

**Załącznik nr 3**

**do Planu Połączenia Transgranicznego  
DSV Air & Sea Holding A/S  
i  
Panalpina Polska sp. z o.o.**

**Wycena aktywów i pasywów  
Spółki Przejmowanej  
na dzień 31 lipca 2025 r.**

Zarząd Panalpina Polska sp. z o.o. z siedzibą we Wrocławiu, adres: ul. Prosta 36, 53-508 Wrocław, wpisanej do rejestru przedsiębiorców Krajowego Rejestru Sądowego prowadzonego przez Sąd Rejonowy dla Wrocławia Fabrycznej we Wrocławiu, VI Wydział Gospodarczy Krajowego Rejestru Sądowego pod numerem KRS: 0000247541, posiadającej NIP: 8961396411, REGON: 020175439, kapitał zakładowy w wysokości 1.500.000,00 zł („Spółka Przejmowana”), niniejszym oświadcza, że według stanu na dzień 31 lipca 2025 r., wycena aktywów i pasywów Spółki Przejmowanej sporządzona według metody zdyskontowanych przepływów pieniężnych wynosi 305.881.000 zł (słownie: trzysta pięć milionów osiemset osiemdziesiąt jeden tysięcy złotych).

Zarząd Spółki Przejmowanej oświadcza, że wycena aktywów i pasywów Spółki Przejmowanej została dokonana na dzień 31 lipca 2025 r.

**Attachment No. 3**

**to the Cross-border Merger Plan of  
DSV Air & Sea Holding A/S  
and  
Panalpina Polska sp. z o.o.**

**Valuation of the assets and liabilities of  
the Non-surviving Company  
as of 31 July 2025**

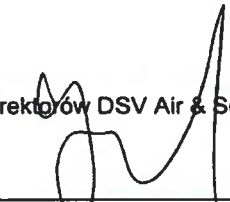
The Management Board of Panalpina Polska sp. z o.o. with its registered office in Wrocław, address: ul. Prosta 36, 53-508 Wrocław, entered into the register of entrepreneurs of the National Court Register held by the District Court for Wrocław Fabryczna in Wrocław, VI Commercial Division of the National Court Register under KRS number: 0000247541, having NIP: 8961396411, REGON: 020175439, with a share capital of PLN 1,500,000.00 (the “Non-surviving Company”), hereby declares that as of 31 July 2025, the valuation of the Non-Surviving Company’s assets and liabilities, established using the discounted cash flow method, amounts to PLN 305,881,000 (in words: three hundred five million eight hundred eighty-one thousand zlotys).

The Management Board of the Non-surviving Company declares that the valuation of the Non-surviving Company’s assets and liabilities was made as of 2025.

29.08.2025

Data / Date

Rada Dyrektorów DSV Air & Sea Holding A/S / Board of Directors of DSV Air & Sea Holding A/S

  
**Jens Hesselberg Lund**  
Prezes / Chairman

  
**Michael Ebbe**  
Wiceprezes / Vice-chairman

  
**Brian Skovgård Ejsing**  
Wiceprezes / Vice-chairman

  
**Vishal Sharma**  
Członek Rady Dyrektorów / Board Member

Zarząd Panalpina Polska sp. z o.o. / Management Board of Panalpina Polska sp. z o.o.

  
**Arkadiusz Mirek**  
Członek Zarządu / Member of the Management Board

  
**Maciej Walenda**  
Członek Zarządu / Member of the Management Board

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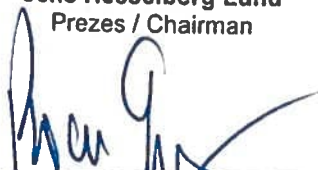
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Prezes / Chairman



**Brian Skovgaard Ejning**  
Wiceprezes / Vice-chairman

**Michael Ebbe**  
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Członek Rady Dyrektorów / Board Member

Zarząd Panalpina Polska sp. z o.o. / Management Board of Panalpina Polska sp. z o.o.

**Arkadiusz Mirek**  
Członek Zarządu / Member of the Management Board

**Maciej Walenda**  
Członek Zarządu / Member of the Management Board

# Internal valuation

*Poland, 1623*

**DSV**

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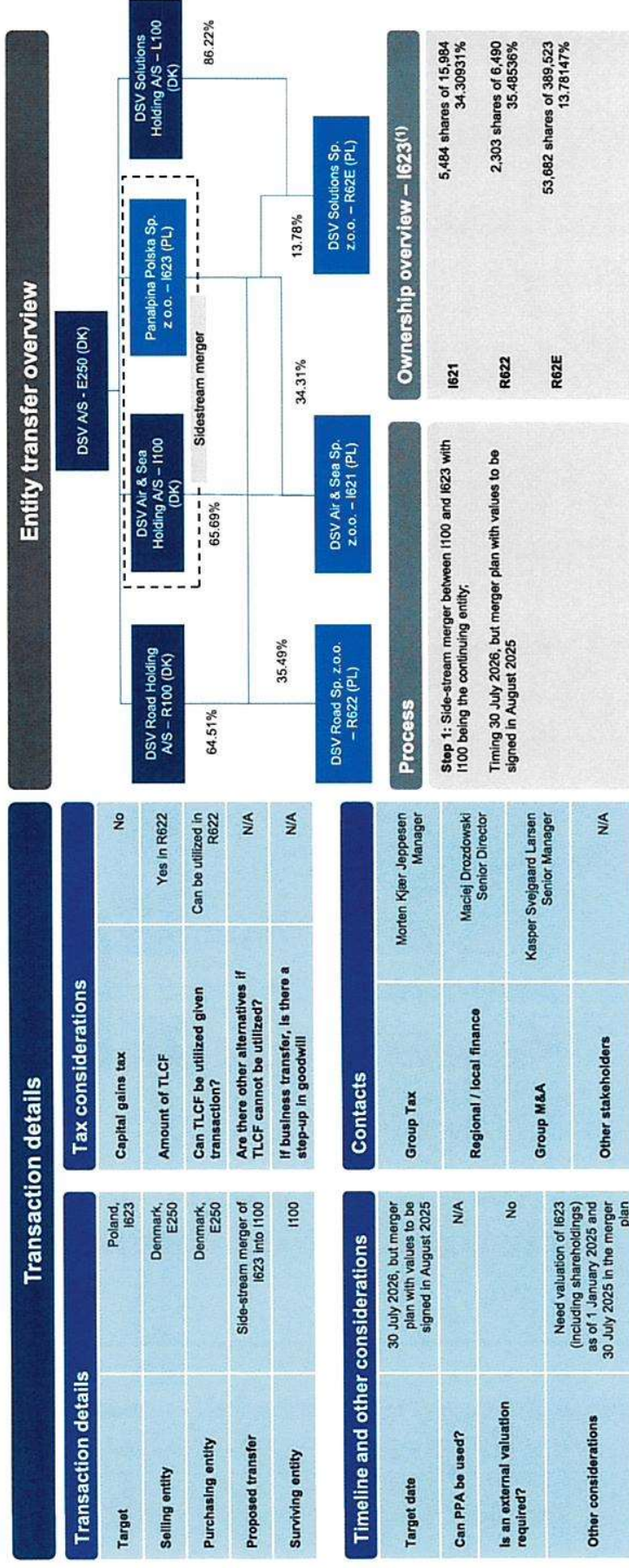
## Valuation of I623 Executive Summary



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# Transaction structure and process

Poland, I623



<sup>(1)</sup> Please refer to the appendices section for a full overview of capitalization tables per entity in scope

## Poland, 1623

(1) EV means Enterprise Value and EQV means Equity Value; (2) <https://taxsummaries.pwc.com/poland/corporate/taxes-on-corporate-income>.

