



## **Rozszerzony Skonsolidowany Raport Grupy Kapitałowej Rainbow Tours za III kwartał 2024 roku oraz narastająco za trzy kwartały 2024 roku**

[sporządzony zgodnie z MSSF]

Łódź, dnia 22 listopada 2024 roku



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## I. SELECTED FINANCIAL DATA

### 1. SELECTED FINANCIAL DATA COVERING BASIC ITEMS OF THE ABRIDGED CONSOLIDATED FINANCIAL STATEMENTS (ALSO TRANSLATED TO EURO).

STATEMENT OF FINANCIAL POSITION	PLN'000	PLN'000	EUR'000	EUR'000
	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
Non-current assets	445 928	341 052	104 211	78 439
Current assets	844 637	642 377	197 387	147 741
<b>Total assets</b>	<b>1 290 565</b>	<b>983 429</b>	<b>301 598</b>	<b>226 180</b>
<b>equity</b>	<b>464 185</b>	<b>249 776</b>	<b>108 477</b>	<b>57 446</b>
Issued share capital	1 455	1 455	340	335
Equity attributable to shareholders of the parent company	418 150	206 909	97 719	47 587
Long-term liabilities	73 182	74 835	17 102	17 211
Short-term liabilities	753 198	658 818	176 018	151 522
<b>Book value per share</b>	<b>31.90</b>	<b>17.16</b>	<b>7.45</b>	<b>3.95</b>

STATEMENT OF COMPREHENSIVE INCOME	PLN'000	PLN'000	EUR'000	EUR'000
	from 01/01/2024 to 30/09/2024 [not audited]	from 01/01/2023 to 30/09/2023 [not audited]	from 01/01/2024 to 30/09/2024 [not audited]	from 01/01/2023 to 30/09/2023 [not audited]
Continuing operations, sales revenue	3 344 114	2 699 128	777 303	585 113
Profit /loss on operations	327 368	210 123	76 093	45 550
Pre-tax profit (loss)	321 546	206 704	74 740	44 809
<b>Net profit (loss)</b>	<b>260 103</b>	<b>168 928</b>	<b>60 458</b>	<b>36 620</b>
Net profit (loss) attributable to shareholders of the parent company	<b>256 935</b>	<b>166 434</b>	<b>59 722</b>	<b>36 079</b>
Net profit (loss) per ordinary share attributable to shareholders of the parent company (denominated in PLN /EUR per share)				
- basic	17.87	11.61	4.15	2.52
- diluted	17.87	11.61	4.15	2.52
<b>Total comprehensive income</b>	<b>265 340</b>	<b>172 922</b>	<b>61 675</b>	<b>37 486</b>
Total comprehensive income attributable to:				
- shareholders of the parent company	<b>262 172</b>	<b>170 428</b>	<b>60 939</b>	<b>36 945</b>

CASHFLOW STATEMENT	PLN'000	PLN'000	EUR'000	EUR'000
	from 01/01/2024 to 31/03/2024 [not audited]	from 01/01/2023 to 31/03/2023 [not audited]	od 01/01/2024 to 30/09/2024 [not audited]	od 01/01/2023 to 30/09/2023 [not audited]
Net cash flow from operations	288 751	351 495	67 117	76 197
Net cash from investing activities	(37 141)	(20 384)	(8 633)	(4 419)
Net cash from financing activities	(110 064)	(90 975)	(25 583)	(19 721)
<b>Increase (decrease) in net cash and cash equivalents</b>	<b>141 546</b>	<b>240 136</b>	<b>32 834</b>	<b>52 056</b>



## 2. SELECTED FINANCIAL DATA COVERING BASIC ITEMS OF THE ABRIDGED SINGLE FINANCIAL STATEMENTS (ALSO TRANSLATED TO EURO)

STATEMENT OF FINANCIAL POSITION	PLN'000	PLN'000	EUR'000	EUR'000
	As at 30/09/2024 [not audited]	As at a 31/12/2023 [audited]	As at 30/09/2024 [not audited]	As at a 31/12/2023 [audited]
Non-current assets	317 452	244 341	74 187	56 196
Current assets	872 768	655 541	203 961	150 768
<b>Total assets</b>	<b>1 190 220</b>	<b>899 882</b>	<b>278 147</b>	<b>206 965</b>
<b>equity</b>	<b>415 328</b>	<b>213 049</b>	<b>97 060</b>	<b>48 999</b>
Issued share capital	1 455	1 455	340	335
Long-term liabilities	38 701	42 344	9 044	9 739
Short-term liabilities	736 191	644 489	172 043	148 227
<b>Book value per share PLN/EUR</b>	<b>28.54</b>	<b>14.64</b>	<b>7.00</b>	<b>3.00</b>

STATEMENT OF COMPREHENSIVE INCOME	PLN'000	PLN'000	EUR'000	EUR'000
	from 01/01/2024 to 30/09/2024 [not audited]	from 01/01/2023 to 30/09/2023 [not audited]	from 01/01/2024 to 30/09/2024 [not audited e]]	from 01/01/2023 to 30/09/2023 [not audited]
Continuing operations, sales revenue	3 301 096	2 637 645	767 304	576 245
Profit /loss on operations	306 173	183 589	71 167	40 109
Pre-tax profit (loss)	301 681	182 612	70 122	39 895
<b>Net profit (loss)</b>	<b>243 842</b>	<b>147 109</b>	<b>56 678</b>	<b>32 139</b>
Net profit (loss) per ordinary share (denominated in PLN /EUR per share)				
- basic	16.76	10.11	3.89	2.21
- diluted	16.76	10.11	3.89	2.21
<b>Total comprehensive income</b>	<b>253 210</b>	<b>153 950</b>	<b>58 856</b>	<b>33 633</b>

CASHFLOW STATEMENT	PLN'000	PLN'000	EUR'000	EUR'000
	from 01/01/2024 to 30/09/2024 [not audited]	from 01/01/2023 to 30/09/2023 [not audited]	from 01/01/2024 to 30/09/2024 [not audited e]]	from 01/01/2023 to 30/09/2023 [not audited]
Net cash flow from operations	240 871	316 410	55 988	69 126
Net cash from investing activities	2 508	(1 729)	583	(378)
Net cash from financing activities	(100 645)	(83 564)	(23 394)	(18 256)
<b>Increase (decrease) in net cash and cash equivalents</b>	<b>142 734</b>	<b>231 117</b>	<b>33 177</b>	<b>50 492</b>

To calculate individual items of the selected financial data (accordingly: single and consolidated) the following exchange rates were used:

- To calculate items of the statement of financial position
  - Ther average euro exchange rate applicable as at the last day of the period, fixed by National Bank of Poland as at 30.09.2024 (4.2791) and as at 29.12.2023 (4.3480)
  - The average Czech koruna exchange rate applicable as at the last day of the period, fixed by National Bank of Poland as at 30.09.2024 (0.1700) and as at 29.12.2023 (0.1759)
  - The average Turkish Lira exchange rate applicable as at the last day of the period, fixed by National Bank of Poland as at 30.09.2024 (0.1117) and as at 29.12.2023 (0.1337)

- To calculate items of the statement of comprehensive income and cash flow statement
  - the euro exchange rate being the arithmetic average of average exchange rates fixed by National Bank of Poland, applicable as at the last day of the ended month of the financial period: for the period from 01.01.2024 to 30.09.2024 (4.3022) and for the period from 01.01.2023 to 30.09.2023 (4.5773)
  - The average Czech koruna exchange rate being the arithmetic average of average exchange rates fixed by National Bank of Poland, applicable as at the last day of the ended month of the financial period: for the period from 01.01.2024 to 30.09.2024 (0.1713) and for the period from 01.01.2023 to 30.09.2023 (0.1923)
  - The average Turkish Lira exchange rate being the arithmetic average of average exchange rates fixed by National Bank of Poland, applicable as at the last day of the ended month of the financial period: for the period from 01.01.2024 to 30.09.2024 (0.1220) and for the period from 01.01.2023 to 30.09.2023 (0.1922)

## II. THE ABRIDGED QUARTERLY CONSOLIDATED FINANCIAL STATEMENTS OF RAINBOW TOURS GROUP

### 1. THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

ASSETS	Note	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
		PLN'000	PLN'000
<b>Non-current assets</b>			
Tangible fixed assets	8	271 918	236 426
Investment property		196	196
Goodwill		4 541	4 541
other intangible assets		4 144	4 338
Deferred tax assets		26 191	22 972
Other receivables	9	138 938	72 579
<b>Total non-current assets</b>		<b>445 928</b>	<b>341 052</b>
<b>Current assets</b>			
Stocks		496	189
Trade and other receivables	9	61 682	55 985
Advance payments	9	241 318	235 646
Other financial assets	10	45	2 022
Current tax assets		5 281	5 746
Other assets	11	118 641	67 162
Cash and cash equivalents	12	417 174	275 627
<b>Total current assets</b>		<b>844 637</b>	<b>642 377</b>
<b>Total assets</b>		<b>1 290 565</b>	<b>983 429</b>

The notes are an integral part of these consolidated financial statements



<b>EQUITY AND LIABILITIES</b>	<b>Note</b>	<b>As at 30/09/2024 [not audited]</b>	<b>As at 31/12/2023 [audited]</b>
		<b>PLN'000</b>	<b>PLN'000</b>
<b>EQUITY AND LIABILITIES</b>			
<b>equity</b>			
Issued share capital		1 455	1 455
Share premium		36 558	36 558
Reserve		(7 750)	(17 492)
Translation of foreign operations		(8 618)	(4 113)
Retained earnings		396 505	231 101
write-offs from net profit		-	(40 600)
		<u>418 150</u>	<u>206 909</u>
Equity attributable to shareholders of the parent company		418 150	206 909
Equity attributable to non-controlling interests		<u>46 035</u>	<u>42 867</u>
<b>Total equity</b>		<u><b>464 185</b></u>	<u><b>249 776</b></u>
<b>Long-term liabilities</b>			
Long-term loans, bank loans and credits	<b>13</b>	51 696	50 485
Pension liability	<b>15</b>	928	697
Long term provisions		920	1 170
deferred tax liability		3 296	485
Other liabilities		<u>16 342</u>	<u>21 998</u>
<b>Total long-term liabilities</b>		<u><b>73 182</b></u>	<u><b>74 835</b></u>
<b>Short-term liabilities</b>			
Trade payables and other liabilities	<b>14</b>	159 618	130 391
Short-term loans, bank loans and credits and lease liabilities	<b>13</b>	14 185	18 601
Other financial liabilities		9 568	21 595
Current tax liabilities		82 548	58 284
<i>Including income tax</i>		62 983	49 974
Short-term provisions	<b>15</b>	174 726	72 346
Deferred income	<b>16</b>	305 010	349 957
Other liabilities		<u>7 543</u>	<u>7 644</u>
<b>Total short-term liabilities</b>		<u><b>753 198</b></u>	<u><b>658 818</b></u>
<b>Total liabilities</b>		<u><b>826 380</b></u>	<u><b>733 653</b></u>
<b>Total equity and liabilities</b>		<u><b>1 290 565</b></u>	<u><b>983 429</b></u>

The notes are an integral part of these consolidated financial statements.

## 2. THE CONSOLIDATED STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME

	Note	from 01/01/2024 to 30/09/2024 [not audited]	from 01/07/2024 to 30/09/2024 [not audited]	from 01/01/2024 to 30/09/2024 [not audited]	from 01/07/2024 to 30/09/2024 [not audited]
		PLN'000	PLN'000	PLN'000	PLN'000
<b>continuing operations</b>					
Sales revenue	17	3 344 114	1 736 748	2 699 128	1 434 042
Cost of sales	18	(2 711 827)	(1 391 791)	(2 222 813)	(1 167 452)
<b>Gross profit (loss) on sales</b>		<b>632 287</b>	<b>344 957</b>	<b>476 315</b>	<b>266 590</b>
Selling cost	18	(230 512)	(108 208)	(207 774)	(99 802)
Overheads	18	(70 669)	(26 345)	(56 487)	(24 048)
Other operating proceeds	19	1 282	316	1 886	490
Other operating costs	19	(5 020)	(940)	(3 817)	(615)
<b>Operating profit (loss)</b>		<b>327 368</b>	<b>209 780</b>	<b>210 123</b>	<b>142 615</b>
Financial revenue	20	7 832	1 812	10 871	7 119
Financial costs	20	(13 654)	(9 662)	(14 290)	(9 511)
<b>Pre-tax profit (loss)</b>		<b>321 546</b>	<b>201 930</b>	<b>206 704</b>	<b>140 223</b>
Income tax	21	(61 443)	(38 141)	(37 776)	(24 195)
<b>Net profit (loss) from continuing operations</b>		<b>260 103</b>	<b>163 789</b>	<b>168 928</b>	<b>116 028</b>
<b>Discontinued operations</b>					
Net profit (loss) from discontinued operations	22	-	-	-	-
<b>NET PROFIT (LOSS)</b>		<b>260 103</b>	<b>163 789</b>	<b>168 928</b>	<b>116 028</b>
<b>Items, which could be later carried to statement of comprehensive income</b>					
Translations of foreign operations		(4 505)	(2 182)	(2 847)	6 484
Effective part of profit and losses linked to hedging instrument in cash flow hedge		9 742	(9 838)	6 841	12 331
<b>total other net comprehensive income</b>		<b>5 237</b>	<b>(12 020)</b>	<b>3 994</b>	<b>18 815</b>
<b>TOTAL COMPREHENSIVE INCOME</b>		<b>265 340</b>	<b>151 769</b>	<b>172 922</b>	<b>134 843</b>
Net profit attributable to:					
shareholders of the parent company		256 935	159 803	166 434	110 832
non-controlling interests		3 168	3 986	2 494	4 126
		<b>260 103</b>	<b>163 789</b>	<b>168 928</b>	<b>114 958</b>
Total comprehensive income attributable to:					
shareholders of the parent company		262 172	147 783	170 428	129 647
non-controlling interests		3 168	3 986	2 494	4 126

The Extended Consolidated Report of Rainbow Tours Group for III quarter of 2024  
(data in PLN thousand, unless provided otherwise)

	Note	from 01/01/2024 to 30/09/2024 [not audited]	from 01/07/2024 to 30/09/2024 [not audited]	from 01/01/2024 to 30/09/2024 [not audited]	from 01/07/2024 to 30/09/2024 [not audited]
		PLN	PLN	PLN	PLN
Number of shares (in thousands)		14 552	14 552	14 552	14 552
Number of shares – diluted (in thousand)		14 552	14 552	14 552	14 552
<b>Profit (loss) per share (in PLN per share))</b>					
on continuing and discontinuing operations					
Basic		<u>17.87</u>	<u>11.26</u>	<u>11.61</u>	<u>7.97</u>
Diluted		<u>17.87</u>	<u>11.26</u>	<u>11.61</u>	<u>7.97</u>
On continuing operations					
Basic		<u>17.87</u>	<u>11.26</u>	<u>11.61</u>	<u>7.97</u>
Diluted		<u>17.87</u>	<u>11.26</u>	<u>11.61</u>	<u>7.97</u>

The notes are an integral part of these consolidated financial statements.

### 3. THE CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Issued share capital	Share premium	Reserve – hedge accounting	Currency translation from foreign operations	Retained profits	Attributable to shareholders of the parent company	Attributable to non-controlling interests	Total
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000
<b>For the period from 01/01/2023 to 30/09/2023 [not audited]</b>								
<b>As at 01/01/2023</b>	<b>1 455</b>	<b>36 558</b>	<b>(3 294)</b>	<b>8 678</b>	<b>68 562</b>	<b>111 959</b>	<b>41 944</b>	<b>153 903</b>
Net profit for the financial year	-	-	-	-	166 434	166 434	2 494	168 928
(Net) other comprehensive income for the financial year	-	-	6 841	(2 847)	-	3 994	-	3 994
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>6 841</b>	<b>(2 847)</b>	<b>166 434</b>	<b>170 428</b>	<b>2 494</b>	<b>172 922</b>
other	-	-	-	-	(21 777)	(21 777)	-	(21 777)
<b>As at 30/09/2023</b>	<b>1 455</b>	<b>36 558</b>	<b>3 547</b>	<b>5 831</b>	<b>213 219</b>	<b>260 610</b>	<b>44 438</b>	<b>305 048</b>
<b>For the period from 01/01/2023 to 31/12/2023 [audited]</b>								
<b>As at 01/01/2023</b>	<b>1 455</b>	<b>36 558</b>	<b>(3 294)</b>	<b>8 678</b>	<b>68 562</b>	<b>111 959</b>	<b>41 944</b>	<b>153 903</b>
Net profit/loss for the financial year	-	-	-	-	172 840	172 840	923	173 763
(Net) other comprehensive income for the financial year	-	-	(14 198)	(12 791)	-	(26 989)	-	(26 989)
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>(14 198)</b>	<b>(12 791)</b>	<b>172 840</b>	<b>145 851</b>	<b>923</b>	<b>146 774</b>
Dividend payment	-	-	-	-	(47 875)	(47 875)	-	(47 875)
Other	-	-	-	-	(3 026)	(3 026)	-	(3 026)
<b>As at 31/12/2023</b>	<b>1 455</b>	<b>36 558</b>	<b>(17 492)</b>	<b>(4 113)</b>	<b>190 501</b>	<b>206 909</b>	<b>42 867</b>	<b>249 776</b>
<b>For the period from 01/01/2024 to 30/09/2024 [not audited]</b>								
<b>As at 01/01/2024</b>	<b>1 455</b>	<b>36 558</b>	<b>(17 492)</b>	<b>(4 113)</b>	<b>190 501</b>	<b>206 909</b>	<b>42 867</b>	<b>249 776</b>
Net profit/loss for the financial year	-	-	-	-	256 935	256 935	3 168	260 103
(Net) other comprehensive income for the financial year	-	-	9 742	(4 505)	-	5 237	-	5 237
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>9 742</b>	<b>(4 505)</b>	<b>256 935</b>	<b>262 172</b>	<b>3 168</b>	<b>265 340</b>
Dividend payment	-	-	-	-	(50 932)	(50 932)	-	(50 932)
Other	-	-	-	-	1	1	-	1
<b>As at 30/09/2024</b>	<b>1 455</b>	<b>36 558</b>	<b>(7 750)</b>	<b>(8 618)</b>	<b>396 505</b>	<b>418 150</b>	<b>46 035</b>	<b>464 185</b>

#### 4. THE CONSOLIDATED CASH FLOW STATEMENT

Description	Note	from 01/01/2024 to 30/09/2024 [not audited]	From 01/01/2023 to 30/09/2023 [not audited]
		PLN'000	PLN'000
<b>I. Pre-tax profit (loss)</b>		<b>321 546</b>	<b>206 704</b>
<b>II. total adjustments</b>		<b>23 975</b>	<b>149 780</b>
Amortization and depreciation		16 532	16 484
Foreign exchange gains (losses)		(238)	(890)
interest and profit sharing (dividend)		-	11 802
profit (loss) from investing activities		4 514	(9 937)
Movement in provisions		105 318	128 657
movement in stocks		(307)	(401)
Movements in receivables and prepaid expenses		(121 159)	(133 935)
Movements in short-term liabilities and prepayment expenses except for loans, credits and financial lease		17 483	164 474
Other adjustments		-	(26 474)
<b>Net cash from operations</b>		<b>345 521</b>	<b>356 484</b>
Income tax paid		(56 770)	(4 989)
<b>Net cash flows from operations</b>		<b>240 871</b>	<b>351 495</b>
Interest received		7 226	5 364
Dividends received from entities consolidated under equity method		-	-
Proceeds from sale of financial assets held for sale		-	-
Proceeds from sale of non-current assets		73	56
<b>Proceeds from sale of short-term securities / Purchase of short-term securities</b>		<b>-</b>	<b>-</b>
Proceeds from sale of short-term securities		-	-
Purchase of short-term securities		-	-
<b>Borrowing / Repayment of bank loans and credits</b>		<b>-</b>	<b>-</b>
Repayment of loans and credits		-	-
Lending		-	-
<b>Proceeds from sale of a subsidiary/ Purchase of a subsidiary</b>		<b>-</b>	<b>-</b>
Proceeds from sale of a subsidiary		-	-
Purchase of a subsidiary		-	-
<b>Other Borrowing / Repayment</b>		<b>-</b>	<b>-</b>
Other borrowing		-	-
Other repayment		-	-
expenditure on purchase of non-current assets		44 440	25 804
<b>Net cash from investing activities</b>		<b>(37 141)</b>	<b>(20 384)</b>
Funds obtained through subscription of shares FEZ FIZ AN PFR		-	-
<b>Borrowing / Repayment of bank loans and credits</b>		<b>(16 418)</b>	<b>(53 909)</b>
Borrowing of loans/credits		1 673	116
Repayment of loans and credits		(18 091)	(54 025)
<b>Other Borrowing / Repayment</b>		<b>-</b>	<b>-</b>
Borrowing other – lease proceeds		-	-
Repayment other		-	(7 527)
repayment of finance lease liabilities		-	-

Description	Note	from 01/01/2024 to 30/09/2024 [not audited]	From 01/01/2023 to 30/09/2023 [not audited]
		PLN'000	PLN'000
Dividend paid out		(80 036)	(18 772)
Interest paid		(13 610)	(10 767)
<b>Net cash from financing activities</b>		<b>(110 064)</b>	<b>(90 975)</b>
<b>Increase/ (decrease) in net cash and equivalents</b>		<b>141 546</b>	<b>240 136</b>
<b>Balance sheet movement in cash</b>		<b>141 546</b>	<b>240 136</b>
Movement in cash from exchange gains/losses		-	(1)
opening balance of cash and cash equivalents		275 628	142 415
closing balance of cash and cash equivalents		417 174	382 550



## 5. NOTES TO THE INTERIM ABRIDGED CONSOLIDATED FINANCIAL STATEMENTS

### Note 1. Details of the parent company

#### Business name of the parent company [the Company, the Issuer, the Parent Company]

Rainbow Tours Spółka Akcyjna

**Registered office of the Parent Company:** 90-361 Łódź, ul. Piotrkowska 270

**NIP No (National Tax Identification Number):** 7251868136

**REGON No (National Business Registry Number):** 473190014

**KRS No (National Court Registry No):** 0000178650

Rainbow Tours Company limited by shares is registered in the register of businesses of the National Court Register for the District Court for Łódź – Śródmieście XX Commercial Division of the National Court Register under KRS number 0000178650 (date of registration: 4 November 2003).

#### Core business, industry sector in WSE:

The main object of the company (according to National Court Register) comprises activities of tour operators (Polish Classification of Activities 7912). According to classification of Warsaw Stock Exchange the Parent Company is in the following sector: 600 [trade and services] 630 [recreation and leisure] / 632 [travel agencies]; industry sector: "hotels and restaurants"

#### Duration:

Duration of the Parent Company and the Capital Group is not limited

#### Stock Exchange Quotation

Rainbow Tours Company Limited by Shares is quoted in continuous trading system at parallel market at Warsaw Stock Exchange, under the short name "Rainbow Tours" and the marking "RBW".

ISIN code for Companies shares traded in the Warsaw Stock Exchange: PLRNBWT00031.

ISIN code for other, dematerialized Company's shares (registered preference shares A and C1 series), which are not trade in The Warsaw Stock Exchange: PLRNBWT00049.

LEI (Legal Entity Identifier) Code for the Company: 25940062QUG3WEUEGE88.

As at the date of approval of this report for publication (22.11.2024) the company's WSE industry segment is Hotels and Restaurants. The shares of the company belong to following indexes: [WIG140](#), [mWIG40](#), [mWIG40TR](#), [mWIG40dvp](#), [WIG](#), [WIG-Poland](#), [GPWB-CENTR](#), [CEEplus](#).

#### Information about composition of the Management Board and the Supervisory Board

##### The Management Board of the Company

As at the balance sheet date (30.09.2024) and as at the date of approval of this report for publication (22.11.2024) the Management Board of the Parent Company had following members:

- Maciej Szczechura - - the President of the Management Board,
- Piotr Burwicz – the Vice-Chairman of the Management Board
- Jakub Puchałka - the Member of the Management Board
- Aleksandra Piwko-Susik – the Member of the Management Board

Within the reporting period covered by these interim abridged consolidated financial statements (in the period of three quarters of 2024) there were following changes in the composition of the Management Board of the Parent Company.

Pursuant to below referred to resolutions of the Supervisory Board of 07.06.2024 the Supervisory Board made the following decisions:

- 1) Pursuant to provisions of the Resolution No 1/06/2024 of 07.06.2024 – the Supervisory Board acting pursuant to § 16 section 5 of the Articles of Association, taking into account the intention to appoint a new member to the Management Board, starting as of 1 July 2024; decided to increase number of persons sitting on the management board, that is from previously three

members to four members, and thus to establish that, as of 1<sup>st</sup> of July 2024, number of members of the Management Board of Rainbow Tours Spółka Akcyjna of the current, fourth joint five year term of office, will be four.

- 2) Pursuant to resolution No 2/06/2024 of 07.06.2024 – the Supervisory Board of the Company, acting pursuant to provisions of § 16 section 1 and section 2 of the Articles of Association of 07.06.2024, number of members of the Management Board in the current, fourth joint five year term will be four, took the decision, as of 1 July 2024 to appoint Ms Aleksandra Piwko-Susik to the Management Board of the current fourth, joint term of office of the Management Board and give her a role of a Member of the Management Board, Ms. Aleksandra Piwko-Susik, who was appointed to the Management Board to be a member of it, accepted the appointment.
- 3) Pursuant to provisions of the Resolution No 3/06/2024 of 07.06.2024 – the Supervisory Board of the Company, acting pursuant to provisions of § 16 section 5 of the Articles of Association, decided, as of 1 July 2024, to provide Mr Jakub Puchalka, who was previously the Member of the Management Board, with the role of a Vice-chairman of the Management Board, and thus roles of the persons in the Management Board in the four-person Management Board in the current fourth, five-year term are as follows:
  - Mr. Maciej Szczechura is the President of the Management Board (continuously from 01.07.2023 pursuant to provisions of the resolution No 6/07/2023 of the Supervisory Board 05.07.2023,
  - Mr. Piotr Burwicz is a Vice-chairman of the Management Board (continuously from 01.07.2023), pursuant to provisions of the resolution No 6/07/2023 of the Supervisory Board 05.07.2023),
  - Mr. Jakub Puchalka is a Vice-chairman of the Management Board (from 01.07.2024), pursuant to provisions of the resolution No 3/06/2024 of 07.06.2024),
  - Ms. Aleksandra Piwko-Susik is a member of the Management Board (from 01.07.2024 pursuant to provisions of the resolution No 2/06/2024 of 07.06.2024).

Apart from the above-mentioned changes, there were no other changes in the Composition of the Management Board in the period covered by these interim abridged consolidated financial statements (in the period of three quarters of 2024) and after the balance sheet date (30.09.2024) up to the date of approval of this report for publication (22.11.2024).

The current fourth five-year joint term of office of the Management Board of the Company expires on 25.08.2025, and the mandates expire at the latest with the date of the last general meeting approving the financial statements for the last full financial year of being a member of the Management Board, mandates of members of the Management Board expire also in case of death, resignation or dismissal of a member from the Management Board.

Due to the amendment (pursuant to the act of 09.02.2022 on amendment of the act – the Code of Commercial Companies and Partnerships and some other acts – Polish Journal of Law of 12.04.2022, item 807) of the art. 369 § 1 of the Polish Code of Commercial Companies and Partnerships (applied in respect of the Supervisory Board accordingly pursuant to art. 386 § 2 of the Polish Code of Commercial Companies and Partnerships), which is effective as of 13.10.2022 (and is also applicable to mandates and terms of office of the governing bodies, which as at the effective date of the above referred act of 09.02.2022, that is on 13.10.2022) the period of the current fourth term of office of the Management Board is calculated in full financial years (in case of Rainbow Tours S.A. with respect to full five financial years) and thus the current five-year joint term of the Management Board will be effective from 25.08.2020 to 25.08.2025, and the mandate of the member of the Management Board of the current, fourth term of office expires on the date of holding the General Meeting of the Company to approve financial statements for the financial year 2025, that in the year 2026.

#### **The Supervisory Board of the Company:**

As at the balance sheet date (30.09.2024) and as at date of approval of this report for publication (22.11.2024) the Supervisory Board of the Parent Company had following members:

- Paweł Walczak – the chairman of the Supervisory Board
- Grzegorz Baszczyński – the member of the Supervisory Board
- Tomasz Czapla - the member of the Supervisory Board,
- Monika Kulesza - the member of the Supervisory Board,
- Monika Ostruszka - the member of the Supervisory Board,
- Joanna Stępień-Andrzejewska - the member of the Supervisory Board,
- Remigiusz Talarek - the member of the Supervisory Board.

Within the reporting period covered by these interim abridged consolidated financial statements (in the period of 3 quarter of 2024) as well as after the balance sheet date (30.09.2024), to the date of approval of this report for publication (22.11.2024), there were no changes in the composition of the Supervisory Board of the Parent Company.

The current seventh three-year term of office of the Supervisory Board ends on 30.06.2025 and the mandates expire at the latest with the date of the general meeting approving financial statements of the Company for the last financial year of being a member of the Supervisory Board. Mandates of members of the Supervisory Board expire also due to death, resignation or dismissal of the member of the Supervisory Board.

Due to the amendment (pursuant to the act of 09.02.2022 on amendment of the act – the Code of Commercial Companies and Partnerships and some other acts – Polish Journal of Law of 12.04.2022, item 807) of the art. 369 § 1 of the Polish Code of Commercial Companies and Partnerships (applied in respect of the Supervisory Board accordingly pursuant to art. 386 § 2 of the Polish Code of Commercial Companies and Partnerships), which is effective as of 13.10.2022 (which is applicable also to mandates and terms of office of the governing bodies, which as at the effective date of the above referred act of 09.02.2022, that is on 13.10.2022) the period of the current fourth term of office of the Management Board is calculated in full financial years (in case of Rainbow Tours S.A. with respect to full five financial years) and thus the current five-year joint term of the Management Board will be effective from 25.08.2020 to 25.08.2025, and the mandate of the member of the Management Board of the current, fourth term of office expires on the date of holding the General Meeting of the Company to approve financial statements for the financial year 2025, that in the year 2026.

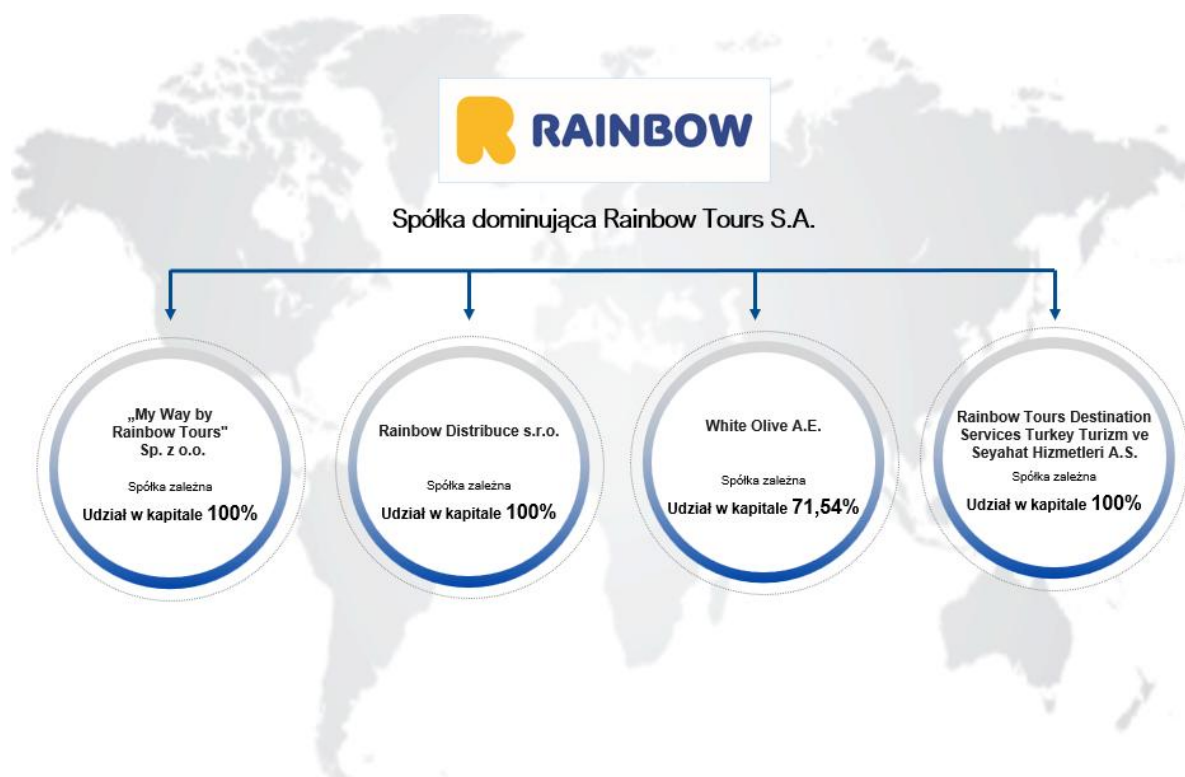
## Note 2. Description of the Capital Group with entities subject to consolidation

The table below presents structure of Rainbow Tours Group as at the balance sheet (30.09.2024), covers the Parent Company and its subsidiaries (jointly referred to as “Rainbow Tours Group”, “the Capital Group”, “the Group”) with presentation of Parent Company’s percentage share in the equity of individual subsidiaries.

As at the balance sheet date (30.09.2024), the Issuer was a parent company to the companies (the subsidiaries), presented below, which were consolidated

- „My Way by Rainbow Tours” Sp. z o.o.;
- White Olive A.E. [Anonymi Etaireia - company limited by shares operating under Greek law]
- Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S. [Anonim Sirketi - the company limited by shares operating under Turkish law].
- Rainbow Distribuce s.r.o. [Společnost s ručením omezeným – the company limited by shares operating under Czech law].

RAINBOW TOURS GROUP AS AT 30.09.2024					
Business name	Registered office	Objective	Competent court / the body maintaining the register	Share capital / share of votes	notes
„My Way by Rainbow Tours” Sp. z o.o.	Poland, Łódź	Organizing and providing training for tour guides, leisure time animators, holiday representatives as a part of Rainbow Academy project”	District Court for Łódź-Śródmieście in Łódź, XX Division of the National Court Register (KRS) – KRS No 0000261006	100% / 100%	Direct subsidiary
White Olive A.E.	Greece, Athens	Operations of hotels	GEMI (business register) – No 137576424000	71.54% / 71.54%	Direct subsidiary
Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S.	Turkey, Alanya	Operations of tour operators	Business register (Ticaret Sicilinin): 25046; Central Registration System (MERSIS): 0734199873400001	100% / 100%	Direct subsidiary
Rainbow Distribuce s.r.o.	Czech Republic, Prague	Operations of tour operators	Business Register (City Court in Prague): 19868839	100% / 100%	Direct subsidiary



As at 30.09.2023 the Issuer was a parent company to the companies (the subsidiaries), presented below:

- My Way by Rainbow Tours” Sp. z o.o.;
- White Olive A.E. [Anonymi Etaireia - company limited by shares operating under Greek law];
- Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S. [Anonim Sirketi - company limited by shares operating under Turkish law].

#### Description of the subsidiaries forming Rainbow Tours Group and consolidated as at 30.09.2024

##### **1) Rainbow Tours Spółka Akcyjna –Parent Company**

Activities of the parent company concentrate mainly on organization and sales of company's tourism services and intermediary sales of services of other companies as well as sales of coach and plane tickets. The objective of the parent company is to provide external financing to Group's entities and ensure Group's development.

##### **2) “My Way by Rainbow Tours” Sp. z o.o. (previously: Portal Turystyczny Sp. z o.o.) – direct subsidiary**

The operations of “My Way by Rainbow Tours” Sp. z o.o. concentrate on organizing and providing training for travel couriers, leisure time animators, and holiday representatives under the Rainbow Academy project [the website: <http://akademiarainbow.pl/>].

##### **3) White Olive A.E. [Anonymi Etaireia - company limited by shares operating under Greek law]- direct subsidiary**

Rainbow Tours S.A. formed the respective company limited by shares operating under Greek law in January 2016. In the period of October and November 2022 there was a merger (through acquisition) took place in the Group: White Olive A.E. (the acquiring company) acquired its previous subsidiary that is White Olive Premium Lindos A.E. (the acquired company). On 21.11.2022 the decision of the G.E.M.I. office was recorded in the Main Register of Entrepreneurs in the Republic of Greece. Moreover, in the period November and October 2022 the share capital of White Olive A.E. was increased.

White Olive A.E. provides hotel services and after the merger with White Olive Premium Lindos A.E. (previously – its subsidiary; the acquired company) is the owner of four hotel properties (two properties situated on the Greek Island – Zakynthos, one property on the island of Crete, and one property on Rhodes). In the period after the reporting period, pursuant to the respective contract of 04.10.2023 with regard to termination of sub-lease contract (the sub-lease contract of 22.04.2023, continuation of the sublease contract of 11.04.2018), the subsidiary of the Issuer, that is White Olive A.E., stopped provision of its hotel services in the hotel then operating under the name: “White Olive Premium Cameo”, which is a four-star hotel situated in the town of Agios Sostis on

the Greek island Zakynthos. The decision to stop provisions of hotel services in the sub-leased hotel and termination of the sub-lease contract was made because there was a need to invest heavily in order to improve hotel infrastructure of the respective hotel, which is the property of a third party (the lessor). White Olive A. E.'s plans for prospective operations include expansion of activities in hotels, which are owned by the Company, not in the leased property. Being owner of the hotel provides not only a possibility to create and manage a product, but also enables to have higher and more stable financial profits. The expansion of the hotel chain allows the Group to earn higher margin. In I quarter of 2023 White Olive A.E. made an investment in Greece – it purchased plots of land on Rhodes. The subsidiary White Olive A.E. acquired three plots of land with the total area of 11 thousand m<sup>2</sup>. The plots are located in the direct neighbourhood of White Olive Premium Lindos hotel. The respective purchase will enable to the company to have some 75-82 more rooms without the need to develop an associated infrastructure - communal areas and kitchen facilities and that will bring synergy effect for the hotel.

As at the date of approval of this report for publication (24.05.2024) "White Olive" hotel chain run directly by White Olive A.E. consists of the following hotels.

