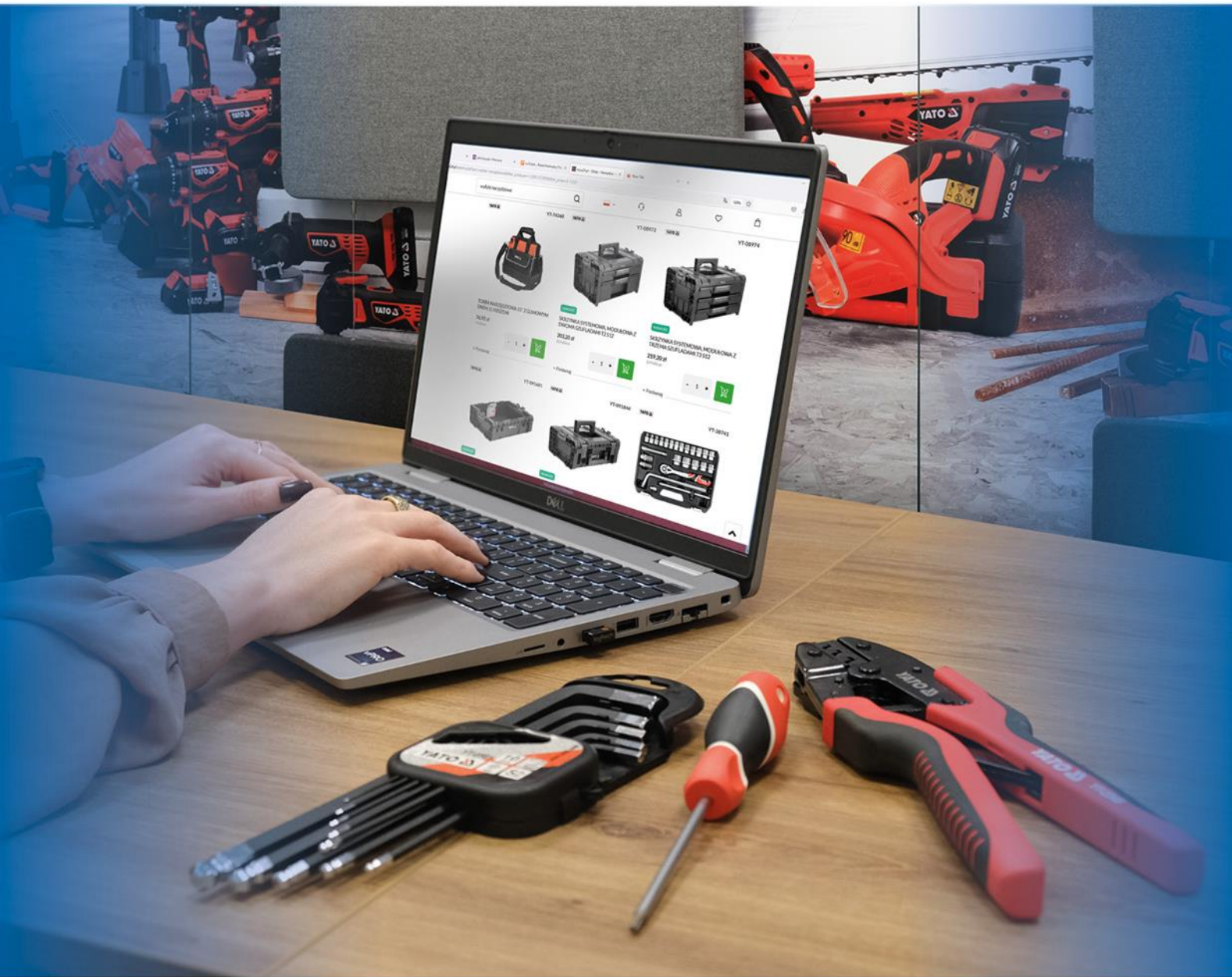


Condensed interim stand-alone  
financial statements of TOYA S.A.  
for the 6-month period ended  
30 June 2024



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## Interim statement of financial position

		30 June 2024 unaudited	31 December 2023
<b>ASSETS</b>	<b>Note</b>		
Property, plant and equipment	5	21 249	18 302
Intangible assets		3 348	3 600
Right-of-use assets	6	16 900	19 848
Investments in subsidiaries	7	70 803	70 803
Deferred income tax assets	21	2 391	1 885
<b>Non-current assets</b>		<b>114 691</b>	<b>114 438</b>
Inventory	8, 21	259 788	204 455
Trade and other receivables	9, 21	49 723	33 290
Cash and cash equivalents	10	13 052	49 107
<b>Current assets</b>		<b>322 563</b>	<b>286 852</b>
<b>Total assets</b>		<b>437 254</b>	<b>401 290</b>
<b>EQUITY AND LIABILITIES</b>			
Share capital	12	7 504	7 504
Share premium		35 677	35 677
Reserve capital		329	329
Other capitals		(104)	(104)
Retain earnings	14	328 366	300 999
<b>Equity</b>		<b>371 772</b>	<b>344 405</b>
Lease liabilities		12 094	15 417
Liabilities from employee benefits		678	678
Other long-term liabilities		27	27
<b>Long-term liabilities</b>		<b>12 799</b>	<b>16 122</b>
Trade and other payables	15	37 451	25 026
Liabilities from employee benefits	21	5 992	8 180
Liabilities from loans	16	1	-
Lease liabilities		5 649	4 156
Liabilities for current income tax		2 208	2 396
Provisions	21	1 382	1 005
<b>Short-term liabilities</b>		<b>52 683</b>	<b>40 763</b>
<b>Total liabilities</b>		<b>65 482</b>	<b>56 885</b>
<b>Total equity and liabilities</b>		<b>437 254</b>	<b>401 290</b>



