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**FINANCIAL STATEMENTS OF ZUE S.A.**

**FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022**

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**Prepared in Accordance with the International Financial Reporting Standards  
as Endorsed by the European**

Cracow, 21 March 2023

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Abbreviations and definitions:

ZUE, Company, Issuer, Parent Company	ZUE S.A. with registered office in Cracow, entered into the National Court Register maintained by the District Court for Cracow-Śródmieście in Cracow, XI Commercial Division of the National Court Register, under entry number KRS 0000135388, share capital of PLN 5,757,520.75 paid up in full. Parent company of the Capital Group.
BPK Poznań	Biuro Projektów Komunikacyjnych w Poznaniu Sp. z o.o. with registered office in Poznań, entered into the National Court Register maintained by the District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division of the National Court Register, under entry number KRS 0000332405, share capital of PLN 5,866,600 paid up in full. Subsidiary of ZUE.
Railway gft	Railway gft Polska Sp. z o.o. with registered office in Cracow, entered into the National Court Register maintained by the District Court for Cracow-Śródmieście in Cracow, XI Commercial Division of the National Court Register, under entry number KRS 0000532311, share capital of PLN 1,000,000 paid up in full. Subsidiary of ZUE.
RTI	Railway Technology International Sp. z o.o. with registered office in Cracow, entered into the National Court Register maintained by the District Court for Cracow-Śródmieście in Cracow, XI Commercial Division of the National Court Register, under entry number KRS 0000397032, share capital of PLN 627,500 paid up in full. Subsidiary of ZUE.
Energopol	Przedsiębiorstwo Budownictwa Inżynieryjnego ENERGOPOL Sp. z o. o. with registered office in Cracow, entered into the National Court Register maintained by the District Court for Cracow-Śródmieście in Cracow, XI Commercial Division of the National Court Register, under entry number KRS 0000042724, share capital of PLN 2,200,000 paid up in full. Subsidiary of ZUE.
ZUE Group, Group, Capital Group	ZUE Capital Group including at the end of the reporting period: ZUE, BPK Poznań, Railway gft, RTI, Energopol.
PLN	Polish złoty.
EUR	Euro.
Act	Polish Companies Act (Uniform text, Journal of Laws of 2022, item 1467).

Share capital details as at 31 December 2022.

## Selected financial data of ZUE S.A.

### Main items of the statement of financial position translated into EUR:

	31-12-2022	31-12-2022	31-12-2021	31-12-2021
	PLN '000	EUR '000	PLN '000	EUR '000
Non-current assets	191,440	40,820	175,213	38,095
Current assets	434,374	92,619	373,415	81,188
Assets held for sale	0	0	3,544	771
<b>Total assets</b>	<b>625,814</b>	<b>133,439</b>	<b>552,172</b>	<b>120,054</b>
Equity	172,708	36,826	165,670	36,020
Non-current liabilities	53,356	11,377	55,325	12,029
Current liabilities	399,750	85,236	330,811	71,925
Lease liabilities associated with assets held for sale	0	0	366	80
<b>Total equity and liabilities</b>	<b>625,814</b>	<b>133,439</b>	<b>552,172</b>	<b>120,054</b>

### Main items of the statement of comprehensive income translated into EUR:

	2022	2022	2021	2021
	PLN '000	EUR '000	PLN '000	EUR '000
Sales revenue	831,921	177,447	781,383	170,701
Cost of sales	802,842	171,244	751,471	164,166
<b>Gross profit (loss) on sales</b>	<b>29,079</b>	<b>6,203</b>	<b>29,912</b>	<b>6,535</b>
Operating profit (loss)	8,348	1,781	13,710	2,995
Gross profit (loss)	13,897	2,964	15,437	3,372
<b>Net profit (loss) from continuing operations</b>	<b>10,241</b>	<b>2,184</b>	<b>12,141</b>	<b>2,652</b>
Total comprehensive income	10,453	2,230	12,074	2,638

### Main items of the statement of cash flows translated into EUR:

	2022	2022	2021	2021
	PLN '000	EUR '000	PLN '000	EUR '000
Cash flows from operating activities	-44,252	-9,439	111,809	24,426
Cash flows from investing activities	-11,306	-2,412	-5,792	-1,265
Cash flows from financing activities	9,195	1,961	-19,650	-4,293
<b>Total net cash flows</b>	<b>-46,363</b>	<b>-9,890</b>	<b>86,367</b>	<b>18,868</b>
Cash at the beginning of the period	106,612	23,180	20,230	4,384
Cash at the end of the period	60,256	12,848	106,612	23,180

### Rules adopted to translate selected financial data into EUR:

Item	Exchange rate	31-12-2022	31-12-2021	31-12-2020
Items of assets, equity and liabilities	Mid exchange rate prevailing at the end of the reporting period	4.6899	4.5994	n/a
Items of statement of profit or loss and statement of cash flows	Arithmetic mean of mid exchange rates quoted by the National Bank of Poland on the last day of each month of the period	4.6883	4.5775	n/a
"Cash at the beginning of the period" and "Cash at the end of the period" items in the statement of cash flows	Mid exchange rate prevailing at the end of the reporting period	4.6899	4.5994	4.6148

## Statement of comprehensive income

Continuing operations	Note no.	2022	2021
Sales revenue	2.1.	831,921	781,383
Cost of sales	2.2.	802,842	751,471
<b>Gross profit (loss) on sales</b>		<b>29,079</b>	<b>29,912</b>
General and administrative expenses	2.2.	20,991	20,377
Other operating income	2.3.	8,260	5,478
Other operating expenses	2.4.	8,000	1,303
<b>Operating profit (loss)</b>		<b>8,348</b>	<b>13,710</b>
Financial income	2.5.	8,958	2,778
Financial expenses	2.6.	3,409	1,051
<b>Pre-tax profit (loss)</b>		<b>13,897</b>	<b>15,437</b>
Income tax	2.7.	3,656	3,296
<b>Net profit (loss) from continuing operations</b>		<b>10,241</b>	<b>12,141</b>
<b>Net profit (loss)</b>		<b>10,241</b>	<b>12,141</b>
<b>Other net comprehensive income</b>			
<b>Items that will not be reclassified subsequently to profit or loss:</b>		<b>212</b>	<b>-67</b>
Actuarial gains (losses) relating to specific benefit schemes	2.8.	212	-67
<b>Total other net comprehensive income</b>		<b>212</b>	<b>-67</b>
<b>Total comprehensive income</b>		<b>10,453</b>	<b>12,074</b>
Number of shares		23,030,083	23,030,083
Net profit (loss) per share (PLN) (basic and diluted)	5.2.	0.44	0.53
Total comprehensive income (loss) per share (PLN)		0.45	0.52

## Statement of financial position

ASSETS	Note no.	31-12-2022	31-12-2021
<b>Non-current assets</b>			
Property, plant and equipment	7.1.	67,945	64,623
Investment property	7.2.	9,615	6,145
Intangible assets	7.3.	2,479	2,697
Right-of-use assets	7.4.	32,360	41,356
Goodwill	7.6.	31,172	31,172
Investments in subordinates	7.7.	4,440	221
Retentions on construction contracts	3.2.	21,714	7,393
Deferred tax assets	2.7.	18,784	21,606
Advanced loans	7.10.	2,931	0
<b>Total non-current assets</b>		<b>191,440</b>	<b>175,213</b>
<b>Current assets</b>			
Inventories	7.11.	61,408	30,359
Trade and other receivables	4.1.	159,699	120,921
Valuation of long-term construction contracts	3.1.	119,207	98,329
Retentions on construction contracts	3.2.	15,563	9,165
Advance payments	3.5.	12,341	3,994
Current tax assets	2.7.	0	0
Advanced loans	7.10.	4,736	3,572
Other assets	7.9.	1,164	463
Cash and cash equivalents	6.5.	60,256	106,612
<b>Current assets</b>		<b>434,374</b>	<b>373,415</b>
<b>Assets held for sale</b>	7.5.	<b>0</b>	<b>3,544</b>
<b>Total current assets</b>		<b>434,374</b>	<b>376,959</b>
<b>Total assets</b>		<b>625,814</b>	<b>552,172</b>

<b>EQUITY AND LIABILITIES</b>	<b>Note no.</b>	<b>31-12-2022</b>	<b>31-12-2021</b>
<b>Equity</b>			
Share capital	5.1.	5,758	5,758
Share premium account	5.3.	93,837	93,837
Treasury shares	5.4.	-2,690	-2,690
Retained earnings	5.5.	75,803	68,765
<b>Total equity</b>		<b>172,708</b>	<b>165,670</b>
<b>Non-current liabilities</b>			
Long-term loans and bank credits	6.1.	8,696	0
Current lease liabilities	6.2.	12,563	14,178
Retentions on construction contracts	3.2.	15,376	23,231
Liabilities under employee benefits	7.13.	1,628	1,789
Long-term provisions	3.3.	15,093	16,127
<b>Total non-current liabilities</b>		<b>53,356</b>	<b>55,325</b>
<b>Current liabilities</b>			
Trade and other payables	4.2.	130,625	122,266
Accruals	3.6.	85,586	66,463
Valuation of long-term construction contracts	3.1.	47,453	49,426
Retentions on construction contracts	3.2.	19,916	16,628
Advance payments	3.5.	30,191	6,737
Short-term loans and bank credits	6.1.	16,304	4,443
Current lease liabilities	6.2.	4,995	6,244
Other financial liabilities	7.12.	36	36
Liabilities under employee benefits	7.13.	47,343	40,220
Current tax liabilities	2.7.	12	1,098
Short-term provisions	3.3.	17,289	17,250
<b>Current liabilities</b>		<b>399,750</b>	<b>330,811</b>
<b>Lease liabilities associated with assets held for sale</b>		<b>0</b>	<b>366</b>
<b>Total current liabilities</b>		<b>399,750</b>	<b>331,177</b>
<b>Total liabilities</b>		<b>453,106</b>	<b>386,502</b>
<b>Total equity and liabilities</b>		<b>625,814</b>	<b>552,172</b>

## Statement of changes in equity

	Share capital	Share premium account	Treasury shares	Retained earnings	Total equity
<b>Balance at 1 January 2022</b>	<b>5,758</b>	<b>93,837</b>	<b>-2,690</b>	<b>68,765</b>	<b>165,670</b>
Payment of dividend	0	0	0	-3,415	-3,415
Issue of shares	0	0	0	0	0
Issue costs	0	0	0	0	0
Buy-back of shares	0	0	0	0	0
Profit (loss)	0	0	0	10,241	10,241
Other net comprehensive income	0	0	0	212	212
<b>Total changes in equity</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>7,038</b>	<b>7,038</b>
<b>Balance at 31 December 2022</b>	<b>5,758</b>	<b>93,837</b>	<b>-2,690</b>	<b>75,803</b>	<b>172,708</b>

	Share capital	Share premium account	Treasury shares	Retained earnings	Total equity
<b>Balance at 1 January 2021</b>	<b>5,758</b>	<b>93,837</b>	<b>-2,690</b>	<b>56,691</b>	<b>153,596</b>
Payment of dividend	0	0	0	0	0
Issue of shares	0	0	0	0	0
Issue costs	0	0	0	0	0
Buy-back of shares	0	0	0	0	0
Profit (loss)	0	0	0	12,141	12,141
Other net comprehensive income	0	0	0	-67	-67
<b>Total changes in equity</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>12,074</b>	<b>12,074</b>
<b>Balance at 31 December 2021</b>	<b>5,758</b>	<b>93,837</b>	<b>-2,690</b>	<b>68,765</b>	<b>165,670</b>

## Statement of cash flows

	2022	2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
<b>Profit / (loss) before tax</b>	<b>13,897</b>	<b>15,437</b>
<b>Adjustments for:</b>		
Depreciation and amortisation	13,504	12,660
Foreign exchange gains / (losses)	-9	-15
Interest and share in profit (dividends)	989	759
Gain / (loss) on disposal of investments	-904	-504
<b>Operating profit (loss) before changes in working capital</b>	<b>27,477</b>	<b>28,337</b>
Change in receivables and retentions on construction contracts	-59,497	16,368
Change in inventories	-31,049	-8,249
Change in provisions and liabilities under employee benefits	6,229	18,192
Change in payables and retentions on construction contracts	3,899	-2,289
Change in valuation of construction contracts	-22,851	86,158
Change in accruals	19,123	4,973
Change in advance payments	15,107	-22,306
Change in other assets	-701	-1
Other adjustments	-20	94
Income tax paid / (tax refund)	-1,969	-9,468
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>-44,252</b>	<b>111,809</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Sale of property, plant and equipment and intangible assets	1,304	1,925
Purchase of property, plant and equipment and intangible assets	-4,742	-6,008
Purchase / (sale) of financial assets in related parties	-3,624	0
Advanced loans	-6,671	-2,000
Repayment of advanced loans	853	185
Dividends received	140	0
Interest received	1,434	106
<b>NET CASH FROM INVESTING ACTIVITIES</b>	<b>-11,306</b>	<b>-5,792</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Loans and bank credits received	25,000	4,109
Repayment of loans and bank credits	-4,443	-12,290
Decrease in lease liabilities	-6,687	-10,479
Lease interest paid	-1,008	-775
Other interest paid	-252	-215
Other financial income / (expenses) – dividends	-3,415	0
<b>NET CASH FLOWS FROM FINANCING ACTIVITIES</b>	<b>9,195</b>	<b>-19,650</b>
<b>TOTAL NET CASH FLOWS</b>	<b>-46,363</b>	<b>86,367</b>
Net foreign exchange differences	7	15
<b>TOTAL NET CASH FLOWS NET OF FOREIGN EXCHANGE DIFFERENCES</b>	<b>-46,356</b>	<b>86,382</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD</b>	<b>106,612</b>	<b>20,230</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD, including:</b>	<b>60,256</b>	<b>106,612</b>
- of limited availability	17,507	15,153

## Notes to the financial statements as at 31 December 2022

### 1. General information

#### 1.1. Information about the Company

The Company has been incorporated on 1 June 1991 and operated in its current legal form since 20 May 2002. Cracow is the Company's registered office. The Company has been entered into the National Court Register maintained by the District Court for Cracow–Śródmieście in Cracow XI Commercial Division of the National Court Register under entry no. KRS 0000135388.

On 28 October 2022, ZUE's branch in Romania was entered into the Register of Entrepreneurs maintained by the Court in Cluj Napoca under entry no. J12/6648/2022. The branch was established to enable the coordination of the Company's operations on the Romanian market.

The composition of the Company's Management Board did not change during the reporting period or until the date of preparation of these financial statements.

Composition of ZUE's Management and Supervisory Boards at the date of approval of these financial statements:

#### Management Board:

Wiesław Nowak	Management Board President
Anna Mroczek	Management Board Vice-President
Jerzy Czeremuga	Management Board Vice-President
Maciej Nowak	Management Board Vice-President
Marcin Wiśniewski	Management Board Vice-President

#### Supervisory Board:

Piotr Korzeniowski	Supervisory Board Chairperson
Barbara Nowak	Supervisory Board Vice-Chairperson
Irena Piekarska-Konieczna	Supervisory Board Member
Agnieszka Klimas	Supervisory Board Member
Maciej Szubra	Supervisory Board Member

#### Audit Committee:

Irena Piekarska-Konieczna	Audit Committee Chairperson
Barbara Nowak	Audit Committee Member
Maciej Szubra	Audit Committee Member

Ms. Irena Piekarska-Konieczna, Ms. Agnieszka Klimas and Mr. Maciej Szubra meet the independence criteria referred to in the Act on Auditors, Audit Firms and Public Supervision (uniform text, Journal of Laws of 2022, item 1302).

The following changes to the composition of the Parent Company's management and supervisory bodies occurred in the reporting period:

- ✓ On 12 January 2022, the Extraordinary General Meeting of the Company dismissed Michał Lis from his position at the Supervisory Board and appointed Agnieszka Klimas to the Supervisory Board;
- ✓ On 23 May 2022, Mariusz Szubra, member of the Company's Supervisory Board, resigned from the position as of 23 May 2022;
- ✓ On 31 May 2022, the Company's Ordinary General Meeting resolved to appoint the five members, namely Piotr Korzeniowski, Barbara Nowak, Irena Piekarska-Konieczna, Agnieszka Klimas and Maciej Szubra, to the Company's Supervisory Board for the new term of office beginning on 31 May 2022;
- ✓ On 31 May 2022, the Supervisory Board appointed the existing members of the Company's Management Board for the new three-year term of office beginning on the date of the general meeting held to approve the financial statements for 2021; i.e. on 31 May 2022.

No other changes to the composition of the Company's management or supervisory bodies occurred by the date of preparation of these separate financial statements.

## 1.2. Activities of ZUE

The core business of ZUE is the execution, as a general contractor or consortium leader or member or subcontractor, of multi-discipline projects including:

- ✓ **Urban infrastructure**, including:
  - ❖ Construction and upgrade of tram tracks, tram and trolleybus traction networks, traction substations, street lighting, cable lines, street traffic signalling, road systems, buildings and telecommunications technology;
  - ❖ Maintenance of tram and street lighting infrastructure.
- ✓ **Rail infrastructure**, including:
  - ❖ Construction and upgrade of railway tracks, railway traction, railway traffic control devices and telecommunications technology, traction substations, power lines, stations and civil structures.

The Company can build civil structures and deliver reinforced concrete projects, such as viaducts, bridges, passages, resistance walls or noise barriers, based on its skills and resources.

## 1.3. Functional and reporting currency

These financial statements have been prepared in Polish zlotys (PLN). Polish zloty is the Company's functional and reporting currency. The data in the financial statements has been disclosed in thousands of Polish zlotys, unless specific circumstances require greater details.

