

**ITWAY GROUP**  
**CONSOLIDATED STATEMENTS**  
**AS OF DECEMBER, 31 2018**

## CONSOLIDATED INCOME STATEMENT

Thousand of Euro

Fiscal year as of

	31 Dec 2018		31 Dec 2017	
	Net amount Itway Group	Net amount Itway Group	Business-e	Total
Revenues from sales	28,941	28,035	12,912	40,947
Other operating revenues	4,115	3,152	539	3,691
Products	(24,811)	(24,140)	(5,981)	(30,121)
Costs of services	(2,656)	(2,801)	(2,265)	(5,066)
Costs of personnel	(2,360)	(2,696)	(5,350)	(8,046)
Other operating expenses	(1,600)	(1,745)	(1,122)	(2,867)
<b>EBITDA</b>	<b>1,629</b>	<b>(195)</b>	<b>(1,267)</b>	<b>(1,462)</b>
Depreciations and amortisations	(416)	(800)	(299)	(1,099)
<b>EBIT</b>	<b>1,213</b>	<b>(995)</b>	<b>(1,566)</b>	<b>(2,561)</b>
Financial proceeds	94	93	5	98
Financial charges	(385)	(1,195)	(511)	(1,706)
Capital gain from the sale of equity investments net of direct financial charges	-	3,525	-	3,525
indictment				
<b>Profit before taxes</b>	<b>922</b>	<b>1,428</b>	<b>(2,072)</b>	<b>(644)</b>
Taxes	(567)	(1,139)	-	(1,139)
<b>Result for the period</b>	<b>355</b>	<b>289</b>	<b>(2,072)</b>	<b>(1,783)</b>
Attributable to:				
Sharedholders of parent company	520	445	(2,072)	(1,627)
Minorities	(165)	(156)	-	(156)
<b>Result per share</b>				
<u>From operations:</u>				
Basic	0,05	(0,26)	-	(0,26)
Diluted	0,05	(0,26)	-	(0,26)

## COMPREHENSIVE CONSOLIDATED INCOME STATEMENT

<i>Thousand of Euro</i>	<i>Fiscal year as of</i>			<i>Total</i>
	<i>31 Dec 2018</i>	<i>31 Dec 2017</i>	<i>Business-e</i>	
	<i>Net amount Itway Group</i>	<i>Net amount Itway Group</i>		
Net result	355	289	(2,072)	(1,783)
<b>Components that can be reclassified to the income statement:</b>				
Profit/(Losses) from the conversion of the balance sheet of foreign subsidiaries	(778)	(610)	-	(610)
<b>Components that cannot be reclassified to the income statement:</b>				
Actuarial gain (losses) on defined-benefit plans	22	(1)	-	(1)
<b>Comprehensive result</b>	<b>(401)</b>	<b>(322)</b>	<b>(2,072)</b>	<b>(2,394)</b>
Attributable to:				
Sharedholders of parent company	(236)	(166)	(2,072)	(2,238)
Minorities	(165)	(156)	-	(156)

## CONSOLIDATED FINANCIAL STATEMENT

<i>Thousand of Euro</i>	<b>Fiscal year as of</b>	
	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
<b>ASSETS</b>		
<b>Net current assets</b>		
Property, plans and machinery	3,719	3,908
Goodwill	1,853	1,856
Other intangible assets	1,894	2,607
Investments	3,141	1,063
Deferred tax assets	146	103
Non-current financial assets	2,098	2,098
Other non current assets	34	128
<b>Total</b>	<b>12,885</b>	<b>11,763</b>
<b>Current assets</b>		
Inventories	464	1,071
Account receivables - Trade	17,834	17,397
Other current assets	1,812	4,793
Cash on hand	951	440
Other financial credits	2,526	812
Current financial assets	1,268	1,428
<b>Total</b>	<b>24,855</b>	<b>25,941</b>
<hr/>		
<b>Total assets</b>	<b>37,740</b>	<b>37,704</b>
<b>NET EQUITY AND LIABILITIES</b>		
<b>Share capital and other reserves</b>		
Share capital and reserves	6,067	8,410
Net result of the period	520	(1,627)
<b>Total Net Equity</b>	<b>6,587</b>	<b>6,783</b>
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<b>Share capital and reserves of minorities</b>	(352)	(187)
<b>Total Group Net Equity</b>	<b>6,235</b>	<b>6,596</b>
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<b>Non current liabilities</b>		
Severance indemnity	321	388
Provision for risks and charges	14	103
Non current financial liabilities	1,862	1,899
<b>Total</b>	<b>2,197</b>	<b>2,390</b>
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<b>Current liabilities</b>		
Financial current liabilities	9,247	9,667
Account payable – Trade	14,500	15,997
Tax payable	2,040	1,937
Other current liabilities	3,521	1,117
<b>Total</b>	<b>29,308</b>	<b>28,718</b>
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<b>Total liabilities</b>	<b>31,505</b>	<b>31,108</b>
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<b>Total Net Equity and Liabilities</b>	<b>37,740</b>	<b>37,704</b>