## Interim statement of profit or loss and other comprehensive income

	Note	6 months ended 30 June		3 months ended 30 June	
		2024 unaudited	2023 unaudited	2024 unaudited	2023 unaudited
Revenue from sales of goods	17, 18	302 974	291 533	157 375	156 049
Cost of goods sold	19, 18	(209 745)	(210 222)	(106 146)	(112 558)
<b>Gross profit</b>		<b>93 229</b>	<b>81 311</b>	<b>51 229</b>	<b>43 491</b>
Selling costs	19	(48 004)	(37 009)	(24 875)	(18 427)
Administrative expenses	19	(12 939)	(11 625)	(6 797)	(6 270)
Expected credit losses	21	(97)	119	(47)	51
Other operating revenue		2 060	1 427	1 299	1 131
Other operating expenses		(585)	(123)	(48)	(56)
<b>Operating profit</b>		<b>33 664</b>	<b>34 100</b>	<b>20 761</b>	<b>19 920</b>
Financial income		740	-	393	-
Financial expenses		(522)	(2 693)	(156)	(1 064)
<b>Profit before tax</b>		<b>33 882</b>	<b>31 407</b>	<b>20 998</b>	<b>18 856</b>
Income tax	20	(6 515)	(6 329)	(4 062)	(3 719)
<b>Net profit</b>		<b>27 367</b>	<b>25 078</b>	<b>16 936</b>	<b>15 137</b>
<b>Other net comprehensive income</b>		-	-	-	-
<b>Total net comprehensive income for the financial year</b>		<b>27 367</b>	<b>25 078</b>	<b>16 936</b>	<b>15 137</b>
<b>Net profit for the period attributable to shareholders of the Company</b>		<b>27 367</b>	<b>25 078</b>	<b>16 936</b>	<b>15 137</b>
<b>Total comprehensive income for the period attributable to shareholders of the Company</b>		<b>27 367</b>	<b>25 078</b>	<b>16 936</b>	<b>15 137</b>

### Earnings per share

	Note	6 months ended 30 June		3 months ended 30 June	
		2024 unaudited	2023 unaudited	2024 unaudited	2023 unaudited
<b>Basic earnings per share in PLN</b>	13	<b>0.36</b>	<b>0.33</b>	<b>0.23</b>	<b>0.20</b>
- from continuing operations		0.36	0.33	0.23	0.20
- from discontinued operations		-	-	-	-
<b>Diluted earnings per share in PLN</b>	13	<b>0.36</b>	<b>0.33</b>	<b>0.23</b>	<b>0.20</b>
- from continuing operations		0.36	0.33	0.23	0.20
- from discontinued operations		-	-	-	-



## Interim statement of changes in equity

	Share capital	Share premium	Reserve capital	Other capitals	Retained earnings	Total equity
<b>As at 1 January 2024</b>	<b>7 504</b>	<b>35 677</b>	<b>329</b>	<b>(104)</b>	<b>300 999</b>	<b>344 405</b>
<i>Comprehensive income</i>						
Net profit	-	-	-	-	27 367	27 367
Other comprehensive income	-	-	-	-	-	-
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>27 367</b>	<b>27 367</b>
<b>Transactions with owners</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>As at 30 June 2024 (unaudited)</b>	<b>7 504</b>	<b>35 677</b>	<b>329</b>	<b>(104)</b>	<b>328 366</b>	<b>371 772</b>
<b>As at 1 January 2023</b>	<b>7 504</b>	<b>35 677</b>	<b>329</b>	<b>(73)</b>	<b>248 104</b>	<b>291 541</b>
<i>Comprehensive income</i>						
Net profit	-	-	-	-	25 078	25 078
Other comprehensive income	-	-	-	-	-	-
<b>Total comprehensive income</b>	<b>7 504</b>	<b>35 677</b>	<b>329</b>	<b>(73)</b>	<b>25 078</b>	<b>25 078</b>
<b>Transactions with owners</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>As at 30 June 2023 (unaudited)</b>	<b>7 504</b>	<b>35 677</b>	<b>329</b>	<b>(73)</b>	<b>273 182</b>	<b>316 619</b>





## Interim cash flow statement

	Note	months ended 30 June	
		2024 unaudited	2023 unaudited
<b>Cash flows from operating activities</b>			
Profit before tax		33 882	31 407
<b>Adjustments for:</b>			
Amortisation and depreciation		5 577	4 558
Net interest		(219)	2 693
Profit/Loss on investing activities		-	-
Foreign exchange gains/losses		(125)	(228)
<b>Changes in balance sheet items:</b>			
Change in trade and other receivables	11	(16 433)	23 413
Change in inventories	11	(55 333)	1 651
Change in provisions	11	377	(44)
Change in trade and other payables	11	12 425	2 257
Change in employee benefit liabilities	11	(2 188)	(2 019)
<b>Cash from operating activities</b>		<b>(22 037)</b>	<b>63 688</b>
Income tax paid		(7 208)	(7 388)
<b>Net cash from operating activities</b>		<b>(29 245)</b>	<b>56 300</b>
<b>Cash flows from investing activities</b>			
Capital expenditures on property, plant, and equipment and intangible assets		(5 221)	(1 019)
Interest received		741	-
<b>Net cash from investing activities</b>		<b>(4 480)</b>	<b>(1 019)</b>
<b>Cash flows from financing activities</b>			
Proceeds from loans		-	30
Repayments of loans		-	(48 397)
Repayment of lease liabilities		(1 816)	(3 141)
Interest paid on loans		(6)	(2 560)
Interests paid on leases		(515)	(372)
<b>Net cash from financing activities</b>		<b>(2 337)</b>	<b>(54 440)</b>
<b>Change in net cash and cash equivalents</b>		<b>(36 062)</b>	<b>841</b>
<b>Balance sheet change in cash and cash equivalents, including:</b>		<b>(36 055)</b>	<b>858</b>
- change in cash due to exchange rate differences		7	17
<b>Cash and cash equivalents at the beginning of the period</b>	10	<b>49 107</b>	<b>1 386</b>
<b>Cash and cash equivalents at the end of the period</b>	10	<b>13 052</b>	<b>2 244</b>

## Explanatory notes to condensed interim stand-alone financial statements

### 1. General information

TOYA S.A. (the "Company") is a joint stock company established under the Commercial Companies Code. The Company has its registered office in Wrocław at ul. Sołtysowicka 13-15. The Company's shares are publicly traded.

The Company is entered into the Commercial Register maintained by the District Court for Wrocław-Fabryczna, 6th Commercial Division under entry No KRS 0000066712. The Company's Statistical Identification Number (REGON) is 932093253.

