



Interim Report for Q3 2022

AmRest Holdings SE capital group
9 NOVEMBER 2022



AmRest





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Financial highlights (consolidated data)

	3 MONTHS ENDED		9 MONTHS ENDED	
	30 September 2022	30 September 2021	30 September 2022	30 September 2021
Revenue	658.2	533.6	1 770.9	1 378.0
EBITDA*	114.0	107.5	290.1	261.1
EBITDA margin	17.3%	20.1%	16.4%	18.9%
Adjusted EBITDA**	115.0	109.0	292.6	265.0
Adjusted EBITDA margin	17.5%	20.4%	16.5%	19.2%
Profit from operations (EBIT)	48.9	47.0	49.0	74.9
EBIT margin	7.4%	8.8%	2.8%	5.4%
Profit before tax	41.7	35.4	19.5	43.9
Net profit	36.0	27.6	3.0	30.0
Net margin	5.5%	5.2%	0.2%	2.2%
Net profit attributable to non-controlling interests	1.7	1.0	4.2	1.5
Net profit attributable to equity holders of the parent	34.3	26.6	(1.2)	28.5
Cash flows from operating activities	95.2	117.0	249.6	248.5
Cash flows from investing activities	(36.4)	(26.1)	(84.2)	(59.7)
Cash flows from financing activities	(35.5)	(102.2)	(115.2)	(223.8)
Total cash flows, net	23.3	(11.3)	50.2	(35.0)
Weighted average number of ordinary shares	219 271	219 339	219 271	219 338
Weighted average number of ordinary shares for diluted EPS (in thousands of shares)	219 271	219 654	219 271	219 887
Basic earnings per share (EUR)	0.16	0.12	(0.01)	0.13
Diluted earnings per share (EUR)	0.16	0.12	(0.01)	0.13
Declared or paid dividend per share	-	-	-	-

*EBITDA - Profit from operations excluding amortization, depreciation and impairment costs.

** Adjusted EBITDA – EBITDA adjusted for new openings expenses (Start-up costs), M&A expenses (all material expenses connected with successful acquisition covering professional services (legal, financial, other) directly connected with transaction) and effect of SOP exercise method modification (difference in accounting cost of employee benefits accounted under cash settled versus equity settled option plan). Reconciliation of the Alternative Performance Measure is presented in tables 3 and 4.

	As of 30 September 2022	31 December 2021
Total assets	2 266.5	2 174.9
Total liabilities	1 918.1	1 867.4
Non-current liabilities	1 323.8	1 288.1
Current liabilities	594.3	579.3
Equity attributable to shareholders of the parent	337.9	298.7
Non-controlling interests	10.5	8.8
Total equity	348.4	307.5
Share capital	22.0	22.0
Number of restaurants	2 380	2 440



Part A. Directors' Report for Q3 2022

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The Group's performance in Q3 2022

Group Revenues and Profitability

AmRest reported another good quarter with consolidated sales of EUR 658.2 million in Q3 2022. This figure represents an increase of 23.3% compared to the same period of the previous year and 30.4% with respect to 2019. Comparable restaurants sales index ("like-for-like", "LFL") reached 117% with respect to 2021.

Global economic activity has been losing momentum in recent months. Despite this, the rise in the prices of many raw materials, which has been exacerbated by the consequences of the war in Ukraine, has led to a rise in inflation levels unseen in several decades, prompting a strong reaction from central banks, which in turn is leading to a tightening of financial conditions. Cost pressures are particularly intense in energy products, to the point of questioning the security of energy supply in some European countries. All this is having an impact on household purchasing power and consumer confidence.

Despite the challenges described above, AmRest remains well position with its attractive value-for-money offer and a well-balanced portfolio across brands and countries. In addition, continuous advances in digitalisation and process optimisation are leading to significant efficiency gains that make a competitive pricing strategy possible. Guests are willing to tolerate moderately higher prices in exchange for improved restaurants, higher food quality, excellent service and greater convenience.

AmRest value proposition is resulting in positive traffic evolution despite of price increases. Half of the increase in sales in the quarter is explained by a higher number of transactions, with the increase in the average customer ticket responsible for the other half.

From the perspective of distribution channels, as in previous months, the dine-in channel again showed the strongest growth following the progressive elimination of Covid restrictions in most of the countries where AmRest operates, with the major exception of China, still affected by zero Covid policies. The dine-in channel accounted for 45% of sales in the quarter, 34% higher than in 3Q21.

In terms of segments, the adaptability shown by quick service restaurants (QSRs) has led to advances in terms of market share and in 3Q22 this segment accounted for 70% of the Group's sales. In this category, customers find an attractive alternative to recover the frequency of restaurant consumption they had before the health crisis, while at the same time they can efficiently control the increase in total ticket by combining promotions and shorter orders.

Chart 1 AmRest Group's Q3 sales from 2019 (in EUR millions)

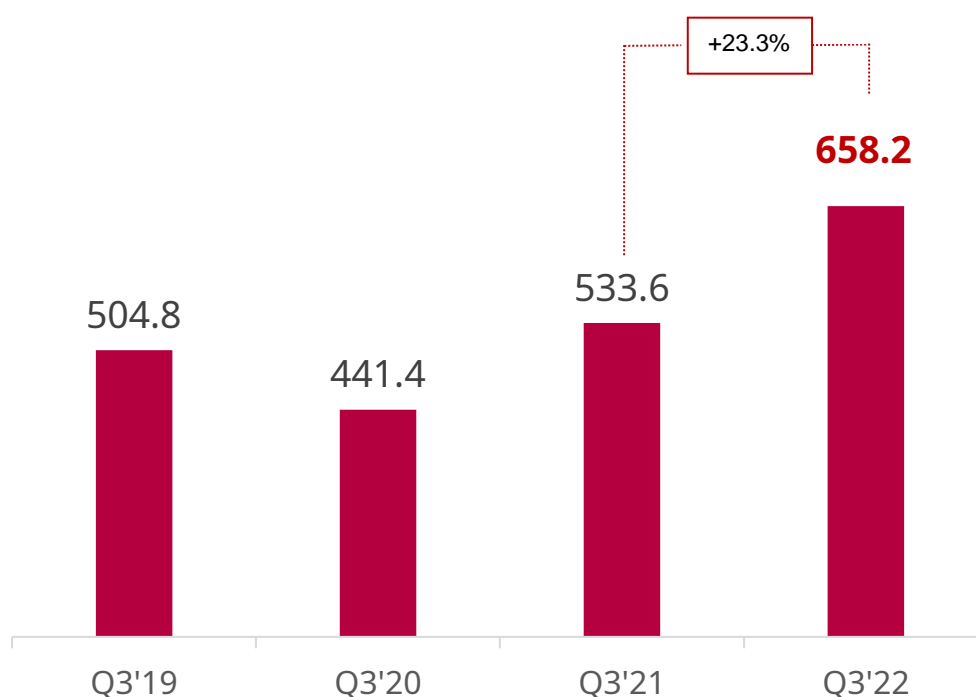
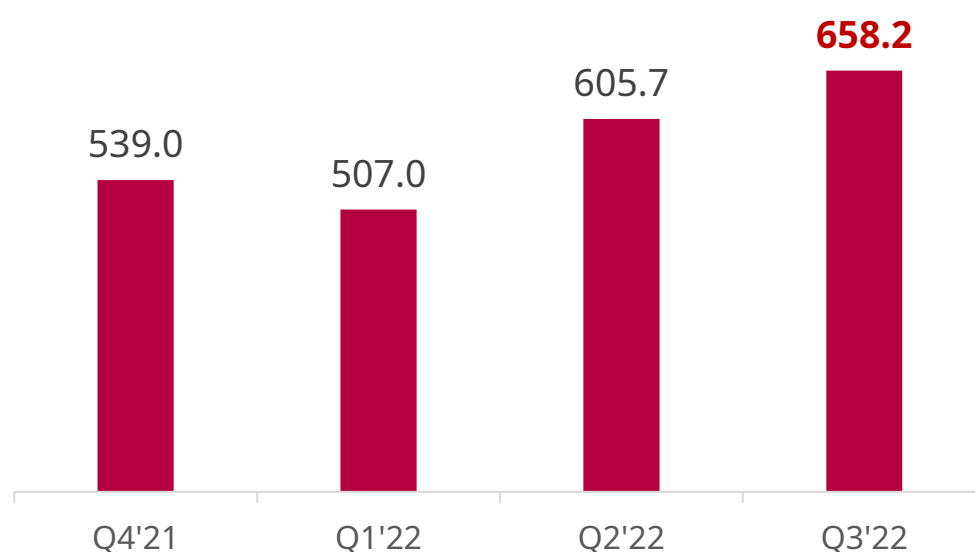
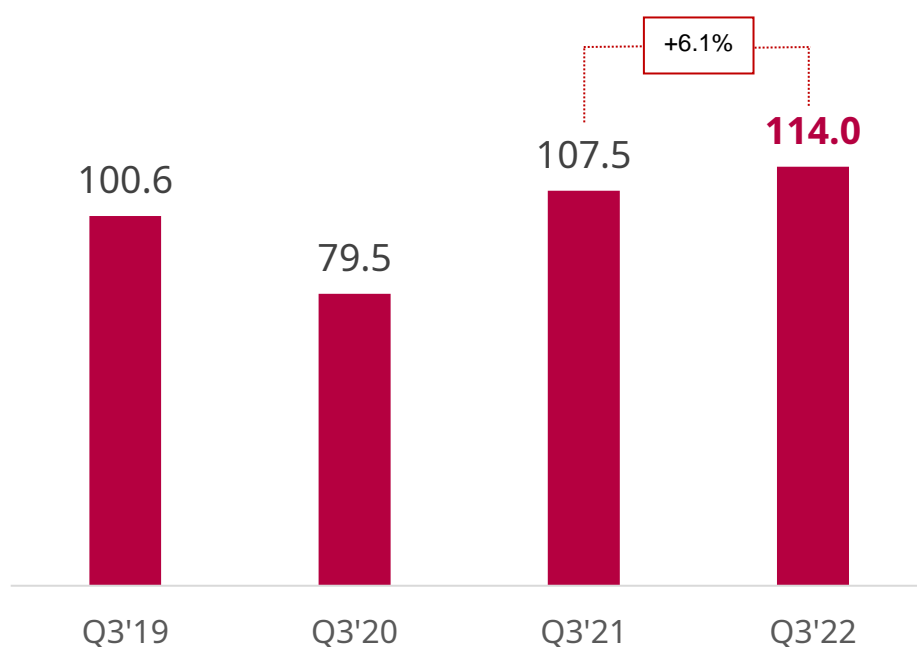


Chart 2 AmRest quarterly Group's sales (in EUR millions)

In terms of profitability the Group generated an EBITDA of EUR 114.0 million during Q3 2022, which was 6.1% higher than in the same period of 2021. Once again, continued efficiency gains, positive sales leverage and dynamic revenue management explain this performance. However, the EBITDA margin stood at 17.3%, although it is the highest quarterly figure in the current financial year, this level is 2.8 percentage points lower than the achieved during the same quarter of 2021. AmRest is actively working on measures to restore the Group's profitability levels.

