

# REVISED STATEMENT OF THE MANAGEMENT BOARD ON THE ACTIVITY OF CAPITAL GROUP OF J.W. CONSTRUCTION HOLDING S.A.

FOR THE FIRST HALF OF 2020



Ząbki, 19 November 2020

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

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## 1. Introduction

J.W. Construction Holding S.A. with its registered office in Ząbki (Dominant Entity) registered in the Register of Entrepreneurs of the National Court Register under no. 0000028142, whose registration files are kept by the District Court for the Capital City of Warsaw in Warsaw, XIV Commercial Division of the National Court Register, is the parent company of the J.W. Construction Holding S.A. Capital Group. ("Group").

The Group's history begins in 1993. The Company was established as a result of the transformation of Towarzystwo Budowlano Mieszkaniowego Batory Sp. z o.o. with its registered office in Ząbki, which was established (conclusion of the company agreement) on 10 February 1994 and registered on 7 March 1994. The registration of the transformation of the limited liability company into a joint-stock company was made on the basis of a notarial deed dated 28 December 2000 by the District Court for the capital city of Warsaw in Warsaw, XVI Commercial and Registration Department on 15 January 2001.

The registration of the Company in the Register of Entrepreneurs of the National Court Register took place on 16 July 2001, together with the registration of the change of the company name from the former Towarzystwo Budowlano - Mieszkaniowe Batory S.A. to the current one of J.W. Construction Holding S.A.

The Company's share capital amounts to PLN 17,771,888.60 and is divided into 88,859,443 ordinary bearer shares with a nominal value of PLN 0.20 each. The capital is divided into 54,073,280 series A and B shares and 34,786,163 series C shares.

There are four branches within the Company:

- J.W. Construction Holding S.A. Hotel 500" Branch in Ząbki - within the framework of which three Hotel 500 chain facilities located in Zegrze Południowe near Warsaw, in Stryków near Łódź and Tarnów Podgórny near Poznań operate.

- J.W. Construction Holding S.A. "Czarny Potok" Branch in Ząbki - where the Czarny Potok resort & spa in Krynica Zdrój operates.

- J.W. Construction Holding S.A. FIRST FLOOR Branch in Ząbki - within which the restaurant located at 31 Kasprzaka Street in Warsaw operates.

- J.W. Construction Holding S.A. Branch of Porta Szczecin in Ząbki - within the framework of which activity is conducted on the assets of the acquired company Porta Transport Sp. z o.o. in Szczecin and the Company's properties adjacent to them.

## 2. Composition of the Issuer's Capital Group

The composition of the Issuer's Capital Group together with information on entities subject to consolidation is presented in the Condensed Consolidated Financial Statements.

## 3. The principles of preparation of the interim consolidated financial statements

The principles of preparation of the consolidated financial statements are described in the Financial Statements under "Adopted accounting principles (policy)".

## 4. Selected financial data containing basic items of the condensed financial statements for the period of 6 months

Below are presented selected financial data from both the consolidated and unconsolidated financial statements (also converted into EUR).

Consolidated balance sheet item	30.06.2020		31.12.2019	
	PLN	EUR	PLN	EUR
<b>Total assets</b>	<b>1 808 014</b>	<b>404 840</b>	<b>1 668 809</b>	<b>391 877</b>
Fixed assets	783 494	175 435	817 303	191 923
Current assets	1 024 520	229 404	851 506	199 955
<b>Total liabilities and equity</b>	<b>1 808 014</b>	<b>404 840</b>	<b>1 668 809</b>	<b>391 877</b>
Equity	713 804	159 831	727 913	170 932
Non-current liabilities	414 832	92 887	354 771	83 309
Current liabilities	669 929	150 007	575 220	135 076

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

Future long-term discounted lease payments	7 856	1 759	9 347	2 195
Future short-term discounted lease payments	1 593	357	1 559	366

Consolidated profit and loss account item	01-01-2020 to 30-06-2020		01-01-2019 to 30-06-2019	
	PLN	EUR	PLN	EUR
Net revenues from sales of products, goods and materials	68 419	15 405	172 078	40 038
Costs of products, goods and materials sold	57 045	12 844	136 253	31 703
<b>Gross profit (loss) from sales</b>	<b>11 375</b>	<b>2 561</b>	<b>35 826</b>	<b>8 336</b>
Costs of sales	9 184	2 068	11 303	2 630
Overheads	11 932	2 687	16 036	3 731
Profit (loss) from sales	-13 040	-2 936	7 662	1 783
Profit (loss) on operations	-18 022	-4 058	5 445	1 267
<b>Gross profit (loss)</b>	<b>-23 726</b>	<b>-5 342</b>	<b>1 484</b>	<b>345</b>
Income tax	-8 297	-1 868	83	19
<b>Net profit (loss)</b>	<b>-15 429</b>	<b>-3 474</b>	<b>1 402</b>	<b>326</b>

Issuer's balance sheet item Adjustment	30.06.2020		31.12.2019	
	PLN	EUR	PLN	EUR
<b>Total assets</b>	<b>1 543 763</b>	<b>345 670</b>	<b>1 437 921</b>	<b>337 659</b>
Fixed assets	763 384	170 932	826 991	194 198
Current assets	780 379	174 738	610 930	143 461
<b>Total liabilities and equity</b>	<b>1 543 763</b>	<b>345 670</b>	<b>1 437 921</b>	<b>337 659</b>
Equity	753 221	168 657	763 024	179 177
Non-current liabilities	275 432	61 673	195 696	45 954
Current liabilities	506 557	113 425	469 205	110 181
Future long-term discounted lease payments	6 973	1 561	8 450	1 984
Future short-term discounted lease payments	1 581	354	1 546	363

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

Profit and loss account item Adjustment	01-01-2020 to 30-06-2020		01-01-2019 to 30-06-2019	
	PLN	EUR	PLN	EUR
Net revenues from sales of products, goods and materials	57 695	12 991	158 625	36 908
Costs of products, goods and materials sold	44 969	10 125	122 896	28 595
<b>Gross profit (loss) from sales</b>	<b>12 726</b>	<b>2 866</b>	<b>35 729</b>	<b>8 313</b>
Costs of sales	8 482	1 910	10 492	2 441
Overheads	10 484	2 361	14 145	3 291
Profit (loss) from sales	-9 538	-2 148	10 268	2 389
Profit (loss) on operations	-17 469	-3 933	8 468	1 970
<b>Gross profit (loss)</b>	<b>-18 625</b>	<b>-4 194</b>	<b>4 460</b>	<b>1 038</b>
Income tax	-8 904	-2 005	653	152
<b>Net profit (loss)</b>	<b>-9 721</b>	<b>-2 189</b>	<b>3 807</b>	<b>886</b>

#### Description of the Group's activities and key events in the first half of 2020

In the period covered by the report, the following significant events occurred:

##### Corporate affairs:

###### Corporate affairs

On 5 March 2020, an Extraordinary General Meeting was held, which adopted resolutions on:

- confirmation of the Company's legal action concerning the lease agreement of an organised part of the enterprise within the meaning of art. 55<sup>1</sup> of the Civil Code, concluded on 7 January 2020 in the form of FIRST FLOOR restaurant in Warsaw at Kasprzaka 31 Street for the benefit of the subsidiary Varsovia Apartamenty Sp. z o.o. with its registered office in Ząbki,

Granting an additional, one-time gross remuneration of PLN 1,000 each to members of the Supervisory Board Ryszard Matkowski and Marek Maruszyński.

