



CREATING ENERGY OF TOMORROW



ONDE GROUP

REPORT ON OPERATIONS FOR 2023

Unless specified otherwise, the information included in this Report concerns the entire ONDE Group

20
24

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LETTER OF THE ONDE S.A. MANAGEMENT BOARD

Dear Ladies and Gentlemen,

we are proud to present the Report on the ONDE Group operations in 2024.

In 2024, our Group generated the income of PLN 803.9 million, EBITDA of PLN 56.0 million, and the net profit of PLN 30.3 million. 79.7% of that income we generated in the RES constructions sector. Despite the demanding market situation and maintained investment gap in the wind farms sector, resulting in lower income, we generated good profitability both at the EBITDA, and the net profit level. This was possible, among others, due to our flexible business model and maintained cost discipline, as well as due to an improvement in the market of raw materials and components.

At the end of 2024, our backlog of orders from external entities amounted to PLN 508 million (however, it did not cover execution of projects for companies from the ONDE Group, including construction of the Lewańd PV farm). The lower backlog is also a temporary consequence of our policy to selectively approach contracts, and of the investment gap in the wind farms sector.

In the reporting period, we executed 10 wind farm and 45 photovoltaic farm projects for external investors. The total production capacity of these farms exceeds 0.7 GW (745 MW). Therefore, we can proudly state that in 2024 ONDE exceeded the level of 4.7 GW of capacity for devices at all wind farms and photovoltaic farms executed since the beginning of the Company existence.

Execution of projects for external customers, of the highest profitability potential, continues to remain our top priority. At the same time, we implement a strategy for diversification and focus on development of own RES projects. Our activities, including the increased activity of the RES Strategy and Own Projects Development Department, resulted in an increase in our portfolio of own RES projects from 787 MW at the end of 2023 to 1,361 MW at the end of 2024. We want to focus on its further development, so in successive years we aim at achieving over 2 GW in this portfolio.

The implementation of our strategy led to a number of achievements associated with the portfolio of own projects. The main one involved the sale of the co-subsiary Farma Wiatrowa Szybownice Sp. z o.o. and of subsidiaries SPV Czerwona Woda Sp. z o.o. and INVEST PV Sp. z o.o. last year. These transactions positively contributed to our financial performance. Furthermore, we purchased shares in another company owning a PV project, i.e. Farma Fotowoltaiczna Żabów Sp. z o.o. and created special purpose vehicles for development of successive on-shore (greenfield) wind farm projects, and we have continued to develop currently held projects.

In March of this year we were celebrating the end of construction works for the 32 MW Lewańd photovoltaic farm. It is an asset that will enable us to steer towards implementation of a strategy for building a position of an independent power producer (IPP). We plan to expand it to a hybrid form, but already today we are initiating a process of its start-up and tests.

Although our sector still waits for a number of regulatory changes enabling dynamic development of Polish RES power sector, the last year brought first advantageous changes in that area. They included introduction of an option for cable pooling, so different RES sources can be combined at one connection point. In consequence, we can execute our hybrid projects, combining photovoltaic plants with wind farms and energy storage more effectively.

The main axis for development of our Group and a crucial element of our business model is a journey towards climate neutrality and associated energy transition based on renewable energy sources (RES).

This is an important reference to the first Statement on sustainable development, forming the first part of this Report. It covers environmental, social and corporate governance factors. In previous years, we presented them in a separate Report. In this year's Statement, you will find information on the ESG Strategy adopted by the ONDE Group, together with the Erbud Group, which has become a part of our business strategy. It sets out our joint objectives associated with important aspects of sustainable development until 2029. We monitor them using various measures, such as our carbon footprint, which we present in all three areas for the first time.

The Statement also sums up the results of the double materiality assessment performed last year, which identified our significant influences, opportunities and risks associated with sustainable development.

In 2024 we consolidated the framework of our corporate culture by implementing new codes: *The ONDE S.A. Code of Ethics* and *The Code of Conduct for ONDE S.A. Suppliers*. They are yet another internal documents that precisely define our Group's attitude towards sustainable development. Together with other significant bases of our organisation, like the Integrated Environmental and OHS Management System and the Eco-Management and Audit Scheme, they form a stable foundation of our organisation.

All things mentioned in this Letter and presented in our Report would not be possible without a good cooperation with many of our trusted business partners or without involvement of our managers and employees. Thank you for your trust. It is because of you that the ONDE Group is one of the unquestionable leaders in the Polish renewable energy sources construction sector. I hope that together we will execute many more RES projects in the future.

Paweł Przybylski



President of the
Management Board

Piotr Gutowski



Vice-president of the
Management Board

Paweł Średniawa



Vice-president of the
Management Board

Marek Marzec



Vice-president of the
Management Board

SELECTED FINANCIAL DATA

Consolidated data (for the ONDE Group)

Description	as PLN thousand	
	As of / 12 months ending on 31 December 2024*	As of / 12 months ending on 31 December 2023*
Net income on sales of products, goods and materials	803,925	1,083 819
Profit (loss) on operations	46,089	48,273
Gross profit(loss)	39,898	40,435
Income tax	9,621	7,042
Net profit (loss) for financial year	30,277	33,393
Net cash flow from operations	108,547	143,746
Net cash flow from investing activities	-78,700	-20,401
Net cash flow from financial operations	40,356	-69,151
Total net cash flow	70,203	54,194
Total assets	743,817	661,491
Equity	357,675	344,318
Long-term payables	147,054	45,004
Short-term payables	239,088	272,169
Share capital (as PLN)	1,090,255.18	1,090,255.18
Average weighted number of shares (pcs.)	54,512,759	54,512,759
Net profit (loss) per one ordinary share (as PLN)	0.56	0.61

*balance sheet data is presented as of 31 December 2023

Individual data (for ONDE S.A.)

Description	as PLN thousand	
	As of / 12 months ending on 31 December 2024*	As of / 12 months ending on 31 December 2023*
Net income on sales of products, goods and materials	864,596	1,072,190
Profit (loss) on operations	50,353	41,862
Gross profit(loss)	50,387	36,725
Income tax	10,438	7,002
Net profit (loss) for financial year	39,949	29,723
Net cash flow from operations	114,080	134,583
Net cash flow from investing activities	-29,274	-9,652
Net cash flow from financial operations	-15,493	-69,108
Total net cash flow	69,313	55,823
Total assets	689,789	653,188
Equity	374,024	350,974
Long-term payables	63,010	30,295
Short-term payables	252,755	271,919
Share capital	1,090,255.18	1,090,255.18
Number of shares (pcs.)	54,512,759	54,512,759
Net profit (loss) per one ordinary share (as PLN)	0.73	0.55

*balance sheet data is presented as of 31 December 2023



ONDE GROUP: VALUES FOR THE PERIOD

PLN 804 million

income on sales in 2024, including:

PLN 641 million

income in the sector
"RES constructions"

PLN 151 million

income in the sector
"road and engineering constructions"

PLN 12 million

income in the sector
"Other"

PLN 56.0 million

EBITDA test

7.0%

EBITDA margin

5.7%

EBIT margin

415 MW

capacity of constructed
wind farms*

432 MW

capacity of constructed
photovoltaic farms*

PLN 508 million

the Group's backlog (orders for external entities)*, including:

PLN 299 million

backlog in wind farm
investments

PLN 158 million

backlog in photovoltaic
investments

PLN 51 million

backlog in road and
engineering investments

* As of 31 December 2024



SUMMARY OF 2024

In 2024, the ONDE Group (hereinafter also as: “ONDE Group” or “Group”) still used a diversified model of its operations, by continuing comprehensive performance in the sector of renewable energy source (RES) constructions, and in the road and engineering sector. However, the Group’s income in the RES Constructions sector remain under the pressure of the unfavourable external factors, concerning mainly the area of wind farms construction.

In the reporting period, the ONDE Group pursued reorienting of its business model, focusing on development of its activities in the area of *develop, build and sell* for RES projects from its own portfolio. Own portfolio of projects counterweights phases in the demand cycle, i.e. a periodically lower backlog.

At the end of 2024, the ONDE Group consisted of a parent company ONDE S.A. (hereinafter also: “ONDE”, “Company”) and 34 subsidiaries, including 32 special purpose vehicles.

Summary of business achievements and challenges

In 2024, ONDE concluded contracts of the total value specified in agreements of ca. PLN 628.4 million. Additionally, after the balance sheet date the Company informed about establishing commercial terms and condition of a contract for general contractor services for the investment involving construction of a photovoltaic farm of the total installed power of 29 MW and of concluding that contract with PV SOL 8 Sp. z o.o. The value of that contract amounts to about PLN 30.5 million.

Contracts concluded in 2024 will be executed in the period of 2025–2027. They concern:

- wind farms of the total value specified in the contracts of PLN 290.2 million. The total production capacity resulting from contracts concluded in that segment amounts to ca. 228 MW;
- photovoltaic farms of the total value of ca. PLN 254.5 million. The total production capacity resulting from contracts concluded in that segment in 2024 amounts to ca. 182 MW;
- contracts in the road and engineering constructions sector of the total value specified in the contracts of PLN 83.6 million.

In the reporting period, ONDE completed performance of 10 wind farm and 45 photovoltaic farm projects for external investors, of the total production capacity exceeding 0.7 GW (745 MW). Therefore, ONDE reached the capacity of over 4.7 GW for devices at all wind farms and photovoltaic plants executed since the beginning of the Company existence. The most important projects executed by ONDE. in 2024 included:

- construction of Drzeżewo I–III Wind Farm and Dreżewo IV Wind Farm
- construction of three Photovoltaic Farms: PV Golczewo, PV Pakość and PV Rokietnica under orders of companies belonging to QAIR POLSKA S.A.,
- construction of the Bąków II Wind Farm,
- construction of the Człuchów Wind Farm,
- construction of four Photovoltaic Farm projects under orders of companies managed by the LORDS LB Asset Management Fund,
- conversion of DW 152 Świdwin – Połczyn-Zdrój,
- construction of ten photovoltaic plants for companies belonging to PAD RES Group B.V.,
- construction of the Szybowice Wind Farm,
- construction of photovoltaic farms for companies belonging to the Luneos Green Energy Sp. z o.o. Group,
- construction of the Miejska Górka wind farm (consortium),

- construction of the Lewańd Wielki photovoltaic farm (the project executed for the subsidiary from the ONDE Group)

As of a day of publication of this Report, the Group has own projects of the total capacity of 1361 MW (including ca. 418 MW with connection conditions). The Group's development plans include extension of the portfolio of own projects in successive years, to the total level of 2 GW.

In the reporting period, the Group's achievements associated with the portfolio of own projects included:

- the project concerning the Lewańd II photovoltaic farm of a capacity of 80 MW received development conditions (it is owned by the subsidiary, Devoze Sp. z o.o.);
- ONDE performed construction services for the subsidiary Park Lewańd Sp. z o.o. associated with the construction of the Lewańd photovoltaic farm, on which it achieved an income of PLN 65.8 million in 2024 (this income was recognised in the Company's separate income, it is not disclosed in the consolidated statement of the ONDE Group);
- ONDE purchased shares in Farma Fotowoltaiczna Żabów Sp. z o.o., an owner of a photovoltaic plant project of a capacity of 63.4 MW, at the advanced development stage and with connection conditions issued. Commercialisation of the said photovoltaic plant project is planned for the middle of 2027;
- ONDE sold shares in subsidiaries and in co-subsiary, concluding a sales agreement with:
 - power generator SachsenEnergie AG, concerning 100% of shares in subsidiaries SPV Czerwona Woda Sp. z o.o. and INVEST PV Sp. z o.o., owning photovoltaic farm projects of a total capacity of 23.1 MW;
 - a company from the ORLEN Group, concerning 50% of shares in a subsidiary Farma Wiatrowa Szybowice Sp. z o.o., owning a wind farm project of a capacity of 37.4 MW;
- eight new special purpose vehicles were established (ONDE DEV 1-8). Those companies were established to support the Group's development in the area of own greenfield RES projects;
- furthermore, optimising processes are also conducted for existing projects at the development stage, to resize them (increase their installed power) or for their hybridisation (i.e. constructing a wind farm and a PV farm at one location, to use one connection, so-called cable pooling).

At the end of 2024, the Group's backlog amounted to PLN 508 million and was lower by PLN 165 million (24.5%) than at the end of the previous year (own projects are not included in the backlog). The Company works on winning successive projects for execution for external entities, to expand its portfolio of orders. At the same time, it plans to continue works associated with construction of own projects.

In the reported period, ONDE obtained resources for development of RES projects from its own portfolio - in March of this year The Company informed about signing of a loan agreement with mBank S.A. to finance and refinance purchases of RES projects.

Summary of the financial results

In 2024, the ONDE Group gained an income of PLN 803.9 million, i.e. 25.8% (PLN 279.9 million) lower than in the same period of the previous year, at the same time noting a reduction in costs of products and services sold, of PLN 263.6 million (27.0%) y-o-y.

In the analysed period, the parent Company ONDE achieved higher individual income related to performance of construction services for subsidiaries from the Group - the individual income includes the Company's income on the construction of the Lewańd photovoltaic farm (a contract of a value amounting to PLN 71.3 million). In accordance with current accounting standards, the income for works performed within the Group are not disclosed in the consolidated statement of the ONDE Group.

The Group's profit on operations (EBIT) reached the level of PLN 46.1 million, and was lower by PLN 2.2 million versus EBIT y-o-y. The Group's profit on the EBITDA level was PLN 1.4 million lower than a year earlier, and amounted to PLN 56.0 million. The Group also recognised a decrease in net profit, which reached the level of PLN 30.3 million (PLN -3.1 million). The following issues contributed to this situation:

- disposal of shares in subsidiaries and a co-subsiary;

- a one-time event, resulting in an increase in costs borne in relation to one of contracts performed in the road and engineering sector;
- execution of contracts concluded from the 2nd half of 2022, generating higher margins (contracts concluded before the outbreak of war in Ukraine had conditions corresponding to the market situation at that time).

The Group noted an increase in achieved margins y-o-y. The gross margin on sales was 11.3% (an increase of 1.4 pp y-o-y), the EBITDA margin amounted to 7.0% (an increase of 1.7 pp y-o-y), the EBIT margin was 5.7% (an increase of 1.3 pp y-o-y), and the net profit margin was 3.8% (an increase of 0.7 pp y-o-y).

As of 31 December 2024, the Group's debt was PLN 111.9 million, and this represents an increase by 320.1% versus the end of the previous year. It results mainly from acquired external financing for expanding the portfolio of own RES projects, associated with implementation of long-term development plans of the Group.

Summary of perspectives for development

The ONDE Group responds to the current market challenges by seeking opportunities for increasing its income and diversify its business in new markets, and to expand RES projects conducted on its own (sale of subsidiaries owning RES projects, ready to be constructed or already constructed).

Intense works are in progress, focusing on further expansion of the portfolio of own projects, prepared by ONDE experts. Furthermore, optimising processes are also conducted for existing projects at the development stage, to resize them or for their hybridisation (i.e. constructing a wind farm and a PV farm at one location, to use one connection, so-called cable pooling). Last year, the Strategy and Internal RES Projects Development Department was strengthened with experienced specialists, and this will enable the Company to expand its development works.

Operations of the ONDE Group will continue to be based on a prudent approach to obtaining construction contracts – both in the RES construction and the road and engineering construction sectors – and to negotiate their advantageous conditions. It cannot be excluded that the external environment will have a negative effect on achieved business or financial performance of the Group in successive periods.

Strategic directions for development of the ONDE Group provide, among others, for further expansion of a portfolio of own RES projects through a significant development of “greenfield” projects, as well as by further purchases and development of photovoltaic and wind farm projects for their later resale (i.e. in the develop, build and sell model) or for leaving a part of the executed RES projects in the Group and sale of energy generated by them - which can ensure a steady income for the Company. ONDE also sees a potential for further industrial and geographic diversification. As of the day of publishing this Report, the Group has own projects of the total capacity of 1,361 MW, of which 492 MW are wind projects. The projects of a capacity of ca. 418 MW already have connection conditions, of which the projects of a capacity 232 MW (with 36 MW representing a wind farm project) received building permit decisions.

Currently implemented changes to the power policy in Poland and EU, including the European Green Deal, the Clean Industrial Deal, and the Energy Policy for Poland until 2040, as well as changes in legal and regulatory environments in the energy sector and planned significant expenditures on development of the transmission and distribution network are a strategic opportunity for the ONDE Group. According to statements of representatives of the Ministry of Development Funds and Regional Policy, in the coming years, RES constructions will also be supported by funds under the National Recovery and Resilience Plan (RRP), a comprehensive EU programme to support and strengthen the Polish economy.

Currently, a draft of an act amending the Wind Farm Investments Act and certain other acts is being proceeded, among others, aiming at introducing further amendments to the 10H Distance Act. Furthermore, in the Company's opinion, the scenario of the National Energy and Climate Plan (NECP) for the years 2021-2030 updated by the government will be another positive factor, as in its proposed version it provides for achieving a target of 56 percent of energy from RES in power generation by 2030, and this may represent a significant change versus the previously presented version of this document with the target at the level of 29.8 percent of energy from RES in power generation by 2030. In January 2025, assumptions for the Act amending the Energy Law and certain other acts, containing a number of proposed solutions for the power grid development, were published in the list of legislation and programme works of the Cabinet. The Company perceives them as advantageous for development of the RES sector and the energy system in Poland.



1

ONDE GROUP OPERATIONS

1.1 ONDE GROUP

1.1.1 THE GROUP IN BRIEF

Business model

The ONDE Group operates in the diversified business model, which crucial elements are the RES construction segment and execution of the portfolio of own RES projects, the road and engineering construction segment, the other segment, and possibly also the segment of RES generation and sale segment.

The ONDE Group has an established position in the wind and photovoltaic farms construction market, and positions itself as the largest contractor of the RES investments in terms of the total size of executed wind farm projects in the Polish market. In its portfolio, ONDE has over 400 RES projects (completed or in progress). Since the beginning of the Company existence until 31 December 2024, ONDE participated in execution of over 4.7 GW of equipment capacity at all wind farms and photovoltaic systems.

Currently, the Group consists of the parent company ONDE, with an extensive experience in executing projects for the RES sector, and in road construction and refurbishment projects. As of 31 December 2024, the Group also included 34 subsidiaries: IDE Projekt Sp. z o.o. (hereinafter "IDE Projekt"), the office specialising in design services, ONDE GmbH, established to win new orders, perform construction works, and acquire companies operating in the RES segment in the German market, and 32 special purpose vehicles, established to execute own RES projects.

The Group structure facilitates a transfer of competencies between segments of activities, as a long-term experience gained in one segment may be used during implementation of projects in other areas. Furthermore, ONDE uses advantages of being a part of the ERBUD Group, which has over 30 years of experience in the construction industry in Poland and foreign markets.

In the wind power area, its activities focus on execution of projects according to the Balance of Plants (hereinafter "BoP") formula. This means that performed works cover all construction works preparing for installation of wind turbines, excluding their supply and installation. ONDE is also responsible for execution of electric works, including designs and construction of substations, and of medium and high voltage lines. The Company designs and constructs foundations, access roads, or manoeuvring yards. ONDE also completed "turn-key" projects for wind farms, which additionally included delivery, installation and start-up of a power plant.

In the area of photovoltaic farms, the scope of works covers all stages of the construction process, from drawing up of an execution design, through construction of access roads, up to delivery and installation of photovoltaic modules, container stations, construction of a cable connection, and start-up of a photovoltaic farm. The Group executes the majority of the photovoltaic projects as the turn-key option. Furthermore, the PV area includes maintenance and servicing of photovoltaic farms (O&M).

In the area of sale of subsidiaries owning RES projects, ready to be constructed or already constructed, the activities are based on purchase, development, construction, and then selling of projects (*develop, build and sell*). The development of this economic sector is the ONDE Group's response to the current market challenges. The Group acquires projects at an early development stage (greenfield), as well as those at the more advanced stage, i.e. with agreed conditions for connection to the grid or a building permit, and this means an option for faster commercialisation.

Activities in the "Road and engineering constructions" sector supplement sources of the Group's income. The Company also has competences to execute projects in the Design and Build mode. In the road and engineering constructions and renewable energy projects, the Group uses its assets in form of its own Bitumen Mass Manufacturers located in Toruń and in Koszalin, and specialist construction equipment used in executed projects (a significant part of road construction works is executed using our own machines).

The **"Other" segment** includes the Group's income achieved from other services (sales of aggregate, construction materials, and auxiliary production).

The “**Generation and sale of RES energy**” segment will include RES projects constructed for own needs, to gain profit on energy sales. As of the day of drawing up this Report, ONDE does not acquire income on sale of energy, thus segment is not presented.

Basic information about the Onde Group

The Parent Entity of the ONDE Group is ONDE S.A., established on 25 September 1998. The Company was registered in the Register of Entrepreneurs with a KRS number 0000028071 by the District Court in Toruń, 7th Commercial Division of the National Court Register (KRS) on 18 July 2001.

The registered office of the Company is located in Toruń, at Wapienna 40. ONDE maintenance service, the Bitumen Mass Manufacturer, and IDE Projekt office are also located in Toruń. Furthermore, the Company has the Bitumen Mass Manufacturer in Koszalin. The Company also uses office facilities in Warsaw, Gdańsk and Vilnius.

The main subject of ONDE operations are other specialist construction works, not elsewhere classified (PKD 43.99 Z), construction of wind and photovoltaic farms (PKD 42.99 Z), and works associated with road construction and refurbishment (PKD 42.11 Z).

The Company is subsidiary of the ERBUD Group. ERBUD S.A. is the entity controlling the Company at the highest level.

1.1.2 Employment

At the end of December 2024, the ONDE Group employed 604 people, i.e. 23 (3.7%) less when compared to the level at the end of December 2023. 542 people were employed under employment agreements, and 62 people worked under civil law agreements.¹

Table 1 Employment in the ONDE Group

Administration	Status as of 31 December 2024	Status as of 31 December 2023
ONDE Group	604	627
ONDE (parent company), including:	576	596
- employment agreements (full-time)	504	515
- employment agreements (part-time)	12	11
- civil law contracts	60	70
ONDE (full time equivalent)	509.85	526
IDE Projekt	27	31
- employment agreements (full-time)	25	29
- employment agreements (part-time)	0	0
- civil law contracts	2	2
IDE Projekt (full time equivalent)	25	29
ONDE GmbH	1	0
- employment agreements (full-time)	1	0
- employment agreements (part-time)	0	0
- civil law contracts	0	0
ONDE GmbH (full time equivalent)	1	0

¹ The total number of employees at the ONDE Group level, understood as blue collar workers, was provided. For this reason, 2 agreements were omitted in the Table, under which one natural person performs work for two companies from the ONDE Group, under two agreements. The omitted agreements cover:

- one civil law agreement with ONDE S.A., signed with a person employed under an employment agreement at ONDE GmbH,
- one civil law agreement with ONDE S.A., signed with a person employed under an employment agreement at IDE Projekt.

1.1.3 Management mode and structure of the Group

In 2021, ONDE established the ONDE Group. It is a result of its strategy, under which one of the main objectives is purchase of shares in companies executing investments in the renewable energy sector. In the Group, ONDE is a centre of competences for strategic, administrative, financial and similar functions, while operations of individual companies from the Renewable Energy Sources segment focuses on project execution. Additionally, ONDE competences include execution of a extensive range of constructions, in particular RES investments. This approach to management, together with an appropriate allocation of competences, enables, for example, to reduce administrative and contracting costs.

In 2024, the following changes occurred in the ONDE Group structure:

- **On 8 March 2024, the Company informed that it concluded a sales agreement for shares in Farma Wiatrowa Szybowice Sp. z o.o., being an owner of a wind farm project of a capacity of 37.4 MW, and about concluding a significant agreement for general and comprehensive construction of the wind farm (current report No. 4/2024)**

On 8 March 2024, ONDE S.A. and Goalscreen Holdings Limited (jointly "Sellers") concluded a final sales agreement with Energa Green Development sp. z o.o. with its registered office in Gdańsk, a company from the Orlen Group ("Buyer"), concerning the sale of 100% of shares (50% of shares by each of the Sellers) in the company Farma Wiatrowa Szybowice Sp. z o.o. That company is an owner of the Szybowice Wind Farm project of installed capacity of 37.4 MW, located in Prudnik commune. The shares sale agreement was concluded due to fulfilment of suspending provisions.

Under the agreement, the sales price for 100% of shares was ca. PLN 60 million, of which ca. PLN 30 million is allocated to the Company. The final amount was adjusted for the value of the net operating capital and the net debt of Farma Wiatrowa Szybowice as of the date of concluding the agreement.

The Sellers can also be entitled to an additional price not exceeding ca. PLN 22 million, of which the Company will be entitled to no more than ca. PLN 11 million. The additional price will be paid if by 31 December 2025 Farma Wiatrowa Szybowice receives a final occupancy permit or submits a final notice to the relevant body on completing the construction, entitling it to initiate the operation of the Szybowice wind farm project and performing its acceptance ("Achieving the COD status), where the Sellers are liable for all associated risks and costs.

At the same time ONDE notified that in relation to concluding the above agreement, it concluded an agreement with Farma Wiatrowa Szybowice, concerning general and comprehensive performance of a wind farm project of the total value of ca. PLN 105 million net. The contract performance date is 21 months of a day on which Farma Wiatrowa Szybowice issues a notice to proceed. That agreement came into force on 20 March 2024.

- **On 15 March 2024, the Company informed about concluding a sales agreement and the transfer of ownership of 100% of shares in subsidiaries SPV Czerwona Woda sp. z o.o. and INVEST PV sp. z o.o., being owners of photovoltaic farm projects of the total capacity of 23.1 MW (current report No. 7/2024).**

The Company concluded a sales agreement with PV Barlinek Sp. z o.o. for 100% of shares in two subsidiaries: SPV Czerwona Woda Sp. z o.o. and INVEST PV Sp. z o.o., being owners of three projects for photovoltaic farms of the total installed capacity of 23.1 MW. Two of them, of a total installed capacity of 18.72 MW, are currently under construction, and one project of a total installed capacity of 4.42 MW is at a development stage.

In accordance with the agreement, the total price for the sale of 100% of shares in the above subsidiaries was set at ca. PLN 19 million. The Company will also be entitled to additional remuneration, in the maximum amount of ca. PLN 5 million (an additional price). In relation to two projects of photovoltaic farms currently under construction, the additional price will be due when a licence to generate electricity is obtained for these projects, and for the photovoltaic project being at the development stage, the additional price will be due when this project achieves the *ready to build* status.

Furthermore, for the photovoltaic project being currently at the development stage, when the ready to build status is achieved within 12 months of the date of concluding the agreement, an agreement will come into force, concerning performing by ONDE comprehensive electrical and construction works for

construction of a photovoltaic farm according to the EPC formula for the remuneration of ca. PLN 15 million net.²

The agreement also included provisions concerning settlement of loans granted by the Company to these subsidiaries, and repayment by the buyer of loans contracted by subsidiaries to finance construction of photovoltaic farm projects, about granting of which the Company informed in its current report No. 29/2023.

According to the agreement, the title to shares in the subsidiaries was transferred on 15 March 2024.

- **On 15 April 2024, 8 new special purpose vehicles, ONDE DEV 1–8, were established (entered in the KRS in July 2024). Those companies were established to support the Company’s activities in the area of own RES projects. The majority of these companies will be responsible for development of new projects of wind, photovoltaic, or hybrid farms under the greenfield format.**
- **On 21 May 2024, the Company informed about concluding an agreement for purchase of shares in Farma Fotowoltaiczna Żabów Sp. z o.o., an owner of a photovoltaic plant project of a capacity of 63.4 MW, at the advanced development stage and with connection conditions issued (current report No. 15/2024)**

ONDE S.A. concluded an agreement for purchase of 100% of shares in a special purpose vehicle owning a project of a photovoltaic farm of a connecting capacity of 63.4 MW, located in the Zachodniopomorskie Voivodeship.

The photovoltaic project, of the capacity of 63.4 MW, is at the advanced stage of development and received conditions for connection to the power grid. The price of purchased shares was established according to the arm’s length principle.

ONDE intends first to complete the development of the photovoltaic plant project to reach the *ready to build* (RTB) stage, and then to construct that photovoltaic plant under the EPC formula. Commercialisation of the said photovoltaic plant project is planned for the middle of 2027.

In consequence of the above transactions, as of 31 December 2024, the ONDE Group consisted of the parent company ONDE and 34 subsidiaries, including special purpose vehicles, IDE Projekt Sp. z o.o. (providing design services for the construction industry, including RES), and ONDE GmbH.

Subsidiaries are consolidated using the full method, or the equity method in the case of companies in which ONDE owns 50% of shares.

Table 2. The ONDE Group as of 31 December 2024

Entity name		Registered office	Line of business	Percentage share in a company owned by ONDE
		Shares held directly:		
1	Devoze Sp. z o.o.	Toruń	renewable energy sources	100.00%
2	Elektrownia DEPVPL 22 Sp. z o.o.	Toruń	renewable energy sources	100.00%
3	Farma Fotowoltaiczna Żabów Sp. z o.o.	Toruń	renewable energy sources	100.00%
4	FW Gumienice Sp. z o.o.	Toruń	renewable energy sources	100.00%
5	IDE Projekt Sp. z o.o.	Toruń	design services	100.00%
6	KWE Sp. z o.o.	Warsaw	renewable energy sources	50.00%
7	ONDE DEV 1 sp. z o.o.	Toruń	renewable energy sources	100.00%
8	ONDE DEV 2 sp. z o.o.	Toruń	renewable energy sources	100.00%
9	ONDE DEV 3 sp. z o.o.	Toruń	renewable energy sources	100.00%
10	ONDE DEV 4 sp. z o.o.	Toruń	renewable energy sources	100.00%
11	ONDE DEV 5 sp. z o.o.	Toruń	renewable energy sources	100.00%
12	ONDE DEV 6 sp. z o.o.	Toruń	renewable energy sources	100.00%
13	ONDE DEV 7 sp. z o.o.	Toruń	renewable energy sources	100.00%

² The agreement came into force in 2025.

14	ONDE DEV 8 sp. z o.o.	Toruń	renewable energy sources	100.00%
15	ONDE GmbH	Düsseldorf	acquire orders and perform construction works, and acquire companies operating in the RES segment in the German market	100.00%
16	Park Lewańd Sp. z o.o.	Toruń	renewable energy sources	100.00%
17	Park Słoneczny Ciechanów Sp. z o.o.	Toruń	renewable energy sources	100.00%
18	PV Kańłubia 2 Sp. z o.o.	Toruń	renewable energy sources	100.00%
19	PV Szczepańów Sp. z o.o.	Toruń	renewable energy sources	100.00%
20	Solar Kazimierz Biskupi Sp. z o.o.	Warsaw	renewable energy sources	50.00%
21	Solar Serby Sp. z o.o.	Warsaw	renewable energy sources	50.00%
22	WTL20 Sp. z o.o.	Toruń	renewable energy sources	100.00%
23	WTL40 Sp. z o.o.	Toruń	renewable energy sources	100.00%
24	WTL50 Sp. z o.o.	Toruń	renewable energy sources	100.00%
25	WTL80 Sp. z o.o.	Toruń	renewable energy sources	100.00%
26	WTL100 Sp. z o.o.	Toruń	renewable energy sources	100.00%
27	WTL120 Sp. z o.o.	Toruń	renewable energy sources	100.00%
28	WTL130 Sp. z o.o.	Toruń	renewable energy sources	100.00%
29	WTL140 Sp. z o.o.	Toruń	renewable energy sources	100.00%
30	WTL150 Sp. z o.o.	Toruń	renewable energy sources	100.00%
31	WTL160 Sp. z o.o.	Toruń	renewable energy sources	100.00%
32	WTL170 Sp. z o.o.	Toruń	renewable energy sources	100.00%
33	WTL210 Sp. z o.o.	Toruń	renewable energy sources	100.00%
34	WTL270 Sp. z o.o.	Toruń	renewable energy sources	100.00%

The value of shares held by ONDE in the companies is described in note 6.10 to the ONDE's separate financial statement for 2024.

1.1.4 ONDE development strategy

Mission

Development of own RES projects and provision of construction services of the highest quality, to support the energy transition in Poland and, in consequence, participation in execution of a vision of the climate neutral economy respecting principles of sustainable development.

Strategic objective

Create value for shareholders through ensuring of further growth of the Group, consolidation of its position as a leader in environmentally friendly and modern construction solutions for renewable energy and road sectors in Poland, as well as further expansion of conducted activities with purchase and construction of RES systems, and then their sale according to the *develop, build and sell* model, or operation of them for internal purposes.

Strategy pillars

1 a position of a leader in construction of wind farms and a leading position in a dynamically developing sector of photovoltaic farms construction in Poland.

2 a position of an important player in the area of development of own RES projects in response to foreseen increase in the green energy production sector, especially wind and photovoltaic power generation in Poland by 2040, in relation to implementation of the European Green Deal and the Energy Policy for Poland until 2040,

3 maintaining and further use of own resources and cooperation with the ERBUD Group

The ONDE Group strategy is based on the foreseen further development of the construction market for RES, and photovoltaic and wind onshore farms as well as energy storages in particular, allowing it to use its previous experience and the leading position in the market in Poland in implementation of construction projects for systems

of this type. A significant intensification of activities in development of own RES projects is foreseen, in response to foreseen increasing market demand for new power in green energy sources and necessary energy transition. Furthermore, a selective participation of ONDE in execution of projects in the road infrastructure sector in Poland is foreseen, as a general contractor during implementation of the Programme for the Construction of National Roads and road projects financed by local governments. Additionally, it is foreseen that ONDE will participate in execution of projects in the power generation infrastructure sector under programmes for modernisation of grids and stations for operators and distributors of the power generation systems in Poland.

The Group strategy also considers a long-term option for obtaining income on sale of electricity from RES systems, which form a part of the ONDE Group assets. As of the day of publishing this Report, the ONDE Group does not achieve income from the “RES energy generation and sale” segment.

Strategic objectives were divided into two groups in terms of their duration:

- short-term objectives (12–24 months),
- long-term objectives (over 24 months)

Elements included in each time group are not presented in a chronological order.

Short-term strategy

The short-term strategy of the ONDE Group assumes the use of expected robust increase in investments due to implementation of the energy and climate policy in Poland through further purchasing and development of projects for photovoltaic and wind farm, and for energy storages, for their further resale and/or keeping part of the developed RES projects in the ONDE Group and selling energy generated by them, as this may ensure a steady income for the Company.

The short-term development strategy covers:

- continuing of the adopted business model based on rendering construction services in the RES sector in the areas of photovoltaic and wind energy, and of energy storages, as a basic promising activity, as well as continuing activities in the road and engineering constructions segment through selective choosing and performance of projects. As of the end of 2024, the Group is executing contracts for construction of wind farms of 415 MW and for construction of photovoltaic farms of 432 MW. The strategy provides for a possible increase in the share of photovoltaic systems construction segment in its portfolio, in relation to the increase in the number of projects and their power. The liberalisation of the 10H Distance Act that came into force in April 2023 will positively influence the Group business perspectives. In the future, it will enable implementation of new investments concerning construction of wind power plants.
- further expansion of activities in the RES sector by the area of execution of RES projects under the *develop, build and sell* model through purchase and investing in successive RES projects, including energy storage projects, at various stages of their development. The Group intends to acquire further projects belonging to two categories at the moment of their purchase, i.e. projects at a very early (greenfield) stage of their development or projects at a more advanced stage. As of the day of publishing this Report, the Group has own projects of the total capacity of 1,361 MW, of which 492 MW are wind projects;
- development of activities in the sector of construction for RES to include O&M services for photovoltaic, wind and storage systems. As a part of these activities, on a basis of its experience in construction of wind and photovoltaic farms and its potential, and human and engineering resources, ONDE provides operator and maintenance services for farms constructed and sold by it, and for other already operating wind and photovoltaic farms.

Long-term strategy

The long-term strategy of the ONDE Group covers continuing of activities in areas defined in the short-term strategy, and possible further expansion of activities in construction and operation of photovoltaic and wind farms, and energy storages, and undertaking further works in other construction sectors associated with production of green power, including:

- a significant expansion of the portfolio of own projects, including projects of the greenfield type, using own developer team, optimisation of existing projects by changing installed power, hybridisation, and energy storage,

- undertaking activities in manufacturing, storage and sale of electricity from photovoltaic and/or wind systems and/or energy storages constructed by the Group,
- undertake activities for construction of systems for electricity storage and their operation on a basis on its experience and design and engineering competencies of the ONDE Group, gained during implementation of other projects concerning the infrastructure of the electricity and power generation sector in Poland.

Starting such operations depends on development of modern technologies for energy storage and their availability and wide spread access,

- competing for contracts for execution of wind and photovoltaic energy systems in foreign markets, especially in the European Union Member States implementing the European Green Deal policy

The Group can compete for contracts outside Poland on a basis of its own experience and competences, and using in foreign markets the support and competencies of the ERBUD Group.

- bidding for contracts in the power generation infrastructure sector under programmes for modernisation and expansion of the grid and power station for the operator and distributors of power generation systems and for contracts in power generation for of offshore wind energy generation.

1.1.4.1 Review of strategic options

In 2022, the Company Management Board decided to initiate a review of strategic options for development of portfolio of projects in the renewable energy sector (current report No. 34/2022).

During the review, various strategic options were considered, including, in particular, obtaining a strategic or a financial partner, concluding a strategic partnership or creating a joint-venture with a strategic partner, including taking into account a potential resale of shares in such projects to the partner and/or taking up newly issued shares in such projects by the partner. Under the previous process of the review of strategic options, the Management Board did not consider issuing shares of the Company.

The review aims to select the most advantageous way for performance of a long-term strategy for the Company development, aiming at creating value for shareholders and strengthening of the Company position as one of leaders in the renewable energy sector in Poland, while taking into account current macroeconomic and political set-up influencing costs and conditions for obtaining external financing.

As of the day of publishing this Report, no decisions were made concerning the selection of a specific strategic option, and there is no certainty if and when such a decision will be made in the future. The ONDE Management Board informs that as of the day of publishing this Report, the sale of projects under the *project by project* formula generates the highest summary return on the invested capital. The obtained capital will be used for successive investments.

1.1.5 Supply sources (suppliers) and sales markets (customers)

The activities of the Group require purchases at external suppliers and cooperation with subcontractors. Main raw materials and products used in executed projects are steel, fuels, concrete, copper, aluminium, bitumen, and granulates. Furthermore, the Group also consumes electricity. The range of purchases made strictly depends on the nature and needs of agreements and own investments performed by the Company in the given period.

ONDE owns 100% of shares in IDE Projekt to increase its effectiveness and achieve savings within the Group in design and construction of RES systems. Additionally, crucial assets within the company are Bitumen Mass Manufacturers in Koszalin and Toruń. In its operations, the Company uses effects of the synergy resulting from combining services in construction for RES with providing services of road and engineering constructions.

To execute projects for PV farms, the Group obtains photovoltaic modules and inverters, mainly from foreign suppliers. In the case of a project executed on behalf of an investor, increasingly often in such projects, the delivery of modules remains with an employer.

The main recipients of the Group services are investors, executing projects for construction of wind and photovoltaic farms. ONDE performs comprehensive construction works both for potentates in the energy sector, and for smaller private investors.

In line with the long-term strategy, the Company assumes the prospect of future revenues in foreign markets.

Table 3. Shares of customers/suppliers achieving at least 10% of total sales revenues in 2024 (ONDE Group and ONDE S.A., respectively)

Customer/ Supplier	Customer/ supplier name	Share sale/supply of the ONDE Group	Share sale/supply ONDE S.A.	Formal with the issuer	links
Supplier	Tele-Fonika Kable S.A.	12%	11%	None	
Customer	“Eviva Drzeżewo” Sp. z o.o. (GK ZE PAK)	35%	32%	None	

1.2 OPERATIONS OF SEGMENTS

The ONDE Group conducts its activities in the following sectors:

- “Renewable energy sources constructions” sector (hereinafter “RES constructions”), which is divided into areas:
 - execution of contracts for the wind farms sector;
 - execution of contracts for the photovoltaic farms sector;
 - maintenance and servicing of photovoltaic farms (O&M);
 - sale of subsidiaries owning RES projects, ready to be constructed or constructed;
- “Road and engineering constructions” sector;
- “Others” sector, which includes other services provided by the Group (sale of aggregate and construction materials, and auxiliary production),
- “Generation and sale of RES energy” segment – it will include RES projects constructed for own needs, to gain profit on energy sales.

In 2024, ONDE concluded contracts of a total value specified in contracts of PLN 621.1 million and EUR 1.7 million (i.e. approximately PLN 7.3 million³), i.e. a total of PLN 628.4 million. In the case of a consortium agreement, the remuneration value allocated to ONDE was considered.

At the end of 2024, the backlog amounted to PLN 508 million and was lower by PLN 165 million (24.5%) than at the end of the previous year (own projects from the Company’s portfolio are not included in the backlog). The Company works on winning successive projects for execution for external entities, to expand its portfolio of orders.

As of the day of publishing this Report, the Group has own projects of the total capacity of 1361 MW, of which 492 MW are wind projects. The projects of a capacity of ca. 418 MW already have connection conditions, of which the projects of a capacity 232 MW (with 36 MW representing a wind farm project) received building permit decisions.

1.2.1 Segment of “Construction in the RES segment”

ONDE specialises in comprehensive execution of construction works for the RES segment in the areas of construction of photovoltaic systems and wind farms. In both areas, the Company can provide services of the construction process selected by a customer, execute projects in the BoP and BoS form (i.e., all services excluding

³ The conversion into PLN was made at the average rate for EUR/PLN adopted for the financial statements for 2024, i.e. 4.3042.

delivery and installation of wind turbines), or execute the entire investment on the basis of entrusted documentation in the EPC (i.e. turn-key) option.

Additionally, Operations and Maintenance (O&M) services for photovoltaic systems are provided in this segment. Furthermore, the segment "Construction in the renewable energy sources segment" presents revenues from the sale of shares in subsidiaries.

This segment, in the area of sales of subsidiaries owning RES projects ready to be constructed or already constructed, is also oriented towards developing photovoltaic and wind projects until they reach the status of readiness for construction, and then on their execution and further resale (the *develop, build and sell* model).

The segment is developed in two stages:

- the RES project acquisition stage – ONDE obtains photovoltaic or wind farm projects at different stages of their development. The first type of projects are those that are at a very early (*greenfield*) stage of development at the time of their acquisition, i.e. a land lease agreement was signed, but no decisions were made on conditions of connection to the distribution network, building permits, projects have not won an auction organised by the URE, or do not have a signed or guaranteed energy purchase agreement (EPA). The second type of projects are more advanced ones, i.e. those that have a building permit or, as a minimum, have received connection conditions.

The ONDE Group, alone or in cooperation with other partners, implements all steps necessary to effectively develop RES projects – to achieve the so-called RTB stage – building permit: – secures relevant rights to a site, obtains connection conditions, obtains required administrative decisions and secures necessary additional infrastructure.

- the sale stage of developed RES projects – the Group may sell RES projects to a final investor by selling shares in special purpose vehicles created exclusively for the implementation of RES projects (funds from the sale of subsidiaries engaged in energy production are recognised in the segment "Construction in the segment of renewable energy sources"), or the stage of construction of such projects, to retain them for the production and sale of electricity.

1.2.1.1 Constructed wind farms

In 2024, ONDE concluded contracts in the wind farm sector of the total value specified in agreements of PLN 290.2 million. The total production capacity resulting from contracts concluded in that segment amounts to ca. 228 MW. In the case of a consortium agreement, the remuneration value allocated to ONDE was considered.

Below the largest contracts in the wind farm segment, i.e. contracts of the value exceeding PLN 15 million, concluded in 2024, are presented

Table 4 The largest contracts (of the value exceeding PLN 15 million) in the WF segment

Item	Date	Independent/as a part of a consortium	Contract	Customer	Delivery period	Contract value (net)
Contracts signed from 01/01/2024 to the date of publishing this Report:						
1	08/03/2024 (came into force on 20/03/2024)	ONDE	Construction of the Szybowice WF	Farma Wiatrowa Szybowice Sp. z o.o.	Dec 2025	PLN 104,516 thousand
2	18/09/2024 (came into force on 20/09/2024)	ONDE / P&Q	Construction of Miejska Górka PV	VSB Energie Odnawialne Polska Sp. z o.o.	Oct 2027	PLN 164,460 thousand*

* The value of remuneration allocated to ONDE S.A. in the consortium agreement was taken into account. The total contract value is PLN 365,647 thousand.

Furthermore, in 2024, 10 WF projects of the total production capacity of 510.1 MW were also completed.

In the reported period, the ONDE Group carried out, among others, the following projects in this segment (over PLN 15 million)⁴:

- The Drzeżewo I-III project

ONDE executes for the investor Eviva Drzeżewo Sp. z o.o. from the ZE PAK Group a project associated with the execution of comprehensive construction works related to erection of a wind farm located in the Pomorskie Voivodeship. The remuneration under this contract amounts to PLN 245.8 million net in total. By 31 December 2024, 85.0% of works were invoiced under the main contract.

- The Miejska Górka Project

ONDE together with its consortium partner P&Q Sp. z o.o. (consortium leader) performs a contract for the execution of construction works on the construction of the Miejska Górka wind power plant under the BOP formula, consisting of 53 wind turbines and associated facilities of a total capacity of 190.8 MW. The remuneration under this agreement allocated to ONDE amounts to PLN 164.4 million net. By 31 December 2024, 2.5% of works were invoiced under the main contract.

- The Drzeżewo IV project

ONDE executes for the investor Eviva Drzeżewo Sp. z o.o. from the ZE PAK Group a project associated with the execution of comprehensive construction works related to erection of a wind farm located in the Pomorskie Voivodeship. The remuneration under this contract amounts to PLN 111.3 million net in total. By 31 December 2024, 91.0% of works were invoiced under the main contract.

- The Szybowice project

ONDE executes for the investor Farma Wiatrowa Szybowice Sp. z o.o. a project associated with the execution of comprehensive construction works related to erection of a wind farm located in the Opolskie Voivodeship. The remuneration under this contract amounts to PLN 104.5 million net in total. By 31 December 2024, 65.3% of works were invoiced under the main contract.

1.2.1.2 Constructed photovoltaic farms

In 2024, ONDE concluded contracts in the photovoltaic farms sector of a total value specified in contracts of PLN 247.3 million and EUR 1.7 million (i.e. approximately PLN 7.3 million⁵), i.e. a total of PLN 254.5 million. The total production capacity resulting from contracts concluded in that segment in 2024 amounts to ca. 182 MW;

The above-mentioned total amount and number of megawatts includes values for the project "Construction of PV Lewań", performed for the subsidiary ONDE Park Lewań Sp. z o.o. (an own project from the Company's portfolio is not included in the backlog).

Additionally, after the balance sheet date, on 20 February 2025, the Company informed about establishing commercial terms and condition of a contract for general contractor services for the investment involving construction of a photovoltaic farm of the total installed power of 29 MW and of concluding that contract with PV SOL 8 Sp. z o.o. (it came into effect on 25 February 2025). Additional information on the contracts concluded can be found in this Report in Chapter 5.4 *Events after the balance sheet date*.

Below, the largest contracts in the sector of photovoltaic farms are presented, i.e. contracts of the value exceeding PLN 15 million, concluded from 1 January 2024 to the day of publication of this Report.

⁴ Remuneration amounts are provided as of 31.12.2024.

⁵ The conversion into PLN was made at the average rate for EUR/PLN adopted for the financial statements for 2024, i.e. 4.3042.

Table 5 The largest contracts (of the value exceeding PLN 15 million) in the PV segment

Item	Date	Independent/as a part of a consortium	Contract	Customer	Delivery period	Contract value (net)
Contracts signed from 01/01/2024 to the date of publishing this Report:						
1	08/05/2024	ONDE	Lewald PV construction	Park Lewald Sp. z o.o.	April 2025	PLN 71,338 thousand ⁶
	23/04/2024					
	10/05/2024					
2	25/06/2024	ONDE	Construction works for photovoltaic farms (12 contracts)	companies belonging to the Luneos Green Energy Group	10.2025	PLN 119,057 thousand
	06/09/2024					
	15/12/2024					
3	17/09/2024	ONDE	Olszyny PV construction	EZE 1 Sp. z o.o.	09.2025	PLN 12,761 thousand EUR 892 thousand
4	27/01/2025 (came into force on 25/02/2025)	ONDE	PV Korczowa construction	PV SOL 8 Sp. z o.o.	01.2027	PLN 30,500 thousand
5	15/03/2024 (came into force on 25/02/2025)	ONDE	Construction of PV EF Jelenia Góra 2	INVEST PV Sp. Z o.o.	04.2026	PLN 15,046 thousand

In 2024, 45 PV projects of the total production capacity of 234.7 MW were completed.

In the reported period, the ONDE Group carried executed, among others, the following projects in this segment (over PLN 15 million) ⁷:

- Construction of 3 photovoltaic projects: PV Golczewo, PV Pakość and PV Rokietnica

In 2024, ONDE performed contracts for the execution of comprehensive construction works concerning erection of three photovoltaic power plants located throughout Poland, of a total capacity of 122 MW under the BOS formula (i.e. excluding supply of modules). The total amount of remuneration under the above-mentioned contracts was ca. PLN 155 million net (PLN 130.4 million and EUR 5.5 million). By the balance sheet date, two projects were completed – PV Golczewo and PV Pakość (of a total capacity of 91 MW). ONDE continues to perform the contract for the construction of the Rokietnica photovoltaic power plant of a capacity of 31 MW. The remuneration under this agreement amounts to PLN 47.6 million net. By 31 December 2024, 91.5% of works were invoiced under the main contract.

- Construction works for photovoltaic farms

⁶ 16 January 2025 ONDE concluded an Annex to the contract with Park Lewald Sp. z o.o. of 8 May 2024, under which the remuneration due to ONDE for the performance of the contract was reduced – from PLN 85,092 thousand to PLN 71,338 thousand (current report 2/2025).

⁷ Remuneration amounts are provided as of 31.12.2024.

ONDE concluded 12 contracts for the execution of construction works (excluding supply of modules) with special purpose vehicles belonging to the Luneos Green Energy Group, for photovoltaic farms located throughout the country. The total remuneration under these contracts amounts to ca. PLN 119 million net. As of 31 December 2024, 50.1% of works were invoiced under the main agreements.

- Delivery, installation and commissioning of a photovoltaic system comprising of 4 photovoltaic projects

ONDE performs a contract with special purpose vehicles (managed by the Lords LB Asset Management Fund) for the execution of comprehensive construction works, concerning construction of 4 photovoltaic farm projects under the BOS formula (i.e. excluding supply of modules). The total remuneration under this contract amounts to ca. PLN 98.4 million net. By 31 December 2024, 94.3% of works were invoiced under the main contract.

- The project construction of PV Basket MV1

ONDE performs contracts for the execution of comprehensive construction works on the construction of ten photovoltaic power plants, located throughout the country, of a total capacity of 45.5 MW under the BOS formula, under contracts with 10 special purpose vehicles owned in 100% by PAD RES Group B.V. The total remuneration under the above-mentioned contracts amounts to ca. PLN 77.2 million net. By 31 December 2024, 92.7% of works were invoiced under the main agreements.

- The PV Lewańd project (the project of a subsidiary)

ONDE is performing a contract for the execution of electrical and construction works for a photovoltaic farm of a total capacity of 32 MW for Park Lewańd Sp. z o.o., located in the Warmińsko-Mazurskie Voivodeship. The remuneration under this contract amounts to ca. PLN 71.3 million net⁸. By 31 December 2024, 98.3% of works were invoiced under the main contract.

- PV farm construction projects for companies belonging to the R.Power Group

ONDE performs three contracts for special purpose vehicles from the R.Power Group, concerning execution of comprehensive construction works covering the delivery, installation, construction and commissioning of photovoltaic power plants of a total capacity of 15 MW. The remuneration under main agreements amounts to PLN 27.9 million net. By 31 December 2024, 5.0% of works were invoiced under the main agreements.

- Project for Olszyny PV construction

ONDE performs a contract for the execution of comprehensive electrical works and necessary construction works for the erection of the Olszyna photovoltaic plant of a capacity of 7 MW for EZE 1 Sp. Z o.o. The total amount of remuneration under the contract is ca. PLN 16.6 million net (PLN 12.8 million and EUR 0.9 million). By 31 December 2024, 8.1% of works were invoiced under the main contract.

1.2.1.3 Projects under the DBS model (*develop, build and sell*)

As of the day of publishing this Report, the Group has own projects of the total capacity of 1,361 MW, of which 492 MW are wind projects. The projects of a capacity of 418 MW already have connection conditions, of which the projects of a capacity 232 MW (with 36 MW representing a wind farm project) received building permit decisions.

Crucial contracts concluded in 2024 and related to the portfolio of own projects of the ONDE Group are presented below:

- On 8 March 2024, the Company informed that it concluded an sales agreement for shares in Farma Wiatrowa Szybowice Sp. z o.o., being an owner of a wind farm project of a capacity of 37.4 MW, and

⁸ 16 January 2025 ONDE concluded an Annex to the contract with Park Lewańd Sp. z o.o. of 8 May 2024, under which the remuneration due to ONDE for the performance of the contract was reduced – from PLN 85,092 thousand to PLN 71,338 thousand (current report 2/2025).

about concluding a significant agreement for general and comprehensive construction of the wind farm (current report No. 4/2024)

Additional information on the sale of the jointly controlled entity can be found in this Report in section 1.1.3 The Group management model and structure.

- On 15 March 2024, the Company informed about concluding a sales agreement and the transfer of ownership of 100% of shares in subsidiaries SPV Czerwona Woda sp. z o.o. and INVEST PV sp. z o.o., being owners of photovoltaic farm projects of the total capacity of 23.1 MW (current report No. 7/2024).

Additional information on the sale of subsidiaries can be found in this Report in section 1.1.3 The Group management model and structure.

- On 21 May 2024, the Company informed about concluding an agreement for purchase of shares in Farma Fotowoltaiczna Żabów Sp. z o.o., an owner of a photovoltaic plant project of a capacity of 63.4 MW, at the advanced development stage and with connection conditions issued (current report No. 15/2024)

Additional information on the acquisition of a subsidiary can be found in this Report in section 1.1.3 The Group management model and structure.

1.2.2 Road and Engineering Constructions segment

ONDE offers comprehensive services in the field of road construction, which include, among others, construction and repair of roads, pavements, parking lots, various bituminous, paving, sewage and drainage works, as well as road marking, street lighting, demolition, sale of bituminous masses, etc.

In this segment, the Group also works in the design & build formula, which assumes that a contractor is responsible for a design for an investment being built and other actions undertaken until the construction is commissioned.

In 2024, ONDE concluded contracts in the road and engineering construction segment of the total value specified in the contracts of PLN 83.6 million, including contracts for one project, the total value of which exceeds PLN 15 million.

Moreover, after the balance sheet date, on 24 January 2025, the Company concluded a contract for comprehensive performance of works in the road sector of a value specified in the contract of PLN 27.5 million.

Table 6 The largest contracts (of the value exceeding PLN 15 million) in the road and engineering constructions segment

Item	Date	Independent/as a part of a consortium	Contract	Customer	Delivery period	Contract value (net)
Contracts signed from 01/01/2024 to the date of publishing this Report:						
1	18/07/2024	ONDE	Construction work on an elevator, Dorohusk Commune	Agrolok Sp z o.o.	12.2024	PLN 18,965 thousand ⁹
2	24/01/2025	ONDE	Comprehensive execution of works in the road sector for the task entitled: Improving the investment attractiveness of the Sianów Municipality by developing and equipping industrial areas along the S6 dual carriageway	Przedsiębiorstwo Inżynierii Środowiska EkoWodrol Sp. z o.o.	11.2026	PLN 27,500 thousand

In 2024, 30 projects in the road and engineering constructions segment were completed.

In the reported period, the ONDE Group carried executed, among others, the following projects in this segment (over PLN 15 million)¹⁰:

- Works related to the construction of the elevator in the Dorohusk Commune
For the investor Agrolok Sp. z o.o., ONDE executes a project concerning construction of storage silos together with a unloading point and necessary infrastructure as part of the project called “Construction of Warehouse and Storage Centre”. The remuneration under this agreement will amount to PLN 19 million net. By 31 December 2024, 11.8% of works were invoiced under the main contract.
- The conversion of Szosa Okrężna
For the Toruń Commune, ONDE conducts works involving a comprehensive extension of Szosa Okrężna. The remuneration under this contract amounts to PLN 15 million net. By 31 December 2024, 68.0% of works were invoiced under the main contract.

1.2.3 “Other” segment

In 2024, the Company did not conclude contracts of a value exceeding PLN 15 million in the “Other” segment.

1.2.4 Segment “Generation and sale of energy from RES”

The ONDE Group develops RES projects for its own needs. Due to the fact that as of the date of publication of this report the Group does not generate income on sale of energy, this segment has not been separated as an operating segment and is not presented separately in the financial statements of ONDE and the ONDE Group.

In February 2025, the works acceptance report was signed for the Lewańd photovoltaic farm project, owned by Park Lewańd Sp. z o.o. from the ONDE Group. As of the date of publication of this Report, the farm remains at the

⁹ Total value of contracts concerning the project Works related to the construction of the elevator, Dorohusk Commune exceeded 15 million in November 2024, following the publication of the abridged financial statement for the period ending on 30 September 2024.

¹⁰ Remuneration amounts are provided as of 31.12.2024.

testing and commissioning stage. Intense works are underway to obtain a concession for the production of electricity by the company.

1.3 BUSINESS AND MACROECONOMIC ENVIRONMENT

1.3.1 Regulatory environment

The shape of legal regulations in force in Poland, mainly in construction and energy, is of importance for the current and future operations of the ONDE Group. The current and proceeded legislation influences, for example, a way of project execution, options for winning new orders and conclusion of agreements, as well as limitations and opportunities for renewable energy sector development. For this reason, the ONDE Group monitors changes in the legislation, evaluates their possible implications for conducted operations and strives to minimise a probability of occurrence of identified hazards and to use resulting opportunities.

According to ONDE, the main regulations of the greatest importance for the ONDE Group and the sector include:

- The Public Procurement Law

Part of the contracts concluded by the Company in the road and engineering construction segment are contracts to which the provisions of the Public Procurement Law (hereinafter referred to as “PPL”) apply, which specify, among others, the rules of awarding contracts, stages of proceedings, specific instruments and procedures in the field of procurement, legal remedies, methods of out-of-court dispute resolution and the scope of inspections and fines. PPL applies to projects ordered by a public entity, usually through a tender. What is of importance for the ONDE Group operations, agreements concluded in the PPL mode are subject to a statutory regimen, especially in terms of changes to concluded agreements, conditions for termination, a validity term, and acceptable securities (including a performance guarantee, prepayment, responsibility for defects).

- Construction Law

The Construction Law (hereinafter “CL”) governs administrative and legal issues of conducting construction works. CL specifies standards for preparing and conducting the construction and investment process, for example: related to obtaining administrative decisions (a building permit, an occupancy permit for a constructed facility, etc.). CL provisions also includes regulations concerning design, construction, maintenance, demolishing and refurbishment of construction facilities, as well as specifies rules for operation of public administration bodies in these areas. What is important for the Group, the performance starts on a basis of a building permit, which expires when construction works are not initiated within 3 years of a date of its issuing, or when performance of works was stopped for a period exceeding 3 years. Additionally, completion of the construction process is associated with a need to perform other activities foreseen in CL, such as obtaining an occupancy permit.

- Civil Code

Provisions of the Civil Code (hereinafter “CC”) govern basic issues concerning civil and legal obligations, including agreements on construction works and on refurbishment of a building or a structure. What is important for the ONDE Group, CC specifies, among others, rules for joint responsibility of an investor and a contractor for payment of a remuneration due to a subcontractor for performed construction works, or a right to demand from an investor a payment guarantee for construction works, which may have a form of a bank or an insurance guarantee, or a bank letter of credit, or a bank surety granted on an investor request. The above rules also apply to agreements concluded between a contractor (a general contractor) and lower tier contractors (subcontractors).

- The Energy Law and the *Energy Policy for Poland until 2040*

The Energy Law (hereinafter: EL) and secondary legislation specify rules shaping the energy policy of the state, rules and conditions for supplying and use of fuels and energy (including heat), and for operations of energy enterprises, as well as specify bodies competent in issues of fuel and energy management. EL also specifies rules for shaping the energy policy of the state, with the *Energy Policy for Poland until 2040* (hereinafter: EPP 2040) is a document applicable in this area.

In 2023, the Act of 28 July 2023 amending the Energy Law and certain other acts, which is an amendment to the EP Act, came into force. From the point of view of the ONDE Group operations, the most important

issues introduced with this Act are, among others, the rules for building and operating direct lines. Additionally, provisions were introduced, concerning proper performance of the licensed operations as a condition for awarding the concession. The President of ERO was entrusted with the competence to set the direction for the grid development and execution of priority investments, and this is also of importance for the functioning of the ONDE Group in the long-term perspective.

In January 2025, the assumptions for the draft of the Act amending the acts – Energy Law and certain other acts were published in the list of legislative and programme works of the Cabinet. The draft presents solutions, among others, increasing the flexibility of the grid by introducing changes to connection agreements, solutions optimising the use of existing grid infrastructure as well as facilitating the connection process, solutions simplifying the connection process and increasing the number of objects that can be connected, making the process of planning the development of the power grid and the implementation of connection conditions, and solutions that enable the creation of special areas for grid infrastructure development and energy storage. As of the day of publication of this Report, the planned date for passing this draft is in the second quarter of 2025

- Renewable Energy Sources Act

The Renewable Energy Sources Act (hereinafter “RES Act”) specifies rules and conditions for business activities concerning generation of electrical energy from RES, agricultural biogas in RES systems, and production of bioliquids. The RES Act also specifies mechanisms and instruments supporting generation of electricity from RES, agricultural biogas, and heat in RES systems, as well as rules for international cooperation concerning RES and joint investment projects.

The RES Act governs, among others, functioning of an auction system - a mechanism supporting entities generating electricity from RES systems. During an auction, a generating entity places an offer on sale of electricity from the system at a price at which it undertakes to sell a declared volume of electricity in successive years. The manufacturer winning the auction due to the lowest price obtains the guaranteed support in a period from the first supply to the greed of electricity generated in the system for maximum 15 successive years.

Published on 31 August 2023 in the Official Journal of the Republic of Poland (Journal of Laws, 2023, item 1762), the amendment to the Act on Renewable Energy Sources and certain other acts implemented into Polish law a number of provisions of the EU Renewable Energy Directive (RED II) – including those related to guarantees of origin, administrative procedures, and the use of RES in heating and cooling sectors. The new regulations introduced into the Polish legal order solutions supporting the development of renewable energy sources. In this respect, among others, the rules for functioning of energy clusters or energy cooperatives have been regulated. In addition, a new definition of hybrid RES systems and provisions providing for additional support for systems for which the 15 year support period ends (to cover justified operating costs of such systems) have been introduced.

The most important changes should also include the introduction of new provisions regulating the rules for concluding agreements on sharing of one connection (so-called cable pooling) or regulations concerning PPAs.

The Ministry of Climate and Environment estimated that the changes introduced in the amendment would allow to increase the possibility of connecting to the grid about 5 GW of RES capacity.

- 10H Distance Act

The 10H Distance Act specifies, among others, conditions, localisation mode, and construction of wind farms in a vicinity of existing or planned residential buildings.

In April 2023, an amendment to the Act entered into force, which provides that new wind turbines can be located only on the basis of the Local Spatial Development Plan (hereinafter referred to as “LSDP”) at a distance of not less than 700 m for residential buildings. The final distance will be determined following a strategic environmental impact assessment (hereinafter “SEIA”) carried out within the framework of LSDP. SEIA will analyse, among other things, the impact of noise emissions on the environment and on residents’ health. Commune authorities will not be able to waive performance of SEIA for the LSDP project that includes a wind power plant.

The amendment maintains a ban on construction of turbines in national parks, nature reserves, landscape parks and Natura 2000 areas. The amendment also provides that an investor will allocate a maximum of 10% of an installed capacity of a wind power plant to residents of a commune in which a given power

plant is located, who would use that electricity as virtual prosumers. Each resident of that commune will be able to take up (buy) a share not exceeding 2 kW at a reference price specified in the Act.

Currently, a draft amending the Act on amending the Wind Farm Investments Act and certain other acts is being proceeded. According to the entry in the list of legislative and programme works of the Cabinet, this draft provides, among others, for the abolition of the general 10H rule and introduces a new minimum distance between a wind turbine and residential buildings at the level of 500 m. Another important element covered by this Act is repowering (modernisation of existing wind turbines). The Cabinet continues works on this draft in the first quarter of 2025.

- Environmental Protection Act

Regulations included in the Environmental Protection Act concern both already existing facilities, as well as the investment and construction process itself. These regulations also ensure that operation of a system that causes, for example, emission of a noise and generation of electromagnetic fields, should not result in exceeding standards of the environmental quality outside an area to which a system operator holds a legal title. The Environmental Protection Act provides for civil, legal and administrative responsibility for breaching its provisions or permits issued on its basis. It also specifies situations, in which the use of a system can be suspended (for example, when a system is operated without the required integration permit).

- EP Act

In accordance with the Act on provision of information on the environment and its protection, public participation in environmental protection, and environmental impact assessments (hereinafter the “EP Act”), a decision on environmental conditions must be obtained when planned projects are executed that may always have a significant environmental impact or that may potentially have a significant environmental impact. The majority of investments in electricity generation from RES are considered as such (especially, projects of onshore wind farms). The Act provisions influence a rate of investment execution, as an investor can apply for a building permit only after it receives a decision on environmental conditions (specifying conditions concerning the projects in terms of its environmental aspects).

- The Spatial Planning and Development Act

The Act defines the rules for shaping spatial policy by local government units and government administration bodies, and the scope and methods of proceeding in matters of land use for specific purposes and determining the principles of their development – assuming spatial order and sustainable development as the basis for these activities.

From the perspective of the ONDE Group operations, this Act is important because it regulates the rules of conduct concerning the location of investments, including in particular those concerning photovoltaic power plants. On 24 September 2023, an amendment to the Spatial Planning and Development Act came into force, regulating, among others, the principles for locating photovoltaic power plants on the basis of local spatial development plans (hereinafter: LSDP), participation of local communities in LSDP proceedings, or restricting the possibility of locating photovoltaic power plants on class IV soils on the basis of a decision on development conditions. Additionally, all decisions on development conditions issued by the authorities after the date on which this amendment enters into force, will be limited in time for a period of 2 years. Before the amendment, these decisions were issued for an indefinite period of time.

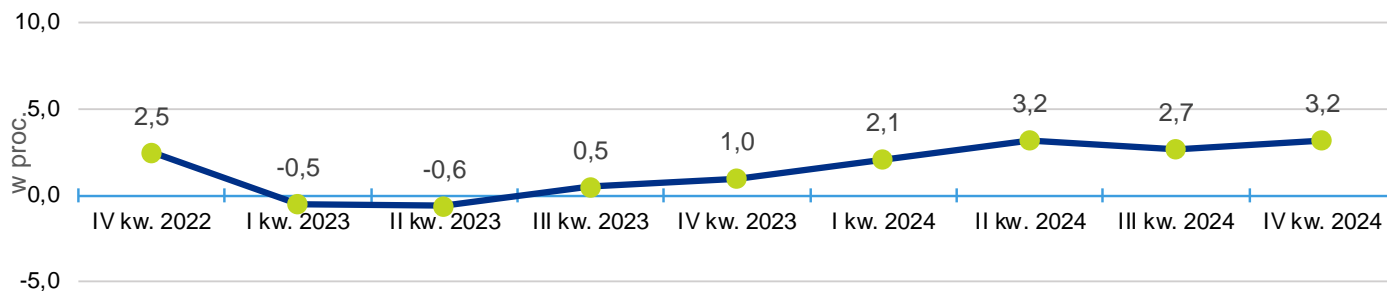
The extensive amendment implemented many important changes from the ONDE Group point of view, which introduce new rules for obtaining permits for execution of photovoltaic power plants investments. In the Company opinion, they will prolong proceeding of certain procedures and increase the level of formalisation of the process for obtaining necessary location documents.

1.3.2 Economic indicators

According to the preliminary estimate of the Central Statistical Office (GUS), Poland’s GDP in 2024 increased by 2.9% y-o-y – compared to an increase by 0.1% y-o-y (in fixed prices in the preceding year) in 2023.

In individual quarters of 2024, the GDP growth amounted to 2.1%, 3.2%, 2.7% and 3.2% (compared to similar quarters y-o-y).