## 2. Notes to the statement of comprehensive income

### 2.1. Revenue

	2022	2021
Revenue from construction contracts	805,288	756,660
Revenue from the provision of services	11,632	11,680
Revenue from the sale of goods, raw and other materials	15,001	13,043
<b>Total</b>	<b>831,921</b>	<b>781,383</b>

Revenue from construction activity is recognised by the Company in the item Revenue from construction contracts. The revenue is earned under the contracts accounted for on the basis of consumed time and expenditures. The services provided under construction contracts are delivered directly to customers after certain tasks have been completed.

The Company operated in the territory of Poland in the reporting period. The biggest portion of the Company's revenue was derived from long-term construction contracts. The entire revenue is presented by the Company in one reporting segment: construction activity.

#### Concentration of revenue which exceeds 10% of total sales revenue

	2022	2021
Counterparty A	408,803	626,208
Counterparty B	111,732	
Counterparty C	96,981	

PKP Polskie Linie Kolejowe S.A. was ZUE's biggest customer in 2022. Its share in sales accounted for about 49% of the Company's total sales revenue in 2022.

### 2.2. Operating expenses

	2022	2021
Change in products	303	-561
Depreciation and amortization	13,504	12,660
Consumption of materials and energy, including:	178,456	165,796
- consumption of materials	165,247	158,154
- consumption of energy	13,209	7,642
Contracted services	474,807	445,233
Costs of employee benefits	126,343	121,413
Taxes and charges	1,882	1,694
Other expenses	16,213	19,105
Value of goods and materials sold	12,325	6,508
<b>Total</b>	<b>823,833</b>	<b>771,848</b>

	2022	2021
Cost of sales	802,842	751,471
General and administrative expenses	20,991	20,377
<b>Total</b>	<b>823,833</b>	<b>771,848</b>

#### Depreciation and amortisation

	2022	2021
Depreciation of property, plant and equipment	9,687	8,848
Depreciation of right-of-use assets	2,763	3,151
Amortisation of intangible assets	603	282
Depreciation of investments in real property	451	379
<b>Total</b>	<b>13,504</b>	<b>12,660</b>

### 2.3. Other operating income

	2022	2021
<b>Gain on disposal of assets</b>	<b>904</b>	<b>626</b>
Gain on disposal of non-current assets	904	626
<b>Other operating income</b>	<b>7,356</b>	<b>4,852</b>
Damages and penalties	186	3,489
Release of allowances for receivables	229	603
Refund of the costs of court proceedings	216	62
Substitute performance	6,672	415
Release of write-downs of inventories	0	190
Other	53	93
<b>Total</b>	<b>8,260</b>	<b>5,478</b>

### 2.4. Other operating expenses

	2022	2021
<b>Loss on disposal of assets</b>	<b>0</b>	<b>0</b>
Loss on disposal of non-current assets	0	0
<b>Other operating expenses</b>	<b>8,000</b>	<b>1,303</b>
Donations	38	34
Allowances for receivables	7	329
Costs of litigations	1,241	493
Substitute performance	6,672	415
Other	42	32
<b>Total</b>	<b>8,000</b>	<b>1,303</b>

### 2.5. Financial income

	2022	2021
<b>Interest income</b>	<b>1,882</b>	<b>305</b>
Interest on bank deposits	1,436	87
Interest on loans	444	80
Interest on receivables	2	138
<b>Other financial income</b>	<b>7,076</b>	<b>2,473</b>
Dividends	735	0
Foreign exchange gains	0	10
Discount of long-term items	5,949	2,140
Financial guarantees	344	276
Other	48	47
<b>Total</b>	<b>8,958</b>	<b>2,778</b>

### 2.6. Financial expenses

	2022	2021
<b>Interest expenses</b>	<b>1,433</b>	<b>1,027</b>
Interest on bank credits	34	4
Interest on loans	218	211
Interest on leases	1,162	777
Interest on trade and other payables	19	35
<b>Other financial expenses</b>	<b>1,976</b>	<b>24</b>
Foreign exchange losses	192	0

Write-down of loans	1,764	0
Other	20	24
<b>Total</b>	<b>3,409</b>	<b>1,051</b>

## 2.7. Income tax

### Income tax recognised in the statement of comprehensive income

	2022	2021
Current income tax	884	10,566
Deferred tax	2,772	-7,270
<b>Total tax expense (income)</b>	<b>3,656</b>	<b>3,296</b>

The tax currently payable is calculated pursuant to applicable tax laws. According to these laws, taxable profit (loss) differs from accounting net profit (loss) because it excludes items of income or expense that are not taxable or deductible and items of income or expense that are never taxable. The Company's tax liability is calculated using tax rates applicable during the fiscal year in question.

The Company is subject to general regulations governing corporate income tax. The Company neither forms a tax capital group nor operates in a Special Economic Zone. Tax year and financial year coincide with a calendar year.

### Current income tax

	2022	2021
<b>Gross profit (loss)</b>	<b>13,897</b>	<b>15,437</b>
<b>Difference between gross profit (loss) and income tax base:</b>	<b>-9,247</b>	<b>40,172</b>
- differences between gross profit and taxable income resulting from costs that are not tax-deductible under tax regulations and revenue not classified as revenue under tax regulations and additional costs and revenue	12,245	82,375
- other differences (including loss brought forward)	-21,492	-42,203
<b>Income/Loss</b>	<b>4,650</b>	<b>55,609</b>
Income tax base	4,650	55,609
Income tax at the applicable rate of 19%	884	10,566
<b>Current income tax</b>	<b>884</b>	<b>10,566</b>

### Income tax according to effective interest rate

	2022	2021
<b>Gross profit (loss)</b>	<b>13,897</b>	<b>15,437</b>
Income tax at the applicable rate of 19%	2,640	2,933
<b>Effect of tax recognition of:</b>	<b>-1,756</b>	<b>7,633</b>
- Use of tax losses brought forward	4,083	8,018
- Costs that are not tax-deductible under tax regulations	10,624	8,948
- Revenue not classified as revenue under tax regulations	6,178	-15,714
- Tax-deductible expenses not classified as balance sheet expenses	2,303	9,186
- Taxable revenue not classified as balance sheet revenue	184	175
Revaluation of deferred tax assets (current year loss)	0	0
Deferred tax	2,772	-7,270
<b>Income tax according to effective tax rate</b>	<b>3,656</b>	<b>3,296</b>
Effective tax rate	26%	21%

### Current tax assets and liabilities

	31-12-2022	31-12-2021
<b>Current tax assets</b>		
Tax refundable	0	0
<b>Current tax liabilities</b>		

Tax payable	12	1,098
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#### Deferred tax balance

	2022	2021
<b>Deferred tax balance at the beginning of the period</b>	<b>21,606</b>	<b>14,296</b>
<b>Temporary differences relating to deferred tax assets:</b>	<b>57,360</b>	<b>50,800</b>
Provisions for expenses and accrued liabilities	30,213	24,373
Receivables discounting	605	175
Operating lease liabilities	3,047	3,028
Write-downs	542	626
Bonds and insurances accounted for over time	2,486	2,651
Tax work in progress	11,171	10,247
Valuation of long-term contracts	9,016	9,391
Other	280	309
<b>Temporary differences relating to deferred tax liabilities:</b>	<b>38,576</b>	<b>33,277</b>
Valuation of long-term contracts	22,649	18,682
Difference between the carrying and tax amount of property, plant and equipment and intangible assets	13,231	13,459
Payables discounting	2,696	1,136
<b>Unused tax losses and other tax credits carried forward:</b>	<b>0</b>	<b>4,083</b>
Tax losses	0	4,083
<b>Total temporary differences relating to deferred tax assets:</b>	<b>57,360</b>	<b>54,883</b>
<b>Total temporary differences relating to deferred tax liabilities:</b>	<b>38,576</b>	<b>33,277</b>
<b>Deferred tax balance at the end of the period</b>	<b>18,784</b>	<b>21,606</b>
<b>Change in deferred tax, including:</b>	<b>-2,822</b>	<b>7,310</b>
- recognised in income	-2,772	7,270
- recognised in equity	-50	40

Deferred tax recognised in equity results from the calculation of tax on actuarial gains/losses presented in other comprehensive income.

#### 2.8. Items of other comprehensive income

Items of other comprehensive income:

	2022	2021
Actuarial gains (losses) relating to specific benefit schemes	262	-107
Deferred tax	-50	40
<b>Amount recognised in other comprehensive income</b>	<b>212</b>	<b>-67</b>

#### 2.9. Operating segments

ZUE's reporting is based on operating segments. The Company analyses the areas of activity based on the aggregation rules under IFRS 8.12 and identifies one aggregate reporting segment, namely construction activity. The Company is organised and managed within the abovementioned segment. The Company applies a uniform accounting policy to all operating areas within the segment of engineering construction and assembly services.

### 3. Contracts, retentions, provisions, advance payments and accrued liabilities

#### 3.1. Construction contracts

	31-12-2022	31-12-2021
<b>Assets (selected items)</b>	<b>230,233</b>	<b>149,240</b>
- Valuation of long-term construction contracts	119,207	98,329
- Advance payments made in connection with performed contracts	12,341	3,994
- Retentions on construction contracts retained by customers	37,277	16,558
- Inventories	61,408	30,359
<b>Liabilities (selected items)</b>	<b>228,273</b>	<b>194,402</b>
- Valuation of long-term construction contracts	47,453	49,426
- Provisions for contract costs	82,955	65,003
- Advance payments received in connection with performed contracts	30,191	6,737
- Retentions on construction contracts retained for suppliers	35,292	39,859
- Provisions for warranty claims	17,404	18,568
- Provisions for expected losses on contracts	14,978	14,809

#### 3.2. Retentions on construction contracts

	31-12-2022	31-12-2021
Retained by customers – to be repaid after 12 months	21,714	7,393
Retained by customers – to be repaid within 12 months	15,563	9,165
<b>Total retentions on construction contracts retained by customers</b>	<b>37,277</b>	<b>16,558</b>
Retained for suppliers – to be repaid after 12 months	15,376	23,231
Retained for suppliers – to be repaid within 12 months	19,916	16,628
<b>Total retentions on construction contracts retained for suppliers</b>	<b>35,292</b>	<b>39,859</b>

The construction contracts and work-for-hire contracts entered into by ZUE provide for an obligation to provide performance bonds and defects liability bonds in the form of deposits or bonds issued by banks or insurance companies. If the term of a bond provided by a bank is longer than 37 months, the bank establishes additional security in the form of cash deposit.

#### Discount of long-term retentions

	31-12-2022	31-12-2021
Discount of long-term retentions on construction contracts retained by customers	3,184	921
Discount of long-term retentions on construction contracts retained for suppliers	6,587	3,096

	2022	2021
Financial income from the discount on retentions	1,229	944
Deferred tax	234	179
<b>Net effect on the statement of comprehensive income</b>	<b>995</b>	<b>765</b>

#### Ageing analysis of past due retentions on construction contracts (nominal values before discount)

	31-12-2022	31-12-2021
Past due retentions on construction contracts:		
- up to 1 month	0	0
- 1 - 3 months	0	0
- 3 - 6 months	0	0
- 6 months - 1 year	0	0
- over 1 year	11	11
<b>Total past due retentions on construction contracts (gross)</b>	<b>11</b>	<b>11</b>

Write-downs	-11	-11
<b>Total past due retentions on construction contracts (net)</b>	<b>0</b>	<b>0</b>

### Discount rate

The effective interest rate in 2022 used for the discounting of retentions was 7.7% (3% in 2021).

### 3.3. Provisions

Provisions	01-01-2022	Created	Used	Released	Reclassified	31-12-2022	Item
<b>Long-term provisions:</b>	<b>17,916</b>	<b>3,060</b>	<b>122</b>	<b>3,475</b>	<b>-658</b>	<b>16,721</b>	
Provisions for employee benefits	1,789	357	0	518	0	1,628	Liabilities under employee benefits (long-term)
Provisions for warranty claims	16,127	2,703	122	2,957	-658	15,093	Long-term provisions
Other provisions	0	0	0	0	0	0	Long-term provisions
<b>Short-term provisions:</b>	<b>47,640</b>	<b>40,771</b>	<b>19,908</b>	<b>15,722</b>	<b>658</b>	<b>53,439</b>	
Provisions for employee benefits	30,390	29,505	19,120	4,625	0	36,150	Liabilities under employee benefits (short-term)
Provisions for warranty claims	2,441	691	788	691	658	2,311	Short-term provisions
Provision for loss on contracts	14,809	10,575	0	10,406	0	14,978	Short-term provisions
Other provisions	0	0	0	0	0	0	Short-term provisions
<b>Total provisions:</b>	<b>65,556</b>	<b>43,831</b>	<b>20,030</b>	<b>19,197</b>	<b>0</b>	<b>70,160</b>	

A provision for warranty claims is made for the construction contracts in respect of which warranty has been given by the Company depending on the amount of revenues. The amount of provisions may decrease or increase on the basis of inspections of construction works carried out in subsequent years of warranty.

The release of provisions for expected losses on contracts results from the greater progress of works under the contracts. Greater progress of works entails the costs. With the greater progress of works on the projects with loss, a provision for losses is successively released.

### Comparative information:

Provisions	01-01-2021	Created	Used	Released	Reclassified	31-12-2021	Item
<b>Long-term provisions:</b>	<b>16,028</b>	<b>3,158</b>	<b>19</b>	<b>44</b>	<b>-1,207</b>	<b>17,916</b>	
Provisions for employee benefits	1,358	475	0	44	0	1,789	Liabilities under employee benefits (long-term)
Provisions for warranty claims	14,670	2,683	19	0	-1,207	16,127	Long-term provisions
Other provisions	0	0	0	0	0	0	Long-term provisions
<b>Short-term provisions:</b>	<b>31,567</b>	<b>39,044</b>	<b>18,191</b>	<b>5,987</b>	<b>1,207</b>	<b>47,640</b>	
Provisions for employee benefits	21,696	27,647	17,958	995	0	30,390	Liabilities under employee benefits (short-term)
Provisions for warranty claims	1,696	100	233	329	1,207	2,441	Short-term provisions
Provision for	8,175	11,297	0	4,663	0	14,809	Short-term

loss on contracts							provisions
Other provisions	0	0	0	0	0	0	Short-term provisions
<b>Total provisions:</b>	<b>47,595</b>	<b>42,202</b>	<b>18,210</b>	<b>6,031</b>	<b>0</b>	<b>65,556</b>	

### 3.4. Write-downs and allowances

#### Change in write-downs and allowances

Write-downs and allowances	01-01-2022	Creation	Use	Release	31-12-2022
<b>Write-downs and allowances:</b>	<b>38,089</b>	<b>22,709</b>	<b>2,269</b>	<b>14,974</b>	<b>43,555</b>
Write-downs of property, plant and equipment	0	0	0	0	0
Write-downs of right-of-use assets	0	0	0	0	0
Write-downs of investment property	770	0	0	0	770
Write-downs of inventories	0	0	0	0	0
Allowances for trade receivables in connection with the increase of credit risk	27,557	20,925	2,269	14,746	31,467
Allowances for trade receivables for expected credit losses	430	0	0	180	250
Write-downs of retentions	11	0	0	0	11
Write-downs of advance payments	43	0	0	0	43
Write-downs of shares	8,993	20	0	0	9,013
Write-downs of loans	285	1,764	0	48	2,001
<b>Total:</b>	<b>38,089</b>	<b>22,709</b>	<b>2,269</b>	<b>14,974</b>	<b>43,555</b>

Allowances for trade receivables of PLN 31.4m include:

- ❖ Debit notes issued by the Company for penalties, damages and substitute performance of PLN 29.6m. The amount is for presentation purposes only because the notes are not the Company's revenue at the date of issue. The major items include the notes of PLN 22.7m issued in past years.
- ❖ Receivables under court and enforcement cases of PLN 1.1m.
- ❖ Doubtful debt of PLN 0.7m of prior years.

#### Change in loss allowances on receivables

Change in allowances for trade receivables influencing the profit or loss includes the release of allowances of PLN 229 thousand and the creation of allowances of PLN 7 thousand. The remaining balance is for presentation purposes only and results, *inter alia*, from the debit notes issued by the Company for the penalties and damages that are not the Company's revenue at the date of issue.

#### Comparative information:

Write-downs and allowances	01-01-2021	Creation	Use	Release	31-12-2021
<b>Write-downs and allowances:</b>	<b>34,391</b>	<b>8,666</b>	<b>4,838</b>	<b>130</b>	<b>38,089</b>
Write-downs of property, plant and equipment	0	0	0	0	0
Write-downs of right-of-use assets	0	0	0	0	0
Write-downs of investment property	770	0	0	0	770
Write-downs of inventories	190	0	190	0	0
Allowances for trade receivables in connection with the increase of credit risk	23,834	8,343	4,607	13	27,557
Allowances for trade receivables for expected credit losses	130	300	0	0	430
Write-downs of retentions	11	3	0	3	11
Write-downs of advance payments	43	0	0	0	43
Write-downs of shares	8,973	20	0	0	8,993
Write-downs of loans	440	0	41	114	285
<b>Total:</b>	<b>34,391</b>	<b>8,666</b>	<b>4,838</b>	<b>130</b>	<b>38,089</b>

### 3.5. Advance payments

	31-12-2022	31-12-2021
Advance payments made in connection with performed contracts	12,341	3,994
Other advance payments	43	43
Write-downs of advance payments	-43	-43
<b>Total</b>	<b>12,341</b>	<b>3,994</b>

	31-12-2022	31-12-2021
Advance payments received in connection with performed contracts	30,191	6,737
<b>Total</b>	<b>30,191</b>	<b>6,737</b>

### 3.6. Accrued liabilities

	31-12-2022	31-12-2021
Provisions for contract costs	82,955	65,003
Other accrued liabilities	2,631	1,460
<b>Total</b>	<b>85,586</b>	<b>66,463</b>

## 4. Trade and other receivables and payables

### 4.1. Trade and other receivables

	31-12-2022	31-12-2021
Trade receivables	187,283	144,766
Allowances for trade receivables in connection with the increase of credit risk	-31,467	-27,557
Allowance for trade receivables for expected credit losses	-250	-430
Other receivables	4,133	4,142
<b>Total trade and other receivables</b>	<b>159,699</b>	<b>120,921</b>

Other receivables include the security created in connection with the financing agreement of PLN 4,000 thousand.

