



MANAGEMENT BOARD'S REPORT ON THE OPERATIONS OF THE UNIMOT GROUP AND UNIMOT S.A.

**for the financial year ended
31 December 2023**



April 2024



THE UNIMOT Group IN 2023

Sales revenues

PLN 12 913 million

EBITDA

PLN 669 million

Adjusted EBITDA

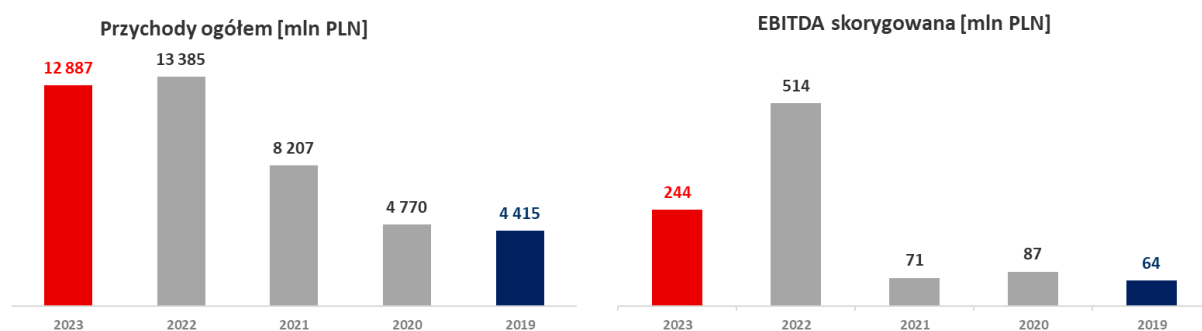
PLN 243.8 million



The UNIMOT Group is an independent fuel and energy group, which has in its multi-energy offer: diesel fuel (Diesel), motor oil, petrol, bio-fuels (Bio), liquefied petroleum gas (LPG), natural gas (including LNG), asphalt products, electricity, energy raw materials (including hard coal and ultimately biomass), and aviation fuels. Since 2016, the company has been a member of the AVIA International association, thanks to which it was the first Polish company to obtain the right to build and develop the AVIA petrol station chain in Poland and Ukraine.

In April 2023, the UNIMOT Group finalised the acquisition of the assets of Lotos Terminale (now UNIMOT Terminale), including nine fuel terminals and two asphalt plants. Thus, UNIMOT fulfils the role of Independent Logistics Operator, being the third player in the fuel storage market, and also holds the second place in the asphalt production market in Poland.

Since March 2017, the company has been listed on the main floor of the Warsaw Stock Exchange.



SELECTED FINANCIAL DATA AND INDICATORS^{1 2 3}

in PLN thousand	31.12.2023	31.12.2022	31.12.2021	31.12.2020	31.12.2019
Total revenue	12 886 989	13 384 882	8 207 216	4 769 994	4 445 420
Gross profit on sales	723 603	954 205	366 239	249 521	221 605
Gross margin on sales	5,61%	7,10%	4,50%	5,20%	5,00%
Operating profit	574 893	485 374	104 410	49 255	68 744
Operating profit margin	4,46%	3,60%	1,30%	1,00%	1,50%
EBITDA	668 965	502 463	116 419	58 293	89 949
EBITDA margin	5,19%	3,80%	1,40%	1,20%	2,00%
Adjusted EBITDA	243 771	513 663	70 596	87 195	63 712
Adjusted EBITDA margin	1,89%	3,80%	0,90%	1,80%	1,40%
Net profit	488 512	373 897	75 961	34 735	59 923
Net margin	3,79%	2,80%	0,90%	0,70%	1,30%
Adjusted net profit	63 319	385 098	30 138	63 637	34 606
Adjusted net margin	0,49%	2,9%	0,40%	1,30%	0,80%

1 Realised and unrealised exchange rate differences and the valuation of assets and liabilities, including inventories, are also included.

2. Earnings Before Interest, Taxes, Depreciation and Amortisation.

3 Adjusted for the impact of the valuation of the compulsory reserve of diesel (driven by a significant change of spread between spot diesel and futures quotes), the postponement of costs related to the implementation of the NIT and the maintenance of compulsory reserves of fuels and other non-recurring events.

Table of contents

LETTER OF THE PRESIDENT OF THE MANAGEMENT BOARD	8
SELECTED CONSOLIDATED FINANCIAL DATA OF THE UNIMOT GROUP FOR THE YEAR 2023	10
SELECTED DATA FROM THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR 2023	11
1. HIGHLIGHTS OF 2023	13
1.1. KEY EVENTS IN 2023 INCLUDING A DESCRIPTION OF THE GROUP'S SIGNIFICANT ACHIEVEMENTS OR FAILURES	13
1.2. AWARDS AND PRIZES IN 2023	15
2. BASIC INFORMATION ABOUT THE UNIMOT GROUP	18
2.1. COMPOSITION OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD OF THE PARENT ENTITY	18
2.2. COMPOSITION OF THE UNIMOT GROUP	19
2.3. ORGANISATIONAL LINKS AND CAPITAL INVESTMENTS MADE	21
2.4. HISTORY OF UNIMOT S.A. AND THE UNIMOT CAPITAL GROUP	23
3. GROUP STRATEGY AND DEVELOPMENT PLANS	24
3.1. STATUS OF IMPLEMENTATION OF THE GROUP'S STRATEGY, INCLUDING ACHIEVEMENT OF FINANCIAL FORECASTS	24
3.2. DEVELOPMENT PLANS OF THE ISSUER'S GROUP IN THE NEAR FUTURE	27
3.2.1. DEVELOPMENT DIRECTIONS OF THE CAPITAL GROUP	27
4. ISSUER SHARES AND DIVIDEND POLICY	29
4.1. SHAREHOLDING STRUCTURE OF THE ISSUER	29
4.2. SUMMARY OF SHAREHOLDINGS IN THE ISSUER BY MANAGEMENT AND SUPERVISORY PERSONNEL	30
4.3. DIVIDEND POLICY	32
4.4. SHARES OF UNIMOT S.A. ON THE WARSAW STOCK EXCHANGE	32
5. UNIMOT CG'S OPERATIONS IN 2023 AND ITS ENVIRONMENT	35
5.1. MAIN PRODUCTS, SOURCES OF SUPPLY AND MARKETS	35
5.1.1. LIQUID FUELS	36
5.1.2. BIO-FUELS	38
5.1.3. LPG	38
5.1.4. NATURAL GAS	38
5.1.5. ELECTRICITY	39
5.1.6. PHOTOVOLTAICS	39
5.1.7. PETROL STATIONS	40
5.1.8. ASPHALT PRODUCTS	40
5.1.9. INFRASTRUCTURE	41
5.2. MARKET ENVIRONMENT - MACROECONOMIC	42
5.2.1. LIQUID FUELS, INCLUDING DIESEL	42
5.2.2. BIO-FUELS	42
5.2.3. LPG	43
5.2.4. PETROL STATIONS	43
5.2.5. ASPHALT PRODUCTS	43
5.2.6. NATURAL GAS	44

5.2.7. ELECTRICITY	44
5.2.8. PHOTOVOLTAICS.....	44
5.2.9. FUEL STORAGE.....	45
5.2.10. RAIL TRANSPORT	45
5.3. REGULATORY ENVIRONMENT	45
5.3.1. LIQUID FUELS.....	46
5.3.2. RETAIL TRADE IN FUELS.....	47
5.3.3. LPG BOTTLING AND STORAGE	47
5.3.4. BIO-COMPONENTS AND LIQUID BIO-FUELS.....	47
5.3.5. THE EFFECTS OF THE SO-CALLED EU SANCTIONS ON THE LIQUID FUELS MARKET.....	48
5.3.6. TRADING IN ELECTRICITY AND NATURAL GAS	48
5.4. SEASONALITY OF ACTIVITY.....	48
5.5. INFORMATION ON AGREEMENTS CONCLUDED THAT ARE SIGNIFICANT FOR THE OPERATIONS OF UNIMOT S.A. AND THE CAPITAL GROUP.....	49
5.6. CHANGES TO THE FUNDAMENTAL MANAGEMENT PRINCIPLES OF THE ISSUER AND ITS GROUP.....	49
5.7. LEGAL PROCEEDINGS	49
5.8. GROUP EMPLOYMENT	49
6. FACTORS AND EVENTS INFLUENCING THE GROUP'S PERFORMANCE	50
6.1. KEY FACTORS AND EVENTS SHAPING THE GROUP'S PERFORMANCE IN 2023 LIKELY TO AFFECT THE GROUP'S OPERATIONS IN THE FOLLOWING YEARS.....	50
6.2. DESCRIPTION OF FACTORS AND EVENTS, INCLUDING THOSE OF AN UNUSUAL NATURE, HAVING A SIGNIFICANT IMPACT ON FINANCIAL RESULTS	62
6.3. IMPACT OF THE ARMED CONFLICT IN UKRAINE ON THE GROUP'S ACTIVITIES	64
6.4. DESCRIPTION OF SIGNIFICANT RISKS AND THREATS	65
6.4.1. RISKS IN THE UNIMOT GROUP'S OPERATIONS.....	65
6.5. CLIMATE RISK AT THE UNIMOT GROUP	78
6.5.1. TRANSITION RISKS (LONG-TERM).....	78
6.5.2. PHYSICAL RISKS.....	80
6.6. CHARACTERISTICS OF EXTERNAL AND INTERNAL FACTORS SIGNIFICANT FOR THE DEVELOPMENT OF UNIMOT S.A. AND THE CAPITAL GROUP	81
6.7. EVENTS AFTER THE REPORTING DATE	83
7. FINANCIAL POSITION OF THE GROUP	84
7.1. PRINCIPLES FOR THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS	84
7.2. CONSOLIDATED STATEMENTS OF TOTAL REVENUES	84
7.3. BASIC FINANCIAL AND ECONOMIC DIMENSIONS OF THE CG	86
7.4. ANNUAL CONSOLIDATED STATEMENTS OF FINANCIAL POSITION.....	87
7.5. RATIO AND COMPARATIVE ANALYSIS OF THE GROUP	91
7.6. MANAGEMENT OF THE GROUP'S FINANCIAL RESOURCES	93
7.7. LIABILITIES FROM LOANS AND LEASES AND OVERDRAFTS.....	94
7.8. LOANS AND BORROWINGS GRANTED	98

7.9.	SURETIES AND GUARANTEES GIVEN.....	98
7.10.	CURRENT AND PROJECTED FINANCIAL POSITION OF THE UNIMOT CG	99
7.11.	RELATED PARTY TRANSACTIONS	99
7.12.	DIFFERENCES BETWEEN THE FINANCIAL RESULTS REPORTED IN THE ANNUAL REPORT AND PREVIOUSLY PUBLISHED FORECASTS FOR 2022.....	100
7.13.	SIGNIFICANT OFF-BALANCE SHEET ITEMS.....	100
8.	FINANCIAL SITUATION OF THE ISSUER UNIMOT S.A.	100
8.1.	THE ISSUER'S BASIC PRODUCTS, GOODS AND SERVICES	100
8.2.	FACTORS AND UNUSUAL EVENTS AFFECTING THE ISSUER'S PERFORMANCE	100
8.3.	ANNUAL STANDALONE STATEMENTS OF FINANCIAL RESULT AND OTHER TOTAL REVENUES	101
8.4.	ANNUAL STANDALONE STATEMENTS OF FINANCIAL POSITION	103
8.5.	RATIO AND COMPARATIVE ANALYSIS OF THE ISSUER	104
8.6.	BORROWINGS.....	107
8.7.	LOANS AND BORROWINGS GRANTED	108
8.8.	SURETIES AND GUARANTEES GIVEN.....	109
8.9.	CURRENT AND PROJECTED FINANCIAL POSITION OF THE ISSUER	111
8.10.	INFORMATION ABOUT THE AUDIT FIRM	111
8.11.	SIGNIFICANT OFF-BALANCE SHEET ITEMS.....	112
9.	CORPORATE GOVERNANCE STATEMENT	112
9.1.	INDICATION OF THE CORPORATE GOVERNANCE STATEMENT TO WHICH THE ISSUER IS SUBJECT AND WHERE THE TEXT OF THE STATEMENT OF PRINCIPLES IS PUBLICLY AVAILABLE	112
9.2.	DESCRIPTION OF HOW THE COMPANY APPLIES THE PRINCIPLES CONTAINED IN THE BEST PRACTICES 2021.....	113
9.2.1.	PRINCIPLES REGARDING INFORMATION POLICY AND COMMUNICATION WITH INVESTORS	113
9.2.2.	PRINCIPLES CONCERNING THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD.....	113
9.2.3.	PRINCIPLES FOR INTERNAL SYSTEMS AND FUNCTIONS.....	114
9.2.4.	PRINCIPLES CONCERNING THE GENERAL MEETING AND RELATIONS WITH SHAREHOLDERS	114
9.2.5.	PRINCIPLES ON CONFLICTS OF INTEREST AND RELATED PARTY TRANSACTIONS	116
9.2.6.	PRINCIPLES ON REMUNERATION	116
9.3.	INDICATION OF THE EXTENT TO WHICH THE ISSUER HAS DEPARTED FROM THE PROVISIONS OF THE SET OF CORPORATE GOVERNANCE PRINCIPLES, TOGETHER WITH AN EXPLANATION.....	117
9.4.	DESCRIPTION OF THE MAIN FEATURES OF THE INTERNAL CONTROL, RISK MANAGEMENT AND INTERNAL AUDIT SYSTEMS APPLIED IN THE ISSUER AND ITS SUBSIDIARIES, INCLUDING IN RELATION TO THE PROCESS OF PREPARING FINANCIAL STATEMENTS AND CONSOLIDATED FINANCIAL STATEMENTS	119
9.4.1.	DESCRIPTION OF THE FEATURES OF THE INTERNAL CONTROL SYSTEM	119
9.4.2.	DESCRIPTION OF THE FEATURES OF THE RISK MANAGEMENT SYSTEM.....	120
9.4.3.	DESCRIPTION OF THE FEATURES OF THE INTERNAL AUDIT FUNCTION	120
9.5.	INDICATION OF SHAREHOLDERS HOLDING DIRECTLY OR INDIRECTLY SIGNIFICANT SHAREHOLDINGS AS AT 31.12.2023 AND AS AT THE DATE OF THE REPORT	122
9.6.	AN INDICATION OF THE HOLDERS OF ANY SECURITIES WHICH CARRY SPECIAL CONTROL POWERS, TOGETHER WITH A DESCRIPTION OF THOSE POWERS	123

9.7.	AN INDICATION OF ANY RESTRICTIONS ON THE EXERCISE OF VOTING RIGHTS OR PROVISIONS WHEREBY, WITH THE COMPANY'S COOPERATION, THE CAPITAL RIGHTS RELATED TO THE SECURITIES ARE SEPARATED FROM THE HOLDING OF THE SECURITIES	123
9.8.	INDICATION OF ANY RESTRICTIONS ON THE TRANSFER OF OWNERSHIP OF THE ISSUER'S SECURITIES	123
9.9.	DESCRIPTION OF THE RULES FOR AMENDING THE ISSUER'S STATUTES OR ARTICLES OF ASSOCIATION	124
9.10.	METHOD OF OPERATION OF THE GENERAL MEETING AND ITS PRINCIPAL POWERS, AND A DESCRIPTION OF SHAREHOLDERS' RIGHTS AND HOW TO EXERCISE THEM	124
9.11.	CORPORATE SOCIAL RESPONSIBILITY	126
9.12.	INFORMATION ON THE COMPOSITION OF THE MANAGEMENT, SUPERVISORY AND ADMINISTRATIVE BODIES AND CHANGES THERETO DURING THE LAST FINANCIAL YEAR	127
9.12.1.	A DESCRIPTION OF THE DIVERSITY POLICY AS APPLIED TO THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES OF THE ISSUER WITH REGARD TO ASPECTS SUCH AS, FOR EXAMPLE, AGE, GENDER OR EDUCATIONAL AND PROFESSIONAL BACKGROUND, THE OBJECTIVES OF THIS DIVERSITY POLICY, THE WAY IN WHICH IT IS IMPLEMENTED AND ITS EFFECTS DURING THE REPORTING PERIOD	140
9.12.2.	AGREEMENTS BETWEEN GROUP COMPANIES AND MANAGERS PROVIDING FOR COMPENSATION	141
9.12.3.	REMUNERATION OF STATUTORY AUTHORITIES	141
9.12.4.	LIABILITIES RESULTING FROM PENSIONS AND BENEFITS OF A SIMILAR NATURE FOR FORMER MANAGERS AND SUPERVISORS.....	144
9.12.5.	INFORMATION ON THE CONTROL SYSTEM FOR EMPLOYEE SHARE SCHEMES	144
9.12.6.	A DESCRIPTION OF THE DIVERSITY POLICY APPLICABLE TO THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES OF THE ISSUER WITH REGARD TO ASPECTS SUCH AS, FOR EXAMPLE, AGE, GENDER OR EDUCATIONAL AND PROFESSIONAL BACKGROUND, THE OBJECTIVES OF THAT POLICY, THE WAY IN WHICH IT HAS BEEN IMPLEMENTED AND ITS EFFECTS DURING THE REPORTING PERIOD IN QUESTION	144
10.	APPROVAL OF THE MANAGEMENT BOARD'S REPORT ON THE OPERATIONS OF THE UNIMOT GROUP AND UNIMOT S.A.	145
11.	MANAGEMENT STATEMENTS.....	146



 **List
prezesa**



Dear Sirs, dear Shareholders,

On behalf of the UNIMOT Group, I am pleased to provide you with the standalone and consolidated financial statements for 2023, in which we present the financial and operational results achieved, as well as key events.

Last year, we successfully completed a number of projects that are part of the consistent expansion of the UNIMOT Group value chain. Seven entities joined our Group, now strongly integrated into our organisation. The acquisition activities undertaken are in line with the adopted strategy, the priorities of which include diversifying our activities, increasing our market share and, consequently, the sustainable development of the Group and increasing its value for all stakeholders.

Particularly noteworthy is the completion of the acquisition of shares in Lotos Terminale S.A. (now: UNIMOT Terminale sp. z o.o.), and with it the addition to the UNIMOT Group of the companies: UNIMOT Infrastruktura sp. z o.o., UNIMOT Bitumen sp. z o.o. and RCEkoenergia sp. z o.o.. This was undoubtedly the biggest event not only in 2023, but in the entire more than 30-year history of UNIMOT. Thanks to this transaction, we are the third player, in terms of scale of operations, on the Polish market for the storage and distribution of liquid fuels and the second in terms of asphalt trading. We currently have 9 fuel terminals with a total capacity of almost 390,000 m³ and two asphalt production plants. Thanks to RCEkoenergia sp. z o.o., we expanded our activities to include the generation, transmission, distribution and trading of energy utilities, in particular heat and electricity.

Last year, we also acquired 90% of the shares in Olavion sp. z o.o., which provides rail freight services in the country and organises freight transport outside Poland. This entity is gradually building its market position. In terms of freight work, Olavion's market share in 2023 was 1.3% compared to a 0.9% share in 2022. In terms of freight carried, the market share was 0.65% in 2023 and 0.4% the year before. The acquisition of Olavion, and with it new competences, allows the UNIMOT Group to reduce the risk of having to put the brakes on business development in the face of emerging logistical challenges. I would like to emphasize that reliable, efficient and effective logistics is particularly important at a time when the market is experiencing dynamic changes in the supply of products and raw materials. As part of the acquisition activities taking place in 2023, the UNIMOT Group also purchased 75% of the shares in Partners4sky sp. z o.o. (now: Unimot Aviation sp. z o.o.). This entity specializes in the sale of aviation fuel to companies and individuals. Shortly after joining the UNIMOT Group, the scope of its activities was limited to offering fuel to customers with helicopters or small aircraft. With the financial and operational support of the UNIMOT Group, it expanded its activities and returned to the passenger aviation segment. Based on analyses, I estimate that the aviation fuel market is characterized by strong growth potential.

A favourable step, allowing further development of the UNIMOT Group, was the realisation of the transaction of acquiring 80% of shares in P2T sp. z o.o. (currently: Unimot Commodities sp. z o.o.), the purpose of which is to conduct logistics and trading activities in the energy raw materials industry, including trading in energy raw materials (biomass and coal), purchase of sea and land freight, as well as supervision of deliveries at sea and land border crossings. The acquired entity provides solid support to the solid fuels segment operating within the UNIMOT Group. I can emphasize with satisfaction that the integration of individual companies into the UNIMOT Group took place with due diligence and with the application of the highest business and ethical standards. Without such an approach, we would not have achieved the anticipated effects and synergies, which were precisely defined even before the start of each transaction. I believe that UNIMOT's DNA has been transferred to the level of each Group's company - in particular, I appreciate such attitudes as flexible response to market needs, high dynamism in action and speed of decision-making.

In addition to the above-mentioned circumstances, the UNIMOT Group's operations were affected by the macroeconomic situation of our country and its market environment, in particular the trends in the local diesel market. It should be noted that 2023 saw a deterioration in economic development conditions. The Polish economy recorded low gross domestic product dynamics. According to the estimates of the Central Statistical Office, GDP in this period increased by only 0.2% y-o-y, compared to 5.2% a year earlier. There were dynamic changes in the domestic diesel market. At the beginning of the year, they were related to the introduction of an embargo on diesel oil imports from Russia from 5 February, and from August the prices of this product in Poland were significantly below the quotations observed on world markets, which meant generating negative margins. In this situation, the Group limited its imports of this product to the volumes necessary to meet its obligations under previously concluded contracts. Only in this way could the UNIMOT Group offset the negative effects present on the diesel market. Despite the measures taken,

it is estimated that there was a loss of benefits of over PLN 140 million, which would not have occurred if the market environment in the second half of 2023 had not differed significantly from the diesel oil trading conditions observed in previous periods. The end of 2023 brought some improvement and an increase in the efficiency of the import of this product, but not to a level satisfactory to the UNIMOT Group.

The drastic reduction in margins has led us - as in 2018 - to review our operational efficiency and cost flexibility. With the measures implemented, we expect to achieve annualized cost optimisation of PLN 15 million from the second half of 2024.

Throughout 2023, the UNIMOT Group undertook intensive activities directed at effectively managing the challenges that arose during the period and making the most of market opportunities. By responding appropriately to changes, the UNIMOT Group generated consolidated revenues of almost PLN 13 billion, and consolidated adjusted EBITDA amounted to PLN 244 million. On a stand-alone basis, revenues reached PLN 1 billion, adjusted EBITDA profit: PLN 78 million. In the reported period, the volume of diesel and bio-fuel sales amounted to nearly 2 million m³, and LPG sales exceeded 294,000 tonnes.

I am aware that the dynamic growth of UNIMOT Group's activities generates impacts on the environment, society and on all stakeholders along the value chain. The UNIMOT Group promotes the implementation of innovative, efficient solutions to accelerate the sustainable development of local communities, takes care of its employees and the climate and environment, and does its due diligence on all stakeholders involved in our activities.

I would like to emphasize that the company's most valuable asset is its employees, which is why, both in the companies acquired in 2023 and in the other businesses previously operating within the UNIMOT Group, we pay particular attention to ensuring a safe, ergonomic and respectful working environment. We also take into account the needs of local communities, and our commitment in this regard makes a positive, measurable difference to the environment in which we operate.

We do not forget about Ukraine and its people. This country is still suffering the effects of a war that has been going on for more than two years - both socially and economically. We know the needs of this nation. We therefore support it by providing humanitarian aid and, on a commercial basis, by supplying raw materials traded by the UNIMOT Group.

I am sure that the next few years will also be full of challenges. However, I expect that the strategy for 2024-2028, which has been developed in the UNIMOT Group for several months, will further strengthen the foundations we have and the potential for further sustainable growth. Our ambition is to meet the energy needs of citizens, to take an active part in the energy transition, to provide customers with modern, low-carbon products, as well as to shape the market and have a positive impact on the environment, local communities and employees. We will keep you informed of any decisions on the new strategy.

New acquisitions and the associated business diversification, cost and operational optimization, combined with the new strategy for 2024-2028, are expected to lead to further growth in the capitalization of our Group.

I have no doubt that, thanks to the hard work and commitment of all employees, together we will achieve further important goals that will translate into further safe development of UNIMOT for the benefit of our shareholders, partners, customers and Group employees.

Many thanks for your trust and commitment.

Adam Sikorski
President of the Management Board of UNIMOT S.A.

SELECTED CONSOLIDATED FINANCIAL DATA OF THE UNIMOT GROUP FOR THE YEAR 2023

	in PLN thousand		in EUR thousand	
	31.12.2023	Comparative data*	31.12.2023	Comparative data*
I. Sales revenue	12 886 989	13 384 882	2 845 815	2 854 954
II. Profit/(loss) on operating activities	574 893	485 374	126 953	103 529
III. Gross profit/(loss)	508 747	464 224	112 346	99 018
IV. Net profit/(loss) attributable to shareholders of the parent entity	487 238	373 955	107 596	79 763
V. Net profit/(loss)	488 512	373 897	107 878	79 751
VI. Net cash flow from operating activities	(29 919)	502 260	(6 607)	107 131
VII. Net cash flow from investing activities	(155 116)	(105 675)	(34 254)	(22 540)
VIII. Net cash flow from financing activities	187 524	(38 251)	41 411	(8 159)
IX. Total net cash flow	2 489	358 334	550	76 432
X. Total assets	3 137 233	1 665 277	721 535	355 077
XI. Liabilities and provisions for liabilities	2 059 361	961 483	473 634	205 011
XII. Long-term liabilities	839 320	96 614	193 036	20 600
XIII. Short-term liabilities	1 220 041	864 869	280 598	184 411
XIV. Equity	1 077 872	703 794	247 901	150 066
XV. Share capital	8 198	8 198	1 885	1 748
XVI. Number of shares (in thousands)	8 198	8 198	-	-
XVII. Profit/(loss) per ordinary share attributable to shareholders of the parent (in PLN/EUR)**.	59,43	45,62	13,12	9,73
XVIII. Diluted profit/(loss) per ordinary share attributable to shareholders of the parent (in PLN/EUR)**.	59,43	45,62	13,12	9,73
XIX. Book value per share (in PLN/EUR)***.	131,48	85,85	30,24	18,31
XX. Diluted book value per share (PLN/EUR)***.	131,48	85,85	30,24	18,31

***The comparative data for the items relating to the statements of financial position are presented as at 31 December 2022, while those for the items relating to the statements of total revenues and statements of cash flows are presented for the period from 1 January 2022 to 31 December 2022.*

*** as at 31 December 2023, the number of shares used in the calculation of profit per ordinary share and diluted profit per ordinary share was 8,198 thousand*

*** as at 31 December 2022, the number of shares used to calculate profit per ordinary share and diluted profit per ordinary share was 8,198 thousand.*

**** as at 31 December 2023, the number of shares used to calculate book value and diluted book value per share was 8,198 thousand.*

**** as at 31 December 2022, the number of shares used to calculate book value and diluted book value per share was 8,198k*

The selected financial data have been converted into euro as follows:

The asset and liability items of the statements of financial position were converted into euro at the average exchange rate announced by the National Bank of Poland on 29 December 2023: PLN/EUR 4.3480 and for the comparative data of 30 December 2022: PLN/EUR 4.6899.

Individual items relating to the statements of total revenues and the statements of cash flows were converted at an exchange rate representing the arithmetic mean of the average exchange rates announced by the National Bank of Poland in force on the last calendar day of each month, which amounted to PLN/EUR 4.5284 (2023), PLN/EUR 4.6883 (2022), respectively.

SELECTED DATA FROM THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR 2023

	in PLN thousand		in EUR thousand	
	31.12.2023	Comparative data*	31.12.2023	Comparative data*
I. Sales revenue from continuing operations	1 058 600	1 282 965	233 771	273 652
I. Total sales revenue	1 058 600	7 682 923	233 771	1 638 744
II. Operating profit/(loss) from continuing operations	56 542	(14 882)	12 486	(3 174)
II. Total operating profit/(loss)	56 542	154 215	12 486	32 894
III. Gross profit/(loss) from continuing operations	38 662	(20 487)	8 538	(4 370)
III. Total gross profit/(loss)	38 662	143 961	8 538	30 707
IV. Net profit/(loss) from continuing operations	45 039	(15 915)	9 946	(3 395)
IV. Total net profit/(loss)	45 039	117 288	9 946	25 017
V. Net cash flow from operating activities	23 182	316 090	5 119	67 421
VI. Net cash flow from investing activities	199 520	12 977	44 060	2 768
VII. Net cash flow from financing activities	(250 325)	(23 229)	(55 279)	(4 955)
VIII. Total net cash flow	(25 193)	308 153	(5 563)	65 728
IX. Total assets	848 767	711 927	195 209	151 800
X. Liabilities and provisions for liabilities	483 036	279 006	111 094	59 491
XI. Long-term liabilities	142 108	86 769	32 684	18 501
XII. Short-term liabilities	340 928	192 237	78 410	40 990
XIII. Equity	365 731	432 921	84 115	92 309
XIV. Share capital	8 198	8 198	1 885	1 748
XV. Number of shares (in thousands)	8 198	8 198	-	-
XVI. Profit/(loss) per ordinary share (PLN/EUR) - from continuing operations	5,49	(1,94)	1,21	(0,41)
XVI. Profit (loss) per ordinary share (PLN/EUR) - total	5,49	14,31	1,21	3,05
XVII. Diluted profit/(loss) per ordinary share (PLN/EUR) - from continuing operations	5,49	(1,94)	1,21	(0,41)
XVII. Diluted profit/(loss) per ordinary share (PLN/EUR) - total	5,49	14,31	1,21	3,05
XVIII. Book value per share (in PLN/EUR)	44,61	52,81	10,26	11,26
XIX. Diluted book value per share (in PLN/EUR)	44,61	52,81	10,26	11,26
XX. Dividend paid per share (in PLN/EUR)	0	0	0	0

***The comparative data for the items relating to the statements of financial position are presented as at 31 December 2022, while those for the items relating to the statements of total revenues and statements of cash flows are presented for the period from 1 January 2022 to 31 December 2022.*

*** as at 31 December 2023, the number of shares used in the calculation of profit per ordinary share and diluted profit per ordinary share was 8,198 thousand shares*

*** as at 31 December 2022, the number of shares used to calculate profit per ordinary share and diluted profit per ordinary share was 8,198 thousand.*

**** as at 31 December 2023, the number of shares used to calculate book value and diluted book value per share was 8,198 thousand.*

**** as at 31 December 2022, the number of shares used to calculate book value and diluted book value per share was 8,198 thousand.*

The selected financial data have been converted into euro as follows:

The asset and liability items of the statements of financial position were converted into euro at the average exchange rate announced by the National Bank of Poland on 29 December 2023: PLN/EUR 4.3480 and for the comparative data of 30 December 2022: PLN/EUR 4.6899.

Individual items relating to the statements of total revenues and the statements of cash flows were converted at an exchange rate representing the arithmetic mean of the average exchange rates announced by the National Bank of Poland in force on the last calendar day of each month, which amounted to PLN/EUR 4.5284 (2023), PLN/EUR 4.6883 (2022), respectively.



 **Komentarz do
wyników finansowych
Grupy UNIMOT**



1. HIGHLIGHTS OF 2023

1.1. KEY EVENTS IN 2023 INCLUDING A DESCRIPTION OF THE GROUP'S SIGNIFICANT ACHIEVEMENTS OR FAILURES

EVENTS IN 2023	
Acquisition of Olavion sp. z o.o.	On 9 January 2023, a preliminary conditional agreement for the acquisition of shares in Olavion sp. z o.o. was concluded. On 7 March 2023, the purchase of 90% of shares in Olavion was finalised
Acquisition of 100% of shares in Lotos Terminale S.A. (currently: UNIMOT Terminale Sp. z o.o.).	On 3 February 2023, UNIMOT Investments sp. z o.o. entered into a conditional promised purchase agreement with ORLEN S.A. for 100% of shares in Lotos Terminale S.A. (currently: UNIMOT Terminale Sp. z o.o.).
Contract for the purchase of rail tankers	On 21 February 2023, the UNIMOT Group concluded a contract for the purchase of new rail tankers designed to carry petrol or diesel.
Conditional agreement for the purchase of shares in the energy raw materials industry	On 5 April 2023, UNIMOT concluded a preliminary conditional sale agreement, by virtue of which it undertook to acquire from two individuals 80% of the shares in a company intended for logistics and trading activities in the energy raw materials industry. In turn, on 4 July 2023, a promised agreement was concluded under which the Issuer acquired the shares referred to above.
Agreement for the transfer of 100% of shares in Lotos Terminale S.A. (currently: UNIMOT Terminale Sp. z o.o.).	On 7 April 2023, UNIMOT Investments entered into a definitive agreement with ORLEN S.A. for the transfer of 100% of the shares in Lotos Terminale S.A. (now: UNIMOT Terminale sp. z o.o.).
Agreement for the transfer of shares in Partners4Sky sp. z o.o.	On 28 April 2023, the Issuer entered into a share transfer agreement with Partners4Sky sp. z o.o., acquiring 75% of the shares in the company. The company operates in the aviation fuels business.
Ordinary Annual Meeting of UNIMOT S.A.	On 5 June 2023, the Ordinary General Meeting of UNIMOT S.A. approved, inter alia, the financial statements of the Unimot CG and Unimot S.A. and the payment of a dividend from the generated profit of 2022 in the amount of PLN 13.69 per share.
Contract for the purchase of railway engines	The Issuer's subsidiary Olavion sp. z o.o. entered into an agreement for the purchase of 4 railway engines and was granted an option to purchase 16 additional railway engines.
Establishment of Unimot Aviation Services sp. z o.o.	On 20 July 2023, a subsidiary of Unimot S.A. - Unimot Aviation sp. z o.o. (former Partners4Sky sp. z o.o.) established Unimot Aviation Services sp. z o.o.
Appointment of new members to the Management Board	On 22 November 2023, The Issuer's Supervisory Board appointed the following persons to the Issuer's Management Board with effect from 1 January 2024, for a joint five-year term of office of the Management Board: <ul style="list-style-type: none"> - Aneta Szczesna-Kowalska to the position of Vice-President for HR, - Michal Hojowski to the position of Vice-President for Energy Transformation.
AFTER THE BALANCE SHEET DATE	
Entry of a major investor	Change in voting rights at the general meeting of UNIMOT S.A. On 8 January 2024, the acquisition of Unimot shares took place, which resulted in the Zbigniew Juroszek Family Foundation, together with the parent entity and related entities, exceeding 5% of the total number of votes in Unimot S.A. Following the transaction, Zbigniew Juroszek, together with his subsidiaries, indirectly holds 556,845 shares, which translates into 6.79 per cent of the share capital and 6.51 per cent of votes at the general meeting of Unimot S.A.

The acquisition of 100% of shares in Lotos Terminale, finalised on 7 April, was the most important business event of 2023 and another stage of the Unimot Group's successive development and strengthening of its position as the largest independent operator on the fuel market in Poland.

Thanks to the transaction, the assets of the UNIMOT Group have expanded to include nine fuel terminals and two asphalt plants. Thus, the Group became the third player on the fuel storage market, with the status of an Independent Logistics Operator, i.e. an entity whose storage services may be used by other entities, as well as the second player on the bitumen sales market.

Czechowice-Dziedzice, Jasło, Poznań, Rypin, Piotrków Trybunalski, as well as Szczecin, Bolesławiec, Gdańsk and Gutkowo, where fuel terminals are located, have joined the key locations.

The finalisation process took more than two years and started in 2021. Preparation for the transaction required organisational changes within the Group, which is why the fuel, bio-fuel and LPG business was separated from Unimot S.A. in August 2022 and subsequently transferred in kind to Unimot Paliwa sp. z o.o.. Such an operation was necessary due to European Commission guidelines mandating that the business remain independent and accessible to other market participants.

In addition, the transaction was subject to a number of approvals, ranging from the aforementioned approval of the European Commission, through the approval of the OCCP, to the approvals of the relevant state and local government authorities.

Business operations in their new form have been implemented since 7 April 2023, when the acquired companies joined the Unimot Group, namely: Lotos Terminale S.A. (now operating as Unimot Terminale sp. z o.o.), Uni-Bitumen sp. z o.o. (now known as Unimot Bitumen sp. z o.o.), RCEkoenergia sp. z o.o. and Lotos Infrastruktura S.A. (now Unimot Infrastruktura sp. z o.o.).

The transaction is regarded as a long-term investment, is being progressively developed and has a positive impact on revenue diversification.

As part of the acquisition of 100% of the shares in Lotos Terminale S.A. (now: UNIMOT Terminale Sp. z o.o.) the following events took place:

- On 3 February 2023, UNIMOT Investments sp. z o.o. entered into a conditional Promised Agreement with ORLEN S.A. for the acquisition of 100% of shares in Lotos Terminale S.A. (the "Promised Agreement", currently: UNIMOT Terminale Sp. z o.o.). The conclusion of the Promised Agreement took place in connection with the fulfilment of all agreed conditions of the preliminary agreement concluded on 12 January 2022, which enabled the conclusion of the Promised Agreement. Pursuant to the Final Agreement, the parties undertook to conclude a final agreement for the sale of 100% of shares in Lotos Terminale S.A. subject to the conditions set out in the Final Agreement, i.e. related to the non-exercise of the pre-emptive right by authorised bodies.
- On 7 April 2023, UNIMOT Investments entered into a final agreement with ORLEN S.A. for the transfer by ORLEN of 100% of Lotos Terminale shares to UNIMOT Investments. Unimot Investments paid to ORLEN a part of the agreed sale price of Lotos Terminale shares and refinanced Lotos Terminale S.A.'s liability to the bank in the total amount of PLN 366.4 million. The remaining part of the sale price, including that resulting from the agreed earn-out mechanism, as well as the reimbursement of capital expenditure related to the implementation of the investment in the fuel terminal in Szczecin will take place at later dates agreed between the parties. The payment of the sale price was made from the own contribution made to Unimot Investments by UNIMOT S.A. in the amount of PLN 118.6 million and the use of part of the loan granted to Unimot Investments by a consortium of banks.
- As part of the acquisition of Lotos Terminale, the UNIMOT Group acquired the Independent Logistics Operator business, which includes nine fuel terminals with a total current capacity of 387,000 m³. In addition, as part of the transaction, the Unimot Group acquired the 'bitumen' business, which includes the bitumen production facilities together with the sales department, as well as a ten-year contract for the supply of up to 500,000 tonnes per year of raw material for their production from the Gdańsk Refinery.

The following events took place as part of the investment in logistics:

- On 9 January 2023, the Issuer entered into a preliminary conditional agreement to sell 100% of the shares in Olavion sp. z o.o. (the "Preliminary Agreement") from two individuals, including the majority shareholder (the "Seller") and seven executives (the "Executives"). Under the Preliminary Agreement, the parties agreed to sell a total of 100% of Olavion's shares (the first agreement with the Sellers - 90% of Olavion's shares, the remaining


agreements with the Management Personnel - 10% of Olavion's shares). Consequently, on 7 March 2023, UNIMOT S.A. concluded an agreement by which it acquired 90% of the shares in Olavion from the Sellers. One of the conditions for the conclusion of the Promised Agreements with the Executives is, among other things, that the composition of Olavion's Management Board and the cadre of key managers be maintained and that Olavion's financial statements for 2023 and 2024 be prepared. It was agreed that the deadline for the acquisition of 10% of the shares from the Executives would be no later than 7 July 2025.

- On 21 February 2023, the UNIMOT Group concluded another contract for the purchase of new rail tankers for the transportation of petrol or diesel fuel. In total, in previous contracts, the UNIMOT Group purchased rail tankers with a total capacity of over 18,000 m³. The rail tankers purchased will constitute a significant addition to the UNIMOT Group's logistics base and will be primarily used by the Group, as well as being made available to external entities as far as possible. The development of the Group's own rail resources makes it possible to increase the efficiency of liquid fuel trading.
- On 13 June 2023, the Issuer's subsidiary Olavion sp. z o.o. concluded an agreement for the acquisition of railway engines. Under the agreement, Olavion will acquire 4 railway engines for a total maximum price of PLN 74 million. In addition, Olavion has been granted the option to purchase 16 additional railway engines. The Issuer Group can exercise the above option until the end of 2025 and is not obliged to purchase all the railway engines provided for in the purchase option pool. The decision to purchase additional railway engines will be made after considering the economic justification for their purchase. Assuming that the option to purchase all 16 railway engines is exercised, the total cash expenditures can amount to PLN 304 million at prices prevailing in 2023. As a result of the contract, Olavion will increase the number of electric railway engines, which will allow it to increase the scale of its operations and strengthen its market position. Securing the possibility of purchasing more railway engines will allow the Issuer Group to respond flexibly to changing market demand and the Issuer Group's supply capabilities. In exercise of the option right referred to above, Olavion has placed an order for the purchase of four additional railway engines.

In addition, the following events took place within supplementing the value chain:

- On 5 April 2023, UNIMOT concluded a preliminary conditional sale agreement, under which it undertook to acquire 80% of the shares in a company intended for logistics and trading activities in the energy raw materials industry from two individuals. The subject of the transaction was the acquisition of shares in P2T sp. z o.o. (currently: Unimot Commodities sp. z o.o.), into which a separate part of the P2 Trading sp. z o.o. enterprise was contributed, and whose business is trading in energy raw materials, including biomass and coal, purchase of sea and land freight, as well as supervision of deliveries at sea and land border crossings. Following the fulfilment of all conditions precedent set out in the preliminary conditional sale agreement, the relevant promised agreement was signed on 4 July 2023.
- On 28 April 2023, The Issuer entered into an agreement for the transfer of shares in Partners4Sky sp. z o.o. (now: Unimot Aviation Sp. z o.o.) , acquiring 75% of the shares in this company. The company currently sells fuel to companies and individuals. It also cooperates with entities consuming aviation paraffin (JET A-1) in technological processes or offering servicing of aviation engines.

1.2. AWARDS AND PRIZES IN 2023

Award	Description
<p>Patron of Culture</p> 	<p>In January 2023, the companies: UNIMOT S.A. and UNIMOT Infrastruktura Sp. z o.o. were honoured with the title of "Patron of Culture" awarded by the Jasielsk House of Culture. This title was established to honour representatives of business and economic circles who support Jasto culture</p>

LISTED COMPANY OF THE YEAR



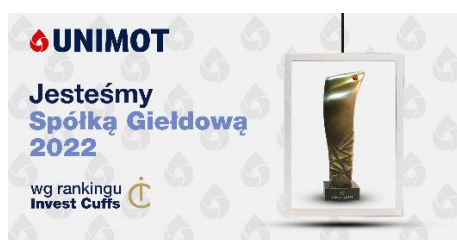
Giełdowa
Spółka Roku
2022

In March 2023, UNIMOT S.A. was once again recognised in the prestigious Stock Exchange Company of the Year ranking. The company took third place in the category "Competence of the Management Board". In this category, the activity of the management board in the area of communication with the market and keeping promises and commitments was assessed.

At the same time, the company was ranked among the top ten listed companies.

The Stock Exchange Company of the Year is the oldest, prestigious ranking on the capital market and is organised by Bonnier Business Polska, publisher of the newspaper Puls Biznesu.

LISTED COMPANY OF THE YEAR



In March 2023, UNIMOT S.A. was recognised in the annual INVEST CUFFS investment industry competition in the "Listed Company 2022" category. Participants were nominated for the competition by the investment community, the organisers and the Chapter. The selection of nominees in individual categories was made by the Invest Cuffs Chapter.

The winners of the Competition were selected by Internet users in an open electronic vote.

The 'Invest Cuffs 2023 - Investment Market Awards' and the 'Invest Cuffs 2023 Gala' were organised by the Invest Cuffs Foundation - Education and Development of Financial Markets.

LIST OF 500



36TH PLACE ON THE RZECZPOSPOLITA 500 LIST

In May 2023, the daily newspaper Rzeczpospolita announced the results of the annual ranking of the largest Polish companies - the List of 500. The UNIMOT Group was ranked 36th in this ranking, which means a 22-place rise over the year.

The 500 List is a listing of the country's largest companies by sales revenue in 2022, prepared on the basis of surveys, financial statements, stock market reports and business intelligence resources. The revenues of the companies on this year's 500 List amount to almost PLN 2.4 trillion.

CAPITAL MARKET HERO



In May 2023, during the „Wall Street 27” conference in Karpacz, the UNIMOT Group received the „Hero of the Capital Market” award in the „Stock Exchange Company” category for the best investor relations among companies outside WIG20 and mWIG40. Organised by the Association of Individual Investors, the plebiscite rewards companies, journalists, bloggers and analysts whose activities contribute to the development of the capital market. At the same time, it honours the UNIMOT Group's contribution to promoting the highest standards of communication and spreading knowledge among participants in the financial market, including, above all, individual investors.

THE MOST RELIABLE COMPANY



In September 2023, UNIMOT S.A. was honoured with the title of the 'Most Credible Company in the Polish Economy' in the category of Chemicals and Fuels. In the fourth edition of the "Most Credible Company in the Polish Economy" awards and distinctions, the ISBnews agency honoured companies and institutions conducting their activities in a transparent manner, honestly towards contractors and partners and honouring the principles of corporate social responsibility.

Climate Aware Company 2023



In November 2023, the UNIMOT Group was awarded the title of "Climate Aware Company 2023". The distinction is awarded on the basis of the Corporate Climate Crisis Awareness Study, which is a project of the Reporting Standards Foundation, the Association of Listed Companies and Bureau Veritas.

Golden Hundred of the Opole Region



On 9 December 2023, a gala was held to crown the tenth edition of the ranking, in which the editors of Nowa Trybuna Opolska and students and academics of the Faculty of Economics and Management at Opole University of Technology awarded companies with the best economic indicators in the Opole Province. Unimot was ranked 1st in terms of highest sales revenue in 2022. In the same ranking, the Unimot Group's company Unimot Paliwa Sp. z o.o. - took 2nd place. In turn, Unimot Paliwa Sp. z o.o. was ranked 3rd, taking into account its net financial result for 2022.

17th place in wnp.pl ranking of 1000 largest industrial companies in Poland



In December 2023, UNIMOT Group was ranked 17th in the ranking of the 1000 largest industrial companies in Poland. The ranking published by WNP.PL takes into account the volume of revenues for 2022 of entities from the most important branches of Polish industry, including the energy and fuels sector, chemicals or mining. Unimot Group's position in the ranking is due to its revenue of PLN 13.4 billion.

Forbes Diamonds 2024



In January 2024, Olavion Sp. z o.o., which deals with rail logistics in the UNIMOT Group, was awarded the title of Forbes Diamond 2024. The company took 1st place on the regional list in the Pomeranian Voivodeship and 19th place on the national level in the category of companies with revenues from PLN 50 to 200 million. Forbes Diamonds is a distinction developed by Dun & Bradstreet Poland, in cooperation with the Forbes Poland editorial office, and awarded to the most dynamically developing companies in the country.

2. BASIC INFORMATION ABOUT THE UNIMOT GROUP

The Unimot Group is an independent importer of liquid and gaseous fuels. The Group's product range includes: diesel, petrol, bio-fuels, aviation fuels, heating diesel, LPG isopropane propane, butane, natural gas, electricity, heat, photovoltaics, asphalt products, oils, lubricants and solid fuels. The Group is also developing a chain of petrol stations under the AVIA brand. At the same time, as of April 2023, the Group started to operate as an independent logistics operator as a consequence of the acquisition of 100% of the assets of Lotos Terminale (UNIMOT Terminale Sp. z o.o.) and operates a rail freight business (Olavion Sp. z o.o.).

The UNIMOT Group is the third player in the fuel storage market, the second player in the bitumen sales market and has become an independent fuel logistics operator based on its own infrastructure. It currently has 9 fuel terminals with a total current capacity of 387,000 m³ and is a producer of modified bitumen.

PARENT ENTITY'S DATA

UNIMOT Spółka Akcyjna ("UNIMOT", the "Company", the "Parent Entity") with its registered office in Zawadzkie, ul. Świerkłańska 2A, is the Parent Entity in the UNIMOT Capital Group (the "Capital Group", the "Group").

The company was entered on 29 March 2011 in the Register of Entrepreneurs of the District Court in Opole, 8th Commercial Division of the National Court Register, under KRS number: 0000382244.

The company has the identification number REGON: 160384226 and NIP: 7561967341.

UNIMOT S.A. shares have been listed on the Stock Exchange since 7 March 2017.

The Parent Entity's core business is the control and management of other companies or enterprises in the fuel and energy industry and related industries, strategic and organisational planning and decision-making processes, as well as the commercial activities of petrol stations under the AVIA brand and the marketing of natural gas.

2.1. COMPOSITION OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD OF THE PARENT ENTITY

Composition of the Management Board as at 31.12.2023:

- Adam Sikorski – President of the Management Board,
- Robert Brzozowski - Vice-President of the Management Board,
- Filip Kuropatwa - Vice-President of the Management Board.

There were no changes to the composition of the Board during the reporting period.

Composition of the Management Board as at 01.01.2024:

- Adam Sikorski – President of the Management Board,
- Robert Brzozowski - Vice-President of the Management Board,
- Filip Kuropatwa - Vice-President of the Management Board,
- Aneta Szczesna-Kowalska - Vice-President of the Management Board,
- Michał Hojowski - Vice-President of the Management Board.

Composition of the Supervisory Board:

- Andreas Golombek - Chairman of the Supervisory Board,
- Bogusław Satława – Vice-Chairman of the Supervisory Board,
- Piotr Cieślak - Member of the Supervisory Board,
- Isaac Querub - Member of the Supervisory Board,
- Piotr Prusakiewicz - Member of the Supervisory Board,
- Ryszard Budzik - Member of the Supervisory Board,
- Lidia Banach-Hoheker - Member of the Supervisory Board.

There were no changes in the composition of the Supervisory Board during the reporting period.

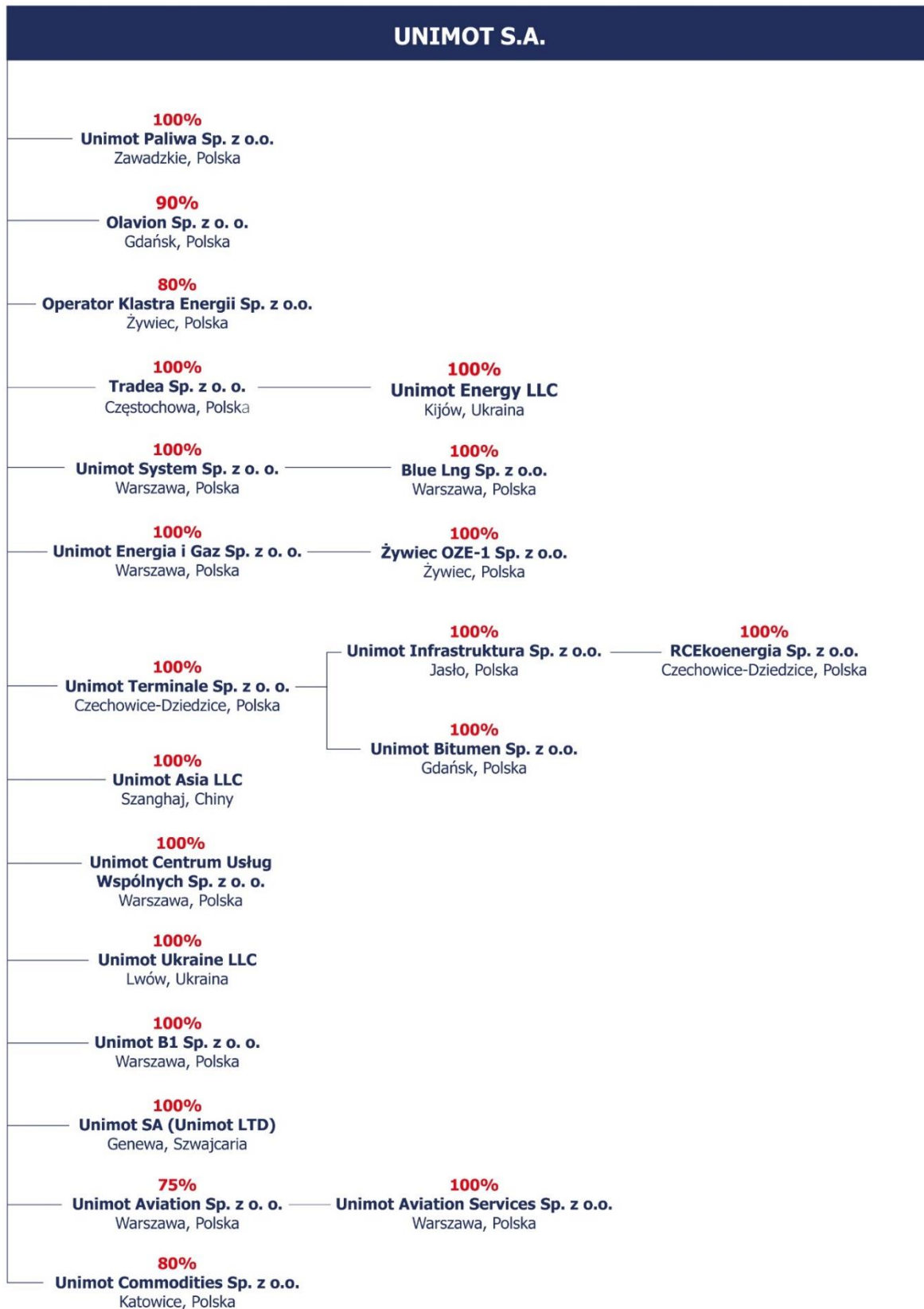
2.2. COMPOSITION OF THE UNIMOT GROUP

As at 31 December 2023, the UNIMOT Group comprised the following directly and indirectly consolidated subsidiaries:

Name of unit	Headquarters	Scope of the unit's core business	Shareholdings and voting rights	Date of obtaining control
UNIMOT S.A.	Poland	Controlling and managing other companies in the fuel and energy industry and related industries, strategic and organizational planning and decision-making processes; Running the commercial activities of the petrol stations under the AVIA brand; Trading in natural gas	not applicable	Parent Entity
UNIMOT SYSTEM Sp. z o.o.	Poland	Sale and distribution of gaseous fuels through mains	100%	20.01.2014
BLUE LNG Sp. z o. o.	Poland	Sale and distribution of gaseous fuels through mains	100%	04.07.2014
UNIMOT PALIWA Sp. z o.o.	Poland	Wholesale of fuels and related products	100%	16.11.2015
UNIMOT ENERGIA I GAZ Sp. z o.o.	Poland	Trading in electricity and gaseous fuels	100%	30.12.2015
TRADEA Sp. z o.o.	Poland	Electricity trading	100%	23.05.2016
UNIMOT UKRAINE LLC	Ukraine	Distribution of liquid fuels	100%	19.04.2018
UNIMOT ASIA LLC	China	Distribution of petroleum products	100%	04.09.2018
UNIMOT ENERGY LLC	Ukraine	Electricity distribution	100%	02.04.2019
ENERGY CLAST OPERATOR Ltd.	Poland	Planning, generation and coordination of energy distribution, consulting, advisory activities	80%	15.02.2021
UNIMOT SHARED SERVICES CENTRE Ltd.*	Poland	Non-operating special purpose vehicle	100%	20.10.2021
UNIMOT B1 Sp. z o.o.	Poland	Non-operating special purpose vehicle	100%	20.10.2021
UNIMOT SA (Unimot LTD)	Switzerland	distribution of liquid fuels	100%	17.05.2022
ŻYWIEC OZE-1 Sp. z o.o.	Poland	Electricity generation	100%	13.02.2023
OLAVION Sp. z o.o.	Poland	Rail transport and forwarding services	90%	07.03.2023
UNIMOT TERMINALE Sp. z o.o.	Poland	Storage and distribution of fuels	100%	07.04.2023
UNIMOT INFRASTRUKTURA Sp. z o.o.	Poland	Fuel storage and distribution, rental and property management	100%	07.04.2023
UNIMOT BITUMEN Sp. z o.o.	Poland	Bitumen production	100%	07.04.2023
RCKOENERGIA Sp. z o.o.	Poland	Generation, transmission, distribution and trading of energy utilities	100%	07.04.2023
UNIMOT AVIATION Sp. z o.o.	Poland	Trade in aviation fuel	75%	28.04.2023
UNIMOT COMMODITIES Sp. z o.o.	Poland	Logistics and trading activities in the energy raw materials industry (coal)	80%	4.07.2023
UNIMOT AVIATION SERVICES Sp. z o.o.	Poland	Support activities for air transport	75%	20.07.2023

*02.11.2023 a subsidiary of Unimot S.A. - Unimot T1 Sp. z o.o. changed its name to Unimot Shared Services Centre LTD.

Diagram of the UNIMOT CG as at 31 December 2023.



2.3. ORGANISATIONAL LINKS AND CAPITAL INVESTMENTS MADE

The Issuer did not make any capital investments outside the Group during the reporting period.