The duration of the Company is unlimited.

The core business activities of TOYA S.A. include import and distribution of industrial goods, including primarily hand and power tools for professional and DIY use.

From 1 January to 26 June 2024, the Management Board operated in the following composition:

- Grzegorz Pinkosz President of the Management Board
- Maciej Lubnauer Vice-President of the Management Board
- Robert Borys Vice-President of the Management Board

On 26 June 2024, the Supervisory Board appointed Mr. Jan Jakub Szmidt to the position of Vice President of the Management Board. From that day until the approval of this report for publication, the Management Board operated in the following composition:

- Grzegorz Pinkosz President of the Management Board
- Maciej Lubnauer Vice-President of the Management Board
- Robert Borys Vice-President of the Management Board
- Jan Jakub Szmidt Vice-President of the Management Board

In the period from 1 January to 26 June 2024, the Supervisory Board of the Company was composed of the following members:

- Piotr Mondalski President of the Supervisory Board
- Jan Szmidt Vice-President of the Supervisory Board
- Dariusz Górka Member of the Supervisory Board
- Michał Kobus Member of the Supervisory Board
- Grzegorz Maciąg Member of the Supervisory Board
- Wojciech Bartłomiej Papierak Member of the Supervisory Board
- Beata Szmidt Member of the Supervisory Board

On 26 June 2024, the Annual General Meeting of Shareholders appointed the members of the Issuer's Supervisory Board for a new term. From that day until the approval of this report for publication, the Supervisory Board operated in the following composition:

- |                                |   |
|--------------------------------|---|
| • Piotr Mondalski              | President of the Supervisory Board      |
| • Jan Szmidt                   | Vice-President of the Supervisory Board |
| • Dariusz Górka                | Member of the Supervisory Board         |
| • Grzegorz Maciąg              | Member of the Supervisory Board         |
| • Wojciech Bartłomiej Papierak | Member of the Supervisory Board         |
| • Beata Szmidt                 | Member of the Supervisory Board         |
| • Zenon Beker                  | Member of the Supervisory Board         |

These condensed interim financial statements of the Company cover the period of 6 months ended on 30 June 2024. Comparative data is presented:

- as at 31 December 2023 for the interim statement of financial position,
- for the period from 1 January 2023 to 30 June 2023 and from 1 April 2023 to 30 June 2023 for the interim statement of profit or loss and other comprehensive income,
- for the period from 1 January 2023 to 30 June 2023 for the interim statement of cash flows,
- for the period from 1 January 2023 to 30 June 2023 for the interim statement of changes in equity.

These condensed interim financial statements of the Company for 6-month period ended 30 June 2023 were approved for publication by the Management Board on 28 August 2024.

The Company has also prepared the condensed interim consolidated financial statements for the 6-month period ended 30 June 2024, which were approved for publication by the Management Board on 28 August 2024.

## 2. Subsidiaries

As at 30 June 2024 the TOYA S.A. Capital Group comprised the following entities:

Entity name	Registered office	Business profile	Type of equity link	% of shares and votes held	Date of assuming control	Method of consolidation as at the end of the reporting period
TOYA S.A.	Wrocław, Poland	Distribution of hand and power tools	Parent Company	Not applicable	Not applicable	Not applicable – Group's Parent Company
Toya Romania S.A.	Bucharest, Romania	Distribution of hand and power tools	Subsidiary	99.99	November 2003	Full consolidation method
Yato Tools (Shanghai) Co., Ltd	Shanghai, China	Distribution of hand and power tools	Subsidiary	100.00	January 2013	Full consolidation method
Yato Tools (Jiaxing) Co., Ltd	Baibu Town, China	Distribution of hand and power tools	Subsidiary	100.00	December 2019	Full consolidation method

In the first half of 2024, there were no changes in the structure of subsidiaries.



### 3. Summary of significant accounting policies

#### 3.1 Basis for preparation

These condensed interim stand-alone financial statements have been prepared in accordance with IAS 34 „Interim Financial Reporting” approved by the EU.

They should be read jointly with the annual stand-alone financial statements for the year ended 31 December 2023 prepared in accordance with International Financial Reporting Standards (called „IFRS”) and interpretations issued by International Accounting Standards Board approved by European Union (called „EU”).

#### Going concern

These condensed interim financial statements have been prepared on the assumption that the Company will continue as going concerns in the foreseeable future.

#### 3.2 Accounting policies

The accounting principles are consistent with the principles applied in the annual financial statements for the financial year ended 31 December 2023, except for the adoption of new and amended standards, as described below.

#### 3.3 Impact of new or changed standards and interpretations on the Company's financial statements

These financial statements were prepared based on IFRS approved by the EU and effective for reporting periods beginning on or after 1 January 2023.

##### a) **New standards, interpretations and changes to existing standards that are effective in 2024**

- **Amendment to IAS 1 "Presentation of Financial Statements"**

The amendment clarifies that, as of the balance sheet date, an entity should not take into account covenants that will need to be met in the future when considering the classification of liabilities as current or non-current. However, the entity should disclose information about these covenants in the notes to the financial statements.

This amendment did not have an impact on the Company's financial statements.

- **Amendment to IAS 1 "Presentation of Financial Statements"**

The IASB has clarified the rules for classifying liabilities as current or non-current, primarily in two aspects:

- it was clarified that classification depends on the rights held by the entity as of the balance sheet date,
- the intentions of management regarding accelerating or deferring the payment of a liability are not taken into consideration.

This amendment did not have an impact on the Company's financial statements.

- **Amendment to IFRS 16 "Leases"**

The amendment clarifies the requirements regarding the measurement of the lease liability arising from a sale and leaseback transaction. It aims to prevent the incorrect recognition of the result on the transaction related to the retained right of use when lease payments are variable and not dependent on an index or rate.

This amendment did not have an impact on the Company's financial statements.

- **Amendments to IAS 7 "Statement of Cash Flows" and IFRS 7 "Financial Instruments – Disclosures"**

The amendments clarify the characteristics of financing agreements for payables to suppliers (so-called reverse factoring agreements) and introduce a disclosure requirement for agreements with suppliers, including their terms, amounts of liabilities, payment due dates, and information regarding liquidity risk.

This amendment did not have an impact on the Company's financial statements.