Chart 1. Dynamics of Poland GDP

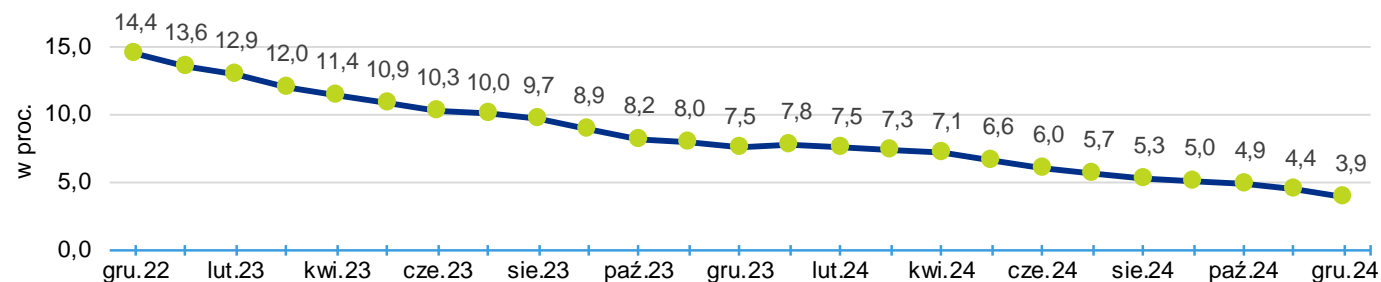


Source: GUS (non-seasonally adjusted data)

In December 2024, the registered unemployment rate reached 5.1% and remained unchanged versus December 2023. The average employment in the enterprise sector in December 2024 amounted to 6,453.7 thousand full-time equivalents, and decreased by 0.6% when compared to December 2023. In the whole of 2024, it fell by 0.4% y-o-y, and reached 6,504.2 thousand full-time equivalents.

The average monthly gross remuneration in the enterprise sector in December 2024 amounted to PLN 8,821.25, which means an increase of 9.8% when compared to December 2023. In turn, in the whole of 2024 it reached PLN 8 265.92 and increased by 11% y-o-y.

Chart 2. Dynamics of construction and assembling production prices



Source: GUS

According to GUS data, the consumer price index in Poland increased by 4.7% y-o-y in December (with an increase in the prices of 4.0% for goods and of 6.6% for services), and by 3.6% y-o-y in the whole of 2024.

In December 2024, prices of construction and installation production in the construction sector increased by 3.9% y-o-y. Throughout the year, this increase was 6.0% when compared to 2023.

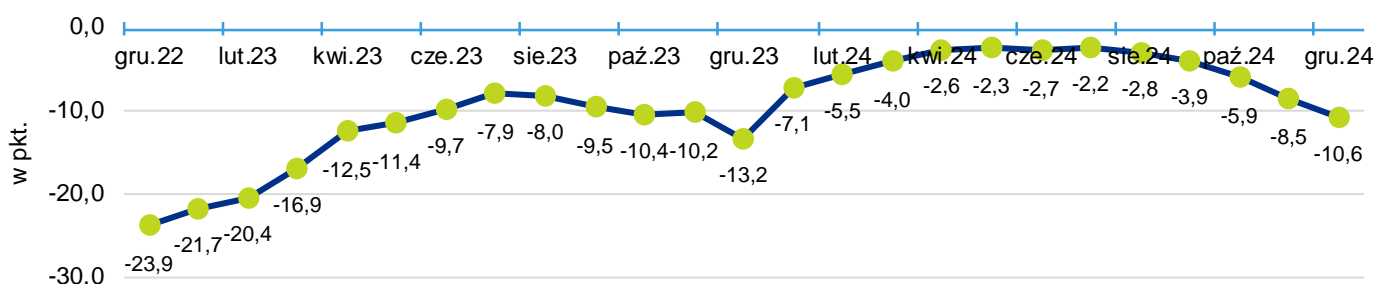
1.3.3 Construction sector prosperity

In December 2024, the index of general economic climate in construction published by GUS amounted to -10.6. 7.3% of enterprises signalled an improvement in the economic situation, while its deterioration was reported by 17.8% of them (other enterprises did not report a change).

Estimates and forecasts for a portfolio of orders, domestic production and financial situation were at the lowest levels in the previous few months.

An increase in the prices of construction and installation works is forecast, with a slight increase compared to the one reported in the last four months.

Chart 3. Changes in assessment of prosperity in the construction sector



Source: GUS

The most important challenges reported for the sector included difficulties associated with costs of labour (70.6% in December 2024, when compared to 70.2% a year earlier). The importance of the difficulties resulting from insufficient demand recorded the highest increase y-o-y (21.7% vs. 19.6% a year earlier), while the importance of the following factors decreased: material costs (49.6% in December 2024 vs. 57.6% a year earlier), uncertainty of the overall economic situation (42.5% in December 2024 vs. 50.1% a year earlier), and unclear, inconsistent and unstable legal provisions (34.8% in December 2024 vs. 41.1% a year earlier).

1.3.4 Market forecasts

According to the publication “2024 wrapped” by Forum Energii RES production in 2024 reached a record high share in the energy mix – 29.6% (2.3 p.p. more than a year earlier). This puts RES in second place in terms of electricity production in 2024 in Poland. In total, RES provided 48.2 TWh of domestic energy production (when compared to 45.2 TWh a year earlier).

In 2024, the production of energy from photovoltaic power plants increased from 11.4 to 15.1 TWh – that is already 9% of the energy mix. In 2024, onshore wind farms produced 24.6 TWh of electricity, when compared to 23.3 TWh a year earlier, increasing their share in the mix to 14.7%.

At the end of 2023, the capacity available from renewable energy sources (RES) amounted to 28.6 GW. In 2024, the highest increase in capacity was recorded for photovoltaics – there was an increase of 4.4 GW in PV. Furthermore, about 0.7 GW from wind sources were added.

Wind power generation

The ONDE Group operates in a robustly developing market of renewable energy sources, which is a crucial component of the energy transition in Poland and in the entire European Union. According to the WindEurope report, *Wind energy in Europe: 2024 Statistics and the outlook for 2025-2030*, the new capacity installed in the wind energy sector in Europe amounted to 16.4 GW (of which 84% are onshore plants), including 12.9 GW in the European Union alone. With 805 MW of newly installed wind power capacity, Poland was ranked 8th in Europe. According to the outlook for 2025–2030, about 187 GW of new wind capacity will be installed in Europe during this period (including 140 GW in the EU and over 4 GW in Poland). In consequence, in 2030, the capacity of wind farms is expected to reach 450 GW, including 351 GW in the EU. The 2030 EU target for wind farm capacity is 425 GW.

According to the report “Wind energy in Poland 2024”¹¹, at the end of December 2023, the installed capacity of wind farms in Poland amounted to 9.45 GW. The total installed capacity in the entire power system in the country was 66.4 GW (conventional power generation and RES), so wind farms account for about 14% of the total installed capacity. The average power of turbines in Poland is the second lowest in Europe (3.2 MW), which was associated with a limitation in the size of turbines due to the 10H Rule.

A positive factor for the business prospects of the ONDE Group is the amendment to the 10H Distance Act, which entered into force in April 2023, as well as the currently proceeded amendment to the Act (more in Chapter 1.2.1 Regulatory environment). The departure from the so-called 10H rule and reduction in the minimum distance between a wind turbine and residential buildings from 700 metres to the planned 500 metres after the amendment, will enable implementation of new investments in the construction of wind power plants in the future.

Solar energy generation

Solar energy (hereinafter “PV”) in Poland is still developing dynamically, and for another year in a row it was the leader of growth in the RES market. According to the report of the Institute for Renewable Energy, *Photovoltaics Market in Poland 2024*, in 2023, the capacity of photovoltaic systems in Poland increased by 4.7 GW y-o-y, which means 38% growth of this market y-o-y. Poland was ranked 6th in the EU in terms of installed capacity of photovoltaic installations and 4th in the EU in terms of the increase in installed capacity in 2023. 2023 was another year in a row saw an increase in the capacity of large PV farms of a capacity exceeding 1 MW. They recorded a share in the increase in the total PV power at the level of 21%.

¹¹ A report prepared by the Polish Wind Energy Association, TPA/Baker Tilly TPA and DWF.

Development

Operations in the area of construction of own Renewable Energy Sources is based on the *develop, build and sell* model. As of the day of publishing this Report, the Group has own projects of the total capacity of 1,361 MW, of which 492 MW are wind projects. The projects of a capacity of ca. 418 MW already have connection conditions, of which the projects of a capacity 232 MW (with 36 MW representing a wind farm project) received building permit decisions.

In the long term, the ONDE strategy also assumes the possibility of undertaking activities in the field of generating and selling electricity from photovoltaic systems built by the Group.

Intense works on further expansion of the portfolio of own projects, prepared by ONDE experts, are in progress. Furthermore, works on optimising existing projects at the development stage are also conducted, to resize them and/or achieve their hybridisation (i.e. execute a wind farm and a PV farm at one location to use one connection, a so-called cable pooling). In 2024, the Strategy and Internal RES Projects Development Department was strengthened with experienced specialists, and this will enable the Company to expand its development works.

Road construction

The shape of government infrastructural programmes is important for the Group operations in the Road and Engineering Constructions sector. They include the Programme for the Construction of National Roads by 2030 (with a perspective to 2033), under which projects for roads construction and modernisation are executed.

The threat to long-term contracts was the originally set 5% limit on indexation. A rise in the indexation threshold to 10% for tenders announced in 2022 and executed for GDDKiA in the Design & Build mode, introduced in February 2022, was a positive change in the road construction sector. In May 2022, the Cabinet also increased to 10% the indexation limits for contracts concluded by GDDKiA before February of that year, concerning construction of national roads. Then, in December 2023, there was another change in the indexation limit, to about 15%.

Increasing burdens imposed on local government budgets contribute to a reduction in the number of projects executed by this group of investors. The problem of financing of infrastructural projects will increase when the current EU financial perspective ends. One of the methods to solve this situation is a more frequent use of the public and private partnership as a method for financing investments.

Development of operations abroad

Furthermore, the ONDE Group seeks opportunities for increases its income and to diversify its business in markets outside Poland. Taking the current geopolitical situation, very good wind conditions, and the favourable legislation environment in the Baltic States market, German market, and Central and Eastern Europe, ONDE perceives an attractive business potential in the foreign direction for its operations, where it can use the Company knowledge, experience and resources from the Polish market.



2

FINANCIAL RESULTS

2.1 SELECTED FINANCIAL DATA OF THE ONDE GROUP

Table 7. Selected financial data of the ONDE Group (consolidated)

as PLN	A period of 12 months ending on 31 December 2024	A period of 12 months ending on 31 December 2023	Change (as PLN thousand)	Change (as %)
Income on sales of products and services	803,925	1,083,819	-279,894	-25.8%
Gross profit on sales	90,650	106,986	-16,336	-15.3%
Profit on operations + depreciation (EBITDA)	55,963	57,343	-1,380	-2.4%
Profit/loss on operations (EBIT)	46,089	48,273	-2,184	-4.5%
Gross profit	39,898	40,435	-537	-1.3%
Net profit	30,277	33,393	-3,116	-9.3%
Total income	30,257	33,393	-3,136	-9.4%

	A period of 12 months ending on 31 December 2024	A period of 12 months ending on 31 December 2023	Difference (as PLN thousand)	Difference (as %)
Flow from operations	108,547	143,746	-35,199	-24.5%
Flow from investments	-78,700	-20,401	-58,299	-*
Flow from financial operations	40,356	-69,151	109,507	-*
Net cash flow	70,203	54,194	16,009	29.5%

* No difference was shown due to a risk of misleading through data presentation as %, due to the negative basis

	Status as of 31 December 2024	Status as of 31 December 2023	Change (as PLN thousand)	Change (as %)
Total assets	743,817	661,491	82,326	12.4%
Fixed assets	226,676	117,757	108,919	92.5%
Current assets	517,141	543,734	-26,593	-4.9%
Equity	357,675	344,318	13,357	3.9%
Total liabilities	386,142	317,173	68,969	21.7%
Long-term payables	147,054	45,004	102,050	226.8%
Short-term payables	239,088	272,169	-33,081	-12.2%

The detailed report on the financial situation is provided in the consolidated financial statement of the ONDE Group for 2024.

2.2 INCOME, PROFIT AND MARGINS OF THE ONDE GROUP

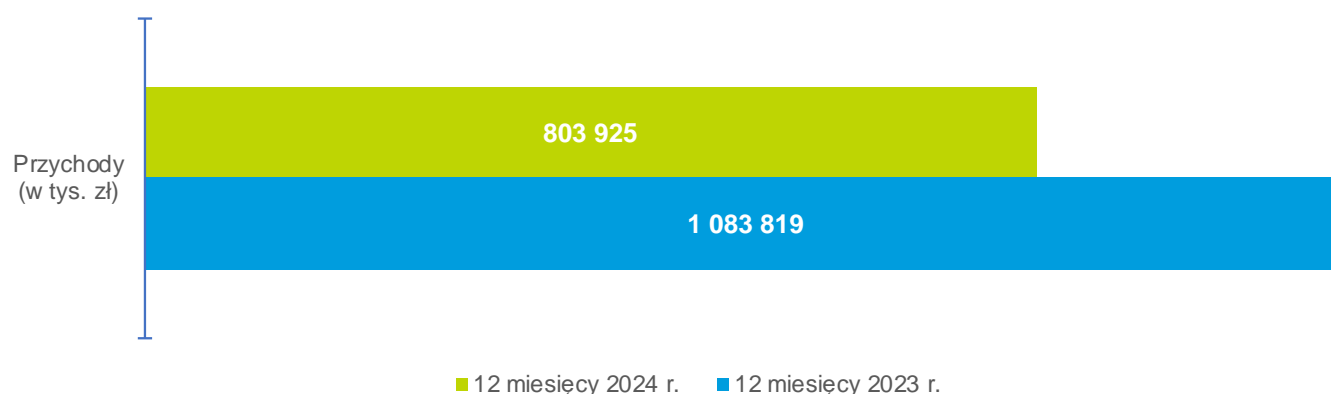
Revenues

In 2024, the ONDE Group had lower income y-o-y, in the amount of PLN 803.9 million, i.e. 25.8% (PLN 279.9 million) lower than in the same period of the previous year.

The level of this income results from a decrease in the value of the portfolio of contracts executed for external entities, i.e. the backlog (the income on performance of construction services for the ONDE Group's subsidiaries are included in the ONDE's individual income). At the same time, the Company acquires contracts with higher margins, and this was translated into the increase in the gross income on sales y-o-y.

Chart 4. ONDE Group's income

Income (as PLN thousand) for 12 months 2024 (green) and 12 months of 2023 (blue)



Costs

The Management Board notes that a small part of projects executed in the reporting period were contracts acquired still before the outbreak of war in Ukraine, on terms and conditions corresponding to the market conditions at that time. Today, the Group focuses on acquiring contracts with a higher margin and on drawing up contractual provisions that protect margins of the ONDE Group in the event of the further increase in prices.

The Group strives to secure itself against the currency risk through appropriate contractual provisions, in particular, by applying currency clauses. When a contractual security is not possible, the Group can secure itself against the currency risk by applying relevant hedging instruments, for example, forward contracts. In 2024, the Group had concluded contracts for treasury limits (of the forward type).

The nominal costs of products and services sold during three quarters of this year increased by 27.0% (by PLN 263.6 million) y-o-y, to PLN 713.3 million, and this contributed to higher margins on contracts performed. From the cost management point of view, it is important that the ONDE Group uses subcontractors during performance, and this enables flexible cost management. This means that a reduction in the number of contracts executed during the construction season does not result in creation of significant production and processing surpluses in terms of manpower and equipment, generating high overheads.

The general management costs increased in the reported period by 14.3% (PLN 6.9 million) y-o-y, to PLN 55.1 million. This resulted mainly from the increase in the remuneration, and in the costs of financial services and legal and tax counselling. In 2024, the payments to ERBUD S.A. in the amount of 0.9% of the value of sales invoices issued, decreased to PLN 7.3 million from PLN 10.4 million in 2023.

In 2024, the ONDE Group increased its external debt. In the view of lower interest rates in 2024 vs. 2023, after 12 months of 2024 the Group's financial costs decreased by 6.5% y-o-y, and amounted to PLN 9.4 million, versus PLN 10.0 million in the same period of 2023. At the same time, in the reported period the financial income increased by PLN 1.6 million, to PLN 4.9 million - mainly due to interests on default payments, interests on bank deposits, and interests on loans granted.

Profits

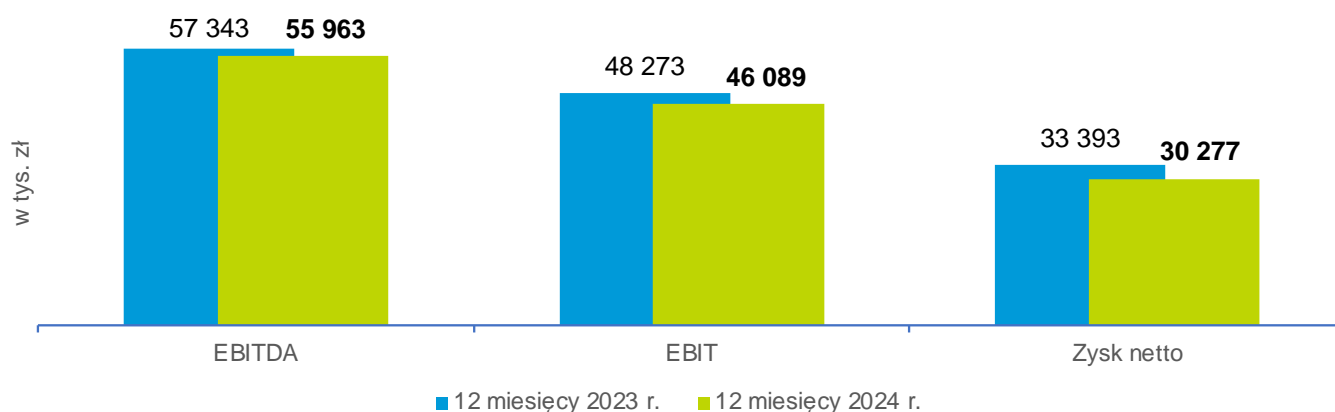
Due to a decrease in income (with the accompanying decrease in costs), in 2024, the Group's income at the EBITDA level amounted to PLN 56.0 million and was PLN 1.4 lower than the result for the same period of 2023. The profit on operations (EBIT) decreased y-o-y by PLN 2.2 million, and amounted to PLN 46.1 million. The net profit decreased by PLN 3.1 million, to PLN 30.3 million.

The amount of the profit obtained was influenced by:

- sale of 100% of shares in subsidiaries SPV Czerwona Woda Sp. z o.o. and INVEST PV Sp. z o.o., and 50% of shares in a co-subsiary Farma Wiatrowa Szybowice Sp. z o.o.;
- a one-time event, resulting in an increase in costs borne in relation to one of contracts performed in the road and engineering sector;
- execution of contracts concluded from the 2nd half of 2022, generating higher margins y-o-y (contracts concluded before the outbreak of war in Ukraine had conditions corresponding to the market situation at that time).

Chart 5. ONDE Group's profits

Profit (as PLN thousand) for 12 months 2024 (green) and 12 months of 2023 (blue) – EBITDA, EBIT and Net profit



Margins

In 2024, the ONDE Group achieved a higher gross margin on sales y-o-y. It increased to 11.3% (an increase by 1.4 pp y-o-y), and this results, among others, from the increase in the income on contracts concluded after the second half of 2022, i.e. after the outbreak of war in Ukraine, concluded on conditions corresponding to the market situation.

In the context of the future periods, the stabilisation of material prices enables the Company to better manage parameters of contracts offered, and therefore, optimising their results, and to focus on investments in successive own RES projects.

EBIT and EBITDA margins in 2024 amounted to 5.7% (an increase by 1.3 pp y-o-y) and 7.0% (an increase by 1.7 pp y-o-y), respectively. The net profit margin amounted to 3.8% (an increase by 0.7 pp y-o-y).

The sale of shares in subsidiaries (the profit from which was included at the level of gross result on sales) and in a co-subsiary (the profit from which was included at the level of the operating profit) also contributed to the increase in the said margins, apart from the increase in the share of contracts with higher margins in achieved income. Whereas the above-mentioned one-time event in the road and engineering segment negatively influenced the amount of the margins.

Seasonal nature

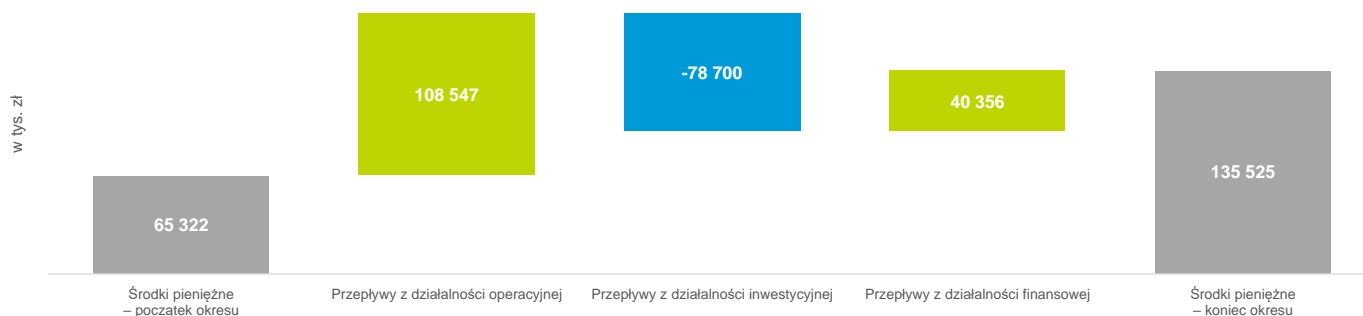
The sale of construction and installation services is characterised by its seasonal nature. It results from weather conditions in the given year, and their influence on the works progress. In consequence, the Group usually has the lowest income in the first quarter.

2.3 CASH FLOW IN THE ONDE GROUP

In 2024, the ONDE Group's cash flow amounted to PLN 70.2 million (versus PLN 54.2 million a year earlier), and this is related, among others, to repayment of loans granted and contracting new long-term liabilities. In consequence, at the end of December 2024, the Group had cash in the amount of PLN 135.5 million.

Chart 6. Cash Flow

Cash flow (as PLN) thousand, (L-R): at the beginning of the period, cash flows from operations, cash flows from investments, cash flows from financial operations, at the end of the period



The following aspects contributed to this result:

- **positive flow from financial operations: PLN 108.5 million**

This is mainly the effect of the gross result (PLN 40.0 million), the income tax paid (PLN - 18.0 million), the result on the sale of an entity under joint control (PLN -19.1 million), and the change in the operating capital (PLN 94.6 million).

- **negative flow from investments: PLN -78.7 million**

It is the effect of income on sales of shares (PLN 25.3 million) in an entity under joint control holding a wind farm project, expenditures on purchase of fixed assets in kind (PLN -69.1 million), expenditures on purchase of shares in a company holding a photovoltaic project (PLN -39.8 million), and income on repayment of loans granted (PLN 39.6 million) and expenditures related to loans granted (PLN -37.4 million).

- **positive flow from financial operations: PLN 40.4 million**

This is mainly the result of the repayment of credit and leasing debt and interests (PLN -41.3 million), payment of dividend (PLN -16.9 million) and income from credits contracted (PLN 98.6 million). In the reported period, the Group contracted new credit and loan liabilities.

The detailed cash flow statement is provided in the consolidated financial statement of the ONDE Group for 2024.

2.4 ONDE GROUP FINANCIAL STANDING

As of 31 December 2024, the balance sheet total of the ONDE Group amounted to PLN 743.8 million and was 12.4% (PLN 82.3 million) higher than at the end of 2023, and this results from the increase in fixed assets.

The amount of the Group's fixed assets increased by PLN 108.9 million (92.5%) versus 31 December 2023. It is mainly the result of an increase in fixed assets in kind, an increase in the deferred income tax assets, and an increase in the level of loans granted.

The value of the Group's operating assets decreased by PLN 26.6 million (-4.9%) versus the end of 2023, to the amount of PLN 517.1 million. This was mainly influenced by:

- an increase of PLN 26.4 million (20.1%) in inventory valuation;

- an increase in cash by PLN 70.2 million (107.5%);
- a decrease in valuation of construction contracts by PLN 119.7 million (-62.5%).

Table 8. Selected balance sheet data of the ONDE Group

	As of 31 December 2024	As of 31 December 2023	Change (as PLN thousand)	Change (as %)
Total assets	743,817	661,491	82,326	12.4%
Fixed assets	226,676	117,757	108,919	92.5%
Current assets	517,141	543,734	-26,593	-4.9%
Equity	357,675	344,318	13,357	3.9%
Total liabilities	386,142	317,173	68,969	21.7%
Long-term payables	147,054	45,004	102,050	226.8%
Short-term payables	239,088	272,169	-33,081	-12.2%

As of 31 December 2024, the Group's equity amounted to PLN 357.7 million. Its increase by PLN 13.4 million (3.9%) versus the end of the previous year mainly results from the net profit achieved in 2024.

The long-term accounts payable of the Group at the end of 2024 increased by PLN 102.1 million (226.8%) versus the end of 2023, to PLN 147.1 million, and this mainly results from the increase in the external debt.

The short-term accounts payable of the Group decreased by PLN 33.1 million (-12.2%) versus the end of the previous year, to PLN 239.1 million. This was mainly influenced by:

- a decrease in short-term debt, by PLN 7.8 million (45.2%), to PLN 9.5 million;
- a decrease in valuation of executed construction contracts, by PLN 10.1 million (9.6%), to PLN 94.6 million (terms and conditions for contract valuation, including recognising the level of their performance, were described in note 2.3 to the consolidated financial statement of the ONDE Group);
- a decrease in payables for income tax and VAT, by PLN 14.4 million (53.4%), to PLN 12.5 million.

The detailed report on the financial situation is provided in the consolidated financial statement of the ONDE Group for 2024.

2.5 RESULTS OF SEGMENTS OF THE ONDE GROUP OPERATIONS

In 2024, the Group achieved the income of PLN 641.1 million in the "Renewable Energy Sources Construction segment", i.e. lower by PLN 145.9 million (18.5%) than in 2023. The income achieved in this segment represented 79.7% of the total income of the Group (an increase by 7.1 pp y-o-y).

The Group's income in the RES Constructions sector remain under the pressure of the unfavourable environment, mainly in terms of wind farms construction. The Company notes a decrease in supply of wind farm projects for construction of which the Company could apply. However, the introduced liberalisation of the 10H Distance Act released the potential for development of new wind projects, and with time this will translate into positive perspectives in the RES construction sector.

In addition to projects implemented for investors, the Group continued to develop its activities in the area of sales of subsidiaries holding RES projects ready for construction or already constructed within the Construction segment in the RES segment. Projects executed for own needs, i.e. from the Company's portfolio, are not included in the backlog.

Income of the "Road and engineering constructions" sector amounted to PLN 150.6 million. This segment brought income lower by PLN 134.6 million (47.2%) when compared to the same period of 2023. In 2024, it was responsible for 18.7% of the consolidated income of the Group (a decrease by 7.6 pp y-o-y).

Table 9. Income on sales broken by segments

as PLN thousand	A period of 12 months ending on 31 December 2024	A period of 12 months ending on 31 December 2023	Change (as PLN thousand)	Change (as percentage)
Road and engineering constructions	150,614	285,185	-134,571	-47.2%
RES constructions	641,070	787,016	-145,946	-18.5%
Other	12,241	11,618	623	5.4%
Total	803,925	1,083,819	-279,894	-25.8%

Table 10. Income on sales broken into Poland and abroad

as PLN thousand	A period of 12 months ending on 31 December 2024			A period of 12 months ending on 31 December 2023		
	Country (Poland)	Abroad	Total	Country (Poland)	Abroad	Total
Sale to external customers, including:	800,178	3,747	803,925	997,452	86,367	1,083,819
Income recognised in time	759,817	3,747	763,564	960,305	86,367	1,046,672
Income recognised at a point in time	40,361	-	40,361	37,147	-	37,147

The following factors contributed to the decrease in the consolidated EBITDA result by PLN 1.4 million at the end of 2024, when compared to 2023:

- a high result achieved in the “RES constructions” segment, in the amount of PLN 68.8 million (an increase by PLN 21.1 million, y-o-y);
- the EBITDA loss in the “Road and engineering constructions” sector at the level of PLN 15.4 million (a decrease by PLN 22.9 million y-o-y), resulting from the one-time event, translating into an increase in the costs incurred in relation to performance of one contract;
- the EBITDA result in the “Other” segment, which increased to PLN 2.5 million (an increase by PLN 0.4 million y-o-y).

Chart 7. A change in the EBITDA result in segments

(as PLN), L-R: EBITDA 12 months 2023, Road and engineering constructions, RES constructions, Other, and EBITDA 12 months of 2024

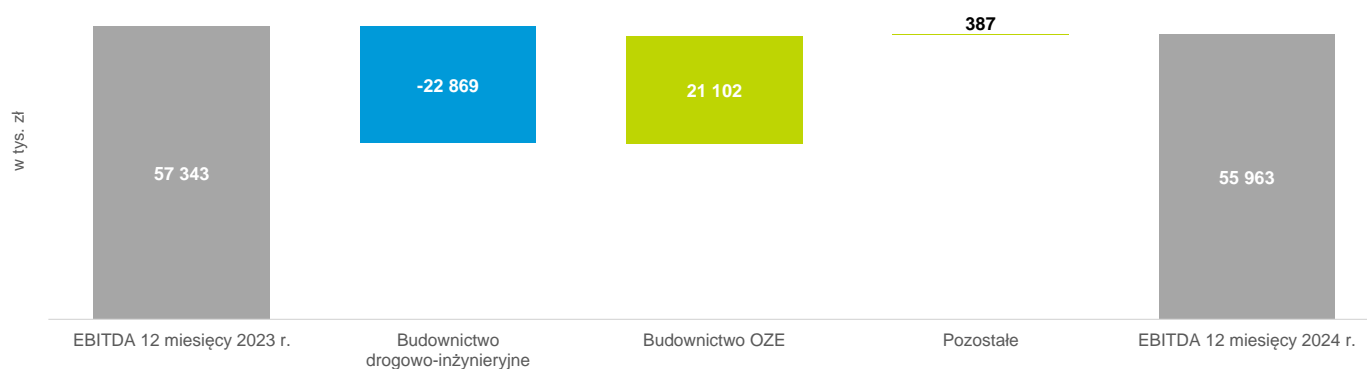
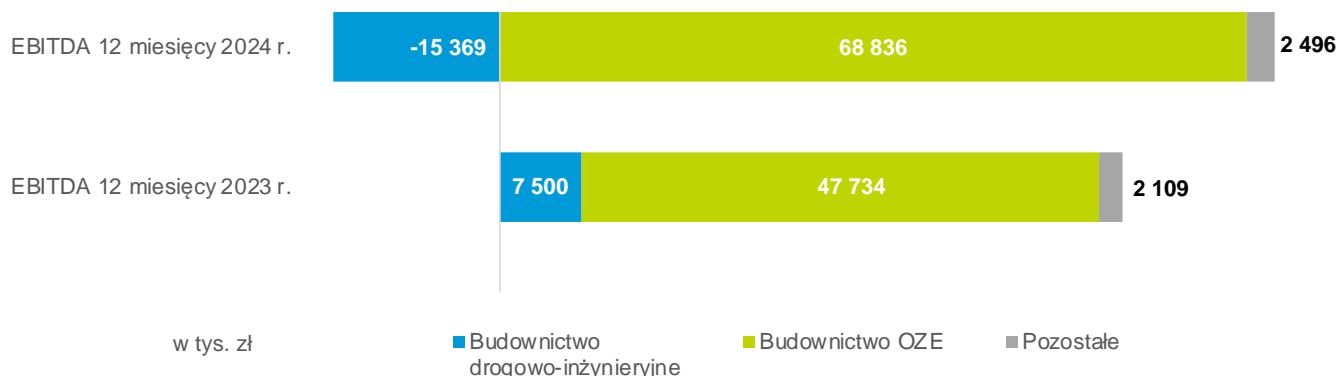


Chart 8. EBITDA by segments

(as PLN), EBITDA 12 months 2024 (top) and EBITDA 12 months of 2023 (bottom)

L-R: Road and engineering constructions, RES constructions, Other



In 2024, the Group's profit margins increased compared to the same period of 2023. They increased both at the level of EBITDA (7.0%) and EBIT (5.7%). The margins of the road and engineering constructions segment were significantly influenced by the above-mentioned one-time event.

Chart 9. EBITDA margin in segments

(as percentage), EBITDA margin 12 months 2023 (blue), EBITDA margin 12 months 2024 (green),

L-R: Road and engineering constructions, RES constructions, Other,

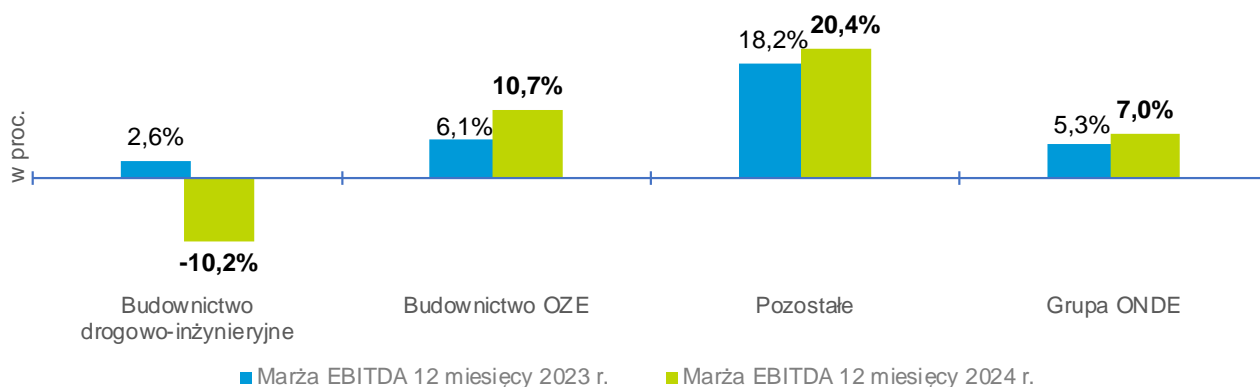
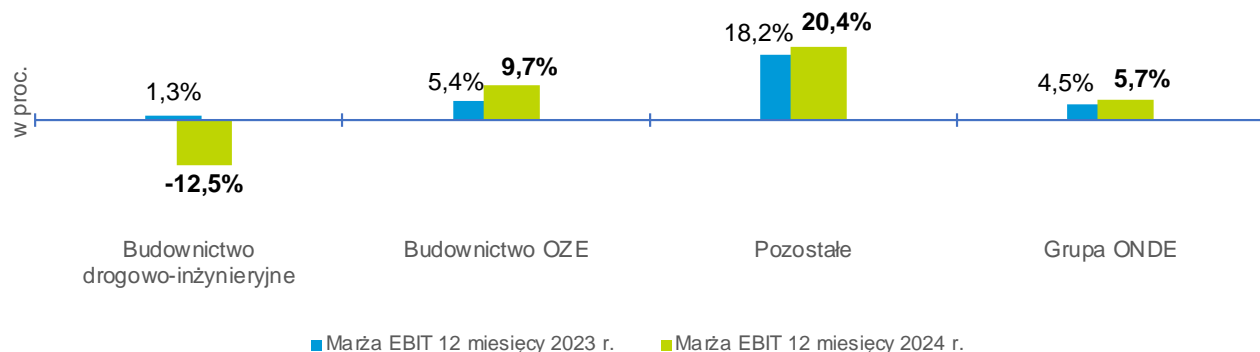


Chart 10. EBIT margin in segments

(as percentage), EBIT margin 12 months 2023 (blue), EBIT margin 12 months 2024 (green),

L-R: Road and engineering constructions, RES constructions, Other



2.6 SELECTED FINANCIAL DATA OF ONDE S.A.

In 2024, ONDE, the parent company of the ONDE Group, generated revenues of PLN 864.6 million, i.e. 19.4% (PLN 207.6 million) lower than in 2023. The level of revenues results from a decrease in the portfolio of contracts executed for external entities (backlog). The Company income also includes income on performance of contracts for subsidiaries. At the same time, the Company maintained a cost regime, and this translated into a higher gross profit on sales, versus the same period of the previous year.

The individual EBITDA result reached the level of PLN 59.9 million, i.e. PLN 9.1 higher than in the previous year. The profit on operations increased by PLN 8.5 million and amounted to PLN 50.4 million, and the net profit increased by PLN 10.2 million, to PLN 39.9 million. The amount of the profit obtained was influenced by:

- sale of 100% of shares in subsidiaries SPV Czerwona Woda Sp. z o.o. and INVEST PV Sp. z o.o., and 50% of shares in a co-subsiary Farma Wiatrowa Szybowice Sp. z o.o.;
- a one-time event, resulting in an increase in costs borne in relation to one of contracts performed in the road and engineering sector
- execution of contracts concluded from the 2nd half of 2022, generating higher margins y-o-y (contracts concluded before the outbreak of war in Ukraine had conditions corresponding to the market situation at that time).

In 2024, ONDE achieved the gross margin on sales of 10.3% (an increase by 1.8 pp y-o-y). This was mainly the effect of winning new contracts executed with higher margins. EBIT, EBITDA, and net profit margins were also supported by the profit on sale of 100% of shares in subsidiaries, and 50% of shares in a co-subsiary. EBIT and EBITDA margins amounted to 5.8% (+1.9 pp y-o-y) and 6.9% (+2.2 pp y-o-y), respectively. The net profit margin was 4.6%, i.e. 1.8 pp more than in the same period of 2023.

Cash flow and financial standing of ONDE

As of 31 December 2024, the ONDE had financial resources in the amount of PLN 134.0 million, i.e. PLN 69.3 million more than a year earlier. This was a consequence of generating positive cash flows on operation in the amount of PLN 114.1 million - mainly due to the high gross result (PLN 50.4 million) and the change in the operating capital (PLN 101.1 million). The Company generated negative cash flows on investment operations in the amount of PLN -29.3 million, and cash flows on financial operations amounted to PLN -15.5 million.

At the end of 2024, the total value was PLN 276.7 million (an increase by PLN 63.3 million) for of fixed assets and PLN 413.1 million (a decrease by PLN 26.7 million) for current assets. Equity, as compared to 31 December 2023, increased by PLN 23.1 million to PLN 374.0 million at the end of December 2024. Accounts payable amounted to PLN 63.0 million for long-term ones (an increase of PLN 32.7 million, i.e. 108.0% y-o-y), and to PLN 252.8 million for the short-term ones— they decreased by PLN 19.2 million (-7.0%) when compared to 31 December 2023.

As of 31 December 2024, the Group's balance sheet total amounted to PLN 689.8 million and was higher by PLN 36.6 million (5.6%) than at the end of 2023.

The detailed report on the financial situation is provided in the separate financial statement of ONDE S.A. for 2024.

Table 11. Selected financial data of ONDE S.A. (separate)

as PLN thousand	A period of 12 months ending on 31 December 2024	A period of 12 months ending on 31 December 2023	Change (as PLN thousand)	Change (as %)
Income on sales of products and services	864,596	1,072,190	-207,594	-19.4%
Gross profit on sales	89,277	91,872	-2,595	-2.8%
Profit/loss on operations + depreciation (EBITDA)	59,929	50,875	9,054	17.8%
Profit/loss on operations (EBIT)	50,353	41,862	8,491	20.3%
Gross profit	50,387	36,725	13,662	37.2%
Net profit	39,949	29,723	10,226	34.4%
Total income	39,949	29,723	10,226	34.4%

	A period of 12 months ending on 31 December 2024	A period of 12 months ending on 31 December 2023	Change (as PLN thousand)	Change (as %)
Flow from operations	114,080	134,583	-20,503	-15.2%
Flow from investments	-29,274	-9,652	-19,622	_*
Flow from financial operations	-15,493	-69,108	53,615	_*
Net cash flow	69,313	55,823	13,490	24.2%

* No difference was shown due to a risk of misleading through data presentation as %, due to the negative basis

	Status as of 31 December 2024	Status as of 31 December 2023	Change (as PLN thousand)	Change (as %)
Total assets	689,789	653,188	36,601	5.6%
Fixed assets	276,673	213,361	63,312	29.7%
Current assets	413,116	439,827	-26,711	-6.1%
Equity	374,024	350,974	23,050	6.6%
Total liabilities	315,765	302,214	13,551	4.5%
Long-term payables	63,010	30,295	32,715	108.0%
Short-term payables	252,755	271,919	-19,164	-7.0%

2.7 FINANCING, DEBT, WARRANTIES AND GUARANTIES

As at 31 December 2024, the total debt of the ONDE Group in the form of loans, credits and leasing amounted to PLN 111.9 million, which is an increase of 320.1% when compared to the end of 2023, mainly due to the acquisition of external financing for the expansion of the portfolio of own projects, as well as from the increase in lease debt in connection with land lease (reported in accordance with IFRS 16).

At the end of December of that year, the Group's debt due to loans and credits amounted to PLN 82.2 million (including PLN 2.7 million of short-term and PLN 79.5 million of long-term). The lease debt (the current value of minimum payments) amounted to PLN 29.8 million and increased versus the end of the previous year by 109.9%.

On 5 July 2023, the Company concluded an agreement with ERBUD S.A., which received the loan in the amount of PLN 10 million. The financial conditions included WIBOR 3M + 3 pp. The repayment date was set for 31 January 2024. The Company repaid the said loan on 9 January 2024. This agreement was concluded on arm's length conditions due to ONDE's increased demand for operating capital and for capital associated with expansion of strategic operations in photovoltaic farm development.

As of a balance sheet day, i.e. 31 December 2024, the ONDE Group have access to bank and insurance multi-purpose lines of a total value of PLN 1,228.2 million (including a joint limit with companies from the ERBUD Group). They can mainly be used for credits, letters of credit, and bank and insurance guarantees. As of a balance sheet day, the ONDE Group used PLN 82.0 million under loans granted, and PLN 325.4 million under bank and insurance guarantees used.

As of 31 December 2024, ONDE was a guarantor for one agreement:

- a credit line agreement for ERBUD S.A. the ONDE's parent company, in the amount of PLN 70.0 million. Financial conditions concerning ONDE's remuneration: 1% of the value per annum. The guarantee was granted to 28 September 2032.

During the reported period, ONDE was a guarantor also for the following agreements:

- a loan agreement for INVEST PV Sp. z o.o. and SPV Czerwona Woda Sp. z o.o., former subsidiaries of ONDE; the Company informed about selling 100% of shares in the above companies on 15 March 2024 (current report No. 7/2024), in the amount of PLN 11.2 million. Financial conditions concerning ONDE's remuneration: 1% of the value *per annum*. The guarantee was granted until 27 October 2024 and expired on the date of sale of the shares (current report no. 7/2024).

The Company informed in the current report No. 29/2023 that its subsidiaries, SPV Czerwona Woda Sp. z o.o. and INVEST PV Sp. z o.o. signed a significant loan agreement concerning construction of photovoltaic projects of the total capacity of 18.72 MW. On 19 December 2023, the above-mentioned companies concluded an agreement with mBank S.A. to finance construction of two photovoltaic farms of the total capacity of 18.72 MW, with an option for expanding financing to the third photovoltaic farm of the capacity of 4.42 MW.

The Company informed about concluding a sales agreement and the transfer of ownership of 100% of shares in subsidiaries SPV Czerwona Woda sp. z o.o. and Invest PV sp. z o.o. in the current report No. 7/2024. The shares sales agreement also included provisions concerning settlement of loans granted by ONDE to these subsidiaries, and repayment by the buyer of loans contracted by subsidiaries to finance construction of photovoltaic farm projects, about granting of which the Company informed in its current report No. 29/2023.

Credit lines

In 2024:

- **On 22 January 2024, the Company informed about signing, together with ERBUD S.A., of an Amendment Letter No. 2 to the important Loan Agreement concluded in form of a "Letter concerning trade support services No. 24/2021" with HSBC Continental Europe (current report No. 2/2024)**

Under the said Agreement the Parties established the option for ONDE and ERBUD S.A. to use a limit for bank guarantees and letters of credit in the amount of PLN 74 until 31 October 2024.¹²

The limit consists of the following sublimits:

- a limit for products of the guarantee nature as a part of the Sustainable Trade Support Service (implementation of Environmentally Friendly Projects) - a maximum amount of PLN 74 million.
- a limit for products of the guarantee nature as a part of the Trade Support Service, but not being a Sustainable Trade Instrument - a maximum amount of PLN 50 million;
- a limit for documents of credit as a part of the Sustainable Trade Support Service (implementation of Environmentally Friendly Projects) - a maximum amount of PLN 45 million.

The remaining terms and conditions do not differ from market conditions.

- **On 12 March 2024, the Company informed about signing of a significant loan agreement with mBank S.A. to finance and refinance RES projects (current report No. 5/2024)**

The revolving credit facility concerns financing or refinancing of investment expenditures borne within six months preceding the financing, related to:

- purchase of 100% of shares in a special purpose vehicle conducting a RES project;
- prepayments for connections and other payments to a power company in relation to a connection agreement.

Under this agreement, the bank will grant to the Company a revolving credit facility in euros, in the maximum amount of EUR 20 million, where the said facility will be made available in the form of drawings in PLN or EUR, after ONDE submits a relevant request for payment.

The interest rate forming the basis for calculation of interest for each draft in each interest period of one month corresponds to an annual interest rate equal to: (i) bank margin, plus (ii) a relevant base rate (i.e. for drafts in EUR: EURIBOR 1M, and for drafts IN PLN: WIBOR 1M (including the offered rate WIBOR 1M; or, when for any reasons the base rate for a given interest period is not available, on the basis of an alternate rate specified in the agreement and its adjustment).

The agreement provides for the total financing period of 3 years of the date of concluding the agreement and the repayment of a given draft of the loan within 2 years of the date of payment for that draft; where when more than one draft is made, all drafts should be repaid on the date of repayment due for the first draft. Unused resources will be automatically cancelled as of the end of the period of the credit availability, on 12 March 2026.

- **On 28 June 2024, the Company informed about signing by the subsidiary, Park Lewańd Sp. z o.o., a significant financial agreement with mBank S.A. (current report No. 20/2024)**

On the basis of the credit agreement, the bank will grant to Park Lewańd Sp. z o.o.

- a construction loan in PLN to the maximum amount of PLN 66.1 million,
- an investment loan in PLN (for repayment of the construction loan) to the maximum amount of PLN 60.6 million,
- a revolving credit in PLN, for financing value added tax (VAT) liabilities in the total amount of PLN 21.5 million

to finance costs of construction of a photovoltaic farm of the total capacity of 32 MW called "Elektrownia Fotowoltaiczna Park Lewańd", owned by the borrower, and for which ONDE is a general contractor.

The loan securities include a register pledge and financial pledges on the Borrower's shares; a registered charge on a fixed pool of assets and titles of the Borrower; the Borrower's statement on its submission to the Bank enforcement procedures; and ONDE's guarantee with a s statement on its submission to the

¹² Automatic renewal until 31.10.2025.

Bank enforcement procedures. The loan agreement provides for repayment of the construction credit and the revolving credit no later than on 31 March 2026, and for repayment of the investment loan on the 10th anniversary of its granting, however, no later than by 31 March 2036.

Loan amounts are bearing interests at a variable interest rate equal to the reference rate WIBOR increased by the Lender's margin.

- **On 5 July 2024, the Company informed about signing of an annex to the significant financial agreement with Santander Bank Polska S.A. (current report No. 21/2024)**

On 5 July 2024, the Company together with ERBUD S.A. signed with Santander Bank Polska S.A. an annex to the MultiLinia Agreement of 20 November 2015, as amended. Under the said annex, the Company and ERBUD S.A. can use a multipurpose line (overdrafts and a line for bank guarantees and letters of credit) to the amount of PLN 185,000,000.

ONDE can use the multipurpose line (overdrafts and a line for bank guarantees and letters of credit) to the amount of PLN 100,000,000, including overdrafts to the amount of PLN 20,000,000.

The facility shall become due on 7 July 2025.

- **On 9 August 2024, the Company informed about signing of an annex to the significant financial agreement with BNP Paribas Bank Polska S.A. (current report No. 23/2024)**

On 9 August 2024, the Company received an annex to the multipurpose credit line agreement of 7 July 2005 with BNP Paribas Bank Polska S.A.

Under the said annex, ONDE with companies from the Erbud Group, Erbud S.A. and Erbud International Sp. z o.o., can use a multipurpose line to the maximum amount of PLN 140 million, divided into overdrafts in the amount of PLN 11 million, a limit for guarantees in the amount of PLN 140 million, and a limit for letters of credit in the amount of PLN 70 million. The sublimit for ONDE S.A. amounts to PLN 140 million, including an option for contracting a debt to the amount of PLN 5 million.

The facility shall become due on 7 June 2025.

- **On 10 September 2024, the Company informed about signing a significant financial agreement with Credit Agricole Bank Polska S.A. (current report No. 24/2024)**

On 10 September 2024, the Company received a credit line agreement signed by both parties, concluded with Credit Agricole Bank Polska S.A. to finance current operations.

Under the said agreement, ONDE may use a multipurpose line for overdrafts and granting bank guarantees to the maximum amount of PLN 30 million, including overdrafts to the maximum amount of PLN 10 million. The interest rates for overdrafts will be determined on the basis of the variable interest rate increased by the bank margin. The Agreement provides for securities standard for agreements of this type, i.e. a cession of the debt and a statement on subjecting to the bank's enforcement proceedings.

The due date for the credit line, including the end of the bank guarantees availability, is 30 September 2025.

- **On 28 October 2024, the Company informed that on the said day it, together with companies from the ERBUD Group – Erbud S.A., Erbud Industry Centrum Sp. z o.o. and Erbud International Sp. z o.o. – received an annex to the loan agreement with ING Bank Śląski S.A. of 6 July 2010, signed by all parties (current report No. 26/2024)**

Under the said annex, ONDE with other borrowers, i.e. Erbud S.A., Erbud Industry Centrum Sp. z o.o. and Erbud International Sp. z o.o., can use a multipurpose line to the maximum amount of PLN 175 million, divided into overdrafts in the amount of PLN 64 million, and a limit for guarantees in the amount of PLN 175 million.

The sublimit for ONDE S.A. amounts to PLN 50 million, including an option for contracting a debt to the amount of PLN 20 million.

The facility shall become due on 30 January 2026. Other important terms and conditions remained unchanged.

- On 20 December 2024, the Company announced that on that day together with ERBUD S.A. it received an Annex to the Umbrella Multiproduct Framework Agreement signed by all parties, and concluded with mBank S.A. (current report No. 28/2024)

Pursuant to the Annex, the maturity of the line for overdraft credit, working capital loan and the limit for guarantees granted to the Company and ERBUD S.A. was extended until 30 January 2026 to a total of PLN 112 million.

The remaining significant terms and conditions of the agreement remain unchanged.

Table 12. Credit lines granted to companies from the ONDE Group

Entity contracting a loan	Lender	Loan type/interests	Credit value – the amount available as of the balance sheet day	Credit value – the amount used as of the balance sheet day	Currency	Repayment date	Notes
ONDE	BNP Paribas	overdrafts / WIBOR 3M +1.5 pp.	5,000,000.00	0.00	As PLN	07/06/2025	Under a multipurpose credit line for financing ERBUD S.A. and ONDE
ONDE	ING Bank Śląski	overdrafts / WIBOR 1M +1.6 pp.	20,000,000.00	0.00	As PLN	31/01/2026	Under an agreement for financing ERBUD S.A., Erbud Industry Centrum Sp. z o.o. and ONDE
ONDE	ING Bank Śląski	investment loan / WIBOR 1M +2.15 pp.	725,476.26	725,476.26	As PLN	30/11/2025	A registered pledge on a machine - the Bitumen Mass Manufacturer, a cession of the debt under real estate and machines insurance agreement, ERBUD S.A. guarantee A mortgage on the real estate in Koszalin
ONDE	mBank	overdrafts / WIBOR ON +1.6 pp.	30,000,000.00	0.00	As PLN	30/01/2026	Under a multipurpose credit line for financing ERBUD S.A. and ONDE

ONDE	Santan der Bank Polska	overdrafts / WIBOR 1M +2 pp.	20,000,000.00	0.00	As PLN	07/07/2025	MultiLinia
ONDE	mBank	a loan for financing and refinancing RES projects/ WIBOR 1M/ EURIBOR 1M +2.6 pp.	85,460,000.00	24,458,887.49	EURO	26/03/2027	Registered and financial pledges on shares and a registered charge on a fixed pool of assets and titles, and on debts on bank accounts; bank power of attorney granted to the Bank; transfers to secure debts, guarantees and statements on subjecting to enforcement proceedings
Park Lewald	mBank	construction loan (in the future it will be renamed as the investment credit) and a revolving loan / WIBOR 3M + 2.4 pp and WIBOR 1M + 1.5 pp	87,596,000.00	56,828,983.54	As PLN	31/03/2026: the construction and revolving loan, and 31/03/2036: the investment loan	Registered and financial pledges on shares and a registered charge on a fixed pool of assets and titles, and on debts on bank accounts; a cession of securities for financial debts resulting from specific project documents, bank power of attorney granted to the bank; transfers to secure debts, guarantees, a guarantee for exceeding the costs, and statements on subjecting to enforcement proceedings
ONDE	Credit Agricol e Bank Polska	overdrafts / WIBOR 1M +1.5 pp.	5,331,063.39	0.00	As PLN	30/09/2025	Under a multipurpose credit line for financing ONDE

Guarantees

Information on the guarantees and warranties granted and received in 2024, including those granted to ONDE affiliates, is contained in the ONDE separate financial statements for 2024, in note 3.6.

The table below lists guarantees granted for the limits, which are periodically renewed by guarantors on the basis of the current economic situation of the Company.

Table 13. Guarantee lines granted to ONDE

Guarantor	Liability type	Limit	Currency	Expiry date	Used as of the balance sheet day	% used
BNP Paribas Bank Polska	Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	140,000,000.00	As PLN	07/06/2025	7,128,699.02	5.09%
ING Bank Śląski	Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	30,000,000.00	As PLN	31/01/2026	9,866,517.54	32.89%
mBank	Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	30,000,000.00	As PLN	30/01/2026	17,138,003.09	57.13%
mBank	Performance and prepayment reimbursement guarantees	927,397.25	As PLN	15/01/2028	927,397.25	100.00%
Santander Bank Polska	Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	100,000,000.00	As PLN	07/07/2025	18,703,433.41	18.70%
HSBC	Bid, performance, warranty, and prepayment reimbursement guarantees	74,000,000.00	As PLN	31/10/2025	43,208,153.65	58.39%
Credit Agricole Bank Polska	Bid, performance, warranty, and prepayment	30,000,000.00	As PLN	30/09/2025	24,668,936.61	82.23%

		reimbursement guarantees					
STU Ergo Hestia		Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	360,000,000.00	As PLN	indefinite period of time	108,487,921.17	30.14%
KUKE		Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	70,000,000.00	As PLN	indefinite period of time	45,662 003.27	65.23%
Generali TU		Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	23,500,000.00	As PLN	21/02/2025	8,688,164.26	36.97%
Uniqa TU		Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	40,000,000.00	As PLN	27/07/2025	22,900,545.93	57.25%
TU EUROPA		Bid, performance, repair of defects and faults guarantees	6,000,000.00	As PLN	indefinite period of time	1,666,827.85	27.78%
Credendo		Bid, performance, repair of defects and faults guarantees	20,000,000.00	As PLN	indefinite period of time	0.00	0.00%
TUiR Polska	Allianz	Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	25,000,000.00	As PLN	30/06/2025	12,628,742.50	50.51%
Interrisk		Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	20,000,000.00	As PLN	26/06/2025	1,869,960.69	9.35%
Warta		Bid, performance, repair of defects and faults guarantees	5,000,000.00	As PLN	indefinite period of time	1,778,018.64	35.56%

PZU	Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	10,000,000	As PLN	05/08/2025	91,890.60	0.92%
TU Euler Hermes	Bid, performance, repair of defects and faults, and prepayment reimbursement guarantees	20,000,000	As PLN	indefinite period of time	0.00	0.00%

The table below lists guarantees granted outside the guarantee limits granted to ONDE.

Table 14. Guarantees outside the guarantee lines granted to ONDE (as PLN)

Guarantor	Liability type	Limit	Expiry date	Used as of the balance sheet day
AXA Ubezpieczenia	performance and defects repair	348,885.62	31/07/2026	348,885.62
AXA Ubezpieczenia	performance and defects repair	1,133,006.43	14/12/2025	1,133,006.43
AXA Ubezpieczenia	performance and defects repair	1,166,546.69	25/09/2027	1,166,546.69
AXA Ubezpieczenia	performance and defects repair	182,766.75	12/11/2026	182,766.75
AXA Ubezpieczenia	performance and defects repair	4,626,675.71	01/06/2028	4,626,675.71
AXA Ubezpieczenia	performance and defects repair	1,849,474.28	01/06/2028	1,849,474.28
Wiener	performance and defects repair	65,641.90	20/01/2025	65,641.90
Wiener	performance and defects repair	139,751.43	25/10/2026	139,751.43
Wiener	performance and defects repair	33,595.72	05/06/2026	33,595.72
Wiener	performance and defects repair	17,304.37	15/11/2026	17,304.37
Wiener	performance and defects repair	16,412.56	15/08/2026	16,412.56

2.8 FORESEEN FINANCIAL STANDING AND PERSPECTIVES

The company intends to develop its activities in the area of acquiring photovoltaic and wind farm projects. These activities will be associated with financial transactions at the stage of taking over shares, and during a later stage of project execution.

The Company will continue its efforts to build a portfolio of contracts in the RES construction and road and engineering segments.

In 2025, the ONDE Group will execute construction contracts, and with the progress of works this should translate into income on sales of goods and services. The Group will strive to use owned financial resources and available sources of financing in a reasonable way, to maintain its current development dynamics in the future periods.

In successive quarters of 2025, operations of the ONDE Group will continue to be based on a prudent approach to obtaining construction contracts – both in the RES and the road and engineering sectors – and to negotiate their advantageous conditions.

This approach results mainly from emergence of a number of unfavourable external factors for the sectors in which the Group operates.

Factors and events, including those of atypical character, affecting the Group's operations and financial results, are mainly:

- limited options for obtaining connection conditions for RES power plants in Poland, especially on a short-term basis, which reduces the number of projects executed in this market versus its potential;
- the lack of decisions in the currently ongoing tenders, mainly for the construction of photovoltaic farms and in the power industry, resulting in a very aggressive price policy in the market, which may generate margin erosion;
- a risk of fluctuations in prices of construction materials and components, caused by the geopolitical and economic situation in the world. As of the date of publishing this Report, the prices remain stable, but it cannot be excluded that conditions in the economic environment will influence prices of some construction materials;
- periodic changes in the zloty's exchange rate versus so-called hard currencies, influencing the variability of certain costs incurred by the Group;
- an extended period that usually passes between incurring higher costs of execution of (e.g. road) investments by a contractor and investors' readiness to accept higher market rates. Furthermore, readiness of some competitors to take a risk in this area (i.e., working at the current rates, at the expense of margin erosion);
- prevailing high interest rates (as of the day of publishing this Report, the NBP reference rate was 5.75%), resulting in increase of costs for financing RES systems construction;
- a reduction in energy prices (especially for PV systems, depending on the production profile) and recurring, especially during the summer, unplanned switching off of photovoltaic farms by a distribution system operators related to a temporary lack of balance between electricity production and demand, leading to lower income on sale of electricity for owners of such systems;
- recession in other construction industry areas, in which the Company does not operate, resulted in new entities entering the RES Construction market, and becoming competitors for the Company;
- a situation of entities from certain sectors of subcontractors, in terms of labour availability;
- long-term consequences of the war in Ukraine, influencing many aspects of the macroeconomic environment, including an increase in prices of many raw materials, as well as fuels, energy, or services, and the level of interest rates and associated interest costs.

Considering the above, it cannot be excluded that the external environment will have a negative effect on achieved business or financial performance of the Group in successive periods.

Other factors

Other factors that in the Management Board opinion will influence implementation of the ONDE Group's strategy and results achieved by the Group in successive quarters include:

- **Directions for changes in the energy policy in Poland and the entire UE**

Pursuing of the "European Green Deal" strategy by the European Union, as well as components of accelerating the departure from the hydrocarbon-based economy in favour of, among others, renewable energy sources, discussed as a consequence of the war in Ukraine. Also in Poland, this trend is increasingly stronger. Assumptions for updating "The Energy Policy for Poland until 2040" – a document containing a vision for the strategy of Poland for energy transition and establishing directions for development of the Polish fuel and energy sector – of March 2022 provide for increasing the RES share in electricity generation to ca. 50% in 2040. In the Company's opinion, this will increase a demand for the Company's services.

In accordance with statements of representatives of the Ministry of Development Funds and Regional Policy, in successive years, RES construction in Poland will be supported by funds from RRP. The State owned companies also plan large investments in RES projects, funded by their own resources.

- In February 2025, the European Commission presented the *Clean Industrial Deal*, hereinafter: CID). It is a roadmap that sets out the main directions for EU actions to decarbonise the European industry and increase its competitiveness in the face of the energy transition. The *Action Plan for Affordable Energy* is a part of CID and builds on, among others, sectoral plans for wind and solar energy and grid, as well as revised energy and climate legislation as part of the *Fit for 55* package.

The energy-intensive sector and the clean technologies sector, with the RES sector being a part of it, are particularly promoted by CID. The pact envisages the amount of €100 billion to be allocated to clean transition and a new framework of support for states in relation to CID, which will reduce the time for approval of applications for introduction of renewable energy.

The main assumptions of the “*Action Plan for Affordable Energy*” include, among others, lower energy bills and lower energy supply costs – including the development of long-term renewable energy purchase agreements (PPAs), support for investments in energy storage, and expansion of grid infrastructure.

■ **Changes in legal and regulatory environments in the energy sector**

- Liberalisation of the 10H Distance Act, which came into force in April 2023, has a positive effect on long-term business perspectives of the ONDE Group. The Act, among others, specifies conditions and a mode for locating and constructing wind farms in a vicinity of existing or planned residential buildings. If this Act is amended, new wind farm investments can be executed in the future.

Currently, another draft amending the Act on amending the Wind Farm Investments Act and certain other acts is being proceeded. It provides for further liberalisation of the so-called 10H Distance Act by introducing a minimum distance of 500 metres between a wind farm and a residential building. Furthermore, the scenario of the National Energy and Climate Plan (NECP) for the years 2021-2030 is being updated, which in its proposed version provides for achieving a target of 56 percent of energy from RES in power generation by 2030, and this represents a significant change versus the previously presented version of this document with the target at the level of 29.8 percent of energy from RES in power generation by 2030.

- In January 2025, the assumptions for the draft of the Act amending the acts – Energy Law and certain other acts were published in the list of legislative and programme works of the Cabinet. The draft presents solutions, among others, increasing the flexibility of the grid by introducing changes to connection agreements, solutions optimising the use of existing grid infrastructure as well as facilitating the connection process, solutions simplifying the connection process and increasing the number of objects that can be connected, making the process of planning the development of the power grid and the implementation of connection conditions, and solutions that enable the creation of special areas for grid infrastructure development and energy storage. As of the day of publication of this Report, the planned date for passing this draft is in the second quarter of 2025

■ **Planned development of the transmission grid**

At the beginning of 2025, Polskie Sieci Energetyczne published the *Transmission Grid Development Plan for 2025-2034* agreed with the President of the Energy Regulatory Office (ERO) (hereinafter: ‘TGDP 2025-2034’), which will govern their investments. The main assumptions for this plan include the construction of a direct current connection connecting the north and the south of the country and a significant increase in the potential of building new RES sources by introducing a total of about 80 GW of capacity from offshore and onshore wind farms and photovoltaic farms to the grid. The funds allocated to TGDP 2025–2034 are to exceed PLN 64 billion

At the beginning of March, the ERO also informed about the activities of the ERO President in support of the development and modernisation of grid infrastructure. The communication stated that there is a visible increase in the level and use of funds of distribution system operators (DSO) for grid investments, where development plans for the years 2023-2028 are higher by PLN 30 billion than those for the earlier period of 2020-2025 (an increase from PLN 42 to PLN 72 billion). Moreover, according to the information provided by the ERO, the Office anticipates the possibility of further growth in successive development plans to be approved in 2025.

- **The economic situation, with the continuing high inflation rate, high costs of external financing, and long-term consequences and market changes resulting, among others, from war operations in Ukraine.**

Performance of contracts to customers' orders (employers, investors)

Performance of previously signed construction contracts will have the greatest influence on the results achieved by the Group in the future, resulting from performance of contracts to customers' orders (employers, investors) (the progress of works should translate into income on sales), as well as dynamic of winning successive contracts. The Management Board focuses on acquiring contracts with a higher margin in Poland and abroad and on appropriately drawing up contractual provisions that will protect margins of the ONDE Group in the event of the potential further increase in prices.

In the road and engineering constructions sector, the Company has a selective approach to tenders. The majority of contracts that are being executed or signed currently are of a short-term character. In this sector, the Company intends to focus on a smaller but having a larger margin contracts in the nearest future.

Furthermore, the ONDE Group seeks opportunities for increases its income and to diversify its business in markets outside Poland. Taking the current geopolitical situation, very good wind conditions, and the favourable legislation environment in the Baltic States market, German market, and Central and Eastern Europe, ONDE perceives an attractive business potential in the foreign direction for its operations, where it can use the Company knowledge, experience and resources from the Polish market.

RES projects executed for internal needs

In the future, the Company Management Board expects a further positive influence on the results of the RES projects, i.e. wind and PV farms executed for internal needs, in the area of RES energy generation and sale. The ONDE Group strategy provides, among others, for further expansion of a portfolio of own RES projects through a significant development of "greenfield" projects, as well as by further purchases and development of photovoltaic and wind farm projects for their later resale (i.e. in the *develop, build and sell* model) or for leaving a part of the executed RES projects in the Group and sale of energy generated by them - which can ensure a steady income for the Company.

The development of this area of operations results from the ONDE Group's willingness to participate in the green transition in the EU and Poland. A factor supporting implementation of the Group strategy in this area are, for example, support components that can be used, available under the "European Green Deal" and the "The Energy Policy for Poland until 2040". The development of own RES projects is also a response to the current market challenges.

As of the day of publishing this Report, the Group has own projects of the total capacity of 1,361 MW, of which 492 MW are wind projects. The projects of a capacity of 418 MW already have connection conditions, of which the projects of a capacity 232 MW (with 36 MW representing a wind farm project) received building permit decisions.

Intense works are in progress, focusing on further expansion of a portfolio of own projects comprehensively developed by ONDE experts, and processes for optimising of already owned projects at the development stage are conducted, to resize them or perform their hybridisation (i.e. the use of one connection to execute at one location a wind farm and a PV farm (and possibly, an energy storage facility, the so-called cable pooling)). The Strategy and Internal RES Projects Development Department was supplemented with several specialists from the market, and this will enable the Company to expand its development works.

Other factors

Due to planned further development of a portfolio of own renewable energy sources projects by the Group, in June 2022, the Management Board decided to initiate the process for reviewing strategic options concerning the owned portfolio of RES projects. As of the day of publishing this Report, no decisions were made concerning the selection of a specific strategic option, and there is no certainty if and when such a decision will be made in the future. The ONDE Management Board informs that as of the day of publishing this Report, the sale of projects under the *project by project* formula generates the highest summary return on the invested capital. The capital obtained this way will be used for successive investments and further development of the portfolio of own RES projects.

The ONDE Management Board will strive to use the held financial resources and available sources of financing – e.g. from a positive review of strategic options, issuing of green bonds, or from bank financing – in a reasonable way, to ensure the Group's development in the coming periods.

The ONDE Group does not publish financial result forecasts.



The ONDE Group operates an effective system for risk identification and management, enabling it to limit the scale of negative consequences for the Company or the Group when a given risk occurs. Two main risks categories can be distinguished: those associated with the Group operations and those related to the environment in which it operates. The third category of risk is the financial risk, the full description of which is contained in the consolidated financial statement of the ONDE Group for 2024.

The principles for managing risks related to the Group's operations, affecting non-financial aspects, are described in the Sustainable Development Statement, which is part of the ONDE Group's Report on operations for 2024.

The risk factors specified below concern entities forming the ONDE Group, including ONDE.