Changes in 2023:

In 2023, the following changes occurred in the Unimot Group:

- On 9.01.2023, Unimot S.A. increased the capital in Unimot Investments sp. z o.o. by taking up 2 000 new shares at PLN 50 each, covering them entirely with a cash contribution in the amount of PLN 1 000 000, as a result of which the share capital of this company increased by PLN 100 000. The surplus over the nominal value of the shares taken up, i.e. the amount of PLN 900 000, was transferred to the supplementary capital (agio). The percentage share of Unimot S.A. in Unimot Investments sp. z o.o. has not changed and amounts to 100%.
- On 13.02.2023, a subsidiary of Unimot S.A., viz: UNIMOT Energia i Gaz sp. z o.o. entered into an agreement to acquire 95% of the shares in Żywiec OZE-1 sp. z o.o., and on 15.02.2023 acquired the remaining 5% of shares.
- On 13.02.2023, Unimot S.A. increased the capital in Unimot Investments sp. z o.o. by taking up 6 000 new shares at PLN 50 each, covering them entirely with a cash contribution in the amount of PLN 3 000 000, as a result of which the share capital of this company increased by PLN 300 000. The surplus over the nominal value of the shares taken up, i.e. the amount of PLN 2 700 000, was transferred to the supplementary capital (agio). The percentage share of Unimot S.A. in Unimot Investments sp. z o.o. has not changed and amounts to 100%.
- On 7.03.2023, Unimot S.A. signed a Promised Purchase Agreement from 2 individuals, including the acquisition of 4,140 shares representing 90% of the shares in the share capital of Olavion sp. z o.o. from the existing majority shareholder. As at the acquisition date, the amount of the consideration transferred (basic price) amounted to PLN 24,200,772.90 and represented cash paid. The basic price consists of a predetermined component in the contract and a component depending on the value of the net debt at the acquisition date and the difference in the value of the working capital at the acquisition date compared to the value at 30.11.2022. The basic price stated above was adjusted (increased) on 18.04.2023 by an amount of PLN 854 thousand, taking into account the actual value of net debt and the actual value of working capital, both of which were included in the calculation of the price on the date of acquisition based on estimated data. The total amount of the consideration transferred may change, due to the earn-out mechanism included in the agreement. The additional price is dependent on the EBITDA of the acquired Company to be achieved in 2023 and 2024 and will be settled by the end of July 2025.
- On 10.03.2023, Unimot S.A. increased the capital in Unimot B1 sp. z o.o. by taking up 240 new shares at PLN 50 each, covering them entirely with a cash contribution of PLN 12,000, as a result of which the share capital of that company increased by PLN 12,000. The percentage share of Unimot S.A. in Unimot B1 sp. z o.o. has not changed and amounts to 100%.
- On 10.03.2023, Unimot S.A. increased the capital in Unimot T1 sp. z o.o. by taking up 240 new shares at PLN 50 each, covering them entirely with a cash contribution of PLN 12 000, as a result of which the share capital of that company increased by PLN 12 000. The percentage share of Unimot S.A. in Unimot T1 sp. z o.o. has not changed and amounts to 100%.
- On 5.04.2023, Unimot S.A. increased the capital in Unimot Investments sp. z o.o. by taking up 264,000 new shares at PLN 50 each, covering them entirely with a cash contribution of PLN 132,000,000. As a result, the share capital of this company increased by PLN 13 200 000, from PLN 901 000 to PLN 14 101 000. The surplus over the nominal value of the shares taken up, i.e. the amount of PLN 118,800,000, was transferred to supplementary capital (agio). The percentage share of Unimot S.A. in Unimot Investments sp. z o.o. has not changed and still amounts to 100%.
- On 7.04.2023, a subsidiary of Unimot S.A., viz: UNIMOT Investments sp. z o.o. entered into a final agreement for the acquisition of 100% of the shares in Lotos Terminale S.A., which holds directly or indirectly 100% of the shares in Lotos Infrastruktura S.A. (from 17.05.2023 Unimot Infrastruktura S.A.), Uni-Bitumen sp. z o.o. (from 10.05.2023 Unimot Bitumen sp. z o.o.) and RCEkoenergia sp. z o.o., as a result of which all the above companies became part of the Unimot Group. The acquisition of 100% of the shares in Lotos Terminale and the refinancing of the debt was partly financed with a syndicated loan of PLN 240,382 thousand. At the end of 2023, the debt for the acquisition of these assets amounted to PLN 225 646 thousand.
- On 28.04.2023, Unimot S.A. entered into an agreement for the transfer of shares in Partners4Sky sp. z o.o. (currently Unimot Aviation sp. z o.o.), acquiring 75% of the shares in this company.

- On 4.07.2023, Unimot S.A. entered into a promised agreement under which it acquired 80% of the shares in a company called P2T sp. z o.o.
- On 20.07.2023, a subsidiary of Unimot S.A. - Unimot Aviation sp. z o.o. (former Partners4Sky sp. z o.o.) established Unimot Aviation Services sp. z o.o.
- On 31.07.2023, a subsidiary of Unimot S.A. - Unimot Terminale S.A. converted from a joint stock company to a limited liability company.
- On 1.08.2023, a subsidiary of Unimot S.A. - Unimot Infrastruktura S.A. converted from a joint stock company to a limited liability company.
- On 02.08.2023, Unimot S.A., together with the other shareholders of P2T Sp. z o.o. (now Unimot Commodities Sp. z o.o.), Dariusz Bartłomiej Rajczykowski and Mariusz Grodzki, increased the capital in P2T Sp. z o.o. from PLN 5,000 to PLN 5,500, i.e. by PLN 500, by creating 10 new shares with a nominal value of PLN 50 each. The shares were taken up by the existing shareholders: UNIMOT S.A., which took up 8 shares and covered them with a contribution in kind (in-kind contribution in the form of cash receivables, and the surplus above the amount of PLN 400 was allocated to the Company's supplementary capital), Dariusz Bartłomiej Rajczykowski, who took up 1 share, covering it with a cash contribution of PLN 50, and Mariusz Grodzki, who also took up 1 share, covering it with a cash contribution of PLN 50.
- On 23.10.2023, Unimot S.A. carried out a capital increase in the Ukrainian company Unimot Ukraine LLC by the amount of EUR 1,200,000, which, at the exchange rate on 23.10.2023 amounting to 38.7033 hryvnias per 1 Euro, meant the equivalent of 46,443,960 hryvnias. The share capital was increased from 9,282,724.13 to 55,726,684.13 hryvnias.
- On 2.11.2023, a subsidiary of Unimot S.A. - Unimot T1 Sp. z o.o. changed its name to Unimot Centrum Usług Wspólnych Sp. z o.o. (Unimot Shared Services Centre Ltd.)
- On 12.12.2023, Unimot S.A. increased the capital in Unimot B1 sp. z o.o. by taking up 200 new shares at PLN 50 each, covering them entirely with a cash contribution of PLN 10 000. As a result, the company's share capital increased from PLN 33 000 to PLN 43 000. The percentage share of Unimot S.A. in Unimot B1 sp. z o.o. has not changed and amounts to 100%.
- On 12.12.2023, Unimot S.A. increased the capital in Unimot Centrum Usług Wspólnych sp. z o.o. by taking up 200 new shares at PLN 50 each, covering them entirely with a cash contribution of PLN 10,000. As a result, the company's share capital increased from PLN 33 000 to PLN 43 000. The percentage share of Unimot S.A. in Unimot Centrum Usług Wspólnych sp. z o.o. has not changed and amounts to 100%.

Mergers made in 2023:

On 30 November 2023, a reverse merger between Unimot Terminale Sp. z o.o. and Unimot Investments Sp. z o.o. took place, as a result of which Unimot Investments Sp. z o.o. ceased to exist. Unimot S.A. now directly holds 100% of the shares in Unimot Terminale Sp. z o.o.

Divestments in 2023:

- As of 11 July, Unimot S.A. does not hold shares in 3 Seas Energy LLC.

Changes after the reporting date:

- On 13.02.2024, Unimot S.A. and its partner Cezary Krawczuk increased the capital in Unimot Aviation Sp. z o.o. from PLN 5 000 to PLN 805 000, i.e. by PLN 800 000, by creating 16 000 new shares with a nominal value of PLN 50 each. The shares were taken up by the existing shareholders: UNIMOT S.A., which took up 12,000 shares for PLN 600,000 (75% of the new shares), and Cezary Krawczuk, who took up 4,000 shares for PLN 200,000 (25% of the new shares), thus retaining his existing percentage shareholding.
- On 16 February 2024, Unimot S.A.'s subsidiary, Unimot Ukraine LLC, acquired 100% of the shares in the Ukrainian company MOT LLC, which is currently not involved in any operational activities.

2.4. HISTORY OF UNIMOT S.A. AND THE UNIMOT CAPITAL GROUP

History of the UNIMOT Capital Group	
1992	Start-up of business by members of the Sikorski family (trade in automotive oils).
2001	Acquisition of an LPG bottling plant in Zawadzkie.
2011	Initiation of Unimot's operations under the name Unimot Gaz S.A. Obtaining a licence from the Energy Regulatory Authority to trade in liquid fuels.
2012	NewConnect market debut. Meeting issue targets - opening a gas cylinder distribution centre.
2013	Obtaining a licence to trade in natural gas.
2014	Change of name from Unimot Gaz S.A. to UNIMOT S.A. Start-up in the wholesale diesel and bio-fuel market. Acquisition of the gas network by Unimot System sp. z o.o. Conclusion of an agreement for the transfer of ownership of an organised part of Unimot Express sp. z o.o.'s - Wholesale of fuels, including diesel.
2015	Obtaining a licence to trade liquid fuels with foreign countries. Acquisition of shares in UEiG sp. z o.o. (d. EnergoGaz - concessions for trading in electricity (OEE), gaseous fuels (OPG) and liquid fuels (OPC)).
2016	Joining the AVIA International association. Acquisition of Tradea - electricity trading company. Adoption of the UNIMOT S.A. development strategy for 2016-2017.
2017	Debut on the main market of the Warsaw Stock Exchange. The beginning of the development of the AVIA station chain in Poland.
2018	Publication of the 2018-2023 strategy. Adopting a dividend policy - a minimum of 30% from the net profit generated. Appointment of founder and major shareholder Adam Sikorski as President of the Board.
2019	The start of the development of the AVIA petrol station franchise chain in Ukraine. Start-up of asphalt products business. Start-up in the oils and lubricants segment. Entry to the sWIG 80 index on the Warsaw Stock Exchange.
2020	Commencing the operations in the photovoltaic installation segment under the AVIA Solar brand. Commencement of oil trading activities.
2021	Commencing the production of photovoltaic panels under the AVIA Solar brand. Start-up of own production line in Sędziszów
2022	Signing of a preliminary agreement for the purchase of Lotos Terminale (9 fuel terminals and 2 asphalt plants) as part of the merger between PKN Orlen and Lotos. Reorganisation in the Unimot Group - transfer of the organised part of the company with the fuel trading segment from Unimot S.A. to a subsidiary, Unimot Paliwa. Initiating the acquisition of Olavion.
2023	Acquisition of the rail logistics company Olavion. Finalisation of the acquisition of 100% of the Lotos Terminale Shares. Commencement of operations in the solid fuels segment through Unimot Commodities Sp. z o. o. Commencement of operations in the aviation fuels segment through Unimot Aviation Sp. z o. o.; Aviation Services Sp. z o. o.

3. GROUP STRATEGY AND DEVELOPMENT PLANS

3.1. STATUS OF IMPLEMENTATION OF THE GROUP'S STRATEGY, INCLUDING ACHIEVEMENT OF FINANCIAL FORECASTS

In June 2018, the Company prepared and announced its Strategy for the years 2018-2023. The Issuer sets out the main strategic objectives below, together with a commentary on their implementation.

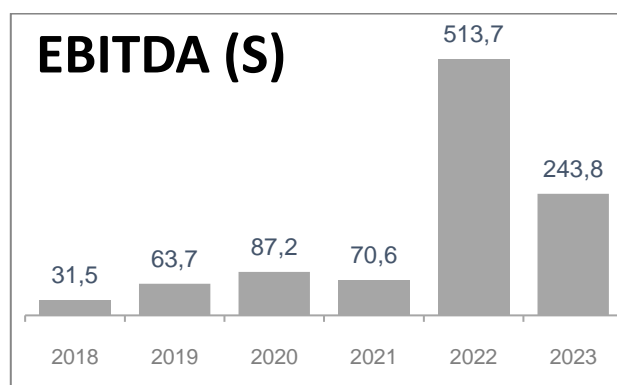
➤ **Plan to achieve PLN 75m EBITDA in 2023.**

The UNIMOT Group is aiming for annual EBITDA growth by undertaking a number of strategic initiatives, developing both diesel and LPG, natural gas and electricity businesses, as well as asphalt products, oils, photovoltaics and engaging in a rail logistics company. In 2023, a total of seven entities joined the UNIMOT Group, including: Lotos Terminale S.A. (now: UNIMOT Terminale sp. z o.o.), and with it: UNIMOT Infrastruktura sp. z o.o., UNIMOT Bitumen sp. z o.o. and RCEkoenergia sp. z o.o.. Thanks to this transaction, UNIMOT is the third player, in terms of scale of operations, on the Polish market for storage and distribution of liquid fuels and the second in terms of asphalt trading. On the other hand, RCEkoenergia sp. z o.o. is active in the generation, transmission, distribution and trading of energy media, in particular heat and electricity. Other acquisitions include: the acquisition of 90% of shares in Olavion sp. z o.o., which provides rail services for the transport of goods in the country and the organisation of freight transport outside Poland, the purchase of 75% of shares in Partners4sky sp. z o.o. (now: Unimot Aviation sp. z o.o.) specialising in the sale of aviation fuel to companies and individuals, and the acquisition of P2T sp. z o.o. (now: Unimot Commodities sp. z o.o.), which aims to conduct logistics and trading activities in the energy raw materials industry.

The company assumed the following levels: 2018 = PLN 12 million (book EBITDA), 2019 = PLN 34.0 million, 2020 = PLN 44.2 million, 2021 = PLN 54.3 million, 2022 = PLN 64.9 million, 2023 = PLN 74.8 million.

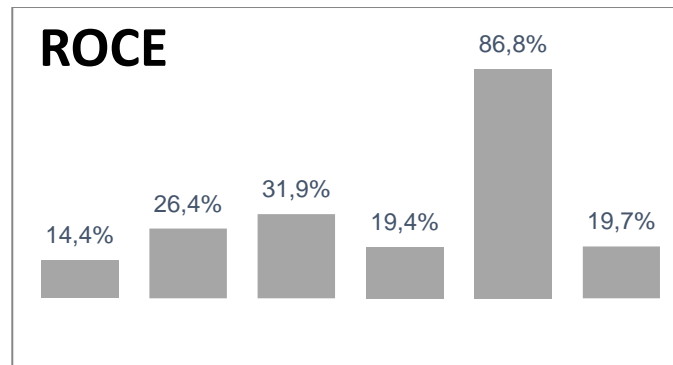
For 2018, the UNIMOT Group achieved a consolidated (book) EBITDA result of PLN 13.5 million, i.e. exceeding the forecast by 12.6%. In the course of 2019, the Company updated the forecast of consolidated adjusted EBITDA for 2019 several times, and the achieved result was at the level of PLN 63.7 million. The Company updated the forecast of consolidated adjusted EBITDA for 2020 twice. Initially, the forecast was raised to PLN 62.3 million and then to PLN 80.0 million. The final EBITDA result for 2020 was PLN 87.2 million. In 2021, the UNIMOT Group generated PLN 70.6 million in adjusted EBITDA, exceeding the forecast by PLN 16.3 million. In 2022, Adjusted EBITDA amounted to PLN 513.7 million.

An element of the published Strategy was the forecast of consolidated adjusted EBITDA for 2018-2023. In 2023, consolidated adjusted EBITDA stood at PLN 243.8 million, exceeding the target by 225%.



➤ **Increase in business efficiency as measured by ROCE - calculated as: EBITDA / (equity + long-term liabilities) - in 2023 ROCE = 15 %**

The UNIMOT Group aims to improve the efficiency of all businesses, however, its market and macroeconomic environment must be taken into account. As at 31 December 2023, ROCE (adjusted EBITDA/ (equity + long-term liabilities) amounted to 19.7%, which is higher than the target of 15% for 2023.



➤ **Business diversification - generating in 2023 70% of EBITDA from intensively growing non-diesel business**

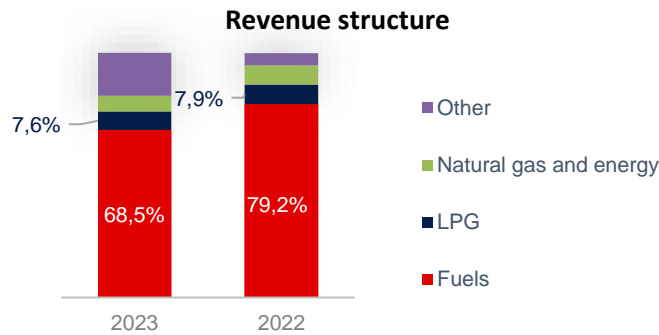
The UNIMOT Group is developing and increasing the scale of all its businesses, including in areas outside diesel and bio-fuels, which have been the Company's core business to date. The diversification of activities took place, among others, through:

- Development of stations in the AVIA chain with the assumption of focusing on building a new source of profit in the form of non-fuel products sold at AVIA stations. The Company is conducting negotiations and talks concerning further station locations in Poland, in that the Issuer plans, among other things, to gradually abandon the use of the number of stations as a yardstick for measuring the success of the development of this segment, placing a strong emphasis primarily on the quality of the stations within the chain.
- Expansion of offer in the area of petroleum products. From August 2019, the UNIMOT Group started importing and selling asphalt products in Poland.
- Commencement of sales, installation and service of photovoltaic panels for business and residential customers under the AVIA Solar brand (from Q2 2020).
- Commissioning of a photovoltaic panel factory in the halls of PZL Sędziszów in July 2021.
- Purchase of 90% of shares in Olavion sp. z o.o. As part of its business activities, Olavion, under its licence, provides rail transport services in Poland, as well as freight forwarding services at home and abroad.
- Conclusion of Agreements for the purchase of rail tankers, which will have a capacity of approximately 18,000 m³. The purchased rail tankers are a significant addition to the logistics base of the Issuer's Group and will be primarily used by the Issuer's Group and, as far as possible, will be made available to external entities. The development of the Issuer's own rail resources will allow the Issuer Group to make its operations more flexible and increase the efficiency of liquid fuel trading.
- Purchase of the assets of Lotos Terminale S.A. (now: UNIMOT Terminale sp. z o.o.) comprising the companies: UNIMOT Bitumen, RCEkoenergia and UNIMOT Infrastruktura. The assets include, among others, 9 fuel terminals with a total current capacity of 387 thousand m³ in Czechowice-Dziedzice, Jasło, Piotrków Trybunalski, Poznań, Rybin, Bolesławiec, Szczecin, Gutkowo and Gdańsk. As a result of the Transaction, the Issuer's capital group has become the third player in the fuel storage market. The Bitumen business includes asphalt plants in Jasło and Czechowice-Dziedzice. The UNIMOT CG has become the second entity on the bitumen sales market.
- Acquisition of an 80% of shares in P2T sp. z o.o. (now: Unimot Commodities sp. z o.o.) intended for logistics and trading activities in the energy raw materials industry, including biomass and coal, purchase of sea and land freight, as well as supervision of deliveries at sea and land border crossings.

- Purchase of 75% of shares in Partners4sky sp. z o.o. (currently: Unimot Aviation sp. z o.o.). This entity specialises in the sale of aviation fuel to companies and individuals.

The market share in renewables is expected to add significant value to the Group in the future and further diversify the business.

Despite the steadily increasing share of non-fuel business in the revenue structure, the target was not met and revenue from diesel and bio-fuels sales continues to be the dominant source of revenue. A detailed share structure is presented in section 6.1 of this report.

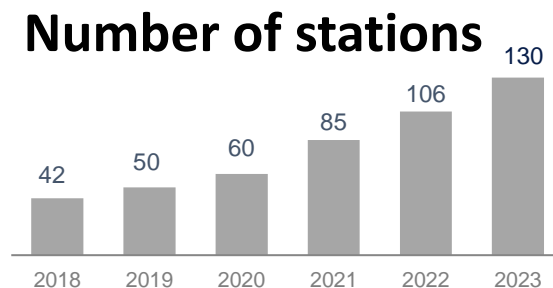


➤ **Development of the AVIA chain in Poland**

One of the most important elements of the 2018-2023 Strategy was the dynamic development of the AVIA chain. The Issuer's assumption was to have 200 stations in the AVIA chain in 2023 in Poland, but due to unexpected events in the world, which significantly affected the global economy, the number of stations at the end of 2023 was 130 facilities.

The Unimot Group is striving to acquire as many stations as possible and, to this end, is increasing the attractiveness of its franchise offer, inter alia by: introducing and developing a fleet card, increasing the flexibility of the terms and conditions of cooperation depending on the potential of the station, creating several flagship stations and expanding the offer with additional products and services.

The target was not met due to: the factors mentioned above and a change in the Issuer's approach consisting in a gradual withdrawal from using the determinant of the number of stations as a measure of the success of this segment's development, placing a strong emphasis primarily on the quality of the stations within the chain.



➤ Annual dividend payment

The dividend policy defines a long-term target for the minimum level of dividends, which will be calculated on the basis of consolidated rather than standalone results. This is related to the organisational changes in the Issuer Group that have been in force since 1 August 2022, i.e. the transfer of part of the Issuer's business to a wholly-owned subsidiary, UNIMOT Paliwa sp. z o.o., and thus the structure of profit generation by individual entities of the Issuer Group has changed.

Accordingly, the Issuer's Management Board has adopted that in the event of achieving a net profit in a given financial year, the Issuer's Management Board will recommend to the OGM the payment of a dividend in such an amount that it constitutes a minimum of 30 per cent of the consolidated net profit, with the proviso that the recommendation of the Management Board will depend each time on the operational and financial situation of the Issuer's Group. The above dividend policy is effective from the distribution of profit for the financial year ended on 31 December 2022. Previously, the dividend amount was calculated on the basis of standalone results.

The dividend from the 2017 profit was paid on 19 September 2018. The Company's Ordinary General Meeting decided to pay a dividend of PLN 13.9 million (PLN 1.70 per share), which represented 55.1% of the standalone net profit. In 2018, UNIMOT S.A.'s standalone net result was negative.

The dividend from the 2019 profit was paid on 9 July 2020. The Ordinary General Meeting of UNIMOT S.A. decided to pay out PLN 16.1 million, or PLN 1.97 per share, which represented 30% of the standalone net profit.

The dividend from the 2020 profit was paid on 25 September 2021. The Ordinary General Meeting of UNIMOT S.A. decided to pay out PLN 16.1 million, or PLN 1.97 per share, which represented 50% of the standalone net profit.

The dividend from the 2021 profit was not paid, on 29 June 2022, the Ordinary General Meeting of Unimot S.A. decided to allocate the standalone net profit earned in 2021 to the Company's reserve capital. This was a consequence of the loan agreement entered into in connection with the signing of the preliminary agreement for the acquisition of 100% of the shares in LOTOS Terminale S.A., now this provision in the loan agreement is no longer in force.

The dividend from the 2022 profit was paid on 16 June 2023. The Ordinary General Meeting of UNIMOT S.A. decided to pay out PLN 112.2 million, or PLN 13.69 per share, which represented more than 30% of consolidated net profit. In years when a positive net result was generated, the target was met.

3.2. DEVELOPMENT PLANS OF THE ISSUER'S GROUP IN THE NEAR FUTURE

3.2.1. DEVELOPMENT DIRECTIONS OF THE CAPITAL GROUP

Diesel - The Group expects to continue to grow organically (naturally) in the wholesale of diesel based on individual fuel depots, through the use of its own purchasing platform e-Orders for wholesale customers, as well as its own team of sales department employees. Favourable factors include insufficient domestic diesel production in relation to consumption; additional demand for fuels from the Ukrainian market; the so-called fuel package and transport package introduced in Poland limiting the grey market in fuel trading; the use of own stable sources of supply and commercial competence; as well as experience and the ability to apply financial and hedging tools and access to own terminal infrastructure enabling the company to increase its market share and expand its range of fuel services and products. The Issuer strives to further diversify the product and increase the share of high-margin products and, taking into account regulatory, environmental and social conditions, to decarbonise its operations by increasing the share of low-emission fuels in the balance of diesel and petrol sales.

AVIA station chain in Poland - in 2023, the Issuer launched a further 22 AVIA petrol stations in Poland (at the end of 2023, the AVIA chain comprised 130 stations, including 84 franchised stations and 46 operated directly by the Company). The Company is conducting negotiations and talks concerning further locations in Poland, in that the Issuer plans, among other things, to gradually withdraw from using the determinant of the number of stations as a measure of the success of this segment's development, placing a strong emphasis primarily on the quality of stations within the chain. The Group aims to optimise customer service processes - activities dedicated to sensitive customers are being carried out, new functionalities for AVIA fleet cards are planned, as well as extending the non-fuel offer.

LPG gas - plans for the development of the LPG segment are primarily focused on effectively securing the supply of the raw material, diversifying sales markets and gradually reducing the role of intermediaries in the logistics and sales process. In the following periods, the Group's LPG business will be most affected by the sanctions imposed on the Russian product, according to which imports of this product from the eastern direction will be prohibited from December 2024. The UNIMOT Group is intensively preparing for the embargo by, among other things, making use of acquired competences and existing business relations with Western suppliers.

Bio-fuels - in response to the global challenge of climate change and thus the need for companies to reduce carbon emissions in their value chains, in March 2024, the Group expanded its fuel range to include HVO 100% diesel, whose carbon footprint enables up to 94% CO₂ reduction compared to traditional B0 diesel. With the development of the bio-fuel market and legislative changes introduced by the EU regarding the development of new bio-fuel production technologies, new uses for bio-fuels (e.g. for fuelling ship fleets and aviation fleets), the Bio division plans to engage in new types of bio-fuels. The Issuer foresees further product diversification and systematic expansion of its activities in the field of sales of low-emission fuels.

Natural gas - The Group is developing a natural gas segment with its core being multi-directional sales intensification. Having sold some assets in this business segment in 2019, the Group is focusing on the highest-margin businesses, including the sale and distribution of natural gas from its own distribution network. Wholesale trading is also being developed using leased natural gas storage space in caverns and natural gas transactions are being carried out on the Dutch TTF exchange. In addition, the Issuer will continue to work on opportunities to produce biomethane and introduce it into the gas distribution network owned by Unimot System. The Group will strive to expand the import department and develop IT systems to achieve operational excellence in the segment.

Electricity - The UNIMOT Group will continue its activities in wholesale electricity trading via exchange and brokerage platforms through the Tradea company. The Issuer is analysing opportunities to develop the area of energy trading and to increase activity in the RES market, including investments in own sources and offering systems to support generators. The Group aims to increase sales volumes while simultaneously increasing the products and services on offer to support the energy transition.

In this segment, the UNIMOT Group will also focus on developing its activities in the district heating market.

Photovoltaics - A key element of the strategy in 2023 was to continue investing in the development of the production of high-quality components for RES - including switchgear, modules and battery packs. The start of component trading was a significant step towards diversifying the UNIMOT Group's offering. Equally important was the increased involvement in the wide-ranging execution of RES projects, from consultancy and design through to supply and construction. In response to the growing demand for sustainable and efficient energy management systems, special attention was paid to the development of the energy storage offering in 2023, recognising its key role in stabilising power grids and increasing the share of renewable energy in the energy mix. In addition, a number of pilot projects have been implemented that will allow practical testing and improvement of storage systems under a variety of operational conditions. The UNIMOT Group is committed to continue promoting energy storage as a key element of sustainable energy development.

Bitumen products - On 7 April 2023, with the acquisition by the UNIMOT Group of 100% of the shares in Lotos Terminale (now: Unimot Terminale sp. z o.o.), the Issuer became the second entity in the bitumen sales market, with a 10-year contract for the supply of raw material/asphalt product with a volume of 500 thousand tonnes per year. UNIMOT Bitumen supplies its products under contracts mainly at home and abroad, where the high quality of the products is appreciated.

The main customers are companies in the road sector, both multinationals operating nationwide and local road construction companies using bitumen for the production of mineral and bituminous mixtures (for the construction, modernisation and renovation of national, provincial, district, municipal and other roads).

The Issuer's goals for growth in this segment include, above all, continuing to increase volumes and maximise profit by building production and storage capacity and diversifying supply sources.

Solid fuels - the growth of the Group's energy commodities trading business (biomass and coal) was enhanced by the acquisition on 4 July 2023 of P2T sp. z o.o. (now: Unimot Commodities sp. z o.o.), which additionally has experience in purchasing by sea and land freight and in supervising deliveries at sea and land border crossings. The

transaction contributes to achieving synergies within the Group and diversifying the sources of EBITDA, which is extremely important in view of the high volatility on the fuel and crude oil markets. In the segment in question, the Issuer aims to further develop its operations and build a competitive advantage by, among other things, expanding its product offering.

Infrastructure and logistics – The Unimot Group started operating as an independent logistics operator from April 2023, as a consequence of the acquisition of 100% of the assets of Lotos Terminale (now: UNIMOT Terminale). This business includes, at the end of 2023, 9 fuel terminals with a total capacity of 387,000 m³ located in Czechowice-Dziedzice, Jasło, Poznań, Bolesławiec, Szczecin, Gutkowo, Rypin, Gdańsk and Piotrków Trybunalski, which also includes an LPG terminal. As part of the development of this business, a number of modernisation tasks are under way to increase flexibility in the scope of services provided and to introduce a new range of products, e.g.: E10 petrol has been made available, or the production of light fuel oil based on diesel has been launched. In the analysed segment, the Issuer is planning further investments aimed at market opening and increasing the scale of operations, including expansion of the service offer, making terminal infrastructure more flexible and adapting fuel depots to trade in low-emission bio-components.

In terms of logistics activities, the UNIMOT Group is consistently implementing an investment programme aimed at securing this aspect of its business activities and ultimately exploiting the synergies flowing from the entire value-building chain. The Issuer will focus on and secure transport while maintaining financial efficiency at the expected level. In the long term, the UNIMOT Group sees the need to operate only modern railway engines and to invest in its own modern rolling stock.

4. ISSUER SHARES AND DIVIDEND POLICY

4.1. SHAREHOLDING STRUCTURE OF THE ISSUER

Shareholders holding directly or indirectly through subsidiaries at least 5% of the total number of votes at the Issuer's General Meeting as at 31.12.2023.

Shareholder	Number of shares	Share in capital	Number of votes	Share of votes%
Unimot Express sp. z o.o. ¹	3 593 625	43,84%	3 593 625	42,04%
Zemadon Limited ¹	1 616 661	19,72%	1 966 661	23,01%
Nationale-Nederlanden Powszechne Towarzystwo Emerytalne S.A. (portfolio) ²	542 400	6,62%	542 400	6,35%
of which: Nationale-Nederlanden Otwarty Fundusz Emerytalny.	428 719	5,23%	428 719	5,02%
Others	2 445 132	29,82%	2 445 132	28,60%
Total	8 197 818	100,00%	8 547 818	100,00%

Shareholders holding, directly or indirectly through subsidiaries, at least 5% of the total number of votes at the Issuer's General Meeting as at the date of this interim report:

Shareholder	Number of shares	Share in capital	Number of votes	Share of voting rights %
Unimot Express Sp. z o.o. ¹	3 593 625	43,84%	3 593 625	42,04%
Zemadon Limited	1 616 661	19,72%	1 966 661	23,01%
Nationale-Nederlanden Powszechne Towarzystwo Emerytalne S.A (portfolio) ²	542 400	6,62%	542 400	6,35%
of which: Nationale-Nederlanden Otwarty Fundusz Emerytalny	428 719	5,23%	428 719	5,02%
Zbigniew Juroszek directly and indirectly	556 845	6,79%	556 845	6,51%
of which: Zbigniew Juroszek Family Foundation	393 345	4,80%	393 345	4,60%
Juroszek Hodling Ltd.	105 000	1,28%	105 000	1,23%

Zbigniew Juroszek	58 500	0,71%	58 500	0,68%
Others	1 888 287	23,03%	1 888 287	22,09%
Total	8 197 818	100,00%	8 547 818	100,00%

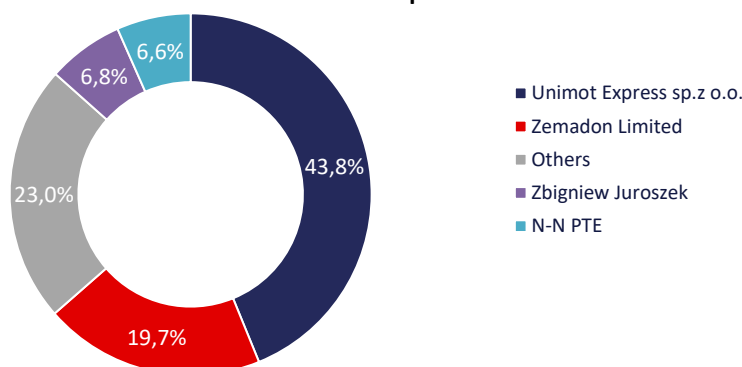
¹ **Mr Adam Antoni Sikorski and his family are indirectly controlling the Issuer and Unimot Express sp. z o.o. and Zemadon Ltd. through the "Family First Foundation" and in connection with the agreement concluded on 5.12.2016 between spouses Adam Antoni Sikorski and Magdalena Sikorska as to joint policy towards Unimot Express sp. z o.o. and Unimot S.A.. A detailed description of the structure of entities exercising control over the Issuer is provided in the section below the Report.**

² *Nationale-Nederlanden Powszechno Towarzystwo Emerytalne S.A. through Nationale-Nederlanden Otwarty Fundusz Emerytalny indicated above and: Nationale-Nederlanden Dobrowolny Fundusz Emerytalny, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2025, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2030, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2035, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2040, Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2045, Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2050, Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2055, Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2060 and Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2065.*

Since the publication of the previous report (for Q3 2023), there has been a change in the ownership structure of significant packages of shares in UNIMOT S.A., consisting in exceeding by: Zbigniew Juroszek (directly and indirectly) the threshold of 5% of votes at the General Meeting of UNIMOT S.A.

The Issuer reported on the exceeding of 5% of the voting rights at the General Meeting in current report 2/2024.

Udział w kapitale UNIMOT S.A.



4.2. SUMMARY OF SHAREHOLDINGS IN THE ISSUER BY MANAGEMENT AND SUPERVISORY PERSONNEL

A summary of the holding of the Issuer's shares by the Issuer's management and supervisory personnel as at the date of publication of the report and the change in the holding since the date of publication of the previous interim report, i.e. since 22 November 2023. There were no changes in the holding of the Issuer's shares by managing and supervising persons in the above period.

Shareholder	Number of shares	Share in capital	Number of votes	Share of votes
Robert Brzozowski	159 632	1,95%	159 632	1,87%
Filip Kuropatwa	59 337	0,72%	59 337	0,69%
Michał Hojowski	22 338	0,27%	22 338	0,26%
Isaac Querub	15 700	0,19%	15 700	0,18%

*Mr Michał Hojowski was appointed to the Issuer's Management Board after the previous interim report was published.

Summary of the issuer's shareholding by management and supervisory personnel as at 31 December 2022.

Shareholder	Number of shares	Share in capital	Number of votes	Share of votes
Robert Brzozowski	102 068	1,25%	102 068	1,19%
Filip Kuropatwa	21 347	0,26%	21 347	0,25%
Isaac Querub	15 700	0,19%	15 700	0,18%

Mr Adam Antoni Sikorski - President of the Issuer's Management Board, indirectly holds 100% of the shares in Zemadon Ltd. in Cyprus through the "Family First Foundation" based in Vaduz, Liechtenstein, which he controls and whose beneficiaries are the family of Mr Adam Antoni Sikorski.

Zemadon Ltd. of Nicosia, Cyprus, as at the date of publication of the interim report holds 19.72% in the Issuer's share capital and 23.01% in the votes at the Issuer's General Meeting. The shareholding has not changed since the date of the previous interim report.

Zemadon Ltd, based in Nicosia, Cyprus, is also a shareholder in Unimot Express Sp. z o.o. (the Issuer's main shareholder), in which it holds 49.75% of the share capital and voting rights as at the date of publication of the interim report. The other shareholder of Unimot Express Sp. z o.o. is Mr Adam Władysław Sikorski (nephew of Mr Adam Antoni Sikorski) holding a 49.75% interest and votes at the shareholders' meeting as at the date of publication of the interim report. The remaining minority interest, representing 0.5% of the share capital and votes at Unimot Express Sp. z o.o. as at the date of publication of the interim report, is held by Mrs Magdalena Sikorska, wife of Mr Adam Antoni Sikorski, President of the Management Board.

As at the date of publication of the interim report, **Unimot Express Sp. z o.o.** holds 43.84% of the share capital and 42.04% of the votes at the General Meeting of Unimot S.A. The shareholding has not changed since the date of the previous interim report.

As of 5.12.2016, spouses Adam Antoni Sikorski and Magdalena Sikorska, due to a verbal agreement between them to pursue a common policy towards Unimot Express sp. z o.o. and Unimot S.A., indirectly through Unimot Express Sp. z o.o. and Zemadon Ltd. controlled a total of 63.56% of the share capital and 65.05% of the votes at the General Meeting of Unimot S.A.

Related entities to the Issuer, due to being under common control with Unimot Express Sp. z o.o., are Unimot -Truck Sp. z o.o., based in Warsaw, in which Unimot Express Sp. z o.o. holds 52.02% of shares, and Ammerviel Ltd, based in Nicosia, Cyprus, in which Unimot Express Sp. z o.o. holds 100% of shares.

Another company related to the Issuer is PZL Sędziszów S.A., based in Sędziszów Małopolski, in which Mr Adam Antoni Sikorski holds 48.78% and Unimot Express Sp. z o.o. holds 48.78% of the share capital.

A related party of the Issuer, due to being under common control by Mr Adam Antoni Sikorski (indirectly through Zemadon Ltd.), is U.C. Energy Ltd. with its registered office in Cyprus.

Mr Adam Sikorski's shareholding has not changed since the previous interim report.

Mr Robert Brzozowski - Vice President of the Issuer's Management Board - as at the date of this report holds 159,632 shares in the Issuer entitling him to 159,632 votes at the General Meeting, with a 1.95% share in the share capital and a 1.87% share in the total number of votes at the General Meeting.

Mr Robert Brzozowski's shareholding has not changed since the previous interim report.

Mr Filip Kuropatwa - Vice President of the Issuer's Management Board, as at the date of the report, holds 59 337 shares of the Issuer entitling him to 59 337 votes at the General Meeting, whose share in the share capital amounts to 0.72% and the share in the total number of votes at the General Meeting amounts to 0.69%.

Mr Filip Kuropatwa's shareholding has not changed since the previous interim report.

Mr Michał Hojowski - Vice President of the Issuer's Management Board, as at the date of the report, holds 22,338 shares in the Issuer entitling him to 22,338 votes at the General Meeting, whose share in the share capital amounts to 0.0.27% and the share in the total number of votes at the General Meeting amounts to 0.26%.

Mr Michał Hojowski was appointed to the Issuer's Management Board after the previous interim report was published. His shareholding has not changed since his appointment to the Management Board.

Mr Isaac Querub - Member of the Issuer's Supervisory Board, as at the date of the report, holds 15,700 shares in the Issuer entitling him to 15,700 votes at the General Meeting, with a 0.19% share in the share capital and a 0.18% share in the total number of votes at the General Meeting.

Mr Isaac Querub's holdings have changed since the previous interim report.

4.3. DIVIDEND POLICY

The policy defines a long-term target for the minimum level of dividends, which is calculated on the basis of consolidated rather than standalone results. This is related to the organisational changes in the Issuer Group that have been in force since 1 August 2022, i.e. the transfer of part of the Issuer's business to a wholly-owned subsidiary, UNIMOT Paliwa sp. z o.o., and thus the structure of profit generation by individual entities in the Issuer Group has changed.

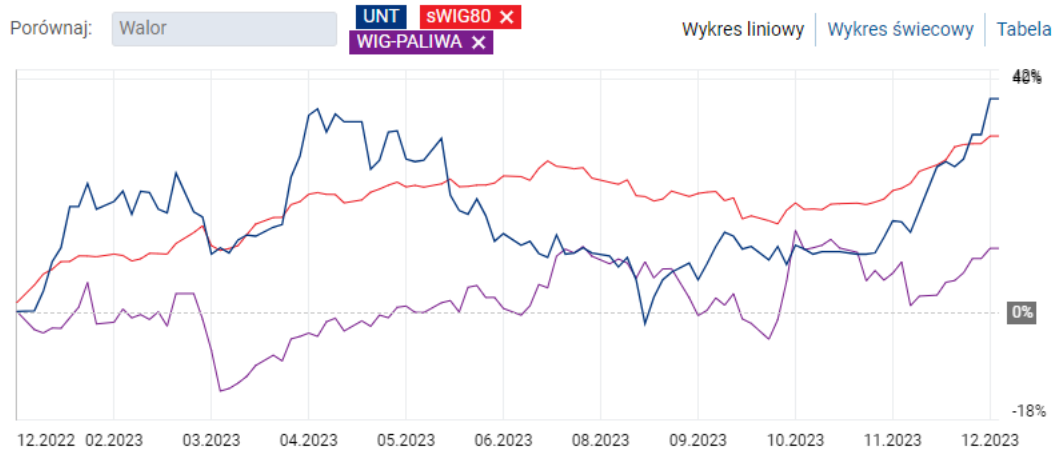
Accordingly, the Issuer's Management Board has adopted that in the event of achieving a net profit in a given financial year, the Issuer's Management Board will recommend to the OGM the payment of a dividend in such an amount that it constitutes a minimum of 30 per cent. of the consolidated net profit, with the proviso that the recommendation of the Management Board will depend on the operational and financial situation of the Issuer's Group in each case. The above dividend policy is effective from the distribution of profit for the financial year ended 31 December 2022. Previously, the dividend amount was calculated on the basis of standalone results achieved.

4.4. SHARES OF UNIMOT S.A. ON THE WARSAW STOCK EXCHANGE

On the Warsaw Stock Exchange (the "WSE") in 2023, the WIG broad market index gained: 36.54% continuing the growth started in October 2022. The large-cap indices WIG20 and WIG30 were slightly weaker, gaining respectively: 30,75% and 32,91%. The largest increase was recorded by the WIG-construction index 86.88% and the largest decrease by the WIG-Ukraine index 23.94%.

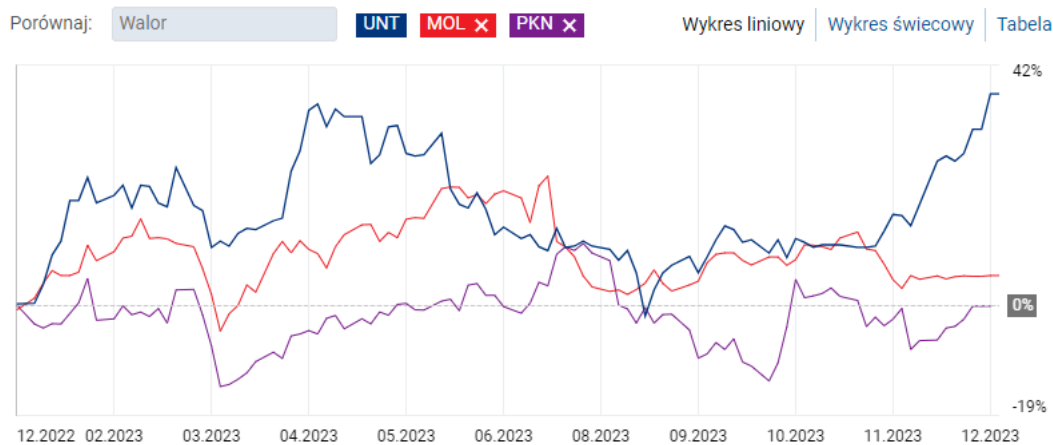
UNIMOT S.A. shares are listed on the parallel market of the WSE, in the continuous trading system. They are included in the indices: WIG, WIG-PALIWA, sWIG80, sWIG80TR, WIG-Poland, InvestorMS, CEEplus. In 2023, UNIMOT S.A.'s share price increased by 55.95%, behaving much better than the sWIG80 index, which gained 30.91%. In terms of turnover value in 2023. Unimot was in 73rd place out of 425 companies listed on the WSE. The minimum price in this period was PLN 88.20 and the maximum price was PLN 126.80. The value of trading was PLN 210.38 million and the average volume per session was 7,980. The capitalisation of UNIMOT S.A. at the end of the period exceeded PLN 1 billion and amounted to: PLN 1,016.53 million.

UNIMOT share price compared to sWIG80 and WIG-Fuels indices



graph: money.pl

UNIMOT's share price compared to companies in the WIG-Fuels index



graph: money.pl

* differences between the graphs presented and those published on some websites may be influenced by the value of dividends paid out.

Statistical data and stock market indicators:

	2023	2022
Annual return sWIG80	30,91%	-12,76%
Annual return on UNIMOT shares	55,95%	124,31%
Capitalisation (million PLN)	1016,53	733,70
P/P ratio	3,8	3,2
P/E ratio	1,49	1,39
Dividend rate	11,0	-
Value of turnover (million PLN)	210,384	185,34
Share of turnover	0,08%	0,06%
Average volume per session (units)	7 980	13 002

data source: WSE, bankier.pl

Recommendations issued in 2023.

Date of issue	Entity	Analyst	Recommendation	Valuation
10-12-2023	DM BOŚ S.A.	Lukasz Prokopiuk	Hold	PLN 105.00
23-10-2023	DM BOŚ S.A.	Lukasz Prokopiuk	Hold	PLN 105.00
09-06-2023	DM BOŚ S.A.	Lukasz Prokopiuk	Buy	PLN 116.30
23-05-2023	DM Trigon S.A.	Michał Kozak	Buy	PLN 137.50
10-05-2023	DM BOŚ S.A.	Lukasz Prokopiuk	Hold	PLN 130.00
14-03-2023	DM BOŚ S.A.	Lukasz Prokopiuk	Buy	PLN 130.00
14-03-2023	BM Bank Pekao S.A.	Krzysztof Koziol	Buy	PLN 137.61

Main activities carried out by UNIMOT S.A. in the field of investor relations in 2023:

- **Performance conferences** - online meetings of the Management Board with representatives of financial institutions (analysts, fund managers) following the publication of interim reports and at other times as required.
- **Investor chats** - online meetings between the Management Board and individual investors held quarterly after the publication of interim reports. Prior to the chats there is a performance presentation by a member of the Management Board. Reports of the chats are posted on the Company's website: <https://www.unimot.pl/relacje-inwestorskie/materialy-informacyjne/relacje-z-czatow/>
- **Participation in the WallStreet Conference** - the Company takes an active part in the largest meeting of individual investors in Poland. At last year's Conference, the Issuer received the "Capital Market Hero" award for the best investor relations among companies outside WIG20 and mWIG40.
- **Attendance in ForFin 2023 - Finance and Investment Forum** - an educational event aimed at those interested in managing their own finances.
- **Online conferences, presentations and commentaries** - when important events occur in the company or in the market environment, online conferences are held with the Chairman of the Management Board and possibly members of the Management Board, or presentations are prepared. These materials are available on the Company's website: <https://www.unimot.pl/relacje-inwestorskie/>.
- **Investor relations tab on the company's website** - the company informs on the website, among other things, about the most important events and new recommendations. The tab is also regularly supplemented with new content and information materials (video, audio, presentations, one-pagers). The website operates in Polish and English: <https://www.unimot.pl/relacje-inwestorskie/>.
- **Twitter communication** - the company actively communicates through the social medium Twitter by providing key information and answering questions as they arise; the company's Twitter account is followed by more than 1540 people.
- **IR notifications** - investors can benefit from receiving email notifications of important company events that have occurred and information on performance materials. Consent to receive emails can be submitted via the website under investor relations at <https://www.unimot.pl/relacje-inwestorskie/powiadomienia-inwestorskie/>.
- **Capital market awards received in 2023:**
 - "Heroes of the Capital Market" for the best investor relations among companies outside WIG20 and mWIG40. The 'Heroes of the Capital Market' competition is organised by the Association of Individual Investors and aims to honour companies, journalists, bloggers and analysts whose activities contribute to the development of the Polish capital market.
 - "Listed Company 2022" Invest Cuffs. Awarded on the basis of a vote by the investment community.
 - "Stock Exchange Company of the Year 2022" in the category "Competence of the management board" - 3rd place - evaluation of the management board's activities in the area of communication with the market and keeping promises and commitments. The company was among the top ten listed companies.
- **UNIMOT Klub+**

A loyalty programme for UNIMOT S.A. shareholders called UNIMOT Club+ was introduced in 2021. The aim of the Club is to build a long-term relationship with individual shareholders and to recognise their long-term commitment to the Company. UNIMOT Club+ is also part of building a stable and conscious shareholder base.

Any shareholder holding at least 100 shares for a minimum of 6 months can sign up for the Club. Club members receive access to a wide range of benefits depending on their membership level. Among the benefits are a one-off refund of the cost of refuelling at AVIA stations, discounts on home LPG installation, participation in online meetings with the Chairman, discounts on subscriptions to partner stock exchange media (StockWatch.pl, Investors Zone, e-Kiosk), discounts on conferences and training courses, or third-party liability and personal accident insurance cover. A Club member can also benefit from a reduced or waived membership fee in the Association of Individual Investors. Members can take part in the WallStreet Conference on preferential terms. In addition, there are additional attractions for Club members every year, e.g. partial reimbursement of fuel costs on the occasion of the Club's bicentennial or participation in conferences. All shareholders can join the Club, regardless of which financial institution they have UNIMOT shares deposited with. Shareholders holding shares at: Brokerage Office of Alior Bank S.A., Brokerage House of Bank Ochrony Środowiska S.A., Brokerage House of Noble Securities S.A., Santander Brokerage Office submit an instruction to join the Club at their financial institution, while others submit an instruction through the application dedicated to Club members by sending a scan of their securities account history.

An online platform has been developed for Club members where, after logging in, you can check your status and activate your benefits: <https://www.unimotklubplus.pl/>.

The main partner of UNIMOT Club+ is the Association of Individual Investors.

5. UNIMOT CG'S OPERATIONS IN 2023 AND ITS ENVIRONMENT

5.1. MAIN PRODUCTS, SOURCES OF SUPPLY AND MARKETS

The Group's organisational and management system is established on the basis of separate operating segments. The division into operating segments is made on the basis of factors taking into account the type of goods, products and services sold, as well as other economic similarities (e.g. margins, customer specifics). The body making key decisions in the Group is the Management Board of Unimot S.A. Assessments of the financial performance of the operating segments and resource allocation decisions are mainly made on an adjusted EBITDA basis. EBITDA is one of the measures of business performance that is not defined in IFRS. The UNIMOT Group defines adjusted EBITDA as the result from operations for a given reporting period determined in accordance with IFRS before taking into account depreciation and amortisation expenses adjusted for the estimated valuation of compulsory reserves of liquid and gaseous fuels, reasonable time-shifts of costs and revenues and non-recurring events.

The Management Board of the Parent Entity distinguishes the following operating segments:

- **Fuels** - includes wholesale and retail sales of diesel, petrol and bio-fuels carried out by the Companies in the Group.
- **LPG** - includes wholesale and retail sales of liquefied petroleum gas (LPG LNG), carried out by companies in the Group.
- **Natural gas** - includes the distribution of gaseous fuels through mains and wholesale trading of natural gas through the Polish Power Exchange conducted by the Companies in the Group.
- **Electricity** - includes the trading and distribution of electricity by the Companies in the Group.
- **Renewable energy sources** - activities of the companies in the Group related to photovoltaics in the area of photovoltaic farms and the sale and installation of photovoltaic installations.
- **Petrol Stations** - fuel retailing activities within AVIA stations.
- **Bitumen** - activities related to the production and trade of asphalt products.
- **Solid fuels** - activities related to the trading of solid fuels, including coal.
- **Infrastructure and logistics** - activities related to rail transport, freight forwarding services and fuel storage.
- **Other activities** - includes the activities of Group companies that do not fall within the scope of the segments listed above.

In 2023, sales were mainly to domestic customers and accounted for 76% of total sales and were by 5 p.p. lower against 2022. Sales to the Ukrainian market accounted for 8% of total sales and were by 2 p.p. lower against sales

in the corresponding period of 2022. The Unimot CG opened new markets, e.g. the Czech Republic, Switzerland (where the share of sales increased by 2 p.p. against 2022).

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	Share % 2023	Share % 2022	Changes % 2023/2022
Poland	9 752 888	10 261 773	76%	77%	-5%
Czech Republic	494 125	222 681	4%	2%	122%
Switzerland	452 971	306 050	4%	2%	48%
Slovakia	46 417	96 154	0%	1%	-52%
Ireland	34	-	0%	-	-
Hungary	1 207	23 855	0%	0%	-95%
Austria	591	10 274	0%	0%	-94%
Belgium	231 384	324 347	2%	2%	-29%
United Kingdom	1 172	99 725	0%	1%	-99%
Georgia	-	151	-	-	-
Germany	36 439	54 253	0%	0%	-33%
United Arab Emirates	216 095	-	2%	-	-
Netherlands	101 780	287 071	1%	2%	-65%
Estonia	62 955	107 595	0%	1%	-41%
Romania	33 268	196	0%	0%	16873%
Cyprus	242 405	142 704	2%	1%	70%
Sweden	21 069	-	0%	-	-
Ukraine	1 072 199	1 352 005	8%	10%	-21%
Serbia	2 686	3 823	0%	0%	-30%
France	58	-	0%	-	-
Denmark	14 985	-	0%	-	-
Taiwan	684	584	0%	0%	17%
China	875	177	0%	0%	394%
Bulgaria	48 483	73 427	0%	1%	-34%
Kazakhstan	1 755	1 351	0%	0%	30%
Greece	12	49	0%	0%	-76%
Latvia	12 181	250	0%	0%	4772%
Turkey	2 137	869	0%	0%	146%
Moldova	61	-	0%	-	-
South Korea	1 056	-	0%	-	-
Lithuania	61 273	-	0%	-	-
Total	12 913 245	13 369 364	100%	100%	

In the period from 1 January to 31 December 2023 and the corresponding period in 2022, no Group customer exceeded 10% of revenue.

In the period from 1 January to 31 December 2023, three suppliers in the Unimot Group exceeded the 10% supply threshold, i.e. Rosneft Deutschland GmbH, Orlen Paliwa sp. z o.o., Prem AB.

5.1.1. LIQUID FUELS

The Unimot Group conducts operations in the scope of the sale of diesel, petrol and, from September 2023, heating diesel. Wholesale is carried out in the territory of Poland using a wide distribution network (fuel depots - own and third-party) covering the entire country in the franco (sale of the product together with transport services) and loco (sale of the product from fuel depots with independent collection by the customer) systems. Due to the legal regulations in force, the Group is obliged to achieve a minimum share of bio-components in the total volume of liquid fuels sold in accordance with the National Indicative Target. This is done mainly by physically adding bio-components to imported liquid fuels in the blending process. In connection with the Russia's military onslaught in Ukraine, a number of sanctions have been introduced to cover petroleum products. On 5 February 2023, a further package of sanctions was introduced and imports of refinery products from Russia such as diesel, petrol and lubricating oils, among others, were banned. Unimot, as the largest independent fuel importer in Poland, has been monitoring decisions made by the government as well as international administrations since the outbreak of the war, analysing their impact on its business and making appropriate decisions. With regard to diesel, the Unimot CG has taken decisive steps to become completely independent from the eastern direction by quickly launching a new supply channel using the Gufhavn terminal in Denmark. The terminal's reloading capacity allows it to fully meet Poland's

diesel import needs and creates additional trading opportunities, which has made it possible to become independent of raw material imports from Russia.

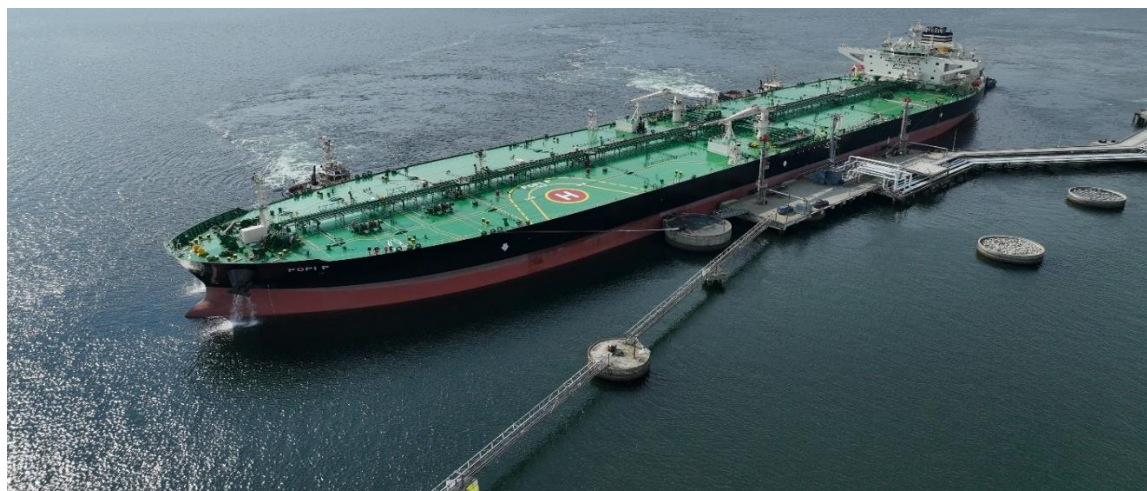
Sources of supply

Throughout the logistics chain, the UNIMOT Group uses all available potential to optimise the supply of imported fuels. UNIMOT pursues its fuel product import targets using synergies.



The Unimot CG purchases liquid fuels from a number of suppliers. In the case of liquid fuels, some purchases are made abroad, with the Unimot CG being a direct importer. The fuels are mainly imported by sea through the fuel depot in Debogórze from such destinations as the United States, Sweden and Finland. In addition, the product was also delivered by rail and road from Germany. Annual contracts are used to purchase diesel in Poland and the spot market is used.

Since 15 April 2022, the Unimot CG has had a leased deep-water fuel terminal Gulfhavn (Denmark) with a total capacity of 127,000 m³, which allows for the offloading of diesel from the largest tankers arriving in Europe and the onward transportation of fuel to Poland. In 2023, the Unimot CG made diesel deliveries using the Danish terminal, which came from Saudi Arabia and India.



Sales Markets

Unimot has a base of more than 1,000 active customers - these are mainly fuel wholesalers, petrol stations (including the AVIA chain) transport companies, construction companies and agriculture. In addition, following the outbreak of

war in Ukraine, there was a demand for this raw material from that country, which was also met by the UNIMOT Group in 2023.

5.1.2. BIO-FUELS

The Group conducts the sale of bio-components and bio-fuels for diesel vehicles as a fuel in their own right. Compared to traditional diesel, bio-fuels and bio-components contribute to a significant reduction in emissions of harmful substances and greenhouse gases due to their properties. Thus, they make it possible to reduce the negative impact on the environment.

The offer includes:

- B100 diesel - a methyl ester that is a fuel in its own right,
- Methyl esters (FAME) - biocomponent of the following quality: RME; UCOME; FAME 10; FAME 0.

Sources of supply

Bio-fuels are primarily purchased domestically from the country's largest oil companies and private entities mainly through tenders.

Sales Markets

Bio-fuels are mostly sold to foreign markets and to domestic wholesale customers.

5.1.3. LPG

LPG is a liquefied gas, primarily propane, butane and a mixture of propane and butane. LPG is a product of natural origin obtained by refining natural gas and crude oil. Within the Unimot Group, wholesale of LPG is carried out directly from the Group's own bottling plant in Zawadzkie, the new terminal in Piotrków Trybunalski, as well as from third-party transshipment terminals in Poland. The Group distributes LPG to petrol stations (including stations in the AVIA chain) and to heating tanks - both its own, of which it has approximately 130, and installations made by other entities. Gas is transported to destinations from terminals by tanker trucks.

