TOKIĆ GROUP

Tokić Group IPO

Presentation for Investors

October 2025

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Family-Owned Company with Professional Management

Management Board

Ivan Šantorić
Chief Executive Officer

Joined Tokić in 2019 as COO, appointed Group CEO in 2022.

Over 20 years of experience in retail and logistics operations management.

Dražen Jurković
Board Member

Chief Financial Officer (CFO) – Member of the Management Board since 2020, responsible for finance, controlling, investments, and IT.

Over 25 years of experience in finance and management.

Certified tax advisor.

Supervisory Board

Ilija Tokić
Chairman of the Supervisory Board

Founder (1990), Co-owner

Transformed a local retail shop into a regional market leader.

Ruža Tokić
Deputy Chairwoman of the Supervisory Board

Co-owner

Key figure in shaping the company's culture and values.

Zvonimir Šego
Supervisory Board Member

Director of Category Management

Over 20 years of experience in the automotive industry.

35 Years of Successful Growth and Development

First Shop

First auto parts store opened in Kranjčevićeva Street, Zagreb (32 m²)

1990

Franchise Development

Reached 10 branches in Zagreb

Introduced the franchise business model

2000 – 2005

ATR International

ATR International shareholder

Private label brands

Expansion with ACC service centers

2008 – 2013

New LDC and TEC

Opened new LDC (Sesvete)

Established Tokić Education Center (TEC)

Customer loyalty program

Expanded product range to commercial and motorcycle segments

2014 – 2019

Slovenija – Bartog

Acquired Bartog

Initiated acquisition of franchise partners

Strengthened export activities

2020

Technological Transition

Digital transformation: RPA, WMS, Lokad, webshop, Tokić app, BKLUB (Slovenia)

Tokić & Bartog EXPO

Implemented new ERP

Received "Best Buy" customer award

2021 – 2025

Group Structure and Business Activities

About the Group

Tokić Group, present on the market for 35 years, **is the leading distributor of spare parts and tires** in Croatia and Slovenia.

As of December 31, 2024, Tokić Group employs over **1,300 people, including 767 sales representatives** and commercial staff.

123 branches (41 franchised) across Croatia and Slovenia. The network of franchised mechanic workshops **in Croatia (ACC) and Slovenia (BHS) includes 59 service centers.**

The passenger vehicle program accounts for 85% of the Group's total revenue. Within the retail segment, **B2B customers generate 86% of the revenue**.

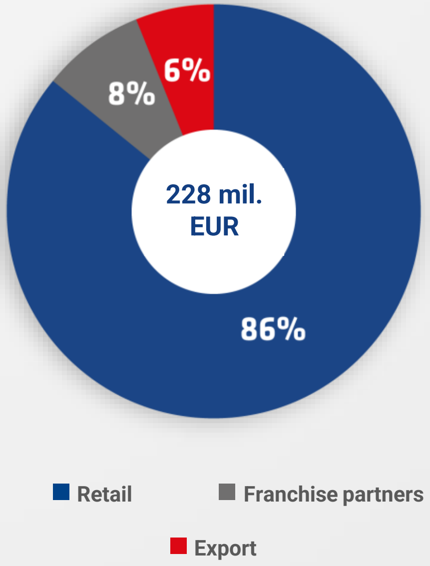
Ownership Structure

TOKIĆ GRUPA

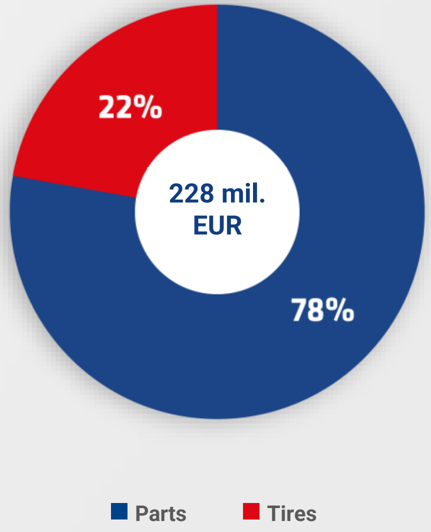
Tokić rast i razvoj d.o.o (100%)	Tokić d.d.	Bartog d.o.o.
		Bartog Adria d.o.o.