**b) New standards, interpretations, and amendments to existing standards that have not yet come into effect and have not been applied by the Company previously**

In this condensed consolidated financial statement, the Group has not opted for the early adoption of any standard, interpretation, or amendment that has been published but has not yet come into effect under European Union regulations. The information regarding these standards, as disclosed in the Company's financial statement for the year ended 31 December 2023, remains unchanged.

## 4. Seasonality

The Company's offer is aimed at the consumer market, which is sensitive to the seasons and weather conditions. However seasonality practically does not exist now. This is the result of the implemented policy of introducing a new assortment, adjusted to the seasons of the year, as well as the result of continuous improvement of logistics processes.

## 5. Property, plant and equipment

	30 June 2024 unaudited	31 December 2023
Land	2 907	2 907
Buildings and structures	7 004	7 215
Plant and equipment	3 106	3 301
Vehicles	4 145	1 174
Other	3 086	3 103
<b>Total</b>	<b>20 248</b>	<b>17 700</b>
Property, plant and equipment not transferred for use	1 001	602
<b>Total property, plant and equipment</b>	<b>21 249</b>	<b>18 302</b>

Under the "other" category, the Company primarily reports warehouse and display shelving, as well as office and warehouse furniture.



In the period from January 1 to 30 June 2024, the gross value of property, plant, and equipment increased by PLN 6,987 thousand, mainly due to the reclassification of transportation equipment from right-of-use assets, following the purchase at the end of the lease term. Additionally, the Company made purchases of IT equipment, display shelves, and elements of warehouse shelving. Depreciation of property, plant, and equipment recognized in the financial result amounted to PLN 2,212 thousand.

## 6. Right-of-use assets

	30 June 2024 unaudited	31 December 2023
Land	1 757	1 770
Buildings and structures	13 063	15 335
Plant and equipment	1 078	1 204
Vehicles	1 002	1 539
<b>Total</b>	<b>16 900</b>	<b>19 848</b>

In the first half of 2024, the Company did not conclude any new leasing agreements. Decrease in the gross value of right-of-use assets by PLN 2,165 thousand resulted from:

- indexation of fees in accordance with contracts concluded in previous years, as a result of which assets were increased by PLN 103 thousand,
- reclassification to fixed assets as a result of the purchase after the end of the leasing period, in accordance with the conditions provided for in the contract, as a result of which the assets were decreased by PLN 2,268 thousand.

Depreciation of right-of-use assets recognized in the financial result amounted to PLN 3,028 thousand.

## 7. Interests in subsidiaries

	Country	Type of equity link	% of shares and votes held	Value of shares
<b>30 June 2024</b>				
Toya Romania S.A.	Romania	Subsidiary	99.99	1 885
Yato Tools (Shanghai) Co. Ltd.	China	Subsidiary	100.00	20 746
Yato Tools (Jiaxing) Co. Ltd.	China	Subsidiary	100.00	48 172
				<b>70 803</b>
<b>31 December 2023</b>				
Toya Romania S.A.	Romania	Subsidiary	99.99	1 885
Yato Tools (Shanghai) Co. Ltd.	China	Subsidiary	100.00	20 746
Yato Tools (Jiaxing) Co. Ltd.	China	Subsidiary	100.00	48 172
				<b>70 803</b>



## 8. Inventory

	30 June 2024 unaudited	31 December 2023
Goods for resale at warehouse and in transit	259 330	204 077
Asset for expected returns from customers	458	378
<b>Total inventory (per balance sheet)</b>	<b>259 788</b>	<b>204 455</b>
Revaluation write-down for goods for resale	4 190	2 963
<b>Total inventory (gross)</b>	<b>263 978</b>	<b>207 418</b>

In accordance with IFRS 15, in the item "assets for expected returns from customers", the Company presents the value of goods which may be expected to be returned from customers after the end of the reporting period.

The table below presents changes in revaluation write-downs on inventory:

	2024	2023
<b>As at 1 January</b>	2 963	2 141
Increase	1 227	822
<b>As at 30 June (unaudited) / 31 December</b>	<b>4 190</b>	<b>2 963</b>

Recognition and reversal of an inventory write-down is recognized in profit or loss and presented as "cost of goods for resale sold".

## 9. Trade and other short-term receivables

	30 June 2024 unaudited	31 December 2023
Trade receivables from related parties	944	1 600
Trade receivables from third parties	45 922	32 429
<b>Total trade receipts</b>	<b>46 866</b>	<b>34 029</b>
Other receivables from other entities	68	52
Advances paid to related entities	2 094	0
Advances paid to other entities	936	0
Prepaid expenses	1 761	1 114
<b>Total gross receivables</b>	<b>51 725</b>	<b>35 195</b>
Allowance for the expected credit losses on trade receivables	(1 966)	(1 869)
Impairment write-downs of other receivables	(36)	(36)
<b>Total net receivables</b>	<b>49 723</b>	<b>33 290</b>

The Company performs individual and group analysis of impairment of trade receivables. Receivables are analysed individually when there is an objective evidence of impairment that may have a negative effect on the amount of future cash flows. Significant objective conditions include, for example, taking legal action against a debtor, serious financial problems of the debtor, significant overdue payments. In the case of short-term trade receivables analysed in groups, which do not have a significant financing element, the Company applies the simplified approach required in IFRS 9 and measures impairment losses in the amount of credit losses expected throughout the lifetime of the receivable from its initial recognition. The Company utilizes provision matrix where a fixed provision rate applies depending on the number of days that a trade receivable is outstanding.

For the purpose of estimation of the expected credit losses, trade receivables are grouped on the basis of credit risk characteristics (separate groups were determined for certain distribution channels – receivables from export customers, network customers, wholesale customers and individual customers).

Changes in the allowance for the expected credit losses of trade receivables are presented in the table below:

	2024	2023
<b>As at 1 January</b>	<b>1 869</b>	<b>1 950</b>
Write-off created in the period	97	
Utilization of write-offs created in the previous period	-	
Reversal of unused write-offs	-	(81)
<b>As at 30 June (unaudited) / 31 December</b>	<b>1 966</b>	<b>1 869</b>

Recognition and reversal of impairment losses on receivables has been included in the item: "expected credit losses".

