

ITWAY GROUP
CONSOLIDATED
AS OF DECEMBER 31, 2023

CONSOLIDATED INCOME STATEMENT

Euro thousands

	Exercise at the	
	December 31, 2023 Itway Group Net	December 31, 2022 Itway Group Net
Sales Revenue	47.388	43.735
Other operating income	1.698	2.960
Costs per product	(39.046)	(36.496)
Costs for services	(3.315)	(2.740)
Personnel costs	(4.766)	(3.392)
Other operating expenses	(268)	(1.872)
EBITDA	1.691	2.195
Depreciation, amortization and impairment	(2.253)	(649)
Operating profit (EBIT)	(562)	1.546
Financial income	32	22
Financial charges	(672)	(470)
Other financial income and expense	721	371
Income and expenses for the closure and sale of equity investments	-	(1.831)
Profit before taxes	(481)	(362)
Taxes for the year	151	14
Profit for the year	(330)	(348)
Attributable:		
Shareholders of the parent company	(275)	(403)
Interests of third parties	(55)	55
Earnings per share		
<u>From Operations Activities:</u>		
Base	(0,03)	(0,04)
Diluted	(0,03)	(0,04)

STATEMENT OF COMPREHENSIVE INCOME

<i>Euro thousands</i>	Fiscal year closed at	
	December 31, 2023 Itway Group Net	December 31, 2022 Itway Group Net
Profit for the year	(330)	(348)
Items that can be reclassified to the Income Statement:		
Profit/Loss from the translation of the financial statements of the foreign subsidiary	(685)	(493)
Items that cannot be reclassified to the Income Statement:		
Actuarial gains/(losses) of employees benefit plans	(68)	81
Aggregate	(1.083)	(760)
Attributable:		
Shareholders of the parent company	(1.031)	(828)
Interests of third parties	(52)	68

STATEMENT OF FINANCIAL POSITION

<i>Euro thousands</i>	Fiscal year closed at	
	31/12/23	31/12/22
ACTIVITY		
Non-current assets		
Property, plant and equipment	897	879
Starting	1.845	1.846
Other intangible assets	4.913	3.644
Rights of use	2.700	2.590
Investments	603	603
Deferred tax assets	2.504	1.742
Non-current financial assets	-	-
Other non-current assets	17	16
Total	13.479	11.320
Current Assets		
Inventories	836	468
Trade receivables	20.774	21.469
Other current assets	750	847
Cash and cash equivalents	2.109	2.345
Other financial receivables	-	2.110
Current financial assets	1.163	1.152
Total	25.632	28.391
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Total Assets	39.111	39.711
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SHAREHOLDERS' EQUITY AND LIABILITIES		
Share capital and reserves		
Share capital and reserves	11.893	12.670
Profit for the year	(275)	(403)
Total Group Shareholders' Equity	11.618	12.267
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Share capital and minority reserves	1.149	1.077
Minority net operating result	(55)	55
Total Shareholders' Equity	12.712	13.399
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Non-current liabilities		
Employee Benefits	621	579
Non-current trade payables	130	-
Provisions for risks and charges	13	187
Deferred tax liabilities	175	194
Non-current financial liabilities	3.259	3.309
Total	4.198	4.269
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Current liabilities		
Current financial liabilities	727	981
Current trade payables	15.094	14.536
Tax payables	3.516	4.668
Other current liabilities	2.864	1.858
Total	22.201	22.043
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Total liabilities	26.399	26.312
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Total shareholders' equity and liabilities	39.111	39.711

Statement of changes in the consolidated equity accounts

Euro thousands	Cumulative gains (losses)										
	Share capital	Treasur y shares reserve	Overag e reserve Actions and other operati ons	Legal Reserve	Voluntary reserve	Other reserves	Reserva tion of Transla tion	Profit for the year	Group PN	Third-party PN	Group and third-party NPs
Balance as of 01/01/2022	4.604	(320)	17.378	485	4.792	(12.987)	(4.836)	1.301	10.417	(352)	10.064
Capital increases from P.O. conversion	596	-	863	-	-	11	-	-	1.470	-	1.470
4Science share capital increase and transaction charges	-	-	1.931	-	-	-	-	-	1.931	772	2.703
Change in minority interests in 4Science	-	-	-	-	-	(292)	-	-	(292)	292	-
Total transactions with members	596	-	2.794	-	-	(281)	-	-	3.109	1.064	4.173
Allocation of the result for the year	-	-	-	-	-	1.301	-	(1.301)	-	-	-
Other Movements/Cessation Inebula	-	-	-	-	-	(431)	-	-	(431)	352	(79)
Profit for the year	-	-	-	-	-	-	-	(403)	(403)	55	(348)
<i>Other components of the Comprehensive Income as at 31 December 2022:</i>											
Actuarial gains/(losses) on employee benefits	-	-	-	-	-	68	-	-	68	13	81
Exchange rate differences from the translation of the balance sheet into foreign currency	-	-	-	-	-	-	(493)	-	(493)	-	(493)
Aggregate	-	-	-	-	-	68	(493)	(403)	(828)	68	(760)
Balance as of 12/31/2022	5.200	(320)	20.172	485	4.792	(12.330)	(5.329)	(403)	12.267	1.132	13.399