Sales Segments of Tokić Group

Retail	Franchise partners	Export
195 mil. EUR	19 mil. EUR	14 mil. EUR



Sales revenue by segment in 2024

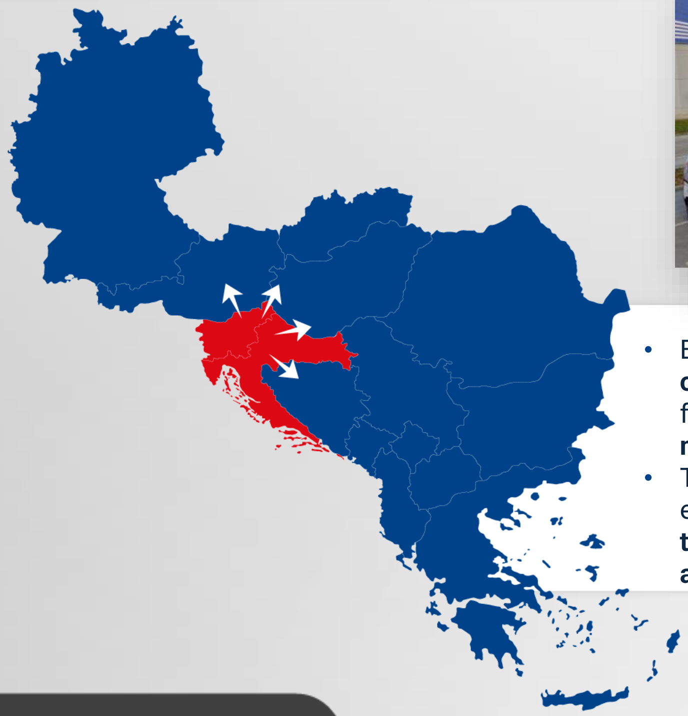


Sales revenue by segment in 2024

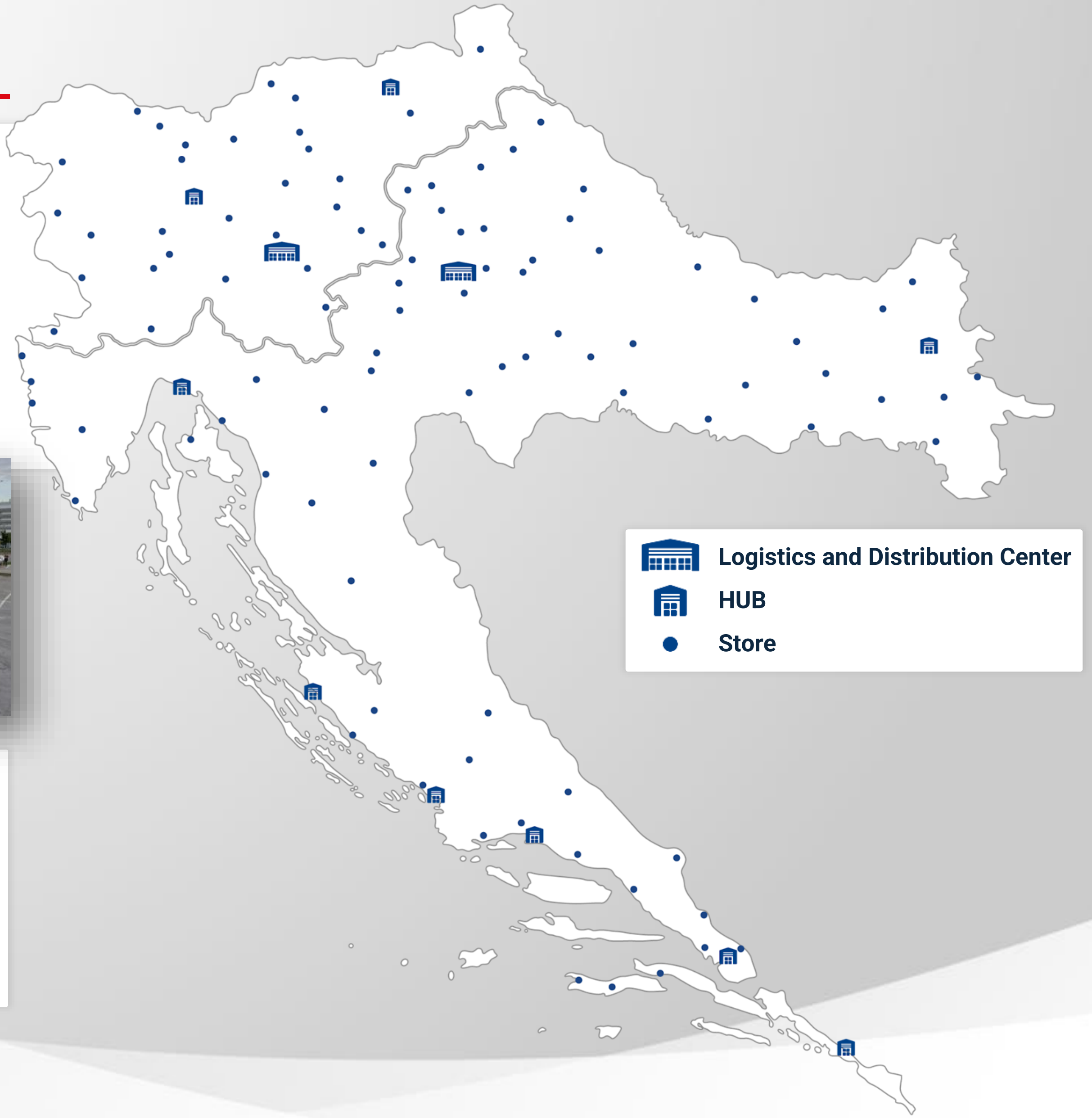
Source of data: Issuer

Robust Distribution Network and Export

- The backbone of the logistics infrastructure consists **of two specialized central warehouses: LDC Sesvete (parts) and LDC Mirna Peč (tires).**
- The logistics network is reinforced by a system of **regional HUBs,** ensuring extended coverage and a **high service level**, even in more remote regions.
- The distribution fleet includes **over 300 vehicles**, making on average **3 to 5 daily deliveries** to branches and customers.
- The largest retail network in the region ensures **high product availability for both B2B and B2C customers.**



- Export operations are conducted in **over 10 European countries**, with a focus on the **Austrian and Bosnian markets.**
- The next step in the development of export markets is **strategic expansion through franchise partnerships and acquisitions.**



Assortment

- Over **300,000 different stock keeping units and 300 brands.**
- The product range covers all types and models of **passenger and commercial vehicles.**
- Continuous product development follows the evolution of the vehicle fleet and local market specifics in Croatia, Slovenia, and the wider region, based on a **Category Management approach** (managing product categories as strategic business units).