## 10. Cash and cash equivalents

	30 June 2024 unaudited	31 December 2023
Cash in hand and at bank	13 052	49 107
<b>Total cash and cash equivalents</b>	<b>13 052</b>	<b>49 107</b>

## 11. Additional explanation to the cash flow statement

Reconciliation of changes in balance sheet items as shown in the statements of financial position and in the statements of cash flows:

6 months ended 30 June 2024	Balance sheet change	Adjustments	
		Measurement of cash in foreign currencies	Change in statement of cash flows
Change in trade and other receivables	(16 433)	-	(16 433)
Change in inventories	(55 333)	-	(55 333)
Change in provisions	377	-	377
Change in trade and other payables	12 425	-	12 425
Change in employee benefit liabilities	(2 188)	-	(2 188)
Change in cash	(36 055)	(7)	(36 062)



6 months ended 30 June 2023	Balance sheet change	Adjustments	
		Measurement of cash in foreign currencies	
		Change in statement of cash flows	
Change in trade and other receivables	23 413	-	23 413
Change in inventories	1 651	-	1 651
Change in provisions	(44)	-	(44)
Change in trade and other payables	2 257	-	2 257
Change in employee benefit liabilities	(2 019)	-	(2 019)
Change in cash	858	(17)	841

## 12. Share capital

As at 30 June 2024, the share capital amounts to PLN 7,504,222.60 and comprises 75,042,226 shares with a par value of PLN 0.1 each.

In the first half of 2024, there were no changes in the amount of share capital.

## 13. Earnings per share

	6 months ended 30 June		3 months ended 30 June	
	2024 unaudited	2023 unaudited	2024 unaudited	2023 unaudited
Net profit	27 367	25 078	16 936	15 137
Weighted average number of ordinary shares ('000)	75 042	75 042	75 042	75 042
<b>Basic earnings per share from continuing operations (PLN)</b>	<b>0.36</b>	<b>0.33</b>	<b>0.23</b>	<b>0.20</b>
Net profit attributable to ordinary shareholders used to calculate diluted earnings per share	27 362	25 078	16 936	15 137
Adjusted weighted average number of ordinary shares used for calculating diluted earnings per share ('000)	75 042	75 042	75 042	75 042
<b>Diluted earnings per share from continuing operations (PLN)</b>	<b>0.36</b>	<b>0.33</b>	<b>0.23</b>	<b>0.20</b>

Basic earnings per share were calculated by dividing the net profit by the weighted average number of ordinary shares during the period.

In the first half of 2024 and 2023 the Company had no potential dilutive instruments.

## 14. Resolutions on approving the annual report of Toya S.A. for 2023 and distribution of profit

On 26 June 2024, the General Meeting of Shareholders of Toya S.A. approved the financial statements of TOYA S.A. for 2023 and also decided to transfer the profit for 2023 in the amount of PLN 52,895 thousand to reserve capital.





## 15. Trade and other payables

	30 June 2024 unaudited	31 December 2023
Trade payables to related parties	6 033	3 809
Trade payables to third parties	23 124	15 234
<b>Total trade payables</b>	<b>29 157</b>	<b>19 043</b>
Tax liabilities	7 328	5 283
Liability due to expected goods returns	725	589
Prepayments received	7	66
Other payables to third parties	234	45
<b>Total other current payables</b>	<b>8 294</b>	<b>5 983</b>
<b>Total</b>	<b>37 451</b>	<b>25 026</b>

## 16. Loans and borrowings liabilities

	30 June 2024 unaudited	31 December 2023
Long-term bank loans an borrowings liabilities	-	-
Short-term bank loans an borrowings liabilities	1	-
<b>Total bank loans an borrowings liabilities</b>	<b>1</b>	<b>-</b>

### Compliance with the provisions of the loan agreement

As at 30 June 2024, the Company did not default on its debt repayment obligations or on any other of its obligations under loan agreements in a manner which would result in an acceleration of debt repayment.

Working capital loan agreements provide that the borrower maintains the financial debt ratios at the agreed level throughout the loan period. If the condition of maintaining the ratios at the level specified by the bank is not met, the bank has the right to terminate the loan agreements.

The nature of other loan repayment collaterals has not changed as compared to 31 December 2023.



Characteristics of credit agreements:

Object and value of agreement	Name of the Bank	Loan amount as per agreement as at 30 June 2024	Amount outstanding as at 30 June 2024 (*)	Loan amount according to the agreement as of 31 December 2023 (*)	Current interest rate	Date of expiry
1. Overdraft facility agreement No BDK/KR-RB/000054601/0641/10 of 22 December 2010	Bank Handlowy w Warszawie S.A.	70 000	-	-	WIBOR 1 M + bank's margin	13 December 2024
2. Overdraft credit facility agreement No 09/030/19/Z/VV	mBank S.A. with its registered office in Warsaw	60 000	-	-	WIBOR ON + bank's margin	15 November 2024
3. Overdraft credit facility agreement No WAR/8833/20/326/CB	BNP Paribas Bank Polska S.A. with its registered office in Warsaw	25 000	1	-	WIBOR 1 M + bank's margin	27 March 2025
<b>Total liabilities, of which:</b>		155 000	1	-		
– short-term portion		155 000	1	-		
– long-term portion		-	-	-		

(\*) the amount used is presented together with interest due but not repaid as at 30 June 2024 and 31 December 2023

## 17. Sales revenue

	6 months ended 30 June		3 months ended 30 June	
	2024 unaudited	2023 unaudited	2024 unaudited	2023 unaudited
Sales of goods for resale	302 974	291 533	157 375	156 049
<b>Total sales revenue</b>	<b>302 974</b>	<b>291 533</b>	<b>157 375</b>	<b>156 049</b>

The geographical structure of revenues from sales has been presented below:

	6 months ended 30 June 2024 unaudited		6 months ended 30 June 2023 unaudited		3 months ended 30 June 2024 unaudited		3 months ended 30 June 2023 unaudited	
	Sales revenue	Share	Sales revenue	Share	Sales revenue	Share	Sales revenue	Share
Ukraine	20 775	6.8%	17 987	6.2%	10 959	7.0%	10 314	6.6%
Hungary	14 894	4.9%	12 451	4.2%	7 629	4.8%	5 995	3.8%
Belarus	11 985	4.0%	10 713	3.6%	6 974	4.4%	6 033	3.9%
Baltic countries	9 878	3.3%	11 077	3.8%	5 190	3.3%	5 935	3.8%
Czech Republic	7 477	2.5%	5 801	2.0%	3 655	2.3%	2 852	1.8%
Romania	7 086	2.3%	19 805	6.8%	5 016	3.2%	12 736	8.2%
Moldova	5 606	1.9%	4 076	1.4%	2 950	1.9%	2 351	1.5%
Greece	3 445	1.1%	4 007	1.4%	1 664	1.1%	1 939	1.2%
Bulgaria	2 703	0.9%	4 653	1.6%	1 510	1.0%	3 108	2.0%
Germany	1 914	0.6%	2 846	1.0%	932	0.6%	1 311	0.9%
Croatia	1 762	0.6%	1 968	0.7%	821	0.5%	1 040	0.7%
Europe – other EU countries	2 726	0.9%	3 269	1.1%	1 481	0.9%	1 476	0.9%
Europe – other non-EU countries	6 004	2.0%	7 223	2.5%	2 966	1.9%	3 529	2.3%
Other continents	919	0.3%	1 840	0.6%	598	0.4%	1 090	0.7%
<b>Total export</b>	<b>97 174</b>	<b>32.1%</b>	<b>107 716</b>	<b>36.9%</b>	<b>52 345</b>	<b>33.3%</b>	<b>59 709</b>	<b>38.3%</b>
Poland	205 800	67.9%	183 817	63.1%	105 030	66.7%	96 340	61.7%
<b>Total sales revenue</b>	<b>302 974</b>	<b>100.0%</b>	<b>291 533</b>	<b>100.0%</b>	<b>157 375</b>	<b>100.0%</b>	<b>156 049</b>	<b>100.0%</b>

## 18. Operating segments

The Management Board of the Company makes decisions related to the Company's operations from the perspective of distribution channels and geographical coverage.

The Company specifies four operating and reporting segments for its activities:

- sales on local market to retail networks;
- sales on local market to wholesale market;
- export sales;
- retail sales – mainly e-commerce sales.

Foreign markets are serviced using the Company's sales department. Sales on the domestic market are carried out through a network of wholesalers and stores, as well as sales using sales representatives. Within the network segment, the Company cooperates with large retail chains in Poland. Retail sales mainly include sales carried out via an online store and online sales platforms.

Data analysed by the Management Board of the Company for segment description is consistent with the data disclosed in the statement of comprehensive income.

The Company did not record sales revenues exceeding 10% of total revenues with any entity.

As at 30 June 2024, the Company's assets amounted to PLN 437,254 thousand and the Company's liabilities amounted to PLN 65,482 thousand and related entirely to the commercial activities. The Company's Management Board does not analyse the Company's assets by segment. Assets are monitored at the company level, hence they are not allocated to individual segments.

The Company has no non-current assets located abroad.

The most important geographic export directions of the Company are disclosed in note 17.

The Company has been present on the markets of Eastern Europe for a long time, in particular in Ukraine, Belarus and Russia. Despite its long presence on these markets, the Group did not have any assets there and transactions with local customers were of a short-term nature. The Russian-Ukrainian conflict that started with hostilities on 24 February 2022 disrupted trade relations in these markets, resulting in a temporary freezing of relations with some customers.

It should be emphasized that the Company complies with all sanctions imposed by the European Union, Poland and the governments of other countries imposed on entities, persons and goods indicated in the relevant legal acts. The Company has implemented appropriate procedures in this regard. However, the implemented procedures and the need to verify and comply with all economic sanctions result in a slowdown in trade with customers from these markets, which is beyond the Company's control. This may impact trading with customers present in these markets.



## Operating segments (cont.)

6 months ended 30 June 2024 (unaudited)	EXPORT SALES	WHOLESALE MARKET	RETAIL NETWORKS	RETAIL SALES	Total
<b>Sales revenue</b>					
Sales to external customers	97 175	125 242	35 959	44 598	302 974
<b>Total segment revenue</b>	<b>97 175</b>	<b>125 242</b>	<b>35 959</b>	<b>44 598</b>	<b>302 974</b>
<b>Cost of goods sold</b>					
Sales to external customers	(72 495)	(85 232)	(25 547)	(26 471)	(209 745)
<b>Total costs of goods sold</b>	<b>(72 495)</b>	<b>(85 232)</b>	<b>(25 547)</b>	<b>(26 471)</b>	<b>(209 745)</b>
<b>Gross profit</b>	<b>24 680</b>	<b>40 010</b>	<b>10 412</b>	<b>18 127</b>	<b>93 229</b>
<b>Gross profit margin</b>	<b>25%</b>	<b>32%</b>	<b>29%</b>	<b>41%</b>	<b>31%</b>

6 months ended 30 June 2023 (unaudited)	EXPORT SALES	WHOLESALE MARKET	RETAIL NETWORKS	RETAIL SALES	Total
<b>Sales revenue</b>					
Sales to external customers	107 716	123 144	34 467	26 206	291 533
<b>Total segment revenue</b>	<b>107 716</b>	<b>123 144</b>	<b>34 467</b>	<b>26 206</b>	<b>291 533</b>
<b>Cost of goods sold</b>					
Sales to external customers	(83 097)	(86 917)	(25 214)	(14 994)	(210 222)
<b>Total costs of goods sold</b>	<b>(83 097)</b>	<b>(86 917)</b>	<b>(25 214)</b>	<b>(14 994)</b>	<b>(210 222)</b>
<b>Gross profit</b>	<b>24 619</b>	<b>36 227</b>	<b>9 253</b>	<b>11 212</b>	<b>81 311</b>
<b>Gross profit margin</b>	<b>23%</b>	<b>29%</b>	<b>27%</b>	<b>43%</b>	<b>28%</b>