Chart 3 AmRest Group's Q3 EBITDA from 2019 (in EUR millions)

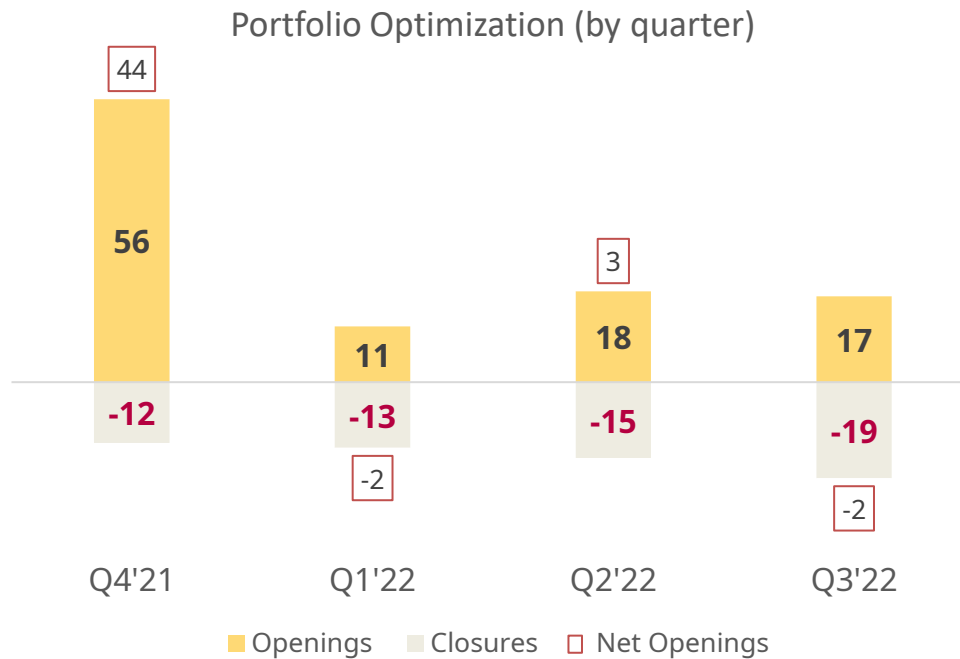
The Group's operating profit (EBIT) for the quarter amounted to EUR 48.9 million, representing a margin of 7.4%. Finally, the profit attributed to shareholders amounted to EUR 34.3 million. In terms of balance sheet in the current year own resources increased by EUR 40.9 million, more than 13% growth, despite the significant write-down of the Russian business, EUR 52.9 million, which took place in the first half of the year.

AmRest has a proven business model, able to adapt efficiently to the needs of a growing customer base. In addition, a strong balance sheet that provides the necessary flexibility to be able to face a context of high economic uncertainty while

continuing to invest in the opening of new restaurants, refurbishment of existing ones and increasing investments in digitalisation.

Additionally, one of the key measures supporting the margin continues to be the optimization of the restaurant portfolio, with the closure of restaurants not suitable from a strategic or profitability perspective. This quarter the restaurant portfolio was modified with the opening of 17 new units and the closure of 19. The accumulated number of openings year to date stands at 46. The number of new openings is expected to increase significantly in the last quarter of the year, following the same seasonality than in previous years.

Chart 4 AmRest new openings and closures of restaurants by quarters – (ex- special transactions)



AmRest continued with a strong cash flow generation from its operating activities during the quarter that reached EUR 95.2 million and enabled to fund EUR 33.9 million of CAPEX

Finally, given the prospect of deteriorating consumer spending power, at AmRest, we believe that balance sheet strength, accelerating digitalisation and efficiency gains, positioning in the right categories, with the right brands and in the right geographies will be paramount in the coming quarters.

Revenues and Profitability by segments

Central and Eastern Europe (CEE)

Sales reached EUR 301.5 million, breaking the EUR 300 million threshold of revenues for first time ever and registering an increase of 19.5% compared to the same period in 2021 and 38.2% compared to 2019. The strong recovery of the dine-in activity has not derailed the growth of the take-away channel, which recorded an all-time high. All the countries reported well above double digit growth, despite the negative currency evolution in some of them.

EBITDA generated stood at EUR 62.4 million, with an EBITDA margin of 20.7%. With most of the countries reporting margins above 20% level.

During Q3 2022 7 new restaurants were opened.

Western Europe

Sales in this region reached EUR 214.3 million in the quarter, up 11.1% compared to Q3 2021 and 7.3% compared to Q3 2019. Sales performance was very uneven across countries, with Spain and Germany posting increases of more than 20%, while France recorded a 3% decline.

EBITDA generated in the region reached EUR 27.8 million, representing an EBITDA margin of 13.0%. Once again, profitability levels show significant differences between countries. While the Spanish businesses generated an EBITDA margin of 20%, in France it was less than 5%.

Finally, AmRest opened 8 more restaurants during the quarter.

Russia

As previously announced, due to termination on 31 May 2022 of Pizza Hut Master Franchise Agreement in Russia, the Pizza Hut restaurants in this market were transferred in Q2 2022 to a third party operator designated by Yum!, maintaining only the operation of its KFC restaurants. Finally, all investment in the region were also halted since the inception of the war in Ukraine,

China

Strong recovery of sales in China during Q3 2022 after a previous quarter severely affected from COVID restrictions. Revenues amounted EUR 26.7 million, nonetheless 1.9% lower than those obtained in the same period of 2021, however this level of sales almost double 2Q22 revenues. Nevertheless, the country continues to grapple with the announcement of new restrictions that affect mobility and the ability to generate business in the region.

Despite this situation, the level of EBITDA generated was EUR 7.7 million, representing an EBITDA margin of 28.9%.

The total number of restaurants in the region increased to 80 following the opening of two new equity restaurants during the quarter.

Debt and liquidity

As of the end of the third quarter, net financial debt (ex IFRS16) stands at EUR 417.3 million, after the repayment of EUR 56 million covering the scheduled maturities of the syndicated bank loans and EUR 35 million of other instruments. On the other hand, on 8 September 2022, AmRest signed an amendment to syndicated bank loan agreement ensuring the disbursement of tranche G in the amount of EUR 100 million. On 27 September 2022, AmRest disposed the full amount of this credit line. Cash amounts to EUR 261.6 million, after increasing in more than EUR 21 million.

The decrease in the net financial debt amounts EUR 16.4 million in the quarter and EUR 212.5 since the COVID eruption. Together with an increase in revenues allow the leverage ratio¹ to stand at 1.9 from 2.0 in 2Q22.

¹ Leverage ratio defined as Net Debt/EBITDA pre IFRS16

Table 1 Split of revenues and margins by divisions for Q3 2022 and 2021

	3 MONTHS ENDED			
	30 September 2022		30 September 2021	
	Amount	% of sales	Amount	% of sales
Revenue	658.2	100.0%	533.6	100.0%
Poland	156.3	23.8%	134.1	25.1%
Czechia	74.0	11.2%	59.5	11.1%
Hungary	39.0	5.9%	34.0	6.4%
Other CEE	32.2	4.9%	24.7	4.6%
Total CEE	301.5	45.8%	252.3	47.3%
Russia	91.0	13.8%	50.9	9.6%
Spain	80.7	12.3%	65.1	12.2%
Germany	47.7	7.3%	39.1	7.3%
France	76.0	11.5%	78.3	14.7%
Other WE	9.9	1.5%	10.4	2.0%
Western Europe (WE)	214.3	32.6%	192.9	36.1%
China	26.7	4.1%	27.3	5.1%
Other	24.7	3.7%	10.2	1.9%
EBITDA	114.0	17.3%	107.5	20.1%
Poland	30.9	19.8%	32.2	24.0%
Czechia	17.1	23.2%	16.6	28.0%
Hungary	6.8	17.4%	8.8	26.0%
Other CEE	7.6	23.4%	6.9	27.5%
Total CEE	62.4	20.7%	64.5	25.6%
Russia	18.8	20.8%	10.8	21.2%
Spain	15.8	19.6%	16.4	25.2%
Germany	7.2	15.0%	5.2	13.2%
France	3.6	4.7%	5.7	7.3%
Other WE	1.2	12.5%	3.0	28.1%
Western Europe (WE)	27.8	13.0%	30.3	15.7%
China	7.7	28.9%	8.4	30.8%
Other	(2.7)	(11.1%)	(6.5)	(63.8%)
Adjusted EBITDA*	115.0	17.5%	109.0	20.4%
Poland	31.2	20.0%	32.6	24.3%
Czechia	17.4	23.5%	16.8	28.2%
Hungary	6.9	17.7%	9.2	27.0%
Other CEE	7.4	23.1%	6.9	27.8%
Total CEE	62.9	20.9%	65.5	26.0%
Russia	18.9	20.8%	10.9	21.4%
Spain	16.0	19.9%	16.6	25.5%
Germany	7.2	15.1%	5.3	13.5%
France	3.6	4.7%	5.7	7.3%
Other WE	1.3	12.5%	3.1	30.0%
Western Europe (WE)	28.1	13.1%	30.7	15.9%
China	7.8	29.3%	8.4	30.9%
Other	(2.7)	(11.1%)	(6.5)	(63.7%)
EBIT	48.9	7.4%	47.0	8.8%
Poland	17.4	11.1%	18.8	14.0%
Czechia	10.1	13.6%	10.5	17.7%
Hungary	3.4	8.7%	5.2	15.2%
Other CEE	3.6	11.3%	3.2	13.2%
Total CEE	34.5	11.4%	37.7	15.0%
Russia	10.1	11.1%	4.3	8.4%
Spain	6.6	8.2%	7.3	11.2%
Germany	0.7	1.5%	(1.2)	(3.2%)
France	(2.7)	(3.6%)	0.5	0.7%
Other WE	(0.2)	(2.0%)	1.1	10.8%
Western Europe (WE)	4.4	2.1%	7.7	4.0%
China	3.1	11.7%	4.0	14.8%
Other	(3.2)	(12.9%)	(6.7)	(66.3%)

*Adjusted EBITDA – EBITDA adjusted for new openings expenses (start-up costs), M&A expenses: all material expenses connected with successful acquisition covering professional services (legal, financial, other) directly connected with a transaction or profit or loss on sale of a business, effect of SOP exercise method modification (difference in accounting cost of employee benefits accounted under cash settled versus equity settled option plan) and adjustments in indirect taxes mainly related to VAT.