- **Direct** business relationships with the **world's leading suppliers.**

ATR International AG

- Shareholders of the **leading and oldest IAM** trading group since 2008.
- Recurring annual **ATR bonuses.**
- Exchange of **best practices and technologies** among members.
- Active participants in all **ATR development steering committees.**

Advanced Digital Technologies and Knowledge Transfer

Best-of-Breed Technological Tools

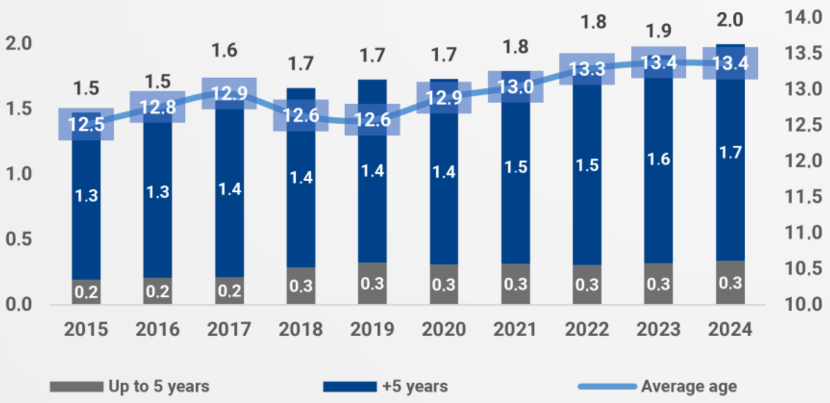
- **Unique integrated WMS system** across the entire logistics and retail network.
- **Automated ordering system** and advanced **pricing solution** implemented.
- **Online product catalog** and modern **analytics platform (DWH & BI).**
- **Mobile loyalty** app for both B2B and B2C customers.
- **Group-wide ERP system** currently in implementation phase.
- A skilled and professional **specialist team,** prepared for **new acquisitions and technological advancements.**

Education and Technical Support for Partners and Employees

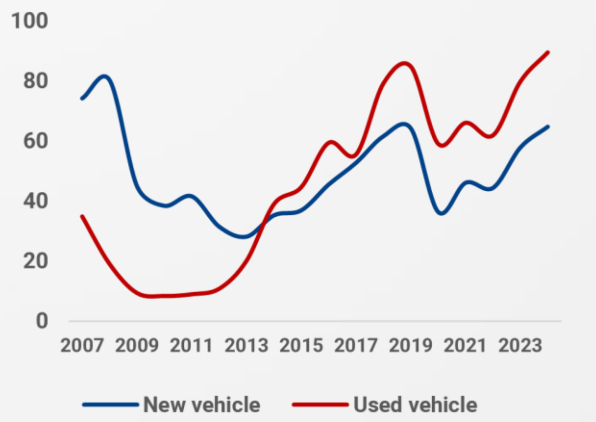
- **Tokić Education Center – TEC (2014)**
- A unique regional knowledge center that enables mechanics and service providers to stay up-to-date with technological advancements.
- **Experienced** lecturers and experts offering a wide range of educational programs.
- **Certificates recognized across all EU countries**, the only authorized certification provider in Croatia for electric vehicle mechanics.

