



KRS: 0000976355, NIP: 5252911465, Regon:  
5222630890  
2 Bank Square Street, 00-095 Warsaw

# **BUSINESSPLAN**

## **investment in a 3.5 MW photovoltaic farm with electricity distribution to the grid**

Chairman of the  
Management Board

**M.Sc. Milena Holwek**

Chief Financial  
Officer

**M.Sc Krzysztof Holwek**

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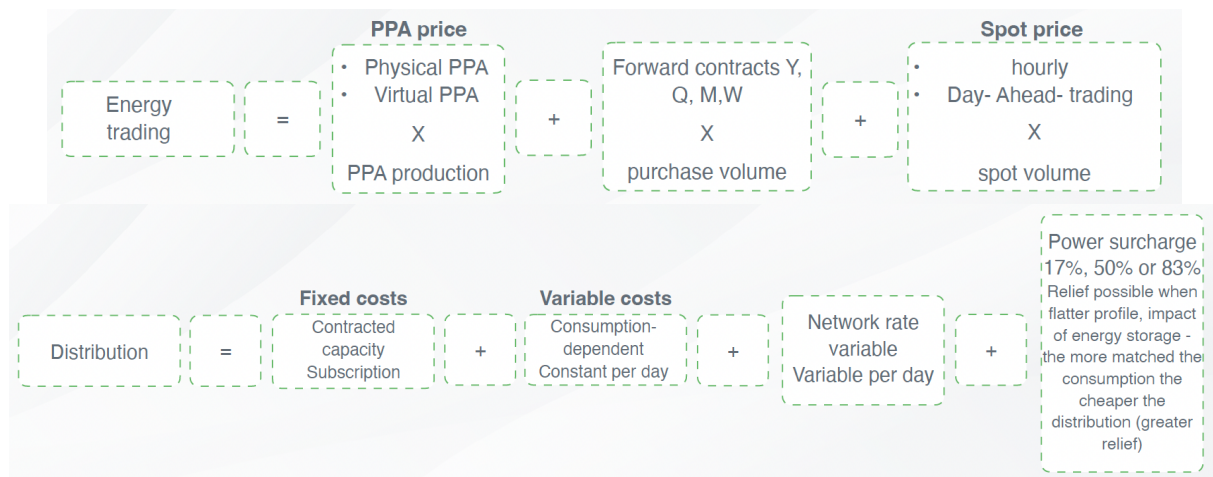
## Our competitive advantage is our advanced energy sales and distribution model.

### Sales markets

- Trading
  - Energy market
    - Spot hourly
    - Spot RDN
    - Physical PPA
    - Virtual PPA
- Distribution
  - Capacity market
  - Market for system services, e.g. DSR
  - Flexibility market
  - Local market
    - Car charging stations
    - Local issuing of connection conditions
    - Direct lines
- Capital market - global market
- Guarantee and insurance market
- Futures market

### Electricity cost components

The component costs of electricity, some of which we can optimise using Time Shifting.  
Unbundled contracts, tariff C1



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## Energy costs

Off-site cPPA

Average quarterly energy price Q4 2022	
energy costs	65,48 €
property rights	45,01 €
excise duty	1,06 €
profile cost	1,49 €
	<b>113,04 €</b>

Distribution costs	
fixed part	10,21 €
variable part	71,04 €
power charge	3,49 €
	<b>84,73 €</b>

Energy price	<b>197,78 €</b>
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Day-ahead market - Intraday market 24.01.2023

hour	max price	min price
3.00 - 4.00		150,68 €
8.00 - 11.00	225,48 €	
difference	74,80 €	

<b>Energy hanging</b>	<b>272,58 €</b>
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## I. INTRODUCTION

### I.1. STIPULATION

The business plan was prepared for 3R12 Ltd., with its registered office in Warsaw, Bank Square 2, REGON 5222630890, NIP 5252911465, represented by its President, MILENA HOLWEK.

The calculation of the business plan indicators was carried out on the basis of the revenue and expenditure forecasts adopted by the Company's management. It was assumed a priori that all the data provided were true and reliable and reflected the Company's intentions and expectations regarding the development of future financial and economic results. It has been assumed that the material and information obtained from the Company is correct and reliable and has been provided to the best of the Company's knowledge.

The Management Board of 3R12 Ltd. bears full responsibility for the correctness and reliability of the input data on which the forecasts of future cash flows are based.

The study has been performed in accordance with the applicable standards and legal regulations in this respect and may only be used for the purposes for which it was prepared.

### I.2. PRESENTATION OF THE BUSINESSPLAN

We present to you the result of a businessplan that was carried out for 3R12 Ltd. in connection with the planned recapitalisation of the company. The business plan is an instrument used to determine whether or not a given action of the fund constitutes an unprofitable investment, it comes down to answering the question: would a private investor, in a similar situation, behave in the same way as the fund. Carrying out a business plan requires comparing the conditions of the capital transaction under investigation with other similar situations in which the fund's funds are or may have been involved.

In other words, the business plan aims to determine whether the transaction (recapitalisation) being carried out is on market terms.

Two methods have been used to prepare the business plan, based on the Regulations of the Treaty on the Functioning of the European Union and the Regulations of the Council of Ministers.

A loan is justified if it can be shown that a private party in similar circumstances, acting under market conditions, would be willing to undertake the investment under assessment.

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As the business plan is to verify whether a private entity would undertake such an investment, an analysis should be carried out, including in particular:

- an assessment of the market nature of the support requested by the entrepreneur,
- an estimation of the expected normal return on investment in the form of dividends or share appreciation gains,
- an analysis of the market return on investment.

In order to carry out the business plan, as required by the Treaty on the Functioning of the European Union Regulation, the following indicators are used:

- free cash flow FCF
- net cash flow NCF
- net present value NPV
- residual value RV
- internal rate of return IRR
- gross loan equivalent (GGE)
- discounted payback period DPBP

It is assumed that the costs in the adopted financial plan have been correctly estimated and it is assumed that a private investor would expect a financial result from the investment made and would also incur identical costs.

In addition, the following has been used:

- Company 3R12's financial forecast for 2023-2033
- Strategy for improving the company's financial and organisational situation
- Current extract of 3R12 from the National Court Register
- Industry articles

## II.1. INFORMATION ABOUT THE COMPANY

### Identifying information 3R12 LIMITED LIABILITY COMPANY

<b>Name</b>	<b>3R12 LIMITED LIABILITY COMPANY</b>
<b>Founder</b>	HOLWEK MILENA
<b>Legal form</b>	limited liability company

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<b>Date of entry</b>	10.06.2022
<b>KRS</b>	0000976355
<b>NIP</b>	5252911465
<b>Management Board</b>	HOLWEK MILENA Chairman of the Management Board
<b>Share capital</b>	1000 SHARES WITH A TOTAL VALUE OF 212 314 €

Object of the entrepreneur's predominant activity:

42.22.Z - Works related to construction of telecommunication and electric power lines