Table 2 Split of revenues and margins by divisions for YTD Q3 2022 and 2021

	9 MONTHS ENDED			
	30 September 2022		30 September 2021	
	Amount	% of sales	Amount	% of sales
Revenue	1 770.9	100.0%	1 378.0	100.0%
Poland	428.2	24.2%	332.3	24.1%
Czechia	204.2	11.5%	141.6	10.3%
Hungary	107.5	6.1%	87.2	6.3%
Other CEE	84.7	4.8%	61.4	4.5%
Total CEE	824.6	46.6%	622.5	45.2%
Russia	219.9	12.4%	135.3	9.8%
Spain	219.3	12.4%	160.9	11.7%
Germany	126.3	7.1%	89.5	6.5%
France	228.4	12.9%	234.2	17.0%
Other WE	31.7	1.8%	34.7	2.5%
Western Europe (WE)	605.7	34.2%	519.3	37.7%
China	62.5	3.5%	75.2	5.5%
Other	58.2	3.3%	25.7	1.9%
EBITDA	290.1	16.4%	261.1	19.0%
Poland	76.7	17.9%	65.8	19.8%
Czechia	46.5	22.8%	34.6	24.4%
Hungary	19.1	17.8%	24.9	28.6%
Other CEE	19.8	23.3%	15.4	25.0%
Total CEE	162.1	19.7%	140.7	22.6%
Russia	45.9	20.9%	31.9	23.6%
Spain	44.5	20.3%	29.8	18.5%
Germany	16.9	13.4%	15.1	16.9%
France	13.2	5.8%	24.8	10.6%
Other WE	3.4	11.0%	5.3	15.3%
Western Europe (WE)	78.0	12.9%	75.0	14.5%
China	12.7	20.3%	22.6	30.1%
Other	(8.6)	(14.8%)	(9.1)	(35.6%)
Adjusted EBITDA*	292.6	16.5%	265.0	19.2%
Poland	77.3	18.1%	66.6	20.0%
Czechia	47.0	23.0%	35.2	24.8%
Hungary	19.4	18.0%	25.3	29.0%
Other CEE	19.9	23.5%	15.7	25.6%
Total CEE	163.6	19.8%	142.8	22.9%
Russia	46.0	20.9%	32.2	23.8%
Spain	45.0	20.5%	30.2	18.8%
Germany	17.0	13.5%	15.5	17.3%
France	13.2	5.8%	24.9	10.7%
Other WE	3.5	11.0%	5.7	16.5%
Western Europe (WE)	78.7	13.0%	76.3	14.7%
China	12.9	20.6%	22.8	30.4%
Other	(8.6)	(14.8%)	(9.1)	(35.6%)
EBIT	49.0	2.8%	74.9	5.4%
Poland	38.8	9.1%	20.0	6.0%
Czechia	25.6	12.6%	15.0	10.6%
Hungary	8.8	8.2%	13.8	15.9%
Other CEE	8.4	9.9%	5.1	8.3%
Total CEE	81.6	9.9%	53.9	8.7%
Russia	(31.4)	(14.3%)	13.2	9.8%
Spain	19.9	9.1%	6.0	3.7%
Germany	(2.3)	(1.8%)	(4.2)	(4.7%)
France	(6.7)	(2.9%)	4.7	2.0%
Other WE	(0.7)	(2.3%)	1.8	5.2%
Western Europe (WE)	10.2	1.7%	8.3	1.6%
China	(1.9)	(3.0%)	9.8	13.0%
Other	(9.5)	(16.3%)	(10.3)	(39.9%)

*Adjusted EBITDA – EBITDA adjusted for new openings expenses (start-up costs), M&A expenses: all material expenses connected with successful acquisition covering professional services (legal, financial, other) directly connected with a transaction or profit or loss on sale of a business, effect of SOP exercise method modification (difference in accounting cost of employee benefits accounted under cash settled versus equity settled option plan) and adjustments in indirect taxes mainly related to VAT.

Table 3 Reconciliation of net profit and adjusted EBITDA for Q3 2022 and 2021

	3 MONTHS ENDED				Change YoY
	30 September 2022		30 September 2021		
	Amount	% of sales	Amount	% of sales	
Profit/(loss) for the period	36.0	5.5%	27.6	5.2%	-
+ Finance costs	10.1	1.5%	9.9	1.9%	1.9%
- Finance income	(2.9)	(0.4%)	1.7	0.3%	
+/- Income tax expense	5.6	0.9%	7.8	1.5%	(27.6%)
+ Depreciation and Amortisation	64.0	9.7%	60.4	11.3%	6.0%
+ Impairment losses	1.1	0.2%	0.1	0.0%	985.2%
EBITDA	114.0	17.3%	107.5	20.1%	6.0%
+ Start-up expenses*	1.0	0.1%	1.5	0.3%	(38.1%)
+ M&A related expenses	-	-	-	-	-
+/- Effect of SOP exercise method modification	-	-	-	-	-
- Indirect taxes adjustments	-	-	-	-	-
Adjusted EBITDA	115.0	17.5%	109.0	20.4%	5.5%

*Start-up expenses – all material operating expenses incurred in connection with new restaurants opening and prior to the opening.

Table 4 Reconciliation of net profit and adjusted EBITDA for YTD Q3 2022 and 2021

	9 MONTHS ENDED				Change YoY
	30 September 2022		30 September 2021		
	Amount	% of sales	Amount	% of sales	
Profit/(loss) for the period	3.0	0.2%	30.0	2.2%	-
+ Finance costs	34.0	1.9%	32.0	2.3%	6.2%
- Finance income	(4.5)	(0.3%)	(1.0)	(0.1%)	-
+/- Income tax expense	16.4	0.9%	13.9	1.0%	18.6%
+ Depreciation and Amortisation	188.5	10.6%	177.9	12.9%	5.9%
+ Impairment losses	52.7	3.0%	8.3	0.6%	534.6%
EBITDA	290.1	16.4%	261.1	18.9%	11.1%
+ Start-up expenses*	2.5	0.1%	3.9	0.3%	(35.9%)
+ M&A related expenses	-	-	-	-	-
+/- Effect of SOP exercise method modification	-	-	-	-	-
- Indirect taxes adjustments	-	-	-	-	-
Adjusted EBITDA	292.6	16.5%	265.0	19.2%	10.4%

Measures (APM) description

APM are metrics used by the company with the intention to describe operational or financial performance, taking into account some key information or constituent and adjusting them based on the purpose of such measure. AmRest identifies the following Alternative Performance Measures in Director's Report:

1. Like-for-like or Same Store Sales ("LFL" or "SSS") – represents revenue growth from comparable restaurants (restaurants that have been operating for a period of longer than 12 months). The measure shows the ability of a restaurant or a brand to increase its sales organically. It can be closest reconciled between last twelve months revenue growth minus last twelve months net equity openings growth.
2. EBITDA – one of Key Performance Indicators for the company. It is a close measure of profitability on operations and consist of profit from operations excluding amortization and depreciation costs as well as impairments. Reconciliation of the measure is provided in table 3 and table 4.
3. Adjusted EBITDA – measures profitability performance without startup costs (operating costs incurred by the company to open a restaurant but before a restaurant starts generating revenue), M&A related expenses (all material expenses connected with successful acquisition covering professional services, legal, financial, other directly connected with a transaction) or profit/loss on sale of a business, effect of Stock Option Plan (SOP) exercise method modification (difference in accounting cost of employee benefits accounted under cash settled versus equity settled option plan) and adjustments in indirect taxes, mainly related to VAT. It allows to present profitability for restaurants that already generate revenue and without some unusual costs related to M&A, tax

adjustments or accounting adjustments related to SOP. Reconciliation of this APM is provided in table 3 and table 4.

Significant events and transactions in Q3 2022 (till the date of publication of this Report)

Amendment to terms of the Credit Agreement

In relation with the Senior Term and Revolving Facilities agreement dated 5 October 2017 (the "Credit Agreement") and with the Other Relevant Information published by the Company on 13 December 2021 (with registration number 13163), AmRest signed on 8 September 2022 an amendment to certain terms of the Credit Agreement, including the lenders' commitment to grant AmRest the so-called Facility G, in the amount of additional EUR 100 million, as well as the inclusion of the obligation to maintain an equity / assets ratio, with the main terms regarding interest and maturity remaining unchanged.

As a consequence of such amendment, after the usual conditions for this type of transactions were fulfilled, AmRest drew down the full amount of this credit line and is using it to finance the general corporate purposes of the AmRest group and expansion.

Changes in the Company's Governing Bodies

There were no changes in the Company's Board of Directors that occurred in the period covered by this Report.

As of 30 September 2022 the composition of the Board of Directors was as follows:

- Mr. José Parés Gutiérrez
- Mr. Carlos Fernández González
- Mr. Luis Miguel Álvarez Pérez
- Ms. Romana Sadurska
- Mr. Pablo Castilla Reparaz
- Mr. Emilio Fullaondo Botella
- Ms. Mónica Cueva Díaz

- Eduardo Rodríguez-Rovira (Secretary, non-Board member)
- Mauricio Garate Meza (Vicesecretary, non-Board member)

On the day of publication of this Report the composition of the Board of Directors remains the same.

Dividends paid during the period covered by this Report

In the period covered by this Report the Group has paid dividend to non-controlling interest of SCM Sp. z o.o. in the amount of EUR 1.1 million and to non-controlling interest of SCM s.r.o. in the amount of EUR 0.1 million.

Shareholders of AmRest Holdings SE

Pursuant to the best AmRest's knowledge as of 30 September 2022 AmRest Holdings had the following shareholder structure:

Shareholder	Number of shares and votes at the Shareholders' meeting	% of shares and votes at the Shareholders' meeting
FCapital Dutch B. V.*	147 203 760	67.05%
Artal International S.C.A.	11 366 102	5.18%
Nationale-Nederlanden OFE	10 718 700	4.88%
Aviva OFE	7 013 700	3.19%
Other Shareholders	43 251 921	19.70%

* FCapital Dutch B. V. is the subsidiary of Finaccess Capital, S.A. de C.V. Grupo Finaccess SAPI de CV is the direct majority shareholder of Finaccess Capital, S.A. de C.V. and a subsidiary of Grupo Far-Luca, S.A. de C.V. The direct majority shareholder of Grupo Far-Luca, S.A. de C.V., Mr. Carlos Fernández González, is a member of AmRest's Board of Directors.

According to the notification received from the shareholder, as a result of the merger by acquisition between FCapital Dutch, B.V., as the acquiring company, and FCapital Lux S.à r.l. (holding directly 56 509 547 AmRest shares), as the acquired company, on 15 July 2022 the shareholding of FCapital Lux S.à r.l. in AmRest Holdings SE became the property of FCapital Dutch, B.V.

Changes in the number of shares held by members of the Board of Directors

During the period since 1 July 2022 the following changes occurred with respect to AmRest shares and stock options held by the members of the Board of Directors of AmRest.

As of 30 June 2022 Mr. Carlos Fernández González (member of the Company's Board of Directors) held through its closely associated person, FCapital Dutch B.V., 147 203 760 shares of the Company with a total nominal value of EUR 14 720 376. On 30 September 2022, Mr. Carlos Fernández González still owned (through FCapital Dutch B.V.) 147 203 760 AmRest's shares with a total nominal value of EUR 14 720 376.

In addition, as of 30 June 2022 Mr. Carlos Fernández González held through his another closely associated person - Finaccess México, S.A. de C.V., Sociedad Operadora de Fondos de Inversión, 1 462 420 AmRest shares with a total nominal value of EUR 146 242.0. On 30 September 2022 Finaccess México, S.A. de C.V. held 1 477 523 AmRest shares with a total nominal value of EUR 147 752.3. The direct holder of the shares is Latin 10, SA de CV, a fund independently managed by Finaccess Mexico, S.A. de C.V. (a subsidiary of Grupo Finaccess).

Transactions on AmRest shares concluded for the purpose of executing the management option plan

The commencement of the purchase of treasury shares occurred on the basis of Resolution No. 7 of the General Meeting of the Company of 19 May 2015 concerning the authorization for the Management Board to acquire treasury shares in the Company and the establishment of reserve capital and (replacing it) Resolution No. 9 of the General Meeting of the Company of 6 June 2018 concerning the authorization to the Board of Directors for the derivative acquisition of the Company's own shares made directly by the Company or indirectly through its subsidiaries as well as for the sale of the own shares.

The Company was acquiring the own shares for the purposes of execution of stock option programs: Employee Stock Option Plan and Management Incentive Plan.

