



# Annual Report 2021





Vianova spa  
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# Shareholders and Corporate Bodies

Shareholders	%
Quinta spa	82.9358
Tamburi Investment Partners spa	17.0358
Other Shareholders	0.0284

Board of Directors	Role
Stefano Luisotti	Chairman and Chief Executive Officer
Claudio Berretti	Director
Giovanni Luisotti	Director
Marco Bolognini	Director
Marco D'Ascoli	Director
Massimo Di Puccio	Director
Nicola Gallico	Director

Board of Statutory Auditors	Role
Andrea Mariani	Chairman
Simone Sartini	Statutory Auditor
Sergio Maffei	Statutory Auditor
Nunzio Strosio	Alternate Auditor
Riccardo Cima	Alternate Auditor

Supervisory Board - Legislative Decree 231/01	Role
Michele Giordano	Chairman
Andrea Marraccini	Member
Laura Giunti	Member

Independent Auditors	Task
KPMG spa	External Audit
DNV	Quality Management System (ISO 9001:2008)
DNV	Information Security Management System (ISO 27001:2013)

## Directors' Report on Operations

Dear Shareholders,

The Vianova Group opted to present the Directors' Report on Operations of the Parent Company and the Consolidated Directors' Report on Operations in a single document.

The Consolidated Financial Statements for the year ended 31 December 2021 show revenue and other operating income of Euro 67,269,816, an increase of 8.9% compared to the previous year. The income statement closed with a net profit of Euro 7,619,603, an increase of 5.4% on the previous year.

2021 is the first year ended under the new Vianova name and was the Company's 13th consecutive year of growth.

<b>Income Statement</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total revenue and other operating income</b>	<b>61,756</b>	<b>100</b>	<b>67,270</b>	<b>100</b>	<b>+8.9</b>
EBITDA	16,683	27.0	17,747	26.4	+6.4
EBIT	9,612	15.6	10,200	15.2	+6.1
EBT	9,671	15.7	10,260	15.3	+6.1
Group net result	7,155	11.6	7,481	11.1	+4.6
Net result of minority interests	74	0.1	139	0.2	+87.8
<b>Net result</b>	<b>7,229</b>	<b>11.7</b>	<b>7,620</b>	<b>11.3</b>	<b>+5.4</b>

92.82% of revenue and other operating income were attributable to the Parent Company.

<b>Statement of Financial Position</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total Assets</b>	<b>62,178</b>	<b>100</b>	<b>68,999</b>	<b>100</b>	<b>+11.0</b>
Non-current assets	30,209	48.6	26,822	38.9	-11.2
Current assets	31,969	51.4	42,176	61.1	+31.9
<b>Total Shareholders' Equity and liabilities</b>	<b>62,178</b>	<b>100</b>	<b>68,999</b>	<b>100</b>	<b>+11.0</b>
Consolidated Shareholders' Equity	33,917	54.5	38,661	56.0	+14.0
Non-current liabilities	2,918	4.7	2,375	3.4	-18.6
Current liabilities	25,344	40.8	27,962	40.5	+10.3

<b>Cash Flow Statement</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash flow from operations	14,180	17,265	+21.8
Cash flow from investments	-8,555	-4,216	-50.7
Cash flow from financial management	-2,773	-3,847	+38.8
<b>Total cash flow</b>	<b>2,852</b>	<b>9,203</b>	<b>+222.7</b>
<b>Cash and cash equivalents</b>	<b>15,668</b>	<b>24,871</b>	<b>+58.7</b>

<b>Net financial position</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash and cash equivalents	15,668	24,871	+58.7
Current financial payables	-1,140	-639	-43.9
<b>Net current financial debt</b>	<b>14,528</b>	<b>24,232</b>	<b>+66.8</b>
Non-current financial receivables	15	5	-65.3
Non-current financial payables	-1,427	-956	-33.0
<b>Net financial position</b>	<b>13,116</b>	<b>23,281</b>	<b>+77.5</b>

Below is a breakdown of Revenue and other operating income by type.

Revenue and other operating income (euro/000)	2020	2021	Changes	Δ%
Revenue from fees	48,145	52,387	4,242	+8.8
Revenue from pay-per-use services	9,091	10,015	924	+10.2
Revenue from activations	1,801	1,750	-51	-2.8
Revenue from software developments	777	1,042	265	+34.1
Revenue from interconnection	572	675	103	+18.1
Public grants	273	465	192	+70.3
Revenue from sales	22	394	373	+1,725.6
Income from access and pay-per-use charges adjustments	311	225	-86	-27.7
Gains on disposal of non-current assets	65	60	-5	-7.2
Revenue from assistance and interventions	60	37	-23	-37.6
Revenue adjustments	-1	-1	0	-1.5
Other revenue and income	641	221	-420	-65.5
<b>Total</b>	<b>61,756</b>	<b>67,270</b>	<b>5,514</b>	<b>+8.9</b>

- Revenue growth mainly depends on the increase in the Customer base.
- The Group's business is not subject to seasonality events.
- The Other revenue and income item includes recognitions arising from transactions concluded with other Operators.

## Group structure

Today, the Vianova Group is composed entirely of companies governed by Italian law, operating in the Telco and ICT sectors and providing services to businesses prevalently in Italy.

Equity investments were acquired, starting from 2006, as part of a strategy aimed at encouraging the expansion and integration of services provided by the Parent Company.

Each Group company is, in fact, also a Vianova supplier and produces at least one product or product component intended to be integrated into the range of services promoted by the Parent Company.

### Vianova spa (Parent Company)

Vianova is a convergent landline and mobile network operator fully dedicated to businesses, distinguishing itself from competitors by the quality of its services and its customer care.

Since 2007, the Company has been marketing a single integrated service offering, called *Vianova*, businesses oriented and inspired by an insourcing policy.

Services are developed in-house, integrating the more traditional services (Voice and Data access) with those involving Collaboration (Mail, Hosting, Meeting, Conference, Desk, 800, Fax, Centrex, Drive, Cloud, WiFi Call, VIP Call®, Busy Call® and SIM Manager).

The Company's growth during the year was entirely organic, but the foundations were laid for the development of the Vianova Europe project, which aims to expand growth through external lines and internationalisation.

## Economic, equity and financial performance of Vianova spa

<b>Income Statement</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Operating revenue</b>	<b>57,319</b>	<b>100</b>	<b>62,455</b>	<b>100</b>	<b>+9.0</b>
▪ of which organic revenue	56,330	98.3	61,738	98.9	+9.6
▪ of which other operating income	990	1.7	716	1.1	-27.7
Variable costs	-23,484	41.0	-26,046	41.7	-10.9
<b>Contribution margin</b>	<b>33,835</b>	<b>59.0</b>	<b>36,409</b>	<b>58.3</b>	<b>+7.6</b>
Fixed costs	-17,824	31.1	-19,547	31.3	-9.7
<b>Gross operating margin (EBITDA)</b>	<b>16,012</b>	<b>27.9</b>	<b>16,861</b>	<b>27.0</b>	<b>+5.3</b>
Amortisation/depreciation	-6,533	11.4	-7,034	11.3	-7.7
Provisions	-62	0.1	-45	0.1	+27.1
<b>Operating income (EBIT)</b>	<b>9,417</b>	<b>16.4</b>	<b>9,782</b>	<b>15.7</b>	<b>+3.9</b>
Financial income	24	0.0	30	0.0	+27.6
Financial charges	-19	0.0	-13	0.0	+31.8
Other income and expenses	157	0.3	238	0.4	+49.1
<b>Profit before tax (EBT)</b>	<b>9,579</b>	<b>16.7</b>	<b>10,038</b>	<b>16.1</b>	<b>+4.8</b>
Income taxes	-2,424	4.2	-2,557	4.1	-5.5
<b>Result for the year (E)</b>	<b>7,155</b>	<b>12.5</b>	<b>7,481</b>	<b>12.0</b>	<b>+4.6</b>

<b>Statement of Financial Position</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total Assets</b>	<b>57,427</b>	<b>100</b>	<b>64,239</b>	<b>100</b>	<b>+11.9</b>
Non-current assets	28,504	49.6	25,444	39.6	-10.7
Current assets	28,923	50.4	38,795	60.4	+34.1
<b>Total Shareholders' Equity and liabilities</b>	<b>57,427</b>	<b>100</b>	<b>64,239</b>	<b>100</b>	<b>+11.9</b>
Shareholders' Equity	32,972	57.4	37,581	58.5	+14.0
Non-current liabilities	1,360	2.4	1,020	1.6	-25.0
Current liabilities	23,096	40.2	25,638	39.9	+11.0

<b>Cash Flow Statement</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash flow from operations	13,513	16,324	+20.8
Cash flow from investments	-7,976	-3,857	-51.6
Cash flow from financial management	-3,195	-3,722	+16.5
<b>Total cash flow</b>	<b>2,342</b>	<b>8,745</b>	<b>+273.3</b>
<b>Cash and cash equivalents</b>	<b>13,731</b>	<b>22,477</b>	<b>+63.7</b>

<b>Net financial position</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash and cash equivalents	13,731	22,477	+63.7
Current financial payables	-855	-240	-71.9
<b>Net current financial debt</b>	<b>12,877</b>	<b>22,236</b>	<b>+72.7</b>
Non-current financial receivables	12	1	-90.3
Non-current financial payables	-427	-191	-55.2
<b>Net financial position</b>	<b>12,461</b>	<b>22,046</b>	<b>+76.9</b>



## Host spa

Host is a B2B provider of domain hosting services with a proprietary platform available to customers in SaaS (Software as a Service) mode.

The offer includes Shared Hosting services, Colocation services (through a proprietary Data Center), Cloud Hosting services, Dedicated Servers and services dedicated to Resellers and Web Agencies needing to manage hundreds of domains. The Company has implemented the Vianova Hosting service.

Vianova holds 51.0% of the share capital of Host spa.

Below is a summary of the main economic and financial data including adjustments made in compliance with International accounting standards.

<b>Income Statement</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total revenue and other operating income</b>	<b>2,145</b>	<b>100</b>	<b>2,332</b>	<b>100</b>	<b>+8.7</b>
▪ of which core revenue	1,959	91.3	2,290	98.2	+16.9
▪ of which other operating income	186	8.7	42	1.8	-77.7
EBITDA	436	20.3	448	19.2	+2.7
EBIT	127	5.9	142	6.1	+11.8
EBT	120	5.6	140	6.0	+16.2
<b>Net result</b>	<b>112</b>	<b>5.2</b>	<b>127</b>	<b>5.4</b>	<b>+13.1</b>

<b>Statement of Financial Position</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total Assets</b>	<b>2,723</b>	<b>100</b>	<b>2,877</b>	<b>100</b>	<b>+5.6</b>
Non-current assets	1,896	69.6	1,911	66.4	+0.8
Current assets	827	30.4	966	33.6	+16.8
<b>Total Shareholders' Equity and liabilities</b>	<b>2,723</b>	<b>100</b>	<b>2,877</b>	<b>100</b>	<b>+5.6</b>
Shareholders' Equity	742	27.2	867	30.1	+16.8
Non-current liabilities	681	25.0	568	19.7	-16.7
Current liabilities	1,300	47.7	1,443	50.2	+11.0

<b>Cash Flow Statement</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash flow from operations	351	636	+81.2
Cash flow from investments	-188	-312	+55.2
Cash flow from financial management	21	-12	-238.2
<b>Total cash flow</b>	<b>158</b>	<b>312</b>	<b>+97.5</b>
<b>Cash and cash equivalents</b>	<b>350</b>	<b>662</b>	<b>+89.0</b>

<b>Net financial position</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash and cash equivalents	350	662	+89.0
Current financial payables	-197	-293	+48.9
<b>Net current financial debt</b>	<b>154</b>	<b>369</b>	<b>+140.2</b>
Non-current financial receivables	0	0	0
Non-current financial payables	-481	-373	-22.4
<b>Net financial position</b>	<b>-327</b>	<b>-3</b>	<b>-98.9</b>

As at 31 December 2021, the Company's workforce consisted of 16 Employees.

## Vola spa

Vola is a provider of SMS and E-mail Marketing services for Italian companies through a proprietary platform available to customers in SaaS (Software as a Service) mode.

The Company also offers outsourced software development services and has implemented Vianova Cloud and SMS services.

In 2021, "Cerbeyra", a proprietary platform for the delivery of Cybersecurity services, was released.

Vianova holds 67.0% of the share capital of Vola spa.

Below is a summary of the main economic and financial data including adjustments made in compliance with International accounting standards.

<b>Income Statement</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total revenue and other operating income</b>	<b>2,048</b>	<b>100</b>	<b>2,137</b>	<b>100</b>	<b>+4.4</b>
▪ of which core revenue	1,997	97.5	2,057	96.2	+3.0
▪ of which other operating income	51	2.5	80	3.8	+57.4
EBITDA	83	4.1	218	10.2	+161.7
EBIT	24	1.2	171	8.0	+613.9
EBT	22	1.1	185	8.7	+748.3
<b>Net result</b>	<b>23</b>	<b>1.1</b>	<b>144</b>	<b>6.7</b>	<b>+527.7</b>

<b>Statement of Financial Position</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total Assets</b>	<b>2,692</b>	<b>100</b>	<b>2,674</b>	<b>100</b>	<b>-0.7</b>
Non-current assets	866	32.2	827	30.9	-4.6
Current assets	1,826	67.8	1,847	69.1	+1.2
<b>Total Shareholders' Equity and liabilities</b>	<b>2,692</b>	<b>100</b>	<b>2,674</b>	<b>100</b>	<b>-0.7</b>
Shareholders' Equity	1,079	40.1	1,217	45.5	+12.8
Non-current liabilities	722	26.8	655	24.5	-9.3
Current liabilities	891	33.1	802	30.0	-10.0

<b>Cash Flow Statement</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash flow from operations	34	96	+187.4
Cash flow from investments	-219	-17	-92.3
Cash flow from financial management	339	-83	-124.6
<b>Total cash flow</b>	<b>154</b>	<b>-4</b>	<b>-102.4</b>
<b>Cash and cash equivalents</b>	<b>1,165</b>	<b>1,162</b>	<b>-0.3</b>

<b>Net financial position</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash and cash equivalents	1,165	1,162	-0.3
Current financial payables	-62	-80	+29.3
<b>Net current financial debt</b>	<b>1,104</b>	<b>1,082</b>	<b>-2.0</b>
Non-current financial receivables	0	0	0
Non-current financial payables	-400	-299	-25.4
<b>Net financial position</b>	<b>704</b>	<b>784</b>	<b>+11.3</b>

As at 31 December 2021, the Company's workforce consisted of 20 Employees.

**Qboxmail srl**

Qboxmail is a B2B provider of Electronic Mail services through a proprietary platform available to Customers in SaaS (Software as a Service) mode.

The service allows the Customer to activate an unlimited number of users autonomously, also through APIs (Application Programming Interface).

Vianova holds 51.0% of the share capital of Qboxmail srl.

Below is a summary of the main economic and financial data including adjustments made in compliance with International accounting standards.

<b>Income Statement</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total revenue and other operating income</b>	<b>510</b>	<b>100</b>	<b>634</b>	<b>100</b>	<b>+24.4</b>
▪ of which core revenue	471	92.3	605	95.3	+28.4
▪ of which other operating income	39	7.7	30	4.7	-23.3
EBITDA	152	29.8	219	34.6	+44.4
EBIT	44	8.7	105	16.6	+137.8
EBT	42	8.2	103	16.3	+146.2
<b>Net result</b>	<b>31</b>	<b>6.0</b>	<b>74</b>	<b>11.7</b>	<b>+143.2</b>

<b>Statement of Financial Position</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total Assets</b>	<b>835</b>	<b>100</b>	<b>906</b>	<b>100</b>	<b>+8.6</b>
Non-current assets	397	47.5	295	32.6	-25.5
Current assets	438	52.5	611	67.4	+39.5
<b>Total Shareholders' Equity and liabilities</b>	<b>835</b>	<b>100</b>	<b>906</b>	<b>100</b>	<b>+8.6</b>
Shareholders' Equity	578	69.3	652	71.9	+12.7
Non-current liabilities	155	18.6	133	14.7	-14.0
Current liabilities	102	12.2	121	13.4	+19.5

<b>Cash Flow Statement</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash flow from operations	221	189	-14.4
Cash flow from investments	-106	-13	-88.0
Cash flow from financial management	84	-26	-131.6
<b>Total cash flow</b>	<b>199</b>	<b>150</b>	<b>-24.6</b>
<b>Cash and cash equivalents</b>	<b>421</b>	<b>571</b>	<b>+35.6</b>

<b>Net financial position</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash and cash equivalents	421	571	+35.6
Current financial payables	-27	-26	-2.1
<b>Net current financial debt</b>	<b>394</b>	<b>544</b>	<b>+38.2</b>
Non-current financial receivables	0	0	0
Non-current financial payables	-119	-93	-21.7
<b>Net financial position</b>	<b>275</b>	<b>451</b>	<b>+64.2</b>

As at 31 December 2021, the Company's workforce consisted of 5 Employees.

### NetResults srl

NetResults operates in the ICT sector and designs and deploys convergent telecommunication networks for Enterprises, Service Providers, TLC Operators and Public Administrations and is particularly specialised in the design, development, implementation and testing of network components and devices. The company contributed to create the Centrex (Cloud PBX service) and Desk (Desktop Sharing service) platforms.

Vianova holds 40.0% of the share capital of NetResults srl which is therefore not included in the scope of consolidation.

Below is a summary of their main economic and financial data, presented in compliance with national accounting standards.

<b>Income Statement</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total revenue and other operating income</b>	<b>1,820</b>	<b>100</b>	<b>2,335</b>	<b>100</b>	<b>+28.3</b>
▪ of which core revenue	1,685	92.6	1,921	82.3	+14.0
▪ of which other operating income	135	7.4	414	17.7	+206.7
EBITDA	159	8.7	214	9.0	+34.8
EBIT	41	2.3	139	5.8	+239.0
EBT	38	2.1	121	5.1	+218.4
<b>Net result</b>	<b>17</b>	<b>0.9</b>	<b>99</b>	<b>4.2</b>	<b>+482.4</b>

<b>Statement of Financial Position</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total Assets</b>	<b>2,859</b>	<b>100</b>	<b>3,127</b>	<b>100</b>	<b>+9.4</b>
Non-current assets	65	2.3	328	10.5	+404.3
Current assets	2,794	97.7	2,799	89.5	+0.2
<b>Total Shareholders' Equity and liabilities</b>	<b>2,859</b>	<b>100</b>	<b>3,127</b>	<b>100</b>	<b>+9.4</b>
Shareholders' Equity	928	32.5	1,027	32.8	+10.7
Non-current liabilities	1,215	42.5	1,239	39.6	+2.0
Current liabilities	716	25.0	861	27.5	+20.3

<b>Cash Flow Statement</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash flow from operations	355	2	-99.4
Cash flow from investments	-22	-333	+1,430.5
Cash flow from financial management	1,023	-66	-106.5
<b>Total cash flow</b>	<b>1,357</b>	<b>-397</b>	<b>-129.2</b>
<b>Cash and cash equivalents</b>	<b>1,563</b>	<b>1,166</b>	<b>-25.4</b>

<b>Net financial position</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Cash and cash equivalents	1,563	1,166	-25.4
Current financial payables	-70	-13	-81.4
<b>Net current financial debt</b>	<b>1,493</b>	<b>1,153</b>	<b>-22.8</b>
Non-current financial receivables	0	0	0.0
Non-current financial payables	-1,123	-1,114	-0.8
<b>Net financial position</b>	<b>370</b>	<b>39</b>	<b>-89.5</b>

As at 31 December 2021, the Company's workforce consisted of 28 Employees.

## Group staff

Further details regarding staff can be found in the following table.

Staff	2020	%	2021	%	Δ%
<b>no. of persons as at 31 December</b>	<b>241</b>	<b>100</b>	<b>255</b>	<b>100</b>	<b>+5.8</b>
Full Time Equivalent (FTE) as at 31 December (qty)	234.7	97.4	249.0	97.6	+6.1
Average FTE (qty)	233.8	97.0	238.9	93.7	+2.2
Of which non-employee collaborators (qty)	10	4.1	11	4.3	+10.0
Average age (years)	40.5		40.9		+1.1
Average length of service (years)	8.6		8.5		-0.5
Women (qty)	65	27.0	69	27.1	+6.2
Graduates (qty)	122	50.6	128	50.2	+4.9
Revenue per FTE (euro)	264,150		281,621		+6.6
Cost per FTE (euro)	51,995		58,082		+10.1
EBITDA per FTE (euro)	71,360		74,296		+4.1

- The table refers to figures of companies belonging to the *Vianova spa* Group. The table does not include figures of the associate *NetResults srl*.

## Risk management

The main risks to which the Group is exposed in the management of its business activities are summarised below.

### Strategic risks

#### Risks related to macroeconomic factors

The Group's economic and financial situation is subject to the influence of multiple macroeconomic factors such as economic growth, political stability, consumer confidence, changes in interest rates and exchange rates in the markets in which it operates.

#### Risks associated with competitive dynamics

The telecommunications market is characterised by competition, which over the years has led to constant pressure on prices and margins as well as a redistribution of market shares in all geographical areas and in all supply segments.

The sector in which the Group operates is characterised by potential technological changes, high competition and obsolescence of products and services.

#### Operational risks

The operational risks of the Group's business relate to possible inadequacies in internal processes, external factors, fraud, employee error, failure to properly document transactions, loss of critical or commercially sensitive data and failures in systems or network platforms.

#### Financial risks

Group companies may be exposed to risks of a financial nature such as those arising from fluctuations in interest rates and exchange rates, credit risk and liquidity risk.

#### Credit risk

The continuation of the general economic downturn and the consequent increase in payment difficulties on the part of Customers could worsen the current credit situation.

#### Liquidity risk

Liquidity risk is the potential difficulty for Group companies to meet obligations associated with financial liabilities.

**Market risk**

The Group is exposed to financial market risks mainly due to changes in interest rates.

**Risks associated with business continuity**

The Group's success depends on its ability to provide continuous and uninterrupted services through the availability of processes and related supporting assets, the resilience of the network infrastructure and the business continuity and disaster recovery policies of the Information Systems. In particular, network infrastructures and Information Systems are susceptible to internal and external threats: power outages, floods, storms, human errors, system failures, hardware and software failures, software bugs, cyber attacks, earthquakes, facility failures, strikes, fraud, vandalism, terrorism, etc. Any of these events could generate an interruption in the provision of services and result in a potential direct and indirect impact on the company's business, such as, for example: a reduction in revenue or an increase in the costs for any restoration, a reduction in the level of Customer satisfaction, an increase in churn, costs related to penalties and fines, a negative impact on image and reputation.

**Risks associated with the development of network infrastructures**

In order to maintain and develop the Customer portfolio in each of the markets in which the Group operates, it is necessary to maintain, update and improve the existing networks. A reliable and high quality network is necessary to maintain the Customer base and minimise interruptions while protecting the company's revenue.

**Risks of internal/external fraud**

Vianova is currently the only company in the Group to have adopted the fraud prevention organisational model (Legislative Decree 231/01). However, the implementation of such a model cannot ensure total risk mitigation. Dishonest activities and illegal acts perpetrated by people inside and outside the organisation could have a negative impact on the companies' operating results, financial structure and image.

**Cyber Security Risks**

The sectors where the Company operates are characterised by a high technological content and are affected by possible attacks and threats related to cyber criminals. Cyber risk is a growing phenomenon worldwide and, as such, requires ongoing monitoring, given the huge wealth of IT assets that the company manages both in terms of its own telecommunications infrastructure and in terms of assets required to provide services to customers. In light of these considerations, extreme focus has been placed on protecting networks from major threats (e.g: DDoS, viruses, malware, data theft).

**Risks associated with disputes and litigation**

The Group may be called upon to engage in disputes and litigation with tax authorities, regulators, competition authorities, other TLC operators and other entities. The possible impacts of such proceedings are generally uncertain. These issues could even, individually or together, in the event of an unfavourable solution for the Companies, have a significant negative effect on the operating results, financial position and cash flows.

Any situations of dispute or litigation with the Authorities are described in the Notes to the financial statements.

**Regulatory and non-compliance risks****Regulatory risks**

The risk deriving from the regulatory activities of the sector carried out by the Supervisory authorities is significant, affecting competition and the ways in which it can take place, technological aspects, profitability and financial dynamics.

In particular, the main elements that introduce uncertainty are:

- lack of predictability in the timing of commencement and subsequent decisions of new proceedings;
- any decisions with retroactive effect (e.g. price revisions relating to previous years following rulings by the administrative courts);
- any decisions that could affect the technological choices made or to be made, with potential impact on the period of return of infrastructure investments.

The continually evolving regulatory and legislative framework of the telecommunications industry also exposes the Companies to risks of non-compliance.

In order to address and overcome these critical issues, the Companies pay ongoing attention to the development of the reference framework and employ significant resources to carry out the adjustments expressly requested by the Authorities or dictated by technological developments.

#### Risks of non-compliance

The Group may be exposed to risks of non-compliance, deriving from non-compliance or violation of internal regulations (so-called self-regulation, such as, for example, the Articles of Association) and external regulations (laws and regulations), with consequent judicial or administrative sanctions, financial losses or reputational damage.

The objective of the Group companies is to ensure compliance of processes, and therefore of the procedures and information systems that regulate them, and of the company's performance with the relevant regulations. The risk is associated with any time delays needed to bring processes into compliance with regulatory developments or if a lack of compliance is detected.

Group Companies continued their GDPR compliance activities.

### The market in which the Group operates

The Group Companies operate in the landline and mobile telecommunications sectors and in the ICT segments dedicated to mailing, cybersecurity, cloud, domain & hosting services.

These sectors are characterised by a growing degree of complementarity, also linked to the increasing convergence of technologies, and play a crucial role in the development of the digital economy.

According to the Anitec-Assinform 2021 report, the Italian digital market is worth over Euro 71.5 billion (equal to 4.3% of the national GDP) and has a better performance level than the economy as a whole, confirming the trend observed in previous years.

The same report foresees positive scenarios for a sector which in 2024 could reach Euro 95 billion, partly due to the impetus of the EU Recovery Fund with which Italy has been assigned substantial funds to be allocated to digitalisation and the development of Ultrabroadband, 5G and satellite networks.

The 2021 Annual Report published by AgCom shows that the electronic communications market alone is worth over Euro 22.9 billion overall, and is characterised by the predominance of large operators:

Turnover (euro/Million)	landline network	mobile network	Total	%
Tim	6,401	3,217	9,618	42.0
Vodafone	1,257	3,087	4,344	19.0
Wind Tre	974	3,331	4,304	18.8
Fastweb	2,018	n.d.	2,018	8.8
Iliad	-	516	516	2.3
Other operators	1,408	708	2,116	9.2
<b>Total</b>	<b>12,058</b>	<b>10,858</b>	<b>22,916</b>	<b>100.0</b>

With particular reference to business customers, who are targeted by the Parent Company, total expenditure amounts to Euro 6.1 billion for landline communications and Euro 2.7 billion for mobile communications. The market share held by Vianova is therefore 0.84% and 0.19% respectively, and outlines significant possibilities for the Company to continue its growth in a customer segment that is more sensitive to the quality and innovation of services.

Management also expects strong further growth in the entire European market for IP, Cloud and UCC (Unified Communication & Collaboration) services and believes that the Group can keep up with the trend and seize the opportunities for a significant increase in its market share in the coming years.

## Regulation of the sector

Group companies operate in a market characterised by a regulatory and legislative framework that is constantly evolving, influenced by technological changes, market dynamics and the economic environment in general.

In particular, it should be remembered that the actions of the National Regulatory Authority (Autorità per le Garanzie nelle Comunicazioni - AGCOM) are aimed at continuing or launching measures in what are now the traditional areas of attention and intervention:

- Public consultations initiated and administrative proceedings opened by the Sector Authority aimed at acquiring opinions, information and documentation on Telecom Italia's Reference Offers, the quality of broadband and landline telephony services and procedures for the migration or portability of numbers, amendment of the regulation on procedures for settling disputes between users and electronic communications operators.
- Analysis of the markets in accordance with the provisions of Community and national legislation.
- Regulation of new generation networks and new scenarios for competition in relation to services and networks.

Among the most significant events that took place during the year was the Authority's intervention in the assessment of the proposal put forward by TIM relating to the co-investment offer aimed at building very high capacity (VHC) networks through the company FiberCop.

Among the most important regulatory measures are:

### Parliament

- Legislative Decree no. 207 of 8 November 2021 Implementing Directive (EU) 2018/1972 of the European Parliament and of the Council of 11 December 2018, establishing the European Electronic Communications Code.

### Ministry for Technological Transition and Digital Innovation

- "Italia a 1 Giga (Italy at 1 Gigabyte)" Plan Public consultation pursuant to paragraphs 64 and 78(b) of the European Union Guidelines for the application of State aid rules in relation to rapid deployment of broadband networks of 6 August 2021.

### European Commission

- Commission Delegated Regulation (EU) 2021/654 of 18 December 2020 supplementing Directive (EU) 2018/1972 of the European Parliament and of the Council by setting a single maximum Union-wide mobile voice termination rate and a single maximum Union-wide fixed voice termination rate (Text with EEA relevance).

## Research and Development

The Group Companies continued their research and development activities and focused their efforts in particular on innovative projects relating to the implementation and optimisation of telecommunications networks and systems, as well as on analysis, studies, design, review and testing for the development of new functions within telecommunications services and software.

The activities are functional to the development of the services provided by the Group and the related costs incurred during the year (totalling Euro 1,565,000) were subject to reporting for the purposes of obtaining the Research and Development and Training 4.0 tax credit provided for by current legislation (Art. 1, paragraph 35, of Law No. 190 of 23 December 2014, as amended and supplemented).



None of the Group Companies have taken advantage of the option to capitalise development costs incurred in 2021.

Research and development activities are a key element of the Group's success and will therefore continue in 2022 with the intention of continuing to develop technological innovations that are subject to intellectual property protection (patents, trademarks).

### Significant events during the 2021 financial year

2021 continued to be marked by the spread of Covid-19 and the resulting restrictive measures for its containment implemented by the public authorities of the countries concerned. The general context further confirmed the value and strategic nature of the services provided by the Group (landline and mobile TLC, corporate ICT structures, both for infrastructure upgrades and for maintenance and development of services managed for supporting smart working, e.g. ERP, videoconferencing, Collaboration systems), so much so that socio-economic events had a very limited impact on the Group's business and resulted in an increase in requests for several services. As in 2020, none of the Group's economic and financial indicators were therefore significantly affected, either directly or indirectly, by the health emergency situation.

With regard to the internal management of the Covid-19 emergency, Group companies continued to pursue a precautionary policy aimed at maintaining the safety of workers and ensuring business continuity. The recommendations established by the Government and the competent Authorities have always been monitored and followed, informing employees in a timely manner and resorting on a large scale to encouraging work from home, while at the same time physically protecting staff at headquarters, who are unable to work in Smart Working mode.

Group companies have constantly adapted their safety measures to comply with the provisions of the "Shared protocol for regulating measures to combat and contain the spread of the Covid-19 virus in the workplace" in relation to office capacity, temperature measurement, work shifts, sanitation of common areas, limitation of travel and group meetings.

The other most significant events for the year just ended are described below:

- January: signing of an agreement with another operator with recognition of penalties in favour of the Company.
- January (subsidiary Vola spa): marketing of the Cerbeyra cybersecurity platform began with direct and indirect sales via a network of ICT Partner companies and a distributor of IT security products.
- February: finalisation of a new agreement with TIM to revise the economic conditions of the full MVNO contract.
- March: after more than 20 years of business, the company changed its name from Welcome Italia spa to Vianova spa. A handover to support national and, in particular, international growth strategies (Vianova Europe project).
- March: with the new name to support the Vianova Europe project, the corporate vision is updated *"A European Telecom Group inspired by a Globalized and Ethical approach"*.
- March: to support the rebranding operation, a major advertising campaign was launched on Radio24 and RTL.
- March: signing of an agreement to launch a special project dedicated to the activation of Bitstream lines with MOS (special manpower).
- March: audit carried out to renew certification according to ISO 9001 - Quality Management System.
- March: tests commenced for the VoLTE (Voice over Long Term Evolution) project, the technology that allows voice calls to be made over the LTE network (4G).
- April: publication of the Vianova Magazine Blog (the new digital content space that represents the basis for Digital Campaigns) and adoption of the new CRM MKTG & Sales Hubspot (web marketing automation).
- April: resolution of the Board of Directors to grant powers of attorney to the operating Directors and Managers.