### Ageing analysis of trade receivables

	31-12-2022	31-12-2021
<b>Not past due receivables</b>	<b>154,571</b>	<b>114,913</b>
<b>Receivables that are past due but not impaired</b>	<b>1,245</b>	<b>2,296</b>
1-30 days	241	1,500
31-60 days	49	11
61-90 days	69	1
91-180 days	0	3
181-360 days	106	321
360 + days	780	460
<b>Past due receivables for which allowances were made</b>	<b>31,467</b>	<b>27,557</b>
1-30 days	68	231
31-60 days	38	1
61-90 days	92	49
91-180 days	9	165
181-360	6,820	4,036
360 + days	24,440	23,075
<b>Total trade receivables (gross)</b>	<b>187,283</b>	<b>144,766</b>
<b>Allowances for trade receivables</b>	<b>-31,467</b>	<b>-27,557</b>

<b>Total trade receivables (net)</b>	<b>155,816</b>	<b>117,209</b>
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#### Concentration of (gross) trade receivables that exceed 10% of total receivables

	31-12-2022	31-12-2021
Counterparty A	77,301	99,440
Counterparty B	21,601	

The concentration of credit risk is limited due to the fact that the creditability of the abovementioned Counterparty A assessed, *inter alia*, by analysing their financial standing, is high and the fact that the said Counterparty meets additional requirements concerning the settlement of the EU funds. The Company has carried out the construction contracts for the Counterparty A for many years. The Counterparty A is co-owned by the State Treasury as a result of which their creditability is even higher. Accordingly, the Management Board of the Company believe there is no need to create additional provisions.

#### 4.2. Trade and other payables

	31-12-2022	31-12-2021
Trade payables	118,606	105,396
Liabilities to the state budget other than corporate income tax	11,729	16,638
Other payables	290	232
<b>Total trade and other payables</b>	<b>130,625</b>	<b>122,266</b>

#### Ageing analysis of trade payables

	31-12-2022	31-12-2021
<b>Not past due payables</b>	<b>94,123</b>	<b>104,830</b>
<b>Past due payables</b>	<b>24,483</b>	<b>566</b>
1-30 days	24,337	379
31-60 days	0	40
61-90 days	0	0
91-180 days	0	1
181-360 days	0	0
360 + days	146	146
<b>Total trade payables</b>	<b>118,606</b>	<b>105,396</b>

### 5. Equity

#### 5.1. Share capital

At 31 December 2022, the amount of the registered share capital disclosed in the financial statements was PLN 5,757,520.75.

#### Share capital as at 21 March 2023

(PLN)

Class/issue	Type of shares	Number of shares	Class/issue at nominal value	Contribution	Registration date (Right to dividend from registration date)
Class A	Ordinary bearer shares	16,000,000	4,000,000.00	Contribution in kind	12 July 2002
Class B	Ordinary bearer shares	6,000,000	1,500,000.00	Fully paid up in cash by way of issue	19 October 2010

Class C	Bearer – “Merger shares”	1,030,083	257,520.75	Fully paid up in cash by way of issue	20 December 2013
<b>Total</b>		<b>23,030,083</b>	<b>5,757,520.75</b>		

Class A, B and C shares are not preferred and rights to the shares are not limited.

At 31 December 2022, the share capital structure was the same as at 21 March 2023.

## 5.2. Profit (loss) per share

(PLN)

	2022	2021
Basic profit (loss) per share	0.44	0.53
Diluted profit (loss) per share	0.44	0.53

### Basic profit (loss) per share

Profit (loss) and weighted average number of ordinary shares used in the calculation of basic profit per share:

(PLN)

	2022	2021
Profit (loss) per share for the financial year	0.44	0.53
<b>Total profit (loss) used in the calculation of basic profit per share</b>	<b>10,240,554.08</b>	<b>12,140,106.47</b>
Weighted average number of ordinary shares used in the calculation of profit (loss) per share	23,030,083	23,030,083

Basic profit per share is calculated by dividing net profit for the period by weighted average number of shares for the period.

### Diluted profit (loss) per share

There are no diluting instruments.

## 5.3. Share premium account

	2022	2021
<b>Balance at the beginning of the year</b>	<b>93,837</b>	<b>93,837</b>
Share issue	0	0
Issue costs	0	0
<b>Balance at the end of the year</b>	<b>93,837</b>	<b>93,837</b>

ZUE raised cash of PLN 88.5m through the issue of shares on 1 October 2010. The costs of class B shares issue in 2010 amounted to PLN 3.1m.

The Company did not launch any new issue of shares in 2012 or 2011.

In 2013, the Company launched a new issue of class C shares. The *agio* generated by the Company on 6 December 2013 was PLN 9m. The costs of class C shares issue in 2013 amounted to PLN 0.5m. The Company did not launch any new issue of shares in the years 2014-2022.

## 5.4. Treasury shares

At this report preparation date, the Company holds 264,652 treasury shares whose purchase value is PLN 2,690 thousand. The shares were acquired by the Company from the employees of Przedsiębiorstwo Robót Komunikacyjnych w Krakowie S.A., the company which merged with ZUE S.A., as part of the buy-back effected in 2015.

The buy-back was effected on the basis of the Resolution no. 4 passed by the Company's Extraordinary General Meeting on 8 December 2014 authorising the Management Board of ZUE S.A. to buy back own shares.

The transaction is discussed in detail in the note no. 25 of the consolidated financial statements for the financial year ended 31 December 2015.

## 5.5. Retained earnings

	2022	2021
<b>Balance at the beginning of the year</b>	<b>68,765</b>	<b>56,691</b>
<b>Net profit distribution</b>	<b>8,726</b>	<b>4,362</b>
Reserve funds	8,726	4,362
Capital reserve	0	0
Coverage of loss brought forward	0	0
<b>Profit (loss) of the current year</b>	<b>10,241</b>	<b>12,141</b>
<b>Other net comprehensive income</b>	<b>212</b>	<b>-67</b>
<b>Payment of dividend for the prior year</b>	<b>-3,415</b>	<b>0</b>
<b>Balance at the end of the year</b>	<b>75,803</b>	<b>68,765</b>

	31-12-2022	31-12-2021
Reserve funds (without share premium account)	46,223	37,498
Capital reserve	0	0
Capital reserve associated with comprehensive income	-238	-450
Undistributed profit (loss) brought forward	0	0
Profit (loss) brought forward relating to the settlement of revaluation capital	2,273	2,336
Profit (loss) of the current year	10,241	12,141
Effects of implementation of IFRS at ZUE	451	451
Revaluation capital	16,853	16,789
<b>Retained earnings</b>	<b>75,803</b>	<b>68,765</b>

A capital reserve is created by the Company according to the Company's Articles of Association. The Company's profit to be distributed in subsequent periods or used to cover other expenses may be allocated to the capital reserve.

The Company's reserve funds meet the requirements of Art. 396 of the Act. According to the Act, reserve funds should be created so that a loss can be financed. At least 8% of profit for the financial year should be transferred to the reserve funds until the reserve funds reach at least one third of the share capital.

The Company's profit for the financial year 2021 amounted to PLN 12,141 thousand out of which PLN 8,726 thousand was transferred to reserve funds and PLN 3,415 thousand was paid as dividend.

## 6. Debt and management of capital and liquidity

ZUE cooperates with a number of banks to ensure the proper financing of day-to-day operations and to obtain bank guarantees required to carry out intended projects.

In the reporting period, the Company used own resources, leases, loan, trade credit and prepaid deliveries to finance day-to-day operations.

At 31 December 2022, the Company could use overdraft and working capital credit limits in the total amount of PLN 30,230 thousand. The bond limits provided by banks and insurance companies amounted to PLN 376,190 thousand and EUR 20,000 thousand.

### 6.1. Loans and bank credits

	31-12-2022	31-12-2021
<b>Long-term</b>	<b>8,696</b>	<b>0</b>
Bank credits	0	0
Loans received	8,696	0

<b>Short-term</b>	<b>16,304</b>	<b>4,443</b>
Bank credits	0	0
Loans received	16,304	4,443
<b>Total</b>	<b>25,000</b>	<b>4,443</b>

### Summary of loan and credit agreements

As at 31 December 2022

No.	Bank	Description	Principal/limit according to the agreement as at 31-12-2022	Amount of available loans/credits as at 31-12-2022	Use as at 31-12-2022	Interest	Repayment date
1	mBank S.A.	Overdraft	10,000	10,000	0	ON WIBOR + margin	July 2023
2	mBank S.A. (i)	Master agreement	25,000		11,770	1M WIBOR + margin	May 2023
	including:	sublimit for bonds	25,000	13,230	11,770		
		non-revolving working capital credit	25,000	13,230	0		
3	Alior Bank S.A.	Multicurrency credit limit agreement	30,000		0	1M WIBOR + margin	June 2023
	including:	sublimit for bonds	30,000	30,000	0		
		overdraft	2,000	2,000	0		
4	Agencja Rozwoju Przemysłu S.A.	Loan agreement	30,000	5,000	25,000	1M WIBOR + margin	August 2025
	<b>Total amount of available loans and credits</b>			<b>30,230</b>			
	<b>Total debt under loans and credits</b>				<b>25,000</b>		
	<b>Total use for bonds</b>				<b>11,770</b>		

(i) ZUE is able to use the limit for both working capital credit and bank bonds. The current use concerns the bonds.

Types of security and liabilities under credit agreements:

#### 1. Overdraft:

- Financial pledge on cash kept on customer's bank accounts maintained by the Bank;
- Registered pledge on non-current assets – machinery and equipment owned by the Company;
- Statement on submission to enforcement;
- Assignment of rights under insurance policy.

#### 2. Master Agreement:

- Contractual mortgage up to PLN 35,420 thousand on the plot in Cracow;
- Security deposit established each time for the bonds expiring after 36 months;
- Financial pledge on cash kept on customer's bank accounts maintained by the Bank;
- Registered pledge on non-current assets – machinery and equipment owned by the Company;
- Statement on submission to enforcement;
- Assignment of rights under insurance policy.

#### 3. Multicurrency credit limit agreement:

- Promissory note with declaration;
- Assignment of claims under contracts;
- Statement on submission to enforcement;
- Power of attorney to the bank account.

#### 4. Loan agreement:

- Assignment of claims under contracts;
- Statement on submission to enforcement;
- Registered pledge on non-current assets – machinery and equipment owned by the Company;
- Contractual mortgage up to PLN 45,000 thousand on the plot in Cracow;
- Assignment of rights under insurance policy and building insurance policy.

The following amendments to certain credit agreements signed by the Company were made in the reporting period:

- Agencja Rozwoju Przemysłu – **Loan agreement (item 3 of comparative information)** – the loan granted on 19 November 2019 was repaid by the Company in full on 29 June 2022;
- mBank – **Master Agreement (item 2)** - an annex was signed by the Company on 31 May 2022 whereby the maturity date was extended by one year;
- Alior Bank – **Credit Agreement (item 3)** – Multicurrency Credit Limit Agreement up to PLN 30m was signed by the Company on 29 June 2022 (Limit). The Company may apply for bonds up to the total Limit amount. In addition, an overdraft up to PLN 2m will be provided as part of the Limit. The Limit is revolving and will be available until 27 June 2023. The Limit can be extended;
- mBank – **Overdraft (item 1)** – an annex was signed by the Company on 7 July 2022 whereby the repayment date was extended by one year;
- BNP Paribas – **Premium multipurpose line of credit agreement (item 4 of the comparative information)** – expiry of the agreement;
- Agencja Rozwoju Przemysłu – **Loan agreement (item 4)** – the Loan Agreement was entered into on 15 November 2022 with Agencja Rozwoju Przemysłu S.A. The loan of up to PLN 30,000 thousand will be used to finance day-to-day operations.

#### Comparative information:

No.	Bank	Description	Principal/limit according to the agreement as at 31-12-2021	Amount of available loans and credits as at 31-12-2021	Use at as 31-12-2021	Interest	Repayment date
1	mBank S.A.	Overdraft	10,000	10,000	0	O/N WIBOR + margin	July 2022
2	mBank S.A. (i)	Master agreement	25,000		100	1M WIBOR + margin	May 2022
	including:	submit for bonds	25,000	24,900	100		
		non-revolving working capital credit	25,000	24,900	0		
3	Agencja Rozwoju Przemysłu S.A.	Loan agreement	20,000	0	4 443	1M WIBOR + margin	June 2022
4	BNP Paribas Bank Polska SA	Premium multipurpose line of credit agreement	65,000		0	1M WIBOR + margin	July 2022
	including:	submit for bonds	65,000	65,000	0		
		Overdraft	4,000	4,000	0		
	<b>Total amount of available loans and credits</b>			<b>38,900</b>			
	<b>Total debt under loans and credits</b>				<b>4,443</b>		
	<b>Total use for bonds</b>				<b>100</b>		

(i) ZUE is able to use the limit for both working capital credit and bank bonds. The current use concerns the bonds.

## 6.2. Leases

### Lease liabilities

	31-12-2022	31-12-2021
Long-term lease liabilities	12,563	14,178
Short-term lease liabilities	4,995	6,244
Lease liabilities associated with assets held for sale	0	366
<b>Total</b>	<b>17,558</b>	<b>20,788</b>

No leaseback agreements were signed by the Company in the reporting period.

In the reporting period, the Company's lease liabilities increased by PLN 3,334 thousand (including the new leases of the total amount of PLN 3,082 thousand). In addition, the Company purchased the leased assets with the total net value of PLN 9,425 thousand. Following the purchase transactions, the assets were reclassified from right-of-use assets to property, plant and equipment.

	Minimum lease payments		Present value of minimum lease payments	
	31-12-2022	31-12-2021	31-12-2022	31-12-2021
Not later than one year	5,822	6,939	4,995	6,244
Later than one year and not later than five years	7,613	12,348	5,562	7,568
Later than five years	25,504	23,018	7,001	6,976
Less: future finance charges	-21,381	-21,517	0	0
<b>Present value of minimum lease payments</b>	<b>17,558</b>	<b>20,788</b>	<b>17,558</b>	<b>20,788</b>

### General terms of lease

The leases signed by the Company mainly concern vehicles. The term of the leases concerning manufacturing equipment and vehicles is from three to six years. The Company has an option to purchase the equipment at the end of the lease for a price equal to their residual value. The Company's liabilities under finance leases are secured by the lessor's title to the leased assets and a blank promissory note. The leasehold land is used on the basis of administrative decisions and except for the investment property in Kościelisko where the term of lease is 39 years, leases have been concluded for 89 years.

### Short-term and low value leases

The Company applied IFRS 16 and used the following practical solutions offered by the standard:

1. Not to recognise operating leases with a lease term less than 12 months which are treated as short-term leases; and
2. Not to recognise leases where the underlying asset has a low value; i.e. PLN 20 thousand.

The costs associated with short-term and low value leases amounted to PLN 5,670 thousand in 2022 and to PLN 4,031 thousand in 2021.

### Lease details are presented by the Company in the following notes:

No.	Note	2022	2021
2.2.	Depreciation and amortisation	2,763	3,151
2.6.	Financial expenses – interest on leases	1,162	777

No.	Note	31-12-2022	31-12-2021
6.2.	Leases – lease liabilities	17,558	20,422
6.2.	Lease liabilities associated with assets held for sale	0	366
7.4.	Right-of-use assets	32,360	41,356

### 6.3. Management of capital

The Company reviews the capital structure each time for the purpose of the financing of major contracts/orders. During the review, the Company considers own resources required for day-to-day operations, the schedule of contract financing, the cost of capital and the risks associated with each class of the capital.

	31-12-2022	31-12-2021
Long- and short-term loans and bank credits	25,000	4,443
Long- and short-term lease liabilities	17,558	20,422
Lease liabilities associated with assets held for sale	0	366
Long- and short-term other financial liabilities	36	36
<b>Total financial liabilities</b>	<b>42,594</b>	<b>25,267</b>
Cash and cash equivalents	60,256	106,612
<b>Net debt</b>	<b>-17,662</b>	<b>-81,345</b>
Equity	172,708	165,670
<b>Net debt to equity ratio</b>	<b>-10.23%</b>	<b>-49.10%</b>

Negative net debt is due to the fact that total financial liabilities at the end of 2022 fell below the amount of cash at the Company.

The Company uses own resources, leases, loan, trade credit, prepaid deliveries and credit limits to finance day-to-day operations.

The information on the financial ratios contained in this report is cyclically monitored and presented in subsequent interim reports. Definitions of alternative measurements result from the layout of individual lines in relevant tables and according to the Issuer, no additional defining is required.