3.1.1 Risks associated with the Group operations

▪ Risk associated with liability for improper execution of projects

A failure to perform or improper performance of construction contracts, in particular, a failure to meet established deadlines or guaranteed technological parameters, result in a risk of claims for damages (including contractual penalties) from employers against entities from the ONDE Group. In consequence, this may result in a decrease of the realised margin or losses on execution of a given contract due to improper performance of works by the Company, its consortium members, and subcontractors. Furthermore, in a significant part of agreements performed by the Company the claims are secured, for example, by bank or insurance guarantees, which offer an employer an option to satisfy its claims, even when their grounds are questioned. There is also a risk of excluding the companies of the Group from public procurement proceedings, due to an obligation to provide information about improperly performed projects.

Additionally, the Company is exposed to a warranty liability risk for physical defects in constructed facilities, unless it was excluded in a concluded agreement, and to a financial guarantee risk, including performance guarantee for executed works.

The ONDE Group minimises this risk of improper performance of projects for example, by responsible selection of its partners in accordance with applicable requirements for subcontractors and a prudent approach to contractual provisions in concluded contracts.

▪ Risks associated with implementation of the Group strategic activities

The Group plans to continue to significantly increase its portfolio of RES projects. Currently, the Group holds own projects of a total capacity of 1,361 MW. Additionally, the Company cannot exclude the risk that the Group will not implement its strategy, in part or as a whole, or that the implementation of the strategy by the Group will bring the expected results. Factors influencing the success of implementation of the Group strategy will include directions, in which Poland's energy policy will change and changes in the legal and regulatory environment of the energy sector.

As at the date of publication of this Report – due to the current market and regulatory conditions – the Company identified a higher probability of not receiving connection conditions in the short term for projects that had not yet received those conditions.

The risk of the strategy implementation is mitigated by the monitoring the strategy implementation, changes in the sector, and regulations, as well as by cyclic analyses, which facilitate appropriate reactions and updating of the strategy in the case of significant changes in the environment.

▪ A risk associated with execution of some projects as a part of a consortium

Execution of projects as a part of a consortium is associated with a risk of the projects being executed contrary to the Company expectations in respect of performance of a specific element of the project for which other consortium member is responsible, and a limited influence of the Company on conditions and the schedule of the project performance. Furthermore, the Company cannot exclude a risk of a deterioration in a financial standing or of bankruptcy of other consortium members.

The ONDE Group minimises this risk of improper performance of projects for example, by responsible selection of its partners in accordance with applicable requirements for subcontractors and a prudent approach to contractual provisions in concluded contracts.

- **A risk associated with the Bitumen Mass Manufacturer in Toruń**

The Bitumen Mass Manufacturer in Toruń belonging to the ONDE Group is located on a real estate leased by the Company, and its construction and expansion are subject to inspection proceedings conducted by the Poviaste Construction Supervision Inspectorate in Toruń. The Company estimates that due to the complicated nature of the case, the above administrative proceedings may last from three to four years, and their unfavourable outcome may result in relocation of the manufacturer and a need to obtain necessary permits.

The Company undertakes actions to initiate the planning procedure concerning changes in provisions of the local spatial development plan to expand the intended use of the land on which the Bitumen Mass Manufacturer in Toruń is located with activities associated with construction and maintenance of roads and airports.

- **A risk associated with the Company surety securing a loan agreement**

The Company is a party to the surety agreement with PKO Bank Polski S.A., under which it undertook to provide joint surety to the amount of PLN 70 million for ERBUD liabilities for a loan in form of a credit limit. PKO Bank Polski S.A. may cover its claims from the surety granted under the surety agreement when ERBUD S.A. fails to perform its obligations under the loan agreement. The surety agreement remains in force until 28 September 2032. Therefore, the Company regularly monitors ERBUD S.A. financial standing.

- **Risk of liquidity loss**

A value of the financial liquidity ratio and the increased demand for the current capital are most significantly influenced by a structure and duration of projects executed by the Company. The ONDE Group identifies a possibility of materialisation of the risk of liquidity loss especially when PKO Bank Polski S.A. covers its claims from the surety granted by the Company under the surety agreement. Materialisation of the risk of liquidity loss may influence punctual performance of projects and a possibility for the Company to obtain financial guarantees, which are a commonly applied form for securing contract performance in the market in which the Company operates.

To reduce the risk of loss of liquidity, the ONDE Group maintains an adequate amount of financial resources, as well as concludes credit line agreements used to additionally secure the liquidity.

The Group uses its own funds, long-term loans or long-term lease agreements to finance investment purchases, ensuring appropriate durability of the financing structure for assets of this kind.

The Group uses a policy limiting a credit exposure with individual institutions.

The liquidity management is supported with the Group existing reporting system for liquidity forecasts.

- **Risk of losing managerial personnel**

There is a risk that people from the Company managing personnel may decide to change the job or leave their positions in the Company for other reasons. In consequence, problems with obtaining or retaining well-qualified personnel may occur, in particular, due to competition of other potential employers.

The ONDE Group strives to maintain its crucial managing personnel by implementing an appropriate policy in respect to its employees, competitive remuneration and engagement in ambitious projects.

3.1.2 Risks associated with the Group environment

- **Risks associated with acts of war in Ukraine and their consequences**

On 24 February 2022, the army of the Russian Federation unilaterally started a military conflict. As of the date of publication of this Report, armed fighting is continued in Ukraine.

The political and economic situation in Ukraine is being continuously monitored by the ONDE Group in terms of its actual and possible influence on the Group operations and situation. Until the date of publication of this Report, the Group did not record the direct impact of hostilities on its activities. At the same time, the ONDE Group noted an indirect effect of the described situation on its activities, in form of changes in exchange rates, and changes in prices of raw materials and other materials used to execute investments, e.g. steel or bitumen.

The possible outflow of Ukrainian workers (including skilled workers) in connection with their return to the country could potentially have a negative impact on the labour market in the construction industry in Poland, and also affect the Group. As of 31 December 2024, the Group had employees from Ukraine, but this had no impact on its operations. The Group also did not report any problems with subcontractors, some of which employ workers from Ukraine.

The Group identifies the following factors that have had and may continue to have an impact on the Group and its operations in the future:

- changes in the PLN exchange rate may translate into an increase in costs of raw materials and materials purchased in foreign currency and an increase in the prices of all products, as well as a weakening of the purchasing power of some of the Group's customers or cause difficulties in the flow of receivables;
- increase in prices of fuels, natural gas, and electricity, and an increase in prices of other products and services may lead to the increase in costs borne by the Group and significantly affect the final costs borne by the Group customers and cost estimates of investments, limiting their investment plans;
- It cannot be excluded that the return of some of Ukrainian citizens to their country (especially men of the recruiting age) may influence personnel shortages in certain subcontractors of the Group, including subcontracted construction companies and transport companies;
- high interest rates may translate to high costs of the Group financing - influencing amounts of credit and leasing liabilities with a variable interest rate, as well as to a reduction in purchasing power of some of the Group customers or hinder recovery of receivables;
- further disruptions in supply chains of imported products, materials, components and fuels cannot be excluded, as well as temporary problems with access to some of them;
- extension of transport routes to certain countries may result in increase in logistic costs.
- **Risk of adverse changes in legal and regulatory environments in the energy sector**

In particular, changes in legal regulations concerning RES may result in adverse effect on the Group operations, limiting the amount of public funds designated for the support system for producers of energy generated by RES systems, or limiting or preventing creation of new RES systems. Further changes in the legal and regulatory environment in the energy sector may adversely affect the Group operations, in particular, in the case when new regulations concerning offshore wind farms will indirectly result in reduction in the support provided to onshore wind farms and photovoltaic farms.

The risk is mitigated by the monitoring changes in regulations and by cyclic analyses, which facilitate appropriate reactions and updating of the strategy in the case of significant changes in the environment.

- **Competition risk**

Due to the intensified development of competitors (especially in the RES sector) or their aggressive pricing and product policy towards current and future customers, the Group is exposed to a risk of reduced profitability of executed projects, reduction in the volume of obtained orders, or a decrease in the scale of its operations in the RES projects below those assumed in the strategy. When the Group is not able to adjust its prices to the level of prices offered by its competitors, the competitive position of the Group may be weakened.

This risk is mitigated by monitoring competitors and the market environment, and by acquiring projects outside the domestic market, which enable it to appropriately react through geographic diversification and update the strategy in the situation when the competitive position of the Group deteriorates significantly.

- **A risk of an increase in prices of construction materials, energy, services, and payroll costs**

The Group is exposed to a risk of an increase in the prices of materials strategic for its operations, including in particular, steel, fuels, electricity, copper, aluminium, and bitumen, as well as prices of services, including costs of subcontractors and transport (including railway transport), and employee remuneration and a number of other external costs. In consequence, the Group may fail to achieve a required increase in effectiveness and efficiency, or will not be able to transfer the increased costs onto its employers to compensate their influence on results of its operations.

The risk of increased costs of running business materialised and became apparent after the start of the war in Ukraine. The influence of this risk is limited, for example, by conducting a responsible personnel policy and contracting subcontractors reasonably in advance, and securing stable prices of materials.

- **A risk associated with reduction in or abandoning programmes for expansion or modernisation and development of the infrastructure**

The Group identifies its development on a basis of the infrastructure development, including investment cycles and programmes for their financing, which to a large extent are based on public funds.

For example, a problem of ageing infrastructure for electricity distribution that does not fit into the market needs. Because a clear tendency for the increase in capacities for energy generation from RES can be observed in the current structure of energy generation, which require mainly investments in high and the highest voltage grids, it is possible that in this area the insufficient development of the power distribution grid will hinder obtaining conditions for connection to the grid by planned wind and photovoltaic plants, and thus adversely affect the number of new investments in the RES segment. Another example is a programme for construction and modernisation of roads in Poland, to a large extent based on EU financing.

A possibility to obtain funding for the above-mentioned or similar programmes for expansion or modernisation and development of the infrastructure will significantly influence development and future performance of the Group.

The Group analyses in detail the market situation, developed public and private programmes for expansion or modernisation and development of the infrastructure, a portfolio of projects, and acquisition objectives, in a way limiting the above risk in terms of conducted operations.

3.1.3 Principles of management of the Group's financial risk

In the course of its operations, the Group is exposed to the following financial risks: a market risk (including a currency risk, and a interest rate risk), a credit risk, and a liquidity risk. The Company Management Board is responsible for establishing principles for management of the above risks and their verification.

- **Currency risk**

The Group is exposed to the currency risk. As a part of its basic operating activities, construction contracts in PLN are concluded, as well as those, income from which are and will be specified in foreign currency. Also some of liabilities resulting from concluded agreements for purchase of materials or goods are specified in foreign currencies, mainly in EUR, and payments are made under them. The currency risk is also present in relation to loans in EUR granted by the Company. Periodically, the Company concludes forward transactions and does not exclude a possibility to conclude such transactions in the future.

- **Interest rate risk**

The interest rate risk occurs mainly in relation to the use of the debt, i.e., bank credits and loans and leases by the Group.

Furthermore, the Group allocates free cash partly to investments with a variable interest rate (deposits) and grants loans based on a variable interest rate.

Assets and liabilities bearing interests at variable interest rates expose the Group to a risk of a change in cash flows. On the other hand, the interest charged at a fixed rate (loans granted) exposes the Group to a risk of a change in a fair value; nevertheless, due to a fact that the Group does not value these items at a fair value, this influence is not reflected in the financial statement.

The Group monitors a level of its exposure to the interest rate risk.

- **Receivables for deliveries and services and assets from construction contracts**

To protect against a credit risk resulting from receivables related to construction contracts (i.e., receivables for deliveries and services, receivables from construction contracts - deposits, and from contract assets from construction contracts), each customer before signing an agreement is evaluated in terms of its ability to meet its financial liability. Furthermore, agreements with investors contain clauses providing a right to stop performance of works, when there is a delay in transfer of receivables for performed services. If possible, contractual provisions are also created, under which payments to subcontractors depend on a transfer of resources from an investor.

A concentration of the credit risk related to receivables for deliveries and services and receivables from construction contracts - deposits, and contract assets from construction contracts valuation does not occur at the Group.

- **Liquidity risk**

To reduce the risk of loss of liquidity, the Group maintains an adequate amount of financial resources, as well as concludes credit line agreements used to additionally secure the liquidity. The Group uses its own funds, long-term loans or long-term lease agreements to finance investment purchases, ensuring appropriate durability of the financing structure for assets of this kind.

The Group uses a policy limiting a credit exposure with individual institutions.

The liquidity management is supported with the Group existing reporting system for liquidity forecasts.

- **Climate risk**

The ONDE Group monitors the influence of the climate risks on the Group operations, and as of today, does not identify any material influence of climate-related factors on its operations.

The principles of managing risks related to the Group's activities and influencing sustainability issues – including information on the risk associated with potentially negative impacts on climate, as well as the impact of climate change on the Group, were described in the Sustainable Development Statement, which is part of the Report on operations of the ONDE Group for 2024.



4

CORPORATE GOVERNANCE

4.1 A SET OF CORPORATE GOVERNANCE RULES

Because the Company's shares are listed on the regulated market operated by the Warsaw Stock Exchange (Giełda Papierów Wartościowych w Warszawie S.A., hereinafter "GPW"), ONDE is required to declare whether or not it applies the "Best Practices of WSE listed companies 2021" (hereinafter "Best Practices").

The Good Practices are publicly available on the GPW website in its part concerning the corporate governance, at: www.gpw.pl/dobre-praktyki2021.

On 29 July 2021, the Company published a statement on adhering to the Good Practices updated on 29 March 2022.

Currently, the Company applies 47 rules of 63 Good Practices. Out of the six main areas of the corporate governance framework, ONDE applied all the principles in the chapters *Internal systems and functions* and *Conflicts of interest and related party transactions*. The Company decided not to apply six rules in the chapter *Information policy and communication with investors*, two rules in the chapter *Management Board and Supervisory Board*, five rules in the chapter *General Meeting and relations with shareholders*, and two in the chapter *Remuneration*.

The Company decided not to apply the following 16 rules of the Good Practices:

Rule number and contents	Reasons for not applying
1.1. The Company maintains an efficient communication with participants in the capital market, and reliably informs about issues concerning it. For this purpose, the Company uses various tools and forms of communication, including in particular, the corporate website, on which it publishes all information of significance for investors.	The company intends to adhere to the specified rule as a whole; however, as of the moment of the Good Practice coming into force and in relation to listing of the Company at WSE in 2021, the Company is not able to publish sets of financial data for last 5 years of its operations. The Company applies the specified rule in the remaining scope, in particular, in its part concerning publication of corporate documents, current and periodic information, and composition of management board and supervisory board bodies.
1.3.1. In its business strategy, the Company also takes into account the ESG matters, including in particular environmental issues, containing measures and risks associated with climate changes, and sustainable development matters.	The company plans to adhere to the specified rule as a whole; however, as of the moment of the Good Practice coming into force the Company does not have a formalised business strategy covering the ESG subjects in social and employee areas (rule 1.3.2). The Company applies the specified rule in the remaining scope, in particular, in its part concerning environmental and climate issues, which are covered by the business strategy adopted in the Company, as well as follows the principles of sustainable development. Immediately after developing the ESG strategy in social and employee areas, the Company will adopt a uniform business strategy in the ESG area and will apply the said rule as the whole.
1.3.2. In its business strategy, the Company also considers the ESG subjects, covering in particular: social and employee matters concerning, for example, undertaken and planned actions to ensure gender equality,	The company plans to adhere to the specified rule as a whole; however, as of the moment of the Good Practice coming into force the Company does not have a formalised business strategy covering the ESG subjects in social and employee areas (rule 1.3.2). The Company applies the

appropriate work conditions, respect for employee rights, a dialogue with local communities, and relations with customers.

specified rule in the remaining scope, in particular, in its part concerning environmental and climate issues, which are covered by the business strategy adopted in the Company, as well as follows the principles of sustainable development. Immediately after developing the ESG strategy in social and employee areas, the Company will adopt a uniform business strategy in the ESG area and will apply the said rule as the whole.

1.4. To ensure an appropriate communication with stakeholders, as a part of the adopted business strategy the company publishes on its website information on assumptions of its strategy, measurable objectives, especially long-term ones, planned actions, and progress in their implementation determined with financial and non-financial measures. Information on the ESG strategy should, among others:

Due to a lack of a formalised business strategy covering ESG matters in social and employee areas, as mentioned above, at the moment the Company does not publish on its website information concerning the ESG strategy. Immediately after developing the ESG strategy in social and employee areas, the Company will adopt a uniform business strategy in the ESG area and will publish the required information on its website, and thus it will apply the said rule as the whole.

1.4.1 explain how the company and entities from its group take into account issues related to climate changes in its decision-making processes, indicating resultant risks;

1.4.2 present a value of an equality ratio for remuneration paid to its employees, calculated as a percentage difference between an average monthly remuneration (including bonuses, awards, and other benefits) of women and men for last year, and present information on actions undertaken to eliminate possible inequalities in that regard, together with presentation of associated risks and a time scale in which reaching of equality is planned.

2.1. The company should have a diversity policy for its management board and supervisory board, adopted by the supervisory board or a general meeting. The diversity policy specifies diversity objectives and criteria in areas such as gender, education background, specialist knowledge, age, and professional experience, as well as indicates dates and methods for monitoring performance of these objectives. In terms of gender diversity, a condition for ensuring diversity in the company bodies is a share of minority in a given body at a level of at least 30%.

The company intends to adhere to this rule and to have diversity policies in force addressing the Management Board and the Supervisory Board. At the moment, the company does not meet the gender diversity requirements in the said bodies at a level of at least 30%.

2.2. People making decisions on election of members of the management board or the supervisory board of the company should ensure a comprehensive nature of these bodies by electing to them people ensuring diversity, and enabling them, for example, reaching a target ratio for a minimum minority share established at a level of at least 30%, in accordance with

The Company cannot guarantee that people making decisions on election of members of the management board or the supervisory board of the Company will strive to ensure the comprehensive nature of these bodies by electing to them people ensuring diversity. Furthermore, the Company did not implement the diversity policy provided for in rule 2.1.

objectives specified in the adopted diversity policy, mentioned in rule 2.1.

2.4. Voting of the supervisory board and the management board are open, unless relevant legal regulations provide otherwise.

The Company does not apply the specified rule. The Regulations of the Management Board and the Supervisory Board provide for a possibility or a requirement to conduct secret votings. In the Company opinion, maintaining this model of voting in selected categories of matters specified in regulations, in particular, for decisions concerning personnel matters, contributes to better functioning of the Company bodies, among others, by ensuring greater freedom of voting for members of the Company bodies.

4.1. The company should enable shareholders participation in a general meeting using means of electronic communications (e-meeting), when it is justified due to shareholders' expectations notified to the company, provided it is able to provide technical infrastructure to conduct such general meeting.

The Company intends to adhere to this rule when a person convoking the General Meeting decides that it is possible to participate in it using means of electronic communication. When shareholders participate in the General Meeting using means of electronic communication, the Company plans to ensure real time broadcasting of the General Meeting and real time two-way communication for the Company shareholders who registered for participation in the General Meeting.

4.3. The Company ensures generally accessible real time broadcasting of a general meeting.

The Company does not plan to ensure generally accessible real time broadcasting of a General Meeting. When shareholders participate in the General Meeting using means of electronic communication, the Company plans to ensure real time broadcasting of the General Meeting for the Company shareholders who registered for participation in the General Meeting. In the Company opinion, performance of the information obligation related to General Meetings, i.e., in particular, publishing current reports and other relevant information on the Company website will ensure a full access to information on its General Meetings for shareholders.

4.4. Media representatives are allowed to be present at general meetings.

This rule is not applied. In the Company opinion, correct performance of the information obligation related to General Meetings, i.e., in particular, publishing current reports and other relevant information on the Company website ensure a full access to information on its General Meetings for shareholders and other stakeholders. However, the Company declares that it will adhere to the described corporate governance rule when the Company shareholders, including minority shareholders (stock exchange investors) show such interest.

4.8. Drafts of general meeting resolutions for matters on the general meeting agenda should be submitted by shareholders no later than 3 days before the general meeting.

The Company does not apply the specified rule. The Company is not able to ensure that Company shareholders will each time adhere to this rule and submit drafts of resolutions within a deadline specified in it. In particular, the Company is not able to ensure that its shareholders will not use their right that they have under Article 401 § 5 of CCC to submit drafts of resolutions concerning matters on the meeting agenda during the Company General Meeting.

4.9. When a subject matter of a general meeting is to be appointing a member of a supervisory

The Company does not apply the specified rule. The Company is not able to ensure that Company shareholders

board, or appointing a supervisory board for a new term of office:

4.9.1. candidates for members of the board should be notified within a date enabling shareholders present at the general meeting to make fully informed decisions, but no later than 3 days before the general meetings; the candidates, together with complete materials about them should be immediately published on the company website.

will each time adhere to this rule and notify candidates with complete materials about them within a deadline specified in it. In particular, the Company is not able to ensure that its shareholders will not use their right to notify candidates for members of the Supervisory Board during the Company General Meeting.

6.1. Remuneration of members of the management board and the supervisory board, and crucial managers should be sufficient to obtain, maintain and motivate people of competences required to correctly manage and control the company. The remuneration amount should correspond to tasks and duties performed by individual persons, and associated responsibilities.

The Company does not apply the specified rule, to the extent that it requires assuming a general remuneration policy jointly for members of the Company bodies and its crucial managers. The Company indicates that rules of remunerating members of the Company Management Board and Supervisory Board have been thoroughly regulated in remuneration policies concerning those bodies, in accordance with the requirements provided in Article 90c et seq. of the Bid Act, and the structure of employment of the Company crucial managers and the number of members of senior management do not require adopting the remuneration policy for the Company crucial managers. The rule is applied in the remaining aspects.

6.2. Incentive programmes should be constructed in such way that, among others, they relate a level of remuneration of members of the management board and its crucial managers to an actual long-term situation of the company in terms of its financial and non-financial results, and a long-term growth in value for shareholders and sustainable development, as well as stability of the company functioning.

The Company does not apply the specified rule, to the extent that it requires assuming a general remuneration policy jointly for members of the Company bodies and its crucial managers. The Company indicates that rules of remunerating members of the Company Management Board and Supervisory Board have been thoroughly regulated in remuneration policies concerning those bodies, in accordance with the requirements provided in Article 90c et seq. of the Bid Act, and the structure of employment of the Company crucial managers and the number of members of senior management do not require adopting the remuneration policy for the Company crucial managers. The rule is applied in the remaining aspects.

4.2 ARTICLES OF ASSOCIATION

A body authorised to introduce changes to the Company Articles of Association is the general meeting.

In the reported period, changes in the ONDE S.A. Articles of Association were registered. On 16 July 2024, the Management Board received a decision of the District Court in Toruń, 7th Commercial Division of the National Court Register (KRS) of 11 July 2024, under which the said court registered a change to the Company's Articles of Association made under resolution No. 18/2024 of the ONDE S.A. General Meeting of 14 May 2024 (current report No. 22/2024).

The consolidated text of the Company Articles of Association is available at <https://onde.pl/pl/relacje-inwestorskie/dokumenty-korporacyjne/>.

4.3 COMPANY AUTHORITIES

4.3.1 Management Board

As of 31 December 2024, and of the day of publishing this Report, the Management Board consisted of four people:

- Paweł Przybylski – President of the Management Board,
- Piotr Gutowski – Vice-President of the Management Board,
- Paweł Średniawa – Vice-president of the Management Board,
- Marek Marzec – Vice-President of the Management Board.

The current term of the Management Board office started on 1 June 2022 and will expire on a day on which the General Meeting approves the financial statement for the financial year 2025.

During the reporting period, the composition of the Management Board changed. From 1 January 2024 to 30 June 2024, the Company Management Board consisted of four people:

- Paweł Średniawa – President of the Management Board
- Piotr Gutowski – Vice-President of the Management Board,
- Marcin Szerszeń – Vice-President of the Management Board
- Marek Marzec – Vice-President of the Management Board.

On 24 June 2024, the Company informed about resignation of Vice-President Marcin Szerszeń with the effect as of 30 June 2024 (current report No. 16/2024). On the same day, the Company informed that the Company Supervisory Board adopted resolutions on appointing Paweł Przybylski to the Management Board as of 1 July, for the period of the Management Board joint term of office, which started on 1 June 2022, and entrusting him with a function of the President of the Management Board, and on changing Paweł Średniawa's function in the Management Board to that of Vice-President as of 1 July of this year (current report No. 17/2024)

According to the statement provided by Paweł Przybylski, he does not conduct any activity competitive to the Company in any form, he does not participate in a competitive company as a partner in a civil partnership, partnership or corporation, and he does not participate in any other competitive legal person as a member of its body. Furthermore, according to his statement, Paweł Przybylski is not listed in the Register of Insolvent Debtors, maintained on the basis of the National Court Register Act.

On 25 November 2024, the Company informed about resignation of Vice-President Piotr Gutowski with the effect as of 31 March 2025 (current report No. 27/2024). The resignation did not include the reasons for its submission.

As of the day of publishing this Report, the Management Board consisted of four people:

▪ **Paweł Przybylski – President of the Management Board**



A graduate of the Finances and Banking course at the SGH Warsaw School of Economics. For over 20 years he have been working with the Siemens Group in Poland and Germany, where he was responsible for various areas of the Company operations.

Recently, he has been specialising in the renewable energy sources segment, simultaneously taking positions of the Managing Director and the Offshore Sales Director at Siemens Gamesa. Earlier, at Polish companies of Siemens Gamesa Renewable Energy he managed, for example, the process of segregation of assets of the Wind Power Department from Siemens structures in Poland. He also was one of coordinators of the merger between Siemens Wind Power and Siemens Gamesa, as well as integration of Senvion assets in Siemens Gamesa Renewable Energy in Poland.

He received the “Personality of the Year 2024” award granted by the Polish Wind Energy Association, recognising his contribution to the development of the wind energy industry in Poland.

A scope of duties of the President of the Management Board:

- Supervises functioning of the Internal Audit and Control Department
- Supervises functioning of the Legal Department
- Supervises functioning of the Personnel and Payroll Department
- Supervises functioning of the PR and Marketing Department
- Supervises functioning of the HR Department
- Supervises functioning of the Compliance Officer
- Supervises functioning of the Administrative Support Office for the Supervisory and the Management Boards
- Relations with investors

▪ **Paweł Średniawa – Vice-president of the Management Board**



A graduate of the Nicholas Copernicus University in Toruń and the Poznań University of Economics and Business. He also graduated from the MBA course at the Kozminski University in Warsaw. He has been with the Company since 2009. As the Financial Director, he has actively participated in the Company development and successes. He also participated in the process of integration and transforming of PRD and Rembet Plus into the current Company. He gained earlier professional experience working for Bank Zachodni WBK and Fortis Bank.

Responsibilities:

- Supervises functioning of the Financial Department and Controlling
- Supervises functioning of the IT Department
- Supervises functioning of the BHP Department
- Supervises functioning of the Equipment and Transport Support Department
- Supervises implementation of the financial policy

- Cooperates with financial institutions, banks, insurance companies
- Supervises functioning of financial reporting
- Supervises the area of sustainable development, including supervision of non-financial reporting and supervision of the area of influences, risks and opportunities
- Accepts reports of violations of law, procedures and ethical standards at ONDE S.A. in accordance with the *Rules for anonymous reporting of violations of the law, procedures and ethical standards by employees at ONDE S.A.*

▪ **Piotr Gutowski – Vice-President of the Management Board**



A graduate of Marketing and Management at the Faculty of Economic Sciences and Management and of the German Philology at the Faculty of Philology, Nicholas Copernicus University in Toruń. He has been working in the ERBUD Group since 2009. He started working at Rembet Plus, which later became a part of the Company. As a Trade Director, he was responsible, among others, for obtaining orders concerning renewable energy (wind and photovoltaic farms). Since 2015, he also had been the Company Proxy. He speaks fluent German and English.

Responsibilities:

- Supervising functioning of the Contract Acquiring Department
- Supervising functioning of the Purchase Department
- Supervising functioning of the Wind Farm Execution Department
- Supervising functioning of the Photovoltaic Execution Department
- Supervising functioning of the Road Constructions Department
- Supervising functioning of the Claims and Guarantees Management Department
- Coordination and supervision of the development of the Company's activities in foreign markets.

▪ **Marek Marzec – Vice-President of the Management Board**



A graduate of two university courses at the Faculty of Sanitary and Hydro Engineering of the Warsaw University of Technology: Environmental Engineering, and Heating, District Heating and Ventilation, as well as the MBA course at the French Institute of Management. He also completed a number of courses concerning management of projects and the capital market. For 23 years, he was associated with the listed company Polenergia. As a director of the Photovoltaics and Onshore Wind Farms Department, he was responsible for development and execution of over 500 MW of wind and photovoltaic projects in total. He participated in development of successive projects of the potential at the level of 1.8 GW. Mr Marek Marzec is also experienced in developing auction strategies and acquisition processes for RES projects in Poland and abroad, as well as in management of wind systems infrastructure. He also headed the Department of Offshore Wind Energy Projects Development, dealing with the development of wind parks in the Baltic Sea (about 3000 MW). He has been working at the ERBUD Group since 2023.

Responsibilities:

- Supervises functioning of the Department for Strategy and Development of Internal RES Projects
- Supervises functioning of the Internal RES Projects Execution Department
- Supervises functioning of the Operation & Maintenance Department;
- Supervises functioning of the M&A Department
- Supervises functioning of the ONDE subsidiaries developing their own RES projects
- Supervises IDE Projekt

4.3.2 Rules of operation of the Issuer Management Board

The Company Management Board manages the Company affairs and represents it outside. It may consist of two to five members who are appointed for a joint term of office of three years, as well as dismissed by the Company Supervisory Board.

All matters related to management of the Company affairs which are not reserved to competences of the General Meeting or the Supervisory Board under provisions of the Commercial Companies Code or the Company Articles of Association, belong to scope of operations of the Management Board. The Management Board can assign managing of specific affairs to individual members of the Management Board or Company employees, excluding affairs that have been assigned to sole competences of the Management Board under relevant legal regulations or the Articles of Association, or which were entrusted to the Management Board by the General Shareholders Meeting or the Supervisory Board.

Decisions on affairs outside the scope of the ordinary management are made in resolutions of the Management Board; this applies in particular to affairs requiring decisions of other bodies of the Company, such as:

- development of the Company strategy;
- establishing drafts for long-term and annual strategic plans, material and financial plans, and drafts of investment plans;
- convoking the Shareholders Meeting;
- adopting of regulations for: the Management Board, Work, and Remuneration;
- establishing rules for establishing and use of the Company social benefits fund;
- purchasing, sale, and encumbering of real estate;
- changing production, establishing and dissolving plants/branches/divisions;
- purchasing, sale or other activities influencing the Group structure or shares in investments;
- granting a proxy;
- making entries in the share register;
- other affairs submitted by a member of the Management Board for the Management Board decision.

Two members of the Management Board acting together, or one member of the Management Board acting together with a proxy are authorised to make statements of will in the name of the Company. The Management Board is not authorised to make decisions on issuing or buying back shares.

The Management Board regulations are provided at the website at www.onde.pl/relacje-inwestorskie/dokumenty-korporacyjne/.

4.3.3 Supervisory Board

The current term of the Supervisory Board office started on 1 June 2022 and will expire on a day on which the General Meeting approves the financial statement for the financial year 2025.

In the period between 1 January 2024 and 31 December 2024, as well as on the day of publishing this report, the Supervisory Board consisted of six people:

■ **Jacek Leczkowski – Chairman of the Board**



Jacek Leczkowski had been the Chairman of the Company Supervisory Board from 31 May 2019, and in 2010–2019 he was the President of the Company Management Board.

Since January 2020, he has been the Vice President of the Management Board of the parent company of the Company, i.e. ERBUD S.A. A co-founder of the Rembet Plus construction company, where in the years 2008-2010 he held the position of the President of the Management Board, and from 1996 to 2008 he was its partner.

A graduate of the General Management Program at the Harvard Business School. In 2019, he completed a one year course The Strategic Leadership Academy at ICAN Institute. He received a degree of an engineer at the Faculty of Construction, Architecture and Environmental Engineering at the Poznań University of Technology.

■ **Jacek Socha – Deputy Chairman of the Board**



On 19 February 2021, Jacek Socha was appointed as Deputy Chairman of the Supervisory Board.

In 2005–2018, he was a Deputy President of the Management Board of PwC Polska Sp. z o.o., and in 2018 he was its proxy. Between 2005 and 2020, he was a partner of M.Wilder i Wspólnicy Sp.k. In 2019–2020, he was also a partner of PwC Advisory Sp. z o.o. From 2004 to 2005 he was the Minister of State Treasury. From 1990 to 1994 he was a director at the Polish Securities Commission, and in 1994 he was appointed its Chairman. He held this function until 2004. In 1982–1990 he worked as a Senior Assistant at the Department of the Economic Theory, the Institute of Economics of the Polish Academy of

Sciences. From 1980 to 1982 he was employed as an Assistant at the Main Teacher Training Centre of the Main School of Planning and Statistics.

In 1991, Jacek Socha graduated from the course at the Capital Market Institute at the U.S. Securities and Exchange Commission, and in 1978, he graduated with a Master from the Faculty of Economic Sciences of the University of Warsaw.

■ **Agnieszka Głowacka – Member of the Board**



Agnieszka Głowacka has been a member of the Supervisory Board since 19 June 2008, and during this period, she was the Deputy Chairman of the Supervisory Board in 2008–2021. Since 2019, she has been the Vice President of the Management Board of ERBUD S.A., the parent company of the Company.

She has been working in the ERBUD Group since 1998, when she was appointed to the position of the Chief Financial Officer at ERBUD S.A., which she has been holding to this day. Earlier, in 1997-1998, she worked as a chief accountant at DPF Sp. z o.o. with its registered office in Toruń. She started her professional carrier in 1995 as a specialist of finances and settlements at DGG Sp. z o.o. with its registered office in Toruń. In 2019, she completed a

development programme for managers ICAN Business Advisor and a one-year course of The Strategic Leadership Academy at ICAN Institute.

In 2010, she completed the course for members of supervisory boards of the Treasury Companies. In 1998, she graduated from the Faculty of Economic Sciences and Management, the Nicholas Copernicus University in Toruń. In 2000, she completed a post-degree course in accounting, and in 2001 in trade law at the same university.

■ **Mirosław Godlewski – Member of the Board**



From 19 February 2021, Mirosław Godlewski has been a member of the Supervisory Board.

Since February 2023, he is also a President of the Management Board at Eubioco Sp. z o.o. From 2017, he has been a member of the Supervisory Board at mBank SA. Since June 2015, he has worked as a senior counsellor at the Boston Consulting Group, and from September 2013 he is a partner at the Hedgehog Fund. In 2016-2018, he was the Executive President of Apteki Gemini. At Celon Pharma S.A., he worked as a member of the Supervisory Board and a member of the Audit Committee in 2015-2018. In 2011–2016, he was a member of the Supervisory Board at ABC Data S.A., where he also held a position of a member of the Committee of Remunerations and Nominations.

In 2014–2018, he was a member of the Supervisory Board at Netia S.A. Mirosław Godlewski also held a position of the President of the Management Board and the General Director. Similarly, he worked as the General Director at Telefonía Dialog Sp. z o.o. in 2011–2014, purchased in 2021 by Netia S.A., and in 2007–2008 he was a member of the Supervisory Board at Play S.A. He also held the function of the President and the General Director at Opoczno S.A. in 2006–2007, and at Dec Sp. z o.o. in 2003–2005. In 2000–2003, Mirosław Godlewski worked at Pepsi-Cola General Bottlers Poland Sp. z o.o.

Mirosław Godlewski is a graduate of the Advanced Management Program at the Harvard Business School, which he completed in 2015, and of the MBA programme at the Ashridge Management College, from 1998 to 2000. He graduated with a Master of Science (Engineer) at the Faculty of Management, the Warsaw University of Technology. In 1991, he was an EU scholar at the Strathclyde University, Glasgow, Scotland.

■ **Michał Otto – Member of the Board**



Michał Otto has been a members of the Supervisory Board since 19 February 2021, and since May 2012 he has been a members of the Supervisory Board of ERBUD S.A., the parent company for the Company.

Since 2016 he has been a member of the Audit Committee, and since 2018 he has been the Chairman of the Audit Committee and a member of the Remuneration Committee at ERBUD. Since December 2020, he has been a member of the Supervisory Board and a member of the Audit Committee at Esaliens TFI S.A. Since 2000, he is a president of the Management Board at FinCo Group S.A., of which he has been an owner since 2011. In 2013–2017, he was the Chairman of the Supervisory Board at OPTI TFI S.A., and from 2011 to 2015, he was the President of the Management Board at GresCo Sp. z o.o.

From 2002 to 2016 he was a Member of the Management Board at Usługi Finansowe Sławomir Wnorowski i Wspólnicy Sp.j., and from 2003 to 2006 he was a Member of the Management Board at Marimot Sp. z o.o. In 2009, he founded a family company Warszawski Fundusz Hipoteczny Sp. z o.o., at which he currently is a President of the Management Board. From 2000 to 2001, he was a members of the Supervisory Board at KGHM Polska Miedź S.A. In 1998–1996, he was a President of the Management Board at ABN AMRO Securities (Polska) S.A., and in 1996–1998 he held a position of a Vice-President of the Management Board and a General Director at ABN AMRO Hoare Govett Sp. z o.o. He is a founder of the Brokerage House “DML” Sp. z o.o. - until 1996 he held the position of a President of the Management Board and a Managing Director there. In 1991–1993, he was a head of a brokers team, and then a deputy Director of the Brokerage Office at Bydgoski Bank Komunalny S.A. Between 1987 and 1991 he operated his own business activities. Michał Otto is a graduate of the Faculty of Navigation, the Maritime University in Szczecin, which he finished in 1983 with a title of a Master of Science in engineering in marine navigation, with the specialisation in marine transport. Furthermore, Michał Otto holds a broker license and successfully passed a Ministry exam for candidates for members of supervisory boards of State Treasury Companies.

■ Michał Hulbój - Member of the Board



Michał Hulbój is a graduate of the SGH Warsaw School of Economics in Warsaw with major in Finances and Banking. He has a securities broker license and successfully passed two exams in the CFA programme. He participated in numerous ESG training courses, including those organised by the Polish Association of Listed Companies. He actively participates in the implementation of ESG standards as a member of the Supervisory Boards.

He gained his professional experience as a participant in trainings for the management personnel at the Millennium Bank, and then as an analyst at the Millennium Brokerage House, PTE PZU and AIG PTE.

In 2008–2010, he worked as a shares portfolio manager at PTE PZU. At the end of 2010, he was appointed a director of the Share Products Management Team at Skarbiec TFI. Throughout 2012, he was employed at Erste Securities Polska as a director of the Department of Analyses. In February 2013, he became a Member of the Management Board and the Director of the Assets Management Bureau at Forum TFI. In 2014 - 2018, he was the C.E.O. of Cresco Sp. z o.o.

He was a member of Supervisory Boards of Herkules S.A., AB Kauno Tiltai, Libet S.A., Nowa Gala S.A., and Trakcja S.A. He was the Chairman of the Audit Committee at Herkules S.A. and was a member of the Audit Committees in: Libet S.A., Nowa Gala S.A., and Trakcja S.A.

Currently, he is an independent member of Supervisory Boards in the following companies: Develia S.A., AC S.A., EMC Instytut Medyczny S.A., Orzeł Biały S.A., Remak – Energomontaż S.A., and TAURON Polska Energia S.A. He is also the Chairman of the Audit Committee at AC S.A., Orzeł Biały S.A. and a Member of the Audit Committee at Develia S.A. and EMC Instytut Medyczny S.A.

4.3.4 Competences of Supervisory Board

The Supervisory Board competences include:

- approving long-term strategic plans of the Company;
- approving of annual material and financial plans of the Company;
- approving of investment plans of the Company;
- granting consents for purchase, sale, and encumbering of real estate or perpetual usufruct, or a share in a real estate or perpetual usufruct;
- granting consents for establishing and dissolving plants and branches;
- granting consents for the Company to grant guarantees, sureties, issuing bonds and contracting other off-balance sheet liabilities of an individual value exceeding two million euros, except for: guarantees related to normal operations, issued on the Company request by financial institutions;
- granting consents for capital investments of a value exceeding one hundred thousand euro, excluding financial deposits, treasury bills and bonds issued in Poland or in countries in the area of the Company operations;
- granting consents for purchase, sale, and encumbering of shares or stocks in other entities;
- agreeing a way of voting by the Company representatives to bodies of subsidiaries and affiliates on matters of appointing and dismissing members of authorities of subsidiaries and affiliates, dissolving or liquidation of these companies, change in the enterprise line of business, splits or mergers of subsidiaries and affiliates;
- granting consents for undertaking all activities not related to the Company line of business and extraordinary activities of a value exceeding an equivalent of one hundred thousand euro;
- granting consents for investments exceeding one hundred thousand euro, unless these investments are included in an investment plan approved by the Supervisory Board;

- granting consents for concluding rental, lease, and license agreements of a term exceeding 48 months, concluded outside normal operations and not provided for in a budget;
- granting consents for submitting offers and concluding agreements on construction works of a net value exceeding an equivalent of thirty million euro; in case of joint offers, the net total of the offer is considered, not the Company share in the offer;
- granting consents for managing rights or contracting liabilities by the Company as a part of one or more connected legal acts with the same entity of a total value exceeding five million euro during a financial year;
- granting consents for employing an employee of an annual remuneration exceeding an equivalent of one hundred fifty thousand euro;
- granting consents for member of the Company Management Board in management or supervisory boards of companies from outside the Company Group and in cases specified in Article 380 § 1 of the Commercial Companies Code;
- selection of an independent expert auditor conducting an audit of the Company financial statement;
- other affairs reserved for competences of the Supervisory Board in relevant legislation, provisions of the Articles of Association, transferred on the Management Board request, or delegated with a General Meeting resolution.

4.3.5 Rules for the Supervisory Board operations

The Supervisory Board may consist of 5 to 7 members, including the Chairman and the Deputy Chairman of the Supervisory Board. Members of the Supervisory Board are appointed by the General Meeting for a joint three-year term of office.

At least two members of the Supervisory Board should meet criteria of independence from the Company and entities significantly associated with the Company, resulting from corporate governance principles and from independence criteria specified in Article 16.3. of the Act of 11 May 2017 on expert auditors, auditor companies and public supervision.

Resolutions of the Supervisory Board are passed with the absolute majority of votes in a presence of at least half of the Supervisory Board, unless provisions of the Commercial Companies Code or the Articles of Association provide otherwise. When the number of votes is equal, the Chairman's vote is prevailing.

Meetings of the Supervisory Board are convoked by the Chairman of the Supervisory Board at their own discretion and on a request of the Management Board or a member of the Supervisory Board, within two weeks of receiving the request or, in situations requiring quick decisions, within three days of receiving the request. Meetings of the Supervisory Board are convened at least once each quarter of the financial year.

4.3.6 Supervisory Board Committees

A permanent Audit Committee established by the Supervisory Board operates in the Company (of a composition consistent with the Act of 11 May 2017 on expert auditors, auditor companies and public supervision), as well as the Remuneration Committee. The Supervisory Board can also establish other committees.

Audit Committee

On 1 June 2022, the Supervisory Board appointed the members of the Audit Committee for another joint three-year term. The current term of the Audit Committee will expire on a day on which the General Meeting approves the financial statement for the financial year 2025.

Between 1 January 2024 and 31 December 2024, the Audit Committee consisted of:

- Michał Otto – Chairman of the Audit Committee,
- Agnieszka Głowacka – member of the Audit Committee,
- Jacek Socha – member of the Audit Committee.

All members of the Audit Committee meet criteria of having knowledge and skills in sectors in which the Company operates and in accounting or financial statement auditing, provided for in Article 129 of the Expert Auditors Act.

In addition, the Chairman of the Audit Committee, Michał Otto and the Member of the Audit Committee, Jacek Socha, meet the independence criteria set out in the above-mentioned Act and the criteria set out in the *Best Practices of Listed Companies*.

In 2024, four meetings of the Audit Committee of the Supervisory Board were held.

The Audit Committee responsibilities include, in particular:

- monitoring the financial reporting process;
- monitoring of effectiveness of internal control systems, and risk management and internal audit systems, including, in particular, financial reporting;
- monitoring of performance of financial revision activities, and in particular, an audit conducted by an audit company;
- controlling and monitoring of an independence of an expert auditor and an auditing company, especially when the audit company provides to the Company services other than auditing;
- informing the Company Supervisory Board about audit results and explaining how this audit contributed to reliability of financial reporting in the Company, and what was a role of the Audit Committee in the audit process;
- evaluation of an expert auditor independence and approving performance by them of permitted services other than an audit in the Company;
- developing a policy for selection of an audit company to perform an audit;
- developing a policy of rendering permitted services other than an audit by an auditing company conducting an audit, entities affiliated with that audit company, or by a member of an audit company network;
- establishing a procedure for selection of an audit company by the Company;
- submitting to the Supervisory Board recommendations on appointing expert auditors or auditor companies in accordance with policies developed by the Audit Committee following the selection procedure conducted in accordance with provisions of the Act of 11 May 2017 on expert auditors, auditor companies and public supervision;
- submitting recommendations to ensure reliability of the financial reporting process at the Company.

The auditing company PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. – auditing its financial statements – permitted non-audit services: services of reviewing the Company's financial statements for the first half of 2024, attestation services of the Company's sustainability reporting for 2024, attestation services related to reporting in XBRL format for 2024, services related to the report on remuneration of the Management Board and the Supervisory Board for 2024

Therefore, the Company Audit Committee, acting under Article 130.1.4 of the Act on expert auditors, auditor companies and public supervision, reviewed independence of an expert auditor on a regular basis and granted its consent to provision of such services.

ONDE S.A. has the *Policy and the procedure for appointing an entity entitled to review interim separate and consolidated financial statements, and to audit and issue an opinion/draw up a report on an audit of annual separate and consolidated financial statements, and performance by the appointed entity authorised to review interim separate and consolidated financial statements, and to audit and issue an opinion/draw up a report on an audit of annual separate and consolidated financial statements other activities for the Company or its subsidiary.*

According to the said policy, when selecting an auditing company the Company is guided by:

- legal acts governing the above aspects;
- the Company's Articles of Association and internal acts in force at the Company, in particular, *The procedure for selection of an authorised entity* developed by the Committee and included in the Policy;
- Renown of an authorised entity;

- experience of an authorised entity in auditing statements in sectors in which the Company and its subsidiaries operate;
- prices of the above services.

The recommendation on selection of an auditing company for conducting the audit met the established conditions.

Remuneration Committee

The Remuneration Committee was also established in the company. The current term of the Remuneration Committee office started on 1 June 2022 and will expire on a day on which the General Meeting approves the financial statement for the financial year 2025.

Between 1 January 2024 and 31 December 2024, the Remuneration Committee consisted of:

- Jacek Leczkowski, Chairman of the Remuneration Committee,
- Agnieszka Głowacka – member of the Remuneration Committee,
- Mirosław Godlewski – member of the Remuneration Committee.

The Remuneration Committee responsibilities include, in particular, planning the remuneration policy for members of the Management Board and adjusting the remuneration of members of the Management Board to the long-term interests of the Company and financial results.

In 2024, one meeting of the Remuneration Committee was held.

4.4 GENERAL MEETING

General Shareholders Meeting (hereinafter “GM”) operates on a basis of the Company Articles of Association, the Regulations of the General Meeting, and the Commercial Companies Code. The Ordinary General Meeting convoked by the Management Board should be held within six months of the end of each financial year. The Extraordinary General Meeting is convoked by the Company Management Board at its own discretion or on a written request of the Supervisory Board, or on a request of a shareholder(s) representing at least one twentieth of the share capital - within two weeks of submitting request to the Company Management Board. Shareholders representing at least fifty percent of the share capital or total votes in the Company can convoke the Extraordinary GM informing about this the Company Management Board no later than 30 days before a planned date of the Extraordinary GM.

The General Shareholders Meeting shall be convoked in accordance with the Commercial Companies Code, and the Company Articles of Association and the Regulations.

The General Meeting regulations are provided at the website at www.onde.pl/relacje-inwestorskie/dokumenty-korporacyjne/.

4.4.1 Competences of the General Meeting

The General Meeting is a regulatory body. The GM resolutions are passed with an ordinary majority of votes, unless provisions of the Commercial Companies Code or the Articles of Association provide otherwise. GM resolutions on the change of the Articles of Association and on disposal and leasing of the enterprise or its organised part, and establishing a limited property right on them require presence of shareholders representing at least fifty percent of the Company share capital.

The competences of the General Meeting include:

- reviewing and approving the Management Board report on the Company operations and a financial statement for a previous financial year;
- passing a resolution on profit appropriation or loss covering;
- granting discharge to the members of the Company authorities from their duties, adopting the regulations of the Supervisory Board, and establishing rules for remuneration of members of the Supervisory Board;
- increase or decrease in the Company share capital;

- amendments to the Company Articles Of Association;
- merging the Company with another commercial company;
- dissolution or liquidation of the Company;
- decisions concerning issuing of convertible bonds, senior bonds, or subscription warrants;
- disposal and lease of undertaking or its organised part and establishing a limited property right over them,
- handling of matters submitted by the Supervisory Board, the Management Board, or shareholders of the Company;
- deciding on other issues belonging to competences of the General Meeting in accordance with provisions of the Commercial Companies Code or the Articles of Association.

4.4.2 Participation and voting

According to Article 406¹ § 1 of the Commercial Companies Code, only persons being company shareholders sixteen days before the date of a general meeting have a right to participate in a general meeting of a public company. To participate in GM, a personal certification on a right to participate in the meeting issued by an entity managing a securities account of a given shareholder should be submitted.

One share authorises to one vote at a General Meeting. Shareholders can vote in person, or perform their voting rights in person or through their representatives, after they submit their powers of attorney in writing or in an electronic form.

Shareholders representing at least one twentieth of the Company share capital may request including specific matters in the meeting agenda, by notifying them no later than 21 days before a date of the General Meeting. Furthermore, before the GM date, shareholders representing at least one twentieth of the Company share capital can submit drafts of resolutions concerning matters on the GM agenda or matters that are to be included in the agenda, while according to Article 401 § 5 of CCC, each shareholder can submit drafts of resolutions concerning matters on the agenda during an Extraordinary General Meeting.

The Company foresees a possibility for participating and expressing opinions using means for electronic communications, and for executing voting rights at GM using means for electronic communications and by post, when the body convoking that General Meeting decides so. A shareholder has a right to ask questions concerning matters included in the General Meeting agenda.

4.5 ONDE SHARES

4.5.1 Shareholders

As of 31 December 2024, the ONDE S.A. share capital consisted of 54,512,759 shares (corresponding to the same number of voting rights at the General Meeting (hereinafter “GM”)) of a total nominal value of PLN 1,090,255.18. ERBUD S.A., with its registered office in Warsaw, at Franciszka Klimczaka 1, is a dominant shareholder holding 60.67% of shares and votes at GM.

According to the Company’s information, in the period from submitting the previous periodic report (the abridged consolidated report for the period ending on 30 September 2024, published on 6 November 2024) to the day of publishing this Report, no changes occurred in the structure of shareholders holding significant packages of ONDE shares.

ONDE shares are ordinary bearer shares and are not preference shares. No special control rights are associated with the Company shares. The Company Articles of Association do not provide for any limitations on transfer of a title to shares issued by the Company and executing of voting rights, as well as do not include any provisions according to which capital rights related to securities are separated from holding of securities. The Company has no knowledge on any limitations in executing voting rights by holders of a specific part or number of votes, or time limitations concerning executing of voting rights.

Table 15 Shareholders holding at least 5% of the total number of votes

Shareholder	Number of shares as of the day of publishing this Report	% share in the share capital as of the day of publishing this Report	Number of votes at GM as of the day of publishing this Report	% share in number of votes at GM as of the day of publishing this Report
ERBUD S.A.	33,072,822 ¹	60.67%	33,072,822 ¹	60.67%
Jacek Leczkowski	3,530,612 ²	6.48%	3,530,612 ²	6.48%
Generali PTE S.A., managing the Generali OFE Fund	3,274,976 ³	6.01%	3,274,976 ³	6.01%
Funds managed by Nationale-Nederlanden PTE S.A. ⁴	2,587,155	5.53%	2,587,155	5.53%
- including Nationale-Nederlanden OFE ⁴	2,342,155	5.01%	2,342,155	5.01%

¹ On the basis of the notification about the transaction provided to the Company by ERBUD S.A. on 27 May 2022 (current report No. 22/2022).

² On the basis of the notification about the transaction provided to the Company by Mr Jacek Leczkowski on 27 May 2022 r. (current report No. 23/2022).

³ In accordance with the notice provided to the Company on 25 July 2023 by Generali Powszechne Towarzystwo Emerytalne S.A. (current report No. 19/2023).

⁴ Calculated, taking into account 46,780,000 of the total number of shares and votes under the Company shares, according to the status of 14 July 2021, i.e. the day on which the Company was notified by the Nationale-Nederlanden Powszechne Towarzystwo Emerytalne (hereinafter "NN PTE") about the purchase by the Open Pension Fund (hereinafter "NN OFE") of 2,342,155 shares of the company (5.01% of the capital stock and voting rights at the Company General Meeting at that time), as well as about the joint purchase by funds managed by NN PTE: i.e., by NN OFE and Nationale-Nederlanden Open Pension Fund, Nationale-Nederlanden Voluntary Pension Fund, Nationale-Nederlanden Voluntary Pension Fund Nasze Jutro 2025, Nationale-Nederlanden Voluntary Pension Fund Nasze Jutro 2030, Nationale-Nederlanden Voluntary Pension Fund Nasze Jutro 2035, Nationale-Nederlanden Voluntary Pension Fund Nasze Jutro 2040, Nationale-Nederlanden Voluntary Pension Fund Nasze Jutro 2045, Nationale-Nederlanden Voluntary Pension Fund Nasze Jutro 2050, Nationale-Nederlanden Voluntary Pension Fund Nasze Jutro 2055, Nationale-Nederlanden Voluntary Pension Fund Nasze Jutro 2060 and Nationale-Nederlanden Pension Fund Nasze Jutro 2065 of 2,587,155 company shares in total (5.53% of the capital stock and voting rights at the Company General Meeting at that time). As the above information was obtained before obtaining a status of a publicly listed company (and associated shareholder's obligations concerning purchase/disposal of so-called large packages of shares), the Company did not disclose this information publicly in the form of a report.

On the Company's Ordinary General Meeting (OGW) that took place on

- 9 May 2022, NN OFE registered 4,355,000 shares of the Company, at that time they gave it a share at the level of 7.91% in the total number of votes. The Company informed about this in current report No. 17/2022;
- 17 May 2023, NN OFE registered 4,312,236 shares of the Company, at that time they gave it a share at the level of 7.84% in the total number of votes. The Company informed about this in current report No. 11/2023;
- 14 May 2024, NN OFE registered 4,312,000 shares of the Company, at that time they gave it a share at the level of 7.91% in the total number of votes. The Company informed about this in current report No. 14/2024.

4.5.2 Shares held by members of the Company authorities

According to ONDE's information, in the period from submitting the previous periodic report (the abridged consolidated report for the period ending on 30 September 2024, published on 6 November 2024) to the day of publishing this Report, no changes occurred in the number of Company shares held by members of the Management Board and the Supervisory Board.

The table below presents ONDE shares held by members of the Supervisory Board as of the day of publishing this Report.

Table 16 Company shares held by Members of the Supervisory Board

	Function	Number of shares (pcs and votes at GM)
Jacek Leczkowski	SB Chairman	3,530,612
Jacek Socha	SB Deputy Chairman	43,743
Agnieszka Głowacka	SB Member	136,768
Michał Otto	SB Member	44,558
Mirosław Godlewski	SB Member	-
Michał Hulbój	SB Member	-

The table below presents ONDE shares held by members of the Management Board as of the day of publishing this Report.

Table 17 Company shares held by Members of the Management Board

	Function	Number of shares (pcs and votes at GM)
Paweł Przybylski	President of the Management Board	6,977.
Piotr Gutowski	Vice-president of the Management Board	105,206
Paweł Średniawa	Vice-president of the Management Board	117,831
Marek Marzec	Vice-president of the Management Board	-

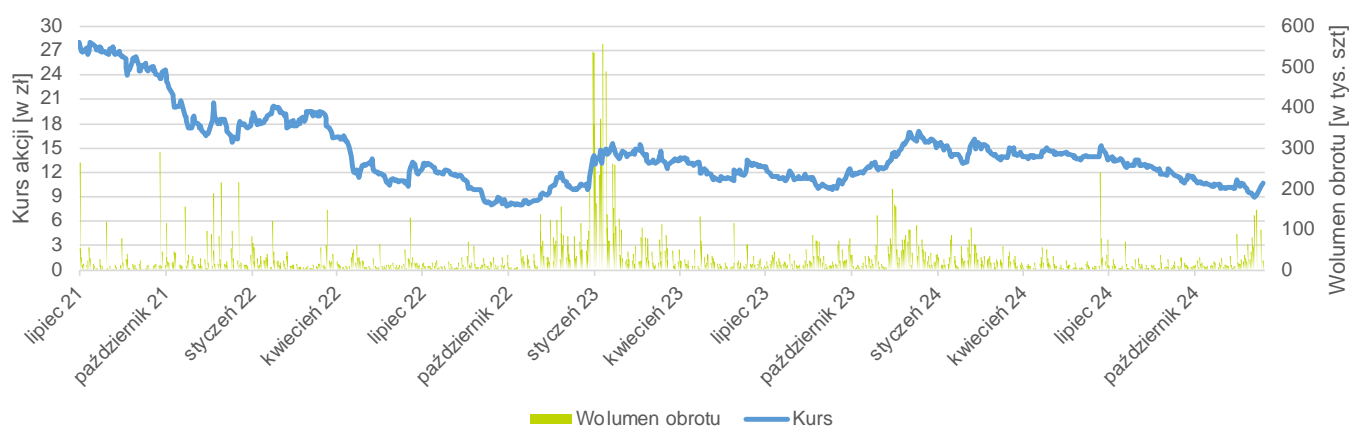
4.5.3 Share price

ONDE S.A. shares have been listed on the regulated market of the Warsaw Stock Exchange from 19 July 2021, and as of the day of publishing this report are included in WIG140, sWIG80, sWIG80TR, WIG-ENERGIA, WIG-POLAND, WIG, CEEplus and GPWB-CENTR indices.

At the closing of the session on the first day, the share price was PLN 28.08. At the end of the trading session on 30 December 2024, the closing price was PLN 10.70, i.e. 61.9% less than on the first day. Between the first day and the end of the reported period, the average daily trading volume was 32.8 thousand shares.

Chart 11 ONDE share price between the first listing at the Warsaw Stock Exchange and 31 December 2024.

Green – trading volume, blue – share price, Left – Share price (as PLN), Right – trading volume (as thousand shares)



4.6 DIVIDEND

On 14 May 2024, the Company Ordinary General Meeting adopted a resolution on the profit appropriation, including payment of dividend from the net profit for 2023.

The value of the dividend was established as PLN 16,898,955.29, i.e. PLN 0.31 per share. The dividend applied to 54,512,759 of the Company shares.

20 May 2024 was established as the dividend day, and the payment was effected on 28 May 2024.

4.7 REMUNERATIONS

4.7.1 Remuneration policy

The ONDE Group has a Remuneration Policy for Members of the ONDE Management and Supervisory Boards ("Remuneration Policy") adopted by the General Meeting at least every 4 years, where any significant changes in it require a resolution of the General Meeting. The Remuneration Policy was adopted by the Extraordinary General Meeting (hereinafter "EGM") of the company on 28 May 2021, and subsequently amended by the resolution of the EGM of 16 December 2021 and resolution No. 45/2022 of the ONDE Supervisory Board of 1 June 2022 on the amendment and adoption of the consolidated text of the Remuneration Policy.

The Remuneration Policy aims at supporting implementation of the ONDE Group development strategy and sets directions for the Company business activities, long-term interests and stability aspects (hereinafter "Strategy"). On the basis of the Strategy, market, performance or loyalty objectives (hereinafter "Objectives") are set, the implementation of which is closely related to the level of remuneration of persons covered by the Remuneration Policy.

In accordance with the current Remuneration Policy, the remuneration of a member of the Management Board includes a fixed part covering their basic (fixed) salary, and its amount is established separately for a member of the Management Board.

In addition, a member of the Management Board may be entitled to variable remuneration, the granting and amount of which are not guaranteed. Variable remuneration depends on the fulfilment of conditions concerning implementation of certain financial or non-financial objectives. The amount and principles for granting the fixed and the variable part, as well as of a bonus, and other financial and non-financial parts that may be granted to members of the Management Board are specified by the Supervisory Board. The variable remuneration can also have a form of financial instruments or derivative financial instruments under an incentive programme in force at the Company. The fixed remuneration should represent such part of the total remuneration of members of the Management Board that a flexible policy for the variable remuneration can be conducted, including a reduction in the amount of these components or not paying them. The variable remuneration of a member of the Management Board for a given financial year cannot be higher than six times the fixed remuneration due to that member of the Management Board for a given financial year.

The remuneration of a member of the Supervisory Board is not related to results of the Company or the Group, and its amount is established by the Company General Meeting in a resolution, and it cannot have a form of financial instruments or other non-financial benefits. The remuneration of a member of the Supervisory Board can be increased in relation to a function held, especially of the Chairman of the Supervisory Board or a committee, taking into account efforts required to perform a function of a given type.

Additional benefits

The Supervisory Board may grant the Members of the Management Board additional cash and non-cash benefits, including in particular:

- the right to use certain Company assets, including in particular a computer and a company car and phone,
- costs incurred by the Company related to the fulfilment by a member of the Management Board of their responsibilities, including, but not limited to, travel, flights, accommodation, and entertainment, and costs of relevant seminars and trainings,

- the right to use additional non-wage benefits (benefits) launched for persons employed at the Company and permanently cooperating with the Company,
- the right to additional insurance for people managing the company (D&O), in connection with the function performed in the Company,
- a private medical care package, covering a member of the Management Board, without relatives, in force in Poland.

Table 18 Remuneration of members of the Supervisory Board

	Gross remuneration (as PLN) - fixed in 2024	Fixed remuneration share	Of which benefits due* (as PLN)	Gross remuneration (as PLN) - fixed in 2023
Jacek Leczkowski –				
SB Chairman				
Remuneration	144,000	100%	12,000	134,000
Income on employer's contributions to PPK	0	0%	0	0
Gross total	144,000	100%	12,000	134,000
Jacek Socha –				
SB Deputy Chairman				
Remuneration	132,000	100%	11,000	122,000
Income on employer's contributions to PPK	0	0%	0	0
Gross total	132,000	100%	11,000	122,000
Agnieszka Głowacka – Member of the Supervisory Board				
Remuneration	120,000	100%	10,000	110,000
Income on employer's contributions to PPK	0	0%	0	0
Gross total	120,000	100%	10,000	110,000
Mirosław Godlewski – Member of the Supervisory Board				
Remuneration	120,000	98.52%	10,000	110,000
Income on employer's contributions to PPK	1,800	1.48%	150	1,260
Gross total	121,800	100%	10,150	111,260

Michał Otto – Member of the Supervisory Board

Remuneration	120,000	100%	10,000	110,000
Income on employer's contributions to PPK	0	0%	0	0
Gross total	120,000	100%	10,000	110,000

Michał Hulbój – Member of the Supervisory Board

Remuneration	120,000	98.52%	10,000	110,000
Income on employer's contributions to PPK	1,800	1.48%	150	1,260
Gross total	121,800	100%	10,150	111,260

* Benefits due, provided for in Article 90g.1 of the Public Offering Act, i.e., benefits to which they are entitled to claim, but which have not yet been paid.

Participation in the Employee Capital Plan

Members of the Supervisory Board are entitled to participate in the Employee Capital Plan (PPK) operating in the Company. In 2024, two of the six members of the Supervisory Board participated in the programme, in accordance with the table above.

Proportions of individual components of remuneration

In accordance with the Remuneration Policy, the fixed remuneration constitutes the entire remuneration of members of the Supervisory Board.

Table 19 Remuneration of Members of the Management Board

	Remuneration for 2024 (as PLN)	Share in total remuneration	Of which benefits due* (as PLN)	Remuneration for 2023 (as PLN)
Paweł Przybylski – President of the Management Board				
Award	0	0%	0	0
Appreciation bonus	0	0%	0	0
Flat rate for a company car	2,400	0.56%	400	0
TU Zdrowie/LUXMED	2	0%	1	0
Income on employer's contributions to PPK	5,280	1.24%	1,056	0
Basic salary	420,000	98.20%	70,000	0
Gross total	427,682	100%	71,457	0

Paweł Średniawa – President of the Management Board**

Award	0	0%	0	0
Appreciation bonus	1,001 700	73.34%	0	215,220
Flat rate for a company car	2,400	0.18%	0	4,800
TU Zdrowie/LUXMED	1,815	0.13%	0	3,185
Income on employer's contributions to PPK	0	0%	0	0
Basic salary	360,000	26.35%	0	720,000
Gross total	1,365 915	100%	0	943,205

Paweł Średniawa – Vice-president of the Management Board**

Award	0	0%	0	0
Appreciation bonus	0	0%	0	0
Flat rate for a company car	2,400	0.66%	400	0
TU Zdrowie/LUXMED	1,211	0.34%	1	0
Income on employer's contributions to PPK	0	0%	0	0
Basic salary	360,000	99.00%	60,000	0
Gross total	363,611	100%	60,401	0

Paweł Średniawa - in total**

Gross total	1,729 526		60,401	943,205
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Piotr Gutowski – Vice-President of the Management Board

Award	0	0%	0	0
Appreciation bonus	667,800	45.98%	0	143,480
Flat rate for a company car	4,800	0.33%	400	4,800
TU Zdrowie/LUXMED	3,025	0.21%	0	3,185
Income on employer's contributions to PPK	0	0%	0	0
Basic salary	776,764.34	53.48%	70,000	720,000
Gross total	1,452,389.34	100%	70,400	871,465

Marcin Szerszeń – Vice-President
of the Management Board***

Award	0	0%	0	0
Appreciation bonus	667,800	33.58%	0	143,480
Flat rate for a company car	2,373.24	0.12%	0	4,800
Other variable components****	1,000,000	50.28%	0	3,185
TU Zdrowie/LUXMED	1,512.50	0.08%	0	3,185
Income on employer's contributions to PPK	0	0%	0	0
Basic salary	317,060.19	15.94%	0	576,000
Gross total	1,988,745.93	100%	0	727,465

Marek Marzec – Vice-President of
the Management Board

Award	0	0%	0	0
Appreciation bonus	222,600	23.15%	0	0
Flat rate for a company car	4,800	0.50%	400	1,479.93
TU Zdrowie/LUXMED	0	0%	0	0
Income on employer's contributions to PPK	14,211	1.48%	906	0
Basic salary	720,000	74.87%	60,000	240 00
Gross total	961,611	100%	61,306	241,479.93

* Benefits due, provided for in Article 90g.1 of the Public Offering Act, i.e., benefits to which they are entitled to claim, but which have not yet been paid.

** Paweł Średniawa served as the President of the Management Board from 1 January to 30 June 2024, and since 1 July 2024 he has been the Vice President of the Management Board.

*** Marcin Szerszeń served as Vice-President of the Management Board from 1 January to 30 June 2024.

**** Other variable components – additional one-off benefit in the amount of PLN 600,000 and compensation for the annual premium for the financial year 2024 in the amount proportional to the number of months worked in the amount of PLN 400,000.

Participation in the Employee Capital Plan

Members of the Management Board are entitled to participate in the Employee Capital Plan (PPK) operating in the Company. In 2024, two of the four members of the Management Board participated in the programme, in accordance with the table above.

Liabilities arising from pensions and similar benefits

The Company has no obligations arising from pensions and similar benefits for former members of management or supervision, or former members of administrative bodies, nor has any obligations incurred in connection with such benefits.

In accordance with the remuneration Policy, the Company does not grant individual benefits to members of the Management and the Supervisory Boards as part of pension and early retirement schemes.

Agreements concluded between the Company and the managing persons providing for compensation

Among the members of the Management Board acting in the reporting period, the following members of the Management Board concluded agreements with the Company providing for compensation on the basis of the amending agreements of 1 June 2022 to employment contracts: Paweł Średniawa, Piotr Gutowski and Marcin Szerszeń. The Company undertook to pay them an amount of compensation amounting to 50% of the monthly gross remuneration each month after the termination of their agreement for a period corresponding to the non-competition period (one year from the date of termination of the agreement).