###### Bond issue programme

On 28 January 2020 the Company's Management Board adopted a resolution on establishing a bond issue programme ("Programme"). Under the Programme, the Company intended to issue, in one or more series, bonds with a maximum nominal value of up to PLN 100,000,000 ("Bonds"). In order to implement the Programme, on 28 January 2020, a Programme Agreement was concluded with Bank Polska Kasa Opieki S.A. with its registered office in Warsaw ("Bank") under which the Bank was entrusted with the duties of the organiser, Calculation Agent and Dealer. The Programme remains open.

###### Own share buy-back program conducted within the program.

On 1 June 2020, the Management Board of the Company decided to complete the buy-back of own shares conducted through Dom Maklerski Banku Ochrony Środowiska S.A. with its registered office in Warsaw as part of the program in accordance with the Regulation (EU) No 596/2014 of the European Parliament and of the Council on market abuse and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC (EU Official Journal L.2014/173.1), under which the Company acquired 84,337 shares entitling to 84,337 votes at the General Meeting.

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

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Letter of Intent

On 24.02.2020 the Company's Management Board informed of signing a letter of intent with the Polish Hospitality Group Luxury Hotels Sp. z o.o. with registered office in Krakow ("PHGLH"), the subject of which was to determine preliminary conditions of sale of developed real estate located in Krakow at 19-21 Wielopole Street and 86-90 Dietla Street ("Real Estate"). The parties agreed that the price of the Real Estate shall not be lower than PLN 100,000,000 net. Despite having extended the validity of the letter, at the request of the interested party, the letter expired on 8 June 2020.

**Credits:**

Credit agreements

On 3 April 2020 the Company concluded a credit agreement with mBank S.A. based in Warsaw, on the basis of which the Bank granted the Company a working capital credit in the amount of PLN 17,300,000 to finance the Company's current operations. The final repayment date was set at 30 December 2021.

On 25 June 2020 the Company concluded a credit agreement with Millennium Bank S.A. with its registered office in Warsaw, on the basis of which the Bank granted the Company a working capital loan in the amount of PLN 49,900,000 to finance the investment of Bliska Wola Stage D in Warsaw at Kasprzaka/Prymasa Tysiąclecia Street. The final date of credit repayment was set on 22 December 2021.

On 26 June 2020 the Company concluded a credit agreement with Alior Bank S.A. with its registered office in Warsaw, on the basis of which the Bank granted the Company a credit in the current account in the amount of PLN 33,000,000, to be used to finance the Company's current operations. The final repayment date was set for 25 June 2022.

Annex to the credit agreement

On 9 April 2020 the Company concluded an Annex to the overdraft agreement, granted by PKO BP S.A., in the amount of PLN 15,000,000. Under the Annex, as in previous periods, the agreement was renewed, the date of use and repayment of the credit have been postponed. The new loan repayment date was set at 25 October 2020.

On 9 April 2020 J.W. Construction Sp. z o.o., a subsidiary of the Issuer, concluded an annex to the overdraft agreement, granted by PKO BP S.A., in the amount of 7.000.000 PLN. Under the annex, the date of use and repayment of the loan have been postponed. The new loan repayment date was set at 25 October 2020.

On 16 April 2020 the Company concluded an Annex to the investment loan agreement for the Czarny Potok investment granted by PKO BP. Under the Annex, the deadline for repayment of the last instalment of the loan of PLN 2.1 million was postponed. The new credit repayment date was set at 30.06.2020. The Company made a full repayment of the credit in accordance with the terms of the Annex.

On 25 May 2020 the Company concluded an agreement with Plus Bank for an overdraft facility granted by PLUS Bank S.A. of PLN 6 million. Under the agreement the date of using and repaying the credit have been postponed. The new repayment date was set at 25 July 2020. The Company made a full repayment of the credit in accordance with the terms of the agreement.

On 29 May 2020, the Company concluded an Annex to a credit agreement in the current account granted by Bank Millenium SA in the amount of PLN 16,830,000. Under the Annex, the deadline for use and repayment date have been postponed. The new loan repayment date was set at 31 May 2021.

Loan repayment

On 30 June 2020 the Company made a total repayment of the investment credit in the amount of PLN 66,803,028 granted by PKO BP S.A. to co-finance the realization of Czarny Potok investment.

**Building permits, occupancy permits, other significant transactions:**

Building permit

On 14 May 2020 the Company received a building permit for a complex of 24 single-family terraced houses located in Kręczki Kaputy, Ożarów Mazowiecki commune. The permit is legally binding.

**Information on the issue, purchase and redemption of debt and equity securities**

Interest paid

On 24 April 2020, the Company paid interest on series JWX0116 bonds.

On 15 May 2020, the Company paid interest on JW10522 bonds marked with the PLJWC0000126 code

On 29 May 2020 and 12 June 2020, the Company paid interest on bonds series JWC0522 marked with ISIN code PLJWC0000118

JWX0116 bonds

On 4 May 2020, the redemption date of the JWX0116 series bonds issued pursuant to the Resolution of the Management Board of the Company of 24 April 2013 was changed, the redemption date of the JWX0116 series bonds was set at 25 November 2022.

On 12 June 2020, an amendment was made to the terms and conditions of issue of bonds series JWX0116, issued on the basis of the Resolution of the Management Board of the Company of 24 April 2013, introducing additional provisions in the scope of the impossibility of making deductions and compensations, subordinating the repayment of bonds series JWX0116 to the repayment of ISIN PLJWC00000118 and PLJWC00000126 bonds, determining the amounts of permissible redemptions of bonds before maturity, determining the possibility of changing interest periods and interest amounts.

JW10522 ISIN PLJWC0000126 bonds

As part of the process started on 28 April 2020 with the convening of the first meeting of the Bondholders of the JWC1120 series of bonds marked with ISIN code PLJWC0000126 "Bonds" by the Management Board of the Company, on 29 May 2020 the change of the conditions of the Bonds was carried out at the Meeting of Bondholders by:

- 1) change of the final redemption date of the Bonds from the previously set date of November 16, 2020 to the new date of May 16, 2022;
- 2) introduction of additional dates of partial redemptions:
  - 15% of the original nominal value of the Bonds payable on the third anniversary of the issue,
  - 4% of the nominal value of each of the Bonds payable on 15 June 2021,
  - 6% of the nominal value of each of the Bonds payable on 15 September 2021,
  - 6% of the nominal value of each of the Bonds payable on 15 December 2021,
  - 4% of the nominal value of each of the Bonds payable on 15 March 2022,
  - 10% of the nominal value of each of the Bonds payable on 16 May 2022,
- 3) change of the name of the Bonds series from the current JWC1120 to the new JW10522;
- 4) The collateral for the Bonds and bonds of the JWC0620 series marked with ISIN code PLJWC0000118 ("JWC0620 Bonds") shall be secured with a contractual joint mortgage, constituting 150 % of the nominal value of the outstanding Bonds and JWC0620 Bonds, on real estate covered by the land and mortgage registers:
  - a) On owned by the Company property located in Krakow at 86, 88, 90, Wielopole 19, 21 Dietla Street, covering a plot of land with the number 124/1, for which the land and mortgage register number KR1P/00008281/4 is kept, i.e. the ownership title to each of the 33 independent premises for which

