Akciju Sabiedrība ELKO GRUPA

Unaudited Consolidated Financial Statements
For 6 months ended 30 June 2023

Structure

Akciju Sabiedrība ELKO Grupa Management report on operational consolidated financial statements for 6 months period ended 30 June 2023

Business activities

Akciju sabiedrība ELKO Grupa and its subsidiaries (hereinafter – the Group or ELKO) is one of the largest distributors of IT products in the Central and Eastern Europe. The Group's core business activity is wholesale distribution of IT products such as smartphones and tablets, computer desktop components and peripherals, monitors, multimedia and software products, server, network component and networking solutions, using the wide network of the ELKO Grupa subsidiaries and cooperation partners. ELKO represents a broad range of vendors from all over the world, including Lenovo, Apple, Intel, Huawei, Seagate, Western Digital, Asus, Acer, Samsung, LG and other global and local vendors.
The key to the success is ELKO's long-term strategy for cooperation with vendors developed over the years, centralized purchase system, functionality of business process management and financial management.
Currently, ELKO employs more than 950 people and is headquartered in Riga, Latvia. The key to the success of the Company, as the parent company, is the long-term strategy for cooperation with vendors developed over the years, a centralized purchase system, and the functionality of business processes and financial management.

Financial analysis

Akciju Sabiedrība ELKO Grupa consolidated turnover during the 6 months of 2023 reached USD 577.5m (EUR 534.5m), which is a 25.21% decrease over the corresponding period in 2022 which is explained by divesting of Russian operations in April 2022. Gross profit reached USD 42.0m (EUR 38.9m), a decrease of 46.8% compared to the same period of the previous year.

The year 2023 started with notable cool-down in major volume driver in IT industry – personal computing, while most of the other categories, including PC components, remained flat or in slight decline. Just a few selected value segments demonstrated strong growth (networking, software), but that was not enough to ensure market uptrend as such. Growing international pressure on exhausting sensitive technology availability to sanctioned subjects led to significantly increased investment in compliance capabilities and reduction of business even with medium & low risk counterparties to ensure full compliance with existing regulations.

Despite these market conditions most of ELKO geographies performed according to business targets set for the period, which was a result of strong focus on niche segments gaining traction amidst turbulent environment and exploring new customer channels. While most of the vendors have overcome the supply constraints experienced in pandemic period, there still remained a few major players in ELKO Group's portfolio where successful go-to-market strategy lacked support of adequate production capacity, limiting our availability to satisfy market demand, retaining positive upside for upcoming periods.

While it is expected that second half of the year will remain challenging, there is growing consensus on market recovery in second half of the year in volume product categories, driven by replacement cycle kicking in and supported by new resource-demanding technology roll-out, which, in combination with strong new vendor and product pipeline, allows to remain optimistic about future growth of ELKO Group.

Prospects

The Company's performance is and will be influenced by macroeconomic, competitive and political factors and the development of markets where the Company has cooperation partners. The key factors driving the Company's growth were a significant product portfolio expansion and adding new distribution areas to existing distribution agreements during the year.

In light of given market risks, management has assigned priority to the continuous management of working capital.

Akciju Sabiedrība ELKO Grupa structure

Akciju Sabiedrība ELKO Grupa shareholdings in the following subsidiaries: ELKO Lietuva UAB, ELKOTEX d.o.o., ELKO Eesti OU, ELKO Polska Sp.z.o.o., ELKOTech Romania SRL, WESTech spol. s r.o., WESTech CZ s r.o., WESTech solutions s.r.o., ELKO Trading Switzerland A.G., ELKO Marketing Ltd., ELKO Mobile Ltd., ELKO Ukraine LLC (until 20.02.2023), Gandalf Distribution AB, Arašid spol. s r.o., Logicworks s.r.o., Westech HU Kft. (previous name: Game Distribution Kft.), SWISS spol. s r.o., SWISS CZ s.r.o., ELKO Trading Kazakhstan LLP, ELKO Nordics Shared Services AB, ELKO Nordic AB.

Akciju Sabiedrība ELKO Grupa holds a majority shareholding in all of the above subsidiaries except ELKOTEX d.o.o. with 49% of shares, WESTech solutions s.r.o. with 25% of shares, SWISS spol. s r.o. with 26% of shares, SWISS CZ s.r.o. with 26% of shares, and Arašid CZ spol. s r.o. with 51% of shares.

Management report (cont'd)

Financial risk management

Multi-currency risk

The Company operates internationally and is exposed to foreign exchange risks, primarily from the US dollar, euro, Romanian lei and Swedish krona. Foreign exchange risks arise from future multi-currency transactions and the recognition of assets, liabilities and long-term investments in various currencies.