#### Changes in liabilities resulting from financing activities

Item	Non-cash flows						31-12-2022
	01-01-2022	Cash flows (change)	Change on gain/loss of control	Change on foreign exchange gains/losses	Change on conclusion of new leases	Reclassification / other changes	
Long-term loans and bank credits	0	8,696	0	0	0	0	8,696
Long-term lease liabilities	14,178	0	0	0	2,094	-3,709	12,563
Long-term other financial liabilities	0	0	0	0	0	0	0
Short-term loans and bank credits	4,443	11,861	0	0	0	0	16,304
Short-term lease liabilities	6,244	-6,687	0	0	988	4,450	4,995
Lease liabilities associated with assets held for sale	366	0	0	0	0	-366	0
Short-term other financial liabilities	36	0	0	0	0	0	36
<b>Total financing liabilities</b>	<b>25,267</b>	<b>13,870</b>	<b>0</b>	<b>0</b>	<b>3,082</b>	<b>375</b>	<b>42,594</b>

#### 6.4. Financial risk management

The main financial instruments used by the Company include:

- Leases;
- Credits;
- Loan to finance day-to-day operations;
- Trade and other receivables and payables as well as cash and short-term deposits arising during the course of the Company's operations.

The Company's operations expose it to different financial risks including foreign currency risk, interest rate risk, price risk, credit risk and liquidity risk. The Management Board verify these risks and define the rules governing the management thereof.

#### Foreign exchange risk

As part of its operations, the Company makes settlements in foreign currencies, mainly in EUR and RON. The foreign exchange risk is mainly hedged by concluding contracts with counterparties whereby the risk is transferred to them. If this is not possible, currency exposure (if relevant) is hedged on the financial market using currency futures.

#### Foreign exchange risk – sensitivity to changes

To analyse the sensitivity to exchange rate changes, the reasonably possible change in foreign exchange rates was assessed, on the basis of historical changes and the Company's experience and knowledge of financial markets, at -5% / +5% for EUR/PLN exchange rate as at 31 December 2022.

The following table presents the sensitivity of the profit or loss of the period to reasonably possible changes in foreign exchange rates assuming that other factors remain unchanged (the effect on the profit or loss of the year and net assets is identical).

Sensitivity to changes as at 31 December 2022

	Currency	Nominal value at the end of the reporting period	Depreciation of		Appreciation of other currencies	
			+5%	-5%		
Cash	EUR	27	1	-1		
	USD	172	9	-9		
	HRK	1	0	0		
	BGN	2	0	0		
	RON	45	2	-2		
Trade and other payables	EUR	1,425	-71	71		
Trade and other payables	RON	12	-1	1		
Trade and other receivables	RON	3,784	189	-189		
<b>Gross effect on profit or loss of the period and net assets</b>			<b>129</b>	<b>-129</b>		
Deferred tax			-25	25		
<b>Total</b>			<b>104</b>	<b>-104</b>		

The Company had no hedging currency futures as at 31 December 2022 or 31 December 2021.

**Interest rate risk**

The Company is exposed to interest rate risk mainly because it uses such instruments as leases, multi-purpose lines of credit and a loan to finance day-to day operations. These financial instruments are based on variable interest rates and expose the Company to the risk of cash flow fluctuations. The risk is hedged by regular assessments aimed at adjusting interest rates to current situation and readiness to incur the risk.

Interest rate risk – sensitivity to changes

To analyse the sensitivity to interest rate changes, the reasonably possible change in interest rates was assessed, on the basis of historical changes and the Company's experience and knowledge of financial markets, at -1 / +1 pp at 31 December 2022. A parallel shift of interest rate curve was assumed for the purpose of calculating the sensitivity to change in interest rates.

The following table sets out the effect on the profit or loss of the period and net assets as at 31 December 2022.

	Amount at the end of the reporting period	31-12-2022	
		+100 bp	-100 bp
Long-term retentions on construction contracts (discount):			
– recognised in assets (present value)	21,714	-312	331
– recognised in liabilities (present value)	15,376	635	-677
Cash at banks	60,256	603	-603
Advanced loans	7,667	77	-77
Bank credits and loans	25,000	-250	250
Lease liabilities	17,558	-176	176
<b>Gross effect on profit or loss of the period and net assets</b>		<b>577</b>	<b>-600</b>
Deferred tax		-110	114
<b>Total</b>		<b>467</b>	<b>-486</b>

**Price risk**

The Company is exposed to price risk relating to the increase in prices of the most popular products and raw materials such as concrete, aggregates, steel elements (including tram and rail traction network posts, lamp posts, rails or crossovers) and copper and aluminium elements (including power cables, lines and contact wire) and, due to a big number of machines, liquid fuels (including diesel oil and petrol).

Changes in prices of materials or labour costs may contribute to a change in service fees charged by subcontractors. Prices contained in contracts with investors remain fixed throughout the term of such contracts (usually from 6 to 36 months). However, contracts with subcontractors may be concluded at later dates as the works progress.

The Company reduces the price risk by signing master agreements for the supply of strategic materials.

#### Credit risk

The Company cooperates, as part of both financial and equity transactions, with highly credible financial institutions and aims to reduce the concentration of credit risk.

The Company's financial assets exposed to increased credit risk include trade receivables (excluding receivables from contracting authorities (investors) in connection with the projects carried out pursuant to the Public Procurement Act). A contract-related credit risk is assessed and verified by the Company both at the stage of tender submission and at the stage of project execution.

Before a contract is signed, each counterparty is assessed in terms of their ability to fulfil their financial obligations. If the assessment is negative, signing of the contract is conditional at least on the provision of proper security on property or financial security. In addition, the Company tries to make sure that contracts with investors provide for the right to stop the works if the payment for the services already performed is delayed. If possible, contracts provide for the Company's ability to pay its subcontractors after the Company has been paid by an investor.

The nature of construction activities requires the Company to use a considerable part of its working capital to perform the contracts due to their relatively high value and a long time of their performance. Accordingly, a failure of the Company's customers to timely settle their liabilities to the Company directly influences the Company's financial results.

#### Liquidity risk

The Company reduces liquidity risk by keeping sufficient cash and concluding multi-purpose credit line agreements and loan agreements which serve as an additional safeguard against the loss of liquidity. The Company uses own resources, credits and long-term finance lease agreements to finance capital expenditures and to ensure a stable financing structure for such type of assets.

Liquidity management is supported by the system of reporting cash flow projections.

The maturity structure for financial liabilities is set out in Note 7.14 – Financial instruments.

#### 6.5. Cash and cash equivalents

	31-12-2022	31-12-2021
Cash on hand and at banks	60,256	106,612
Bank deposits up to three months	0	0
<b>TOTAL</b>	<b>60,256</b>	<b>106,612</b>

The cash does not include the cash on escrow accounts attributable to consortium members. The Company believes that the cash cannot be defined as an asset and is not presented in the balance sheet. As at 31 December 2022, the cash on escrow accounts maintained by ZUE was PLN 13,974 thousand, including PLN 3,198 thousand attributable to ZUE. As at 31 December 2021, the cash on escrow accounts maintained by ZUE was PLN 6,318 thousand, including PLN 3,663 thousand attributable to ZUE.

## 7. Other notes to the financial statements

### 7.1. Property, plant and equipment

Gross value	Freehold land	Buildings	Plant and equipment	Vehicles	Other	Total non-current	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2022</b>	0	23,233	47,261	67,146	2,340	139,980	565	65	140,610
Additions	0	81	2,156	1,966	41	4,244	1,958	62	6,264
Reclassification – right-of-use*	0	0	3,326	9,093	0	12,419	0	0	12,419
Transfer to non-current assets	0	0	0	0	0	0	2,220	66	2,286
Sale/Liquidation	0	0	635	2,587	30	3,252	0	0	3,252
<b>Balance at 31 December 2022</b>	0	23,314	52,108	75,618	2,351	153,391	303	61	153,755

Depreciation	Freehold land	Buildings	Plant and equipment	Vehicles	Other	Total non-current assets	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2022</b>	0	9,581	26,152	38,388	1,866	75,987	0	0	75,987
Elimination on disposal of assets	0	0	568	2,260	30	2,858	0	0	2,858
Reclassification – right-of-use* - depreciation expense	0	0	1,303	1,691	0	2,994	0	0	2,994
Depreciation expense	0	495	3,171	5,879	142	9,687	0	0	9,687
<b>Balance at 31 December 2022</b>	0	10,076	30,058	43,698	1,978	85,810	0	0	85,810

Net carrying amount	Freehold land	Buildings	Plant and equipment	Vehicles	Other	Total non-current assets	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2022</b>	0	13,652	21,109	28,758	474	63,993	565	65	64,623
<b>Balance at 31 December 2022</b>	0	13,238	22,050	31,920	373	67,581	303	61	67,945

\* Purchase at the end of lease and leaseback.

No impairment losses were recognised by the Company in the reporting period.

As at 31 December 2022, the amount of net liabilities incurred to purchase property, plant and equipment was PLN 127 thousand. As at 31 December 2022, the gross carrying amount of fully depreciated property, plant and equipment still used by the Company was PLN 19,869 thousand.

### Assets pledged as security

The types of security for the bank agreements concerning property, plant and equipment are discussed in the note 6.1.

#### Comparative information:

Gross value	Freehold land	Buildings	Plant and equipment	Vehicles	Other	Total non-current assets	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	<b>0</b>	<b>23,233</b>	<b>47,508</b>	<b>59,896</b>	<b>2,280</b>	<b>132,917</b>	<b>324</b>	<b>0</b>	<b>133,241</b>
Additions	0	0	1,939	1,920	83	3,942	3,087	98	7,127
Reclassification – right-of-use*	0	0	1,767	8,520	0	10,287	-735		9,552
Transfer to non-current assets	0	0	0	0	0	0	1,989	33	2,022
Sale/Liquidation	0	0	3,953	3,190	23	7,166	122	0	7,288
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>23,233</b>	<b>47,261</b>	<b>67,146</b>	<b>2,340</b>	<b>139,980</b>	<b>565</b>	<b>65</b>	<b>140,610</b>

Depreciation	Freehold land	Buildings	Plant and equipment	Vehicles	Other	Total non-current assets	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	<b>0</b>	<b>8,968</b>	<b>26,408</b>	<b>32,734</b>	<b>1,751</b>	<b>69,861</b>	<b>0</b>	<b>0</b>	<b>69,861</b>
Elimination on disposal of assets	0	0	3,295	2,572	23	5,890	0	0	5,890
Reclassification – right-of-use* - depreciation expense	0	0	442	2,726	0	3,168	0	0	3,168
Depreciation expense	0	613	2,597	5,500	138	8,848	0	0	8,848
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>9,581</b>	<b>26,152</b>	<b>38,388</b>	<b>1,866</b>	<b>75,987</b>	<b>0</b>	<b>0</b>	<b>75,987</b>

Net carrying amount	Freehold land	Buildings	Plant and equipment	Vehicles	Other	Total non-current assets	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	<b>0</b>	<b>14,265</b>	<b>21,100</b>	<b>27,162</b>	<b>529</b>	<b>63,056</b>	<b>324</b>	<b>0</b>	<b>63,380</b>
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>13,652</b>	<b>21,109</b>	<b>28,758</b>	<b>474</b>	<b>63,993</b>	<b>565</b>	<b>65</b>	<b>64,623</b>

\* Purchase at the end of lease and leaseback.

## 7.2. Investment property

Gross value	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	TOTAL	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2022</b>	126	5,713	5,038	0	0	0	10,877	49	0	10,926
Additions	3	111	0	0	0	0	114	264	0	378
Reclassification from assets held for sale	0	874	3,285	0	0	0	4,159	0	0	4,159
<b>Balance at 31 December 2022</b>	129	6,698	8,323	0	0	0	15,150	313	0	15,463

Depreciation	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	TOTAL	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2022</b>	0	2,290	2,491	0	0	0	4,781	0	0	4,781
Depreciation expense	0	223	228	0	0	0	451	0	0	451
Reclassification from assets held for sale	0	38	577	0	0	0	615	0	0	615
<b>Balance at 31 December 2022</b>	0	2,551	3,296	0	0	0	5,847	0	0	5,847

Net carrying amount	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	TOTAL	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2022</b>	126	3,423	2,547	0	0	0	6,096	49	0	6,145
<b>Balance at 31 December 2022</b>	129	4,147	5,027	0	0	0	9,303	313	0	9,616

The investment property as at 31 December 2022 included the real estate in Kościelisko and Poznań. The investment property comprises buildings with land and leasehold land. The Company's investment property is held either as freehold or leasehold interests.

No impairment losses were recognised by the Company in the reporting period. The total amount of investment property impairment losses is PLN 770 thousand.

The investment property was measured at purchase price less impairment losses. The income from the lease of investment property in 2022 was PLN 280 thousand. Operating expenses relating to investment property amounted to PLN 605 thousand in 2022 (PLN 502 thousand in 2021).

### Assets pledged as security

The types of security for the bank agreements concerning investment property are discussed in the note 6.1.

ZUE S.A.

*Financial Statements for the Year Ended 31 December 2022*



*(PLN '000, unless otherwise provided)*

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## Comparative information:

Gross value	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	TOTAL	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	126	6,713	4,124	0	0	0	10,963	0	0	10,963
Additions	0	0	0	0	0	0	0	27	0	27,00
Adjustment	0	-1,000	914	0	0	0	-86	22	0	-64,00
<b>Balance at 31 December 2021</b>	126	5,713	5,038	0	0	0	10,877	49	0	10,926

Depreciation	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	TOTAL	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	0	2,078	2,388	0	0	0	4,466	0	0	4,466
Adjustment	0	0	-64	0	0	0	-64	0	0	-64,00
Depreciation expense	0	212	167	0	0	0	379	0	0	379,00
<b>Balance at 31 December 2021</b>	0	2,290	2,491	0	0	0	4,781	0	0	4,781

Net carrying amount	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	TOTAL	Non-current assets under construction	Prepaid non-current assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	126	4,635	1,736	0	0	0	6,497	0	0	6,497
<b>Balance at 31 December 2021</b>	126	3,423	2,547	0	0	0	6,096	49	0	6,145

### 7.3. Intangible assets

#### Structure of intangible assets

	31-12-2022	31-12-2021
<b>Acquired concessions, patents, licenses and similar assets, including:</b>	<b>2,479</b>	<b>2,697</b>
- software	2,479	2,697

#### Movement in intangible assets

Intangible assets – software	31-12-2022	31-12-2021
<b>Gross value</b>		
<b>Balance at the beginning of the period</b>	<b>6,461</b>	<b>5,621</b>
Additions	385	932
Sale/Liquidation	0	92
<b>Balance at the end of the period</b>	<b>6,846</b>	<b>6,461</b>
<b>Amortisation and impairment</b>		
<b>Balance at the beginning of the period</b>	<b>3,764</b>	<b>3,574</b>
Amortisation expense	603	282
Sale/Liquidation	0	92
<b>Balance at the end of the period</b>	<b>4,367</b>	<b>3,764</b>
<b>Net carrying amount</b>		
<b>Balance at the beginning of the period</b>	<b>2,697</b>	<b>2,047</b>
<b>Balance at the end of the period</b>	<b>2,479</b>	<b>2,697</b>

No impairment losses were recognised by the Company in 2022 or 2021. As at 31 December 2022, the gross carrying amount of fully amortised intangible assets still in use was PLN 3,481 thousand.

#### 7.4. Right-of-use assets

Gross value	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2022</b>	<b>0</b>	<b>14,931</b>	<b>0</b>	<b>5,543</b>	<b>28,843</b>	<b>0</b>	<b>49,317</b>
Conclusion of new contracts	0	0	0	0	3,082	0	3,082
Changes on amendments to contracts	0	0	0	0	141	0	141
Reclassification – right of use *	0	0	0	-3,326	-9,093	0	-12,419
Changes on the shortening of a contract	0	0	0	0	336	0	336
<b>Balance at 31 December 2022</b>	<b>0</b>	<b>14,931</b>	<b>0</b>	<b>2,217</b>	<b>22,637</b>	<b>0</b>	<b>39,785</b>

Depreciation	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2022</b>	<b>0</b>	<b>1,621</b>	<b>0</b>	<b>1,388</b>	<b>4,952</b>	<b>0</b>	<b>7,961</b>
Depreciation expense	0	195	0	355	2,213	0	2,763
Reclassification – right of use* - depreciation expense	0	0	0	-1,303	-1,691	0	-2,994
Elimination on the shortening of a contract	0	0	0	0	-305	0	-305
<b>Balance at 31 December 2022</b>	<b>0</b>	<b>1,816</b>	<b>0</b>	<b>440</b>	<b>5,169</b>	<b>0</b>	<b>7,425</b>

Net carrying amount	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2022</b>	<b>0</b>	<b>13,310</b>	<b>0</b>	<b>4,155</b>	<b>23,891</b>	<b>0</b>	<b>41,356</b>
<b>Balance at 31 December 2022</b>	<b>0</b>	<b>13,115</b>	<b>0</b>	<b>1,777</b>	<b>17,468</b>	<b>0</b>	<b>32,360</b>

\* Purchase at the end of lease and leaseback.

#### Assets pledged as security

The Company's lease liabilities (note 6.2.) are secured with the lessor's title to the leased assets (vehicles, machines and equipment).