### **3) White Olive A.E. [Anonymi Etaireia - company limited by shares operating under Greek law]- direct subsidiary**

Rainbow Tours S.A. formed the respective company limited by shares operating under Greek law in January 2016. In the period of October and November 2022 there was a merger (through acquisition) took place in the Group: White Olive A.E. (the acquiring company) acquired its previous subsidiary that is White Olive Premium Lindos A.E. (the acquired company). On 21.11.2022 the decision of the G.E.M.I. office was recorded in the Main Register of Entrepreneurs in the Republic of Greece. Moreover, in the period November and October 2022 the share capital of White Olive A.E. was increased.

White Olive A.E. provides hotel services and after the merger with White Olive Premium Lindos A.E. (previously – its subsidiary; the acquired company) is the owner of four hotel properties (two properties situated on the Greek Island – Zakynthos, one property on the island of Crete, and one property on Rhodes). In the period after the reporting period, pursuant to the respective contract of 04.10.2023 with regard to termination of sub-lease contract (the sub-lease contract of 22.04.2023, continuation of the sublease contract of 11.04.2018), the subsidiary of the Issuer, that is White Olive A.E., stopped provision of its hotel services in the hotel then operating under the name: "White Olive Premium Cameo", which is a four-star hotel situated in the town of Agios Sostis on the Greek island Zakynthos. The decision to stop provisions of hotel services in the sub-leased hotel and termination of the sub-lease contract was made because there was a need to invest heavily in order to improve hotel infrastructure of the respective hotel, which is the property of a third party (the lessor). White Olive A. E.'s plans for prospective operations include expansion of activities in hotels, which are owned by the Company, not in the leased property. Being owner of the hotel provides not only a possibility to create and manage a product, but also enables to have higher and more stable financial profits. The expansion of the hotel chain allows the Group to earn higher margin. In I quarter of 2023 White Olive A.E. made an investment in Greece – it purchased plots of land on Rhodes. The subsidiary White Olive A.E. acquired three plots of land with the total area of 11 thousand m<sup>2</sup>. The plots are located in the direct neighbourhood of White Olive Premium Lindos hotel. The respective purchase will enable to the company to have some 75-82 more rooms without the need to develop an associated infrastructure - communal areas and kitchen facilities – which will bring the effect of synergy for the hotel.

- "White Olive Premium Laganas" – a four-star hotel situated on Zakynthos in Laganas; the hotel is property of White Olive A.E. and is run by the entity; the hotel "White Olive Premium Laganas" offers 137 spacious and modernly furnished four-star hotel rooms in six types, at the end of 2023 the hotel property was developed with plans to start operation of new hotel rooms since Summer 2024 season, that is 54 rooms, additionally due to redevelopment of the hotel is necessary to shut down operations of 3 existing hotel rooms, which in conclusion results in increasing number of rooms in the hotel "White Olive Premium Laganas" to total of 51 rooms, in total to 188 hotel rooms).
- "White Olive Elite Laganas" – a newly built five-star hotel complex (opened in July 2019), situated on the Greek Island Zakynthos in Laganas, the hotel owned and administered by White Olive A.E.; "White Olive Elite Laganas" is a modern hotel with 195 spacious and excellently furnished five-star hotel rooms in 3 different types,
- "White Olive Elite Rethymno" – a five-star hotel situated in Sfakaki on Crete, in the neighbourhood of Rethymno; the hotel administered by White Olive A.E. is a property of White Olive A.E. and it is run by it (starting from October 2019 to June 2021 the hotel was run by White Olive A.E. on a long-term lease); following complete overhaul in winter 2020/2021, both of hotel rooms and communal spaces of the hotel. Currently White Olive Rethymno offers 70 comfortable and modernly decorated five-star rooms (for 186 people) situated in five-storey main building (hotel offers rooms in 4 different types, large pool of rooms with the sea view, including rooms with direct entry to the swimming pool area). At the end of 2023 redevelopment of the hotel property with plans to start operations of new hotel rooms started (development of new building wing and reconstruction of swimming pool area with new communal areas constructed) starting as of Summer 2024 season (number of new hotel rooms, and it results in increase of the number of hotel rooms, total of 102 rooms, in the hotel "White Olive Elite Rethymno").



- “White Olive Premium Lindos” (previously “Pefkos Garden”), that is a four-star hotel situated on Greek Island of Rhodes; “White Olive Premium Lindos” offers 97 spacious and modern four-star hotel rooms, “White Olive Premium Lindos” underwent an overhaul of both hotel rooms as well as communal spaces in winter 2019/2020., at the end of 2023 preparation works linked to redevelopment of the hotel property started (the purchase of additional plots of land for hotel development, preparation of documents and obtaining relevant permissions linked to the development) with the start of the development after the end of the Summer 2024 season (the number of new planned hotel rooms is 77 and that in future should result in increase, in the following seasons, in the number of hotel rooms in the hotel “White Olive Premium Lindos”, which is total of 174 hotel rooms).

As at the date of approval of this report for publication (22.11.2024) total number of new hotel accommodation available in all those four hotels amounts to total of 1,500, in total 500 hotel rooms. After finalizing the development of the hotels “White Olive Premium Laganas” and “White Olive Elite Rethymno” the total number of hotel rooms on offer is 583. After completion of the development of the hotel “White Olive Premium Lindos” (the construction started after the end of the summer season 2024) and putting into use new hotel rooms in the hotel (77) total number of hotel rooms in all referred to „White Olive” hotels will be 660 rooms.

#### **4) Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S. [Anonim Sirketi - company limited by shares operating under Turkish law] – direct subsidiary**

As a result of the incorporation process of the subsidiary of Rainbow Tours, which started in February 2020 and was performed in the subsequent months at the territory of the Republic of Turkey, on 26 August 2020, the subsidiary of the Issuer, that is the company limited by shares operating under Turkish law (Business name): Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri Anonim Sirketi was entered to a relevant register by the Commerce and Industry Chamber in Alanya (Alanya Ticaret Ve Sanayi Odasi). The company was provided with the number in the Register of the Chamber (Oda Sicilinin): 24876, the number in a Business Register (Ticaret Sicilinin): 25046, and the number in the Central Registration System (MERSIS): 0734199873400001. The registered office of the subsidiary is in Alanya (Antalya) in the Republic of Turkey. The newly incorporated subsidiary is a company limited by shares and was incorporated under relevant law of the Republic of Turkey. The only shareholder, which holds 100% of the share capital and votes at the General Meeting of the subsidiary, is Rainbow Tours S.A.

The formation of the subsidiary is intended to develop business operations of Rainbow Tours Group in respect of activities of tour operators, as well as to make the internal organizational structure of the Group more efficient and save on operating costs and improve effectiveness of Group's operations. That is in line with the strategy of vertical integration of the Issuer, which according to intention of Rainbow Tours, is (with the same time resignation from external suppliers) substantial optimisation of costs of provision of package holidays, as well as increase in profitability of additional services sold to customers of Rainbow Tours Company limited by shares (tours and optional excursions). The Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri Anonim Sirketi started its operations from Summer 2021 season.

#### **5) Rainbow distribuce s.r.o. [Společnost s ručením omezeným limited liability company operating under Czech law] – direct subsidiary**

In IV quarter of the financial year 2023 a new subsidiary of the issuer – a limited liability company operating under Czech law with a name Rainbow distribuce s.r.o. was formed in the territory of the Czech Republic. The respective subsidiary (Rainbow distribuce s.r.o.) was formed and entered to the business registered kept by the City Court in Prague (case No C 393007) and received id number 198 68 839. The register office of the subsidiary is in Prague, Czech Republic.

The respective subsidiary Rainbow distribuce s.r.o. was formed pursuant to applicable legal provisions of the Czech Republic and is a limited liability company Společnost s ručením omezeným). The only shareholder holding 100% of the share capital and votes in the general meeting of shareholders of the respective subsidiary is Rainbow Tours S.A. The subsidiary Rainbow distribuce s.r.o. is a representative of Rainbow Tours in the territory of the Czech Republic and will not operate independently as a tour operator. It is a distribution company, which is intended to sell package tours with flights from Prague, Brno and Polish airports for Czech customers in the territory of this country, in particular the object of distribuce s.r.o is to manage a network of sales agents (i.e. looking for agents, making contracts, ongoing contacting with network of agents, training and other), organize of resources necessary to carry out sales of Rainbow products in the territory of Czech Republic (i.e. operating a Czech website, necessary translations, online marketing, promoting offers provided by Rainbow Tours in media), and in the future Rainbow distribuce s.r.o. to create an own distribution network (hiring locations for own branches and their management, organization of workforce).

The details about scope of changes in organization of the Issuer's Group presented in Note 3 to these financial statements.



### **Note 3. Description of changes in Group's organization**

In the reporting period covered by these interim abridged consolidated period (that is in the period of three months ended on 30.09.2024) as well as after the balance sheet up to the date of approval of this report for publication (22.11.2024) there were no changes in organization of Rainbow Tours Group.

In the period following the reporting period, on 13.11.2024 the subsidiary White Olive A.E., as a part of the investment, concluded sales contract, pursuant to which, it acquired, from a shareholder of the company operating under Greek law under the business name Ellas Star Resorts Symmetoches Monoprosopi Anonymi Etaireia" with registered office in Athens, in Greece (hereinafter: "Hellas Star Resorts A.E." - a part of touristic holding company FTI Group), (which has a legal title) a lease contract with the option of taking over the lease object after expiry of the contract to the hotel property named "Labranda Marine Aquapark", situated in Tigaki, on the island of Kos, in Greece, the block of shares of the company Hellas Star Resorts A.E., which is jointly 100% of the share capital and 100% of votes at General Meeting of the respective company.

The purchase of block of shares of the company Hellas Star Resorts A.E., which has a legal title to the respective hotel property, and also covering of other expenses linked to implementation of the investment (additional expenses linked to the implementation of the investment are related to the obligation to pay disclosed obligations of Hellas Star Resort A.E., public and legal charges connected to purchase of the shares of Hellas Star Resort A.E., financial engagement related to conversion of the hotel property for the purpose of resuming operations after temporary suspension of activities, financing of the current operations of the company Hellas Star Resort A.E.) will be financed from own funds of White Olive A.E., and for this purpose there are plans to increase equity of White Olive A.E. by increasing share capital of White Olive A.E. Thus, the Management Bord of the company, pursuant to the resolution of the Management Board of the Company of 13.11.2024, declared and decided, as a governing body of the parent company and the shareholder of the subsidiary of White Olive A.E. – about commencing and implementing the process of increasing the share capital of the White Olive A.E. by amount of EUR 18,500,000 (eighteen million five hundred thousand), by increasing the shares capital of White Olive A.E. and thus, the Management Board of the issuer decided about taking up shares of White Olive A.E. with registered office in Athens by Rainbow Tours Spółka Akcyjna and agreed to and declared increase of the equity of White Olive A.E. by the amount of EUR 18,500,000 (eighteen million five hundred thousand euro). Parameters and detailed conditions of implementation of the process of increase of the share capital of the company White Olive A.E. will be agreed and determined in details in cooperation with the Fund at a later date.

As at the date of conclusion of the sale agreement by the subsidiary White Olive A.E. the hotel property operating previously under the name "Labranda Marine Aquapark", is a hotel complex of low buildings situated directly at the shoreline in the vast area in the vicinity of the town of Tigaki (around 5 km from its centre) on the island of Kos (north coast of the Island) in Greece. The Hotel offers 338 four-star hotel rooms. There is an aquapark in the area of the hotel property. Considering bankruptcy of FTI Group touristic holding company (the company was previously running the hotel) the hotel "Labranda Marine Aquapark" was operating only in part of the Summer 2024 season.

The intention of the White Olive A.E., after purchase of the block of shares of the company Hellas Star Resorts A.E., which has a legal title to the hotel property operating previously after the name of "Labranda Marine Aquapark", is to convert the hotel for the purpose of resuming its operations after temporary suspension of activities and so-called rebranding (the hotel is to operate under the "White Olive" brand).

The commencement of conversion works is planned for November 2024. The start of operations of the hotel, which previously operated under the name: "Labranda Marine Aquapark" is planned at the start of Summer 2025 season. In the Summer 2024 season the hotel will operate as four star all inclusive (Premium standard) and intended both for customers from Poland and abroad.

Previously "White Olive" hotel chain, which was previously directly run by the company White Olive A.E., comprise of following hotels (i) "White Olive Premium Laganas" – four star hotel situated on the Greek island of Zakynthos in the town of Laganas; (ii) "White Olive Elite Laganas" – the five star hotel complex situated in the town of Sfakaki on the island of Crete, in the neighbourhood of the town Rethymno (iv) "White Olive Premium Lindos" – four star hotel situated in the town of Pefkos in the Greek island of Rhodes.

### **Note 4. Information on rules adopted to prepare the interim abridged consolidated financial statements.**

#### **4.1 base of preparation and the format of the financial statements**

These abridged interim consolidated financial statements were prepared according to IAS 34 "Interim Financial Reporting" taking into consideration the regulation of the Minister of Finance of 29.03.2018 on current and periodic information provided by issuers of securities and conditions of regarding as equivalent the information required by non-members states (Journal of Laws of 2018 item 757). Due to application of IAS and pursuant to § 66 section 6 of the regulation of the Minister of Finance provided in the preceding sentence, these abridged interim consolidated financial statements cover data for following periods:

- in case of the statement of the financial position – data as at 30.09.2024 and the comparative data as at 31.12.2023;
- in case of the statement of comprehensive income and cash flow statement – data for III quarter of 2024 that is for the period from 01.07.2024 to 30.09.2024 and the comparative data for III quarter of 2023, that is for the period from 01.07.2023 to 30.09.2023 and the data accruing for the period from 01.01.2023 to 30.09.2023.
- in case of the statement of changes in equity - data accruing for the current financial year that is for the period of nine months ended on 30.09.2024 and the comparative data for the period of nine months ended on 30.09.2023; The issuer decided to publish additionally comparative data for the period of twelve months ended on 31.12.2023.

The abridged interim consolidated financial statements do not cover all information that is disclosed in the annual consolidated financial statements drafted according to IFRS. These consolidated financial statements should be read jointly with the consolidated annual financial statements of Rainbow Tours Group for the financial year 2023, which was published in the consolidated periodic annual report RS/2023 on 19.04.2024.

Financial statements of individual entities of the Group are presented in the currency of the basic economic environment, where the entities are operating ("in functional currency"). The consolidated financial statements are drafted in Polish zloty (PLN), which is the presentation and functional currency of the parent company. All financial data are presented in thousands of Polish zloty, unless provided otherwise.

The financial statements were prepared in accordance with historic cost principle, except for financial instruments, which were measured at fair value.

Some financial data presented in these financial statements were rounded. Consequently, some of the totals presented in the in tables: in a given column or line may vary slightly from the total value for a given column or line.

Whenever these financial statements mention (the consolidated) profit and loss account it is to be understood as "the consolidated statement of comprehensive income". Whenever the financial statements mention the balance sheet it means "the consolidated statement of financial position". The financial statements also interchangeably use the terms "(the consolidated) cash flow account" and "(the consolidated) cash flow statement".

These abridged interim consolidated financial statements are not subject to approval by the approving body under art. 53 of the Accounting Act. These abridged interim consolidated financial statements are signed by the head of the entity that is the Management Board of Rainbow Tours S.A. and, by the person, who is in charge of keeping the accounts, if such person was appointed.

These abridged interim consolidated financial statements were approved for publication and signed on 22.11.2024.

## **4.2 Continuation of operations**

These interim abridged consolidated financial statements were drafted assuming that the Company and the Group continue their business operations in the foreseeable future and does not provide any adjustments with respect to methods of valuation and classification of assets and liabilities, which could be deemed essential, if the Company was not able to continue operations in the foreseeable future. As at the date of approval of these financial statements there are no circumstances indicating a threat to continuation of operations by the subsidiaries of Rainbow Tours Group, including the Parent Company.

## **4.3 Uncertainty of estimates**

In preparation of the Extended Consolidated Report of Rainbow Tours Group, the Management Board uses its judgment to make numerous estimates and assumptions, which have effect on applied accounting rules and presented amounts of assets, liabilities, revenue and costs. The actually occurring amounts may differ from those estimated by the Management Board.

In these interim abridged financial statements significant judgments issued by the Company in the scope of accounting rules used by the Group and main sources of estimation of uncertainties were the same as the ones presented in part IV "the Accounting policy of the Group" in Note 4.5 "Significant Estimates and Assumptions" in the consolidated annual financial statements of Rainbow Tours Group for the financial year 2023, which was published in the consolidated periodic annual report RS/2023 on 19.04.2024.

## **4.4 Important accounting rules**

These consolidated financial statements apply accounting policy, which was drafted according to International Financial Reporting Standards (IFRS) and interpretations issued by International Accounting Standards Board (IASB) as well as International Financial Reporting Interpretations Committee (IFRIC) in the form approved and published by EU. Detailed description of the accounting rules adopted by the Group was presented in part IV "Accounting rules (policy) of the Group" in the consolidated annual financial

statements of Rainbow Tours Group for the financial year 2023, which was published in the consolidated periodic annual report RS/2023 on 19.04.2024

### **Recognition of business transactions**

Business transactions are recognized in the accounts when they are concluded and in the respective period.

### **Principle of materiality**

Data (financial or non-financial) are considered material when such data, if not recognized or distorted (in the accounts or notes to financial statements), could affect economic decisions taken based on these statements by users of financial statements.

### **Changes in standards and interpretations, new interpretations.**

The rules (policy) of accounting applied in preparation of these financial statements for the period of nine months ended on 30.09.2024 are consisted with those applied in preparation of the annual consolidated financial statements for the financial years ended on 31.12.2023, except for the amendments described below.

The same rules were applied for the current as well comparative period.

### **Amendments resulted from changes in IFRS**

Since the beginning of the financial year 2024 the following new or amended standards and interpretations issued by the International Accounting Standards Board (IASB) or International Financial Reporting Interpretations Committee are effective:

- Amendments in IAS 12 Income Tax – *International Tax Reform – Pillar II Model Rules (global minimum tax)* published on 23.05.2023

The amendments provide for companies the possibility of temporary exemption from settlement of deferred taxes resulting from the international tax reform of the Organization for Economic Cooperation and Development (OECD). Companies can apply exemption immediately but the requirements of information disclosure were already effective for annual periods starting from 01.01.2023 or later.

The Group applies the amendment of the standard as of 01.01.2024 but it was already adopted in the financial statements for 2023 in respect of necessary disclosures.

- Amendments to IAS 1: Presentation of financial statements: *Classification as short-term and long-term liabilities*.

The amendment in IAS 1 was published on 23.01.2020, and then modified in July 2020 and finally adopted on 31.10.2022. The amendments effective for annual periods starting from 01.01.2024 or later.

Amendments redefines criteria that should be met for a liability to be classified as short-term. The amendments may affect a change in presentation of liabilities and their reclassification between short-term and long-term liabilities.

The Group applies the amended standards as of 01.01.2024. In the opinion of the Management Board of the Parent Company as at the date of drafting these financial statements the application of the new standard does not influence financial statements of the Group.

- Amendment to IFRS 16: Lease: *Lease liabilities in sale and leaseback* published on 22.09.2022.

The amendments require the seller – lessee to determine “lease payments” or “verified lease payments” so that seller-lessee does not recognize any profit or loss on the right of use owned by the seller-lessee.

The Group applies the amended standard from 01.01.2024. In the opinion of the Management Board of the Parent Company as at the date of preparing these financial statements the application of the new standard does not affect financial statements of the Group.

- Amendments to IAS Statement of cash flows and IFRS 7 financial instruments: disclosures: Supplier finance arrangements published on 25.05.2023.

The amendments are intended to increase transparency of supplier finance arrangements and their effect on the liabilities of the company, cash flows and liquidity risk exposure. The amendments supplement requirements already contained in IFRS and require companies to disclose additional information on arrangements, including their effect on liquidity risk. The amendments are effective for annual periods starting from 01.01.2024 or later.

The Group applied the amendment in the standard from 01.01.2024, after the effective date of the Commission Regulation (EU) to approve amendments effective in EU states. The Regulation was published on 16.05.2024 and became effective in respect of reporting periods starting from 1 January 2024, the twentieth day after their publication. The Group does not see any material effect of the amended standard for disclosures recognized or subject to recognition after application of the amended standard on information presented in these interim financial statements.

#### **Amendments introduced by the Group independently**

The Group failed to make adjustment of presentation of comparative data as 31 December 2023 and for the period of nine months ended on 30.09.2024.

#### **Non-effective standards (new standards and interpretations)**

In these financial statements the Group did not make a decision about early application of the published standards or application before their effective date.

The following standards and interpretation were issued by the International Accounting Standards Board or International Financial Reporting Interpretations Committee, but are not yet effective as the balance sheet date.

- Amendments in IAS 21: effects of changes in foreign change rates: *Lack of exchangeability* published on 15.08.2023.

The amendments will require the company to have consistent assessment whether a currency is exchangeable, and when it is not possible to determine exchange rate applicable and disclose information, which should be presented. The amendments are effective for annual periods starting from 01.01.2024 or later.

The Group will apply the amended standard not earlier than on 1 January 2025. In the opinion of the Management Board of the Parent Company as at the date of drafting of these financial statements the application of the new standard will not influence financial statements of the Group.

- IFRS 18 Presentation and Disclosure in Financial Statements published on 09.04.2024.

The new standard will replace IAS 1 and will be effective for the first time for annual periods starting from 1 January 2027 or later. The new standard is the result of so-called project of Primary Financial Statements and is intended to improve companies' presentation of information in their financial statements.

The main amendments in the new standard compared with the previous requirements of IAS 1 cover:

- 1) Introduction of categories and defined subtotals/lines in profit and loss account (statement of comprehensive income), which are aimed to acquire additional/material information and ensure that the structure of the profit and loss account is more comparable in respect of different units. This, in particular, requires to classify items of revenue and costs to one of below categories in the profit and loss account. Operations, Investing activities, financial activities, Income Tax and Discontinued Operations. Entities will be obligated to present following subtotals: profit or loss on operations, pre-interest and pre-tax profit and loss (EBIT), profit or loss.
- 2) Introduction of requirements intended to improve aggregation and disaggregation, which are aimed to obtain additional material information and to ensure that material is information are not obfuscated. IFRS 18, in particular, contains guidelines whether the information should be presented in a primary financial statement (which is intended to provide useful structure summary) or in notes. Entities will be required to identify assets, liabilities, equity, revenue and costs resulting from individual transactions or other events and to classify them to groups with similar features, which result in recognition of aggregated position in a primary financial statement, which have at least one feature in common. The groups will be then disaggregated based on other diverse features, which result in separate disclosure of material items in notes. A need may arise to aggregate insignificant items with diverse features in order to avoid obfuscation of material information. Entities should use appropriate headings with descriptions, or if that is not possible, provide information about composition of such aggregated items in notes.
- 3) The new standard introduced stricter guidelines regarding whether the analysis of operating costs should be based on their type or function/place of origin. Presentation should ensure the most useful and structured summary of operating costs by including several factors.
- 4) The introduction of disclosures regarding Management-defined performance measures (MPMs) in notes to financial statements, which are intended to insure transparency and discipline in application of such measures and disclosures in one place. MPMs are, in particular, defined as subtotals of revenue and costs, which are used in information provided publicly to users of financial statements apart from financial statements, supplement totals or subtotals provided for IFRS and present the view of the management on a particular aspect of financial performance of an entity. Disclosures regarding MPMs, which

will be compulsory: description, why MPMs present the view of the management on performance, description how MPMs were calculated, description, how a particular measure provides useful information on financial performance of the entity, reconciliation of MPMs with the most immediate comparable subtotal or total defined in IFRS, declaration that MPMs presents the view of the management on a specific aspect of financial performance of the entity, the effect on tax and non-controlling interest separately for each of differences between MPMs and the most immediate comparable subtotal or total defined in IFRS, in case of changes in the manner of calculation of MPMs, explanation of the causes and effects of the amendment.

Apart from the above amendments the standards introduce following amendments in IAS 7: use of the operating result as the only starting point for the indirect method of reporting cash flows on operations, and removing alternatives for presentation of interest and dividends. The aim of the amendments is to increase comparability of cash flows statements between entities.

The Group will apply the new standard not earlier than on 01.01.2027. As at the date of preparation of these financial statements it is not possible to reliably assess full effect of application of the standard.

- IFRS 19 Subsidiaries without Public Accountability: Information Disclosure.

The new IFRS 19 "Subsidiaries without Public Accountability: Information Disclosure", which allow subsidiaries to limit information disclosure in application of IFRS in their financial statements. IFRS is optional for eligible subsidiaries and specifies requirements on information disclosure for subsidiaries, which choose to apply it. The new standard is effective for reporting periods starting on 01.01.2027 or later, and early application is allowed. The standard was published on 09.05.2024, and the EU has not started its official approval.

The Group is not required to apply the standard because of its Public Accountability.

- Amendment to IFRS 9 and IFRS 7. Changes in Qualification and valuation of financial instruments published on 30.05.2024.

The amendments clarify the rules of qualifying financial assets considering environment, social aspects and corporate governance (ESG) and similar features of a particular asset. The amendments refer also to settlement of liabilities through electronic payment systems – they determine the date, when the item of financial assets or financial liabilities is derecognized from the balance sheet. The amendments are effective for annual periods starting on 01.01.2026 or later.

The Group is going to apply the standard not earlier than from 01.01.2026. As at the date of preparing these financial statements it is not possible to reliably assess the effect of application of the new standard.

- Amendments to various standards resulting from the annual review of the International Financial Reporting Standards. (*Annual Improvements Volume 11*) published on 18<sup>th</sup> of July 2024.

On 18.07.2024 as a result of the IFRS review some small improvements were introduced in the following standards.

- IFRS 1 - with respect to hedge accounting for the entities applying IFRS for the first time;
- IFRS 7 – with respect to recognition of profit and loss due to discontinued recognition of financial instruments, disclosure of information on deferred difference between fair value and the transaction price and introduction and disclosure of information on credit risk
- IFRS 9 – with respect to discontinued recognition of lease liabilities and clarifying the definition of "the transaction price" in relation to IFRS 15.
- IFRS 10 – with respect to clarifying the term "de facto agent"
- IFRS 7 - with respect to clarifying the term "purchase price method or cost manufacture method"

They are effective mainly for annual periods starting from 01.01.2026 with possible early application.

The Group is going to apply the standard not earlier than from 01.01.2026. As at the date of preparing these financial statements it is not possible to reliably assess the effect of application of the new standard.

IFRS in the form approved by EU do not currently materially differ from regulations adopted by the International Accounting Standards Board (IASB) except for the below standards, interpretations and amendments to them, which as at the date of approval of these financial statements for publication have not been applied yet by the EU states.

- Amendments to IAS 21 Effects of foreign exchange rates" *Lack of exchangeability* published on 15.08.2023.
- IFRS 18 Presentation and disclosures in financial statements published on 09.04.2024.

- IFRS 19 subsidiaries without public accountability: Information disclosure, published 09.05.2024, and the EU have not started its formal approval yet
- Amendments to IFRS and IFRS 7. Amendments in classification and measurement of financial instruments published on 30.05.2024
- Amendments to various standards resulting from the annual review of International Financial Reporting Standards (*Annual Improvements Volume 11*) published on 18.07.2024

In the opinion of the Parent Company the amendments planned will not have effect on its future financial statements.

**Note 5. Information on changes in the accounting rules (policy) and significant changes in estimates, including adjustments of provisions, deferred tax assets and liabilities, impairment of assets**

Accounting rules applied in preparation of these interim consolidated financial Statements were presented in the last consolidated annual financial statements of Rainbow Tours Group for the financial year 2023, which were published in the consolidated annual report RS/2023 on 19.04.2024. These financial statements apply the same accounting rules and calculation methods as in the last annual report.

**Adjustment of the previously published financial statements**

In the period covered by these interim abridged financial statements Rainbow Tours Group did not make adjustment of the previously published financial statements.

**Note 6. Explanations regarding seasonality or cyclical events in operations of the Issuer in the presented period.**

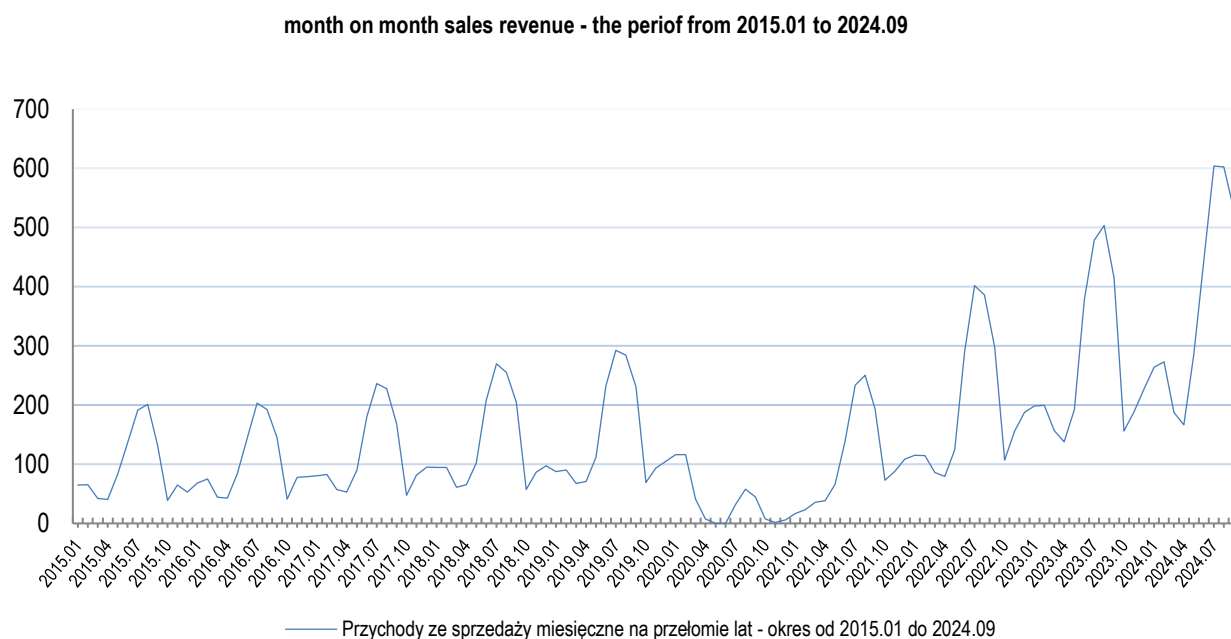
Operations of the Group are seasonal - the highest revenue is earned in the summer season in III quarter, and the lowest in IV quarter.

The charts below present: amount of revenue from sales of package travel in the period from January 2015 to September 2024 (on the month-on-month basis over the years and in individual months of the year for different financial/ calendar years.) and also the value of revenue from sales of package travel on quarter-on-quarter basis in years 2012 – 2024.

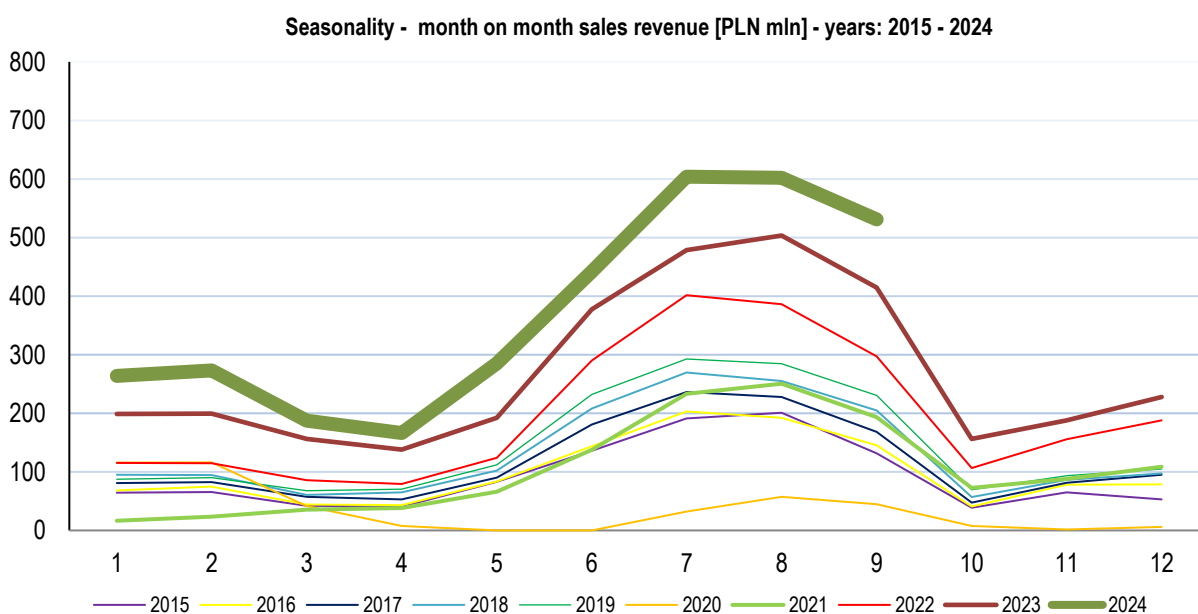
The presented amounts refer only to the Parent Company. The Group resigned from comparing consolidated data due to different dates of taking control over subsidiaries and due to close cooperation of all entities and subsequent exclusions of mutual transactions.



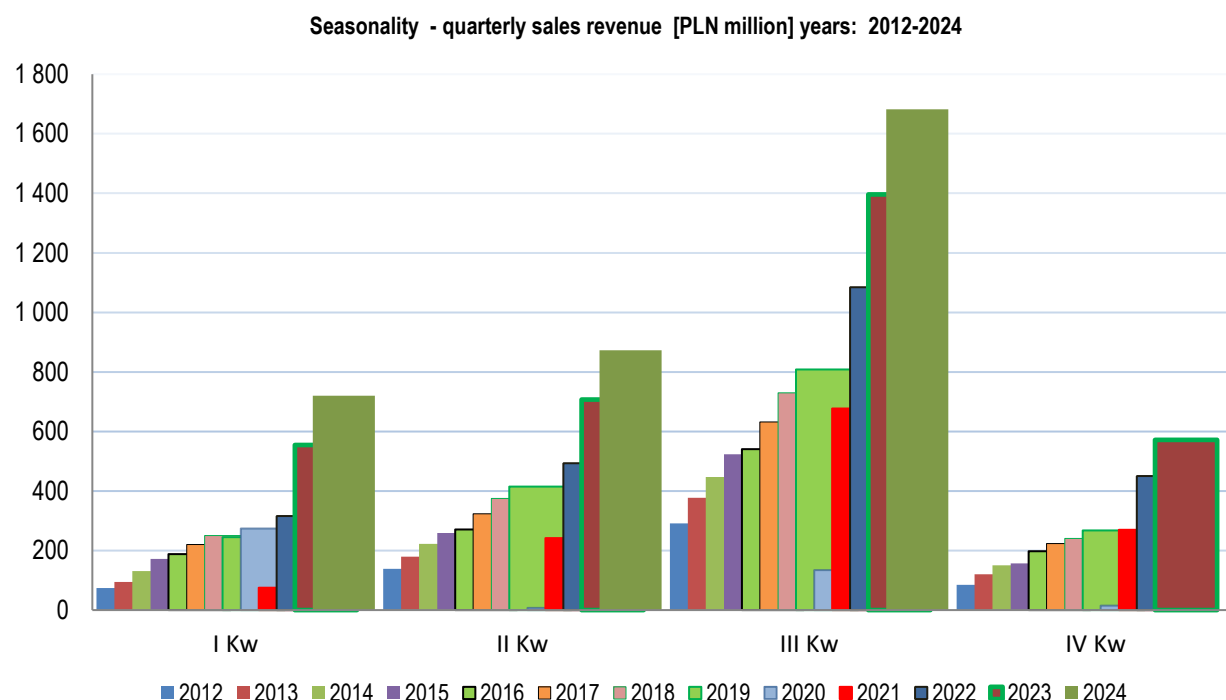
**Chart. – Monthly sales revenue from 2015.01 to 2024. 09**



**Chart – Comparison of sales revenue on month-on-month basis from 2015 – 2024 (to September 2024)**



## Chart – Comparison of sales revenue on quarterly basis from 2012 – 2024



### Note 7. Information on issue, buy back and repayment of non-equity and equity securities.

In the period covered by these abridged interim consolidated financial statements, that is in the period of III quarter of 2024, that is in period of three months ended on 31.03.2024 and also accruing in the period of three quarters (that is from 01.01.2024 to 30.09.2024) and in the period after the balance sheet date (that is after 30.09.2024), up to the date of signing this report (22.11.2024), neither the Parent Company in the Group nor other of the companies of Rainbow Tours issued, bought back or repaid non-equity or equity securities.

### Note 8. Tangible fixed assets

	As at 30/09/2024 [not audited]			As at 31/12/2023 (audited)		
	TOTAL	own	Used under lease	TOTAL	own	Used under lease
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000
Own land	32 647	32 647	-	33 163	33 163	-
Buildings	181 189	181 189	-	142 745	142 745	-
Right of use assets	35 549	-	35 549	33 528	-	33 528
Plant and Machinery	2 552	2 552	-	2 632	2 632	-
Motor vehicles	3 078	2 405	673	1 357	365	992
Equipment	13 505	13 505	-	17 907	17 907	-
Capital expenditure	3 398	3 398	-	5 094	5 094	-
	<b>271 918</b>	<b>235 696</b>	<b>36 222</b>	<b>236 426</b>	<b>201 906</b>	<b>34 520</b>

The claims of Towarzystwo Ubezpieczeń Europa S.A. (Insurance Company Europa S.A) with its offices in Wrocław concerning reimbursement of amounts paid for the benefit of Marshall of Łódzkie Province linked to operations of tour operators or entrepreneurs facilitating acquisition of related tourism services, arising out of the Guarantee No GT 574/2024 of 02.09.2024 (at the same time security for claims under the insurance guarantee GT 543/2023 of 30.08.2023 (with attachment) - pursuant to the contract of 02.09.2024 to grant insurance guarantee for tour operators or entrepreneurs facilitating acquisition of related tourism services – are secured by Notarised blanket mortgage established on the first free place of the fixed assets of the Company, that is property situated at 270 Piotrkowska street, recorded in the land and mortgage register No: LD1M/00264242/0, LD1M/00264245/1, LD1M/00264246/8, LD1M/00264247/5, LD1M/00264248/2, LD1M/00264253/0, LD1M/00264254/7, LD1M/00264255/4, LD1M/00264257/8, LD1M/00264259/2, LD1M/00264263/3, LD1M/00264264/0, LD1M/00264266/4, LD1M/00187747/6, LD1M/00172644/6, LD1M/00273816/1, LD1M/00273817/8, LD1M/00273818/5, LD1M/00273819/2, LD1M/00273820/2, LD1M/00273822/6, LD1M/00273823/3, LD1M/00273824/0, LD1M/00273825/7, LD1M/00273826/4, LD1M/00273827/1, LD1M/00273843/9, LD1M/00273844/6, LD1M/00273847/7, LD1M/00273846/0, LD1M/00273845/3, LD1M/00272177/2, LD1M/00272179/6, LD1M/00272180/6, LD1M/00272181/3, LD1M/00272182/0, LD1M/00272183/7, LD1M/00272184/4, LD1M/00272185/1, LD1M/00272186/8, LD1M/00272187/5, LD1M/00272188/2, LD1M/00134200/4, maintained by the District Court for Łódź- Śródmieście in Łódź, XVI Division of Land Register with the value of PLN 17,848,000.

