

**Report of the Supervisory Board  
of Echo Investment S.A. (the Company) on the results of:**

- the assessment of the standalone and consolidated financial statements, reports of the Management Board on the operations of the Company and the Echo Investment Group in 2024 and the standing of the Company and the Echo Investment Group in 2024,
- the assessment of the fulfilment by the Management Board of information obligations towards the Supervisory Board, as referred to in Article 380<sup>1</sup> and Article 382 § 4 of the Commercial Companies Code,
- the assessment of the standing of Echo Investment S.A. taking into consideration the adequacy and effectiveness of the Company's internal control, risk management and compliance systems or applicable practices and internal audit function,
- the assessment of the appropriateness of sponsorship and donation expenditure incurred by the Company and its Group with the value of spending for such purposes,
- the assessment of the application by the Company of corporate governance rules and the manner of fulfilment of information obligations concerning their application, specified in the Stock Exchange Rules and regulations concerning current and periodical information submitted by issuers of securities, including information about activities which have been taken by the Supervisory Board to carry out such assessment,
- the assessment of the Management Board's proposal on the allocation of net profit for 2024,
- the implementation of the diversity policy,
- the work of the Supervisory Board Echo Investment S.A. in 2024.

## INTRODUCTION

Pursuant to Article 382 § 3 and 3<sup>1</sup> of the Commercial Companies Code (CCC) and § 16 sec. 1 of the Company's Articles of Association, in accordance with Principle 2.11 of the Good Practices of WSE Listed Companies 2021 ("Good Practices") adopted by resolution no. 13/1834/2021 of the Supervisory Board of Giełda Papierów Wartościowych w Warszawie S.A dated 29 March 2021, the Supervisory Board submits a report on the operations of the Supervisory Board of Echo Investment S.A. in the financial year 2024. ("Report").

### **1. CONCLUSIONS FROM THE ASSESSMENT OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS, REPORTS OF THE MANAGEMENT BOARD ON THE OPERATIONS OF THE COMPANY AND THE ECHO INVESTMENT GROUP IN 2023 AND THE STANDING OF THE COMPANY AND THE ECHO INVESTMENT GROUP IN 2024**

Acting under Article 382 § 3 of the Commercial Companies Code and § 70 sec. 1 point 14 and § 71 sec. 1 point 12 of the Regulation of the Minister of Finance governing current and periodical information published by issuers of securities and conditions whereunder information required by law of a non-member state may be considered as equivalent dated 29 March 2018, the Supervisory Board of Echo Investment S.A. has approved the following documents submitted by the Management Board and confirmed that they comply with the books, documents and facts:

- a) standalone financial statements for 2024, comprising:
  - standalone statement of financial position as at 31 December 2024, with total assets, equity and liabilities amounting to PLN 3,449,556 thousand,
  - standalone profit and loss account for the period from 1 January 2024 to 31 December 2024, with the revenue amounting to PLN 148,592 thousand, gross profit amounting to PLN 21,201 thousand and net profit amounting to PLN 2,085 thousand,
  - standalone cash flow statement for the period from 1 January 2024 to 31 December 2024, revealing a balance sheet decrease in net cash of PLN 34,403 thousand,
  - standalone statement of changes in equity, revealing an equity amounting to PLN 1,227,581 thousand,
  - explanatory notes,
- b) consolidated financial statements for 2024, comprising:
  - consolidated statement of financial position as at 31 December 2024, with total assets, equity and liabilities amounting to PLN 6,772,885 thousand,
  - consolidated profit and loss account for the period from 1 January 2024 to 31 December 2024, with the revenue amounting to PLN 1,083,405 thousand, gross profit amounting to PLN 83,623 thousand and net profit amounting to PLN 15,623 thousand,
  - consolidated cash flow statement for the period from 1 January 2024 to 31 December 2024, revealing a balance sheet decrease in net cash of PLN 447,631 thousand,
  - consolidated statement of changes in equity, revealing an equity amounting to PLN 2,012,182 thousand,
  - explanatory notes,

- c) the Management Board's report on the operations of Echo Investment S.A. and its Group for 2024.

The standalone and consolidated financial statements were audited by the audit firm PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. with its registered office in Warsaw, entered in the list of entities authorized to audit financial statements maintained by the Polish National Chamber of Statutory Auditors under no. 144 (Statutory Auditor or Auditor), which was selected by the Supervisory Board to audit the standalone and consolidated financial statements of the Company and which entered into an agreement with the Management Board of Echo Investment S.A.

The Supervisory Board represents that:

- a) The auditor and the members of the auditing team met the requirements to carry out an impartial and independent report on the annual audit of the financial statements in compliance with regulations in force, professional practice standards and professional ethics;
- b) The regulations governing rotation of the Auditor and the key statutory auditor as well as applicable periods of grace are observed;
- c) Echo Investment S.A. has a policy governing selection of the auditing company and a policy governing provision by an auditing firm, its affiliate or a member of its network of additional services to Echo Investment S.A. that do not constitute an audit, including services that are conditionally exempt from the prohibition on being provided by an audit firm.