## Operating segments (cont.)

3 months ended 30 June 2023 (unaudited)	<i>EXPORT SALES</i>	<i>WHOLESALE MARKET</i>	<i>RETAIL NETWORKS</i>	<i>RETAIL SALES</i>	<b>Total</b>
<b>Sales revenue</b>					
Sales to external customers	52 346	63 828	17 996	23 205	157 375
<b>Total segment revenue</b>	<b>52 346</b>	<b>63 828</b>	<b>17 996</b>	<b>23 205</b>	<b>157 375</b>
<b>Cost of goods sold</b>					
Sales to external customers	(38 925)	(41 760)	(12 132)	(13 329)	(106 146)
<b>Total costs of goods sold</b>	<b>(38 925)</b>	<b>(41 760)</b>	<b>(12 132)</b>	<b>(13 329)</b>	<b>(106 146)</b>
<b>Gross profit</b>	<b>13 421</b>	<b>22 068</b>	<b>5 864</b>	<b>9 876</b>	<b>51 229</b>
<b>Gross profit margin</b>	<b>26%</b>	<b>35%</b>	<b>33%</b>	<b>43%</b>	<b>33%</b>

3 months ended 30 June 2023 (unaudited)	<i>EXPORT SALES</i>	<i>WHOLESALE MARKET</i>	<i>RETAIL NETWORKS</i>	<i>RETAIL SALES</i>	<b>Total</b>
<b>Sales revenue</b>					
Sales to external customers	59 708	62 539	17 783	16 019	156 049
<b>Total segment revenue</b>	<b>59 708</b>	<b>62 539</b>	<b>17 783</b>	<b>16 019</b>	<b>156 049</b>
<b>Cost of goods sold</b>					
Sales to external customers	(46 555)	(43 840)	(12 963)	(9 200)	(112 558)
<b>Total costs of goods sold</b>	<b>(46 555)</b>	<b>(43 840)</b>	<b>(12 963)</b>	<b>(9 200)</b>	<b>(112 558)</b>
<b>Gross profit</b>	<b>13 153</b>	<b>18 699</b>	<b>4 820</b>	<b>6 819</b>	<b>43 491</b>
<b>Gross profit margin</b>	<b>22%</b>	<b>30%</b>	<b>27%</b>	<b>43%</b>	<b>28%</b>



## 19. Costs by type and cost of goods for resale sold

	6 months ended 30 June		3 months ended 30 June	
	2024	2023	2024	2023
	unaudited	unaudited	unaudited	unaudited
Amortisation and depreciation	5 577	4 558	3 192	2 289
Material and energy consumption	3 618	3 252	1 613	1 188
Third-party services, including:	19 709	12 373	10 438	6 710
<i>costs of transportation</i>	5 755	3 678	3 445	1 989
<i>logistics services (external warehouses)</i>	-	201	-	-
<i>IT, telecommunications and postal costs</i>	1 342	1 177	727	625
<i>online sales platform access services</i>	5 860	3 425	2 741	2 012
<i>service charges for warehouse lease agreements</i>	1 344	1 248	695	578
<i>legal, audit and consulting costs</i>	2 450	683	1 370	421
<i>other third-party services</i>	2 958	1 961	1 460	1 085
Taxes and fees	1 298	1 166	713	607
Costs of employee benefits, including:	27 942	23 808	14 259	12 180
<i>Salaries</i>	23 279	19 699	11 886	10 051
<i>Social security</i>	3 967	3 531	2 009	1 840
<i>Employee capital plans</i>	107	86	61	41
<i>Other</i>	589	492	303	247
Other costs by type	2 799	3 477	1 457	1 723
Value of goods for resale and materials sold	209 745	210 222	106 146	112 558
<b>Total costs by type and value of goods for resale sold</b>	<b>270 688</b>	<b>258 856</b>	<b>137 818</b>	<b>137 255</b>
Selling costs, including:	48 004	37 009	24 875	18 427
<i>amortisation and depreciation</i>	4 647	3 801	2 673	1 905
<i>costs of employee benefits</i>	18 952	15 608	9 636	7 768
Administrative expenses, including:	12 939	11 625	6 797	6 270
<i>amortisation and depreciation</i>	930	757	519	384
<i>costs of employee benefits</i>	8 990	8 200	4 623	4 411
Value of goods for resale sold	209 745	210 222	106 146	112 558
<b>Costs by type and value of goods sold</b>	<b>270 688</b>	<b>258 856</b>	<b>137 818</b>	<b>137 255</b>

## 20. Income tax

	6 months ended 30 June		3 months ended 30 June	
	2024	2023	2024	2023
	unaudited	unaudited	unaudited	unaudited
Profit before tax	33 882	31 407	20 998	18 856
Tax rate applicable in the period	19%	19%	19%	19%
<b>Tax calculated at the applicable tax rate</b>	<b>6 438</b>	<b>5 967</b>	<b>3 990</b>	<b>3 582</b>
<b>Tax effect of the following items:</b>				
permanent tax differences – costs	148	362	96	137
tax relating to previous years	(47)	-	-	-
tax relief	(24)	-	(24)	-
<b>Income tax reported in the profit and loss account</b>	<b>6 515</b>	<b>6 329</b>	<b>4 062</b>	<b>3 719</b>
- current portion	7 021	6 316	3 216	3 940
- deferred portion	(506)	13	847	(221)

## 21. Changes in estimates

### 21.1 Inventory write-down

In the first half of 2024 the Company increased the inventory write-down to the level of their net realizable value by PLN 1,227 thousand, while in the same period of 2023 the write-down on inventories was increased by PLN 105 thousand. The need to significantly increase impairment allowances in the first half of 2024 was due to unstable demand in one of the European markets.

### 21.2 Write-off for expected credit losses on receivables

In the first half of 2024, the Company increased the write-off due to expected credit losses related to trade receivables by PLN 97 thousand (in the same period of 2023 the write-off was decreased by PLN 119 thousand).

### 21.3 Employee benefits obligations

In the first half of 2024, liabilities due to employee benefits decreased by PLN 2,188 thousand, mainly as a result of settlement of employee salaries liabilities recognized as at 31 December 2023.

In the first half of 2024, the Company increased the provision for unused holidays by the amount of PLN 531 thousand (in the same period of 2023 the provision was increased by PLN 457 thousand).

### 21.4 Provisions

In the first half of 2024, the Company decreased the warranty provision by PLN 377 thousand (in the same period of 2023 the provision was decreased by PLN 44 thousand.)