Sources of supply

In terms of sources of LPG supply, the Unimot Group is undertaking intensive logistical activities aimed at sourcing this product from western destinations such as the United States, Sweden, the United Kingdom, the Netherlands and Norway.

Sales Markets

Due to the nature of the business, the customer portfolio for LPG is clearly diversified, with customers including individual customers, Polish industrial plants, companies from Southern Europe and the Ukrainian market.

5.1.4. NATURAL GAS

Natural gas is a natural fuel that is extracted from deposits underground. It is a type of fossil fuel consisting mainly of methane (70-98%), ethane, propane, carbon monoxide and dioxide, nitrogen and helium. There are several types of natural gas, depending on the proportions of the components.

Within the Unimot Group, the companies: Unimot System and Blue LNG, based on the distribution system they manage, carry out activities related to the sale and provision of distribution service to end customers. The Unimot Group sells mainly high-methane type E. In addition to the basic services, the above companies provide additional services to customers, which include gas odourisation services, metering services not resulting from obligations related to the provision of gas fuel distribution services and maintenance services within the customer's network and installations.

In addition, the Unimot Group is an active participant in international natural gas trade and has established long-term contracts with international counterparties. The Group utilises a publicly accessible transmission infrastructure

comprising pipelines and compressor stations. As a result, it is able to efficiently transport natural gas over long distances, delivering it to various regions.

The Unimot Group also benefits from the country's natural gas storage systems, which allows for efficient management of stocks.

Sources of supply

Natural gas is purchased on the Polish Power Exchange and in over-the-counter (OTC) transactions. Unimot S.A. uses standardised EFET framework agreements in gas trading with independent parties. The sources of supply for the subsidiaries are the Issuer and gas producers. Due to the high diversification of trade counterparties, the Unimot Group is not exposed to shortages of blue fuel supplies.

Sales Markets

The Polish Power Exchange that is a multi-market participant platform.

Through the companies: Unimot System and Blue LNG, the end customers are from the municipalities of Szydłowo, Mława, Wiśniewo, Szreńsk, Strzegowo, Radzanów, Wieczfnia Kościelna (Mława County), Raciąż (Płonski County), Głinojeck (Ciechanowski County), Białowieża (Podlaskie Province), Wieleń and Tuczno (Greater Poland and West Pomeranian Province).

5.1.5. ELECTRICITY

The Unimot CG has been trading electricity since 2016 through its subsidiary Tradea Sp. z o.o.. This trading takes place on the Polish Power Exchange through a brokerage house and in bilateral contracts on the wholesale market. Tradea Sp. z o.o. works with electricity generators focusing mainly on renewable energy sources and provides the following services:

- purchase of electricity mainly from generators under various billing formulas,
- matching generators with consumers - cPPAs, self-consumption, different billing formulas,
- commercial balancing, involving the submission of commercial schedules to the Transmission System Operator and the settlement of differences on the balancing market between declared and actual energy,
- comprehensive handling of generators in the field of energy-related products (production forecast declarations, settlement of negative balances, etc.),
- trading in guarantees of origin.

Sources of supply

The purchase of electricity takes place on the Polish Power Exchange and directly from renewable energy producers. Suppliers of electricity are mainly domestic entities.

Sales Markets

Electricity is sold on the domestic market to end customers, which are small and medium-sized enterprises and public institutions. Surplus energy not sold to customers is sold on the wholesale market.

5.1.6. PHOTOVOLTAICS

The Unimot CG, through its subsidiary Unimot Energia i Gaz, continues to sell photovoltaic installations under the AVIA Solar brand, which started in 2020. The Group offers a range of services related to the design, supply, installation and commissioning of the installations, as well as the possibility to buy back energy from the installations, store energy and, if necessary, also sell energy. Participation in the renewable energy market is expected to add significant value to the Group in the future and further diversify the business. The year 2023 was a period of dynamic change for the segment's operations. Further levels of collaboration were achieved between the production and sale of components and the complementary execution of large-scale installations. The scale of installation construction for industry in the construction law regime was increased. Decisions to exit the retail market were evaluated positively. The production line of Polish photovoltaic panels launched by the Unimot CG in 2021 was expanded and its capacity

tripled and is now 45 MW per year. The previous year's targets have been achieved, and the range has been further enhanced with inverters, photovoltaic switchgear, energy storage and complementary accessories. Work is currently underway to expand the range with further product groups: heat pumps, structures and small wind turbines. The UNIMOT Group sees its opportunities in the further development of renewable energy sources, both in terms of contracting and PV installations for business customers, the construction of its own RES generation sources, as well as keeping a close eye on market opportunities arising from the prospects of subsidies in this area. At the same time, the important need for electricity storage and stabilisation/extension of the production profile from RES is noted, as well as the potential for distributed energy within energy cooperatives and energy clusters.

Sources of supply

The Unimot CG offers photovoltaic panels, inverters, photovoltaic switchgear, related equipment from China, the USA, as well as products of its own production.

Sales Markets

Through its own sales network, the company reaches out to customers in the segment of small, medium and large companies operating in Poland.

5.1.7. PETROL STATIONS

Since 2017, the Group has been developing a chain of petrol stations in Poland under the AVIA brand, which is represented by more than 3,000 facilities in more than a dozen European countries. The AVIA brand's more than 90-year presence in the fuel market allows it to pass on to its partner a proven business model based on expert know-how, independence and high-quality fuels at competitive prices.

There are 130 outlets in the portfolio of the AVIA petrol station chain in Poland, including:

- 46 owned stations and stations on a lease basis (CODO),
- 84 franchised stations (DOFOs).

In addition, the CG manages stations in Ukraine (under a franchise system), where 13 of its 14 stations are still operational.

Launched in 2022, the AVIA Card fleet programme, which is aimed at business and institutional customers looking for effective ways to optimise costs associated with fuel purchases, reached sales of up to 17 million litres in 2023. The card has been very successful and the Group expects further growth among large TSL customers, among others. In 2023, cooperation with the retail partner, the SPAR chain, was further developed. Shops of this brand already operate at 50 AVIA stations throughout Poland.

In parallel, the original Eat&Go concept has been developed, offering customers a catering offer under this brand, which is constantly being expanded.

5.1.8. ASPHALT PRODUCTS

Bitumen is a petroleum-based product derived from the refining of crude oil, used for road surface construction and as an insulation material. The Unimot Group offers a wide range of products: road bitumen, MODBIT modified bitumen, industrial bitumen and speciality bitumen. The product portfolio also includes innovative products, which include: modified bitumen with rubber additive (MODBIT CR), road bitumen WMA and high-modified bitumen MODBIT HiMA for long-life pavement construction. The product portfolio is tailored to the needs, requirements and expectations of the markets, both at home and abroad.

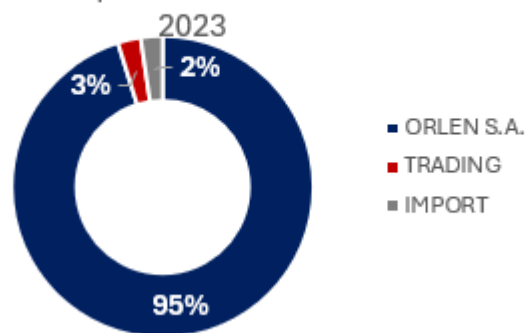
The graphic below shows UNIMOT Bitumen's production and distribution capabilities:



Sources of supply

UNIMOT Bitumen's supply of asphalt products is guaranteed to a large extent due to the conclusion of a long-term contract with Orlen S.A. for the purchase of asphalt components. In addition, the Company is undertaking numerous initiatives and projects related to the growth of its current production potential. Particularly noteworthy is the aspect of developing competences related to trading (which includes the import of asphalt products). Purchases of raw materials are also made from other suppliers both at home and abroad.

Struktura zaopatrzenia UNIMOT Bitumen



Sales Markets

The Unimot Group's business area is Poland and the countries in Central and Eastern Europe with the greatest purchasing potential. The Group supplies products as part of many road contracts at home and abroad. The main customers are from the road sector, both multinationals operating across the country and local road construction companies using bitumen for the production of mineral and bituminous mixtures (for the construction, modernisation and renovation of national, provincial, district, municipal and other roads). However, the key market remains the Polish market. In 2023, foreign sales accounted for 12% of total asphalt sales. The greatest interest in the product was seen in Lithuania, Romania as well as Sweden and Germany. The company also cooperated with customers from the Czech Republic, Slovakia, Ukraine, Latvia and Hungary, among others.

5.1.9. INFRASTRUCTURE

Fuel storage.

The Unimot Group, through Unimot Terminale sp. z o.o., provides fuel storage services, including in particular:

- storage of compulsory reserves of liquid fuels, to which entities trading fuels are obliged,
- storage and distribution of liquid fuels for current consumption. It is a comprehensive service combined with the addition of bio-components to fuels, as well as branded additives that allow companies to sell fuels under their own premium brand.

The UNIMOT Group acts as an Independent Logistics Operator, which means that it offers fuel storage services to entities holding the relevant concessions (WPC or OPC). The Group has 9 fuel terminals with a total capacity of approximately 387,000 m³. The terminals are located in: Gdańsk, Szczecin, Poznań, Piotrków Trybunalski, Jasło, Czechowice Dziedzice, Gutkowo, Rypin and Bolesławiec. All fuel terminals have their own railway sidings connected to the PKP railway network. In terms of fuel storage potential, the Unimot Group is the third player on this market.

Fuel terminals belonging to the Unimot Group



5.2. MARKET ENVIRONMENT - MACROECONOMIC

5.2.1. LIQUID FUELS, INCLUDING DIESEL

The main factors influencing the liquid fuel market in Poland included: the dynamics of the Polish economy, the ongoing hostilities in Ukraine, which required significant fuel supplies to that country, the introduction of an embargo on fuels from Russia forcing a change in the direction of supplies and the pricing policy pursued by Poland's largest operator. In addition, in 2023 domestic fuel consumption was supported by purchases made at Polish stations on the western and southern borders, as a consequence of lower fuel prices in Poland than in the neighbouring countries.

In 2023, diesel fuel consumption in Poland amounted to 23,302 thousand m³ and was by 5% higher against the previous year. Due to the fact that domestic fuel production does not meet market needs, imports of this raw material were necessary to balance the market, which in 2023 accounted for approximately 39% of consumption, i.e. by 8 p.p. more against the previous year.

A faster growth rate in consumption was recorded for motor petrol. Their sales in 2023 amounted to 8,025 thousand m³ and were by 13% higher year-on-year. Imports accounted for 24% of petrol (1 p.p. more against the previous year).

Imports and intra-Community purchases of diesel in 2023 amounted to 9,722 thousand m³, up by 2,398 thousand m³ (i.e. 33%) against 2022. On the other hand, in the case of motor petrol, imports amounted to 2,030 thousand m³, an increase of 298 thousand m³ (i.e. 17%) year-on-year.

Exports and intra-Community deliveries of diesel in 2023 amounted to 1,880 thousand m³, an increase of 16%, or 254 thousand m³, against the previous year. Motor petrol recorded an 81% increase to 366 thousand m³ in 2023 (+164 thousand m³). The increase is mainly the result of large exports to the Ukrainian market to meet war needs.

5.2.2. BIO-FUELS

In 2023, trade in bio-fuels and biocomponents was hampered by market perturbations resulting from Russia's aggression against Ukraine. Situations of demand-supply mismatch appeared on the market, which was caused by the lack of availability of rail wagons and resulted in high fluctuations in product quotations. The market also faced a significant increase in the price of transport services.

The high level of market uncertainty led to a change in the pattern of goods sales by suppliers, with tenders prevailing instead of framework contracts, and the difficulties in obtaining means of transport to move goods led to a reduction in competitive activity.

According to the Renewables 2023 - Analysis - IEA report, demand for bio-fuels will increase by 38 billion litres between 2023 and 2028, an increase of almost 30% compared to the last five-year period. In 2028, demand for bio-fuels is estimated to be more than 200 billion litres, an increase of 23% versus 2022.

5.2.3. LPG

In 2023, LPG consumption in Poland amounted to 4.6 million m³, 7.1% higher against the previous year. In Poland, LPG was mostly imported, mainly from Russia, Sweden, Kazakhstan and Lithuania. As a consequence of the war in Ukraine, there was an increase in exports of this fuel from Poland to Ukraine. In addition, the gas market situation was affected by sanctions imposed on large LPG suppliers limiting supply from the eastern direction. In order to secure the consumption of LPG in Poland, it was necessary to import it, which accounted for 83% of its consumption.

In addition, the LPG market will be affected by sanctions imposed on the Russian product, according to which imports of this product from the eastern direction will be banned from December 2024. The consequence of this will be a change in the supply situation and the need to change supply chains.

5.2.4. PETROL STATIONS

At the end of 2023, there were more than 7,900 petrol stations operating in the domestic fuel market. There was little change in market shares, with around 48% of petrol stations being facilities of non-affiliated operators, 25% of petrol stations operating in the chain of a sole domestic concern and 25% of foreign concerns. In 2023, 90 stations were opened in Poland by non-associated operators, which included the AVIA station chain developed by the UNIMOT Group. At the end of the year, the AVIA station chain included 130 active facilities.

Domestic diesel consumption stood at 23.3m m³, up by 4.9 p.p. against 2022. In contrast, demand for motor petrol recorded a 12.9% year-on-year increase to 8.0 million m³.

The upward trend of consumption in the liquid fuels market was driven by the dynamics of the Polish economy, the war in Ukraine and fuel prices. The demand for fuels in the country was increased by the significant number of refugees from Ukraine moving around Poland in their cars and the increased mobility of Poles. In addition, the increase in fuel consumption was influenced by so-called fuel tourism caused by significant fuel price differences with our neighbours from the western and southern borders.

It should be noted that during the holidays, several key market players introduced price promotions, which resulted in strong pressure on retail margins. Thus, rising wholesale fuel prices could not be offset by corresponding actions in the retail market for an extended period of time. At the same time, the retail fuel market, like other sectors of the economy, struggled with high inflation and cost increases.

5.2.5. ASPHALT PRODUCTS

For the construction industry, 2023 was a time of uncertainty, high inflation, rising interest rates, wage pressures and still high prices for many construction materials. Despite the aforementioned conditions, it should be recognised that road construction was an anchor of the Polish construction market in 2023. This is evidenced by a number of ongoing infrastructure investment programmes in Poland. Of strategic importance for Poland is the Government Programme for the Construction of National Roads (RPBDK) until 2030 (with an outlook until 2033), together with a number of additional programmes supporting the development of the road network, including the Programme for the Construction of 100 Bypasses until 2030. The importance of road investments for the development of Poland's economy is confirmed by the fact that in 2023 the amount of investments was increased to PLN 299.5 billion (from PLN 294.4 billion) under the RPBDK (the pool to be used until 2030). RPBDK is the largest road programme in the history of Poland. Recovery was also visible in local government investments. Road tenders attracted many companies that did not have orders from other sectors. It was the aforementioned road programmes that determined UNIMOT Bitumen's results in asphalt sales.

In 2023, 266.5 km of new roads were put into service, and the General Directorate for National Roads and Motorways (GDDKiA) announced tenders for sections with a total length of 530.6 km. In addition, contracts have been signed

for tasks with a total length of 216 km worth PLN 8.6 billion (194 km of roads under the RPBDK and 22 km under the PB100 Bypasses). Nearly 1,300 km of roads are currently under construction (131 km, i.e. 16 bypasses, and 1,171 km of roads under the PB100 Bypasses are under construction - as at 8 March 2024). Preparatory works are underway for 653 km of bypasses and 2,653 km of motorways and motorways (source: GDDKiA). Other European countries such as Romania, Lithuania and Germany, among others, have also been active in terms of road works.

5.2.6. NATURAL GAS

The first months of 2023 saw a continuation of the downward trend in natural gas quotations on the market, which began at the end of the fourth quarter of 2022. Among the key elements that contributed to the deepening of the downward trend were increased inflationary pressures negatively affecting consumer purchasing power and production costs for companies.

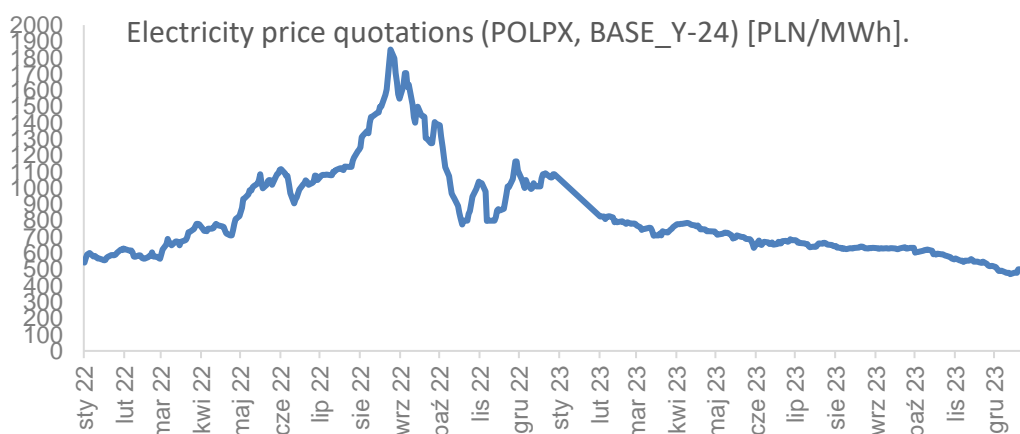
As national governments and institutions took steps to mitigate the factors destabilising markets, investors gradually began to regain confidence. Emerging positive signals related to fuel consumption and effective countermeasures such as securing LNG supplies, for example, were influencing the markets to contain natural gas price increases.

However, it is important to note that although uncertainty has started to diminish, the market is still influenced by various factors, such as geopolitical volatility or possible changes in monetary policy. Investors continue to watch these factors closely, which makes forecasting long-term market trends a challenge. In the context of these developments, it is important to monitor further economic developments, political decisions and financial market dynamics.

5.2.7. ELECTRICITY

In 2023, wholesale electricity prices began to stabilise after the energy crisis caused by Russia's invasion of Ukraine. The fall in electricity demand as well as the fall in prices on the global gas and coal markets contributed significantly to the price stabilisation. The fall in the price of CO₂ was also significant.

Electricity production in 2023 in Poland fell by 6.58 p.p. against the previous year, while domestic consumption fell by 3.44 p.p. Monthly reports on system operation for the period January-December 2023 show that domestic electricity production in that period was 163.63 TWh and consumption was just under 167.52 TWh. Exactly 76.61 TWh (down by 12.71 p.p. y-o-y) of the electricity produced came from thermal utility power plants, 34.57 TWh (down by 25.41 p.p. y-o-y) from lignite power plants, 13.65 TWh (up by 36.48 p.p. y-o-y) from gas-fired power plants, and 22 TWh (up by 20.18 p.p. y-o-y) from wind power plants. For the first time, wind and solar power generated more than a fifth of the country's electricity: 21% in 2023, up from 16% in 2022. The share of renewables reached 27% in 2023.



5.2.8. PHOTOVOLTAICS

The market for photovoltaic installations, both for individual and institutional customers, has been on a clear upward trend for several years. Photovoltaic installations are becoming an increasingly popular feature on the roofs of detached houses, blocks of flats, production halls or warehouses.

At the end of December 2023, the installed PV capacity in Poland was 17 189.1 MW. Prosumer PV installations had a capacity of 10,749.22 MW. Their number amounted to 1,392,821 units. /source: rynekelektryczny.pl/ A large contribution to this growth was made by individual prosumers benefiting from the government's installation subsidy programme "My electricity".

The rising cost of doing business for entrepreneurs, translates into an increasing interest in PV installations in the industrial segment. The anticipated growth of PV in the next few years will be supported by changes in perceptions of the broader ecology and trends towards reducing the use of fossil fuels. Increases in energy prices and distribution charges are a driver for investment in the construction of widely understood industrial RES installations, which does not escape the Issuer's attention.

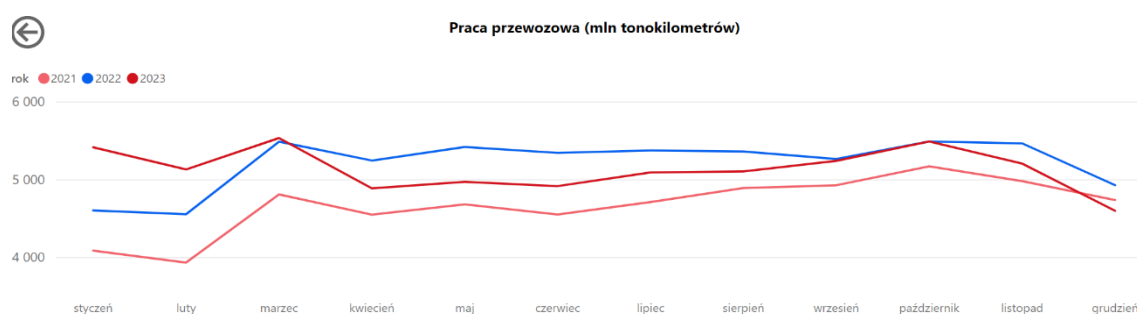
The total capacity of photovoltaic installations in Poland is currently 17 GW, while government plans assumed for 10 GW of electricity from the sun to be reached only in 2040. A similar trend is observed across the continent, which is why the offer of Polish photovoltaic panels and other photovoltaic solutions is aimed at the entire European market. The current global situation confirms how important the quality and reliability of a local supplier is. On the other hand, the continuous development of the market for renewable energy sources allows us to assume that the offer of high-quality, Polish photovoltaic modules with a guarantee of good availability will constitute an answer to the constantly growing demand.

5.2.9. Fuel storage

The leader of the liquid fuel storage market, estimated at a total of 6.1 million m³ of capacity, remains the state-owned company PERN. It has a liquid fuel storage capacity of 2.4 million m³. The entity also has the largest national network of pipelines for the transmission of fuels and crude oil. The second position is held by the ORLEN Capital Group, which, in addition to typical fuel depots, has storage tanks on the premises of its refineries and, above all, has significant capacity used to store compulsory reserves in caverns. The third entity on the market with a storage capacity of 387,000 m³ is the Unimot Group. The Unimot Group's terminals are located in: Gdańsk, Szczecin, Poznań, Piórków Trybunalski, Jasło, Czechowice Dziedzice, Gutkowo, Rybin and Bolesławiec.

5.2.10. Rail transport

Analysing the rail freight market, freight work of 61,598 million tonne-kilometres was performed in 2023, which was 1.4% less against the previous year. At the same time, 231.7 million tonnes of freight were transported by rail, a decrease of 6.8% against 2022. Considering Olavion, in terms of freight work, the market share in 2023 was 1.3% (2022: 0.9%). In terms of freight carried, Olavion's market share was 0.65% in 2023 and 0.4% in 2022. At the beginning of 2023, a significant recovery in the freight market was noticeable due mainly to coal shipments.



Source: <https://dane.utk.gov.pl/sts/przewozy-towarowe/dane-eksploatacyjne/21151,Przewozy-towarowe.html>

5.3. REGULATORY ENVIRONMENT

Unimot as a Group combines the activities of several entities and collectively constitutes one of the country's leading multi-energy concerns. The individual entities of the Unimot Group concentrate their activities in the following areas:

- liquid fuels (including mainly imports to Poland of diesel, petrol, LPG and other fuels);
- trading in liquid fuels at petrol stations;
- the bottling, storage and processing of LPG at its bottling plant;
- the use and circulation of bio-components and liquid bio-fuels;
- natural gas and electricity trading;
- marketing of bitumen and asphalts.

Each of the above areas is subject to national and EU regulations, which, especially in this era of evolving climate policy, are subject to constant changes and adjustments. Below one can find the significant regulatory changes introduced in 2023 and the regulations in force in each business segment.

5.3.1. LIQUID FUELS

The main area of the Unimot Group's operations is domestic and foreign trade in liquid fuels (including diesel, motor petrol and LPG), based on fuel concessions issued by the President of the Energy Regulatory Office. Issues related to fuel licensing are regulated by the Energy Law of 10 April 1997 (jt. Journal of Laws 2022, item 1385, as amended). In 2022, no significant changes were made to the Energy Law with regard to liquid fuels - however, in February 2023, the so-called SENT CONNECT project was announced, which, in addition to changes concerning the monitoring of road transport of liquid fuels (SENT system), is also expected to introduce significant changes concerning the retail trade in liquid fuels, including LPG. These changes aim to register all liquid fuel receipt points in the country (both petrol stations and end user locations) and are expected to come into force in 2024.

So-called reserve obligations are fulfilled on all liquid fuels imported to Poland, i.e. compulsory reserves are created and maintained, in the amount resulting from applicable regulations, and the so-called substitute charge is settled, thanks to which intervention stocks on the same fuels are created and maintained by the Government Strategic Reserve Agency. Details of obligations concerning compulsory reserves are set out in the Act of 16 February 2007 on stocks of crude oil, petroleum products and natural gas and the principles of proceeding in situations of threat to the state's fuel security and disturbances on the oil market (consolidated text, Journal of Laws of 2022, item 1537, as amended).

Standard liquid fuels, i.e. diesel oils and engine petrol, are additionally subject to the so-called National Indicative Target and obligatory bio-blending, which means that for each litre of such fuels disposed of in Poland for transport purposes, Unimot entities ensure the share of the so-called renewable component (i.e. primarily the share of bio-components contained in these fuels, respectively methyl esters in diesel and bioethanol in engine petrol), as stipulated by law. Unimot was also one of the first entities in the country to start implementing RES obligations using so-called hydrogenated vegetable oils (so-called HVO). The rules for the implementation of the above obligations are set out in the Act of 25 August 2006 on bio-components and liquid bio-fuels (consolidated text, Journal of Laws of 2022, item 403, as amended). An amendment to the BIO Act is currently under way, which is intended to implement the provisions of the so-called RED II Directive into the national legal order. The third version of the extensive amendment has already been published on the website of the Governmental Legislation Centre, which will significantly modify the existing rules for the implementation of the RES indicator targets for transport fuels. The most important provisions of the amendment include:

- a significant increase in the primary NIT ratio (from 8.9% today to 14.8% in 2030);
- moving away from the possibility of realising the NIT with the so-called B-100 spontaneous fuel based on its domestic sales (after the changes, it will also be necessary to physically consume the bio-fuel in Poland);
- enabling the implementation of NIT also with electricity used for road and rail transport;
- the gradual abandonment of the possibility of applying a so-called substitute charge;
- the introduction of an obligation to use so-called advanced bio-fuels (2G) in significant volumes (at 3.5% by 2030);

The amendment is expected to enter into force in the first half of 2024.

In addition, the Ministry of Climate and Environment has published a project to generalise the use of the so-called E-10 petrol format (i.e. with a bioethanol content of up to 10% by volume). Currently, this format is rarely seen in the domestic market, where the E-5 petrol format dominates. These changes are announced for 2024.

Liquid fuels subject to the NIT obligation are also subject to further so-called regulatory obligations, including the National Reduction Target (which consists of ensuring an adequate reduction in CO₂ emissions of transport fuels entering the national market). This obligation is implemented in order to reduce CO₂ emissions of transport fuels, with gaseous fuels such as LPG and methane fuels (LNG and CNG) additionally being subject to it. The rules for the implementation of these obligations result from the Act of 25 August 2006 on the system of monitoring and controlling the quality of fuels (consolidated text, Journal of Laws of 2022, item 1315, as amended).

From 2021, transport fuels have also been made mandatory to meet so-called energy efficiency targets. This applies to diesel, petrol and LPG. These obligations boil down to a reduction in end-use energy consumption at end users, in relation to the amount of energy supplied in transport fuels placed on the domestic market. These obligations are included in the Act of 20 May 2016 on Energy Efficiency (consolidated text, OJ 2021, item 2166, as amended).

All liquid fuels are excise goods to which the so-called excise duty suspension procedure applies, i.e. they are imported into Poland under the supervision of a special EMCS system, and excise duty and fuel duty are paid in Poland only on those fuels which are consumed on the territory of Poland. In addition, a so-called emission fee is charged on diesel and petrol. Excise tax is regulated by the Act of 6 December 2008 on Excise Tax (consolidated text, Journal of Laws of 2022, item 143, as amended) and a number of implementing regulations to this Act, fuel fee is included in the Act of 27 October 1994 on toll motorways and the National Road Fund (consolidated text, Journal of Laws of 2022, item 2483, as amended), and emission fee in the Act of 27 April 2001. Environmental Protection Law (consolidated text, Journal of Laws of 2022, item 2556, as amended).

There have been a number of significant amendments to excise legislation in 2022, including changes to the rules for the movement of fuels between EU countries under the procedure with paid excise duty (so-called e-SAD) and the movement of excise-exempt and zero-rated products within the country (so-called e-DD). These changes do not apply to retail transport fuels. Currently, the most important changes announced in the field of excise duty include the introduction of the so-called CEWA, i.e. the Central Excise Products Register - currently, the change is also at the stage of government drafts and is expected to come into force in 2024.

With regard to intra-Community acquisitions for liquid fuels, the so-called VAT-14 mechanism is also applied, which involves the VAT on imported fuels being settled in advance and then recognised in the standard VAT return.

5.3.2. RETAIL TRADE IN FUELS

Retail trade in liquid fuels is carried out at Unimot-owned and franchised petrol stations. Comprehensively, the principles of trading at stations are governed by the Energy Law, but individual station locations must also comply with the requirements of the Construction Law, Environmental Law, Technical Supervision Regulations and Metric Regulations (concerning measuring instruments and equipment).

All liquid fuels offered at petrol stations must meet the so-called quality requirements set out in the regulations implementing the Act on the System for Monitoring and Controlling Fuel Quality. All fuels purchased and offered by Unimot must meet these requirements, which is confirmed by tests carried out in accredited laboratories and quality certificates obtained from fuel depots.

The movement of fuels within the country is monitored by the tax administration by means of the so-called SENT system, which has significantly tightened up domestic trade in liquid fuels. Under the SENT CONNECT project published on the website of the Government Legislation Centre, the system is to be subject to further sealing from 2024.

5.3.3. LPG BOTTLING AND STORAGE

The Unimot Group operates a liquid gas terminal in Zawadzkie. This terminal has the status of a tax warehouse (within the meaning of the excise regulations), and the operations performed there are based on licences issued by the President of the Energy Regulatory Office for the storage of liquefied petroleum gas and its processing by mixing propane and butane fractions obtained in accordance with the requirements of the Energy Law. Individual installations and tanks are subject to technical supervision and metrological control, as well as other obligations under the Building Law and environmental protection regulations.

5.3.4. BIO-COMPONENTS AND LIQUID BIO-FUELS

A derivative of the NIT, bio-blending and NRT obligations is the need to obtain, both in domestic and foreign markets, and to market - the required quantities of biocomponents and liquid bio-fuels. The entirety of obligations in respect of indicative targets in liquid fuels is regulated by the Act on Biocomponents and Liquid Biofuels (consolidated text, Dz. U. of 2022, item 403, as amended).

Unimot purchases bio-components from domestic producers, Unimot is one of the largest traders in the area of liquid fuels and thus an entity that meets indicator targets both through the addition of methyl esters to diesel, through bioethanol in motor gasoline.

5.3.5. THE EFFECTS OF THE SO-CALLED EU SANCTIONS ON THE LIQUID FUELS MARKET

The year 2022 is marked by Russia's aggression against Ukraine, which has resulted, among other things, in ten sanctions packages already being introduced at the EU level. The individual packages resulted in an initial restriction and, from February 2023, in principle a complete ban on the import of both oil and Russian-produced products into the Union.

5.3.6. TRADING IN ELECTRICITY AND NATURAL GAS

The electricity and natural gas markets are strictly regulated markets by the President of the Energy Regulatory Office, and as a result, entities carrying out these activities operate on the basis of the concessions and permits provided for in the Energy Law.

The key change appears to be the Act of 27 October 2022 on emergency measures to cap electricity prices and support certain consumers in 2023 (Journal of Laws 2022, item 2243), concerning the maximum price for energy for consumption from 1 December 2022 to 31 December 2023. Ultimately, the law introduces maximum electricity prices for households - PLN 693 per MWh, local governments (public utilities) and companies - PLN 785 per MWh for consumption from 1 December 2022 to 31 December 2023. For households, the maximum price will apply after the annual consumption limits are exceeded: 2 MWh - for all households, 2.6 MWh - for families with a disabled person, 3 MWh - for farmers and Large Family Card holders.

Energy sellers were entitled to compensation for applying maximum prices in settlements with eligible customers. The expected cost of the compensations is expected to amount to PLN 19.7 billion. In the period from 1 December 2022 to 31 June 2023, electricity generators and sellers will have to pay write-offs to the Price Difference Payment Fund, which is excess revenue.

A so-called Fit for 55 package is currently being processed at the EU level, which will significantly affect the operations of both the entire Group and individual Unimot Group entities.

Among other things, the Package aims to reduce the CO₂ emissions of individual energy carriers (including transport fuels), and to increase the share of renewable energy in the overall EU energy balance. The individual areas of the Unimot Group's operations described above intersect with the proposals contained in the Package, most of which, however, will require additional implementation into national law following their enactment at the EU level.

5.4. SEASONALITY OF ACTIVITY

The Group's operations are subject to seasonality.

During the course of the year, there is regular and moderate volatility in volumes and the associated change in product sales revenue due to seasonal fluctuations in demand, particularly in the segments:

- sales of natural gas, solid fuels and electricity due to significantly higher demand for this product range during the heating season, i.e. Q1 and Q4,
- bitumen sales - due to the peak road construction and repair season falling in the third and fourth quarters.
- Fuel/Biofuel/LPG sales - increased demand for fuels in Q3 and Q4.

There is no significant seasonality or cyclicity in other segments of the Unimot CG.

5.5. INFORMATION ON AGREEMENTS CONCLUDED THAT ARE SIGNIFICANT FOR THE OPERATIONS OF UNIMOT S.A. AND THE CAPITAL GROUP

No such agreements are in place.

5.6. CHANGES TO THE FUNDAMENTAL MANAGEMENT PRINCIPLES OF THE ISSUER AND ITS GROUP

The basic principles of management of the Company and its Group did not change significantly during the period under review.

5.7. LEGAL PROCEEDINGS

Neither the Issuer nor any of its subsidiaries is a party to any proceedings pending before a court, an authority competent to conduct arbitration proceedings or a public administration authority concerning liabilities or receivables that could materially affect the financial results.

5.8. GROUP EMPLOYMENT

The UNIMOT Group employees are an important asset through which the Group has built its market position over the years.

Safety and health protection are key for the UNIMOT Group and are one of the main factors around which employee awareness initiatives are undertaken.

In 2021, a recruitment and hiring policy was introduced at the parent entity, UNIMOT S.A., which sets out transparent principles that guide the company in sourcing candidates. Due to the Group's growth in 2023 and the addition of several new companies, measures were undertaken to unify recruitment and hiring standards across the Group.

The Recruitment Policy defines the principles and methods of the Group's recruitment and selection processes for job candidates. It also defines the assumptions for the selection of employees, by which is meant all actions taken to fill a vacancy from the moment the needs are identified until the candidate is selected and an offer is made.

The Group gives priority to internal recruitment, which is beneficial for employee motivation and development within the Group. At the same time, it creates opportunities for promotion, or to take up an equivalent position in another substantive area. It also creates natural career paths and encourages employees to further improve and develop.

Recruitment processes are carried out in a transparent manner and are conducted with high ethical standards and respect for gender equality. The UNIMOT Group relies on highly qualified candidates, but at the same time is open to people with less experience who are interested in developing and building experience within the organisation.

In 2024, it is planned to introduce UNIMOT Group values into the recruitment process.

The UNIMOT Group, in order to grow and build its competitive advantage, needs long-term, lasting relationships with its employees and their full commitment - not only at the beginning of their adventure in the company, but also after a few years. It needs employees who will bind themselves to it for the long term.

The UNIMOT Group is firmly committed to diversity and tradition. The Group's ambition is to be an employer of first choice in the sector.

Creating a strong employer brand is of paramount importance in retaining the best employees and attracting new ones. In order to attract young talent and gain an advantage among other employers who are the Group's competitors in the labour market, it is necessary to reach out to the young generation and introduce the UNIMOT Group.

The summer holiday period is the perfect time for students and graduates to carry out an internship in a company of their choice and, at the same time, a chance to start their professional career. An internship allows you to gain valuable experience, implement the company's work system, put your knowledge into practice and learn about the specifics of a particular industry.

In 2023, the Group launched the paid "Absolvent" Internship Programme. Internships enable the younger generation to get to know the complex organisation of the UNIMOT Group and allow the Group to fish out talent for the future. The year 2023 demonstrated the effectiveness of the Group's offer. After completing their internship, several graduates were employed by the Group.

The Group's development requires the strengthening of competences and the acquisition of new human resources. Traineeships are one effective way to achieve this.

At the same time, the UNIMOT Group has established cooperation with the Częstochowa University of Technology in attracting the best candidates through, among other things, participation in the Job Fair.

In 2024, it is planned to implement the Procedure for organising internships and apprenticeships in the UNIMOT Group.

Specification	31.12.2023			31.12.2022			31.12.2021		
	WOMEN	MEN	TOTAL	WOMEN	MEN	TOTAL	WOMEN	MEN	TOTAL
Structure of employment in the CG by type of contract	248	574	822	113	115	228	100	95	195
Employment contract of indefinite duration	185	481	666	67	94	161	62	71	133
Fixed-term employment contract	63	93	156	46	21	67	38	24	62
Structure of employment in the CG by nature of contract	248	574	822	113	115	228	100	95	195
full-time	242	563	805	107	110	217	98	91	189
part-time	6	11	17	6	5	11	2	4	6
Employment structure in the CG by age	248	574	822	113	115	228	100	95	195
Up to 30 years	30	26	56	17	13	30	22	18	40
31 to 50 years	170	342	512	81	76	157	70	56	126
Over 50 years	48	206	254	15	26	41	8	21	29

As at 31 December 2023, there were 822 employees in the Group, while as at 31 December 2022 there were 228 of them, representing a year-on-year increase of 261%.

The increase in employment in 2023 was driven by changes related to the inclusion of new companies to the Unimot Group, i.e. Unimot Terminale, Unimot Infrastruktura, Unimot Bitumen, RCEkoenergia, Unimot Aviation, Olavion, Unimot Commodities. There was a significant change in the employment rate of women, who accounted for 50% of total employees at the end of 2022.

The number of female employees as at 31 December 2023 decreased to 30.2%, while the number of male employees increased from 50% to 69.8%.

The acquired companies have a significant impact on this level. Olavion, which employs men in the position of driver, and Unimot Terminale and Unimot Bitumen, where in terminals and production the employees are mainly men.

In 2023, the vast majority of employees - 81% - had employment contracts of indefinite duration. The number of these contracts, as a proportion of all contracts in operation in the Group, increased by 10 p.p. against the end of 2022.

As at the end of December 2023, 98% of staff were employed full-time.

At the end of 2023, the largest group were workers in the 30-50 age bracket (62%), workers in the over-50 age bracket (31%) and workers in the under-30 age bracket (7%).

Women make up the largest group in the 30-50 age bracket (69%) and the smallest in the under-30 age bracket (12%).

Men made up the largest group in the 30-50 age bracket (60%), while the smallest group in the under-30 age bracket (5%).

6. FACTORS AND EVENTS INFLUENCING THE GROUP'S PERFORMANCE

6.1. KEY FACTORS AND EVENTS SHAPING THE GROUP'S PERFORMANCE IN 2023 LIKELY TO AFFECT THE GROUP'S OPERATIONS IN THE FOLLOWING YEARS

Dotychczasowe
biznesy



**Biznesy przejęte w
2023 roku**



The UNIMOT Group is a multi-energy Group and a leader among independent importers of liquid and gaseous fuels in Poland. UNIMOT has over 30 years of experience in the fuel market, specialising in the wholesale of diesel fuel and the distribution of other liquid fuels, both domestically and internationally. In April 2023, the UNIMOT Group finalised the acquisition of the Lotos Terminale assets, including nine fuel terminals and two asphalt plants. UNIMOT thus acts as an Independent Logistics Operator, being the third player in the fuel storage market, and is also second in the bitumen production market in Poland. The company is also developing the photovoltaic segment, e.g. under the AVIA Solar brand, and is investing in further RES sectors.

PODSTAWOWE DANE FINANSOWE I OPERACYJNE ZA 2023 ROK

<p>Przychody ze sprzedaży 12 913 mln zł</p>	<p>EBITDA skorygowana** 244 mln zł</p>	<p>EBITDA* 669 mln zł</p>	<p>Zysk netto 489 mln zł</p>
<p>Wolumen sprzedaży ON&BIO 1 979 tys. m³</p>	<p>Wolumen sprzedaży gazu LPG 294 tys. Mg</p>	<p>Wolumen sprzedaży gazu ziemnego 1 167 GWh</p>	<p>Wolumen sprzedaży energii elektrycznej 3 735 GWh</p>



* EBITDA: earnings before interest, taxes, depreciation and amortisation; ** Adjusted EBITDA, EBITDA (S): EBITDA adjusted for the impact of the valuation of inventories of liquid and gaseous fuels and other energy products, timing shifts in costs and revenues related to the trading of liquid and gaseous fuels and other energy products and other non-recurring events

Capital Group's data

From 1 January 2023 to the date of publication of this financial report, significant changes have occurred in the Issuer Group, i.e.:

- the acquisition by the Issuer Group took place: on 7 March 2023, 90% of the shares in Olavion sp. z o.o. (acquisition of the remaining 10% of shares will take place no later than 7 July 2025), on 28 April 2023, 75% of

the shares in Partners4sky sp. z o.o. (now: Unimot Aviation sp. z o.o.) and on 4 July 2023, 80% of the shares in P2T sp. z o.o. (now: Unimot Commodities sp. z o.o.);

- On 7 April 2023, the acquisition of 100% of the shares in Lotos Terminale S.A. was completed. (now: Unimot Terminale sp. z o.o.), which holds directly or indirectly 100% of the shares in the companies: Lotos Infrastruktura S.A. (currently: Unimot Infrastruktura sp. z o.o.), UniBitumen sp. z o.o. (now: Unimot Bitumen sp. z o.o.) and RCEkoenergia sp. z o.o.

As a result of the transactions, the above-mentioned companies became part of the UNIMOT Group and their financial and operating results are presented in the following business segments:

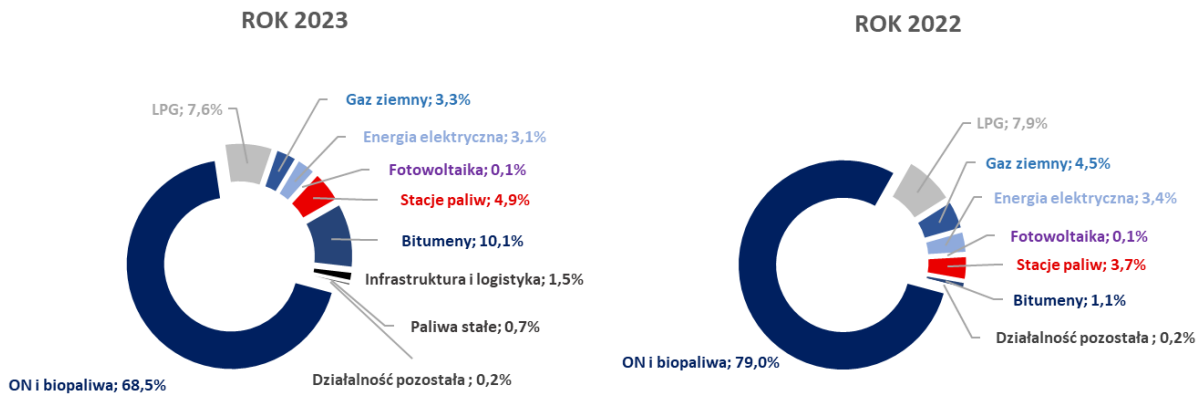
Infrastructure and Logistics segment, i.e. activities mainly related to rail transport, freight forwarding services and fuel storage. This segment presents the activities of the companies: Olavion sp. z o.o. and Lotos Terminale S.A. (currently: Unimot Terminale sp. z o.o.), which holds directly or indirectly 100% of shares in the companies: Lotos Infrastruktura S.A. (currently: Unimot Infrastruktura sp. z o.o.) and RCEkoenergia sp. z o.o.;

Bitumen segment, i.e. activities related to the production and trade of asphalt products. This segment presents Unimot S.A.'s existing bitumen trading activities and presents the activities of UniBitumen sp. z o.o. (currently: Unimot Bitumen sp. z o.o.);

Diesel and bio-fuels trading segment - the operations of Unimot Aviation sp. z o.o. were included in this segment;

Solid fuels segment, i.e. trading in energy raw materials (biomass and coal), purchase of sea and land freight, as well as supervision of deliveries at sea and land border crossings. This segment presents the existing activities carried out by UNIMOT S.A. in the field of energy raw materials, as well as those of P2T sp. z o.o. (currently: Unimot Commodities sp. z o.o.).

Consolidated sales revenue and its structure by product group:



Revenue structure by product group:

<i>in PLN thousand</i>	01.01.2023 31.12.2023	Participation in 2023	01.01.2022 31.12.2022	Participation in 2022	01.01.2022 1 31.12.2021	Change 2023/2022
Diesel and bio-fuels	8 846 564	68,5%	10 563 751	79,0%	6 450 845	-10,8%
LPG	978 170	7,6%	1 054 337	7,9%	645 338	-0,3%
Natural gas	432 177	3,4%	605 194	4,5%	552 622	-1,2%
Electricity	396 926	3,1%	457 184	3,4%	222 971	-0,3%
Photovoltaics	18 536	0,1%	7 769	0,1%	14 756	0,1%
Petrol stations	635 309	4,9%	500 706	3,7%	214 235	1,2%
Bitumen	1 302 444	10,1%	147 785	1,1%	106 449	9,0%
Infrastructure and logistics	195 854	1,5%	-	-	-	1,5%
Solid fuels	85 160	0,7%	-	-	-	0,7%

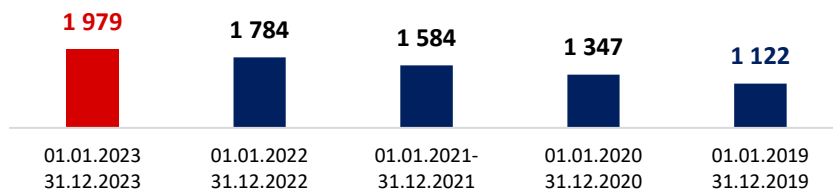
Other activities	22 103	0,2%	32 638	0,2%	-	0,2%
Total	12 913 244	100%	13 369 364	100%	8 207 216	0%

Consolidated volumes by product group:

<i>in m3/T/GWh/KWp/Mg</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	Change 2023/2022
Diesel and bio-fuels [m3]	1 978 545	1 784 405	1 583 850	11%
LPG [T].	294 228	256 544	221 445	15%
Natural gas [GWh]	1 167	1 066	2 507	24%
Electricity [GWh]	3 735	2 546	3 145	47%
Photovoltaics [KWp].	3 448	1 686	4 249	105%
Petrol stations [thousand m3].	301 031	236 338	179 834	27%
Bitumen [Mg]	588 344	54 974	56 678	970%
Solid fuels [Mg]	106 414	-	-	-
Terminals [thousand m3].	3 757	-	-	-
Logistics - transport work [million ntkm].	670	-	-	-

SEGMENT OF DIESEL and BIO-FUELS TRADING

DIESEL + BIO-FUELS



*Data in thousand m3

In 2023, the UNIMOT Group sold almost 1,979 thousand m3 of diesel and bio-fuels, an increase of 11% against the previous year. Revenues from this segment accounted for almost 69% of total operating revenues. EBITDA generated in 2023 in the liquid fuels trading segment amounted to PLN 37 million, and adjusted EBITDA amounted to PLN 43 million. The difference in the levels of EBITDA and adjusted EBITDA in 2023 is due to the postponement of logistics costs and the execution of NIT.

DIESEL AND BIO-FUELS

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021- 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	% change
Sales volume [m] ³	1 978 545	1 784 405	1 583 850	1 347 350	1 121 601	11%
Sales revenue	8 846 564	10 563 751	6 450 845	3 845 935	3 898 509	-16%
EBITDA	37 013	445 180	112 686	63 757	87 508	-92%
EBITDA - adjusted	43 366	436 001	83 225	84 643	63 424	-90%
Net profit/(loss) for the period	11 188	425 466	102 135	53 230	79 156	-97%

The adjusted results achieved in 2023 in the diesel and bio-fuels segment were mainly driven by the following factors:

- The year 2023 was a period with volatile conditions for conducting business of diesel and bio-fuels trading. The beginning of 2023 was characterised by strong uncertainty regarding the availability of diesel due to the introduction of the embargo on this product from Russia on 5 February 2023. The consequence of this was an increased demand for diesel, thanks to which the Issuer Group achieved an additional margin. However, over the time the situation began to change and from the beginning of the second quarter of 2023, the diesel market came under pressure as a consequence of reduced consumption with the observed oversupply of this product. In turn, in the third quarter of 2023, another trend was observed in the diesel market, namely domestic quotations of this product reaching levels well below, global quotations. This resulted in a reduction in the activity of trading imported diesel and offering it on the domestic market. As a consequence of the above situation, the Unimot Group lost benefits at the level of PLN 140 million, which would not have occurred if the market environment in the second half of 2023 had not differed so significantly from the diesel trading conditions observed in previous periods.
- Increased logistics capacity achieved by the Group thanks to the purchase of rail tankers and the acquisition of Olavion, which operates in the rail freight business (belonging to the Issuer Group), thus optimising costs in this area;
- Meeting the fuel needs of the Ukrainian economy and population. Deliveries to Ukraine began in the second half of 2022, allowing additional sales volumes to be realised. In 2023, the margin realised on this activity gradually normalised;
- Development of a product range targeting products to achieve satisfactory margins, including heating oil and petrol;
- The adaptation of supply chains to operate under the total embargo on fuel imports from Russia and Belarus, including the rental of a fuel transshipment terminal in the Danish Straits and the import of diesel from the United States, among others, increased the flexibility of the UNIMOT Group's operations.

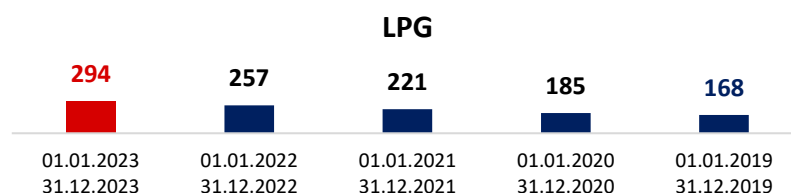
The results of future periods may be primarily affected by the following factors:

- The amount of the land premium (the difference between the price on the local market and the price in the ports for diesel - the range dominating the Group's sales structure. The amount of the land premium determines the area of the realisable trading margin less the costs of logistics (transport costs, handling costs, quality testing), the costs of renting fuel depot capacity, the costs of insuring receivables (in connection with the trading security policy adopted by the Group), as well as the costs of fulfilling NIT obligations.
The third quarter of 2023 saw a strong erosion of the land premium, which remained at very low levels until the last month of last year, when it recovered, but not to levels that would enable satisfactory financial performance. The level of the land premium at the end of 2023 persisted up to the date of publication of these financial statements, limiting the EBITDA generation capacity in the segment of diesel and bio-fuel;
- Restriction of the obligation to maintain compulsory reserves of liquid fuels by the UNIMOT Group in the period from 1 July 2022 to 31 December 2024, related to the reorganisation of the UNIMOT CG, carried out in 2022, the purpose of which was to prepare for the role of an independent logistics operator, which it became after the acquisition of the company Lotos Terminale (currently: Unimot Terminale). As part of the reorganisation process, UNIMOT S.A. transferred an organised part of the enterprise to UNIMOT Paliwa sp. o.o. (100% controlled by UNIMOT S.A.). The organised part of the enterprise comprised organisationally, financially and functionally separated activities related to fuel trading, production of liquid fuels (in the scope of LPG) within the scope of the held concessions OPZ and WPC, excluding activities related to fuel trading within the framework of the developed chain of AVIA petrol stations and the segment related to natural gas trading. Unimot Paliwa sp. z o.o. commenced operations within the same scope and under the same conditions as Unimot S.A.;
- Dynamics and direction of changes in diesel prices - high dynamics of price increases have a negative impact, while high dynamics of price decreases have a positive impact;
- Futures market structure (contango/backwardation);
- Market and competitive situation - commencement of operations of new multinationals on the Polish market, including in connection with the implementation of the European Commission's remedies concerning the

terms and conditions of the merger of Orlen S.A. and Grupa Lotos S.A. Increased competition in the market may affect the pricing of products offered by the Issuer's Group;

- The amount and cost of working capital required to finance the turnover carried out, which depends on the level of fuel prices in the markets;
- Terms and conditions for the extension of existing working capital loans;
- The demand and supply situation in Europe and Poland in particular, which is affected in particular by the ongoing war in Ukraine and the economic slowdown limiting the consumption of liquid fuels.

LPG



**Data in thousand T*

In 2023, the UNIMOT Group sold 294.2 thousand tonnes of LPG, 15% more than in 2022. Revenues amounted to PLN 978.1 million (down by 7% year-on-year). EBITDA and adjusted EBITDA generated were equal and amounted to PLN 50.4 million each, while profit stood at PLN 38.8 million and was by 43% lower against the same period last year.

LPG

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	% change
Sales volume [T]	294 228	256 544	221 445	185 271	167 860	15%
Sales revenue	978 170	1 054 336	645 338	342 960	343 476	-7%
EBITDA	50 358	69 179	16 863	7 265	9 253	-27%
EBITDA - adjusted	50 358	69 179	16 863	7 265	9 253	-27%
Net profit/(loss) for the period	38 759	68 452	16 033	6 454	8 464	-43%

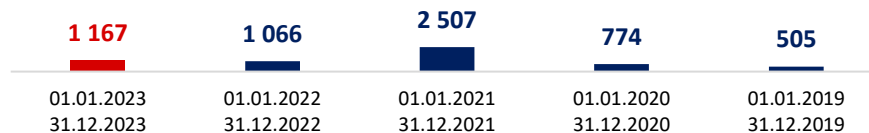
The results achieved in 2023 in the LPG segment were primarily driven by the following factors:

- The demand for LPG reported by the Ukrainian economy, which the UNIMOT Group met to a significant extent using the fuel depots belonging to the Group since 7 April this year, in particular the LPG depot located in Piotrków Trybunalski was used;
- The UNIMOT Group also recorded a strong demand for LPG coming from southern Europe;
- Higher LPG consumption in Poland (up by 7.1 per cent year-on-year), combined with sales directed towards exports, resulted in higher gas prices and thus opportunities to achieve favourable trade margins;
- At the end of August and in September 2023, there were outages at some refineries, which resulted in reduced supply and consequently the possibility of achieving additional margins. Thanks to the contracts concluded in 2022 with Western European partners for the supply of LPG for 2023 and the acquisition of additional suppliers from this region, the UNIMOT Group was able to flexibly and quickly meet the resulting deficit in the LPG market;
- The LPG segment optimised rail freight costs, which further increased the efficiency of the area's operations, including the launch - in cooperation with the UNIMOT Group's company Olavion - of combined diesel and LPG trains from Polish ports to the fuel depot in Piotrków Trybunalski;
- Expanding the area of LPG and industrial gas trading and increasing the portfolio of network customers through the fuel depot in Piotrków Trybunalski.

In the following periods, the Group's LPG business will be most affected by the sanctions imposed on the Russian product, according to which imports of this product from the eastern direction will be prohibited from December 2024. The consequence of this will be a change in the supply situation and the need to change the supply chain, which may have an impact on sales volumes and margins of this segment. The UNIMOT Group is intensively preparing for the embargo by, among other things, making use of acquired competences and existing business relations with Western suppliers.

TRADING IN GASEOUS FUELS

NATURAL GAS



*Data in GWh

In the natural gas segment in 2023 the UNIMOT Group sold 1,167 GWh of natural gas. Sales revenue from this segment amounted to PLN 432.2 million (down by 29% year-on-year). EBITDA stood at PLN 39.9 million and was more than by 31% higher against the previous year.

NATURAL GAS

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	% change
Sales volume [GWh]	1 167	1 066	2 507	774	505	10%
Sales revenue	432 177	605 194	552 622	71 777	47 868	-29%
EBITDA	39 879	30 340	2 282	11 986	(812)	31%
Adjusted EBITDA	39 879	30 340	2 282	11 986	(812)	31%
Profit/(loss) for the period	35 865	19 971	(2 977)	9 637	(3 421)	80%

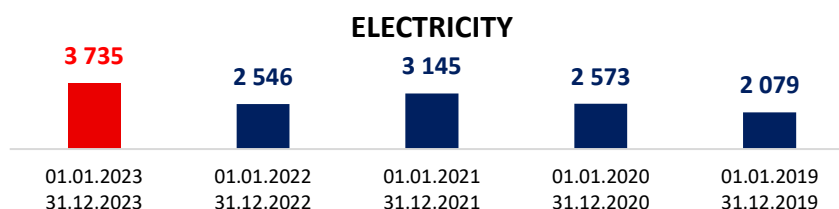
The results achieved in 2023 in the natural gas segment were mainly influenced by the following factors:

- The fall in natural gas prices from EUR 84/MWh (as at 1 January 2023) to an observed EUR 31/MWh (as at 31 December 2023) put pressure on segment efficiency;
- Limitation of opportunities for additional benefits caused by the alignment of future summer and winter prices;
- The use of storage capacity in natural gas trading;
- Decision of the President of the ERO of 30 December 2022 approving a new tariff for Unimot System customers, introducing new rates for gas fuel and distribution. Gas fuel rates increased by 130% (from 27.59 gr/kWh to 63.4 gr/kWh), while distribution rates increased on average by 14% (from 6.07 gr/kWh to 6.92 gr/kWh). The new rates took effect from 14 January 2023 (under the current law, prices for gas fuel rates and distribution rates are frozen);
- Decision of the President of the ERO of 23 March 2023 to change (reduce) the gas fuel rates by 27% (from 63.4 gr/kWh to 46.39 gr/kWh) for Unimot System customers. The new rates took effect from 5 April 2023 (under the current law, prices for gas fuel rates and distribution rates are frozen);
- Decision of the President of the ERO of 4 January 2023 approving a new tariff for Blue LNG customers, introducing new rates for gas fuel and distribution. Gas fuel rates increased by 169% (from 27.6 gr/kWh to 74.3 gr/kWh), while distribution rates increased on average by 90% (from 7.74 gr/kWh to 14.72 gr/kWh). The new rates took effect from 18 January 2023 (under the current law, prices for gas fuel rates and distribution rates are frozen);

- On 7 November 2023, a new Tariff for the Blue LNG Company was approved (to be applied from 1 December 2023). This tariff brought (compared to the previous tariff) a reduction in rates for the sale of gaseous fuel by an average of 58% and increases in rates on distribution by an average of 5%;
- The entry into force of the Act of 15 December 2022 on the special protection of certain consumers of gaseous fuels in 2023 in connection with the gas market situation. In accordance with the principle provided for in Article 3(1) of the above Act, the price for eligible (sensitive) entities was set at PLN 200.17 (net), treating it as a maximum. The above Act made it necessary for companies to apply for compensation for the difference in rates between the tariff rate and the amount the companies are obliged to apply under the Act. The Act in question also froze distribution rates, at the 2022 level. For this reason, compensation was provided for in the Act, representing the difference between the rate from the new tariff introduced in 2023 and the rate applied last year. The provisions of the Act were in force until 31 December 2023. In 2024, customer protection will continue according to similar rules described above until at least 30 June 2024.