Croatia – 83% of Vehicles Older than 5 Years

Trend in the number of passenger vehicles (millions of vehicles) and average age



First registration – new and used vehicles (in thousands)



Number of passenger cars per thousand inhabitants (data for 2023)

Country	Vehicles per 1000 inhabitants
Italy	694
Estonia	630
Poland	601
Czechia	597
Lithuania	589
Germany	588
Slovenia	579
France	578
EU average 27	570
Austria	566
Croatia	**495**
Hungary	435
Montenegro	393
Serbia	362
Bosnia and Herzegovina	306

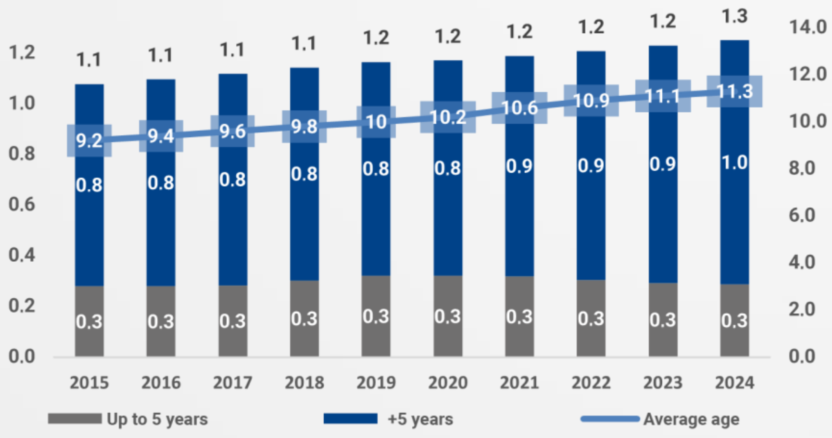
Positive Market Trends

- In 2024, there were **over 2 million** registered passenger vehicles on the market. The share of **vehicles older than 5 years makes up 83%** of the total (focus of the IAM segment).
- From 2015 to 2024, the number of passenger vehicles has been steadily increasing, with a **CAGR of +3.4%.**
- **The average age** of passenger vehicles in 2024 was **13.4 years**, and this continues to rise.
- First registration – since 2014, there have been more newly registered used vehicles. In 2024, **155,000 vehicles were registered for the first time**, of which 65,000 were new and 90,000 were used.
- The number of **electric vehicles is below 10,000** (less than 0.5% of the total), while **petrol and diesel hybrids number around 70,000** (3.5% of total vehicles).
- The number of vehicles per capita is still **below the EU average.**
- The estimated value of the spare parts market for passenger vehicles is **EUR 840 million**, of which **IAM makes up EUR 607 million (72%)** and OES EUR 233 million (28%).

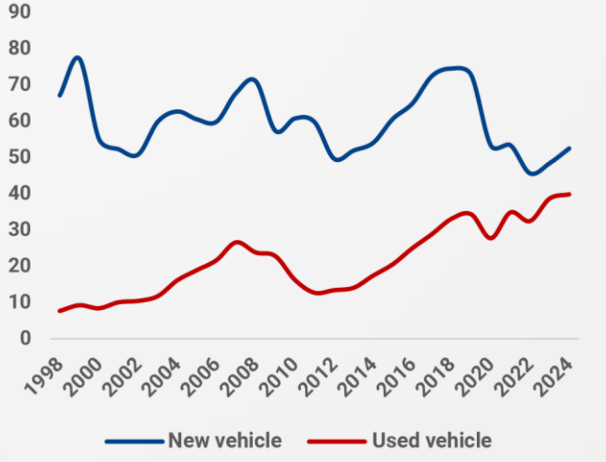
Source: Center for Vehicles of Croatia (www.cvh.hr), Eurostat (www.ec.europa.eu/eurostat/), Wolk & Nikolic After Sales Intelligence (https://wolkaftersales.com/)

Slovenia – 76% of Vehicles Older than 5 Years

Trend of passenger car numbers (in millions) and average age



First registration – new and used vehicles (in thousands)