### 21.5 Deferred tax

Deferred tax asset has increased in the first half of 2024 by PLN 506 thousand, mainly as a result of temporary differences from provisions created for liabilities, with the simultaneous use of provisions created as at 31 December 2023. In the corresponding period of 2023, deferred tax asset was decreased by PLN 13 thousand.

According to the Management Board, there is no risk that the deferred tax asset could not be realized.

## 22. Fair value of financial instruments

Book value of financial assets and liabilities approximates their fair value. In the first half of 2024 and 2023, there were no changes in the business conditions and economic situation that would affect the fair value of financial assets and liabilities.

## 23. Financial guarantees granted and received

As at 30 June 2024, the Company was a party to the following guarantee agreements in connection with its activities, granted by the following entities:

No	Counterparty	Type of guarantee	Subject matter and value	Date of expiry
1	Bank Handlowy w Warszawie S.A.	Guarantee of payment for the lease of warehouses in Nadarzyn	Bank guarantee in the amount of EUR 613,352	28 February 2025
2	Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A.	Contract on granting a customs debt guarantee	The security for repayment of custom debts, taxes and other fees associated with goods released into free circulation based on customs declaration, in the amount of PLN 270,000	31 December 2024

On 12 June 2019, TOYA S.A. granted a guarantee of payment of liabilities arising from warehouse and office rental agreement by Toya Romania S.A. to the landlord up to the amount of EUR 115 thousand. The lease agreement was concluded on 8 February 2019 and covers a period of 10 years, with the option of changing this period. The warranty expires 3 months after the date of termination of the lease.

On 29 March 2024, TOYA S.A. entered into a guarantee agreement with Citibank (China) Company Limited - Shanghai Branch, headquartered in the People's Republic of China, in order to secure the repayment of the bank's receivables arising from the short-term revolving credit agreement concluded by YATO TOOLS (Shanghai) Co., Ltd., in the amount of CNY 60,000 thousand. The agreement provides a guarantee from TOYA S.A. for the subsidiary's obligations up to the amount of CNY 72,000 thousand. The guarantee is valid until 31 August 2025.

## 24. Contingent assets and liabilities

As at 30 June 2024, the Company had no significant contingent liabilities or contingent assets.

## 25. Transactions with related entities

In the first half of 2024 and 2023, the Company effected transactions with the following related parties:

- Toya Romania SA – subsidiary;
- Yato Tools (Shanghai) Co., Ltd. – subsidiary;
- Yato Tools (Jiaxing) Co., Ltd. – subsidiary;
- Toyota Katowice Sp. z o.o. – related entity through key management;
- Unicase Sp. z o.o. – related entity through key management;
- Grzegorz Pinkosz – President of the Management Board – key management personnel;
- Maciej Lubnauer – Vice President of the Management Board – key management personnel;
- Robert Borys – Vice President of the Management Board – key management personnel;
- Jan Jakub Szmidt – Vice President of the Management Board – key management personnel (since 26 June 2024);
- Piotr Mondalski – Chairman of the Supervisory Board – key management personnel;

- Jan Szmidt – Vice Chairman of the Supervisory Board – key management personnel;
- Grzegorz Maciąg – Member of the Supervisory Board – key management personnel;
- Dariusz Górka – Member of the Supervisory Board – key management personnel;
- Michał Kobus – Member of the Supervisory Board – key management personnel (until 26 June 2024);
- Wojciech Bartłomiej Papierak – key management personnel;
- Beata Szmidt – Member of the Supervisory Board – key management personnel;
- Zenon Beker – Member of the Supervisory Board – key management personnel (since 26 June 2024).

Statement of transactions and balances with related entities:

	Trade and other receivables	Paid prepayments	Trade and other payables	Revenues from the sale of goods and services and other revenues	Purchases of goods and services
<b>30.06.2024 (unaudited)</b>			<b>01.01.2024-30.06.2024</b>		
Subsidiaries, including:	939	2 094	6 033	7 133	344 792
<i>TOYA Romania S.A.</i>	939	-	-	7 127	-
<i>Yato Tools (Shanghai) Co. Ltd.</i>	-	-	-	-	38 741
<i>Yato Tools (Jiaxing) Co. Ltd.</i>	-	2 094	6 033	6	306 051
Entities related through key management personnel	5		-	46	15
<b>Total</b>	<b>944</b>	<b>2 094</b>	<b>6 033</b>	<b>7 179</b>	<b>344 807</b>
<b>31.12.2023</b>			<b>01.01.2023-30.06.2023</b>		
Subsidiaries, including:	1 592	-	3 809	19 857	152 518
<i>TOYA Romania S.A.</i>	1 592	-	-	19 849	-
<i>Yato Tools (Shanghai) Co. Ltd.</i>	-	-	39	-	18 137
<i>Yato Tools (Jiaxing) Co. Ltd.</i>	-	-	3 770	8	134 381
Entities related through key management personnel	8		-	43	-
<b>Total</b>	<b>1 600</b>	<b>-</b>	<b>3 809</b>	<b>19 900</b>	<b>152 518</b>

Related party transactions are entered into on arm's length terms in the course of the Company's day-to-day operations.

The remuneration and benefits paid or payable to the Company's key management personnel are as follows:

	6 months ended 30 June	
	2024	2023
Remunerations and benefits under employment contracts and appointment contracts - Management Board	2 715	2 707
Social insurance (ZUS) costs borne by the Company - Management Board	6	6
Remunerations for positions held - Supervisory Board	451	308
Social insurance (ZUS) costs borne by the Company - Supervisory Board	80	52
Employee Capital Plans (PPK) financed by the Company	5	3

## 26. Material events subsequent to the end of reporting period

No significant events occurred after 30 June 2024:

Management Board of Toya S.A.

Date	Name and surname	Position	Signature
28 August 2024	Grzegorz Pinkosz	President of the Management Board	
28 August 2024	Maciej Lubnauer	Vice-President of the Management Board	
28 August 2024	Robert Borys	Vice-President of the Management Board	
28 August 2024	Jan Jakub Szmidt	Vice-President of the Management Board	

Person responsible for bookkeeping:

Date	Name and surname	Position	Signature
28 August 2024	Iwona Banik	Chief Accountant	