Incentive system

In 2024, ONDE did not have an incentive scheme, being a share-based payment scheme.

4.8 SPONSORING

In 2024, ONDE engaged in a variety of sporting, educational and cultural activities supporting the development of local communities and awareness-raising in the field of renewable energy sources.

The Company has sponsoring agreements with, for example the speedway Sport Club Toruń and with basketball sport club Twarde Pierniki Toruń.

In 2024, over a dozen smaller organizations, associations, youth sports clubs, as well as individual athletes could also count on financial assistance from ONDE. Over 663 thousand zloty was designated to sports sponsoring and supporting of local cultural initiatives in the reported period.

4.9 SYSTEMS OF INTERNAL CONTROL AND RISK MANAGEMENT IN A PROCESS OF DRAWING UP FINANCIAL STATEMENTS

Financial statements of the ONDE Group and ONDE S.A. are drawn up by well-qualified employees of financial and accounting departments of ERBUD Shared Services Sp. z o.o., which renders accounting services to companies from the ERBUD Group. They also undergo an internal control conducted by the Company Management Board, employees of the Finances and Controlling Department, employees of the Internal Audit and Control Department, the Audit Committee of the Supervisory Board, and by expert auditors appointed by the Supervisory Board.

The risk management related to valuation of assets, liabilities and projects in progress, as well as in relation to the procedure for establishing provisions, is based on a regular monitoring of their value and cyclic making of relevant changes in interim and annual statements according to changes in a fair value of these components.

Material and value progress of projects is determined on a basis of a system for Assessment of effectiveness of projects executed as a part of general contractor services directly for individual projects (construction sites) and verified by the supervision at a level of departments, employees of the Internal Audit and Control Department, and by the Finance and Controlling Department.



5.1 SIGNIFICANT PROCEEDINGS

Proceedings concerning liabilities

As of the end of December 2024, no significant disputes (significant proceedings before courts, a relevant arbitration body, or a public administration body) were in progress, concerning liabilities of ONDE or its subsidiaries.

Proceedings concerning debts

As of the balance sheet day, ONDE is a party to the following significant proceedings:

Party to a dispute	Description of the subject matter of the dispute
Cause: 1. ONDE S.A., 2. Przedsiębiorstwo Inżynieryjnych Robót Kolejowych „TOR-KRAK” Sp. z o.o. with its registered office in Kraków 3. The receiver of “Gotowski – Budownictwo Komunikacyjne i Przemysłowe” Sp. z o.o. undergoing bankruptcy, with its registered office in Bydgoszcz	<p>On 30 December 2022, the Plaintiff applied for summoning the Defendant to a conciliation hearing in which they called upon the Defendant to conclude a court settlement concerning a payment by them an additional remuneration to the Plaintiff for the costs of temporary traffic organisation during the extended term of the construction works agreement No. 159/ZDMiKP/18 concluded on 29 November 2018. The amount due covered by the request concerns the remaining costs of the temporary traffic organisation by the Plaintiff during a period of 196 days in total. Before submitting the request, the Plaintiff notified a claim in March 2022, and then, in November 2022, they sent a pre-litigation request for payment covering the amount claimed in the request. As of 13 April 2023, a date of a hearing was specified, which did not take place due to settlement negotiations undertaken by the Parties, which are being continued. No new hearing date was specified in this case. Between April 2023 and beginning of December 2023, the Parties conducted negotiations, with breaks, aiming at concluding a possible court settlement. The Parties did not reach an out-of-court settlement. A new hearing date was appointed for 8 February 2024, on which the court settlement was not concluded. In view of the above, an action for payment of the amount covered by the summons to a conciliation hearing was brought to the court on 9 February 2024. The case was submitted to mediation proceedings, under which the court agreement was not reached. Hearing dates were specified in the proceedings, as of 31 December 2024, there was no ruling of the Court of the first instance.</p> <p>The Management Board foresees that the claim will be accepted in full/in part.</p>
Defendants: 1. City of Bydgoszcz; 2. Miejskie Wodociągi i Kanalizacja w Bydgoszczy Sp. z o.o.	
Value of the subject matter of the dispute: PLN 6,478,982	
Creditor: ONDE S.A.	<p>On 17 January 2018, a loan agreement was concluded with the Debtor, for the amount of EUR 750,000.00. Pursuant to the agreement, the total amount should have been repaid by 31 January 2020 at the latest. In December 2021, an attempt was made to settle the dispute amicably, and a request for payment was sent. The Debtor did not pay any part of the amount due. The case was transferred to be handled by an external Office in Germany: On 14 February 2022, a final pre-litigation request for payment was sent by the representative, with the due date specified for 25 February 2022. As the payment was not made, on 1 March 2022, an application was filed to initiate proceedings by</p>
Debtor:	

PflegeQuartier
Beteiligungs GmbH

Guarantor:

Andreas Skoberne

**Value of the subject
matter of the dispute:**

EUR 870,000.00

writ of payment against the guarantor, who submitted an objection. In consequence of the above, the case was brought before the Landgericht Court in Dortmund. The action for payment against the guarantor was brought to the above court on 23 May 2022. The court initiated written preparatory proceedings. The defendant did not offer his position on the case. In July 2022, Landgericht in Dortmund passed the judgement in default against the Guarantor, who did not appeal it. The following enforcement proceedings against the Debtor are in progress: concerning seizure of shares of Wohnvoll AG; concerning seizure of shares in PflegeQuartier Düren GmbH, and concerning seizure of the Debtor bank account. In December 2022, the Debtor paid the amount of EUR 100,000.00 to the bank account of the Bailiff in charge of the enforcement proceedings. After deducting costs, on 5 December 2022, the Bailiff paid to the Creditor bank account the amount of EUR 99,961.11. The enforcement proceedings were initiated against the Guarantor on the basis of the enforceable judgement in default. Then on April 2023, the Debtor paid to the account of the Bailiff conducting enforcement proceedings the amount of EUR 75,000.00. for the Creditor. After deducting costs of the enforcement proceedings, the Bailiff paid the amount of EUR 74,994.72 to the Creditor on 14 April 2023. During the enforcement proceedings, the Guarantor's bank accounts were seized, and a request for an arrest warrant was made. In August 2023, the Bailiff searched the residential premises at which the Guarantor was registered, but where he did not stay. During the proceedings, a negative entry was made for A. Skoberne in the SCHUFA register and the register of debtors. Furthermore, a request was submitted to seize the remuneration for work for A. Skoberne at his position as a member of the management board of the company PQ Grundstücksverwaltungs. In January 2024, an action for payment was brought against PQ Service GmbH, for payment of EUR 821,850.88. On 20 February 2024, the court AG in Wedding issued an enforceable title against PQ Service GmbH for the amount of EUR 836,191.78. Under the initiated enforcement proceedings against PQ Service GmbH, the activities undertaken by the Bailiff were ineffective. As of 31 December 2024, no new payments for ONDE were recorded.

As of 31/12/2024, a write-off for the full amount of the receivable was created.

Plaintiff 1:

Mosty Łódź S.A.

Plaintiff 2:

ONDE S.A.

Defendant:

State Treasury – the
General Directorate for
National Roads and
Motorways

On 23 October 2024, the Consortium brought an action for payment of PLN 154,927,233.00 against the defendant, the State Treasury – the General Directorate for National Roads and Motorways. The action concerns the receivables associated with performance of Agreement No. O.WR.D - 3.2410.86.2017, resulting from requests at the stage of the Agreement performance, covering:

- claims for indirect costs incurred associated with Agreement performance in the extended time (including construction site overheads, costs of management, and profit/risk), unforeseen in the Agreement in its initial form,

- claims due to an increase in goods prices,

- claims resulting from additional and replacement works performed by the Consortium, unforeseen in the Agreement in its initial form,

- claims related to changes in generally applicable legislation, influencing terms and conditions of the Agreement performance.

**Value of the subject
matter of the dispute:**

PLN 154,927,233.00

No hearing date was specified for the case nor the parties were referred for the mediation proceedings.

The proceedings were assigned a file number, XX GC 1222/24.

The Management Board foresees that the claim will be accepted in full/in part.

Plaintiff 1:

Mosty Łódź S.A.

Plaintiff 2:

ONDE S.A.

Defendant:

On 17 January 2024, the plaintiffs brought an action for payment of PLN 11,916,279 against the defendant, the State Treasury – the General Directorate for National Roads and Motorways. The action concerns a part of receivables associated with performance of the Agreement No. O.WR.D - 3.2410.86.2017, i.e. receivables resulting from changes in technical requirements issued by a railway line manager concerning the required gauge for structures above railway lines - design works, performance of the increased quantity of construction works resulting from technical requirements of a railway line manager concerning the required vertical gauge for structures - construction works, and payments for prolonged performance of design works for a period between 20 December 2019 and 18 March 2020 and in consequence, prolonged performance of the order in a period between 22 March 2022 and 31 May 2022.

State Treasury – the General Directorate for National Roads and Motorways

Value of the subject matter of the dispute:

PLN 11,916,279

No hearing date was specified for the case nor the parties were referred for the mediation proceedings.

The proceedings were assigned the file number XX GC 960/24.

On 26 November 2024, the defendant submitted to the Court an application for extending the time for providing a response to the action, to 28 February 2025. ONDE S.A. received the Employer's response to the action on 14 March 2025. The deadline for answering that response expires on 28 March 2025.

The Management Board foresees that the claim will be accepted in full/in part.

Cause:

ONDE S.A.

On 19 December 2024, the plaintiff brought an action for payment of PLN 1,002,744.00 against the defendant, Przedsiębiorstwo Robót Inżynieryjnych i Budowlanych "INFRABUD" Sp.z o.o.

The action concerns unpaid invoices issued for sale of bitumen masses from the Bitumen Mass Manufacturer in Koszalin.

Defendant:

Przedsiębiorstwo Robót Inżynieryjnych i Budowlanych "INFRABUD" Sp. z o.o.

No hearing date was specified for the case nor the parties were referred for the mediation proceedings.

As of 31/12/2024, a write-off for the full amount of the receivable was created.

Value of the subject matter of the dispute:

PLN 1,002,744

The Management Board sees no risks associated with the above assets failing to materialise.

5.2 TRANSACTIONS WITH AFFILIATES

In 2024, ONDE and its subsidiaries did not conclude any important transactions with affiliates on conditions differing from market ones.

The detailed information on transactions with affiliates (including loans and sureties granted and received) were presented in note 6.12 of the ONDE Group consolidated financial statement for 2024.

The Company settles a contractual fee for the support services provided to ONDE by ERBUD S.A. The fee, in the amount of 0.9% of revenues (calculated on a monthly basis, depending on a value of monthly sales invoices issued by the Company, is paid to ERBUD S.A. for its involvement in implementation of business objectives for companies from the ERBUD Group, including ONDE).

In 2024, ONDE charged the special purpose vehicles a fee for support services in the amount of PLN 2.8 million. The services provided to the subsidiaries concerned managerial services, development services, legal and tax advisory services, administrative and IT services and other services necessary for the development of the projects and legal and corporate services to special purpose vehicles. This fee does not affect the financial results on a consolidated basis of the ONDE Group, it only affects the separate financial results of the parent company ONDE.

5.3 INFORMATION ON ORGANISATIONAL OR CAPITAL CONNECTIONS WITH OTHER ENTITIES AND DETERMINATION OF MAIN CAPITAL INVESTMENTS IN POLAND AND ABROAD

In 2024, the Company did not make capital investments outside the group of affiliates and did not make foreign investments. The Company's domestic investments are described in section 1.1.3 Structure of the Group and constituted mainly transactions of acquisition of shares in special purpose vehicles.

ERBUD S.A. is a majority shareholder of ONDE, holding 60.67% of the total number of shares and voting rights at the General Meeting.

The consolidated financial statement of the ONDE Group and a separate financial statement of ONDE are drawn up by well-qualified employees of financial and accounting departments of ERBUD Shared Services Sp. z o.o., which renders accounting services to companies from the ERBUD Group. They also undergo an internal control conducted by the Company Management Board, employees of the Finances and Controlling Department, internal audit departments, the Audit Committee of the Supervisory Board, and by expert auditors operating in entities authorised to audit financial statements, appointed by the Supervisory Board.

A description of important off-balance sheet items is provided in note 3.6 of the ONDE Group consolidated financial statement for 2024.

5.4 EVENTS OCCURRING AFTER A BALANCE SHEET DAY

- **On 16 January 2025, the Company announced the conclusion of an Annex to a significant contract for the execution of electrical works and construction works for a photovoltaic farm of a total installed capacity of 32 MW (current report no. 2/2025)**

In relation to current report No. 10/2024 of 8 May 2024 concerning the conclusion of a contract between ONDE and its 100% subsidiary – Park Lewańd sp. Z o. o. – a contract for the execution of electrical works and construction works (under the EPC formula) for a photovoltaic farm of a total installed capacity of 32 MW and a net value of approximately PLN 85 million, the ONDE Management Board informed that on 16 January 2025, ONDE and Park Lewańd sp. Z o. o. concluded an Annex to the contract, under which the remuneration due to the Company for the contract performance was reduced from ca. PLN 85 million net to ca. PLN 71.3 million net. The amendments to the Contract introduced by the Annex became effective as of 31 December 2024. The other relevant terms of the contract remained unchanged.

- **On 20 February 2025, the Company announced the disclosure of delayed confidential information concerning establishing of commercial terms and conditions for the general contractor services for an investment consisting in the construction of a photovoltaic farm of a total installed capacity of 29 MW and the conclusion of the said contract. Provision of confidential information concerning the receipt by the Issuer a notice to proceed with performance of the contract (current report No. 3/2025)**

The subject matter of the confidential information delayed on 19 December 2024, was establishing by ONDE and the investor, PV SOL 8 spółkę z o.o. with its registered office in Kraków) on that day the commercial terms and conditions of a general contractor services to be rendered by ONDE for the investment concerning construction of a photovoltaic plant with accompanying infrastructure, involving performance of construction works and other works and actions involving construction and putting into operation a photovoltaic plant of the total installed power of 29 MW, with the contract value of ca. PLN 30.5 million. The parties agreed to continue with negotiations with a view to concluding the contract.

The subject of confidential information delayed on 27 January 2025 was conclusion on that day of negotiations conducted by ONDE with PV SOL 8 Sp. Z o.o. concerning conclusion of a contract, and the conclusion of the contract by the parties. The total contract value is ca. PLN 30.5 million net. Deadlines for the contract performance are as follows: 31.03.2026 for construction works, 29.01.2027 for obtaining the final occupancy permit (the so-called FON permit) and final acceptance of the photovoltaic power plant. Payment terms: Partial invoicing in accordance with execution of milestones. The Contract also provides for contractual penalties and securities described in the current report. The contractual liability of the Issuer was limited to the gross value of the contract, and the liability for lost benefits was excluded.

The contract came into force on 25 February 2025, and from this moment it will be performed by the Issuer.

5.5 AUDITOR

On a basis of a statement of the Audit Committee of the Supervisory Board, the Management Board presents below information required by Article 70.1.7 of the Regulation on current and periodic information, as well as other information required by the said Regulation.

Policy and procedure for appointing an auditing company

With a Resolution No. 4/2021 of 22 June 2021, the Audit Committee of ONDE adopted the *Policy and the procedure for appointing an entity entitled to review interim separate and consolidated financial statements, and to audit and issue an opinion/draw up a report on an audit of annual separate and consolidated financial statements, and performance by the appointed entity authorised to review interim separate and consolidated financial statements, and to audit and issue an opinion/draw up a report on an audit of annual separate and consolidated financial statements other activities for the Company or its subsidiary* (hereinafter: "Policy").

In accordance with the procedure adopted above, the auditing company is appointed by the Company Supervisory Board after receiving an recommendation from the Audit Committee. When the appointment does not concern prolonging of the agreement, the recommendation should contain at least two options to be chosen from including grounds and indication of justified preference of the Audit Committee for one of them.

According to the policy in force at ONDE, when selecting an auditing company the Company is guided by:

- legal acts governing the above aspects;
- the Company's Articles of Association and internal acts in force at the Company, in particular, *The procedure for selection of an authorised entity* developed by the Committee and included in the Policy;
- Renown of an authorised entity;
- experience of an authorised entity in auditing statements in sectors in which the Company and its subsidiaries operate;
- prices of the above services.

An agreement with an auditing company - a subject matter, date of concluding, and other required information

With a resolution No. 6/2024 of 19 March 2024, the Audit Committee of ONDE S.A. issued a recommendation for the Supervisory Board concerning selection of an expert auditor. On the basis of the above recommendation, the Supervisory Board of ONDE S.A. agreed to extend, for another 2 years, the existing agreement with PricewaterhouseCoopers Polska Sp. Z o.o. Audit sp. k. (hereinafter PricewaterhouseCoopers Polska) for the following scope:

- a review of interim financial statements (for the ONDE Group, the review concerns auditing of half year statements, i.e., for a period from 1 January to 30 June of a given financial year), and
- auditing of annual financial statements of the Company, and the Company's Group, for 2024–2025.

The said agreement was concluded on 4 August 2021.

In the past, the Company used the services of PricewaterhouseCoopers Polska for:

- auditing of the annual statement for 2019;
- auditing of the annual statement for 2020;
- auditing of the annual statement for 2018–2020 for the needs of preparing the prospectus;
- providing services related to a prospectus prepared for conducting public offering of ONDE S.A. shares;
- a review of interim financial statements (for the Company, the review concerns auditing of half year statements, i.e., for a period from 1 January to 30 June of a given financial year) for 2021–2023;
- auditing of annual financial statements of ONDE for 2021–2023.

An assessment of independence of an auditing company and a consent for provision of permitted services other than auditing

The Audit Committee, acting on a basis of Article 130.1.4 of the Act on expert auditors, auditor companies and public supervision, reviewed independence of the expert auditor on a basis of statements submitted by the auditor and the Company Management Board, and gave the following consents for providing non-auditing services in the Company, i.e.:

1. services of reviewing the Company's financial statement for the first half of 2024,
2. attestation services for the Company's sustainability reporting for 2024,
3. attestation services related to reporting in XBRL format for 2024,
4. services related to the report on remuneration of the Management Board and the Supervisory Board for 2024.

The similar services were provided to the Company by PricewaterhouseCoopers Polska in 2023.

The Audit Committee also audited and assessed the independence of the statutory auditor auditing the ONDE separate and consolidated financial statements for the year ended 31 December 2024. The Committee concluded that PricewaterhouseCoopers Polska did not provide any additional services to ONDE, except for the above-mentioned ones. The above services under the Statutory Auditors Act are permitted services and do not affect the independence of the auditor.

The Audit Committee stated that the specified auditing company and members of the auditing team performing an audit met conditions for drawing up an objective and independent report on an audit of an annual financial statement in accordance with current regulations, professional standards and principles of professional conduct. In particular, the auditing company and the key statutory auditor are not related to the Company in a way that could jeopardise their objectivity and independence.

Rotation and period of grace

The Audit Committee confirmed that current regulations concerning selection and rotation of an auditing company and a key expert auditor, and applicable periods of grace are adhered to.

Remuneration for the auditing company

The remuneration of PricewaterhouseCoopers Polska for the above services for the Company is presented in the table below.

Table 20 Remuneration for the auditing company

Service:	2024 (as PLN)	2023 (as PLN)
Review of interim separate and consolidated financial statements for six months for:		
- 1st half of 2023		70,000
- 1st half of 2024	75,000	
Auditing of annual separate and consolidated financial statements for:		
- 2023		239,000
- 2024	255,000	
Audit of the annual financial statement type	45,000	41,000
Evaluation of the remuneration report	30,000	28,000
Attestation of non-financial data	200,000	78,000
Total:	605,000	456,000

5.6 REPORTS ON OPERATIONS IN THE FORM OF A SINGLE DOCUMENT

The consolidated report on the ONDE Group operations and the separate report on ONDE operations were drawn up in form of one document in accordance with Article 71.8 of the Regulation of the Minister of Finances of 29 March 2018 concerning current and periodic information provided by issuers of securities and conditions for considering as equivalent information required by regulations of a state not being a Member State.



GLOSSARY OF TERMS AND ABBREVIATIONS

Backlog	The value of construction projects offered and executed to an order of external entities
Biogas	A mix of gases being a product of anaerobic decomposition of organic matter
Bioliquids	Liquid fuels manufactured from biomass (for energy purposes other than transport)
BoP, BoS	abbreviation for Balance of Plant, Balance of System - a mode for executing construction projects under which all services are performed excluding wind turbines or photovoltaic modules
Cable pooling/hybridisation	In RES, cable pooling is a solution consisting in the joint use of an existing or planned power connection (connection to the power grid) by at least two RES systems. In other words, several renewable energy generation sources connected to each other (such as wind farms, photovoltaic farms, energy storage, biogas plants, hydropower plants) can be connected to the power grid, to the connection point, via a single connection. With cable pooling, a manufacturer with a contractual connection power assigned by the grid operator can use it and settle it more effectively
CAPEX	Total expenditure of the entities of the ONDE Group on the purchase of shares and on financing the development of purchased projects and on securing the purchase of shares
EBIT	A ratio, profit after tax (net result) increased with financial costs and reduced by financial income. Adjusted EBIT is defined as EBIT with one-time events eliminated.
EBITDA	A ratio, profit after tax (net result) increased with charges for income tax, financial costs and depreciation, and reduced by financial income. Adjusted EBITDA is defined as EBITDA with one-time events eliminated.
EPC	abbreviation for Engineering, Procurement and Construction - a mode for execution of construction projects in which an investor orders from a contractor design documentation of a system, purchase, installation and start-up of that system, and provides financing
ESG	abbreviation for Environmental, Social and Governance – key areas of sustainable business management, according to which enterprises include in their business model and activities social, environmental and climate aspects, relationships with various stakeholder groups and corporate governance
WF	Wind farm, wind power plant – a power plant that generates electricity using generators powered by wind energy
Greenfield	A RES project at a very early stage of development, i.e. usually consisting of the project concept and secured rights to a site for a given project
GUS	Central Statistical Office
GW	Gigawatt - a unit of power equal to one billion watts
CC	The Act of 23 April 1964 - Civil Code

kW	Kilowatt, kW - a unit of power equal to one thousand watts
MW	Megawatt - a unit of power equal to one million watts
O&M	abbreviation for Operation and Maintenance - services of managing and maintaining energy systems
RES	Renewable Energy Sources – energy sources whose use is not associated with their long-term deficit due to the renewal of their resources within a short time. Such sources include, among others, energy from the processing of sunlight (sun) and kinetic energy from moving air masses (wind), and energy from flowing waters,
PB	The Construction Law of 7 July 1994
PE	The Energy Law of 10 April 1997
PEP 2040	The Energy Policy for Poland until 2040 – a document adopted on 2 February 2021 by the Cabinet, containing a vision of Poland's strategy in the field of energy transformation and setting directions for the development of the Polish fuel and energy sector
GDP	Gross Domestic Product
PPA	abbreviation for Power Purchase Agreement
PPK	Employee Capital Plan - a common programme for regular saving intended to cover financial needs after reaching 60 years of age
PV	Photovoltaics, photovoltaic systems – the field dealing with the conversion of sunlight into electricity, i.e. the production of electric current from solar radiation using the photovoltaic phenomenon (a physical phenomenon where electromotive force is generated in a solid body under the influence of light radiation)
PPL	The Public Procurement Law of 11 September 2019
TWh	Terawatt hours - a unit of work, energy and heat equal to one trillion watts per hour
URE	Energy Regulatory Office

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STATEMENT ON SUSTAINABLE DEVELOPMENT OF THE ONDE GROUP



7

ESRS 2 – GENERAL DISCLOSURE OF INFORMATION

7.1 BP-1 – GENERAL BASIS FOR PREPARATION OF SUSTAINABILITY STATEMENTS

[(ESRS 2) 3]¹³ The formal basis for preparation of this statement (“Statement”) is the Accounting Act of 29 September 1994 (Journal of Laws of 2023, item 120, as amended), implementing the Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) No 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU, as regards corporate sustainability reporting (O.J. EU L of 2022, No. 322, p. 15) (Corporate Sustainability Reporting Directive – CSRD Directive). This Directive was implemented into the national legal order by the provisions of the Act of 6 December 2024 amending the Accounting Act, the Act, on expert auditors, auditing companies and public supervision and certain other acts (Journal of Laws of 2024, item 1863).

The Statement was drawn up in accordance with the European Sustainability Reporting Standards (ESRS). The report has been subject to external validation, which was performed by an authorised entity in accordance with the National Standard on Assurance Engagements for Sustainability Reporting 3002PL (NSAE 3002PL), and, as appropriate, with the National Standard on Assurance Engagements Other than Audits and Reviews 3000 (Z) in the version of the International Standard on Assurance Engagements 3000 (as amended) – Assurance Engagements Other than Audits and Reviews of Historical Financial Information (“NSAE 3000 (Z)”) adopted with resolutions of the National Board of Expert Auditors.

[(ESRS 2) 5(a)] The statement for 2024 has been prepared in a consolidated form and covers companies belonging to the ONDE Group, including the parent company ONDE S.A. [(ESRS 2) 5(b) i] The scope of consolidation adopted for the Statement is the same as for the consolidated financial statements of the ONDE Group for 2024.

[(ESRS 2) 5(c)] The ONDE S.A. Statement covers significant impacts, risks and opportunities across the entire value chain upstream and downstream, in accordance with the double materiality principle. The policies, actions, objectives and measures of ONDE S.A. partially cover the value chain.

[(ESRS 2) 5(d)] The ONDE Group did not use in the Statement the option to omit information concerning intellectual property, know-how or the results of innovation.

[(ESRS 2) 5(e)] The entity did not use the exemption from the obligation to disclose information on impending developments or matters in the course of negotiation, as provided for in Articles 19a(3) and 29a(3) of Directive 2013/34/EU.

7.2 BP-2 – DISCLOSURES IN RELATION TO SPECIAL CIRCUMSTANCES

[(ESRS 2) 9] ONDE S.A. has not deviated from the time horizons defined in ESRS 1:

- short-term time horizon – 1 year,
- medium-term time horizon – up to 5 years,

¹³ This Statement has not been tagged in XBRL. Data point marking is for reference only, including facilitating the use of the Statement contents.

- long-term time horizon – over 5 years,

[(ESRS 2) 10] Value chain data published in the Statement have not been estimated using indirect sources, such as sector average data or other proxies. [(ESRS 2) 11(a)] The Statement does not contain quantitative metrics and amounts that are subject to a high level of measurement uncertainty. ONDE S.A. uses the right to omit data on the anticipated financial consequences.

[(ESRS 2) 13] [(ESRS 2) 14] The Sustainable Development Statement for 2024 is the first statement of ONDE S.A. based on the ESRS standards. Therefore, there were no changes in the preparation and presentation of sustainability information as compared to the previous reporting period(s), nor material errors from previous periods.

[(ESRS 2) 15] the Group does not take into account provisions other than those set out in the ESRS, imposing other disclosure obligations concerning sustainable development, and does not rely on European standards approved under the European standardisation system (ISO/IEC or CEN/CENELEC standards).

[(ESRS 2) 16] Incorporation by reference concerns the following datapoints:

- (ESRS 2) 21(c) The experience of management and supervisory bodies related to the sectors, products and geographical location of the ONDE Group – is described in the biographies in Chapter 4.3 of the Company's authorities in the Report on operations;

(ESRS 2) 29(e) The level at which the terms of the entity's incentive schemes are approved and updated – information on the Remuneration Policy and remuneration of the Management and the Supervisory Boards is described in Chapter 4.7 Remuneration, in the Report on operations;

(ESRS 2) 40(g) The elements of the entity's strategy that relate to or impact sustainability matters, including the main challenges ahead, critical solutions or projects to be put in place – the full description of the Development Strategy of ONDE S.A. is contained in Chapter 1.1.4 of the Report on operations;

- [(ESRS 2) 42] The ONDE Group business model is described in Chapter 1.1.1 of the Report on operations.

Sources of estimates and uncertainty of results

[(ESRS 2) 17] The ONDE Group has decided to omit the information required under ESRS E4, ESRS S2 and ESRS S3, according to the option for Groups not exceeding the average number 750 of employees in the financial year as of the balance sheet date. At the same time, the Group informs that, following a double materiality assessment, some sustainability matters covered by ESRS E4, ESRS S2 and ESRS S3, respectively, have been identified as relevant:

- ESRS E4:
 - E4- Biodiversity and ecosystems - Direct impact drivers on biodiversity loss - Land use change,
 - E4- Biodiversity and ecosystems - Direct impact drivers on biodiversity loss - Direct exploitation,
 - E4- Biodiversity and ecosystems - Impact drivers on the ecosystem extent and condition - Land degradation;
 - E4- Biodiversity and ecosystems - Impact drivers on the ecosystem extent and condition - Soil sealing;
- ESRS S2:
 - S2 - Workers in the value chain - Working conditions - Working time
 - S2 - Workers in the value chain - Working conditions - Occupational health and safety
 - S2 - Workers in the value chain - Equal treatment and equal opportunities for all - Training and skills development
 - S2 - Workers in the value chain - Other rights related to work- Child labour
 - S2 - Workers in the value chain - Other rights related to work- Forced labour
- ESRS S3:
 - S3 - Affected communities - Economic, social and cultural rights of communities - Adequate housing

7.3 GOV-1 – THE ROLE OF ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES

7.3.1 Composition, experience and competencies of managing and supervisory bodies

The ONDE Group is managed by the Management Board, the Supervisory Board and the General Meeting of the parent company – ONDE S.A.

[(ESRS 2) 21(c)] The experience of management and supervisory bodies related to the sectors, products and geographical location of the ONDE Group is described in the biographies in Chapter 4.3 of the Company's authorities in the Report on operations, for members of the Management and the Supervisory Boards. Also detailed information on the Company's authorities is described in Chapter 4.3 in the Report on operation (including allocation of responsibilities in the Management Board, the rules of operation of the Management Board, the Supervisory Board and its competences, and the principles of operation of the Supervisory Board).

Information on the composition and diversity of the Management and the Supervisory Boards is presented in the table below. For the diversity aspects, ONDE S.A. cannot guarantee that people making decisions on election of members of the Management or the Supervisory Boards of the Company will strive to ensure the comprehensive nature of these bodies by electing to them people ensuring diversity.

	Management Board	Supervisory Board
Number of members	4	6
[(ESRS 2) 21(a)] Executive members	4	Not applicable
[(ESRS 2) 21(a)] Non-executive members	0	Not applicable
[(ESRS 2) 21(b)] Representatives of employees and other persons performing work	0	0
[(ESRS2) 21(d)] Percentage of men	100%	83%
[(ESRS2) 21(d)] Percentage of women	0%	17%
[(ESRS 2) 21(d)] Percentage of members of the bodies of 30-50 years of age	3 (75%)	4 (50%)
[(ESRS 2) 21(d)] Percentage of members of the bodies of >51 years of age	1 (25%)	4 (50%)
[(ESRS 2) 21(e)] Percentage of independent members	Not applicable	67%

7.3.2 Oversight of impacts, risks and opportunities (IRO)

[(ESRS 2) 22] The sustainability management process is conducted both at the level of the ONDE Group and at the level of the Erbud Group, of which the ONDE Group is a part. Sustainable development management includes, among others, actions undertaken in connection with the results of the double materiality assessment, oversight of impacts, risks and opportunities.

[(ESRS 2) 22(a)] [(ESRS 2) 22 (b)] The Management Board of ONDE S.A. is involved in overseeing the process of managing material impacts, risks and opportunities of the ONDE Group:

- In 2024, representatives of the Management Board participated in the process of the double materiality assessment,
- The Management Board representation approves the results of the double materiality assessment,
- Paweł Średniawa, Vice-President of the Management Board, supervises both financial reporting and the area of sustainable development, including oversight of non-financial reporting and of the area of impacts, risks and opportunities.

[(ESRS 2) 22(d)] The targets associated with the relevant sustainability matters are described in the Erbud Group ESG Strategy, which was adopted by the ONDE Group with a resolution of the Management Board. Representatives of both the Management Board and senior executives oversaw the setting of strategic targets related to significant impacts, risks and opportunities by participating in the process of the double materiality assessment of the Erbud Group, which was the basis for setting strategic targets. The Erbud Group's ESG strategy was adopted by the ONDE Group in December 2024 and the process of monitoring the strategic targets will be described in the Statement covering the subsequent financial year. The Management Board is also responsible for overseeing and acceptance of undertaken activities, as well as for acceptance of all crucial policies and procedures concerning risks in the ESG areas in the ONDE Group.

[(ESRS 2) 23] [(ESRS 2) 22 (d)] The Supervisory Board is responsible for overseeing the strategic plans for the Group's sustainable development, overall oversight of the implementation of the ESG strategy, assessing risks and opportunities related to ESG, ensuring compliance and monitoring of the Management Board activities in the area of sustainable development. Members of the Supervisory Board did not oversee the process of setting sustainable development targets.

7.3.3 [(ESRS 2) 22 (c)] ESG Team at ONDE S.A.

[(ESRS 2) 23] Members of the Management Board of ONDE S.A. have access to know-how and skills required for matters related to sustainable development, among others, through the informal ESG team operating in the parent Company, which consists of a coordination team and sub-teams responsible for individual areas.

Works of the ESG Team translate into current improvement of team members and management ESG competences, including:

- providing the Management Board with information on legal requirements and standards;
- analyses of good market practices and trends;
- recommendations concerning current actions and implementations at ONDE S.A.;
- ESG risks and opportunities assessment.

Furthermore, a management representative, a member of the ESG team, is also a member of the ESG Committee at the Erbud Group level, which is responsible at the Erbud Group level for overseeing the ESG Strategy, compliance with the CSRD requirements, ESG risk management, monitoring and reporting ESG results, and communication with stakeholders.

[(ESRS 2) 23] [(ESRS 2) 23(a)] [(ESRS 2) 23 (b)] In 2024, all members of the Management Board and three members of the Supervisory Board took part in training on sustainability. The skills and expertise of the Management Board and the Supervisory Board are linked to the significant impacts, risks and opportunities of the ONDE Group through the participation of the members of these bodies in training covering sustainability matters, as well as due to the fact that the members of these bodies have experience in the sector of the entity's activities.

[(ESRS 2) 22 (c) i.] The ESG team includes representatives of the following departments:

- PR and Marketing Department - responsible for coordinating activities and communication with stakeholders;
- OHS Department - responsible for the environment and safety of employees;
- Personnel and HR Departments - responsible for social matters;
- Legal Department and Management Office - responsible for compliance and corporate governance.

[(ESRS 2) 22 (c) ii.] [(ESRS 2) 22 (d)] Senior management forming the part of the ESG team reports to the Management Board. The planned activities related to sustainable development are developed by leaders of the above-mentioned teams and then presented to the Management Board for approval. Results and effects of works are regularly discussed at the Management Board meetings and - twice a year - at Management Meetings, in which the entire senior management of the Company, including the Management Board, participate. The Management Board informs the Supervisory Board of sustainability matters, when appropriate.

7.3.4 [(ESRS 2) 22 (c) iii.] Integrated Management System

ONDE S.A. maintains an Integrated Management System (IMS), which consists of an Environmental Management System and an Occupational Health and Safety Management System. It is related to the management of impacts, risks and opportunities in the EH&S areas and involves specific controls and procedures in these areas.

The IMS implemented at ONDE S.A. has been certified by the Quality Certification Center of the Military University of Technology for compliance with the requirements of ISO 45001:2018 (the certificate obtained in 2018 for the OHS Management System) and ISO 14001:2015 (the certificate obtained in 2019 for the Environmental Management System). This external certification is periodically confirmed by an external institution. The IMS documentation consists of the IMS Policy, the IMS Manual, as well as specific procedures, instructions and forms.

The Management Board's representative, i.e. the Director of the OHS Department, is responsible for maintaining and improving the IMS. In the structure supporting the environmental management system, the Management Board, including the President of the Management Board, is the most senior tier responsible.

The IMS model, including environmental management is based on the Deming cycle. The Company continuously improves its environmental management system, which takes into account the most important stages of the PDCA cycle, i.e. Plan, Do, Check, and Act. The basis for proper planning and functioning of environmental management is the Environmental Review performed in the company.

The Company periodically publishes the Environmental Statement, containing, e.g. a description of direct and indirect environmental impacts (environmental aspects), environmental objectives set annually and information on their implementation, as well as the environmental effects of its activities in relation to significant aspects.

7.3.5 GOV-1 – The role of administrative, management and supervisory bodies – business conduct

[(G1) 5(a)] The ONDE Group is managed by the governing bodies of the parent company - ONDE S.A.: The Management Board and the Supervisory Board. Detailed information on the Company's authorities is described in Chapter 4.3 in the Report on operation (including allocation of responsibilities in the Management Board, the rules of operation of the Management Board, the Supervisory Board and its competences, and the principles of operation of the Supervisory Board).

The Company Management Board manages the Company affairs and represents it outside. It may consist of two to five members appointed by the Supervisory Board of the Company for a joint term of three years. The Management Board is collectively responsible for the operation of the parent Company and the Group. Its members personally exercise control over individual areas of the organisation's activities. The Management Board acts in accordance with the Company Articles of Association and the Regulations of the ONDE S.A. Management Board.

Members of the Supervisory Board are appointed by the General Meeting for a joint three-year term of office. The Supervisory Board may consist of 5 to 7 members, including the Chairman and the Deputy Chairman of the Supervisory Board. The competences of the Supervisory Board include, among others, appointing and dismissing the Management Board and approving strategic multiannual plans and investment plans. Within the Supervisory Board, the Audit Committee and the Remuneration Committee operate, and their composition and tasks are described in Chapter 4.3.6 of the Report on operations.

[(G1) 5(b)] The description of the expertise of the members of the Management and the Supervisory Boards in relation to business conduct is provided in the biographies in Chapter 4.3 of the Report on operations for the members of the Management and the Supervisory Boards.

7.4 GOV-2 – INFORMATION PROVIDED TO AND SUSTAINABILITY MATTERS ADDRESSED BY THE ENTITY'S ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES

[(ESRS 2) 26 (i)] Senior management forming the part of the ESG team reports to the Management Board. The planned activities related to sustainable development are developed by leaders of the above-mentioned teams and then presented to the Management Board for approval. Results and effects of works are regularly discussed at the Management Board meetings and - twice a year - at Management Meetings, in which the entire senior management of the Company, including the Management Board, participate.

The Management Board is informed of the results and effectiveness of current policies and actions, and of metrics and targets adopted to date to address them. The Supervisory Board is presented periodically (at least once a quarter) selected information, indicated in the Statement on non-financial information.

Furthermore, during the period covered by the Statement, the Management Board of ONDE S.A. took part in the first double materiality assessment process, during which the current impacts, risks and opportunities for the ONDE Group were identified and confirmed. The results of the double materiality assessment were approved by the representation of the Management Board, including the Vice-President of the Management Board supervising the area of impacts, risks and opportunities. In 2024, the Supervisory Board was informed about the results of the double materiality assessment.

Members of the Management Board participated in workshops on assessment of the impact materiality and the financial materiality, and took part in the stakeholder survey in the form of a focus group. Additionally, in 2024, all members of the Management Board, including the President of the Management Board, participated in a training on sustainable development. Selected Members of the Supervisory Board also participated in the stakeholder survey in the form of a focus group.

The ONDE Group undertakes activities related to the implementation of the due diligence process. The identification of risks was supported by the first double materiality assessment conducted in the ONDE Group in 2024. Some of the identified risks are managed by existing policies and other documents functioning within the Group, including as a part of the Integrated Management System. In 2024, the Erbud Group, of which the ONDE Group is a part, also worked on setting targets corresponding to the identified impact and risk areas.

[(ESRS 2) 26(b)] In 2024, the impacts, risks and opportunities for the ONDE Group related to sustainable development were identified during the first dual materiality assessment process. The results of the double materiality assessment were used to develop the Sustainable Development Strategy for the Erbud Group, of which the ONDE Group is a part. The document sets out the objectives, actions and indicators to be used to monitor the progress of implementation. The sustainable development strategy forms an integral part of the Erbud Group's business strategy, and the Management Board is responsible for its implementation.

[(ESRS 2) 26(c)] The ONDE Group completed the dual materiality analysis in November 2024. The process resulted in identified significant impacts, risks and opportunities. The process also identified as material certain matters of which the Group was aware earlier. In December 2024, the Management Board of the Group adopted the Erbud Group ESG Strategy, and representatives of the Management and the Supervisory Boards participated in the double materiality assessment process.

The activities of the Management Board in 2024, related to material impacts, risks and opportunities in social and corporate governance, included:

- participation in the process of the double materiality assessment in the ONDE Group,
- participation in the process of creating the ERBUD Group ESG Strategy and its adoption,
- adoption of updates of codes and selected policies, including the “*The ONDE S.A. Code of Ethics*”, “*The ONDE S.A. Code of Conduct for Suppliers*”, and “*The ONDE S.A. Anti-corruption Policy*”,
- adoption of the annual OHS status analysis (including accident analyses, analyses of accident statistics),

- support for activities promoting occupational safety and health in the ONDE Group, such as the Safety Week.

7.5 GOV-3 – INTEGRATION OF SUSTAINABILITY-RELATED PERFORMANCE IN INCENTIVE SCHEMES

[(ESRS 2) 29] In 2024, the ONDE Group did not have incentive schemes and remuneration policies related to sustainability matters for members of the Management and the Supervisory Boards. Since 2023, work has been underway on the implementation of such a system at the level of the parent entity, i.e. the Erbud Group, which will cover both the Management Boards of companies and senior management staff.

[(ESRS 2) 29 e)] The ONDE Group has a Remuneration Policy for Members of the Management and the Supervisory Boards of ONDE S.A., which is adopted by the General Meeting at least once every 4 years.

The amount and principles for granting the fixed and the variable part, as well as of a bonus, and other financial and non-financial parts that may be granted to members of the Management Board are specified by the Supervisory Board. In accordance with the current Remuneration Policy, the remuneration of a member of the Management Board includes a fixed part covering their basic (fixed) salary, and its amount is established separately for a member of the Management Board. In addition, a member of the Management Board may be entitled to variable remuneration, the granting and amount of which are not guaranteed. Variable remuneration depends on the fulfilment of conditions concerning implementation of certain financial or non-financial objectives.

The remuneration of a member of the Supervisory Board is not related to results of the Company or the Group, and its amount is established by the Company General Meeting in a resolution, and it cannot have a form of financial instruments or other non-financial benefits. The remuneration of a member of the Supervisory Board can be increased in relation to a function held, especially of the Chairman of the Supervisory Board or a committee, taking into account efforts required to perform a function of a given type.

Detailed information on the Remuneration Policy and remuneration of the Management and the Supervisory Boards is described in chapter 4.7 Remuneration in the Report on operations.

7.5.1 ESRS 2 GOV-3 – Integration of sustainability-related performance in incentive schemes - climate

[(E1) 13] In 2024, climate-related issues were not included in the remuneration of the members of the administrative, management and supervisory bodies of the ONDE Group. At the level of the Erbud Group, of which the ONDE Group is a part, works are underway to establish ESG targets for the Companies Management Boards and senior management.

7.6 GOV-4 – STATEMENT OF DUE DILIGENCE

[(ESRS 2) 30] [(ESRS 2) 32] Summary of the due diligence process information contained in the Statement

Basic elements of the due diligence process	Items in the sustainability statement
a) Including due diligence in corporate governance, strategy and business model	GOV-5 Risk management and internal controls over sustainability reporting SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model E1-2 Policies related to climate change mitigation and adaptation E3-1 Policies related to water and marine resources E5-1 Policies related to resource use and the circular economy S1-1 Policies related to own workforce G1-1 Corporate culture and business conduct policies (ESRS 2) 17(c) in relation to the requirements E4, S2, S3 in the case of which the Group uses the exemption
(b) Cooperation with affected stakeholders at all key stages of the due diligence process	SBM-2 Interests and views of stakeholders S1-2 Processes for engaging with own workers and workers' representatives about impacts

(c) Identification and assessment of adverse impacts	<p>IRO 1 – Description of the processes to identify and assess material impacts, risks and opportunities</p> <p>S1-3 Channels for own workers and workers' representatives</p> <p>to raise concerns</p> <p>(ESRS 2) 17(d) in relation to the requirements S2, S3 in the case of which the Group uses the exemption</p>
(d) Taking actions to reduce identified adverse impacts	<p>E1-3 Actions and resources in relation to climate change policies</p> <p>E3-2 Actions and resources related to water and marine resources</p> <p>E5-2 Actions and resources related to resource use and the circular economy</p> <p>S1-4 Taking actions concerning material impacts on own workforce and the use and effectiveness of approaches to manage material risks and using material opportunities associated with own workforce</p> <p>G1-3 Prevention and detection of corruption and bribery</p> <p>(ESRS 2) 17(d) in relation to the requirements E4, S2, S3 in the case of which the Group uses the exemption</p>
(e) Monitoring the effectiveness of those efforts and providing relevant information in this regard	<p>Metrics and targets (E1)</p> <p>Metrics and targets (E3)</p> <p>Metrics and targets (E5)</p> <p>Metrics and targets (S1)</p> <p>Metrics and targets (G1)</p> <p>(ESRS 2) 17(d) and (ESRS 2) 17 (e) in relation to the requirements E4, S2, S3 in the case of which the Group uses the exemption</p>

7.7 GOV-5 RISK MANAGEMENT AND INTERNAL CONTROLS OVER SUSTAINABILITY REPORTING

[(ESRS 2) 34] The ONDE Group maintains an Integrated Management System (IMS), covering the management of environmental and OHS matters, including associated risks. The Group has not established an overall sustainability risk management process, except for IMS.

[(ESRS 2) 36(a)] The ONDE Group has not formalised risk management and internal control processes and systems for sustainability reporting. The Management Board is responsible for reporting sustainable development matters. Environmental, social and corporate governance leader, i.e. all members of the ESG team, are responsible for reported data, as described in data point [(ESRS 2) 22 (c)]. The Management Board receives the collected data for approval.

Additionally, at the level of the parent entity, the Erbud Group, a risk management and control system operates, related to the sustainability reporting of the ERBUD Group, and provided for in the “*Procedure for Sustainability Reporting in ERBUD S.A.*”. [(ESRS 2) 36(b)] The procedure presents the Erbud Group’s approach to the risk assessment for sustainability reporting. Risks are assessed according to the Procedure, taking into account two parameters: probability and impact, which are evaluated on a scale of 1 to 5. On the basis of the assigned score, a risk matrix is created, in which the risks are classified as small, acceptable or large.

[(ESRS 2) 36(c)] The Erbud Group identified the following sustainability reporting risks and actions mitigating them:

Risks	Mitigating activities
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<ul style="list-style-type: none"> • Lack of data completeness and integrity • Poor data quality • Lack of data coherence and comparability • Incorrect data estimation • Errors in the adopted methodology • Complexity of supply chain data • Untimely provision and sharing of information • Changing regulations. 	<ul style="list-style-type: none"> • Data control • Data automation • Internal audit and external verification • Training and involvement of employees in the collection and processing of data • Use of internal control systems (regular data reviews and approval by appropriate management levels) • Periodic verification of data, e.g. for a quarter or six months • Data analysis for significant deviations (sudden increase or sudden decrease) • The four eyes principle in data verification (a person entering the data and a reviewer) • Preliminary audit by the auditor for data for three quarters to confirm the methodology • Continuous improvement of data collection processes
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The ONDE Group audits ESG-related data. The initial review is performed by directors of relevant departments or by people designated by them. Their task is to initiate internal and external audits to verify data compliance.

[(ESRS 2) 36(d)] The ONDE Group applies the arrangements resulting from the risk assessment and internal control processes in relation to the sustainability reporting process to the relevant internal functions and processes by periodically monitoring and identifying corrective actions or preventive measures. These activities aim at reducing the risk or taking advantage of opportunities by the people responsible for the area. [(ESRS 2) 36(e)] Information on significant stages of the process related to sustainability reporting in accordance with the reporting procedure (adopted at the level of the Erbud Group) is provided to the Management and the Supervisory Boards.

7.8 SBM-1 – STRATEGY, BUSINESS MODEL AND VALUE CHAIN

[(ESRS 2) 40] [(ESRS 2) 40 (g)] The ONDE Group Strategy, due to the adopted business model, addresses matters related to or affecting sustainability to a significant extent. It is based on the expected further development of the RES construction market, in particular photovoltaic and onshore wind farms. A significant intensification of activities in development of own RES projects is also foreseen, in response to foreseen increasing market demand for new power in green energy sources and necessary energy transition. Additionally, it provides for the selective participation of ONDE S.A. in execution of projects in the road infrastructure sector in Poland, as a general contractor. The Group strategy also considers a long-term option for obtaining income on sale of electricity from RES systems.

The full description of the ONDE S.A. Development Strategy is contained in the Report on operations of the ONDE Group in Chapter 1.1.4.

Furthermore, the ONDE Group implemented the Erbud Group ESG strategy in December 2024, which is integrated with the business strategy. It is based on 5 pillars, each with a set priorities and targets until 2029. The strategy covers all the operating segments and business locations of the Erbud Group.

[(ESRS 2) 40(a) i.] The ONDE S.A. Group conducts its activities in the following sectors:

- “Renewable energy sources constructions” sector (hereinafter “RES constructions”), which is divided into areas:
 - execution of contracts for the wind farms sector;
 - execution of contracts for the photovoltaic farms sector;

- maintenance and servicing of photovoltaic farms (O&M);
- sale of subsidiaries owning RES projects, ready to be constructed or constructed;
- “Road and engineering constructions” sector;
- “Others” sector, which includes other services provided by the Group (sale of aggregate and construction materials, and auxiliary production).

These segments did not change during the reporting period.

Furthermore, the Group recognises separately the “Generation and sale of RES energy” segment – it will include RES projects constructed for internal needs, to gain profit on energy sales.

[(ESRS 2) 40 (a) ii.] The ONDE Group operates primarily in the Polish market, and also has a subsidiary operating in the German market. Its customers include private (both Polish and foreign) and public (e.g. the General Directorate for National Roads and Motorways, local governments at the voivodeship and city level) entities. Neither significant markets served nor customer groups changed during the reporting period.

[(ESRS 2) 40(b)] [(ESRS 2) AR 14(c)] In 2024, the ONDE Group generated revenues of PLN 803.9 million in the ESRS Construction – Construction and Construction Engineering sector. Costs of products and services sold amounted to PLN 713.3 million. [(ESRS 2) 40(c)] The Group does not conduct significant activities outside this sector.

[(ESRS 2) 40(a) iii.] In 2024, the ONDE Group employed 542 employees (under employment agreements).

Geographic territory	Number of employees as of 31/12/2024
Poland	540
Lithuania	2

[(ESRS 2) 40(e)] [(ESRS 2) 40(g)] Sustainable development goals have been set for the entire Erbud Group, of which the ONDE Group is a part, as part of the ESG Strategy implemented by the Company. The Strategy is implemented consistently across all operating segments in which the ONDE Group identifies key services and products, as well as significant customer categories, or significant geographic areas.

The pillars, priorities and objectives of the ESG Strategy until 2029 are presented in the following table:

PILLAR	PRIORITY	TARGET UNTIL 2029
#We build with the climate and the environment in mind	Climate	Development and adoption of the ERBUD Group transition plan for climate change mitigation
		Development of an action plan for adaptation to climate change
		Carbon footprint reduction by 30% in Scope 1 (per revenue)
		Carbon footprint reduction by 40% in Scope 2 (per revenue)
		Carbon footprint reduction by x% in Scope 3 (per revenue)
		Improvement of energy efficiency by x%* for own investments (investments influenced by the ERBUD Group) and own facilities ² *The baseline value will be determined for 2025; and the target will be defined on this basis.

		Own investments (investments over which the Group has influence) and own facilities equipped with own electricity connections fully powered by RES electricity
	Water	Assessment of possibilities and selection of ways for using rainwater
		Use of rainwater in a quantified range (when it is established that rainwaters can be used)
	Cleanliness and waste	Elimination of 100% of events leading to leakage of substances of very high concern and potentially hazardous
		At least 70 % of own waste (excluding soil, earth and hazardous waste) generated on a construction site ready for re-use, recycling and other recovery processes
	Biodiversity	100% of own investments (on which ERBUD Group has influence) do not inflict any significant damage to biodiversity according to taxonomic criteria
	Cross-cutting objective	Implementation of ERBUD Group policies addressing the matters of significant impacts related to climate, water, pollution and waste, and biodiversity
#We build our Partners, Suppliers and Subcontractors in mind	Relationships with suppliers and subcontractors	Maintaining the level of 0 court proceedings in connection with delays in uncontested payments
		Implementation of the Supplier Code in all companies of the ERBUD Group
		100% of key suppliers, subcontractors and partners verified in terms of social and environmental criteria set by the ERBUD Group (excluding criteria set by the ERBUD Group concerning working conditions of workers in the value chain)
	Work conditions	0 severe and fatal accidents at construction sites (subcontractor forces)
		70% of key suppliers, subcontractors and partners verified in terms of criteria set by the ERBUD Group concerning working conditions of workers in the value chain
#With our team in mind	Safety	0 severe and fatal accidents at construction sites (own forces)
		At least 80% of employees handling personal data trained in the personal data protection
	Wellbeing and development	At least 90% of all employees of the ERBUD Group do not have more than 10 outstanding holiday days
		An increase of x% in training hours per employee, versus 2024

		*The baseline value will be determined for 2024; and the target will be defined on this basis.
		70% of women and 70% of men subject to career reviews (excluding line workers)
	Diversity and inclusion	Reduction in the wage gap by 10%, versus 2023
		At least 95% of middle and senior management trained in prevention of discrimination
	Dialogue with employees	Attendance in the employee opinions survey at the level of 51%
		At least 4 meetings per year (at least one meeting per quarter) of the employer's representative with employee representatives/employees concerning consultations on improving the work environment (including issues of working conditions, engagement, HR regulations)
#We build with communities in mind	Relations with local communities	100% of internal investments (on which ERBUD Group has influence) covered by the procedure concerning relations with communities
#We act ethically, adhering to our values	Corporate culture	Extending the incentive system (motivation system) to include sustainability matters
		An increase in the employee engagement rate by 10% vs. 2023
		At least 80% of employees trained in the Code of Ethics
	Ethics and anti-corruption.	Maintaining the level of 100% of notified irregularities handled in accordance with the adopted procedure
		Maintaining the level of 0 sentences and fines for violating anti-corruption and anti-bribery laws

[(ESRS 2) 40 (f)] The sustainability-related goals set out in the ERBUD Group ESG Strategy are consistent with the current model and business strategy of the ONDE Group, as well as the current operating segments, markets and customer groups (investors and public institutions) of significance for the Group.

- [(ESRS 2) 42] The ONDE Group business model is described in Chapter 1.1.1 of the Report on operations.

[(ESRS 2) 42] [(ESRS 2) AR 14] Concerning the business model and value chain, the ONDE Group presents in the following sections information covering key business types, resources, distribution networks, customer segments; its key business relationships and their key characteristics, including relations with customers and suppliers; the structure of costs and revenues generated by their activities; potential impacts, risks and opportunities in their relevant sector and their potential associations to their own business model or value chain.

[(ESRS 2) AR 14 (a)] The key activities of the ONDE Group include:

- “Renewable energy sources constructions” sector (hereinafter “RES constructions”), which is divided into areas:
 - execution of contracts for the wind farms sector;
 - execution of contracts for the photovoltaic farms sector;
 - maintenance and servicing of photovoltaic farms (O&M);
 - sale of subsidiaries owning RES projects, ready to be constructed or constructed;
- “Road and engineering constructions” sector.

[(ESRS 2) AR 14 (a)] The ONDE Group uses the following resources:

- material (such as construction equipment, machinery, production facilities),
- human (skilled construction workers, engineers, project managers)
- intangible, i.e. long-term experience in execution of complex projects.

[(ESRS 2) AR 14(a)] The Group does not have a distribution network.

[(ESRS 2) AR 14(a)] Key customer segments are private and public sector investors.

[(ESRS 2) AR 14(b)] The ONDE Group has long-term relationships with its business partners (both customers and suppliers), based on long-term project partnerships. Suppliers of the crucial importance for the Group are primarily suppliers of construction materials (concrete, steel, and prefabricated elements) and subcontracted services.

[(ESRS 2) AR 14(d)] The ONDE Group operates in the construction sector. This is associated both with potential impacts, such as contributing to land degradation, and opportunities (such as the ability to meet investors' requirements for technological adaptation to the climate change) and risks (sudden weather events) for the Group's operations.

[(ESRS 2) 42(a)] The activities of the ONDE Group require financial involvement and pre-financing of the conducted construction works, which is associated with the risk of loss of liquidity. To reduce that risk, the Group maintains an adequate amount of financial resources, as well as concludes credit line agreements used to additionally secure the liquidity. The Group uses its own funds, long-term loans or long-term lease agreements to finance investment purchases, ensuring appropriate durability of the financing structure for assets of this kind.

The Group uses a policy limiting a credit exposure with individual institutions. Liquidity management is supported with the Group existing reporting system for liquidity forecasts. In the construction process, projects executed by companies from the ONDE Group are covered by guarantees, including, for example, performance guarantees, warranty of repair of defects and faults, and in some cases, a guarantee of an advance payment reimbursement or a payment guarantee. The parent company in the ONDE Group uses multipurpose lines that can be used, among others, for bank and insurance guarantees.

[(ESRS 2) 42(b)] The ONDE Group operations and business results translate into benefits for customers, investors and other stakeholders. In particular, the current and expected benefits are associated with the following actions:

- Benefits for customers: The ONDE Group facilitates access to renewable energy sources through the construction of wind and photovoltaic farms, and its strategy assumes the continuation of these operations;
- Benefits for investors:
 - The Group enables investments in a company that meets high standards of social and environmental responsibility,
 - The Group enables investments in long-term projects generating stable revenues in the future.
 - In 2024, the parent Company of the ONDE Group paid a dividend from the profit for 2023, and the Group plans include continuation of the dividend policy;
- Benefits for other stakeholders: The Group cooperates with local communities, among others, in the field of safety (Voluntary Fire Brigades) and repair of local roads. It also organises educational campaigns for children and youth, and promotes diversity in the construction industry. The Group plans to continue these activities.

In 2024, the Group generated net income on sales of PLN 803.9 million and net profit of PLN 30.3 million.

[(ESRS 2) 42(c)] [(ESRS 2) AR 14] The ONDE Group revised the earlier description of value chains at the initial stage of double materiality assessment during the reporting period. As a result of the assessment of the ONDE S.A. business specificity, three value chains were identified, corresponding to significant business segments. Within the "RES Construction" segment, two value chains for photovoltaic farms and wind farms were identified, and within the "Road and Engineering Construction" segment, one value chain was mapped. Within the value chains, the following aspects were defined:

- upstream (upstream value chain),
- own operations,
- downstream (downstream value chain).

Within all identified value chains, the ONDE Group recognises:

1. activities (processes);
2. resources:
 - material (such as construction equipment, machinery, production facilities),
 - human (skilled construction workers, engineers, project managers),
 - intangible, i.e. long-term experience in execution of complex projects.
3. relations with stakeholders, including its business partners (both customers and suppliers). Suppliers of the crucial importance for the Group are primarily suppliers of construction materials (concrete, steel, and prefabricated elements) and subcontracted services. In addition, the key suppliers and customers whose share in the ONDE Group total purchases and sales, respectively, exceeds 10% are described in Chapter 1.1.5 Supply sources (suppliers) and sales markets (customers) in the Report on operations;
4. the financial, geographical, geopolitical and regulatory environment in which the entity operates (internal and external stakeholders with whom the ONDE Group has relations within value chains are identified each time).

Value chain operational boundaries:

- at the higher level of the value chain, purchased materials (cradle-to-gate) and services, including transport and distribution, related to the production of goods and services by the ONDE Group, and thus related materials purchased by subcontractors, were taken into account;
- Aspects considered at lower level of the value chain covered waste management, including transport; transport and distribution of products sold in the reporting year (in relation to bituminous mass transport as part of the ONDE S.A. operations); with regard to the handling of sold products after the end of their life cycle, considered aspects were procedures post use of construction materials incorporated by the ONDE Group; it was taken into account that most of the ONDE Group's sales are ready-made electricity generating systems and their finished components, or that this is only a service of system execution;
- Concerning own operations, organisational boundaries were taken into account, i.e. the entities over which ONDE S.A. exercises financial or operational control were considered.

The main features of the ONDE Group value chains include:

1. Value chain for road and engineering constructions

ONDE S.A. as a general contractor executes road and engineering projects on behalf of customers (employers) from the private and public sectors.

a) upstream

Stakeholder groups at the higher level of the value chain include:

- public and infrastructural institutions (central and local government administration, state-owned infrastructure companies), responsible for relevant permits,
- design suppliers,
- suppliers of fuels and energy,
- bitumen mass manufacturers,
- suppliers of key raw materials, including raw materials for the production of bituminous mass,
- subcontractors and co-workers to whom ONDE S.A. commissions construction works,
- scientific circles.

Among the 2nd tier stakeholders, the following were identified:

- manufacturers of crushing and grinding machines,
- energy producers.

The following key raw materials are used:

- bitumen,
- aggregates,
- meal,
- stabilisers,
- energy sources (electricity and gas, vehicle fuel),
- water.

The following processes were identified:

- supplies (raw materials, materials, and services), including transport.

b) own operations

The ONDE Group operations within its own operations are conducted by its own labour forces until the project completion.

Stakeholder groups in own operations include:

- employees: former, current and potential,
- environment
- representatives of industry organisations and people working for the industry,
- local communities,
- financial institutions and financial partners (lending banks and insurance companies, equity partners, etc.)

The following processes were identified:

- manufacturing of bitumen mass
- quality control (ZKP),
- acceptances,
- project execution (contractor services),
- own/outsourced transport,
- support services, which include operations of departments within ONDE S.A.

c) downstream

Stakeholder groups at the lower level of the value chain include:

- customers (clients – public self-government units),
- customers (clients – private entities, e.g. developers),
- scientific circles,
- suppliers of disposal/recycling services,
- road users (travellers).

The following processes were identified:

- guarantee servicing,
- recycling,
- disposal (outsourced service).

The ONDE Group is responsible for the management of waste generated during production of bitumen mass. Employees of subcontractors are largely responsible for the management of waste generated during the project execution, but ONDE S.A. ensures supervision and appropriate procedures resulting from the Integrated Management System.

2. Value chain for photovoltaic farms

Within the scope of photovoltaic farms execution, ONDE S.A. acts as:

- a general contractor, by executing projects under the BOP and BOS i.e. all services excluding supply and installation of photovoltaic panels) or EPC (turnkey) formulas to orders of customers (investors) from the private sector,
- investor and contractor of photovoltaic projects from own portfolio under the develop, build and sell model,
- Operations and Maintenance (O&M) services provider

a) upstream

Stakeholder groups at the higher level of the value chain include:

- public and infrastructural institutions (central and local government administration, state-owned infrastructure companies), responsible for relevant permits,
- design suppliers,
- suppliers of fuels and energy,
- land suppliers,
- system operators,
- suppliers of key components (photovoltaic modules, inverters, load-bearing structures),

- subcontractors and co-workers to whom ONDE S.A. commissions construction works,
- scientific circles.

Among the 2nd tier stakeholders, the following were identified:

- mines of metals and raw materials,
- manufacturers of key components.

The key raw materials used for the production of individual components are:

- inverters: aluminium, plastic, electronics, rare earth elements,
- cables: aluminium, copper, plastic, steel,
- photovoltaic modules: silicon, aluminium, glass, rare earth elements,
- MRP/container stations: concrete, steel, copper, plastic, aluminium, oils.

The following processes were identified:

- supplies (raw materials, components, services).

b) own operations

The ONDE Group operations within its own operations are conducted by its own labour forces until the project completion.

Stakeholder groups in own operations include:

- employees: former, current and potential,
- environment
- local communities,
- financial institutions and financial partners (lending banks and insurance companies, equity partners, etc.)
- representatives of industry organisations and people working for the industry,
- journalists and opinion leaders (e.g. industry experts)

The following processes were identified:

- farm development,
- quality control (ZKP),
- acceptances,
- project execution (contractor services),
- support services, which include operations of departments within ONDE S.A.
- manufacturing of bitumen mass
- merge&acquisitions,
- own/outsourced transport.

c) downstream

Stakeholder groups at the lower level of the value chain include:

- business partners: employers (customers),
- scientific circles,
- end users,
- journalists and opinion leaders (e.g. industry experts),
- local communities,
- suppliers of disposal/recycling services.

The following processes were identified:

- guarantee servicing,
- recycling (outsourced service),
- disposal (outsourced service),
- operation&maintenance,
- sale of energy.

Employees of subcontractors are responsible for the management of waste generated during the project execution, but ONDE S.A. ensures supervision and appropriate procedures resulting from the Integrated Management System.

3. Value chain for wind farms

Within the scope of wind farms execution, ONDE S.A. acts as:

- a general contractor, by executing projects mainly under the BOP and BOS i.e. all services excluding supply and installation of wind turbines) or EPC (turnkey) formulas to orders of customers (investors) from the private sector,
- investor and contractor of wind projects from own portfolio under the develop, build and sell model.

a) upstream

Stakeholder groups at the higher level of the value chain include:

- public and infrastructural institutions (central and local government administration, state-owned infrastructure companies), responsible for relevant permits,
- design suppliers,
- suppliers of fuels and energy,
- land suppliers,
- system operators,
- suppliers of key components (cables, MSP stations),
- subcontractors and co-workers to whom ONDE S.A. commissions construction works,
- scientific circles.

Among the 2nd tier stakeholders, the following were identified:

- mines of metals and raw materials,
- manufacturers of key components.

The following key raw materials are used:

- steel,
- concrete,
- sand,
- cement,
- aggregates/mixes,
- cables.

The following processes were identified:

- supplies (raw materials, components, services).

b) own operations

The ONDE Group operations within its own operations are conducted by its own labour forces until the project completion.

Stakeholder groups in own operations include:

- employees: former, current and potential,
- environment
- local communities,
- financial institutions and financial partners (lending banks and insurance companies, equity partners, etc.)
- representatives of industry organisations and people working for the industry,
- journalists and opinion leaders (e.g. industry experts)

The following processes were identified:

- farm development,
- installation of RES technologies,
- quality control (ZKP),
- project execution (contractor services),
- support services, which include operations of departments within ONDE S.A.
- acceptances,
- merge&acquisitions,
- own/outsourced transport.

c) downstream

Stakeholder groups at the lower level of the value chain include:

- business partners: employers (customers),
- scientific circles,
- end users,
- journalists and opinion leaders (e.g. industry experts),
- local communities,
- suppliers of disposal/recycling services.

The following processes were identified:

- guarantee servicing,
- waste management, including transport: recycling (outsourced service), disposal (outsourced service),
- operation&maintenance,
- sale of energy.

Employees of subcontractors are responsible for the management of waste generated during the project execution, but ONDE S.A. ensures supervision and appropriate procedures resulting from the Integrated Management System.

7.9 SBM-2 INTERESTS AND VIEWS OF STAKEHOLDERS

[(ESRS 2) 45(a) i.] The ONDE Group reviewed the list of key stakeholders during the double materiality assessment process. Two stakeholder groups were considered, identified in ESRS 1 22, i.e. interested parties that may influence or be influenced by the entity. Parties identified as key interested parties were stakeholders with the highest impact and commitment, as assessed on the basis of quality criteria. These are the groups of stakeholders that have the greatest impact on the company’s operations, financial performance, project execution, or reputation.

The key stakeholders of the ONDE Group are:

- The majority shareholder – ERBUD S.A.,
- Journalists and opinion leaders (e.g. industry experts),
- Financial institutions, financial partners (lending banks and insurance companies, capital partners, etc.),
- Business partners: suppliers,
- Business partners: subcontractors and partners,
- Business partners: employers (customers),
- Employees: former, present and potential,
- Supervisory Board,
- Local communities (in areas of investments executed by ONDE S.A.), representatives of social organisations
- Environment (silent stakeholder),
- Management Board and crucial managers.

[(ESRS 2) 45(a) ii.] [(ESRS 2) 45(a) iii.] The description of the engagement and cooperation with the Management and the Supervisory Boards is presented in the Statement in the data points: [(ESRS 2) 22], [(ESRS 2) 23], [(ESRS 2) 26], and [(ESRS 2) 29]. The table below describes the involvement of other key stakeholders (excluding the silent stakeholder). The communication channels and the frequency of the dialogue have been adapted to the specific characteristics of a given group.