The Supervisory Board reviewed opinions and reports of the Statutory Auditor regarding the standalone and consolidated financial statements; the said statements were also subject to verification, review and evaluation by the Audit Committee of the Company's Supervisory Board, which advised the Supervisory Board to approve them.

The Supervisory Board finds that the data included in the standalone financial statements of Echo Investment S.A. and the consolidated financial statements of the Echo Investment Capital Group reflect the Group's assets and financial standing in a correct and reliable manner. Furthermore, the financial statements and the report on the operations of the Management Board contain all information relevant for the evaluation of the results of the business operations, profitability and identification of all risks. The Supervisory Board also confirms that the financial information contained in the report of the Management Board on the operations of Echo Investment S.A. and the Echo Investment Capital Group comes directly from the audited financial statements and is consistent therewith. These statements of the Supervisory Board are based on the standalone and consolidated financial statements and the content of the opinion and report of a Statutory Auditor.

The Statutory Auditor's opinion confirms that the financial statements have been correctly prepared in all material aspects, in accordance with accounting principles arising from the International Financial Reporting Standards and related interpretations published in the form of European Commission regulations; and in the scope not governed by these Standards, as required, in accordance with the provisions of the Accounting Act of 29 September 1994 and the implementing regulations issued on the basis thereof and based on properly maintained accounting books.

## **2. ASSESSMENT OF THE FULFILLMENT BY THE MANAGEMENT BOARD OF INFORMATION OBLIGATIONS TOWARDS THE SUPERVISORY BOARD, AS REFERRED TO IN ARTICLE 380<sup>1</sup> AND ARTICLE 382 § 4 OF THE COMMERCIAL COMPANIES CODE**

In 2024 the members of the Supervisory Board of the Company stayed in permanent touch with the Members of the Management Board, holding numerous consultations on specific areas of the Company operations, exercising ongoing supervision over the Company's operations in all areas of its business, and reviewing issues and requests submitted by the Management Board during meetings of the Supervisory Board. Members of the Supervisory Board were in contact with the Management Board of the Company, among others through the participation of representatives of the Management Board on meetings of the Supervisory Board, during which members of the Management Board comprehensively informed the Supervisory Board on the situation of the Company and its Group, in particular with respect to its assets, and on material circumstances related to the conduct of the Company's affairs. Further, the Management Board also informed the Supervisory Board of important matters outside meetings.

Bearing the foregoing in mind, the Supervisory Board assesses that the Management Board provided the Supervisory Board with the above-indicated information in a proper manner and as frequently as required to exercise supervision and were in good contact with the Supervisory Board.

When receiving such information from the Management Board the Supervisory Board has not exercised its powers to request the Management Board to provide any additional information other than the one indicated above, and it further has not exercised its powers to request that any information, documents, reports and explanations be prepared and provided pursuant to Article 382 § 4 of the CCC.

### **3. INFORMATION ON THE TOTAL FEES PAYABLE TO THE ADVISORS OF THE SUPERVISORY BOARD BY THE COMPANY FOR ALL RESEARCH COMMISSIONED BY THE SUPERVISORY BOARD DURING THE FINANCIAL YEAR.**

In the reporting period the Supervisory Board has not commissioned any research in the manner indicated above and therefore no costs have been incurred in this respect.

### **4. ASSESSMENT OF THE APPLICATION BY THE COMPANY OF CORPORATE GOVERNANCE RULES AND THE MANNER OF FULFILLMENT OF INFORMATION OBLIGATIONS CONCERNING THEIR APPLICATION, SPECIFIED IN THE STOCK EXCHANGE RULES AND REGULATIONS CONCERNING CURRENT AND PERIODICAL INFORMATION SUBMITTED BY ISSUERS OF SECURITIES, INCLUDING INFORMATION ABOUT ACTIVITIES WHICH HAVE BEEN TAKEN BY THE SUPERVISORY BOARD TO CARRY OUT SUCH ASSESSMENT.**

From the beginning of 2021 the Issuer observed the "Good Practices of WSE Listed Companies 2016" ("GPLC 2016"), and from 1 July 2021 the "Good Practices of WSE Listed Companies 2021" (hereinafter: GPLC 2021") entered into force.

The Supervisory Board was made aware by the Management Board of the Issuer of the new regulations forming a set of rules constituting the Good Practices of WSE Listed Companies 2021 and the information on the scope of application by the Issuer of the rules included in the Good Practices of WSE Listed Companies 2021". An appropriate report in this respect was published by Echo Investment S.A. on 30 July 2021 r.