The company established mortgage on the property situated in Laganas, Zakynthos, Greece (the property of the Greek companies) for securing claims of Bank Gospodarstwa Domowego with its registered office in Warsaw, to repay investment loan taken by Rainbow Hotels A.E. and White Olive A.E and Rainbow Tours S.A. The value of the blanket mortgage of Rainbow Hotels A.E. is EUR 3,150 thousand and the value of the blanket mortgage on property of White Olive A.E. is EUR 13,900.

There were no non-current assets held for sale.

As at 30.09.2024 the Parent Company updated calculation of lease liabilities resulting from renegotiations of contracts with lessors linked to extension of contract dates in exchange for discounts in leases and taking into account lease payments schedule and new interest rates. The difference between the amount of liability and the amount resulting from the modified contracts has accordingly increased the amount of right of use assets and the amount of lease liabilities.

## Note 9. Receivables and other receivables

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Trade receivables	57 762	39 268
Allowance for doubtful debts	(4 603)	(4 903)
	<b>53 159</b>	<b>34 365</b>
<i>Deferred sales proceeds:</i>		
Other receivables	2 474	14 716
Other receivables – deposits and bank deposits	138 938	72 579
Cash and cash equivalents	6 049	6 904
	<b>200 620</b>	<b>128 564</b>
Non-current assets	138 938	72 579
Current assets	61 682	55 985
<b>Total</b>	<b>200 620</b>	<b>128 564</b>

The increase in receivables as at 30.09.2024 compared to the amount as at 31.12.2023 is a typical phenomenon linked to seasonality of operations of the Issuer.

**Table.** Allowance for doubtful accounts and movements in allowance for doubtful accounts

	The period ended on 30/09/2024 [not audited]	The period ended on 31/12/2023 [audited]
	PLN'000	PLN'000
<b>Opening balance</b>	<b>(4 903)</b>	<b>(4 331)</b>
allowance for bad debt	300	(572)
amounts written off as uncollectible	-	-
amounts recovered within a year	-	-
reversal of allowance for bad debt	-	-
Discount reversal	-	-
<b>closing balance</b>	<b>(4 603)</b>	<b>(4 903)</b>

Tour operator activities dominate the structure of sales revenue. Services are sold in two channels (own distribution channel - retail stores and call centre, and through network of agents). In case of services sold by stores, customers have to pay for a package tour immediately. The receivables arise only in case of sales through agents, which have specified deadlines for payment for package tours. Additionally, the parent company sells package travel as part of its intermediary activities [sales of plane tickets, sales of blocks of seats in planes] and other services, which support tourism services.

Before it starts cooperation with a new agent, the Company uses the external assessment system to assess credit worthiness of an agent and use it as a base to set credit limit for the agent. Limits and the scores of the agent are verified twice a year. Receivables are secured also by blank promissory notes with promissory note contract, guarantees provided by a bank, and a system of deposits.

Advances were removed from the age analysis due to the fact that they don't have due dates. In the opinion of the Management Board the items are fully recoverable and there is no need to recognize impairment loss.

According to classification resulting from the accounting policy the Management Board makes analysis of the estimated of allowance for doubtful accounts.

1) receivables from individual costumers (obtained from own sales channel or through agents)

2) receivables from other companies

Ad. 1)

According to general conditions of participation in a package travel an individual customer should make advance payment of 30% and pay the remaining amount of 70% 30 days before the start of package travel. The respective receivables are not prone to credit risk. If a customer resigns from package travel the amounts paid – depending on the date of resignation, are proportionally reimbursed. In such situation the Company place the offer of the package travel on the market again.

In case of sale of package travels by agents the receivables are secured by deposits, bank guarantees and by promissory note agreements and declaration about voluntary submission to enforcement.

As regards IFRS 9, the Management Board of the Company thinks that risk of recognizing impairment loss on receivables is marginal. In the historic period the Parent Company did not recognize allowance for such receivables

Ad. 2)

The receivables arise generally as a result of sales of blocks in charter planes. Such contracts are concluded with organizations, which financial standing is analysed before signing contracts, the date of repayment of amounts due is set for 7 days before departure. Such receivables are secured with deposits and bank guarantees for amounts estimated as the worth of 1 week of flights. The respective receivables are strictly controlled. Lack of payments for sold blocks at due dates provides the right to use the security – deposits and bank guarantees. Such receivables arise mainly in high season, that is in II and III quarter of the calendar year.

The Group sees that the opportunity to sell block of seat in planes will be decreasing in the years to come. The reduced abilities to sell blocks are a consequence of the development of the tourism market in Poland. Seats in planes are used to serve the need of increased number of package travel organised by the Group.

Ad. 3)

The parent company pays advances/ deposits to book attractive hotels. The amounts in each following period (before COVID-19 pandemic) rose in correlation with growth of Company's operations. The amounts transferred constitute receivables to settle in the period longer than 3 years in respect of hotel services.

	09/2024	12/2023	09/2023
	PLN'000	PLN'000	PLN'000
Hotel deposits	229 860	220 180	210 887
Total assets	1 190 220	899 882	960 428
Sales revenue	3 915 239	3 251 788	3 092 866
total deposits to assets	19.31%	24.47%	21.96%
deposits to revenue in the period	5.87%	6.77%	6.82%

While transferring funds the company secures them in the form promissory note agreements, and in special cases, it establishes mortgage on a hotel property. The amount of allowance for doubtful accounts as at the end of 2023 was at PLN 5,838 thousand and as at the end of September 20232 it was at PLN 8,039 thousand.

#### Advance payments

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Advance payments – advances paid - hotels	237 899	220 521
allowance for non-performing receivables	(8 039)	(5 838)
Other receivables – advances paid – air transportation	11 458	20 963
	<b>241 318</b>	<b>235 646</b>

#### Advance payments –write-offs

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Opening balance	(5 838)	(5 838)
allowance for bad debt	(2 201)	-
amounts written off as uncollectible	-	-
amounts recovered within a year	-	-
reversal of allowance for bad debt	-	-
Discount reversal	-	-
closing balance	(8 039)	(5 838)

#### Note 10.Other financial assets

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
<b>Derivatives designated and effective as hedging instruments carried at fair value through profit of loss</b>		
Currency forward contracts	-	-
	-	-
<b>Assets valued at amortised costs – lending</b>		
Lending to related parties	-	-

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Lending to other parties	45	2 022
	45	2 022
<b>Total</b>	45	2 022
Current assets	-	-
Non-current assets	45	2 022

## Note 11. Other assets

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Prepaid expenses:		
Costs of package travel off season	98 695	59 366
costs of catalogues off season	-	-
Commission off season **	4 726	4 468
Company Social Benefits Fund	667	-
insurance off season	1 811	471
another off season	11 683	1 547
Other - commission of Tourism Assistance Fund	1 059	1 310
	<b>118 641</b>	<b>67 162</b>
Current assets	118 641	67 612
Non-current assets	-	-
	<b>118 641</b>	<b>67 612</b>

\*Cost of package trips in the next period refers to accounted for amounts, which are not yet due, but they will be due in accordance with schedule of provision of tourism services.

\*\* costs of commissions recognised in the period, to which they refer because the service has not been yet provided according to schedule of provision of tourism services.

## Note 12. Cash and cash equivalents

	The period ended on 30/09/2024 [not audited]	The period ended on 31/12/2023 [audited]
	PLN'000	PLN'000
Cash in bank and cash at hand	417 174	275 627
	<b>417 174</b>	<b>275 627</b>

## Note 13. Credits, bank loans and finance lease liabilities

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
<b>Hedged – at amortised cost</b>		
Overdrafts	1 139	1
Revolving credits	-	-
Bank loans – investments	32 819	38 819



	As at 30/09/2024 [not audited]]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Loans from governmental entities	-	-
Other soft loans from governmental entities	-	377
Transfer of receivables	-	-
Finance lease liabilities	378	379
Right of use liabilities	31 545	29 510
	<b>65 881</b>	<b>69 086</b>
Short-term liabilities	14 185	18 601
Long-term liabilities	51 696	50 485
	<b>65 881</b>	<b>69 086</b>

The Group uses means of transport under finance lease contracts. The average contract term is 3 years. The Group can purchase objects of leases for the nominal value as at the end of the contract term. Group's liabilities arising from contracts are secured by lessors' rights to assets covered by the contract.

As at 30.09.2024 the Parent Company used a bank credit in the amount of PLN 1,139 thousand. As at 30.09.2024 the subsidiary White Olive A.E had liabilities from investment loan in the amount of EUR 7,438 thousand, which is equivalent of PLN 31,827 thousand. The amount of the loan was presented at amortized cost that is reduced by financing costs in the total amount of EUR 47 thousand (PLN 201 thousand). The costs will be settled over the period of repayment of the loan.

As at 31.12.2023 the Parent Company used a bank credits (the overdraft and the revolving credit) in the amount of PLN 1thousand. As at 31.12.2023 the subsidiary White Olive A.E had liabilities from investment loan in the amount of EUR 8,951 thousand, which is equivalent of PLN 38,917 thousand. The amount of the loan was presented at amortized cost, that is reduced by financing costs in the total amount of EUR 69 thousand (PLN 302 thousand). The costs will be settled over the period of repayment of the loan.

As at 30.09.2023 the Parent Company used a bank credit in the amount of PLN 1,561 thousand. As at 30.09.2023 the subsidiary White Olive A.E had liabilities from investment loan in the amount of EUR 9,329 thousand, which is equivalent of PLN 42,245 thousand. The amount of the loan was presented at amortized cost that is reduced by financing costs in the total amount of EUR 77 thousand (PLN 359 thousand). The costs will be settled over the period of repayment of the loan.

Lease liabilities introduced according to IFRS 16 (rental agreements covered by the standard) are presented in the comparative data

The period from 01/01/2024 to 30/09/2024	Land and buildings	Machinery, equipment and motor vehicles	total
	PLN'000	PLN'000	PLN'000
As at 01/01/2024	29 510	379	29 889
Increase	10 078	394	10 472
Cost of interest	1 025	(32)	993
Modification of lease terms	-	-	-
variable lease payments adjustments	-	-	-
Lease payments	(9 125)	(363)	(9 488)
Exchange differences	57		57
As at 30/09/2024	31 545	378	31 923

The period from 01/01/2023 to 31/12/2023	Land and buildings	Machinery, equipment and motor vehicles	total
	PLN'000	PLN'000	PLN'000
As at 01/01/2023	43 487	574	44 061
Increase	9 228	321	9 549
Cost of interest	(1 371)	(40)	(1 411)
Modification of lease terms	(11 878)	-	(11 878)
variable lease payments adjustments	-	-	-
Lease payments	(11 719)	(476)	(12 195)
Exchange differences	1 763	-	1 763
As at 31/12/2023	29 510	379	29 889

The period from 01/01/2023 to 30/09/2023	Land and buildings	Machinery, equipment and motor vehicles	total
	PLN'000	PLN'000	PLN'000
As at 01/01/2023	43 487	574	44 061
Increase	10 513	321	10 834
Cost of interest	(1 182)	(31)	(1 213)
Modification of lease terms	-	-	-
variable lease payments adjustments	-	-	-
Lease payments	(9 914)	(221)	(10 135)
Exchange differences	-	-	-
As at 30/09/2023	42 904	643	43 547

As at 30/09/2024	to 3 months	From 3 to 12 months	from 1 to 2 years	from 2 to 5 years	More than 5 years
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000
Lease liabilities	2 657	7 604	8 554	12 175	933

As at 31/12/2023	to 3 months	From 3 to 12 months	from 1 to 2 years	from 2 to 5 years	More than 5 years
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000
Lease liabilities	2 632	7 608	8 110	10 634	905

As at 30/09/2023	to 3 months	From 3 to 12 months	from 1 to 2 years	from 2 to 5 years	More than 5 years
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000
Lease liabilities	2 962	8 303	11 759	12 522	8 001

#### Note 14. Trade and other payables

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Trade payables	137 032	74 810
Payroll liabilities	11 359	6 204
Other liabilities – accounts receivables and payables from purchase of shares	2 400	2 583
Other liabilities – recorded after the balance sheet date	-	-
liabilities arising on advance dividend	-	29 104
Other liabilities – remaining	8 827	17 690
<b>Total</b>	<b>159 618</b>	<b>130 391</b>

## Note 15.Provisions, including provisions for employee benefits and accrued holiday leave provision

	As at30/09/2024 [not audited]	As at31/12/2023 [audited]
	PLN'000	PLN'000
Employee benefits (i)	3 959	2 659
Employee benefits (ii)	928	932
Costs of complaints	2 156	1 256
Other provisions – estimated costs of flights and hotel costs (iii)	157 312	64 064
Other provisions - costs of commission	10 404	3 446
Other provisions - costs not received	1 815	1 856
	<b>176 574</b>	<b>74 213</b>
Short- term provisions	174 726	72 346
Long -term provisions	1 848	1 867
	<b>176 574</b>	<b>74 213</b>

(i) Provision for employee benefits covers annual holiday leaves, accrued holiday entitlements and employee claims in respect of remuneration. Decrease in the amount of the provision is a consequence of payments of employee benefit within the current year.

(ii) Provision for employee benefits covers retirement pays, if any, which the parent company will be obliged to pay out in case of retirement of employees.

(iii) Provision for costs of planes and hotels was estimated based on comparative analysis of budgeting costs with company's documents. The confirmed budgeting costs should be recognizing as cost in the period.

## Note 16.Deferred income and other liabilities

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
advances paid by customers *	305 010	349 957
Liabilities towards customers taken over by Insurance Guarantee Fund	23 885	29 541
Liabilities towards customers	-	-
Other liabilities	-	101
<b>Total</b>	<b>328 895</b>	<b>379 599</b>
Short-term liabilities	312 553	357 601
Long-term liabilities	16 342	21 998
	<b>328 895</b>	<b>379 599</b>

## Note 17.Revenue from sales of services, materials and goods

	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
revenue from sales of package holidays	3 340 679	2 696 697
Other revenue	3 435	2 431
	<b>3 344 114</b>	<b>2 699 128</b>

The Management Board of the Parent Company verified assessments and judgements considered in recognition of revenue. Because of the analysis the Group still recognizes sales revenue at the moment the obligation to perform is met (in practice the service is provided over time). the moment for the Group is the end of the package tour but because recognition of revenue at turn of reporting period (the package tours that started in one and ended in another reporting period) is insignificant the Group uses

simplifications and recognize revenue at the first date of the package tour. In case of sale of charter services (plane seats) the date of recognition of the revenue is the same as the date of performance of the service by the carrier.

## Note 18. Costs by type

	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
Amortization and depreciation	(16 532)	(16 484)
Consumption of raw and other materials	(14 280)	(13 700)
Outsourcing	(2 778 170)	(2 288 950)
costs of employee benefits	(127 516)	(107 916)
Taxes and charges	(5 265)	(5 998)
other costs	(71 245)	(54 026)
Value of goods and materials sold	-	-
Other – remaining operating costs	-	-
<b>Total</b>	<b>(3 013 008)</b>	<b>(2 487 074)</b>

## Note 19. Other revenue/ operating costs

Other operating revenue	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
<b>profits on sale of assets</b>		
profits on sale of non-current assets	73	56
Profits on sale of investment property	-	-
	<u>73</u>	<u>56</u>
<b>Reversal of impairment losses</b>		
Intangible assets	-	-
Tangible fixed assets	-	-
financial assets	-	-
trade receivables	-	-
Other	-	-
	<u>-</u>	<u>-</u>
<b>Other operating revenue:</b>		
Profits from measurement of investment property	-	-
subsidies	-	-
Other	1 209	1 830
	<u>1 282</u>	<u>1 886</u>

Other operating costs	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
<b>loss on sale of assets:</b>		
loss on sale of fixed assets	-	-
loss on sale of investment property	-	-
	<u>-</u>	<u>-</u>
<b>impairment recognized for:</b>		
Goodwill	-	-
Intangible assets	-	-

Other operating costs	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023
	[not audited]	[not audited]
	PLN'000	PLN'000
tangible fixed assets	-	-
financial assets	-	-
trade receivables	-	(572)
Other	(2 200)	-
	(2 200)	(572)
<b>other operating costs:</b>		
loss on measurement of investment property	-	-
cost of liquidation of non-current and current assets	-	-
other – complaints	(1 857)	(1 791)
Other	(963)	(1 454)
	(5 020)	(3 817)

## Note 20. Revenue/ financial costs

	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023
	[not audited]	[not audited]
	PLN'000	PLN'000
Lease proceeds		
Contingent revenue from finance lease	-	-
Revenue from operating lease	-	-
- from investment property	-	-
Contingent revenue from operating lease*	-	-
	-	-
<b>Revenue from interests</b>		
Bank deposits	7 221	9 881
Other loans and receivables	-	-
	7 221	9 881
<b>Other financial revenue</b>	611	990
<b>Total</b>	<b>7 832</b>	<b>10 871</b>

**Table.** financial revenue analysed per category of assets:

	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023
	[not audited]	[not audited]
	PLN'000	PLN'000
<b>Interest revenue</b>		
loans and receivables (including cash in hand and bank deposits)	7 221	9 881
Investments held to maturity	-	406
interest revenue from financial assets, which were not set for measurement at WSE.	7 221	10 287
financial revenue from non-financial assets	-	-
Other financial revenue	611	584
<b>Total</b>	<b>7 832</b>	<b>10 871</b>

Interest costs	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023
	[not audited]	[not audited]
	PLN'000	PLN'000
interest on bank loans, credits and overdrafts (except from those received from related parties)	(79)	(897)
interest on bank loans, credits and overdrafts obtained from related parties	-	-
interest on financial lease liabilities	(32)	(177)
Other interest costs	(2 189)	(20)
<b>Total Interest costs on financial liabilities measured at WSE</b>	<b>(2 300)</b>	<b>(1 054)</b>
less amounts recognized in costs of assets eligible for capitalization	-	-
	(2 300)	(1 054)
<b>Other financial costs:</b>		
Other financial costs – costs of guarantees	(10 078)	(8 360)
Other discount	(1 276)	(4 836)
	<b>(13 654)</b>	<b>(14 290)</b>

## Note 21. Income tax

Income tax	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023
	[not audited]	[not audited]
	PLN'000	PLN'000
Gross profit (loss)	321 546	206 704
Permanent differences increasing the tax base	(2 811)	1 485
temporary differences in the tax base	67 650	147 676
<b>Tax base</b>	<b>386 385</b>	<b>355 865</b>
Tax rate	19%	19%
Tax losses offset with an asset	-	-
Current tax	73 716	69 527
Deferred tax	(12 273)	(31 751)
<b>Income tax recognized in the account</b>	<b>61 443</b>	<b>37 776</b>
<b>Effective tax rate</b>	<b>19.1%</b>	<b>18.3%</b>

## Note 22. Discontinuing operations

In the reporting period (III quarters of 2024) and after the balance sheet date (30.09.2024) up to the date of approval of this report for publication (22.11.2024), as well as in 2023, no subsidiary was sold within Rainbow Tours Group.

## Note 23. Information on dividend paid out (or declared) per share, jointly per one share, both for ordinary shares and preferred shares.

In the reporting period (III quarters of 2024) and after the balance sheet date (30.09.2024) up to the date of approval of this report for publication (22.11.2024) the Parent Company paid out second advance dividend on net profit of 2023 and paid out dividend on net profit for 2023. Moreover, the Management Board of the Company decided to start the process of preparing and settling payment of advance dividend on net profit for 2024 to shareholders.

## Second advance dividend at the end of the financial year 2023

In the reporting period (three quarters of 2024) acting pursuant to provisions of the respective resolution of the Management Board on 13.12.2023, taking into consideration the fact that:

(-) single financial statements of the Company for the period of nine months ended on 30.09.2023, audited by the independent certified auditor Edyta Kalińska (entry in the register of certified auditors No: 10336) acting on behalf of the audit company BDO Spółka z ograniczoną odpowiedzialnością Sp. k. in Warsaw (the entity entered into the "List of audit companies" kept by Polish Agency for Audit Oversight under No 3355 (the report of the audit issued on 12.12.2023) presents single net profit in the amount of PLN **147,109,525.68** for the period referred to from the end of the previous financial year 2022.

(-) financial statements of the Company for the previous financial year 2022 shows single net profit in the amount of PLN **13,920,583.32** and during the sitting of the Ordinary General Meeting of the Company, which was held on 28.06.2023, a resolution was adopted concerning approval of the single financial statements for 2022 showing profit (the content of all resolutions adopted by the OGM of the Company 28.06.2023 and information on voting result was published in the current ESP report of the Company No 20/2023 of 28.06.2023),

(-) as at 13.12.2023 there are no reserves created from profit, which could be used by the Management Board of the company to pay out advance dividend and there are no not covered losses or paid for own shares, by which the amount of advance dividend should be reduced.

(-) pursuant to the respective decision of the Management Board of the Company [the resolution of the Management Board No 1/05/2023 of 22.05.2023 on concerning initiation of the process of starting and settling the payment of advance dividend from net profit of the Company to shareholders about which fact the company informed in the current ESPI report No 15/2023 of 22.05.2023 and the resolution of the Management Board No 1/07/2023 of 13.07.2023 on paying out advance dividend planned for the end of 2023 on net profit of the Company earned from the end of the previous financial year previous financial year to 31.03.2023, about which fact the company informed in the current ESPI No 26/2023 of 13.07.2023] and the Supervisory Board of the Company [the resolution of the Supervisory Board No 3/05/2023 of 23.05.2023 on selection of the audit company (the expert auditor) to carry out a voluntary audit of the single financial statements of the Company for three months ended on 31.03.2023 (that is for the period of I quarter of 2023) for the purpose of payment of advance dividend and the resolution of the Supervisory Board No 14/07/2023 of 14.07.2023 on Supervisory Boards permission to pay out advance dividend for the end of the financial year 2023 on net profit of the Company earned from the end of the previous financial year to 31 March 2023 to shareholders of the Company, about which fact the company informed in the current ESPI report No 27/2023 of 14.07.2023]. On 24.08.2023 the Company through National Depository for Securities paid out to shareholders of the company first advance in the amount of PLN 11,496,080 (eleven million four hundred and ninety-six thousand eight hundred Polish zloty) in respect of the dividend as at the end of the financial year 2023 on net profit of the Company earned from the end of the previous financial year to 31 March 2024.

And also considering the fact that;

(-) good current economic situation and positive forecast of economic trend in the future in Poland as well as results achieved by the company, including sales and advance sales of package holiday offer provided by the Company, what in the opinion of the Management Board influences rise of profitability of the Company for the financial year 2023, and the Company has enough funds to pay out dividend planned at the end of 2023.

The Management Board of the Company, pursuant to provisions of § 28 section 6 of the Articles of Association and taking into account requirements and instructions provided by the provisions of the art. 349 of the Polish Code of Commercial Companies and Partnerships, **decided to pay out second advance dividend at the end of the financial year 2023 determined based on the net profit of the Company presented in the financial statements for nine months ended on 30.09.2023 (for the period of three quarters of 2023)** to shareholders of the Company, hereinafter referred to as "the Advance" or "Second Advance" or "Advance Dividend" or "Second Advance Dividend".

On 14.12.2023 the Supervisory Board pursuant to the resolution No 1/12/2023, acting pursuant to the provisions of art. art. 349 § 1 second sentence of the Polish Code of Commercial Companies and Partnerships and according to provisions of § 28 6 Second sentence of the Polish Code of Commercial Companies and Partnerships and also in connection with the Management Boards' resolution No 2/12/23 of 13.12.2023 on payment to shareholders of the second advance dividend planned at the end of the financial year 2023 on net profit of the Company earned from the end of the previous financial year 2022 to 30.09.2023 and according to appropriate motion of the Management Board to the Supervisory Board, pursuant to that resolution, decided to agree to pay to shareholders the advance dividend planned for the end of the financial year 2023, calculated based on net profit of the Company presented in the financial statements for nine months ended on 30.09.2023 (for the period of three quarters of 2023), and according to conditions provided for in the respective Resolution of the Management Board No 2/12/23.

Total amount of the Second Advance for dividend at the end of the financial year 2023, to be paid to shareholders and determined based on net profit of the Company presented in the financial statements for nine months ended on 30.09.2023, pursuant to provisions of art. 349 § 2 second sentence of the Polish Code of Commercial Companies and Partnerships, and because of the fact that, as a the date of adoption of the respective resolution of the Management Board, there were no reserves created from profit, which could be used by the Management Board to pay out dividend or not covered losses or paid for shares, by which the amount of dividend should be reduced, the dividend was determined in the amount of PLN **29,104,000.00**, that is in the amount of **PLN 2.00** per share.

All shares of the company in the total number of 14,552,000 were covered by the dividend.

The date of **30.09.2023** was determined to be the date of drafting the financial statements based on which the advance dividend was specified.

The dividend record date in respect of the Second Advance was **24.01.2024** (falling within seven days before start of payments), and the payment date for the Second Advance was **31.01.2024**.

The second advance for dividend was paid out through National Depository of Securities in Warsaw on 31.01.2024.

#### **Dividend on net profit for the financial year 2023.**

Pursuant to provisions of the resolution No 8 of the Ordinary General Meeting of the Parent Company of 18.06.2024 the General Meeting acting pursuant to art. 395 § 2 point 2) of the Polish Code of Commercial Companies and Partnerships and § 27 section 2 letter b) of the articles of Association of the Company and after learning the opinion of the Supervisory Board with the assessment of the motion of the Management Board on the manner of allotting net profit of the Company presented in the single financial statements for the company for the financial year 2023, decided to allot net profit of the Company presented in the financial statement of the Company for the financial year 2023 (the report prepared according to International Accounting Standards and International Financial Standards Reporting and related interpretations published in Commission Regulations) in the total amount of PLN **167,015,312.44**, as follows:

- 1) The amount of PLN 91,532,080.00 **allots for dividend payment to Shareholders of the Company** that is the dividend in the amount of **PLN 6.29** per share, taking into account two advance dividends for 2023, paid by the Company to its Shareholders in the financial year 2023 and after the balance sheet date (31.12.2023), that is
  - the first advance dividend on net profit for 2023 in the amount of PLN 11,496,080.00, that is in the amount of PLN 0.79 per share (14,552,000 shares were covered by the dividend out of total of 14,552,000 Company's shares), paid on 24.08.2023 through National Depository for Securities in Warsaw, pursuant to the resolution of the Management Board No 1/07/23 of 13.07.2023 and with the permission of the Supervisory Board granted in the resolution of the Supervisory Board No 14/07/2023 of 14.07.2023.
  - second advance dividend on net profit for 2023 in the amount of PLN 29,104,000.00, that is in the amount of PLN 2.00 per share (14,552,000 shares were covered by the dividend out of total of 14,552,000 Company's shares), paid on 31.01.2024 through National Depository for Securities in Warsaw, pursuant to the resolution of the Management Board No 2/12/23 of 13.12.2023 and with the permission of the Supervisory Board granted in the resolution of the Supervisory Board No 1/12/2024 of 14.12.2023.

the remaining amount of dividend on net profit for the financial year to be paid to shareholders of the Company came to **PLN 50,932,000.00**, that is in the amount of PLN 3.50 per share.

- 2) The remaining amount of PLN **75.483.232.44** was left in the Company as retained earnings and so contribute to supplementary capital.

Number of shares covered by the dividend amounted to 14,552,000 (fourteen million five hundred and fifty-two thousand) shares, from the total number of 14,552,000 (fourteen million five hundred and fifty-two thousand) Company's shares.

The dividend record date (D date) was a date, when the list of shareholders with right to dividend was prepared (the date, when the rights to dividend were established).

The dividend was paid to shareholders of the Company through National Depository of Securities in Warsaw on W date that is on **03.07.2024**.

#### **Dividend on net profit for the financial year 2024**

In the reporting period (three quarters of 2024) the Management Board of the Company pursuant to a relevant resolution of the Management Board of 03.09.2024 decided about preparing and settling payments of advance dividend at the end of the financial



year 2023 calculated based on net profit of the company presented in the financial statements for the period of six months ended on 30.06.2024 (for I half-year of 2024). The respective details will be published by the Management Board of the Company in the current report of the Company No 47/2024 of 03.09.2024.

In the period after the balance sheet date (30.09.2024) the Management Board of the Company considering the fact that:

(-) financial statements of the Company for the period of nine months ended on 30.06.2024, audited by the independent certified auditor Edyta Kalińska (entry in the register of certified auditors No: 10336) acting on behalf of the audit company BDO Spółka z ograniczoną odpowiedzialnością Sp. k. in Warsaw (the entity entered into the "List of audit companies" kept by Polish Agency for Audit Oversight under No 3355 (the report of the audit issued on 12.12.2023) present single net profit in the amount of PLN **97,177,032.87** for the period referred to from the end of the previous financial year 2022.

(-) financial statements of the Company for the previous financial year 2022 show single net profit in the amount of PLN **167,015,312.44** and that was confirmed and approved pursuant to the resolution No 6 on approval of the single financial statements for 2022 and the resolution No 8 on allotment of net profit of the Company for the financial year adopted during the General Meeting of 18.06.2024 (the notarial deed prepared by a Notary in Łódź Anna Bald Rep. A No 1752/2024)

(-) as at 15.10.2024 there are no reserves created from profit, which could be used by the Management Board of the company to pay out advance dividend and there are no not covered losses or paid for own shares, by which the amount of advance dividend should be reduced.

And also considering:

(-) good current economic situation and positive forecast of economic trend in the future in Poland, as well as results achieved by the company, including sales and advance sales of package holiday offer provided by the Company, what in the opinion of the Management Board influences rise in profitability of the Company for the financial year 2024, and the Company has enough funds to pay out dividend planned at the end of 2024.

The Management Board of the Company, pursuant to provisions of § 28 section 6 of the Articles of Association and taking into account requirements and instructions provided by the provisions of the art. 349 of the Polish Code of Commercial Companies and Partnerships, **decided to pay out advance dividend at the end of the financial year 2024 determined based on the net profit of the Company presented in the financial statement for six months ended on 30.06.2024** (for I half-year of 2024) to shareholders of the Company, hereinafter referred to as "the Advance" or "Advance Dividend".

On 16.10.2024 the Supervisory Board pursuant to the resolution No 2/10/2024, acting pursuant to the provisions of art. 349 § 1 second sentence of the Polish Code of Commercial Companies and Partnerships and according to provisions of § 28 section 6 second sentence of the Polish Code of Commercial Companies and Partnerships and also in connection with the Management Boards' resolution No 2/10/24 of 15.10.2024 on payment to shareholders of the advance dividend planned at the end of the financial year 2024 on net profit of the Company earned from the end of the previous financial year to 30.06.2024 and according to appropriate motion of the Management Board to the Supervisory Board, pursuant to that resolution, it decided to agree to payment to shareholders of the advance dividend planned for the end of the financial year 2024, calculated based on net profit of the Company presented in the financial statements for nine months ended on 30.06.2024 (for the period of I half-year of 2024), and according to conditions provided for in the respective Resolution of the Management Board No 2/10/24.

Total amount of the advance for dividend at the end of the financial year 2024, to be paid to shareholders and determined based on net profit of the Company presented in the financial statements for nine months ended on 30.06.2024, pursuant to provisions of art. 349 § 2 second sentence of the Polish Code of Commercial Companies and Partnerships and because of the fact, that as at the date of adoption of the respective resolution of the Management Board, there were no reserves created from profit, which could be used by the Management Board to pay out dividend or not covered losses or paid for shares, by which the amount of dividend should be reduced, the dividend was determined in the amount of PLN **48,458,160.00**, that is in the amount of **PLN 3.33** per share.

All shares of the company in the total number of 14,552,000 were covered by the dividend.

The date of **30.06.2024** was determined to be the date of drafting the financial statements based on which the advance dividend was specified.

The dividend record date in respect of the Advance was **28.11.2024** (falling within seven days before start of payments), and the payment date for the Advance was **05.12.2024**.

The Management Board will inform about plans to pay out advance by providing a date, at which the financial statement was drafted, the amount of payment as well as the date, when the list of shareholders with rights to dividend is drawn up and the date of advance payment in at least for weeks ahead of the payment date in the announcement in Monitor Sądowy and Gospodarczy (Court and economic Journal), on the website of the Company and addition in a current ESPI report.

The advance dividend will be paid out through National Depository for Securities in Warsaw.

**Note 24. Information on movement in conditional liabilities or conditional assets, which took place from the last financial year.**

**24.1 Insurance guarantees granted by Towarzystwo Ubezpieczeń Europa S.A. (Europa Insurance Company) for companies of Rainbow Tours Group.**

The Guarantee contract No GT 543/2023

On 30.08.2023 the parent company upon signing relevant documents including contract to grant guarantee, obtained from Towarzystwo Ubezpieczeń Europa Company Limited by Shares with its registered office in Wrocław the insurance guarantee issued by Towarzystwo Ubezpieczeń for tour operators or entrepreneurs facilitating acquisition of related tourism services, which benefits the Marshall of the Łódzkie Voivodeship and each customer, who in the period of the validity of the Guaranteed entered into contract with Obligor and which was issued by the Guarantor under the number GT 543/2023 (hereinafter the Guarantee GT 543/2023 or the "Guarantee")

The Guarantee was effective from 17.09.2023 to 16.09.2024, and the amount of the issued and granted guarantee to the company ("the Guarantee sum") was set in the amount of PLN 250,000,000, which is equivalent of EUR 53,437,072.50 calculated using the average euro exchange rate published by the National Bank of Poland for the first time in the year, in which the Company was issued, that is on 02.01.2023 (1 euro = PLN 4.6784)

The guarantee GT 543/2023 secures payment of claims arising on events under the package holiday contracts and contracts concerning related tourism services made by the Obligor with customers in the period of guarantee and that is according to the act of 24.11.2017 on package holidays and related tourism services in connection with the obligation to ensure I to customers in case of insolvency.

- a) Payment of sufficient amount to refund cost of continuation of package holidays or cost of return of Obligor's customers from holidays to the country, especially cost of transportation and accommodation, as well as justified costs incurred by customers, if a tour operator or an entrepreneur facilitating acquisition of related tourism services fails to ensure the continuation or return despite its obligation,
- b) repaying amounts paid by customers for package holidays, or each service, to the entrepreneur facilitating acquisition of related services, when it was tour operator's or the entrepreneur' facilitating acquisition of related services or persons' acting on their behalf fault that package holidays services were not provided or any of the services paid for to the business facilitating acquisition of related tourism services.
- c) reimbursing some of customer's payment for package holidays, which is equivalent to the part of the package holidays that did not take place or for each service paid for to the entrepreneur facilitating acquisition of related services, which service is corresponding with the service was not or will not be provided at the fault of the tour operator or the entrepreneur facilitating acquisition of related services or persons acting on their behalf

the Guarantee obliged the Guarantor to pay the amount coming to the Sum Guarantee, after receiving written payment instruction from the Beneficiary of the guarantee subject to fulfilling all obligations provided for in the guarantee document. The Guarantee obliged the Guarantor to pay amounts of the Guarantee sum upon obtaining written payment instruction from the guarantee's Beneficiary under the condition of fulfilling all obligations provided for in the Guarantee. Each payment under the Guarantee will reduce Guarantor's liability respectively by the amount of payments made, until the Guarantee Sum is exhausted. If the Guarantor exercises the guarantee (and every respective future amendment to it) for the Beneficiary of the Guarantee, the Obligor will reimburse the Guarantor the amount paid under the Guarantee within 7 days of the receipt of the request for payment with all incurred Guarantor's costs due to exercise of the Guarantee, and in case of delayed payment - additionally with statutory interest. The Obligor will reimburse the Guarantor the amount paid to the Beneficiary under the Guarantee (and every respective future amendment to it), irrespective of any objections about validity of the payment made upon instruction of the beneficiary regarding grounds for demanding payment of Obligor's debt under the Guarantee, which it could make or actually made. The guarantor is entitled to account the funds collected from the Obligor under this contract for repayment of amounts payable to Guarantor from the Obligor, arising from this contract in the following sequence (1) contractual interest, (2) costs, (3) the principal.

The security for claims of the Guarantor to repay amounts under the Guarantee for the Beneficiary include following security:

- a) deposit in the bank account of Towarzystwo Ubezpieczeń Europa S.A.;
- b) notarised blanket mortgage established on the first free place in the non-current assets of Rainbow Tours, that is the property in Lodz, at 270 Piotrkowska, entered to the Land and Mortgage Register with numbers: LD1M/00264242/0, LD1M/00264245/1, LD1M/00264246/8, LD1M/00264247/5, LD1M/00264248/2, LD1M/00264253/0, LD1M/00264254/7, LD1M/00264255/4, LD1M/00264257/8, LD1M/00264259/2, LD1M/00264263/3, LD1M/00264264/0, LD1M/00264266/4,

LD1M/00187747/6, LD1M/00172644/6, LD1M/00273816/1, LD1M/00273817/8, LD1M/00273818/5, LD1M/00273819/2, LD1M/00273820/2, LD1M/00273822/6, LD1M/00273823/3, LD1M/00273824/0, LD1M/00273825/7, LD1M/00273826/4, LD1M/00273827/1, LD1M/00273843/9, LD1M/00273844/6, LD1M/00273847/7, LD1M/00273846/0, LD1M/00273845/3, LD1M/00272177/2, LD1M/00272179/6, LD1M/00272180/6, LD1M/00272181/3, LD1M/00272182/0, LD1M/00272183/7, LD1M/00272184/4, LD1M/00272185/1, LD1M/00272186/8, LD1M/00272187/5, LD1M/00272188/2, , kept by the District Court for Łódź Śródmieście in Łódź XVI Division of Land and Mortgage Register, the respective mortgage is at the same time security for the insurance guarantee No 500/2021 of 10.09.2021 (with amendment) and the insurance guarantee No GT 518/2022 of 14.09.2022 (with attachments),

- c) Blank promissory note with no protest clause with promissory note agreement,
- d) Bank guarantees issued respectively before the date of granting the Guarantee for securing insurance guarantees issued for preceding periods (the security may be replaced in total or in part by a security in the form of money deposit).