35.13.Z - Distribution of electricity

35.14 Z - Electricity trade

43.12 Z - Site preparation for construction

43.21 Z - Construction of electrical installations

46.19 Z - Activity of agents dealing in sale of various types of goods

62.09.Z - Other information and computer technology service activities

68.10.Z - Purchase and sale of real estate on own account

68.20 Z - Renting and management of own or leased real estate

95.21 Z - Repair and maintenance of common electronic equipment

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## PROJECTS

### ENERGY SECTOR

- PV farms
- Wind farms
- Energy storage

PV farms from 1,5 MWp to 20 MWp

Locations:  
• Kaliska



## II.2 PROJECT MANAGER

Krzysztof Holwek

Experienced designer and manager with 15 years of experience gained in design offices and national and international construction companies. Participation in the implementation of multi-million dollar investments. Running a consulting and design office operating in the field of renewable energy sources. Projects for OX2 Ltd., Qair Polska Ltd., EDP Renewables Polska Ltd. Obtaining 200 building permits in the area of renewable energy sources, photovoltaic and wind farms. Construction projects for photovoltaic panels from 1 MW to 8 MW including inverters, transformer stations, technical roads, paving, fencing, electrical connection, access roads. Project management from the development stage to the commissioning of the project. Successfully completed multi-discipline projects for the Municipality of the City of Toruń, the City of Warsaw, Opole University of Technology, the Medical University of Łódź, Uzdrowisko Busko - Zdrój S.A., such as: "Fort Jakuba" in Toruń, School "Jar" in Toruń, Busko - Zdrój Sanatorium, Opole University of Technology, UMED Sports Centre, Polonia Stadium in Poznań. Graduated in engineering structures at the Technical University of Łódź, engineering mechanics in the area of FEM at the Technical University of Kraków, postgraduate studies in BIM - modern design methods in multi-discipline projects at the Technical University of Łódź, managing director at the Warsaw School of Economics, stockbroker course, investment advisor course.



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### II.3 MACROECONOMIC SITUATION

The European Commission has lowered its forecast for Poland's GDP growth in 2022 from 5.5 per cent to 3.7 per cent. As recently as February, it forecast that Polish GDP would grow by 4.2 per cent in 2023. The EC's current estimate is 3 per cent. The war in Ukraine is expected to have a significant impact on economic activity over the forecast horizon, indicating, among other things, a collapse in trade with Russia and Ukraine and an increase in inflation. In particular, higher uncertainty about the economic outlook and elevated inflation are expected to reduce households' propensity to spend, although the large influx of people fleeing Ukraine will boost consumption and somewhat offset these factors. Private investment, especially in equipment, is expected to remain subdued until the end of 2022, as lower confidence results in companies deferring investment decisions. Increased cost pressures and rising interest rates are also expected to have a negative impact on investment, especially in construction.

The collapse in trade with Russia and Ukraine will weigh on export and import growth. However, weaker domestic demand and the projected depreciation of the zloty should also have a significant impact on imports, leading to a positive contribution of net exports to growth in 2022 and 2023.

The European Commission forecasts that inflation in Poland will reach 11.6 per cent in 2022 and fall to 7.3 per cent in 2023, with earlier February forecasts of 6.8 per cent and 3.8 per cent respectively.

Rising commodity prices, rising demand and supply-side bottlenecks have contributed to the steady and marked rise in HICP inflation in recent months. Despite a number of policy measures introduced to reduce the tax rates paid on certain goods, strong price dynamics are expected to continue in 2022, mainly due to rising global energy and food prices, which are likely to increase after the war.

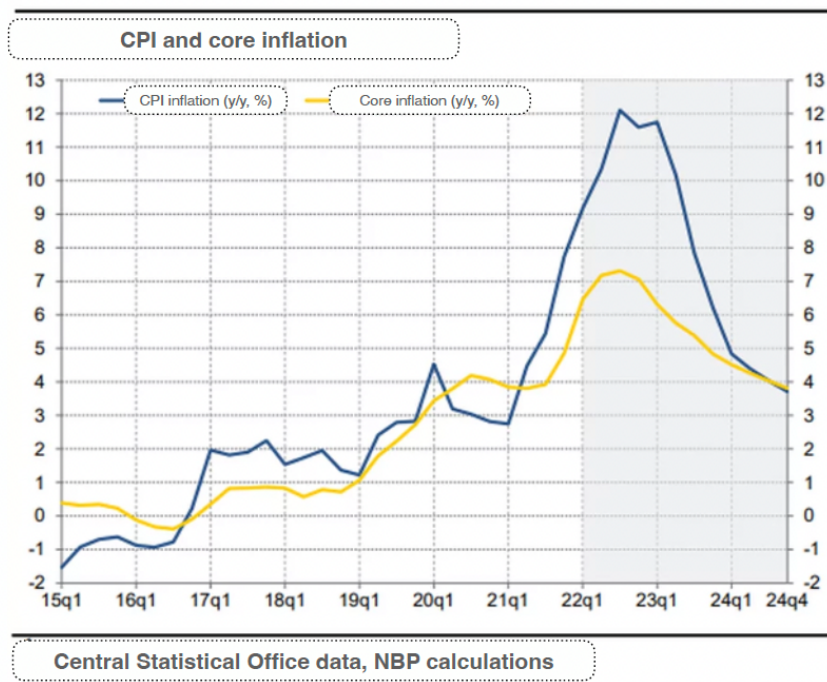
Rising unit labour costs and supply chain disruptions are also expected to put upward pressure on core inflation, especially in 2022. Inflation is expected to fall to 7.3 per cent in 2023 due to easing global commodity prices, wage pressures and supply chain disruptions. In 2021, according to EC estimates, inflation in Poland was 5.2 per cent.

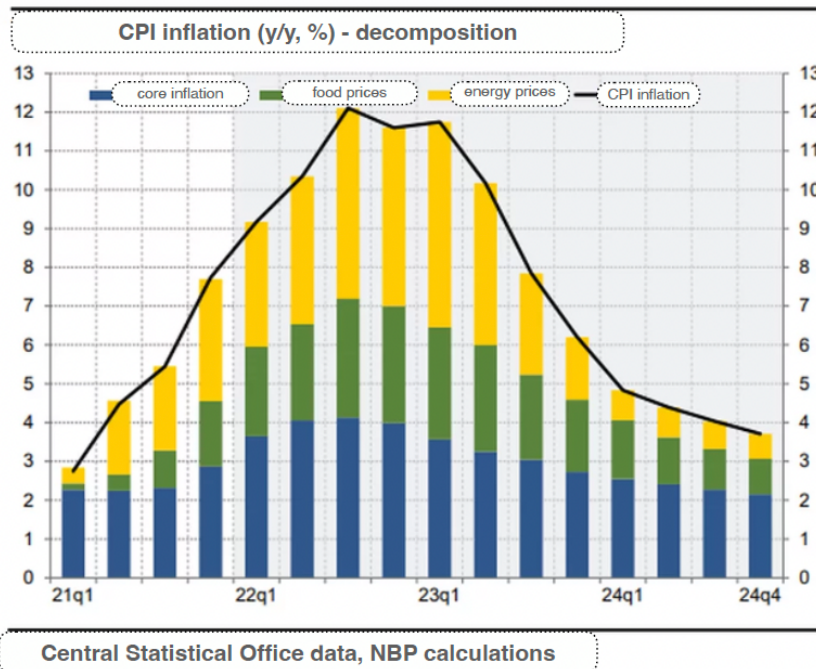
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The currently observed high level of inflation will increase in the coming quarters, reaching 12.1 per cent year-on-year in Q3 2022. - estimates the NBP in its inflation report published on Friday. The central bank's latest projection puts consumer inflation at 10.8 per cent in 2022.

The scenario of the current projection is significantly influenced by the macroeconomic effects of Russia's military aggression against Ukraine and the related sanctions imposed on Russia. It is assumed that at least some of the sanctions imposed by Western countries on Russia will be maintained over the projection horizon and, consequently, there will be no return to the pre-aggression status quo in economic relations. Analysts stress that as a direct result of Russian aggression against Ukraine, the price quotations of energy commodities and some agricultural commodities on world markets, the prices of which had already been rising dynamically, are noticeably higher.