*"According to the current status of application of the Good Practice the Company does not apply 8 Principles: 1.4.1., 1.4.2., 2.1., 2.2., 2.11.6., 4.1., 4.3., 6.3*

*In accordance with the apply or explain principle, the Company published explanations to the Principles that are not applied:*

**1.4.2.** *Information on the ESG strategy should among others present the value of the pay equity ratio paid to its employees, calculated as a percentage of the difference between the average monthly pay (including*

*bonuses, prizes and other allowances) of women and men for the last year, and present information on the actions taken to eliminate possible inequalities in this respect, together with a presentation of the risks involved and the time horizon over which equality is planned to be achieved.*

*The Principle is not applied.*

**Company's comment:**

*The Company intends to apply the Principle in the future.*

**2.1.** *The company should have a diversity policy for the management board and the supervisory board, adopted by the supervisory board or the general meeting respectively. The diversity policy sets out diversity objectives and criteria in areas such as gender, field of study, specialist knowledge, age and work experience, among others, and indicates when and how the achievement of these objectives will be monitored. In terms of gender diversity, the condition for ensuring the diversity of the company's bodies is that the minority participation in the respective body is no less than 30%.*

*The Principle is not applied.*

**Company's comment:**

*The Company has a diversity policy with respect to its employees; however, due to the fact that the General Meeting and the Supervisory Board have not thus far adopted resolutions in this respect, the Company has not adopted a diversity policy with respect to gender diversity of the Management Board and the Supervisory Board. In order to confirm that the Management Board of the Company applies the diversity policy when employing broadly understood managerial staff, including all directors and managers, the Company informs that the diversity ratio reflecting the participation of women in the so-defined managerial staff amounts to approx. 30%.*

**2.2.** *The persons deciding on the election of the members of the company's management or supervisory board should ensure the comprehensiveness of these bodies by selecting diversity in their composition, making it possible, inter alia, to achieve the target ratio of a minimum minority shareholding set at not less than 30%, in line with the objectives set out in the adopted diversity policy referred to in Principle 2.1.*

*The Principle is not applied.*

**Company's comment:**

*Due to the fact that the General Meeting and the Supervisory Board have not thus far passed resolutions in this respect, the Company has not adopted a gender diversity policy with respect to the Management Board and the Supervisory Board.*

**2.11.6.** *information on the extent to which the diversity policy is implemented in relation to the management board and the supervisory board, including the achievement of the objectives referred to in Principle 2.1.*

*The Principle is not applied.*

**Company's comment:**

*The Company does not apply Principle 2.1.; therefore, the Supervisory Board Report will not contain information referred to in Principle 2.11.6.*

**4.1.** *The company should enable shareholders to participate in a general meeting using electronic means of communication (e-meeting) if this is justified by the expectations of shareholders communicated to the company, as long as it is able to provide the technical infrastructure necessary for holding such a general meeting.*

*The Principle is not applied.*

**Company's comment:**

*Bearing in mind the legal risks related to e-meetings and the present shareholding structure, the Issuer decided that it will presently not hold General Meetings using electronic means of communication (e-meeting). As soon as the risks related to general shareholders meetings so conducted are eliminated and such need is notified by a significant number of shareholders, the Issuer will consider putting this principle into practice.*

**4.3.** *The company provides a publicly available real-time broadcast of the general meeting.*

*The Principle is not applied.*

**Company's comment:**

*The Company does not provide a publicly available real-time broadcast of the general meeting but after the end of the general meeting it makes audio video recording of the general meeting available on its website.*

**6.3.** *If one of the company's incentive programs is a managerial options program, then the realization of the options program should be conditional on the fulfilment by the entitled persons, within a period of at least three years, of pre-determined, realistic and appropriate financial and non-financial and sustainable development objectives for the company, and the price set for the acquisition of shares by the entitled persons or the settlement of the options may not differ from the value of the shares at the time of the adoption of the program.*

*The Principle is not applied.*

**Company's comment:**

*The Company is a party to agreements pursuant to which any entitled persons will be able to acquire shares at below-market prices, provided, however, that appropriate long-term financial objectives are achieved and as long as relevant resolutions are passed by the General Meeting. The execution of such agreements in July 2021 was the subject matter of a current report."*

In the opinion of the Supervisory Board, the Company correctly fulfils information obligations concerning the application of corporate governance rules, arising from the Stock Exchange Rules and regulations concerning current and periodical information submitted by issuers of securities, ensuring equal access to information for all capital market stakeholders.

All information significant for investors are posted on the website of Echo Investment S.A., in the tab Investor Relations (<https://www.echo.com.pl/relacje-inwestorskie.html>). This section also contains a tab dedicated to corporate governance which includes a full report concerning the application by the company of the principles included in GPLC 2021.