Total amount of commission due for the Guarantor from the Obligor from issuance of the Guarantee was set in the market value of PLN 5,500,000.

#### Attachment No 1 to the guarantee contract No 543/2023

On 20.06.2024 the Parent Company signed with Towarzystwo Ubezpieczeń Europa Spółką Akcyjną with registered office in Wrocław ("the Guarantor") the attachment No 1 to the guarantee insurance contract No GT 543/2023 of 30.08.2023 made in relation to operations of the Company as a tour operator and the entity facilitating acquisition of related tourism services, which benefits the Governor of the Łódzkie Province ("the Beneficiary") and each travelling person, which in the period the contract was effective made a contract with the Obligor and pursuant to which rules of granting the new insurance guarantee ("the Guarantee") were established according to relevant provision of the Act on package tours and related tourism services of 24 November 2017 and because of its obligation to provide the customers with following performance in case of insolvency.

- a) Payment of sufficient amount to refund cost of continuation of package holidays or cost of return of Obligor's customers from holidays to the country, especially cost of transportation and accommodation, as well as justified costs incurred by customers, if a tour operator or an entrepreneur facilitating acquisition of related tourism services fails to ensure the continuation or return despite its obligation,
- b) repaying amounts paid by customers for package holidays, or each service, to the entrepreneur facilitating acquisition of related services, when it was tour operator's or the entrepreneur' facilitating acquisition of related services or persons' acting on their behalf fault that package holidays services were not provided or any of the services paid for to the business facilitating acquisition of related tourism services.
- c) reimbursing some of customer's payment for package holidays, which is equivalent to the part of the package holidays that did not take place or for each service paid for to the entrepreneur facilitating acquisition of related services, which service is corresponding with the service was not or will not be provided at the fault of the tour operator or the entrepreneur facilitating acquisition of related services or persons acting on their behalf.

Pursuant to the attachment to the guarantee contract No GT 543/2023 the upper limit of Guarantor's liability under the Guarantee was increased ("the amount of Guarantee") from the previous amount of PLN 250,000,000 (the equivalent of EUR 53,437,072 calculated using the average euro exchange rate announced by the National Bank of Poland for the first in the year of issuance of the guarantee, that is on 02.01.2023 in the amount of PLN 4.6784) to the amount of PLN 380,000,000 (the equivalent of EUR 81,224,350.20), that is by PLN 130,000,000 (the equivalent of EUR 27,787,277.70).

The Guarantee Amount was increased due to substantial rise in actual revenue earned by the Company compared with previously assumed amounts and in order to guarantee fulfilment of requirements and instructions regarding minimum guarantee amount according to provisions of the Regulation of the Minister of Development and Finance of 27.12.2017 on minimum bank guarantee amount and insurance amount required for activities carried out by tour operators and entrepreneurs facilitating acquisition of related services.

The Guarantee increased to PLN 380,000,000 (the equivalent of EUR 81,224,350.20) secures repayment of claims arising on events specified above (letter a, b and c) under package holiday contracts and contracts regarding related services made by the Obligor with travellers in the reporting period from 20.06.2024 to 16.09.2024, even if the services were not provided during that period (plus yearly post guarantee period).

Due to increase of the Guarantee Sum the conditions of insuring the claims of the Guarantor to pay back amounts paid under the Guarantee to Beneficiary of the Guarantee that by supplementing amounts of security for the Guarantor (Towarzystwo Ubezpieczeń Europa S.A) by establishing additional bank guarantee or payment and by establishing additional money deposit in the bank account of Towarzystwo Ubezpieczeń Europa S.A and by signing a relevant attachment to the Promissory Note agreement to the blank

promissory note issued by the Company, which clarifies and provides details of Promissory Note declaration linked to increase of the Guarantee Sum. Because of the increase of the Guarantee Sum the company paid to the Guarantor additional commission.

#### The Guarantee Contract No GT 574/2024

On 02.09.2024 the parent company (as the Obligor) upon signing relevant documents including contract to grant guarantee, obtained from Towarzystwo Ubezpieczeń Europa Company Limited by Shares with its registered office in Wrocław ("the Guarantor"), the insurance guarantee issued by Towarzystwo Ubezpieczeń for tour operators or entrepreneurs facilitating acquisition of related tourism services, which benefits the Marshall of the Łódzkie Voivodeship and each customer, who in the period of the validity of the Guaranteed entered into contract with Obligor ("the Beneficiary") and which was issued by the Guarantor under the number GT 574/2024 ("the Guarantee GT 574/2024" or "the Guarantee").

The Guarantee is effective from 17.09.2024 to 16.09.2025, and the amount of the issued and granted guarantee to the company ("the Guarantee sum") was set in the amount of PLN 380,000,000, which is equivalent of EUR 87,489,063.87 calculated using the average euro exchange rate published by the National Bank of Poland for the first time in the year, in which the Company was issued, that is on 02.01.2024 (1 euro = PLN 4.3434).

The guarantee GT 574/2024 secures payment of claims arising on events under the package holiday contracts and contracts concerning related tourism services made by the Obligor with customers in the period of guarantee and that is according to the act of 24.11.2017 on package holidays and related tourism services (that is Polish Journal of Laws of 2023, item 2211) in connection with the obligation to ensure I to customers in case of insolvency.

- a) Payment of sufficient amount to refund cost of continuation of package holidays or cost of return of Obligor's customers from holidays to the country, especially cost of transportation and accommodation, as well as justified costs incurred by customers, if a tour operator or an entrepreneur facilitating acquisition of related tourism services fails to ensure the continuation or return despite its obligation,
- b) repaying amounts paid by customers for package holidays, or each service, to the entrepreneur facilitating acquisition of related services, when it was tour operator's or the entrepreneur' facilitating acquisition of related services or persons' acting on their behalf fault that package holidays services were not provided or any of the services paid for to the business facilitating acquisition of related tourism services.
- c) reimbursing some of customer's payment for package holidays, which is equivalent to the part of the package holidays that did not take place or for each service paid for to the entrepreneur facilitating acquisition of related services, which service is corresponding with the service was not or will not be provided at the fault of the tour operator or the entrepreneur facilitating acquisition of related services or persons acting on their behalf.

The Guarantee obliges the Guarantor to pay amounts of the Guarantee sum upon obtaining written payment instruction from the guarantee's Beneficiary under the condition of fulfilling all obligations provided for in the Guarantee. Each payment under the Guarantee will reduce Guarantor's liability respectively by the amount of payments made, until the Guarantee Sum is exhausted. If the Guarantor exercises the guarantee (and every respective future amendment to it) for the Beneficiary of the Guarantee, the Obligor will reimburse the Guarantor the amount paid under the Guarantee within 7 days of the receipt of the request for payment with all incurred Guarantor's costs due to exercise of the Guarantee, and in case of delayed payment - additionally with statutory interest. The Obligor will reimburse the Guarantor the amount paid to the Beneficiary under the Guarantee (and every respective future amendment to it), irrespective of any objections about validity of the payment made upon instruction of the beneficiary regarding grounds for demanding payment of Obligor's debt under the Guarantee, which it could make or actually made. The guarantor is entitled to account the funds collected from the Obligor under this contract for repayment of amounts payable to Guarantor from the Obligor, arising from this contract in the following sequence (1) contractual interest, (2) costs, (3) the principal.

The security for claims of the Guarantor to repay amounts under the Guarantee for the Beneficiary include following security:

- a) deposit in the bank account of Towarzystwo Ubezpieczeń Europa S.A.;
- b) notarised blanket mortgage established on the first free place in the non-current assets of Rainbow Tours, that is the property in Łódź, at 270 Piotrkowska, entered to the Land and Mortgage Register with numbers: LD1M/00264242/0, LD1M/00264245/1, LD1M/00264246/8, LD1M/00264247/5, LD1M/00264248/2, LD1M/00264253/0, LD1M/00264254/7, LD1M/00264255/4, LD1M/00264257/8, LD1M/00264259/2, LD1M/00264263/3, LD1M/00264264/0, LD1M/00264266/4, LD1M/00187747/6, LD1M/00172644/6, LD1M/00273816/1, LD1M/00273817/8, LD1M/00273818/5, LD1M/00273819/2, LD1M/00273820/2, LD1M/00273822/6, LD1M/00273823/3, LD1M/00273824/0, LD1M/00273825/7, LD1M/00273826/4, LD1M/00273827/1, LD1M/00273843/9, LD1M/00273844/6, LD1M/00273847/7, LD1M/00273846/0, LD1M/00273845/3, LD1M/00272177/2, LD1M/00272179/6, LD1M/00272180/6, LD1M/00272181/3, LD1M/00272182/0, LD1M/00272183/7, LD1M/00272184/4, LD1M/00272185/1, LD1M/00272186/8, LD1M/00272187/5, LD1M/00272188/2 and kept by the District Court for Łódź Śródmieście in Łódź XVI Division of Land and Mortgage Register, the respective mortgage is at the same time

security for the insurance guarantee No GT 543/2023 of 30.08.2024 (with attachment) assignment of rights under the contract/insurance policy of the property of the Company situated in at Piotrkowska 270 in Łódź;

- c) Bank guarantees issued respectively before the date of granting the Guarantee for securing insurance guarantees issued for preceding periods (the security may be replaced in total or in part by a security in the form of money deposit).
- d) Blank promissory note with no protest clause with promissory note agreement,

Total amount of commission due for the Guarantor from the Obligor from issuance of the Guarantee was set in the market value.

## 24.2 Transactions limits for derivatives

The Parent Company has transaction limits for derivative deals, which allow to trade in derivatives. The company uses derivative instruments to hedge future foreign currency flows by trading in forwards.

**Table.** value of transaction limits (in PLN thousand).

Bank	Type	Limit amount	Valid to
		PLN'000	
Santander Bank Polska S.A.	transaction limit	40 000	2025-06-30
Polska Kasa Opieki Bank Polski S.A.	transaction limit	41 520	2025-03-11
Bank Millennium S.A.	transaction limit	40 000	2025-05-26

**Table:** information on open contracts with execution date after 30.09.2024 in PLN thousand and correspondingly (if there are any) in USD and EUR thousand.

Currency	Amount contracted in the currency	Amount in PLN as at the date of the contract performance
USD	75 156	291 560
EUR	2 000	8 666

**Table:** information on open contracts with execution date after 30.09.2023 in PLN thousand and correspondingly (if there are any) in USD and EUR thousand.

Currency	Amount contracted in the currency	Amount in PLN as at the date of the contract performance
USD	35 100	147 353
EUR	2 300	10 684

As at 13.11.2024 the Parent Company had forward contracts for purchase of USD and EUR for PLN executed until 30.09.2024.

Currency	Amount contracted in the currency	Amount in PLN as at the date of the contract performance
USD	111 356	437 644
EUR	18 000	79 239

**Table:** information on open SWAP Commodity positions with closing date after 30.09.2023.

Currency	Amount contracted in the currency	Amount in PLN as at the date of the contract performance
SWAP Commodity	36 500	27 277

**Table:** changes in valuation of the portfolio in the individual reporting periods (without effect of the deferred tax).

Description	01/01/2024-30/09/2024	01/01/2023-31/12/2023	01/01/2023-30/09/2023
	PLN'000	PLN'000	PLN'000
Revaluation reserve opening balance	(21 595)	(4 067)	(4 058)
Created on purpose	-	-	-
Other increases (valuation of currency hedge transactions)	(9 568)	(21 595)	4 379
Used on purpose	-	-	-
Reclassified to profit or loss – recognition in cost of sales	21 595	4 067	4 058
Revaluation reserve closing balance	(9 568)	(21 595)	4 379



### 24.3 Bank guarantees issued by banks to contractors of Rainbow Tours S.A.

The Parent Company orders issuance of bank guarantees for contractors cooperating with Rainbow Tours S.A from its guarantee lines.

**Table.** Guarantees issued as at 30.09.2024. The number of guarantees issued in foreign currencies translated at the average exchange rate set by the National bank of Poland on 30.09.2024.

The issuing bank	The amount of guarantees issued
	PLN'000
Bank Millennium S.A.	50 221
Bank Gospodarstwa Krajowego	30 000
<b>Total</b>	<b>80 221</b>

**Table.** Guarantees issued as at 31.12.2023. The amounts of guarantees issued in foreign currencies translated at the average exchange rate set by the National bank of Poland on 29.12.2023.

The issuing bank	The amount of guarantees issued
	PLN'000
Bank Millennium S.A.	43 388
Bank Gospodarstwa Krajowego	15 000
<b>Total</b>	<b>58 388</b>

**Table.** Guarantees issued as at 30.09.2023. The amount of guarantees issued in currencies translated using the average exchange rate of NBP of 29.09.2023.

The issuing bank	The amount of guarantees issued
	PLN'000
Bank Millennium S.A.	42 136
Bank Gospodarstwa Krajowego.	15 000
<b>Total</b>	<b>57 136</b>

In case of conditional items (presented in the annual single and consolidated financial statements for 2023) no significant changes occurred.

### Note 25. Presentation of segment of operations of the Group

Basic reportable segments accepted by the Group and the Parent Company are industry segments, the supplementary segments are geographical segments, which are separated based on the criteria of localization of assets. The Parent Company operates in one geographical region, which is Poland and the operating companies in other geographic regions.

the Company separated the following industry segments:

- sale of package travel
- Sale of services in the hotel segment
- Other

Segment revenue includes revenue from sales to external customers or transaction with other segments, and the revenue is recognized in the profit and loss account and can be directly attributed to a specific segment and the part of revenue, which can be attributed to the segment based when it has reasonable basis

Costs of segments are costs of operating activities of the segment, which cannot be attributed to it, with other costs, which can be attributed to the segment when it has reasonable basis.

Segment costs are in particular:

- cost of sales
- selling costs
- overheads

The profit or loss of the segment is the difference between segment revenue and segment costs. It reflects profit on operating activities before recognizing overheads, revenue from interest and interest costs, income tax, profits or losses on investment.

- used by the segment in operations
- Which can be directly attributed to a specific segment or assigned to it based on rationale.

Segment assets do not cover income tax assets or assets used in general operations of the entity. The liabilities of the segment are liabilities classified to operations, which can be directly attributed to a specific segment or assigned to it based on rationale

**Table:** Revenue and results for segments of operations of Rainbow Tours Group for the period of 9 months ended on 30.09.2024

Segment of operations of Rainbow Tours Group for the period 01/01/2024-30/09/2024	Activities of tour operators		Hotel segment		Other operations		Consolidation adjustments	TOTAL
	Poland	Abroad	Poland	Abroad	Poland	Abroad		
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000		
<b>continuing operations, sales revenue</b>	<b>3 273 730</b>	<b>130 309</b>	-	<b>51 008</b>	<b>3 216</b>	-	<b>(114 149)</b>	<b>3 344 114</b>
- within the Group	18 183	76 443	-	19 308	215	-	(114 149)	-
- from customers	3 255 547	53 866	-	31 700	3 001	-	-	3 344 114
<b>Continuing operations, cost of sales</b>	<b>(2 692 238)</b>	<b>(104 779)</b>	-	<b>(26 240)</b>	<b>(2 612)</b>	-	<b>114 042</b>	<b>(2 711 827)</b>
- within the Group	(95 744)	(18 298)	-	-	-	-	114 042	-
- from customers	(2 596 494)	(86 481)	-	(26 240)	(2 612)	-	-	(2 711 827)
<b>Gross profit/loss on sales</b>	<b>581 492</b>	<b>25 530</b>	-	<b>24 768</b>	<b>604</b>	-	<b>(107)</b>	<b>632 287</b>
<b>Continuing operations, selling costs</b>	<b>(218 052)</b>	<b>(6 852)</b>	-	<b>(5 565)</b>	<b>(50)</b>	-	<b>7</b>	<b>(230 512)</b>
- within the Group	-	(7)	-	-	-	-	7	-
- from customers	(218 052)	(6 845)	-	(5 565)	(50)	-	-	(230 512)
<b>Continuing operations. Overheads</b>	<b>(62 860)</b>	<b>(3 147)</b>	-	<b>(3 509)</b>	<b>(1 516)</b>	-	<b>363</b>	<b>(70 669)</b>
- within the Group	(315)	(48)	-	-	-	-	363	-
- from customers	(62 545)	(3 099)	-	(3 509)	(1 516)	-	-	(70 669)
<b>Continuing operations. other operating revenue</b>	<b>506</b>	<b>763</b>	-	<b>274</b>	<b>2</b>	-	<b>(263)</b>	<b>1 282</b>
- within the Group	-	-	-	-	-	263	(263)	-
- from customers	506	763	-	274	2	(263)	-	1 282
<b>Continuing operations other operating costs</b>	<b>(4 932)</b>	<b>(26)</b>	-	<b>(57)</b>	<b>(5)</b>	-	-	<b>(5 020)</b>
- within the Group	-	-	-	-	-	-	-	-
- from customers	(4 932)	(26)	-	(57)	(5)	-	-	(5 020)
<b>Profit (loss) on operations</b>	<b>296 154</b>	<b>16 268</b>	-	<b>15 911</b>	<b>(965)</b>	-	-	<b>327 368</b>

**Table:** Revenue and results for segments of operations of Rainbow Tours Group for the period of twelve months ended on 31.12.2023.

Segment of operations of Rainbow Tours Group for the period from 01/01/2023 - 31/12/2023	Activities of tour operators		Hotel segment		Other operations		Consolidation adjustments	TOTAL
	Poland	Abroad	Poland	Abroad	Poland	Abroad		
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000		
<b>continuing operations, sales revenue</b>	<b>3 226 092</b>	<b>118 997</b>	-	<b>51 275</b>	<b>5 355</b>	-	<b>(108 327)</b>	<b>3 293 392</b>
- within the Group	16 458	67 881	-	23 435	553	-	(108 327)	-
- from customer	3 209 634	51 116	-	27 840	4 802	-	-	3 293 392
<b>Continuing operations, cost of sales</b>	<b>(2 713 208)</b>	<b>(98 917)</b>	-	<b>(36 302)</b>	<b>(4 601)</b>	-	<b>107 065</b>	<b>(2 745 963)</b>



The Extended Consolidated Report of Rainbow Tours Group for III quarter of 2024  
(data in PLN thousand, unless provided otherwise)

Segment of operations of Rainbow Tours Group for the period from 01/01/2023 - 31/12/2023	Activities of tour operators		Hotel segment		Other operations		Consolidation adjustments	TOTAL
	Poland	Abroad	Poland	Abroad	Poland	Abroad		
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000		
- within the Group	(91 296)	(15 769)	-	-	-	-	107 065	-
- from customers	(2 621 912)	(83 148)	-	(36 302)	(4 601)	-	-	(2 745 963)
<b>Gross profit/loss on sales</b>	<b>512 884</b>	<b>20 080</b>	<b>-</b>	<b>14 973</b>	<b>754</b>	<b>-</b>	<b>(1 262)</b>	<b>547 429</b>
<b>Continuing operations, selling costs</b>	<b>(244 757)</b>	<b>(5 383)</b>		<b>(5 427)</b>	<b>(69)</b>	<b>-</b>	<b>20</b>	<b>(255 616)</b>
- within the Group	-	-		(20)	-	-	20	-
- from customers	(244 757)	(5 383)		(5 407)	(69)	-	-	(255 616)
<b>Continuing operations. Overheads</b>	<b>(66 196)</b>	<b>(3 912)</b>		<b>(6 188)</b>	<b>(2 082)</b>	<b>-</b>	<b>1 557</b>	<b>(76 821)</b>
- within the Group	(686)	(49)		(822)	-	-	1 557	-
- from customers	(65 510)	(3 863)		(5 366)	(2 082)	-	-	(76 821)
<b>Continuing operations. other operating revenue</b>	<b>1 138</b>	<b>914</b>		<b>9 158</b>	<b>8</b>	<b>-</b>	<b>(315)</b>	<b>10 903</b>
- within the Group	-	-		315	-	-	(315)	-
- from customers	1 138	914		8 843	8	-	-	10 903
<b>Continuing operations other operating costs</b>	<b>(3 956)</b>	<b>(125)</b>		<b>(6 790)</b>	<b>(10)</b>	<b>-</b>	<b>-</b>	<b>(10 881)</b>
- within the Group	-	-		-	-	-	-	-
- from customers	(3 956)	(125)		(6 790)	(10)	-	-	(10 881)
<b>Profit (loss) on operations</b>	<b>199 113</b>	<b>11 574</b>	<b>-</b>	<b>5 726</b>	<b>(1 399)</b>	<b>-</b>	<b>-</b>	<b>215 014</b>

**Table:** Revenue and results for segments of operations of Rainbow Tours Group for the period of 3 months ended on 30.09.2023.

Segment of operations of Rainbow Tours Group for the period from 01/01/2023-30/09/2023	Activities of tour operators		Hotel segment		Other operations		Consolidation adjustments	TOTAL
	Poland	Abroad	Poland	Abroad	Poland	Abroad		
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000		
<b>continuing operations, sales revenue</b>	<b>2 635 416</b>	<b>106 735</b>	<b>-</b>	<b>49 377</b>	<b>2 863</b>	<b>-</b>	<b>(95 263)</b>	<b>2 699 128</b>
- within the Group	14 673	56 320	-	23 838	432	-	(95 263)	-
- from customer	2 620 743	50 415	-	25 539	2 431	-	-	2 699 128
<b>Continuing operations, cost of sales</b>	<b>(2 200 205)</b>	<b>(85 376)</b>	<b>-</b>	<b>(29 163)</b>	<b>(2 470)</b>	<b>-</b>	<b>94 401</b>	<b>(2 222 813)</b>
- within the Group	(14 103)	(56 320)	-	(23 978)	-	-	94 401	-
- from customers	(2 186 102)	(29 056)	-	(5 185)	(2 470)	-	-	(2 222 813)
<b>Gross profit/loss on sales</b>	<b>435 211</b>	<b>21 359</b>	<b>-</b>	<b>20 214</b>	<b>393</b>	<b>-</b>	<b>(862)</b>	<b>476 315</b>
<b>Continuing operations, selling costs</b>	<b>(198 846)</b>	<b>(4 934)</b>	<b>-</b>	<b>(3 957)</b>	<b>(37)</b>	<b>-</b>	<b>-</b>	<b>(207 774)</b>
- within the Group	-	-	-	-	-	-	-	-
- from customers	(198 846)	(4 934)	-	(3 957)	(37)	-	-	(207 774)
<b>Continuing operations. Overheads</b>	<b>(49 905)</b>	<b>(2 131)</b>	<b>-</b>	<b>(4 338)</b>	<b>(1 247)</b>	<b>-</b>	<b>1 134</b>	<b>(56 487)</b>
- within the Group	(37)	(567)	-	(98)	(432)	-	1 134	-
- from customers	(49 868)	(1 564)	-	(4 240)	(815)	-	-	(56 487)
<b>Continuing operations. other operating revenue</b>	<b>992</b>	<b>267</b>	<b>-</b>	<b>894</b>	<b>5</b>	<b>-</b>	<b>(272)</b>	<b>1 886</b>
- within the Group	-	-	-	272	-	-	(272)	-
- from customers	992	267	-	622	5	-	-	1 886

Segment of operations of Rainbow Tours Group for the period from 01/01/2023-30/09/2023	Activities of tour operators		Hotel segment		Other operations		Consolidation adjustments	TOTAL
	Poland	Abroad	Poland	Abroad	Poland	Abroad		
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000		
Continuing operations other operating costs	(2 983)	(46)	-	(778)	(10)	-	-	(3 817)
- within the Group	-	-	-	-	-	-	-	-
- from customers	(2 983)	(46)	-	(778)	(10)	-	-	(3 817)
<b>Profit (loss) on operations</b>	<b>184 469</b>	<b>14 515</b>	<b>-</b>	<b>12 035</b>	<b>(896)</b>	<b>-</b>	<b>-</b>	<b>210 123</b>

## Note 26. Information on transactions with related parties

All sale transactions were typical and routine and result from basic operations of the entities.

**Table:** Sale transactions among companies of Rainbow Tours Group in the period from 01.01.2024 – 30.09.2024 and the comparative period from 01.01.2023 – 30.09.2023.

	Sale of services		Purchase of services	
	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023
	[not audited]	[not audited]	[not audited]	[not audited]
	PLN'000	PLN'000	PLN'000	PLN'000
White Olive A.E. *)	19 571	24 076	13	567
"My Way by Rainbow Tours" Sp. z o. o.	215	432	-	-
Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S.	32 694	24 134	6 746	5 860
"Rainbow Tours Spółka Akcyjna – Branch in Athens" – Branch in Greece	-	16 950	-	3 980
"Rainbow Tours Spółka Akcyjna – Branch in Torremolinos" – Branch in Spain	-	15 270	-	4 440
Rainbow distribuce s.r.o. *	1 586	-	-	-
Rainbow Tours S.A.	60 346	14 673	107 653	80 688
<b>Total</b>	<b>114 412</b>	<b>95 535</b>	<b>114 412</b>	<b>95 535</b>

\*) in IV quarter of 2023 in the territory of the Czech Republic a new subsidiary of Rainbow Tours S.A. was formed - a limited liability company operating under Czech law with the business name Rainbow distribuce s.r.o.; on 30.10.2023. The subsidiary Rainbow distribuce s.r.o. was formed and entered into the business register maintained by the City Court in Prague (Case No: C 393007) and received id No: 198 68 839.

**Table.** Trade receivables/ payables presented in the statement of financial position of Rainbow Tours S.A. with the companies of the Group.

The following amounts are presented at the closing balance:	Amounts due from related parties			Amounts payable to the related parties		
	As at 30/09/2024	As at 31/12/2023	As at 30/09/2023	As at 30/09/2024	As at 31/12/2023	As at 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000
White Olive A.E.	2 179	459	552	57 759	27 082	9 209
"My Way by Rainbow Tours" Sp. z o. o.	30	78	-	-	-	35
Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S.	2 573	-	1 538	-	2 476	-
"Rainbow Tours Spółka Akcyjna – Branch in Torremolinos" – Branch in Spain	-	-	2 425	-	-	-
"Rainbow Tours Spółka Akcyjna – Branch in Athens" – Branch in Greece	-	-	4 868	-	-	552
Rainbow distribuce s.r.o. *	-	-	-	220	-	-
Rainbow Tours S.A.	57 979	29 558	9 166	4 782	537	8 753
<b>Total</b>	<b>62 761</b>	<b>30 095</b>	<b>18 549</b>	<b>62 761</b>	<b>30 095</b>	<b>18 549</b>

\*) in IV quarter of 2023 in the territory of the Czech Republic a new subsidiary of Rainbow Tours S.A. was formed - a limited liability company operating under Czech law with the business name Rainbow distribuce s.r.o.; on 30.10.2023. The subsidiary Rainbow distribuce s.r.o. was formed and entered into the business register maintained by the City Court in Prague (Case No: C 393007) and received id No: 198 68 839

**Table. Lending to the related parties**

	As at 30/09/2024	As at 31/12/2023
	PLN'000	PLN'000
Lending to the subsidiary	300	300

Except for the specified transactions, there were no other significant transactions with entities personally related in that period.

**Note 27. Events after the date, for which the quarterly abridged consolidated financial statements were prepared, not covered by these statements, and which could have significant effect on future financial results of the Issuer.**

Signing of the contract to provide charter services by Enter Air Sp. z o.o for Rainbow Tours S.A.

On 08.10.2024 the Parent Company signed with the contractor, that is with Enter Air Sp. z o.o with its registered office in Warsaw the charter agreement (Air Charter Framework Agreement No 1/Rainbow/2025 with attachment) hereinafter referred to as "the Charter Agreement", which refers to purchase by Rainbow Tours of plane seats with a crew and provision of charter services (air transportation of passengers and luggage) by Enter Air Sp. z o.o for Rainbow Tours S.A. in the touristic season Summer 2025, Winter 2025/2026, directly linked to basic operations of Rainbow Tours S.A. as a tour operator.

The respective Charter Agreement was made for a fixed period to 30.04.2026 and governs rules of providing charters services by Enter Air sp. z o.o. for Rainbow Tours S.A. for the specified touristic seasons covered by the Company's offer.

The estimated amount of the Charter Agreement amounts to USD 93.2 million, which is equivalent of PLN 366,266,680 million at average exchange rate of American dollar in the National Bank of Poland as at 08.10.2024 (Table No 196/A/NBP/2024), which amounts to PLN 3.9299. Total value of services under the Charter Agreement is not possibly to precisely calculate, thus the above amounts are estimates and the final amount of the Charter Agreement may differ from the estimates provided above. The value of services under the Charter Agreement is affected by series of factors, including mode of resignation from individual flights and variable elements of costs provided for in the Charter Agreement. The amounts under the Charter Agreements will be settled on daily basis and according the charter flight schedule. The Charter Agreement does not provide for untypical provisions, which would substantially differ from terms and conditions in similar agreements made by Rainbow Tours S.A. with other carriers.

Signing of the attachment to the contract to provide charter services by Smartwings Poland sp. z o.o. for Rainbow Tours S.A

On 11.10.2024 the Parent Company signed with the contractor, that is with Smartwings Poland Sp. z o.o with its registered office in Warsaw the attachment (hereinafter: "the Attachment" of 11.10.2024) made with Smartwings Poland Sp. z o.o. on 31.03.2023 (see: the current report of the Company No 6/2023 of 31.03.2023 "Concluding the contract to provide charter services by Smartwings Poland Sp. z o.o. for the benefit of Rainbow Tours S.A." and the current report of the Company No 1/2024 of 02.01.2024 "Signing of the attachment to the contract to provide charter services by Smartwings Poland Sp. z o.o. for the benefit of Rainbow Tours S.A.") the charter contract (Aircraft Charter Framework Agreement with attachments) hereinafter "the Charter Agreement, which referred to purchase of plane seats with crew and services from Smartwings Poland Sp. z o.o for the benefit of Rainbow Tours S.A. (air transportation of passengers and luggage) in touristic seasons "Summer 2023", "Winter 2023/2024", "Summer 2024", "Winter 2024/2025" and pursuant to the attachment to the Charter Contract made on 02.01.2024) in touristic seasons "Summer 2025" and "Winter 2025/2026", which are necessary to carry out basic business operations concerning provision of tourism services including charter services provided for under the Charter Contract to various holiday destinations.

Pursuant to provisions of the respective Attachment of 11.10.2024 the programme of services provided for touristic seasons "Summer 2025" and "Winter 2025/2026" was extended and additionally the cooperation was prolonged with Smartwings Poland Sp. z o.o for the benefit of Rainbow Tours S.A. to provide charter services in touristic seasons „Summer 2026", „Winter 2026/2027", Summer 2027" and "Winter 2027/2028" and thus the duration of the Charter Contract was extended from previously April 2026 to April 2028. The Attachment of 11.10.2024 provides for, in respect of the above-mentioned seasons an option and possibility to extend, by the Issuer, the programme of services provided by the contractor to Rainbow Tours S.A.

Value of services provided under the Charter Agreement (with attachments) for touristic seasons referred is estimated for USD 138,851,923,40, which is an equivalent of the estimated amount of PLN 544,355,080.50 translated (as regards foreign currency) at the USD exchange rate of 11.10.2024 published by the National Bank of Poland in the table No 199/A/NBP/2024 (the exchange rate of 3.9204).

In case the Issuer decides to extend the programme of services provided by the contractor for the benefit of Rainbow Tours S.A. the value of services provided under the Charter Agreement (with attachments) can be increased by USD 55,483,288 which is equivalent of Polish zloty (calculated using the average exchange rate of American dollar of 11.10.2024 published by the National Bank of Poland in the table No 199/A/NBP/2024 – the rate of 3.9204) in the amount of PLN 217,516,682.28.

Settlements under the Charter Agreement will be made on ongoing basis and according to a charter flight schedule. The Charter Agreement contains standard provisions in respect of its termination by the Parties, if any. The Charter Agreement does not stipulate provisions on contractual penalties; however, it specifies payments for reduction of the flight programmes in case of cancelation of flights by Rainbow Tours S.A., and the amount of which is dependent on the notice, when the flight was cancelled.

Decision of the Management Board of the Company to pay out to shareholder of the Company advance dividend in respect of the dividend planned for the end of the financial year 2024, the permission of the Supervisory Board to pay out the respective advance dividend.

In the period after the balance sheet date (30.09.2024) the Management Board of the Company considering the fact that:

(-) financial statements of the Company for the period of nine months ended on 30.06.2024, audited by the independent certified auditor Edyta Kalińska (entry in the register of certified auditors No: 10336) acting on behalf of the audit company BDO Spółka z ograniczoną odpowiedzialnością Sp. k. in Warsaw (the entity entered into the "List of audit companies" kept by Polish Agency for Audit Oversight under No 3355 (the report of the audit issued on 12.12.2023) present single net profit in the amount of PLN 97,177,032.87 for the period referred to from the end of the previous financial year 2022.

(-) financial statements of the Company for the previous financial year 2022 shows single net profit in the amount of PLN 167,015,312.44 and that was confirmed and approved pursuant to the resolution No 6 on approval of the single financial statements for 2022 and the resolution No 8 on allotment of net profit of the Company for the financial year adopted during the General Meeting of 18.06.2024 (the notarial deed prepared by a Notary in Łódź Anna Bald Rep. A No 1752/2024).

(-) as at 15.10.2024 there are no reserves created from profit, which could be used by the Management Board of the company to pay out advance dividend and there are not covered losses or paid for own shares, by which the amount of advance dividend should be reduced.

And also considering:

(-) good current economic situation and positive forecast of economic trend in the future in Poland as well as results achieved by the company, including sales and advance sales of package holiday offer provided by the Company, what in the opinion of the Management Board influences rise in profitability of the Company for the financial year 2024, and the Company has enough funds to pay out dividend planned at the end of 2024.

The Management Board of the Company, pursuant to provisions of § 28 section 6 of the Articles of Association and taking into account requirements and instructions provided by the provisions of the art. 349 of the Polish Code of Commercial Companies and Partnerships, decided to pay out advance dividend at the end of the financial year 2024 determined based on the net profit of the Company presented in the financial statements for nine months ended on 30.06.2024 (for I half-year of 2024) to shareholders of the Company, hereinafter referred to as "the Advance" or "Advance Dividend".

On 16.10.2024 the Supervisory Board pursuant to the resolution No 2/10/2024, acting pursuant to the provisions of art. 349 § 1 second sentence of the Polish Code of Commercial Companies and Partnerships and according to provisions of § 28 section 6 Second sentence of the Polish Code of Commercial Companies and Partnerships and also in connection with the Management Boards' resolution No 2/10/24 of 15.10.2024 on payment to shareholders of the advance dividend planned at the end of the financial year 2024 on net profit of the Company earned from the end of the previous financial year to 30.06.2024 and according to appropriate motion of the Management Board to the Supervisory Board, pursuant to that resolution, it decided to agree to payment to shareholders of the advance dividend planned for the end of the financial year 2024, calculated based on net profit of the Company presented in the financial statements for nine months ended on 30.06.2024 (for the period of I half-year of 2024), and according to conditions provided for in the respective Resolution of the Management Board No 2/10/24.

Total amount of the advance for dividend at the end of the financial year 2024, for shareholders and determined based on net profit of the Company presented in the financial statements for six months ended on 30.06.2024, pursuant to provisions of art. 349 § 2 second sentence of the Polish Code of Commercial Companies and Partnerships and because of the fact that as a the date of adoption of the respective resolution of the Management Board there were no reserves created from profit, which could be used by the Management Board to pay out dividend or not covered losses or paid for shares, by which the amount of dividend should be reduced, the dividend was determined in the amount of PLN 48,458,160.00, that is in the amount of PLN 3.33 per share.

All shares of the company in the total number of 14,552,000 were covered by the dividend.

The date of 30.06.2024 was determined to be the date of drafting the financial statements based on which the advance dividend was specified.

The dividend record date in respect of the advance was 28.11.2024 (falling within seven days before start of payments), and the payment date for the Advance was 05.12.2024.

The Management Board will inform about plans to pay out advance by providing a date, at which the financial statement was drafted, the amount of payment as well as the date, when the list of shareholders with rights to dividend is drawn up and the date of advance payment in at least for weeks ahead of the payment date in the announcement in Monitor Sądowy and Gospodarczy (Court and economic Journal), on the website of the Company and addition in a current ESPI report.

The advance dividend will be paid out through National Depository for Securities in Warsaw.

A motion put forward by a Shareholder to hold Extraordinary General Meeting and put specific items on the agenda.

On 17.10.2024 a motion (referred to as "the Motion") was submitted in the Company – from, as was indicated on the motion – Shareholders of the Company (1) Elephant Rock Fundacja Rodzinna with registered office in Łódź (2) Remigiusz Talarek, together with the certificate of holding shares by one of the Shareholders, that is Elephant Rock Fundacja Rodzinna with registered office in Łódź, the Shareholder, which holds total of 1,149,000 shares of the company, which is 7.9% of the share capital of the Company and give right to total of 1.849.000 votes, that is 10.06% at the general meeting of the Company (that is more than one twentieth of the share capital), pursuant to art. 400 § 1 of the act of 15.09.2000 of the Polish Code of Commercial Companies and Partnerships to hold Extraordinary Meeting of the Company ("EGM") with the following agenda:

- (1) opening of the General Meeting
- (2) election of the chairman of the General Meeting
- (3) stating that the General Meeting was properly called
- (4) drawing-up attendance list
- (5) appointment of ballot-counting committee
- (6) adoption of resolutions
  - a) concerning authorization of the Management Board of the Company to acquire own shares and create reserve capital
  - b) concerning amendment in the resolution of the General Meeting of the Company No 22 of 30th of June 2022 on determination of number of members of the Supervisory Board
  - c) concerning appointment of a member of the Supervisory Board.

