

**AGORA S.A.**

Condensed  
semi-annual  
unconsolidated  
financial statements  
**as at 30 June 2022**  
**and for 6 month**  
**period ended thereon**

August 11, 2022

**UNCONSOLIDATED BALANCE SHEET AS AT 30 JUNE 2022**

	As at 30 June 2022 unaudited	As at 31 December 2021 audited
<b>Assets</b>		
<b>Non-current assets:</b>		
Intangible assets	37,634	39,757
Property, plant and equipment	141,282	145,522
Right-of-use assets	28,398	25,336
Long term financial assets	624,649	624,599
Receivables and prepayments	478	498
Deferred tax assets	12,518	11,130
	<b>844,959</b>	<b>846,842</b>
<b>Current assets:</b>		
Inventories	18,576	11,425
Accounts receivable and prepayments	76,707	81,692
Income tax receivable	51	64
Short-term securities and other financial assets	2,085	1,262
Cash and cash equivalents	44,188	83,563
	<b>141,607</b>	<b>178,006</b>
<b>Total assets</b>	<b>986,566</b>	<b>1,024,848</b>

Accompanying notes are an integral part of these condensed semi-annual unconsolidated financial statements.

**UNCONSOLIDATED BALANCE SHEET AS AT 30 JUNE 2022 (CONTINUED)**

	Note	As at 30 June 2022 unaudited	As at 31 December 2021 audited
<b>Equity and liabilities</b>			
<b>Equity:</b>			
Share capital		46,581	46,581
Share premium		147,192	147,192
Other reserves		122,674	122,674
Retained earnings		490,097	484,325
		<b>806,544</b>	<b>800,772</b>
<b>Non-current liabilities:</b>			
Long-term borrowings		41,245	37,664
Retirement severance provision		2,285	2,226
Provisions		-	93
Accruals and other liabilities		1,009	704
Contract liabilities		11	192
		<b>44,550</b>	<b>40,879</b>
<b>Current liabilities:</b>			
Retirement severance provision		117	278
Trade and other payables		92,323	114,251
Short-term borrowings		12,592	21,046
Other financial liabilities	5	20,886	38,316
Provisions		556	683
Contract liabilities		8,998	8,623
		<b>135,472</b>	<b>183,197</b>
<b>Total equity and liabilities</b>		<b>986,566</b>	<b>1,024,848</b>

Accompanying notes are an integral part of these condensed semi-annual unconsolidated financial statements.

**UNCONSOLIDATED INCOME STATEMENT FOR SIX MONTHS ENDED 30 JUNE 2022**

	Six months ended 30 June 2022 unaudited	Six months ended 30 June 2021 unaudited
Revenue	182,453	175,077
Cost of sales	(104,927)	(91,189)
<b>Gross profit</b>	<b>77,526</b>	<b>83,888</b>
Selling expenses	(61,594)	(58,275)
Administrative expenses	(50,419)	(47,756)
Other operating income	1,257	2,870
Other operating expenses	(705)	(1,794)
Impairment losses for receivables - net	(157)	144
<b>Operating loss</b>	<b>(34,092)</b>	<b>(20,923)</b>
Finance income	41,484	28,616
Finance costs	(3,043)	(1,807)
<b>Profit before income taxes</b>	<b>4,349</b>	<b>5,886</b>
Income tax expense	1,423	4,653
<b>Net profit for the period</b>	<b>5,772</b>	<b>10,539</b>
Basic / diluted earnings per share (in PLN)	0.12	0.23

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**UNCONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR SIX MONTHS ENDED 30 JUNE 2022**

	Six months ended 30 June 2022 unaudited	Six months ended 30 June 2021 unaudited
<b>Net profit for the period</b>	<b>5,772</b>	<b>10,539</b>
<b>Other comprehensive income for the period</b>	-	-
<b>Total comprehensive income for the period</b>	<b>5,772</b>	<b>10,539</b>

Accompanying notes are an integral part of these condensed semi-annual unconsolidated financial statements.

## UNCONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR SIX MONTHS ENDED 30 JUNE 2022

	Share capital	Share premium	Other reserves	Retained earnings	Total equity
<b>Six months ended 30 June 2022</b>					
As at 31 December 2021 audited	46,581	147,192	122,674	484,325	800,772
<b>Total comprehensive income for the period</b>					
Net profit	-	-	-	5,772	5,772
<b>Total comprehensive income for the period</b>	-	-	-	<b>5,772</b>	<b>5,772</b>
<b>Transactions with owners, recorded directly in equity</b>					
<b>Contributions by and distributions to owners</b>					
Total transactions with owners	-	-	-	-	-
As at 30 June 2022 unaudited	46,581	147,192	122,674	490,097	806,544
<b>Six months ended 30 June 2021</b>					
As at 31 December 2020 audited	46,581	147,192	123,053	456,562	773,388
<b>Total comprehensive income for the period</b>					
Net profit	-	-	-	10,539	10,539
<b>Total comprehensive income for the period</b>	-	-	-	<b>10,539</b>	<b>10,539</b>
<b>Transactions with owners, recorded directly in equity</b>					
<b>Contributions by and distributions to owners</b>					
Other	-	-	-	-	-
Total transactions with owners	-	-	-	-	-
As at 30 June 2021 unaudited	46,581	147,192	123,053	467,101	783,927

Accompanying notes are an integral part of these condensed semi-annual unconsolidated financial statements.

**UNCONSOLIDATED CASH FLOW STATEMENT FOR SIX MONTHS ENDED 30 JUNE 2022**

	Six months ended 30 June 2022 unaudited	Six months ended 30 June 2021 unaudited
<b>Cash flows from operating activities</b>		
<b>Profit before income taxes</b>	<b>4,349</b>	<b>5,886</b>
Adjustments for:		
Depreciation and amortization	15,052	16,199
Foreign exchange (gain)/loss	11	(7)
Interest, net	2,761	1,349
(Profit)/loss on investing activities	(287)	770
Dividend income	(40,635)	(28,052)
Decrease in provisions	(322)	(421)
Increase in inventories	(7,150)	(2,567)
Decrease in receivables	9,459	6,432
Increase/(decrease) in payables	(18,273)	9,154
Increase in contract liabilities	194	1,506
<b>Cash generated from/(used in) operations</b>	<b>(34,841)</b>	<b>10,249</b>
Income taxes inflows/(outflows) (1)	323	(100)
<b>Net cash from operating activities</b>	<b>(34,518)</b>	<b>10,149</b>
<b>Cash flows from investing activities</b>		
Proceeds from sale of property, plant and equipment, and intangibles	49	14,595
Dividends received	35,635	28,052
Interest received	16	4
Outflows from cash pooling	(870)	(479)
Purchase of property plant and equipment, and intangibles	(11,048)	(8,935)
Acquisition of subsidiary (net of cash acquired) associates and jointly controlled entities	(50)	(2,404)
<b>Net cash from investing activities</b>	<b>23,732</b>	<b>30,833</b>

**UNCONSOLIDATED CASH FLOW STATEMENT FOR SIX MONTHS ENDED 30 JUNE 2022  
(CONTINUED)**

	Six months ended 30 June 2022 unaudited	Six months ended 30 June 2021 unaudited
<b>Cash flows from financing activities</b>		
Proceeds from borrowings	31,838	-
Repayment of borrowings	(39,024)	(30,833)
Outflows from cash pooling	(17,505)	(22,376)
Payment of lease liabilities	(1,245)	(1,009)
Interest paid	(2,482)	(2,051)
Other	(171)	(300)
<b>Net cash used in financing activities</b>	<b>(28,589)</b>	<b>(56,569)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(39,375)</b>	<b>(15,587)</b>
Cash and cash equivalents		
At start of period	83,563	73,506
At end of period	44,188	57,919

1) the amount includes settlements with the companies participating in the Tax Capital Group.

Accompanying notes are an integral part of these condensed semi-annual unconsolidated financial statements.