In addition to the forms described in the table, interested parties may use the online dialogue platform for communication with the Group.

Stakeholders	Main methods for dialogue, communication and involvement
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<p>Business partners: ordering parties (customers)</p> <ul style="list-style-type: none"> • 	<ul style="list-style-type: none"> • We meet in person and online. • We ensure regular written and oral communication. • We consider as important increasing customers' awareness of OHS, environmental protection, and compliance requirements by communicating our policies and codes in that area. • We update our website and are active in social media.
<p>Business partners: subcontractors and partners</p>	<ul style="list-style-type: none"> • We meet in person and online. • We ensure regular written and oral communication. • We consider as important increasing business partners' awareness of OHS, environmental protection, and compliance requirements by communicating our policies and codes in that area. • We provide briefings on OHS and environmental protection, as well as participation in additional initiatives (e.g. the Safety Week). • We consult functioning of the ONDE S.A. Integrated Management System with our subcontractors and are always open to proposed improvements. • We provide our subcontractors with additional information materials concerning correct attitudes and safety at the construction site. • On our websites, we provide information on standard of cooperation with subcontractors. • We update our website and are active in social media.
<p>Employees: former, present and potential Key managers</p> <ul style="list-style-type: none"> • 	<ul style="list-style-type: none"> • We ensure continuous two-way cooperation between the managing personnel, including the Management Board, and employees and communicating regularly by phone and emails. • We organise internal and external training sessions, and are open to training courses suggested by our employees. We provide training courses in communication, especially for the managing personnel, to ensure good practices in a continuous dialogue with employees. • We organise integration events, for the entire company (at least once a year) or for teams. • We consult functioning of the ONDE S.A. Integrated Management System with our employees and are always open to proposed improvements. • We regularly evaluate the recruitment and onboarding processes, and analyse results according to quantitative and qualitative criteria. • We conduct regular development talks. • Every year, we offer places in an internship programme, with an option for employment. • We participate in job fairs, in person and online. • We publish current vacancies on our website and recruitment portals. • We communicate through internal social groups and newsletters
<p>Business partners: suppliers</p>	<ul style="list-style-type: none"> • We meet in person and online. • We ensure regular written and oral communication. • We consider as important increasing business partners' awareness of OHS, environmental protection, and compliance requirements by communicating our policies and codes in that area.

Local communities (in areas of investments executed by ONDE S.A.), representatives of social organisations	<ul style="list-style-type: none"> • We organise meetings with commune authorities and citizens. • We organise information points at construction sites. • We gather complaints and conclusions of citizens, if any appear, and handle them. • We conduct education activities, including those addressed to children and youth. • We update our website and are active in social media.
Financial institutions, financial partners (lending banks and insurance companies, capital partners, etc.), the majority shareholder – ERBUD S.A.,	<ul style="list-style-type: none"> • We convoke General Meetings at least once a year. • We organise meetings discussing our performance at least once a quarter. • We meet individually and in groups, in person and online. • We prepare reliable and exhaustive current and periodic reports. • We ensure regular written and oral IR communication. • We update our website and are active in social media.
Journalists and opinion leaders (e.g. industry experts)	<ul style="list-style-type: none"> • We prepare a quarterly information about the ONDE S.A. financial performance. • We ensure regular written and oral communication by telephone or email, including interviews with the Company representatives. • We provide the most important information from the Company life, e.g. about executed projects or new contracts, on a regular basis. • We update our website and are active in social media.

[(ESRS 2) 45(a) ii.] [(ESRS 2) 45(a) iii.] We adopt communication channels, a way of presenting data, and a place and time to the needs of each group of stakeholders. We organise meetings at our headquarters, as well as in our offices. We are also present at locations where we realise our investments, to talk about photovoltaic or wind farms with residents and local authorities. We also actively participate in industry congresses and conferences.

Opinions of key stakeholders of the ONDE Group are important guidelines for us when taking decisions.

[(ESRS 2) 45(a) iv.] The goal of the involvement of the ONDE Group stakeholders is to contribute to long-term, transparent relations, as well as to take into account the needs of the environment in the implementation of the business strategy and to support the development of the organisation. The Group's intention is to:

- understanding the perspective of stakeholders and the impact of the Group's activities,
- taking into account the views of stakeholders in decision-making,
- reducing risk in the supply chain,
- management of positive social and environmental impacts,
- ensuring compliance of activities with social expectations and legal regulations.

[(ESRS 2) 45(a) v.] The consideration of the results of cooperation with stakeholders includes:

- taking into account the dialogue with its own staff in the form of changes in policies relating to working conditions, training programmes, and safety standards,
- taking into account opinions and suggestions of local communities when planning investments,
- including the supply chain analysis in supplier selection criteria, in particular the dissemination of sustainable business practises.

[(ESRS 2) 45(b)] ONDE has documents in place to exercise due diligence in the areas of human rights and environmental protection, as well as occupational health and safety. They specify channels for reporting abuse and complaints. During the double materiality assessment process in the ONDE Group, the absence of abuse and complaints during the period covered by the Statement was considered, as set out in the IRO-1 disclosure requirement. Furthermore, as part of the double materiality assessment, the Group conducted a qualitative study in the form of a focus group with representatives of the Company key stakeholders, as described in ESRS data point 2 53(b) iii.

[(ESRS 2) 45(c)] [(ESRS 2) 45(c) i.] [(ESRS 2) 45 (c) ii.] [(ESRS 2) 45 (c) iii.] The ONDE Group adopted the ESG Strategy until 2029 of the Erbud Group, which takes into account the views and interests of key stakeholders (both

internal and external). The objectives set out in the ESG Strategy related to sustainable development are consistent with the current model and business strategy of the ONDE Group. In subsequent periods, the Group intends to monitor and analyse relations with stakeholders and their impact on its strategy and business model. The strategic objectives for further planned strategic actions, together with deadlines, are described in the SBM-1 disclosure requirement. In the Group's opinion, the implementation of these activities does not create a risk of deterioration of relations with stakeholders, but is an opportunity to strengthen their positive character.

[(ESRS 2) 45(d)] The Management and the Supervisory Boards are informed of stakeholders' views and interests at least once a year in a double materiality assessment process in which the members of these bodies participate directly. There is no formal procedure within the ONDE Group related to informing the Supervisory Board about shareholders' opinions and interests.

7.9.1 ESRS 2 SBM-2 - Interests and views of stakeholders – own workforce

[(S1) 12] In 2024, the ONDE Group adopted the Erbud Group ESG Strategy, with People being one of its pillars, and under which the following priorities were set: safety, well-being and development, diversity and inclusion, and dialogue with employees. Each of the priorities has been allocated targets until 2029. The Strategy takes into account the significant impacts identified during the double materiality assessment. The objectives and actions, which are part of the Strategy, aim at maximising the positive impact on own workforce and minimising the negative impact.

The Group also implemented the *ONDE S.A. Code of Ethics*, described in the disclosure requirement G1-1 Business conduct policies and corporate culture. It describes the principles of conduct, among others, in relation to human and employee rights, relations with employees, diversity, and prevention of discrimination.

In accordance with the provisions of the Code, ONDE conducts a dialogue with employees. In the parent company, ONDE S.A., employees' representatives are elected. At the level of the Erbud Group, of which the ONDE Group is a part, the results of the dialogue are taken into account when determining the directions of development and preparing documentation on important issues. The Erbud Group conducts an Employee Opinion Survey every three years, in which the employees of the ONDE Group participate. It is the basis for planning activities in the area of own employee resources.

7.10 SBM-3 MATERIAL IMPACTS, RISKS AND OPPORTUNITIES AND THEIR INTERACTION WITH STRATEGY AND BUSINESS MODEL

[(ESRS 2) 48(a)] Significant impacts, risks and opportunities of the ONDE Group were identified during the double materiality assessment. As required by ESRS, it consisted of two parts: impact materiality assessment and financial materiality assessment. The identified significant impacts, risks and opportunities focus on the ONDE Group's own operations.

[(ESRS 2) 48 (c) ii.] The Group's identified impacts result from its strategy and business model – the Group operations in the construction sector are related to its impact on the environment and people. [(ESRS 2) AR 17]] The ONDE Group reviewed material impacts, risks and opportunities and considered that there was no need to divide information by geographical area, plant, assets, expenditures, or revenues. Due to the specific nature of its operations, the ONDE Group does not have a distribution network. Detailed information on the dual materiality assessment process is included in the disclosure requirement IRO-1 Description of the process to identify and assess material impacts, risks and opportunities.

[(ESRS 2) 48(b)] The ONDE Group does not identify the effects of its material impacts, risks and opportunities on the business model in the short and medium term. In the long term, these impacts will be monitored and the business model can potentially be adapted to them.

Consequences of material impacts, risks and opportunities for the value chain include implementing supplier verification and basing further actions on its results.

Consequences of material impacts, risks and opportunities translate into the ONDE Group strategy. The results of the double materiality assessment were taken into account by the Erbud Group, to which the ONDE Group belongs, in the ERBUD Group ESG Strategy for 2024–2029 developed in 2024, which was approved for application in the ONDE Group with a resolution of the Management Board in December 2024. It is integrated

with the Group's business strategy. The basic information on the ESG Strategy and the objectives are presented in the SBM-1 disclosure requirement.

The ESG strategy addresses, among others:

- significant environmental impacts, including GHG emissions, water consumption and waste generation. They are related to the sector of the Group operations, but under the ESG Strategy it is planned, for example, to reduce emissions, use rainwater to a certain extent, and direct a certain part of the waste for reuse, recycling and other recovery processes;
- material social impacts, including, for example, the impact on the occupational health and safety of own and subcontractor workforce, the impact on the dialogue with employees, and the impact on the appropriate housing conditions of local communities. Within the ESG Strategy, it is planned to maintain 0 heavy and fatal accidents on construction sites in own and subcontractor workforce, attendance in the employee opinion survey at the level of more than half (for the entire Erbud Group) or to include 100% of own investments in the procedure concerning relations with communities;
- material risks, such as high CO₂ emissions, which may result in high financing costs or the risk of incurring high costs for using energy from fossil fuels. Under the ESG Strategy, a reduction in the carbon footprint is planned for Scopes 1 and 2, as well as equipping investments and own facilities with connections supplied with RES electricity,
- material opportunities, such as opportunities associated with training and skills development among own workforce. The ESG Strategy plans to increase the number of training hours per employee, versus 2024.

Actions undertaken in relation to identified material impacts, risks and opportunities are described in the different sections of the Statement, in the disclosure requirements: E3-2, E5-2, and S1-4. In the case of E4 S2 and S3 standards, the ONDE Group uses the exemption, and information on the activities was marked each time with ESRS 2 17(d) data point

A brief description of material impacts resulting from the performed materiality assessment and information on the expected time perspective is provided in the following table

Area	ESRS	Sub-topic from ESRS	Sub-sub-topic	Site [ESRS 2 48(a)]	Description [ESRS 2 48(a)] [ESRS 2 48(c) iv.]	Positive/ Negative	Actual/ Potential	Time horizon [ESRS 2 48(c) iii.]	Scale [ESRS 2 48(c) i.]	Scope [ESRS 2 48(c) i.]	Irreversible character [ESRS 2 48(c) i.]
Environmental	E1 - Climate change	Adaptation to climate change		Own operations, Downstream	The positive impact of the entity on climate change adaptation results from the business model, as the dominant segment of ONDE operations is the segment "Construction in the segment of renewable energy sources".	Positive	Actual	1–5 years	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	
Environmental	E1 - Climate change	Climate change mitigation		Upstream, Own operations	The construction industry, in which the ONDE Group primarily operates, is considered to be one of the emissions-intensive sectors, generating high levels of greenhouse gases.	Negative	Actual	Above 5 years	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	3 – difficult to reverse in the short term, requiring significant financial expenditures

Environmental	E1 - Climate change	Climate change mitigation		Own operations, Downstream	The positive impact of the entity on climate change mitigation results from the reduction in GHG emissions in connection with its operations. In the entity's business model, the dominant segment of ONDE activity is the segment "Construction in the segment of renewable energy sources", which has an impact on the increase in the RES availability.	Positive	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	3 – refers to own operations and operations in the value chain	
Environmental	E1 - Climate change	Energy		Upstream, Own operations, Downstream	The negative energy-related impact of the entity results from energy consumption in its value chain (including for own operations). The increase in market activity and the Group development are associated with an increase in energy consumption.	Negative	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	2 – concerns own operations	2 – possible to reverse in the short term, requiring financial expenditures

Environmental	E1 - Climate change	Energy	RES energy	Own operations, Downstream	The positive energy-related impact of the entity results from the increase in the availability of RES energy in connection with its operations. ONDE also takes into account the origin of energy consumed for own operations.	Positive	Actual	1–5 years	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	3 – refers to own operations and operations in the value chain	
Environmental	E3 - Water and marine resources	Water	Water consumption	Upstream, Own operations	The construction industry is characterised by very high water consumption.	Negative	Actual	Below 1 year	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	3 – difficult to reverse in the short term, requiring significant financial expenditures

Environmental	E3 - Water and marine resources	Water	Water intake	Upstream, Own operations, Downstream	The construction industry is characterised by very high water intake due to its high consumption (e.g. during the production of materials and raw materials).	Negative	Actual	Below 1 year	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	1 - Minimal	4 – difficult to reverse in the long term, requiring significant financial expenditures
Environmental	E4 - Biodiversity and ecosystems	Impact on the extent and condition of ecosystems	Land degradation	Upstream, Own operations, Downstream	In connection with the entity's operations, the land use changes in its value chain, including in its own operations. Land use for investment has an impact on biodiversity and ecosystems.	Negative	Actual	Above 5 years	2 – small, impact does not cause nuisance / does not add value	2 – concerns own operations	4 – difficult to reverse in the long term, requiring significant financial expenditures
Environmental	E4 - Biodiversity and ecosystems	Impact on the extent and condition of ecosystems	Soil sealing	Upstream, Own operations, Downstream	In connection with the entity's operations, the land use changes in its value chain, including in its own operations. It is associated with soil sealing during the investment execution, which has an impact on biodiversity and ecosystems.	Negative	Actual	1–5 years	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	2 – concerns own operations	3 – difficult to reverse in the short term, requiring significant financial expenditures

Environmental	E5 - Circular economy	Resources entered, including the use of resources		Upstream, Own operations, Downstream	Within the value chain, ONDE uses a variety of resources, including raw materials, materials, machines with long supply chains, including emissions-intensive ones.	Negative	Actual	Below 1 year	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	4 – refers to the country where own operations are executed and/or countries of the value chain	4 – difficult to reverse in the long term, requiring significant financial expenditures
Environmental	E5 - Circular economy	Waste		Upstream, Own operations, Downstream	The construction sector is associated with significant amounts of waste in its value chain, including non-hazardous waste and hazardous waste.	Negative	Actual	Above 5 years	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	2 – possible to reverse in the short term, requiring financial expenditures

Social	S1 - Own workforce	Work conditions	Working time	Own operations	The business model of the entity is based on construction, and this sector is characterised by rigid work schedules that can contribute to extended working hours (overtime).	Negative	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	1 – reversible, requiring low financial expenditures
Social	S1 - Own workforce	Work conditions	Social dialogue	Own operations	ONDE maintains a continuous dialogue with employees through various information channels, provides training in communication, consults with employees the functioning of the Integrated Management System, evaluates satisfaction with recruitment and onboarding processes, conducts development talks, implements an internship programme, and participates in job fairs.	Positive	Actual	Below 1 year	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	

Social	S1 - Own workforce	Work conditions	Work-life balance	Own operations	ONDE provides all employees employed under an employment agreement with family leave and flexible working time, including implementing the “two hours for the family” programme.	Positive	Actual	Below 1 year	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	
Social	S1 - Own workforce	Work conditions	Occupational safety and health	Own operations	The business model of the entity is based on construction, and execution of projects in this sector is associated with safety risks.	Negative	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	3 – difficult to reverse in the short term, requiring significant financial expenditures

Social	S1 - Own workforce	Equal treatment and equal opportunities for all	Gender equality and equal pay for work of equal value	Own operations	The business model of the entity is based on construction, and this sector is characterised by the prevailing number of employees of one sex. There may be wage differences in the sector.	Negative	Actual	Below 1 year	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	3 – difficult to reverse in the short term, requiring significant financial expenditures
Social	S1 - Own workforce	Equal treatment and equal opportunities for all	Training and development of skills	Own operations	The entity supports the development of employees by conducting training cycles, including training on sustainable development.	Positive	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	

Social	S1 - Own workforce	Other work-related rights	Customer	Own operations	The organisation stores personal data of employees, and this may contribute to their acquisition by unauthorised persons.	Negative	Potential	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	2 – concerns own operations	2 – possible to reverse in the short term, requiring financial expenditures
Social	S2 - People working in the value chain	Work conditions	Working time	Upstream	The impact of ONDE on working time in the value chain focuses on tier 1 subcontractors and suppliers in the construction sector. The business model of the entity is based on construction, and this sector is characterised by rigid work schedules that can contribute to extended working hours (overtime) at subcontractors and suppliers.	Negative	Actual	Below 1 year	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	2 – possible to reverse in the short term, requiring financial expenditures

Social	S2 - People working in the value chain	Work conditions	Occupational safety and health	Upstream	The impact of ONDE on OHS in the value chain focuses on tier 1 subcontractors in the construction sector. The implementation of projects in this sector is associated with many potential safety risks, including for subcontractors.	Negative	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	3 – refers to own operations and operations in the value chain	4 – difficult to reverse in the long term, requiring significant financial expenditures
Social	S2 - People working in the value chain	Equal treatment and equal opportunities for all	Training and development of skills	Upstream	The ONDE impact on training and skills development in the value chain focuses on tier 1 subcontractors in the construction sector, in particular on OHS training and skills development.	Positive	Actual	1–5 years	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	4 – refers to the country where own operations are executed and/or countries of the value chain	

Social	S2 - People working in the value chain	Other work-related rights	Child labour	Upstream	Raw materials and materials from regions at risk of child labour are used in the entity's business model.	Negative	Potential	1–5 years	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	3 – refers to own operations and operations in the value chain	2 – possible to reverse in the short term, requiring financial expenditures
Social	S2 - People working in the value chain	Other work-related rights	Forced labour	Upstream	Raw materials and materials from regions at risk of forced labour are used in the entity's business model.	Negative	Potential	1–5 years	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	2 – possible to reverse in the short term, requiring financial expenditures

Social	S3 - Affected communities	Communities' economic, social and cultural rights	Adequate housing	Upstream, Own operations, Downstream	Excessive noise, change of traffic organisation as a result of the executed investment.	Negative	Actual	1–5 years	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	2 – possible to reverse in the short term, requiring financial expenditures
Social	S3 - Affected communities	Communities' economic, social and cultural rights	Adequate housing	Upstream, Own operations	Excessive noise and dust emissions during construction, which can be a nuisance for people living near the construction site.	Negative	Actual	1–5 years	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	3 – refers to own operations and operations in the value chain	2 – possible to reverse in the short term, requiring financial expenditures

Corporate governance	G1 - Business conduct	Corporate culture		Upstream, Own operations	The ONDE Group structures internal documentation in the form of, among others, codes, policies and procedures. Their records are cascaded upstream.	Positive	Actual	Above 5 years	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	
Corporate governance	G1 - Business conduct	Whistle-blower protection		Upstream, Own operations	The impact on corporate culture focuses on the entity's own operations and is cascaded to the upstream value chain. In ONDE, whistleblowers are protected and their anonymity is guaranteed.	Positive	Actual	Above 5 years	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	

Corporate governance	G1 - Business conduct	Political involvement and lobbying activities	Own sub-sub-topic: Membership in organisations whose activities include lobbying related to the RES area.	Own operations	ONDE has an influence on legislative changes and the sector development through membership in organisations whose activities include lobbying related to the RES area.	Positive	Actual	Below 1 year	3 – average, the impact can induce temporary influence, is a source of nuisances/benefits	4 – refers to the country where own operations are executed and/or countries of the value chain	
Corporate governance	G1 - Business conduct	Supplier relationship management, including payment practises		Upstream, Own operations	ONDE influences the management of supplier relationships, including payment practises, by ensuring timely payments, in accordance with contractual provisions.	Positive	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	

Corporate governance	G1 - Business conduct	Corruption and bribery	Prevention and detection, including training	Upstream, Own operations	The Anti-Corruption Policy was adopted, which regulates the issues of abuse in the area of corruption and bribery.	Positive	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	3 – refers to own operations and operations in the value chain	
Corporate governance	G1 - Business conduct	Corruption and bribery	Incidents	Upstream, Own operations	Regulations for reporting irregularities were adopted, specifying the procedures for verifying notifications.	Positive	Actual	Above 5 years	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	

Social	ONDE own topic	Educational activities related to supporting scientific innovation in the areas of RES	Own topic proposed by ONDE.	Upstream, Own operations, Downstream	<p>The influence of the entity on supporting scientific innovation in the RES area focuses on conducting its own educational activities and cooperation with stakeholders. ONDE declares its commitment to promotion of reliable knowledge on modern RES technologies and expects similar approach from upstream subcontractors/suppliers. ONDE has an active influence on the development of awareness and competence in the field of innovative energy solutions. ONDE runs the SOFIA grant programme, supporting scientific innovation in the RES areas.</p>	Positive	Actual	Below 1 year	4 – large, the (positive/negative) environment reaction appears, and the adopted threshold values are exceeded	4 – refers to the country where own operations are executed and/or countries of the value chain	
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Area	ESRS	Sub-topic	Sub-sub-topic	Site [ESRS 2 48(a)]	Risk/ Opportunity	Risks/opportunity description
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations, Downstream	Risk	The risk of climate change-induced atmospheric events that may result in the suspension of construction works and the disruption of supply chains and, in consequence, in additional costs.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations	Risk	An acute physical risk of a heatwave disturbing the value chain and shortening the employee working time.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations, Downstream	Risk	A risk of floods disrupting the value chain due to flooding or destruction of transport roads and construction sites, as well as downing of power supply lines or disconnecting technological consumables.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations, Downstream	Risk	A risk of fires disrupting the value chain by destroying own assets or those of partners in the value chain.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations, Downstream	Risk	Long-term physical risk: Intense weather phenomena Rising of the groundwater table High temperatures, droughts, desertification.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations, Downstream	Risk	Long-term physical risk: Increase in the atmosphere temperature.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations	Risk	Long-term physical risk: Unfavourable weather conditions restricting RES operation, and no demand for investments.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations	Opportunity	An increase in the quantity and availability of wind and solar due to climate change, offering an option to increase production of energy from these sources.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations, Downstream	Risk	Increased investment expenditures (CAPEX) on decarbonisation to achieve the adopted reduction targets.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations, Downstream	Risk	Increase in insurance costs due to a higher likelihood of sudden atmospheric phenomena.
Environmental	E1 - Climate change	Adaptation to climate change	Climate change	Upstream, Own operations, Downstream	Opportunity	An increase in the share of the RES segment in the Company's income – the Group has know-how in this area, and the increase in demand for RES means an opportunity for an increase in the number of orders in this area.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations, Downstream	Opportunity	The Group has know-how related to technological adaptation to climate change (meeting investors' requirements) for investments

						involving construction of RES installations.
Environmental	E1 - Climate change	Adaptation to climate change		Upstream, Own operations	Risk	Strengthening conditions of energy effectiveness in relation to the climate change and the limited access to water, or an overload of the energy system.
Environmental	E1 - Climate change	Climate change mitigation		Upstream, Own operations, Downstream	Risk	The risk of more stringent requirements for reduction in emissions and/or introduction of emission charges. Modifications of a policy for a mechanism to establish fees for greenhouse gases emissions, and this influences fossil fuel or other non-renewable materials purchases
Environmental	E1 - Climate change	Climate change mitigation		Own operations	Risk	High CO2 emissions can result in higher costs of funding sources.
Environmental	E1 - Climate change	Climate change mitigation		Own operations	Opportunity	A reduction in CO2 emissions that will have an impact on a competitive edge in the market if other companies do not adapt to that change.
Environmental	E1 - Climate change	Climate change mitigation		Upstream, Own operations, Downstream	Opportunity	Willingness and possibility to participate in the energy transition in Poland (as one of the leaders of the RES construction sector) due to competencies in conducting investments in RES construction (photovoltaics + wind farms), which is part of the implementation of the provisions of the European Green Deal and the Energy Policy for Poland.
Environmental	E1 - Climate change	Energy		Own operations	Risk	The risk of incurring high costs for the use of energy from fossil fuels.
Environmental	E1 - Climate change	Energy		Own operations	Opportunity	Investments in RES installations (for internal needs or for sale), which may positively influence the reduction in costs of electricity purchases.
Environmental	E1 - Climate change	Energy		Own operations, downstream	Risk	Power supply infrastructure not adapted to the increase in RES capacity.
Environmental	E1 - Climate change	Energy		Own operations	Opportunity	After adapting the energy infrastructure to the increase in RES capacity – an increase in the market for ONDE services.
Environmental	E3 - Water and marine resources	Water	Water consumption	Upstream, Own operations	Risk	Further reduction and degradation of natural resources, such as water, may pose a potential risk from the point of view of ONDE's business operations, as it is a significant asset used in the Company's operations and in its value chain. Moreover, governments may impose restrictions on water use as a result of climate change, and this could significantly affect the Group revenues and cash flow.

Environmental	E3 - Water and marine resources	Water	Water intake	Upstream, Own operations, Downstream	Risk	Further reduction and degradation of natural resources, such as water, may pose a potential risk from the point of view of ONDE's business operations, as it is a significant asset used in the Company's operations and in its value chain. Moreover, governments may impose restrictions on water use as a result of climate change, and this could significantly affect the Group revenues and cash flow.
Environmental	E4 - Biodiversity and ecosystems	Direct factors impacting biodiversity loss	Change in the land use	Own operations	Risk	The risk of delays in project implementation due to the appearance of animals in investment zones. Financial costs of land reclamation at sites of executed investments (including e.g. relocation of plants, compensatory plantings) and land protection against pollution.
Environmental	E4 - Biodiversity and ecosystems	Direct factors impacting biodiversity loss	Change in the land use, change in the use of fresh and marine waters; Direct exploitation	Upstream, Own operations	Risk	The risk of habitat destruction (contributing to the extinction of species) of certain animals or plants during investments executed in buffer zones of protected areas and in other areas. The risk of costs of habitat restoration and subsequent possible remediation.
Environmental	E4 - Biodiversity and ecosystems	Direct factors impacting biodiversity loss	Direct exploitation	Upstream, Own operations	Risk	A risk of a problem with finding new plots for investments (e.g. photovoltaic farms and wind farms) due to new regulations related to environmental protection, which will result from the adopted EU Biodiversity Strategy 2030. Thus, it can cause a significant increase in the price of plots. The reduced availability of plots may contribute to hindering development of new investments.
Environmental	E5 - Circular economy	Resources entered, including the use of resources	Use of renewable and non-renewable raw materials	Upstream, Own operations, Downstream	Risk	Disrupted supply chains due to both climatic factors, the availability of natural resources, and socio-political factors, which can lead to increased costs.
Environmental	E5 - Circular economy	Resources entered, including the use of resources	Use of renewable and non-renewable raw materials	Upstream, Own operations, Downstream	Risk	Higher costs for purchasing less emission-intensive and renewable materials. More limited selection of such materials and suppliers that have them in their range. The trend of tightening regulations in this area. Furthermore, the emphasis on low-emission materials, such as low-emission concrete, or fleet change.
Environmental	E5 - Circular economy	Waste	Waste	Upstream, Own	Risk	An increase in costs of waste by companies collecting it.

				operations, Downstream		
Environmental	E5 - Circular economy	Waste	Waste	Upstream, Own operations, Downstream	Risk	Risk of hazardous waste management and increase in costs of its collection and disposal.
Environmental	E5 - Circular economy	Waste	Waste	Upstream, Own operations, Downstream	Opportunity	Reuse of waste generated during the construction, renovation or demolition of facilities can reduce investment costs.
Environmental	E5 - Circular economy	Waste	Waste	Upstream, Own operations, Downstream	Risk	Lack of possibility to re-use of waste due to legal regulations hindering the process of implementing circular solutions during the investment process and the specific character of materials.
Social	S1 - Own workforce	Work conditions	Working time	Own operations	risk	Risk of working overtime.
Social	S1 - Own workforce	Work conditions	Social dialogue	Own operations	risk	The risk of incurring costs for the preparation and dissemination of information materials for employees, development of the employee representation structure, consultations with employees.
Social	S1 - Own workforce	Work conditions	Occupational safety and health	Own operations	Risk	In the construction industry, there is a risk of serious accidents at work, which can translate into compensation costs, reputation losses, downtime, and loss of qualified employees.
Social	S1 - Own workforce	Work conditions	Working time	Own operations	Risk	Loss of managing personnel. There is a risk that people from the managing personnel of the Group companies may decide to change the job or leave their positions for other reasons. In consequence, problems with obtaining or keeping of well-qualified personnel may occur, in particular, due to competition of other potential employers.
Social	S1 - Own workforce	Work conditions	Working time	Own operations	Risk	Frequent employee turnover due to the specificity of work (frequent trips, reallocations, etc.), in addition to the demographic decline and expectations of young generations. High costs of onboarding new employees, problems with building a team.
Social	S1 - Own workforce	Work conditions	Working time	Own operations	Risk	Risk associated with frequent turnover resulting from failure to meet employees' expectations, lack of work-life balance, working time and job security.
Social	S1 - Own workforce	Work conditions	Working time	Own operations	Risk	The rapid development of the group raises risks related to the cost of recruitment and potential staff shortages.
Social	S1 - Own workforce	Work conditions	Training and	Own operations	Risk	Personnel gaps may result from many factors, including the outflow of employees to rebuild Ukraine, the lack

			development of skills			of employees educated in technical fields resulting from the weakness of the education system, competitive rates in the IT industry attracting qualified employees, and the decrease in the attractiveness of performing basic work due to the rising standard of living.
Social	S1 - Own workforce	Work conditions	Training and development of skills	Own operations	Opportunity	Increased interest in the industry due to the growing trend of returning to traditional professions (requiring higher education) among the younger generation and turbulence in the IT industry offer an opportunity of attracting qualified employees.
Social	S1 - Own workforce	Work conditions	Training and development of skills	Own operations	Opportunity	Reskilling (associated with employees in fossil fuels) and the growing RES-related area represent an opportunity for acquiring qualified employees.
Social	S1 - Own workforce	Equal treatment and equal opportunities for all	Gender equality and equal pay for work of equal value	Own operations	Risk	Risk of talent loss and re-recruitment, as well as reduced productivity of workers of underrepresented sex. Costs related to the payment of outstanding wage differences.
Social	S1 - Own workforce	Equal treatment and equal opportunities for all	Training and development of skills	Own operations	Opportunity	A large number of training sessions leading to high competences of employees, which translates into the efficiency of their work as well as safety, which is a priority for the Company.
Social	S2 - People working in the value chain	Work conditions	Occupational safety and health	Upstream	Risk	There is a risk of serious accidents at work (involving subcontractors) in the construction industry.
Social	S2 - Workers in the value chain	Work conditions	Working time	Upstream	Risk	Employees in the value chain as subcontractors. Frequent employee turnover due to the specificity of work, possible downtime in construction works related to labour shortages.
Social	S2 - Workers in the value chain	Work conditions	Training and development of skills	Upstream	Risk	Personnel gaps may result from many factors, including the outflow of employees to rebuild Ukraine, the lack of employees educated in technical fields resulting from the weakness of the education system, competitive rates in the IT industry attracting qualified employees, and the decrease in the attractiveness of performing basic work due to the rising standard of living.
Social	S2 - Workers in the value chain	Work conditions	Training and development of skills	Upstream	Opportunity	Increased interest in the industry due to the growing trend of returning to traditional professions (requiring higher education) among the younger generation and turbulence in the IT industry offer an opportunity of attracting qualified employees.

Social	S2 - Workers in the value chain	Work conditions	Training and development of skills	Upstream	Opportunity	Opportunities associated with the impact on employees in the value chain as subcontractors in the form of market diversification and increasing awareness of the market environment of the need to guarantee decent wages and conditions for non-employees.
Social	S3 - Affected communities	Communities' economic, social and cultural rights	Adequate housing	Upstream, Own operations, Downstream	Risk	A reputational risk associated with complaints or protests related to air (noise, dust), soil or water pollution near residential areas. ONDE identifies the risks associated with social protests.
Corporate governance	G1 - Business conduct	Corporate culture		Upstream, Own operations, Downstream	Opportunity	A reputational opportunity: high corporate culture and ethical behaviour improve the company's image and reputation in the market and can contribute to increased income. A reputational opportunity related to clarity and transparency of the Group's operations (information obligations of a listed company), which may translate into the choice of contractors, greater acceptance of RES investments, more projects to be implemented. A reputational opportunity associated with the use of durable materials, assembly and disassembly in accordance with the OHS principles, which may translate into the choice of contractors. A reputational opportunity related to the attention to providing reliable communications to the market by the Group and its subcontractors/suppliers, as well as contribution to the education of end users through marketing practises, may translate into the choice of contractors, greater awareness and thus acceptance of RES investments, more projects to be implemented.
Corporate governance	G1 - Business conduct	Corporate culture		Upstream, Own operations, Downstream	Risk	A risk of termination of business relationships due to non-compliance with environmental management and human rights requirements.
Corporate governance	G1 - Business conduct	Corporate culture			Risk	ONDE identifies a risk associated with an image crisis. As a listed company, ONDE maintains a high level of information about its activities. A reputational risk may require costs for PR services, as well as limit options for earning income.
Corporate governance	G1 - Business conduct	Political involvement and lobbying activities	Own sub-sub-topic: Membership in organisation	Own operations	Opportunity	A potential opportunity related to the impact on advantageous legislative changes and the development of the sector.

			ns whose activities include lobbying related to the RES area.			
Corporate governance	G1 - Business conduct	Supplier relationship management, including payment practises		Upstream, Own operations	Opportunity	The opportunities for achieving sustainable supply of goods in the future by ensuring sufficient earnings for small local producers.
Corporate governance	G1 - Business conduct	Corruption and bribery	Prevention and detection, including training	Upstream, Own operations, Downstream	Risk	Cases of irregularities and abuse (fraud), which may result from insufficient training and a lack of knowledge on the prevention and detection of corruption.
Corporate governance	G1 - Business conduct	Corruption and bribery	Incidents	Upstream, Own operations, Downstream	Risk	The occurrence of corruption cases can lead to increased costs and negatively affect the company image.
Corporate governance	G1 - Business conduct	Business conduct	Supplier relationship management, including payment practises	Upstream, Own operations, Downstream	Risk	Business partner risks in the ESG context: Cooperation with business partners that do not meet ESG standards can lead to a number of negative consequences for ONDE. Problems such as lack of transparency, inefficient emission management and/or waste management can disrupt operations, leading to delays in delivery, production downtime and a need to search for alternative sources of supply. At the same time, the organisation can be perceived as co-responsible for actions of its partners, and this poses a risk of losing the trust of customers, investors and the public, a negative perception in the media and, in consequence, the loss of image. Furthermore, such cooperation may hinder the achievement of strategic sustainability objectives, affecting its competitiveness, market value and ability to attract investors.

[(ESRS 2) 48(d)] In 2024, the materialisation of the identified risks and opportunities did not materially affect the financial position, financial results or cash flows of the ONDE Group. Furthermore, no risk of a material adjustment in the financial statements in the next annual reporting period was identified.

[(ESRS 2) 48 (f)] In 2024, the Erbud Group included the ONDE Group in the business model and strategy analysis in terms of resilience to countering material impacts and risks and using material opportunities in three time perspectives. In particular, its renewable energy components apply to the ONDE Group. The full analysis for the Erbud Group is quoted below.

Short-term resilience analysis

The Group does not anticipate that in the short term the identified impacts, risks and opportunities will significantly change its operations. The current strategy is based on the risks and opportunities already known, which do not require immediate response, but which form the basis for further development. In the short term, the Group develops the segment of renewable energy sources (RES), continues the production of wooden modular constructions, and implements projects improving the energy efficiency of buildings. These actions are a response to the growing need for sustainable development and the adoption of greener solutions.

The Group's current offer in this segment is a response to the growing demand for green energy and the needs related to the energy transition. The Group sees growth potential in this segment, supported by climate policies, growing public awareness of climate change, and needs of investors. Investments in RES are also a safeguard against fluctuations in fossil fuel prices.

The Group sees the transition towards a low-emission and more sustainable construction as a response to the increasing pressure to reduce the carbon footprint of buildings. This segment responds to growing market demands.

Projects associated with increasing the energy efficiency of buildings are investments that will be increasingly in demand in the context of striving to reduce energy consumption, especially in the era of rising energy prices and more stringent environmental standards.

The current Group strategy responds to current challenges.

Medium-term resilience analysis

The Group is preparing for climate-related risks, such as intense heat, which can have a significant impact on operations, especially in terms of production, supply chain and energy demand. In this context, the Group is also considering actions to increase its operational resilience to climate change, such as optimising water and energy consumption to reduce operating costs in the face of heat waves.

Concerning the construction sector, the Group anticipates that it is also possible that intensive climate change will contribute to the development of new technological solutions, which will be an impulse for further innovation and the implementation of investments resistant to high temperatures or heavy rainfall.

The Group adapts to the risks associated with the transition to a low-carbon economy, including through the implementation of RES solutions and the production of low-emission wooden modules. The business model is flexible and responsive to regulatory and market changes. The Group accepts the possibility that in the long term this may also entail the need to invest in new technologies, especially in the context of increasing pressure associated with decarbonisation, especially in the context of the construction materials used.

Long-term resilience

The Group undertakes actions in response to the growing demand for sustainable solutions, such as RES, low-emission construction, and energy efficiency. On the long-term basis, these areas will be the main source of the Group's growth and competitiveness, especially in the face of global trends in energy transition and environmental protection.

Long-term successes may depend on the ability to use technological innovation in its processes. In the Group's opinion, adaptation to trends related to digitisation, smart buildings or new RES solutions represents development potential.

The ERBUD Group demonstrates its readiness to adapt and a flexible business model in response to the identified impacts, risks and opportunities, especially in the context of the development of low-emission technologies, RES, modular constructions, and energy efficiency. Although the analysis did not proceed in a formal way, the strategy determines the Group's preparation for future changes, related to the identified risks. Further action in the medium and long term will form the basis for further alignment of the Group's strategy and development in the context of the transition towards a low-carbon economy.

[(ESRS 2) 48(g)] The double materiality assessment was conducted for the first time, and therefore no changes in material impacts, risks and opportunities were identified versus the previous reporting period.

[(ESRS 2) 48(h)] The ONDE Group takes into account two disclosures specific to itself – this is a positive impact related to the SOFIA educational programme (educational activities related to supporting scientific innovation in the RES areas) and membership in organisations whose activities include lobbying related to the RES area.

7.10.1 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model

[(S1) 13(a) i.] [(S1) 13(a) ii.] [(S1) 13(b)] The identified impacts on the ONDE Group's own workforce result from the strategy and the business model in which the Group operates. The Group identifies, among other things, negative influences on its own workforce resulting from the business model, i.e. operating in the construction industry. These are, among others, the impact on the occupational health and safety, the impact on working time – they are related to performing hazardous work and compliance with the established work schedules.

The Group also identifies impacts that may turn into risks, such as the risk of generating overtime resulting from the deadlines for contract performance, frequent employee turnover resulting from the specificity of work, the demographic decline and expectations of young generations regarding working conditions, which, as a result, translate into the risk of incurring costs associated with, for example, higher workforce recruitment or onboarding costs.

The risks and opportunities identified during the double materiality analysis were reflected in the Erbud Group ESG Strategy, adopted by the ONDE Group. The objectives and actions included in the strategy aim at maximizing the opportunities for own workforce and at preventing the materialisation of risks in the own workforce area.

The risks and opportunities associated with own workforce are disclosed in the ESRS 2 SBM-3 requirement.

[(S1) 14] The scope of disclosure under ESRS 2 in the Statement covers all people belonging to the own workforce area, which the Group may materially influence.

[(S1) 14(a)] The structure of employment in the ONDE Group results from the portfolio of services and business areas in which the Group operates. The Group employs 542 employees under employment agreements, while 62 people are employed on the basis of civil law agreements. In total, 604 employees form own workforce¹⁴.

Own workforce in the ONDE Group consist of:

- line workers - 32.74%
- technical employees whose role is related to construction supervision and project management – 30.30%,
- employees in administrative and office positions, who perform functions related to business support – 36.92%.

The employment agreement is the basic form of employment in the ONDE Group, the employment agreements cover 89.74% of own workforce.

If the business relationship does not meet the conditions for concluding this form of an agreement, other forms of cooperation are established.

Employees not employed under an employment agreement are technical or administrative-office workers. They perform supporting tasks, including accounting, programming, communication and marketing, or

¹⁴ The total number of employees at the ONDE Group level, understood as blue collar workers, was provided. For this reason, 2 agreements were omitted in the Table, under which one natural person performs work for two companies from the ONDE Group, under two agreements. The omitted agreements cover:

- one civil law agreement with ONDE S.A., signed with a person employed under an employment agreement at ONDE GmbH,
- one civil law agreement with ONDE S.A., signed with a person employed under an employment agreement at IDE Projekt.

related to execution of individual projects. They are employed under contract of mandate or B2B. They represent 10.26% of all workforce.

[(S1) 14(b)] Material negative impacts related to own workforce in the ONDE Group are mainly related to production workers. They result from the specificity of the industry and translate into occasional overtime, as well as the possibility of occurrence of particularly hazardous work. The Group has a catalogue of such works, and an estimated of hazardous works potentially associated with a project is developed for each project. Negative impacts are of a systemic character.

[(S1) 14(c)] Positive impacts of the ONDE Group primarily concerns line workers and white-collar production workers. They are associated with:

- maintaining a transparent and frequent dialogue with employees through various channels,
- supporting development of employees through training, including in the fields of sustainable development and OHS,
- treating occupational health and safety as a priority.

[(S1) 14(d)] Material risks and opportunities for the ONDE Group, arising from its influence and dependencies, related to its own workforce are as follows:

Area	Risks and opportunities arising from impacts and dependencies concerning own workforce
Working time	<ul style="list-style-type: none"> • high employee turnover, related to the specificity of work – including overtime, trips and relocation • recruitment costs and potential labour shortages, • loss of managerial staff, difficulty in acquiring or maintaining qualified staff, • costs of onboarding new employees, and problems with building a team • the demographic decline and the expectations of young generations related to regulated working hours
Social dialogue	<ul style="list-style-type: none"> • incurring costs for the preparation and dissemination of information materials for employees, development of the employee representation structure, consultations with employees.
Work-life balance	<ul style="list-style-type: none"> • risk associated with frequent turnover resulting from failure to meet employees' expectations, lack of work-life balance, working time and job security.
Occupational safety and health	<ul style="list-style-type: none"> • the risk associated with the payment of potential compensation for injuries and fines from regulators for non-compliance with OHS regulations. Downtime due to the need to conduct accident investigations.
Training and development of skills	<ul style="list-style-type: none"> • reskilling associated with employees in fossil fuels-related sectors, and the growing RES-related area represent an opportunity for acquiring qualified employees,

	<ul style="list-style-type: none"> • a large number of training session is the opportunity, leading to high competences of employees, which translates into effectiveness of their work, as well as safety, • an opportunity of an increased interest in the industry due to the growing trend of returning to traditional professions (requiring higher education) among the younger generation and turbulence in the IT industry offer an opportunity of attracting qualified employees. • a risk of a personnel gap, which may result from many factors, including the outflow of employees to rebuild Ukraine, the lack of employees educated in technical fields resulting from the weakness of the education system, competitive rates in the IT industry attracting qualified employees, and the decrease in the attractiveness of performing basic work due to the rising standard of living.
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[(S1) 14(e)] The Group did not have a transition plan in place in 2024 – a transition plan to reduce negative environmental impacts and increase the environmentally-friendly and climate-neutral character of its operations will be developed starting from 2025, in line with the ESG Strategy. The current assumptions of the Group in the workforce area assume the use of its own employee resources. The ONDE Group has the option for reskilling and retraining employees in connection with the transition process. The ONDE Group conducts internal recruitment.

[(S1) 15] [(S1) 16] The Group identified groups particularly vulnerable to harm on the basis of OHS statistics and information from HR and Personnel departments. In terms of risks and opportunities arising from impacts and dependencies in the area of own workforce, the following issues have been identified:

- in the area of working time, risks concern in particular production (line and technical) workers due to the specific character of their work,
- in the areas of social dialogue and training, line workers are at risk of harm due to lack of access to digital communication media,
- In the OSH area – in terms of the risk of a Force Majeure event (e.g. pandemic), instructions are being prepared at the Erbud Group level concerning the crisis management,
- in the diversity area - the Group identifies a risk of personnel and generational gaps that may result from many factors, including the lack of employees educated in technical fields resulting from the weakness of the education system, competitive rates in the IT industry attracting qualified employees, and the decrease in the attractiveness of performing basic work due to the rising standard of living.
- the multitude of locations where investments are executed and of own locations of the ONDE Group may generate a risk related to the area of privacy, to which line employees are particularly exposed – because these employees do not have access to e-mail, in their case, the circulation of documents is conducted in a conventional way, therefore, documents may be processed by unauthorised entities.

7.10.2 ESRS 2 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model - climate

[(ESRS E1-1) 18]

[(ESRS E1-1) 19(a)]

The scope of the resilience analysis

[(ESRS E1-1) 19(b)]

The method and the time of the resilience analysis, including the use of the analysis of climate scenarios

[(ESRS E1-1) 19 (c)]

The results of the resilience analysis, including the results of the applied scenario analysis

In October 2024, the ONDE Group assessed the resilience of its strategy and business model in relation to the identified risks and opportunities. The analysis covered climate, environmental and social risks, mainly taking into account RCP4.5 and RCP8.5 scenarios developed by the International Energy Agency and data from the IPCC AR6 report. Information from ISOK and Klimada 2 was also used, and the time horizon of the analysis reached 2050

The results of the analysis indicate that the Group does not currently identify threats that could significantly affect its business model. The actions undertaken enable adaptation to the changing market and climate conditions. The Group implements initiatives aiming at strengthening its operational resilience, focusing on construction in the segment of renewable energy sources, including wind and photovoltaic farms, and on road and engineering construction. These measures enable a reduction in operational and environmental risks while adapting to increasing market and regulatory requirements.

In the medium term, the Group considered possible climate risks, such as heat waves and extreme weather events, which may affect project execution and the supply chain, but they have not been found to have a significant impact on the ability to manage risks and on the business model resilience. The Group implemented effective resource management, including energy and water consumption optimisation, and plans to use technologies resistant to extreme weather conditions. Furthermore, measures are being taken to support the circular economy, including the analysis of the possibility to re-use demolition materials in construction, to reduce the amount of waste and decrease the carbon footprint.

In the coming years, the Group plans to conduct an in-depth quantitative analysis of risks and potential opportunities, based on the latest climate and regulatory data. The implemented risk modelling tools are to enable precise adaptation of the strategy to changing market and environmental conditions. Key areas of the analysis cover decarbonisation, digitalisation and energy efficiency in the context of increasing regulatory requirements.

The Group's long-term strategy focuses on key ESG trends, such as decarbonisation, digitalisation and increasing energy efficiency. Investments in low-emission technologies, including development of construction in the renewable energy sources segment and innovative solutions in the road and engineering construction area, are the foundation of the resilience to climate change and regulatory requirements. The Group also considers the transition risks associated with the transition towards a low-carbon economy, including the need to adapt construction processes and materials to stricter environmental standards.

7.11 IRO 1 – DESCRIPTION OF THE PROCESSES TO IDENTIFY AND ASSESS MATERIAL IMPACTS, RISKS AND OPPORTUNITIES

[(ESRS 2) 53 (a)] [(ESRS 2) 53 (b)] [(ESRS 2) 53 (c)] The double materiality assessment process in the ONDE Group lasted from September to November 2024. It was run by ONDE S.A. with the participation of an external consultant.

The process of double materiality assessment was preceded by an analysis of the ONDE Group business model and environment, including the analysis of information to identify impacts, risks and opportunities, from:

- periodic reports, including information on business segments, management model, development strategy, regulatory environment (including Polish and European regulations), and market prospects;
- the "Sustainability Report" of the ONDE Group for 2023, prepared according to GRI standards,
- the "Environmental Statement" of ONDE S.A. for 2024,
- obtained in the process of the qualitative benchmarking analysis of companies operating in similar segments - the benchmarking analysis covered 21 Polish and foreign companies from three segments: RES construction, RES project development, and road and engineering construction.

As part of the process, a total of 5 workshops were held, moderated by external consultants, focusing on:

- introduction to the double materiality assessment, together with identification of value chains and updating of the stakeholder map,
- the materiality of the impact in the environmental area,
- the materiality of the impact in the social and the corporate governance areas,
- financial materiality
- a meeting of the focus group with representatives of ONDE Group key stakeholders.

The workshop was attended by representatives of the ONDE S.A. Management Board and management staff, representing key departments of the entity related to the workshop subject.

On the basis of the knowledge gained during the introductory workshop and subsequent evaluation based on the list presented in the ONDE Group Sustainability Report for 2023, a list of key stakeholders (included in the disclosure requirement SBM-2) and a complete list of stakeholders for internal purposes, as well as 3 main value chains (see SBM-1 disclosure requirement for the value chains description) were determined.

This information was taken into account at subsequent stages of the assessment.

[(ESRS 2) 51] [(ESRS 2) 53(a)] Description of methods and assumptions used in the process

The double materiality assessment was performed in accordance with the guidelines described in Commission Delegated Regulation (EU) 2023/2772 of 31 July 2023 supplementing Directive 2013/34/EU of the European Parliament and of the Council as regards sustainability reporting standards (hereinafter: ESRS) and additional publications of the European Financial Reporting Advisory Group (EFRAG) in that respect. The analysis aimed at creating a list of topics relevant from the ONDE Group perspective.

The following disclosure requirements were taken into account in the materiality assessment process:

- ESRS 1 Chapter 3 – Description of the double materiality assessment principle, definitions and parameters of the impact and financial materiality, and relationships between them.
- ESRS 1 AR 16 – AR 16 contains a three-level list of 90 matters that should be covered by the materiality assessment.
- ESRS 2 SBM-2 – A requirement specifying how stakeholders are included in the materiality assessment.
- ESRS 2 IRO-1 and relevant requirements in the thematic standards specifying information on the materiality assessment process that should be disclosed in the report.
- ESRS 2 SBM-3 – A requirement concerning results of the materiality assessment in the form of a list of material impacts, risks and opportunities together with a description.

The double materiality assessment was performed on the basis of two dimensions, being the impact materiality and the financial materiality. The assessment covered the entity's own operations and its value chains at the upper and lower levels. The assessment takes into account the views of stakeholders' representatives.

Data disaggregation was based on identified value chains. In the context of disaggregation, an analysis of the countries of the ONDE Group operations and the location of its assets was conducted, and it was concluded that, according to the draft sectoral classification, the Group operations are conducted within one sector (according to the available draft of the European Sustainability Reporting Standards – SEC 1 Sector Classification – Exposure Draft). As of the date of the assessment, the Group does not identify the need to precisely distinguish the location to better understand the IRO or the need to disaggregate the assets.

Impacts in all areas and risks in environmental and climate issues were assessed at the gross level. In the social area, the Group considered the impact of statements on suppliers and subcontractors as a factor mitigating possible risks.

The materiality assessment process resulted in a list of material impacts, risks and opportunities (IRO).

[(ESRS 2) 53(b)] Documents in place in the Company aim at maintaining due diligence in the areas of human rights and environmental protection, as well as occupational health and safety. They specify channels for reporting abuse and complaints. For the IRO identification and assessment, the absence of reported abuses or complaints in the current period was considered. The Company also has procedures related to communication with interested parties, including ways to report undesirable situations. In the current reporting period, the company did not report such notifications.

[(ESRS 2) 53(b)] Review of the impact materiality process

[(ESRS 2) 53(b) ii.] The impact assessment covered impacts associated with the company's own operations and its value chain at upstream and downstream levels, taking into account the stakeholders' perspective.

The starting point for identifying relevant topics assessed by the company in the impact materiality assessment were the "sustainability matters covered by the ESRS scope" as set out in ESRS 1 AR 16. In addition to the issues covered by the Commission Delegated Regulation (EU) 2023/2772/648, conclusions from selected research studies on specific impacts on sustainability matters in the Group's business sectors were also considered.

Sustainability topics were considered – in accordance with the requirements of ESRS 1 Section 3.4 Impact materiality– in terms of impacts:

- real or potential,
- positive or negative,
- in the short, medium or long term perspective (less than one year, one to five years, more than five years).

The basis for impact materiality was the impact severity in the case of actual negative impacts, and the impact severity and probability in the case of potential negative impacts. In accordance with Appendix A to ESRS 1, severity was determined the scale, extent and irreversible nature of the impact. For positive impacts, materiality was based on the impact scale and extent in relation to actual impacts, and the impact scale, extent and likelihood in relation to potential impacts. The impact materiality was assessed on the basis of qualitative thresholds, on a scale from 0 to 5:

- for the impact scale (how severe the impact is/may be), it was assumed that '0' means no impact, and '5' means a very large scale,
- for the impact scope (how extensive the impact is), it was assumed that '0' means no impact, and '5' means a very large scope,
- for the impact irreversibility, it was assumed that '0' means easily reversible, and '5' means an irreversible impact.
- for probability it was assumed that '0' means that the impact does not occur, and '5' means that it is highly probable for the event/impact to occur.

[(ESRS 2) 53 (b) i.] [(ESRS 2) 53(b) ii.] The assessment took into account all ONDE Group activities, business relations and places of business.

[(ESRS 2) 53 (b) iii.] The entity conducted a dialogue with stakeholders (external and internal), aiming at confirming materiality of the relevant topics identified by ONDE S.A. in the impact materiality assessment, identifying potential gaps in relevant topics, and examining the needs and expectations of interested parties. The stakeholder perspective was incorporated through a focus survey with 21 stakeholder representatives and an auxiliary focus survey using a questionnaire, in which 19 responses were received.

Two representatives of a scientific centre participated in the focus study. Additionally, the Group uses the expertise of university professors and construction experts who are employees of the Group on an ongoing basis.

[(ESRS 2) 53(c)] Review of the financial materiality process

The extent of financial materiality is determined by identifying the matters that cause or can be expected to cause material financial impacts on the Group. This is the case where a given sustainability matter poses risks or opportunities that have or may have an impact on financial performance, cash flows, access to funding, or the cost of the capital in the short, medium or long term.

Financial materiality, in addition to issues under the entity's control, also covered information on material risks and opportunities that characterise business relationships throughout the value chain. In the financial materiality assessment, a general assessment of the company's business risk was taken into account.

The starting point for identifying relevant topics assessed by the company in the financial materiality assessment were the "sustainability matters covered by the ESRS scope" as set out in ESRS 1 AR 16. Apart from those matters, previously defined climate risks for ONDE S.A. were taken into account, including risks related to the ONDE S.A. negative impact on climate (risks associated with transition) and risks associated with the climate negative impact on ONDE S.A. were taken into account (physical risks: acute and long-term). In 2022, the assessment of climate risks was performed at a workshop under the guidance of a scientific employee of the AGH University of Science and Technology, and this assessment was confirmed by the Group in a review in 2024. In addition, the risks identified in it were re-assessed as part of the double materiality assessment process.

[(ESRS 2) 53 (c) ii.] [(ESRS 2) 53 (c) iii.] Risks and opportunities were considered within the financial materiality assessment scale. In accordance with ESRS 1 Section 3.5 Financial materiality and Appendix A to ESRS 1, the following were included:

- dependence on natural and human resources,
- time horizon (less than one year, one to five years, more than five years).
- probability of occurrence (on a scale from 0 to 5, where it is assumed that '0' means that the financial impact does not occur, and '5' that its occurrence is highly probable),
- the potential scale of the financial impacts (on a scale of 0 to 5, where '0' means no importance, and '5' is disastrous. This scale was linked to quantitative thresholds based on the ONDE Group revenues).

The materiality of risks and opportunities was assessed on the basis of a combination of the probability of occurrence and the potential scale of financial effects. [(ESRS 2) 53(b) iv.] [(ESRS 2) 53 (c) iii.] The assessments allowed to determine the hierarchy of impacts, risks and opportunities according to the assigned score and specify material impacts, risks and opportunities in accordance with cut-off thresholds established by the ONDE Group. Material impacts, risks and opportunities are not subject to additional prioritisation; they are monitored.

Issues relevant for reporting purposes were identified, using cut-off thresholds agreed at a maximum of 50% to obtain scores for both impacts and risks and opportunities, and adjusted to the maximum score depending on the parameters considered (being 20 points, 15 points, or 10 points).[(ESRS 2) 53(c) i.] The financial materiality assessment took into account that the impact materiality and the financial materiality are linked to each other. Risks and opportunities that occur or may occur in connection with the ONDE Group impacts were identified, as well as risks and opportunities that are not related to the entity's impact but result from external factors – dependence on resources or business relationships.

[(ESRS 2) 53(d)] On the basis of the knowledge gained during the workshops focused on impact materiality and financial materiality, a list of relevant topics covering ONDE Group material impacts, risks and opportunities (IRO) was compiled. The developed materials were approved by the Management Board, including the Vice President of the Management Board responsible for sustainable development management and sustainability reporting.

[(ESRS 2) 53(e)] [(ESRS 2) 53(f)] Risk and opportunity management is distributed across the ONDE Group. Works are in progress on the implementation of a unified risk and opportunity management system in the Erbud Group, of which the ONDE Group is a part.

ONDE S.A. has an Integrated Management System. The Environmental Management System was implemented and certified in accordance with ISO 14001:2015 in 2019, while the OHS Management System was updated to ISO 45001:2018 in 2018. These systems support actions for sustainable development, minimising environmental impact and ensuring safety at work. Additionally, in 2021 the company was registered with the EU Eco-Management and Audit Scheme (EMAS), which confirms compliance with EMAS requirements and environmental law.

Corporate governance risks are managed by the Compliance Department through the implemented documents, similarly, employee-related risks are managed on the basis of policies and procedures, while for the value chain, ONDE implemented the *Code of Conduct for Suppliers of ONDE S.A.* The risks and opportunities assessment is also one of responsibilities of the ESG team in the ONDE Group (described in ESRS data point 2 22(c)) and the ESG Committee in the Erbud Group, of which the ONDE Group is a part.

Risks and opportunities are assessed on the basis of the adequacy and likelihood of their occurrence, and possible effect of the event. New risks and opportunities related to the implementation of construction projects are also analysed, which involves the determination of preventive actions and persons responsible for them.

[(ESRS 2) 53(g)] The double materiality assessment started with the analysis of the ONDE S.A. business model, and its environment and business relations. The previous disclosures, presented in the *"Company's Sustainability Report for 2023"* prepared according to GRI standards and in the *Environmental Statement* of ONDE S.A. published in 2024, were considered. Moreover, a qualitative benchmarking analysis was performed, covering 21 Polish and foreign companies from three segments: construction of RES, development of RES projects, and road and engineering construction. The context of the legal environment was considered, taking into account Polish and European regulations.

[(ESRS 2) 53(h)] The ONDE Group's double materiality assessment process was performed for the first time and lasted from September to November 2024. It was run by ONDE S.A. with the participation of a team of external consultants. The parent company plans to verify the double materiality assessment process in the next reporting year.

7.11.1 ESRS 2 IRO-1 Description of the processes to identify and assess material impacts, risks and opportunities

[(ESRS E1-1) 20(a–c), 21] The ONDE Group conducted a process to identify and assess climate-related impacts, risks and opportunities, based on the ESRS standards guidelines and the IPCC and TCFD recommendations. The key action in this area was the climate workshop, organised in November 2022 in Toruń. The workshop was the basis for the development of the ONDE Group's Climate Policy for 2022–2050, and aimed at determining the types of climate risks (physical risks and transitions), and identifying potential opportunities and ways of managing these matters in the context of the company's operational and strategic activities.

The workshop was attended by the employees of the ONDE Group. The materiality assessment was conducted, taking into account the perspective of internal stakeholders, including those responsible for the implementation of projects in the area of renewable infrastructure. The process also included analysis of data from public and industry sources, such as the Klimada 2, ISOK, and Copernicus websites, and the IPCC AR5 and AR6 reports. EU and national climate policies were also referred to, including the European Green Deal and PEP2040.

The physical risk assessment included an analysis of the impact of climate change in two scenarios: moderate temperature increase (RCP4.5) and high emissions (RCP8.5), over three time horizons: short-, medium-, and long-term, with a milestone in 2025. The analysis identified acute physical (such as storms, floods, strong winds) and chronic (e.g. droughts, temperature rise, drop in water level) risks, assessing their potential impact on ONDE operations, especially in the implementation of EPC projects and the functioning of the supply chain.

At the same time, an assessment of transition risks resulting from climate change, including regulatory, technological and market changes, was performed. Potential threats and opportunities related to the implementation of EU climate policies and changes in the expectations of investors and customers in terms of sustainable development were identified. The potential for strategic development of ONDE activities towards offering solutions supporting the green transformation was also analysed.

At the first stage, a list of climate topics relevant to the ONDE activities and value chain was compiled, which was then used to identify potential risks and opportunities. The assessment was based on a five-point probability scale (from “negligible” to “very large”) and a five-point scale of consequences (also from “negligible” to “very large”). On this basis, the overall risk level was determined as low, medium, high, or very high. Additionally, the direction of changes in the level of risk in individual time horizons was assessed: increase (+1), no change (0), or decrease (-1).

The analysis also used the assessment of the ONDE Group adaptability, understood as the ability to implement actions mitigating the effects of climate risks. Problems in implementing the proposed actions was analysed, and internal responsibilities and potential barriers and enabling factors were identified. As a result of this phase, a preliminary adaptation action plan was developed, containing specific remedial measures and assigning responsibility for their implementation.

The ONDE Group used expert judgement as part of the methodology for assessing climate risks and opportunities. All decisions concerning the significance and classification of climatic factors were made on the basis of the knowledge and experience of the workshop participants, without the use of formal surveys of external stakeholders.

The methodology used enabled development of an integrated assessment of the ONDE Group vulnerability to climate change and preparing the company for further reporting in accordance with CSRD requirements and ESRS standards. This methodology will be successively developed and unified within the ERBUD Group.

7.11.2 ESRS 2 IRO-1 Description of the processes to identify and assess material impacts, risks and opportunities associated with pollution

[(E2) 11] [(E2) AR 9] [(E2) AR 13] A double materiality assessment showed that pollution-related IRO is not relevant for the ONDE Group.

To determine the potential or actual impacts, risks and opportunities of pollution, the Group reviewed its locations and operations. All locations are located in Poland, Germany and Lithuania. The Group then determined that all the temporary projects it executes are also in the area of those locations. Additionally, the nearest value chain is in similar areas. Therefore, the Group did not identify significant differences with respect to pollution for the specified locations and considered them to be uniform. Therefore, DMA was performed jointly for all locations and there was no need to perform a specific analysis for the selected sites.

The entity operates within one sector, and material impacts, risks and opportunities are managed through consistent procedures and policies at the Group level. The value chain was analysed to understand the impact of

suppliers and customers on pollution generation. ONDE implements tools to regularly review suppliers for ESG and compliance with regulations, while the Erbud Group, of which the ONDE Group is a part, plans supplier audits for verification of their environmental activities, LCA monitoring of products and services. The Group also analysed the downstream value chain and assessed the negative impacts associated with the mining phase and the production of materials used in its operations. At the moment, the Group has found that it has limited options to control negative impacts further down the chain, due to the lack of appropriate tools.

The Group consults with affected communities on an ongoing basis by placing information boards in its locations where contact information is provided. Local community reports can be sent to the designated number/contact box. The absence of formal notifications was taken into account during the double materiality assessment. As a result, no additional relevant areas have been identified. The Group plans to maintain a register of notifications in successive periods.

The methods, assumptions and tools used in the review used lists of substances (Annex II to Regulation (EC) No 166/2006 of the European Parliament and of the Council (64) ('the European Pollutant Release and Transfer Register Regulation', 'the E-PRTR Regulation'). Furthermore, the Group analysed its products for hazardous substances content and analysed the value chain in the context of the production process of used materials. The high-level analysis examined the value chain for the presence of hazardous substances in the entire production process. Additionally, typical risks associated with hazardous substances in raw material mining and construction materials production were analysed. The above analyses involved people responsible for materials management, who, on the basis of their expert knowledge and the content of hazardous substances in products, were able to perform such analysis.

Data on emission thresholds, available in the Group, which must be reported in accordance with legal requirements and industry regulations, was also considered. It was taken into account that the parent company ONDE S.A. is registered in the EU Eco-Management and Audit Scheme (EMAS), and this confirms the Group's commitment to continuous improvement of environmental protection activities.

7.11.3 ESRS 2 IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities associated with water and marine resources

[(E3) 8(a)] [(E3) AR 1] [(E3) AR 15(a)] The ONDE Group considered the matter of water and marine resources in relation to its own operations and the value chain. To determine the actual and potential impacts, risks and opportunities associated with water and marine resources, the entity reviewed its activities and locations (all permanent locations are located in Poland, Germany and Lithuania). It was established that all temporary projects executed by the Group are also in the area of those locations, similarly as a part of the value chain. Activities performed directly by the Group, regardless of their location, are not associated with significant water consumption, including surface and ground waters.

Additionally, using generally available tools (the Aqueduct website), the entity identified areas exposed to water risks and a certain level of a water-stress risk throughout the analysed area, and considered the topic of water as a significant area.

In relation to this analysis, the ONDE Group did not identify significant differences with respect to water and marine resources for the specified locations and considered them to be uniform. Therefore, DMA was conducted jointly for all locations, and a need for a separate analysis for the selected locations was not demonstrated, due to the same level of water-related risk across all locations and the absence of significant differences in the use of water resources in the operations of those locations.

[AR 15 (b)] In 2024, the ONDE Group did not use goods associated with marine resources that are of importance for the good environmental status of marine waters as well as for the conservation of marine resources.

[AR 15 (c)] From the perspective of the ONDE Group value chain, significant amounts of water are consumed in the energy sector (energy production), mining (raw material extraction), steelworks (steel production), or manufacturing (production of construction materials).

[(E3) 8 (b)] The entity consults with affected communities on an ongoing basis by placing information boards in its locations where contact information is provided. Local community reports can be sent to the designated number/contact box. Furthermore, the ONDE Group has launched a dialogue platform (<https://onde.pl/pl/dialog/>), enabling stakeholders to contact the company. DMA took into account the lack of formal notifications. As a result, no additional relevant areas have been identified. The entity plans to maintain a register of notifications in successive periods.

7.11.4 ESRS 2 IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities associated with biodiversity and ecosystems

[(E4) 17(a)] The ONDE Group identified and assessed the actual and potential impacts on biodiversity and ecosystems at its own locations and in the upstream and downstream value chain through a double materiality assessment, including drawing on its previous analyses and experience from project execution. The criteria used in the analysis are described in the section on ESRS 2, concerning the IRO-1 index Description of the processes to identify and assess material impacts, risks and opportunities

In addition, the Group applied criteria used for identification of environmental aspects within the implemented Environmental Management System, which include, among others, changing internal and external factors, potential benefits or harms to the natural environment, including to biodiversity, the state of the environment (matters such as sensitivity of the local, regional or global environment), the size, number, frequency and reversibility of the aspect or impact, the existence of requirements under relevant environmental legislation, as well as the views of stakeholders, including the organisation employees.

[(E4) 17(b)] This assessment did not include ecosystem services that are or are likely to be affected. Each planned investment is analysed in terms of its dependence on biodiversity and ecosystems and related services along the value chain. Taking into account the specificity of the construction industry, the investments conducted by the Group are based on issued decisions on environmental conditions. They oblige the Group to perform actions specified therein, aimed at reducing the negative impact on biodiversity.

[(E4) 17(c)] [(E4) 17(d)] The materiality assessment from the financial point of view identified biodiversity and ecosystem risks; however, risks and opportunities were not classified as transition, physical, and systemic risks.

[(E4) 17(e)] [(E4) 17(e) II.] [(E4) 17(e) iii.] The ONDE Group executes investments mainly on the basis of entrusted documentation from investors, and consultations with the local community take place at the stage of agreeing project documentation. During the stage of the construction conducted by the Group, construction supervision analyses and considers relevant comments made by stakeholders, including the local community, and concerning performance of works, including biodiversity and ecosystems. Notifications can be submitted directly at the construction site. At the same time, representatives of the affected communities did not participate in the process of a double materiality assessment related to the Group's impact on biodiversity and ecosystems.