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

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separate land and mortgage registers are kept with the number KR1P/00008281/4: KR1P/00568567/6, KR1P/00568568/3, KR1P/00568569/0, KR1P/00568570/0, KR1P/00568571/7, KR1P/00568581/0, KR1P/00568582/7, KR1P/00568583/4, KR1P/00568584/1, KR1P/00568585/8, KR1P/00568586/5, KR1P/00568587/2, KR1P/00568588/9, KR1P/00568589/6, KR1P/00568590/6, KR1P/00568591/3, KR1P/00568592/0, KR1P/00568593/7, KR1P/00568594/4, KR1P/00568595/1, KR1P/00568596/8, KR1P/00568597/5, KR1P/00574796/5, KR1P/00574797/2, KR1P/00574798/9, KR1P/00574799/6, KR1P/00574800/7, KR1P/00574803/8, KR1P/00574805/2, KR1P/00574807/6, KR1P/00574808/3, KR1P/00574809/0, KR1P/00574810/0, together with associated rights, i.e. shares in the land property on which the building is located, in which the premises covered by the land and mortgage register number KR1P/000008281/4 are located, and

- b) the Company's right of perpetual usufruct, owned by the Capital City of Warsaw, of real estate located in Warsaw, Ursynów district, at Pileckiego Street, covering a 5/1 plot of land and mortgage register number WA2M/00110066/5 and
  - c) the Company's right to the property located in Warsaw, Białołęka district, ul. Lewandów, covering the plot of land with registration numbers 59/2, 49/5, 59/3, 50/5, 51/2, 52/5, 59/4, 59/5, 60/3, 60/4, 60/5, 60/6, 61/9, 22/5, 23/5, 24/3, 25/5/5, 29/5, 22/7, 23/7, 24/5, 25/7, 29/7, for which the land and mortgage register number WA3M/00506268/1 is kept ("Mortgage");
- 5) Change of interest periods after 16 November 2020 for three-month periods;
  - 6) Change the interest rate on the Bonds by establishing that it is determined on the basis of 3M WIBOR, and for the period until 16 November 2020 on the basis of 6M WIBOR, increased by a margin of 5%, and until the entry of the Mortgage increased by a margin of 6%, per year.

On 15 June 2020, the Company established all the securities provided for in the amended terms and conditions of the Bonds issue.

#### JWC0520 ISIN PLJWC0000118 bonds

As part of the process started on 28 April 2020 with the convening of the first meeting of the Bondholders of the JWC0520 series of bonds marked with ISIN code PLJWC0000118 "Bonds" by the Management Board of the Company, on 29 May 2020 the change of the conditions of the Bonds was carried out at the Meeting of Bondholders by:

1. change of the final redemption date of the Bonds from the previously set date of June 12, 2020 to the new date of May 12, 2022;
2. introduction of additional dates of partial redemptions:
  - a) 17 % of the nominal value of each of the Bonds payable on 12 June 2020,
  - b) 4 % of the nominal value of each of the Bonds payable on 12 March 2020,
  - c) 7 % of the nominal value of each of the Bonds payable on 11 June 2021,
  - d) 4 % of the nominal value of each of the Bonds payable on 10 September 2021,
  - e) 7 % of the nominal value of each of the Bonds payable on 10 December 2021,
  - f) 4 % of the nominal value of each of the Bonds payable on 11 March 2022,
  - g) 7 % of the nominal value of each of the Bonds payable on 12 May 2022,
- 3) change of the name of the Bonds series from the current JWC0620 to the new JWC10522;
- 4) The collateral for the Bonds and bonds of the JWC1120 series marked with ISIN code PLJWC0000126 ("JWC1120 Bonds") shall be secured with a contractual joint mortgage, constituting 150 % of the nominal value of the outstanding Bonds and JWC1120 Bonds, on real estate covered by the land and mortgage registers:
  - a) On owned by the Company property located in Krakow at 86, 88, 90, Wielopole 19, 21 Dietla Street, covering a plot of land with the number 124/1, for which the land and mortgage register number KR1P/00008281/4 is kept, i.e. the ownership title to each of the 33 independent premises for which separate land and mortgage registers are kept with the number

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

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KR1P/00008281/4: KR1P/00568567/6, KR1P/00568568/3, KR1P/00568569/0,  
KR1P/00568570/0, KR1P/00568571/7, KR1P/00568581/0, KR1P/00568582/7,  
KR1P/00568583/4, KR1P/00568584/1, KR1P/00568585/8, KR1P/00568586/5,  
KR1P/00568587/2, KR1P/00568588/9, KR1P/00568589/6, KR1P/00568590/6,  
KR1P/00568591/3, KR1P/00568592/0, KR1P/00568593/7, KR1P/00568594/4,  
KR1P/00568595/1, KR1P/00568596/8, KR1P/00568597/5, KR1P/00574796/5,  
KR1P/00574797/2, KR1P/00574798/9, KR1P/00574799/6, KR1P/00574800/7,  
KR1P/00574803/8, KR1P/00574805/2, KR1P/00574807/6, KR1P/00574808/3,  
KR1P/00574809/0, KR1P/00574810/0, together with associated rights, i.e. shares in the land property on which the building is located, in which the premises covered by the land and mortgage register number KR1P/000008281/4 are located, and

- b) the Company's right of perpetual usufruct, owned by the Capital City of Warsaw, of real estate located in Warsaw, Ursynów district, at Pileckiego Street, covering a 5/1 plot of land and mortgage register number WA2M/00110066/5 and
- c) the Company's right to the property located in Warsaw, Białołęka district, ul. Lewandów, covering the plot of land with registration numbers 59/2, 49/5, 59/3, 50/5, 51/2, 52/5, 59/4, 59/5, 60/3, 60/4, 60/5, 60/6, 61/9, 22/5, 23/5, 24/3, 25/5/5, 29/5, 22/7, 23/7, 24/5, 25/7, 29/7, for which the land and mortgage register number WA3M/00506268/1 is kept ("Mortgage");
- 5) Change of interest periods after 11 December 2020 for three-month periods;
- 6) Change the interest rate on the Bonds by establishing that it is determined on the basis of 3M WIBOR, and for the period until 11 December 2020 on the basis of 6M WIBOR, increased by a margin of 5%, and until the entry of the Mortgage increased by a margin of 6%, per year.

On 15 June 2020. the Company established all the securities provided for in the amended terms and conditions of the Bonds issue.

#### Bond redemption

On 12 June 2020. The Company made a partial redemption of ISIN PLJWC0000118 bonds for the amount of 11.900.000 PLN, in accordance with the terms of the bond issue. Cumulatively, on 12 June 2020, the Company redeemed 46.900.000 PLN which constituted 67% of the original nominal value of bonds series JWC0522, marked with ISIN code PLJWC0000118. The bonds were issued on the basis of the Resolution of the Management Board of the Company of 15 May 2017 with the maturity date of 12 May 2022 in the total number of 70,000, in the initial nominal value of PLN 1,000 each bond and in the total issue value of PLN 70,000,000. After the redemption, the value of each bond is PLN 330, and the total value is PLN 23,100,000.

