

# Merger of Apator SA with Apator Elkomtech SA

Extraordinary General  
Shareholders Meeting of  
Apator SA  
Toruń, 18.10.2021





- Consolidation of the Electricity Segment is driven by Strategy goals for 2019-2023:
  - ✓ I stage merger Apator Elkomtech SA with Apator Control sp. z o.o. (2019)
  - ✓ II stage: merger of Apator SA with Apator Elkomtech SA (2022)
  - ✓ Next steps planned

- Cost optimization, achieving synergy effects



- Development of a comprehensive product offering, servicing common customer groups
- Strengthening of the Apator brand



- Joint sales team
- Building relationships, organizational culture
- Simplification of the structure of the Apator Group and higher flexibility of organization

# Business benefits of the merger

## Development of the product offer

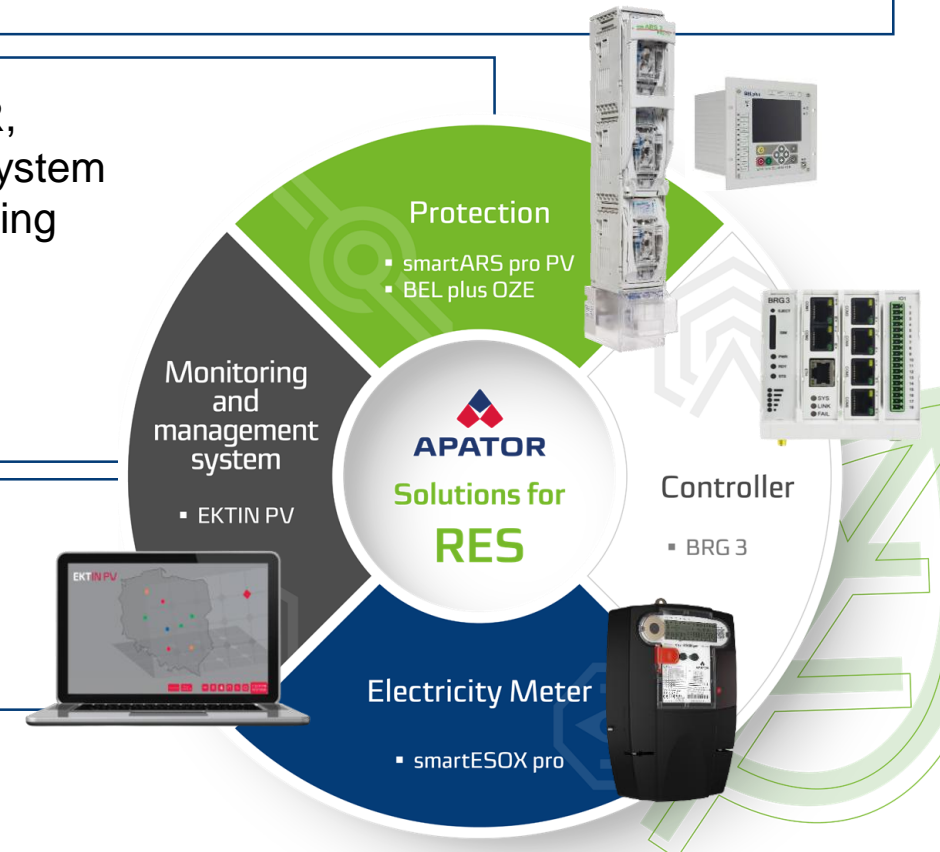
- Sales of complex solutions for the market (hardware + ICT)
- Exploitation of market opportunities resulting from RES development
- Development of energy efficiency solutions

## Cost optimization

- Reduce costs associated with support functions (e.g. HR, Finance, Administration), avoid duplicate costs (e.g. IT system implementations, finance and accounting activities, auditing)
- Purchasing and logistics synergies
- Standardization and unification of business processes

## Organizational flexibility

- Alignment human resources with business needs
- Close cooperation between R&D teams, product managers and sales departments
- Easier implementation of changes and improvements





## Company's history

**1949**

launch

**1997**

WSE listing

**2004 - 2014**

Development of strong Capital Group (Pafal, Metrix, Rector, Powogaz, Elkomtech)