## NOTES

### 1. General information

Agora S.A. with its registered seat in Warsaw, Czerska 8/10 street ("the Company") principally conducts publishing activity (including *Gazeta Wyborcza* and books) and carries out internet and radio activity. Additionally, the Agora Group ("the Group") is active in the cinema segment through its subsidiary Helios S.A. and in the outdoor segment through its subsidiary AMS S.A. The Group also engages in projects related to production and co-production of movies through the company Next Film Sp. z o.o. and in gastronomy activity through the company Step Inside Sp. z o.o.

Detailed information about the structure and the scope of activity of the Agora Group have been included in the condensed semi-annual consolidated financial statement as at 30 June 2022 and for six month period ended thereon.

Company's advertising revenues are subject to seasonality – revenues earned in the first and third quarter are usually lower than in the second and fourth quarter.

The condensed semi-annual unconsolidated financial statements were prepared as at 30 June 2022 and for six months ended 30 June 2022 with comparative figures as at 31 December 2021 and for six months ended 30 June 2021.

The condensed semi-annual unconsolidated financial statements were authorised for issue by the Management Board on August 11, 2022.

### 2. Changes in provisions and impairment losses for assets

In the period from January 1, 2022 to June 30, 2022 the following impairment losses and provisions were changed in the condensed semi-annual unconsolidated financial statements of Agora S.A.:

- impairment loss for receivables: increase by PLN 23 thousand;
- impairment loss for inventory: decrease by PLN 488 thousand;
- provision for severance payments for former members of the Management Board: used in the amount of PLN 185 thousand;
- provision for restructuring cost: used in the amount of PLN 35 thousand;
- retirement severance provision: decrease by PLN 102 thousand.

### 3. Property, plant and equipment

In the period from January 1, 2022 to June 30, 2022, the Company purchased property, plant and equipment in the amount of PLN 3,714 thousand (in the period of January 1, 2021 to June 30, 2021: PLN 2,016 thousand).

As at June 30, 2022 commitments for the purchase of property, plant and equipment amounted to PLN 443 thousand (December 31, 2021: PLN 53 thousand).



#### 4. Related party transactions

##### (a) Management Board and Supervisory Board remuneration

The remuneration of Management Board members of Agora S.A. amounted to PLN 3,841 thousand (six months ended June 30, 2021: PLN 1,187 thousand). This amount includes also one-off bonus payments, inter alia, the one resulting from realization of Incentive Plan. The amounts include remuneration paid during the period of holding the post of a Management Board Member.

The remuneration of Supervisory Board members of Agora S.A. amounted to PLN 312 thousand (six months ended June 30, 2021: PLN 312 thousand).

##### (b) Entities related to Agora S.A.

There were no material transactions and balances with related entities other than disclosed below:

	Six months ended 30 June 2022	Six months ended 30 June 2021
<b>Subsidiaries</b>		
Sales	33,287	29,864
Purchases	(11,883)	(9,700)
Other operating income	5	-
Dividends income	40,635	28,052
Finance income - interests on cash pooling	22	4
Other finance income	4	4
Finance cost - credit guarantee	(165)	(302)
Finance cost - interests on cash pooling	(645)	-
Income tax -TCG settlements	(215)	161
<b>Associates</b>		
Sales	-	16
Purchases	-	(23)
<b>Major shareholder</b>		
Sales	13	13
Other operating income	1	398

	As at 30 June 2022	As at 31 December 2021
<b>Subsidiaries</b>		
Shares	468,070	468,020
Cash pooling receivables	2,085	1,262
Trade receivables	12,385	16,044
Other receivables	5,191	783
Cash pooling liabilities	20,886	38,316
Trade liabilities	2,382	2,652
Other liabilities and accruals	1,303	1,218
Contract liabilities	-	8
<b>Associates</b>		
Shares	156,257	156,257
<b>Major shareholder</b>		
Trade receivables	3	3
Other liabilities and accruals	8	8

## 5. Other financial liabilities

Other short - term financial liabilities include liabilities of Agora S.A. to subsidiaries resulting from settlements related to the cash pooling system, which functions within Agora Group.