[(E4) 17(e) i.] The Group has not analysed whether and how the location, and production or supply of raw materials could adversely affect biodiversity and ecosystems. Due to the complexity of its activities, the Group first conducts an analysis of its own operations in this respect.

[(E4) 19(a)] The ONDE Group does not have its own permanent locations – company headquarters, offices, or branches – in or near biodiversity sensitive areas.

In the case of construction projects conducted by the Group in 2024, some of them were executed in or near biodiversity sensitive areas (e.g. Natura 2000 sites, Landscape Park Buffer Zones, and wildlife corridors). None of these investments had a significant negative impact on these areas, nor the need to implement measures to mitigate biodiversity loss was identified.

[(E4) 19(b)] In 2024, the ONDE Group operations did require implementation of measures to mitigate biodiversity loss. However, the Group undertakes compensatory measures if necessary (e.g. plantings after tree felling necessary for investment execution) in accordance with the environmental decisions obtained by the investor. Other possible actions may result from the post-implementation analysis conducted for a given project.

7.11.5 ESRS 2 IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities associated with the use of resources and the circular economy

[(E5) 11(a)] The ERBUD Group identified and assessed material impacts, risks and opportunities associated with use of resources and the circular economy during the double materiality assessment process. [(E5) AR 7(b)] [(E5) AR 7(f)] The organisation reviewed resources and activities within its own operations and in the upstream and downstream value chain. All locations are located in Poland, Germany and Lithuania. Then it was established that all the temporary projects it executes are also in the area of those locations.

As part of the review of resources and activities, the Group did not identify significant differences in the use of resources and the circular economy with respect to its own operations and the value chain. Taking the above into account, identification and assessment of significant impacts, risks and opportunities was conducted jointly for all activities without the need to conduct a specific analysis for selected locations.

During the analysis, the Group used information reported, among others, in BDO15, and quantitative and qualitative statements of the introduced resources.

[(E5) AR 7 (a)] The ONDE Group concluded that impacts, risks and opportunities associated with the use of resource and the circular economy are uniform for all investments and activities of permanent locations, including bitumen mass manufacturers. As part of the Group operations, which take place entirely in the construction sector, mainly waste classified as non-hazardous (group 17 of wastes) is generated. In the activities of the Group, hazardous waste in small quantities is occasionally generated, such as packaging of hazardous substances, contaminated soil and earth, and crushed asphalt contaminated with tar.

[(E5) 11(b)] Selected key stakeholders participated in the double materiality assessment process as described in the IRO-1 disclosure requirement. Representatives of affected communities did not participate in the process. The entity consults on an ongoing basis with affected communities (i.e. local communities) by placing information boards on its construction sites, on which contact information is provided. Local community reports can be sent to the designated number or contact box. The absence of formal notifications was taken into account in the dual significance analysis. As a result, no additional relevant areas have been identified. The entity plans to maintain a register of notifications in successive periods.

[(E5) AR 7(c)] The ONDE Group identified significant impacts and risks arising from maintaining of the current scenario, as well as impacts, risks and opportunities associated with the transition to the circular economy.

No change scenario	Implementation of circular economy principles	
[(E5) AR 7(c)] Impacts and risks	[(E5) AR 7(d)] Opportunities	[(E5) AR 7(e)] Impacts and risks
<ul style="list-style-type: none"> Resources entered, including the use of resources - within the value chain, ONDE uses a variety of resources, including raw materials, materials, machines with long supply chains, including emissions-intensive ones. Waste - waste is present in the value chain of the entity and in particular, in its own operations, including non-hazardous waste and hazardous waste. 	<ul style="list-style-type: none"> Reuse of waste generated during the construction, renovation or demolition of facilities can reduce investment costs. 	<ul style="list-style-type: none"> Increased costs due to the introduction of the circular economy. Limitation of materials and suppliers, related to the introduction of the circular economy. Regulatory barriers – including complex regulations related to the circular economy. An increase in costs of waste by companies collecting it. Risk of hazardous waste management and increase in

¹⁵ [The database containing information about products, packaging and waste management, HTTPS://BDO.MOS.GOV.PL/](https://BDO.MOS.GOV.PL/).

<ul style="list-style-type: none">● Risk of hazardous waste management and increase in costs of its collection and disposal.● A risk of a lack of possibility to re-use of waste due to legal regulations hindering the process of implementing circular solutions during the investment process and the specific character of materials.		<p>costs of its collection and disposal.</p> <ul style="list-style-type: none">● Lack of possibility to re-use of waste due to legal regulations hindering the process of implementing circular solutions during the investment process and the specific character of materials.
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[(E5) AR 7(b)] In 2024, the most important (in terms of cost) resources used by the ONDE Group were:

- electrical materials,
- concrete,
- stone mixtures, aggregates,
- bitumen,
- reinforcement materials,
- construction components.

7.11.6 IRO -1 – Description of processes used to identify and assess material impacts, risks and opportunities associated with business conduct

[(G1) 6] The ONDE Group identified and assessed the impacts, risks and opportunities in relation to business conduct matters in the double materiality assessment. The assessment meets the ESRS standards and standards of additional EFRAG publications. In the double materiality assessment, the entire operations of the group was taken into account, including business relations and all business locations, and the transaction sector and structure. The description of the double materiality assessment process is provided in the Statement in the IRO-1 Disclosure Requirement.

7.12 IRO-2 – DISCLOSURE REQUIREMENTS IN ESRS COVERED BY THE UNDERTAKING’S SUSTAINABILITY STATEMENT

[(ESRS 2) 59] Disclosures were assigned to identified impacts, risks and opportunities after the completion of the double materiality assessment, and covered matters relevant to the impact materiality, financial materiality, or both. The materiality of impacts, risks and opportunities was assessed on the basis of the thresholds applied, which were described under the IRO-1 disclosure requirement.

The company discloses requirements resulting from ESRS 1 29 irrespective of the outcome of the materiality assessment. When disclosing information on policies, activities and objectives with respect to relevant matters, the company refers to relevant data points and minimum disclosure requirements including policies (MDR-P), actions (MDR-A), metrics (MDR-M), and targets (MDR-T).

The company omits disclosure requirements in the thematic standard if DMA determined that a given topic is not relevant. Irrelevant topics are not analysed further, and data points are not assigned to them. ONDE S.A. also applies the “List of gradually introduced reporting requirements” (ESRS Appendix C) in its disclosures, which means the use of phased-in disclosures, including in the first reporting year.

The following table presents connections between the relevant matters arising from the double materiality assessment and the disclosure requirements:

ESRS Standard	Subtopic	Smaller thematic units	Disclosure requirements
E1 - Climate change	Adaptation to climate change	X	ESRS 2 GOV-3 Integration of sustainability-related performance in incentive schemes E1-1 – Transition plan for climate change mitigation ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model ESRS 2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities E1-2 – Policies related to climate change mitigation and adaptation E1-3 – Actions and resources in relation to climate change policies E1-4 – Targets related to climate change mitigation and adaptation E1-6 – Gross greenhouse gas emissions for Scopes 1, 2 and 3 and total greenhouse gas emissions E1-7 – GHG removals and GHG mitigation projects financed through carbon credits E1-8 – Internal carbon pricing
	Climate change mitigation	X	
	Energy	X	E1-5 – Energy consumption and mix
E3 - Water and marine resources	Water	Water consumption	ESRS 2 IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities associated with water and marine resources E3-1 – Policies related to water and marine resources E3-2 – Actions and resources related to water and marine resources
		Water intake	

			E3-3 – Targets related to water and marine resources E3-4 – Water consumption
E4 - Biodiversity and ecosystems	Impact on the extent and condition of ecosystems	Land degradation	The ONDE Group has decided to omit the information required under the ESRS S3 standard, according to the option for Groups not exceeding the average number 750 of employees in the financial year as of the balance sheet date. The Group disclosed data points in accordance with ESRS 2 item 17.
		Soil sealing	
	Direct factors impacting biodiversity loss	Change in the land use, change in the use of fresh and marine waters	
		Direct exploitation	
E5 - Circular economy	Resources entered, including the use of resources		ESRS 2 IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities associated with the use of resources and the circular economy E5-1 – Policies related to resource use and circular economy E5-2 – Actions and resources related to resource use and circular economy E5-3 – Targets related to resource use and circular economy E5-4 – Resource inflows E5-5 – Resource outflows
	Waste		
S1 - Own workforce	Work conditions	Working time	ESRS 2 SBM-2 – Interests and views of stakeholders
		Social dialogue	

		Work-life balance	ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model S1-1 – Policies related to own workforce S1-2 – Processes for engaging with own workers and workers’ representatives about impacts S1-3 – Processes to remediate negative impacts and channels for own workers to raise concerns S1-4 – Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions S1-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities
		Occupational safety and health	S1-6 – Characteristics of the undertaking’s employees S1-8 – Collective bargaining coverage and social dialogue S1-9 – Diversity metrics S1-13 – Training and skills development metrics S1-14 – Health and safety metrics S1-16 - Compensation metrics (pay gap and total compensation) S1-17 - Incidents, complaints and severe human rights impacts
	Equal treatment and equal opportunities for all	Training and development of skills	S1-6 – Characteristics of the undertaking’s employees S1-8 – Collective bargaining coverage and social dialogue S1-9 – Diversity metrics S1-13 – Training and skills development metrics S1-14 – Health and safety metrics S1-16 - Compensation metrics (pay gap and total compensation) S1-17 - Incidents, complaints and severe human rights impacts
		Gender equality and equal pay for work of equal value	
		Diversity	
	Other work-related rights	Customer	
S2 - Workers in the value chain	Work conditions	Working time	The ONDE Group has decided to omit the information required under the ESRS S2 standard, according to the option for Groups not exceeding the average
		Occupational safety and health	

			number 750 of employees in the financial year as of the balance sheet date. The Group disclosed data points in accordance with ESRS 2 item 17.
	Equal treatment and equal opportunities for all	Training and development of skills	
	Other work-related rights	Child labour	
		Forced labour	
S3 - Affected communities	Relations with local communities		The ONDE Group has decided to omit the information required under the ESRS S3 standard, according to the option for Groups not exceeding the average number 750 of employees in the financial year as of the balance sheet date. The Group disclosed data points in accordance with ESRS 2 item 17.
G1 - Business conduct	Corporate culture	X	ESRS2 GOV-1 – The role of administrative, management and supervisory bodies ESRS2 GOV-2 – Information provided to and sustainability matters addressed by the entity's administrative, management and supervisory bodies ESRS2 IRO 1 – Description of the processes to identify and assess material impacts, risks and opportunities G1-1 Corporate culture and business conduct policies
	Whistle-blower protection	X	
	Supplier relationship management, including payment practises	X	
		Incidents	

	Corruption and bribery	Prevention and detection, including training	G1-2 Management of relationships with suppliers G1-3 Prevention and detection of corruption and bribery G1-4 Confirmed incidents of corruption or bribery G1-5 Political influence and lobbying activities G1-6 Payment practices
	Political involvement and lobbying activities	Membership in organisations whose activities include lobbying related to the RES area.	
	Educational activities related to supporting scientific innovation in the areas of RES		

[(ESRS 2) 56]

Disclosure number	Items where appropriate disclosures are found
ESRS 2 - General disclosures, including information to be provided under requirements to apply topical ESRS set out in ESRS 2, Appendix C.	
BP-1 – General basis for preparation of sustainability statements	7.1 BP-1 – GENERAL BASIS FOR PREPARATION OF SUSTAINABILITY STATEMENTS
BP-2 – Disclosures in relation to special circumstances	7.2 BP-2 – DISCLOSURES IN RELATION TO SPECIAL CIRCUMSTANCES
GOV-1 – The role of administrative, management and supervisory bodies	7.3 GOV-1 – THE ROLE OF ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES
GOV-2 – Information provided to and sustainability matters addressed by the entity's administrative, management and supervisory bodies	7.4 GOV-2 – INFORMATION PROVIDED TO AND SUSTAINABILITY MATTERS ADDRESSED BY THE ENTITY'S ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES
GOV-3 – Integration of sustainability-related performance in incentive schemes	7.5 GOV-3 – INTEGRATION OF SUSTAINABILITY-RELATED PERFORMANCE IN INCENTIVE SCHEMES
GOV-4 – Statement of due diligence	7.6 GOV-4 – STATEMENT OF DUE DILIGENCE
GOV-5 Risk management and internal controls over sustainability reporting	7.7 GOV-5 – RISK MANAGEMENT AND INTERNAL CONTROLS OVER SUSTAINABILITY REPORTING
SBM-1 – Strategy, business model and value chain	7.8 SBM-1 – STRATEGY, BUSINESS MODEL AND VALUE CHAIN
SBM-2 – Interests and views of stakeholders	7.9 SBM-2 – INTERESTS AND VIEWS OF STAKEHOLDERS
SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	7.10 SBM-3 – MATERIAL IMPACTS, RISKS AND OPPORTUNITIES AND THEIR INTERACTION WITH STRATEGY AND BUSINESS MODEL
IRO -1 – Description of the processes to identify and assess material influences and material impacts, risks and opportunities	7.11 IRO 1 – DESCRIPTION OF THE PROCESSES TO IDENTIFY AND ASSESS MATERIAL IMPACTS, RISKS AND OPPORTUNITIES
IRO-2 – Disclosure requirements in ESRS covered by the undertaking's sustainability statement	7.12 IRO-2 – DISCLOSURE REQUIREMENTS IN ESRS COVERED BY THE UNDERTAKING'S SUSTAINABILITY STATEMENT
ESRS E1 - Climate change	
ESRS 2 IRO-1 Description of the processes to identify and assess material impacts, risks and opportunities	7.11.1 ESRS 2 IRO-1 Description of the processes to identify and assess material impacts, risks and opportunities associated with climate

ESRS 2 GOV-3 Integration of sustainability-related performance in incentive schemes	7.5.1 ESRS 2 GOV-3 – Integration of sustainability-related performance in incentive schemes - climate
E1-1 – Transition plan for climate change mitigation	8.2.1 E1-1 – Transition plan for climate change mitigation
ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	7.10.2 ESRS 2 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model - climate
E1-2 – Policies related to climate change mitigation and adaptation	8.2.2 E1-2 – Policies related to climate change mitigation and adaptation
E1-3 – Actions and resources in relation to climate change policies	8.2.3 E1-3 – Actions and resources in relation to climate change policies
E1-4 – Targets related to climate change mitigation and adaptation	8.2.4 E1-4 – Targets related to climate change mitigation and adaptation
E1-5 – Energy consumption and mix	8.2.5 E1-5 – Energy consumption and mix
E1-6 – Gross greenhouse gas emissions for Scopes 1, 2 and 3 and total greenhouse gas emissions	8.2.6 E1-6 – Gross greenhouse gas emissions for Scopes 1, 2 and 3 and total greenhouse gas emissions
E1-7 – GHG removals and GHG mitigation projects financed through carbon credits	8.2.9 E1-7 – GHG removals and GHG mitigation projects financed through carbon credits
E1-8 – Internal carbon pricing	8.28 E1-8 – Internal carbon pricing
E1-9 – Anticipated financial effects from material physical and transition risks and potential climate-related opportunities	Omitted
ESRS E2 - Pollution	
ESRS 2 IRO-1 Description of the processes to identify and assess material impacts, risks and opportunities	7.11.2 ESRS 2 IRO-1 Description of the processes to identify and assess material impacts, risks and opportunities associated with pollution
E2-1 – Policies related to pollution	Immaterial
E2-2 – Actions and resources related to pollution	Immaterial
E2-3 – Targets related to pollution	Immaterial
E2-4 – Pollution of air, water and soil	Immaterial
E2-5 – Substances of concern and substances of very high concern	Immaterial
E2-6 – Potential financial effects from pollution-related impacts, risks and opportunities	Immaterial
ESRS E3 - Water and marine resources	
ESRS 2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities	7.11.3 ESRS 2 IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities associated with water and marine resources
E3-1 – Policies related to water and marine resources	8.3.1 E3-1 – Policies related to water and marine resources
E3-2 Actions and resources related to water and marine resources	8.3.2 E3-2 – Actions and resources related to water and marine resources
E3-3 – Targets related to water and marine resources	8.3.3 E3-3 – Targets related to water and marine resources
E3-4 – Water consumption	8.3.4 E3-4 – Water consumption
E3-5 – Potential financial effects from pollution-related impacts, risks and opportunities related to water and marine resources	Omitted
ESRS E4 - Biodiversity and ecosystems	
Disclosures under ESRS 2 17	8.4 E4 - BIODIVERSITY
ESRS 2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities	7.11.4 ESRS 2 IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities associated with biodiversity and ecosystems

ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	Omitted
E4-1 – Transition plan on biodiversity and ecosystems and considering biodiversity and ecosystems in strategy and business model	Omitted
E4-2 – Policies related to biodiversity and ecosystems	Omitted
E4-3 – Actions and resources related to biodiversity and ecosystems	Omitted
E4-4 – Targets related to biodiversity and ecosystems	Omitted
E4-5 – Impact metrics related to biodiversity and ecosystems change	Omitted
E4-6 – Potential financial effects from biodiversity and ecosystem-related impacts, risks and opportunities	Omitted
ESRS E5 – Resource use and circular economy	
ESRS 2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities	7.11.5 ESRS 2 IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities associated with the use of resources and the circular economy
E5-1 – Policies related to resource use and circular economy	8.5.1 E5-1 – Policies related to resource use and circular economy
E5-2 – Actions and resources related to resource use and circular economy	8.5.2 E5-2 – Actions and resources related to resource use and circular economy
E5-3 – Targets related to resource use and circular economy	8.5.3 E5-3 – Targets related to resource use and circular economy
E5-4 – Resource inflows — Disclosure requirement	8.5.4 E5-4 – Resource inflows
E5-5 – Resource outflows	8.5.5 E5-5 – Resource outflows
E5-6 - Potential financial effects from resource use and circular economy-related impacts, risks and opportunities	Omitted
ESRS S1 – Own workforce	
ESRS 2 SBM-2 – Interests and views of stakeholders	1.9.1 ESRS 2 SBM-2 - Interests and views of stakeholders – own workforce
ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	7.10.1 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model – own workforce
S1-1 – Policies related to own workforce	9.1.1 S1-1 – Policies related to own workforce
S1-2 – Processes for engaging with own workers and workers' representatives about impacts	9.1.2 S1-2 Processes for engaging with own workers and workers' representatives about impacts
S1-3 – Processes to remediate negative impacts and channels for own workers to raise concerns	9.1.3 S1-3 – Processes to remediate negative impacts and channels for own workers to raise concerns
S1-4 Taking actions concerning material impacts on own workforce and the use and effectiveness of approaches to manage material risks and using material opportunities associated with own workforce	9.1.4 S1-4 Taking actions concerning material impacts on own workforce and the use and effectiveness of approaches to manage material risks and using material opportunities associated with own workforce
S1-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	9.1.5 S1-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities
S1-6 – Characteristics of the undertaking's employees	9.1.6 S1-6 – Characteristics of the undertaking's employees
S1-7 – Characteristics of non-employee workers in the undertaking's own workforce	Omitted
S1-8 – Collective bargaining coverage and social dialogue	9.1.8 S1-8 – Collective bargaining coverage and social dialogue
S1-9 – Diversity metrics	9.1.9 S1-9 – Diversity metrics
S1-10 – Fair Remuneration	Immaterial

S1-11 – Social security	Immaterial
S1-12 – Persons with disabilities	Immaterial
S1-13– Training and skills development metrics	Omitted
S1-14 – Health and safety metrics	9.1.10 S1-14 – Health and safety metrics
S1-13 – Work-life balance indicators	Omitted
S1-16 - Compensation metrics (pay gap and total compensation)	9.1.11 S1-16 - Compensation metrics (pay gap and total compensation)
S1-17 - Incidents, complaints and severe human rights impacts	Immaterial
ESRS S2 - Workers in the value chain	
Disclosures under ESRS 2 17	9.2 ESRS S2 - WORKERS IN THE VALUE CHAIN
ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	Omitted
E2-1 - Policies related to value chain workers	Omitted
S2-2 - Processes for engaging with value chain workers about impacts	Omitted
S2-3 – Processes to remediate negative impacts and channels for value chain workers to raise concerns	Omitted
S2-4 – Taking action on material impacts on value chain workers and effectiveness of those actions and the use and effectiveness of approaches to manage material risks and using material opportunities associated with value chain workers	Omitted
S2-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Omitted
ESRS S3 - Affected communities	
Disclosures under ESRS 2 17	9.2 9.3 ESRS S3 – AFFECTED COMMUNITIES
ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	Omitted
S3-1 – Policies related to affected communities	Omitted
S3-2 – Processes for engaging with affected communities about impacts	Omitted
S3-3 – Processes to remediate negative impacts and channels for affected communities to raise concerns	Omitted
S3-4 Taking action on material impacts on affected communities, and approaches to mitigating material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions	Omitted
S3-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Omitted
ESRS S4 - Consumers and end users	
ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	Immaterial
S4-1 – Policies related to consumers and end users	Immaterial
S4-2 – Processes for engaging with consumers and end users about impacts	Immaterial
S4-3 – Processes to remediate negative impacts and channels for consumers and end users to raise concerns	Immaterial
S4-4 Taking action on material impacts on consumers and end users,	Immaterial

and approaches to mitigating material risks and pursuing material opportunities related to consumers and end users, and effectiveness of those actions	
S4-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Immaterial
ESRS G1 – Business conduct	
GOV-1 – The role of administrative, management and supervisory bodies	7.3.1 GOV-1 – THE ROLE OF ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES
G1-1 – Corporate culture and business conduct policies	10.1.1. G1-1 Corporate culture and business conduct policies
G1-2 – Management of relationships with suppliers	10.1.2 G1-2 Management of relationships with suppliers
G1-3 – Prevention and detection of corruption and bribery	10.1.3 G1-3 Prevention and detection of corruption and bribery
G1-4 – Confirmed incidents of corruption or bribery	10.1.4 G1-4 Confirmed incidents of corruption or bribery
G1-5 – Political influence and lobbying activities	10.1.5 G1-5 – Political influence and lobbying activities
G1-6 – Payment practices	10.1.6 G1-6 Payment practices
Additional information related to the ONDE Group	10.1.7 Additional information related to the ONDE Group – information on own topic “Educational activities related to supporting scientific innovation in RES areas”

Disclosure requirements and related data points

A disclosure requirement and related data point	Reference to the Regulation on sustainability-related disclosures in the financial services sector ¹⁶	Reference to the third pillar ¹⁷	Reference to the Benchmarks Regulation ¹⁸	Reference to European Climate Law ¹⁹	Statement items where appropriate disclosures are found
ESRS 2 GOV-1 Gender diversity of board members, item 21(d)	Indicator No. 13 in Table 1, Annex I.		Annex II to the Commission Delegated Regulation (EU) 2020/1816 ²⁰		7.3.1 Composition, experience and competencies of managing and supervisory bodies
ESRS 2 GOV-1 Percentage of members of bodies that are independent, item 21(e)			Annex II to the Delegated Regulation (EU) 2020/1816		7.3.1 Composition, experience and competencies of managing and

¹⁶ Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector (The Sustainable Finance Disclosure Regulation (SFDR)) (O.J. L 317 of 9.12.2019, p. 1).

¹⁷ Regulation (EU) No. 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No. 648/2011 (Capital Requirements Regulation, 'CRR') (O.J. L 176, 27.6.2013, p. 1).

¹⁸ Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds and amending Directives 2008/48/EC and 2014/17/EU and Regulation (EU) No 596/2014 (O.J. L 171, 29.6.2016, p. 1).

¹⁹ Regulation (EU) No. 2021/1119 of the European Parliament and of the Council of 30 June 2021 establishing the framework for achieving climate neutrality and amending Regulations (EC) No 401/2009 and (EU) 2018/1999 ('European Climate Law') (O.J. L 243, 9.7.2021, p. 1).

²⁰ Commission Delegated Regulation (EU) 2020/1816 of 17 July 2020 supplementing Regulation (EU) 2016/1011 of the European Parliament and of the Council as regards the explanation in the benchmark statement of how environmental, social and governance factors are reflected in each benchmark provided and published (O.J. L 406, 3.12.2020, p. 1).

					supervisory bodies
ESRS 2 GOV-4 Statement on due diligence, item 30	Indicator No. 10 in Table 3, Annex I.				7.6 GOV-4 – STATEMENT OF DUE DILIGENCE
ESRS 2 SBM-1 Participation in activities related to fossil fuel-related activities, item 40(d)(i)	Indicator No. 4 in Table 1, Annex I.	Article 449a of Regulation (EU) No. 575/2013; Commission Implementing Regulation(EU) 2020/2453 ²¹ Table 1: Qualitative information on environmental risks, and Table 2: Qualitative information on social risk	Annex II to the Delegated Regulation (EU) 2020/1816		Not applicable
ESRS 2 SBM-1 Participation in activities related to chemicals production, item 40(d)(ii)	Indicator No. 9 in Table 2, Annex I.		Annex II to the Delegated Regulation (EU) 2020/1816		Not applicable
ESRS 2 SBM-1 Participation in activities related to controversial weapons, item 40(d)(iii)	Indicator No. 14 in Table 1, Annex I.		Article 12.1 of the Delegated Regulation (UE) 2020/1818 ²² Annex II to the Delegated Regulation (EU) 2020/1816		Not applicable
ESRS 2 SBM-1 Participation in activities related to tobacco cultivation and production, item 40(d)(iv)			Article 12.1 of the Delegated Regulation (UE) 2020/1818, Annex II to the Delegated Regulation (EU) 2020/1816		Not applicable
ESRS E1-1 Transition plan to achieve climate neutrality by 2050, item 14				Article 2.1 of Regulation (EU) No. 2021/1119	E1-1 – Transition plan for climate change mitigation
ESRS E1-1 Entities excluded from the scope of application of Paris-aligned		Article 449a of Regulation (EU) No 575/2013; Commission	Article 12.1(d–g) and Article 12.2 of Delegated		Not applicable

²¹ Commission Implementing Regulation (EU) 2022/2453 of 30 November 2022 amending the implementing technical standards laid down in Implementing Regulation (EU) 2021/637 as regards the disclosure of environmental, social and governance risks (O.J. L 324, 19.12.2022, p. 1).

²² Commission Delegated Regulation (EU) 2020/1818 of 17 July 2020 supplementing Regulation (EU) 2016/1011 of the European Parliament and of the Council as regards minimum standards for EU Climate Transition Benchmarks and EU Paris-aligned Benchmarks (O.J. L 406, 3.12.2020, p. 17).

benchmarks, item 16(g)		Implementing Regulation (EU) 2022/2453, Template 1: Banking book-Indicators of potential climate Change transition risk: Credit quality of exposures by sector, emissions and residual maturity	Regulation (EU) 2020/1818		
ESRS E1-4 Greenhouse gas emission reduction targets, item 34	Indicator No. 4 in Table 2, Annex I.	Article 449a of Regulation (EU) No. 575/2013; Commission Implementing Regulation (EU) 2022/2453, Template 3: Banking book - Indicators of potential climate change transition risk: Alignment metrics	Article 6 of Delegated Regulation (EU) No. 2020/1818		8.2.4 E1-4 – Targets related to climate change mitigation and adaptation
ESRS E1-5 Energy consumption from fossil sources disaggregated by source (applies only to sectors with significant climate impact), item 38	Indicator No. 5 in Table 1, and indicator No. 5 in Table 2, Annex I.				8.2.5 E1-5 – Energy consumption and mix
ESRS E1-5 – Energy consumption and mix, item 37	Indicator No. 5 in Table 1, Annex I.				8.2.5 E1-5 – Energy consumption and mix
ESRS E1-5 Energy intensity linked to activities in sectors with significant climate impacts, items 40 to 43	Indicator No. 6 in Table 1, Annex I.				8.2.5 E1-5 – Energy consumption and mix
ESRS E1-6 Gross greenhouse gas emissions for Scopes 1, 2 and 3 and total greenhouse gas emissions, items 44	Indicators No. 1 and 2 in Table 1, Annex I.	Article 449a of Regulation (EU) No. 575/2013; Commission Implementing Regulation (EU) 2022/2453, Template 1: Banking book-Indicators of potential climate Change transition risk: Credit quality of exposures by	Article 5(1), Article 6 and Article 8(1) of Delegated Regulation (EU) 2020/1818		8.2.6 E1-6 – Gross greenhouse gas emissions for Scopes 1, 2 and 3 and total greenhouse gas emissions

		sector, emissions and residual maturity			
ESRS E1-6 Gross greenhouse gas emissions intensity, items 53 to 55	Indicator No. 3 in Table 1, Annex I.	Article 449a of Regulation (EU) No. 575/2013; Commission Implementing Regulation (EU) 2022/2453, Template 3: Banking book - Indicators of potential climate change transition risk: Alignment metrics	Article 8.1 of the Delegated Regulation (UE) 2020/1818		8.2.6 E1-6 – Gross greenhouse gas emissions for Scopes 1, 2 and 3 and total greenhouse gas emissions
ESRS E1-7 GHG removals and GHG mitigation projects financed through carbon credits, item 56				Article 2.1 of Regulation (EU) No. 2021/1119	8.2.9 E1-7 – GHG removals and GHG mitigation projects financed through carbon credits
ESRS E1-9 Exposure of the reference portfolio to climate-related physical risk, item 66			Annex II to the Delegated Regulation (EU) 2020/1818, Annex II to the Delegated Regulation (EU) 2020/1816		The entity applies the exemption
ESRS E1-9 Disaggregation of monetary amounts by sudden and prolonged physical risk, item 66(a) ESRS E1-9 Location of significant assets with material physical risk, item 66(c)		Article 449a of Regulation (EU) No. 575/2013; items 46 and 47 of Commission Implementing Regulation (EU) 2022/2453, Template 5: Banking book - Indicators of potential climate change physical risk: Exposures subject to physical risk			The entity applies the exemption
ESRS E1-9 Breakdown of the book value of real estate by energy efficiency class point 67(c)		Article 449a of Regulation (EU) No. 575/2013; item 34 of Commission Implementing Regulation (EU) 2022/2453, Template 2: Banking book - Indicators of potential climate			The entity applies the exemption

		change transition risk: Loans collateralised by immovable property - Energy efficiency of the collateral			
ESRS E1-9 Exposure of the portfolio to climate-related opportunities, item 69			Annex II to the Delegated Regulation (EU) 2020/1818		The entity applies the exemption
ESRS E2-4 Quantity of each pollutant listed in Annex II to the E-PRTR Regulation (European Pollutant Release and Transfer Register) emitted into air, water and soil, item 28	Indicator No. 8 in Table 1, Annex I, Indicator No. 2 in Table 2, Annex I, Indicator No. 1 in Table 2, Annex I, and Indicator No. 3 in Table 2, Annex I.				Immaterial
ESRS E3-1 - Water and marine resources, item 9	Indicator No. 7 in Table 2, Annex I.				8.3.1 E3-1 – Policies related to water and marine resources
ESRS E3-1 Special policy, item 13	Indicator No. 8 in Table 2, Annex I.				8.3.1 E3-1 – Policies related to water and marine resources
ESRS E3-1 Sustainable marine and ocean practises, item 14	Indicator No. 12 in Table 2, Annex I.				8.3.1 E3-1 – Policies related to water and marine resources
ESRS E3-4 Total amount of water recycled and reused, item 28(c)	Indicator No. 6.2 in Table 2, Annex I.				8.3.4 E3-4 – Water consumption
ESRS E3-4 Total water consumption in m3 per net revenue on own operations, item 29	Indicator No. 6.1 in Table 2, Annex I.				8.3.4 E3-4 – Water consumption
ESRS 2 SBM 3-E4 item 16(a)(i)	Indicator No. 7 in Table 1, Annex I.				The entity applies the exemption
ESRS 2 SBM 3-E4 item 16(b)	Indicator No. 10 in Table 2, Annex I.				The entity applies the exemption
ESRS 2 SBM 3-E4 item 16(c)	Indicator No. 14 in Table 2, Annex I.				The entity applies the exemption
ESRS E4-2 Sustainable land/agriculture practises or policies, item 24(b)	Indicator No. 11 in Table 2, Annex I.				The entity applies the exemption
ESRS E4-2 Sustainable oceans/marine practises or policies, item 24(c)	Indicator No. 12 in Table 2, Annex I.				The entity applies the exemption

ESRS E4-2 Policies preventing deforestation, item 24(d)	Indicator No. 15 in Table 2, Annex I.				The entity applies the exemption
ESRS E5-5 Non-recycled waste, item 37(d)	Indicator No. 13 in Table 2, Annex I.				8.5.5 E5-5 – Resource outflows
ESRS E5-5 Hazardous and radioactive waste, item 39	Indicator No. 9 in Table 1, Annex I.				8.5.5 E5-5 – Resource outflows
ESRS 2 SBM-3-S1 Risk of occurrence of forced labour, item 14(f)	Indicator No. 13 in Table 3, Annex I.				Immaterial
ESRS 2 SBM-3-S1 Risk of occurrence of child labour, item 14(g)	Indicator No. 12 in Table 3, Annex I.				Immaterial
ESRS S1-1 Commitments related to the human rights policy, item 20	Indicator No. 9 in Table 3, and indicator No. 11 in Table 1, Annex I.				9.1.1 S1-1 – Policies related to own workforce
ESRS S1-1 Due diligence strategies for matters covered by ILO Core Conventions 1-8, item 21			Annex II to the Delegated Regulation (EU) 2020/1816		9.1.1 S1-1 – Policies related to own workforce
ESRS S1-1 Procedures and measures to prevent human trafficking, item 22	Indicator No. 11 in Table 3, Annex I.				9.1.1 S1-1 – Policies related to own workforce
ESRS S1-1 Policy or management system for the prevention of accidents at work, item 23	Indicator No. 1 in Table 3, Annex I.				9.1.1 S1-1 – Policies related to own workforce
ESRS S1-3 Complaints handling mechanisms, item 32(c)	Indicator No. 5 in Table 3, Annex I.				9.1.3 S1-3 – Processes to remediate negative impacts and channels for own workers to raise concerns
ESRS S1-14 Number of work-related deaths and number and rate of work-related accidents, items 88(b) and 88(c)	Indicator No. 2 in Table 3, Annex I.		Annex II to the Delegated Regulation (EU) 2020/1816		9.1.10 S1-14 – Health and safety metrics
ESRS S1-14 Number of days lost due to injuries, accidents, fatalities or diseases, item 88(e)	Indicator No. 3 in Table 3, Annex I.				9.1.10 S1-14 – Health and safety metrics
ESRS S1-16 Unadjusted gender pay gap item 97(a)	Indicator No. 12 in Table 1, Annex I.		Annex II to the Delegated Regulation (EU)		9.1.11 S1-16 - Compensation metrics (pay gap)

			2020/1816		and total compensation)
ESRS S1-16 Excessive remuneration of the general director, item 97(b)	Indicator No. 8 in Table 3, Annex I.				9.1.11 S1-16 - Compensation metrics (pay gap and total compensation)
ESRS S1-17 Cases of discrimination, item 103(and)	Indicator No. 7 in Table 3, Annex I.				Immaterial
ESRS S1-17 Non-compliance with the UN Guiding Principles on Business and Human Rights and OECD Guidelines, item 104(a)	Indicator No. 10 in Table 1, and indicator No. 14 in Table 3, Annex I.		Annex to the Delegated Regulation (EU) 2020/1816, Article 12 of Delegated Regulation (EU) No. 2020/1818		Immaterial
ESRS 2 SBM-3-S2 Material risk of child labour or forced labour in the value chain, item 11(b)	Indicators No. 12 and 13 in Table 1, Annex I.				The entity applies the exemption
ESRS S2-1 Commitments related to the human rights policy, item 17	Indicator No. 9 in Table No. 3. and indicator No. 11 in Table No. 1. Annex I				The entity applies the exemption
ESRS E2-1 - Policies related to value chain workers, item 18	Indicators No. 11 and 4 in Table 1, Annex I.				The entity applies the exemption
ESRS S2-1 Non-compliance with the UN Guiding Principles on Business and Human Rights and OECD Guidelines, item 19	Indicator No. 10 in Table 1, Annex I.		Annex II to the Delegated Regulation (EU) 2020/1816, Article 12.1 of Delegated Regulation (EU) No. 2020/1818		The entity applies the exemption
ESRS S2-1 Due diligence strategies for matters covered by ILO Core Conventions 1-8, item 19			Annex II to the Delegated Regulation (EU) No. 2020/1816		The entity applies the exemption
ESRS S2-4 Human rights matters and incidents related to the value chain upstream and downstream, item 36	Indicator No. 14 in Table 3, Annex I.				The entity applies the exemption
ESRS S3-1 Commitments related to the human rights policy, item 16	Indicator No. 9 in Table 3, Annex I. and Indicator No. 11 in Table 1, Annex I.				The entity applies the exemption
ESRS S3-1 Non-compliance with the UN Guiding Principles on Business and	Indicator No. 10 in Table 1, Annex I.		Annex II to the Delegated Regulation (EU)		The entity applies the exemption

Human Rights, MOP principles, or OECD Guidelines, item 17			2020/1816, Article 12.1 of Delegated Regulation (EU) No. 2020/1818		
ESRS S3-4 Matters and incidents related to human rights, item 36	Indicator No. 14 in Table 3, Annex I.				The entity applies the exemption
ESRS S4-1 Consumer and end-user policy, item 16	Indicator No. 9 in Table 3, and indicator No. 11 in Table No. 1. Annex I				Immaterial
ESRS S4-1 Non-compliance with the UN Guiding Principles on Business and Human Rights and OECD Guidelines, item 17	Indicator No. 10 in Table 1, Annex I.		Annex II to the Delegated Regulation (EU) 2020/1816, Article 12.1 of Delegated Regulation (EU) No. 2020/1818		Immaterial
ESRS S4-4 Matters and incidents related to human rights, item 35	Indicator No. 14 in Table No. 3. Annex I				Immaterial
ESRS G1-1 United Nations Convention against Corruption, item 10(b)	Indicator No. 15 in Table No. 3. Annex I				10.1.1. G1-1 Corporate culture and business conduct policies
ESRS G1-1 Whistle-blower protection, item 10(d)	Indicator No. 6 in Table No. 3. Annex I				10.1.1. G1-1 Corporate culture and business conduct policies
ESRS G1-4 Fines for infringement of anti-corruption and anti-bribery laws, item 24(a)	Indicator No. 17 in Table No. 3. Annex I		Annex II to the Delegated Regulation (EU) 2020/1816		10.1.4 G1-4 Confirmed incidents of corruption or bribery
ESRS G1-4 Anti-corruption and bribery standards, item 24(b)	Indicator No. 16 in Table No. 3. Annex I				10.1.3 G1-3 Prevention and detection of corruption and bribery



8

INFORMATION ABOUT THE ENVIRONMENT

8.1 TAXONOMY

Below, we present information on how and to what extent the ONDE Group activities are associated with the business activities qualifying as environmentally sustainable (taxonomy eligible business activities), in accordance with Article 8 of the Regulation (EU) 2020/852 (Taxonomy). Crucial indices for results were prepared in accordance with the requirements presented in successive delegated regulations to the Delegated Regulation (EU) 2020/852, in accordance with our best knowledge and acting with due diligence.

The evaluation of business activity compliance to the taxonomy, for individual crucial indices for results, was conducted on a basis of technical criteria specified in EU delegated acts to Regulation (EU) No. 2020/852.

Methodology

The analyses were carried out at the following stages, described below:

1. Identification – a review of own activities to identify activities eligible from the point of view of the Taxonomy.
2. Verification – compliance with the Technical Eligibility Criteria and with the Minimum Safeguards was verified.
3. Allocation – each of the activities identified in the first stage was assigned appropriate values of turnover, operating expenditure and capital expenditure.
4. Calculation – appropriate calculations were performed and presented in a tabular form.

Verification of compliance with Regulation (EU) No. 2020/852

Mandatory disclosures concerning the Taxonomy apply to companies that meet the criteria set out in Articles 19a or 29a of Directive 2013/34/EU. The ONDE Group is subject to the obligations arising from the above-mentioned Directive. Therefore, it is subject to the taxonomic disclosure obligation resulting from the above-mentioned EU Regulation 2020/852, as well as delegated acts published in the Official Journal of the European Union. For this reason, with respect to the data for the period from 1 January 2024 to 31 December 2024, the Group is subject to the obligation to disclose the required ratios.

The calculation of the ratios presented below required an analysis of all types of activities described in the taxonomy in terms of the type of activity conducted by the Group, taking into account the NACE codes. (NACE = Nomenclature of Economic Activities – European statistical classification of economic activity. NACE groups organizations according to their business activities.)

The analysis was carried out for each item of revenue, operating expenses and capital No item has been taken into account more than once, and the data comes directly from the financial systems used by the Group for financial reporting, which together enabled avoiding double counting. The consolidation rules used in the calculation of the key ratios, turnover, capital expenditures (CapEx) and operating expenses (OpEx) are the same as the principles used by the Group for preparation of consolidated financial statements. The consolidation was performed by the business and finance departments responsible for data reporting.

Analysis of activities eligible for Taxonomy

The ONDE Group discloses the percentage of Taxonomy-eligible economic activities and non-Taxonomy-eligible economic activities, investment expenditures (CapEx), and operational expenditures (OpEx) as well as additional qualitative information for the period from 1 January 2024 to 31 December 2024.

After analysing all activities described in the Taxonomy, it was established that in the case of the Group, turnover, capital expenditures (CapEx) and operating expenses (OpEx) come from the types of activities indicated in the further parts of this study.

8.1.1 Verification of compliance with Minimum Safeguards

The Company took into account recommendations provided in the *Final Report on Minimum Safeguards* on the Platform On Sustainable Finance in its review of compliance with the Minimum Safeguards.

“The minimum safeguards referred to in point (c) of Article 3 shall be procedures implemented by an undertaking that is carrying out an economic activity to ensure the alignment with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights, including the principles and rights set out in the eight fundamental conventions identified in the Declaration of the International Labour Organisation on Fundamental Principles and Rights at Work and the International Bill of Human Rights.”

Article 18 of Regulation No. 2020/852

In accordance with the above-mentioned recommendations, the non-fulfilment of the Minimum Safeguards is evidenced by the fulfilment of at least one of the following four conditions

1. inadequate or non-existent human rights due diligence processes in the Group, concerning labour rights, corruption, taxation and fair competition;
2. the Group or the top management being held liable or found to violate labour or human rights in certain types of labour or human rights court cases;
3. the Group refused to cooperate with the OECD National Contact Point (hereinafter 'OECD NCP') in relation to a notification received by the OECD NCP;
4. the Business and Human Rights Resource Centre (BHRRC) presents an allegation to the company, to which it does not respond within 3 months.

Methodology of verification of non-compliance with any of the above-mentioned premises by ONDE S.A.:

Premise No. 1

The internal processes and documents of ONDE S.A. were verified and regulations adopted at the level of the Erbud Group, of which Onde remains a part, as well as their compliance with the *UN Guiding Principles on Business and Human Rights* and the *OECD Guidelines for Multinational Enterprises*. Compliance verification was performed using the tool *World Benchmark Alliance Core UNGP indicators* (Corporate Human Rights Benchmark – Core UNGP Indicators | World Benchmarking Alliance).

On the basis of this analysis, it was concluded that the Group has a proper and complete due diligence process in place.

ONDE S.A. published and made available to all interested parties, especially employees and contractors, the following corporate documents (www.onde.pl, Corporate documents):

- *Human and employee rights policy,*
- *Code of Ethics,*
- *Anti-Corruption Policy,*
- *Information security policy,*
- *The code of good practices,*
- *Diversity Management Policy,*
- *Code of Conduct for Suppliers*

– *Rules for anonymous reporting of violations of the law, procedures and ethical standards by employees at ONDE S.A.*

The above-mentioned documents also include mechanisms for counteracting and mechanisms and procedures for responding to reported abuses in a widely understood range of human rights issues.

Premise No. 2

It was verified whether final judgements of conviction and final decisions of administrative bodies in the areas covered by the Minimum Safeguards were passed against the Company and its Management and the Supervisory Boards. The analysis showed that ONDE S.A. meets the condition No. 2 because no final (as well as non-final) judgements of conviction were found.

Premise No. 3

This premise was verified on the basis of the notification database: *Database of specific instances - Organisation for Economic Co-operation and Development* (oecd.org), which showed that there are no notifications for ONDE S.A.

Premise No. 4

The premise was verified on the basis of the notification database of the Business and Human Rights Resource Centre (BHRRC): *Companies - Business & Human Rights Resource Centre* (business-humanrights.org), which showed that there were no notifications for ONDE S.A.

8.1.2 KPI Turnover

8.1.3 Accounting principles

Data on sales revenues included in the denominator of the key performance indicator come from the Consolidated Financial Statement drawn up as of 31 December 2024 in accordance with the International Financial Reporting Standards approved by the European Union and disclosed in the Consolidated Profit and Loss Account and other comprehensive income under Revenue from sales of goods and services (in note 4.2 to the Consolidated financial statement of the ONDE Group for 2024).

In preparing disclosures according to the EU Taxonomy, ONDE applies the same accounting principles as for the Consolidated Financial Statement. There were no changes in the accounting policy in 2024.

8.1.4 Information on the assessment of compliance to Regulation (EU) 2020/852

Individual categories of the Group income were analysed in terms of being taxonomy-eligible. This process included an analysis of taxonomy-eligible activities as defined in the EU regulations. On the basis of the conducted analysis, three taxonomy-eligible activities were identified:

3.4 Circular economy	Maintenance of roads and motorways
4.1.	Electricity generation using the photovoltaic technology
4.3.	Electricity generation from wind power
4.6.	Electricity generation with technologies using ocean energy
6.13.	Infrastructure for the needs of personal mobility, bicycle logistics
6.15.	Infrastructure supporting low-emission road transport and public transport
7.6.	Installation, maintenance and repairs of renewable energy technologies

Individual activities were analysed in relation to the technical criteria specified for individual operations in Regulation (EU) No. 2021/2139 and subsequent. The analysis was conducted by a project team, and requirements of the individual technical criteria were consulted and confirmed with people in the organisation having necessary knowledge, enabling confirmation whether a given technical criterion was met. The said analysis was preceded by the completion of a questionnaire for each project, which included the technical screening criteria for a given activity listed in the delegated acts.

Due to the specific nature of the ONDE Group's operations, the analysis was carried out in relation to individual projects conducted by the Group. As a result of the analysis, the following taxonomy-eligible activities were determined:

4.1.	Electricity generation using the photovoltaic technology
4.3.	Electricity generation from wind power
6.13.	Infrastructure for the needs of personal mobility, bicycle logistics
7.6.	Installation, maintenance and repairs of renewable energy technologies

As a part of the conformity assessment for these activities, the requirements of material contribution and the principles of non-serious harm specified in relevant technical screening criteria, were examined, and in particular:

- In the case of the above-mentioned activities related to renewable energy, the condition for making a material contribution is the very fact of producing electricity from assets associated with it; in relation to activity 6.13 - the criterion is the allocation of the built infrastructure for personal, pedestrian, cycling, or other mobility, what has also been fulfilled by the nature of the projects itself;

- In the context of not doing serious harm to other targets: - in the case of adaptation to climate change, an analysis of physical risks was carried out at the level of the entire Group, to determine which of them are of importance for Onde's activities. Solutions to mitigate the identified risks are assessed at the location-specific level;
- in order to confirm that no serious damage is caused to water resources, appropriate water law act permits or an analysis of the investment impact on water status and water resources are reviewed, in the specific cases;
- As part of the transition to the circular economy, the Group verifies, at an appropriate share, the suitability of the generated waste for recycling or management, or makes appropriate arrangements with an investor in this respect;
- appropriate investments are verified in terms of their location on sites valuable for biodiversity, and when required – provisions of decisions on environmental conditions issued as part of the screening procedure (or environmental impact assessment, if any) are verified.
- Measures to prevent dust and noise emissions are put in place for relevant investments, to reduce pollution.

As a part of eligible activities, projects are realised that have the same characteristics as projects realised as a part of compliant activities.

To avoid double counting, individual amounts of the income were allocated to one activity. Once assigned to a given activity, they were not taken into account in further analyses concerning meeting more than one environmental objective

8.1.5 Contribution to implementation of many objectives

Each of identified activities contribute to only one of environmental objectives.

8.1.6 Disaggregation of crucial result ratios

Not applicable.

8.1.7 Contextual information

The total income disclosed in the numerator of the crucial result ratio comes from agreements with customers. Both in the numerator of the crucial result ratio and as a part of the eligible activities, no amounts concerning activities conducted for own consumption of the Group were identified.

Items associated with:

- photovoltaic electricity generation;
- electricity generation by wind power;
- installation and maintenance of renewable energy systems in buildings;
- construction of infrastructure for personal mobility purposes;
- construction of infrastructure supporting low-emission road transport and public transport, were included in the activities.

8.1.8 KPI Turnover

Financial year 2024	Year			Criteria concerning significant input						Criteria concerning the rule "does not inflict serious damage"						Minimum safeguards	Percentage of investment expenditure consistent with the Taxonomy, 2023	Category (supporting activities)	Category (activities towards transition)
	Code or codes	Turnover	Part of the turnover	Climate change mitigation	Adaptation to climate change	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Climate change mitigation	Adaptation to climate change	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems				
Business activities		as PLN million	%	T; N; N/EL	T; N; N/EL	T; N; N/EL	T; N; N/EL	T; N; N/EL	T; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (compliant with the taxonomy)																			
Electricity generation using the photovoltaic technology	CCM 4.1	197.96	24.62%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	31.34 %		
Electricity generation from wind power	CCM 4.3	413.13	51.39%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	20.68 %		
Infrastructure for the needs of personal mobility, bicycle logistics	CCM 6.13	64.53	8.03%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	0.00%		
Installation, maintenance and repairs of renewable energy technologies	CCM 7.6	2.69	0.33%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	0.14%	E	
Turnover on environmentally sustainable activities (compliant with the taxonomy) (A.1)		678.31	84.38%	84.38%	0%	0%	0%	0%	0%	T	T	T	T	T	T	T	52.16 %		
Including auxiliary activities		2.69	0.33%	0.33%	0.00%	0.00%	0.00%	0.00%	0.00%	T	T			T	T	T		E	
Including activities towards transition		0.00	0.00%																T
A.2 The taxonomy eligible activities that are not environmentally sustainable (activities non-compliant with the taxonomy)																			

Maintenance of roads and motorways	CE 3.4	57.43	7.14%	N/EL	N/EL	N/EL	EL	N/EL	N/EL									2.73%		
Electricity generation using the photovoltaic technology	CCM 4.1	0.00	0.00%	EL	N/EL	N/EL	N/EL	N/EL	N/EL									0.02%		
Electricity generation from wind power	CCM 4.3	0.00	0.00%	EL	N/EL	N/EL	N/EL	N/EL	N/EL									17.65%		
Infrastructure for the needs of personal mobility, bicycle logistics	CCM 6.13	4.25	0.53%	EL	N/EL	N/EL	N/EL	N/EL	N/EL									1.28%		
Infrastructure supporting low-emission road transport and public transport	CCM 6.15	1.95	0.24%	EL	N/EL	N/EL	N/EL	N/EL	N/EL									7.09%		
Income on taxonomy-eligible activities which are not environmentally sustainable (not compliant with the taxonomy) (A.2)		63.64	7.91%	0.77%	0%	0%	7.14%	0%	0%									28.77%		
Total (A.1 + A.2)		741.94	92.29%	92.29%	0%	0	7.14%	0%	0%									80.92%		
B. NON-TAXONOMY-ELIGIBLE ACTIVITIES																				
Turnover on non-taxonomy eligible activities (B)		61.98	7.71%																	
Total (A + B)		803.92	100%																	

	Part of the turnover/Total turnover	
	Compliance with taxonomy, broken by objectives	Taxonomy eligibility, broken by objectives
CCM	84.76%	0.77%
CCA	0.00%	0.00%
WTR	0.00%	0.00%
CE	0.00%	7.18%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

Activities associated with nuclear energy and natural gas

Row	Activities associated with nuclear energy	
1	The enterprise conducts research, development, demonstration, and spacing of innovative systems for electricity generation, generating energy as a part of nuclear processes with minimum quantities of waste from the fuel cycle, finances such activities, or is exposed to it.	<u>NO</u>
2	The enterprise conducts construction and safe operation of new nuclear facilities to generate electricity or technological heat, including for the needs of a heating system or industrial processes, such as hydrogen production, as well as their modernisation in terms of safety, using the best available technologies, finances such activities or is exposed to them.	<u>NO</u>
3	The enterprise conducts safe operation of existing nuclear facilities generating electricity or technological heat, including for the needs of a heating system or industrial processes, such as hydrogen production from nuclear energy, as well as their modernisation in terms of safety, finances such activities or is exposed to them.	<u>NO</u>
Activities associated with natural gases		
1	The enterprise conducts construction or operation of systems for generating electricity using gaseous fossil fuels, finances such activities, or is exposed to them.	<u>NO</u>
2	The enterprise conducts construction, modernisation and operation of systems for co-generating heat/cold and electricity using gaseous fossil fuels, finances such activities, or is exposed to them.	<u>NO</u>
3	The enterprise conducts construction, modernisation and operation of systems for generating heat, generating heat/cold using gaseous fossil fuels, finances such activities, or is exposed to them.	<u>NO</u>

8.1.9 KPI Capex

8.1.10 Accounting principles

Data on capital expenditures included in the denominator of the key performance indicator are derived from the Group's Consolidated Financial Statement drawn up as of 31 December 2024 in accordance with International Financial Reporting Standards approved by the European Union and disclosed in Note 6.1. Tangible fixed assets in the item Purchases. The costs allocated to the KPI Capex denominator are settled on a basis of:

- IAS 16 Property, Plant and Equipment, sections 73.e.(i) and 73.e.(iii);
- IAS 38 Intangible Assets, section 118.e.(i);
- IAS 40 Investment Property, sections 76.a and 76.b (for the fair value model);
- IAS 40 Investment Property, sections 79.d.(i) and 79.d.(ii) (for the model based on the purchase price or the cost of manufacturing);
- IAS 41 Agriculture, sections 50.b and 50.e;
- IFRS 16 – Leases, section 53.h.

4.75% of the metric represents increases in fixed assets for the installation and maintenance of renewable energy technology systems (photovoltaics), and 95.25% concerns infrastructure related to the ONDE fleet used for own needs. (etc.)

8.1.11 Information on the assessment of compliance to Regulation (EU) 2020/852

Individual categories of the Group capital expenditures were analysed in accordance with provisions of relevant Regulations and annexes to them, to establish whether they meet one of the following conditions:

On the basis of the conducted analysis, one taxonomy eligible activity was identified:

Installation, maintenance and repairs of renewable energy technologies	CCM 7.6
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All above groups of capital expenditures meet condition (a) specified in section 1.1.2.2. of Annex I to the Regulation No. 2021/2078;

Activities considered as taxonomy-eligible but not compliant with it:

Transport by motor bikes, cars and light utility vehicles	CCM 6.5
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In the case of the 6.5 CCM activity related to passenger cars used for the Group's own needs, a material contribution was not met due to the failure to meet the required low-emission thresholds.

The ONDE Group does not report compliance on the basis of a capital expenditure plan provided for in section 1.1.2.2 of Annex I to Regulation (EU) 2021/2178.

8.1.12 Contribution to implementation of many objectives

Not applicable. No capital expenditures related to activities contributing to achievement of more than one environmental objective were identified.

8.1.13 Disaggregation of crucial result ratios

The crucial result ratio was not disaggregated.

8.1.14 Contextual information

The capital expenditures disclosed in the numerator of the crucial result ratio are associated with business activities conducted by the ONDE Group:

- construction of renewable energy systems (photovoltaics; wind energy), not intended for sale used for the Group's internal needs

8.1.15 KPI Capex

Financial year 2024	Year			Criteria concerning significant input						Criteria concerning the rule “does not inflict serious damage”									
Business activities	Code or codes	Capital expenditures (absolute value)	Certain capital expenditures	Climate change mitigation	Adaptation to climate change	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Climate change mitigation	Adaptation to climate change	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Minimum safeguards	Percentage of investment expenditure consistent with the Taxonomy, 2023	Category (supporting activities)	Category (activities towards transition)
		as PLN million	%	T; N; N/EL	T; N; N/EL	T; N; N/EL	T; N; N/EL	T; N; N/EL	T; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (compliant with the taxonomy)																			
Installation, maintenance and repairs of renewable energy technologies	CCM 7.6	0.02	0.00%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	3.72%	E	
Capital expenditures on environmentally sustainable activities (taxonomy eligible) (A.1)		0.02	0.00%	0.0%	0.00%	0.00%	0.00%	0.00%	0.00%	T	T	T	T	T	T	T	3.72%		
Including auxiliary activities		0.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	T	T	T	T	T	T	T	0.00%	E	
Including activities towards transition		0.00	0.00%							T	T	T	T	T	T	T			T
A.2 The taxonomy eligible activities that are not environmentally sustainable (activities non-compliant with the taxonomy)																			
Maintenance of roads and motorways	CE 3.4	0.00	0.00%	N/EL	N/EL	N/EL	EL	N/EL	N/EL								0.58%		
Electricity generation using the photovoltaic technology	CCM 4.1	61.04	62.88%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								4.15%		
Infrastructure for the needs of personal mobility, bicycle logistics	CCM 6.13	0.00	0.00%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								1.57%		
Infrastructure supporting low-emission road	CCM 6.15	0.00	0.00%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								1.50%		

transport and public transport																		
Transport by motor bikes, cars and light utility vehicles	CCM 6.5	0.44	0.00%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0%	
Capital expenditures on taxonomy-eligible activities which are not environmentally sustainable (not compliant with the taxonomy) (A.2)		61.04	62.89%	62.89%	0%	0%	0%	0%	0%								7.80%	
Total (A.1 + A.2)		61.04	62.89%	62.89%	0%	0%	0%	0%	0%								11.52%	
B. NON-TAXONOMY-ELIGIBLE ACTIVITIES																		
Capital expenditures (capex) on non-taxonomy eligible activities (B)		36.03	37.11%															
Total (A + B)		97.07	100%															

Taxonomy eligible activities (denominator)

	Partial capex/Total capex	
	Compliance with taxonomy, broken by objectives	Taxonomy eligibility, broken by objectives
CCM	0,008%	62.89%
CCA	0.00%	0.00%
WTR	0.00%	0.00%
CE	0.00%	0.00%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

8.1.16 KPI Opex

8.1.17 Accounting principles

Data on operating expenditures included in the denominator of the key performance indicator are a component of the Group's Consolidated Financial Statement drawn up as of 31 December 2024, drawn up in accordance with the International Financial Reporting Standards approved by the European Union, and disclosed in the Consolidated Profit and Loss Account and other comprehensive income under Cost of goods sold, Sales costs and General management costs.

The basis for calculating KPI Opex in accordance with provisions of Annex I to Regulation 2021/2178 were expenditures associated with:

- research and development activities;
- building refurbishment activities;
- short-term lease;
- maintenance and repairs, and
- all other direct expenditures related to regular servicing of components of tangible fixed assets by an enterprise or a third party, to which actions necessary to ensure continuous and effective functioning of these assets were outsourced,

which could be wholly allocated to the Opex denominator.

8.1.18 Information on the assessment of compliance to Regulation (EU) 2020/852

Individual categories of the ONDE Group operating expenditures, disclosed in the denominator of the crucial result ratio, were analysed in accordance with relevant provisions, to determine whether they meet one of the following conditions:

- a. concern assets or processes associated with taxonomy-compliant economic activities, including training and other needs associated with adjusting human resources, and direct non-capitalised costs that represent research and development
- b. are a part of a plan aiming at expanding taxonomy-eligible business activities or enable business activities eligible for taxonomy to adapt to the taxonomy ("a capital expenditure plan") in accordance with the conditions specified in paragraph two of this section 1.1.2.2;
- c. concern purchases of products from taxonomy eligible business activities and individual measures to enable the target activity to become low-carbon or to reduce greenhouse gas emissions, in particular the activities listed in sections 7.3 to 7.6 of Annex I to the Climate Delegated Act, as well as other economic activities listed in delegated acts adopted in accordance with Article 10.3, Article 11.3, Article 12.2, Article 13.2, Article 14.2, or Article 15.2 of Regulation (EU) 2020/852, and provided that those measures are implemented and put into use within 18 months.

The OpEx KPI consists in 100% of the expenditures to maintain assets in an operating condition.

On the basis of the conducted analysis, operating expenditures were identified, related to three types of taxonomy eligible activities, which were considered compliant in accordance with condition (a) provided above.

4.1	Electricity generation using the photovoltaic technology
4.3	Electricity generation from wind power
6.13	Infrastructure for the needs of personal mobility, bicycle logistics
7.6.	Installation, maintenance and repairs of renewable energy technologies

Only operating expenses associated with projects conducted as a part of a given activity, meeting the criteria for compliance with the taxonomy, were considered compliant.

On the basis of the conducted analysis, operating expenditures associated with the following taxonomy eligible activities were also identified:

3.4 Circular economy	Maintenance of roads and motorways
6.13	Infrastructure for the needs of personal mobility, bicycle logistics
6.15	Infrastructure supporting low-emission road transport and public transport

To avoid double counting, individual cost items were allocated to one project. When it was not possible to clearly allocate a cost to a project, it was considered as non-eligible.

As a part of the analyses, no costs concerning purchases of products and individual measures enabling the target activities to become low-emission ones, or enabling them to reduce greenhouse gases emissions purchased from taxonomy-eligible activities were identified.

Other costs allocated to the denominator of the crucial result ratio, not related to activities that are compliant with or eligible for the taxonomy, were considered as costs not eligible for the taxonomy.

8.1.19 Contribution to implementation of many objectives

Not applicable. None of the eligible individual activities makes a material contribution to more than one objective, although individual activities may enable achievement of more than one objective.

8.1.20 Disaggregation of crucial result ratios

Not applicable.

8.1.21 Contextual information

Operating expenditures disclosed in the numerator of the crucial result ratio and considered as taxonomy-eligible, are wholly associated with activities that are compliant with or eligible for the taxonomy, conducted by the ONDE Group. Both in the numerator of the crucial result ratio and as a part of the eligible activities, no amounts concerning activities conducted for own consumption of the Group were identified.

The following activities were considered as eligible:

- Costs of construction projects (construction costs) and refurbishment in various segments, assigned to defined activities: wind farms, photovoltaics, roads (including ring roads), and bicycle routes;
- Costs of maintenance and servicing of photovoltaic farms;

The Onde Group noted significant changes in the Capex KPI compared to the previous year, due to a new investment related to the production of electricity using photovoltaic technology.

8.1.22 KPI Opex

Financial year 2024	Year			Criteria concerning significant input						Criteria concerning the rule “does not inflict serious damage”									
		Operational expenditure (absolute value)	Certain operational expenditure	Climate change mitigation	Adaptation to climate change	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Climate change mitigation	Adaptation to climate change	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Minimum safeguards	Percentage of investment expenditure consistent with the Taxonomy, 2023	Category (supporting activities)	Category (activities towards transition)
Business activities	Code or codes	as million	PLN %	T; N/EL	T; N/EL	T; N/EL	T; N/EL	T; N/EL	T; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (compliant with the taxonomy)																			
Electricity generation using the photovoltaic technology	CCM 4.1	6.71	35.34%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	22.80%		
Electricity generation from wind power	CCM 4.3	5.89	31.01%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	12.45%		
Infrastructure for the needs of personal mobility, bicycle logistics	CMM 6.13	1.70	8.94%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	0.00%		
Installation, maintenance and repairs of renewable energy technologies	CCM 7.6	0.03	0.15%	T	N/EL	N/EL	N/EL	N/EL	N/EL	T	T	T	T	T	T	T	0.00%	E	
Operational expenditures on environmentally sustainable activities (taxonomy eligible) (A.1)		14.32	75.44%	100%	0%	0%	0%	0%	0%	T	T	T	T	T	T	T	35.25%		
Including auxiliary activities		0.03	0.15%	100%	0%	0%	0%	0%	0%	T	T	T	T	T	T	T	0.00%	E	

Including activities towards transition		0.00	0.00%							T	T	T	T	T	T	T	0.00%		T
A.2 The taxonomy eligible activities that are not environmentally sustainable (activities non-compliant with the taxonomy)																			
Maintenance of roads and motorways	CE 3.4	2.64	13.90%	N/EL	N/EL	N/EL	EL	N/EL	N/EL								2.96%		
Infrastructure for the needs of personal mobility, bicycle logistics	CCM 6.13	0.45	2.36%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								5.23%		
Infrastructure supporting low-emission road transport and public transport	CCM 6.15	0.10	0.53%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								37.52%		
Operational expenditures on taxonomy-eligible activities which are not environmentally sustainable (not compliant with the taxonomy) (A.2)		3.19	16.78%	17.18%	0.00%	0.00%	82.82%	0.00%	0.00%								52.95%		
Total (A.1 + A.2)		17.51	92.22%																
B. NON-TAXONOMY-ELIGIBLE ACTIVITIES																			
Operational expenditures on non-taxonomy eligible activities (B)		1.48	7.78%																
Total (A + B)		18.99	100.00%																

	Part of opex/Total opex	
	Compliance with taxonomy, broken by objectives	Taxonomy eligibility, broken by objectives
CCM	75.44%	2.88%
CCA	0.00%	0.00%
WTR	0.00%	0.00%
CE	0.00%	13.90%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

Activities associated with nuclear energy and natural gas

Row	Activities associated with nuclear energy	
1	The enterprise conducts research, development, demonstration, and spacing of innovative systems for electricity generation, generating energy as a part of nuclear processes with minimum quantities of waste from the fuel cycle, finances such activities, or is exposed to it.	<u>NO</u>
2	The enterprise conducts construction and safe operation of new nuclear facilities to generate electricity or technological heat, including for the needs of a heating system or industrial processes, such as hydrogen production, as well as their modernisation in terms of safety, using the best available technologies, finances such activities or is exposed to them.	<u>NO</u>
3	The enterprise conducts safe operation of existing nuclear facilities generating electricity or technological heat, including for the needs of a heating system or industrial processes, such as hydrogen production from nuclear energy, as well as their modernisation in terms of safety, finances such activities or is exposed to them.	<u>NO</u>
Activities associated with natural gases		
1	The enterprise conducts construction or operation of systems for generating electricity using gaseous fossil fuels, finances such activities, or is exposed to them.	<u>NO</u>
2	The enterprise conducts construction, modernisation and operation of systems for co-generating heat/cold and electricity using gaseous fossil fuels, finances such activities, or is exposed to them.	<u>NO</u>
3	The enterprise conducts construction, modernisation and operation of systems for generating heat, generating heat/cold using gaseous fossil fuels, finances such activities, or is exposed to them.	<u>NO</u>

8.2 ESRS E1 - CLIMATE CHANGE

8.2.1 E1-1 – Transition plan for climate change mitigation

[(ESRS E1-1) 16(a)]

How the entity's objectives take into account limiting global warming to 1.5 °C under the Paris Agreement
NA

[(ESRS E1-1) 16(b)]

Identified decarbonisation levers and planned key actions

[(E1) 14] Currently, the ONDE Group does not yet have a transition plan in place and is committed to develop it by the end of 2026. Already at this stage, on the basis of the ESG strategy and the carbon footprint analysis, it is analysing the transition and decarbonisation potential in all greenhouse gas emission scopes and relevant areas.

As part of this process, preliminary emission reduction directions are identified and prepared, which will be developed and verified as part of the transition plan. Their initial nature is due to the fact that they are at the stage of evaluation and clarification of priorities, and their final determination requires further quantification of impact and verification in line with the materiality analysis results and assumptions for the transition plan. At this stage, the priority is to target actions, including identification of possible reduction pathways and conditions for implementing more comprehensive solutions, such as investments in low-carbon technologies. The final shape and scope of the actions will be determined after the evaluation, and taking into account conclusions from monitoring of effectiveness of the initiatives undertaken.

The ONDE Group identifies the initial decarbonisation levers that enable greenhouse gas emissions to be reduced in all Scopes:

Reduction in energy-related direct and indirect emission levels (Scope 1 and 2)

- An increase in the share of renewable energy sources in the energy mix - we analyse the possibilities of developing our own RES systems and purchasing energy from certified sources,
- Improvement in energy management – we assess potential activities in the field of monitoring energy consumption, improvement of energy efficiency within an investment and on own facilities (we draw up an energy efficiency improvement plan),
- Modernisation of the vehicle fleet and construction machinery – we are considering the gradual introduction of low-emission and electric solutions and alternative sources of power.