- April (subsidiary Vola spa): Digital Marketing activities began in collaboration with Digital 360 for the promotion and positioning of the new brand and the Cerbeyra platform on the website and social networks.
- May: introduction and release of the eSIM service.
- June: launch of the "VIAscoltiamo" project, all colleagues are contacted on a rotating basis to maintain the necessary sense of proximity in the Smart Working regime.
- June: launch of brand awareness campaign on Television and main news sites. The TV campaign was on air from 30 May to 26 June 2021 on La7, Sky, Rai News, TgCom, Class CNBC. The commercials also had visibility on the main news sites Corriere.it, Repubblica.it, Sole 24 ore.it, Affari Italiani.it, Milano Finanza.it, Gazzetta.it.
- June: release of Cloud Backup services.
- July: signing of a direct Mobile-to-Mobile interconnection agreement with TIM.
- July: update of the Organisational Model pursuant to Legislative Decree 231/01, which incorporates organisational and regulatory changes.
- August: release of Agile International Option (provision to the Customer of a package of voice minutes, sms and GB for SIM use in EU and some non-EU destinations).
- September: release of the Agile Professional Option, which allows the Customer to link a landline number to their Agile SIM.
- September: publication of an e-commerce site for the online purchase of Vianova Mobile SIM cards.
- September: for the third consecutive year the 2020 Champions award was won. Vianova has been confirmed among the Italian companies with the highest growth rates between 2013 and 2019. The research was carried out by the Italy Post study center.
- September: the "Vianova Academy" project was launched with the aim of contributing to the development of our community by training young people in the area free of charge.
- September: "Vianova Learning" was published, the new training platform that allows all Colleagues to develop their skills independently.
- October: release of Business Travel Packages, an option that can be managed independently by the Customer to configure Internet, voice and SMS traffic according to the country of destination.
- October: launch of the promotion for Landline and Mobile Customers, 50GB to 100GB Agile profile, 10GB and 30GB Data profile.
- October: launch of the marketing of mobile terminals, in combination with a SIM or eSIM with Agile profile.
- October: periodic audit for the ISO 27001 - Information Security Management System certification, including ISO 27017 and ISO 27018 extensions.
- December: further increased the score on the November 2021 GPTW questionnaire from 84.6% in June to 87.4%.
- December: release of VoLTE service.
- December: definitive termination of Carrier Selection 10045 and closure of 4Play and Enterprise services.
- December: discontinuation of the IP Centrex platform (long since replaced by the Centrex platform).
- December: commencement of activities for the preparation of a Sustainability Report based on the standard best practices, in order to make all relevant information available related to the assessment of the environmental, social and governance aspects implemented.
- December: signing of direct Mobile-to-Mobile interconnection agreement with Vodafone.

## Other Vianova indicators

### Revenue

Growth is organic and mainly depends on the increase in the Customer base.

Revenue by product (euro/000)	2020	%	2021	%	Δ%
Vianova fisso	52,907	92.3	56,274	90.1	+6.4
▪ of which fees	47,694	83.2	51,311	82.2	+7.6
▪ of which pay-per-use	5,212	9.1	4,963	7.9	-4.8
Vianova mobile	3,424	6.0	5,072	8.1	+48.2
Devices	0	0.0	393	0.6	--
Other revenue	989	1.7	716	1.1	-27.7
<b>Total</b>	<b>57,319</b>	<b>100</b>	<b>62,455</b>	<b>100</b>	<b>+9.0</b>
<ul style="list-style-type: none"> <li>▪ The Other revenue item includes contributions for tax credits amounting to Euro 331 thousand, amounts paid to the Company by other operators as repricing on previous years for Euro 225 thousand, other contingent assets for Euro 62 thousand, as well as revenues for insurance indemnities, recovery of expenses, capital gains and other income.</li> <li>▪ As a result of methodological refinements, the criteria for classifying fixed and pay-per-use revenue were revised during the year. Therefore, some of the 2020 figures provided in the preceding tables are not comparable to the figures presented in the Directors' Report on Operations of the 2020 financial statements.</li> </ul>					

Revenue is growing in all *Nielsen areas*.

Revenue by geographical area (euro/000)	2020	%	2021	%	Δ%
Area 1	20,509	35.8	22,658	36.3	+10.5
Area 2	14,760	25.8	16,158	25.9	+9.5
Area 3	17,227	30.1	18,970	30.4	+10.1
Area 4	3,834	6.7	3,953	6.3	+3.1
Other non-georeferenced revenue	989	1.7	716	1.1	-27.7
<b>Total</b>	<b>57,319</b>	<b>100</b>	<b>62,455</b>	<b>100</b>	<b>+9.0</b>
<ul style="list-style-type: none"> <li>▪ Area 1: Piedmont, Aosta Valley, Liguria, Lombardy</li> <li>▪ Area 2: Trentino Alto Adige, Veneto, Friuli Venezia Giulia, Emilia Romagna</li> <li>▪ Area 3: Tuscany, Umbria, Marche, Lazio, Sardinia</li> <li>▪ Area 4: Abruzzo, Molise, Apulia, Campania, Basilicata, Calabria, Sicily</li> </ul>					

The percentage weight of revenue generated by the largest Customers (Class A) is increasing.

Revenue by class of Customer (euro/000)	2020	%	2021	%	Δ%
Class A - up to 10% of Customers	30,072	52.5	33,044	52.9	+9.9
Class B - 10% to 30% of Customers	13,390	23.4	14,421	23.1	+7.7
Class C - 30% to 100% of Customers	12,867	22.4	14,274	22.9	+10.9
Other not classifiable revenue	989	1.7	716	1.1	-27.7
<b>Total</b>	<b>57,319</b>	<b>100</b>	<b>62,455</b>	<b>100</b>	<b>+9.0</b>

The development of the Customer base was driven by "word of mouth" based on the excellent references generated by existing Customers and the brand awareness and digital marketing activities promoted during the year.

### Customers

The number of Vianova Customers active during the year increased, as did the number of locations served.

Customers (qty)	2020	2021	Δ%
Customers as at 31 December	13,010	14,392	+10.6
Average number of Customers per year	12,468	13,786	+10.6

The number of Customers subscribing to the landline-mobile convergent offer is growing, as is the number of customers subscribing to the company's mobile-only offer.

<b>Active Customers as at 31 December</b> (qty)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
Landline and mobile	3,375	25.9	4,647	32.3	+37.7
Landline only	8,807	67.7	8,550	59.4	-2.9
Mobile only	828	6.4	1,195	8.3	+44.3
<b>Total</b>	<b>13,010</b>	<b>100</b>	<b>14,392</b>	<b>100</b>	<b>+10.6</b>

<b>Average number of Customers per year</b> (qty)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
Landline and mobile	2,801	22.5	4,085	29.6	+45.9
Landline only	8,992	72.1	8,677	62.9	-3.5
Mobile only	676	5.4	1,024	7.4	+51.6
<b>Total</b>	<b>12,468</b>	<b>100</b>	<b>13,786</b>	<b>100</b>	<b>+10.6</b>

- The average active customers refer to the number of individual corporate names of Customers to whom at least one invoice was issued during the year.

The ARPU value per corporate name did not change significantly compared to the previous year, neither with regard to customers who are members of the Agile mobile commercial offer, nor with regard to customers of the landline service.

<b>Annual ARPU</b> (euro)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Landline only	4,486	4,410	-1.7
Mobile only	985	993	+0.8
<b>Overall</b>	<b>4,518</b>	<b>4,478</b>	<b>-0.9</b>

- The ARPU value per corporate name is calculated using the following formula: Revenue from services/Annual average of active corporate names.

Thanks to the loyalty of its Customers, the Company is able to constantly improve its efficiency, optimise production costs and increase productivity. A part of the value retained is returned to Customers in the form of new services or price reductions.

<b>Vianova Customer Loyalty Rate</b> (%)	<b>2020</b>	<b>2021</b>	<b>YoY</b>
Customer Loyalty Rate	95.6	96.2	+0.58
Customer Churn Rate	4.4	3.8	-0.58
<b>Total</b>	<b>100</b>	<b>100</b>	
Customer Retention Rate	93.1	94.6	+1.52

- The Customer Loyalty Rate measures the rate of loyalty, calculated for all Customers (excluding Customers who have ceased trading, those who have gone bankrupt and those who are insolvent), compared with the previous year, while the Customer Churn Rate measures the rate of abandonment (migration to a competitor) of all Customers compared with the previous year.
- The Customer Retention Rate, on the other hand, measures the retention rate, calculated for all Customers (including Customers who are insolvent, subject to bankruptcy proceedings or who have ceased trading) compared with the previous year.

## Lines and traffic

The number of Broadband access lines (xDSL and fibre) active during the year increased, as did the number of active voice channels for Vianova's direct access services.

<b>Access and voice channels</b> (qty)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Broadband accesses	25,136	26,518	+5.5
Voice channels	67,188	70,304	+4.6

Telephone traffic minutes are growing.

<b>Total telephone traffic</b> (minutes)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
From landline network	377,780,034	80.2	414,140,003	75.9	+9.6
From mobile network	93,297,072	19.8	131,321,907	24.1	+40.8
<b>Total</b>	<b>471,077,106</b>	<b>100</b>	<b>545,461,910</b>	<b>100</b>	<b>+15.8</b>

<b>Telephone traffic from landline network</b> (minutes)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
National	72,995,387	19.3	74,313,670	17.9	+1.8
Mobile	58,066,203	15.4	60,538,077	14.6	+4.3
International	2,201,011	0.6	1,933,026	0.5	-12.2
Vianova freephone and non-geographic numbers (NNG)	12,377,073	3.3	13,218,350	3.2	+6.8
Reverse	232,140,360	61.4	264,136,880	63.8	+13.8
<b>Total</b>	<b>377,780,034</b>	<b>100</b>	<b>414,140,003</b>	<b>100</b>	<b>+9.6</b>

- Reverse is the incoming telephone traffic received by direct access Customers (Vianova Customers).
- NNG is traffic to numbers whose pricing is independent of the geographic location of the calling customer.

<b>Telephone traffic from mobile network</b> (minutes)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
Mobile	38,605,464	41.4	53,882,446	41.0	+39.6
Vianova	9,998,790	10.7	13,670,096	10.4	+36.7
Landline	6,446,144	6.9	8,585,292	6.5	+33.2
Roaming and International	584,109	0.6	681,550	0.5	+16.7
Reverse	37,662,565	40.4	54,502,523	41.5	+44.7
<b>Total</b>	<b>93,297,072</b>	<b>100</b>	<b>131,321,907</b>	<b>100</b>	<b>+40.8</b>

## Sales network

Vianova's network of Partner companies is made up of System Integrators operating in the Information & Communication Technology sector, capable of guaranteeing a local presence at a national level.

The Partners implement innovative solutions and services, compatible and integrated with Vianova services, capable of responding to a wide range of business needs. On behalf of Vianova, they carry out, with their own technical units, Delivery and Assurance activities at Customer sites and promote the sale of Vianova services with qualified personnel certified by Vianova.

<b>Sales network as at 31 December</b> (qty)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Active Partners	102	113	+10.8

The value of new contracts collected is greater than the value of contracts terminated as a result of normal turnover and following the cessation of business by Customers. The figures for the year are positive and bear witness to the value of the promotional campaigns (TV, radio and digital channels) developed during the year.

<b>Annual fees collected</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Acquired fees	7,281	8,906	+22.3
Lost fees	4,577	3,811	-16.7
<b>Net fees</b>	<b>2,704</b>	<b>5,095</b>	<b>+88.4</b>

- The annual value of the fees is obtained by multiplying the value of the new monthly fees subscribed by 12.
- The values indicated above include the fees for the Colocation service

Commissions value rose due to the increase in revenue volume.

Premiums and commissions (euro/000)	2020	%	2021	%	Δ%
One-off acquisition premiums	1,777	3.1	1,885	3.0	+6.1
Recurring commissions	5,996	10.5	6,244	10.0	+4.1
<b>Total</b>	<b>7,773</b>	<b>13.6</b>	<b>8,129</b>	<b>13.0</b>	<b>+4.6</b>

- The percentages relating to acquisition premiums and commissions refer to Operating revenue.
- Commissions, paid monthly, are calculated on the *contribution margin* relating to each individual invoiced location. Therefore, their incidence on revenue increases or decreases as the contribution margin increases or decreases.

### Call 145, we answer you in three rings!

Compared with previous years, communication strategies were revised and investments in radio and television campaigns increased. The development of digital marketing activities that support the Company's growth process and the development of brand awareness also continued.

Communication	2020	2021	Δ%
no. of commercials on radio	0	797	--
no. of seconds of commercials on radio	0	22,790	--
no. of commercials on television	0	1,430	--
no. of print and web releases	26	29	+11.5
no. of website users, Magazine, content	346,283	596,057	+72.1
no. of pages visited on the website	4,635,085	5,261,123	+13.5

Answering customers *in three rings* (95.2% of calls) is not just an advertising slogan, but is a real business philosophy.

Customer Service 145	2020	%	2021	%	Δ%
no. of calls received (inbound)	267,014	100	255,107	100	-4.5
no. of calls answered in three rings	255,047	95.5	242,900	95.2	-4.8
Average response time (seconds)	5.8		6.0		+3.3
Average response time (rings)	1.2		1.2		+3.3
no. of calls made (outbound)	94,112		110,759		+17.7
no. of operators as at 31 December	51		50		-2.0
average number of operators in the year	50.4		50.1		-0.6
average number of daily calls per operator	28.4		29.0		+1.9

Responding every day with punctuality and professionalism to its Customers is a real organisational challenge that runs through the entire company, putting the whole *staff* and all business *processes* to the test on a daily basis.

Main pillars of the Customer-focused corporate structure are:

1. steady network maintenance and update, with quality and continuity of services aim, based on regular measurement and monitoring of performance;
2. continuous improvement and enrichment of the service portfolio, usually at the same price for customers;
3. ongoing business process engineering, with the aim of balancing and distributing the workload according to the specific skills of the individual person.

## Investments and loans

The classes of uses and sources were in balance and the cash flows produced by ordinary operations adequately financed the investments.

<b>Investments</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
TLC equipment	1,598	19.4	1,587	40.2	-0.7
Other intangible assets	0	0.0	685	17.4	--
Software and licenses	405	4.9	563	14.3	+39.0
TLC infrastructure	4,279	52.1	465	11.8	-89.1
Intangible assets in progress	562	6.8	220	5.6	-60.9
Tangible fixed assets in progress	320	3.9	160	4.1	-50.0
Other assets	162	2.0	143	3.6	-11.7
Equipment and plants	44	0.5	122	3.1	+177.3
Land and buildings	851	10.4	0	0.0	--
<b>Total</b>	<b>8,221</b>	<b>100.0</b>	<b>3,945</b>	<b>100.0</b>	<b>-52.0</b>

The main investments made during the year include, among others:

- the usual purchases of equipment necessary for the provision of services installed at Customers' premises;
- the constant upgrade of the landline-mobile infrastructure with the purchase of hardware and software solutions aimed at providing services to a growing number of Customers.

The availability of cash and cash equivalents allowed to manager ordinary short-term activities, while structured capital needs were covered by medium-term financing transactions already completed in previous years. During the year, the Company has only complied with the repayment schedules of existing loans.

<b>Loans</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Δ%</b>
Loans obtained	173	0	--
Loans repaid	853	850	-0.3
Loans to be repaid	1,282	432	-66.3

- The Company has been able, also in 2021, to meet its financial requirements exclusively through self-financing.
- The value of loans to be repaid consists of the financial liabilities arising from the recognition of assets in accordance with IFRS16.

## Receivables from Customers

The year was still partly marked by the Covid-19 emergency and the Company continued to do all it could to remain close to its customers, pursuing the dual aim of safeguarding their credit claims and preserving the relationship with the Customer.

Debt recovery actions were carried out with continuous and careful monitoring of positions: it was possible to contain the losses incurred within reasonable limits, also taking into account the increase in business volume. The losses recorded are in line with the previous year and a large part of these can be attributed to the increase in the number of bankruptcies or admissions to insolvency procedures.

<b>Receivables and collections</b> (euro/000)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Total turnover (including VAT)</b>	<b>69,760</b>	<b>100</b>	<b>76,380</b>	<b>100</b>	<b>+9.5</b>
<b>Receivables from Customers</b>	<b>7,483</b>	<b>10.7</b>	<b>8,158</b>	<b>10.7</b>	<b>+9.0</b>
▪ expiring	6,801	9.7	7,571	9.9	+11.3
▪ expired	488	0.7	490	0.6	+0.4
▪ with a pending injunction	194	0.3	97	0.1	-50.1

- The percentages for *Receivables from Customers* refer to the item *Total turnover (including VAT)*.
- The value of receivables does not include invoices to be issued relating to the contractually envisaged activation contribution allocated in the financial statements in application of the international accounting standard "IFRS 15 Revenue Recognition"
- For the "formal" representation of Receivables, please refer to the Notes to the financial statements.

Days Sales Outstanding (days)	2020	2021	Δ%
Days Sales Outstanding	39.2	39.0	-0.4

- Days Sales Outstanding = Receivables from Customers/(Total turnover including VAT/365).

Allowance for doubtful accounts (euro/000)	2020	%	2021	%	Δ%
Opening balance	450	0.6	600	0.8	+33.3
Losses on receivables	205	0.3	257	0.3	+25.1
Provisions	355	0.5	257	0.3	-27.7
Closing balance	600	0.9	600	0.8	0.0

- The percentages shown in the table refer to *Total revenue (including VAT)*.
- The provision was increased taking into account the stock of receivables at the end of the year, the trend in collections and the development of revenue expected for 2022.

## Sustainability

At the end of the financial year, the Company started the activities necessary for the preparation of a Sustainability Report based on the standard best practices, in order to make all relevant information available related to the assessment of the environmental, social and governance aspects implemented, with the aim of formalising a Report which includes:

- the identification of key ESG trends relevant to business and society;
- the definition of the Company's own positioning in relation to the market;
- the development of a strategic engagement document;
- the establishment of an action plan.

"Be helpful": two simple words guiding our behaviour, highlighting the central role of work in the world in which we live.

With their work each individual contributes to the development of the society in which they live and thanks to their work each individual can develop their potential and realise their aspirations.

In Vianova, we are proud of our work, because guaranteeing "*the best telecommunication services*" for our Customers allows us to be helpful by "*doing to others what we would like them to do to us*".

The Company has adopted a Code of Conduct which aims to frame the Group's responsibilities towards its stakeholders. These rules broadly cover all work contexts and have been characterised as follows:

- work: equal opportunity, harassment and abuse, diversity and inclusion, drugs and alcohol, work environment;
- business assets: intellectual property rights, brand, corporate equipment;
- privacy, confidentiality, accounting integrity, conflicts of interest, safety and environment.

The Code is part of the general context of the adoption of the Organisational Model pursuant to Legislative Decree 231/2001. The model is published on the website [www.vianova.it](http://www.vianova.it), in order to make it known to all company employees and stakeholders.

The company has also introduced a whistleblowing system to ensure that any violations of the Organisational Model and Operating Procedures can be reported to the Supervisory Board anonymously (to date the Supervisory Board has not received any reports).

The Code of Conduct helps us put "*Be helpful*" into practice by aiming to achieve the highest ethical and quality standards in our dealings with Colleagues, Partners, Customers, Suppliers, Shareholders and the Communities in which we operate.

This year we have renewed our commitment as a green company, working wherever possible to limit the use of resources such as water and energy, and to reduce harmful emissions for which we are responsible.



### Environment and Community

In 2021, the Company has:

- supported, with donations, the activities of various bodies and associations linked to its territory;
- activated the first course of Vianova Academy with the aim of contributing to the development of the community by training local young people;
- delivered 5,111 training hours within the *Vianova Network Technician* course;
- launched a second *Build your future* initiative, a free course aimed at young people between the ages of 18 and 26 designed by Vianova and organised in collaboration with a training studio (the training course aims to support participants in the development of their potential and provides useful tools for reflecting on key aspects of personal and professional growth);
- contributed to the "plastic free" initiative by providing all employees with reusable water bottles and installing high quality water dispensers (using reverse osmosis technology) at all sites;
- contributed to reducing the environmental impact resulting from the use and disposal of electronic equipment by promoting the constant reuse of working electronic equipment (routers, gateways, etc.) through a refurbishing process;
- promoted separate waste collection;
- complied with all environmental legislation and standards.

### Customers

Offering "*the best telecommunication services for your business*" is the essence of Vianova and we aim to put this into practice every day for our Customers.

We don't consider it a mere slogan, but a real promise and at the same time a challenge that we are committed to overcoming, day after day, alongside our Customers.

In order to keep our promise, we have created telecommunications infrastructures to connect the premises of our customers located anywhere in Italy and, together with our Partner companies, we have set up a national network of specialists in Information & Communication Technology to be ever closer to the needs of technical assistance for our Customers.

"Supporting business growth by simplifying telecommunications" is a mission we carry out with proficiency and passion and, thanks to the trust placed in us by thousands of businesses every day, we are now one of the leading Operators in the sector.

Our business is inspired by three simple values: Respect, Service, Excellence.

These values make up several of the main peculiarities and distinctive traits of our Company:

- in over 95% of cases we respond to our customers within three rings without the use of automated answering machines;
- in more than 73% of cases, we intercept and notify our customers of line failures before they become aware of them;
- we are constantly improving our offer, which is enriched every year with new services included in the price, and we apply any improvements in economic and supply conditions, which become available, to all old and new customers.

Customers recognise the added value of our services and the loyalty rate reached 96.2% (churn rate 3.8%) in 2021, up from 95.6% in 2020.

## Welfare

In 2021, the Company was also recognised as an Italian Best Workplace, ranking 14th in the Great Place to Work classification (150-499 employees category), as a result of gathering the opinions of Employees. This year, 50 companies out of 128 participating in the corporate climate analysis were awarded the Best Workplaces™ in Italy, and the thoughts of 53,610 employees were heard.

The results of the findings are particularly significant because they testified to an overall growing satisfaction of Employees: the Trust Index increased from 83.4% in November 2020 to 87.4% in November 2021, with a simultaneous significant growth of all indicators (credibility, respect, fairness, pride and cohesion).

In September 2021, for the third year the Company also won the Welfare Champions award, a prize assigned by the SME Welfare Index, promoted by Generali Italia.

The report analysed the level of welfare in 6,012 small and medium-sized Italian enterprises in twelve areas, including, for example, protection of equal opportunities, work-life balance, support for the education of children and family members, support for vulnerable groups and social integration.

The Company was awarded for making a difference in the area of support for families: support for expenses and management of free time.

Below some of the main Company initiatives and policies:

- Employees are all hired on a permanent basis;
- all decisions are aimed at combining work with the life needs of Employees (this is why we do not have timecards to stamp and promote smart working, regardless of the Covid-19 emergency);
- the utmost attention is paid to the quality of workstations, all of which are equipped with ergonomic chairs, raised desks, two or more monitors and footboards;
- Employees enjoy special benefits, such as: a voice and data line at home, company SIM card, health insurance, the "km12" initiative (mileage allowance for home/work journeys), an economic incentive for car sharing among Employees to reduce the impact on the environment;
- we promote ad hoc training activities in addition to the professional training provided by the Company (each Employee can choose an individual counselling course with accredited specialists or individual training and master courses at institutes or universities of their choice, financed by the Company);
- the Company allows all Employees with more than seven years' seniority to take a one-year sabbatical, in accordance with procedures and timeframes to be agreed with company management, with the guarantee of reintegration into the company, within twelve months, at the previous contractual conditions;
- the Company regularly organises training courses dedicated to enhancing the knowledge of Vianova services (the courses are held by internal trainers and are attended by Partners' personnel and, on a rotating basis, by Company personnel).

Further details and considerations regarding staff can be found in the following table.

Staff	2020	%	2021	%	Δ%
no. of persons as at 31 December	197	100	208	100	+5.6
Full Time Equivalent (FTE) as at 31 December (qty)	193.3	98.1	204.4		+5.7
Average FTE (qty)	188.7	95.8	196.7		+4.3
Non-employee collaborators (qty)	5	2.5	5	2.4	+0.0
Average age (years)	40.9		41.2		+0.7
Average length of service (years)	9.1		9.2		+1.1
Women (qty)	55	27.9	58	27.9	+5.5
Graduates (qty)	103	52.3	105	50.5	+1.9
Revenue per FTE (euro)	303,840		317,505		+4.5
Cost per FTE (euro)	55,457		61,115		+9.6
EBITDA per FTE (euro)	84,875		85,720		+1.0

<b>Individual training</b> (hours)	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
Retreats	2,882	18.9	1,700	9.2	-41.0
Technical and commercial training courses	8,605	56.4	8,379	45.5	-2.6
Courses or masters at institutes and universities	3,572	23.4	2,971	16.1	-16.8
Individual counselling courses	209	1.4	271	1.5	+29.7
Vianova Academy	0	0.0	5,111	27.7	--
<b>Total</b>	<b>15,268</b>	<b>100</b>	<b>18,432</b>	<b>100</b>	<b>+20.7</b>
% training hours / Total hours worked	4.7		5.3		+13.6

- The *training and counselling hours* refer to the sum of the hours administered to each participant.
- Hours worked total 325,049 in 2020 and 345,280 in 2021.

- The Company complies with the obligations provided for by law on the inclusion of people with disabilities in the workplace and pays the utmost attention to the maintenance of comfortable environments capable of protecting the health and safety of staff.
- The Company applies the National Collective Labour Agreement (CCNL) for Telecommunications and at the date of approval of the financial statements there are no trade union representatives.
- In 2020, there were two months of variable remuneration paid on the basis of Function objectives (operational objectives mostly aimed at achieving or maintaining corporate quality standards) and "Manager's bonus". From January 2021, the variable monthly pay, which was linked to the MBO, was included within the fixed annual remuneration and, from January 2022, the variable pay linked to the Manager's evaluation was replaced by an increase in the fixed annual remuneration equal to one month's pay. However, MBOs remain a guide for all Corporate Functions.
- The company launched the "VIAscoltiamo" project, in which all colleagues (around 30 per month) are contacted by the People & Organization function in order to maintain a close relationship in the context of working in Agile mode.
- In the final part of the year, a project was launched to set up the Vianova Foundation, in order to provide a more structured format to the various solidarity initiatives.
- The "Vianova Academy" project was launched, which aims to contribute to the development of our community by training young people in the area free of charge.
- "Vianova Learning", the new training platform to enable all colleagues to develop their skills, was also created.

## **Significant events subsequent to the end of the financial year and business outlook**

The setting for the first two months of the year is characterised by the war between Russia and Ukraine, an unexpected and exceptionally serious event, which is upsetting the political and economic framework worldwide. The events related to the war are of great concern, first of all on a human level, but they are also relevant for the further impetus given to the dynamics of a strong increase in the prices of all raw materials, primarily energy. The overall macroeconomic scenario is destined, at least in the short term, to be marked by strong inflationary pressures and a high degree of instability and volatility.

In this context, which disregards the economic and financial aspects of the individual companies, corporate events are in line with the plan and there are no particularly significant elements to report. We believe that subject to the impacts that may arise from the global situation, there are no other events that may affect growth opportunities and even less the business continuity, and that, on the contrary, 2022 promises to be another year of growth. Moreover, we are confident that the Group will be able to effectively manage the current inflationary macroeconomic dynamics.

Looking at the reference market, the new year will be characterised by several key evolutions such as the "Single Network" development scenario, the evolution of the Italian regulatory framework for network development and digitalisation, the adoption and consolidation of the Ultra Broadband Plan, the progress of 5G with significant evolutions from experimentation to the launch of commercial services, but as always we are convinced that the new challenges will represent new opportunities, growth and development for the Group.

All the issues and situations in progress confirm the value and strategic nature of ICT services, confirming that the Group operates in a crucial sector for the global economy, and it has the means to successfully overcome the technological, economic and financial challenges that it will be called upon to face.

In this context, initiatives aimed at renewing the commercial and marketing strategy will continue in order to seize existing important opportunities on the market, as well as investment activities in infrastructure development.

In continuity with previous years, further investments are planned with the aim of making new tools available to Customers to make better use of the services offered, thus improving the Customer experience.

We are also confident that during the year, the Parent Company can satisfactorily launch the first initiatives of the Vianova Europe project.

The medium and long-term strategic objectives therefore remain unchanged in terms of technological and commercial development. The Group will therefore continue to pursue a policy of growth and development based on the quality of the services provided to Customers and on differentiating its business model from the one of its competitors, with the renewed intention of continuing to stand out in terms of innovation, service quality, integration, simplicity and transparency.

