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INTERIM CONDENSED STANDALONE
FINANCIAL STATEMENTS
FOR THE FIRST HALF OF 2021

XTPL S.A.

XTPL Spółka Akcyjna, a joint stock company having its registered office at ul. Stabłowicka 147, 54-066 Wrocław, entered in the business register of the National Court Register kept by the District Court for Wrocław-Fabryczna, VI Commercial Division of the National Court Register under KRS No. 0000619674 (“XTPL”, “XTPL S.A.”, “Company”, “Entity”, “Parent Company”, “Issuer”), NIP: 9512394886, REGON: 361898062.

As at 30 June 2021 (“Balance Sheet Date”), the share capital of XTPL S.A. amounted to PLN 202,922.20 and consisted of 2,029,222 shares with a nominal value of PLN 0.10 each.

XTPL S.A. forms the XTPL Group (“Group”, “XTPL Group”). This document contains the interim condensed standalone financial statements of XTPL.

The Group includes the parent company and subsidiaries: XTPL Inc. with its registered office in the USA, and TPL Sp. z o.o. with its registered office in Wrocław, fully controlled by XTPL S.A. (“Subsidiaries”, “Subsidiary Undertakings”, “XTPL Inc.”, “TPL sp. z o.o.”).

This report (“Report”) is interim condensed standalone financial statements of XTPL S.A. for the period from 1 January 2021 to 30 June 2021 (“Reporting Period”) prepared in accordance with the International Financial Reporting Standards approved for application in the EU.

Unless indicated otherwise, the source of data in the Report is XTPL S.A. The Report publication date (“Report Date”) is 28 September 2021. As at the Report Date, the share capital of XTPL S.A. amounted to PLN 202,922.20 and consisted of 2,029,222 shares with a nominal value of PLN 0.10 each (“Shares”).

“Regulation on current and financial reports” – the Finance Minister’s Regulation of 29 March 2018 on current and periodic reports released by the issuers of securities and the conditions for equivalent treatment of the information required by the laws of non-member states.

“Accounting Act” – the Accounting Act of 29 September 1994.

Due to the fact that the activities of XTPL S.A. have a dominant impact on the Group’s operations, the information presented in the Management Report (contained in a separate document) relates to both to XTPL S.A. and XTPL Group, unless indicated otherwise.

Unless stated otherwise, the financial data are presented in thousands.

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Selected standalone figures and key information about the Issuer

1 Selected standalone figures

Figures in PLN thousand	1 January – 30 June 2021		1 January – 30 June 2020	
	PLN	EUR	PLN	EUR
Net revenue from sale of products and services	143	31	43	10
Revenue from grants	605	133	893	201
Profit (loss) on sales*	-939	-207	-990	-223
Profit (loss) before tax*	-4,722	-1,038	-5,631	-1,268
Profit (loss) after tax*	-4,722	-1,038	-5,631	-1,268
Depreciation/amortization	154	34	257	58
Net cash flows from operating activities	-1,945	-428	-3,061	-689
Net cash flows from investing activities	-1,886	-415	-311	-70
Net cash flows from financing activities	-4	-1	9,249	2,082
Figures in PLN thousand	30 June 2021		31 December 2020	
Owner's equity	7,164	1,585	10,737	2,327
Short-term liabilities	2,796	618	1,097	238
Long-term liabilities	3,234	715	3,198	693
Cash and cash equivalents	6,462	1,429	10,298	2,232
Short-term receivables	577	128	735	159
Long-term receivables	454	100	33	7

*in point 2.1.5 the impact of the non-cash settlement of the incentive system on the Company's results is presented

2 Key information about the Issuer

<u>Business name:</u>	XTPL Spółka Akcyjna
<u>Registered Office:</u>	Wrocław
<u>Address:</u>	Stabłowicka 147, 54-066 Wrocław
<u>KRS:</u>	0000619674
<u>NIP:</u>	9512394886
<u>REGON:</u>	361898062
<u>Registry Court:</u>	District Court for Wrocław-Fabryczna, VI Commercial Division of the National Court Register
<u>Share capital:</u>	PLN 202,922.20 paid in full
<u>Phone number:</u>	+48 71 707 22 04
<u>Website:</u>	www.xtpl.com
<u>Email:</u>	investors@xtpl.com

The Company has the status of a public company. Since 20 February 2019, its shares have been listed on the regulated (parallel) market operated by the Warsaw Stock Exchange.

As regards financial reporting, the Company uses IASs/ IFRSs.

The Company's financial year is from 1 January to 31 December.

Management Board

As at the Balance Sheet Date and the Report Date, the Management Board performed its duties in the following composition:

Name
Filip Granek, PhD – CEO
Jacek Olszański – Management Board Member

Supervisory Board

As at the Balance Sheet Date and as at the Report Date, the Supervisory Board performed its duties in the following composition:

Name
Wiesław Rozłucki, PhD – Supervisory Board Chairman
Bartosz Wojciechowski, PhD – Deputy Chairman of the Supervisory Board
Andrzej Domański – Deputy Chairman of the Supervisory Board
Beata Turlejska-Zduńczyk – Supervisory Board Member
Piotr Lembas – Supervisory Board Member
Professor Herbert Wirth – Supervisory Board Member.