In the period between 1 July 2022 and 30 September 2022, AmRest didn't purchase or dispose (to entitled participants of the stock options plans) any own shares. As of 30 September 2022 AmRest held 352 270 own shares with a total nominal value of EUR 35 227.0 and representing 0.1604% of the share capital.

The subsidiaries of AmRest Holdings SE do not hold any Company's shares.

Forecasts of financial results

The Company has not published any forecasts of financial results.

The COVID-19 pandemic continues to affect the global economy, including HORECA sector, and its intensity and accompanied uncertainties continues and it varies between markets. During year 2022, in the main economies where the Group operates, many restrictions imposed by the governments were relaxed and lifted. This facilitates greater mobility and social interaction that positively impact the revenues level for Group. The severity of potential new mutations or variants in coming months, and its potential impact on Group's operations cannot be predicted and remains an issue closely monitored by the Group.

In 2022, the increased geopolitical risk, as a consequence of the war in Ukraine, has weighed adversely on global economic conditions including the markets where the Group operates. The conflict has triggered turmoil in the financial markets around the world, and drastically increased uncertainty about the recovery of the global economy, as reflected in the widespread deterioration of the consumer confidence indicators, which has impacted on financial and commodity markets. As such, the main consequences to economies derived from the conflict are inflation, due to the increased price of energy and non-energy commodities. The Group is closely monitoring their potential impact on Group's current and future operations.

All these events and uncertainty that accompanies them may have a significant impact on the Group's operations and financial position, of which the effect is difficult to predict. The future economic and regulatory situation may differ from the Management's expectations however it is being monitored in order to adjust strategic intentions and operational decisions, which will minimize business risks.



Part B. Condensed Consolidated Interim Report for Q3 2022

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Condensed consolidated income statement for 9 months ended 30 September 2022

	9 MONTHS ENDED	
	30 September 2022	30 September 2021
Continuing operations		
Restaurant sales	1 658.9	1 312.4
Franchise and other sales	112.0	65.6
Total revenue	1 770.9	1 378.0
Restaurant expenses:		
Food and merchandise	(495.6)	(364.5)
Payroll, social security and employee benefits	(397.0)	(333.0)
Royalties	(82.6)	(61.4)
Occupancy, depreciation and other operating expenses	(510.2)	(425.9)
Franchise and other expenses	(86.6)	(47.3)
Gross Profit	198.9	146.0
General and administrative expenses	(112.5)	(101.1)
Net impairment losses on financial assets	(1.5)	(1.2)
Net impairment losses on other assets	(51.1)	(7.1)
Other operating income/expenses	15.2	38.4
Profit/loss from operations	49.0	74.9
Finance income	4.5	1.0
Finance costs	(34.0)	(32.0)
Profit/loss before tax	19.5	43.9
Income tax expense	(16.5)	(13.9)
Profit/loss for the period	3.0	30.0
Attributable to:		
Shareholders of the parent	(1.3)	28.5
Non-controlling interests	4.3	1.5
Profit/(loss) for the period	3.0	30.0
Basic earnings per ordinary share in EUR	(0.01)	0.13
Diluted earnings per ordinary share in EUR	(0.01)	0.13

The above condensed consolidated income statement should be read in conjunction with the accompanying notes.

Condensed consolidated statement of comprehensive income for 9 months ended 30 September 2022

	9 MONTHS ENDED	
	30 September 2022	30 September 2021
Profit/loss for the period	3.0	30.0
Other comprehensive income/(loss)		
Exchange differences on translation of foreign operations	45.4	12.6
Net investment hedges	(7.1)	(1.9)
Income tax related to net investment hedges	1.2	0.3
Other comprehensive income/loss for the period	39.5	11.0
Total comprehensive income/loss for the period	42.5	41.0
Attributable to:		
Shareholders of the parent	38.4	39.4
Non-controlling interests	4.1	1.6

The above condensed consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

Condensed consolidated statement of financial position as of 30 September 2022

	30 September 2022	31 December 2021
Assets		
Property, plant and equipment	470.4	460.9
Right-of-use assets	801.5	771.0
Goodwill	284.8	316.6
Intangible assets	235.3	236.9
Investment properties	4.6	4.8
Other non-current assets	24.8	23.1
Deferred tax assets	47.5	45.7
Total non-current assets	1 868.9	1 859.0
Inventories	35.8	33.1
Trade and other receivables	75.8	67.9
Income tax receivables	5.0	4.9
Other current assets	19.4	11.3
Cash and cash equivalents	261.6	198.7
Total current assets	397.6	315.9
Total assets	2 266.5	2 174.9
Equity		
Share capital	22.0	22.0
Reserves	160.5	165.6
Retained earnings	146.2	147.5
Translation reserve	9.2	(36.4)
Equity attributable to shareholders of the parent	337.9	298.7
Non-controlling interests	10.5	8.8
Total equity	348.4	307.5
Liabilities		
Interest-bearing loans and borrowings	571.7	541.9
Lease liabilities	687.5	663.8
Provisions	17.6	33.4
Deferred tax liability	44.5	45.4
Other non-current liabilities and employee benefits	2.5	3.6
Total non-current liabilities	1 323.8	1 288.1
Interest-bearing loans and borrowings	105.8	122.7
Lease liabilities	170.7	159.1
Provisions	7.6	-
Trade payables and other liabilities	301.8	287.2
Income tax liabilities	8.4	10.3
Total current liabilities	594.3	579.3
Total liabilities	1 918.1	1 867.4
Total equity and liabilities	2 266.5	2 174.9

The above condensed consolidated statement of financial position should be read in conjunction with the accompanying notes.

Condensed consolidated statement of cash flows for 9 months ended 30 September 2022

	9 MONTHS ENDED	
	30 September 2022	30 September 2021
Cash flows from operating activities		
Profit/loss for the period	3.0	30.0
Adjustments for:		
Amortisation and depreciation	188.5	177.9
Net interest expense	31.1	30.6
Exchange results	(1.8)	(0.2)
Result on disposal of property, plant and equipment and intangibles	(3.0)	(0.7)
Impairment of non-financial assets	51.1	7.1
Share-based payments	2.5	1.4
Loan forgiven	-	(2.7)
Tax expenses	16.5	13.9
Rent concessions	(2.0)	(9.7)
Other	(1.1)	(0.9)
Working capital changes:		
Change in trade and other receivables	(7.9)	1.1
Change in inventories	(2.2)	(2.1)
Change in other assets	(10.7)	(2.9)
Change in payables and other liabilities	17.0	11.2
Change in provisions and employee benefits	(7.9)	(0.6)
Cash generated from operations	273.1	253.4
Income tax paid	(23.5)	(4.9)
Net cash from operating activities	249.6	248.5
Cash flows from investing activities		
Net cash outflows on acquisition	(1.1)	-
Proceeds from the sale of property, plant and equipment	0.7	0.3
Purchase of property, plant and equipment	(77.8)	(55.3)
Purchase of intangible assets	(6.0)	(4.7)
Net cash used in investing activities	(84.2)	(59.7)
Cash flows from financing activities		
Proceeds from share transfers (employees options)	-	-
Purchase of treasury shares	-	-
Proceeds from loans and borrowings	128.6	1.0
Repayment of loans and borrowings	(105.6)	(103.5)
Payments of lease liabilities including interests paid	(120.1)	(102.2)
Interest paid	(17.4)	(15.1)
Interest received	2.7	0.7
Dividends paid to non-controlling interest owners	(1.1)	(0.9)
Transactions with non-controlling interest	(2.3)	(3.8)
Net cash from financing activities	(115.2)	(223.8)
Net change in cash and cash equivalents	50.2	(35.0)
Effect of exchange rates movements	12.7	2.8
Balance sheet change of cash and cash equivalents	62.9	(32.2)
Cash and cash equivalents, beginning of period	198.7	204.8
Cash and cash equivalents, end of period	261.6	172.6

The above condensed consolidated statement of cash flows should be read in conjunction with the accompanying notes.

Condensed consolidated statement of changes in equity for 9 months ended 30 September 2022

	ATTRIBUTABLE TO THE SHAREHOLDERS OF THE PARENT					Non-controlling interest	Total equity
	Share capital	Reserves	Retained earnings	Translation reserve	Total		
As of 1 January 2022	22.0	165.6	147.5	(36.4)	298.7	8.8	307.5
Profit/loss for the period	-	-	(1.3)	-	(1.3)	4.3	3.0
Other comprehensive income	-	(5.9)	-	45.6	39.7	(0.2)	39.5
Total comprehensive income	-	(5.9)	(1.3)	45.6	38.4	4.1	42.5
Transaction with non-controlling interests	-	(1.1)	-	-	(1.1)	(2.4)	(3.5)
Share based payments	-	1.9	-	-	1.9	-	1.9
As of 30 September 2022	22.0	160.5	146.2	9.2	337.9	10.5	348.4

	ATTRIBUTABLE TO THE SHAREHOLDERS OF THE PARENT					Non-controlling interest	Total equity
	Share capital	Reserves	Retained earnings	Translation reserve	Total		
As of 1 January 2021	22.0	170.1	114.6	(48.9)	257.8	6.9	264.7
Profit/loss for the period	-	-	28.5	-	28.5	1.5	30.0
Other comprehensive income	-	(1.6)	-	12.5	10.9	0.1	11.0
Total comprehensive income	-	(1.6)	28.5	12.5	39.4	1.6	41.0
Transaction with non-controlling interests	-	(4.2)	-	-	(4.2)	(0.5)	(4.7)
Share based payments	-	1.3	-	-	1.3	-	1.3
As of 30 September 2021	22.0	165.6	143.1	(36.4)	294.3	8.0	302.3

The above condensed consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Notes to condensed consolidated interim report

1. General information on the Group

AmRest Holdings SE (“The Company”, “AmRest”) was incorporated in the Netherlands in October 2000. Since 2008 the Company operates a European Company (Societas Europaea, SE). The company is domiciled in Spain.

There was no change in name of reporting entity during the reporting period.

Paseo de la Castellana 163, 28046 (Madrid), Spain is the Company’s registered office as of 30 September 2022 and has not changed during the reporting period.

Hereinafter the Company and its subsidiaries shall be referred to as the “Group” and “AmRest Group”.

In 2005 the shares of AmRest Holdings SE were quoted for the first time on the Warsaw Stock Exchange (“WSE”) and in 2018 were quoted on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges, through the Spanish Automated Quotation System (Sistema de Interconexión Bursátil - SIBE). Since 21 November 2018 AmRest’s shares have been quoted simultaneously on both the above stock exchanges (dual listing).

Grupo Finaccess S.A.P.I. de C.V. is the ultimate parent of the Group.

The Group operates Kentucky Fried Chicken (“KFC”), Pizza Hut (“PH”), Burger King (“BK”) and Starbucks (“SBX”) restaurants through its subsidiaries in Poland, the Czech Republic (hereinafter Czechia), Hungary, Slovakia, Russia, Serbia, Croatia, Bulgaria, Romania, Germany, France, Austria, Slovenia and Spain, on the basis of franchise rights granted. Starting from 1 October 2016 the Group as a master-franchisee has the right to grant a license to third parties to operate Pizza Hut Express and Pizza Hut Delivery restaurants (sub-franchise) in countries of Central and Eastern Europe, while ensuring a certain share of restaurants operated directly by AmRest. Pizza Hut restaurants acquired in France in May 2017 and in Germany in July 2017 are operated both by AmRest and its sub-franchisees under master-franchise agreements (“MFA”). In May 2022, as previously agreed, Russia MFA agreement was terminated as part of the transfer of the Pizza Hut outlets to a third party designated by the brand owner.