## Consolidated statement of charges in equity

Thousand of Euro	Cumulated profit (loss)						Transal tion reserve	Result for the period	Net equity of Group	Minority interests	Total Net Equity
	Share capital	Own share reserve	Share premiu m reserve	Legal reserve	Voluntary reserve	Other reserve					
<b>Balance at January 1, 2017</b>	<b>3,953</b>	<b>(1,534)</b>	<b>17,584</b>	<b>485</b>	<b>4,792</b>	<b>(15,052)</b>	<b>(1,322)</b>	<b>(28)</b>	<b>8,878</b>	<b>(31)</b>	<b>8,847</b>
Variation in own shares	-	148	-	-	-	-	-	-	148	-	148
<b>Total operations with shareholders</b>	<b>-</b>	<b>148</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>148</b>	<b>-</b>	<b>148</b>
Allocation of the result for the year	-	-	-	-	-	(28)	-	28	-	-	-
<b>Result of the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,627)</b>	<b>(1,627)</b>	<b>(156)</b>	<b>(1,783)</b>
Other operations	-	-	-	-	-	(5)	-	-	(5)	-	(5)
<i>Other components of comprehensive results at 31 Dec 2017:</i>											
Gain/(Losses) on defined benefit plans	-	-	-	-	-	(1)	-	-	(1)	-	(1)
Overall result	-	-	-	-	-	-	(610)	-	(610)	-	(610)
<b>Comprehensive result</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(6)</b>	<b>(610)</b>	<b>(1,627)</b>	<b>(2,243)</b>	<b>(156)</b>	<b>(2,399)</b>
<b>Balance at December 31, 2017</b>	<b>3,953</b>	<b>(1,386)</b>	<b>17,584</b>	<b>485</b>	<b>4,792</b>	<b>(15,086)</b>	<b>(1,932)</b>	<b>(1,627)</b>	<b>6,783</b>	<b>(187)</b>	<b>6,596</b>

Thousand of Euro	Cumulated profit (loss)						Transal tion reserve	Result for the period	Net equity of Group	Minority interests	Total Net Equity
	Share capital	Own share reserve	Share premiu m reserve	Legal reserve	Voluntary reserve	Other reserve					
<b>Balance at January 1, 2018</b>	<b>3,953</b>	<b>(1,386)</b>	<b>17,584</b>	<b>485</b>	<b>4,792</b>	<b>(15,086)</b>	<b>(1,932)</b>	<b>(1,627)</b>	<b>6,783</b>	<b>(187)</b>	<b>6,596</b>
Variation in own shares	-	40	-	-	-	-	-	-	40	-	40
<b>Total operations with shareholders</b>	<b>-</b>	<b>40</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>40</b>	<b>-</b>	<b>40</b>
Allocation of the result for the year	-	-	-	-	-	(1,627)	-	1,627	-	-	-
<b>Result of the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>520</b>	<b>520</b>	<b>(165)</b>	<b>355</b>
Other operations	-	-	-	-	-	-	-	-	-	-	-
<i>Other components of comprehensive results at 31 Dec 2018:</i>											
Gain/(Losses) on defined benefit plans	-	-	-	-	-	22	-	-	22	-	22
Overall result	-	-	-	-	-	-	(778)	-	(778)	-	(778)
<b>Comprehensive result</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>22</b>	<b>(778)</b>	<b>520</b>	<b>(236)</b>	<b>(165)</b>	<b>(401)</b>
<b>Balance at December 31, 2018</b>	<b>3,953</b>	<b>(1,346)</b>	<b>17,584</b>	<b>485</b>	<b>4,792</b>	<b>(16,691)</b>	<b>(2,710)</b>	<b>520</b>	<b>6,587</b>	<b>(352)</b>	<b>6,235</b>