2

Valuation details I621 (A&S)



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# Valuation assumptions and summary

Poland, I621 (I623 ownership of 34.309%)

| Valuation assumptions     |                                                                                                                                                                                                                                                                                                                                                                                                                 |
|---------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Comments on value drivers |                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Item                      | Description                                                                                                                                                                                                                                                                                                                                                                                                     |
| FY25E baseline            | FY25E baseline P&L financials illustrated in the valuation dashboard reflect 7 months actual trading (YTD July 25) and 5 months budgeted figures (derived from the monthly budget). YTD25 Actual EBIT of special items amounts to PLN 28.9m, whereas the budgeted YTD EBIT was PLN 32.8m.                                                                                                                       |
| Revenue growth            | Revenue growth is forecasted at 3% YoY growth in FY26-30F. From FY30F and onwards, the revenue growth reflects the PGR rate of 2.5%                                                                                                                                                                                                                                                                             |
| Margins                   | The EBITDA and EBIT margins are projected to be in line with the levels estimated in the FY25 7+5 budget being 5.9% and 5.7%, respectively.                                                                                                                                                                                                                                                                     |
| Special items             | Carbon fees & NWC penalty charges are limited and as such no adjustments are made to remove the impact from these costs (c. PLN 0.4m in YTD25). Share options are considered part of ordinary salary costs and as such, the Black-Scholes value for FY25 has been rolled-forward and included as a recurring special item in the forecast (indexed by revenue growth).                                          |
| NWC                       | The NWC % of revenue was 3.1% of revenue as of Dec 24 (LTM-basis). The same level is roughly identified during YTD25. We have applied this NWC level of 3.1% of revenue in the forecast, based on local management's expectations. We note that there is no Target vs actual NWC adjustment in the EV to Equity bridge as the cash in/outflow is accounted for directly in the forecasted cashflow (YTD vs YTG) |
| Capex                     | Due to the nature of the business for I621, capex is limited. Based on the level identified in FY23 and run-rate YTD25, capex is roughly 0.2% of annual revenue. We have kept this level in the forecast period.                                                                                                                                                                                                |
| Net cash                  | Cash and cash equivalents of PLN 27.5m as of 31 July 25 Deposit/Treasury, IC, Cash pool (PLN 26.5m) and bank deposits (PLN 1.0m). Local management has confirmed that these positions are available and not restricted.                                                                                                                                                                                         |
| Net debt                  | Net debt of PLN 6.0m as of 31 July 25 covers company tax liabilities of 5.8m and interest-bearing debt of PLN 168k.                                                                                                                                                                                                                                                                                             |
| Dividend                  | Dividends to owners of PLN 70m were paid out in June 2025. No more will be paid out during FY25 and as such, we have not made any adjustments to the current cash position as of 31 July 25.                                                                                                                                                                                                                    |

(1) <https://taxsummaries.pwc.com/poland/corporate/taxes-on-corporate-income>

| Valuation                                                                                                                               |                                    |                              |                |         |             |
|-----------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|------------------------------|----------------|---------|-------------|
| Enterprise value to equity value bridge                                                                                                 |                                    |                              | 31 Jul 2025    |         | 31 Dec 2024 |
|                                                                                                                                         | PLNk                               | EURk                         | PLNk           | EURk    | EURk        |
| Enterprise value                                                                                                                        | 531,695                            | 124,420                      | 531,695        | 124,420 | 124,420     |
| Financial non-current assets                                                                                                            | -                                  | -                            | -              | -       | -           |
| Dividend to be paid                                                                                                                     | -                                  | -                            | -              | -       | (16,380)    |
| Net interest-bearing items (debt) / cash                                                                                                | 21,494                             | 5,030                        | 21,494         | 5,030   | 14,657      |
| Equity value                                                                                                                            | 553,189                            | 129,450                      | 553,189        | 129,450 | 122,697     |
| Net book equity                                                                                                                         | 120,934                            | 28,300                       | 120,934        | 28,300  | 38,981      |
| Intrinsic multiples                                                                                                                     |                                    |                              | FY25E          | FY26F   | FY27F       |
| EV / Sales                                                                                                                              |                                    |                              | 0.6x           | 0.5x    | 0.5x        |
| EV / EBITDA                                                                                                                             |                                    |                              | 9.6x           | 9.3x    | 9.0x        |
| EV / EBIT                                                                                                                               |                                    |                              | 9.9x           | 9.6x    | 9.3x        |
| Valuation remarks                                                                                                                       |                                    |                              |                |         |             |
| <b>Remarks</b>                                                                                                                          |                                    |                              |                |         |             |
| • The valuation is prepared on a pre-IFRS 16 basis.                                                                                     |                                    |                              |                |         |             |
| • Valuation date is 31-07-2025. Thus, 2025E cash flows from this date is included and balance sheet as of this date is used as cut-off. |                                    |                              |                |         |             |
| • All projections are based on input from the local I623 team.                                                                          |                                    |                              |                |         |             |
| <b>Other valuation details</b>                                                                                                          |                                    |                              |                |         |             |
| • A WACC of 10.3% has been applied                                                                                                      |                                    |                              |                |         |             |
| • A RONIC spread of 7.5% has been applied.                                                                                              |                                    |                              |                |         |             |
| • A PGR of 2.5% has been applied.                                                                                                       |                                    |                              |                |         |             |
| Base currency                                                                                                                           | Exchange rate                      | Marginal tax rate            | Valuation date |         |             |
| PLN                                                                                                                                     | PLN / EUR<br>0.234<br>31 July 2025 | 19%<br>PwC Tax Summaries (1) | 31 July 2025   |         |             |

# Valuation dashboard – I621

| DCF - EV to equity value bridge, PLNk |  | Value driver |
|---------------------------------------|--|--------------|
| PV of forecast period                 |  | 302,730      |
| PV of continuing period               |  | 228,966      |
| PV of deferred tax asset              |  | -            |
| Enterprise value                      |  | 531,695      |
| Financial non-current assets          |  | -            |
| Dividend to be paid                   |  | -            |
| Cash and equivalents                  |  | 27,502       |
| Interest-bearing debt                 |  | (6,008)      |
| Equity value                          |  | 553,189      |

| DCF - Intrinsic multiples |  | FY25E | FY26F | FY27F |
|---------------------------|--|-------|-------|-------|
| EV / Revenue              |  | 0.6x  | 0.5x  | 0.5x  |
| EV / EBITDA               |  | 9.6x  | 9.3x  | 9.0x  |
| EV / EBIT                 |  | 9.9x  | 9.6x  | 9.3x  |

| DCF - Key assumptions |  | Historical | Forecast | Continuing |
|-----------------------|--|------------|----------|------------|
| Revenue growth        |  | (5.9)%     | 2.7%     | 2.5%       |
| EBITDA margin         |  | 9.0%       | 5.9%     | 5.9%       |
| Capex (% of revenue)  |  | (0.5)%     | (0.2)%   | (0.2)%     |
| NWC (% of revenue)    |  | 2.0%       | 3.1%     | 3.1%       |

| DCF - Other key assumptions |  |           |
|-----------------------------|--|-----------|
| Tax rate (WACC)             |  | 19.0%     |
| WACC                        |  | 10.3%     |
| NBD / Equity                |  | 0.1x      |
| PGR                         |  | 2.5%      |
| RONC spread                 |  | 7.5%      |
| Valuation date              |  | 31 Jul 25 |

| DCF - Value bridge, PLNk |  | Fcast   | Continuing | EV      | Div | Cash | IBD | EqV     |
|--------------------------|--|---------|------------|---------|-----|------|-----|---------|
|                          |  | 302,730 | 228,966    | 531,695 | -   | -    | -   | 553,189 |