For the Board of Directors

The Chairman  
Stefano Luisotti

Vianova spa  
Consolidated Financial Statements  
as at 31 December 2021

## Consolidated Statement of Financial Position

Consolidated Statement of Financial Position (euro/000)	Notes	2020	%	2021	%	Δ%
<b>Total Assets (a+b)</b>		<b>62,178</b>	<b>100</b>	<b>68,999</b>	<b>100</b>	<b>+11.0</b>
<b>Total non-current assets (a)</b>		<b>30,209</b>	<b>48.6</b>	<b>26,822</b>	<b>38.9</b>	<b>-11.2</b>
Owned property, plant and equipment	1	27,150	43.7	23,730	34.4	-12.6
Goodwill	2	79	0.1	79	0.1	0.0
Intangible assets with a finite useful life	3	1,837	3.0	1,980	2.9	+7.8
Equity investments in associates valued using the Equity Method	4	632	1.0	671	1.0	+6.2
Sundry receivables and other non-current assets	5	15	0.0	5	0.0	-65.3
Deferred tax assets	6	497	0.8	357	0.5	-28.3
<b>Total current assets (b)</b>		<b>31,969</b>	<b>51.4</b>	<b>42,176</b>	<b>61.1</b>	<b>+31.9</b>
Inventories	7	0	0.0	0	0.0	0.0
Trade receivables	8	9,366	15.1	9,908	14.4	+5.8
Other current assets	9	6,463	10.4	6,534	9.5	+1.1
Current tax assets	10	471	0.8	863	1.3	+83.2
Cash and cash equivalents	11	15,668	25.2	24,871	36.0	+58.7
<b>Total Shareholders' Equity and Liabilities (c+f)</b>		<b>62,178</b>	<b>100</b>	<b>68,999</b>	<b>100</b>	<b>+11.0</b>
<b>Total Consolidated Shareholders' Equity (c=d+e)</b>	12	<b>33,917</b>	<b>54.5</b>	<b>38,661</b>	<b>56.0</b>	<b>+14.0</b>
<b>Total Group Shareholders' Equity (d)</b>		<b>32,972</b>	<b>53.0</b>	<b>37,581</b>	<b>54.5</b>	<b>+14.0</b>
Share capital		11,000	17.7	11,000	15.9	0.0
Reserves		14,817	23.8	19,100	27.7	+28.9
Net result		7,155	11.5	7,481	10.8	+4.6
<b>Total Shareholders' Equity attributable to minority interests (e)</b>		<b>945</b>	<b>1.5</b>	<b>1,080</b>	<b>1.6</b>	<b>+14.3</b>
<b>Total Liabilities (f=g+h)</b>		<b>28,261</b>	<b>45.5</b>	<b>30,338</b>	<b>44.0</b>	<b>+7.3</b>
<b>Total non-current liabilities (g)</b>		<b>2,918</b>	<b>4.7</b>	<b>2,375</b>	<b>3.4</b>	<b>-18.6</b>
Non-current financial liabilities	13	1,427	2.3	956	1.4	-33.0
Employee benefits	14	638	1.0	690	1.0	+8.2
Provisions	15	649	1.0	628	0.9	-3.3
Deferred tax liabilities	16	203	0.3	101	0.1	-50.4
<b>Total current liabilities (h)</b>		<b>25,344</b>	<b>40.8</b>	<b>27,962</b>	<b>40.5</b>	<b>+10.3</b>
Current financial liabilities	17	1,140	1.8	639	0.9	-43.9
Trade payables	18	9,881	15.9	12,489	18.1	+26.4
Other current liabilities	19	13,269	21.3	14,424	20.9	+8.7
Current tax liabilities	20	1,054	1.7	411	0.6	-61.0

# Consolidated Income Statement

<b>Consolidated income statement</b> (euro/000)	<b>Notes</b>	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Revenue and operating income</b>	21	<b>61,756</b>	<b>100</b>	<b>67,270</b>	<b>100</b>	<b>+8.9</b>
Purchase of services	22	-33,158	53.7	-35,820	53.2	+8.0
Staff costs	23	-11,003	17.8	-12,526	18.6	+13.8
Purchase of materials	24	-153	0.2	-615	0.9	+302.8
Other operating costs	25	-759	1.2	-562	0.8	-26.0
Change in inventories	25	0	0.0	0	0.0	0.0
<b>Operating income before amortisation/depreciation and write-downs</b>		<b>16,683</b>	<b>27.0</b>	<b>17,747</b>	<b>26.4</b>	<b>+6.4</b>
Amortisation/depreciation and write-downs	26	-7,071	11.5	-7,547	11.2	+6.7
<b>Operating income</b>		<b>9,612</b>	<b>15.6</b>	<b>10,200</b>	<b>15.2</b>	<b>+6.1</b>
Net income/(expense) from equity investments	27	69	0.1	39	0.1	-43.0
Financial income	28	27	0.0	50	0.1	+87.9
Financial charges	29	-36	0.1	-30	0.0	-16.6
<b>Profit before tax</b>		<b>9,671</b>	<b>15.7</b>	<b>10,260</b>	<b>15.3</b>	<b>+6.1</b>
Income taxes	30	-2,442	4.0	-2,640	3.9	+8.1
▪ Group net result		7,155	11.6	7,481	11.1	+4.6
▪ Net result of minority interests		74	0.1	139	0.2	+86.2
<b>Net result for the year</b>		<b>7,229</b>	<b>11.7</b>	<b>7,620</b>	<b>11.3</b>	<b>+5.4</b>

<b>Consolidated statement of comprehensive income</b> (euro/000)	<b>Notes</b>	<b>2020</b>	<b>%</b>	<b>2021</b>	<b>%</b>	<b>Δ%</b>
<b>Net result for the year</b>		<b>7,229</b>	<b>11.7</b>	<b>7,620</b>	<b>11.3</b>	<b>+5.4</b>
Other items that will not be subsequently reclassified to profit/(loss) for the period						
▪ Profit/(loss) from revaluation of defined benefit plans		14	0.0	-19	0.0	-238.9
▪ Taxes on other components of the income statement		-4	0.0	5	0.0	-241.7
<b>Overall result for the period</b>		<b>7,239</b>	<b>11.7</b>	<b>7,606</b>	<b>11.3</b>	<b>+5.1</b>

## Consolidated Cash Flow Statement

Consolidated cash flow statement (euro/000)	Notes	2020	2021
<b>Net result</b>		<b>7,229</b>	<b>7,620</b>
Amortisation/depreciation	26	7,071	7,516
Capital losses/(gains) on disposal of assets	22-26	-3	-15
Value adjustments to financial assets	27	-69	-39
Trade receivables - Decrease (increase)	8	-731	-541
Other current assets - Decrease (increase)	9	-385	-71
Current tax assets - Decrease (increase)	10	70	-392
Deferred tax assets - Decrease (increase)	6	127	141
Trade payables - Increase (decrease)	18	-127	2,608
Provisions for risks - Increase (decrease)	15	-114	-21
Other current liabilities - Increase (decrease)	19-20	1,288	511
Provisions for employee benefits - Increase (decrease)	14	-36	52
Provision for deferred taxes - Increase (decrease)	16	-143	-102
<b>Cash flow from operations</b>		<b>14,177</b>	<b>17,265</b>
Intangible fixed assets - (Acquisition) / Disposal	2	-1,006	-1,506
Tangible fixed assets - (Acquisition) / Disposal	1	-7,363	-2,719
Financial fixed assets - (Acquisition) / Disposal		-174	0
Other non-current assets - (Acquisition) / Disposal	5	-9	10
<b>Cash flow from investments</b>		<b>-8,552</b>	<b>-4,215</b>
Financial liabilities - Increase (decrease)	13-17	-434	-971
Dividends paid		-2,348	-2,862
Other changes in Shareholders' Equity		10	-13
<b>Cash flow from financial management</b>		<b>-2,773</b>	<b>-3,847</b>
<b>Total cash flow</b>		<b>2,852</b>	<b>9,203</b>
Opening cash and cash equivalents		12,815	15,668
Closing cash and cash equivalents	11	15,668	24,871
<b>Change in cash and cash equivalents</b>		<b>2,852</b>	<b>9,203</b>



## Consolidated Statement of Changes in Shareholders' Equity

Consolidated statement of changes in Shareholders' Equity (euro/000)	Notes	Share capital	Reserves	Statement of Compreh ensive Income Reserve	Profit/(los s) for the year	Total Shareholders' Group Sharehol ders' Equity	Equity attributable to minority interests	Consolid. Shareholde rs' Equity
<b>Balance as at 31 December 2019</b>		<b>11,000</b>	<b>11,314</b>	<b>-24</b>	<b>5,869</b>	<b>28,159</b>	<b>866</b>	<b>29,025</b>
Profit/(loss) for 2020		0	0	0	7,155	7,155	74	7,229
2020 Revaluations of defined benefit plans for employees		0	0	6	0	6	4	10
2020 Dividend distribution		0	0	0	-2,348	-2,348	0	-2,348
Allocation of previous year's result		0	3,521	0	-3,521	0	0	0
<b>Balance as at 31 December 2020</b>	<b>12</b>	<b>11,000</b>	<b>14,835</b>	<b>-18</b>	<b>7,155</b>	<b>32,972</b>	<b>944</b>	<b>33,916</b>
Profit/(loss) for 2020		0	0	0	7,481	7,481	139	7,620
2020 Revaluations of defined benefit plans for employees		0	0	-10	0	-10	-3	-13
2020 Dividend distribution		0	0	0	-2,862	-2,862	0	-2,862
Allocation of previous year's result		0	4,293	0	-4,293	0	0	0
<b>Balance as at 31 December 2021</b>	<b>12</b>	<b>11,000</b>	<b>19,128</b>	<b>-28</b>	<b>7,481</b>	<b>37,581</b>	<b>1,080</b>	<b>38,661</b>

# Notes to the Consolidated Financial Statements

## Structure and Activities of the Group Companies

Vianova spa (hereinafter the "Company" or the "Parent Company") is a public limited company under Italian law with registered office in Massarosa (LU), Via di Montramito 431/a.

The Parent Company is a landline ICT operator, and from 2018 also a mobile network operator, which directs its voice and data services exclusively to businesses.

Since 2007, the Company has been marketing a single integrated service offering, called Vianova, oriented towards the needs of businesses and inspired by an insourcing policy. In other words, the services are "built" in-house, integrating more traditional services, such as Voice and Data access, with the Collaboration services implemented by the Group, such as Mail, Hosting, Meeting, Conference, 800, Fax, Centrex, Drive, Cloud, Desk, Vianova Phone and Analysis.

## Approval of the Consolidated Financial Statements for the year ended 31 December 2021

The Consolidated Financial Statements for the year ended 31 December 2021 were approved by the Board of Directors on 28 February 2022, are audited by KPMG spa and will be presented at the Annual Shareholders' Meeting.

## Declaration of compliance with IAS/IFRS and general criteria for the preparation of the Consolidated Financial Statements

The Consolidated Financial Statements for the year ended 31 December 2021 have been prepared in accordance with international accounting standards (International Accounting Standards - IAS or International Financial Reporting Standards - IFRS) and related interpretations (SIC/IFRIC) endorsed by the European Union on that date, hereinafter referred to as IFRS-EU, as well as with the measures issued in implementation of Article 9 of Legislative Decree 38/2005, which, among other things, regulates the ability to apply the aforementioned standards on an optional basis.

## Consolidated Financial Statement Tables

The Consolidated Financial Statements have been prepared on a going concern basis and, in addition to these notes, comprise the following tables:

- Consolidated statement of financial position: the presentation of the statement of financial position takes place through the separate disclosure of current and non-current assets and current and non-current liabilities with a description in the notes for each item of assets and liabilities of the amounts that are expected to be settled or recovered within or beyond 12 months from the reporting date.
- Consolidated Income Statement, consisting of the Consolidated Income Statement and the Consolidated Statement of Comprehensive Income: the classification of costs in the income statement is based on their nature, highlighting the intermediate results relating to gross operating profit, net operating profit and profit before tax. The table also includes income and expenses recognised directly in Shareholders' Equity for transactions other than those carried out with shareholders.
- Consolidated cash flow statement: the cash flow statement presents the cash flows from operating, investing and financing activities. Cash flows from operations are reported using the indirect method, whereby net result for the year is adjusted for the effects of non-monetary transactions, any deferrals or accruals of past or future operating cash receipts or payments, and revenue items associated with cash flows from investing or financing activities.
- Statement of changes in consolidated Shareholders' Equity: in addition to the statement of comprehensive income, this statement also includes transactions with shareholders and details of each individual component. Where applicable, the table also includes the effects, for each item of Shareholders' Equity, deriving from changes in accounting principles.

The Consolidated Financial Statements are prepared in euro, the Company's working currency. Amounts are expressed in thousands of euro, except where specifically indicated. Rounding is carried out at the level of each individual account and then totalled. It should also be noted that any differences in tables are due to the rounding of amounts expressed in thousands of euro.

## Scope of consolidation

Below is a list of the companies included in the scope of consolidation of the Consolidated Financial Statements at the respective dates.

<b>Consolidated companies as at 31 December 2021</b> (euro/000)	<b>Country</b>	<b>Share capital</b>	<b>% shareholding</b>	<b>Direct / Indirect shareholding</b>
Vola spa	Italy	500	67.0%	Direct
Host spa	Italy	300	51.0%	Direct
Qboxmail srl	Italy	52	51.0%	Direct

Vola spa, under control since 2006, operates in the IT sector and, in particular, in Internet and mobile services mainly through the supply and sale of integration and development services for Internet and mobile technologies, SMS and email messaging services (including e-commerce), software development, supply of IT services (including outsourcing) for companies, hosting services, Internet domain registration, and other services strictly related to IT.

Host spa, under control since 2016, operates in the ICT sector and is an Internet Service Provider (ISP) and Application Service Provider (ASP) with over 40,000 active domains managed through its brands JoomlaHost and DNSHosting at its proprietary datacenter located in Turin.

Qboxmail srl, under control since 2016, operates in the ICT sector in the management of email infrastructure for ISPs.

## Use of estimates and valuations

The preparation of the financial statements and related notes requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the reporting date.

Estimates and assumptions are based on elements known at the date of preparation of the financial statements, on management's experience and on other elements that may be considered relevant. Actual results may differ from these estimates.

Estimates are used to test for impairment, to defer assets and liabilities arising from contracts with Customers, to measure assets, amortisation/depreciation, to assess the recoverability of deferred tax assets, to recognise provisions for credit risks, as well as to make actuarial valuations of employee benefits and to measure contingent liabilities.

Estimates and assumptions are reviewed periodically and the effects of any changes are reflected in the income statement.

The following is a summary of the critical valuation processes and key assumptions used in the process of applying the IFRS and which may have a significant effect on the values recognised in the financial statements or for which there is a risk that significant differences in value may emerge with respect to the carrying amount of the assets and liabilities in the financial year subsequent to that of the financial statements.

## Goodwill

The Vianova Group verifies goodwill on an annual basis in order to ascertain the existence of any impairment losses to be recognised in the income statement. In particular, this test involves determining the recoverable amount of the cash generating units to which goodwill is allocated. This value was determined on the basis of their value in use. The allocation of goodwill to cash generating units and the determination of their value involves making estimates that depend on factors that may change over time, with potentially significant effects on the valuations carried out by the Directors.

All existing goodwill as at 31 December 2021 was tested for impairment.

**Recoverable amount of non-current assets**

Non-current assets include property, plant, equipment and other assets, investments accounted for using the Equity Method, other investments and other non-current assets. The Group periodically reviews the carrying amount of non-current assets held and used and of assets to be disposed of, when facts and circumstances require such a review. The analysis of the recoverability of the carrying amount of non-current assets is generally carried out using estimates of the expected cash flows from the use or sale of the asset and appropriate discount rates to calculate the present value. When the carrying amount of a non-current asset is impaired, the Group records a write-down equal to the excess between the carrying amount of the asset and its recoverable amount through use or sale of the same, determined with reference to the cash flows contained in the most recent business plans.

The estimates and assumptions used in this analysis reflect the state of knowledge of the Company's management in relation to business developments and take into account forecasts believed to be reasonable about future market and industry developments. It cannot be ruled out that different developments in the markets and sectors in which the Group operates could lead to values that differ from the original estimates and, where necessary, to adjustments in the carrying amount of certain non-current assets.

**Amortisation/depreciation**

Amortisation/depreciation of fixed assets is a significant cost for the Group. The cost of property, plant and equipment is depreciated on a straight-line basis over the estimated useful life of the related assets. The useful economic life of the Group's fixed assets is determined by the Directors at the time the asset is acquired; it is based on historical experience for similar fixed assets, market conditions and anticipations regarding future events that could have an impact on the useful life, including changes in technology. Therefore, the actual economic life may differ from the estimated useful life. The Group periodically assesses technological and industry changes in order to update the remaining useful life. This periodic update could result in a change in the amortisation/depreciation period and therefore also in the amortisation/depreciation charge for future years.

**Contracts with Customers**

The Group recognises, in the income statement, revenue components deriving from contracts with Customers and cost components for the acquisition and execution of contracts. These components are recognised in the income statement on the basis of the estimated average life of the contracts with Customers, which is determined by the Directors on the basis of historical experience. Therefore, the actual economic life may differ from the estimated useful life. The Group periodically reviews its estimate of the average contractual life. This periodic update could lead to a change in the period of recognition of revenue and costs and therefore also of the share of future years.

**Recoverability of deferred tax assets**

The Group recognises deferred tax assets up to the amount for which recovery is considered probable. Where necessary, the Group recognises adjustment items in order to reduce the value of deferred tax assets to the value for which recovery is considered probable. In assessing the recoverability of deferred tax assets, account is taken of budget results and forecasts for subsequent years consistent with those used for the purpose of impairment testing and described in the paragraph above on the recoverable amount of non-current assets.

**Allowance for doubtful accounts**

The allowance for doubtful accounts reflects management's estimate of losses related to the customer loan portfolio. The estimate of the allowance for doubtful accounts is based on management's expected losses, determined based on past experience with similar receivables, current and historical past due amounts, losses and collections, careful monitoring of credit quality and projections about general and sector economic conditions.

**Defined benefit plans**

Group companies provide employees with a defined benefit plan (employee severance indemnity).

With reference to employee benefit plans, net financial costs and charges are measured using an actuarial method that requires the use of estimates and assumptions to determine the net value of the obligation. The actuarial method considers parameters of a financial nature such as, for example, the discount rate, rates of growth of salaries and the probability of occurrence of potential future events through the use of parameters of a demographic nature such as, for example, rates relating to mortality and resignation or retirement of employees. In particular, the discount rates taken as reference are rates or rate curves of corporate bonds with high creditworthiness in their respective markets. A change in any of these parameters could affect the amount of the liabilities.

**Contingent liabilities**

The Group recognises a provision for ongoing disputes and legal cases when it considers it probable that a financial outlay will be made and when the amount of the resulting charges can be reasonably estimated. If the amount of the financial outlay cannot be reliably estimated or the probability of such an outlay becomes possible, no provision is recognised and the fact is reported in the Notes to the financial statements.

In the normal course of business, Group companies monitor the status of pending litigation and consult with their legal and tax advisors. It is therefore possible that the value of provisions for legal proceedings and disputes of Group companies may vary as a result of future developments in the proceedings in progress.

**Consolidation criteria**

The Consolidated Financial Statements are prepared on the basis of the financial statements of the Group companies approved by the Shareholders' Meetings or, in their absence, on the basis of the draft financial statements approved by the administrative bodies, as at 31 December 2021.

The closing date of the financial statements of Group companies is 31 December 2021. The financial statements are appropriately adjusted/reclassified in order to make them consistent with the rules for preparing the financial statements of the Parent Company.

Control is presumed to exist when the Company has the power to direct the Company's significant activities and is exposed to variability in results.

The financial statements of subsidiaries are included in the Consolidated Financial Statements from the date on which control is assumed until the date on which such control ceases to exist.

Companies over which "significant influence" is exercised have been valued with the "Equity Method".

**Consolidation using the full consolidation method**

In brief, consolidation with the full consolidation method involves taking the assets and liabilities, costs and revenue of the consolidated companies, regardless of the size of the stake held, and attributing to third-party shareholders, under a special item of Shareholders' Equity called "Minority interests in capital and reserves", their share of the profits and reserves.

The main techniques used in consolidation are outlined below:

- Elimination of equity investments in companies included in the consolidation and of the corresponding fractions of their Shareholders' Equity, attributing to the individual elements of the assets and liabilities the current value as at the date of acquisition of control; any residual difference, if positive, shall be recognised, if the conditions exist, under the asset item "Goodwill"; if negative, it shall be recognised in the income statement.
- The higher/lower price paid with respect to the corresponding fraction of Shareholders' Equity, resulting from the acquisition of additional shares in subsidiaries, is recorded as a deduction/increase of the Shareholders' Equity.

- Elimination of receivables and payables between companies included in the consolidation, as well as income and expenses relating to transactions between the same companies. Profits and losses arising from transactions between these companies and relating to values included in the statement of financial position and income statement have also been eliminated, if significant; any intragroup losses are not eliminated if they represent an indicator of impairment of the underlying asset.
- Reversal of dividends received from consolidated companies.

#### **Valuation of equity investments using the Equity Method**

The equity investment is initially recognised at cost and the carrying amount is increased or decreased to recognise the investor's share of the investee's profits and losses realised after the acquisition date. Any goodwill included in the value of the investment is subject to an impairment test. The investor's share of the investee's results for the year is recognised in the income statement of the investee; however, to the extent that the Group is not liable for them, the excess of losses over the carrying amount of the investment in the financial statements is not recognised. Dividends received from an investee reduce the carrying amount of the investment.

#### **Foreign currency transactions**

The Company and the Group do not carry out transactions in foreign currencies and the Group does not hold investments in foreign companies.

### **Relevant accounting standards**

#### **Property, plant and equipment**

##### **Recognition and measurement**

Tangible fixed assets are recognised and measured using the "cost" method, in accordance with IAS 16. Using this criterion, tangible fixed assets are recognised in the financial statements at purchase or production cost, including directly attributable ancillary costs and, subsequently, adjusted to take into account depreciation, any permanent impairment in value and the relative reversals.

If a tangible fixed asset is composed of several components with different useful lives, these components are accounted for separately (if they are significant).

Land is not depreciated, even if purchased together with a building.

The gain or loss generated by the disposal of property, plant, machinery, equipment and other assets is determined as the difference between the net disposal proceeds and the net residual value of the asset, and is recognised in the income statement in the period in which the disposal takes place.

##### **Subsequent costs**

Costs incurred subsequent to the purchase of the assets and the cost of replacing certain parts of the assets recorded in this category are added to the carrying amount of the item to which they refer and capitalised only if they increase the future economic benefits inherent in the asset itself. All other costs are recognised in the income statement when incurred.

When the cost of replacing parts of assets is capitalised, the net carrying amount of the replaced parts is recognised in the income statement. Extraordinary maintenance costs that increase the useful life of tangible fixed assets are capitalised and depreciated over the remaining useful life of the asset. Ordinary maintenance costs are recognised in the income statement in the year in which they are incurred.

Assets in the course of construction are recorded at cost under "Fixed assets in progress" until they are available for use; when they are available for use, the cost is classified under the relevant item and depreciated.

### Depreciation

The depreciation period begins when the asset is available for use and ends on the earlier of the date on which the asset is classified as held for sale in accordance with IFRS 5 and the date on which the asset is derecognised. Any changes to depreciation schedules are applied prospectively.

The value to be depreciated is represented by the book value reduced by the presumable net disposal value at the end of its useful life, if significant and reasonably determinable.

Depreciation is calculated on the basis of economic-technical rates determined in relation to the estimated useful life of the individual assets, established in accordance with the company's plans for their use, which also consider physical and technological deterioration, taking into account their estimated realisable value net of scrapping costs. When the tangible asset is made up of several significant components with different useful lives, each component is depreciated separately. When events occur that indicate a possible loss due to reduction in value of tangible fixed assets, or when there is a significant reduction in the market value of the same, significant technological changes or significant obsolescence, the net carrying amount, independently of the depreciation already recorded, is subject to verification based on the estimate of the current value of the estimated future cash flows and adjusted if necessary. Subsequently, if these conditions are no longer met, the impairment loss is reversed up to the carrying amount that would have been determined (net of depreciation) if the asset impairment loss had never been recognised.

Depreciation is calculated with pro-rata temporis criteria on a straight-line basis over the estimated useful life of the asset, by applying the following rates:

Depreciation rates (%)	2020	2021
Plant and equipment, TLC infrastructure, ULL and PoP sites	18	18
Industrial and commercial equipment	12	12
Furnishings	12	12
Fittings	12	12
Equipment on loan for use at Customers' premises	20	20
Electrical and electronic equipment, including electronic telephone systems	20	20
Vehicles	25	25
Buildings	3	3
Fibre (core network)	6.67	6.67
Customer Fibre (access network)	33.33	33.33

Useful lives and residual values are verified at the reporting date and have not been changed from the previous year.

### Business combinations and goodwill

Business combinations are accounted for using the acquisition method. This requires, at the date of acquisition of control, recognition at fair value of the identifiable assets (including previously unrecognised intangible assets) and identifiable liabilities (including contingent liabilities and excluding future restructuring) of the acquired company.

Goodwill arising from a business combination is initially measured at cost represented by the excess of the fair value of the consideration transferred with respect to the Group's share of the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities. Goodwill arising from a business combination is allocated, at the acquisition date, to the individual cash-generating units of the Group or to groups of cash-generating units that are expected to benefit from the synergies of the combination, regardless of whether other Group assets or liabilities are assigned to those units or groups of units. Each unit or group of units to which the goodwill is allocated:

- represents the smallest level within the Group at which goodwill is monitored for internal management purposes;
- shall be no larger than the identified operating segments.

After initial recognition, goodwill is not amortised and is decreased by any impairment losses, determined in the manner described in the section "Impairment losses on non-financial assets".



## Intangible assets with a finite useful life

### Initial recognition and measurement

Intangible assets acquired separately are initially capitalised at cost, while those acquired through business combinations are capitalised at fair value at the date of acquisition. After initial recognition, intangible assets are recognised at cost less accumulated amortisation and any impairment losses.

### Subsequent costs

Costs incurred after purchase are capitalised only when they increase the expected future economic benefits attributable to the asset to which they refer. All other subsequent costs are charged to the income statement when incurred.

### Amortisation and impairments

Intangible assets are amortised over their useful lives and tested for impairment whenever there are indications of possible impairment losses. The period and method of amortisation applied to them shall be reviewed at the end of each financial year or more frequently if necessary. Any changes to amortisation schedules are applied prospectively.

Gains or losses arising from the derecognition of an intangible asset are measured by the difference between the net disposal proceeds and the carrying amount of the intangible asset, and are recognised in the income statement in the period of derecognition.

Amortisation is calculated with pro-rata temporis criteria on a straight-line basis over the estimated useful life of the intangible asset, by applying the following rates:

Amortisation rates (%)	2020	2021
Development costs	33	33
Industrial patent rights and use of intellectual property	5	5
Software expenses	33	33
Concessions, licenses, trademarks and similar rights	20	20
Other fixed assets (costs related to technical operations)	20	20

### Derecognition

Intangible assets with a finite useful life are derecognised either when they are disposed of or when no future economic benefit is expected from their use or disposal. The relative gain or loss, recognised in the income statement, is determined as the difference between the net consideration deriving from the disposal, if any, and the net carrying amount of the asset derecognised.

### Equity investments accounted for using the Equity Method

Equity investments accounted for using the Equity Method are represented by associates.

Associates are entities over whose financial and operating policies the Group exercises significant influence.

Associates are accounted for using the Equity Method and initially recognised at cost. The cost of the investment includes transaction costs. The Consolidated Financial Statements include the Group's share of the profits or losses of investee companies recognised using the Equity Method up to the date on which such significant influence is exercised.

### Assets measured at amortised cost

If there is objective evidence that a loan recognised at amortised cost has suffered an impairment loss, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses not yet incurred), discounted using the financial asset's initial effective interest rate (i.e. the effective interest rate calculated at the date of initial recognition or the current effective interest rate in the case of variable rate loans). The carrying



amount of the asset is reduced through the use of a provision and the amount of the loss is recognised in the income statement.

The Group assesses, first of all, the existence of objective indications of impairment at an individual level, for financial assets that are individually significant, and then, at an individual or collective level for financial assets that are not. In the absence of objective indications of impairment for an individually assessed financial asset, whether significant or not, that asset is included in a group of financial assets with similar credit risk characteristics and that group is tested for impairment on a collective basis. Assets assessed individually and for which an impairment loss is recognised or continues to be recognised will not be included in a collective assessment.

If, in a subsequent period, the value of the impairment loss decreases and that reduction can be objectively traced to an event occurring after the impairment loss was recognised, the previously reduced value may be reversed. Any subsequent reversals of impairment losses are recognised in the income statement, to the extent that the carrying amount of the asset does not exceed the amortised cost at the date of the reversal.

With reference to trade receivables, a provision for impairment losses is made when there is an objective indication (such as, for example, the probability of insolvency or significant financial difficulties of the debtor) that the Company will not be able to recover all the amounts due according to the original terms of the invoice. The carrying amount of the receivable is reduced by the use of a specific provision. Receivables subject to impairment losses are reversed when they prove to be unrecoverable.

When, given the terms of payment granted, a financial transaction is involved, receivables are measured at amortised cost by discounting the nominal value to be received, recording the discount as financial income.

#### **IFRS 9 (Financial Instruments)**

The Group adopts the expected credit loss model in accordance with IFRS 9, and classifies its financial assets on the basis of the business model chosen by the entity to manage them and on the basis of the characteristics of the contractual cash flows of the financial assets themselves.

As regards the management of trade receivables, Management has defined its business models on the basis of the specific nature of the receivable, the type of counterparty and the collection period; this has been done in order to optimise the management of working capital by continually monitoring the collection performance of customers, setting credit collection policies and managing receivable disposal programmes.

The Business Model adopted by the company for trade receivable management is "Held to Collect". The company holds the financial assets and trade receivables in order to collect them, not so much to benefit from their sale. The measurement is at amortised cost.

Impairment on trade receivables and contract assets is carried out using the simplified approach allowed by the standard. This approach involves estimating the expected loss over the life of the receivable at initial recognition and in subsequent valuations. For each customer segment, the estimate is made mainly by determining the average expected uncollectible amount, based on historical-statistical indicators, adjusted if necessary using prospective elements. For certain categories of receivables with specific risk elements, specific assessments are carried out on individual credit positions.

#### **IFRS 16 (Leases)**

Pursuant to IFRS 16, at the start date of the leasing contract, the lessee must recognise an asset representing the right to use of the leased asset for the duration of the contract (so-called right-of-use or *RoU*) and a liability for future payments to which the lessee is committed by signing the contract (so-called lease liability).

The financial charges accrued on the lease liability and the amortisation of the right to use the asset are recorded separately in the income statement.

The contracts falling within the scope of application of the standard for the Group concern the rental of office and warehouse premises, TLC infrastructures and vehicles.

### **Cash and cash equivalents**

Cash and cash equivalents include cash on hand and demand and short-term sight deposits, in accordance with IAS 7. For the purposes of the cash flow statement, cash and cash equivalents are represented by cash as defined above net of bank overdrafts.

### **Share capital and other Shareholders' Equity items**

Costs relating to the issue of new shares or options are classified in Shareholders' Equity, net of the related tax benefit, as a deduction from the proceeds from the issue of such instruments.

As envisaged by IAS 32, if equity instruments are repurchased, these instruments (own shares) are deducted directly from Shareholders' Equity under the item "Other reserves". No gain or loss is recognised in the income statement on the purchase, sale or cancellation of own shares.

The consideration paid or received, including any costs incurred directly attributable to the capital transaction, net of any related tax benefit, is recognised directly as a movement in Shareholders' Equity.

Any dividends paid to shareholders are recognised as liabilities in the period in which they are declared.

### **Financial liabilities**

Financial liabilities are initially recognised at the fair value of the consideration received net of transaction costs that are directly attributable to the loan itself. After initial recognition, financial liabilities are measured at amortised cost using the effective interest rate method. Depreciation at the effective interest rate is included among financial charges in the income statement.

### **Employee benefits**

Post-employment benefits may be offered to employees through defined contribution and/or defined benefit plans. These benefits are based on employees' remuneration and years of service.

Defined contribution plans are post-employment benefit plans under which the Company and sometimes its employees make predetermined contributions to a separate entity (a fund) and the Company does not have, and will not have, a legal or constructive obligation to pay further contributions if the fund does not have sufficient assets to meet its obligations to employees.

Defined benefit plans are post-employment benefit plans, other than defined contribution plans. Defined benefit plans may be unfunded or wholly or partly funded by contributions paid by the enterprise, and sometimes by its employees, to a company or fund that is legally separate from the enterprise paying them to employees.

The amount accrued is projected into the future to estimate the amount to be paid at the time of termination of the employment relationship and subsequently discounted to take into account the time elapsed before the actual payment.

Adjustments to liabilities relating to employee benefits are determined on the basis of actuarial assumptions, based on demographic and financial assumptions, and are recognised on an accruals basis in line with the work performed to obtain the benefit. The amount of the rights matured during the year by employees and the share of interest on the amounts accrued at the beginning of the period and on the corresponding movements referring to the same period are recognised in the income statement under "Staff costs", while the figurative financial charge deriving from the actuarial calculation is recognised in the statement of comprehensive income under the "Profit/(loss) from revaluation of defined benefit plans" item.

The actuarial valuation is entrusted to an actuary external to the Company.

Following the changes made to the rules for the Employee Severance Indemnity (Trattamento di Fine Rapporto - "T.F.R.") by Law no. 296 of 27 December 2006 and subsequent Decrees and Regulations ("Pension Reform") issued in the early months of 2007:

- the T.F.R. accrued at 31 December 2006 is considered a defined benefit plan according to IAS 19. Guaranteed employee benefits, in the form of T.F.R., paid out on termination of employment, are recognised during the period when the right to such benefits accrues;

- the T.F.R. accrued after 1 January 2007 is considered a defined contribution plan and therefore the contributions accrued in the period have been entirely recorded as a cost and, for the portion not yet paid to the funds, shown as a liability in the "Other current liabilities" item.

### **Provisions for future risks and charges**

Provisions for risks and charges are recognised to cover charges for obligations of Group companies, whether legal or implicit (contractual or otherwise), arising from a past event. Provisions for risks and charges are recognised if it is probable that a utilisation of resources will be required to settle the obligation and if a reliable estimate of the obligation can be made.

Provisions are recognised at the best estimate of the amount that the enterprise would reasonably pay to extinguish the obligation or to transfer it to third parties at the end of the period.

Provisions are periodically updated to reflect changes in cost estimates, the time needed to complete the project and the discount rate; revisions of provisions are booked to the same income statement item that had previously included the provisions or, when the liability relates to tangible assets, as an offsetting entry to the asset to which it refers.

The provision includes the allocation of future costs for ongoing litigation.

### **Trade payables**

Payables are recorded at nominal value net of discounts, returns or billing adjustments, representing the fair value of the obligation. When, given the payment terms agreed, a financial transaction is involved, the payables, valued using the amortised cost method, are discounted to their nominal value to be paid, recording the discount as a financial charge.

### **Impairment losses on non-financial assets**

The Group assesses whether there are any indicators of impairment of tangible and intangible assets. If there is any indication of this, the Company proceeds to estimate the recoverable amount of the asset (impairment test).

The accounting standard does not require the formal preparation of an estimate of recoverable amount except when there are indicators of impairment losses. The exception to this principle are assets not available for use and goodwill acquired in business combinations, which must be subjected to impairment testing at least once a year and whenever there are indicators of impairment losses. The Company has set the reporting date as the time to perform the impairment test for all those assets where annual analysis is required.

### **Recognition of Revenue from Contracts with Customers**

In accordance with IFRS 15, revenue recognition is carried out by applying a five-step model as outlined below:

- Identification of the contract with the customer: Vianova's bundled service offering meets the requirements of the standard:
  - a) the parties to the contract have approved the contract in writing and have undertaken to fulfil their respective obligations;
  - b) the entity can identify the rights of each party as regards the goods or services to be transferred;
  - c) the entity can identify the terms of payment for the goods or services to be transferred;
  - d) the contract has commercial substance (i.e. the risk, timing or amount of the entity's future cash flows are expected to change as a result of the contract);
  - e) it is probable that the entity will receive the consideration to which it is entitled in exchange for the goods or services to be transferred to the customer.

- Identification of the performance obligations provided for by the contract: the bundle offer (packages of Vianova goods and services), consisting of a fixed fee and a monthly variable fee, and the activation fee (up-front fee) are part of a single performance obligation that the Company has towards its customers.

Contracts with customers fall into the category of performance obligations over time: the customer simultaneously receives and uses the benefits arising from the entity's performance as the entity performs it.

Revenue recognition is therefore based on the amount that the Company is entitled to invoice, in accordance with the paragraphs of IFRS 120/121 and B-15/16 ("as invoiced practical expedient").

- Determination of transaction consideration: in determining the transaction price, the entity shall consider the terms of the contract and its usual business practices. The transaction price is the amount of the consideration that the entity expects to be entitled to in exchange for transferring the promised goods or services to the customer, excluding amounts collected on behalf of third parties (e.g. sales taxes). The consideration promised in the contract with the customer includes fixed amounts and variable amounts linked to actual consumption carried out. These are not variable payments linked to incentives, performance bonuses, penalties or other similar elements that depend on the occurrence or non-occurrence of a future event.
- Allocation of the consideration to individual performance obligations; the objective of allocating the transaction price is to assign each separate performance obligation (or each separate good or service) to an amount that reflects the amount of consideration to which the entity expects to be entitled in return for transferring the promised goods or services to the customer. The bundle offer of Vianova service packages is a single performance obligation and the practical expedient of "as-invoiced" is applied.
- Recognition of revenue at the time of (or during) the satisfaction of the individual performance obligation: revenue is recognised during the satisfaction of the identified performance obligation and on an accruals basis.