## CONSOLIDATED STATEMENT OF CHARGES IN FINANCIAL POSITION

<i>Thousand of Euro</i>	Fiscal year as of	
	31 Dec 18	31 Dec 17
Results for the period "Net amount Itway Group"	355	1,428
<b><u>Adjustments of items not affecting liquidity:</u></b>		
Depeciations of tangible assets	210	216
Depeciations of intangible assets	206	467
Allowances for doubtful accounts	265	1,005
Other writedowns	-	117
Reversal of the gain from the sale of Business-e	-	(4,595)
Provisions for severance indemnity, net of payments to social security bodies	69	69
Variation in non current assets/liabilitites	(35)	320
<b><u>Cash flow from operating activities, gross of the variation in working capital</u></b>	<b>1,070</b>	<b>(973)</b>
Payments of secerance indemnity	(114)	(27)
Variation in trade receivable and other current assets	725	7,429
Variation in inventories	607	(377)
Variation in trade payables and other current liabilities	1,009	(9,550)
<b><u>Cash flow from operations generated/(absorbed)by changes in NWC</u></b>	<b>2,227</b>	<b>(2,525)</b>
<b><u>Cash flow from operations (A)</u></b>	<b>3,297</b>	<b>(3,498)</b>
Additions in tangible assets (net of assets sold)	(21)	-
Variation in trade receivable and other current assets	(37)	(1,629)
Variation in trade payables and other current liabilities	(1,571)	(962)
Sale Business-e	-	10,606
<b><u>Cash flow from investing activities (B)</u></b>	<b>(1,629)</b>	<b>8,015</b>
Variation of onw shares	40	148
<b><u>Cash flow from financial activities (C)</u></b>	<b>40</b>	<b>148</b>
Net impact of the variation in translation of non euro exchange rates of cash on hand	(778)	(610)
<b><u>Cash flow from asset sold (D)</u></b>	<b>-</b>	<b>7,359</b>
<b><u>Increase/(Decrease)cash available and cash equivalentents (A+B+C+D)</u></b>	<b>930</b>	<b>11,414</b>
Short term Net Financial Position at the beginning of the period	(9,227)	(20,641)
Short term Net Financial Position at the end of the period	(8,297)	(9,227)

**SEPARATED STATEMENTS OF ITWAY S.P.A.  
AS OF DECEMBER, 31 2018**

## SEPARATED INCOME STATEMENT

Euro	Fiscal year as of	
	31 Dec 2018	31 Dec 2017
Revenues from sales	1,161,160	745,823
<i>of which to Group companies</i>	403,127	745,823
Other operating revenues	3,863,137	3,180,148
<i>of which to Group companies</i>	480,999	499,500
Products	(1,156,150)	(763,469)
<i>of which to Group companies</i>	-	-
Costs of services	(1,976,719)	(2,914,887)
<i>of which to Group companies</i>	(84,453)	(670,936)
Costs of personnel	(435,698)	(495,544)
Other operating expenses	(330,869)	(1,511,650)
<i>of which to Group companies</i>	(59,622)	(59,622)
<b>EBITDA</b>	<b>1,124,861</b>	<b>(1,759,579)</b>
Depreciations and amortisations	(254,058)	(422,416)
<b>EBIT</b>	<b>870,803</b>	<b>(2,181,995)</b>
Financial proceeds	87,702	210,541
<i>of which to Group companies</i>	18,021	119,219
Financial charges	(580,320)	(972,066)
Result of subsidiaries evaluated using the equity method	900,258	(1,846,596)
Capital gain from the sale of equity investments net of direct financial charges	-	3,525,318
indictment and loss Business-e S.p.A.	-	-
Adjustment of subsidiary company assets	(851,299)	-
<b>Profit before taxes</b>	<b>427,144</b>	<b>(1,264,798)</b>
Taxes	(255,170)	(518,341)
<b>Result for the period</b>	<b>171,974</b>	<b>(1,783,139)</b>