(7) Closing of the General Meeting

The Management Board the Company acting pursuant to provisions of art. 399 § 1, art. 402(1) and art. 402(2) of the Polish Commercial Companies and Partnerships Code and in consideration of § 25 section 3 and section 4 of the Articles of Association and provisions of § 5 section 7 first sentence of the applicable Rules of the General Meeting of Rainbow Tours Spółka Akcyjna, in connection with the above referred to motion of the Shareholder of the Company, that is Elephant Rock Fundacja Rodzinna with registered office in Łódź of 17.10.2024, to hold Extraordinary General Meeting of the Company, submitted pursuant to art 400 § 1 of the act of 15.09.2000 of the Polish Code of Commercial Companies and Partnerships called by making announcement on the website of the Company (<https://ir.r.pl>, in the tab „WZ” – „Walne Zgromadzenia”) on 30.10.2024 as at 17.12.2024 the Extraordinary General Meeting, which is to start at 12:00 in the registered office of the Company, in Łódź, at ul. Piotrkowska 270 with the following agenda:

- (1) opening of the General Meeting
- (2) election of the chairman of the General Meeting
- (3) stating that the General Meeting was properly called and to adopt resolutions
- (4) drawing-up attendance list
- (5) appointment of ballot-counting committee
- (6) acceptance of the agenda of the General Meeting
- (7) adoption of resolutions
  - a) concerning authorization of the Management Board of the Company to acquire own shares and create reserve capital
  - b) concerning amendment in the resolution of the General Meeting of the Company No 22 of 30th of June 2022 on determination of number of members of the Supervisory Board
  - c) concerning appointment of a member of the Supervisory Board.
- (8) adoption of resolution on coverage of costs of calling and holding the Extraordinary General Meeting.
- (9) Closing of the General Meeting



Schedule of the Extraordinary General Meeting (EGM):

- (-) Announcement of EGM - 30.10.2024
- (-) date of registering participants in EGM 01.12.2024
- (-) the request to issue personal certificate - to 02.12.2024
- (-) the request to put specific items on the agenda of EGM - to 26.11.2024
- (-) Announcement of any changes to 26.11.2024 in the agenda of EGM - to 29.11.2024
- (-) announcing the list of shareholders entitled to participate in EGM - on 12.12.2024
- (-) delivery of proxy to attend EGM – until 12:00 on 17.12.2024
- (-) date of the start of EGM - at 12:00 on 17.12.2024

Implementation of the investment by the subsidiary White Olive A.E., which is purchase of the company operating under Greek law with a hotel property, Issuer's decision on declaration and increase of the equity of the subsidiary White Olive A.E. by the Company as a Parent Company.

In the period following the reporting period, on 13.11.2024 the subsidiary White Olive A.E, as a part of the investment, concluded sales contract, pursuant to which, it acquired, from a shareholder of the company operating under Greek law under the business name Ellas Star Resorts Symmetoches Monoprosopi Anonymi Etaireia" with registered office in Athens, in Greece (hereinafter: "Hellas Star Resorts A.E." - a part of touristic holding company FTI Group), (which has a legal title) a lease contract with the option of taking over the lease object after expiry of the contract to the hotel property named "Labranda Marine Aquapark", situated in Tigaki, on the island of Kos, in Greece, the block of shares of the company Hellas Star Resorts A.E, which is jointly 100% of the share capital and 100% of votes at General Meeting of the respective company.

The purchase of block of shares of the company Hellas Star Resorts A.E., which has a legal title to the respective hotel property, and also covering of other expenses linked to implementation of the investment (additional expenses linked to the implementation of the investment are related to the obligation to pay disclosed obligations of Hellas Star Resort A.E., public and legal charges connected to purchase of the shares of Hellas Star Resort A.E., financial engagement related to conversion of the hotel property for the purpose of resuming operations after temporary suspension of activities, financing of the current operations of the company Hellas Star Resort A.E.) will be financed from own funds of White Olive A.E., and for this purpose there are plans to increase equity of White Olive A.E. by increasing share capital of White Olive A.E. Thus, the Management Bord of the company, pursuant to the resolution of the Management Board of the Company of 13.11.2024, declared and decided, as a governing body of the parent company and the shareholder of the subsidiary of White Olive A.E. – about commencing and implementing the process of increasing the share capital of the White Olive A.E. by amount of EUR 18,500,000 (eighteen million five hundred thousand), by increasing the shares capital of White Olive A.E. and thus, the Management Board of the issuer decided about taking up shares of White Olive A.E. with registered office in Athens by Rainbow Tours Spółka Akcyjna and agreed to and declared increase of the equity of White Olive A.E. by the amount of EUR 18,500,000 (eighteen million five hundred thousand euro). Parameters and detailed conditions of implementation of the process of increase of the share capital of the company White Olive A.E. will be agreed and determined in details in cooperation with the Fund at a later date.

As at the date of conclusion of the sale agreement by the subsidiary White Olive A.E. the hotel property operating previously under the name "Labranda Marine Aquapark", is a hotel complex of low buildings situated directly at the shoreline in the vast area in the vicinity of the town of Tigaki (around 5 km from its centre) on the island of Kos (north coast of the Island) in Greece. The Hotel offers 338 four-star hotel rooms. There is an aquapark in the area of the hotel property. Considering bankruptcy of FTI Group touristic holding company (the company was previously running the hotel) the hotel "Labranda Marine Aquapark" was operating only in part of the Summer 2024 season.

The intention of the White Olive A.E, after purchase of the block of shares of the company Hellas Star Resorts A.E, which has a legal title to the hotel property operating previously after the name of "Labranda Marine Aquapark", is to convert the hotel for the purpose of resuming its operations after temporary suspension of activities and so-called rebranding (the hotel is to operate under the "White Olive" brand).

The commencement of conversion works is planned for November 2024. The start of operations of the hotel, which previously operated under the name: "Labranda Marine Aquapark" is planned at the start of Summer 2025 season. In the Summer 2024 season the hotel will operate as four star all inclusive (Premium standard) and intended both for customers from Poland and abroad.

Previously "White Olive" hotel chain, which was previously directly run by the company White Olive A.E., comprise of following hotels (i) "White Olive Premium Laganas" – four star hotel situated on the Greek island of Zakynthos in the town of Laganas; (ii) "White Olive Elite Laganas" – the five star hotel complex situated in the town of Sfakaki on the island of Crete, in the neighbourhood of the town Rethymno (iv) "White Olive Premium Lindos"– four star hotel situated in the town of Pefkos in the Greek island of Rhodes.

In the opinion of the Management Board, between the balance sheet date and the date of approval of this report for publication there were no other, apart from the above-mentioned significant events, which were not included in these financial statements and which could materially affect future financial performance of the Issuer or the Group.



### III. THE ABRIDGED INTERIM SINGLE FINANCIAL STATEMENTS OF RAINBOW TOURS S.A

#### 1. SINGLE STATEMENT OF THE FINANCIAL POSITIONS

ASSETS	Note	As at 30/09/2024 [not audited] PLN'000	As at 31/12/2023 [audited] PLN'000
<b>Non-current assets</b>			
Tangible fixed assets	3	52 836	49 078
Investment property		196	196
Other intangible assets		3 920	4 145
Investment in subsidiaries	4	95 371	95 371
Deferred tax assets	9	26 191	22 972
Other receivables	5	138 938	72 579
<b>Total non-current assets</b>		<b>317 452</b>	<b>244 341</b>
<b>Current assets</b>			
Stocks		-	-
Trade and other receivables	5	111 231	76 859
Advance payments	5	241 318	241 143
Other financial assets	6	300	300
Current tax assets		3 114	4 511
Other assets	7	106 958	65 615
Cash and cash equivalents	8	409 847	267 113
<b>Total current assets</b>		<b>872 768</b>	<b>655 541</b>
<b>Total assets</b>		<b>1 190 220</b>	<b>899 882</b>

The notes are an integral part of these single financial statements.

<b>EQUITY AND LIABILITIES</b>	<b>Note</b>	<b>As at 30/09/2024 [not audited] PLN'000</b>	<b>As at 31/12/2023 [audited] PLN'000</b>
<b>EQUITY AND LIABILITIES</b>			
<b>equity</b>			
Issued capital		1 455	1 455
Share premium		36 558	36 558
Reserves		(7 750)	(17 492)
capital from merger of entities		-	-
Retained profits		385 676	233 365
Net profit write-offs during the year		-	(40 600)
translations of foreign operations		(611)	(237)
<b>Total equity</b>		<b>415 328</b>	<b>213 049</b>
<b>Long-term liabilities</b>			
long-term loans, bank credits and lease liabilities	10	21 662	19 649
pension liabilities	12	697	697
Deferred tax liabilities		-	-
Other liabilities	11	16 342	21 998
<b>Total long-term liabilities</b>		<b>38 701</b>	<b>42 344</b>
<b>Short-term liabilities</b>			
Trade and other payables	11	150 369	127 082
Short-term borrowings and lease liabilities	10	11 400	10 241
Other financial liabilities		9 568	21 595
Current tax liabilities		78 086	56 998
Short-term provisions	12	174 694	72 170
deferred income	13	304 531	348 848
Other liabilities	11	7 543	7 555
<b>Total short-term liabilities</b>		<b>736 191</b>	<b>644 489</b>
<b>Total liabilities</b>		<b>774 892</b>	<b>686 833</b>
<b>Total equity and liabilities</b>		<b>1 190 220</b>	<b>899 882</b>

The notes are an integral part of these single financial statements.

## 2. SINGLE STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME

	Note	from 01/01/2024 to 30/09/2024 [not audited] PLN'000	from 01/07/2024 to 30/09/2024 [not audited] PLN'000	from 01/01/2023 to 30/09/2023 [not audited] PLN'000	from 01/07/2023 to 30/09/2023 [not audited] PLN'000
<b>Continuing operations</b>					
Sales revenue	14	3 301 096	1 708 590	2 637 645	1 393 669
Cost of sales	15	(2 701 765)	(1 390 079)	(2 202 048)	(1 161 439)
<b>Gross profit/loss on sales</b>		<b>599 331</b>	<b>318 511</b>	<b>435 597</b>	<b>232 230</b>
selling cost	15	(223 456)	(104 765)	(198 883)	(94 541)
Overheads	15	(65 491)	(24 074)	(51 129)	(22 152)
Other operating revenue	16	690	96	997	501
Other operating costs	16	(4 901)	(925)	(2 993)	(615)
<b>profit /loss on operations</b>		<b>306 173</b>	<b>188 843</b>	<b>183 589</b>	<b>115 423</b>
financial revenue	17	7 109	2 227	10 825	6 200
Financial costs	17	(11 601)	(9 770)	(11 802)	(8 472)
profit on sales of shares in subsidiaries		-	-	-	-
<b>Pre-tax profit (loss)</b>		<b>301 681</b>	<b>181 300</b>	<b>182 612</b>	<b>113 151</b>
Income tax	18	(57 839)	(34 636)	(35 503)	(21 969)
<b>net profit (loss) on continuing operations</b>		<b>243 842</b>	<b>146 664</b>	<b>147 109</b>	<b>91 182</b>
<b>Discontinuing operations</b>					
Net profit (loss) on discontinuing operations		-	-	-	-
<b>NET PROFIT (LOSS)</b>		<b>243 842</b>	<b>146 664</b>	<b>147 109</b>	<b>91 182</b>
<b>Other total net comprehensive income</b>					
<b>Items, which will not be later carried to the statement of comprehensive income</b>					
Translation of foreign operations		(374)	(122)	-	-
Cash flow hedges		9 742	(9 838)	6 841	12 331
<b>Total other net comprehensive income</b>		<b>9 368</b>	<b>(9 960)</b>	<b>6 841</b>	<b>12 331</b>
<b>TOTAL COMPREHENSIVE INCOME</b>		<b>253 210</b>	<b>136 704</b>	<b>153 950</b>	<b>103 513</b>

	Note	from 01/01/2024 to 30/09/2024 [not audited] PLN'000	from 01/07/2024 to 30/09/2024 [not audited] PLN'000	from 01/01/2023 to 30/09/2023 [not audited] PLN'000	from 01/07/2023 to 30/09/2023 [not audited] PLN'000
Number of shares (in thousand)		14 552	14 552	14 552	14 552
Number of shares– diluted (in thousand)		14 552	14 552	14 552	14 552
<b>Profit (loss) per shares (PLN/grosz per share)</b>					
On continuing and discontinuing operations					
ordinary		16.76	10.08	10.11	6.27
diluted		16.76	10.08	10.11	6.27
On continuing activity					
ordinary		16.76	10.08	10.11	6.27
diluted		16.76	10.08	10.11	6.27

The notes are an integral part of these single financial statements.

### 3. SINGLE STATEMENT OF CHANGES IN EQUITY

	Issued capital	Share premium	Reserve capital - hedge accounting	Retained profit	Capital from business combinations	Total	Issued capital
	PLN'000	PLN'000	PLN'000	PLN'000			PLN'000
<b>For the period from 01/01/2023 to 30/09/2023</b>							
<b>As at 01/01/2023</b>	<b>1 455</b>	<b>36 558</b>	<b>(3 294)</b>	<b>80 373</b>	<b>-</b>	<b>(7 565)</b>	<b>107 527</b>
Net profit for the financial year	-	-	-	147 110	-	-	147 110
Pricing of hedging instruments	-	-	6 841	-	-	-	6 841
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>6 841</b>	<b>147 110</b>	<b>-</b>	<b>-</b>	<b>153 951</b>
Dividend payment	-	-	-	(18 771)	-	-	(18 771)
retained profit/ adjustment of previous years costs	-	-	-	(10 570)	-	7 565	(3 005)
<b>As at 30/09/2023</b>	<b>1 455</b>	<b>36 558</b>	<b>3 547</b>	<b>198 142</b>	<b>-</b>	<b>-</b>	<b>239 702</b>
<b>For the period from 01/01/2023 to 31/12/2023</b>							
<b>As at 01/01/2023</b>	<b>1 455</b>	<b>36 558</b>	<b>(3 294)</b>	<b>80 373</b>	<b>-</b>	<b>(7 565)</b>	<b>107 527</b>
Net profit for the financial year	-	-	-	167 016	-	-	167 016
Pricing of hedging instruments	-	-	(14 198)	-	-	-	(14 198)
other comprehensive income for the financial year (net)	-	-	-	-	(237)	-	(237)
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>(14 198)</b>	<b>167 016</b>	<b>(237)</b>	<b>-</b>	<b>152 581</b>
Dividend and advance dividend payment	-	-	-	(47 875)	-	-	(47 875)
retained earnings. adjustment of costs of previous years	-	-	-	(6 749)	-	7 565	816
<b>As at 31/12/2023</b>	<b>1 455</b>	<b>36 558</b>	<b>(17 492)</b>	<b>192 765</b>	<b>(237)</b>	<b>-</b>	<b>213 049</b>

	Issued capital	Share premium	Reserve capital - hedge accounting	Retained profit	Capital from business combinations	Total	Issued capital
	PLN'000	PLN'000	PLN'000	PLN'000			PLN'000
<b>For the period from 01/01/2024 to 30/09/2024</b>							
<b>As at 01/01/2024</b>	<b>1 455</b>	<b>36 558</b>	<b>(17 492)</b>	<b>192 765</b>	<b>(237)</b>	<b>-</b>	<b>213 049</b>
Net profit for the financial year	-	-	-	243 842	-	-	243 842
Pricing of hedging instruments	-	-	9 742	-	(374)	-	9 368
<b>Total comprehensive income</b>	<b>-</b>	<b>-</b>	<b>9 742</b>	<b>243 842</b>	<b>(374)</b>	<b>-</b>	<b>253 210</b>
dividend and advance dividend payment	-	-	-	(50 932)	-	-	(50 932)
retained earnings. adjustment of costs of previous years	-	-	-	1	-	-	1
<b>As at 30/09/2024</b>	<b>1 455</b>	<b>36 558</b>	<b>(7 750)</b>	<b>385 676</b>	<b>(611)</b>	<b>-</b>	<b>415 328</b>

#### 4. SINGLE CASH FLOW STATEMENT

	Note	From 01/01/2024 to 30/09/2024 [not audited] PLN'000	from 01/01/2023 to 30/09/2023 [not audited] PLN'000
<b><i>cash flows from operations</i></b>			
<b>Profit for the financial year</b>		<b>243 842</b>	<b>147 109</b>
<b>Korey:</b>			
cost of income tax recognized in profit or loss		57 839	35 503
proceeds from investment recognized in profit/loss		4 405	977
profit on sale of tangible fixed assets		-	(56)
amortization and depreciation of non-current assets		11 387	10 637
Net foreign exchange gains/ losses		(235)	-
Other *		-	(26 581)
		<b>317 238</b>	<b>167 589</b>
<b>Movement in working capital:</b>			
Increase / decrease in balance of trade and other receivables		(100 906)	(111 195)
Increase/ decrease in receivables from construction contracts		-	-
Increase/ decrease in stocks		-	-
Increase / decrease in other assets		(49 065)	7 853
Increase / decrease in other tax assets		1 397	3 805
reduction of balance of trade payables and other payables		47 601	74 802
Increase (decrease) in liabilities from construction contracts		-	-
Increase / (decrease) in provisions		102 527	128 657
Increase / (decrease) in deferred income		(44 317)	(14 821)
Increase / decrease in current tax liabilities		21 088	64 709
<b>Cash earned on operations</b>		<b>295 563</b>	<b>321 399</b>
Income tax paid		(54 692)	(4 989)
<b>Net cash flows from operations</b>		<b>240 871</b>	<b>316 410</b>
<b><i>cash flow from investing activities</i></b>			
Payments arising on acquisition of financial assets		-	-
Interest received		7 114	5 364
Proceeds due to repayment of loans by unrelated parties		-	-
Payments for tangible fixed assets		(4 679)	(8 093)
Dividend received		-	944
proceeds from sale of tangible fixed assets		73	56
<b>net cash (spent)/ earned on investing activities</b>		<b>2 508</b>	<b>(1 729)</b>
<b><i>cash flows from financial activities</i></b>			
proceeds from sale of own shares		-	-
other proceeds		-	-
proceeds from loans		1 673	-
repayment of loans and lease liabilities		(10 725)	(54 025)
Interest paid		(11 557)	(10 767)
Dividends paid to shareholders		(80 036)	(18 772)
<b>net cash used for financing activities</b>		<b>(100 645)</b>	<b>(83 564)</b>
Increase / decrease in net cash and cash equivalents		142 734	231 117
cash and cash equivalents at the opening balance		267 113	134 541
Effect of changes in exchange rates on balance of cash in foreign currencies		-	-
<b>cash and cash equivalents, closing balance</b>		<b>409 847</b>	<b>365 658</b>



## 5. NOTES TO INTERIM ABRIDGED SINGLE FINANCIAL STATEMENTS

### Note 1. Applied accounting rules and methods.

These abridged interim single financial statements were prepared in accordance with IAS "Interim financial reporting" and also in line with requirements of the regulation of the Minister of Finance of 29.03.2018 on current and periodic information provided by issuers of securities and conditions of recognizing as equivalent information required by provisions of law of non-member state (Journal of Law of 2018 item 757). Because of application of IAS and pursuant to § 66 section 6 in connection with § 62 section 1 and 2 of the above-mentioned regulation of the Minister of Finance, these abridged interim single financial statements cover data for following periods:

- In case of the statement of financial position – data as at 30.09.2024 and the comparative data as at 31.12.2023.
- in case of statement of comprehensive income and the cash flow statement – data for III quarter of 2024, that is for the period from 01.07.2024 to 30.09.2024 and the data accruing for the period from 01.01.2024 to 30.09.2024 and the comparative data for III quarters of 2023, that is for the period from 01.07.2023 to 30.09.2023, and the data accruing for the period from 01.01.2023 to 30.09.2023.
- In case of the statement of changes in equity – data accruing for the current financial year, that is for nine months ended on 30.09.2024 and the comparative data for nine months ended on 30.09.2023. The Issuer decided about publication of additional data for the period of twelve months ended on 31.12.2023.

All financial data are presented in Polish zloty, unless provided otherwise.

The abridged interim single financial statements do not contain all information, which are disclosed in annual single financial statements drafted according to IFRS. These single financial statements should be read jointly with the single annual financial statements for the financial statements 2023, which were published in single periodic annual report R/2023 on 19.04.2024.

In these interim abridged single financial statements significant judgements made by the Management Board concerning accounting rules and main sources estimating uncertainties were similar as in the presented single financial statements for 2023 in Part 4 "Accounting rules (policy) of the Company", point 4.4 "Significant estimates and assumptions", which was published in the single annual financial statements R/2023 on 19.04.2024.

The financial statements were drafted according to historic cost principle except for financial instruments, which are measured at fair value.

Some financial data presented in these financial statements were rounded. Consequently, some of the totals presented in the in tables: in a given column or line may vary slightly from the total value for a given column or line.

Whenever these financial statements mention (single) profit and loss account it is to be understood as "the single statement of comprehensive income". Whenever the financial statements mention the balance sheet it means "the single statement of financial position". The financial statements also interchangeably use the terms "(single) cash flow account" and "(single) cash flow statement".

These abridged interim single financial statements are not subject to approval by the approving body pursuant to art 53 of the accounting act of 29.09.1994. These abridged single financial statements are signed by the head of the entity that is by the Management Board of Rainbow Tours S.A and if such person was appointed, the person in charge of keeping the accounts. These abridged single financial statements were approved for publication and signed on 22.11.2024.

### Continuation of operations

These abridged interim single financial statements were drafted on assumption the operation of the company will be continued in foreseeable future and does not include any adjustments concerning various methods of measurement and classification of assets and liabilities, which could be considered as necessary, if the Company would be unable to continue its operations in the foreseeable future. As at the date of approval of these financial statements for publication there are no circumstances indicating a threat to continuation of operations by the Company.

## Note 2. Information on changes in the accounting rules (policy) and material movements in estimates, including adjustments of provisions, deferred tax assets and liabilities, impairment losses.

In preparing this report the accounting policy was applied, which was drafted pursuant to provisions of International Financial Reporting Standards (IFR) and interpretations issued by the International Accounting Standards Board as well as International Financial Reporting Interpretations Committee ("IFRIC") in the form approved and published by the European Union.

These financial statements apply the same accounting rules and calculation methods as the last annual financial statements of the Company, the rules used in drafting these abridged interim single financial statements and significant accounting rules were presented in Note 4 to the interim abridged consolidated financial statements covered by this periodic report. The detailed description of accounting rules applied by the Company and used in drafting these interim single financial statements was presented in the last single annual financial statements of the Company for the financial year 2023, which was published in the single periodic annual report R/2023 on 19.04.2024.

Because the amendments to IAS 12: "Income tax" become effective on 01.01.2023 the company calculates deferred tax on transaction, which at their conclusion give rise to equal deductible and taxable temporary differences.

### Adjustments of previously published financial statements.

In the period covered by these interim abridged single financial statements the parent company does not adjust previously published financial statements.

## Note 3. Tangible fixed assets

	As at 30/09/2024 [not audited]			As at 31/12/2023 [audited]		
	TOTAL	Own	Used under lease	TOTAL	Own	Used under lease
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000
Own land	647	647	-	647	647	-
Right of use assets	35 549	-	35 549	33 528	-	33 528
Buildings	10 950	10 950	-	8 587	8 587	-
Plant and Machinery	2 470	2 470	-	2 538	2 538	-
Motor vehicles	1 077	404	673	1 031	39	992
Equipment	1 676	1 676	-	1 620	1 620	-
Non-current assets under construction / Advances for non-current assets	467	467	-	1 127	1 127	-
<b>Total</b>	<b>52 836</b>	<b>16 614</b>	<b>36 222</b>	<b>49 078</b>	<b>14 558</b>	<b>34 520</b>

The claims of Towarzystwo Ubezpieczeń Europa S.A. (Insurance Company Europa S.A) with its offices in Wrocław concerning reimbursement of amounts paid for the benefit of Marshall of Łódzkie Province linked to operations of tour operators or entrepreneurs facilitating acquisition of related tourism services, arising out of the Guarantee No GT 574/2024 of 02.09.2024 (at the same time security for claims under the insurance guarantee 543/2023 of 10.30.08.2023, (with attachments) - pursuant to the contract of 02.09.2024 to grant insurance guarantee for tour operators or entrepreneurs facilitating acquisition of related tourism services – are secured by Notarised blanket mortgage established on the first free place of the fixed assets of the Company, that is property situated at 270 Piotrkowska street, recorded in the land and mortgage register No: LD1M/00264242/0, LD1M/00264245/1, LD1M/00264246/8, LD1M/00264247/5, LD1M/00264248/2, LD1M/00264253/0, LD1M/00264254/7, LD1M/00264255/4, LD1M/00264257/8, LD1M/00264259/2, LD1M/00264263/3, LD1M/00264264/0, LD1M/00264266/4, LD1M/00187747/6, LD1M/00172644/6, LD1M/00273816/1, LD1M/00273817/8, LD1M/00273818/5, LD1M/00273819/2, LD1M/00273820/2, LD1M/00273822/6, LD1M/00273823/3, LD1M/00273824/0, LD1M/00273825/7, LD1M/00273826/4, LD1M/00273827/1, LD1M/00273843/9, LD1M/00273844/6, LD1M/00273847/7, LD1M/00273846/0, LD1M/00273845/3, LD1M/00272177/2, LD1M/00272179/6, LD1M/00272180/6, LD1M/00272181/3, LD1M/00272182/0, LD1M/00272183/7, LD1M/00272184/4, LD1M/00272185/1, LD1M/00272186/8, LD1M/00272187/5, LD1M/00272188/2, LD1M/00134200/4, maintained by the District Court for Łódź- Śródmieście in Łódź, XVI Division of Land Register with the value of PLN 17,848,000.

The company established mortgage on the property situated in Laganas, Zakynthos, Greece (the property of the Greek companies) for securing claims of Bank Gospodarstwa Domowego with its registered office in Warsaw, to repay investment loan taken by Rainbow Hotels A.E. and White Olive A.E and Rainbow Tours S.A. The value of the blanket mortgage of Rainbow Hotels A.E. is EUR 3,150 thousand and the value of the blanket mortgage on property of White Olive A.E. is EUR 13,900.

There were no fixed assets held for sale.

#### Note 4. Investments in subsidiaries

Name of the subsidiary	As at 30/09/2024			As at 31/12/2023		
	cost	Impairment loss	Net value	cost	Impairment loss	Net value
	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000	PLN'000
"My Way by Rainbow Tours" Sp. z o. o.	200	-	200	200	-	200
White Olive A.E.	95 144	-	95 144	95 144	-	95 144
Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S.	25	-	25	25	-	25
Rainbow distribuce s.r.o.	2	-	2	2	-	2
Total investments in subsidiaries	95 371	-	95 371	95 371	-	95 371

Interest in other entities is valued at purchase price, including any impairment losses.

The Management Board of the Company tested shares held in White Olive A. E. for impairment using income-based valuation method taking into consideration detailed financial forecasts for the period of the next ten years, and then the residual period without planned increases in the residual period. WACC- weighted average cost of capital was adopted as the discount rate – at the level of 9.6% (in 2022: 10.1%). WACC was determined using many components based on market indications and the judgments done by an expert hired by the Management Board. The rate can change depending on volatility of financial markets, inflation and other parameters what has direct effect on the value of measurement. With such determined WACC, the test showed that there are no grounds to recognize impairment.

In the opinion of the Management Board of the Parent Company no rational parameters of adopted models are possible, both with respect to financial forecasts as well as discounting factor, which would require to recognize impairment losses for shares in other entities.

#### Note 5. Receivables

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Trade receivables	49 605	43 038
Allowance for bad debt	(4 603)	(4 903)
<b>Net trade receivables</b>	<b>45 002</b>	<b>38 135</b>
Other receivables		
Other receivables - settlements due to advances to increase equity in subsidiaries	57 759	24 061
Other receivables	2 421	7 767
Other receivables – deposits and bank deposits	138 938	72 571
cash and cash equivalents – settlements	6 049	6 904
	<b>205 167</b>	<b>111 303</b>
Non-current assets	111 231	76 859
Current assets	138 938	72 579
<b>Total</b>	<b>250 169</b>	<b>149 438</b>

## Advance payments

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
advances - advances paid – hotels	237 899	226 019
Allowance for doubtful accounts	(8 039)	(5 839)
Other receivables -advances paid – air transportation	11 458	20 963
	<b>241 318</b>	<b>241 143</b>

Tour operator activities dominate the structure of sales revenue. Services are sold in two channels (own distribution channel - retails stores and call centre, and through network of agents). In case of services sold by stores, customers have to pay for a package tour immediately. The receivables arise only in case of sales through agents, which have specified deadlines for payment for package tours. Additionally, the parent company sells package travel as part of its intermediary activities [sales of plane tickets, sales of blocks of seats in planes] and other services, which support tourism services.

Before start of cooperation with a new agent the Company uses the external assessment system to assess credit worthiness of an agent and use it as a base to set credit limit for the agent. Limits and the scores of the agent are verified twice a year. Receivables are secured also by blank promissory notes with promissory note contract, guarantees provided by a bank, and a system of deposits.

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
gross trade receivables *	<b>49 409</b>	<b>43 038</b>
Non-payable	3 950	17 995
Overdue:		
to 30 days	22 298	8 357
31-90 days	9 640	4 894
91-120 days	1 449	3 916
Over 120 days	12 072	7 876
<b>Total</b>	<b>49 409</b>	<b>43 038</b>

\* Advances were excluded age analysis due to the fact that they are not due. In the opinion of the Management Board the items are recoverable and there is no need to recognized allowance for bad debt

## Table. movement in impairment losses

Trade receivables	The period of 9 months ended on 30/09/2024 [not audited]	The period of 12 months ended on 31/12/2023 [audited]
	PLN'000	PLN'000
<b>As at opening balance</b>	<b>(4 903)</b>	<b>(4 331)</b>
Allowance for bad debt	-	(572)
Amounts written off as uncollectible	300	-
Amounts recovered during the year	-	-
reversal of allowance for bad debt	-	-
Reversal of discount	-	-
<b>As at closing balance</b>	<b>(4 603)</b>	<b>(4 903)</b>

Advance – hotel prepayments and air transportation	The period of 9 months ended on 30/09/2024 [not audited]	The period of 12 months ended on 31/12/2023 [audited]
	PLN'000	PLN'000
<b>As at opening balance</b>	(5 838)	(5 838)
Allowance for bad debt	(2 201)	-
Amounts written off as uncollectible	-	-
Amounts recovered during the year	-	-
reversal of allowance for bad debt	-	-
Reversal of discount	-	-
<b>As at closing balance</b>	<b>(8 039)</b>	<b>(5 838)</b>

## Note 6. Other financial assets

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
<b>derivatives designated and used as hedge recognized in fair value</b>		
currency forwards	-	-
	-	-
<b>lending at amortised costs</b>		
*Lending to related parties	300	300
lending to other entities	-	-
	300	300
<b>Total</b>	<b>300</b>	<b>300</b>
Current assets	300	300
Non-current assets	-	-
	<b>300</b>	<b>300</b>

\* Parent Company granted to the subsidiary a short-term loan on conditions comparable to commercial loans.

## Note 7. Other assets

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
<b>Prepaid expenses</b>		
Costs of package travel off season	98 695	59 366
costs of catalogues off season	-	-
Commission off season **	4 726	4 468
Insurance off season	1 811	471
Other Company Social Benefits Fund	667	-
other off season – Tourist Aid Fund commission	1 059	1 310
	<b>106 958</b>	<b>65 615</b>
Current assets	106 958	65 615
Non-current assets	-	-
	<b>106 958</b>	<b>65 615</b>

\* Costs of package travel in the next season refer to accounted for charges, which are not yet paid for, but will be paid according to the package travel schedule.

\*\* costs of commission are presented in the period, when the services have not been yet provided - according to the package travel schedule.

## Note 8. Cash and cash equivalents

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Cash in hand and cash at bank	409 847	267 113
	<b>409 847</b>	<b>267 113</b>

## Note 9. Deferred tax assets and liabilities

Deferred tax	The period of 9 months ended on 30/09/2024 [not audited]	The period of 12 months ended on 31/12/2023 [audited]
	PLN'000	PLN'000
Deferred tax assets	22 972	12 210
deferred tax asset – accounted for equity	(2 285)	3 331
deferred tax assets - accounted for profit or loss	5 860	13 372
Deferred tax liabilities – accounted for profit or loss	(356)	-
Deferred tax liabilities – accounted for equity	-	(5 941)
<b>Balance of deferred tax</b>	<b>26 191</b>	<b>22 972</b>

Deferred tax assets	As at 01/01/2024	Movement (+ /-) Recognized in equity	Movement (+ /-) recognized in the profit or loss of the current period	As at 30/09/2024
	PLN'000	PLN'000	PLN'000	PLN'000
provisions for employee benefit	638	-	247	885
Creation of other provisions	16 020	-	5 934	21 954
Measurement/ impairment of assets	2 492	-	418	2 910
measurement of derivatives	4 103	(2 285)	-	1 818
unrealized foreign exchange losses	189	-	(189)	-
right of use assets IFRS 16	5 613	-	(550)	5 063
Other	-	-	-	-
<b>Total</b>	<b>29 055</b>	<b>(2 285)</b>	<b>5 860</b>	<b>32 630</b>

Deferred tax liabilities	As at 01/01/2024	Movement (+ /-) recognized in equity	Movement (+ /-) recognized in the result of the current period	As at 30/09/2024
	PLN'000	PLN'000	PLN'000	PLN'000
measurement of derivatives	-	-	-	-
Measurement of assets	-	-	-	-
unrealized exchange losses – basic	859	-	414	445
Unrealized exchange losses – interests	-	-	-	-
unrealized foreign exchange losses – valuation of advances from previous years	-	-	-	-
Right of use liabilities IFRS 16	5 224	-	770	5 994
Other	-	-	-	-
<b>Total</b>	<b>6 083</b>	<b>-</b>	<b>1 184</b>	<b>6 439</b>

Deferred tax assets	As at 01/01/2023	Movement (+ /-) recognized in equity	Movement (+ /-) recognized in the result of the current period	As at 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
provisions for employee benefit	286	-	352	638
Creation of other provisions	8 516	-	25 009	33 525
Measurement/ impairment of assets	2 492	-	-	2 492
measurement of derivatives	772	(1 604)	-	(832)
unrealized foreign exchange losses	-	-	175	175
right of use assets IFRS 16	-	-	6 119	6 119
Other	286	-	(286)	-
<b>Total</b>	<b>12 352</b>	<b>(1 604)</b>	<b>31 369</b>	<b>42 117</b>

Deferred tax liabilities	As at 01/01/2023	Movement (+ /-) recognized in equity	Movement (+ /-) recognized in the result of the current period	As at 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
measurement of derivatives	-	-	-	-
Measurement of assets	-	-	-	-
unrealized exchange losses – basic	141	(25)	-	116
Unrealized exchange losses – interests	-	-	-	-
unrealized foreign exchange losses – valuation of advances from previous years	-	-	5 399	5 399
Right of use liabilities IFRS 16	-	-	-	-
Other	-	-	-	-
<b>Total</b>	<b>141</b>	<b>(25)</b>	<b>5 399</b>	<b>5 515</b>

## Note 10. Bank loans, bank credits and lease liabilities

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
<b>Hedged – according to amortised cost</b>		
overdrafts	1 139	1
Bank credits	-	-
Loans from other entities of PFR - Polish Development Fund	-	-
Transfer of receivables	-	-
Financial lease liabilities	378	379
Right of use liabilities	31 545	29 510
	<b>33 062</b>	<b>29 890</b>
short-term liabilities	11 400	10 241
long-term liabilities	21 662	19 649
	<b>33 062</b>	<b>29 890</b>

The Company uses means of transport under finance lease contracts. The average lease contract term is 3 years. The entity can purchase leased equipment for its nominal value as at the end of contract. Company's liabilities arising from lease contracts are secured by lessors' rights to assets under the contract.



As at 30.09.2024 the company used bank credits (the overdraft and the revolving credit) in the total amount of PLN 1,139 thousand.  
As at 30.09.2023 the company used bank credits (the overdraft and the revolving credit) in the total amount of PLN 1,561 thousand.  
As at 31.12.2023 the company used credit banks (the overdraft and the revolving credit) in the total amount of PLN1 thousand.

The detailed information on bank credits and credit agreements are provided in point 10 Part IV of these financial statements titled "Information of the Management Board on operations of Rainbow Tours Group and Rainbow Tours Joint Stock Company" and also in Note 6.20, Note 6.21 and Note 9.2 to the single annual financial statements of the Company for the financial year 2023, which were also published in the single annual report R/2023 on 19.04.2024.

As at 30.09.2024 the issuer revaluated its calculations of rent liabilities arising on renegotiation of contracts with lessors that are related to extension of contracts in exchange for rent reductions taking into account lease payment schedule and new interest rates. The difference between the calculated amount of obligation and the amount resulting from modified contracts has correspondingly increased the value of right of use asset and the value of lease liabilities.

