EQUITY   |
|--|---------------|---------------|------------------------|---|----------------|------------------|----------------|
| <b>As at 01/01/2019</b>  | <b>1,598</b>  | <b>63,004</b> |                        |   | <b>1,459</b>   | <b>47,812</b>    | <b>113,873</b> |
| Balance after changes  | 1,598         | 63,004        |                        |   | 1,459          | 47,812           | 113,873        |
| <b>CHANGES IN EQUITY IN THE PERIOD FROM 01/01 TO 31/12/2019</b>                                    |               |               |                        |   |                |                  |                |
| Acquisition of treasury shares for redemption  |               |               | - 8,072                |   |                |                  |                |
| Transfer of supplementary capital to reserve capital reserve allocated to purchase treasury shares |               |               |                        | 8,300   |                | - 8,300          |                |
| <b>Total transactions with shareholders</b>  |               |               | <b>- 8,072</b>         | <b>8,300</b>  |                | <b>- 8,300</b>   | <b>- 8,072</b> |
| Net profit for the period from 01/01 to 31/12/2019   |               |               |                        |   |                | 32,504           | 32,504         |
| Total comprehensive income   |               |               |                        |   |                | 32,504           | 32,504         |
| <b>As at 31/12/2019</b>  | <b>1,598</b>  | <b>63,004</b> | <b>- 8,072</b>         | <b>8,300</b>  | <b>1,459</b>   | <b>72,016</b>    | <b>138,305</b> |

## Separate cash flow statement of OEX S.A.

|   | 01/01-30/09/2020 | 01/01-30/09/2019<br>(restated) |
|---|------------------|--------------------------------|
| <b>CASH FLOW FROM OPERATING ACTIVITY</b>  |                  |                                |
| <b>Pre-tax profit</b>   | <b>9,041</b>     | <b>13,128</b>                  |
| <b>Adjustments:</b>   |                  |                                |
| Depreciation and amortisation of fixed assets   | 49               | 53                             |
| Depreciation of the right-of-use assets - premises and warehouses (IFRS 16)           | 221              | 172                            |
| Depreciation of the right-of-use assets - other fixed assets (IFRS 16)                | 142              | 134                            |
| Profit (loss) on the sale of non-financial fixed assets                               | - 258            |                                |
| Interest expense  | 436              | 1,906                          |
| Interest and dividend income  | - 10,287         | - 15,236                       |
| <b>Total adjustments</b>  | <b>- 9,697</b>   | <b>- 12,971</b>                |
| Change in receivables   | - 589            | 1,077                          |
| Change in liabilities   | - 1,809          | - 1,076                        |
| Change in provisions and prepayments  | - 3              | - 27                           |
| <b>Changes in working capital</b>   | <b>- 2,401</b>   | <b>- 26</b>                    |
| <b>Net cash flows provided by operating activities</b>                                | <b>- 3,057</b>   | <b>131</b>                     |
| <b>CASH FLOW FROM INVESTING ACTIVITY</b>  |                  |                                |
| Expenses to purchase fixed assets   | - 7              | - 22                           |
| Net expenses to purchase subsidiaries   | - 13,224         | - 5,300                        |
| Net inflows from the sale of subsidiaries   | 5,611            |                                |
| Received repayments of loans granted  | 7,201            | 9,401                          |
| Loans granted   | - 1,260          | - 5,550                        |
| Interest income   | 429              | 706                            |
| Dividend income   | 8,346            | 6,210                          |
| <b>Net cash flows provided / (used) by investing activities</b>                       | <b>7,096</b>     | <b>5,445</b>                   |
| <b>CASH FLOW FROM FINANCIAL ACTIVITY</b>  |                  |                                |
| Repayment of loans and advances   | - 3,390          | - 6,015                        |
| Repayment of the right-of-use-related liabilities - premises and warehouses (IFRS 16) | - 611            | - 119                          |
| Repayment of the right-of-use-related liabilities - other fixed assets (IFRS 16)      | - 123            | - 271                          |
| Inflows from the repayment of lease receivables (IFRS 16)                             | 74               |                                |
| Interest paid   | - 436            | - 1,642                        |
| Loan commissions paid/returned  | 27               | 41                             |
| Dividend payment  | - 17,560         |                                |
| <b>Net flows provided / (used) by financing activities</b>                            | <b>- 22,019</b>  | <b>- 8,006</b>                 |
| <b>Total net cash flows</b>   | <b>- 17,980</b>  | <b>- 2,430</b>                 |
| <b>Net change in cash and cash equivalents</b>  | <b>- 17,980</b>  | <b>- 2,430</b>                 |
| Cash and cash equivalents at period beginning   | 39,490           | 22,706                         |
| <b>Cash and cash equivalents at period end</b>  | <b>21,510</b>    | <b>20,276</b>                  |



## Supplementary Notes to the Abbreviated Interim Separate Financial Statements of OEX S.A.

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The remaining information and disclosures as required by the provisions of the Regulation of the Minister of Finance of 29 March 2018 on current and periodical information to be disclosed by security on conditions of recognition of information required by the laws of a state that is not a member-state, including: a description of significant achievements made in the period of three quarters of 2020 and factors and events with an impact on the financial performance of OEX S.A., explanations concerning the seasonal or cyclical character of the activities of the Company, information on the issue, redemption and repayment of non-share and equity securities as well as events after the balance sheet date were provided in the supplementary notes to the abbreviated interim consolidated financial statements.

## Approval for publication

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The interim abbreviated consolidated financial statements of the OEX S.A. Group for the period of 9 months ended on 30 September 2020 and the interim abbreviated interim financial statements of OEX S.A. (including the comparable data) were approved for publication by the Management Board of OEX S.A. on 19 November 2020.

### Signatures of all Management Board Members

| Date       | Name and Surname   | Function                          | Signature |
|------------|--------------------|-----------------------------------|-----------|
| 19/11/2020 | Jerzy Motz         | President of the Management Board | <hr/>     |
| 19/11/2020 | Rafał Stempniewicz | Management Board Member           | <hr/>     |
| 19/11/2020 | Robert Krasowski   | Management Board Member           | <hr/>     |
| 19/11/2020 | Tomasz Słowiński   | Management Board Member           | <hr/>     |
| 19/11/2020 | Tomasz Kwiecień    | Management Board Member           | <hr/>     |