

Independent Statutory Auditor's Report on the Audit
of Separate Annual Financial Statements of
Fabryki Mebli "FORTE" S.A.
for the financial year ended
31 March 2024

Mazars Audyt Sp. z o.o.
ul. Piękna 18
00-549 Warsaw

INDEPENDENT STATUTORY AUDITOR'S REPORT ON THE AUDIT OF SEPARATE ANNUAL FINANCIAL STATEMENTS

Translation of the document originally issued in Polish

To the General Meeting and the Supervisory Board of Fabryki Mebli "FORTE" S.A. [a joint stock company]

Report on the Audit of Separate Annual Financial Statements

Opinion

We have audited the separate annual financial statements of Fabryki Mebli "FORTE" S.A. ("the Company"), which comprise the separate statement of financial position as at 31 March 2024, the separate statement of comprehensive income, the separate statement of changes in equity, the separate statement of cash flows for the financial year from 1 April 2023 to 31 March 2024 and notes to separate financial statements, including accounting policies and explanatory notes ("separate financial statements").

In our opinion, the accompanying separate financial statements:

- give a true and fair view of the Company's property and financial position as at 31 March 2024, and of its financial performance and its cash flows for the financial year then ended in accordance with the applicable International Financial Reporting Standards approved by the European Union and the adopted accounting principles (policy);
- comply with the applicable legislation and with the provisions of the Company's Articles of Association as to the form and content;
- have been prepared based on the accounting books kept properly, in accordance with Chapter 2 of the Accounting Act of 29 September 1994 ("the Accounting Act" - Journal of Laws of 2023, item 120 as amended).

The present opinion is consistent with the additional report to the Audit Committee that we issued on 20 June 2024.

Basis for Opinion

We conducted our audit in accordance with National Standards on Auditing as per International Standards on Auditing adopted by resolution of the National Council of Statutory Auditors No. 3430/52a/2019 of 21 March 2019 regarding national standards on auditing and other documents, as amended, and resolution of the Council of the Polish Agency for Audit Oversight No. 38/1/2022 of 15 November 2022 on national standards on quality control and National Standard on Auditing 220 (Revised) (“NSA”), as well as according to the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 (“the Act on Statutory Auditors” - Journal of Laws of 2023, item 1015 as amended) and Regulation (EU) No 537/2014 of 16 April 2014 on specific requirements regarding statutory audit of public-interest entities and repealing Commission Decision 2005/909/EC (“EU Regulation” - Official Journal of the European Union L 158/77 of 27 May 2014, as amended). Our responsibility under those standards has been further described in “Statutory Auditor’s Responsibilities for the Audit of the Separate Financial Statements” section of our report.

We are independent of the Company in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) of the International Ethics Standards Board for Accountants (“the IESBA Code”), adopted by resolution of the National Council of Statutory Auditors No. 3431/52a/2019 of 25 March 2019 on the principles of professional ethics for statutory auditors, as amended, and other ethical requirements which are applicable to the audit of financial statements in Poland. We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. During the audit the key statutory auditor and the audit firm remained independent of the Company in accordance with the independence requirements specified in the Act on Statutory Auditors and with the EU Regulation.

We believe that the audit evidence that we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of matter

We draw attention to note 3, 24 and 35 of the Company’s notes to the separate financial statements, which describe the issue of the Company’s current financial and liquidity position, as well as the ongoing negotiations with banks to make the Company’s financing arrangements more consistent. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in the auditor’s professional judgment, were of most significance in the audit of the separate financial statements for the current reporting period. These include the most significant assessed risks of material misstatement, including the assessed risks of material misstatement due to fraud. These matters were addressed in the context of our audit of the separate financial statements as a whole and in forming our opinion thereon, and we summarized our responses to these risks, and, where deemed appropriate, presented the most important observations related to these risks. We do not provide a separate opinion on these matters.

Key audit matter	How our audit responded to this matter
<p><u>Revenue recognition</u></p> <p>The revenues from sales disclosed in the separate statement of comprehensive income for the period from 1 April 2023 to 31 March 2024 amounted to PLN 920,401 thousand.</p> <p>The correctness of the revenue recognition is an inherent industry risk. This results from the complexity of terms and conditions included in the sales contracts. These terms and conditions are subject to frequent changes and need to be adequately reflected in the sales system, increasing the risk of error.</p> <p>Moreover, revenues are considered to be a key audit matter due to the inherent fraud risk.</p> <p>The Company presented the disclosures concerning revenues in note no. 9.1 of the notes to the separate financial statements.</p>	<p>Our audit procedures included in particular:</p> <ul style="list-style-type: none"> - a review of the accounting principles concerning the revenue recognition and related significant judgments and estimates; - understanding and evaluating the internal control environment, including the recognition and presentation of revenues from sales; - an evaluation of IT systems used in the revenue recognition process; - confirming, on a selected sample, the existence and correct recognition of the revenues and revenue-reducing items in the books; - on a selected sample, an analysis of balance confirmations received from clients or, alternatively, verification of payments made after the balance sheet date; - assessing the correctness and completeness of disclosures regarding revenues.

Responsibilities of the Management Board and Supervisory Board for the Separate Financial Statements

The Company's Management Board is responsible for preparing, based on the accounting books properly kept, the separate financial statements that give a true and fair view of the Company's property and financial position and its financial performance in accordance with International Financial Reporting Standards approved by the EU and adopted accounting principles (policy), as well as with the relevant legislation and with the provisions of the Company's Articles of Association. The Company's Management Board is also responsible for such internal control as the Management Board determines is necessary to enable the preparation of separate financial statements that are free of material misstatement, whether due to fraud or error.