The period from 01/01/2024 to 30/09/2024	Land and buildings	Machines, equipment and vehicles	Total
	PLN'000	PLN'000	PLN'000
<b>As at 01/01/2024 r.</b>	<b>29 510</b>	<b>379</b>	<b>29 889</b>
Increases	10 078	394	10 472
Cost of interest	1 025	(32)	993
modification of lease conditions	-	-	-
adjustment due to variable lease payments	-	-	-
lease payments	(9 125)	(363)	(9 488)
foreign exchange differences	57	-	57
<b>As at 30/09/2024</b>	<b>31 545</b>	<b>378</b>	<b>31 923</b>

The period from 01/01/2023 to 30/09/2023	Land and buildings	Machines, equipment and vehicles	Total
	PLN'000	PLN'000	PLN'000
<b>As at 01/01/2023 r.</b>	<b>31 609</b>	<b>574</b>	<b>32 183</b>
Increases	10 513	321	10 834
Cost of interest	(1 035)	(31)	(1 066)
modification of lease conditions	-	-	-
adjustment due to variable lease payments	-	-	-
lease payments	(8 781)	(221)	(9 002)
foreign exchange differences	-	-	-
<b>As at 30/09/2023 r.</b>	<b>32 306</b>	<b>643</b>	<b>32 949</b>

## Note 11. Trade payables and other payables

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Trade payables	129 489	71 970
Payroll liabilities	9 740	5 736
Other liabilities – accounts receivables and payables from purchase of shares	2 400	2 583
Other liabilities - dividend	-	29 104
Other liabilities – remaining	8 740	17 689
<b>Total</b>	<b>150 369</b>	<b>127 082</b>

**other liabilities**

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
liabilities towards customers acquired by Insurance Guarantee Fund	23 885	29 541
liabilities towards customers	-	-
Other liabilities	-	12
<b>Total</b>	<b>23 885</b>	<b>29 553</b>
short-term liabilities	7 543	7 555
long-term liabilities	16 342	21 998
	<b>23 885</b>	<b>29 553</b>

The aid measures provided by the Polish government in order to solutions to prevent, counteract and combat COVID-19, other infectious diseases and crisis situations caused by them included a solution that provided soft loans to return amount paid by customers, who resigned from package holiday due to the crisis related to SARS-CoV-2, the financial means came from special fund, which pooled funds for tourists and tour operators for cancelled package holidays (Touristic Return Fund at the Insurance Guarantee Fund, which paid customers back money for cancelled package holidays, with 7.5% participation of tourism companies based on application submitted by a tour operators and customers).

The Company, because of its entitlement, submitted relevant applications to Tourism Guarantee Fund to pay back to customers part of the money paid in as advances, who due to COVID-19 pandemics withdrew from package holiday contracts or their package holiday contracts were terminated by a tour operator. The payments made by the Tourism Guarantee Fund on behalf of the Company are a form of a loan granted by the Tourism Guarantee Fund and the loan must be returned in 72 equal instalments, starting from December 2021, that is the first instalment is to be paid as of 31.12.2021, the remaining instalments, except for the first instalment, should be paid back till 21<sup>st</sup> of each month starting from January 2022.

Because the company used the respective aid measure the Company incurred liability toward Touristic Return Fund at Guarantee Insurance Fund (the liabilities towards customers were taken over by the Fund) as at 30.09.2024 in the amount of PLN 23,885 thousand and as at 31.12.2023 in the amount of PLN 29,541.

## Note 12.Provisions and other liabilities

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Employee benefits (i)	3 959	2 659
Employee benefits (ii)	697	697
Other provisions – complaints	2 156	1 256
Other provisions – estimated costs of airplanes and hotels (iii)	157 312	64 064
Other provisions – for costs of commission	10 404	3 446
Other provisions -estimated costs of marketing	121	-
other provisions – estimated costs - other	742	745
	<b>175 391</b>	<b>72 867</b>
Short-term provisions	174 694	72 170
Long-term provisions	697	697
	<b>175 391</b>	<b>72 867</b>

(i) Provision for employee benefits covers annual holiday leaves, accrued holiday entitlements and employee claims to remuneration. Increase in provision results from calculated amounts of employee benefits estimated as at the balance sheet date.

(ii) Provision for employee benefits covers retirement pays, if any, which the company will be obliged to pay out in case of retirement of employees.

(iii) Provisions for costs of airplanes and hotels estimated based on comparative analysis of budget costs with documents. The proven budget costs should be considered as costs incurred in the period.

### Note 13. Deferred income

	As at 30/09/2024 [not audited]	As at 31/12/2023 [audited]
	PLN'000	PLN'000
Advances paid by customers *	304 531	348 848
	<b>304 531</b>	<b>348 848</b>
short-term	304 531	348 848
long-term	-	-
	<b>304 531</b>	<b>348 848</b>

\* Advances received from customers for package holidays/ tours services, which will be provided in the future.

### Note 14. Sales revenue

	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN' 000	PLN' 000
Revenue from sales of package travel	3 297 868	2 635 416
Other revenue	3 228	2 229
	<b>3 301 096</b>	<b>2 637 645</b>

### Note 15. Costs by type

	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
Amortization and depreciation	(11 387)	(10 637)
Including right of use	(5 108)	(7 240)
Consumption of raw and other materials	(4 108)	(3 874)
Outsourcing	(2 787 930)	(2 289 145)
costs of employee benefits	(112 439)	(93 704)
Taxes and charges	(4 789)	(1 971)
Other costs	(69 987)	(52 729)
value of goods and materials sold	-	-
Other – other operating costs	-	-
	<b>(2 990 712)</b>	<b>(2 452 060)</b>

### Note 16. Other operating revenue/ operating costs

Other operating revenue	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
profits on sale of assets		
profits on sale of non-current assets	73	56
Profits on sale of investment property	-	-
	<b>73</b>	<b>56</b>
<b>Derecognized impairment loss:</b>		
Intangible assets	-	-

Other operating revenue	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
Tangible fixed assets	-	-
Financial assets	-	-
Trade receivables	-	-
Other	-	-
	-	-
<b>Other operating revenue</b>		
Profit on measurement of investment property	-	-
Remission of loan from Polish Development Fund	-	-
Subsidies	-	-
Other	617	941
	<b>690</b>	<b>997</b>

Other operating costs	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
<b>Loss on sale of assets</b>		
loss on sale of non-current assets	-	-
loss on sale of investment property	-	-
	-	-
<b>Recognized impairment</b>		
Goodwill	-	-
Intangible assets	-	-
Tangible fixed assets	-	-
Financial assets	-	-
Trade receivables	-	-
Other	(2 200)	(572)
	<b>(2 200)</b>	<b>(572)</b>
<b>Other operating costs</b>		
loss on measurement of investment property	-	-
cost of liquidation of non-current assets and current assets	-	-
Other – complaints	(1 857)	(1 791)
Other	(844)	(630)
	<b>(4 901)</b>	<b>(2 993)</b>

## Note 17.Revenue/financial costs

	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
Lease revenue		
contingent revenue from finance lease	-	-
revenue from operating lease		
On investment property	-	-
contingent liabilities on operating lease *	-	-

	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
	-	-
<b>Interest revenue</b>		
Bank deposits	7 109	9 881
Other loans and receivables	-	-
Dividend received	-	944
	7 109	10 825
<b>Total</b>	<b>7 109</b>	<b>10 825</b>

**Table.** Financial revenue analysed by categories of assets:

Interest revenue	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
Loans and receivables (cash at hand and bank deposits)	7 109	9 881
Investments held to maturity	-	-
Interest revenue from financial assets, which are not intended for measurement at WSE	-	-
financial revenue from non-financial assets	-	944
<b>Total</b>	<b>7 109</b>	<b>10 825</b>

Interest costs:	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
Interest on credits and overdrafts (except for those obtained from related parties)	(79)	(866)
Interest on credits and overdrafts obtained from related parties.	-	-
Interest on financial lease liabilities	(32)	(31)
Other interest costs	(136)	(20)
<b>Total interest costs on financial liabilities measured on WSE.</b>	<b>(247)</b>	<b>(917)</b>
Less amounts recognized in costs of assets eligible for capitalization	-	-
	(247)	(917)
<b>Other financial costs</b>		
other financial costs - costs of guarantees	(10 078)	(9 850)
Other – discount, other	(1 276)	(1 035)
	<b>11 601</b>	<b>11 802</b>

## Note 18. Income tax

Income tax	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
Gross profit (loss)	301 681	182 612
Permanent differences increasing the tax base	(2 811)	1 485
Temporary differences in the tax base	67 650	147 679

Income tax	The period of 9 months ended on 30/09/2024 [not audited]	The period of 9 months ended on 30/09/2023 [not audited]
	PLN'000	PLN'000
<b>Tax base</b>	<b>366 520</b>	<b>331 776</b>
Tax at the rate	19.00%	19.00 %
Tax losses offset with an asset	-	-
Current tax	70 112	67 254
Deferred tax	(12 273)	(31 751)
<b>Income tax recognised in the account</b>	<b>57 839</b>	<b>35 503</b>
<b>effective tax rate</b>	<b>19.2%</b>	<b>19.4%</b>

#### Note 19. Transactions with related parties to Rainbow Tours S.A.

: amounts at the closing balance	Assets		Liabilities	
	As at 30/09/2024	As at 31/12/2023	As at 30/09/2024	As at 31/12/2023
	PLN'000	PLN'000	PLN'000	PLN'000
White Olive A.E.	2 179	459	57 759	27 082
"Rainbow Tours Spółka Akcyjna – Branch in Torremolinos" – Branch in Spain	-	-	-	-
"Rainbow Tours Spółka Akcyjna - Branch in Athens" – Branch in Greece	-	-	-	-
Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S.	2 573	-	-	2 476
My Way by Rainbow Tours Sp. z o. o.	30	78	-	-
Rainbow distribuce s.r.o.	-	-	220	-
Rainbow Tours S.A.	57 979	29 558	4 782	537
<b>Total</b>	<b>62 761</b>	<b>30 095</b>	<b>62 761</b>	<b>30 095</b>

	Sale of services		Purchase of services	
	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023	The period of 9 months ended on 30/09/2024	The period of 9 months ended on 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
White Olive A. E	19 571	24 076	13	567
"Rainbow Tours Spółka Akcyjna – Branch in Torremolinos" – Branch in Spain	-	15 270	-	4 440
"My Way by Rainbow Tours" Sp. z o. o.	215	432	-	-
Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S.	32 694	24 134	6 746	5 860
"Rainbow Tours Spółka Akcyjna - Branch in Athens" – Branch in Greece	-	16 950	-	3 980
Rainbow distribuce s.r.o.	1 586	-	-	-
Rainbow Tours S. A	60 346	14 673	107 653	80 688
<b>Total</b>	<b>114 412</b>	<b>95 535</b>	<b>114 412</b>	<b>95 535</b>

## IV. INFORMATION OF THE MANAGEMENT BOARD ON OPERATIONS OF RAINBOW TOURS GROUP AND RAINBOW TOURS JOINT STOCK COMPANY

The issuer pursuant to § 62 section 6 of the Regulation of the Minister of Finance of 29 of March 2018 on current and period information transferred by issuers of securities and conditions of recognizing as equivalent information required by provisions of law of non-member state (Journal of Laws of 2018, item 757) drafts Management Board's reports on operations of Rainbow Tours Joint Stock Company and Rainbow Tours Group as one document covered by this point IV "Information of the Management Board on operations of Rainbow Tours Group and Rainbow Tours Joint Stock Company".

### 1. Brief description of significant achievements or failures of Rainbow Tours Group and the Issuer in the period covered by the report with the list of the most important events for them.

Tour operator activities are concentrated mainly in the Parent Company, and operations of the companies of Rainbow Tours Group are significant, although they are only auxiliary and supporting to operations of the Parent Company. Rainbow Tours as a Parent Company is responsible for preparing strategy of operations of the Group and monitoring of its implementation, as well as obtaining borrowings for subsidiaries.

The description of operations currently pursued by the subsidiaries in Rainbow Tours Group:

- "My Way by Rainbow Tours" Sp. z o.o.,
- White Olive A.E. (the company limited by shares operating under Greek law),
- Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S. (company limited by shares operating under Turkish law),
- Rainbow Distribuce s.r.o. [Společnost s ručením omezeným – limited liability company operating under Czech law],

was presented in Note 2 "Description of the organization of the Group of the Issuer with presentation of consolidated entities" to these interim consolidated financial statements for III quarter of 2024, above.

All above specified subsidiaries are consolidated and are covered in the consolidated financial statement of Rainbow Tours Group for 3 quarters of 2024.

### Activities of tour operators, hotel operations

Rainbow Tours Group, mainly through operations of the parent company in the Group, that is operations of Rainbow Tours S.A., focuses on organization and sales of own tourism services. The company also sells airline, coach and ferry tickets. An important part of the Company's offer covers package tours, exotic package holidays and offers combining exotic package tours and holidays which bring above the average income. Portfolio of products of the Parent Company includes tours to more than 100 countries with departures to more than 150 destinations. Substantial diversification of destinations and around 50% share of sales through own distribution channels contribute to financial stability of the Group. Substantial diversification of destinations and around 50% share of sales through own distribution channels contribute to financial stability of the Group. The gradually expanded segment of operations of the Group covers hotel operations carried out in own hotels by the Greek subsidiary White Olive. A.E., which is the owner of four hotel properties (on islands: Zakynthos, Rhodes and Crete). The plans of further operations of White Olive A.E. include expansion of hotel operations in own hotels, and not those long-term leased. Own hotels not only allow the Company to create and manage the product, but also enables to earn higher more stable profit. The expansion of the hotel chain enables the Group to earn higher profit margin. In I quarter of 2023 White Olive A.E. invested in purchase of land on Rhodes in Greece. The subsidiary White Olive A.E. acquired three plots of land with the total area of 11 thousand m<sup>2</sup>. The plots are located in the direct neighbourhood of the hotel White Olive Premium Lindos hotel. The respective purchase will enable to expand the hotel area by some 75-82 rooms without extension of associated infrastructure - communal areas and kitchen facilities. That move will lead to associated synergy in operation of the existing hotel.

Rainbow Tours has been operating on Polish tourism market for around 30 years and as a company limited by shares from 2003. For many years the Parent company is ranked as one of the leaders on tour operator market, and is ranked, according to the last comprehensive ranking of tour operators published for 2023 (the result of the research prepared on order of "Rzeczpospolita" newspaper presented by TravelData (Tourism market research institute) during a conference organized by the editorial office of Rzeczpospolita on 24.04.2024 "Meeting of tourism leaders") is at the third place regarding the amount of sales revenue (it earned single revenue at the level of PLN 4.0 billion) directly after Itaka (revenue of Itaka Holdings in 2023 came to PLN 5.68 billion, and Itaka in Poland alone had turnovers at the level of PLN 2.81 billion) and TUI Poland (single revenue at the level of PLN 4.05 billion). The group of the four biggest tour operators include also Coral Travel Poland, which earned revenue in the amount of PLN 2.46 billion for 2023. Rainbow Tours had the same high third position in the same ranking in 2022 (with respect to revenue, net profitability



and amount of equity). When it comes to level of yield earned on operations the net results of the top five profitable tour operators for 2023 – according to the respective ranking for 2023 – was as follows: Itaka Holdings (without foreign companies): PLN 312million (the company Nowa Itaka alone: net profit in the amount of PLN 230 million), Rainbow Tours Group: almost 174 (the Company alone earned net profit for 2023 in the amount of PLN 167million), TUI Poland: PLN 95 million Grecos Holiday: 43 million, Coral Travel: PLN 28 million, Sun&Fun: PLN 23 million, and Exim Tours: PLN 22 million. According to the research results presented by TravelData (Tourism market research institute) with respect to number of customers in 2023 the top tour operators in Poland are as follows: TUI Poland – 896.8 thousand people, Itaka – 1.16 million, Itaka - 984.5 thousand people, Coral Travel: 730 thousand people, Rainbow – 636.5 thousand, Anex Tour - 248.9 thousand, Exim Tours – 223 thousand people and Grecos Travel – 183.7 thousand people.

Financial stability of the Group (in which tour operator activities are concentrated in the Parent Company) is supported by great variety of destination and around 50% share of sales through won distribution channels.

In the reporting period covered by these financial statements (three quarters of 2024) and also after the balance sheet date (30.09.2024) up to the date of approval of this report for publication (22.11.2024) the Parent Company recorded significant increases in number of bookings and amount of sales revenue

According to the latest current reports published by the Company regarding advance sales of package holidays.

- According to the current report No 33/2024 of 10.07.2024 the number of advance sales of package holidays regarding Summer 2024 offer (holidays in months: April to October 2024) from the start of the advance sale till 5th of July 2024 (according to bookings as at 05.07.2024) came 472,355 people, which is a rise in advance sales of Summer 2024 offer (sold to 05.07.2024) by around 22.8% as against the same period of 2023, that is compared with the level of advance sales of Summer 2023 season according to bookings as at 05.07.2023 with 384,762 people.
- According to the current report No 48/2024 of 20.09.2024 the number of advance sales of package holidays regarding Summer 2024 offer (holidays in months: November 2024 to March 2025) from the start of the advance sale till 15th of September 2024 (according to bookings as at 15.09.2024) came 68,739 people, which is a rise in advance sales of Winter 2024/2025 offer (sold to 15.09.2024) by around 13.6% as against the same period of 2023, that is compared with the level of advance sales of Winter 2023/2024 season according to bookings as at 15.09.2023 with 60,519 people.

Value of the Summer 2024 offer sold is recognized in sales revenue of the parent company according to accounting rules, that is from April 2024 to October 2024. Whereas the value of Winter 2024/2025 offer is recognized in sales revenue of the Company according to accounting rules, that is from November 2024 to March 2025.

According to the latest current reports published by the company regarding sales revenue

- According to the current report No 45/2024 of 27.08.2024: the estimated single total sales revenue of the Company for July 2024 came to 603.9 million, which compared with the same period (month) of 2023, that is July 2023, when the estimated total sales revenue of the Company came to PLN 478.6 million and, that means, for the reporting period, a rise in sales by around 26.2%; estimated single sales revenue of the Company accruing for the period from 01.01.2024 to 31.07.2024 came to 2,221.5 million, and compared with the same period of 2023 (that is from 01.01.2023 to 31.07.2023), when accruing estimated total sales revenue of the Company came to PLN 1,740.9 million, which for the reporting period means rise in sales by 27.6%;
- According to the current report No 49/2024 of 27.09.2024 the estimated single total sales revenue of the Company for August 2024 came to 602.2 million, which compared with the same period (month) of 2023, that is August 2023, when the estimated total sales revenue of the Company came to PLN 503.5 million, and that means for the reporting period, a rise in sales by around 19.6%; estimated single sales revenue of the Company accruing for the period from 01.01.2024 to 31.08.2024 came to 2,823.7 million, and compared with the same period of 2023 (that is from 01.01.2023 to 31.08.2023), when accruing estimated total sales revenue of the Company came to PLN 2,244.4 million, which for the reporting period means rise in sales by 25.8%;
- According to the current report No 55/2024 of 25.10.2024, the estimated single total sales revenue of the Company for September 2024 came to 531.0 million, which compared with the same period (month) of 2023, that is September 2023, when the estimated total sales revenue of the Company came to PLN 414.6 million, and that means, for the reporting period, a rise in sales by around 28.1%; estimated single sales revenue of the Company accruing for the period from 01.01.2024 to 30.09.2024 came to 3,354.7 million, and compared with the same period of 2023 (that is from 01.01.2023 to 30.09.2023), when accruing estimated total sales revenue of the Company came to PLN 2,659.0 million, which for the reporting period means rise in sales by 26.2%;

Strategy of Rainbow Tours Group provides for provides for consistent creation of strong and recognizable Rainbow brand on mass tourism market and a strong Group, which would cover all aspects of tourism market. The mission of Rainbow Tours Group is to find out what are customers' dream holidays and fulfil those dreams in 100%.

Main instruments to implement the strategy are consistent and are continuously improved, and these are:

- Diversified offer of package holiday directed mostly at mass market customers. The offer is expanded to include new destinations, depending on current trends. The company still expands its operations to include business trips, incentive trips, etc.
- Multi-distribution channel. Apart from a chain of stores, a call centre the Internet will play a bigger role in sales. Bigger share of sales in own stores will allow to relatively lower costs and maintain full control over quality and form of sales.
- Development of new technologies, including own reservation system.
- creation of the hotel chain in Greece, including due to funds obtained under the contract signed in February 2019 with Foreign Expansion Fund FIZ AN (which is a part the Group of Polish Development Fund) and loans from Bank BGK. Development of the hotel chain will enable the Group to earn higher margins
- Optimisation of employment and costs, i.e., by concentration of operations in the parent company, hotels operated by subsidiaries White Olive A.E. and also carrying out some segments of activities of foreign local companies/branches in Turkey, Greece, Spain and Czech Republic.
- Consolidation of charter market to sell tickets with profit to smaller tour operators
- Filling seats in charter planes, because the respective sale affects substantially profitability of whole package holidays
- Effective currency policy, which has an impact on expansion of financing.

## BASIC ECONOMIC AND FINANCIAL FACTORS

In the reporting period of three quarters of 2024 the results of operations carried out by the Company and by Rainbow Tours Group and the level of sales (Summer 2024 season) and results of advance sales for following seasons (Winter 204/2025) show record levels of revenue and advance sales, including sales results earned in the record year of comparable seasons of the year 2023, the turn of 2023 and 2024. Taking into account rising dynamics trends and rising levels of sales single sales revenue of Rainbow Tours S.A. for the period of three quarters 2024 came to PLN 3,301,096 and compared with the period of three quarters of 2023, when the single revenue of the Company came to PLN 2,637,645 thousand and that means rise in sales revenue by around 25.2%.

The detailed presentation revenue level for the Parent Company shows that revenue from sales of package holidays for three quarters of 2024 went up against the data for three quarters of 2023 by around 25.1%, and in the category "other sales revenue" went up by around 44.8%.

**Table.** Specification of revenue of the Parent Company for the period of three quarters of 2024 against the comparative period of three quarters of 2023.

structure of revenue of the Company	2024	2023	Change	%
	January – September	January – September		
	PLN'000	PLN'000	PLN'000	
1	2	3	4=2-3	5=4/3
revenue from sales of package holiday	3 297 868	2 635 416	662 452	25.1%
Sales revenue - other	3 228	2 229	999	44.8%
<b>Total revenue</b>	<b>3 301 096</b>	<b>2 637 645</b>	<b>663 451</b>	<b>25.2%</b>

**Table.** Revenue of the Parent Company from sales of package travel in individual sales channels.

Description	2024		2023		Dynamics	Dynamics
	January – September	Structure	January – September	Structure		
	PLN'000		PLN'000		PLN'000	%
Sales through agents	1 117 979	33,9%	946 709	35,9%	171 270	18.1%
Sales through retail offices and Call Centre	1 776 840	53,9%	1 407 631	53,4%	369 209	26.2%
Other	403 049	12,2%	281 076	10,7%	121 973	43.4%
<b>Total</b>	<b>3 297 868</b>	<b>100,0%</b>	<b>2 635 416</b>	<b>100,0%</b>	<b>662 452</b>	<b>25.1%</b>

Cost of sales of sold package holidays in the reporting period of 3 quarters of 2024 came to PLN 2,701,765 thousand, up by 22.7% against the similar item for the period of three quarters of 2023 (PLN 2,202,048 thousand).

Lower dynamics of cost of sales against the growth dynamics of sales revenue was affected i.e., falling prices of jet fuel and falling exchange rates for three quarters of 2024 against budget exchange rates. Gross profit on sales (margin on sales) earned in the period of three quarters of 2024 came to PLN 599,331 thousand and the growth dynamics came to 37.6 %. In the comparative period of three quarters of 2023 gross profit on sales (sales margin) came to PLN 435,597.

Administrative costs of the Company in the reporting period of three quarters of 2024 came to PLN 288,947 thousand, up by PLN 38,935 thousand against this category of costs incurred in the period of three quarters of 2023 (PLN 250,012 thousand), which is growth dynamics of 15.6%.

**Table.** Specification of administration costs of the Parent Company

Administration costs	2024	2023	change	%
	January – September	January – September		
	PLN'000	PLN'000	PLN'000	
1	2	3	4=2-3	5=4/3
Selling costs	(223 456)	(198 883)	24 573	12.4%
Overheads	(65 491)	(51 129)	14 362	28.1%
<b>Total cost of operations</b>	<b>(288 947)</b>	<b>(250 012)</b>	<b>38 935</b>	<b>15.6%</b>

The Parent Company classifies commission paid to agents cooperating with the Issuer, marketing costs and cost of own distribution channels (traditional offices and call centre) in selling costs. Selling costs in the period of three quarters of 2024 came in total to PLN 223,456 thousand - up by PLN 24,573 thousand than the amount incurred in the period of three quarters of 2023 (PLN 198,883 thousand).

In the period of three quarters of 2024 the Company made profit on operations, which is defined as operating margin (EBIT) and came to PLN 306,173 thousand and in the comparative period of three quarters of 2023 it came to PLN 183,589 thousand. Gross margin for three quarters of 2024 came to 18.2% (in the period of three quarters of 2023 the ratio came to 16.5%)

Due to characteristic summer peak in tourism season for the tourism industry in Poland and Europe (July-August) and as a result continued in 2024 shift in rising interest of consumers to purchase package holidays the Parent Company in the period of three quarters of 2024 recorded single net profit in the amount of PLN 243,842, whereas in the comparative period of three quarters of 2023 single net profit came to PLN 147,109 thousand. This is growth dynamics at the level of 65.8%.

Net yield for the Parent Company is a relation of net profit or loss to sales revenue. In the period of three quarters of 2024, it came to 7.4%, whereas in three quarters of 2023 it came to 5.6%. EBITDA for single data for three quarters of 2024 amounted to PLN 317,560 thousand, up against the same period of 2023, when the EBITDA for single data came to PLN 194,226 thousand.

In the single statement of financial situation as at 30.09.2024 in the Equity and Liabilities in deferred income the amount of 304,531 refers to prepayments for advance sales (prepayment for future package holidays). As at 30.09.2023 the amount came to PLN 218,048 thousand. cash and liquid funds as at the end of September 2024 came to PLN 409,847, at the end of September 2023 it was PLN 365,658 thousand.

Due to the fact that the value of consolidate sales revenue has substantial effect on value of sales made by the Parent Company in the Group (that is Rainbow Tours S.A) the amount of revenue of Rainbow Tours Group for three quarters of 2023 showed the same tendencies as in case of single revenue.

Consolidated sales revenue of the Group in the period of three quarters of 2024 came to PLN 3,344,114 thousand and compared with three quarters of 2023 (in the previously historic record for the Group when it came to revenue for 2023) is an increase in sales by around 23.9% (consolidated sales revenue for three quarters of 2023 came to PLN 2,699,128 thousand).

It should be added that because of seasonality in hotel operations "the hotel company" (White Olive A.E) starts operation and to revenue at the beginning of April.

**Table.** Specification of revenue of the Group for the period of three quarters of 2024 against the comparative period of three quarters of 2023.

Structure of revenue of the Group	2024	2023	Movement	Movement
	January – September	January – September		
	PLN'000	PLN'000	PLN'000	%
1	2	3	4=3-2	5=4/3
Revenue from sales of package travel	3 309 413	2 671 158	638 255	23.9%
Revenue from sales of hotel services	31 700	25 539	6 161	24.1%
Sales revenue – other	3 001	2 431	570	23.4%
<b>Total revenue</b>	<b>3 344 114</b>	<b>2 699 128</b>	<b>644 986</b>	<b>23.9%</b>

Gross profit on sales, defined as sales margin, in the period of three quarters of 2024 came to PLN 632,287 thousand, while in the comparative period of three quarters of 2023 the amount of margin earned came to PLN 476,315 thousand the margin for the reporting period of three quarters of 2024 came to 18.9% (after three quarters of 2023 the ratio came to 17.6%).

**Table.** Specification of administration costs of the

Administration costs of the Group	2024	2023	Movement	Movement
	January – September	January – September		
	PLN'000	PLN'000	PLN'000	%
1	2	3	4=2-3	5=4/3
Selling costs	230 512	207 774	22 738	10.9%
Overheads	70 669	56 487	14 182	25.1%
<b>Total</b>	<b>301 181</b>	<b>264 261</b>	<b>36 920</b>	<b>14.0%</b>

Return on sales for the Group, which is the relation of net performance to sales revenue in the period in question of three quarters of 2024 came to 7.8%; and in the period of three quarters of 2023 the ratio came to 6.3%.

Cost of amortization in the period of three quarters of 2024 came to PLN 16,532 thousand and in the comparative period of three quarter of 2023 the amount of amortization costs came to PLN 16,484 thousand. EBITDA for the period in question of three quarters of 2024 came to PLN 343,900 thousand and in the comparative period of three quarter of 2023 – PLN 226,607 thousand.

The above facts affect the amount of the consolidated result of Rainbow Tours Group for three quarters of 204 [in the period in question of three quarters of 2024 the consolidated net profit came to PLN 260,103 thousand, and it is an increase as against net profit for three quarter of 2023, which came to PLN 168,928 thousand, net]. Because of the capital share of Fundusz Ekspansji Zagranicznej FIZAN (Polish International Development Fund) (the Fund is managed by PFR Towarzystwo Funduszy Inwestycyjnych S.A., which is a part of Polish Development Fund ) in the Greek subsidiary White Olive A.E. net profit for shareholders of the parent company in three quarters of 2024 came to 256,935 thousand, whereas the profit of shareholders of the parent company for the same period of 2023 came to 166,434 thousand, and that is a rise by around 54.4%.

As at 30.09.2024 the amount of revolving credits (without investment loan) came to the amount of PLN 1,139 thousand, while cash as at the balance sheet date 30.09.2024 amounted to PLN 417.174 thousand. As at 30.09.2023 the amount of loans came to 1,758 thousand and the amount of cash came to 382,550 thousand. Considering total financial engagement, that is soft loans granted by the Polish and Greek government as well as right of use liabilities and lease liabilities, total financial debt, as at 30.09.2024, came to PLN 65,881 thousand (as at 30.09.2023 it came to PLN 88,599 thousand).

#### **Hotel business. White Olive A.E.**

The Group pursues the plan of expanding own and leased (managed) chains of hotels [it started in 2015 by the companies of Rainbow Tours Group and that is the main area of operations of the Company apart from tour operator activities pursued by the Parent Company].

Due to implementation of the policy of expanding tourism services in hotels owned by companies of Rainbow Tours Group or leased on long-term lease, the Parent Company intends to control the service of customers from the stage of organization (preparation of a product) to the moment of purchase of package travel (own network of sales, call centre and website) until accommodating of a customer in holiday destinations. Investing in expansion of own chain of White Olive hotels is an element of the strategy of Rainbow

Tours Group for the years come to. Own hotel base not only offers more opportunities to create and manage the product but it also helps to earn higher and stable financial result. The expansion of own hotel chain will allow to earn higher sales margin.

In 2018 the Group signed with Bank Gospodarstwa Krajowego the investment loan contract in the amount of EUR 15,500 thousand and at the same implement its previous strategy of investing in hotel segments.

In 2019 the Parent Company with its subsidiary forming Rainbow Tours Group, that is a joint stock company operating under Greek law under business name White Olive A.E. with registered office in Athens, Greece "White Olive A.E.", made with Fundusz Ekspansji Zagranicznej A Closed-End Fund ("the Fund"), which is entered into register of investment funds maintained by Regional Court in Warsaw VII Civil and Registry Division under No RFI 1162 and managed by PFR Towarzystwo Funduszy Inwestycyjnych (PFR an Investment Fund Company) a joint stock company with its registered office in Warsaw, which is a part of Polish Development Fund Group, an investment contract ("the Contract" or "the Investment Contract") to invest in participation of the Fund, jointly with the Company (as a Partner) in White Olive A.E. to finance growth of operations in respect of provision of tourism services in hotels owned by White Olive A.E. or managed by the respective entity on a long term lease. In 2021 the respective investment and development plans concerning hotels were implemented. On 30.03.2021 the parties to the investment contract started the process of completion of the investment, and as a consequence of taking up shares in the increased share capital of White Olive A.E.; the share capital of White Olive A.E., the Fund, and the issuer was as follows: (i) the Fund held shares of White Olive A.E., which constituted 34.02% of the total votes of shares at the General Meeting of White Olive A.E., (ii) the Issuer (Rainbow Tours S.A.) held 65.98% of total votes of the General Meeting of White Olive A.E.; the respective increase in the share capital was used to finance purchase and general redevelopment of previously leased hotel, by White Olive A.E., on a long-term lease, that is "White Olive Elite Rethymno" situated in the town of Sfakaki on Crete island, in the neighbourhood of the town of Rethymno.

In 2022 in Rainbow Tours Group the following processes of hotel operation of the group were implemented in Rainbow Tours Group: (1) In October and November 2022 merger (through acquisition) of White Olive A. E (the acquiring company) with previous subsidiary of White Olive A. E, that is White Olive Premium Lindos A.E. (the acquired company) took place within the Group, on 21.11.2022 the decision of Main Register of Entrepreneurs in Greece (G.E.MI) about the merger was registered in the G.E.MI. (2) in November and December 2022 the share capital of White Olive A.E. was increased, and the change (increase) of Rainbow Tours S.A.'s share in the share capital and votes at the general meeting of White Olive A.E., from the previous share amounting to 65.98% to 71.54% was introduced through implementation of the share capital increase process, pursuant to the resolution of the Extraordinary General Meeting of White Olive A.E. of 25.11.2022, - by the amount of EUR 2,901,550 -through issue of 58,031 new ordinary registered shares with the face value of EUR 50.00 EUR per share and the issue price of EUR 86.16 per share. As a result of registration in the Main Register of Business in Greece (G.E.MI.) of the amendment to the Articles of Association and registration, on 16.12.2022, payments for shares with respect to the increase, share capital of White Olive A.E. came to EUR 17,744,750 and can be divided to total of 354,895 ordinary registered shares with the face value of EUR 50 each share, after the increase Rainbow Tours S.A. holds A.E. 253,897 shares in the share capital of White Olive, which is 71.54% of the share capital and votes at the General Meeting of White Olive A.E. (previously the share came to 65.98%), and Fundusz Ekspansji Zagranicznej Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych (foreign development Fund Closed-end Investment Fund of Private Assets, managed by PRF PFR Towarzystwo Funduszy Inwestycyjnych S.A. (Polish Development Fund Group), has - in its share capital, the remaining 100,998 shares, which is 28.46% of the share capital and votes at the General Meeting of White Olive A.E. (previously the share came to 34.02%).

In March 2023 the Group implemented investments linked to development of "hotel operations" by acquiring, on Rhodes, three plots of land for construction and redevelopment of White Olive Premium Lindos hotel. The plots have total of 11 thousand m<sup>2</sup>. The plots are situated in direct neighbourhood of White Olive Premium Lindos hotel. The respective purchase was intended to redevelop the hotel by some 75-82 hotel rooms without the need to expand supporting infrastructure that is communal areas, which will bring the effect of synergy to the hotel. Moreover, at the end of 2023 construction works were started related to redevelopment of the hotel White Olive Premium Laganas on the Greek island of Zakynthos (construction of a new wing and applying synergy effect by increasing number of hotel rooms offered with the existing restaurant and swimming pool facilities).

Pursuant to the contract of 04.10.2023 to terminate sub-lease contract (the sublease contract of 22.04.2021, which is a continuation of sublease of 11.04.2018, the subsidiary of the Issuer, that is White Olive A.E., stopped provision of its hotel services in the hotel then operating under the name White Olive Premium Cameo", which is a four-star hotel situated in the town of Agios Sostis on the Greek island Zakynthos. The decision to stop provisions of hotel services in the sub-leased hotel and termination of the sub-lease contract was made because there was a need to invest heavily in order to improve hotel infrastructure of the respective hotel, which is the property of a third party (the lessor). White Olive A. E's plans for prospective operations include expansion of activities in hotels, which are owned by the Company, not in the leased property. Own hotel base not only offers more opportunities to create and manage the product but it also helps to earn higher and stable financial result. The expansion of own hotel chain will allow to earn higher sales margin by the Group.



In the period following the reporting period, on 13.11.2024 the subsidiary White Olive A.E., as a part of the investment, concluded sales contract, pursuant to which, it acquired, from a shareholder of the company operating under Greek law under the business name Ellas Star Resorts Symmetoches Monoprosopi Anonymi Etaireia" with registered office in Athens, in Greece (hereinafter: "Hellas Star Resorts A.E." - a part of touristic holding company FTI Group), (which has a legal title) a lease contract with the option of taking over the lease object after expiry of the contract to the hotel property named "Labranda Marine Aquapark", situated in Tigaki, on the island of Kos, in Greece, the block of shares of the company Hellas Star Resorts A.E., which is jointly 100% of the share capital and 100% of votes at General Meeting of the respective company.

The purchase of block of shares of the company Hellas Star Resorts A.E., which has a legal title to the respective hotel property, and also covering of other expenses linked to implementation of the investment (additional expenses linked to the implementation of the investment are related to the obligation to pay disclosed obligations of Hellas Star Resort A.E., public and legal charges connected to purchase of the shares of Hellas Star Resort A.E., financial engagement related to conversion of the hotel property for the purpose of resuming operations after temporary suspension of activities, financing of the current operations of the company Hellas Star Resort A.E.) will be financed from own funds of White Olive A.E., and for this purpose there are plans to increase equity of White Olive A.E. by increasing share capital of White Olive A.E. Thus, the Management Board of the company, pursuant to the resolution of the Management Board of the Company of 13.11.2024, declared and decided, as a governing body of the parent company and the shareholder of the subsidiary of White Olive A.E. – about commencing and implementing the process of increasing the share capital of the White Olive A.E. by amount of EUR 18,500,000 (eighteen million five hundred thousand), by increasing the shares capital of White Olive A.E. and thus, the Management Board of the issuer decided about taking up shares of White Olive A.E. with registered office in Athens by Rainbow Tours Spółka Akcyjna and agreed to and declared increase of the equity of White Olive A.E. by the amount of EUR 18,500,000 (eighteen million five hundred thousand euro). Parameters and detailed conditions of implementation of the process of increase of the share capital of the company White Olive A.E. will be agreed and determined in details in cooperation with the Fund at a later date.

As at the date of conclusion of the sale agreement by the subsidiary White Olive A.E. the hotel property operating previously under the name "Labranda Marine Aquapark", is a hotel complex of low buildings situated directly at the shoreline in the vast area in the vicinity of the town of Tigaki (around 5 km from its centre) on the island of Kos (north coast of the Island) in Greece. The Hotel offers 338 four-star hotel rooms. There is an aquapark in the area of the hotel property. Considering bankruptcy of FTI Group touristic holding company (the company was previously running the hotel) the hotel "Labranda Marine Aquapark" was operating only in part of the Summer 2024 season.

The intention of the White Olive A.E., after purchase of the block of shares of the company Hellas Star Resorts A.E., which has a legal title to the hotel property operating previously after the name of "Labranda Marine Aquapark", is to convert the hotel for the purpose of resuming its operations after temporary suspension of activities and so-called rebranding (the hotel is to operate under the "White Olive" brand).