2.1 XTPL Group

2.1.1 Group structure

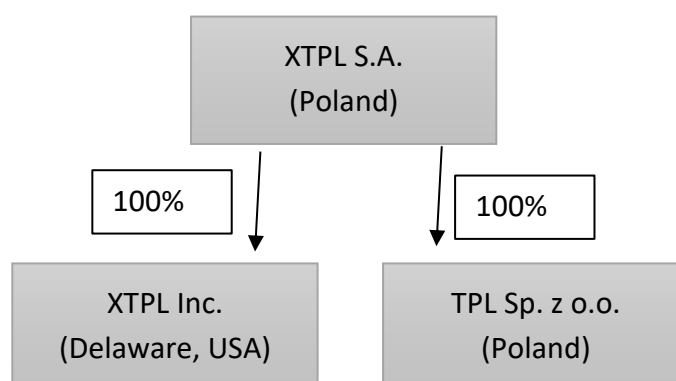
The corporate group XTPL S.A. was established on 31 January 2019.

On 31 January 2019, XTPL S.A. acquired all shares in XTPL Inc., a newly formed entity based in the state of Delaware, United States. The share capital of XTPL Inc. is USD 5,000. XTPL S.A. acquired 100% of the stock at the nominal price. XTPL INC. is consolidated using the line-by-line method.

On 3 November 2020, the Issuer acquired all shares in TPL sp. z o.o. based in Wrocław. The shares in the share capital of TPL were acquired without remuneration, but as a donation from each of the TPL shareholders to the Issuer.

Under an agreement with the Issuer, TPL acts as the administrator of the Issuer's employee incentive scheme, which is an important part of managing and motivating the Issuer's employees and collaborators, contributing to the Issuer's business development and value generation.

Structure of XTPL Group as at the Report Date:



2.1.1 Branches

Not applicable. Neither the Parent Company nor its Subsidiary have any branches.

2.1.2 Non-arms length transactions with related entities

Not applicable. As part of the group, no transaction was made with any related party on non-commercial terms.

2.1.3 Proceedings before courts and other bodies

No significant judicial, arbitration or administrative proceedings are pending in relation to liabilities or receivables of the Issuer.

2.1.4 Guarantees given

Not applicable. Neither the Issuer nor its Subsidiary provided any guarantees in the Reporting Period.

2.1.5 Extraordinary factors and events having a significant impact on the condensed financial statements

In the Reporting Period, in the statement of comprehensive income the Company recognized the cost of the incentive scheme for employees and collaborators based on the Parent Company's shares. The date of recognition of costs was the moment when the persons covered by the scheme were offered the purchase of the shares. The cost of the scheme (fair value of the shares issued) was estimated at PLN 1,149 thousand and was fully taken to the profit or loss of the current period.

Recognition of the scheme's costs of PLN 1,149 thousand has no impact on the Company's assets or financial position, or its ability to service its obligations. The scheme's costs are a non-cash in nature, and reflect the value of shares transferred (net of their purchase price paid by scheme participants). This transaction did not cause any changes in the measurement of assets, the level of equity or the company's ability to generate revenues in the future. The shares transferred also did not cause additional dilution of the existing stock as they had been issued in the first half of 2017 (and were intended for the incentive scheme).

The table below presents XTPL's result for the period from 1 January 2021 to 30 June 2021 with and without the effect of the incentive scheme.

STATEMENT OF COMPREHENSIVE INCOME	WITHOUT THE INCENTIVE SCHEME	WITH THE INCENTIVE SCHEME
	PLN`000	PLN`000
Continued operations		
Revenue from sales	748	748
Revenue from research and development services	7	7
Revenue from the sale of products	136	136
Revenue from grants	605	605
Cost of sales	1,447	1,687
Research and development expenses	1,447	1,687
Cost of finished goods sold		
Gross profit (loss)	-699	-939
General and administrative expenses	2,675	3,584
Other operating income	1	1
Other operating costs	–	–
Operating profit (loss)	-3,373	-4,552
Financial revenues	135	135

Financial expenses	335	335
Profit/ loss before tax	-3,573	-4,722
Income tax	–	–
Net profit (loss) on continued operations	-3,573	-4,722

2.1.6 Achievement of financial forecasts

Not applicable. The Issuer has not decided to publish financial forecasts.

2.1.7 Explanation of seasonality or business cycles

Not applicable. The Group's activity is not subject to seasonality or business cycles.

2.1.8 Acquisition of own shares

Not applicable. None in the Reporting Period.

2.1.9 Other information

Employment as at the Balance Sheet Date – 32 people.