Refugees from Ukraine are strongly shaping the economy. As analysts point out, while rising commodity and energy prices and disrupted supply chains, compounded by heightened geopolitical uncertainty will affect economic growth, domestic demand will be supported by the large number of refugees arriving from Ukraine. Refugees are helping to fill a gap in the labour market. However, the structural challenges posed by the refugee influx are significant, with housing, health and education under immense pressure.





A list of the most important threats to Poland's economic prosperity in the 2024 perspective, as identified by Experts at the European Financial Congress:

- A. Persistence of high inflation, leading to high interest rates, severely inhibiting growth (stagflation scenario)
- B. Problems with prices and availability of raw materials and inputs, disruption to supply chains
- C. High energy prices
- D. Negative impact of long-term hostilities in Ukraine
- E. Conflict with the EU
- F. Insufficient level of investment
- G. Inconsistent policy mix, unreliable macroeconomic policy
- H. Weakening global economy
- I. State of public finances

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## II.4 THE MARKET ENVIRONMENT OF THE COMPANY

### Photovoltaic market in Poland 2022

The Institute of Renewable Energy presented the tenth anniversary edition of the 'Photovoltaics Market in Poland 2022' report at a press conference. As every year, it published current analyses of the PV market and its development prospects. The report is a complete summary of the state and trends of the photovoltaic market in Poland. It is produced in cooperation with companies from the industry. Partners of this year's report are: BayWa r.e., mBank, Soltec and Aseva, Corab, OX2, PCWO Energy, Polenergia Fotowoltaika.

As a result of regulatory changes and rising electricity prices, 2021 ended with a spectacularly successful year for the PV industry. At the end of 2021, the installed capacity of photovoltaics was 7.6 GW and the growth of new capacity was more than 3.7 GW (market growth rate exceeded 105%). A huge contribution, as in previous years, was made by individual prosumers (almost 80% market share). The auction system also had measurable effects - the first gigawatt of capacity in photovoltaic farms is already feeding energy back into the grid.

At the end of 2021, the capacity of PV installations in EU countries was 158 GW, representing a growth of 21.4 GW (a market growth rate of more than 15%). Poland is likely to be in second place (behind Germany) in terms of growth of installed PV capacity in the European Union. The authors of the anniversary edition of the report called the last 10 years of the industry's development "the golden decade of Polish photovoltaics".

The total turnover of the photovoltaic market in 2021 was estimated at EUR 3,55 billion, of which the market value of capital expenditures alone was approximately EUR 3,27 billion. In 2022, the commercial turnover of photovoltaics is projected to increase to over EUR 4,25 billion and the value of the PV investment market will be at EUR 4,03 billion.

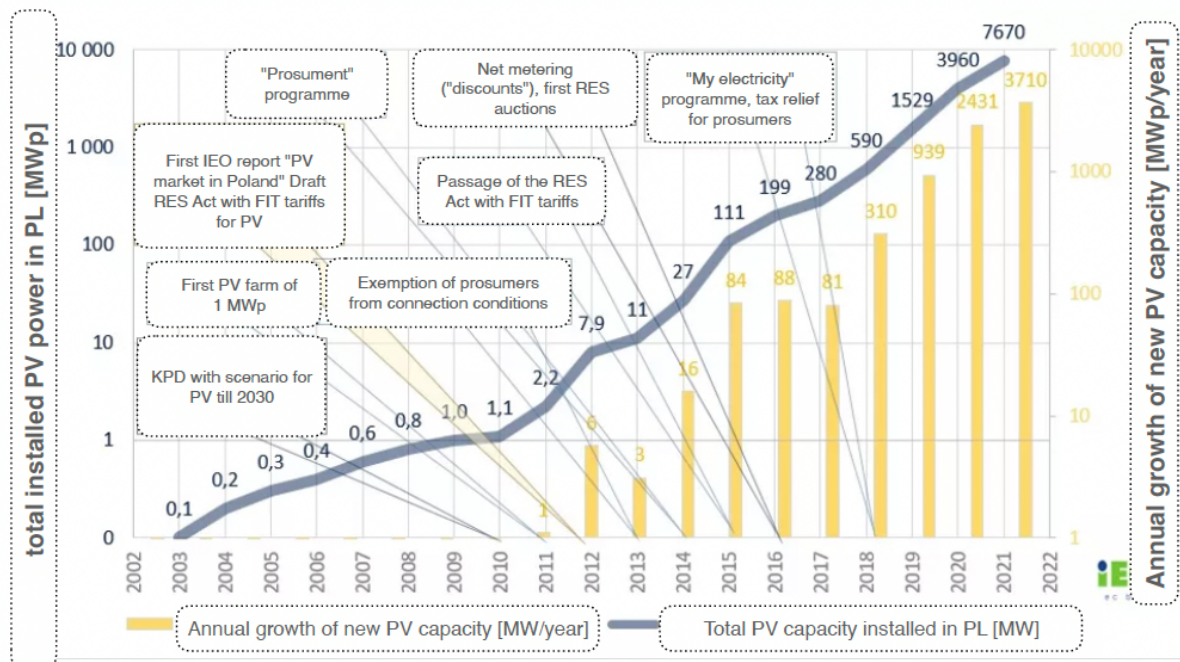
The six-year period of auction support has ended successfully. The total capacity of the photovoltaic projects that have won all the auctions to date exceeded 6.3 GW, making Poland a major construction site and a place of modern energy transformation for the next 2-3 years as well. New trends have also emerged in the development of the industry. The change in the support system for prosumers from net metering to net billing has prompted them to turn their attention to energy management and increasing the ongoing self-consumption of PV energy, e.g. through the installation of energy storage, including, for the first time, heat storage. As a result of the surge



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in energy prices, the market share of PV self-producers, or so-called business prosumers, is also becoming increasingly apparent.



According to the IEO's latest forecast of installed photovoltaic capacity, the photovoltaic market will maintain its growth momentum in the coming years thanks to the rapid increase in PV farm capacity. Already at the end of this year, the capacity of all installed photovoltaic sources could reach 12 GW. It is projected that 20 GW of photovoltaic capacity will be reached in 2025, and in 2030 the cumulative installed capacity could be as high as 28.5 GW.

Commenting on the results of the report, Minister Ireneusz Zyska, Government Plenipotentiary for RES stated:

Solar energy is the main driver of RES development in Poland. This is the result of a deliberate and responsible government policy aimed at ensuring energy security and stable energy supply to end users. According to the report 'Photovoltaic Market in Poland 2022', photovoltaics has become the technology with the highest installed capacity in domestic renewable energy. This is a source of pride for the industry, but also a challenge to ensure that past successes can pave the way for more. It is crucial to create the right legal and economic environment for the further development of the sector at market conditions. Further cooperation between the government administration and the sector's stakeholders is essential for Poland to continue its energy transition based on modern zero-emission technologies. The best formula for this cooperation is the Sectoral

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Agreement concluded on 16 December 2021. It aims to build the value chain, including the PV industry, with a particular focus on maximising the Polish contribution.

## II.5 REASONS FOR RECAPITALISATION

Investing in photovoltaics is a venture that requires a lot of initial capital, but due to the booming energy services sector, photovoltaic panels are gaining in popularity every year, so they are an increasingly viable investment.

This project justifies the construction of a photovoltaic farm producing 3 850 MW/year, as well as electricity storage facilities.

The designed industrial installations are geared towards the production of zero-carbon energy sources and energy storage devices.

The project manager, has the competence and experience to meet the objectives.