For the purpose of revenue recognition, the Company does not separate the performance obligations included in the contract as separate representation would not change the presentation in the financial statements. Revenue from activation fees (up-front fees) does not represent an important incentive for customers in relation to potential "renewal/non-renewal" and therefore does not transfer a "material right" to the customer. This fee does not represent a separate performance obligation, but is allocated over the average duration of the contract. The portion pertaining to the year is recognised under revenue in the Income Statement, while the remaining portion is recorded under Other Current Liabilities. The implicit financial component does not appear to be significant and has therefore not been considered.

### Recognition of costs IFRS 15

IFRS 15 governs two types of cost: "Costs to obtain the contract" and "Costs to fulfil the contract".

The entity shall recognise as an asset the incremental costs of obtaining the customer contract if it expects to recover them. The incremental costs of obtaining the contract are costs that the entity incurs to obtain the contract with the customer that it would not have incurred had it not obtained the contract (for example, a sales commission).

An entity shall recognise as an asset costs incurred in the performance of the contract only if the costs meet all of the following conditions:

- the costs are directly related to the contract or an anticipated contract, which the entity may identify specifically (this may be, for example, costs incurred for services to be provided as part of the renewal of the existing contract or for the design of an asset to be transferred under a specific contract not yet approved);
- the costs provide the entity with new or additional resources to be used to meet (or continue to meet) its obligations to do things in the future;
- the costs are expected to be recovered.

The costs incurred by the Company in obtaining and fulfilling the contract relate to the payment of premiums to agents/commercial partners for procuring customers and the costs incurred in installing equipment and networks at new customers. Both are accounted for on the basis of the average duration of the contract. The portion pertaining to the year is recorded in the Income Statement, while the remaining portion is deferred under Other Current Assets.

### **Recognition of costs**

Costs and other operating expenses are recognised in the income statement when they are incurred on an accrual basis and correlated to revenue, when they do not produce future economic benefits or when they do not qualify for recognition as assets.

### **Staff costs**

Staff costs are represented by wages and salaries, social security charges, charges relating to defined benefit plans, mainly represented by the provision for severance indemnity, staff and directors' benefits, and other staff costs (medical examinations, travel, canteen).

### **Current taxes**

Income taxes are determined on the basis of a realistic forecast of the tax charges to be paid in consideration of the accrual basis of accounting and in application of current tax regulations. The tax rates and regulations used to calculate the amount are those in force, or substantially in force, at the reporting date. Current taxes relating to items recognised outside the income statement are recognised directly in the statement of comprehensive income, and therefore in Shareholders' Equity, consistently with the recognition of the item to which they relate.

### **Deferred taxes**

Deferred taxes are calculated using the so-called "liability method" on temporary differences at the reporting date between the tax bases of assets and liabilities and the values reported in the financial statements. Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred taxes arise from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, does not affect neither the profit for the year calculated for financial reporting purposes nor the profit or loss calculated for tax purposes.

Deferred tax assets are recognised for all deductible temporary differences and for tax losses carried forward, to the extent that it is probable that there will be adequate future taxable profits to utilise the deductible temporary differences and tax losses carried forward. The value of deferred tax assets to be recognised is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available in the future to recover the asset. Unrecognised deferred tax assets are reviewed periodically at the reporting date and are recognised to the extent that it has become probable that taxable profit will be sufficient to allow these deferred taxes to be recovered.

Deferred taxes are measured at the tax rates that are expected to apply to the period when such assets are realised or such liabilities are settled, considering the rates in force and those already enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if they relate to taxes of the same tax authority and there is a legal right to offset current tax assets and liabilities.

### **Own shares**

There are no own shares.

**Events occurring after the end of the financial year**

- Events occurring after the end of the financial year that modify conditions already existing at the reporting date and that require changes in the value of assets and liabilities, in accordance with the relevant accounting standard, are recognised in the financial statements, in accordance with the accrual basis of accounting, to reflect the effect that such events have on the financial position and results of operations at the end of the financial year.
- Events occurring after the end of the financial year that modify situations existing at the reporting date, but that do not require a change in the values of the financial statements, in accordance with the reference accounting standard, as they pertain to the following financial year, are not recorded in the financial statements but are illustrated in the notes when necessary for a more complete understanding of the company's situation.
- The time limit within which the event must occur for it to be taken into account is the date of preparation of the draft financial statements by the Directors, except in cases where events occur between that date and the date scheduled for approval of the financial statements by the Shareholders' Meeting that make it necessary to amend the draft financial statements.

## Notes to the individual items in the financial statements

### Note no. 1 - Owned property, plant and equipment

A breakdown of "Property, plant, equipment and other assets" by category as at 31 December 2021 and 31 December 2020 is provided below:

Property, plant, equipment and other assets (euro/000)	31 December 2020			31 December 2021		
	Historical Cost	Acc. Depreciation	Net Carrying Amount	Historical Cost	Acc. Depreciation	Net Carrying Amount
Land and buildings	10,364	-2,638	7,726	10,364	-3,010	7,354
TLC infrastructure	23,588	-13,815	9,774	24,022	-16,005	8,017
Equipment and plants	6,789	-4,062	2,727	6,910	-4,757	2,153
TLC equipment	21,548	-16,752	4,796	22,603	-18,241	4,362
Other assets	7,100	-5,457	1,643	7,464	-6,074	1,390
Tangible fixed assets in progress	485	0	485	454	0	454
<b>Total</b>	<b>69,874</b>	<b>-42,724</b>	<b>27,150</b>	<b>71,817</b>	<b>-48,087</b>	<b>23,730</b>

The item Land and buildings includes the land located in Via Giannessi (PI) on which there is an office of the Consolidating Company Vianova, and the land destined to host its new office to be built in Massarosa. The aforementioned land plots, recognised at Euro 780 thousand and Euro 1,422 thousand respectively, are not subject to depreciation.

Changes in "Property, plant, equipment and other assets" for the period from 1 January 2021 to 31 December 2021 are shown below:

Changes (euro/000)	Land and buildings	TLC infrastructure	Equipment and plants	TLC equipment	Other assets	Tangible fixed assets in progress	Total
<b>Balance as at 1 January 2021</b>	7,726	9,774	2,727	4,796	1,643	485	27,150
Increases	0	465	122	1,587	303	304	2,781
Decreases	0	-19	0	-42	-2	0	-63
Reclassifications	0	229	0	0	106	-335	0
Depreciation	-372	-2,431	-696	-1,979	-660	0	-6,138
Write-downs	0	0	0	0	0	0	0
Other changes	0	0	0	0	0	0	0
<b>Balance as at 31 December 2021</b>	<b>7,354</b>	<b>8,017</b>	<b>2,153</b>	<b>4,362</b>	<b>1,390</b>	<b>454</b>	<b>23,730</b>

Acquisitions during the year are mainly due to the investments made by the Consolidating Company Vianova; for further details, please refer to the Investments and loans section in the Directors' Report on Operations.

### Assets under finance and operating lease

In compliance with the provisions of IFRS 16, the Rights of Use deriving from property lease agreements, long-term car rental agreements and the operating lease agreement entered into during the year for the server solution, have been valued and recognised in the assets, respectively in the categories Buildings, Other assets and TLC infrastructure.

Assets for rights of use (euro/000)	31 December 2020			31 December 2021		
	Historical Cost	Acc. Depreciation	Net Carrying Amount	Historical Cost	Acc. Depreciation	Net Carrying Amount
Land and buildings	907	-371	536	907	-559	348
TLC infrastructure	173	-16	157	173	-47	126
Other assets	58	-41	17	19	-13	6
<b>Total</b>	<b>1,138</b>	<b>-428</b>	<b>710</b>	<b>1,099</b>	<b>-619</b>	<b>480</b>

For evidence of the accounting treatment as a contra-entry to the Assets described, reference should be made to the subsequent sections of the Notes to the financial statements on "Medium/long-term financial liabilities" and "Current financial liabilities".

## Note no. 2 - Goodwill

A breakdown of "Goodwill" as at 31 December 2021 and 31 December 2020 is provided below:

<b>Goodwill</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Qboxmail srl goodwill	79	79	0	0.0
<b>Total</b>	<b>79</b>	<b>79</b>	<b>0</b>	<b>0.0</b>

- The value of goodwill recognised in the financial statements arises from the acquisition of the subsidiary Qboxmail srl in the 2016 financial year.
- Based on the provisions of the reference standards, in the absence of indicators of potential impairment losses, it was not considered necessary to determine the recoverable amount of tangible and intangible fixed assets as at 31 December 2021.

## Note no. 3 - Intangible assets with a finite useful life

The table below shows the balance and changes in "Intangible assets with a finite useful life" divided by category for the period from 1 January 2021 to 31 December 2021:

<b>Intangible assets with a finite useful life</b> (euro/000)	<b>Software and licenses</b>	<b>Other intangible assets</b>	<b>Intangible assets in progress</b>	<b>Total</b>
<b>Balance as at 1 January 2021</b>	<b>584</b>	<b>667</b>	<b>585</b>	<b>1,836</b>
Increases	586	698	220	1,504
Decreases	0	0	0	0
Reclassifications	368	217	-585	0
Amortisation	-730	-630	0	-1,360
Write-downs	0	0	0	0
Other changes	0	0	0	0
<b>Balance as at 31 December 2021</b>	<b>808</b>	<b>952</b>	<b>220</b>	<b>1,980</b>

The item Other intangible assets includes the one-off amount paid by the Parent Company Vianova to another operator in order to be able to provide VoLTE services (Euro 400 thousand), the amounts paid to purchase IPv4 addresses (Euro 370 thousand), as well as the development costs capitalised by the subsidiary Qboxmail srl, relating to the creation of a new email platform (Euro 141 thousand).

Based on the provisions of the reference standards, in the absence of indicators of potential impairment losses, it was not considered necessary to determine the recoverable amount of tangible and intangible fixed assets as at 31 December 2021.

## Note no. 4 - Equity investments in associates

Details of the position as at 31 December 2021 and 31 December 2020 is provided below.

<b>Equity investments in associates valued using the Equity Method</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
NetResults srl	458	497	39	+8.6
Winitalia srl	174	174	0	+0.0
<b>Total</b>	<b>632</b>	<b>671</b>	<b>39</b>	<b>+6.2</b>

The equity investment in NetResults srl was acquired in 2015 for the value of Euro 344,417.

In 2015, at the time of the first valuation, a negative difference between the purchase cost and the fraction of Shareholders' Equity held equal to Euro 172,912 had been recognised, which it had been decided to amortise over 5 years (the amortisation was then suspended at the time of transition to international accounting standards on 1 January 2017).

The investment was valued using the Equity Method, taking as a reference the value of Shareholders' Equity as at 31 December 2021 updated by IFRS adjustments.

In 2020 the subsidiary Vola spa acquired 67% of the share capital of Winitalia srl.



**Note no. 5 - Sundry receivables and other non-current assets**

The item Sundry receivables and other non-current assets includes guarantee deposits issued against various supply contracts such as electricity, water and gas.

**Note no. 6 - Deferred tax assets**

The "Deferred tax assets" item is made up as follows:

<b>Deferred tax assets (euro/000)</b>	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
IFRS entry conversion	261	125	-136	-52.0
Receivables	144	144	0	+0.0
Provisions for risks	72	72	0	+0.0
Intangible assets	6	4	-2	-33.3
Warehouse	8	8	0	+0.0
Other	6	3	-3	-50.0
<b>Total</b>	<b>497</b>	<b>356</b>	<b>-141</b>	<b>-28.3</b>

The IFRS entry conversion item represents deferred taxes recognised on accounting items transitioned to IFRS from 1 January 2017.

Below are the changes in the item "Deferred tax assets" with reference to the year 2021:

<b>Deferred tax assets - changes (euro/000)</b>	<b>Balance as at 1 January 2021</b>	<b>Provisions / releases to the income statement</b>	<b>Provisions / releases to the statement of comprehensive income</b>	<b>Balance as at 31 December 2021</b>
IFRS entry conversion	261	-131	-5	125
Receivables	144	0	0	144
Provisions for risks	72	0	0	72
Intangible assets	6	-2	0	4
Warehouse	8	0	0	8
Other	6	-3	0	3
<b>Total</b>	<b>497</b>	<b>-136</b>	<b>-5</b>	<b>356</b>

**Note no. 7 - Inventories**

This item only represents assets relating to the sale, installation and maintenance of telephone systems.

<b>Inventories (euro/000)</b>	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Inventories of raw, ancillary and consumable materials	27	27	0	0.0
Inventory write-down provision	-27	-27	0	0.0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0</b>

Inventories refer to end-of-sale activities of the Parent Company prior to the introduction of Vianova services. The amount in stock has decreased and it was considered appropriate to align the value of the write-down provision to their carrying amount: the presumed realisable value was reduced to zero due to the fact that they are now completely obsolete from a technical and economic point of view.

## Note no. 8 - Trade receivables

A breakdown of "Trade receivables" is provided below:

Trade receivables (euro/000)	2020	2021	Changes	Δ%
Trade receivables for invoices issued	8,015	8,597	582	+7.3
Invoices to be issued	2,005	1,987	-18	-0.9
Credit notes to be issued	-23	-46	-23	+101.0
<b>Gross trade receivables</b>	<b>9,997</b>	<b>10,538</b>	<b>541</b>	<b>+5.4</b>
Allowance for doubtful accounts	-631	-631	0	+0.0
<b>Total</b>	<b>9,366</b>	<b>9,907</b>	<b>541</b>	<b>+5.8</b>
<ul style="list-style-type: none"> <li>▪ The invoicing, credit granting and collection policies used by Group companies have remained substantially unchanged from previous years.</li> <li>▪ There are no receivables from foreign Customers.</li> <li>▪ The Invoices to be issued item is largely represented by the valuation of receivables claimed by the Parent Company from its Customers for the contractually envisaged up-front activation fee. The standard policy adopted by the company provides for the billing of this contribution in monthly instalments up to a maximum of 36, according to the choice made by the Customer. This entry was recognised on the application of international accounting standards (IFRS 15 Revenue Recognition). In fact, the up-front activation fee is recorded in the income statement on an accrual basis and deferred on the basis of the average contractual duration envisaged and estimated at 72 months. Consequently, the receivable from Customers for the amounts due in the form of an up-front activation fee not yet invoiced at the closing date of the financial statements under review was recognised.</li> </ul>				

For considerations relating to the dynamics that characterised the year, reference should be made to the "Receivables from Customers" section in the Directors' Report on Operations.

Losses on receivables (euro/000)	2020	2021	Changes	Δ%
Balance	240	265	25	+10.4

The value of losses on receivables was fully covered by the allowance for doubtful accounts allocated at the end of the previous year: considering the general economic environment and the development of revenue expected in 2022, it was decided to replenish the allowance to the same extent as the year ended. The carrying amount of trade receivables is considered to approximate their fair value.

Allowance for doubtful accounts (euro/000)	2020	2021	Changes	Δ%
Opening balance	499	631	132	+26.5
Increase due to provision for the year	372	265	-107	-28.8
Decrease due to use during the year	-240	-265	-25	+10.4
<b>Closing balance</b>	<b>631</b>	<b>631</b>	<b>0</b>	<b>+0.0</b>

## Note no. 9 - Other current assets

A breakdown of "Other current assets" is provided below:

Other current assets (euro/000)	2020	2021	Changes	Δ%
Costs to obtain the contract	2,579	2,677	99	+3.8
Costs to fulfil the contract	1,902	1,957	55	+2.9
Prepaid expenses	1,669	1,662	-7	-0.4
Sundry receivables	313	238	-74	-23.8
<b>Total</b>	<b>6,463</b>	<b>6,535</b>	<b>72</b>	<b>+1.1</b>
<ul style="list-style-type: none"> <li>▪ The application of the IFRS accounting standards required the Parent Company to allocate to the income statement the so-called "Costs to obtain the contract" and "Costs to fulfil the contract" over a period of time equivalent to the average duration of the contracts, which was estimated and forecast at 72 months. The costs incurred by the Company for bonuses paid to agents and partners to obtain contracts, and the costs incurred for the activation of the services provided have consequently been removed from the income statement and attributed to the same only for the part pertaining to the period.</li> <li>▪ Prepaid expenses consist of fees and costs of various kinds charged in advance to the Company in respect of existing commercial relationships.</li> </ul>				

**Note no. 10 - Current tax assets**

A breakdown of "Current tax assets" is provided below:

<b>Current tax assets</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
IRES credit	89	55	-34	-37.8
IRAP credit	16	0	-16	--
VAT credit	0	8	8	--
Tax credit	358	787	429	+119.7
Other tax receivables	8	12	4	+46.7
<b>Total</b>	<b>471</b>	<b>863</b>	<b>392</b>	<b>+83.1</b>

**Note no. 11 - Cash and cash equivalents**

A breakdown of "Cash and cash equivalents" is provided below:

<b>Cash and cash equivalents</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Bank accounts	15,667	24,870	9,203	+58.7
Petty cash	1	1	0	+6.2
<b>Total</b>	<b>15,668</b>	<b>24,871</b>	<b>9,203</b>	<b>+58.7</b>

The amount recorded in the financial statements is aligned with the fair value at the date of preparation of the financial statements. The credit risk is limited since the counterparties are major banking institutions.

For further details on the dynamics affecting cash and cash equivalents, see the Cash Flow Statement.

**Note no. 12 - Shareholders' Equity**

For the changes in the Shareholders' Equity entries, reference should be made to the "Statement of changes in Shareholders' Equity".

Since the Shareholders' Equity of the consolidating company Vianova and the consolidated Shareholders' Equity are aligned, no reconciliation statement was deemed necessary.

**Note no. 13 - Non-current financial liabilities**

A breakdown of "Non-current financial liabilities" is provided below:

<b>Non-current financial liabilities</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Mortgages and loans	944	720	-224	-23.7
Other financial liabilities (IFRS 16)	483	236	-247	-51.1
<b>Total</b>	<b>1,427</b>	<b>956</b>	<b>-471</b>	<b>-33.0</b>

- Group companies have not taken advantage of current account overdrafts or subject to collection advances.
- During the year, the subsidiary Host spa took out two new loans expiring in 2024 for a total of Euro 193 thousand, to support the purchase of capital goods.
- All previous loans granted were issued without the underwriting of guarantees provided either by the Companies or by third parties. There are also no Financial Covenants.

#### Note no. 14 - Employee benefits

Changes in "Employee benefits" for the period from 1 January 2021 to 31 December 2021 are shown below:

Employee benefits (euro/000)	2020	2021	Changes	Δ%
<b>Balance as at 1 January 2021</b>	<b>674</b>	<b>638</b>	<b>-36</b>	<b>-5.3</b>
Service Cost	89	79	-10	-11.2
Interest Cost	5	4	-1	-20.0
Balance of movements	-116	-50	66	-56.9
Actuarial (gains)/losses	-14	19	33	-235.7
<b>Balance as at 31 December 2021</b>	<b>638</b>	<b>690</b>	<b>52</b>	<b>+8.2</b>

Details of the economic and demographic assumptions used for the purposes of the actuarial valuations, prepared by external consultants, are provided below:

Employee benefits	2020	2021
Discount rate	0.34%	0.98%
Inflation rate	0.80%	0.80%
Annual rate of increase in employee severance indemnity	2.10%	2.10%

#### Note no. 15 - Provisions for future risks and charges

Changes in "Provisions for future risks and charges" for the period from 1 January 2021 to 31 December 2021 are shown below:

Provisions for future risks and charges (euro/000)	Balance as at 1 January 2021	Provisions to the income statement	Releases / Uses	Balance as at 31 December 2021
Supplementary Agents Indemnity Fund (FISC - Fondo indennità suppletiva di clientele)	23	0	0	23
Provision for termination indemnity (TFM)	207	93	-54	246
Provision for assessment risks	120	0	-60	60
Provision for litigation risks	300	0	0	300
<b>Total</b>	<b>649</b>	<b>93</b>	<b>-114</b>	<b>628</b>
▪ of which current portion	0	0	0	0
▪ of which non-current portion	649	93	-114	628
<ul style="list-style-type: none"> <li>The Supplementary Agents Indemnity Fund (FISC - Fondo indennità suppletiva di clientele) has been valued on the basis of the provisions contained in international accounting standard IAS 37.</li> <li>The provision for TFM includes accruals made during the year.</li> <li>The provision for assessment risks was used for an amount of Euro 60 thousand following the rejection by the Court of Florence of the appeal lodged by the Parent Company, Vianova Spa, against the injunction order issued by the Customs and Monopolies Agency regarding the activities carried out in relation to the obligations provided for by Law 296/2006 (redirection of sites to comply with the obligation to shut down the same).</li> </ul>				

#### Note no. 16 - Deferred tax liabilities

This item is broken down as follows:

Deferred tax liabilities (euro/000)	2020	2021	Changes	Δ%
IFRS entry conversion	203	101	-102	-50.2

The IFRS entry conversion item represents deferred taxes recognised on accounting items transitioned to IFRS from 1 January 2017.

Changes during the year were as follows:

Deferred tax liabilities - changes (euro/000)	Balance as at 1 January 2021	Provisions / releases to the income statement	Provisions / releases to the statement of comprehensive income	Balance as at 31 December 2021
IFRS entry conversion	203	-102	0	101

#### Note no. 17 - Current financial liabilities

A breakdown of "Current financial liabilities" is provided below:

Current financial liabilities (euro/000)	2020	2021	Changes	Δ%
Mortgages and loans - current portion	864	364	-500	-57.9
Other financial liabilities (IFRS 16)	250	252	2	+0.8
Other financial payables to banks	26	23	-2	-9.1
<b>Total</b>	<b>1,140</b>	<b>639</b>	<b>-501</b>	<b>-43.9</b>

#### Note no. 18 - Trade payables

A breakdown of "Trade payables" is provided below:

Trade payables (euro/000)	2020	2021	Changes	Δ%
Payables to suppliers	6,806	9,353	2,547	+37.4
Invoices to be received	3,171	3,401	230	+7.2
Credit notes to be received	-97	-266	-169	+174.2
<b>Total</b>	<b>9,880</b>	<b>12,488</b>	<b>2,608</b>	<b>+26.4</b>

- Credit notes to be received include amounts due to the companies as a result of erroneous invoices, duly contested, issued by service providers.
- During the year under review, there were no significant changes to the purchasing and payment policies agreed with suppliers. There are no payables to suppliers and other foreign entities expressed in currencies other than the euro.
- There are no payables with a duration of more than 5 years or positions of significant debt concentration.

#### Note no. 19 - Other current liabilities

A breakdown of "Other current liabilities" is provided below:

Other current liabilities (euro/000)	2020	2021	Changes	Δ%
Accrued expenses and deferred income	5,261	5,907	646	+12.3
Current deferred revenue (up-front activation fee)	4,278	4,329	52	+1.2
Payables to employees	1,978	1,809	-169	-8.5
Payables to social security institutions	940	1,073	133	+14.2
Tax payables	572	923	351	+61.5
Sundry payables	242	383	141	+58.2
<b>Total</b>	<b>13,270</b>	<b>14,424</b>	<b>1,154</b>	<b>+8.7</b>

- With regard to the "Current deferred revenue" item, it should be noted that, as already illustrated in the previous section of the Notes to the financial statements dedicated to Trade receivables and in particular to the recognition of IFRS revenue, the application of IFRS 15 on Revenue Recognition requires the Parent Company to allocate to the income statement the revenue component represented by up-front activation fees on the basis of the average expected contractual duration, estimated at 72 months. This is regardless of the billing method of the entry in question, which is carried out by the Company in monthly instalments up to a maximum of 36, according to the choice made by the Customer itself. Therefore, the volume of revenue accruing in future years was calculated by comparing the date of activation of the contracts and the cited average duration of the same, regardless of the invoicing methods.
- Deferred income is accounted for as a result of monthly advance billing of fees pertaining to January of the following year.
- Accrued expenses are accounted for as accrued interest expense on bank loans.

Payables to employees are made up as follows:

<b>Payables to employees</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Payables to employees holiday pay	1,011	720	-291	-28.8
Payables to employees	967	1,089	122	+12.6
<b>Total</b>	<b>1,978</b>	<b>1,809</b>	<b>-169</b>	<b>-8.5</b>

All amounts, with the exception of payables related to the amount of holiday pay accrued by employees, were regularly settled at their natural due date in the new year.

Tax payables are made up as follows:

<b>Tax payables</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Tax authorities employees and collaborators IRPEF	524	901	377	+71.9
Tax authorities withholding tax on various payments on account	44	9	-35	-79.5
Sundry tax payables	4	4	0	0.0
<b>Total</b>	<b>572</b>	<b>914</b>	<b>342</b>	<b>+59.8</b>

All the amounts relating to IRPEF and various withholding taxes were regularly paid at their natural due date in the first months of the new financial year.

Payables to social security institutions are made up as follows:

<b>Payables to social security institutions</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Tax authorities employees and collaborators INPS	576	772	196	+34.0
Tax authorities employees holiday pay INPS	281	190	-91	-32.4
Payables to INAIL	0	7	7	--
Tax authorities ENASARCO account	4	2	-2	-50.0
Payables to other entities	79	102	23	+29.1
<b>Total</b>	<b>940</b>	<b>1,073</b>	<b>133</b>	<b>+14.1</b>

All amounts, with the exception of payables related to the amount of holiday pay accrued by employees, were regularly settled at their natural due date in the first months of the new financial year.

Sundry payables are made up as follows:

<b>Sundry payables</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Advances from customers	146	218	72	+49.3
Payables to directors	76	86	10	+13.2
Other payables	20	79	59	+295.0
<b>Total</b>	<b>242</b>	<b>383</b>	<b>141</b>	<b>+58.3</b>

## Note no. 20 - Current tax liabilities

A breakdown of "Current tax liabilities" is provided below:

<b>Current tax liabilities</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
IRES payable	328	115	-213	-64.9
IRAP payable	90	23	-68	-75.1
VAT payable	632	273	-359	-56.8
Other tax payables	3	0	-3	--
<b>Total</b>	<b>1,053</b>	<b>410</b>	<b>-643</b>	<b>-61.0</b>

**Note no. 21 - Revenue and other operating income**

A breakdown of "Revenue" is provided below:

<b>Revenue and other operating income</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Revenue from fees	48,145	52,387	4,242	+8.8
Revenue from pay-per-use services	9,091	10,015	924	+10.2
Revenue from activations	1,801	1,750	-51	-2.8
Revenue from software developments	777	1,042	265	+34.1
Revenue from interconnection	572	675	103	+18.1
Public grants	273	465	192	+70.3
Revenue from sales	22	394	373	+1,725.6
Income from access and pay-per-use charges adjustments	311	225	-86	-27.7
Gains on disposal of non-current assets	65	60	-5	-7.2
Revenue from assistance and interventions	60	37	-23	-37.6
Release of surplus funds	0	0	0	0.0
Revenue from rentals	0	0	0	0.0
Revenue adjustments	-1	-1	0	-1.5
Other revenue and income	641	221	-420	-65.5
<b>Total</b>	<b>61,756</b>	<b>67,270</b>	<b>5,514</b>	<b>+8.9</b>

Under "Other revenue and income", Group companies have recognised tax credits for Research and Development and Training 4.0 in the financial statements pursuant to Article 1, paragraph 35 of Law no. 190 of 23 December 2014.

With regard to the information concerning the grants provided by public administrations (pursuant to Article 1, paragraphs 125-129, of Law no. 124/2017) in favour of Group Companies, please refer to the information provided in the financial statements of the individual Companies.

**Note no. 22 - Purchase of services**

Costs for services are closely related to core business activities and revenue performance.

<b>Costs for services</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Purchase of services - fees and activations	11,445	12,107	662	+5.8
Commercial costs	7,980	8,190	210	+2.6
Interconnection costs	3,290	3,155	-135	-4.1
Purchase of services - pay-per-use	2,755	2,590	-165	-6.0
Advertising and promotional costs	570	1,858	1,288	+226.1
Industrial overheads	1,493	1,803	310	+20.7
Costs for technical interventions	1,709	1,715	6	+0.4
Costs for collaborations, directors	1,356	1,405	49	+3.6
Network infrastructure maintenance costs	978	1,079	101	+10.4
Consultancy costs	559	777	218	+39.0
Miscellaneous maintenance costs	321	453	132	+41.1
Operator licence contributions	489	452	-37	-7.6
Bank charges	171	188	17	+9.9
Travelling expenses	42	50	7	+17.4
<b>Total</b>	<b>33,157</b>	<b>35,821</b>	<b>2,663</b>	<b>+8.0</b>

During the year, the criterion for classifying the costs incurred by the subsidiary, Vola spa, for the purchase of SMS messages, which were previously included in the cost of purchasing goods for resale, was revised; the figures for 2021 therefore differ from those shown in the 2020 financial statements.

### Note no. 23 - Staff costs

Staff costs are broken down as follows:

Staff costs (euro/000)	2020	2021	Changes	Δ%
Wages and salaries	7,853	8,876	1,024	+13.0
Social security charges	2,272	2,531	259	+11.4
Employee severance indemnity and pension funds	476	545	70	+14.6
Other staff costs	403	573	170	+42.1
<b>Total</b>	<b>11,003</b>	<b>12,526</b>	<b>1,523</b>	<b>+13.8</b>

For further information relating to staff, reference should be made to the Directors' Report on Operations.

### Note no. 24 - Purchase of materials

A breakdown of "Purchase of materials" is provided below:

Purchase of materials (euro/000)	2020	2021	Changes	Δ%
Purchase of goods for resale	34	435	402	+1,193.3
Purchase of consumables	119	179	60	+50.3
<b>Total</b>	<b>153</b>	<b>615</b>	<b>462</b>	<b>+301.8</b>

The item Purchase of goods for resale mainly includes the cost of terminals purchased by Vianova and destined for Customers of mobile telephone services (Euro 364 thousand).

### Note no. 25 - Other operating costs and change in inventories

A breakdown of "Other operating costs" and "Change in inventories" is provided below:

Other operating costs and change in inventories (euro/000)	2020	2021	Changes	Δ%
Provision for doubtful accounts	373	265	-108	-28.9
Other operating expenses	324	215	-109	-33.6
Duties, taxes and registration fees	62	82	20	+31.4
<b>Total other operating costs</b>	<b>759</b>	<b>562</b>	<b>-197</b>	<b>-26.0</b>
Change in inventories	0	0	0	0.0
<b>Total</b>	<b>759</b>	<b>562</b>	<b>-197</b>	<b>-26.0</b>

The actual losses on receivables incurred in 2021 amounting to Euro 265 thousand were fully covered by the use of the allowance for doubtful accounts allocated at the end of the previous year. There are therefore no amounts charged to the income statement for the year.

### Note no. 26 - Amortisation/depreciation and write-downs

For details and considerations on the amounts booked under this item, reference should be made to the relevant sections of the Notes to the financial statements.

Amortisation/depreciation and write-downs (euro/000)	2020	2021	Changes	Δ%
Depreciation of property, plant, equipment and other assets	6,018	6,138	120	+2.0
Amortisation of intangible assets with a finite useful life	991	1,362	372	+37.5
Write-downs/(revaluations) of tangible and intangible fixed assets	62	45	-17	-27.1
<b>Total</b>	<b>7,071</b>	<b>7,546</b>	<b>475</b>	<b>+6.7</b>

The write-downs recognised in the financial statements at 31 December 2021 result from adjustments to the value of non-current assets that were disposed of during the year.



**Note no. 27 - Income and expense from equity investments**

For further details, see the Non-current assets section of the Statement of Financial Position.

<b>Net income and expense from equity investments</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Revaluation of equity investments	69	39	-30	-43.5

**Note no. 28 - Financial income**

Interest income is the result of investments of the company's liquidity in money market instruments, which are liquid, have a short maturity and are not correlated to any risk component.

<b>Financial income</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Interest income on bank current accounts	25	30	5	+20.1
Other financial income	0	20	20	100
Foreign exchange gains	2	0	-1	-74.6
<b>Total</b>	<b>27</b>	<b>50</b>	<b>23</b>	<b>+87.9</b>

**Note no. 29 - Financial charges**

The trend in interest expense is related to the performance of commitments under financing operations, as detailed in the section of the Notes to the financial statements dedicated to financial liabilities.

<b>Financial charges</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Interest expense and charges on loans	21	15	-6	-29.2
Other financial charges	15	13	-2	-15.0
Foreign exchange losses	0	3	2	+566.1
<b>Total</b>	<b>36</b>	<b>30</b>	<b>-6</b>	<b>-16.5</b>

**Note no. 30 - Income taxes for the year**

A breakdown of "Income taxes for the year" is provided below:

<b>Income taxes for the year</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
IRES	1,936	2,045	109	+5.7
IRAP	526	551	25	+4.8
Deferred tax assets and liabilities	-19	44	63	-328.6
<b>Total</b>	<b>2,443</b>	<b>2,640</b>	<b>197</b>	<b>+8.1</b>

For changes in deferred tax assets and deferred tax liabilities, and the consequent effects, reference should be made to the sections of the Notes to the financial statements on "Deferred tax assets" and "Deferred tax liabilities" respectively.