## 6. Financial instruments measured at fair value

As at 30 June 2022 and 31 December 2021 the Company had no financial instruments measured at fair value.

## 7. Other notes

The Management Board of Agora S.A. believes that the notes to Agora Group's condensed semi-annual consolidated financial statements present all other material information required to assess the Company's and Group's financial position and financial results for six months ended 30 June 2022 and therefore the condensed semi-annual unconsolidated financial statements should be read together with the condensed semi-annual consolidated financial statements, which are included in the semi-annual report.

The condensed semi-annual unconsolidated financial statements have been prepared according to International Accounting Standard 34 "Interim Financial Reporting" on the basis of art. 45 point 1a-1c of Accounting Act (Official Journal from 2021, item 217 with subsequent amendments). The condensed semi-annual unconsolidated financial statements as at 30 June 2022 should be read together with the audited unconsolidated financial statements as at 31 December 2021.

In the preparation of these condensed semi-annual unconsolidated financial statements, the Company has followed the same accounting policies as used in the unconsolidated financial statements as at 31 December 2021 taking into account the changes introduced by new or amended standards, which were endorsed by the European Union. The application of the amendments to standards had no significant impact on the condensed semi-annual unconsolidated financial statements.

## 8. Selected unconsolidated financial data together with translation into EURO

	PLN thousand			EURO thousand		
	Six months ended 30 June 2022 unaudited	As at 31 December 2021 audited	Six months ended 30 June 2021 unaudited	Six months ended 30 June 2022 unaudited	As at 31 December 2021 audited	Six months ended 30 June 2021 unaudited
Sales	182,453		175,077	39,299		38,502
Operating loss	(34,092)		(20,923)	(7,343)		(4,601)
Profit before income taxes	4,349		5,886	937		1,294
Net profit for the period	5,772		10,539	1,243		2,318
Net cash from/(used in) operating activities	(34,518)		10,149	(7,435)		2,232
Net cash from investing activities	23,732		30,833	5,112		6,781
Net cash from financing activities	(28,589)		(56,569)	(6,158)		(12,440)
Net decrease in cash and cash equivalents	(39,375)		(15,587)	(8,481)		(3,428)
Total assets	986,566	1,024,848		210,778	222,822	
Non-current liabilities	44,550	40,879		9,518	8,888	
Current liabilities	135,472	183,197		28,943	39,831	
Equity	806,544	800,772		172,316	174,104	
Share capital	46,581	46,581		9,952	10,128	
Weighted average number of shares	46,580,831	46,580,831	46,580,831	46,580,831	46,580,831	46,580,831
Basic/diluted earnings per share (in PLN / in EURO)	0.12		0.23	0.03		0.05
Book value per share (in PLN / in EURO)	17.31	17.19		3.70	3.74	

Selected financial data presented in the financial statements has been translated into EURO in the following way:

- income statement and cash flow statement figures for the two quarters of 2022 (two quarters of 2021) using the arithmetic average of exchange rates published by NBP and ruling on the last day of each month for two quarters. For the two quarters of 2022 EURO 1 = PLN 4.6427 (EURO 1 = PLN 4.5472);
- balance sheet figures using the average exchange rates published by NBP and ruling as at the balance sheet date. The exchange rate as at 30 June 2022 – EURO 1 = PLN 4.6806; as at 31 December 2021 – EURO 1 = PLN 4.5994, as at 30 June 2021 – EURO 1 = PLN 4.5208.

Warsaw, August 11, 2022

*Bartosz Hojka - President of the Management Board*

*Signed on the Polish original*

*Tomasz Jagiello - Member of the Management Board*

*Signed on the Polish original*

*Anna Krynska-Godlewska - Member of the Management Board*

*Signed on the Polish original*

*Tomasz Grabowski - Member of the Management Board*

*Signed on the Polish original*

*Agnieszka Siuzdak-Zyga - Member of the Management Board*

*Signed on the Polish original*

*Wojciech Bartkowiak - Member of the Management Board*

*Signed on the Polish original*

Signatures submitted electronically.