Interim condensed standalone financial statements

3 Interim condensed standalone financial statements

3.1 Condensed standalone statement of financial position

ASSETS	NOTE	30.06.2021 PLN'000	31.12.2020 PLN'000
Non-current assets		5,692	3,891
Property, plant and equipment	2	2,266	988
Intangible assets	1	2,972	2,870
Long-term receivables		454	33
Current assets	12	7,502	11,141
Inventories		382	90
Trade receivables		15	4
Other receivables		562	731
Cash and cash equivalents		6,462	10,298
Other assets		81	18
Total assets		13,194	15,032
EQUITY AND LIABILITIES	NOTE	30.06.2021 PLN'000	31.12.2020 PLN'000
Total equity		7,164	10,737
Share capital		203	203
Supplementary capital		8,129	16,311
Reserve capital		3,926	2,777
Retained profit (loss carried forward)		-372	-372
Profit (loss) after tax		-4,722	-8,182
Long-term liabilities		3,234	3,198
Long-term financial liabilities		3,234	3,198
Short-term liabilities	12	2,796	1,097
Trade liabilities		635	373
Short-term financial liabilities		-	0
Other liabilities		937	724
Deferred income		107	-
Advances for grants		1,117	-
Total equity and liabilities		13,194	15,032

3.2 Interim condensed standalone statement of comprehensive income

STATEMENT OF COMPREHENSIVE INCOME	NOTE	1.01.2021 – 30.06.2021 PLN'000	1.01.2020 – 30.06.2020 PLN'000
Continued operations			
Revenue from sales	13, 27	748	936
Revenue from research and development services		7	20
Revenue from the sale of products		136	23
Revenue from grants		605	893
Cost of sales	14	1,687	1,926
Research and development expenses		1,687	1,926
Gross profit (loss)		-939	-990
General and administrative expenses	14	3,584	4,399
Other operating income		1	136
Other operating costs		–	14
Operating profit (loss)		-4,522	-5,267
Financial revenues		135	212
Financial expenses		335	576
Profit/ loss before tax		-4,722	-5,631
Income tax		–	–
Net profit (loss) on continued operations		-4,722	-5,631
Discontinued operations		-	-
Net profit (loss) on discontinued operations		-	-
Net profit (loss) on continued and discontinued operations		-4,722	-5,631
Other comprehensive income		-	-
Total comprehensive income		-4,722	-5,631
Net profit (loss) per share (in PLN)			
On continued operations			
Ordinary		-2.33	-2.96
Diluted		-2.33	-2.96
On continued and discontinued operations			
Ordinary		-2.33	-2.96
Diluted		-2.33	-2.96
number of shares		2,029,222	1,904,222

3.3 Interim condensed standalone statement of changes in equity

STATEMENT OF CHANGES					
IN EQUITY PLN`000	Share capital	Supplementary capital	Reserve capital	Retained profit (loss carried forward)	Total
As at 1 January 2021	203	16,311	2,777	-8,554	10,737
Comprehensive income:	-	-	-	-4,722	-4,722
Profit (loss) after tax	-	-	-	-4,722	-4,722
Transactions with owners:	-	-8,182	1,149	8,182	1,149
Issue of shares	-	-	-	-	-
Incentive scheme	-	-	1,149	-	1,149
Distribution of profit	-	-8,182	-	8,182	-
As at 30 June 2021	203	8,129	3,926	-5,094	7,164
As at 1 January 2020	190	18,726	13,026	-25,050	6,892
Comprehensive income:	-	-	-	-5,631	-5,631
Profit (loss) after tax	-	-	-	-5,631	-5,631
Transactions with owners:	-	-11,652	-1,802	24,678	11,224
Issue of shares	-	-	9,250	-	9,250
Incentive scheme	-	-	1,974	-	1,974
Distribution of profit	-	-11,652	-13,026	24,678	-
As at 30 June 2020	190	7,074	11,224	-6,003	12,485

3.4 Interim condensed standalone statement of cash flows

STATEMENT OF CASH FLOWS	NOTE	1.01.2021	1.01.2020
		30.06.2021	30.06.2020
		PLN'000	PLN'000
Cash flows from operating activities	15		
Profit (loss) before tax		-4,722	-5,631
Total adjustments:		2,776	2,570
Depreciation/amortization		154	257
FX gains (losses)		-27	-102
Interest and profit distributions (dividends)		-69	-122
Profit (loss) on investing activities		271	572
Change in the balance of provisions		107	44
Change in the balance of inventories		-291	-
Change in the balance of receivables		-46	233
Change in short-term liabilities, except bank and other loans		364	-285
Change in prepayments/accruals		1,164	-1
Other adjustments		1,149	1,974
Total cash flows from operating activities		-1,945	-3,061
Cash flows from investing activities	15		
Inflows		-	57
Disposal of tangible and intangible assets		-	2
Repayment of long-term loans		-	50
Interest on financial assets		-	5
Outflows		1,886	368
Acquisition of tangible and intangible fixed assets		1,534	3
Acquisition of financial assets		-	-
Long-term loans granted		353	365
Total cash flows from investing activities		-1,886	-311
Cash flows from financing activities	15		
Inflows		-	9,250
Contributions to capital		-	9,250
Bank and other loans		-	-
Outflows		4	1
Repayment of bank and other loans		-	-
Finance lease payments		-	1
Interest		4	-
Total cash flows from financing activities		-4	9,249
Total cash flows from investing activities		-3,835	5,877
Change in cash and cash equivalents:		-3,836	5,878
- change in cash due to FX differences		-1	-1
Cash and cash equivalents at the beginning of the period		10,298	4,154