## II.6 PLANNED INVESTMENT AND MODERNISATION MEASURES

The cash received by the Company in the form of a recapitalisation will be used for:

<b>Destination</b>	<b>Amount, €</b>
Delivery of structures	348 802
Delivery of panels	1 457 042
Delivery of inverters	151 676
Delivery of fencing	34 352
Delivery, laying of cabling and connectors	150 619
Supply of monitoring and CCTV system	30 124
Supply of grounding and protection systems	25 367
Civil works:	
installation of fencing	
installation of CCTV and security systems	
installation of structures	
installation of modules	
installation of modules	
foundation GPO	
security guarding	
other works	
<b>Total construction work</b>	<b>704 924</b>
commissioning and testing of the facility	21 275
collaboration instructions and as-built inventory	7 092

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project management	14 184
project	35 459
purchasing management	4 255
foreign currency financial costs	4 255
insurance	4 728
logistics	5 846
<b>Total project management</b>	<b>68 727</b>
<b>Net summary</b>	<b>3 000 000</b>

Technical data:

- Installed power 3.5MW
- Module type Bifacial
- Module model JKM 555N-72HL4-BDV
- Module power 555Wp
- Sunny Tripower CORE2 STP 110-60 inverter model
- Construction manufacturer Corab
- Connection voltage 15kV
- Transformer power 4MW GPZ

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## II.7 FORECAST PROFIT AND LOSS ACCOUNT WITH RECAPITALISATION<sup>1</sup>

### Forecast PROFIT AND LOSS STATEMENT (P&L) AFTER CAPITALISATION

		2023	2024	2025	2026	2027	2028
<b>A.</b>	<b>Net revenue from sales and equals, of which:</b>	<b>0,00 €</b>	<b>899 150,74 €</b>	<b>980 074,31 €</b>	<b>1 068 281,00 €</b>	<b>1 164 426,29 €</b>	<b>1 269 224,65 €</b>
-	from related parties	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
I.	Net income from sales of products	0,00 €	899 150,74 €	980 074,31 €	1 068 281,00 €	1 164 426,29 €	1 269 224,65 €
II.	Change in products	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Cost of products manufactured for the entity's own use	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
IV.	Net income from sales of goods and materials	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>B.</b>	<b>Operating expenses</b>	<b>0,00 €</b>	<b>363 130,00 €</b>	<b>379 840,00 €</b>	<b>401 563,00 €</b>	<b>429 802,90 €</b>	<b>454 277,48 €</b>
I.	Depreciation and amortisation	0,00 €	300 000,00 €	300 000,00 €	300 000,00 €	300 000,00 €	300 000,00 €
II.	Consumption of materials and energy	0,00 €	3 715,00 €	3 715,00 €	3 715,00 €	3 715,00 €	3 715,00 €
III.	External services	0,00 €	55 700,00 €	72 410,00 €	94 133,00 €	122 372,90 €	146 847,48 €
IV.	Taxes and charges, including:	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
-	excise duty	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
V.	Wages and salaries	0,00 €	3 715,00 €	3 715,00 €	3 715,00 €	3 715,00 €	3 715,00 €
VI.	Social security and other benefits	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
VII.	Other costs by type	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
VIII.	Value of goods and materials sold	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>C.</b>	<b>Profit (loss) on sales (A-B)</b>	<b>0,00 €</b>	<b>536 020,74 €</b>	<b>600 234,31 €</b>	<b>666 718,00 €</b>	<b>734 623,39 €</b>	<b>814 947,17 €</b>
<b>D.</b>	<b>Other operating income</b>	<b>0,00 €</b>	<b>7 500,00 €</b>	<b>7 500,00 €</b>	<b>7 500,00 €</b>	<b>7 500,00 €</b>	<b>7 500,00 €</b>
I.	Profit on disposal of non-financial fixed assets	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
II.	Grants	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Other operating income	0,00 €	7 500,00 €	7 500,00 €	7 500,00 €	7 500,00 €	7 500,00 €
<b>E.</b>	<b>Other operating expenses</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>0,00 €</b>
I.	Loss on disposal of non-financial fixed assets	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
II.	Revaluation of non-financial assets	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Other operating expenses	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>F.</b>	<b>Profit (loss) on operating activities (C+D-E)</b>	<b>0,00 €</b>	<b>543 520,74 €</b>	<b>607 734,31 €</b>	<b>674 218,00 €</b>	<b>742 123,39 €</b>	<b>822 447,17 €</b>
<b>G.</b>	<b>Financial income</b>	<b>-3 309 814,00 €</b>	<b>3 626 232,22 €</b>	<b>4 271 316,02 €</b>	<b>5 210 004,23 €</b>	<b>6 252 223,15 €</b>	<b>7 386 511,51 €</b>
I.	Dividends and shares in profits, of which:	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
-	from related parties	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
II.	Interest, of which:	0,00 €	316 418,22 €	82 210,16 €	65 958,69 €	70 760,89 €	77 711,74 €
-	from related parties	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Gain on disposal of investments	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
IV.	Revaluation of investments	-3 309 814,00 €	3 309 814,00 €	4 189 105,86 €	5 144 045,53 €	6 181 462,26 €	7 308 799,77 €
V.	Other	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>H.</b>	<b>Finance costs</b>	<b>0,00 €</b>	<b>99 300,00 €</b>	<b>99 300,00 €</b>	<b>99 300,00 €</b>	<b>33 300,00 €</b>	<b>33 300,00 €</b>
	Interest, of which:	0,00 €	97 500,00 €	97 500,00 €	97 500,00 €	31 500,00 €	31 500,00 €
	for related parties	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
II.	Loss on disposal of investments	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Revaluation of investments	0,00 €	1 800,00 €	1 800,00 €	1 800,00 €	1 800,00 €	1 800,00 €
IV.	Other	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>I.</b>	<b>GROSS PROFIT (LOSS) (F+G-H)</b>	<b>-3 309 814,00 €</b>	<b>4 070 452,96 €</b>	<b>4 779 750,33 €</b>	<b>5 784 922,22 €</b>	<b>6 961 046,54 €</b>	<b>8 175 658,68 €</b>
J.	Income tax	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
K.	Other compulsory reductions in profit (increases in loss)	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>L.</b>	<b>Net profit (loss) (I-J-K)</b>	<b>-3 309 814,00 €</b>	<b>4 070 452,96 €</b>	<b>4 779 750,33 €</b>	<b>5 784 922,22 €</b>	<b>6 961 046,54 €</b>	<b>8 175 658,68 €</b>

<sup>1</sup> Input data provided by the company's management on which the calculations were based