Number of passenger cars per thousand inhabitants (data

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Positive Market Trends

- In 2024, there were **over 1.25 million** registered passenger vehicles on the market, with **76%** of the fleet being **older than 5 years** – the primary focus of the IAM sector.
- Between **2015 and 2024**, the number of passenger vehicles has been consistently increasing, with a **CAGR of +1.7%.** The number of vehicles older than 5 years grew at an annual rate of 2.1%
- The **average age** of passenger vehicles in 2024 was **11.3 years**, and it continues to rise.
- First-time registrations – the gap between newly registered new and used vehicles has been shrinking over the years. **In 2024, 92,000 vehicles**: 53,000 new and 40,000 used.
- The number of **electric vehicles stands at approximately 17,000** (less than 1.4% of the total fleet), while **petrol and diesel hybrids account for about 54,000 vehicles** (4% of the total fleet).
- The number of vehicles per capita is **slightly above the EU average**, but still lower than in neighboring countries such as Italy.
- The estimated market size for spare parts for passenger vehicles is **EUR 535 million**, of which **IAM accounts for EUR 371 million (69%)** and OES for EUR 165 million (31%).

Data source: Statistical Office of the Republic of Slovenia (www.stat.si), Eurostat (www.ec.europa.eu/eurostat/), Wolk & Nikolic After Sales Intelligence (https://wolkaftersales.com/)

Acquisition of Bartog – We Know How

- **Revenue increased from EUR 56 million (2020) to EUR 94 million (2024) → CAGR of 13.5% over the period**, primarily through expansion of the auto parts assortment, investment in working capital, and optimization of branch operations.
- **Professional management –** sales-oriented organization aligned with the Group's central functions.
- Alongside business expansion and an increase in employee numbers (from 183 to 261), **the company's profitability improved** (EBITDA from EUR 1.7 million to EUR 3.8 million).
- **Share of auto parts sales** increased from **49% to 54%** of total company sales.
- Significantly **improved margin** both in parts **(+3%)** and in tires **(+2.1%)** at Bartog.
- At the Group level, **strong procurement synergies were achieved** → supplier bonus share in revenue rose from **4% to 5.5%.**
- In 2024, Tokić Group sold nearly **600,000 tires**, compared to **less than 70,000** annually before the acquisition by Tokić d.o.o.
- WMS (Warehouse Management System), expanded assortment, increased stock and item count per store, automated ordering.

BARTOG

Bartog, the leading tire distributor on the Slovenian market, was acquired in 2020 during the COVID crisis.

Source of data: Annual financial statements of the company Bartog d.o.o., Issuer

Future Growth Foundations

Organic Growth

- **Expansion of the branch network –** focus on Croatia and Slovenia
- **Consolidation –** opening larger branches with a wider assortment, taking over operational management from partners
- **Growth in the number of partner service centers –** ACC (Auto Check Center) and BHS (Bartog Quick Services)
- Stronger growth in **export operations** following the construction of the new LDC
- **Services**

  - own fleet vehicle service

  - tire services and tire hotel

Acqusitions

A list of around ten **potential acquisitions** generating approximately EUR 220 million in annual revenue

- **Slovenian market** – parts distribution and tire business (4 potential acquisitions)
- **Bosnia and Herzegovina market –** parts distribution (2 potential acquisitions)
- **Croatian market –** parts distribution, tire business, franchiser consolidation (2–3 potential acquisitions)
- **Austrian market –** parts distribution (1 acquisition or franchise partnership)

Technology

- **AutoStore** – automated warehouse technology
- **Remote Diagnostics** (remote technical support)
- Software for **workshop management**
- New **B2C web shop**
- New **ERP**
- **RPA and AI** technology

New LDC

- **Increased warehouse capacity** at a single location
- **More efficient** warehouse and transport operations – cost reduction
- Improved **service level** for all customers
- Further development and **modernization** of the company

New LDC Sesvetski Kraljevec

- Construction of a new **44,437 m²** logistics and distribution center (LDC)
- Estimated investment value – **35 million EUR (Phase 1: 35,000 m²)**
- Planned construction completion date: **2027**
- High degree of automation:
  - **AutoStore** – autonomous robot system
  - **KDR system –** gravity-fed box handling system
  - **Automated box transfer** via conveyor system
- Constructed to the highest **energy and environmental standards** (solar power plant on the roof)

Key Financial Indicators

(in mil. EUR)