## Commitments and guarantees

Commitments and guarantees (euro/000)	2020	2021	Changes	Δ%
Guarantees provided	2,542	2,546	4	+0.2

The item includes commitments undertaken by the Parent Company through banks that have provided sureties to network operators against contractual obligations to be fulfilled by the Company (Euro 2,510,000) and to other entities against contractual obligations undertaken for the supply of voice and data services.

## Contingent liabilities

On the basis of the information available to date, the directors believe that, at the date of approval of these financial statements, the provisions set aside are sufficient to ensure a fair representation of the financial information.

## Transactions with related parties

Transactions with related parties are carried out in compliance with the provisions of the laws in force, are part of the normal management of the business and are settled at market prices. The definition of a related party is based on the International Accounting Standards adopted by the European Union (IAS 24). The Group's relations with the holding company Quinta spa and with the associates mainly concern the reciprocal provision of services.

The following table summarises the Company's creditor and debtor relationships with related parties as at 31 December 2021 and 31 December 2020:

Related parties	Trade receivables		Trade payables	
	2020	2021	2020	2021
Quinta spa	0	0	7	4
NetResults srl	1	1	146	277
Winitalia srl	0	0	8	3
Shareholders	23	31	259	397
<b>Total</b>	<b>24</b>	<b>32</b>	<b>420</b>	<b>681</b>
Total item	9,366	9,908	9,881	12,489
% Impact on item	0.26	0.32	4.25	5.45

In contrast, the additional table summarises the Company's economic transactions with related parties as at 31 December 2021 and 31 December 2020:

Related parties	Revenue and Other income		Costs for services	
	2020	2021	2020	2021
Quinta spa	0	0	77	84
NetResults srl	14	14	207	390
Winitalia srl	3	3	14	9
Directors	3	7	0	0
Shareholders	104	117	1,373	1,398
<b>Total</b>	<b>124</b>	<b>141</b>	<b>1,671</b>	<b>1,881</b>
Total item	61,756	67,270	32,347	35,219
% Impact on item	0.20	0.21	5.17	5.34

In compliance with the requirements of IAS 24 and the new procedure on related parties, in addition to the directors of the Parent Company, executives with strategic responsibilities must also be identified as related parties.

## Remuneration of Directors and the Board of Statutory Auditors

The table below provides the total gross remuneration payable to the Directors and members of the Board of Statutory Auditors:

Remuneration of corporate bodies (euro/000)	2020	2021	Changes	Δ%
Directors	1,171	1,151	-20	-1.7
Board of Statutory Auditors	49	49	0	0.0
<b>Total</b>	<b>1,220</b>	<b>1,200</b>	<b>-20</b>	<b>-1.6</b>

## Remuneration payable to the Independent Auditors

The total gross remuneration contractually agreed upon with the Independent Auditors is provided below:

Remuneration of Independent Auditors (euro/000)	2020	2021	Changes	Δ%
Audit of financial statements	50	49	-1	-2.0
Other advice	30	51	21	+70.0
<b>Total</b>	<b>80</b>	<b>100</b>	<b>20</b>	<b>+25.0</b>

## Significant events during the 2021 financial year

Reference should be made to the information provided in the relevant section of the Directors' Report on Operations.

## Business outlook

Reference should be made to the information provided in the relevant section of the Directors' Report on Operations.

## Hierarchical levels of fair value measurement (disclosures pursuant to IFRS 7)

Various accounting standards and certain disclosure obligations require the determination of the fair value of financial and non-financial assets and liabilities. Fair value represents the price that would be received to sell an asset or paid to transfer a liability in a regular transaction between market participants at the measurement date. In order to increase the comparability of data and fair value measurements, the standard establishes a hierarchy identified at three different levels that reflects the significance of the inputs used in determining fair value. The identified levels are distinguished into:

- Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the enterprise has access to at the measurement date. The price quoted in an active and liquid market is the most reliable evidence for measuring fair value, and if the market for the asset/liability is not unique it is necessary to identify the most advantageous market for the instrument;
- Level 2: Inputs other than quoted prices included in Level 1 that are observable, directly or indirectly, for the assets or liabilities being measured. If the asset or liability has a specified duration, a Level 2 input must be observable for the entire duration of the asset or liability. Examples of instruments falling within the second level of the hierarchy include: assets or liabilities in inactive markets or interest rates and yield curves observable at commonly quoted intervals;
- Level 3: Unobservable inputs for the asset or liability. Unobservable inputs should only be used if Level 1 and Level 2 inputs are not available. Despite this, the purpose remains the same, i.e. to determine a closing price at the measurement date, thereby reflecting the assumptions that market participants would use in pricing the asset or liability, including assumptions related to risk.

The following table provides a breakdown of the Group's financial assets and liabilities by category as at 31 December 2021 and 31 December 2020:

<b>Financial assets measured at fair value</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Cash and cash equivalents	15,668	24,871	9,203	+58.7
Trade receivables	9,366	9,908	541	+5.8
Financial assets	632	671	39	+6.2
Other assets	6,463	6,534	71	+1.1
<b>Total</b>	<b>32,129</b>	<b>41,984</b>	<b>9,855</b>	<b>+30.7</b>
<b>Financial liabilities measured at fair value</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Financial liabilities	2,567	1,595	-971	-37.8
Trade payables	8,409	9,881	1,472	+17.5
Other liabilities	13,269	14,424	1,154	+8.7
Other financial liabilities	0	0	0	0.0
<b>Total</b>	<b>24,245</b>	<b>25,900</b>	<b>1,655</b>	<b>+6.8</b>

## Financial risk management

Reference should be made to the information provided in the relevant section of the Directors' Report on Operations.

# Independent Auditors' Report on the Consolidated Financial Statements



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## **Relazione della società di revisione indipendente ai sensi dell'art. 14 del D.Lgs. 27 gennaio 2010, n. 39**

*Agli Azionisti della  
Vianova S.p.A.*

### **Relazione sulla revisione contabile del bilancio consolidato**

#### **Giudizio**

Abbiamo svolto la revisione contabile del bilancio consolidato del Gruppo Vianova (nel seguito anche il "Gruppo"), costituito dai prospetti della situazione patrimoniale e finanziaria al 31 dicembre 2021, del conto economico e del conto economico complessivo, delle variazioni di patrimonio netto e del rendiconto finanziario per l'esercizio chiuso a tale data e dalle note al bilancio che includono anche la sintesi dei più significativi principi contabili applicati.

A nostro giudizio, il bilancio consolidato fornisce una rappresentazione veritiera e corretta della situazione patrimoniale e finanziaria del Gruppo Vianova al 31 dicembre 2021, del risultato economico e dei flussi di cassa per l'esercizio chiuso a tale data in conformità agli International Financial Reporting Standards adottati dall'Unione Europea.

#### **Elementi alla base del giudizio**

Abbiamo svolto la revisione contabile in conformità ai principi di revisione internazionali (ISA Italia). Le nostre responsabilità ai sensi di tali principi sono ulteriormente descritte nel paragrafo "Responsabilità della società di revisione per la revisione contabile del bilancio consolidato" della presente relazione. Siamo indipendenti rispetto alla Vianova S.p.A. in conformità alle norme e ai principi in materia di etica e di indipendenza applicabili nell'ordinamento italiano alla revisione contabile del bilancio. Riteniamo di aver acquisito elementi probativi sufficienti e appropriati su cui basare il nostro giudizio.

#### **Responsabilità degli Amministratori e del Collegio Sindacale della Vianova S.p.A. per il bilancio consolidato**

Gli Amministratori sono responsabili per la redazione del bilancio consolidato che fornisca una rappresentazione veritiera e corretta in conformità agli International

KPMG S.p.A. è una società per azioni di diritto italiano e fa parte del network KPMG di entità indipendenti affiliate a KPMG International Limited, società di diritto inglese.

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**Gruppo Vianova**  
Relazione della società di revisione  
31 dicembre 2021

Financial Reporting Standards adottati dall'Unione Europea e, nei termini previsti dalla legge, per quella parte del controllo interno dagli stessi ritenuta necessaria per consentire la redazione di un bilancio che non contenga errori significativi dovuti a frodi o a comportamenti o eventi non intenzionali.

Gli Amministratori sono responsabili per la valutazione della capacità del Gruppo di continuare a operare come un'entità in funzionamento e, nella redazione del bilancio consolidato, per l'appropriatezza dell'utilizzo del presupposto della continuità aziendale, nonché per una adeguata informativa in materia. Gli Amministratori utilizzano il presupposto della continuità aziendale nella redazione del bilancio consolidato a meno che abbiano valutato che sussistono le condizioni per la liquidazione della capogruppo Vianova S.p.A. o per l'interruzione dell'attività o non abbiano alternative realistiche a tali scelte.

Il Collegio Sindacale ha la responsabilità della vigilanza, nei termini previsti dalla legge, sul processo di predisposizione dell'informativa finanziaria del Gruppo.

#### **Responsabilità della società di revisione per la revisione contabile del bilancio consolidato**

I nostri obiettivi sono l'acquisizione di una ragionevole sicurezza che il bilancio consolidato nel suo complesso non contenga errori significativi, dovuti a frodi o a comportamenti o eventi non intenzionali, e l'emissione di una relazione di revisione che includa il nostro giudizio. Per ragionevole sicurezza si intende un livello elevato di sicurezza che, tuttavia, non fornisce la garanzia che una revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia) individui sempre un errore significativo, qualora esistente. Gli errori possono derivare da frodi o da comportamenti o eventi non intenzionali e sono considerati significativi qualora ci si possa ragionevolmente attendere che essi, singolarmente o nel loro insieme, siano in grado di influenzare le decisioni economiche degli utilizzatori prese sulla base del bilancio consolidato.

Nell'ambito della revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia), abbiamo esercitato il giudizio professionale e abbiamo mantenuto lo scetticismo professionale per tutta la durata della revisione contabile. Inoltre:

- abbiamo identificato e valutato i rischi di errori significativi nel bilancio consolidato, dovuti a frodi o a comportamenti o eventi non intenzionali; abbiamo definito e svolto procedure di revisione in risposta a tali rischi; abbiamo acquisito elementi probativi sufficienti e appropriati su cui basare il nostro giudizio. Il rischio di non individuare un errore significativo dovuto a frodi è più elevato rispetto al rischio di non individuare un errore significativo derivante da comportamenti o eventi non intenzionali, poiché la frode può implicare l'esistenza di collusioni, falsificazioni, omissioni intenzionali, rappresentazioni fuorvianti o forzature del controllo interno;
- abbiamo acquisito una comprensione del controllo interno rilevante ai fini della revisione contabile allo scopo di definire procedure di revisione appropriate nelle circostanze e non per esprimere un giudizio sull'efficacia del controllo interno del Gruppo;
- abbiamo valutato l'appropriatezza dei principi contabili utilizzati nonché la ragionevolezza delle stime contabili effettuate dagli Amministratori, inclusa la relativa informativa;



**Gruppo Vianova**  
Relazione della società di revisione  
31 dicembre 2021

- siamo giunti a una conclusione sull'appropriatezza dell'utilizzo da parte degli Amministratori del presupposto della continuità aziendale e, in base agli elementi probativi acquisiti, sull'eventuale esistenza di un'incertezza significativa riguardo a eventi o circostanze che possono far sorgere dubbi significativi sulla capacità del Gruppo di continuare a operare come un'entità in funzionamento. In presenza di un'incertezza significativa, siamo tenuti a richiamare l'attenzione nella relazione di revisione sulla relativa informativa di bilancio ovvero, qualora tale informativa sia inadeguata, a riflettere tale circostanza nella formulazione del nostro giudizio. Le nostre conclusioni sono basate sugli elementi probativi acquisiti fino alla data della presente relazione. Tuttavia, eventi o circostanze successivi possono comportare che il Gruppo cessi di operare come un'entità in funzionamento;
- abbiamo valutato la presentazione, la struttura e il contenuto del bilancio consolidato nel suo complesso, inclusa l'informativa, e se il bilancio consolidato rappresenti le operazioni e gli eventi sottostanti in modo da fornire una corretta rappresentazione;
- abbiamo acquisito elementi probativi sufficienti e appropriati sulle informazioni finanziarie delle imprese o delle differenti attività economiche svolte all'interno del Gruppo per esprimere un giudizio sul bilancio consolidato. Siamo responsabili della direzione, della supervisione e dello svolgimento dell'incarico di revisione contabile del Gruppo. Siamo gli unici responsabili del giudizio di revisione sul bilancio consolidato.

Abbiamo comunicato ai responsabili delle attività di *governance*, identificati a un livello appropriato come richiesto dagli ISA Italia, tra gli altri aspetti, la portata e la tempistica pianificate per la revisione contabile e i risultati significativi emersi, incluse le eventuali carenze significative nel controllo interno identificate nel corso della revisione contabile.

## Relazione su altre disposizioni di legge e regolamentari

### **Giudizio ai sensi dell'art. 14, comma 2, lettera e), del D.Lgs. 39/10**

Gli Amministratori della Vianova S.p.A. sono responsabili per la predisposizione della relazione sulla gestione del Gruppo Vianova al 31 dicembre 2021, incluse la sua coerenza con il relativo bilancio consolidato e la sua conformità alle norme di legge.

Abbiamo svolto le procedure indicate nel principio di revisione (SA Italia) 720B al fine di esprimere un giudizio sulla coerenza della relazione sulla gestione con il bilancio consolidato del Gruppo Vianova al 31 dicembre 2021 e sulla conformità della stessa alle norme di legge, nonché di rilasciare una dichiarazione su eventuali errori significativi.

A nostro giudizio, la relazione sulla gestione è coerente con il bilancio consolidato del Gruppo Vianova al 31 dicembre 2021 ed è redatta in conformità alle norme di legge.

Con riferimento alla dichiarazione di cui all'art. 14, comma 2, lettera e), del D.Lgs. 39/10, rilasciata sulla base delle conoscenze e della comprensione dell'impresa e del



**Gruppo Vianova**  
*Relazione della società di revisione*  
31 dicembre 2021

relativo contesto acquisite nel corso dell'attività di revisione, non abbiamo nulla da riportare.

Firenze, 25 marzo 2022

KPMG S.p.A.

A handwritten signature in blue ink, appearing to read 'G. Pancrazi', is written over the printed name and title.

Giuseppe Pancrazi  
Socio



Vianova spa  
Separate Financial Statements  
as at 31 December 2021

## Statement of Financial Position

Statement of Financial Position (euro)	Notes	2020	%	2021	%	Δ%
<b>Total Assets (a+b)</b>		<b>57,427,251</b>	<b>100</b>	<b>64,238,620</b>	<b>100</b>	<b>+11.9</b>
<b>Total non-current assets (a)</b>		<b>28,503,890</b>	<b>49.6</b>	<b>25,443,911</b>	<b>39.6</b>	<b>-10.7</b>
Owned property, plant and equipment	1	24,506,370	42.7	21,167,922	33.0	-13.6
Intangible assets with a finite useful life	2	1,618,092	2.8	1,805,841	2.8	+11.6
Equity investments in subsidiaries valued using the Equity Method	3	1,461,949	2.5	1,655,588	2.6	+13.2
Equity investments in associates valued using the Equity Method	3	457,624	0.8	497,074	0.8	+8.6
Sundry receivables and other non-current assets	4	11,744	0.0	1,144	0.0	-90.3
Deferred tax assets	5	448,110	0.8	316,341	0.5	-29.4
<b>Total current assets (b)</b>		<b>28,923,361</b>	<b>50.4</b>	<b>38,794,709</b>	<b>60.4</b>	<b>+34.1</b>
Inventories	6	0	0.0	0	0.0	0.0
Trade receivables	7	8,836,896	15.4	9,446,802	14.7	+6.9
Other current assets	8	6,178,937	10.8	6,229,901	9.7	+0.8
Current tax assets	9	176,097	0.3	641,489	1.0	+264.3
Cash and cash equivalents	10	13,731,431	23.9	22,476,516	35.0	+63.7
<b>Total Shareholders' Equity and liabilities (c+d)</b>		<b>57,427,251</b>	<b>100</b>	<b>64,238,620</b>	<b>100</b>	<b>+11.9</b>
<b>Total Shareholders' Equity (c)</b>	11	<b>32,971,604</b>	<b>57.4</b>	<b>37,580,641</b>	<b>58.5</b>	<b>+14.0</b>
Share capital		11,000,000	19.2	11,000,000	17.1	0.0
Reserves		14,816,856	25.8	19,099,615	29.7	+28.9
Net result		7,154,748	12.5	7,481,027	11.6	+4.6
<b>Total Liabilities (d=e+f)</b>		<b>24,455,647</b>	<b>42.6</b>	<b>26,657,978</b>	<b>41.5</b>	<b>+9.0</b>
<b>Total non-current liabilities (e)</b>		<b>1,359,558</b>	<b>2.4</b>	<b>1,019,748</b>	<b>1.6</b>	<b>-25.0</b>
Non-current financial liabilities	12	427,065	0.7	191,409	0.3	-55.2
Employee benefits	13	230,089	0.4	232,063	0.4	+0.9
Provisions for future risks and charges	14	498,995	0.9	495,324	0.8	-0.7
Deferred tax liabilities	15	203,410	0.4	100,952	0.2	-50.4
<b>Total current liabilities (f)</b>		<b>23,096,089</b>	<b>40.2</b>	<b>25,638,230</b>	<b>39.9</b>	<b>+11.0</b>
Current financial liabilities	16	854,738	1.5	240,462	0.4	-71.9
Trade payables	17	9,247,037	16.1	11,926,562	18.6	+29.0
Other current liabilities	18	11,984,240	20.9	13,109,658	20.4	+9.4
Current tax liabilities	19	1,010,074	1.8	361,548	0.6	-64.2

# Income Statement

<b>Income Statement</b> (euro)	Notes	2020	%	2021	%	Δ%
<b>Revenue and operating income</b>	20	<b>57,319,329</b>	<b>100</b>	<b>62,454,524</b>	<b>100</b>	<b>+9.0</b>
Purchase of services	21	-31,030,155	54.1	-33,482,093	53.6	+7.9
Staff costs	22	-9,447,704	16.5	-11,008,821	17.6	+16.5
Other operating costs	23	-697,775	1.2	-508,760	0.8	-27.1
Purchase of materials	24	-132,029	0.2	-593,457	1.0	+349.5
Change in inventories	23	0	0.0	0	0.0	0.0
<b>Operating income before amortisation/depreciation and write-downs</b>		<b>16,011,666</b>	<b>27.9</b>	<b>16,861,394</b>	<b>27.0</b>	<b>+5.3</b>
Amortisation/depreciation and write-downs	25	-6,595,094	11.5	-7,079,046	11.3	+7.3
<b>Operating income</b>		<b>9,416,572</b>	<b>16.4</b>	<b>9,782,348</b>	<b>15.7</b>	<b>+3.9</b>
Net income/(expense) from equity investments	26	157,368	0.3	238,388	0.4	+51.5
Financial income	27	23,757	0.0	30,304	0.0	+27.6
Financial charges	28	-19,070	0.0	-13,010	0.0	-31.8
<b>Profit before tax</b>		<b>9,578,628</b>	<b>16.7</b>	<b>10,038,029</b>	<b>16.1</b>	<b>+4.8</b>
Income taxes	29	-2,423,880	4.2	-2,557,003	4.1	+5.5
<b>Net result for the year</b>		<b>7,154,748</b>	<b>12.5</b>	<b>7,481,027</b>	<b>12.0</b>	<b>+4.6</b>

<b>Statement of Comprehensive Income</b> (euro)	Notes	2020	%	2021	%	Δ%
<b>Net result for the year</b>		<b>7,154,748</b>	<b>12.5</b>	<b>7,481,027</b>	<b>12.0</b>	<b>+4.6</b>
Other statement of comprehensive income items that will not be subsequently reclassified to profit/(loss) for the period:						
▪ Equity investments accounted for using the Equity Method		6,409	0.0	-5,299	0.0	-182.7
▪ Profit/(loss) from revaluation of defined benefit plans		-1,034	0.0	-6,906	0.0	+567.9
▪ Taxes on other components of the income statement		298	0.0	1,990	0.0	+567.9
<b>Total Statement of Comprehensive Income</b>		<b>7,160,420</b>	<b>12.5</b>	<b>7,470,813</b>	<b>12.0</b>	<b>+4.3</b>

# Cash Flow Statement

Cash Flow Statement (euro)	Notes	2020	2021
<b>Net result</b>		<b>7,154,748</b>	<b>7,481,027</b>
Amortisation/depreciation	25	6,532,708	7,033,574
Capital losses/(gains) on disposal of assets	20-25	-3,000	-14,942
Value adjustments to financial assets	26	-163,777	-233,089
Trade receivables - Decrease (increase)	7	-511,383	-609,906
Other current assets - Decrease (increase)	8	-361,516	-50,964
Current tax assets - Decrease (increase)	9	50,167	-465,392
Deferred tax assets - Decrease (increase)	5	131,158	131,769
Trade payables - Increase (decrease)	17	-221,671	2,679,526
Provisions for risks - Increase (decrease)	14	-110,975	-3,671
Other current liabilities - Increase (decrease)	18	1,161,219	476,891
Provisions for employee benefits - Increase (decrease)	13	-1,329	1,974
Provision for deferred taxes - Increase (decrease)	15	-142,972	-102,458
Dividends received		0	0
<b>Cash flow from operations</b>		<b>13,513,378</b>	<b>16,324,340</b>
Intangible fixed assets - (Acquisition) / Disposal	2	-967,000	-1,469,714
Tangible fixed assets - (Acquisition) / Disposal	1	-7,000,000	-2,398,220
Financial fixed assets - (Acquisition) / Disposal		0	0
Other non-current assets - (Acquisition) / Disposal	4	-9,000	10,600
<b>Cash flow from investments</b>		<b>-7,976,000</b>	<b>-3,857,334</b>
Financial liabilities - Increase (decrease)	12-16	-853,000	-849,932
Dividends paid	11	-2,348,000	-2,861,775
Other changes in Shareholders' Equity	11	6,000	-10,214
<b>Cash flow from financial management</b>		<b>-3,195,000</b>	<b>-3,721,921</b>
<b>Total cash flow</b>		<b>2,342,378</b>	<b>8,745,085</b>
Opening cash and cash equivalents		11,389,652	13,731,431
Closing cash and cash equivalents	10	13,731,431	22,476,516
<b>Change in cash and cash equivalents</b>		<b>2,341,779</b>	<b>8,745,085</b>

## Statement of Changes in Shareholders' Equity

Statement of Changes in Shareholders' Equity (euro)	Notes	Share capital	Reserves	Statement of Comprehensive Income Reserve	Profit/(loss) for the year	Total Shareholder s' Equity
<b>Balance as at 31 December 2019</b>		<b>11,000,000</b>	<b>11,313,790</b>	<b>-24,251</b>	<b>5,869,270</b>	<b>28,158,808</b>
2020 Revaluations of defined benefit plans for employees		0	0	-736	0	-736
Revaluation of equity investments, other 2020 Statement of Comprehensive Income items		0	0	6,409	0	6,409
Profit/(loss) for 2020		0	0	0	7,154,748	7,154,748
2020 Dividend distribution		0	0	0	-2,347,625	-2,347,625
Allocation of previous year's result		0	3,521,645	0	-3,521,645	0
<b>Balance as at 31 December 2021</b>	<b>11</b>	<b>11,000,000</b>	<b>14,835,435</b>	<b>-18,578</b>	<b>7,154,748</b>	<b>32,971,604</b>
2021 Revaluations of defined benefit plans for employees		0	0	-4,916	0	-4,916
Revaluation of equity investments, other 2021 Statement of Comprehensive Income items		0	0	-5,299	0	-5,299
Profit/(loss) for 2021		0	0	0	7,481,027	7,481,027
2021 Dividend distribution		0	0	0	-2,861,775	-2,861,775
Allocation of previous year's result		0	4,292,973	0	-4,292,973	0
<b>Balance as at 31 December 2021</b>	<b>11</b>	<b>11,000,000</b>	<b>19,128,407</b>	<b>-28,793</b>	<b>7,481,027</b>	<b>37,580,641</b>

# Notes to the Separate Financial Statements

## Structure and Activities of the Company

Vianova is controlled by the company Quinta, which holds 82.9302% of the share capital and which therefore, pursuant to Article 2497 et seq. of the Italian Civil Code, exercises management and coordination activities.

Attached to these Notes to the financial statements is corporate information and the latest approved financial statements of the holding company for the year ended 31 December 2020.

Vianova spa (hereinafter the "Company") is a public limited company under Italian law with registered office in Massarosa (LU), Via di Montramito 431/a.

Vianova is a landline ICT operator, and from 2018 also a mobile network operator, which directs its voice and data services exclusively to businesses.

Since 2007, the Company has been marketing a single integrated service offering, called Vianova, oriented towards the needs of businesses and inspired by an insourcing policy. In other words, the services are "built" in-house, integrating more traditional services, such as Voice and Data access, with the Collaboration services implemented by the Group, such as Mail, Hosting, Meeting, Conference Call, 800 Line, Fax, IP Centrex, Communicator, Drive, Cloud, Proxy and Analysis.

## Approval of the financial statements for the year ended 31 December 2021

The Financial Statements for the year ended 31 December 2021 were approved by the Board of Directors on 28 February 2022, are audited by KPMG spa and will be presented at the Annual Shareholders' Meeting.

## Declaration of compliance with IAS/IFRS and general criteria for the preparation of the Separate Financial Statements

The financial statements for the year ended 31 December 2021 have been prepared in accordance with international accounting standards (International Accounting Standards - IAS or International Financial Reporting Standards - IFRS) and related interpretations (SIC/IFRIC) endorsed by the European Union on that date, hereinafter referred to as IFRS-EU, as well as with the measures issued in implementation of Article 9 of Legislative Decree 38/2005, which also regulates the ability to apply the aforementioned standards on an optional basis.

## Financial Statement Tables

The financial statements have been prepared on a going concern basis and, in addition to these notes, comprise the following tables:

- Statement of financial position: the presentation of the statement of financial position takes place through the separate disclosure of current and non-current assets and current and non-current liabilities with a description in the notes for each item of assets and liabilities of the amounts that are expected to be settled or recovered within or beyond 12 months from the reporting date.
- Statement of Comprehensive Income: the classification of costs in the income statement is based on their nature, highlighting the intermediate results relating to gross operating profit, net operating profit and profit before tax. The table also includes income and expenses recognised directly in Shareholders' Equity for transactions other than those carried out with shareholders.
- Cash flow statement: the cash flow statement presents the cash flows from operating, investing and financing activities. Cash flows from operations are reported using the indirect method, whereby net result for the year is adjusted for the effects of non-monetary transactions, any deferrals or accruals of past or future operating cash receipts or payments, and revenue items associated with cash flows from investing or financing activities.

- Statement of changes in Shareholders' Equity: in addition to the statement of comprehensive income, this statement also includes transactions with shareholders and details of each individual component. Where applicable, the table also includes the effects, for each item of Shareholders' Equity, deriving from changes in accounting principles.

The financial statements are prepared in euro, the Company's working currency. Amounts are expressed in thousands of euro, except where specifically indicated. Rounding is carried out at the level of each individual account and then totalled. It should also be noted that any differences in tables are due to the rounding of amounts expressed in thousands of euro.

## Use of estimates and valuations

The preparation of the financial statements and related notes requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the reporting date.

Estimates and assumptions are based on elements known at the date of preparation of the financial statements, on management's experience and on other elements that may be considered relevant. Actual results may differ from these estimates.

Estimates are used to test for impairment, to defer assets and liabilities arising from contracts with Customers, to measure assets, amortisation/depreciation, to assess the recoverability of deferred tax assets, to recognise provisions for credit risks, as well as to make actuarial valuations of employee benefits and to measure contingent liabilities.

Estimates and assumptions are reviewed periodically and the effects of any changes are reflected in the income statement.

The following is a summary of the critical valuation processes and key assumptions used in the process of applying the IFRS and which may have a significant effect on the values recognised in the financial statements or for which there is a risk that significant differences in value may emerge with respect to the carrying amount of the assets and liabilities in the financial year subsequent to that of the financial statements.

### Recoverable amount of non-current assets

Non-current assets include property, plant, equipment and other assets, investments accounted for using the Equity Method, other investments and other non-current assets. The Company periodically reviews the carrying amount of non-current assets held and used and of assets to be disposed of, when facts and circumstances require such a review. The analysis of the recoverability of the carrying amount of non-current assets is generally carried out using estimates of the expected cash flows from the use or sale of the asset and appropriate discount rates to calculate the present value. When the carrying amount of a non-current asset is impaired, the Company records a write-down equal to the excess between the carrying amount of the asset and its recoverable amount through use or sale of the same, determined with reference to the cash flows contained in the most recent business plans.

The estimates and assumptions used in this analysis reflect the state of knowledge of the Company's management in relation to business developments and take into account forecasts believed to be reasonable about future market and industry developments. It cannot be ruled out that different developments in the markets and sectors in which the Company operates could lead to values that differ from the original estimates and, where necessary, to adjustments in the carrying amount of certain non-current assets.

### Amortisation/depreciation

Amortisation/depreciation of fixed assets is a significant cost for the Company. The cost of property, plant and equipment is depreciated on a straight-line basis over the estimated useful life of the related assets. The useful economic life of the Company's fixed assets is determined by the Directors at the time the asset is acquired; it is based on historical experience for similar fixed assets, market conditions and anticipations regarding future events that could have an impact on the useful life, including changes in technology. Therefore, the actual economic life may differ from the estimated useful life. The Company

periodically assesses technological and industry changes in order to update the remaining useful life. This periodic update could result in a change in the amortisation/ depreciation period and therefore also in the amortisation/ depreciation charge for future years.

#### **Contracts with Customers**

The Company recognises in the income statement the revenue components arising from contracts with Customers and the cost components relating to the acquisition of contracts and the costs of fulfilling the contracts. These components are recognised in the income statement on the basis of the estimated average life of the contracts with Customers, which is determined by the Directors on the basis of historical experience. Therefore, the actual economic life may differ from the estimated useful life. The Company periodically reviews its estimate of the average contractual life. This periodic update could lead to a change in the period of recognition of revenue and costs and therefore also of the share of future years. The estimated average contractual life is in line with previous years and estimated at 72 months.

#### **Recoverability of deferred tax assets**

The Company recognises deferred tax assets up to the amount for which recovery is considered probable. Where necessary, the Company recognises adjustment items in order to reduce the value of deferred tax assets to the value for which recovery is considered probable. In assessing the recoverability of deferred tax assets, account is taken of budget results and forecasts for subsequent years described in the paragraph above on the recoverable amount of non-current assets.

#### **Allowance for doubtful accounts**

The allowance for doubtful accounts reflects management's estimate of losses related to the customer loan portfolio. The estimate of the allowance for doubtful accounts is based on management's expected losses, determined based on past experience with similar receivables, current and historical past due amounts, losses and collections, careful monitoring of credit quality and projections about general and sector economic conditions.

#### **Defined benefit plans**

The Company provide employees with a defined benefit plan (employee severance indemnity). With reference to employee benefit plans, net financial costs and charges are measured using an actuarial method that requires the use of estimates and assumptions to determine the net value of the obligation. The actuarial method considers parameters of a financial nature such as, for example, the discount rate, rates of growth of salaries and the probability of occurrence of potential future events through the use of parameters of a demographic nature such as, for example, rates relating to mortality and resignation or retirement of employees. In particular, the discount rates taken as reference are rates or rate curves of corporate bonds with high creditworthiness in their respective markets. A change in any of these parameters could affect the amount of the liability.

#### **Contingent liabilities**

The Company recognises a provision for ongoing disputes and legal cases when it considers it probable that a financial outlay will be made and when the amount of the resulting charges can be reasonably estimated. If the amount of the financial outlay cannot be reliably estimated or the probability of such an outlay becomes possible, no provision is recognised and the fact is reported in the Notes to the financial statements.

In the normal course of business, the Company monitors the status of pending litigation and consults with their legal and tax advisors. It is therefore possible that the value of provisions for legal proceedings and disputes of the Company may vary as a result of future developments in the proceedings in progress.



**Treatment of foreign currency transactions**

The Company does not carry out transactions in foreign currencies and does not hold equity investments in foreign companies.

**Relevant accounting standards****Property, plant and equipment****Recognition and measurement**

Tangible fixed assets are recognised and measured using the "cost" method, in accordance with IAS 16. Using this criterion, tangible fixed assets are recognised in the financial statements at purchase or production cost, including directly attributable ancillary costs and, subsequently, adjusted to take into account depreciation, any permanent impairment in value and the relative reversals.