Cash and cash equivalents at the end of the period, including:		6,463	10,031
– restricted cash		–	–

3.5 Notes

Note 1 Intangible assets

OTHER INTANGIBLE ASSETS	figures in PLN thousand	30.06.2020	31.12.2020
Acquired concessions, patents, licenses and similar rights		21	8
Intellectual property rights		–	–
In-process development expenditure		2,951	2,862
Total (net)		2,972	2,870
Previous write-off		1,174	1,163
Total (gross)		3,807	4,033

All intangible assets are the property of the Company; none of these assets are used based on any rental, lease or a similar contract. The intangible assets are not used as collateral. As at 30 June 2021, the Company did not have any agreements whereby it would be required to purchase any intangible assets. In 2021 and 2020, no impairment charges were posted for intangible assets.

Note 2. Property, plant and equipment and significant acquisitions

PROPERTY, PLANT AND EQUIPMENT	figures in PLN thousand	30.06.2021	31.12.2020
Technical equipment and machines		283	256
Vehicles		–	–
Other fixed assets		564	168
Tangible assets under construction		1,418	564
Total (net)		2,266	988
Previous write-off		1,530	1,373
Total (gross)		3,796	2,361

Fixed assets under construction include expenses related to the construction of prototype printing device as part of the subsidy project implemented and devices intended for rental / sale. All tangible assets are the property of the Company; none of these assets are used based on any rental, lease or a similar contract. The Company did not use its tangible assets as collateral. In 2021 and 2020, no impairment charges were posted for tangible assets.

SIGNIFICANT ACQUISITIONS OF TANGIBLE ASSETS	figures in PLN thousand	01.01.2021 - 30.06.2021	01.01.2020 - 31.12.2020
3D printer		107	–
XTPL printers		–	92
Computer sets		23	18
Confocal microscope		400	–
Pressure control system and other		15	–
Anti-vibration system and laminar chamber		–	–

Office equipment	4	–
Total significant acquisitions	549	110

Note 3. Significant liabilities on account of purchase of tangible assets

In the reporting period, the Company did not incur any significant liabilities on account of purchase of tangible assets. As at 30 June 2021, the Company did not have any agreements whereby it would be required to purchase any fixed assets.

Note 4. Changes in the classification of financial assets as a result of a change in the purpose or use of these assets

In the reporting period no changes were made in the classification of financial assets.

Note 5. Impairment allowance for financial assets, tangible assets, intangible assets or other assets and reversal of the impairment allowance

Loan granted to the subsidiary.

Due to the results of the subsidiary XTPL Inc. as the Balance Sheet Date, the Management Board of XTPL S.A. assessed the value of the loans granted to the subsidiary in terms of impairment of assets. The Management Board is of the opinion that the probability of XTPL Inc. obtaining revenues as a result of a license agreement signed by the subsidiary in 2021 is low, and for this reason decided to create an impairment allowance for full value of the tranches paid out from 1 January 2021 to 30 June 2021, i.e. PLN 271 thousand.

Note 6. Long-term receivables

Long-term receivables	figures in PLN thousand	30 June 2021	31 December 2020
Loans granted		422	–
Security deposits		33	33
Shares		–	–
Total long-term receivables		454	33

Note 7. Write-down of inventories to their net recoverable amount and reversal of the write-down

In the reporting period no write-down for inventories was created or reversed.

Note 8. Change in the balance of provisions

CHANGE IN THE BALANCE OF PROVISIONS	figures in PLN thousand	01.01.2021 - 30.06.2021	01.01.2020 - 31.12.2020
Balance at the beginning of the period		318	302

increased/ created	112	749
utilization	–	63
release	2	670
Balance at the end of the period	428	318

The change in provisions presented in the table above relates to provisions created for unused annual leaves by the Company's employees and provisions for business travel expenses. The above provisions are presented in the statement of financial position under other liabilities.

Either in the reporting period or in prior years, the Company did not create any provisions for restructuring costs.

Note 9. Types and amounts of changes in estimates presented in prior interim periods of the present financial year or changes to estimates presented in prior financial years

In the reporting period no changes in estimates were made.