**Comparative information:**

Gross value	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total	Right-of-use assets under construction	Prepaid right-of-use assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	0	13,164	0	5,824	30,682	0	49,670	0	0	49,670
Conclusion of new contracts	0	0	0	1,486	5,837	0	7,323	0	0	7,323
Changes on amendments to contracts	0	1,767	0	0	129	0	1,896	0	0	1,896
Reclassification – right of use*	0	0	0	-1,767	-8,520	0	-10,287	735	0	-9,552
Transfer to right-of-use assets	0	0	0	0	735	0	735	-735	0	0
Changes on the shortening of a contract	0	0	0	0	-20	0	-20	0	0	-20
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>14,931</b>	<b>0</b>	<b>5,543</b>	<b>28,843</b>	<b>0</b>	<b>49,317</b>	<b>0</b>	<b>0</b>	<b>49,317</b>

Depreciation	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total	Right-of-use assets under construction	Prepaid right-of-use assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	0	1,445	0	1,210	5,340	0	7,995	0	0	7,995
Depreciation expense	0	176	0	620	2,355	0	3,151	0	0	3,151
Reclassification – right of use* - depreciation expense	0	0	0	-442	-2,726	0	-3,168	0	0	-3,168
Elimination on the shortening of a contract	0	0	0	0	-17	0	-17	0	0	-17
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>1,621</b>	<b>0</b>	<b>1,388</b>	<b>4,952</b>	<b>0</b>	<b>7,961</b>	<b>0</b>	<b>0</b>	<b>7,961</b>

Net carrying amount	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total	Right-of-use assets under construction	Prepaid right-of-use assets under construction	TOTAL
<b>Balance at 1 January 2021</b>	0	11,719	0	4,614	25,342	0	41,675	0	0	41,675
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>13,310</b>	<b>0</b>	<b>4,155</b>	<b>23,891</b>	<b>0</b>	<b>41,356</b>	<b>0</b>	<b>0</b>	<b>41,356</b>

\* Purchase at the end of lease and leaseback.

## 7.5. Assets held for sale

Gross value	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2022</b>	0	874	3,285	0	0	0	4,159
Additions	0	0	0	0	0	0	0
Liquidations	0	0	0	0	0	0	0
Reclassification to investment property	0	-874	-3,285	0	0	0	-4,159
<b>Balance at 31 December 2022</b>	0	0	0	0	0	0	0

Depreciation	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2022</b>	0	38	577	0	0	0	615
Elimination on disposal of assets	0	0	0	0	0	0	0
Reclassification to investment property	0	-38	-577	0	0	0	-615
Depreciation expense	0	0	0	0	0	0	0
<b>Balance at 31 December 2022</b>	0	0	0	0	0	0	0

Net carrying amount	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2022</b>	0	836	2,708	0	0	0	3,544
<b>Balance at 31 December 2022</b>	0	0	0	0	0	0	0

There are no assets held for sale as at 31 December 2022 and, accordingly, there are no lease liabilities associated with assets held for sale.

As at 31 December 2021, assets held for sale included the real estate situated in Poznań and the amount of lease liabilities on assets held for sale was PLN 366 thousand.

The real estate situated in Poznań had not been sold as a result of which it was reclassified by the Company to investment property. Despite the extension of the period required to complete the transaction, the real estate was not sold due to the circumstances beyond the Company's control.

**Comparative information:**

Gross value	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2021</b>	<b>0</b>	<b>874</b>	<b>3,285</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>4,159</b>
Additions	0	0	0	0	0	0	0
Liquidations	0	0	0	0	0	0	0
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>874</b>	<b>3,285</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>4,159</b>

Depreciation	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2021</b>	<b>0</b>	<b>38</b>	<b>577</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>615</b>
Elimination on disposal of assets	0	0	0	0	0	0	0
Depreciation expense	0	0	0	0	0	0	0
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>38</b>	<b>577</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>615</b>

Net carrying amount	Freehold land	Leasehold land	Buildings	Plant and equipment	Vehicles	Other	Total
<b>Balance at 1 January 2021</b>	<b>0</b>	<b>836</b>	<b>2,708</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>3,544</b>
<b>Balance at 31 December 2021</b>	<b>0</b>	<b>836</b>	<b>2,708</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>3,544</b>

## 7.6. Goodwill

At cost	31-12-2022	31-12-2021
Goodwill of PRK	31,172	31,172
<b>Balance at the end of the reporting period</b>	<b>31,172</b>	<b>31,172</b>

ZUE merged with PRK on 20 December 2013. The control of PRK was gained by ZUE in 2010.

The goodwill of PLN 31,172 thousand and the leasehold (difference in the fair value of the net assets at acquisition) of PLN 15,956 thousand (adjusted for a deferred tax asset) disclosed in the separate financial statements at the merger date were calculated as at the date of taking control of PRK by ZUE in 2010 and follow from the consolidated financial statements. Changes in interests resulting from the merger were accounted for as changes in equity.

ZUE and PRK merged under joint control.

The goodwill is assigned in full to the construction segment.

### Annual impairment test

The test was carried out using the FCFF approach in a five-year time horizon. According to the Company's principles, the recoverable amount of an asset generating cash was measured at use value.

The recoverable amount was determined with the discounted future cash flows method. The rate of average weighted cost of capital including the projected structure and the cost of financing, and the market risks was 14.4%.

After it had considered external circumstances influencing a long-term market capitalization of the Company below the carrying amount, the Company carried out the tests for the impairment of the Company's assets as at 31 December 2022.

The impairment tests carried out as at 31 December 2022 according to *IAS 36 Impairment of Assets* revealed no indication of impairment of the carrying amount of the Company's assets.

### Sensitivity to changes in assumptions

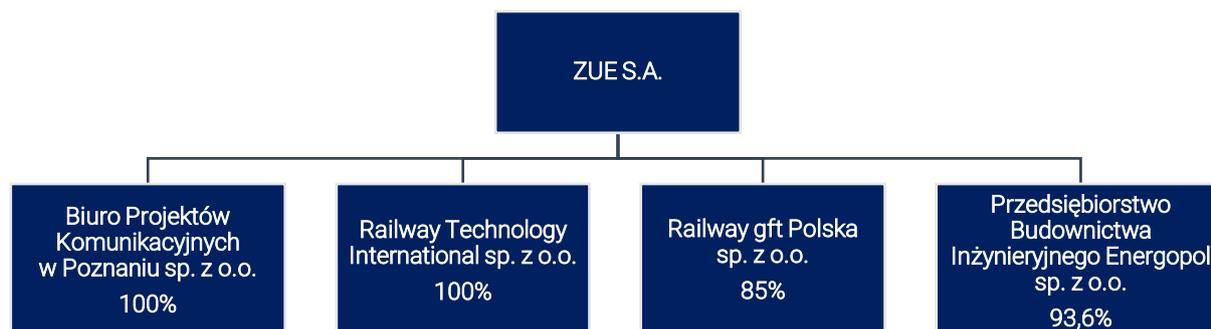
If the useful value of an asset generating cash is estimated, the management personnel is convinced that no reasonably possible change to any key assumption will cause the carrying amount of the said asset to substantially exceed its recoverable value.

## 7.7. Investments in subordinates

### Information about the Company's subsidiaries

At the end of the reporting period, ZUE had investments in subsidiaries. The Capital Group emerged on 6 January 2010 (date of acquisition of 85% of shares in the share capital of Przedsiębiorstwo Robót Komunikacyjnych w Krakowie S.A. from the State Treasury).

Structure of the Capital Group as at 31 December 2022 and at the date of preparation of these financial statements:



### Issuer's subsidiaries at the end of the reporting period:

**Subsidiary – Biuro Projektów Komunikacyjnych w Poznaniu Sp. z o.o.** has been established on 15 June 2009. Poznań is the company's registered office. The company has been entered into the National Court Register maintained by the District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division, under entry no. KRS 0000332405.

**Subsidiary – Railway gft Polska Sp. z o.o.** has been established on 21 October 2014. Cracow is the company's registered office. The company has been entered into the National Court Register maintained by the District Court for Cracow-Śródmieście in Cracow, XI Commercial Division of the National Court Register, under entry no. KRS 0000532311.

**Subsidiary – Railway Technology International Sp. z o.o.** has been established on 20 July 2011. Cracow is the company's registered office. The company has been entered into the National Court Register maintained by the District Court for Cracow-Śródmieście in Cracow, XI Commercial Division of the National Court Register, under entry no. KRS 0000397032.

**Subsidiary – Przedsiębiorstwo Budownictwa Inżynieryjnego Energopol Sp. z o.o.** has operated in its current legal form since 11 September 2001. Cracow is the company's registered office. The company has been entered into the National Court Register maintained by the District Court for Cracow-Śródmieście in Cracow, XI Commercial Division of the National Court Register, under entry no. KRS 0000042724.

The companies within the Capital Group have been incorporated for indefinite period. The financial statements of the subordinates have been prepared for the same reporting period as the Parent Company using consistent accounting policies. The Parent Company and the companies within the Group use a calendar year as their financial year.

Company name	Core business	Registered office and principal place of business	Shares %		Value at historical cost	
			31-12-2022	31-12-2021	31-12-2022	31-12-2021
Railway GFT Polska Sp. z o.o.	Sales activities	Cracow	85%	85%	816	221
Biuro Projektów Komunikacyjnych w Poznaniu Sp. z o.o.	Preparation of comprehensive design documentation	Poznań	100%	100%	8,762	8,762
Railway Technology International Sp. z o.o.	Holding activities	Cracow	100%	100%	579	231
Przedsiębiorstwo Budownictwa Inżynierskiego ENERGOPOL Sp. z o.o.	Construction activities	Cracow	93.6%	0%	3,296	0
<b>Total investments in subordinates</b>					<b>13,453</b>	<b>9,214</b>
Write-down of BPK Poznań shares (cumulative)					8,762	8,762
Write-down of RTI shares (cumulative)					251	231
<b>Total investments in subordinates net of write-downs</b>					<b>4,440</b>	<b>221</b>

On 23 November 2022, ZUE and several dozen individuals entered into the agreements for the sale of shares in Przedsiębiorstwo Budownictwa Inżynierskiego Energopol Sp. z o.o. Under the agreements, the Company acquired the total of 206 shares for PLN 3,296,000. The shares acquired by the Company represent 93.6% of the share capital of Energopol and 93.6% of the voting rights at the shareholders meeting of Energopol. Energopol shares were transferred to the Company on the date of the agreements. The Company financed the transactions with own resources. Consequently, ZUE gained control of Energopol on 23 November 2022 and Energopol became a subsidiary.

ZUE has the power to manage the financial and operating policy of Railway gft, BPK Poznań, RTI and Energopol because it held the majority interest in the companies as at 31 December 2022.

The consolidated financial statements for the year ended 31 December 2022 were prepared and approved of on 21 March 2023. ZUE is the Parent Company of the Group.

#### 7.8. Other financial assets

No other financial assets were held by the Company at 31 December 2022 or 31 December 2021.

#### 7.9. Other assets

	31-12-2022	31-12-2021
Deferred expenses	1,038	402
Other receivables	126	61
<b>Total</b>	<b>1,164</b>	<b>463</b>

The amount of short-term deferred expenses mainly includes the items of property insurance.

#### 7.10. Advanced loans

	31-12-2022	31-12-2021
Loans advanced to related parties	3,550	3,572
Loans advanced to third parties	6,118	285
Impairment losses	-2,001	-285
<b>Total</b>	<b>7,667</b>	<b>3,572</b>

Advanced loans include principal and interest charged at the end of the reporting period.

### 7.11. Inventories

	31-12-2022	31-12-2021
Goods, raw and other materials	60,945	29,593
Work in progress	463	766
<b>Total</b>	<b>61,408</b>	<b>30,359</b>

The purchase of strategic materials such as aggregate, sleepers, rails or railway switches is secured by the conclusion of long-term master agreements. The abovementioned materials are purchased to reduce the risk of price increase in times of limited supply caused by the accumulation of railway works.

No write-downs of inventories were made in the reporting period.

### 7.12. Other financial liabilities

	31-12-2022	31-12-2021
Liabilities under dividends	36	36
<b>Total</b>	<b>36</b>	<b>36</b>

### 7.13. Liabilities under employee benefits

Liabilities under employee benefits recognised in the statement of financial position:

	31-12-2022	31-12-2021
<b>Pension and retirement gratuities and death allowances, including:</b>	<b>1,942</b>	<b>2,038</b>
– present amount of obligation at the end of the reporting period	1,942	2,038
– actuarial gains / (losses) unrecognised at the end of the reporting period	0	0
– past service cost unrecognised at the end of the reporting period	0	0
<b>Liabilities to employees</b>	<b>0</b>	<b>0</b>
<b>Employee benefits</b>	<b>47,029</b>	<b>39,971</b>
– provision for unused leaves	7,671	7,636
– provision for bonuses	28,165	22,505
– salaries and wages	5,481	5,086
– social security and other benefits	5,712	4,744
<b>Total liabilities under retirement and other benefits</b>	<b>48,971</b>	<b>42,009</b>
including:		
– long-term	1,628	1,789
– short-term	47,343	40,220

Gratuities are paid to the employees who retire or draw pension. The gratuity amount is the product of the base at the date of entitlement and the appropriate ratio progressing in proportion to the years of service.

If an employee dies during the term of employment, their family is paid a death allowance by the employer. The amount of the allowance depends on the employee's seniority.

### Main actuarial assumptions for calculating liabilities under pension and retirement gratuities and death allowances

	31-12-2022	31-12-2021
Discount rate	6.87%	3.41%
Expected increase in salaries and wages	4.50%	3.50%

### Pension and retirement gratuities and death allowances

	2022	2021
<b>Present amount of obligation at the beginning of the period</b>	<b>2,038</b>	<b>1,442</b>
Interest expense	84	31
Current service cost	190	183
Past service cost	0	424
Benefits paid	-108	-149
Actuarial (gains) / losses	-262	107
<b>Present amount of obligation at the end of the period</b>	<b>1,942</b>	<b>2,038</b>

**Amounts recognised in the statement of comprehensive income in respect of future employee benefits:**

	2022	2021
Current service cost	190	183
Interest expense	84	31
Actuarial (gains) / losses to be recognised in the period	-262	107
Past service cost	0	424
<b>Costs recognised in the statement of comprehensive income</b>	<b>12</b>	<b>745</b>
Amount recognised in profit or loss	274	638
Amount recognised in other comprehensive income (without deferred tax)	-262	107

	2022	2021
Actuarial gains (losses) relating to specific benefit schemes	262	-107
Deferred tax	-50	40
<b>Amount recognised in other comprehensive income</b>	<b>212</b>	<b>-67</b>

Actuarial gains and losses are recognized by the Company in the statement of comprehensive income.

Provisions for pension and retirement gratuities and death allowances are made on the basis of actuarial valuation made by an independent actuarial consultancy company.

**Provision sensitivity analysis**

The table below presents the analysis of sensitivity of provisions for employee benefits as at 31 December 2022 to the key parameters of actuarial model. The first line presents initial provisions. The remaining lines show how the change in the actuarial model parameter influences the amount of provisions.

PARAMETER / BENEFIT	Retirement gratuity	Pension gratuity	Death allowance	Total
initial provision amounts	1,349	94	499	1,942
rotation rate -1.0%	1,389	98	527	2,014
rotation rate +1.0%	1,314	90	474	1,878
probability of drawing pension -0.5	1,355	79	501	1,935
probability of drawing pension +0.5	1,344	109	497	1,950
technical discount rate -1.00%	1,401	97	520	2,018
technical discount rate +1.00%	1,302	91	479	1,872
<i>rise in bases</i>				
remuneration at the Company -1.0%	1,255	89	459	1,803
remuneration at the Company +1.0%	1,458	100	544	2,102

**7.14. Financial instruments**

The following table sets out the carrying amounts of all financial instruments of the Company with a breakdown into particular classes and categories of assets and liabilities.

**Balance at 31 December 2022**

Classes of financial instruments	Financial assets at amortised cost	Financial assets at fair value through profit or	Financial assets at fair value through other comprehensiv	Financial liabilities at fair value through profit or loss	Financial liabilities at amortised cost
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		loss	e income		
Retentions on construction contracts (before discount)	40,472	0	0	0	41,879
Trade receivables	187,283	0	0	0	0
Other financial liabilities	0	0	0	0	36
Advanced loans	9,668	0	0	0	0
Cash and cash equivalents	0	60,256	0	0	0
Loans and bank credits	0	0	0	0	25,000
Lease liabilities	0	0	0	0	17,558
Trade payables	0	0	0	0	118,606
<b>Total</b>	<b>237,423</b>	<b>60,256</b>	<b>0</b>	<b>0</b>	<b>203,079</b>

No changes to the classification of financial instruments or shifts between individual levels of fair value occurred in the reporting period.

#### Balance at 31 December 2021

Classes of financial instruments	Financial assets at amortised cost	Financial assets at fair value through profit or loss	Financial assets at fair value through other comprehensive income	Financial liabilities at fair value through profit or loss	Financial liabilities at amortised cost
Retentions on construction contracts (before discount)	17,490	0	0	0	42,955
Trade receivables	144,766	0	0	0	0
Other financial liabilities	0	0	0	0	36
Advanced loans	3,857	0	0	0	0
Cash and cash equivalents	0	106,612	0	0	0
Loans and bank credits	0	0	0	0	4,443
Lease liabilities	0	0	0	0	20,422
Lease liabilities associated with assets held for sale	0	0	0	0	366
Trade payables	0	0	0	0	105,396
<b>Total</b>	<b>166,113</b>	<b>106,612</b>	<b>0</b>	<b>0</b>	<b>173,618</b>

No changes to the classification of financial instruments or shifts between individual levels of fair value occurred in the reporting period.

#### Maturity profile of financial liabilities at fair value through profit or loss and at amortised cost (before discount)

Age structure	31-12-2022	31-12-2021
– less than 1 year	159,714	132,967
– 1 - 3 years	18,902	17,385
– 3 - 5 years	3,990	3,080
– 5 + years	20,473	20,186
<b>Total</b>	<b>203,079</b>	<b>173,618</b>

#### Derivative instruments

No derivative instrument transactions were entered into by the Company in 2022 or 2021.