If a tangible fixed asset is composed of several components with different useful lives, these components are accounted for separately (if they are significant).

Land is not depreciated, even if purchased together with a building.

The gain or loss generated by the disposal of property, plant, machinery, equipment and other assets is determined as the difference between the net disposal proceeds and the net residual value of the asset, and is recognised in the income statement in the period in which the disposal takes place.

**Subsequent costs**

Costs incurred subsequent to the purchase of the assets and the cost of replacing certain parts of the assets recorded in this category are added to the carrying amount of the item to which they refer and capitalised only if they increase the future economic benefits inherent in the asset itself. All other costs are recognised in the income statement when incurred.

When the cost of replacing parts of assets is capitalised, the net carrying amount of the replaced parts is recognised in the income statement. Extraordinary maintenance costs that increase the useful life of tangible fixed assets are capitalised and depreciated over the remaining useful life of the asset. Ordinary maintenance costs are recognised in the income statement in the year in which they are incurred.

Assets in the course of construction are recorded at cost under "Fixed assets in progress" until they are available for use; when they are available for use, the cost is classified under the relevant item and depreciated.

**Depreciation and impairments**

The depreciation period begins when the asset is available for use and ends on the earlier of the date on which the asset is classified as held for sale in accordance with IFRS 5 and the date on which the asset is derecognised. Any changes to depreciation schedules are applied prospectively.

The value to be depreciated is represented by the book value reduced by the presumable net disposal value at the end of its useful life, if significant and reasonably determinable.

Depreciation is calculated on the basis of economic-technical rates determined in relation to the estimated useful life of the individual assets, established in accordance with the company's plans for their use, which also consider physical and technological deterioration, taking into account their estimated realisable value net of scrapping costs. When the tangible asset is made up of several significant components with different useful lives, each component is depreciated separately. When events occur that indicate a possible loss due to reduction in value of tangible fixed assets, or when there is a significant reduction in the market value of the same, significant technological changes or significant obsolescence, the net carrying amount, independently of the depreciation already recorded, is subject to verification based on the estimate of the current value of the estimated future cash flows and adjusted if necessary. Subsequently, if these conditions are no longer met, the impairment loss is reversed up to the carrying amount that would have been determined (net of depreciation) if the asset impairment loss had never been recognised.

Depreciation is calculated with pro-rata temporis criteria on a straight-line basis over the estimated useful life of the asset, by applying the following rates:

Depreciation rates (%)	2020	2021
Plant and equipment, TLC infrastructure, ULL and PoP sites	18	18
Industrial and commercial equipment	12	12
Furnishings	12	12
Fittings	12	12
Equipment on loan for use at Customers' premises	20	20
Electrical and electronic equipment, including electronic telephone systems	20	20
Vehicles	25	25
Buildings	3	3
Fibre (core network)	6.67	6.67
Customer Fibre (access network)	33.33	33.33

Useful lives and residual values are verified at the reporting date and have not been changed from the previous year.

## Intangible assets with a finite useful life

### Initial recognition and measurement

Intangible assets acquired separately are initially capitalised at cost, while those acquired through business combinations are capitalised at fair value at the date of acquisition. After initial recognition, intangible assets are recognised at cost less accumulated amortisation and any impairment losses.

### Subsequent costs

Costs incurred after purchase are capitalised only when they increase the expected future economic benefits attributable to the asset to which they refer. All other subsequent costs are charged to the income statement when incurred.

### Amortisation and impairments

Intangible assets are amortised over their useful lives and tested for impairment whenever there are indications of possible impairment losses. The period and method of amortisation applied to them shall be reviewed at the end of each financial year or more frequently if necessary. Any changes to amortisation schedules are applied prospectively.

Gains or losses arising from the derecognition of an intangible asset are measured by the difference between the net disposal proceeds and the carrying amount of the intangible asset, and are recognised in the income statement in the period of derecognition.

Amortisation is calculated with pro-rata temporis criteria on a straight-line basis over the estimated useful life of the intangible asset, by applying the following rates:

Amortisation rates (%)	2020	2021
Development costs	33	33
Start-up and expansion expenses	20	20
Industrial patent rights and use of intellectual property	5	5
Software expenses	33	33
Goodwill	20	20
Concessions, licenses, trademarks and similar rights	20	20
Other fixed assets (costs related to technical operations)	20	20

**Derecognition**

Intangible assets with a finite useful life are derecognised either when they are disposed of or when no future economic benefit is expected from their use or disposal. The relative gain or loss, recognised in the income statement, is determined as the difference between the net consideration deriving from the disposal, if any, and the net carrying amount of the asset derecognised.

**Equity investments accounted for using the Equity Method**

Equity investments in subsidiaries and associates are valued using the Equity Method and periodically subjected to an impairment test to verify that there are no impairment losses. This test is carried out at least once a year, or whenever there is evidence of a probable impairment loss of the equity investments. The valuation method used is carried out by determining, if available, the value in use of the expected cash flows from the investee company. If it becomes necessary to carry out a write-down, this will be charged to the income statement in the year in which it is recorded. When the reasons for the impairment no longer exist, the carrying amount of the investment is increased to the original cost. This reversal is recognised in the income statement.

Pursuant to the Equity Method, the equity investment is recognised in the statement of financial position at cost increased by changes subsequent to acquisition. The related goodwill is included in the carrying amount of the equity investment and is not subject to amortisation. The income statement reflects the Company's share of the subsidiary's and associate's results for the year. In the event that a company recognises adjustments directly to Shareholders' Equity, the Company recognises its share of these adjustments and reports them, where applicable, in the statement of changes in Shareholders' Equity. Profits and losses arising from transactions between Vianova and the investee company are eliminated.

**Assets measured at amortised cost**

If there is objective evidence that a loan or a receivable recognised at amortised cost has suffered an impairment loss, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses not yet incurred), discounted using the financial asset's initial effective interest rate (i.e. the effective interest rate calculated at the date of initial recognition or the current effective interest rate in the case of variable rate loans). The carrying amount of the asset is reduced through the use of a provision and the amount of the loss is recognised in the income statement.

The Company assesses, first of all, the existence of objective indications of impairment at an individual level, for financial assets that are individually significant, and then, at an individual or collective level for financial assets that are not. In the absence of objective indications of impairment for an individually assessed financial asset, whether significant or not, that asset is included in a group of financial assets with similar credit risk characteristics and that group is tested for impairment on a collective basis. Assets assessed individually and for which an impairment loss is recognised or continues to be recognised will not be included in a collective assessment.

If, in a subsequent period, the value of the impairment loss decreases and that reduction can be objectively traced to an event occurring after the impairment loss was recognised, the previously reduced value may be reversed. Any subsequent reversals of impairment losses are recognised in the income statement, to the extent that the carrying amount of the asset does not exceed the amortised cost at the date of the reversal.

With reference to trade receivables, a provision for impairment losses is made when there is an objective indication (such as, for example, the probability of insolvency or significant financial difficulties of the debtor) that the Company will not be able to recover all the amounts due according to the original terms of the invoice. The carrying amount of the receivable is reduced by the use of a specific provision. Receivables subject to impairment losses are reversed when they prove to be unrecoverable.

When, given the terms of payment granted, a financial transaction is involved, receivables are measured at amortised cost by discounting the nominal value to be received, recording the discount as financial income.

### **IFRS 9 (Financial Instruments)**

The Company adopts the expected credit loss model in accordance with IFRS 9, and classifies its financial assets on the basis of the business model chosen by the entity to manage them and on the basis of the characteristics of the contractual cash flows of the financial assets themselves.

As regards the management of trade receivables, Management has defined its business models on the basis of the specific nature of the receivable, the type of counterparty and the collection period; this has been done in order to optimise the management of working capital by continually monitoring the collection performance of customers, setting credit collection policies and managing receivable disposal programmes.

The Business Model adopted by the company for trade receivable management is "Held to Collect". The company holds the financial assets and trade receivables in order to collect them, not so much to benefit from their sale. The measurement is at amortised cost.

Impairment on trade receivables and contract assets is carried out using the simplified approach allowed by the standard. This approach involves estimating the expected loss over the life of the receivable at initial recognition and in subsequent valuations. For each customer segment, the estimate is made mainly by determining the average expected uncollectible amount, based on historical-statistical indicators, adjusted if necessary using prospective elements. For certain categories of receivables with specific risk elements, specific assessments are carried out on individual credit positions.

### **IFRS 16 (Leases)**

Pursuant to IFRS 16, at the start date of the leasing contract, the lessee must recognise an asset representing the right to use of the leased asset for the duration of the contract (so-called right-of-use or *RoU*) and a liability for future payments to which the lessee is committed by signing the contract (so-called lease liability).

The financial charges accrued on the lease liability and the amortisation of the right to use the asset are recorded separately in the income statement.

The contracts falling within the scope of application of the standard for the Group concern the rental of office and warehouse premises, TLC infrastructures and vehicles.

### **Cash and cash equivalents**

Cash and cash equivalents include cash on hand and demand and short-term sight deposits, in accordance with IAS 7. For the purposes of the cash flow statement, cash and cash equivalents are represented by cash as defined above net of bank overdrafts.

### **Share capital and other Shareholders' Equity items**

Costs relating to the issue of new shares or options are classified in Shareholders' Equity, net of the related tax benefit, as a deduction from the proceeds from the issue of such instruments.

As envisaged by IAS 32, if equity instruments are repurchased, these instruments (own shares) are deducted directly from Shareholders' Equity under the item "Other reserves". No gain or loss is recognised in the income statement on the purchase, sale or cancellation of own shares.

The consideration paid or received, including any costs incurred directly attributable to the capital transaction, net of any related tax benefit, is recognised directly as a movement in Shareholders' Equity.

Any dividends paid to shareholders are recognised as liabilities in the period in which they are declared.

### **Financial liabilities**

Financial liabilities are initially recognised at the fair value of the consideration received net of transaction costs that are directly attributable to the loan itself. After initial recognition, financial liabilities are measured at amortised cost using the effective interest rate method. Depreciation at the effective interest rate is included among financial charges in the income statement.

### Employee benefits

Post-employment benefits may be offered to employees through defined contribution and/or defined benefit plans. These benefits are based on employees' remuneration and years of service.

Defined contribution plans are post-employment benefit plans under which the Company and sometimes its employees make predetermined contributions to a separate entity (a fund) and the Company does not have, and will not have, a legal or constructive obligation to pay further contributions if the fund does not have sufficient assets to meet its obligations to employees.

Defined benefit plans are post-employment benefit plans, other than defined contribution plans. Defined benefit plans may be unfunded or wholly or partly funded by contributions paid by the enterprise, and sometimes by its employees, to a company or fund that is legally separate from the enterprise paying them to employees.

The amount accrued is projected into the future to estimate the amount to be paid at the time of termination of the employment relationship and subsequently discounted to take into account the time elapsed before the actual payment.

Adjustments to liabilities relating to employee benefits are determined on the basis of actuarial assumptions, based on demographic and financial assumptions, and are recognised on an accruals basis in line with the work performed to obtain the benefit. The amount of the rights matured during the year by employees and the share of interest on the amounts accrued at the beginning of the period and on the corresponding movements referring to the same period are recognised in the income statement under "Staff costs", while the figurative financial charge deriving from the actuarial calculation is recognised in the statement of comprehensive income under the "Profit/(loss) from revaluation of defined benefit plans" item.

The actuarial valuation is entrusted to an actuary external to the Company.

Following the changes made to the rules for the Employee Severance Indemnity (Trattamento di Fine Rapporto - "T.F.R.") by Law no. 296 of 27 December 2006 and subsequent Decrees and Regulations ("Pension Reform") issued in the early months of 2007:

- the T.F.R. accrued at 31 December 2006 is considered a defined benefit plan according to IAS 19. Guaranteed employee benefits, in the form of T.F.R., paid out on termination of employment, are recognised during the period when the right to such benefits accrues;
- the T.F.R. accrued after 1 January 2007 is considered a defined contribution plan and therefore the contributions accrued in the period have been entirely recorded as a cost and, for the portion not yet paid to the funds, shown as a liability in the "Other current liabilities" item.

### Provisions for future risks and charges

Provisions for risks and charges are recognised to cover charges for obligations of the Company, whether legal or implicit (contractual or otherwise), arising from a past event. Provisions for risks and charges are recognised if it is probable that a utilisation of resources will be required to settle the obligation and if a reliable estimate of the obligation can be made.

Provisions are recognised at the best estimate of the amount that the enterprise would reasonably pay to extinguish the obligation or to transfer it to third parties at the end of the period.

Provisions are periodically updated to reflect changes in cost estimates, the time needed to complete the project and the discount rate; revisions of provisions are booked to the same income statement item that had previously included the provisions or, when the liability relates to tangible assets, as an offsetting entry to the asset to which it refers.

The provision includes the allocation of future costs for ongoing litigation.

### Trade payables

Payables are recorded at nominal value net of discounts, returns or billing adjustments, representing the fair value of the obligation. When, given the payment terms agreed, a financial transaction is involved, the payables, valued using the amortised cost method, are discounted to their nominal value to be paid, recording the discount as a financial charge.

### **Impairment losses on non-financial assets**

The Company assesses whether there are any indicators of impairment of tangible and intangible assets. If there is any indication of this, the Company proceeds to estimate the recoverable amount of the asset (impairment test).

The accounting standard does not require the formal preparation of an estimate of recoverable amount except when there are indicators of impairment losses. The exception to this principle are assets not available for use and goodwill acquired in business combinations, which must be subjected to impairment testing at least once a year and whenever there are indicators of impairment losses. The Company has set the reporting date as the time to perform the impairment test for all those assets where annual analysis is required.

### **Recognition of Revenue from Contracts with Customers**

In accordance with IFRS 15, revenue recognition is carried out by applying a five-step model as outlined below:

- Identification of the contract with the customer: Vianova's bundled service offering meets the requirements of the standard:
  - a) the parties to the contract have approved the contract in writing and have undertaken to fulfil their respective obligations;
  - b) the entity can identify the rights of each party as regards the goods or services to be transferred;
  - c) the entity can identify the terms of payment for the goods or services to be transferred;
  - d) the contract has commercial substance (i.e. the risk, timing or amount of the entity's future cash flows are expected to change as a result of the contract);
  - e) it is probable that the entity will receive the consideration to which it is entitled in exchange for the goods or services to be transferred to the customer.
- Identification of the performance obligations provided for by the contract: the Company identified the bundle offer (packages of Vianova goods and services), consisting of a fixed fee and a monthly variable fee in addition to the up-front fee, as a single performance obligation towards its customers. Contracts with customers fall into the category of performance obligations over time: the customer simultaneously receives and uses the benefits arising from the entity's performance as the entity performs it. Revenue recognition is therefore based on the amount that the Company is entitled to invoice, in accordance with the paragraphs of IFRS 120/121 and B-15/16 ("as invoiced practical expedient").
- Determination of transaction consideration: in determining the transaction price, the entity shall consider the terms of the contract and its usual business practices. The transaction price is the amount of the consideration that the entity expects to be entitled to in exchange for transferring the promised goods or services to the customer, excluding amounts collected on behalf of third parties (e.g. sales taxes). The consideration promised in the contract with the customer includes fixed amounts and variable amounts linked to actual consumption carried out. The latter are not linked to incentives, performance bonuses, penalties or other similar elements that depend on the occurrence or non-occurrence of a future event.
- Allocation of the consideration to individual performance obligations; the objective of allocating the transaction price is to assign each separate performance obligation (or each separate good or service) to an amount that reflects the amount of consideration to which the entity expects to be entitled in return for transferring the promised goods or services to the customer. The bundle offer of Vianova service packages is a single performance obligation and the practical expedient of "as-invoiced" as described above is applied.
- Recognition of revenue at the time of (or during) the satisfaction of the individual performance obligation: revenue is recognised during the satisfaction of the identified performance obligation and on an accruals basis.

For the purpose of revenue recognition, the Company does not separate the performance obligations included in the contract as separate representation would not change the presentation in the financial

statements. Revenue from activation fees (up-front fees) does not represent an important incentive for customers in relation to potential "renewal/non-renewal" and therefore does not transfer a "material right" to the customer. This fee does not represent a separate performance obligation, but is allocated over the average duration of the contract. The portion pertaining to the year is recognised under revenue, while the remaining portion is recorded under Other Current Liabilities. The implicit financial component does not appear to be significant and has therefore not been considered.

### **Recognition of costs IFRS 15**

IFRS 15 governs two types of cost: "Costs to obtain the contract" and "Costs to fulfil the contract".

The entity shall recognise as an asset the incremental costs of obtaining the customer contract if it expects to recover them. The incremental costs of obtaining the contract are costs that the entity incurs to obtain the contract with the customer that it would not have incurred had it not obtained the contract (for example, a sales commission).

An entity shall recognise as an asset costs incurred in the performance of the contract only if the costs meet all of the following conditions:

- the costs are directly related to the contract or an anticipated contract, which the entity may identify specifically (this may be, for example, costs incurred for services to be provided as part of the renewal of the existing contract or for the design of an asset to be transferred under a specific contract not yet approved);
- the costs provide the entity with new or additional resources to be used to meet (or continue to meet) its obligations to do things in the future;
- the costs are expected to be recovered.

The costs incurred by the Company in obtaining and fulfilling the contract relate to the payment of premiums to agents/commercial partners for procuring customers and the costs incurred in installing equipment and networks at new customers. Both are accounted for on the basis of the average duration of the contract. The portion pertaining to the year is recorded in the Income Statement, while the remaining portion is deferred under Other Current Assets.

### **Recognition of costs**

Costs and other operating expenses are recognised in the income statement when they are incurred on an accrual basis and correlated to revenue, when they do not produce future economic benefits or when they do not qualify for recognition as assets.

### **Staff costs**

Staff costs are represented by wages and salaries, social security charges, charges relating to defined benefit plans, mainly represented by the provision for severance indemnity, staff and directors' benefits, and other staff costs (medical examinations, travel, canteen).

### **Current taxes**

Income taxes are determined on the basis of a realistic forecast of the tax charges to be paid in consideration of the accrual basis of accounting and in application of current tax regulations. The tax rates and regulations used to calculate the amount are those in force, or substantially in force, at the reporting date. Current taxes relating to items recognised outside the income statement are recognised directly in the statement of comprehensive income, and therefore in Shareholders' Equity, consistently with the recognition of the item to which they relate.

### Deferred taxes

Deferred taxes are calculated using the so-called "liability method" on temporary differences at the reporting date between the tax bases of assets and liabilities and the values reported in the financial statements. Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred taxes arise from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, does not affect neither the profit for the year calculated for financial reporting purposes nor the profit or loss calculated for tax purposes.

Deferred tax assets are recognised for all deductible temporary differences and for tax losses carried forward, to the extent that it is probable that there will be adequate future taxable profits to utilise the deductible temporary differences and tax losses carried forward. The value of deferred tax assets to be recognised is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available in the future to recover the asset. Unrecognised deferred tax assets are reviewed periodically at the reporting date and are recognised to the extent that it has become probable that taxable profit will be sufficient to allow these deferred taxes to be recovered.

Deferred taxes are measured at the tax rates that are expected to apply to the period when such assets are realised or such liabilities are settled, considering the rates in force and those already enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if they relate to taxes of the same tax authority and there is a legal right to offset current tax assets and liabilities.

### Own shares

There are no own shares.

### Commitments, guarantees, contingent liabilities not disclosed in the statement of financial position

- These include guarantees, commitments and third-party assets held by the Company and the Company's assets held by third parties. Events that have already been recorded in the statement of financial position, the income statement and/or the Notes to the financial statements, such as the Company's assets held by third parties, are not presented.
- Guarantees are recorded at a value equal to that of the guarantee provided or, if not determined, at the best estimate of the risk assumed in light of the existing situation. Commitments are recorded at their nominal value, while any non-quantifiable commitments are commented on in the Notes to the financial statements. Third-party assets held by the Company are recorded at nominal value, current market value or value deduced from existing documentation, depending on the type of asset.

### Events occurring after the end of the financial year

- Events occurring after the end of the financial year that modify conditions already existing at the reporting date and that require changes in the value of assets and liabilities, in accordance with the relevant accounting standard, are recognised in the financial statements, in accordance with the accrual basis of accounting, to reflect the effect that such events have on the financial position and results of operations at the end of the financial year.
- Events occurring after the end of the financial year that modify situations existing at the reporting date, but that do not require a change in the values of the financial statements, in accordance with the reference accounting standard, as they pertain to the following financial year, are not recorded in the financial statements but are illustrated in the notes when necessary for a more complete understanding of the company's situation.
- The time limit within which the event must occur for it to be taken into account is the date of preparation of the draft financial statements by the Directors, except in cases where events occur between that date and the date scheduled for approval of the financial statements by the Shareholders' Meeting that make it necessary to amend the draft financial statements.



## Notes to the individual items in the financial statements

### Note no. 1 - Owned property, plant and equipment

A breakdown of "Property, plant, equipment and other assets" by category as at 31 December 2021 and 31 December 2020 is provided below:

Property, plant, equipment and other assets (euro/000)	31 December 2020			31 December 2021		
	Historical Cost	Acc. Depreciation	Net Carrying Amount	Historical Cost	Acc. Depreciation	Net Carrying Amount
Land and buildings	8,378	-2,209	6,169	8,378	-2,521	5,857
TLC infrastructure	23,588	-13,815	9,774	24,022	-16,005	8,017
Equipment and plants	6,158	-3,685	2,473	6,279	-4,329	1,950
TLC equipment	21,548	-16,752	4,796	22,603	-18,241	4,362
Other assets	4,314	-3,398	916	4,449	-3,777	672
Tangible fixed assets in progress	379	0	379	310	0	310
<b>Total</b>	<b>64,365</b>	<b>-39,859</b>	<b>24,506</b>	<b>66,041</b>	<b>-44,873</b>	<b>21,168</b>

The main acquisitions recorded during the year are linked, on the one hand, to the usual purchases of equipment necessary for the provision of services installed at Customer premises (Euro 1,587 thousand), and, on the other, to the investments made for the provision of VoLTE services.

Changes in "Property, plant, equipment and other assets" for the period from 1 January to 31 December 2021 are shown below:

Changes (euro/000)	Land and buildings	TLC infrastructure	Equipment and plants	TLC equipment	Other assets	Tangible fixed assets in progress	Total
<b>Balance as at 1 January 2021</b>	<b>6,169</b>	<b>9,774</b>	<b>2,473</b>	<b>4,796</b>	<b>916</b>	<b>379</b>	<b>24,506</b>
Increases	0	465	122	1,587	143	160	2,477
Decreases	0	-19	0	-42	-2	0	-63
Reclassifications	0	229	0	0	0	-229	0
Depreciation	-312	-2,431	-645	-1,979	-385	0	-5,752
Write-downs	0	0	0	0	0	0	0
Other changes	0	0	0	0	0	0	0
<b>Balance as at 31 December 2021</b>	<b>5,857</b>	<b>8,017</b>	<b>1,950</b>	<b>4,362</b>	<b>672</b>	<b>310</b>	<b>21,168</b>

### Assets under finance and operating lease

In compliance with the provisions of IFRS 16, the Rights of Use deriving from property lease agreements and the operating lease agreement entered into during the year for the server solution, have been valued and recognised in the assets, respectively in the categories Buildings and TLC infrastructure.

Right-of-Use assets (euro/000)	31 December 2020			31 December 2021		
	Historical Cost	Acc. Depreciation	Net Carrying Amount	Historical Cost	Acc. Depreciation	Net Carrying Amount
Land and buildings	840	-360	480	840	-540	300
TLC infrastructure	173	-16	157	173	-47	126
<b>Total</b>	<b>1,013</b>	<b>-376</b>	<b>637</b>	<b>1,013</b>	<b>-587</b>	<b>426</b>

For evidence of the accounting treatment as a contra-entry to the Assets described, reference should be made to the subsequent sections of the Notes to the financial statements on "Medium/long-term financial liabilities" and "Current financial liabilities".

## Note no. 2 - Intangible assets with a finite useful life

The table below shows the balance and changes in "Intangible assets with a finite useful life" divided by category for the period from 1 January to 31 December 2021:

Intangible assets with a finite useful life (euro/000)	Software and licenses	Other intangible assets	Intangible assets in progress	Total
<b>Balance as at 1 January 2021</b>	<b>579</b>	<b>454</b>	<b>585</b>	<b>1,618</b>
Increases	563	685	220	1,468
Decreases	0	0	0	0
Reclassifications	368	217	-585	0
Amortisation	-721	-559	0	-1,280
Write-downs	0	0	0	0
Other changes	0	0	0	0
<b>Balance as at 31 December 2021</b>	<b>789</b>	<b>797</b>	<b>220</b>	<b>1,806</b>

The Other intangible assets item includes the one-off amount paid to another operator in order to be able to provide VoLTE services (Euro 400 thousand) and the amounts paid for the purchase of IPv4 addresses (Euro 370 thousand).

Based on the provisions of the reference standards, in the absence of indicators of potential impairment losses, it was not considered necessary to determine the recoverable amount of tangible and intangible fixed assets as at 31 December 2021.

## Note no. 3 - Equity investments in subsidiaries and associates

The Company holds a controlling interest in the companies Vola spa, Host spa and Qboxmail srl and also holds a minority interest (40%) in the company NetResults srl classified as an associate. The equity investments all represent a lasting and strategic investment.

The choices adopted for the valuation of the equity investments adequately take into account the result recorded for the year 2021 and the expectations of future income.

As described in the section on accounting standards, equity investments in subsidiaries and associates are valued using the Equity Method.

### Vola spa

The equity investment, acquired in 2006 for the value of Euro 250,000, is equal to 67% of the shares.

The value recorded was determined as a result of the valuation using the fraction of Shareholders' Equity method, duly adjusted in accordance with IFRS, using the 2021 financial year figures as a reference.

In any case, at 31 December 2021 the directors of Vianova tested the value of the equity investment for impairment.

The impairment test was developed by determining the "value in use" through the "Discounted cash flow" (DCF) method by discounting the operating cash flows of the 2022-2023 plan (approved by the Board of Directors on 25 February 2022) at a discount rate representative of the average cost of capital (WACC), adding the so-called "Perpetuity" rate, representative of the "Terminal value". The same is determined in a prudent manner with respect to the growth forecasts of the reference market as a growth rate G equal to zero is used.

Upon conclusion of the above impairment test, the directors did not identify any impairment losses.

### Host spa

The equity investment, acquired in 2016 for the value of Euro 1,100,000, is equal to 51% of the shares.

At the time of the first valuation, a negative difference between the purchase cost and the fraction of Shareholders' Equity held equal to Euro 751,585 had been recognised, an amount which it had been decided to amortise over 5 years (the amortisation was then suspended at the time of transition to international accounting standards on 1 January 2017).

The value recorded was determined as a result of the valuation using the fraction of Shareholders' Equity method, duly adjusted in accordance with IFRS, using the 2021 financial year figures as a reference.

In any case, at 31 December 2021 the directors of Vianova tested the value of the equity investment for impairment.

The impairment test was developed by determining the "value in use" through the "Discounted cash flow" (DCF) method by discounting the operating cash flows of the 2022-2023 plan (discussed by the Board of Directors on 25 February 2022) at a discount rate representative of the average cost of capital (WACC), adding the so-called "Perpetuity" rate, representative of the "Terminal value". The same is determined in a prudent manner with respect to the growth forecasts of the reference market as a growth rate  $G$  equal to zero is used.

Upon conclusion of the above impairment test, the directors did not identify any impairment losses.

#### Qboxmail srl

The equity investment, acquired in 2016 for the value of Euro 250,820, is equal to 51% of the shares.

At the time of the first valuation, a negative difference between the purchase cost and the fraction of Shareholders' Equity held equal to Euro 70,338 had been recognised, an amount which it had been decided to amortise over 5 years (the amortisation was then suspended at the time of transition to international accounting standards on 1 January 2017).

The investment was valued using the Equity Method, taking as a reference the value of Shareholders' Equity as at 31 December 2021 updated by IFRS adjustments.

The directors have not identified any impairment losses as at 31 December 2021.

#### NetResults srl

The equity investment was acquired in 2015 for the value of Euro 344,417.

In 2015, at the time of the first valuation, a negative difference between the purchase cost and the fraction of Shareholders' Equity held equal to Euro 172,912 had been recognised, which it had been decided to amortise over 5 years (the amortisation was then suspended at the time of transition to international accounting standards on 1 January 2017).

The investment was valued using the Equity Method, taking as a reference the value of Shareholders' Equity as at 31 December 2021 updated by IFRS adjustments.

The directors have not identified any impairment losses as at 31 December 2021.

The following table provides details of the equity investments held and a summary of the adjustments to the value of financial assets arising from the valuations carried out as described above.

#### Equity investments in subsidiaries valued using the Equity Method (euro/000)

	2020	2021	Changes	Δ%
Vola spa	723	815	93	+12.8
Host spa	378	442	64	+16.8
Qboxmail srl	361	398	38	+10.4
<b>Total</b>	<b>1,462</b>	<b>1,656</b>	<b>194</b>	<b>+13.2</b>

#### Equity investments in associates valued using the Equity Method (euro/000)

	2020	2021	Changes	Δ%
NetResults srl	458	497	39	+8.6

Description	Vola spa	Host spa	Qboxmail srl	NetResults srl
<b>Book value 31.12.2020</b>	<b>723</b>	<b>378</b>	<b>361</b>	<b>458</b>
Dividends received	0	0	0	0
Revaluations/(write-downs)	0	0	0	0
Profit/(loss) for the period - Income Statement portion	96	65	37	39
Profit/(loss) for the period - statement of comprehensive income portion	-4	-1	0	0
<b>Book value 31.12.2021</b>	<b>815</b>	<b>442</b>	<b>398</b>	<b>497</b>

#### Note no. 4 - Sundry receivables and other non-current assets

The item Sundry receivables and other non-current assets includes guarantee deposits issued against various supply contracts such as electricity, water and gas.

#### Note no. 5 - Deferred tax assets

The "Deferred tax assets" item is made up as follows:

Deferred tax assets (euro/000)	2020	2021	Changes	Δ%
FTA - Up-front activation fees	211	81	-130	-61.5
FTA - Employee benefits	7	7	0	+3.1
Receivables	144	144	0	0.0
Provisions for risks	72	72	0	0.0
Intangible assets	6	4	-2	-33.3
Warehouse	8	8	0	0.0
<b>Total</b>	<b>448</b>	<b>316</b>	<b>-132</b>	<b>-29.4</b>

The FTA - Up-front activation fees item represents the deferred taxes recognised on accounting items subject to the transition to international accounting standards as of 1 January 2017, related to up-front activation fees received from customers further described in Note no. 7 - Trade receivables and Note no. 8 - Other current assets.

Below are the changes in the item "Deferred tax assets" with reference to the year 2021:

Deferred tax assets - changes (euro/000)	Balance as at January 2021	Provisions / releases to the income statement	Provisions / releases to the statement of comprehensive income	Balance as at 31 December 2021
FTA - Up-front activation fees	211	-128	2	81
FTA - Employee benefits	7	0	0	7
Receivables	144	0	0	144
Provisions for risks	72	0	0	72
Intangible assets	6	-2	0	4
Warehouse	8	0	0	8
<b>Total</b>	<b>448</b>	<b>-130</b>	<b>2</b>	<b>316</b>

#### Note no. 6 - Inventories

This item only represents assets relating to the sale, installation and maintenance of telephone systems.

Inventories (euro/000)	2020	2021	Changes	Δ%
Inventories of raw, ancillary and consumable materials	27	27	0	0.0
Inventory write-down provision	-27	-27	0	0.0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0</b>

Inventories refer to end-of-sale activities prior to the introduction of Vianova services. The amount in stock is unchanged and it was considered appropriate to align the value of the write-down provision to their carrying amount: the presumed realisable value was reduced to zero due to the fact that they are now completely obsolete from a technical and economic point of view.

**Note no. 7 - Trade receivables**

A breakdown of "Trade receivables" is provided below:

<b>Trade receivables</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Trade receivables for invoices issued	7,465	8,116	651	+8.7
Invoices to be issued for service up-front activation fees	1,995	1,977	-18	-0.9
Credit notes to be issued	-23	-46	-23	+100.0
<b>Gross trade receivables</b>	<b>9,437</b>	<b>10,047</b>	<b>610</b>	<b>+6.5</b>
Allowance for doubtful accounts	-600	-600	0	0.0
<b>Total</b>	<b>8,837</b>	<b>9,447</b>	<b>610</b>	<b>+6.9</b>
<ul style="list-style-type: none"> <li>▪ The invoicing, credit granting and collection policies used by the Company have remained substantially unchanged from previous years. The increase in trade receivables is mainly due to the increase in turnover compared to the previous year, as further described in Note no. 20 - Revenue and other operating income.</li> <li>▪ There are no receivables from foreign Customers.</li> <li>▪ The Invoices to be issued item is largely represented by the valuation of receivables claimed from Customers for the contractually envisaged up-front activation fee. The standard policy adopted by the company provides for the billing of this contribution in monthly instalments up to a maximum of 36, according to the choice made by the Customer. This entry was recognised on the application of international accounting standards, in particular the provisions of IFRS 15 on Revenue Recognition. In fact, the up-front activation fee is recorded in the income statement on an accrual basis and deferred on the basis of the average contractual duration envisaged and estimated at 72 months. Consequently, the receivable from Customers for the amounts due in the form of an up-front activation fee not yet invoiced at the closing date of the financial statements under review was recognised.</li> </ul>				

It should be noted that the financial year was still characterised by the Covid-19 emergency, however, the continuous and careful monitoring of positions made it possible, despite the emergency situation, to contain the losses incurred within reasonable limits, also taking into account the increase in turnover.