| Entity overview, PLNk                    |  | FY23A   | FY24A     | YTD25A  | FY25E   | FY26F   | FY27F     | FY28F     | FY29F     | FY30F     | FY31F     | FY32F     | FY33F     | FY34F     | FY35F     |
|------------------------------------------|--|---------|-----------|---------|---------|---------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|
| <b>Income statement</b>                  |  |         |           |         |         |         |           |           |           |           |           |           |           |           |           |
| Revenue                                  |  | 981,611 | 1,054,478 | 550,820 | 946,042 | 974,424 | 1,003,656 | 1,033,766 | 1,064,779 | 1,096,722 | 1,124,140 | 1,152,244 | 1,181,050 | 1,210,576 | 1,240,841 |
| Gross profit                             |  | 169,483 | 183,822   | 89,617  | 157,238 | 161,955 | 166,814   | 171,818   | 176,973   | 182,282   | 186,839   | 191,510   | 196,298   | 201,205   | 206,235   |
| EBITDA                                   |  | 72,942  | 100,184   | 30,436  | 55,538  | 57,204  | 58,920    | 60,688    | 62,508    | 64,384    | 65,993    | 67,643    | 69,334    | 71,068    | 72,844    |
| EBIT (of special items)                  |  | 70,653  | 99,663    | 28,921  | 53,804  | 55,419  | 57,081    | 58,794    | 60,557    | 62,374    | 63,933    | 65,532    | 67,170    | 68,849    | 70,571    |
| Net income                               |  | 74,479  | 80,396    | 24,372  | 44,652  | 48,023  | 49,464    | 50,948    | 52,476    | 54,050    | 55,402    | 56,787    | 58,206    | 59,662    | 61,153    |
| <b>Balance sheet</b>                     |  |         |           |         |         |         |           |           |           |           |           |           |           |           |           |
| Intangible assets                        |  | 60,628  | 60,628    | 60,628  | 60,628  | 60,628  | 60,628    | 60,628    | 60,628    | 60,628    | 60,628    | 60,628    | 60,628    | 60,628    | 60,628    |
| Tangible assets                          |  | 1,141   | 540       | 295     | 806     | 820     | 834       | 849       | 864       | 880       | 896       | 912       | 929       | 947       | 964       |
| Net working capital                      |  | 5,274   | 33,141    | 30,599  | 29,812  | 30,625  | 31,544    | 32,490    | 33,465    | 34,469    | 35,331    | 36,214    | 37,119    | 38,047    | 38,999    |
| Invested capital                         |  | 67,043  | 94,309    | 91,521  | 91,245  | 92,073  | 93,006    | 93,967    | 94,957    | 95,977    | 96,854    | 97,754    | 98,676    | 99,622    | 100,591   |
| Non-adjusting financial items            |  | 13,032  | 9,635     | 7,920   | 7,920   | 7,920   | 7,920     | 7,920     | 7,920     | 7,920     | 7,920     | 7,920     | 7,920     | 7,920     | 7,920     |
| Net interest-bearing items (debt) / cash |  | 383,267 | 62,635    | 21,494  | 42,050  | 89,245  | 137,776   | 187,763   | 239,249   | 292,280   | 346,904   | 402,691   | 459,975   | 518,691   | 578,876   |
| Equity                                   |  | 483,342 | 166,579   | 120,934 | 141,215 | 189,238 | 238,702   | 289,650   | 342,126   | 396,176   | 451,578   | 508,365   | 566,571   | 626,233   | 687,386   |
| <b>Cash flow statement</b>               |  |         |           |         |         |         |           |           |           |           |           |           |           |           |           |
| NOFAT                                    |  | 54,694  | 80,575    | 22,934  | 42,658  | 43,740  | 45,052    | 46,403    | 47,795    | 49,229    | 50,460    | 51,722    | 53,015    | 54,340    | 55,698    |
| Depreciations                            |  | 2,289   | 521       | 1,515   | 1,734   | 1,786   | 1,839     | 1,894     | 1,951     | 2,010     | 2,060     | 2,111     | 2,164     | 2,218     | 2,274     |
| Changes in NWC                           |  | 22,475  | (27,867)  | 2,543   | 3,330   | (814)   | (919)     | (946)     | (975)     | (1,004)   | (862)     | (883)     | (905)     | (928)     | (951)     |
| Reinvestment in fixed assets             |  | (2,289) | (521)     | (1,515) | (1,734) | (1,786) | (1,839)   | (1,894)   | (1,951)   | (2,010)   | (2,060)   | (2,111)   | (2,164)   | (2,218)   | (2,274)   |
| Growth capex                             |  | 753     | 547       | 356     | (156)   | (14)    | (14)      | (15)      | (15)      | (16)      | (16)      | (16)      | (17)      | (17)      | (18)      |
| Free cash flow to the firm               |  | 77,923  | 53,255    | 25,833  | 45,932  | 42,912  | 44,119    | 45,442    | 46,806    | 48,210    | 49,582    | 50,922    | 52,092    | 53,395    | 54,730    |
| <b>Income statement KPIs</b>             |  |         |           |         |         |         |           |           |           |           |           |           |           |           |           |
| Revenue growth                           |  | (47.2)% | 7.4%      | n.a.    | 10.3%   | 3.0%    | 3.0%      | 3.0%      | 3.0%      | 3.0%      | 2.5%      | 2.5%      | 2.5%      | 2.5%      | 2.5%      |
| Gross margin                             |  | 17.3%   | 18.4%     | 16.3%   | 16.6%   | 16.6%   | 16.6%     | 16.6%     | 16.6%     | 16.6%     | 16.6%     | 16.6%     | 16.6%     | 16.6%     | 16.6%     |
| EBITDA margin                            |  | 7.4%    | 9.5%      | 5.5%    | 5.9%    | 5.9%    | 5.9%      | 5.9%      | 5.9%      | 5.9%      | 5.9%      | 5.9%      | 5.9%      | 5.9%      | 5.9%      |
| EBIT margin                              |  | 7.2%    | 9.5%      | 5.3%    | 5.7%    | 5.7%    | 5.7%      | 5.7%      | 5.7%      | 5.7%      | 5.7%      | 5.7%      | 5.7%      | 5.7%      | 5.7%      |
| Conversion ratio                         |  | 41.7%   | 51.4%     | 32.3%   | 34.2%   | 34.2%   | 34.2%     | 34.2%     | 34.2%     | 34.2%     | 34.2%     | 34.2%     | 34.2%     | 34.2%     | 34.2%     |
| Net income margin                        |  | 7.6%    | 7.6%      | 4.4%    | 4.7%    | 4.9%    | 4.9%      | 4.9%      | 4.9%      | 4.9%      | 4.9%      | 4.9%      | 4.9%      | 4.9%      | 4.9%      |
| <b>Other KPIs</b>                        |  |         |           |         |         |         |           |           |           |           |           |           |           |           |           |
| Pre-tax ROC                              |  | 90.0%   | 123.5%    | n.a.    | 58.0%   | 60.5%   | 61.7%     | 62.9%     | 64.1%     | 65.3%     | 66.3%     | 67.3%     | 68.4%     | 69.4%     | 70.5%     |
| NWC (% of revenue)                       |  | 0.5%    | 0.1%      | n.a.    | 3.1%    | 3.1%    | 3.1%      | 3.1%      | 3.1%      | 3.1%      | 3.1%      | 3.1%      | 3.1%      | 3.1%      | 3.1%      |
| Tangible assets (% of revenue)           |  | 0.1%    | 0.1%      | n.a.    | 0.1%    | 0.1%    | 0.1%      | 0.1%      | 0.1%      | 0.1%      | 0.1%      | 0.1%      | 0.1%      | 0.1%      | 0.1%      |
| Capex (% of revenue)                     |  | (0.2)%  | 0.0%      | n.a.    | (0.2)%  | (0.2)%  | (0.2)%    | (0.2)%    | (0.2)%    | (0.2)%    | (0.2)%    | (0.2)%    | (0.2)%    | (0.2)%    | (0.2)%    |
| NBD / EBITDA                             |  | 5.3x    | 0.6x      | n.a.    | 0.8x    | 1.6x    | 3.1x      | 3.8x      | 4.5x      | 5.3x      | 6.0x      | 6.7x      | 7.3x      | 7.9x      | 8.5x      |
| Book equity / total assets               |  | 0.8x    | 0.5x      | 0.5x    | 0.5x    | 0.6x    | 0.6x      | 0.6x      | 0.7x      | 0.7x      | 0.7x      | 0.7x      | 0.8x      | 0.8x      | 0.8x      |
| NBD / book equity                        |  | 0.8x    | 0.4x      | 0.2x    | 0.3x    | 0.5x    | 0.6x      | 0.6x      | 0.7x      | 0.7x      | 0.8x      | 0.8x      | 0.8x      | 0.8x      | 0.8x      |

**3**

## **Valuation details R622 (Road)**



Global Transport and Logistics

# Valuation assumptions and summary

Poland, R622 (I623 ownership of 35.485%)

## Valuation assumptions

Comments on value drivers (see following page for financial projections)