Euro thousands	Cumulative gains (losses)										
	Share capital	Treasur y shares reserve	Overag e reserve Actions and other operati ons	Legal Reserve	Voluntary reserve	Other reserves	Reserva tion of Transla tion	Profit for the year	Group PN	Third-party PN	Group and third-party NPs
Balance as of 01/01/2023	5.200	(320)	20.172	485	4.792	(12.330)	(5.329)	(403)	12.267	1.132	13.399
Capital increases from P.O. conversion	108	-	177	-	-	-	-	-	285	-	285
Total transactions with members	108	-	177	-	-	-	-	-	285	-	285
Allocation of the result for the year	-	-	-	-	-	(403)	-	403	-	-	-
Other Movements/IAS 8 Application	-	-	-	-	-	49	-	-	49	16	65
Other Movements/IAS 32 Application	-	-	-	-	-	32	-	-	32	14	46
Profit for the year	-	-	-	-	-	-	-	(275)	(275)	(55)	(330)
<i>Other components of the Comprehensive Income as at 31 December 2023:</i>											
Actuarial gains/(losses) on employee benefits	-	-	-	-	-	(55)	-	-	(55)	(13)	(68)
Exchange rate differences from the translation of the balance sheet into foreign currency	-	-	-	-	-	-	(685)	-	(685)	-	(685)
Aggregate	-	-	-	-	-	(55)	(685)	(275)	(1.015)	(68)	(1.083)
Balance as of 12/31/2023	5.308	(320)	20.349	485	4.792	(12.707)	(6.014)	(275)	11.618	1.094	12.712

CONSOLIDATED STATEMENT OF CASH FLOWS

<i>Euro thousands</i>	Fiscal year closed at	
	31/12/23	31/12/22
Result "Itway Group Net"	(330)	(348)
<i>Adjustments for items that have no effect on liquidity:</i>		
Non-monetary economic components	168	(114)
Depreciation and amortisation of property, plant and equipment	81	73
Depreciation and amortization of intangible assets	500	437
Depreciation of rights of use	172	139
Provision for doubtful accounts	1.500	1.600
Provision for risks	-	239
Accrual of employee benefits net of vso ist payments provid.	148	162
Taxes	(151)	(14)
<i>Cash flow from operating activities before changes in working capital</i>	2.088	2.174
Employee Benefit Payments	(106)	(85)
Change in trade receivables and other current assets	1.392	(3.774)
Change in inventories	(368)	(257)
Change in trade payables and other current liabilities	427	2.931
Effects of deconsolidation Itway Iberica	-	(212)
Taxes Paid	(16)	(562)
<i>Cash flow from operating activities generated (absorbed) by changes in CCN</i>	1.329	(1.959)
<i>Cash flow from operating activities (A)</i>	3.417	215
Investments in property, plant and equipment and intangible assets	(2.689)	(952)
(Investments)/Divestments in other equity investments and financial assets	(741)	(4)
Change in trade payables and other non-current liabilities	130	-
Change in cash and cash equivalents deconsolidation of Itway Iberica	-	(1)
<i>Cash flow from investing activities (B)</i>	(3.300)	(1.466)
Origination/(Redemptions) of current financial liabilities	31	(1.055)
Borrowing/(Redemptions) of non-current financial liabilities	(50)	238
Convertible P.O issue	-	1.254
4Science capital increase net of transaction costs	-	2.701
Other Differences	351	-
<i>Cash flow from financing activities (C)</i>	332	3.138
Net change in the translation reserve for non-Euro currencies	(685)	(493)
<i>Cash flow from divested operations (D)</i>	-	-
<i>Increase/(decrease) in cash and cash equivalents (A+B+C+D)</i>	(236)	1.394
Cash and cash equivalents at the beginning of the period	2.345	951
Cash and cash equivalents at the end of the period	2.109	2.345

**SEPARATE FINANCIAL STATEMENTS FOR THE YEAR
CLOSED ON DECEMBER 31, 2023**

IN ITWAY S.p.A.