**5. ASSESSMENT OF THE APPROPRIATENESS OF SPONSORSHIP AND DONATION EXPENDITURE INCURRED BY THE COMPANY AND ITS GROUP WITH THE VALUE OF SPENDING FOR SUCH PURPOSES.**

Implementing Principle 1.5 of the Good Practices of WSE Listed Companies 2021, the Supervisory Board of the Issuer reviewed the Company's expenditure on sponsorship and donations of Echo Investment S.A. and the Echo Investment Group for 2024.

The Issuer's sponsorship and donation expenditure amounted to PLN 310.5 thousand, including donations in kind or in the form of services of PLN 80.5 thousand.

Sponsorship and donation spending of the Issuer's Group amounted to PLN 405.5 thousand.

The Supervisory Board of Echo Investment S.A. approved the above-mentioned expenses.

## 6. ASSESSMENT OF THE STANDING OF ECHO INVESTMENT S.A. AND THE ECHO INVESTMENT GROUP IN 2024 TAKING INTO CONSIDERATION THE ADEQUACY AND EFFECTIVENESS OF THE COMPANY'S INTERNAL CONTROL, RISK MANAGEMENT AND COMPLIANCE SYSTEMS OR APPLICABLE PRACTICES AND INTERNAL AUDIT FUNCTION

### Assessment of the Company's standing

The most important events and events relevant for the operations of the Company and its Group presented by the Management Board are related to agreements concluded in 2024 and concerning:

#### 6.1 Organization

In the reporting period there were no significant changes in the organization of the Company's Group.

#### 6.2 Financial agreements (shares and bonds)

##### Public bond issue by Echo Investment for individual investors

Series	S	S2	T
Issue date	31.01.2024	20.03.2024	20.05.2024
Series value	PLN 70 M	PLN 70 M	PLN 60 M
Maturity	4 years	4 years	4 years
Interest rate	WIBOR 6M + margin of 4%	WIBOR 6M + margin of 4%	WIBOR 6M + margin of 3.8%
Offering agent	Consortium: 1) Biuro Maklerskie PKO Banku Polskiego 2) Michael / Ström Dom Maklerski Spółka Akcyjna 3) Noble Securities Spółka Akcyjna	Consortium: 1) Biuro Maklerskie PKO Banku Polskiego 2) Michael / Ström Dom Maklerski Spółka Akcyjna 3) Noble Securities Spółka Akcyjna	Consortium: 1) Biuro Maklerskie PKO Banku Polskiego 2) Michael / Ström Dom Maklerski Spółka Akcyjna 3) Noble Securities Spółka Akcyjna



Series S, S2 and T ordinary bearer bonds were registered in Krajowy Depozyt Papierów Wartościowych S.A.

Series S bonds (PLECHPS00399), series S2 bonds (PLECHPS00399) and series T bonds (PLECHPS00415) are listed in the continuous listing system on the primary Catalyst market operated by Giełda Papierów Wartościowych w Warszawie S.A.

The money raised through the issuance was used by the developer for business development financing and rollover of the company's debt maturing in 2024 and in 2025.

A public offering of bonds was carried out on the basis of the prospectus approved by the Polish Financial Supervision Authority on 19 June 2023 and supplements.

#### Bond issue by Echo Investment for institutional investors

Series	4I/2024	5I/2024	6I/2024
Issue date	27.02.2024	13.05.2024	1.08.2024
Series value	PLN 100 M	PLN 100 M	PLN 200 M
Maturity	5 years	5 years	5 years
Interest rate	WIBOR 6M + margin of 4.5%	WIBOR 6M + margin of 4.5%	WIBOR 6M + margin of 4.5%
Offering agent	Ipopema Securities S.A.	Ipopema Securities S.A.	Ipopema Securities S.A.

Series 4I bonds (PLO017000103), series 5I bonds (PLO017000111) and series 6I bonds (PLO017000129) are not secured and have been introduced to trading in an alternative trading system operated by Giełda Papierów Wartościowych w Warszawie S.A.

The money raised through the issuance was used by the developer for the rollover of a part of the company's debt arising from bonds maturing in 2024 and in 2025.

The offering of series 4I/2024 and 5I/2024 and 6I/2024 bonds was carried out on the basis of an agreement with Ipopema Securities S.A. with its registered office in Warsaw, as part of the Company's bond issuance program launched in 2022 up to a total of PLN 500 M, increased by an annex of 25 October 2023 up to a total of PLN 1 B.

#### Bonds redeemed by Echo Investment S.A. (in thousand PLN)

Issuer	Series	ISIN Code	Redemption date	Nominal value
Echo Investment S.A.	1P/2021	PLO017000053	27.02.2024	16 113



Echo Investment S.A.	2/2021	PLO017000061	27.02.2024	71 670
Echo Investment S.A.	1/2021	PLO017000046	27.02.2024	12 210
Echo Investment S.A.	2/2021	PLO017000061	10.05.2024	100 330
Echo Investment S.A.	1/2020	PLO017000012	31.05.2024	70 000
Echo Investment S.A.	1/2021.	PLO017000046	17.09.2024	182 790
Echo Investment S.A.	1P/2021	PLO017000053	22.10.2024	171 887

All purchased bonds have been redeemed.