| Item                         | Description                                                                                                                                                                                                                                                                                                                                                                            |
|------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| FY25E baseline & projections | Based on current trading performance, local management has provided an updated full-year outlook for R622, illustrating a projected EBIT loss of PLN 7.6m. Further, local management has provided their estimate for the FY26-30F period. They expect revenue growth at c. 5% and that EBIT margins will slowly recover, reaching final state of 2.3% in FY30F.                        |
| Revenue growth               | Revenue growth is forecasted at 5.5% in FY26 and 5% YoY growth in FY27-30F. From FY30F and onwards, the revenue growth reflects the PGR rate of 2.5%.                                                                                                                                                                                                                                  |
| Margins                      | The EBITDA and EBIT margins are projected to be slightly improving YoY, reaching a final level of 2.6% and 2.3%, respectively.                                                                                                                                                                                                                                                         |
| Special items                | Carbon fees & NWC penalty charges are limited and as such no adjustments are made to remove the impact from these costs (c. PLN 0.4m in FY25). Share options are considered part of ordinary salary costs and as such, the Black-Scholes value for FY25 has been rolled-forward and included as a recurring special item in the forecast (indexed by revenue growth).                  |
| NWC                          | The NWC % of revenue was 4.5% of revenue as of Dec 24 (LTM-basis). We have noted a lower level in FY23 of 1.9%. As such, we have applied the average of FY23 and FY24 being 3.2% in the forecast period. We note that there is no Target vs actual NWC adjustment in the EV to Equity bridge as the cash in/outflow is accounted for directly in the forecasted cashflow (YTD vs YTG). |
| Capex                        | As the valuation is prepared pre-IFRS, there are limited capex requirements. Based on the levels identified in the historical period (FY22-YTD25), we have applied a capex level of 0.3% of revenue.                                                                                                                                                                                   |
| Net cash                     | Cash and cash equivalents of PLN 2.4m as of 31 July 25 cover Deposits/Treasury, IC, Cash pool (PLN 0.3m) and bank deposits (PLN 2.1m). Local management has confirmed that these positions are available and not restricted.                                                                                                                                                           |
| Net debt                     | Net debt of PLN 42.6m as of 31 July 25 covers company tax liabilities of 2.3m offset by company tax receivables of PLN -2x, Loans Treasury, IC Cashpool of PLN 29.8m and bank overdraft external of PLN 10.5m.                                                                                                                                                                         |
| Dividend & TFCF              | No dividends are expected to be paid as R622 is loss-making. Deferred tax assets predominantly covers TFCF assets of PLN 7.4m. The discounted value of this (PLN 1.2m) has been included in the equity bridge as local management expect to utilize it in the coming years. A maximum of 50% of the TFCF related to a specific year can be utilized, impacting the discounting         |

(1) <https://taxsummaries.pwc.com/poland/corporate/taxes-on-corporate-income>

## Valuation

| Enterprise value to equity value bridge  |             |             |         |
|------------------------------------------|-------------|-------------|---------|
|                                          | 31 Jul 2025 | 31 Dec 2024 |         |
|                                          | PLN         | PLN         | EUR     |
| Enterprise value                         | 178,916     | 178,916     | 41,868  |
| Deferred tax asset, TFCF                 | 1,213       | 1,213       | 284     |
| Dividend to be paid                      | -           | -           | -       |
| Net interest-bearing items (debt) / cash | (40,204)    | (33,597)    | (7,862) |
| Equity value                             | 139,925     | 146,532     | 34,290  |
| Net book equity                          | 37,143      | 41,987      | 9,825   |

| Intrinsic multiples |       |       |       |
|---------------------|-------|-------|-------|
|                     | FY25E | FY26F | FY27F |
| EV / Sales          | 0.2x  | 0.2x  | 0.2x  |
| EV / EBITDA         | n.m.  | n.m.  | 13.8x |
| EV / EBIT           | n.m.  | 27.4x | 16.9x |

## Valuation remarks

### Remarks

- The valuation is prepared on a pre-IFRS 16 basis.
- Valuation date is 31-07-2025. Thus, 2025E cash flows from this date is included and balance sheet as of this date is used as cut-off.
- All projections are based on input from the local I623 team.

### Other valuation details

- A WACC of 10.3% has been applied
- A RONIC spread of 7.5% has been applied.
- A PGR of 2.5% has been applied.

| Base currency | Exchange rate                      | Marginal tax rate            | Valuation date |
|---------------|------------------------------------|------------------------------|----------------|
| PLN           | PLN / EUR<br>0.234<br>31 July 2025 | 19%<br>PwC Tax Summaries (1) | 31 July 2025   |

# Valuation dashboard – R622

| DCF - EV to equity value bridge, PLNK |  | Value driver   |
|---------------------------------------|--|----------------|
| PV of forecast period                 |  | 89,043         |
| PV of continuing period               |  | 89,873         |
| PV of deferred tax asset              |  | -              |
| <b>Enterprise value</b>               |  | <b>178,916</b> |
| Deferred tax asset, TL CF             |  | 1,213          |
| Dividend to be paid                   |  | -              |
| Cash and equivalents                  |  | 2,363          |
| Interest-bearing debt                 |  | (42,587)       |
| <b>Equity value</b>                   |  | <b>139,925</b> |

| DCF - Intrinsic multiples |      | FY25E | FY26F | FY27F |
|---------------------------|------|-------|-------|-------|
| EV / Revenue              | 0.2x | 0.2x  | 0.2x  | 0.2x  |
| EV / EBITDA               | n.m. | n.m.  | 20.3x | 13.8x |
| EV / EBIT                 | n.m. | n.m.  | 27.4x | 16.9x |

| DCF - Key assumptions |  | Historical | Forecast | Continuing |
|-----------------------|--|------------|----------|------------|
| Revenue growth        |  | 0.1%       | 3.8%     | 2.5%       |
| EBITDA margin         |  | 1.3%       | 2.0%     | 2.6%       |
| Capex (% of revenue)  |  | (0.8)%     | (0.3)%   | (0.3)%     |
| NWC (% of revenue)    |  | 2.8%       | 3.2%     | 3.2%       |

| DCF - Other key assumptions |  |           |
|-----------------------------|--|-----------|
| Tax rate (WACC)             |  | 19.0%     |
| WACC                        |  | 10.3%     |
| NBD / Equity                |  | 0.1x      |
| FCR                         |  | 2.5%      |
| RONC spread                 |  | 7.5%      |
| Valuation date              |  | 31 Jul 25 |

| DCF - Value bridge, PLNK |            |    |       |      |
|--------------------------|------------|----|-------|------|
| F'cast                   | Continuing | EV | TL CF | Cash |
|                          |            |    |       | IBD  |
|                          |            |    |       | Eq V |