**2012**

Construction of a modern production center in the PSEZ in Ostaszewo

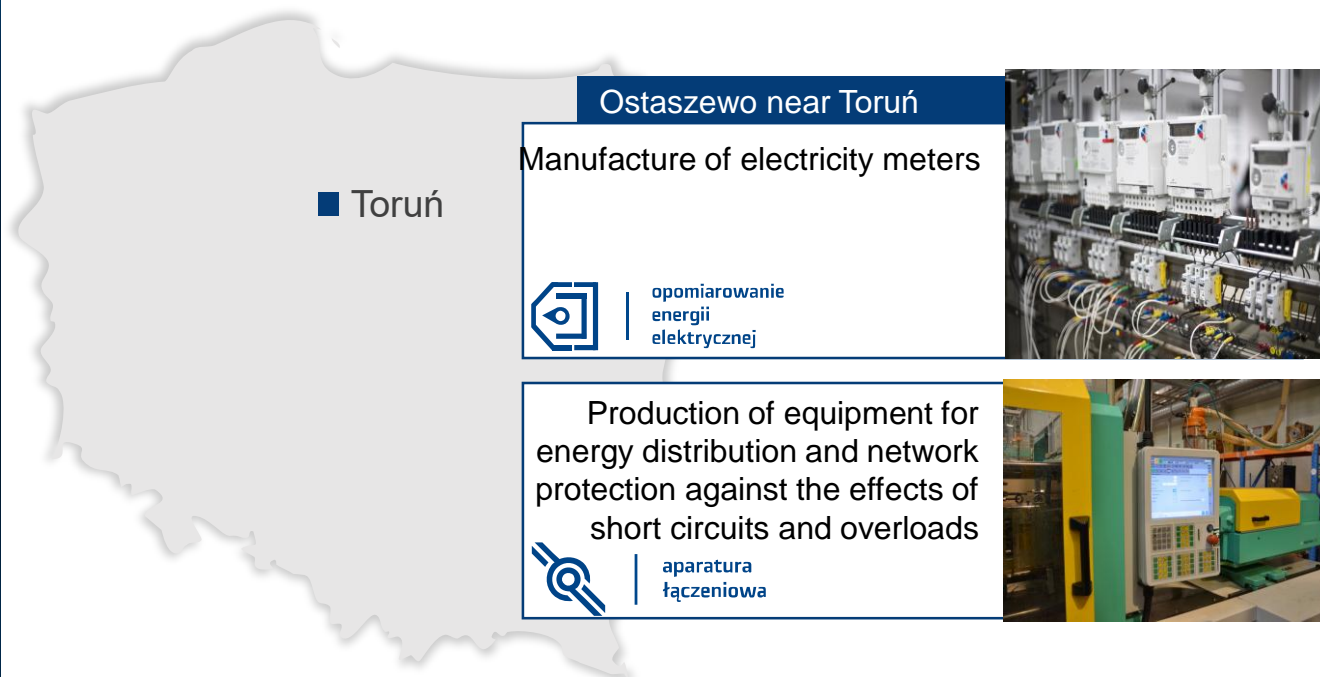
**2019**

Solutions for RES

# Apator SA profile

### Business activity description

Leading manufacturer of metering equipment and systems and switchgear, parent entity of the Apator Group, listed on Warsaw Stock Exchange



### Key data

**2020**

Revenues	PLN 353 424 thousand
EBITDA	PLN 41 640 thousand
Net profit	PLN 51 555 thousand

Number of employees	647
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Main markets	Poland, Germany, Russia, Lithuania
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Main customers	power plants, industry
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### Main products