#### Currency bonds redeemed by Echo Investment S.A. (in million euro)

Issuer	Series	ISIN Code	Redemption date	Nominal value
Echo Investment S.A.	1E/2020	PLECHPS00316	23.10.2024	8.7

Echo Investment S.A. redeemed, in accordance with the redemption date of 23 October 2024, 8,700 series 1E/2020 (PLECHPS00316) bonds with a total nominal value of EUR 8.7 M.

#### Increase of the maximum value of the Bond Issuance Program of Archicom S.A. for institutional investors

Date of the annex to the program agreement of 17 June 2016	2.02.2024	17.05.2024
Amount of the increase of the total maximum amount of issued and not redeemed bonds	From PLN 350 M to PLN 500 M	From 500 M to PLN 800 M
Bank	mBank S.A.	mBank S.A.

#### Bond issue by Archicom S.A. for institutional investors

Series	M9/2024	M10/2024
Issue date	1.03.2024	19.06.2024
Series nominal value	PLN 168 M	PLN 190 M
Maturity	3 years	4 years
Interest rate	WIBOR 3M + margin of 3.5%	WIBOR 3M + margin of 3.5%
Offering agent	mBank	mBank

M9/2024 bonds are not secured and are listed on the Stock Exchange. M10/2024 bonds are not secured and are listed on the Stock Exchange. The money raised through the issuance will be used by the Company for business development financing.

**The Company purchased the following bonds for redemption:**

Issuer	Series	ISIN Code	Redemption date	Nominal value
Archicom S.A.	M6/2022	PLO221800090	23.02.2024	PLN 2.5 M
Archicom S.A.	M6/2022	PLO221800090	23.02.2024	PLN 58.7 M

### 6.3 Dividends

In the reporting period no advance on the anticipated dividend for 2024 was paid. In accordance with the recommendation of the Management Board, the net profit for 2024 will be allocated for the increase of funds accumulated in the supplementary fund. The General Meeting will make a final decision in this respect.

### Resolutions of the Ordinary General Shareholders Meeting of Echo Investment S.A.

On 26 June 2024 the Ordinary General Shareholders Meeting of Echo Investment S.A. passed standard resolutions on the approval of financial statements and the Management Board's report for 2023, acceptance of the Supervisory Board's report on the results for 2023 and on remunerations, granting discharge to all members of the Management Board and the Supervisory Board, and regarding the remuneration policy and appointment of a proxy of the General Shareholders Meeting to enter into agreements with the members of the management board.

The shareholders in the same year also passed a resolution on the allocation of the profit generated in 2023. The net profit of PLN 50 M, increased by an amount from the Dividend Fund up to a total of PLN 90.8 M, was allocated for distribution among all shareholders of the Company. Since an advance dividend of PLN 90.8 M, i.e., PLN 0.22 per share, was paid on 10 November 2023, the Company did not pay any further amounts from the profit for the fiscal year 2023.

### 6.4 Projects

#### Office House in Warsaw received financing from a consortium of Polish banks

On 23 July 2024 a facility agreement was concluded with a consortium consisting of Bank Pekao S.A. (Facility Agent) and Santander Bank Polska S.A. (Accounts Agent and Security Agent), pursuant to which the banks granted Echo Investment and AFI Europe a construction and investment loan of EUR 103.4 M and a VAT loan of PLN 20 M. Office House – the first phase of multi-use project Towarowa 22 – will be completed in spring 2025.

#### Commencement of construction of two student houses StudentSpace in Kraków

On 19 August 2024 Student Space, a private student house platform launched at the beginning of the year by Echo Investment, Signal Capital Partners i Griffin Capital Partners, announced the start of construction of the first projects. The Company secured attractive plots in Kraków for three modern student houses.

The strategic location of the new facilities will provide more than 1,200 students with convenient access by public transport to the universities in Kraków and the city centre. Student Space also announced the start of the first investment in Warsaw in 2025. In the next 3-5 years the company wants to have 5,000 beds in its portfolio.

#### **Archicom presented a concept of a housing estate in Służewiec based on the special act on residential projects**

On 17 October 2024 Archicom started a dialogue on the project at Postępu 2 which is being planned on the basis of a special act on residential projects. The presented concept of an estate at the corner of Postępu and Bokerska street provides for the construction of approx. 420 apartments in 5 buildings. In accordance with the current assumption, Archicom would also finance the expansion of the nearby primary school, renovations of the neighbouring streets and revitalization of the green square of 3000 square meters.

The final decision regarding the possibility of carrying out the project at Postępu 2 will be made by the councillors of the capital city of Warsaw.