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		2029	2030	2031	2032	2033	TOTAL
<b>A.</b>	<b>Net revenue from sales and equals, of which:</b>	<b>1 383 454,87 €</b>	<b>1 507 965,81 €</b>	<b>1 643 682,73 €</b>	<b>1 791 614,18 €</b>	<b>1 952 859,46 €</b>	<b>13 660 734,05 €</b>
-	from related parties	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
I.	Net income from sales of products	1 383 454,87 €	1 507 965,81 €	1 643 682,73 €	1 791 614,18 €	1 952 859,46 €	13 660 734,05 €
II.	Change in products	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Cost of products manufactured for the entity's own use	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
IV.	Net income from sales of goods and materials	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>B.</b>	<b>Operating expenses</b>	<b>468 962,23 €</b>	<b>485 115,45 €</b>	<b>502 884,00 €</b>	<b>522 429,40 €</b>	<b>543 929,34 €</b>	<b>4 551 933,79 €</b>
I.	Depreciation and amortisation	300 000,00 €	300 000,00 €	300 000,00 €	300 000,00 €	300 000,00 €	3 000 000,00 €
II.	Consumption of materials and energy	3 715,00 €	3 715,00 €	3 715,00 €	3 715,00 €	3 715,00 €	37 150,00 €
III.	External services	161 532,23 €	177 685,45 €	195 454,00 €	214 999,40 €	236 499,34 €	1 477 633,79 €
IV.	Taxes and charges, including:	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
-	excise duty	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
V.	Wages and salaries	3 715,00 €	3 715,00 €	3 715,00 €	3 715,00 €	3 715,00 €	37 150,00 €
VI.	Social security and other benefits	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
VII.	Other costs by type	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
VIII.	Value of goods and materials sold	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>C.</b>	<b>Profit (loss) on sales (A-B)</b>	<b>914 492,64 €</b>	<b>1 022 850,36 €</b>	<b>1 140 798,74 €</b>	<b>1 269 184,78 €</b>	<b>1 408 930,12 €</b>	<b>9 108 800,26 €</b>
<b>D.</b>	<b>Other operating income</b>	<b>7 500,00 €</b>	<b>7 500,00 €</b>	<b>7 500,00 €</b>	<b>7 500,00 €</b>	<b>7 500,00 €</b>	<b>75 000,00 €</b>
I.	Profit on disposal of non-financial fixed assets	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
II.	Grants	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Other operating income	7 500,00 €	7 500,00 €	7 500,00 €	7 500,00 €	7 500,00 €	75 000,00 €
<b>E.</b>	<b>Other operating expenses</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>0,00 €</b>	<b>0,00 €</b>
I.	Loss on disposal of non-financial fixed assets	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
II.	Revaluation of non-financial assets	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Other operating expenses	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>F.</b>	<b>Profit (loss) on operating activities (C+D-E)</b>	<b>921 992,64 €</b>	<b>1 030 350,36 €</b>	<b>1 148 298,74 €</b>	<b>1 276 684,78 €</b>	<b>1 416 430,12 €</b>	<b>9 183 800,26 €</b>
<b>G.</b>	<b>Financial income</b>	<b>8 620 226,82 €</b>	<b>9 962 790,84 €</b>	<b>11 422 903,16 €</b>	<b>13 011 055,21 €</b>	<b>14 738 778,87 €</b>	<b>81 192 228,03 €</b>
I.	Dividends and shares in profits, of which:	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
-	from related parties	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
II.	Interest, of which:	86 055,19 €	96 369,37 €	107 714,41 €	120 074,86 €	133 530,22 €	1 156 803,75 €
-	from related parties	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Gain on disposal of investments	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
IV.	Revaluation of investments	8 534 171,63 €	9 866 421,47 €	11 315 188,75 €	12 890 980,35 €	14 605 248,65 €	80 035 424,28 €
V.	Other	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>H.</b>	<b>Finance costs</b>	<b>33 300,00 €</b>	<b>33 300,00 €</b>	<b>33 300,00 €</b>	<b>33 300,00 €</b>	<b>3 033 300,00 €</b>	<b>3 531 000,00 €</b>
	Interest, of which:	31 500,00 €	31 500,00 €	31 500,00 €	31 500,00 €	3 031 500,00 €	3 513 000,00 €
	for related parties	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
II.	Loss on disposal of investments	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
III.	Revaluation of investments	1 800,00 €	1 800,00 €	1 800,00 €	1 800,00 €	1 800,00 €	18 000,00 €
IV.	Other	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>I.</b>	<b>GROSS PROFIT (LOSS) (F+G-H)</b>	<b>9 508 919,46 €</b>	<b>10 959 841,20 €</b>	<b>12 537 901,90 €</b>	<b>14 254 439,99 €</b>	<b>13 121 908,99 €</b>	<b>86 845 028,29 €</b>
J.	Income tax	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
K.	Other compulsory reductions in profit (increases in loss)	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €	0,00 €
<b>L.</b>	<b>Net profit (loss) (I-J-K)</b>	<b>9 508 919,46 €</b>	<b>10 959 841,20 €</b>	<b>12 537 901,90 €</b>	<b>14 254 439,99 €</b>	<b>13 121 908,99 €</b>	<b>86 845 028,29 €</b>

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## COMMENTS ON THE P&L

A.

Net revenue from product sales - the main source of revenue is the sale of electricity and energy storage.

3R12 is not only a production company, but also has the assumption of energy trading in its business plan, therefore the combined results of energy sales and trading amount to 233,55 €/MW, with production reaching 3 850 MW/year. The company aims for the best possible result in order to capitalise on the investor exit.

B.

Depreciation - 10% spread linearly over 10 years

Material and energy consumption - the generator has its own energy requirements.

External services - this is primarily a specialised service along with energy trading

Salaries - the adopted budget for the company's staff

D.

Other operating income - the main income in this section is the disposal of CO2 certificates and guarantees of origin and other energy market instruments

G.

Revaluation of investments - determined value of investments by the valuer, auditor and CFO

H.

Revaluation of investments - costs to be incurred to ensure that the value of investments continues to be quoted

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### III. BUSINESS PLAN UNDER THE REGULATION ON THE FUNCTIONING OF THE EUROPEAN UNION

#### III.1. FREE CASH FLOW (FCF)

The cash flow to owners (FCF) method takes into account:

- 1) cash flows to owners only and that inflows and outflows to creditors are included in the flows,
- 2) the discount rate is based on the cost of equity,
- 3) the detailed forecast period covers the years from 2023 to 2033
- 4) the company is assumed to operate beyond the forecast period,
- 5) the absence of a going concern risk is reflected in the calculation of the residual value in the valuation results of the flows.

Free cash flow (FCF) is a corporate financial indicator that shows how much cash a company (venture) is able to generate after deducting funds to maintain and expand its asset base.

It is an important indicator for owners as it shows the company's investment potential and ability to pay dividends. It is used in discounted cash flow (DCF) valuations and to calculate the internal rate of return (IRR). The free cash flow due to owners was calculated using the following formula.

***FCF (Free Cash Flow) is calculated according to the algorithm:***

- + Sales revenue**
- variable costs**
- fixed costs**
- = Operating profit (loss) (Earnings Before Interest and Tax, EBIT)**
- Income tax**
- = Operating profit (loss) after tax**
- + Depreciation and amortisation**
- Expenditure on additions to non-cash net working capital**
- capital expenditure**
- = FCF**

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The free cash flow calculated on the basis of the projected performance figures over the detailed forecast period is shown below:

	FCF (Free Cash Flow)	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	Total
+	Revenue	0	1 223 069	1 069 784	1 141 740	1 242 687	1 354 436	1 477 010	1 611 835	1 758 897	1 919 189	16 699 138	<b>29 497 786</b>
-	Costs	0	462 430	479 140	500 863	463 103	487 577	502 262	518 415	536 184	555 729	3 577 229	<b>8 082 934</b>
=	Profit (loss)	0	760 639	590 644	640 877	779 584	866 859	974 748	1 093 420	1 222 713	1 363 460	13 121 909	<b>21 414 853</b>
-	Income tax	0	0	0	0	0	0	0	0	0	0	0	<b>0</b>
=	Net profit (loss)	0	760 639	590 644	640 877	779 584	866 859	974 748	1 093 420	1 222 713	1 363 460	13 121 909	<b>21 414 853</b>
+	Depreciation and amortisation	0	300 000	300 000	300 000	300 000	300 000	300 000	300 000	300 000	300 000	300 000	<b>3 000 000</b>
-	Expenditure on additions to net working capital												<b>0</b>
-	Capital expenditure		3 309 814	2 249 175	1 358 531	417 654							<b>7 335 173</b>
=	FCF	0	-2 249 175	-1 358 531	-417 654	661 930	1 166 859	1 274 748	1 393 420	1 522 713	1 663 460	13 421 909	<b>17 079 679</b>

### III.2. COST OF CAPITAL (CAPM MODEL)

The CAPM model (capital asset pricing model) is the most popular of the methods based on the functioning of the capital market, i.e. methods based on the rules of investing in the capital market, where the relationship between the expected rate of return and the level of risk plays a key role. The cost of equity, according to the CAPM concept, is the risk-free rate of return plus a risk premium for investing in the shares of a given company. This premium is calculated as the product of the beta coefficient ( $\beta$ ) - which expresses the level of systematic risk of the company being evaluated - and the difference between the expected return on the market portfolio and the expected return on risk-free instruments.