## Company's history

**1989**  
launch

**2014**  
Joining the Apator Group

**2019**  
Aquisition of the Apator Control (Toruń)

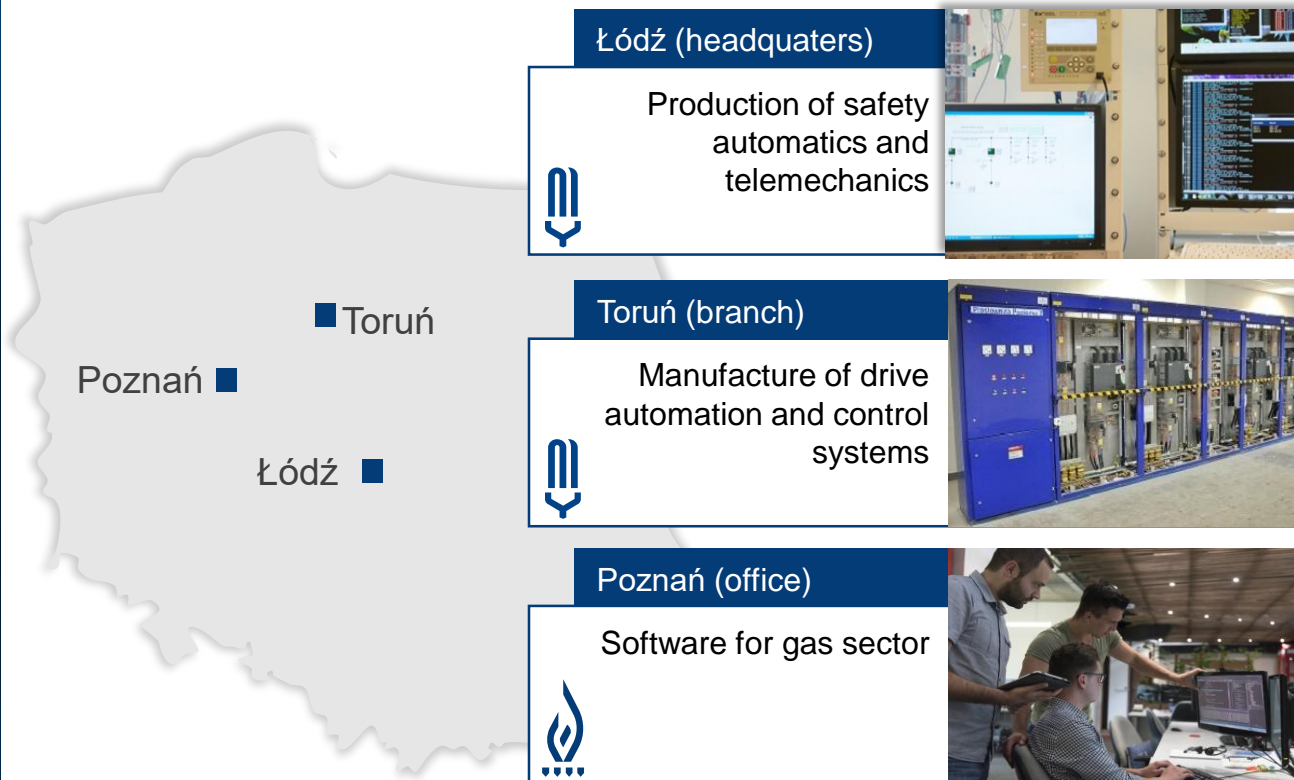
**2020**  
acquisition of an organized part of Atrem SA (ICT department - systems for gas)

development of systems for RES

# Apator Elkomtech SA profile

### Business activity description

Supplier of SCADA class control and supervision systems as well as solutions supporting power grid management



Key data	2020
Revenues	PLN 50 087 thousand
EBITDA	PLN 8 855 thousand
Net profit	PLN 3 485 thousand

Number of employees	179
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Main markets	Poland
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Main customers	power plants, industry, construction, metallurgy
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### Main products



**MST2**



**EKTIN**



**BELplus**

# Return on investment in Elkomtech

Period: 2014-2021

Purpose of the acquisition

- "Missing link" in the Apator Group - comprehensive service of power companies in the scope of smart systems and equipment
- Strengthening of the competence of Grupa Apator in the field of data communications, electronics and network automation
- Development of the offer towards integrated measurement and readout systems