The purchase of goods is predominantly in US dollars, but sales are conducted in different currencies. In the CIS region, the main currency is the US dollar, but in the Baltics, trade is conducted in euros. CEE countries Slovakia and Slovenia trade in euros, but Romania in its national currency – the Romanian lei. In the Nordic region, most sales are transacted in Swedish krona.

The Company has shareholdings in foreign currencies and is therefore exposed to foreign currency risk when financial assets and liabilities denominated in foreign currencies are translated into the presentation currency – the US dollar.

Currency risk is actively mitigated by using different tools. The Company has centrally developed and globally applied currency risk management policies and procedures.

Interest-rate risk

The Company utilises short-term borrowing for the partial financing of its current assets. All borrowings are at floating rates, thus exposing the Company to interest rate risks.

Credit risk

Credit risks arise from credit exposure to outstanding trade receivables. The Company has implemented procedures and control mechanisms to manage credit risks. Credit risk is partly minimised through credit-risk insurance, but mainly the risk is minimised by internally developed conservative credit-monitoring policies. Individual risk limits are set based on internal or external ratings in accordance with the credit policy. The utilisation of credit limits is regularly monitored.

Inventories

The Company determines the amount of inventories based on expected future demand and market saturation. Any changes in demand and/or rapid obsolescence of products or technological changes will result in excess stock and the accumulation of obsolete items. The Company makes centralised plans for the purchase and sale of products. Furthermore, upgrading the procedure for placing orders has helped decrease inventory days. Weekly inventory analysis minimises the need to establish provisions for obsolete items.

The risk related to product flow management is partially reduced through price-protection arrangements under the cooperation agreements with major vendors. The agreements provide the rights to claim compensation on pre-ordered goods in the warehouse in cases of a price reduction or decline in market prices.

Liquidity risk

Prudent liquidity-risk management includes maintaining sufficient cash and the availability of funding from a sufficient number of committed credit facilities. In the future, the Company's management plans to increase the liquidity reserve based on the expected cash flows by improving working capital management.

Events after the balance sheet date

There have been no subsequent events after the last date of the reporting period that would have a significant effect on Company's financial position as of 30 June 2023.

Egons Mednis
Chairman of the Board

Statement of Directors' responsibility

The Board of Akciju Sabiedrība ELKO Grupa confirms that based on the information available at the time of the preparation of the financial statements, the consolidated interim financial statements give a true and fair view in all material aspects of the financial position of the Company as of June 30, 2023, and of its financial operations for the period ended 30 June 2023. The financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the European Union. During the preparation of the financial statements the management has:

on consistent basis applied appropriate accounting methods;
has provided well-grounded and prudent conclusions and evaluations;
has followed the going concern principle.

The Board of Directors of Akciju Sabiedrība ELKO Grupa is responsible for the maintenance of proper accounting records so that at the appropriate moment the financial records would show a true and fair view of the financial position of the Company and would ensure the possibility for the management to prepare the financial statements in accordance with International Financial Reporting Standards as adopted by the European Union.

Egons Mednis
Chairman of the Board

Consolidated income statement

	Note	Jan-Jun 2023 USD'000	Jan-Jun 2022 USD'000	Jan-Jun 2023 EUR'000	Jan-Jun 2022 EUR'000
Revenue		577,524	772,146	534,534	705,965
Cost of sales		(535,504)	(693,163)	(495,640)	(633,751)
Gross profit		**42,020**	**78,983**	**38,894**	**72,214**
Distribution expenses		(3,557)	(5,382)	(3,292)	(4,921)
Administrative expenses		(27,006)	(29,840)	(24,992)	(27,284)
Other income		1,890	1,569	1,747	1,435
Other expenses		(2,088)	(13,179)	(2,009)	(13,026)
Operating profit		**11,259**	**32,151**	**10,348**	**28,418**
Finance income		343	587	318	537
Finance expenses		(4,327)	(7,679)	(4,004)	(7,021)
Finance income/ (expenses) – net		**(3,984)**	**(7,092)**	**(3,686)**	**(6,484)**
Profit before income tax		**7,275**	**25,059**	**6,662**	**21,934**
Income tax expense	4	(816)	(5,641)	(755)	(5,158)
Profit for the period		**6,459**	**19,418**	**5,907**	**16,776**
Attributable to:					
Equity holders of the Company		5,919	18,600	5,408	16,028
Non-controlling interest		540	818	499	748
		6,459	**19,418**	**5,907**	**16,776**
Earnings per share (basic and diluted) for profit attributable to the equity holders of the Company during the year (expressed in USD and EUR per share)	5	**0.60**	**1.88**	**0.55**	**1.64**
Other comprehensive income to be reclassified to profit loss in subsequent periods					
Exchange differences on translation of foreign operations		(2,635)	(2,906)	(5,052)	10,056
Total comprehensive income to be reclassified to profit loss in subsequent periods for the year		**3,824**	**16,512**	**855**	**26,832**
Attributable to:					
Equity holders of the Company		2,784	14,908	217	24,234
Non-controlling interest		1,040	(3,199)	638	(1,643)
		3,824	**11,709**	**855**	**22,591**