Year	2022	2023	2024	H1 2025
Total revenue	**176,8**	**210,0**	**232,2**	**114,6**
Growth vs same period last year (%)	11,5%	18,8%	10,5%	4,7%
Gross margin	**52,5**	**64,6**	**75,7**	**39,2**
Gross margin (%)	30,1%	31,2%	33,1%	34,6%
EBITDA	**10,6**	**17,5**	**19,5**	**9,1***
EBITDA margin (%)	6,0%	8,3%	8,4%	7,9%
Net profit	**2,8**	**7,9**	**9,0**	**2,9**
Net profit margin (%)	1,6%	3,8%	3,9%	2,5%
Total assets	136,0	153,6	162,4	153,6
Equity and reserves	46,2	54,6	59,3	31,7
Net debt excluding leases	28,3	38,5	35,1	39,3
Number of employees	**1.101**	**1.199**	**1.313**	**1.377**

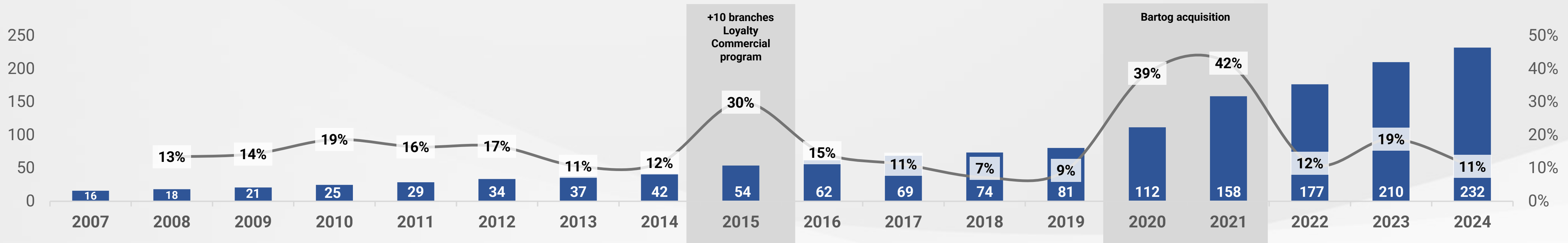
*Excluding IPO expenses (150 tEUR in H1 2025)

Key Comments

- Since its inception, the Group has recorded revenue growth every year, with a **CAGR of 17% over the 2007–2024 period.**
- **In 2024, the Group achieved total revenue of €232 million**, representing a **10.5% increase** year-over-year.
- In the same period **net debt has decreased** compared to the previous year, and the net debt/EBITDA was further improved**.** Total financial debt amounts to €40 million, of which 70% are long-term loans with maturities up to 6 years.
- The Group increased its headcount **by 114 employees,** with most new hires allocated to new **branches and the supply chain.**
- **In April 2025, Tokić d.o.o. conducted a company split, transferring real estate operations into a new affiliated company, NEK-TOK d.o.o.** The value of transferred real estate/capital is **approximately €30 million**, with an annual cash flow impact of around **€3 million** for Tokić d.o.o.
- In **H1 2025**, the Group **continued its sales growth**, with a further **improvement in gross margin** compared to previous periods. **The EBITDA margin remained stable at 7.9%,** consistent with previous periods, while net profit decreased, among other things, due to new lease costs for the separated real estate. Equity was also reduced as a result of the real estate spin-off from the company. The number of employees increased by an additional 64 during the period.
- Tokić Group continues to **generate positive net profit consistently.**

Total Revenue (mil. EUR, YoY growth)

CAGR 2007-2024 +17%



Source of data: Issuer's annual financial reports

IPO Funds Utilization Plan

Reasons for IPO

- Secure funding sources for **strategic expansion** and **increased profitability** through investments in technology and logistics.
- Strengthen the capital structure for **future investments and growth.**
- **Ensure long-term development** and value creation for the company's **employees, customers, and owners.**

IPO Structure

- **Approx. EUR 25 mil.** capital increase + **approx. EUR 5 mil.** sale of existing shares.
- Target ownership structure after the IPO: approx. **70% Tokić family**, 30% investors.

Investment of IPO Funds

- Logistics (new LDC)
- Technology
- Acqusitions (Croatia, Slovenia, BiH, Austria)

Dividend policy

- **Continuation of regular dividend payments** with expected growth following the completion of the investment cycle.