<b>Losses on receivables</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Balance	205	257	52	+25.4

The value of losses on receivables was fully covered by the allowance for doubtful accounts allocated at the end of the previous year: considering the continuation of the epidemiological emergency, the consequent slowdown in the general economic environment and the development of revenue expected in 2022, it was nevertheless decided to replenish the allowance to the same extent as the year ended.

The carrying amount of trade receivables is considered to approximate their fair value.

<b>Allowance for doubtful accounts</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Opening balance	450	600	150	+33.3
Increase due to provision for the year	355	257	-98	-27.6
Decrease due to use during the year	-205	-257	-52	+25.4
<b>Closing balance</b>	<b>600</b>	<b>600</b>	<b>0</b>	<b>0.0</b>

**Note no. 8 - Other current assets**

A breakdown of "Other current assets" is provided below:

<b>Other current assets</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Costs to obtain the contract	2,579	2,677	99	+3.8
Costs to fulfil the contract	1,902	1,957	55	+2.9
Prepaid expenses	1,525	1,532	7	+0.5
Sundry receivables	174	64	-110	-63.4
<b>Total</b>	<b>6,179</b>	<b>6,230</b>	<b>51</b>	<b>+0.8</b>
<ul style="list-style-type: none"> <li>▪ The application of the IFRS accounting standards requires to allocate to the income statement the so-called "Costs to obtain the contract" and "Costs to fulfil the contract" over a period of time equivalent to the average duration of the contracts, which was estimated and forecast at 72 months. The costs incurred by the Company for bonuses paid to agents and partners to obtain contracts, and the costs incurred for the activation of the services provided have consequently been removed from the income statement and attributed to the same only for the part pertaining to the period.</li> <li>▪ Prepaid expenses consist of fees and costs of various kinds charged in advance to the Company in respect of existing commercial relationships.</li> </ul>				

#### Note no. 9 - Current tax assets

A breakdown of "Current tax assets" is provided below:

Current tax assets (euro/000)	2020	2021	Changes	Δ%
Tax credits	170	633	463	+272.4
Other tax receivables	6	8	2	+33.3
<b>Total</b>	<b>176</b>	<b>641</b>	<b>465</b>	<b>+264.2</b>

Tax credits include:

- Research, Development and Innovation Tax Credit for activities reported in the years 2020 and 2021 and usable in equal instalments in the 3 and 5 years following the year of accrual, respectively.
- Tax credit for innovative ACE (Euro 149 thousand) usable in 2022.
- Tax credit for investments in other tangible capital goods, formerly Super Depreciation (Euro 120 thousand) usable in correlation with the depreciation of the assets to which the contribution refers.

#### Note no. 10 - Cash and cash equivalents

A breakdown of "Cash and cash equivalents" is provided below:

Cash and cash equivalents (euro/000)	2020	2021	Changes	Δ%
Bank accounts	13,731	22,476	8,745	+63.7
Petty cash	1	1	0	-37.5
<b>Total</b>	<b>13,732</b>	<b>22,477</b>	<b>8,745</b>	<b>+63.7</b>

The amount recorded in the financial statements is aligned with the fair value at the date of preparation of the financial statements. The credit risk is limited since the counterparties are major banking institutions.

For further details on the dynamics affecting cash and cash equivalents, see the Cash Flow Statement.

#### Note no. 11 - Shareholders' Equity

The fully paid-up share capital amounts to Euro 11,000,000 and consists of 1,750,000 ordinary shares.

For the changes in the Shareholders' Equity entries, reference should be made to the "Statement of changes in Shareholders' Equity". For the sake of clarity, please note that the profit earned in the previous year, amounting to Euro 7,154,747, as approved by the Ordinary Shareholders' Meeting on 31 March 2021, was allocated as follows:

- Euro 157,638 to the reserve pursuant to Article 2426 of the Italian Civil Code;
- Euro 2,861,775 corresponding to Euro 1.6353 per share as a dividend to shareholders;
- the remaining Euro 4,135,604 to the distributable reserve.

Neither capital nor reserves were used in the previous three years to cover losses.

#### Note no. 12 - Non-current financial liabilities

A breakdown of "Non-current financial liabilities" is provided below:

Non-current financial liabilities (euro/000)	2020	2021	Changes	Δ%
Other financial liabilities (IFRS 16)	427	191	-236	-55.3

- The Company has never taken advantage of current account overdrafts or subject to collection advances and during the year the Company did not take out any new loans, making regular payments on existing loans until they are repaid.

**Note no. 13 - Employee benefits**

Changes in "Employee benefits" for the period from 1 January to 31 December 2021 are shown below:

<b>Employee benefits</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Balance as at 1 January	231	230	-1	-0.4
Service Cost	0	0	0	0
Interest Cost	2	1	-1	-50.0
Balance of provisions movements	-4	-6	-2	+50.0
Actuarial (gains)/losses	1	7	6	+600.0
<b>Balance as at 31 December</b>	<b>230</b>	<b>232</b>	<b>2</b>	<b>+0.9</b>

Details of the economic and demographic assumptions used for the purposes of the actuarial valuations, prepared by external consultants, are provided below:

<b>Employee benefits</b>	<b>2020</b>	<b>2021</b>
Discount rate	0.34%	0.98%
Inflation rate	0.80%	0.80%
Annual rate of increase in employee severance indemnity	2.10%	2.10%

**Note no. 14 - Provisions for future risks and charges**

Changes in "Provisions for future risks and charges" for the period from 1 January 2021 to 31 December 2021 are shown below:

<b>Provisions for future risks and charges</b> (euro/000)	<b>Balance as at 1 January 2021</b>	<b>Provisions to the income statement</b>	<b>Releases / Uses</b>	<b>Balance as at 31 December 2021</b>
Provision for litigation risks	300	0	0	300
Provision for termination indemnity (TFM)	57	57	0	114
Provision for assessment risks	120	0	-60	60
Supplementary Agents Indemnity Fund (FISC - Fondo indennità suppletiva di clientele)	22	0	-1	21
<b>Total</b>	<b>499</b>	<b>57</b>	<b>-61</b>	<b>495</b>
▪ of which current portion	0	0	0	0
▪ of which non-current portion	499	57	-61	495

- With regard to the Provision for assessment risks, in the 2017 financial year a provision for risks of Euro 60 thousand had been recorded in the financial statements against potential charges arising from the audit conducted by the Customs and Monopolies Agency regarding the activities carried out in relation to the obligations provided for by Law 296/2006 (redirection of sites to comply with the obligation to shut down the same). Faced with the findings recorded by the Agency and the consequent application of the anticipated administrative sanctions, the Company had submitted counter-arguments in relation to this. Subsequently, the Company was served with an order to pay an administrative fine of Euro 60 thousand, against which it has lodged an appeal. However, during the year, the Court of Florence rejected the appeal and confirmed the order; the provision was therefore used and the debt relating to the penalty was recognised, and settled in February 2022.
- In the 2017 financial year, a provision for risks of Euro 300 thousand had been recognised in the financial statements to cover potential charges arising from the appointment of the Regional Solicitor General for Tuscany by INAIL, to take legal action against the Company to obtain the recovery of the legal indemnities paid by the Institute to the insured person who was the subject of a work-related accident that occurred in September 2014 at the Pisa office, during the construction work there. As of the date of preparation of the financial statements, legal action had not yet been taken and therefore the provision was left in place, while noting that the Company has always rejected all charges and that, if it is summoned to appear in court, it is ready to protect its rights, trusting that it will be fully found to be innocent of the alleged offences.
- Also in the 2017 financial year, a provision for risks of Euro 60 thousand had been recognised in the financial statements to cover potential charges arising from an assessment that had been carried out by the Italian Data Protection (Privacy) Authority in June 2017. As of the closing date of the financial year, no decision has yet been made by the Authority and therefore it is deemed necessary to leave the provision open, although we reiterate that the Company has fulfilled its obligations and therefore no penalty should be applied.
- The provision for TFM includes the allocation made during the year, in accordance with the resolution passed by the Company's Shareholders' Meeting.
- The Supplementary Agents Indemnity Fund (FISC - Fondo indennità suppletiva di clientele) has been valued on the basis of the provisions contained in international accounting standard IAS 37

#### Note no. 15 - Deferred tax liabilities

This item is broken down as follows:

Deferred tax liabilities (euro/000)	2020	2021	Changes	Δ%
FTA - Acquisition premiums	140	57	-83	-59.3
FTA - Up-front activation fees	52	33	-19	-36.5
FTA - F.I.S.C.	11	11	0	0.0
<b>Total</b>	<b>203</b>	<b>101</b>	<b>-102</b>	<b>-50.2</b>

The items listed above represent deferred taxes recognised on accounting items transitioned to IFRS from 1 January 2017.

Changes during the year were as follows:

Deferred tax liabilities - changes (euro/000)	Balance as at 1 January 2021	Provisions / releases to the income statement	Provisions / releases to the statement of comprehensive income	Balance as at 31 December 2021
FTA - Acquisition premiums	140	-83	0	57
FTA - Up-front activation fees	52	-19	0	33
FTA - F.I.S.C.	11	0	0	11
<b>Total</b>	<b>203</b>	<b>-102</b>	<b>0</b>	<b>101</b>

#### Note no. 16 - Current financial liabilities

A breakdown of "Current financial liabilities" is provided below:

Current financial liabilities (euro/000)	2020	2021	Changes	Δ%
Mortgages and loans (current portion)	622	0	-622	--
Other financial liabilities (IFRS 16)	233	241	8	+3.4
<b>Total</b>	<b>855</b>	<b>241</b>	<b>-614</b>	<b>-71.8</b>

#### Note no. 17 - Trade payables

A breakdown of "Trade payables" is provided below:

Trade payables (euro/000)	2020	2021	Changes	Δ%
Trade payables to third parties	6,561	9,181	2,620	+39.9
Invoices to be received	2,783	3,012	229	+8.2
Credit notes to be received	-97	-266	-169	+174.2
<b>Total</b>	<b>9,247</b>	<b>11,927</b>	<b>2,680</b>	<b>+29.0</b>

During the year under review, there were no significant changes to the purchasing and payment policies agreed with suppliers. There are no payables to suppliers and other foreign entities expressed in currencies other than the euro.

There are no payables with a duration of more than 5 years or positions of significant debt concentration.



**Note no. 18 - Other current liabilities**

A breakdown of "Other current liabilities" is provided below:

<b>Other current liabilities</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Current deferred revenue (up-front activation fee)	4,278	4,329	52	+1.2
Accrued expenses and deferred income	4,355	4,963	607	+13.9
Payables to employees	1,757	1,601	-156	-8.9
Payables to social security institutions	893	1,029	135	+15.1
Tax payables	490	845	355	+72.4
Sundry payables	211	343	132	+62.6
<b>Total</b>	<b>11,984</b>	<b>13,110</b>	<b>1,126</b>	<b>+9.4</b>

- The Current deferred revenue item, in applying IFRS 15 on Revenue Recognition, provides for the attribution to the income statement of the revenue component represented by the up-front activation fees on the basis of the average expected contractual duration, estimated at 72 months. This is regardless of the billing method of the entry in question, which is carried out by the Company in monthly instalments up to a maximum of 36, according to the choice made by the Customer itself. Therefore, the volume of revenue accruing in future years was calculated by comparing the date of activation of the contracts and the cited average duration of the same, regardless of the invoicing methods.
- Deferred income is accounted for as a result of monthly advance billing of fees pertaining to January of the following year. The increase is mainly due to the increase in the number of customers compared to the previous year.

Payables to employees are made up as follows:

<b>Payables to employees</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Payables to employees holiday pay	896	579	-317	-35.4
Payables to employees	861	1,022	161	+18.7
<b>Total</b>	<b>1,757</b>	<b>1,601</b>	<b>-156</b>	<b>-8.9</b>

All amounts, with the exception of payables related to the amount of holiday pay accrued by employees, were regularly settled at their natural due date in the new year.

Tax payables are made up as follows:

<b>Tax payables</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Tax authorities employees and collaborators IRPEF	446	840	394	+88.3
Tax authorities withholding tax on various payments on account	44	5	-39	-88.6
<b>Total</b>	<b>490</b>	<b>845</b>	<b>355</b>	<b>+72.4</b>

All the amounts relating to IRPEF and various withholding taxes were regularly paid at their natural due date in the first months of the new financial year.

Payables to social security institutions and sundry payables are made up as follows:

<b>Payables to social security institutions</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Tax authorities employees and collaborators INPS	543	744	201	+37.0
Tax authorities employees holiday pay INPS	267	173	-94	-35.2
Payables to other entities	79	103	24	+30.4
Tax authorities ENASARCO account	4	2	-2	-50.0
Payables to INAIL	0	7	7	100
<b>Total</b>	<b>893</b>	<b>1,029</b>	<b>136</b>	<b>+15.2</b>

All amounts, with the exception of payables related to the amount of holiday pay accrued by employees, were regularly settled at their natural due date in the first months of the new financial year.

<b>Sundry payables</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Payables to directors	61	74	13	+21.3
Other payables	150	269	119	+79.3
<b>Total</b>	<b>211</b>	<b>343</b>	<b>132</b>	<b>+62.6</b>

#### Note no. 19 - Current tax liabilities

A breakdown of "Current tax liabilities" is provided below:

Current tax liabilities (euro/000)	2020	2021	Changes	Δ%
VAT payable	593	266	-327	-55.1
IRES payable	327	87	-240	-73.4
IRAP payable	88	9	-79	-89.8
Other tax payables	2	0	-2	--
<b>Total</b>	<b>1,010</b>	<b>362</b>	<b>-648</b>	<b>-64.2</b>

Changes in IRES and IRAP provisions and advances during the year are shown below:

IRES balance (euro/000)	2020	2021	Changes	Δ%
Provision for IRES	1,930	2,011	81	+4.2
Advances paid	-1,603	-1,924	-321	+20.0
Balance - Payable (Receivable)	327	87	-240	-73.4

IRAP balance (euro/000)	2020	2021	Changes	Δ%
Provision for IRAP	506	515	9	+1.8
Advances paid	-418	-506	-88	+21.1
Balance - Payable (Receivable)	88	9	-79	-89.8

For evidence of the balance of income taxes for the year as at 31 December 2021, reference should also be made to the subsequent section of the Notes to the financial statements on income taxes.

#### Note no. 20 - Revenue and other operating income

A breakdown of "Revenue" is provided below:

Revenue and other operating income (euro/000)	2020	2021	Changes	Δ%
Revenue from fees	45,937	49,577	3,640	+7.9
Revenue from pay-per-use services	7,916	9,203	1,287	+16.3
Revenue from activations	1,801	1,750	-51	-2.8
Revenue from interconnection	572	675	103	+18.1
Revenue from sales	22	394	373	+1,725.6
Public grants	62	331	269	+436.1
Other revenue and income	576	203	-373	-64.7
Income from access and pay-per-use charges adjustments	311	225	-86	-27.7
Gains on disposal of non-current assets	65	60	-5	-7.2
Revenue from assistance and interventions	60	37	-23	-37.6
Release of surplus funds	0	0	0	0
Revenue adjustments	-1	-1	0	+5.3
<b>Total</b>	<b>57,319</b>	<b>62,455</b>	<b>5,135</b>	<b>+9.0</b>

- Revenue and other operating income increased compared to the previous year mainly due to the increase in the number of customers served through the Vianova offering, both for the Vianova Fixed and Vianova Mobile services.
- The increase in revenues from sales derives from the launch of the sale of terminals (smartphones) linked to use of the mobile telephone services provided by the Company.
- The item public grants includes contributions for tax credits relating to innovative ACE (Euro 149 thousand), R&D activities for 2021 (Euro 131 thousand) and investment in other tangible fixed assets, formerly Super Depreciation (Euro 51 thousand). With regard to this last component, it should be noted that the total amount of the tax credit due is recognised in relation to the depreciation of the assets to which the grant relates. The amount recorded in this item therefore represents the portion pertaining to the year 2021 only.
- The Other revenue item mainly consists of fees invoiced to Business partners for Vianova Phone users, as well as sundry contingent assets (Euro 62 thousand) and insurance indemnities (Euro 32 thousand).

In 2021, the Company developed innovative pre-competitive activities (trusting that the positive outcome of these activities would generate a competitive strengthening of the company with favourable economic effects), directing its efforts in particular on the project of analysis, studies, design, review and testing for new product development in the area of telecommunications software.

For the development of the aforementioned projects, the company has incurred eligible costs of Euro 1,312 thousand for which it intends to access the benefits provided by the tax credit for research, development, technological innovation, design and aesthetic conception activities pursuant to Art. 1, paragraphs 198 - 209 of Law no. 160 of 27 December 2019.

#### Note no. 21 - Purchase of services

These are closely related to core business activities and revenue performance.

<b>Costs for services</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Purchase of services - fees and activations	11,444	12,028	584	+5.1
Commercial costs	7,977	8,190	213	+2.7
Interconnection costs	3,290	3,155	-135	-4.1
Purchase of services - pay-per-use	1,826	1,861	35	+1.9
Costs for technical interventions	1,709	1,715	6	+0.4
Advertising and promotional costs	372	1,616	1,244	+334.8
Industrial overheads	1,219	1,415	196	+16.1
Network maintenance costs	978	1,079	101	+10.4
Costs for collaborations, directors	951	895	-56	-5.9
Consultancy costs	329	507	177	+53.9
Operator licence contributions	485	448	-37	-7.6
Maintenance costs	291	404	113	+38.9
Bank charges	120	125	5	+4.2
Travelling expenses	38	44	5	+14.1
<b>Total</b>	<b>31,030</b>	<b>33,482</b>	<b>2,452</b>	<b>+7.9</b>

- The increase in costs for services is generally due to the increase in turnover recorded during the year and, as regards advertising and promotional costs, to the charges incurred for the television campaigns carried out in May and June 2021.

#### Note no. 22 - Staff costs

Staff costs are broken down as follows:

<b>Staff costs</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Wages and salaries	6,734	7,777	1,043	+15.5
Social security charges	1,964	2,240	276	+14.0
Employee severance indemnity and pension funds	386	461	75	+19.4
Other staff costs	363	530	167	+46.1
<b>Total</b>	<b>9,448</b>	<b>11,009</b>	<b>1,561</b>	<b>+16.5</b>

Below is information relating to staff, also referring to that better illustrated in the Directors' Report on Operations:

Staff	2020	%	2021	%	Δ%
<b>no. of persons as at 31 December</b>	<b>197</b>	<b>100</b>	<b>208</b>	<b>100</b>	<b>+5.6</b>
Full Time Equivalent (FTE) as at 31 December (qty)	193.3	98.1	204.4	98.3%	+5.7
Average FTE (qty)	188.7	95.8	196.7	96.2%	+4.3
Non-employee collaborators (qty)	5	2.5	5	2.4	+0.0
Average age (years)	40.9		41.2		+0.7
Average length of service (years)	9.1		9.2		+1.1
Women (qty)	55	27.9	58	27.9	+5.5
Graduates (qty)	103	52.3	105	50.5	+1.9
Revenue per FTE (euro)	303		318		+4.5
Cost per FTE (euro)	55		61		+9.6
EBITDA per FTE (euro)	85		86		+1.0

#### Note no. 23 - Other operating costs and change in inventories

A breakdown of "Other operating costs" and "Change in inventories" is provided below:

Other operating costs and change in inventories (euro/000)	2020	2021	Changes	Δ%
Provision for doubtful accounts	355	257	-98	-27.6
Other operating expenses	308	207	-101	-32.8
Duties, taxes and registration fees	35	45	10	+28.6
<b>Total other operating costs</b>	<b>698</b>	<b>509</b>	<b>-189</b>	<b>-27.1</b>
Change in inventories	0	0	0	0
<b>Total</b>	<b>698</b>	<b>509</b>	<b>-189</b>	<b>-27.1</b>

The actual losses on receivables incurred in 2021 amounting to Euro 257 thousand were fully covered by the use of the allowance for doubtful accounts allocated at the end of the previous year. There are therefore no amounts charged to the income statement for the year.

#### Note no. 24 - Purchase of materials

A breakdown of "Purchase of materials" is provided below:

Purchase of materials (euro/000)	2020	2021	Changes	Δ%
MVNO cost, terminal purchase	0	364	364	--
ICT equipment purchase	33	70	37	+112.1
Cost of assets expensed during the year	24	64	40	+166.7
Fuel costs	39	52	13	+33.3
MVNO cost, consumables	9	25	16	+177.8
Cost of stationery and materials for internal use	16	17	1	+6.3
Cost of consumables for external use	11	1	-10	-90.9
<b>Total</b>	<b>132</b>	<b>593</b>	<b>461</b>	<b>+349.2</b>

The increase in the costs of purchasing materials is primarily linked to the purchase of terminals (smartphones) to be sold to customers who utilise mobile telephone services provided by the Company.

**Note no. 25 - Amortisation/depreciation and write-downs**

For details and considerations on the amounts booked under this item, reference should be made to the relevant sections of the Notes to the financial statements.

<b>Amortisation/depreciation and write-downs</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Depreciation of property, plant, equipment and other assets	5,630	5,752	122	+2.2
Amortisation of intangible assets with a finite useful life	903	1,282	379	+42.0
Write-downs/(revaluations) of tangible and intangible fixed assets	62	45	-17	-27.4
<b>Total</b>	<b>6,595</b>	<b>7,079</b>	<b>484</b>	<b>+7.3</b>

**Note no. 26 - Income and expense from equity investments**

For further details, see the Non-current assets section of the Statement of Financial Position.

<b>Net income and expense from equity investments</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Revaluation of equity investments	157	238	81	+51.5

**Note no. 27 - Financial income**

Interest income is the result of investments of the company's liquidity in money market instruments, which are liquid, have a short maturity and are not correlated to any risk component.

<b>Financial income</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Interest income on bank current accounts	22	30	8	+36.2
Foreign exchange gains	2	0	-1	-75.4
<b>Total</b>	<b>24</b>	<b>30</b>	<b>7</b>	<b>+27.6</b>

**Note no. 28 - Financial charges**

The trend in interest expense is related to the performance of commitments under financing operations, as detailed in the section of the Notes to the financial statements dedicated to financial liabilities.

<b>Financial charges</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Interest expense and charges on loans	9	3	-6	-71.1
Foreign exchange losses	0	3	3	--
Other financial charges	9	8	-1	-11.1
<b>Total</b>	<b>18</b>	<b>13</b>	<b>-5</b>	<b>-28.3</b>

**Note no. 29 - Income taxes for the year**

A breakdown of "Income taxes for the year" is provided below:

<b>Income taxes for the year</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
IRES	1,930	2,011	81	+4.2
IRAP	506	515	9	+1.7
Deferred tax assets and liabilities	-12	31	43	-358.3
<b>Total</b>	<b>2,424</b>	<b>2,557</b>	<b>133</b>	<b>+5.5</b>

The following tables allow for the reconciliation of the theoretical tax charge in the financial statements (ordinary rate) with the taxable income, also showing the rate actually applied.

<b>IRES - Reconciliation of result for the year and taxable income</b> (euro/000)	<b>2020</b>	<b>2021</b>
Profit before tax	9,579	10,038
Ordinary rate applicable (%)	24.00%	24.00%
Theoretical tax burden	2,299	2,409
Income after taxes	7,160	7,481
Increases	3,706	3,602
Decreases	2,523	2,419
ACE deduction	276	276
Taxable income	8,067	8,387
Tax corresponding to taxable income	1,936	2,013
Tax credits	6	2
Income taxes for the year	1,930	2,011
Effective rate	20.15%	20.03%

<b>IRAP - Reconciliation of result for the year and taxable income</b> (euro/000)	<b>2020</b>	<b>2021</b>
Positive components of production value	57,334	62,472
Negative components of production value	38,056	41,368
Increases	1,502	1,353
Decreases	1,211	1,272
Gross production value	19,569	21,185
Ordinary rate applicable (%)	4.82%	4.82%
Theoretical tax burden (euro)	943	1,021
Deductions Art. 11, para.1, lett. a) of Legislative Decree 446	9,077	10,507
Net production value	10,492	10,677
IRAP for the year	506	515

In the year under review, as in previous years, the IRAP rate was increased by 0.92% as the Company falls within the economic activities identified by the Regional Law of Tuscany for which this increase is compulsory. The rate applied is therefore 4.82%.

For changes in deferred tax assets and deferred tax liabilities, and the consequent effects, reference should be made to the sections of the Notes to the financial statements on "Deferred tax assets" and "Deferred tax liabilities" respectively.

## Commitments and guarantees not disclosed in the statement of financial position

<b>Commitments, guarantees, contingent liabilities</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Other guarantees provided	2,542	2,546	4	+0.2

The item includes commitments undertaken by the Company through banks that have provided sureties to network operators against contractual obligations to be fulfilled by the Company (Euro 2,510,000) and to other entities against contractual obligations undertaken for the supply of voice and data services.

## Contingent liabilities

On the basis of the information available to date, the directors of the Company believe that, at the date of approval of these financial statements, the provisions set aside are sufficient to ensure a fair representation of the financial information.

## Transactions with related parties

Transactions with related parties are carried out in compliance with the provisions of the laws in force, are part of the normal management of the business and are settled at market prices. The definition of a related party is based on the International Accounting Standards adopted by the European Union (IAS 24).

Relations with the holding company Quinta, with its subsidiary Imagicle and with all the other associates relate mainly to the reciprocal provision of services. The following table summarises the Company's creditor and debtor relationships with related parties as at 31 December 2021 and 31 December 2020:

Related parties	Trade receivables		Trade payables	
	2020	2021	2020	2021
Quinta spa	0	0	7	4
Vola spa	3	3	7	5
Host spa	5	13	27	18
Qboxmail srl	3	3	0	0
NetResults srl	1	1	146	277
Winitalia srl	0	0	8	3
Related parties	Trade receivables		Trade payables	
	2020	2021	2020	2021
Board of Statutory Auditors	0	4	0	0
Directors	1	2	0	0
Shareholders	23	31	259	397
<b>Total</b>	<b>36</b>	<b>57</b>	<b>454</b>	<b>704</b>
Total item	8,837	9,447	9,247	11,927
% Impact on item	0.41	0.60	4.91	5.90

In contrast, the additional table summarises the Company's economic transactions with related parties as at 31 December 2021 and 31 December 2020:

Related parties	Revenue and Other income		Costs for services	
	2020	2021	2020	2021
Quinta spa	0	0	77	84
Vola spa	24	31	33	29
Host spa	48	56	133	141
Qboxmail srl	27	27	2	2
NetResults srl	14	14	207	390
Winitalia srl	3	3	14	9
Directors	3	7	0	0
Board of Statutory Auditors	8	10	0	0
Shareholders	104	117	1,373	1,398
<b>Total</b>	<b>231</b>	<b>265</b>	<b>1,839</b>	<b>2,053</b>
Total item	57,319	62,455	31,030	33,482
% Impact on item	0.40	0.42	5.93	6.13

In compliance with the requirements of IAS 24 and the new procedure on related parties, in addition to the directors of the Parent Company, executives with strategic responsibilities must also be identified as related parties. In the current year, there are no other executives with strategic responsibilities in the company other than the Chief Executive Officer.

## Remuneration of Directors and the Board of Statutory Auditors

In accordance with the law, Article 2427, paragraph 1, no. 16 of the Italian Civil Code, the total gross remuneration payable to the Directors and members of the Board of Statutory Auditors is provided below, noting that the corporate bodies were renewed by resolution of the Shareholders' Meeting for the 2020-2022 three-year period.

Remuneration of corporate bodies (euro/000)	2020	2021	Changes	Δ%
Directors	895	839	-56	-6.3
Board of Statutory Auditors	23	26	3	+13.0
<b>Total</b>	<b>918</b>	<b>865</b>	<b>-53</b>	<b>-5.8</b>

## Remuneration payable to the Independent Auditors

The total remuneration contractually agreed with the Independent Auditors is provided below, noting that the engagement for the statutory audit was for the 2019 - 2021 three-year period and expires with the approval of these Financial Statements.

Remuneration of Independent Auditors (euro/000)	2020	2021	Changes	Δ%
Audit of financial statements	33	33	0	0.0
Other advice	21	47	26	+123.8
<b>Total</b>	<b>54</b>	<b>80</b>	<b>26</b>	<b>+48.1</b>

## Significant events during the 2021 financial year

Reference should be made to the information provided in the relevant section of the Directors' Report on Operations.

## Business outlook

Reference should be made to the information provided in the relevant section of the Directors' Report on Operations.

## Hierarchical levels of fair value measurement (disclosures pursuant to IFRS 7)

Various accounting standards and certain disclosure obligations require the determination of the fair value of financial and non-financial assets and liabilities. Fair value represents the price that would be received to sell an asset or paid to transfer a liability in a regular transaction between market participants at the measurement date. In order to increase the comparability of data and fair value measurements, the standard establishes a hierarchy identified at three different levels that reflects the significance of the inputs used in determining fair value. The identified levels are distinguished into:

- Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the enterprise has access to at the measurement date. The price quoted in an active and liquid market is the most reliable evidence for measuring fair value, and if the market for the asset/liability is not unique it is necessary to identify the most advantageous market for the instrument;
- Level 2: Inputs other than quoted prices included in Level 1 that are observable, directly or indirectly, for the assets or liabilities being measured. If the asset or liability has a specified duration, a Level 2 input must be observable for the entire duration of the asset or liability. Examples of instruments falling within the second level of the hierarchy include: assets or liabilities in inactive markets or interest rates and yield curves observable at commonly quoted intervals;
- Level 3: Unobservable inputs for the asset or liability. Unobservable inputs should only be used if Level 1 and Level 2 inputs are not available. Despite this, the purpose remains the same, i.e. to determine a closing price at the measurement date, thereby reflecting the assumptions that market participants would use in pricing the asset or liability, including assumptions related to risk.



The following table provides a breakdown of the Company's financial assets and liabilities by category as at 31 December 2021 and 31 December 2020:

<b>Financial assets measured at fair value</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Cash and cash equivalents	13,731	22,477	8,745	+63.7
Trade receivables	8,837	9,447	610	+6.9
Financial assets	1,920	2,153	233	+12.1
Other assets	6,179	6,230	51	+0.8
<b>Total</b>	<b>30,667</b>	<b>40,306</b>	<b>9,639</b>	<b>+31.4</b>

<b>Financial liabilities measured at fair value</b> (euro/000)	<b>2020</b>	<b>2021</b>	<b>Changes</b>	<b>Δ%</b>
Financial liabilities	1,282	432	-850	-66.3
Trade payables	9,247	11,927	2,680	+29.0
Other liabilities	11,984	13,110	1,125	+9.4
<b>Total</b>	<b>22,513</b>	<b>25,468</b>	<b>2,955</b>	<b>+13.1</b>

## Financial risk management

Reference should be made to the information provided in the relevant section of the Directors' Report on Operations.

## Further information

### Information on agreements not reported in the statement of financial position (Article 2427, paragraph 1, from number 18 to number 21 of the Italian Civil Code)

Pursuant to the provisions of the aforementioned article, the following is hereby acknowledged:

- the Company has not issued securities with the characteristics of dividend-right shares, bonds convertible into shares, securities or similar instruments;
- the Company has not issued any other financial instruments;
- the Company has not raised financing from its shareholders;
- there are no assets earmarked for a specific business;
- there are no loans for a specific business.

### Information on agreements not reported in the statement of financial position (Article 2427, paragraph 1, number 22-ter of the Italian Civil Code)

There are no such agreements.

## Certifications

The Company holds the following certifications, both issued by DNV-GL:

- ISO 9001:2015 Quality Management System valid for the application field: Design and provision of integrated services, voice, data, Internet access, value-added services and related assistance. The Company obtained the renewal of its certification in April 2021 with validity until April 2024.
- ISO/IEC 27001:2013 Information Security Management System valid for the application field: Implementation, provision, maintenance and continuity management of integrated services, voice, data, Internet access and colocation services. The Company obtained the renewal of its certification in November 2019 with validity until November 2022.