Acquisition price

- **PLN thousand 98 412**, incl. **PLN 8 412 thousand cash**

Profit transfer

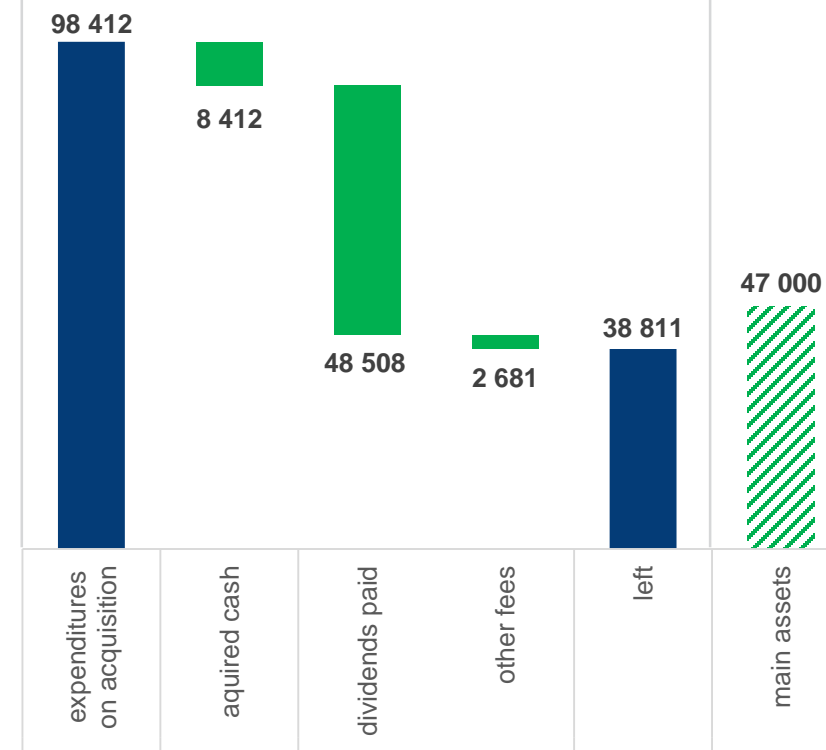
- Paid dividend: **PLN 48 508 thousand** (2014-2021)
- Other fees: **PLN 2 681 thousand** (2015-2021)

Assets and liabilities (as at 01.08.2021)

- Value of main assets: **PLN 47 000 thousand**
- Fixed assets: **PLN 31 859 thousand**, including headquarters in the center of Łódź
- Working capital: **PLN 18 939 thousand**
- Long-term liabilities and short-term loans: **PLN 3 875 thousand**

## Return on investment

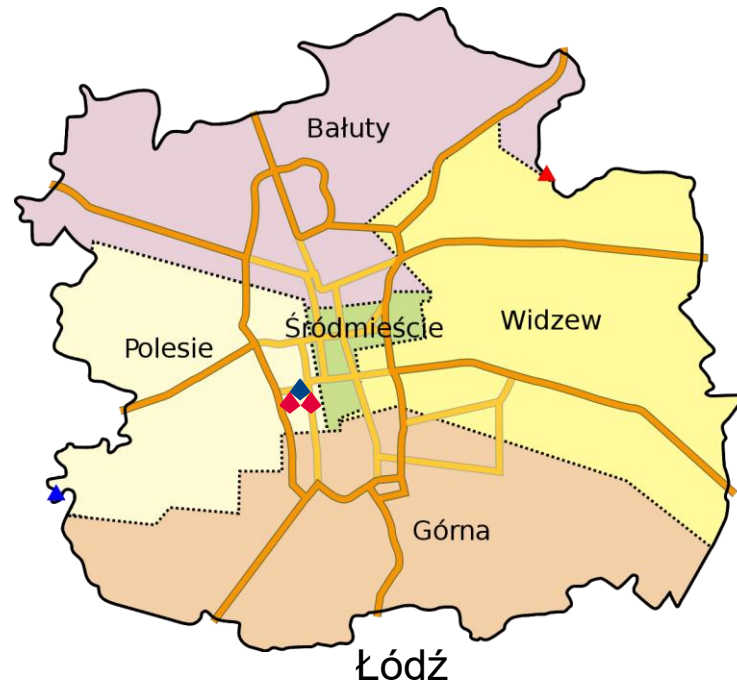
As of 17.10.2021 r. (PLN thousand)



# The headquarters of Apator Elkomtech on the map

Attractive location

- Center of Łódź
- Intensive development of residential projects around the site
- Increase in land value
- Target relocation