In Spain, Germany and Portugal the Group operates its own brand La Tagliatella. This business is based on owning restaurants and the franchise agreements signed with non-related companies. It is supported by the central kitchen located in Spain which produces and delivers products to the whole network of the mentioned proprietary brands. In China the Group operates its own brand called Blue Frog.

In 2018 the Group acquired the Bacoa and Sushi Shop brands, as a result of which it operates proprietary and franchise restaurants in Spain (Bacoa) and proprietary and franchise Sushi Shop restaurants among the others in France, Belgium, Spain, Switzerland, United Kingdom, Luxembourg, Italy, United Arab Emirates and Saudi Arabia. Bacoa is a Spanish premium burger chain, and Sushi Shop is the operator of the leading European chain of Japanese cuisine restaurants.

Additionally, among own brands the Group operates virtual brands.

The Group operates its restaurants mainly on a franchise basis. However being master-franchisee and performing business through own brands has become more important. The table below shows the terms and conditions of cooperation with franchisors and franchisees of particular brands operated by AmRest as of 30 September 2022:

ACTIVITY WHERE AMREST IS A FRANCHISEE

Brand	KFC	Pizza Hut Dine-In	Pizza Hut Express, Delivery	Burger King	Starbucks ¹⁾
Franchisor/ Partner	YUM! Restaurants Europe Limited and its affiliates	Pizza Hut Europe Limited	Pizza Hut Europe Limited	Burger King Europe GmbH	Starbucks Coffee International, Inc/Starbucks EMEA Ltd., Starbucks Manufacturing EMEA B.V.
Area covered by the agreement	Poland, Czechia, Hungary, Bulgaria, Serbia, Croatia, Russia, Spain, Germany, France, Austria, Slovenia	Poland	Poland, Czechia, Hungary, France, Germany, Slovakia	Poland, Czechia, Bulgaria, Slovakia, Romania	Poland, Czechia, Hungary, Romania, Bulgaria, Germany, Slovakia, Serbia
Term of agreement	10 years with possibility of extension for a further 10 years	10 years with possibility of extension for a further 10 years	10 years with possibility of extension for a further 10 years	Poland, Czechia, Bulgaria, Slovakia, Romania – 20 years or 10 years ⁵⁾ Since 20 November 2018: 10 years for restaurants opened	15 years, possibility of extension for a further 5 years ²⁾ ; in Romania till 10 October 2023 16 years; in Bulgaria till 1 October 2027 20 years
Preliminary fee	up to USD 57.9 thousand ³⁾	up to USD 57.9 thousand ³⁾	USD 29.0 thousand ³⁾	USD 50 thousand or USD 25 thousand, in Czechia USD 60 thousand ⁵⁾ Since 20 November 2018: USD 30 thousand for restaurants.	USD 25 thousand
Franchise fee	6% of sales revenues	6% of sales revenues	6% of sales revenues	5% of sales revenues	6% of sales revenues
Marketing costs	5% of sales revenues ⁴⁾	5% of sales revenues	6% or 5% of sales revenues depending on the concept	5% of sales revenues	amount agreed each year

ACTIVITY PERFORMED THROUGH OWN BRANDS

Brand	La Tagliatella	Blue Frog	Bacoa	Sushi Shop
Area of the activity	Spain, Portugal	China	Spain	France, Spain, Belgium, Italy, Switzerland, Luxembourg, UK

ACTIVITY WHERE AMREST IS A FRANCHISOR (BRAND OWNER OR BASED ON MASTER-FRANCHISE AGREEMENTS)

Brand	Pizza Hut Dine-In	Pizza Hut Express, Delivery	La Tagliatella	Blue Frog	BACOA	Sushi Shop
Partner	Yum Restaurants International Holdings LLC	Pizza Hut Europe Limited, Yum Restaurants International Holdings LLC, Pizza Hut Europe S.a.r.l	Own brand	Own brand	Own brand	Own brand
Area covered by the agreement	Germany	Germany, France, CEE (Hungary, Czechia, Poland, Slovakia, Slovenia)	Spain	China	Spain	France, Belgium, United Arab Emirates, Saudi Arabia, UK
Term of agreement	10 years with possibility of extension ⁶⁾	10 years with possibility of extension ⁶⁾	10 years with possibility of extension	5 years with possibility of extension	10 years with possibility of extension	Franchise agreements: from 3 years (corners) to 10 years with a limited territorial exclusivity EADA i.e. "master franchise": exclusivity for specific territories granted to from 2 up to 14 years.

1) AmRest Group took up 82% and Starbucks 18% of the share capital of the newly-established companies in Poland, Czechia and Hungary. In the event of default, deadlock, or disputed take-over or change of control over AmRest Holdings SE and/or its shareholders, Starbucks will be entitled to increase its share to 100% by purchasing shares from the Group. Option upon termination in the event of default or deadlock are symmetric for both parties, so that AmRest will also be entitled to exercise the option to purchase all of the Shares of Starbucks. According to Group assessment as of the day of this report issuance there are no indicators making the mentioned above options realizable. The Group acquired 100% of shares in Romanian and Bulgarian entities, being the sole operators in these markets. In Germany the Group acquired 100% of shares in a key operator in this market.

2) The license agreements entered into by and between AmRest's affiliates and Starbucks EMEA Limited for Poland, Hungary and Czech Republic, which are set to expire on 15 November 2022 are subject to a five year extension. Consistent with AmRest's long-term commitment to its brand portfolio, AmRest and Starbucks EMEA Limited are currently negotiating the terms of such extension.

3) The fee is updated yearly for inflation.

4) Marketing costs might be changed if certain conditions set in the agreement are met.

5) Validity period of franchisee agreement, therefore licenses for Burger King restaurants opened in Poland in the period from 1 March 2009 till 30 June 2010, and also for newly-opened restaurants in Poland was extended from 10 to 20 years since the date of restaurant opening, however, without the option of prolongation for the next 10 years, which was provided in the original development agreement with AmRest Sp. z o.o. In relation to restaurants opened in Poland in the period from 1 March 2009 to 30 June 2010 and in relation to restaurants opened after this period (for franchise agreements for 20 years) the initial franchise payment was increased from USD 25,000 to USD 50,000. On 20 November 2018 a new Development Agreement of the Burger King brand in Bulgaria, Czech Republic, Romania, Slovakia and Poland was signed, amended on 15 September 2020. This Development Agreement was terminated by Burger King Europe GMBH effective 1 February 2022.

6) In case of Germany MFA, which was set to terminate on May 31, the parties agreed to extend such termination until December 23, 2022, in order to allow for Yum! to take over the business, for itself, on or prior to such date. In case of Russia MFA, this agreement was terminated on 31 May 2022 as previously agreed and as part of AmRest's transfer of the Pizza Hut outlets to a third party designated by Yum!

2. Group Structure

As of 30 September 2022, the Group comprised the following subsidiaries:

Company name	Registered office	Parent/non-controlling undertaking	Owner-ship interest and total vote	Date of effective control
Holding activity				
AmRest Acquisition Subsidiary Ltd.	Birkirkara, Malta	AmRest Holdings SE	100.00%	May 2007
AmRest TAG S.L.U.	Madrid, Spain	AmRest Sp. z o.o.	100.00%	March 2011
AmRest HK Ltd	Hong Kong, China	AmRest Holdings SE	100.00%	September 2011
AmRest China Group PTE Ltd	Singapore	AmRest Holdings SE	100.00%	December 2012
Bigsky Hospitality Group Ltd	Hong Kong, China	AmRest China Group PTE Ltd	100.00%	December 2012
New Precision Ltd	Mriehel, Malta	AmRest China Group PTE Ltd	100.00%	December 2012
Horizon Consultants Ltd.	Mriehel, Malta	AmRest China Group PTE Ltd	100.00%	December 2012
AmRest Management Kft	Budapest, Hungary	AmRest Kft	99.00%	August 2018
		AmRest TAG S.L.U.	1.00%	
GM Invest SRL	Brussels, Belgium	AmRest TAG S.L.U.	100.00%	October 2018
		GM Invest SRL	9.47%	
Sushi Shop Group SAS	Paris, France	AmRest TAG S.L.U.	90.53%	October 2018
AmRest France SAS	Paris, France	AmRest Holdings SE	100.00%	December 2018
Sushi Shop Management SAS	Paris, France	Sushi Shop Group SAS	100.00%	October 2018
Sushi Shop Luxembourg SARL	Luxembourg	Sushi Shop Group SAS	100.00%	October 2018
Sushi Shop Switzerland SA	Fribourg, Switzerland	Sushi Shop Management SAS	100.00%	October 2018
Restaurant, franchise and master-franchise activity				
AmRest Sp. z o.o.	Wroclaw, Poland	AmRest Holdings SE	100.00%	December 2000
AmRest s.r.o.	Prague, Czechia	AmRest Holdings SE	100.00%	December 2000
AmRest Kft	Budapest, Hungary	AmRest Sp. z o.o.	100.00%	June 2006
AmRest Coffee Sp. z o.o.	Wroclaw, Poland	AmRest Sp. z o.o.	82.00%	March 2007
		Starbucks Coffee International, Inc.	18.00%	
AmRest EOOD	Sofia, Bulgaria	AmRest Holdings SE	100.00%	April 2007
OOO AmRest	Saint Petersburg, Russia	AmRest Acquisition Subsidiary Ltd.	44.72%	July 2007
		AmRest Sp. z o.o.	55.28%	
		AmRest Sp. z o.o.	82.00%	
AmRest Coffee s.r.o.	Prague, Czechia	Starbucks Coffee International, Inc.	18.00%	August 2007
		AmRest Sp. z o.o.	82.00%	
AmRest Kávézó Kft	Budapest, Hungary	Starbucks Coffee International, Inc.	18.00%	August 2007
AmRest d.o.o. ²	Belgrade, Serbia	AmRest Sp. z o.o.	100.00%	October 2007
Restauravia Food S.L.U.	Madrid, Spain	AmRest TAG S.L.U.	100.00%	April 2011
Pastificio Service S.L.U.	Madrid, Spain	AmRest TAG S.L.U.	100.00%	April 2011
AmRest Adria d.o.o.	Zagreb, Croatia	AmRest Sp. z o.o.	100.00%	October 2011
AmRest GmbH i.L. ¹	Cologne, Germany	AmRest TAG S.L.U.	100.00%	March 2012
AmRest SAS.	Paris, France	AmRest TAG S.L.U.	100.00%	April 2012
AmRest Adria 2 d.o.o.	Ljubljana, Slovenia	AmRest Sp. z o.o.	100.00%	August 2012
Frog King Food&Beverage Management Ltd	Shanghai, China	Bigsky Hospitality Group Ltd	100.00%	December 2012
Blue Frog Food&Beverage Management Ltd	Shanghai, China	New Precision Ltd	100.00%	December 2012
Shanghai Kabb Western Restaurant Ltd	Shanghai, China	Horizon Consultants Ltd.	100.00%	December 2012
AmRest Skyline GMBH	Cologne, Germany	AmRest TAG S.L.U.	100.00%	October 2013
AmRest Coffee EOOD	Sofia, Bulgaria	AmRest Sp. z o.o.	100.00%	June 2015
AmRest Coffee S.r.l.	Bucharest, Romania	AmRest Sp. z o.o.	100.00%	June 2015
AmRest Food Srl.	Bucharest, Romania	AmRest Sp. z o.o.	100.00%	July 2019
AmRest Coffee SK s.r.o.	Bratislava, Slovakia	AmRest s.r.o.	99.00%	December 2015
		AmRest Sp. z o.o.	1.00%	
AmRest Coffee Deutschland Sp. z o.o. & Co. KG	Munich, Germany	AmRest Kaffee Sp. z o.o.	23.00%	May 2016
AmRest DE Sp. z o.o. & Co. KG	Munich, Germany	AmRest TAG S.L.U.	77.00%	December 2016
		AmRest Kaffee Sp. z o.o.	100.00%	
Kai Fu Food and Beverage Management (Shanghai) Co. Ltd	Shanghai, China	Blue Frog Food&Beverage Management Ltd	100.00%	December 2016
LTP La Tagliatella Portugal, Lda	Lisbon, Portugal	AmRest TAG S.L.U.	100.00%	February 2017
LTP La Tagliatella Franchise II Portugal, Lda	Lisbon, Portugal	AmRest TAG S.L.U.	100.00%	April 2019
AmRest AT GmbH	Vienna, Austria	AmRest Sp. z o.o.	100.00%	March 2017
AmRest Topco France SAS	Paris, France	AmRest France SAS	100.00%	May 2017
AmRest Delco France SAS	Paris, France	AmRest Topco France SAS	100.00%	May 2017
AmRest Opco SAS	Paris, France	AmRest France SAS	100.00%	July 2017
OOO Chicken Yug	Saint Petersburg, Russia	OOO AmRest	100.00%	October 2017
OOO AmRest Pizza	Saint Petersburg, Russia	AmRest Acquisition Subsidiary Ltd.	99.999996%	November 2017
		OOO AmRest	0.000004%	
AmRest Coffee SRB d.o.o.	Belgrade, Serbia	AmRest Holdings SE	100.00%	November 2017
AmRest Chamnord SAS	Paris, France	AmRest Opco SAS	100.00%	March 2018
AmRest SK s.r.o.	Bratislava, Slovakia	AmRest s.r.o.	99.00%	April 2018
		AmRest Sp. z o.o.	1.00%	
AmRest Pizza GmbH	Munich, Germany	AmRest DE Sp. z o.o. & Co. KG	100.00%	June 2018
Black Rice S.L.U.	Madrid, Spain	AmRest TAG S.L.U.	100.00%	July 2018
Bocoa Holding S.L.U.	Madrid, Spain	AmRest TAG S.L.U.	100.00%	July 2018
Sushi Shop Restauration SAS	Paris, France	Sushi Shop Management SAS	100.00%	October 2018
Sushi House SA	Luxembourg	Sushi Shop Luxembourg SARL	100.00%	October 2018
Sushi Shop London Pvt LTD	London, UK	Sushi Shop Group SAS	100.00%	October 2018
Sushi Shop Belgique SA	Bruxelles, Belgium	Sushi Shop Group SAS	100.00%	October 2018
Sushi Shop Louise SA	Bruxelles, Belgium	Sushi Shop Belgique SA	100.00%	October 2018
Sushi Shop UK Pvt LTD	Charing, UK	Sushi Shop Group SAS	100.00%	October 2018
Sushi Shop Anvers SA	Bruxelles, Belgium	Sushi Shop Belgique SA	100.00%	October 2018
Sushi Shop Geneve SA	Geneva, Switzerland	Sushi Shop Switzerland SA	100.00%	October 2018
Sushi Shop Lausanne SARL	Lasanne, Switzerland	Sushi Shop Switzerland SA	100.00%	October 2018
Sushi Shop Madrid S.L.U.	Madrid, Spain	Sushi Shop Management SAS	100.00%	October 2018
Sushi Shop Milan SARL	Milan, Italy	Sushi Shop Management SAS	100.00%	October 2018