Key considerations for the Initial Public Offering

Offer type	Initial Public Offering ("IPO")
Issuer	TOKIĆ d.d. (TOK-R-A)
Shares offered in the Public offering	Up to 1,200,000 shares (1,000,000 New Shares and 200,000 Shares for Sale)
Listing	Official market of the Zagreb Stock Exchange ("ZSE")
Targeted investors	▪ Employees in the Republic of Croatia and Republic of Slovenia ▪ Retail Investors in the Republic of Croatia ▪ Qualified Investors in the Republic of Croatia and Republic of Slovenia
Employee participation benefits	For every five acquired Offered Shares, additional Share is granted
Offer size	24.24 - 30.72 mn EUR
Price range	20.20 - 25.60 EUR
Price stabilization measures	Completed no later than 30 calendar days after the first day of trading
Over-allotment	Up to 100,000 Shares
Offering and Listing Agent	Privredna banka Zagreb d.d.
Subscription form submission via	Fina Vama na usluzi; E-RIZNICA; M-RIZNICA; PBZ Intesa Sanpaolo Group; PBZ INVESTOR; hita vrijednosnice d.d.

Timeline

October, 2025						
Monday	Tuesday	Wednesday	Thursday	Friday	Saturday	Sunday
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30 16:00h	12:00h 31 14:00h	01 (studeni)	02 (studeni)

November, 2025						
Monday	Tuesday	Wednesday	Thursday	Friday	Saturday	Sunday
03	04	05	06	07	08	09
10	11	12	13	14	15	16
17	18	19	20	21	22	23

Publication of the Public call

Offer period

End of the Offer Period for Employees in Slovenia

End of the Offer Period for **all** other Investors and deadline for payment for all Investors **except** Qualified Investors who are legal entities

Announcement of the Final price

Announcement of the Offer result

Deadline for refund of any overpaid funds

Key investment highlights

1. 35 years of continuous revenue and profit growth
2. Market leader in the distribution of tires and auto parts in Slovenia and Croatia
3. Organizational and technological readiness for future growth
4. Opportunity for additional growth through acquisitions and specialist niches
5. Improved productivity and profitability using advanced technological solutions
6. Strategic projects prepared for a new investment cycle (LDC, technology and services)

Thank you for your attention!

Appendix

Key considerations for the Initial Public Offering

Offer type	Initial Public Offering ("IPO")
Issuer	Tokić d.d.
Listing	Official market of the Zagreb Stock Exchange (“ZSE”)
ISIN	HRTOK0RA0001
Issue type	Issuance of New Shares (83% of total IPO Shares) Sale of part of the Shares of the existing Majority Shareholders (17% of total IPO Shares)
Offered Shares	1,000,000 new shares issued by the Issuer as part of the share capital increase 200,000 shares currently held by existing shareholders of the Issuer
Price Range of the Offered Shares	20.20 - 25.60 EUR
Issue size	24.24 - 30.72 mn EUR
Share of Offered Shares in the Company's share capital after the IPO	29.4%
Targeted investors in the Republic of Croatia	Employees Retail Investors Qualified Investors
Targeted investors in the Republic of Slovenia	Employees Qualified Investors
Additional benefit for Employees	For every 5 (five) shares purchased, an Employee of the companies Tokić d.d., Bartog d.o.o. or NEK-TOK d.o.o. will be granted 1 (one) additional share, if he/she holds the purchased shares in continuous ownership for a period of 3 (three) years and has an uninterrupted employment relationship in the above-mentioned companies.
Stabilization measures	During a period of 30 days after the date of listing of the Shares on the Official Market of the Zagreb Stock Exchange, the Offering and Listing Agent will, on behalf of the Issuer, in accordance with Commission Delegated Regulation (EU) 2016/1052, implement Stabilization measures within which it may purchase shares at a price not higher than the Final Price in the Public Offer.
Over-allotment	Up to 100.000 Shares of the existing Shareholders
IPO Funds utilization plan	Construction and equipping of a new logistics and distribution center (LDC), capital investments and potential acquisitions with the aim of strengthening the market position and expanding the Group’s operations in the region
Offering and Listing Agent	Privredna banka Zagreb d.d.
Clearing and Settlement	Central Depository & Clearing Company Inc. ("CDCC")
Transaction period	October and November 2025