| Entity overview, PLNK                    | FY22A          | FY24A           | YTD25A         | FY25E         | FY26F         | FY27F         | FY28F         | FY29F         | FY30F         | FY31F          | FY32F          | FY33F          | FY34F          | FY35F          |
|------------------------------------------|----------------|-----------------|----------------|---------------|---------------|---------------|---------------|---------------|---------------|----------------|----------------|----------------|----------------|----------------|
| <b>Income statement</b>                  |                |                 |                |               |               |               |               |               |               |                |                |                |                |                |
| Revenue                                  | 914,193        | 859,980         | 492,457        | 836,448       | 882,452       | 926,575       | 972,904       | 1,021,549     | 1,072,626     | 1,099,442      | 1,126,928      | 1,155,101      | 1,183,979      | 1,213,578      |
| Gross profit                             | 130,530        | 106,976         | 68,181         | 119,470       | 126,924       | 134,196       | 141,879       | 148,994       | 158,557       | 162,531        | 166,594        | 170,759        | 175,028        | 179,404        |
| EBITDA                                   | 12,394         | (11,030)        | (4,901)        | (5,466)       | 8,794         | 12,940        | 17,479        | 22,439        | 27,851        | 28,548         | 29,261         | 29,993         | 30,743         | 31,511         |
| EBIT (of special items)                  | 10,305         | (13,274)        | (6,098)        | (7,617)       | 6,525         | 10,557        | 14,977        | 19,812        | 25,093        | 25,720         | 26,363         | 27,022         | 27,698         | 28,390         |
| Net income                               | 7,337          | (22,422)        | (4,844)        | (6,924)       | 3,595         | 6,777         | 10,268        | 14,091        | 18,271        | 18,728         | 19,196         | 19,676         | 20,168         | 20,672         |
| <b>Balance sheet</b>                     |                |                 |                |               |               |               |               |               |               |                |                |                |                |                |
| Intangible assets                        | 21,404         | 21,298          | 21,283         | 21,283        | 21,283        | 21,283        | 21,283        | 21,283        | 21,283        | 21,283         | 21,283         | 21,283         | 21,283         | 21,283         |
| Tangible assets                          | 9,586          | 8,428           | 8,041          | 8,051         | 8,251         | 8,462         | 8,684         | 8,916         | 9,161         | 9,411          | 9,667          | 9,930          | 10,200         | 10,476         |
| Net working capital                      | 17,126         | 39,119          | 40,174         | 26,510        | 28,336        | 29,753        | 31,240        | 32,802        | 34,442        | 35,304         | 36,186         | 37,091         | 38,018         | 38,968         |
| Invested capital                         | 48,115         | 68,844          | 69,499         | 55,843        | 57,871        | 59,498        | 61,207        | 63,002        | 64,886        | 65,998         | 67,137         | 68,304         | 69,501         | 70,728         |
| Non-adjusting financial items            | 374            | 6,739           | 7,848          | 7,848         | 7,848         | 7,848         | 7,848         | 7,848         | 7,848         | 7,848          | 7,848          | 7,848          | 7,848          | 7,848          |
| Net interest-bearing items (debt) / cash | 96,228         | (33,597)        | (40,204)       | (28,629)      | (27,061)      | (21,912)      | (13,353)      | (1,057)       | 15,330        | 32,946         | 51,003         | 69,511         | 88,482         | 107,927        |
| <b>Equity</b>                            | <b>144,717</b> | <b>41,987</b>   | <b>37,143</b>  | <b>35,062</b> | <b>38,657</b> | <b>45,434</b> | <b>55,702</b> | <b>69,793</b> | <b>88,064</b> | <b>106,791</b> | <b>125,987</b> | <b>145,663</b> | <b>165,831</b> | <b>186,502</b> |
| <b>Cash flow statement</b>               |                |                 |                |               |               |               |               |               |               |                |                |                |                |                |
| NOPAT                                    | 1,883          | (25,712)        | (5,469)        | (7,084)       | 4,461         | 7,686         | 11,222        | 15,093        | 19,323        | 19,806         | 20,302         | 20,809         | 21,329         | 21,863         |
| Depreciations                            | 2,089          | 2,244           | 1,197          | 2,151         | 2,269         | 2,383         | 2,502         | 2,627         | 2,758         | 2,827          | 2,898          | 2,970          | 3,045          | 3,121          |
| Changes in NWC                           | 3,547          | (21,993)        | (1,056)        | 12,609        | (1,826)       | (1,417)       | (1,488)       | (1,562)       | (1,640)       | (861)          | (883)          | (905)          | (927)          | (950)          |
| Reinvestment in fixed assets             | (2,089)        | (2,244)         | (1,197)        | (2,151)       | (2,269)       | (2,383)       | (2,502)       | (2,627)       | (2,758)       | (2,827)        | (2,898)        | (2,970)        | (3,045)        | (3,121)        |
| Growth capex                             | (651)          | 1,264           | 401            | 392           | (201)         | (211)         | (221)         | (233)         | (244)         | (250)          | (257)          | (263)          | (270)          | (276)          |
| <b>Free cash flow to the firm</b>        | <b>4,779</b>   | <b>(46,440)</b> | <b>(6,124)</b> | <b>5,916</b>  | <b>2,434</b>  | <b>6,058</b>  | <b>9,513</b>  | <b>13,299</b> | <b>17,439</b> | <b>18,695</b>  | <b>19,162</b>  | <b>19,642</b>  | <b>20,133</b>  | <b>20,636</b>  |
| <b>Income statement KPIs</b>             |                |                 |                |               |               |               |               |               |               |                |                |                |                |                |
| Revenue growth                           | (8.2)%         | (5.9)%          | n.a.           | (2.7)%        | 5.5%          | 5.0%          | 5.0%          | 5.0%          | 5.0%          | 2.5%           | 2.5%           | 2.5%           | 2.5%           | 2.5%           |
| Gross margin                             | 14.3%          | 12.8%           | 14.0%          | 14.3%         | 14.4%         | 14.5%         | 14.6%         | 14.7%         | 14.8%         | 14.8%          | 14.8%          | 14.8%          | 14.8%          | 14.8%          |
| EBITDA margin                            | 1.4%           | (1.3)%          | (1.0)%         | (0.7)%        | 1.0%          | 1.4%          | 1.8%          | 2.2%          | 2.6%          | 2.6%           | 2.6%           | 2.6%           | 2.6%           | 2.6%           |
| EBIT margin                              | 1.1%           | (1.5)%          | (1.2)%         | (0.9)%        | 0.7%          | 1.1%          | 1.5%          | 1.9%          | 2.3%          | 2.3%           | 2.3%           | 2.3%           | 2.3%           | 2.3%           |
| Conversion ratio                         | 7.9%           | (12.1)%         | (8.8)%         | (6.4)%        | 5.1%          | 7.9%          | 10.6%         | 13.2%         | 15.8%         | 15.8%          | 15.8%          | 15.8%          | 15.8%          | 15.8%          |
| Net income margin                        | 0.8%           | (2.6)%          | (1.0)%         | (0.8)%        | 0.4%          | 0.7%          | 1.1%          | 1.4%          | 1.7%          | 1.7%           | 1.7%           | 1.7%           | 1.7%           | 1.7%           |
| <b>Other KPIs</b>                        |                |                 |                |               |               |               |               |               |               |                |                |                |                |                |
| Pre-tax ROC                              | 20.8%          | (22.7)%         | n.a.           | (12.2)%       | 11.5%         | 18.0%         | 24.8%         | 31.9%         | 39.2%         | 39.3%          | 39.6%          | 39.9%          | 40.2%          | 40.5%          |
| NWC (% of revenue)                       | 1.9%           | 4.5%            | n.a.           | 3.2%          | 3.2%          | 3.2%          | 3.2%          | 3.2%          | 3.2%          | 3.2%           | 3.2%           | 3.2%           | 3.2%           | 3.2%           |
| Tangible assets (% of revenue)           | 1.0%           | 1.0%            | n.a.           | 1.0%          | 0.9%          | 0.9%          | 0.9%          | 0.9%          | 0.9%          | 0.9%           | 0.9%           | 0.9%           | 0.9%           | 0.9%           |
| Capex (% of revenue)                     | (0.3)%         | (0.1)%          | n.a.           | (0.2)%        | (0.3)%        | (0.3)%        | (0.3)%        | (0.3)%        | (0.3)%        | (0.3)%         | (0.3)%         | (0.3)%         | (0.3)%         | (0.3)%         |
| NBD / EBITDA                             | 7.8x           | 3.0x            | n.a.           | 5.2x          | (3.1)x        | (1.7)x        | (0.8)x        | (0.0)x        | 0.6x          | 1.2x           | 1.7x           | 2.3x           | 2.9x           | 3.4x           |
| Book equity / total assets               | 0.5x           | 0.2x            | 0.2x           | 0.2x          | 0.3x          | 0.2x          | 0.3x          | 0.3x          | 0.4x          | 0.4x           | 0.4x           | 0.4x           | 0.5x           | 0.5x           |
| NBD / book equity                        | 0.7x           | (0.8)x          | (1.1)x         | (0.8)x        | (0.7)x        | (0.5)x        | (0.2)x        | (0.0)x        | 0.2x          | 0.3x           | 0.4x           | 0.5x           | 0.5x           | 0.6x           |



# Valuation assumptions and summary

Poland, R62E (l623 ownership of 13.781%)

| Valuation assumptions                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|--------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Comments on value drivers (see following page for financial projections) |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Item                                                                     | Description                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| FY25E baseline                                                           | FY25E baseline P&L financials illustrated in the valuation dashboard reflect 7 months actual trading (YTD July 25) and 5 months budgeted figures (derived from the monthly budget). YTD25 Actual EBIT of special items amounts to PLN 17.8m, whereas the budgeted YTD EBIT was PLN 16.2m.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Revenue growth                                                           | Revenue growth is forecasted at 5% YoY growth in FY26-30E. From FY30E and onwards, the revenue growth reflects the PGR rate of 2.5%.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Margins                                                                  | The EBITDA and EBIT margins are projected based on local management's estimates of 9.6% and 7.0%, respectively, in FY26-30E.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Special items                                                            | Carbon fees & NWC penalty charges are limited and as such no adjustments are made to remove the impact from these costs (PLN 0.1m in YTD25). Share options are considered part of ordinary salary costs and as such, the Black-Scholes value for FY25 has been rolled-forward and included as a recurring special item in the forecast (indexed by revenue growth).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| NWC                                                                      | The NWC % of revenue was 1.5% of revenue as of Dec 24 (LTM-basis). We have noted a higher level in FY23 of 5.2%. One of the largest drivers for this development was the reclassification of rent incentives (capex contributions) from loans to other payables in NWC (c. PLN 17.9m payable in Dec 24 and PLN 13.8m in Dec 23). According to management, these incentives are part of ordinary course of business and the item is recognized on a straight-line basis (reducing rent costs in the P&L). Since these rent incentives are ordinary course of business and we expect new incentives to be recognized in connection with lease renewals, we have kept the item as part of NWC in the forecast. We note that there is no Target vs actual NWC adjustment in the EV to Equity bridge as the cash inflow is accounted for directly in the forecasted cashflow (YTD vs YTG). |
| Capex                                                                    | As the valuation is prepared pre-IFRS, there are lower capex requirements. Based on the levels identified in FY24 and YTD25, we have applied a capex level of 3.3% of revenue. Management has stated that the level in FY23 was a one-off and that future capex levels will be in the range 3.3%.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Net cash                                                                 | Cash and cash equivalents of PLN 16.8m as of 31 July 25 cover Deposits/Treasury, IC, Cash pool (PLN 13.1m) and bank deposits (PLN 3.7m). Positions are available and not restricted.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Net debt                                                                 | Net debt of PLN 38.9m as of 31 July 25 covers company tax liabilities of 0.0m offset by company tax receivables of PLN -1.7m and Long term Loan (interest bearing) of PLN 40.7m.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Dividend                                                                 | No dividends are expected to be paid as R62E will keep the profit as spare capital.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |

(1) <https://taxsummaries.pwc.com/poland/corporate/taxes-on-corporate-income>

| Valuation                                                                                                                               |                                    |         |                              |                |
|-----------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|---------|------------------------------|----------------|
| Enterprise value to equity value bridge                                                                                                 |                                    |         | 31 Jul 2025                  | 31 Dec 2024    |
|                                                                                                                                         | PLNk                               | EURk    |                              |                |
| Enterprise value                                                                                                                        | 336,941                            | 78,847  |                              | 78,847         |
| Financial non-current assets                                                                                                            | -                                  | -       |                              | -              |
| Dividend to be paid                                                                                                                     | -                                  | -       |                              | -              |
| Net interest-bearing items (debt) / cash                                                                                                | (22,130)                           | (5,178) |                              | (7,972)        |
| Equity value                                                                                                                            | 314,811                            | 73,668  |                              | 70,874         |
| Net book equity                                                                                                                         | 92,715                             | 21,696  |                              | 18,558         |
| Intrinsic multiples                                                                                                                     |                                    |         | FY25E                        | FY26F          |
| EV / Sales                                                                                                                              |                                    |         | 0.7x                         | 0.7x           |
| EV / EBITDA                                                                                                                             |                                    |         | 7.4x                         | 7.2x           |
| EV / EBIT                                                                                                                               |                                    |         | 10.1x                        | 9.9x           |
| Valuation remarks                                                                                                                       |                                    |         |                              |                |
| <b>Remarks</b>                                                                                                                          |                                    |         |                              |                |
| • The valuation is prepared on a pre-IFRS 16 basis.                                                                                     |                                    |         |                              |                |
| • Valuation date is 31-07-2025. Thus, 2025E cash flows from this date is included and balance sheet as of this date is used as cut-off. |                                    |         |                              |                |
| • All projections are based on input from the local l623 team.                                                                          |                                    |         |                              |                |
| <b>Other valuation details</b>                                                                                                          |                                    |         |                              |                |
| • A WACC of 10.3% has been applied                                                                                                      |                                    |         |                              |                |
| • A RONIC spread of 7.5% has been applied.                                                                                              |                                    |         |                              |                |
| • A PGR of 2.5% has been applied.                                                                                                       |                                    |         |                              |                |
| Base currency                                                                                                                           | Exchange rate                      |         | Marginal tax rate            | Valuation date |
| PLN                                                                                                                                     | PLN / EUR<br>0.234<br>31 July 2025 |         | 19%<br>PwC Tax Summaries (1) | 31 July 2025   |

# Valuation dashboard – R62E

| DCF - EV to equity value bridge, PLNk |  | Value driver |
|---------------------------------------|--|--------------|
| PV of forecast period                 |  | 183,457      |
| PV of continuing period               |  | 153,484      |
| PV of deferred tax asset              |  | -            |
| Enterprise value                      |  | 336,941      |
| Financial non-current assets          |  | -            |
| Dividend to be paid                   |  | -            |
| Cash and equivalents                  |  | 16,791       |
| Interest-bearing debt                 |  | (38,920)     |
| Equity value                          |  | 314,811      |

| DCF - Intrinsic multiples |       | FY25E | FY26F | FY27F |
|---------------------------|-------|-------|-------|-------|
| EV / Revenue              | 0.7x  | 0.7x  | 0.7x  | 0.7x  |
| EV / EBITDA               | 7.4x  | 7.2x  | 6.8x  | 6.8x  |
| EV / EBIT                 | 10.1x | 9.9x  | 9.4x  | 9.4x  |

| DCF - Key assumptions |  | Historical | Forecast | Continuing |
|-----------------------|--|------------|----------|------------|
| Revenue growth        |  | 26.8%      | 3.8%     | 2.5%       |
| EBITDA margin         |  | 8.5%       | 9.7%     | 9.6%       |
| Capex (% of revenue)  |  | (11.2)%    | (3.3)%   | (3.3)%     |
| NMC (% of revenue)    |  | 3.1%       | 1.5%     | 1.5%       |

| DCF - Other key assumptions |  |           |
|-----------------------------|--|-----------|
| Tax rate (WACC)             |  | 19.0%     |
| WACC                        |  | 10.3%     |
| NBD / Equity                |  | 0.1x      |
| FCF                         |  | 2.5%      |
| ROIC spread                 |  | 7.5%      |
| Valuation date              |  | 31 Jul 25 |

| DCF - Value bridge, PLNk |            |         |      |     |         |
|--------------------------|------------|---------|------|-----|---------|
| F'cast                   | Continuing | EV      | Cash | IBD | EqV     |
| 183,457                  | 153,484    | 336,941 | -    | -   | 314,811 |