- **Estimation of the value of equity**

The estimation of the cost of equity using the CAPM is shown in the following formula:

$$\text{Cost of equity} = \text{Risk free rate} + \text{Beta} * \text{Equity risk premium}$$

The equity risk premium is calculated using the following formula:

$$\text{Capital risk premium} = \text{Capital market return} - \text{Risk-free rate. So,}$$

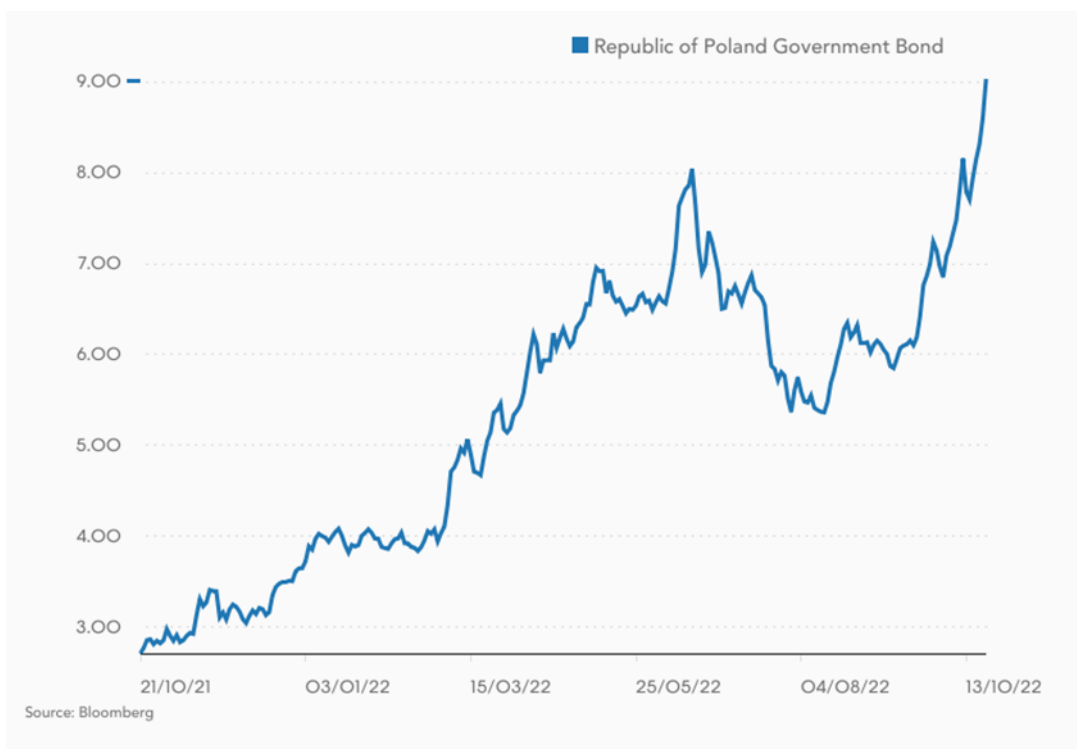
$$\text{Cost of equity} = \text{Risk free rate} + \text{Beta} * (\text{Capital market return} - \text{Risk free rate})$$

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- **Risk-free rate**

By definition, the risk-free rate is the rate of return on financial instruments with zero risk. It tells what is the minimum return that can be obtained by investing in financial instruments without the risk of default.

The risk-free rate was determined based on the yield on Polish 10-year treasury bonds, using the average yield over the twelve months preceding the date of this study. The data set for calculating the average yield is presented below



**The following is assumed for the business plan: risk-free rate = 5,49%<sup>2</sup>**

- **Beta**

The beta ratio is a mathematical concept adapted for financial analysis and is a key risk indicator for private and institutional investors. The name of the indicator is closely related to the way it is calculated. Beta is one element of the so-called linear regression, a mathematical method that looks for a relationship between changes in a stock market index and changes in a selected stock or basket of stocks. The regression is based on a simple equation<sup>3</sup>:

<sup>2</sup> <https://pl.investing.com/rates-bonds/poland-10-year-bond-yield-streaming-chart>

<sup>3</sup> <https://www.parkiet.com/Szkola-gieldowa/302159889-Wskaznik-beta--jak-sie-go-oblicza-i-interpretuje-oraz-do-czego-sluz.html?preview=&remainingPreview=&grantedBy=preview&preview=&remainingPreview=&grantedBy=preview&>

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$\beta = (\text{Covariance (Return on Index A, Return on Index B)} / \text{Variance (Return on Index B)})$

The higher the beta, the greater the volatility of the share price compared to the overall market. Ratio values above 1,0 signal a higher risk than a stock market index, which itself by definition has a beta of just 1,0. Investing in stocks with a high ratio involves above-average risk. A beta ratio of less than 1,0 means less investment risk.

When a stock is not listed on the stock exchange, it is standard practice to compare it to similar stocks in circulation.

For the investor test, the database of Aswath Damodaran, a professor of finance at the New York University Stern School of Business, was used.

Prof Damodaran set a beta for companies with similar activities to Investments operating in Europe.

Extract from Prof. Damodaran's database<sup>4</sup>

<i>Industry Name</i>	<i>Number of firms</i>	<i>Beta</i>
Oil/Gas (Integrated)	4	1,47
Oil/Gas (Production and Exploration)	183	1,32
Oil/Gas (Distribution)	21	1,4
Oilfield Svcs/Equip.	100	1,5
Packaging & Container	26	1,01
Paper/Forest Products	11	1,21
<b>Power</b>	<b>50</b>	<b>0,83</b>
Precious Metals	76	0,99
Publishing & Newspapers	21	1,69
R.E.I.T.	238	1,35
Real Estate (Development)	19	1,06

**For the business plan we assume: Beta = 0,83**

- **Rate of return on the capital market**

The market risk premium is an element of the CAPM model, defined as the difference between the return on the market portfolio and the return on the risk-free stock.