### **Licenses and authorisations**

The Company holds the following authorisation titles:

- general authorisation pursuant to Art. 25 of the Electronic Communications Code for the installation of a telecommunications network for the purpose of providing the voice telephony service with coverage area of Italy, issued on 23 May 2019 (formerly an individual licence dated 26 May 1999) expiring on 31 December 2039;
- general authorisation pursuant to Art. 25 of the Electronic Communications Code for the supply of Internet access services;
- general authorisation for the provision of Mobile and Personal Services (MVNO - Mobile Virtual Network Operator) with coverage area of Italy issued on 26 July 2016, expiring on 31 December 2036.

The Company is also registered in the R.O.C. (Registro degli operatori di Comunicazione - Register of Communication Operators) held at Agcom under number 8823.

### **Privacy**

The entry into force during 2018 of Regulation (EU) 679/2016, better known as the GDPR, and Legislative Decree 101/2018 which amended Legislative Decree 196/2003 (Code for the Protection of Personal Data or the so-called Privacy Code) has required Vianova to undertake and continue a plan to verify the compliance of procedures and processes with the new regulatory requirements (i.e. accountability, privacy-by-design and privacy-by-default, adequacy of security measures adopted, etc.).

The key principle underlying the new legislation is "Privacy by design", i.e. to ensure data protection from the conception and design of a process or a system, and to adopt behaviours that will prevent possible problems.

With the collaboration of the Data Protection Officer, Vianova has therefore continued to update the internal procedures and documentation adopted, providing new impetus to the evolutionary process of continuous updating and monitoring that embodies today's approach to the processing of personal data. To this end, additional emphasis was placed on the accountability of the owners and senior management of the Company, i.e., on the adoption of proactive behaviours that demonstrate the concrete adoption of measures aimed at ensuring the application of the regulations, by assigning a specific task to the managers of the areas involved.

At the same time, the Company has equipped itself with the infrastructure and skills necessary to monitor cybersecurity.

### **Allocation of profit for the year**

We therefore invite you to approve the financial statements, as presented, resolving to allocate the net profit of Euro 7,481,026.88 as follows:

- Euro 238,387.71 to the reserve pursuant to Article 2426 of the Italian Civil Code;
- Euro 2,992,325.00 corresponding to Euro 1.7099 per share as a dividend to shareholders;
- the remaining Euro 4,250,314.17 to the distributable reserve.

These financial statements, consisting of the "Statement of Financial Position", "Statement of Comprehensive Income", "Cash Flow Statement" and "Statement of Changes in Shareholders' Equity" are consistent with the accounting records and give a true and fair view of the financial position and results of operations for the year.

For the Board of Directors  
The Chairman  
Stefano Luisotti

**Annex no. 1. Holding company Quinta spa**

Quinta società per azioni

Via Fondacci, 272 - 55054 Massarosa (LU)

Share capital Euro 650,000.00 fully paid-up

VAT no. and Tax Code 02143690465

Lucca C.C.I.A.A. R.E.A. no. 200735

Lucca C.C.I.A.A. Business Register no. 02143690465

Shareholders	%
Giovanni Luisotti	26.04
Stefano Luisotti	26.04
Emanuela Simonini	16.14
Rossana Vicini	16.14
Nicola Gallico	4.95
Marco Bolognini	4.95
Massimo Di Puccio	4.95
Marco D'Ascoli	0.79

Administrative body	Role
Giovanni Luisotti	Chairman
Stefano Luisotti	Chief Executive Officer
Marco D'Ascoli	Director

Board of Statutory Auditors	Role
Riccardo Cima	Chairman
Sergio Maffei	Statutory Auditor
Andrea Marraccini	Statutory Auditor
Nunzio Strosio	Alternate Auditor
Andrea Filogari	Alternate Auditor

Auditor	Task
KPMG spa	External Audit

The figures shown are for the most recent Financial Statements approved by the Holding Company on 28 June 2021, covering the year 2020.

Statement of Financial Position (euro/000)	2019	%	2020	%	Δ%
<b>Total Assets (a+b)</b>	<b>34,338</b>	<b>100</b>	<b>37,736</b>	<b>100</b>	<b>+9.9</b>
<b>Total non-current assets (a)</b>	<b>33,626</b>	<b>97.9</b>	<b>37,197</b>	<b>98.6</b>	<b>+10.6</b>
Owned property, plant and equipment	546	1.6	531	1.4	-2.8
Equity investments in subsidiaries valued using the Equity Method	33,079	96.3	36,665	97.2	+10.8
Non-current financial assets	0	0.0	0	0.0	0.0
Sundry receivables and other non-current assets	1	0.0	1	0.0	0.0
<b>Total current assets (b)</b>	<b>712</b>	<b>2.1</b>	<b>540</b>	<b>1.4</b>	<b>-24.2</b>
Inventories	164	0.5	164	0.4	0.0
Trade receivables	9	0.0	17	0.0	+95.6
Current tax assets	3	0.0	0	0.0	--
Cash and cash equivalents	535	1.6	358	0.9	-33.2
<b>Total Shareholders' Equity and liabilities (c+d)</b>	<b>34,338</b>	<b>100</b>	<b>37,736</b>	<b>100</b>	<b>+9.9</b>

<b>Statement of Financial Position</b> (euro/000)	<b>2019</b>	<b>%</b>	<b>2020</b>	<b>%</b>	<b>Δ%</b>
<b>Total Shareholders' Equity (c)</b>	<b>28,787</b>	<b>83.8</b>	33,156	87.9	+15.2
Share capital	650	1.9	650	1.7	+0.0
Reserves	21,971	64.0	25,628	67.9	+16.6
Net result	6,166	18.0	6,878	18.2	+11.5
<b>Total Liabilities (d=e+f)</b>	<b>5,551</b>	<b>16.2</b>	4,580	12.1	-17.5
<b>Total non-current liabilities (e)</b>	<b>3,707</b>	<b>10.8</b>	2,783	7.4	-24.9
Non-current financial liabilities	3,707	10.8	2,783	7.4	-24.9
<b>Total current liabilities (f)</b>	<b>1,844</b>	<b>5.4</b>	<b>1,797</b>	<b>4.8</b>	<b>-2.6</b>
Current financial liabilities	1,747	5.1	1,769	4.7	+1.3
Trade payables	44	0.1	14	0.0	-68.5
Other current liabilities	13	0.0	13	0.0	+0.6
Current tax liabilities	40	0.1	2	0.0	-96.0

<b>Income Statement</b> (euro/000)	<b>2019</b>	<b>%</b>	<b>2020</b>	<b>%</b>	<b>Δ%</b>
<b>Revenue and operating income</b>	<b>279</b>	<b>100</b>	<b>154</b>	<b>100</b>	<b>-44.7</b>
Purchase of services	-166	59.3	-142	91.7	-14.4
Other operating costs	-8	2.8	-26	16.9	+239.3
Change in inventories	-14	5.2	0	0.0	--
<b>Operating income before amortisation/depreciation and write-downs</b>	<b>91</b>	<b>32.7</b>	<b>-13</b>	<b>8.6</b>	<b>-114.5</b>
Amortisation/depreciation and write-downs	-15	5.5	-15	9.8	-0.0
<b>Operating income</b>	<b>76</b>	<b>27.3</b>	<b>-28</b>	<b>18.4</b>	<b>-137.4</b>
Net income/(expense) from equity investments	6,232	2,233	6,989	4,525	+12.1
Financial charges	-99	35.4	-81	52.6	-17.7
<b>Profit before tax</b>	<b>6,210</b>	<b>2,225</b>	<b>6,879</b>	<b>4,454</b>	<b>+10.8</b>
Income taxes	-44	15.7	-1	0.8	-97.2
<b>Net result for the year</b>	<b>6,166</b>	<b>2,209</b>	<b>6,878</b>	<b>4,453</b>	<b>+11.5</b>

<b>Statement of Comprehensive Income</b> (euro/000)	Notes	<b>2019</b>	<b>%</b>	<b>2020</b>	<b>%</b>	<b>Δ%</b>
<b>Net result for the year</b>		<b>6,166</b>	<b>2,209</b>	<b>6,878</b>	<b>4,453</b>	<b>+11.5</b>
<i>Other statement of comprehensive income items that will not be subsequently reclassified to profit/(loss) for the period:</i>						
▪ Equity investments accounted for using the Equity Method		-14	5.0	-19	12.2	+34.6
<b>Total Statement of Comprehensive Income</b>		<b>6,152</b>	<b>2,204.4</b>	<b>6,859</b>	<b>4,441.5</b>	<b>+11.5</b>

# Board of Statutory Auditors' Report

## RELAZIONE DEL COLLEGIO SINDACALE AL BILANCIO D'ESERCIZIO

CHIUSO AL 31/12/2021

AI SENSI DELL'ART. 2429, COMMA 2 DEL CODICE CIVILE

All'Assemblea degli Azionisti di Vianova s.p.a.

Il Collegio Sindacale, ai sensi dell'art. 2429, comma 2, del codice civile, è chiamato a riferire all'Assemblea dei Soci sui risultati dell'esercizio sociale e sull'attività svolta nell'adempimento dei propri doveri, nonché a fare osservazioni e proposte in ordine al bilancio e alla sua approvazione.

Preliminarmente si evidenzia che l'attività di revisione legale dei conti di Vianova s.p.a. è svolta dalla società di revisione KPMG s.p.a. da Voi incaricata con nomina Assembleare del 10/05/2019 per gli esercizi 2019, 2020, 2021.

L'Assemblea convocata per l'approvazione del Bilancio al 31/12/2021 è quindi chiamata a deliberare in merito al conferimento dell'incarico di revisione per il triennio 2022-2023-2024, su proposta motivata del Collegio Sindacale.

### Osservazioni in merito al Bilancio d'esercizio

Il Bilancio al 31 dicembre 2021 è stato predisposto dagli Amministratori in conformità ai principi contabili internazionali (International Accounting Standards - IAS o International Financial Reporting Standards - IFRS) e alle relative interpretazioni (SIC/IFRIC) omologati dall'Unione Europea alla suddetta data, nonché ai provvedimenti emanati in attuazione dell'art. 9 del D.lgs. 38/2005 che disciplina la possibilità di applicare i suddetti principi in via facoltativa.

Nel bilancio vengono, inoltre, fornite tutte le informazioni ritenute necessarie a dare una rappresentazione veritiera e corretta della situazione patrimoniale e finanziaria della Società e del risultato economico dell'esercizio, anche se non richieste da specifiche disposizioni di legge.

Il progetto di bilancio dell'esercizio chiuso al 31 dicembre 2021 è stato approvato dal Consiglio di Amministrazione e consegnato al Collegio sindacale, con il nostro assenso, in deroga al termine di cui all'art. 2429 c.c.

Nella relazione sulla gestione sono riepilogati i principali rischi e incertezze e si dà conto dell'evoluzione prevedibile della gestione.

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### Collegio Sindacale

Il Collegio Sindacale in carica alla data della presente relazione è stato nominato dall'Assemblea dei Soci del 31 marzo 2020 ed è composto da Andrea Mariani (Presidente), Sergio Maffei (Sindaco effettivo) e Simone Sartini (Sindaco effettivo).

### Eventi di particolare rilevanza

Il Collegio Sindacale rappresenta che:

- Anche nel corso del 2021 lo scenario nazionale ed internazionale è stato caratterizzato dal perdurare della Pandemia Covid 19 e dalle conseguenti misure restrittive per il suo contenimento. Tali eventi hanno avuto un impatto molto



limitato sul business del Gruppo considerata la tipologia dei servizi erogati e la loro strategicità anche in tale contesto di emergenza.

- Le Società del Gruppo a fronte della Pandemia in corso hanno adottato un approccio cautelativo volto a salvaguardare la sicurezza dei lavoratori ed a garantire la continuità aziendale privilegiando su larga scala l'attività lavorativa in modalità smart working.
- Nel mese di Gennaio 2021 la Società ha avviato un nuovo progetto (Vianova Europe) finalizzato, tramite un percorso di internazionalizzazione, a supportare la crescita anche per vie esterne.
- Nel mese di Marzo 2021 la Società ha modificato la propria denominazione sociale da Welcome Italia s.p.a. a Vianova s.p.a.
- Nel mese di Luglio 2021 il Consiglio di Amministrazione ha approvato l'aggiornamento del Modello Organizzativo ex D.lgs. 231/01 al fine di recepire i mutamenti normativi ed organizzativi.
- A fine esercizio la Società ha avviato le attività necessarie alla predisposizione di un Bilancio di Sostenibilità basato sulle "best practices" di riferimento.

#### **Operazioni atipiche o inusuali**

Non ci risultano operazioni atipiche o inusuali.

#### **Operazioni infragruppo o con parti correlate**

Nel corso dell'esercizio 2021 sono state effettuate operazioni con parti correlate rientranti nella normale gestione dell'attività d'impresa e regolate a prezzi di mercato.

Nei commenti alle voci di bilancio è specificata, laddove significativa, la tipologia delle operazioni infragruppo realizzate, con indicazione dei relativi importi.

#### **Attività di vigilanza**

In merito all'attività di vigilanza prevista dalla legge, in linea con i principi di comportamento del Collegio Sindacale raccomandati dal Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili, rappresentiamo quanto segue:

- abbiamo vigilato sull'osservanza della legge e dello statuto e sul rispetto dei principi di corretta amministrazione. Sulla base delle informazioni acquisite e disponibili non abbiamo rilevato violazioni di quanto disposto dalla legge e/o dallo statuto adottato dalla Società, né è emerso il compimento di operazioni manifestamente imprudenti, azzardate, in potenziale conflitto di interessi e/o tali da compromettere l'integrità del patrimonio sociale;
- al fine di acquisire conoscenza e di vigilare sull'adeguatezza e sul funzionamento dell'assetto organizzativo della Società, abbiamo richiesto ai responsabili delle funzioni informazioni sulla composizione dell'organico della Società, sulla struttura interna, sull'operatività e sui rapporti interni in essere tra le funzioni aziendali di maggior rilievo, nonché sull'adeguatezza del sistema di controllo interno. A tale riguardo non abbiamo osservazioni particolari da riferire;
- abbiamo acquisito conoscenza e vigilato, per quanto di nostra competenza, sull'adeguatezza e sul funzionamento del sistema amministrativo-contabile e sull'affidabilità di quest'ultimo a rappresentare correttamente i fatti di gestione



mediante l'ottenimento di informazioni dai responsabili delle funzioni e dal soggetto incaricato della revisione legale dei conti, nonché mediante l'esame dei documenti aziendali relativi alle procedure impiegate e l'analisi del lavoro svolto dalla Società di Revisione. A tale riguardo non abbiamo osservazioni particolari da riferire;

- abbiamo verificato l'osservanza delle norme di legge inerenti alla formazione del bilancio e della relazione sulla gestione tramite verifiche dirette e informazioni assunte dalla Società di Revisione;
- abbiamo partecipato alle riunioni del Consiglio di Amministrazione, nel corso delle quali abbiamo acquisito informazioni sull'andamento della gestione, sulla sua prevedibile evoluzione e sui fatti di maggior rilievo avvenuti nel corso dell'esercizio, dettagliatamente riportati e descritti nella relazione sulla gestione predisposta dagli Amministratori. In base alle informazioni acquisite, non abbiamo osservazioni particolari da riferire;
- abbiamo incontrato la Società di Revisione incaricata della revisione legale dei conti. Gli incontri hanno avuto ad oggetto scambi informativi circa la correttezza delle procedure adottate dalla Società, l'adeguatezza del sistema di controllo interno, nonché l'esito dei controlli effettuati sui processi aziendali. Relativamente all'attività di revisione siamo stati informati circa l'attività svolta da KPMG e, in particolare, l'impianto metodologico, l'approccio di revisione utilizzato per le diverse aree significative di bilancio e la pianificazione del lavoro di revisione; abbiamo, altresì, condiviso con la Società di Revisione le problematiche relative ai rischi aziendali, potendo così apprezzare l'adeguatezza della risposta pianificata dal revisore in termini di approccio di revisione con i profili, strutturali e di rischio, della Società. Nel corso dell'attività di vigilanza svolta e sulla base delle informazioni ottenute dalla Società di Revisione, non sono state rilevate omissioni, fatti censurabili, irregolarità e/o comunque fatti significativi tali da richiederne la segnalazione agli organi di controllo o menzione nella presente relazione;
- abbiamo intrattenuto costanti rapporti con l'amministratore delegato al fine di acquisire conoscenza circa le iniziative intraprese dalla Società per la gestione dell'emergenza coronavirus.

Delle attività in precedenza descritte, svoltesi in forma collegiale, è stato dato atto nei verbali delle riunioni del Collegio Sindacale tenutesi nel corso del 2021.

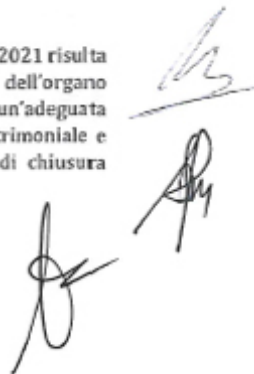
#### **Struttura organizzativa**

Il Collegio Sindacale ha valutato la struttura organizzativa della Società sostanzialmente adeguata alle necessità della stessa e idonea a garantire il rispetto dei principi di corretta amministrazione.

#### **Ulteriori attività del Collegio Sindacale**

Il Collegio Sindacale dà atto che la relazione sulla gestione per l'esercizio 2021 risulta conforme alle norme vigenti e coerente con le deliberazioni dell'organo amministrativo e con le risultanze del bilancio. Essa contiene, inoltre, un'adeguata informazione sull'attività dell'esercizio, sulla situazione economica, patrimoniale e finanziaria della Società, sui fatti di rilievo avvenuti dopo la data di chiusura dell'esercizio e sui rischi e le incertezze cui la Società è esposta.

Segnaliamo, inoltre, che il Collegio Sindacale:



- ha sempre assistito alle riunioni del Consiglio di Amministrazione;
- non ha ricevuto denunce ex art. 2408 del codice civile;

Il Collegio Sindacale rappresenta, inoltre, che la relazione sulla revisione del bilancio d'esercizio rilasciata da KPMG in data 25 Marzo 2022 contiene:

- (i) il giudizio di rappresentazione veritiera e corretta della situazione patrimoniale e finanziaria di Vianova s.p.a. al 31 dicembre 2021, del risultato economico e dei flussi di cassa per l'esercizio chiuso a tale data in conformità alle norme di legge;
- (ii) il giudizio di coerenza della relazione sulla gestione con il bilancio d'esercizio al 31 dicembre 2021 e di conformità della stessa alle norme di legge.

Con riferimento al Bilancio Consolidato al 31/12/2021 la Società di Revisione KPMG ha rilasciato in data 25 Marzo 2022 la relazione ai sensi dell'art. 14 del D.lgs. 39/2010 dalla quale risulta che il Bilancio Consolidato al 31/12/2021 è conforme agli IFRS, è stato redatto con chiarezza e rappresenta in modo veritiero e corretto la situazione patrimoniale e finanziaria, il risultato economico e i flussi di cassa del Gruppo Vianova s.p.a. per l'esercizio chiuso a tale data.

La relazione sulla revisione del Bilancio Consolidato contiene inoltre un giudizio di coerenza della relazione sulla gestione del Gruppo con il Bilancio Consolidato al 31/12/2021.

Nel corso dell'attività di vigilanza, come sopra descritta, non sono emersi fatti significativi tali da richiedere la segnalazione agli organi di controllo o menzione nella presente relazione.

#### Proposta all'Assemblea

Il Collegio Sindacale, tenuto conto di quanto sopra esposto, per quanto di propria competenza non rileva motivi ostativi all'approvazione del bilancio al 31 dicembre 2021 e non ha obiezioni da formulare in merito alla proposta di deliberazione presentata dal Consiglio di Amministrazione sulla destinazione del risultato d'esercizio.

\*\*\*

Massarosa, 25 Marzo 2022

Il Collegio Sindacale

Andrea Mariani

(Presidente)

Sergio Maffei

(Sindaco Effettivo)

Simone Sartini

(Sindaco Effettivo)



# Independent Auditors' Report



KPMG S.p.A.  
Revisione e organizzazione contabile  
Viale Niccolò Machiavelli, 29  
50125 FIRENZE FI  
Telefono +39 055 213391  
Email [it-fmauditaly@kpmg.it](mailto:it-fmauditaly@kpmg.it)  
PEC [kpmgspa@pec.kpmg.it](mailto:kpmgspa@pec.kpmg.it)

## Relazione della società di revisione indipendente ai sensi dell'art. 14 del D.Lgs. 27 gennaio 2010, n. 39

*Agli Azionisti della  
Vianova S.p.A.*

### Relazione sulla revisione contabile del bilancio d'esercizio

#### Giudizio

Abbiamo svolto la revisione contabile del bilancio d'esercizio della Vianova S.p.A. (nel seguito anche la "Società"), costituito dai prospetti della situazione patrimoniale e finanziaria al 31 dicembre 2021, del conto economico e del conto economico complessivo, delle variazioni di patrimonio netto e del rendiconto finanziario per l'esercizio chiuso a tale data e dalle note al bilancio che includono anche la sintesi dei più significativi principi contabili applicati.

A nostro giudizio, il bilancio d'esercizio fornisce una rappresentazione veritiera e corretta della situazione patrimoniale e finanziaria della Vianova S.p.A. al 31 dicembre 2021, del risultato economico e dei flussi di cassa per l'esercizio chiuso a tale data in conformità agli International Financial Reporting Standards adottati dall'Unione Europea.

#### Elementi alla base del giudizio

Abbiamo svolto la revisione contabile in conformità ai principi di revisione internazionali (ISA Italia). Le nostre responsabilità ai sensi di tali principi sono ulteriormente descritte nel paragrafo "Responsabilità della società di revisione per la revisione contabile del bilancio d'esercizio" della presente relazione. Siamo indipendenti rispetto alla Vianova S.p.A. in conformità alle norme e ai principi in materia di etica e di indipendenza applicabili nell'ordinamento italiano alla revisione contabile del bilancio. Riteniamo di aver acquisito elementi probativi sufficienti e appropriati su cui basare il nostro giudizio.

#### Altri aspetti – Direzione e coordinamento

La Società, come richiesto dalla legge, ha inserito nelle note esplicative i dati essenziali dell'ultimo bilancio della società che esercita su di essa l'attività di direzione e coordinamento. Il giudizio sul bilancio della Vianova S.p.A. non si estende a tali dati.

KPMG S.p.A. è una società per azioni di diritto italiano e fa parte del network KPMG di entità indipendenti affiliate a KPMG International Limited, società di diritto inglese.

Aziende Bari Bergamo  
Bologna Bolzano Brescia  
Catania Como Firenze Genova  
Lecce Milano Napoli Novara  
Padova Palermo Parma Perugia  
Pescara Roma Torino Treviso  
Trieste Varese Verona

Società per azioni  
Capitale sociale  
Euro 10.415.200,00 i.v.  
Registro Imprese Milano Monza Brianza Lodi  
e Codice Fiscale N. 06709000159  
R.E.A. Milano N. 512967  
Partita IVA 02709000159  
VAT number IT00709000159  
Sede legale: Via Vittor Pisani, 23  
20124 Milano (MI) ITALIA



Vianova S.p.A.  
Relazione della società di revisione  
31 dicembre 2021

### **Responsabilità degli Amministratori e del Collegio Sindacale della Vianova S.p.A. per il bilancio d'esercizio**

Gli Amministratori sono responsabili per la redazione del bilancio d'esercizio che fornisca una rappresentazione veritiera e corretta in conformità agli International Financial Reporting Standards adottati dall'Unione Europea e, nei termini previsti dalla legge, per quella parte del controllo interno dagli stessi ritenuta necessaria per consentire la redazione di un bilancio che non contenga errori significativi dovuti a frodi o a comportamenti o eventi non intenzionali.

Gli Amministratori sono responsabili per la valutazione della capacità della Società di continuare a operare come un'entità in funzionamento e, nella redazione del bilancio d'esercizio, per l'appropriatezza dell'utilizzo del presupposto della continuità aziendale, nonché per una adeguata informativa in materia. Gli Amministratori utilizzano il presupposto della continuità aziendale nella redazione del bilancio d'esercizio a meno che abbiano valutato che sussistono le condizioni per la liquidazione della Società o per l'interruzione dell'attività o non abbiano alternative realistiche a tali scelte.

Il Collegio Sindacale ha la responsabilità della vigilanza, nei termini previsti dalla legge, sul processo di predisposizione dell'informativa finanziaria della Società.

### **Responsabilità della società di revisione per la revisione contabile del bilancio d'esercizio**

I nostri obiettivi sono l'acquisizione di una ragionevole sicurezza che il bilancio d'esercizio nel suo complesso non contenga errori significativi, dovuti a frodi o a comportamenti o eventi non intenzionali, e l'emissione di una relazione di revisione che includa il nostro giudizio. Per ragionevole sicurezza si intende un livello elevato di sicurezza che, tuttavia, non fornisce la garanzia che una revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia) individui sempre un errore significativo, qualora esistente. Gli errori possono derivare da frodi o da comportamenti o eventi non intenzionali e sono considerati significativi qualora ci si possa ragionevolmente attendere che essi, singolarmente o nel loro insieme, siano in grado di influenzare le decisioni economiche degli utilizzatori prese sulla base del bilancio d'esercizio.

Nell'ambito della revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia), abbiamo esercitato il giudizio professionale e abbiamo mantenuto lo scetticismo professionale per tutta la durata della revisione contabile. Inoltre:

- abbiamo identificato e valutato i rischi di errori significativi nel bilancio d'esercizio, dovuti a frodi o a comportamenti o eventi non intenzionali; abbiamo definito e svolto procedure di revisione in risposta a tali rischi; abbiamo acquisito elementi probativi sufficienti e appropriati su cui basare il nostro giudizio. Il rischio di non individuare un errore significativo dovuto a frodi è più elevato rispetto al rischio di non individuare un errore significativo derivante da comportamenti o eventi non intenzionali, poiché la frode può implicare l'esistenza di collusioni, falsificazioni, omissioni intenzionali, rappresentazioni fuorvianti o forzature del controllo interno;
- abbiamo acquisito una comprensione del controllo interno rilevante ai fini della revisione contabile allo scopo di definire procedure di revisione appropriate nelle circostanze e non per esprimere un giudizio sull'efficacia del controllo interno della Società;



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- abbiamo valutato l'appropriatezza dei principi contabili utilizzati nonché la ragionevolezza delle stime contabili effettuate dagli Amministratori, inclusa la relativa informativa;
- siamo giunti a una conclusione sull'appropriatezza dell'utilizzo da parte degli Amministratori del presupposto della continuità aziendale e, in base agli elementi probativi acquisiti, sull'eventuale esistenza di un'incertezza significativa riguardo a eventi o circostanze che possono far sorgere dubbi significativi sulla capacità della Società di continuare a operare come un'entità in funzionamento. In presenza di un'incertezza significativa, siamo tenuti a richiamare l'attenzione nella relazione di revisione sulla relativa informativa di bilancio ovvero, qualora tale informativa sia inadeguata, a riflettere tale circostanza nella formulazione del nostro giudizio. Le nostre conclusioni sono basate sugli elementi probativi acquisiti fino alla data della presente relazione. Tuttavia, eventi o circostanze successivi possono comportare che la Società cessi di operare come un'entità in funzionamento;
- abbiamo valutato la presentazione, la struttura e il contenuto del bilancio d'esercizio nel suo complesso, inclusa l'informativa, e se il bilancio d'esercizio rappresenti le operazioni e gli eventi sottostanti in modo da fornire una corretta rappresentazione.

Abbiamo comunicato ai responsabili delle attività di *governance*, identificati a un livello appropriato come richiesto dagli ISA Italia, tra gli altri aspetti, la portata e la tempistica pianificate per la revisione contabile e i risultati significativi emersi, incluse le eventuali carenze significative nel controllo interno identificate nel corso della revisione contabile.

## **Relazione su altre disposizioni di legge e regolamentari**

### ***Giudizio ai sensi dell'art. 14, comma 2, lettera e), del D.Lgs. 39/10***

Gli Amministratori della Vianova S.p.A. sono responsabili per la predisposizione della relazione sulla gestione della Vianova S.p.A. al 31 dicembre 2021, incluse la sua coerenza con il relativo bilancio d'esercizio e la sua conformità alle norme di legge.

Abbiamo svolto le procedure indicate nel principio di revisione (SA Italia) 720B al fine di esprimere un giudizio sulla coerenza della relazione sulla gestione con il bilancio d'esercizio della Vianova S.p.A. al 31 dicembre 2021 e sulla conformità della stessa alle norme di legge, nonché di rilasciare una dichiarazione su eventuali errori significativi.

A nostro giudizio, la relazione sulla gestione è coerente con il bilancio d'esercizio della Vianova S.p.A. al 31 dicembre 2021 ed è redatta in conformità alle norme di legge.

Con riferimento alla dichiarazione di cui all'art. 14, comma 2, lettera e), del D.Lgs. 39/10, rilasciata sulla base delle conoscenze e della comprensione dell'impresa e del



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relativo contesto acquisite nel corso dell'attività di revisione, non abbiamo nulla da riportare.

Firenze, 25 marzo 2022

KPMG S.p.A.

A handwritten signature in blue ink, appearing to read 'G. Pancrazi', written over the printed name and title.

Giuseppe Pancrazi  
Socio

## Resolutions of the Shareholders' Meeting

On Wednesday, 30 March 2022, the Ordinary Shareholders' Meeting of Vianova spa met in first call, to discuss and resolve on the following Agenda:

1. Approval of the Financial Statements for the year ended 31 December 2021
2. Appointment for the legal audit of the accounts pursuant to articles 2409/bis et seq. of the Italian Civil Code for the financial years ending on 31 December 2022, 2023 and 2024
3. Strategic Plan Guidelines Presentation
4. Any other business.

By unanimous designation of those present, the Chairman of the Board of Directors Stefano Luisotti took the chair, who, at the invitation of the Shareholders' Meeting, appointed Marco D'Ascoli to act as Secretary. The Chairman noted that:

- the Shareholders' Meeting was duly convened by means of certified email and registered mail sent on 8 March 2022;
- the Shareholders' Meeting is being held via video conference, as provided for in the notices of call and in compliance with the Articles of Association;

The Chairman then acknowledges the identity and legitimacy of the participants, specifying that each is asked to submit a duly signed attendance sheet to be kept on file; he then acknowledges that the following are connected:

- on their own behalf or by proxy, Shareholders representing 99.9716% of the share capital;
- Directors Claudio Berretti, Giovanni Luisotti, Marco Bolognini, Marco D'Ascoli, Massimo Di Puccio and Nicola Gallico;
- for the Board of Statutory Auditors, Andrea Mariani, Chairman, Simone Sartini and Sergio Maffei, Statutory Auditors.

The Chairman therefore declared the meeting validly constituted and able to deliberate on the items on the agenda.

### **1. Approval of the financial statements for the year ended 31 December 2021**

The Chairman sets out the Financial Statements for the year ended 31 December 2021, prepared in accordance with international accounting standards (IAS/IFRS), including the Statement of Financial Position, the Income Statement, the Cash Flow Statement, the Statement of Changes in Shareholders' Equity and the Notes to the financial statements. The Directors' Report on Operations and the reports of the Board of Statutory Auditors and the Independent Auditors are also presented, but are not read out loud by unanimous consent of those present.

After discussion, the Shareholders' Meeting unanimously resolves:

1. to approve the Financial Statements as at 31 December 2021 and the related Directors' Report on Operations;
2. to allocate the net profit for the year of Euro 7,481,026.88 as follows:
  - Euro 238,387.71 to the reserve pursuant to Article 2426 of the Italian Civil Code;
  - Euro 2,992,325.00 corresponding to Euro 1.7099 per share as a dividend to shareholders;
  - the remaining Euro 4,250,314.17 to the distributable reserve.

The Chairman then presents the Consolidated Financial Statements for the year ended 31 December 2021, including the equity, financial and income statements, the Notes to the financial statements, the Directors' Report on Operations and the reports of the Board of Statutory Auditors and the Independent Auditors. The Shareholders' Meeting took note and, since it was not required to approve, asked the Board of Directors to file the consolidated financial statements with the Office of the Register of Companies, together with the separate financial statements, within the statutory deadline.

## **2. Appointment for the legal audit of the accounts pursuant to articles 2409/bis et seq. of the Italian Civil Code**

The Chairman notes that the mandate for the legal audit conferred on the company Kpmg spa of Florence has expired. The Shareholders' Meeting, having heard the positive opinion of the Board of Statutory Auditors and acknowledged the reasoned proposal for the assignment prepared by the same on 15 March 2022, unanimously resolves to confirm the engagement of Kpmg spa for the legal audit for the financial years ending on 31 December 2022, 2023 and 2024, as per the offer of 14 February 2022 and dividing the function between the Board of Statutory Auditors and the auditor as provided for by the Italian Civil Code.

## **3. Strategic Plan Guidelines Presentation**

...omissis...

## **4. Any other business.**

At 9:50 a.m., having read and approved these minutes and there being nothing else to resolve, the Chairman declares the Meeting closed.

The Secretary  
Marco D'Ascoli

The Chairman  
Stefano Luisotti

# Acknowledgements

## Staff

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