Note 10. Correction of errors from previous periods

In the first half of 2021, no corrections were made on account of errors from previous periods.

Note 11. Changes in the classification of financial assets as a result of a change in the purpose or use of these assets

In the reporting period no changes were made in the classification of financial assets.

Note 12. Transfers between individual fair value hierarchy levels in respect of financial instruments

In the reporting period no transfers took place between individual fair value hierarchy levels in respect of financial instruments.

Note 13. Fair value of the individual classes financial assets and liabilities

Category	Book value		Fair value		
	30 June 2021	31 December 2020	30 June 2021	31 December 2020	
Financial assets					
Loans granted	WwgZK	422	205	422	205
Trade receivables	WwgZK	15	4	15	4
Other receivables	WwgZK	562	527	562	527
Cash and cash equivalents	WwgZK	6,462	10,298	6,462	10,298
Total		7,461	11,034	7,461	11,034
Financial liabilities					

Lease liabilities	according to IFRS 16	–	–	–	–
Bond liabilities	WwWGpWF	3,234	3,198	3,234	3,198
Trade liabilities	PZFwgZK	635	373	635	373
Other liabilities	PZFwgZK	937	724	937	724
Total		4,806	4,295	4,806	4,295

Abbreviations used:

WwgZK – measured at amortized cost

PZFwgZK – Other liabilities measured at amortised cost

WwWGpWF – Financial assets/ liabilities measured at fair value through profit or loss

Fair value of financial instruments that the Company held as at 30 June 2021 and 31 December 2020 was not materially different from the values presented in the financial statements for the respective years:

- with regard to short-term instruments, the potential effect of the discount is not material;
- the instruments relate to the transactions concluded on market terms.

Bond liabilities were measured at fair value due to the fact that they represent complex financial instruments, as series A registered bonds are convertible into series U shares of the Company. At the initial recognition, the value of the complex financial instrument was assigned to equity and to liabilities.

Note 14. Net revenue from sales

NET REVENUE FROM SALES	figures in PLN thousand	01.01.2021 - 30.06.2021	01.01.2020 - 30.06.2020
Revenue from research and development services		7	20
Revenue from the sale of products		136	23
Revenue from grants		605	893
Total net revenue from sales		748	936

The total value of grants obtained in the reporting period amounted to PLN 1,722 thousand. zloty. Out of this figure, PLN 203 thousand represents advances to be settled in future periods, recognized under liabilities in the statement of financial position, and PLN 914 thousand in respect of refund of costs incurred for the construction of a tangible asset, which in accordance with IFRS 20 "Grants" constitutes a grant in relation to assets, and is also recognized as at the balance sheet date in the liabilities of the statement of financial position. Grants in relation to depreciable assets will be recognized in the Company's profit or loss over the subsequent periods in proportion to the recognition of depreciation charges on those assets.

Note 15. Operating costs

OPERATING COSTS	figures in PLN thousand	01.01.2021 - 30.06.2021	01.01.2020 - 30.06.2020
Depreciation/ amortization, including		243	285
– depreciation of tangible assets		233	169

– amortization of intangible assets	10	116
Use of raw materials and consumables	390	422
External services	1,658	1,418
Cost of employee benefits	2,999	4,101
Taxes and charges	23	29
Other costs by type	46	97
Value of goods and materials sold	–	–
Total costs by type, including:	5,359	6,352
Items reported as research and development costs	1,687	1,926
Items reported as cost of finished goods sold		
Items reported as general and administrative expenses	3,584	4,399
Change in finished goods		
Cost of producing services for internal needs of the entity	88	27

Recognition of costs related to the valuation of the incentive scheme in the total amount of PLN 1,149 thousand (PLN 240 thousand recognized in the cost of research & development, and PLN 909 thousand in general and administrative expenses) has no impact on the Company's assets or financial position, or its ability to service its obligations. The scheme's costs are a non-cash in nature, and reflect the value of shares transferred (net of their purchase price paid by scheme participants). This transaction did not cause any changes in the measurement of assets, the level of equity or the Company's ability to generate revenues in the future. The shares transferred also did not cause additional dilution of the existing stock as they had been issued in the first half of 2017 (and were intended for the incentive scheme).