| Entity overview, PLNk                    |  | FY23A           | FY24A         | YTD25A        | FY25E          | FY26F          | FY27F          | FY28F          | FY29F          | FY30F          | FY31F          | FY32F          | FY33F          | FY34F          | FY35F          |
|------------------------------------------|--|-----------------|---------------|---------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|
| <b>Income statement</b>                  |  |                 |               |               |                |                |                |                |                |                |                |                |                |                |                |
| Revenue                                  |  | 345,089         | 414,772       | 267,771       | 464,689        | 487,924        | 512,320        | 537,936        | 564,833        | 593,074        | 607,901        | 623,099        | 638,676        | 654,643        | 671,009        |
| Gross profit                             |  | 109,462         | 129,474       | 86,104        | 150,559        | 158,087        | 165,992        | 174,291        | 183,006        | 192,156        | 196,960        | 201,884        | 206,931        | 212,104        | 217,407        |
| EBITDA                                   |  | 32,090          | 39,965        | 24,736        | 45,766         | 47,079         | 49,433         | 51,904         | 54,499         | 57,224         | 58,655         | 60,121         | 61,624         | 63,165         | 64,744         |
| EBIT (of special items)                  |  | 25,180          | 30,207        | 17,781        | 33,312         | 34,001         | 35,702         | 37,487         | 39,361         | 41,329         | 42,362         | 43,421         | 44,507         | 45,619         | 46,760         |
| Net income                               |  | 16,309          | 19,327        | 13,411        | 25,569         | 26,576         | 27,904         | 29,300         | 30,765         | 32,303         | 33,110         | 33,938         | 34,787         | 35,656         | 36,548         |
| <b>Balance sheet</b>                     |  |                 |               |               |                |                |                |                |                |                |                |                |                |                |                |
| Intangible assets                        |  | 9,905           | 9,786         | 9,717         | 9,717          | 9,717          | 9,717          | 9,717          | 9,717          | 9,717          | 9,717          | 9,717          | 9,717          | 9,717          | 9,717          |
| Tangible assets                          |  | 79,387          | 91,289        | 87,941        | 88,909         | 91,857         | 94,953         | 98,203         | 101,616        | 105,200        | 108,873        | 112,639        | 116,498        | 120,454        | 124,508        |
| Net working capital                      |  | 17,892          | 6,123         | 12,674        | 6,977          | 7,203          | 7,563          | 7,941          | 8,338          | 8,755          | 8,974          | 9,199          | 9,429          | 9,664          | 9,906          |
| Invested capital                         |  | 107,185         | 107,199       | 110,332       | 105,603        | 108,777        | 112,233        | 115,862        | 119,872        | 123,673        | 127,565        | 131,554        | 135,644        | 139,835        | 144,131        |
| Non-adjusting financial items            |  | (7,424)         | 6,173         | 4,513         | 4,513          | 4,513          | 4,513          | 4,513          | 4,513          | 4,513          | 4,513          | 4,513          | 4,513          | 4,513          | 4,513          |
| Net interest-bearing items (debt) / cash |  | (39,782)        | (34,068)      | (22,130)      | (5,242)        | 18,159         | 42,607         | 68,278         | 95,232         | 123,534        | 152,753        | 182,701        | 213,398        | 244,863        | 277,114        |
| <b>Equity</b>                            |  | <b>59,978</b>   | <b>78,304</b> | <b>92,715</b> | <b>104,873</b> | <b>131,449</b> | <b>159,353</b> | <b>188,653</b> | <b>219,417</b> | <b>251,720</b> | <b>284,830</b> | <b>318,768</b> | <b>353,555</b> | <b>389,211</b> | <b>425,759</b> |
| <b>Cash flow statement</b>               |  |                 |               |               |                |                |                |                |                |                |                |                |                |                |                |
| NOPAT                                    |  | 18,983          | 21,378        | 14,799        | 27,223         | 27,149         | 28,507         | 29,932         | 31,429         | 33,000         | 33,825         | 34,671         | 35,538         | 36,426         | 37,337         |
| Depreciations                            |  | 6,910           | 9,758         | 6,955         | 12,455         | 13,077         | 13,731         | 14,418         | 15,139         | 15,895         | 16,293         | 16,700         | 17,118         | 17,546         | 17,984         |
| Changes in NWC                           |  | (14,253)        | 11,769        | (6,551)       | (854)          | (226)          | (360)          | (378)          | (397)          | (417)          | (219)          | (224)          | (230)          | (236)          | (242)          |
| Reinvestment in fixed assets             |  | (6,910)         | (9,758)       | (6,955)       | (12,455)       | (13,077)       | (13,731)       | (14,418)       | (15,139)       | (15,895)       | (16,293)       | (16,700)       | (17,118)       | (17,546)       | (17,984)       |
| Growth capex                             |  | (49,827)        | (11,776)      | 2,235         | 1,267          | (2,948)        | (3,096)        | (3,251)        | (3,413)        | (3,584)        | (3,673)        | (3,765)        | (3,859)        | (3,956)        | (4,055)        |
| <b>Free cash flow to the firm</b>        |  | <b>(45,097)</b> | <b>21,371</b> | <b>10,483</b> | <b>27,636</b>  | <b>23,975</b>  | <b>25,051</b>  | <b>26,303</b>  | <b>27,619</b>  | <b>28,999</b>  | <b>29,933</b>  | <b>30,681</b>  | <b>31,448</b>  | <b>32,234</b>  | <b>33,040</b>  |
| <b>Income statement KPIs</b>             |  |                 |               |               |                |                |                |                |                |                |                |                |                |                |                |
| Revenue growth                           |  | 16.9%           | 20.2%         | n.a.          | 12.0%          | 5.0%           | 5.0%           | 5.0%           | 5.0%           | 5.0%           | 5.0%           | 2.5%           | 2.5%           | 2.5%           | 2.5%           |
| Gross margin                             |  | 31.7%           | 31.2%         | 32.2%         | 32.4%          | 32.4%          | 32.4%          | 32.4%          | 32.4%          | 32.4%          | 32.4%          | 32.4%          | 32.4%          | 32.4%          | 32.4%          |
| EBITDA margin                            |  | 9.3%            | 9.6%          | 9.2%          | 9.8%           | 9.6%           | 9.6%           | 9.6%           | 9.6%           | 9.6%           | 9.6%           | 9.6%           | 9.6%           | 9.6%           | 9.6%           |
| EBIT margin                              |  | 7.3%            | 7.3%          | 6.6%          | 7.2%           | 7.0%           | 7.0%           | 7.0%           | 7.0%           | 7.0%           | 7.0%           | 7.0%           | 7.0%           | 7.0%           | 7.0%           |
| Conversion ratio                         |  | 23.0%           | 23.3%         | 20.7%         | 22.1%          | 21.5%          | 21.5%          | 21.5%          | 21.5%          | 21.5%          | 21.5%          | 21.5%          | 21.5%          | 21.5%          | 21.5%          |
| Net income margin                        |  | 4.7%            | 4.7%          | 5.0%          | 5.5%           | 5.4%           | 5.4%           | 5.4%           | 5.4%           | 5.4%           | 5.4%           | 5.4%           | 5.4%           | 5.4%           | 5.4%           |
| <b>Other KPIs</b>                        |  |                 |               |               |                |                |                |                |                |                |                |                |                |                |                |
| Pre-tax ROIC                             |  | 33.6%           | 28.2%         | n.a.          | 31.3%          | 31.7%          | 32.3%          | 32.9%          | 33.4%          | 34.0%          | 33.7%          | 33.5%          | 33.3%          | 33.1%          | 32.9%          |
| NWC (% of revenue)                       |  | 5.2%            | 1.5%          | n.a.          | 1.5%           | 1.5%           | 1.5%           | 1.5%           | 1.5%           | 1.5%           | 1.5%           | 1.5%           | 1.5%           | 1.5%           | 1.5%           |
| Tangible assets (% of revenue)           |  | 23.0%           | 22.0%         | n.a.          | 19.1%          | 18.8%          | 18.5%          | 18.3%          | 18.0%          | 17.7%          | 17.9%          | 18.1%          | 18.2%          | 18.4%          | 18.6%          |
| Capex (% of revenue)                     |  | (16.4)%         | (5.2)%        | n.a.          | (2.4)%         | (3.3)%         | (3.3)%         | (3.3)%         | (3.3)%         | (3.3)%         | (3.3)%         | (3.3)%         | (3.3)%         | (3.3)%         | (3.3)%         |
| NBD / EBITDA                             |  | (1.2)x          | (0.9)x        | n.a.          | (0.1)x         | 0.4x           | 0.9x           | 1.3x           | 1.7x           | 2.2x           | 2.6x           | 3.0x           | 3.5x           | 3.9x           | 4.3x           |
| Book equity / total assets               |  | 0.3x            | 0.4x          | 0.4x          | 0.5x           | 0.6x           | 0.6x           | 0.6x           | 0.6x           | 0.7x           | 0.7x           | 0.7x           | 0.7x           | 0.7x           | 0.7x           |
| NBD / book equity                        |  | (0.7)x          | (0.4)x        | (0.2)x        | (0.0)x         | 0.1x           | 0.3x           | 0.4x           | 0.4x           | 0.5x           | 0.5x           | 0.6x           | 0.6x           | 0.6x           | 0.7x           |

**5**

**Valuation details I623 (parent)**



Global Transport and Logistics

# Valuation assumptions and summary

Poland, I623

## Valuation assumptions

### Comments on value drivers (see following page for financial projections)

| Item           | Description                                                                                                                                                                                                                                                                                                                                                                    |
|----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| FY25E baseline | FY25E baseline P&L financials illustrated in the valuation dashboard reflect 7 months actual trading (YTD July 25) and 5 months budgeted figures. We have not received a budget file, but local mgmt. has informed us that the FY25 budget reflect a loss of PLN 180k. YTD25 Actual EBIT of special items amounts to PLN 163k. The 5 months budget figures amounts to PLN 75k. |
| Revenue growth | Limited activity in this entity. No revenue, however, costs are attributed a growth of 3% in FY26-30E. From FY30E and onwards, the cost growth reflects the PGR rate of 2.5%                                                                                                                                                                                                   |
| Margins        | Limited activity in this entity. No revenue, however, costs are attributed a growth of 3% in FY26-30E. From FY30E and onwards, the cost growth reflects the PGR rate of 2.5%                                                                                                                                                                                                   |
| Special items  | No special items                                                                                                                                                                                                                                                                                                                                                               |
| NWC            | Limited NWC of PLN 6-7K based on historical financials. We note that there is no Target vs actual NWC adjustment in the EV to Equity bridge as the cash in/outflow is accounted for directly in the forecasted cashflow (YTD vs YTG)                                                                                                                                           |
| Capex          | No tangible assets or capex                                                                                                                                                                                                                                                                                                                                                    |
| Net cash       | Cash and cash equivalents of PLN 25.5m as of 31 July 25 cover Deposits/Treasury, IC, Cash pool. Local management has confirmed that these positions are available and not restricted.                                                                                                                                                                                          |
| Net debt       | Limited interest-bearing debt recorded as of July 25 with PLN +2k covering corporate tax receivables.                                                                                                                                                                                                                                                                          |
| Dividend       | Dividends received from I621 (PLN 70m x 34.3%) as of 30 June 25 and dividend paid upstream to owners of PLN 125.5m as of 31 March 25. No more will be paid out nor received during FY25 and as such, we have not made any adjustments to the current cash position as of 31 July 25.                                                                                           |

(1) <https://taxsummaries.pwc.com/poland/corporate/taxes-on-corporate-income>; (2) Note that the net book value of equity includes the value of participating interest in affiliated companies (I621, R622, R62E), whereas the valuation of I623 (parent) solely evaluates the cash flow of the parent company. Investments are valued in separate sections.