Reduction of other indirect emissions (Scope 3 in material categories):

- Sustainable purchasing and supplier selection - we are exploring ways to increase the share of materials and raw materials with lower carbon footprint and recycled materials in the total volume of materials and raw materials used. At the same time, we aim to favour suppliers offering products and services with a lower climate impact, taking into account environmental criteria in purchasing processes, to the extent resulting from available market options
- Improvement of cooperation with suppliers and subcontractors – includes implementation of solutions conducive to emission reduction, including preparation for the priority selection of equipment suppliers and subcontractors using construction machinery powered by low-emission fuels,
- Reduction and management of construction waste, including analysis of possible solutions for minimising waste and increasing the level of its recovery and re-use.

These directions will be progressively implemented in specific actions, with the final scope of their implementation being determined on the basis of the results of the verification carried out as part of the transition plan.

[(ESRS E1-1) 16 (c)]

Entity's investments and financing supporting implementation of the transition plan

NA

[(ESRS E1-1) 16(d)]

Qualitative assessment of potential frozen greenhouse gas emissions from key assets and products

NA

[(ESRS E1-1) 16(e)]

Explanation of any objectives or plans (capital expenditure, planned capital expenditure, operating expenditure) that the entity adopted to adjust its business activities (revenue, capital expenditure, operating expenditure)

NA

[(ESRS E1-1) 16 (f)]

Disclosure of material amounts of capital expenditures incurred during the reporting period for coal, oil and gas-related economic activities

NA

[(ESRS E1-1) 16(g)]

Is the entity excluded from Paris Agreement-aligned EU benchmarks?

[(ESRS E1-1) 16(h)]

How the transition plan is integrated into and aligned with the entity's overall business strategy and financial planning

[(ESRS E1-1) 16(j)]

Explanation of progress in implementing the transition plan

[(ESRS E1-1) 16(i)]

Was the transition plan approved by the administrative, management and supervisory bodies of the entity?

NA

[(ESRS E1-1) 17]

If the entity does not have a transition plan, it indicates whether it will adopt the transition plan and, if so, when.

The Onde Group plans to develop and adopt the transition plan by the end of 2026.

8.2.2 E1-2 – Policies related to climate change mitigation and adaptation

[(ESRS E1-2) 24]

MDR-P §65

Information on policies adopted by the entity to manage its material impacts, risks and opportunities related to climate change mitigation and adaptation in accordance with ESRS 2 MDR-P Policies adopted to manage material sustainability matters.

The ONDE Group Climate Policy 2023-2050 is a framework document that sets out the Group's approach to climate change mitigation and adaptation. It sets the course for action on reducing greenhouse gas emissions, increasing energy efficiency, using renewable energy sources and managing climate risks across the value chain. The policy takes into account material impacts, risks and opportunities arising from climate change, as well as growing regulatory, market and stakeholder expectations. It defines the processes of adapting the Group's activities to dynamic environmental conditions and provides for the implementation of long-term climate goals.

Monitoring of policy implementation is carried out at the management level, through systematic reporting of ESG indicators and assessment of progress in the implementation of climate actions. These data form part of internal analyses and public non-financial reporting.

The climate policy of the ONDE Group covers all Group's activities, including its own operations and activities carried out in the value chain – both on the part of suppliers and of recipients of services. The policy scope also applies to projects implemented in different geographical locations, without introducing exemptions for areas of activity.

The policy does not provide for exemptions in terms of stakeholder groups – ONDE identifies and takes into account the impact on local communities, customers, investors, and industry partners.

[(ESRS E1-2) 25(a)]

Do and how its policies address climate change mitigation?

The ONDE Group's climate policy includes measures to mitigate climate change by gradually reducing greenhouse gas emissions in its own operations and throughout the value chain. The achievement of the greenhouse gas emission reduction targets by the ONDE to a large extent depends on the development of projects supporting the energy sector decarbonisation. This includes the construction of photovoltaic and wind farms and the integration of renewable energy sources in their investments. Additionally, pro-efficiency solutions, such as optimisation of energy consumption and modernisation of technologies used in investments, will be implemented.

[(ESRS E1-2) 25(b)]

Do and how its policies address adaptation to climate change?

The policy considers adaptation to climate change, by managing the physical risks associated with extreme weather events (e.g. heat waves, heavy rainfall, storms). The Group intends to implement solutions that increase the resilience of infrastructure and products offered to customers to the effects of climate change.

In addition, the ONDE Group undertakes not to start projects in locations exposed to high physical risks – both acute (sudden) and chronic (long-term), and this is taken into account in the investment planning processes.

[(ESRS E1-2) 25 (c)]

Do and how its policies address energy efficiency?

In accordance with the provisions of the Climate Policy, the Onde Group aims to reduce energy consumption in construction processes.

[(ESRS E1-2) 25(d)]

Do and how its policies address the use of energy from renewable sources?

ONDE envisages a systematic increase in the share of renewable energy sources, both in its own activities and in executed investments. The development of photovoltaic and wind farms is one of the key elements of the climate strategy.

The Group actively supports the integration of RES solutions in construction projects, to reduce the carbon footprint and dependence on conventional sources. These activities are part of the energy transition and contribute to increasing the availability of green energy on the market.

[(ESRS E1-2) 25(e)]

Do and how its policies address other areas?

The climate policy also includes the development of employee competences, strengthening reporting structures and participation in research and development (R&D) initiatives in the field of environmental innovation. ONDE supports access to expertise and develops incentives for employees involved in climate-related initiatives.

Internal regulatory compliance activities are also supported, including the development of tools to monitor environmental indicators and adaptation to ESG reporting requirements.

The Company Management Board, and the President of the Management Board in particular, are responsible for implementation and overseeing the implementation of the ONDE Group's Climate Policy, with the support of designated operational and expert teams. These tasks also include monitoring the policy compliance to regulatory requirements and analysing the effectiveness of the actions implemented.

The ONDE climate policy takes into account the objectives of the European Green Deal and the climate objectives resulting from EU regulations, including Regulation (EU) 2020/852 (EU Taxonomy), for the compliance of activities with environmental criteria. The Group also monitors ESG reporting guidelines and standards, including the Task Force on Climate-related Financial Disclosures (TCFD) recommendations, although formal commitments are under development.

When formulating climate policy, the ONDE Group takes into account the expectations and interests of key stakeholders – including customers, investors, regulators and local communities. Regular internal and external consultations are conducted, the results of which have an impact on the updating of the environmental strategy.

The ONDE Group climate policy is publicly available on the Company's website and constitutes an element of communication with stakeholders. Its assumptions are also presented in ESG reports, and business partners and

suppliers receive policy guidelines in the framework of project cooperation and procurement. The purpose of the document is to increase transparency of operations, and to involve partners in the implementation of common climate objectives.

8.2.3 E1-3 – Actions and resources in relation to climate change policies

[(ESRS E1-3) 29(a)]

Climate change mitigation actions undertaken during the reporting year and planned for the future based on decarbonisation leverage

In 2024, the ONDE Group increased the share of RES projects in its orders portfolio, thus contributing to the introduction of new green energy production capacities into the energy mix. Investments in renewable energy sources and the implementation of pro-efficiency initiatives in construction operations were continued. In the area of reduction of direct and indirect energy emissions (Scope 1 and 2), actions were taken to increase the share of renewable energy sources, including the purchase of energy from certified sources (guarantees of origin). Solutions such as photovoltaic panels on construction containers, continued to be introduced. An electricity storage system was purchased, to eliminate the use of generators in the event of power outage.

At the same time, energy management tools were implemented, including electronic systems for energy consumption reading and regular energy efficiency monitoring, in accordance with ISO 50001.

Planned actions include further investments in emission-reducing technologies, development of renewable energy sources for the purposes of ongoing projects and implementation of supplier emissions assessment, including environmental audits. The ONDE Group also intends to expand the use of energy management tools, increase the scope for monitoring energy consumption and implement further initiatives in the area of the circular economy. In the longer term, the gradual introduction of alternate propulsion sources into the fleet of vehicles and construction machinery is also considered, in line with available technological and market opportunities. All activities are carried out in accordance with the ONDE Group Climate Policy and the ESG strategy, which sets the directions for emission reduction and adaptation to climate change.

[(ESRS E1-3) 29(b)]

Results of climate change mitigation actions – achieved and expected reduction in greenhouse gas emissions

As the adopted baseline year is 2024, it will be the starting point for benchmarking and the development of a transition plan.

ESRS 2 MDR-A

[(ESRS 2) 68(a)]

A list of the key actions taken during the reporting year and planned for the future, their expected results and, where appropriate, how their implementation contributes to the achievement of the policy objectives and targets

In 2024, the ONDE Group implemented a number of actions aimed at decarbonisation and reduction of greenhouse gas emissions, in accordance with the ONDE Group Climate Policy for 2023-2050 and the principles of sustainable development. Initiatives were focused on reducing direct and indirect energy emissions (Scope 1 and 2), reducing other indirect emissions (Scope 3), and implementing digital tools and standards for monitoring energy efficiency.

In terms of reduction in direct and indirect energy emissions (Scope 1 and 2), the key objective was to increase the share of renewable energy sources in the energy mix and to improve energy efficiency. For this purpose, guarantees of electricity origin were purchased. Additionally, as part of the continuation of the pilot solutions, photovoltaic panels were installed on construction containers, which partially covered the energy demand of construction sites. An electricity storage system was purchased, to eliminate the use of generators in the event of power outage. Electronic systems for energy consumption reading were also implemented, for ongoing monitoring of energy efficiency and implementation of optimisation measures. An energy efficiency improvement plan is currently being developed.

In terms of reducing remaining indirect emissions (Scope 3), key actions included preparations for sustainable purchasing and a supplier selection procedure.

A system of virtual warehouses was also introduced, enabling precise monitoring of quantities of purchased materials and a reduction in excessive deliveries.

The ONDE Group plans to continue its decarbonisation efforts in the coming years, in particular by:

- further investments in emission-reducing technologies, including the development of renewable energy sources for executed projects,
- a regular analysis of effectiveness of actions taken to reduce the carbon footprint, using digitisation and monitoring tools,
- introduction of supplier emissions assessments, including environmental audits at key partners,
- extending the use of energy management tools, including the further deployment of electronic energy consumption monitoring systems and the development of internal energy efficiency improvement strategies;
- integration of circular economy principles in subsequent construction projects, with an emphasis on the maximum use of recycled materials,
- a gradual introduction into the fleet of vehicles and construction machinery with alternate propulsion sources, in line with available technological and market opportunities.

These actions are expected to contribute to reduction in greenhouse gas emissions and improvement in energy efficiency in the medium to long term. Their actual impact will be assessed and reviewed as part of a transition plan to be adopted by the end of 2026.

[(ESRS 2) 68(b)]

Scope of key actions (i.e. taking into account activities, upstream or downstream value chain, geographical areas and, where applicable, affected stakeholder groups)

The key activities of the ONDE Group, covering the entire value chain, are focused on reducing emissions from the supply of materials and raw materials (e.g. we are analysing the possibility of selecting low-carbon concrete, steel and other key components) and optimising transport to reduce carbon footprint.

The adopted ESG Strategy assumes priority selection of low-carbon building materials, improvement of the logistics efficiency, and implementation of circular economy principles by increasing the use of recycled materials and minimising waste.

Additionally, we analyse the impact of individual stages of the construction process on the total carbon footprint.

[(ESRS 2) 68(c)]

The time perspective in which the entity intends to implement each key activity

In previous periods, targets were set for different time horizons. Due to the alignment with sustainability reporting requirements, both targets and time schedules for their implementation will be reviewed and updated in the coming years, in line with the transition plan.

By the end of 2029, it is planned to gradually reduce emissions in the operational area and the supply chain.

The reduction plan will be defined as part of the transition plan by the end of 2026.

[(ESRS 2) 68(d)]

Key actions (with results) taken to provide corrective measures for persons affected by actual material impacts, as well as to cooperate on or to support such measures

The ONDE Group has not identified significant negative impacts requiring corrective actions, but takes into account preventive initiatives to reduce the potential impact of construction processes on the environment and local communities.

[(ESRS 2) 68(e)]

Quantitative and qualitative information on the progress of the actions or action plans disclosed in previous periods

As the adopted baseline year is 2024, it will be the starting point for benchmarking and the development of a transition plan.

[(ESRS 2) 69(a)]

The type of current and future financial and other resources allocated to the action plan, including, where appropriate, the relevant terms of sustainable financing instruments such as green bonds, social bonds and green loans, environmental or social objectives, and the possible dependence of the capacity to implement the action

or action plan on specific preconditions, for example, granting financial support or changes in a public policy and in the market

[(ESRS 2) 69(b)]

The amount of current financial resources and how they relate to the most material amounts presented in the financial statements

[(ESRS 2) 69(c)]

The amount of financial resources the entity will have in the future

[(ESRS E1-3) 29 (c) i. ii. iii]

Referring significant amounts of monetary capital expenditures and operating expenditures required to implement the actions undertaken or planned

- to the relevant items of the financial statements or notes to the financial statements
- to the key performance indicators required by Commission Delegated Regulation (EU) 2021/2178
- where applicable, to the investment plan required by Commission Delegated Regulation (EU) 2021/2178

Due to the preliminary nature of the planned activities, which will be further verified as a part of the transition plan, the Group does not disclose at this stage any significant amounts of capital expenditures and operating expenses required for the implementation of the undertaken or planned activities.

8.2.4 E1-4 – Targets related to climate change mitigation and adaptation

[(ESRS E1-4) 33]

Whether and how the entity has set greenhouse gas emission reduction targets or any other targets to manage significant climate-related impacts, risks and opportunities, for example, the use of renewable energy, energy efficiency, adaptation to climate change, and the reduction in physical or transition risks.

The ONDE Group set greenhouse gas emission reduction targets to manage significant climate impacts, risks and opportunities. The adopted ESG Strategy assumes for the increase in the use of renewable energy, improving energy efficiency and implementing climate change adaptation measures.

The targets include reducing emissions both in operations and throughout the supply chain, while reducing physical and transition risks. In this context, the integration of climate aspects into the order strategy and the project portfolio modelling is a key element of Onde Group risk management policy. These objectives will be reviewed as part of the transition plan.

[(ESRS E1-4) 34(a)]

Greenhouse gas emission reduction targets in absolute value (in tonnes of carbon dioxide equivalent or as a percentage of emissions in the baseline year) and, where applicable, by intensity value;

The ONDE Group is committed to reducing greenhouse gas emissions in Scopes 1 and 2:

- By 2030 (end of 2029): a reduction in direct emissions (Scope 1) by 30% (in relation to the revenue) versus 2020,
- By 2030 (end of 2029): a reduction in indirect emissions (Scope 2) by 40% (in relation to the revenue) versus 2020.

These targets will be reviewed as part of the transition plan (including a change in the reference to the baseline year 2024).

The reduction target for Scope 3 will be defined as part of the development of the transition plan.

As in this Report the adopted baseline year is 2024, it will be the starting point for benchmarking and the development of a transition plan.

[(ESRS E1-4) 34 (c)]

Current baseline year and baseline value

The baseline year for emission reductions in Scopes 1, 2 and 3 is 2024.

The previous baseline year was 2020, but due to the planned development and adoption of the transition plan, the time horizon has been adjusted to the most current data.

[(ESRS E1-4) 34(d)]

The greenhouse gas emission reduction targets include at least the 2030 targets

As above.

[(ESRS E1-4) 34(e)]

Are the greenhouse gas emission reduction targets science based and consistent with the global warming cap of 1.5 °C. The entity states which frameworks and methods were used to establish those targets, including whether they are set using a sectoral decarbonisation scenario, what are the climate and strategic scenarios underlying them, and whether the objectives have been reviewed externally

The emission reduction targets were developed according to the best available methodologies and will be consistent with the objective of limiting global warming to 1.5°C.

In the process of their determination, an analysis of decarbonisation pathways for the construction sector was used.

[(ESRS E1-4) 34(f)]

Foreseen decarbonisation levers and their overall quantitative contribution to achieving greenhouse gas emission reduction targets (e.g. energy efficiency or material efficiency and reduction of consumption, switching to other fuels, use of renewable energy, phasing out or substitution of a product and a process)

8.2.5 E1-5 – Energy consumption and mix

Item	ONDE Energy consumption and mix	2024
1	Consumption of fuel from coal and coal products (MWh)	4,335
2	Consumption of fuel from oil and petroleum products (MWh)	13,643
3	Consumption of fuel from natural gas (MWh)	7,353
4	Consumption of fuel from other fossil sources (MWh)	0
5	Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources (MWh)	1,663
6	Total consumption of fossil energy (MWh) (calculated as the sum of rows 1–5)	26,995
	Share of fossil fuels in total energy consumption (%)	96
7	Consumption of energy from nuclear sources (MWh)	5
	Share of energy from nuclear sources in total energy consumption (%)	0.02

8	Fuel consumption for renewable sources, including biomass (including bio-based industrial and municipal waste, biogas, renewable hydrogen, etc.) (MWh)	0
9	Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources (MWh)	1,092
10	Consumption of internally produced, fuel-free renewable energy (MWh)	26
11	Total consumption of renewable and low-emission energy (MWh) (calculated as the sum of rows 8–10)	1,118
	Share of renewable sources in total energy consumption (%)	4
	Total consumption of energy (MWh) (calculated as the sum of rows 6, 7 and 11)	28,118

[(ESRS E1-5) 37(a)]

Total consumption of energy from fossil sources

In 2024, total energy consumption amounted to 28 118 MWh. The consumption of energy from fossil fuels amounted to 26 995 MWh, representing 96% of the total energy consumption. Share of renewable energy in the total energy consumption (%)

[(ESRS E1-5) 37(b)]

Total consumption of energy from nuclear sources

Total consumption of energy from nuclear sources was determined on the basis of the national energy mix in Poland and in Germany (according to the place of energy consumption). In 2024, the ONDE Group's nuclear energy consumption amounted to 5 MWh.

[(ESRS E1-5) 37(c) i.]

The total consumption of energy from renewable sources disaggregated by fuel consumption for renewable sources, including biomass (including industrial and municipal waste of biological origin), biofuels, biogas, hydrogen from renewable sources

In 2024, the ONDE Group did not use renewable energy from direct combustion of fuels such as biomass (including industrial and municipal waste of biological origin), biofuels, biogas, or hydrogen from renewable sources.

[(ESRS E1-5) 37(c) ii.]

Total renewable energy consumption disaggregated by the consumption of renewable energy produced internally without the use of fuel consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources

In 2024, the ONDE Group produced and used 26 MWh of solar energy from its own photovoltaic systems. Additionally, in the same year, the ONDE Group used 1,092 MWh of purchased solar energy and confirmed by guarantees of electricity origin.

[(ESRS E1-5) 37(c) iii.]

Total renewable energy consumption disaggregated by the consumption of renewable energy internally produced without using fuel

In 2024, the ONDE Group produced and used 26 MWh of solar energy from its own photovoltaic systems, which represented the total renewable energy produced internally without the use of fuel.

The ONDE Group did not produce wind, hydro or other renewable energy for its own needs without the use of fuel.

[(ESRS E1-5) 38(a)]

Consumption of fuel from coal and coal products

In 2024, the ONDE Group used 4,335 MWh of energy from coal and coal products.

[(ESRS E1-5) 38(b)]

Consumption of fuel from oil and petroleum products

In 2024, the ONDE Group used 13,643 MWh of energy from oil and petroleum products.

[(ESRS E1-5) 38 (c)]

Consumption of fuel from natural gas

In 2024, the ONDE Group used 7,353 MWh of energy from natural gas.

[(ESRS E1-5) 38(d)]

Consumption of fuel from other fossil sources

In 2024, the ONDE Group did not use any energy from other fossil fuels not listed in the coal, oil and natural gas categories.

[(ESRS E1-5) 38(e)]

Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources

In 2024, the ONDE Group used 1,663 MWh of purchased or acquired electricity, heat, steam and cooling from fossil sources.

[(ESRS E1-5) 40]

The entity provides information on the energy intensity (total energy consumption for net revenue) associated with activities in sectors with significant climate impacts

Energy consumption per net income	2024
Total energy consumption of activities in sectors with a significant climate impact per net income from activities in sectors with significant climate impact (MWh/ PLN thousand)	0.03
Net revenues on activities in sectors with significant climate impacts used to calculate energy intensity	PLN 804 million
Net income (other)	not applicable
Total net income (financial statements)	PLN 804 million

In 2024, the total energy consumption of the ONDE Group in sectors with a significant impact on climate amounted to 28,118 MWh, with net revenues from this activity at the level of PLN 804 million, which translated into energy intensity of 0.03 MWh/PLN thousand .

In 2024, the ONDE Group did not generate net revenues from activities unrelated to sectors with significant impact on climate.

The total net revenues of the ONDE Group reported in the financial statements for 2024 amounted to PLN 804 million and come entirely from activities carried out in sectors with a significant impact on climate.

[(ESRS E1-5) 42]

The entity identifies sectors with significant climate impact that are used to determine the energy intensity required under item 40

The ONDE Group, as a company operating in the construction sector (NACE F – Construction), identifies its activities as a sector with a significant impact on the climate.

[(ESRS E1-5) 43]

An entity discloses the reconciliation of the amount of net revenue from activities in sectors with significant climate impacts (denominator in the calculation of energy intensity required under item 40) with the relevant item of a financial statement or additional information to a financial statement.

The denominator in the calculation of energy intensity is the amount of net revenues of the ONDE Group from activities in the construction sector (NACE F), consistent with note 4.2 from the Consolidated financial statement of the ONDE Group for 2024

8.2.6 E1-6 – Gross greenhouse gas emissions for Scopes 1, 2 and 3 and total greenhouse gas emissions

The total greenhouse gas emissions broken down by Scope 1 and Scope 2 emissions and material Scope 3 emissions are shown in the table below.

	Information concerning past		Milestones and years covered by the target			
	Baseline year 2024		2025	2030	2050	Annual target as % of the baseline year
Scope 1 greenhouse gases emissions						
Gross Scope 1 greenhouse gas emissions (tonnes of carbon dioxide equivalent)	6,359	Not applicable	The target has not been defined	30% versus 2020 (per revenue) (possible change in the subsequent year due to the planned development of the transition plan)	The target has not been defined	No data available
Percentage of Scope 1 greenhouse gas emissions from regulated emissions trading schemes (%)	The ONDE Group does not take into account greenhouse gas emissions from systems covered by regulated emission trading schemes (ETS), including the EU ETS or non-EU schemes, as it does not own or operate installations subject to those regulations.					
Scope 2 greenhouse gases emissions						

Gross Scope 2 greenhouse gas emissions according to the location-based method (tonnes of carbon dioxide equivalent)	1,450	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	No data available
Gross Scope 2 greenhouse gas emissions according to the market-based method (tonnes of carbon dioxide equivalent)	583	Not applicable	The target has not been defined	40% versus 2020 (per revenue) (possible change in the subsequent year due to the planned development of the transition plan)	The target has not been defined	No data available
Material Scope 3 greenhouse gases emissions						
1. Purchased goods and services	162,963	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
2. Capital goods	1,113	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
3. Fuel and energy related activities (not included in Scope 1 or 2)	9,724	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
4. Upstream transport and distribution	1,365	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
5. Waste generated by the operation	198	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
6. Business trips.	5	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable

7. Employees commuting to work	496	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
8. Upstream leased assets	None	Not applicable	Not applicable	Not applicable	Not applicable	None
9. Downstream transport	75	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
10. Processing of sold products	No option to capture emissions	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
11. Use of sold products	No option to capture emissions	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
12. Processing of sold	21,911	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
13. Downstream leased assets	None	Not applicable	Not applicable	Not applicable	Not applicable	None
14. Franchise	None	Not applicable	Not applicable	Not applicable	Not applicable	None
15. Investments	None	Not applicable	Not applicable	Not applicable	Not applicable	None
Total gross indirect (Scope 3) greenhouse gas emissions (tonnes of carbon dioxide equivalent)	197,851	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable
Total greenhouse gases emissions						
Total greenhouse gas emissions (the location-based method) (tonnes of	205,660	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable

carbon dioxide equivalent)						
Total greenhouse gas emissions (the market-based method) (tonnes of carbon dioxide equivalent)	204,792	Not applicable	The target has not been defined	The target has not been defined	The target has not been defined	Not applicable

The target for Scopes 1 & 2 and for significant categories of Scope 3 will be set by 2026.

Carbon footprint calculations and analyses were based on the GHG Protocol Corporate Standard (2004 version).

Organizational boundaries for carbon footprint calculations were established on the basis of operational control for all locations included in the analysis.

The current report does not include the Scope 1, 2 and 3 greenhouse gas emissions of affiliates, joint ventures, unconsolidated subsidiaries (investment entities) and under the joint arrangements for which the entity does not exercise operational control.

The results of the calculation of the organisation's carbon footprint are expressed as tonnes of carbon dioxide equivalent (CO₂e).

2024 was chosen as the baseline year for carbon footprint calculations in connection with the improvement of methodology used in previous years and the aim of ensuring data consistency and comparability in subsequent reporting periods. Therefore, no comparative data from previous years is presented in this report.

[(ESRS E1-6) 44(a)]

Gross Scope 1 greenhouse gases emissions

Calculations of Scope 1 greenhouse gas emissions (emissions from burning fuels in stationary and mobile sources, as well as from welding processes and the use of refrigerants) were based on quantitative data on fuels and gases consumed and emission factors from the DEFRA database, taking into account the time alignment with the data on ONDE activities.

The calculation of Scope 1 greenhouse gas emissions covers seven gases included in the Kyoto Protocol: carbon dioxide (CO₂), methane (CH₄), nitrous oxide (N₂O), hydrofluorocarbons (HFCs), perfluorocarbons (PFCs), sulphur hexafluoride (SF₆), and nitrogen trifluoride (NF₃).

In 2024, total Scope 1 greenhouse gas emissions amounted to 6,359 TCO₂e, with stationary sources accounting for the largest share. The detailed breakdown of emissions by source is as follows:

- Stationary sources (fuel combustion): 4,098 t CO₂e.
- Mobile sources (fuel combustion): 2,240 t CO₂e.
- Fugitive emission: 19 t CO₂e.
- Process emissions (e.g. welding, use of AdBlue): 2 t CO₂e.

The total Scope 1 emissions consisted of individual greenhouse gases in the following quantities:

- 6 284 tonnes of CO₂,
- 0.4 tonnes of CH₄ (equivalent to 13 tonnes of CO₂e),
- 0.2 tonnes of N₂O (equivalent to 42 tonnes of CO₂e),
- 19 tonnes of CO₂e of HFC gases.

Due to the use of fuels with biofuel added (for petrol and diesel), biogenic emissions that are reported as out-of-Scope emissions are also included in the calculation. The total amount of biogenic emissions related to fuel consumption was 207 tCO₂e in 2024.

In the case of combustion of fuels, we use AdBlue, an aqueous solution of urea, which contributes to carbon dioxide (CO₂) emissions as a result of the catalytic decomposition of urea in the Selective Catalytic Reduction (SCR) system. While AdBlue reduces nitrogen oxides (NO_x) emissions, this process results in the simultaneous release of CO₂ as a product of a chemical reaction, and this was included in the calculations.

GHG emissions from welding processes were estimated on the basis of the amount of shielding and fuel gases used and the use of appropriate emission factors, taking into account their chemical composition and reactions occurring during welding.

The ONDE Group does not take into account greenhouse gas emissions from systems covered by regulated emission trading schemes (ETS), including the EU ETS or non-EU schemes, as it does not own or operate installations subject to those regulations.

[(ESRS E1-6) 44(b)]

Gross Scope 2 greenhouse gases emissions

In accordance with the GHG Protocol guidelines for Scope 2, Scope 2 greenhouse gas emissions resulting from the consumption of purchased electricity and heat, are calculated using two methods:

- the location-based method – using average national emission ratios, to determine the impact of the overall energy mix in a given country.
- the market-based method – taking into account emission ratios of suppliers of purchased energy and market instruments confirming that a certain amount of electricity was produced from renewable sources. This way, the impact of decisions concerning selected energy sources can be reflected accurately.

Both methods are used in parallel and reported in accordance with the requirements of the GHG Protocol, ensuring transparency and reliability of greenhouse gas emissions calculations.

Emission values using the location-based method for 2024 were estimated on the basis of consumption data and emission indices contained in the KOBiZE database (for Poland) and BDEW (for Germany). The missing data was supplemented by averaged estimates.

The calculation of emissions using the market-based method takes into account cancelled guarantees of origin (47% of the total electricity consumption of the ONDE) as a tool confirming the use of renewable energy. In other cases, energy supplier-specific emission factors were used where possible. In situations where emissions data from individual suppliers were not available, a residual mix was adopted according to the Association of issuing bodies (AIB) data.

The indicators used include only carbon dioxide (CO₂) and only this gas has been included in the calculation of Scope 2 emissions.

The Scope 2 emissions percentage covered by contractual instruments such as guarantees of origin amounts to 47%, reflecting the level of use of renewable energy sources in the organisation's energy mix.

The total Scope 2 emissions calculated by the location-based method in 2024 amounted to 1,450 tCO₂e, of which 1,293 tCO₂e represents the emission associated with the purchased electricity and 157 tCO₂e represents the emission related to the purchased heat.

The total Scope 2 emissions calculated by the market-based method in 2024 amounted to 583 tCO₂e, of which 462 tCO₂e represents the emission associated with the purchased electricity and 157 tCO₂e represents the emission related to the purchased heat.

[(ESRS E1-6) 44 (c)]

[(ESRS E1-6) AR39 (b)] Calculation methodology

Gross Scope 3 greenhouse gases emissions

The total gross indirect greenhouse gas emissions (Scope 3) of the ONDE Group amounted to 197,851 tCO₂e in 2024.

The ONDE Group calculates Scope 3 greenhouse gas (GHG) emissions in accordance with the greenhouse Gas Protocol (GHG Protocol) requirements, in particular:

- Corporate Value Chain (Scope 3) Accounting and Reporting Standard – supplement to the GHG Protocol Corporate Accounting and Reporting Standard (2011)
- Technical Guidance for Calculating Scope 3 Emissions (version 1.0, 2013)

The calculation of Scope 3 emissions covers nine categories, including:

1. Purchased goods and services
2. Capital goods
3. Fuel and energy related activities (not included in Scope 1 or 2)
4. Upstream transport and distribution
5. Waste generated by the operation
6. Business trips.
7. Employees commuting to work
9. Downstream transport
12. Processing of sold products at the end of their useful life

An assessment of the greenhouse gas emissions materiality for individual subsidiaries was carried out. This assessment evaluated the emission level and confirmed the materiality of each emission category in Scope 3. The following section presents material upstream and downstream categories.

The baseline year for the calculation is 2024, which is also the first year of the calculation of the Scope 3 emissions. The ONDE Group sees a need for continuous improvement in the data collection process and the estimation of greenhouse gas emissions in the value chain. This applies, among other things, to the calculation methodology – the use of data directly from suppliers of products and services should be sought. The share of Scope 3 emissions calculated from primary data is 0%, and calculations are based on emission ratios from databases and estimation models.

The calculation of greenhouse gas emissions is based on global warming potential (GWP) values for a 100-year period, derived from the Sixth Assessment Report (AR6) of the Intergovernmental Panel on Climate Change (IPCC).

It is assumed that the calculation of Scope 3 greenhouse gas emissions covers seven gases included in the Kyoto Protocol: carbon dioxide (CO₂), methane (CH₄), nitrous oxide (N₂O), hydrofluorocarbons (HFCs), perfluorocarbons (PFCs), sulphur hexafluoride (SF₆), and nitrogen trifluoride (NF₃). However, due to the use of aggregated emission ratios, it was not possible to determine the share of these gases in the value of the carbon dioxide equivalent.

Upstream emissions

The calculation of **the emission levels for purchased goods and services (category 1 of Scope 3)** includes materials purchased as part of the operation, sub-contractor services related to construction works and other services classified as operating costs.

As part of the estimation of the emission levels for purchased materials, the average-data method (GHG Protocol) was used. It is assumed that the built-in materials are equal to the purchased ones. 268 key materials have been identified. The cradle-to-gate emission ratios (A1-A3, GWP Fossil, Life Cycle Assessment (LCA)) of building materials were taken from the ÖKOBAUDAT database (issue 2024-I published on 02/10/2024), kept by the Bundesministerium für Wohnen, Stadtentwicklung und Bauwesen (Federal Ministry of Housing, Urban Development and Construction, Germany), in accordance with EN 15804+A2, based on the GaBi data.

In the absence of relevant emission ratios or information required to perform the calculations, GHG emissions were extrapolated to 100% from value data.

Emissions from construction services have been calculated on the basis of data on subcontractors' activities, such as consumption of materials and fuels, transports executed and waste generated in the performance of services. This data comes from the internal data collection system, HYDRA. In the case of missing data, a procedure of data mapping and extrapolation, or possibly exclusion (if their correct classification was not possible) was performed. Emission ratios for materials used by subcontractors were taken from the ÖKOBAUDAT database, while emission ratios from the DEFRA 2024 database were used for fuels, transport and waste.

Emissions from operational expenditure (OPEX) that are not included in the above categories were calculated on the basis of the ONDE cost accounting accounts for the reporting year and the expenditure-based benchmark from the EEIO database recommended by the European Environment Agency (EEA) – Exiobase 3.8.2. Currency conversions were made using the average exchange rate for 2024 published by the National Bank of Poland (NBP). In this case, as well as in relation to the estimation of the emission levels for purchased capital goods, the spend-based method (GHG Protocol) was used.

Emissions from the purchase of **capital goods (Category 2 of Scope 3)** are calculated on the basis of capital expenditure (CAPEX) that are not included in other categories. The calculations were made on the basis of a consolidated list of fixed assets accounts and emission ratios based on the expenditure from the EEIO database – Exiobase 3.8.2.

It was estimated that of the CAPEX expenditures, the carbon footprint was generated only by purchases of tangible fixed assets. Due to lack of relevant information, expenditure representing 0.33% of the total value of fixed asset accounts was excluded from the calculations.

Emissions related to **category 3 of Scope 3 from fuel and energy activities (not included in Scope 1 or 2)** were estimated on the basis of data on electricity, heat and cold consumption, and fuels burned in stationary and mobile sources, using the average-data method (GHG Protocol). The calculations used well-to-tank (WTT) emission ratios from the DEFRA 2024 database for fuels such as petrol, diesel, heating oil and natural gas, while for electricity, heat and cold, WTT emission ratios together with transmission and distribution loss factors were used.

Emissions from **upstream transport and distribution (Scope 3 Category 4)** include transport of materials. Calculations were made on the basis of the quantity of materials purchased, distances between construction sites and suppliers, using emission ratios from the DEFRA 2024 database.

Due to the type of organisation's activity (usually transport costs are included in the costs of purchased materials) and the lack of information on transport, calculations include activities for which information was available or were considered significant and estimation procedures could be performed.

Among the materials considered material, concrete, reinforcing steel, cables and photovoltaic panels were selected. These are the 4 largest cost accounts associated with materials and four the most important ones in terms of mass/volume group of purchased materials.

In the absence of transport information, the average calculated distance between construction sites and suppliers was used: 5.64 km for concrete and 145.4 km for reinforcing steel (on the basis of information on built-in materials on individual construction sites and information on suppliers) and average values for the load capacity of one transport were adopted: 24 t (10 m³) for concrete and 30 t for reinforcing steel.

Emissions related to the management of **waste generated by own operations (Category 5 of Scope 3)** were calculated using the average-data method (GHG Protocol), on the basis of data from the product and packaging database and the BDO waste management, as well as information on waste processing and emission ratios from the DEFRA 2024 database. Emissions related to the transport of waste are also included. Data on the number of transports and distances covered were obtained from surveys.

Emissions related to **business travel (Scope 3 Category 6)** were estimated using the spend-based method (GHG Protocol). Emission ratios from the EEIO database – Exiobase 3.8.2 were used. Currency conversions were made using the average exchange rate for 2024 published by the National Bank of Poland (NBP).

Emissions related to **workers commuting (Scope 3 Category 7)** were estimated using the distance-based method (GHG Protocol), in two stages:

- on the basis of a survey conducted among employees to obtain primary data,
- on the basis of results extrapolation to include 100% of ONDE employees.

The validated raw data was obtained from 270 ONDE employees. It consisted of information on the average distance to the workplace, the transport type, the type of fuel, and the number of working days per week.

For the calculations, the emission ratios for individual means of transport from the DEFRA 2024 database were used. For the purposes of the calculations, 46 weeks of work during the year and commuting 5 days a week, in the absence of such information, were assumed.

Downstream emissions

In the case of **Category 9 of Scope 3 (Downstream transport)**, the emission refers to the transport of produced bitumen mass as part of ONDE S.A. activities.

Emissions related to **processing of products sold at the end of their life (Category 12 of Scope 3)** were estimated using the waste-type-specific method (GHG Protocol). For this purpose, data on the amount of built-in materials was collected. The emission ratios C1-C4 corresponding to the end-of-life phase (LCA) of construction materials from the German base ÖKOBAUDAT were used.

In the absence of relevant ratios, emissions were extrapolated. The available data represented 88%.

[(ESRS E1-6) 44(d)]

Total greenhouse gases emissions

Total greenhouse gas emissions (on the basis of the location-based method) in 2024 amounted to 205,660 tonnes of carbon dioxide equivalent.

Total greenhouse gas emissions (on the basis of the marked-based method) in 2024 amounted to 205,660 tonnes of carbon dioxide equivalent.

[(ESRS E1-6) 53]

Intensity of greenhouse gases emissions (total greenhouse gases emissions per net income).

Intensity of greenhouse gases emissions

Intensity of greenhouse gases emissions per net revenue	2024
Total greenhouse gas emissions (according to the location-based method) per net revenue (tCO ₂ equivalent / PLN thousand)	0.26
Total greenhouse gas emissions (according to the market-based method) per net revenue (tCO ₂ equivalent / PLN thousand)	0.25

[(ESRS E1-6) 55] The denominator in the calculation of emission intensity is the amount of net revenues of the ONDE Group from activities in the construction sector (NACE F - Construction) (PLN 804 million) consistent with note 4.2 from the Consolidated financial statement of the ONDE Group for 2024

8.2.7 E1-7 – GHG removals and GHG mitigation projects financed through carbon credits

In 2024, the ONDE Group did not execute or participate in projects related to the disposal and storage of greenhouse gases in its own operations or in the value chain. In addition, the Group did not fund nor currently plans to fund climate change mitigation projects through the purchase of carbon credits.

8.2.8 E1-8 – Internal carbon pricing

As the ONDE Group does not have an internal carbon pricing system, there is no data to be provided in this respect.

Types of internal carbon prices

Types of internal carbon prices	Relevant quantity (t CO ₂ equivalent)	Applicable prices (EUR/tonne of CO ₂ equivalent)	Limit description
The settlement price of investment expenditures	Not applicable	Not applicable	Not applicable
The settlement price of investment in research and development	Not applicable	Not applicable	Not applicable
An internal carbon fee or an internal carbon fund	Not applicable	Not applicable	Not applicable
Carbon pricing for impairment testing	Not applicable	Not applicable	Not applicable

8.2.9 E1-9 – Anticipated financial effects from material physical and transition risks and potential climate-related opportunities

To ensure the complete and reliable collection of all the required information, the ONDE Group has decided to use a phased implementation option (in accordance with the guidelines of ESRS 1, Annex C). The time saved this way will be spent on deepening the analysis and organise information on future matters.

8.3 ESRS E3 - WATER AND MARINE RESOURCES

8.3.1 E3-1 – Policies related to water and marine resources

[(E3) 9] [(E3) 11] [(ESRS 2) 62] In the reported period, the ONDE Group did not have a policy adopted to manage the material impacts, risks and opportunities associated with water and marine resources. Development and adoption of such a policy is planned after priorities and further directions for operations are identified, in line with the ESG Strategy adopted at the level of the Erbud Group, including by the ONDE Group. In 2024, the Erbud Group, of which the ONDE Group is a part, carried out an analysis of facilities and own investments, with the intention to set targets and plan actions aimed at preventing significant negative impacts associated with water.

[(E3) 13] In 2024, the ONDE Group had at least one location in areas with significant water stress. At the level of the Erbud Group, of which the ONDE Group is a part, works are in progress to adopt the relevant policy, and this is planned for 2025.

[(E3) 14] In 2024, there was no ocean and marine sustainability policy at the ONDE Group.

8.3.2 E3-2 – Actions and resources related to water and marine resources

[(E3) 15] [(E3) 17] [(ESRS 2) 68(a)] The ONDE Group, despite the lack of the policy, undertaken actions in 2024 to reduce its negative impact on water resources. Among other things, [(E3) 18(b)] it monitored water consumption (continuous action) to the extent consistent with the Integrated Management System, IMS (as described in data point [(ESRS 2) 22 c]), i.e. at its own sites and investments²³. [(E3) 18(b)] This monitoring is carried out using IT tools, and the data collection process is being improved. Water consumption has been classified in the IMS as a material environmental impact (the so-called significant aspect). In accordance with the IMS Instruction, each site run by the ONDE Group identifies risks and opportunities in environmental management separately, including the risks and opportunities associated with water consumption. [(E3) 18(b)] In addition, water intake and consumption are limited by, among others, the installation of water-saving sanitary facilities (continuous action). [(ESRS 2) 68(b)] The actions undertaken include own operations of the entity and of subcontractors performing work on the construction sites operated by the ONDE Group (upstream), i.e. those covered by the IMS, at all locations of the ONDE Group's operations. At present, the actions undertaken by the ONDE Group do not cover the downstream level of the value chain.

[(ESRS 2) 68(a)] [(ESRS 2) 68(c)] In addition, the ESG Strategy for water and marine resources includes:

- An analysis of the policies, guidelines, procedures, instructions and other internal regulations functioning at companies of the Erbud Group in terms of meeting the requirements contained in the ESRS environmental reporting standards (implementation of the action planned until the end of 2025)
- [(E3) 18(c)] Identification of the potential for the use of rainwater at own facilities and investments (investments influenced by the Erbud Group) (implementation of the action planned until the end of 2025).

[(E3) 18 (a)] due to the specific nature of the activities of the construction industry in which the ONDE Group operates, it is not possible to avoid the use of water as part of its technological processes.

[(E3) 17] [(ESRS 2) 68(d)] In 2024, the ONDE Group did not report cases of persons harmed by the Group's actual material impacts on water and marine resources, so no action was taken to provide corrective measures.

[(E3) 17] (ESRS 2) 69(a)] [(ESRS 2) 69(b)] [(ESRS 2) 69(c)] In 2024, no current or future financial resources were identified for water-related actions.

[(E3) 19] The ONDE Group identified a moderate risk of water stress in its own operations, and had at least one location in areas with significant water stress. The Group does not distinguish between water-related actions

²³ Data on water are also presented in the annual Environmental Statement EMAS ONDE S.A.

in areas with and without water stress, and carries out the actions described in data point [(E3) 15]. The Group also adopted the strategic targets described in data point [(E3) 20].

8.3.3 E3-3 – Targets related to water and marine resources

[(E3) 20] [(ESRS 2) 80(a)] [(ESRS 2) 80(b)] [(ESRS 2) 80(c)] [(ESRS 2) 80(d)] [(ESRS 2) 80(e)] [(E3) 23(a)] [(E3) 23(c)] The ESG Strategy of The Erbud Group, also adopted by the ONDE Group, sets a voluntary water-related target, covering own activities, and concerning development of a policy to structure matters related to the water and marine resources use in the Erbud Group by 2025.

The ESG Strategy also sets an intermediate target related to water and marine resources, i.e. identification of the potential for the use of rainwater by 2027. [(ESRS 2) 80(f)] The targets are based on the results of the double materiality assessment²⁴. It was taken into account that the entity had identified areas exposed to water risks and some water-stress risks in the area of its operations.

[(ESRS 2) 80 (h)] The targets were developed with the involvement of the ONDE Group stakeholders (including the Management Board, the Supervisory Board and management), which consisted in participation in strategic workshops and the double materiality assessment process (at the Group level).

[(ESRS 2) 80 (i)] The ESG strategy was adopted by the ONDE Group in 2024, and therefore in the reporting period the Group was not able to implement processes to monitor and control the achievement of the targets adopted. [(ESRS 2) 80 (i)] Accordingly, no changes were made to the targets and related metrics.

8.3.4 E3-4 – Water consumption

[(E3) 26] [(E3) 28 a)] The total water consumption of the ONDE Group in 2024 was 327.77 m³. [(E3) AR 31] The Group's total water consumption occurred in the Construction – Construction and Civil engineering sector.

[(E3) 28 (e)] [(ESRS 2) 77 (a)] Data on quantities of water used were taken from water meter readings (on the basis of invoices from suppliers). [(E3) 28(e)] The ONDE Group obtains data on water consumption from all its locations, including managed construction sites, on which the Group has an influence. [(ESRS 2) 77(b)] the measurement has not been approved by an external body other than a provider of attestation services.

[(E3) 28(b)] The total water consumption as cubic metres in areas exposed to water-related risks²⁵, including areas with significant water stress amounted to 327.77 m³ in 2024.

[(E3) 28(c)] In 2024, the Group did not recycle or reuse water.

[(E3) 28(d)] In 2024, the Group did not store water.

[(E3) 29] In 2024, water intensity amounted to 0.408 m³ per PLN 1 million²⁶.

8.4 E4 – BIODIVERSITY

[(ESRS 2) 17] The ONDE Group has decided to omit the information required under the ESRS E4 standard, according to the option for Groups not exceeding the average number 750 of employees in the financial year as of the balance sheet date. [(ESRS 2) 17(a)] At the same time, the Group informs that, following a double materiality assessment, some sustainability matters covered by ESRS E4 have been identified as relevant:

²⁴ [(ESRS 2) 80(g)] The targets are not based on compelling scientific evidence.

²⁵ In 2024, the Group did not have data to separate quantitative data for locations located in areas not exposed and exposed to water-related risks.

²⁶ The ratio calculated as cubic meters per EUR 1 million of net revenue.

- E4- Biodiversity and ecosystems - Direct impact drivers on biodiversity loss - Land use change,
- E4- Biodiversity and ecosystems - Impact drivers on the ecosystem extent and condition - Land degradation;
- E4- Biodiversity and ecosystems - Impact drivers on the ecosystem extent and condition - Soil sealing;
- E4- Biodiversity and ecosystems - Direct impact drivers on biodiversity loss - Direct exploitation

[(ESRS 2) 17(a)] The ONDE Group's biodiversity and ecosystem impacts focus on the land use for investments in its value chain, including in its own operations. This impact is related to the above-mentioned issues and is associated with the Group's business model and its strategy, under which wind farms, photovoltaic farms, and road and engineering construction are executed. The ONDE Group undertakes actions related to the occurrence of these influences by implementing and maintaining ISO 14001 and EMAS environmental management systems.

[(ESRS 2) 17(b)] The targets related to these matters were established within the ESG Strategy of the Erbud Group, which has also been adopted by the ONDE Group. The Erbud Group based its targets on the requirements of the ESRS standard and the EU taxonomy, and related technical qualification criteria. The strategic targets related to reducing the negative impact on biodiversity and ecosystems include:

- Implementation of the Group's policies addressing the issue of significant impacts related to biodiversity (baseline – no policy)
- obtaining 100% of own investments (on which the Erbud Group has influence; including 100% of own investments of the ONDE Group), which do not cause significant damage in terms of biodiversity (the baseline value will be determined in 2025, the target level – 100%).

The deadline for achieving the objectives was specified in the 2029 Strategy.

The implementation of the targets in the reporting period was coordinated at the Erbud Group level, taking into account the timetable adopted in the ESG Strategy. The Erbud Group plans to present the action results in 2025

[(ESRS 2) 17(c)] [(ESRS 2) 62] The ONDE Group has not implemented a uniform policy to manage its material impacts, risks and opportunities related to biodiversity and ecosystems. The Group also has not adopted a formal land policy, but when it executes investments, it applies practises to protect soils from erosion, leaves the top fertile soil layers for the later use on the investment site and, if any, remediates degraded areas. The environmental policies were not adopted in 2024 because works related to the analysis of existing environmental documentation in terms of its compliance with the ESRS environmental reporting standards were conducted, as well as an analysis of facilities and own investments in terms of planning targets and actions related to prevention of negative impacts.

However, the Group operates the Integrated Management System (IMS) Policy together with IMS, which consists of, among others, the Environmental Management System compliant with ISO 14001 and EMAS. Under IMS, the Group declares that it undertakes to assess each investment in terms of risks and opportunities related to the identified environmental aspects. IMS covers the Group's own operations in Poland, as well as contractors, subcontractors, organisational units and temporary construction within its borders. Additional information on IMS is described in data point [(ESRS 2) 22 (c) III.].

Additionally, the ONDE Group uses the environmental management guide *Enable environmental protection in the ERBUD Group*. It contains a list of requirements and practises to be applied during each investment. Its content includes, among others, protection of amphibians, protection of birds or protection of tree stands remaining on the construction site.

[(ESRS 2) 17(d)] During the reporting period, the ONDE Group's actions focused primarily on its own operations and internal stakeholders.

Identification of actual or potential adverse impacts during the reporting period took place during the double materiality assessment process, as disclosed in the IRO-1 requirement.

During the reporting period, the ONDE Group also continued its long-term actions in line with the IMS, as part of its own operations, using resources adopted to specific tasks. These actions are used to monitor,

prevent or mitigate negative impacts. Identification of direct and indirect environmental impacts (environmental aspects) was conducted in accordance with the IMS requirements. The list of environmental aspects is continuously updated, and they are reviewed, analysed and evaluated once a year.

Actions undertaken under IMS – mitigating or preventing actual impacts, and correcting their effects with regard to material impacts under the ESRS E4 – include, but are not limited to:

- Prior to the start of the investment, studies are conducted to identify and assess potential risks to the environment. Specialists such as ornithologists or dendrologists participate in these studies, depending on the specific nature of a given investment. In the case of the ONDE Group, this part is executed mainly by investors.
- The area intended for the construction site and its facilities is limited to the necessary minimum, in accordance with the detailed plan of the investment execution, with schedules for material supplies for the time of assembling.
- Construction site facilities, warehouses, etc., are mainly located in areas already developed and transformed.
- Trees located in the construction site impact zone are protected against mechanical damage.
- Storage yards and transport routes are located outside the immediate vicinity of trees.
- Tree felling is reduced to a minimum; in the case of felling compensatory plantings are carried out.
- Surfaces of yards for machinery and transport vehicles are temporarily sealed to prevent petroleum substances from entering the ground in the event of an emergency leak.
- Transport of materials and raw materials takes place along designated internal roads, which reduces soil compaction.
- The schedule of construction works is adjusted to the natural/life cycle of plants and animals after conducting an inventory of plant and animal species that are and/or likely to be present at the construction site.
- Construction works are suspended when any animals appear in the investment zone.
- Noise generated by the work of construction machinery and equipment is reduced, especially at night.
- Humus on the construction site (i.e. the upper, fertile soil layer) is protected from being blown and it is later reused.
- The area used, including yards for machinery, is restored to its original state.

Environmental management systems take into account the monitoring imposed each time by the requirements of decisions on environmental conditions.

In 2024, the Group also conducted works resulting from the ESG Strategy, related to the analysis of existing environmental documentation in terms of its compliance with the ESRS environmental reporting standards, as well as an analysis of facilities and own investments in terms of planning targets and actions related to prevention of negative impacts. These works will still be continued in 2025, in line with the ESG Strategy adopted by the Erbud Group and also functioning in the ONDE Group.

Further strategic actions are planned for subsequent years:

- development of new requirements for own investment concerning biodiversity, including minimising negative impacts
- Implementation of biodiversity requirements at own investments executed by the Group,
- monitoring of the implementation and progress in execution of biodiversity requirements at own investments conducted by the Group,
- development and adoption or updating of environmental policies addressing matters of material impacts related to biodiversity,
- monitoring of the implementation of policies, as well as the actions taken to achieve the adopted targets and policies.

[(ESRS 2) 17(e)] Metrics related to the Group's material impacts on biodiversity and ecosystems associated with its own investments (i.e. those influenced by the Group) include:

- Total area of land used (defined as a fenced, designated area on which works related to the investments are carried out) expressed as square meters in relation to sales revenues, in the case of the impact on land degradation and direct exploitation.

- Total surface area of occupied land for buildings/structures/roads²⁷ (including wind farm foundations) (defined as the area covered with an impermeable material, e.g. concrete, which corresponds to the foundation footprint of buildings/structures and roads being a part of the executed investments), expressed as square meters in relation to sales revenues, in the event of an impact on soil sealing.

These metrics are own metrics and are verified during the annual EMAS audits.

Data for 2024	Surface area [m ²]	Income on sales [PLN million]	Metric [sqm/PLN million]
Total area of the land used	995,610.59	804.00	1,238.32
Total area of land under buildings / structures / roads	176,860.08	804.00	219.98

8.5 E5 - CIRCULAR ECONOMY

8.5.1 E5-1 Policies related to resource use and the circular economy

[(E5) 12] [(E5) 14] [(E5) 15)] [(E5) 15(a)] [(E5) 15(b)] [(ESRS 2) 62] In the reported period, the ONDE Group did not have a policy adopted to manage the material impacts, risks and opportunities associated with use of resources and the circular economy..

In 2024, at the Erbud Group level, works were conducted on the analysis of existing environmental documentation in terms of its relevance for the management of significant risks, opportunities and impacts associated with the use of resources and the circular economy. However, the Group operates the Integrated Management System (IMS) Policy together with IMS, which consists of, among others, the Environmental Management System compliant with ISO 14001 and EMAS. The policy and IMS cover the areas of resource use management and the circular economy. Under IMS, the Group declares that it undertakes to assess each investment in terms of risks and opportunities related to the identified environmental aspects. The consumption of materials/raw materials was classified as a significant environmental aspect and is subject to monitoring at each site. [(E5) 16] IMS covers the Group's own operations in Poland, as well as contractors, subcontractors, organisational units and temporary construction within its borders. Additional information on IMS is described in data point[(ESRS 2) 22 (c)] iii.].

8.5.2 E5-2 Actions and resources related to resource use and the circular economy

In 2024, the Erbud Group conducted an analysis of facilities and own investments, to establish targets and plan actions aiming at preventing significant negative impacts related to the use of resources and the circular economy.

Data on materials and waste are also presented in the annual Environmental Statements EMAS of the parent company ONDE S.A.

[(E5) 17] [(E5) 19] [(ESRS 2) 68 a)] Sustainable development matters relevant to the ONDE Group include resource inflows and waste. The area of resource inflows is not included in the ESG Strategy, so the ONDE Group does not plan actions related to it. The Group conducted and plans actions in the area of waste management, included in the ESG Strategy.

²⁷ Understood as a road investment involving the construction of a new or conversion of an existing road.

The expected results of actions include preventing real and potential impacts, tackling risks, and seizing opportunities.

Actions taken

In 2024, the following actions were conducted in the area of waste management and resource use:

- introduction of waste management hierarchy at the construction sites and stationary units,
- training covering information on waste hierarchy and sorting rules for own and subcontractors' workforce,
- reducing the amount of generated waste by optimising processes carried out on own investments and in stationary units, implementing improved waste sorting,
- directing waste for recycling (reducing the amount of waste deposited at landfills),
- transfer of waste only to qualified recipients holding required permits,
- maintaining a waste register in the BDO register,
- improvement of IT systems supporting the process of data recording, monitoring and reporting,
- prioritising waste recipients who process waste at their own operations, avoiding transferring waste for disposal,
- incentive schemes for employees, including an internal competition "Safe construction", covering OHS and environmental matters – one of the assessment criteria is to ensure an adequate recycling level for waste generated by a given investment,
- use of recycled materials in projects,
- reducing material losses through more efficient storage,
- Implement, where possible, a *just in time* supply system, in which materials are delivered directly to the construction site when they are needed,
- implementation of the principles of eco-design, i.e. design with a view to subsequent recycling, repair and reuse (e.g. in the design of photovoltaic farms),
- waste treatment under permits held by ONDE for waste treatment at the bitumen mass manufacturers in Toruń and Koszalin,
- regular analysis of waste management data to identify areas for improvement.

When constructing and renovating roads, the ONDE Group companies use waste from repairs, construction of road facilities and road maintenance. They are recovered by crushing and then used, thus implementing principles of the circular economy. This process is supported by the infrastructure owned by ONDE S.A. – part of the recovery processes of selected waste and its processing is carried out at the bitumen mass manufacturers. The manufacturers hold waste treatment permits, and ONDE strives to process the maximum amount of waste allowed under its permit.

The ONDE Group regularly analyses waste management data to identify areas for improvement.

Planned actions

The planned waste management actions have been taken into account in the objectives of the Erbud Group's ESG Strategy adopted in 2024, also applying to the ONDE Group. These plans include:

- creating lists of waste recipients, a reference one and of recipients with whom the Group will not cooperate,
- development and implementation of an action plan aimed at increasing the percentage of sorted waste (other than municipal waste) at each construction site,
- implementation of the principle of recovery of waste from repairs, construction of road facilities, and maintenance of roads to use them in the construction and renovation of other roads,
- transfer of materials for which recovery is not possible only to recipients holding required permits.

Allocated resources

- Trained employees, qualified specialists;
- Infrastructure and containers for waste sorting;
- Bitumen Mass Manufacturers in Toruń and Koszalin;
- Low-carbon materials base;
- A knowledge base with information on building materials, recycling technologies and legislation;

- Databases of suppliers that offer recycled materials;
- IT systems supporting processes of data recording, monitoring and reporting, as well as of planning order schedules;
- Storage places adapted to the type of materials, and their proper protection against weather conditions and mechanical damage.

[(ESRS 2) 68(b)] The scope of the activities covers the ONDE Group own operations and a part of the upstream value chain, i.e. employees of subcontractors. Geographical areas coincide with the areas of own operations.

[(ESRS 2) 68(c)] The actions undertaken in 2024 were conducted on a regular basis and will be continued. The planned activities resulting from the ESG Strategy cover the period until 2029.

[(ESRS 2) 68(e)] For the first time the ONDE Group prepared the Statement for 2024, so it does not report on progress in implementing the actions or action plans disclosed in previous periods.

[(E5) 19] [(ESRS 2) 69] During the reporting period, the ONDE Group did not analyse current and future financial resources related to the implementation of actions concerning resource inflows and waste.

8.5.3 E5-3 – Targets related to resource use and the circular economy

[(E5) 21] [(E5) 23] [(E5) 24] [(ESRS 2) 81(a)] [(ESRS 2) 81(b) II.] The Group has not set measurable, results-oriented and timely targets for resource inflows. The Group has started an analysis of procedures, which will be the basis for further actions. Concerning actions undertaken, regarding material impacts of risks and opportunities related to resource inflows, at the level of the Erbud Group, of which the ONDE Group is a part, it is planned to establish and introduce guidelines for monitoring of actions.

[(E5) 21] [(E5) 23] [(E5) 24] [(E5) 24(e)] [(E5) 24 f)] [(E5) 25] [(ESRS 2) 80(a)] The target associated with resource inflow that concerns waste and circular economy is related to prevention of waste generation, and was established in the Erbud ESG Strategy, also adopted by the ONDE Group. [(ESRS 2) 80(b)] [(ESRS 2) 80(c)] [(ESRS 2) 80(e)] The established target concerns achieving by 2029²⁸ of generated at a construction site ready for re-use, recycling and other recovery processes/ [(ESRS 2) 80(d)] The baseline value will be established in 2025 on the basis of data for 2024 (for the entire Erbud Group). [(ESRS 2) 80(g)] The target has not been established on the basis of compelling scientific evidence. [(ESRS 2) 80(h)] The Erbud Group, of which the ONDE Group is a part, is of the opinion that the target is consistent with the requirements set by investors in tender processes, concerning sorting of construction waste. [(ESRS 2) 80(i)] The target was set in 2024, and neither the target nor the metrics were changed during the reporting period. [(ESRS 2) 80(j)] During the reporting period, the Group did not measure the achievement of the objective.

[(ESRS 2) 80(f)] The waste management target takes into account the requirements of national legislation and EU taxonomy. Since 2025, construction companies have been required to sort the generated construction and demolition waste¹³, while [(ESRS 2) 80(e)] according to the taxonomic criteria for the construction of new buildings and the 'do no serious harm' principle (the fulfilment of which is voluntary) in the circular economy objective, it is required to ensure that at least 70% of own non-hazardous waste, excluding soil and earth, is ready for reuse, recycling and other recovery processes, to qualify the revenues from a given construction as complying with the above-mentioned criteria.

[(E5) 27] The strategic waste-related target established in 2024 was a voluntary target. Since 2025, it has been a regulation-based target (linked to the obligation to sort construction and demolition waste, introduced in 2025).

[(E5) 21] [(E5) 23] [(E5) 24] [(E5) 24(e)] [(E5) 24(f)] [(ESRS 2) 80(b)] [(ESRS 2) 80(c)] [(ESRS 2) 80(d)] [(ESRS 2) 80(e)] the additional waste management objectives of ONDE S.A. for 2024 were also set out in the Environmental Statement, and concern:

²⁸ Excluding soil, earth and hazardous waste.

1) Improvement in the management of the earth masses at new investments executed by ONDE S.A. – 70% of earth masses reused or transferred to natural persons in relation to the quantity of earth masses produced

2) Achieving the level of 60% of waste sorted in relation to the total generated quantity, and at least 50% of waste recovered or recycled at investments executed by ONDE S.A.

[(ESRS 2) 80(a)] in accordance with IMS (and the IMS Policy), targets in the environmental area are set and implemented on an annual basis. [(ESRS 2) 80(f)] Setting its objectives, ONDE acts in accordance with EMAS and ISO 14001 guidelines and takes into account the actions conducted in previous years and conclusions from the ONDE Environmental Review. [(ESRS 2) 80(g)] The targets have not been established on the basis of compelling scientific evidence. [(ESRS 2) 80(h)] Stakeholders were not involved in establishing these targets. [(ESRS 2) 80(i)] The target was set in 2024, and was not changed during the reporting period. [(ESRS 2) 80(j)] The indicator used for Target 1 was the percentage ratio of masses recycled or transferred to natural persons to the total mass of earth generated. The indicators used for implementation of Target 2 were: a report with information on the percentage (by weight) of waste sorted based on the BDO register, and data confirming the quantities of recovered, built-in or recycled materials.

8.5.4 E5-4 – Resource inflows

[(E5) (30)] Within the ONDE Group and its value chain, the key resource inflows used for executed activities include:

- Electrical materials, including photovoltaic cells containing rare earth elements
- Steel components, including structural and reinforcement materials
- Concrete and prefabricated reinforced concrete
- Stone mixes, aggregates,
- Water used in the value chain, e.g. for the production of building materials
- Construction machinery and equipment, i.e. excavators, loaders, rollers, handling equipment (e.g. mobile cranes), etc.

[(E5) 31(a)] The total quantity of technical and biological products and materials used by the ONDE Group in 2024 amounted to 928,537.21 tonnes.

[(E5) 31(b)] [(E5) 31(c)] In 2024, the ONDE Group assessed the biological materials, reused or recycled components, products and recovered materials used to manufacture products and render services as immaterial, on the basis of the nature of its activities.

[(E5) 32] The data used in the calculations are the quantities of materials purchased by companies from the ONDE Group taken directly from construction sites and from purchase documents. The data was also used in the calculation of indirect emissions (Scope 3).

8.5.5 E5-5 – Resource outflows

[(E5) 33] Material impacts, risks and opportunities of the ONDE Group in the area of resource outflows concern generation of waste, including hazardous waste, as a result of its operations, the costs of its collection and treatment, as well as the opportunity associated with the re-use of part of that waste.

[(E5) 37] [(ESRS 2) 75] In 2024, the total weight of waste generated by the ONDE Group, including hazardous and non-hazardous waste, amounted to 9,536.823 tonnes.

[(E5) 37(b)] [(E5) 37(c)] [(ESRS 2) 75]

Waste type	Preparing for reuse	Recycling	Other recovery processes	Total
Hazardous waste	0.000	3.300	53.598	56.898

Non-hazardous waste	0.000	8046.802	200.611	8247.413
In total	0.000	8050.102	254.209	8304.311
The quantity of waste transferred for disposal, by weight, by type of waste treatment, and the total quantity of waste as the sum of all three types of the recovery process, broken down by hazardous and non-hazardous waste. Waste treatment types to be disclosed are:				
Waste type	Incineration	Landfilling	Other disposal processes	Total
Hazardous waste	0.180	0.050	0.000	0.230
Non-hazardous waste	0.000	1232.282	0.000	1232.282
In total	0.180	1232.332	0.000	1232.512

[(E5) 37(d)] [(ESRS 2) 75] The total amount of non-recycled waste was 1 486.721 tonnes.

The percentage share of unrecycled waste was 15.59%.

[(E5) 40] [(ESRS 2) 77(a)] The data used in the above calculations come directly from public administration systems (including BDO) and waste recipients. Where applicable, i.e. in the absence of information on the way in which the waste is managed, the Group assumes that it has been deposited at the landfill.

[(ESRS 2) 77(b)] Measurements of the above metrics have not been approved by an external body other than a provider of attestation services. [(E5) 38(a)] the key waste streams generated by the ONDE Group are the wastes found in the construction industry, mainly those from group 17 – wastes from construction, renovation and dismantling of construction facilities and road infrastructure (including soil and earth from contaminated areas).

Other wastes include unrecovered soil and earth from excavations. They are also generated, for example, in connection with the demolition of road infrastructure, operations of the plants at bitumen mass manufacturers in Toruń and Koszalin, as well as the maintenance and repair of vehicles and equipment in the service and equipment base.

[(E5) 38(b)] The waste composition is closely related to the raw materials used. The main materials found in construction waste include: concrete, bitumen waste, wood, and plastics. Furthermore, the waste generated by the Group represents critical raw materials and rare earth elements used in photovoltaic technology.

[(E5) 39] The ONDE Group does not generate radioactive waste as part of its activities.

[(E5) 40] The ONDE Group used quantitative data directly from public administration systems (including BDO) as well as data obtained from waste recipients. Additionally, in the absence of available information on the way in which the waste was managed, it was assumed that the waste was deposited at the landfill.



9

SOCIAL MATTERS DISCLOSURES

9.1 ESRS S1 - OWN WORKFORCE

9.1.1 S1-1 – Policies related to own workforce

[(S1) 17] The ONDE Group has the following policies and other internal documents (code, regulations) related to its material impacts, risks and opportunities concerning its own workforce.

[(ESRS 2) 62] In the areas of social dialogue and training and skills development where the ONDE Group has identified material impacts, the Group does not have any policies in place. However, the Group undertakes activities related to these areas, which are cyclically and efficiently performed despite the lack of formalisation. In the area of training and skills development, the Group plans to adopt a policy in 2025, and work on it continued during the reporting period.

Regulated area	Policy/ Regulation	[(S1) 19 (ESRS 2) 65(a)] Key content	[(S1) 19] [(ESRS 2) 65(b)] Regulated scope ²⁹	[(S1) 19] [(ESRS 2) 65(c)] Responsibility for implementation
Working time	<ul style="list-style-type: none"> • Work regulations • The Code of Ethics • Human and employee rights policy, 	<p>In the ONDE Group, both legal and industry standards regarding working time and overtime are strictly adhered to.</p> <p>The right to breaks during work is guaranteed for the employees The duration of rest between shifts is also sufficient and consistent with legal regulations.</p> <p>Additional remuneration or a day off work are provided for any overtime. The working time and the limit of overtime are provided in the Work Regulations.</p>	All employees of the ONDE Group	Management Board

²⁹ [(ESRS 2) 65(b)] Policies and regulations adopted by the ONDE Group with regard to the Group's employees do not provide for exemptions in terms of geographical areas.

Work-life balance	Remote Work Regulations	According to the Regulations, employees may occasionally perform work remotely, if they have appropriate facilities and technical conditions enabling such work, in accordance with principles of OHS and ergonomics.	All employees of the ONDE Group	Management Board
Occupational safety and health	[(S1) 23] <i>The Integrated Management System Policy</i>	ONDE maintains an OHS Management System in accordance with ISO 45001:2018. The Policy and other internal regulations apply within the framework of this system, while the Group strives to constantly improve the management of this area. The System and Policy cover own workforce, as well as employees of subcontracting companies and other persons present at construction sites managed by the ONDE Group.	All employees of the ONDE Group ³⁰	Management Board
Gender equality and equal pay for work of equal value	<ul style="list-style-type: none"> The diversity management and unequal treatment prevention policy Remuneration Rules 	Internal documentation ensures objective remuneration criteria and respect for diversity.	All employees of the ONDE Group	HR Manager
Diversity	<ul style="list-style-type: none"> [(S1) 24(a)] The diversity management 	[(S1) 24(b)]	All employees of the ONDE Group	HR Manager

³⁰ In addition to own workforce of the ONDE Group, the IMS Policy also covers subcontractors performing work at the ONDE Group construction sites.