The results of future periods will mainly be affected by market prices for natural gas, the levels of new tariffs at UNIMOT System and Blue LNG, as well as changes in the volumes of natural gas sold and distributed.

ELECTRICITY



*Data in GWh

In the electricity segment, sales volume in 2023 reached 3,735 GWh, 47% more against the same period of the previous year. Sales revenue of this segment amounted to PLN 396.9 million (down by 13% year-on-year), EBITDA and adjusted EBITDA reached the level of PLN 11.3 million.

ELECTRICITY

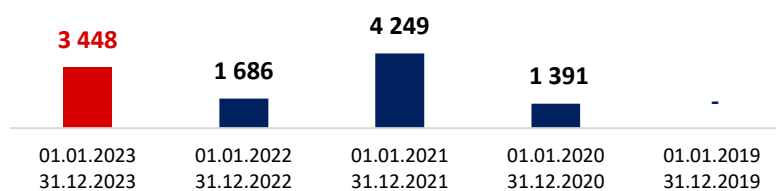
<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	% change
Sales volume [GWh]	3 735	2 546	3 145	2 573	2 079	47%
Sales revenue	396 926	457 184	222 971	120 127	102 069	-13%
EBITDA	11 261	25 478	13 950	5 236	7 655	-56%
Adjusted EBITDA	11 261	46 978	13 950	5 236	7 655	-76%
Profit/(loss) for the period	4 453	24 556	16 244	4 587	7 250	-82%

The results achieved in 2023 in the electricity segment were primarily driven by the following factors:

- Taking advantage of price volatility in the electricity futures market to generate additional revenue;
- Increased activity in the Day-Ahead Market and the Intraday Market which translated into higher profits in these segments;
- Favourable revaluation of the profile of PV contracts entered into at a fixed price for 2023;
- Increase in volumes and margins of contracts with renewable energy generators concluded for 2023;
- Additional revenues from peri-energy services provided to electricity generators;
- Exploiting price volatility in the guarantee of origin market.

PHOTOVOLTAICS / RENEWABLE ENERGY SOURCES

PHOTOVOLTAICS / RES



*Data in KWp

In the Photovoltaics/Renewable Energy Sources segment, sales revenue in 2023 reached PLN 18.5 million against PLN 7.8 million a year earlier. The segment generated an EBITDA loss of (-)PLN 7.0 million and a net result of (-)PLN 7.1 million.

PHOTOVOLTAICS / RENEWABLE ENERGY SOURCES

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	% change
Sales volume [KWp]	3 448	1 686	4 249	1 391	-	105%
Sales revenue	18 536	7 769	14 756	5 018	-	139%
EBITDA	(7 043)	1 397	(8 743)	(1 967)	-	-604%
Adjusted EBITDA	(7 043)	1 397	(8 743)	(1 967)	-	-604%
Profit/(loss) for the period	(7 061)	(1 870)	(7 998)	(2 099)	-	278%

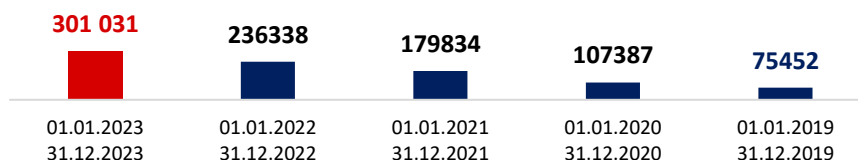
The results achieved in 2023 in the photovoltaic segment were primarily driven by the following factors:

- Write-down of goods in stock of (-) PLN 4 million;
- Increased costs associated with building a team responsible for the implementation of photovoltaic installations above 50 kWp;
- Reduction in the realisation of installations below 50 kWp due to the strategy of transitioning to industrial realisations;
- Building new business segments - trading and manufacturing.

In line with the adopted strategy, the team operating in the photovoltaic segment within Unimot Energia i Gaz is engaged in the implementation of projects above 50 kWp, the development of own projects and activities aimed at building long-term value for the UNIMOT Group. As at the date of publication of the report, the Company's portfolio included contracts for large-scale projects (above 50 kWp) at the level of 4.8 MWp. At the same time, the Company is actively seeking new customers interested in industrial installations by expanding its product range. Significant price volatility in the electricity market has resulted in increased interest in photovoltaic and energy storage solutions among business customers, which translates into an increase in the portfolio of active projects and the number of bids submitted. The UNIMOT Group sells panels under the AVIA Solar brand.

PETROL STATIONS

PETROL STATIONS



*Data in thousand m3

Segment's revenues include revenues from fuel sales at the Issuer's own stations and those received from franchisees of AVIA stations. EBITDA additionally includes a fixed fee for each litre of fuel sold at franchised stations (transferred

from the DIESEL and BIO segment - wholesale fuel sales). Thanks to the development of the chain, the Group has recorded successive increases in fuel sales at stations and in 2023, recorded good results in terms of volume sold. The AVIA chain stations operating within the Group sold 301,000 m³ of fuel in the period, an increase by 27% year-on-year. Revenues in this segment increased by 27% y/y. The difference in EBITDA and EBITDA adjusted in 2023 is due to the adjustment of depreciation and amortisation costs for investments in franchised stations included in operating expenses on the books.

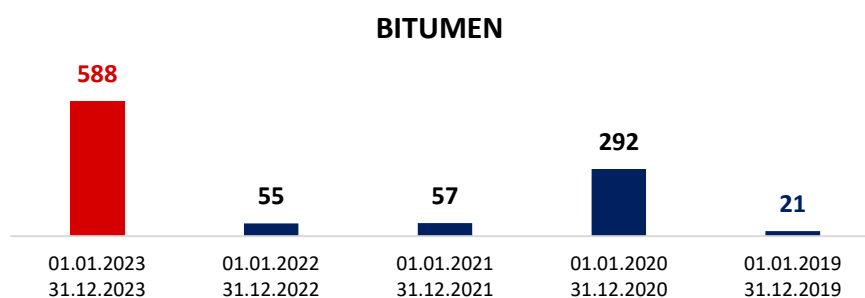
PETROL STATIONS

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	% change
Sales volume [m3]	301 031	236 338	179 834	107 387	75 452	27%
Sales revenue	635 309	500 707	214 235	69 855	35 204	27%
EBITDA	3 053	4 081	953	(2 925)	(1 717)	-25%
Adjusted EBITDA	6 477	4 081	953	(2 925)	(1 717)	59%
Profit/(loss) for the period	(15 658)	(6 412)	(4 628)	(4 286)	(2 529)	144%

The results achieved in 2023 in the petrol station segment were primarily driven by the following factors:

- Rental cost increases;
- Increase in maintenance costs for petrol stations due to increased charges for minimum wage increases, electricity purchases and commissioning of new facilities;
- Connection of a further 24 AVIA petrol stations in Poland in 2023 (at the end of 2023, the AVIA chain comprised 130 stations, including 84 franchised stations and 46 operated directly by the Company);
- Exceeded sales volume of over 300 million litres of fuel at AVIA stations in 2023 and ambitions to maintain dynamic sales volume growth as the chain expands;
- Launch of further SPAR Express supermarkets at AVIA stations (a total of 50 SPAR supermarkets at AVIA stations at the end of 2023). Unimot regularly records sales growth of more than 20% at stations with SPAR shops;
- Rapid changes in retail margins, pressure on retail prices from domestic concerns due to price promotions;
- Increase in fuel sales for AVIA Card fleet cards for business customers. Target expected to be at least 20% share of fleet programme sales in total station volume. The volume achieved in 2023 is approximately 17 million litres.

Bitumen



*Data in thousand Mg

The segment includes the production and sale of asphalt products. The segment presents Unimot S.A.'s existing bitumen trading activities and, from 7 April 2023, the activities of Unimot Bitumen sp. z o.o. are presented. In 2023, the segment sold 588.3 thousand tonnes of products. Revenues amounted to PLN 1,302 million. In the reported period, the difference between EBITDA and adjusted EBITDA in the amount of PLN 209,957 thousand was due to the allocation of profit on the bargain purchase of UNIMOT Terminals Sp. z o.o. in the total amount of: PLN 434,972 thousand, of which PLN 209,957 thousand was allocated to the Bitumen segment and PLN 225,014 thousand to the Infrastructure and Logistics segment.

BITUMEN

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	% change
Sales volume [Mg]	588 344	54 974	56 678	48 332	21 409	970%
Total revenue	1 302 444	147 785	106 449	314 322	33 057	781%
EBITDA	283 257	1 888	(1 216)	(666)	(358)	14903%
Adjusted EBITDA	73 300	1 888	(1 216)	-666	-358	3782%
Net profit/(loss) for the period	239 622	3 011	(1 359)	(1 197)	(416)	7858%

The results achieved in 2023 in the Bitumen segment were primarily driven by the following factors:

- Incorporation of Unimot Bitumen sp. z o.o. into the structures of the Issuer Group from 7 April 2023 (acquired as part of the acquisition of 100% of shares in Lotos Terminale S.A. - currently UNIMOT Terminale sp. z o.o.), whose financial results are presented in the bitumen segment. With the aforementioned acquisition, a ten-year contract for Orlen Group's supply of asphalt products and raw material for their production in amounts of up to 500,000 tonnes per year began to be implemented;
- The increase in the segment's trading competence achieved by combining the experience and knowledge of the teams of UNIMOT S.A. and Unimot Bitumen sp. z o.o., which further strengthened the position of the UNIMOT Group as a reliable and stable supplier of bitumen on the European market;
- Expansion of the price offer, which influenced the achievement of additional margin, implemented solution for the possibility of fixed-price transactions - intensification of sales;
- Optimisation of the sales process based on cooperation with multiple suppliers and selection of optimal solutions in the production process (optimisation of recipes);
- Seizing market opportunities arising from, among other things, the volatility of the raw material market and exchange rates;
- Optimum utilisation of the asphalt plants in Jaslo and Czechowice-Dziedzice and in terms of production and product availability.

The Bitumen segment's future results will be influenced by the achievement of further synergies within the Issuer Group of the Unimot Bitumen sp. z o.o. business and the expansion of the supplier chain.

Infrastructure and logistics

In 2023, the Infrastructure and Logistics segment included the financial and operating results generated from March 2023 by Olavion sp. z o.o., and from April 2023 the activities of UNIMOT Terminale sp. z o.o. are also presented (previous company name: Lotos Terminale S.A.) together with its subsidiaries UNIMOT Infrastruktura Sp. z o.o. (formerly: Lotos Infrastruktura S.A.) and RCEkoenergia sp. z o.o.

In the reported period, the difference between EBITDA and adjusted EBITDA in the amount of PLN 225,014 thousand resulted from the allocation of the gain on the bargain purchase of UNIMOT Terminale Sp. z o.o. in the total amount: PLN 434,972 thousand, of which PLN 209,957 thousand was allocated to the Bitumen segment and PLN 225,014 thousand to the Infrastructure and Logistics segment.

INFRASTRUCTURE AND LOGISTICS

<i>in PLN thousand</i>	01.01.2023 31.12.2023
Transport work [million nkm]*	670
Transshipment/release volume at terminals [m] ³	3 757 150
Total revenue	195 854
EBITDA	274 942
Adjusted EBITDA	49 928
Net profit/(loss) for the period	206 992

**[million ntkm]- million net tonne kilometres*

Olavion sp. z o.o. provides rail freight services and domestic and transit organisation services - mainly on electric traction, together with last mile services. The structure is dominated by carriage in wagons provided by principals. The entity provides services both for the UNIMOT Group and for external entities. At the end of December 2023, Olavion had 22 railway engines at its disposal (19-line railway engines and 3 diesel/manual railway engines) and 92 employees, including 58 drivers. In terms of freight work, Olavion's market share in 2023 was 1.3% (2022: 0.9%). In terms of freight carried, the market share was 0.65% in 2023 and 0.4% in 2022.

UNIMOT Terminale, together with UNIMOT Infrastruktura have a storage capacity of 400,000 m³. The Unimot Group is the third largest player in the Polish liquid fuel storage and distribution market in terms of scale of operations. Fuel terminals are located in: Czechowice-Dziedzice, Jasło, Poznań, Bolesławiec, Szczecin, Gutkowo, Rypin, Gdańsk and Piotrków Trybunalski, which also includes an LPG terminal. UNIMOT Terminale, acting as an independent logistics operator, provides services on the basis of long-term contracts in the field of storage, transshipment, blending with bio-components and refining of fuels for the largest fuel companies operating on the Polish market. Another important service is the storage of compulsory reserves of liquid fuels.

RCEkoenergia sp. z o.o. is a company operating in the licensed area: it generates, transmits and distributes heat in the form of water and steam, generates, distributes and trades electricity and distributes gaseous fuels. In addition, the company provides industrial and municipal wastewater collection and treatment services, distributes industrial, deep-water and drinking water, produces and distributes softened water and produces and distributes industrial gases. RCEkoenergia generates heat and electricity with two OR 32 coal-fired boilers with a flue gas dedusting and cleaning system and a backpressure turbine with an installed capacity of 0.74 MW. In addition, it has its own PV installations with a capacity of 0.65 MW.

The results achieved in 2023 in the Infrastructure and Logistics segment were primarily driven by the following factors:

- Replacement of rolling stock with a more modern fleet in the face of an unfavourable market situation for liquid fuel imports and the associated lower demand for freight transport;
- Olavion's performance was impacted by central-level regulations to freeze electricity prices;
- With regard to fuel storage activities, the main factor influencing the financial results achieved was the recorded increase in fuel releases at terminals related, among other things, to the market situation occurring in 2023. In October 2023, the highest level of releases was recorded since the integration of fuel storage assets into the Issuer Group structure). With regard to compulsory reserves, their highest level was reached at the end of June and was maintained at that level throughout the second half of 2023.

The following factors will mainly affect the results of future periods:

- If the trend of declining freight levels continues, which is, among other things, a consequence of the unfavourable situation on the liquid fuel import market, it is possible that performance will deteriorate in subsequent periods;
- High costs of access to rail infrastructure and electricity costs;
- Competitors' determination to win new freight contracts, limiting the ability to compensate for increases in operating costs;
- Execution of fuel storage contracts containing the so-called "take or pay" clause (i.e. "take or pay" consisting in the contractor having the choice of one of two possible courses of action. He can either take the fuel in the agreed volume or pay the UNIMOT Group for the readiness to release it). Consequently, the Issuer Group has an assured, stable source of revenue;
- Given the timing of accumulating compulsory reserves by obligated entities, revenues are expected to increase in 2024.

Solid fuels

The solid fuels segment presents the activities of UNIMOT S.A., which includes trading in hard coal, and, from July 2023, the activities of Unimot Commodities sp. z o.o. (previous name: P2T sp. z o.o.). The segment conducts logistics and trading activities in the energy commodities industry, including the trading of energy commodities (biomass and

coal), the purchase of sea and land freight, and the supervision of deliveries at sea and land border crossings. Coal is offered to the commercial and industrial energy sector, the district heating sector and to intermediary wholesalers.

SOLID FUELS

<i>in PLN thousand</i>	01.01.2023 31.12.2023
Sales volume [Mg]	106 414
Sales revenue	85 160
EBITDA	7 949
Adjusted EBITDA	7 949
Profit/(loss) for the period	6 394

The results achieved in 2023 in the solid fuels segment were primarily driven by the following factors:

- Seizing market opportunities in solid fuel trading;
- Reduced ability to generate additional EBITA due to the oversupply of solid fuels in Poland;
- Successful acquisition of customers using solid fuels in their operations.

The results of future periods will mainly be affected by the possibility of acquiring more customers .

6.2. DESCRIPTION OF FACTORS AND EVENTS, INCLUDING THOSE OF AN UNUSUAL NATURE, HAVING A SIGNIFICANT IMPACT ON FINANCIAL RESULTS

Final settlement of the acquisition of shares in LOTOS Terminale S.A. (currently: UNIMOT Terminale sp. z o.o.)

The Management Board of UNIMOT has completed the final settlement of the acquisition of shares in LOTOS Terminale S.A. (currently: UNIMOT Terminale sp. z o.o., "UNIMOT Terminale").

The final settlement of the transaction was prepared after independent experts had completed the process of identifying and valuing to fair value the assets acquired, the liabilities assumed and the valuation of the Issuer Group's liabilities under the purchase price adjustment mechanisms.

Taking the above into account, as a result of the final settlement of the transaction, the following items are included in the Issuer Group's consolidated financial statements for 2023:

- 1 The fair value of the acquisition consideration of PLN 390 million, including funds paid on the date of acquisition: PLN 267 million and estimate of contingent payment: PLN 123 million;
2. The fair value of the assets acquired of PLN 1,285 million, including fixed assets: PLN 956 million and current assets: PLN 329 million;
3. The value of assumed liabilities in the amount of PLN 460 million;
4. Bargain purchase profit of PLN 435 million (calculated as the fair value of the assets acquired less the value of the liabilities and the fair value of the consideration).

The Issuer provides below an explanation related to the final settlement of the acquisition of UNIMOT Terminale shares:

1. The Issuer Group, in addition to the funds paid on the date of acquisition in the amount of PLN 267 million, additionally refinanced Lotos Terminale's credit liabilities in the amount of PLN 100 million.
2. The discounted estimate of the conditional payment of PLN 123 million was calculated on the basis of the agreed mechanism for calculating the additional payment for the acquired Lotos Terminale shares (the so-called earn-out), which depends on the performance of Unimot Bitumen sp. z o.o. The conditional payment is contingent on Unimot Bitumen sp. z o.o. meeting the following two conditions simultaneously between 2023 and 2032: exceeding the benchmark EBITDA margin and exceeding the benchmark result set in the agreement for each year. The earn-out

payments will be made upon repayment of the loans financing the acquisition, which is expected to take place no later than 2028. The estimated undiscounted contingent payment amount has been set at PLN 245 million.

3. The level of fixed assets in the amount of PLN 956 million was influenced in particular by the recognition of fixed assets at their fair values in the amount of PLN 591 million and the recognition of an intangible asset (PLN 319 million) resulting from the concluded contract, the subject of which is the sale for 10 years to UNIMOT Bitumen sp. z o.o. of bitumen from the production plant in Gdańsk belonging to Orlen in a total volume of up to a maximum of 500 thousand tonnes per year (the "Bitumen Contract").

4. Current assets of PLN 329 million largely consisted of cash and cash equivalents and trade receivables. At the same time, the Issuer Group assumed liabilities totalling PLN 460 million. Their level was influenced in particular by trade liabilities (PLN 143 million) and credit liabilities incurred by the acquired companies mentioned above.

The Issuer's Management Board draws particular attention to the fact that it is aware of the existence of environmental risks, land contamination and the potential possibility of groundwater contamination on the acquired sites, which may potentially give rise to the need to incur remediation costs under environmental law in the future. It should be emphasised that, at this stage, the Issuer's Management Board is not in a position to correctly determine whether the contamination requiring remediation will occur and what the timing of the contamination and the timing of potential remediation works to remove it will be, i.e. the timing of the outflow, as well as the locations for which these works would be necessary. In addition, the environmental review carried out did not conclusively demonstrate whether contamination requiring remediation under current legislation had occurred, and demonstrated that, should groundwater contamination occur in the future, the estimates of remediation costs depending on the choice of option and method are significantly divergent, and it was not possible to indicate the probability ratios for the potential occurrence of this risk.

The agreement for the acquisition of shares in UNIMOT Terminale provides for reimbursement to the UNIMOT Group by the seller of the costs of remediation, above the amount of 10% of the purchase price up to the amount of 100% of the purchase price, if the need for such costs is proven within 10 years from the end of the year in which the transaction took place. However, the Management Board is aware that the materialisation of environmental risks may result in the need to incur costs in excess of the reimbursement agreed with the seller, as mentioned above, as well as risks may become apparent after 10 years.

Taking the above into account and based on the available analyses of environmental risks, the Issuer informs that the potential range of costs in the event of the need to remove contamination at all locations is from approximately PLN 180 million to approximately PLN 600 million. However, due to, inter alia, the impossibility of conducting a reliable valuation, the Issuer's Management Board - on the basis of the applicable provisions of IFRS (International Financial Reporting Standards) - did not recognise contingent liabilities on account of environmental risks and, consequently, did not include potential costs of environmental risks in the final settlement of the transaction for the acquisition of Lotos Terminale shares. Thus, the bargain purchase gain is not encumbered by a potential environmental provision.

In addition, the Issuer's Management Board draws attention to the fact that the valuation of the Bitumen Contract constituting the basis for recognition of its intangible value (PLN 319 million) was prepared on the assumption that UNIMOT Bitumen sp. z o.o. will continue its operations in the present form for 10 years. In the event that the Bitumen Contract is not extended for a further period, the Issuer's Management Board sees the need for a significant change in operations, not excluding its restructuring or liquidation of a part of the assets, with which significant costs may be connected. At this stage, the Issuer's Management Board is unable to estimate the level of these costs. Nevertheless, these costs could not be included in the settlement of the transaction under the IFRS standards applicable to the Issuer.

The recognition of a bargain purchase gain in the financial statements is a non-cash and non-recurring accounting event. Therefore, both Adjusted EBITDA and the basis for calculating the dividend value will not include this accounting item.

A more extensive description of the final settlement of the Lotos Terminale share acquisition is included in the Issuer Group's Consolidated Financial Statements 2023.

6.3. IMPACT OF THE ARMED CONFLICT IN UKRAINE ON THE GROUP'S ACTIVITIES

On 24 February 2022, the armed aggression of the Russian Federation against Ukraine began, which, in the Issuer's view, continues to have an impact on the global economic and social situation. The conflict in Ukraine affects, among other things, the rate of economic growth, interest rates, exchange rates and inflation, energy commodity prices, or fuel consumption levels.

The consequences of the outbreak of war are disrupted, disrupted or modified supply chains, restrictions on trade due to, among other things, the introduction of successive sanctions packages against Russia, and increased geopolitical risks in the CEE region.

The conflict in Ukraine has a direct or indirect impact on conducting business activity by companies in Poland, and thus also affects the operation of the Unimot Group through, among other things, changes in supply conditions and directions, price levels and availability of raw materials, and thus on the level of margins generated, the ability to raise capital, cyber security and physical safety.

The intensity of the impact on the Group's operations and financial results, will largely depend on the further course of the war, the effects of maintaining or imposing further sanctions on Russia and Belarus and the actions taken by Russia. In the current situation of uncertainty, it is not possible, on a reasonable basis, to determine the scenario for the development of the situation resulting from the effects of the war conducted on Ukrainian territory.

The Unimot Group, being aware of the scope and scale of the threats related to the ongoing war in Ukraine, continuously monitors the political and economic steps taken by the government administration, as well as the international community, and analyses their impact on its business. The Unimot Group is prepared for various scenarios in the fuel market and adapts to all national and international sanctions. On an ongoing basis, measures are taken to limit the potential effects of war on operations, as well as to maintain the continuity of critical infrastructure.

As at the date of these financial statements, the Unimot Group has immaterial - from a business perspective - assets located in Ukraine, and therefore the direct impact of the war on its own business activities in this country is marginal. Furthermore, as a result of the ongoing hostilities on Ukrainian territory, there have been no significant disruptions affecting the Unimot Group's operations.

With regard to diesel, the Unimot Group has taken decisive steps to become independent of purchasing this product from the East and has the full ability to meet its needs for this product through the use of multiple fuel suppliers, the vast majority of which are from abroad. This was particularly important in the context of the introduction of a ban on the import of petroleum products, primarily diesel, from Russia to countries within the European Union from 5 February 2023. An additional safeguard for the continuity of supplies is the availability, from 15 April 2022, of the leased deep-water fuel terminal Gulfhavn (Denmark) with a total capacity of 127,000 m³, which enables the unloading of diesel from the largest tankers arriving from directions other than Russia and the further transport of fuel to Poland and other ports in the Baltic Sea. Unimot's Management Board is continuously analysing the efficiency and business growth prospects of diesel trading using the terminal referred to above and is making decisions on an ongoing basis on extending its lease.

In terms of LPG supply sources, the Unimot Group continued to work on shifting the logistics of LPG purchases from the eastern to the western direction. LPG imports, in addition to the eastern direction, are made, among others, from Sweden, the UK, the Netherlands and Norway. The above activities were already being implemented by Unimot Group before the introduction of the next package of EU sanctions on Russia in December 2023, which includes the import of Russian LPG. There is a one-year transition period for these sanctions, which ends in December 2024. According to experts, this will affect approximately 90% of imported LPG from Russia to Poland. This means that in 2025, the Polish fuel sector will face the challenge of replacing Russian LPG in the amount of approximately 1 million tonnes with supplies from other directions. According to the assessment of Unimot's Management Board, there is availability of this product on global markets, but the change in the direction of imports involves the need to organise

new transport solutions. The Unimot Group monitors and analyses scenarios of developments in this area on an ongoing basis and takes appropriate steps to ensure the minimisation of potential lost benefits and focuses on exploiting market opportunities. As part of its activities, the Unimot Group is supplementing its fleet with rail tankers.

The Unimot Group became involved in meeting the fuel needs of the Ukrainian economy and the Ukrainian population immediately after the outbreak of war and continuously supplies diesel and LPG to the territory of Ukraine. Deliveries of fuels both to Ukraine and for domestic needs are made through a common logistics chain, which consequently makes it impossible to precisely estimate the impact of fuel sales to the Ukrainian market on the Unimot Group's financial results. In addition, it is highly likely that the volume of fuels supplied to Ukraine could be allocated to the domestic market and thus could generate additional financial result. Deliveries of fuels to Ukraine are made, inter alia, using the Unimot Group's diesel and LPG storage terminals in Jasło and Piotrków Trybunalski.

The Unimot Group trades, sells and distributes natural gas using its own infrastructure (gas network, LNG regasification stations), external infrastructure, on the Polish Power Exchange and with foreign countries. In 2023, the natural gas market was adapting to the conditions that arose after the outbreak of war in Ukraine. New supply routes and increased pressure on liquefied natural gas (LNG) supplies played a key role in shaping the market situation. With the development of alternative supply routes and increased competition in the LNG space, the market has experienced significant price declines. Lower exchange prices translate into lower capital intensity of the business which has a positive impact on the Unimot Group's exposure management.

Prior to the outbreak of war, the Unimot Group was developing a chain of AVIA petrol stations on Ukrainian territory, which included 14 franchised outlets. The armed conflict had a direct impact on their operation. It was the reason for the temporary exclusion of some stations from customer service and fuel sales. The stations faced interruptions in fuel and electricity supply and required repairs after the hostilities. At the end of December 2023, 14 AVIA petrol stations were operational in Ukraine.

The ongoing war on Ukrainian territory had an indirect impact on the other business segments of the Unimot Group, including: Bitumen (only occasional sales to Ukrainian customers), Infrastructure and Logistics (in addition to the fuel dispensing business mentioned above), Electricity, Solid Fuels and Photovoltaics, as a result of the changed business environment in Poland.

Depending on the further course of the war in Ukraine, the Unimot Group will - on an ongoing basis - analyse and make appropriate operational and commercial decisions that may deviate from the strategic and budgetary assumptions made.

6.4. DESCRIPTION OF SIGNIFICANT RISKS AND THREATS

6.4.1. RISKS IN THE UNIMOT GROUP'S OPERATIONS

Risk management in the UNIMOT Group is carried out at the operational level within the Group's various business segments by the managers/supervisors and by the boards of directors of the subsidiaries, and at the strategic level of the Group, by the company's Management Board. The policy adopted is to manage continuous risks "at source" through the substantive units. This allows significant business risks to be managed efficiently and optimally from the Group's point of view. In turn, risk monitoring is carried out through regular operational meetings where the most significant risks for the Group are discussed. The potential impact of these risks on the Group's operations is determined and the necessary mitigating actions are identified. Assessment of the adequacy and effectiveness of the solutions adopted is carried out by the Internal Auditor. Comprehensive supervision of the management of the identified risk categories is exercised by the Supervisory Board.

During the reporting period, the Group's risk catalogue increasingly focused on the entire scope of ESG (i.e. Environment, Social Responsibility and Corporate Governance), as exemplified by the risks categorized in the following way in the further part of the report:

- Operational risks (which may affect the continuity of the Group's business);
- Strategic and investment risks;
- Legal and regulatory risks;

- Financial risks;
- Environmental risks;
- Social risks (in particular those related to the loss of human health and life, these are unacceptable and prioritised);
- Corporate governance risks.

In detail these are described in the table later in the report.

At the moment, the Group focuses its attention most on the transformation risk, due to the unpredictable volatility of regulations at EU level and within the regulations and adaptation to EU requirements by the Polish legislator, who may also, due to the inconsistent interpretation of the established tax regulations, challenge tax settlements for services and goods realised within the Group.

The Group is also mindful of the reputational aspect (mainly related to the sanctions imposed on countries allied to the Russian Federation and the non-financial consequences associated with the violation of these sanctions, and the perception of the Group's actions and impacts on its immediate social and economic environment).

The risk factors and threats described in the table below are the most significant for the reporting period presented, which does not mean that other factors affecting the Group's business are not identified. Additional risk factors which are not known or which are not currently considered material may also have a negative impact on the Group's operations, results and financial position in the future.

Below is a table listing the most significant risks identified in the Group, together with a description, risk response and assessment of the level of these risks in terms of their possible impact on the Issuer and the Group.

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
OPERATIONAL RISKS		
<p>RISK OF FAILURE OR DESTRUCTION OF SIGNIFICANT GROUP ASSETS</p> <p>The risk is associated with failures of equipment, machinery and infrastructure that are assets of the Group. Activities related to the storage, handling and transport of liquid and gaseous fuels are associated with the risk of failure of gas bottling plants, stations, pipelines, storage facilities, as well as means of transport and tankers. This risk also relates to industrial accidents associated with uncontrolled and unplanned releases of substances accompanying production processes, as well as disruptions to IT systems used to control production. Breakdowns or destruction of industrial plants or storage infrastructure can occur due to wear and tear of infrastructure, operational errors, vandalism, adverse weather conditions, natural disasters, terrorist attacks and other force majeure events. With regard to means of transport, the risk of failure of railway engines should also be taken into account. Failure of these equipment and infrastructure carries a high risk of explosion and ignition, which poses a threat to human health and life, as well as destruction or damage to property. Failure or destruction of the Group's own and external infrastructure could also disrupt the Group's continuity of production, service provision, delivery and fuel sales until the failure is removed or infrastructure is restored. Such a situation would affect the need to stop the provision of services or temporarily reduce the volumes of fuel or bitumen sold. The effect of failure or destruction of property would also expose the Group to liability for damages in relation to personal injury or property damage. The materialisation of the risk is also influenced by the competence of the persons responsible for maintenance and the provisions of contracts with external parties.</p>	<ul style="list-style-type: none"> • implementing procedures and controls related to working with flammable substances; • the development of documents identifying the hazard and determining the risk of explosion, as well as appropriate safety instructions; • maintaining equipment and technical infrastructure in good technical condition; • carrying out regular inspections of the infrastructure; • monitoring and a system of sensors to minimise the risk of explosion; • implementing appropriate staff training programmes and employing experienced and appropriately trained staff; • using the services and external infrastructure of reputable entities with the relevant permits, licences and market experience, applying security standards; • for transport additionally: basing transport on our own modern transport fleet which meets the highest safety standards; • for gas networks in addition: selection of suitable materials and execution of works in accordance with the requirements of the regulatory authorities, use of safety installations; • regular maintenance and technical diagnostics, use of vision systems, internal communications, rapid notification, strict control of the 	<p>AVERAGE (↔)</p>

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
	technological and logistical process; use of specific procedures and emergency plans; <ul style="list-style-type: none"> having adequate property and liability insurance. 	
<p>RISK OF A GREY AREA</p> <p>The risk is related to the activities of dishonest operators in the fuel market. The existence of the grey market reduces market competitiveness and demand for the Group's products, resulting in lower land premiums, margins or volumes. The appearance of dishonest counterparties in the supply chain also raises risks for the Group's business in the legal area, exposing it to liability in terms of VAT refunds and charges related to the participation in the chain of dishonest suppliers involved in the practice of defrauding this tax. Following the ban on the supply of certain products of Russian and Belarusian origin, the grey market also concerns the non-compliant marketing of prohibited products. Despite the application of strict verification procedures, the risk of purchasing goods from dishonest suppliers, including those breaking VAT regulations or the embargo, cannot be ruled out.</p>	<ul style="list-style-type: none"> the application of appropriate procedures and the verification of the Group's counterparties, in terms of the origin of the goods, as well as the risks associated with the involvement of the Issuer or Group entities in unfair market practices related, inter alia, to VAT fraud or violations of applicable embargoes; taking into account the possible impact of additional costs related to concession fees or hedging the risk of joint and several VAT in business operations and financial projections. 	<p>AVERAGE (↔)</p>
<p>RISK OF DELAYS IN THE LOGISTICS PROCESS</p> <p>The risk is related to the obligation of timely delivery or service provided. Within the UNIMOT Group, there are entities using external and internal logistics operators, as well as an entity providing rail freight services. In both its commercial and transport activities, the Group is committed to timeliness. Due to breakdowns, accidents, strikes or disasters in the logistics process, delivery may be delayed or, in the worst-case scenario, not performed, which may result in the Group being obliged to pay contractual penalties to its contracting parties and, in the event that ordered components are not received on time, in the need to stop or limit production.</p>	<ul style="list-style-type: none"> monitoring the progress of delivery; application of established procedures for the supply and distribution of products; the use of reliable carriers, if subcontractors are used, and their diversification contractual security of liability for delays, whether with external carriers or with those using the transport service; training of their own fleet employees and drivers, as well as dispatchers, for breakdowns, accidents and downtime; use of emergency plans, responding to the consequences of accidents or incidents; creating higher stocks of raw material for production; working with the logistics operator on the possibility of acquiring new tankers (replacing the fleet with newer ones); lease/purchase of own rail tankers in order to be independent of the availability of tankers provided by a logistics operator. 	<p>AVERAGE (↔)</p>
<p>RISK OF AN ECONOMIC DOWNTURN (EVEN RECESSION)</p> <p>The risk is related to the occurrence of a macroeconomic crisis, which could lead to an economic slowdown and even a recession in global markets. These will have a direct impact on the deterioration of the economic situation in Europe. The economic downturn may lead to a decrease in demand for the goods and products offered by the Group and, consequently, to a significant reduction in the volume of turnover and revenues.</p>	<ul style="list-style-type: none"> diversification of revenue sources, taking into account the changing market and macroeconomic situation; analysing and forecasting market and economic trends, regularly reviewing and adapting plans to the changing situation; competing in the market also by offering attractive cooperation terms, including by granting trade credit; seeking additional markets outside the country; strengthening trading activities abroad. 	<p>AVERAGE (↙)</p>
<p>RISK OF DEPENDENCE ON TERMINALS, BASES AND COUNTERPARTIES</p>	<ul style="list-style-type: none"> taking steps to diversify bases and terminals; 	<p>LOW (↘)</p>

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>The risk is related to the use of external terminals and transshipment bases, the selection of which is determined by location and optimisation of the costs of transporting goods to customers. Termination or non-renewal of cooperation agreements with these operators could reduce sales volumes and increase transport costs.</p> <p>UNIMOT Bitumen is bound by a contract that has the effect of making the majority of its supplies dependent on a single contractor.</p>	<ul style="list-style-type: none"> • use of own bases and terminals; • maintaining a secure stock of products needed for production; • the ability to secure supply from multiple sources; • contractual security for the delivery and acceptance of services or products under concluded contracts. 	LEVEL OF RISK
<p>RISK OF PLACING ON THE MARKET PRODUCTS OR FUEL OF INADEQUATE QUALITY</p> <p>The risk is related to the occurrence of products in the supply chain that do not meet quality and legal standards. The activities related to the manufacture of asphalt products, the storage of fuels, as well as their transport and sale, require control of their origin, quality and properties, particularly when they are placed on the market. Some of the products or goods also require proper labelling under current legislation. However, the possibility cannot be ruled out that, due to human error or a disruption in the supply chain, a product or a good may be delivered that does not comply with standards or customer expectations, which may expose the Group to financial losses resulting from contractual or administrative penalties or the cancellation of cooperation by counterparties.</p>	<ul style="list-style-type: none"> • the application of procedures and quality standards that make it possible to meet the legal requirements as well as the quality conditions agreed with customers for the products sold; • quality control of receipt, storage and distribution of fuels and the application of product quality testing systems and procedures related to ensuring that the labels of products placed on the market comply with the applicable legislation; • design of new technologies and modification of products; • the application of complaints procedures and commercial terms and conditions limiting the Unimot Group's liability; • operation of plant and equipment in accordance with the applicable regulations; • training, conferences for staff responsible for production or infrastructure; • conducting internal and external audits on an ongoing basis. 	AVERAGE (↔)
<p>RISK OF INCREASED COMPETITION</p> <p>The risk is related to the emergence of new multinationals on the Polish market or changes in the behaviour of entities operating in Poland in the commodity trading industry. The above occurrences may result in a decrease in the efficiency of product imports. Increased competition in the market may affect the pricing of products offered by the Group. Entities operating in the same market as the Group also seek new sources of supply and use the same infrastructure related to the supply of goods - high demand for goods and the use of common warehouse and logistics infrastructure, with a reduction in their availability, may reduce turnover by the Group.</p>	<ul style="list-style-type: none"> • applying a policy of competing not only on price, but on the ability to ensure timely and continuous supply; • building direct and lasting relationships with individual and wholesale customers; • pursuing a secure but attractive policy of granting trade credit to customers; • building its own AVIA chain and developing the brand in Poland, including with partners in Poland and abroad; • building a competitive advantage by acquiring other players in the industry; • the application of established commercial and customer communication policies in the acquired businesses. 	AVERAGE (↔)
<p>RISK OF AN INCREASE IN OPERATING COSTS INCLUDING INFLATION RISK</p> <p>The risks are related to fluctuations in the prices of raw materials and energy carriers caused by the global geopolitical situation, increases in the prices of materials and services, including transport and warehousing services, as well as higher wage pressures and increases in employment costs. These may adversely affect the Group's results, underestimation of costs and financial expenditures at the planning stage of budgets, projects and investments, and the inability to pass on cost increases to the end customer.</p>	<ul style="list-style-type: none"> • pursuing a sustainable cost policy (including diversification of suppliers and service providers); • carrying out ongoing market analysis and budgeting, taking into account forecasts of macroeconomic developments; • shaping product prices in line with the market situation and increases in operating costs; • the use of provisions in contracts allowing for rate adjustments in the event of macroeconomic changes. 	AVERAGE (✓)

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>An increase in fuel prices can also have an impact on the shaping of the cost of manufacturing a product, as well as the final margin on their sale.</p>		
<p>RISK OF DISRUPTION OR INTERRUPTION OF THE SUPPLY CHAIN</p> <p>The risk is related to the ongoing war in Ukraine and the resulting economic sanctions imposed on Russia and Belarus, which have made it necessary to organise the supply of liquid, gaseous and solid fuels from non-sanctioned directions. The situation described above, as well as other geopolitical and social events, also affect supply chain disruptions in the transport and logistics area. Problems may arise in ensuring the availability of raw material due to lack of adequate infrastructure capacity, diversification of supply and unforeseen breakdowns and outages of suppliers and service providers.</p> <p>The incurrance of higher transport and fuel handling costs, as well as additional expenditures on the Group's own means of transport, are factors that also influence the Group's pricing policy. Disruptions in the entire supply chain can result in lower trading volumes, disruptions in bitumen production, CHP plant operations or increased costs for obtaining goods and delivering them to customers, with a consequent reduction in the Group's financial performance, as well as the threat of monetary sanctions, due to the failure to fulfil ordered deliveries.</p>	<ul style="list-style-type: none"> • diversifying the Group's sources of supply of liquid and gaseous fuels; • organising the sales and purchasing process in accordance with the market situation, while applying the required internal procedures for document verification; • strengthening the logistics base and making the Group independent of external rail freight companies; • building strong and lasting relationships with new and existing suppliers to enable the purchase of fuel in higher volumes in the future; • the Group's partial independence from external terminals and bases; • the conclusion of a lease agreement for a transshipment terminal in Denmark Gulfhavn, enabling the delivery of goods from western directions; • maintaining stocks of solid fuel and raw materials for production; • the use of safeguard clauses in contracts with product customers in the event of supply chain disruption. 	<p>AVERAGE (↔)</p>
<p>RISK OF PRICE VOLATILITY IN TRADING ACTIVITIES</p> <p>The risk is related to the volatility of commodity prices, which are the subject of the UNIMOT Group's commercial activities: liquid fuels, solid fuels, gas, bitumen and electricity. The above is influenced by the macroeconomic situation, which has an impact on demand and supply. Decisions taken at national, EU and global level are an important element influencing the behaviour of the prices of these commodities. Changes in commodity prices on global markets, affect the margins achievable on the Polish market. In addition, the geopolitical situation is important, which affects, inter alia, the supply of fuel and the costs associated with changing the suppliers of goods and the direction of supply. Consequently, their turnover may generate a loss or an excess profit. In addition, the development of fuel prices may also affect the increase in costs from storage and maintenance of compulsory reserves.</p>	<ul style="list-style-type: none"> • conducting an ongoing analysis of the market and prices of fuels and CO2 emission allowances, which allows us to react to changes accordingly; • the use of hedging transactions to hedge purchases and sales, using futures contracts; in the electricity segment, simultaneous monitoring of deposit hedging on the Energy Commodity Exchange and with the Transmission Network Operator; • in the case of fast-moving goods, transferring price formulas to the customer and setting buying and selling prices in the shortest possible time interval; • in electricity trading - using index-linked price formulae, particularly to the short-term market (DayAhead and/or Intraday type), while at the same time limiting the margins of these products; • looking for new export options; • contractual penalties (verification of the financial condition of counterparties); • extension of liability on general principles; • managing profitability over the long term. 	<p>AVERAGE (✓)</p>
<p>STRATEGIC AND INVESTMENT RISKS</p>		
<p>RISKS ASSOCIATED WITH THE ACQUISITION OF ASSETS AND THE FAILURE OF INVESTMENTS</p>	<ul style="list-style-type: none"> • conducting due diligence on the assets or projects being acquired; • security of contracts concluded with partners in order to reduce the risk of 	<p>AVERAGE (↔)</p>

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>The risk is related to the diversification of the Group's activities and acquisitions of entities. As part of the Group's strategy, investments are made in acquisitions of shares of entities operating in the same markets or in complementary markets. The Group takes steps to achieve its financial and economic objectives by diversifying its activities. The Group may also invest in projects with risks due to their early stage of development. Although management and organisational measures are taken to effectively manage the new assets, human and financial resources in the initial phase, there is a risk of reduced business effectiveness and efficiency, which may result in lower than expected financial results and the need to write down the value of the shares and interests acquired, which may have a direct impact on the Group's result. The implementation of investments is usually associated with the commitment of additional cash (own and third-party) for the project, which may affect the Group's liquidity. Another factor of uncertainty in the investments undertaken is the impact of national and EU administrations, namely the decisions that are taken at the political level and the time it takes for them to be announced and for new regulations to come into force.</p>	<p>financial failure of investments in the form of contractual penalties, the right to withdraw from concluded contracts or the option to exit under certain conditions;</p> <ul style="list-style-type: none"> • support from experienced external advisors and experts; • diversification of projects from different areas of the Group; • involvement of experienced management and specialists in asset integration and process optimisation; • management of covenants and liquidity ratios at the Group level to ensure adequate levels of ratios prior to incurring further significant Group commitments. 	<p style="text-align: center;">HIGH (↔)</p>
LEGAL AND REGULATORY RISKS		
<p>TRANSFER PRICING RISK</p> <p>The risk is related to transactions between the Group companies or other related entities. This allows for the effective use of the competences and assets belonging to the individual companies. Specific tax regulations apply to transactions between these entities, including the application of transfer pricing and other relevant conditions, i.e. documentation requirements. Due to the ambiguity of the regulations, there is a risk of misinterpretation which may result in the accepted transfer pricing documentation being challenged by the tax authorities or tax inspection authorities. The above may result in the imposition of higher than expected tax liabilities and penal and fiscal liability on the Group companies. The risk is also related to the impossibility of indicating the correct price in the event that a transaction made between the Group's related entities is not reflected in similar transactions concluded on the market.</p>	<ul style="list-style-type: none"> • cooperation with experienced law firms and advisors in the creation of transfer pricing documentation; • organising the Group's activities in an efficient and optimal way from the point of view of the need for transactions between related entities; • applying market conditions through benchmarking provided by external parties in related entities transactions and documenting these transactions accordingly; • marketability analysis; • insurance policies; • preparation of the documentation required by the tax legislation. 	<p style="text-align: center;">HIGH (↔)</p>
<p>RISK OF INSTABILITY OF THE LEGAL AND TAX SYSTEM</p> <p>The risk is related to the high volatility of the regulations of the Polish legal and tax system in the area of the Group's operations. Changes in regulations may generate the need to incur additional costs of adjusting operations or incurring higher costs of tax burdens related to meeting new legal requirements. The effects of new regulations coming into force may affect the Group's financial results and even change the dividend policy. Misinterpretation of the legislation may result in additional financial burden.</p>	<ul style="list-style-type: none"> • advice from experienced tax firms and legal advisers in the areas most important to the Group's business; • monitoring changes in legislation relevant to the Group's business and taking steps in advance to adapt the Group's operations to these changes; • verification of the accuracy of accounting records by specialised Group staff; • participation in professional organisations involved in consultations on draft legislation; • staff participation in training courses and webinars covering tax legislation. 	<p style="text-align: center;">AVERAGE (✓)</p>
<p>RISK OF REVOCATION, EXPIRY OR BREACH OF THE LICENCE OR REVOCATION OR SUSPENSION OF THE LICENCE</p> <p>The risk is that Group companies are exposed to revocations, expirations or breaches of licences to trade in fuels, electricity</p>	<ul style="list-style-type: none"> • selection of managers and advisors with experience in the activities covered by the concessions held by the Group companies; • monitoring the validity of its own and customers' concessions; 	<p style="text-align: center;">AVERAGE (✓)</p>

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>or fuel storage, as well as to the imposition of financial penalties in connection with violations of the Energy Law. This risk may arise in particular in cases of breaches of the conditions of the licences issued, including in particular security or fair trading.</p> <p>Risks are also associated with the railway operator's licence and the single safety certificate, the suspension or loss of which would significantly limit or ultimately prevent the operation of the rail transport market.</p> <p>The revocation or expiry of a licence or concession may also be dictated by inadequate technical condition resulting from the continuous operation of installations in the plants or improper maintenance of damage, as well as misinterpretation of regulations or failure to renew them.</p>	<ul style="list-style-type: none"> • compliance by Group companies with the conditions of the concessions and permits granted; • staff participation in training courses and webinars covering concession regulations; • internal procedures governing the obligations of employees to take care to maintain the necessary safeguards; • implementation of and compliance with the provisions set out in the procedures and instructions of Olavion's Safety Management System and rail traffic regulations; • operation, inspection and maintenance of installations, equipment and facilities in accordance with legislation, directives and internal regulations. 	
<p>THE RISK OF LEGAL REGULATION OF ELECTRICITY AND NATURAL GAS PRICES</p> <p>The risk is related to the introduction of legislation by the legislator restricting electricity and natural gas prices. The restrictions or additional burdens that are introduced may have the effect of reducing the margins of the energy and natural gas sold and the Group achieving lower financial results in these segments.</p>	<ul style="list-style-type: none"> • assessing the impact of introduced legislation on the Group - collaborating with experienced law firms and advisors specialising in energy law; • monitoring possible amendments and taking measures that can minimise the negative impact of regulations on the Group's operations. 	AVERAGE (↔)
FINANCIAL RISKS		
<p>INTEREST RATE RISK</p> <p>The risk is related to changes in interest rates and the Group's use of third-party financing, including bank loans and leases based on floating interest rates. As a consequence, it is possible that the cost of debt servicing will increase and the financial efficiency of the projects will deteriorate, as well as the availability of financing for day-to-day operations, investments and hedging transactions from third-party sources.</p>	<ul style="list-style-type: none"> • controlling interest rate risk through a system of limits relating to the maximum potential loss from changes in interest rates, in effect translating the risk into the final price of the products; • hedging of interest rates through the use of IRS hedging transactions; • for transactions of a long-term nature, where it is not possible to pass on the costs directly to the final recipient, the use of fixed-rate financing. 	AVERAGE (↔)
<p>LIQUIDITY RISK</p> <p>The risk is related to the use of external bank financing and the involvement of significant working capital resources in the trading of liquid and gaseous fuels, which are characterised by high volatility on the international market. The Group is exposed to the risk of disruption or loss of liquidity. This risk also arises from the involvement of spare funds in the Group's investment activities.</p> <p>The risk also relates to the financial condition of counterparties when, in the event of non-payment of receivables on their part, the Group is forced to partially finance its operations from its own resources until payment for services is received. Difficulties in obtaining financing for entities operating in areas related to fossil fuels, including hard coal, or a reduction in the availability of financing from some financial institutions due to the introduction of solutions provided for by the EU systematisation (so-called taxonomy).</p> <p>Pressure from customers to extend payment terms. Deterioration of financial covenants which may lead to a reduction in the level of funding by banks/increase in the price of credit, but also a worsening of commercial conditions by</p>	<ul style="list-style-type: none"> • ongoing monitoring of debt ratios and bank covenants; • ensuring stable and diversified funding from external institutions; • credit limits for business partners; • cooperation with highly qualified and experienced Brokers; • efficient management of working capital, restrictive policy of granting trade limits, inter alia through the use of short payment terms; • effective management of other elements of working capital; • cash flow planning, with a particular focus on determining working capital, investment capital and must-have stock requirements; • application of the insurance underwriting procedure; • constant contact with financial institutions regarding risks associated 	AVERAGE (↔)

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>suppliers. Changes in regulation resulting in increased financial burdens. Errors in supplier credit risk management. Failure to update existing contracts to changing business conditions.</p>	<p>with potential funding reductions and taking corrective action.</p>	
<p>CURRENCY RISK</p> <p>The risk is related to currency fluctuations. The Group makes purchases (fuel imports) and sales (fuel exports) in different currencies (euro, US dollar). As a result, it is exposed to the risk of exchange rate fluctuations and incurring a loss resulting from an imbalance between liabilities and receivables denominated in foreign currencies. Currency volatility is also influenced by the global political and economic situation, which can have an impact on the Group's margins and financial performance.</p>	<ul style="list-style-type: none"> the application of a currency risk hedging procedure to minimise the risk of fluctuations in exchange rates from the point of purchase of commercial goods to the point of sale in cases where purchases and sales are made in different currencies; risk hedging through natural hedging in the form of equalising liabilities and receivables in the currencies concerned and active currency hedging using derivatives; the use of currency risk hedging instruments (mainly forwards and currency swaps), which are reflected in actual transactions and provide a hedge of the rates for calculating trading margins; as a means of mitigating the risks associated with currency volatility, the Company uses: short-term or long-term FX forwards and FX swap contracts. 	<p>AVERAGE (↔)</p>
<p>TRADE CREDIT RISK</p> <p>The risk is related to the counterparties' use of the trade credits offered by the Group in accordance with the adopted procedure for granting limits. Therefore, it cannot be ruled out that customers fail to meet their commercial obligations or extend the repayment period. There is also a risk of inadequate assessment of the counterparty's financial condition. As a consequence, there may be a need to make allowances for bad debts from counterparties, which may affect the Group's financial results.</p>	<ul style="list-style-type: none"> the application of a system for the granting of trade limits in accordance with the established procedure involving verification of the creditworthiness of counterparties prior to the start of commercial cooperation; the use of prepayment for new counterparties and those not meeting the conditions for the granting of a trade limit; continuous monitoring of receivables by a dedicated team operating within the Group's structures; the use of transaction collateral and working with insurers to insure receivables; use of business intelligence services and law firms specialising in debt recovery; the application of a policy of granting trade limits with particular regard to: insurance of receivables, obtaining bank guarantees from counterparties, sureties from third parties, deeds of submission to enforcement under Article 777 of the Civil Code, mortgages, registered pledges, deposits or bills of exchange. 	<p>AVERAGE (↔)</p>
<p>VALUATION RISK ON COMPULSORY RESERVES</p> <p>The risk is related to the fact that certain Group companies are or will be obliged, in connection with their operations, to hold compulsory reserves of liquid and gaseous fuels. The valuation of stocks is affected by the difference between the commodity price - spot at which the Group can sell the commodity (i.e. the price at which the stock is valued) and the futures price - forward (i.e. the price at which financial</p>	<ul style="list-style-type: none"> hedging fuel purchases with appropriate hedging transactions, using futures contracts; adjusting the amount of hedging limits; TPA-type agreements between the financing bank and the hedging broker; the use of adjusted EBITDA to enable proper assessment of the Group's 	<p>AVERAGE (↔)</p>

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>transactions hedging the commodity price are valued). The spot and forward prices can differ significantly distorting the valuation performed during the life of these transactions. Differences in inventory valuation resulting from the above mechanism for determining the price of stored fuel and the price in the futures contract may periodically affect the development of the Group's accounting results and thus misjudge the efficiency of the Group's operations. In addition, there is a risk of errors in the implementation of the hedging strategy for hedging commodity prices resulting in insufficient hedging limits and excessive requirements for the required collateral amount.</p>	<p>activities, including by investors and financial institutions.</p>	<p></p>
ENVIRONMENTAL RISKS		
<p>CLIMATE CHANGE RISK (TRANSFORMATIONAL)</p> <p>The risks are related to the tightening of the European Union's climate policy, environmental requirements, increasing awareness of the environment and changes in the Group's operating conditions. A broader description has been included below the table.</p>	<ul style="list-style-type: none"> • conducting market analysis and monitoring legislative developments; • basing revenues from fuel sales on a flexible business model; • continuing the UNIMOT Group's strategy of diversifying its activities towards renewable energy sources; • investing in biogas, LNG, CNG production technology; • the gradual replacement of the Olavion rolling stock with more modern and electrically powered rolling stock; • the planned modernisation of the RCEkoenergia CHP plant, aiming to meet legal requirements in 2025; ultimately working on an investment project to replace coal-fired boilers with gas-fired boilers (in the longer term). 	HIGH (↔)
<p>ENVIRONMENTAL RISKS</p> <p>The risk is related to the impact of business activities on the environment and the use of its resources including, in particular, the loss of control over the process preventing above-normal pollution, damage, disruption or failure of installations or equipment resulting in a negative impact on the environment.</p> <p>The Group's activities in the storage, handling and transport of liquid and gaseous fuels involve the risk of leakage, emission, explosion or ignition. These can materialise as a result of random events and the intentional and unintentional actions of employees or third parties. There is also a risk of leakage of petroleum substances during transport - whether by road or rail.</p> <p>In carrying out its transport activities, the Group is obliged to meet emission standards in connection with the use of rolling stock, subject to the obligation to take sub-standard assets out of service.</p> <p>The Group carries out activities that may or significantly affect the environment, which involves the obligation to hold the relevant environmental permits, inter alia, with regard to air emissions or the protection of water and soil. In spite of the safety procedures in place, as well as technological safeguards, periodic exceedance of emission standards or contamination of water and soil may occur in connection with the operations of these plants.</p>	<ul style="list-style-type: none"> • the implementation and strict observance of procedures relating to work with flammable substances and compliance with specific safety procedures for rail transport; • the preparation of documents identifying the hazard and determining the risk of an explosion or accident, as well as appropriate safety instructions; • appropriate location of the bottling plant in an open area; • carrying out regular maintenance and keeping equipment, technical and transport infrastructure in good technical condition; • monitoring and a system of sensors to minimise the risk of explosion; • implementing appropriate staff training programmes and emergency response instructions; • employing experienced and properly trained staff; • for transport additionally: basing transport on an owned, modern transport fleet that meets the highest safety standards; • for gas networks in addition: selection of suitable materials and execution of works in accordance with the 	AVERAGE (↔)