The notes on page 10 are an integral part of these consolidated financial statements.

Egons Mednis
Chairman of the Board

Consolidated balance sheet

	Note	30.06.2023	31.12.2022	30.06.2023	31.12.2022
ASSETS		**USD'000**	**USD'000**	**EUR'000**	**EUR'000**
Non-current assets					
Property, plant and equipment		5,555	5,314	5,112	4,982
Intangible assets		1,935	2,029	1,780	1,902
Right-of-use assets		19,751	19,838	18,177	18,599
Goodwill on acquisition of subsidiary		1,996	2,044	1,837	1,917
Investments in associates		3,338	2,946	3,072	2,762
Long term loans		-	-	-	-
		32,575	**32,171**	**29,978**	**30,162**
Current assets					
Inventories		136,901	142,103	125,989	133,230
Current income tax receivable		1,713	1,017	1,577	953
Short term loans		884	842	814	789
Trade and other receivables		186,000	255,328	171,181	239,415
Derivative financial instruments		-	-	-	-
Cash deposits		3,141	3,131	2,872	2,935
Cash and cash equivalents		16,138	24,830	14,871	23,280
		344,777	**427,251**	**317,304**	**400,602**
Total assets		**377,352**	**459,422**	**347,282**	**430,764**
EQUITY					
holders of the Company					
Ordinary shares		11,251	11,251	9,901	9,901
Share premium		5,996	5,996	4,974	4,974
Translation reserve		(17,335)	(14,200)	2,327	7,518
Retained earnings		105,340	120,113	79,666	93,106
		105,252	**123,160**	**96,868**	**115,499**
Non-controlling interest in equity		**19,544**	**18,504**	**17,986**	**17,348**
Total equity	2	**124,796**	**141,664**	**114,854**	**132,847**
LIABILITIES					
Non-current liabilities					
Interest-bearing loans and borrowings		21,939	21,412	20,058	20,075
Interest-bearing loans from related		51,625	40,984	47,198	38,425
Lease liabilities		16,113	16,113	15,107	15,107
	3	**89,677**	**78,509**	**82,363**	**73,607**
Current liabilities					
Trade and other payables		97,444	155,119	89,679	145,434
Interest-bearing loans and borrowings	3	57,677	74,516	53,181	69,862
Interest-bearing loans from related	3	-	-	-	-
Lease liabilities	3	3,827	4,167	3,588	3,907
Income tax payable		896	2,298	824	2,154
Provisions		2,972	3,096	2,735	2,903
Derivative financial instruments		63	53	58	50
		162,879	**239,249**	**150,065**	**224,310**
Total liabilities		**252,556**	**317,758**	**232,428**	**297,917**
Total equity and liabilities		**377,352**	**459,422**	**347,282**	**430,764**

The notes on page 10 are an integral part of these consolidated financial statements.

Egons Mednis
Chairman of the Board

Consolidated statement of changes in equity

	Issued capital	Share premium	Retained earnings	Transla-tion reserve	Total	Non-controlling interest	Total equity
	USD'000	USD'000	USD'000	USD'000	USD'000	USD'000	USD'000
Balance at 1 January 2022	**11,251**	**5,996**	**116,715**	**(9,966)**	**123,996**	**18,002**	**141,998**
Effect of adoption of new accounting standards	-	-	-	-	-	-	-
Balance at 1 January 2022 (restated)	**11,251**	**5,996**	**116,715**	**(9,966)**	**123,996**	**18,002**	**141,998**
Other comprehensive income	-	-	-	(4,234)	(4,234)	(239)	(4,473)
Employee shares	-	-	-	-	-	-	-
Profit for the period	-	-	36,747	-	36,747	3,616	40,363
Total recognized income and expense for 2022	**11,251**	**5,996**	**153,462**	**(14,200)**	**156,509**	**21,379**	**177,888**
Dividend relating to prior years	-	-	(33,349)	-	(33,349)	(522)	(33,871)
Disposal of subsidiary	-	-	-	-	-	(2,353)	(2,353)
Balance at 31 December 2022	**11,251**	**5,996**	**120,113**	**(14,200)**	**123,160**	**18,504**	**141,664**
Balance at 1 January 2023	**11,251**	**5,996**	**120,113**	**(14,200)**	**123,160**	**18,504**	**141,664**
Other comprehensive income	-	-	-	(3,135)	(3,135)	500	(2,635)
Profit for the period	-	-	5,919	-	5,919	540	6,459
Total recognized income and expense for 2023	**-**	**-**	**5,919**	**(3,135)**	**2,784**	**1,040**	**3,824**
Dividend relating to prior years	-	-	(20,692)	-	(20,692)	-	(20,692)
Balance at 31 December 2023	**11,251**	**5,996**	**105,340**	**(17,335)**	**105,252**	**19,544**	**124,796**