	<p>and unequal treatment prevention policy</p> <ul style="list-style-type: none"> • Procedure for reporting labour law violations 	<p>The diversity management policy adopted at the ONDE ensures implementation of provisions of::</p> <p>the Labour Code, the United Nations Universal Declaration of Human Rights, the Declaration of the International Labour Organisation, concerning fundamental rules and rights at a workplace, the OECD Guidelines for Multinational Enterprises, the UN Guiding Principles on Business and Human Rights, and the UN Global Compact principles,</p> <p>In accordance with the Policy, ONDE undertakes to prevent discrimination based on skin colour, sex, age, disability, racial and ethnic origin, religion, religion, national or social origin, political opinions, trade union membership, sexual orientation, gender identity, and other forms of discrimination, including those covered by EU and national law.</p> <p>The Group maintains regulations specifying the methods of reporting violations of labour law and internal policies and the procedures for resolving them.</p> <p>[(S1) 24(d)] The Group has not implemented specific procedures implementing this Policy.</p>		
Customer	<ul style="list-style-type: none"> • Information security policy. 	<p>In the ONDE Group, employee documentation is maintained in accordance with the law, including the provisions on the personal data protection. The protection of personal data of employees and other stakeholders is ensured by the following guidelines:</p> <ul style="list-style-type: none"> • Access to information is limited to the persons who need it to perform tasks assigned to them and to the extent necessary. 	All employees of the ONDE Group	Management Board

		<ul style="list-style-type: none"> All people provided with the access to information maintain the required measures for its protection. 		
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[(S1) 24(c)] The ONDE Group has not made specific commitments regarding the social inclusion policy for people from particularly vulnerable groups among its own workforce.

[(S1) 19] [(ESRS 2) 65(d)] Some of the policies and procedures in force in the ONDE Group refer to external standards or initiatives that the Group undertakes to comply with. These are, in particular:

- The Labour Code,
- The Constitution of the Republic of Poland,
- The United Nations Universal Declaration of Human Rights,
- ISO standards,
- EMAS,
- Construction Law,
- The Personal Data Protection Act.

[(S1) 19] [(ESRS 2) 65(f)] The ONDE Group makes the above-mentioned Policies and other documents available through internal communication channels and in electronic correspondence. The Policies and the Code are also available on the ONDE website. OHS information resulting from the OHS Management System is presented to the employees of the ONDE Group and subcontractors during the training. Some of these regulations are also made available in a clear form at construction sites and at the Group's own locations.

[(S1) 20(a)] [(S1) 20(b)] [(S1) 20(c)] [(S1) 21] The respect for human rights in the ONDE Group is defined by the *Human and labour rights Policy*, which is consistent with the provisions of:

- The Labour Code,
- The United Nations Universal Declaration of Human Rights,
- Declaration of the International Labour Organisation concerning fundamental principles and rights at work,
- OECD Guidelines for Multinational Enterprises,
- The UN Guiding Principles on Business and Human Rights, and
- Principles of the UN Global Compact.

The above-mentioned documents are referred to by ensuring the Policy compliance with their provisions. The Policy informs that ONDE conducts its operations respecting rights and dignity of all people and observing all current legislation. According to its provisions, ONDE, among others:

- forbids discrimination, declares no tolerance for any forms of discrimination of employees due to their race, skin colour, sex, language spoken, religion, political views, world view, labour union membership, sexual orientation, health, age, disability, or any other characteristics.
- forbids forced labour, in any form (including slave or semi-slave labour, or labour associated with human trafficking),
- forbids child labour,
- undertakes to ensure safe and healthy working conditions, both in accordance with applicable law and with internal regulations,
- respect and adheres to the right to associate in trade unions and to collective bargaining,
- does not tolerate bullying, repression, and/or harassment,
- observes provisions of law and industrial standards concerning working time, overtime, additional benefits and remuneration,
- enables all employees to use their right to holiday and leaves,
- pays attention to the issue of employment agreements – employees conclude written, understandable and legally binding employment agreements, in accordance with applicable law.

As part of the Policy, the Group undertakes to provide corrective measures when its activities lead to or contribute to an adverse impact on human rights. The Policy also describes mechanisms for reporting complaints.

[(S1) 22] The *Human and labour rights Policy* directly addresses the issues of human trafficking, forced labour and child labour.

9.1.2 S1-2 – Processes for engaging with own workers and workers' representatives about impacts

[(S1) 25] [(S1) 27] [(S1) 27(a)] [(S1) 27(b)] The opinions of own workforce influence the Group's decisions and actions aiming at managing actual and potential impacts on its own workforce. In particular, the Group undertakes the actions described in requirement S1-4, specifying all areas relevant to the Group.

The ONDE Group provides means for cooperation with persons belonging to its own workforce within the area of its impact, by, among others:

- a platform for online dialogue – on an ongoing basis,
- an assessment of satisfaction with recruitment and onboarding processes – on an ongoing basis,
- employee engagement survey – conducted once every 3 years
- Cooperation with the representatives of the employees of the Parent Company – on an ongoing basis.

At the Erbud Group level, an Employee Opinion Survey is planned every three years, in which the employees of the ONDE Group participate. The survey provides insights into opinions in the work environment. [(S1) 27(a)] [(S1) 27(e)] The survey is open to all employees regardless of their form of employment. The results of the survey form the basis for workshops, after which the Erbud Group plans to prepare initiatives dedicated to its own workforce – on the local (national or involving a given branch/company) or the central (group) level.

In relation to the potential impact of the Group in the area of Privacy, a GDPR audit took place in the ONDE Group during the reporting period (coordinated at the Erbud Group level). Employees from the human resources and payroll areas received training in personal data protection regulations at the beginning of 2025.

The OHS Management System in accordance with ISO 45001:2018 functions in the safety area, of importance for the Group. In accordance with the Integrated Management System, cooperation with employees from own workforce and subcontractors takes place, among others, through mandatory training and employees' participation in the risk identification process. The ONDE Group also conducts additional actions to promote the safety culture and prevent risks and accidents – every year the Safety Week is held at construction sites³¹. The OSH application and newsletters are tools used for cooperation in the OHS area.

Furthermore, OSH committees operate at the Erbud Group level, with meetings taking place once every three months. They provide a space for dialogue with employees concerning OSH. The Group employees participate in the occupational risk assessment.

[(S1) 27(c)] At the operations level, the Management Board is responsible for involving employees and taking into account their views on the impact on the employee area.

9.1.3 S1-3 – Processes to remediate negative impacts and channels for own workers to raise concerns

[(S1) 32(a)] [(S1) 33] In the event of a material negative impact on the ONDE Group employees, caused or contributed to by the Group, the Group provides remedial measures and the associated processes are adapted to the specificity and scale of the impact. The Group does not have formal mechanisms to assess the effectiveness

³¹ It is an initiative of the Construction Safety Partnership (PBB) – an initiative of general contractors, including Erbud and ONDE.

of corrective measures, but at an informal level it collects information and assesses that people belonging to its own workforce trust them as a way to notify and resolve or take into account their concerns or needs

[(S1) 32(b)] Employees may report their concerns or needs through the channels established by the ONDE Group: an online platform for dialogue, as well as [(S1) 32(c)] in the mode of reporting complaints and irregularities – through channels described in the *Rules for anonymous reporting of violations of the law, procedures and ethical standards by employees at ONDE S.A.* (being a mechanism for handling complaints on employee matters), as well as in accordance with the *Rules for reporting violations of the law*. [(S1) 32(d)] [(S1) 32(e)] The ONDE Group provides widely available reporting channels, in particular irregularities can be reported in person or by telephone, e-mail or by conventional post. *The rules for anonymous reporting of violations of the law, procedures and ethical standards by employees at ONDE S.A.* have been communicated to all employees and partners of the ONDE Group. The availability of complaint reporting channels is communicated through information posters at construction sites, as well as through internal communication channels.

[(S1) 32(e)] Reports are tracked and monitored in accordance with the *Rules for anonymous reporting of violations of the law, procedures and ethical standards by employees at ONDE S.A.*, which designates people responsible for receiving reports, the duration of the inquiry and main proceedings, as well as the further stages for handling the notification.

[(S1) 33] [(S1) 32(e)] Within the ONDE Group, information on internal documents adopted and notification procedures is made available to employees in a variety of forms (e.g. e-mail information, access to intranet, website information, posters). The implementation of some policies may be combined with additional training provided to employees on their provisions. Within the scope of the *Rules for reporting violations of the law*, adopted in 2024, training for employees is planned for 2025. In 2024, the people appointed to receive and verify reports were trained. The online platform for dialogue was implemented in 2024 and the usefulness of this channel was assessed during the reporting period. The ONDE Group has implemented the protection of whistleblowers against retaliation as indicated in data point [(G1) 10(a)].

9.1.4 S1-4 Taking actions concerning material impacts on own workforce and the use and effectiveness of approaches to manage material risks and using material opportunities associated with own workforce

[(S1) 35] Concerning relevant topics related to its own workforce, the ONDE Group appropriately takes into account material negative and positive impacts, manages material risks and seizes material opportunities.

Working time	<ul style="list-style-type: none">• The ONDE Group complies with the provisions of the Labour Code and overtime limits.• The applicable working time standards are observed.• The remuneration for overtime is paid on a regular basis, in accordance with accepted settlement periods.• Employees have the right to adequate breaks during work, as well as adequate rest between shifts.
Social dialogue	<ul style="list-style-type: none">• The ONDE Group uses a variety of communication channels: e-mail, through internal social groups, newsletters, and communication platforms.• Training is provided, including on communication.• The functioning of the Integrated Management System is consulted with employees.

	<ul style="list-style-type: none"> • The Group assesses satisfaction with recruitment and onboarding processes. • The Group evaluates employee engagement. • As part of the ONDE Group, since 2024, cyclical (at least 3 times a year) on-line meetings of the Management Board with the Group employees have been organised. During the meetings, the results, current situation in the Group, plans and prospects for development, and market situation are discussed.
Work-life balance	<ul style="list-style-type: none"> • Employees employed under employment agreements are granted the right to family leave and other leaves, in accordance with the Labour Code. • Employees employed under the agreement may use flexible working hours, • The ONDE Group takes part in the campaign Two hours for the family (shortening the working day by two hours, to spent them with the family). • The Group encourages employees to take days off for the overtime worked. • The Group organises training cycles, during which topics of work-life balance were discussed (e.g. the year-round #ondebalance project implemented in 2023, stress reduction training in 2024, and a webinar devoted to the prevention of burnout and depression).
Occupational safety and health	<ul style="list-style-type: none"> • The ONDE Group maintains an OHS Management System in accordance with ISO 45001:2018. • The ONDE Group takes into account the provisions of the Construction Safety Partnership and organises the Safety Week at all its sites. • The Group provides employees with training improving OHS awareness and culture, and periodic training (including: OHS information training, on-job instruction, work methodology training, special instruction before hazardous work, training and exercises preparing for emergency situations, and training required for work of a given type).

	<ul style="list-style-type: none"> • Risks and opportunities are assessed at each construction site for its individual stages, and OHS specialists monitor OHS at construction sites on an ongoing basis. • Employees have access to appropriate, modern safety equipment. • The ongoing monitoring includes occupational risk assessments and task-related risk assessments. The Group implements contingency plans, and risks are internally reported.
Training and development of skills	<ul style="list-style-type: none"> • The catalogue of available training sessions includes hard (tool) and soft (communication, social competences, time management) skills training courses, adapted to the job requirements. • The training schedule is based on data from development talks, upcoming changes in law, and strategic plans (at the Erbud Group level). The Group has a training catalogue from which employees can choose, after consulting their supervisor. • Additionally, the HR Department of the ONDE Group, which includes 3 certified soft skills trainers, organises year-round soft skills training cycles for employees (e.g. #ondebalance dedicated to the work-life balance, #mowyrok dedicated to interpersonal communication).

Gender equality and equal pay for work of equal value	<ul style="list-style-type: none"> • The ONDE Group has regulations in place to ensure equal opportunities for employees at the stages of recruitment, setting employment conditions, promotions, access to training, determining the amount of remuneration and prizes/bonuses, as well as dismissal (within the framework of the Diversity Management Policy), • At the Erbud Group level, the ERWoman development programme is implemented, addressed to women who constitute a less represented group in the construction industry. It is open to the staff of the ONDE Group, who take part in it both as participants and as mentors. • The Group measures the ratio of basic salary and remuneration of women to men, by position held.
Customer	In 2024, the ONDE Group planned the first training for employees in the field of personal data protection, conducted early in 2025

[(S1) 37] [(S1) 38(a)] [(S1) 38(b)] [(S1) 38 (c)] [(S1) 40(a)] [(S1) 40(b)] Concerning relevant issues related to its own workforce, the ONDE Group conducts and plans activities to which it allocates appropriate resources. These activities relate collectively to the management of the entity's material impacts, including the prevention of material adverse impacts on the workforce, the reduction of material risks arising from its impact and the exploitation of material opportunities.

[(S1) 37] [(S1) 41] [(ESRS 2) 68(a)] [(ESRS 2) 68(b)] [(ESRS 2) 68(c)] [(ESRS 2) 68(d)] [(ESRS 2) 68(e)] In 2024, the ONDE Group conducted and plans for the future the activities described in the table below. These activities are addressed to all employees of the Group (i.e. own operations) in Poland. The Group undertook actions to ensure or enable corrective measures to be taken in relation to actual material negative impacts as described in the table.

Area	Adverse
Working time	In relation to overtime, the Group monitors the number of overtime hours, and information about overtime is provided to the immediate supervisor. The Group's influence on overtime is linked to the business sector, but the Group prevents it by encouraging to take hours for overtime as days off. Furthermore, the Group provides employees employed under employment agreements with an option for flexible working time. One of the strategic objectives of the entire Erbud Group is to achieve by 2029 the ratio of no more than 10 outstanding days of holiday leave for at least 90% of employees.

	<p>Furthermore, the Group applies the following principles:</p> <ul style="list-style-type: none"> • clear description of working conditions in its internal regulations, • undertaking cooperation only after the relationship is established in writing, • strict observance of all current legislation and industrial standards concerning working time and overtime, • procedures for performing occasional remote work (at positions where this is possible).
Social dialogue	<p>In its impact on social dialogue, the Group uses a variety of forms of communication, including an online platform for dialogue with stakeholders implemented in 2024. Additionally, the Group conducts satisfaction and engagement surveys, as well as training programmes – including those related to communication. At the Erbud Group level, communication channels are expanded with their paper equivalents to reduce the exposure of the line workers to damage. The strategic goal for the entire Erbud Group is to achieve the attendance in the survey of employees' opinions at the level of 51% by 2029 and to adapt the survey form to the employees' expectations. The results of the survey will form the basis for workshops, after which the Erbud Group plans to prepare initiatives dedicated to its own workforce – on the local (national or involving a given branch/company) or the central (group) level.</p> <p>Furthermore, the Group applies the following principles:</p> <ul style="list-style-type: none"> • a regular exchange of information between managers and employees. • At the Erbud Group level, the presence of representatives of employees or trade unions, with whom the regulations on employee matters are consulted.
Work-life balance	<p>At the level of the Erbud Group, the number of used and overdue holiday days is monitored, and when overdue holiday is found, the supervisor of a given employee receives information about this. The ONDE Group also operates the Manager's Dashboard application, implemented at the Erbud Group level, which provides ongoing access to data on the use of holidays. The Group conducts a process of career reviews – in the area of its own workforce, and at the Erbud Group level, the target is to systematically review careers for 70% of non-line employees by 2029.</p> <p>Furthermore, the Group applies the following principles:</p> <ul style="list-style-type: none"> • access to private health care • preferential conditions for sports packages and long-term rental of bicycles

	<ul style="list-style-type: none"> • participation in the initiative Two hours for the family.
Occupational safety and health	<p>The OHS Management System operates in ONDE, according to which: the Group regularly analyses its OHS status, the Group establishes and implements OHS objectives on an annual basis, and trains employees and subcontractors at its construction sites in accordance with the training programme. In line with the ESG strategy, in this area the Erbud Group and the ONDE Group aim at maintaining the level of 0 severe and fatal accidents on construction sites until 2029. Corrective measures in this area include: accident analysis and communication with employees through the OSH application. In the area of communication with employees, the Group provides employees with information about accidents.</p> <p>Furthermore, the Group applies the following principles:</p> <ul style="list-style-type: none"> • identification of potential hazards and ongoing monitoring of health and safety, including through monitoring tools, • regular reporting of OHS matters, • relevant procedures and tools for verification of machinery and equipment, • promoting good OHS practises.
Training and development of skills	<p>In 2024, activities in this area were structured at the level of the Erbud Group. These included: updating the procedure for improving employees' professional qualifications, and the system for handling periodic assessment coming into force. In accordance with the adopted ESG Strategy, the target until 2029 includes an increase in the number of training hours per employee, combined with a revision of the process of collecting data on training hours, as well as with putting into operation of an e-learning system. the planned activities include monitoring the system and evaluation of the actions taken. The baseline value for the number of training hours per employee will be determined on the basis of 2024, and on this basis the percentage value of the planned increase of this number in 2025–2029 will be established.</p> <p>At the ONDE Group level, in 2024, the #ONDEbalance training cycle was conducted for another year in a row. During the reporting period, the #futurewaves training cycle focused on competencies of the future, new technologies, artificial intelligence and cybersecurity. Furthermore, trainings in the field of stress reduction, communication and time management, as well as a webinar were conducted.</p> <p>Furthermore, the Group applies the following principles:</p> <ul style="list-style-type: none"> • analysis of training needs • competence matrix and training plans,

	<ul style="list-style-type: none"> • catalogue of training courses, which can be selected by employees themselves
Gender equality and equal pay for work of equal value	<p>In 2024, diversity management procedures were updated at the Erbud Group level. Actions planned for 2025 include development of a training programme aimed at preventing discrimination. As part of the implementation of corrective measures at the Erbud Group level, a review of women's remuneration by position will be undertaken, as well as verification of data concerning remuneration in the industry, with its comparison with employees' remuneration.</p> <p>Furthermore, the Group applies the following principles:</p> <ul style="list-style-type: none"> • remuneration depends solely on substantive factors
Privacy	<p>As a part of the activities in this area, a GDPR audit was conducted in 2024. During the reporting period, training sessions on personal data protection regulations were also conducted for employees from the human resources and payroll area, as well as e-learning trainings for other employees were launched. At the Erbud Group level, the strategic target in the area of privacy is to have at least 80% of employees dealing with personal data trained in the protection of personal data by 2029.</p> <p>Furthermore, the Group applies the following principles:</p> <ul style="list-style-type: none"> • compliance with laws and internal regulations in the performance of all activities related to personal data.

[(S1) 37] [(ESRS 2) 69(a)] The implementation of these activities does not require significant operating or capital expenditures.

[(S1) 39] The ONDE Group determines the type of actions needed and appropriate in response to negative impacts on its own workforce on the basis of:

- Employee Opinion Surveys at the Erbud Group level,
- employee commitment surveys,
- workshops with employees,
- the double materiality assessment process.

[(S1) 38(d)] Two of the above actions: Employee Opinion Surveys and workshops are also used to track and evaluate the effectiveness of implemented actions and initiatives taken for own workforce.

[(S1) 39] [(S1) 40(b)] The ONDE Group ESG Strategy provides for actions aiming at risk mitigation and oriented on sizing opportunities.

[(S1) 43] The ONDE Group manages material impacts on employees in the manner indicated above, using its own resources.

[(S1) AR 43] The ONDE Group identifies the prospect of an upcoming staffing gap as an external change that is dependent on its own workforce, and can become a risk factor. This is connected with the loss of attractiveness of construction professions in the labour market and the deficit of candidates for physical work.

[(S1) AR 43] Information on measures to mitigate the negative impacts of the ONDE Group transition to a greener, climate-neutral economy is disclosed in the Statement in the SBM-3 requirement.

9.1.5 S1-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

[(S1) 46] The targets related to impacts, risks or opportunities in the area of own workforce were defined in the ESG Strategy for the entire Erbud Group, and in 2024 the Strategy was also adopted by the ONDE Group³². The established targets concern [(ESRS 2) 80(c)] all ONDE Group workforce. [(ESRS 2) 80(h)] [(S1) 47(a)] [(S1) 47(b)] [(S1) 47(c)] The targets were developed with stakeholder engagement, which involved participation in strategic workshops and the double materiality assessment process (at the Group level).

The ONDE Group targets resulting from the Erbud Group's ESG Strategy – in the context of material impacts, risks and opportunities of the ONDE Group – are:

Area	[(S1) 45] [(ESRS 2) 80(b)] [(S1) 46] [(ESRS 2) 80(e)] Target, target level ³³ and time perspective	[(S1) 46] [(ESRS 2) 80(a)] Relationship between the target and regulation	[(S1) 46] [(ESRS 2) 80(d)] Baseline year or value
Working time	At least 90% of all employees of the do not have more than 10 outstanding holiday days - the target until 2029.	The Work Regulations and the <i>Human and labour rights Policy</i> oblige the Group to properly manage the working time of its employees.	On average, 13 days of outstanding holiday leave per employee
Social dialogue	Attendance in the Employee Opinion Survey at the level of 51% - the target until 2029.	The procedure for conducting a dialogue with employee representatives regulates the regularity and nature of meetings at the Erbud Group level.	2023 year – the attendance rate of 41%

³² [(S1) 46] [(ESRS 2) 80 j)] The ESG strategy was adopted by the ONDE Group in 2024. Therefore, in the reporting period the Group was not able to implement processes to monitor and control the achievement of the targets adopted. [(ESRS 2) 80 (i)] Accordingly, no changes were made to the targets and related metrics.

³³ [(S1) 46] [(ESRS 2) 80(b)] All targets adopted in the ERBUD Group are relative.

Work-life balance	At least 90% of employees of the do not have more than 10 outstanding holiday days - the target for 2024–2029.	In the Remuneration Regulations, the travel allowance was introduced as an additional component of remuneration related to the work at various locations.	On average, 13 days of outstanding holiday leave per employee
Occupational safety and health	Maintaining 0 severe and fatal accidents at construction sites - the target for 2024–2029.	Verification of annual targets, the analysis of the OHS status	Baseline year 2023 – 0 fatal and severe accidents
Training and development of skills	An increase in training hours per employee compared to 2024 – the target for 2024–2029. 70% of women and 70% of men subject to career reviews (excluding line workers) - the target for 2024–2029.	The procedure for improvement of professional qualifications describes the rules for participation in training (at the level of the Erbud Group).	The baseline will be set in 2025 on the basis of data for 2024.
Diversity	At least 95% of middle and senior management trained in prevention of discrimination - the target for 2024–2029. Decrease in the wage gap by 10% versus 2023 – the target for 2024–2029.	The diversity management policy promotes a culture of respect for diversity in the workplace, social inclusion, and prevention of exclusion.	2023: <ul style="list-style-type: none"> • unadjusted wage gap – 20% • the rate of training in the prevention of discrimination – 0%
Privacy	At least 80% of employees handling personal data trained in the personal data protection - the target for 2024–2029.	The data protection management procedure governs the obligations of the parties with regard to the processing of personal data.	Baseline level – 0%

[(S1) 46] [(ESRS 2) 80(f)] At the ERBUD Group level, the targets were set using, among others, the provisions of the Labour Code, and privacy protection was also based on the content of the Personal Data Protection Act. Stakeholders were involved in the process of setting targets. The ERBUD Group targets for its own workforce translate into the transparency of the organisation, creating a friendly and inclusive atmosphere, in accordance with the pillar of the strategy #We care for our team, which main objective is to improve working conditions and

employee satisfaction in the Group. The Erbud Group assumed that the established targets would help to reduce and ultimately eliminate the negative impact on its own workforce.

9.1.6 S1-6 – Characteristics of the undertaking's employees

[(S1) 50(a)] [(S1) 50(b) i.] [(S1) 50(b) ii.] [(S1) 50(b) iii.] The tables below present:

- the total number of employees employed and broken down by sex (Table 1) and country for countries where the ONDE Group has at least 50 employees representing at least 10% of the total number of employees (Table 2),
- information on employees by the type of agreement, broken down by sex, including: the total number of permanent employees and broken down by sex, the total number of temporary employees and broken down by sex, and the number of employees for whom working hours are not guaranteed, in total and broken down by sex.

[(S1) 50(c)] The number of employees who left during the reporting period is 155 and the turnover rate³⁴ during the reporting period is 29%.

[(S1) 50(d)] Methods and assumptions used in compiling the data include: [(S1) 50(d) i.] the number of employees is given, [(S1) 50(d) ii.] the data at the end of the reporting period, i.e. 31/12/2024, is provided.

[(S1) 50(f)] The number of employees is consistent with the number of all employees of the Group provided in 6.13 Employment structure in the consolidated financial statements of the ONDE Group for 2024,

Table 1. Number of employees by sex

Sex	Number of employees
Men	393
Women	149
Total employees	542

Table 2. Number of employees in countries where the ONDE Group has at least 50 employees representing at least 10% of the total number of employees

Country	Number of employees
Poland	540

Table 3. Information on employees by the type of agreement, broken down by sex (number of people)

Data as of 31/12/2024		
WOMAN	MAN	TOTAL
Number of employees (integer)		
149	393	542
Number of employees employed for the indefinite period of time (integer)		
114	313	427
Number of employees employed for the specified period of time (integer)		

³⁴The turnover ratio was calculated as a ratio of employees who left the organisation between 01/01/2024 and 31/12/2024 to all employees employed as of 31/12/2024.

0	0	115
Number of employees employed full time (integer)		
143	387	530
Number of employees employed part time (integer)		
6	6	12

9.1.7 S1-8 – Collective bargaining coverage and social dialogue

[(S1) 60] There are no collective agreements in the ONDE Group.

[(S1) 63 a)] The percentage of employees represented by employee representatives in Poland is 95.19% in the ONDE Group.³⁵

[(S1) 63(b)] The ONDE Group does not have any agreements with employees on representation by the European Works Council, the Works Council of a European joint-stock company or the Works Council of a European cooperative.

9.1.8 S1-9 – Diversity metrics

[(S1) 64] Management bodies and one and two levels below the managing bodies have been defined as the top management.

[(S1) 66(a)] The table below provides information on top management broken down by sex. Employment agreements and civil law agreements were included.

Sex	Number of people	% of management personnel
Men	26	78.79%
Women	7	21.21%
Management personnel in total	33	100.00%

[(S1) 66(b)] Number of employees broken down by age:

Age	Number of employees	%employees
Below 30 years	133	24.54%
30–50 years	313	57.75%
Above 50 years	96	17.71%

9.1.9 S1-14 – Health and safety metrics

[(S1) 88(a)]	The number of people belonging to the company own workforce and who are covered by the entity's occupational	The number of people covered by the OHS	Total number of employees
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³⁵ The percentage of employees represented by employees' representatives was calculated as the ratio of the number of ONDE S.A. employees to the number of employees of the entire ONDE Group in Poland as of 31/12/2024.

	health and safety management system based on legal requirements or recognised standards or guidelines	management system	
		604	604
	Percentage of people belonging to the company own workforce and who are covered by the entity's occupational health and safety management system based on legal requirements or recognised standards or guidelines	100%	
[(S1) 88(b)]	The number of fatalities in consequence of work-related injuries and work-related poor health within the entity's own workforce	0	
[(S1) 88(b)]	The number of fatalities in consequence of work-related injuries and work-related poor health for other workers working at the company's premises	0	
[(S1) 88(c)]	The number of work-related accidents subject to the reporting obligation within the entity's own workforce	5	
	The rate of work-related accidents subject to the reporting obligation	3.83	
[(S1) 88(d)]	The number of cases of work-related poor health subject to the reporting obligation (subject to legal restrictions on data collection)	0	
[(S1) 88(e)]	Number of days lost due to work-related injuries and fatalities due to work-related accidents, work-related poor health and fatalities due to poor health	165	
[(S1) 90]	The number of the company's own workforce covered by the occupational health and safety management system that has been developed on the basis of legal requirements or recognised standards or guidelines and has been audited internally, or undergone an audit or certification by an external party	The number of people covered by the OHS management system	Total number of employees
		576	604
[(S1) AR 81]	Where the occupational health and safety management system has been audited or certified, provide information on the norms or standards underlying such audits or certifications	ISO 45001:2018 (ONDE)	

The data is shown as the number of people as of 31/12/2024.

The frequency ratio was calculated according to the formula: number of accidents at work x 1 000 000 / number of manhours worked. To calculate the number of manhours for employees, a statement of employment from

individual months was used. Employees were divided into three groups: supervisors, administration and office, and blue-collar workers. To calculate manhours, the following factor was used in each month: supervisors - 184 h, administration and office - 168 h, and blue-collar workers - 184 h.

9.1.10 S1-16 - Compensation metrics (pay gap and total compensation)

[(S1) 97(a)]	The gender pay gap, defined as the difference in the average remuneration level between female and male employees, expressed as a percentage of the average remuneration level for male employees	13.48%
[(S1) 97(b)] ³⁶	The ratio of the annual total remuneration of the highest-paid person to the median for the annual total remuneration of all employees (except that highest-paid person)	15.99

The pay gap was calculated using the formula:

$$\frac{\text{Average gross hourly rate of female employees} - \text{average gross hourly rate of male employees}}{\text{Average gross hourly rate of male employees}} \times 100$$

When calculating the average hourly rate, the basic remuneration under the agreement was considered as of 31/12/2024, including fixed allowances and variable allowances paid during 2024 and averaged to monthly amounts. Part-time jobs were supplemented pro rata in basic remuneration, including fixed allowances to full-time equivalents. The amounts of remuneration in EURO were converted into PLN according to the exchange rate as of 31/12/2024. The hourly rate was calculated on the basis of the standard 168 hours per month.

The total annual remuneration ratio was calculated on the basis of the formula:

$$\frac{\text{Total annual remuneration of the person earning the highest remuneration at the entity}}{\text{Mediane of the total annual employee remuneration (excluding the person earning the highest remuneration)}}$$

When calculating the total annual remuneration ratio, the basic remuneration under the agreement was considered as of 31/12/2024, including allowances and multiplied by 12 months, and variable allowances paid in 2024. Part-time jobs were supplemented pro rata in basic remuneration, including fixed allowances to full-time equivalents. The amounts of remuneration in EURO were converted into PLN according to the exchange rate as of 31/12/2024. The remuneration of persons with an hourly rate was converted into a monthly rate on the basis of a multiplier of 168 hrs/month.

³⁶ [(S1) 97(c)] The employment level as of 31/12/2024 was considered, in line with the other ratios presented in requirement S1. For this reason, the remuneration (including its variable components) of the Vice-President of the Management Board, Marcin Szerszeń, who announced his resignation on 24 June 2024 with effect from 30 June 2024 (current report 16/2024), was not included.

9.2 ESRS S2 - WORKERS IN THE VALUE CHAIN

[(ESRS 2) 17] The ONDE Group has decided to omit the information required under the ESRS S2 standard, according to the option for Groups not exceeding the average number 750 of employees in the financial year as of the balance sheet date. [(ESRS 2) 17(a)] At the same time, the Group informs that, following a double materiality assessment, some sustainability matters covered by ESRS S2 have been identified as relevant:

- - S2 - Workers in the value chain - Working conditions - Working time
- - S2 - Workers in the value chain - Working conditions - Occupational health and safety
- - S2 - Workers in the value chain - Equal treatment and equal opportunities for all - Training and skills development
- - S2 - Workers in the value chain - Other rights related to work- Child labour
- - S2 - Workers in the value chain - Other rights related to work- Forced labour

Material impacts described in the ESRS 2 SBM-3 disclosure result from the strategy and business model of the Group operating in the construction sector. Negative impacts, mainly affecting the subcontractors of the ONDE Group, result from the specificity of the Group's business sector, which is associated, among others, with compliance with the established work schedules, as well as the possibility of particularly dangerous works to occur.

Negative potential impacts, such as child labour, forced labour, may occur in the ONDE Group's supply chain due to sourcing in part from regions with the increased risk in this area (such as countries in Africa and Asia³⁷).

The ONDE Group has identified a significant positive impact on people working in the value chain related to training and skills development. In fact, this impact is focused on subcontractors in the construction sector, in particular on training and skills development OHS and environmental protection. According to the Group's business model, it is one of the key groups from the perspective of the influence of the ONDE Group.

Important matters concerning employees in the value chain, including the Group's influence, have been addressed in the Erbud Group's ESG Strategy, also adopted by the ONDE Group. The way to include the entity's influence in the Strategy and the business model is to set targets related to material employee matters in the value chain, as described below in ESRS 2 17(b). The specific occupational safety issues for subcontractors are also addressed in the EH&S Management System.

9.2.1.1 [(ESRS 2) 17 b)] Targets related to value chain workers

[(S1) 46] The targets related to material aspects concerning value chain workers were defined in the ESG Strategy for the entire Erbud Group, and in 2024 the Strategy was also adopted by the ONDE Group. The scope of the targets covers the entire Erbud Group, including the ONDE Group. All established targets are relative. A time perspective was adopted until 2029

Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

Area	Target, target level and time perspective
Working time	Implementation of the Supplier Code in all companies of the ERBUD Group The Group aims at covering 100% of key suppliers, subcontractors and partners with social and environmental analysis, and 70% of key

³⁷ Concerning child labour and forced labour, the Group used publicly available information on the regions exposed to this risk.

	<p>suppliers, subcontractors and partners verified in terms of working conditions for value chain workers.</p> <p>The Group plans:</p> <ul style="list-style-type: none"> concerning the target of: 70% of key suppliers verified in terms of working conditions for value chain workers: <ul style="list-style-type: none"> an analysis of 20% of all suppliers with order values exceeding PLN 20 million in 2025, an analysis of 50% of all suppliers with order values exceeding PLN 5 million in 2026–2027, an analysis of 70% of all suppliers with order values exceeding PLN 1 million in 2028–2029,
OHS	0 severe and fatal accidents at construction sites
Training and development of skills	Implementation of the Supplier Code in all companies of the ERBUD Group The Group aims at covering 100% of key suppliers, subcontractors and partners with social and environmental analysis, and 70% of key suppliers, subcontractors and partners verified in terms of working conditions for value chain workers.
Child labour	Implementation of the Supplier Code in all companies of the ERBUD Group The Group aims at covering 100% of key suppliers, subcontractors and partners with social and environmental analysis, and 70% of key suppliers, subcontractors and partners verified in terms of working conditions for value chain workers.
Forced labour	Implementation of the Supplier Code in all companies of the ERBUD Group The Group aims at covering 100% of key suppliers, subcontractors and partners with social and environmental analysis, and 70% of key suppliers, subcontractors and partners verified in terms of working conditions for value chain workers.

[(ESRS 2) 17(b)] Due to the revision of the ESG Strategy in 2024 and its adoption during the period covered by the ONDE Group's Statement, it was not possible to monitor and control the implementation of the new strategic targets during the reporting period.

[(ESRS 2) 17(e)] Material matters relating to value chain workers are covered by the strategic objectives for the Erbud Group, as mentioned in ESRS data point 2 17(b). The ONDE Group has not identified other metrics related to issues associated with value chain workers.

9.2.1.2 [(ESRS 2) 17(c)] Policies related to value chain workers

The ONDE Group has adopted the *Code of Conduct for suppliers of ONDE S.A.*, described in data point G1 15(a).. Value chain workers are also covered by other documents, such as the *Code of Ethics* described in data point G1 7 and indirectly by other policies adopted in the ONDE Group – including *The human and labour rights Policy at ONDE S.A.*, *The diversity management and unequal treatment prevention policy* and the *IMS Policy*, described in data point S1 19. In its contracts with suppliers, ONDE includes clauses relating to selected sustainability matters, while suppliers confirm that they familiarised themselves with the policies in force in the ONDE and undertake to comply with them. More information on management of relationships with suppliers are presented in the G1-2 disclosure requirement.

Information on *Human and labour rights Policy*, including relevant for value chain workers, is included in data point S1 19. ONDE undertakes to all stakeholders to comply with the provisions of:

- The United Nations Universal Declaration of Human Rights,

- Declaration of the International Labour Organisation concerning fundamental principles and rights at work,
- OECD Guidelines for Multinational Enterprises,
- The UN Guiding Principles on Business and Human Rights, and
- Principles of the UN Global Compact.

ONDE S.A. did not note cases of violation of above regulations in 2024 or in earlier years.

The ONDE Group considers the *Human and labour rights Policy* as part of the due diligence process, which aims, among other things, to minimise the potential and actual negative impact on human and labour rights and to actively counteract potential violations. In accordance with the Policy, if it is determined that the activities of the ONDE have led or contributed to an adverse impact on human rights, the organisation provides appropriate corrective measures as part of legal support. If undesirable activities result from business relations, the organisation undertakes to support its business partners in a process of eliminating or minimising the adverse influence, while applying their own mechanisms for management of nonconformities.

In the parent entity, ONDE S.A., mechanisms were implemented, enabling reporting of breaches of any kind, as well as ensuring effective remedies in the case of any breach of human rights. ONDE ensure that reports are handled in a manner that protects the notifier and the confidentiality of the person concerned.

The Group's human rights obligations are also addressed in *The diversity management and unequal treatment prevention policy*, as described in data point S1 19.

The human rights provisions are also included in the *Code of Ethics*, described in data point G1 7.

9.2.1.3 [(ESRS 2) 17(d)] Actions related to value chain workers

A double materiality assessment carried out in 2024 identified the interests, views and rights of value chain workers. Important matters concerning value chain worker, have been addressed in the Erbud Group's ESG Strategy, also adopted by the ONDE Group. The ONDE Group provides communication channels for dialogue with value chain workers and taking their opinions into account, including, in particular, an online dialogue platform. Furthermore, the Group operates an OSH management system, which covers employees of subcontracting companies. In accordance with the IMS, these employees can submit suggestions for improvement and inform about issues requiring attention.

The ONDE Group works with value chain workers on actual and potential impacts by:

- a platform for dialogue with all value chain workers, launched in 2024, which enables, among other things, submitting notifications on the organisation's impact on them,
- providing subcontractors with the possibility of using OSH training and participation of subcontracting employees in actions promoting OSH at the construction site,
- obliging suppliers in contracts to ensure decent and adequate conditions of work and pay, including not to employ children and not to use forced labour – the Group applies standard contractual provisions with suppliers and requires them to confirm that they familiarise themselves with the Group's policies, in particular the policy on human and labour rights, the Code of ethics, the Code of suppliers; where justified, these provisions enable an entity to submit to an audit concerning provision of adequate working conditions for its employees.

These activities are also used to monitor actual or potential impacts. The ONDE Group also monitors them through a dialogue with subcontractor employees, which takes place during the operational activities of the Group's companies directly on construction sites.

These measures also serve to prevent and mitigate negative impacts, and to ensure that the effects of actual negative impacts are corrected.

When the ONDE Group is informed that its activities have led to or contributed to adverse impacts on value chain workers, the organisation provides appropriate corrective measures as part of legal support. If undesirable activities result from business relations, the Group undertakes to support its business partners in a process of eliminating or minimising the adverse influence, while applying their own mechanisms for management of nonconformities. The Group does not have any formal mechanisms for assessing the effectiveness of corrective measures.

The process for handling and reporting complaints is described in *the Rules for Reporting violations of laws, procedures and ethical standards*, and the Statement describes this process in the Disclosure Requirement G1-3. The ONDE Group provides whistleblower protection as described in the Disclosure requirement G1-1.

In the ONDE Group opinion, these actions provide remedies for people affected by actual material influences and serve to prevent or mitigate negative impacts.

The strategic planned activities related to people performing work throughout the value chain are included in the objectives under ESRS data point 2 17(b), in the table 'Objectives for managing significant negative impacts, increasing positive impacts and managing material risks and opportunities'.

The ongoing activities of the ONDE Group in relation to its influence

Material matter related to impacts, risks or opportunities	Conducted activities
Working time	The ONDE Group undertakes actions in response to its negative impact on working time in the value chain (which focuses on tier 1 subcontractors and suppliers in the construction sector) and manages this risk by controlling the working time of employees of subcontracting companies and the way overtime is managed.
Occupational safety and health	<p>The ONDE Group undertakes actions in response to its negative impact on OHS in the value chain (which focuses on tier 1 subcontractors in the construction sector) and manages this risk, associated with a risk of serious accidents at work (concerning subcontractors).</p> <ul style="list-style-type: none"> ▪ The ONDE Group maintains an OHS Management System in accordance with ISO 45001:2018, covering the ONDE Group subcontractors. ▪ The ONDE Group takes into account the provisions of the Construction Safety Partnership and organises the Safety Week at all its sites, and includes activities of employees of subcontractors in these actions.³⁸

³⁸ The Safety Week is an additional activity of the ONDE Group related to counteracting the negative impact in the field of OSH on value chain workers. The Safety Week is organised on a cyclic basis within the framework of the Construction Safety Partnership in cooperation with the National Labour Inspectorate. As part of this training and educational initiative, practical instructions on OSH are recapitulated, as well as meetings are held, for example, with representatives of specialist companies dealing with broadly understood technical safety, the State Fire Service, the Voluntary Fire Service, the Water Volunteer Rescue Service and the State Labour Inspectorate. Environmental activities are also a regular part of the Safety Week, including exercises in readiness and response to environmental incidents.

The Construction Safety Partnership (PBB) is an initiative of general contractors. PBB's mission is to reduce the number of accidents on construction sites by promoting a culture of safety, raising awareness of the hazards associated with working on construction sites, and preventing risks and accidents. The aim of the cooperation between the signatory enterprises and the companies associated in the Construction Safety Partnership is implementation of safety standards, including the introduction of systemic OHS solutions and educational and training activities. Erbud, the ONDE S.A. majority shareholder, is one of the PBB signatories. The

	<ul style="list-style-type: none"> ▪ The Group provides sub-contractor employees with training to raise awareness and culture in OHS and environmental protection ▪ Risks and opportunities are assessed at each construction site for its individual stages, and OHS specialists monitor OHS at construction sites on an ongoing basis, while subcontractors participate in these processes to the extent consistent with the Integrated Management System. ▪ The ONDE Group requires subcontractors to provide employees with access to appropriate protective equipment. ▪ Other activities related to the OHS Management System are described in data point S1 37 and cover employees of subcontractors working on the ONDE Group construction sites.
Training and development of skills	<p>The ONDE Group takes actions that have a positive impact on training and skills development in the value chain (which focuses on tier 1 subcontractors in the construction sector) and takes advantage of the resultant opportunities and manages the risks in this area:</p> <ul style="list-style-type: none"> ▪ The Group influences subcontractor companies in terms of the need to guarantee value chain workers a decent wage and decent working conditions. ▪ The Group includes subcontractor employees in training in accordance with the OHS Management System.
Child labour	<p>The ONDE Group takes actions to address its potential negative impact on child labour in the value chain, influencing subcontractors to ensure that workers in the value chain are guaranteed a decent wage and decent conditions (including by applying the <i>Code of Conduct for suppliers of ONDE S.A.</i>).</p>
Forced labour	<p>The ONDE Group takes actions to address its potential negative impact on forced labour in the value chain, influencing subcontractors to ensure that workers in the value chain are guaranteed a decent wage and decent conditions (including by applying the <i>Code of Conduct for suppliers of ONDE S.A.</i>).</p>

ONDE Group, as a part of the Erbud Group, shares the Construction Safety Partnership values and observes OHS standards in force in it. Furthermore, ONDE is a member of the so-called "Small Construction Safety Partnership".

9.3 ESRS S3 - AFFECTED COMMUNITIES

[(ESRS 2) 17] The ONDE Group has decided to omit the information required under the ESRS S3 standard, according to the option for Groups not exceeding the average number 750 of employees in the financial year as of the balance sheet date. [(ESRS 2) 17(a)] At the same time, the Group informs that, following a double materiality assessment, some sustainability matters covered by ESRS S3 have been identified as relevant:

- S3 - Affected communities - Economic, social and cultural rights of communities - Adequate housing

With regard to the adequate housing, the ONDE Group identifies the negative real impact associated with excessive noise, dust emissions or changes in traffic organisation as a result of the investments being executed.

[(ESRS 2) 17(a)] The impact of the ONDE Group on affected communities is focused on local communities at the own operations stage in the value chain i.e. on communities centred around construction sites. This impact is related to the above-mentioned issues and is associated with its business model and strategy, under which wind farms, photovoltaic farms, and road and engineering construction are executed.

[(ESRS 2) 17(b)] The targets related to these matters were established within the ESG Strategy of the Erbud Group, which has also been adopted by the ONDE Group. The strategic target of the Erbud Group related to reducing the negative impact on the affected communities is to cover 100% of own investments with the procedure concerning relations with communities. The target date to accomplish this is provided in the 2026 Strategy. The baseline year for the target is 2023. The procedure is under development, therefore the baseline value is 0%.

The Erbud Group started working on the development of the community relations procedure in 2024. It also reviewed existing activities and started developing good practises, standards and guidelines for cooperation with local communities. The work is conducted with the participation of the ONDE Group representative. The ONDE Group is working on developing guidelines for communication with local communities. The final work is planned for the first half of 2025.

[(ESRS 2) 17(c)] the ONDE Group does not have a policy related to relevant matters concerning the affected communities. A procedure concerning relations with communities is being developed at the level of the Erbud Group. Additionally, activities related to the management of negative impact result from the Integrated Management System functioning in the ONDE, covering environmental and OHS matters.

[(ESRS 2) 17(d)] The identification of actual or potential impacts on affected communities was performed during the ONDE Group's double materiality assessment process in 2024, with the participation of management and Management Board members. Previously, the ONDE Group identified related matters related to nuisance for local communities within the Integrated Management System. The results of the double materiality assessment were taken into account in the ESG Strategy adopted by the ONDE Group, which is related to the setting of the targets described above in data point 17(b).

The tool used for monitoring impacts on affected communities is communication with local communities, implemented in accordance with accepted methods of dialogue, as described in the SBM-2 Disclosure Statement, Interests and views of stakeholders. In 2024, ONDE S.A. also launched an online platform for dialogue with stakeholders. It enables submitting of suggestions and opinions, as well as questions about the Group's impact on the environment.

Actions taken to prevent and mitigate the Group's impact on affected communities, and to repair or eliminate negative impacts are consistent with the Group's Integrated Management System (IMS). These actions include:

- appropriate handling of hazardous substances and wastes to prevent soil, water and air pollution;
- equipping construction sites with tools to minimise the negative impact of fortuitous events;
- implementation of protection against dust and wind erosion by hardening the main functional parts of a construction site;
- establishing a speed limit for vehicles moving around the construction site, to minimise nuisance related to dust;
- use of geotextiles on fences, which are additionally sprinkled with water and form a barrier to dust;
- use of other methods to reduce the impact on neighbouring buildings and areas, as needed, e.g. by installing sound-absorbing barriers and limiting water runoff to neighbouring plots.

The procedures for handling environmental incidents, including those that may be a source of impact on the affected communities, are included in the documentation of the Integrated Management System. The IMS activities do not have time frames, they are implemented on an ongoing basis depending on the needs, circumstances and nature of the project. The results of such activities are also assessed on an ongoing basis. In 2024, there were no major human rights issues or incidents reported to the ONDE Group, related to the communities affected.

[(ESRS 2) 17(e)] Material issues concerning affected communities are covered by the strategic target for the Erbud Group (covering 100% of own investments with the community relations procedure). The ONDE Group has not established any other metrics related to matters concerning affected communities.



10

CORPORATE GOVERNANCE DISCLOSURES

10.1 ESRs G1 - BUSINESS CONDUCT

10.1.1 G1-1 – Corporate culture and business conduct policies

[(G1) 7] [(G1) 9] Within the ONDE Group, the management of relevant sustainability issues is based on adopted internal documents, including the Code, relevant policies and procedures.

The ONDE Group assesses, develops and promotes corporate culture during, among others, annual interviews, meetings with supervisors, through optimisation of internal practises and processes, as well as during training and onboarding of new employees.

The management bases of the material issues related to sustainable development of the ONDE Group are:

- *The Code of Ethics of ONDE S.A.* for corporate culture,
- *Anti-corruption policy of ONDE S.A.* for prevention and detection of corruption and management of corruption incidents,
- *ONDE S.A. human and employee rights policy*³⁹
- *Rules for reporting violations of the law in ONDE S.A.* in relation to whistleblower protection.

The Code of Ethics is the main document shaping corporate culture in the ONDE Group. It contains a description of the desired attitudes, at the same time defining actions taken when the principles of the Code of Ethics are not observed. [(ESRS 2) 65(b)] It refers to all employees employed under employment agreements and to ONDE S.A. partners, as well as to persons performing work or providing services to the Company in the value chain upstream or downstream, in all locations where the Group operates. The text of the Code complements the existing legal regulations.

[(G1) 7 (ESRS 2) 65(a)] The Code of Ethics describes the principles of conduct, among others, with regard to:

- human and employee rights,
- relations with employees,
- diversity,
- prevention of discrimination,
- sponsoring and social commitment,
- environmental protection,
- OHS,
- corruption prevention,
- transparency,
- information security,
- prevention of conflicts of interest,
- fair competition, relations with business partners,
- responsibility for assets,
- sustainable development,
- innovations,
- environmental protection.

³⁹ The policy description is provided in the disclosure requirement S1-1 – Policies related to own workforce.

[(ESRS 2) 65 f)] The Code is available on the ONDE website to all stakeholders. All employees of the Group are obliged to familiarise themselves with the contents of the Code. Its contents are also presented to newly hired employees.

[(G1) 10(g)] The ONDE Group has not implemented a formal policy for providing training in the Code of Ethics, the Anti-Corruption Policy of ONDE S.A., the Human and labour rights Policy of ONDE S.A. and the Regulations for reporting violations of law in ONDE S.A. Each of the employees of the ONDE Group is obliged to familiarise themselves with the above documents. The Group assesses the need for training covering provisions of these documents on an ongoing basis. [(ESRS 2) 65(c)] The Compliance Officer is the highest tier in the organisation responsible for implementation and performance of the Code.

[(G1) 10(a)] [(G1) 10(c)] Potential violations of the Code (where an individual has information or suspects a violation of ethical standards or applicable laws) can be reported internal and external stakeholders in accordance with the procedure described in the *Rules for anonymous reporting of violations of the law, procedures and ethical standards by employees at ONDE S.A.* The Group also operates the Rules for reporting violations of the Law at ONDE S.A., which defines the way in which whistleblowers are protected within the ONDE Group.

Irregularities can be notified in person or by phone, e-mail or conventional mail. The person receiving the notification conducts a preliminary examination of the report, initially assessing the reliability of the allegations and, when the result of this assessment is positive, decides whether to initiate an inquiry. The inquiry should be initiated no later than within 7 days of receiving the notification. A commission is appointed to conduct the inquiry, headed by the Compliance Officer. Members of the Commission must sign a declaration of a lack of a conflict of interest and on confidentiality. After the inquiry, a summary of the notification is created and made available to the Management Board. The Management Board may notify the Supervisory Board of its content.

[(G1) 10 c)] [(G1) 10 d)] In accordance with the *Rules for reporting violations of law in ONDE S.A.*, whistleblower protection is ensured by:

- ensuring the confidentiality of data when reporting irregularities,
- limiting access to information contained in notifications to the minimum necessary,
- protection against retaliation, including acts of repressive nature, discrimination or other forms of unfair treatment or retaliation.

[(G1) 10(c) ii.] In particular, internal whistleblowers are protected against, e.g., refusal to enter into an employment relationship, termination or termination without notice of an employment agreement, reduction in remuneration, suspension of promotion, transfer to a lower position, and disadvantageous change in the place of work or work schedule.

G1) 10(c) i.] *The rules for anonymous reporting of violations of the law, procedures and ethical standards by employees at ONDE S.A.* have been communicated to all employees and partners of the ONDE Group. Additionally, in December 2024, the Management Board adopted the *Rules for reporting violations of the law* in accordance with the Act on the Protection of Whistleblowers adopted in 2024. In the period covered by the Statement, no training was conducted for employees related to the content of the *Rules for reporting violations of the law*, which are scheduled for 2025. However, the training was provided to people appointed to receive and verify the notifications.

[(G1) 7] [(G1) 10(b)] [(ESRS 2) 65(a)] The ONDE Group has the *Anti-Corruption Policy of ONDE S.A.* adopted by the ONDE Management Board. The provisions of the Policy are inspired by international conventions, and in particular by: the United Nations Convention against Corruption, the Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, and provisions of standards recommended for the compliance management system on counteracting corruption and the whistleblower protection system in companies listed on markets organized by the Warsaw Stock Exchange S.A.

Key provisions of the Policy include:

- obligations of employees, management, and the company concerning corruption prevention
- defining the most common corrupt behaviours,
- areas at a particular risk of corruption,
- rules for accepting and giving gifts or invitations,
- information on ways to avoid conflicts of interest and areas of identification of conflicts of interest,
- obligations of employees and members of the bodies,

- information about reporting violations of the Policy.

Reporting information about violations and the ways of its handling are conducted in accordance with *the Rules for reporting violations of law in ONDE S.A. or the Rules for anonymous reporting of violations of the law, procedures or ethical standards by employees in ONDE S.A.*

[(ESRS 2) 65(b)] It refers to all employees and partners of ONDE S.A., including management, as well as to persons performing work or providing services to the Company in the value chain upstream or downstream, in all locations where the Group operates. [(ESRS 2) 65(c)] The Compliance Officer is the highest tier in the organisation responsible for implementation and performance of the Policy.

[(G1) 10 h)] The Policy identifies areas that are particularly at risk of corruption. They include:

- Receiving and giving business presents, and financial and intangible gains of other kind, to develop and maintain business relations;
- Selection of suppliers of services and goods;
- Preparing or participation in public tenders;
- Contracting obligations and making purchases in the name and on behalf of the Company;
- Conclusion of agreements, of importance due to their nature, conditions, or an entity with which a given contract is concluded;
- Making payments in the name of the Company;
- Relations with business partners, including suppliers;
- Obtaining permits and positive decisions of national offices;
- Inspections conducted by state or regulatory bodies;
- External audit.

The Group also analysed functions and positions in terms of their exposure to corruption. The following persons were considered as the most exposed to the risk of corruption:

- Decision-makers at commercial departments,
- Decision-makers at the Central Purchasing Division,
- Branch directors and deputy directors,
- Management Board at subsidiaries,
- Project managers.

[(G1) 10 e)] The Group has not implemented additional procedures beyond the requirements of the Whistleblowers Protection Act, transposing EU Directive 2019/1937.

In accordance with the provisions of the Policy, the Group operates a register of benefits in which information about business gifts given or received by employees of a value exceeding PLN 200 is collected

10.1.2 G1-2 – Management of relationships with suppliers

[(G1) 12] In 2024, ONDE S.A. implemented the *Procedure for selection of suppliers and subcontractors in ONDE S.A.*, which precisely defined the rules for selecting contractors of the company. In the ONDE, when selecting suppliers or subcontractors, criteria such as previous cooperation, and financial and equipment resources are taken into account.

[(G1) 15 b)] One of the mandatory conditions for a supplier to be accepted in the bidding process is the submission by the supplier of a statement regarding its compliance with the law and matters related to environmental protection and business ethics.

In addition, the Company includes in contracts with suppliers clauses relating to selected sustainability matters. After signing the contract, suppliers are obliged to comply with the provisions of the *Code of Conduct for suppliers of ONDE S.A.* described below.

Notwithstanding the above, ONDE S.A. has OHS and environmental protection requirements for subcontractors, resulting from the Integrated Management System. They are described in detail in relevant forms and instructions. Verification of subcontractors in terms of meeting these requirements covers 4 stages, from bidding, through negotiations and contract, preparation for execution, and execution.

[(G1) 15(a)] [(ESRS 2) 65(a)] [(ESRS 2) 65(b)] In ONDE S.A., the *Code of Conduct for suppliers of ONDE S.A.* was adopted in 2024. It covers suppliers of goods and services, subcontractors and their employees upstream and downstream of the ONDE Group value chain, regardless of geographical area. Suppliers are required to ensure compliance with the Code by all entities within their supply chain. The provisions of the Code address impacts, risks and opportunities of the Group in relation to people working in the value chain. The obligation to comply with the provisions of the Code applies during cooperation with the Company within the framework of concluded agreements.

The Code contains a set of rules that the Company expects suppliers to adhere to, in the following areas:

- Observance of human rights;
- Ensuring decent and non-discriminating conditions of work;
- Preventing corruption;
- Conflict of interests;
- Fair competition;
- Entertainment and gifts;
- Fiscal integrity;
- Prevention of money laundering and financing of terrorism;
- Ethical standards of business operations;
- Management of environmental impact;
- Sourcing and use of raw materials;
- Responsible management of the social and environmental impact of its activities, including minimisation of pollutant emissions into the environment, responsible waste management and handling of hazardous materials;
- Safety at work and employees' health;
- Confidentiality;
- Data protection.

In the field of human rights, the Code includes provisions relating, among others, to prohibition of child labour, prohibition of forced labour, ensuring safe and healthy working conditions, freedom of association, as well as no tolerance to discrimination, mobbing and sexual exploitation.

[(ESRS 2) 65(c)] The Compliance Officer is the highest tier in the organisation responsible for implementation and performance of the Code. [(ESRS 2) 65 d)] The Code refers to the United Nations Universal Declaration of Human Rights, the Declaration of the International Labour Organisation, concerning fundamental rules and rights at a workplace, the OECD Guidelines for Multinational Enterprises, the UN Guiding Principles on Business and Human Rights, and the UN Global Compact principles, [(ESRS 2) 65(e)] The provisions of the Code are consistent with the interests of suppliers confirmed during the double materiality assessment. [(ESRS 2) 65 f)] The Code is available to value chain workers, e.g. on the website of the ONDE Group parent company.

[(G1) 15(a)] Mitigation of risks related to suppliers has been developed jointly for the ERBUD Group, of which the ONDE Group is a part:

The risk identified during the double materiality assessment	Risk management methods
A risk of termination of business relationships due to non-compliance with environmental management and human rights requirements.	<ul style="list-style-type: none"> • Code of Conduct for Suppliers • Procedure for selection of suppliers and subcontractors in ONDE S.A. • ESG clauses in contracts with subcontractors • Supplier selection card

Risks associated with supply chain disruptions	Diversification of suppliers
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[(G1) 14] [(ESRS 2) 62] The ONDE Group does not have a policy implemented to prevent late payments, as the need for a formal policy related to this area was not identified during the reporting period.

10.1.3 G1-3 Prevention and detection of corruption and bribery

[(G1) 16] [(G1) 18(a)] [(G1) 7] [(ESRS 2) 65(a)] Matters concerning prevention, investigation and response to allegations or incidents related to corruption or bribery are governed by the *Anticorruption Policy of ONDE S.A.*. It includes a broad definition of corrupt behaviours, including paid protection or influence peddling, bribery, and bid rigging. The policy objectives include ensuring transparency of actions towards stakeholders and counteracting corrupt behaviours of people acting on its behalf or in its name. The Policy is a declaration of no tolerance for any form of corruption. The Policy specifies obligations of employees, management, and the ONDE concerning corruption prevention. In the event of a violation of the Policy (including in the event of corruption incidents) or the possibility of such a violation, employees are obliged to notify this situation through appropriate channels, as provided for in the Policy.

[(ESRS 2) 65(b)] The scope of the Policy covers all employees of the Group, as well as its associates, including those performing work downstream and upstream in the value chain, in all locations where the Group operates. [(ESRS 2) 65(c)] The Compliance Officer is the highest tier in the organisation responsible for implementation and performance of the Policy. [(ESRS 2) 65(e)] The Policy content and amendments are subject to consultation with employee representatives.

Ways of responding to corruption incidents are also specified in the Policy. Violations of the Policy can be notified to the Compliance Officer in person or by phone, e-mail or conventional mail. A separate e-mail address or note in the case of conventional mail is provided for cases when the notification concerns a Compliance Officer. The procedure in the case of notification is governed by the *Rules for anonymous reporting of violations of the law, procedures and ethical standards by employees at ONDE S.A.*

The person receiving the notification conducts a preliminary examination of the report, initially assessing the reliability of the allegations and, when the result of this assessment is positive, decides whether to initiate an inquiry. A commission is appointed to conduct the inquiry, headed by the Compliance Officer. It may also include external experts, if necessary.

[(G1) 18(b)] No formal provision were introduced to ensure the inquiry committee is independent from the management structures involved in the case.

[(G1) 18 c)] After the completion of the inquiry, a summary of the notification is created, which is made available to the Management Board (in special cases directly to the Supervisory Board). The Management Board may notify the Supervisory Board of its content. The results of the proceedings and recommendations of corrective actions may also be added to the agenda of the Management Board meeting.

[(G1) 20] [(ESRS 2) 65 f)] The *Anti-Corruption Policy of ONDE S.A.* is an open document, available, among others, on the website of the parent Company for stakeholders (in Polish) and on the intranet for employees. Information about the Policy is also disseminated via e-mail so that employees of the entity and subcontractors can get acquainted with it. Information about the Policy is provided during onboarding meetings.

[(G1) 24(b)] The newly recruited employees of the ONDE Group are acquainted with and confirm understanding of the anti-corruption procedures. All employees, including management and the Management Board, also participate in anti-corruption training. The training formula allows its participants to actively participate and ask questions in case of any doubts. At the level of the Erbud Group, a training platform has also been operating since 2024, through which employees can get acquainted with the basic contents of the Policy.

Suppliers of goods and services, including subcontractors, are required to read the Policy and comply with its provisions. The contractual provisions refer to this matter. The provisions of the Policy state that violation of the provisions of the Policy by contractors may result in termination of cooperation.

[(G1) 21] [(G1) 21(a)] [(G1) 21(b)] [(G1) 21(c)]

Information on anti-corruption and anti-bribery training

	Functions at risk	Administrative, management and supervisory bodies	Other own workforce
Training scope			
Total	25	11	593
Total number of people attending training	16	2	232
Training method and duration			
	online, 1 hour	online, 1 hour	online, 1 hour
Frequency			
	annual	annual	annual
Topics covered			
Anti-corruption and bribery; corruption – definition, forms	x	x	x
Legal regulations	x	x	x
Other forms of corruption	x	x	x
Influence peddling	x	x	x
Bid rigging	x	x	x
Abuse of trust/mismanagement	x	x	x
Nepotism, conflict of interest	x	x	x
ERBUD Group gifts policy	x	x	x
Register of benefits	x	x	x
Reporting violations	x	x	x

10.1.4 G1-4: Confirmed incidents of corruption or bribery

[(G1) 22] The ONDE Group S.A. did not report any corruption activity during the reporting period.

Information on incidents related to corruption or bribery in the reporting period.

[(G1) 24 9a)] The number of sentences for violating anti-corruption and anti-bribery laws	0
[(G1) 24 9a)] The amount of fines for violating anti-corruption and anti-bribery laws	0

10.1.5 G1-5 – Political influence and lobbying activities

[(G1) 27] In the process of double materiality assessment, ONDE specified its own sub-topic ‘Membership in organisations whose activities include lobbying related to the RES area’. The Company does not directly engage in such activities and has no obligations associated with exercising political influence, It also does not make any financial or material contributions of a political nature.

ONDE belongs to the following organisations associated with the RES area:

- The Polish Wind Energy Association - an active member;
- The Polish Energy Storage Association – a member;
- The Polish Photovoltaics Association - an active member;
- The Polish Association of Solar Energy – a member;
- The Lithuanian Wind Power Association – a member,
- The Association “Z Energia o Prawie” – a supporting member;

[(G1) 30] No member of the Management or the Supervisory Boards held a comparable position in public administration (including regulatory bodies) in the current reporting period or in the two preceding years.

10.1.6 G1-6 Payment practices

[(G1) 31] The companies from the ONDE Group comply with the contractual provisions contained in individual contracts with suppliers and with the provisions of the Act of 8 March 2013 on counteracting excessive delays in commercial transactions (consolidated text Journal of Laws of 2023, item 1790). The Group does not have special payment terms for specific categories of suppliers, including SMEs.

[(G1) 33 (a)] The average time it takes for the ONDE Group to settle an invoice from the date on which contractual or statutory payment term begins to run is 30 days⁴⁰.

[(G1) 33 b)] [(G1) 33 d)] Standard payment terms in the ONDE Group in Poland provide for different settlement dates, adapted to the specific nature of the projects. These are 7, 14, 21, 30, 60 or 90 days.

The percentage of payments complying with the above standard terms (i.e. invoices paid on time) is 66.89%. The Group did not classified suppliers into categories.

Despite different payment dates, schedules of accounts payable are always adjusted to the payment schedule agreed with an Investor at a given construction site, which enables timely payment of amounts due to partners and maintaining of financial liquidity.

[(G1) 33 c)] The number of unsettled court actions related to delays in payments is 0.

10.1.7 Additional information related to the ONDE Group – information on own topic “Educational activities related to supporting scientific innovation in RES areas”

The SOFIA grant programme, organised by ONDE SA, is an initiative supporting young scientists whose research and innovative projects can contribute to the development of renewable energy sources in Poland. It is designated for students and PhD students involved in the work on new technologies supporting the energy transition.

In 2024, during the final gala of the third edition of the Programme in Toruń, prizes were awarded to three laureates: Maja Grodzka from the Bydgoszcz University of Technology, who works on the use of fuel cells in RES systems and energy storage, Gabriela Hodacka from the Krakow University of Technology, working on the recycling and regeneration of graphite from used batteries, and Róża Łopusiewicz, a leader of AGH Solar Plane team, which builds a solar plane for applications such as monitoring and rescue operations. Each of the winners received a grant of PLN 20,000 for further development of their projects.

⁴⁰ [(G1) 33 (d)] [(ESRS 2) 77(a)] [(ESRS 2) 77(c)] the methodology for calculating the average invoice settlement time is based on an analysis of actual payment terms in relation to a date of document issuing. The data is aggregated on the basis of an internal accounting system, taking into account all transactions that meet the contractual criteria. The term is calculated as the arithmetic mean for all accounts payable in a given accounting period.

STATEMENT OF THE ONDE S.A. MANAGEMENT BOARD

The Management Board statement on financial statements and report on operations

(in accordance with Article 70.1.6 of the Minister of Finances Regulation of 29 March 2018 concerning current and periodic information provided by issuers of securities and conditions for considering as equivalent information required by regulations of a state not being a Member State)

The ONDE S.A. Management Board represents that according to its best knowledge, the consolidated financial statement of the ONDE Group for 2024 and the financial statement of ONDE S.A. for 2024, as well as comparable data, were prepared in accordance with current accounting principles and reflect in a true, reliable and clear way the property and financial situation of the Company and the Group, as well as financial performance of the Company and the Group. Furthermore, the annual report on operations of the ONDE Group, containing a report on operations of ONDE S.A., contains a true picture of development, achievements and situation of ONDE S.A. and the ONDE Group, including description of basic risks and hazards.

Management Board information on appointing an auditing company

(in accordance with Article 70.1.7 and Article 71.1.7 of the Minister of Finances Regulation of 29 March 2018 concerning current and periodic information provided by issuers of securities and conditions for considering as equivalent information required by regulations of a state not being a Member State)

On a basis of the statement of the Company Supervisory Board, the ONDE S.A. Management Board informs that the Supervisory Board appointed the auditing company conducting an annual audit of separate and consolidated financial statements for 2024 in accordance with applicable legislation, including on appointment of an auditing company, and taking into account internal regulations of ONDE S.A. in that respect.

Furthermore, the Company Management Board indicates that:

- the auditing company PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. and members of a team performing an auditing of the Company annual financial statement and the ONDE Group consolidated financial statement for 2024 met conditions for drawing up an objective and independent report on the audit of annual audit separate and consolidated financial statements in accordance with current regulations, professional standards and principles of professional conduct;
- the Company adheres to current regulations concerning rotation of an auditing company and a key expert auditor, and applicable periods of grace.
- The Company has a policy for selection of an auditing company and a policy on providing to the Company by an auditing company, an affiliate of an auditing company, or a member of its network additional services other than an audit, including services conditionally exempted from a ban of being provided by an auditing company.

SIGNATURES OF THE MEMBERS OF ONDE S.A. MANAGEMENT BOARD

Paweł Przybylski

Piotr Gutowski

Paweł Średniawa

Marek Marzec



President of the
Management Board



Vice-president of the
Management Board



Vice-president of the
Management Board



Vice-president of the
Management Board

Toruń, 24 March 2025