#### Preliminary agreements for the sale of real estate:

On 2 June 2020, the Company concluded the following agreements: preliminary sale and preliminary conditional sale agreement for the Company's real estate under perpetual usufruct located in Szczecin in the area of Franciszka Ksawerego Druckiego- Lubeckiego Street ("Agreement") covering plots of land:

Numbered: 10/1, 11/1, 12/1 from the section 101, no. 10 from the section 19, no. 11 from the section 326201\_1.3019 and no. 9/2 from the section 97 with a total area of 3.7983 ha ("Real Estate 1") for the amount of PLN 7.976.420,00 net plus VAT at the applicable rate

Numbered: 8/5, 8/6 and 8/7 from the area 3019 with the total area of 9.4586 ha ("Real Estate 2") for the amount of PLN 19.863.060,00 net plus VAT at the applicable rate.

The total sale price of Real Estate 1 and Real Estate 2 is PLN 27,839,480.00 net and will be increased by VAT at the applicable rate.

The condition for concluding the final sale agreements for Real Estate 1 and Real Estate 2 is that the Buyer conducts a legal and technical examination by August 31, 2020, the result of which will be satisfactory for the Buyer in terms of the possibility of implementing the investment consisting in the construction of a warehouse and logistics park accompanied by the technical infrastructure and that the City of Szczecin does not exercise its pre-emptive right in relation to Real Estate 1.

The deadline for concluding the final sales agreement was set for 30 October 2020.



Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

**Information on the paid (or declared) dividend in total and per share, broken down into ordinary and preference shares.**

N/A.

**Ongoing investments:**

In the first half of 2020, the Group was developing 9 housing and commercial investments for a total of 2,627 premises (including: aparthotels and terraced houses) with an area of over 129,000. The frontline of works carried out included investments all over the country: Bliska Wola Estate in the area of Kasprzaka Street and Prymasa Tysiąclecia Avenue Stage D (residential and commercial stage), Wrzosowa Aleja Estate, Willa Wiślana Estate in Warsaw, Nowe Tysiąclecie Estate stage III in Katowice, Hanza Tower project in Szczecin and 3 stages of terraced houses – Villa Campina near Ożarów Mazowiecki.

Below are presented investments carried out by the Group in the first half of 2020

No.	Investment	Number of units	useable area	Commercial area	% of units sold as at 30 June 2020	% advancement of construction works as at 30 June 2020
1	Bliska Wola - stage D (residential-commercial), Warsaw - J.W. Construction Holding S.A.	1 059	25 417	17 078	60%	41%
2	Bliska Wola - stage D (residential), Warsaw - J.W. Construction Holding S.A.	418	19 178		99%	31%
3	Hanza Tower, Szczecin - Hanza Invest S.A.	509	21 950	11 034	82% *	85%
4	Nowe Tysiąclecie - stage III, Katowice - J.W. Construction Holding S.A.	345	18 261		84%	93%
5	Willa Wiślana, Warsaw - J.W. Construction Holding S.A.	141	5 872		78%	75%
6	Wrzosowa Aleja, Warsaw - J.W. Construction Holding S.A.	81	2 958		100%	100%
7	Villa Campina Houses - Alicja (rank F), Ożarów - J.W. Construction Holding S.A.	30	2 857		100%	73%
8	Villa Campina Houses - Alicja (rank G), Ożarów - J.W. Construction Holding S.A.	24	2 605		8%	77%
9	Villa Campina Houses - Alicja (rank E), Ożarów - J.W. Construction Holding S.A.	20	2 003		100%	100%
	<b>Total</b>	<b>2 627</b>	<b>101 101</b>	<b>28 112</b>		

\*residential units

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

### Construction completed in the first half of 2020

Investments for a total of 101 units were completed in the first half of 2020:

Investment	Number of units	useable area
Villa Campina Houses - Alicja (rank E), Ożarów – J.W. Construction Holding S.A.	20	2 003
Wrzosowa Aleja, Warsaw - J.W. Construction Holding S.A.	81	2 958
<b>Total</b>	<b>101</b>	<b>4 961</b>

### Sales

The number of development contracts, preliminary sales contracts (i.e. concerning completed investments, contracts with entities other than individual customers and service premises) and paid bookings concluded by all companies from the Capital Group of the Issuer in the 1st half of 2020 amounted to 340.

### Transferred units

In the period from 1 January to 30 June 2020 the Company transferred and recognized 51 units in its revenues.

The total number of units in the offer to be recognized as a result of developments and completed projects in subsequent quarters is 3,126, including 2,075 units sold but not yet transferred to customers, and 1,051 units in the offer for sale.

## 6. Planned investments and perspectives

### Planned investments

In the upcoming years, the Group is preparing 19 new residential and commercial developments based on its land bank, for a total of 5,469 premises with a total area of 376,000 m<sup>2</sup>.

In the case of all planned development and warehouse projects, the Capital Group is the owner or perpetual usufructuary of the land or has signed preliminary purchase agreements. In a significant part of the planned projects, the Capital Group has also carried out design and preparation work. The implementation of the investment will be financed from own funds, proceeds from customers in the case of an open trust account and from a bank loan. The planned projects to be implemented in the upcoming years are presented in the table below.

JWCH Investments planned as at 30 June 2020

Investment	Number of units	useable area	Commercial space	Total area
Starowiejska St., Gdańsk- Letnica	636	32 335	607	32 942
Waryńskiego St., Pruszków *	446	19 709	1 929	21 638
Celna St., Szczecin	810	34 000	14 796	48 796
Modlińska St., Warsaw	228	10 032		10 032
Kilińskiego St., Łódź	216	9 909	552	10 461
Cracow, Myślenice Zawada	1 170	57 206		57 206
Pileckiego St., Warsaw	239		8 148	8 148
Poznańska St., Skórzewo near Poznan*	258	14 619		14 619
Kościuszki St., Chorzów	256	11 990		11 990
Radosława St., Nowogard	275	13 961		13 961
Berensona St., Warsaw	264	11 855		11 855
Aluzyjna St., Warsaw	100	5 520		5 520

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

Wrzosowa Aleja III, stage I, Warsaw	40	1 631		1 631
Wrzosowa Aleja III stage II, Warsaw	146	4 709		4 709
Nowodworska St., Warsaw	13	1 180		1 180
Antoniewska St., Warsaw **	221	13 763		13 763
Ożarów Mazowiecki Houses	151	16 180		16 180
Małopole (warehouses), near Warsaw ***			80 000	80 000
Wielopole/Dietła St., Cracow			10 899	10 899
<b>TOTAL</b>	<b>5 469</b>	<b>258 599</b>	<b>116 931</b>	<b>375 530</b>

\* reservation sale

\*\* On 30 July 2020 a preliminary property sales agreement was concluded

\*\*\* Preliminary property purchase agreement concluded

### Development objectives and prospects

Regardless of the current market situation with respect to Covid-19, the Group's core development activity is based on the purchased land. Diversified residential offer is dedicated to a wide group of clients. Hence, for example, the implementation of investments in attractive locations - adapted to the financial capabilities of buyers, such as Willa Wiślana in Warsaw's Białołęka. In addition, the Group offers prestigious locations such as Bliska Wola Stage D in Warsaw or Hanza Tower in Szczecin. The Company offers assistance in obtaining mortgage loans. Within the framework of the financing offer, programmes are proposed for a wide group of potential recipients of the offer. During the first half of 2020, and especially in the second quarter, we had to deal with the Covid-19 epidemic. This resulted in changes in the market environment and the need to adapt to the new reality of doing business. The Group, implementing previously started projects, has a great potential to recognize financial results in subsequent years. It has over 2 thousand units sold, but not yet transferred to customers. In accordance with the accounting principles concerning development activity, revenues and profits appear in the profit and loss account after completion of the construction works and transferring the premises to the customer, which means that the values from the premises not handed over will be recognized in future settlement periods. Moreover, along with the evolution of the residential market, the Company, on the basis of its land bank, can quickly launch development projects for more than 5.000 units, as well as the construction of warehousing and commercial facilities, with a total area of more than 376.000 m<sup>2</sup>. At the same time, it should be pointed out that the land bank holdings allow for the geographical diversification of the conducted investments, as the Group owns plots of land in: Warsaw, Gdańsk, Szczecin, Łódź, the vicinity of Poznań, Cracow and Katowice.