#### 7.15. Transactions with related parties

The following sales and financial transactions were entered into in the reporting period between the related parties:

	Receivables	Payables
--	-------------	----------

	31-12-2022	31-12-2021	31-12-2022	31-12-2021
Railway gft	89	174	253	2,922
BPK Poznań	737	683	828	901
RTI	0	0	0	0
Energopol	4	0	1,775	0
Wiesław Nowak	0	0	0	0
<b>Total</b>	<b>830</b>	<b>857</b>	<b>2,856</b>	<b>3,823</b>

	Revenue		Purchases	
	2022	2021	2022	2021
Railway gft	2,751	492	9,908	9,835
BPK Poznań	586	521	1,262	2,656
RTI	3	3	0	0
Energopol	419	0	4,154	0
Wiesław Nowak	2	5	0	0
<b>Total</b>	<b>3,761</b>	<b>1,021</b>	<b>15,324</b>	<b>12,491</b>

	Advanced loans		Financial income (interest)	
	31-12-2022	31-12-2021	2022	2021
Railway gft	3,000	3,000	256	58
BPK Poznań	550	572	50	18
RTI	0	0	3	0
RTI Germany	0	0	0	5
Energopol	0	0	0	0
Wiesław Nowak	0	0	0	0
<b>Total</b>	<b>3,550</b>	<b>3,572</b>	<b>309</b>	<b>81</b>

In the reporting period, transactions were entered into between ZUE and the subsidiaries, and the related parties on arm's length terms.

The following sales transactions were entered into in the reporting period between ZUE and the related parties:

- Lease of rooms, including utilities and phone services;
- Financial services;
- Sale of materials;
- Re invoicing of expenses.

In the reporting period, ZUE bought the following goods and services from the related parties:

- Materials used in connection with the construction and repair of tracks;
- Design services;
- Re invoicing of expenses;
- Construction services.

On 19 June 2022, ZUE and BPK Poznań signed an annex to the loan agreement of 11 February 2020 whereby the repayment date was extended until 20 December 2022.

On 19 December 2022, ZUE and BPK Poznań signed an annex to the loan agreement of 11 February 2020 whereby the repayment date was extended until 20 June 2023.

ZUE acquired 400 newly created shares in RTI with the total nominal value of PLN 20 thousand on the basis of the notarial deed of 13 July 2022. The shares were paid up in cash.

On 26 July 2022, the Extraordinary Shareholders Meeting of Railway gft resolved to increase the share capital of Railway gft from PLN 300,000 to PLN 1,000,000 through the creation of 7000 new shares with the nominal value of PLN 100 each. All the new shares with the total value of PLN 700,000 were proportionally acquired by the existing shareholders. The change was entered into the National Court Register. The Extraordinary Shareholders Meeting of Railway gft also resolved to pay dividend to shareholders and the amount payable to ZUE was PLN 139.5 thousand. The dividend was paid on 29 July 2022.

On 5 October 2022, ZUE and BPK Poznań signed the special-purpose loan agreement. The repayment date for the loan of PLN 365 thousand was 15 November 2022. The loan was repaid in full with interest.

On 20 October 2022, ZUE and RTI signed the special-purpose loan agreement. The repayment date for the loan of PLN 325 thousand was 20 December 2023. The loan was disbursed on 21 October 2022.

On the basis of the resolution passed by the Extraordinary Shareholders Meeting of RTI on 18 November 2022, ZUE acquired 6,550 newly created shares in RTI with the total nominal value of PLN 327.5 thousand. The shares were paid up by in-kind contribution in the form of ZUE's claims under the loan agreement of 20 October 2022.

On 28 October 2022, ZUE and Railway gft signed an annex to the loan agreement 6 August 2020 whereby the repayment date was extended until 31 March 2023.

On 28 November 2022, ZUE and Railway gft signed an annex to the loan agreement 11 June 2021 whereby the repayment date was extended until 30 April 2023.

ZUE is the parent company of the Group and, if needed, it guarantees the subsidiaries' liabilities. Guarantees are additional security for credit agreements and bonds provided to subsidiaries. The total amount of the guarantees as at 31 December 2022 is PLN 13,285 thousand.

#### **7.16. Major proceedings before court or administration or public administration authority at the date of preparation of this report**

The pending court proceedings relate to the Company's operating activities.

Court cases are discussed in detail in the note 7.16 of the consolidated financial statements for 2022.

#### **7.17. Tax settlements**

Tax settlements and other areas of activity may be inspected by the administrative authorities authorised to impose harsh fines and penalties. The applicable laws are unclear and inconsistent because there are no references to established regulations in Poland. Common differences of opinions on legal interpretation of tax regulations both amongst state authorities and between state authorities and enterprises give rise to uncertainty and conflicts. Accordingly, the tax risk in Poland is much higher than that in the countries with more mature tax systems.

Tax settlements may be inspected within five years of the end of the year the tax was paid in. Additional tax liabilities may be imposed on the Company as a result of such inspections.

No significant or countable tax risks were recognised by the Company at 31 December 2022 or 31 December 2021.

The tax inspection of CIT for 2018 commenced at the Company on 7 February 2022. At the date of approval of this report, no information is held by the Company about any reservations voiced during the inspection.

#### **7.18. Remuneration of key management personnel**

Remuneration of the Management Board members and other members of key management personnel in the financial year:

	Term	Remuneration	Term	Remuneration
<b>Management Board</b>				
Wiesław Nowak	01.2022-12.2022	1,575	01.2021-12.2021	1,540
Anna Mroczek	01.2022-12.2022	795	01.2021-12.2021	823
Jerzy Czeremuga	01.2022-12.2022	640	01.2021-12.2021	739
Maciej Nowak	01.2022-12.2022	750	01.2021-12.2021	815
Marcin Wiśniewski	01.2022-12.2022	799	01.2021-12.2021	850
<b>Proxy</b>				
Magdalena Nowak	01.2022-12.2022	720	01.2021-12.2021	785
<b>Supervisory Board</b>				
Mariusz Szubra	01.2022-05.2022	26	01.2021-12.2021	67
Barbara Nowak	01.2022-12.2022	50	01.2021-12.2021	50

Bogusław Lipiński	01.2022-05.2022	21	01.2021-12.2021	50
Piotr Korzeniowski	01.2022-12.2022	60	01.2021-12.2021	50
Michał Lis	01.2022-01.2022	2	01.2021-12.2021	50
Agnieszka Klimas	01.2022-12.2022	48	01.2021-12.2021	n/a
Maciej Szubra	06.2022-12.2022	29	01.2021-12.2021	n/a
Irena Piekarska-Konieczna	06.2022-12.2022	29	01.2021-12.2021	n/a
<b>Total</b>		<b>5,544</b>		<b>5,819</b>

The remuneration of the Management Board members is determined by the Supervisory Board and the remuneration of the key management personnel is determined by the Management Board President (the main shareholder of the Company) depending on the performance of individual members and the market trends.

The remuneration of the Supervisory Board members includes solely the remuneration payable for their service on the Supervisory Board.

At the end of the reporting period, the Company has no liabilities under retirement or similar benefits to any former members of the of the supervisory or managing personnel.

#### 7.19. Dividend

On 3 March 2022, the Management Board of ZUE passed the resolution on recommendations to the Company's Ordinary General Meeting for allocating the net profit for the financial year 2021 of PLN 12,141 thousand in the following manner:

- 1) the part of the net profit for the financial year 2021 of PLN 3,415 thousand would be paid as dividend (PLN 0.15 per share);
- 2) the remaining balance of the net profit for the financial year 2021 of PLN 8,726 thousand would be allocated to reserve funds.

The Company's Supervisory Board gave a favourable opinion on the recommendations on 7 April 2022.

On 31 May 2022, the Ordinary General Meeting of ZUE S.A. passed the resolution on distribution of the Company's profit for the financial year 2021 whereby the dividend for 2021 of PLN 0.15 per share was paid to the Company's shareholders. The shareholders' right to the dividend was determined as at 9 June 2022. The date of the dividend payment was set as 22 June 2022. The dividend was paid according to the resolution.

#### 7.20. Liabilities incurred to purchase property, plant and equipment

There were no major agreements concerning capital expenditures on property, plant and equipment at 31 December 2022 or 31 December 2021.

#### 7.21. Contingent assets and contingent liabilities and security on property

##### Contingent assets

	31-12-2022	31-12-2021
Bonds	92,018	87,878
Promissory notes	18,035	6,917
Pledges	0	300
<b>Total</b>	<b>110,053</b>	<b>95,095</b>

Contingent assets in the form of bonds include the bonds provided by banks and insurance companies for the benefit of the Company to secure its claims relating to subcontracted construction services and the repayment of advances.

In addition, the Company received promissory notes from subcontractors to secure ZUE's claims against the subcontractors and the repayment of advances.

##### Contingent liabilities and security on property

	31-12-2022	31-12-2021
Bonds	503,636	505,851
Guarantees	13,285	14,291
Promissory notes	235,467	287,551
Mortgages	171,529	81,529
Pledges	143,856	145,172
<b>Total</b>	<b>1,067,773</b>	<b>1,034,394</b>

Contingent liabilities in the form of bonds for the benefit of third parties include, in particular, bid bonds, performance bonds, defects liability bonds and advance payment bonds provided by insurance companies and banks to the Company's counterparties to secure their claims against the Company, mainly in connection with construction contracts and sales agreements. The insurance companies and the banks have recourse against the Company.

Contingent liabilities in the form of guarantees secure the bonds and credits provided to the Group companies by banks and insurance companies and guaranteed by ZUE as the Parent Company.

The liabilities to banks, lessors and strategic customers are secured by promissory notes.

Mortgages are additional security for the credit agreement with mBank S.A., insurance agreement with PZU S.A., the agreement with PEKAO S.A. and the loan agreement with Agencja Rozwoju Przemysłu S.A.

Registered pledges were established to secure the agreements entered into with BNP Paribas Bank Polska S.A., PEKAO S.A., mBank S.A., CaixaBank and Agencja Rozwoju Przemysłu S.A. The pledged assets include wagons, pile driver, maintenance train, engine and ballast profiling machine.

There is also financial pledge over the borrower's bank accounts to secure the agreements between the Company and mBank S.A.

#### 7.22. Discontinued operations

No operations were discontinued within the meaning of IFRS 5 in the reporting period or the comparative period.

#### 7.23. Revisions to estimates

The following revisions to estimates occurred in the reporting period:

- 1/ Construction contracts accounted for using percentage-of-completion method – the revision was influenced by the review of the construction contract budgets; and
- 2/ Useful economic lives of non-current assets – the revision was influenced by the annual review of useful economic lives.

The estimates relate, *inter alia*, to:

Impairment of goodwill (note no. 7.6.)

Useful economic lives of non-current assets (note no. 8.2.10., note no. 8.2.12. and note no. 8.2.16.)

Loss allowances for receivables (note no. 3.4.)

Provisions (note no. 3.3.)

Measurement of long-term construction contracts (note no. 3.1.)

Deferred income tax (note no. 2.7.)

Contingent assets and contingent liabilities (note no. 7.21.)

Uncertainty over tax settlements (note no. 7.17.)

#### 7.24. Impact of the coronavirus pandemic on the operations of ZUE

##### Measures taken by ZUE

During the pandemic, the Issuer took preventive measures to reduce the risk of infection among the employees and associates by letting the staff work remotely, giving instructions on hygiene and precautions to its employees and subcontractors' employees, providing employees with protective equipment such as face masks or disinfectant agents, limiting the number of business meetings, giving comprehensive information on the activities aimed at reducing the risk of infection and measures to be taken in case of infection and limiting contacts with the employees who stayed in higher risk areas.

The Company reacted on an ongoing basis to the pandemic situation in Poland following the Government's announcement of the new restrictions in 2020 and 2021 and considered the related recommendations. In times of the pandemic increase in 2021, the Company extended the ability of its employees to work remotely or on a rotational basis where remote work was impossible. The Company also employed additional measures to keep its employees informed, monitor their health and provide them with protective equipment. The Company continued these activities until 16 May 2022 when the pandemic was officially rescinded.

Measures were taken by the Company to ensure the safety of employees and collaborators and to continue operating activities.

#### **Impact of the coronavirus pandemic on the Company's activity and financial standing in 2022**

The coronavirus epidemic in Poland and the related restrictions had an influence both on the performance of construction contracts and other areas of activity. Direct contacts with the representatives of investors and other entities involved in construction projects were kept to a minimum and due precaution measures were taken. Most of the contacts continued remotely. The work was organised to ensure the safety of people involved in the performance of construction contracts.

In addition to general restrictions witnessed in Poland during the pandemic, employees and other people involved in construction projects were absent due to isolation and quarantine caused by COVID-19. These factors, however, did not disturb the Company's construction processes or supply chains thanks to the measures taken by the ZUE and the fact that the absence from work was relatively small. In addition, the Issuer believes that the situation was common and experienced by the majority of entities operating on the market.

The Management Board of ZUE believe there are no indicators of impairment or any reasons for the recognition of additional provisions in connection with the pandemic. There are no major changes to the scope of operating activities. The predictions about further performance of concluded contracts enable it to establish the projections which confirm the recoverable amount of the Company's key assets.

#### **Possible impact of the coronavirus pandemic on the Company's activity and financial standing**

Below please find the factors which may influence the markets in which the Issuer operates and ZUE's activities in the next quarters should the state of emergency be declared again in Poland.

##### Factors which may have a negative influence:

- Limited supply of certain building materials and price increases caused by disruptions in the chains of supply;
- Further increase in prices of certain imported building materials caused by the weakening of PLN to EUR and USD rates;
- Temporary suspension of competitive tenders for new urban infrastructure contracts as a result of poorer financial condition of the cities caused by possible restrictions;
- Possible problems associated with the liquidity of certain enterprises (e.g. subcontractors);
- Possible extensions of deadlines for certain construction contracts caused by delays in the issue of certain administrative consents or approvals;
- Impediments relating to the absence or temporary exclusion of the Company's employees, subcontractors and consortium members; and
- Possible suspension of works under construction contracts.

##### Impact of the coronavirus pandemic on social and employee issues, natural environment, respect of human rights and counteracting corruption.

The COVID-19 pandemic mainly influenced the Company's employees and social issues. Interpersonal communication was affected in 2021 and work had, to a certain extent, to be done remotely. These measures continued in 2022. Remote communication tools were also used to recruit and train employees. Limited direct interactions among people reduced the mobility of employees and, consequently, limited the emission of gases to the atmosphere. Electronic communication was more environmentally friendly because less paper was used. The pandemic did not affect other areas, such as respect of human rights or counteracting corruption.

#### **7.25. Influence of the situation in Ukraine on the activities of ZUE**

The war in Ukraine did not have a material influence on the financial results at the date of approval of this report. However, the effects of the war such as limited supply and rising prices of building materials or restrictions on the

employment market may have a negative influence on the contracts performed by the Company. The Company keeps monitoring the potential risks and cooperates with contracting authorities to minimize them.

The Company has cooperated with its suppliers for many years. The cooperation with transparent partners as well as internal control of transactions reduce the risk of getting involved in transactions exposed to sanctions imposed by the EU on Russia and Belarus. The Company has no assets in Russia, Belarus or Ukraine and does not conduct any activities in these countries.

The Company controls, on an ongoing basis, the safety of the Company's IT systems to prevent cyberattacks.

The Company constantly monitors the risks associated with foreign exchange rates and interest rate changes.

The number of absent employees or other people involved in construction projects in the first half of 2022 due to their departure to Ukraine was rather small. The share of Ukrainian employees in the total employment was less than 4% and about 35% of them were subject to mobilization and had to leave. These facts combined with the activities undertaken by ZUE caused that building processes were not disrupted.

Ukraine's political and economic situation as well as changes on the raw and other materials markets are constantly monitored by the Company in terms of the actual and potential impact thereof on the Company's activities.

Below please find the factors which may influence the markets in which the Issuer operates and the Company's activities in the next quarters:

- Increased prices of certain imported products and materials caused by the weakening of PLN rate (as well as other currencies of the region);
- Disruptions in the chains of supply of certain imported products and materials;
- Increased prices of fuels, natural gas and electricity;
- Limited access to fuels and natural gas;
- Greater financial risk of the countries of the region which may limit the access to financing and entail greater costs; and
- Migration of Ukrainian employees from Poland to Ukraine.

Like many companies, the Company provided help and support to Ukrainians and refugees who found shelter in the Małopolska province. The costs associated with the support are incidental and the value thereof is insignificant to the financial statements.

## 8. Other notes to the financial statements

### 8.1. Use of the International Financial Reporting Standards

#### 8.1.1. Statement of compliance

The financial statements of the Company for the year ended 31 December 2022 and the comparative information for the financial year ended 31 December 2021 have been drawn up in accordance with the requirements of the International Financial Reporting Standards as endorsed by the European Union (EU).

#### 8.1.2. Standards and interpretations used for the first time in the reporting period

The following amendments to the existing standards published by the International Accounting Standards Board and approved for use in the European Union come into force in 2022:

- **Amendments to IAS 16 "Property, Plant and Equipment"** – proceeds from selling items produced while bringing that asset to the condition necessary for it to be capable of operating (effective for annual periods beginning on or after 1 January 2022 with earlier application permitted);
- **Amendments to IAS 37 "Provisions, Contingent Liabilities and Contingent Assets"** – clarification of costs considered in assessing whether a contract is onerous (effective for annual periods beginning on or after 1 January 2022 with earlier application permitted);
- **Amendments to IFRS 3 "Business Combinations"** – updated reference to Conceptual Framework (effective for reporting periods beginning after 1 January 2022 with earlier application permitted);
- **Annual improvements 2018-2020** – the improvements clarify the guidelines for recognition and measurement: IFRS 1 "First-time Adoption of International Financial Reporting Standards," IFRS 9 "Financial Instruments," IAS 41 "Agriculture" and illustrative examples of IFRS 16 "Leases" (effective for annual periods beginning on or after 1 January 2022 with earlier application permitted).