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>The ownership of asphalt plants and combined heat and power plants may involve the unplanned and uncontrolled release of substances (also non-toxic and non-flammable) accompanying bitumen production processes or heat and steam production. Such events - if they occur - can lead to local environmental contamination and damage to biodiversity that is difficult to repair. There is also the risk of untreated wastewater being discharged into the river as a result of accidents or heavy rains resulting in failure to meet environmental indicators and financial penalties.</p> <p>The materialisation of risks may result in the revocation of granted permits, the suspension of activities and the obligation to pay administrative financial penalties.</p>	<ul style="list-style-type: none"> requirements of the regulatory authorities, use of safety installations; working with specialist environmental and health consultancies to manage these risks, including a dangerous goods transport advisor; having adequate liability and property insurance, transferring part of the risk to insurers. controls on emissions of gases and dust into the atmosphere; aiming to replace rolling stock with more modern rolling stock, particularly in the area of emissions standards; ongoing monitoring of tanks and equipment containing hazardous substances. Maintaining a permanent reserve of storage tank capacity, ready to receive excess rainwater or wastewater with above-normal pollutant indicators. 	
<p>RISKS ASSOCIATED WITH THE OBLIGATION TO REMEDIATE HISTORICALLY CONTAMINATED LAND AND THE UNDERESTIMATION OF PROVISIONS FOR THIS PURPOSE</p> <p>The risk is related to the need to remediate historically contaminated land. The terminals owned by the Unimot Group are located on land on which oil processing operations have been carried out since the 1920s. Due to the technology used at the time, some of the properties where operations are currently carried out are categorised as historically contaminated land, which is subject to regulations regarding the obligation to remediate them. Updating of the remediation obligation in cases defined by the legislation will result in the need to incur the costs of this remediation, for which financial provisions are created. The value of these provisions may not be sufficient to cover these costs and their amount may adversely affect the financial result of the UNIMOT Group.</p>	<ul style="list-style-type: none"> physical monitoring of sites at risk of remediation; monitoring of environmental legislation; obtaining external information on the impact of the plant on its surroundings; annual reviews and verification of the value of the costs of potential land remediation; consultation with environmental consultants; consultation with the Management Board and relevant organisational units. 	AVERAGE (↔)
SOCIAL RISKS		
<p>EMPLOYEE CAPITAL RISK</p> <p>Risks related, inter alia, to the loss of key staff and the existence of a skills gap, as well as the provision of a qualified and diverse workforce, efforts to eliminate the pay gap, aligning pay with the value of work, respecting the right to social dialogue, ensuring reintegration mechanisms and work-life balance, managing career paths and recruitment, training systems, health and safety at work and, in the longer term, the need to ensure adequate competences resulting from the energy transition process.</p>	<ul style="list-style-type: none"> constant analysis of the Unimot Group's employee capital and market environment; applying transparent policies in the area of human resources management (e.g. Group recruitment, employment and remuneration policies; anti-bullying procedures); taking care of staff competence development and implementation of training policies; conducting a social dialogue respecting the equal expectations of the parties; activities aimed at building a positive employer image among current and potential employees. 	AVERAGE (↔)
<p>HEALTH AND SAFETY RISKS</p> <p>The risk is related to ensuring health, safety and security throughout the Unimot Group value chain. The Group's employees and those carrying out work for companies</p>	<ul style="list-style-type: none"> use of integrated health and safety management systems (e.g. fire systems, hazard identification and risk assessment, reporting and management of accidents and occupational diseases); 	AVERAGE (↔)

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>cooperating with the Group are particularly at risk, for example those carrying out work related to: warehousing, handling and transport, carrying out the installation of photovoltaic (PV) panels. Shift work, twelve-hour work, night work, routine, ignoring internal and external regulations and laws can all contribute to the materialisation of risk. Technical aspects (i.e. accidents and disasters), including explosions, ignitions, substance releases or oil spills, can also influence the occurrence of an accident. Moderate and severe occupational accidents resulting in loss of health or human life are an unacceptable risk in the UNIMOT Group - they may have negative consequences for the Group in the area of criminal and compensation liability, and the Group therefore attaches the highest importance to maintaining occupational safety. The risk also includes the occurrence of occupational diseases in employees exposed to factors harmful to human health.</p>	<ul style="list-style-type: none"> • provision of individual and collective protective equipment for employees, control of the working environment, training of employees in the area of occupational health and safety, provision of training briefings before employees are allowed to work in a specific position; • building awareness of risks and developing appropriate attitudes to health and safety; • ongoing monitoring and implementation of legal changes and so-called good health and safety practices in the industry; • technical safeguards in place (process and technical safety); • inspections and periodic security assessments and analyses. 	
<p>RISK OF PERSONAL DATA SECURITY BREACHES</p> <p>Risks relate to unintentional or intentional acts by employees or third parties which may result in a breach of personal data security. As a consequence, personal data transmitted, stored or otherwise processed in the Group may be unlawfully destroyed, lost modified, disclosed or accessed. The materialisation of the risk may involve disruptions to business continuity, inability to comply with legal obligations incumbent on the Group (including those related to payments, employee settlements, tax obligations). In the event that the decision is made public by the PUODO (President of the Office for the Protection of Personal Data), a negative impact on the Group's image. On the technological side, the security of the data that the Group processes is also affected by improper use of software and incorrect configuration or lack of necessary updates.</p>	<ul style="list-style-type: none"> • implementation of standardised procedures related to personal data processing processes, including procedures defining the handling of a personal data breach; • implementation of technical solutions guaranteeing, among other things, the integrity and traceability of all data processing; • improving staff knowledge through regular training; • periodic audits of the technical and organisational solutions used; • DPO (Data Protection Officer) to support companies in the proper fulfilment of their obligations regarding the Protection of Personal Data. 	AVERAGE ()
<p>IT/OT RISK</p> <p>Risks related to IT infrastructure security, misconfiguration of systems, infrastructure management errors and IT infrastructure failures, resulting in destabilisation of the systems used by the Group to conduct its business. The effect of the materialisation of the risk could be to disrupt the Group's operations or the functioning of important security and control systems.</p>	<ul style="list-style-type: none"> • providing optimal hardware solutions from a security point of view; • building user (employee) awareness, raising awareness of danger symptoms, developing good user habits; • UNIMOT Group's compliance with the requirements of the General Data Protection Regulation (GDPR); • systematic evaluation of the assessment of the risk of loss of confidentiality, integrity or availability of information assets; • strict adherence to and application of the rules arising from, inter alia: Security Policy, Backup Policy; • adaptation to the requirements of, among others, the National Cyber Security System Act; • preparing for the implementation of ISO 27001; • monitoring legislative developments; • an established acceptance path and internal regulations for the access granting process, including two-step authorisation; 	HIGH (↔)

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
	<ul style="list-style-type: none"> • training on regulations to prevent money laundering and terrorist financing; • entering into a contract for the provision of UKSC (NCSL) cyber security services with an external provider of a comprehensive range of SOC services. • use where possible and required by the specific business of hardware redundancy; • preparing appropriate corrective action procedures. 	
<p>REPUTATIONAL RISK</p> <p>The risk arises from a negative assessment of the Group by the environment, the dissemination of false information about the Group or erroneous information by external parties. Reasons for such an assessment may include: ignoring or disregarding the opinion of local communities, particularly in relation to climate and environmental issues, lack of due diligence in communicating with the public, violations of human rights and climate norms in the value chain, inadvertent participation in unfair market practices (embargoes, use of child labour, forced labour, corruption and bribery), failure to comply with or misapplication of regulations or procedures, violations of labour rights, disclosure of business secrets or personal data, successful cyber-attacks, infrastructure failures. A damaged reputation of the Group, Board Members or key managers may translate into a loss of confidence in the Group. A loss of reputation may also affect the perception of the Group in the capital market and thus the share price and disruption of the value chain.</p>	<ul style="list-style-type: none"> • managing in a continuous process the risks described in this report; • monitoring the market situation, legislation to adapt internal procedures and processes to prevent fraud; • Adoption of a "Media Contact Policy" in the form of a resolution of the Management Board setting out the rules for external communication; • employing an experienced PR Manager to manage the external communications area; • use of professional media monitoring tools to keep all publications and messages about the Group under review; • building good relations with the media and Investors and maintaining a dialogue with local communities; • a coherent communication process. <p>In addition to these safeguards, it should be noted that reputational risks may be triggered as a consequence of the materialisation of other risks identified by the Group and therefore safeguards assigned to individual risks are applied.</p>	<p>HIGH ()</p>
CORPORATE GOVERNANCE RISKS		
<p>RISK OF INCONSISTENCY OR NON-COMPLIANCE WITH LEGISLATION</p> <p>The risk is related to the volatility of legislation and the need to implement regulations into the Group's processes and procedures.</p> <p>As a result of the Group's growth and numerous regulatory requirements, it is necessary to implement and apply numerous internal procedures and regulations in line with the applicable legislation. This is necessary from the point of view of ensuring the legal security of the business and business efficiency. In addition, due to the changing regulatory and legal environment, there is a risk of inconsistency of regulations with applicable laws, with other internal regulations and procedures, as well as inadequacy of regulations in relation to market practices. In the worst-case scenario, this may result in the Group companies failing to meet legal requirements and obligations. In addition, the systems used at the Unimot Group, including the financial and accounting system, may prove to be less efficient when handling a larger number of the Group companies and thus may result in deficiencies or errors in the data provided. The</p>	<ul style="list-style-type: none"> • implementing internal regulations and procedures that allow the Group to operate efficiently and effectively as an organisation; • ongoing monitoring of the legislation applicable to the Group companies and adaptation of regulations and procedures to new legislation; • analysing market trends with a view to applying the solutions most appropriate to the Group's level of development; • the functioning of whistleblowing systems and protection of whistleblowers; • the operation of Internal Audit in the Group, whose function is to detect and assess potential risks that may arise within the Group's operations and to examine and evaluate the adequacy, effectiveness and efficiency of the management control systems; 	<p>AVERAGE (↔)</p>

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>Unimot Group is also exposed to unintentional breaches of sanctions in international trade, breaches of competition law and regulations protecting personal data. The risk of inconsistency or non-compliance with laws and regulations may be triggered by the actions of persons outside the limits of their powers, and risks may also be related to non-compliance or ignorance of procedures and lack of due diligence in the performance of duties. These situations may reduce the efficiency of the Group's operations and increase the legal risk of its business and, in situations where failure to comply with certain obligations is threatened by a financial sanction, may result in financial loss.</p>	<ul style="list-style-type: none"> examination by the Internal Auditor of the compliance and effectiveness of the Group's processes with internal regulations; training to raise staff awareness of key responsibilities set out in internal regulations; working with external parties to optimise the solutions used. 	
<p>RISK OF SIGNIFICANT FRAUD</p> <p>The risk of material malpractice, understood as a culpable act or failure to act that constitutes a breach of the law or a breach of the UNIMOT Group's policies, which may result in unjustified financial losses, additional legal liability or may result in unauthorised benefits for third parties or employees. Risks include, for example, overstepping of authority, disclosure of information to unauthorised persons, loss of information, commercial espionage, terrorist attack and hacker attacks, tax evasion, theft, vandalism, forgery, money laundering, the existence of a grey area and issues of corruption and bribery.</p>	<ul style="list-style-type: none"> application of the counterparty verification procedure; the implementation and application of the Anti-Fraud Policy, which provides the basis for establishing and supporting preventive and educational solutions to counter abusive behaviour; application of instructions to protect company confidentiality (sensitive data, including business data); raising staff awareness and competence and building an organisational culture based on shared values; use of fraud reporting systems and whistleblower protection. 	AVERAGE (↔)
<p>THE RISK OF RESPECT FOR HUMAN RIGHTS</p> <p>The risk covers any violations in the area of respect for human rights contained in national and international legislation, as well as disruptions in the functioning of systems for the protection of these rights throughout the UNIMOT Group value chain.</p> <p>The risks are related to the occurrence of unethical behaviour, bullying, violation of rights, harassment and discrimination of employees, community representatives, business partners.</p>	<ul style="list-style-type: none"> application of the Human Rights Policy the implementation of procedures and long-standing business practice concerning employees, including their recruitment, which make decisions independent of criteria such as gender, age, origin, religion, belief or sexual orientation or on the basis of any intrinsic characteristic not relevant to the job; Code of Ethics prohibiting any behaviour or attitude that expresses discrimination in the workplace; adopting a whistleblowing procedure (including anonymously) and protect whistleblowers. 	AVERAGE ()
<p>RISK OF LACK OF DUE DILIGENCE</p> <p>Risks related to the lack of adequate policies and procedures, non-compliance with applicable policies and procedures and disruptions to the internal control system. Lack of processes to identify, prevent, mitigate and take responsibility for remediating actual and potential negative impacts associated with the organisation's operations.</p>	<ul style="list-style-type: none"> updating policies and procedures; the functioning of the internal control system; monitoring deficiencies and taking remedial action; raising staff awareness and competence. 	LOW (new risk)
<p>RISK OF INADEQUATE ORGANISATIONAL STRUCTURE</p> <p>The risk is related to the fact that the Group operates in various business segments and is constantly faced with the challenges of a changing environment. Consequently, delaying or failing to reorganise organisational structures within the Group in a timely manner may result in delays in the implementation of business processes, limitations in internal and external communication, duplication of tasks carried out, or implementation of tasks in isolation from business</p>	<ul style="list-style-type: none"> application of corporate governance; involvement of experienced management and process optimisation specialists; implementing internal regulations and procedures that allow the Group to operate efficiently and effectively as an organisation; 	AVERAGE (↔)

RISK AND DESCRIPTION	RISK RESPONSE	LEVEL OF RISK
<p>processes. Improper organisation of the Group may also reduce the efficiency of the business or prolong the decision-making process, which may hinder the Group's growth.</p>	<ul style="list-style-type: none"> • process improvement and optimisation aimed at building a business-efficient organisation; • analysing market trends with a view to applying the solutions most appropriate to the Group's level of development; • adapting the structure to current requirements and market practices in the financial, operational and legal/regulatory areas; • regular communication between management and employees on the achievement of the Group's objectives, mission and vision. 	

6.5. CLIMATE RISK AT THE UNIMOT GROUP

Sustainable development and effective fight against climate change are one of the key demands of the UNIMOT Group's energy transition concept.

In order to develop the Group's climate and environmental management practices and activities, there is a commitment to continuously improve data collection methods for disclosure in external financial and non-financial documents. Transparency is key to taking coordinated action by all market players along the value chain, which is the only appropriate response to the global challenge of climate change.

Taking this into account and being aware of the ongoing changes, an approach in line with the TCFD (Task Force on Climate - Related Financial Disclosures) Recommendations is used for the identification of climate risks, according to which the risks are divided into:

- Transition (transformational)-related risks arising from the transition to a low-carbon and climate-resilient economy; e.g. regulatory, financial, social, technological,
- physical risks (short-term and long-term) - resulting from the physical effects of climate change adversely affecting the activities of the UNIMOT Group companies, in particular as a consequence of specific events related to weather (storms, floods, heat waves), climate change causing changes in temperature or hydrological drought.

In the next step, a broad list of risks and opportunities in three-time perspectives was identified, and the most relevant ones selected. The Issuer's Management Board believes that the effective definition of climate risks will allow actions to be taken that will help ensure the UNIMOT Group's resilience in the context of the key risks, as well as provide the opportunity to improve growth dynamics and financial performance.

The following is a description of the identified key risks under the category of climate risks related to the negative impact of climate change on the UNIMOT Group's operations.

6.5.1. Transition risks (long-term)

The strategic business areas are being developed in a sustainable manner towards the achievement of the climate neutrality objective. The climate neutrality objective also fosters the creation of new dedicated products and services and, in the medium and long term, can allow for efficiency gains and value creation in all segments of the UNIMOT Group. Taking these factors into account, the risks associated with the transition take into account both the risks and business opportunities for the UNIMOT Group identified in this area.

IDENTIFICATION AND MANAGEMENT OF RISKS AND OPPORTUNITIES ARISING FROM CLIMATE CHANGE - TRANSITION (TRANSFORMATIONAL) RISKS

The UNIMOT Group is constantly analysing the new regulations resulting from the European Green Deal and adapting its business models. The above is intended to enable it to take advantage of the opportunities and possibilities arising from Europe's economic transformation, which strives to achieve the commitments of the Paris Agreement and the implementation of the UN Agenda 2030.

OPPORTUNITIES IN THE MEDIUM AND LONG TERM

Opportunity: energy efficiency

The opportunity is related to:

Business impact:

- Increased resilience through the use of renewable sources
- Greater opportunities for investment and raising capital for it
- Improving the energy efficiency of its own infrastructure

Opportunity: products and services

The opportunity is related to:

- A widespread energy transition providing a greater opportunity to deliver zero- and low-carbon energy.
- Changing the preferences of business partners and customers - shaping low-carbon fuel habits.
- Using more efficient modes of transport and production and distribution processes.

Business impact:

- Reducing the cost of financing operations through low- and zero-carbon products
- Maintaining market position and, in the long term, gaining a competitive advantage by adapting the offer to the preferences of customers seeking to reduce their carbon footprint

Opportunity: the market

The opportunity is related to:

- Launching activities in new sectors or developing existing ones.
- Obtaining funding for projects that support the energy transition (Green Finance).
- Acquisition of new competencies from the market and shaping the experience of existing employees in new and transition areas

Business impact:

- Possibility of gaining new markets and strengthening market position in the areas of the UNIMOT Group's existing activities
- Development of new technologies
- Continuity of processes thanks to qualified staff
- Increase in the value of the company due to the positive assessment of its responsibility for climate change by its stakeholders

Opportunity: resilience

The opportunity is related to:

- Maintaining its status as a multi-segment multi-utility concern.
- Diversification of profit and cost sources.

Business impact:

- Increased financial and organisational resilience due to more diversified sources of revenue and costs
- Predictable development opportunities

IMPACT OF TRANSITION (TRANSFORMATION) RISKS

Risk impacts include reputational, technological, policy and regulatory as well as market issues. Transition risk impacts are presented below, broken down into 4 categories.

MARKET:

- Consumer trends of reducing over-consumption and increasing environmental awareness, resulting in a decrease in sales volumes of the Group's core products.

- Inability to meet market expectations as a result of a lack of products in the portfolio, which may reduce the efficiency of the UNIMOT Group's operations.
- Decline in the Group's value.

REGULATORY:

- Making it more difficult or expensive to raise capital to finance activities that do not meet the criteria under EU sustainability regulations.
- Reduction in revenue resulting from the introduction of EU or national regulations affecting fuel reduction.
- Risk of litigation.

TECHNOLOGICAL:

- Lack of assumed returns on investment in innovative technologies and uncertainty about the reliability and scalability of new technological solutions.
- The need for additional expenditure caused by the implementation of the ongoing energy transition.

REPUTATION:

- Strikes and a decrease in employee engagement due to the need to restructure the workforce resulting from the change in business profile.
- If the pace of transformation is insufficient, there may be a loss of public confidence and consequent difficulties in recruiting employees, and there may be unrest, public protests and increased stakeholder concerns about the responsibility of the sector.

RESPONSE TO CLIMATE RISKS ASSOCIATED WITH THE TRANSITION

- Updating and implementing the Group's Strategy
- Ongoing analysis of draft legislation
- Progressive adjustment of the basket of products and services
- Development of renewable energy and zero and low carbon power generation technologies and products
- Actively seeking technical and organisational solutions to minimise the impact of the Group's activities on climate change
- Working with business and social partners to adapt to climate change

6.5.2. Physical risks

The risk is related to extreme weather events, primarily:

- The frequent occurrence of extreme temperatures, the greater intensity of precipitation which can cause flooding at any time of the year, precipitation of an erratic nature resulting in floods or longer periods without rain, interrupted by heavy rainfall (torrential rain).
- An increase in the frequency and intensity of hurricanes, strong winds with incidental accompanying tornadoes and lightning causing machinery and equipment failures, more frequent droughts and associated water restrictions, and an increased risk of fires.

IDENTIFICATION AND MANAGEMENT OF RISKS ARISING FROM CLIMATE CHANGE - PHYSICAL RISKS

SHORT-TERM PHYSICAL RISKS - IMPACT ON OPERATIONS

- Increased expenditures and costs resulting from the need to remove failures and maintain the technical performance of infrastructure, including in particular logistics (fuel terminals, transmission pipelines).
- Deterioration of on-time delivery rates of products and services to customers due to interruptions and delays in transport due to extreme weather events.
- Loss of wholesale contractors resulting in lower sales volumes.

- Legal consequences and contractual penalties arising from failure to meet contracted deliveries of products and services to end customers.
- Loss of confidence among retail customers due to the need to switch off fuel pumps at petrol stations and a decrease in sales volumes.
- Increased costs due to disruption to maritime transport.
- Increased financial expenditures due to business downtime.
- Increase in the cost of insuring assets.
- Lack of availability of utilities (water, electricity) for infrastructure needs.

LONG-TERM PHYSICAL RISKS - IMPACT ON OPERATIONS

- Increase in the cost of running the business.
- Limited supply of raw materials and inability to meet market needs, revenue decline.

RESPONSE TO SHORT AND LONG-TERM PHYSICAL RISKS

- Application of the UNIMOT Group Environmental Policy.
- Planning and implementation of projects in line with sustainable development measures.
- Supporting innovative technologies with the potential for significant reductions in greenhouse gas emissions.
- Conducting business activities that have an impact on the climate in accordance with the principles of sustainable development.
- Frequent assessment of compliance of activities with legal requirements on climate impacts.
- Proactively seeking technical and organisational solutions to minimise the impact of the Group's operations on climate change, gradually adapting assets to the consequences of extreme weather events and the variability of weather conditions, particularly in segments sensitive to these factors.
- Optimisation of capital expenditure for asset replacement, active monitoring of the condition of machinery, equipment and installations.
- Improving professional skills and work culture by organising courses and training for employees.

CLIMATE RISK MANAGEMENT APPROACH AND OBJECTIVES IN THE AREA

The identified key risks will be used to prepare appropriate mitigation initiatives and to develop future strategies and adaptation to a changing climate. In view of new activities or investments, climate change risks will also be taken into account as an additional criterion for their assessment.

In 2024, the UNIMOT Group will work to ensure compliance with the Task Force on Climate-Related Financial Disclosures (TCFD) Recommendation. Scenario analyses in climate risks based on the Intergovernmental Panel on Climate Change (IPCC) and International Energy Agency (IEA) guidelines will also be prepared. These will be the basis for analysing the impact of climate change on the UNIMOT Group.

In addition to the scenario analysis, an analysis of the resilience of the UNIMOT Group's strategy and business model will be carried out through the prism of risks and opportunities. The analysis will be carried out based on qualitative and quantitative criteria for selected stages of the value chain.

6.6. CHARACTERISTICS OF EXTERNAL AND INTERNAL FACTORS SIGNIFICANT FOR THE DEVELOPMENT OF UNIMOT S.A. AND THE CAPITAL GROUP

In addition to the risk factors described in section 6.4 within the Group's ongoing operations during the reporting period under review, the Group identifies other significant categories of risk that may affect the Group's long-term financial performance in the following key areas of the Company's and Group's operations:

GEOPOLITICS - risks arising from changing geopolitical factors and phenomena (including the European Union's climate and environmental policies, divergence of interests, armed conflict in Ukraine, escalation of conflict in the Middle East, concerns about the possibility of a change of government in the United States and other tensions

between the world's largest economies), resulting in limited access to and supply of raw materials, as well as significant price volatility in the fuel and electricity markets and supply chain disruptions.

MACROECONOMY - the risk arising from changes in the economic situation, resulting in fluctuations in macroeconomic indicators and prices of raw materials and fuels affecting the Group's operations, including changes in exchange rates, interest rates. Changes may also lead to an economic slowdown or even recession in global markets and thus in the domestic market (economic changes that may affect the deterioration of financial indicators of the Group companies).

LEGAL AND REGULATORY - risks related to changes in the legal system and uncertainties in the regulatory environment, including in relation to unexpected changes, inter alia, in tax burdens, the imposition of additional financial and non-financial obligations on fuel and energy market operators, and regulatory changes arising from environmental requirements affecting the Group.

STRATEGY - risk of not achieving the anticipated efficiencies and synergies from the acquisitions completed in early 2023. Risks associated with the impact and need for the Group to adapt to operations in new business areas.

COMPETITION - the risk of distortions in competition due to the existence of the grey market (non-compliance by dishonest contractors with concession, VAT or embargo regulations), as well as the appearance on the Polish market of new multinationals or changes in the behaviour of entities operating in Poland in the goods trading industry. The above phenomena may result in a decrease in the effectiveness of product imports.

SOCIAL PREFERENCES - risks arising from the expected further evolution of societal preferences towards caring for the environment and climate, conducting sustainable operations and social responsibility, in terms of mass customer expectations, employer attractiveness ratings and public opinion, which may affect the Group.

SECURITY - the risk arising from the negative impact of, inter alia, the geopolitical situation on both the physical security and cyber security of the Group's operations.

Within the above main categories of risks, the following factors in particular should be borne in mind, which may affect the Issuer and its Group in the short term:

- **Level of interest rates** - The Group uses external sources of financing (mainly loans and borrowings in Polish zloty, as well as in US dollars and euros), the cost of which is dependent on the level of interest rates. After several years of relatively low interest rates, in the second half of 2021 these rates started to rise steadily, which negatively affects the cost of debt service. In September 2023, The Monetary Policy Council decided to reduce interest rates, allowing the above-mentioned risks to be managed more effectively.
- **Exchange rate levels** - The Group sells to domestic and foreign markets, while fuel purchases are mostly made abroad and settled in foreign currencies. The main currencies for export transactions are EUR and USD. For acquisitions, the currencies of payment are: USD, EUR and PLN. The impact of exchange rates on the Group's operations is offset by the hedging instruments used.
- **Raw material price levels** - the Group's business model is predominantly based on the purchase of liquid and gaseous fuels abroad or in Poland, their distribution and subsequent sale. Changes in the price of energy raw materials are dictated by several key factors. The first category of factors includes the interrelationship of raw materials with each other, as, for example, changes in natural gas prices depend to a large extent on crude oil prices. Then there is the impact of the value of the exchange rates in which these raw materials are denominated in the markets. The exchange rate determines the level of the cost of purchasing imported raw materials and, consequently, their price on the domestic market. The last group includes a number of geopolitical factors such as armed and political conflicts or economic crises in commodity-rich regions¹. The price instability of liquid and gaseous fuels at home and abroad has a significant impact on the margins achieved and, consequently, on the Group's results. In addition, a sharp increase in the prices of energy carriers may result in a decrease in consumption, which may translate into a worsening of the Group's financial situation.
- **The amount of the land premium** (the difference between the price on the local market and the price at the ports of delivery of fuel to the country) for diesel. In practice, the amount of the land premium is determined by

¹ Cire.pl - Geopolitical and macroeconomic determinants of fuel price increases

the level of margins realised by domestic petrochemical companies in the production and trading segments. The amount of the land premium determines the area of the trade margin realisable by UNIMOT less the costs of logistics (transport costs, handling costs, quality testing), costs of renting fuel depot capacity, costs of receivables insurance (in connection with the trade security policy adopted by the Group), as well as the costs of fulfilling the NIT obligation.

- **Grey market in fuel trading** - the risk is related to unfair practices related to the sale of fuels without paying due fees and taxes, as well as to the violation of applicable regulations and laws by entities operating in the market. This causes a reduction in competitiveness and a reduction in demand for products offered by UNIMOT and its subsidiaries, which may adversely affect the financial results achieved. The Group, having many years of experience in the market, is aware of all kinds of restrictions and risks related to the grey market. The Group takes into account the possible impact of additional costs related to concession fees or hedging the risk of joint and several VAT in its business operations and financial forecasts. The transport package enacted in 2017, making it compulsory to digitally record the carriage of goods, including liquid fuels, enabling them to be recorded and monitored using satellite systems, together with the fuel package enacted in 2016, in the Group's view, have significantly reduced the grey market in fuel trade. Looking ahead to 2023, the Group assumes that the current situation will continue.
- **Logistics** - meeting the needs of customers depends to a large extent on the efficiency of the logistics of the supply of fuels by sea, their distribution by rail and road and the storage infrastructure for petroleum products. It should be assumed that the exclusion of fuel supplies from Russia will be permanent and therefore special attention should be paid to the appropriate development of the logistics area, including above all infrastructure.
- **Market competition** - the risk is related to the appearance of new international concerns on the Polish market or changes in the behaviour of entities operating in Poland in the goods trading industry. The above may cause a decrease in competitiveness and a reduction in demand for products offered by UNIMOT and its subsidiaries, which may adversely affect the achieved financial results.
- **Costs of implementing the National Indicative Target, the National Reduction Target and the EFE that fuel producers and importers are obliged to bear, affecting the Issuer Group's operations:**
 - NIT (National Indicative Target) - the requirement to achieve, in a given year, a minimum share of bio-components and other renewable fuels in the total volume of liquid fuels and liquid bio-fuels sold, disposed of or consumed in another form for own use. Ensuring the fulfilment of the NIT necessitates the use of logistics and storage infrastructure for the required blending processes (physical blending of fuel with bio-components). These activities are performed as a service by operators of fuel depots used by the Issuer. The costs of performing NIT and the costs of fuel blending services influence the achieved sales margin, which has a direct impact on the Group's results.
 - NRT (National Reduction Target) - the need to fulfil the obligation to reduce the average CO₂ emissions of transport fuels introduced onto the domestic market. In practice, this means the advisability of using lower emission bio-components, concluding contracts with importers of lower emission fuels (CNG, LNG and LPG) and purchasing so-called UER, i.e. allowances resulting from emission reductions in the extraction of energy resources. The above has an impact on the prices of fuels offered and the margin realised on them.
 - EFE (energy efficiency) - the need to meet the final energy saving target. Obligated entities include, among others, companies selling electricity, district heat and gaseous fuels to end users and, from mid-2021, also fuel entities marketing liquid fuels. The obligation can be fulfilled by: implementing an energy efficiency improvement project at the end-user, implementing a programme of non-refundable subsidies to co-finance energy efficiency improvement projects or obtaining/purchasing white certificates, which they will present to the President of the Energy Regulatory Office for redemption.

6.7. EVENTS AFTER THE REPORTING DATE

In January 2024, Olavion sp. z o.o., a subsidiary of the Issuer, concluded with Newag S.A. an annex to the agreement of 13 June 2023 concerning the purchase of railway engines, which the Issuer announced in current report No. 20/2023 of 13 June 2023. Under the annex, Olavion will acquire four railway engines for a total maximum price of

PLN 75 million. Delivery of two railway engines will take place within 18 months, while the remaining two railway engines will be delivered within 30 months from the date of conclusion of the annex.

The Issuer, on 8 January 2024, was notified of the acquisition of 149,900 shares in Unimot S.A., which caused the Zbigniew Juroszek Family Foundation, together with the parent entity and related entities, to exceed 5% of the total number of votes in Unimot S.A.. The shareholding structure of UNIMOT S.A., taking into account the above change, is presented in this Report in chapter: Issuer's shareholding structure.

7. FINANCIAL POSITION OF THE GROUP

7.1. PRINCIPLES FOR THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as endorsed by the European Union ("EU IFRS"). At the date this report was authorised for issue, given the ongoing process of IFRS implementation in the European Union, the IFRSs applicable to these financial statements do not differ from EU IFRSs.

The consolidated financial statements have been prepared on the historical cost basis, except for derivative financial instruments, diesel and natural gas inventories, financial liabilities for contingent payments and liabilities to redeem non-controlling interests measured at fair value through profit or loss.

The consolidated financial statements are presented in Polish zlotys ("PLN") and all values, unless otherwise indicated, are given in thousands of PLN.

The consolidated financial statements of the Group present the financial position of the UNIMOT Group (the "Group", the "UNIMOT Group", "CG") as at 31 December 2023 and 31 December 2022, its results of operations and cash flows for the financial year ended 31 December 2023 and 31 December 2022.

The consolidated financial statements as at and for the period ended 31 December 2023 have been prepared on the assumption that UNIMOT Group will continue as a going concern in the foreseeable future. As at the date of these consolidated financial statements, no circumstances indicating a threat to the Group's going concern have been identified.

7.2. CONSOLIDATED STATEMENTS OF TOTAL REVENUES

Consolidated statements of total revenues

<i>[in PLN thousand].</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	Change % 2023/2022
Sales revenue	12 913 244	13 369 364	8 193 013	4 819 488	4 464 943	-3%
Profits/(losses) on financial instruments hedging sales	(26 255)	15 518	14 203	(49 494)	(4 760)	-269%
Cost of products, goods and materials sold	(12 163 386)	(12 430 677)	(7 840 977)	(4 520 473)	(4 223 815)	-2%
Gross profit on sales	723 603	954 205	366 239	249 521	236 368	-24%
Other operating income	27 138	9 792	2 262	3 049	2 204	177%
Selling costs	(464 810)	(367 403)	(211 734)	(162 899)	(128 150)	27%
Overheads	(131 495)	(97 368)	(48 901)	(30 678)	(26 063)	35%
Other net profits/(losses) of which: Profit on bargain purchase of Lotos Terminale	436 307	(2 974)	18	21	927	-14771%
Other operating expenses	(15 850)	(10 878)	(3 474)	(9 759)	(1 779)	46%
Operating profit/(loss)	574 893	485 374	104 410	49 255	83 507	18%
Financial revenue	16 144	819	695	903	405	1871%
Financial costs	(82 290)	(21 969)	(8 752)	(6 426)	(9 201)	275%
Net financial revenue/(expenses)	(66 146)	(21 150)	(8 057)	(5 523)	(8 796)	213%
Profit/(loss) before tax	508 747	464 224	96 353	43 732	74 711	10%

Income tax	(20 235)	(90 327)	(20 392)	(8 997)	(14 788)	-78%
Net profit/(loss) for the financial period	488 512	373 897	75 961	34 735	59 923	31%

In 2023, the Unimot Group achieved sales revenue of PLN 12,886,989 thousand, which was down by PLN 497,893 thousand or 3% against those achieved in 2022.

The reason for the decrease in revenue in 2023 was primarily the difficult situation on the fuel market, where, despite an increase in volumes, there was a decrease in revenue of almost 11%, representing a value of (-) PLN 1,765,667 thousand.

Declines also occurred in the natural gas segment, where revenues, despite higher volumes, were by 1.2% lower, amounting to (-) PLN 171,660 thousand.

The factors influencing segmental performance are described in section. 6.1.

The operating result was also affected by the item: Profits/(losses) on financial instruments hedging sales. The decrease amounted to (-) 269% which represents a value of PLN (-) 0 41,773 thousand. The Group considers profits or losses on financial instruments relating to its core business to be profits or losses arising from the realisation of financial instruments classified as financial assets/liabilities at fair value through profit or loss relating to: fuel trading, natural gas and bitumen purchase price hedging instruments.

Cost of sales increased by 27% in 2023 against 2022, an increase of PLN 97,407 thousand.

Overheads increased by 35% in 2023 against 2022, an increase of PLN 34,127 thousand.

The condensed statements of total revenues include a non-recurring, non-cash gain on the bargain purchase of Lotos Terminale in the amount of PLN 434,972 thousand - the determination of the profit is described in detail in section 6.2 of this Management Board's report.

Finance costs in 2023 increased by PLN 60 321 thousand, which means that they were by 275% higher than those incurred in the same period in 2022. The finance costs item consists of commissions on loans granted and interest on borrowings.

The significant increase in finance costs is due to higher financial exposure related, among other things, to the drawdown of the syndicated loan financing the Lotos Terminale acquisition, as well as the financing of the purchase of rail tankers and wagons under concluded sale-leaseback transactions and the taking out of new finance leases.

In 2023, the Group achieved a gross result of PLN 508,747 thousand, i.e. by PLN 44,523 thousand higher against 2022.

Costs by type

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	Change 2023/2022
Depreciation of tangible fixed assets and intangible assets	(67 653)	(5 370)	(4 085)	(3 082)	(3 266)	1160%
Amortisation of right-of-use asset	(26 419)	(11 115)	(8 600)	(5 943)	(3 176)	138%
Consumption of materials and energy	(497 276)	(13 479)	(12 542)	(6 203)	(2 792)	3589%
Third-party services	(517 185)	(317 052)	(192 412)	(142 514)	(108 667)	63%
Taxes and charges	(18 953)	(8 982)	(4 819)	(2 481)	(1 991)	111%
Salaries	(143 237)	(91 049)	(26 533)	(20 475)	(13 274)	57%
Social security and other benefits	(21 521)	(5 368)	(3 564)	(2 772)	(2 655)	301%
Other costs by type	(31 824)	(22 456)	(18 447)	(8 968)	(9 314)	42%
Total costs by type	(1 324 068)	(474 871)	(271 002)	(192 438)	(145 135)	179%
Cost of services, goods and materials sold	(11 421 823)	(12 423 866)	(7 827 662)	(4 516 121)	(4 223 815)	-8%
Change in inventories and prepaid expenses	(11 941)	5 186	1 552	1 353	812	-330%
Other	(1 859)	(1 898)	(4 500)	(6 844)	(9 890)	-2%
Cost of services, goods and materials sold, selling costs and overheads	(12 759 691)	(12 895 449)	(8 101 612)	(4 714 050)	(4 378 028)	-1%

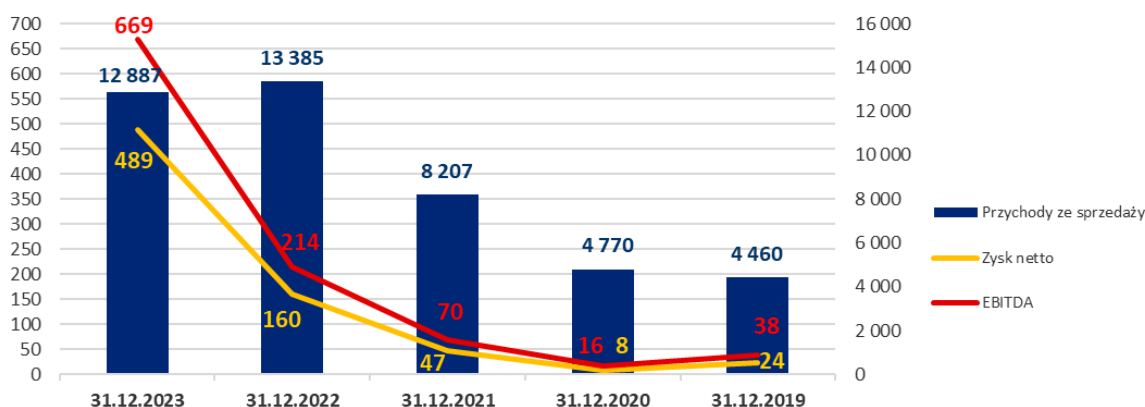
In 2023, costs by type increased by 179 %, i.e. by PLN 849,197 thousand, in relation to the year 2022.

There was an increase in all cost items, with the largest increase in the consumption of materials and energy, which is due, among other things, to the acquisition of the bitumen production business and a combined heat and power plant with 2 coal-fired boilers with a total installed capacity of 14.8 MWt and a backpressure turbine with an installed capacity of 0.74 MW.

A significant increase occurred in the item Third-party services, which is related, inter alia, to the provision of storage capacity and transshipment at fuel terminals, in addition to a significant share of costs associated with transport, storage, logistical services, legal services, representative and consultancy agreements. This increase amounted to 63%, representing PLN 200,133 thousand. Costs are at levels that reflect the scale of the business and are reflected in sales revenue.

Salaries in the Unimot Group increased by 57% against 2022 and were higher by PLN 52,188 thousand against the same period of the previous year. The reason for the increase in remuneration was primarily a 261% increase in employment related to the expansion of the business.

7.3. BASIC FINANCIAL AND ECONOMIC DIMENSIONS OF THE CG



* Dane w mln zł

RESULTS

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	<i>Change 2023/2022</i>
EBIT *	574 893	485 978	103 734	49 255	83 507	18%
EBITDA **	668 965	501 859	116 419	58 293	89 949	33%
GROSS RESULT	508 747	464 224	96 353	43 732	74 711	10%
NET RESULT	488 512	373 897	75 961	34 735	59 923	31%

* **EBIT** --> defined as Earnings Before Interest and Taxes.

** **EBITDA** --> defined as Earnings Before Interest, Taxes, Depreciation and Amortisation.

The CG's EBITDA in 2023 amounted to PLN 668,965 thousand, an increase of 33% against 2022 (PLN 501,859 thousand).

The gross result in 2023 amounted to PLN 508,747 thousand and was higher by PLN 44,523 thousand, which is an increase of 10% against the result generated in 2022.

The net result in 2023 amounted to PLN 488,512 thousand and was higher by PLN 114,615 thousand against the result generated in 2022.

RESULTS - adjusted

<i>in PLN thousand</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	01.01.2020 31.12.2020	01.01.2019 31.12.2019	Change 2023/2022
Adjusted EBITDA	243 771	513 663	70 596	87 195	63 712	-53%
Adjusted NET RESULT	63 319	385 098	30 138	63 637	33 686	-84%

YTD results in 2023 were adjusted by an amount of **(-) PLN 425,193 thousand** as a result of:

- adjustments of the impact of accounting valuations and cost transfers over time related to the turnover of diesel and bio-fuels and the implementation of the NIT in the amount of PLN 6,353 thousand.
- Adjustments to the cost of depreciation of investments in franchised stations included in operating expenses in the book amounting to PLN 3,424 thousand.
- One-off profit on the bargain purchase of Lotos Terminale: the difference resulted from the allocation of the profit on the bargain purchase of UNIMOT Terminale Sp. z o.o. in the total amount of: PLN 434,972 thousand, of which PLN 209,957 thousand was allocated to the Bitumen segment and PLN 225,014 thousand to the Infrastructure and Logistics segment

7.4. ANNUAL CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

Consolidated statements of financial position

<i>in PLN thousand</i>	31.12.2023	Share of total assets	31.12.2022	Share of total assets	31.12.2021
Fixed assets					
Tangible fixed assets	791 984	25%	101 838	6%	45 965
Right to use assets	233 725	7%	105 230	6%	69 856
Intangible assets	324 673	10%	1 427	0%	21 233
Goodwill	39 469	1%	17 904	1%	17 904
Other financial assets	986	0%	260	0%	260
Long-term receivables	703	0%	6675	0%	30500
Derivative financial instruments	11 783	0%	7835	0%	-
Assets from contracts with customers	9 406	0%	8 586	1%	7 739
Deferred tax assets	43 898	1%	19 319	1%	12 163
Total fixed assets	1 456 627	46%	269 074	16%	187 716
Current assets					
Inventories	382 618	12%	257 175	15%	325 215
Assets from contracts with customers	3 790	0%	3 094	0%	2 128
Trade and other receivables	840 515	27%	728 757	44%	513 303
Other financial assets	11 454	0%	72 315	4%	68 076
Derivative financial instruments	14697	0%	7 820	0%	27 517
Income tax receivables	7335	0%	5 951	0%	11 573
Cash and cash equivalents	410 232	13%	312 463	19%	79 092
Other current assets	9 965	0%	8 628	1%	16 668
Total current assets	1 680 606	54%	1 396 203	84%	1 043 572
TOTAL ASSETS	3 137 233	100%	1 665 277	100%	1 231 288

As at 31 December 2023, the balance sheet figures increased compared to the figures shown at the end of 2022. Total assets increased by 441 % against the figures at the end of 2022, representing PLN 1,187,553 thousand. Fixed assets accounted for 46 % of the balance sheet total at the end of 2023 and current assets for 54 %.

The largest increase in fixed assets occurred in the item tangible fixed assets, which increased almost sevenfold, representing an increase of PLN 690 146 thousand, and intangible assets whose value at the end of 2023 was higher by PLN 323 246 thousand.

The increase in fixed assets is related to the expansion of UNIMOT Group's activities to include the function of Independent Logistic Operator (the 'ILO') of fuels based on its own infrastructure (the 'ILO' business), companies: Lotos Terminale S.A., Lotos Infrastruktura S.A., RCE Ekoenergia Sp. z o.o.) and the production of modified bitumen. In addition, the value of the fixed assets was influenced by the development of the rolling stock, i.e. the purchase of wagons and tankers and the acquisition of the fixed assets of the Olavion company, which consisted, among other things, of railway engines.

The most significant items of fixed assets are:

- land and rights of perpetual usufruct of land;
- buildings and structures - in particular: petrol station buildings, fuel tanks, pipelines, railway sidings, asphalt tanks, thermal power station, sewage treatment plant;
- machinery and equipment - in particular asphalt production facilities, boilers, aggregates, utility transmission infrastructure
- means of transport - in particular tankers for transporting fuel.

The value of current assets at the end of 2023 increased by PLN 284,403 thousand, i.e. 20% against the end of 2022. The biggest changes occurred on the inventory side, derivative financial instruments and trade and other receivables.

The value of inventories increased by 49%, representing PLN 125 443 000. This increase is related to the need to maintain compulsory and operational reserves.

Trade and other receivables increased by 15 per cent against year-end 2022, amounting to PLN 111,758 thousand.

Cash and cash equivalents increased by 31 % against year-end 2022, amounting to PLN 97,769 thousand.

The most significant impact on the increase in assets is the measurement to fair value of the net assets acquired, which was adjusted in the annual report, previously in the consolidated financial statements for H1 2023 and Q3 2023. The Group presented a provisional settlement of the transaction. In Q2 2024, the Group completed the process, conducted by independent experts, of identifying and valuing to fair value the assets acquired, the liabilities assumed and the valuation of the Buyer's liabilities due to price adjustment mechanisms (estimation of the total fair value of the acquisition price) in the consolidated financial statements for 2023, the Group presents the final fair values of the assets and liabilities acquired and makes a final settlement of the Lotos Terminale Group acquisition. A detailed accounting of the acquisition of shares and interests, is presented in Section 4 of the Consolidated Financial Statements of the UNIMOT Group for 2023.

Below is an extract from the Consolidated Financial Statements of the UNIMOT CG for 2023 with a description of the most important items of the Assets.

Tangible fixed assets, fair value increased to PLN 590 659 thousand (provisional value was PLN 435 229 thousand). The valuation of real estate was carried out by the valuers using the income approach, the profit method, the simple net income capitalisation technique or the comparative approach. The valuation of movable property was carried out using a mixed method, i.e. with a combination of the market and replacement method depending on the object under consideration. The values resulting from the appraisal reports were adjusted to reflect so-called economic wear and tear. The adjustments were made on the basis of an analysis of the value in use of the individual cash-generating units using the income approach.

Under fixed assets under construction, the Group recognised an asset relating to the terminal in Szczecin, which is the subject of an investment agreement between Unimot Terminale and Orlen, in the amount of PLN 31 700 thousand, i.e. at the present value of the liability estimated at the date of acquisition (point 3 below).

Intangible assets, the fair value of which increased to PLN 319,451 thousand (provisional value was PLN 2,725 thousand)

The change is mainly due to the recognition of an intangible asset not previously identified in the balance sheet of the acquired entity, i.e. a favourable bitumen supply contract. The subject of the contract is the sale for 10 years to Unimot Bitumen of bitumen from Orlen's production plant in Gdańsk in a total volume of up to 500,000 tonnes per year. The pricing formula set out in the contract based on market conditions provides for an additional discount (indexed for inflation) to each tonne of raw material purchased by Unimot Bitumen. The intangible asset was valued using the discounted cash flow method (discount rate: 10.2%) based on the expected volume of raw material purchases and the contractual discount. In addition, an analysis of so-called economic obsolescence was carried out for the cash-generating unit, i.e. the 'bitumen' business. As a result, the fair value of the intangible asset was determined at PLN 318 700 thousand.

Inventories, the fair value of which fell to PLN 32 297 thousand (provisional value: PLN 39 025 thousand). The amendment relates to the determination of the fair value of the balance of materials on the basis of the current replacement costs at the date of the transaction, i.e. their market prices.

Deferred tax assets and reserves.

The change is due to the recognition of deferred tax on temporary differences arising from the revaluation to fair value of assets and liabilities, i.e.: fixed assets, intangible assets, provisions and inventories.

The total impact of the changes in deferred tax assets and liabilities on the fair value of the net assets acquired is PLN 80,830 thousand (reduction in net assets).

<i>in PLN thousand</i>	31.12.2023	Share of total assets	31.12.2022	Share of total assets	31.12.2021
LIABILITIES					
Equity					
Share capital	8 198	0%	8 198	0%	8 198
Other capital	312 050	10%	306 922	18%	234 946
Exchange rate differences from conversion of foreign units	(1 087)	0%	(56)	0%	82
Actuarial gains/(losses)	(999)				
Retained profit and current year result	758 786	24%	388 940	23%	82 923
Equity of shareholders of the Parent Entity	1 076 948	34%	704 074	42%	326 149
Non-controlling interests	924	0%	(280)	0%	(274)
Total equity	1 077 872	34%	703 794	42%	325 875
Long-term liabilities				0%	
Liabilities due to loans, borrowings, leases and other debt instruments	523 366	17%	96 332	6%	65 078
Derivative financial instruments	17 318		-	0%	-
Employee benefit obligations	169 050	1%	282	0%	219
Derivative financial instruments	28 976	5%	-	0%	24 944
Deferred tax liability	18 365	1%	-	0%	2 056
Other liabilities	82 245	1%	-	0%	-
Total long-term liabilities	839 320	27%	96 614	6%	92 297
Short-term liabilities				0%	
Overdraft facilities	298 513	10%	206 754	12%	336 563
Liabilities due to loans, borrowings, leases and other debt instruments	195 848	6%	11 300	1%	8 829
Derivative financial instruments	9 914	0%	16 356	1%	58 685
Employee benefit obligations	6 884	0%	1 290	0%	753
Reserves	18 254	1%	-	0%	-
Income tax liabilities	186	0%	23 144	1%	-
Liabilities from contracts with customers	104 421	3%	73 429	4%	9 492
Trade and other liabilities	586 021	19%	532 596	32%	398 794

Total short-term liabilities	1 220 041	39%	864 869	52%	813 116
Total liabilities	2 059 361	66%	961 483	58%	905 413
TOTAL LIABILITIES	3 137 233	100%	1 665 277	100%	1 231 288

Shareholders' equity at 31 December 2023 was 53% higher against that presented at the end of 2022 and represented 34% of the balance sheet total.

Long-term liabilities increased by almost 8 times, amounting to PLN 742 706 thousand. The highest increase in this section was recorded in the item of liabilities due to loans, borrowings, leases and debt instruments, which increased by 443% against liabilities as at 31 December 2022, which amounted to PLN 427,034 thousand. The items of loans, borrowings and leases liabilities are presented in detail in section 7.8 of this Management Board's Report. Long-term liabilities accounted for 27% of the balance sheet total.

Short-term liabilities increased in 2023 by 41 %, amounting to PLN 355 172 thousand. The largest changes in this section were recorded in the item liabilities due to loans and borrowings, which increased by 1,633 %, amounting to PLN 184,548 thousand.

The increase in employee benefit liabilities is inextricably linked to the increase in employment and the accrual of provisions for employee benefits. In total, these liabilities amounted to PLN 174,362 thousand at the end of 2023. Liabilities due to retirement and disability benefits, posthumous benefits and provisions for write-offs for the Social Fund were calculated by an independent actuary

In 2023, there was a 42% increase in liabilities from contracts with customers, amounting to PLN 30,992 thousand. These liabilities include prepaid remuneration for services not yet performed by the Group, e.g. prepaid subscription and commercial fees for energy distribution, services performed through the use of prepaid gas meters, contracts related to the purchase of liquid and gaseous fuels.

Trade and other liabilities in 2023 increased by 10% against the same period in 2022, representing an increase of PLN 52 425 thousand.

The most significant impact on the increase in Liabilities is the measurement to fair value of the net assets acquired, which was adjusted in the annual report, previously in the consolidated financial statements for H1 2023 and Q3 2023. The Group presented a provisional settlement of the transaction. In Q2 2024, the Group completed the process, conducted by independent experts, of identifying and valuing to fair value the assets acquired, the liabilities assumed and the valuation of the Buyer's liabilities due to price adjustment mechanisms (estimation of the total fair value of the acquisition price) in the consolidated financial statements for 2023, the Group presents the final fair values of the assets and liabilities acquired and makes a final settlement of the acquisition of Lotos Terminale Group. A detailed accounting of the acquisition of shares and interests, is presented in Section 4 of the Consolidated Financial Statements of the UNIMOT Group for 2023.

Below is an extract from the Consolidated Financial Statements of the UNIMOT CG for 2023 with a description of the most important items of the Liabilities.

Other long-term liabilities, the fair value of which increased to PLN 31,700 thousand.

The change is due to the recognition of a liability for capital expenditure to be reimbursed in this amount. The liability arises from an Agreement between Unimot Terminale and Orlen under which Unimot Terminale will reimburse expenditures incurred by Orlen in connection with an ongoing investment to increase storage capacity for diesel fuel, gasoline and aviation fuel, including the construction of Aviation Fuel Handling Infrastructure at the Fuel Terminal in Szczecin to Unimot Terminale up to the agreed amount of expense settlement: PLN 39,720 thousand. Reimbursement of expenditures will be made in tranches in accordance with the schedule specified in the agreement, on the basis of invoices issued by the Seller, with payment of the last tranche to be made no later than 30 April 2029. The present value of the obligation was determined by discounting the contractual flows in accordance with the payment schedule at a discount rate of 6.5%.

Long-term provisions, the value of which increased to PLN 28 365 thousand (the provisional value was PLN 17 962 thousand).

The change results from the recognition of assumed contingent liabilities estimated at PLN 10,403 thousand. Pursuant to the provisions of the agreement between Unimot Terminale and Orlen for the construction of the Fuel Terminal in

Szczecin, if in the next three years after the date of obtaining the permit for use of the Terminal (however, not earlier than 2026) the EBITDA margin ratio achieved by the ILO Group companies exceeds the reference ratio specified in the agreement, Unimot Terminale will be conditionally obliged to pay the remuneration defined as additional settlement of expenditures in the amount of PLN 7,000 thousand per year (i.e. a maximum of PLN 21,000 thousand in nominal terms). The period of payment of the accumulated balance of the additional settlement of expenditures falls in the calendar year following the three-year period of calculation of the additional settlement of expenditures, unless the Buyer makes full repayment of the loan financing the acquisition earlier. The Group has estimated the fair value of the contingent liability using the discounted cash flow method (discount rate: 10.2%), taking into account the projected EBITDA margin development of the ILO business, as well as assumptions regarding the calculation period and timing of the additional expenditure settlement payment.

At the date of acquisition, the Group estimated the lease liabilities at the present value of the remaining lease payments as if the acquired lease was a new lease at the date of acquisition and recognised right-of-use assets using the lessee's interest rate estimated at 10.5% in the amount of PLN 23,966 thousand. Contracts recognised under right-of-use assets mainly relate to long-term leases of rights to perpetual usufruct of land.

7.5. RATIO AND COMPARATIVE ANALYSIS OF THE GROUP

The Group's ratio assessment presented below is based on the consolidated financial statements for Q3 2022 and the comparative period.

Liquidity

The following indicators were used to assess liquidity:

- **Current ratio - the ratio of current assets to short-term liabilities.** The ratio indicating the Group's ability to repay its current short-term liabilities in the medium term, i.e. after liquidating its inventory holdings, short-term financial assets, collecting short-term receivables and using cash.
- **Quick ratio - the ratio of current assets less inventories to short-term liabilities.** The ratio indicating the Group's ability to repay its current short-term liabilities in the short term, i.e. after liquidation of short-term financial assets, collection of short-term receivables and use of cash in bank accounts.
- **Cash liquidity ratio - the ratio of cash to short-term liabilities.** The ratio indicating the Group's ability to immediately repay its current short-term liabilities in the short term, i.e. using only the cash held in its bank accounts.

LIQUIDITY RATIOS	31.12.2023	31.12.2022	31.12.2021	Change 2023/2022
Current ratio	1,4	1,6	1,3	(-) 0.2 p.p.
Quick liquidity ratio	1,1	1,3	0,9	(-) 0.2 p.p.
Cash liquidity ratio	0,3	0,4	0,1	(-) 0.1 p.p.

All liquidity ratios recorded a slight decrease at the end of 2023: the current liquidity ratio reached the level of 1.4 compared to the previous period - 1.6. The quick liquidity ratio stood at 1.1, while the cash liquidity ratio was 0.3. All these values indicate that liquidity is maintained at an appropriate level.

Profitability

The analysis of profitability is presented on the basis of a group of ratios allowing the Group to assess the effectiveness of its sales activities and the impact of individual cost groups on its financial result:

- **Profit rate on sales** - profitability on sales determines the effectiveness of the sales activities carried out, i.e. it allows one to determine the proportion of revenue remaining in the company to cover its operating costs - after taking into account the direct costs of sales. Similarly, this ratio allows one to determine the impact on the Group's result of the direct costs of sales it makes.
- **Gross profitability** - determines the efficiency of the Group's operations, i.e. it allows one to assess the portion of revenue remaining in the Group to cover tax, after taking into account the costs of financial activities and

extraordinary events. Similarly, when interpreted in conjunction with the above profitability ratios, this ratio makes it possible to assess what proportion of the result is built up not by operating activities, but by its financial activities or the impact of extraordinary events.

- **Net profitability** - determines the percentage of the Group's revenue that represents its net result, i.e. after covering all the costs of its operations: sales, operating, financial and payment of taxes.
- **ROE** - return on equity: the ratio of net profit to shareholders' equity during the financial year. The ratio allows investors to assess the effectiveness of the use of capital entrusted to the Group. It represents the percentage of funds generated by the Group (net profit) that can be paid out in the form of dividends to the capital contributed by investors plus the portion of funds generated by the Group in previous years (equity).
- **ROA** - return on total assets: the ratio of net profit to assets during the financial year. The ratio allows investors to assess the efficiency of the Group's use of all its assets.

PROFITABILITY RATIOS	30.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	Change 2023/2022
ROA	15,6%	22,0%	6,0%	-6,43
ROE	45,3%	53,0%	23,0%	-7,68
RATE OF PROFIT ON SALES	5,6%	7,1%	4,5%	-1,49
EBIT PROFITABILITY	4,5%	3,6%	1,3%	0,86
EBITDA PROFITABILITY	5,2%	3,8%	1,0%	1,39
NET PROFITABILITY	3,8%	2,8%	0,9%	1,00

The achieved return on assets of almost 16% at the end of 2023 is by 6 p.p. down against the result obtained in the corresponding period. The return on equity ratio at the end of 2023 is almost by 8 p.p. down against the result in 2022.

The profit rate on sales in 2022 decreased by 1.5 p.p. against 2022 and reached 5.6%. The other ratios are clearly higher than those achieved in 2022 and are due to increased profit.

Performance

The following indicators were used to assess performance:

- **Receivables turnover (in days):** ratio of trade receivables at the end of the financial year to net sales revenue x 360 days. The ratio determines the average period, defined in days, after which receivables from invoices issued by the Group are collected. In general, the aim should be to minimise this ratio.
- **Short-term liabilities turnover (in days):** Ratio of short-term liabilities to suppliers at the end of the financial year to net sales revenue x 360 days. The ratio represents the average period, defined in days, after which the Group's liabilities are repaid. Efforts should be made to maximise this ratio.
- **Inventory turnover (in days):** Ratio of average inventory at the end of the financial year to net sales revenue x 360 days. The ratio represents the average period, defined in days, over which the Group holds inventories before selling them. For reasons of efficiency, efforts should be made to minimise this ratio.