Despite its focus on real estate development, the Group will continue to diversify its revenues through participation in the hotel and aparthotel segments, in which it has consistently delivered good financial results in recent years.

At the same time, the Company is consistently preparing the previously announced strategy for the construction of office and warehouse investments. In the vicinity of Warsaw, near Radzymin, a complex of about 80 thousand m<sup>2</sup> will be built.

Another example of the Group's revenue diversification is the commencement of production of wooden elements using a fully automated, computer-controlled line. Own production of prefabricated elements will allow to reduce costs and shorten the implementation period.

### 7. Indication of factors which, in the Company's opinion, will affect the results achieved in the perspective of at least the next quarter

The most important factors that may affect the Company's results:

- Negative impact of COVID-19 on the Company's operations, primarily current sales and limiting the offer by delaying new investments.
- The return to the sales rate from before COVID-19, together with the expansion of the offer is conditioned, among others, on the following factors:
  - Commencing new investments,
  - Availability of mortgage loans on the real estate market,
    - Risks: tightening of mortgage lending conditions

## Statement of the Management Board on the activity of Capital Group of J.W. Construction Holding S.A. for the first half of 2020

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- Low interest rates - reduced cost of credit service for the Company and the buyers of apartments, which may have a positive impact on the pace of sales,
- Financial results of hotels and aparthotels in the Covid-19 emergency situation and the moment of achieving financial results at the level of prior Covid-19.
- Adherence to construction completion schedules in the upcoming quarters, in particular: Bliska Wola stage DK and DM (residential and commercial part) in Warsaw, Nowe Tysiąclecie III in Katowice, Hanza Tower in Szczecin (Hanza Invest - subsidiary).
- Good economic situation and in particular the situation in the real estate market.
- The supply of workers in the construction industry and the possibility of obtaining contractors for construction works, which will be reflected in the start and finish dates of the investment.
- In the long term, maintaining the assumed margins will depend on the flexibility of demand for increases in housing prices, linked to the development of both construction and land purchase costs.

Forecasts of the Company's core business development for the following years assume the occurrence of the aforementioned factors in the future. The Company's activity may also be affected by legal changes concerning conducting business activity, in particular on the real estate market.

### **8. Events that occurred after the day of preparation of this interim financial report, not included in the report and which could significantly affect the future financial results of the Issuer**

#### General Meetings

On 21 July 2020 the Ordinary General Meeting of the Company was held, during which resolutions were passed concerning: approval of reports, profit distribution, granting discharge to members of the Company's bodies, appointment of members of the Supervisory Board for the next term (Mr. Marek Maruszyński, Mr. Ryszard Matkowski and Ms. Małgorzata Szwarc-Sroka), granting additional remuneration to the Supervisory Board member, adopting the rules of remuneration of the Management Board and Supervisory Board members.

#### Appointment of Members of the Supervisory Board within the scope of personal rights:

On 21 July 2020, the Company received a statement of appointment to the Supervisory Board from an eligible shareholder, based on his personal entitlement: Mr. Józef Wojciechowski as Chairman of the Board and Ms. Barbara Czyż and Ms. Irmina Łopuszyńska as members of the Board.

#### Appointment of the Management Board

On 21 July 2020 the Supervisory Board appointed Mr. Wojciech Rajchert and Mr. Piotr Suprynowicz for the next term on the Management Board.

On 21 July 2020 the Company received a statement of appointment to the Management Board from an eligible shareholder. Based on the personal right Ms. Małgorzata Ostrowska and Ms. Małgorzata Pisarek were appointed to the Management Board.

#### Resignation of a member of the Management Board

On 28 September 2020, Ms. Małgorzata Ostrowska resigned from the Management Board.

#### Changes to Supervisory Board

On 3 November 2020, an Extraordinary General Meeting was held, which adopted resolutions on:

- dismissal of Mr. Marek Maruszyński from the Supervisory Board as of 3 November 2020
- appointment of Mr. Kazimierz Krupa to the Supervisory Board as of 3 November 2020.

On 5 November 2020, the Supervisory Board appointed Mr. Kazimierz Krupa to the Audit Committee in place of Mr. Marek Maruszyński.

#### Loan repayment

On 25 July 2020 the Company repaid in full the overdraft granted by Plus Bank SA to finance its current operations in the amount of PLN 6.000.000.

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

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Credit agreements

On 28 August 2020, the Company concluded a credit agreement with Bank Pekao S.A. with its registered office in Warsaw, on the basis of which the Bank granted the Company a credit in the current account in the amount of PLN 23,800,000, to be used to finance the Company's current operations. The repayment date of the loan was set at 30 July 2022.

Annex to the credit agreement

On 23 October 2020, J.W. Construction Sp. z o.o., a subsidiary of the Issuer, concluded an annex to the overdraft agreement, granted by PKO BP S.A., in the amount of 7.000.000 PLN. Under the annex, the date of use and repayment of the loan have been postponed. The new loan repayment date was set at 24 October 2022.

On 23 October 2020, the Company concluded an annex with Bank PKO BP S.A., based in Warsaw, to the overdraft agreement in the amount of PLN 15.000.000. The introduced changes: the agreement was covered by a multi-purpose limit, the amount of credit was increased by PLN 10.100.000, the term of the Agreement was extended to 24 months. The credit limit was granted until 24 October 2022.

On 9 November 2020, Hanza Invest S.A., the Issuer's subsidiary, concluded an annex to the investment credit agreement for co-financing the Hanza Tower investment in Szczecin. Under the annex, the term of use and repayment of the loan was postponed by 3 months. The new loan repayment date was set at 30 June 2021.

Bond redemption

On 16 November 2019, the Company partially redeemed, in accordance with the terms of the bond issue, 15% of the original nominal value of series JWC10522 bonds, coded ISIN PLJWC0000126, issued pursuant to the Resolution of the Management Board of the Company of 2 November 2017 with the maturity date of 16 May 2022, in the total number of 94,000, in the initial nominal value of PLN 1,000 each bond and in the total issue value of PLN 94,000,000. After the redemption, the value of each bond is equal to PLN 300 and the total value of the outstanding Bonds is PLN 28,200,000.

Interest paid

On 16 November 2020, the Company paid interest on bonds marked with the PLJWC0000126 code.