Company name	Registered office	Parent/non-controlling undertaking	Owner-ship interest and total vote	Date of effective control
		Vanray SRL	70.00%	
			30.00%	
Sushi Shop Zurich GMBH	Zurich, Switzerland	Sushi Shop Switzerland SA	100.00%	October 2018
Sushi Shop Nyon SARL	Nyon, Switzerland	Sushi Shop Switzerland SA	100.00%	October 2018
Sushi Shop Vevey SARL	Vevey, Switzerland	Sushi Shop Switzerland SA	100.00%	November 2019
Sushi Shop Fribourg SARL	Fribourg, Switzerland	Sushi Shop Switzerland SA	100.00%	November 2019
Sushi Shop Yverdon SARL	Yverdon, Switzerland	Sushi Shop Switzerland SA	100.00%	November 2019
Sushi Shop Morges SARL	Moudon, Switzerland	Sushi Shop Switzerland SA	100.00%	October 2020
Financial services and others for the Group				
AmRest LLC	Wilmington, USA	AmRest Sp. z o.o.	100.00%	July 2008
AmRest Work Sp. z o.o.	Wroclaw, Poland	AmRest Sp. z o.o.	100.00%	March 2012
La Tagliatella International Kft	Budapest, Hungary	AmRest TAG S.L.U.	100.00%	November 2012
La Tagliatella SAS	Paris, France	AmRest TAG S.L.U.	100.00%	March 2014
AmRest Kaffee Sp. z o.o.	Wroclaw, Poland	AmRest Sp. z o.o.	100.00%	March 2016
AmRest Estate SAS	Paris, France	AmRest Opco SAS	100.00%	September 2017
AmRest Leasing SAS	Paris, France	AmRest Opco SAS	100.00%	September 2017
AmRest Franchise Sp. z o.o.	Wroclaw, Poland	AmRest Sp. z o.o.	100.00%	December 2018
AmRest Global S.L.U.	Madrid, Spain	AmRest Holdings SE	100.00%	September 2020
Supply services for restaurants operated by the Group				
SCM Czech s.r.o.	Prague, Czechia	SCM Sp. z o.o.	90.00%	March 2007
		Ondrej Razga	10.00%	
		AmRest Sp. z o.o.	51.00%	
SCM Sp. z o.o.	Warsaw, Poland	R&D Sp. z o.o.	33.80%	October 2008
		Beata Szafarczyk-Cylny	5.00%	
		Zbigniew Cylny	10.20%	

¹ On 25 November 2016 Amrestavia, S.L.U., the sole shareholder of AmRest GmbH, decided to liquidate this company. The liquidation process has not been finished up until the date of this Report.

² On 7 April 2022 the Share Purchase Agreement was concluded to sale and transfer of the 40% of the shares in AmRest d.o.o. from ProFood Invest GmbH to AmRest Sp. z o.o. On 6 September 2022 changes were registered – AmRest Sp. z o.o. has become sole shareholder of AmRest d.o.o.

On 12 July 2022 Pastificio Service S.L.U., the sole shareholder of The Grill Concept S.L.U., decided to liquidate this company. On 23 August 2022 The Grill Concept S.L.U has been deregistered.

3. Basis of preparation

Accounting figures presented in this condensed consolidated report were prepared in accordance with the International Financial Reporting Standards as adopted by the European Union (“IFRS”).

This interim report does not include all the information and disclosures required in the annual financial report. Accordingly, this report should be read with conjunction with the consolidated financial statements for the year ended 31 December 2021. The accounting policies adopted in the preparation of the condensed consolidated financial statements are consistent with those followed in the preparation of the Group’s consolidated financial statements for the year ended 31 December 2021, except for the adoption of new standard, interpretations, and amendments to standards effective as of 1 January 2022, which do not have material impact on the interim report of the Group. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, amounts in this consolidated interim report are presented in euro (EUR), rounded off to full millions with one decimal place.

The preparation of this condensed consolidated financial report requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the group’s accounting policies. Estimates and judgments are continually verified, and are based on professional experience and on various factors, including expectations of future events, which are deemed to be justified in given circumstances. Revisions to estimates are recognised prospectively. Actual results may differ from these estimates.

Based on the available information, facts and current circumstances, and taking into consideration uncertainties about the future macroeconomic conditions, which is at least, but is not limited to, twelve months from the end of the reporting period, the going concern assumption applies in the foreseeable future. Consequently, these interim condensed consolidated financial report has been prepared under going concern principle.

War in Ukraine update and Russian operations

The war in Ukraine in late February 2022 has led to increased market volatility and higher economic uncertainty, as reflected in the widespread deterioration of the consumer confidence indicators, which has impacted on financial and commodity markets.

Even if the conflict remains localized, it has broad implications for economies across the world. While Russia and Ukraine together represent a relatively small part of the world economy, they account for a large share of global energy exports, as well as exports of a range of metals, food staples and agricultural inputs. As such, the main consequences to economies derived from the conflict are inflation, due to the increased price of energy and non-energy commodities. In this regard, the significant inflationary pressures that were generated by the strong economic recovery following the gradual lifting of COVID-19-related restrictions have been exacerbated by the war.

The escalation of the conflict between Russia and Ukraine, resulted in a number of commercial and economic sanctions to Russia. The Group is closely monitoring their potential impact on Group's current and future operations. Additionally, the Group stopped investments in that country and in May 2022 transferred its Pizza Hut operations in Russia to a local operator.

Finally, European Central Bank (whose exchange rates the Group is using for conversion of foreign operations to Euro) has suspended its publication of a euro reference rate for the Russian rouble from 1 March 2022. As such the Group has started using euro-rouble exchange rate as published by National Bank of Russia for preparation of condensed consolidated interim reports. During 9 months period ended 30 September 2022 rouble appreciated significantly versus EUR. As of 31 December 2021 1 EUR = 85.47 RUB, whereas as of 30 September 2022 1 EUR = 55.56 RUB.

The war in Ukraine and subsequent sanctions pose significant challenges to business activities and introduce a high degree of uncertainty. Moreover, as an element to sanctions imposed since March 2022, the European Union banned top credit rating firms from rating Russia. Later in June 2022 a technical default of Russia was declared after missing a bond payment in foreign currency. Such events have additionally increased uncertainty in making judgements and estimates when assessing the value of assets and liabilities as of the reporting date.

The Group has performed the impairment tests for its Russian business as of 30 June 2022 and accounted for EUR 52.9 million impairment loss as a result. The details of judgments and estimates made were presented in note 12 of the condensed consolidated financial statements for the 6 months ended 30 June 2022.

As of 30 September 2022 the net assets of Russian operations presented in this condensed consolidated financial report amount to EUR 85.2 million.

The table below shows total split of net assets of Russian operations of the Group as of 30 September 2022 and translated based on 30 September 2022 forex exchange rate into EUR. The comparative figures for 31 December 2021 presented in second column reflect data reported in consolidated financial statements for the year ended 31 December 2021, i.e., using forex exchange EUR/RUB as of 31 December 2021. For illustrative purposes Group presents also, in the third column, the estimate of 31 December 2021 data in EUR if 30 September 2022 forex exchange rate was used at that time.