#### **Echo Investment completed the construction of the office complex called Brain Park in Kraków**

At the beginning of 2024 an occupancy permit was issued for the second phase of Echo Investment's project in the center of Kraków. The office complex called Brain Park located at the corner of Aleja Pokoju and Fabryczna street in Kraków increased the office space available on the regional market by a total of 43,100 square meters.

#### **Echo Investment sold the office building called React to Summus Capital**

On 27 November 2024 Echo Investment signed a preliminary sale agreement concerning the building called React located at 24 Piłsudskiego street in Łódź. After the closing of the EUR 32.5 M worth transaction, the office building will become the property of Summus Capital, an investment company seated in Estonia.

React located in the center of Łódź features more than 15 thousand square meters of comfortable office space. The building is fully leased by companies such as among others: Alorica Inc. and Grupa Bank Pekao S.A. It also accommodates an Enel-Med medical center.

## **6.5 ESG**

### **Adoption of the ESG strategy by the Echo-Archicom Group**

On 28 March 2023 the Echo-Archicom Group announced the Echo - Archicom ESG Strategy 2030. It is a phased route which will lead the Group to decarbonization, climate neutrality of the constructed projects, further increase of the role of greenery in projects and supporting sustainable development of cities. Both companies also intend to ensure equal development chances to their employees, maximize safety on construction sites and strengthen corporate governance.

The Echo-Archicom Sustainable Development Strategy 2030 is divided into three blocks corresponding to environment (E), society (S) and corporate governance (G). All specified goals are consistent with the United Nations Sustainable Development Goals, are specific and measurable.

## **6.6 Internal control, risk management, compliance systems and internal audit function in the Company**

### **Internal Control and Risk Management Systems**

A detailed description of the main features of the organizational governance with respect to the Company's internal control and risk management systems has been presented by the Management Board in the Report on the implementation of the corporate governance rules for 2024.

The Internal Control System consists of three main levels: the first level is realized as part of operating risk management in the area directly related to the development process and manufactured products and services; the second level is realized through monitoring and supervision as part of supporting functions concentrated on risk management roles such as compliance, ethical rules and internal regulations, controlling functions, information and technology safety, development and quality assurance or reporting; the third level is realized through the internal audit function which provides independent and objective assurance and provides consulting services with respect to adequacy and effectiveness of the organizational governance and risk management processes.

Echo Investment Group (the Group) follows the Risk Management Policy which describes the objectives of risk management, its place within the management system and responsibilities and powers of persons involved in the process. Its main purpose is to ensure sustainable and stable growth through the achievement of strategic and operational goals of the Group and promotion of proactive approach to reporting, estimating and managing risks related to its activity. The Management Board of Echo Investment S.A. is responsible for overall risk management. The Management Boards of particular companies are responsible for risk management in the companies comprising the Group. The Supervisory Board and the Audit Committee supervise the risk management process in the Group, verifying whether the adopted strategies, procedures and processes make it possible to identify and properly assess material risks and allow the Management Board to implement appropriate remedial measures, in accordance with strategic and operational goals of the Echo Investment Group.

The Supervisory Board positively assesses the Company's financial reporting system implemented by the Finance Department. The Company has an internal control system ensuring the accuracy and reliability of its financial statements. The preparation of the Company's financial statement consists of many phases. Each phase ends with data verification. The Company has put in place its own procedures for preparing financial statements, which are intended to ensure that all business transactions in a given period are captured in a complete and proper manner. Financial reporting is subject both to internal control within the Company and to periodical external control – the Company's financial statements and consolidated statements, after their preparation in accordance with the applicable provisions of law, are reviewed by an independent auditor selected by the Supervisory Board of the Company. It should be emphasized that after the review of the Company's statements for 2024 the auditor considered that they are reliable and consistent with the facts, and did not raise any objections thereto.

In the opinion of the Supervisory Board both the process of preparation of financial statements and the Company's financial statements themselves are of good quality. Further, the Company conducts ongoing verification of economic and financial plans. During a year the Management Board analyses financial results on an ongoing basis. Current information in this respect is presented to and discussed with the Audit Committee and the Supervisory Board of the Company.

In the IT area, internal control covers the adjustment of internal processes to changes of legal regulations, data security, creation of back-up copies and cybersecurity activities. Key IT processes are monitored on an

ongoing basis. In the company such processes are carried out by a separate function – IT Department. The Management Board positively assesses internal control in the IT area.

The Supervisory Board does not identify any material areas of activity which are not covered by a sufficiently effective internal control system. In the opinion of the Supervisory Board, the Company's key processes reducing its exposure to business risks operate in a proper and effective manner, in particular owing to the Management Board's supervision.