Note 16. Explanations to the statement of cash flows

	figures in PLN thousand	01.01.2021 - 30.06.2021	01.01.2020 - 30.06.2020
PBT presented in the statement of comprehensive income		-4,722	-5,631
PBT presented in the statement of cash flows		-4,722	-5,631
INTEREST AND DIVIDENDS IN THE STATEMENT OF CASH FLOWS			
Realized interest on financing activities		3	-5
Realized interest on investing activities		–	–
Unrealized interest on financing activities		-108	–
Unrealized interest on investing activities		36	-117
Total interest and dividends:		-69	-122
CHANGE IN THE BALANCE OF RECEIVABLES			
		01.01.2021 - 30.06.2021	01.01.2020 - 30.06.2020

Change in the balance of trade receivables	-11	-10
Other receivables	-35	243
Total change in the balance of receivables	-46	233
<hr/>		
CHANGE IN THE BALANCE OF LIABILITIES	01.01.2021 - 30.06.2021	01.01.2020 - 30.06.2020
<hr/>		
Change in the balance of trade liabilities	262	-381
Other liabilities	102	96
Total change in the balance of liabilities:	364	-285
<hr/>		
Cash and cash equivalents at the end of the period	01.01.2021 - 30.06.2021	01.01.2020 - 30.06.2020
<hr/>		
Statement of cash flows	6,463	10,031
Statement of financial position	6,462	10,031

The amount of PLN 1,149 thousand presented in the statement of cash flows as “other adjustments” refers to the cost of remuneration included in the statement of comprehensive income in respect of the valuation of the incentive scheme.

In the statement of cash flows the Company recognizes inflows and expenses related to received grants to its operating activities.

Note 17. Related party transactions

2 QUARTERS OF 2021	figures in PLN thousand	to	to	to key	to other
		subsidiaries	joint ventures	management personnel*	related entities **
Purchase of services		180	–	–	–
Loans granted		391	–	–	–
Financial expenses – interest on loans		69	–	–	–
<hr/>					
2 QUARTERS OF 2020	figures in PLN thousand	to	to	to key	to other
		subsidiaries	joint ventures	management personnel*	related entities **
Purchase of services		–	–	–	2
Loans granted		365	–	–	–
Financial expenses – interest on loans		112	–	–	8

* the item includes persons who have the authority and responsibility for planning, managing and controlling the company's activities

** the item includes entities linked through key management

Terms of related party transactions

Sales to and purchases from related parties are made on an arm's length basis. Any overdue liabilities/ receivables existing at the end of the period are interest-free and settled on cash or non-cash basis. The company does not charge late interest from other related entities. Receivables from or liabilities to related parties are not covered by any guarantees given or received. They are not secured in any other way either.

At the end of the Reporting Period, i.e. on 30 June 2021, the Company created an impairment allowance for tranches of the loans granted to a related party, covering the principal amount and interest. In each financial year, an assessment is carried out which involves examining the financial position of the related party and the market in which it operates.

Note 18. Deferred tax assets

	Statement of financial position as at		Impact on the statement of comprehensive income
	30.06.2021	31.12.2020	01.01.2021 - 30.06.2021
Deferred income tax assets due to negative temporary differences			
Due to differences between the tax value and the carrying amount:			
Provisions for payroll and similar costs (including bonuses, jubilee awards, non-staff expenses)	–	–	–
Accruals for unused annual leaves	14	10	4
Provision for the cost external services	–	–	–
Total deferred tax assets	14	10	4
Set-off with a deferred tax liability	-14	-10	-4
Net deferred tax assets	-	-	-

Note 19. Objectives and rules of financial risk management

The Company is exposed to risk in each area of its operations. With understanding of the threats that originate through the Company's exposure to risk and the rules for managing these threats the Company can run its operations more effectively. Financial risk management includes the processes of identification, assessment, measurement and management of this risk. The main financial risks to which the Company is exposed include:

Market risks:

- The risk of changes in market prices (price risk)
- The risk of changes in foreign exchange rates (currency risk)
- The risk of changes in interest rates (interest rate risk)
- Liquidity risk
- Credit risk.

The risk management process is supported by appropriate policies, organisational structure and procedures.

MARKET RISK

The company actively manages the market risk to which it is exposed. The objectives of the market risk management process are to:

- limit the volatility of pre-tax profit/loss
- increase the probability of achievement of the budget plan
- maintain the Company in good financial condition
- support the strategic decision-making process in the area of investment activity taking into account the sources of investment financing

All market risk management objectives should be considered jointly, and their primarily dependent on the Company's internal situation and market conditions.

PRICE RISK

In the period from January to June 2021, the Company did not invest in any debt instruments and, therefore, is not exposed to any price risk.

CURRENCY RISK

The Company is exposed to currency risk in respect of the transactions it concludes. Such risk arises when the Company makes purchases in currencies other than the valuation currency.

INTEREST RATE RISK

Deposit transactions are made with institutions with a strong and stable market position. The instruments used – short-term, fixed-rate transactions – ensure full security.

LIQUIDITY RISK

The company monitors the risk of a lack of funds using the periodic liquidity planning tool. This tool takes into account the maturity dates of both investments and financial assets (e.g. accounts receivable, other financial assets) and projected cash flows from operating activities.

The Company seeks to maintain a balance between continuity and flexibility of financing by using different sources of financing, such as finance leases.

The Company is exposed to financing risk due to the possibility that in the future it will not receive sufficient cash to fund commercialisation of its research and development projects.