The commencement of conversion works is planned for November 2024. The start of operations of the hotel, which previously operated under the name: "Labranda Marine Aquapark" is planned at the start of Summer 2025 season. In the Summer 2024 season the hotel will operate as four star all inclusive (Premium standard) and intended both for customers from Poland and abroad.

Previously "White Olive" hotel chain, which was previously directly run by the company White Olive A.E., comprise of following hotels (i) "White Olive Premium Laganas" – four star hotel situated on the Greek island of Zakynthos in the town of Laganas; (ii) "White Olive Elite Laganas" – the five star hotel complex situated in the town of Sfakaki on the island of Crete, in the neighbourhood of the town Rethymno (iv) "White Olive Premium Lindos" – four star hotel situated in the town of Pefkos in the Greek island of Rhodes.

The subsidiary White Olive A.E. recorded net profit in the amount of PLN 11,133 thousand (for the period of three quarters of 2023 the subsidiary White Olive A.E. earned net profit equivalent to PLN 8,764 thousand).

#### **The operations of "My Way by Rainbow Tours" Spółki z o.o. – a direct subsidiary**

The operations of "My Way by Rainbow Tours" Sp. z o.o. are supplementary to basic activities of the tour operator. The company concentrate on organizing and providing training for travel couriers, leisure time animators, and holiday representatives under the Rainbow Academy project [website: <http://akademiarainbow.pl/>]. "My Way by Rainbow Tours" Sp z o.o. In the reporting period of three quarters of 2024 made single net loss in the amount of PLN 78 thousand. For the period of three quarters of 2023 "My Way by Rainbow Tours" Sp. z o.o. recorded single loss in the amount of around PLN 16 thousand.

### **Operations of Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri Anonim Sirketi – a direct subsidiary**

The respective subsidiary was officially registered at the end of third quarter of 2020 and started business operations for the first time in the Summer 2021 season. The formation of the subsidiary is intended to develop business operations of Rainbow Tours Group in respect of activities of tour operators, as well as to make the internal organizational structure of the Group more efficient and save on operating costs and improve effectiveness of Group's operations. Due to operations of Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S. the parent company carries out with the same time resignation from external suppliers' substantial optimisation of costs of provision of package holidays, as well as increase in profitability of additional services sold to customers of Rainbow Tours Company limited by shares (tours and optional excursions). In the next stage the subsidiary will be ready to offer touristic products to other market entities (tour operators)

In the period of three quarters of 2024 the subsidiary Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri A.S. recorded sales at the level of PLN 49,850 and earned net profit in the amount of PLN 5,020. In the comparative period of three quarters of 2023 the respective subsidiary recorded sales at the level equivalent to 49,377 thousand and earned net profit in the amount equivalent to 4,912 thousand.

### **The operations of Rainbow distribuce s.r.o. [Společnost s ručením omezeným – the limited liability company operating under Czech law] – direct subsidiary**

In fourth quarter of the financial year 2023 a new subsidiary of the Issuer, a limited liability company operating under Czech law operating under the business name Rainbow distribuce s.r.o. was formed in the fourth quarter of the financial year 2023. The respective subsidiary (Rainbow distribuce s.r.o.) was formed and entered on 30.10.2023 to the commercial register kept by the City Court in Prague (Case No: C 393007) and received identification No: 198 68 839. The registered office of the subsidiary is situated in Prague, the Czech Republic.

The respective subsidiary Rainbow distribuce s.r.o. was formed pursuant to applicable legal provisions of the Czech Republic and is a limited liability company Společnost s ručením omezeným). The only shareholder holding 100% of the share capital and votes in the general meeting of shareholders of the respective subsidiary is Rainbow Tours S.A. The subsidiary Rainbow distribuce s.r.o. is a representative of Rainbow Tours in the territory of the Czech Republic and will not operate independently as a tour operator. It is a distribution company, which is intended to sell package tours with flights from Prague, Brno and Polish airports for Czech customers in the territory of this country, in particular the object of distribuce s.r.o is to manage a network of sales agents (i.e. looking for agents, making contracts, ongoing contacting with network of agents, training and other), organize of resources necessary to carry out sales of Rainbow products in the territory of Czech Republic (i.e. operating a Czech website, necessary translations, online marketing, promoting offers provided by Rainbow Tours in media), and in the future Rainbow distribuce s.r.o. to create an own distribution network (hiring locations for own branches and their management, organization of workforce).

In the period of three quarters of 2024 the subsidiary Rainbow distribuce s.r.o. recorded sales at the level of PLN 2,300 and made a net profit in the amount of PLN 30 thousand.

### **Tour operator activities – foreign branches (Greece, Spain)**

In order to develop tour operator activities of Rainbow Tours Group, a well as to improve its internal organization and contribute to saving on operating cost and improve effectiveness of operation the parent company consistently delegates and carries out some of its tour operator activities in specially formed entities (branches in Greece and Spain) which operated in key and essential destinations for the Group. The activities thus are in line with (branches the strategy of vertical integration of the Issuer, which according to intention of Rainbow Tours, is (with the same time resignation from external suppliers) substantial optimisation of costs of provision of package holidays, as well as increase in profitability of additional services sold to customers of Rainbow Tours Company limited by shares (tours and optional excursions) and in following stages to offer touristic products also to other market entities (tour operators).

#### The foreign branch of Rainbow Tours S.A. in the territory of Greece operating as "Rainbow Tours Spółka Akcyjna – Branch in Athens"

Acting pursuant to relevant resolution of the Management Board of 21.05.2019 a decision was taken to form a branch in Greece, that is a separate and independently organized part of operations carried out by the Company outside the registered office of the Company, and which will operate under the business name and designation Rainbow Tours Spółka Akcyjna – branch in Athens. The branch is a permanent establishment within the meaning of relevant provisions of the *"Agreement between the Government of the Polish People Republic and the government of Greece about avoidance of double taxation with income tax and property tax"* signed on 20.11.1987 (Polish Journal of Laws of 23.12.1991 No 120 item. 120) together with *"the Governmental declaration of 23 October 1991 on exchange of ratification documents with regard to the Agreement between the government of the Polish People*



*Republic and the government of Greece on avoiding double taxation with income tax and property tax signed in Athens on 20 November 1987*" (Polish Journal of Laws of 23.12.1991 No 120 item 525), that is a permanent establishment via which the Company carries all or part of its operations in the territory of Greece.

In the period of three quarter of 2024 the Branch in Greece (that is Rainbow Tours Spółka Akcyjna – branch in Athens) recorded sales equivalent to PLN 40,265 and earned operating profit equivalent to PLN 5,960 thousand and the net profit came to PLN 4,615 thousand. In the comparative period of three quarters of 2023 the Branch in recorded sales equivalent to the amount of PLN 32,234, earned operating profit in the amount equivalent to PLN 5,184 thousand and net profit was equivalent of PLN 5,152 thousand.

The foreign branch of Rainbow Tours S.A. n in the territory of Spain, operating as a „Rainbow Tours Spółka Akcyjna – branch in Torremolinos” („Rainbow Tours Spolka Akcyjna – Sucursal en Torremolinos”)

Acting pursuant to relevant resolution of the Management Board of 17.01.2020 a decision was taken to form a branch in Spain that is separate and independently organized part of operations carried out by the Company outside the registered office of the Company, and which will operate under the business name and designation „Rainbow Tours Spółka Akcyjna - Branch w Torremolinos”. The branch is a permanent establishment within the meaning of relevant provisions of *“the Agreement between the Government of the Polish People Republic and the government of Spain about avoidance of double taxation with income tax and property tax signed on 15.11.1979”* (Polish Journal of Laws of 18.06.1982 No 17, item. 127) together with *“the Governmental declaration of 10 May 1982 on ratification documents with regard to the Agreement between the government of the Polish People Republic and the government of Spain on avoiding double taxation with income tax and property tax signed in Madrid on 15 November 1979”* (Polish Journal of Laws of 18.06.1982 No 17 item 128), that is a permanent establishment via which the Company carries all or part of its operations in the territory of the Kingdom of Spain. The branch in Spain was entered in the Polish register of businesses KRS pursuant to the decision of the Registration Court of 11.05.2020 and in connection with legal provisions applicable in Spain – was registered in the territory of Spain on 27.09.2021. The registered office of Rainbow Tours Spółka Akcyjna – Branch in Torremolinos (*“Rainbow Tours Spolka Akcyjna – Sucursal en Torremolinos”*) is located in in Spain, in the town of Torremolinos (Malaga). The branch in Spain started operations from Summer 2022 season.

In the period of three quarter of 2024 the Branch in Spain (that is Rainbow Tours Spółka Akcyjna – Branch in Torremolinos) recorded sales equivalent to PLN 39,772 and earned operating profit equivalent to PLN 4,949 thousand and the net profit came to PLN 3,713 thousand. In the comparative period of three quarters of 2023 the Branch in Spain recorded sales equivalent to the amount of PLN 31,665 thousand, earned operating profit in the amount equivalent to PLN 5,309 thousand and net profit was equivalent of PLN 5,309 thousand.

## **ALTERNATIVE MEASUREMENT OF PERFORMANCE – SELECTED FINANCIAL RATIOS**

When making (in respect of information of the Management Board of the Parent Company on operations of Rainbow Tours and Rainbow Tours Group) assessment and description of reported financial data, situation and financial performance of the Parent Company and the Group, the Management Board also reflect so called Alternative Performance Measures; “APM”, which are not usually reported in financial reporting according to IFRS, or which elements are not directly available in standard reports and /or notes. These are measurements calculated on the base of information from financial reports drafted in accordance with IFRS.

APM are consistent with the manner, in which the Management Board measures and assess results of the Group and the Company in internal management accounting and is helpful for presenting a financial situation and operations, and also it makes it easy to analyse and assess results of the Group, both for internal needs as well as those in external contacts with financial analytics, potential investors, shareholders and institutions (which finance operations of Rainbow Tours Group). The respective ratios supplement financial data, provide - for users of reports, additional information on financial situation and performance of Rainbow Tours Group and the Parent Company.

The Management Board analyses the performance of the Company and the Group using key efficiency ratios such as EBIT, EBIT margin and EBITDA. However, it should be taken into consideration that these are not ratios defined under IFRS and do not constitute standardized measures, and that is why the manner, in which they are calculated, might differ among different entities on the market. According to the guidelines published by ESMA in respect of Alternative Performance Measures (ESMA/2014/1415) the list below presents definitions of alternative performance measurements used by Rainbow Tours Group and agreement in respect of the data presented in financial statements drafted according to International Financial Reporting Standards.

### Measure: EBIT

Definition: the Company defines EBIT as "profit/(loss) on operations"

Measure	Single data		Consolidated data	
	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
EBIT = profit / (loss) on operations	306 173	183 589	327 368	210 123

### Measure: Gross Margin

Definition: gross margin is defined as ratio of profit/loss on sales to sales revenue. The measure is expressed in per cent.

Measure	Single data		Consolidated data	
	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
Sales revenue	3 301 096	2 637 645	3 344 114	2 699 128
Gross profit/loss on sales	599 331	435 597	632 287	476 315
<b>Gross Margin</b>	<b>18.16%</b>	<b>16.51%</b>	<b>18.91%</b>	<b>17.65%</b>

### Measure: EBITDA

Definition – it is the main measure of operating margin used by the Management board and reflects the profit on operations before amortization and impairment of non-current assets.

Measure	Single data		Consolidated data	
	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
[A] Profit (loss) on operations	306 173	183 589	327 368	210 123
[B] Amortization (in plus)	11 387	10 637	16 532	16 484
<b>EBITDA = [A] + [B]</b>	<b>317 560</b>	<b>194 226</b>	<b>343 900</b>	<b>226 607</b>

### Measure: financial debt

Definition: it is a measure of the level of debt used by the Management Board in respect of the financial sector (banks, leasing companies). The manner of calculating of the financial debt is not defined in IFRS, the methodology adopted by the Group is presented below.

Measure	Single data		Consolidated data	
	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
[A] Overdrafts	1 139	1 561	1 139	1 758
[B] Revolving credits	-	-	-	-
[C] bank investment loans	-	-	32 819	42 885
[D] financial lease liabilities	-	-	-	409
[E] Liabilities arising on subsidy loan	378	643	378	643
<b>Financial Debt = [A] + [B] + [C] + [D] + [E]</b>	<b>1 517</b>	<b>2 204</b>	<b>34 336</b>	<b>45 695</b>

### Measure: Net financial debt

Definition: it is the measure of the level of debt used by the Management Board. The manner of calculating the net financial debt is not defined in IFRS; the methodology adopted by the Group is presented below:

Measure	Single data		Consolidated data	
	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
[A] financial debt	1 517	2 204	34 336	45 695
[B] right of use liabilities	409 847	365 658	417 174	382 550
<b>Total debt = [A] + [B]</b>	<b>408 330</b>	<b>363 454</b>	<b>382 838</b>	<b>336 855</b>

### Measure: Net financial debt

Definition: it is the measure of the level of debt used by the Management Board. The manner of calculating the net financial debt is not defined in IFRS; the methodology adopted by the Group is presented below:

Measure	Single data		Consolidated data	
	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
[A] financial debt	1 517	2 204	34 336	45 695
[B] right of use liabilities	31 545	32 306	31 545	42 904
<b>Total debt = [A] + [B]</b>	<b>33 062</b>	<b>34 510</b>	<b>65 881</b>	<b>88 599</b>

### Measure: Net Total Debt

Definition: it is the measure of the level of debt used by the Management Board. The manner of calculating net total debt is not defined in IFRS; the methodology adopted by the Group is presented below.

Measure	Single data		Consolidated data	
	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023	from 01/01/2024 to 30/09/2024	from 01/01/2023 to 30/09/2023
	PLN'000	PLN'000	PLN'000	PLN'000
[A] total debt	33 062	34 510	65 881	88 599
[B] cash and cash equivalents	409 847	365 658	417 174	382 550
<b>Total Debt = [B] - [A]</b>	<b>376 785</b>	<b>331 148</b>	<b>351 293</b>	<b>293 951</b>

### Measure: Net Margin

Definition: it is the measure of the level of efficiency of operations used by the Management Board. The manner of calculating the measure is not defined in IFRS; the methodology adopted by the Group is presented below

Measure	Single data		Consolidated data	
	from 01/01/2024 to 31/03/2024	from 01/01/2023 to 31/03/2023	from 01/01/2024 to 31/03/2024	from 01/01/2023 to 31/03/2023
	PLN'000	PLN'000	PLN'000	PLN'000
[A] Sales revenue	3 301 096	2 637 645	3 344 114	2 699 128
[B] Net profit (loss)	243 842	147 109	260 103	168 928
<b>Net margin = [B] / [A]</b>	<b>7.39%</b>	<b>5.58%</b>	<b>7.78%</b>	<b>6.26%</b>

## 2. Unusual factors and events, which have effect on the abridged financial statements

In the opinion of the Management Board of the Parent Company in the period of three quarters of 2024 there were no unusual significant events, which could have significant effect on interim financial statements of Rainbow Tours Group and the Parent

Company, whereas the effect on operations of the Group, including the parent company in the future may have factors, which were described in details in point 11 "Factors, which in opinion of the Issuer will have effect on its performance in the perspective of at least one quarter" in Part IV of "Information of the Management Board on operations of Rainbow Tours Group and Rainbow Tours Spółka Akcyjna" of the extended consolidated report of Rainbow Tours Group for III quarter of 2024 and three quarters of 2024.

### **3. Description of changes in organization of Issuer's Group, including due to business combinations, acquiring or losing control over subsidiaries and long-term investments, as well as division, restructuring or discontinuing of operations and indication of consolidated entities.**

In the reporting period of three quarters of 2024 there were no changes regarding organization of Rainbow Tours Group and the relevant information was presented in Note 3 "Description of changes in organization of the Issuer's Group" to the abridged consolidated financial statements of Rainbow Tours Group for III quarter of 2024 and three quarters of 2024.

In the period following the reporting period, on 13.11.2024 the subsidiary White Olive A.E., as a part of the investment, concluded sales contract, pursuant to which, it acquired, from a shareholder of the company operating under Greek law under the business name Ellas Star Resorts Symmetoches Monoprosopi Anonymi Etaireia" with registered office in Athens, in Greece (hereinafter: "Hellas Star Resorts A.E." - a part of touristic holding company FTI Group), (which has a legal title) a lease contract with the option of taking over the lease object after expiry of the contract to the hotel property named "Labranda Marine Aquapark", situated in Tigaki, on the island of Kos, in Greece, the block of shares of the company Hellas Star Resorts A.E., which is jointly 100% of the share capital and 100% of votes at General Meeting of the respective company.

The purchase of block of shares of the company Hellas Star Resorts A.E., which has a legal title to the respective hotel property, and also covering of other expenses linked to implementation of the investment (additional expenses linked to the implementation of the investment are related to the obligation to pay disclosed obligations of Hellas Star Resort A.E., public and legal charges connected to purchase of the shares of Hellas Star Resort A.E., financial engagement related to conversion of the hotel property for the purpose of resuming operations after temporary suspension of activities, financing of the current operations of the company Hellas Star Resort A.E.) will be financed from own funds of White Olive A.E., and for this purpose there are plans to increase equity of White Olive A.E. by increasing share capital of White Olive A.E. Thus, the Management Board of the company, pursuant to the resolution of the Management Board of the Company of 13.11.2024, declared and decided, as a governing body of the parent company and the shareholder of the subsidiary of White Olive A.E. – about commencing and implementing the process of increasing the share capital of the White Olive A.E. by amount of EUR 18,500,000 (eighteen million five hundred thousand), by increasing the shares capital of White Olive A.E. and thus, the Management Board of the issuer decided about taking up shares of White Olive A.E. with registered office in Athens by Rainbow Tours Spółka Akcyjna and agreed to and declared increase of the equity of White Olive A.E. by the amount of EUR 18,500,000 (eighteen million five hundred thousand euro). Parameters and detailed conditions of implementation of the process of increase of the share capital of the company White Olive A.E. will be agreed and determined in details in cooperation with the Fund at a later date.

As at the date of conclusion of the sale agreement by the subsidiary White Olive A.E. the hotel property operating previously under the name "Labranda Marine Aquapark", is a hotel complex of low buildings situated directly at the shoreline in the vast area in the vicinity of the town of Tigaki (around 5 km from its centre) on the island of Kos (north coast of the Island) in Greece. The Hotel offers 338 four-star hotel rooms. There is an aquapark in the area of the hotel property. Considering bankruptcy of FTI Group touristic holding company (the company was previously running the hotel) the hotel "Labranda Marine Aquapark" was operating only in part of the Summer 2024 season.

The intention of the White Olive A.E., after purchase of the block of shares of the company Hellas Star Resorts A.E., which has a legal title to the hotel property operating previously after the name of "Labranda Marine Aquapark", is to convert the hotel for the purpose of resuming its operations after temporary suspension of activities and so-called rebranding (the hotel is to operate under the "White Olive" brand).

The commencement of conversion works is planned for November 2024. The start of operations of the hotel, which previously operated under the name: "Labranda Marine Aquapark" is planned at the start of Summer 2025 season. In the Summer 2024 season the hotel will operate as four star all inclusive (Premium standard) and intended both for customers from Poland and abroad.

Previously "White Olive" hotel chain, which was previously directly run by the company White Olive A.E., comprise of following hotels (i) "White Olive Premium Laganas" – four star hotel situated on the Greek island of Zakynthos in the town of Laganas; (ii) "White Olive Elite Laganas" – the five star hotel complex situated in the town of Sfakaki on the island of Crete, in the neighbourhood of the town Rethymno (iv) "White Olive Premium Lindos" – four star hotel situated in the town of Pefkos in the Greek island of Rhodes.

The entities subject to consolidation were presented in Note 2 "Description of organization of the Capital Group of the Issuer, with the indication of entities subject to consolidation" to the abridged consolidated financial statement of Rainbow Tours Group for II quarter of 2024 and three quarters of 2024.

**4. Position of the Management Board of the Company regarding potential realization of previously published forecasts of results for a given year in the light of results presented in the quarterly report.**

The Issuer did not publish forecasts of results for 2024.

**5. Shareholders holding directly or indirectly through subsidiaries at least 5% of the total number of votes at the general meeting of the Issuer as at the date of publication of this quarterly report with indication of number of shares held by these entities, percentage of those shares in the share capital, number of votes attached to them and percentage of the total number of votes at the general meeting, indication of changes in the ownership structure of substantial blocks of shares of the Issuer in the period from publication of the previous periodic report**

**Table** – structure of the share capital and information on general number of shares of Rainbow Tours Joint Stock Company and number of votes on shares traded in the parallel market in the Warsaw Stock Exchange (as the date of approval of this extended consolidated quarterly report for III quarter of 2024, that is as at 22.11.2024).

Share series	Type of shares	number of shares [piece.]	Share capital [%]	Number of votes at GM]	Total votes at GM [%]
A series share	Registered vote preference (x 2)	3 605 000	24.77%	7 210 000	39.23%
AA series shares	Ordinary bearer shares	495 000	3.40%	495 000	2.69%
AB series shares	Ordinary bearer shares	900 000	6.18%	900 000	4.90%
B series shares	Ordinary bearer shares	2 000 000	13.74%	2 000 000	10.88%
C1 series shares	Registered vote preference (x 2)	220 000	1.51%	440 000	2.39%
C2 series shares	Ordinary bearer shares	1 000 000	6.87%	1 000 000	5.44%
C3 series shares	Ordinary bearer shares	200 000	1.37%	200 000	1.09%
C4 series shares	Ordinary bearer shares	120 000	0.82%	120 000	0.65%
C5 series shares	Ordinary bearer shares	900 000	6.18%	900 000	4.90%
C6 series shares	Ordinary bearer shares	560 000	3.85%	560 000	3.05%
D series shares	Ordinary bearer shares	52 000	0.36%	52 000	0.28%
E series shares	Ordinary bearer shares	2 000 000	13.74%	2 000 000	10.88%
F series shares	Ordinary bearer shares	2 500 000	17.18%	2 500 000	13.60%
<b>total</b>		<b>14 552 000</b>	<b>100.00%</b>	<b>18 377 000</b>	<b>100.00%</b>
<b>Total dematerialised shares trade date WSE</b>		<b>10 727 000</b>	<b>73,72%</b>	<b>10 727 000</b>	<b>58,37%</b>

AB, B, C2-C6, D, E and F series shares in the total number of 10,727,000 are traded at regulated market on Warsaw Stock Exchange.

The data below (as at the date of approval of this extended consolidated report for III quarter of 2024 and for three quarter of 2024 for publication that is as at 22.11.2024) - about the shares of the Company held by shareholders with at least 5% of the total votes at the General Meetings of the Company - were prepared especially based on information obtained from shareholders fulfilling their obligation imposed on shareholders of public companies pursuant to specific provisions, including pursuant to provisions of the act

of 29 of July 2005 on public offering and conditions of introducing financial instruments to organized trade and about the public companies (Art. 69 and Art. 69 a) and pursuant to provisions of the Regulation of the European Parliament and the Council (EU) 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 (MAR Regulation, art.19). Additional information on shares of the Company is provided publicly according to available data of portfolio engagement and structure of assets of investment funds or pension funds, including based on information about the number of shares registered at the General Meeting of the Company (data available periodically, i.e., based on information from financial statements of investment and pension funds - up to the date of publication of the latest information data may change).

**Table.** List of shareholders, holding directly, as at the date of approval of this extended consolidated quarterly report for III quarter of 2024 for publication, that is as at 22.11.2024, significant blocks of company's shares, that is blocks of shares, which represent at least 5% of the total number of votes at the General Meeting.

shareholder	Number of shares [piece]	Number of votes at GM from shares [piece]	Share in Company's capital share [%]	Total votes at GM [%]
Ślawomir Wysmyk	1 868 346	3 428 346	12.84%	18.66%
Elephant Rock Fundacja Rodzinna	1 149 000	1 849 000	7.90%	10.06%
Nationale Nederlanden PTE S.A. (through managed funds)	1 718 000	1 718 000	11.81%	9.35%
Flyoo Sp. z o.o.	855 000	1 710 000	5.88%	9.31%
Aironi Quattro Fundacja Rodzinna	700 000	1 400 000	4.81%	7.62%
Generali PTE S.A. (through managed funds)	1 008 459	1 008 459	6.93%	5.49%
OTHER SHAREHOLDERS	7 253 195	7 263 195	≈49.84%	≈39.52%
<b>TOTAL</b>	<b>14.552.000</b>	<b>18.377.000</b>	<b>100.00%</b>	<b>100.00%</b>

**Table.** List of shareholders, holding directly and indirectly, as at the date of approval of this extended consolidated quarterly report for III quarter of 2024 for publication, that is as at 22.11.2024, significant blocks of company's shares, that is blocks of shares, which represent at least 5% of the total number of votes at the General Meeting.

shareholder		Number of shares [piece]	Number of votes at GM from shares [piece]	Share in Company's capital share [%]	Total votes at GM [%]
Ślawomir Wysmyk	directly	1 868 346	3 428 346	12.84%	18.66%
Remigiusz Talarek	directly	1 050	1 050	0.0072%	0.0057%
	Indirectly, through the subsidiary: Elephant Rock Fundacja Rodzinna	1 149 000	1 849 000	≈7.90%	≈10.06%
	<b>Total – directly and indirectly</b>	<b>1 150 050</b>	<b>1 850 050</b>	<b>≈7.90%</b>	<b>≈10.07%</b>
Nationale-Nederlanden PTE S.A. (through managed funds)	Indirectly (through managed funds)	1 718 000	1 718 000	11.81%	9.35%
Grzegorz Baszczyński	Indirectly, through the subsidiary: Flyoo Sp. z o.o..	855 000	1 710 000	5.88%	9.31%
Tomasz Czaplą	Indirectly, through the subsidiary: Aironi Quattro Fundacja Rodzinna	700 000	1 400 000	4.81%	7.62%
Generali PTE S.A. (through managed funds)	Indirectly (through managed funds)	1 008 459	1 008 459	6.93%	5.49%
OTHER SHAREHOLDERS		7 252 145	7 262 145	≈49.84%	≈39.52%
	<b>RAZEM:</b>	<b>14 552 000</b>	<b>18 377 000</b>	<b>100.00%</b>	<b>100.00%</b>

In the period from publication of the last periodic report (that is the Extended Consolidated Report of Rainbow Tours Group for six months of 2024 - PSr 1/2024), that is from 27.09.2024, there were no changes in ownership of substantial blocks of shares of the Issuer.



**6. Total number of shares of the Issuer or rights to shares held by members of the Management Board and the Supervisory Board of the Issuer as at the date of signing of this quarterly report, with indication of changes in ownership, in the period from signing of the previous periodic report, separately for each person.**

As at the date of approval of this extended consolidated report for III quarters of 2024 that is as at 22.11.2024:

- Two members of the three-member Management Board of the Parent Company (Mr Maciej Szczechura, who is the President of the Management Board and Mr Jakub Puchalka, who is a member of the Management Board) hold shares directly
- One member of seven-member Supervisory Board of the Company (Mr Remigiusz Talarek, who is a member of the Supervisory Board) holds share directly and indirectly (through the subsidiary) and two members of the Supervisory Board (Mr Grzegorz Baszczyński and Tomasz Czapla, who are members of the Supervisory Board) hold shares of the Company indirectly (through the subsidiary/ a closely related person)

**Table.** Shares of the Parent Company held directly and indirectly by members of the management board and the supervisory board of the Issuer (as at 27.09.2024)

Shareholder / member of the Management Board or Supervisory Board		Number of shares	Number of votes at GM	Company's share capital [%]	Share of votes at GM
Remigiusz Talarek - the member of the Supervisory Board	directly	1 050	1 050	0.0072%	0.0057%
	Indirectly, through the subsidiary: Elephant Rock Fundacja Rodzinna	1 149 000	1 849 000	7.90%	10.06%
	<b>Total</b>	<b>1 150 050</b>	<b>1 850 050</b>	<b>≈7.90%</b>	<b>≈10.07%</b>
Grzegorz Baszczyński - the member of the Supervisory Board	directly	-	-	0.00%	0.00%
	Indirectly, through the subsidiary: Flyoo Sp. z o.o.	855 000	1 710 000	5.88%	9.31%
	<b>Total</b>	<b>855 000</b>	<b>1 710 000</b>	<b>5.88%</b>	<b>9.31%</b>
Tomasz Czapla - the member of the Supervisory Board	directly	-	-	0.00%	0.00%
	Indirectly, through the subsidiary: Aironi Quattro Fundacja Rodzinna	700 000	1 400 000	4.81%	7.62%
	<b>Total</b>	<b>700 000</b>	<b>1 400 000</b>	<b>4.81%</b>	<b>7.62%</b>
Maciej Szczechura the member of the Management Board	directly	3 985	3 985	≈0.0273845%	≈0.0216847%
Jakub Puchalka - the member of the Management Board	directly	3 818	3 818	≈0.0262369%	≈0.0207759%

In the period from publication of the last periodic report (that is the extended consolidated report of Rainbow Tours Group for six months of 2024 - PSr 1/2024), that is from 27.09.2024, there were no changes in ownership of substantial blocks of shares of the held by members of the management board and the supervisory board.

**7. Court proceedings, arbitration proceedings, proceedings before administrative body regarding Issuers liabilities and amounts due to the Issuer or its subsidiary.**

As at the date of approval of this extended consolidated report for publication for III quarter of 2024, that is as at 22.11.2024, the Company is (and has been) a party to a court proceeding, in which total amount of the disputed issue exceeds 10% of equity of the Parent Company. The proceedings are pending against the contractor of the company Verikios Grigorios & SIA E.E., with the claim to pay (amounts arising out of the tour operator's contracts - in respect of three hotels situated in Greece) concluded by the parent company (as a part of its usual business). Additionally estimated value of the contractual penalties regarding non-performance of obligations arising out of the contractor's contracts constitutes a ground to recognize that the total amount in controversy exceeds 10 % of the Parent Company's equity. Taking into account contracts the estimated amount in dispute is EUR 5,269,560 and based



on applicable decisions of the common court situated in Greece a decision was issued to attach contractor's assets and personal property of the individual to the amount of EUR 5,269,560. The enforcement proceedings have been pending.

Except for the above proceedings, as at the date of approval of this extended consolidated quarterly report for I quarter of 2024 publication, that is as at 22.11.2024, neither the Issuer, nor its subsidiaries are a party to any court or arbitration proceedings, in proceedings, concerning liabilities and receivables of the Issuer or its subsidiary

**8. Information on conclusion of one or more transactions with related parties by the Issuer or its subsidiary, if they were made according to conditions other than the market conditions**

All transactions made by the Issuer, or its subsidiaries, were typical and standard and result from basic operations of entities. In the period from 01.01.2024 to 30.09.2024 neither Rainbow Tours S.A., nor its subsidiaries make any transaction with related parties on conditions other than market conditions. Information on typical and standard transactions with related parties were presented in note 27 to the consolidated financial statements for III quarter of 2024, above.

**9. Information on granting credit warranty or a loan or granting a guarantee by the Issuer or its subsidiary – jointly to one entity or a subsidiary of such entity, if the total value of existing warranties or guarantees is significant.**

Neither the Issuer nor its subsidiaries granted credit warranties, loans or guarantees.

**10. Other information, which according to the Issuer is significant to assess staff, property, financial standing, financial performance and their changes and the information, which is significant to assess the potential of the Issuer to pay its liabilities.**

As at 30.09.2024 the Company cooperated with three banks. The Company had three credit limits and limits for bank guarantees in the following banks: Santander Bank Polska S.A., Bank Millennium S.A. and Bank Gospodarstwa Krajowego.

In April 2018 the subsidiaries (companies limited by shares, which operate according to Greek law: Rainbow Hotels A.E. and White Olive A.E.) signed (together with the Parent Company) the loan investment contract with Bank Gospodarstwa Krajowego. The respective information was presented by the Company in current reports ESPI No 14/2018 of 04 April 2018 and 15/2018 of 05 April 2018. The Parent Company is a solidary borrower and the loan liability is a charge to SPV (White Olive A.E.).

**Financing of the Parent Company:**

**Bank Millennium S.A. –the multi-facility line**

On 21 June 2016, the Parent Company signed the contract 9619/16/M/04 with global limit of PLN 22 million with Bank Millennium S.A. Under the facility the company could use PLN 1,000 thousand of working capital loan and PLN 22,000 thousand of the bank guarantee line. On 5 March 2018, the global limit of the line was increased to PLN 37,000 (from PLN 27,000) with the Annex No A2/9619/16/M/04, and at the same time the structure of credit products was changed. The line enables to use overdraft line of credit up to PLN 20,000 thousand or order issue of guarantees to the amount of PLN 37,000 thousand. On 23 July 2018 the company signed the Annex A3/9619/16/M/04, which increased the global limit to the amount of PLN 47,000. On 26 March 2019 the company signed the Annex A4/9619/16/M/04, pursuant to which the global limit was increased to the amount of 57,000 thousand till 30 June 2019, and since 1 July 2019 the limit amounted to PLN 47,000 thousand. On 4 September the company signed the Annex A5/9619/16/M/04, pursuant to which the term of the global limit, in the amount of PLN 47,000 thousand, was set till 7 October 2019. On 23 September 2019 the company signed the Annex No A6/9619/16/M/04 with Bank Millennium S.A. renew the term of the facility till 7 November 2020 and increased the global limit to PLN 57,000 thousand. Under the facility the company can (from the date of signing the Annex till 30 June 2020) use the overdraft line of credit to the amount of PLN 45,000, and as of 1 July until 7 November 2020 the amount of the overdraft line of credit is 35,000 thousand. The company could use the line till 7 November 2020. The interest rate was established according to market conditions based on WIBOR 1M + bank's margin.

Pursuant to the attachment No A7/9619/16/M/04 of 05 November 2020 to the respective multifacility contract No 9619/16/M/04, the final date of repayment was extended until 07 December 2020. Pursuant to the annex No A8/9619/16/M/04 of 25 November 2020 to the respective multifacility contract No 9619/16/M/04, the date of final repayment was extended to 07 December 2022. Liquidity guarantees in the amount of 37,600 thousand (valid until 7 March 2023) granted by Bank Gospodarstwa Krajowego under portfolio line of guarantee contract of Liquidity Guarantee Fund PLG-FGP is a partial security for loan repayment. The guarantee secures 80% of the loan amount. On 07.12.2022, pursuant to the annex No A10/9619/16/M/04, the total repayment date was set as 07.12.2024 and the amount of the global limit was increased, and the limit in the amount of PLN 60,000 thousand is applicable in the period from 08.12.2022 to 16.10.2024, and in the period from 17.10.2024 to 07.12.2024 the limit amounts to PLN 45,000

thousand. Pursuant to the Amendment A13/9619/16/M/04 to the respective multiline facility agreement No 9619/16/M/04 the term and the final amount to repay did not change, but the dates of availability of sublimit changed.

Under the limit the Company can use the following products.

- Overdraft in the amount in PLN:
  - a) PLN 60,000 thousand for the period from 08.12.2022 to 16.10.2024
  - b) PLN 45,000 thousand for the period from 17.10.2024 to 07.12.2024
- guarantee line to the amount of:
  - a) 40.000 thousand for the period from 8.12.2022 to 7.11.2023
  - b) 25.000 thousand for the period from 8.11.2023 till the end of effective date for global limit

The partial security for the credit repayment is transfer of ownership (pursuant to art.102 of the Banking law) in the amount of PLN 1,000 thousand, declaration of submission to enforcement, pursuant to art. 777 § 1 point 5 of the Code of Commercial Companies and Partnerships, regarding all assets concerning obligation to pay to the bank any amounts of money due to obligations arising out of the Multifacility and guarantee contract (also called "the crisis guarantee") in the amount of PLN 48,000 thousand with duration longer by 3 months than the credit period, that is until 07.03.2025, granted by Bank Gospodarstwa Krajowego ("BGK") under portfolio guarantee contract under Crisis Guarantee Fund PLG-FGK. The guarantee secures 80 % of the credit amount. The interest rate was set on arm's length basis based on WIBOR 1M + bank's margin.

On 9<sup>th</sup> of July 2020 the Parent Company made a renewable loan contract No 13890/20/400/04 in the amount of PLN 10,000 (available until 9 July 2022) with Bank Millennium S.A. Liquidity guarantee in the amount of PLN 8,000 (valid until 8 October 2022,) granted by Bank Gospodarstwa Krajowego under portfolio guarantee provided by Liquidity Guarantee Fund PLG-FGP, is a partial security for loan repayment. The guarantee secures 80% of the loan amount.

On 30.06.2022 the Company made a renewable loan contract with Bank Millenium S.A. No 15386/22/475/04, pursuant to which the company obtained financing in the amount of PLN 10,000 thousand with availability period from 30.06.2022 to 29.06.2024. The security for the respective contract includes:

- blank promissory note with promissory note agreement issued by the Company.
- The guarantee (also called "liquidity guarantee") in the amount of PLN 8,000,000 with the duration longer by 3 months than the credit period, that is to 29.09.2024 granted by Bank Gospodarstwa Krajowego ("BGK") under portfolio line of guarantee contract of Liquidity Guarantee Bank PLG-FGP. The guarantee secures 80% of the credit amount

On 12.06.2024 the Company signed with Bank Millennium S.A. the Attachment NR A1/15386/22/475/04, pursuant to which the product is available till 29.06.2025. The security for the revolving credit is a declaration of the client to be subjected straight to general execution pursuant to art. 777 § 1 point 5 of the Polish Code of Civil Proceedings to pay to the Bank all liabilities under the contract with amendments effective at that time, to maximum of PLN 16.000 thousand.

As at 30.09.2024 the Parent Company did not the credits and the total amount of guarantees issued came to equivalent of PLN 50,221 thousand and bank guarantees issued under the limit were equivalent of PLN 20,863 thousand and outside limit PLN 29,358 thousand.

As at 30.09.2023 the Company used the overdraft in the amount of PLN 1,560 thousand nor revolving credit, and the total amount of guarantees issued came to equivalent of PLN 45,580 thousand and the bank guarantees came to equivalent of 42,136 thousand, the equivalent of 27,136 thousand, and outside the limit in the amount of PLN 15,000 thousand.