	Share capital	Share premium	Retained earnings	Transla-tion reserve	Total	Non-controlling interest	Total equity
	EUR'000	EUR'000	EUR'000	EUR'000	EUR'000	EUR'000	EUR'000
Balance at 1 January 2022	**9,901**	**4,974**	**92,721**	**1,884**	**109,480**	**15,894**	**125,374**
Effect of adoption of new accounting standards	-	-	-	-	-	-	-
Balance at 1 January 2022 (restated)	**9,901**	**4,974**	**92,721**	**1,884**	**109,480**	**15,894**	**125,374**
Other comprehensive income	-	-	-	5,634	5,634	590	6,224
Profit for the period	-	-	34,553	-	34,553	3,432	37,985
Total recognized income and expense for 2022	**-**	**-**	**34,553**	**5,634**	**40,187**	**4,022**	**44,209**
Dividend relating to prior years	-	-	(34,168)	-	(34,168)	(490)	(34,658)
Disposal of subsidiary	-	-	-	-	-	(2,078)	(2,078)
Balance at 31 December 2022	**9,901**	**4,974**	**93,106**	**7,518**	**115,499**	**17,348**	**132,847**
Balance at 1 January 2023	**9,901**	**4,974**	**93,106**	**7,518**	**115,499**	**17,348**	**132,847**
Other comprehensive income	-	-	-	(5,191)	(5,191)	139	(5,052)
Profit for the period	-	-	5,408	-	5,408	499	5,907
Total recognized income and expense for 2023	**-**	**-**	**5,408**	**(5,191)**	**217**	**638**	**855**
Dividend relating to prior years	-	-	(18,848)	-	(18,848)	-	(18,848)
Balance at 31 December 2023	**9,901**	**4,974**	**79,666**	**2,327**	**96,868**	**17,986**	**114,854**

The notes on page 10 are an integral part of these consolidated financial statements.

Consolidated cash flows statement

	Jan-Jun 2023	Jan-Jun 2022	Jan-Jun 2023	Jan-Jun 2022
Cash flows from operating activities	**USD'000**	**USD'000**	**EUR'000**	**EUR'000**
Profit before tax	7,275	25,059	6,662	21,934
Adjustment to reconcile profit before tax to net cash flows				
Depreciation and amortization	1,364	1,493	1,273	1,344
Loss on disposal of property, plant and equipment				
Interest income	(343)	(587)	(318)	(537)
Interest expenses	4,327	7,679	4,004	7,021
Fair value (gain)/losses on derivative financial instruments, net	10	2	8	3
Movements in provisions and allowances	(685)	(491)	(694)	(217)
Share of net profit of associate and a joint venture	(401)	(2,353)	(371)	(2,078)
Loss/(Gain) on disposal of subsidiary	51	2,893	106	3,623
Gain on disposal of property, plant and equipment	(36)	(26)	(33)	(25)
Working capital adjustments:				
Decrease/(Increase) in trade and other receivables	59,692	110,068	59,048	75,392
Decrease/(Increase) in inventories	(8,296)	33,341	(5,470)	8,687
(Decrease)/ Increase in trade and other payables	(43,910)	(123,130)	(44,726)	(82,523)
Interest received	343	587	318	537
Interest paid	(4,327)	(7,679)	(4,004)	(7,021)
Income tax paid	(1,730)	(5,600)	(1,607)	(5,054)
Net cash flows used in operating activities	**13,335**	**41,255**	**14,195**	**21,087**
Cash flows from investing activities				
Proceeds from sale of property, plant and equipment	37	26	34	25
Purchases of property, plant and equipment and intangible assets	(1,550)	(1,907)	(1,434)	(1,836)
Net cash outflow on disposal of subsidiary	(26)	-	(24)	-
Acquisition of a subsidiary	(252)	85	(236)	75
Increase / (Deacrease) from cash deposits	10	1,969	9	1,774
Net cash flows from / (used in) investing activities	**(1,780)**	**172**	**(1,651)**	**38**
Cash flows from financing activities				
Proceeds from bank overdrafts, net	(17,106)	(49,178)	(18,081)	(25,731)
Cash increase (decrease) due to disposal of subsidiary	-	(10,471)	-	(10,037)
Dividends paid to equity holders of the parent	-	(475)	-	(396)
Net cash flows (used in) / from financing activities	**(17,106)**	**(60,124)**	**(18,081)**	**(36,164)**
Net decrease in cash and cash equivalents	**(5,551)**	**(18,696)**	**(5,537)**	**(15,039)**
Cash and cash equivalents at beginning of the year	24,830	40,053	23,280	35,364
Exchange gains / (losses) on cash	-	-	-	-
Cash and cash equivalents at end of the period	**19,279**	**21,357**	**17,743**	**20,325**