CREDIT RISK

In order to mitigate the credit risk related to cash and cash equivalents deposited in banks, loans granted, deposits paid in respect of rental contracts and performance security as well as trade credit, the Company:

- cooperates with banks and financial institutions with a known financial position and established reputation
- analyzes the financial position of its counterparties based on publicly available data as well as through business intelligence agencies
- in the event of a customer's insolvency risk, the Company secures its receipts through bank guarantees or corporate guarantees.

Note 20. Material settlements on account of court cases

At the reporting date there are no court proceedings pending whose value would be considered material. Furthermore, in the period covered by the interim report no material settlements were made on account of court cases.

Note 21. Information about changes in the economic position and operating conditions which might have a material impact on the fair value of financial assets and liabilities, whether those assets and liabilities are recognized at fair value or at adjusted purchase price (amortized cost)

In the first half of 2021, no significant changes were identified in the economic position or operating conditions which would have a material impact on the fair value of the Company's financial assets and liabilities.

Note 22. Information about changes in contingent liabilities and contingent assets and non-disclosed liabilities arising from contracts in relation to the last reporting period

Contingent liabilities granted by the Parent Company were in the form of promissory notes together with promissory note declarations to secure the contracts for co-financing projects financed by the EU as well as a bank loan agreement. The change in the value of contingent liabilities in relation 31 December 2020 amounts to PLN 1,722 thousand. It is caused by the payment of the next two tranches of grants and advances totalling PLN 1,722 thousand. At the Balance Sheet Date and until the date of approval of the financial statements for publication, no events occurred that could result in materialisation of the above contingent liabilities. As at the date of approval of the financial statements there were no undisclosed liabilities resulting from any agreements of material value.

CONTINGENT LIABILITIES	30.06.2021	31.12.2020
Promissory notes	10,109	8,387
Total contingent liabilities	10,109	8,387

Note 23. Incentive scheme

In the reporting period, in the statement of comprehensive income the Company recognized the cost the incentive scheme for employees and collaborators based on the Company's shares, in the portion relating to the period ended 31 December 2020. The date of recognition of costs was the moment when the persons covered by the scheme were offered the purchase of the shares. The cost of the scheme (fair value of the shares issued) was estimated at PLN 1,149 thousand and was fully taken to the profit or loss of the current period.

Recognition of the scheme's costs of PLN 1,149 thousand has no impact on the Company's assets or financial position, or its ability to service its obligations. The scheme's costs are a non-cash in nature, and reflect the value of shares transferred (net of their purchase price paid by scheme participants). This transaction did not cause any changes in the measurement of assets, the level of equity or the company's ability to generate revenues in the future. The shares transferred also did not cause additional dilution of the existing stock as they had been issued in the first half of 2017 (and were intended for the incentive scheme).

Note 24. Information about seasonality of business and cycles

The Company's activity is not subject to seasonality or business cycles.

Note 25. Extraordinary factors which occurred in the reporting period with an indication of their impact on the financial statements

In the reporting period, no extraordinary events occurred that would affect the financial statements.

Note 26. Information on issue, redemption and repayment of debt and equity securities

In the reporting period no events took place in connection with an issue, redemption or repayment of debt or equity securities.

Note 27. Dividend paid or declared, in total and per share, with a division into ordinary and preference shares

In the reporting period the Company did not pay or declare any dividends.

Note 28. Operating segments

The entity's reporting segments are based on product groups.

As at the Reporting Date, the Company distinguished three product groups:

- sale/ lease of the Delta Printing System
- silver-based conductive nanoinks;
- research services related to printing on client-supplied substrates in the manner specified by the client, in order to demonstrate the suitability of the XTPL technology to solve technological production problems (Proof of Concept).

SALES REVENUE BY SEGMENTS	01.01.2021 - 30.06.2021	01.01.2020 - 30.06.2020
Nanoinks	28	20
Printer sale/ lease	108	–
Research and development services	7	23
TOTAL	143	43

Note 29. Information on default on any bank and other loans or a breach of material provisions of bank and other loan agreements where no remedial actions have been taken before the end of the reporting period

No such events occurred in the reporting period.

Note 30. Date of approval of the financial statements for publication

This financial report for the period from 1 January 2021 to 30 June 2021 was approved for publication by the Company's Management Board on 28 September 2021.

Note 31. Deferred tax liability

Deferred tax liability caused by positive temporary differences	Statement of financial position as at	Impact on the statement of comprehensive income
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	30.06.2021	31.12.2020	01.01.2020 - 30.06.2020
In respect of:			
Interest on loans and deposits	14	10	-4
Total deferred tax liability	14	10	-4
Set-off with deferred tax assets	-14	-10	4
Net deferred tax liability	–	–	–

Note 35. Events after the balance sheet date that have not been reflected in the interim financial statements

Sales of the Delta Printing System printer

On 2 July 2021, the Company accepted and confirmed an order from Karlsruher Institut für Technologie - Lichttechnisches Institut for delivery of the Company's technology demonstrator: Delta Printing System printer, which is tantamount to concluding a sales agreement. The Company will deliver and commission the device by the end of 2021. The Institute will use it for research and development related to modern light-emitting materials.