According to Prof. A. Damodaran's approach, the market risk premium was defined as: (source: [http://people.stern.nyu.edu/adamodar/New\\_Home\\_Page/datafile/ctryprem.html](http://people.stern.nyu.edu/adamodar/New_Home_Page/datafile/ctryprem.html)) the sum of the risk of an investment in the US market and the increase in risk associated with an

<sup>4</sup> Source: [http://pages.stern.nyu.edu/~adamodar/New\\_Home\\_Page/datafile/Betas.html](http://pages.stern.nyu.edu/~adamodar/New_Home_Page/datafile/Betas.html)

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investment in the Polish market. For countries with a AAA rating, the investment risk premium is around 5%-6%, for Poland the risk premium fluctuates around 6%-6,5%<sup>5</sup>

Risk premium for the Polish market	6,32%
of which:	
risk premium for investing in equities on a mature market	5,49 %
risk premium for investing in shares on the Polish market	0,83 %

### For the purposes of the business plan::

Risk free rate = 5,49%

Beta = 0,83

Capital market rate of return =6,32%

Based on the formula:

$\text{Cost of equity } r = \text{Risk free rate} + \text{Beta} * (\text{Capital market return} - \text{Risk free rate})$
---

Cost of equity  $r = 5,49\% + 0,83 * (6,32\% - 5,49\%) = 6,179$

Calculation of the cost of equity capital	
Risk free rate, %	5,49
Beta POWER	0,83
Capital market return, %	6,32
<b>Cost of equity capital, %</b>	<b>6,179</b>

**A cost of equity of 6,179% was included in the valuation.**

### III.3. NET PRESENT VALUE (NPV)

NPV is the primary and most important dynamic indicator, and is a method of expressing the difference between current cash inflows and their current outflows. Commonly, NPV is used in capital budgeting.

As money has its value over time, cash flows must be based on the same denominator in order to be compared. With the NPV rule, the cash flows associated with a project can be assessed (they require a comparison between the present value of future revenues and the capital

<sup>5</sup> <https://www.cann.pl/blog/121-premia-za-ryzyko-rynkowe-idzie-w-dol>

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expenditure made today). In other words, this method involves discounting future cash flows to their present values.

The NPV expresses, updated at the time of assessment, the amount of benefit that the investment under consideration can bring to the company. The investment under consideration is profitable if:  $NPV > 0$ . This is because a positive NPV value means that the rate of return of this project is greater than the limiting rate determined by the discount rate adopted for the calculation. Therefore, any investment characterised by an NPV greater than zero can be realised, as it will bring certain financial benefits to the enterprise and thus increase its value.

**The NPV ratio consists of adding up the discounted net cash flows for the entire forecast period and adding to it the negative cash flows of period 0 (investment).**

$$NPV = \sum_{i=1}^n \frac{CF_i}{(1+r)^n} - I_0$$

$$NPV = \sum_{i=0}^n \frac{CF_i}{(1+r)^n}$$

Where:

$CF_i$  - cash flow

$I_0$  - value of initial expenditures

n - number of periods

r - required rate of return

**Discount factor:**

$d = 1/(1+r)^n$
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where: d-discount factor

r - expected rate of return (cost of equity)

n-number of periods (years)



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## CALCULATION OF THE DISCOUNT FACTOR

YEAR	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033
Cost of capital r	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179
Number of periods	1	2	3	4	5	6	7	8	9	10	11
Discount factor d	0,942	0,887	0,835	0,787	0,741	0,698	0,657	0,619	0,583	0,549	0,517

## NPV calculation

YEAR	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	Suma
CF (Cash Flow=Net Profit + Depreciation)	0	1 060 639	890 644	940 877	1 079 584	1 166 859	1 274 748	1 393 420	1 522 713	1 663 460	13 421 909	24 414 853
Discount factor d	0,942	0,887	0,835	0,787	0,741	0,698	0,657	0,619	0,583	0,549	0,517	
DCF (Discounted Cash Flow = CF*d)	0	940 785	744 027	740 250	799 951	814 304	837 826	862 527	887 709	913 326	6 940 478	14 481 182
Investment I <sub>0</sub>	3 000 000											
NPV	11 481 182											

**NPV = 11 481 182 €**

The NPV is greater than zero, which means that the project is viable and can be realised.

## III.4. RESIDUAL VALUE AND DETERMINATION OF THE COMPANY'S EQUITY VALUE

The residual value of a project should be taken into account when assessing profitability. This occurs when a detailed cash flow forecast is no longer made and the investment is still producing benefits. The residual value can be determined on the basis of the going concern or liquidation value. The continuing value is in the form of a perpetual annuity: the cash flows generated by the project in the last year of the forecast are assumed to recur at a constant rate of  $g$ . The residual value, i.e. the sum of cash flows after the detailed forecast period, was determined according to the Gordon model and is calculated with the formula:

$$RV = \frac{CF_n(1 + g)}{r - g}$$

Where  $CF_n$  - cash flow for the last forecast year  $n$ ,  $g$  - assumed rate of change of cash flows beyond the forecast period,  $r$  - cost of capital

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The 'g' rate of the GDP forecast of the country in which the company being valued operates<sup>6</sup>:

The resulting average value of 3% was adjusted - using the discount factor calculated for the last forecast year (0,517) to reflect the uncertainty of the future development of GDP and is taken as the value of the g rate:  $3 - (3 * 0,517) = 1,45\%$ . The value of the underlying flow is taken as the value of free cash flow based on the latest projection period (year 2033). The RV calculation is shown in the table below.

### Value of the Company's equity

The value of the Company's equity is equal to the sum of the discounted cash flows  $\sum DCF$  and the residual value RV.

$$W = DCF + RV$$

$$DCF = \sum_{t=1}^n \frac{CF_t}{(1+r)^t}$$

Where CF- the cash flow from the company's activities over a given period, r- the discount rate, n- the number of periods.

Summary of values obtained in the analysis process:

### Calculation of the company's residual value and equity value

Flow taken to calculate the residual value	16 699 138
GDP	3
g rate, %	1,45
cost of capital, %	6,179
discounted residual value RV	8 644 511
sum of free flows FCF	17 079 679
Total CF discounted $\sum DCF$	21 144 106
Value of equity $W = \sum DCF + RV$	29 788 617

Source: Own compilation based on information received from the Company

## III.5. RATE OF RETURN

### Rate of return

Total number of shares before recapitalisation	1 000	pcs.
Nominal share price	212,31	€/pcs.
Core capital of the company	212 314	€

<sup>6</sup> <https://www.gov.pl/web/finanse/prognozy-makroekonomiczno-fiskalne>

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Recapitalisation, shares	14 590	pcs.
At price	212,31	€/pcs.
Total recapitalisation	3 097 500	€
Total number of shares after recapitalisation	15 590	pcs.
Nominal share price	212,31	€/pcs.
Capital of the company after the recapitalisation	3 309 814	€
Net present value of the company	11 481 182	€
After the recapitalisation, the value of the company's shareholding at the date of the recapitalisation	736	€/pcs.
Rate of return	247	%

The share capital amounts to 212 314 €.

The total share value of 212 314 € consists of 1 000 shares of 212,31 € each.

**The planned recapitalisation amounts to 3 097 500 € or 14 590 shares at 212,31 € each in cash.**

Using the available valuation methods, the net present value of the company was estimated to be **NPV = 11 481 182 €** on the basis of the projected results.

After taking into account the recapitalisation of 14 590 shares of 212,31 € each for an amount of 3 097 500 € - the value of the company at the date of the recapitalisation will be:

net present value of the company **11 481 182 €** / (1 000 pcs + 14 590 pcs) = 736 €/piece

The subscribed shares with a nominal value of 3 097 500 € (14 590 units) will have a market value of 11 481 182 € (736 €/unit).

**The rate of return on a single share is 247%.**

The rate of return is the profit or loss on an investment expressed as a percentage. Assuming the investor makes a one-off capital payment - for a certain amount at the beginning of the period he buys a certain type of asset - shares.

Calculation:  $(736 \text{ €} / 212,31\text{€} - 1) * 100\% = 247\%$

Comparing the achieved return on investment of 363% with annual bank deposits of around 8-9% (source: www.bankier.pl), the rate of return achieved is satisfactory.