## Valuation(2)

| Enterprise value to equity value bridge  |  | 31 Jul 2025 |        | 31 Dec 2024 |          |
|------------------------------------------|--|-------------|--------|-------------|----------|
|                                          |  | PLN         | EUR    | PLN         | EUR      |
| Enterprise value                         |  | (2,415)     | (565)  | (2,415)     | (565)    |
| Financial non-current assets             |  | -           | -      | -           | -        |
| Dividend to be received and paid         |  | -           | -      | (101,490)   | (23,749) |
| Net interest-bearing items (debt) / cash |  | 25,462      | 5,958  | 125,824     | 29,444   |
| Equity value                             |  | 23,047      | 5,393  | 21,919      | 5,129    |
| Net book equity                          |  | 112,653     | 26,362 | 213,020     | 49,848   |
| Intrinsic multiples                      |  | FY25E       | FY26F  | FY27F       |          |
| EV / Sales                               |  | n.m.        | n.m.   | n.m.        |          |
| EV / EBITDA                              |  | n.m.        | n.m.   | n.m.        |          |
| EV / EBIT                                |  | n.m.        | n.m.   | n.m.        |          |

### Valuation remarks

#### Remarks

- The valuation is prepared on a pre-IFRS 16 basis.
- Valuation date is 31-07-2025. Thus, 2025E cash flows from this date is included and balance sheet as of this date is used as cut-off.
- All projections are based on input from the local I623 team.

#### Other valuation details

- A WACC of 10.3% has been applied
- A RONIC spread of 7.5% has been applied.
- A PGR of 2.5% has been applied.

| Base currency | Exchange rate                      | Marginal tax rate            | Valuation date |
|---------------|------------------------------------|------------------------------|----------------|
| PLN           | PLN / EUR<br>0.234<br>31 July 2025 | 19%<br>PwC Tax Summaries (1) | 31 July 2025   |

# Valuation dashboard – I623

| DCF - EV to equity value bridge, PLWK |         | Value driver |
|---------------------------------------|---------|--------------|
| PV of forecast period                 | (1,376) |              |
| PV of continuing period               | (1,039) |              |
| Enterprise value                      | (2,415) |              |
| Financial non-current assets          | -       |              |
| Dividend to be received               | 25,460  |              |
| Cash and equivalents                  | 2       |              |
| Interest-bearing debt                 | 23,047  |              |
| Equity value                          |         |              |

| DCF - Intrinsic multiples |      | FY25E | FY26F | FY27F |
|---------------------------|------|-------|-------|-------|
| EV / Revenue              | n.m. | n.m.  | n.m.  | n.m.  |
| EV / EBITDA               | n.m. | n.m.  | n.m.  | n.m.  |
| EV / EBIT                 | n.m. | n.m.  | n.m.  | n.m.  |

| DCF - Key assumptions |      | Historical | Forecast | Continuing |
|-----------------------|------|------------|----------|------------|
| Revenue growth        | n.m. | n.m.       | n.m.     | 2.5%       |
| EBITDA margin         | n.m. | n.m.       | n.m.     | n.m.       |
| Capex (% of revenue)  | -    | n.m.       | n.m.     | n.m.       |
| NWC (% of revenue)    | n.m. | n.m.       | n.m.     | n.m.       |

| DCF - Other key assumptions |           |  |
|-----------------------------|-----------|--|
| Tax rate (WACC)             | 19.0%     |  |
| WACC                        | 10.3%     |  |
| NBD / Equity                | 0.1x      |  |
| PCR                         | 2.5%      |  |
| RONC spread                 | 7.5%      |  |
| Valuation date              | 31 Jul 25 |  |

| DCF - Value bridge, PLWK |            |      |
|--------------------------|------------|------|
| FCast                    | Continuing | EV   |
|                          |            | Div  |
|                          |            | Cash |
|                          |            | IBD  |
|                          |            | EqV  |

| Entity overview, PLWK                    |  | FY23A   | FY24A   | YTD25A  | FY25E   | FY26F   | FY27F   | FY28F   | FY29F   | FY30F   | FY31F   | FY32F   | FY33F   | FY34F   | FY35F   |
|------------------------------------------|--|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|
| <b>Income statement</b>                  |  |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| Revenue                                  |  | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       |
| Gross profit                             |  | (145)   | (175)   | (163)   | (238)   | (245)   | (252)   | (260)   | (268)   | (276)   | (283)   | (290)   | (297)   | (304)   | (312)   |
| EBITDA                                   |  | (145)   | (175)   | (163)   | (238)   | (245)   | (252)   | (260)   | (268)   | (276)   | (283)   | (290)   | (297)   | (304)   | (312)   |
| EBIT (of special items)                  |  | 35,697  | 28,289  | 1,123   | 1,062   | 1,063   | 1,095   | 1,128   | 1,162   | 1,197   | 1,227   | 1,257   | 1,289   | 1,321   | 1,354   |
| Net income                               |  | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       |
| <b>Balance sheet</b>                     |  |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| Intangible assets                        |  | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       |
| Tangible assets                          |  | (7)     | 6       | 1       | 6       | 6       | 6       | 7       | 7       | 7       | 7       | 8       | 8       | 8       | 8       |
| Net working capital                      |  | (7)     | 6       | 1       | 6       | 6       | 6       | 7       | 7       | 7       | 7       | 8       | 8       | 8       | 8       |
| Invested capital                         |  | 221,930 | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  | 87,190  |
| Non-adjusting financial items            |  | 3,639   | 125,824 | 25,462  | 25,396  | 26,459  | 27,554  | 28,682  | 29,843  | 31,039  | 32,266  | 33,523  | 34,811  | 36,132  | 37,485  |
| Net interest-bearing items (debt) / cash |  | 225,562 | 213,020 | 112,653 | 112,592 | 113,655 | 114,750 | 115,878 | 117,040 | 118,236 | 119,463 | 120,720 | 122,009 | 123,330 | 124,683 |
| Equity                                   |  | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       |
| <b>Cash flow statement</b>               |  |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| NOPAT                                    |  | (145)   | (167)   | (136)   | (198)   | (198)   | (204)   | (211)   | (217)   | (223)   | (229)   | (235)   | (241)   | (247)   | (253)   |
| Depreciations                            |  | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       |
| Changes in NWC                           |  | (320)   | (13)    | 5       | 0       | (0)     | (0)     | (0)     | (0)     | (0)     | (0)     | (0)     | (0)     | (0)     | (0)     |
| Reinvestment in fixed assets             |  | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       |
| Growth capex                             |  | -       | -       | (2)     | (2)     | -       | -       | -       | -       | -       | -       | -       | -       | -       | -       |
| Free cash flow to the firm               |  | (465)   | (181)   | (132)   | (200)   | (199)   | (205)   | (211)   | (217)   | (224)   | (229)   | (235)   | (241)   | (247)   | (253)   |
| <b>Income statement KPIs</b>             |  |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| Revenue growth                           |  | n.m.    | n.m.    | n.a.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| Gross margin                             |  | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| EBITDA margin                            |  | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| EBIT margin                              |  | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| Conversion ratio                         |  | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| Net income margin                        |  | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| <b>Other KPIs</b>                        |  |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| NWC (% of revenue)                       |  | n.m.    | n.m.    | n.a.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| Tangible assets (% of revenue)           |  | n.m.    | n.m.    | n.a.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| Capex (% of revenue)                     |  | n.m.    | n.m.    | n.a.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    | n.m.    |
| NBD / EBITDA                             |  | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    |
| Book equity / total assets               |  | 0.0x    | 0.6x    | 0.2x    | 0.2x    | 0.2x    | 0.2x    | 0.2x    | 0.3x    | 0.3x    | 0.3x    | 0.3x    | 0.3x    | 0.3x    | 0.3x    |
| NBD / book equity                        |  | 0.0x    | 0.6x    | 0.2x    | 0.2x    | 0.2x    | 0.2x    | 0.2x    | 0.3x    | 0.3x    | 0.3x    | 0.3x    | 0.3x    | 0.3x    | 0.3x    |



# Capitalization tables – I623

| Capitalization table – I623 |     |
|-----------------------------|-----|
| E250                        | 100 |
| Total                       | 100 |

| Capitalization table – I621 |        |
|-----------------------------|--------|
| I100                        | 10 500 |
| I623                        | 5 484  |
| Total                       | 15 984 |

| Capitalization table – R622 |       |
|-----------------------------|-------|
| R100                        | 4 187 |
| I623                        | 2 303 |
| Total                       | 6 490 |

| Capitalization table – R62E |         |
|-----------------------------|---------|
| L100                        | 335 841 |
| I623                        | 53 682  |
| Total                       | 389 523 |