Entry of mortgages constituting collateral for bonds - Bonds with ISIN code PLJWC0000118 and Bonds with ISIN code PLJWC0000126

On 2 November 2020, a total contractual mortgage of PLN 34,650,000.00 and a total contractual mortgage of PLN 63,450,000.00 was entered in the land and mortgage registers of the properties constituting the object of the security. The above-mentioned mortgages encumber the following properties belonging to the Company:

- 1) Independent premises in a building located in Cracow at 19, 21 Dietla Street, 86, 88, 90 Wielopole Street, for which the listed Land and Mortgage Register are maintained:

KR1P/00568567/6, KR1P/00568568/3, KR1P/00568569/0, KR1P/00568570/0, KR1P/00568571/7,  
KR1P/00568581/0, KR1P/00568582/7, KR1P/00568583/4, KR1P/00568584/1, KR1P/00568585/8,  
KR1P/00568586/5, KR1P/00568587/2, KR1P/00568588/9, KR1P/00568589/6, KR1P/00568590/6,  
KR1P/00568591/3, KR1P/00568592/0, KR1P/00568593/7, KR1P/00568594/4, KR1P/00568595/1,  
KR1P/00568596/8, KR1P/00568597/5, KR1P/00574796/5, KR1P/00574797/2, KR1P/00574798/9,  
KR1P/00574799/6, KR1P/00574800/7, KR1P/00574803/8, KR1P/00574805/2, KR1P/00574807/6,  
KR1P/00574808/3, KR1P/00574809/0, KR1P/00574810/0, Undeveloped property located in Warsaw  
at 59 Pileckiego Street, for which the land and mortgage register WA2M/00110066/5 is maintained,

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

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- 2) Undeveloped property located in Warsaw at Lewandów Street for which the Land and Mortgage Register WA3M/00506268/1 is maintained.

Building permit

On 27 July 2020 the company received a building permit for a complex of 3 multi-family residential buildings with underground garages in Zawada, Myślenice municipality near Cracow. The permit is final.

On 2 October 2020, the company received a building permit for a complex of multi-family residential buildings with underground garages - Stage I, for a total of 110 units at Kościuszki Street in Chorzów. The permit is final.

Occupation permit

In the third quarter of the year, the Company received occupancy permits for 20 single family terraced houses within complex of terraced houses - "Alicja Stage E" located in Kręczi Kaputy, Ożarów Mazowiecki commune, the permits are valid.

On 20 August 2020. the Company obtained a certificate for the complex of multi-family residential buildings Lewandów IV - "Wrzosowa Aleja" housing estate at Kartograficzna Street in Warsaw, entitling to use the building.

Annex to the preliminary property sales agreement and conditional sale agreement.

The Company concluded annexes to the agreements of 2 June 2020, i.e.: a preliminary sale agreement and a preliminary agreement to the conditional sale agreement for the right of perpetual usufruct of the properties located in Szczecin in the area of Franciszka Ksawery Druckiego- Lubeckiego Street ("Agreement") constituting the plots: marked with numbers: 10/1, 11/1, 12/1 from section 101, no. 10 from section 19, no. 11 from section 326201\_1.3019 and no. 9/2 from section 97 ("Real Estate 1") and marked with numbers: 8/5, 8/6 and 8/7 from the rim 3019 ("Real Estate 2"),

- annex of 3 September 2020, under which:

- 1) The Buyer, as a result of prior examination of the legal and factual status of both Real Estate, resigned from one of the conditions of concluding the final agreements, i.e. the condition of positive result of the aforementioned inspection;
- 2) The parties have changed the dates of conclusion of the sale agreement and the agreement transferring the right of perpetual usufruct in execution of the conditional agreement.

- annex of 30 October 2020, under which:

- 1) The Parties have changed the total sale price of the perpetual usufruct right to the Real Estate from PLN 27,839,490.00 net to PLN 28,339,490.00 net;
- 2) The Parties have introduced the Buyer's obligation to pay to an advance payment to the Seller in the amount of PLN 5,667,898.00 gross on the day of concluding the conditional sale agreement;
- 3) The date of conclusion of the sale agreement and the agreement transferring the right of perpetual usufruct in the execution of the conditional agreement was set for a day not later than 15 December 2020.

On 30 October 2020, a conditional contract of sale of Real Estate 1 was concluded. The Buyer paid PLN 5,667,898 gross to the Company as an advance payment.

Termination of the preliminary property sales agreement

On September 1, 2020, the contract concluded on July 30, 2020 concerning the sale by the Company of plot no. 16/1 located in Warsaw at 10 Antoniewska Street was terminated due to the failure to fulfil the contract condition. The buyer failed to make a payment of 10% of the plot sale price. The sale price was set at PLN 17,000,000 and the date of concluding the final agreement was set at 30 November 2020.

Amendment of a material agreement concluded between subsidiaries

On 7 August 2020, an annex to the agreement of 28 February 2017 was concluded between the Company's subsidiaries: Hanza Invest S.A. with its registered office in Ząbki as the Investor ("Investor") and J.W. Construction Sp. z o.o. with its registered office in Ząbki as the General Contractor the subject of which is the completion by the Contractor of the "Hanza Tower" - construction of a housing and service building in Szczecin at Wyzwolenia Street and Odzieżowa Street. The Company informed of the agreement in current report no. 9/2017 of 28 February 2017, and of the change in reports no. 34/2018 of 14 November 2018 and 11/2019 of 12 April 2019. Under the Annex,

the following dates have been moved by 4 months: completion of works, which was set for 31 December 2020, and obtaining a valid occupancy permit, which was set for 31 January 2021.

## 9. Significant risk factors and threats

### Risk related to the Covid-19 epidemic

In the first half of 2020 there was an additional risk factor associated with the outbreak of the Covid-19 virus. This factor also has a direct impact on most of the areas of risk identified below, as a consequence of the restrictions imposed on social and economic life.

The Company is monitoring areas important for its operations which are at risk of being affected by the epidemic. As of today, the Company considers the following to be the most important: possible delays in the construction process resulting from the absence of construction staff, possible delays in the delivery of materials, delays in the activities of public administration bodies in the area of issuing decisions in administrative processes, refraining from direct personal contact with the purpose of purchasing the premises by potential buyers. In order to limit the latter, the Company has taken intensive measures to ensure that the largest part of sales service can be carried out through electronic means of direct contact, and thus encourage potential buyers. At the same time, as part of its prophylactic activities, the Company has taken steps to reduce the possibility of infection of COVID-19 among employees by: increasing the distance between workstations in offices, equipping employees with hand sanitizers, gloves and protective masks. The decision was made to limit access of outside persons to the Company's offices and to introduce, to a greater extent, remote contact with external parties.

The situation with the Covid-19 virus affects the hotel services business as well. The hotels did not operate from mid-March to the end of May 2020, they again suspended their operations after November 7, following the decision of the authorities to ban private travel (the ban is valid until 29 November).

As it remains uncertain:

- whether the hotel business will be subject to restrictions imposed by the authorities
  - what impact will the economic situation have on the behaviour of individual clients in terms of their travels,
  - what policy will be adopted by business entities in the organization of business events
- the risk of incurring hotel expenses should be indicated. At the same time, the hotels still maintain their full capacity to operate efficiently if the restrictions are relaxed.