### **Compliance**

In Echo Investment S.A. compliance is the responsibility of several Legal Department staff members and among others the Ethics Committee. The tasks of such Legal Department staff members include examining the compliance with law of the adopted internal regulations, adjusting internal regulations of the Echo Investment Group to the changing legal and market environment and providing advice with respect to application of the provisions of law in force, including the observance of regulations concerning among others personal data protection, protection of confidential information, counteracting corruption, AML and terrorist financing, anti-mobbing regulations, regulations on the protection of whistle-blowers and other.

The Ethics Committee is an advisory body of the Management Board whose tasks include among others ensuring proper implementation of procedures and observance of the adopted codes which are updated on an ongoing basis, rules and other internal regulations, in particular the Anti-Corruption Code, the Philanthropy and Sponsoring Policy or the procedure for execution and performance of agreements with contractors and suppliers and similar contracts.

In the opinion of the Supervisory Board the Company properly carries out the process of implementation of the applicable laws such that all regulations, provisions and standards are introduced in a clear and transparent manner and properly applied.

### **Internal audit function in the Company**

In the Echo Investment Group there is an Internal Audit Department which carries out independent assessments of the risk management, internal control and compliance systems. The audit tasks are performed based on annual audit plans, and are approved and adopted by the Audit Committee. Ad hoc audits, ordered by the Audit Committee or the Company's Management Board, are also carried out. The results of the works of the internal audit function are reported directly to the Audit Committee and Management Board of the Company. The Internal Audit Department has a direct and unrestricted access to the Supervisory Board, the Audit Committee and the Management Board of the Company. The Head of Internal Audit reports to the Audit Committee in organizational terms and to the President of the Management Board in administrative terms.

At least once a year the Head of Internal Audit submits to the Audit Committee its assessment of the effectiveness of internal control, risk management and compliance systems and internal audit function.

The Head of Internal Audit meets the independence criteria and principles set out in the generally accepted and applied international standards for the professional practice of internal auditing.

**The Management Board of the Company is responsible for implementation and maintenance of effective internal control, risk management and compliance systems and internal audit function. In the opinion of the Supervisory Board the Management Board properly performs its tasks in the above-mentioned scope in the course of its ongoing work.**

## **7. REPORT ON THE OPERATIONS OF THE SUPERVISORY BOARD OF THE COMPANY IN 2024**

In 2024 Supervisory Board Echo Investment S.A. operated in accordance with its rules and regulations, the Company's Articles of Association, the "Good Practices of WSE Listed Companies" adopted by the Company and the applicable provisions of law, always bearing in mind the best interest of the Company and the good of its Shareholders and other Stakeholders.

In 2024 the Members of the Supervisory Board stayed in permanent touch with the Members of the Management Board, holding numerous consultations on specific areas of the Company operations, exercising ongoing supervision over the Company's operations in all areas of its business, and reviewing issues and requests submitted by the Management Board during meetings of the Supervisory Board. These activities included, among others:

- Analysing and evaluating current financial results and periodic financial statements of the Company;
- Analysing information concerning the Company's operations obtained from the Management Board;
- Granting permission for the Company to incur obligations and signing agreements connected with the Company's operations;
- Supervising administrative procedures concerning projects developed by the Echo Investment Group.

In 2024 there was no changes in the composition of the Supervisory Board. As at 31 December 2024 and as at the date of submission of this report, the Supervisory Board consisted of the following members:

Noah Steinberg – Chairman of the Supervisory Board

Tibor Veres – Deputy Chairman of the Supervisory Board

Sławomir Jędrzejczyk – Independent Member of the Supervisory Board

Maciej Dyjas – Member of the Supervisory Board

Margaret Dezse – Independent Member of the Supervisory Board

Péter Kocsis – Member of the Supervisory Board

Bence Sass – Member of the Supervisory Board

Nebil Senman – Member of the Supervisory Board.

Maciej Dyjas and Nebil Senman are also Supervisory Board members at Murapol S.A. and Murapol Real Estate S.A. (the "Murapol Group"). Maciej Dyjas and Nebil Senman do not perceive their simultaneous involvement in the Supervisory Boards of the Murapol Group and the Company to be a hinderance to performing their functions at the Company's Supervisory Board. However, given that the Murapol Group and the Company operate in similar segments of the housing market, they cannot exclude that from time to time there may occur a situation in which a conflict of interest will or may appear.

Maciej Dyjas and Nebil Senman or entities associated with them hold, directly or indirectly, minority participation interests in companies comprising the Echo Investment Group and the Murapol Group and/or are entitled to additional participation in the profit depending on the project results, and are beneficial shareholders of Griffin Advisors sp. z o.o. and Griffin Real Estate sp. z o.o., which are approved subcontractors, and may continue to perform certain asset management and strategic advisory services for the Company.

## COMPANY AUDIT COMMITTEE

In 2024 there were no changes in the composition of the Audit Committee. As at 31 December 2024 and as at the date of submission of this report, the Audit Committee consisted of the following members of the Supervisory Board:

- Margaret Dezse – Chairman of the Committee, Independent Member of the Supervisory Board
- Sławomir Jędrzejczyk – Deputy Chairman of the Committee, Independent Member of the Supervisory Board
- Nebil Senman – Member of the Committee.