According to the Company, the abovementioned amendments to the standards or interpretations do not have any material influence on the separate financial statements of ZUE.

### 8.1.3. Standards and interpretations published and endorsed by the EU but not yet effective

Standards and interpretations published and endorsed by the EU but not yet effective at the date of approval of the financial statements:

- **Amendments to IAS 1 “Presentation of Financial Statements: Classification of Liabilities as Current and Non-current”** (effective for annual periods beginning on or after 1 January 2023 with earlier application permitted);
- **Amendments to IAS 1 “Presentation of Financial Statements” and guidelines of the IFRS Board on disclosures of accounting policies** – disclosure of material accounting policy information (effective for annual periods beginning on or after 1 January 2023 with earlier application permitted);
- **Amendments to IAS 8 “Accounting Principles (Policies), Changes in Accounting Estimates and Errors”** – definition of estimates (effective for annual periods beginning on or after 1 January 2023 with earlier application permitted);
- **Amendments to IAS 12 “Income Taxes”** – deferred tax related to assets and liabilities on particular transactions (effective for annual periods beginning on or after 1 January 2023);
- **Amendments to IFRS 17 “Insurance Contracts” – first application of IFRS 17 and IFRS 9** – comparative information (effective for annual periods beginning on or after 1 January 2023);
- **Amendments to IFRS 16 “Leases” – Lease Liability in Sale and Leaseback** (effective for annual periods beginning on or after 1 January 2024);
- **Amendments to IAS 1 “Presentation of Financial Statements: Classification of Liabilities as Current and Non-current”** (effective for annual periods beginning on or after 1 January 2024 with earlier application permitted).

### 8.1.4. Changes to applied accounting principles

No changes to the applied accounting principles occurred in the reporting period.

## 8.2. Important accounting principles

### 8.2.1. Going concern

The financial statements have been prepared assuming that the Company will continue in operational existence for at least 12 months after the end of the reporting period. The most important factor influencing the Company's ability to continue in operational existence is the financial condition. The key factors with an impact on the Company's ability to continue its operations include liquidity, proper backlog and market situation.

In the 12 months ended 31 December 2022, the Company recognised the sales revenue of PLN 831.9m and the gross profit of PLN 29.1m. As at 31 December 2022, the Company presented the total current assets of PLN 434.4m, including trade and other receivables of PLN 159.7m and the cash of approximately PLN 60.3m. At the end of the reporting period, ZUE had the backlog worth approximately PLN 1,802m and was in the process of winning new contracts.

Accordingly, the Management Board of ZUE state that there are no significant going concern risks at the date of preparation of this report, no economic circumstances have occurred and no strategic decisions have been made, and these financial statements have been prepared assuming that the Company will continue in operational existence in the foreseeable future.

### 8.2.2. Comparability of financial data

No changes in the presentation of financial information have been made in the comparative periods, except for the following changes.

The real estate situated in Poznań had not been sold as a result of which it was reclassified by the Company from “Assets held for sale” to “Investment property.” Despite the extension of the period required to complete the transaction, the real estate was not sold due to the circumstances beyond the Company's control.

A separate item, namely “Lease liabilities associated with assets held for sale,” was previously presented by the Company in the statement of financial position. In these financial statements, the item was recognized in “Lease

liabilities.”

### 8.2.3. Preparation basis

The separate financial statements have been prepared in accordance with the historic cost convention, except for certain non-current assets and financial instruments that are measured at revalued amounts or fair value according to the accounting policy below.

The accounting principles (policies) used in the preparation of these financial statements are consistent with the accounting principles (policies) used in the preparation of the financial statements of the Company for the financial year ended 31 December 2021.

The most important accounting principles applied by the Company are presented below.

### 8.2.4. Segment reporting

ZUE's reporting is based on operating segments. The Company analyses the areas of activity based on the aggregation rules under IFRS 8.12 and identifies one aggregate reporting segment, namely construction activity.

The Company is organised and managed within the abovementioned segment.

Accordingly, the Management Board monitor the segment operating and financial results at the Company.

### 8.2.5. Recognition of revenue from long-term construction contracts

The core principle of IFRS 15 is that an entity recognises revenue to depict the transfer of goods or services to customer (Contracting Authority) in an amount that reflects the consideration to which the entity expects to be entitled to in exchange for those goods or services.

#### Revenue from construction contracts

A five-step model is applied under IFRS 15 to the recognition of revenue:

1. Identification of the contract.
2. Identification of performance obligations.
3. Determination of transaction price.
4. Allocation of the price.
5. Recognition of revenue.

The Company recognises revenue from unfinished construction service according to the five-step model and applies an input method in compliance with a modified retrospective approach.

There is one performance obligation in construction services provided by the Company. Accordingly, the allocation of transaction price to performance obligation does not require any estimates.

#### Input method

Input method uses expenditures (costs) incurred by the Company relative to total expected expenditures (costs) to measure the extent of progress toward completion.

#### Zero-profit method

If the Company is not able to reasonably measure the outcome of a performance obligation but expects to recover the costs incurred in satisfying the performance obligation, the Company applies a zero-profit method and recognises revenue only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation.

#### Recognition of expected losses

When it is probable that total contract costs will exceed total contract revenue, a loss provision is recognised by the Company according to IAS 37.

#### Practical use of progress toward completion measurement methods

An input method has been selected based on the type of the Company's operations.

Contract measurement stages:

- a) Determining of a change in contract status – contracts in progress and completed contracts;

- b) Determining of adjustments to the planned revenue;
- c) Revenue budget updates (twice a year);
- d) Cost budget updates (twice a year);
- e) Determining the amount of invoiced revenue;
- f) Determining the amount of direct and indirect costs relating to the performance of construction works;
- g) Determining the amount of general construction costs incurred (entity's general costs and general construction costs);
- h) Measurement of progress toward completion under a contract and recognition of revenue with an input method; and
- i) Measurement of payables and receivables where invoices for construction services contain prices lower or higher than agreed.

In an input method, the percentage of completion is defined as the ratio of actual costs to estimated (budgeted) costs required to perform the contract. Contract budgets are prepared for each construction contract. Budgets are updated twice a year on the basis of April- and October-end closings. The stage of completion of a contract is determined on the basis of contract budgets by calculating the ratio of the costs actually incurred for the work performed to date to the estimated total costs of the contract. Contracts, which have been signed but do not have approved budgets, are measured with a zero-profit method.

#### **8.2.6. Foreign currencies**

Transactions in currencies other than functional currency are recognised at the rate prevailing on the day preceding the transaction. At the end of each reporting period, financial assets and liabilities denominated in foreign currencies are translated at the rate quoted at that date by the National Bank of Poland. Assets and liabilities measured at fair value and denominated in foreign currencies are measured at the rate prevailing at the date when the fair value was determined. Non-monetary items are measured at historical cost.

Foreign exchange differences arising on translation are recognised in financial income (expenses) or, in circumstances defined by accounting principles (policy), capitalised in the value of assets.

#### **8.2.7. Borrowing costs**

Borrowing costs directly attributable to the acquisition or production of assets that take a substantial period of time to get ready for their intended use are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Borrowing costs include exchange differences arising from foreign currency loans and borrowings to the extent that they are regarded as an adjustment to interest costs.

All other borrowing costs are recognised, subject to item 8.2.5, in profit or loss in the period in which they are incurred. Borrowing costs relating to construction contracts are debited directly to the cost of the Company's operating activities.

These capitalisation rules are not applied to assets measured at fair value.

#### **8.2.8. Costs of employee benefits**

Costs of employee benefits include short-term benefits and post-employment benefits.

Costs of wages and salaries include the wages and salaries under employment contracts entered into with individual employees. Costs of wages and salaries also include bonuses and incentive rewards paid on the basis of the Corporate Collective Labour Agreement.

Costs of social insurance financed by the employer include pension, social security and accident benefits and contributions to the Guaranteed Employee Benefits Fund, the Labour Fund and the Bridging Pension Fund. Costs of pension benefits include retirement and pension gratuities paid to employees according to the employment law.

The Company pays retirement gratuities according to the Employment Code and makes a provision for these benefits. The payments are recognised in profit or loss in a way enabling the spread of these costs over the entire term of employees' employment with the Company. The amount of the provision is determined by an independent actuary using the projected unit method.

If an employee dies during the term of employment, their family is paid a death allowance by the employer. The amount of the allowance depends on the seniority.

The provisions for employee benefits also include the provisions for leaves and bonuses.

The Company creates the Company Social Benefits Fund. Contributions to this Fund are the Company's expenses and must be blocked on a separate bank account. The fund assets and liabilities are presented in the financial statements at their net value.

Other employee benefits are paid under the law and the Corporate Collective Labour Agreement. The Company also covers the costs of trainings in occupational health and safety and private medical care for its employees.

The Company recognises actuarial gains and losses in the period in which they arise. Actuarial gains and losses are recognised in the statement of comprehensive income.

### 8.2.9. Income tax (including deferred tax)

Income tax expense represents the tax currently payable and deferred tax.

#### Current tax

The tax currently payable is calculated based on taxable profit (tax base) for the year. Taxable profit (loss) differs from accounting net profit (loss) because it excludes items of income or expense that are not taxable or deductible and the items of income or expense that are never taxable. The Company's liability for current tax is calculated using tax rates applicable in the year.

#### Deferred tax

Deferred tax is accounted for using the balance sheet liability method as the tax payable or recoverable on differences between the carrying amounts of assets and liabilities and the corresponding tax bases used in the computation of taxable profit.

A deferred tax liability is recognised for all taxable temporary differences and a deferred tax asset is recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences, tax losses or tax credit can be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or the initial recognition of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

The Company presents deferred tax assets and liabilities according to their netted balance (IAS 12).

Deferred tax is calculated at the tax rates that are expected to apply when the asset is realised or the liability becomes due. Income tax is presented in the statement of financial position after the offset against liability payable to the same taxation authority.

#### Current and deferred tax for the year

Current and deferred taxes are recognised as an expense or income in the income statement, except when they relate to items credited or debited directly to equity, in which case the tax is recognised directly in equity.

### 8.2.10. Property, plant and equipment

Property, plant and equipment include non-current assets and expenditures on non-current assets under construction the entity intends to use in its operation and for administrative purposes for more than 1 year from which future economic benefits are expected to flow to the entity. Expenditure on non-current assets includes capital expenditure and expenses incurred in connection with future deliveries of plant and equipment and services related to the production of non-current assets (prepayments). Non-current assets also include essential specialized spare parts, which function as elements of non-current assets.

Non-current assets and non-current assets under construction are initially recognised at purchase price or production cost, including financing costs less impairment losses.

Non-current assets are depreciated according to the rates which reflect the estimated period of their useful lives. Estimates of useful life are reviewed every year. Non-current assets are depreciated on a straight-line basis. The following useful lives are used for non-current assets:

Item

Useful lives

Buildings and structures	10 – 50 years
Plant and equipment	3 – 30 years
Vehicles	5 – 30 years
Other non-current assets	4 – 15 years

Freehold land is not depreciated.

According to the principle of prudence, low-value non-current assets are carried on a one-off basis to profit or loss in the period in which the expense was incurred. Prudence is analysed in terms of accumulated value of low-value non-current assets.

Non-current assets and non-current assets under construction are tested for impairment if there are indications of impairment at least at the end of each reporting period. Rules governing the determining of impairment are set out in note 8.2.13. Effects of the impairment of non-current assets and non-current assets under construction are recognised in other operating expenses.

Gains or losses from the sale/liquidation or discontinued use of non-current assets are determined as the difference between sales revenue and the carrying amounts of those assets and are recognised in profit or loss.

Each part of an item of property, plant and equipment with a purchase price or production cost that is significant in relation to the total price or cost of the item is depreciated separately.

#### **8.2.11. Investment property**

Investment properties are properties (including properties under construction) held by the Company as their owner or lessee under finance lease to earn rentals and/or for capital appreciation.

Investment properties are initially recognised at purchase price, including associated transaction costs. Subsequent to initial recognition, investment properties, except for land, are depreciated on a straight-line basis less impairment losses.

Investment properties, which meet the criteria of being classified as held for sale or disclosed in a pool held for sale, are measured according to the rules set forth in note 8.2.14.

Gains or losses arising from the sale/liquidation or discontinued use of properties are determined as a difference between sales revenue and the carrying amounts of these items and recognised in profit or loss.

#### **8.2.12. Intangible assets**

Intangible assets are the Company's assets which are without physical substance and identifiable, can be reliably measured and from which future economic benefits are expected.

Intangible assets are initially recognised at purchase price or production cost.

Intangible assets are amortised according to the rates which reflect the estimated period of their useful lives. Estimates of useful life are reviewed every year. The Company does not own any intangible assets whose useful lives are indefinite. Intangible assets with definite useful lives are amortised on a straight-line basis. The following useful lives are used for particular intangible assets:

<b>Item</b>	<b>Useful lives</b>
Licences for software	2 - 10 years
Leasehold	25 - 99 years

Intangible assets are tested for impairment if there are indications of impairment and any impairment is determined at the end of each reporting period. Rules governing the determining of impairment are set out in note 8.2.13. Effects of the impairment of intangible assets and their amortisation are carried to other operating expenses.

According to the principle of prudence, low value intangible assets are carried on a one-off basis to profit or loss in the period in which the expense was incurred.

Gains or losses from the sale/liquidation or discontinued use of intangible assets are determined as the difference between sales revenue and the carrying amounts of those assets and are recognised in profit or loss.

At the end of the reporting period, intangible assets are measured at cost less amortisation and impairment losses, if any.

### 8.2.13. Impairment of property, plant and equipment and intangible assets, excluding goodwill

At the end of each reporting period, the Company reviews the carrying amounts of tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are substantially independent from cash flows generated by other assets, the Company analyses the group of cash-generating assets to which the asset belongs. If it is possible to identify a reliable and uniform allocation basis, non-current assets held by the Company are allocated to specific cash-generating units or to the smallest groups of cash-generating units for which reliable and uniform allocation bases can be identified.

Recoverable amount is the higher of fair value less costs to sell or value in use. The latter is equivalent to the present value of estimated future cash flows discounted at a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to an asset.

If the recoverable amount is less than the carrying amount of an assets (or a cash-generating unit), the carrying amount of the asset or the unit is reduced to the recoverable amount. An impairment loss is immediately recognised as an expense of the period in which it occurred, unless the asset is carried at revalued amount (in which case, such impairment loss is treated as a revaluation decrease).

If the impairment loss is subsequently reversed, the net value of the asset (or the cash-generating unit) is increased to the new estimated recoverable value, however not higher than the carrying amount of the asset as it would have been established had impairment not been identified in the past years. Any reversal of impairment is recognised immediately in the profit or loss, unless the asset is carried at a revalued amount – in this case, the reversal will be treated as a revaluation increase.

### 8.2.14. Non-current assets held for sale

Non-current assets held for sale are the assets that meet all the following criteria:

- An appropriate level of management must be committed to sell the asset;
- Assets are available for immediate sale in their present condition;
- An active programme to locate a buyer must have been initiated;
- The completion of the sale is highly probable within 12 months of classification as held for sale;
- Sales price is reasonable in relation to its present fair value; and
- It is unlikely that plan will be significantly changed.

The classification change is reflected in the reporting period in which the aforementioned criteria have been satisfied. If the abovementioned criteria are satisfied after the end of the reporting period, an asset is not reclassified at the end of the financial year preceding the event.

No further depreciation will be recorded once an asset is classified as held-for-sale. Assets held for sale (excluding, inter alia, financial assets and investment property) are measured at the lower of carrying amount and fair value less costs to sell.

In the case of any subsequent increase in the fair value less costs to sell, a gain is recognised to the extent this does not exceed the cumulative impairment loss.

### 8.2.15. Investments in subordinates

Investments in subordinates are measured at historical cost net of impairment, if any.

The carrying amount of such assets is reviewed each time to find out whether it does not exceed the amount of future economic benefits. If the carrying amount exceeds the amount of anticipated economic benefits it is reduced to the amount of net sales price. Impairment losses are recognised in financial expenses. The rise in the value of an investment directly associated with a previous decrease in the value included in financial expenses is recognised up to the amount of these expenses as financial income.

### 8.2.16. Leases

IFRS 16 provides a single lessee accounting model by eliminating the classification of leases as either operating leases or finance leases. As such, the lessee is required to recognise a right-of-use asset and a lease liability, unless the lease term is short (up to 12 months) or the underlying asset is of low value.

The lessee is also required to recognise the depreciation of a right-of-use asset and interest on lease liability in

profit and loss account (according to IAS 17, expenditures relating to the use of leased assets were recognised in general administrative expenses). Right-of-use assets are depreciated on a straight-line basis and lease liabilities are measured at amortised cost.

The change of the definition of a lease mainly related to the concept of control. IFRS 16 determines whether a contract contains a lease on the basis of whether the customer has the right to control the use of an identified asset for a period of time. The Company uses the definition of a lease and the related guidelines specified in IFRS 16 for all lease contracts regardless of whether the Company is a lessee or lessor under the contract.