Conclusion of an agreement for distribution of XTPL's technological solutions in Great Britain and Ireland

On 6 July 2021 an agreement was signed between the Company and Semitronics Sales Ltd. based in the UK providing for distribution of the Issuer's technological solutions in Great Britain and Ireland. Under the agreement, Semitronics will be the distributor of XTPL's technological solutions in the British and Irish market. Thanks to the cooperation with the Semitronics, the Company's technology and products will continue to gather momentum in R&D centers, scientific institutions and technological corporations operating in Great Britain and Ireland. The partnership will also increase awareness and visibility of the Issuer's solutions among global market players.

Additional information

4 Additional information

4.1 General information and basis of preparation

The standalone financial statements of XTPL S.A. cover the period of six months ended 30 June 2021, and the comparative data for the period of six months ended 30 June 2020, and as at 31 December 2020, and were prepared using the historical cost convention.

The financial statements have been prepared on the assumption that the Company will continue in operation for at least a year from the Balance Sheet Date.

Given the Company's market development stage (the Company does not yet generate significant revenues from the sale of products and services, and its activity is financed primarily from equity and grants, and from the issue of convertible bonds), the ability to continue operations depends to a large extent on the ability to raise further financing, primarily through the issue of shares to finance subsequent stages of commercialization of the technology developed by the Company. Late in June/ early in July 2020, the Company successfully conducted a financial round, as a result of which it raised PLN 9,250 thousand from the issue of shares and PLN 3,600 thousand from the issue of bonds convertible into shares. The total amount raised in the financial round was PLN 12,850 thousand. Taking into account the above and the fact that the Company is currently implementing two projects co-financed by the NCBR (grant of PLN 19,370 thousand), and given the proceeds from commercialization, which will increase significantly from Q4 2021, the Management Board of the Company does not see any risk to the continuation of the Company's business during the next 12 months.

At the date of approval of these financial statements, the Management Board has not identified any circumstances which would point to a risk to continuity of operations in the above period.

The financial statements do not contain all the information and disclosures required of annual financial statements and should be read jointly with the Company's financial statements for the year ended 31 December 2020.

The financial statements have been prepared in accordance with the International Accounting Standard ("IAS") 34 Interim Financial Reporting and in accordance with the Finance Minister's Ordinance on current and financial information.

4.2 Currency of the financial statements

The functional currency and reporting currency of these financial statements is the Polish zloty (PLN), and the data contained in the financial statements are presented in thousands of Polish zlotys.

4.3 Exchange rates used in the financial statements

	2021 – January – June		2020 – January – June/ December 2020	
	EUR	USD	EUR	USD
exchange rates used in the financial statements				
for balance sheet items	4.5208	3.8035	4.6148	3.7584
for profit or loss and cash flow items	4.5472	3.7815	4.4413	4.0214

4.4 Description of significant accounting principles

For the purpose of preparing the interim condensed financial statements, the same accounting principles and calculation methods have been used as in the last annual financial statements and the quarterly financial statements prepared as at 31 March 2021 (report for Q1 2021 of 27 May 2021).

Signatures of all Management Board members

Filip GrANEK
Chairman of the
Management Board



Jacek Olszański
Member of the
Management Board



Person responsible for maintaining books of account

Wrocław, 28 September 2021

Other

5 Management Board's statements

The Management Board of XTPL S.A. declares that to the best of its knowledge the condensed interim standalone financial statements and the comparable data have been prepared in accordance with the applicable accounting policies and give a true, fair and clear view of the assets, financial position and profit or loss of XTPL S.A.

Signatures of all Management Board members

Filip GrANEK
Chairman of the
Management Board



Jacek Olszański
Member of the
Management Board



Wrocław, 28 September 2021

6 Management Board's statement on the statutory auditor

The Management Board of XTPL S.A. hereby declares that the audit firm authorized to examine financial statements and entrusted with review of the interim considered financial statements was selected in accordance with the applicable law. The audit firm and the statutory auditors performing the review met the conditions for issuing an unbiased and independent report on the review of the interim condensed financial statements, in accordance with the applicable regulations and professional standards.

Signatures of all Management Board members

Filip Granek
Chairman of the
Management Board



Jacek Olszański
Member of the
Management Board



Wrocław, 28 September 2021

7 Management Board's opinion

Not applicable. The auditor has not issued any qualified opinion, adverse opinion or a disclaimer of opinion about the interim condensed standalone financial statements.

8 Approval for publication

This half-yearly report H1 2021 ended on 30 June 2021 was approved for publication by the Company's Management Board on 28 September 2021.

Signatures of all Management Board members

Filip Granek
Chairman of the
Management Board



Jacek Olszański
Member of the
Management Board



Wrocław, 28 September 2021