**Recommendation**, under current financial conditions the company can be subsidised without the risk of state aid:

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### Recommendation-Company can be subsidised

Net present value of the company	11 481 182	€
Nominal share price	212,31	€/pcs.
What corresponds to the number of shares	54 077	pcs.
Number of shares before recapitalisation	1 000	pcs.
Company can be recapitalised (number of shares)	53 077	pcs.
Nominal value of additional shares	11 268 868	€
Recommendation-Company can be financed	11 268 868	€

#### Calculation:

11 481 182 € / 212,31 €/pcs. = 54 077 pcs. shares

54 077 pcs. – 1 000 pcs. = 53 077 pcs. shares

53 077 pcs. \* 212,31 €/pcs. = 11 268 868 €

**to the value of 11 268 868 €**

### III.6. IRR

The internal rate of return is the discount rate for which the sum of the updated net flows equals 0.

The internal rate of return is the second most commonly used discounting method for evaluating investment projects. IRR is a measure of the profitability of an investment. It shows the actual rate of profit from a venture, taking into account the change in the time value of money. The IRR is the rate at which the value of money expenditure is equal to the present value of money inflows. So the IRR shows at what interest rate the updated (discounted) expenditure will equal the updated inflows. The higher the investment return will be recorded, the higher its value. On the other hand, it is the maximum investment loan rate that will still allow the project to be financed without loss to the owners.

The calculation of the IRR value therefore consists in finding a value for the discount rate  $r$  that satisfies the condition:

$$\sum_{t=1}^n \frac{CF_t}{(1+r)^t} - I_0 = 0$$

Where:

$CF_t$  - cash flow in period  $t$

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r - interest rate

$I_0$  - initial outlay in period zero

t - consecutive periods (usually years) of operation of the investment

**Internal rate of return = IRR = 10 %**

### Calculation of IRR

YEAR	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033
Cost of capital r	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179	0,06179
Number of periods	1	2	3	4	5	6	7	8	9	10	11
Discount factor d	0,942	0,887	0,835	0,787	0,741	0,698	0,657	0,619	0,583	0,549	0,517
CF (Cash Flow=Net Profit + Depreciation)	0	1 060 639	890 644	940 877	1 079 584	1 166 859	1 274 748	1 393 420	1 522 713	1 663 460	13 421 909
DCF (Discounted Cash Flow = CF*d)	0	940 785	744 027	740 250	799 951	814 304	837 826	862 527	887 709	913 326	6 940 478
Investment $I_0$	3 000 000										
NPV	0										
IRR	10										

## IV. BUSINESS PLAN UNDER COUNCIL OF MINISTERS REGULATION

When the recapitalisation takes place in cash, the GGE is equal to the difference between the value of the cash contribution and the market value of the shares (interests) taken up;

When the recapitalisation takes place in non-cash form, the GGE is equal to the difference between the market value of the non-cash contribution and the market value of the shares (interests) taken up.

As a general rule, if the GGE for a particular form of aid is zero or dodgy, there is no indication of an advantage not available under normal market conditions.

The subject of the report is a **recapitalisation of 3 097 500 € through the subscription of 14 590 shares with a nominal value of 212,31 € each.**

An equity valuation was carried out using the time value of money approach - all future cash flows estimated and discounted to determine their present value to show that the entity holding the funds from the transaction in which it participates will achieve a satisfactory rate of return on its investment.

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As at 27 January 2023, it was determined that, in the case under review, the value of the cash contribution was less than the market value of the shares taken up.

### **GGE (gross recapitalisation equivalent)**

Nominal value of capital	212 314	€
Number of shares before recapitalisation	1 000	pcs.
Nominal share price	212,31	€/pcs.
Net present value of the company	11 481 182	€
Shares subscribed	14 590	pcs.
of value	3 097 500	€
Nominal capital increase to value	3 309 814	€
Market value of shares at the date of the capital increase	736	€/pcs.
Value of GGE	-7 647 214	€

Calculation:

The nominal value of the company's capital is: 212 314 €

Number of shares: 1 000 units at 212,31 € each (nominal value).

NPV of the company 11 481 182 €

Shares subscribed: 14 590 shares with a value of 3 097 500 €

Increase in nominal capital to value: 212 314 € + 3 097 500 € = 3 309 814 €

Value of the company at the date the shares were taken up:

11 481 182 € / number of shares 1 000 pcs. + 14 590 pcs.

11 481 182 € / 15 590 pcs. = 736 € – the market value of the shares at the date of the capital increase.

Value of GGE = value of cash contribution - market value of shares taken up

EDB = 3 097 500 € – ( 736 \* 14 590) € = -7 647 214 € – benefit not available.

On the basis of the above information, it has been established that in the case under examination the value of the cash contribution (recapitalisation) is lower than the market value of the shares taken up, and therefore the planned support will not constitute state aid.

### **Clarification on the word "Benefit not available"**

Gross Grant Equivalent (GGE) - the amount of aid an aid beneficiary or aid applicant would receive if it received aid in the form of a grant, net of income tax. The purpose of calculating the GGE is to determine the actual value of the public aid provided to the beneficiary. To put it another

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way: the provision of public aid involves the Company receiving an economic benefit (in this case, the benefit available, the amount is positive). In the case under review, the value of the in-kind recapitalisation is lower than the market value of the shares taken up, so the company will not receive the benefit, therefore the GGE is a negative amount, so there is no state aid:

- value of the recapitalisation 3 097 500 € (14 590 pcs. \* 212,31 €)
- market value of the shares to be taken up 10 744 714 € = 14 590 pcs. \* 736 €/pcs.)

GDF value = value of non-cash recapitalisation - market value of shares taken up
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EDB = 3 097 500 € - 10 744 714 € = - 7 647 214 €

Since the GGE is a negative amount, this means that the case under examination is not state aid. This means that the Investor receives an economic benefit from the purchase of the shares.

The source of information on the manner of calculating the equivalent for individual forms of aid is the Regulation of the Council of Ministers of 11 August 2004 on the detailed manner of calculating the value of public aid granted in various forms (Journal of Laws No. 194 item 1983, as amended)

### DPBP-discounted payback period

The condition for determining the discounted payback period can be formulated as finding the point at which the present value of the revenue generated by the project is equal to the size of the investment costs.

	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033
<b>DCF</b>	0	940 785	744 027	740 250	799 951	814 304	837 826	862 527	887 709	913 326	6 940 478
<b>Investment Io</b>	3 000 000	0	0	0	0	0	0	0	0	0	0
<b>Uncovered amount of investment</b>	3 000 000	2 059 215	1 315 189	574 939	-225 012	-1 039 316	-1 877 142	-2 739 670	-3 627 378	-4 540 704	-11 481 182

As can be seen from the table, the return on investment is already in 2027, which is in line with the provisions of the Treasury Regulation of 11.08.2011 (chapter 3, point 4), which stipulates that the return should take place over a period of no more than 5 years.

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## V CONCLUSIONS

A business plan was made for 3R12 Ltd. in connection with the planned recapitalisation of the company.

To summarise:

- 1) NPV ' 0, which demonstrates the profitability of the project
- 2) The achieved rate of return of 247 % is satisfactory
- 3) Internal rate of return IRR = 10%
- 4) GGE is negative (benefit not available) and therefore the planned support will not constitute state aid.

## VI CLAUSES

The preparation of this document has been done to the best of our knowledge and experience and in accordance with the legal provisions on the subject. The business plan can only be used for the purpose for which it has been drawn up.

The values stated in the report are net values and do not include any possible taxes such as PCC or VAT.