#### **Bank Gospodarstwa Krajowego –multipurpose line, framework agreement to make and settle derivative transactions**

On 31.08.2018 the Parent Company concluded with Bank Gospodarstwa Krajowego Multipurpose line of credit contract No 4618-00453. Under the respective contract Bank Gospodarstwa Krajowego granted the Company a line of credit – a multipurpose facility for the amount of PLN 30.000 thousand for the period of 36 months from the date of entering into the Multipurpose Line of Credit Contract. On 31.08.2021 the Parent Company signed the attachment No 2 to the Multipurpose Line of Credit Contract, under which Bank Gospodarstwa Krajowego extended the effective term of the line of credit, in the form of multipurpose facility for the amount of 30,000 thousand, for the period of subsequent 5 months, with the effective date until 31.01.2022. On 31.01.2022 the Company signed the annex No 3 ("the annex") to the agreement, pursuant to which Bank Gospodarstwa Krajowego renewed the initial period of the credit line in the form of multipurpose line, in the amount of PLN 30,000 thousand, for another 12 months, with validity date to 31.01.2023. On 31.01.2023 the Company signed the annex No 4 ("the annex") to the agreement, pursuant to which Bank Gospodarstwa Krajowego renewed the initial period of the credit line, in the form of multipurpose line in the amount of PLN 30,000 thousand, for another 12 months, with validity date to 31.01.2024.

Under the facility the company can use the following products:

- the overdraft line of credit to the amount equivalent to PLN 30,000 thousand in PLN, USD and EUR,
- bank guarantees to the amount of PLN 15,000 thousand in PLN, USD and EUR,

Total amount drawn on all the products cannot exceed the limit of the multipurpose line. The interest on the facility was set on arm's length basis that is based rate - WIBOR 1M and bank margin. The security for the multipurpose line is a registered pledge on bank accounts of the borrower, enforcement declaration, assignment of trade receivables and power of attorney to bank accounts of the borrower.

On 27.02.2024 pursuant to the Amendment No 7 to the Multipurpose line No 4618-00453 the bank increased the limit in the form of multipurpose line to the equivalent of PLN 50,000 thousand ("the Currency limit) for the period starting from the date of making the agreement to 31.01.2026, subject to the fact that the credit sublimit (overdraft) amounts to maximum of PLN 35,000 and the sublimit for bank guarantees amounts to maximum of PLN 30,000 thousand, in each case jointly to the amount of the limit.

As at 30.09.2024 the Parent Company did not use overdraft. The Company as at 30.09.2024 used the limit of bank guarantees in the amount of PLN 30,000 thousand.

As at 30.09.2023 the Parent Company did not use revolving credit and the overdraft, as well as the limit for bank guarantees.

#### **Santander Bank Polska S.A.**

On 10.10.2018 the Parent Company concluded with Santander Bank Polska S.A. Multipurpose Facility No K00787/18 (amended with the attachment No 1 of 15.11.2019 and the attachment No 2 of 30.06.2020) with the global limit for the amount of PLN 50,000 thousand. The Company can use the overdraft facility for the amount of PLN 20,000 thousand or in the equivalent in the currencies of USD or / and EUR during total term of the facility availability and can also use renewable loan for the amount of PLN 30,000 thousand from 02.01.2020 to 30.06.2020. The date of total repayment of the facility is 15.11.2020 (for the overdraft facility) subject to the fact that, pursuant to the Attachment No 2 to the Multipurpose Facility No K00787/18 of 30.06.2020, the revolving credit contract, which contract was made originally as one of two contracts in the multipurpose facility contract (that is Multipurpose Facility Contract No K00787/18 of 10.10.2018), was replaced with the revolving credit contract No K00787/18b, pursuant to which the effective term for the renewable loan for PLN 30,000 thousand was renewed to 30.06.2022 and the security for claims of the Bank arising under the respective contract is a liquidity guarantee PLG-FGP for the amount of 80% of the Facility amount, that is PLN 24,000 thousand, for period starting from the date of registering the Facility and Liquidity Guarantee PLG FGP in the register of liquidity guarantees PLG FGP kept by the Bank, until 30.09.2022. On 30 June 2022 the Company signed with the bank the annex No 2 to the revolving credit No K00787/18b, under which the facility was renewed to 30.06.2024. The security for the facility is Liquidity Guarantee PLG FGP for the period until 30.09.2024, in the amount, which is 80% of the amount of the credit, that is PLN 24,000,000. On 28.06.2024 the Company signed with the bank the attachment No 3 to the Revolving Credit Agreement No K00787/18b with amendments, pursuant to which the amount of the credit was reduced from 30,000,000 to 20,000,000 and it is available till 30.06.2025. According to the attachment No 3 the security for the credit are declaration of the Company to submit to execution and blank promissory note.

On 25.11.2020 the Parent Company made with Santander Bank Polska S.A the Attachment No 4 to the Multipurpose Facility No K00787/18a, which renews until 12.11.2022 availability of the overdraft facility and of the limit in the foreign currency account for the amount of PLN 20,000,000.00. The security for the facility is the Liquidity Guarantee PLG FGP for the amount of 80.00% of the amount the Facility, that is PLN 16,000,000.00 for the period from 11.02.2023 and declaration of submission to enforcement and blank promissory note. On 10 November 2022, pursuant to Annex No 5 to Overdraft and currency account No K00787/18a, the parties renewed the contract to 10 of November 2024. The security for the Contract is the Guarantee from the Crisis Guarantee Fund PLG FGK for the period to 10 November 2024, in the amount of 80% of the Credit amount, that is PLN 16,000,000.00. On 28.06.2024 the Company signed with the bank the attachment No 7 to the Revolving Credit Agreement No K00787/18b with amendments, pursuant to which the amount of credit was increased from 20,000,000 to 30,000,000 and it is available till 30.06.2025. According to the attachment No 7 the security for the credit are declaration of the Company to submit to execution and blank promissory note.

Also, on 10 October 2018, the Parent Company made (with Santander Bank Polska S.A.) the Multifacility contract No K00788 with a global credit line in the amount of USD 6,500 thousand. The Company can use the global limit in the amount of USD 6,500 thousand to order issuance of bank guarantees and letters of credit for the total amount of USD 6,500 thousand (or equivalent in PLN and/ or EUR) during the whole period of the line availability - that is, originally, till 15 November 2020. On 27 August 2020 the Company signed - with Santander Bank Polska S.A., the Annex No 3 to the Multifacility contract No K00788/18, pursuant to which the line of guarantees was reduced from the amount of USD 6,500 thousand (available till 26 August 2020) to the amount of USD

3,500 thousand (available till 15 November 2020). On 25 November 2020 the Company signed - with Santander Bank Polska S.A., the Annex No 5 to the respective Multifacility line No K00788/18, pursuant to which the date of final repayment of the contract was set for 12 of October 2022. On 10 November 2022, pursuant to the Attachment No 7 to the Multiline contract No K00788/18, the parties extended availability of the product till 10 February 2025, in the amount of 80% of the Multiline, that is PLN 13,108,760.00, translated to PLN at average exchange rate set by NBP published on the working day, preceding the date of drafting the contract (PLN 4.6817 of 09.11.2022). On 9.07.2024 pursuant to the attachment No 8 to Multiline Agreement No K00788/18 of 10th of October 2016 with subsequent amendments the company together with the Bank shortened the availability of the line to 10.07.2024 and made a Guarantee Limit Agreement No K00936/24 with the limit in the amount of PLN 30,000 thousand with availability till 30.06.2025. The security for the Agreement No K00936/24 is declaration on submission to execution and blank promissory note.

As at 30.09.2024 the Parent Company didn't use the revolving credit and overdraft was used in the amount of PLN 1,139 thousand, the guarantee line as at that date was also not used as at that date.

As at 30.09.2023. the Parent Company didn't use the revolving credit and the overdraft, the guarantee line as at that date was also not used as at that date.

### **Financial liabilities of subsidiaries**

#### **Bank Gospodarstwa Krajowego – multipurpose line, derivative master agreement**

On 5 of April 2018 the Parent Company entered into a loan contract (a long-term loan contract extended in euros, hereinafter referred to as the "Loan") with Bank Gospodarstwa Krajowego, a Joint Stock Company with registered office in Warsaw (as the Lender) acting jointly with its subsidiaries (jointly as solidary borrowers), that is joint stock companies operating under Greek Law: White Olive A.E. with registered office in Athens (Greece) and Rainbow Hotels A.E. with registered office in Athens (Greece) (both referred to as "Project Companies") The purpose of the loan is:

- Financing investments (hereinafter referred to jointly "the Project") situated at the property owned by the subsidiaries of the Company that is the property owned by "Project Companies", that is construction, repair and furnishing White Olive 3 hotel, which is a part of White Olive Premium complex, as well as e (ii) investment of construction, repair and furnishing White Olive Elite hotel.
- Repayment of the debt incurred by the subsidiary Rainbow Hotels A.E. in Alpha Bank A.E. with its registered office in Athens (Greece), where the amount intended for the purpose will not exceed EUR 500,000.

According to the loan contract:

- The principal of the financing of the loan amount to total of EUR 15,500,000 split into three tranches: (i) tranche I –to the amount of EUR 2,700,000 EUR, (ii) tranche II – to the amount of EUR 12,300,000, (iii) tranche III – to the amount of EUR 500,000; the loan is extended for 18 months from signing of the loan contract (that is from 05 April 2018)
- Final repayment date was specified as date not later than 7.5 year from the end of the term of the loan, and the loan will be repaid in quarterly instalments (payment of the principal), where the first instalment will be paid at the end of the first full calendar quarter after the completion of the project, and according to the schedule prepared with the Bank. The interest on loan will be calculated on arm's length basis; based on variable reference rate EURIBOR 3M, plus bank margin set out according to market conditions.

As at 30.09.2024 the investment loan was used by White Olive A.E. in the amount of EUR 7,438 thousand.

As at 30.09.2023 the investment loan was used by White Olive A.E. in the amount of EUR 9,328 thousand.

#### **Additional information to assess personnel situation of the Issuer**

According to the declarations (presented on corporate investor relations website under the address <http://ir.r.pl>) made in June and July 2023 by all members of the Supervisory Board and members of the Audit Committee separated in the Supervisory Board of the Company (regarding periodic verification of the independence status of members of the Supervisory Board and the Audit Committee, which took place on the meeting of the Supervisory Board on 05.07.2023) with information on independence status of a member of the Supervisory Boards or of a member of the Audit Committee (or a member of other committees in the Supervisory Board

- Mr Grzegorz Baszczyński – who, as at the date of preparation and signing of this report, was a member of the Supervisory Board:
  - does not meet at least one criterion of independence provided under § 24 of the Article of Association, corporate governance rules No 2.3. covered by "Best Practice of GPW listed Companies, 2021", the act of 11.05.2017 on expert auditors, audit companies and public supervision (the Act on Expert Auditors) and the annex II do Commission



Recommendation EU 2005/162 EC and thus it does not have the status required for an independent member of the Supervisory Board of Rainbow Tours.

- does not meet at least one of the criteria of independence stipulated by the Act on Expert Auditors of 11.05.2017 and thus he does not have the status required for independence of a member of the Audit Committee in the Supervisory Board of Rainbow Tours S.A.
- Mr. Tomasz Czapla – who, as at the date of preparation and signing of this report, was a member of the Supervisory Board
  - does not meet at least one criterion of independence provided under § 24 of the Article of Association, corporate governance rules No 2.3. covered by “Best Practice of GPW listed Companies, 2021”, the act of 11.05.2017 on expert auditors, audit companies and public supervision (the Act on Expert Auditors) and the annex II do Commission Recommendation EU 2005/162 EC and thus it does not have the status required for an independent member of the Supervisory Board of Rainbow Tours S.A.
  - does not meet at least one of the criteria of independence stipulated by the Act on Expert Auditors of 11.05.2017 and thus he does not have the status required for independence of a member of the Audit Committee in the Supervisory Board of Rainbow Tours S.A.;
- Mrs. Monika Kulesza –who, as at the date of preparation and signing of this report, was the member of the Supervisory Board and the chairman of the Audit Committee.
  - meets all independence criteria provided under § 24 of the Article of Association, corporate governance rules No 2.3. covered by “Best Practice of GPW listed Companies, 2021”, the Act on expert auditors, and the annex II to Commission Recommendation EU 2005/162 EC and thus, she has the status required for the independent member of the Supervisory Board of Rainbow Tours S.A. / member of the Audit Committee in the Supervisory Board of Rainbow Tours S.A within the meaning of the Act on Expert Auditors;
- Ms Monika Ostruszka –who, as at the date of preparation and signing of this report, was the member of the Supervisory Board and the member of the Audit Committee.
  - meets all independence criteria provided under § 24 of the Article of Association, corporate governance rules No 2.3. covered by “Best Practice of GPW listed Companies, 2021”, the Act on expert auditors, and the annex II to Commission Recommendation EU 2005/162 EC and thus, she has the status required for the independent member of the Supervisory Board of Rainbow Tours S.A. / member of the Audit Committee in the Supervisory Board of Rainbow Tours S.A within the meaning of the Act on Expert Auditors;
- Ms Joanna Stępień-Andrzejewska – who, as at the date of preparation and signing of this report, was the member of the Supervisory Board and the member of the Audit Committee.
  - does not meet at least one criterion of independence provided under § 24 of the Article of Association, corporate governance rules No 2.3. covered by “Best Practice of GPW listed Companies, 2021”, the act of 11.05.2017 on expert auditors, audit companies and public supervision (the Act on Expert Auditors) and the annex II do Commission Recommendation EU 2005/162 EC and thus it does not have the status required for an independent member of the Supervisory Board of Rainbow Tours S.A.
  - does not meet at least one of the criteria of independence stipulated by the Act on Expert Auditors of 11.05.2017 and thus he does not have the status required for independence of a member of the Audit Committee in the Supervisory Board of Rainbow Tours S.A.
- Mr Remigiusz Talarek –who, as at the date of preparation and signing of this report, was a member of the Supervisory Board
  - does not meet at least one criterion of independence provided under § 24 of the Article of Association, corporate governance rules No 2.3. covered by “Best Practice of GPW listed Companies, 2021”, the act of 11.05.2017 on expert auditors, audit companies and public supervision (the Act on Expert Auditors) and the annex II do Commission Recommendation EU 2005/162 EC and thus it does not have the status required for an independent member of the Supervisory Board of Rainbow Tours S.A.
  - does not meet at least one of the criteria of independence stipulated by the Act on Expert Auditors of 11.05.2017 and thus he does not have the status required for independence of a member of the Audit Committee in the Supervisory Board of Rainbow Tours S.A.
- Mr Paweł Walczak – who as at the date of preparation and signing of this report, was the chairman of the Supervisory Board
  - does not meet at least one criterion of independence provided under § 24 of the Article of Association, corporate governance rules No 2.3. covered by “Best Practice of GPW listed Companies, 2021”, the act of 11.05.2017 on expert auditors, audit companies and public supervision (the Act on Expert Auditors) and the annex II do Commission

Recommendation EU 2005/162 EC and thus it does not have the status required for an independent member of the Supervisory Board of Rainbow Tours S.A.

- does not meet at least one of the criteria of independence stipulated by the Act on Expert Auditors of 11.05.2017 and thus he does not have the status required for independence of a member of the Audit Committee in the Supervisory Board of Rainbow Tours S.A.

Thus, independent members of the Audit Committee - within the meaning of the Act on Expert Auditors and considering independence criteria stipulated in art. 129 section 3 and 4 of the Act on Expert Auditors and relevant of the Regulations of the Audit Committee as at the date of approval of this report for publication (24.05.2024), include:

- Ms. Monika Kulesza, a member of the Supervisory Board, who is the Chairman of the Audit Committee
- Ms. Monika Ostruszka, a member of the Supervisory Board, and a member of the Audit Committee

And thus, the majority of three-member Audit Committee, including its chairman, is independent of the Company as a public interest entity.

### **Changes in the Articles of Association of the Issuer**

In the reporting period of I quarter of 2024, and also after 31.03.2024 up to the date of publication of this report (24.05.2024) no amendments were introduced to the Articles of Association of the Parent Company.

## **11. Factors, which in the opinion of the Issuer will have effect on performance within the perspective of at least next quarter**

The operations of the Parent Company and the companies of Rainbow Tours can be influenced by all factors directly and indirectly linked to pursuing operations with respect to organization and sale of tourism services, including: (-) social factors and socio-economic factors related to economic situation, which can have effect of consumer confidence (level of consumption (-) Macro-economic factors (e.g., level and dynamics of prices of package holidays, fluctuation of exchange rates of Polish zloty, in particular against American dollar and euro, fluctuation of prices of crude oil, growth perspectives for Polish economy, including growth dynamics of GDP, including level of inflation, (-) Political factors - changes in the geopolitical situation and potential armed conflicts and terrorist attacks, in different parts of the world, which can affect travel decisions of Polish customer and their destination, in particular in the period directly after the event etc.), (-) Climate factors (e.g. it is the factor that supports decision to travel abroad when the weather of Poland is not particularly good) (-) Competitive environment, offers of advance sales of other tour operators.

Description of basic risk factors related to operations of the Company and Rainbow Tours Group is presented below

### **Risk related to occurrence of political and social events.**

Operations of the Parent Company and the companies of Rainbow Tours Group are indirectly affected by all types of unusual events related to social and political situation in the world. These include e.g. armed conflicts, terrorist attacks, social unrest.

Different serious events linked to political and economic situation in the world may potentially affect (jointly or individually) liquidity, assets, profitability of the Parent Company and the companies of the Group, i.e. persisting unfavourable fuel prices (in the long-term and middle term the Parent Company introduces provisions in charter agreements, which provide for application of average prices from previous periods or use of calculation buffers, which state that the price of fuel is higher than the market price at a given moment) destabilization and rise in exchange rates, in particular linked to weak Polish zloty (PLN) with respect to settlement currencies used by the Company: American dollar (USD) and euro (EUR), and that can potentially result in decrease of the level of profitability of package holidays and on operations, and consequently decrease the amount of net cash flow and cause greater demand for borrowings, negative changes in borrowing conditions or limited bank borrowing.

In the calendar year 2022 the operations of Rainbow Tours Group and by the Parent Company were affected indirectly by an unusual event, which had moderate consequences, if any, for operations of the Parent Company – that is military aggression of Russian Federation on the Territory of Ukraine, which started on 24.02.2022 and resulted in armed conflict. Only in the period directly following military aggression of Russia in Ukraine (the period of 2-3 months after 24.02.2022) there was a noticeable drop in number of reservations of package deals ordered by customers of Company, and when consumers (and prospective customers of the Group, including the Parent Company) got used to armed conflict in the neighbouring Ukraine level of sales started rising again, and that means that the conflict in Ukraine did not have significant effect on consumer choices of prospective customers of the Parent Company and on operations of Rainbow Tours Group. Moreover, products offered by Rainbow Tours in the territory of Russia or Ukraine didn't have a material volume (these were mainly package tours) and they were not important to Company's sales operations. The parent company cancelled/ suspended touristic programs operated in the territory of the Russian Federation,

which were planned for 2022 and the years to come. Moreover, the Company cancelled/ suspended offers of flights on any connections operated by Russian airlines Aeroflot and Rossiya and cancelled/suspended hotel accommodation in the territory of the Russian Federation as well as in hotels in other countries, which have ties to Russia.

Another example of the social-political event, which could potentially have effect on operations of the Parent Company was the outbreak of the military conflict in Gaza in Middle East. On 07.10.2023 the terrorist group Hamas, which is controlling Gaza in the Middle East, carried out a military invasion in the territory of Israel. The terrorists launched a rocket attack targeted at the middle part of the Israel. There have been riots and skirmishes in many regions of Israel. In the following days the attack turned into full scale military conflict between Israel and Palestine. Following the news of the Hamas's attack spreading, the Management Board of the Company decided to, considering costumers' safety, evacuate to Poland Rainbow Tours' customers, which were staying in the territory of Izrael. The company incurred additional costs linked to the situation (cost of providing aid, transfers and evacuation of customers, also to other hotels, costs of vacant seats in airplanes and hotel accommodation / package tours already paid for, refund of advances for paid for and cancelled package tours to Israel.) The Company monitors the political situation in Israel and plans to start sending groups of tourists to Israel after normalization of political and social situation, when provision of tour operator services will be safe. Because it was necessary to cancel package holidays and package tours in the territory of Israel, the Company repaid advances paid by customers from its own funds. The Company did not ask the Insurance Guarantee Fund (which also provides services for Tourism Aid Fund) to pay for the expenditure - refunds to customers who already paid for package holidays and package tours in Israel, that were cancelled due to armed conflict in the territory of Israel and Gaza. The Company offered those customers package tours and holidays to other safe destinations in middle east (Jordan, Egypt) as well as other destinations, including those, with similar cultural background (e.g., Morocco). In the opinion of the Management Board of the Company, scale of costs incurred and income lost, considering total, seasonal amount of revenue and scale of operations of Rainbow Tours Group, did not have significant effect on financial performance of the Company and Rainbow Tours Group and their operations. In the opinion of the Management Group of the Company scale of its operations allows the Company to absorb the losses without significant impact on performance of the Company and the Group.

#### **Risk related to events of natural and environmental nature.**

The operations of the Parent Company and the companies of Rainbow Tours Group can be indirectly affected by all types of events related to natural disasters or those inflicted by a man. Any tragic event and disaster in touristic regions directly affect demand on tourism market. Epidemics or other natural threats such as floods, fires, hurricanes, earthquakes volcanic eruptions, prolonged draught may have potential negative effect on tour operator activities and performance of the Parent Company. It should also be noted that currently natural events affected by environmental changes and global climate warming occur more frequently and the effects of these changes, which are frequently present are becoming increasingly significant (e.g. fires, floods).

The example of such event are fires, which occurred in the third decade of July 2023, starting from 20.07.2023, when in the southern-east part of the Greek island of Rhodes fires spread and resulted in evacuation of e.g. tourists, including customers of Rainbow Tours S.A. Evacuations, according to regulations of local authorities, took place in Lardos, Kiotari and Pefkos. The stays in other hotels on Rhodes were uninterrupted. On 29.07.2023 the Greek Ministry of Climate Crisis and Population Protection cancelled the state of emergency introduced on Rhodes on 20.07.2023 due to forest fires. The Company incurred additional costs linked to the above-described situation (cost of providing assistance, transfer of customers to other hotels, cost of vacant seats in air planes and unused hotel rooms in already paid for hotels). However, in the opinion of the Management Board the scale of costs incurred and income lost (sale of package holidays to Rhodes at lower margin in the consecutive days directly after fires, due to temporary drop in demand for package holidays on the island) in the perspective of total seasonal amount of revenue and scale of operations of Rainbow Tours Group did not have significant effect on financial performance of the Company and Rainbow Tours Group and their operations. In the opinion of the Management Board of the Company the scale of operations allowed to absorb losses without significant effect on performance of the Company and the Group.

The Parent Company organizes and sells package deals to several dozens of destinations all over the world and thus in case of a local negative natural event (natural disaster, fire, flood etc.) in one destination the Company can operate in other destinations.

#### **Risk related to competition**

Changes in the tourism market, considerable development of online sales, can, in a longer perspective, be a threat to market share of the companies with only traditional sales networks. The Company has been, for some time, effectively pursuing activities to prevent that threat by developing modern sales channels and increasing their appeal to customers.

Irrespective of the above facts, the Parent Company competes on market of traditional tour operators with other entities. Consistent creation of strong and recognizable Rainbow brand and strong Rainbow Tours Group covering with its operations all aspects of tourism market (producer – tour operator in Poland, traditional distribution - the chain of own stores, the Internet - own internet portal), which would help to successfully compete with other market players. For many years the Parent company is ranked as one

of the leaders on tour operator market, and is ranked, according to the ranking of tour operators published for 2021 (2022 Ranking, Tour Operators. Not full rebound yet, but certainly high leap upward. Confirmed data for 2021". Wiadomości Turystyczne (Tourism News), special edition, July 2022) and also in the ranking for 2022 presented by Instytut Badań Rynku Turystycznego TravelData (Institute of Tourism Market Research) during the conference, on 26.04.2023, organised by the editors of "Rzeczpospolita" titled "Meeting of Tourism Leaders – edition Spring 2023", at the third place regarding sales revenue following Itaka and TUI Poland. When it comes to profitability and number of customers Rainbow Tours is also in the top of tour operators, and is ranked fourth in Poland. Rainbow Tours S.A. is one of the four biggest tour operators in Poland with Itaka, TUI Poland and Coral Travel.

#### **Risk related to seasonality of sales**

The level and number of sales of the Parent Company and the companies of Rainbow Tours Group, similarly as in case of many travel businesses, is characterized by high seasonality. Periodical rise in demand for tourism products and services is in second and third quarter of the calendar year. Because of that fact financial performance in this period has a decisive impact on final result of the whole financial year (in case of the Company the same as a calendar year). However, we need to add that the Company tries to level down seasonality by introducing in winter season (IV and I quarter of the year) more and more interesting offer of exotic package holidays (i.e., based on direct charters to Mexico, Dominican Republic, Cuba, the United Arab Emirates or Kenya). Introduction of charter flights for transfers to exotic destinations contributes to change in proportion of sales between summer and winter season. Moreover, starting from the sale of package holidays in the Winter 2020/2021, and in particular Winter 2021/2022 one can see noticeable change and rise in interest of potential customers in such destinations as: Dominican Republic, Mexico, Zanzibar, Kenya, Thailand, from 2023 Philippines, from 2024: Columbia, India, Philippines, cruises in exotic destinations (the first offer of Rainbow provided 16 cruises, most of them in Caribbean and in surrounding areas and in South America, Hawaii, Japan, Vietnam, Thailand, and the Persian Gulf. This was caused by a change in traveling preferences of Polish customers and increasingly accepted tendency to purchase package holidays to more luxurious destinations and/or to more distant regions of the world.

The parent company also introduced sales of offers for individual touristic seasons in a substantial advance due to extraordinary situation linked to COVID-19 pandemic. The Company started advance sales of package holiday offers for the Summer 2021 season already in May 2020, the advance sales Summer 2022 offer already started in August 2021, the sale of Exotic 2021/2022 offer started even earlier - in January 2021 (in 2022 sales of Exotic 20 2022/2023 started in March 2022); for the following touristic season "Summer 2024" the sales started in August 2023, and the programme of package tours for "Summer 2024" – from half of September 2023. The advance sale of Summer 2025 offer started on 26.07.2024 with six new destination – the Greek Island of Evia, Tabarka in Tunisia, Malta, and in Spain - Costa Dorada, Costa Blanca and Ibiza. The offers contain products both for beach goers as well as package tours. There are attractive discounts and benefits for customers, and the Summer 2024 is consistently supplemented so that customers could choose from full range of products till August 2024.

The Company has also introduced a unique concept of holidays in the most beautiful regions of Poland, namely "Discover Poland anew" programme, where all elements of the package are included in the reservation, and the Company takes care of Customers' holidays by offering attractive programmes (Children's clubs, attention of a holiday representative and an offer of local tours). Additionally, customers are able to change bookings of package holidays in Poland to package holidays abroad in the specified period before the start of the package holiday.

#### **Risk related to financial situation of subsidiaries**

Rainbow Tours Group has the following subsidiaries (i) My Way by Rainbow Tours (previously: Portal Turystyczny Sp. z o.o.), in which the Company holds 100% of the share capital and votes at the Meeting of Shareholders; since November 2017 "My Way by Rainbow" [which focuses on organization and training for travel couriers, leisure time animators and holiday representatives under the project "Akademia Rainbow" (Rainbow Academy)] (ii) White Olive A.E. (direct subsidiary, in which Rainbow Tours S.A. as at the date of approval of this report holds 71.54% of share capital and votes in the General Meeting and the remaining 28.46 % of the share capital and votes at the General Meeting of White Olive A.E. is held by Polish International Development FUND FIZ AN – PFR Group), the company runs hotel operations and invests in hotel construction projects (iii) Rainbow Tours Destination Services Turkey Turizm Ve Seyahat Hizmetleri Anonim Sirketi with registered office in Alanya (Antalya), in Turkey. With 100% of shares held by the Issuer, the company provides services to tourists in Turkey and started operations from the season "Summer 2021", (iv) Rainbow distribuce s.r.o. with registered office in Prague in Czech Republic, the company operating under Czech law with 100% of shares held by the issuer, the company provides services to tourists in Czech Republic, it was formed in October 2023.

Due to consolidation of companies of Rainbow Tours Group in 2018 (there were two separate consolidation processes of acquisition of the subsidiaries "Rainbow Tours – Biuro Podróży" Sp. z o.o., "Bee & Free" Sp. z o.o. and Rainbow Incentive & Incoming Sp. z o.o. by the Parent Company - as the acquired companies) activities in the company were concentrated and i.e. costs and employment were optimized. As a consequence of the consolidation with the structures of Rainbow Tours S.A., the activities previously carried out in the subsidiaries that is "Rainbow Tours – Biuro Podróży" (intermediary sales of promotional materials and



services), “Bee & Free” (sales of seat blocks on charter planes) and Rainbow Incentive & Incoming (sales of incentive travel). Moreover, in 2018 the subsidiaries of Rainbow Tours Group, that is Greek subsidiaries were merged (i) Greek company with the business name White Olive A.E. with registered office in Athens (Greece) – as the acquiring company and (ii) the company operating under Greek law under business name Rainbow Hotels A.E. with registered office in Athens (Greece) – as the acquired company. In 2022 two subsidiaries of the Issuer were merged: that is White Olive A.E. and White Olive Premium Lindos A.E. (the latter company was acquired by White Olive A.E.) and the respective entry in the business register in Greece was made in November 2022.

The operations intended to ensure financing for development of subsidiaries operating hotels were described in the description of the risk related with the investment process carried out in the Group.

#### **Risk related with investment in the Group**

Issuer's subsidiary, that is White Olive A.E. (the company limited by shares operating under Greek law) is an owner of hotel properties and additionally lease (on long-term lease) hotel properties and provide hotel services for Rainbow Tours and other tour operators. White Olive A.E. carries out hotel activities and owns (after the merger with White Olive Premium Lindos A.E., previous subsidiary acquired by White Olive A.E.) four hotel properties (two properties situated on the Greek island of Zakynthos, one property on Crete, and one property on Rhodes) and additionally leases (on long-term lease) a hotel property in Greece on Zakynthos.

The Group has plans for further development of own hotels. Investing in development of the chain of own “White Olive” hotels is the element of Rainbow Tours Group's strategy for the years to come. Own hotel base not only gives more opportunities to create and manage a product but also enables to generate a bigger and more stable financial result. Expansion of the hotel chain allows the Group to earn higher margin on sales carried out by the Group.

Risk linked to investment process refers to respective investments of the Group and potential negative impact on consolidated financial results of the Group, in the event the Company exceeds planned investment expenditure or incurs losses or the profits are delayed (earning higher margin on sales of the Group) due to delays in implementation of construction projects.

Due to respective investments the Parent Company ensured funds for implementation of strategic plans by (1) entering into a loan contract in 2018 for the amount of EUR 15.5 million with Bank Gospodarstwa Krajowego - for the purpose of financing construction and extension of hotel facilities – detailed description of the respective contract is provided in point 9 of this report “Information on significant contracts for operations of the Group” (2) acquiring a passive investor that is Polish International Development Fund Closed Ended Fund of Private Assets in 2019 managed PFR TFI, which is a part of Polish Development Fund; the investment contract was concluded in respect of development regarding capital share in the Fund, (jointly with Rainbow Tours, in the company White Olive A.E., to provide tourism services in hotels owned by White Olive A.E. or leased on long-term.

In 2021 activities connected with taking up shares of White Olive A.E. in the increased share capital by Polish International Development Fund FIZ AN and by the Issuer (as a Partner) were intensified. Funds obtained by White Olive A.E. in the respective increase in share capital will be used for financing of purchase and general modernization of a hotel operating under the business name White Olive Elite Rethymno” situated in the town Sfakaki on Crete Island in the neighbourhood of the town Rethymno. In October and November 2022 merger (through acquisition) of White Olive A. E (the acquiring company) with previous subsidiary of White Olive A. E, that is White Olive Premium Lindos A.E. (the acquired company) took place within the Group, on 21.11.2022 the decision of Main Register of Entrepreneurs in Greece (G.E.MI) about the merger was registered in the G.E.MI. Moreover, in the period of November – December 2022 the share capital of White Olive A.E. was increased.

#### **Risk related to macroeconomic situation in Poland**

The political and economic situation in the world brought about by different types of crisis factors (e.g. crisis linked to war in the territory of Ukraine) may potentially have effect e.g. on downtrend in economic ratios, rising fuel prices, unfavourable exchange rates. The economic situation can lead to deterioration of consumer moods, including tendency of Polish people to go abroad.

The political and social situation in Poland may be additional risk factor, and inflation in Poland can be potentially important when it comes to consumer choices of purchasing package holidays, which is linked to rising prices in economy (year on year inflation) contributing to loss of money value. The inflation, which has been rising steadily since the beginning of 2021 (in February 2021 the inflation was at the level of 2.4%) and the rises in prices, which affected consumers the most e.g. prices of construction materials, fuel and energy led to record high inflation in subsequent period. Starting from peak inflation in Poland in February 2023 (18.4 %) in the following months there is visible downtrend of CPI inflation (consumer price index is the index presenting changes in prices of goods and services consumed calculated based on average weighted price of goods and services purchased by average household). According to data of Polish Main Statistical Office (GUS) inflation of consumer prices in Poland came to 4.2% in July 2024 on annual basis and its level was higher than in June 2024, when the inflation came to 2.6% (on annual basis). The reference rate applicable from 05.10.2023, the reference rate, the National Bank of Poland main interest rate came to 5.75% (at the October

meeting the Polish Monetary Polic Council for the second time in 2023 reduced interest rates of the National Bank of Poland, the reduction came to 0.25 p.p.).

In the opinion of the Management Board, taking in account experience of achieving relatively high levels of advance sales and sales of package holidays in the most important summer season (that is in the Summer 2023 season), the inflation rate, which contributed to increase in prices in respect of these touristic seasons did not have effect on purchases of package holidays by customers of the Company. The similar tendency with regard to advance sales of package deals refers also to the holiday season "Summer 2024", "Winter 2024/2025" and "Summer 2025".

#### **Risk related to changes in legal regulations**

Changes of legal regulations or its various interpretation, including by Office of Consumer Protection and Competition and tax offices are dangerous for the company as well as the companies of Rainbow Tours Group. Any changes in law, especially tax law, may bring negative consequences for operation of Rainbow Tours S.A. Provisions of Polish law are changing due to implementation of EU law and may affect legal environment of business operations of Rainbow Tours Group. Frequent changes in interpretation of tax regulations are especially dangerous. The practice of tax offices and court judgments in taxation lack consistency. Tax interpretation differing from the interpretations provided by tax offices may adversely affect the financial situation of the company, and in consequence, its financial performance. Because of its investments in Greece the company is exposed to legislative changes in this country.

#### **Currency risk**

The company pays in foreign currencies (usually Euro or American Dollar) for ordered package travels and customers in Poland pay for holidays in in Polish zloty. Unfavourable currency exchange rates between the time of inflow of customer funds to payment to foreign contractors may reduce profitability and profits earned by the Company. The company uses hedges to secure future foreign exchange transactions: options and forwards, however in 2020 the company temporarily suspended currency hedge programmes because it not possible to estimate cash flows related to basic operations what makes it impossible to estimate currency needs. The programme in question has been revived in 2022 and is currently implemented.

#### **Risk connected with rising prices of crude oil**

Rainbow Tours Group to a large degree ensures arrivals to destinations with airplanes and coaches. Greater demand for crude oil in the summer season due to greater activities of airlines or recovery of world economies from the crisis may lead to additional increase in the prices in this period. Pressure on rising prices of energy products, including crude oil can in 2022 be linked to the political and economic situation in the world due to unjustified military aggression of Russian Federation in the territory of Ukraine caused by military conflict. The rise in prices of crude oil, in particular in the long-term, may lead to rising costs of package holidays (denominated in foreign currencies). Sudden local increase in prices of crude oil may substantially lower profitability of package holidays and operations, and thus reduction of the amount of net cash flows and greater demand for borrowings, negative changes in terms of borrowings or limited bank financing.

Appropriate contractual provisions enable to level down cost of package holiday in case of soaring prices on the local market. The Group is exposed to fluctuations of prices only to some slight degree. The Standard charter contract is formulated in such a manner that the airline, which issues invoices for current flights, uses average price of jet fuel from two months ago. There is also calculation buffer – the company typically assumes that the price of the fuel is higher than the applicable market price. Additionally, the Parent Company introduced policy of hedging future derivative transactions in respect of changes of jet fuel prices.

#### **Risk related to swift rise in salaries and other burdens imposed on the employer**

Because of rising salaries in the sector of enterprises and also annual increase of the minimum salary and minimum hourly rate the Management Board of the Company sees risk of growing employment costs, which could result in rise in production costs and drop in in margin on sales of products. Additionally, starting from 2019 cost of remuneration was increased by payments to Employee Capital Plans, which will constitute an additional charge in years to come.

The description of management of significant risk related to operations of the Company and the Group, which affects non-financial issues was included in "the Report on non-financial information of Rainbow Tours Spółka Akcyjna and Rainbow Tours Group in the financial year 2023" drafted together with "the Report of the Management Board of Rainbow Tours S.A. on operations of the Company and Rainbow Tours Group in the financial year 2023" (which were published in single annual report and consolidated annual report for the financial year 2023 on 19.04.2024) and uploaded on the website of investor relations of the Company at the address: <https://ir.r.pl> in the tab: CSR /Dokumenty CSR.

According to provisions of art. 49b section 10 and art. 55 section 2d of the accounting act of 29.09.1994, the drafting of reports on non-financial information according to requirements of the act meets the obligation of disclosing indexes and information in the

report, which is referred to in art. 49 section 3 point 2) of the accounting act, that is key non-financial effectiveness indexes related to operations of the parent company and information on employee and natural environment issues.

These "Extended Consolidated Report of Rainbow Tours Group for III quarter of 2024 and accruing for three quarters of 2024 was approved for publication on 22.11.2024.

**The Management Board of Rainbow Tours Spółka Akcyjna, signatures of persons responsible for keeping accounts:**

**Łódź, 22<sup>nd</sup> of November 2024**

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Maciej Szczechura  
the president of the  
Management Board

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Piotr Burwicz  
the vice -chairman of the  
Management Board

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Jakub Puchałka  
the vice -chairman of the  
Management Board

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Aleksandra Piwko-Susik  
member of the Management  
Board