INCOME STATEMENT

Euro units

Fiscal year closed at

	December 31, 2023	December 31, 2022
Sales Revenue *	4.135.203	2.025.034
	<i>of which to Group companies</i>	<i>1.107.808</i>
Other operating income	765.239	2.101.187
	<i>of which to Group companies</i>	<i>13.300</i>
Costs per product	(1.383.316)	(146.802)
Costs for services *	(1.922.716)	(1.804.687)
	<i>of which to Group companies</i>	<i>(108.000)</i>
Personnel costs	(1.389.579)	(640.924)
Other operating expenses	(133.310)	(1.749.339)
	<i>of which to Group companies</i>	<i>(70.000)</i>
EBITDA **	71.521	(215.531)
Depreciation, amortization and impairment losses	(1.871.672)	(323.970)
Operating profit (EBIT) **	(1.800.151)	(539.501)
Financial income	23.966	859
Financial charges	(209.429)	(134.071)
	<i>of which to Group companies</i>	<i>(63.118)</i>
Other financial income and expenses	(7.407)	9.079
Result of subsidiaries/associates accounted for using the equity method	1.421.701	1.490.977
Income and expenses for the closure or sale of equity investments	-	(1.831.033)
Profit before taxes	(571.320)	(1.003.690)
Taxes for the year	609.408	594.945
Profit for the year from continuing operations	38.088	(408.745)

STATEMENT OF COMPREHENSIVE INCOME

<i>Euro units</i>	December 31, 2023	December 31, 2022
Profit for the year	38.088	(408.745)
Items that cannot be reclassified to the Income Statement:		
Actuarial gains/(losses) of employees benefit plans	(15.662)	35.825
Items that can be reclassified to the Income Statement:		
Comprehensive income/(loss) from the application of IAS27	(681.235)	(483.431)
Profit for the year	(658.809)	(856.351)

STATEMENT OF FINANCIAL POSITION

	31/12/23	31/12/22
<i>Euro units</i>		
ACTIVITY		
Non-current assets		
Property, plant and equipment	52.243	15.784
Other intangible assets	2.671.036	2.022.639
Rights of use	2.685.977	2.781.515
Investments	7.857.420	6.950.274
Deferred tax assets	2.435.005	1.719.465
Total	15.701.681	13.489.677
Current Assets		
Inventories	28.587	-
Trade receivables *	2.430.629	2.204.394
Receivables from financial subsidiaries *	8.095.102	8.031.259
Receivables from commercial subsidiaries *	261.747	924.104
Other current assets	155.333	476.590
Other financial receivables *	-	2.110.000
Cash and cash equivalents	768.589	118.734
Total	11.739.987	13.865.081
Total Assets	27.441.668	27.354.758
SHAREHOLDERS' EQUITY AND LIABILITIES		
Share capital and reserves		
Share capital	5.306.935	5.199.367
Treasury shares reserve	(321.103)	(321.103)
Share premium reserve	18.430.546	18.253.316
Legal Reserve	484.904	484.904
Retained earnings/(losses) reserve	(13.767.539)	(12.661.897)
Profit for the year	38.088	(408.745)
Total	10.171.831	10.545.842
Non-current liabilities		
Employee Benefits	339.071	307.544
Non-current trade payables	130.000	-
Provisions for risks and charges	8.150.556	8.333.875
Deferred tax liabilities	8.425	24.683
Non-current financial liabilities	1.810.238	1.981.145
Total	10.438.290	10.647.247
Current liabilities		
Current financial liabilities	327.364	600.018
Current trade payables *	1.835.981	1.307.350
Payables to subsidiaries *	2.801.465	2.795.606
Tax payables	370.222	606.491
Other current liabilities	1.496.515	852.204
Total	6.831.547	6.161.669
Total liabilities	17.269.837	16.808.916
Total shareholders' equity and liabilities	27.441.668	27.354.758

Statement of changes in equity accounts

The following table summarizes the changes in the Company's shareholders' equity:

Euro units	Share capital	Treasury shares reserve	Overage reserve Actions and other operations	Profit Reserves		Result for the year	Equity
				Legal Reserve	Retained earnings/losses reserve ¹		
Balance as at 1 January 2022	4.603.521	(321.103)	17.379.013	484.904	(13.520.833)	1.306.542	9.932.044
Capital increases from P.O. conversio	595.846	-	874.303	-	-	-	1.470.149
Total transactions with members	595.846	-	874.303	-	-	-	1.470.149
Allocation of profit for the year	-	-	-	-	1.306.542	(1.306.542)	-
Profit for the year	-	-	-	-	-	(408.745)	(408.745)
<i>Other components of the comprehensive income as at 31 December 2022:</i>							
Comprehensive income/(loss) from th application of IAS 27 R	-	-	-	-	(483.431)	-	(483.431)
Actuarial gains/(losses) on employee benefit plans	-	-	-	-	35.825	-	35.825
Aggregate	-	-	-	-	(447.606)	(408.745)	(856.351)
Balance as at 31 December 2022	5.199.367	(321.103)	18.253.316	484.904	(12.661.897)	(408.745)	10.545.842

¹ The retained earnings/(losses) reserve reflects the effects of the transition to IAS/IFRS.

Euro units	Share capital	Treasury shares reserve	Overage reserve Actions and other operations	Profit Reserves		Result for the year	Equity
				Legal Reserve	Retained earnings/losses reserve ¹		
Balance as of January 1, 2023	5.199.367	(321.103)	18.253.316	484.904	(12.661.897)	(408.745)	10.545.842
Capital increases from P.O. conversio	107.568	-	177.230	-	-	-	284.798
Total transactions with members	107.568	-	177.230	-	-	-	284.798
Allocation of profit for the year	-	-	-	-	(408.745)	408.745	-
Profit for the year	-	-	-	-	-	38.088	38.088
<i>Other components of the comprehensive income as at 31 December 2023:</i>							
Comprehensive income/(loss) from th application of IAS 27 R	-	-	-	-	(681.235)	-	(681.235)
Actuarial gains/(losses) on employee benefit plans	-	-	-	-	(15.662)	-	(15.662)
Aggregate	-	-	-	-	(696.897)	38.088	(658.809)
Balance as at 31 December 2023	5.306.935	(321.103)	18.430.546	484.904	(13.767.539)	38.088	10.171.831

¹ The retained earnings/(losses) reserve reflects the effects of the transition to IAS/IFRS.

CASH FLOW STATEMENT

The following table summarizes the Company's cash flow trends:

<i>Thousands of Euro</i>	Financial year ended 31/12/2023	Financial year ended 31/12/2022
Profit for the year	38	(409)
<i>Adjustments for items that have no effect on liquidity:</i>		
Non-monetary economic components	(3)	(105)
Depreciation of property, plant and equipment	26	10
Depreciation of intangible assets	182	162
Depreciation of rights of use	102	152
Provision for doubtful accounts	1.500	1.600
Provision for severance and retirement indemnities	51	58
Controlled results assessed by the PN method	(1.422)	(1.491)
Taxes	(609)	(595)
<i>Cash flow from operating activities before changes in working capital</i>	(135)	(618)
Severance payments	(19)	(80)
Change in trade receivables from third parties	(1.726)	630
Change in financial and trade receivables from subsidiaries	599	(31)
Change in inventories	(29)	-
Change in other current assets and liabilities	729	824
Change in current trade payables	668	526
<i>Cash flow from operating activities generated (absorbed) by changes in CCN</i>	222	1.869
<i>Cash flow from operating activities (A)</i>	87	1.251
Change in non-current financial and non-financial assets	(717)	-
Investments in property, plant and equipment (net of divestments)	(62)	(12)
Investment in other intangible assets (net of divestments)	(1.030)	(649)
Rights of use	(6)	-
Change in financial receivables	2.110	140
<i>Cash flow from investing activities (B)</i>	295	(521)
Origination/(Redemptions) of current financial liabilities	12	(1.663)
Borrowing/(Redemptions) of non-current financial liabilities	(171)	(323)
IAS 27	427	-
Convertible P.O. Issue	-	1.254
<i>Cash flow from financing activities (C)</i>	268	(732)
<i>Cash flow from divested operations (D)</i>		-
<i>Increase/(decrease) in cash and cash equivalents (A+B+C+D)</i>	650	(2)
Cash and cash equivalents at the beginning of the period	119	121
Cash and cash equivalents at the end of the period	769	119