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**COMPREHENSIVE SEPARATED INCOME STATEMENT**

<i>Euro</i>	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
Net result	171,974	(610,391)
<b>Components that cannot be reclassified to the income statement:</b>		
Actuarial gain (losses) on defined-benefit plans	2,954	(30,718)
<b>Components that can be reclassified to the income statement:</b>		
Profits/(Losses) comprehensive from evaluated using the equity method	(778,379)	(473,745)
<b>Result of the period</b>	<b>(603,451)</b>	<b>(1,114,854)</b>

## SEPARATED FINANCIAL STATEMENT

<i>Euro</i>	<b>31 Dec 18</b>	<b>31 Dec 17</b>
<b>ASSETS</b>		
<b>Net current assets</b>		
Property, plans and machinery	2,786,088	2,927,956
Other intangible assets	1,307,400	220,208
Investments	8,275,733	6,248,499
Deferred tax assets	293,009	226,251
Non-current financial assets	7,002	49,457
Other non current assets	2,098,000	2,098,000
<b>Total</b>	<b>14,767,232</b>	<b>11,770,371</b>
<b>Current assets</b>		
Account receivables - Trade	5,816,444	5,153,058
Financial receivables from subsidiaries of a financial	8,610,261	9,532,714
Commercial receivables from subsidiaries of a financial	518,254	1,789,250
Other current assets	1,051,107	4,128,148
Other financial credits	2,525,818	812,187
Cash on hand	468,125	129,203
<b>Total</b>	<b>18,990,009</b>	<b>21,544,560</b>
<b>Total assets</b>	<b>33,757,241</b>	<b>33,314,931</b>
<b>NET EQUITY AND LIABILITIES</b>		
<b>Share capital and other reserves</b>		
Share capital	3,952,659	3,952,659
Own share reserve	(1,347,103)	(1,386,937)
Share premium reserve	17,583,874	17,583,874
Legal reserve	484,904	484,904
Retained earnings / (losses) reserve	(14,786,318)	(12,227,753)
Other reserves	171,974	(1,783,139)
<b>Total Net Equity</b>	<b>6,059,990</b>	<b>6,623,608</b>
<b>Non current liabilities</b>		
Severance indemnity	218,860	283,001
Provision for risks and charges	8,157,842	8,005,321
Non current financial liabilities	1,861,803	1,898,640
<b>Total</b>	<b>10,238,505</b>	<b>10,186,962</b>
<b>Current liabilities</b>		
Financial current liabilities	7,835,096	8,171,163
Account payable – Trade	4,748,469	5,504,453
Payables to subsidiaries	1,748,856	1,880,422
Tax payable	69,779	252,441
Other current liabilities	3,056,549	695,882
<b>Total</b>	<b>17,458,746</b>	<b>16,504,361</b>
<b>Total liabilities</b>	<b>27,697,521</b>	<b>26,691,323</b>
<b>Total Net Equity and Liabilities</b>	<b>33,757,241</b>	<b>33,314,931</b>

## SEPARATED STATEMENT OF CHARGES IN EQUITY

Euro	Share capital	Own share reserve	Share premium reserve	Cumulated profit (loss)		Result of the period	Net equity
				Legal reserve	Retained earning/losses reserve		
<b>Balance at January 1, 2017</b>	<b>3,952,659</b>	<b>(1,534,454)</b>	<b>17,583,874</b>	<b>484,904</b>	<b>(11,562,385)</b>	<b>(63,959)</b>	<b>8,860,639</b>
Variations in own share	-	147,517	-	-	-	-	147,517
<b>Total operations with shareholders</b>	<b>-</b>	<b>147,517</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>147,517</b>
Allocation of the result for the year	-	-	-	-	(63,959)	63,959	-
<b>Result of the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,783,139)</b>	<b>(1,783,139)</b>
<i>Other components of comprehensive results at 31 Dec 2017:</i>							
Total profits / (losses) deriving from the application of IAS 27	-	-	-	-	(610,000)	-	(610,000)
Gain/(Losses) on defined benefit plan:	-	-	-	-	8,591	-	8,591
<b>Comprehensive result</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(601,409)</b>	<b>(1,783,139)</b>	<b>(2,384,548)</b>
<b>Balance at December 31, 2017</b>	<b>3,952,659</b>	<b>(1,386,937)</b>	<b>17,583,874</b>	<b>484,904</b>	<b>(12,227,753)</b>	<b>(1,783,139)</b>	<b>6,623,608</b>