In 2024, regulations governing appointment, composition and functioning of the Audit Committee were complied with, including those regarding its members meeting the criteria of independence and requirements in terms of professional knowledge and skills in the area where the Company operates, and in the area of accountancy or financial statements auditing. The Audit Committee carried out its tasks laid down in regulations in force.

In 2024, the Audit Committee focused on the following matters:

- Monitoring the financial reporting process.
- Monitoring the audit process covering financial statements carried out by the auditor.
- Monitoring and controlling the auditor's independence.
- Monitoring risk control and internal control systems.
- Analysing selected risks in the Company's operations.
- Monitoring the Company's fulfilment of obligations under the Act on statutory auditors.
- Overseeing the Company's internal audit function, including approving the internal audit task plan and monitoring its implementation, discussing the conclusions of the audit report on the assessment of the internal control environment and risk management and compliance systems.

## INVESTMENT COMMITTEE

The Investment Committee, which is a committee of the Supervisory Board, operates in the Company. The Rules and Regulations of the Investment Committee grant the Committee the following powers:

- Overseeing the Company's performance of the objectives set forth in the annual business plan as approved by the Supervisory Board;
- Approving operations and transactions not included in the annual business plan as long as these operations or transactions meet the criteria set forth in the Investment Committee Rules and Regulations;
- Granting consent for the Company to enter into agreements with certain related parties of the Company.

In 2024 there was no changes in the composition of the Investment Committee. As at 31 December 2024 and as at the date of submission of this report, the Investment Committee consisted of the following individuals being members of the Supervisory Board:



- Bence Sass,
- Peter Kocsis,
- Nebil Senman,
- Maciej Dyjas.

#### **8. THE SUPERVISORY BOARD'S STANCE ON THE DIVISION OF PROFIT**

The Supervisory Board reviewed the request by the Company's Management Board regarding the distribution of the net profit of PLN 2,085,457.09 generated by Echo Investment S.A. in 2024 and the allocation thereof for the supplementary capital.

The Supervisory Board accepts the Management Board's stance and intends to communicate such information to the General Shareholders Meeting.

#### **9. INFORMATION ON THE DEGREE OF IMPLEMENTATION OF THE DIVERSITY POLICY**

The Supervisory Board has not assessed the diversity policy with respect to the Management Board and the Supervisory Board due to the fact that the Company did not adopt principle 2.1. of the GPLC 2021 for application.

#### **10. ASSESSMENT OF MATERIAL TRANSACTIONS EXECUTED BY THE COMPANY OR SUBSIDIARIES WITH RELATED PARTIES ON ANY TERMS OTHER THAN AT ARM'S LENGTH**

In 2024 there were no material transactions between Echo Investment S.A. and its subsidiaries with related parties on any terms other than at arm's length.

#### **11. EVALUATION OF SUPERVISORY BOARD'S WORK IN 2024:**

The Supervisory Board fulfilled its tasks while taking into account the principle of the utmost professional diligence in order to exercise due control over the Company. The number of meetings of the Supervisory Board and its Committees resulted from the Supervisory Board's own assessment and was also dictated by the needs communicated by the Company's Management Board and the current market situation.

While performing its duties, the Supervisory Board acted in accordance with applicable laws and other regulations, including in particular within the scope of its powers as defined in the Company's Articles of Association, the Supervisory Board Rules and Regulations and the Commercial Companies Code.

**SIGNATURE PAGES FOLLOW:**

**SIGNATURE PAGE:**

Noah Steinberg  
Chairman of the Supervisory Board

27.05.2025

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*Signature*

\_\_\_\_\_  
*date*

**SIGNATURE PAGE:**

27.05.2025

Tibor Veres  
Deputy Chairman of the Supervisory Board

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*Signature*

\_\_\_\_\_  
*date*

**SIGNATURE PAGE:**

Péter Kocsis  
Member of the Supervisory Board

27.05.2025

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*Signature* *date*

**SIGNATURE PAGE:**

Bence Sass  
Member of the Supervisory Board

27.05.2025

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*Signature* *date*

**SIGNATURE PAGE:**

Margaret Dezze  
Independent Member of the Supervisory Board

27.05.2025

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*Signature*

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*date*

**SIGNATURE PAGE:**

Sławomir Jędrzejczyk  
Independent Member of the Supervisory Board

27.05.2025

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*Signature*

*date*



**SIGNATURE PAGE:**

Maciej Dyjas  
Member of the Supervisory Board

27.05.2025

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*Signature*

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*date*

**SIGNATURE PAGE:**

		27.05.2025
Nebil Senman	_____	_____
Member of the Supervisory Board	<i>Signature</i>	<i>date</i>