The notes on page 10 are an integral part of these consolidated financial statements.

Notes to the consolidated financial statements

1. General principles

These interim consolidated financial statements for 6 months ended 30 June 2023 have been prepared in accordance with International Financial Reporting Standards (IFRS). The interim financial statements should be read in conjunction with the annual financial statements for the year ended 30 June 2022.

2. Share capital

The total authorised and issued number of ordinary shares is 9,785 thousand shares (2022: 9,785 thousand shares) with a value of USD 1.1358 per share (2022: USD 1.1358 per share) and with value of EUR 1.00 per share (2022: EUR 1.00 per share) and 115.99 thousand (2022: 115.99 shares) personal non voting shares with value of USD 1.1358 per share and with value of EUR 1.00 per share (2022: EUR 1.00 per share). All issued shares are fully paid. There are no share options in any of the years presented.

3. Borrowings

Non-current	30.06.2023 USD'000	31.12.2022 USD'000	30.06.2023 EUR'000	31.12.2022 EUR'000
Bonds*	21,876	21,384	20,000	20,047
Borrowings from shareholders	51,625	40,984	47,198	38,425
Lease liabilities IFRS16	16,113	16,113	15,107	15,107
Finance lease liabilities	63	28	58	28
	89,677	**78,509**	**82,363**	**73,607**
Current				
Bank borrowings	57,498	72,757	53,016	68,057
Borrowings from shareholders	-	-	-	-
Lease liabilities IFRS16	3,827	4,167	3,588	3,907
Finance lease liabilities	179	1,759	165	1,805
	61,504	**78,683**	**56,769**	**73,769**
Total borrowings	**151,181**	**157,192**	**139,132**	**147,376**

*Financial covenants set by bond program i) Consolidated ratio of Equity (Total Equity increased by outstanding subordinated loans) to Assets (Total Assets decreased by IFRS 16 influence) is 53%. Minimal requirement is 16%. Covenant is fulfilled. ii) Consolidated Interest Coverage Ratio (Earnings before interest payments and taxes (EBIT) to Interest expenses) is 4.3 times. Minimal requirement is 1.5 times. Covenant is fulfilled."

4. Taxes

Income tax expense is recognised based on management's best estimate of the weighted average annual income tax rate expected for the full financial year. The estimated average tax rate for 6 months ended 30 June 2023 is 11.2 % (the estimated tax rate for 6 months ended 30 June 2022 was 22.5%). The difference is mainly due to differences in profitability in the Group's subsidiaries in the respective countries, as well as the Group's policy on recognizing deferred tax assets.

5. Earnings per share

The Company has no dilutive potential shares therefore diluted earnings per share are equal to basic earning per share.
Basic earnings per share are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year. There were no treasury shares.

	Jan-Jun 2023 USD'000	Jan-Jun 2022 USD'000	Jan-Jun 2023 EUR'000	Jan-Jun 2022 EUR'000
Profit attributable to equity holders of the Company	5,919	18,600	5,408	16,028
Weighted average number of ordinary shares/employee in issue (thousands)	9,901	9,901	9,901	9,901
Basic earnings (USD and EUR per share)	0.60	1.88	0.55	1.62

6. Related party transactions

Terms and conditions of transactions with related parties:
The sales to and purchases from related parties are made at terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period-end are unsecured, interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the quarter ended 30 June 2023, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

7. Subsequent events

There have been no subsequent events after the last date of the reporting period that would have a significant effect on Company's financial position as of 30 June 2023.