EUR millions	30 September 2022	31 December 2021	31 December 2021 @September 2022 forex rate
Non-current assets	159.8	151.9	233.6
Lease liabilities	104.3	75.8	116.6
Current assets	61.2	19.5	29.9
Other liabilities	31.6	16.4	25.2
Net assets	85.2	79.2	121.8

4. Segment reporting

AmRest as a group of dynamic developing entities running operations in many markets and various restaurant business segments is under constant analysis by the Board of Directors. The Board is also constantly reviewing the way business is analysed and adjusts it accordingly to changes in the Group's structure as a consequence of strategic decisions.

Group produces various reports, in which its business activities are presented in a variety of ways. Operating segments are set on the basis of management reports used by the Board when making strategic decisions. The Board of Directors analyses the Group's performance by geographical breakdown in divisions described in the table below.

Own restaurant and franchise business is analyzed for four operating segments presenting Group's performance in geographic breakdown. Geographical areas are identified based on the similarity of products and services, similar characteristics of the production process and of the customer base and economic similarities (i.e. exposure to the same market risks). Fifth segment includes in general non-restaurant business. Details of the operations presented in each segment are presented below:

Segment	Description
Central and Eastern Europe (CEE)	Restaurant operations and franchise activity in: <ul style="list-style-type: none"> ■ Poland – KFC, Pizza Hut, Starbucks, Burger King, ■ Czechia – KFC, Pizza Hut, Starbucks, Burger King, ■ Hungary – KFC, Pizza Hut, Starbucks, ■ Bulgaria – KFC, Starbucks, Burger King, ■ Croatia, Austria, Slovenia – KFC, ■ Slovakia – Starbucks, Pizza Hut, Burger King, ■ Romania – Starbucks, Burger King ■ Serbia – KFC, Starbucks.
Western Europe	Restaurant operations together with supply chain and franchise activity in: <ul style="list-style-type: none"> ■ Spain – KFC, La Tagliatella, Bacoa, Sushi Shop, ■ France – KFC, Pizza Hut, Sushi Shop, ■ Germany – Starbucks, KFC, Pizza Hut, ■ Portugal – La Tagliatella, ■ Belgium, Italy, Switzerland, Luxemburg, United Kingdom and other countries with activities of Sushi Shop.
China	Blue Frog restaurant operations in China.
Russia	KFC and until May 2022 Pizza Hut restaurant operations and franchise activity in Russia, Armenia and Azerbaijan (transferred to local operator in May 2022).
Other	Other support functions rendered by the subsidiaries for the Group such as e.g. Executive Team, Controlling, Treasury, Investors Relations, Mergers & Acquisitions. Other also includes expenses related to M&A transactions not finalized during the period, whereas expenses related to finalized merger and acquisition are allocated to applicable segments. Additionally, Other includes non-restaurant businesses performed by AmRest Holdings SE, SCM Sp. z o.o. and its subsidiaries and other minor entities performing holding and/or financing services.

When analyzing the results of particular business segments the Board of Directors draws attention primarily to EBITDA reached, which is not an IFRS measure.

Segment measures and the reconciliation to profit/loss from operations for the 9 months ended 30 September 2022 and for the comparative 9 months ended 30 September 2021 is presented below.

9 months ended 30 September 2022	CEE	Western Europe	Russia	China	Other	Total
Restaurant sales	824.1	552.7	219.8	62.3	-	1 658.9
Franchise and other sales	0.5	53.0	0.1	0.2	58.2	112.0
Inter-segment revenue	-	-	-	-	-	-
Segment revenue	824.6	605.7	219.9	62.5	58.2	1 770.9
EBITDA	162.1	78.0	45.9	12.7	(8.6)	290.1
Depreciation and amortisation	84.6	66.3	22.6	14.4	0.6	188.5
Net impairment losses on financial assets	(0.1)	1.6	-	-	-	1.5
Net impairment losses on other assets	(4.0)	(0.1)	54.7	0.2	0.3	51.1
Profit/loss from operations	81.6	10.2	(31.4)	(1.9)	(9.5)	49.0
Finance income and costs	(10.6)	(5.8)	(2.1)	(0.7)	(10.4)	(29.6)
Profit/loss before tax	71.0	4.4	(33.5)	(2.6)	(19.9)	19.4
Capital investment*	37.9	27.8	5.9	4.7	0.7	77.0

9 months ended 30 September 2021	CEE	Western Europe	Russia	China	Other	Total
Restaurant sales	622.0	480.7	135.0	74.7	-	1 312.4
Franchise and other sales	0.5	38.6	0.3	0.5	25.7	65.6
Inter-segment revenue	-	-	-	-	-	-
Segment revenue	622.5	519.3	135.3	75.2	25.7	1 378.0
EBITDA	140.7	75.0	31.9	22.6	(9.1)	261.1
Depreciation and amortisation	81.6	64.0	19.0	12.8	0.5	177.9
Net impairment losses on financial assets	0.3	0.3	(0.1)	-	0.7	1.2
Net impairment losses on other assets	4.9	2.4	(0.2)	-	-	7.1
Profit/loss from operations	53.9	8.3	13.2	9.8	(10.3)	74.9
Finance income and costs	(10.6)	(5.4)	(1.3)	(0.6)	(13.1)	(31.0)
Profit/loss before tax	43.3	2.9	11.9	9.2	(23.4)	43.9
Capital investment*	25.8	21.2	6.0	2.6	0.3	55.9

*Capital investment comprises additions and acquisition in property, plant and equipment and intangible assets.

The segment information has been prepared in accordance with the accounting policies applied in this consolidated interim report.

5. Operating and other income/costs

Analysis of operating expenses by nature:

	9 MONTHS PERIOD ENDED	
	30 September 2022	30 September 2021
Food, merchandise and other materials	582.4	415.9
Payroll	387.9	330.2
Social security and employee benefits	93.1	80.6
Royalties	86.2	64.2
Utilities	84.0	56.5
Marketing expenses	71.5	56.1
Delivery fees	66.2	60.3
Other external services	87.0	70.3
Occupancy cost	21.8	9.5
Depreciation of right-of-use assets	109.6	100.0
Depreciation of property, plant and equipment	69.9	68.9
Amortization of intangible assets	9.0	9.0
Other	15.9	11.5
Total cost by nature	1 684.5	1 333.0

Summary of operating expenses by functions:

	9 MONTHS PERIOD ENDED	
	30 September 2022	30 September 2021
Restaurant expenses	1 485.4	1 184.5
Franchise and other expenses	86.6	47.4
General and administrative expenses	112.5	101.1
Total costs	1 684.5	1 333.0

The Group recognised rent expense from short-term leases of EUR 0.6 million, leases of low-value assets of EUR 4.3 million and variable lease payments of EUR 16.6 million (including negative amount of EUR 2.0 million COVID-19-related rent concession) for the period ended 30 September 2022.

In the comparable period, the Group recognised rent expense from short-term leases of EUR 0.4 million, leases of low-value assets of EUR 2.2 million and variable lease payments of EUR 5.5 million (including negative amount of EUR 9.7 million COVID-19-related rent concession) for the period ended 30 September 2021.

6. Other operating income/expenses

Other income for 9 months ended 30 September 2022 consists mostly of government assistance programs, incomes related to supply chain services, insurances and reimbursements and gains on derecognition of leases and other non-current assets.

Other operating income and expenses section for 9 months ended 30 September 2021 consisted mainly of accounted government assistance programs that amounted to EUR 28.6 million, out of that EUR 10.4 million income was recognized for government assistance programs for payroll and employee benefits (payroll costs EUR 8.7 million and social contribution EUR 1.7 million), whereas EUR 18.2 million was recognized for government support programs for rent and other.

7. Net impairment losses on non-financial assets

Net impairment losses present result of impairment tests performed during 9 months period end 30 September on non-financial assets. The impairment of EUR 52.9 million was accounted as a result of impairment tests performed for Russian business as of 30 June 2022. The details of judgments and estimates made were presented in note 12 of the condensed consolidated financial statements for the 6 months ended 30 June 2022.

8. Financial costs

	9 MONTHS ENDED	
	30 September 2022	30 September 2021
Interest expense	14.9	13.7
Interest expense on lease liability	18.9	17.7
Other	0.2	0.6
Total finance cost	34.0	32.0

9. Taxes

Income tax calculated according to domestic tax rates applicable to income in particular countries as of 30 September 2022 would amount to EUR 0.9 million. Main position affecting effective tax rate for 9 months ended 30 September 2022 are expenses permanently not deductible for tax purposes (EUR 11.8 million) of which EUR 10.7 million relates to impairments of Russian business, tax losses for the current period for which no deferred tax asset was recognized (EUR 3.1 million), changes in assessment of deferred taxes from tax losses related to previous years (EUR 1.8 million) and local taxes reported as income taxes (EUR 1.9 million).

Tax risks and uncertain tax positions

Tax settlements may be subject of the tax control for the period of 3-5 years from the date of their filing. Tax settlements of AmRest entities are subject to several tax inspections which were widely described in the note "Tax risks and uncertain tax position" to the consolidated financial statements for 2021 ("the Note").

-AmRest sp. z o.o. (Poland): In respect to tax inspections regarding VAT returns for the periods: i) from April 2018 to September 2018 (described in point (c) of the Note), and ii) from October 2018 to March 2019 (described in point (d) of the Note) the Company received the information about the prolongation of the proceedings and these proceedings have not concluded as of the date of publication of this Report.

Related to the tax audit of 2013 (described in point (f) of the Note) the questioned decision of the tax authorities has been repealed and new decision should be issued.

On 7 July 2022, the Company received the final decision regarding VAT tax audit settlements for period December 2017 to March 2018 (described in point (b) of the Note) indicating that it was not obliged to pay any additional tax due to the binding power of the individual ruling of the Ministry of Finance held by the Company.

Due to procedural reasons on 28 September 2022, the Head of the Customs and Tax Office initiated a customs and tax inspection on VAT for the periods already controlled in the past (from April to September 2018).

-Pastificio Service S.L.U., AmRest Tag S.L.U. and AmRest Holdings SE (Spain): On 22 March 2021, the entities received tax settlement agreement indicating the additional tax liability amounting to EUR 1.1 million, which was paid on 14 June 2021. The Group disagree and submitted on 26 July 2021 economic-administrative claim which were rejected. On 5 October the company appeal before the National Audience against such rejection.

-Sushi Shop Group (France): On 9 June 2022, the Company received two tax settlements for CIT. The first assessment amounted to EUR 0.7 million (paid on August 1, 2022). The second settlement corresponded to the non-filing of the 2020 CIT return, so the tax authorities estimated the tax payable based on the 2019 tax result, which resulted in a tax liability of EUR 2.8 million. The company requested the deferral of the payment of EUR 3.1 million and presented allegations in August 2022, providing a bank guarantee for EUR 3.1 million.

-AmRest Kft and AmRest Kávészó Kft (Hungary): On June 2021 received notification letters of initiation of tax audits that covered all taxes and periods 2018-2019 for AmRest Kft and in AmRest Kávészó Kft for the year 2019. Both tax audits have been concluded in April 2022 without any relevant assessment.

-AmRest Coffee Deutschland Sp. z o.o. & Co. KG (Germany): On September 26, 2022, the tax audit relating to the period 2012 to 2016 ended with a tax assessment amounting to EUR 410k for VAT (already paid) and EUR 421k for trade tax (will be paid when legally required).

The Group's risk assessment regarding tax risks and uncertainties has not changed since the publication of the consolidated financial statements for 2021. Therefore, as of 30 September 2022 and as of the date of publication of this Report, no provisions were created.