### Interest rate risk

The Group has liabilities on account of loans, for which interest is calculated on the basis of a variable interest rate, and therefore there is a risk of growth of interest in relation to the moment of the agreement conclusion. Due to the fact that the Group had, in the reporting period, both assets and liabilities bearing interest at a variable rate, which balanced the risk, and due to minor interest rate fluctuations in the past periods, as well as due to the lack of forecasts of rapid changes in interest rates in subsequent reporting periods, the Group did not use interest rate hedges as at 30 June 2020, considering that the interest rate risk is not significant.

Regardless of the current situation, the Group monitors its exposure to interest rate risk and interest rate projections and does not preclude future hedging activities.

The table below shows the sensitivity of the gross financial result to reasonably possible changes in interest rates, assuming that other factors remain unchanged (in connection with variable interest rate liabilities) The impact on the Group's equity has not been presented. The analysis did not take into account the loan in TBS Marki Sp. z o.o., which is a preferential loan, granted on other terms, where the risk is limited.

#### As at 30 June 2020

	% Increase/decrease	Influence on gross profit in thousands of PLN
PLN	1%	-2 811
PLN	-1%	2 811

### Currency risk

The Group is not exposed to the risk of changes in foreign exchange rates due to the lack of transactions (credits, loans) in foreign currencies.

### Credit risk

The Group is exposed to credit risk, understood as the risk that creditors will not meet their obligations and thus cause the Company to incur losses.

In the case of a loan to the Capital Group, this risk is considered immaterial due to the ongoing monitoring of financial standing and control.

The maximum exposure to credit risk is PLN 12,872 thousand as at the balance sheet date and was estimated as the balance sheet value of trade receivables from other companies. Credit risk related to bank deposits is considered immaterial as the Group has entered into transactions with well-established financial institutions.

#### **Liquidity risk**

The Group is exposed to liquidity risk, understood as the risk of losing the ability to settle liabilities on given dates. The risk results from the potential limitation of access to financial markets, which may result in the inability to obtain new financing or refinancing of the Group's debt.

The Company's and the Capital Group's operations are conducted using: equity, bank loans, and payments made by customers. The Company and the Capital Group pay special attention to maintaining financial liquidity, among others by providing external financing for both current and investment activities.

The financial liquidity risk is diversified through:

- cooperation with various financial institutions: banks, leasing companies, brokerage offices,
- use of various forms of financing: bonds, bank loans (working capital, investment loans), leases, loans,
- entering into financial commitments with different maturity dates:
  - short-term, working capital financing for any purpose (working capital credits),
  - long-term - targeted financing, financing investments into assets,
    - bonds,
    - leasing,
    - 2-3 years investment loans,
    - preferential loans, under government or European programmes.

The above serves to hedge cash flows, in the short and long term and to diversify the risk of financial liquidity.

#### **Risk of breach of covenants and termination of financing agreements**

The concluded loan and bond issue agreements contain financial indicators (covenants), which the Company is obliged to meet. The Company analyses the level of debt and covenants on an ongoing basis, and is also in contact with financing institutions. In the Company's opinion, there is no threat of termination of the aforementioned agreements.

#### **Risks resulting from the provisions of the Developer's Act**

The Developers Act imposed a number of obligations on developers, regulating the process of financing residential projects. By introducing additional obligations, the Act creates additional costs, such as:

- ✓ preparing and making the prospectus available (under pain of criminal liability for failure to do so),
- ✓ participation (in equal part with the purchaser) in incurring notarial costs of concluding a development contract
- ✓ incurring court costs in perpetual usufruct proceedings related to registration in the land and mortgage register of the buyer's rights under the concluded development contract.
- ✓ an obligation to conclude an agreement to maintain an open or closed escrow account.

Furthermore, it is not excluded that development activities will be obliged to establish only closed residential escrow accounts. Such an additional obligation would force an increase in interest debt on the part of the Company and the Group, and thus increase the cost of operations, which could be reflected in the financial results.

#### **Legislative risk**

The planned amendment to the Act on the protection of rights of the purchaser of an apartment or single-family house, providing, among other things, for the introduction of obligatory contributions to the Developer Guarantee Fund, constitutes a risk which may affect the Group's operations and its financial results.

#### **Administrative decisions risk**

Development activities are based on administrative decisions required in connection with current or future projects. Failure to obtain permits, approvals or consents, or failure to obtain them on time, may adversely affect the Company's ability to commence, conduct or complete current and new development projects. All of these factors may therefore affect the Company's financial flows and all of its operations.

#### **Risk related to participation of third parties in administrative proceedings concerning the investment process**

The risk is connected with the participation of third parties, including among others: environmental organisations, in proceedings related to the implementation of the investment process. Third parties may, by participating in administrative proceedings relating to the investment process, take actions which might prevent the Group's companies from obtaining positive administrative decisions, e.g. by appealing to the second instance authorities and courts for decisions issued in the course of the said administrative proceedings. The participation of third parties in proceedings related to the implementation of the investment process may at the same time be a source of



litigation (before public administration bodies as well as before administrative courts). Actions taken by third parties in the course of administrative proceedings relating to the construction process may result in the suspension or delay of the investment process. The above factors may therefore have a material adverse effect on the Group's operations and financial position.

#### **General macroeconomic situation risk**

The Company's operations and financial results largely depend on the economic situation on the domestic market. Factors shaping the economic situation include: GDP growth rate, average gross salary level, unemployment rate, inflation rate, exchange rates, interest rates, credit availability, household debt level. Despite the ongoing economic upturn in Poland, there is no certainty about the sustainability of positive trends in the future. There is a risk that if the economic growth rate in Poland slows down, real gross wages and salaries may decrease and the availability of loans, including mortgage loans, may decrease. This will result in a reduction in demand for the products and services offered by the Company, and in particular for the primary product, i.e. flats. As a consequence, it may have a negative impact on the Company's sales and result in a deterioration of financial results. Increase in the prices of building materials and services may be reflected in higher investment implementation costs. Another factor is the shortage of workforce. The low unemployment rate in Poland causes problems with obtaining employees, which results in an increased risk of delays in the execution of construction contracts.

#### **Risk related to support programmes for purchasers of residential units**

The housing market in Poland may be affected by the government's "Mieszkanie Plus" programme. At present, it is difficult to predict the scale of its impact on the development sector. On the one hand, the program is addressed to people who do not have the creditworthiness to purchase their own property, i.e. not to the Company's customers. Moreover, the beneficiaries of the programme are to be persons renting flats and not buying them. On the other hand, however, the programme may compete with popular flats, especially if it is to include attractive locations in large cities. So far, the program has been conducted on a limited scale without any significant impact on the residential market or the Company's operations, however, in the long run, there is a risk of an increase in the supply of apartments on the market, which may result in a decrease in sales of apartments by development companies, which may adversely affect their financial results.

#### **Risks related to the hotel industry economic situation**

The hotel business (hotels and aparthotels) is largely dependent on the economic situation in the tourism industry. There is, however, a risk that the results in this business segment may deteriorate due to adverse factors. The most important factors that may affect this area of the Capital Group's operations include:

- ✓ lower demand for accommodation services in hotels and aparthotels,
- ✓ the appearance of competing facilities in the immediate vicinity,
- ✓ decrease in interest of institutional customers in the offer of conference and hotel services caused by the reduction of advertising and promotional budgets of these entities.

Although the share of hotel operations in total revenues of the Capital Group is small, the occurrence of the above factors may adversely affect financial results and decrease profitability of the Company and the Capital Group.