Timeline

Publication of the Public Call	14.10.2025 (Tuesday)
Start of the Offer Period	20.10.2025 (Monday) at 07:00 A.M.
End of the Offer Period for Employees in Slovenia	30.10.2025 (Thursday) at 4 P.M.
End of the Offer Period for Qualified Investors in Slovenia	31.10.2025 (Friday) at 12 P.M. (noon)
End of the Offer Period for Investors in Croatia	31.10.2025 (Friday) at 12 P.M. (noon)
Deadline for payment of Offered Shares for Employees and Qualified Investors who are natural persons in Slovenia	31.10.2025 (Friday) at 2 P.M.
Deadline for payment of Offered Shares for Employees, Retail Investors, and Qualified Investors who are natural persons in Croatia	31.10.2025 (Friday) at 2 P.M.
Announcement of the Final Price	03.11.2025 (Monday)
Delivery of notification to Qualified Investors regarding allocated Offered Shares	04.11.2025 (Tuesday)
Deadline for payment of allocated Offered Shares for Qualified Investors who are legal entities	06.11.2025 (Thursday)
Announcement of the Offer result	07.11.2025 (Friday)
Submission of application for registration of share capital increase with the competent Court Registry	10.11.2025 (Monday)
Issuance of New Shares in the CDCC system and transfer of Offered Shares to Investors' securities accounts in CDCC	Expected 3-5 Business Days after the registration of Share capital increase with the competent Court Registry
Application for listing of Shares on the regulated market operated by the Zagreb Stock Exchange	Expected 1 Business Day after the issuance of New Shares and transfer of Offered Shares to Investors' accounts in CDCC
Listing of Shares on the regulated market operated by the Zagreb Stock Exchange	Expected 3-5 Business Days from the transfer of Offered Shares to Investors' accounts in CDCC

Instructions by Investor Category

INSTRUCTIONS BY INVESTOR CATEGORY

TOKIĆ	Retail Investors – Individuals	Retail Investors – Legal Entities	Qualified Investors – Individuals	Qualified Investors – Legal Entities	Employees***
Offering Period*	Monday, **20 October 2025** (from 7:00**) – Friday, **31 October 2025** (until 12:00)				
Price range:	€20.20 to €25.60 per share				
Eligeble countries:	Republic of Croatia	Republic of Croatia	Republic of Croatia and Republic of Slovenia	Republic of Croatia and Republic of Slovenia	Republic of Croatia and Republic of Slovenia
Subscription locations:	• **FINA** branches • **E-RIZNICA** • **M-RIZNICA** • Selected **PBZ** branches • **PBZ Investor** • **HITA** (only for clients with contracted service	• Subscription forms via email: **capital.markets@pbz.hr** • **HITA** (only for clients with contracted service	• Subscription forms via email: **capital.markets@pbz.hr**	• Subscription forms via email: **capital.markets@pbz.hr**	• Subscription forms via email: **ipo-tokic@pbz.hr**
Expression of Interest in Subscription Form:	• Monetary amount (EUR)	• Monetary amount (EUR)	• Number of Offered Shares • Amount (price) per Offered Share	• Number of Offered Shares • Amount (price) per Offered Share	• Monetary amount (EUR)
Deadline for Payment Visibility:	• Friday, 31 October 2025 (by 14:00)	• Friday, 31 October 2025 (by 14:00)	• Friday, 31 October 2025 (by 14:00)	• Within **2 business days** from confirmation of allocated shares (as per section 5.8. of the Public Invitation)	• Friday, 31 October 2025 (by 14:00)

*Due to the public holiday "Reformation Day", the offering period for employees in Slovenia is from Monday, 20 October 2025 (7:00) to Thursday, 30 October 2025 (16:00).
**Depending on the working hours of the physical subscription location where the Investor submits the Subscription Form (Purchase Bid)
***For every 5 (five) shares purchased and continuously held for a period of 3 (three) years, while maintaining uninterrupted employment with Tokić d.d., Bartog d.o.o. or NEK-TOK d.o.o., the employee becomes entitled to receive 1 (one) additional share free of charge. The tax costs related to the granted additional share will be borne by Tokić d.d.

List of Acronyms

Acronym	Full Meaning
ACC	Auto Check Center
AI tehnologija	Artificial Intelligence Technology
ATR	Auto Teile Ring
BHS	Bartog hitri servisi (Bartog Quick Service Stations)
BI	Business Intelligence
CAGR	Compound Annual Growth Rate
DWH	Data Warehouse
EBITDA	Earnings Before Interest, Taxes, Depreciation, and Amortization
ERP	Enterprise Resource Planning
IAM	Independent Automotive Aftermarket
LDC	Logističko-distributivni centar (Logistics and Distribution Center)
OEM	Original Equipment Manufacturer
OES	Original Equipment Supplier
ROA	Return on Assets
ROE	Return on Equity
RPA tehnologija	Robotic Process Automation
TEC	Tokić edukacijski centar (Tokić Education Center)
WMS	Warehouse Management System

Contacts

TOKIĆ d.o.o.

Ulica 144. brigade Hrvatske vojske 1a, 10360 Sesvete

https://www.tokic.hr

Ivan Šantorić

Chief Executive Officer

Ivan.Santoric@tokic.hr

Dražen Jurković

Board Member

Drazen.Jurkovic@tokic.hr

Tomislav Šarlija

Controlling Director

Tomislav.Sarlija@tokic.hr