PERFORMANCE RATIOS	30.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	Change 2023/2022 (days)
Turnover of trade receivables (in days)	23	20	23	3
Turnover of trade liabilities (in days)	16	14	17	2
Inventory turnover (in days)	11	7	14	4
Inventory turnover (in days) adjusted by compulsory reserve	7	7	4	0

The turnover rate of trade receivables in 2023 was 23 days, meaning that the average waiting time for receivables increased by 3 days. The time of paying liabilities increased by 2 days against 2022. The inventory turnover ratio increased by 4 days in 2023, which is mainly due to an increase in the value of inventories at the end of 2023. The inventory turnover cycle adjusted for the value of compulsory reserve did not change against 2022.

CASH TO CASH	30.01.2023 31.12.2023	01.01.2022 31.12.2022	01.01.2021 31.12.2021	Change 2023/2022 (days)
inventory cycle + receivables cycle - liabilities cycle	18	13	20	5
Adjusted for the value of compulsory reserve, cash cycle	14	13	10	1

The cash cycle at the end of 2023 was 18 days, 5 days longer against the result in the corresponding period of 2022. The cash cycle adjusted for the value of compulsory reserve at the end of 2023 was extended by 1 day against 2022. In the corresponding period of 2022, the cycle was 13 days.

Debt assessment

The Group's degree of indebtedness was assessed based on the following ratios:

- **Asset coverage ratio:** the ratio of total equity to total assets. The ratio indicates the extent to which the Group's assets are covered by the equity it holds.
- **Overall debt ratio:** the ratio of total liabilities to total assets. The ratio indicates to what extent the Group's assets have been financed by its debt.

DEBT RATIOS	31.12.2023	31.12.2022	31.12.2021	Change % 2023/2022
Total debt ratio	66%	58%	74%	13%
Asset coverage ratio	34%	42%	27%	-18%
Equity to fixed assets ratio	74%	262%	174%	-72%
Total debt ratio adjusted for the loan to compulsory reserves	66%	58%	66%	13%

The total debt ratio at the end of 2023 is by 8 p.p. higher against the ratio calculated at the end of 2022, indicating that external financing has increased. The asset coverage ratio is by 8 p.p. lower against that shown at the end of 2022. The asset coverage ratio recorded a large decrease and reached 74% against the previous period. The total debt ratio adjusted for the loan to compulsory reserves is by 8 p.p. higher against that shown at the end of 2022.

7.6. MANAGEMENT OF THE GROUP'S FINANCIAL RESOURCES

The Group manages financial resources both at the individual company level and at the consolidated level. The Group takes measures to ensure stable and efficient financing of its operations. Management of the Group's financial resources consists primarily of planning and monitoring cash flows in the short and long term for its operating, investing and financing activities and taking measures to raise funds to finance the Group's operations while minimising the costs of these activities. In order to implement the liquidity management process, the Group uses tools to support the efficiency of this process. One of these is an umbrella loan covering several companies in the Group, as well as lines of credit between companies in the Group. This allows the Group to optimise the management of its cash holdings, reduce interest costs, effectively finance its current working capital needs and support short-term liquidity in the Group.

CHARACTERISATION OF THE STRUCTURE OF ASSETS AND LIABILITIES FROM THE POINT OF VIEW OF LIQUIDITY

The Group is guided in its liquidity management by the following principles:

- providing stable and diversified funding from external institutions in the form of revolving loans, overdrafts, investment loans and leases,
- ongoing monitoring of debt ratios and bank covenants
- allocating financial surpluses to the repayment of interest-bearing debt or effectively investing them in safe instruments,
- obtaining credit limits from leading business partners,
- the collection of receivables in accordance with their due dates, possibly issuing interest notes in the event of overdue payments,
- effective management of other elements of working capital.

<i>Specification</i>	31.12.2023	31.12.2022	31.12.2021
Net cash flow from operating activities	(29 919)	502 260	(139 954)
Net cash flow from investing activities	(155 116)	(105 675)	(18 992)
Net cash flow from financing activities	187 524	(38 251)	(36 113)
Net change in cash and cash equivalents	2 489	358 334	(195 059)

Cash from operating activities

In 2023, net cash flow from operating activities amounted to PLN (-) 29,919 thousand which was mainly due to an increase in inventories by over PLN 93,053 thousand and a decrease in liabilities by PLN 109,388 thousand. The operating profit of PLN 508 m was largely generated from the bargain purchase of Lotos Terminale (PLN 434,972 thousand), which did not increase cash in the Group.

Cash from investing activities

The value of cash used in investing activities in the reported 2023 year amounted to PLN 155 116 thousand and was higher by PLN 49,440 thousand against the corresponding period of 2022, and was mainly due to expenditure on the acquisition of fixed assets in the form of wagons and rail tankers in the amount of PLN 128,789 thousand and expenditure on the acquisition of subsidiaries in the amount of PLN 91,576 thousand.

Cash from financing activities

Increased cash expenditure on operating and investing activities was financed by an increase in net financing in 2023 of PLN 391,726 thousand. Net cash flow from financing activities in 2023 amounted to PLN 187,524 thousand against (-) PLN 38,251 thousand of cash flows at the end of 2022. The level of cash flow from financing activities in the reported period also takes into account interest paid and lease payments of PLN 91,974 thousand.

As a result of the above-mentioned factors, the change in cash and cash equivalents amounted to PLN 2 489 thousand against a change of PLN 358 334 thousand in 2022.

7.7. LIABILITIES FROM LOANS AND LEASES AND OVERDRAFTS

The finalisation of the acquisition of 100% of the shares in Lotos Terminale S.A. resulted in a leap in the Group's growth, both in the business and financial areas, but also in human resources and employees. Despite the management and organisational measures taken, allowing for effective management of the new assets, human resources and finances in the initial phase, there is a risk of reduced business effectiveness and efficiency, which may affect the achievement of lower than expected financial results. The completion of the transaction resulted in the entry into force of loan agreements and collateral, which have the effect of increasing the Group's liabilities and reducing free working capital, including for new investments.

Analysis of credit and loan agreements as at 31.12.2023

Liabilities due to loans, borrowings, leases, other debt instruments and overdrafts

<i>in PLN thousand</i>	31.12.2023	31.12.2022
Bank loans	225 645	-
Loans	30 434	348
Financial liabilities under sale and leaseback	129 296	-
Lease liabilities	236 589	107 284
Financial liabilities due to reverse factoring	97 250	-
Overdraft facilities	298 513	206 754
Total	1 017 727	314 386

As at 31 December 2023, the Group reported liabilities from loans, borrowings and leases of PLN 1,017,727 thousand, these liabilities increased by 223% against 31 December 2022. The increase in liabilities is related to the Group's growth. In 2023, the Group incurred new liabilities of PLN 1,062,358 thousand and made principal repayments of PLN 510,630 thousand. The change in debt is presented in note 7.3 of the Consolidated Financial Statements. In 2023, a syndicated loan was drawn down to finance the acquisition of Lotos Terminale shares and refinance debt. The Group entered into leaseback agreements, the subject of the agreements were rail tankers for the transportation of liquid fuels and funds to be used for the purchase of goods (Commodity Trade Finance Facility). In its activities, the Group uses full and reverse factoring, closely linked to the purchase of trade goods. The change in liabilities arising from financing activities is presented in accounting note number 7.3 in the Consolidated Financial Statements of the UNIMOT Group for 2023.

The specification of the concluded loan and credit agreements is shown in the table below.

Analysis of credit and loan agreements as at 31.12.2023 in PLN thousand

<i>in PLN thousand</i>							
Name of financing company	Long-term part	Short-term part	Carrying amount at 31.12.2023	Currency	Objective	Type of commitment	Date of award
mBank S.A.	65 919	-	65 919	PLN	Financing of the acquisition of Lotos Terminale shares + debt refinancing	Credit B	12.01.2022 (annexes: 30.09.2022 and 21.09.2022)
Pekao S.A.	68 062	12 605	80 667				
PKO BP S.A.	72 990	6 069	79 059				
Haitong Bank S.A.	-	-	-				
BOŚ Bank S.A.	-	104 286	104 286	PLN	financing of day-to-day operations	Revolving credit/overdraft facility	20.06.2023
Bank Millenium S.A.	-	25 022	25 022	PLN/EUR/USD	financing of day-to-day operations	Umbrella loan / overdraft facility	25.11.2019
mBank S.A.	-	-	-	PLN	Financing the purchase of diesel	Overdraft facility	29.12.2021
mBank S.A.	-	169 205	169 205	USD	financing of day-to-day operations	Revolving credit/overdraft facility	07.07.2015
BOŚ Factoring	-	49 963	49 963	PLN/USD/EUR	Financing the purchase of goods	Reverse factoring line agreement	20.06.2023
PKO Factoring	-	47 287	47 287	PLN/EUR/USD	Financing the purchase of goods	Reverse factoring line agreement	19.09.2023
ING Bank N.V. Amsterdam/Geneva	-	-	-	USD	financing the purchase of goods	Commodity Trade Finance Line of Credit	18.08.2023
PKO BP S.A.	-	-	-	PLN	financing of day-to-day operations	Multi-product credit limit	09.07.2019
Unimot Express Sp z. o.o.	-	30 245	30 245	PLN/EUR/USD	financing of day-to-day operations	Loan Facility Agreement	29.06.2023

U.C Energy Limited	189	-	189	EUR/USD	financing of day-to-day operations	Loan Facility Agreement	01.03.2015
	207 160	444 682	651 842				

A detailed description of the agreements, including the type of interest rate and maturity, is presented in Note 7.2 of the UNIMOT CG Consolidated Financial Statements for 2023.

During the period covered by these financial statements, none of the loan agreements were placed in default, nor were there any defaults in the repayment of principal or interest on the financial liabilities shown in the statements of financial position.

COLLATERAL FOR LOANS AND ADVANCES LISTED IN THE TABLE ABOVE

1. Declaration of submission to enforcement up to PLN 986.7 million:
 - 114.35 million relates to the umbrella loan at Bank Millennium,
 - 8.25 million relates to an overdraft facility with mBank,
 - 295.1 million (USD 75 million) relates to mBank's USD revolving credit facility,
 - 99 million relates to a revolving credit/overdraft facility with BOŚ Bank S.A.,
 - PLN 75 million relates to the reverse factoring line at BOŚ Factoring,
 - PLN 75 million relates to the reverse factoring line at PKO Factoring,
 - 320 million relates to a financing agreement with a consortium of banks.
2. A joint mortgage of up to PLN 587.9 million:
 - PLN 3.4 million on real estate belonging to Unimot Express Sp.z.o.o. together with assignment of rights under an insurance policy relates to an umbrella overdraft facility with Bank Millennium,
 - PLN 8.5 million on real estate owned by Unimot Express Sp.z.o.o, together with an assignment of rights under an insurance policy relates to an umbrella overdraft facility with Bank Millennium,
 - PLN 16 million on real estate belonging to: Unimot S.A., located in Zawadzkie, Unimot Express Sp. z o.o., located in Częstochowa, ul. Torowa 3B relates to an umbrella overdraft facility with Bank Millennium,
 - 560 million on all properties together with the assignment of rights under insurance policies relates to the financing agreement with the bank consortium.
3. Sureties of up to PLN 345.1 million and up to the amount of liabilities incurred:
 - The PLN 102.4 million mutual of Unimot S.A., Unimot Paliwa Sp. z o.o.; Tradea Sp. z o.o. and UEIG Sp. z o.o. relates to an umbrella loan with Bank Millennium,
 - PLN 236.1 million (USD 60 million) of Unimot S.A. relates to a USD working capital loan with mBank,
 - Unimot SA's PLN 6.6 million relates to an overdraft facility with mBank,
 - Up to the amount of incurred liabilities relates to the Commodity Trade Finance Credit Facility of ING Bank N.V.. Amsterdam Lancy/Geneva Branch
4. A cash deposit of up to PLN 1.1 million applies to an overdraft facility with mBank.
5. The registered pledge on inventory up to PLN 245.9 million (USD 62.5 million) relates to the USD working capital facility with mBank,
6. Guarantee of up to PLN 77.8 million and up to the amount of liabilities incurred:
 - PLG FGP BGK 52.8 million to 77.8 PLG FGP BGK 52.8 million relates to a revolving credit/overdraft facility with BOŚ Bank S.A.,
 - 25 million LGF FGP BGK reverse factoring line at BOŚ Factoring,
 - Up to the amount of incurred liabilities relates to the Commodity Trade Finance line of credit at ING Bank N.V.. Amsterdam Lancy/Geneva Branch.
7. Promissory note with declaration up to the amount of the debt incurred, applicable:
 - Revolving loan/overdraft at BOŚ Bank S.A.,
 - Reverse factoring line with BOŚ Factoring,
 - Reverse factoring line at PKO Factoring,
 - The receivables factoring line at PKO Factoring,
 - The accounts receivable factoring line at mFaktoring,
 - Multi-product agreement at PKO BP S.A.

8. Registered and financial pledges on shares, assets (stock, machinery), cash and bank accounts - up to the amount of the liability incurred, applicable to:
 - Umbrella overdraft facility with Bank Millennium,
 - ING Bank N.V. Commodity Trade Finance Facility. Amsterdam Lancy/Geneva Branch,
 - Funding agreements in a syndicate of banks,
 - Reverse factoring line with BOŚ Factoring,
 - Revolving loan/overdraft facility with BOŚ Bank S.A.
9. Registered and financial pledges on receivables from bank accounts, including account agreements - up to the amount of the receivables, applies to:
 - Umbrella overdraft facility with Bank Millennium,
 - USD working capital loan with mBank.
10. Power of attorney to dispose of accounts and funds held in accounts - up to the amount of liabilities, applicable to:
 - Revolving loan/overdraft at BOŚ Bank S.A.,
 - Reverse factoring line with BOŚ Factoring,
 - Reverse factoring line at PKO Factoring,
 - The receivables factoring line at PKO Factoring.
11. Debt accession - up to the amount of the debt, applicable to:
 - Revolving loan/overdraft at BOŚ Bank S.A.,
 - Reverse factoring line with BOŚ Factoring,
12. Assignment in favour of the Bank of receivables due to the Customer from its debtors, from bank accounts, the diesel insurance contract(s) at the depot of an independent third-party company and the factoring agreement, applies to:
 - USD working capital loan with mBank,
 - The accounts receivable factoring line at mFactoring,
 - Funding agreements in a syndicate of banks.
13. Assignment of rights to future indemnities under the Tripartite Agreement to the Insurance Agreements of KUKE, TU Euler Hermes SA and Atradius Crédito y Caución S.A.de Seguros y Reaseguros Spółka Akcyjna Branch in Poland, applies to:
 - USD working capital loan with mBank.
 - The accounts receivable factoring line at mFactoring,
 - The receivables factoring line at PKO Factoring.

The subordination agreement for intra-group loans relates to a financing agreement in a syndicate of banks

<i>in PLN thousand</i>	Lease payments	Interest	Capital	Lease payments	Interest	Capital
	31.12.2023			31.12.2022		
up to one year	42 686	5 450	37 236	16 515	5 563	10 952
1 to 5 years	108 002	22 402	85 600	50 794	16 255	34 539
Over 5 years	294 664	180 910	113 753	78 312	16 519	61 793
Total	445 351	208 762	236 589	145 621	38 337	107 284

Lease liabilities with effective interest increased by 206% against the end of 2022. This was due to a change in the structure of the Unimot Group and the commencement of operations in the rail transport sector resulting in a significant increase in rolling stock in the freight section.

Capital lease liabilities with a term of up to one year represent 16% of the value of these liabilities.

Capital lease liabilities with terms of between 1- and 5-years account for 36% of the value of these liabilities.

Capital lease liabilities with maturities of more than 5 years account for 48% of the value of these liabilities.

7.8. LOANS AND BORROWINGS GRANTED

Group loans granted in 2023:

The Unimot Group did not grant any new loans in 2023.

At 31.12.2023, the item Loans granted includes:

- the balance of educational loans for people in higher education as part of cooperation with the IVY Poland Foundation - an amount of PLN 19 thousand.

7.9. SURETIES AND GUARANTEES GIVEN

in PLN/EUR/USD thousand	As at 31.12.2023			As at 31.12.2022		
	PLN	EUR	USD	PLN	EUR	USD
Insurance guarantees lodged as an excise duty security	205 000	-	-	27 100	-	-
Sureties issued for insurance guarantees deposited as concession security	40 000	-	-	27 000	-	-
Performance guarantees and trade limits	35 158	12 067	-	19 299	17 500	-
Performance bonds and trade limits	271 782	12 000	6 000	6 083	11 000	3 600
Loan guarantees	-	-	43 000	-	-	35 000
Total	551 940	24 067	49 000	79 482	28 500	38 600

Companies in the Unimot Group have provided insurance guarantees as security for public-law liabilities, performance bonds and guarantees for the due performance of contracts and trade limits, and sureties for the due performance of contracts and trade limits.

The sureties and guarantees provided are mainly related to: civil-law guarantees related to securing the proper performance of contracts and public-law guarantees resulting from generally applicable regulations securing the proper conduct of the licensed activities in the liquid fuels sector and the tax, customs, etc. receivables resulting from such activities.

The significant increase in sureties and guarantees issued compared to the previous year is due to the following events:

- Unimot S.A. has become the guarantor of obligations under the Insurance Guarantee Agreement concluded on 10 March 2023 with Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A. to secure the payment of excise tax and fuel charges by Unimot Paliwa Sp. z o.o. The amount of the guarantee is PLN 30 million and its validity period is from 11 April 2023 to 10 April 2024. The beneficiary of the guarantee is the Head of the Tax Office in Pruszków.
- Unimot S.A. and Unimot Paliwa Sp. z o.o. are guarantors of obligations under the Insurance Guarantee Agreement concluded on 24 March 2023 with UNIQA Towarzystwo Ubezpieczeń S.A. to secure payment of excise tax and fuel charges by Unimot Paliwa Sp. z o.o.. The amount of the guarantee is PLN 25 million and its validity period is from 11.04.2023 to 10.04.2024. The beneficiary of the guarantee is the Head of the Tax Office in Pruszków.
- Unimot S.A. has become a guarantor of obligations under the Insurance Guarantee Agreement concluded on 14 March 2023 with Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A. to secure the payment of excise tax and fuel charges by Unimot Terminale S.A. (formerly Lotos Terminale S.A. in force following the acquisition by Unimot Investments sp. z o.o. of 100% of the shares in Lotos Terminale). The amount of the guarantee is PLN 150 million and its validity period is from 1 April 2023 to 31 March 2024. The beneficiary of the guarantee is the Head of the 2nd Tax Office in Bielsko-Biała.

- On 1 December 2022, an agreement was concluded for the provision of real estate and settlement of capital expenditures related to the implementation of the investment in the fuel terminal in Szczecin. The agreement was concluded between PKN Orlen and Lotos Terminale with Unimot S.A. and Unimot Investments Sp. z o.o. as guarantors. Under the agreement, Unimot S.A. and Unimot Investments jointly and severally guaranteed the payment by Lotos Terminale to Orlen S.A. (PKN Orlen S.A.) the amount of the settlement of expenditures and incidental receivables agreed in the agreement up to a maximum of PLN 78 million. The surety came into effect on the date of completion of the transaction of acquisition by the UNIMOT Group of 100% of shares in Lotos Terminale and the maximum term of the surety is 31 December 2032.
- On 30 June 2023, a Surety Agreement was executed between Unimot Paliwa Sp. z o.o. and ORLEN S.A. securing ORLEN S.A.'s receivables from Unimot Bitumen Sp. z o.o. under the Conditional Master Sale Agreement dated 12 January 2022 (the "Secured Agreement"). The maximum value of the security is PLN 180 million and the maximum term of the security expires on 1 January 2024.
- In connection with the USD revolving credit agreement between Unimot Paliwa Sp. z o.o. and mBank S.A., Unimot S.A. provided a surety for the financial obligations under the Agreement, up to USD 60.0 million. The surety is valid until 21.02.2027. As of 31.12.2023, the balance of the loan utilisation was USD 43.0 million.
- In connection with the Umbrella Loan Agreement entered into with Bank Millennium S.A., Unimot S.A., Unimot Paliwa Sp. z o.o., Unimot Energia i Gaz Sp. z o.o. and Tradea Sp. z o.o. provided joint and several surety for the financial liabilities arising from the performance of the Agreement, up to a maximum amount of PLN 102.4 million.

Contingent liabilities

As at 31 December 2023, the Group has a contingent liability of PLN 322 thousand with the Provincial Fund for Environmental Protection and Water Management in Katowice. The contingent liability relates to an agreement between the WFOŚiGW and RCEkoenergia Sp. z o.o. constituting a commitment by RCEkoenergia Sp. z o.o. to fulfil the obligation to maintain the previously achieved material and environmental effects for 5 years.

7.10. CURRENT AND PROJECTED FINANCIAL POSITION OF THE UNIMOT CG

The Unimot Group does not publish financial forecasts for future years; additionally, the Issuer's Management Board decided not to publish a forecast of consolidated adjusted EBITDA for 2023, having regard to external market factors beyond the Company's control, related to the high volatility and uncertainty of the fuel market situation caused by the ongoing armed conflict in Ukraine and the economic effects of sanctions on Russia and Belarus imposed in connection with this event. In addition, the inability to estimate and publicise the forecast for 2023 is due to the difficulty to predict impact on this year's Group results of the planned acquisition of the Lotos Terminale assets.

7.11. RELATED PARTY TRANSACTIONS

In 2023 and 2022, Unimot S.A. and the UNIMOT Group companies entered into transactions with the Senior Parent Entity for Unimot S.A. (i.e. Unimot Express Sp. z o.o.) and subsidiaries and associates of the Senior Parent Entity, as well as with its related entities (a shareholder entity together with its subsidiary) and with entities personally related to Unimot S.A.

No individual transactions between the Group and related entities were identified that were significant due to their unusual scope and value, with the exception of the one described below. These transactions mainly related to the purchase of materials and services for day-to-day operations: trading in liquid and gaseous fuels, trading in electricity, rental services.

Supplementary information on related party transactions is disclosed in note 9.4 of the Unimot Group's 2023 annual financial statements.

7.12. DIFFERENCES BETWEEN THE FINANCIAL RESULTS REPORTED IN THE ANNUAL REPORT AND PREVIOUSLY PUBLISHED FORECASTS FOR 2022

The company did not publish forecasts.

7.13. SIGNIFICANT OFF-BALANCE SHEET ITEMS

There are no significant off-balance sheet items on the Unimot Group's books, except for the contingent liabilities disclosed in the report.

8. FINANCIAL SITUATION OF THE ISSUER UNIMOT S.A.

8.1. THE ISSUER'S BASIC PRODUCTS, GOODS AND SERVICES

Standalone sales revenues and their structure by product group:

<i>in PLN thousand</i>	01.01.2023 31.12.2023	Structure %	01.01.2022 31.12.2022	Structure %	01.01.2021 31.12.2021	Structure %
Diesel and bio-fuels	0	0,0%	5 887 388	76,6%	6 442 603	81,0%
LPG	0	0,0%	538 067	7,0%	645 338	8,1%
Natural gas	363 749	34,4%	603 429	7,9%	543 159	6,8%
Petrol stations	635 319	60,0%	500 706	6,5%	213 307	2,7%
Bitumen	20 223	1,9%	153 333	2,0%	107 793	1,4%
Photovoltaics	8 840	0,8%	0	0,0%	0	0,0%
Solid fuels	9 546	0,9%	0	0,0%	0	0,0%
Other activities	20 922	2,0%	0	0,0%	0	0,0%
Total	1 058 600	100%	7 682 923	100%	7 952 200	100%

The Issuer's revenues in 2023 amounted to PLN 1 058 600 thousand. The revenue structure was substantially adjusted following organisational changes in 2022, consisting in the transfer of an organised part of the Unimot SA enterprise to Unimot Paliwa sp. z o.o. In 2023, the primary source of revenue was revenue generated at petrol stations, which increased by 27% against 2022. Sales at petrol stations accounted for 60% of the total revenue generated. Revenues from natural gas sales were by 27% lower against 2022 and accounted for 34% of total value revenues.

Standalone volumes by product group:

<i>in m3/T/GWh/KWp/Mg</i>	01.01.2023 31.12.2023	01.01.2022 31.12.2022	% change
Diesel and bio-fuels [m3]	-	985 605	-100%
LPG [T].	-	188 999	-100%
Natural gas [GWh]	885	1006	-12%
Petrol stations [m3]	301 040	236 502	27%
Bitumen [Mg]	9351,48	54 974	-83%
Photovoltaics [KWp].	-	2 897	-100%
Solid fuels [Mg]	9 850	-	-

8.2. FACTORS AND UNUSUAL EVENTS AFFECTING THE ISSUER'S PERFORMANCE

<i>in PLN thousand</i>	01.01.2023	01.01.2022	01.01.2021	% change
	31.12.2023	31.12.2022	31.12.2021	2023/20222
EBIT *	56 542	127 540	94 522	-56%
EBITDA **	72 123	140 336	104 136	-49%
GROSS RESULT	38 662	143 961	89 333	-72%
NET RESULT	45 039	117 288	72 046	-62%

* EBIT --> defined as Earnings Before Interest and Taxes.

** EBITDA --> defined as Earnings Before Interest, Taxes, Depreciation and Amortisation.

In 2023, the Issuer achieved a gross result of PLN 38,662 thousand, which was by 72% down against the result achieved at the end of 2022, amounting to a difference of PLN 105,299 thousand.

The net result amounted to PLN 45,039 thousand and was by 62 % down against the result achieved at the end of 2022, which amounts to a difference of PLN 72,249 thousand.

The EBITDA result amounted to PLN 56,542 thousand and was by 56 % down against the result achieved at the end of 2022, which amounts to a difference of PLN 70,998 thousand.

RESULTS - adjusted

<i>in PLN thousand</i>	01.01.2023	01.01.2022	01.01.2021	% change
	31.12. 2023	31.12. 2022	31.12.2021	2023/20222
Adjusted EBITDA	77 885	130 036	79 785	-40%
Adjusted net result	50 801	106 988	47 695	-53%

YTD results in 2023 were adjusted by an amount of (+) PLN 5,762 thousand as a result of: an adjustment to depreciation costs for investments in franchised stations included in operating expenses on the books.

8.3. ANNUAL STANDALONE STATEMENTS OF FINANCIAL RESULT AND OTHER TOTAL REVENUES

<i>in PLN thousand</i>	01.01.2023	01.01.2022	Change %
	31.12.2023	31.12.2022	2023/2022
Continuing operations			
Sales revenue	1 057 243	1 282 965	-18%
Profits/(losses) on financial instruments relating to fuel trading	1 357	-	-
Cost of goods and materials sold	(971 249)	(1 199 769)	-19%
Gross profit/(loss) on sales	87 351	83 196	5%
Other operating income	99 910	11 980	734%
Selling costs	(77 649)	(72 413)	7%
Overheads	(47 532)	(19 850)	139%
Other net profits / (losses)	330	-	-
Other operating expenses	(5 868)	(17 795)	-67%
Operating profit/(loss)	56 542	(14 882)	-480%
Financial income	2 607	1 621	61%
Financial costs	(20 487)	(7 226)	184%
Net financial profit/(expenses)	(17 880)	(5 605)	219%
Profit/(loss) before tax	38 662	(20 487)	-289%
Income tax	6 377	4 572	39%
Net profit/(loss) for the reporting period from continuing operations	45 039	(15 915)	-383%

Unimot S.A., following organisational changes related to the transfer of the liquid fuels segment to Unimot Paliwa spółka z o.o., reduced its operational activities, leaving itself with only the natural gas and AVIA petrol station business; moreover, the Issuer was focused on strategic management, corporate governance and offered shared services in the areas of accounting, HR, legal and IT services, among others.

Primary sales revenue decreased against 2022 by 18% and correlated with a decrease in the cost of goods and materials sold. There was a significant increase in overheads, which is mainly related to the remuneration paid to the members of the statutory bodies for 2022, as well as salary costs for new managers in connection with the Unimot Group's development in the area of shared services. Advertising expenses in connection with the launch of further AVIA stations also had a significant impact on the increase in overheads.

The increase in finance costs in 2023 is due to an increase in credit exposure and thus an increase in transaction costs related to borrowing, loans and lease interest.

The increase in operating income is related to dividends received from shareholdings in other entities.

<i>in PLN thousand</i>	01.01.2023	01.01.2022
	31.12.2023	31.12.2022
Poland	976 557	1 251 565
Czech Republic	-	12
Switzerland	57 837	24 285
Hungary	-	32
Austria	4	345
Belgium	-	72
United Kingdom	-	-
Georgia	-	151
Netherlands	15 063	915
Romania	-	196
Ukraine	1 502	1 522
Taiwan	684	584
China	225	177
Bulgaria	-	1 651
Kazakhstan	1 755	1 351
Greece	12	27
Cyprus	2 934	-
Germany	1 390	-
Ireland	34	-
Latvia	603	80
Total	1 058 600	1 282 965

Between 1.01.2023 and 31.12.2023, three of the company's customers exceeded 10% of revenue: Unimot Paliwa Sp. z o.o. - 47.30%, Unimot Energia i Gaz Sp. z o.o.- 15.20%, Dom Maklerski Banku Ochrony Środowiska S.A.- 10.59%. In the comparable period, none of the Company's customers exceeded 10% of revenue.

Domestic sales accounted for 92% of total sales and, compared to 2022, this share was down by 6 p.p., sales to Switzerland increased by 3 p.p. and new markets emerged to the Netherlands, Kazakhstan, Cyprus and Germany.

STRUCTURE OF COSTS BY TYPE

<i>in PLN thousand</i>	01.01.2023	01.01.2022	Change
	31.12.2023	31.12.2022	2023/2022
Depreciation of fixed assets and intangible assets	(4 533)	(2 170)	109%
Amortisation of right-of-use asset	(11 048)	(9 169)	20%
Consumption of materials and energy	(5 025)	(4 747)	6%
Third-party services	(64 396)	(31 249)	106%
Taxes and charges	(2 765)	(998)	177%
Salaries	(19 284)	(30 247)	-36%
Social security and other benefits	(3 130)	(3 138)	0%
Other costs by type	(16 026)	(13 338)	20%
TOTAL COSTS BY TYPE	(126 207)	(95 055)	33%

As at 31 December 2023, costs by type increased by 33% against the costs incurred in the previous year, the increase amounting to PLN 31,152 thousand. The most valuable changes occurred in the item of Third-party services, which increased by more than 106%, amounting to PLN 33,147 thousand.

The increase in third-party services costs is mainly due to: storage services related to maintaining higher levels of natural gas stocks in caverns, higher costs related to the increase in the number of Avia stations and their maintenance costs, and legal and advisory services related to the finalisation of the acquisition of additional assets relating to Lotos Terminale and their servicing costs.

Remuneration at Unimot S.A. at the end of 2023 was by 36% lower against that reported at the end of 2022, which amounts to PLN 10 963 thousand. The decrease in salaries and wages is due to the release of the provision for the Management Board's bonuses for 2023 as the Group's net result did not exceed the threshold required for bonus payments. Taxes and fees increased by 177%, amounting to PLN 1,767 thousand, this item consists mainly of accrued real estate tax, tax on civil law transactions, paid licenses and fees for perpetual usufruct of land.

Depreciation and amortisation increased by 129%, amounting to PLN 4,242 thousand against 2022. The increase in depreciation and amortisation is a consequence of the increase in the quantity and value of fixed assets.

In 2023, the cost of consumption of materials and energy was by 6% lower against the same period of the previous year, other costs by type increased by 20%, amounting to PLN 2,688 thousand. This item consists mainly of advertising costs, AVIA station equipment and business travel costs.

8.4. ANNUAL STANDALONE STATEMENTS OF FINANCIAL POSITION

<i>in PLN thousand</i>	31.12.2023	Share of total assets	31.12.2022	Change 2023/2022
Fixed assets				
Tangible fixed assets	50 328	6%	41 716	21%
Right to use assets	131 905	16%	91 274	45%
Intangible assets	1 717	0%	1 266	36%
Investments in subsidiaries	407 617	48%	210 145	94%
Other financial assets	285	0%	260	10%
Derivative financial instruments	703	0%	7 835	-91%
Long-term receivables	2 140	0%	1 026	109%
Assets from contracts with customers	9 374	1%	8 562	9%
Deferred tax assets	17 472	2%	11 504	52%
Total fixed assets	621 541	73%	373 588	66%
Current assets		0%		
Inventories	28 109	3%	20 742	36%
Assets from contracts with customers	3 790	0%	3 094	22%
Trade and other receivables	148 732	18%	112 018	33%
Other financial assets	3 596	0%	126 109	-97%
Derivative financial instruments	6 417	1%	794	708%
Income tax receivables	-	0%	5 872	-100%
Cash and cash equivalents	35 055	4%	67 348	-48%
Other current assets	1 526	0%	2 363	-35%
Total current assets	227 226	27%	338 339	-33%
TOTAL ASSETS	848 767	100%	711 927	19%

Fixed assets at the end of 2023 represented 73% of the balance sheet total, while current assets represented 27% of the balance sheet total. These proportions have changed significantly compared to 2022. At the end of 2022, fixed assets represented 66% of total assets and current assets represented 33%.

In 2023, the most significant changes occurred in the item investments in subsidiaries, which increased by 30% against 2022, amounting to PLN 197,472 thousand. These investments included shares in newly established companies such as UNIMOT TERMINALE Sp. z o.o. (PLN 136,000 thousand), Olavion (PLN 40,183 thousand), Sp. z o.o., Unimot Commodities Sp. z o.o. (PLN 22,099 thousand) and a capital increase in Unimot Ukraine LLC of PLN 5,364 thousand. The value of fixed assets against 2022 increased by 52 %, amounting to PLN 247 953 thousand.

Current assets at the end of 2023 accounted for 27% of total assets and were by 6 p.p. lower against 2022.

The main changes in the area of current assets were related to increases in: inventories (36%) and trade receivables(33%). Other financial assets decreased by 97%, amounting to PLN (-)122,513 thousand. The decrease in financial assets is related to the repayment of loans granted in subsidiaries.

Financial assets mainly comprise restricted cash to hedge future hedging transactions and restricted cash to hedge natural gas trading transactions. These funds constitute the required Margin for the Company's execution of transactions through Dom Maklerski BOŚ S.A. on the markets operated by the Polish Power Exchange.

<i>in PLN thousand</i>	31.12.2023	Share of total assets	31.12.2022	Change 2023/2022
Equity				
Share capital	8 198	1%	8 198	0%
Other capital	312 050	37%	306 991	2%
Retained profit and current year result	45 483	5%	117 732	-61%
Total equity	365 731	43%	432 921	-16%
Long-term liabilities		0%		
Liabilities due to loans and other debt instruments	135 847	16%	86 677	57%
Employee benefit obligations	6 088	1%	92	6517%
Derivative financial instruments	173	0%	-	
Total long-term liabilities	142 108	17%	86 769	64%
Short-term liabilities				
Overdraft facilities	45 595	5%	52 695	-13%
Liabilities due to loans, borrowings, leases and other debt instruments	83 476	10%	8 869	841%
Derivative financial instruments	470	0%	13 268	-96%
Employee benefit obligations	535	0%	746	-28%
Liabilities from contracts with customers	3546	0%	342	937%
Trade and other liabilities	207 306	24%	116 317	78%
Total short-term liabilities	340 928	40%	192 237	77%
Total liabilities	483 036	57%	279 006	73%
TOTAL LIABILITIES	848 767	100%	711 927	19%

Shareholders' equity at the end of 2023 accounted for 43% of the balance sheet total which, compared to 2022, means a decrease in the share by 18 p.p., amounting to PLN (-) 67,190 thousand. The difference was mainly driven by the result from previous years at the end of 2023, which was 61 per cent lower, amounting to PLN (-) 72,249 thousand.

Long-term liabilities at the end of 2023 represented 17% of the balance sheet total and short-term liabilities 40% of the balance sheet total.

The 64% increase in long-term liabilities was mainly due to loans, borrowings, leases and other debt instruments. In 2023, the Company entered into new leasing agreements, which mainly consisted of leases for office properties and petrol stations, as well as leasing agreements for means of transport.

Short-term trade liabilities in 2023 accounted for 24% of the balance sheet total and were by 78% higher than in 2022, amounting to PLN 90 989 thousand. The largest increase occurred in the area of liabilities from contracts with customers and liabilities from loans, borrowings, leases and other debt instruments.

8.5. RATIO AND COMPARATIVE ANALYSIS OF THE ISSUER

The Company's ratio assessment presented below is based on the standalone financial statements for 2023 and the comparative period.

Liquidity

The following indicators were used to assess liquidity:

- **Current ratio - the ratio of current assets to short-term liabilities.** The ratio indicating the Company's ability to repay its current short-term liabilities in the medium term, i.e. after liquidating its inventory holdings, short-term financial assets, collecting short-term receivables and using cash.

- **Quick ratio - the ratio of current assets less inventories to short-term liabilities.** The ratio indicating the Company's ability to repay its current short-term liabilities in the short term, i.e. after liquidating short-term financial assets, collecting short-term receivables and using cash in bank accounts.
- **Cash liquidity ratio - the ratio of cash to short-term liabilities.** The ratio indicating the Company's ability to immediately repay its current short-term liabilities in the short term, i.e. using only the cash held in its bank accounts.

LIQUIDITY RATIOS	31.12.2023	31.12.2022	Change % 2023/2022
Current ratio	0,7	1,8	-1.1 (p.p.)
Quick liquidity ratio	0,6	1,7	-1.1 (p.p.)
Cash liquidity ratio	0,1	0,4	-0.3 (p.p.)

The current ratio at the end of 2023 was 0.7 and is 1.1 p.p. lower against that calculated at the end of 2022. The quick ratio also fell by 1.1 p.p., reaching 0.6 at the end of 2023. The cash ratio fell by 0.3 p.p. and was 0.1 at 31.12.2023.

Profitability

The profitability analysis is presented on the basis of a group of indicators allowing the assessment of the efficiency of the Issuer's sales activities and the impact of individual cost groups on its financial result:

- **Rate of profit on sales** - profitability of sales determines the effectiveness of the sales activities carried out, i.e. it allows for determining the portion of revenue remaining in the company to cover the costs of its functioning - after taking into account the direct costs of sales. Similarly, this ratio allows one to determine the impact on the Company's result of the direct costs of sales realised by it.
- **Gross profitability** - determines the efficiency of the Company's operations, i.e. allows an assessment of the proportion of income remaining in the Company to cover tax, after taking into account the costs of financial activities and extraordinary events. Similarly, this ratio, interpreted together with the above profitability ratios, makes it possible to assess what part of the result is built not by operating activities, but is due to its financial activities or the impact of extraordinary events.
- **Net profitability** - determines the percentage of the Company's revenue that represents its net result, i.e. after covering all the costs of its operations: sales, operating, financial and payment of taxes.
- **ROE** - return on equity: the ratio of net profit to average equity during the financial year. The ratio allows investors to assess the effectiveness of the use of capital entrusted to the Company.
- **ROA** - return on total assets: the ratio of net profit to average assets during the financial year. The ratio allows investors to assess the efficiency of the use of all assets held by the Company.

PROFITABILITY INDICATORS	30.01.2023 31.12.2023	01.01.2022 31.12.2022	Change 2023/2022
ROA	5,3%	-2,2%	7.6 p.p.
ROE	12,3%	-3,7%	16.0 p.p.
RATE OF PROFIT ON SALES	8,3%	6,5%	1.8 p.p.
EBIT PROFITABILITY	5,3%	9,9%	-4.6 p.p.
EBITDA PROFITABILITY	6,8%	10,9%	-4.1 p.p.
NET PROFITABILITY	4,3%	-1,2%	5.5 p.p.

In 2023, the Company recorded a decrease in ROA and ROE profitability ratios - ROA reached 5.3% (up by 7.6 p.p. against 2022), ROE reached 12.3% (up by 16 p.p. against 2022). The other ratios recorded increases relative to their values at the end of the previous period. EBITDA profitability reached 6.8% (down by 4.1 p.p. against 2022). EBIT profitability in 2023 was 5.3%, net profitability - ROS reached the level of 4.3% and was by 5.5 p.p. higher against 2022.

Performance

The following ratios were used to assess performance:

- **Receivables turnover (in days):** ratio of trade receivables at the end of the financial year to net sales revenue x 360 days. The ratio determines the average period, defined in days, after which receivables from invoices issued by the Issuer are collected. In general, the aim should be to minimise this ratio.
- **Short-term liabilities turnover (in days):** ratio of short-term liabilities to suppliers at the end of the financial year to net sales revenue x 360 days. The ratio represents the average period, defined in days, after which the Issuer's liabilities are repaid. Efforts should be made to maximise this ratio.
- **Inventory turnover (in days):** ratio of average inventory at the end of the financial year to net sales revenue x 360 days. The ratio represents the average period, defined in days, over which the Company holds inventory before selling it. For reasons of efficiency, efforts should be made to minimise this ratio.

PERFORMANCE RATIOS	30.01.2023 31.12.2023	01.01.2022 31.12.2022	Change 2023/2022 (days)
Turnover of trade receivables (in days)	51	31	19
Turnover of trade liabilities (in days)	70	33	37
Inventory turnover (in days)	10	6	4
Inventory turnover (in days) adjusted for compulsory reserve	9	4	5

The receivables turnover ratio calculated in days was 51 days at the end of 2023 (31 days at the end of 2022). The liabilities turnover ratio in 2023 was 70 days, 37 days higher against the end of 2022. The inventory turnover ratio in 2023 was 10 days (2022: 6 days), while the inventory-adjusted ratio was 9 days, 5 days longer against 2022.

31.12.2023

Cash to Cash = inventory cycle + receivables cycle - liabilities cycle.

Cash to Cash = 10 days + 51 days - 70 days = -9 days.

Adjusted for the value of the compulsory reserve, the cash cycle is:

Cash to Cash = 9 days + 51 days - 70 days = -10 days.

31.12.2022

Cash to Cash = inventory cycle + receivables cycle - liabilities cycle.

Cash to Cash = 6 days + 31 days - 33 days = 4 days.

Adjusted for the value of the compulsory reserve, the cash cycle is:

Cash to Cash = 4 days + 31 days - 33 days = 2 days.

The Cash to Cash ratio at the end of 2023 was (-) 9 days and adjusted for the value of compulsory reserve was (-) 10 days

Debt assessment

The Company's degree of indebtedness was assessed based on the following ratios:

- **Asset coverage ratio:** the ratio of total equity to total assets. The ratio indicates the extent to which the Company's assets are covered by its equity.
- **Overall debt ratio:** the ratio of the volume of total liabilities to the value of total assets. The ratio indicates to what extent the Company's assets have been financed by its debt.

DEBT RATIOS	01.01.2023 31.12.2023	01.01.2022 31.12.2022	Change 2023/2022
Total debt ratio	57%	39%	18 p.p.
Asset coverage ratio	43%	61%	-18 p.p.
Equity to fixed assets ratio	59%	116%	-57 p.p.
Total debt ratio adjusted for the loan to compulsory reserves	57%	39%	18 p.p.

The total debt ratio was 57% against 39% at the end of 2022 (the adjusted ratio remained the same), an increase of more than 18 p.p. The fixed assets to equity ratio reached 59% against 116% at year-end 2022, a decrease of 57

p.p. The asset coverage ratio reached 57% against the 39% shown at the end of 2022, a decrease of more than 18 p.p.

8.6. BORROWINGS

Analysis of credit and loan agreements as at 31.12.2023 in PLN thousand

Name of financing company	Long-term part	Short-term part	Carrying amount at 31.12.2023	Currency of the loan	Type of commitment	Date of award
Bank Ochrony Środowiska S.A.	-	39 260	39 260	PLN	Revolving credit/overdraft facility	20.06.2023
Bank Millenium S.A.	-	6 335	6 335	PLN/EUR/USD	Umbrella overdraft facility	25.11.2019
Unimot Paliwa Sp. z o.o.	-	73 017	73 017	PLN/EUR/USD	Loan agreement within the limit	24.05.2022
U.C. Energy Ltd	-	323	323	EUR/USD	Loan agreement within the limit	01.03.2015
Total	-	118 935	118 935			

As at 31.12.2023, the Renewable Loan Agreement with Bank Ochrony Środowiska S.A. remained active, with the repayment date set at 19.06.2025.

As at 31.12.2023, the Umbrella Loan Agreement with Bank Millennium S.A. remained active, with a repayment date set for 20.03.2025.

Unimot S.A. is using the limit on its line of credit on an ongoing basis. Smoothly incurring and repaying debt to Unimot Paliwa. The value of the liability to Unimot Paliwa as at 31.12.2023 amounts to PLN 73,017 thousand.

Unimot S.A. was charged with a commission on the amount of the loan line in the amount of USD 82 thousand. As at the balance sheet date, the charge amounts to PLN 323 thousand.

Collateral:

Revolving credit/overdraft agreement with BOŚ Bank S.A.:

- power of attorney to dispose of accounts, with the exception of the account opened by the Bank to handle VAT under the split payment mechanism,
- a financial pledge with an offsetting clause on the rights to funds deposited on the BOŚ S.A. client's accounts, excluding the account opened by the Bank to handle VAT under the split payment mechanism,
- blank promissory note with declaration,
- PLG FGP BGK guarantee of up to 80% of the loan amount, i.e. PLN 35.2 million,
- declaration of submission to enforcement,
- accession to the debt of Unimot S.A. by Unimot Paliwa sp. z o.o.

Umbrella overdraft agreement with Bank Millennium:

- declaration of submission to enforcement up to PLN 102.4 million,
- joint mortgage of up to PLN 3.4 million on real estate owned by Unimot Express sp. z o.o., together with assignment of rights under an insurance policy,
- joint mortgage of up to PLN 8.5 million on real estate owned by Unimot Express sp. z o.o., together with assignment of rights under an insurance policy,
- declaration of Unimot Express sp. z o.o. on submission to enforcement against property (real estate) up to PLN 8.5 million and PLN 3.45 million,
- registered and financial pledge on receivables,
- joint and several mortgages of up to PLN 16 million on real estate belonging to: Unimot S.A., located in Zawadzkie, Unimot Express sp. z o.o., located in Częstochowa, ul. Torowa 3B,
- mutual guarantees from Unimot S.A. and Tradea sp. z o.o.,
- mutual guarantees of Unimot S.A. and UEIG sp. z o.o.,

- registered and financial pledge on PLN, EUR, USD accounts - Unimot Paliwa,
- Registered pledge on account receivables - Unimot SA.

Analysis of leases as at 31.12.2023.

Contract type	Long-term part	Short-term part	Carrying amount at 31.12.2023	Currency	Type of commitment	Date of award	Duration of contract
Lease contracts for means of transport	1 941	1 540	3 481	PLN	leasing	31.07.2020	31.12.2025
Lease agreements relating to leases	123 979	8 870	132 849	PLN	leasing	24.11.2014	31.01.2042
Lease agreements for photovoltaic equipment	309	49	358	PLN	leasing	24.11.2014	31.01.2042
Total	126 229	10 459	136 688				

*Data in PLN thousand

As at 31 December 2023, the Parent Entity had financial liabilities under concluded leasing agreements in the amount of PLN 136,688 thousand. The subject of the leasing agreements were mainly agreements concerning the lease of office properties and petrol stations, as well as leasing agreements concerning means of transport. The value of lease liabilities relating to photovoltaic installations amounted to PLN 358 thousand. In 2023, the lease of petrol stations commenced located, among others, in Krakow, Pyskowice, Maliszewo, Sokołów, Bielany and Łódź.

Schedule of repayment of lease commitments:

<i>in PLN thousand</i>	Lease payments	Interest	Capital	Lease payments	Interest	Capital
	31.12.2023			31.12.2022		
up to one year	19 015	8 556	10 459	12 219	4 624	7 595
1 to 5 years	64 361	28 094	36 267	39 846	14 962	24 884
Over 5 years	117 615	27 654	89 961	78 312	16 519	61 793
Total	200 992	64 304	136 688	130 337	36 105	94 272

Under IFRS 16, tenancy agreements are included in lease commitments.

At Unimot SA, as at 31.12.2023, there were mainly contracts in force for passenger cars, photovoltaic installations and the lease of buildings and petrol stations.

As at the balance sheet date, the company had 50 leases (of which five are for photovoltaics) and 49 tenancy agreements (of which 43 are for petrol stations and the remainder for buildings and premises).

In 2023, 25 new leases and five tenancy agreements were concluded.

8.7. LOANS AND BORROWINGS GRANTED

<i>in PLN thousand</i>	31.12.2022	Granted	Repaid	Accrued interest	Interest paid	Realised exchange differences	Unrealised exchange differences	31.12.2023
Unimot Fuels	78 147	143 400	(219 800)	1 691	(3 438)	-	-	-
U.C.. Energy LLC	185	-	-	168	(188)	-	-	165
Unimot Aviation Sp. z o.o.	-	1 000	-	66	(49)	-	-	1 017
Unimot Energia i Gaz Sp. z o.o.	-	2 000	(2 000)	1	-	-	-	1
P2T(Unimot Commodities)	-	1 503	(1 503)	-	-	-	-	-
Unimot Investments	37	-	(35)	1	(3)	-	-	-
Blue LNG sp. z o.o.	460	-	(306)	29	(34)	-	-	149
OKE Sp. z o.o.	364	-	(360)	32	(37)	-	-	-
Unimot Ukraine	490	-	-	22	-	-	(36)	476
Total	79 682	147 903	(224 004)	2 011	(3 749)	-	(36)	1 808

Loans granted in 2023:

- The loan granted to P2T (Unimot Commodities) in the amount of PLN 1,503 thousand. It was fully settled through a debt-for-equity swap in Unimot Commodities and an in-kind contribution of cash receivables and the Company's capital reserve.
- Unimot S.A. granted a loan to Unimot Aviation sp. z o.o. in the amount of PLN 1,000 thousand. Interest rate WIBOR 3M + margin with repayment date until 05.2023.
- Unimot S.A. provided a loan line to Unimot Energia i Gaz in the amount of PLN 50 000 thousand. The amount used by the borrower was PLN 2 000 thousand and was repaid in full in 2023.

Loans granted before 31 December 2022 but still active:

- The loan granted to the Energy Cluster Operator in 2022 has been repaid in full. As at the balance sheet date, the balance is 0.
- Unimot S.A. granted loans to Unimot Paliwa sp. z o.o. in the total amount of PLN 264,400 thousand, USD 40,000 thousand and EUR 13,750 thousand under a loan facility. The interest rate is WIBOR 3M / EURIBOR 3M / SOFR 3M + margin. As at the balance sheet date, the balance is equal to 0.
- Unimot S.A. granted loans to Blue LNG sp. z o.o. for a total of PLN 2 106 thousand. As at the balance sheet date, a total of PLN 100 thousand remains to be repaid. The lender is obliged to repay the debt by 31.12.2023.
- Unimot S.A. granted a loan to Unimot Ukraina sp. z o.o. in the amount of EUR 150 thousand. As at the balance sheet date, EUR 100 thousand remains to be repaid. The borrower is obliged to repay the loan in full by 10.08.2024.
- Unimot Investments repaid the loan in full in the amount of PLN 35 thousand. As at the balance sheet date, the balance is PLN 0.

In calculating the margins used in the loan agreements, particular consideration was given to the fact that the loans were granted without material collateral, without preparatory or other fees and commissions. Lenders in the unsecured lending market take into account the fact that there is no hard collateral by requiring a higher interest rate, which reflects the higher degree of risk incurred.

8.8. SURETIES AND GUARANTEES GIVEN

<i>in PLN/EUR/USD thousand</i>	As at 31.12.2023			As at 31.12.2022		
	PLN	EUR	USD	PLN	EUR	USD
Parent Entity's own contingent liabilities	0	0	-	356	3 500	-
insurance guarantees provided as security for excise duty	-	-	-	-	-	-
performance bonds and trade limits	-	-	-	356	3 500	-
Contingent liabilities relating to related entities issued by the Parent Entity	369 356	24 000	49 000	65 127	25 000	38 600
sureties issued in respect of insurance guarantees given as security for excise duties	205 000	-	-	13 100	-	-
sureties issued for insurance guarantees lodged as concession security	40 000	-	-	27 000	-	-
surety for performance bonds and trade limits	124 356	24 000	6 000	25 027	25 000	3 600
loan guarantees	-	-	43 000	-	-	35 000
Summary	369 356	24 000	49 000	65 483	28 500	38 600

Unimot S.A. has become the guarantor of obligations under the Insurance Guarantee Agreement concluded on 10 March 2023 with Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A. to secure the payment of excise tax and fuel charges by Unimot Paliwa Sp. z o.o. The amount of the guarantee is PLN 30 million and its validity period is from 11 April 2023 to 10 April 2024. The beneficiary of the guarantee is the Head of the Tax Office in Pruszków.

Unimot S.A. has become the guarantor of obligations under the Insurance Guarantee Agreement concluded on 24 March 2023 with UNIQA Towarzystwo Ubezpieczeń S.A. in order to secure payment of excise tax and fuel charges by Unimot Paliwa Sp. z o.o. The amount of the guarantee is PLN 25 million and its validity period is from 11.04.2023 to 10.04.2024. The beneficiary of the guarantee is the Head of the Tax Office in Pruszków.

Unimot S.A. has become a guarantor of obligations under the Insurance Guarantee Agreement concluded on 14 March 2023 with Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A. to secure the payment of excise tax and fuel charges by Unimot Terminale S.A. (formerly Lotos Terminale S.A. effective after the acquisition by Unimot Investments sp. z o.o. of 100 per cent of Lotos Terminale shares). The amount of the guarantee is PLN 150 million and its validity period is from 1 April 2023 to 31 March 2024. The beneficiary of the guarantee is the Head of the 2nd Tax Office in Bielsko-Biała.

Unimot S.A. has issued a surety for the payment by Unimot Terminale Sp. z o.o. (Unimot Investments Sp. z o.o.) to Orlen S.A. (PKN Orlen S.A.) of such amounts as may result from the agreement for the acquisition of shares in Lotos Terminale S.A. (SPA) dated 12 January 2022 and the agreement concerning the lease and settlement of investment expenditures in Szczecin dated 12 January 2022. The maximum amount of the surety is PLN 6 million and the maximum term of the surety is 31 December 2032.

On 1 December 2022, an agreement was concluded for the provision of real estate and settlement of capital expenditures related to the implementation of the investment in the fuel terminal in Szczecin. The agreement was concluded between PKN Orlen and Lotos Terminale with Unimot S.A. and Unimot Investments Sp. z o.o. as guarantors. Under the agreement, Unimot S.A. and Unimot Investments jointly and severally guaranteed the payment by Lotos Terminale to Orlen S.A. (PKN Orlen S.A.) the amount of the settlement of expenditures and incidental receivables agreed in the agreement up to a maximum of PLN 78 million. The surety came into effect on the date of completion of the transaction of acquisition by UNIMOT Group of 100% of shares in Lotos Terminale and the maximum term of the surety is 31 December 2032.

On 19 July 2023, a bank guarantee in the amount of PLN 2.4 million was issued under the umbrella loan with Bank Millennium, underwritten by Unimot S.A., as security for the proper performance of the agreement for the creation and maintenance of stocks of diesel, unleaded petrol and light fuel oil concluded between Unimot Paliwa Sp. z o.o. and PERN S.A.. The guarantee is valid until 30 June 2024.

On 18 August 2023, Unimot S.A. issued a guarantee/surety (First Demand Guarantee), the beneficiary of which is ING Bank N.V. Amsterdam, Lancy Geneva branch. The guarantee secures the obligations of Unimot Paliwa Sp. z o.o. that may arise in connection with the Trade & Commodity Finance (TCF) Facility granted to the company. The maximum value of the security is USD 100 million. The security is valid for the entire duration of the bank financing, granted for an indefinite period. As at 31 December 2023, the utilisation balance of the secured facility was USD 0.

On 23 August 2023, Unimot S.A. issued a surety, the beneficiary of which is A/S Global Risk Management Ltd. The surety secures the liabilities of Unimot Bitumen Sp. z o.o. that may arise in connection with the agreement signed with the beneficiary (Master Agreement of 22 May 2023). The maximum amount of the surety is USD 2 million.

On 17 October 2023, Unimot S.A. issued a guarantee in favour of KUKA S.A., securing the liabilities of Unimot Paliwa Sp. z o.o. that may arise in connection with the General Agreement for the provision of State Treasury guaranteed payment insurance guarantees No. IN/GP/78/2023 signed between KUKA S.A. and Unimot Paliwa Sp. z o.o. General Agreement for the provision of payment insurance guarantees guaranteed by the State Treasury No. IN/GP/78/2023. The maximum value of the liability is PLN 288 million, the guarantee is valid until 31.12.2027. As at 31 December 2024, no insurance guarantees have been issued under the General Agreement.

On 20 October, in accordance with the decision of the Energy Regulatory Office, the security expired in the amount of PLN 7 million established in the guarantee agreement of 3 January 2019 in connection with the business activity covered by the licence for trading liquid fuels with foreign countries by Unimot Paliwa Sp. z o.o. and Unimot S.A. was the guarantor.

On 7 November 2023, Unimot S.A. issued a surety/guarantee (Parent Entity Guarantee) for the obligations of Unimot Paliwa Sp. z o.o. to Preem AB that may arise within the framework of commercial cooperation. The maximum amount of the security is USD 4 million and the validity of the surety ends on 31.01.2027.

After the balance sheet date

On 26 February 2024, Annex No. 1 to the Insurance Guarantee Agreement of 13.03.2023 concluded with Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A. was signed to secure the payment of excise tax and fuel charges by Unimot Terminale S.A.. The amount of the guarantee is PLN 150 million and its validity period is from 1 April 2024 to 31 March 2025. The beneficiary of the guarantee is the Head of the 2nd Tax Office in Bielsko-Biała. Unimot S.A. is the guarantor of the liabilities under the issued guarantee.

On 28 February 2024, Unimot S.A. granted a surety/guarantee (PARENT GUARANTEE AND INDEMNITY) in favour of TotalEnergies Marketing Deutschland GmbH and/or other TotalEnergies group companies indicated in the document for obligations of Unimot Paliwa Sp. z o.o. that may arise from the concluded contracts. The maximum amount of collateral is EUR 17 million, the surety is valid until 31 January 2025.

Unimot S.A. has become the guarantor of obligations under the Insurance Guarantee Agreement concluded on 7 March 2024 with Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A. to secure payment of excise tax and fuel charges by Unimot Paliwa Sp. z o.o. The amount of the guarantee is PLN 30 million and its expiry date is from 11 April 2024 to 10 April 2025. The beneficiary of the guarantee is the Head of the Tax Office in Pruszków.

