

Appendix 1 to Resolution No. 15/2020 of the Supervisory Board of INTER CARS S.A. of May 7th 2020

Report of the Supervisory Board of Inter Cars S.A.

on assessment of the Company's financial statements for 2019, the Directors' Report on the Company's operations in 2019, and the Management Board's proposal regarding distribution of the Company's net profit for 2019

This report on assessment of the Company's financial statements for 2019, the Directors' Report on the operations of the Inter Cars Group in 2019, prepared together with the Directors' Report on the operations of the Company in 2019, and the Management Board's proposal regarding distribution of the Company's net profit for 2019 has been prepared in accordance with Art. 382.3 of the Commercial Companies Code, for submission to the General Meeting, and includes the Supervisory Board's assessment of the separate and consolidated financial statements of Inter Cars S.A. and the Inter Cars Group for the year ended December 31st 2019, and the Directors' Report on the operations of the Inter Cars Group in the year ended December 31st 2019, prepared together with the Directors' Report on the operations of Inter Cars S.A., in terms of their consistency with the books, documents and facts, as adopted by the Supervisory Board's Resolution No. 5/2020 of April 17th 2020. This document also includes the report on assessment of the consolidated financial statements of the Inter Cars Group for 2019.

The Directors' Report on the operations of the Inter Cars Group in the financial year 2019, prepared together with the Directors' Report on the operations of the Company in 2019, as well as the separate and consolidated financial statements, contain all necessary information on the operations of the Company and its Group in the financial year, and the Supervisory Board gives a favourable assessment of the reports and financial statements. In the opinion of the Supervisory Board, the Company's financial statements and periodic reports are prepared in accordance with applicable laws and the accounting policies applied by the Company.

The financial statements have been audited in accordance with applicable laws by an independent auditor appointed by PricewaterhouseCoopers Polska Spółka z ograniczoną odpowiedzialnością Audyt Sp. k. of Warsaw (formerly: PricewaterhouseCoopers sp. z o.o. of Warsaw), an audit firm, who issued an unqualified opinion on the financial statements. The Supervisory Board reviewed the independent auditor's audit reports, and obtained all necessary information on results of the audit from the Supervisory Board's Audit Committee; the Supervisory Board has not expressed any reservations or presented any comments pertaining to the above. The Supervisory Board also approved, by Resolution No. 5/2020 of April 15th 2020, the Supervisory Board's assessment of the separate and consolidated financial statements of Inter Cars S.A. and the Inter Cars Group for the year ended December 31st 2019, as well as the Directors' Report on the operations of the Inter Cars Group in the year ended December 31st 2019, prepared together with the Directors' Report on the operations Inter Cars S.A., in terms of their consistency with the books, documents and facts.

Therefore, the Supervisory Board decided to submit for approval by the General Meeting the following documents submitted by the Management Board, which the Supervisory Board has favourably assessed and approved: the Directors' Report on the operations of the Inter Cars Group in 2019, prepared together with the Directors' Report on the operations of the Company in 2019, the Company's separate financial statements for the financial year 2019 together with the independent auditor's report, comprising: (i) Balance sheet as at December 31st 2019, showing total assets and total equity and liabilities of **PLN 3,486,970 thousand** (three billion, four hundred and eighty-six million, nine hundred and seventy thousand złoty); (ii) Statement of profit or loss for the period January 1st–December 31st 2019, showing net profit of **PLN 154,975 thousand** (one hundred and fifty-four million, nine hundred and seventy-five thousand złoty); (iii) Statement of changes in equity for the financial year January 1st–December 31st 2019, showing an increase in equity of **PLN 144,916 thousand** (one hundred and forty-four million, nine hundred and sixteen thousand złoty); (iv) Statement of cash flows for the financial year January 1st–December 31st 2019, showing a net decrease in cash of **PLN 6,316 thousand** (six million, three hundred and sixteen thousand złoty); (v) Supplementary information, comprising the introduction and notes to the financial statements; as well as the consolidated financial statements of the Inter Cars Group for the financial year 2019, together with the independent auditor's audit report, comprising: (i) Consolidated balance sheet of the Inter Cars Group as at December 31st 2019, showing total assets and total equity and liabilities of **PLN 4,423,893 thousand** (four billion, four hundred and twenty-three million, eight hundred and ninety-three thousand złoty); (ii) Consolidated statement of profit or loss of the Inter Cars Group for the financial year January 1st–December 31st 2019, showing net profit of **PLN 227,096 thousand** (two hundred and twenty-seven million, ninety six thousand złoty); (iii) Statement of changes in consolidated equity of the Inter Cars Group for the financial year January 1st–December 31st 2019, showing an increase in equity of **PLN 217,514 thousand** (two hundred and seventeen million, five hundred and fourteen thousand złoty); (iv) Consolidated statement of cash flows of the Inter Cars Group for the financial year January 1st–December 31st 2019, showing a net increase in cash of **PLN 28,672 thousand** (twenty eight million, six hundred and seventy-two thousand złoty); (v) Supplementary information, comprising the introduction and notes to the consolidated financial statements.

Furthermore, the Supervisory Board favourably assessed, acknowledged and approved the Management Board's proposal to transfer the entire net profit for 2019, amounting to **PLN 154,974,364.54** (one hundred and fifty-four million, nine hundred and seventy-four thousand, three hundred and sixty-four zloty, 54/100) to statutory reserve funds. At the same time, the Supervisory Board gives a favourable assessment of the Management Board's decision to depart from the Company's dividend policy for 2017-2019 (adopted and announced by the Management Board on May 9th 2017) in view of the economic uncertainty caused by the SARS-CoV-2 pandemic.

The Supervisory Board recommended that the General Meeting pass a resolution to distribute the Company's profit for 2019 as proposed by the Management Board.

Supervisory Board of Inter Cars S.A.