Euro	Share capital	Own share reserve	Share premium reserve	Cumulated profit (loss)		Result of the period	Net equity
				Legal reserve	Retained earning/losses reserve		
<b>Balance at January 1, 2018</b>	<b>3,952,659</b>	<b>(1,386,937)</b>	<b>17,583,874</b>	<b>484,904</b>	<b>(12,227,753)</b>	<b>(1,783,139)</b>	<b>6,623,608</b>
Variations in own share	-	39,834	-	-	-	-	39,834
<b>Total operations with shareholders</b>	<b>-</b>	<b>39,834</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>39,834</b>
Allocation of the result for the year	-	-	-	-	(1,783,139)	1,783,139	-
<b>Result of the period</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>171,974</b>	<b>171,974</b>
<i>Other components of comprehensive results at 31 Dec 2018:</i>							
Total profits / (losses) deriving from the application of IAS 27	-	-	-	-	(778,379)	-	(778,379)
Gain/(Losses) on defined benefit plan:	-	-	-	-	2,954	-	2,954
<b>Comprehensive result</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(775,426)</b>	<b>171,974</b>	<b>(603,452)</b>
<b>Balance at December 31, 2018</b>	<b>3,952,659</b>	<b>(1,347,103)</b>	<b>17,583,874</b>	<b>484,904</b>	<b>(14,786,318)</b>	<b>171,974</b>	<b>6,059,990</b>

## SEPARATED STATEMENT OF CHARGES IN FINANCIAL POSITION

<i>Thousand of Euro</i>	<b>Fiscal year as of 31 Dec 2018</b>	<b>Fiscal year as of 31 Dec 2017</b>
Results for the period	427	(1,264)
<b><u>Adjustments of items not affecting liquidity:</u></b>		
Depeciations of tangible assets	143	149
Depeciations of intangible assets	111	156
Allowances for doubtful accounts	-	970
Provisions for severance indemnity, net of payments to social security bodies	28	23
Controlled results evaluated using the PN method	(900)	1,847
Devaluation of participation	852	117
Gains on sale of the company Business-e S.p.A.	-	(4,595)
<b><u>Cash flow from operating activities, gross of the variation in working capital</u></b>	<b>661</b>	<b>(2,597)</b>
Payments of secerance indemnity	(92)	(9)
Variation in trade receivable and other current assets	(663)	8,281
Variation in financial credits	1,341	4,472
Variation in inventories	-	-
Variation in trade payables and other current liabilities	2,917	(3,040)
Variation in account payable	(888)	(6,954)
<b><u>Cash flow from operations generated/(absorbed)by changes in NWC</u></b>	<b>2,615</b>	<b>2,750</b>
<b><u>Cash flow from operations (A)</u></b>	<b>3,276</b>	<b>153</b>
Change in non-current assets / liabilities to subsidiaries and others	(61)	(850)
Investments in tangible assets (net of disinvestments)	(1)	-
Change in financial receivables	(1,714)	(79)
Payments in c / capital holdings	-	-
Sale Business-e S.p.A.	-	6,515
Dividends collected	325	651
Investment in other intangible assets (net of disinvestments)	(1,193)	(178)
<b><u>Cash flow from investing activities (B)</u></b>	<b>(2,644)</b>	<b>6,059</b>
IAS 19	3	9
Variations in own shares	40	148
<b><u>Cash flow from financial activities (C)</u></b>	<b>43</b>	<b>156</b>
<b><u>Cash flow from asset sold (D)</u></b>	<b>-</b>	<b>-</b>
<b><u>Increase/(Decrease)cash available and cash equivalent (A+B+C+D)</u></b>	<b>675</b>	<b>6,368</b>
Short term Net Financial Position at the beginning of the period	(8,042)	(14,410)
Short term Net Financial Position at the end of the period	(7,367)	(8,042)