When preparing the separate financial statements, the Company's Management Board is responsible for assessing the Company's ability to continue as a going concern, as well as for disclosing, if applicable, matters related to going concern and for adopting the going concern assumption as an accounting basis, unless Management Board either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Management Board and members of the Supervisory Board are obliged to ensure that the separate financial statements meet the requirements set out in the Accounting Act. Members of the Supervisory Board are responsible for supervising the financial reporting process of the Company.

Statutory Auditor's Responsibilities for the Audit of the Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with the NSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.

The scope of audit does not include assurance as to the future profitability of the Company and effectiveness or efficiency of running the Company's affairs by the Management Board at present or in the future.

According to principles of the NSA, we exercise professional judgement and maintain professional scepticism throughout the audit, as well as:

- we identify and assess risks of material misstatement of separate financial statements, whether due to fraud or error, we design and perform audit procedures responsive to those risks and we obtain audit evidence which is sufficient and appropriate to provide a basis for our audit opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- we obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control in the Company;
- we evaluate the appropriateness of the accounting principles (policy) used and the reasonableness of the accounting estimates and related disclosures made by the Management Board of the Company;
- we conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, as to whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- we evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence and that we will communicate all relationships and other matters that may reasonably be thought to bear on our independence, and, where applicable, related safeguards.

From the matters communicated to the Audit Committee, we determine those matters that were of most significance in the audit of the separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation preclude their public disclosure or when, in exceptional circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Information, including the Management report

Other information includes information contained in the annual report, except for separate financial statements and our audit report ("Other Information").

Under Article 55 (2a) of the Accounting Act the Management report of the Fabryki Mebli "FORTE" S.A. Group and of the Company for year ended at 31 March 2024 were prepared jointly.

Responsibility of the Management Board and Supervisory Board

The Company's Management Board is responsible for preparing Other Information in accordance with the applicable regulations.

The Company's Management Board and members of the Supervisory Board are obliged to ensure that the Management Report along with the corporate governance statement, which is a separate part of this Management Report and a separate non-financial report specified in Article 49b (9) of the Accounting Act, meet the requirements set out in the Accounting Act.

Statutory Auditor's Responsibility

Our opinion on the audit of the separate financial statements does not cover the Other Information. In connection with our audit of the separate financial statements, our responsibility is to read the Other information and, in doing so, consider whether the Other Information is materially inconsistent with the separate financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. In accordance with the Act on Statutory Auditors, our responsibility is also to give an opinion whether the management report has been prepared in accordance with applicable regulations and whether it complies with information contained in the separate financial statements. Moreover, we are obliged to communicate whether the Company prepared a separate non-financial report and issue an opinion whether the Company included the required information in the corporate governance statement.

Opinion on the Management Report

Based on the work performed during the audit, in our opinion, the Management Report:

- has been prepared in accordance with Article 49 of the Accounting Act and paragraph 70 of the Regulation of the Minister of Finance of 29 March 2018 on Current and Periodic Information Provided by Issuers of Securities and Conditions of Recognition of Information Required under the Regulations of the non-EU Member State as Equivalent ("Regulation on Current Information" -Journal of Laws of 2018, item 757 as amended),
- is in line with information contained in the separate financial statements.

Opinion on Corporate Governance Statement

In our opinion, the Company included information specified in paragraph 70 (6) item 5 of the Regulation on Current Information in the corporate governance statement. Moreover, in our opinion, information specified in paragraph 70 (6) item 5 c-f, h and i of this Regulation comprised in the corporate governance statement is compliant with the applicable provisions and information contained in the separate financial statements.

Information on Non-financial Information

In accordance with the Act on Statutory Auditors we inform that the Company prepared non-financial statement specified in Article 49b (1) of the Accounting Act as a separate part of the Management Report.

We have not conducted any assurance works regarding the non-financial information statement and we do not express any assurance about it.

Other Information Statement

Moreover, according to our knowledge of the Company and its environment obtained during the audit, we declare that we have not identified any material misstatement in the Management Report and the Other Information.

Report on Other Legal and Regulatory Requirements

Declaration on Non-audit Services

To the best of our knowledge and belief, we declare that the non-audit services we have provided to the Company and its subsidiaries are lawful and compatible and in accordance with provisions applicable in Poland and that we did not provide any services that would not be an audit and that are prohibited as defined in the Article 136 of the Act on Statutory Auditors and Article 5 (1) of the EU Regulation. Services not being an audit of financial statements that we have provided to the Company and its subsidiaries in the audited period are specified in the note 28 of the Company's Management report.

Appointment of an Audit Firm

We were appointed to conduct the audit of the Company's separate financial statements based on the resolution of the Supervisory Board of 28 January 2021 and again based on the resolution 9 August 2023. We have been auditing the separate financial statements of the Company continuously, starting from the financial year ended 31 December 2021, i.e. for 3 consecutive years.

The key statutory auditor responsible for the audit that was the base of this independent statutory auditor's report is Jarosław Bochenek.

Acting on behalf of Mazars Audyt Sp. z o.o. with its registered office in Warsaw, ul. Piękna 18, entered on the list of audit firms under no. 186, on behalf of which the key statutory auditor audited the separate financial statements.

Jarosław Bochenek

Signed on the Polish original

Key Statutory Auditor

No 90 086

forv/s
mazars

Warsaw, 20 June 2024