Unimot S.A. has become the guarantor of obligations under the Insurance Guarantee Agreement concluded on 13 March 2024 with UNIQA Towarzystwo Ubezpieczeń S.A. in order to secure the payment of excise tax and fuel charges by Unimot Paliwa Sp. z o.o.. The amount of the guarantee is PLN 25 million and its expiry date is from 11.04.2024 to 10.04.2025. The beneficiary of the guarantee is the Head of the Tax Office in Pruszków.

On 19.03.2024, a Surety Agreement was entered into between Unimot S.A. and PKO BP S.A. securing the receivables that may arise in connection with the signed between PKO BP S.A. and Unimot Energia i Gaz Sp. o.o. Guarantee Framework Agreement. The amount of the surety is PLN 7.5 million and is valid until 14.03.2033.

8.9. CURRENT AND PROJECTED FINANCIAL POSITION OF THE ISSUER

The Unimot Group does not publish financial forecasts for future years, in addition, the Issuer's Management Board decided not to publish a forecast of consolidated adjusted EBITDA for 2023, taking into account external market factors beyond the Company's control, related to the high volatility and uncertainty of the fuel market situation caused by the ongoing armed conflict in Ukraine and the economic effects of sanctions on Russia and Belarus imposed in connection with this event.

8.10. INFORMATION ABOUT THE AUDIT FIRM

The Parent Entity signed an agreement for the audit of the standalone and consolidated financial statements on 13 September 2023 with the authorised entity PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. with its registered office in Warsaw at ul. Polna 11.

The audit firm was selected by resolution of the Supervisory Board for 2023-2024 on 15 November 2022.

The subject matter of the agreement was to audit the financial statements of the Company and the consolidated financial statements of the Group in which the Company is the parent entity and to review the format of the financial statements and consolidated financial statements and to tag the consolidated financial statements of the Group with XBRL tags in accordance with Commission Delegated Regulation (EU) 2018/815 of 17 December 2018, as amended. In addition, conducting a review of the FS of the Parent Entity and the Group.

The value of the agreement for the audit of the Issuer's standalone and consolidated financial statements for the financial year ending 31 December 2023 is PLN 266 300 net, for the verification of the financial statements in ESEF format PLN 30 000 net, for the review of the FS of the Parent Entity and the Group PLN 100 890 net. Additionally, the Issuer concluded a separate agreement for verification of the Parent Entity's Management Board and Supervisory Board remuneration report, amounting to PLN 25 000 net. In addition, PricewaterhouseCoopers Polska spółka z

ograniczoną odpowiedzialnością Audytyt sp.k. with its registered office in Warsaw at ul. Polna 11, audited the standalone financial statements of the subsidiary Unimot Paliwa sp. z o.o., the value of the remuneration amounts to PLN 201 355 net.

The audits of the financial statements of the subsidiaries for the financial year ended 31 December 2023 were carried out by other auditors, whose total remuneration amounted to PLN 415,871 net.

The value of the contract for the audit of the Issuer's standalone and consolidated financial statements for the financial year ending 31 December 2022 amounted to PLN 242 000 net (this amount additionally included the review of the standalone and consolidated financial statements of the group in which the Issuer is the parent entity, verification of the financial statements in ESEF format and preparation of a remuneration report).

The value of the contract for the audit of the financial statements of the Issuer's subsidiaries for the financial year ending 31 December 2022 was PLN 40,500 net. The audit was carried out by the authorised entity Primefields Sp. z o.o., based in Katowice.

8.11. SIGNIFICANT OFF-BALANCE SHEET ITEMS

There are no significant off-balance sheet items on Unimot S.A.'s books, except for the contingent liabilities disclosed in the report.

9. CORPORATE GOVERNANCE STATEMENT

9.1. INDICATION OF THE CORPORATE GOVERNANCE STATEMENT TO WHICH THE ISSUER IS SUBJECT AND WHERE THE TEXT OF THE STATEMENT OF PRINCIPLES IS PUBLICLY AVAILABLE

In 2023, the Issuer was subject to the set of corporate governance principles adopted in the document "Best Practices of Companies Listed on the WSE 2021", introduced by Resolution No. 13/1834/2021 of the Exchange Supervisory Board of 29.03.2021. ("Best Practices 2021"), in accordance with § 29 of the Stock Exchange Principles. The new set of principles entered into force on 01.07.2021 and has been applied by the Company since that date. The full content of the Best Practices 2021 is available on the website of the Warsaw Stock Exchange under the following link: <https://www.gpw.pl/dobre-praktyki-2021>.

Information on the status of the Company's application of the principles contained in the "Best Practices 2021" was first published on 30.07.2021 in current report EBI 2/2021. The adoption of the "Best Practices 2021" was preceded by an analysis of the Corporate Governance Committee's guidance on the application of the principles of good practices and consultation with the majority shareholder, discussion among the Management Board and the Supervisory Board.

On 24 August 2021, i.e. at the first possible meeting of the Supervisory Board, the set of "Best Practices 2021" was positively assessed and adopted for application by the Supervisory Board by means of a resolution, in accordance with the declaration made by the Company. The Company's Management Board presented a statement on the application of the principles of the "Best Practices 2021" at the general meeting. The confirmation of the application of the "Best Practices 2021" was adopted by Resolution No. 20 of the Ordinary General Meeting of Unimot S.A. on 29 June 2022.

The scope of application of the "Best Practices 2021", together with the content of this set of principles, are posted on the Issuer's website: www.unimot.pl under the Investor Relations tab.

Investors can also view the Company's statement by comparing the Company's application of the principles to other issuers of securities listed on the WSE via the Best Practices Scanner: <https://www.gpw.pl/dpsn-skaner>.

In the report, the Company declared the application of 54 good practices and the non-application of 8 corporate governance principles, while one does not apply to the Company. The above, according to the statements available at the date of preparation of this report on the Best Practices Scanner website, means that the COMPLY factor (declared level of compliance with the DPSN 2021) is achieved at the level of 85%, compared to 85% for the Fuel and Gas sector and 79% for WIG index companies. The Company monitors the application of the principles on an ongoing basis and publishes relevant information in the event of a breach.

The Issuer has not chosen to apply another set of corporate governance principles.

9.2. DESCRIPTION OF HOW THE COMPANY APPLIES THE PRINCIPLES CONTAINED IN THE BEST PRACTICES 2021

Below, the Issuer provides a description of the application of selected "Best Practices 2021" for which it has made declarations related to their application:

9.2.1. Principles regarding information policy and communication with investors

The Company uses a variety of communication channels with capital market participants. Information dedicated to investors is posted and updated on a regular basis on the Company's website under the Investor Relations tab. The Company maintains ongoing contact with investors (institutional and individual) and analysts. It communicates with them during conferences organised after the publication of each interim report, individual meetings organised at the request of investors and analysts and regularly organised chats for individual investors. The Company also participates in numerous industry and capital market conferences, during which it also communicates with investors, analysts and journalists. The Company's website at: <https://www.unimot.pl/relacje-inwestorskie/> contains contact details for investors along with available telephone numbers and e-mail addresses. Investors can also benefit from subscription to alerts on the most important events and financial results of the UNIMOT Group (Principle 1.1.).

The Company prepares and publishes interim reports containing financial results on the Company's website at <https://www.unimot.pl/relacje-inwestorskie/raporty-okresowe/> as soon as possible after the end of the reporting period. In order to reduce investors' uncertainty regarding the Company's financial position, the Company publishes estimated financial results each time prior to the publication of interim reports (Principle 1.2.).

The Company discloses the expenditure incurred by it and its group in supporting culture, sport, charities, media, social organisations, trade unions, etc. in this Corporate Governance Statement under paragraph 9.11 (Principle 1.5.).

The company organises meetings and interviews addressed to investors, analysts and media representatives each time after the publication of financial results. These conferences are made available online in real time to all interested parties. During the results conferences, representatives of the Company's Management Board present and comment on the results obtained, the strategy adopted and its implementation, as well as the most important events affecting the Company's and the UNIMOT Capital Group's operations and future prospects. During the meetings organised, the Company's Management Board publicly provides explanations and answers to the questions asked (Principle 1.6.).

Investors can address their questions in writing, by telephone and by e-mail, which are available on the website <https://www.unimot.pl/relacje-inwestorskie/kontakt/>. Responses are provided promptly and, in the case of issues requiring in-depth analysis/calculation, with a 14-day deadline (Principle 1.7.).

9.2.2. Principles concerning the Management Board and the Supervisory Board

At least two members of the Supervisory Board meet the independence criteria set out in the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 and have no actual and significant relationship with a shareholder holding at least 5% of the total number of votes in the company (Principle 2.3.).

The Company ensures that the votes of the Supervisory Board and the Management Board are public, unless otherwise required by law (Principle 2.4.).

The Principles of Procedure of the Management Board of the Company provide for the possibility for the voting members of the Management Board to submit a dissenting opinion to the minutes; dissenting opinions can also be submitted by members of the Supervisory Board (Principle 2.5.).

Serving on the Company's Management Board is the main area of professional activity for the members of the Management Board, and the performance by the members of the Management Board of functions in the bodies of entities outside the capital group requires the approval of the Supervisory Board (Principle 2.6. and 2.7.). Members of the Supervisory Board are able to devote the necessary amount of time to the performance of their duties (Principle 2.8.), the Chairman of the Supervisory Board does not direct the work of the Audit Committee (Principle 2.9.), and administrative and financial resources are delegated appropriately to the size and financial situation of the Company in order to ensure the efficient functioning of the Supervisory Board (Principle 2.10.).

Once a year, the Supervisory Board prepares and presents to the Ordinary General Meeting for approval an annual report that contains at least the information indicated in Principle 2.11, excluding the application of the diversity policy, which the Company does not have.

9.2.3. Principles for internal systems and functions

The Company maintains effective systems of internal control, risk management and compliance, as well as an effective internal audit function, appropriate to the size of the Company and the nature and scale of its operations (Principle 3.1.). The Company has separate units responsible for the tasks of each system or function (Principle 3.2.). Detailed information on the functioning of the above systems can be found in section 9.4.1. of the Corporate Governance Statement.

The Company has appointed an internal auditor who leads the internal audit function acting in accordance with internationally recognised standards of professional internal audit practice (Principle 3.3.).

The remuneration of the persons responsible for risk management and compliance and the head of internal audit depends on the performance of the assigned tasks and not on the Company's short-term results (Principle 3.4.). Those responsible for risk management and compliance report directly to the chairman or another member of the board (Principle 3.5.).

At least once a year, the person responsible for internal audit shall present to the Supervisory Board an assessment of the effectiveness of the functioning of the systems and functions referred to in Principle 3.1, together with an appropriate report (Principle 3.8.). The Audit Committee monitors the effectiveness of the internal control system, the risk management system, the compliance function and the internal audit function and the Supervisory Board makes an annual assessment of the effectiveness of the functioning of these systems and functions (Principle 3.9.). By 2026, the Company plans to conduct an independent assessment of the internal audit function (Principle 3.10.).

9.2.4. Principles concerning the General Meeting and relations with shareholders

In accordance with the Principles of Procedure for General Meetings, the Company shall determine the place and date of the General Meeting, as well as the form of the General Meeting, in such a way as to enable as many shareholders as possible to participate in the meeting (Principle 4.2.).

The Company shall ensure that the proceedings of the General Meeting are broadcast in real time to the public and that media representatives are allowed to be present at General Meetings (Principle 4.3. and Principle 4.4.).

When a General Meeting is convened by an entity or body other than the Management Board under the provisions of the Commercial Companies Code, the Management Board shall perform all the required actions to convene, organise and conduct the General Meeting (Principle 4.5.).

Draft resolutions of the General Meeting concerning matters and decisions other than those of a procedural nature shall contain an explanatory statement, unless this is apparent from the documentation presented to the General Meeting (Principle 4.6.).

The Supervisory Board gives its opinion on draft resolutions submitted by the Management Board to the agenda of the General Meeting (Principle 4.7.).

Shareholders should submit draft General Meeting resolutions for items on the agenda of the General Meeting no later than 3 days before the General Meeting (Principle 4.8.).

Shareholders intending to put forward candidates for members of the Supervisory Board should make available to the Company the justifications for the candidatures, together with the professional CVs of the candidates and the complete materials concerning them, within a timeframe that allows the other shareholders to become acquainted with them before the General Meeting takes place and to make a decision on the election of a member of the Supervisory Board with due discernment, but no later than 3 days before the General Meeting. The information received from the shareholders shall immediately be made available by the Company to the other shareholders in accordance with the procedure set out in the notice of the General Meeting for making available the documentation and draft resolutions to be presented to the General Meeting. A shareholder proposing candidates for members of the Supervisory Board shall submit to the Company, together with a justification of the candidacy, a declaration by the candidate that the candidate meets or does not meet the independence criteria listed in the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017, as well as the existence or non-existence of real and significant links of that candidate with a shareholder holding at least 5% of the total number of votes in the Company (Principle 4.9.).

Members of the Management Board and the Supervisory Board shall attend the General Meeting in such a composition as to be able to provide substantive answers to the questions asked during the General Meeting. Members of the Management Board and the Supervisory Board and the company's auditor, within the limits of their competence and to the extent necessary for the evaluation of the matter on the agenda of the General Meeting, shall provide the participants of the Meeting with explanations and information concerning the Company. The Management Board presents to the participants of the Ordinary General Meeting the Company's financial results and other relevant information contained in the financial statements to be approved by the General Meeting (Principle 4.11.).

The General Meeting's resolution on the issue of shares with pre-emptive rights specifies the issue price or the mechanism for determining it, or obliges the authority authorised to do so to determine it before the date of pre-emptive rights, in time for the investment decision. Since the effective date of the Best Practices 2021, no resolutions of the General Meeting have been adopted on the issue of shares with pre-emptive rights (Principle 4.12.).

A resolution on a new share issue with exclusion of pre-emptive rights, which at the same time grants a pre-emptive right to subscribe for the new issue shares to selected shareholders or other parties, may be adopted if at least the following conditions are met: The Company has a rational, economically justifiable need to raise capital urgently, or the share issue is related to rational, economically justifiable transactions, such as, inter alia, a merger with or acquisition of another company, or the shares are to be subscribed for as part of an incentive programme adopted by the Company, the persons to whom the pre-emptive right is to be granted are identified according to objective general criteria, the share subscription price is in a reasonable relation to the Company's current share price or is determined as a result of a market book-building process. Since the effective date of the Best Practices 2021, no resolutions of the General Meeting have been passed on a new share issue excluding pre-emptive rights (Principle 4.13.).

9.2.5. Principles on conflicts of interest and related party transactions

In accordance with the Regulations for the Identification, Management and Prevention of Conflicts of Interest of Members of the Bodies, Members of the Bodies shall inform the Chairman of the Supervisory Board of any conflict of interest that has arisen or may arise and shall not take part in the consideration of a matter in which a conflict of interest may arise in relation to them (Principle 5.1).

Pursuant to the Principles of Procedure of the Management Board, if a Management Board Member considers that a decision of the Management Board or the Supervisory Board, as the case may be, is contrary to the interests of the Company, he or she should request that his or her dissenting opinion on the matter be included in the minutes of the Management Board meeting (Principle 5.2.).

In accordance with the procedures implemented in the Company, no shareholder is privileged over other shareholders with regard to related party transactions. This also applies to transactions of the Company's shareholders with entities belonging to its group (Principle 5.3.).

The General Meeting's resolution authorising the Company's Management Board to take action to purchase the shares to be cancelled sets out the conditions for the Company's purchase of shares (buy-back), ensuring that the rights of all shareholders are respected (Principle 5.4.).

If the Company's transaction with a related party requires the Supervisory Board's approval, the Supervisory Board assesses whether it is necessary to first consult an external entity to carry out a valuation of the transaction and an analysis of its economic impact before adopting a resolution to give its approval (Principle 5.5.).

On the other hand, if the conclusion of a transaction with a related party requires the approval of the General Meeting, the Board shall draw up an opinion on the appropriateness of concluding such a transaction and shall assess, in such a case, the necessity of first seeking the opinion of the external party referred to in the previous sentence (Principle 5.6.).

In the event that a decision on the conclusion by the Company of a significant transaction with a related party is taken by the General Meeting, the Company shall, prior to such decision, ensure that all shareholders have access to the information necessary to assess the impact of the transaction on the Company's interest, including the opinion of the Supervisory Board referred to in Principle 5.6 (Principle 5.7).

The Company publishes on its website a list of significant transactions with related entities drawn up in accordance with Article 90i of the Act of 29 July 2005 on public offerings and conditions for the introduction of financial instruments to the organised trading system and on public companies.

9.2.6. Principles on remuneration

In the company, the remuneration of the members of the Management Board and Supervisory Board and key managers is sufficient to attract, retain and motivate persons with the competences necessary for the proper management and supervision of the Company. The level of remuneration is appropriate to the tasks and duties performed by the individuals and the related responsibility (Principle 6.1.). The remuneration of the Supervisory Board members is not dependent on the Company's short-term performance (Principle 6.5.).

9.3. INDICATION OF THE EXTENT TO WHICH THE ISSUER HAS DEPARTED FROM THE PROVISIONS OF THE SET OF CORPORATE GOVERNANCE PRINCIPLES, TOGETHER WITH AN EXPLANATION

In terms of the 'Best Practices 2021', the Issuer has made a declaration of non-application of eight principles. These principles are presented below together with an explanation of the reasons for the deviation from these principles.

Principle No. 1.3.1 - The company also takes into account ESG topics in its business strategy, in particular including environmental issues with metrics and risks related to climate change and sustainability issues.

The Company operates on the basis of a strategy adopted on 28 June 2018 for the period 2018-2023, which does not address the environmental issues set out in Principle 1.3.1 of the DPSN 2021. The Company has already started preparing to address ESG topics in its strategy, however, the period for preparing the strategy and its implementation is much longer than the time until the effective date of the new DPSN2021. Once the above issues have been developed, the Company will modify its current strategy or adopt an ESG strategy coordinated with the Company's current strategy.

Principle 1.3.2 - In its business strategy, the company also takes into account ESG topics, in particular including social and labour issues, concerning, inter alia, measures taken and planned to ensure gender equality, sound working conditions, respect for employees' rights, dialogue with local communities, customer relations.

The Company operates on the basis of a strategy adopted on 28 June 2018 for the period 2018-2023, which does not address social or labour issues, although the Company and its subsidiaries operate with respect for principles related to labour rights, ensuring sound working conditions and actively participating in local community initiatives. The Company has already started preparations to address ESG topics in its strategy, however, the time period for strategy preparation and implementation is much longer than the time until the effective date of the new DPSN2021. Once the above issues have been developed, the Company will modify its current strategy or adopt an ESG strategy coordinated with the Company's current strategy.

Principle 1.4 - In order to ensure proper communication with stakeholders, with regard to the business strategy adopted, the company shall post on its website information on the assumptions of its strategy, measurable objectives, including in particular long-term objectives, planned activities and progress in its implementation, defined by metrics, financial and non-financial. Information on the ESG strategy should, inter alia:

The Company operates on the basis of a strategy adopted on 28 June 2018 for the period 2018 - 2023, in which areas from the ESG theme are not included. The Company publishes on its website information on the assumptions of its strategy, measurable objectives, including in particular long-term objectives, and planned activities, and in each interim report and at meetings with investors it refers to the progress of the implementation of the strategy by means of the adopted financial metrics. However, the Company does not use non-financial metrics in assessing the implementation of its strategy and the published strategy does not cover ESG topics. The Company has already started preparations to address ESG topics in its strategy, however, the time period for strategy preparation and implementation is significantly longer than the time until the effective date of the new DPSN2021. Once the above issues have been developed, the Company will modify its current strategy or adopt an ESG strategy coordinated with the Company's current strategy. Once the strategy in the ESG area is adopted, the Company intends to complete the description of the strategy on its website.

1.4.1 - explain how climate change issues are taken into account in the decision-making processes of the company and its group entities, indicating the resulting risks;

The company operates on the basis of the strategy adopted on 28 June 2018 for the period 2018 - 2023, which does not address areas from the ESG theme and therefore also does not explain how climate change issues are addressed in the decision-making processes of the company and group entities. The Company has already started preparations to address ESG topics in its strategy, however, the time period for strategy preparation and implementation is much longer than the time until the effective date of the new DPSN2021. Once the above issues have been developed, the Company will modify its current strategy or adopt an ESG strategy coordinated with the Company's current strategy.

Once the strategy in the ESG area is adopted, the Company intends to complete the description of the strategy on its website.

1.4.2. - present the value of the pay equity ratio paid to its employees, calculated as the percentage difference between the average monthly pay (including bonuses, prizes and other allowances) of women and men for the last year, and present information on the actions taken to eliminate any inequalities in this respect, together with a presentation of the risks involved and the time horizon over which equality is planned to be achieved.

The Company operates on the basis of the strategy adopted on 28 June 2018 for the period 2018 -2023, which does not address areas from the ESG theme and therefore also does not provide the value of the equal pay index and the other information required in this section. The Company has already started preparations to address ESG topics in its strategy, however, the time period for the preparation of the strategy and its implementation is much longer than the time until the effective date of the new DPSN2021. Once the above issues have been developed, the Company will modify its current strategy or adopt an ESG strategy coordinated with the Company's current strategy. Once the strategy in the ESG area is adopted, the Company intends to complete the description of the strategy on its website.

Principle 2.1 - The company should have a diversity policy for the management board and the supervisory board, adopted by the supervisory board or the general meeting respectively. The diversity policy shall set out the objectives and criteria for diversity in areas such as gender, field of study, specialist knowledge, age and professional experience, among others, and indicate when and how the achievement of these objectives will be monitored. With regard to gender diversity, a condition for ensuring the diversity of the company's bodies is that the proportion of minorities in the respective body is no less than 30%.

The Company does not have a diversity policy with respect to its management and supervisory boards. The Company's bodies, in selecting the members of its authorities, are guided by various criteria, primarily the field of education, specialised knowledge and professional experience, in an effort to ensure diversity in the composition of the members of the authorities. In view of the fact that the fuel industry is traditionally not perceived as attractive for women in management or supervisory positions (as shown by market research) - it is difficult to apply the principle of gender diversity. In turn, due to the formal legal aspects of this business and the need for high qualifications and experience in management positions - also the application of the principle of age diversity is an apparent challenge. The adoption of any policy enabling gender or age diversity requires the Company's activities to take into account a number of aspects, the definition of which requires appropriate analyses of the labour market. The Company does not rule out carrying them out in the future and preparing the diversity policy in question on the basis of them.

Principle 2.2 - Those deciding on the election of the members of the company's management or supervisory boards should ensure the comprehensiveness of these bodies by selecting diversity in their composition, allowing, inter alia, for the achievement of a target minimum minority participation rate set at not less than 30%, in line with the objectives set out in the adopted diversity policy referred to in Principle 2.1.

The Company does not have a diversity policy with respect to its management and supervisory boards. The Company's bodies, in selecting the members of its authorities, are guided by various criteria, primarily the field of education, specialised knowledge and professional experience, in an effort to ensure diversity in the composition of the members of the authorities. In view of the fact that the fuel industry is traditionally not perceived as attractive for women in management or supervisory positions (as shown by market research) - it is difficult to apply the principle of gender diversity. In turn, due to the formal legal aspects of this business and the need for high qualifications and experience in management positions - also the application of the principle of age diversity is a visible challenge. The adoption of any policy enabling gender or age diversity requires the Company's activities to take into account a number of aspects, the definition of which requires appropriate analyses of the labour market. The Company does not rule out carrying them out in the future and preparing the diversity policy in question on the basis of them.

Principle 2.11.6 - In addition to its activities under the law, once a year the supervisory board shall prepare and submit an annual report to the ordinary general meeting for approval. The report referred to above shall contain at least ii information on the degree of implementation of the diversity policy

with regard to the management board and the supervisory board, including the achievement of the objectives referred to in Principle 2.1.

The company does not have a diversity policy.

In addition, **Principle 3.7** does not apply to the Company - no persons have been appointed in the subsidiaries to perform risk management, compliance and internal audit functions. These functions are performed by units and persons in the parent entity.

9.4. DESCRIPTION OF THE MAIN FEATURES OF THE INTERNAL CONTROL, RISK MANAGEMENT AND INTERNAL AUDIT SYSTEMS APPLIED IN THE ISSUER AND ITS SUBSIDIARIES, INCLUDING IN RELATION TO THE PROCESS OF PREPARING FINANCIAL STATEMENTS AND CONSOLIDATED FINANCIAL STATEMENTS

9.4.1. Description of the features of the internal control system

The UNIMOT Group's internal control system is based on the so-called Three Lines of Defence Model, which includes:

- functional control (within the 1st line of defence), exercised by lower and middle management and other Group employees;
- independent control (as part of the second line of defence), exercised as part of the risk management, compliance and assurance functions;
- institutional control (as part of the third line of defence) by internal audit. The results of the independent internal auditor's work are reported directly to the Management Board and Supervisory Board and the Audit Committee.

The UNIMOT Group bases its assessment of the internal control system on the COSO model (COSO Internal Control - Integrated Framework, so-called COSO 2013), a framework for the design of internal control systems.

The COSO model framework is based on the following assumptions:

- The role of the internal control system is to provide so-called reasonable (i.e. not absolute) assurance that the way internal processes are organised effectively supports the achievement of the organisation's objectives (operational, tactical or strategic).
- The effectiveness of the internal control system depends on the people involved in its operation and not just on the policies adopted, procedures implemented or instructions issued.
- internal control is a process and a means to an end (to support the achievement of an organisation's objectives) and not an end in itself.
- Internal control is geared to achieving objectives in one or more areas.

The COSO model consists of 5 basic elements that are recommended for implementation in order to build an effectively functioning internal control system:

1. **The system's internal environment**, understood as the set of standards, processes and organisational structures that are a foundation for the operation of internal control in the organisation. The control environment encompasses the ethical values of the organisation; the principles for the implementation of supervisory and management responsibilities; the organisational structure and the assignment and distribution of authority and responsibility; the competencies and the principles for human capital management, performance measurement and the provision of incentives and rewards. Based on the above components, the control environment affects the organisation's entire internal control system in a multidimensional way.

2. **Risk Management Objectives and System**, which includes risk assessment involving a dynamic and iterative process of identifying and assessing risks affecting the ability to achieve objectives. Risk assessment provides the basis for determining how to manage risks. A prerequisite for risk assessment is the establishment of an organisation's objectives (at all relevant levels of its operation).

3. **Control system mechanisms**, which consist of control activities established through policies and procedures that help ensure that the expectations and guidelines of the organisation's management are met, undertaken to mitigate risks that threaten the achievement of the organisation's objectives.
4. **Information and communication (external and internal)**, understood as a continuous and iterative process of multidirectional provision, sharing and obtaining of necessary and relevant information.
5. **Monitoring and evaluation**, consisting of ongoing evaluations, periodic evaluations, or a combination thereof, to verify that all elements of the internal control system are present and functioning according to their assigned objectives and design.

9.4.2. Description of the features of the risk management system

Risk management in the UNIMOT Group is carried out at the operational level within the Group's various business segments by the managers/managers and by the management boards of the subsidiaries, and at the strategic level of the Group, by the Management Board. The policy adopted is to manage continuous risks "at source" through the substantive units. This allows significant business risks to be managed efficiently and optimally from the Group's point of view. In turn, risk monitoring is carried out through regular operational meetings where the most significant risks for the Group are discussed. The potential impact of these risks on the Group's operations is determined and the necessary mitigating actions are identified. Assessment of the adequacy and effectiveness of the solutions adopted is carried out by the Internal Auditor. Comprehensive supervision of the management of the identified risk categories is exercised by the Supervisory Board.

During the reporting period, the Group's risk catalogue has increasingly focused on the entire scope of ESG (i.e. Environment, Social Responsibility and Corporate Governance), as exemplified by the risks categorised below:

- Operational risks (which may affect the continuity of the Group's business);
- Strategic and investment risks;
- Legal and regulatory risks;
- Financial risks;
- Environmental risks;
- Social risks (in particular those related to the loss of human health and life, these are unacceptable and prioritised);
- Corporate governance risks.

These have been detailed in the table later in the report.

At the moment, the Group focuses its attention most on the transformation risk, due to the unpredictable volatility of regulations at EU level and within the regulations and adaptation to EU requirements by the Polish legislator, who may also, due to the inconsistent interpretation of the established tax regulations, challenge tax settlements for services and goods realised within the Group.

The Group is also mindful of the reputational aspect (mainly related to the sanctions imposed on countries allied to the Russian Federation and the non-financial consequences associated with the violation of these sanctions, and the perception of the Group's actions and impacts on its immediate social and economic environment).

The risk factors and threats described in the table below are the most significant for the reporting period presented, which does not mean that other factors affecting the Group's business are not identified. Additional risk factors which are not known or which are not currently considered material may also have a negative impact on the Group's operations, results and financial position in the future.

There is a table below listing the most significant risks identified in the Group, together with a description, risk response and assessment of the level of these risks in terms of their possible impact on the Issuer and the Group.

9.4.3. Description of the features of the internal audit function

The Company has an internal audit that covers all areas of the UNIMOT CG's business. The purpose of internal audit is to perform an independent and objective assessment of the business processes carried out by the UNIMOT CG in terms of implemented control mechanisms and risk management. Internal audit operates on the basis of the Audit Charter adopted by resolution of the Supervisory Board. The audit is performed by an independent internal auditor who carries out planned and ad hoc assurance and advisory audit tasks across the Group. Internal audit supports the Group in achieving its objectives by providing Unimot S.A. bodies and management with information on the effectiveness of risk management, the correctness of the audited processes, and by providing advice in this regard. If irregularities are identified, the internal auditor recommends appropriate corrective actions. The results of the audits are reported to management and the Audit Committee. The Internal Auditor reports organisationally directly to the President of the Management Board of Unimot S.A., and functionally to the Supervisory Board, and is independent in the performance of his/her tasks.

- **Principles of supervision of the preparation of financial statements**

The Group applies uniform accounting policies in accordance with International Financial Reporting Standards ("IFRS") as endorsed by the EU. The principles are mandatory for companies using IFRS for the preparation of their statutory financial statements and for the preparation of IFRS reporting packages for consolidation purposes. The accounting policies are updated in the event of changes in regulations or when significant events not previously recognised occur. The Management Board of the parent entity is responsible for the principles adopted.

- **Mechanism for managing and protecting information systems for financial recording and reporting**

The company maintains its accounts in an integrated IT system. The system ensures the division of competences, the consistency of the records of operations in the books and the control between the general ledger and subsidiary ledgers. It is possible to modify the functionality of the system in order to ensure the adequacy of the technical solutions to changing accounting principles and legal standards. The IT solutions adopted have solutions to ensure access control and protection against unauthorised interference. Principles for archiving financial and accounting data are also implemented.

Access to information systems containing financial data is restricted by giving special rights to authorised employees only within the scope of their assigned tasks.

- **Principles for verification and evaluation of reports**

Senior accounting staff are responsible for preparing the reporting packages to be consolidated. The reporting data of the subsidiaries are also analysed by the parent entity for deviations from comparable periods.

The Chief Accountant is responsible for the preparation of the standalone and consolidated financial statements. An independent assessment of the fairness and accuracy of the financial statements and the financial statements of the consolidated companies is carried out by the statutory auditors.

The policy for the selection of the audit firm ensures that its independence with respect to the Company and the Group is maintained. In accordance with the policy adopted by the Audit Committee on 11 December 2017 audit firm rotation mechanism is applied: the maximum uninterrupted duration of statutory audit engagements, carried out by the same audit firm or an audit firm affiliated to that audit firm or any member of the network operating in the European Union countries to which that audit firm belongs, must not exceed 5 years; after the maximum duration of the statutory audit engagement (5 years), neither the audit firm nor, where applicable, any member of the network of that audit firm operating within the European Union shall undertake a statutory audit with the Company for a further 4 years.

The financial statements are prepared on the basis of data received from those responsible for the various departments in the Group and on the basis of accepted and verified accounting evidence. Accounting activities are subject to operational and management approval procedures.

The Chief Accountant is responsible for the correct keeping of the books of account under current legislation. Supervision of the correct maintenance of the accounts is exercised by a member of the Management Board - the

Vice President of Finance. The Chief Financial Officer also directly supervises the preparation of the financial statements, the completeness of the data and the extent to which they are presented.

The supervisory function in the Group with regard to the review and evaluation of the reports is fulfilled by the Audit Committee established within the Supervisory Board, which is composed of persons meeting the criteria required under the provisions of the Act of 11.05.2017 on statutory auditors, audit firms and public supervision (Journal of Laws of 2017, item 1089). As part of its tasks, the Audit Committee monitors, inter alia, the auditor's independence, monitoring the effectiveness of internal control systems, reviewing the Company's interim and annual financial statements.

The Group has adopted a policy on the selection of the audit firm and on the provision of additional services by the audit firm.

The main tenets of the audit firm selection policy and the policy for the provision of permitted non-audit services by the audit firm and associated persons take into account, inter alia:

- the ability to provide a full range of services in relation to the statutory audit referred to in Article 2(1) of the Chartered Accountants Act and to comply with all requirements under the Chartered Accountants Act,
- previous experience of the audit firm in auditing the accounts of entities with a similar business profile to the Company and statutory audit of public interest entities,
- the price proposed by the audit firm,
- the reputation of the audit firm, the professional experience and the qualifications of the key auditor,
- confirmation of the independence of the audit firm for the statutory audit at the stage of the Selection Procedure for its selection, in accordance with the Act on Statutory Auditors,
- the audit firm and its associated persons do not provide, directly or indirectly, to the Company and its associated companies, any prohibited non-audit services or auditing activities.

The semi-annual financial statements of the Issuer and the Group are reviewed and the annual statements are audited by an independent auditor. The members of the Audit Committee have direct contact with the Director of the Auditor's Office. The auditor, as part of its procedures, is obliged to report to or consult with the Audit Committee when necessary. Notwithstanding this, the Auditor prepares and submits a written report to the Audit Committee prior to the completion of the audit of the financial statements.

9.5. INDICATION OF SHAREHOLDERS HOLDING DIRECTLY OR INDIRECTLY SIGNIFICANT SHAREHOLDINGS AS AT 31.12.2023 AND AS AT THE DATE OF THE REPORT

Shareholders holding directly or indirectly through subsidiaries at least 5% of the total number of votes at the Issuer's General Meeting as at 31.12.2023.

Shareholder	Number of shares	Share in capital	Number of votes	Share of votes
Unimot Express sp. z o.o.¹	3 593 625	43,84%	3 593 625	42,04%
Zemadon Limited¹	1 616 661	19,72%	1 966 661	23,01%
Nationale-Nederlanden Powszechna Towarzystwo Emerytalne S.A. (portfolio)²	542 400	6,62%	542 400	6,35%
<i>of which: Nationale-Nederlanden Otwarty Fundusz Emerytalny.</i>	428 719	5,23%	428 719	5,02%
Others	2 445 132	29,82%	2 445 132	28,60%
Total	8 197 818	100,00%	8 547 818	100,00%

Shareholders holding, directly or indirectly through subsidiaries, at least 5% of the total number of votes at the Issuer's General Meeting as at the date of this interim report:

Shareholder	Number of shares	Share in capital	Number of votes	Share of votes
-------------	------------------	------------------	-----------------	----------------

Unimot Express sp. z o.o.¹	3 593 625	43,84%	3 593 625	42,04%
Zemadon Limited¹	1 616 661	19,72%	1 966 661	23,01%
Nationale-Nederlanden Powszechno Towarzystwo Emerytalne S.A (portfolio)²	542 400	6,62%	542 400	6,35%
of which: Nationale-Nederlanden Otwarty Fundusz Emerytalny	428 719	5,23%	428 719	5,02%
Zbigniew Juroszek directly and indirectly	556 845	6,79%	556 845	6,51%
of which: Zbigniew Juroszek Family Foundation	393 345	4,80%	393 345	4,60%
Juroszek Holding Ltd.	105 000	1,28%	105 000	1,23%
Zbigniew Juroszek	58 500	0,71%	58 500	0,68%
Others	1 888 287	23,03%	1 888 287	22,09%
Total	8 197 818	100,00%	8 547 818	100,00%

1 Indirectly controlling the Issuer and the companies Unimot Express sp. z o.o. and Zemadon Ltd. through the "Family First Foundation" and in connection with the agreement concluded on 5.12.2016 between spouses Adam Antoni Sikorski and Magdalena Sikorska as to joint policy towards Unimot Express sp. z o.o. and Unimot S.A., is Mr Adam Antoni Sikorski and his family. For a detailed description of the structure of entities exercising control over the Issuer, see section 4.1 of the Report.

2 Nationale-Nederlanden Powszechno Towarzystwo Emerytalne S.A. through the Nationale-Nederlanden Otwarty Fundusz Emerytalny indicated above and: Nationale-Nederlanden Dobrowolny Fundusz Emerytalny, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2025, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2030, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2035, Nationale-Nederlanden Dobrowolny Fundusz Emerytalny Nasze Jutro 2040, Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2045, Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2050, Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2055, Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2060 and Nationale-Nederlanden Voluntary Pension Fund Our Tomorrow 2065.

In the period from 31.12.2023 to the date of publication of the interim report, a change took place in the ownership structure of significant blocks of UNIMOT S.A. shares, consisting in exceeding by: Zbigniew Juroszek (directly and indirectly) the threshold of 5% of votes at the General Meeting of UNIMOT S.A.

The Issuer reported on the exceeding of 5% of the voting rights at the General Meeting in current report 2/2024.

9.6. AN INDICATION OF THE HOLDERS OF ANY SECURITIES WHICH CARRY SPECIAL CONTROL POWERS, TOGETHER WITH A DESCRIPTION OF THOSE POWERS

Zemadon Ltd. holds 350,000 series B shares of the Issuer with voting preference such that there are two votes per share at the OGM, representing 4.27% in the share capital and entitling to 700,000 votes, i.e. 8.19% of the votes at the general meeting.

9.7. AN INDICATION OF ANY RESTRICTIONS ON THE EXERCISE OF VOTING RIGHTS OR PROVISIONS WHEREBY, WITH THE COMPANY'S COOPERATION, THE CAPITAL RIGHTS RELATED TO THE SECURITIES ARE SEPARATED FROM THE HOLDING OF THE SECURITIES

The Issuer's shares do not have any restrictions on the exercise of voting rights at the OGM. Restrictions may arise from generally applicable laws, inter alia, the Act on Offerings in the case of violations of the provisions on calls for shares and the Commercial Companies Code Article 6. The Articles of Association also do not provide for any personal rights separate from the holding of securities.

9.8. INDICATION OF ANY RESTRICTIONS ON THE TRANSFER OF OWNERSHIP OF THE ISSUER'S SECURITIES

There are no restrictions on the transfer of ownership of bearer shares.

The transferability of the registered **voting preference B Shares** is restricted pursuant to § 10 of the Company's Articles of Association. The pre-emptive right to acquire registered shares in the Company is vested in the other shareholders of registered shares in proportion to the number of registered shares held.

9.9. DESCRIPTION OF THE RULES FOR AMENDING THE ISSUER'S STATUTES OR ARTICLES OF ASSOCIATION

The Articles of Association are amended on the basis of the Commercial Companies Code. The amendment of the Articles of Association requires a resolution of the General Meeting and an entry in the register. A resolution to amend the Articles of Association shall be adopted by a three-quarters majority of votes. The amendment of the Articles of Association shall be reported by the Management Board to the Registry Court. The General Meeting may authorise the Supervisory Board to determine the consolidated text of the amended Articles of Association or to make other amendments of an editorial nature as specified in the Resolution of the General Meeting. Amendments to the Articles of Association shall be effective from the date of their entry in the Register of Entrepreneurs.

9.10. METHOD OF OPERATION OF THE GENERAL MEETING AND ITS PRINCIPAL POWERS, AND A DESCRIPTION OF SHAREHOLDERS' RIGHTS AND HOW TO EXERCISE THEM

The overriding legal act governing the operation of the General Meeting is the Commercial Companies Code. The detailed actions of the General Meeting are defined by the Company's Articles of Association and the Principles of Procedure for the General Meeting of Unimot S.A. adopted by Resolution No. 2 of the Ordinary General Meeting of Unimot S.A. of 3 June 2020 and the Principles of Procedure for Participation in the General Meeting of UNIMOT S.A. using electronic communication means adopted by Resolution No. 3 of the Ordinary General Meeting of Unimot S.A. of 3 June 2020. These documents are available on the Company's website: www.unimot.pl under Investor Relations and Corporate Governance.

One ordinary general meeting of the Company was held in 2023, in which shareholders were able to participate and vote using electronic communication means. The proceedings of the general meeting were also broadcast online on the Internet.

- **Calling, cancelling and adjourning the general meeting of the Company**

The General Meeting is convened in the manner and in the cases indicated in the Commercial Companies Code and the Company's Articles of Association. The detailed manner in which the General Meeting of the Company is convened and dismissed is set out in the Regulations of the General Meeting.

The General Meeting may be ordinary or extraordinary. An Ordinary General Meeting shall be convened annually by the Management Board no later than 30 June each year. An Extraordinary General Meeting is convened by the Management Board on its own initiative or at the written request of the Supervisory Board or at the request of shareholders representing at least 1/20 of the share capital. If the General Meeting is convened by a body other than the Management Board or at the request of a third party, the Management Board is obliged to cooperate in convening the General Meeting and to perform all actions stipulated by law in order to convene, organise and conduct the General Meeting.

The General Meeting should be convened within two weeks from the date of the request by the Supervisory Board or the eligible shareholders. If the General Meeting has not been convened within two weeks from the date of the request, the registration court may authorise the shareholders making the request to convene an Extraordinary General Meeting.

In accordance with the provisions of the Commercial Companies Code (Articles 402¹ - 402³), the General Meeting is convened by means of an announcement made on the Issuer's website and in the manner specified for the provision of current information (in the form of a current report). The announcement is made at least 26 days before the date of the General Meeting.

The agenda for the General Meeting is set by the Management Board and is included in the notice convening the General Meeting. The Supervisory Board or any other entity authorised to convene the General Meeting under separate provisions of law shall set the agenda only if the Management Board fails to convene or set the agenda for the General Meeting. The Supervisory Board as well as a shareholder or shareholders representing at least one-

twentieth of the share capital may request the inclusion of specific issues on the agenda of the next General Meeting. No resolution may be adopted on matters not on the agenda unless the entire share capital is represented at the General Meeting and none of the participants objects to the adoption of the resolution. A resolution to convene an extraordinary General Meeting and resolutions of a procedural nature may be adopted even though they were not placed on the agenda.

The cancellation and any change of the date of the General Meeting shall be made by means of an announcement posted on the Company's website. The Company shall endeavour to ensure that the cancellation of the General Meeting or a change of its date has the least possible negative impact on the Company and the shareholders.

The cancellation and rescheduling of the General Meeting shall take place as soon as the reason justifying the cancellation or rescheduling occurs, but no later than seven days before the date of the General Meeting, unless the circumstances indicate that this is impossible or unduly difficult, in which case the rescheduling or cancellation may take place at any time before the date of the General Meeting.

The General Meeting may order an adjournment of the General Meeting by passing a resolution with a 2/3 majority. Interruptions may not last longer than 30 days in total. The resolution on adjournment should specify the day and time and the place where the General Meeting will resume.

General Meetings are held at the Company's registered office, Częstochowa or Warsaw.

- **Competence of the General Meeting of the Company**

In accordance with the provisions of the Code of Commercial Companies and the Company's Articles of Association, the primary powers of the General Meeting are to adopt resolutions on the following matters:

- to consider and approve the report of the Management Board on the Company's activities and the financial statements for the past financial year and to discharge the members of the Company's bodies for the performance of their duties;
- distribution of profit or coverage of loss;
- determination of the dividend date;
- provision for claims for compensation for damage caused in incorporating the Company or in carrying out management or supervision;
- the disposal and lease of an undertaking or an organised part thereof and the creation of a limited right in rem thereon;
- the issue of convertible or priority bonds and the issue of subscription warrants as referred to in Article 453 § 2 of the Code of Commercial Companies;
- the acquisition of own shares in the case referred to in Article 362 § 1 pt. 2 of the Commercial Companies Code and the authorisation to acquire them in the case referred to in Article 362 § 1 pt. 8 of the Commercial Companies Code;
- the conclusion of the agreement referred to in Article 7 of the Commercial Companies Code;
- determining the number and remuneration of the members of the Supervisory Board.

The acquisition and disposal of real estate, perpetual usufruct or an interest in real estate does not require a resolution of the General Meeting.

The General Meeting of the Company may only adopt resolutions on matters on the agenda, subject to Article 404 of the Commercial Companies Code.

Pursuant to the wording of Articles 406¹ - 406³ of the Code of Commercial Partnerships and Companies, only persons who are shareholders of the company sixteen days before the date of the general meeting (the so-called date of registration of participation in the general meeting) have the right to participate in the General Meeting of a public company. On the other hand, pledgees and users with voting rights have the right to participate in the General Meeting of a public company if the establishment of a limited right in rem in their favour is registered in their securities account on the date of registration of participation in the General Meeting. At the request of a holder of shares in a public company and of a pledgee and a user with voting rights, submitted no earlier than after the announcement of

the convocation of the General Meeting and no later than on the first business day after the date of registration of participation in the General Meeting, the entity maintaining the securities account shall issue a registered certificate of the right to participate in the General Meeting.

Pursuant to Articles 412 - 412² of the Code of Commercial Partnerships and Companies, each shareholder may attend the General Meeting and exercise the right to vote in person or by proxy. The proxy exercises all the shareholder's rights at the General Meeting, unless otherwise stated in the power of attorney. If a shareholder holds shares registered in more than one securities account, the shareholder may appoint a proxy to exercise the rights attached to the shares registered in each of the accounts. A proxy to attend the General Meeting and exercise voting rights must be in writing or granted in electronic form. A proxy granted in electronic form should be sent to the Company's e-mail address indicated in the notice convening the General Meeting. As of the date of the convening of the General Meeting, the Company shall make available on its website a form containing a specimen proxy in electronic form.

- **Voting at the Company's General Meeting**

The General Meeting passes resolutions irrespective of the number of shares represented at it. Resolutions of the General Meeting shall be adopted by an absolute majority of votes, unless the Commercial Companies Code or the provisions of these Articles of Association stipulate stricter conditions for the adoption of resolutions.

One share of the Company's stock entitles the holder to one vote at the Company's General Meeting, except for registered preference shares of Series B stock, which entitle the holder to two votes at the General Meeting.

Subject to applicable laws and the Articles of Association, voting shall be open. A secret ballot shall be ordered for elections and on motions to dismiss members of the Company's bodies or liquidators, to hold them liable, as well as on personal matters.

9.11. CORPORATE SOCIAL RESPONSIBILITY

In all areas of activity, the Group adheres to the principles of professionalism and business integrity while taking care of the quality and safety of the products it trades. We also conscientiously take care of relations with customers, suppliers, employees, the local community and investors, basing them on respect and mutual trust. The UNIMOT Group strives to conduct its business activities in a socially responsible and sustainable manner, i.e. in such a way that the needs of the present generation are met without compromising the chances of future generations to have their needs met. Transparent operations that take into account environmental (including climate), social and management objectives are a priority for the Group.

On 25 March 2022, the Management Board of the company adopted the UNIMOT Group ESG Strategy, which is based on five pillars (strategic objectives) from the main ESG areas: environment ("E" for environment), society ("S" for social responsibility) and corporate governance ("G" for corporate governance). Within the framework of the above pillars, the Group has defined twelve activities as a means of achieving these objectives. In addition to the existing internal regulations (policies, procedures) concerning the ESG area, additional regulations have been adopted to support the achievement of the stated objectives and activities. The Management Board has declared its support for the activities resulting from the above regulations and the provision of adequate resources and means to achieve the objectives defined therein. The full content of the Strategy can be found at <https://www.unimot.pl/relacje-inwestorskie/>.

The Unimot Group also makes every effort to respect the environment and the surroundings in which it operates. As a fuel company, it strives to minimise its negative impact on the environment by, among other things, conscientiously implementing the National Indicative Target. The Group, while also being a seller of electricity, endeavours to ensure that it comes from renewable sources as much as possible.

The AVIA station chain is offering Fairtrade-certified coffee in its new Eat&Go food and drink concept. The Fairtrade certification system seeks to improve the situation of small farmers in countries in the South who are involved in, among other things, coffee cultivation. Farmers affiliated to Fairtrade cooperatives receive at least a minimum purchase price for their crop, which protects them from sharp price drops on the world market. For every pound of coffee sold, they receive a Fairtrade premium for development projects. In addition to economic considerations, Fairtrade places a strong emphasis on appropriate social conditions - equal rights for women and combating forced and child labour.

Unimot supports the education of outstanding young Poles at the best American and European universities (such as Harvard, Stanford, Yale, Oxford and Cambridge) by cooperating with the IVY Poland Foundation (now Ivy Consultants).

Unimot has also undertaken a number of activities that shape positive and responsible relations with the social groups that surround us. It is involved in the local community through the promotion of sporting activities and education. As part of its activities, it sponsors the Kolejarz-Jura Częstochowa cycling club, Sport Club Efektowni.pl in Stalowa Wola and the Speedway Fan Club Częstochowa Association. The association runs a speedway club: the Lions AVIA Częstochowa. At the end of 2019, the Unimot Group established cooperation with the Zawadzkie municipality, where the registered office of Unimot S.A. is located. As part of the cooperation, Unimot donated PLN 100,000 to the municipality, which in 2020 was used to build a modern and safe children's playground in the town centre. The funds also supported two local youth sports clubs: Nidan Karate Club and the Autonomous Handball Section. In 2021, PLN 100,000 was provided for a community playground in Zawadzkie. In the first quarter of 2022, another PLN 100 thousand was donated to the Zawadzkie Municipality for the construction of the third stage of the community playground, including the retrofitting of playground equipment such as Skate Park, Pumptrack and for the development of design documentation for the construction of a recreational area for seniors in the vicinity of the Social Welfare Centre building in Zawadzkie. In 2023, a donation of PLN 100,000 to the Zawadzkie municipality was donated for the needs of the Voluntary Fire Brigade.

Unimot S.A. and Unimot Paliwa sp. z o.o. made donations to humanitarian aid in the form of material donations and financial resources, table below.

Statement of the value of donations in kind and in cash

Purpose of the donation/beneficiary	Value
Humanitarian aid	PLN 3 912 278
Zawadzkie municipality	PLN 100,000
Support for the development of sport among children and young people	PLN 56 598
Supporting the day-to-day activities of community organisations and institutions	PLN 184,779

On 10 May 2023, the company published a non-financial report (hereafter referred to as 'ESG') for 2022. Under current non-financial reporting law, the company is not required to publish it. According to the CSRD - Corporate Sustainability Reporting Directive - adopted in November 2022, the obligation to publish the ESG report will only arise from 2026 onwards and will include ESG disclosures for 2025.

The report is posted on the website: <https://www.unimot.pl/relacje-inwestorskie/>.

The company will publish annual ESG reports periodically.

9.12. INFORMATION ON THE COMPOSITION OF THE MANAGEMENT, SUPERVISORY AND ADMINISTRATIVE BODIES AND CHANGES THERETO DURING THE LAST FINANCIAL YEAR

MANAGEMENT BOARD

- **Composition of the Management Board and description of changes**

As at 31.12.2023, the composition of the Company's Management Board was as follows:

Adam Sikorski - President of the Management Board

Robert Brzozowski - Vice-President of the Management Board for Commercial Affairs

Filip Kuropatwa - Vice-President of the Management Board for Finance

At the date of publication of this report, the composition of the Company's Management Board has been expanded by two members and is as follows:

Adam Sikorski - President of the Management Board

Robert Brzozowski - Vice-President of the Management Board for Commercial Affairs

Filip Kuropatwa - Vice-President of the Management Board for Finance

Michał Hojowski - Vice President of the Management Board for Energy Transformation, appointed to the Company's Management Board on 22.11.2023 with effect from 1 January 2024.

Aneta Szczesna-Kowalska - Vice President for HR, appointed to the Company's Management Board on 22.11.2023 with effect from 1 January 2024.



ADAM SIKORSKI - CHAIRMAN OF THE BOARD

Since 1992, he has been co-founder of the UNIMOT Capital Group, which is one of the largest private companies in the energy market in Poland. In 2012, he became Chairman of the Supervisory Board and major shareholder of PZL Sędziszów S.A. - a leading domestic manufacturer of filters for the automotive industry, where he served as President of the Company's Management Board in 2015-18. Since August 2018, Adam Sikorski has been the President of the Management Board of UNIMOT S.A.. Adam Sikorski is a graduate of International Economic Relations at the Polonia Academy in Częstochowa. He completed postgraduate Executive MBA studies and in 2013 he received the Executive Doctor of Business Administration - EDBA diploma at the Institute of Economic Sciences of the Polish Academy of Sciences in Warsaw. In 2023, he received a PhD in social

sciences in the discipline of management and quality sciences at the Faculty of Management, Częstochowa University of Technology. Since 2015, Adam Sikorski has also been a certified member of The John Maxwell Team, i.e. a licensed coach, teacher and motivational speaker in the international John Maxwell Team. He is passionate about the topics of leadership and personal development.

ROBERT BRZOWSKI - VICE-PRESIDENT OF THE MANAGEMENT BOARD FOR COMMERCIAL AFFAIRS



Robert Brzowski is a graduate of the University of Gdansk. In 2016, he graduated from the prestigious BI Norwegian Business School with an Executive Master of Business Administration degree in energy. In the years 2000-03, he was Director of Trade and Marketing of ORLEN Morena Sp. z o.o., and for the next 2 years he was Commercial Director of LOTOS Marine. He has been with the UNIMOT Group since 2008 as Coordinator of International Fuel Trading. At UNIMOT S.A., he was responsible, among other things, for the diesel wholesale project. On 25 August 2014, he took on the position of Member of the Management Board and as Commercial Director of the Company. From October 2015 until the end of 2017, he held the position of President of the Management Board of Unimot S.A. Since January 2018, Robert Brzowski has been Vice-President of the Management Board for Commercial Affairs.



FILIP KUROPATWA - VICE-PRESIDENT OF THE MANAGEMENT BOARD FOR FINANCE

Filip Kuropatwa has 20 years of experience in financial markets working in the past at BWP Unibank and BRE Bank in the areas of money and foreign exchange and commodity markets. He has been with UNIMOT Group since 2015, where he held the position of Director of Margin Optimisation and Financial Risk. Since April 2021, Filip Kuropatwa has been Vice-President of the Management Board for Finance.



MICHAŁ HOJOWSKI – VICE-PRESIDENT OF THE MANAGEMENT BOARD FOR ENERGY TRANSITION

Michał Hojowski is a graduate of the Cracow University of Economics, Faculty of Finance, majoring in Finance and Banking. He obtained the title of an Executive Master of Business Administration - Cracow University of Economics and Stockholm University. He has been working at UNIMOT Group since 2023 as Director of Marketing and Development.

He has professional experience gained in financial institutions: Raiffeisen Bank Polska S.A. - FX dealer and derivatives specialist, head of the financial markets sales department; Raiffeisen Solutions - President of the Management Board and later member of the Supervisory Board; Bank Pekao S.A. - managing director of the financial markets division; BNP Paribas Bank Polska S.A. - Managing Director of the Financial Markets Division.

Since January 2024, Michał Hojowski has been Vice-President of the Management Board for Energy Transformation.



ANETA SZCZESNA-KOWALSKA - VICE-PRESIDENT OF THE MANAGEMENT BOARD FOR HUMAN RESOURCES

Aneta Szczesna-Kowalska has 25 years of professional experience in companies from various industries: energy, logistics, manufacturing, telecommunications and finance. She has been with the UNIMOT Group since 2021, where she held the position of HR and Administration Director. At the UNIMOT CG, she is responsible for implementing the group's strategy and building an effective and efficient human capital management policy, as well as in shaping relations with the social partner. She is a certified coach, assessor and member of the Polish Human Resources Management Association.

She is a graduate of the Higher School of Humanities, where she obtained a Master's degree in Marketing and Advertising at the Faculty of Political Science. She completed postgraduate studies in Psychological and Negotiation Competencies in a Company at the Warsaw School of Economics, postgraduate studies in Labour Law at the University of Warsaw and obtained a Master of Business Administration at the Leon Koźmiński Academy.

Since January 2024, Aneta Szczesna-Kowalska has been Vice-President of the Management Board for HR .

- **Principles for appointing and dismissing the Management Board**

The Management Board of the Company consists of between one and five persons appointed and dismissed by the Supervisory Board. The number of members of the Management Board is determined by the Supervisory Board. It is possible to change the number of Management Board members during the joint term of office of the Management Board. The members of the Management Board are appointed for a joint term of office of five years. It is permissible to appoint the same persons for subsequent terms of the Management Board. Shareholders as well as persons from outside the Company may be appointed to the Management Board.

Any member of the Management Board of the Company may be dismissed by the General Meeting or suspended by the Supervisory Board for important reasons. The Supervisory Board may delegate members of the Supervisory Board to temporarily perform the duties of the Management Board.

- **Competences of the Management Board**

The general principles of the Company's Management Board are set out in the Company's Articles of Association. The detailed course of action of the Management Board and the description of its competences are set out in the Principles of Procedure of the Management Board and the Organisational Principles of the Company.

The Management Board shall manage the Company's affairs and represent the Company in all judicial and extrajudicial actions. The powers of the Management Board include all matters not reserved by law or the Articles of Association for other bodies of the Company.

The Management Board may delegate the handling of specific matters to individual members of the Management Board or employees of the Company, with the exception of matters:

- which are ascribed to the exclusive competence of the Management Board by the applicable regulations or the provisions of the Articles of Association;
- entrusted to the Management Board by the General Meeting or the Supervisory Board.

The acquisition and disposal of real estate, the right of perpetual usufruct or an interest in real estate is a competence of the Management Board and does not require a resolution of the General Meeting.

The Management Board is authorised to make an advance payment to shareholders on account of expected dividends at the end of the financial year, if the Company has sufficient funds to make the payment, under the conditions indicated in the Commercial Companies Code. The payment of the advance requires the approval of the Supervisory Board.

In accordance with the Regulations of the Management Board, the affairs of the Company conducted by the Management Board include, in particular:

- setting the long- and medium-term strategy for the Company's development and growth in shareholder value, evaluating the achievement of these objectives and modifying them if necessary,
- defining the Company's financial objectives,
- approval of major investment projects and their financing,
- determining the organisational structure of the Company.