#### **Risk related to decreased attractiveness of locations of development projects in the Group's portfolio**

The main factor determining the effective demand for residential units - apart from their price - is their attractive location, which takes into account both environmental elements (green areas, no troublesome industrial and communication facilities) and functional factors (availability of social infrastructure, convenient communication system). The Company takes this fact into account when calculating the sales price for its customers by optimising it so that the proposed prices do not constitute a barrier to demand. However, there is a risk of a decrease in the attractiveness of a specific location as a result of unforeseen events after the purchase of the investment area (e.g. change in the development plan, route of communication routes, etc.), which may adversely affect the level of prices of the apartments sold and reduce the Capital Group's revenues on projects.

#### **Risk related to the schedule of implementation of development projects**

The process of investment preparation and construction of a development project usually takes from 24 to 36 months and includes a number of stages, the most important of which are: obtaining the necessary permits, investment preparation, construction works, finishing works, cleaning works. At each of these stages there is a risk of delaying the completion of works, improper execution and the necessity of additional works, the risk of adverse weather conditions, etc. The occurrence of a delay in project implementation may result in:

- ✓ postponing the collection of some of the clients' construction funding deposited in an escrow account,
- ✓ increase in operating costs and even the need to pay contractual penalties or damages,
- ✓ increased financial costs resulting from a longer engagement of external capital in the project.

As a result, this may lead to significant delays in the completion of the ongoing development project. The above factors may also affect the Group's reputation and worsen its ability to sell residential units in the future. The occurrence of the above circumstances may result in an increase in construction costs and adversely affect the Capital Group's financial results.

#### **Risk of increased costs of real estate development projects**

Contracts signed by the companies of the Capital Group with construction contractors define the scope and rules of increasing the costs of construction works for a given investment. During the implementation of a development

project, there may be an increase in project costs lying on the part of the contractor (increase in material costs) as well as resulting from the contracting authority's actions (changes in the construction project). As a result of these events, it may turn out that it is not possible to achieve the expected rate of return on investment, which may result in worse than planned financial results. Increased labour and material costs may also have a negative impact on the profitability of future development projects.

**Risks arising from liability for payment of remuneration to subcontractors**

Within the scope of its activity, the Group concludes construction contracts. In accordance with the provisions of the Civil Code, the investor and the contractor are jointly and severally liable for the payment of remuneration to the subcontractor. Therefore, one cannot exclude the risk that if the contractors of construction works fail to meet their obligations related to payment of remuneration to subcontractors of construction works, claims for payment of remuneration will be made against the Group companies. Also, a possible deterioration in the financial standing of contractors may lead to the loss of their ability to pay their liabilities to subcontractors on time and, consequently, may result in delays in the execution of development projects.

The above circumstances may also contribute to an increase in the costs of development projects.

The Group, in managing the risk, makes the payment of remuneration for general contractor's services dependent on the absence of arrears in payments to subcontractors, and monitors general contractor's payments to subcontractors on an ongoing basis.

**Risk related to claims against contractors and against the Group due to sales of residential units**

The Group concludes and will continue to conclude construction contracts with contractors under the general contractor formula. Contractors are liable for non-performance or incorrect performance of the scope of work. It should be noted, however, that despite the fact that construction works contractors provide a guarantee of good performance, entering into a dispute with the contractor may lead to delays in the implementation of the development project or to exceeding costs. The Contractor may also be unable to fully satisfy all potential claims of the Group. As a result, the Group, which is directly responsible to apartment buyers, may not be able to fully compensate for the costs it will incur as a result of failure to complete or delay the project, as well as defects in the premises sold, which may adversely affect the Group's operations and financial condition.

**10. Description of changes in the structure of the business entity, including changes resulting from mergers, acquisitions or sales of the Issuer's capital group entities, long-term investments, division of restructuring and discontinuation of operations.**

In the reporting period there were no changes in the composition of the Issuer's Capital Group.

On 19 May 2020, the Company sold 100% of shares held in Wielopole19/21 Sp. z o.o. with its registered office in Żąbki.

**11. The Management Board's position regarding the possibility of realisation of previously published result forecasts for a given year in the light of the results presented in the interim report**

The Management Board of J.W. Construction Holding S.A. does not publish financial forecasts for either the Company or the Group.

**12. Indicating shareholders holding directly or indirectly through subsidiaries at least 5% of the total number of votes at the Issuer's General Meeting as at the day of publication of the quarterly report together with the number of shares held, their percentage share in the share capital, the number of votes arising therefrom and their percentage share in the total number of votes at the general meeting and an indication of changes in the ownership structure of significant shares of the Issuer in the period from the submission of the previous quarterly report.**

The share capital of the Company amounts to PLN 17,771,888.60 and is divided into 88,859,443 A, B and C series ordinary bearer shares with a nominal value of PLN 0.20 each, each of which entitles to one vote at the General Meeting of the Company.

As at 27 August 2020 (the date of submitting the report for the first half of 2020)

Shareholder	Number of shares held	% of capital share	Number of votes	% of total number of votes in the General Meeting
Józef Wojciechowski	28.594.963	32,18 %	28.594.963	32,18 %
EHT S.A.	47.846.225	53,84 %	47.846.225	53,84 %
Company – shares for redemption	5.996.429	6,75 %	5.996.429	6,75 %

Mr. Józef Wojciechowski controls the Company EHT SA based in Luxembourg.

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

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Company

For the period from 28 May 2020 (the date of publication of the last interim report, which was the report for the first quarter of 2020) until the date of publication of this report, there were no changes in significant blocks of the Issuer's shares held directly by significant shareholders, on 23 July 2020. Wielopole 19/21 Sp. z o.o., an indirect subsidiary of Mr Wojciechowski, purchased 677,000 shares constituting a 0.76% share in the share capital, entitling it to 677,000 votes at the General Shareholders Meeting constituting a 0.76% share in the total number of votes.

**13. The Issuer's shares or rights to them (options) held by persons managing and supervising the Issuer as at a specific date, separately for each person.**

Statement of the ownership of the issuer's shares by persons sitting on the company's governing bodies:

As at 27 August 2020

Name	Function	Number of shares held
Józef Wojciechowski	Chairman of the Supervisory Board	28.594.963

**14. Significant issues in litigation**

As at 30 June 2020, no proceedings to which the Company or any of its subsidiaries, either as plaintiff or defendant, were material to the Company's business.

**15. Information on the conclusion by the Issuer or its subsidiary of one or more transactions with related entities, if individually or jointly they are significant and have been concluded on other terms than market terms and conditions**

Information on transactions with related parties is presented in the financial statements in Note 30 "Transactions with affiliates".

**16. Information on granting credit or loan sureties or guarantees by the Issuer or its subsidiary - jointly to one entity or its subsidiary, if the total value of the existing sureties or guarantees is significant.**

N/A.

**17. Description of factors and events, in particular of unusual nature, having a significant impact on the financial results**

In the reporting period, no unusual factors occurred that might have a material impact on the financial results.

Statement of the Management Board on the activity of Capital Group of  
J.W. Construction Holding S.A. for the first half of 2020

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Signatures of Members of the Management Board

Wojciech Rajchert Management Board Member	Signature
Małgorzata Pisarek Management Board Member	Signature
Piotr Suprynowicz Management Board Member	Signature

Ząbki, 27 August 2020