Right-of-use assets are initially measured by the Company at cost which includes:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement of the lease (less any lease incentives received);
- any initial direct costs incurred by the Company;
- an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

If the lessee applies the fair value model, price or cost model in IAS 40 Investment property to its investment property then the same model should be applied to right-of-use assets (the land) which meet the definition of investment property contained in IAS 40.

After initial recognition, a right-of-use asset is measured by the Company at cost less depreciation (on a straight line basis) and impairment losses, adjusted for any remeasurement of the lease liability.

Lease liabilities are measured by the Company at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if the rate can be readily determined. If the rate cannot be readily determined, the Company's incremental borrowing rate can be used. The rate is defined as the rate of interest that a lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

At the commencement date, the lease payments included in the measurement of the lease liability comprise the following payments for the right to use the underlying asset during the lease term that are not paid at the commencement date:

- a) Fixed lease payments (including in-substance fixed lease payments), less any lease incentives receivable;
- b) Variable lease payments that depend on an index or a rate initially measured with the index or the rate at the commencement date;
- c) Amounts expected to be payable by the lessee under residual value guarantees;
- d) The exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and
- e) Payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

After the commencement date, the lease liability is measured by:

- a) Increasing the carrying amount to reflect interest on the lease liability;
- b) Reducing the carrying amount to reflect the lease payments made; and
- c) Remeasuring the carrying amount to reflect any reassessment or lease modifications, or to reflect revised in-substance fixed lease payments.

After initial recognition, a lease liability is measured by the Company at amortised cost.

Remeasurement of lease liability is recognised by the Company as an adjustment to the right-of-use asset. If the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount as profit or loss.

The amount of incremental borrowing rate for leases is remeasured by the Company annually.

The Company applies the same discount rates to the portfolio of leased cars and rentals. The Company applies a separate discount rate to the leasehold land.

In the case of short-term leases and leases of low-value assets, lease payments are recognised by the Company as an expense on a straight-line basis over the lease term.

Non-current assets are depreciated according to the rates which reflect the estimated period of their useful lives. Estimates of useful life are reviewed every year. Non-current assets are depreciated on a straight-line basis. The following useful lives are used for non-current assets:

<u>Item</u>	<u>Useful lives</u>
Land and buildings	1 - 5 years
Plant and equipment	10 - 25 years
Vehicles	1 - 25 years
Leasehold land	30 - 89 years

The lease information is presented by the Company in the note 6.2. Leases.

The disclosure requirements set out in IAS 40 apply to the leasehold land which meets the definition of investment property.

#### **8.2.17. Inventories**

Inventories are the assets held for sale in the ordinary course of business, assets in the production process for sale and materials that are consumed in the production process or service provision. Inventories include materials, merchandise, finished goods and work in progress.

Materials and merchandise are initially measured at purchase price. At the end of the reporting period, materials and merchandise are measured on a prudent basis; i.e. these categories are measured at purchase price or achievable sales price, depending on which is lower.

Work in progress is initially measured at actual production cost. At the end of the reporting period, work in progress and finished goods are measured on a prudent basis.

Materials, merchandise and finished goods are written down at the discretion of the Company.

Inventory disbursement is recorded in accordance with the principles of specific identification and is recognised in the cost of sales. Write-downs of inventories resulting from prudent valuation and write-downs of items in excess of anticipated demand are recognised as an expense of the period and the reversal of write-downs is recognised as a decrease in the expense of the period.

#### **8.2.18. Trade and other receivables**

Trade receivables are recognised and carried at original invoice amount less an allowance for expected credit losses. Where the effect of the time value of money is material, the balance of receivables is determined by discounting projected future cash flows to their present value using the discount rate, which reflects current market assessments of the time value of money. If a discounting approach is used, the increase in receivables as a result of the passage of time is recognised as financial income.

Trade and other receivables are classified by the Company in the following manner:

- a) Trade receivables;
- b) Receivables from the state budget other than corporate income tax;
- c) Other receivables.

Other receivables include advance payments for remuneration, purchases, other (accommodation), accounting for: business trips (overall), mileage compensation limits, credit cards, shortages or damage, shortages charged on employees, treatment of surpluses, other accounts payable-bid bond and determining the Company Social Benefits Fund.

The Company makes allowances on the basis expected credit losses likely to occur over the life of an instrument at an amount equal to 12-month expected credit losses.

If a credit risk related to the instrument increases significantly at the end of the reporting period, an allowance is measured by the Company at an amount equal to expected credit losses over the entire lifetime.

#### **8.2.19. Cash and cash equivalents**

Cash and short-term bank deposits recognised in the balance sheet include cash at bank and in hand and short-term bank deposits which have a maturity of three months or less.

#### **8.2.20. Trade and other payables**

Short-term trade and other payables are recognised at amortised cost or, where the discount effect is negligible, at an amount due.

Trade and other payables are classified by the Company in the following manner:

- a) Trade payables;
- b) Liabilities to the state budget other than corporate income tax;
- c) Other payables.

Other payables include employees' life insurance premiums, court seizures, train tickets, contributions to organisations, contributions to trade unions, contributions to the Employee Mutual Assistance Fund, sports and recreation cards, medical care for employees, medical care for the company, contributions to the Employees Capital Pension Scheme, etc.

Other non-financial liabilities include, in particular, liabilities to revenue office relating to VAT. Other non-financial liabilities are recognised at an amount due.

#### **8.2.21. Accruals**

Accruals include provisions for the costs of contracts.

In the course of performance of construction contracts, the Company enters into agreements with subcontractors whereby the works performed by subcontractors are accepted at later dates. Accordingly, there may be the works of significant value already performed at the end of the reporting period for which no invoice has been issued to the Company. In such cases, the Company recognises accruals relating to the works uninvoiced by the subcontractors.

Provisions for the works performed by subcontractors are charged to contract costs. Provisions are created at the Company with a breakdown into particular contracts.

After it has been used, the provision is released by reducing the cost of sales.

#### **8.2.22. Advance payments**

There are the following types of advance payments at the Company: Advance payments made/received in connection with performed contracts and Other advance payments.

The Company presents the advance payments transferred to counterparties in the Advance payments item excluding Advance payments for the purchase of property, plant and equipment, investment property and intangible assets which are presented according to the nature of the assets they relate to.

The amounts transferred to subcontractors to ensure the timely performance of construction contracts are presented in the item of Advance payments made in connection with performed contracts.

The item of Advance payments received in connection with performed contracts presents the obligation under the contracts in respect of which the advance payment has been made and the remuneration has been paid in advance for the construction works which have not yet been performed by the Company. Advance payments for performed contracts are settled during the contract performance as part of the ordinary course of the Company's operations.

#### **8.2.23. Financial assets**

##### **Classification and measurement**

The classification of financial assets depends on the business model for managing financial assets and characteristics of contractual cash flows.

A financial asset is measured at amortised cost if both of the following conditions are met:

- a) the financial asset is held within a business model whose objective is to hold the assets in order to collect the contractual cash flows; and
- b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met:

- a) the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset is measured at fair value through profit or loss, unless it is measured at amortised cost or fair value through other comprehensive income.

The following items are included by the Company into the category of financial assets measured at amortised cost:

- Trade receivables;
- Retentions on supplies and services;
- Advanced loans.

The following items are included by the Company into the category of financial assets measured at fair value through profit or loss:

- Cash and cash equivalents.

Under IFRS 9 financial instruments are initially measured at fair value. The fair value of a financial instrument at initial recognition is normally the transaction price (i.e. the fair value of the consideration paid or received). Given a diverse range of financial instruments as a result of the classification, in the case of a financial asset or financial liability not at fair value through profit or loss, the initial value includes the transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.

Trade receivables under IFRS 15 without a significant financing component (i.e. the measurement of long-term construction contracts) are initially recognised at their transaction price.

### **Impairment**

IFRS 9 introduces new impairment requirements – the expected credit loss model. Unlike the model applied under IAS 39 according to which credit losses are recognised once there has been an incurred loss event, the expected credit loss model is based on the calculation of expected losses. The expected credit losses are weighted by the probability that the obligation will not be performed.

The Company measures allowances on the basis of expected credit losses likely to occur over the life of an instrument at an amount equal to 12-month expected credit losses.

If a credit risk related to the instrument increases significantly at the end of the reporting period, an allowance is measured by the Company at an amount equal to expected credit losses over the entire lifetime.

Trade receivables are the most important item of financial assets in the Company's financial statements, which is governed by the rules of calculating the expected credit losses.

The Company has applied a simplified model of recognising loss allowances for trade receivables based on historical data concerning credit losses adjusted, where appropriate, for the influence of information about the future.

In the case of trade receivables covered by IFRS 15 (i.e. the measurement of long-term construction contracts), a loss allowance is measured by the Company at an amount of expected credit losses for the entire expected lifetime of the financial asset.

### **Hedge accounting**

No hedge accounting is applied by the Company.

#### **8.2.24. Financial liabilities and equity instruments issued by the Company**

Debt and equity instruments are classified as either financial liabilities or equity depending on the substance of contractual arrangements.

The Company classifies all financial liabilities into one of the following categories:

- a) financial liabilities measured at fair value through profit or loss; or
- b) financial liabilities measured at amortised cost.

Financial liabilities measured at fair value through profit or loss include financial liabilities held for trading or defined as measured at fair value through profit or loss.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing in the near term;
- it is part of a portfolio of identified financial instruments that are managed together by the Company according to a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated or effective as a hedging instrument.

A financial liability other than held for trading may be designated as measured at fair value through profit or loss upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial asset forms a part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it is a part of a contract containing one or more embedded derivatives and under IFRS 9, the entire contract (asset or liability) may be designated as an item as at fair value through profit or loss.

Financial derivative instruments are recognised in financial liabilities measured at fair value through profit or loss.

The following items are included by the Company into the category of financial liabilities measured at amortised cost:

- Retentions on construction contracts;
- Loans and bank credits and other financing sources; and
- Trade and other payables.

### 8.2.25. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation but the amount and timing are uncertain.

The amount recognised as a provision reflects the best estimate of the expenditure required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows required to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain the reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions are charged to the cost of sales, general and administrative expenses or other operating expenses depending on the type of a provision and an organisational unit within the Company the provision relates to.

After it has been used, the provision is released by reducing the cost of sales, general and administrative expenses or other operating expenses.

A provision is used for what it has been initially made.

### 8.3. Sources of estimation uncertainty

The preparation of financial statements in conformity with the IFRS requires the Management Board to make judgments, estimates and assumptions that affect the adopted policies and reported assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates relate, *inter alia*, to:

1. Impairment of goodwill
2. Useful economic lives of non-current assets
3. Loss allowances for receivables
4. Provisions
5. Measurement of long-term construction contracts
6. Deferred income tax

7. Contingent assets and contingent liabilities and security on property
8. Uncertainty over tax settlements

The following are the key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that have a significant influence on the risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

#### **8.3.1. Impairment of goodwill**

Determining whether goodwill is impaired requires an estimation of the value in use of all cash-generating units to which goodwill has been allocated. The value in use calculation requires the directors to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate required to calculate the present value.

#### **8.3.2. Useful economic lives of non-current assets**

Items 8.2.10 and 8.2.12 discuss the expected periods of useful economic lives of property, plant and equipment and intangible assets verified by the Company at the end of each annual reporting period.

Depreciation and amortisation rates are determined on the basis of the expected useful economic lives of property, plant and equipment and intangible assets. The Company verifies the adopted useful economic lives every year based on current estimates.

#### **8.3.3. Loss allowances for receivables**

The Company recognises loss allowances on the basis of expected credit losses likely to occur over the life of an instrument at an amount equal to 12-month expected credit losses.

If a credit risk related to the instrument increases significantly at the end of the reporting period, an allowance is measured by the Company at an amount equal to expected credit losses over the entire lifetime.

Trade receivables are the most important item of financial assets in the financial statements of the Company, which is governed by the rules of calculating the expected credit losses.

The Company has applied a simplified model of recognising loss allowances for trade receivables based on historical data concerning credit losses adjusted, where appropriate, for the influence of information about the future.

#### **8.3.4. Provisions**

##### **Provisions for litigations**

Lawyers and the Company's Management Board make detailed analyses of the number and substance of litigations and the associated potential risks. Based on these analyses, they decide about the necessity to account for the effects of such proceedings in the Company's records and the amount of the provision for litigations and the associated risks.

##### **Provisions for employee benefits**

Provisions for employee benefits include the provisions for leaves, bonuses, pension and retirement gratuities and death allowances.

##### **Provisions for warranty claims**

A provision for warranty claims is created for the construction contracts in respect of which warranty has been given by the Company depending on the amount of revenues. In the reporting period, the ratio of provisions to revenue under the contracts was 0.5% - 0.75%. The amount of provisions may decrease or increase on the basis of inspections of construction works carried out in subsequent years of warranty.

Provisions for warranty claims are charged to the cost of a contract based on the amount of direct expenses that have been involved. Provisions for warranty claims are created at the Company with a breakdown into individual contracts. They are maintained until the expiry date of warranty rights or claims taking account of the occurrence probability.

If a created provision is not utilised (after expiry date), the provision is released by reducing the cost of sales.

Depending on the date by which they are maintained, provisions are presented in the statement of financial position as long- or short-term provisions.

#### **Provisions for loss on contracts**

Provision for a loss on contracts is created if budgeted costs exceed the total revenue under the contract. The anticipated loss is immediately recognised as an expense.

A loss provision is created to bring profit or loss to the amount of a budgeted loss. Provisions for expected losses are charged to the cost of contract. If it is not used, the provision is released (after contract completion) by reducing the cost of sales. They are presented in the statement of financial position as short-term provisions.

#### **8.3.5. Construction contracts accounted for using percentage-of-completion method**

Revenues from a construction service that has not been completed are recognised by the Company under the percentage-of-completion method. Contract budgets are prepared for each construction contract. Budgets are updated twice a year on the basis of month-end closes for April and October. The stage of completion of a contract is determined on the basis of contract budgets by calculating the proportion that contract costs incurred for the work performed to date bear to the estimated total costs of the contract. When contracts are signed but their budgets not approved, the contracts are measured using the zero-profit method.

Changed cost and revenue estimates are used to determine the amount of costs and revenues recognised in the profit or loss in the reporting period in which they occur and in subsequent periods.

#### **8.3.6. Deferred tax assets**

The Company's Management Board decide about the recognition of deferred tax assets based on financial projections.

#### **8.3.7. Contingent assets and contingent liabilities and security on property**

Contingent assets are not recognised in financial statements since this may lead to the recognition of income that may never be realized. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

Contingent assets are assessed continually to ensure that developments are appropriately reflected in the financial statements. If it has become virtually certain that an inflow of economic benefits will arise, the asset and the related income are recognised in the financial report of the period in which the change occurs.

Contingent liabilities or security on property are not recognised by the Company in the statement of financial position. The Company discloses the information about a contingent liability or security on property in the notes to the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote.

#### **8.3.8. Uncertainty over tax settlements**

Regulations on VAT, corporate income tax and social security charges are frequently amended. Accordingly, there are no appropriate points of reference, there are few established precedents which could be used and interpretations are inconsistent. The applicable regulations are ambiguous and cause differences in opinions on legal interpretation of tax regulations both amongst state authorities and between state authorities and enterprises.

Tax settlements and other areas of activity (e.g. customs or foreign exchange issues) may be inspected by the authorities authorised to impose harsh fines and penalties and all additional liabilities resulting from the inspection must be paid with interest. Accordingly, the tax risk in Poland is greater than that in countries with more mature tax systems.

Consequently, the amounts presented and disclosed in financial statements may change in the future as a result of the final decision of a fiscal control authority.

The amendments were introduced to the Tax Ordinance as of 15 July 2016 to include the provisions of the General Anti-Abuse Rules (GAAR). The GAAR is intended to prevent the creation and use of artificial legal arrangements to avoid paying taxes in Poland. Under the GAAR, tax avoidance is defined as an activity carried out first of all to achieve a tax advantage which is contrary in the circumstances to the subject matter and objective of a tax act. According to the GAAR, the activity does not result in achieving a tax advantage if the course of action was artificial. Any (i) unjustified split of operations; (ii) involvement of intermediaries without any economic

or business justification; (iii) elements that compensate or cancel each other; and (iv) other similar activities may be treated as an argument in favour of the existence of artificial activities governed by the GAAR. The new regulations will require a lot more judgement in assessing the tax implications of individual transactions.

The GAAR clause should be applied to the transactions carried out after it came into force and to the transactions carried out before it came into force in respect of which advantages were or still are being after the effective date. The implementation of the abovementioned regulations will enable the Polish fiscal control authorities to question the legal arrangements and schemes carried out by taxpayers, such as group restructuring and reorganization.

The Company recognizes and measures current and deferred income tax assets and liabilities by applying the requirements of IAS 12 *Income Taxes* based on the taxable profit (tax loss), tax base, tax losses carried forward and unused tax reliefs and tax rates taking into account the assessment of uncertainty over tax settlements.

## 9. Events after the end of the reporting period

On 13 March 2023, the Company published the preliminary financial results for 2022. **(Current report 3/2023)**

## 10. Approval of the financial statements

The financial statements were approved by the Management Board on 21 March 2023.

## 11. Signatures

The financial statements have been prepared by:

Marzena Filarek Chief Accountant

Signatures of the management personnel:

Wiesław Nowak Management Board President

Anna Mroczek Management Board  
Vice-President

Jerzy Czeremuga Management Board  
Vice-President

Maciej Nowak Management Board  
Vice-President

Marcin Wiśniewski Management Board  
Vice-President

Cracow, 21 March 2023