In Group's opinion, there are no other material contingent liabilities concerning pending audits and tax proceedings.

10. Equity

Share capital

Share capital consists of ordinary shares. All shares issued are subscribed and fully paid. The par value of each share is 0.1 EUR.

As of 30 September 2022, and 31 December 2021 the Company has 219 554 183 shares issued.

Reserves

The structure of Reserves is as follows:

	AS OF 30 SEPTEMBER 2022						
	Share premium	Employee options unexercised	Employee options exercised	Treasury shares	Hedges valuation	Transactions with NCI	Total Reserves
As of 1 January 2022	236.3	14.1	(40.7)	(4.0)	(9.5)	(30.6)	165.6
Net investment hedges	-	-	-	-	(7.1)	-	(7.1)
Income tax related to net investment hedges	-	-	-	-	1.2	-	1.2
Total comprehensive income	-	-	-	-	(5.9)	-	(5.9)
Transaction with non-controlling interests	-	-	-	-	-	(1.1)	(1.1)
Total transaction with non-controlling interests	-	-	-	-	-	(1.1)	(1.1)
Purchases of treasury shares	-	-	-	-	-	-	-
<i>Share based payments</i>							
Value of disposed treasury shares	-	-	(0.2)	0.2	-	-	-
Employee stock option plan – value of employee benefits exercised in the period	-	-	-	-	-	-	-
Employee stock option plan – proceeds from employees for transferred shares	-	-	0.1	-	-	-	0.1
Employee stock option plan – reclassification of exercised options	-	-	-	-	-	-	-
Employee stock option plan – change in unexercised options	-	2.5	-	-	-	-	2.5
Change of deferred tax related to unexercised employee benefits	-	(0.7)	-	-	-	-	(0.7)
<i>Total share based payments</i>	-	1.8	(0.1)	0.2	-	-	1.9
Total distributions and contributions	-	1.8	(0.1)	0.2	-	-	1.9
As of 30 September 2022	236.3	15.9	(40.8)	(3.8)	(15.4)	(31.7)	160.5
	AS OF 30 SEPTEMBER 2021						
	Share premium	Employee options unexercised	Employee options exercised	Treasury shares	Hedges valuation	Transactions with NCI	Total Reserves
As of 1 January 2021	236.3	13.9	(39.1)	(6.5)	(8.2)	(26.3)	170.1
Net investment hedges	-	-	-	-	(1.9)	-	(1.9)
Income tax related to net investment hedges	-	-	-	-	0.3	-	0.3
Total comprehensive income	-	-	-	-	(1.6)	-	(1.6)
Transaction with non-controlling interests	-	-	-	-	-	(4.2)	(4.2)
Total transaction with non-controlling interests	-	-	-	-	-	(4.2)	(4.2)
Purchases of treasury shares	-	-	-	-	-	-	-
<i>Share based payments</i>							
Value of disposed treasury shares	-	-	(1.8)	1.8	-	-	-
Employee stock option plan – value of employee benefits exercised in the period	-	-	(0.1)	-	-	-	(0.1)
Employee stock option plan – proceeds from employees for transferred shares	-	-	0.2	-	-	-	0.2
Employee stock option plan – reclassification of exercised options	-	(0.5)	0.5	-	-	-	-
Employee stock option plan – change in unexercised options	-	0.7	-	-	-	-	0.7
Change of deferred tax related to unexercised employee benefits	-	0.5	-	-	-	-	0.5
<i>Total share based payments</i>	-	0.7	(1.2)	1.8	-	-	1.3
Total distributions and contributions	-	0.7	(1.2)	1.8	-	-	1.3
As of 30 September 2021	236.3	14.6	(40.3)	(4.7)	(9.8)	(30.5)	165.6

Share premium

This item reflects the surplus over the nominal value of the share capital increase and additional contributions to equity without issue of shares made by shareholders prior to becoming a public entity.

There were no transactions within share premium in 9 months period ended 30 September 2022.

Hedges valuation

The Group is exposed to foreign currency risk associated with the investment in its foreign subsidiaries, which is managed by applying net hedge investment strategies.

In 2018 AmRest Holdings assigned its PLN 280 million external borrowing as a hedging instrument in a net hedge for its Polish subsidiaries. Following scheduled debt repayments, the net investment hedge has been decreased. As of 31 December 2021 and 30 September 2022 the value of net investment hedge amounts to PLN 224 million.

AmRest Sp. z o.o., a Polish subsidiary, with PLN as functional currency, is a borrower of external EUR financing. The bank loan has been hedging the net investment in its EUR subsidiaries until 31 December 2021 and throughout the period ending 30 September 2022. Between the aforementioned reporting dates the value of net investment hedges did not change and amounts to EUR 176 million.

Following a change in presentation currency of the Group from PLN to EUR, AmRest Sp. z o.o. remains exposed to the foreign currency risk between the functional currency of its net investment in its EUR investments and its own functional currency (PLN). These different functional currencies create a genuine economic exposure to changes in fair values in the consolidated financial statements of the Group.

For all net investment hedges, exchange gains or losses arising from the translation of liabilities that are hedging net investments are charged to equity in order to offset gains or losses on translation of the net investment in subsidiaries. During the year ended period ended 30 September 2022 hedges were fully effective.

As of 30 September 2022 the accumulated value of currency revaluation recognised in reserve capital (resulting from net investment hedges) amounted to EUR 7.1 million, and deferred tax concerning this revaluation EUR 1.2 million.

Translation reserves

The balance of translation reserves depends on the changes in the exchange rates. Total change in translation reserves allocated to shareholders of the parent for 9 month period ended 30 September 2022 amounted to EUR 45.6 million. The most significant impact has a change in Russian ruble, Chinese yuan, Hungarian forint and Polish zloty to EUR.

Transactions with non-controlling interests

This item reflects the impact of accounting for transactions with non-controlling interests (NCI). During 9 month ended 30 September 2022 and 30 September 2021 Group paid dividends to non-controlling shareholders in total amount EUR 1.2 million and EUR 0.9 million respectively.

During third quarter Group has acquired 40% of shares of Amrest d.o.o. for total amount of EUR 2.3 million. After the transaction Group become sole shareholder of Amrest d.o.o.

11. Earnings per share

As of 30 September 2022, 31 December 2021 and 30 September 2021 the Company has 219 554 183 shares issued.

Table below presents calculation of basic and diluted earnings per ordinary share for the 9 months ended 30 September 2022 and 2021.

Basic EPS is calculated by dividing net profit attributable to shareholders of the parent by the weighted average number of ordinary shares outstanding during the year (including treasury shares, vested options under share based programs, number of shares to be transferred as a consideration for acquisition).

Diluted EPS is calculated by dividing net profit attributable to shareholders of the parent by the weighted average number of ordinary shares outstanding during the year, adjusted by the weighted average number of ordinary shares that would be issued on conversion of all dilutive potential ordinary shares into ordinary shares (unvested options for open share based payments programs).

EPS calculation	30 September 2022	30 September 2021
Net profit attributable to shareholders of the parent (EUR millions)	(1.3)	28.5
Weighted average number of ordinary shares for basic EPS (in thousands of shares)	219 271	219 338
Weighted average number of ordinary shares for diluted EPS (in thousands of shares)	219 271	219 887
Basic earnings per ordinary share (EUR)	(0.01)	0.13
Diluted earnings per ordinary share (EUR)	(0.01)	0.13

Reconciliation of weighted-average number of ordinary shares for basic EPS:

Weighted-average number of ordinary shares in thousands of shares	30 September 2022	30 September 2021
Shares issued at the beginning of the period	219 554	219 554
Effect of treasury shares held	(359)	(526)
Effect of share options vested	76	310
Weighted average number of ordinary shares for basic EPS	219 271	219 338

Reconciliation of weighted-average number of ordinary shares for diluted EPS:

Weighted-average number of ordinary shares for diluted EPS in thousands of shares	30 September 2022	30 September 2021
Weighted-average number of ordinary shares for basic EPS	219 271	219 338
Effect of share options unvested	-	549
Weighted average number of ordinary shares for diluted EPS	219 271	219 887

As of 30 September 2022, 11 670 thousand of options were excluded from the diluted weighted-average number of ordinary shares calculation because their effect would have been anti-dilutive. At 30 September 2021, there were 10 063 thousand of options with anti-dilutive effect.

12. Borrowings

Long-term	30 September 2022	31 December 2021
Syndicated bank loans	522.9	466.2
SSD	35.5	35.5
Other bank loans	13.3	40.2
Total	571.7	541.9

Short-term	30 September 2022	31 December 2021
Syndicated bank loans	65.4	59.2
SSD	-	48.0
Other bank loans	40.4	15.5
Total	105.8	122.7

As of the end of the third quarter, bank loans and bond debt (Schuldschein) amounted EUR 677,5 million.

Syndicated bank loan

On 8 September 2022, Group has signed an amendment to syndicated bank loan agreement ensuring the disbursement of tranche G in the amount of EUR 100 million. On 27 September 2022, Group disposed the full amount of this credit line. Additionally, the amount of syndicated bank loan has been changed by disposal of EUR 27 million from Tranche D and followed by scheduled repayments in the amount of EUR 56 million.

The outstanding amount of syndicated bank loan as of 30 September 2022 is EUR 588.3 million.

After the reporting period Group repaid the Tranche D in the amount of EUR 25 million.

Other sources of AmRest financing.

As of 30 September 2022, payables concerning Schuldschein ("SSD" – debt instrument under German law) issued by AmRest Holdings SE amount to EUR 35.5 million (including EUR 0.2 million of interests). The outstanding amount has been decreased by the repayments of EUR 14 million on April 2022 and EUR 33 million on July 2022. As of 30 September 2022, payables concerning other loans (including State Supported Loans) amount to EUR 53.7 million.

AmRest is required to maintain certain ratios at agreed levels. In particular, net debt/adjusted consolidated EBITDA is to be held below 3.5 and consolidated EBITDA/interest charge is to stay above 3.5. Both ratios are calculated according to the definitions mentioned in the loan agreement. Additionally, the Group is obliged to maintain the equity ratio (expressed as a percentage), calculated as total equity divided by the total assets, above 8%.

The covenants were met of 30 September 2022.

13. Changes in the future commitments and contingent liabilities

As in the previous reporting period, the Group's future liabilities are derived mainly from the franchise agreements and development agreements. Group restaurants are operated in accordance with franchise and development agreements with YUM! and subsidiaries of YUM!, Burger King Europe GmbH, Starbucks Coffee International, Inc. In accordance with these agreements, the Group is obliged to meet certain development commitments as well as maintain the identity, reputation and high operating standards of each brand. Details of the agreements together with other future commitments have been described in note 1 of this interim report and in notes 1 and 38d of the Group's Consolidated Financial Statements for the year ended 31 December 2021.

Collateral on borrowings is described in note 27 and 28 of the consolidated financial statement for 2021. In September 2022 in relation to amendment signed to syndicated bank loan agreement pledge on shares of AmRest France SAS has been established as security for the bank financing and suretyship agreement for OOO AmRest and OOO Chicken Yug has been terminated.

14. Events after the reporting period

There were no significant events after the reporting period until the date of approval of this interim report.



This Interim Report has been approved by resolution
of the Board of Directors following the recommendation of the Audit Committee.

Madrid, 9 November 2022

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