# The headquarters of Apator Elkomtech on the map

Wizualizacja  
Czerwiec 2021  
Lipiec 2020



Attractive location



Łódź

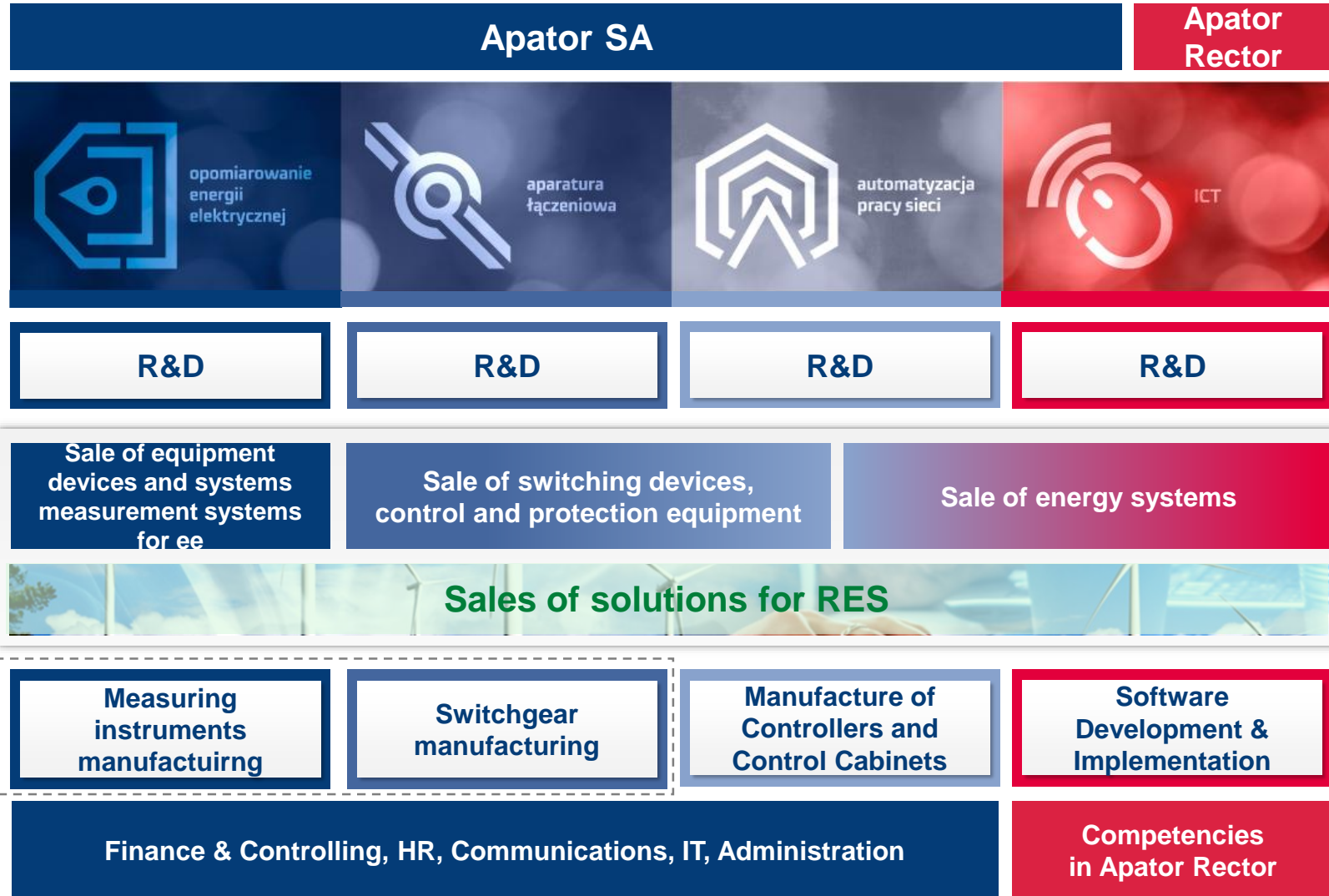
Source: Murapol.pl

# Consolidation of the EE segment



**electricity**

- electricity metering
- switchgear
- control and supervision systems
- ICT



# Merger plan

The merger plan was made available in current reports 34/2021, 34/2021K and on the website [www.apator.com](http://www.apator.com) and [www.apator.com/pl/elkomtech](http://www.apator.com/pl/elkomtech)

## Entities

- In merger take part the companies being in the Apator Group: Apator SA with headquarters in Toruń (the acquiring company) and Apator Elkomtech SA with headquarters in Łódź (the acquired company).

## Merger mode and method

- As Apator SA is the only shareholder of Apator Elkomtech SA, the merger will be made in simplified mode (art. 516 §6 of Polish Commercial Companies Code):
  - ✓ by transferring all assets of Apator Elkomtech SA to Apator SA
  - ✓ without increasing the share capital
  - ✓ without issuing new shares
  - ✓ no benefits are granted to the members of the bodies or other persons participating in the merger

## Schedule

- On 1st January 2022 Apator SA will take over all rights and obligations of Apator Elkomtech SA including the property right of property and Apator Elkomtech SA will be dissolved on the day of registration of the merger in KRS in Toruń.

## Significant changes to the merger plan

- There have been no material changes in assets and liabilities since the merger plan was prepared.

Thank you for your attention

Executive Board of Apator SA