The duties of the Management Board, which the Management Board is obliged to consider collectively and adopt in the form of a Board Resolution, include in particular:

- adoption of the Company's annual and/or multi-annual budget,
- the conclusion by the Company of agreements with a value in excess of PLN 1 million, with the above not applying to the Company's agreements relating to the trading of products as part of the Company's business activities,
- to determine the Company's internal normative acts, with the exception of the acts which the President of the Management Board is authorised to issue,
- fixing the date, venue and agenda for and convening the ordinary and extraordinary General Meeting of Shareholders,
- to submit to the General Meeting and the Supervisory Board draft resolutions and motions submitted to the agenda on matters on its agenda,
- adopting the Company's financial statements and consolidated financial statements and submitting them to the Supervisory Board for its opinion and to the General Meeting for approval,
- adopting the report on the activities of the Company and the Group for the financial year and submitting them to the Supervisory Board for its opinion and to the General Meeting for approval,
- preparing a proposal or recommendation for the distribution of profit or the coverage of loss,
- other matters presented by the Management Board at the General Meeting of Shareholders, such as adoption of the Company's organisational structure and making significant changes to it,
- the granting of a power of attorney of substantial scope (beyond the scope of powers of attorney granted in the day-to-day course of business) or a proxy,
- the disposal of funds raised through the public issue of the Company's shares,
- making decisions regarding the Company's launch of activities with significant financial risks or significant financial investments in a new market or industry,
- matters of extraordinary importance, as well as matters and transactions, including matters of significant importance to the Company in the exercise of corporate governance over subsidiaries which, in the

reasonable opinion of the Member of the Management Board, are of significant importance to the Company, and any other activities exceeding the scope of ordinary management of the Company.

The right to decide on the issue or redemption of shares is vested in the General Meeting. The Company's Articles of Association do not provide authorisations for the Management Board in this respect.

Each Member of the Management Board independently up to the amount of PLN 500,000, two Members of the Management Board jointly, or one Member of the Management Board jointly with a Proxy above the amount of PLN 500,000 shall be entitled to make declarations regarding property rights and obligations of the Company, including signing contracts and contracting liabilities. Each Member of the Management Board is authorised to make declarations of intent with respect to the Company's non-asset rights and obligations independently.

- **Description of the operation and organisation of the Board's work**

The Managing Persons comprising the Management Board act on the basis of the Commercial Companies Code Act, the Company's Articles of Association and the Regulations of the Management Board. In their conduct, they are guided by the principles adopted by the Company in the Code of "Best Practices for Companies Listed on the WSE 2021".

As a rule, the Management Board makes decisions in the form of resolutions at meetings convened by the President of the Management Board on his initiative or at the request of a Member of the Management Board or at the request of the Supervisory Board. Persons invited by Board Members may participate in Board meetings to consider a specific matter. Meetings of the Management Board are minuted. The minutes shall be signed by all Board Members present at the minuted meeting and the person taking the minutes. Resolutions adopted at the Board Meeting shall be adopted by a simple majority of votes with at least half of the Board Members present at the meeting. Voting shall be open. Each Member of the Management Board who opposes the adoption of a resolution shall have the right to express his/her stance in the form of a dissenting opinion submitted to the minutes of the meeting or resolution or in the form of a separate document.

If the Management Board is composed of more than one person, resolutions of the Management Board may also be adopted outside the meeting of the Management Board by voting in writing or by means of direct remote communication, provided that all members of the Management Board have been informed of the content of the draft resolution. Voting in the mode referred to in the preceding sentence may be ordered by the President of the Management Board on his/her own initiative or at the request of any other Member of the Management Board. In the event of a tie, the President of the Management Board shall have the casting vote.

In 2023, the Company's Management Board discharged its statutory and regulatory duties at minuted meetings, passing 88 resolutions on the Company's strategic and operational matters.

The work of the Management Board is directed by the President of the Board, whose duties include:

- coordination and organisation of the Board's work,
- setting targets for capital transactions and overseeing their progress,
- overseeing the progress of the Company's investment projects,
- Overseeing corporate communications and the Company's compliance with the law, Overseeing the Company's human resources and payroll policies, including: the staffing of management positions in the Company and its related entities, if the Company has influence over such staffing, and the determination of the Company's hiring, remuneration and personnel policies and the periodic analysis of the Company's human resources situation.

The members of the Management Board manage the Company's separate business areas, in accordance with the Company's organisational structure.

The breakdown of the tasks and competences of the Management Board at the date of publication of this report is shown in the table below:

Member of the Management Board	Assigned areas of tasks and responsibilities
Adam Sikorski - President of the Management Board, Chief Executive Officer (CEO)	<ul style="list-style-type: none"> Investor relations and ESG Legal area of the CG Internal Audit Communication Protection of Classified Information; Relations with Public Administration; Data protection Supervision of the companies: Unimot Ukraine LLC, Unimot Asia LLC, Unimot Energy LLC, Unimot System sp. z o.o., Blue LNG sp. z o.o., Unimot Commodities sp. z o.o., Unimot Aviation sp. z o.o.
Robert Brzozowski - Vice-President of the Management Board for Commercial Affairs (CCO)	<ul style="list-style-type: none"> Supervision of the companies: UNIMOT Paliwa Sp. z o.o., Olavion sp. z o.o., Unimot S.A. (Unimot Ltd) - headquarters Geneva.
Filip Kuropatwa - Vice-President of the Management Board for Finance (CFO)	<ul style="list-style-type: none"> Finance Accounting and Reporting IT Non-financial reporting Controlling Optimising Margins and Financial Risks.
Michał Hojowski – Vice-President of the Management Board for Energy Transformation	<ul style="list-style-type: none"> Marketing RES products Avia Customer relations Supervision of the companies: Tradea sp. z o.o., Unimot Energia i Gaz sp. z o.o., Operator Klastra Energii sp. z o.o.
Aneta Szczesna-Kowalska - Vice-President of the Management Board for HR	<ul style="list-style-type: none"> Car fleet Administration HEALTH AND SAFETY HR

A Member of the Management Board shall inform the Management Board of any conflict of interest in relation to the function held or of the possibility of its occurrence, and shall refrain from taking part in the discussion and from voting on the resolution on the matter in which the conflict of interest has arisen. In cases where a conflict of interest arises, the Board Member of the Company is obliged to act in accordance with the Regulations for the Identification, Management and Prevention of Conflicts of Interest of Members of UNIMOT S.A. Company Bodies, adopted by Resolution No. 27 of the Ordinary General Meeting of Unimot S.A. of 2 June 2016, amended by Resolution No. 23 of the Ordinary General Meeting of Unimot S.A. of 3 June 2020, the content of which is available on the Company's website: <https://www.unimot.pl/wp-content/uploads/2020/06/regulamin-konflikt-interesow-2.pdf>.

SUPERVISORY BOARD

- Composition of the Supervisory Board and description of changes**

As at 31.12.2023 and at the date of this report, the composition of the Supervisory Board was as follows:

Andreas Golombek - Chairman of the Supervisory Board - Independent Member

Bogusław Satława - Vice-Chairman of the Supervisory Board

Piotr Prusakiewicz - Member of the Supervisory Board - Independent Member

Piotr Cieślak - Member of the Supervisory Board - Independent member
 Isaac Querub - Member of the Supervisory Board - Independent Member
 Ryszard Budzik - Member of the Supervisory Board - Independent Member
 Lidia Banach-Hoheker - Member of the Supervisory Board - Independent Member



ANDREAS GOLOMBEK - CHAIRMAN OF THE SUPERVISORY BOARD

Graduate of Bielefeld University of Technology. After graduation, he worked for AEG (later Alstom and CEGELEC), where he was responsible for sales in Central and Eastern European countries. In 2002, he became President of the newly founded CEGELEC in Poland, which he built and led until the end of 2005. In February 2006, he assumed the position of President of the Management Board of Lurgi S. A. in Krakow, with responsibility for sales, supply, personnel and quality. The Lurgi Group was acquired by the Air Liquide Group in 2007, resulting in a corresponding increase in responsibilities. From January 2010, he also became a member of the Lurgi Group Executive Team, responsible for global purchasing and supply. Since 2012, he has also been additionally entrusted with the responsibility for the implementation of projects in Air Liquide Engineering within

Central and Eastern Europe and CIS countries. In 2015, Andreas Golombek founded the company go&management GmbH S. K. The company offers professional consultancy to the chemical, petrochemical, refining and energy industries covering strategy, management and optimisation issues in the process of implementing high-budget investment projects.

According to the declaration submitted, Mr Andreas Golombek meets the criteria for independence of Supervisory Board members in relation to the Company as set out in the Articles of Association of Unimot S.A., as well as in the "Best Practices 2021", i.e. he is an independent member in accordance with the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 (Journal of Laws, item 1089) and also has no actual and significant relations with a shareholder holding at least 5% of the total number of votes in the company.



BOGUSŁAW SATŁAWA - VICE CHAIRMAN OF THE SUPERVISORY BOARD

Bogusław Satława is a graduate of the Kiev University of Technology, Precision Mechanics Department. He completed postgraduate studies in Economics and Managerial Management at the Częstochowa University of Technology and the Academy of Strategic Management implemented by the French Economic Institute Poland. Bogusław Satława has been a Member of the Management Board of UNIMOT Express sp. z o.o. and a Member of the Management Board of UNIMOT Truck sp. z o.o. since 2013 until now. From July 2013 to August 2014, Bogusław Satława held the position of the President of the Management Board of Unimot S.A. At the UNIMOT Group, he was

responsible, among others, for implementing the company's development concept, creating sales, pricing and marketing policies, analysing and monitoring market data on competition, coordinating the work of subordinate departments, planning and supervising the implementation of budgets of subordinate departments. From 2013 to 2015, he was the President of the Management Board, and from 2016 to 2018, he was a member of the Management Board, Commercial Director at PZL Sędziszów S.A., a company that is a leading filter manufacturer in Poland. Bogusław Satława is active, among others, in the Sectoral Competence Council - Automotive and Electromobility.



ISAAC QUERUB - MEMBER OF THE SUPERVISORY BOARD

Spanish citizen, graduate of the Universidad Pontificia de Comillas in Madrid. From 1981 to 2003, he was CEO and member of the Board of Directors of Glencore España S.A. - a company operating in the oil, metals and minerals sector in Spain, the Middle East and Africa. Since 2003, he has been a partner of Andria Inversiones Inmobiliarias S.A., involved in real estate trading, and Incogas S.A., related to liquefied natural gas trading. From 2007 to 2013, as co-founder of Moka Consulting S.A., he developed a strategy targeting African LNG-producing countries, and from 2009 to 2013 he was a member of the Advisory Committee of the Portuguese company Iberiapremium SGPS.

Since 2013, he has been a partner of Consejos y Eesg s Técnicas y Empresariales SL, a business consultancy, and a member of the Supervisory Board of Bluequest Resources AG, a Swiss company related to metals and minerals trading. From 1996 to 2001, Isaac Querub was President of the Jewish Community of Madrid, and since 2011 he has been President of the Federation of Spanish Jewish Communities. He is also a Member of the Supervisory Board of Tel Aviv University and President of Yad Vashem in Spain. In 2007 he received the Prince of Asturias Award and in 2012 he was awarded the Moroccan Order of Ouissam Alaouite.

According to the declaration submitted, Mr Isaac Querub meets, with respect to the Company, the independence criteria for members of the Supervisory Board set out in the Articles of Association of Unimot S.A. as well as in the "Best Practices 2021", i.e. he is an independent member in accordance with the Act of 11 May 2017 on Statutory Auditors, Audit Firms and Public Supervision (Journal of Laws, item 1089) and also has no real and significant relations with a shareholder holding at least 5% of the total number of votes in the company.



PROF. DR. RYSZARD BUDZIK - MEMBER OF THE SUPERVISORY BOARD

PROF. DR HAB. INŻ. RYSZARD BUDZIK - MEMBER OF THE SUPERVISORY BOARD
Organisation and management specialist, certified property appraiser (state licence No 2519, banking authorisation No 1874/XXXIII/01), Member of the Silesian Association of Property Valuers. Holds an academic title - professor, granted by the President of the Republic of Poland. From 1969 to 1972, he worked as a technologist at the Sabinow Mining and Metallurgical Plant. Since 1972, he has been affiliated with the Częstochowa University of Technology - as a research worker, then as the head of several departments. Since 2010, he has been working as a professor at the Opole

University of Technology.

Prof. Budzik was a lecturer at the Bielsko-Biała School of Management and Banking, the Silesian University of Technology and at postgraduate courses for candidates to supervisory boards. His numerous publications include over 300 studies on Polish companies for privatisation and ownership transformation for the Ministry of Treasury and Provincial Offices, as well as over 20 studies on restructuring of Polish companies. Member of the Audit Committee who, according to the statement, has competence and knowledge in accounting or auditing and in the industry in which the Company operates.

According to the statement submitted, Mr Ryszard Budzik meets the criteria for independence of Supervisory Board members in relation to the Company, as set out in the Articles of Association of Unimot S.A., as well as in the "Best Practices 2021", i.e. he is an independent member in accordance with the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 (Journal of Laws, item 1089) and also has no actual and significant relations with a shareholder holding at least 5% of the total number of votes in the company.



PIOTR CIEŚLAK - MEMBER OF THE SUPERVISORY BOARD

Graduate of the Poznań University of Economics, specialising in investment and real estate management. He has over 20 years of experience in stock market and macroeconomic analysis and company valuation. For several years, he has also specialised in corporate disputes, as well as in the area of capital market law and commercial companies. He has conducted numerous training courses and lectures on finance, economics and capital markets law. He is the author of hundreds of

commentaries, statements and articles and publications for most of the leading financial and economic media. He has been involved with the Association of Individual Investors since 2004. For a period of 12 years, i.e. from 2008 until the end of 2019, he was Vice-President of the Management Board of the Association of Individual Investors with responsibility for the Investor Rights Protection Department. He is currently Managing Director and Advisor to the Management Board of the Association of Individual Investors and is responsible, among other things, for the development of the Analytical Department of the SII and the implementation of the Association's strategic objectives. Since 2014, he has been a member of the Corporate Governance Consultative Committee appointed by the WSE. Since 2011, he has also been active in advisory and consulting activities. He has served in the supervision of public and non-public companies. Since 2012, he has been a member of the Supervisory Board and currently also Chairman of the Audit Committee at Unimot S.A. having, according to the statement, general knowledge and skills in the industry in which the Company operates and general knowledge in accounting and auditing.

In relation to the Company, Mr Piotr Cieślak meets the criteria for independence of Supervisory Board members as set out in the Articles of Association of Unimot S.A., as well as in the "Best Practices 2021", i.e. he is an independent member in accordance with the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 (Journal of Laws, item 1089) and also does not have actual and significant relations with a shareholder holding at least 5% of the total number of votes in the company.



PIOTR PRUSAKIEWICZ - MEMBER OF THE SUPERVISORY BOARD

Graduate of the Szczecin University of Technology. In 2000, he completed postgraduate studies in management and marketing, and in 2004, Executive MBA at the International Management Centre of the University of Warsaw and the University of Illinois. From 2000 to 2011, Piotr Prusakiewicz was associated with Rafineria Trzebinia S.A., where he served as a specialist technologist, production manager, production director, and for the last 5 years as a Member of the Management Board. Then, in 2012-13, he was Deputy Business Unit Director at SARPI Dąbrowa Górnicza Sp. z o.o.. In addition, from 2006 to 2012, Piotr Prusakiewicz was a Member of CEN WG24/TF FAME at the European Organisation for Standardisation and a Member of the Subcommittee on Fuels of Technical Committee No. 222 at the Polish Committee for Standardisation (until 2013). Since 2012 until now, he has been running his own business in the field of consultancy, covering chemical technology and engineering in the area of: liquid fuels, liquid bio-fuels and environmental protection. Member of the Audit Committee as declared with knowledge and skills in the industry in which the Company operates.

In relation to the Company, Mr Piotr Prusakiewicz meets the criteria for independence of Supervisory Board members as set out in the Articles of Association of Unimot S.A., as well as in the "Best Practices 2021", i.e. he is an independent member in accordance with the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 (Journal of Laws, item 1089) and also has no actual and significant relations with a shareholder holding at least 5% of the total number of votes in the company.



LIDIA BANACH-HOHEKER - MEMBER OF THE SUPERVISORY BOARD

Graduate of the Faculty of Management at the University of Warsaw, majoring in Financial Management, she holds an ACCA qualification. In 1998-2003, she served as Financial Director at Wincanton Polska sp. z o.o., and in the following two years as Financial and Administrative Director at Wincanton Marqueset France S.A. in Paris. She then served on the Management Boards of the companies: Mikom sp. z o.o. (a subsidiary of Wydawnictwa Naukowego PWN S.A., where she was also Director of Financial Control), Merlin.pl S.A. and Wydawnictwa Szkolne PWN sp. z o.o. (PWN Group company). Currently, she holds the position of Member of the Management Board for Finance in the PWN Group in the companies: Wydawnictwa Naukowego PWN SA, PZWL Wydawnictwa Lekarskie sp. z o.o. and Estate sp. z o.o.. The activities of these entities are not competitive to the activities performed in the Issuer's enterprise. As a member of the Audit Committee, according to the statement, she has knowledge and skills in accounting and auditing.

In relation to the Company, Mrs Lidia Banach meets the criteria for independence of Supervisory Board members as set out in the Articles of Association of Unimot S.A., as well as in the "Best Practices 2021", i.e. she is an independent member in accordance with the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 (Journal of Laws, item 1089) and also has no actual and significant relations with a shareholder holding at least 5% of the total number of votes in the company.

- **Principles for appointing and dismissing the Supervisory Board**

Under the current Articles of Association, the members of the Company's Supervisory Board are appointed for a joint term of five years. The Supervisory Board consists of five to seven members appointed and dismissed by the General Meeting, including a Chairman, two Vice-Chairmen and a Board Secretary. The Vice-Chairman of the Supervisory Board may also act as Secretary of the Board. The Chairman of the Supervisory Board, the Vice-Chairman of the Supervisory Board and the Secretary of the Supervisory Board are elected and dismissed by the Supervisory Board.

A member of the Supervisory Board may be appointed and dismissed at any time by the General Meeting.

At least two members of the Supervisory Board (and their relatives, in particular the spouse, ascendants and descendants) appointed by the General Meeting should meet the independence criteria set out in the Company's Articles of Association. The failure of any member of the Supervisory Board to meet the independence criteria or the absence of any independent member on the Board has no effect on the ability of the Supervisory Board to perform and the validity of its actions, including, in particular, the resolutions adopted.

As at 31.12.2023 and at the date of publication, six of the seven members of the Supervisory Board meet the independence criteria.

- **Competences of the Supervisory Board**

The general rules of operation of the Supervisory Board are set out in the Company's Articles of Association. In turn, the detailed procedure of the Supervisory Board is regulated in the Principles of Procedure of the Supervisory Board. The Principles of Procedure of the Supervisory Board are available on the Company's website: www.unimot.pl under the Investor Relations tab.

The Supervisory Board shall exercise constant supervision over the Company's activities in all areas of its business in accordance with the Articles of Association.

In accordance with the Company's Articles of Association, the competence of the Supervisory Board includes:

- Evaluation of the Management Board's reports on the Company's activities and the financial statements for the previous financial year, as regards their consistency with the books and documents as well as with the facts;
- assessing the Management Board's proposals for profit distribution or loss coverage;
- to report annually in writing to the General Meeting on the results of the evaluation of the documents and proposals referred to above;
- drawing up an annual report on the remuneration of members of the Management Board and members of the Supervisory Board;
- the appointment and dismissal of the members of the Management Board, specifying their functions on the Board;
- selecting or changing the auditor to audit and review the Company's financial statements;
- representing the Company in a contract between the Company and a member of the Management Board of the Company, including the determination of remuneration for members of the Management Board, with the competences of the Supervisory Board being exercised by a Member of the Supervisory Board indicated in a resolution of the Board;
- to consider and give its opinion on important matters to be the subject of resolutions of the General Meeting;
- to suspend, for valid reasons, individual or all members of the Management Board and to delegate members of the Supervisory Board, for a period not exceeding three months, to temporarily perform the duties of members of the Management Board who have been dismissed, who have resigned or who, for other reasons, are unable to perform their duties;

- approving the annual financial plans (budgets) submitted by the Management Board and amendments to these budgets;
- approval of the Company's multi-annual financial and strategic plans prepared by the Management Board;
- approving the Principles of Procedure of the Management Board, inter alia, approving the advance payment of dividends;
- to approve the conclusion by the Company of a significant agreement with entities related to a member of the Supervisory Board or the Management Board, as well as a shareholder and their related entities, with the exception of typical transactions concluded at arm's length in the course of business with a subsidiary in which the Company holds a majority capital share;
- consenting to benefits of any kind from the Company and the Company's related entities to the members of the Management Board.

- **Description of the operation and organisation of the work of the Supervisory Board**

The operating procedures of the Supervisory Board are laid down in the Company's Articles of Association and in the Principles of Procedure of the Supervisory Board. The Supervisory Board performs its duties collectively, but may delegate individual members to temporarily perform specific supervisory activities independently.

Meetings of the Supervisory Board shall be convened by the Chairman of the Supervisory Board or, in his/her stead, by the Vice-Chairman. The Supervisory Board shall be convened by written invitation to all members of the Supervisory Board at least seven days prior to the planned date of the meeting. Meetings of the Board shall be held at least quarterly. An extraordinary meeting of the Supervisory Board may be convened at any time.

A meeting of the Supervisory Board may also be convened at the request of any member of the Supervisory Board or at the request of the Management Board (the requester shall present the proposed agenda). The meeting should then be convened within two weeks. The agenda may be changed if all members of the Supervisory Board are present at the meeting and agree to such a change.

The Supervisory Board may hold meetings without being formally convened if all members of the Supervisory Board are present at the meeting and no member of the Supervisory Board objects to the holding of the meeting and the proposed agenda.

The Supervisory Board adopts resolutions if at least half of its members are present at the meeting and all members have been invited. The Supervisory Board adopts resolutions by open ballot. A secret ballot shall be ordered at the request of a member of the Supervisory Board and in personal matters. Resolutions of the Supervisory Board may also be adopted in writing or by means of direct communication at a distance, with the proviso that resolutions on the election or dismissal of the Chairperson, Vice-Chairperson and Secretary of the Supervisory Board, as well as on the appointment, dismissal or suspension of a member of the Management Board, may not be adopted in this manner.

In 2023, it discharged its duties during five minuted meetings, as well as by adopting resolutions through voting by means of remote communication. The Supervisory Board meetings were attended by between six and seven members of the Supervisory Board. Occasional absences were due to health reasons. The overall attendance rate at Supervisory Board meetings was 92% in 2023.

AUDIT COMMITTEE

Pursuant to the Act of 11 May 2017 on Statutory Auditors, Audit Firms and Public Supervision, public interest entities have an Audit Committee whose members are appointed by the Supervisory Board or the Audit Committee from among its members, at least one of whom should meet the conditions of independence and be qualified in accounting or auditing.

Pursuant to § 18.8 of the Company's Articles of Association, the Company's Supervisory Board appoints an audit committee responsible for supervising the Company's financial affairs.

The Company's Articles of Association do not provide for other committees within the Supervisory Board. The Company has not established a remuneration committee and the audit committee is the only committee established by the Supervisory Board.

▪ **Composition of the Audit Committee and description of changes**

As at 01.01.2023 and at the date of publication of the report, the composition of the Audit Committee was as follows:

Piotr Cieślak - Chairman of the Audit Committee,
 Piotr Prusakiewicz - Member of the Audit Committee,
 Ryszard Budzik - Member of the Audit Committee,
 Lidia Banach-Hoheker - Member of the Audit Committee.

Audit Committee members:

- meeting the independence criterion set out in the Company's Articles of Association and in Best Practices 2021, including the Act on Statutory Auditors:
 Piotr Cieślak, Piotr Prusakiewicz, Ryszard Budzik, Lidia Banach-Hoheker;
- **qualified in accounting or auditing:**
Ryszard Budzik - an expert witness in the field of: enterprise estimation, value management in enterprises, real estate estimation; holds numerous certificates: state certificate no. 2519. property appraiser (1997), estimation for the banking sector (2001), valuation of innovations and intangible assets (2021), enterprise valuation (2020), personal data protection certificate (2018), as well as many other certificates concerning the issues of enterprise estimation in the Polish market. Mr Ryszard Budzik has also lectured on the restructuring of Polish companies at postgraduate studies and courses for Supervisory Boards, i.e. Częstochowa University of Technology (2000-2015) - Lectures on "Enterprise Valuation" and "Enterprise Value Management", Opole University of Technology (2010-2018) - Lectures on "Enterprise Valuation" and "Enterprise Value Management", Silesian University of Technology (2007 - 2010) - Lectures on "Enterprise Valuation", Lectures on "Enterprise Valuation" at courses for Supervisory Boards (2001 - 2008). His numerous publications include more than 300 studies on Polish companies for privatisation and ownership transformation for the Ministry of Treasury and Provincial Offices, as well as more than 20 studies on restructuring of Polish companies. All of the above qualifications, skills and competencies require a broad and proven knowledge of accounting and auditing.
Lidia Banach- Hoheker - long-time Director or Member of the Management Board for Finance, graduate of the Faculty of Management at the University of Warsaw, majoring in Financial Management, holds an ACCA qualification. In 1998-2003, she served as Financial Director at Wincanton Polska sp. z o.o., and in the following two years as Financial and Administrative Director at Wincanton Marqueset France S.A. in Paris. She then served on the Management Boards of the companies: Mikom sp. z o.o. (a subsidiary of Wydawnictwa Naukowego PWN S.A., in which she also held the position of Financial Control Director), Merlin.pl S.A. and Wydawnictwa Szkolne PWN sp. z o.o. (a PWN Group company). Currently, she holds the position of Member of the Management Board for Finance in the PWN Group in the companies: Wydawnictwa Naukowego PWN SA, PZWL Wydawnictwa Lekarskie sp. z o.o. and Estate sp. z o.o.
- **having knowledge and skills in the industry in which the Company operates:**
Piotr Prusakiewicz - advisor in the field of chemical technology and engineering in the area of: liquid fuels, liquid bio-fuels and environmental protection. Knowledge and skills in the field of fuels and energy are confirmed by Mr Piotr Prusakiewicz's many years of professional work, who in 2000-2011 was a specialist technologist, production manager, production director and then for the next five years a member of the Management Board at Rafineria Trzebinia S.A.. Subsequently, in 2012-13, he was Deputy Business Unit Director at SARPI Dąbrowa Górnicza Sp. z o.o.. In addition, from 2006 to 2012, Piotr Prusakiewicz was a Member of CEN WG24/TF FAME at the European Organisation for Standardisation and a Member of the Subcommittee on Fuels of Technical Committee No. 222 at the Polish Committee for Standardisation (until 2013).

▪ **Description of the operation of the Audit Committee**

The Audit Committee consists of at least three members, including the Chairman, appointed by the Supervisory Board, including at least two independent members of the Supervisory Board, at least one of whom is qualified in

accounting or auditing. The Chairman of the Audit Committee is appointed by the Supervisory Board from among the independent members of the Board. The detailed rules and manner of operation of the Audit Committee are set out in the Regulations of the Audit Committee attached to the Regulations of the Supervisory Board.

The role of the Audit Committee is to examine the proper and effective execution of the Company's and the Group's internal financial controls and to cooperate with the Company's auditors. In particular, the Audit Committee is responsible for developing the principles for the selection of the audit firm to audit the Company's financial statements and for monitoring the Company's financial reporting process.

The tasks and procedures of the Company's audit committee are set out in the Audit Committee Regulations adopted by resolution of the Supervisory Board No. 5/12/2017 of 11 December 2017.

The Audit Committee's remit is to support the Supervisory Board, as a statutory body of Unimot S.A., in the performance of its control and supervisory duties, in particular with regard to monitoring the financial reporting process in the Company and its Group, monitoring the effectiveness of the internal control, internal audit and risk management systems, including with regard to financial reporting, and monitoring the performance of financial auditing activities, in particular the conduct of statutory audits by the audit firm (hereinafter referred to as the Audit), taking into account any conclusions and findings of the Audit Oversight Committee arising from audits conducted at the audit firm.

The competences of the Audit Committee include, in particular:

- controlling and monitoring the independence of the auditor and the audit firm, in particular where services other than the Audit are provided to the Company by the audit firm;
- review of the audited interim and annual financial statements of the Company (standalone consolidated), and the audit (review) reports (reports), in particular with regard to: changes in accounting policies significant adjustments resulting from the Audit, compliance with applicable regulations on the conduct of financial reporting accounting;
- informing the Company's Supervisory Board of the results of the Audit and explaining how the Audit contributed to the integrity of the Company's financial reporting and the Committee's role in the Audit process;
- assessing the auditor's independence and approving the provision by the auditor of permitted non-audit services;
- developing a policy and procedure for the selection of the audit firm to carry out the Audit, taking into account statutory requirements;
- developing a policy for the provision by the audit firm performing the audit, by affiliates of the audit firm and by a member of the audit firm's network of permitted non-audit services taking into account statutory requirements and making recommendations to the Supervisory Board on the appointment of auditors or audit firms in accordance with the policies referred to above;

The Committee tasks also include making recommendations to ensure the integrity of the financial reporting process and with developing an annual schedule of activities, setting out the Committee's key responsibilities for the financial year.

Five meetings of the Audit Committee were held in 2023. The Committee also met by means of direct remote communication. Four Audit Committee members attended the Audit Committee meetings. Overall attendance at Audit Committee meetings was 100% in 2023.

During its meetings, the Audit Committee reviewed the Internal Auditor's annual report and the Internal Auditor's reports on current audit assignments, the Company's annual standalone financial statements for 2022, the Group's annual consolidated financial statements for 2022, the Management Board's report for the aforementioned period and the auditor's opinion and report on the aforementioned reports. In addition, the Audit Committee reviewed current information on the progress of the Company's and the Group's significant processes, procedures and operational activities.

- **Description of policies for selection of audit firm and provision of permitted services**

The Company's Audit Committee on 15 November 2022 adopted a new policy and procedure for the selection of the audit firm for the audit of the financial statements.

The main assumptions of the audit firm selection policy and the policy for the provision of permitted non-audit services by the audit firm and its associated persons take into account, inter alia:

- the ability to provide a full range of services in relation to the statutory audit referred to in Article 2(1) of the Chartered Accountants Act and to comply with all requirements under the Chartered Accountants Act;
- previous experience of the audit firm in auditing the accounts of entities with a similar business profile to the Company and statutory audit of public interest entities;
- the price proposed by the audit firm;
- the reputation of the audit firm, the professional experience and the qualifications of the key auditor;
- confirmation of the independence of the audit firm for the statutory audit at the stage of the Selection Procedure or its selection, in accordance with the Act on Statutory Auditors;
- the audit firm and its associated persons do not provide, directly or indirectly, to the Company and its associated companies, any prohibited non-audit services or auditing activities;
- information obtained from the Audit Firm on the conclusions and findings of the audit conducted at the Audit Firm by the Polish Audit Supervision Agency (hereinafter: "PASA") or information confirming that the Audit Firm is not and has not been subject to an audit by PASA, information that no penalties have been imposed in the past by PASA, assurance that no disciplinary proceedings are in progress by PASA against members of the audit team carrying out the Statutory Audit and that no penalties have been imposed in disciplinary proceedings by PASA on any member of the audit team carrying out the Statutory Audit and assurance that, to the best of the Audit Firm's knowledge, there are no circumstances affecting the Audit Firm's disqualification to carry out the Statutory Audit.

When preparing its recommendation to the Supervisory Board, the Audit Committee takes into account the applicable legislation,

in particular the Act on Statutory Auditors, and is guided by the guidelines for the selection of the auditor contained in the policy on the selection of the audit firm. The recommendation is made following a selection procedure that meets the applicable criteria in accordance with the Company's internal regulations.

The Audit Committee employs a rotation mechanism for the auditor, which provides that:

1. the maximum duration of uninterrupted statutory audit engagements carried out by the same Audit Firm or an Audit Firm affiliated to that Audit Firm or any member of the network operating in countries of the European Union to which that Audit Firm belongs shall not exceed 10 years;
2. after the expiry of the maximum duration of the Statutory Audit engagement as set out in point 1) above, neither the Audit Firm nor any member of the network of the relevant Audit Firm operating within the European Union shall undertake the Statutory Audit in the Company for a further period of 4 years;
3. the key auditor may not carry out a statutory audit for more than 5 years;
4. the key auditor may re-perform the statutory audit after a period of at least 3 years from the completion of the last statutory audit.

The Supervisory Board, at its meeting on 19 November 2019, selected PricewaterhouseCoopers Polska sp. z o.o., listed on the entities authorised to audit financial statements under number 144 to:

1. review the Company's half-yearly condensed financial statements for 2020 - 2022,
2. review the Company's half-yearly condensed consolidated financial statements for 2020 - 2022,
3. audit of the Company's financial statements for 2020 - 2022,
4. audit of the Company's consolidated financial statements for 2020 - 2022,

and at its meeting on 15 November 2022, it re-elected PricewaterhouseCoopers Polska sp. z o.o. listed on the entities authorised to audit financial statements under number 144 to:

1. review the Company's half-yearly condensed financial statements for 2023 - 2024,
2. review the Company's half-yearly condensed consolidated financial statements for 2023 - 2024,
3. audit of the Company's standalone financial statements for 2023 - 2024,
4. audit the consolidated financial statements of the Company's capital group for 2023 - 2024.

In 2023, PricewaterhouseCoopers Polska sp. z o.o. provided an additional non-audit service, i.e. it audited the 2022 Supervisory Board report on the remuneration of the members of the bodies.

9.12.1. A DESCRIPTION OF THE DIVERSITY POLICY AS APPLIED TO THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES OF THE ISSUER WITH REGARD TO ASPECTS SUCH AS, FOR EXAMPLE, AGE, GENDER OR EDUCATIONAL AND PROFESSIONAL BACKGROUND, THE OBJECTIVES OF THIS DIVERSITY POLICY, THE WAY IN WHICH IT IS IMPLEMENTED AND ITS EFFECTS DURING THE REPORTING PERIOD

The Company has not adopted a Diversity Policy.

As at the date of this report, the Issuer does not comply with the following principles of the Code of Best Practice for WSE Listed Companies 2021 regarding diversity:

- ***Principle 2.1 - The company should have a diversity policy for the management board and the supervisory board, adopted by the supervisory board or the general meeting respectively. The diversity policy shall set out the objectives and criteria for diversity in areas such as gender, field of study, specialist knowledge, age and professional experience, among others, and indicate when and how the achievement of these objectives will be monitored. With regard to gender diversity, a condition for ensuring the diversity of the company's bodies is that the proportion of minorities in the respective body is no less than 30%.***

The Company does not have a diversity policy with respect to its management and supervisory boards. The Company's bodies, in selecting the members of its governing bodies, are guided by various criteria, primarily the field of education, specialised knowledge and professional experience, in an effort to ensure diversity in the composition of the members of the governing bodies. In view of the fact that the fuel industry is traditionally not perceived as attractive for women in management or supervisory positions (as shown by market research) - it is difficult to apply the principle of gender diversity. In turn, due to the formal legal aspects of this business and the need for high qualifications and experience in management positions - also the application of the principle of age diversity is a visible challenge. The adoption of any policy enabling gender or age diversity requires the Company's activities to take into account a number of aspects, the definition of which requires appropriate analyses of the labour market. The Company does not rule out carrying them out in the future and preparing the diversity policy in question on the basis of them.

- ***Principle 2.2 - Those deciding on the election of the members of the company's management or supervisory boards should ensure the comprehensiveness of these bodies by selecting diversity in their composition, allowing, inter alia, for the achievement of a target minimum minority participation rate set at not less than 30%, in line with the objectives set out in the adopted diversity policy referred to in Principle 2.1.***

The Company does not have a diversity policy with respect to its management and supervisory boards. The Company's bodies, in selecting the members of its governing bodies, are guided by various criteria, primarily the field of education, specialised knowledge and professional experience, in an effort to ensure diversity in the composition of the members of the governing bodies. In view of the fact that the fuel industry is traditionally not perceived as attractive for women in management or supervisory positions (as shown by market research) - it is difficult to apply the principle of gender diversity. In turn, due to the formal legal aspects of this business and the need for high qualifications and experience in management positions - also the application of the principle of age diversity is a visible challenge. The adoption of any policy enabling gender or age diversity requires the Company's activities to take into account a number of aspects, the definition of which requires appropriate analyses of the labour market. The Company does not rule out carrying them out in the future and preparing the diversity policy in question on the basis of them.

9.12.2. AGREEMENTS BETWEEN GROUP COMPANIES AND MANAGERS PROVIDING FOR COMPENSATION

The Issuer and its subsidiaries did not conclude any agreements with managers providing for compensation in the event of their resignation or dismissal from their position without a valid reason or in the event that their removal or dismissal occurs due to a merger of the Issuer or its subsidiaries by acquisition.

9.12.3. REMUNERATION OF STATUTORY AUTHORITIES

The members of the Issuer's Management Board receive a fixed monthly remuneration for their functions granted on the basis of a resolution of the Supervisory Board in accordance with the Code of Commercial Partnerships and Companies or on the basis of service contracts (some members of the Management Board receive remuneration from both of the aforementioned titles). In addition, the three members of the Issuer's Management Board (President of the Management Board, Vice-President for Finance and Vice-President for Commerce) may receive bonuses under the terms and conditions set out in detail in the Bonus System adopted by the Supervisory Board by resolution on 13

November 2019, subsequently amended by resolutions of the Supervisory Board dated 11.01.2022 and 04.04.2024 (hereinafter the "Management Board Bonus System"). The Management Board Bonus System, as adopted by the Supervisory Board, provides for two types of bonus for eligible members of the Management Board: a cash bonus and a cash benefit, which can only be allocated to the purchase of shares in Unimot S.A. within the timeframe and under the conditions detailed in the adopted bonus rules. The bonus allocated for the purchase of shares does not include the President of the Management Board. The basis for calculation of both types of bonus is the consolidated net profit of the Unimot Group generated in a given year, adjusted by the valuation of the mandatory fuel reserves of Unimot S.A. and its subsidiaries, and, in relation to 2023, also adjusted by the final result of the settlement of the transaction for the acquisition of shares in Lotos Terminale S.A. (now UNIMOT Terminale sp. z o.o.) and by the effect of the valuation of derivative financial instruments in the subsidiary Unimot Bitumen sp. z o.o.. With regard to the year 2023, the conditions for entitlement to the above-mentioned bonuses were not met and bonuses for 2023 were not paid to the eligible members of the Management Board and are not due for the above-mentioned year. The members of the Company's Management Board holding these positions in 2023 received remuneration from the subsidiaries in 2023:

- The Company's Vice-President of the Management Board - Mr Robert Brzozowski received remuneration: (i) at the subsidiary Tradea sp. z o.o. and Unimot Energia i Gaz sp. z o.o. (throughout 2023) for the provision of advisory, consulting and business development services for the development of the Unimot Group's business segment in the area of power generation and photovoltaics; the basis for the payment of remuneration on this account was the service agreements, which provide for a fixed monthly lump sum remuneration for the services provided; (ii) at the subsidiary Olavion sp. z o.o. (as of June 2023) by virtue of serving as a member of the Board of Directors of that company and by virtue of providing consulting services to that company, for the aforementioned titles the remuneration is a flat monthly fee; (iii) at the subsidiary Unimot Terminale sp. z o.o. by virtue of serving as a member of the Supervisory Board of that company from April 2023, the above remuneration is a monthly lump sum remuneration; (iv) in the subsidiary Unimot Bitumen sp. z o.o. from April 2023 by virtue of serving as a member of the Supervisory Board of that company, the above remuneration is a monthly lump sum remuneration.
- The President of the Management Board - Mr Adam Sikorski, received remuneration: (i) in the subsidiary Tradea sp. z o.o. (throughout 2023) for serving as President of the Management Board of Tradea sp. z o.o., the aforementioned remuneration being a monthly lump sum; (ii) at the subsidiary Unimot Commodities sp. z o.o. (as of July 2023) by virtue of serving as President of the Management Board of that company, the aforementioned remuneration is a monthly lump sum.
- Vice-President of the Company's Management Board - Mr Filip Kuropatwa received remuneration: (i) in the subsidiary Unimot Terminale sp. z o.o. by virtue of being a member of the Supervisory Board of that company from April 2023, the aforementioned remuneration is a monthly lump sum remuneration; (ii) in the subsidiary Unimot Bitumen sp. z o.o. from April 2023 by virtue of being a member of the Supervisory Board of that company, the aforementioned remuneration is a monthly lump sum remuneration.

Remuneration of Board Members holding these positions in 2023:

Adam Sikorski (held the position of Chairman of the Management Board throughout 2023)

Mr Adam Sikorski received remuneration for being a member of the Issuer's Management Board (in the position of President of the Management Board), on the basis of a resolution of the Supervisory Board of 10 September 2018, amended on the basis of a resolution of the Supervisory Board of 24 August 2021, in the form of a monthly salary. In 2023, the remuneration paid on this account amounted to PLN 420,000 gross. On the basis of the Management Board Bonus System, Mr Adam Sikorski, President of the Management Board, was paid in 2023 a cash bonus for the year 2022, adopted and payable pursuant to the resolution of the Supervisory Board No. 3/04/2023 of 20.04.2023, in the amount of PLN 10,312,000 gross. In addition, Mr Adam Sikorski in 2023, while acting as President of the Issuer's Management Board, received: (i) remuneration from the Issuer's subsidiary Tradea sp. z o.o., for serving as President of the Management Board of Tradea sp. z o.o., in the total gross amount of PLN 3,185,854 (including a one-off annual bonus of PLN 2,765,854); and (ii) from the Issuer's subsidiary Unimot Commodities sp. z o.o., for serving as President of the Management Board of that company, in the total gross amount of PLN 210,000.

Robert Brzozowski (held the position of Vice-President of the Management Board throughout 2023)

Mr Robert Brzozowski received remuneration for being a member of the Issuer's Management Board (in the position of Vice-President of the Management Board), based on a resolution of the Supervisory Board of 5 May 2016 in the form of a monthly salary. In 2023, the remuneration paid on this account amounted to PLN 120,000 gross. Based on the Management Board Bonus System, the Vice President of the Management Board Robert Brzozowski was paid in

2023: (i) a cash bonus for 2022, adopted and payable under Resolution No. 3/04/2023 of the Issuer's Supervisory Board dated 20/04/2023, in the gross amount of PLN 10,312,000; (ii) a bonus (cash benefit) for the purchase of the Issuer's shares, adopted and payable under Resolution No. 3/04/2023 of the Supervisory Board dated 20/04/2023, in the gross amount of PLN 10,312,000. In addition, Mr Robert Brzozowski received remuneration from the Issuer's subsidiaries: (i) Tradea sp. z o.o. and Unimot Energia i Gaz sp. z o.o. in 2023 while he was Vice-President of the Management Board, in the form of payment for issued VAT invoices on account of agreements for the provision of advisory, consulting and business development services for the development of the business segment in the field of electricity and photovoltaics, in the total net amount of PLN 300,000; (ii) remuneration for performing the function of Member of the Management Board in the subsidiary Olavion sp. z o.o. in the amount of PLN 14,000 and remuneration in the subsidiary Olavion sp. z o.o. under a service contract in the amount of PLN 56,000 net; (iii) remuneration for acting as a Member of the Supervisory Board in the subsidiary Unimot Terminale sp. z o.o. in the amount of PLN 56,588.57; (iv) remuneration for acting as a Member of the Supervisory Board in the subsidiary Unimot Bitumen sp. z o.o. in the amount of PLN 29,837.02.

Filip Kuropatwa (held the position of Vice-President for Finance throughout 2023)

Mr Filip Kuropatwa received remuneration at Unimot S.A. for being a member of the Issuer's Management Board, based on a resolution of the Supervisory Board dated 16 June 2021 in the form of a monthly salary. In 2023, the remuneration paid on this account amounted to PLN 120 000 gross. Mr Filip Kuropatwa is also entitled to remuneration from Unimot S.A. on the basis of the agreement concluded with the Issuer on the provision of advisory and consulting services in the amount of PLN 25,000 net per month. Based on the Management Board Bonus System, the Vice-President of the Management Board Filip Kuropatwa was paid in 2023: (i) a cash bonus for 2022, adopted and payable under Resolution of the Issuer's Supervisory Board No. 3/04/2023 of 20.04.2023, in the gross amount of PLN 7,012,000; (ii) a bonus (cash benefit) for the purchase of the Issuer's shares, adopted and payable under Resolution of the Supervisory Board No. 3/04/2024 of 20.04.2023, in the gross amount of PLN 7,012,000. In addition, Mr Filip Kuropatwa received remuneration from the Issuer's subsidiaries in 2023 while acting as Vice-President of the Management Board: (i) remuneration for acting as Member of the Supervisory Board in the subsidiary Unimot Terminale sp. z o.o. in the amount of PLN 56,588.57; (ii) remuneration for acting as Member of the Supervisory Board in the subsidiary Unimot Bitumen sp. z o.o. in the amount of PLN 29,837.02.

Remuneration of members of the Supervisory Board for 2023:

In 2023, members of the Supervisory Board received monthly remuneration on the basis of Resolution No. 24 of the Ordinary General Meeting of UNIMOT S.A. of 29 June 2022, which amounts to PLN 6,250 gross for the Chairman of the Supervisory Board and the Chairman of the Audit Committee and PLN 5,000 for other members of the Supervisory Board. Pursuant to Resolution No. 17 of the Ordinary General Meeting of UNIMOT S.A. of 5 June 2023, members of the Supervisory Board were granted additional one-off remuneration of PLN 12,500 gross for the Chairman of the Supervisory Board and the Chairman of the Audit Committee and PLN 10,000 gross for other members of the Supervisory Board. Remuneration of members of the Supervisory Board paid for 2023:

Andreas Golombek - PLN 87,500 gross,
Bogusław Satława - PLN 70 000 gross,
Isaac Querub – PLN 70,000 gross,
Ryszard Budzik - PLN 70 000 gross,
Piotr Cieślak - PLN 87 500 gross,
Piotr Prusakiewicz - PLN 70 000 gross,
Lidia Banach - Hoheker - PLN 70,000 gross.

To the best of the Issuer's knowledge, the members of the Supervisory Board have not received any other additional benefits from the Issuer on the basis of a bonus or profit-sharing plan, in the form of share options or other benefits in kind. In addition, the members of the Supervisory Board are not entitled to deferred or contingent benefits from the Company. The members of the Supervisory Board also did not receive remuneration from the Issuer's subsidiaries in 2023.

9.12.4. LIABILITIES RESULTING FROM PENSIONS AND BENEFITS OF A SIMILAR NATURE FOR FORMER MANAGERS AND SUPERVISORS

Absence of such obligations

9.12.5. INFORMATION ON THE CONTROL SYSTEM FOR EMPLOYEE SHARE SCHEMES

There are no employee share schemes in the Issuer or its subsidiaries.

9.12.6.A DESCRIPTION OF THE DIVERSITY POLICY APPLICABLE TO THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES OF THE ISSUER WITH REGARD TO ASPECTS SUCH AS, FOR EXAMPLE, AGE, GENDER OR EDUCATIONAL AND PROFESSIONAL BACKGROUND, THE OBJECTIVES OF THAT POLICY, THE WAY IN WHICH IT HAS BEEN IMPLEMENTED AND ITS EFFECTS DURING THE REPORTING PERIOD IN QUESTION

The Company has not adopted a Diversity Policy.

As at the date of this report, the Issuer does not comply with the following principles of the Code of Best Practice for WSE Listed Companies 2021 regarding diversity:

- ***Principle 2.1 - The company should have a diversity policy for the management board and the supervisory board, adopted by the supervisory board or the general meeting respectively. The diversity policy shall set out the objectives and criteria for diversity in areas such as gender, field of study, specialist knowledge, age and professional experience, among others, and indicate when and how the achievement of these objectives will be monitored. With regard to gender diversity, a condition for ensuring the diversity of the company's bodies is that the proportion of minorities in the respective body is no less than 30%.***

The Company does not have a diversity policy with respect to its management and supervisory boards. The Company's bodies, in selecting the members of its governing bodies, are guided by various criteria, primarily the field of education, specialised knowledge and professional experience, in an effort to ensure diversity in the composition of the members of the governing bodies. In view of the fact that the fuel industry is traditionally not perceived as attractive for women in management or supervisory positions (as shown by market research) - it is difficult to apply the principle of gender diversity. In turn, due to the formal legal aspects of this business and the need for high qualifications and experience in management positions - also the application of the principle of age diversity is an apparent challenge. The adoption of any policy enabling gender or age diversity requires the Company's activities to take into account a number of aspects, the definition of which requires appropriate analyses of the labour market. The Company does not rule out carrying them out in the future and preparing the diversity policy in question on the basis of them.

- ***Principle 2.2 - Those deciding on the election of the members of the company's management or supervisory boards should ensure the comprehensiveness of these bodies by selecting diversity in their composition, allowing, inter alia, for the achievement of a target minimum minority participation rate set at not less than 30%, in line with the objectives set out in the adopted diversity policy referred to in Principle 2.1.***

The Company does not have a diversity policy with respect to its management and supervisory boards. The Company's bodies, in selecting the members of its governing bodies, are guided by various criteria, primarily the field of education, specialised knowledge and professional experience, in an effort to ensure diversity in the composition of the members of the governing bodies. In view of the fact that the fuel industry is traditionally not perceived as attractive for women in management or supervisory positions (as shown by market research) - it is difficult to apply the principle of gender diversity. In turn, due to the formal legal aspects of this business and the need for high qualifications and experience in management positions - also the application of the principle of age diversity is a visible challenge. The adoption of any policy enabling gender or age diversity requires the Company's activities to take into account a number of aspects, the definition of which requires appropriate analyses of the labour market. The Company does not rule out carrying them out in the future and preparing the diversity policy in question on the basis of them.

10. APPROVAL OF THE MANAGEMENT BOARD'S REPORT ON THE OPERATIONS OF THE UNIMOT GROUP AND UNIMOT S.A.

The Management Board of Unimot S.A. declares that this report entitled Report on the operations of the Unimot Group for the year 2023 ended 31 December 2023 gives a true picture of the development, achievements and situation of the Unimot Group, including a description of the main threats and risks, and was approved for publication and signed by the Management Board of Unimot S.A. on 23 April 2024.

.....

Adam Sikorski

President of the Management Board

.....

Filip Kuropatwa

Vice-President of the Management Board

.....

Robert Brzozowski

Vice-President of the Management Board

.....

Aneta Szczesna-Kowalska

Vice-President of the Management
Board of Unimot S.A.

.....

Michał Hojowski

Vice-President of the Management
Board of Unimot S.A.

11. MANAGEMENT STATEMENTS

STATEMENT OF THE SUPERVISORY BOARD OF UNIMOT S.A. ON THE FUNCTIONING OF THE AUDIT COMMITTEE

The Supervisory Board of Unimot S.A. pursuant to § 70 para. 1 pt. 8 and § 71 par. 1 pt. 8 of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information provided by issuers of securities and the conditions for recognising as equivalent the information required by the laws of a non-member state (Journal of Laws of 2018, item 757, as amended) declares that in Unimot S.A. and the Unimot Group:

- the rules on the appointment, composition and functioning of the audit committee are complied with, including that its members meet the independence criteria and the requirements for knowledge and skills in the industry in which the Issuer operates and in accounting or auditing,
- the audit committee performed the tasks of the audit committee provided for in the applicable regulations.

Warsaw, 23 April 2024

Andreas Golombek
Chairman
of the Supervisory Board

Bogusław Satława
Vice-Chairman
of the Supervisory Board

Piotr Cieślak
Member of the Supervisory Board

Isaac Querub
Member of the Supervisory Board

Piotr Prusakiewicz
Member of the Supervisory Board

Ryszard Budzik
Member of the Supervisory Board

Lidia Banach - Hoheker
Member of the Supervisory Board



EVALUATION OF THE ANNUAL STATEMENTS AND THE MANAGEMENT BOARD'S REPORT

CONDUCTED BY

THE SUPERVISORY BOARD OF UNIMOT S.A.

The Supervisory Board of Unimot S.A. pursuant to § 70 para. 1 pt. 14 and § 71 par. 1 pt. 12 of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information provided by issuers of securities and the conditions for recognising as equivalent the information required by the laws of a non-member state (Journal of Laws of 2018, item 757, as amended) declares that:

- having reviewed the annual standalone financial statements of Unimot S.A. and the annual consolidated financial statements of the Unimot Group for the financial year 2023, and having familiarised itself with the auditor's opinion and the audit report, positively assesses the financial statements in question with regard to their conformity with the books, documents and facts.
- having familiarised itself with the report on the operations of Unimot S.A. and the Unimot Capital Group for the financial year 2023, positively assesses the said report in terms of its compliance with the books, documents and facts. The report in question presents a correct picture of the development and achievements as well as the financial and asset situation of Unimot S.A. and the Unimot Capital Group, including a description of the main threats and risks.

Warsaw, 23 April 2024

Andreas Golombek
Chairman
of the Supervisory Board

Bogusław Satława
Vice-Chairman
of the Supervisory Board

Piotr Cieślak
Member of the Supervisory Board

Isaac Querub
Member of the Supervisory Board

Piotr Prusakiewicz
Member of the Supervisory Board

Ryszard Budzik
Member of the Supervisory Board

Lidia Banach - Hoheker
Member of the Supervisory Board

STATEMENT OF THE SUPERVISORY BOARD OF UNIMOT S.A.

CONCERNING THE AUDIT FIRM CARRYING OUT THE AUDIT OF

THE ANNUAL STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

The Supervisory Board of Unimot S.A. pursuant to § 70 para. 1 pt. 7 and § 71 par. 1 pt. 7 of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information provided by issuers of securities and the conditions for recognising as equivalent the information required by the laws of a non-member state (Journal of Laws of 2018, item 757, as amended) declares that in Unimot S.A. and the Unimot Group:

- the entity authorised to audit the annual standalone financial statements and the annual consolidated financial statements, i.e. PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. with its registered office in Warsaw, was selected in accordance with the provisions of the law, including those relating to the selection and procedure for the selection of the audit firm, and that this entity and the statutory auditors who audited the Company's and the Group's financial statements for 2023 fulfilled the conditions for the preparation of an impartial and independent report on the audit of the standalone and consolidated financial statements in accordance with the applicable regulations and professional standards and principles of professional ethics;
- applicable regulations relating to the rotation of the audit firm and key auditor and mandatory grace periods are complied with, and that the Issuer has a policy on the selection of the audit firm and a policy on the provision of additional non-audit services to the Issuer by the audit firm, an affiliate of the audit firm or a member of its network, including services conditionally exempted from the audit firm ban.

Warsaw, 23 April 2024

Andreas Golombek
Chairman
of the Supervisory Board

Bogusław Satława
Vice-Chairman
of the Supervisory Board

Piotr Cieślak
Member of the Supervisory Board

Isaac Querub
Member of the Supervisory Board

Piotr Prusakiewicz
Member of the Supervisory Board

Ryszard Budzik
Member of the Supervisory Board

Lidia Banach - Hoheker
Member of the Supervisory Board



STATEMENT OF THE MANAGEMENT BOARD OF UNIMOT S.A.

We hereby declare that, to the best of our knowledge, the annual standalone financial statements for the financial year 2023 and the comparative data for 2022 have been prepared in accordance with the applicable accounting regulations applicable to the Issuer, and that they give a true, fair and clear view of the Issuer's assets and financial position and its financial result, and that the report on the operations of Unimot S.A. and the Unimot Group gives a true picture of the Issuer's development, achievements and position, including a description of the main threats and risks.

The Company's Management Board declares that the entity authorised to audit the annual standalone financial statements, i.e. PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. with its registered office in Warsaw, was selected in accordance with the provisions of law, including those concerning the selection and procedure for the selection of the audit firm, and that the entity and the statutory auditors auditing the 2023 report met the conditions for the preparation of an impartial and independent report on the audit of the annual standalone financial statements in accordance with the applicable regulations and professional standards and principles of professional ethics.

The Management Board of the Company also declares that the applicable regulations related to the rotation of the audit firm and the key auditor and mandatory grace periods are complied with and that the Issuer has a policy on the selection of the audit firm and a policy on the provision of additional non-audit services to the Issuer by the audit firm, an affiliate of the audit firm or a member of its network, including services conditionally exempted from the audit firm ban.

Warsaw, 23 April 2024

Adam Sikorski

President of the Management Board
of Unimot S.A.

Robert Brzozowski

Vice-President of the Management
Board of Unimot S.A.

Filip Kuropatwa

Vice-President of the Management Board
of Unimot S.A.

Aneta Szczesna-Kowalska

Vice-President of the Management
Board of Unimot S.A.

Michał Hojowski

Vice-President of the Management Board
of Unimot S.A.



STATEMENT OF THE MANAGEMENT BOARD OF UNIMOT S.A.

We hereby declare that, to the best of our knowledge, the annual consolidated financial statements for the financial year 2023 and the comparative data for the year 2022 have been prepared in accordance with the applicable accounting regulations applicable to the Issuer, and that they give a true, true and fair view of the Unimot Group's assets and financial position and its financial result, and that the report on the operations of Unimot S.A. and the Unimot Group gives a true picture of the development, achievements and situation of the Unimot Group, including a description of the main threats and risks.

The Company's Management Board declares that the entity authorised to audit the annual consolidated financial statements, i.e. PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. with its registered office in Warsaw, was selected in accordance with the provisions of law, including those concerning the selection and procedure for the selection of the audit firm, and that the entity and the statutory auditors auditing the 2023 report met the conditions for the preparation of an impartial and independent report on the audit of the annual consolidated financial statements in accordance with the applicable regulations and professional standards and principles of professional ethics.

The Management Board of the Company also declares that the applicable regulations related to the rotation of the audit firm and the key auditor and mandatory grace periods are complied with and that the Issuer has a policy on the selection of the audit firm and a policy on the provision of additional non-audit services to Unimot and the Unimot Group by the audit firm, an affiliate of the audit firm or a member of its network, including conditionally exempt services provided by the audit firm.

Warsaw, 23 April 2024

Adam Sikorski
President of the Management Board
of Unimot S.A.

Robert Brzozowski
Vice-President of the Management
Board of Unimot S.A.

Filip Kuropatwa
Vice-President of the Management Board
of Unimot S.A.

Aneta Szczesna-Kowalska
Vice-President of the Management
Board of Unimot S.A.

Michał Hojowski
Vice-President of the Management Board
of Unimot S.A.